

NASSAU COUNTY INTERIM FINANCE AUTHORITY
MINUTES OF THE MEETING OF THE DIRECTORS
HELD ON JULY 30, 2013

Pursuant to notice dated July 25, 2013, a meeting of the Nassau County Interim Finance Authority (“NIFA”) was convened at 5:20 PM at the Marriott Long Island Hotel & Conference Center located at 101 James Doolittle Blvd, Uniondale, NY 11553.

The following Directors of the Authority were present:

Ronald Stack, Chairman
George Marlin
Dermond Thomas
Christopher Wright

Also present from the Authority were Evan Cohen, Executive Director; Jeremy Wise, General Counsel; and Maria Kwiatkowski, Deputy Director.

Upon determining that a quorum was present, the Chairman called the meeting to order.

Chairman Stack then asked Executive Director Cohen to go through the items on the agenda.

Executive Director Cohen stated that the first item on the agenda was a resolution to approve the minutes of the June 5, 2013 Directors’ meeting.

Upon motion duly made and seconded, the following resolution was approved unanimously:

Resolution No. 13-435

APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE JUNE 5, 2013 MEETING OF THE DIRECTORS OF THE NASSAU COUNTY INTERIM FINANCE AUTHORITY

RESOLVED, that the Minutes of the meeting of the Authority held on June 5, 2013 are hereby approved and all actions taken by the Directors present at such meeting, as set forth in such Minutes, are hereby in all respects ratified and approved as actions of the Authority.

* * *

General Counsel Wise stated that the next item on the agenda was a resolution designating the Secretary of State to receive notices of claim on behalf of NIFA. He stated that when someone serves the Secretary of State, the Secretary of State would then notify the Executive Director which would then deem NIFA as being served.

Upon motion duly made and seconded, the following resolution was approved unanimously:

Resolution No. 13-436

APPROVAL OF SERVICE OF NOTICES OF CLAIM ON THE SECRETARY OF STATE AND THE TAKING OF RELATED ACTIONS

RESOLVED, that the materials presented to this meeting (the "Materials") are ordered to be filed with the records of the Nassau County Interim Finance Authority (the "Authority"); and be it further

RESOLVED, that based upon the Materials presented to this meeting, the Authority agrees to the terms and content, as well as the execution and filing of the attached form which:

1. Designates the New York Secretary of State as the public corporation's agent for service of notices of claim;
2. Provides the name and address of an officer, person, or designee, nominee or other agent-in-fact to which the Secretary of State will forward any notices of claim (NIFA's Executive Director); and
3. Provides the applicable time limit for filing a notice of claim on the public corporation.

* * *

General Counsel Wise stated that the next item on the agenda was a resolution concerning a NYS Environmental Facilities Corporation financing. He stated that the EFC had issued notes on behalf of the County to help with the construction of the Birches project and is now converting those notes into long term bonds. He stated that approving this resolution will give the County permission to have the EFC issue those bonds which are just over \$3 million on its behalf.

Upon motion duly made and seconded, the following resolution was approved unanimously:

Resolution No. 13-437

CONSIDERATION OF NASSAU COUNTY PARTICIPATION IN AN ENVIRONMENTAL FACILITIES CORPORATION FINANCING AND THE TAKING OF RELATED ACTIONS

RESOLVED, that the materials presented to this meeting (the "Materials") are ordered to be filed with the records of the Nassau County Interim Finance Authority (the "Authority"); and be it further

RESOLVED, that based upon the Materials presented to this meeting, the Authority agrees to Nassau County's participation in the New York State Environmental Facilities Corporation financing referenced in the Materials, including the execution by the County of all necessary certificates or other related documents

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General Counsel Wise stated that the next item on the agenda was a resolution to consider the approval of a contract between the County and Armor Correctional Health Services of NY, Inc. He stated that the Armor contract which NIFA approved in May of 2011 is now up for renewal. He stated that the renewal is for two years at a cost of approximately \$11.7 million. He further stated that based on an internal NIFA analysis, the Armor contract has saved the County a significant amount of money as compared to using the Nassau University Medical Center.

Upon motion duly made and seconded, the following resolution was approved unanimously:

Resolution No. 13-438

APPROVAL OF COUNTY CONTRACT FOR ARMOR CORRECTIONAL HEALTH SERVICES OF NY, INC.

RESOLVED, that the materials presented to this meeting of the Board of Directors (the "Materials") are ordered to be filed with the records of the Nassau County Interim Finance Authority (the "Authority"); and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves the County's Contract for Armor Correctional Health Services of NY, Inc., which is projected to cost \$11,740,605 for the first year and will be subject to an inflator in the second year; and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

* * *

General Counsel Wise stated that the next item on the agenda was a resolution to consider the approval of a contract between the County and Hazen Sawyer/Malcolm Pirnie. He stated that the

firm was selected as the project manager in connection with the County's Bay Park Sewage Treatment Plant revitalization. He stated that it is a phased-in contract valued at \$30 million with numerous services being provided such as project management, planning, consulting, engineering, preliminary design, preconstruction, post-construction and reviews related to the Bay Park Sewage Treatment Plant.

Upon motion duly made and seconded, the following resolution was approved unanimously:

Resolution No. 13-439

CONSIDERATION OF COUNTY CONTRACT FOR HAZEN AND SAWYER / MALCOLM PIRNIE

RESOLVED, that the materials presented to this meeting of the Directors (the "Materials") are ordered to be filed with the records of the Nassau County Interim Finance Authority (the "Authority"); and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves the County's Contract for Hazen Sawyer / Malcolm Pirnie which is projected to cost \$29,146,925; and be it further

RESOLVED, that NIFA's approval of the agreement is given with the caveat that NIFA does not guaranty that it will approve any future borrowing for this project at a later date; and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

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General Counsel Wise stated that the next item on the agenda was a resolution to consider the approval of two contracts between the County Attorney's office and outside vendors. He stated that since the County Attorney's office has a history of submitting contracts late and/or commencing

work on contracts prior to NIFA approval, the NIFA Directors had stated that they would like to review them.

Upon motion duly made and seconded, the following resolution was approved unanimously:

Resolution No. 13-440

REVIEW OF CONTRACTS FROM THE COUNTY ATTORNEY'S OFFICE

RESOLVED, that the materials presented to this meeting of the Directors (the "Materials") are ordered to be filed with the records of the Nassau County Interim Finance Authority (the "Authority"); and be it further

RESOLVED, that the County struggles to regain fiscal balance, and it is operating under a financial plan that contemplates, among other measures, transitional borrowing for operating expenses and a continuing wage freeze on the compensation of County employees; and be it further

RESOLVED, that County must continue to deliver essential services to County residents; and be it further

RESOLVED, that in these circumstances, NIFA must scrutinize contracts for expenditures that are not consistent with the County's current financial condition and the priorities, necessities, judgments and fiscal realities embodied in the County's adopted financial plan; and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves contracts numbered CQAT13000009 and CLAT13000016 in the Materials; and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

* * *

General Counsel Wise stated that the next item on the agenda was a resolution to consider the County's request to issue general obligation bonds. He stated that the County originally requested to issue \$231 million in bonds, but after NIFA's push back the size of the issuance was

reduced to approximately \$137 million; \$51 million in capital project financing, \$17 million for capital projects for sewer and storm water, \$5 million for environmental bond act related projects, \$40 million for tax cert claims and \$24 million for judgments and settlements.

Upon motion duly made and seconded, the following resolution was approved unanimously:

Resolution No. 13-441

APPROVAL OF ISSUANCE OF BONDS BY NASSAU COUNTY

RESOLVED, that the materials presented to this meeting of the Directors (the “Materials”) are incorporated into this Resolution and are ordered to be filed with the records of the Nassau County Interim Finance Authority (the “Authority”); and be it further

RESOLVED, that based upon the discussions in the Materials and pursuant to Section 3669 2(e) of the Authority Act, the Authority has reviewed the terms of the County’s proposed issuance of bonds and approves such issuance(s) in the amounts and upon the conditions outlined in the Materials; and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

* * *

The Chairman then entertained a motion to adjourn. Upon motion duly made and seconded, the Directors voted unanimously to adjourn the meeting at 5:44 PM.

Respectfully submitted,

Laurie A. Boucher
Corporate Secretary