

## AGENDA

**NASSAU COUNTY INTERIM FINANCE AUTHORITY  
DIRECTORS MEETING  
JULY 31, 2018, 7:00 PM  
MARRIOTT LONG ISLAND HOTEL & CONFERENCE CENTER  
101 JAMES DOOLITTLE BLVD., UNIONDALE, NY 11553**

Call to Order

Action Items

- I. Approval of the Minutes of May 8, 2018
- II. Order to Nassau County to Compile Certain Labor Related Documents
- III. Consideration of Revenue Anticipation Notes by Nassau County
- IV. Consideration of Issuance of General Obligation Bonds by Nassau County

Adjournment

DRAFT – SUBJECT TO REVIEW AND REVISION

NASSAU COUNTY INTERIM FINANCE AUTHORITY  
MEETING OF THE DIRECTORS  
MINUTES OF MAY 8, 2018

The Directors Meeting of the Nassau County Interim Finance Authority was convened on May 8, 2018 at 7:36 PM at the Marriott Long Island Hotel & Conference Center located at 101 James Doolittle Blvd, Uniondale, NY, pursuant to legal notice given on May 2, 2018 and electronic notice posted on the Authority's website.

Directors present: Adam Barsky, Chairman  
Paul Annunziato  
John Buran  
Paul Leventhal  
Howard Weitzman  
Christopher Wright

Directors absent: Lester Petracca

Staff present: Evan Cohen, Executive Director  
Carl Dreyer, Treasurer  
Laurie Giardina, Corporate Secretary  
Maria Kwiatkowski, Deputy Director  
Kathie Stella, Chief Administrator  
Jeremy Wise, General Counsel

**1. Call to Order/Roll Call**

The meeting was called to order at 7:36 PM.

**2. Approval of Minutes**

Upon a motion made by Director Wright and seconded, the Directors approved the minutes from the meeting on April 3, 2018.

Positive votes: 4    Negative votes: 0    Abstentions: Directors Leventhal & Weitzman

Resolution No. 18-705

APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE APRIL 3,  
2018 MEETING OF THE DIRECTORS OF THE NASSAU COUNTY INTERIM FINANCE  
AUTHORITY

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RESOLVED, that the Minutes of the meeting of the Authority held on April 3, 2018 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.

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DRAFT – SUBJECT TO REVIEW AND REVISION

Upon a motion made by Director Wright and seconded, the Directors approved the following resolutions numbered 18-706 to 18-708.

Positive votes: 6 Negative votes: 0

**3. Receipt and Acceptance of Audited Financial Statements and Related Actions**

Acceptance of the Audited Financial Statements, which were approved by the Audit and Internal Control Committee just prior to this meeting.

Upon a motion made by Director Wright and seconded, the Directors approved the acceptance of NIFA’s Audited Financial Statements.

Positive votes: 6 Negative votes: 0

Resolution No. 18-706

RECEIPT AND ACCEPTANCE OF INDEPENDENT AUDITORS’ REPORT ON THE AUTHORITY’S FINANCIAL STATEMENTS FOR FISCAL YEAR ENDED DECEMBER 31, 2017

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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 the Authority acknowledges receipt of the RSM US LLP Independent Auditors’ Report on NIFA’s Financial Statements for the Year Ended December 31, 2017 (the “Audit”) presented at the May 8, 2018 meeting of the Directors; and be it further

RESOLVED, that the Authority accepts the Audit and approves the release of the Audit to the public; and be it further

RESOLVED, that the Executive Director of the Authority or his designee(s) are hereby directed to promptly submit the Audit to those persons identified in the Authority Act to whom the Audit must be submitted, to make a reasonable number of copies available on request to all persons that request copies, and to take all actions he or she may in his or her sole discretion consider necessary to effectuate the foregoing and related actions including making changes to the Audit deemed non-material by RSM US LLP, NIFA’s independent auditors; and be it further

RESOLVED, that this resolution shall take effect immediately.

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**4. Approval of Reports Required by the NIFA Act, Public Authorities Law, Public Authorities Accountability Act of 2005, and Public Authorities Reform Act of 2009, and**

DRAFT – SUBJECT TO REVIEW AND REVISION

**Authorization to Take Related Actions**

NIFA’s 2017 Annual Report was presented to and approved by the Audit and Internal Control Committee just prior to this meeting.

Resolution No. 18-707

**APPROVAL OF REPORTS REQUIRED BY THE NASSAU COUNTY INTERIM FINANCE AUTHORITY ACT, PUBLIC AUTHORITIES LAW, PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AND PUBLIC AUTHORITIES REFORM ACT OF 2009, AND AUTHORIZATION TO TAKE RELATED ACTIONS**

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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 (“Authority”); and be it further

RESOLVED, that in accordance with the Materials, the 2017 Annual Report of the Authority is hereby approved together with all the attachments thereto including but not limited to:

1. Authority Report on Debt Issuance;
2. Audited Financial Statements for the Year Ended December 31, 2017 together with Independent Auditor’s Compliance Report on Investment Policies and Procedures;
3. Authority Report on Investments;
4. Authority Prompt Payment Report;
5. Authority Procurement Contracts Guidelines Report;
6. Authority Property Disposition Report;
7. Authority Mission Statement and Measurement Report; and
8. Authority Code of Ethics.

and be it further

RESOLVED, that the Chairman of the Authority or his designees(s) be, and each of them hereby is, authorized in the name and on behalf of the Authority to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider necessary or proper to effectuate the foregoing and related actions.

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**5. Re-adoption of Investment Guidelines and the Taking of Related Actions**

Resolution No. 18-708

**RE-ADOPTION OF INVESTMENT GUIDELINES AND THE TAKING OF RELATED ACTIONS**

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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

DRAFT – SUBJECT TO REVIEW AND REVISION

RESOLVED, that the Investment Guidelines, which are annexed to the Materials, are found to be satisfactory and are hereby re-adopted; and be it further

RESOLVED that the Chairman of the Authority or his designees(s) be, and each of them hereby is, authorized in the name and on behalf of the Authority to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider necessary or proper to effectuate the foregoing and related actions.

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Upon a motion made by Director Wright and seconded, the Directors approved the following resolutions numbered 18-709 to 18-711.

Positive votes: 6 Negative votes: 0

**6. Re-adoption of Procurement Contracts Guidelines and the Taking of Related Actions**

Resolution No. 18-709

RE-ADOPTION OF AMENDED PROCUREMENT CONTRACTS GUIDELINES AND THE TAKING OF RELATED ACTIONS

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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 the “Nassau County Interim Finance Authority Guidelines Regarding the Use, Awarding, Monitoring and Reporting of Procurement Contracts,” (the “Procurement Guidelines), which are annexed to the Materials, are hereby re-adopted, as amended; and be it further

RESOLVED, that the Chairman of the Authority or his designees(s) be, and each of them hereby is, authorized in the name and on behalf of the Authority to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider necessary or proper to effectuate the foregoing and, as deemed necessary, make non-material exceptions to said Procurement Guidelines, and to take related actions; and be it further

RESOLVED, that all actions previously taken by the Chairman at the Authority, or his designees, in furtherance of the foregoing are hereby ratified and approved.

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**7. Re-adoption of Property Disposition Contract Guidelines and the Taking of Related Actions**

Resolution No. 18-710

**RE-ADOPTION OF PROPERTY DISPOSITION CONTRACT GUIDELINES AND THE TAKING OF RELATED ACTIONS**

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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 the Property Disposition Contract Guidelines annexed to the Materials, are hereby re-adopted; and be it further

RESOLVED, that the Chairman of the Authority or his designees(s) be, and each of them hereby is, authorized in the name and on behalf of the Authority to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider necessary or proper to effectuate the foregoing and related actions.

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**8. Re-adoption of Code of Ethics and the Taking of Related Actions**

Resolution No. 18-711

**RE-ADOPTION OF NIFA CODE OF ETHICS, AND THE TAKING OF RELATED ACTIONS**

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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 the Code of Ethics, which is annexed to the Materials, is found to be satisfactory and is hereby re-adopted, as amended; and be it further

RESOLVED, that the Chairman of the Authority or his designees(s) be, and each of them hereby is, authorized in the name and on behalf of the Authority to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider necessary or proper to effectuate the foregoing and related actions.

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**9. Appointing an Officer of the Nassau County Interim Finance Authority**

The Directors were asked to consider a resolution to appoint Kathleen Stella-Martinolich as Corporate Secretary replacing Laurie Giardina who is retiring on May 18, 2018.

Upon a motion made by Director Wright and seconded the Directors approved the following resolution.

Positive votes: 6      Negative votes: 0

Resolution No. 18-712

APPOINTING AN OFFICER OF THE NASSAU COUNTY INTERIM FINANCE AUTHORITY

WHEREAS, the Nassau County Interim Finance Authority ("NIFA") or the ("Authority") was created by Chapter 84 of the Laws of 2000 (the "Act") to be a corporate governmental agency constituting a public benefit corporation to issue bonds that are backed by county sales tax revenues as well as to perform certain budgetary oversight functions as set out in the Act; and

WHEREAS, the Authority is authorized by law to appoint officers and employees, and to prescribe their duties to assist NIFA in the effectuation of its corporate purposes; and

WHEREAS, to facilitate the issuance of its bonds and the fulfillment of all other duties and responsibilities imposed, or which may be imposed, upon the NIFA by law or sound practice, the NIFA determines it is necessary to appoint certain officers of the Authority.

NOW, THEREFORE, BE IT 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 in accordance with the Materials, the Authority does hereby accept the resignation of Laurie Giardina as Corporate Secretary of the Authority, and be it further

RESOLVED, that the Authority does hereby appoint, Kathleen Stella-Martinolich, to serve as "Corporate Secretary" and be if further,

RESOLVED that the Chairman of the Authority or his designees(s) be, and each of them hereby is, authorized in the name and on behalf of the Authority to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider necessary or proper to effectuate the foregoing and related actions, and be it further.

RESOLVED, that this resolution shall take effect immediately.

DRAFT – SUBJECT TO REVIEW AND REVISION

**10. Resolution of Appreciation**

The Directors presented a Resolution of Appreciation Upon the Retirement of Laurie A. Giardina, as Corporate Secretary and Chief Administrator of the Nassau County Interim Finance Authority.

Positive votes: 6      Negative votes: 0

Resolution No. 18-713

**RESOLUTION OF APPRECIATION UPON THE RETIREMENT OF LAURIE A. GIARDINA,  
AS CORPORATE SECRETARY AND CHIEF ADMINISTRATOR OF THE NASSAU  
COUNTY INTERIM FINANCE AUTHORITY**

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WHEREAS, in June of 2000 former Governor George Pataki and the New York State Legislature created the Nassau County Interim Finance Authority (“NIFA”) and shortly thereafter the Directors named Laurie A. Giardina as its Corporate Secretary; and

WHEREAS, with the assistance of Laurie A. Giardina, the Directors have held almost eighteen years of public meetings, which have been organized, scheduled and documented successfully with the assistance of Ms. Giardina; and

WHEREAS, Laurie A. Giardina has been invaluable in helping NIFA and its staff assemble and file numerous reports and assisted in NIFA’s substantive work of assisting Nassau County to recover its fiscal health; and

WHEREAS, Ms. Giardina, through her cooperative attitude and good humor has helped each of the Directors and staff accomplish their assigned tasks in a timely manner;

NOW, THEREFORE, BE IT RESOLVED THAT the Directors of NIFA, on behalf of themselves, the staff of NIFA, the people of Nassau County and the State of New York wish to express our appreciation to Laurie A. Giardina for her contribution to the successful operation of NIFA and wish her well in all her future endeavors.

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**11. Adjournment**

The Chairman then made a motion to adjourn, which was duly made and seconded, after which the meeting adjourned at 7:42 PM.

Positive votes: 6      Negative votes: 0

Respectfully submitted,

Kathie Stella  
Corporate Secretary



# NASSAU COUNTY INTERIM FINANCE AUTHORITY

## **FOR CONSIDERATION**

July 31, 2018

TO: NIFA Directors

FROM: Evan Cohen

SUBJECT: Contract Documents

REQUEST FOR: Order to Nassau County to Compile Certain Labor Related Documents

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### **Introduction:**

On November 29, 2016, the Directors reminded the County that NIFA would not review any labor contracts or amendments until the County had prepared a single comprehensive contract document for each its unions. This directive was codified in a resolution ordering the County to prepare the comprehensive labor agreements. The County has still not provided the required information to NIFA.

### **Background:**

The NIFA Act and NIFA's Contract Review Guidelines require that the Directors approve labor contracts. In 2014, the Directors approved labor contract amendments for the Civil Service Employees Association, Inc. ("CSEA"), Detectives Association, Inc. ("DAI"), Police Benevolent Association ("PBA"), Superior Officers Association ("SOA"), and Sheriff's Correction Officers Benevolent Association ("COBA"), (collectively, the "Contracts" and the "Unions"). Those Contracts each expired at the end of 2017.

### **Discussion:**

Each of the Contracts were approved without NIFA having the benefit of a single discreet contract for each of the unions. At the time NIFA was told that the Contracts consisted of stipulations, side letters, settlement agreements, memoranda of agreement, interest arbitration awards, arbitration awards, improper practice decisions, etc. ("Terms") and production would be unwieldy.

Immediately after approval of the Contracts, both verbally and in writing, the County was informed that NIFA would not review any amendments to the Contracts until the County had prepared a single comprehensive contract document for each of the Unions, which included all of the Terms, updated to the present.

Because of inaction by the County to its prior verbal requests, on November 29, 2016, NIFA issued an order requiring the County to prepare and submit to NIFA the comprehensive agreements that it had previously requested.

All responses to-date to NIFA's Order have been incomplete, as acknowledged by the County.

**Requested Action:**

You are requested to reaffirm and update your order to the County, pursuant to Section 3669 of the Act, to provide NIFA with complete Contracts related to each of the Unions. Said Contracts must contain all of the Terms that would be relevant to a NIFA review of the Contracts or a review by an arbitrator or other reviewing entity.

**Attachment:**

Resolution

**NASSAU COUNTY INTERIM FINANCE AUTHORITY**

**RESOLUTION NO. 18-715**

**ORDER TO NASSAU COUNTY TO COMPILE CERTAIN LAOR RELATED DOCUMENTS**

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 discussion in the Materials and pursuant to Section 3669 of the Authority Act, the County Attorney, is ordered to prepare comprehensive labor agreements, as outlined in the Materials, before any labor contracts or amendments are delivered to NIFA for review or approval; 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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Adam Barsky  
Chairperson

July 31, 2018

# NASSAU COUNTY INTERIM FINANCE AUTHORITY

## **FOR CONSIDERATION**

July 31, 2018

TO: NIFA Directors

FROM: Evan Cohen

SUBJECT: Revenue Anticipation Notes Borrowing, 2018 Series A

REQUEST FOR: Consideration of Revenue Anticipation Notes Borrowing by Nassau County

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### **Introduction:**

Nassau County has requested NIFA's approval of a proposed sale of Revenue Anticipation Notes ("RANs" or "Notes"). The RANs will be sold in September. The County originally indicated that the maximum amount of proceeds would be \$380 million plus the costs of issuance and would mature in March and September of 2019. Based on updated projections, the County has revised its request. The County is now requesting approval of a RAN issuance with maximum proceeds of \$300 million plus the costs of issuance. The RAN will mature in March or April 2019.

The reason for the County's request is found in section 3669 2(e) of the NIFA Act, which states that during a Control Period:

"The authority shall review the terms of each proposed long-term and short-term borrowing by the county and any covered organization to be effected during any control period, and no such borrowing shall be made during any control period unless it is approved by the authority."

Issuance of the County's RANs was delegated to the County Executive by Ordinance 243-1975; consequently, it does not require new authorization by the County Legislature.

### **Discussion:**

RANs are a common device used by public entities to help with their cash flows until taxes are received. The Notes are issued to provide monies to meet cash flow deficits expected to occur during the period the Notes are outstanding.

After discussions between NIFA and County staff, we are convinced that this issuance is needed in order to meet the County's financial obligations.

**Requested Action:**

Although cash flow borrowings of any kind are not the sign of a robust financial position, they are commonly used by public entities. In this case, the County's rationale appears to be sound. You are requested to approve the County's proposed cash flow borrowing through RANs, subject to the final review and approval of the terms thereof by the Chairman or his designee(s).

**Attachment:**

Resolution

**NASSAU COUNTY INTERIM FINANCE AUTHORITY**  
**RESOLUTION NO. 18-716**

**CONSIDERATION OF ISSUANCE OF REVENUE ANTICIPATION NOTES BY NASSAU COUNTY**

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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 discussion 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 RANs and hereby approves said borrowing on the condition that total proceeds, consisting of par and original issue premium, cannot exceed \$300 million plus costs of issuance, and be it further

RESOLVED, that the final terms of the sale are subject to the review and approval of the Chairman of the Authority or his designee(s); 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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Adam Barsky  
Chairperson

July 31, 2018

# NASSAU COUNTY INTERIM FINANCE AUTHORITY

## **FOR CONSIDERATION**

July 31, 2018

TO: NIFA Directors

FROM: Evan Cohen

SUBJECT: County General Obligation Bonds

REQUEST FOR: Consideration of Issuance of General Obligation Bonds by Nassau County

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### **Introduction**

The County has communicated with NIFA its desire to raise \$23 million (including costs of issuance) to fund a portion of the costs of the Restivo judgment,<sup>1</sup> which was paid in early February 2018. The County previously enacted a bond ordinance as a protective measure in case they decided to use the authorization to repay funds advanced for payment of the judgment.

The repayment will be funded through its sale of general obligation bonds (“Bonds”). Current plans are for the Bonds to be issued in September, 2018, concurrently with the County’s issuance of RANs.

The project amount requested has a bond ordinance that has been approved by the Legislature. The amount of Bonds issued shall be reduced if premium bonds are issued, such that total proceeds are sufficient to cover the project plus any necessary costs of issuance.

### **Background:**

The reason for the County’s request is found in section 3669 2(e) of the NIFA Act, which states that during a control period:

“The authority shall review the terms of each proposed long-term and short-term borrowing by the county and any covered organization to be effected during any control period, and no such borrowing shall be made during any control period unless it is approved by the authority.”

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<sup>1</sup> The judgment was in favor of two defendants, John Restivo and Dennis Halstead.

**Discussion:**

As noted in the County's Updated Multi-Year Financial Plan for fiscal years 2018-2021, the County's plan to implement a structural solution for the payment of certiorari judgments and settlements relies partly on long-term financing of the backlog. The accounting estimate of this amount for year-end 2017 is \$569.3 million, including amounts estimated for litigation related to LIPA-managed power plants.

The Administration desires to use borrowed funds to pay the backlog and currently available funds to pay all tax claims after FY 2018. The County would like to define the bondable backlog as the amount owing for tax claims filed with the County prior to January 1, 2019.

The County's considers the \$23 million authorized by the County Legislature for payment of the Restivo judgment to be part of their strategy for elimination of the backlog. The bonding will reimburse the County for monies that it advanced for Restivo, which funds will be applied only to certiorari payments above the \$30 million already appropriated for this purpose.

**Requested Action:**

You are requested to approve/disapprove the County's proposed issuance of Bonds, subject to the terms and conditions outlined in these materials and the attached resolution(s).

**Attachments:**

Resolution(s)



**NASSAU COUNTY INTERIM FINANCE AUTHORITY**

**RESOLUTION NO. 18-717**

**CONSIDERATION OF ISSUANCE OF GENERAL OBLIGATION BONDS BY NASSAU COUNTY**

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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(s) of Bonds and approves the issuance of up to:

- (i) \$23,000,000.00 of Bonds (including costs of issuance) for the purpose described in the Materials (funding a portion of the costs of the Restivo judgment); 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.

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Adam Barsky  
Chairperson

July 31, 2018