

AGENDA

**NASSAU COUNTY INTERIM FINANCE AUTHORITY
MONDAY, JANUARY 27, 2014, 5:00 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 December 30, 2013 Meeting
- II. Consideration of County Contract for Nassau County Bar Association
- III. Consideration of County Contract for Veolia Transportation Services, Inc.
- IV. Consideration of Contracts from the County Attorney's Office

Adjournment

DRAFT – SUBJECT TO REVIEW AND REVISION

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

Pursuant to notice dated December 26, 2013, a meeting of the Nassau County Interim Finance Authority (“NIFA”) was convened at 5:30 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:

Jon Kaiman, Chairman
John Buran
George Marlin
Lester Petracca
Dermond Thomas
Christopher Wright

Also present from the Authority were Evan Cohen, Executive Director; Jeremy Wise, General Counsel; Maria Kwiatkowski, Deputy Director; Laurie Boucher, Corporate Secretary and Carl Dreyer, Treasurer.

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

The Chairman stated that the first item on the agenda was a resolution to approve the minutes of the November 25, 2013 Directors’ meeting.

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

DRAFT – SUBJECT TO REVIEW AND REVISION

unanimously:

Resolution No. 13-467

APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE NOVEMBER 25, 2013 MEETING OF THE DIRECTORS OF THE NASSAU COUNTY INTERIM FINANCE AUTHORITY

RESOLVED, that the Minutes of the meeting of the Authority held on November 25, 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 to authorize the Nassau Health Care Corporation (“NHCC”) to issue cash flow notes. He stated that this is a borrowing that the NHCC does each year. He stated that the security for these notes is from reimbursables that NHCC will receive from Medicaid through Intergovernmental Transfer and Indigent Care Adjustments. The money will go directly towards repaying the notes.

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

Resolution No. 13-468

APPROVAL OF ISSUANCE OF REVENUE ANTICIPATION NOTES BY THE NASSAU HEALTH CARE CORPORATON

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(e) of the Authority Act, the Authority has reviewed the terms of the Nassau Health Care Corporation’s proposed issuance of Revenue Anticipation Notes and hereby approves said borrowing on the

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condition that total proceeds, consisting of par and original issue premium, cannot exceed \$42 million, 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.

* * *

General Counsel Wise stated that the next item on the agenda was a resolution to consider the approval of a contract between Nassau County and Motorola Solutions Incorporated. He stated that the contract will cost approximately \$11 million. He stated that the County informed NIFA that if the contract was executed before December 31, 2013 the County would save \$3.5 million, which was the primary reason for the urgency of this meeting.

Chairman Kaiman stated that NIFA will not guarantee that it will approve all of the borrowing for this contract. He also requested that the County produce the documentation to NIFA showing the savings to the County if the contract is signed by December 31, 2013. Director Wright stated that the County needs to prioritize this contract to the top of this list for the next capital borrowing request it sends to NIFA for approval.

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

DRAFT – SUBJECT TO REVIEW AND REVISION

Resolution No. 13-469

APPROVAL OF COUNTY CONTRACT FOR MOTOROLA SOLUTIONS, INC.

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 Motorola Solutions, Inc., which is projected to cost \$11,109,455.12; 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 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.

Director Wright requested that the County submit a list to General Counsel Wise of all their outstanding legal services contracts so that NIFA can be reassured that it is seeing all of the contracts.

Mr. Wise stated that the Directors will first vote on the following four contracts between the County and Sunshine & Feinstel; Bee Ready, Fishbein, Hatter & Donovan; Meyer, Suozzi,

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English & Klein; and North Shore Court Reporters.

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

Resolution No. 13-470

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 CLAT13000028, CLAT13000027, CLAT13000029 and CLPD13000021 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 approval of contracts between the County Attorney’s office and Berkman, Henoch, Peterson, Paddy & Fenchel, PC.

DRAFT – SUBJECT TO REVIEW AND REVISION

Upon motion duly made and seconded, the following resolution was approved with Director Petracca recusing himself:

Resolution No. 13-471

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 CLAT13000025 and CLAT13000024, 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 5:55 PM.

Respectfully submitted,

Laurie A. Boucher
Corporate Secretary

NASSAU COUNTY INTERIM FINANCE AUTHORITY

FOR CONSIDERATION

January 27, 2014

TO: NIFA Directors

FROM: Evan Cohen

SUBJECT: Nassau County Bar Association Contract

REQUEST FOR: Consideration of County Contract for Nassau County Bar Association

Introduction:

On March 24, 2011 NIFA adopted the Contract Approval Guidelines, as subsequently amended (“Guidelines”), which include the Contract Approval Request Form. The Guidelines delineate the dollar thresholds and approval process of all County contracts that must be submitted to NIFA for approval.

On January 21, 2014, the County submitted a contract for the Nassau County Bar Association to NIFA for approval. The vendor is a sole source provider. The contract is a 12 month contract valued at \$7,729,564.

Discussion:

Pursuant to County Law, the County is mandated to provide legal representation to criminal defendants and civil litigants in certain Family Court and Surrogate Court proceedings. Legal representation is provided through the Legal Aid Society and through a panel of private attorneys screened by the Nassau County Bar Association.

Requested Action:

You are requested to approve the County’s contract with Nassau County Bar Association.

Attachment:

Resolution

NASSAU COUNTY INTERIM FINANCE AUTHORITY

RESOLUTION NO. 14-473

APPROVAL OF COUNTY CONTRACT FOR NASSAU COUNTY BAR ASSOCIATION

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 the Nassau County Bar Association, which is projected to cost \$7,729,564; 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.

Jon Kaiman
Chairperson

January 27, 2014

NASSAU COUNTY INTERIM FINANCE AUTHORITY

FOR CONSIDERATION

January 27, 2014

TO: NIFA Directors

FROM: Evan Cohen

SUBJECT: Veolia Transportation Services, Inc.

REQUEST FOR: Approval of Amendment to the County Contract with Veolia Transportation Services, Inc.

Introduction:

On December 22, 2011 you approved a County contract (the "Contract") with Veolia Transportation Services, Inc. ("Veolia"). On November 29, 2012 the Directors approved an amendment to the Contract of \$7,319,217, which brought the base amount of the Agreement to \$113,676,973. The current amendment is to increase only the second year of the contract (April 1, 2013 to March 31, 2014) by \$5,185,210.61 for a not-to-exceed ("NTE") amount of \$118,862,183.61.

Background:

Original Contract Terms:

The key elements of the Contract were as follows:

1. The vendor was selected through a County RFP process.
2. The Contract was for five years at a cost of \$106,357,856 for the first year scheduled to increase to \$113,620,694 in year five (collectively "Costs").
3. The Contract costs were to be offset by:
 - a) County funds totaling \$2,539,600 in the first year and increasing to \$2,743,232 in year five.
 - b) State and Federal funds. These funds are provided by the County in the form of State Transportation Operating Assistance funding and Federal Transit Administration preventive maintenance grant funding.
 - c) Fare box revenues (including actual fare box monies and other revenues from the operation of the transit system).
 - d) Advertising revenues.

Amendment Terms:

The Contract was analyzed by the Transit Advisory Committee (not yet in place at the time of the originally executed Contract) and, subject to Legislative and NIFA approval which led to the

base amendment to the Contract of \$7,319,217. This was deemed necessary to provide an increased level of service for both general ridership and paratransit service.

The current amendment is for only the second year of the Contract and is for \$5,185,210.61, comprised of the following:

\$4,030,952.00	Veolia Operating Cost for Year 2013 (operating cost for 2013 as approved by the Bus Transit Committee), 100% reimbursed by NYS.
\$1,060,000.00	Veolia Contractual Start-Up Cost, funded by Nassau County operating budget.
<u>94,258.61</u>	Super Storm Sandy Service Operating Cost, FEMA is reimbursing 90% of the eligible costs while NYS has not yet committed. This will mean that the County, as with all other SANDY related expenses, is currently planning on paying the remaining 10%. Should NYS change their position, the 10% may be reimbursed by them.
\$5,185,210.61	Total Amendment for Year 2 requiring NIFA Board of Directors approval

Discussion:

The additional money is being provided by the State Transportation Operating Assistance funding and the County portion remains unchanged.

Requested Action:

You are requested to approve the County's Contract amendment with Veolia in the amount of \$5,185,210.61.

Attachment:

Resolution

NASSAU COUNTY INTERIM FINANCE AUTHORITY

RESOLUTION NO. 14- 474

APPROVAL OF AMENDMENT TO THE COUNTY CONTRACT WITH VEOLIA
TRANSPORTATION SERVICES, INC.

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 an amendment to Nassau County’s Contract with Veolia Transportation Services, Inc., in the amount of \$5,185,210.61; 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.

Jon Kaiman
Chairperson

January 27, 2014

NASSAU COUNTY INTERIM FINANCE AUTHORITY

FOR CONSIDERATION

January 27, 2014

TO: NIFA Directors

FROM: Evan Cohen

SUBJECT: Contracts from County Attorney's Office

REQUEST FOR: Consideration of Contracts from the County Attorney's Office

Introduction:

Pursuant to Section 3669 2(d) of the Authority Act, NIFA may require the review of certain contracts during a control period. The Directors have determined that all contracts arising from the Nassau County Legal Department shall, for the foreseeable future, be voted upon by the Directors at a public meeting.

Discussion:

The County Legislature has approved the following contracts for legal services and the monies to pay the contracts have been encumbered. The descriptions of services are brief so as to avoid public dissemination of legal strategies; however, more detailed confidential descriptions are available and can be discussed in Executive Session.

Brief Summary:

Vendor	Contract #	Amount	Purpose
Rosenberg Calica & Birney, LLP	CLAT13000015	\$125,000	Outside counsel contract to represent the County and consulting and advising the County Attorney's department and providing legal theory and strategy in the appeal of the matter Baldwin UFSD, et al. v. County of Nassau.
Pannone Lopes Devereaux & West, LLC	CLAT13000034	\$375,000	Outside counsel contract. The original agreement is to represent the County with regard to setting the sewer rates. This amendment extends the term of the original agreement, increases the maximum amount and provides for additional services to represent the County in connection with the County's wastewater system. This amendment increases funding for the original contract from \$25,000 to \$400,000.

Barlett McDonough & Monaghan, LLP	CLAT13000030	\$20,000	Amendment to existing outside counsel contract to represent the County in the matter known as Darius Burris v. Nassau County, Nassau County Police Department, Nassau County Police Commissioner Lawrence Mulvey, et al, under CV-11-00119. This amendment increases funding for the original contract from \$75,000 to \$95,000.
Leahey & Johnson, P.C.	CQAT13000011	\$300,000	This is a new outside counsel contract to represent the County in litigation known as Doerbecker, et al. v. County of Nassau, et al., under case number 12-CV-02204.
Edward A. Ambrosino, ESQ	CLAT13000035	\$125,000	To provide advice and counsel regarding the research, drafting and presentation of various pieces of legislation and additional related matters relating to other governmental functions and/or legal issues. This is an amendment to increase funds from \$100,000 to \$225,000.
Leventhal, Cursio, Mullaney & Sliney, LLP	CQAT13000016	\$15,000	This is a new outside counsel contract where Counsel shall represent the Nassau County Board of Elections Commissioner Louis Savinetti in the matter Gonsalves, et al. v. NYS Board of Elections, et al.

Requested Action:

You are requested to review and approve or disapprove entering into these contracts referenced in the prior discussion.

Attachment:

Resolution

NASSAU COUNTY INTERIM FINANCE AUTHORITY

RESOLUTION NO. 14-475

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 XXX in the Materials and disapproves contract(s) numbered XXX for the foregoing reasons and because the Directors find that the expenditures required by these contract(s) are not consistent with the adopted financial plan; 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.

Jon Kaiman
Chairperson

January 27, 2014