

AGENDA SESSION
May 14, 2014 - 5:00 p.m.

Vice Chairman Veitch called the meeting to order.

Roll Call was taken. PRESENT - Preston Allen, John Collyer, Anita Daly, Alan Grattidge, Preston Jenkins, Art Johnson, Ed Kinowski, Jack Lawler, Paul Lent, Richard Lucia, Paul Lunde, Peter Martin, Willard Peck, Paul Sausville, Kevin Tollisen, Matthew Veitch, and Thomas Wood - 17 ABSENT - Thomas Richardson, Patrick Ziegler, Mo Wright, Jean Raymond, Daniel Lewza, and Philip Barrett - 6.

On a motion made by Mr. Lucia, seconded by Mr. Lunde the minutes of the April 9, 2014 meeting were approved unanimously.

Mr. Hellwig presented the following:

LEGISLATIVE AND RESEARCH

Introduction of a local law and scheduling a public hearing to adopt a "best value" methodology for Purchase contracts as well as Public Works contracts.

Urging Congress and the Department of Federal Energy, as well as other federal agencies restore funding to the Knolls Atomic Power Laboratory for the training program for Naval Personnel.

PERSONNEL AND INSURANCE

Approving and ratifying the Impact Bargaining Agreement that was negotiated at the end of April with the Personnel Subcommittee as well as Union officials.

Authorization to amend the agreement with United Healthcare to extend some affordable prescription copays to cover cases where prescription costs are driving higher costs from retirees that are required to take those medications.

Amendment to the compensation schedule, authorizing the payment of a \$5,000 stipend to the Economic Development Project Manager.

ECONOMIC DEVELOPMENT

Authorization for the formation of the Saratoga County Prosperity Partnership, Inc., which is a Local Development Corporation and, in addition approving the Certificate of Incorporation for the corporation to be formed, as well as the appointment of the initial directors.

PUBLIC HEALTH

Amendment to the Policy and Procedures Manual, which is an annual housekeeping item to update the manual and improve services through the agency, as well as compliance with various regulatory requirements.

PUBLIC SAFETY

Authorization to accept the annual Aid to Defense Grant.

Adoption of the updated Saratoga County Arson Control Plan.

Authorization to enter into a subscription agreement with Emergency Services Marketing, Corp. for access to the emergency services reply system.

Authorization for the transfer of \$18,200 out of the Animal Shelter Trust Fund for the purchase of various equipment and testing items.

EQUALIZATION AND ASSESSMENT

There will be a deletion from the tax rolls and a tax credit given for parcels in the Town of Halfmoon in the amount of \$4,775.91, which was tied to a court ruling back in December of 2012.

CHAIRMAN'S ITEM

The appointment of Francis S. McClement as Director of the County Veterans Service Agency.

LAW AND FINANCE

Contract authorization for the MRB Group, which is tied to various capital upgrades that will be undertaken this year. This is the engineering phase of those upgrades which were included as a part of the 2014 Capital Budget.

Ratification and emergency condition and authorizing the Sewer District to move forward with procuring engineering services related to the possible replacement of two of the main sewage pumps at the treatment facility.

Authorization for the Chairman to enter into an agreement with Lemery Greisler for bond counsel services, relative to the issuance of bonds for the capital improvements around Saratoga Lake.

Authorization to enter into agreement with Fiscal Advisors and Marketing to prepare the official statements relative to the bond issuance as well as some other services.

Amendment and the restating of the Saratoga County Investment Policy to include an additional option for cash deposits authorized under that policy.

On a motion made by Mr. Lucia, seconded by Mr. Kinowski the agenda was unanimously set for May 20, 2014 meeting.

On a motion made by Mr. Jenkins, seconded by Mr. Sausville the meeting was adjourned unanimously.

Respectfully submitted,
Chris Sansom, Deputy Clerk

REGULAR MEETING
TUESDAY, May 20, 2014
AT 4:00 P.M., E.S.T.

Chairman Sausville called the meeting to order.

Roll call was taken. PRESENT – Patrick Ziegler, Alan Grattidge, Philip C. Barrett, Anita Daly, Richard Lucia, Preston Allen, Jean Raymond, Paul Lent, Paul Lunde, Arthur M. Wright, Kevin Tollisen, Paul Sausville, Thomas Richardson, Willard H. Peck, Thomas N. Wood, III, Peter Martin, Edward D. Kinowski, John Lawler, Arthur J. Johnson – 19. ABSENT – Daniel Lewza, Preston L. Jenkins, Jr., John Collyer, Matthew E. Veitch - 4.

The invocation was given by Thomas N. Wood, III, Chaplain.

PRESENTATIONS:

Chairman's Initiative - Character First Program. Chairman Sausville invited Mr. Martin to the podium to introduce Evan Schettini a student at the Saratoga Springs High School. He read his essay which was about the character trait courage. Mr. Sausville thanked Mr. Schettini for his participation and gave him a certificate of appreciation.

Jennifer Stevens from Cornell Cooperative Extension invited the Board to the June 15th Sundae on the Farm to be held in the Town of Northumberland at Welcome Stock Farm hosted by the Peck Family. She handed out packets to all the Supervisors with information on this event.

Terrance O'Neill, Program Manager at ProAct updated the Board on the Saratoga County discount card program. He spoke of the benefits of this card, when Saratoga County joined the program and handed out a comparison chart.

On a motion by Mr. Lucia, seconded by Mr. Wright the minutes of the April 15th, 2014 minutes were unanimously approved.

The Clerk presented the following:

Letter from Thomas Kramlik of Bradenton, FL petitioning the Board to include 62.7 acres of land in the Town of Ballston to Ag. District #2.

Copy to the Planning Department.

Letter from Michael Kelley of Ballston Lake, NY petitioning the Board to include 149.9 acres of land in the Town of Ballston to Ag. District #2.

Copy to the Planning Department.

Letter from Rose Farr, Registrar of Vital Statistics, Town of Corinth, requesting a resolution to combine the Village of Corinth and the Town of Corinth/s Vital Statistics Registration Districts.

Copy to Supervisor Kinowski, County Administrator, County Attorney

Letter from the Town of Milton thanking the Board for their donation to the 28th Annual Fishing Tournament.

Received and filed.

Correspondence from Carol Hotaling informing the Board of an upcoming fund raising event.

Copy to all Supervisors.

Report No. 5 – Mortgage Tax Report

To the Honorable Board of Supervisors of Saratoga County:

The following is a report of the Mortgage Tax collected and to be distributed to Cities, Towns and Villages; and the County Treasurer is hereby authorized and directed to pay such amounts.

Amount in the hands of the County Treasurer for distribution in County after adjustments, deduction of expenses and payments of State's share is \$3,409,824.34 distributed to Cities, Towns and Villages as follows:

BALLSTON	\$ 148,346.12
BALLSTON SPA (BALL)	\$ 4,937.95
MILTON	\$ 165,323.03
BALLSTON SPA (MILTON)	\$ 19,586.07
CHARLTON	\$ 70,037.55
CLIFTON PARK	\$ 573,678.06
CORINTH	\$ 32,788.76
CORINTH (VILLAGE)	\$ 10,225.25
DAY	\$ 14,973.31
EDINBURG	\$ 20,159.21
GALWAY	\$ 46,388.70
GALWAY (VILLAGE)	\$ 746.14
GREENFIELD	\$ 98,737.71
HADLEY	\$ 21,063.93
HALFMOON	\$ 371,404.44
MALTA	\$ 434,298.14
ROUND LAKE (VILLAGE)	\$ 8,166.45
MECHANICVILLE	\$ 27,665.42
MOREAU	\$ 121,335.27
SO. GLENS FALLS (VILLAGE)	\$ 13,477.84
NORTHUMBERLAND	\$ 36,089.80
PROVIDENCE	\$ 12,499.17
SARATOGA	\$ 49,457.21
SCHUYLERVILLE (VILLAGE)	\$ 3,795.83
VICTORY (VILLAGE)	\$ 1,330.76
SARATOGA SPRINGS	\$ 571,432.13
STILLWATER	\$ 114,179.02
STILLWATER (VILLAGE)	\$ 7,419.09
WATERFORD	\$ 71,296.41
WATERFORD (VILLAGE)	\$ 3,610.70
WILTON	\$ 335,424.87
TOTAL	\$3,409,824.34

On a motion by Mr. Peck, seconded by Mr. Wood, Report No. 5 was approved by a unanimous vote.

On a motion by Mr. Peck, Seconded by Mr. Wood Resolutions 101 through 118, with the exception of Resolution 113, were adopted by a unanimous vote. Mr. Lawler abstained from Resolution No. 113. Mr. Lawler stated that he supports the appointment of Mr. McClement to the Veterans Director position, he pointed out that Mr. McClement is a member of the Waterford Town Board and a very distant relation and for those reasons he abstained.

RESOLUTION 101 - 2014

Introduced by Supervisors Johnson, Barrett, Lucia, Lunde, Raymond, Tollisen and Ziegler

INTRODUCING A PROPOSED LOCAL LAW IDENTIFIED AS INTRODUCTORY NO. 1, PRINT NO. 1 OF 2014, AUTHORIZING CONTRACT AWARDS BASED UPON BEST VALUE METHODOLOGY, AND SETTING A PUBLIC HEARING THEREON

WHEREAS, General Municipal Law §103 has been amended to provide local governments greater flexibility in awarding contracts by authorizing the award of purchase contracts, including contracts for service work, upon the basis of best value; and

WHEREAS, the amendments to General Municipal Law §103 require counties with a population of less than one million to pass a local law authorizing the use of the best value award process; and

WHEREAS, with the increased complexity of the goods and services that the County must obtain in order to service taxpayers, it is critical to consider selection and evaluation criteria that measure factors other than cost in the strictest sense; and

WHEREAS, best value procurement links the procurement process directly to the County's performance requirements, including, but not limited to, selection factors such as useful lifespan, quality and options and incentives for more timely performance and/or additional services; and

WHEREAS, even if the initial expenditure is higher using best value procurement, considering the total value over the life of the procurement may result in a better value and long-term investment of public funds; and

WHEREAS, best value procurement also encourages competition and, in turn, often results in better pricing, quality and customer service; and

WHEREAS, our Legislative and Research Committee has indicated its support for the introduction of a local law authorizing contract award based on best value methodology, and the setting of a public hearing on the matter of the adoption of such local law; now, therefore, be it

RESOLVED, that a proposed Local Law, identified as Introductory No. 1, Print No. 1 of 2014, entitled "A LOCAL LAW TO AUTHORIZE CONTRACT AWARDS BASED UPON BEST VALUE METHODOLOGY", attached hereto and made a part hereof, is hereby introduced before the Saratoga County Board of Supervisors, and the Board of Supervisors shall hold a Public Hearing thereon on June 11, 2014 at 4:55 p.m. at the Meeting Room of the Saratoga County Board of Supervisors at 40 McMaster Street, Ballston Spa, New York, 12020, on the matter of the adoption of such Local law, and the Clerk of the Board of Supervisors be and is hereby directed to give notice of such Public Hearing in the manner prescribed by law.

BUDGET IMPACT STATEMENT: No budget impact.

INTRODUCTORY NO. 1

PRINT NO. 1

INTRODUCED BY: Supervisors Johnson, Barrett, Lucia, Lunde, Raymond, Tollisen and Ziegler

COUNTY OF SARATOGA

LOCAL LAW NO. OF 2014

A LOCAL LAW TO AUTHORIZE CONTRACT AWARDS BASED UPON BEST VALUE METHODOLOGY

BE IT ENACTED, by the Saratoga County Board of Supervisors as follows:

SECTION 1. Title. This Local Law shall be known as "A Local Law to Authorize Contract Awards Based Upon Best Value Methodology".

SECTION 2. Legislative Findings and Declaration of Intent.

General Municipal Law §103 (“GML §103”) sets forth the general rules applicable to the awarding of contracts for public work and contracts for purchase by a municipality.

Prior to January 27, 2012, GML §103 required that contracts for public work involving an expenditure of more than \$35,000 and all purchase contracts involving an expenditure of more than \$20,000, shall be awarded by the appropriate officer, board or agency of a municipality to the lowest responsible bidder furnishing the required security after advertisement for sealed bids.

The State Legislature and Governor amended GML §103 (A8692/S6117) on January 27, 2012 to provide local governments greater flexibility in awarding contracts by authorizing the award of purchase contracts, including contracts for service work, but excluding any purchase contracts necessary for the completion of a public works contract pursuant to Article 8 of the Labor Law, on the basis of best value. The state legislation requires counties with a population of less than one million to pass a local law authorizing the use of the best value award process.

Enactment of such a local law provides additional procurement options to localities in ways that may expedite the procurement process and result in cost savings. The “best value” standard for selecting goods and services vendors is critical to efforts to use strategic sourcing principles to modernize the supply chain and ensure that taxpayers obtain the highest quality goods and services at the lowest potential cost, while also ensuring fairness to all competitors.

The federal government, approximately half of the states and many localities have added best value selection processes to their procurement options, in recognition of these advantages. With the increased complexity of the goods and services that municipalities must obtain in order to serve taxpayers, it is critical to consider selection and evaluation criteria that measure factors other than cost in the strictest sense.

Taxpayers are not well served when a public procurement results in low unit costs at the outset, but ultimately engenders cost escalations due to factors such as inferior quality, poor reliability and difficulty of maintenance. Best value procurement links the procurement process directly to the municipality’s performance requirements, incorporating selection factors such as useful lifespan, quality and options and incentives for more timely performance and/or additional services.

Even if the initial expenditure is higher, considering the total value over the life of the procurement may result in better value and long-term investment of public funds. Best value procurement also encourages competition and, in turn, often results in better pricing, quality and customer service. Fostering healthy competition ensures that bidders will continue to strive for excellence in identifying and meeting municipalities’ needs, including such important goals as the participation of small, minority and women-owned businesses, and the development of environmentally-preferable goods and service delivery methods. Best value procurement will provide much-needed flexibility in obtaining important goods and services at favorable prices, and will reduce the time to procure such good and services.

SECTION 3. Definitions.

A. “Best value” shall mean the basis upon which a contract may be awarded after a competitive bid or competitive offer for the purchase of goods or services to the bidder or offeror which optimizes quality, cost and efficiency, among responsive and responsible bidders or offerors. Such basis shall reflect, wherever possible, objective and quantifiable analysis. Such basis may also identify a quantitative factor for bidders or offerors that are small businesses or certified minority- or women-owned business enterprises as defined in subdivisions one, seven, fifteen and twenty of section three hundred ten of the executive law to be used in evaluation of offers for awarding of contracts for services. Factors that may be used to determine the “best value” and to award a contract to other than the lowest bidder, are:

1. cost of maintenance for good(s) or service(s);
2. features of the offered product or service set forth in detailed specifications for the product offered;
3. warranties and/or maintenance to be provided with the product or service ;
4. product life of good(s) or service(s);
5. references, past performance and reliability, including reliability or durability of the product being offered and current or past experience with the provision of similar goods or services;
6. organization, staffing (both members of staff and particular abilities and experience), and ability to undertake the type and complexity of the work;
7. financial capability; or
8. record of compliance with all federal, State and local laws, rules, licensing requirements, where applicable, and executive orders, including but not limited to compliance with existing labor standards and prevailing wage laws.

- B. "Purchasing Agent" shall mean the Director of Purchasing, or other appropriate officer, board, legislative committee or agency of Saratoga County, consistent with the purchasing policy established (and as may be amended from time to time) by the Saratoga County Board of Supervisors, to have the authority to award purchase contracts upon the basis of "best value" as defined herein.

SECTION 4. The Best Value Award Methodology. When developing solicitation documents for competitive bids or competitive offers for the award of purchase contracts including contracts for service work, but excluding any purchase contracts necessary for the completion of a public works contract pursuant to Article 8 of the Labor Law, the Purchasing Agent may, and subject to the requirements herein and the applicable requirements set forth in the County's Purchasing Policy, determine that an award of a purchase contract shall be based upon best value methodology. In making such determination, the Purchasing Agent shall consider the recommendation, if any, of the Department Head or designee of the Department the purchase contract is being procured for. The Department Head or designee shall, in all instances, obtain the approval of the Purchasing Agent to utilize best value methodology prior to issuance of the competitive bid or competitive offer documents.

SECTION 5. Requirements. Where the basis for an award of a purchase contract will be the best value offer, the Purchasing Agent shall, in all instances:

- A. Document in the procurement record as a component of the competitive award process and in advance of the initial receipt of offers, the determination of the evaluation criteria, which whenever possible, shall be quantifiable, and the process to be used in the determination of best value and the manner in which the evaluation process and selection shall be conducted, and
- B. Shall select a formal competitive procurement process in accordance with guidelines established under the County's Purchasing Policy and document the determination in the procurement record. The process of selection shall include, but may not necessarily be limited to, a clear statement of need; a description of the required specifications governing performance and related factors; a reasonable process for ensuring a competitive field; a fair and equal opportunity for offerers to submit responsive offers; and a balanced and fair method of award. Where the basis for the award is best value, documentation in the procurement record shall, where practicable, include a quantification of the application of the criteria to the rating of proposals and the evaluation results, or, where not practicable, such other justification which demonstrates that best value will be achieved.
- C. The solicitation shall prescribe the minimum specifications or requirements that must be met in order to be considered responsive and shall describe and disclose the general manner in which the evaluation and selection shall be conducted. Where appropriate, the solicitation shall identify the relative importance and/or weight of cost and the overall technical criterion to be considered by the County in its determination of best value.
- D. The Purchasing Agent shall develop procedures with the approval of the Saratoga County Board of Supervisors that will govern the award of contracts upon the basis of best value. The procedures, once approved by the Board of Supervisors, will be incorporated in the County Purchasing Policy and reviewed by the Board of Supervisors as necessary.

SECTION 6. Severability. If any clause, sentence, paragraph, subdivision, section, or part of this law or the application thereof to any person, individual, corporation, firm, partnership, entity or circumstances shall be adjudged by an Court of competent jurisdiction to be invalid or unconstitutional, such order or judgment shall not affect, impair or invalidate the remainder thereof, but shall be confined in its operation to the clause, sentence, paragraph, subdivision, section or part of this law, or in its application to the person, individual, corporation, firm, partnership, entity, or circumstance directly involved in the controversy in which such order or judgment shall be rendered.

SECTION 7. Effective Date. This Local Law shall take effect immediately upon filing with the New York State Secretary of State.

RESOLUTION 102 - 2014

Introduced by Supervisors Johnson, Barrett, Lucia, Lunde, Raymond, Tollisen and Ziegler

URGING THE UNITED STATES CONGRESS, THE FEDERAL DEPARTMENT OF ENERGY, AND THE FEDERAL DEPARTMENT OF DEFENSE TO FULLY FUND THE NAVAL NUCLEAR PROPULSION PROGRAM, AND SPECIFICALLY THAT PORTION OF THE PROGRAM IN OPERATION AT THE KNOLLS ATOMIC POWER LABORATORY IN THE TOWN OF MILTON

WHEREAS, the omnibus appropriations bill passed by Congress for the 2014 fiscal year to keep the federal government running through October 1, 2014 contained across the board cuts to various federal agencies and programs, including a \$151 million reduction to the Department of Energy's National Nuclear Security Administration, which operates the Naval Nuclear Propulsion Program (NNPP); and

WHEREAS, the NNPP is operated by the Knolls Atomic Power Laboratory (KAPL) at the Kenneth B. Kesselring site in the Town of Milton; and

WHEREAS, the Kesselring site is home to two of the U.S. Navy's prototype nuclear training reactors, respectively designated MARF and S8G, which provide hands-on technical training to all enlisted and propulsion plant operators who operate the 97 nuclear reactors that provide propulsion to the aircraft carriers and submarines operated in the U.S. Navy fleet around the world; and

WHEREAS, the budget cuts contained in the 2014 fiscal year omnibus appropriations bill reduced the NNPP's operating budget by \$24 million; and

WHEREAS, due to the \$24 million reduction in the NNPP's 2014 operating budget, the KAPL was faced with temporarily shutting down the MARF prototype reactor, eliminating over 450 training positions for the U.S. Navy, which would leave the U.S. Naval Fleet short of enough trained sailors to operate the Fleet, and thereby decreasing our Country's military readiness; and

WHEREAS, there are approximately 1600 Navy and civilian personnel assigned to the MARF reactor, which includes 500-600 Navy staff, 100 KAPL employees, and 900 students; and

WHEREAS, the annual economic impact across the Capital Region of the Naval personnel stationed at the Kesselring site is estimated to be approximately \$500 million; and

WHEREAS, in Saratoga County, the limited on-base housing options for Navy personnel stationed at the Kesselring site dictate that many Navy personnel rent local homes and apartments; and

WHEREAS, Naval personnel stationed at the Kesselring site are active consumers in local markets, buying food, gas, furniture, automobiles, electronics, entertainment and other goods and services; and

WHEREAS, through the efforts our Senators Charles Schumer and Kirsten Gillibrand, and our Congressional Representatives Chris Gibson, Paul Tonko and William Owens, last week the U.S. Navy agreed to provide \$16 million and the Department of Energy agreed to provide \$8 million in order to restore the \$24 million cut from the NNPP's 2014 operating budget, thereby preventing the shutting down of the MARF reactor by October 1, 2014, and saving approximately 700 Navy personnel from having to relocate out of this area; and

WHEREAS, it is imperative to Saratoga County's economy and to our national security, that federal funding for the Naval Nuclear Propulsion Program be fully restored for the 2015 fiscal year and future fiscal years so that the MARF reactor at the Kesselring site is not placed at risk of being shut down and hundreds of Naval personnel threatened with relocation out of the area; now, therefore, be it

RESOLVED, that the Saratoga County Board of Supervisors hereby strongly urges that United States Congress, the U.S. Department of Energy and the U.S. Department of Defense to fully fund the Naval Nuclear Propulsion Program for fiscal year 2015 and future fiscal years, so that the U.S. Navy's two prototype nuclear training reactors at the Kenneth B. Kesselring site in the Town of Milton will remain in full operation, resulting in the continued employment in the County of the approximately 1600 Navy and civilian personnel assigned to the MARF reactor; and, be it further

RESOLVED, that the Clerk of the Board shall forward a certified copy of this Resolution to United States Senators Charles E. Schumer and Kirsten Gillibrand; Congressmen Paul D. Tonko, William L. Owens and Christopher P. Gibson; J. Russ Leszczynsky, Knolls Atomic Power Laboratory Public Affairs; U.S. Secretary of Energy, Dr. Ernest Moniz; and U.S. Secretary of the Navy, Ray Mabus.

BUDGET IMPACT STATEMENT: No budget impact.

RESOLUTION 103 - 2014

Introduced by Supervisors Daly, Barrett, Grattidge, Johnson, Lawler, Lucia and Wright

APPROVING AND RATIFYING AN IMPACT BARGAINING AGREEMENT WITH THE SARATOGA CHAPTER OF THE CIVIL SERVICE EMPLOYEES ASSOCIATION FOR MEMBERS EMPLOYED AT MAPLEWOOD MANOR

WHEREAS, the Saratoga County Chapter of the Civil Service Employees Association, Inc. (CSEA) demanded to negotiate the impact of the impending sale of the County's Maplewood Manor Nursing Home upon its members working there; and

WHEREAS, a County Committee appointed to engage in impact bargaining negotiations with the CSEA and the CSEA have reached an agreement relating to their impact negotiations; and

WHEREAS, attached hereto is a copy of the Memorandum of Agreement between the County of Saratoga and the Saratoga County General Unit of the Civil Service Employees Association which was prepared in accordance with the impact negotiations and executed on May 19, 2014; and

WHEREAS, the attached Memorandum of Agreement requires this Board's approval; now, therefore, be it

RESOLVED, that this Board of Supervisors does hereby approve and ratify the impact bargaining agreement with the Saratoga County Chapter of the Civil Service Employees Association, Inc. as set forth in the attached Memorandum of Agreement dated May 19, 2014.

BUDGET IMPACT STATEMENT: The financial impact of this agreement, which includes sick-time payout and health insurance for eligible employees is projected to be \$1.5 million.

MEMORANDUM OF AGREEMENT
BY AND BETWEEN
THE COUNTY OF SARATOGA
AND THE CIVIL SERVICE EMPLOYEES ASSOCIATION, INC.
LOCAL 1000, AFSCME-AFL-CIO

This Memorandum of Agreement will set forth the parties' agreement relating to their impact negotiations concerning the sale of the Maplewood Manor Nursing Home, a county owned property. As a consequence of the sale of the nursing home to a private company, the Association demanded to negotiate the impact of such action by the County. This Memorandum of Agreement shall set forth the agreement between the parties fully and completely resolving the impact negotiations. This Memorandum of Agreement will be subject to approval by the Board of Supervisors of the County.

1. Health Insurance – The County will continue to provide health insurance for the following classes of employees after the closing date transferring the ownership of Maplewood Manor to the private owner. These employees will be treated as if they met the conditions to retire under the collective bargaining agreement and will be provided health insurance:

- a) Employees who have provided ten or more years of full-time continuous County service and have reached the age of 55 as of the date of the closing of Maplewood Manor by the private employer.

For those employees who qualify as per (a) above, the County will provide them health insurance under the County's plan as if they retired from County service. That is, the County will assume the payment of said individuals' health insurance premiums in accordance with the coverage (individual, two person or family) and premium contributions which the individuals had on their last day of employment with the County as of the date of the takeover of Maplewood Manor by the private employer. For all employees currently contributing 2.5% of premium, the contribution will become 0% at the time of sale.

- b) Employees who have provided ten or more years of full-time continuous County service and have reached the age of 54 as of the date of the closing of Maplewood Manor and the takeover of Maplewood Manor by the private employer.
- c) Employees who have provided twenty or more years of full-time continuous County service and have reached the age of 53 as of the date of the closing of

Maplewood Manor and the takeover of Maplewood Manor by the private employer.

- d) Employees who have provided thirty or more years of full-time continuous County service as of the date of the closing of Maplewood Manor and the takeover of Maplewood Manor by the private employer.

For those employees who qualify as per the three classes (b), (c), (d) listed above, the County will provide them health insurance under the County's plan where the County pays 85% of the applicable premiums and the former employees pay 15% of such applicable premiums. The County will provide such coverage until such time as the former employees/dependents reach Medicare eligibility (by age or disability), at which point the employees will participate in a Medicare Advantage Plan as their primary health insurance (currently United Health Care, but subject to change). The County will continue to pay 85% of the premiums of the Medicare Advantage Plan.

2. Payout of Sick Leave – The County will pay employees of the Maplewood Manor Nursing Home 20% of their sick leave balance that they have accrued at the time of the takeover of Maplewood Manor by the private employer. In other words, the employee's daily rate will be calculated and the employee will be provided the daily rate for 20% of his/her sick leave balance that he/she has accrued as of the date of the takeover of Maplewood Manor by the private employer. To be eligible for the sick leave payout, an employee must be employed by the County at the time of the transfer of ownership and the takeover of Maplewood Manor by the private employer and must have only used one day of his/her accumulated sick leave per month from May 1, 2014 until the date of the takeover by the private employer. (If an employee suffers a serious injury or illness, with proper medical documentation, the employee will nonetheless be able to participate in this sick leave buyout if the County determines that the absences in excess of one day per month were for legitimate medical reasons.

3. Payout of Personal, Holiday, Vacation, Compensatory Leave – The County will pay the employees of Maplewood Manor who lose their employment with the County as a result of the takeover of Maplewood Manor by the private employer for all of their unused personal, holiday,


vacation, and compensatory leave. The payment to employees will be based on the average daily rate of pay for each of such days.

4. Civil Service Exam Fee Waiver – The employees of Maplewood Manor who are impacted by the takeover of Maplewood Manor by the private employer will not be charged an examination fee for any County civil service examinations for a one year period from the date of the facility takeover/transfer.

5. Preferred List – Employees in competitive class positions shall be placed on a preferred eligibility list for a period of four years following their layoff/termination from Saratoga County as a result of the takeover of Maplewood Manor by the private employer. In such cases, when the employees apply for other positions in the County, it is understood that the former employees/applicants must nonetheless meet the minimum qualifications of the positions to which they are applying.

6. Interviews for Continued Saratoga County Employment – Employees at Maplewood Manor who are affected by the takeover by the private employer who meet the minimum qualifications for other positions throughout Saratoga County will be interviewed for those positions.

7. Pending Litigation – The Association will withdraw, with prejudice, all pending actions (civil actions, improper practices, grievances, etc.) involving the sale of Maplewood Manor. The Association will provide the County with the appropriate withdrawal and discontinuance agreements/statements.


For the Association

Date: 5/19/14


For the County

Date: 5-19-14

Introduced by Supervisors Daly, Barrett, Grattidge, Johnson, Lawler, Lucia and Wright

AUTHORIZING THE CHAIRMAN TO ENTER INTO AN AMENDED AGREEMENT WITH UNITEDHEALTHCARE INSURANCE COMPANY TO EXTEND AFFORDABLE PRESCRIPTION DRUG CO-PAYS INTO THE "CATASTROPHIC COVERAGE" PHASE FOR RETIREES COVERED UNDER THE COUNTY'S MEDICARE ADVANTAGE PLAN

WHEREAS, pursuant to Resolution 185-13, the County entered into a contract with UnitedHealthCare Insurance Company for the provision of medical and prescription drug health care insurance for Medicare eligible retirees from County employment under UnitedHealthCare's Medicare Advantage Plan for the term January 1, 2014 through December 31, 2014, at a cost not to exceed \$1,821,924; and

WHEREAS, the "Catastrophic Phase" of UnitedHealthCare's plan covers payment of very expensive medications for those retirees experiencing serious and life-threatening illnesses; and

WHEREAS, under the current plan with UnitedHealthCare, retirees 65 years of age and older pay a copay for the "Catastrophic Phase" of coverage of the greater of \$2.55 for generic drugs, \$6.35 for brand name drugs or 5% of the cost of the drug; and

WHEREAS, County retirees currently submitting claims under the "Catastrophic Phase" of coverage are experiencing extreme difficulties affording the 5% copay required for their costly medications; and

WHEREAS, our Personnel and Insurance Committee and Director of Personnel have recommended that the County's contract with UnitedHealthCare be amended to eliminate the 5% copay clause for retirees submitting "Catastrophic Phase" coverage claims; and

WHEREAS, the cost to the County to effect this amendment in coverage is calculated to be \$9.75 per retiree per month; now, therefore, be it

RESOLVED, that the Chair of the Board is hereby authorized to enter into an amended agreement with UnitedHealthCare Insurance Company of Hartford, Connecticut, to eliminate the 5% copay provision under the "Catastrophic Phase" of coverage under UnitedHealthCare's Medicare Advantage Plan for eligible County retirees, with such amendment to be retroactive to January 1, 2014; and the form and content of such amended agreement to be subject to the approval of the County Attorney.

BUDGET IMPACT STATEMENT: The additional cost of modification of this coverage will be \$9.75 per retiree per month.

RESOLUTION 105 - 2014

Introduced by Supervisors Daly, Barrett, Grattidge, Johnson, Lawler, Lucia and Wright

AMENDING THE 2014 COMPENSATION SCHEDULE TO CREATE ONE ECONOMIC DEVELOPMENT PROJECT MANAGER STIPEND OF \$5,000 FOR THE MANAGEMENT ANALYST WITH A TERMINATION DATE OF DECEMBER 31, 2014

WHEREAS, the Saratoga County Management Analyst, Ryan Moore, has experienced a significant increase in his workload over the past year by virtue of the assignment to him of various duties associated with the development and implementation of the Saratoga County Economic Development Strategic Plan; and

WHEREAS, those additional duties have included, but are not limited to, managing the RFP process for the hiring of a consultant to prepare the Economic Development Strategic Plan, managing the consultant selection process, coordinating efforts between the consultant, the County, and numerous economic development stakeholders as the Strategic Plan was drafted, and coordinating the formation of the County's new economic development local development corporation (LDC); and

WHEREAS, additional work to be completed this year by the Management Analyst in furtherance of the implementation of the Strategic Plan includes assisting in the formation and organization of the new LDC, including the drafting of bylaws and the recruitment of initial LDC staff, coordinating initial meetings of the LDC's Board of Directors and launching a national search for a permanent executive director; and

WHEREAS, our Personnel Committee has recommended that the Management Analyst receive appropriate compensation in the form of a \$5,000 stipend for the aforesaid work performed in the capacity of Economic Development Project Manager; and

WHEREAS, the 2014 Saratoga County Compensation Schedule was adopted pursuant to Resolution 230-13; and

WHEREAS, it is necessary to amend to 2014 Saratoga County Compensation Schedule to increase the salary of the Management Analyst to include the \$5,000 stipend for work performed as Economic Development Project Manager; now, therefore, be it

RESOLVED, that the 2014 Saratoga County Compensation Schedule is hereby amended as follows:

UNDER COUNTY ADMINISTRATOR:

INCREASE SALARY Management Analyst – stipend of \$5,000 as Economic Development Project Manager with a termination date effective 12/31/14

BUDGET IMPACT STATEMENT: None. This stipend will be paid from the 2014 appropriation for economic development.

Mr. Lawler thanked the Board for their support through this process. He gave a history of the process and introduced the Directors of the Saratoga County Prosperity Partnership, Inc. Mr. Lawler said it was an important piece that he wanted to point out to his colleagues and acknowledge them and thank them for volunteering.

RESOLUTION 106 - 2014

Introduced by Supervisors Lawler, Daly, Grattidge, Johnson, Kinowski, Lewza and Richardson

AUTHORIZING THE FORMATION OF THE SARATOGA COUNTY PROSPERITY PARTNERSHIP, INC. LOCAL DEVELOPMENT CORPORATION (THE “CORPORATION”), APPROVING A FORM OF CERTIFICATE OF INCORPORATION FOR THE CORPORATION, APPOINTING THE INITIAL DIRECTORS OF THE CORPORATION, AUTHORIZING THE CORPORATION TO PERFORM ESSENTIAL GOVERNMENTAL FUNCTIONS INCLUDING ACTIVITIES ASSOCIATED WITH JOB CREATION AND THE PROMOTION OF COMMUNITY AND ECONOMIC DEVELOPMENT INITIATIVES

WHEREAS, it the policy of the State of New York to promote the economic welfare and prosperity of its inhabitants and to actively promote, attract, encourage and develop economically sound commerce and industry; and

WHEREAS, the County of Saratoga (the “County”) is tasked with the responsibility to promote the health, safety and general welfare of the residents of Saratoga County by among other things preventing unemployment and economic deterioration including by increasing and maintaining employment opportunities and attracting and sustaining economically sound commerce; and

WHEREAS, it is essential for the County to support the operations and activities of both for-profit and not-for-profit entities and corporations within the County in furtherance of both job creation and retention opportunities within the County; and

WHEREAS, Section 1411 of the Not-For-Profit Corporation Law (“N-CPL”) of the State of New York (collectively, the “LDC Act”) authorizes the establishment of not-for-profit local development corporations operated exclusively for the charitable or public purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, and lessening the burdens of government and acting in the public interest; and

WHEREAS, pursuant to Resolution 65-2014, this Board of Supervisors adopted the Saratoga County Economic Development Strategic Plan to guide economic development efforts throughout Saratoga County over the next ten years; and

WHEREAS, in accordance with the recommendation made in the Saratoga County Economic Development Strategic Plan, this Board determined pursuant to Resolution 86-2014 to form a local development corporation under which economic development entities in Saratoga County would be united in a true economic development partnership; and

WHEREAS, in furtherance of the foregoing, the Saratoga County Board of Supervisors desires to establish the new local development corporation pursuant to N-CPL Section 1411 to undertake certain projects and initiatives for the benefit of and to relieve the burdens of the County, including, but not limited to undertaking certain financings through the issuance of tax exempt and taxable bonds, notes and other instruments for the benefit of both for-profit and not-for-profit entities and corporations located within the County; and

WHEREAS, a proposed certificate of incorporation (the "Certificate of Incorporation", a copy of which is attached hereto as Exhibit A) for the establishment of Saratoga County Prosperity Partnership, Inc. (the "Corporation") pursuant to N-PCL Section 1411 has been prepared for review by this Board of Supervisors; and

WHEREAS, in furtherance of the foregoing public purposes and the LDC Act, this Board of Supervisors desires to establish the Corporation to undertake the purposes and powers as set forth within the LDC Act, including (1) to construct, acquire, rehabilitate and improve for use by others industrial or manufacturing plants in the territory in which its operations are principally to be conducted, (2) to assist financially in such construction, acquisition, rehabilitation and improvement, to maintain such plants for others in such territory, (3) to disseminate information and furnish advice, technical assistance and liaison with federal, state and local authorities with respect thereto, (4) to acquire by purchase, lease, gift, bequest, devise or otherwise real or personal property or interests therein, (5) to borrow money and to issue negotiable bonds, notes and other obligations therefor, and (6) to sell, lease, mortgage or otherwise dispose of or encumber any such plants or any of its real or personal property or any interest therein upon such terms as it may determine to be suitable; and

WHEREAS, to accomplish the purposes and powers as set forth within the LDC Act and Certificate of Incorporation, including relieving the burdens of the County and the undertaking of projects for the benefit of both for-profit and not-for-profit entities and corporations in furtherance of their access to cost-effective capital for projects that enhance, create and preserve employment opportunities for residents of the County, this Board of Supervisors desires to task the Corporation with such burdens and responsibilities and authorizes the Corporation, once established, to issue bonds on behalf of the County for such purposes pursuant to and in accordance with applicable provisions of the Internal Revenue Code (the "Code");

NOW, THEREFORE, BE IT

RESOLVED, that the Saratoga County Board of Supervisors hereby authorizes the establishment of the Saratoga County Prosperity Partnership, Inc. pursuant to the LDC Act. The Chair of the Board is hereby authorized to execute and cause the filing of the Certificate of Incorporation in substantially the form attached hereto as Exhibit A, with such changes, modifications, variations, omissions and insertions as may be approved by the Chair of the Board in consultation with the County Attorney; and be it further

RESOLVED, that the County of Saratoga, acting by and through this Board of Supervisors, shall serve as the sole member of the Corporation. In furtherance of same, this Board of Supervisors hereby approves the appointment of the following individuals to serve as the initial Directors of the Corporation:

1. John Lawler
2. Anita Daly
3. Arthur Johnson
4. Raymond Callanan
5. Brendan Chudy
6. Omar Usmani
7. Penny Hill

And be it further

RESOLVED, that the Corporation is hereby designated as an on behalf of issuer of the County for the purposes of issuing bonds, notes and other instruments with authority to exercise on the County's behalf all lawful powers as may be deemed necessary to accomplish its public purposes including to enhance, create and preserve employment opportunities for residents of the County, such purposes and powers to include, but not be limited to, those powers contained within the LDC Act and the Certificate of Incorporation, with the power to issue tax exempt and taxable bonds, notes, or other instruments on behalf of the County in furtherance of its purposes, provided however that any obligations issued by the Corporation shall never be a debt of the State of New York, the County or any political subdivision thereof (other than Corporation) and neither the State of New York, the County or any political subdivision thereof (other than Corporation) shall be liable thereon; and be it further

RESOLVED, that this Board of Supervisors hereby authorizes the County to covenant and agree with the Corporation in any transaction undertaken by the Corporation in furtherance of the LDC Act, the Certificate of Incorporation, and any initiatives described herein, and for the benefit of the Corporation and the holders from time to time of any bonds, notes or other instruments or other securities (hereinafter collectively, the "Securities") issued by the Corporation that the County will not limit or alter the rights of the Corporation to fulfill the terms of its agreements with the holders of the Securities or in any way impair the rights and remedies of such holders of the security for the Securities until the Securities, together with the interest due thereon or payable in respect thereof and all costs and expenses in connection with any action or proceeding by or on behalf of such holders, are fully met and discharged. Authorized representatives of the County are hereby granted the power to make such a covenant to and agreement with the Corporation and to take any and all actions necessary or desirable to cause such covenant and agreement to be made or enforced. The Corporation is hereby authorized to assign to or for the benefit of the holders

of its Securities any covenant or agreement made by the County pursuant to the foregoing provisions; and be it further

RESOLVED, that this resolution shall take effect immediately.

BUDGET IMPACT STATEMENT: No budget impact.

EXHIBIT A

CERTIFICATE OF INCORPORATION OF SARATOGA COUNTY PROSPERITY PARTNERSHIP, INC.

A Not-For-Profit Local Development Corporation
under Section 1411 of the Not-For-Profit
Corporation Law of the State of New York

THE UNDERSIGNED, being over the age of eighteen years, for the purpose of forming a not-for-profit local development corporation pursuant to Section 1411 of the Not-For-Profit Corporation Law of the State of New York, hereby certifies as follows:

FIRST: The name of the corporation shall be "Saratoga County Prosperity Partnership, Inc." (hereinafter referred to as the "Corporation").

SECOND: The Corporation will be a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-For-Profit Corporation Law of the State of New York and, as provided in Section 1411 of the Not-For-Profit Corporation Law, will be a Type C Corporation as defined in Section 201 of the Not-For-Profit Corporation Law. The Corporation shall serve as a supporting organization for, but operate separate and apart from, the County of Saratoga, New York (the "County").

THIRD: The purposes for which the Corporation is to be formed and operated are exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, to relieve and reduce unemployment, promote and provide for additional and maximum employment, improve and maintain job opportunities, lessen the burdens of government, and act in the public interest. In furtherance of said purposes, the Corporation's powers shall include:

(a) To construct, acquire, rehabilitate and improve for use by others, facilities in the territory in which its operations are principally to be conducted, to assist financially in such construction, acquisition, rehabilitation and improvement, to maintain and/or lease such facilities on its behalf or for others in such territory; to disseminate information and furnish advice, technical assistance and liaison with federal, state and local authorities with respect thereto;

(b) To acquire by purchase, lease, gift, bequest, devise or otherwise real or personal property or interests therein;

(c) To apply for loans and borrow money without limit as to amount; to make, draw, accept, endorse, execute and issue negotiable bonds, debentures, notes and other obligations therefor;

(d) To sell, lease, mortgage or otherwise dispose of or encumber any such facilities or any of its real or personal property or any interest therein upon such terms as it may determine;

(e) To enter into covenants and agreements and to comply with all the terms, conditions and provisions thereof, and otherwise to carry out its corporate purposes and to foster and encourage the location or expansion of facilities and related businesses in the territory in which the operations of the Corporation are principally to be conducted;

(f) To apply for and make grants and loans and to execute any and all documents necessary in connection therewith;

(g) To do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its members, directors, officers or any private person.

(h) In general, to perform any and all acts and things, and exercise any and all powers which may now or hereafter be lawful for the Corporation to do or exercise under and pursuant to the laws of the State of New York for the purpose of accomplishing any of the foregoing purposes of the Corporation.

FOURTH: The Corporation's mission and public objective, which the Corporation's purposes will achieve, shall include the lessening of the burdens of government and fostering the creation, retention and expansion of jobs and economic opportunities for the benefit of the County, New York State and local economies.

FIFTH: The operations of the Corporation will be principally conducted within the territory of Saratoga County, New York and surrounding communities.

SIXTH: Pursuant to the requirements of Section 1411(e) of the Not-For-Profit Corporation Law:

(a) All income and earnings of the Corporation shall be used exclusively for its corporate purposes with the intent being that all income and earnings will be expended or deposited in appropriate reserves for corporate purposes; to the extent not so used, the income and earnings will accrue and be paid to the Job Development Authority to the extent required by Section 1411 of the Not-for-Profit Corporation Law.

(b) The property of the Corporation is irrevocably dedicated to its corporate purposes. No part of the income or earnings of the Corporation shall inure to the benefit or profit of, nor shall any distribution of its property or assets be made to, any member, director or officer of the Corporation, or private person, corporate or individual, or to any other private interest, except that the Corporation may repay loans made to it and may repay contributions (other than dues) made to it to the extent that any such contribution may not be allowable as a deduction in computing taxable income under the Internal Revenue Code of 1986, as amended.

(c) If the Corporation accepts a mortgage loan or loans from the New York Job Development Authority, the Corporation shall be dissolved in accordance with the provisions of paragraph (g) of Section 1411 of the Not-For-Profit Corporation Law upon the repayment or other discharge in full by the Corporation of all such loans.

SEVENTH: (a) The Corporation shall not attempt to influence legislation by propaganda or otherwise, or participate or intervene, directly or indirectly, in any political campaign on behalf of or in opposition to any candidate for public office.

(b) The Corporation shall not engage in any activities not permitted to be carried on by an organization exempt from federal income taxation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the regulations promulgated thereunder.

EIGHTH: In the event of the dissolution of the Corporation or the winding up of its affairs, the Board of Directors shall, after paying or making provision for the payment of all debts and liabilities of the Corporation of whatsoever kind or nature, distribute all of the remaining assets and property of the Corporation to the County for furtherance of the purposes set forth in Section 1411 of the Not-for-Profit Corporation Law. Any of such assets not so disposed of shall be disposed of by order of the Supreme Court of the State of New York pursuant to Section 1008 of the Not-For-Profit Corporation Law.

NINTH: The office of the Corporation shall be located in Saratoga County, New York.

TENTH: The offices of the Corporation shall be functionally separate from those of the County or any of its affiliated entities (collectively, the "County Entities") (although such office may be in a facility leased from the County or any of its affiliates on arms-length terms). The Corporation at all times shall:

(a) maintain separate accounting records and other corporate records from those of the County Entities;

(b) not divert the Corporation's funds to any other person or for other than the use of the Corporation and not commingle any of the Corporation's assets with those of the County Entities;

(c) pay any employee, consultant or agent of the Corporation, or any other operating expense incurred by the Corporation, from the assets of the Corporation and not from the assets of any of the County Entities;

(d) maintain its own deposit account or accounts, separate from those of the County Entities, with commercial banking institutions and/or trust companies;

(e) to the extent that the Corporation contracts or does business with vendors or service providers where the goods and services provided are partially for the benefit of any other person, the costs incurred in so doing shall be fairly allocated to or among the Corporation and such persons for whose benefit the goods and services are provided, and the Corporation and each such person shall bear its fair share of such costs;

(f) conduct its business in its own name and conduct all material transactions between the Corporation and the County Entities only on an arm's-length basis;

(g) observe all necessary, appropriate and customary corporate formalities, including, but not limited to, holding all regular and special members' and directors' meetings appropriate to authorize all corporate action, keeping separate and accurate minutes of such meetings, passing all resolutions or consents necessary to authorize actions taken or to be taken, and maintaining accurate and separate books, records, and accounts, including, but not limited to, intercompany transaction accounts. Regular members' and directors' meetings shall be held at least annually;

(h) ensure that decisions with respect to its business and daily operations shall be independently made by the Corporation (although the officer making any particular decision also may be an employee, officer or director of the County Entities);

(i) act solely in its own corporate name and through its own authorized officers and agents, and use its own stationery;

(j) other than as expressly provided herein, pay all expenses, indebtedness and other obligations incurred by it;

(k) not enter into any guaranty, or otherwise become liable, with respect to any obligation of the County Entities;

(l) cause any financial reports required of the Corporation to be prepared in accordance with generally accepted accounting principles and be audited annually and be issued separately from, although they may be consolidated with, any reports prepared for any member of the County Entities; and

(m) ensure that at all times it is adequately capitalized to engage in the transactions contemplated herein.

ELEVENTH: The County of Saratoga, acting by and through its Board of Supervisors, shall be the sole Member of the Corporation.

TWELFTH: The Corporation shall be managed by a Board of Directors consisting of not less than seven (7) and not more than fifteen (15) Directors, each appointed by and serving at the pleasure of the Saratoga County Board of Supervisors. The initial Directors shall serve for a term ending December 31, 2015. Subsequent appointments of Directors by the Saratoga County Board of Supervisors shall be made for a term of two (2) years ending in such case on December 31 of the last year of such term, and such Directors may be removed by the Saratoga County Board of Supervisors without cause at any time for any reason. Vacancies occurring on the Board of Directors other than by expiration of terms of office shall be filled by appointment of the Saratoga County Board of Supervisors for the remainder of the unexpired term of the previous Director. Any subsequent increase or decrease in the size of the Board of Directors will require the unanimous approval of the Members and the affirmative vote of a majority of the Directors.

THIRTEENTH: The names and addresses of the initial Directors of the Corporation will be as follows:

	Name	Address
1.	John Lawler	30 Towpath Lane, Waterford, NY 12188
2.	Anita Daly	87 Robinwood Drive, Clifton Park, NY 12065
3.	Arthur Johnson	55 Timbura Drive, Gansevoort, NY 12831
4.	Raymond Callanan	4 Conifer Drive, Burnt Hills, NY 12027
5.	Brendan Chudy	24 Tyler Drive, Saratoga Springs, NY 12866
6.	Omar Usmani	14 Fort Amherst Road, Queensbury, NY 12804
7.	Penny Hill	1045 Wallace Avenue, Rotterdam, NY 12306

FOURTEENTH: The Corporation is and shall be deemed a “local authority” as defined within the Public Authorities Law (“PAL”) of the State of New York, as may be amended from time to time, and as such, the Corporation shall comply with the applicable requirements of the PAL, including, but not limited to, the establishment within the By-laws of the Corporation of standing committees that will include an Audit and Finance Committee and Governance Committee, and the Corporation shall further establish an Executive Committee, the composition of which shall be subject to review and approval by the Chairman of the Saratoga County Board of Supervisors.

FIFTEENTH: The duration of the Corporation shall be perpetual.

SIXTEENTH: The Corporation shall indemnify each Member, each Director, each officer, and, to the extent authorized by the Board of Directors, each other person authorized to act for the Corporation or on its behalf, to the full extent to which indemnification is permitted under the Not-For-Profit Corporation Law.

SEVENTEENTH: The Secretary of State of the State of New York is designated as agent of the Corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him is as follows: Saratoga County Prosperity Partnership, Inc., c/o Saratoga County Administrator, 40 McMaster Street, Ballston Spa, New York, 12866.

EIGHTEENTH: The By-laws of the Corporation may be adopted, amended or repealed by a majority of the Directors of the Corporation.

NINETEENTH: The Corporation will not do any of the following:

(a) Without the affirmative vote of all Members of the Corporation and the affirmative vote of a majority of the Directors, increase or decrease the number of Members of the Corporation or increase or decrease the number of Directors of the Corporation.

(b) Without the affirmative vote of a majority of the Directors of the Corporation and all of the Corporation’s members, (i) dissolve or liquidate, in whole or in part, or institute proceedings to be adjudicated bankrupt or insolvent, (ii) consent to the institution of bankruptcy or insolvency proceedings against it, (iii) file a petition seeking or consenting to reorganization or relief under any applicable federal or state law relating to bankruptcy or insolvency, (iv) consent to the appointment of a receiver, liquidator, assignee, trustee, sequestrator or

other similar official of the Corporation or a substantial part of its property, (v) make a general assignment for the benefit of creditors, (vi) admit in writing its inability to pay its debts generally as they become due or (vii) take any corporate action in furtherance of the actions set forth in clauses (i) through (vi) of this paragraph.

(c) Without the affirmative vote of all of the Directors of the Corporation and all of the Corporation's members, merge or consolidate with any other corporation, company or entity or, except to the extent contemplated by paragraph THIRD hereof, sell all or substantially all of its assets or acquire all or substantially all of the assets or capital stock or other ownership interest of any other corporation, company or entity.

IN WITNESS WHEREOF, this certificate has been subscribed this __ day of May, 2014.

 Paul J. Sausville, Incorporator, Chairman
 Saratoga County Board of Supervisors
 40 McMaster Street, Ballston Spa, New York, 12020

CERTIFICATE OF INCORPORATION OF SARATOGA COUNTY PROSPERITY PARTNERSHIP, INC.

(Under Section 1411 of the Not-For-Profit Corporation Law of the State of New York)

Filed by:

Stephen M. Dorsey, Esq.
 Saratoga County Attorney
 40 McMaster Street
 Ballston Spa, New York 12020

RESOLUTION 107 - 2014

Introduced by Supervisors Kinowski, Allen, Collyer, Lent, Lunde, Tollisen and Ziegler

APPROVING CHANGES TO PUBLIC HEALTH'S POLICIES AND PROCEDURES MANUAL

WHEREAS, the Director of Public Health has proposed revisions and new procedures for the Nursing Service's Policies and Procedures Manual; and

WHEREAS, the Service's Professional Advisory Committee, the Service's Medical Director, as a member of the Service's Quality Assurance Committee, and our Public Health Committee have reviewed and approved these changes; now, therefore, be it

RESOLVED, that the Policies and Procedures Manual of our Public Health Nursing Service, as last amended by Resolution 192-13, is hereby amended to include the following changes:

SUMMARY OF CHANGES

<u>Page</u>	<u>Policy #</u>	
To be Determined	To be Determined	<u>Procedure for Completion of Patient Signature Validation Form for Clinician & Home Health Aide (Revised)</u> - Establishes procedure requiring all clinicians, nurses and home health aides to verify their home visit, by completing a daily log sheet that is signed by the patient.
To be	To be Determined	<u>Multi-Factor Fall Risk Assessment Procedure (Revised)</u> - Determined Establishes a procedure for all clinicians to screen patients for potential fall risk, at their Start of Care, Recertification or Resumption of Care. The procedure details the assessment tools that are available, who can use which tool, how to score the tool and safety measures that are taken as a result of the score.

To be Determined	To be Determined	<u>PECOS/OPRA/K-CHECK Verification Procedure (New)</u> - Determined Establishes a procedure for ensuring physicians' compliance with enrollment into Medicaid and Medicare systems; ensuring that all providers are in good standing with Medicare and Medicaid prior to SCPHNS billing when providers have been excluded.
To be Determined	To be Determined	<u>Clinical Documentation Email System Policy and Procedure (New)</u> – Establishes a procedure to allow CHHA personnel: nursing supervisors, nurses, therapy supervisor, therapy contractors, clerical and billing staff to effectively communicate via a secure closed email system.
To be Determined	To be Determined	<u>Nursing and Ancillary Services Referral Form Procedure (New)</u> – Determined Establishes a procedure to improve efficiency and accuracy when referring a client from nursing or ancillary services. Referral forms were developed for both services (nursing, ancillary).
To be Determined	To be Determined	<u>Home Health Change of Care Notice (HHCCN) Policy and Procedure (New)</u> & – <u>Advanced Beneficiary Notice (ABN) Policy and Procedure (New)</u> – Establishes policies and procedures for two new forms developed by (Centers for Medicare & Medicaid Services) CMS. The nurses and clinicians are to use these required forms (as of December 9 th , 2013.). These forms provide written notification to the client about a reduction or termination of services, as well as reasons for services not being covered by Medicare.
To be Determined	To be Determined	<u>Peer Review Audit Policy and Procedure (New), Peer Review Audit Tool and Utilization Review of medication reconciliation Audit Tool 2014(New), Utilization Review Wound Care Audit Tool 2014 (New)</u> - Established policy and procedure to conduct a peer review that will monitor patient care and documentation of patients in the Certified Home Health Agency (CHHA) & Long Term Home Health Care Program (LTHHCP) to ensure compliance with Federal and State regulations, and agency policies, procedures and standards.

and be it further

RESOLVED, that the Director of Public Health make any appropriate incidental revisions in the procedures.

BUDGET IMPACT STATEMENT: No budget impact.

RESOLUTION 108 - 2014

Introduced by Supervisors Barrett, Johnson, Lent, Peck, Veitch, Wood and Wright

ACCEPTING AN AID TO DEFENSE GRANT FOR THE PUBLIC DEFENDER'S OFFICE

WHEREAS, the State Division of Criminal Justice Services (DCJS) has awarded an Aid to Defense Grant for the Public Defender's Office to assist in the defense of individuals charged with felonies; and

WHEREAS, the State DCJS requests County approval and acceptance of this grant for the 2014-2015 fiscal year; now, therefore, be it

RESOLVED, that the Chair of the Board of Supervisors and/or the County Administrator is authorized, on behalf of the office of the Public Defender, to execute all necessary documents with the State Division of Criminal Justice Services for the acceptance of an Aid to Defense grant in the amount of \$15,500, the form and content of such documents being subject to the approval of both the County Attorney and the Public Defender.

BUDGET IMPACT STATEMENT: None. 100% State Aid.

RESOLUTION 109 - 2014

Introduced by Supervisors Barrett, Johnson, Lent, Peck, Veitch, Wood and Wright

ADOPTING THE REVISED SARATOGA COUNTY ARSON CONTROL PLAN

WHEREAS, General Municipal Law §204-c requires the governing body of each county to develop and adopt a plan for arson investigation within such county, which plan must provide for the coordination of fire, law enforcement and prosecutorial services; and

WHEREAS, the Saratoga County Board of Supervisors last adopted a Saratoga County Arson Control Plan pursuant to Resolution No. 94 of 1981; and

WHEREAS, our Office of Emergency Services and County Fire Coordinator have updated the County's Arson Control Plan, and obtained the New York State Office of Fire Prevention and Control's approval of the revised Plan as required by General Municipal Law §204-c; and

WHEREAS, copies of the revised Saratoga County Arson Control Plan have been provided to the members of this Board of Supervisors for our review and approval; and

WHEREAS, our Public Safety Committee has recommended that the revised Arson Control Plan be adopted; now, therefore, be it

RESOLVED, that the Saratoga County Board of Supervisors hereby approves the revised Saratoga County Arson Control Plan; and, be it further

RESOLVED, that the Clerk of the Board forward a certified copy of this Resolution to the New York State Office of Fire Prevention and Control.

BUDGET IMPACT STATEMENT: No budget impact.

RESOLUTION 110 - 2014

Introduced by Supervisors Barrett, Johnson, Lent, Peck, Veitch, Wood and Wright

AUTHORIZING THE CHARIMAN TO ENTER INTO A SUBSCRIPTION AGREEMENT WITH EMERGENCY SERVICES MARKETING CORP., INC. FOR ACCESS TO THEIR EMERGENCY RESPONDER REPLY SYSTEM FOR A TERM OF FIVE YEARS

WHEREAS, our Public Safety Committee and Office of Emergency Services have recommended that the County enter into a subscription agreement for a term of five years with Emergency Services Marketing Corp., Inc. for access to its "iamresponding.com" Emergency Responder Reply System; and

WHEREAS, the "iamresponding.com" system will allow emergency response agencies who have subscribed to the service to communicate dispatch information regarding who is responding to calls and dispatches, where they are responding, and when they will be responding, via text message, push notifications to apps, and email; and

WHEREAS, the communication of such dispatch information to subscribing emergency responders will save critical time, and reduce response times for fire departments, EMS agencies, Search and Rescue teams (SAR), technical rescue teams, and other incident response teams responding to emergencies; and

WHEREAS, the "iamresponding.com" system includes many other features that will greatly assist emergency responders in the performance of their duties, including hydrant and water source mapping, apps with fully integrated Google Maps, and instant mass-messaging within agencies; and

WHEREAS, the subscription fee for this emergency responder reply system is \$30,775 per year for five years, plus a one-time set up fee of \$1,620, which will be paid for using New York State Homeland Security grant monies; now, therefore, be it

RESOLVED, that the Chair of the Board is hereby authorized to execute a subscription agreement with Emergency Services Marketing Corp., Inc. of DeWitt, New York, for the provision of subscription services to its "iamresponding.com" Emergency Responder Reply System for a term of five years commencing June 16, 2014 and terminating on June 15, 2019, at a cost of \$30,775 per year, plus a one-time set up fee of \$1,620 payable in 2014; with the form and content of such subscription agreement being subject to the approval of the County Attorney.

BUDGET IMPACT STATEMENT: The annual cost of this contract will be covered through grant funds.

RESOLUTION 111 - 2014

Introduced by Supervisors Barrett, Johnson, Lent, Peck, Veitch, Wood and Wright

AUTHORIZING TRANSFER OF FUNDS FROM THE ANIMAL SHELTER TRUST TTA57A FUND AND AMENDING THE BUDGET IN RELATION THERETO

WHEREAS, Resolution 147-07 of this Board established the Animal Shelter Trust Fund to receive funds received from donors as gifts for the benefit and use of the Saratoga County Animal Shelter; and

WHEREAS, the staff of the Animal Shelter wish to purchase various medical and surgical supplies; and

WHEREAS, the purchase of these items is an appropriate use of funds from the Animal Shelter Trust Fund; now, therefore, be it

RESOLVED, that the Saratoga County Treasurer is hereby authorized to disperse a sum not to exceed \$18,200 from the Animal Shelter Trust Fund for the purchase of medical and surgical supplies at the Saratoga County Animal Shelter; and be it further

RESOLVED, that the 2014 Saratoga County Budget is amended as follows:

ANIMAL SHELTER:

Appropriations:

Increase Acct. #1-35-000-8242 Consumable Medical Supplies	\$18,200
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Revenues:

Increase Acct. #1-35-1554 Donations	\$18,200
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BUDGET IMPACT STATEMENT: This transfer will reduce the balance in the Trust Fund to \$255,012.27.

RESOLUTION 112 - 2014

Introduced by Supervisors Collyer, Jenkins, Lent, Lunde, Richardson, Wood and Ziegler

AUTHORIZING THE DELETION FROM THE TAX ROLLS OF TWO PARCELS LOCATED IN THE TOWN OF WATERFORD, AND AUTHORIZING A TAX CREDIT FOR THE DELETED PARCELS

WHEREAS, Real Property Tax Law §554 provides the procedure for the correction of errors on the tax rolls that are due to an unlawful entry on an assessment roll or tax roll, and Real Property Tax Law §556 authorizes the provision of a credit against outstanding taxes owed; and

WHEREAS, the owner of the following properties, Level 3 Communications, LLC, has timely submitted proof of errors in its 2014 tax bills, to wit: The decision of the Appellate Division of the New York State Supreme Court, First Department, on May 3, 2012, in the Matter of RCN N.Y. Communications, LLC v. Tax Commission of the City of New York, held that fiber optic cables, such as those owned by Level 3 Communications, LLC, are personal property, and not real property as real property is defined in Real Property Tax Law §102(12), because fiber optic cables are not electrical conductors, but rather are electrical insulators, and therefore cannot be assessed pursuant to Real Property Tax Law §102(12). The assessment of fiber optic cables as real property was therefore an unlawful entry as defined in Real Property Tax Law §550(7)(c) because an assessor has no authority to assess personal property; and

WHEREAS, our Director of Real Property Tax Services and the County Attorney has recommended that the errors be corrected and a tax credit be authorized; now, therefore, be it

RESOLVED, that the application of the property owner Level 3 Communications, LLC for correction of the 2014 tax rolls in the Town of Waterford is hereby approved, and the tax rolls are so corrected to delete all taxes owed on the parcels listed below, and to delete the parcels from the tax rolls:

<u>TAX PARCELS</u>	<u>TAX DUE</u>	<u>CORR.TAX</u>	<u>CREDIT</u>
654.001-9999-760.700-1882	\$ 542.67	\$0.00	\$ 542.67
654.089-9999-760.700-1882	<u>\$4,233.24</u>	<u>\$0.00</u>	<u>\$4,233.24</u>
Totals	\$4,775.91	\$0.00	\$4,775.91

and, be it further

RESOLVED, that the County Treasurer is authorized to apply a tax credit in the amount of \$4,775.91 to the outstanding 2014 tax bill of the property owner Level 3 Communications, LLC.

BUDGET IMPACT STATEMENT: No budget impact.

RESOLUTION 113 - 2014

Introduced by Chairman Sausville

APPOINTING A DIRECTOR OF THE COUNTY VETERANS' SERVICE AGENCY

WHEREAS, the Chair of the Board has appointed Francis S. McClement of the Town of Waterford to fill the vacancy created by the resignation of Felipe C. Moon as Director of the Saratoga County Veterans' Service Agency; and

WHEREAS, our approval of that appointment is required by Executive Law §357 of the State of New York; now, therefore, be it

RESOLVED, that the appointment of Francis S. McClement of the Town of Waterford, New York, as Director of the Veterans' Service Agency of the County of Saratoga at the base salary level of Salary Grade 13 is hereby approved, effective May 23, 2014.

BUDGET IMPACT STATEMENT: No budget impact.

RESOLUTION 114 - 2014

Introduced by Supervisors Veitch, Collyer, Daly, Grattidge, Kinowski, Lewza and Wright

AUTHORIZING THE CHAIRMAN TO ENTER INTO AN AGREEMENT WITH MRB GROUP ENGINEERING, ARCHITECTURE, SURVEYING, P.C. FOR ENGINEERING SERVICES FOR WASTEWATER TREATMENT PLANT UPGRADES

WHEREAS, the 2014 Capital Budget approved by this Board for Saratoga County Sewer District No. 1 includes planned upgrades to the Sewer District's Wastewater Treatment Plant; and

WHEREAS, these planned upgrades include replacing the odor control system at the Treatment Plant, replacing the sludge storage tank mixers, and replacing the screen and screening augers on Bar Screen #3; and

WHEREAS, the Saratoga County Sewer District Commission solicited and received competitive bids for engineering services for the foregoing Treatment Plant upgrades; and

WHEREAS, the Sewer District Commission and the Sewer District's Executive Director have recommended that a contract for the engineering services for the aforesated Treatment Plant upgrades be awarded to MRB Group Engineering, Architecture, Surveying, P.C. of Saratoga Springs, New York, the lowest responsive bidder on the contract (the lowest bidder failed to address all requested items in its bid); now, therefore, be it

RESOLVED, that the Chair of the Board is authorized to execute an agreement with MRB Group Engineering, Architecture, Surveying, P.C. of Saratoga Springs, New York, for engineering services for planned upgrades to the Saratoga County Sewer District No. 1 Wastewater Treatment Plant included in the Sewer District's 2014 Capital Budget, as detailed herein, at a cost not to exceed \$99,500, with the form and content of such agreement being subject to the approval of the County Attorney

BUDGET IMPACT STATEMENT: No budget impact.

RESOLUTION 115 - 2014

Introduced by Supervisors Veitch, Collyer, Daly, Grattidge, Kinowski, Lewza and Wright

RATIFYING AN EMERGENCY CONDITION AND AUTHORIZING THE SEWER DISTRICT'S EXECUTIVE DIRECTOR TO PROCURE ENGINEERING SERVICES IN RELATION TO THE POTENTIAL REPLACEMENT OF TWO MAIN SEWAGE PUMPS AT THE SEWER DISTRICT'S WASTEWATER TREATMENT PLANT

WHEREAS, as part of Saratoga County Sewer District No. 1's Wastewater Treatment Plant upgrade in 2010, the Sewer District replaced two of the five main sewage pumps at the Treatment Plant that pump all of the influent flow from the headworks up to the primary clarifiers for treatment; and

WHEREAS, the two main sewage pumps installed as part of the Treatment Plant upgrade have experienced instances of damaging vibration causing bearing and seal failures necessitating removal of the pumps from service in order to effect costly repairs; and

WHEREAS, these two main sewage pumps continue to experience vibration incidents and mechanical failures, and as a result, are currently being operated for emergency use only; and

WHEREAS, having five reliable main pumps is necessary in order to accommodate existing historically high incoming flows, and to prevent the collection system from surcharging and consequently overflowing; and

WHEREAS, pursuant to General Municipal Law §103(4), the ongoing failure of these two main sewage pumps creates a public emergency in need of immediate remedial action, and obviating any requirement to engage in the competitive bidding process to procure the necessary goods and services needed to effect the replacement of the malfunctioning main sewage pumps; and

WHEREAS, the Saratoga County Sewer District Commission has determined that in the interests of the public's health and safety the Executive Director of Saratoga County Sewer District No. 1 should be authorized to procure, upon consultation with the Sewer Commission's Engineering Committee, those engineering services needed to design replacement sewage pumps as soon as practicable and on an emergency basis pursuant to General Municipal Law §103(4); and

WHEREAS, engaging professional engineering services at this time to aid in the pump design and selection process will save upwards of four (4) months process time, a significant time savings when factoring in the sixteen to twenty week lead time necessary to obtain delivery of the pumps ultimately selected, and will ensure adequate time for selection of the most advantageous pumps, considering both price and operational efficiency; and

WHEREAS, the Sewer District's Executive Director has estimated that the costs of the engineering services needed will not exceed \$50,000; now, therefore, be it

RESOLVED, that this Board of Supervisors does hereby acknowledge, confirm and ratify the determination of the Saratoga County Sewer District Commission that a public emergency exists as a result of the repeated mechanical failures of two main sewage pumps at Saratoga County Sewer District No. 1's Wastewater Treatment Plant, thereby obviating any requirement to solicit formal bids for engineering services needed to design replacements for said sewage pumps; and

RESOLVED, that the Sewer District's Executive Director is hereby authorized and directed to procure, upon consultation with the Saratoga County Sewer District Commission's Engineering Committee, those professional engineering services needed to design replacement sewage pumps, as soon as may be practicable, at a cost not to exceed \$50,000; and be it further

RESOLVED, that the procurement of such professional engineering services shall be accomplished without the formal competitive bidding and procurement procedure set forth in General Municipal Law §103, but shall otherwise comply with statute.

BUDGET IMPACT STATEMENT: No budget impact.

RESOLUTION 116 - 2014

Introduced by Supervisors Veitch, Collyer, Daly, Grattidge, Kinowski, Lewza and Wright

AUTHORIZING THE CHAIRMAN TO ENTER INTO AN AGREEMENT WITH LEMERY GREISLER, LLC FOR PROFESSIONAL LEGAL SERVICES RELATIVE TO THE ISSUANCE OF SERIAL BONDS IN AN

AMOUNT NOT TO EXCEED \$18,200,000 TO FINANCE SARATOGA COUNTY SEWER DISTRICT NO. 1'S SARATOGA LAKE AND HALFMOON SEWER IMPROVEMENT PROJECTS

WHEREAS, pursuant to Resolution 196-12, this Board authorized the issuance of bond anticipation notes and bonds in an amount not to exceed \$18,500,000 to finance Saratoga County Sewer District No. 1's construction of improvements to the Sewer District's Saratoga Lake sewer system and the installation of a new forcemain along Routes 4 and 32 in the Town of Halfmoon; and

WHEREAS, at the request and recommendation of the County Treasurer, Lemery Greisler, LLC was retained under a minor contract dated May 29, 2013 to provide professional legal services to the County as bond counsel in connection with the issuance of \$18,500,000 in bond anticipation notes to finance the construction of the Sewer District's Saratoga Lake and Halfmoon sewer improvement projects; and

WHEREAS, said bond anticipation notes were sold on May 26, 2013, issued on June 6, 2013, and are due on June 6, 2014; and

WHEREAS, when the current bond anticipation notes come due on June 6, 2014, the County plans to issue serial bonds in the amount of \$18,200,000 to provide long-term financing for the construction of the Sewer District's Saratoga Lake and Halfmoon sewer improvement projects; and

WHEREAS, Lemery Greisler, LLC, of Saratoga Springs, New York, has submitted a proposal to serve as bond counsel and to provide professional legal services to the County in connection with the upcoming issuance of said serial bonds; and

WHEREAS, our Law and Finance Committee and the County Treasurer have recommended that the proposal of Lemery Greisler, LLC be accepted; now, therefore, be it

RESOLVED, that the Chair of the Board is hereby authorized to execute a retainer agreement with Lemery Greisler, LLC of Saratoga Springs, New York, for the provision of professional legal services as bond counsel in connection with the upcoming issuance of serial bonds in the amount of \$18,200,000 to finance the construction of Saratoga County Sewer District No. 1's Saratoga Lake and Halfmoon sewer improvement projects, said legal services to be provided at a cost of one dollar (\$1.00) per thousand dollars of bonds issued, with the total cost not to exceed \$18,200; and, be it further

RESOLVED, that the form and content of such retainer agreement shall be subject to the approval of the County Attorney.

BUDGET IMPACT STATEMENT: No budget impact. This cost will be covered by bond proceeds.

RESOLUTION 117 - 2014

Introduced by Supervisors Veitch, Collyer, Daly, Grattidge, Kinowski, Lewza and Wright

AUTHORIZING THE CHAIRMAN TO ENTER INTO AN AGREEMENT WITH FISCAL ADVISORS & MARKETING, INC. TO PROVIDE FINANCIAL SERVICES RELATIVE TO THE ISSUANCE OF SERIAL BONDS IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$18,200,000 TO FINANCE SARATOGA COUNTY SEWER DISTRICT NO. 1'S SARATOGA LAKE AND HALFMOON SEWER IMPROVEMENT PROJECTS

WHEREAS, pursuant to Resolution 196-12, this Board authorized the issuance of bond anticipation notes and bonds in an amount not to exceed \$18,500,000 to finance Saratoga County Sewer District No. 1's construction of improvements to the Sewer District's Saratoga Lake sewer system and the installation of a new forcemain along Routes 4 and 32 in the Town of Halfmoon; and

WHEREAS, at the request and recommendation of the County Treasurer, Fiscal Advisors & Marketing, Inc. was retained under a minor contract dated May 30, 2013 to provide financial services to the County in connection with the issuance of \$18,500,000 in bond anticipation notes to finance the construction of the Sewer District's Saratoga Lake and Halfmoon sewer improvement projects; and

WHEREAS, said bond anticipation notes were sold on May 26, 2013, issued on June 6, 2013, and are due on June 6, 2014; and

WHEREAS, when the current bond anticipation notes come due on June 6, 2014, the County plans to issue serial bonds in the amount of \$18,200,000 to provide long-term financing for the construction of the Sewer District's Saratoga Lake and Halfmoon sewer improvement projects; and

WHEREAS, Fiscal Advisors & Marketing, Inc. of Syracuse, New York, has submitted a proposal to serve as financial advisors and to provide financial services to the County in connection with the upcoming issuance of said serial bonds; and

WHEREAS, our Law and Finance Committee and the County Treasurer have recommended that the proposal of Fiscal Advisors & Marketing, Inc. be accepted; now, therefore, be it

RESOLVED, that the Chair of the Board is hereby authorized to execute an agreement with Fiscal Advisors & Marketing, Inc. of Syracuse, New York, for the provision of financial services in connection with the upcoming issuance of serial bonds in the amount of \$18,200,000 to finance the construction of Saratoga County Sewer District No. 1's Saratoga Lake and Halfmoon sewer improvement projects, with said financial services to be provided at a cost not to exceed \$16,000, and the form and content of such agreement being subject to the approval of the County Attorney.

BUDGET IMPACT STATEMENT: No budget impact. This cost will be covered by bond proceeds.

RESOLUTION 118 -2014

Introduced by Supervisors Veitch, Collyer, Daly, Grattidge, Kinowski, Lewza, and Wright

AMENDING AND RESTATING THE SARATOGA COUNTY INVESTMENT POLICY

WHEREAS, Resolution 31-98 last restated the Saratoga County Investment Policy; and

WHEREAS, the Saratoga County Investment Policy was last amended by Resolution 30-2014 to add Capital Bank as an authorized depository and to increase the maximum amount which may be kept on deposit at any time in each depository bank to \$37,000,000; and

WHEREAS, our County Treasurer has recommended that the County Investment Policy be amended to authorize depository banks holding County funds in an amount in excess of the amount insured by the Federal Deposit Insurance Corporation (FDIC) to redeposit such excess funds in one or more banking institutions in an amount or amounts that will be fully insured by the FDIC through an Insured Cash Sweep service or similar program, as authorized by General Municipal Law §10(2)(ii); and

WHEREAS, the proposed redeposit of County funds through a deposit placement program should allow the County to obtain higher interest rates on the deposits of these County funds; and

WHEREAS, the proposed amendment, if adopted by this Board, will be the fifth amendment to the County Investment Policy since Resolution 31-98 was adopted, and a restatement is appropriate; and

WHEREAS, copies of this proposed amendment and restatement, and its exhibits, have been provided to all members of this Board; and

WHEREAS, our Law and Finance Committee endorses the proposed amendment and restatement of the Saratoga County Investment Policy; now, therefore, be it

RESOLVED, that, pursuant to §39 of the General Municipal Law, the Board of Supervisors of the County of Saratoga hereby amends the Saratoga County Investment Policy to add a new Section IV, subdivision C, to authorize to authorize the redeposit of County funds through a deposit placement program as authorized by General Municipal Law §10(2)(a)(ii), and as amended, hereby approves and adopts the following restatement of the Saratoga County Investment Policy:

Comprehensive Investment Policy

While the Saratoga County Treasurer, the County's chief fiscal officer, has the principal responsibility for safeguarding the financial assets of the County and for obtaining a reasonable return on the investment of those assets, the Board of Supervisors also shares the responsibility for protecting County funds. Moreover, the Board has an obligation, under New York State Law, to define and delimit those instruments, which it regards as acceptable for the investment of Saratoga County funds. Therefore, both to comply with applicable statutes and regulations and to offer appropriate guidance to the Saratoga County Treasurer, the Board of Supervisors establishes this investment policy.

I. The Treasurer may deposit funds in any financial institution, which is a commercial bank with a branch office within Saratoga County if it meets the minimum capital and debt criteria described in Section II and has been approved as a depository by the Board of Supervisors (Exhibit A). Each such bank must execute a depository undertaking and an assignment-of- collateral agreement with the County Treasurer; such agreements will call for the

provision, by the bank, to the County Treasurer, of annual financial statements and quarterly "call reports". All County deposits must be secured by collateral (Exhibit B) in accordance with Section IV hereof.

II. For purposes of this Section and Section III, Primary Capital defined as the sum of common stock, perpetual preferred stock, capital surplus, undivided profits, reserves for contingencies and other capital reserves, mandatory convertible instruments, the allowance for possible loan and lease losses, and any minority interest in the equity accounts of consolidated subsidiaries. Excess Problem Loans are defined as the amount by which problem loans (those still accruing but past due by 90 days or more, those not accruing, and renegotiated "troubled" debt) exceed the allowance for loan and lease losses.

To qualify as a depository of Saratoga County funds, a bank must meet four of the following financial criteria:

- A. Ratio of Primary Capital to assets - greater than 7%
- B. Ratio of liquid assets to deposits - greater than 25%
- C. Ratio of the sum of Excess Problem Loans and Foreign Loans to Equity - less than 30%
- D. Return on Investment - greater than 0.5%
- E. Outstanding Loans to mature or be re-priced within twelve months - greater than 20%

With respect to any bank, which is a subsidiary of another bank, the foregoing criteria will be applied to the parent bank.

III. Saratoga County's deposits in each qualified bank, or family of banks, are limited to the lesser of 75% of Primary Capital or the maximum amount set forth in Exhibit A.

IV. A. Each depository bank must provide collateral for all Saratoga County deposits and investments it holds to the extent that their sum exceeds federal deposit insurance, if any, for such accounts. The collateral must consist of securities acceptable to the County (Exhibit C) and have an aggregate market value of 105% of the deposits secured.

Collateral must be held by a third party, in trust for, in safekeeping, in a restrained account, or otherwise specifically segregated as collateral for the public funds of Saratoga County. That third party shall be a financial institution of the depository bank's choice, subject to the approval of the County Treasurer, which has entered into an escrow/custodian agreement with the depository bank and the County Treasurer (Exhibit D). Under that agreement, the depository bank will have the right to the income from the collateral and the right to substitute alternative, acceptable collateral. The County will be notified of any substitution or reduction of collateral and will have an undisputed right of delivery of the collateral in the event of a default by the depository bank. The custodian need not have physical possession of the collateral but may hold the collateral in book entry form acceptable to the County Treasurer.

B. In lieu of or in addition to the deposit of securities authorized as collateral in the foregoing paragraph, the County Treasurer may accept as security for deposits and investments, to the extent their sum exceeds federal deposit insurance for such accounts, either:

1. An eligible letter of credit as defined in General Municipal Law Section 10(1)(h) for a term not to exceed ninety (90) days payable to Saratoga County as security for the payment of one hundred forty percent (140%) of the aggregate amount to be deposited by the County with the depository bank and the amount of agreed upon interest, if any; or

2. An irrevocable letter of credit issued in favor of and payable to Saratoga County by a federal home loan bank, whose commercial paper and other unsecured short-term debt obligations are rated in the highest rating category by at least one nationally recognized statistical rating organization, as security for the payment of one hundred percent (100%) of the aggregate amount to be deposited by the County with the depository bank and the amount of agreed upon interest, if any.

Any letter of credit or irrevocable letter of credit authorized as security in this Section IV shall be in place and received by the County Treasurer either prior to or at the time of the County's making, renewing or continuing its deposit or deposits with the depository bank. No deposit or investment may be made, renewed or continued by the County Treasurer unless security authorized by this Section IV is in place to cover any sum of the deposit or investment in excess of the amount of federal deposit insurance for such accounts.

Any letter of credit or irrevocable letter of credit authorized as security in this Section IV must be approved by the County Treasurer as to form and content.

C. The Treasurer shall also have the option of depositing funds in any financial institution

that is approved by the County Board of Supervisors and that is in compliance with Sections, II and III hereof, to arrange for the redeposit of the County's funds in one or more banking institutions, as defined in section nine-r of the Banking Law of the State of New York, for the account of Saratoga County, through a deposit placement program that meets all of the following conditions:

1. On or after the date that Saratoga County's funds are received, the designated bank or trust company (a) arranges for the redeposit of such funds into deposit accounts in one or more banking institutions and (b) serves as custodian for Saratoga County with respect to the funds re-deposited into such accounts.
2. Saratoga County funds deposited in a designated bank or trust company in accordance with this paragraph and held in the designated bank or trust company in excess of the amount insured by the federal deposit insurance corporation pending redeposit of the funds pursuant to this paragraph shall be secured in accordance with subdivision three of General Municipal Law §10 of the State of New York.
3. The full amount of Saratoga County funds re-deposited by the designated bank or trust company into deposit accounts in banking institutions, pursuant to this paragraph (plus accrued interest, if any), shall be insured by the federal deposit insurance corporation.
4. At the same time that the money of Saratoga County is re-deposited pursuant to this paragraph, the selected depository receives an amount of deposits from customers of other financial institutions pursuant to the deposit placement program that are at least equal to the amount of Saratoga County's funds re-deposited by the designated bank or trust company.

V. The Treasurer may, from time to time, invest County funds not immediately needed for County purposes in (a) an interest-bearing account in that approved depository bank offering the highest interest rates at the time of the investment, but only to the extent that all such investments and deposits in that depository bank do not exceed the amounts set forth in Section III or (b) by purchase of securities permitted by Section 11 of the General Municipal Law and authorized by the Board of Supervisors (Exhibit C).

VI. The County Treasurer will report monthly to the Board's Law & Finance Committee on the status of all County investments and deposits. The Law & Finance Committee will annually review this policy and, at its discretion, recommend changes for the consideration of the Board of Supervisors.

Exhibits

- A. Depositing Designation Resolution
- B. Undertaking
- C. Authorized Securities
- D. Escrow/Custodian Agreement

And, be it further

RESOLVED, that Resolution 31-98, as last amended by Resolution 30-2014, is repealed; and, be it further

RESOLVED, that as amended herein, the Saratoga County Investment Policy is ratified and confirmed; and,

be it further

RESOLVED, that the Clerk of the Board file a certified copy hereof with the County Treasurer.

BUDGET IMPACT STATEMENT: No budget impact

EXHIBIT A

(Attach a copy of Board Resolution designating Depositories)

RESOLUTION NO. 30 OF 2014

Designated Depositories

BE IT RESOLVED, that pursuant to Section 10 of the General Municipal Law of the State of New York, the following commercial banks, whose principal offices or branches are located within the County of Saratoga, are designated as depositories for all monies received by the County Treasurer:

Adirondack Trust Company
Ballston Spa National Bank
Bank of America

- Capital Bank
- First Niagara Commercial Bank
- Glens Falls National Bank and Trust Company
- Key Bank, N.A.
- M & T Bank
- NBT Bank
- Saratoga National Bank and Trust Company

And be it further

RESOLVED, that the maximum amount which may be kept on deposit at any time in each depository is \$37,000,000, such sum being the amount of the undertaking to be furnished as security in compliance with Section 10 of the General Municipal Law of the State of New York, as adequate protection for said deposits.

EXHIBIT B

UNDERTAKING

WHEREAS, _____, Saratoga County Offices* has been duly designated by the County of Saratoga to receive and keep on deposit such moneys received from and deposited by the County of Saratoga in this banking institution, and

WHEREAS, said bank institution is required to execute and file in the Office of the Saratoga County Treasurer an undertaking.

NOW, THEREFORE, the said _____ of _____, New York, in consideration of such deposits made or to be made therein, and for value received, does hereby undertake, covenant and agree to and with Saratoga County, in the maximum amount of \$37,000,000. to safely keep and well and faithfully account for all such monies which now are or shall hereafter be on deposit in or held by said banking institution, and will pay the same promptly at any and all times on legal demand therefore with interest thereon on agreed balances at an agreed rate per annum, to be credited as applicable.

Collateral to secure performance of this undertaking shall be provided by the said banking institution in accordance with and subject to, an Assignment of Securities made by the banking institution to the County of Saratoga. Further, from the banking institution, the annual financial statements and the appropriate quarterly "Call Reports" (Consolidated Reports of Condition and Income – FFIEC 031, FFIEC 032, FFIEC 033, FFIEC 034, or other appropriate report) must be promptly filed with the Saratoga County Treasurer.

WITNESS the seal of said banking institution and the signatures of the

_____ and _____,
(title) (title)

thereof, this _____ day of _____, 20__ .

By: _____,
Title: _____.

(Seal)

By: _____,
Title: _____.

*List Offices

STATE OF NEW YORK)
) ss.:
County of)

On this ____ day of _____, 20____, before me the undersigned, a notary public in and for said county, personally appeared

_____, _____, and
(Name) (Title)

_____, _____,
(Name) (Title)

of the _____ of _____ to me well known and who, severally duly sworn say and each for him/herself says, that he/she resides in _____ County and State aforesaid, that the said _____ is the _____ and the said _____ is the _____ of said _____, NY, the corporation described in and which executed the within instrument, that he/she knows the corporate seal of said corporation and that the seal affixed to said instrument is the corporate seal of said corporation, and was thereto affixed by the authority and order of the Board of Directors of said corporation; and the said _____ as _____, and the said _____ as _____, respectively, duly sign the said instrument by like authority and direction of said Board.

By: _____,

Title: _____,

By: _____,

Title: _____,

Subscribed and sworn to before me this ____ day of _____, 20____.

Notary Public

EXHIBIT C

Authorized Securities (Cite Section 10 of the General Municipal Law)

For amounts in excess of FDIC coverage, a pledge of obligation as collateral is required to secure the investment. The obligations which may be pledged are:

- 1) Obligations issued by the United States of America, an agency thereof or a United States sponsored corporation or obligation fully insured or guaranteed as to the payment of principal and interest by the United States of America, an agency thereof or a United States government sponsored corporation.
- 2) Obligations partially insured or fully guaranteed by any agency of the United States of America, at a proportion of the market value of the obligation that represents the amount of the insurance or guaranty.
- 3) Obligations issued or fully insured or guaranteed by this state, obligations by a municipal corporation, school district or district corporation of this state or obligations of any public benefit corporation, which under a specific state statute may be accepted as security for deposit of public monies.
- 4) Zero-coupon obligations of the United States Government marketed as "Treasury Strips".
- 5) Irrevocable letters of credit from guaranteeing banks meeting Saratoga County's Investment Policy's criteria for financial stability.

Securities 1 - 4 are also authorized for direct County investment.

EXHIBIT D

BANK DEPOSITORY

ASSIGNMENT OF SECURITIES

Date: _____

Securities Amount: \$ _____

WHEREAS, on the _____ day of _____, 20____, the _____ of _____ NY, executed and delivered an undertaking to the County of Saratoga, in the penal sum of _____ (\$ _____), in consideration of deposits made or to be made therein from time to time of such monies received by the County of Saratoga as are or may be deposited to its credit in this banking institution.

NOW, THEREFORE, the said _____ of _____ NY, in consideration of such deposits made and to be made therein and for valuable consideration, does hereby assign and transfer the securities herein after described, and any securities or proceeds received in exchange for said securities, to the County of Saratoga to secure the said public funds and hereby deposits the securities with _____ as custodian for the County of Saratoga to be held pursuant to the terms and conditions of the agreement among the County of Saratoga, the _____ and _____ dated _____, _____ 20____ to be held as security for the return of said public funds and interest thereon according to the agreement of the parties and for the purpose of saving harmless and indemnifying the County of Saratoga from and against all loss, both of principal and interest, costs, damages, or expenses of any kind or nature, that may be incurred for or on account of said funds and monies heretofore or hereafter deposited in or held by the said banking institution and for which security is required, or for which said banking institution shall in any way become liable to the depositor.

This assignment of securities is given primarily but not exclusively for demand, time and savings accounts the County of Saratoga maintains with this banking institution.

Said securities above referred to are described as follows:

<u>Par Value</u>	<u>Security Description</u>	<u>Rate</u>	<u>Maturity Date</u>
\$			

This listing will change from time to time, subject to the collateral coverage requirements of the County for the above mentioned accounts, and in accordance with the provisions of the aforementioned agreement among the County of Saratoga, _____ and _____.

WITNESS the seal of said banking institution and the signatures of the _____ and _____, (title) (title)

thereof, this _____ day of _____, 20____.

(Seal)
By: _____,
By: _____

STATE OF NEW YORK)
) ss.:
County of _____)

On this _____ day of _____, 20____, before me the undersigned, a notary public in and for said county, personally appeared _____, President and _____, Cashier, of the _____ of _____

_____ to me well known and who, severally duly sworn say, and each for him/herself says, the he/she resides in the county and state aforesaid; that the said _____ is the President and the said _____ is the Cashier of said _____, NY, the corporation described in and which executed the within instrument, that he/she knows the corporate seal of said corporation and that the seal affixed to said instrument is the corporate seal of said corporation, and was thereto affixed by the authority and order of the Board of Directors of said corporation; and the said _____ as President, and the said _____ as Cashier, respectively, duly sign the said instrument by like authority and direction of said Board.

Subscribed and sworn to before me this ____ day of _____, 20__.

Notary Public

CERTIFICATE OF DEPOSIT OF SECURITIES

It is hereby certified that the _____, a banking institution of _____, NY has deposited securities as described and assigned within this instrument in a total sum of \$ _____ and such securities are being held for the safe keeping and upon condition and for the purpose of saving harmless and indemnifying the County of Saratoga from and against all loss, both of principal and interest, costs, damages or expenses of any kind or nature, that may be incurred for or on account of funds or monies heretofore or hereafter deposited or held by said banking institution and for which security is required or for which said banking institution shall in any way become liable to the County of Saratoga or the depositor.

On the withdrawal of all monies so secured and a closing and settlement of the accounts thereof, the County of Saratoga will return said securities to the owner entitled thereto. This certification is given in connection with deposits of funds or monies secured by an undertaking dated _____ and this assignment dated _____, executed for the accounts named therein.

Fiscal Officer

Listing of Securities:

<u>Par Value</u>	<u>Security Description</u>	<u>Rate</u>	<u>Maturity Date</u>
\$			

ESCROW / CUSTODIAN AGREEMENT

The undersigned Depository Bank (the "Depository Bank") has deposited with you securities to secure the repayment of the deposits of Saratoga County of New York with the Depository Bank, which securities are to be held by you subject to the following terms and conditions:

1. You shall pay over to the Depository Bank or its order any interest or income you receive with respect to these securities unless prior thereto you receive other written instructions from the Treasurer's Office of said Saratoga County of New York; in which event you shall honor such other instructions when received.
2. You shall deliver these securities, in whole or in part, to the Treasurer's Office of said Saratoga County of New York on receipt by you of written demand accompanied by his written statement that the Depository Bank has defaulted in payment in part or all of the deposits secured by the said securities.
3. You shall deliver these securities to the Depository Bank or its order upon receipt by you of a written authorization from said Treasurer's Office.

- 4. You are authorized to permit the Depository Bank to make substitution of like or greater par value of direct obligations of the United States Government, without other authority. This authority of substitution does not apply to any other class of securities.

Whenever substitutions are so made, receipts describing the substituted securities are to be forwarded promptly by you to the Depository Bank and the above mentioned political subdivision.

Those securities received in substitution for others, plus any additional securities deposited hereunder, shall become a part of the collateral pledged by the Depository Bank for the purpose herein before mentioned and shall be held in every respect subject to the terms and conditions herein provided.

- 5. Notwithstanding any provision herein to the contrary you are authorized from time to time in your sole discretion to deposit or arrange to deposit in a book entry account in your name maintained at the Federal Reserve Bank of New York and/or Depository Trust Company, any securities at any time which are pledged qualifying for deposit therein and to withdraw or arrange to withdraw such securities therefrom. Securities so deposited may be commingled in such book entry account with securities belonging to you and your other customers.
- 6. This agreement shall be executed in triplicate by the parties concerned, each of whom shall retain one copy for their records.

Accepted:

Date: _____,
 _____ By _____
 (Custodian Bank) (Authorized Official)

Date: _____,
 _____ By _____
 (Depository Bank) (Authorized Official)

Approved: _____

For and on behalf of Saratoga County of New York

By _____
 Treasurer Date

Mr. Peck invited all the Supervisors to attend the Sundae on the Farm. The Peck Family is hosting the event this year and he is eager to show his colleagues the farm.

On a motion by Mr. Lent, seconded by Mr. Lunde the meeting was unanimously adjourned.

Respectfully submitted,

Pamela Wright, Clerk