

### **Film Services Consultant Approved List Resolution**

An annual meeting of the Nassau County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 1550 Franklin Avenue, Mineola, County of Nassau, New York, on May 17, 2017, at 5:00 p.m., local time.

The meeting was called to order by the Chairman and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Timothy Williams	Chairman
Christopher Fusco	Asst. Secretary
Michael Rodin	

**NOT PRESENT:**

John Coumatos	Vice Chairman
Gary Weiss	Secretary

**THE FOLLOWING PERSONS WERE ALSO PRESENT:**

Joseph J. Kearney	Executive Director
Joseph Foarile	Chief Financial Officer
Colleen Pereira	Administrative Director
Nicholas Terzulli	Director of Business Development
Paul O'Brien, Esq.	Bond/Transaction Counsel

The attached resolution no. 2017-28 was offered by M. Rodin, seconded by C. Fusco:

Resolution No. 2017-28

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY ESTABLISHING AN APPROVED LIST OF QUALIFIED FIRMS TO PROVIDE CERTAIN TARGETED ECONOMIC DEVELOPMENT SERVICES IN THE FILM INDUSTRY

WHEREAS, the Nassau County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title I of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act"), and Chapter 674 of the 1975 Laws of New York, as amended, constituting Section 922 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, the Agency may from time to time require the services of a firm or firms (the "Firms") to (i) develop a 2017 economic development plan (the "Plan") for the Agency targeting the film industry identified in the Agency's strategic financial assistance policy with particular emphasis on digital post-production companies, (ii) assist the Agency in identifying and contacting companies both domestically and internationally in that sector for purposes of inducing such companies to produce movies and television shows in the County, and (iii) perform related professional services as required by the Agency; and

WHEREAS, the Agency issued a Request for Qualifications to Provide Certain Targeted Economic Development Services in the Film Industry (the "RFQ") seeking statements of qualifications from interested Firms, and the Agency published notice of the issuance of such RFQ on March 22, 2017, in *Newsday*; and

WHEREAS, the Agency received statements of qualifications from one (1) or more Firms (collectively, the "Statements") expressing interest in providing the services contemplated by the RFQ (collectively, the "Services"); and

WHEREAS, in accordance with its Charter, the Finance Committee of the Agency reviewed the Statements, determined that interviews of the respondent Firms would not be necessary or desirable, found that all such Firms meet the minimum requirements set forth in the RFQ and are qualified to provide the Services, and recommended that the Agency establish an approved list of Firms to provide the Services; and

WHEREAS, the Agency desires to establish such an approved list of Firms to provide the Services;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby ratifies and confirms all actions heretofore taken by the Agency's staff and the Finance Committee in connection with the procurement of the Services pursuant to the RFQ.

Section 2. The Agency hereby determines that the procurement of the Services pursuant to the RFQ constitutes a procurement of professional services involving the application of specialized expertise and a high degree of creativity and, therefore, is not subject to the competitive bidding requirements of the Agency's Statement of Procurement Policy and Procedures.

Section 3. The Agency hereby determines that the proposed action is a Type II Action pursuant to Article 8 of the New York Environmental Conservation Law (including the regulations thereunder, "SEQRA") involving "continuing agency administration" which does not involve "new programs or major reordering of priorities that may affect the environment" (6 NYCRR §617.5(c)(20)) and therefore no Findings or determination of significance are required under SEQRA.

Section 4. The Agency hereby accepts the recommendations of the Finance Committee (i) that interviews of the respondent Firms not be required, (ii) that all of such Firms are found to meet the minimum requirements set forth in the RFQ and are qualified to provide the Services, and (iii) that the Agency establish an approved list of Firms to provide the Services.

Section 5. Effective as of the date of adoption of this Resolution, the Agency hereby establishes an approved list of Firms to provide the Services consisting of the Firm or Firms set forth on Exhibit A annexed hereto (the "Approved List").

Section 6. The Agency hereby authorizes and directs the Executive Director to select Firms from the Approved List from time to time in connection with the Agency's requirements for the services required by the RFQ. The selection of the Firm for a particular service required under the RFQ shall be made by the Executive Director in his or her discretion. The Executive Director is authorized to award portions of the requirements set forth in the RFQ to different Firms and at different times. The Executive Director is hereby authorized and directed to negotiate and enter into a contract or engagement letter with each Firm, if deemed advisable or necessary by the Executive Director, on such terms and subject to such conditions as the Executive Director may deem advisable or necessary, subject to the terms of this resolution, the Agency's budget for the type of services required and the requirements of the RFQ. The Executive Director's execution of any such contract or engagement letter shall evidence the Agency's approval of the terms thereof.

Section 7. This Resolution shall not preclude the Agency from appointing and engaging other consultants as determined from time to time by the members of the Agency. The Agency reserves the right to cancel the Approved List at any time.

Section 8. This Resolution shall take effect immediately.

ADOPTED: May 22, 2017

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Gary Weiss	EXCUSED	
Christopher Fusco	VOTING	Aye
Timothy Williams	VOTING	Aye
John Coumatos	EXCUSED	
Michael Rodin	VOTING	Aye

The foregoing Resolution was thereupon declared duly adopted.

EXHIBIT A

Approved List of Firms

I. Coastal Film Consultants

STATE OF NEW YORK            )  
  ) SS.:  
COUNTY OF NASSAU            )

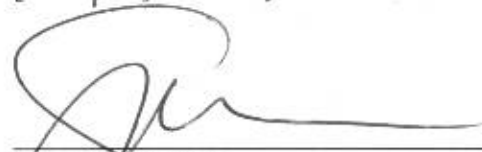
We, the undersigned [~~Vice~~] Chairman and [Assistant] Secretary of the Nassau County Industrial Development Agency (the "Agency"), do hereby certify that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on May <sup>17</sup>~~22~~, 2017 with the original thereof on file in our office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our respective hands and affixed the seal of the Agency this 17<sup>th</sup> day of May, 2017.

  
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[Assistant] Secretary

  
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[Vice] Chairman

(SEAL)