

NAME

6-10-21 UCIDA Board Meeting Part Two <https://www.youtube.com/watch?v=UhoQ-RwFLMA>

DATE

May 12, 2021

DURATION

42m 12s

12 SPEAKERS

Diane Eynon
Faye Storms
Rose Woodworth
Michael J. Ham
Joe Eriole
AAaron Lacanfora
Richard Jones
Daniel Savona
James Malcolm
Orlando Reece
All
Elliot Lee

START OF TRANSCRIPT

[00:00:00] Diane Eynon

I just wanted to say apologies to everyone, I have a long standing meeting at 11:00 that I'm going to be a little late for, I told them, but I'm going to have to get off at around 11, 15. Appointment was there before I was appointed and I can't get out of it. My apologies.

[00:00:15] Faye Storms

That's OK.

[00:00:19] Rose Woodworth

You didn't know months ago you would be here.

[00:00:24] Diane Eynon

No idea.

[00:00:25] Faye Storms

OK, Aaron. Is everyone on or do you know?

[00:00:29] Michael J. Ham

I feel your pain, Diane. My phone (inaudible).

[00:00:33] Joe Eriole

I think actually months ago, none of us were sure we'd be here.

[00:00:38] Faye Storms

That's true. (inaudible).

[00:00:39] AAaron Lacanfora

Yes. There's only everyone's in.

[00:00:42] Rose Woodworth

OK, great. Thank you Aaron.

[00:00:44] AAaron Lacanfora

You got it.

[00:00:45] Faye Storms

OK, we're on to new business. First order of business is the appointment of the chair. We will be taking nominations.

[00:00:54] Michael J. Ham

I'd like to nominate Jim.

[00:00:55] Richard Jones

To the nomination to nominate Faye Storms to be the chair.

[00:01:00] Faye Storms

Ok, I think we had both of you at the same time saying that, well, either way, We'll know right away. So then let me say, who would like to second. I'm going to say I'm going to just do with Mike because he actually started a little bit before you.

[00:01:28] Michael J. Ham

I moved in to nominate Jim James Malcolm for chair.

[00:01:32] Faye Storms

OK, do I have a second on that.

[00:01:36] Diane Eynon

Second.

[00:01:37] Faye Storms

OK, any discussion.

[00:01:39] Daniel Savona

I second that.

[00:01:43] Faye Storms

OK, Rose, could you please take a roll call vote?

[00:01:49] Rose Woodworth

No, yeah, we don't roll call until you close up the nominations.

[00:01:49] Faye Storms

Oh, OK. So we're going to do both at the same time. (inaudible).

[00:02:04] James Malcolm

Just procedurally. And I get a motion to these nominations. If you don't mind me,

[00:02:13] Rose Woodworth

Well, no one has second Rick.

[00:02:16] James Malcolm

He doesn't have to have a second.

[00:02:18] Rose Woodworth

OK.

[00:02:19] James Malcolm

You don't have to have a second on a motion. So if you would don't mind think, then are there any more nominations for Chair? And you believe three times. Are there any more nominations?

[00:02:34] Faye Storms

Ok. Are there any more nominations for Chair?

[00:02:37] James Malcolm

From the floor to close nominations?

[00:02:41] Faye Storms

I like a motion from the floor to close nominations.

[00:02:44] James Malcolm

I'll second that.

[00:02:44] Faye Storms

Now, Rose takes the vote.

[00:02:51] Rose Woodworth

Yeah.

[00:02:52] Faye Storms

OK.

[00:02:52] Rose Woodworth

I'm sorry, I'm writing and Jimmy seconded. Sorry to close. OK, OK, Faye Storms, which are you voting for, Faye Storms or Jimmy Malcolm/

[00:03:07] Faye Storms

Faye Storms

[00:03:10] Rose Woodworth

OK. Richard Jones.

[00:03:12] Richard Jones

Faye storms.

[00:03:15] Rose Woodworth

Michael Ham.

[00:03:17] Michael J. Ham

James Malcolm.

[00:03:20] Rose Woodworth

Diane Eynon.

[00:03:24] Diane Eynon

Faye Storms.

[00:03:24] Rose Woodworth

Jimmy.

[00:03:25] James Malcolm

Jim Malcolm.

[00:03:29] Rose Woodworth

Orlando.

[00:03:31] Orlando Reece

James Malcolm.

[00:03:31] Rose Woodworth

And Danny Savona.

[00:03:39] Faye Storms

Where's Dan?

[00:03:39] Daniel Savona

James Malcolm.

[00:03:42] Rose Woodworth

OK.

[00:03:42] Daniel Savona

Did you hear me Rose?

[00:03:49] Rose Woodworth

Yes, I did. I got you.

[00:03:50] Faye Storms

Yes. Thank you.

[00:03:52] Faye Storms

Jimmy. James Malcolm is now chair. Congratulations. And I look forward to what you can do for the IDA and Ulster County.

[00:03:59] James Malcolm

I look for what we can do for the IDA and Ulster County. Honestly, I'm invigorated by the input from new board members. You know, it's one of those things where where you can really, really see the handwriting on the wall and the diversity of business minds here, a lot of untapped potential got good things. Thank you, and I hope I can serve you in the appropriate fashion. And believe me, my feelings don't get hurt easy for the new members, anyone can tell you. I was afraid Rick wanted to punch me out a few times, but we got past.

[00:04:48] Richard Jones

I thought the other, I thought the same thing about you.

[00:04:52] James Malcolm

A lot of love, a lot of hugs, Rick, a lot of hugs.

[00:04:56] Faye Storms

(inaudible). You take over now. So continue on with the meeting.

[00:05:04] James Malcolm

OK. Going through are these appointments or these elected (inaudible)?

[00:05:07] Rose Woodworth

You don't. Yeah, we don't need to do vice chair because it's still she's still elected through this term. So then you would need to do another assistant secretary because of Paul.

[00:05:21] James Malcolm

All right. Currently, we have Michael Hein, Michael Ham is the secretary.

[00:05:29] Rose Woodworth

Yeah, he's a secretary, and then someone else is also an assistant secretary. There are two assistant secretaries. I think you are an assistant secretary as well, Jimmy.

[00:05:38] James Malcolm

Ok, I would ask Orlando Reese to be my assistant secretary.

[00:05:38] Rose Woodworth

OK.

[00:05:44] James Malcolm

You know and ask Danny Savona to be the assistant to Mike Ham. I would hope that, Diane (inaudible).

[00:05:57] Rose Woodworth

I'm sorry, I can't hear you over that somebody else still has that background noise.

[00:06:01] James Malcolm

Ok, I want Orlando Reese to be my assistant secretary.

[00:06:06] Rose Woodworth

Ok, so there's some. OK, so it's Orlando, Mike as the secretary already, then Orlando and then you want to add you removing yourself as a secretary, assistant secretary. OK, and Danny got it. OK, and then...

[00:06:26] James Malcolm

Committee chairs.

[00:06:29] Rose Woodworth

Then you would need to do the vote on the CEO and the slash contracting officer and the CFO.

[00:06:39] Joe Eriole

Rose it did like Jimmy was about to talk about the committee chairs, since we're on appointments that don't require votes, should be there maybe.

[00:06:49] Rose Woodworth

Um, sure that's fine.

[00:06:51] Rose Woodworth

But, well, we do require votes on the assistant secretary, etc..

[00:06:56] Joe Eriole

Ok, well, we'll do that all at once. Right?

[00:06:59] James Malcolm

You know what I'll put that into motion. What's already been laid out there? I make a motion, we utilize Orlando Reece as the assistant secretary to the chair and Dan Savona as assistant secretary to Hike Ham. Can I get a second on that motion.

[00:07:19] Daniel Savona

Second.

[00:07:21] James Malcolm

Anything on the question. All those in favor of the motion signify by saying, I.

[00:07:31] All

I.

[00:07:31] James Malcolm

Rose, would you like to do a call as opposed to?

[00:07:35] Rose Woodworth

Yes, you're right. OK. OK, James Malcolm.

[00:07:40] James Malcolm

I.

[00:07:42] Rose Woodworth

Faye Storms.

[00:07:44] Faye Storms

I.

[00:07:44] Rose Woodworth

Richard Jones.

[00:07:47] Richard Jones

I.

[00:07:48] Rose Woodworth

Michael Ham. Yes. Diane Eynon. Did you say yes? OK. Orlando Reese.

[00:08:01] Orlando Reece

I

[00:08:01] Rose Woodworth

And Daniel Savona. Yes.

[00:08:04] Daniel Savona

I.

[00:08:06] Rose Woodworth

Thank you,

[00:08:07] Daniel Savona

Yes.

[00:08:10] James Malcolm

As far as going into governance, appointed chairs. I would like to ask Mike Ham to act as the well, to be the governance chair. I would ask the good doctor, Diane, to do audit because she should be working hand in hand with Rick Jones and Rick's got enough on his plate. You OK with that, Diane? Michael, you're OK with that?

[00:08:39] Michael J. Ham

Yeah. OK. I'd like to have some conversation I would ask the chairs of those various committees to reach out, determine the skill sets of some of the other people out there and come back with what do we typically do three on each?

[00:08:57] Michael J. Ham

Yeah.

[00:09:00] Rose Woodworth

Well, three and five was on governance. I did check the bylaws before that. You don't need more than three on governance.

[00:09:05] James Malcolm

Ok, well, look, we'll spread it out and not overload anybody too much. So I'll ask Mike and Diane to both come back. Give yourself a little bit of time, whatever you think it is, and I know it's a little bit of an imposition Diane and I apologize, but I hope you've gotten a little bit of a sense of what we have on this board right now. If there is an issue, please let me know and we'll work on it together.

[00:09:32] Rose Woodworth

OK, so then Diane would also be treasurer by default because she's the chair of audit just so everybody else knows. And then finance, are you planning to chair finance then, because finance is the full board per the Charter for Finance Committee?

[00:09:47] James Malcolm

Well, look, you know what? I'm again, I like to create a large footprint. I would like Faye to chair finance.

[00:09:55] Rose Woodworth

Ok. Faye?

[00:09:59] Faye Storms

Oh, I didn't hear that, what?

[00:10:00] James Malcolm

Would you do chair finance Faye?

[00:10:03] Faye Storms

Oh, yeah, absolutely.

[00:10:03] James Malcolm

Excellent.

[00:10:12] James Malcolm

Good, or you need another motion.

[00:10:14] Rose Woodworth

No motion on that, you're the boss.

[00:10:16] James Malcolm

I'm not the boss. I'm just the...(inaudible) Wrong guy. Also, as I said and I just before we go out of executive session (inaudible).

[00:10:34] Faye Storms

We were out of executive now.

[00:10:36] James Malcolm

Are we out of it now?

[00:10:38] Faye Storms

We've been out of it.

[00:10:40] James Malcolm

All right. That's fine. I just want whatever we decide on. I hope we all move out the door and find it. And I think we will so thank you.

[00:10:56] Daniel Savona

Thank you.

[00:10:57] James Malcolm

You're welcome. You're welcome.

[00:10:59] Rose Woodworth

So now you need to just come back to the CEO and CFO for the board to vote on those.

[00:11:08] James Malcolm

Joe Eriole, would you, well, would you explain what the motion is and then I'll ask Dan Savona or whoever to make a motion. So just is as long as we have this thing.

[00:11:23] Joe Eriole

Yeah, sure. I think if the board is prepared to act right now to appoint those permanent positions going forward, you need a motion for whom you'd have a serving as CEO and CFO. We have determined that we want to separate two positions, which is different from our previous approach, and that I think the discussion of the board has indicated a preference not to have the chair also act as CEO. So I think I've summarized that correctly, and I think it's just a matter of someone making a motion as to who those people should be. And if anybody's got any other questions, obviously. Let me know.

[00:12:15] James Malcolm

Let me just make it clear that. Rick Jones was instrumental in this, it was good, clear thinking, and I think it's going to best serve this board as far as transparency and again, checks and balances. So thank you, Rick. I'd like to put it in the form of emotion or ask for emotion from the floor. You know, to have Rose as our CEO. And to have Rick Jones as our CFO.

[00:12:48] Daniel Savona

I'll make a motion.

[00:12:50] James Malcolm

Can I have a second?

[00:12:52] Faye Storms

I'll second.

[00:12:52] James Malcolm

Thank you Faye. Anyone on the question. All those in favor.

[00:12:58] All

I

[00:13:00] James Malcolm

Roll call.

[00:13:02] Rose Woodworth

Yup. You got it. James Malcolm.

[00:13:06] James Malcolm

Yes.

[00:13:08] Rose Woodworth

Faye Storms.

[00:13:09] Faye Storms

Yes.

[00:13:09] Rose Woodworth

Richard Jones.

[00:13:11] Richard Jones

Yes.

[00:13:11] Rose Woodworth

Michael Ham.

[00:13:13] Michael J. Ham

Yes.

[00:13:14] Rose Woodworth

Diane Eynon.

[00:13:15] Diane Eynon

Yes.

[00:13:15] Rose Woodworth

Orlando Reece.

[00:13:18] Orlando Reece

Yes.

[00:13:19] Rose Woodworth

And Daniel Savona.

[00:13:21] Daniel Savona

Yes.

[00:13:23] Rose Woodworth

OK, thank you.

[00:13:27] James Malcolm

All right, where are we at now, contract for administrative services, Joe.

[00:13:34] Faye Storms

Diane, Diane, if you have to leave, (inaudible) OK, because we have a quorum. So you can you can leave if you have to.

[00:13:46] Diane Eynon

Thank you.

[00:13:47] James Malcolm

Thank you, Diane.

[00:13:49] Diane Eynon

Thank you. I appreciate it. Take care, everyone.

[00:13:52] Rose Woodworth

Bye.

[00:13:54] James Malcolm

Joe Eriole. I want to go over contract for administrative services.

[00:13:57] Joe Eriole

Yes. So the contract for administrative services have been in place with Rose Woodworth's firm Christopher J. O'Connor Associates. And the one being proposed for approval today is essentially the same with a couple of small changes that reflect prior decisions of the board as to the way that that contract would be managed anyway, like during the course of the year, certain decisions were made. Now they are memorialized in the contract. So from a legal perspective, the contract is ready for action. There's nothing prohibitive in it as far as whether you can act or should act. So if it's what the board wants to do, if the agreement is acceptable, you could certainly act on it. And right now you are in you are in an extension period of a prior contract, kind of with consent of Christopher J. O'Connor. But you really should lock this in. Now, I have one of thing to say that has changed a little since we discussed it, and that is that if Rose is now the CEO, it may be prudent to amend the contract to reflect that role. And but I will say, I do not think if the board wants to act on this contract, I do not think it is prevented from doing so with the proviso that you probably have all heard before on other boards that counsel, you know, review the contract and revise it to reflect this, that it's a contract for CEO Services and Rose it. now, you may want to comment on that. I don't know if you think it would require more significant changes. My sense is it probably would not. It's a matter of defining the roles. So that's that's my two cents on that.

[00:15:52] Rose Woodworth

I think...

[00:15:54] Richard Jones

I'll make a motion to what he just said. Which is to (inaudible)

[00:16:01] James Malcolm

I'll second that. Is there anything on that question for this (inaudible).

[00:16:05] Rose Woodworth

Who second that? I'm sorry.

[00:16:07] James Malcolm

I did.

[00:16:08] Rose Woodworth

OK, thank you.

[00:16:09] James Malcolm

Ok. Anyone have any questions on that, on the role. Again, Rose want to do a roll call.

[00:16:19] Rose Woodworth

Sure, no problem. James Malcolm.

[00:16:23] James Malcolm

Yes.

[00:16:25] Rose Woodworth

Faye Storms.

[00:16:26] Faye Storms

Yes.

[00:16:26] Rose Woodworth

Richard Jones.

[00:16:28] Richard Jones

Yes.

[00:16:28] Rose Woodworth

Michael Ham.

[00:16:32] Michael J. Ham

Yes.

[00:16:32] Rose Woodworth

Diane Eynon, I'm sorry, she's absent. James Malcolm we did. Orlando Reese.

[00:16:41] James Malcolm

He said yes.

[00:16:43] Rose Woodworth

And Daniel Savona,

[00:16:46] Faye Storms

We have some view of his head.

[00:16:52] Daniel Savona

Yes.

[00:16:52] Michael J. Ham

He has something in his ear.

[00:16:54] Daniel Savona

I went from the house to the restaurant. I'm running back and forth, so I'm trying to be trying to be here.

[00:17:04] James Malcolm

All right. Next order of business, the covid Response Council.

[00:17:10] Joe Eriole

So the discussion here from the IDA perspective is that the board would like to make it very clear to the public at large, to the other agencies that are concerned with economic development in the county and primarily to businesses of Ulster County, that it's open for business on projects large and small. And it seems to be the will of the board that one of the products that we're going to put out that's within the purview of the IDA to do is to make it clear to design a program that makes clear that projects that are looking to do capital improvements of less than a million dollars should come and talk to the IDA that we want to design a program that has reduced fees and costs, potentially including legal fees and maybe fixed costs so that applicants know exactly what they're getting into when they come in with that kind of project and they can work it into their budgets and their performance. The idea being that such transactions can be acted on quickly without any change in the actual procedure of the IDA, because projects that that confer less than, up to a hundred thousand dollars or less of benefits don't require a public hearing. So a good project can come in, describes the project to be acted on quickly by this board. The advantage of that transaction will be it would it would be a straight lease transaction, which then allows the applicant to save the sales tax on all their equipment for bricks, et cetera. And coming out of covid, a lot of small businesses, medium businesses. And let's face it, large businesses are going to need to respond to post covid regulations. Also be that the covid crisis revealed weaknesses in their own business model that require addressing it in their physical plant. The expansion of projects that that have done well, businesses that have done well in covid are going to be key to to bootstrapping up the rest of the economy coming out of this. And so we want to make it clear the board has made clear to me that it wants to make clear to the public that these are projects we want to see. And I think that the idea that the board has suggested is that a task force or committee be formed of this board immediately. That would come back with the specifics of such a plan, things like the costs and fees, et cetera, et cetera, and then that we would be able to roll this thing out, announce it maybe even prior to the July meeting, so that in July we can start to do (inaudible).

[00:20:14] James Malcolm

Joe it's one of those things. If you build it, they will come.

[00:20:16] Joe Eriole

I think so.

[00:20:18] James Malcolm

I would lean on the expertise of Faye Storms and the assistant, my secretary, Orlando, you know, as far as the marketing and Faye knows, the real estate market and properties. And, you know, we want to paint a fuzzy picture. We want to let people know we're here, you know, and if it takes the extra step, we'll take two extra steps to help you out. So. If you can brainstorm a little bit, and this is not just the two of them, this is a full board initiative, so. You know, hand in hand, decide if you want to have a...

[00:21:02] Daniel Savona

I'd be willing to help with thatone.

[00:21:06] James Malcolm

Ok, all right. Like I said, it's a full thing will send out an invitation Rose when it fits in to Faye's and Orlando's schedule and maybe do a zoon. And you can brainstorm ideas or where we're coming from, how to get to where we need to be.

[00:21:23] Rose Woodworth

Ok, so with that, Faye, Orlando and Danny?

[00:21:26] James Malcolm

Danny, anybody could be a part of it. Danny wants to be part of it, too, but it's open to everyone. But you've got to manage the chaos a little bit.

[00:21:35] Daniel Savona

Yup, absolutely.

[00:21:45] James Malcolm

All right. What are we talking about here, the Ulster Realty.

[00:21:54] Joe Eriole

Yeah, NH Realty the Golden Hill project, I think is next. So this is do we ultimately on the phone?

[00:22:05] Elliot Lee

Yes, I'm on Joe.

[00:22:06] Joe Eriole

Right. OK, so I'm going to let Elliot talk in a moment. But Elliot is the attorney for the project. You've got this application in your pocket. You've got a memo for me. You understand the transaction, I think. But obviously feel free to ask questions to the applicant. They've been working very closely with Rose and I to get them toward the information that they need. It is an application to for the public benefit here. I'll say that it's an application to purchase the Golden Hill property and operation. It'll happen in two phases because they they're going to buy the property right away. They can't buy the operation or close on the operation until they get certain approvals from the state, which do take some time to get. And in the present situation, those times have been delayed. I think that will be somewhere between six months to a year from now, They'll be treated, those two closings are two separate transactions for us as well, and they'll be treated as such in terms of the way that we process it here. But the applicant's been, you know, responsive. If there's more information that the board wants from the applicant or that Rose needs obviously to weigh in on that. I'll let Elliot describe where they're at in the transaction itself so that we have a sense of that, because I think that plays into the action they need from us. So before we look for questions or comments from the board, Mr. Chairman, if it's OK, I'd like to ask Elliot to just introduce himself and say, look what this is.

[00:23:50] James Malcolm

Please.

[00:23:52] Elliot Lee

Yes, hi. Thanks, Joe. This is Elliot Lee. I'm an attorney for the applicant with the firm Novak Farm Crystal in New York. So to answer, to sort of expand on Joe's introduction, I represent Ulster, NH Realty Realty and also NH Operations. Ulster NH Realty is the entity that is purchasing the real estate of Golden Hill. Like Joe mentioned, They'll be in separate phases to the real estate acquisition. We anticipate closing in the next 30 days. Hopefully that is the goal and we're financing lined up and everything. So the goal is to close at the end of this month or early next month. And as Joe mentioned, the operations. We know where my client is applying to the Department of Health for Certificate of need approval, and (inaudible) approval, that we anticipate will take about six to nine months, although the department health is not processing, I understand applications at the moment because they're just busy covid related issues. So once they start processing applications, we expect to take six to nine months to be able to close on the transfer of the operations. Yeah, I mean, I don't know if there are anyother questions from your (inaudible) want to collaborate on anything else?

[00:25:24] James Malcolm

Any questions anyone?

[00:25:25] Richard Jones

I have a bunch of questions. Go ahead chair.

[00:25:28] James Malcolm

No, no, no, please, everybody should get a week of Rick.

[00:25:33] Richard Jones

So a bunch of questions or statements. One of the other. We don't have the, Rose question mark. We don't have the full background check in on this. So I don't know that we can I don't know that I want to go forward so we get the full background check. And I'm assuming when I looked at the application, there's four different LLC's, I think, and one individual. You're you're getting the names of the members of the LLC right in the background check is being done on each one of those members. So that's it.

[00:26:04] Rose Woodworth

We only do a background check, a full background check with our background check firm is only done on twenty five percent or more owners. In this particular case, there's only one person that fits that description. Then what we do here as the office is will do it like a basically a Google search on news articles or social media. Anything we can find on any of the owners that are five percent or more. And they're companies based on the information that we have. Clearly, in this case in particular, we narrowed it down. Joe Eriole and I went back and forth on the best way to do it so that it wasn't too cumbersome. But we're only looking at businesses that these people own. Twenty five percent or more, either by themselves or together or have like the managing stake in a company, because we can't look into everything that they own one percent of.

[00:27:00] Richard Jones

So background check is not done yet.

[00:27:04] Rose Woodworth

So I got part of it back from our background check firm, but there was a question on an address. So he had to get a little bit more information, which I now have from Elliott. But no, we're not we're not done.

[00:27:17] Richard Jones

Ok, the other major point I want to make is that I made it, I've made it before is that the population of nursing homes are amongst the most vulnerable, and I know that in going back to the original agreement between the county LDC and the current operator, there were a number of qualifications that they had in the county resolution, and they wanted to make sure that the current owner had the competency and character to to run a nursing home history of employee relations and practices. So I think there's a whole bunch of things, including approval by the Department of Health. There's a whole bunch of things that if we were to make this transfer, allow this transfer to take place, we need to be sure that we're protecting the residents of the vulnerable residents, all the residents of this nursing home. And I'm not quite sure how to accomplish it. One suggestion would be we don't transfer or the transfer is contingent upon the approval that they gain from the Department of Health. Presumably, the Department of Health is going to look at the past practices of the people who are acquiring this and weigh in on their ability and their character and competency, their ability to run this very large facility in Ulster County. So I'm concerned with that. And I am disappointed and I know that we did this, that we only examined people with more than a twenty five percent interest. I'm just disappointed that we did that. We may want to consider for background checks going much lower than that to discover the interlocking relationships between these LLC's, and who are we really dealing with?

[00:29:19] Rose Woodworth

It makes sense, I think the boards thought then was just to lower the cost because it's five hundred plus per applicant run through the background check, which is why, I mean, in this case in particular, you know, and all of them, we did an extensive check with our prior applicants as well. But we'll be sure to do a good job as the staff as far as we can with whatever resources we have on all of the owners.

[00:29:45] James Malcolm

Nothing's ever written in stone, and Rick makes a good, viable point, you know, in my organization, and I'm sure maybe Mike Ham could tell you the same thing, what we what we look at as a proprietary interest is about 15 percent. But you're you're a decision maker, a policy maker. So it's whatever you decide to set. And, you know, clearly a nursing home is different than a fan factory. I get it. And you should go to the the extra mile. And honestly, you know, these are things we'll discuss together. But part of what I'm going to say is, is that our transfer PILOT programs you're talking about, the state gives them the OK, all of that is out of our hands. OK, we can only do what we're enabled to do at this point, but some of the other stuff is, yeah, you know, I don't disagree with you at all. I think it's pretty clear that, you know, you could have two 25 percenters and two 20s and a 10 and, you know, so what it is, it comes along, I guess.

[00:31:00] Joe Eriole

And Elliot I may ask you to speak to the question of, I know that some of the concerns that our member, Rick, has raised on our deep dives that happened in the COM process, if I'm not mistaken, maybe you can elaborate on that as far as character. And I'll also say before Elliot speaks that, Rick, it's an excellent point. And and I think if they can't if they were down the road, not leave the authorization to close on the operational aspect of it, then they couldn't meet their obligations under our agreement either. They just wouldn't it would be, you know, it wouldn't be running a nursing home. And so but, Elliot, elaborate a little on that, if you don't mind what the review process is for you guys on the state level, because I might be brought in a couple of years since I looked at one of those applications to.

[00:31:59] Elliot Lee

Right. So I'll first address I guess the question is about the character and competency of my client. I don't know if everybody on this call is aware, but some of the members that comprise of this ownership group are already operators of nursing homes in New York one and in the same county, which is Tenbrook center, that same process closed about a year and a half ago, I believe. So they were recently vetted by the Department of Health and.

[00:31:59] Daniel Savona

So these are going to be the same, I'm sorry, these are the same owners of Tenbrook Commons?

[00:32:40] Elliot Lee

So ownership. Yeah, the ownership, the partnership group that is comprised of the new owners, they're not going to be exactly the same. But the individuals that will be sort of the the boots on the ground have authority over the operational matters. Those are the same as Tenbrook. It's a gentleman by the name of Solomon Klein and an Ernest Schlesinger. Those two were on the ground. I know Solomon Klein was, and I believe Ernest as well, on the application for the Certificate of Need approval for Tenbrook. And they will be as well for for Golden Hill. And we're happy to share. You know, I believe that application was I would submit it or it's pretty much ready to be submitted. So we're happy to share that location. If you care to look that over, we could share that with you as well. So you could see there is a resume there...

[00:33:41] Richard Jones

Could you share with us as well. The gentlemen who speak, you can could you share with us as well that there's a rating system that New York state uses that you share with us as well? And I think Medicaid also does a rating system since most of these clients are on Medicaid. Could you share with us the ratings for the last five years of the of the people involved with the LLC's that will own this new one? So I can be reassured that they get high marks from both Medicaid as well as New York state health.

[00:34:14] Elliot Lee

Sure, I could look into that, but just so I understand the request here, you're asking for it for these individuals that operate nursing homes for all their homes that they operate. But the star rating is for this facility.

[00:34:28] Richard Jones

Correct. Five star rating, There's a five star rating and all the members of the LLC that were involved in this, regardless of their percentage ownership in the LLC. I'd want to see they were involved in nursing homes in New York. Well, not just New York State, but what are their ratings for Medicaid? Yes, Medicaid. And from New York State health.

[00:34:49] Elliot Lee

OK, I wish I told my client about that.

[00:34:55] Richard Jones

Ok, that's very vital to my support for this transfer. And Joe Eriole, I have a question about the how many years do we have left? Was this a twenty five year or thirty five year inducement?

[00:35:11] Rose Woodworth

Twenty five.

[00:35:11] Richard Jones

How many years do we have left?

[00:35:14] Rose Woodworth

Most.

[00:35:15] Joe Eriole

Yeah, I think it's only a couple of years in, right?

[00:35:17] Rose Woodworth

Yeah, I think it was from twenty thirteen. So I think it goes till twenty, thirty nine off the top of my head.

[00:35:23] Faye Storms

Yes it was in the 30s that went to. Yeah.

[00:35:33] James Malcolm

Questions or opinions or concerns? Rick, are you good?

[00:35:40] Richard Jones

Yeah.

[00:35:40] Daniel Savona

You know, Jim, if I could touch on that, I got to I you know, I don't want to be the agency that that oversees all the different health care centers. I believe there's another department in the state that does that. But what I will back up, Rick, on the fact that I would like to see their their grading with the state on on Tenbrook Commons and some others before we go ahead. I don't want to get in the way of it. You know, if we have to make if this in any way makes that holds them to a higher standard by by, I don't know, holding their feet to the fire, so to speak. You know, I got to support Rick on this one.

[00:36:21] James Malcolm

Well, listen, we're just doing our due diligence. And as a board member, that's something that you'd be remiss if you didn't air it out there. So better to get it right then, you know....

[00:36:30] Daniel Savona

I got to back Rick on this one.

[00:36:39] Elliot Lee

Yeah, this is Elliot. I guess, comment because of the two tiered structure of this acquisition, because the real estate first and the operations later. Just so you know, I mean, in the unlikely event, it's highly unlikely that my client would not be approved for the license. But let's assume that that were to happen because of character and competency. The existing operator of Golden Hill planning corporation, which, you know, the IDA has obviously has vetted in the past, they would remain as the operator and have responsibility over the operations of the facility. So even in the unlikely event that my client were not to be approved by the Department of Health later on, we would just end up going into a real estate ownership and a lease to the existing operator.

[00:37:27] James Malcolm

Which you understand you'd still be responsible, correct.

[00:37:33] Elliot Lee

For that? Yes. Yes, As the real estate owner. That's correct.

[00:37:40] James Malcolm

All right,

[00:37:41] Elliot Lee

But not for the operations and the resident care that would fall on the operator. Of course.

[00:37:50] James Malcolm

You know, it's it's again, perspective, however you want to put it, if they're your operator and at the end of the day reflects back on you. So hopefully you come back with wood flying stars and we can move this thing forward, but realize that, you know, we end up bearing the brunt of this and this group here is about good. Moving forward, so, Rick, do you want to put anything in the form of a motion about not dealing with it today until the background checks or..

[00:38:25] Joe Eriole

If you don't deal with it today? I'm sorry to interrupt. I don't think you need a motion. I think it would, because you're just not taking an action. I think what you want to do and it sounds like you've already done this, you've asked some very specific questions about what else you want from the applicant, which is complete the the background check process and provide this this history of ratings. So they've got their marching orders. I think the discussion is, you know, how long you think it'll take you to get that information back to us Elliot. And where does the timeline fall? When would our next meeting be July something?

[00:39:13] Richard Jones

Joe E., why don't we just let this flow as opposed to if we gave, quote unquote, marching orders to the gentleman who's here representing them? We need certain I'd like to see certain information. There may be other things the board wants when he gets it to us. We can then decide what our next step is. I don't want to be shoehorned into. We're going to have another meeting before our next meeting.

[00:39:35] Joe Eriole

No, I didn't say I didn't say that. I was asking when our next meeting was.

[00:39:40] Rose Woodworth

July eighth.

[00:39:40] James Malcolm

Ok, so it behooves the developer to go out and get done. What needs to be done right, Rick? Is that satisfied?

[00:39:48] Richard Jones

That's great.

[00:39:50] James Malcolm

OK, we thank you for coming. Do you have anything else to say, sir?

[00:39:56] Elliot Lee

No, no, I mean, we could pull the star ratings. They're all online, you could pull the current star rating immediately so we could get that from us right away. I'm not too sure about historical star rating, whether they have a record of that, but I'll look into that. Either way, we'll respond.

[00:40:14] Richard Jones

To be clear, it's the star ratings on nursing homes that are run by the owners and participants of the LLC's that are being proposed. That's what I'm asking for.

[00:40:25] Elliot Lee

Yes. CMS has has a website where you could pull that immediately. So we'll pull that for that for the current star rating.

[00:40:34] James Malcolm

How about we do this, Rick? Would you give Rose a list of things that you're looking for?

[00:40:39] Richard Jones

Sure.

[00:40:40] James Malcolm

Rose could email that to the client.

[00:40:42] Rose Woodworth

All right.

[00:40:42] James Malcolm

That way there's. You know, no ifs, ands or buts about it.

[00:40:46] Richard Jones

I'll send it out after the meeting sometime today before the day is out. Sure. Thank you Jim.

[00:40:50] James Malcolm

I'd like to thank you, sir, for making some time to talk to us. And I look forward to a successful endeavor. So.

[00:40:58] Elliot Lee

Yes, thank you. Thank you for allowing me on this call. Thank you.

[00:41:02] James Malcolm

Your welcome. (inaudible)

[00:41:06] James Malcolm

Brings us to public comment. Only on agenda items, his or anyone. I'll accept the motion to adjourn.

[00:41:17] Richard Jones

So moved.

[00:41:18] James Malcolm

I have a motion do I have a second.

[00:41:20] Michael J. Ham

Second.

[00:41:21] James Malcolm

Anyone on the question. All those in favor.

[00:41:32] All

I.

[00:41:32] Richard Jones

Looking forward to working with you, Jim, and everybody, all the new folks on the on the board. So this is going to be fun.

[00:41:39] Daniel Savona

I have a good day, everybody. Bye bye.

[00:41:44] Faye Storms

Wait, wait, wait, wait. We have CRC.

[00:41:46] Richard Jones

We have CRC.

[00:41:47] Rose Woodworth

Yeah. there's still CRC. Aaron do we have to stop the live stream and then do a new live stream to go to CRC?

[00:41:56] Aaron Lacanfora

We can keep going.

[00:41:57] Rose Woodworth

Ok, is there a way to be able to cut it off though so we can post it where it has to go on the website?

[00:42:02] Aaron Lacanfora

No then I need to stop it.

[00:42:04] Rose Woodworth

OK, so you can stop and do a new one real quick. Right.

END OF TRANSCRIPT



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