

FREE SEQR Resolution

A regular meeting of the Nassau County Local Economic Assistance Corporation (the "Issuer") was convened in public session at the offices of the Issuer located at 1550 Franklin Avenue, Suite 235, Mineola, County of Nassau, New York on April 20, 2012 at 9:00 a.m., local time.

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

PRESENT:

Jeffrey L. Seltzer	Chairman
Gary Weiss	Secretary
Bruce Ungar	Treasurer, Vice Chairman
Christopher Fusco	Asst. Secretary

ABSENT:

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Joseph J. Kearney	Chief Executive Officer
Joseph Foarile	Chief Financial Officer
Edward Ambrosino, Esq.	General Counsel
Paul O'Brien, Esq.	Bond/Transaction Counsel
Milan Tyler, Esq.	Bond/Transaction Counsel

The attached resolution no. 2012-04 was offered by G. Weiss, seconded by B. Ungar:

Resolution No. 2012-04

RESOLUTION FINDING THAT THE PROPOSED PROJECT OF FAMILY RESIDENCES AND ESSENTIAL ENTERPRISES, INC. IS A TYPE II ACTION UNDER THE STATE ENVIRONMENTAL QUALITY REVIEW ACT AND NOT SUBJECT TO FURTHER REVIEW.

WHEREAS, Section 1411 of the Not-For-Profit Corporation Law, as amended (the "Act"), has been heretofore enacted by the Legislature of the State of New York for the purposes, among others, of providing for the creation of local development corporations in the State of New York for the exclusively 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, carrying on scientific research for the purpose of aiding a community or geographical area by attracting new industry to the community or area or by encouraging the development of, or retention of, an industry in the community or area, and lessening the burdens of government and acting in the public interest; and

WHEREAS, the Nassau County Legislature (the "County Legislature") authorized the formation of the Issuer under the Act pursuant to Resolution No. 255-2010 adopted by the County Legislature on September 20, 2010 and approved by the County Executive of Nassau County on September 21, 2010; and

WHEREAS, pursuant to such authorization of the County Legislature, the Issuer has been incorporated under said Act by the filing of its Certificate of Incorporation with the Office of the Secretary of State of the State of New York on November 30, 2010; and

WHEREAS, the Issuer is authorized by the Act to issue its negotiable bonds, notes or other obligations; and

WHEREAS, Family Residences and Essential Enterprises, Inc., a not-for-profit corporation organized under the laws of the State of New York and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Company"), has applied to the Issuer to issue its tax-exempt and/or taxable revenue bonds (the "Bonds") in one (1) or more series presently estimated to be in the aggregate principal amount of \$12,207,000 but in no event to exceed \$14,000,000 for the benefit of the Company, for a project (collectively, the "Project") consisting of: (A) refinancing of the Nassau County Industrial Development Agency Civic Facility Revenue Bonds (Alliance of Long Island Agencies, Inc./Family Residences and Essential Enterprises, Inc. Project), Series 2000 A-E, issued by the Nassau County Industrial Development Agency (the "Agency") in the original aggregate principal amount of \$7,010,000 (the "Series 2000 Bonds"), approximately \$5,155,000 principal amount of which are outstanding, and the proceeds of which were used to finance all or a portion of the cost of acquiring, constructing, renovating or otherwise providing for two certain civic facilities (collectively, the "Series 2000 Facility") consisting of: (i) an administrative office, outpatient

and health care services and day programming facility consisting of the acquisition of an approximately 3.16 acre parcel of real property located in the Town of Oyster Bay, Nassau County, New York, and the renovation of an approximately 40,320 square foot building and related structures and facilities, and the acquisition and installation of equipment and furnishings, including, without limitation, telephone systems, alarms, furniture and computers, all for use as administrative offices, outpatient health care services and day programming for persons with disabilities, such facility to be located at 191 Sweet Hollow Road, Old Bethpage, New York (the "Sweet Hollow Road Facility"); and (ii) an individualized residential alternative facility consisting of the acquisition of an approximately .14 acre parcel of real property located in the Town of Oyster Bay, Village of Massapequa Park, Nassau County, New York, and the renovation of an approximately 1,800 square foot single family residence and related structures and facilities, and the acquisition and installation of equipment and furnishings, including, without limitation, telephone systems, alarms, furniture and computers, all for use as an individualized residential alternative facility for 6 adults with developmental disabilities, such facility to be located at 35 Broadway, Massapequa, New York (the "Broadway Facility"); and, (B) refinancing of the Nassau County Industrial Development Agency Civic Facility Revenue Bonds (Family Residences and Essential Enterprises, Inc. Project), Series 2002A-C Tax-Exempt and Series 2002A-C Taxable, issued by the Agency in the original aggregate principal amount of \$7,312,000 (the "Series 2002 Bonds"), approximately \$5,960,000 principal amount of which are outstanding, and the proceeds of which were used to finance all or a portion of the cost of: (1) the acquisition of a community residential facility of approximately 2,497 square feet located on approximately 0.1865 acres of land located at 466 Woodbine Street, Uniondale, New York (Town of Hempstead) for 8 individuals with mental disabilities (the "Woodbine Street (C-1) Facility"); (2) the acquisition of a community residential facility of approximately 3,472 square feet located on approximately 0.1607 acres of land located at 93 Railroad Avenue, Syosset, New York (Town of Oyster Bay) for 12 individuals with mental disabilities (the "Railroad Avenue (C-2) Facility"); (3) the acquisition of a respite home facility of approximately 2,288 square feet located on approximately 0.16 acres of land located at 1363 North Jerusalem Road, East Meadow, New York (Town of Hempstead) for 90 persons with mental disabilities (the "North Jerusalem Road (C-3) Facility"); and (4) the renovation, furnishing and equipping of an existing building of approximately 40,923 square feet located on 2.96 acres of land located at 191 Sweet Hollow Road, Old Bethpage, New York (Town of Oyster Bay) to be used as an Article 28 (Public Health Law) diagnostic and treatment center, also providing outpatient service for persons with mental disabilities, and including administrative offices (the "Sweet Hollow Road (C-4) Facility") (the Woodbine Street (C-1) Facility, the Railroad Avenue (C-2) Facility, the North Jerusalem Road (C-3) Facility and the Sweet Hollow Road (C-4) Facility are collectively, the "Series 2002 Facility"); (C) refinancing certain taxable indebtedness incurred to pay, or otherwise financing, the costs of the construction, renovation and equipping of approximately 2,200 square feet of supported housing facilities located on an approximately 0.23-acre parcel of land located at 49 Bond Lane, Hicksville, in the Town of Oyster Bay, New York (Section 45, Block 378, Lot 1) (the "Bond Lane Facility"); (D) financing a portion of the costs of interior renovations, equipping and related construction to the existing approximately 60,000 square feet of day habilitation and related facilities located on an approximately 3.16-acre parcel of land located at 191 Sweet Hollow Road, Old Bethpage, in the Town of Oyster Bay, New York

(Section 47, Block A, Lot 292) (the "Series 2012 Facility"); and (E) funding a debt service reserve fund, if any, and paying capitalized interest, if any, and certain other costs incidental to the issuance of the Bonds; and

WHEREAS, pursuant to Article 8 of the New York Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act") and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, et. seq., as amended (the "Regulations" and collectively with the SEQR Act, "SEQRA"), the Issuer must consider whether the Project is an "action" that would require it to satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, pursuant to SEQRA, to aid the Issuer in determining whether the Project is an "action" subject to SEQRA, the Company submitted to the Issuer: (1) the Company's Application for Financial Assistance to the Issuer dated March 8, 2012; and (2) Short Environmental Assessment Forms dated March 8, 2012 for the Sweet Hollow Road Facility, the Broadway Facility and the Bond Lane Facility (collectively the "Project Environmental Documents"); and

WHEREAS, 6 NYCRR 617.2(aj) of the Regulations states that a Type II action is an action or class of actions identified under 6 NYCRR 617.5; and

WHEREAS, 6 NYCRR 617.5(a) states that actions identified as Type II actions have been determined not to have a significant impact on the environment or are otherwise precluded from environmental review under the SEQR Act; and

WHEREAS, 6 NYCRR 617.5(c)(2) states that Type II actions not subject to further review under SEQRA include "replacement, rehabilitation or reconstruction of a structure or facility, in kind, on the same site, including upgrading buildings to meet building or fire codes, unless such action meets or exceeds any of the thresholds in section 617.4 of this Part"; and

WHEREAS, 6 NYCRR 617.5(c)(23) states that Type II actions not subject to further review under SEQRA include "investments by or on behalf of agencies or pension or retirement systems, or refinancing of existing debt"; and

WHEREAS, the Project consists of the refinancing of existing debt and the renovation of the Series 2012 Facility within its existing footprint and improvements to the interior of the Series 2012 Facility to accommodate the installation of the Equipment;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE NASSAU COUNTY LOCAL ECONOMIC ASSISTANCE CORPORATION AS FOLLOWS:

Section 1. Based upon a thorough review and examination of the Project Environmental Documents and upon the Issuer's knowledge of the area surrounding the facilities and such further investigation of the Project and its environmental effects as the Issuer has deemed appropriate, the Issuer makes the following findings with respect to the Project:

(A) The Project is a Type II action under SEQRA because it comprises "refinancing of existing debt" and "replacement, rehabilitation or reconstruction of a structure or facility, in kind, on the same site, including upgrading buildings to meet building or fire codes" and does not meet or exceed any threshold for a Type I action.

(B) More specifically, the Project includes a replacement, rehabilitation or reconstruction of a structure or facility, in kind, because it involves interior renovation and rehabilitation of an existing structure with use and occupancy by a type of use permitted within the zoning district occupied by the Series 2012 Facility. The Project will not expand the footprint of the Series 2012 Facility nor increase or substantially alter environmental impacts associated with the property.

Section 2. The Chairman, Vice Chairman, Treasurer, Assistant Treasurer, Secretary, Assistant Secretary and/or Chief Executive Officer of the Issuer are hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 3. This Resolution shall take effect immediately.

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

Jeffrey L. Seltzer	VOTING	Aye
Gary Weiss	VOTING	Aye
Bruce Ungar	VOTING	Aye
Christopher Fusco	VOTING	Aye

The foregoing Resolution was thereupon declared duly adopted.


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

I, the undersigned [~~Assistant~~] Secretary of the Nassau County Local Economic Assistance Corporation (the "Issuer"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the board of directors of the Issuer, including the Resolution contained therein, held on April 20, 2012, with the original thereof on file in my 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.

I FURTHER CERTIFY that (A) all directors of the Issuer 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 Issuer present throughout said meeting.

I 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, I have hereunto set my hand and affixed the seal of the Issuer this 20th day of April, 2012.



~~Assistant~~ Secretary
(SEAL)