

Communication Services Resolution

A regular meeting of the Nassau County Industrial Development Agency (the “Agency”) was convened in public session, electronically, pursuant to Executive Order No. 202.11 - Continuing Temporary Suspension And Modification Of Laws Relating To The Disaster Emergency - by Governor Andrew M. Cuomo of the State of New York on May 7, 2020 at 6:45 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:

Richard M. Kessel	Chair
Lewis M. Warren	Vice Chair
Anthony Simon	2 nd Vice Chair
Timothy Williams	Secretary
Chris Fusco	Assistant Secretary
Amy Flores	Treasurer
John Coumatos	Assistant Treasurer

ABSENT:

None

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Harry Coghlan	Chief Executive Officer / Executive Director
Danielle Oglesby	Chief Operating Officer/ Deputy Executive Director
Anne LaMorte	Chief Financial Officer
Catherine Fee	Director of Business Development/Chief Marketing Officer
Colleen Pereira	Administrative Director
Carlene Wynter	Compliance Assistant
Thomas D. Glascock, Esq.	General Counsel
Andrew D. Komaromi, Esq.	Bond/Transactional Counsel

The attached resolution no. 2020 - 35 was offered by Anthony Simon, seconded by Lewis M. Warren:

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL
DEVELOPMENT AGENCY AUTHORIZING THE EXECUTIVE
DIRECTOR TO ENGAGE ZIMMERMAN/EDELSON, INC. d/b/a
ZE CREATIVE COMMUNICATIONS TO PROVIDE CERTAIN
COMMUNICATION SERVICES

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 from time to time requires the services of qualified firms (“Firms”) to provide certain marketing and website design services, to promote economic development within Nassau County; and

WHEREAS, therefore, during 2019 the Agency issued a Request for Statements of Qualifications for certain Marketing and Website Design Services (the “RFQ”), seeking statements of qualification from interested Firms, and the Agency published notice of said issuance on July 26, 2019, in Newsday, the Long Island Business News, and the New York State Contract Reporter; 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; and

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

WHEREAS, by resolution dated February 27, 2020, the Agency established such an approved list of Firms to provide the required services, including the firm Zimmerman/Edelson, Inc. d/b/a ZE Creative Communications, and authorized the negotiation and making of an agreement with each Firm; and

WHEREAS, in keeping with the aforementioned RFQ and resolution, the Agency wishes to engage Zimmerman/Edelson, Inc. d/b/a ZE Creative Communications, to provide certain communication 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 as described above taken by the Agency's staff to date.

Section 2. The Agency hereby determines that the procurement of the services described in Exhibit "A" hereto (the "Services") 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 State 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 authorizes and directs the Executive Director, Deputy Executive Director and/or Administrative Director to enter into an agreement with Zimmerman/Edelson, Inc. d/b/a ZE Creative Communications for it to provide the Services and for the fee amounts described in Exhibit "B" hereto, on such terms and subject to such conditions as the Executive Director, Deputy Executive Director and/or Administrative 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, as applicable. The Executive Director's, Deputy Executive Director's or Administrative Director's execution of any such agreement or contract shall evidence the Agency's approval of the terms thereof.

Section 5. This Resolution shall take effect immediately.

ADOPTED: May 7, 2020

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

Richard M. Kessel	VOTING Aye
Lewis M. Warren	VOTING Aye
Anthony Simon	VOTING Aye
Timothy Williams	VOTING Aye
Chris Fusco	VOTING Aye
Amy Flores	VOTING Aye

John Coumatos

VOTING Aye

The foregoing Resolution was thereupon declared duly adopted.

Exhibit “A”

Scope of Services

Monthly Retainer and Associated Services –

- General awareness, non-traditional projects, rapid / crisis response, event production for those specific projects / assignments Zimmerman/Edelson, Inc. d/b/a ZE Creative Communications undertakes, as mutually agreed upon with Agency (hereinafter, “Assigned Projects”).
- Social media postings specific to Assigned Projects, with content to be curated by ZE (not posted)
- Letters to the editor / op-ed: one per month, and periodically reviewed for frequency
- Podcasting – on a monthly basis, curated and produced by Zimmerman/Edelson, Inc. d/b/a ZE Creative Communications as to topic, identifying and securing guests, scripting, and the like. Podcasts would be recorded within the Agency’s offices, when feasible, or arrangements will be made to record invited guests remotely, if necessary.

Exhibit "B"

Compensation and Payment

In consideration for its services to be provided during the anticipated 12 month term of its engagement, the Agency shall compensate Zimmerman/Edelson, Inc. d/b/a ZE Creative Communications the sum of SIXTY THOUSAND & XX/100 (\$60,000.00) DOLLARS, to be paid in equal monthly installments of FIVE THOUSAND & XX/100 (\$5,000.00) DOLLARS each.

For any paid media services (i.e., print advertisements or radio or TV commercials), Zimmerman/Edelson, Inc. d/b/a ZE Creative Communications will be compensated an additional sum of FIFTEEN (15%) PERCENT of media costs.

For production services (i.e., newsletters, special brochures, pamphlets, etc.), Zimmerman/Edelson, Inc. d/b/a ZE Creative Communications will provide to the Agency, for its prior approval, a quote for all creative and production costs before initiating work.

STATE OF NEW YORK

) SS.:

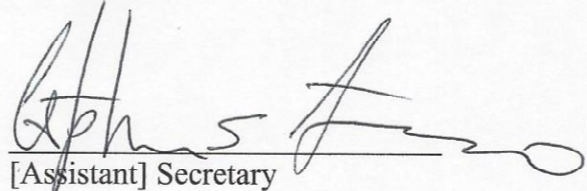
COUNTY OF NASSAU

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 7, 2020 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 5 of the Public Officers Law (the "Open Meetings Law") as modified pursuant to Executive Order No. 202.11 - Continuing Temporary Suspension And Modification Of Laws Relating To The Disaster Emergency - by Governor Andrew M. Cuomo of the State of New York, 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 7th day of May, 2020.


[Assistant] Secretary

[Vice] Chairman

(SEAL)

STATE OF NEW YORK

) SS.:

COUNTY OF NASSAU

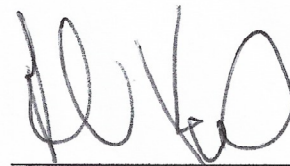
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[Assistant] Secretary



[Vice] Chairman

(SEAL)