

1 BERGEN COUNTY IMPROVEMENT AUTHORITY
2 SPECIAL MEETING
3 HELD AT: FREEHOLDERS PUBLIC MEETING ROOM, 5TH FLOOR
4 ONE BERGEN COUNTY PLAZA
5 HACKENSACK, NEW JERSEY
6 THURSDAY, JULY 13, 2017
7 COMMENCING AT 1:12 P.M.

 ORIGINAL

8 COMMISSIONERS PRESENT:

9 CESAR GAMIO, CHAIRPERSON

10 ELIZABETH RANDALL, COMMISSIONER

11 PHILIP E. WILSON, COMMISSIONER
(PARTICIPATING TELEPHONICALLY)

12 JEFFREY ALAN BADER, COMMISSIONER
(PARTICIPATING TELEPHONICALLY)

13
14
15 ALSO PRESENT:

16 MAURO RAGUSEO, ACTING EXECUTIVE DIRECTOR

17 JUNE MONTAG
18 ASSISTANT TO THE EXECUTIVE DIRECTOR

19 JAMES J. TEDESCO III
BERGEN COUNTY EXECUTIVE

20 BERNADETTE LOSITO
21 ASSISTANT SECRETARY

22 GINA VELAZQUEZ
23 ASSISTANT SECRETARY

24 KIM O. FURBACHER, C.C.R., R.M.R.
25 P.O. BOX 213
ROCHELLE PARK, NEW JERSEY 07662-0213
201-336-6200

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

A P P E A R A N C E S :

FLORIO PERRUCCI STEINHARDT & FADER
BY: PAUL T. FADER, ESQ.
MARY KATE SERRATELLI, ESQ.
GENERAL COUNSEL TO THE BCIA

KIM O. FURBACHER, C.C.R., R.M.R.
P.O. BOX 213
ROCHELLE PARK, NEW JERSEY 07662-0213
201-336-6200

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

I N D E X

PAGE NO.

Meeting to Order 4

Proof of Publication of Public Meeting
Notice 4

Roll Call 4

Pledge of Allegiance 5

Open Meeting for Public Comment for
Matters on Today's Agenda Only 5

Public Comment 6

Close Meeting for Public Comment 7

Closed Session 7

Resolution Proposals: 8

#17-54 Certification of Annual Audit -
2016 Audit

#17-55 Correction Action Plan

#17-56 Authorize the Issuance of Project
Notes (BRMC Project, Series 2017)

#17-57 Closed Session

#17-58 Authorization to Enter into a
Lease for the Real Property and
Business Assets of Bergen Regional
Medical Center, including all
subleases and ancillary agreements
thereto

Adjourn 14

SPEAKER PAGE

County Executive James J. Tedesco III 6

1 **Meeting to Order**

2 CHAIRPERSON GAMIO: Good afternoon,
3 everyone.

4 This is the BCIA Improvement Authority
5 Special Meeting today, Thursday, July 13, 2017.

6 I would like to call the Special
7 Meeting to order at 1:12 p.m.

8 **Proof of Publication of Pubic Meeting**

9 CHAIRPERSON GAMIO: Ms. Losito, can you
10 please read the Proof of Publication of Public
11 Meeting notice and take a roll call, please.

12 MS. LOSITO: Yes.

13 Please be advised that a Special
14 Meeting of the Bergen County Improvement Authority
15 will be held at 1:00 p.m. this day, July 13, 2017, in
16 the Freeholders Meeting Room, Fifth Floor, One Bergen
17 County Plaza, Hackensack, New Jersey.

18 There will be no Work Session. To the
19 extent known, the only item on the agenda will be an
20 extension of the lease of the BRMC facility from the
21 County of Bergen and a sublease agreement in
22 connection therewith. Formal action may be taken.

23 **Roll Call**

24 MS. LOSITO: Commissioner Bader?

25 COMMISSIONER BADER: Here.

1 MS. LOSITO: Commissioner Randall?

2 COMMISSIONER RANDALL: Here.

3 MS. LOSITO: Commissioner Wilson?

4 COMMISSIONER WILSON: Here.

5 MS. LOSITO: Chairperson Gamio?

6 CHAIRPERSON GAMIO: Here.

7 **Pledge of Allegiance**

8 CHAIRPERSON GAMIO: Can we please stand
9 for the Pledge of Allegiance.

10 (At this point in the proceeding all
11 rise for a recitation of the Pledge of Allegiance.)

12 **Open Meeting for Public Comment for Matters on**

13 **Today's Agenda Only**

14 CHAIRPERSON GAMIO: May I have a motion
15 to open the meeting for public comments for matters
16 on today's agenda only?

17 COMMISSIONER RANDALL: So moved.

18 COMMISSIONER WILSON: So moved.

19 CHAIRPERSON GAMIO: Second?

20 COMMISSIONER RANDALL: Second.

21 COMMISSIONER BADER: Second.

22 CHAIRPERSON GAMIO: Are there any
23 members of the public wishing to be heard for matters
24 on today's agenda only?

25 County Executive.

1 COUNTY EXECUTIVE TEDESCO: Thank you,
2 Chairman.

3 Good afternoon.

4 Yesterday, in these chambers, I asked
5 the Board of Chosen Freeholders of Bergen County to
6 vote in support of the evaluation committee's
7 recommendation of Care Plus Bergen as the next tenant
8 operator of the county's hospital, and I am proud to
9 say they did so unanimously.

10 Today, before you vote on the agreement
11 that will begin a new chapter in New Jersey's largest
12 hospital, I want to thank you.

13 As commissioners and staff of the BCIA,
14 you have worked so hard to make today a reality. We
15 are grateful for your dedicated service to the
16 hospital, its patients and staff, and the people of
17 Bergen County.

18 Together, your votes today have the
19 power to enhance healthcare delivery, not only at the
20 fourth largest public hospital in the nation but
21 across our region's medical landscape.

22 A stronger, more innovative,
23 county-owned hospital is a victory for all of us, and
24 your leadership, your leadership, helped make it
25 possible.

1 I hope you'll join the Board of Chosen
2 Freeholders in voting yes in support of the lease
3 agreement with Care Plus Bergen.

4 Commissioners, while I read those words
5 from my heart, thank you.

6 You've made a difference and this will
7 even make a greater difference. Thank you.

8 COMMISSIONER RANDALL: Thank you.

9 CHAIRPERSON GAMIO: Thank you.

10 Are there any other members of the
11 public that wish to be heard?

12 (No response.)

13 **Close Meeting for Public Comment**

14 CHAIRPERSON GAMIO: Seeing none, may I
15 have a motion to close the meeting for public
16 comment?

17 COMMISSIONER RANDALL: So moved.

18 CHAIRPERSON GAMIO: Second?

19 COMMISSIONER WILSON: Second.

20 CHAIRPERSON GAMIO: Thank you.

21 **Closed Session**

22 CHAIRPERSON GAMIO: Counsel, do we have
23 a need for a Closed Session today? And if we do, can
24 you please state the reason for it.

25 MR. FADER: Yes, we do, Chairman. We

1 are going into Closed Session for contract
2 negotiation and that type of review, which is
3 permitted under the Open Public Meetings Act.

4 CHAIRPERSON GAMIO: Thank you.

5 May I have a motion to adjourn the
6 Regular Session and to enter into Closed Session?

7 COMMISSIONER RANDALL: So moved.

8 COMMISSIONER WILSON: So moved.

9 CHAIRPERSON GAMIO: Second?

10 COMMISSIONER RANDALL: Second.

11 CHAIRPERSON GAMIO: All in favor?

12 (Chorus of ayes.)

13 CHAIRPERSON GAMIO: We're going to be
14 in this room, so except for the attorneys and
15 consultants, I'm just going to ask that everybody
16 please exit the room, and then we'll call you back in
17 probably about 15 minutes or so.

18 Thank you.

19 (Whereupon, Closed Session is held.)

20 (Open Session resumes at 1:27 p.m.)

21 **Resolutions #17-54 through #17-58**

22 CHAIRPERSON GAMIO: Okay. We're back
23 in open session.

24 Mr. Raguseo, can you please give us a
25 brief overview of the list of resolutions.

1 ACTING EXE. DIR. RAGUSEO: Yes, Mr.
2 Chairman.

3 We have Resolution #17-54,
4 Certification of Annual Audit for 2016.

5 We have Resolution #17-85, the
6 Corrective Action plan for the audit.

7 We have #17-56, which is to authorize
8 the issuance of project notes (BRMC Project, Series
9 2017).

10 We have Resolution #17-57, which was
11 the Closed Session resolution.

12 And we have Resolution #17-58, the
13 Authorization to Enter into a Lease for the Real
14 Property and Business Assets of Bergen Regional
15 Medical Center, including all subleases and ancillary
16 agreements thereto.

17 CHAIRPERSON GAMIO: May I have a motion
18 to adopt Resolutions #17-54 through #17-58?

19 COMMISSIONER WILSON: This is
20 Commissioner Wilson. Can I be heard adequately?

21 COMMISSIONER RANDALL: Yes.

22 CHAIRPERSON GAMIO: Yes.

23 COMMISSIONER WILSON: I would like to
24 say just three things quickly.

25 1. I want to thank, again, our

1 County Executive for his leadership in developing
2 this great plan.

3 2. I want to say what a great thing it
4 is that not-for-profit leadership is taking over the
5 management of the hospital, and that
6 Care Plus Bergen, Care Plus New Jersey, is such an
7 outstanding organization.

8 And just a personal word at the end.

9 After working with the hospital for
10 35 years, being a commissioner for 17, I think this
11 is the best day for the hospital. I'm very pleased,
12 very optimistic. So, with that, I move the slate as
13 presented.

14 CHAIRPERSON GAMIO: Thank you,
15 Commissioner.

16 Can I have a second, please?

17 COMMISSIONER RANDALL: Second.

18 COMMISSIONER BADER: Second.

19 CHAIRPERSON GAMIO: Ms. Losito, can you
20 please take a roll call.

21 MS. LOSITO: Commissioner Bader?

22 COMMISSIONER BADER: Aye.

23 MS. LOSITO: Commissioner Randall?

24 COMMISSIONER RANDALL: Aye.

25 And I just want to echo what

1 Commissioner Wilson said and thank the governing
2 body, the County Executive, and the Board of
3 Freeholders, my fellow commissioners, for all of
4 their work and support and the staff, our Acting
5 Executive Director and our staff of the BCIA, and, of
6 course, our professionals, our General Counsel,
7 Florio Perrucci Steinhardt & Fader, and the other
8 professionals with whom we worked. Great job.

9 MR. FADER: Thank you.

10 MS. LOSITO: Commissioner Wilson?

11 COMMISSIONER WILSON: Aye.

12 MS. LOSITO: Chairperson Gamio?

13 CHAIRPERSON GAMIO: Aye.

14 Once again, they took the words out of
15 my mouth, I couldn't have said it better.

16 All right. May I have a motion to
17 adjourn?

18 ACTING EXE. DIR. RAGUSEO: Mr. Chairman,
19 if I could?

20 On behalf of the Bergen County
21 Improvement Authority, I just want to say what a
22 historic day this is. We have to thank the dream
23 team that was assembled that got us here.

24 First I'd like to thank our
25 quarterback, Paul Fader, from Florio Perrucci

1 Steinhardt & Fader, for all his hard work, along with
2 Mary Kate Serratelli, who I believe has not slept in
3 days, and Katharine Fina, thank you for all your hard
4 work from the very beginning.

5 Our special health counsel from the
6 McElroy, Deutsch, Mulvaney & Carpenter firm,
7 James Robertson, Neil Sullivan, and Glenn Prives.
8 They are here and we thank them for all their hard
9 work.

10 KaufmanHall Associates, especially
11 Andre Maksimow and Anu Singh, for getting us here.
12 They were here from the beginning as well, and they
13 understood our vision and they're helping us execute
14 that.

15 Steven Korf and Robert Mariani, who
16 we've been working with since December and January,
17 and have been boots on the ground at the hospital and
18 have done a fantastic job and will lead us through
19 the transition process.

20 Our finance team from NW Financial, Dan
21 Marinello; and John Draikiwicz from Gibbons; and
22 Steve Wielkocz from the Ferraioli, Wielkocz, Cerullo
23 & Cuva firm.

24 Of course, the hard work of our BCIA
25 staff, which none of this could have happened without

1 them. A special, special thank you to Bernadette,
2 Gina, and June Montag for all their hard work.

3 And, from the county, a truly
4 incredible person whom I've had the pleasure of
5 working with now for two years, and that is the
6 County Counsel and Acting County Administrator,
7 Julien Neals, for his leadership.

8 Of course my friend for 20 years and
9 the Chief of Staff for the County of Bergen,
10 Michele DiIorgi, for all her hard work; to Gerald
11 Reiner, the Purchasing Agent, very talented, smart
12 individual who was always a step ahead of everybody
13 and is making sure that we were completely in
14 compliance with the controller's process. We thank
15 him. And Joe Luppino, our CFO, Treasurer, from the
16 county and from the BCIA. And Mike Formanek from RSC
17 Architects, who I will tell you, knows Bergen
18 Regional Medical Center inside out and has been just
19 such a great asset to the Bergen County Improvement
20 Authority, so I thank him.

21 And, of course, the person who I think
22 we need to thank the most, someone whose vision,
23 whose leadership and heart has led us here today, and
24 that is our County Executive, I believe the greatest
25 County Executive that Bergen County has ever seen,

1 and that is County Executive Jim Tedesco. And I
2 think he deserves a big round of applause.

3 (Applause.)

4 ACTING EXE. DIR. RAGUSEO: The County
5 Executive promised, in his campaign for
6 County Executive, that there would be a bright future
7 for Bergen Regional Medical Center, and I, along with
8 my colleagues, have had the great honor and pleasure
9 of working with him these two and a half years to
10 realize this moment. And I can tell you, his heart,
11 his dedication, his interest in every detail,
12 sometimes a lot of detail, has just been incredible.
13 I have always been proud to be a Bergen County
14 resident, but today I am just the most proud, and so
15 proud that it is led by a man of integrity and
16 dedication and heart.

17 County Executive Jim Tedesco, thank you
18 very much. And to everyone else who was involved in
19 this process, we thank you.

20 And that's it for me, Mr. Chairman.

21 CHAIRPERSON GAMIO: Thank you.

22 **Adjourn**

23 MR. FADER: Now you may close the
24 meeting.

25 CHAIRPERSON GAMIO: May I have a motion

1 to adjourn the Special Meeting?

2 COMMISSIONER RANDALL: So moved.

3 COMMISSIONER WILSON: Second.

4 CHAIRPERSON GAMIO: All in favor?

5 (Chorus of ayes.)

6 CHAIRPERSON GAMIO: Good luck.

7 (Applause.)

8 (Time noted: 1:37 p.m.)

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

1 C E R T I F I C A T I O N

2

3

4 I, KIM O. FURBACHER, License No.

5 XIO1042, a Certified Court Reporter, Registered Merit

6 Reporter, Certified Realtime Court Reporter, and

7 Notary Public of the State of New Jersey, hereby

8 certify that the foregoing is a verbatim record of

9 the testimony provided under oath before any court,

10 referee, board, commission or other body created by

11 statute of the State of New Jersey.

12 I am not related to the parties

13 involved in this action; I have no financial

14 interest, nor am I related to an agent of or employed

15 by anyone with a financial interest in the outcome of

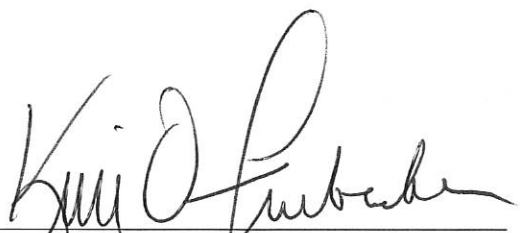
16 this action.

17 This transcript complies with

18 Regulation 13:43-5.9 of the New Jersey Administrative

19 Code.

20

21 

22 _____

23 KIM O. FURBACHER, CRCR, CCR, RMR

24 License #XIO1042, and Notary Public

25 of New Jersey

My Commission Expires:
7/11/19