



Robert P. Astorino  
County Executive

Office of the County Attorney

Robert F. Meehan  
County Attorney

March 21, 2012

Westchester County Board of Legislators  
800 Michaelian Office Building  
White Plains, New York 10601

Dear Members of the Board of Legislators:

Attached for your consideration is an Act which, if adopted, will authorize the County of Westchester ("County") to retain the law firm of Harris Beach, PLLC ("Harris Beach") to provide bond counsel services in an "of counsel" capacity to the County Attorney. Your Honorable Board may recall on September 7, 2010 by Act No. 98-2010, the County was authorized to retain four law firms (Hawkins, Delafield & Wood LLP; Fulbright & Jaworski LLP; Mintz, Levin, Cohn, Ferris, Glovsky and Popeo P.C., and Nixon Peabody LLP) for the provision of bond counsel services for a term commencing August 1, 2010 through July 31, 2013. Those law firms were selected through a request for proposals that was issued seeking bond counsel to serve in an "of counsel" capacity to the County Attorney.

As you may be aware, C. Todd Miles has joined the law firm of Harris Beach after spending 29 years with Hawkins Delafield & Wood. While at Hawkins, Mr. Miles served as bond counsel to the County since 1998 and prior to that from 1983 to 1992. Mr. Miles is familiar with the County's capital budget process, documentation requirements for Board of Legislator proceedings, continuing disclosure development, federal tax compliance and arbitrage rebate analysis procedures and has been involved with numerous bond sales and refinancings through the years. During the time that Mr. Miles was with Hawkins, he was responsible for issuing approving opinions on County bond issues all of which were marketed without question.

During his tenure, Mr. Miles participated in the structuring and financing of numerous innovative programs initiated by the County, including the facilitation of affordable housing projects, open space acquisition and recreational facility development. In addition, Mr. Miles provided the County legal services related to the Westchester Medical Center operations and capital improvements when they were still part of the County and later with financial transactions between the County the Westchester County Health Care Corporation.

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White Plains, New York 10601

Telephone: (914)995-2660 Website: [westchestergov.com](http://westchestergov.com)

Mr. Miles has extensive experience with municipal and state issuers and has a thorough understanding of the history of public financing in the County and in the State. He has represented most of the large suburban New York counties including Erie, Monroe, Orange, Rockland, Suffolk and Westchester as bond counsel and as such is familiar with all aspects of the State's Local Finance Law and Public Authorities Law, and their constitutional and statutory framework.

It is in light of the above past service provided personally by Mr. Miles that approval of your Honorable Board is requested to retain the firm of Harris Beach. Such agreement would specify and be contingent upon Mr. Miles being the lead attorney on all County work. For purposes of continuity, it is appropriate for Mr. Miles to provide on-going bond counsel services. If your Honorable Board approves this request to retain Harris Beach and the services of Mr. Miles, it is my intent to then seek authorization from the County Board of Acquisition and Contract to exempt the agreement with Harris Beach from the procedures of the County's Procurement Policy as being in the best interest of the County pursuant to section 3(a)(xxi) of said Policy.

Accordingly, the proposed Act will authorize the County to retain Harris Beach for an amount not to exceed the aggregate amount shared among the other bond counsel firms that the County has on retainer, which is an amount not to exceed Four Hundred Thousand (\$400,000.00) Dollars per year. The amount paid to Harris Beach will be in accordance with fee schedule which is attached to the Act submitted herewith. The proposed retainer would commence upon execution of the contract for services and end on July 31, 2013, so as to be coterminous with the other bond counsel retainer authorizations.

The Planning Department has advised, that based on its review, the above contract is a "Type II" action under the State Environmental Quality Review Act, 6 NYCRR Part 617, Section 617.5(c)(20). Type II actions are those actions determined not to have a significant effect on the environment and therefore do not require further environmental review. As you know, your Honorable Board may use such expert advice to make its own conclusion.

Based upon the foregoing, I most respectfully recommend the enactment of this proposed Act. The Commissioner of Finance joins me in this recommendation.

Sincerely,



Robert F. Meehan  
County Attorney

RFM/TSA  
Attachments

**HONORABLE BOARD OF LEGISLATORS  
THE COUNTY OF WESTCHESTER**

Your Committee is in receipt of a communication from the County Attorney, recommending the enactment of an Act which, if adopted, will authorize the County to retain, the law firm of Harris Beach, PLLC (“Harris Beach”) to provide bond counsel services in an “of counsel” capacity to the County Attorney. Your Honorable Board may recall on September 7, 2010 by Act No. 98-2010, the County was authorized to retain four law firms (Hawkins, Delafield & Wood LLP; Fulbright & Jaworski LLP; Mintz, Levin, Cohn, Ferris, Glovsky and Popeo P.C., and Nixon Peabody LLP) for the provision of bond counsel services for a term commencing August 1, 2010 through July 31, 2013. Those law firms were selected through a request for proposals that was issued seeking bond counsel to serve in an “of counsel” capacity to the County Attorney.

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improvements when they were still part of the County and later with financial transactions between the County the Westchester County Health Care Corporation.

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Accordingly, the proposed Act will authorize the County to retain Harris Beach for an amount not to exceed the aggregate amount shared among the other bond counsel firms that the County has on retainer, which is an amount not to exceed Four Hundred Thousand (\$400,000.00) Dollars per year. The amount paid to Harris Beach will be in accordance with fee schedule which is attached to the Act submitted herewith. The proposed retainer would commence upon execution of the contract for services and end on July 31, 2013, so as to be coterminous with the other bond counsel retainer authorizations.


The Planning Department advises that based on their review, the above matter may be classified as Type II, pursuant to section 617.5(c)(20), and, as such, does not require further environmental review. Your Committee concurs and recommends approval of the attached legislation.

Please note that an affirmative vote of a majority of the members of your Honorable Board is required in order to approve the attached Act authorizing the County to retain Harris Beach to serve as bond counsel. Your Committee has carefully considered the annexed proposed Act and recommends its adoption.

Dated: \_\_\_\_\_, 2012  
White Plains, New York

**COMMITTEE ON**

TO: Tami Altschiller  
Senior Assistant County Attorney

FROM: Edward Buroughs, AICP   
Commissioner

DATE: March 19, 2012

SUBJECT: **SEQR DOCUMENTATION FOR HARRIS BEACH, PLLC, BOND COUNSEL**

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In response to your request, the Planning Department has reviewed the above referenced action with respect to the State Environmental Quality Review Act and its implementing regulations, 6NYCRR Part 617 (SEQR).

The action involves the retention of an additional law firm to assist the County in the preparation and issuance of bonds. Since the County routinely contracts for bond counsel services, the proposed agreement with Harris Beach, PLLC, for such services may be classified as a Type II action pursuant to section 617.2(c)(20), "routine or continuing agency administration and management, not including new programs or major reordering of priorities that may affect the environment." As such, no further environmental review is required.

Please contact my office if you need any additional information on this matter.

EEB/cnm

cc: James Robertson, Assistant Chief Deputy County Attorney  
David Kvinge, Director of Environmental Planning

# FISCAL IMPACT STATEMENT

SUBJECT: Harris Beach - Bond Counsel

NO FISCAL IMPACT PROJECTED

## OPERATING BUDGET IMPACT

(To be completed by operating department and reviewed by Budget Department)

A)  GENERAL FUND       AIRPORT       SPECIAL REVENUE FUND (Districts)

### B) EXPENSES AND REVENUES

Total Current Year Cost      \$ 400,000

Total Current Year Revenue \$ 0

Source of Funds (check one):       Current Appropriations

Transfer of Existing Appropriations       Additional Appropriations       Other (explain)

Identify Accounts: 131-51-2100-4468

Potential Related Operating Budget Expenses:      Annual Amount \$ 400,000

Describe: Several firms are retained as bond counsel for the County. In aggregate they are on retainer for an amount not to exceed \$400,000 annually. The addition of the firm Harris Beach to the list of "of counsel" firms does not change the aggregate amount to be expended on bond counsel fees.

Potential Related Revenues:      Annual Amount \$ \_\_\_\_\_

Describe: \_\_\_\_\_

Anticipated Savings to County and/or Impact on Department Operations:

Current Year: \_\_\_\_\_

Next Four years: \_\_\_\_\_

Prepared by: Gideon Grande

Title: Public Admin Intern

Department: Budget

Reviewed By: *Lawrence C. South*

Budget Director

3/21/12

If you need more space, please attach additional sheets.

**ACT NO. \_\_\_\_ - 2012**

**AN ACT** authorizing the County of Westchester to retain the law firm of Harris Beach PLLC to provide bond counsel services to the County of Westchester in an “of counsel” capacity to the County Attorney on an “as-needed” basis, for the period commencing upon execution and continuing through July 31, 2013.

**BE IT ENACTED**, by the County Board of Legislators of the County of Westchester, as follows:

**Section 1.** The County of Westchester is hereby authorized to retain the law firm of Harris Beach, PLLC to provide bond counsel services to the County of Westchester in an “of counsel” capacity to the County Attorney on an “as-needed” basis, for the period commencing upon execution and continuing through July 31, 2013. The retainer with Harris Beach PLLC will be for an amount not to exceed the aggregate amount shared among the other bond counsel firms that the County has on retainer, which is an amount not to exceed Four Hundred Thousand (\$400,000.00) Dollars per year. The amount paid to Harris Beach will be in accordance with fee schedule which is attached hereto and incorporated herein as Schedule “A.” The retainer will specify and be contingent upon C. Todd Miles being the lead attorney on all County work.

**§2.** The County Executive, or his authorized designee, is hereby authorized to execute all instruments and to take all actions reasonably necessary to effectuate the purposes of this Act and to pay Harris Beach PLLC for the aforesaid services rendered to the County.

**§3.** This Act shall take effect immediately.



## SCHEDULE "A"

<b>Fee for Prep of Each Bond Act</b>	\$500.00
<b>Max Fee Per Issuance of Notes</b>	35¢ per \$1,000 of par amount with maximum fee \$20,000
<b>Max Fee Per Issuance of Bonds</b>	75¢ per \$1,000 of par amount with maximum fee \$40,000
<b>Max Fee Per Issuance of Refunding Bonds</b>	75¢ per \$1,000 of par amount with maximum fee \$40,000
<b>Max Fee Per Issuance of Notes through NYSEFC</b>	35¢ per \$1,000 of par amount with maximum fee of \$5,000
<b>Max Fee Per Issuance of Bonds through NYSEFC</b>	75¢ per \$1,000 of par amount with maximum fee of \$20,000
<b>Hourly Rates for Other Services/Disbursements</b>	Blended hourly rate of \$225 /hr for partner time and \$195 /hr for associate time/disbursements incurred in relation to the services provided will be reimbursed.