



Westchester Community College

State University of New York

48554

September 15, 2015

To: Honorable Board of Acquisition and Contract

From: Belinda S. Miles
President, Westchester Community College

Re: **Resolution to authorize the County of Westchester to enter into an Assignment Agreement to consent to the assignment of its Clinical Affiliation Agreement with Hebrew Hospital Home of Westchester, Inc., to HHH Acquisition LLC d/b/a The Grove at Valhalla**

By resolution approved on October 23, 2014, your Honorable Board authorized the County of Westchester (the "County"), acting by and through Westchester Community College (the "College") to renew affiliation agreements with seven (7) healthcare organizations pursuant to which the organizations would provide supervised laboratory/clinical education and instruction programs for matriculated College students who are pursuing a degree or certificate program of study in the specified programs, for the period from January 1, 2015 through December 31, 2019, at no cost to the College (the "Affiliation Agreements"). The Affiliation Agreements were subsequently executed.

The College was recently notified that one of the seven (7) organizations, Hebrew Hospital Home of Westchester, Inc. (the "Hebrew Home"), was recently purchased by HHH Acquisition LLC d/b/a The Grove at Valhalla (the "Grove"). The administration at The Grove is willing to honor the existing Affiliation Agreement with the Hebrew Home. However, they have requested that the Affiliation Agreement reflect the agency's new name.

I am informed that since the Grove "purchased" the Hebrew Home, the Hebrew Home would have to "assign" the Affiliation Agreement over to the Grove and the County, as a party to the Affiliation Agreement, would have to "consent" to such assignment (the "Assignment Agreement"). Accordingly, authority is requested for the County to enter into an Assignment Agreement with the Hebrew Home (as Assignor) and the Grove (as Assignee), pursuant to which the County will consent to the assignment of its Affiliation Agreement with the Hebrew Home, to the Grove, effective upon execution of the Assignment Agreement by all parties and approval of same by the Office of the Westchester County Attorney.

Except as otherwise provided for hereby, all other terms and conditions of the Affiliation Agreement with the Hebrew Home shall remain unchanged and in full force and effect. I strongly recommend your Honorable Board's approval of the annexed Resolution.

