

70013

DATE: June 5, 2019

TO: Board of Acquisition and Contract

FROM: John M. Nonna
County Attorney

SUBJECT: Authority for the County of Westchester to enter into an agreement with the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP to serve in an “of counsel” capacity to the County Attorney, as needed, in connection with the bankruptcy filing by Standard Amusements LLC in the United States Bankruptcy Court for the Southern District of New York (Case No. 19-23061).

Authority is respectfully requested for the County of Westchester (the “County”) to enter into an agreement (the “Agreement”) to retain, at County expense, the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP (“Paul, Weiss”), pursuant to which Paul, Weiss will serve in an “of counsel” capacity to the County Attorney, as needed, in connection with the bankruptcy filing (Case No. 19-23061; the “Case”) by Standard Amusements LLC in the United States Bankruptcy Court for the Southern District of New York, for a term commencing on June 3, 2019 and continuing until the County no longer has an interest in the Case, as the County may determine in its sole discretion; the County determines, in its sole discretion, to cease participating in the Case; or the County otherwise terminates the Agreement, for a total amount not to exceed Five Hundred Thousand Dollars (\$500,000.00), payable at various hourly rates for various personnel.

The proposed Agreement will serve a public purpose by providing the County with the specialized knowledge and expertise necessary to ensure the County’s proper handling of the Case.

The goal and objective of the proposed Agreement is to provide the County with the specialized knowledge and expertise necessary to ensure the County’s proper handling of the Case.

The goal and objective of the proposed Agreement is in the best interests of the County in terms of fiscal responsibility, as ensuring the County’s proper handling of the Case is expected to ultimately protect the financial interests of the County.

The goal and objective of the proposed Agreement will be tracked and monitored by the Office of the County Attorney.

By a resolution approved on May 30, 2019, your Honorable Board exempted the procurement of the Agreement from compliance with the Westchester County Procurement Policy, pursuant to Section 3(a)(xxi) thereof.

Act No. 2019-112, which authorized the County to enter into the proposed Agreement, was adopted by the County's Board of Legislators on June 3, 2019 and approved by the County Executive on June 5, 2019.

I respectfully recommend the adoption of the attached Resolution.

JMN/bdm/nn

APPROVED BOARD OF ACQUISITION & CONTRACT - 06/06/2019 - LISA M. PAJ, SECRETARY

RESOLUTION

Upon a communication from the County Attorney, be it hereby

RESOLVED, that the County of Westchester (the "County") is hereby authorized to enter into an agreement (the "Agreement") to retain, at County expense, the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP ("Paul, Weiss") to serve in an "of counsel" capacity to the County Attorney, as needed, in connection with the bankruptcy filing by Standard Amusements LLC in the United States Bankruptcy Court for the Southern District of New York (Case No. 19-23061; the "Case"), for a term commencing on June 3, 2019 and continuing until the County no longer has an interest in the Case, as the County may determine in its sole discretion; the County determines, in its sole discretion, to cease participating in the Case; or the County otherwise terminates the Agreement, for a total amount not to exceed Five Hundred Thousand Dollars (\$500,000.00), payable at various hourly rates for various personnel; and be it further

RESOLVED, that this Agreement is subject to County appropriations; and be it further

RESOLVED, that this Agreement is also subject to further financial analysis of the impact of any New York State Budget (the "State Budget") proposed and adopted during the term of this Agreement. The County shall retain the right, upon the occurrence of any release by the Governor of a proposed State Budget and/or the adoption of a State Budget or any amendments thereto, and for a reasonable period of time after such release(s) or adoption(s), to conduct an analysis of the impacts of any such State Budget on County finances. After such analysis, the County shall retain the right to either terminate this Agreement or to renegotiate the amounts and rates approved herein. If the County subsequently offers to pay a reduced amount to the Contractor, then the Contractor shall have the right to terminate this Agreement upon reasonable prior written notice; and be it further

RESOLVED, that the County Executive or his duly authorized designee is hereby authorized to execute and deliver any and all documents and to take all action necessary and appropriate to effectuate the purposes hereof.

Account to be
Charged/Credited

Fund	Dept	Major Program, Program & Phase Or Unit	Object/ Sub-Object	Trust Account	Dollars
101	18	1000		4923	\$500,000.00

Budget Funding Year(s): _____ Start Date: 6/3/19 End Date: When the County no longer has an interest in the Case, as the County may determine in its sole discretion; the County determines, in its sole discretion, to cease participating in the Case; or the County otherwise terminates the Agreement.

Funding Source Tax Dollars: _____
 State Aid: _____
\$500,000.00 Federal Aid: _____
 (must match resolution) Other: _____

APPROVED BOARD OF ACQUISITION & CONTRACT - 06/06/2019 - LISA MARIJA SECRETARY