

**[80096]**

DATE: October 8, 2020

TO: Board of Acquisition and Contract

FROM: Michael Orth, M.S.W.  
Commissioner, Department of Community Mental Health

SUBJECT: Authority to amend an agreement with Westhab, Inc., pursuant to which it was to provide community mental health services, in order to modify said agreement by adding to it those community mental health services that were to have been provided by The Sharing Community, Inc. under its own, separate agreement, in order to reflect the merger of Westhab, Inc. and The Sharing Community, Inc.

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By a resolution approved on December 15, 2016, your Honorable Board authorized the County of Westchester (the "County") to, among other things, a.) enter into an agreement with The Sharing Community, Inc. ("TSC"), pursuant to Articles 25 and 41 of the New York State Mental Hygiene Law, and pursuant to which agreement TSC was to provide community mental health services, for the period from January 1, 2017 through December 31, 2021, for an amount not-to-exceed \$438,523.00 (the "TSC Agreement"); and b.) enter into an agreement with Westhab, Inc. ("Westhab"), pursuant to Articles 25 and 41 of the New York State Mental Hygiene Law, and pursuant to which agreement Westhab was to provide community mental health services, for the period from January 1, 2017 through December 31, 2021, for an amount not-to-exceed \$2,388,880.00 (the "Westhab Agreement"). Both the TSC Agreement and the Westhab Agreement were subsequently executed.

Earlier this year, TSC merged with Westhab, with Westhab being the surviving corporate entity. Accordingly, as the successor in interest to TSC, Westhab is now the other party in both the TSC Agreement and the Westhab Agreement.

For administrative purposes, the County is required to have only one (1) agreement with each provider of the type of community mental health services that are provided under the Westhab Agreement and the TSC Agreement. Accordingly, now that Westhab and TSC have merged, the Westhab Agreement and the TSC Agreement must be combined.

Therefore, the County respectfully requests authority from your Honorable Board to amend the Westhab Agreement by, a.) modifying its scope of work in order to add into it all of the services that were to be provided by TSC under the TSC Agreement during the remainder of

its term; b.) increasing its not-to-exceed amount by \$193,067.00, from an amount not-to-exceed \$2,388,880.00 to a new amount not-to-exceed \$2,581,947, in order to reflect the additional costs of the services being added from the TSC Agreement; and c.) modifying its budget in order to allocate the additional funds that will be used to pay for the added services (the "Amendment"). The Amendment will also specify that, upon its execution, the TSC Agreement will be terminated.

Except as specifically described above, all terms and conditions of the Westhab Agreement shall remain in full force and effect.

The proposed Amendment will serve a public purpose by ensuring that the County can comply with the administrative requirements that apply to the TSC Agreement and the Westhab Agreement.

The goal and objective of the proposed Amendment is to ensure that the County can comply with the administrative requirements that apply to the TSC Agreement and the Westhab Agreement.

The goal and objective of the proposed Amendment is in the best interests of the County in terms of fiscal responsibility, as ensuring that the County can comply with the administrative requirements that apply to the TSC Agreement and the Westhab Agreement will ultimately help ensure that it will not jeopardize the receipt of state or federal funds for the community mental health services to be provided.

The goal and objective of the proposed Amendment will be tracked and monitored monthly by the staff of the Department of Community Mental Health.

I respectfully recommend the adoption of the attached resolution.

MO/TP/bdm/nm

**RESOLUTION**

Upon a communication from the Commissioner of the Department of Community Mental Health, be it hereby

**RESOLVED**, that the County of Westchester (the “County”) is hereby authorized to amend an agreement with Westhab, Inc. (“Westhab”), which the County entered into pursuant to Articles 25 and 41 of the New York State Mental Hygiene Law, and pursuant to which Westhab was to provide community mental health services, for the period from January 1, 2017 through December 31, 2021, for an amount not-to-exceed \$2,388,880.00, (the “Westhab Agreement”) by, a.) modifying its scope of work in order to add into it all of the services that were to be provided by The Sharing Community, Inc., pursuant to its agreement with the County to provide community mental health services (the “TSC Agreement”), during the remainder of the term of the TSC Agreement; b.) increasing its not-to-exceed amount by \$193,067.00, from an amount not-to-exceed \$2,388,880.00 to a new amount not-to-exceed \$2,581,947, in order to reflect the additional costs of the services being added from the TSC Agreement; and c.) modifying its budget in order to allocate the additional funds that will be used to pay for the added services (the “Amendment”); and be it further

**RESOLVED**, that the Amendment will also specify that, upon its execution, the TSC Agreement will be terminated; and be it further

**RESOLVED**, that except as specifically hereby authorized to be amended, all terms and conditions of the Westhab Agreement shall remain in full force and effect; and be it further

**RESOLVED**, that the County Executive or his duly authorized designee is hereby authorized to take such action and execute such documents as may be necessary and proper to effect the purposes hereof.

Account to be  
Charged/Credited

Fund	Dept	Unit	Object/ Sub Object	Trust Account	Activity	Dollars

Budget Funding Year(s): \_\_\_\_\_ Start Date: 01/01/17 End Date: 12/31/21  
(must match resolution)

Funding Source: \_\_\_\_\_ Tax Dollars: \_\_\_\_\_  
State Aid: \_\_\_\_\_  
Federal Aid: \_\_\_\_\_  
Other: \_\_\_\_\_  
\_\_\_\_\_  
(must match resolution)

