

**RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY**

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***TITLE:***

**RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT  
AUTHORITY AUTHORIZING NEGOTIATIONS FOR THE  
LEASE OF THE MORRIS VIEW HEALTHCARE CENTER**

**WHEREAS**, the Morris County Improvement Authority (the "Authority") has been duly created by resolution of the County of Morris (the "County"), State of New Jersey (the "State") and exists in good standing as a public body corporate and politic under and pursuant to all applicable law, including the county improvement authorities law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, as amended from time to time (codified at N.J.S.A. 40:37A-44 et seq., the "Act"); and

**WHEREAS**, by resolution number 32, adopted on July 27, 2016, the Board of Chosen Freeholders of the County (the "Freeholders"), directed the Authority to prepare and issue a request for proposals to lease the Morris View Healthcare Center ("Morris View") to an experienced, privately managed healthcare organization capable of providing nursing home services equal or better than the County; and

**WHEREAS**, on March 3, 2017, the Authority issued the "Morris County Improvement Authority Request for Proposals for Lease of the Morris View Healthcare Center" (as amended by Addendum #1 issued March 10, 2017 and Addendum #2 issued April 7, 2017, the "RFP"); and

**WHEREAS**, the RFP and the lease agreement contemplated therein, was reviewed by the Office of the State Comptroller and approved for release and advertisement on or about February 17, 2017; and

**WHEREAS**, by resolution number 13, adopted on March 15, 2017, the Authority established the Morris County Improvement Authority Morris View Advisory Committee (the "Committee") to evaluate all RFP Responses (as defined herein) in accordance with the evaluation criteria set forth in the RFP and to summarize such evaluations in a report to the Authority and the Freeholders (the "Evaluation Report"); and

**WHEREAS**, pursuant to the terms of the RFP, eight (8) respondent organizations submitted responses to the RFP on or prior to the RFP Bid Submission Deadline of April 19, 2017 (each an "RFP Response"), including Allaire Healthcare Group, Caring Health Systems, Concord Healthcare Group, MB HealthCare, Premier Healthcare Resources, Regency Nursing & Rehab, The Homestead Group and VestraCare; and

**WHEREAS**, the Committee evaluated the RFP Responses in accordance with the evaluation criteria set forth in the RFP and prepared the Evaluation Report recommending that the Authority enter into lease negotiations with Allaire Healthcare Group, which Evaluation Report is on file in the office of the Secretary to the Authority and available for public inspection; and

**WHEREAS**, the Authority desires to recognize the findings of the Committee set forth in the Evaluation Report and commence exclusive negotiations with Allaire Healthcare Group with respect to an agreement to lease Morris View.

**NOW THEREFORE BE IT RESOLVED** by the Board of Commissioners of the Authority as follows:

**Section 1.** The aforementioned recitals are incorporated herein as though fully set forth at length.

**Section 2.** The preparation and issuance of the RFP, and any and all actions taken by the Authority, its officers and its professionals in connection therewith, is hereby ratified, confirmed and approved.

**Section 3.** The Authority hereby recognizes and adopts the findings of the Committee set forth in the Evaluation Report.

**Section 4.** The Authority, along with representatives of the Authority, are hereby authorized and directed to commence exclusive negotiations with Allaire Healthcare Group with respect to an agreement to lease Morris View, in accordance with the terms of the RFP and applicable law.

**Section 5.** Subject to the second sentence of this Section 5, this resolution shall take effect immediately. In accordance with N.J.S.A. 40:37A-50, the Secretary of the Authority is hereby authorized and directed to submit to each member of the Freeholders, by the end of the fifth business day following this meeting, a copy of the minutes of this meeting. The Secretary is hereby further authorized and directed to obtain from the Clerk of the Freeholders a certification from said Clerk stating that the minutes of this meeting have not been vetoed by the Director of the Freeholders.

**MOVED/SECONDED:**

Resolution moved by Commissioner \_\_\_\_\_.

Resolution seconded by Commissioner \_\_\_\_\_.

**VOTE:**

<b>Commissioner</b>	<b>Yes</b>	<b>No</b>	<b>Abstain</b>	<b>Absent</b>
Gallopo				
Kovalcik				
Ramirez				
Sandman				
Bonanni				

This Resolution was acted upon at the Regular Meeting of the Authority held on May 24, 2017 at the Authority's principal corporate office in Morristown, New Jersey.

Attested to this 24<sup>th</sup> day of May, 2017

By: \_\_\_\_\_  
Secretary of the Authority

**FORM and LEGALITY:**

This Resolution is approved as to form and legality as of May 24, 2017.

By: \_\_\_\_\_  
Matthew D. Jessup, Member, McManimon, Scotland & Baumann, LLC  
Counsel to the Authority  
Resolution No. 17-22