

New York City Industrial Development Agency

Not-for Profit [501 (c)(3)]

Project Financing Application

By what date do you wish to close the proposed project financing? March 31, 1998

I. APPLICANT INFORMATION

Applicant's Name: Comprehensive Care Management Corporation

Address: 612 Allerton Avenue, Bronx, NY 10467

Phone #: 718-519-4007 Fax #: 718-519-4010

IRS Employer ID Number: 13-2600807 S.I.C. Code: _____

NY State Dept. of Labor Number (if applicable): 045-0667

Officer of Applicant completing this application (contact person):

Name: Michael Bialek Title: Senior V.P. for Real Estate Phone #: 718-519-4007

Applicant type of Organization (i.e., Social Services, Private School): Health Care Organization

Brief description of service: Comprehensive Care Management Corporation (CCMC) is a managed care program established under state and federal legislation. CCMC offers home health care, medical services, rehabilitative services, day care services and nursing care to a frail elderly, Medicaid eligible population.

Applicant's State of Incorporation or Registration: New York

Applicant's Attorney: Name: Clifford P. Case Phone # 212-238-8798 Fax #: 212-732-3232

Firm and Address: Carter, Ledyard & Milburn, 2 Wall Street, New York, NY 10005

Applicant's Accountant: Name: David Adest Phone # 212-697-3000 Fax #: 212-697-8893

Firm and Address: Loeb & Troper, CPA's, 655 Third Avenue, New York, NY 10017

II. PROJECT INFORMATION

1. Describe in detail the nature of the proposed project. Describe the proposed project site and any improvements currently on it. Describe proposed construction/renovation, if any.

See attached

2. Why does the Applicant plan to undertake the project? What are the objectives to be achieved through the project?

See attached

3. Indicate the estimated dates for construction/renovation start and completion and financing drawdowns.

Renovation to start July 1998 and is estimated to be completed by March 1999.

4. Please give best estimates for all costs involved in the proposed project:

Land & Building (acquisition)	\$ 3,454,123
New Construction	\$ -0-
Renovations/Building improvements	\$ 750,000
Machinery/Equipment	\$ 200,000
Fees/Other Soft Costs	\$ 540,000
Other (explain) ^{Debt} Service Reserve	\$ 511,362
^{Fund} Total Project Costs	\$ 5,455,485

4. Please identify proposed sources and amounts of funds to finance the above project costs:

Bonds	\$ 5,295,113	
Loan from other sources	\$ _____	Please identify sources _____
Fund Balance	\$ _____	
Capital Campaigns	\$ _____	
Other Sources	\$ 160,372	Please identify sources <u>Leasehold</u> improve-
Total Project Sources	\$ 5,455,485	<u>ments</u>

II. PROJECT INFORMATION

1. DESCRIBE IN DETAIL THE NATURE OF THE PROPOSED PROJECT. DESCRIBE PROJECT SITE AND ANY IMPROVEMENTS CURRENTLY ON IT. DESCRIBE PROPOSED CONSTRUCTION/RENOVATION, IF ANY:

Beth Abraham Health Services as lessee and option holder of the site located at 2401 White Plains Road will assign its option to the Comprehensive Care Management Corporation (CCM). IDA funding would enable CCM to renovate and purchase this facility. CCM is currently the sub-lessee and operator of the facility. Renovations would include relocating space within several departments, updating our HVAC and electrical systems to be more energy efficient, upgrading finishes and providing new cabinetry for storage and work areas. Also the renovation would include the replacement of existing wood framed windows with metal ones with security glazing.

2. WHY DOES THE APPLICANT PLAN TO UNDERTAKE THE PROJECT? WHAT ARE THE OBJECTIVES TO BE ACHIEVED THROUGH THE PROJECT?

CCM currently leases and operates a successful program at 2401 White Plains Road. While the lease expires in 2003, we can exercise an option to purchase the property on or after May 1, 1998 through April 30, 2003. The option agreement has set the purchase price at any given time during the option period. The price is a function of \$2.6 million, the balance of the owners mortgage on the property, and any financing fees. Purchasing the building is an attractive option because CCM would no longer carry the liability of real estate taxes. Also, when we buy the property, CCM will have the building as an asset.

5. Provide the following information relating to the proposed project site.

<u>Street Address & Borough</u>	<u>Block Lot & Section Number</u>	<u>Square Footage of Land</u>	<u>Square Footage of Building</u>	<u>Number of Floors Including Basement</u>	<u>Zoning</u>
a. 2401 White Plains Rd. Bronx, NY 10467	Block 4426 Lot 1	25,000	22,160	2	CZ-3inR6
b.					
c.					
d.					

6. Give the following information with respect to all present tenant(s) and sub-tenants at the proposed project site.

<u>Name, Contact Person & Tel.</u>	<u>Square Feet & Floors Occupied</u>	<u>Lease Expiration/Renewal</u>
Susan Aldrich (718-519-5925)	2 Floors - 22,160 sq. ft.	4/30/2003

7. Will any entity/person other than Applicant use the project facility? Does Applicant intend to lease a portion of the project facility, and, if so, will there be tenants other than those listed under Question # 6? Provide all details.

See Attached

8. Provide street address, borough or town, for premises which you currently own or lease, even if you don't occupy same. Do you plan to terminate/sell/vacate/remain at such premises? Provide all details. With respect to currently leased premises, provide the name and address of landlord and the expiration date of the lease term.

See Attached

II. PROJECT INFORMATION

7. WILL ANY ENTITY PERSON OTHER THAN APPLICAN USE THE PROJECT FACILITY? DOES APPLICANT INTEND TO LEASE A PORTION OF THE PROJECT FACILITY, AND IF SO, WILL THERE BE TENANTS OTHER THAN THOSE LISTED UNDER QUESTION 6? PROVIDE ALL DETAILS:

Yes, the Comprehensive Care Management (CCM) program will be leasing to the Beth Abraham Diagnostic & Treatment Center, Inc. (DTC) within the building that will provide the on-site medical component for the program.

To understand the true impact of the DTC, it must be addressed within the context of the entire CCM program. Although the clinic may be only 10% of each facility, the DTC is the legal vehicle for providing the medical care component critical to CCM. The DTC will provide primary medical care to CCM patients and arrange by contract for medical subspecialty and diagnostic services.

The DTC will be housed on site, physically using 10% of the square footage, but servicing 100% of the program. Although its primary clients will be CCM patients, the clinic may be used by other individuals on a fee-for-services basis.

II. PROJECT INFORMATION

8. PROVIDE STREET ADDRESS, BOROUGH OR TOWN, FOR PREMISES WHICH YOU CURRENTLY OWN OR LEASE, EVEN IF YOU DON'T OCCUPY SAME. DO YOU PLAN TO TERMINATE/SELL/REMAIN AT SUCH PREMISES? PROVIDE ALL DETAILS WITH RESPECT TO CURRENTLY LEASED PREMISES, PROVIDE THE NAME AND ADDRESS OF LANDLORD AND THE EXPIRATION DATE OF THE LEASE TERM:

This is leased space and CCM plans to continue its operation at this location

Comprehensive Care Management - Allerton Avenue
668 Allerton Avenue
Bronx, NY

Name & Address of Landlord: Morris Sopher
Riverdale Equities
6132 Riverdale Avenue
Bronx, NY 10471
Lease Expiration Date: 11/30/2015

This is leased space and CCM plans to continue its operation at this location

Comprehensive Care Management - Grand Street
375 Grand Street
New York, NY 10002

Name & Address of Landlord: Allan Wollman
Seward Park Housing Corp.
465 Grand Street - 3rd Floor
New York, NY 10002
Lease Expiration Date: 10/31/2010

This is leased space and CCM plans to continue its operation at this location.

Wallerstein Center for Community Services
2401 White Plains Road
Bronx, NY 10467

Name & Address of Landlord: Howard Camac
1500 Astor Avenue
Bronx, NY 10469
Lease Expiration Date:

This is leased space and CCM plans to continue its operation at this location

9. If any of the present or proposed tenants in this project are related to, or affiliated with the Applicant, please indicate and list percentage of occupancy.

Beth Abraham Health Services is a related corporation providing services to CCM via the Long Term Home Health Care Agency, which represents 82-85% of this site. Beth Abraham Diagnostic and Treatment Center, Inc. Is a subsidiary corporation which represents 10% of the total site. Comprehensive Care Management Corporation itself represents approximately 5%.

10. If any of the present or proposed tenants in this project are related to, or affiliated with the seller of the property, please indicate and list percentage of occupancy.

N/A

11. Is there a relationship, legally, by virtue of common control, or through related persons, directly or indirectly, between the Applicant and the present owner of the project site? If so, please provide details.

No

12. Has the Applicant, any existing or proposed tenant of the proposed project facility, or any person related to any of the foregoing, received or benefitted from within the past six months, or is contemplating to receive or benefit from within the next six months, tax-exempt financing anywhere within the United States? If yes, please provide details.

Yes, Beth Abraham Health Services received tax-exempt funding through the Westchester Industrial Development Agency to build a Comprehensive Health Care Management program in the town of Greenburgh, NY. The Greenburgh facility houses a Comprehensive Care Management program and an Adult Day Health Center and a Diagnostic & Treatment Center. The amount of tax-exempt bond financing is \$2,345,000. In addition, CCM received tax-exempt funding through the New York City Industrial Development Agency to build centers on Grand Street in Manhattan and on Allerton Avenue in the Bronx. The amount of this tax-exempt financing is \$4,640,000.

III. MANAGEMENT INFORMATION

1. Please provide the resumes of the principal officers of the Applicant. Make sure that this includes age, education, employment history, current title and responsibilities.

See Attached

2. Please provide a list of Board of Directors and their affiliations.

See Attached

3. Give a detailed history of the Applicant and a detailed description of Applicant's organization.

See Attached

IV. DUE DILIGENCE

This section asks for more specific information about Applicant's services. Please complete the following questions using attached Due Diligence Sheets, when necessary.

1. How many employees does Applicant employ in New York City at the present time?

Full-Time 105 Part-Time 18
(minimum 35 hours per week) (minimum 20 hours per week)

2. How many employees does Applicant employ outside of New York City but in New York State?

Full-Time N/A Part-Time N/A
(minimum 35 hours per week) (minimum 20 hours per week)

3. Does Applicant intend to employ new additional employees at the proposed project site, or will Applicant transfer current employees from premises presently being used? Please provide details.

There will be no employee changes resulting from the purchase of the facility

4. List union affiliation, contact person, phone and fax numbers and contract expiration date on attached Due Diligence Sheet.

See Attached

III. MANAGEMENT INFORMATION

1. Resumes

WILLIAM H. FROHLICH
16 KENDALL ROAD
POUND RIDGE, NEW YORK 10576
(914) 764-1820

EDUCATION

- M.P.A. New York University Graduate School of Public Administration, Washington Square, NY, Masters of Public Administration (Health Policy, Planning and Administration), 1971.
- B.S. New York University School of Commerce, Washington Square, NY, Bachelor of Science, 1965.

EXPERIENCE

BETH ABRAHAM HOSPITAL
612 Allerton Avenue, Bronx, NY 10467

President

1977
TO
PRESENT

Continuous responsibility for the management of the Hospital, commensurate with the authority conferred upon the President by the Board of Directors and consistent with the legal and professional requirements governing the operation of the Hospital. The authority and responsibility of the President includes, but is not limited to: carrying out all policies established by the Board of Directors; serving as an agent to the Board to establish, maintain, continue to improve and enforce acceptable professional and ethical standards and quality patient care services; serving as the administrative and professional representative of the Hospital with regard to all parties served by or dealing with the Hospital on the local, city, state and national level.

Administrator

1974
TO
1977

Administer, direct and coordinate all activities of the Hospital to carry out its objectives in the provision of health care, furtherance of education and research, and participation in community health programs.

Responsible for the operation of the Hospital, for the application and implementation of established policy and for liaison among the governing authority, the medical staff and the departments of the Hospital.

Implement the control and effective utilization of the physical and financial resources of the institution, employing a system of responsible accounting, including budget and internal controls.

Responsible for promulgating short and long-range planning for health services and facilities as they relate to the Hospital. Participate in and represent the Hospital at community, state and national hospital associations and professional activities.

MONTEFIORE-MORRISANIA HOSPITAL AFFILIATION
168th Street & Gerard Avenue, Bronx, NY 10452

Senior Assistant Administrator

1970
TO
1974
Responsible for the planning, organizing, directing and controlling of the activities for the ambulatory and support services to include: Adult and Pediatric Emergency Rooms and Out Patient Departments, Ambulance Service, Home Care, Admitting, Addiction Services and Abortion Services.

Plan for development, construction and operation of \$8 Million Neighborhood Family Care Center. Act as liaison representative with community groups. Advise and consult with the Administrator on problems dealing with the operation of the Hospital.

Responsible for all affairs in the Administrator's absence.

Assistant Administrator

1968
TO
1970
Responsible for planning, organizing, directing and controlling the activities of the following departments:
Personnel, Labor Relations, Nurse Recruitment, Medical Records, Radiology, Laboratories, EKG, EEG, Employees' Health Service, Mental Hygiene, Pharmacy, Medical Library, Inhalation Therapy, Neighborhood Youth Corps.

Personnel Director

1965
TO
1968
Plan, implement and perform personnel programs and services including employment, wage and salary administration, job evaluation, supplementary benefits, employee welfare, communications, morale, employee records. Recruit and interview personnel. Train personnel with regard to union contract provisions and obligations. Counsel supervisors and represent administration in labor grievance situations. Prepare and audit personnel policies.

ACADEMIC APPOINTMENTS

Albert Einstein College of Medicine of Yeshiva University, Principal Associate in Epidemiology and Social Medicine

Baruch College, Adjunct Assistant Professor, Department of Health Care Administration

Columbia University, Adjunct Professor, School of Public Health

New York University, Clinical Instructor and Preceptor, Robert F. Wagner Graduate School of Public Service

PUBLICATIONS AND PAPERS

"Use and Level of Beds in Long Term Care"

W. Frohlich

Presented at the New York Association of Homes and Services for the Aging Annual Meeting, Albany, New York, May 1980.

"Planning for Long Term Care Beds: A Methodological Approach"

W. Frohlich, L. McNally, G. Widmer-Thompson

Presented at the American Health Planning Association Conference, San Francisco, California, June 1980.

"P.A.'s As Primary Care Providers in a Long Term Care Facility"

W. Frohlich, M. McGarvey, C. Scanlan, W. Schwartz, M. Weinfield, G. Widmer

Presented at the American Public Health Association Conference, Detroit, Michigan, October 1980.

"Defining the Need for Long Term Care Beds: The New York City Experience"

W. Frohlich, L. McNally, G. Widmer-Thompson

Presented at the American Public Health Association Conference, Detroit, Michigan, October 1980.

"Physician Extenders: An Alternative to Traditional Physician Treatment for the Institutionalized Elderly"

W. Frohlich, G. Widmer-Thompson, W. Schwartz, M. Weinfield

Presented at the Northeastern Gerontological Society conference, Newport, Rhode Island, April 1981.

"Chronic Long Term Institutional Care: Its Place in the Health Care System"

W. Frohlich

Presented at Bird S. Coler Hospital Seminar, September 1982.

"Findings of a Survey of the Long Term Care System in New York City"

W. Frohlich, L. McNally, J. Greenberg

Presented at the American Public Health Association 110th Annual Meeting, Montreal, Canada, November 1982.

"Issues in Establishment of a Provider Based Chronic Care Management System"

W. Frohlich, G. Widmer-Thompson, L. McNally

Presented at the American Public Health Association 110th Annual Meeting, Montreal, Canada, November 1982.

SPECIAL PROJECTS AND REPORTS

"Long Term Care in New York City: Findings of a Survey of the City's Long Term Care Institutions", 1981. A report by the Health Systems Agency of New York City. Task Force Chairman.

"A Study of the Characteristics of Backlogged Hospital Patients in the Bronx." A joint study by the Health Systems Agency of New York City and the Bronx Professional Standards Review Organization. Advisory Group Chairman.

TRUSTEESHIPS

Greater New York Hospital Association

New York, New York

- Board of Directors

Healthcare Association of New York State

Albany, New York

- Board of Directors

- Executive Committee

Association of Voluntary Nursing Homes of New York

Bronx, New York

- President

Neighborhood Initiatives Development Corporation

Bronx, New York

- President

Allerton Business and Community Association
Bronx, New York
- President

ADVISORY COMMITTEE MEMBERSHIPS

New York State Department of Health and New York State Health Planning Committee Long Term Care Bed Need Methodology Advisory Committee

New York State Health Planning Commission Long Term Care Systems Development Project Advisory Committee

Health Systems Agency of New York City Advisory Task Force to evaluate the case management approach to long term care delivery

New York State Health Planning Commission Screening Assessment Project Professional Advisory Committee

New York State Committee on Health Task Force on Hospital Alternate Care Patients

PROFESSIONAL ORGANIZATIONS

American College of Health Care Administrators
American Public Health Association (Fellow)
American Hospital Association
Public Health Association of New York City
Gerontological Society
American Geriatrics Society (Fellow)
American College of Nursing Home Administrators
American College of Healthcare Executives

SUSAN YELSEY ALDRICH

220 Elderwood Avenue
Pelham, New York 10803
(718) 920-5910 (Office)
(914) 738-3677 (Home)

EDUCATION

University of California at
San Diego, La Jolla, CA

Anthropology MA 1972

Swarthmore College
Swarthmore, PA

Anthropology BA 1971
High Honors, Phi Beta Kappa

EXPERIENCE

BETH ABRAHAM HOSPITAL, Bronx, NY

1995-present	Senior Vice President for Managed Care Programs
1990-1995	Vice President for Comprehensive Care Management (CCM)
1989	Administrator, CCM
1987-1988	Consultant

Responsible for development and implementation of federal and state health services demonstration program with current budget of \$20 million. Develop program goals and strategies, develop budgets, supervise staff of 50, including physicians, nurses, social workers, therapists, statisticians, accountants. Develop marketing strategies and financial and information systems. Set contracting policy for all health services. Lobby for legislation and regulation to accomplish program goals. Prepare grant applications for philanthropic support. Represent CCM in public forums.

THE COMMONWEALTH FUND, NY

1985-1986	Senior Program Officer
1982-1984	Program Officer

Designed program strategies for the foundation. Designed multi-foundation national programs totalling \$4 million annually. Managed and provided technical assistance to these programs and 30 ongoing projects. Presented recommendations to the foundation's Board of Directors. Supervised program development staff. Represented the foundation in public forums.

OFFICE OF THE SECRETARY

DEPARTMENT OF HEALTH AND HUMAN SERVICES, Washington, DC

1979-1982	SENIOR POLICY ANALYST
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Senior staff member responsible for oversight and coordination of Administration health policy. Lead responsibility for major policy initiatives under Carter and Reagan administrations, including HMO Amendments of 1981, and Medicaid and private insurance reform. Developed legislative options for changing tax treatment of insurance, increasing consumer choice of health plans. Directed research and evaluation activity on these issues. Liaison for the Secretary to HMO industry groups, Congressional staff, and other Federal agencies. Worked with Office of Personnel Management and the Department of Defense (CHAMPUS) on interagency task forces.

STATE OF CALIFORNIA DEPARTMENT OF CORPORATIONS, Los Angeles

1976-1978 SENIOR HEALTH PLAN ANALYST AND ADMINISTRATOR, MEDICAL SURVEYS

Directed the development, implementation and administration of the State's HMO licensing law covering HMO operations and medical care. Created and managed on-site medical and dental survey programs affecting 100 HMOs. Supervised six full-time staff and 50 consultant physicians, administrators, and other health professionals. Developed budgets, staffing requirements, standards, survey instruments and legislative analyses used for regulation. Staffed state-wide Advisory Committee.

ORANGE COUNTY DEPARTMENT OF MENTAL HEALTH, TRAINING, CONSULTATION AND EDUCATION DIVISION, Santa Ana, CA

1976 RESEARCH ASSISTANT

Designed programs and wrote proposals and reports. Developed program for training CETA workers and mental health staff.

INTERSTUDY, Minneapolis

1974-1975 RESEARCH ASSOCIATE

Developed a 13-state multidisciplinary HMO quality assurance and information program for the Central States, Southeast and Southwest Areas Health and Welfare Fund. Principal Investigator, "A Quality Assurance System for Long Term Care Facilities", Minnesota Hospital Association. Prepared policy papers.

DEPARTMENT OF OTOLARYNGOLOGY, UNIVERSITY OF MINNESOTA MEDICAL SCHOOL, Minneapolis.

1972-1973 Research Secretary

UNIVERSITY OF CALIFORNIA AT SAN DIEGO, DEPARTMENT OF ANTHROPOLOGY

1971 TEACHING ASSISTANT

Susan Yelsey Aldrich

PUBLICATIONS AND PRESENTATIONS

- Aldrich, S: "Enhancing the Independence of the Frail Elderly". Council of Foundations Annual Conference, April 1986.
- Aldrich, S: "Long-Term Care Opportunities for Hospitals" at Strategies, Service, Structures: Quality Health Care for the Elderly, sponsored by the Office on Aging and Long-Term Care of the Hospital Research and Educational Trust, and the Maryland Hospital Association, October 1984.
- Aldrich, S: "Financing Effective Health Care for the Elderly." Presented at The Challenges of an Aging Society: What Can Grantmakers Do? conference by the New York Regional Association of Grantmakers and Grantmakers in Health, October 1983
- Aldrich, S: "State Regulation of HMOs - Development of the California Program." Presented at HMOs: Evaluation of Health Care Delivery Aspects, Conference sponsored by NAIC, NAHMOR, OHMO, September 1980.
- Aldrich, S and Shearer, W.: "Income distribution in IPA medical groups." Presented at the National Health Lawyers Association HMO Conference, August 1980, Los Angeles, in press.
- Aldrich, S: Requirements for external review: an analysis based on the California experience: in HMO Quality Assurance Compliance, Group Health Association of America, Washington, D.C., 1979.
- Aldrich, S and Feinstein, P: "The effects of legislation and regulation on the delivery of health care", Department of Family Medicine, University of Virginia, Charlottesville, VA, June 1979.
- Aldrich, S, Saxon, S and Kuncel, E: "Suicide and Drug Abuse", in D.L. Lettieri, ed., When Coping Strategies Fail: Drugs Alcohol and Suicide, Beverly Hills, Sage, 1979.
- Aldrich, S, Saxon, S and Kuncel, E: "Suicide histories in the drug abusing population" in Proceedings of the 10th Annual Meeting of the American Association of Suicidology 1979.
- Aldrich, S, Saxon, S and Kuncel, E: "Drug Abuse and Suicide" in M. Buxton, ed., A Multicultural View of Drug Abuse, Cambridge, 1979.
- Aldrich, S: "In defense of institutional licensure", 3rd District Minnesota Nurses Association Meeting, Minneapolis, January 1975.
- Aldrich, S and Fifer, W: "The tyranny of standards", JAMA 231:7, pp. 709-710, 1975.

Susan Yelsey Aldrich

PUBLICATIONS AND PRESENTATIONS

- Aldrich, S.: "Implementation of a Managed Care Program", presented at The New York Academy of Medicine seminar entitled, The Fourth Annual Seminar on Multidisciplinary Challenges of Geriatric Care - New York, New York.
March 20, 1992
- Aldrich, S.: "Comprehensive Care Management Program" presented at Workshop entitled, Long Term Care Reform and Case Management, sponsored by The Home Care Association of New York State, Inc. - LaGuardia Marriott, East Elmhurst, Queens, New York with Ken Naples.
February 16, 1993
- Aldrich, S.: "Extending the PACE Population", presented at The PACE Forum, sponsored by On Lok, Inc. - Tremont Plaza Hotel, Baltimore, Maryland with James Taylor, M.D. and Judy Baskins.
April 28, 1993
- Aldrich, S.: "On Lok - The Administrative Perspective" presented at The Hospital Educational and Research Fund (HERF) conference entitled, 2000: A Vision for Continuing Health Care - Holiday Inn Crowne Plaza, New York, New York.
October 7, 1993
- Aldrich, S.: "The Comprehensive Care Management Experiment: Managed Care for Chronically Ill Elderly" presented at The 1993 Health Services Research Symposium, sponsored by Greater New York Hospital Foundation, Inc. and United Hospital Fund of New York - The New York Hilton, New York, New York.
November 10, 1993
- Aldrich, S.: "Chronic Care in a Managed Care Setting", Spring Program sponsored by Women in Health Management, Inc., presented at Empire Blue Cross and Blue Shield, New York, New York with panelists Karen Wintringham and Kimberly Calder, MPS.
April 5, 1994

Susan Yelsey Aldrich

PUBLICATIONS AND PRESENTATIONS

- Aldrich, S.: "Vulnerable Populations and Risk Adjustment Mechanisms" discussant at invitational meeting entitled, Risk Selection in a Reformed Health Care Marketplace - An Invitational Meeting sponsored by The Robert Wood Johnson Foundation under its Changes in Health Care Financing and Organization (HCFO) Initiative conducted by Alpha Center with Richard Kronick, Ph.D. and S. Wallack - Washington Vista Hotel, Washington, D.C.
October 6, 1994
- Aldrich, S.: "Managing Quality in a Managed Care Environment", presented at seminar entitled, An Rx for Conquering the Fear of Managed Care - Center for Nursing and Rehabilitation, Brooklyn, New York.
December 1, 1994
- Aldrich, S.: "Overview of Managed Care and Implications for Specialty Services" presented at Workshop entitled, Managed Care: Implications for AIDS Day Treatment Services sponsored by AIDS Day Services Association of New York State - New York Academy of Medicine, New York, New York.
February 9, 1995
- Aldrich, S.: Physician Payment Review Commission Expert Panel Meeting on Access and Quality of Care for Vulnerable Populations in Managed Care Settings sponsored by Mathematica Policy Research, Inc. - Washington, D.C.
October 13, 1995

GERALDINE WIDMER TAYLOR
120 Hillair Circle
White Plains, New York 10605
(718) 920-6046 (Office)
(914) 997-2761 (Home)

EDUCATION

R.N.	1964	Mt. Sinai Hospital School of Nursing, NY
B.S.	1971	Fairleigh Dickinson University, NJ
M.P.H.	1972	Columbia University, NY

EXPERIENCE

1994 -	Present	Executive Vice President, Beth Abraham Hospital, 612 Allerton Avenue, Bronx, New York 10467
1989 -	1994	Senior Vice President for Corporate Programs, Beth Abraham Hospital, Bronx, New York
1989 -	Present	Senior Vice President and Chief Executive Officer, Comprehensive Care Management, Beth Abraham Hospital, Bronx, New York
1978 -	1989	Director of Planning and Implementation, Co-Project Director, Comprehensive Care Management, Beth Abraham Hospital, Bronx, New York
1975 -	1978	Assistant Director, Plan Development, and Project Director, New York City Health Systems Agency
1974 -	1975	Research Assistant, Cornell University Medical College
1972 -	1974	Staff Associate, Columbia University, School of Public Health and Center for Community Health Systems

CLINICAL EXPERIENCE

1969 -	1971	Public Health Nurse Team Leader, Visiting Nurse Service of New York
1968 -	1969	Head Nurse, Pediatric Clinic, Mt. Sinai Hospital, New York
1967 -	1968	Public Health Nurse, Arthritis Midway House, Goldwater Hospital, New York
1965 -	1967	Public Health Nurse, Visiting Nurse Service of New York
1964 -	1965	Assistant Head Nurse, North Shore Hospital, Manhasset, New York

GERALDINE WIDMER TAYLOR

RESEARCH REPORTS AND PUBLICATIONS

- VanDyke, Frank; Brown, Virginia and others. Report of the Department of Defence: "Plan for Evaluation of the Health Care Experience of CHAMPUS Beneficiaries."
- Widmer, Geraldine and VanDyke, Frank. "Home Health Needs of the Elderly in the Washington Heights Area." December 1973. Mimeo.
- Brown, Virginia and Widmer, Geraldine. "Home Health Services Study Continuation Report" (Abstract) Selected Studies in Medical Care and Medical Economics. National Association of Blue Shield Plans. 1974
- McCarthy, Eugene and Widmer, Geraldine. Effects of Screening by Consultants and Recommended Elective Surgical Procedures. New England Journal of Medicine. December 19, 1974
- Lowenstein, Regina and Widmer, Geraldine. "Health Profile of Upper Manhattan" Center for Community Health Systems, Columbia University. 1975
- Widmer, Geraldine, et.al. Home Health Care: Its Costs, Utilization and Reimbursement. New York City Health Systems Agency, New York. 1977
- Widmer, Geraldine. "Issues in the Development of Hospice Care," Montefiore Medicine. 1980, Vol 5, No. 1, Page 7
- Working Together for Change: A Coalition Process to Improve Home Health Care. Part II Contributing author. W.K. Kellogg Foundation. June, 1981

GERALDINE WIDMER TAYLOR

PRESENTATIONS

- "A Home Health Experiment in the Bronx Area." Radio Show:
"The Sixth Age," WNYC.
January 20, 1977
- "Home Health Study." American Public Health Association,
Annual Convention, Washington.
November 1, 1977
- "Home Health Study." The Home Care Association of New York
State, Annual Convention, Saratoga, New York.
November 8, 1977
- "Community Planning for Long Term Care Facilities." The
Frederich D. Zeman Center for Instruction at the Jewish
Home and Hospital for the Aged, New York.
December 15, 1977
- "New Patterns of Medical Care." Medical Society of the
County of New York, Inc.
February 23, 1978
- "HSA and PSRO in Long Term Care: New Directions for
Planning and Regulations." The Frederich D. Zeman Center
for Instruction at the Jewish Home and Hospital for the
Aged, New York.
March 16, 1978
- "Home Health Care in the Health System." Columbia
University School of Public Health with the Home Care
Association of New York State, Connecticut.
April 17, 1978
- "HSA's Role in the Regulation of Home Health Care."
Columbia University School of Public Health with the Home
Care Association of New York State, Connecticut.
April 18, 1978
- "Technical Paper: Home Health Care." American Health
Planning Association, Annual Convention, Las Vegas,
Nevada.
June 5, 1978
- "Planning for Long Term Care Beds: A Methodological
Approach," presented at the American Health Planning
Association Conference, San Francisco, California, with
William H. Frohlich and others.
June, 1980

GERALDINE WIDMER TAYLOR

PRESENTATIONS (Continued)

- "P.A.'s As Primary Care Providers in Long Term Care Facility," presented at the American Public Health Association Conference, Detroit, Michigan, with William H. Frohlich and others.
October, 1980
- "Defining the Need for Long Term Care Beds: The New York City Experience," presented at the American Public Health Association Conference, Detroit, Michigan, with William H. Frohlich and others.
October, 1980
- "Physician Extenders: An Alternative to Traditional Physician Treatment for the Institutionalized Elderly," presented at the Northeastern Gerontological Society, Newport, Rhode Island, with William H. Frohlich and others.
May 1, 1981
- "The Need for Specialized Long Term Care Services Following Acute Hospitalization," presented at the American Public Health Association - Gerontological Health Section, Los Angeles, California.
November 3, 1981
- "Issues in the Integration of Psychiatric Patients into a Community Based Long Term Care Facility," presented at the American Public Health Association - Mental Health Section - Montreal, Canada.
November 15, 1982
- "Issues in Establishment of a Provider Based Chronic Care Management System," presented at the American Public Health Association - Montreal, Canada.
November 18, 1982
- "Capitation in Long Term Care," presented at the American Public Health Association - Louisville, Kentucky, with Marie Louise Ansak.
October, 1988
- "Corporate Diversification and your Charitable Mission: Assuring Compatibility," presented at the American Association of Homes for the Aging - Orlando, Florida, with Mark Sterling, and Vitina A. Biondo.
October 24, 1988
- "Long Term Care and the Shifting Needs of the Population", presented at Downstate Medical Center - Brooklyn, New York.
April 24, 1991

GERALDINE WIDMER TAYLOR

PRESENTATIONS (Continued)

- "Program for All-inclusive Care for the Elderly (PACE) Demonstrations" presented at the New York Association of Homes and Services for the Aging (NYAHS) and the Home Care Association of New York State, Inc. (HCA) meeting entitled, "Shifting the Paradigm: Regulation to Shared Purpose" - Albany, New York, with Kenneth Naples.
May 26, 1993
- "Effectively Integrating Acute and Long-Term Care: A Model for Chronic Care", presented at the HANYS 25th Annual Membership Conference - Lake George, New York, with Richard J. Bringewatt, and Steven I. Goldstein.
October 13, 1993
- "Preparing for the Future: Collocating and Other Strategies for Developing Supportive Housing", panel presentation at the American Association of Homes for the Aging, 32nd Annual Meeting and Exposition - San Diego, California.
October 27, 1993
- "Issues Learned from Managed Care for a Chronic Needs Population", presented at the New York Association of Homes and Services for the Aging and Home Care Association of New York State, Inc., conference entitled, "Institute on Managed Care for the Elderly and Chronically Impaired" - Saratoga Springs, New York, with Walter Leutz, Ph.D.
September 19, 1994
- "Early Models of Innovation: PACE - for Frail Elderly and People with Disabilities", presented at The National Academy for State Health Policy and The National Long Term Care Resource Center symposium entitled, "Maine, Long Term Care and Medicaid: A Call for Managed Care? A Symposium of the Maine Study Group on Long Term Care" - Augusta, Maine.
November 18, 1994
- "Demonstration of Managed Care for Chronically Ill Patients Under Age 55", presented at the Second Annual Meeting of the Building Health Systems for People with Chronic Illnesses Program - Charlotte, North Carolina.
May 23, 1995

Service and Experience:

Varied and extensive experience in Insurance, Taxation, Employee benefits, Real Estate development, Healthcare payment systems and management, Health benefit eligibility, Financial analysis and budgeting.

Insurance Background

Insurance Professional Advisory Committee
FOJP Service Corporation- Administrator of UJA-Federation's insurance program for 100 agencies.

Matters including Property and Casualty, Liability, Malpractice, Fidelity, Officers and Directors, Workers Compensation.

Taxation Background

Individual, Corporate, Payroll, Exempt Organizations.

Employee Benefit Background

Committee member for Health, Life Insurance, Disability, Pension, Supplemental Employee Retirement Plans, Time-Off analysis.

Real Estate Development

Major construction projects, HUD sponsored housing, residential housing.

Healthcare Payment Systems and Management

Financial Advisory Committees
Healthcare Association of New York State
Greater New York Healthcare Association
Alliance Continuing Care Network
Comprehensive Care Management Corp. (PACE)

Cost-based, Capitation, RUGs, DRGs.

Health Benefit Eligibility

Medicare, Medicaid, Insurance, HMO.

Current employment responsibilities include billing systems for \$90 million revenue base, payroll for 1,300 employees (including two unions), all banking, cash management, and investment relationships.

Personal Background:

Married, Three Children. Board Member of Jericho Jewish Center.

MICHAEL M. BIALEK
30 TOP CREST LANE
RIDGEFIELD, CT. 06877
(203) 431-4074

August 1986
to
Present

Senior Vice President of Real Estate
Development
Beth Abraham Health Services, Bronx, NY 10467

Responsible for the acquisition, development and management of special use, commercial and residential properties. Act as project manager for new construction and renovation activities.

Responsible for securing construction and permanent financing for all hospital projects. Financing ranges from \$250,000 to \$35 million with commercial loans and tax exempt mortgage bonds. Responsible for a department of 25 employees.

January 1982
to
August 1986

Executive Director
Neighborhood Initiatives Development August
Corporation, Bronx, NY 10467

As Neighborhood Initiatives Development Corporation's first director, established the legal framework for the corporation, hired staff and developed a business plan. Directed the planning and implementation of a not-for-profit development organization. Arranged government and private financing for housing rehabilitation and commercial revitalization. A neighborhood youth program serving 60 children was developed.

April 1979
to
December 1981

Director, Bergen County Community
Development Program, Bergen County, NJ

Directed the planning and implementation of a county-wide community development program within sixty-seven municipalities having an operating budget of over \$35 million used to leverage funds in excess of \$100 million and an annual block grant of \$10.1 million. Supervised land acquisition activities, housing, public works and social service projects. Developed economic and housing strategies to stimulate activities to meet identified needs. Worked closely with citizen groups, local state and Federal officials, as well as bankers and private developers on projects such as land-banking, housing, education, neighborhood and commercial revitalization. Directed the monitoring and evaluation of over 280 on-going funded

projects. Analyzed data, regulations and legislation that relate and affect community development. Supervised a staff of 105.

January 1978
to
April 1979

**Director, Bergen County Housing
Improvement Program**

Directed and administered a county-wide housing rehabilitation program for single and multi-family structures having an annual budget of \$3 million of Community Development and Section 312 Federal loan funds. Planned and initiated activities to expand the functions of the Program. Developed an effective case-tracking system and leveraging program. Rehabilitated over 1,275 dwelling units. Met with municipal officials, community groups, developers, bankers and public agencies. Was a panelist and speaker for Federal and State housing workshops and conferences. Supervised a staff of twenty-one.

May 1977
to
December 1977

**Acting Executive Director, Bergen County
Office on Aging.**

The Bergen County Office on Aging, the first of its kind, is a planning and coordinating office for social services. Directed the planning process to develop social service delivery systems for the aged. Coordinated and utilized undeveloped community resources and Federal funding to meet identified needs in the areas of housing, health services, transportation and recreation. Supervised a staff of eighteen.

February 1976
to
May 1977

**Senior Community Services Planner, Bergen
County Office on Aging.**

Planning responsibilities associated with housing, transportation, social and health programs. Planned and coordinated the County's Annual Area Plan for Programs on Aging. Developed grant proposals and prepared grant agreements between the County and local governments and agencies. Managed the fiscal accounts of the Office's Area Plan Grants. Provided technical assistance to agencies developing programs, and to agencies with continuing programs. Reviewed, developed and supervised program analysis and evaluation.

March 1975
to
January 1976

3

**Community Services Planner, Bergen County
Office on Aging.**

Acted as a coordinator between community groups, public and private agencies to develop and expand social service programs. Collected and analyzed data and information relevant to recommendations for new and continuing social services. Lectured before community groups. Served on various committees and consulted and advised in associated planning and policy functions.

1974 to 1975

**Group Policy Reviewer, Mutual Benefit Life
Insurance Company, Newark, NJ**

1973 to 1974

**Supervisor of Bank Operations, Security
National Bank, Newark, NJ**

EDUCATION

1975 to 1977

**New York University
Graduate School of Public Administration.**
Awarded the Master of Urban Planning degree (M.U.P.) in regional and urban planning and policy development. N.Y.U. Law School course work in land use regulations, housing and community development. Developed an evaluative planning model and a parks and recreation plan with the Associate Dean of the School.

1973 to 1974

**Rutgers University
Graduate School of Regional and Urban
Planning.**
Courses in statistics, cost/benefit analysis

1968-1972

Seton Hall University
Bachelors of Arts degree in American
Studies

PROFESSIONAL DATA

Consultant for the New Jersey Mortgage Finance Agency, State of New Jersey Department of Community Affairs and the Department of Housing and Urban Development: leveraging private investments for neighborhood revitalization and management techniques for housing rehabilitation programs. Assisted the Community Rehabilitation Training Center (CRTC) to develop a national training program on housing rehabilitation management.

III. MANAGEMENT INFORMATION

2. List of Board of Directors with affiliations

COMPREHENSIVE CARE MANAGEMENT CORPORATION
 BOARD OF DIRECTORS
 January 1997

	<u>TERM</u>
OFFICERS: Chairman.....Edwin H. Stern, III	1997
Vice Chairman.....Earl M. Collier, Jr.	1997
President.....William H. Frohlich	1997
Treasurer.....Michael R. Potack	1997
Senior Vice President/ Second Assistant Secretary..Geraldine Taylor	1997
Vice President/Asst. Secty..Susan Y. Aldrich	1997
Assistant Treasurer.....Stephen B. Mann	1997
Second Assistant Treasurer..Michael M. Bialek	1997
Secretary.....Mark A. Sterling	1997

DIRECTORS:

NAME	BUSINESS	TERM
Earl M. Collier, Jr.	Genzyme Corporation One Kendall Square Cambridge, Massachusetts 02139-1562 (617) 252-7863 (617) 761-8911 (fax)	1997-99
William H. Frohlich	Beth Abraham Health Services 612 Allerton Avenue Bronx, New York 10467 (718) 519-4001 (718) 519-4010 (fax)	1997-99
Michael R. Potack	Unitex Textile Rental Services 40 West 170th Street Bronx, New York 10452 (718) 681-2966 (718) 293-9622 (fax)	1997-99
Mark A. Sterling	Vitas Health Care Corporation 100 South Biscayne Boulevard Miami, Florida 33131 (305) 350-6044 (305) 350-6048 (fax)	1997-99
Edwin H. Stern, III	Alan Doft and Company 110 Wall Street New York, New York 10005 (212) 425-6684 (212) 425-1941 (fax)	1997-99

III. MANAGEMENT INFORMATION

3. Detailed history of applicant

DETAILED HISTORY OF COMPREHENSIVE CARE MANAGEMENT CORPORATION

Comprehensive Care Management Corporation (CCMC) received approval from the New York State Department of Health to operate a Comprehensive Care Management Program on Grand and Essex Street in Manhattan, and on Allerton Avenue in the Bronx respectively. The Grand Street site is unique in that it is in a naturally occurring retirement community (NORC) which enables CCMC to service the immediate community. The site on Allerton Avenue will enhance Beth Abraham Hospital's ability to provide a continuum of health care service to the Bronx community.

The Grand Street building includes 11,840 square feet of floor area.
The Allerton Avenue site includes 19,572 square feet of floor area.

The intended use of the buildings would involve the following non-residential Beth Abraham Hospital programs and affiliated corporations:

- 1) Beth Abraham Hospital's Long Term Home Health Program
- 2) Beth Abraham Diagnostic and Treatment Center, Inc.
- 3) Comprehensive Care Management Corporation

Each of these is described below:

Comprehensive Care Management

The Comprehensive Care Management (CCM) program would provide a range of services to frail seniors. The participant profile is at least fifty-five years old, medically eligible for a skilled nursing facility (i.e., nursing home). Services would involve social day health, home health care and medical services as described below. Approximately 60- 75 participants per day will be served at each site at year two, and roughly 100-120 participants per day at year three.

The social day health services would include recreational, occupational, physical and speech therapies, with nutritional lunches provided in the building. The medical services would be designed to monitor the health of the Comprehensive Care Management participants who use the facility. A diagnostic and treatment center (DTC) within the building will provide the on-site medical component for the CCM program.

CCM was established in the Bronx in 1984 as a managed care demonstration program to provide Comprehensive long term care services to frail elderly and chronically disabled adults. Because of CCM's success to date, an effort to expand the program was initiated in 1992. In December of the same year, an application was submitted to the Department of Health to expand Beth Abraham's Long Term Health Care Program (LTHHCP) to Manhattan and further into the Bronx. The LTHHCP is the legal entity through which CCM operates in New York State.

To understand the true impact of the DTC, it must be addressed within the context of the entire CCM program. Although the clinic area may be only 10-14% of the facility to be funded, the DTC is the legal vehicle for providing the medical care component critical to CCM. Upon establishment of CCM on Grand Street and Allerton Avenue, the DTC will provide primary medical care to CCM patients and arrange by contact for medical subspecialty and diagnostic services.

Among the other services provided by CCM are home care through Beth Abraham's LTHHCP, day care, hospitalization, nursing home care and housing. Further, intensive case management is central to the program to ensure appropriate use of services and containment of cost. Within CCM's capitated reimbursement structure, CCM will be paid a set amount per patient but be responsible for providing all the required care within that set price. To date, CCM has shown that it can provide a full range of services to nursing home level patients at costs lower than the present system by reducing hospitalizations and institutionalization.

The DTC clinic will be housed in this new building, physically utilizing 10-14% of the square footage but servicing 100% of the building's programs. Its primary clients will be CCM patients, but where appropriate, other individuals on a fee-for-service basis will be served.

Philosophy, Goals and Objectives of the DTC

The philosophy of the DTC must be understood within the context of CCM's philosophy which is:

- To maximize the independence of the frail elderly
- To maintain the frail elderly in their homes and/or in the community if it is medically, socially, and economically feasible.

CCM staff attains these goals by working closely with the patient and family members. Since many patients have multiple chronic and acute health problems, CCM's DTC physicians and the LTHHCP nurses monitor changes, provide timely interventions, and with other multidisciplinary team members, encourage the patients to help themselves. Nursing and nutrition education, physical therapy, occupational therapy and in home training all come into play. CCM may also help modify a patient's home environment to increase safety and convenience.

As part of the Comprehensive Care Management program, home health care services would be provided in the participants' homes to compliment services provided in the center. This service would be accomplished by three nurses each of whom would have an office in the facility and would travel daily from the facility to the homes of the participants.

5. List bank affiliation, contact person, phone and fax numbers and account number on attached Due Diligence Sheet.

SEE ATTACHED

6. List any funding sources, their addresses, contact persons and phone and fax numbers on attached Due Diligence Sheet.

SEE ATTACHED

7. List the principal officers of Applicant, their home addresses, titles, dates of birth and social security numbers on attached Due Diligence Sheet. (This is in addition to the resumes in Question III. (1).)

SEE ATTACHED

8. Has Applicant, or any officer or director, or any entity with which any of the foregoing individuals have been associated, ever been adjudicated bankrupt or placed in receivership, or otherwise been the subject of a bankruptcy or similar proceedings (prior or current)?

YES NO If yes, provide all details on attached sheet.

9. Have any of Applicant's officers or directors ever been convicted of any criminal proceedings?

YES NO If yes, provide all details on attached sheet.

10. Is Applicant, or any officer or director of Applicant, a plaintiff or defendant in any civil or criminal proceedings?

YES NO If yes, provide all details on attached sheet.

11. In what litigation is Applicant, or any of the individuals and entities listed in response to Questions 10, and 11 currently involved, either as plaintiffs or as named defendants? Provide all details on attached sheet. N/A

12. Does Applicant have any contingent liabilities? (e.g., pending claims; federal, state or city tax liabilities; judgments, liens, etc.)

YES NO If yes, provide all details on attached sheet.

13. Has Applicant filed all required tax returns with appropriate governmental entities?

YES NO

IV. DUE DILIGENCE

7. List of principal officers

Tab 3
DUE DILIGENCE SHEET

1. Principals

Name Edwin Stern, III
Address 115 E. 81st Street
New York, NY 10028

Social Security # [REDACTED]
Date of Birth 7/28/42
Title Chairman

Name Earl M. Collier, Jr.
Address 3607 Lowell St, NW
Washington, D.C. 20016

Social Security # [REDACTED]
Date of Birth 8/31/47
Title Vice Chairman/Secretary

Name William H. Frohlich
Address 16 Kendall Road
Pound Ridge, NY 10576

Social Security # [REDACTED]
Date of Birth 1/23/41
Title President

Name Michael R. Potack
Address 25 Harvest Drive
Scarsdale, NY 10583

Social Security # [REDACTED]
Date of Birth 1/6/54
Title Treasurer

Name Geraldine Taylor
Address 120 Hillair Circle
White Plains, NY 10506

Social Security # [REDACTED]
Date of Birth 5/7/43
Title Second Assistant Secretary

Name Susan Aldrich
Address 220 Elderwood Avenue
Pelham, NY 10803

Social Security # [REDACTED]
Date of Birth 5/19/49
Title Vice President/Asst. Secretary

Name Stephen Mann
Address 35 Hedgerow Lane
Jericho, NY 11753

Social Security # [REDACTED]
Date of Birth 9/22/49
Title Assistant Treasurer

Name Michael Bialek
Address 30 Topcrest Lane
Ridgefield, CT 06877

Social Security # [REDACTED]
Date of Birth 5/20/50
Title Second Assistant Treasurer

Name Mark Sterling
Address: 5845 SW 118th Street
Miami, FL 33156

Social Security # [REDACTED]
Date of Birth 4/21/54
Title Secretary

IV. DUE DELIGENCE

4. Union affiliation
5. Bank affiliations
6. Funding sources

DUE DILIGENCE SHEET...

2. Funding Sources

Name Carl M. Dembrosky, Director
Address Bureau of Long Term Care
NYS Dept. of Health
Corning Tower
Empire State Plaza
Albany, NY 12237
Phone # 518-474-1799
Fax # _____
Contact Person _____

Name _____
Address _____

Phone # _____
Fax # _____
Contact Person _____

Name HCFA (Medicare)
Address P.O. Box 11972

Phone # 410-786-6569
Fax # 410-786-5768
Contact Person Bob Buddemeier

Name _____
Address _____

Phone # _____
Fax # _____
Contact Person _____

3. Unions

Union Name 1199
Contact Person Arnette Cunningham
Phone # 212-261-2399
Fax # 212-261-2450

Union Name NYSNA
Contact Person Glennie Millard
Phone # 212-785-0157 Ex. 154
Fax # 212-785-0429

4. Banks

Bank Name Amalgamated Bank of NY
Contact Person Ken Birke
Phone # 212-462-3769
Fax # 212-462-3754
Type of Account checking, money market,
investments

Bank Name Provident Savings Bank
Contact Person Carl Capuano
Phone # 914-368-0911 Ex. 314
Fax # _____
Type of Account Money market, loan

V. CONFIDENTIALITY

All information contained in this Application will be treated confidentially to the extent permitted by law (see "Certification" section V of this Application). Since under the "New York State Freedom of Information Law information must be disclosed unless such information contains trade secrets (which, if disclosed, would cause irreparable harm), Applicant must, in the space provided below, indicate which information provided in this Application it believes falls into such category and an explanation as to why.

VI. CERTIFICATION

I, the undersigned, request on behalf of Comprehensive Care Management Corporation ("Applicant") that this Application be submitted for review by the Board of Directors of the New York City Industrial Development Agency (IDA). I hereby certify that the information contained herein and in the attachments hereto, are, to the best of my knowledge and belief, accurate, true and correct. I understand that any intentional misstatements or misleading information contained herein, or the omission of relevant information, could be cause for rescision of IDA approval and IDA benefits. I acknowledge receipt from the IDA of a memorandum explaining legal, insurance and various real estate related requirements, all of which will be necessary for the contemplated project financing.

On behalf of Applicant, I hereby acknowledge and agree that Applicant shall be, and is responsible for, and shall promptly pay all*costs incurred by IDA, in connection with document negotiations, closing and, where applicable, bond issuance and sale, whether or not closing occurs and whether or not bond issuance and sale occur in applicable instances. The aforesaid costs, and Applicant's obligation hereunder to pay for same, shall include, but not be limited to, attorney's fees. Applicant's obligations hereunder are absolute and shall in no event be contingent upon closing.

On behalf of myself, all other principals of Applicant, and Applicant, I hereby authorize New York City Industrial Development Agency and the New York City Department of Investigation (DOI) to initiate their background clearance procedure with respect to myself, all other principals of Applicant, and Applicant. I, all other principals of Applicant, and Applicant agree to give DOI permission to secure all necessary personal data from all relevant sources, public and private, and I, all other principals of Applicant, and Applicant further agree to cooperate in all phases of the DOI background and clearance procedure. I, all other principals of Applicant, and the Applicant agree to hold IDA and the City of New York harmless with respect to any claims for injury, damage, loss or expense which may arise should the above mentioned background clearance procedure not be completed satisfactorily.

On behalf of Applicant and its existing and future affiliates, I authorize any private or governmental entity, including but not limited to The New York State Department of Labor ("DOL"), to release to IDA and/or to the New York City Economic Development Corporation ("EDC"), and/or to the successors and assigns of either (collectively, the "Information Recipients"), any and all employment information under its control and pertinent to Applicant and its existing and future affiliates and the

*reasonable

CERTIFICATION...

employees of same. In addition, upon IDA's request, Applicant shall provide to IDA any employment information in Applicant's possession or in the possession of any of Applicant's existing and future affiliates, which is pertinent to Applicant and Applicant's existing and future affiliates and the employees of same. Information released or provided to Information Recipients by DOL, or by any other governmental entity, or by any private entity, or by Applicant itself (collectively, "Employment Information"), may be disclosed by the Information Recipients in connection with the administration of the programs of the IDA, and/or EDC, and/or the successors and assigns of either; and/or The City of New York, and/or as may be necessary to comply with law; and, without limiting the foregoing, the Employment Information may be included in (x) reports prepared by the Information Recipients pursuant to New York City Local Law 69 of 1993, (y) other reports required of IDA, and (z) any other reports required by law. If IDA approves this Application and the IDA Board of Directors approves the financing project which is the subject of this Application, this authorization shall remain in effect through the term of the financing lease which the Applicant and IDA will enter into at closing. If IDA does not approve this Application, and/or the IDA Board of Directors does not approve the financing project which is the subject of this Application, this authorization shall remain in effect through the earlier to occur of the aforesaid decisions not to approve.

I, all other principals of Applicant, and Applicant, understand that IDA may be requested to disclose the information contained in this Application and the attachments hereto, under applicable disclosure laws, or at the request of investigative law enforcement or other governmental bodies.^{A)} On behalf of myself, all other principals of Applicant, and Applicant, I authorize IDA to disclose any such information, under such law or where so requested, and I, all other principals of Applicant and the Applicant release IDA from any liability to the Applicant, all other principals, and/or myself for such disclosure. I also authorize IDA at its discretion^{B)} to transmit this Application or any financial data submitted herewith to prospective lenders, such as banks or insurance companies, and to IDA's financial advisors.

On behalf of Applicant, I acknowledge and agree that IDA reserves the right to require Applicant to submit at Applicant's sole expense, such other documentation as IDA may require in addition to the documentation required hereunder, and that all such documentation, whether requested hereunder or hereafter, shall be provided at Applicant's sole cost and expenses, and shall be in form and substance satisfactory to IDA.

- A) all of who shall agree to hold this application confidential to the extent set forth herein.
- B) as approved by Applicant in advance.

CERTIFICATION...

Approval of this Application may only be granted by IDA's Board of Directors through the Board's adoption of an inducement or authorizing resolution for the project described in this Application. Additionally, it is understood and agreed that the \$2,500 Application fee accompanying this Application is non-refundable, regardless of whether or not this Application is so approved. Applicant acknowledges and accepts that: the \$2,500 Application fee will accrue toward payment of the IDA Closing Fee should closing occur; and if and when the IDA's Board of Directors approves this Application, the Agency may additionally require Applicant to pay at such time an amount equal to 10 basis points of the bond/project amount (as applicable), which payment shall also accrue toward payment of the IDA Closing Fee should closing occur.

Date:

2/19/98

Certification By:

Geraldina Taylor
Signature of Chief Executive Officer

Geraldina Taylor
Printed Name

Attested By:

Susan Aldrich
Chief Financial Officer/Secretary

Susan Aldrich
Printed Name