Submission Requirements:

- Proposals are to be submitted by September 17, 2007 before 5:00 p.m.
- Submit **one original, five (5) copies and one copy on CD** of your proposal to:

  Sandra Maliszewski, Esq.
  Office of Legal Affairs
  Nassau Health Care Corporation
  2201 Hempstead Turnpike
  East Meadow, New York 11554
  516 – 572 – 4754

- Electronic or facsimile proposals will not be accepted.
SCHEDULE A
DESCRIPTION OF SERVICES SOUGHT
AND ADDITIONAL CRITERIA

Please read the full text of the Request for Proposals to which this Schedule is attached for important information concerning the terms of this Request for Proposals and additional required information.

1. Introduction/Background

The Nassau Health Care Corporation (“NHCC”), a New York State public benefit corporation created by the Public Authorities Law of the State of New York, is a 1,200 bed health care system. NHCC operates the Nassau University Medical Center, a 631-bed tertiary care teaching hospital (“NUMC”); the A. Holly Patterson Extended Care Facility, an 589-bed skilled nursing facility; and six Diagnostic and Treatment Centers (the “Community Health Centers” or “CHCs”). NHCC is affiliated with the North Shore-Long Island Jewish Health System and the Health Sciences Center of the State University of New York at Stony Brook and maintains a strong commitment to the education of healthcare providers. NHCC has a proud tradition of service and caring to the people of Long Island, and particularly the Nassau County community. Today, its staff of over 3300 treats more than 22,000 inpatient discharges, 72,000 visits in its Emergency Department, and more than 200,000 visits in over 85 specialized clinics, annually.

NHCC had consolidated revenue of $470 million for the twelve months ending December 31, 2006.

2. Scope of Services

Nassau Health Care Corporation seeks to hire an independent Certified Public Accountant to audit and report on the financial statements of Nassau Health Care Corporation and Subsidiaries (the “Corporation”) for the year ending December 31, 2007, 2008 and 2009. The successful respondent will be required to express an opinion on the fairness, in all material respects, of the presentation of the financial statements in conformity with accounting principals generally accepted in the United States and the standards applicable to financial audits contained in the Government Auditing Standards issued by the Comptroller General of the United States. The audit will provide a report on (i) internal controls over financial reporting related to the financial statements, and (ii) compliance with relevant provisions of laws, regulations, contracts and grant agreements, and other matters, wherein noncompliance would have a direct and material effect on the financial statements.

Additionally, the following audits and related opinions will be required:

1. OMB Circular A-133 Audits of States, Local Government and nonprofit organizations
2. New York State Institutional Cost Report
3. New York State AHCF-1
4. New York State RHCF-2
5. New York State Bad Debt & Charity Care Opinion
6. Compliance Report on NHCC’s Investment Policies and Procedures pursuant to Section 2925 of the New York State Public Authorities Law
NASSAU HEALTH CARE CORPORATION

REQUEST FOR PROPOSALS

I. Proposal/ Process To Be Followed

NHCC is seeking proposals from qualified independent auditors for the services described in Schedule A of this Request for Proposals (“RFP”). Proposals shall be prepared and submitted as outlined below; proposals that do not conform to these requirements may be disqualified.

This RFP is available to interested parties through the NHCC office designated below. All requests for technical information should be directed to that office in writing by the due date for information requests, or if no date is specified, SEVEN (7) business days prior to the due date for proposals to:

Gary E. Bie, CPA,
Sr. Vice President & Chief Financial Officer
Nassau Health Care Corporation
2201 Hempstead Turnpike
East Meadow, New York 11554
516 – 572 – 6711
gbie@numc.edu

All proposals shall be sent to the following address:

Sandra Maliszewski, Esq.
Office of Legal Affairs
Nassau Health Care Corporation
2201 Hempstead Turnpike
East Meadow, New York 11554
516 – 572 – 4754
smalisze@numc.edu

Each written proposal must include the forms attached in Appendix A to this RFP. Each Firm shall be notified whether it has been selected following completion of NHCC’s evaluation of proposals received. The selected Firm will then enter into negotiations with NHCC regarding the specific terms of an appropriate agreement. If agreement cannot be reached with a selected Firm within a reasonable time, NHCC may reject that Firm and commence negotiations with one or more other Firms.

Proposals are to be prepared in such a way as to provide a straightforward, concise description of capabilities to satisfy the requirements of this RFP. Expensive bindings, colored displays, promotional materials, etc., are neither necessary nor desired. Emphasis should be concentrated on conformance to the RFP instructions, responsiveness to the RFP requirements, and on completeness.
and clarity of content.

II. **Contents of Proposals**

Please limit proposals to the following information only. Provide the same information in each section for any sub-consultants proposed:

A. Name of the Firm.

B. Contact person for the Firm, including name, address, phone and fax numbers, e-mail address and other contact information.

C. Firm Background, including:

1. Brief history of your Firm and a description of all services your Firm provides.

2. A summary description of the Firm’s (i) organizational structure (e.g., corporation, partnership, LLC, etc., information on the date of formation and the State of formation), and (ii) management and ownership structure (including the name and address of its officers, and of each person, directly or indirectly holding a five percent (5%) or greater ownership interest in the Firm).

3. A description of the Firm’s existing business operations, including number of employees by discipline.

4. Firm’s financial information. This information is needed to ensure that each Firm will be capable of performing its obligations under any agreement entered into between the Firm and NHCC. Demonstration of the applicant’s financial soundness shall be established by submitting the following information:

   a. A copy of the Firm’s most recent annual audited financial statement and annual audited financial statements for the previous two (2) years.

   b. Copies of the Firm’s subsequent quarterly financial reports.

   c. Detailed information of any changes in the mode of conducting the Firm’s business, including bankruptcy proceedings or filings, and merges or acquisitions within the past three (3) years.

   d. List of any bankruptcy proceedings in the past ten (10) years initiated by or against the Firm or any affiliate or related company.

5. At least three (3) business references (including names of individuals, their titles, organizations, mailing addresses, telephone and fax numbers, and e-mail addresses).

6. A Firm that is a licensed entity must include information concerning any material negative findings, sanctions imposed or pending regulatory or legal proceedings its license.
7. Proposals must include the following:

a. List of any and all criminal convictions within the last ten (10) years rendered against the Firm, any officer or director thereof, or any affiliate or related company and its officers and directors.

b. List of any and all civil penalties, judgments, consent decrees, violations, Statements of Deficiency or other sanctions within the last ten (10) years rendered against the applicant, any officer or director thereof, or any affiliate or related company.

c. List of any and all current investigations, indictments or pending litigation by any Federal, State or local jurisdiction initiated against the applicant, any officer or director thereof, or any affiliate or related company.

d. List of any and all actions occurring with the last ten (10) years which have resulted in revocation or suspension of any permit or authority to do business in any Federal, State, or local jurisdiction, by the applicant, any officer or director thereof, or any affiliate or related company.

e. List of any and all actions occurring in the past ten (10) years that have resulted in the barring from public proposal submission of the applicant, any officer or director thereof, or any affiliate or related company.

D. Firm’s Qualifications to carry out this specific project or to provide these services, including a list of comparable projects and identification of individuals (including their names, titles, organizations, mailing addresses, telephone, fax numbers, and e-mail addresses) who may be contacted with respect to each comparable project.

1. Provide adequate information demonstrating experience in auditing relevant governmental or similar healthcare organizations, programs, activities or functions

2. Identify any potential types of conflicts of interest (fact or appearance) with NHCC or any other party associated with this audit engagement.

E. The qualifications and experience of your staff and management for the project, including any proposed sub-contractors.

1. List the professional and support positions and number or personnel in each position. Provide resumes for all key staff (resumes must be no longer than two pages per individual).

2. Provide an organizational chart, including resumes of all personnel who will be committed to this engagement. Provide specific information as to their experience on engagements similar to this one. For the project manager identified as part of the project team, provide the name and contact information of three clients with whom that person has worked on a similar building project.
3. List professional consultants outside your Firm you propose to provide services not available in your Firm. Provide specific information documenting their work on similar projects.

F. Project Approach/Team

1. Describe in detail how your Firm will facilitate the auditing process at NHCC. Describe the services that will be performed by your Firm and any sub-consultant.

2. Provide a detailed audit plan, including any additional schedules or confirmations to be prepared by NHCC for completing the audit.

3. Comment on your Firm’s ability to commence and complete this project. Indicate the anticipated duration of this project from time of award, including milestone dates.

4. List the members of the specific project team proposed by your Firm, describe the role each member, indicate number of years experience in services. Provide a brief resume of each team member. Indicate the percentages of time each senior and higher-level person will be on-site.

G. Scope of proposed services, including work plan and methodology.

H. Proposed Fee

1. The proposed fee should include cost estimate data, including an estimated total cost of the audit and any other necessary cost information.

2. List all reimbursable expenses that you anticipate for this project. Include an estimate of reimbursable expenses anticipated and any multiplier to be applied to reimbursable expenses.

3. List any other costs anticipated on this project.

4. Provide information on your billing practices, including reimbursable cost categories. Please state all fees as dollar figures, not percentages. All task amounts shall include associated meetings, progress reports and direct costs.

I. List your general liability and professional liability insurance coverage.

J. Any contingencies or conditions on the proposal.

K. Information required in Appendix A to this RFP.

III. Confidential Information

The New York State “Freedom of Information Law,” Public Officers Law Article 6, permits access to government records and may permit public access to proposals submitted in response to this RFP. To protect any portion of responses that constitutes technical, financial or other data whose public disclosure would cause substantial injury to a Firm’s competitive position, or
would constitute disclosure of a trade secret, a Firm must designate any sections of its proposal that meet those criteria. NHCC assumes no responsibility for disclosure of unmarked data for any purpose. NHCC will review such designations in making its determination whether disclosure is required, which determination shall be binding on the Firm.

IV. Affirmative Action

It is the policy of NHCC to comply with all federal, state and local laws, policies, orders, rules and regulations which prohibit unlawful discrimination because of race, creed, color, national origin, sex, sexual orientation, age, disability or marital status, and to take affirmative action in working with contracting parties to ensure that Minority and Women-owned Business Enterprises (M/WBEs), Minority Group Members and women share in the economic opportunities generated by NHCC’s participation in projects or initiative, and/or use of NHCC funds. NHCC’s non-discrimination and affirmative action policy will apply to this initiative. M/WBEs are encouraged to respond. A copy of each respondent’s equal employment opportunity policy statement and staffing plan of the anticipated workforce shall be included as part of the response to this RFP.

V. Procurement Law Requirements

State Finance Law §§ 139-j and 139-k (collectively, the “Procurement Requirements”) apply to this RFP. The Procurement Requirements (1) govern permissible communications between potential respondents and NHCC with respect to this RFP during the procurement process; and (2) establish sanctions for knowing and willful violations of the provisions of the Procurement Requirements, including disqualification from eligibility for an award of any contract pursuant to this solicitation.

Compliance with the Procurement Requirements requires that (a) all communications regarding this RFP, from the issuance of this RFP through final award and approval of any resulting contract (the “Restricted Period”), be conducted only with the contact person(s) listed below; (b) the completion by respondents of the Offerer Disclosure of Prior Non-Responsibility Determinations and the Offerer’s Affirmation of Understanding of and Agreement pursuant to State Finance Law, copies of which are attached to this RFP as attachments to Appendix A, and (c) periodic updating of such forms during the term of any contract resulting from this RFP. Respondents must submit both of these forms, properly completed, as part of their proposals. The Procurement Requirements also require NHCC employees to obtain and report certain information when contacted by prospective bidders during the Restricted Period, make a determination of the responsibility of bidders and make all such information publicly available in accordance with applicable law. If a prospective bidder is found to have knowingly and willfully violated the State Finance Law provisions, that prospective bidder and its subsidiaries, related or successor entities will be determined to be a non-responsible bidder and will not be awarded any contract issued pursuant to this RFP.

A copy of the State Finance Law Sections 139-j and 139-k can be found at http://www.ogs.state.ny.us/aboutogs/regulations/advisoryCouncil/StatutoryReferences.html.

All potential Respondents are solely responsible for full compliance with the Procurement Requirements.
VI. **Non-collusive Bidding Certification**

State Finance Law §§ 139-d applies to this RFP.

A. By submission of this bid, each bidder and each person signing on behalf of any bidder certifies, and in the case of a joint bid each party thereto certifies as to its own organization, under penalty of perjury, that to the best of his knowledge and belief:

1. The prices in this bid have been arrived at independently without collusion, consultation, communication, or agreement, for the purpose of restricting competition, as to any matter relating to such prices with any other bidder or with any competitor;

2. Unless otherwise required by law, the prices which have been quoted in this bid have not been knowingly disclosed by the bidder and will not knowingly be disclosed by the bidder prior to opening, directly or indirectly, to any other bidder or to any competitor; and

3. No attempt has been made or will be made by the bidder to induce any other person, partnership or corporation to submit or not to submit a bid for the purpose of restricting competition.

VII. **Selection Criteria**

Each Firm will be evaluated using the following criteria that are not necessarily in the order of weight or importance:

1. Completeness of the proposal in the format indicated in the RFP.

2. Your ability to provide the services as evidenced in the Firm’s current and recent experience in providing similar services for other healthcare providers, including evaluation of references supplied.

3. Qualifications and relevant experience of proposed team members and anticipated quality of the services to be provided.

4. Service offerings and support structure.

5. Probable ability to complete the project in the timeframe allowed.

6. The project approach as outlined by your Firm.

7. Cost-effective pricing strategies.

8. Client references
VIII. Terms and Conditions

A. This RFP constitutes an invitation to make proposals to NHCC. Accordingly, NHCC reserves and, in its sole discretion, may exercise any or all of the following rights and options with respect to this RFP, any proposals and any related agreements, without incurring any liability to Firms:

1. NHCC reserves the right to disqualify any and all proposals that fail to meet the requirements specified in this RFP.

2. NHCC reserves the right to determine whether to interview some or all of the Firms, and to conduct such interviews privately.

3. NHCC reserves the right to select and enter into a contract with the Firm whose proposal best satisfies NHCC’s overall interests.

4. Because this RFP is not a “competitive bid” process, the Firm submitting the lowest cost proposal, or the proposal projecting the greatest financial benefit to NHCC, may not necessarily be selected. NHCC instead reserves the right to select the proposal it believes to be most beneficial to NHCC, with financial terms not being the sole determinative factor. NHCC’s decision-making and selection process will be discretionary and will be based on a variety of factors. By submission of its proposal, each Firm expressly understands, acknowledges and accepts that this is not a “competitive bid” process, and that NHCC is under no obligation to award a contract through competitive bidding, or at all.

5. NHCC reserves the right to waive or extend deadlines.

6. NHCC reserves the right to accept proposals in whole or part.

7. NHCC reserves the right to conduct investigations with respect to the qualifications of each Firm, to make field investigations with respect to such proposals (including visits to the Firm’s business offices or field operations).

8. NHCC reserves the right to request additional information from any Firm and to rely upon any information obtained through NHCC’s own investigations.

9. NHCC reserves the right to cancel this RFP at any time whatsoever, with or without the substitution of another RFP.

10. NHCC reserves the right to supplement, amend or otherwise modify this RFP.

11. NHCC reserves the right to issue additional or subsequent RFPs with regard to the subject matter of this RFP.

12. NHCC reserves the right to negotiate with any Firm, or with all or none of the Firms. NHCC has no obligation to offer Firms the opportunity to meet or exceed terms negotiated with a selected Firm.
13. NHCC reserves the right to discontinue negotiations at any time and in NHCC’s sole discretion.

14. NHCC reserves the right to request new or revised proposals, including monetary terms from any Firm at any time.

B. Preparation of a response to this RFP will be at the cost, expense and risk of the Firm, with the express understanding and agreement of the Firm, irrespective of whether it is selected, that it waives all claims whatsoever for reimbursement from NHCC for any cost or expense incurred in the preparation of its proposal and any subsequent contract negotiation.

C. Each and every submitting Firm expressly understands and agrees that this RFP is not, and shall not be construed as, an offer or an enforceable contract.

D. The contract, if any, that is negotiated with a selected Firm shall constitute the entire agreement between NHCC and the selected Firm, and shall set forth all the terms and conditions applicable to the subject matter of this RFP. In the event of a conflict between this RFP and that contract, that contract shall control.

E. No Firm who has submitted a proposal to NHCC shall have the right to assign its submitted proposal to a third party or the right to enter into an agreement with third parties to perform the services on Firm’s behalf without the prior written consent of NHCC, which consent may be withheld in NHCC’s sole discretion.

F. This proposal shall be signed by an official authorized to bind the Firm, and shall contain a statement to the effect that the proposal is a Firm offer for a one hundred and eighty (180) day (or more) period. The proposal shall also provide the name, title, address, and telephone number of the individual(s) with authority to negotiate and contractually bind the company, and who also may be contacted during the period of contract.

G. Proposals submitted become the property of NHCC. By submitting a proposal, the Firm agrees not to make any claims for or have any right to damages because of any misunderstanding, misrepresentation or lack of information.

H. This RFP shall be construed in accordance with and governed by the laws of the State of New York, without regard to conflicts of law principles. All actions or proceedings relating, directly or indirectly, to this RFP shall be litigated only in courts located within Nassau County or in the United States District Court for the Eastern District of New York. Each Firm (by virtue of the submission of its proposal), submits itself, its successors and/or assigns (if any) to the personal jurisdiction of such court, and waives any right to trial by jury.
APPENDIX A

REQUIRED DISCLOSURE OF INFORMATION: THE FORMS SET FORTH BELOW MUST BE FULLY COMPLETED AND RETURNED WITH A RESPONDING FIRM'S SUBMISSION. A SUBMISSION WILL NOT BE CONSIDERED COMPLETE WITHOUT SUBMISSION OF THIS ATTACHMENT.

Offerer’s Affirmation of Understanding and Agreement

Instructions:

NHCC must obtain the required affirmation of understanding and agreement to comply with procedures on procurement lobbying restrictions regarding permissible Contacts in the Restricted Period for a procurement contract in accordance with State Finance Law §§ 139-j and 139-k.

Offerer affirms that it understands and agrees to comply with the procedures of NHCC relative to permissible Contacts as required by State Finance Law §§ 139-j (3) and 139-j (6)(b).

By: ___________________________                  Date: ______________________

Name: ___________________________

Title: ___________________________

Contractor Name: _____________________________________________________

Contractor Address: ____________________________________________________

_____________________________________________________________________

_____________________________________________________________________
Offerer Disclosure of Prior Non-Responsibility Determinations

Background:

Under New York State Finance Law § 139-k (2), covered governmental entities are obligated to obtain specific information regarding prior non-responsibility determinations. In accordance with State Finance Law §139-k, an Offerer must be asked to disclose whether there has been a finding of non-responsibility made within the previous four (4) years by a Governmental Entity due to: (a) a violation of State Finance Law §139-j or (b) the intentional provision of false or incomplete information to a Governmental Entity. The terms “Offerer” and “Governmental Entity” are defined in State Finance Law §139-k (1). State Finance Law §139-j sets forth detailed requirements about the restriction on Contacts during the procurement process. A violation of State Finance Law §139-j includes, but is not limited to, an impermissible Contact during the restricted period (for example, contacting a person or entity other than the designated contact person, when such Contact does not fall within one of the exemptions).

As part of its responsibility determinations, a covered governmental entity must consider whether an Offerer fails to timely disclose accurate or complete information regarding the above non-responsibility determination. In accordance with law, no Procurement Contract shall be awarded to any Offerer that fails to timely disclose accurate or complete information under this section, unless a finding is made that the award of the Procurement Contract to the Offerer is necessary to protect public property or public health safety, and that the Offerer is the only source capable of supplying the required Article of Procurement within the necessary timeframe.

Instructions:

The attached form is to be completed and submitted by the individual or entity seeking to enter into a Procurement Contract.
# Disclosure of Prior Non-Responsibility Determinations Form

Name of Individual or Entity Seeking to Enter into Procurement Contract: 

_____________________________________________________________________________

Address: ______________________________________________________________________

_____________________________________________________________________________

Name and Title of Person Submitting this Form: ____________________________________

_____________________________________________________________________________

Contract Procurement Number: ____________________________________________________

Date: _________________________________________________________________________

<table>
<thead>
<tr>
<th>1. Has any Governmental Entity made a finding of non-responsibility regarding the individual or entity seeking to enter into the Procurement Contract in the previous four years? (Please Circle):</th>
<th>No</th>
<th>Yes</th>
</tr>
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<tbody>
<tr>
<td>If yes, please answer the next questions:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2. Was the basis for the finding of non-responsibility due to a violation of State Finance Law §139-j? (Please Circle):</td>
<td>No</td>
<td>Yes</td>
</tr>
<tr>
<td>3. Was the basis for the finding of non-responsibility due to the intentional provision of false or incomplete information to a Governmental Entity? (Please Circle):</td>
<td>No</td>
<td>Yes</td>
</tr>
<tr>
<td>4. If you answered ‘yes’ to any of the above questions, please provide details regarding the finding of non-responsibility below:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Governmental entity:</td>
<td>______________________________________________________</td>
<td></td>
</tr>
<tr>
<td>Date of Finding of Non-Responsibility:</td>
<td>______________________________________________________</td>
<td></td>
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<tr>
<td>Basis of Finding of Non-Responsibility:</td>
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</table>

(Add additional pages as necessary)

| 5. Has any Governmental Entity or other governmental agency terminated or withheld a Procurement Contract with the above-named individual or entity due to the intentional provision of false or incomplete information? (Please circle) | No | Yes |
6. If yes, please provide details below.

Governmental Entity: _______________________________________________________

Date of Termination or Withholding of Contract: _________________________________

Basis of Termination or Withholding: __________________________________________
_________________________________________________________________________
_________________________________________________________________________
_________________________________________________________________________
_________________________________________________________________________
_________________________________________________________________________
_________________________________________________________________________

(add additional pages as necessary)

Offerer certifies that all information provided to the Governmental Entity with respect to State Finance Law §139-k is complete, true and accurate.

By: ______________________________  Date: _______________________

Name: ____________________________

Title: _____________________________