

1 RESOLUTION NO. 2014-328

First Reading Passage Requested

2 **P. Divoky**

3 SPONSOR Mr. Pry

4 DATE June 30, 2014

5 COMMITTEE Human Services

6
7 **A Resolution authorizing the County Executive to execute an assignment of a purchase**
8 **contract with The Callos Companies to Callos Resource LLC and/or its subsidiary**
9 **American Payroll Service LLC, both affiliates of Nesco Design Corp., a Delaware**
10 **corporation doing business in Ohio as Nesco Resource, to act as the employer of record and**
11 **provide payroll services for the 2014 Summer Youth Employment Program, for pass**
12 **through wages, FICA, Workers Compensation and administrative fees, for the period**
13 **5/15/14 through 9/30/14, in an amount not to exceed \$1,427,584.13, for the Executive's**
14 **Department of Job and Family Services, and declaring an emergency.**

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16 WHEREAS, County Council previously adopted Resolutions No. 2014-218 and 2014-
17 285, which confirmed the award by the Board of Control of a purchase contract (the "Vendor
18 Agreement") with The Callos Companies to act as the employer of record and provide payroll
19 services for the 2014 Summer Youth Employment Program, for pass through wages, FICA,
20 Workers Compensation and administrative fees, for the period 5/15/14 through 9/30/14, in an
21 amount not to exceed \$1,427,584.13; and

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23 WHEREAS, the County Executive executed the Vendor Agreement with The Callos
24 Companies; and

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26 WHEREAS, Callos Management Co., Inc. and its subsidiaries and affiliates (collectively,
27 "The Callos Companies") have entered into an Asset Purchase Agreement with newly formed
28 companies named Callos Resource LLC and/or its subsidiary American Payroll Service LLC,
29 both now affiliates of Nesco Design Corp., a Delaware corporation doing business in Ohio as
30 Nesco Resource; and

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32 WHEREAS, Article XXII B. of the Vendor Agreement requires the prior written consent
33 of the County to an assignment of the rights and duties of The Callos Companies to Callos
34 Resource Inc. and/or its subsidiary American Payroll Service Inc., as affiliates of Nesco Design
35 Corp., a Delaware corporation doing business in Ohio as Nesco Resource; and

36
37 WHEREAS, this Council finds and determines, after reviewing all pertinent information,
38 that it is necessary and in the best interest of the County of Summit to authorize the County
39 Executive to execute an assignment of the Vendor Agreement to Callos Resource LLC and/or its
40 subsidiary American Payroll Service LLC, as affiliates of Nesco Design Corp., a Delaware
41 corporation doing business in Ohio as Nesco Resource;

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43 NOW, THEREFORE, BE IT RESOLVED by the Council of the County of Summit, State
44 of Ohio, that:

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46 SECTION 1

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48 The County Executive is hereby authorized to execute an assignment of a purchase
49 contract with The Callos Companies to Callos Resource LLC and/or its subsidiary American
50 Payroll Service LLC, as affiliates of Nesco Design Corp., a Delaware corporation doing business
51 in Ohio as Nesco Resource, to act as the employer of record and provide payroll services for the
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2 PAGE TWO

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4 SECTION 1 (Cont.)

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6 2014 Summer Youth Employment Program, for pass through wages, FICA, Workers
7 Compensation and administrative fees, for the period 5/15/14 through 9/30/14, in an amount not
8 to exceed \$1,427,584.13.

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10 SECTION 2

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12 This Resolution is hereby declared an emergency in the interest of the health, safety and
13 welfare of the citizens of the County of Summit, and for the further reason that it necessary to
14 immediately authorize the Executive to execute an assignment of a purchase contract with The
15 Callos Companies to Callos Resource LLC and/or its subsidiary American Payroll Service LLC,
16 as affiliates of Nesco Design Corp., a Delaware corporation doing business in Ohio as Nesco
17 Resource, to act as the employer of record and provide payroll services for the 2014 Summer
18 Youth Employment Program for pass through wages, FICA, Workers Compensation and
19 administrative fees due to the purchase of the assets of The Callos Companies.

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21 SECTION 3

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23 Provided this Resolution receives the affirmative vote of eight members, it shall take
24 effect immediately upon its adoption and approval by the Executive; otherwise, it shall take
25 effect and be in force at the earliest time provided by law.

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27 SECTION 4

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29 It is found and determined that all formal actions of this Council concerning and relating
30 to the adoption of this Resolution were adopted in an open meeting of this Council, and that all
31 deliberations of this Council and of any of its committees that resulted in such formal action,
32 were in meetings open to the public, in compliance with all legal requirements, including Section
33 121.22 of the Ohio Revised Code.

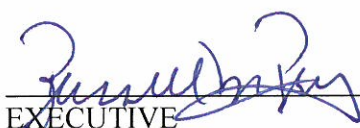
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36 INTRODUCED June 30, 2014

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38 ADOPTED June 30, 2014

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44 CLERK OF COUNCIL

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49 PRESIDENT OF COUNCIL

50 APPROVED July 1, 2014

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54 EXECUTIVE

55 Enacted Effective: July 1, 2014

Voice Vote: 10-0 YES: Komunale, Crawford, Feeman, Kostandaras,
Kurt, Lee, Rodgers, Roemer, Schmidt, Shapiro
ABSENT: Prentice