

SUPPLEMENTED JUNE 8, 2012; see “LITIGATION-Property Tax Litigation-Assessments” herein.

NEW ISSUE—FULL BOOK ENTRY

RATINGS:

S&P: SP-1+

Fitch: F1

(See “RATINGS” herein)

In the opinion of Orrick, Herrington & Sutcliffe LLP, Bond Counsel to the County, based upon an analysis of existing laws, regulations, rulings and court decisions, and assuming, among other matters, the accuracy of certain representations and compliance with certain covenants, interest on the Notes is excluded from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986. In the further opinion of Bond Counsel, interest on the Notes is not a specific preference item for purposes of the federal individual or corporate alternative minimum taxes, although Bond Counsel observes that such interest is included in adjusted current earnings when calculating corporate alternative minimum taxable income. Bond Counsel is also of the opinion that interest on the Notes is exempt from personal income taxes imposed by the State of New York and any political subdivision thereof (including The City of New York). Bond Counsel expresses no opinion regarding any other tax consequences related to the ownership or disposition of, or the accrual or receipt of interest on, the Notes. See “TAX MATTERS.”

COUNTY OF NASSAU, NEW YORK

GENERAL OBLIGATIONS

\$158,895,000 REVENUE ANTICIPATION NOTES, 2012 SERIES A

Dated: Date of Delivery

Due: March 29, 2013

Coupon: 2.00%

Price to Yield: 0.80%

CUSIP: 63165THE8

\$59,550,000 REVENUE ANTICIPATION NOTES, 2012 SERIES B

Dated: Date of Delivery

Due: April 30, 2013

Coupon: 2.00%

Price to Yield: 0.85%

CUSIP: 63165THF5

The Revenue Anticipation Notes, 2012 Series A (the “Series A Notes”) and the Revenue Anticipation Notes, 2012 Series B (the “Series B Notes”, and together with the Series A Notes, the “Notes”) are general obligations of the County of Nassau, New York (the “County”), for the payment of which the County has pledged its faith and credit. All of the taxable real property within the County is subject to the levy of ad valorem taxes, subject to applicable statutory limitations, to pay both the principal of and interest on the Notes. See “THE NOTES — Tax Levy Limitation Law” herein.

Interest on the Notes is payable at maturity. Interest on the Notes shall be calculated on the basis of a 360-day year consisting of twelve 30-day months. The Notes are payable from amounts provided by the County. See “THE NOTES” herein.

The Notes will be issued in registered form and, when issued, will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York (“DTC”), which will act as securities depository for the Notes. Purchases will be made in book-entry-only form in the denomination of \$5,000 or any integral multiple thereof. Purchasers will not receive physical certificates representing their ownership interest in the Notes. Principal and interest will be paid by the County to DTC which will in turn remit same to its Participants as described herein, for subsequent distribution to the beneficial owner of the Notes. The Notes are not subject to redemption prior to maturity.

The Notes are offered when, as and if issued and received by the Underwriters. The issuance of the Notes is subject to the approval of the legality thereof by Orrick, Herrington & Sutcliffe LLP, New York, New York, Bond Counsel to the County. Certain legal matters with respect to the Notes will be passed upon for the Underwriters by their counsel Hawkins Delafield & Wood LLP, New York, New York. It is anticipated that the Notes will be available for delivery through the facilities of DTC in New York, New York on or about June 12, 2012.

THIS OFFICIAL STATEMENT IS IN A FORM “DEEMED FINAL” BY THE COUNTY FOR THE PURPOSES OF SECURITIES AND EXCHANGE COMMISSION RULE 15c2-12.

BofA Merrill Lynch

J.P. Morgan

Ramirez & Co., Inc.

June 7, 2012

COUNTY OF NASSAU, NEW YORK

COUNTY EXECUTIVE

Edward P. Mangano

COUNTY LEGISLATURE

Presiding Officer

Peter J. Schmitt

Kevan M. Abrahams
Francis X. Becker, Jr.
Joseph V. Belesi
Judi Bosworth
David W. Denenberg
Delia DeRiggi-Whitton
Dennis Dunne, Sr.
Denise Ford
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Richard J. Nicoletto
Joseph K. Scannell
Carrié Solages
Robert Troiano
Rose Marie Walker
Wayne H. Wink, Jr.

COUNTY COMPTROLLER

George Maragos

DEPUTY COUNTY EXECUTIVE FOR FINANCE

Timothy P. Sullivan

ACTING COUNTY TREASURER

Beaumont A. Jefferson

BUDGET DIRECTOR

Eric C. Naughton

COUNTY ATTORNEY

John Ciampoli, Esq.

FINANCIAL ADVISOR

Public Financial Management, Inc.

BOND COUNSEL

Orrick, Herrington & Sutcliffe LLP

IN CONNECTION WITH THE OFFERING OF THE NOTES, THE UNDERWRITERS MAY OVERALLOT OR EFFECT TRANSACTIONS WHICH STABILIZE OR MAINTAIN THE MARKET PRICE OF THE NOTES AT A LEVEL ABOVE THAT WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZATION, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME.

No dealer, broker, salesman or other person has been authorized by the County to give any information or to make any representations other than those contained in this Official Statement; and if given or made, such other information or representations must not be relied upon as having been authorized by the County. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of Notes by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale. The information set forth herein has been obtained by the County from sources which are believed to be reliable but it is not guaranteed as to accuracy or completeness. The information and expressions of opinion herein are subject to change without notice and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the County since the date hereof.

Public Financial Management, Inc. as Financial Advisor has not been engaged to and has not made any independent investigation of the accuracy or completeness of any financial information respecting the County which is included in this Official Statement or which was otherwise examined by the Financial Advisor. All such information was supplied by the County and its other professionals and has not been verified by the Financial Advisor. The Financial Advisor's exclusive engagement has been to advise the County on the likely financial consequences under present market circumstances of various financial actions based exclusively upon assumptions and data furnished by the County and its other professionals, and the Financial Advisor has assumed no responsibility with respect to the reasonableness or accuracy of any such assumptions or information. The Financial Advisor disclaims any implication that the Financial Advisor can be deemed to represent that the narrative and financial information in this Official Statement is complete or accurate.

CUSIP data herein are provided by Standard & Poor's, CUSIP Service Bureau, a division of The McGraw-Hill Companies, Inc. The CUSIP numbers listed on the cover are being provided solely for the convenience of the noteholders only at the time of issuance of the Notes and the County makes no representation with respect to such numbers or undertakes any responsibility for their accuracy now or at any time in the future. The CUSIP number for a specific maturity is subject to being changed after the issuance of the Notes as a result of various subsequent actions including, but not limited to, a refunding in whole or in part of such maturity or as a result of the procurement of secondary market portfolio insurance or other similar enhancement by investors that is applicable to all or a portion of certain maturities of the Notes. CUSIP is a registered trademark of the American Bankers Association.

IN MAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED. THE NOTES HAVE NOT BEEN REGISTERED WITH THE SECURITIES AND EXCHANGE COMMISSION UNDER THE SECURITIES ACT OF 1933, AS AMENDED, NOR HAVE THE ORDINANCES OR OTHER PROCEEDINGS OF THE COUNTY BEEN QUALIFIED UNDER THE TRUST INDENTURE ACT OF 1939, AS AMENDED, IN RELIANCE UPON EXEMPTIONS CONTAINED IN SUCH ACTS. ADDITIONALLY, WHILE THE NOTES MAY BE EXEMPT FROM THE REGISTRATION AND QUALIFICATION PROVISIONS OF THE SECURITIES LAWS OF THE VARIOUS STATES, SUCH EXEMPTION CANNOT BE REGARDED AS A RECOMMENDATION OF THE NOTES. NEITHER THE STATES NOR ANY OF THEIR AGENCIES HAVE PASSED UPON THE MERITS OF THE NOTES OR THE ACCURACY OR COMPLETENESS OF THIS OFFICIAL STATEMENT. ANY REPRESENTATION TO THE CONTRARY MAY BE A CRIMINAL OFFENSE.

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OFFICIAL STATEMENT
of the
COUNTY OF NASSAU, NEW YORK

Relating to

\$158,895,000 REVENUE ANTICIPATION NOTES, 2012 SERIES A

Dated: Date of Delivery

Due: March 29, 2013

Coupon: 2.00%

Price to Yield: 0.80%

\$59,550,000 REVENUE ANTICIPATION NOTES, 2012 SERIES B

Dated: Date of Delivery

Due: April 30, 2013

Coupon: 2.00%

Price to Yield: 0.85%

INTRODUCTION

This Official Statement, which includes the cover page and appendices, has been prepared by the County of Nassau (the "County"), in the State of New York (the "State"), and provides certain information in connection with the sale by the County of \$158,895,000 principal amount of Revenue Anticipation Notes, 2012 Series A (the "Series A Notes") and \$59,550,000 principal amount of Revenue Anticipation Notes, 2012 Series B (the "Series B Notes", and together with the Series A Notes, the "Notes"). The Notes are dated the date of delivery. The interest rates, maturities and prices or yields of the Notes are set forth on the cover of this Official Statement. The Notes are not subject to redemption prior to maturity.

The Notes are issued pursuant to the Constitution and laws of the State, including among others, the Local Finance Law and the County Charter (the "County Charter"). The Notes are being issued to provide monies to meet a cash flow deficit expected to occur during the period the Notes are outstanding. See "CASH FLOW STATEMENTS" herein. The Notes will be general obligations of the County for the payment of which the County has pledged its faith and credit.

THE NOTES

The Notes have been authorized and are to be issued pursuant to the Constitution and laws of the State including the Local Finance Law, constituting Chapter 33-a of the Consolidated Laws of New York, and an ordinance adopted by the Board of Supervisors, the predecessor legislative body to the County Legislature and approved by the County Executive on August 25, 1975 pursuant to the Local Finance Law, the County Charter, the County Administrative Code and other related proceedings and determinations. In addition, the Nassau County Interim Finance Authority ("NIFA"), created pursuant to the Nassau County Interim Finance Authority Act, codified as Title I of Article 10-D of the State Public Authorities Law (the "NIFA Act"), approved the issuance of the Notes on May 17, 2012, as required by the NIFA Act during the control period declared by NIFA on January 26, 2011. It is not, however, within NIFA's powers to restrict the County's obligation to pay debt service on the Notes or other County debt. For further information regarding NIFA's declaration of a control period, see "LITIGATION and

APPENDIX A – INFORMATION ABOUT THE COUNTY – MONITORING AND OVERSIGHT – External – *NIFA*” herein.

The Notes will be issued in anticipation of receipt by the County of net allocable sales taxes for County purposes for the County’s fiscal year commencing January 1, 2012 and ending December 31, 2012. The total amount of sales taxes estimated to be allocated and paid to the County for County purposes for its 2012 fiscal year is approximately \$858.4 million (net of NIFA set-asides). (See “STATEMENT OF REVENUES AND EXPENDITURES – Revenues – *Sales Tax*” in “APPENDIX A – INFORMATION ABOUT THE COUNTY” herein for a description thereof.) The County has not previously issued any notes in anticipation of its 2012 fiscal year sales tax revenues.

Each Note, when duly issued and paid for, will constitute a contract between the County and the holder thereof. Whenever the principal amount of the Notes equals the amount of revenues estimated to be received for the fiscal year for which the revenue was or is to be received, all such revenue, as thereafter received, must be set aside in a separate account to be used only for the payments of the Notes, unless other provision is made by budgetary appropriation for the redemption of the Notes.

The Notes will be general obligations of the County, and will be issued, bear interest, mature and be payable as described on the cover page of this Official Statement and herein. Interest on the Notes will be calculated on the basis of a 360-day year consisting of twelve 30-day months. The Notes have been duly authorized and, when executed and delivered, will constitute legal, valid and binding obligations of the County. The County has pledged its faith and credit for the payment of the principal of and interest on the Notes, and, unless paid from other sources, the County is authorized to levy on all taxable real property such as ad valorem taxes as may be necessary to pay the Notes and the interest thereon subject to applicable statutory limitations. See “THE NOTES — Tax Levy Limitation Law” herein. The Notes do not constitute debt of NIFA.

Revenues Available for the Payment of Notes

The County’s anticipated revenues for fiscal year 2012 include allocation of sales taxes paid to the County by NIFA in various amounts approximately two to three times per month, pursuant to Section 1261 of the State Tax Law. Section 1261 specifically provides that all sales taxes, other than (i) amounts payable to towns, cities and villages in the County pursuant to a local government assistant program established by the County and (ii) amounts which the State Comptroller has reserved for refunds of taxes and the State’s reasonable costs in administering, collecting and distributing such taxes, are paid by the State Comptroller to NIFA as long as NIFA bonds are outstanding. These monies are applied by NIFA in the following order of priority: first pursuant to NIFA’s contracts with bondholders to pay debt service on NIFA bonds and notes, second to pay NIFA’s operating expenses not otherwise provided for and then to the County as frequently as practicable. See “STATEMENT OF REVENUES AND EXPENDITURES – Revenues – *Sales Tax*” in “APPENDIX A – INFORMATION ABOUT THE COUNTY” herein for a description thereof.

The total amount of sales taxes received by the County in fiscal year 2011 was approximately \$822.6 million (net of NIFA set-asides). The County projects its sales tax revenues for its 2012 fiscal year will be approximately \$858.4 million (net of NIFA-set asides).

The amount of sales taxes received by the County net of amounts paid by the State Comptroller to NIFA (as set forth above) for each of the last four fiscal years is set forth in Figure A.

FIGURE A
NET SALES TAXES RECEIVED BY THE COUNTY

<u>Fiscal Year</u>	<u>Amount</u>
2011	\$822,625,958
2010	816,649,287
2009	768,441,931
2008	819,310,719

No Redemption

The Notes are not subject to redemption prior to maturity.

Tax Levy Limitation Law

On June 24, 2011, Chapter 97 of the Laws of 2011 was signed into law by the Governor (the “Tax Levy Limitation Law”). The Tax Levy Limitation Law applies to all local governments, including school districts (with the exception of New York City, and the counties comprising New York City). It also applies to independent special districts and to town and county improvement districts as part of their parent municipalities tax levies.

The Tax Levy Limitation Law restricts, among other things, the amount of real property taxes (including assessments of certain special improvement districts) that may be levied by or on behalf of a municipality in a particular year, beginning with fiscal years commencing on or after January 1, 2012. It expires on June 16, 2016 unless extended. Pursuant to the Tax Levy Limitation Law, the tax levy of a municipality cannot increase by more than the lesser of (i) two percent (2%) or (ii) the annual increase in the consumer price index (“CPI”), over the amount of the prior year’s tax levy. Certain adjustments would be permitted for taxable real property full valuation increases or changes due to physical or quantity growth in the real property base as defined in Section 1220 of the Real Property Tax Law. A municipality may exceed the tax levy limitation for the coming fiscal year only if the governing body of such municipality first enacts, by at least a sixty percent vote of the total voting strength of the board, a local law to override such limitation for such coming fiscal year only. There are exceptions to the tax levy limitation provided in the Tax Levy Limitation Law, including expenditures made on account of certain tort settlements and certain increases in the average actuarial contribution rates of the New York State and Local Employees’ Retirement System, the Police and Fire Retirement System, and the Teachers’ Retirement System. Municipalities are also permitted to carry forward a certain portion of their unused levy limitation from a prior year. Each municipality prior to adoption of its fiscal year budget must submit for review to the State Comptroller any information that is necessary in the calculation of its tax levy for such fiscal year.

The Tax Levy Limitation Law does not contain an exception from the levy limitation for the payment of debt service on either outstanding general obligation debt of municipalities or such debt incurred after the effective date of the Tax Levy Limitation Law (June 24, 2011).

Article 8 Section 2 of the State Constitution requires every issuer of general obligation notes and bonds in the State to pledge its faith and credit for the payment of the principal thereof and the interest thereon. This has been interpreted by the Court of Appeals, the State's highest court, in *Flushing National Bank v. Municipal Assistance Corporation for the City of New York*, 40 N.Y.2d 731 (1976), as follows:

“A pledge of the city’s faith and credit is both a commitment to pay and a commitment of the city’s revenue generating powers to produce the funds to pay. Hence, an obligation containing a pledge of the City’s “faith and credit” is secured by a promise both to pay and to use in good faith the city’s general revenue powers to produce sufficient funds to pay the principal and interest of the obligation as it becomes due. That is why both words, “faith” and “credit”, are used and they are not tautological. That is what the words say and that is what courts have held they mean.”

Article 8 Section 12 of the State Constitution specifically provides as follows:

“It shall be the duty of the legislature, subject to the provisions of this constitution, to restrict the power of taxation, assessment, borrowing money, contracting indebtedness, and loaning the credit of counties, cities, towns and villages, so as to prevent abuses in taxation and assessments and in contracting of indebtedness by them. Nothing in this article shall be construed to prevent the legislature from further restricting the powers herein specified of any county, city, town, village or school district to contract indebtedness or to levy taxes on real estate. The legislature shall not, however, restrict the power to levy taxes on real estate for the payment of interest on or principal of indebtedness theretofore contracted.”

On the relationship of the Article 8 Section 2 requirement to pledge the faith and credit and the Article 8 Section 12 protection of the levy of real property taxes to pay debt service on bonds subject to the general obligation pledge, the Court of Appeals in the *Flushing National Bank* case stated:

“So, too, although the Legislature is given the duty to restrict municipalities in order to prevent abuses in taxation, assessment, and in contracting of indebtedness, it may not constrict the city’s power to levy taxes on real estate for the payment of interest on or principal of indebtedness previously contracted....While phrased in permissive language, these provisions, when read together with the requirement of the pledge of faith and credit, express a constitutional imperative: debt obligations must be paid, even if tax limits be exceeded”.

In addition, the Court of Appeals in the *Flushing National Bank* case has held that the payment of debt service on outstanding general obligation bonds and notes takes precedence over fiscal emergencies and the police power of municipalities.

Therefore, while the Tax Levy Limitation Law may constrict an issuer’s power to levy real property taxes for the payment of debt service on debt contracted after the effective date of the Tax Levy Limitation Law, it is clear that no statute is able (1) to limit an issuer’s pledge of its faith and credit to the payment of any of its general obligation indebtedness or (2) to limit an issuer’s levy of real property taxes to pay debt service on general obligation debt contracted prior to the effective date of the Tax Levy Limitation Law. Whether the Constitution grants a municipality authority to treat debt service payments as a constitutional exception to such statutory tax levy limitation is not clear.

County May Not File For Bankruptcy Protection

Under the NIFA Act, the County is prohibited from filing any petition with any United States district court or bankruptcy court for the composition or adjustment of municipal indebtedness without the approval of NIFA and the State Comptroller and no such petition may be filed while NIFA bonds or notes remain outstanding. NIFA currently has long term bonds outstanding through November 15, 2025.

Contract Remedies

The General Municipal Law (“GML”) of the State provides that it shall be the duty of the governing board (in the case of the County, the County Legislature) to assess, levy and cause to be collected a sum of money sufficient to pay a final judgment which has been recovered against the County and remains unpaid. The GML further provides that the rate of interest to be paid by a municipal corporation upon any judgment against a municipal corporation shall not exceed the rate of nine per centum per annum. This provision might be construed to have application to the holders of the Notes in the event of a default in the payment of principal of and interest on the Notes. Execution or attachment of County property cannot be obtained to satisfy a judgment by holders of the Notes.

Under the Constitution of the State, the County is required to pledge its faith and credit for the payment of the principal of and interest on the Notes.

Book-Entry-Only System

The Depository Trust Company, New York, New York (“DTC”) will act as securities depository for the Notes. The Notes will be issued as fully-registered securities registered in the name of Cede & Co. (DTC’s partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered Note certificate will be issued for each series of Notes bearing the same rate of interest and CUSIP number, and will be deposited with DTC.

DTC is a limited-purpose trust company organized under the New York Banking Law, a “banking organization” within the meaning of the New York Banking Law, a member of the Federal Reserve System, a “clearing corporation” within the meaning of the New York Uniform Commercial Code, and a “clearing agency” registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC’s participants (“Direct Participants”) deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants’ accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation (“DTCC”). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly (“Indirect Participants”). The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com.

Purchases of Notes under the DTC system must be made by or through Direct Participants, which will receive a credit for the Notes on DTC's records. The ownership interest of each actual purchaser of each Note ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Notes are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in the Notes, except in the event that use of the book-entry system for the Notes is discontinued.

To facilitate subsequent transfers, all Notes deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Notes with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Notes; DTC's records reflect only the identity of the Direct Participants to whose accounts such Notes are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Notes may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Notes, such as redemptions, tenders, defaults, and proposed amendments to the Notes documents. For example, Beneficial Owners of Notes may wish to ascertain that the nominee holding the Notes for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the Notes unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the County as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts Notes are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Payment of redemption proceeds and principal and interest on the Notes will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the County, on the payment date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with Notes held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC nor its nominee, or the County, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds and principal and interest on the Notes to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the County, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Notes at any time by giving reasonable notice to the County. Under such circumstances, in the event that a successor depository is not obtained, Note certificates are required to be printed and delivered.

Source: DTC.

The information in the above section concerning DTC and DTC's book-entry system has been obtained from sources that the County believes to be reliable, but the County takes no responsibility for the accuracy thereof.

THE COUNTY WILL NOT HAVE ANY RESPONSIBILITY OR OBLIGATION TO PARTICIPANTS, TO INDIRECT PARTICIPANTS OR TO ANY BENEFICIAL OWNER WITH RESPECT TO (I) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC, ANY PARTICIPANT, OR ANY INDIRECT PARTICIPANT; (II) THE PAYMENT BY DTC OR ANY PARTICIPANT OR INDIRECT PARTICIPANT OF ANY AMOUNT WITH RESPECT TO THE PRINCIPAL OF, OR PREMIUM, IF ANY, OR INTEREST ON THE NOTES; (III) ANY NOTICE WHICH IS PERMITTED OR REQUIRED TO BE GIVEN TO HOLDERS OF THE NOTES; OR (IV) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC AS OWNER OF THE NOTES.

THE COUNTY CANNOT AND DOES NOT GIVE ANY ASSURANCES THAT DTC WILL DISTRIBUTE TO DIRECT PARTICIPANTS OR THAT DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS WILL DISTRIBUTE TO THE BENEFICIAL OWNERS OF THE NOTES (I) PAYMENTS OF THE PRINCIPAL OF, OR INTEREST OR PREMIUM, IF ANY, ON THE NOTES, (II) CONFIRMATION OF THEIR OWNERSHIP INTEREST IN THE NOTES; OR (III) NOTICES SENT TO DTC OR CEDE & CO., AS NOMINEE, AS REGISTERED OWNER OF THE NOTES, OR THAT THEY WILL DO SO ON A TIMELY BASIS, OR THAT DTC, DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS WILL SO SERVE AND ACT IN THE MANNER DESCRIBED IN THIS OFFICIAL STATEMENT.

Certificated Notes

DTC may discontinue providing its services with respect to the Notes at any time by giving notice to the County and discharging its responsibilities with respect thereto under applicable law, or the County may terminate its participation in the book-entry-only system of transfers through DTC (or a successor securities depository) at any time. In the event that such book-entry-only system is discontinued the applicable Notes will be issued in bearer or registered form in denominations of \$5,000 or integral multiples thereof.

THE COUNTY

The County is located in New York State on Long Island and has a population of over 1.3 million. For a description of the County, its financial condition and projections, and certain economic factors affecting the County, see "APPENDIX A – INFORMATION ABOUT THE COUNTY" and other appendices herein.

CASH FLOW STATEMENTS

Appendix H shows (i) the actual cash flows of the County for the period January 2011 through December 2011, (ii) the actual cash flows of the County for the period January 2012 through April 2012, (iii) preliminary pro forma projected cash flows of the County for the period May 2012 through December 2012 and (iv) preliminary pro forma projected cash flows of the County for the period January

2013 through June 2013, assuming 2012 budget assumptions are carried forward. Such cash flow statements have been prepared by the County and relate solely to the five major operating funds (the “Major Operating Funds”) - the General Fund, the Police Headquarters Fund, the Police District Fund, the Fire Prevention Fund and the Debt Service Fund - that support the primary operations of the County.

Neither the County’s independent auditors, nor any other independent accountants, have compiled, examined or performed any procedures with respect to the projected cash flows contained herein, nor have they expressed any opinion or any other form of assurance on such information or its achievability, and assume no responsibility for, and disclaim any association with, the projected cash flows.

The cash flows set forth in Appendix H, in view of the County’s management, were prepared on a reasonable basis and reflect the best currently available estimates and judgments and present, to the best of management’s knowledge and belief, the expected course of events and the expected future financial condition of the County.

The assumptions and estimates underlying the projected cash flows are inherently uncertain and, though considered reasonable by the management of the County as of the date hereof, are subject to a wide variety of significant business, economic and political risks and uncertainties that could cause actual results to differ materially from those contained in the projected cash flows. See “RISK FACTORS” herein. Accordingly there can be no assurance that the projected results are indicative of the future performance of the County or that actual results will not be materially higher or lower than those contained in the projected cash flows. Inclusion of the projected cash flows in this Official Statement should not be regarded as a representation by any person that the results contained in the projected cash flows will be achieved.

LITIGATION

The County, its officers and employees are defendants in a number of lawsuits. Such litigation includes, but is not limited to, actions commenced and claims asserted against the County arising out of alleged torts, civil rights violations, breaches of contracts including union and employee disputes, condemnation proceedings, assessment review and other alleged violations of law. The County intends to defend itself vigorously against all claims and actions. See “APPENDIX A – INFORMATION ABOUT THE COUNTY” herein.

OTHER INFORMATION

The County is authorized to spend money for the objects or purposes for which the Notes are to be issued by the General Municipal Law, the County Law, the County Charter, the County Administrative Code or other applicable State law.

The County has no past due principal or interest on any of its indebtedness. To the best of the knowledge of current officials of the County, the County has never defaulted on the payment of principal of and interest on any indebtedness.

This Official Statement does not include either the debt or the tax collection records of the several cities, towns, villages, school districts or other municipal corporations or public corporations within the County, except as herein set forth.

COVENANT TO MAKE CONTINUING DISCLOSURE

At the time of the issuance and delivery of the Notes, the County will covenant for the benefit of the Beneficial Owners (as hereinabove defined) of the Notes to provide in accordance with the requirements of Rule 15c2-12 as the same may be amended or officially interpreted from time to time (the “Rule”) promulgated by the Securities and Exchange Commission (“Commission”) to provide, in accordance with the requirements of the Rule, to the Electronic Municipal Market Access system of the Municipal Securities Rulemaking Board (“MSRB”) or other entity authorized or designated by the Commission in accordance with the Rule, not later than ten (10) business days after occurrence, notices of the occurrence of certain “Listed Events” (as defined by the Rule), as enumerated below.

1. Principal and interest payment delinquencies;
2. Unscheduled draws on debt service reserves reflecting financial difficulties. It should be noted that the County is not legally authorized to establish, nor has it established a debt service reserve securing the Notes;
3. Unscheduled draws on credit enhancements reflecting financial difficulties;
4. Substitution of credit or liquidity providers, or their failure to perform;
5. Issuance by the Internal Revenue Service of proposed or final determination of taxability or of a Notice of Proposed Issue (IRS Form 5701 TEB);
6. Tender offers;
7. Defeasances. It should be noted that none of the Notes, the proceedings authorizing the Notes, the Local Finance Law, nor any other law makes any provision for the legal defeasance of the Notes;
8. Rating changes;
9. Bankruptcy, insolvency, receivership or similar event of the County;*
10. Unless described in paragraph 5 above, adverse tax opinions or other material notices or determinations by the Internal Revenue Service with respect to the tax status of the Notes or other material events affecting the tax status of the Notes;
11. Modifications to rights of Beneficial Owners or holders of the Notes;
12. Unscheduled or contingent Notes calls;
13. Release, substitution, or sale of property securing repayment of the Notes. It should be noted that the Notes are general obligations of the County and are not secured by any collateral, but rather are entitled to the pledge of the faith and credit of the County;

* For the purposes of the event identified in this subparagraph, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the County in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the County, or if such jurisdiction has been assumed by leaving the existing governmental body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the County.

14. Non-payment related defaults. It should be noted that none of the Notes, the proceedings of the County authorizing the Notes, the Local Finance Law, nor any other law, makes any provision for non-payment related defaults on the Notes, or other general obligations of the County;
15. The consummation of a merger, consolidation, or acquisition involving the County or the sale of all or substantially all of the assets of the County, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms; or
16. Appointment of a successor or additional trustee or the change of name of a trustee. It should be noted that there is no trustee for the Notes.

The sole remedy of a Beneficial Owner of the Notes under this covenant will be to bring an action to compel specific performance in a court in the State having appropriate jurisdiction. A default by the County of its obligations under the covenant shall not be deemed a default on the Notes.

The County may amend its obligations under the provisions of the covenant without the consent of any holder of the Notes or Beneficial Owner of the Notes provided that the County shall first obtain an opinion of nationally recognized bond counsel to the effect that the proposed amendment would not in and of itself cause the covenant to violate the requirements of the Rule if such amendment had been effective at the time of issuance of the Notes, but taking into account any subsequent change in or official interpretation of the Rule.

The County has not, in the previous five years, failed to comply in all material respects with any previous undertaking pursuant to the Rule.

RISK FACTORS

The following description summarizes some of the risk factors associated with the Notes and does not purport to be complete. This Official Statement should be read in its entirety.

The financial condition of the County as well as the market for the Notes could be affected by a variety of factors, some of which are beyond the County's control. There can be no assurance that adverse events in the State and in other jurisdictions of the country, including, for example, the seeking by a municipality or large taxable property owner of remedies pursuant to the federal Bankruptcy Code or otherwise, will not occur which might affect the market price of, and the market for, the Notes. If a significant default or other financial crisis should occur in the affairs of the State or any of its agencies or political subdivisions or in other jurisdictions of the country thereby further impacting the acceptability of obligations issued by borrowers within the State, both the ability of the County to arrange for additional borrowings, and the market for and market value of outstanding debt obligations, including the Notes, could be adversely affected.

The County is dependent in part on financial assistance from the State. However, if the State should experience difficulty in borrowing funds in anticipation of the receipt of State taxes in order to pay State aid to municipalities and school districts in the State, including the County, in any year, the County may be affected by a delay, until sufficient taxes have been received by the State to make State aid payments to the County. See "STATEMENT OF REVENUES AND EXPENDITURES – Revenues - *State and Federal Aid*" in "APPENDIX A – INFORMATION ABOUT THE COUNTY" herein. For a description of the County's current multi-year financial plan and the budget gap closing measures

contained therein, see “COUNTY FINANCIAL CONDITION – 2012 Budget and 2012-2015 Multi-Year Financial Plan” in “APPENDIX A – INFORMATION ABOUT THE COUNTY” herein.

In addition, adverse events within the County could affect the market for the Notes. These include, but are not limited to, events which impact the County’s ability to reduce expenditures and raise revenues, economic trends, the willingness and ability of the State to provide aid and to enact various other legislation and the County’s ability to market its securities in the public credit markets. It is anticipated that the various news media will report on events which occur in the County and that such media coverage, as well as such events, could have an impact on the market for, and the market price of, the Notes.

A major portion of the County’s annual expenditures is utilized in the administration of various federal and State mandated aid programs including Medicaid, Temporary Assistance to Needy Families, and community services. Although a substantial portion of these expenditures (other than Medicaid) is reimbursed by the State and federal governments, typically at the rate of 75% of program costs, expenditures fluctuate in response to overall economic conditions and are difficult to predict. Given recent overall economic conditions, these expenditures are likely to increase.

Furthermore, following from NIFA’s declaration of a control period on January 26, 2011, NIFA may seek, among other things, to restrict in whole or in part the County’s ability to issue debt to finance expenditures, including, but not limited to, capital projects and the payment of property tax refunds. For further information regarding NIFA’s declaration of a control period, see “APPENDIX A – INFORMATION ABOUT THE COUNTY – MONITORING AND OVERSIGHT – External – *NIFA*” herein.

From time to time, legislation is introduced on the federal and State levels, which, if enacted into law, could affect the County and its operations. The County is not able to represent whether such bills will be introduced in the future or become law.

LEGAL MATTERS

The legality of the authorization and issuance of the Notes will be covered by the final approving opinion of Orrick, Herrington & Sutcliffe LLP, Bond Counsel, New York, New York. The proposed form of such opinion is set forth in APPENDIX C hereto. Certain legal matters with respect to the Notes will be passed upon for the Underwriters by their counsel Hawkins Delafield & Wood LLP, New York, New York.

TAX MATTERS

In the opinion of Bond Counsel, based upon an analysis of existing laws, regulations, rulings and court decisions, and assuming, among other matters, the accuracy of certain representations and compliance with certain covenants, interest on the Notes is excluded from gross income for federal income tax purposes under Section 103 of the Code. In the further opinion of Bond Counsel, interest on the Notes is not a specific preference item for purposes of the federal individual and corporate alternative minimum taxes, although Bond Counsel observes that such interest is included in adjusted current earnings when calculating corporate alternative minimum taxable income. Bond Counsel is also of the opinion that interest on the Notes is exempt from personal income taxes imposed by the State of New York and any political subdivision thereof (including The City of New York). A complete copy of the proposed form of opinion of Bond Counsel is set forth in APPENDIX C hereto.

Although Bond Counsel is of the opinion that interest on the Notes is excluded from gross income for federal income tax purposes and that interest on the Notes is exempt from personal income taxes imposed by the State of New York and any political subdivision thereof (including The City of New York), the ownership or disposition of, or the accrual or receipt of interest on, the Notes may otherwise affect a Beneficial Owner's federal, state or local tax liability. The nature and extent of these other tax consequences depends upon the particular tax status of the Beneficial Owner or the Beneficial Owner's other items of income or deduction. Bond Counsel expresses no opinion regarding any such other tax consequences.

Notes purchased, whether at original issuance or otherwise, for an amount higher than their principal amount payable at maturity (or, in some cases, at their earlier call date) ("Premium Notes") will be treated as having amortizable bond premium. No deduction is allowable for the amortizable bond premium in the case of bonds, like the Premium Notes, the interest on which is excluded from gross income for federal income tax purposes. However, the amount of tax-exempt interest received, and a Beneficial Owner's basis in a Premium Note, will be reduced by the amount of amortizable bond premium properly allocable to such Beneficial Owner. Beneficial Owners of Premium Notes should consult their own tax advisors with respect to the proper treatment of amortizable bond premium in their particular circumstances.

The Code imposes various restrictions, conditions and requirements relating to the exclusion from gross income for federal income tax purposes of interest on obligations such as the Notes. Contemporaneously with the issuance of the Notes, the County will make certain representations and will covenant to comply with certain restrictions, conditions and requirements designed to ensure that interest on the Notes will not be included in federal gross income. Inaccuracy of these representations or failure to comply with these covenants may result in interest on the Notes being included in gross income for federal income tax purposes, possibly from the date of original issuance of the Notes. The opinions of Bond Counsel assume the accuracy of these representations and compliance with these covenants. Bond Counsel has not undertaken to determine (or to inform any person) whether any actions taken (or not taken), or events occurring (or not occurring), or any other matters coming to Bond Counsel's attention after the date of issuance of the Notes may adversely affect the value of, or the tax status of interest on, the Notes. Accordingly, the opinion of Bond Counsel is not intended to, and may not, be relied upon in connection with any such actions, events or matters.

Current and future legislative proposals, if enacted into law, clarification of the Code or court decisions may cause interest on the Notes to be subject, directly or indirectly, to federal income taxation or to be subject to or exempted from state income taxation, or otherwise prevent Beneficial Owners from realizing the full current benefit of the tax status of such interest. As one example, on September 12, 2011, the Obama Administration announced a legislative proposal entitled the American Jobs Act of 2011. For tax years beginning on or after January 1, 2013, the American Jobs Act of 2011 generally would limit the exclusion from gross income of interest on obligations like the Notes to some extent for taxpayers who are individuals and whose income is subject to higher marginal income tax rates. Other proposals have been made that could significantly reduce the benefit of, or otherwise affect, the exclusion from gross income of interest on obligations like the Notes. The introduction or enactment of any such legislative proposal or clarification of the Code or court decisions may also affect, perhaps significantly, the market price for, or marketability of, the Notes. Prospective purchasers of the Notes should consult their own tax advisers regarding any pending or proposed federal or state tax legislation, regulations or litigation and regarding the impact of future legislation, regulations or litigation, as to which Bond Counsel expresses no opinion.

The opinion of Bond Counsel is based on current legal authority, covers certain matters not directly addressed by such authorities, and represents Bond Counsel's judgment as to the proper treatment

of the Notes for federal income tax purposes. It is not binding on the Internal Revenue Service (“IRS”) or the courts. Furthermore, Bond Counsel cannot give and has not given any opinion or assurance about the future activities of the County, or about the effect of future changes in the Code, the applicable regulations, the interpretation thereof or the enforcement thereof by the IRS. Contemporaneously with the issuance of the Notes, the County will covenant, however, to comply with the requirements of the Code.

Bond Counsel’s engagement with respect to the Notes ends with the issuance of the Notes, and, unless separately engaged, Bond Counsel is not obligated to defend the County or the Beneficial Owners regarding the tax-exempt status of the Notes in the event of an audit examination by the IRS. Under current procedures, parties other than the County and its appointed counsel, including the Beneficial Owners, would have little, if any, right to participate in the audit examination process. Moreover, because achieving judicial review in connection with an audit examination of tax-exempt bonds is difficult, obtaining an independent review of IRS positions with which the County legitimately disagrees may not be practicable. Any action of the IRS, including but not limited to selection of the Notes for audit, or the course or result of such audit, or an audit of bonds presenting similar tax issues may affect the market price for, or the marketability of, the Notes, and may cause the County or the Beneficial Owners to incur significant expense.

RATINGS

Standard & Poor’s Ratings Services (“S&P”) and Fitch Ratings (“Fitch”) have assigned ratings of “SP-1+” and “F1”, respectively, to the Notes. Moody’s Investors Service, Inc., S&P and Fitch have assigned ratings to the long-term obligations of the County of “A1” (negative outlook), “A+” (stable outlook) and “A+” (negative outlook), respectively. Such ratings are not applicable to the Notes.

Such ratings reflect only the views of such organizations and any desired explanation of the significance of such ratings should be obtained from the rating agency furnishing the same, at the following addresses: Moody’s Investors Service, Inc., 7 World Trade Center at 250 Greenwich Street, New York, New York 10007; Standard & Poor’s Ratings Services, 55 Water Street, New York, New York 10041; and Fitch Ratings, One State Street Plaza, New York, New York 10004. Generally, a rating agency bases its rating on the information and materials furnished to it and on investigations, studies and assumptions of its own. There is no assurance that any of such ratings will be retained for any given period of time or that the same will not be revised downward or withdrawn entirely by the rating agency furnishing the same if, in its judgment, circumstances so warrant. Any such downward revision or withdrawal of any of such ratings may have an adverse effect on the market price of, or the availability of a secondary market for, the Notes. A securities rating is not a recommendation to buy, sell or hold securities.

FINANCIAL ADVISOR

The County has retained Public Financial Management, Inc. of New York, New York, as Financial Advisor in connection with the issuance and sale of its obligations, including the Notes. Although Public Financial Management, Inc. has assisted in the preparation of the Official Statement, Public Financial Management, Inc. is not obligated to undertake, and has not undertaken to make, an independent verification or to assume responsibility for the accuracy, completeness, or fairness of the information contained in the Official Statement. Public Financial Management, Inc. is an independent advisory firm and is not engaged in the business of underwriting, trading, or distributing municipal securities or other public securities.

UNDERWRITING

The Notes are being purchased, subject to certain conditions, by Merrill Lynch, Pierce, Fenner & Smith Incorporated as representative of the Underwriters (the “Underwriters”) for reoffering to the public. The purchase contract for the Notes provides that the Underwriters will purchase all of the Notes, if any are purchased, at a purchase price equal to \$220,299,892.98, reflecting an original issue premium of \$2,109,766.50 and an Underwriters’ discount of \$254,873.52 and to reoffer such Notes at the public offering prices or yields set forth on the cover page hereof. Such Notes may be offered and sold to dealers (including dealers depositing such Notes into investment trusts) at prices lower and yields higher than such public offering prices and yields. Prices and yields may be changed, from time to time, by the Underwriters.

J.P. Morgan Securities LLC (“JPMS”), one of the Underwriters of the Notes, has entered into negotiated dealer agreements (each, a “Dealer Agreement”) with each of UBS Financial Services Inc. (“UBSFS”) and Charles Schwab & Co., Inc. (“CS&Co.”) for the retail distribution of certain securities offerings at the original issue prices. Pursuant to each Dealer Agreement (if applicable to this transaction), each of UBSFS and CS&Co. will purchase Notes from JPMS at the original issue price less a negotiated portion of the selling concession applicable to any Notes that such firm sells.

MISCELLANEOUS

Statements in this Official Statement, and the documents included by specific reference, that are not historical facts are forward-looking statements, which are based on the County management’s beliefs, as well as assumptions made by, and information currently available to, the County’s management and staff. Because the statements are based on expectations about future events and economic performance and are not statements of fact, actual results may differ materially from those projected. Important factors that could cause future results to differ include legislative and regulatory changes, changes in the economy, and other factors discussed in this and other documents that the County files with the MSRB. When used in County documents or oral presentations, the words “anticipate,” “estimate,” “expect,” “objective,” “projection,” “forecast,” “goal,” or similar words are intended to identify forward-looking statements.

To the extent that any statements made in this Official Statement involve matters of opinion or estimates, whether or not expressly stated, such matters of opinion and estimates are set forth as such and not as representations of fact. Neither this Official Statement nor any statement which may have been made verbally or in writing in connection therewith is to be construed as a contract with the holders of the Notes.

Neither the County’s independent auditors, nor any other independent accountants, have compiled, examined, or performed any procedures with respect to the prospective financial information contained herein, nor have they expressed any opinion or any other form of assurance on such information or its achievability, and assume no responsibility for, and disclaim any association with, the prospective financial information.

Orrick, Herrington & Sutcliffe LLP, New York, New York, Bond Counsel to the County, and Hawkins Delafield & Wood LLP as Counsel to the Underwriters express no opinions as to the accuracy or completeness of information in any documents prepared by or on behalf of the County for use in connection with the offer and sale of the Notes, including but not limited to, the financial or statistical information in this Official Statement.

References herein to the Constitution of the State and various State and federal laws are only brief outlines of certain provisions thereof and do not purport to summarize or describe all of such provisions.

Upon delivery of the Notes the County Treasurer shall furnish a certificate stating (i) to his knowledge the Official Statement does not contain any untrue statements of material fact or omit to state a material fact necessary to make the statements therein, in light of the circumstances under which they were made, not misleading, subject to the condition that while information in said Official Statement obtained from sources other than the County is not guaranteed as to accuracy, completeness or fairness, he has no reason to believe and does not believe that such information is materially inaccurate or misleading, (ii) to his knowledge, since the date of said Official Statement, there have been no material transactions not in the ordinary course of affairs entered into by the County and no material adverse changes in the general affairs of the County or in its financial condition as shown in the Official Statement other than as disclosed or contemplated by said Official Statement, and (iii) that no litigation is pending or, to the knowledge of the County, threatened affecting the Notes.

Periodic public reports relating to the financial condition of the County, its operations and the balances, receipts and disbursements of the various funds of the County are prepared by the various departments of the County, and in certain instances examined by independent certified public accountants. In addition, the County regularly receives reports from consultants, commissions, and special task forces relating to various aspects of the County's financial affairs, including capital projects, County services, taxation, revenue estimates, pensions, and other matters.

Information pertaining to the Official Statement may be obtained upon request from the Office of the County Treasurer, County Office Building, 240 Old Country Road, Mineola, New York 11501, telephone (516) 571-2090.

The Official Statement is submitted only in connection with the sale of the Notes by the County and may not be reproduced or used in whole or in part for any other purpose.

The execution and delivery of this Official Statement have been duly authorized by the County Treasurer on behalf of the County.

COUNTY OF NASSAU, NEW YORK

By: /s/ Beaumont A. Jefferson
Beaumont A. Jefferson
Acting County Treasurer

June 7, 2012

APPENDIX A
INFORMATION ABOUT THE COUNTY

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INFORMATION ABOUT THE COUNTY

The information below provides comprehensive information on the County, its financial management, current financial condition, litigation and other information and factors affecting the County.

THE COUNTY

The County is located on Long Island and has a population of over 1.3 million. It is bordered to the west by the New York City borough of Queens, to the east by Suffolk County, to the north by Long Island Sound and to the south by the Atlantic Ocean. The County was formed on January 1, 1899 and since 1938 has operated under the County Charter. The County Charter was the first of its type in the State and established a form of government headed by a County Executive and a Board of Supervisors.

The County Executive heads the executive branch of County government. The legislative power of the County is vested in the 19-member County Legislature, which superseded the Board of Supervisors in 1996. The County Comptroller has the authority to audit the records of the County departments and special districts, to examine and approve all payment vouchers including payroll, to ascertain that funds to be paid are both appropriated and available and to report the financial status of the County to the County Legislature. The County Treasurer, the County's chief fiscal officer, receives and has custody of all County funds (unless otherwise provided by law) including County taxes, collects most revenues and is responsible for the issuance of all County debt.

The County Executive and the County Comptroller are each elected for four-year terms and the members of the County Legislature are elected for two-year terms. On January 1, 2010, Edward Mangano was inaugurated as County Executive, and George Maragos as County Comptroller. The County Treasurer is appointed by the County Executive and confirmed by the County Legislature.

County Officials

County Executive – Edward P. Mangano

Edward P. Mangano was elected as County Executive on November 3, 2009 and sworn into office on January 1, 2010. Prior to becoming County Executive, Mr. Mangano gained extensive experience as a County Legislator, where he served the 17th Legislative District for seven terms until leaving the position in 2009. Notable among Mr. Mangano's many accomplishments as Legislator were helping revitalize the former Grumman property, attracting more than 15,000 jobs to the site, establishing a Senior Citizen and Community Center, and preserving and protecting open space in the County.

A graduate of Hofstra University and Hofstra Law School, Mr. Mangano was admitted to the New York State Bar in 1988. He went on to have a successful career in printing and publishing newspapers, as well as serving as counsel to the law firm of Rivkin Radler LLP.

Mr. Mangano also has been active in many charitable and fraternal organizations.

County Legislators

Kevan M. Abrahams	Howard J. Kopel
Francis X. Becker, Jr.	Vincent T. Muscarella
Joseph V. Belesi	Richard J. Nicoletto
Judi Bosworth	Joseph K. Scannell
David W. Denenberg	Peter J. Schmitt
Delia DeRiggi-Whitton	Carrié Solages
Dennis Dunne, Sr.	Robert Troiano
Denise Ford	Rose Marie Walker
Norma L. Gonsalves	Wayne H. Wink, Jr
Judith A. Jacobs	

Presiding Officer, County Legislature – Peter J. Schmitt

Peter J. Schmitt, a Republican, was elected to the first Nassau County Legislature on November 5, 1995. He represents the 12th Legislative District, which encompasses Massapequa, Massapequa Park, portions of Seaford and portions of North Massapequa. Legislator Schmitt was re-elected by wide margins in subsequent elections. He served as the Legislature’s Deputy Presiding Officer from 1996 through 1999, Minority Leader from 2000 through 2009, and as of January 2010, the Presiding Officer and Majority Leader.

Long active in volunteer service to the Massapequas, Legislator Schmitt is Trustee of the Massapequa Historical Society, Past President of the Treehaven Civic Association, Past Chairman of the Massapequa Heart Fund, member and Past President of the Kiwanis Club of Massapequa, member and past Officer of the B.P.O. Elks 2162 and a member of Ancient Order of Hibernians, Division 15. He has received awards and been cited for his community and civic contributions by several organizations including the American Cancer Society, the Village of Massapequa Park and the Massapequa Chamber of Commerce. He is also a recipient of the Estabrook Award from Hofstra University.

Legislator Schmitt received his Bachelor of Arts degree from Hofstra University.

County Comptroller – George Maragos

George Maragos was elected as County Comptroller on November 3, 2009 and sworn into office on January 1, 2010. Mr. Maragos has over 35 years of senior management positions and accomplishments with leading organizations in banking, consulting and information systems. Mr. Maragos is the founder of SDS Financial Technologies, an organization providing financial information and online trading services to the financial industry. As president of SDS Technologies, he guided the firm’s growth for 20 years.

Prior to SDS Technologies, Mr. Maragos was a Vice President of Citicorp and the Director of Telecommunications for Treasury Systems. Prior to Citicorp, Mr. Maragos was a Vice President at the Chase Manhattan Bank. Earlier positions held by Mr. Maragos were with Booz Allen and Hamilton, as an Associate, and with Bell-Northern Research, as Manager of Communications Planning.

Mr. Maragos holds an M.B.A. from Pace University, and a Bachelor of Electrical Engineering Degree from McGill University.

Deputy County Executive for Finance – Timothy P. Sullivan

Timothy P. Sullivan was appointed Deputy County Executive for Finance in January 2010. Mr. Sullivan has over twenty years of progressive financial analysis and control background with municipalities,

large corporations, and “think tank” academic research organizations. Prior to his current position, he was Director of Financial Planning for the Long Island Power Authority (“LIPA”). His responsibilities included the administration of LIPA’s long-term financial planning, including oversight of financial modeling and economic forecasting. In addition, Mr. Sullivan was responsible for the financial implementation of one of the most ambitious energy efficiency programs in the country.

Prior to that position, Mr. Sullivan was the head of revenue and economic analysis for NIFA. In this role, he played a key role in the development of the County’s first Multi-Year Financial Plan. In 1996, Mr. Sullivan served as the initial director of the budget office for the newly-created County Legislature. He has also performed research for Wharton Econometric Forecasting Associates.

Mr. Sullivan has a B.A. in History and an M.A. in International Economics from Fordham University.

Acting County Treasurer – Beaumont A. Jefferson

Beaumont A. Jefferson was appointed Deputy County Treasurer on February 5, 2010.

Mr. Jefferson became Acting County Treasurer on December 1, 2011 upon the retirement of the appointed County Treasurer.

Mr. Jefferson has 24 years of banking experience and is a former Vice President at JPMorgan Chase Bank. Mr. Jefferson’s banking experience includes technology project and program management, call center management, retail back office operations and retail branch management.

Mr. Jefferson holds a B.S. in Business Administration and Management from SUNY Old Westbury.

County Budget Director – Eric C. Naughton

Eric C. Naughton was appointed Budget Director in January 2012, and brings more than 20 years of municipal budgeting experience. Prior to this position, Mr. Naughton was the Suffolk County Deputy County Executive for Finance. Previously, he worked for the Nassau County Legislature’s Office of Legislative Budget Review, serving as Deputy Director from 1996 to 2001, and subsequently as Director from 2001 to 2009. Prior to joining the Nassau Legislature, Mr. Naughton was Director of Financial Planning for the Atlanta Housing Authority and the Budget/Accounting Manager for the city of Marietta, Ga., where he was responsible for the city receiving its first Government Finance Officers Association’s Distinguished Budget Presentation Award.

Mr. Naughton received his bachelor’s degree in Finance from the Wharton School of the University of Pennsylvania.

County Attorney – John Ciampoli

John Ciampoli was appointed County Attorney in January 2010. The County Attorney is the chief legal officer of the County, leading a large team of lawyers plus support staff. A graduate of the Loyola School, Pace University and Hofstra Law School, he is admitted to the practice of law before the Federal and State of New York courts.

Mr. Ciampoli has been a prominent practitioner of election law and constitutional law in the New York State Courts. A seasoned litigator and appellate attorney, he has regularly appeared before the Court of Appeals (the highest Court in the State) and the four Appellate Divisions of the Supreme Court. He previously served as Counsel to the New York State Board of Elections and has also held various staff

positions in the State Legislature, including most recently Special Counsel to the New York State Senate Republican Conference.

County Government

County Executive

The County Executive is the chief administrator of County government, supervising the performance of all County agencies and departments including, but not limited to, the Office of Management and Budget (“OMB”), law enforcement, economic development, planning, social services, public works and parks. The County Executive appoints department heads, commissioners, and other employees. In addition, the County Executive proposes to the County Legislature the County’s operating budget and capital budget and multi-year financial plans.

County Legislature

Pursuant to the County Charter, the County Legislature meets to consider the approval of County laws, ordinances and resolutions, including those relating to multi-year financial plans, budgets, capital plans and capital budgets, certain contracts, the appointment of department heads and tax rates and levies. See “Budget Process and Controls” within this section. The County Legislature is also empowered to hold public investigative hearings. Ordinances, resolutions and local laws require at least ten affirmative votes for passage, except that bond ordinances and certain other actions require at least thirteen votes.

County Financial Management

The Deputy County Executive for Finance is responsible for all budget and finance matters in the County - overseeing OMB, the Office of the County Treasurer, the Purchasing Department and the Department of Assessment - and is the County Executive’s principal liaison with the County Comptroller and the Assessment Review Commission (“ARC”).

Key Departments

OMB. OMB is primarily responsible for developing the County’s operating budgets, capital plans and budgets and multi-year financial plans, as well as monthly financial reports. OMB also works with departments to develop smart government initiatives, the status of which budget examiners review monthly. OMB assigns a deputy budget director to each key County operational area to serve as its chief financial officer, providing expertise on budget and finance matters such as capital planning and revenue management. OMB is also responsible for financial reporting and performance measurement used by the County’s management, departments, fiscal monitors, investors and the public.

County Treasurer. The Office of the County Treasurer is responsible for managing the County’s cash receipts and disbursements, maintaining the County’s bank accounts and investing County funds on a daily basis. The office also coordinates with the County Comptroller’s Office to ensure that all transactions are recorded in a timely fashion and the County’s books and records are accurate and complete. The County Treasurer is responsible for the issuance of all County debt obligations. The Office of the County Treasurer also tracks the use of bond and note proceeds, and the investment of unexpended funds, to monitor potential arbitrage rebate liability.

Purchasing Department. The Purchasing Department purchases all materials, supplies, and equipment for the County, except for the Board of Elections, pursuant to applicable procurement procedures, and is responsible for price and vendor selections, placement of purchase orders and contract administration.

Financial Policies

Debt Policy. The goals and objectives of the County's debt management policy are as follows: (1) to guide the County and its managers in policy and debt issuance decisions; (2) to maintain appropriate capital assets for present and future needs; (3) to promote sound financial management; (4) to protect and enhance the County's credit rating; (5) to ensure the legal and prudent use of the County's debt issuance authority; and (6) to evaluate debt issuance options.

The policy provides that debt issuance will be planned to achieve relatively level debt service while matching debt service to the useful life of facilities. The policy also states that the County will avoid the use of bullet or balloon maturities except in those instances where these maturities serve to make existing overall debt service level (to the extent permissible under the Local Finance Law). The County may elect a more rapid or other debt service structure, such as declining debt service (i.e., equal principal amortization), at its discretion.

Fund Balance Policy. The County Executive's fund balance and reserve policy draws upon the recommendations of the Government Finance Officers Association, the National Advisory Council on State and Local Government Budgeting and the credit rating agencies. The policy outlines an approach to the accumulation and use of unreserved fund balance and reserve funds that takes into consideration issues that are specific to the County. It identifies an array of reserve funds that helps the County stabilize its budget and finance important policy objectives. The policy sets recommended levels of unreserved fund balance of no less than 4% and no more than 5% of normal prior-year expenditures made from the general fund and the County-wide special revenue funds. Additionally, the policy calls for maintaining a combined level of financial resources in unreserved fund balance and reserve funds of no less than 5% and a target of 7.5% of normal prior-year expenditures. The policy outlines the conditions under which the County's unreserved fund balance ought to be replenished, and identifies the appropriate uses for unreserved fund balance, reserve funds, and any projected operating surpluses. As of December 31, 2011, the County's unreserved fund balance totaled \$91.1 million (unaudited) or 3.6% of the County's prior-year expenditures. The County also maintains an Employee Accrued Liability Reserve Fund pursuant to GML; this reserve totaled approximately \$14.4 million as of December 31, 2011. See "COUNTY FINANCIAL CONDITION – 2012 Budget and 2012-2015 Multi-Year Financial Plan" herein.

Investment Policy. Under the law of the State, the County is permitted to invest only in the following investments: (1) special time deposits or certificates of deposits in a bank or trust company located and authorized to do business in the State; (2) obligations of the United States of America; (3) obligations guaranteed by agencies of the United States of America where the payment of principal and interest is guaranteed by the United States of America; (4) obligations of the State (or public authorities of the State as may be provided by law); (5) with the approval of the State Comptroller, tax anticipation notes and revenue anticipation notes issued by any municipality (other than the County), school district or district corporation in the State; (6) certain certificates of participation issued on behalf of political subdivisions of the State; and (7) in the case of County monies held in certain reserve funds established pursuant to law, obligations issued by the County. The law further requires that all bank deposits, in excess of the amount insured under the Federal Deposit Insurance Act, be secured by a pledge of eligible securities (or a pro rata portion of a pool of eligible securities), an eligible surety bond or an eligible letter of credit, as those terms are defined in the law. The County's investment policy authorizes the County to enter into repurchase agreements, subject to certain restrictions. From time to time, the County Legislature adopts resolutions setting forth the County's investment policy in accordance with the above statutory limitations, which policy currently substantially mirrors (1) through (7) above. The primary objectives of the County's investment program are to: (1) comply with all applicable provisions of law; (2) safeguard the principal of all investments; (3) provide sufficient liquidity to ensure that monies invested are available to meet expenditures and fulfill obligations as they come due; and (4) obtain the maximum rate of return that is consistent with the preceding objectives.

Swap Policy. State law does not empower the County to enter into interest rate exchange agreements, i.e., swaps. NIFA and the Nassau Health Care Corporation (“NHCC”), respectively, are statutorily empowered, under certain circumstances, to enter into swaps. NIFA and NHCC, respectively, have executed several LIBOR-based swaps to hedge their variable rate debt exposure and to enhance the savings expected to be generated by various refundings of outstanding debt, which conform to the County’s swap policy described below. For a description of existing interest rate exchange agreements, see “APPENDIX D-OUTSTANDING OBLIGATIONS – Interest Rate Exchange Agreements.”

To the extent that the swaps into which NIFA has entered do not perform as expected, the County’s financial position will be positively or negatively affected. Pursuant to the Stabilization Agreement and the Successor Agreement (each as described under “NASSAU HEALTH CARE CORPORATION” herein), the interest and net swap payments are made by the County on behalf of NHCC and are netted against the service and other payments the County makes to NHCC. Accordingly, NHCC bears the exposure for swaps that under-perform expectations and benefits in the event the swaps outperform expectations.

The County utilizes a swap policy to guide its decisions regarding swaps. The policy identifies six reasons for entering into swaps: optimize the County’s capital structure; achieve appropriate asset/liability match; actively manage or reduce interest rate risk; provide greater financial flexibility; generate interest rate savings; and enhance investment yields.

The County’s swap policy puts forth a series of recommended terms for swap agreements. The policy recommends the use of ISDA swap documentation, including the Schedule to the Master Agreement, the Credit Support Annex, and a Swap Confirmation. The policy recommends that swaps should provide for optional termination at market at any time and in the event of a counterparty credit downgrade. The policy also recommends that swap agreements should only be made with qualified swap counterparties, and that the County should seek to diversify counterparty credit risk.

LIBOR-based interest rate swaps carry certain risks, notably basis risk, counterparty risk, rollover risk, tax risk, and termination risk. Working with NIFA and NHCC, respectively, the County has made efforts to mitigate these risks. As recommended by the swap policy, the County regularly monitors these risks.

Risk Management

The County is exposed to various risks of loss related to torts, property loss, employee injuries, motor vehicle accidents and errors and omissions of its employees. The County’s Risk Management Unit monitors and directs policies and procedures to reduce and control the County’s overall risk exposures. The County self-insures for most risk exposures. The County has transferred some of its risk by means of both property and liability insurance coverage for all police helicopters. The County also maintains a blanket fidelity bond covering all County employees. The County has established minimum insurance requirements for all contractors and vendors providing services to the County.

Budget Process and Controls

The County Charter requires the County Executive to submit, no later than September 15th of each year, to the County Legislature for its review an annual operating budget for the ensuing fiscal year (January 1st through December 31st) and a multi-year financial plan. Each year during a control period (as described herein), the NIFA Act requires the County to submit the proposed budget to NIFA no later than September 15th, which must be consistent with the accompanying multi-year financial plan that the County must submit for NIFA’s approval. For further information regarding NIFA’s powers and responsibilities upon its

declaration of a control period on January 26, 2011, see “MONITORING AND OVERSIGHT – External – NIFA” herein.

The County Legislature holds budget hearings after the County Executive submits the proposed budget. After the conclusion of the public hearings, the County Legislature may reduce, increase or strike out any item of appropriation in the proposed budget. Prior to any increase, however, another public hearing is necessary. The County Executive has the power to veto any item that constitutes an addition or increase in the proposed budget. The County Legislature has the power to override such a veto by affirmative vote of at least thirteen out of its nineteen members and then approve by ordinance the final budget. Within ten days of the final approval of the budget by the County Legislature, the County Executive may veto any item that constitutes a change from the proposed budget, while at the same time approving the remainder of the budget. The County Legislature may override any such vetoed item within seven days by an affirmative vote of at least thirteen members. Upon final adoption of the budget, the County Legislature must pass an appropriation ordinance for such budget and levy taxes for the ensuing year not later than October 30th.

During the year, the County Executive may recommend changes to the adopted budget. Transfers of spending authority between departments and certain transfers within departments require approval by majority vote of the County Legislature. The County Executive may also recommend appropriating revenues not recognized in the adopted budget. Such supplemental appropriations require approval by thirteen affirmative votes of the County Legislature.

The County has established controls to ensure compliance with adopted budgets. OMB and the County Comptroller supervise and control the expenditure and encumbrance of appropriations, and monitor revenues. The County’s financial management system provides for on-line inquiries of budgeted and actual obligations and revenues, which are used to analyze current activity and historical trends, and to formulate forecasts of future operating results. Appropriations that have not been expended or encumbered lapse at the end of the year.

COUNTY FINANCIAL CONDITION

Financial Results and Projections

The County ended Fiscal Year 2011 with an operating surplus of approximately \$0.3 million (unaudited) according to the budgetary basis of accounting. The County Comptroller has indicated, however, that the County must take certain year-end closing actions to ensure that \$43.1 million in short-term property tax refund expenses remain accrued in the County’s Capital Fund and thus do not affect the year-end budgetary result. See “2012 Budget and 2012-2015 Multi-Year Financial Plan” within this section and “LITIGATION – Property Tax Litigation – *Assessments*” herein. An additional \$7.4 million negative adjustment is also expected. In addition, the County Comptroller has indicated that for comparison, based on standard governmental generally accepted accounting principles (“GAAP”) (modified accrual basis), the County will end 2011 with a negative \$36.9 million (unaudited) result. The County Comptroller has further indicated that on a GAAP basis (with NIFA-defined adjustments), the County will end the 2011 fiscal year with a negative \$167.6 million result. It is possible that during the audit process these numbers may be adjusted for various accounting reasons. As of April, 2012, the County’s projected deficit for the end of Fiscal Year 2012 is approximately \$20.3 million, prior to corrective actions, with a resulting \$11.9 million projected surplus subsequent to corrective actions. No assurance can be made that any such corrective actions will be taken or that such recent sales tax growth will continue.

2012 Budget and 2012-2015 Multi-Year Financial Plan

The County Executive submitted the proposed 2012 Budget to the County Legislature on September 15, 2011. The County Legislature adopted the 2012 Budget on October 30, 2011, which included legislative amendments totaling \$160.3 million, and was balanced according to the budgetary basis of accounting. The 2012 Budget includes \$2.8 billion in appropriations, excluding interdepartmental transfers, to support the Major Operating Funds. The 2012 Budget includes a modest sales tax growth rate of 3.2% over 2011 projections. See “NIFA Approval of the 2012-2015 Multi-Year Financial Plan” within this section and “MONITORING AND OVERSIGHT – External – *NIFA*” herein.

All fiscal year 2011 results presented herein are unaudited.

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As described in the 2012-2015 Multi-Year Financial Plan, the County is projecting budget gaps of \$112.3 million in 2013, \$60.3 million in 2014 and \$92.7 million in 2015. Figure 1 shows the gap projections and gap closing measures contained in the 2012-2015 Multi-Year Financial Plan.

FIGURE 1
SUMMARY OF GAP PROJECTIONS
2012-2015 MULTI-YEAR FINANCIAL PLAN
MAJOR OPERATING FUNDS
(IN MILLIONS)

	2013	2014	2015
Projected Baseline Gap	(\$112.3)	(\$60.3)	(\$92.7)
Gap Closing Measures			
Surplus Land Sales	5.0	5.0	5.0
Value of New Construction	3.0	6.0	9.0
Debt Restructuring	-	-	15.0
NYS Actions			
Elimination of MTA Station Maintenance	29.0	30.0	31.0
Red Light Camera Phase II	12.0	9.0	7.0
LIE Ticket Surcharge	5.0	5.0	5.0
Public Private Partnership – Sewer System	75.0	40.0	
Public Private Partnership – Savings from Debt Defeasance			21.9
Gap Closing Actions	129.0	95.0	93.9
Surplus / Deficit	\$ 16.7	\$34.7	\$ 1.2

The County plans to implement some or all of the gap-closing measures described above to produce savings and/or generate revenues in order to close the projected gaps. One or more of these items may require State legislation, actions by the County legislature, approval from NIFA and/or other actions beyond the control of the administration of the County. No assurance can be made that any such actions will be taken and/or necessary agreement will be achieved. On May 17, 2012 NIFA rejected a proposed contract between the County and a financial advisor for the public-private partnership for the sewer system. The County is continuing to explore the feasibility of the transaction.

The County has identified a number of potential risks to its future financial performance. Such risks include, but are not limited to, a decline in County sales tax revenues, a decline in the real estate market, the inability to achieve various gap closing measures, the County's exposure to potentially adverse legal judgments, the continued commitment to institutionalization of financial and managerial reforms, the stability of NHCC and the future of the New York Racing Association and Off-Track Betting Corporations in the State. In addition, the administration submitted to the County Legislature bond ordinances to finance the payment of approximately \$103 million in property tax refunds for 2011 judgments and conditional settlements (along with other amounts for 2012 cases). On May 21, 2012 the County Legislature voted on certain of such bond ordinances which failed to receive a two-thirds supermajority vote as required by law for passage. Failure of the County Legislature to enact bond ordinance(s) for this purpose, or of NIFA subsequently to approve such borrowing, will likely result in approximately \$43 million of the expenditures being accrued in the County's 2011 Budget and approximately \$60 million in the 2012 Budget, in both cases

without offsetting budgeted revenues. Failure of the County Legislature to approve bond ordinances to finance property tax refunds in 2012, or of NIFA subsequently to approve such borrowing, will result in additional accruals up to approximately \$100 million in the 2012 Budget, again without offsetting budgeted revenues. Various petitioners have brought actions in Nassau Supreme Court to convert outstanding judgments and settlements reducing assessed valuations into money judgments to then be enforced against the County's bank accounts or other assets, which is likely to occur in 2012 unless the bond ordinance(s) described above is/are approved by the County Legislature according to law or the court provides relief to the County. The County is also exploring alternatives to permit it to borrow to pay property tax refunds such as using certain bond ordinances from prior years. See "LITIGATION-Property Tax Litigation-Assessments" herein for a discussion regarding the use of such bond ordinances from prior years.

In response to the failure of the above-described bond ordinances on May 21, 2012 to receive required supermajority approvals, the County Legislature on that day enacted a local law authorizing the County Executive to take any and all actions he deems necessary to create \$40 million in savings for the County, which would be used to fund the payment of property tax refund judgments owed by the County. The local law specifies that such actions include, but are not limited to: relieving from duty any employees represented by a collective bargaining unit for one day per week; embargoing County funds; modifying any County contracts; freezing base and supplemental wages for County employees; reducing or eliminating employer contributions to employee benefits; selling, leasing, or otherwise disposing of any and all real and personal property owned by the County including, but not limited to, vehicles, buildings, land, computers, and heavy machinery; closing or restricting the hours of operation of any County facility; reducing or eliminating any County operated program or service whose continuing existence is not mandated by State or federal law; shuttering, reducing, or eliminating any County agency or department whose continuing existence is not mandated by State or federal law; reducing or eliminating assistance to towns, cities and villages within the County; and any action not enumerated in the local law but otherwise authorized pursuant to State, federal or County law. The law has yet to be signed by the County Executive as is required under the County Charter for it to take effect. If the County Executive neither approves nor disapproves the local law within 30 days after passage by the County Legislature, then the local law shall be deemed to be adopted. Certain of the County's collective bargaining units sought a temporary restraining order in federal court to prevent the law from taking effect, but such request was denied as premature prior to the law being signed by the County Executive. The County intends to continue to defend itself vigorously against such action(s).

The 2012-2015 Multi-Year Financial Plan identifies a number of contingencies the County could exercise in the event that risks emerge which threaten the County's financial performance. For example, the County may continue using surplus current-year resources, if any, to defray non-recurring expenses in the out-years of the 2012-2015 Multi-Year Financial Plan.

As discussed herein, the County is required to close substantial future budgetary gaps in order to maintain balanced operating results. There can be no assurance that the County will continue to maintain balanced operating results as required by State law without revenue increases or reductions in County services or entitlement programs.

Following from NIFA's declaration of a control period on January 26, 2011, NIFA may seek, among other things, to restrict in whole or in part the County's ability to issue debt to finance expenditures, including, but not limited to, capital projects and the payment of property tax refunds. For further information regarding NIFA's declaration of a control period, see "MONITORING AND OVERSIGHT – External – NIFA" herein.

For its normal operations, the County depends on aid from the State both to enable the County to balance its budget and to meet its cash flow requirements. There can be no assurance that there will not be reductions in State aid to the County from amounts currently projected, that State budgets will be adopted by

the April 1 statutory deadline, that interim appropriations will be enacted or that any such reductions or delays will not have adverse effects on the County's cash flow or revenues. In addition, the annual federal budget negotiation process could result in a reduction or a delay in the receipt of federal reimbursements that could have adverse effects on the County's cash flow or revenues.

The County's projections in its multi-year financial plans are based on various assumptions which are uncertain and may not materialize. Such assumptions are described throughout this Official Statement and include the condition of the regional and local economies, the provision of State and federal aid and the impact on County revenues and expenditures of any future federal or State policies affecting the County.

Actual revenues and expenditures may be different from those forecasted in the multi-year financial plans.

Except for information expressly attributed to other sources, all financial and other information presented herein has been provided by the County from its records. The presentation of such information is intended to show recent historical data and is not intended to indicate future or continuing trends in the financial position or other affairs of the County.

The factors affecting the County's financial condition described throughout the Official Statement, including but not limited to those in this "APPENDIX A – INFORMATION ABOUT THE COUNTY", are complex and are not intended to be summarized in this section. The Official Statement, including the Appendices, should be read in its entirety.

NIFA Approval of the 2012-2015 Multi-Year Financial Plan

As required by the NIFA Act during the control period, the County submitted the 2012-2015 Multi-Year Financial Plan to NIFA for review and approval. On December 8, 2011, NIFA approved the 2012-2015 Multi-Year Financial Plan subject to certain conditions. For further information regarding NIFA's declaration of a control period, see "MONITORING AND OVERSIGHT – External – *NIFA*" herein.

See "MONITORING AND OVERSIGHT – External – *NIFA*" and "Appendix F – COUNTY WORKFORCE" herein for information regarding NIFA's imposition of a wage freeze.

MONITORING AND OVERSIGHT

In addition to the oversight role of OMB within the administration, various entities monitor and review the County's finances pursuant to State or local law, including the County Comptroller, the County Office of Legislative Budget Review, NIFA, independent auditors and the State Comptroller.

Internal

County Comptroller

In accordance with the County Charter, the County Comptroller maintains and audits the County's accounts. These powers include: auditing County departments and contractors to identify and prevent waste, fraud and abuse; reviewing contract payment terms, determining that funds are available for payment, and that payment of vendor claims are appropriate; monitoring the County's budget and financial operations; preparing the County's year-end financial statements; and issuing fiscal impact statements on matters that significantly affect the financial health of the County.

Certificate of Achievement for Excellence in Financial Reporting

The Government Finance Officers Association of the United States and Canada (“GFOA”) has awarded a Certificate of Achievement for Excellence in Financial Reporting (a “Certificate”) to the County for its Comprehensive Annual Financial Report for the fiscal year ended December 31, 2010. A Certificate is valid for a period of one year only. The County believes that its current comprehensive annual financial report continues to meet the Certificate program’s requirements.

Office of Legislative Budget Review

The non-partisan Office of Legislative Budget Review, established by the County Charter, analyzes financial data such as budgets, multi-year financial plans and capital plans on behalf of the County Legislature. The Office of Legislative Budget Review publishes reports from time to time on budgets, multi-year financial plans and the operations of select County departments. Such reports are available at the Office of Legislative Budget Review, 1550 Franklin Avenue, Mineola, New York 11501.

External

NIFA

Since enactment in 2000 of the Nassau County Interim Finance Authority Act, codified as Title I of Article 10-D of the State Public Authorities Law (the “NIFA Act”), creating NIFA, the County’s finances have been subject to oversight by NIFA, a corporate governmental agency and instrumentality of the State constituting a public benefit corporation. Under the NIFA Act, NIFA has both limited authority to oversee the County’s finances, including covered organizations as defined in the NIFA Act (“Covered Organizations”) and discussed further below, and upon the declaration of a control period (described below), additional oversight authority. The interim finance period under the NIFA Act expired at the end of 2008.

Pursuant to the NIFA Act, NIFA performs ongoing monitoring and review of the County’s financial operations, including, but not limited to: recommending to the County and the Covered Organizations measures related to their operation, management, efficiency and productivity; consulting with the County in preparation of the County’s budget; reviewing and commenting on proposed borrowings by the County (in the absence of a control period, as more fully described below); determining whether to make transitional State aid available; and performing audits and reviews of the County, any of its agencies and any Covered Organization.

As part of its oversight responsibilities, in the absence of a control period (described herein) NIFA is required to review the terms of and comment on the prudence of each issuance of bonds or notes proposed to be issued by the County, and no such borrowing may be made unless first reviewed and commented upon by NIFA.

NIFA is further empowered to impose a control period, as defined in the NIFA Act, upon its determination that any of the following events has occurred or that there is a substantial likelihood and imminence of its occurrence: (1) the County shall have failed to pay the principal of or interest on any of its bonds or notes when due or payable; (2) the County shall have incurred a major operating funds deficit of 1% or more in the aggregate in the results of operations during its fiscal year assuming all revenues and expenditures are reported in accordance with GAAP; (3) the County shall have otherwise violated any provision of the NIFA Act and such violation substantially impairs the marketability of the County’s bonds or notes; or (4) the County Treasurer certifies at any time, at the request of NIFA or on the County Treasurer’s initiative, that on the basis of facts existing at such time, the County Treasurer cannot certify that securities sold by or for the benefit of the County in the general public market during the fiscal year immediately

preceding such date and the then current fiscal year are satisfying the financing requirements of the County during such period and that there is a substantial likelihood of a similar result from such date through the end of the next succeeding fiscal year.

On January 26, 2011, NIFA adopted a resolution declaring a control period upon its determination that there exists a substantial likelihood and imminence of the County incurring a major operating funds deficit of one percent or more in the aggregate results of operations during its fiscal year 2011 assuming all revenues and expenditures are reported in accordance with GAAP. In its determination, NIFA stated, among other things, that the County under GAAP, and thus the NIFA Act, could not count as revenues in fiscal year 2011 the proceeds of borrowings to pay property tax refunds, nor fund balance, despite having done so in prior years.

During a control period, NIFA is required to withhold transitional State aid and is empowered, among other things, to approve or disapprove proposed contracts and borrowings by the County and Covered Organizations; approve, disapprove or modify the County's multi-year financial plan; issue binding orders to the appropriate local officials; impose a wage freeze; and terminate the control period upon finding that no condition exists which would permit imposition of a control period. See "COUNTY FINANCIAL CONDITION – NIFA Approval of the 2012-2015 Multi-Year Financial Plan" herein.

On March 24, 2011, by resolution NIFA adopted Contract Approval Guidelines establishing parameters for approval of certain County contracts, including a dollar threshold for certain contracts of \$50,000 or more which must be approved by NIFA. Pursuant to the Contract Approval Guidelines, certain contracts are submitted to NIFA for approval following the County's internal approval process. On March 24, 2011, by respective resolutions NIFA (i) found that a wage freeze as authorized by the NIFA Act was essential to the County's adoption and maintenance of a fiscal year 2011 Budget that was in compliance with such legislation and (ii) declared a fiscal crisis; ordered that all increases in salary or wages of employees of the County, which were to take effect after the date of the order pursuant to collective bargaining agreements, other analogous contracts or interest arbitration awards, then in existence or thereafter entered into, requiring such salary increases as of any date thereafter were suspended; and ordered that all increased payments for holiday and vacation differentials, shift differentials, salary adjustments according to plan, and step-ups and increments for employees of the County which were to take effect after the date of the order pursuant to collective bargaining agreements, and other analogous contracts or interest arbitration awards requiring such increased payments as of any date thereafter were, in the same manner, suspended. Various collective bargaining units of the County have brought suits in federal court against the County and NIFA challenging the actions described in the prior sentence. The County intends to continue to defend itself vigorously against such action(s). On March 22, 2012 NIFA adopted (i) a similar wage freeze resolution with respect to the 2012 Budget and (ii) a similar resolution declaring a continuing fiscal crisis and ordering the suspension of increases in salary and wages and other payments as described above for an additional year.

On May 17, 2012 NIFA approved the issuance of the Notes, as required by the NIFA Act during the control period declared by NIFA on January 26, 2011. It is not, however, within NIFA's powers to restrict the County's obligation to pay debt service on the Notes or other County debt.

Under the NIFA Act, the County and the Covered Organizations are prohibited from filing any petition with any United States district court or court of bankruptcy for the composition or adjustment of municipal indebtedness without the approval of NIFA and the State Comptroller, and no such petition may be filed while NIFA bonds remain outstanding. NIFA bonds are outstanding through November 15, 2025. Under the NIFA Act, the term Covered Organizations includes NHCC and any other governmental agency, public authority or public benefit corporation which receives or may receive monies directly, indirectly or contingently from the County, with certain statutory exceptions. In addition, pursuant to Chapter No. 685 of

the Laws of 2003, the Nassau County Sewer and Storm Water Finance Authority is a Covered Organization under the NIFA Act. See “SEWER AND STORM WATER RESOURCES SERVICES” herein.

Independent Auditors

The County retains independent certified public accountants to audit the County’s financial statements. The current audit opinion covers the fiscal year ended December 31, 2010. An excerpt from the financial statements for such year may be found attached as APPENDIX B to this Official Statement. The County’s financial statements are prepared in accordance with GAAP.

State Comptroller

The Department of Audit and Control of the State Comptroller’s office periodically undertakes performance audits and is also authorized to perform compliance reviews to ascertain whether the County has complied with the requirements of various State and federal laws.

STATEMENT OF REVENUES AND EXPENDITURES

Major Operating Funds

The 2012 Budget contains five major operating funds (the “Major Operating Funds”) - the General Fund, the Police Headquarters Fund, the Police District Fund, the Fire Prevention Fund and the Debt Service Fund - that support the primary operations of the County. The Police Headquarters Fund and the Fire Prevention Fund are special revenue funds with the same tax base as the General Fund. The Police District Fund does not have the same tax base as the General Fund.

The General Fund contains revenues and expenses for all County departments and offices other than the Fire Commission and the Police Department. The County frequently transfers funds between departments and offices in the General Fund to address needs as they arise. Revenues in this fund come primarily from County sales tax collections and a designated portion of the County property tax. Other sources of revenue include departmental fees, permits and licenses and investment income.

The Police Headquarters Fund contains revenues and expenses for services the Police Department provides to all County residents, including crime investigations, ambulance services, traffic safety, highway patrol and administrative/support services. Revenues in this fund come primarily from a designated portion of the County property tax, special taxes, and various fines, permits and fees.

The Police District Fund contains revenues and expenses for the crime prevention services the Police Department’s precincts provide to a portion of the County’s residents. Revenues in this fund come primarily from a designated portion of the County property tax and various fines, permits and fees. Of the Major Operating Funds, the Police District Fund is the only one that does not fund County-wide services. Only areas of the County receiving such services pay the Police District property tax.

The Fire Prevention Fund contains revenues and expenses for the Fire Commission, which ensures compliance with County fire safety codes and coordinates the operations of the various local fire districts. Revenues in this fund come primarily from a designated portion of the County property tax and various fees, fines, permits and licenses.

The Debt Service Fund contains all interest and principal payments for the County’s debt obligations, including administrative costs in connection with such borrowings, and accounts for NIFA sales tax set-

asides. Because the County charges debt service payments to specific projects in departments, the Debt Service Fund is entirely supported by revenues transferred from other funds.

Revenues

The County derives its revenues from a variety of sources. The largest of these are the sales tax, the property tax, and federal and State aid and departmental revenues. Figure 2 shows Major Operating Funds revenues.

FIGURE 2
REVENUES
(MAJOR OPERATING FUNDS)

REVENUE CATEGORY	2008	2009	2010	Unaudited 2011	Projected 2012
Sales Tax	\$1,000,687,790	\$951,152,888	\$1,001,441,745	\$1,024,749,173	\$1,078,423,489
Property Tax	776,248,828	803,322,733	802,901,506	802,566,684	804,331,558
State Aid	202,687,268	204,446,835	171,045,976	183,181,776	234,497,113
Federal Aid	110,045,026	161,886,184	209,401,010	176,963,081	158,973,429
Departmental Revenues	86,930,037	96,027,120	94,416,532	116,158,185	166,462,579
Other Revenues*	<u>312,105,635</u>	<u>259,114,710</u>	<u>261,273,694</u>	<u>315,435,610</u>	<u>352,323,699</u>
Sub-total	\$2,488,704,584	\$2,475,950,470	\$2,540,480,463	\$2,619,054,509	\$2,795,011,867
Interdepartmental Revenues	<u>355,195,974</u>	<u>398,046,624</u>	<u>379,498,496</u>	<u>459,521,124</u>	<u>476,805,046</u>
Total	\$2,843,900,558	\$2,873,997,094	\$2,919,978,959	\$3,078,575,633	\$3,271,816,913

Note: Sales tax totals reflect collections prior to NIFA set-asides.

*Consists primarily of fines and forfeitures, investment income, permits and licenses, and interest on unpaid property taxes, none of which individually exceeds Departmental Revenues.

Sales Tax

The largest source of revenues for the County in the Major Operating Funds is the sales and compensating use tax (referred to herein as the “sales tax”), which constitutes approximately 37.8% of the total revenues in the 2012 Budget (excluding interdepartmental revenues). Figure 3 shows budgeted and actual (if available) sales tax revenues compared to budgeted and actual total revenues for the Major Operating Funds. See “COUNTY FINANCIAL CONDITION”.

FIGURE 3
 BUDGETED AND ACTUAL SALES TAX REVENUES COMPARED TO BUDGETED
 AND ACTUAL TOTAL REVENUES
 (MAJOR OPERATING FUNDS)

Fiscal Year	<u>Budgeted</u>			<u>Actual</u>		
	<u>Total Revenues</u>	<u>Sales Tax Revenues</u>	<u>Sales Tax as % of Total Revenues</u>	<u>Total Revenues</u>	<u>Sales Tax Collected</u>	<u>Sales Tax Collected as % of Total Revenues</u>
2012	\$2,793,456,948	\$1,056,188,384	37.8%	N/A	N/A	N/A
2011	2,700,623,456	1,023,336,134	37.9%	\$2,619,054,509	\$1,024,749,173	39.1%
2010	2,619,913,030	1,003,083,023	38.3%	2,540,480,463	1,001,441,745	39.4%
2009	2,602,022,962	1,037,778,713	39.9%	2,475,950,470	951,152,888	38.4%
2008	2,558,521,448	1,042,557,825	40.7%	2,488,704,584	1,000,687,790	40.2%

Note: Sales tax totals reflect collections prior to NIFA set asides. All data exclude interdepartmental revenues.

The County's sales tax is collected by the State. The total current sales tax rate in the County is 8-5/8%, of which (i) 4-3/8% is the State's share (including a 3/8% component that is imposed within the Metropolitan Commuter Transportation District pursuant to Section 1109 of the State Tax Law) and (ii) 4-1/4% is the County's share, out of which the County (a) must allocate a 1/4% component to towns and cities within the County under a local government assistance program established by the County and authorized pursuant to Section 1262-e of the State Tax Law and (b) is authorized to allocate up to a 1/12% component to the villages within the County under a local government assistance program.

Pursuant to Section 1261 of the State Tax Law, all sales taxes, other than (i) amounts payable to towns, cities and villages in the County pursuant to a local government assistance program established by the County and (ii) amounts which the State Comptroller has reserved for refunds of taxes and the State's reasonable costs in administering, collecting and distributing such taxes, are paid by the State Comptroller to NIFA as long as NIFA bonds are outstanding. These monies are applied by NIFA in the following order of priority: first pursuant to NIFA's contracts with bondholders to pay debt service on NIFA notes and bonds, second to pay NIFA's operating expenses not otherwise provided for, and third pursuant to NIFA's agreements with the County to the County as frequently as practicable.

The State has authorized the County to continue to impose the 4 1/4% local sales tax until November 30, 2013, and the County Legislature has implemented this authorization. The State has, in the past, enacted amendments to the State Tax Law to exempt specified goods and services from the imposition of sales taxes, or to reduce the rate of such taxes on such goods and services. There can be no assurance that future proposals will not result in additional exemptions or reductions.

Real Property Tax

The County's second largest source of revenues in the Major Operating Funds is the real property tax, which constitutes approximately 28.8% of total revenues in the 2012 Budget (excluding interdepartmental revenues). The levy of the property tax is at the sole discretion of the County, subject to constitutional and statutory limitations. In 2011, the State enacted legislation to limit property tax levy increases by most municipalities in the State, including the County, to the lesser of 2% or the annual increase in CPI, over the prior year's levy, with certain exceptions. See "THE NOTES – Tax Levy Limitation Law" in the Official

Statement to which this Appendix is attached. The County is only at approximately 16.58% of its constitutional tax limit. See “REAL PROPERTY ASSESSMENT AND TAX COLLECTION – Real Property Tax Limit” herein. Figure 4 shows property tax levies in the Major Operating Funds.

FIGURE 4
PROPERTY TAX LEVY
(MAJOR OPERATING FUNDS)

Fund⁽¹⁾	2009 Levy	2010 Levy	2011 Levy	2012 Levy
Police District Fund	\$345,035,890	\$343,354,134	\$364,488,774	\$369,984,527
Police Headquarters Fund	289,073,953	279,980,342	245,665,677	299,057,190
General Fund	156,498,471	162,838,578	174,506,692	120,039,282
Fire Prevention Fund	15,465,535	15,400,795	15,654,489	15,250,559
Total	\$806,073,849	\$801,573,849	\$800,315,632	\$804,331,558

⁽¹⁾ Excludes the Debt Service Fund, which is entirely supported by revenues transferred from other funds.

The percentage of Major Operating Funds revenues derived from the property tax has varied in recent years depending on the size of the annual property tax levy. Figure 5 shows budgeted and actual (if available) property tax revenues compared to budgeted and actual total revenues for the Major Operating Funds.

FIGURE 5
BUDGETED AND ACTUAL PROPERTY TAX REVENUES
(MAJOR OPERATING FUNDS)

Fiscal Year	<u>Budget</u>			<u>Actual</u>		
	Total Revenues	Property Tax Revenues	Property Tax as % of Total Revenues	Total Revenues	Property Tax Collected	Property Tax Collected as % of Total Revenues
2012	\$2,793,456,948	\$804,331,558	28.8%	N/A	N/A	N/A
2011	2,700,623,456	800,315,632	29.6%	\$2,619,054,509	\$802,566,684	30.6%
2010	2,619,913,030	801,573,849	30.6%	2,540,480,463	802,901,506	31.6%
2009	2,602,022,962	806,073,849	31.0%	2,475,950,470	803,322,733	32.5%
2008	2,558,521,448	773,371,054	30.2%	2,488,704,584	776,248,828	31.2%

Note: All data exclude interdepartmental revenues.

The County typically collects approximately 97% of its levy in the fiscal year in which it is due. Most of the remaining 3% is collected within two years, as shown in Figure 6.

FIGURE 6
PROPERTY TAX COLLECTIONS VERSUS LEVY
(IN THOUSANDS)
(MAJOR OPERATING FUNDS)

<u>Fiscal Year Beginning</u>	<u>Total Real Property Tax</u>	<u>Uncollected at End of Fiscal Year</u>	<u>Percentage Uncollected at End of Fiscal Year</u>	<u>Uncollected as of April 30, 2012</u>	<u>Percentage Uncollected as of April 30, 2012</u>
January 1, 2012	\$804,332	N/A	N/A	N/A	N/A
January 1, 2011	800,316	\$26,673	3.33%	\$13,418	1.68%
January 1, 2010	801,574	23,041	2.87	215	0.03
January 1, 2009	806,074	25,910	3.21	661	0.08
January 1, 2008	773,371	19,306	2.50	305	0.04

See “REAL PROPERTY ASSESSMENT AND TAX COLLECTION” herein.

State and Federal Aid

Approximately 14.3% of the total revenues in the 2012 Budget (excluding interdepartmental revenues) are expected to come from federal and State reimbursement, mainly for human services and other mandated entitlement programs. Consequently, changes in the amount of County revenues derived from federal and State aid result from the levels of payments in connection with public assistance, day care, foster care, early intervention and special education.

Departmental Revenues

Departmental revenues include a variety of receipts generated by County departments, including parks usage fees, inspection fees, registration and licensing fees, data sales and permit fees.

Other Revenues

The remainder of the County’s revenues comes from several sources, among which are prior-year recoveries, contract disencumbrances, interest and penalties on delinquent taxes, investment income, miscellaneous revenues and special taxes. Special taxes include the off-track betting tax, the hotel/motel occupancy tax, the entertainment surcharge and the motor vehicle registration surcharge.

Expenditures

The County charges expenditures to the Major Operating Funds to fund personnel-related costs, Medicaid, other social services entitlement programs, contractual services, debt service and a variety of other expenditures. Figure 7 shows annual expenditures by category.

FIGURE 7
EXPENDITURES BY CATEGORY
(MAJOR OPERATING FUNDS)

EXPENDITURE CATEGORY	2008	2009	2010	Unaudited 2011	Projected ¹ 2012
SALARIES & WAGES	\$840,753,123	\$789,728,959	\$814,434,390	\$838,099,081	\$772,501,197
FRINGE BENEFITS	393,413,771	388,332,836	383,207,944	431,346,841	441,838,215
MEDICAID	225,227,469	227,852,906	234,903,480	242,329,528	248,838,445
DSS ENTITLEMENT PROGRAMS	150,846,235	167,570,552	186,175,048	199,271,212	192,082,000
CONTRACTUAL SERVICES	121,876,191	118,732,603	118,418,518	121,776,571	216,301,536
ADMINISTRATIVE EXPENSES	69,405,902	65,211,549	66,102,623	72,215,776	69,820,610
DEBT SERVICE (Interest & Principal) (*)	106,761,315	109,476,407	121,665,883	132,204,411	128,886,918
LOCAL GOVERNMENT ASSISTANCE	60,474,022	56,091,788	59,413,817	61,748,472	64,162,017
MASS TRANSPORTATION	47,581,487	47,818,616	47,080,836	47,802,366	42,217,100
OTHER EXPENSES	<u>470,259,495</u>	<u>531,704,244</u>	<u>492,157,488</u>	<u>471,977,079</u>	<u>587,130,167</u>
SUB-TOTAL	2,486,599,010	2,502,520,460	2,523,560,027	2,618,771,337	2,763,778,205
INTERFUND/INTERDEPARTMENTAL TRANSFERS	<u>355,195,974</u>	<u>370,215,544</u>	<u>379,227,207</u>	<u>459,541,252</u>	<u>496,137,792</u>
TOTAL	\$2,841,794,984	\$2,872,736,004	\$2,902,787,234	\$3,078,312,589	\$3,259,915,997

* Does not include value of NIFA set-asides which are included in Other Expenses.

¹ Assumes the County's corrective actions are implemented.

Figure 8 shows annual expenditures by fund, excluding interdepartmental expenses, in the Major Operating Funds.

FIGURE 8
EXPENDITURES BY FUND
(MAJOR OPERATING FUNDS)

	2008	2009	2010	Unaudited 2011	Projected ¹ 2012
GENERAL FUND	\$1,518,670,588	\$1,554,417,730	\$1,559,247,958	\$1,592,598,045	\$1,704,053,789
DEBT SERVICE FUND	292,006,903	303,933,020	312,075,980	337,264,439	353,968,659
POLICE DISTRICT FUND	334,883,228	314,854,612	335,180,096	323,796,793	353,706,702
POLICE HEADQUARTERS FUND	321,724,780	311,535,648	299,093,980	346,247,408	332,920,830
FIRE PREVENTION FUND	<u>19,313,511</u>	<u>17,779,450</u>	<u>17,962,013</u>	<u>18,864,652</u>	<u>19,128,225</u>
Total	\$2,486,599,010	\$2,502,520,460	\$2,523,560,027	\$2,618,771,337	\$2,763,778,205

Note: All data exclude interdepartmental expenditures.

¹ Assumes the County's corrective actions are implemented.

Personnel-Related Expenditures

The largest category of expenditures in the Major Operating Funds is for personnel-related costs, including salaries, wages and fringe benefits and workers compensation expenses, which comprise approximately 43% of total Major Operating Funds expenditures in the 2012 Budget (excluding interdepartmental expenditures). Figure 9 shows the County’s personnel-related expenditures.

FIGURE 9
PERSONNEL-RELATED EXPENDITURES

	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>Unaudited 2011</u>	<u>Projected¹ 2012</u>
Salaries & Wages	\$840,753,123	\$789,728,959	\$814,434,390	\$838,099,081	\$772,501,197
Fringe Benefits	393,413,771	388,332,836	383,207,944	431,346,841	441,838,215
Workers Compensation	21,992,191	21,982,773	23,938,312	24,365,644	30,399,332
Total	\$1,256,159,085	\$1,200,044,568	\$1,221,580,646	\$1,293,811,566	\$1,244,738,744

¹ Assumes the County’s corrective actions are implemented.

Employee Earnings

Employee earnings include base wages, overtime, termination pay and other payments made to employees. Growth relates primarily to annual step increases and cost of living increases pursuant to collective bargaining agreements. See Appendix F - COUNTY WORKFORCE, for details of wage agreements and staffing levels.

Health Insurance Contributions

Currently, the County pays the entire cost of health insurance coverage for all active employees and retirees other than non-union employees hired since January 1, 2002, for whom it pays 90% of the cost for family coverage and 95% of the cost for individual coverage. The vast majority of County employees are enrolled in the State’s Empire Plan, though the County offers several other plans to its employees.

Health insurance rates are set by the State with respect to employees enrolled in the Empire Plan. Figure 10 displays the growth in the County’s health insurance costs.

FIGURE 10
HEALTH INSURANCE COSTS

	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>Unaudited 2011</u>	<u>Projected¹ 2012</u>
Employees	\$113,409,154	\$112,177,159	\$110,247,648	\$123,531,662	\$120,095,000
Retirees	102,926,601	104,495,861	109,831,459	123,794,076	128,971,000
Total	\$216,335,755	\$216,673,020	\$220,079,107	\$247,325,738	\$249,066,000

¹ Assumes the County’s corrective actions are implemented.

Pension Contributions

The majority of County employees are members of the New York State and Local Employees' Retirement System (the "ERS"), a defined benefit plan. Sworn County police officers are members of the New York State and Local Police and Fire Retirement System (the "PFRS"), also a defined benefit plan.

The County is required to make contributions on behalf of its employees into the pension system. Employees hired on or after July 27, 1976 who worked less than ten years are required to contribute 3% of their gross salaries. On December 10, 2009, then Governor Paterson signed in to law a new Tier 5. The law is effective for new ERS employees hired after January 1, 2010. New ERS employees contribute 3% of their salaries and there is no provision for these contributions to cease after a certain period of service. On March 15, 2012, Governor Andrew Cuomo signed into law a new Tier 6. The law is effective for new ERS and PFRS employees hired on or after April 1, 2012. Among other provisions, the new tier increases employee contribution rates in a progressive fashion from 3% to 6% (depending on the level of salary); increases the retirement age from 62 to 63; vests after 10 years of service; includes an optional defined contribution plan for new non-union employees with salaries \$75,000 and above; changes the time period for final average salary calculations from three to five years; and limits pension benefits for employees earning more than the Governor's salary. The County's expenses are funded on an actuarial basis determined by the State, and the County is assessed on an annual basis for its share of the State retirement system's pension costs. The County's local pension contributions have risen dramatically since fiscal year 2000. In particular, in fiscal year 2000 the County's average contribution was 0.1% of payroll for ERS members and 8.3% for PFRS members. In fiscal year 2012, the rate applied to estimated salaries for purposes of calculating the County's pension contribution will be approximately 16.4% for ERS members and 21.3% for PFRS members. This has resulted in substantial increases in the County's pension costs, as shown in Figure 11.

Beginning in fiscal year 2011, the ERS offered a new program, known as the Contribution Stabilization Program created pursuant to Part TT of Chapter 57 of the Laws of 2010 (the "Contribution Stabilization Program"), which authorized participating employers to amortize a portion of their annual pension costs during periods when actuarial contribution rates exceed thresholds established by the Contribution Stabilization Program, thereby reducing a participating employer's annual pension contribution in a given year by paying a portion of such contribution over time. The County elected to participate in the program beginning in fiscal year 2012, resulting in a reduction of the County's portion of the annual pension contribution paid in December 2011 of approximately \$37.4 million. Pursuant to the terms of the Contribution Stabilization Program, the County will pay the amount amortized in equal annual installments with interest over a ten-year period, which it may prepay at any time without penalty. The interest rate on the amortized amount is determined by the State Comptroller at a rate that is comparable to taxable fixed income investments of a comparable duration. For amounts amortized in fiscal year 2012, the interest rate is 3.75%. The interest rate on the amortized amount in a particular year will be fixed for the duration of the ten-year repayment period.

FIGURE 11
PENSION COSTS

	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>Unaudited 2011</u>	<u>Projected 2012*</u>
Employees Retirement System (ERS)	\$31,295,828	\$40,860,838	\$37,536,621	\$50,371,099	\$47,416,668
Police and Fire Retirement System (PFRS)	45,619,445	55,241,155	51,641,088	55,453,670	65,236,007
Sub-total	\$76,915,273	\$96,101,993	\$89,177,709	\$105,824,769	\$112,652,675
Draw from reserve fund	24,500,000	494,452	0	0	0
Total	\$101,415,273	\$96,596,445	\$89,177,709	\$105,824,769	\$112,652,675

* The Projected 2012 amounts in Figure 11 are for major funds only and thus do not include amounts attributable to Nassau Community College and the Nassau County Sewer and Storm Water Resources District. The County made a pension contribution in December 2011 for the year 2012 of \$121,444,124, of which an estimated \$8,800,000 is attributable to Nassau Community College and the Nassau County Sewer and Storm Water Resources District. The County expects no further payments for fiscal year 2012.

Other Post-Employment Benefits

GASB Statement No. 45 (“GASB 45”) issued by the Government Accounting Standards Board (“GASB”) requires municipalities and school districts to account for other post-employment benefits (“OPEB”) much like they account for pension liabilities, generally adopting the actuarial methodologies used for pensions, with adjustments for the different characteristics of OPEB and the fact that most municipalities and school districts have not set aside any funds against this liability. The County is in compliance with the requirements of GASB 45 and as of December 31, 2011, the County’s unfunded accrued liability for OPEB is \$3.55 billion (unaudited). The County’s annual required contribution for OPEB for fiscal year 2011 was approximately \$55.9 million (unaudited).

Medicaid

Under the State Medicaid cap law, certain of the County’s Medicaid expenses are capped at a formula-derived base amount, which is a percentage increase from certain actual 2005 local share expenses, less certain 2005 Medicaid-related revenues. The County’s required local share of Medicaid disproportionate share payments to NHCC are not subject to the cap.

The County projects that its 2012 Medicaid expenditures, other than its required local share of Medicaid disproportionate share payments to NHCC, will be \$248.8 million. The County expects to fund its disproportionate share payments through inter-governmental transfer payments from NHCC, such that there is no budget impact to the County. The 2012-2015 Multi-Year Financial Plan reflects Medicaid expenses (excluding the County’s required local share of Medicaid disproportionate share payments to NHCC) of \$248.8 million in 2012, \$251.8 million in 2013, \$254.8 million in 2014 and \$257.8 million in 2015.

Other Social Services Entitlement Programs

Other County Department of Social Services entitlement programs comprise approximately 7.1% of the 2012 Budget, such as payments for public assistance, foster care, day care and preventive services, the majority of which are partially reimbursed by the federal government or the State. In recent years, this expenditure category has remained relatively flat, primarily due to declining public assistance and day care caseloads and State-mandated rate increases.

Contractual Services

Contractual services total 7.6% of the 2012 Budget. The majority of this category is a new contract with a private operator to provide bus service in the County. In addition, this category covers payments to outside vendors for a variety of services, including community-based human services programming, consulting services and legal services.

Debt Service

Debt service expenditures, which include interest and principal payments and NIFA set-asides, total \$383.4 million in the 2012 Budget. See "COUNTY INDEBTEDNESS AND DEBT LIMITATIONS" herein.

Other Expenses

The remainder of the County's expenditures falls into several categories including: special education; the local government assistance program to cities, towns and villages; mass transportation subsidies; and other-than-personal services costs for utilities and administrative expenses.

Other Funds

In addition to the Major Operating Funds, the County allocates revenues and expenditures into several other special revenue funds. Among these are:

The Community College Fund supports the County's financial obligations with respect to Nassau Community College, which receives approximately 26% of its operating revenues from a dedicated property tax levied County-wide.

The Sewer and Storm Water Resources District Fund is self-supporting and contains funding for the County's sewage disposal and collection system as well as the storm water resources system. It contains expenses related to County Department of Public Works employees assigned to these functions, associated debt service and other costs.

The Capital Fund contains expenses associated with the County's infrastructure improvement program and bonded judgments and settlements. The bulk of revenue supporting the Capital Fund comes from the proceeds of debt issued by or on behalf of the County. A lesser amount originates from non-County sources such as the federal government and the State. Other amounts come from County operating funds.

The County receives outside funding, primarily from the federal government and the State, that completely funds the cost of certain programs, most of which are for health and human services and public safety, which it allocates to the Grant Fund.

The Open Space Fund contains revenues generated from a percentage of County real estate sales, private gifts and grants to preserve undeveloped land in the County.

COUNTY INDEBTEDNESS AND DEBT LIMITATIONS

Computation of County Debt Limit

The Constitutional limit of total indebtedness that can be incurred by the County is 10% of the average full valuation of real estate for the latest five years. See “COUNTY INDEBTEDNESS AND DEBT LIMITATION – Constitutional Provisions.” Figure 12 sets forth the debt limit of the County and its debt contracting margin. As shown in Figure 12, the County has substantial additional debt issuance capacity.

FIGURE 12
STATEMENT OF CONSTITUTIONAL DEBT MARGIN
(AS OF MAY 15, 2012)
(IN THOUSANDS)

Average Full Valuation of Real Estate for the Fiscal Years Ended in 2008 Through 2012	
2012 Full Valuation	\$204,587,653
2011 Full Valuation	218,338,378
2010 Full Valuation	252,854,423
2009 Full Valuation	257,054,119
2008 Full Valuation	261,249,503
Total	\$1,194,084,076
 Average Full Valuation	 \$238,816,815
 Constitutional Debt Margin	
Constitutional Limit of Total Indebtedness, 10% Average Full Valuation	\$23,881,682
 Outstanding Indebtedness	
General Improvement Bonds	\$1,386,655
NIFA Bonds	1,528,440
Sewer and Storm Water Resources District Bonds	62,220
Environmental Facilities Corporation Bonds	108,441
Notes	264,600
Real Property Liabilities	8,602
Guarantees	269,725
Contract Liabilities	231,395
Total Outstanding Indebtedness	\$3,860,078
 Less: Constitutional Exclusions	
Cash and Investments - Capital Projects Funds	\$189,597
Tax and Revenue Anticipation Notes Payable	264,600
Less: Total Exclusions	\$454,197
 Net Outstanding Indebtedness (14.26%)	 \$3,405,881
Constitutional Debt Margin (85.74%)	\$20,475,801

Bonded Indebtedness

Figure 13 shows outstanding County and NIFA bonds and the purposes for which such debt was issued.

FIGURE 13
BONDED INDEBTEDNESS
(AS OF MAY 15, 2012)

General Purposes¹	
County Debt	\$1,313,902,821
NIFA Debt ³	<u>1,485,583,837</u>
Sub-total	\$2,799,486,658
Sewer and Storm Water Resources District Purposes²	
County Debt	\$243,413,179
NIFA Debt ³	<u>42,856,163</u>
Sub-total	\$286,269,342
Total	\$3,085,756,000

¹ Includes debt issued for certain County-wide projects to EFC.

² Includes debt issued for Nassau County Sewer and Storm Water Resources District purposes to EFC.

³ Based on actual payment dates, without regard to NIFA set-asides.

See Appendix D herein for a list of outstanding County and NIFA obligations.

Following from NIFA's declaration of a control period on January 26, 2011, NIFA may seek, among other things, to restrict in whole or in part the County's ability to issue debt to finance expenditures, including, but not limited to, capital projects and the payment of property tax refunds. For further information regarding NIFA's declaration of a control period, see "MONITORING AND OVERSIGHT – External – NIFA" herein.

Figure 14 sets forth the amount of County debt that has been authorized but unissued by purpose.

FIGURE 14
SUMMARY OF BONDS AUTHORIZED BUT UNISSUED
(AS OF MAY 15, 2012)
(IN THOUSANDS)

Purpose	Amount Authorized but Unissued
Community College	\$ 10,733
Health	16,197
Information Technology	37,117
Infrastructure	389,218
Land Acquisition	19,604
Parks & Recreation	89,705
Public Safety	87,448
Sewer & Storm Water	392,247
Special Equipment	9,203
Property Tax Refunds & Other Judgments & Settlements	196,674 ¹
TOTAL	\$1,248,146

¹ See “LITIGATION-Property Tax Litigation-*Assessments*” herein for a discussion regarding this amount and the use of bond ordinances from prior years to pay property tax refunds.

The authorized amounts in Figure 14 refer to amounts for which the County has adopted ordinances authorizing the issuance of debt for capital projects and other purposes pursuant to the Local Finance Law, but has not yet issued debt pursuant to such authority. Such authorization expires ten years after adoption of the approving bond ordinance if it has not been used, encumbered or rescinded prior to that time. See “CAPITAL PLANNING AND BUDGETING” herein.

Debt Service Requirements

Figure 15, Figure 16 and Figure 17 set forth the principal and interest payments on various categories of outstanding County bonds and NIFA bonds.

Figure 15
Total County and NIFA Debt Service
(As of May 15, 2012)

Date	County Bonds ^{1,2}			NIFA Bonds ³			Total		
	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total
12/31/2012	\$49,683,000	\$69,116,303	\$118,799,303	\$122,611,667	\$55,943,163	\$178,554,829	\$172,294,667	\$125,059,466	\$297,354,132
12/31/2013	72,579,000	71,509,609	144,088,609	152,926,667	60,703,161	213,629,828	225,505,667	132,212,770	357,718,437
12/31/2014	74,253,000	68,247,384	142,500,384	152,090,000	53,615,810	205,705,810	226,343,000	121,863,193	348,206,193
12/31/2015	76,734,000	65,132,836	141,866,836	140,431,667	46,639,794	187,071,461	217,165,667	111,772,630	328,938,297
12/31/2016	72,426,000	61,852,163	134,278,163	133,050,000	40,140,166	173,190,166	205,476,000	101,992,329	307,468,329
12/31/2017	74,335,000	58,508,265	132,843,265	123,518,333	34,164,369	157,682,702	197,853,333	92,672,634	290,525,967
12/31/2018	75,520,000	54,927,557	130,447,557	119,360,000	28,488,805	147,848,805	194,880,000	83,416,362	278,296,362
12/31/2019	77,698,000	51,878,333	129,576,333	122,945,000	23,131,657	146,076,657	200,643,000	75,009,991	275,652,991
12/31/2020	81,178,000	48,164,924	129,342,924	110,611,667	17,726,670	128,338,336	191,789,667	65,891,594	257,681,260
12/31/2021	83,516,000	44,173,710	127,689,710	88,308,333	12,785,322	101,093,656	171,824,333	56,959,033	228,783,366
12/31/2022	86,974,000	40,172,224	127,146,224	75,753,333	8,741,539	84,494,872	162,727,333	48,913,763	211,641,096
12/31/2023	76,195,000	36,228,006	112,423,006	59,053,333	5,213,922	64,267,255	135,248,333	41,441,928	176,690,261
12/31/2024	74,845,000	32,835,409	107,680,409	40,923,333	2,514,764	43,438,098	115,768,333	35,500,173	151,118,507
12/31/2025	72,420,000	29,398,582	101,818,582	14,566,667	651,488	15,218,155	86,986,667	30,050,070	117,036,737
12/31/2026	62,675,000	26,184,167	88,859,167	0	0	0	62,675,000	26,184,167	88,859,167
12/31/2027	65,525,000	23,182,743	88,707,743	0	0	0	65,525,000	23,182,743	88,707,743
12/31/2028	53,145,000	19,954,596	73,099,596	0	0	0	53,145,000	19,954,596	73,099,596
12/31/2029	45,590,000	17,447,293	63,037,293	0	0	0	45,590,000	17,447,293	63,037,293
12/31/2030	42,195,000	15,149,043	57,344,043	0	0	0	42,195,000	15,149,043	57,344,043
12/31/2031	44,460,000	12,849,067	57,309,067	0	0	0	44,460,000	12,849,067	57,309,067
12/31/2032	40,030,000	10,403,112	50,433,112	0	0	0	40,030,000	10,403,112	50,433,112
12/31/2033	42,180,000	8,233,566	50,413,566	0	0	0	42,180,000	8,233,566	50,413,566
12/31/2034	32,920,000	6,172,238	39,092,238	0	0	0	32,920,000	6,172,238	39,092,238
12/31/2035	29,225,000	4,337,764	33,562,764	0	0	0	29,225,000	4,337,764	33,562,764
12/31/2036	20,660,000	2,506,323	23,166,323	0	0	0	20,660,000	2,506,323	23,166,323
12/31/2037	16,165,000	1,457,123	17,622,123	0	0	0	16,165,000	1,457,123	17,622,123
12/31/2038	9,455,000	744,975	10,199,975	0	0	0	9,455,000	744,975	10,199,975
12/31/2039	4,735,000	248,588	4,983,588	0	0	0	4,735,000	248,588	4,983,588
12/31/2040	0	0	0	0	0	0	0	0	0
12/31/2041	0	0	0	0	0	0	0	0	0
Total	\$1,557,316,000	\$881,015,902	\$2,438,331,902	\$1,456,150,000	\$390,460,628	\$1,846,610,628	\$3,013,466,000	\$1,271,476,531	\$4,284,942,531

1. Payments under County guarantees in connection with NHCC debt are not included in the chart.
2. Includes debt service payable on the bonds issued to EFC without regard to the subsidy provided by the State. Such subsidy is expected to be at least 33 1/3% of interest for the life of the obligations.
3. Based on a monthly 1/6th interest, 1/12th principal payment basis for a fiscal year ending February 28, and the interest rate on the NIFA 2008 Series A-E variable rate bonds is calculated using the fixed rate swap plus 100 basis points. Total NIFA principal amount is net of the NIFA debt service set asides.

Figure 16
County and NIFA Debt Service on Self-Supporting Debt Issued for County Sewer and Storm Water Resources Purposes
(As of May 15, 2012)

Date	County Bonds ^{1,2}			NIFA Bonds ³			Total		
	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total
12/31/2012	\$7,867,599	\$12,612,874	\$20,480,473	\$3,113,272	\$1,539,740	\$4,653,013	\$10,980,872	\$14,152,614	\$25,133,486
12/31/2013	16,659,201	12,017,186	28,676,387	3,632,260	1,683,453	5,315,713	20,291,461	13,700,639	33,992,100
12/31/2014	16,057,394	11,182,896	27,240,291	3,653,677	1,519,582	5,173,259	19,711,071	12,702,478	32,413,549
12/31/2015	15,252,565	10,411,078	25,663,643	3,344,471	1,356,869	4,701,340	18,597,036	11,767,947	30,364,983
12/31/2016	12,498,387	9,730,204	22,228,591	3,738,142	1,207,262	4,945,404	16,236,529	10,937,466	27,173,996
12/31/2017	11,774,382	9,126,504	20,900,887	3,644,957	1,043,379	4,688,336	15,419,339	10,169,884	25,589,223
12/31/2018	11,740,693	8,521,361	20,262,054	3,881,819	879,658	4,761,477	15,622,512	9,401,019	25,023,531
12/31/2019	12,663,839	7,929,664	20,593,503	4,078,476	707,350	4,785,826	16,742,315	8,637,013	25,379,328
12/31/2020	13,197,546	7,246,097	20,443,643	3,583,074	530,383	4,113,458	16,780,620	7,776,480	24,557,100
12/31/2021	12,454,098	6,525,996	18,980,094	2,725,563	372,338	3,097,901	15,179,661	6,898,334	22,077,995
12/31/2022	12,997,120	5,840,957	18,838,076	2,193,733	249,219	2,442,953	15,190,853	6,090,176	21,281,029
12/31/2023	12,240,013	5,152,073	17,392,086	1,785,869	148,589	1,934,458	14,025,882	5,300,662	19,326,544
12/31/2024	11,586,666	4,525,340	16,112,006	1,128,451	68,122	1,196,572	12,715,117	4,593,462	17,308,579
12/31/2025	9,862,916	3,895,194	13,758,111	401,206	17,906	419,112	10,264,123	3,913,101	14,177,223
12/31/2026	6,337,958	3,446,310	9,784,268	0	0	0	6,337,958	3,446,310	9,784,268
12/31/2027	6,825,749	3,125,237	9,950,986	0	0	0	6,825,749	3,125,237	9,950,986
12/31/2028	6,840,176	2,773,914	9,614,089	0	0	0	6,840,176	2,773,914	9,614,089
12/31/2029	6,149,912	2,435,322	8,585,234	0	0	0	6,149,912	2,435,322	8,585,234
12/31/2030	5,872,702	2,108,917	7,981,620	0	0	0	5,872,702	2,108,917	7,981,620
12/31/2031	6,178,750	1,790,603	7,969,354	0	0	0	6,178,750	1,790,603	7,969,354
12/31/2032	5,444,441	1,453,870	6,898,311	0	0	0	5,444,441	1,453,870	6,898,311
12/31/2033	5,723,910	1,164,013	6,887,923	0	0	0	5,723,910	1,164,013	6,887,923
12/31/2034	4,642,671	886,993	5,529,664	0	0	0	4,642,671	886,993	5,529,664
12/31/2035	3,758,109	650,091	4,408,200	0	0	0	3,758,109	650,091	4,408,200
12/31/2036	3,653,189	426,387	4,079,576	0	0	0	3,653,189	426,387	4,079,576
12/31/2037	2,713,630	241,363	2,954,993	0	0	0	2,713,630	241,363	2,954,993
12/31/2038	1,298,166	127,027	1,425,193	0	0	0	1,298,166	127,027	1,425,193
12/31/2039	1,121,394	58,873	1,180,267	0	0	0	1,121,394	58,873	1,180,267
12/31/2040	0	0	0	0	0	0	0	0	0
12/31/2041	0	0	0	0	0	0	0	0	0
Total	\$243,413,178	\$135,406,345	\$378,819,522	\$40,904,971	\$11,323,850	\$52,228,822	\$284,318,149	\$146,730,195	\$431,048,344

1. Payments under County guarantees in connection with NHCC debt are not included in the chart.
2. Includes debt service payable on the bonds issued to EFC without regard to the subsidy provided by the State. Such subsidy is expected to be at least 33 1/3% of interest for the life of the obligations.
3. Based on a monthly 1/6th interest, 1/12th principal payment basis for a fiscal year ending February 28, and the interest rate on the NIFA 2008 Series A-E variable rate bonds is calculated using the fixed rate swap plus 100 basis points. Total NIFA principal amount is net of the NIFA debt service set asides.

Figure 17
 County and NIFA Debt Service on Debt Issued for County General Purposes
 (As of May 15, 2012)

Date	County Bonds ^{1,2}			NIFA Bonds ³			Total		
	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total
12/31/2012	\$41,815,401	\$56,503,429	\$98,318,830	\$119,498,394	\$54,403,423	\$173,901,817	\$161,313,795	\$110,906,852	\$272,220,647
12/31/2013	55,919,799	59,492,423	115,412,222	149,294,407	59,019,708	208,314,115	205,214,206	118,512,131	323,726,337
12/31/2014	58,195,606	57,064,487	115,260,093	148,436,323	52,096,228	200,532,551	206,631,929	109,160,715	315,792,644
12/31/2015	61,481,435	54,721,758	116,203,193	137,087,195	45,282,925	182,370,120	198,568,631	100,004,683	298,573,313
12/31/2016	59,927,613	52,121,959	112,049,572	129,311,858	38,932,904	168,244,761	189,239,471	91,054,863	280,294,333
12/31/2017	62,560,618	49,381,761	111,942,378	119,873,377	33,120,989	152,994,366	182,433,994	82,502,750	264,936,744
12/31/2018	63,779,307	46,406,197	110,185,503	115,478,181	27,609,146	143,087,327	179,257,488	74,015,343	253,272,831
12/31/2019	65,034,161	43,948,669	108,982,831	118,866,524	22,424,308	141,290,832	183,900,685	66,372,977	250,273,662
12/31/2020	67,980,454	40,918,827	108,899,282	107,028,592	17,196,286	124,224,879	175,009,047	58,115,114	233,124,160
12/31/2021	71,061,902	37,647,714	108,709,616	85,582,770	12,412,984	97,995,754	156,644,672	50,060,699	206,705,371
12/31/2022	73,976,880	34,331,267	108,308,147	73,559,600	8,492,320	82,051,920	147,536,480	42,823,587	190,360,067
12/31/2023	63,954,987	31,075,933	95,030,920	57,267,465	5,065,333	62,332,797	121,222,452	36,141,266	157,363,717
12/31/2024	63,258,334	28,310,069	91,568,402	39,794,883	2,446,643	42,241,525	103,053,216	30,756,711	133,809,928
12/31/2025	62,557,084	25,503,388	88,060,471	14,165,460	633,582	14,799,042	76,722,544	26,136,970	102,859,514
12/31/2026	56,337,042	22,737,857	79,074,899	0	0	0	56,337,042	22,737,857	79,074,899
12/31/2027	58,699,251	20,057,506	78,756,756	0	0	0	58,699,251	20,057,506	78,756,756
12/31/2028	46,304,824	17,180,682	63,485,506	0	0	0	46,304,824	17,180,682	63,485,506
12/31/2029	39,440,088	15,011,972	54,452,060	0	0	0	39,440,088	15,011,972	54,452,060
12/31/2030	36,322,298	13,040,126	49,362,424	0	0	0	36,322,298	13,040,126	49,362,424
12/31/2031	38,281,250	11,058,464	49,339,714	0	0	0	38,281,250	11,058,464	49,339,714
12/31/2032	34,585,559	8,949,242	43,534,801	0	0	0	34,585,559	8,949,242	43,534,801
12/31/2033	36,456,090	7,069,553	43,525,643	0	0	0	36,456,090	7,069,553	43,525,643
12/31/2034	28,277,329	5,285,245	33,562,574	0	0	0	28,277,329	5,285,245	33,562,574
12/31/2035	25,466,891	3,687,673	29,154,564	0	0	0	25,466,891	3,687,673	29,154,564
12/31/2036	17,006,811	2,079,935	19,086,746	0	0	0	17,006,811	2,079,935	19,086,746
12/31/2037	13,451,370	1,215,759	14,667,129	0	0	0	13,451,370	1,215,759	14,667,129
12/31/2038	8,156,834	617,948	8,774,782	0	0	0	8,156,834	617,948	8,774,782
12/31/2039	3,613,606	189,714	3,803,320	0	0	0	3,613,606	189,714	3,803,320
12/31/2040	0	0	0	0	0	0	0	0	0
12/31/2041	0	0	0	0	0	0	0	0	0
Total	\$1,313,902,822	\$745,609,557	\$2,059,512,380	\$1,415,245,029	\$379,136,778	\$1,794,381,807	\$2,729,147,851	\$1,124,746,335	\$3,853,894,187

1. Payments under County guarantees in connection with NHCC debt are not included in the chart.
2. Includes debt service payable on the bonds issued to EFC without regard to the subsidy provided by the State. Such subsidy is expected to be at least 33 1/3% of interest for the life of the obligations.
3. Based on a monthly 1/6th interest, 1/12th principal payment basis for a fiscal year ending February 28, and the interest rate on the NIFA 2008 Series A-E variable rate bonds is calculated using the fixed rate swap plus 100 basis points. Total NIFA principal amount is net of the NIFA debt service set asides.

Prior to July of 2000, the County's debt issuance policy produced rapidly declining debt service and accelerating principal amortization. These practices produced large debt service payments in the first five to ten years after the bonds were issued. The consistent utilization of these amortization structures created a high near-term debt service burden, which rapidly declined. NIFA has issued debt (on behalf of the County) based on a level annual debt service amortization structure with a 20-year term. This practice creates substantially equal annual payments of debt service for each series of bonds and has effectively extended the weighted average life of the County's total outstanding debt and has created an almost level debt service burden in the future.

Each of NIFA and NHCC is a party to existing interest rate exchange agreements entered into to hedge outstanding variable rate bonds. NHCC interest rate exchange agreements are backed by a guaranty by the County. Though the County is not a counter-party to any of these interest rate exchange agreements, the County's financial position may be affected in certain instances by their performance. The County understands and regularly monitors these risks. See "THE COUNTY – County Financial Management – *Financial Policies* – Swap Policy" and "NASSAU HEALTH CARE CORPORATION" herein. For a description of existing interest rate exchange agreements, see "APPENDIX D-OUTSTANDING OBLIGATIONS – Interest Rate Exchange Agreements."

Refunded Bonds

Various outstanding County serial bond issues have been refunded for present value debt service savings, in addition to County bonds restructured by NIFA. The County anticipates the refinancing of outstanding indebtedness whenever the present value savings of such transactions, taking into account costs of issuance, so warrant, provided that the refinancing opportunity meets the criteria established in the County's debt policy. See "THE COUNTY – County Financial Management – *Financial Policies* – Debt Policy" herein.

Capital Leases

The County has entered into various capital leases, installment sales contracts and lease purchase agreements. Figure 18 shows the future minimum lease payments due on such obligations and the present value of these minimum payments.

FIGURE 18
MINIMUM LEASE PAYMENTS
CAPITAL LEASES (IN THOUSANDS)
(AS OF DECEMBER 31, 2010)¹

Fiscal Year Ending December 31:	
2011	\$ 777
2012	787
2013	799
2014	810
2015	822
2016-2020	4,300
2021-2025	<u>4,249</u>
Future Minimum Payments	\$ 12,544
Less Interest	<u>7,118</u>
Present Value of Future Minimum Lease Payments	\$ 5,426

¹ Data extracted from County of Nassau, Comprehensive Annual Financial Report of the Comptroller for the Fiscal Year ended December 31, 2010.

Short-Term Indebtedness

The County expects from time to time to issue bond anticipation notes (“BANs”), tax anticipation notes (“TANs”) and revenue anticipation notes (“RANs”).

Bond Anticipation Notes

The County utilizes BANs for short-term financing of capital expenditures with the expectation that the principal amount thereof will be refinanced with the proceeds of long-term bonds or repaid with State or federal funds. Figure 19 shows recent and expected issuance of BANs by the County.

FIGURE 19
SHORT-TERM INDEBTEDNESS
BOND ANTICIPATION NOTES (IN MILLIONS)

Note	2008	2009	2010	2011	2012 ¹
Bond Anticipation Notes	\$125.0	\$0.0	\$0.0	\$0.0	\$75.2

¹ Projected. Inclusive of \$34,600,000 Bond Anticipation Notes, 2012 Series A issued on May 2, 2012. The amount of BANs to be issued in 2012 may be lower depending on the status of the County’s public-private partnership for the sewer system. See “SEWER AND STORM WATER RESOURCES SERVICES – Nassau County Sewer and Storm Water Finance Authority” herein.

Cash Flow Notes

The County has periodically issued RANs and TANs to fund the County's short-term cash flow needs. Figure 20 shows recent and expected issuance of RANs and TANs by the County.

FIGURE 20
CASH FLOW NOTES (IN MILLIONS)

Note	2008	2009	2010	2011	2012 ¹
Revenue Anticipation Notes	\$105.0	\$190.0	\$210.0	\$230.0	\$218.4
Tax Anticipation Notes	132.0	150.0	270.0	230.0	240.0
Total	\$237.0	\$340.0	\$480.0	\$460.0	\$458.4

¹ Projected. Inclusive of the Revenue Anticipation Notes, 2012 Series A and Series B, offered hereby.

The County expects to continue to undertake one or more cash flow borrowings annually.

Recent and Projected Bond Issuances

The following table shows the County's recent and projected bond issuance.

FIGURE 21
COUNTY BONDS (IN MILLIONS)

2010	2011	2012 ¹
\$362.1	\$82.0	\$426.6

¹ Projected. Inclusive of the \$196,630,000 General Improvement Bonds, 2012, Series A, dated May 2, 2012

See "CAPITAL PLANNING AND BUDGETING" herein for additional information concerning the County's projected borrowings.

Constitutional Provisions

Limitations on indebtedness (some of which apply to guarantees by the County of NHCC debt as hereinafter described below under the heading "NASSAU HEALTH CARE CORPORATION") are found in Article VIII of the State Constitution and are implemented by the Local Finance Law. The provisions of Article VIII referred to in the following summaries are generally applicable to the County and the obligations authorized by its County Legislature. There is no constitutional limitation on the amount that may be raised by the County by tax upon real estate in any fiscal year to pay principal of and interest on County indebtedness. See "THE NOTES – Tax Levy Limitation Law" in the Official Statement to which this Appendix is attached.

Article VIII, Section 1

The County shall not give or loan any money or property to or in aid of any individual or private corporation, association or private undertaking nor shall the County give or loan its credit to or in aid of any of the foregoing or a public corporation. This provision does not prevent the County from contracting indebtedness for the purpose of advancing to a town or school district pursuant to law the amount of unpaid taxes returned to the County. Notwithstanding the provisions of Article VIII, Section 1 of the

State Constitution, Article 17, Section 7 provides that the State Legislature may authorize a municipality to lend its money or credit to or in aid of any corporation or association, regulated by law as to its charges, profits, dividends, and disposition of its property or franchises, for the purpose of providing hospital or other facilities for the prevention, diagnosis or treatment of human disease, pain, injury, disability, deformity or physical condition, and for facilities incidental or appurtenant thereto as may be prescribed by law.

Article VIII, Section 2

The County shall not contract indebtedness except for a County purpose. No such indebtedness shall be contracted for longer than the period of probable usefulness of the purpose or, in the alternative, the weighted average period of probable usefulness of the several purposes, for which it is contracted and in no event may this period exceed forty years. The County must pledge its faith and credit for the payment of the principal of and the interest on any of its indebtedness. Except for certain short-term indebtedness contracted in anticipation of the collection of taxes and indebtedness to be paid within one of the two fiscal years immediately succeeding the fiscal year in which such indebtedness was contracted, all indebtedness shall be paid in annual installments. Indebtedness must be paid in annual installments commencing not more than two years after the debt was contracted and no installment shall be more than 50% in excess of the smallest prior installment unless the governing body of the County provides for and utilizes substantially level or declining annual debt service payments. Provision shall be made annually by appropriation by the County for the payment of interest on all indebtedness and for the amounts required for the amortization and redemption of serial bonds.

Article VIII, Section 4

The County shall not contract indebtedness which including existing indebtedness shall exceed 10% of the five-year average full valuation of taxable real estate therein. The average full valuation of taxable real estate of the County is determined pursuant to Article VIII, Section 10 of the State Constitution by taking the assessed valuations of taxable real estate on the last completed assessment roll and the four preceding rolls and applying to such rolls the ratio as determined by the State Office of Real Property Tax Services or such other State agency or official as the State Legislature shall direct which such assessed valuation bears to the full valuation. The Local Finance Law requires that the face value of the principal amount of guarantees by the County of NHCC debt, as executed and delivered, be deemed indebtedness for the purpose of this constitutional provision. See "NASSAU HEALTH CARE CORPORATION" herein. Article VIII, Section 5 and Article VIII, Section 2-a, of the State Constitution enumerate exclusions and deductions from the Constitutional debt limit. Such deductions include indebtedness incurred for water and certain sewer facilities.

Statutory Provisions

Title 8 of the Local Finance Law contains the statutory limitations on the power to contract indebtedness. Section 104.00 limits, in accordance with Article VIII, Section 4 of the Constitution, the ability of the County to contract indebtedness to 10% of the five-year average full valuation of taxable real estate. The statutory provisions implementing constitutional provisions authorizing deductions and excluding indebtedness from the debt limits are found in Title 9 and Title 10 of the Local Finance Law. In addition to the constitutionally enumerated exclusions and deductions, deductions are allowed for cash or appropriations for debt service pursuant to the authority of a decision of the State Court of Appeals. NIFA is not subject to the provisions of the Local Finance Law; however, obligations issued by NIFA on behalf of the County count toward the County's debt limit.

Statutory Procedure

In general, the State Legislature has, by the enactment of the Local Finance Law, authorized the power and procedure for the County to borrow and incur indebtedness subject, of course, to the constitutional and statutory provisions set forth above. The power to spend money, however, generally derives from other law, including but not limited to the County Charter and the County Law.

Pursuant to the Local Finance Law, the County Charter and the County Law, the County authorizes the issuance of bonds by the adoption of an ordinance, approved by a super-majority vote of the voting strength of the members of the County Legislature, the finance board of the County. Customarily, the County Legislature has delegated to the County Treasurer, as chief fiscal officer of the County, the power to authorize and sell bond anticipation notes in anticipation of authorized bonds. The Local Finance Law also provides that where a bond ordinance is published with a statutory form of estoppel notice, the validity of the bonds authorized thereby, including bond anticipation notes issued in anticipation of the sale thereof, may be contested only if:

1. such obligations are authorized for a purpose for which the County is not authorized to expend money; or
2. (a) there has not been substantial compliance with the provisions of law which should have been complied with in the authorization of such obligations; and (b) an action, suit, or proceeding contesting such validity, is commenced within twenty days after the date of such publication; or
3. such obligations are authorized in violation of the provisions of the State Constitution.

Each bond ordinance usually authorizes the construction, acquisition or installation of the object or purpose to be financed, sets forth the plan of financing and specifies the maximum maturity of the bonds subject to the legal (State Constitution, Local Finance Law and case law) restrictions relating to the period of probable usefulness with respect thereto. Historically, the County has authorized bonds for a variety of County objects or purposes.

The Local Finance Law permits bond anticipation notes to be renewed each year provided annual principal installments are made in reduction of the total amount of such notes outstanding, commencing no later than two years from the date of the first of such notes and provided that such renewals do not extend five years beyond the original date of borrowing.

In general, the Local Finance Law also contains provisions providing the County with power to issue certain other short-term general obligation indebtedness including budget notes, capital notes, deficiency notes, revenue anticipation notes and tax anticipation notes.

CAPITAL PLANNING AND BUDGETING

The County Charter requires the County to have a four-year capital plan and an annual capital budget. The Charter sets forth deadlines for the County Executive to submit a proposed capital plan and capital budget to the County Legislature, describes the minimum informational requirements to be contained therein, and contains a schedule and structure for the legislative review, modification and approval process.

Capital Plan(s) and Capital Budget(s)

The County Legislature has approved the capital budget for fiscal year 2011 (as it may be amended from time to time, the “2011 Capital Budget”) and the capital plan for fiscal years 2011-2014 (as it may be amended from time to time, the “2011-2014 Capital Plan”). The 2011 Capital Budget is approximately \$265.4 million, the revenue for which is a combination of long-term debt (or bond anticipation notes) and local, State or federal aid. The amount of such debt projected to be issued by or on behalf of the County for objects or purposes in the 2011 Capital Budget is approximately \$224.5 million. The amount of debt issued by the County each year will vary depending upon capital expenditure requirements. Following from NIFA’s declaration of a control period on January 26, 2011, NIFA may seek, among other things, to restrict in whole or in part the County’s ability to issue debt to finance expenditures, including, but not limited to, capital projects and the payment of property tax refunds. For further information regarding NIFA’s declaration of a control period, see “MONITORING AND OVERSIGHT – External – *NIFA*” herein. County financings often include prior-year approved capital items. The major components of the 2011 Capital Budget and the 2011-2014 Capital Plan are listed in Figure 22.

FIGURE 22
2011-2014 CAPITAL PLAN

<u>Category</u>	<u>2011¹</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>
Buildings	\$55,350,000	\$46,870,000	\$73,630,000	\$8,340,000
Equipment	5,475,000	3,100,000	5,000,000	3,350,000
Infrastructure	39,500,000	22,400,000	9,525,000	5,600,000
Parks	13,725,000	27,500,000	7,900,000	5,000,000
Property	0	1,000,000	0	1,000,000
Public Safety	15,445,000	27,456,000	26,050,000	34,650,000
Roads	31,086,000	37,435,000	27,500,000	24,900,000
Technology	14,480,532	21,180,000	1,600,000	1,600,000
Traffic	7,233,500	21,180,000	15,125,000	4,000,000
Transportation	3,538,800	5,257,000	0	0
BCP	1,000,000	0	0	0
Sewer and Storm Water	75,066,385	90,225,000	54,150,000	15,250,000
Environmental Bond Act	<u>3,471,500</u>	<u>0</u>	<u>0</u>	<u>0</u>
Total	\$265,371,717	\$303,603,000	\$220,480,000	\$103,690,000
Non Debt Financed	\$40,878,719	\$34,978,000	\$36,237,500	\$375,000
Debt Financed	\$224,492,998	\$268,625,000	\$184,242,500	\$103,315,000

⁽¹⁾ As amended.

REAL PROPERTY ASSESSMENT AND TAX COLLECTION

Real Property Assessment

The County Assessor assesses all real property within the County to support the County’s property tax levy and the tax levies for the three towns, all but one of the 56 school districts, and approximately 225 County and town special districts. The County is one of only two county assessing units in the State.

Property Tax Refunds

The County pays refunds of property taxes levied or imposed by the County Legislature, which, in addition to County taxes, includes those of the towns, special districts and all but one of the school districts in the County. Based on a provision of the County Administrative Code, the County had not charged the cost of such refunds to the towns, special districts and school districts, as would otherwise be required by the State Real Property Tax Law (“RPTL”). See “LITIGATION - Property Tax Litigation” herein. Local legislation repealed that Code provision beginning with assessment rolls finalized in April 2012 and thereafter. A number of school districts and other jurisdictions in the County brought lawsuits against the County in Nassau Supreme Court challenging the validity of the County’s enactment of the local legislation repealing the Code provision. In January 2012, the Supreme Court upheld the validity of the local law and plaintiffs have appealed that decision. The County intends to continue to defend itself vigorously against all such actions.

Administrative Review of Assessments

Administrative review of assessments in the County is the responsibility of ARC, which is headed by a chairman appointed by the County Executive. During the tentative roll period, corrections of assessments by ARC do not generate refund liability for the County. In addition to its ability to correct the tentative assessment roll, ARC is authorized to resolve administratively up to three years of pending litigation. See “LITIGATION – Property Tax Litigation” herein.

Real Property Tax Limit

The amount that may be raised by the County tax levy on real estate in any fiscal year for purposes other than for debt service on County indebtedness is limited to two per centum (2.0%) of the average five-year full valuation of real estate of the County in accordance with the provisions of Article VIII of the State Constitution (1-1/2%) and the County Law (additional 1/2%), less certain deductions as prescribed therein. Recent State legislation limits the amount by which the real property tax levy may be increased from year to year. See “THE NOTES – Tax Levy Limitation Law” in the Official Statement to which this Appendix is attached.

Figure 23 sets forth the constitutional real property taxing limit of the County.

FIGURE 23
 COMPUTATION OF CONSTITUTIONAL TAXING POWER
 (IN THOUSANDS)

Year Roll Completed	Full Valuation of Real Estate ^(c)
2012	\$204,587,653
2011	218,338,378
2010	252,854,423
2009	257,054,119
2008	<u>261,249,503</u>
Total	\$1,194,084,076
Five-Year Average Full Valuation	\$238,816,815
Tax Limit ^(a)	\$4,776,336
Total Exclusions ^(b)	\$533,275
Total Taxing Power for 2012 Levy	\$5,309,611
Total Levy for 2012	\$880,224
Tax Margin	\$4,429,387
Percentage of Taxing Power Exhausted	16.58%

- (a) The State Constitution limits the tax on real estate to one and one-half per centum of the average five-year full valuation, and provides that the State Legislature may prescribe a method to increase this limitation to not to exceed two per centum. The tax limit was raised to two per centum by provisions of the County Law and a resolution adopted by the County Board of Supervisors, predecessor to the County Legislature. See “THE NOTES – Tax Levy Limitation Law” in the Official Statement to which this Appendix is attached.
- (b) Interest on and principal of all indebtedness for fiscal year 2012 is excluded from the calculation of real estate taxes limited under the provisions of Article VIII, Section 10 of the State Constitution.
- (c) Full valuation figures are computed by the State Office of Real Property Tax Services.

Largest Real Property Taxpayers

Figure 24 shows the largest real property taxpayers in the County.

FIGURE 24
LARGEST REAL PROPERTY TAXPAYERS
2012

Taxpayer	Taxable Assessed Value ¹	Taxable Assessed Value (%)
LIPA	\$17,953,041	2.51%
KEYSPAN GAS EAST	17,449,529	2.44%
RETAIL PROPERTY TRUST	3,808,244	0.53%
CLK-HP	2,019,401	0.28%
GREEN ACRES MALL	1,872,980	0.26%
VERIZON NEW YORK	1,733,659	0.24%
1 PARK LAKE SUCCESS LLC	1,452,184	0.20%
REXCORP PLAZA SPE LLC	1,352,698	0.19%
PEOPLE OF THE STATE OF NEW YORK	1,303,956	0.18%
SUNRISE MALL LLC	1,240,574	0.17%
RECKSON ASSOCIATION	1,228,035	0.17%
BROADWAY MALL EAT II LLC	1,139,978	0.16%
WE'RE ASSOCIATES INC	909,625	0.13%
FIFTH AVENUE OF LONG ISLAND REALTY ASSOC	880,430	0.12%
JQ ASSOCIATES	872,210	0.12%
FEIGA-OLIVE TREE/MARCUS AVE LLC	869,361	0.12%
W & S ASSOCIATES LP	806,403	0.11%
ONE-TWO JERICHO PLAZA OWNER LLC	786,137	0.11%
EQUITY 1 WESTBURY LLC	648,333	0.09%
TREELINE 100-400 GCP LLC	631,862	0.09%
NORTHROP GRUMMAN SYSTEMS CORP	613,406	0.09%
COUNTRY GLEN LLC	610,104	0.09%
TREELINE FRANKLIN AVENUE PLAZA LLC	582,092	0.08%
JMM RACEWAY INC MATTONE GROUP	557,948	0.08%
E Q K GREEN ACRE L P	546,633	0.08%
TOTAL (TOP 25)	\$61,868,823	8.64%
TOTAL TAX BASE	\$716,004,595	100%

¹ The amounts reflect a level of assessment of 1% of full value.

Collection

General and school district taxes levied by the County are collected by the receivers of taxes for each of the three towns and the two cities within the County, as applicable. General taxes include taxes and similar levies for the County, towns and special districts.

County, Town and Special District Taxes

One-half of all taxes upon real estate, except school district taxes, are due and payable on the first day of January, and the remaining and final one-half of such taxes on real estate are due and payable on the first day of July. All such taxes are and become liens on the real estate affected thereby and are construed and deemed to be charged thereon on the respective days when they become due and payable and remain such liens until paid. The second half of such tax on real estate which is due on the first day

of July may be paid on the first day of January, the date when the first half becomes due and payable, or at any time thereafter. The second half may be thus paid if the first half shall have been paid or shall be paid at the same time. A discount of one per cent is allowed on those payments of the second half which are made on or before February tenth. Such discounts are a town or city charge as the case may be. In the event such discounts allowed by a city receiver on the state and county taxes of a given taxable year exceed fifty per cent of the amount of penalties and interest collected by such city receiver on the state and county taxes of such taxable year during the time the receiver has had in his or her possession the consolidated tax warrant for such taxable year and the portion of the assessment roll annexed thereto containing the real property within such city, the County must reimburse such city for such excess of such discounts.

The receivers of taxes pay to the towns and special districts, as applicable, the amount of the levies for town and special districts and then pay the difference to the County. The County bears the responsibility for collection of delinquent general taxes following the return of unpaid general taxes by the receivers to the County on September first. See "*Delinquency Procedure*" within this section.

The receivers of taxes are required to pay to the County Treasurer on the fifteenth day of each month all County taxes they have collected prior to the first day of such month.

School District Taxes

One-half of all school taxes upon real estate are due and payable on the first day of October and the remaining and final one-half of such taxes on real estate are due and payable on the first day of the following April. All such taxes are liens on the real estate affected thereby and are construed and deemed to be charged thereon on the respective days when they become due and payable and remain such liens until paid. The second half of such tax which is due on the first day of April may be paid on the first day of October, the date when the first half becomes due and payable, or at any time thereafter. The second half may be thus paid if the first half shall have been paid or shall be paid at the same time. A discount of one per cent is allowed on those payments of the second half which are made on or before November tenth. Such discounts are a town charge.

Uncollected school district taxes are returned by the receivers to the County on June first. The County then pays the school districts the amounts billed and uncollected by the receivers. The County bears the responsibility for collection of delinquent school district taxes following the return of unpaid school district taxes. See "*Delinquency Procedure*" within this section. This procedure covers all but one of the school districts in the County.

The County is authorized to pay monies due to the school districts from funds on hand or may borrow monies for such purpose pursuant to the provisions of the Local Finance Law.

Delinquency Procedure

(a) General taxes

Penalties on taxes due January first: if paid on or before February tenth, no interest or penalty; if paid on or before August thirty-first, no penalty; if paid after February tenth, interest is added at the rate of one per cent per month calculated from January first to the first day of the month following the date of payment or time of sale of such unpaid taxes. Such interest is charged on the full amount of such taxes and any penalty. Such interest is compounded on the first day of each month, beginning on the first day of September. If taxes are paid after August thirty-first, a penalty fee of five per cent is added.

Penalties on taxes due July first: if paid on or before August tenth, no interest or penalty; if paid on or before August thirty-first, no penalty; if paid after August tenth, interest is added at the rate of one per cent per month calculated from July first to the first day of the month following the date of payment or time of sale of such unpaid taxes. Such interest is charged on the full amount of such taxes and any penalty. Such interest is compounded on the first day of each month, beginning on the first day of September. If taxes are paid after August thirty-first, a penalty fee of five per cent is added.

Penalties and interest on general taxes collected by the receivers are paid to the towns or cities as applicable; those collected by the County (i.e., after the return of taxes by the receivers to the County) are retained by the County.

(b) School district taxes

Penalties on taxes due October first: if paid on or before November tenth of the current year, no interest or penalty; if paid on or before May thirty-first of the following year, no penalty; if paid after November tenth of the current year, interest shall be added at the rate of one per cent per month calculated from October first to the first day of the month following the date of payment or time of sale of such unpaid taxes. Such interest is charged on the full amount of such taxes and any penalty. Such interest is compounded on the first day of each month, beginning on the first day of June of the following year. If taxes are paid after May thirty-first of the following year, a penalty fee of five per cent is added.

Penalties on taxes due April first: if paid on or before May tenth, no interest or penalty; if paid on or before May thirty-first, no penalty; if paid after May tenth, interest is added at the rate of one per cent per month calculated from April first to the first day of the month following the date of payment or time of sale of such unpaid taxes. Such interest is charged on the full amount of such taxes and any penalty. Such interest is compounded on the first day of each month, beginning on the first day of June. If taxes are paid after May thirty-first, a penalty fee of five per cent is added.

Penalties and interest on school district taxes collected by the receivers are paid to the towns; those collected by the County (i.e., after the return of taxes by the receivers to the County) are retained by the County.

(c) Tax Lien Sale

The County holds an annual tax lien sale each February. The taxpayer is charged additional statutory interest of 10% per each six month period, for a maximum of 24 months until paid if he pays his taxes after the tax lien sale. Taxpayers receiving a hardship designation pay additional statutory interest of 5% per each six month period until paid for up to an additional year. Tax liens not sold at auction become owned by the County.

The holder of a tax lien for a property other than those classified as Class One or as a Class Two condominium pursuant to section 1802 of the RPTL, if it has not been satisfied within 24 months of the sale date, may obtain a deed of conveyance from the County Treasurer or foreclose his tax lien. The holder of a tax lien for a property classified as Class One or as a Class Two condominium pursuant to section 1802 of the RPTL, if it has not been satisfied within 24 months of the sale date, may commence a foreclosure action provided the property owner has not been granted a one-year extension, which may be renewed, through hardship designation, or provided that the property owner has not been granted a 24-month extension through an alternate designation on all said liens sold on or before June 30, 1994.

The County Treasurer has at times sold groups of County-owned tax liens in bulk.

NASSAU HEALTH CARE CORPORATION

Nassau Health Care Corporation (“NHCC”) is a public benefit corporation that provides health care primarily to the County’s uninsured and underinsured population. Pursuant to State authorizing legislation (hereinafter referred to as the “NHCC Act”), the County transferred its hospital, nursing home and health centers and clinics to NHCC effective September 29, 1999 as provided in the Acquisition Agreement between the County and NHCC dated as of September 24, 1999. The County and NHCC subsequently entered into the Stabilization Agreement dated as of September 22, 2004 (the “Stabilization Agreement”) in order to stabilize the financial condition of NHCC. The County and NHCC then entered into the Successor Agreement dated as of November 1, 2007 (the “Successor Agreement”) to clarify the relationship between the parties. The NHCC Act also permits the County (i) to enter into contracts with NHCC for services; (ii) to appropriate sums of money to defray NHCC’s project costs or other expenses; (iii) to lend its money or credit to NHCC; and (iv) to issue County notes and bonds for NHCC objects or purposes.

Under the NHCC Act, NHCC is governed by a board of fifteen directors, eight of whom are appointed by the Governor (two on recommendation of the County Executive, three on recommendation of the majority leader of the County Legislature, one on recommendation of the minority leader of the County Legislature, one on recommendation of the Speaker of the State Assembly and one on recommendation of the Temporary President of the State Senate), four by the County Legislature and three by the County Executive.

County-guaranteed NHCC Bonds

In 1999, NHCC issued approximately \$259.7 million of its Series 1999 Bonds, which bonds were guaranteed by the County. The proceeds of the Series 1999 Bonds were used to fund the acquisition price, working capital, reserves, capitalized interest and cost of issuance.

In 2004, NHCC issued approximately \$303.4 million of its Series 2004 Bonds, and used a portion of the proceeds of such bonds, together with other available funds (including the release of reserve funds), to refund the Series 1999 Bonds. At that time, the County ceased to be obligated under its guaranty of the Series 1999 Bonds. The County provided a guaranty on said Series 2004 Bonds.

There were three components to the Series 2004 Bonds: approximately \$18.3 million in tax-exempt fixed-rate bonds; approximately \$65.5 million of taxable auction rate bonds; and approximately \$219.6 million in synthetic fixed-rate debt, in which tax-exempt variable rate bonds were hedged with a percentage of LIBOR swap. Approximately \$39.7 million of the auction rate bonds were defeased in 2008 and the balance of such auction rate bonds were converted to variable rate.

As a result of higher than expected remarketing rates for the Series 2004 variable rate bonds, in 2009 NHCC issued its Series 2009 A Bonds and Series 2009 B, C and D Bonds, respectively, to refund all outstanding Series 2004 variable rate bonds. The Series 2009 A Bonds and Series 2009 B, C and D Bonds are variable rate bonds secured by letters of credit. The County has also provided a guaranty on such bonds. See Appendix D herein for a list of outstanding NHCC variable rate obligations.

LIBOR-based interest rate swaps carry certain risks. See “COUNTY INDEBTEDNESS AND DEBT LIMITATIONS – Debt Service Requirements” and “THE COUNTY – County Financial Management – *Financial Policies* – Swap Policy” herein. The Successor Agreement provides that the County offset all debt service related payments, including payments to swap counterparties, against any payments it makes to NHCC. For a description of existing interest rate exchange agreements, see “APPENDIX D-OUTSTANDING OBLIGATIONS – Interest Rate Exchange Agreements.”

SEWER AND STORM WATER RESOURCES SERVICES

Nassau County Sewer and Storm Water Finance Authority

The Nassau County Sewer and Storm Water Finance Authority (the “SSWFA”) exercises its powers through a seven-member governing board appointed by the County Executive. The presiding officer and the minority leader of the County Legislature each nominate two of the appointees, and the County Comptroller nominates one of the appointees. Vote by a supermajority of the SSWFA board is required to approve all borrowing and to approve contracts for more than \$50,000.

The SSWFA is not authorized to hire employees. Also, by its terms, the SSWFA enabling legislation is not intended to alter or modify the County’s responsibility to provide sewerage services and storm water services. As a result, County employees continue to operate and maintain all County sewer and storm water resources facilities. In addition, the legislation prohibits the County from transferring to the SSWFA any real property upon which County sewer or storm water resources facilities are located. Further, the SSWFA is a Covered Organization under the NIFA Act. See “MONITORING AND OVERSIGHT – External – *NIFA*” herein.

The SSWFA became operational in 2004 and entered into a financing and acquisition agreement with the County establishing the respective rights and obligations of the parties with respect to the terms of SSWFA financing, including the transfer of County sewer and storm water resources assets to the SSWFA as part of such financing. Pursuant to the County Charter, the County Legislature approved the financing and acquisition agreement in 2004. The SSWFA began issuing debt in 2004.

The County has proposed that in 2012 it will transfer responsibility for operating and maintaining the SSWFA’s sewer facilities to a private operator as part of a public-private partnership also involving a concessionaire. As part of that transaction, the SSWFA would be requested to sell or lease the above-described sewer assets to the concessionaire who would, in turn, enter into a contract with the private operator selected by the County to operate the sewer system. In connection therewith, the outstanding sewer debt of the SSWFA and the County is expected to be defeased; the outstanding storm water resources debt of the SSWFA and the County may also be defeased. On May 17, 2012, NIFA rejected a proposed contract between the County and a financial advisor for the public-private partnership for the sewer system. The County is continuing to explore the feasibility of the transaction.

Nassau County Sewer and Storm Water Resources District

Upon the affirmative vote of the County Legislature in 2003, the County’s prior 27 sewage collection and three sewage disposal districts (the “Prior Districts”) were abolished, dissolved and merged into the Nassau County Sewer and Storm Water Resources District (the “District”). At such time, all of the rights, privileges, duties, responsibilities and obligations of the Prior Districts became the rights, privileges, duties, responsibilities and obligations of the District. The County budget adopted for each fiscal year contains a separate section for the District and is thus subject to the approval of the County Legislature.

The County annually assesses, levies and collects from the several lots and parcels of land within the District, the expenses of the District, including the annual amount needed to pay the remaining principal of and interest on debt issued by the County, or by NIFA on the County’s behalf, or both, that were charged to the Prior Districts, and any amounts needed to pay to the SSWFA the cost of any services, including but not limited to financing and refinancing, provided by the SSWFA to the District by agreement between the SSWFA and the County. Assessments levied pursuant to the provisions of the legislation are collected by each city and town receiver of taxes in the County, and required to be

maintained in a segregated account until distributed to the County or its designee as directed by the County. The County has directed each receiver of taxes to distribute such assessments to the SSWFA or its designee. The enabling legislation also establishes a framework for the transition to uniform assessments for recipients of sewer and storm water resources services in the County. Pursuant to the legislation the District is divided into zones of assessment that mirror the boundaries of the Prior Districts, except for certain areas that were not receiving sewerage services, which are now excluded. Between 2007 and the end of 2013, the legislation requires that the County transition to three zones of assessment: one zone of assessment for areas of the District receiving storm water resources services, one zone of assessment for areas of the District receiving sewage collection and disposal services, and one zone of assessment for areas of the District receiving sewage disposal, but not sewage collection, services.

The County has enacted an ordinance, effective as of July 1, 2011, imposing charges for sewer services in the District upon certain users of the system who are exempt from the payment of *ad valorem* assessments or who place a disproportionate burden on the sewer system. Subsequently, it is the County's expectation to transition all of the users of the sewer system from assessments to service charges. Various school districts and others in the County have brought lawsuits against the County in Nassau Supreme Court challenging the validity of its enactment of the ordinance imposing service charges. In connection with these lawsuits, the County has been preliminarily enjoined from implementing the ordinance. The County intends to continue to defend itself vigorously against all such actions.

The County has proposed that in 2012 it will transfer responsibility for operating and maintaining the County's sewer facilities to a private operator as part of the public-private partnership described above.

LITIGATION

The County, its officers and employees are defendants in a number of lawsuits. Such litigation includes, but is not limited to, actions commenced and claims asserted against the County arising out of alleged torts, civil rights violations, breaches of contracts including union and employee disputes, condemnation proceedings, assessment review and other alleged violations of law. The County intends to defend itself vigorously against all claims and actions.

The County self-insures for all significant risks (everything except helicopter accidents and employee bonding). See "THE COUNTY – County Financial Management – *Risk Management*" herein. The County annually appropriates sums for the payment of judgments and settlements relating to such actions, which appropriations may be financed, in whole or in part, pursuant to the Local Finance Law by the issuance of County bonds or notes. Estimated liabilities of approximately \$225 million for settlement of litigation and malpractice claims (excluding tax certiorari claims) were recorded as a long-term liability in the County's government-wide financial statement of net assets as of December 31, 2010. Approximately \$276.7 million has been accrued as a liability at December 31, 2010 related to workers' compensation claims where the County Attorney can reasonably estimate the ultimate outcome. The liability for certain other asserted and unasserted malpractice claims cannot be estimated as of December 31, 2010. All malpractice occurrences prior to September 29, 1999 are the responsibility of the County; subsequent malpractice occurrences in connection with NHCC are the responsibility of NHCC. Such amounts are only estimates, and no assurance can be given that additional claims will not be made or that the ultimate liability on existing and future claims will not be greater.

The County is a party to numerous claims and legal actions for refunds of real property taxes asserted by taxpayers seeking review of assessments. See "Property Tax Litigation – *Assessments*" within this section.

Property Tax Litigation

Assessments

The County is a party to numerous claims and legal actions for refunds of real property taxes asserted by taxpayers seeking review of assessments. The County intends to defend itself vigorously against all such claims and actions.

The amount for all such claims in each of the fiscal years 2007 to 2011, inclusive, is shown below (in millions):

2011.....	\$ 64.1 (unaudited)
2010.....	79.4
2009.....	114.5
2008.....	98.8
2007.....	87.1

The County Comptroller recorded a long-term liability of approximately \$152.3 million for estimated future property tax refunds in the County's government-wide financial statement of net assets at December 31, 2010. The County is continuing to refine the methodology used to estimate such long-term liability and, as a result of such undertaking, projects that said estimate will be approximately \$222.9 million (unaudited) as of December 31, 2011. The 2011 settlement of claims was approximately \$60 million lower than anticipated due to a delay in the approval of payments; the estimated long-term liability as of December 31, 2011 is approximately \$60 million higher than anticipated as a result thereof. Beginning in 2011, the County Attorney's Office and the Assessment Review Commission have undertaken a settlement program with representatives of taxpayers to expedite settlement of challenges to assessments on the tentative roll and on final rolls from prior years. The 2012-15 Multi-Year Financial Plan approved by NIFA projects borrowings to finance property tax refunds in the following amounts: \$95 million in 2011, \$85 million in 2012, \$75 million in 2013 and \$50 million in 2014; such borrowings, which have yet to occur, are subject to NIFA approval. The administration submitted to the County Legislature bond ordinances to finance the payment of approximately \$103 million in property tax refunds for 2011 judgments and conditional settlements (along with other amounts for 2012 cases). On May 21, 2012 the County Legislature voted on certain of such bond ordinances which failed to receive a two-thirds supermajority vote as required by law for passage. Failure of the County Legislature to enact bond ordinance(s) for this purpose, or of NIFA subsequently to approve such borrowing, will likely result in approximately \$43 million of the expenditures being accrued in the County's 2011 Budget and approximately \$60 million in the 2012 Budget, in both cases without offsetting budgeted revenues. Failure of the County Legislature to approve bond ordinances to finance property tax refunds in 2012, or of NIFA subsequently to approve such borrowing, will likely result in additional accruals up to approximately \$100 million in the 2012 Budget, again without offsetting budgeted revenues. Various petitioners have brought actions in Nassau Supreme Court to convert outstanding judgments and settlements reducing assessed valuations into money judgments to then be enforced against the County's bank accounts or other assets, which is likely to occur in 2012 unless the bond ordinance(s) described above is/are approved by the County Legislature according to law or the court provides relief to the County.

The County is also exploring alternatives to permit it to borrow to pay property tax refunds such as using certain bond ordinances from prior years. In a memorandum to the County's Director of Accounting dated March 5, 2012 the County Attorney concluded that borrowings by NIFA to fund the payment of property tax refunds were not issued under the authority of County bond ordinances and so are not chargeable thereto. Further, in a letter to the County dated March 13, 2012 bond counsel to the County stated that there are two bond ordinances, ordinances numbers 115-2005 and 77-2004, which

have authorized but unissued amounts of \$40,862,175.33 and \$151,981,879.30 to borrow against, respectively. Accordingly, there is \$192,844,054.63 remaining to be borrowed by the County for tax certiorari payments pursuant to these two bond ordinances. On June 8, 2012, counsel to the legislative minority in the County Legislature delivered a letter to the acting County Treasurer claiming material misstatements, omissions and misrepresentations in the County's Preliminary Official Statement for the Notes, dated June 1, 2012, based on his view, and apparently the view of the legislative minority, that the listing of \$196,674,000 (which includes approximately \$3,800,000 of undisputed authorized but unissued authority for Other Judgments & Settlements) for bonds authorized but unissued for "Property Tax Refunds & Other Judgments & Settlements" in Figure 14 herein is not accurate. The letter claims in effect that the \$192,844,054.63 described above is no longer available to the County because it allegedly had been utilized by NIFA in NIFA borrowings. The letter states that any attempt to utilize such borrowing authority by the County will be met by a legal challenge by the legislative minority. Any statements of counsel to the legislative minority or the legislative minority itself are not made on behalf of the County. The County disputes the allegations made in the letter and intends to defend itself vigorously against any such threatened challenge.

Following from NIFA's declaration of a control period on January 26, 2011, NIFA may seek, among other things, to restrict in whole or in part the County's ability to issue debt to finance expenditures, including, but not limited to, the payment of property tax refunds. For further information regarding NIFA's declaration of a control period, see "APPENDIX A – INFORMATION ABOUT THE COUNTY – MONITORING AND OVERSIGHT – External – NIFA" herein. See "COUNTY FINANCIAL CONDITION – 2012 Budget and 2012-2015 Multi-Year Financial Plan" herein.

No assurance can be given as to the County's ultimate liability on existing and future refund claims. Furthermore, these amounts do not include litigation relating to real estate taxation other than challenges to assessments. For a discussion of such other litigation, see "*Other Pending Property Tax Litigation*" within this section.

Other Pending Property Tax Litigation

(i) New York Telephone Company, New York Water Service Corporation, Long Island Water Corporation and KeySpan (the "Utilities") have each filed actions and proceedings challenging the determination of their taxes in 1997, 1998, 1999, and 2000 in the non-County-wide special districts such as police, fire, water and library districts. The Utilities allege that the County erroneously placed all parcels in classes pursuant to the RPTL in calculating their assessed values for the payment of special district taxes. The Supreme Court, Nassau County declared that the assessments violated the RPTL and constitutional requirements of equal protection. The court directed that discovery be conducted and a trial held to determine the amount of tax refunds, if any, to be awarded to the Utilities. The Appellate Division, Second Department, in 2002 determined that the County violated the RPTL, but granted the County summary judgment dismissing the complaints on the grounds that no refunds should be awarded because of the fiscal impact on the special districts. In 2004 the Court of Appeals remitted the case to the Supreme Court for a trial on both the amount of the refunds due and whether those damages would have such an adverse impact on the County that no refunds should be ordered. The County moved for partial summary judgment on the methodology for calculating the refunds and the trial court decided the motion against the County. The County moved to dismiss all claims and the trial court ruled against the County. In the KeySpan litigation, the Supreme Court denied the County's motion to dismiss the complaint and ordered discovery to proceed in the matter and the related Utilities cases. Discovery in Keyspan and the other Utilities cases has been stayed pending the County's appeal of this ruling. The County intends to continue to defend itself vigorously in these actions and proceedings. It is not possible to predict the outcome of these actions and proceedings or their ultimate impact on the County's financial condition. The County cannot state with certainty the amount of a refund if the court were to order one, but has estimated, depending on the methodology of calculation, that such refund could be as high as \$200

million. The matters described in this paragraph were included in the estimated liabilities for settlement of litigation and malpractice claims (excluding tax certiorari claims) that were recorded as a long-term liability in the County's government-wide financial statement of net assets as of December 31, 2010 as described earlier in this section.

(ii) Several third-party actions have been filed against the County seeking indemnification for judgments and/or claims currently pending against the Towns of Hempstead, North Hempstead and Oyster Bay as well as garbage districts within these towns. In the underlying actions the courts have determined that special ad valorem levies may not be imposed upon mass properties of the utilities (Verizon, New York Telephone, Aqua New York and others) for garbage and refuse collection services because such properties do not benefit from these services and ordered the towns and garbage districts to refund the payment of the levies. The towns and garbage districts now seek to have the County indemnify these judgments on the basis that the County is allegedly a guarantor for any claim for an illegal assessment for non-benefitted properties. The County intends to continue to defend itself vigorously in these actions. It is not possible to predict the outcome of these actions and proceedings or their ultimate impact on the County's financial condition. As third-party claims in these non-benefitted garbage district cases continue to be filed against the County it is difficult to predict the total outstanding liability should a court determine the County is ultimately responsible to reimburse the towns and special districts; however, at present the estimated refunds amount could be as high as \$85 million. The matters described in this paragraph have yet to be included in the estimated liabilities for settlement of litigation and malpractice claims (excluding tax certiorari claims) recorded at year-end as a long-term liability in the County's government-wide financial statement of net assets, as they arose with respect to the County materially after December 31, 2010. They are expected to be so included as of December 31, 2011.

Other Litigation

In *Restivo et al. v. County of Nassau, et al. and Kogut v. County of Nassau, et al.*, plaintiffs are suing in their own behalf for compensatory and punitive damages arising out of their 1985 arrests and 1986 convictions in the rape and murder of Theresa Fusco. In 2003, the Nassau County District Attorney's Office joined plaintiffs' (then defendants') counsel in a motion to vacate the judgment of conviction against them because DNA technology disclosed that John Kogut, John Restivo and Dennis Halstead were not the sources of the DNA found in the victim's body. Based upon Mr. Kogut's prior confession, he was re-tried in 2005. After a bench trial, the County Court Judge acquitted Mr. Kogut. Shortly thereafter (in 2005), the indictment against Mr. Restivo and Mr. Halstead was dismissed. In 2006, plaintiffs commenced the present federal civil rights actions. Depositions and document discovery continue and the judge has set a trial date for September 2012. The County will continue to defend itself vigorously in these proceedings. It is not possible to predict the outcome of these actions and proceedings or their ultimate impact on the County's financial condition. The matters described in this paragraph were included in the estimated liabilities for settlement of litigation and malpractice claims (excluding tax certiorari claims) that were recorded as a long-term liability in the County's government-wide financial statement of net assets as of December 31, 2010 as described earlier in this section.

With the exception of the litigation discussed above, based on historical precedent, no litigation is pending by or against the County which will be finally determined so as to result individually or in the aggregate in final judgments against the County which would materially adversely affect the financial condition of the County.

TAX RATES

Figures 25 and 26 show County tax rates. The tables do not include local, town, city, school, village or special district tax rates for the respective political subdivisions in the County.

FIGURE 25
GENERAL COUNTY TAX RATES
COUNTY-WIDE PURPOSES BY FUND AND CLASS (I-IV)
PER \$100 OF ASSESSED VALUATION - FISCAL YEAR BEGINNING AS SHOWN

	<u>Town of Hempstead</u>					<u>Town of North Hempstead</u>					<u>Town of Oyster Bay</u>				
	1/1/2012	1/1/2011	1/1/2010	1/1/2009	1/1/2008	1/1/2012	1/1/2011	1/1/2010	1/1/2009	1/1/2008	1/1/2012	1/1/2011	1/1/2010	1/1/2009	1/1/2008
General County ^(a)															
I	22.213	29.716	23.168	22.067	21.106	22.234	29.718	23.158	22.067	21.108	22.204	29.711	23.161	22.068	21.100
II	8.723	13.357	15.475	15.777	17.577	8.745	13.359	15.465	15.776	17.578	8.715	13.352	15.468	15.778	17.570
III	14.089	20.457	20.360	23.256	22.340	14.110	20.459	20.350	23.256	22.342	14.080	20.452	20.354	23.257	22.333
IV	7.814	11.360	12.796	13.731	14.559	7.835	11.362	12.786	13.730	14.561	7.805	11.356	12.790	13.732	14.553
Community College															
I	8.553	8.154	6.965	6.911	6.852	8.553	8.154	6.965	6.911	6.852	8.553	8.154	6.965	6.911	6.852
II	5.203	4.757	5.201	5.463	6.034	5.203	4.757	5.201	5.463	6.034	5.203	4.757	5.201	5.463	6.034
III	6.536	6.231	6.321	7.184	7.138	6.536	6.231	6.321	7.184	7.138	6.536	6.231	6.321	7.184	7.138
IV	4.977	4.342	4.587	4.992	5.334	4.977	4.342	4.587	4.992	5.334	4.977	4.342	4.587	4.992	5.334
Police Headquarters															
I	49.347	38.723	37.703	38.662	38.532	49.347	38.723	37.703	38.662	38.532	49.347	38.723	37.703	38.662	38.532
II	30.020	22.588	28.154	30.560	33.931	30.020	22.588	28.154	30.560	33.931	30.020	22.588	28.154	30.560	33.931
III	37.708	29.591	34.218	40.194	40.140	37.708	29.591	34.218	40.194	40.140	37.708	29.591	34.218	40.194	40.140
IV	28.717	20.618	24.831	27.924	29.997	28.717	20.618	24.831	27.924	29.997	28.717	20.618	24.831	27.924	29.997
Fire Prevention															
I	2.535	2.481	2.091	2.088	2.162	2.535	2.481	2.091	2.088	2.162	2.535	2.481	2.091	2.088	2.162
II	1.542	1.448	1.561	1.650	1.904	1.542	1.448	1.561	1.650	1.904	1.542	1.448	1.561	1.650	1.904
III	1.937	1.896	1.898	2.171	2.252	1.937	1.896	1.898	2.171	2.252	1.937	1.896	1.898	2.171	2.252
IV	1.475	1.321	1.377	1.508	1.683	1.475	1.321	1.377	1.508	1.683	1.475	1.321	1.377	1.508	1.683
Environmental Bond															
I	1.875	1.789	1.233	0.678	1.042	1.875	1.789	1.233	0.678	1.042	1.875	1.789	1.233	0.678	1.042
II	1.141	1.044	0.921	0.536	0.918	1.141	1.044	0.921	0.536	0.918	1.141	1.044	0.921	0.536	0.918
III	1.433	1.367	1.119	0.705	1.085	1.433	1.367	1.119	0.705	1.085	1.433	1.367	1.119	0.705	1.085
IV	1.091	0.953	0.812	0.49	0.811	1.091	0.953	0.812	0.49	0.811	1.091	0.953	0.812	0.49	0.811

^(a) The County Legislature determines the general County tax rate for each of the towns and cities in the County after allocation of certain sales and compensating use tax revenues in the County.

FIGURE 26
GENERAL COUNTY TAX RATES
COUNTY-WIDE PURPOSES, BY FUND AND CLASS (I-IV)
PER \$100 OF ASSESSED VALUATION - FISCAL YEAR BEGINNING AS SHOWN

	<u>City of Glen Cove</u>					<u>City of Long Beach</u>				
	1/1/2012	1/1/2011	1/1/2010	1/1/2009	1/1/2008	1/1/2012	1/1/2011	1/1/2010	1/1/2009	1/1/2008
General County(a)										
I	22.137	29.718	23.161	22.085	21.125	34.438	39.251	30.374	30.000	29.545
II	8.648	13.360	15.467	15.795	17.595	20.948	22.892	22.680	23.709	26.015
III	14.013	20.459	20.353	23.274	22.358	26.314	29.992	27.566	31.189	30.779
IV	7.738	11.363	12.789	13.748	14.578	20.039	20.895	20.002	21.663	22.998
Community College										
I	8.553	8.154	6.965	6.911	6.852	8.553	8.154	6.965	6.911	6.852
II	5.203	4.757	5.201	5.463	6.034	5.203	4.757	5.201	5.463	6.034
III	6.536	6.231	6.321	7.184	7.138	6.536	6.231	6.321	7.184	7.138
IV	4.977	4.342	4.587	4.992	5.334	4.977	4.342	4.587	4.992	5.334
Police Headquarters										
I	49.347	38.723	37.703	38.662	38.532	49.347	38.723	37.703	38.662	38.532
II	30.020	22.588	28.154	30.560	33.931	30.020	22.588	28.154	30.560	33.931
III	37.708	29.591	34.218	40.194	40.140	37.708	29.591	34.218	40.194	40.140
IV	28.717	20.618	24.831	27.924	29.997	28.717	20.618	24.831	27.924	29.997
Fire Prevention										
I	2.535	2.481	2.091	2.088	2.162	2.535	2.481	2.091	2.088	2.162
II	1.542	1.448	1.561	1.650	1.904	1.542	1.448	1.561	1.650	1.904
III	1.937	1.896	1.898	2.171	2.252	1.937	1.896	1.898	2.171	2.252
IV	1.475	1.321	1.377	1.508	1.683	1.475	1.321	1.377	1.508	1.683
Environmental Bond										
I	1.875	1.789	1.233	0.678	1.042	1.875	1.789	1.233	0.678	1.042
II	1.141	1.044	0.921	0.536	0.918	1.141	1.044	0.921	0.536	0.918
III	1.433	1.367	1.119	0.705	1.085	1.433	1.367	1.119	0.705	1.085
IV	1.091	0.953	0.812	0.49	0.811	1.091	0.953	0.812	0.49	0.811

(a) The County Legislature determines the general County tax rate for each of the towns and cities in the County after allocation of certain sales and compensating use tax revenues in the County.

Figure 27 shows tax rates for special districts in the County. Beginning in 2004, County sewage collection and disposal districts became zones of assessment within the consolidated Nassau County Sewer and Storm Water Resources District.

FIGURE 27
TAX RATES FOR SPECIAL DISTRICTS/ZONES OF ASSESSMENT
BY FUND AND CLASS (I-IV)
PER \$100 OF ASSESSED VALUATION-FISCAL YEAR BEGINNING AS SHOWN

	1/1/2012	1/1/2011	1/1/2010	1/1/2009	1/1/2008
Police District					
I	66.393	61.859	49.552	49.561	49.521
II	52.077	46.827	46.156	49.182	50.476
III	121.909	124.882	123.505	138.637	146.549
IV	62.823	53.868	52.113	55.504	55.626
Sewage Districts:					
Disposal District No. 1					
I	16.125	15.483	12.833	12.212	12.212
II	3.997	3.277	3.256	3.280	6.031
III	48.935	54.885	98.619	47.926	41.085
IV	16.162	14.747	14.487	13.866	13.195
Disposal District No. 2					
I	16.125	15.509	12.826	12.212	12.212
II	13.290	11.848	11.993	119.480	12.200
III	29.202	31.316	31.598	34.658	36.365
IV	15.025	13.394	13.564	13.846	13.987
Disposal District No. 3					
I	16.125	15.483	12.788	12.212	12.212
II	12.676	11.124	11.420	11.913	12.075
III	28.100	29.957	31.387	33.197	36.120
IV	14.893	13.035	13.057	13.243	13.118
Collection District No. 1					
I	6.757	6.484	5.505	5.204	5.204
II	1.675	1.373	1.397	1.398	2.571
III	20.507	22.984	42.305	20.423	17.509
IV	6.773	6.176	6.215	5.909	5.623
Collection District No. 2(a)					
I	6.757	6.484	5.188	4.648	3.779
II	5.742	5.156	5.236	4.879	4.096
III	12.587	12.712	12.617	12.746	11.429
IV	5.876	5.333	5.269	4.941	4.051
Collection District No. 3(a)					
I	6.274	6.484	5.099	5.204	4.832
II	4.595	4.450	4.529	5.194	4.992
III	11.489	13.019	13.080	14.425	14.681
IV	5.807	5.605	5.294	5.886	5.389

^(a) Rate shown is the average rate of all former districts/zones of assessment within each listed former district.

Property Tax Levies

Figure 28 below lists the percentage of the total tax levy of all political subdivisions (by category) that real property taxes bear in relation to each other.

FIGURE 28
COUNTY OF NASSAU, NEW YORK
PROPERTY TAX LEVIES
COUNTY, TOWN, CITY, VILLAGE GOVERNMENTS AND SPECIAL DISTRICTS
2006 THROUGH 2009
(\$ IN THOUSANDS)

	2009		2008		2007		2006	
	Tax Levy	% of Total	Tax Levy	% of Total	Tax Levy	% of Total	Tax Levy	% of Total
Nassau County Government	858,283	15.14%	823,620	15.35%	806,732	15.59%	785,257	15.76%
Sewer & Storm Water Consolidated	110,032	1.94%	103,932	1.94%	118,932	2.30%	138,932	2.79%
Environmental Bond Fund	4,850	0.09%	7,375	0.14%	4,128	0.08%		0.00%
Town & City Governments	247,128	4.36%	231,735	4.32%	220,779	4.27%	206,090	4.14%
Incorporated Villages	423,721	7.48%	383,097	7.14%	367,733	7.11%	367,408	7.37%
School Districts	3,480,489	61.41%	3,309,803	61.70%	3,167,626	61.17%	3,010,688	60.43%
Special Districts:								
Fire	109,452	1.93%	101,065	1.88%	96,001	1.85%	97,873	1.96%
Fire Protection	18,291	0.32%	17,524	0.33%	16,882	0.33%	15,853	0.32%
Garbage, Refuse & Sanitary	222,555	3.93%	207,014	3.86%	201,869	3.90%	191,776	3.85%
Lighting	17,125	0.30%	15,972	0.30%	15,358	0.30%	14,525	0.29%
Park	78,164	1.38%	68,345	1.27%	67,036	1.30%	64,291	1.29%
Parking & Improvement	45,862	0.81%	44,294	0.83%	43,807	0.85%	42,116	0.85%
Sewer Special	13,602	0.24%	14,809	0.28%	13,776	0.27%	12,866	0.26%
Water	38,095	0.67%	35,546	0.66%	34,975	0.68%	34,295	0.69%
Total Special Districts	543,146	9.58%	504,569	9.41%	489,704	9.48%	473,595	9.51%
Totals	5,667,649	100.00%	5,364,131	100.00%	5,175,634	100.00%	4,981,970	100.00%

Data extracted from County of Nassau, Comprehensive Annual Financial Report of the Comptroller for the Fiscal Year ended December 31, 2010.

APPENDIX B

**GENERAL PURPOSE AUDITED FINANCIAL STATEMENTS FOR FISCAL YEAR ENDED
DECEMBER 31, 2010**

THE FINANCIAL STATEMENTS OF THE COUNTY AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2010, INCLUDED IN APPENDIX B, HAVE BEEN AUDITED BY THE COUNTY'S INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS. THE FOLLOWING IS AN EXCERPT FROM SUCH AUDIT. THE AUDITED FINANCIAL STATEMENTS AND OPINION WERE PREPARED AS OF THE DATE THEREOF AND HAVE NOT BEEN REVIEWED AND/OR UPDATED IN CONNECTION WITH THE PREPARATION AND DISSEMINATION OF THIS OFFICIAL STATEMENT. THE COUNTY'S INDEPENDENT AUDITOR HAS NOT BEEN ASKED TO AND HAS NOT REVIEWED OR COMMENTED UPON THE OFFICIAL STATEMENT.

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MANAGEMENT'S DISCUSSION AND ANALYSIS

Nassau County's Comprehensive Annual Financial Report ("CAFR") complies with the requirements of Governmental Accounting Standards Board Statement No. 34 ("GASB 34"). This section of the report, required under GASB 34, presents Management's Discussion and Analysis ("MD&A") of the Nassau County's ("County") financial activities and performance for the fiscal years ended December 31, 2010 and 2009. This section should be read in conjunction with the letter of transmittal and the County's financial statements.

FINANCIAL HIGHLIGHTS

- The County generated a budgetary surplus in 2010 of \$26.6 million in its primary operating funds. The surplus resulted from lower than budgeted expenses, primarily attributable to reductions in personnel. The overall surplus is comprised of a surplus of \$34.3 million in the General Fund, offset by a deficit of \$7.7 million in the Police District Fund.
- In 2010, the County paid \$79.4 million in refund payments to residential and commercial property taxpayers who successfully challenged their assessments. This reflects a reduction of \$35.1 million from the previous year due to the County's improved processes in settling tax certiorari claims prior to the tax roll becoming final, thereby decreasing the overall tax certiorari liability. The Administration funded the tax certiorari payments by using \$36.9 million from the operating budget and \$42.5 million by the issuance of long-term debt.
- The County's net worth declined by \$321.5 million during 2010 to negative \$5.3 billion. The decline was due to increases in estimated long-term liabilities for other post-employment benefits ("OPEB"), and long-term bonds outstanding. Additionally, cash and current liabilities increased as a result of an increase in short-term borrowings. The County allocates the above costs on a per project or per capita basis, depending on the source, to the responsible operating fund.
- These financial statements are presented in accordance with accounting principles generally accepted in the United States of America ("GAAP"). In addition, certain financial statements present GAAP to budgetary basis conversion columns to show actual results on a budgetary basis. Unreserved fund balance in the County's primary operating funds totals \$90.8 million on a budgetary basis (\$85.2 million is in the General Fund, \$5.6 million in the Police District Fund). Unreserved and undesignated fund balance in the Sewer and Storm Water District Fund totals \$55.9 million on a GAAP basis.

ANALYSIS OF GOVERNMENT-WIDE FINANCIAL STATEMENTS FOR 2010

GASB 34 requires the inclusion of two types of financial statements in the CAFR: *government-wide financial statements* and *fund financial statements*.

Government-wide financial statements provide information about the County, as a whole, using the *economic resources measurement focus* and the *accrual basis of accounting*. The economic resources measurement focus looks at the transactions and events that have increased or decreased the total economic resources of the government, as a whole, during the accounting period being reported. The accrual basis of accounting requires revenues to be recognized as soon as they are earned, regardless of the timing of related inflows of cash, and it requires expenses to be recognized as soon as liabilities are incurred, regardless of the timing of related outflows of cash. These statements present a long-term view of the County's finances.

There are two government-wide financial statements: the *statement of net assets* and the *statement of activities*. The statement of net assets reports everything the County owns (its assets) and owes (its liabilities) as of the end of the year. Net assets are what remain after all liabilities have been recorded; they signify the net worth of the government. This statement is designed to display assets and liabilities in order of their basic liquidity and maturity while presenting the basic accounting relationship applicable to public sector entities: $assets - liabilities = net\ assets$. This statement also presents all of the County's economic resources -- that is, all of its assets and liabilities, both financial and capital. The statement of activities tracks the County's annual revenues and expenses, as well as any other transactions that increase or reduce net assets. It divides the County's activities into three elements: its governmental activities, its business-type activities (currently not applicable), and the activities of its component units.

The Statement of Net Assets

The Statement of Net Assets for the 2010 fiscal year shows that the County has a deficit balance of \$5.3 billion. Table 1 shows that the County's net worth declined by \$321.5 million during 2010 primarily due to increases in the estimated OPEB, and long-term debt. A decrease in Property Tax Refund Liability resulted from the continued attention to fixing errors in the tentative tax roll before the tax is paid and a refund is due.

The County's 2009 Summary of Net Assets (Deficit) Table 1 was restated as a result of restatements by two of the County's component units, Nassau County Interim Finance Authority ("NIFA") and Nassau County Tobacco Settlement Corporation ("NCTSC"). The net effect was an increase of \$24.2 million. NIFA's management determined it had understated the fund balance for the debt service fund by \$14.9 million, which is included in other liabilities, and overstated the net deficit by \$30.9 million for the year ended December 31, 2009. This adjustment by NIFA was the result of two items, the double accrual of the current portion of bonds payable in accrued liabilities of \$30.9 million and the over accrual of February interest and principal of \$14.9 million. NCTSC's management determined it had understated the fund deficit in the statement of activities by \$21.6 million and understated the net deficit in the Statement of Net Assets (Deficit) by \$21.6 million for the year ended December 31, 2009. The adjustment was a result of an error related to the increase in Bonds Payable and related interest expense for the accretion of interest on the bonds. The aggregate effect for these restatement entries is an understatement of the net assets (deficit) and an overstatement of the other liabilities. The restatements have no effect on the County's cash flow or liquidity.

Table 1
Summary of Net Assets (Deficit)
(dollars in millions)

	Total Primary Governmental Activities		
	2010	2009 (as restated)	Change
Current and Other Assets	\$ 1,935.8	\$ 1,647.9	\$ 287.9
Capital Assets	2,454.5	2,464.5	(10.0)
Total Assets	<u>4,390.3</u>	<u>4,112.4</u>	<u>277.9</u>
Long-Term Liabilities	8,619.6	8,164.9	454.7
Other Liabilities	1,077.9	933.2	144.7
Total Liabilities	<u>9,697.5</u>	<u>9,098.1</u>	<u>599.4</u>
Net Assets			
Invested in Capital Assets, Net of Related Debt	1,534.3	1,503.4	30.9
Restricted	226.9	143.1	83.8
Unrestricted	(7,068.4)	(6,632.2)	(436.2)
Total Net Assets (Deficit)	<u>\$ (5,307.2)</u>	<u>\$ (4,985.7)</u>	<u>\$ (321.5)</u>

The County's total assets increased by \$277.9 million in 2010 to \$4.4 billion from \$4.1 billion in 2009. The increase is primarily attributable to increases in Cash and Cash Equivalents of \$231.8 million, Due from Other Governments of \$33.3 million, Sales Tax Receivable of \$14.3 million and Prepaid Expenses of \$11.3 million offset by a decrease in Accounts Receivable of \$18.7 million.

Table 1 also shows that total liabilities increased in 2010 by \$599.4 million. This was primarily due to the increases in long and short-term debt of \$310 million, OPEB of \$241 million and the mark-to-market of derivative instruments of \$53.2 million.

The County has \$1.5 billion invested in its capital assets, recorded at acquisition cost, net of related debt. Capital assets are used by the County in the provision of services to the taxpayers; hence, this investment of County equity is allocated in the County's capital assets and is not immediately available to support future expenses.

Finally, the County's Statement of Net Assets shows a deficit balance of \$5.3 billion in net assets at December 31, 2010, which represents a \$321.5 million increase in the deficit since the close of the 2009 fiscal year. Unrestricted net assets reflect all liabilities that are not related to the County's capital assets and are not expected to be repaid from restricted resources. Accordingly, the County will have to allocate future revenues towards the payment of these liabilities.

As of December 31, 2010, the County and its blended component units had a combined \$3.6 billion in outstanding long-term debt. The County's debt indicators and ratios are disproportionately high. This is because the County has historically issued long-term debt to finance judgments, settlements, and the payment of real property tax refunds resulting from successful grievances of property tax assessments. As of December 31, 2010, the County had \$1.2 billion of outstanding debt related to tax certiorari settlements.

The County is responsible under State law for guaranteeing the tax levy of the three towns within the County, all but one of the 56 school districts, and approximately 200 special districts. Prior to the court ordered mass property revaluation, which was completed in 2002, the County had not reassessed its residential properties since 1938, nor had it reassessed its commercial properties since 1986. Even after the revaluation, over one-hundred thousand grievances have been filed annually by residential and commercial property owners protesting the accuracy of the assessed values assigned to their properties.

The Statement of Activities

The Statement of Activities for the fiscal year that ended December 31, 2010 details the decline in the County's net worth from 2009 to 2010. Table 2 summarizes the changes in the County's net assets. Several factors, mainly recorded within the General Fund, impacted the County's net worth. They include:

- Program Revenues increased by \$26.1 million. The bulk of this was due to the increase in fees and charges for various County services totaling \$25.2 million.
- Sales Tax revenues increased \$47.5 million from 2009, as the County experienced a rebound in sales tax revenue due to the start of the recovery from the recession. For the region, greater sales tax growth is projected as the economy continues to slowly recover, unemployment continues to gradually decline, and the housing market begins to stabilize.
- Revenue from Property Taxes increased due to the capturing of the incremental value from new construction of \$11.9 million and the restoration of taxes resulting from tax credits that expired with the sale of certain properties.
- Revenue from Tobacco Settlements decreased in 2010 by \$62.3 million. Those funds were disbursed by the County to the Nassau Health Care Corporation in 2009.
- Social Services expenses increased by \$24.8 million due to higher Temporary Assistance for Needy Families ("TANF") and Safety Net caseloads and increases in the cost of Medicaid.

In addition, Protection of Persons costs, which mainly represents the Police Headquarters Fund, the Police District Fund and Fire Prevention, Safety, Communication, and Education Fund, increased by \$45.6 million, principally due to salary increases resulting from the current labor agreements.

Table 2
Change in Net Assets
(dollars in millions)

	2010	2009	Change
Revenues			
Program Revenues			
Charges for Services	\$ 203.4	\$ 178.2	\$ 25.2
Operating Grants	485.2	463.4	21.8
Capital Grants	42.6	63.5	(20.9)
General Revenues			
Property Taxes	931.6	919.7	11.9
Sales Taxes	997.2	949.7	47.5
Other Taxes	40.9	41.1	(0.2)
Tobacco Settlement Revenues	19.9	82.2	(62.3)
Investment Income	13.7	13.8	(0.1)
Other General Revenues	26.4	26.0	0.4
Total Revenues	<u>2,760.9</u>	<u>2,737.6</u>	<u>23.3</u>
Expenses			
Legislative	10.2	10.1	0.1
Judicial	65.8	51.1	14.7
General Government	739.7	752.1	(12.4)
Protection of Persons	771.4	725.8	45.6
Health	243.1	268.2	(25.1)
Public Works	238.7	218.2	20.5
Recreation and Parks	34.0	33.4	0.6
Social Services	564.6	539.8	24.8
Corrections	231.6	253.6	(22.0)
Education	12.1	11.5	0.6
Interest on Long-Term Debt	171.2	164.5	6.7
Total Expenses	<u>3,082.4</u>	<u>3,028.3</u>	<u>54.1</u>
Decrease in Net Assets	(321.5)	(290.7)	(30.8)
Net Assets (Deficit) - Beginning (2010 Restated)	<u>(4,985.7)</u>	<u>(4,719.2)</u>	<u>(266.5)</u>
Net Assets (Deficit) - Ending	<u>(5,307.2)</u>	<u>(5,009.9)</u>	<u>(297.3)</u>
restated for accretion NCTSC		(21.6)	21.6
restated for deferred liab adj NIFA		<u>45.8</u>	<u>(45.8)</u>
Net Assets (Deficit) - Ending (2009 Restated)	<u>\$ (5,307.2)</u>	<u>\$ (4,985.7)</u>	<u>\$ (321.5)</u>

ANALYSIS OF FUND FINANCIAL STATEMENTS FOR 2010

The remaining statements in the CAFR are *fund financial statements (governmental fund statements and fiduciary fund statements)* that focus on individual parts of the County government, reporting on the County's operations in more detail than the government-wide statements. Funds are accounting devices that the County uses to keep track of specific sources of funding and spending on particular programs. The fund financial statements employ the *current financial resources measurement focus* and are presented using the *modified-accrual basis of accounting*. The current financial resources measurement focus requires the fund financial statements to report near-term inflows and outflows of financial resources. To achieve this objective, the application of the accrual basis of accounting must be modified so that the fund financial statements report only those transactions and events that affect inflows and outflows of financial resources in the near future.

The County's *governmental fund statements (balance sheet and statement of revenues, expenditures, and changes in fund balance)* tell how the general governmental services were financed in the short-term, as well as what money remains for future spending. These statements present the government's current financial resources (which include its cash and cash equivalents and those assets that are expected to be converted into cash within the next year) and the current liabilities that these assets will be used to retire.

The County's general operations are financed through four primary operating funds: the General Fund; the Fire Prevention, Safety, Communication, and Education Fund; the Police Headquarters Fund; and the Police District Fund. With the exception of the Police District Fund, the remaining primary operating funds have identical tax bases; accordingly, the resources in these funds are fungible. The County also has a debt service fund into which resources are transferred to pay current and future debt service obligations. The County's sewer and storm water operations are funded through a sewer and storm water resources district, which through state legislation, consolidated three sewage disposal district maintenance funds, as well as a sewage collection district maintenance fund for the twenty-seven sewer collection districts located throughout the County. The County also has a Technology Fund, an Open Space Fund, Environmental Bond Fund, as well as a series of other non-major operating and capital project funds.

The Governmental Fund Statements

The County ended the 2010 fiscal year with a budgetary surplus of \$26.6 million aggregated across its primary operating funds. This surplus resulted from the County's ability to meet the unprecedented budgetary challenges from the national credit crisis. The recovery of the aforementioned crisis led to a

recovery in sales tax revenue. Other key measures taken to reduce expenses included, but are not exclusive of, limiting hiring of personnel to key positions and the implementation of stringent cost controls on non-mandated costs.

Table 3
Summary of Changes in Unreserved Undesignated Fund Balance
Primary Operating Funds and Sewer and Storm Water District Fund
(dollars in millions)

	2010	2009	Change
Primary Operating Funds			
General	\$ 77.0	\$ 52.1	\$ 24.9
Fire Prevention, Safety, Communication, and Education	(0.2)	0.1	(0.3)
Police Headquarters	(2.5)	1.8	(4.3)
Police District	3.3	14.5	(11.2)
Total Primary Operating Funds	<u>\$ 77.6</u>	<u>\$ 68.5</u>	<u>\$ 9.1</u>
Sewer and Storm Water District Fund	<u>\$ 55.9</u>	<u>\$ 55.1</u>	<u>\$ 0.8</u>

As Table 3 shows, accumulated unreserved, undesignated fund balance in the primary operating funds totaled \$77.6 million at the end of 2010 on a financial reporting basis. On a budgetary basis, the County ended 2010 with accumulated unreserved and undesignated fund balance totaling \$90.8 million. The unreserved, undesignated fund balance in the Sewer and Storm Water Resources District increased by \$0.8 million on a financial reporting basis.

Specific factors that contributed to the County's fiscal performance were as follows:

- The County's workforce management program limited new hiring primarily to essential and/or emergency functional areas, and throughout the year, full-time staffing levels were below budgeted levels. For example, on December 31, 2010, full-time staffing in the primary operating funds were 774 positions below the budget allotment of 9,183 positions.
- By controlling spending on contracts and restricting purchasing via better inventory management, the County achieved a \$16.2 million positive variance to budget, primarily in the General Fund.
- Due to delayed borrowings for capital improvements and lower than budgeted interest rates, debt service costs were lower than budgeted in the amount of \$31.1 million.
- Partially offsetting these positive results were negative factors including a net reduction of \$30.0 million in State Aid and Federal Aid, and a \$5.7 million budgetary shortfall in investment income due to lower than expected interest rates. These negative variances are primarily a result of

slower economic activity due to the negative effects of the credit crisis, higher unemployment, and lower consumer confidence.

CAPITAL INVESTMENTS

The County completed a number of capital projects during the 2010 fiscal year, including \$43.9 million in sewer district improvements and upgrades, and \$53.3 million in public safety related improvements. The County made capital improvements during 2010 in the following areas:

Table 4
Capital Improvements
January 1, 2010 to December 31, 2010
(dollars in millions)

Project Category	Amount
Building Consolidation Plan	\$ 27.4
Building Improvements	8.2
Environmental Bond Act	15.3
Equipment	3.1
Infrastructure and Economic Development	40.5
Parks	9.7
Property Acquisition	1.3
Public Safety	25.9
Roads	14.8
Technology	21.1
Traffic	11.9
Transportation	4.4
Collection	17.6
Disposal	20.0
Storm Water	6.3
	<hr/>
Total	<u>\$ 227.5</u>

Detailed information on capital asset activity is available in the Notes to the Financial Statements Exhibit X-15, Note 8.

DEBT

The County and its blended component units –NIFA, NCTSC, and the Nassau County Sewer and Storm Water Finance Authority (“NCSSWFA”) - had approximately a combined \$3.6 billion in outstanding

long-term debt as of December 31, 2010, representing a net increase of \$141 million over the combined long-term debt outstanding as of December 31, 2009. The County also provides a direct-pay guarantee of \$259.1 million outstanding from the refunding and new money debt issued in October of 2004 and refunded in April 2009 by the Nassau Health Care Corporation and \$14.5 million outstanding from the refunding and new money debt issued in June of 2005 by the Nassau Regional Off-Track Betting Corporation. Since the two corporations are discretely-presented component units of the County, their debt is not itemized in Table 5 below.

Table 5
Changes in Long-Term Debt Obligations
(dollars in thousands)

	<u>Balance</u> <u>12/31/2009</u>	<u>Additions</u>	<u>Reductions</u>	<u>Balance</u> <u>12/31/2010</u>
General Obligation County Bonds	\$ 887,734	\$ 344,990	\$ 75,150	\$ 1,157,574
Sewage Purpose Bonds	90,735		12,980	77,755
SRF Revenue Bonds	130,085		8,916	121,169
Total County Long -Term Debt	<u>1,108,554</u>	<u>344,990</u>	<u>97,046</u>	<u>1,356,498</u>
NIFA Sales Tax Secured Bonds	<u>1,752,600</u>		<u>104,415</u>	<u>1,648,185</u>
Tobacco Settlement Asset-Backed Bonds	<u>442,108</u>	<u>4,676</u>	<u>402</u>	<u>446,382</u>
Sewer Financing Authority	<u>169,250</u>		<u>7,295</u>	<u>161,955</u>
Total Long Term Debt	<u><u>\$ 3,472,512</u></u>	<u><u>\$ 349,666</u></u>	<u><u>\$ 209,158</u></u>	<u><u>\$ 3,613,020</u></u>

During 2010, the County issued \$345 million of long-term debt to fund its capital program. The County did not issue any new debt through the State Revolving Loan Fund ("SRF") during 2010. The SRF is administered by the New York State Environmental Facilities Corporation which provides interest-subsidized loans to local governments for eligible environmental projects (e.g., sewer and storm water improvement initiatives).

Offsetting new issuances was a decrease in NIFA's long-term debt of \$104.4 million during 2010. This decrease reflects the maturation and run-off of the existing NIFA debt.

The net amount of outstanding debt of the NCTSC increased by \$4.2 million due to the accretion in the

value of its capital appreciation bonds, partially offset by the maturity of its senior bonds.

During 2010, the NCSSWFA had \$7.3 million of bonds mature.

The County issued two cash flow notes during 2010. Management anticipates issuing one or more cash flow notes in 2011.

Detailed information on long-term debt activity is available in the Notes to the Financial Statements Exhibit X-15, Note 10.

The County implemented GASB Statement No. 53, "Accounting and Reporting for Derivative Instruments" (GASB 53). A key provision of GASB 53 is that certain derivative instruments, with the exception of synthetic guaranteed investment contracts that are fully benefit-responsive, are reported at fair value by governments in their government-wide financial statements. The financial reporting impact resulting from the implementation of GASB 53 is the recognition within the government-wide financial statements of a liability for 'hedging' derivative instruments whose negative fair value at December 31, 2010 totaled \$53.2 million with a corresponding amount being reported as deferred outflows of resources in the assets section of the government-wide financial statements and no net impact on the County's net asset (deficit) position.

NASSAU COUNTY'S CREDIT RATING

In May 2010, Fitch IBCA and Moody's Investor Services released their new recalibrated ratings. Both Agencies changed their ratings for the County as part of their recalibrations. In June 2010, Fitch IBCA, and Standard and Poor's reaffirmed the County's ratings, with no change in ratings while, at the same time Moody's Investors Services changed their outlook for the County's ratings to negative. During November 2010, Moody's Investors Services downgraded the County and put the County on watch. During April 2011, Moody's Investors Services maintained the County's ratings and removed the negative watch but kept the negative outlook.

CONCLUSION

The County's net worth declined by \$321.5 million during 2010 to a negative \$5.3 billion. This decline was primarily driven by the increases in long-term liabilities for OPEB and the addition of long-term debt. The negative balance in total net worth is principally driven by borrowing for real property tax

refunds, the liability for health insurance for retirees, and other liabilities for which there are no corresponding assets.

During 2010, the County generated a positive budgetary surplus of \$26.6 million across its primary operating funds. This surplus resulted from the County's ability to meet the budgetary challenges and revenue shortfalls during 2010 by limiting hiring of personnel and the implementation of spending controls. At the end of 2010, unreserved, undesignated fund balance in the County's primary operating funds were \$90.8 million on a budgetary basis.

The County faces difficult challenges as do other municipalities around the country. The Administration is committed to pursuing recurring cost reduction and revenue maximization strategies before relying on taxpayers to bear any additional burden.

BASIC FINANCIAL STATEMENTS

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EXHIBIT X1

COUNTY OF NASSAU, NEW YORK

**STATEMENT OF NET ASSETS
DECEMBER 31, 2010 (Dollars in Thousands)**

	Primary Government	
	Governmental Activities	Component Units
ASSETS		
CURRENT ASSETS:		
Cash and Cash Equivalents	\$ 734,526	\$ 84,125
Investments, including Accrued Interest (Note 2)	94,620	
Assets Whose Use is Limited - Current		42,276
Sales Tax Receivable	118,168	
Interest Receivable	2,672	
Student Accounts and Loans Receivable		10,029
Less Allowance for Doubtful Accounts		(5,038)
Due from Other Governments (Note 3)	228,840	2,726
Less Allowance for Doubtful Accounts	(2,722)	
Due from Primary Government (Note 6)		10,022
Other Receivables		40,021
Accounts Receivable	27,803	324,024
Less Allowance for Doubtful Accounts		(220,073)
Real Property Taxes Receivable	77,506	
Less Allowance for Doubtful Accounts	(10,723)	
Due from Component Unit (Note 5)	9,251	
Investments	111,006	8,542
Fund Balances	14,889	8,083
Other Assets - Current		
Total Current Assets	1,402,892	286,326
NON CURRENT ASSETS:		
Deferred Financing Costs	187,435	5,186
Less Accumulated Amortization	(81,549)	(3,472)
Deferred Charges (Note 7)	332,931	
Deferred Outflows of Resources	53,229	
Assets Whose Use is Limited		55,814
Capital Assets Not Being Depreciated (Note 8)	607,745	18,360
Depreciable Capital Assets (Note 8)	3,205,046	772,066
Less Accumulated Depreciation	(1,448,249)	(478,405)
Deposits Held by Trustees		17,110
Deposits Held in Custody for Others	8,693	1,890
Tax Sale Certificates (Note 5)	9,146	
Tax Real Estate Held for Sale (Note 4)		
Other Assets		13,161
Total Non Current Assets	2,857,426	402,289
Total Assets	4,390,318	688,615
LIABILITIES		
CURRENT LIABILITIES:		
Accounts Payable	91,740	55,892
Accrued Liabilities	93,312	26,146
Tax Anticipation Notes Payable	273,090	
Revenue Anticipation Notes Payable	210,000	
Accrued Interest Payable	18,637	1,458
Notes Payable - Current		50
Deferred Revenue - Current	40,291	10,852
Current Portion of Long Term Liabilities (Note 10)	348,578	9,008
Other Liabilities - Current	15,081	35,893
Total Current Liabilities	1,077,933	151,273
NON CURRENT LIABILITIES:		
Notes Payable		74
Derivative Instruments - Interest Rate Swaps	53,229	25,065
Serfs Bonds Payable (Notes 10 and 11)	3,308,246	254,930
Deferred Bond Premium/Discount (Net of Amortization)	(18,780)	2,004
Deferred Revenue	24,982	
Accrued Vacation and Sick Pay (Note 10 and 10)	529,448	55,480
Deferred Payroll	71,285	
Estimated Workers' Compensation Liability (Notes 10 and 10)	248,399	
Estimated Tax Certificates Payable (Notes 10 and 10)	62,314	
Estimated Liability for Litigation and Malpractice (Notes 10 and 10)	222,718	38,400
Liability for Future Pension Expense		21,166
Capital Leases (Note 9)	5,251	
Other Liabilities - Non Current	14,386	15,708
Deposits Held in Custody for Others		1,658
Insurance Reserve Liability		1,984
Postemployment Retirement Benefits Liability	3,856,129	502,258
Total Non Current Liabilities	8,619,685	296,171
Total Liabilities	9,897,624	447,444
NET ASSETS (DEFICIT)		
Invested in Capital Assets, Net of Related Debt	1,634,318	162,670
Reserve(s):		
General		1,804
Special Revenue		
Nassau Community College Foundation Fund		1,483
Donor Imposed Stipulations		108
Direct Scholarships		1,117
Restricted Scholarships		343
Capital Projects	225,316	17,113
Debt Service		525
Student Loans		525
Unrestricted Deficit	(7,086,438)	(643,718)
Total Net Assets (Deficit)	\$ (5,207,206)	\$ (467,838)

See accompanying notes to financial statements.

EXHIBIT X-2

COUNTY OF NASSAU, NEW YORK

**STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED DECEMBER 31, 2010 (Dollars in Thousands)**

Functions/Programs	Program Revenues					Net (Expense) Revenue and Changes in Net Assets	
	Expenses	Charges for Services	Operating Grants	Capital Grants	Primary Government		
					Governmental Activities	Component Units	
Primary Government:							
Legislative	\$ 10,213	\$ 193	\$	\$	\$ (10,020)	\$	
Judicial	65,765	33,961	4,835		(26,969)		
General Government	739,650	61,742	40,114		(637,794)		
Protection of Persons	771,480	36,495	10,761		(724,224)		
Health	243,078	22,196	147,386		(73,496)		
Public Works	238,683	6,060	930	42,576	(189,117)		
Recreation and Parks	34,035	19,426			(14,609)		
Social Services	564,636	18,497	262,971		(283,168)		
Corrections	231,627	4,784	18,246		(208,597)		
Education	12,086				(12,086)		
Debt Service Interest	171,156				(171,156)		
Total Primary Government	\$ 3,082,409	\$ 203,354	\$ 485,243	\$ 42,576	(2,351,236)		
Component Units	\$ 921,638	\$ 674,740	\$ 153,592	\$ 13,794			(79,512)
General Revenues:							
Taxes:							
Property Taxes					\$ 931,585		
Sales Taxes					997,175		
Other Taxes					40,900		
Tobacco Settlement Revenue and Tobacco Receipts					19,881		
Investment Income					13,654		2,614
Other					26,521		4,416
Total General Revenues					2,029,716		7,030
Change in Net Assets					(321,520)		(72,482)
Subtotal					(321,520)		(72,482)
Net Assets (Deficit) - Beginning, as related (Note 1)					(4,365,686)		(385,350)
Net Assets (Deficit) - Ending					\$ (5,307,206)		\$ (457,832)

See accompanying notes to financial statements.

EXHIBIT X-3

COUNTY OF NASSAU, NEW YORK

**GOVERNMENTAL FUNDS
BALANCE SHEET
DECEMBER 31, 2010 (Dollars in Thousands)**

	General Fund	NIFA General Fund	Debt Service Fund	Fire Prevention, Safety, Communication and Education Fund	Police District Fund	Police Headquarters Fund	Sewer and Storm Water District Fund	Capital Fund	Nonmajor Governmental Funds	Total Governmental Funds
ASSETS										
Cash	\$ 173,482	\$ 612	\$ 2,829	\$ 1,782	\$ 726	\$ 4,255	\$ 181,296	\$ 285,205	\$ 127,509	\$ 733,526
Investments (Note 2)									94,628	94,628
Sales Tax Receivable		116,166								116,166
Interest Receivable									81	81
Due from Other Governments (Note 3)	189,070			3		2,966		9,025	27,835	228,849
Less Allowance for Doubtful Accounts	(2,722)									(2,722)
Accounts Receivable	22,841				457	3,993	151	10	381	27,833
Real Property Taxes Receivable	77,506									77,506
Less Allowance for Doubtful Accounts	(10,733)									(10,733)
Tax Sale Certificates (Note 5)	5,633									5,633
Tax Real Estate Held for Sale (Note 4)	8,145									8,145
Interfund Receivables (Note 6)	319,224		170,690	313	21,365	35,587	507	105,737	16,414	689,837
Prepays	42,108		15,962	1,009	34,070	29,839	1,825		2,148	125,919
Due from Component Units (Note 6)	22,591									22,591
Other Assets	7,459	44		125	3,273	3,330	385	209	32	14,880
TOTAL ASSETS	\$ 860,822	\$ 116,822	\$ 189,181	\$ 3,232	\$ 59,891	\$ 78,970	\$ 134,167	\$ 400,186	\$ 269,058	\$ 2,112,129
LIABILITIES AND FUND EQUITY										
LIABILITIES:										
Accounts Payable	\$ 53,825	\$	\$	\$ 16	\$ 362	\$ 1,537	\$ 5,381	\$ 16,596	\$ 13,921	\$ 91,740
Accrued Liabilities	49,957	153		470	7,436	6,549	2,544	18,242	48,944	134,185
Tax Anticipation Notes Payable (Note 10)	270,000									270,000
Revenue Anticipation Notes Payable (Note 10)	210,000									210,000
Deferred Revenue	40,861								44,660	85,521
Interfund Payables (Note 6)	57,764	100,178	189,181	2,684	48,425	72,041	23,647	155,392	20,325	629,837
Due to Component Units (Note 6)							28	12,211	1,061	13,300
Other Liabilities	15,061								14,366	29,447
Total Liabilities	697,388	100,331	189,181	3,370	56,223	80,127	31,600	202,543	143,277	1,504,040
FUND EQUITY (DEFICITS)										
Fund Balances:										
Reserved for Retirement of Temporary Financing								4,401	4,187	8,588
Reserved for Encumbrances	86,227			61	362	1,320	11,158	205,018	124,373	428,537
Restricted - Senior Liquidity Reserve									24,009	24,009
Unreserved and Designated for Ensuing Year's Budget (Note 13):										
Special Revenue							85,538			85,538
Unreserved Nonmajor Fund Balances (Deficits):										
Special Revenue									(10,353)	(10,353)
Capital Projects									(32,730)	(32,730)
Debt Service									16,295	16,295
Unreserved Major Fund Balances (Deficits) (Note 14)	77,007	16,491		(199)	3,256	(2,477)	55,871	(11,774)		138,205
Total Fund Equity (Deficits)	163,234	16,491		(138)	3,668	(1,157)	102,567	197,643	125,781	608,089
Commitments and Contingencies (Note 16)										
TOTAL LIABILITIES AND FUND EQUITY (DEFICITS)	\$ 860,822	\$ 116,822	\$ 189,181	\$ 3,232	\$ 59,891	\$ 78,970	\$ 134,167	\$ 400,186	\$ 269,058	\$ 2,112,129

The reconciliation of the fund balances of governmental funds to the net assets of governmental activities in the Statement of Net Assets is presented in an accompanying statement.

See accompanying notes to financial statements.

EXHIBIT X-4

COUNTY OF NASSAU, NEW YORK

**RECONCILIATION OF THE BALANCE SHEET OF GOVERNMENTAL FUNDS
TO THE STATEMENT OF NET ASSETS
DECEMBER 31, 2010 (Dollars in Thousands)**

Amounts reported for governmental activities in the Statement of Net Assets are different because:

Total fund balances - governmental funds	\$ 608,089
Revenue recorded in the statement of net assets is recorded as deferred revenue in the governmental funds	19,481
Premium on debt issued is recorded in the governmental funds as revenue. In the statement of activities, the premium is amortized over the lives of the debt	(117,972)
Capital assets used in governmental activities are not financial resources and therefore are not reported in the funds, net	2,454,542
Other long-term assets are not available to pay for current-period expenditures and, therefore, are deferred in the funds	465,877
Long-term liabilities are not due and payable in the current period and accordingly are not reported in the funds:	
Bonds payable	(3,398,246)
GASB 45 liability	(3,858,129)
Other long term liabilities	(1,153,894)
Current portion of long term liabilities and short term notes payable	(344,678)
Accrued expenses and interest payable	<u>15,724</u>
Net assets (deficit) of governmental activities	<u>\$ (5,307,206)</u>

See accompanying notes to financial statements.

EXHIBIT X-5

COUNTY OF NASSAU, NEW YORK

GOVERNMENTAL FUNDS
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES
FOR THE YEAR ENDED DECEMBER 31, 2010 (Dollars in Thousands)

	General Fund	NFA General Fund	Debt Service Fund	Fire Prevention, Safety, Home Demonstration and Education Fund	Police District Fund	Police Headquarters Fund	Sewer and Storm Water District Fund	Capital Fund	Nonmajor Governmental Funds	Total Governmental Funds
REVENUES:										
Interest and Penalties on Taxes	\$ 20,621	\$	\$	\$	\$	\$	\$	\$	\$	\$ 20,621
Licenses and Permits	7,407				1,004	452	230			10,119
Fines and Forfeits	30,291				960				1,708	39,049
Interest Income	1,915	84		1	103	14	1,049	485	365	3,396
Rents and Royalties	10,999				840	684		693	281	21,317
Tobacco Receipts	87,474			5,918	3,297	10,252	2,032	18	14,881	118,881
Departmental Revenues	149,242			280	12,742	56			3,148	165,428
Industrial Aid	207,250		1,500		125			18,535	73,854	301,177
State Aid	171,931	7		120		246		5,128	39,353	318,809
Sales Tax	784,816	184,762								969,578
Prescribed Sales Tax in Lieu of Property Taxes	57,556									57,556
Property Taxes	103,492			15,401	343,354	279,680			125,038	828,205
Payments in Lieu of Taxes	6,831									6,831
Special Taxes	7,532					28,346			2,341	34,019
Other Revenues	29,217			32	1,289	1,844	185		4,242	26,809
Total Revenues	1,704,084	184,853	1,500	21,472	392,107	333,785	3,895	25,234	210,735	2,682,479
EXPENDITURES:										
Current:										
Legislative	10,207									10,207
Judicial	52,577								3,518	56,095
General Administration	218,080	1,200							37,116	226,286
Protection of Persons	12,558			20,778	394,108	305,650			11,008	798,113
Health	204,418								63,750	268,168
Public Works	102,354						61,208			163,562
Recreation and Parks	23,292								4,467	27,759
Capital Outlay - General								110,353		110,353
Capital Outlay - Sewerage District									25,008	25,008
Social Services	585,470								8,491	593,961
Corrections	225,207								1,487	226,694
Education	16,483									16,483
Payments for Tax Contests and Other Judgments	105,493									105,493
Other	127,808									127,808
Total Current	1,691,734	1,203	1,500	20,778	984,108	305,650	61,208	118,353	148,144	2,808,318
Debt Service:										
Principal			76,710				21,990		112,118	210,718
Interest			44,958				8,219		82,514	145,811
Financing Costs			7,089							7,089
Total Debt Service	128,735	128,735	128,735	128,735	128,735	128,735	30,209	30,209	30,209	383,606
Total Expenditures	1,820,469	1,331	1,628	20,778	364,108	336,650	91,417	148,562	178,353	3,191,924
EXCESS (DEFICIENCY) OF REVENUES OVER (UNDER) EXPENDITURES	12,350	183,822	(127,128)	694	(38,001)	(2,865)	(108,522)	(92,115)	(71,296)	(268,074)
OTHER FINANCING SOURCES (USES):										
Other Financing Sources - Premium on Bonds			23,413				335			23,748
Other Financing Sources - EFC Drawdowns									1,141	1,141
Transfers In	209,458		286,200	940	21,890	34,808	1,222		10,592	604,830
Transfers In of Investment Income	484						85			569
Transfers Out	(240,142)		(302,450)	(1,871)	(1,041)	(18,433)	(8,949)		(5,131)	(604,830)
Transfers Out of Investment Income									(465)	(465)
Transfers to from NFA	517	1,089								1,606
Transfers to from NFA		(188,884)								(188,884)
Transfers to from SPA										
Transfers to from SPA										
Issuance of Bonds			162,969				104,055			267,024
Redemption of Notes								173,392		173,392
Total Other Financing Sources (Uses)	30,377	(167,795)	127,135	(691)	20,828	22,263	96,749	162,796	75,827	274,670
NET CHANGE IN FUND BALANCES (DEFICITS)	42,627	15,827	(127,135)	(691)	(11,173)	(6,802)	(11,803)	75,677	(509)	105,802
TOTAL FUND BALANCES AT BEGINNING OF YEAR	120,577	660	96	14,641	3,475	114,370	120,089	125,290	601,284	870,312
TOTAL FUND BALANCES (DEFICITS) AT END OF YEAR	\$ 163,204	\$ 15,487	\$ (127,135)	\$ (691)	\$ 3,302	\$ (1,157)	\$ 108,286	\$ 197,643	\$ 124,781	\$ 876,114

See accompanying notes to financial statements.

EXHIBIT X-6

COUNTY OF NASSAU, NEW YORK

**RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES
OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED DECEMBER 31, 2010 (Dollars in Thousands)**

Amounts reported for governmental activities in the Statement of Activities are different because:

Net change in fund balances - total governmental funds \$ 106,805

Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount by which depreciation exceeded capital outlays in the current period

Purchase of capital assets	\$ 419,342	
Depreciation expense	(114,633)	
Other	(314,598)	(9,889)

The issuance of long-term debt (e.g., bonds and leases) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net assets. Also, governmental funds report the effect of issuance costs, premiums, discounts, and similar items when debt is first issued, whereas these amounts are deferred and amortized in the Statement of Activities. This amount is the net effect of these differences in the treatment of long-term debt and related items.

Effect of GASB 45 and GASB 48 (net)	(253,104)	
Proceeds from sales of bonds	(344,990)	
Principal payments of bonds and payments for refunded bonds	209,158	
Accrued interest payable	(1,939)	
Additions to and amortization of debt issuance costs	7,068	
Amortized deferred liabilities	(27,405)	
Change in long-term liabilities	(7,225)	(418,436)

Change in net assets (deficit) - governmental activities \$ (321,520)

See accompanying notes to financial statements.

EXHIBIT X-7

COUNTY OF NASSAU, NEW YORK

**STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES
TOTAL BUDGETARY AUTHORITY AND ACTUAL
GENERAL FUND
FOR THE YEAR ENDED DECEMBER 31, 2010 (Dollars in Thousands)**

	Original Budget	Total Budgetary Authority	Actual	GAAP to Budgetary Basis Conversion (Note 13)	Actual on a Budgetary Basis	Variance Positive (Negative)
Revenues:						
Interest and Penalties on Taxes	\$ 27,500	\$ 27,500	\$ 26,521	\$	\$ 26,521	\$ (979)
Licenses and Permits	8,382	8,382	7,487		7,487	(915)
Fines and Forfeits	51,172	51,172	36,291		36,291	(14,881)
Interest Income	8,000	8,000	1,318		1,315	(6,685)
Rents and Recoveries	33,281	33,281	18,939		18,939	(14,342)
Departmental Revenue	72,360	72,360	67,474		67,474	(4,886)
Interdepartmental Revenue	191,909	205,910	143,242		143,242	(82,668)
Federal Aid	173,857	175,668	207,359		207,359	31,691
State Aid	228,562	233,636	171,931		171,931	(61,705)
Sales Tax	941,252	941,252	754,818		754,818	(186,434)
Presumpted Sales Tax in Lieu of Property Taxes	61,831	61,831	57,565		57,565	(4,266)
Property Taxes	162,839	162,839	168,432		168,432	5,593
Payments in Lieu of Taxes	6,501	6,501	6,681		6,681	380
Special Taxes	9,175	9,175	7,532		7,532	(1,643)
Other Revenues	10,184	13,184	28,317	(3,613)	24,704	11,520
Total Revenues	1,996,806	2,010,691	1,704,084	(3,613)	1,700,471	(310,220)
Expenditures:						
Current:						
Legislative	11,415	11,465	10,207	(78)	10,131	1,334
Judicial	61,769	75,961	62,877	(956)	61,721	14,240
General Administration	245,441	252,109	216,989	5,150	222,148	29,961
Protection of Persons	17,798	17,671	16,558	(864)	15,694	1,977
Health	278,115	278,054	204,418	35,825	240,241	37,813
Public Works	129,170	120,748	102,354	1,527	103,881	16,867
Recreation and Parks	23,997	25,795	23,282	1,696	24,978	817
Social Services	590,896	607,745	585,470	4,708	590,178	17,567
Corrections	252,577	252,266	225,207	10,784	235,991	16,275
Education	19,430	16,099	10,483		10,483	5,616
Payments for Tax Certiorari and Other Judgments	50,000	43,528	106,483	(72,991)	33,492	10,036
Other	122,180	128,014	127,608	(4,672)	122,936	6,078
Total Expenditures	1,802,798	1,830,455	1,691,734	(19,860)	1,671,274	158,581
Excess (Deficiency) of Revenues Over (Under) Expenditures	194,007	180,236	12,350	16,247	28,597	(151,639)
Other Financing Sources (Uses):						
Transfers In			269,468	(94,261)	175,207	175,207
Transfers in of Investment Income			464		464	464
Transfers Out	(289,820)	(280,049)	(240,142)		(240,142)	39,907
Transfer In from NIFA			517		517	517
Total Other Financing Sources (Uses)	(289,820)	(280,049)	30,307	(94,261)	(63,954)	216,095
Net Change in Fund Balance (Deficit)	(99,813)	(99,813)	42,657	(78,014)	(35,357)	64,456
Fund Balance at Beginning of Year	99,813	99,813	120,577		120,577	20,764
Fund Balance (Deficit) at End of Year	\$	\$	\$ 163,234	\$ (78,014)	\$ 85,220	\$ 85,220

See accompanying notes to financial statements.

EXHIBIT X-3

COUNTY OF NASSAU, NEW YORK

**STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES
TOTAL BUDGETARY AUTHORITY AND ACTUAL
FIRE PREVENTION, SAFETY, COMMUNICATION AND EDUCATION FUND
FOR THE YEAR ENDED DECEMBER 31, 2010 (Dollars in Thousands)**

	<u>Original Budget</u>	<u>Total Budgetary Authority</u>	<u>Actual</u>	<u>GAAP to Budgetary Basis Conversion (Note 13)</u>	<u>Actual on a Budgetary Basis</u>	<u>Variance Positive (Negative)</u>
Revenues:						
Interest Income	\$ 3	\$ 3	\$ 1	\$	\$ 1	\$ (2)
Departmental Revenue	5,897	5,897	5,918		5,918	21
Interdepartmental Revenue	100	100				(100)
State Aid	190	190	120		120	(70)
Property Taxes	15,401	15,401	15,401		15,401	
Other Revenues	28	28	32	(32)		(28)
Total Revenues	21,619	21,619	21,472	(32)	21,440	(179)
Expenditures:						
Current:						
Protection of Persons	21,226	21,226	20,778	(810)	19,908	1,258
Total Expenditures	21,226	21,226	20,778	(810)	19,908	1,258
Excess of Revenues Over Expenditures	393	393	694	778	1,472	1,078
Other Financing Uses:						
Transfers In		584	640	(640)		(584)
Transfers Out	(436)	(1,020)	(1,571)		(1,571)	(551)
Total Other Financing Sources (Uses)	(436)	(436)	(931)	(640)	(1,571)	(1,135)
Net Change In Fund Balance (Deficit)	(43)	(43)	(237)	138	(99)	(56)
Fund Balance at Beginning of Year	43	43	99		99	56
Fund Balance (Deficit) at End of Year	\$	\$	\$ (135)	\$ 138	\$	\$

See accompanying notes to financial statements.

EXHIBIT X-9

COUNTY OF NASSAU, NEW YORK

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES
 TOTAL BUDGETARY AUTHORITY AND ACTUAL
 POLICE DISTRICT FUND
 FOR THE YEAR ENDED DECEMBER 31, 2010 (Dollars in Thousands)

	Original Budget	Total Budgetary Authority	Actual	GAAP to Budgetary Basis Conversion (Note 13)	Actual on a Budgetary Basis	Variance Positive (Negative)
Revenues:						
Rents and Recoveries	\$ 350	\$ 350	\$ 840	\$	\$ 840	\$ 490
Licenses and Permits	2,828	2,828	1,904		1,904	(924)
Fines and Forfeits	1,750	1,750	960		960	(790)
Interest Income	110	110	103		103	(7)
Departmental Revenue	3,412	3,412	3,297		3,297	(115)
Interdepartmental Revenue	552	552	280		280	(272)
Property Taxes	343,354	343,354	343,354		343,354	
Other Revenue	1,417	1,417	1,368	(1,368)		(1,417)
Total Revenues	353,773	353,773	352,107	(1,368)	350,738	(3,035)
Expenditures:						
Current:						
Protection of Persons	365,023	365,023	384,108	(25,212)	358,896	6,127
Total Expenditures	365,023	365,023	384,108	(25,212)	358,896	6,127
Excess (Deficiency) of Revenues Over (Under) Expenditures	(11,250)	(11,250)	(32,001)	23,843	(8,158)	3,092
Other Financing Sources (Uses):						
Transfers In	11,000	11,000	21,869	(21,869)		(11,000)
Transfer Out	(152)	(152)	(1,041)		(1,041)	(889)
Total Other Financing Sources (Uses)	10,848	10,848	20,828	(21,869)	(1,041)	(11,889)
Net Change in Fund Balance (Deficit)	(402)	(402)	(11,173)	1,974	(8,198)	(8,787)
Fund Balance at Beginning of Year	402	402	14,841		14,841	14,439
Fund Balance at End of Year	\$	\$	\$ 3,668	\$ 1,974	\$ 5,642	\$ 5,642

See accompanying notes to financial statements.

EXHIBIT X-10

COUNTY OF NASSAU, NEW YORK

**STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES
TOTAL BUDGETARY AUTHORITY AND ACTUAL
POLICE HEADQUARTERS FUND
FOR THE YEAR ENDED DECEMBER 31, 2010 (Dollars in Thousands)**

	<u>Original Budget</u>	<u>Total Budgetary Authority</u>	<u>Actual</u>	<u>GAAP to Budgetary Basis Conversion (Note 13)</u>	<u>Actual on a Budgetary Basis</u>	<u>Variance Positive (Negative)</u>
Revenues:						
Licenses and Permits	\$ 900	\$ 900	\$ 452	\$	\$ 452	\$ (448)
Rents and Recoveries	400	400	564		564	164
Interest Income	2	2	14		14	12
Departmental Revenue	21,833	21,833	18,952		18,952	(2,881)
Interdepartmental Revenue	14,726	14,726	12,742		12,742	(1,984)
Federal Aid	3,664	3,664	125		125	(3,539)
State Aid	2,589	2,589	246		246	(2,343)
Property Taxes	279,980	279,980	279,980		279,980	
Special Taxes	23,901	23,901	23,846		23,846	(55)
Other Revenues	1,938	1,938	1,844	(1,844)		(1,938)
Total Revenues	349,933	349,933	338,765	(1,844)	336,921	(13,012)
Expenditures:						
Current:						
Protection of Persons	345,485	339,003	365,660	(37,697)	327,963	11,040
Total Expenditures	345,485	339,003	365,660	(37,697)	327,963	11,040
Excess (Deficiency) of Revenues Over (Under) Expenditures	4,448	10,930	(26,895)	35,853	8,958	(1,972)
Other Financing Sources (Uses):						
Transfers In			34,696	(34,696)		
Transfers Out	(6,199)	(12,681)	(12,433)		(12,433)	248
Total Other Financing Sources (Uses)	(6,199)	(12,681)	22,263	(34,696)	(12,433)	248
Net Change in Fund Balance (Deficit)	(1,751)	(1,751)	(4,632)	1,157	(3,475)	(1,724)
Fund Balance at Beginning of Year	1,751	1,751	3,475		3,475	1,724
Fund Balance (Deficit) at End of Year	\$	\$	\$ (1,157)	\$ 1,157	\$	\$

See accompanying notes to financial statements.

COUNTY OF NASSAU, NEW YORK

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
 TOTAL BUDGETARY AUTHORITY AND ACTUAL
 SEWER & STORM WATER DISTRICT FUND
 FOR THE YEAR ENDED DECEMBER 31, 2010 (Dollars In Thousands)

	Original Budget	Total Budgetary Authority	Actual	GAAP to Budgetary Basis Conversion (Note 13)	Actual on a Budgetary Basis	Variance Positive (Negative)
Revenues:						
Licenses and Permits	\$ 242	\$ 242	\$ 296	\$	\$ 296	\$ 54
Rents and Recoveries	2,007	2,007				(2,007)
Interest Income	1,294	1,294	1,049		1,049	(245)
Departmental Revenue	9,726	9,726	2,032		2,032	(7,694)
Interdepartmental Revenue	619	619	56		56	(563)
Other Revenues			165	(165)		
Total Revenues	<u>13,888</u>	<u>13,888</u>	<u>3,598</u>	<u>(165)</u>	<u>3,433</u>	<u>(10,455)</u>
Expenditures:						
Current:						
Public Works	<u>164,801</u>	<u>164,801</u>	<u>112,150</u>	<u>10,586</u>	<u>122,736</u>	<u>42,065</u>
Total Expenditures	<u>164,801</u>	<u>164,801</u>	<u>112,150</u>	<u>10,586</u>	<u>122,736</u>	<u>42,065</u>
Excess (Deficiency) of Revenues Over (Under) Expenditures	<u>(150,913)</u>	<u>(150,913)</u>	<u>(108,552)</u>	<u>(10,751)</u>	<u>(119,303)</u>	<u>31,610</u>
Other Financing Sources (Uses):						
Other Financing Sources - Premium			335		335	335
Transfers In of Investment Income			1,222		1,222	1,222
Transfers In			85		85	85
Transfers Out	(9,560)	(9,560)	(8,948)		(8,948)	612
Transfer In from SFA			104,055		104,055	104,055
Total Other Financing Sources (Uses)	<u>(9,560)</u>	<u>(9,560)</u>	<u>96,749</u>		<u>96,749</u>	<u>106,309</u>
Net Change in Fund Balance (Deficit)	(160,473)	(160,473)	(11,803)	(10,751)	(22,554)	137,919
Fund Balance (Deficit) at Beginning of Year	<u>160,473</u>	<u>160,473</u>	<u>114,370</u>		<u>114,370</u>	<u>(46,103)</u>
Fund Balance (Deficit) at End of Year	<u>\$</u>	<u>\$</u>	<u>\$ 102,567</u>	<u>\$ (10,751)</u>	<u>\$ 91,816</u>	<u>\$ 91,816</u>

See accompanying notes to financial statements.

COUNTY OF NASSAU, NEW YORK

**STATEMENT OF FIDUCIARY NET ASSETS
FIDUCIARY FUNDS
DECEMBER 31, 2010 (Dollars in Thousands)**

Agency Fund

ASSETS:

Cash	\$	65,570
Due From Component Unit		<u>1,474</u>
TOTAL ASSETS	\$	<u>67,044</u>

LIABILITIES:

Accounts Payable	\$	1,029
Other Liabilities		<u>66,015</u>
TOTAL LIABILITIES	\$	<u>67,044</u>

Nassau County Tobacco Securitization Corporation Residual Trust

ASSETS:

Cash	\$	<u>18,412</u>
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LIABILITIES:

Other Liabilities	\$	<u>18,412</u>
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See accompanying notes to financial statements.

EXHIBIT X-13

COUNTY OF NASSAU, NEW YORK

STATEMENT OF NET ASSETS
 ALL DISCRETELY PRESENTED COMPONENT UNITS
 DECEMBER 31, 2010 (WITH THE NASSAU COMMUNITY COLLEGE AUGUST 31, 2010)
 (Dollars in Thousands)

	Nassau Community College	Nassau Health Care Corporation	Nassau Regional Off-Tract Bethina Corp.	Nassau County Industrial Development Agency	Total
ASSETS					
CURRENT ASSETS:					
Cash and Cash Equivalents	\$ 52,502	\$ 4,368	\$ 8,813	\$ 2,462	\$ 68,135
Assets Whose Use is Limited - Current		42,276			42,276
Student Accounts and Loans Receivable	10,829				10,829
Less Allowance for Doubtful Accounts	(6,086)				(6,086)
Due from Primary Government		11,745			11,745
Due from Other Governments	2,726				2,726
Other Receivables	1,669	38,155			40,021
Accounts Receivable		323,757	267		324,021
Less Allowance for Doubtful Accounts		(220,073)			(220,073)
Inventories		5,542			5,542
Other Assets - Current	331	8,419	429	4	9,063
Total Current Assets	61,666	214,189	9,509	2,466	288,022
NON CURRENT ASSETS:					
Deferred Financing Costs	2,787	2,867	532		6,189
Less Accumulated Amortization	(1,637)	(1,540)	(195)		(3,472)
Assets Whose Use is Limited		56,514			56,514
Capital Assets Not Being Depreciated	3,718	12,499	2,135	11	18,363
Depreciable Capital Assets	222,834	508,548	40,605	79	772,066
Less Accumulated Depreciation	(112,844)	(344,566)	(21,785)	(70)	(479,405)
Deposits Held by Trustees	17,113				17,113
Deposits Held in Custody for Others	1,660				1,660
Other Assets - Non Current		13,161			13,161
Total Non Current Assets	133,529	247,552	21,182	20	402,283
Total Assets	195,197	461,741	30,691	2,476	690,305
LIABILITIES					
CURRENT LIABILITIES:					
Accounts Payable	6,893	42,115	5,853	121	55,092
Accrued Liabilities		23,666	7,490		28,146
Accrued Interest Payable		1,458			1,458
Notes Payable - Current			59		59
Due To Primary Government	1,284		429		1,693
Deferred Revenue	19,650			2	19,652
Current Portion of Long Term Liabilities	5,110	2,438	1,455		9,003
Other Liabilities - Current	1,669	32,215	1,459		35,663
Total Current Liabilities	38,606	99,482	16,755	123	152,966
NON CURRENT LIABILITIES:					
Notes Payable			74		74
Derivative Instruments - Interest rate swaps		25,355			25,355
Serial Bonds Payable	51,836	230,014	13,060		294,930
Accrued Vacation and Sick Pay	52,194	43,285		24	95,483
Estimated Liability for Litigation	400	36,000			36,400
Deposits Held in Custody for Others	1,669				1,669
Insurance Reserve Liability	1,964				1,964
Deferred Bond Premium (Net of Amortization)	2,004				2,004
Liability for Future Pension Expense	1,334	19,822			21,156
Postemployment Retirement Benefits Liability	296,132	157,276	48,934	16	502,358
Other Liabilities - Non Current		13,768			13,768
Total Non Current Liabilities	407,543	525,500	62,098	40	605,171
Total Liabilities	446,149	624,982	78,843	163	1,148,137
NET ASSETS (DEFICIT)					
Invested in Capital Assets, Net of Related Debt	58,372	94,550	9,729	20	162,670
Restricted:					
General		1,664			1,664
Special Revenue					
Nassau Community College Foundation Fund					
Donor Imposed Stipulations	1,468				1,468
Direct Scholarships	105				106
Restricted Scholarships	1,117				1,117
Capital Projects	943				943
Debt Service	17,113				17,113
Student Loans	505				505
Unrestricted (Deficit)	(326,373)	(259,755)	(57,880)	2,293	(643,715)
Total Net Assets (Deficit)	\$ (248,752)	\$ (183,241)	\$ (49,152)	\$ 2,313	\$ (457,832)

See accompanying notes to financial statements.

COUNTY OF NASSAU, NEW YORK

STATEMENT OF ACTIVITIES
 DISCRETELY PRESENTED COMPONENT UNITS - PROPRIETARY
 FOR THE YEAR ENDED DECEMBER 31, 2010 (WITH THE NASSAU COMMUNITY COLLEGE AUGUST 31, 2010)
 (Dollars in Thousands)

	Nassau Community College	Nassau Health Care Corporation	Nassau Regional Off-Track Betting Corp.	Nassau County Industrial Development Agency	Total
Expenses	\$ 239,562	\$ 617,774	\$ 62,729	\$ 1,573	\$ 921,638
Program Revenues:					
Charges for Services	53,407	565,240	55,789	304	674,740
Operating Grants and Contributions	153,592				153,592
Capital Grants and Contributions		13,794			13,794
Total Program Revenues	206,999	579,034	55,789	304	842,126
Net (Expenses) Program Revenues	(32,563)	(38,740)	(6,940)	(1,269)	(79,512)
General Revenues					
Investment Income	2,062	536		18	2,614
Other	2,180		2,236		4,416
Net General Revenues (Expenses)	4,242	536	2,236	18	7,030
Change in Net Assets (Deficit)	(28,321)	(38,204)	(4,704)	(1,263)	(72,482)
Net Assets (Deficit) - Beginning of Year	(220,431)	(125,037)	(23,443)	3,566	(385,350)
Net Assets (Deficit) - End of Year	\$ (248,752)	\$ (163,241)	\$ (48,152)	\$ 2,313	\$ (457,832)

See accompanying notes to financial statements.

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting Entity - The County of Nassau (the "County"), incorporated in 1899, contains three towns, two cities and 64 incorporated villages. In conformance with the Governmental Accounting Standards Board ("GASB") Statement No. 14, as amended by GASB No. 39, *The Financial Reporting Entity*, these financial statements present the County (the primary government) which includes all funds, elected offices, departments and agencies of the County, as well as boards and commissions, since the County is financially accountable for these and its legally separate component units. A primary government is financially accountable for a component unit if its officials appoint a voting majority of the organization's governing body, and it is either able to impose its will on that organization or there is a potential for the organization to provide specific financial benefits to, or impose specific financial burdens on, the primary government, or the organization is fiscally dependent upon the primary government as defined by GASB No. 14. Although legally separate from the County, The Nassau County Interim Finance Authority ("NIFA") is a financing instrumentality of the County and, accordingly, is included in the County's financial statements as a blended component unit in accordance with Governmental Accounting Standards Board ("GASB") Statement No. 14, as amended. The County continuously assesses the need to include various organizations within the County whose status as a component unit may change due to financial dependence, legislative developments or level of influence the County may exercise over such entity.

Discretely Presented Component Units - Financial data of the County's component units that are not part of the primary government is reported in the component unit's column in the government-wide financial statements, to emphasize that these component units are legally separate from the County. They include the following:

- (a) *The Nassau Community College* (the "College") - provides educational services under New York State Education Law. It is reported as a component unit - governmental as the County appoints its governing body, the County approves its budget, issues debt for College purposes and provides approximately 23% of the College's 2010 budgeted revenues through a County-wide real property tax levy. The College has authority to enter into contracts under New York State Education Law and to sue and be sued. The College is presented in accordance with policies prescribed by GASB Statement No. 35, *Basic Financial Statements - and Management's Discussion and Analysis for Public Colleges and Universities*, and in accordance with New York State Education Law. Therefore, the College is discretely presented. This component unit is presented as of, and for its fiscal year ended, August 31, 2010.

Financial Reporting Entity - GASB Statement No. 39, *Determining Whether Certain Organizations Are Component Units*, an amendment of GASB Statement No. 14, was issued and became effective for the year ended August 31, 2004. This statement provided additional guidance in determining whether certain organizations for which the primary government is not financially accountable should be reported as component units based on the nature and significance of their relationship with the primary government. As a result of this statement, the College's financial statements include two component units as of August 31, 2010.

These financial statements present the College (the primary government) and its component units, the Nassau Community College Foundation, Inc. and the Faculty-Student Association of Nassau Community College, Inc. As defined in GASB Statement No. 39, component units are legally separate entities that are included in the College's reporting entity because of the significance of their operating or financial relationships with the College. The College has elected to include the financial statements of the component units, even though the amounts reported in the component units' financial statements are not significant to the reporting entity.

Each component unit is reported separately to emphasize that they are legally separate from the primary government. Each of the College's discretely presented component units has a fiscal year end of August 31st, the same as that of the College.

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**Discretely Presented Component Units (Continued)**

- (b) Nassau Health Care Corporation (the "NHCC") is a public benefit corporation created in 1997 by an act of the New York State Legislature for the purpose of acquiring and operating the health facilities of Nassau County, State of New York. Effective September 29, 1999 (the "Transfer Date"), a transaction was executed which transferred ownership of the County health facilities to the NHCC which included Nassau University Medical Center, A. Holly Patterson Extended Care Facility, Faculty Practice Plan, Nassau Health Care Foundation ("NHCF"), and the Health Centers. Concurrent with the transaction, \$259.7 million of Nassau Health Care Corporation Health System Revenue Bonds, Series 1999 were issued. During 2004, \$303.4 million of Nassau Health Care Corporation Bonds, Series 2004 were issued to refund the NHCC's Revenue Bond Series 1999, fund certain capital projects and provide working capital. In 2009, a portion of the Series 2004 Bonds were redeemed with the issuance of the Series 2009 bonds. The bonds are insured and guaranteed by the County. NHCC is fiscally dependent on the County should certain NHCC debt service reserve funds fall below their requirements. NHCC is considered to be a component unit of the County and is presented as a proprietary type component unit on the accrual basis of accounting. The NHCC's accounts for its investment in the limited liability company using the equity method. A successor agreement (the "Successor Agreement") in 2007 clarifies the services provided by the NHCC to the County and establishes the mechanism for payments to the NHCC by the County and provides the NHCC with capital funding and such agreement is in effect until 2029.

The Board of the NHCC consists of fifteen voting and three nonvoting Directors. Of the fifteen voting directors, eight are appointed by the Governor, four by the County Legislature and three by the County Executive. The nonvoting Directors are the Chief Executive Officer of NHCC, one individual appointed by the County Executive and one individual appointed by the County Legislature. The directors serve varying initial terms of two to four years and will serve five-year terms after the expiration of the initial terms. The County Executive selects one of the voting directors as Chairman of the Board.

- (c) The Nassau Regional Off-Track Betting Corporation (the "OTB") was created by the New York State Legislature as a public benefit corporation. The County is its sole shareholder. It is reported as a component unit as the County Legislature appoints its governing body, which consists of a Board of Directors made up of three members. The County receives a small portion of winning wagers made at County racetracks and all net operating profits from OTB. These revenues are recorded in the County's General Fund. The OTB is shown as a proprietary type component unit, and is presented on the accrual basis of accounting for its fiscal year ended December 31, 2010. At the close of 2010, there were twenty-one operational facilities; two branches were closed during the year.

The County has a support agreement with OTB which guarantees OTB's Series 2005 Revenue Bonds. Under the support agreement with the County, OTB is obligated to deposit required debt service payments due into a capital reserve fund. As consideration for entering into this support agreement and in recognition of the benefits anticipated to be derived, OTB makes an annual payment to the County. Over the past several years, the OTB has experienced continuing mandated expenses in personnel and other costs and increases in the statutory distribution requirements of New York State laws. These factors, coupled with the uncertain conditions in the general economy and the inability to gain relief on statutory payments to the racing industry, create an uncertainty as to the OTB's ability to continue as a going concern. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of these uncertainties.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Discretely Presented Component Units (Continued)

- (d) The Nassau County Industrial Development Agency (the “NCIDA”) is a public benefit corporation established pursuant to the New York State General Municipal Law. The NCIDA’s purpose is to arrange long-term low interest financing with the intent of developing commerce and industry in the County. It is reported as a component unit as the County appoints its governing body and may remove the NCIDA Board at will. The County has at times provided support to the NCIDA in the form of employees and facilities. Support expenditures would be included in the County’s General Fund under personal services. The NCIDA has sole authority for establishing administrative and fiscal policy in the pursuit of its objectives. The County is not liable for any obligations or deficits the NCIDA may incur, nor does it share in any surpluses. The NCIDA is shown as a proprietary type component unit and is presented on the accrual basis of accounting for its fiscal year ended December 31, 2010.

Blended Component Units

- (a) Nassau County Interim Finance Authority (“NIFA”) is included as a blended component unit of the County’s primary government pursuant to GASB No. 14 because it is a financing instrumentality of the County. It acts as a temporary financial intermediary to the County and is authorized to act as an oversight authority to the County under certain circumstances. It reports using the governmental model and its funds are reported as part of the County’s general funds, debt service funds and capital projects funds.

NIFA is a corporate governmental agency and instrumentality of the State of New York (the “State”) constituting a public benefit corporation created by the Nassau County Interim Finance Authority Act, Chapter 84 of the Laws of 2000, as supplemented by Chapter 179 of the Laws of 2000 and as may be amended from time to time, including, but not limited to, Chapter 528 of the Laws of 2002, and Chapters 314 and 685 of the Laws of 2003 (the “Act”). The Act became effective June 23, 2000. Although legally separate and independent of Nassau County, NIFA is a component unit of the County for County financial reporting purposes and, accordingly, is included in the County’s financial statements.

NIFA is governed by seven directors, each appointed by the Governor, including one each appointed upon the recommendation of the Majority Leader of the State Senate, the Speaker of the Assembly, and the State Comptroller. The Governor also designates the chairperson and vice chairperson from among the directors. At present one Director’s position is vacant and the vice chairperson has not been designated.

NIFA has power under the Act to monitor and oversee the finances of Nassau County, and upon declaration of a “Control Period” as defined in the Act, additional oversight authority. Although the Act currently provides that NIFA may no longer issue new bonds or notes, other than to retire or otherwise refund NIFA debt, NIFA was previously empowered to, and did issue, its bonds and notes for various County purposes, defined in the Act as “Financeable Costs.” No bond of NIFA may mature later than January 31, 2036, or more than 30 years from its date of issuance.

Revenues of NIFA (“Revenues”) consist of sales tax revenues, defined as net collections from sales and compensating use taxes, penalties and interest authorized by the State and imposed by the County on the sale and use of tangible personal property and services in the County (“Sales Tax Revenues”), and investment earnings on money and investments on deposit in various NIFA accounts. Sales tax revenues collected by the State Comptroller for transfer to NIFA are not subject to appropriation by the State or County. Revenues of NIFA that are not required to pay debt service, operating expenses, and other costs of NIFA are payable to the County.

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**Blended Component Units (Continued)**

- (b) *The Nassau County Tobacco Settlement Corporation* ("NCTSC") is a special purpose local development corporation organized under the Not-for-Profit Corporation Law of the State of New York and is an instrumentality of, but separate and apart from the County. Although legally separate and independent of the County, NCTSC is considered an affiliated organization under GASB Statement No. 39 *Determining Whether Certain Organizations are Component Units* and reported as a component unit of the County for County financial reporting purposes and, accordingly, is included in the County's financial statements.

The NCTSC board of directors has three members, one of whom must meet certain requirements of independence: (i) one elected by the County Legislature, (ii) one, who must be the County Treasurer, *ex officio*, designated by the County Executive and (iii) one selected by (i) and (ii). As of December 31, 2010, one position was vacant.

On November 23, 1999, NCTSC entered into a Purchase and Sale Agreement ("Agreement") dated as of October 1, 1999 with the County pursuant to which NCTSC acquired from the County all of the County's right title and interest under the Master Settlement Agreement (the "MSA") and the Consent Decree and Final Judgment (the "Decree"). These rights include the County's share of all Tobacco Settlement Revenues ("TSRs") received after November 23, 1999 and in perpetuity to be received under the MSA and the Decree. The consideration paid by NCTSC to the County for such acquisition consisted of \$247.5 million in cash (of which \$77.5 million was paid into escrow for the benefit of the County) and the sole beneficial interest in NCTSC Residual Trust ("Residual Trust"), a Delaware business trust, to which NCTSC has conveyed a residual interest in all the Tobacco Settlement Revenues, annually received in excess of those required to pay debt service on the Series A Bonds. NCTSC's right to receive TSRs is its most significant asset and is expected to produce funding for its obligations to the extent of the receipt of TSRs.

On April 5, 2006, NCTSC, issued \$431.0 million of NCTSC Tobacco Settlement Asset-Backed bonds, Series 2006 pursuant to an *Amended and Restated Indenture* dated as of March 1, 2006. Proceeds were used to refund all of NCTSC's 1999 Bonds outstanding and the creation of a Residual Trust Fund for the benefit of the County and Senior Liquidity Reserve to pay future debt service on the new bonds.

Approximately \$140 million of the Series 2006 Bonds and unpledged TSR's were deposited into the Residual Trust, on behalf of the County as the beneficial owner of the Residual Certificate. Such proceeds are held to provide monies to the County in accordance with the tax certificates executed in connection with the Series 2006 Bonds.

The original 1999 purchase price paid by the NCTSC to the County under the Agreement consisted of: (i) the net proceeds of the sale of the 1999 Bonds and (ii) a 100% beneficial ownership interest in the Trust. The Agreement was amended and restated as of March 1, 2006. Under the amended Agreement, TSRs received from April 5, 2006 to March 31, 2009, were not pledged to the holders of the Series 2006 Bonds and, therefore, all TSRs received during that time were to be transferred to the Trust on behalf of the County. The County has and is expected to continue to appropriate such Series 2006 Bond proceeds to finance various capital projects or designated operating expenses of the County or the Nassau Health Care Corporation.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Blended Component Units (Continued)

- (c) *The Nassau County Sewer and Storm Water Finance Authority* ("NCSSWFA") is a public benefit corporation established in 2003 by the State of New York under the Nassau County Sewer and Storm Water Finance Authority Act, codified as Title-10-D of Article 5 of the Public Authorities Law of the State. The NCSSWFA was established for the purpose of refinancing outstanding sewer and storm water resources debt issued by or on behalf of the County and financing future County sewer and storm water resources projects.

The NCSSWFA may issue debt in an amount up to \$350.0 million for such purposes (exclusive of debt issued to refund or otherwise repay the NCSSWFA debt).

The NCSSWFA has acquired all of the sewer and storm water resources facilities, buildings, equipment and related assets, other than land (the "System"), of the County pursuant to a Financing and Acquisition Agreement dated as of March 1, 2004, by and between the NCSSWFA and the County.

The NCSSWFA is to pay for the assets acquired in installments by undertaking to pay debt service on outstanding bonds issued by or on behalf of the County to finance the assets acquired ("County Bonds"). In addition, as part of such purchase price, the NCSSWFA may, at the request of the County, refinance County Bonds. The County also agreed to transfer to the NCSSWFA and the NCSSWFA agreed to acquire from the County any additional System facilities, which became a part of the System, including those facilities financed by obligations of the County or NIFA after the closing date; and, the NCSSWFA shall pay debt service on such new County Bonds in the same manner and time, as set forth above, for the payment of County Bonds. Annually, the obligation to pay for expenditures incurred by the County, for such projects, is transferred to the NCSSWFA. Additionally, the County agrees that, during the term of the Agreement, it will not sell, lease, mortgage, or otherwise give up or encumber the real property upon which the facilities are situated.

Most of the NCSSWFA's revenues are derived through the imposition by the County of assessments for sewer and storm water resources services. The County has directed each city and town receiver of taxes to pay all such assessments directly to the trustee for the NCSSWFA's bonds. The NCSSWFA retains sufficient funds to service all debt (including County Bonds), and pay its operating expenses. Excess funds are remitted to the Nassau County Sewer and Storm Water Resources District (the "District"). The District is responsible for the operations of the County's sewer and storm water resources services.

NCSSWFA did not issue debt in 2010.

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Complete financial statements of the individual component units can be obtained from their respective administrative offices:

Nassau Community College
One Education Drive
Garden City, New York 11530

Nassau Regional Off-Track Betting Corp.
220 Fulton Avenue
Hempstead, New York 11550

Nassau County Industrial
Development Agency
1550 Franklin Avenue
Mineola, New York 11501

Nassau Health Care
Corporation
2201 Hempstead Turnpike
East Meadow, New York 11554

Nassau County Interim
Finance Authority
170 Old Country Road
Suite 205
Mineola, New York 11501

Nassau County Tobacco
Settlement Corporation
240 Old Country Road
Mineola, New York 11501

Nassau County Sewer and Storm Water
Finance Authority
240 Old Country Road
Mineola, New York 11501

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**Accounting Pronouncements**

In accordance with GASB Statement No. 20, *Accounting and Financial Reporting for Proprietary Funds and Other Governmental Entities That Use Proprietary Fund Accounting*, the County applies all applicable GASB pronouncements and only Financial Accounting Standards Board ("FASB") Statements and Interpretations issued on or before November 30, 1989 that do not conflict with GASB pronouncements.

The County prepares its financial statements in accordance with GASB Statement No. 34 (as amended by Statement No. 37), which represents a very significant change in the financial reporting model used by state and local governments. Statement No. 34 requires government-wide financial statements to be prepared using the accrual basis of accounting and the economic resources measurement focus. Government-wide financial statements do not provide information by fund, but distinguish between the County's governmental activities and activities of its discretely presented component units on the Statement of Net Assets and Statement of Activities. The County's Statement of Net Assets includes both noncurrent assets and noncurrent liabilities of the County, which were previously recorded in the General Fixed Assets Account Group and the General Long-term Obligations Account Group. In addition to the capital assets previously recorded in the General Fixed Assets Account Group, the County retroactively capitalized infrastructure assets that were acquired beginning with fiscal year ended December 31, 1980. In addition, the government-wide statement of activities reflects depreciation expenses on the County's capital assets, including infrastructure.

In addition to the government-wide financial statements, fund financial statements continue to be reported using the modified accrual basis of accounting and the current financial resources measurement focus. Accordingly, the accounting and financial reporting for the County's General Fund, NIFA General Fund, Debt Service Fund, Fire Prevention, Safety, Communication and Education Fund, Police District Fund, Police Headquarters Fund, Capital Fund, and Sewer and Storm Water District Fund is similar to that previously presented in the County's financial statements, although the format of financial statements has been modified by Statement No. 34.

Statement No. 34 also requires supplementary information. Management's Discussion and Analysis includes an analytical overview of the County's financial activities. In addition, a budgetary comparison statement is presented that compares the adopted and modified General Funds', Major Special Revenue Funds' and Non-major Special Revenue Funds' budgets with actual results.

The College prepares its financial statements in accordance with GASB No. 35, *Basic Financial Statements — and Management's Discussion and Analysis — for Public Colleges and Universities — an amendment of GASB Statement No. 34*.

Statement No. 38 requires certain disclosures to be made in the notes to the financial statements concurrent with the implementation of Statement No. 34. While this Statement did not affect amounts reported in the financial statements of the County, certain note disclosures have been added and or amended including descriptions of activities of major funds, violations of legal or contractual provisions, future debt service and lease obligations in five year increments, short-term obligations, interest rates, and interfund balances and transactions.

GASB Statement No. 40, *Deposit and Investment Risk Disclosures—an amendment of GASB Statement No. 3*, requires additional disclosures for deposits and investments of state and local governments related to credit risk, concentration of credit risk, interest rate risk, and foreign currency risk. As an element of interest rate risk, this Statement requires certain disclosures of investments that have fair values that are highly sensitive to changes in interest rates. Deposit and investment policies related to the risks identified in this Statement are disclosed.

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**Accounting Pronouncements (Continued)**

GASB Statement No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions*, establishes standards for the measurement, recognition, and display of Other Postemployment Benefits ("OPEB") expense and related liabilities (assets), note disclosures, and, if applicable, required supplementary information in the financial reports of state and local governmental employers. OPEB includes postemployment healthcare, as well as other forms of postemployment benefits (e.g., life insurance) when provided separately from a pension plan. The approach followed in the Statement generally is consistent with the approach adopted in Statement No. 27, *Accounting for Pensions by State and Local Governmental Employers*, with modifications to reflect differences between pension benefits and OPEB. Statement No. 45 improves the relevance and usefulness of financial reporting by: (i) recognizing the cost of benefits in periods when the related services are received by the employer; (ii) providing information about the actuarial accrued liabilities for promised benefits associated with past services and whether and to what extent those benefits have been funded; and (iii) providing information useful in assessing potential demands on the employer's future cash flows. The requirement applies to any state or local government employer that provides OPEB. Prior to the implementation of GASB Statement No. 45, the County's postretirement benefits were accounted for on a pay-as-you-go basis. GASB Statement No. 50, *Pension Disclosures – an amendment of GASB Statements No. 25 and No. 27*, requires reporting changes to amend applicable note disclosures and required supplemental information requirements as previously defined in Statements No. 25, *Financial Reporting for Defined Benefit Pension Plans and Note Disclosures for Defined Contribution Plans* and No. 27 to conform with requirements of Statements No. 43, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans*, and No. 45.

In November 2007, GASB issued Statement No. 52, *Land and Other Real Estate Held as Investments by Endowments*, which has been implemented beginning with fiscal year ending December 31, 2009. The County has determined that there is no impact from Statement No. 52 on its financial position or results of operations resulting from the adoption.

In June 2008, GASB issued Statement No. 53, *Accounting and Financial Reporting for Derivative Instruments*. Statement No. 53 addresses the recognition, measurement, and disclosure of information regarding derivative instruments entered into by state and local governments. Derivative instruments, such as interest rate and commodity swaps, interest rate locks, options, swaptions, forward contracts and futures contracts are entered into by governments as investments; as hedges of identified financial risks associated with assets or liabilities, or expected transactions (i.e., hedgeable items); to lower the costs of borrowings; to effectively fix cash flows or synthetically fix prices; or to offset the changes in fair value of hedgeable items. The requirements of this Statement are effective for financial statements for periods beginning after June 15, 2009, and was implemented the beginning of fiscal year ending December 31, 2010. All derivatives are to be reported on the Statement of Net Assets at fair value, and all hedges must be tested for effectiveness to qualify for hedge accounting. The tests are outlined in the Statement. Depending on the test results, the changes in fair value are either reported on the Statement of Net Assets as a deferral or in the Statement of Activities as investment revenue or loss.

The County has determined that the impact from the adoption of Statement No. 53 on its financial position or results of operations, which was a result of the adoption of the Statement by NIFA, a blended component unit of the County. All of NIFA's interest rate swap agreements qualify for hedge accounting treatment in accordance with Statement No. 53, and consequently, all cumulative changes in fair value as of December 31, 2010, for all swap liabilities, are offset by a corresponding deferred outflow asset on NIFA's Statement of Net Assets.

In March 2009, GASB issued Statement No. 55, *The Hierarchy of Generally Accepted Accounting Principles for State and Local Governments* and Statement No. 56, *Codification of Accounting and Financial Reporting Guidance*

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**Accounting Pronouncements (Continued)**

Contained in the AICPA Statements on Auditing Standards, which were both effective immediately. Neither of these Statements had an impact on the County's financial statements.

In December 2009, GASB issued Statement No. 58, *Accounting and Financial Reporting for Chapter 9 Bankruptcies*. The objective of Statement No. 58 is to provide accounting and financial reporting guidance for governments that have petitioned for protection from creditors by filing for bankruptcy under Chapter 9 of the United States Bankruptcy Code. This Statement became effective for financial statements for periods beginning after June 15, 2009. The County has determined that there is no impact from Statement No. 58 on its financial position or results of operations resulting from the adoption.

A. BASIS OF PRESENTATION

The accounting policies of the County of Nassau conform to accounting principles generally accepted in the United States of America ("GAAP") as applicable to governments. The following is a summary of the more significant policies:

Government-wide Statements: The government-wide financial statements, (i.e., the Statement of Net Assets and the Statement of Activities), display information about the primary government and its component units. These statements include the financial activities of the overall government except for fiduciary activities. Eliminations of internal activity have been made in these statements. The primary government is reported separately from certain legally separate component units for which the primary government is financially accountable. All of the activities of the County as primary government are governmental activities.

The Statement of Activities presents a comparison between direct expenses and program revenues for each function of the County's governmental activities. Direct expenses are those that are clearly identifiable with a specific function. Program revenues include: (i) charges for services such as rental revenue from operating leases on buildings, lots, etc. (ii) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or program. Taxes and other revenues not properly included among program revenues are reported as general revenues.

Fund Financial Statements: The fund financial statements provide information about the County's funds, including fiduciary funds and blended component units. Separate statements for the governmental and fiduciary fund categories are presented. The emphasis of fund financial statements is on major governmental funds, each displayed in a separate column. All remaining governmental funds are aggregated and reported as non-major funds.

The County uses funds to report on its financial position and the results of its operations. Fund accounting is designed to demonstrate legal compliance and to aid financial management by segregating transactions related to certain government functions or activities. A fund is a separate accounting entity with a self-balancing set of accounts. Funds are classified into three categories: governmental, fiduciary, and proprietary. There are no proprietary funds at the County. Each category, in turn, is divided into separate "fund types."

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**A. BASIS OF PRESENTATION (Continued)**

The County reports the following major governmental funds:

General Fund - The General Fund is the general operating fund of the County through which the County provides most County-wide services. Its principal sources of revenue are sales tax, the County-wide real property tax, other local taxes and charges, departmental revenues, and Federal and State aid.

NIFA General Fund - The NIFA General Fund accounts for sales tax revenues received by NIFA and for general operating expenses, as well as distributions to Nassau County. The NIFA Debt Service Fund accounts for the accumulation of resources for payment of principal and interest on NIFA's bonds. Only that portion of bonds payable expected to be financed from expendable available resources is reported as a liability of the NIFA Debt Service Fund. The NIFA Capital Projects Fund accounts for the financial resources to be transferred to the County for its Financeable Costs.

Debt Service Fund - The Debt Service Fund is established to account for the payment of the principal of and interest on outstanding bonds and other long-term obligations of the County.

Fire Prevention, Safety, Communication and Education Fund - This fund is used to enforce the Nassau County Fire Prevention Ordinance, coordinate services to the County's Volunteer Fire Departments, investigate arson and provide education at the Fire/Police Emergency Medical Service (EMS) Academy. Revenues are raised primarily through a special property tax levied on a County-wide basis.

Sewer and Storm Water District Fund - This fund consists of the sewage treatment and collection districts and is responsible for the operation and repair of the County sewage collection areas and maintaining and enhancing the region's water environment.

Police District Fund - This fund is used to provide police services to those areas of the County that do not maintain their own local police forces. Revenues are raised principally through a special real property tax levied only in those areas served by the County police. This fund does not include Police Department headquarters expenses which are funded through the Police Headquarters Fund.

Police Headquarters Fund - This fund is used to record all the costs of police headquarters. Revenues are raised principally through a special real property tax levied on a County-wide basis. The Police Department headquarters services the entire County with all police services that the local police departments cannot provide.

Capital Fund - This fund is used to account for the cost of County general improvement capital construction projects. Some of the major project initiatives included in this fund are aimed at enhancements to County buildings, rehabilitation of County roadways, drainage improvements, redevelopment of park facilities and major capital equipment purchases. Funding for these projects is primarily provided by the issuance of long term debt but also may be supplemented by Federal and State aid grant awards.

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**A. BASIS OF PRESENTATION (Continued)**

Additionally, the County reports the following fund type:

Fiduciary Fund - The Fiduciary Fund is an agency fund used to account for resources received and held by the County as the agent for others. These resources include among other things, withholdings for payroll taxes and garnishments. Use of this fund facilitates the discharge of responsibilities placed upon the County by law or other authority. Individual accounts are maintained for all other escrow-type and fiduciary accounts required by law or other authority in administering such monies received by the County.

New Accounting Standards

In February 2009, GASB issued Statement No. 54, *Fund Balance Reporting and Governmental Fund Type Definitions*, which is effective for financial statements for periods beginning after June 15, 2010. This Statement enhances the usefulness of fund balance information by providing clearer fund balance classifications that can be more consistently applied and by clarifying the existing governmental fund type definitions. It establishes fund balance classifications, such as restricted, committed, assigned and unassigned, that comprise a hierarchy based primarily on the extent to which a government is bound to observe constraints imposed upon the use of the resources reported in governmental funds. The County has not completed the process of evaluating the impact that will result from implementing this Statement and is therefore unable to determine the impact that adopting this will have on its financial position and results of operations.

In December 2009, GASB issued Statement No. 57, *OPEB Measurements by Agent Employers and Agent Multiple-Employer Plans*, an amendment to Statement No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions*, and Statement No. 43, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans*. Statement No. 57 clarifies actuarially determined OPEB measures reported by an agent multiple-employer OPEB plan and its participating employers. Those measures should be determined by a common date and at a minimum frequency to satisfy the agent multiple-employer OPEB plan's financial reporting requirement. This Statement is effective for financial statements for periods beginning after June 15, 2011. The County has not completed the process of evaluating the impact that will result from implementing this Statement and is therefore unable to determine the impact that adopting this Statement will have on its financial position and results of operations.

In June 2010, GASB issued Statement No. 59, *Financial Instruments Omnibus*, which is effective for periods beginning after June 15, 2010. The objective of this Statement is to update and improve existing standards regarding financial reporting and disclosure requirements of certain financial instruments and external investment pools for which significant issues have been identified in practice. The County has not completed the process of evaluating the impact that will result from implementing this Statement and is therefore unable to determine the impact that adopting this will have on its financial position and results of operations.

In November 2010, GASB issued Statements No. 60, *Accounting and Financial Reporting for Service Concession Arrangements* and No. 61, *The Financial Reporting Entity: Omnibus-an amendment of GASB Statements No. 14 (The Reporting Entity) and No. 34 (Basic Financial Statements-and Management's Discussion and Analysis-for State and Local Governments)*. The requirement of Statement No. 60 improves financial reporting by establishing recognition, measurement and disclosure requirements for service concession arrangements (SCAs), which are a type of public-private or public-public partnership, for both transferors and governmental operators. The Statement requires governments to account for and report SCAs in the same manner, which improves the comparability of financial statements. Statement No. 60 is effective for financial statements for periods beginning after December 15, 2011. The County has not completed the process

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

A. BASIS OF PRESENTATION (Continued)

of evaluating the impact that will result from implementing this Statement and is therefore unable to determine the impact that adopting this Statement will have on its financial position and results of operations.

The objective of Statement No. 61 is to improve financial reporting for a governmental financial reporting entity. Statement No. 61 is effective for financial statements for periods beginning after June 15, 2012. The County has not completed the process of evaluating the impact that will result from implementing this Statement and is therefore unable to determine the impact that adopting this Statement will have on its financial position and results of operations.

In December 2010, GASB issued Statement No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*, which is effective for financial statements for periods beginning after December 15, 2011. The objective of this Statement is to incorporate certain pronouncements issued on or before November 30, 1989 that do not contradict or conflict with GASB pronouncements. The County has not completed the process of evaluating the impact that will result from implementing this Statement and is therefore unable to determine the impact that adopting this Statement will have on its financial position and results of operations.

B. BASIS OF ACCOUNTING AND MEASUREMENT FOCUS

The basis of accounting determines when transactions are reported on the financial statements. The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded at the time liabilities are incurred, regardless of when the related cash flows take place. Non-exchange transactions, in which the County either gives or receives value without directly receiving or giving equal value in exchange, include, for example sales and property taxes, grants, and donations. On an accrual basis, revenue from sales taxes is recognized when the underlying 'exchange' transaction takes place. Revenue from property taxes is recognized in the fiscal year for which the taxes are levied. Revenue from grants and donations is recognized in the fiscal year in which all eligibility requirements have been satisfied.

All discretely presented component units-proprietary funds are accounted for on a flow of economic resources measurement focus.

Governmental funds are accounted for on the modified accrual basis of accounting. Governmental fund revenues are recognized in the accounting period in which they become susceptible to accrual (i.e., both measurable and available to finance expenditures of the fiscal period). Revenue items accrued are property taxes and sales taxes, provided the revenue is collected within 60 days of the fiscal year end; and reimbursable amounts from Federal and State supported programs, provided the revenue is collected within one year of year-end. Expenditures are recognized in the accounting period in which the fund liability is incurred, if measurable, with the following exceptions that are in conformity with accounting principles generally accepted in the United States of America: general long-term obligation principal and interest are reported only when due, vacation and sick leave when paid, pension costs when due, and judgments and claims when settled. Discretely presented component units proprietary funds are accounted for on the accrual basis of accounting. Their revenues are recognized in the period earned and expenses are recognized in the period incurred. Proprietary funds' unbilled services receivable are recognized as revenue.

The fiduciary fund is accounted for on the cash basis of accounting for the purpose of asset and liability recognition.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

B. BASIS OF ACCOUNTING AND MEASUREMENT FOCUS (Continued)

Transfers among funds are recognized in the accounting period in which the interfund receivable and payable arise.

Nassau Community College - The College reports as a special purpose government engaged only in business type activities as defined in GASB Statement No. 35 "Basic Financial Statements – and Management's Discussion and Analysis – for Public Colleges and Universities".

C. BUDGETS AND BUDGETARY ACCOUNTING

An appropriated budget is legally adopted for each fiscal year for the General Fund, Debt Service Fund and each of the Special Revenue Funds, with the exception of NIFA, NCSSWFA, NCTSC, Open Space Fund and the Grant Fund. NIFA funds consist of sales tax revenues collected by the State Comptroller and transferred to the fund and are not subject to appropriation by the State or County. NCTSC Funds consist of Tobacco Settlement Revenues received annually as a result of a Master Settlement Agreement between the Tobacco Settlement Corporation and Tobacco Manufacturing Companies. The Grant Funds are appropriated for the life of specific grants, not for annual fiscal periods. Accordingly, the Grant Funds are excluded from the Combined Statement of Revenues, Expenditures, and Changes in Fund Balance presented for budgeted special revenue funds.

The budget amounts as shown include prior year encumbrances carried forward as well as current year authorizations. In the case of the Grant Fund, an appropriated budget is legally adopted for the life of each grant as it is received. The County Legislature also authorizes and rescinds spending and financing authority in a Capital Budget. Each project authorized has continuing budget authority until the project is completed or rescinded. All appropriated budgets are adopted by ordinance of the County Legislature on the same modified accrual basis of accounting used to report revenues and expenditures except that appropriations are not provided for certain interfund indirect costs and encumbrances are treated as charges to appropriations when incurred. All supplemental appropriations amending appropriated budgets as originally adopted are also provided by ordinance of the Legislature.

During the fiscal year ended December 31, 2010, supplemental appropriations for the General Fund, Debt Service Fund and for the Special Revenue Funds and appropriation budgets for the Grant Fund were adopted and are included in the Combined Statement of Revenues, Expenditures and Changes in Fund Balances - Budgeted Funds as follows (dollars in thousands):

Supplemental Appropriations:	
General Fund	\$ 23,886
Total Supplemental Appropriations	23,886
Grant Fund Appropriated Budgets	<u>138,860</u>
Total Supplemental Appropriations and Grant Fund Appropriated Budgets	<u>\$ 162,746</u>

Appropriations which have not been expended or encumbered by the end of the fiscal period lapse at that time.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

C. BUDGETS AND BUDGETARY ACCOUNTING (Continued)

The County followed these procedures in establishing the budgetary data reflected in the financial statements:

1. The proposed budget must be presented to the County Legislature and NIFA not later than September 15. (For the College, the proposed budget is submitted on or before the second Monday in July for the fiscal year commencing the following September 1.) The proposed budgets include proposed expenditures and the means of financing them.
2. Public hearings are conducted to obtain taxpayer comments.
3. Budgets must be adopted by the County Legislature no later than October 30 of the prior year. (For the College, the budget is legally enacted on or before the third Monday in August.)
4. The appropriated budget can be legally amended by the County Legislature subsequent to its initial adoption. Proposed amendments can be submitted by the County Executive to the Legislature at any time during the fiscal year. These proposed amendments are then voted on by the Legislature at the next available meeting. Amendments which are legally approved by the Legislature are immediately reflected in the operating appropriated budget.
5. Formal budgetary integration is employed as a management control device during the year for the governmental funds. The legal level of budgetary control is exercised at the object appropriation level within a fund's departmental control center. The County Legislature must approve all transfers and supplemental appropriations at this level.

D. ENCUMBRANCES

Encumbrance accounting, under which purchase orders, contracts, and other commitments for the expenditure of monies are recorded in order to reserve that portion of the applicable appropriation, is employed as an extension of formal budgetary integration in the governmental funds. Encumbrances outstanding at year-end are reported as reservations of fund balances since they do not constitute expenditures or liabilities.

E. CASH AND INVESTMENTS

Cash includes amounts in demand deposits as well as short-term investments with original maturities of three months or less from the date acquired by the County. Investments are carried at cost, which approximates market, and are fully collateralized in accordance with the New York State Local Finance Law.

F. CAPITAL ASSETS

All capital assets which are acquired or constructed for general governmental purposes are reported as expenditures in the fund that finances the asset acquisition and are accounted for and reported in the government-wide financial statements, as capital assets, if they meet the County's capitalization criteria. These statements also contain the County's infrastructure elements that are now required to be capitalized under GAAP. Infrastructure assets include public domain assets such as roads, bridges, streets, sidewalks, curbs and gutters, drainage systems, lighting systems, and the like. Real property acquired in 1984 and prior (except for infrastructure assets) is recorded at historical cost based on an appraisal performed in 1984. Real property acquired after 1984 as well as all infrastructure assets are recorded at historical cost. Capital leases are classified as capital assets in amounts equal to the lesser of the fair market value or the present value of net

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**F. CAPITAL ASSETS (Continued)**

minimum lease payments at the inception of the lease. Equipment with a unit cost of \$5,000 or more is included in the financial statements as general capital assets of the County. Electronic equipment valued at a unit cost of \$500 or more and all other equipment valued at \$1,000 or more is inventoried and recorded for internal control purposes. Donated capital assets, if material, are stated at their fair market value as of the date of the donation. Intangible assets are classified as capital assets if identifiable. Intangible assets are characterized as an asset that lacks physical substance, is nonfinancial in nature, and has an initial useful life extending beyond a single reporting period. All of the County's intangible capital assets have indefinite useful lives.

G. DEPRECIATION

Depreciation is defined by the AICPA as a method of accounting which aims to distribute the cost or value of tangible capital assets, less any salvage value, over the estimated useful life of the assets in a systematic and rational manner. GASB 34 states that capital assets should be depreciated over their estimated useful lives, unless they are inexhaustible. Pursuant to GASB 34, accumulated depreciation is reported for land improvements, buildings, equipment and infrastructure. (The County's land improvements consist of exhaustible capital assets such as swimming pools, parking lots, and playgrounds.) Land, which is an inexhaustible asset, and construction in progress are not depreciated. Land improvements, buildings, equipment, and infrastructure are depreciated, using straight-line method of depreciation, over their estimated useful lives of 20 years for land improvements, 40 years for buildings, 3 to 25 years for equipment and 15 to 40 years for infrastructure. Capital lease assets are amortized over the term of the lease or the life of the asset, whichever is less.

Depreciation is recorded by the proprietary type entities, as follows:

Nassau Community College - Depreciation on buildings, land improvements and infrastructure, and equipment is calculated using the straight line method over the assets' estimated useful lives, ranging from 5 to 50 years. Library books and audiovisual items are not depreciated.

Nassau Health Care Corporation - Depreciation is provided over the estimated useful life of each class of depreciable assets, ranging from 3 to 40 years, and is computed using the straight-line method. Interest cost incurred on borrowed funds during the period of construction of capital assets is capitalized as a component of the cost of acquiring these assets.

Nassau Regional Off-Track Betting Corporation - For capital improvement assets, depreciation and amortization are recorded over the assets' estimated useful lives using the straight-line method (4 to 20 years) and are charged directly against the assets. No charge to operations is recorded. For all other assets, depreciation and amortization are computed on the straight-line method and charged to operations over the assets' estimated useful lives (3 to 10 years). Leasehold improvements are amortized over their estimated useful lives, or the remaining term of the leases, exclusive of renewal options.

Nassau County Industrial Development Agency - Depreciation, including depreciation of equipment under capital leases, is calculated on the straight-line method over the estimated useful life of the assets.

Nassau County Sewer and Storm Water Finance Authority - Capital assets are depreciated over their economic useful life using straight-line method.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

H. INVENTORIES AND PREPAID EXPENSES

Inventory on hand is not significant and is recorded as an expenditure in the period purchased. Prepaid expenses represent amounts paid as of year-end which will benefit future operations and are accounted for using the consumption method.

I. DERIVATIVE INSTRUMENTS – INTEREST RATE SWAP/DEFERRED OUTFLOW OF RESOURCES

In accordance with GASB Statement No. 53, NIFA’s derivative instruments, consisting of interest rate swap agreements, qualify as hedging derivative instruments and have been recorded at fair value, using the zero coupon methodology, in the Statement of Net Assets as derivative instruments – interest rate swaps. The recording of the fair value of hedging derivative instruments has not affected investment income or NIFA’s net assets (deficit) position, but has been reported as a deferral and is included in the deferred outflow of resources in the Statement of Net Assets.

J. RESERVES

Portions of governmental fund equity are reserved for specific purposes, and are therefore not available as spendable resources.

K. ACCUMULATED UNPAID VACATION, SICK PAY, AND OTHER EMPLOYEE BENEFITS

County employees receive vacation time, sick leave, and other benefits pursuant to the labor contract or County ordinance covering their terms of employment. The cash value of these accumulated unpaid employee benefits and the related employer costs (e.g., Social Security) has been accrued and reported with other long-term liabilities in the government-wide Statement of Net Assets. The compensated absences for the governmental funds are treated as long-term as they will not be liquidated with expendable available financial resources. For those employees who have retired prior to December 31, 2010, any accumulated and unpaid benefits as of that date have been recorded in the government-wide Statement of Net Assets.

L. GRANTS AND OTHER INTERGOVERNMENT REVENUES

Federal and State grants and assistance awards made on the basis of entitlement periods are recorded as intergovernmental receivables and revenues when entitlement occurs. All other Federal and State reimbursement type grants are recorded as intergovernmental receivables and revenues when the related expenditures or expenses are incurred.

M. REAL PROPERTY TAX

County real property taxes are levied on or before the third Monday in December and recorded as a receivable on January 1, the first day of the fiscal year. They are collected in two semi-annual installments, payable on January 1 and July 1 by the town and city receivers of taxes together with the town and city tax levies, all of which become a lien on January 1. At year-end, adjustments are made for taxes that are estimated to be uncollectible, or collectible but not available soon enough in the next year to finance current period expenditures. The town receivers of taxes likewise collect real property taxes for all towns, school districts and special districts in the County, and return to the County after June 1 any uncollected taxes receivable. Pursuant to the Nassau County Administrative Code, the County assumes the burden of such uncollected taxes, and has the responsibility for their collection from the taxpayers.

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**M. REAL PROPERTY TAX (Continued)**

The New York State constitutional limit of real property taxation for counties is set at two percent of the average full valuation of real estate for the five years preceding the current year for general government services other than the payment of principal and interest on its long-term debt. The maximum taxing authority controlling the levy of County real property taxes for 2010 was \$5.1 billion. The constitutional tax margin was \$4.1 billion or approximately 80.8% of the maximum taxing authority in 2010.

Property tax revenue is recognized in the year for which it is levied provided that it is payable and collected before the current fiscal year-end or within 60 days thereafter in order to be available to pay for liabilities of the current fiscal year. Property tax revenue not so available is presented as deferred revenue for the fund financial statements. Additionally, the government-wide financial statements recognize real estate tax revenue which is not available to the governmental fund type in the fiscal year for which the taxes are levied.

N. INTERFUND TRANSACTIONS

During the course of normal operations, the County has numerous transactions among funds, including transfers of resources to provide services, construct assets, and service debt. The accompanying financial statements generally reflect such transactions as operating transfers. The General Fund provides administrative and other services to other funds. Amounts charged to the users for these services are based on the County's cost allocation plan and are treated as revenues in the General Fund and as expenditures or operating expenses in the user funds.

O. NOTES PAYABLE

Tax anticipation notes and revenue anticipation notes are generally recorded as fund liabilities in the fund receiving the proceeds. Bond anticipation notes are classified as fund liabilities in the funds receiving the proceeds unless all legal steps have been taken to refinance the notes and the intent is supported by an ability to consummate refinancing the short-term note on a long-term basis at which time they are recorded in the government-wide Statement of Net Assets.

P. LONG-TERM LIABILITIES

For long-term liabilities, only that portion expected to be financed from expendable available financial resources is reported as a fund liability of a governmental fund. All long-term liabilities are reported in the government-wide Statement of Net Assets. Long-term liabilities expected to be financed from discretely presented component unit operations are accounted for in those component unit financial statements.

Q. ISSUANCE COSTS

In the governmental fund types, issuance costs are recognized as expenditures in the period incurred. Issuance costs recorded in the government-wide financial statements units are deferred and amortized over the term of the bonds using the bonds-outstanding method, which approximates the effective interest method. Bond discounts are presented as a reduction of the face amount of bonds payable, whereas issuance costs are recorded as deferred charges.

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**R. CLAIMS AND CONTINGENCIES**

The County is self-insured with respect to risks including, but not limited to, property damage, personal injury, and workers' compensation. In the fund financial statements, expenditures for judgments and claims and workers' compensation are recorded when paid. In the government-wide financial statements the estimated liability for all judgments and claims is recorded as a liability.

S. RESTATEMENTS

The County's 2010 Net Assets (Deficit) -- Beginning Balance in the accompanying Statement of Activities was restated as a result of restatements by two of the County's component units, NIFA and NCTSC. The net effect was an increase of \$24.2 million.

During the process of preparing the 2010 financial statements, NIFA's management determined it had understated the fund balance for the debt service fund by \$14.9 million and overstated the net deficit by \$30.9 million for the year ended December 31, 2009. Accordingly, the net adjustment to the 2010 Net Assets (Deficit) -- Beginning Balance reflected in the accompanying government-wide statements is an increase of \$45.8 million reflected in the accompanying Statement of Activities.

Subsequent to the issuance of the 2009 financial statements, NCTSC's management determined it had understated the December 31, 2009 end of year net deficit in the statement of activities, and the net deficit and bonds payable in the statement of net assets (deficit) as of December 31, 2009 by \$21.6 million. The adjustment was a result of an error related to not recording the accretion of certain amounts to Bonds Payable in prior years. Accordingly, NCTSC has restated the beginning of year Net Assets (Deficit) in the accompanying statement of activities to correct this error. The adjustment resulted in the originally reported Net Assets (Deficit) as of December 31, 2009 increasing from (\$16.9 million) to (\$38.5 million) with a resulting increase in Bonds Payable from the originally reported amount of \$419.3 million to \$440.8 million as of December 31, 2009.

The restatements have no effect on the County's cash flow or liquidity.

T. USE OF ESTIMATES

Significant accounting estimates reflected in the County's financial statements include estimated tax certiorari liability, the allowance for doubtful accounts, allowance for property taxes, accrued liabilities, workers' compensation claims, accrued vacation and sick leave, deferred payroll, estimated malpractice liability, liability for litigation and claims, and depreciation. Actual results could differ from these estimates.

2. DEPOSITS AND INVESTMENTS

In accordance with General Municipal Law of the State of New York, the County may invest in certificates of deposits, money market and time deposit accounts, repurchase agreements, obligations of the United States Government and obligations of the State of New York and its various municipal subdivisions.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

2. DEPOSITS AND INVESTMENTS (Continued)

Deposits and Investments - As required by law, all cash deposits and cash equivalents are required to be fully collateralized or insured. The bank balance was covered by Federal depository insurance or by collateral consisting of obligations of the United States Government held by the County's agent in the County's name.

At December 31, 2010, the carrying amount of the County's deposits was approximately \$733.5 million, and the bank balance was \$888.5 million. At December 31, 2010, total cash and cash equivalents amounted to \$817.5 million in 2010, which consisted of approximately \$817.5 million in money market interest bearing bank accounts at rates averaging 0.63% annually.

As of December 31, 2010, total investments amounted to \$94.6 million. The investments consisted of U.S. Treasury Notes and other obligations of the U.S. government which are explicitly guaranteed by the U.S. government and therefore not considered to have credit risk, and shares of an investment fund, held by NCTSC, which invests in short-term U.S. Treasury securities paying a fixed, variable or floating interest rate and in repurchase agreements backed by U.S. Treasury securities.

Interest rate risk is the risk that the fair value of investments could be adversely affected by the change in interest rates. Duration limits are used to control the portfolios exposure to interest rate changes. Investments are limited to less than one year in duration.

Credit risk is the risk of loss of principal or loss of a financial reward stemming from a borrower's failure to repay a loan or otherwise meet a contractual obligation. Credit risk arises whenever a borrower is expecting to use future cash flows to pay a current debt. Investors are compensated for assuming credit risk by way of interest payments from the borrower or issuer of a debt obligation. Credit risk may be eliminated or minimized by purchasing certain securities, such as obligations of the U.S. government or those explicitly guaranteed by the U.S. government.

As of December 31, 2010, the County did not have any investments subject to credit risk or interest rate risk.

The following table summarizes the County's unrestricted cash and investment position at December 31, 2010; all investments mature in less than one year (dollars in thousands):

	Total	Cash and Cash Equivalents	Investments
Cash	\$ 817,508	\$ 817,508	\$ -
Treasury Notes and Investments	<u>94,628</u>	<u> </u>	<u>94,628</u>
Totals	<u>\$ 912,136</u>	<u>\$ 817,508</u>	<u>\$ 94,628</u>
Governmental Funds	\$ 828,154	\$ 733,526	\$ 94,628
Fiduciary Funds	<u>83,982</u>	<u>83,982</u>	<u> </u>
Totals	<u>\$ 912,136</u>	<u>\$ 817,508</u>	<u>\$ 94,628</u>

The County maintains a consolidated disbursement account with a financial institution on behalf of the College. At August 31, 2010 the College had a cash balance of \$52.5 million; and the bank balance was \$46.5 million. The bank

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

2. DEPOSITS AND INVESTMENTS (Continued)

balance is covered by Federal depository insurance or by collateral consisting of obligations of the United States Government held by the County's agent in the County's name.

At August 31, 2010 the carrying amount (fair value) of the College's investments was \$17.1 million.

3. DUE FROM OTHER GOVERNMENTS

The account "Due from Other Governments" at December 31, 2010 represents aid, grants, and other amounts receivable from the State and Federal governments. The following summarizes such receivables (dollars in thousands):

<u>Fund</u>	<u>Total</u>	<u>Federal</u>	<u>State/Other*</u>
General	\$ 189,020	\$ 63,857	\$ 125,163
Police Headquarters	2,966	288	2,678
Capital Fund	9,025	8,753	272
Fire Commission Fund	3		3
Nonmajor Governmental	<u>27,835</u>	<u>22,710</u>	<u>5,125</u>
Totals	<u>\$ 228,849</u>	<u>\$ 95,608</u>	<u>\$ 133,241</u>

* Includes \$11,158 of sales taxes receivable at December 31, 2010.

4. TAX REAL ESTATE

The account "Tax Real Estate" includes real property which the County has acquired through tax enforcement proceedings. The property is valued at the amount of the delinquent tax liens which could not be sold and which the County was required to retain.

Real property designated as Tax Real Estate is accounted for as an asset of the General Fund inasmuch as it is not being considered for use by the County at this time, but rather is available for sale to private buyers. Since any taxes unpaid to other funds from this property were paid to those funds by the General Fund, no portion of this asset is allocable to those other funds.

Certain real property which was acquired by the County as Tax Real Estate and subsequently designated for public use is currently not available for sale and is included as part of the capital assets in the government-wide Statement of Net Assets.

5. TAX SALE CERTIFICATES

The account "Tax Sale Certificates" includes the amount of delinquent real property tax liens which could not be sold and which the County was required to retain. It also includes the value of tax sale certificates bought by the public which the County subsequently reacquired upon default of the purchaser.

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

6. INTERFUND RECEIVABLES, PAYABLES AND TRANSFERS

A. Interfund Receivables, Payables and Transfers (dollars in thousands)

The individual fund Interfund Receivables and Interfund Payables as of December 31, 2010 are reconciled as follows:

December 31, 2010	General Fund	NIFA General Fund	Debt Service Fund	Fire Comm Fund	Police Districts Fund	Police Headquarters Fund	Sewer & Storm Water District Fund	Capital Fund	Nonmajor Funds	Total
INTERFUND RECEIVABLE										
General Fund	\$	\$	\$	\$	\$	\$	\$	\$ 57,650	\$ 104	\$ 57,764
NIFA General	84,279								15,899	100,178
Debt Service Fund	139,033			313	20,829	28,745			261	189,181
Fire Comm Fund	2,302							582		2,884
Police District	24,878					3,850		19,697		48,425
Police Headquarters	45,657							26,384		72,041
Sewer & Storm District	18,724		3,936					987		23,647
Capital Fund			155,392							155,392
Nonmajor Funds	4,351		11,362		536	2,992	507	427	150	20,325
TOTAL RECEIVABLE	\$ 319,224	\$	\$ 170,690	\$ 313	\$ 21,365	\$ 35,587	\$ 507	\$ 105,737	\$ 16,414	\$ 669,837
INTERFUND PAYABLE										
General Fund	\$	\$(84,279)	\$(139,033)	\$(2,302)	\$(24,878)	\$(45,657)	\$(18,724)	\$	\$(4,351)	\$(319,224)
NIFA General										
Debt Service							(3,936)	(155,392)	(11,362)	(170,690)
Fire Comm Fund			(313)							(313)
Police District			(20,829)						(536)	(21,365)
Police Headquarters			(28,745)		(3,850)				(2,992)	(35,587)
Sewer & Storm District								(507)		(507)
Capital Fund	(57,660)			(582)	(19,697)	(26,384)	(987)		(427)	(105,737)
Nonmajor Funds	(104)	(15,899)	(261)						(150)	(16,414)
TOTAL PAYABLE	\$ (57,764)	\$(100,178)	\$(189,181)	\$ (2,884)	\$(48,425)	\$(72,041)	\$(23,647)	\$(155,392)	\$(20,325)	\$(669,837)

2010	Transfers In:								
	General Fund	Debt Service Fund	Fire Comm Fund	Police District	Police Headquarters Fund	Sewer & Storm District	Capital Fund	Nonmajor Funds	Total
Transfers Out:									
General Fund	\$	\$ 240,142	\$	\$	\$	\$	\$	\$	\$ 240,142
Debt Service Fund	261,742		640	21,869	34,696	1,222		261	320,430
Fire Comm Fund	1,244	327							1,571
Police District		1,041							1,041
Police Headquarters	6,482	5,951							12,433
Sewer & Storm District		8,948							8,948
Capital Fund		3,131							3,131
Nonmajor Funds		6,663						10,271	16,934
TOTAL	\$ 269,468	\$ 266,203	\$ 640	\$ 21,869	\$ 34,696	\$ 1,222	\$	\$ 10,532	\$ 604,630

* Interfund transactions are described in Note 1(N)

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

6. INTERFUND RECEIVABLES, PAYABLES AND TRANSFERS (Continued)

A. Interfund Receivables, Payables and Transfers (Continued)

The outstanding balances between funds result primarily from the time lag between the date the reimbursement is received and the date the interfund goods and services are provided.

B. Due from/Due to Primary Government and Component Units

The total amounts shown as Due to Primary Government and Due from/to Component Units at December 31, 2010 do not offset each other as they include accounts of the Nassau Community College at the end of their fiscal year on August 31, 2010. The following reconciles the December 31, 2010 amount by carrying forward the Nassau Community College transactions affecting these accounts from September 1, 2010 through December 31, 2010.

Dollars in Thousands

Net Due from Primary Government (Exhibit X-1)		<u>\$ 10,052</u>
Nassau Community College Transactions from September 1, to December 31:		
Increase in due to ATF	\$ 11,019	
Decrease (Increase) in due to (from) Capital fund	(1,107)	
Decrease in due to Grant fund	753	
Decrease in due to General fund	(1,030)	
Subtotals		9,635
Nassau Health Care Corporation		
Net Change in Encumbrances		(30,452)
Due From Component Units - Fiduciary per Balance Sheet (Exhibit X-12)		1,474
Net Due From Component Units - Governmental per Balance Sheet (Exhibit X-1)		<u>9,291</u>
Net Due to Component Units - Fiduciary and Governmental		<u>\$ (10,052)</u>

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

7. DEFERRED CHARGES

NCTSC Deferred Charges

Deferred charges for the NCTSC's Cost of Issuance from the defeasance of the 1999 Bonds and sale of the Series 2006 Bonds are as follows (dollars in thousands):

Description	Amount
Cost of issuance	\$ 1,519
Original issue discount	9,011
Underwriter's discount	3,836
Loss on defeasance	<u>18,869</u>
Total	33,235
Less accumulated amortization	<u>5,192</u>
Cost of Issuance — net of amortization	<u>\$ 28,043</u>

Such costs are amortized over the life of the bonds.

Total deferred charges as a result of the implementation of GASB Statement No. 48 in 2007:

Total deferred charges	\$ 387,765
Less accumulated amortization	<u>47,834</u>
Deferred charges — net of amortization	<u>\$ 339,931</u>

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

8. CAPITAL ASSETS

The following schedule for the 2010 capital assets is reconciled to the 2010 amounts reported on Exhibit X-1 in the table below:

Summary of Capital Asset Balances
 (dollars in thousands)

	<u>Primary Government</u>	<u>NCSSWFA</u>	<u>Total per X-1</u>
Capital Assets Not Being Depreciated	\$ 607,745	\$	\$ 607,745
Depreciable Capital Assets	2,075,486	1,219,560	3,295,046
Accumulated Depreciation	<u>(1,188,312)</u>	<u>(259,937)</u>	<u>(1,448,249)</u>
Capital Assets - Net	1,494,919	959,623	2,454,542
Outstanding Related Debt	<u>(758,269)</u>	<u>(161,955)</u>	<u>(920,224)</u>
Invested In Capital Assets, Net of Related Debt	<u>\$ 736,650</u>	<u>\$ 797,668</u>	<u>\$ 1,534,318</u>

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

8. CAPITAL ASSETS (Continued)

Activity for capital assets excluding the Nassau Community College, Nassau County and the Sewer and Storm Water Finance Authority, which are capitalized by the County, is summarized below (dollars in thousands):

Primary Government	Balance December 31, 2009	Additions	Deletions	Balance December 31, 2010
Governmental activities:				
Capital assets, not being depreciated:				
Land	\$ 224,982	\$ 6,568	\$	\$ 231,550
Intangible - Land Dev Rights	8,804			8,804
Construction in progress	588,700	93,045	314,354	367,391
Total capital assets, not being depreciated:	822,486	99,613	314,354	607,745
Capital assets, being depreciated:				
Land Improvements	78,472	207		78,679
Buildings	637,578	35,230		672,808
Equipment	492,307	11,562	1,262	502,607
Infrastructure	712,788	108,604		821,392
Total capital assets, being depreciated	1,921,145	155,603	1,262	2,075,486
Total capital assets	2,743,631	255,216	315,616	2,683,231
Less accumulated depreciation:				
Land Improvements	41,246	3,421		44,667
Buildings	279,081	14,474		293,555
Equipment	331,752	32,650	1,018	363,384
Infrastructure	464,361	22,345		486,706
Total accumulated depreciation	1,116,440	72,890	1,018	1,188,312
Total capital assets, being depreciated, net	804,705	82,713	244	887,174
Governmental activities capital assets, net	\$ 1,627,191	\$ 182,326	\$ 314,598	\$ 1,494,919

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

8. CAPITAL ASSETS (Continued)

The table below presents the reconciliation of the reduction of Construction in Progress to the additions to Capital Assets.

Reconciliation of Reductions of Construction In Progress to Additions to Capital Assets
(dollars in thousands)

	Primary Government	NCSSWEA	Total
Transfer from Construction in Progress	\$ (314,354)	\$	\$ (314,354)
Additions to Capital Assets:			
Capital Assets being Depreciated			
Land Improvements	\$ 207	\$	\$ 207
Land	6,568		6,568
Buildings	35,230	125	35,355
Infrastructure	108,604	163,620	272,224
	<u>\$ 150,609</u>	<u>\$ 163,745</u>	<u>\$ 314,354</u>

Depreciation expense was charged to functions of the County for the fiscal year ended December 31, 2010 as follows (dollars in thousands):

Functions:	Land Improvements	Buildings	Equipment	Infrastructure	Total
Legislative	\$	\$ 6	\$	\$	\$ 6
Judicial	80	1,231	267		1,578
General Administration	60	1,001	767		1,828
Protection of Persons	9	1,858	7,229		9,096
Health		113	269		382
Public Works	49	263	3,217	21,551	25,080
Recreation and Parks	3,158	2,165	535	794	6,652
Social Services	60	182	46		288
Corrections		4,582	341		4,923
Other Expenditures/MSBA		660	8,895		9,555
Metropolitan Transportation Authority			11,084		11,084
Misc. Unclassified	5	2,413			2,418
Total Depreciation Expense	<u>\$ 3,421</u>	<u>\$ 14,474</u>	<u>\$ 32,650</u>	<u>\$ 22,345</u>	<u>\$ 72,890</u>

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

8. CAPITAL ASSETS (Continued)

Sources of funding of the general capital assets at December 31, 2010 were as follows (dollars in thousands):

Long Term Serial Bonds	\$ 2,267,563
Temporary Financing and Bond Anticipation Notes	59,921
Federal Grants	13,292
New York State Grants	92,838
General Fund Revenues	118,537
Special Revenue Fund Revenues	60,011
Gifts	27,755
Acquisitions prior to December 31, 1985	37,857
Capitalized Lease	5,457
 Total Funding Sources	 <u>\$ 2,683,231</u>

General capital assets of the County by function at December 31, 2010 were as follows (dollars in thousands):

Legislative	\$ 331
Judicial	81,284
General Administration	212,604
Protection of Persons	170,328
Health	8,426
Public Works	2,091,057
Recreation and Parks	223,004
Social Services	25,925
Corrections	192,631
Other Expenditures/MSBA	187,887
Metropolitan Transportation Authority	140,040
Misc. Unclassified	193,079
Construction in Progress	367,391
Intangible Assets	8,804
 Total	 3,902,791
Less: Accumulated Depreciation	1,448,249
Total Net Capital Assets	<u>\$ 2,454,542</u>

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

8. CAPITAL ASSETS (Continued)

The following is a summary of the Nassau County Sewer and Storm Water Finance Authority capital assets at cost, except as noted (dollars in thousands):

Capital Assets	Balance December 31, <u>2009</u>	<u>Additions</u>	<u>Reductions</u>	Balance December 31, <u>2010</u>
Buildings	\$ 326,202	\$ 125	\$	\$ 326,327
Equipment	1,824	382		2,206
Infrastructure	<u>727,408</u>	<u>163,619</u>		<u>891,027</u>
Total Capital Assets	<u>1,055,434</u>	<u>164,126</u>		<u>1,219,560</u>
 Less Accumulated Depreciation:				
Buildings	50,993	9,482		60,475
Equipment	437	262		699
Infrastructure	<u>166,764</u>	<u>32,000</u>		<u>198,764</u>
Total Accumulated Depreciation	<u>218,194</u>	<u>41,744</u>		<u>259,938</u>
 Capital Assets - net	 <u>\$ 837,240</u>	 <u>\$ 122,382</u>	 <u>\$</u>	 <u>\$ 959,622</u>

Total combined capital assets of the County (in thousands), including its blended component unit, Nassau County Sewer and Storm Water Finance Authority as of December 31, 2010, is \$3.9 billion with Accumulated Depreciation of \$1.4 billion.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

8. CAPITAL ASSETS (Continued)

The following is a summary of the Nassau Community College capital assets at cost, except as noted (dollars in thousands):

	Balance August 31, 2009	Additions	Reductions	Balance August 31, 2010
Capital Assets Not Being Depreciated				
Land	\$ 2,733	\$	\$	\$ 2,733
Library	912	71		983
Total Capital Assets, Not Being Depreciated	<u>3,645</u>	<u>71</u>	<u></u>	<u>3,716</u>
Capital Assets Being Depreciated				
Land Improvements	1,133	663		1,796
Infrastructure	4,619	376		4,995
Buildings	169,955	3,498		173,453
Building Improvements	31,794	2,872		34,666
Equipment	7,279	442	407	7,314
Total Capital Assets, Being Depreciated	<u>214,780</u>	<u>7,851</u>	<u>407</u>	<u>222,224</u>
Total Capital Assets	<u>218,425</u>	<u>7,922</u>	<u>407</u>	<u>225,940</u>
Less Accumulated Depreciation:				
Land Improvements	863	40		903
Infrastructure	1,140	292		1,432
Buildings	85,330	1,446		86,776
Building Improvements	15,901	1,558		17,459
Equipment	5,883	471	402	5,952
Total Accumulated Depreciation	<u>109,117</u>	<u>3,807</u>	<u>402</u>	<u>112,522</u>
Net Capital Assets Being Depreciated	<u>105,663</u>	<u>4,044</u>	<u>5</u>	<u>109,702</u>
Capital Assets - net	<u>\$ 109,308</u>	<u>\$ 4,115</u>	<u>\$ 5</u>	<u>\$ 113,418</u>

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

8. CAPITAL ASSETS (Continued)

Capital assets of the Faculty-Student Association, the Component unit of Nassau Community College as of August 31, 2010 consisted of the following (dollars in thousands):

	Balance August 31, <u>2010</u>
Furniture and equipment	\$ 379
Vans	<u>231</u>
	610
Less accumulated depreciation	<u>(422)</u>
Total Capital assets (net)	<u>\$ 188</u>

Total depreciable capital assets of the Nassau Community College and Faculty-Student Association, the component unit of Nassau Community College as of August 31, 2010, was \$223 thousand with accumulated depreciation of \$113 thousand.

9. LEASES

The County leases some property and equipment. Leased property having elements of ownership is recorded in the government-wide financial statements. The related obligations, in amounts equal to the present value of minimum lease payments payable during the remaining term of the leases, are also recorded in the government-wide financial statements. The County leases a building valued at \$5.5 million, under a capital lease. Other leased property, not having elements of ownership, are classified as operating leases. Both capital and operating lease payments are recorded as expenditures when payable. Total expenditures on such leases for the fiscal year ended December 31, 2010 was approximately \$8.5 million.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

9. LEASES (Continued)

The County (excluding discretely presented component units) had future minimum payments under capital and operating leases with a remaining term in excess of one year as follows (dollars in thousands):

	<u>Capital Lease</u>	<u>Operating Leases</u>	<u>Total Capital & Operating Leases</u>
Governmental Activities			
Fiscal Year ending December 31:			
2011	\$ 777	\$ 7,545	\$ 8,322
2012	787	7,689	8,476
2013	799	7,646	8,445
2014	810	6,945	7,755
2015	822	6,980	7,802
2016-2020	4,300	7,361	11,661
2021-2025	<u>4,249</u>	<u>7,118</u>	<u>11,367</u>
Future Minimum Payments	12,544	<u>\$ 51,284</u>	<u>\$ 63,828</u>
Less Interest	<u>7,118</u>		
Present value of future Minimum lease payments	<u>\$ 5,426</u>		

The County also leases County-owned property to others and the leases are classified as operating leases. Total rental revenue on these leases for 2010 was \$6.0 million.

As of December 31, 2010, the following future minimum rentals are provided for by the leases (dollars in thousands):

Fiscal year ending December 31:	<u>Operating Leases</u>
2011	\$ 6,216
2012	6,231
2013	6,271
2014	6,204
2015	5,921
2016-2020	18,917
2021-2025	7,297
2026-2030	1,253
2031-2033	<u>112</u>
Total	<u>\$ 58,422</u>

These leases are for land and buildings with the total cost and carrying amount of \$10.6 million for land, and the original cost of \$19.8 million, which has been fully depreciated for buildings at December 31, 2010.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS

County of Nassau Notes Payable

On June 15, 2010, the County issued Series A Revenue Anticipation Notes in the amount of \$130 million to finance cash flow needs within the County. The notes were offered in three tranches, \$5 million bear interest at 2%, \$80 million bear interest at 2% and \$45 million bear interest at 1.25%. The notes matured March 15, 2011.

During 2010, the County did not issue any Bond Anticipation Notes.

Governmental fund notes payable of the County, including the range of interest rates, issue dates, and maturity dates, are as follows (dollars in thousands):

	Balance, December 31, <u>2009</u>	<u>Additions</u>	<u>Reductions</u>	Balance, December 31, <u>2010</u>
General Fund:				
Tax Anticipation Notes - (1.25% to 2.0% issued 2010, maturity dates in 2011)	\$ 150,000	\$ 270,000	\$ 150,000	\$ 270,000
Revenue Anticipation Notes - (1.25% to 2.0% issued in 2010, maturity dates in 2011)	<u>190,000</u>	<u>210,000</u>	<u>190,000</u>	<u>210,000</u>
Total General Fund	<u>\$ 340,000</u>	<u>\$ 480,000</u>	<u>\$ 340,000</u>	<u>\$ 480,000</u>

Long - Term Obligations

Long-term obligations of the County, NIFA, NCTSC and NCSSWFA are recorded in the government-wide Statement of Net Assets.

The debt was issued primarily to finance capital assets, for payment of judgments, real property tax refunds, termination pay, and workers compensation claims.

The amounts including the range of interest rates, issue dates, and maturity dates, are as follows (dollars in thousands):

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

Long - Term Obligations (Continued)

\$ in thousands	Balance January 1, 2010	Additions	Reductions	Balance December 31, 2010	Due Within One Year
General Long-Term Obligations					
Debt:					
General Obligation County Bonds - (2.00% to 11.50%, issued in 1970 through 2010, maturity dates 2002 through 2030)	\$ 887,734	\$ 344,990	\$ 75,150	\$ 1,157,574	\$ 67,980
Sewage purpose bonds - (2.20% to 7.90%, issued in 1970 through 2009, maturity dates 2002 through 2033) - County	90,735		12,980	77,755	8,995
State Water Pollution Control Revolving Fund revenue bonds - (1.46% to 7.10%, issued in 1991 through 2005, maturity dates 2002 through 2034) - County	<u>130,085</u>		<u>8,916</u>	<u>121,169</u>	<u>9,084</u>
Total Serial Bonds - County	<u>1,108,554</u>	<u>344,990</u>	<u>97,046</u>	<u>1,356,498</u>	<u>86,059</u>
Sales Tax Secured Bonds -NIFA, various interest rates % and maturity dates	1,752,600		104,415	1,648,185	119,745
Nassau County Sewer and Storm Water Finance Authority System Revenue Bonds, Series 2004A.&B &Series 2008A (2004-2028)	169,250		7,295	161,955	1,610
Tobacco Settlement Asset-Backed Bonds, Series A (variable rate) Term Bond Due 2029 with mandatory sinking fund redemptions 2004-2039 - NCTSC, Series 2006A.&B	<u>442,108</u>	<u>4,676</u>	<u>402</u>	<u>446,382</u>	<u>7,360</u>
Total Serial Bonds - NIFA, NCSSWFA, NCTSC	<u>2,363,958</u>	<u>4,676</u>	<u>112,112</u>	<u>2,256,522</u>	<u>128,715</u>
Total Serial Bonds	<u>3,472,512</u>	<u>349,666</u>	<u>209,158</u>	<u>3,613,020</u>	<u>214,774</u>
Other:					
Derivative instruments - interest rate swaps		53,229		53,229	
Deferred Bond Premium/Discount (net of amortization)	106,682	28,748	16,660	118,770	
Deferred Revenue	16,055	8,897		24,952	
Accrued Vacation and Sick Pay	544,332	55,419	61,732	538,019	14,573
Deferred Payroll	87,152	12,042	12,834	86,360	14,604
Estimated Liability for Workers' Compensation	275,222	29,742	28,285	276,679	28,370
Estimated Tax Certiorari Payable	164,313	67,382	79,381	152,314	70,000
Estimated Liability for Litigation & Malpractice Claims	225,000	28,625	28,625	225,000	2,282
Capital Lease Obligations	5,482		56	5,426	75
Other Liabilities	14,366			14,366	
Postemployment Retirement Benefits Liability	<u>3,614,983</u>	<u>241,146</u>		<u>3,856,129</u>	
Total Other	<u>5,053,587</u>	<u>525,230</u>	<u>227,573</u>	<u>5,351,244</u>	<u>129,904</u>
Total General Long-Term Obligations	<u>\$ 8,526,099</u>	<u>\$ 874,896</u>	<u>\$ 436,731</u>	<u>\$ 8,964,264</u>	<u>\$ 344,678</u>

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

Long – Term Obligations (Continued)

Revenues from the Special Revenue Sewer Funds will be utilized to finance the debt service for the Sewer purpose bonds and a portion of the State Water Pollution Control Revolving Fund revenue bonds. All other debt service will be financed by the Debt Service Fund. Also, for the governmental activities, claims and judgments are generally liquidated by the general fund and compensated absences are liquidated principally by the general, police, and fire safety funds.

The annual requirements and sources to amortize the County’s General Obligation serial bonds payable as of December 31, 2010 are as follows (dollars in thousands):

<u>Year Ending</u>	<u>Debt Service Requirements</u>			<u>Sources</u>		
	<u>Principal</u>	<u>Interest</u>	<u>Total</u>	<u>General County Budgets</u>	<u>Sewer District Budgets</u>	<u>Total</u>
2011	\$ 86,058	\$ 63,608	\$ 149,666	\$ 121,520	\$ 28,146	\$ 149,666
2012	72,532	60,813	133,345	107,524	25,821	133,345
2013	69,281	57,711	126,992	104,240	22,752	126,992
2014	65,731	54,686	120,417	99,041	21,376	120,417
2015	67,731	51,991	119,722	99,887	19,835	119,722
2016-2020	325,249	216,816	542,065	465,668	76,397	542,065
2021-2025	325,674	138,785	464,459	409,593	54,866	464,459
2026-2030	186,549	73,420	259,969	237,854	22,115	259,969
2031-2035	113,161	32,718	145,879	132,676	13,203	145,879
2036-2039	44,531	4,719	49,250	45,261	3,989	49,250
Total	<u>\$ 1,356,497</u>	<u>\$ 755,267</u>	<u>\$ 2,111,764</u>	<u>\$ 1,823,264</u>	<u>\$ 288,500</u>	<u>\$ 2,111,764</u>

The County’s legal debt margin was approximately \$21.3 billion and total long-term obligation bonds authorized but unissued for general County and sewage district purposes were approximately \$821.4 million at December 31, 2010.

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

NIFA Long-Term Debt

A summary of changes in long-term debt for governmental activities is as follows (dollars in thousands):

	Balance December 31, 2009		Balance December 31, 2010		Due within one year	Non-current
	Balance	Additions	Reductions	Balance		
Bonds payable:						
Sales tax secured bonds payable	\$ 1,752,600		\$ (104,415)	\$ 1,648,185	\$ 119,745	\$ 1,528,440
Premiums	<u>72,789</u>		<u>(5,010)</u>	<u>67,779</u>	<u>5,010</u>	<u>62,769</u>
Total bonds payable	1,825,389		(109,425)	1,715,964	124,755	1,591,209
OPEB liability	918	144	(16)	1,046		1,046
Compensated absences	<u>261</u>		<u>(2)</u>	<u>259</u>		<u>259</u>
Total long term debt	<u>\$ 1,826,568</u>	<u>\$ 144</u>	<u>\$ (109,443)</u>	<u>\$ 1,717,269</u>	<u>\$ 124,755</u>	<u>\$ 1,592,514</u>

Bonds of NIFA are issued pursuant to an Indenture, as supplemented and amended (the "Indenture") between NIFA and the United States Trust Company of New York and its successor The Bank of New York Mellon (the "Trustee"), under which NIFA has pledged its right, title and interest in the revenues of NIFA to secure repayment of NIFA debt. The Act provides that NIFA's pledge of its revenues represents a perfected first security interest on behalf of holders of its bonds. The lien of the indenture on the revenues for the security of NIFA bonds is prior to all other liens thereon. NIFA does not have any significant assets or sources of funds other than sales tax revenues and amounts on deposit pursuant to the indenture. NIFA does not have independent taxing power. As of December 31, 2010, NIFA had outstanding sales tax secured bonds in the amount of \$1.6 billion, maturing through the year 2025 of which \$1.0 billion are fixed rate and \$600 million are hedged variable rate bonds. Other than a possible refunding of its debt if market conditions permit, NIFA has no plans or authority to issue additional bonds, except to cover the costs of issuance incurred in connection with the refunding of its bonds.

Fixed Rate Bonds - NIFA has outstanding fixed rate bonds at rates ranging between 1% and 6%. Interest on NIFA's fixed rate bonds is payable on May 15 and November 15 of each year, and interest on the variable rate bonds is payable on the first business day of each month. Principal on all bonds is payable on November 15. A debt service account has been established under the indenture to provide for the payment of interest and principal of bonds outstanding under the indenture. The trustee makes monthly deposits to the debt service account in the amount of debt service accrued through the end of that month. For the fixed rate bonds, this is essentially one-sixth of the next interest payment and one-twelfth of the next principal payment. Because of this monthly deposit requirement, the amount accrued for debt service in NIFA's financial statements in any year will not be the same as the debt service on the bonds paid to bondholders in that year.

Variable Rate Bonds - Interest rates on the variable rate bonds are currently reset weekly by a remarketing agent at the minimum rate necessary for the bonds to have a market value equal to the principal amount. Interest rates are set separately for each series of variable rate bonds. The variable rate bonds are in most circumstances subject to tender at the option of the bondholder. Payment of the purchase price of eligible Series 2008 A-E bonds are subject to optional or mandatory tender for purchase and if not remarketed by the remarketing agent, payment will be made under and pursuant to, and subject to the terms, conditions and provisions of liquidity facility agreements.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

NIFA Long-Term Debt (Continued)

The liquidity facility agreements are slated to expire between May 15, 2011 and April 30, 2013 and are subject to extension or early termination. Bonds that are purchased by financial institutions under the liquidity facility and not remarketed, if any, must be paid over a five year period. If this was to occur, annual NIFA debt service expense would increase substantially. A debt service account has been established under the indenture to provide for the payment of principal of bonds outstanding under the indenture. The trustee makes monthly deposits to the debt service account in the amount of principal debt service requirements. Additionally, the Trustee makes monthly interest payments.

The County has assumed responsibility for calculating arbitrage rebate liability on bonds or notes issued by NIFA; however, any resulting payments would be made by NIFA.

Aggregate debt service to maturity as of December 31, 2010, is as follows (dollars in thousands):

Years Ending December 31,	Principal	Interest*	Total
2011	\$ 119,745	\$ 69,178	\$ 188,923
2012	144,580	63,844	208,424
2013	150,965	57,064	208,029
2014	156,850	50,293	207,143
2015	142,570	43,648	186,218
2016-2020	624,375	134,638	759,013
2021-2025	309,100	30,993	340,093
	<u>\$ 1,648,185</u>	<u>\$ 449,658</u>	<u>\$ 2,097,843</u>

*Interest on the Variable Rate Bonds is calculated at 5%. During 2010 the interest rate on the Variable Rate Bonds ranged from 0.10% to .36%.

DERIVATIVE INSTRUMENTS - SWAP AGREEMENTS

Derivative instruments, which consist of interest rate swap agreements, have been reported at fair value as of December 31, 2010. As the interest rate swap agreements qualify as a hedging derivative instrument, the fair value has been recorded as a deferred outflow of resources.

Board-Adopted Guidelines - On March 25, 2004, NIFA adopted guidelines (“Interest Rate Swap Policy”) with respect to the use of swap contracts to manage the interest rate exposure of its debt. The Interest Rate Swap Policy establishes specific requirements that must be satisfied for NIFA to enter into a swap contract.

Objectives of Swaps - To protect against the potential of rising interest rates, to achieve a lower net cost of borrowing, to reduce exposure to changing interest rates on a related bond issue or in some cases where Federal tax law prohibits an advance refunding, and to achieve debt service savings through a synthetic fixed rate. In an effort to hedge against rising interest rates, NIFA entered into nine separate pay-fixed, receive-variable interest rate Swap Agreements during FY 2004 (the “Swaps”).

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)***NIFA Long-Term Debt (Continued)*****DERIVATIVE INSTRUMENTS - SWAP AGREEMENTS (Continued)**

Background - NIFA entered into the following six swap contracts with an effective date of April 8, 2004, in connection with the issuance of \$450 million in auction rate securities to provide for the refunding or restructuring of a portion of the County's outstanding bonds, refunding of certain outstanding NIFA bonds, tax certiorari judgments and settlements to which the County is a party, other legal judgments and settlements, County capital projects and to pay costs of issuance. These auction rate securities were subsequently refunded on May 16, 2008 with variable rate demand bonds and the swap agreements transferred to the 2008 Bond Series A-E.

- \$72.5 million notional amount (2004 Series B – swap agreement) with Goldman Sachs Mitsui Marine Derivative Products, L.P. (“GSMMDP”)
- \$72.5 million notional amount (2004 Series C – swap agreement) with GSMMDP
- \$80 million notional amount (2004 Series D – swap agreement) with GSMMDP
- \$72.5 million notional amount (2004 Series E – swap agreement) with UBS AG
- \$72.5 million notional amount (2004 Series F – swap agreement) with UBS AG
- \$80 million notional amount (2004 Series G – swap agreement) with UBS AG

NIFA entered into the following three swap contracts with an effective date of December 9, 2004, in connection with the issuance of \$150 million in Auction Rate Securities to provide for the refunding of a portion of the County's outstanding bonds, tax certiorari judgments and settlements to which the County is a party, other legal judgments, and settlements and to pay costs of issuance. These auction rate securities were subsequently refunded on May 16, 2008 with variable rate demand bonds and the swap agreements transferred to the 2008 Bond Series A-E.

- \$50 million notional amount (2004 Series I – swap agreement) with GGSMMMP
- \$50 million notional amount (2004 Series J - swap agreement) with UBS AG
- \$50 million notional amount (2004 Series K – swap agreement) with Morgan Stanley Capital Services (“MSCS”)

Fair Value - Replacement interest rates on the swaps, as of December 31, 2010, are reflected in the chart entitled “Interest Rate Swap Valuation” (the “Chart”). As noted in the chart, replacement rates were lower than market interest rates on the effective date of the swaps. Consequently, as of December 31, 2010, the swaps had negative fair values. In the event there is a positive fair value, NIFA would be exposed to the credit risk of the counterparties in the amount of the swaps' fair value should the Swap be terminated.

The total value of each swap, including accrued interest, is provided in the chart. The total value of each swap listed represents the theoretical value / (cost) to NIFA if it terminated the swap as of the date indicated, assuming that a termination event occurred on that date. Negative fair values may be offset by reductions in total interest payments required under the related variable interest rate bonds. The market value is calculated at the mid-market for each of the swaps. Fair values were estimated using the zero coupon methodology. This methodology calculates the future

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

NIFA Long-Term Debt (Continued)

DERIVATIVE INSTRUMENTS - SWAP AGREEMENTS (Continued)

net settlement payments under the swap agreement, assuming the current forward rates implied by the yield curve correctly anticipate future spot rates. These payments are then discounted using rates derived from the same yield curve. As of December 31, 2010, the total mark-to-market valuation, net of accruals, of NIFA's swaps was negative \$53.2 million. In the event that both parties continue to perform their obligations under the swap, there is not a risk of termination and neither party is required to make a termination payment to the other. NIFA is not aware of any event that would lead to a termination event with respect to any of its swaps.

Risks Associated with the Swap Agreements - From NIFA's perspective, the following risks are generally associated with swap agreements:

- *Credit/Counterparty Risk* - The counterparty becomes insolvent or is otherwise not able to perform its financial obligations. In the event of deterioration in the credit ratings of the counterparty or NIFA, the swap agreement may require that collateral be posted to secure the party's obligations under the swap agreement.

Under the swap agreements, neither party has to collateralize its termination exposure unless its ratings, or that of the insurer, fall below certain triggers. For NIFA, there is no requirement to collateralize until NIFA is at an A3/A-level, and then only for the amount over \$50 million (threshold amount) of exposure. The threshold amount declines if NIFA falls into the BBB ratings category.

NIFA's swap policy requires that counterparties have credit ratings from at least one nationally recognized statistical rating agency that is within the two highest investment grade categories, without distinction as to grade within the category. If after entering into an agreement the ratings of the counterparty or its guarantor or credit support party are downgraded below the described ratings by any one of the rating agencies, then the agreement is subject to termination unless the counterparty provides either a substitute guarantor or assigns the agreement, in either case, to a party meeting the rating criteria reasonably acceptable to NIFA or collateralizes its obligations in accordance with the criteria set forth in the transaction documents. The counterparties have the ratings set forth below. The table shows the diversification, by percentage of notional amount, among the various counterparties that have entered into agreements with NIFA.

Counterparty	Dollars in millions	Notional percentage
GSMMDP	\$ 275	45.8%
UBS AG	275	45.8%
MSCS	<u>50</u>	<u>8.4%</u>
	<u>\$ 600</u>	<u>100.0%</u>

NIFA insured its performance in connection with the swaps associated with the Series 2004 B-G bonds with Ambac Assurance Corporation ("Ambac"), which is rated Caa2/R (Moody's/S&P/Fitch), including NIFA termination payments. NIFA's payments to the counterparties on the swaps associated with the Series 2004 I-K bonds are insured with CDC IXIS Financial Guaranty North America, Inc. ("CIFG NA"), which is rated WR/NR/NR (Moody's/S&P/Fitch). However, termination payments from NIFA are not guaranteed except on NIFA's swap with UBS AG, where it is guaranteed up to a maximum of \$2 million.

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

NIFA Long-Term Debt (Continued)

DERIVATIVE INSTRUMENTS - SWAP AGREEMENTS (Continued)

- *Basis Risk* - The variable interest rate paid by the counterparty under the swap and the variable interest rate paid by NIFA on the associated variable interest rate bonds are not the same. If the counterparty's rate under the swap is lower than the bond interest rate, then the counterparty's payment under the swap agreement does not fully reimburse NIFA for its interest payment on the associated bonds. Conversely, if the bond interest rate is lower than the counterparty's rate on the swap, there is a net benefit to NIFA.

NIFA is exposed to basis risk on the swaps. NIFA is paying a fixed rate of interest to the counterparties and the counterparties are paying a variable rate to NIFA represented by a percentage of the One-Month LIBOR ("London Inter-bank Offered Rate"), rate plus a fixed spread. The amount of the variable rate swap payments received from the counterparties does not normally equal the actual variable rate payable to the bondholders. Should the historical relationship between LIBOR and NIFA's variable rate on its bonds move to converge, there is a cost to NIFA. Conversely, should the relationship between LIBOR and NIFA's variable rate on its bonds move to diverge, there is a benefit to NIFA.

- *Interest Rate Risk* - The risk that changes in interest rates will adversely affect the fair value of the financial instrument or its cash flows.

NIFA is exposed to interest rate risk on its pay fixed, receive variable interest rate swap. As LIBOR decreases, NIFA's net payment on the swaps increases.

- *Termination Risk* - The swap agreement will be terminated and if at the time of termination the fair value of the swap is negative, NIFA will be liable to the counterparty for an amount equal to the fair value.

The swaps use International Swaps and Derivative Association ("ISDA") documentation and use standard provisions regarding termination events with one exception: if the termination amount is over \$5 million for NIFA, NIFA can pay such excess amount over six months, financing the delay at LIBOR, plus 1%. However, adverse termination for credit deterioration is unlikely due to NIFA's current credit rating. NIFA or the counterparty may terminate any of the swaps if the other party fails to perform under the terms of the contract. In addition, NIFA may terminate the swaps at their fair market value at any time. NIFA would be exposed to variable rates if the counterparty to the swap defaults or if the swap is terminated. A termination of the swap agreement may also result in NIFA making or receiving a termination payment. NIFA is not aware of any event that would lead to a termination event with respect to any of its swaps.

- *Rollover Risk* - The notional amount under the swap agreement terminates prior to the final maturity of the associated bonds, and NIFA may be exposed to then market rates and cease to get the benefit of the synthetic fixed rate for the duration of the bond issue.

NIFA is not exposed to rollover risk, because the notional amounts under the swaps do not terminate prior to the final maturity of the associated variable interest auction rate bonds.

- *Market-access Risk* - NIFA is not exposed to market-access risk on its hedging derivative instruments.
- *Foreign Currency Risk* - NIFA is not exposed to foreign currency risk on its hedging derivative instruments.

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)**NIFA Long-Term Debt (Continued)****DERIVATIVE INSTRUMENTS - SWAP AGREEMENTS (Continued)**

- *Contingency* – Generally, the derivative instruments require NIFA to post collateral at varying thresholds by counterparty based on NIFA's credit rating in the form of cash, U.S. Treasury securities, or specified Agency securities. If NIFA were not to post collateral when required, the counterparty may terminate the hedging derivative instrument.

At December 31, 2010, the aggregate fair value of all hedging derivative instrument agreements whose terms contain such collateral provisions is \$53.2 million. If the collateral posting requirements had been triggered at December 31, 2010, NIFA would have been required to post \$14.0 million in collateral to UBS AG if NIFA's credit rating was A3/A-. NIFA would have been required to post \$24.0 million in collateral to UBS AB and \$5.3 million in collateral to MSCS if NIFA's credit rating was Baa1/BBB+. NIFA would have been required to post \$13.9 million in collateral to GSMMDP, \$24.0 million in collateral to UBS AG and \$5.3 million in collateral to MSCS if NIFA's credit rating was Baa2/BBB. NIFA would have been required to post \$23.9 million in collateral to GSMMDP, \$24.0 million in collateral to UBS AB, and \$5.4 million in collateral to MSCS if NIFA's credit rating was Baa3/BBB-. Because NIFA's credit rating is Aa1/AAA, no collateral has been required or posted.

COUNTY OF NASSAU, NEW YORK

EXHIBIT X-15

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

NIFA Long-Term Debt (Continued)

DERIVATIVE INSTRUMENTS - SWAP AGREEMENTS (Continued)

As of December 31, 2010, NIFA's Interest Rate Swap Valuation is as follows:
(\$'s in thousands)

Swap Agreements	2004 Series B	2004 Series C	2004 Series D	2004 Series E	2004 Series F	2004 Series G	2004 Series I	2004 Series J	2004 Series K	Total
Notional Amount	\$ 72,500	\$ 72,500	\$ 80,000	\$ 72,500	\$ 72,500	\$ 80,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 600,000
Counterparty	GSMMDP	GSMMDP	GSMMDP	UBS	UBS	UBS	GSMMDP	UBS	MSCS	
Counterparty Rating (1)	Aa1/AAA/NR	Aa1/AAA/NR	Aa1/AAA/NR	Aa2/A+/A+	Aa2/A+/A+	Aa2/A+/A+	Aa1/AAA/NR	Aa2/A+/A+	A2/A/A	
Effective Date	April 8, 2004	April 8, 2004	April 8, 2004	April 8, 2004	April 8, 2004	April 8, 2004	December 9, 2004	December 9, 2004	December 9, 2004	
Maturity Date	November 15, 2024	November 15, 2024	November 15, 2016	November 15, 2024	November 15, 2024	November 15, 2016	November 15, 2025	November 15, 2025	November 15, 2025	
NIFA Pays	3.146%	3.146%	3.002%	3.146%	3.146%	3.003%	3.432%	3.432%	3.432%	
Replacement Rate	2.044%	2.042%	1.430%	2.044%	2.042%	1.414%	2.321%	2.321%	2.321%	
NIFA Receives	60% of LIBOR plus 16 basis points weekly (Tuesday)	60% of LIBOR plus 16 basis points weekly (Friday)	60% of LIBOR plus 25 basis points weekly (4th Monday)	60% of LIBOR plus 16 basis points weekly (Tuesday)	60% of LIBOR plus 16 basis points weekly (Friday)	60% of LIBOR plus 26 basis points monthly (5th Thursday)	61.5% of LIBOR plus 20 basis points	61.5% of LIBOR plus 20 basis points	61.5% of LIBOR plus 20 basis points	
Change in Fair Value	\$ (2,596)	\$ (2,603)	\$ (1,939)	\$ (2,596)	\$ (2,603)	\$ (2,008)	\$ (2,000)	\$ (2,000)	\$ (2,000)	\$ (20,345)
Net Accrued	\$ (290)	\$ (291)	\$ (290)	\$ (290)	\$ (291)	\$ (300)	\$ (211)	\$ (211)	\$ (211)	\$ (2,385)
Net Present Value	(6,179)	(6,187)	(5,345)	(6,179)	(6,187)	(5,389)	(5,126)	(5,126)	(5,126)	\$ (50,844)
Total Fair Value of Swap	\$ (6,469)	\$ (6,478)	\$ (5,635)	\$ (6,469)	\$ (6,478)	\$ (5,689)	\$ (5,337)	\$ (5,337)	\$ (5,337)	\$ (53,229)

(1) Moody's/S&P/Fitch

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NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

NIFA Long-Term Debt (Continued)

Swap Payments and Associated Debt - Using rates as of December 31, 2010, debt service requirements of the variable-rate debt and net swap payments, assuming current interest rates remain the same for their term, is shown below. As rates vary, variable-rate bond interest payments and net swap payments will vary.

Swap payments and associated variable-rate debt is as follows (dollars in thousands):

Years Ending December 31,	Variable-Rate Bonds		Interest Rate Swaps, Net	Total
	Principal	Interest		
2011	\$	\$ 1,931	\$ 16,922	\$ 18,853
2012		1,936	16,916	18,852
2013	31,100	1,915	16,822	49,837
2014	45,300	1,812	15,974	63,086
2015	31,725	1,667	14,849	48,241
2016-2020	343,250	5,652	52,151	401,053
2021-2025	148,625	1,028	10,342	159,995
Total	\$ 600,000	\$ 15,941	\$ 143,976	\$ 759,917

NCSSWFA Long-Term Debt

NCSSWFA issued its System Revenue Bonds, 2008 Series A (the "2008A Bonds") pursuant to NCSSWFA's General Revenue Bond Resolution dated as of March 1, 2004, as supplemented by a First Supplemental Resolution dated as of March 1, 2004.

The 2008A Bonds were issued to refund the 2004 Series A (the "2004A Bonds") variable rate NCSSWFA Bonds, to refund all outstanding Commercial Paper at December 31, 2008, and to pay for the related costs of issuance and refinancing.

Each 2008A Bond maturing on November 1, 2023 and November 1, 2028 are subject to redemption on or after November 1, 2018 at the option of NCSSWFA, in whole, or in part by lot on any date, at a Redemption Price of 100% of the principal amount of such 2008A Bond or portions thereof to be redeemed, plus accrued interest to the date of redemption. The 2008A Bonds bear interest rates ranging from 3.250% to 5.375%, per annum.

Berkshire Hathaway Assurance Corporation has provided a financial guarantee insurance policy totaling \$120.8 million of the Series 2008A bonds. The policy guarantees the scheduled payment of principal and interest on the Insured Bonds maturing January 1, 2014 through January 1, 2028.

NCSSWFA issued its System Revenue Bonds, 2004 Series B (the "2004B Bonds") pursuant to NCSSWFA's General Revenue Bond Resolution dated as of March 1, 2004, as supplemented by a Second

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

NCSSWFA Long-Term Debt (Continued)

Supplemental Resolution dated as of October 1, 2004. The 2004B Bonds include a \$1.8 million original issue premium.

The 2004B Bonds were issued to refund a portion of the County Bonds associated with the System and to pay for the related costs of issuance and refinancing.

Each 2004B Bond maturing on and after October 1, 2015, is subject to redemption on or after October 1, 2014, at the option of NCSSWFA, in whole on any date, or in part by lot on any interest payment date, at a redemption price of 100% of the principal amount of such 2004B Bond or portion thereof to be redeemed, plus accrued interest to the date of redemption. The 2004B Bonds bear interest rates ranging from 2.5% to 5.0%, per annum.

MBIA Insurance Corporation has provided a financial guarantee insurance policy, which guarantees the scheduled payment of principal and interest, of the Series 2004B bonds.

As of December 31, 2010 there was no commercial paper outstanding.

2004B and 2008A Bonds

Aggregate debt service to maturity as of December 31, 2010 is as follows (dollars in thousands):

Years Ending	Principal	Interest	Total
2011	\$ 7,360	\$ 7,992	\$ 15,352
2012	7,800	7,679	15,479
2013	7,955	7,310	15,265
2014	8,425	6,957	15,382
2015	8,545	6,607	15,152
2016 - 2020	48,420	26,755	75,175
2021 - 2025	50,125	13,552	63,677
2026 - 2028	<u>23,325</u>	<u>2,551</u>	<u>25,876</u>
Total	<u>\$ 161,955</u>	<u>\$ 79,403</u>	<u>\$ 241,358</u>

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

NCSSWFA Long-Term Debt (Continued)

Aggregate amounts due to the County for debt issued on behalf of NCSSWFA have debt service to maturity as of December 31, 2010 of the following (dollars in thousands):

Years Ending	Principal	Interest	Total
2011	\$ 25,155	\$ 15,087	\$ 40,242
2012	23,560	13,899	37,459
2013	20,439	12,774	33,213
2014	20,262	11,764	32,026
2015	18,736	10,808	29,544
2016 - 2020	82,002	41,941	123,943
2021 - 2025	62,719	22,027	84,746
2026 - 2030	25,205	10,927	36,132
Thereafter	26,839	5,444	32,283
Total	<u>\$ 304,917</u>	<u>\$ 144,671</u>	<u>\$ 449,588</u>

NCTSC Long-Term Debt

In 1999, the NCTSC issued \$294.5 million of the 1999 Bonds. On April 5, 2006, NCTSC issued \$431.0 million of Tobacco Settlement Asset-Backed Bonds, Series 2006 ("Series 2006 Bonds") pursuant to an Amended and Restated Indenture dated as of March 1, 2006 ("Indenture"). The Series 2006 Bonds consist of the "Series 2006A-1 Taxable Senior Current Interest Bonds" of \$42.6 million the "Series 2006A-2 Senior Convertible Bonds" of \$37.9 million the "Series 2006A-3 Senior Current Interest Bonds" of \$291.5 million and the "Series 2006B-E Subordinate CABs" of \$58.9 million. Unless otherwise indicated, defined terms have the meanings ascribed to them in the Offering Circular for the Series 2006 Bonds dated March 31, 2006. The Series 2006A-1 Taxable Senior Current Interest Bonds and the Series 2006A-3 Senior Current Interest Bonds shall accrue interest from their issuance date (as set forth on such bonds) and pay such interest on each distribution date until the bonds maturity date or the redemption date of the bond, whichever is earlier. The Series 2006A-2 Senior Convertible Bonds shall accrete interest from its issuance date (as set forth on such bonds) and such interest shall be compounded on each distribution date commencing with the first distribution date after its issuance through and excluding the conversion date or redemption date of such bond, whichever is earlier. On and after the applicable conversion date, such conversion bond shall become a current interest bond with a principal amount equal to the accreted value at such conversion date, as set forth in a Series Supplement, interest on which shall be payable on each distribution date after the conversion date until the maturity date, or redemption of such bond, whichever is earlier.

NCTSC used the proceeds from the Series 2006 Bonds, along with other funds, to: (i) refund all of the 1999 Bonds then-currently outstanding in the aggregate principal amount of \$272.1 million; (ii) fund a Senior Liquidity Reserve for the Series 2006 Senior Bonds of \$24.0 million; (iii) pay the costs of issuance of the Series 2006 Bonds; (iv) fund certain projected requirements for the Operating Account; (v) fund interest on the Series 2006 Bonds through the December 1, 2007 payment; and (vi) pay certain amounts to the NCTSC Residual

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

NCTSC Long-Term Debt (Continued)

Trust as registered owner of the Residual Certificate. Pursuant to the Indenture, TSRs paid on or after April 1, 2009, are subject to the lien of the Indenture. The Series 2006 Bonds shall accrete interest from its issuance date (as set forth on such bonds) and interest shall be compounded on each distribution date, commencing with the first distribution date after its issuance through and including the maturity date or redemption date of such bond, whichever is earlier.

The payment of the Series 2006 Bonds is dependent on the receipt of TSRs. The amount of TSRs actually collected is dependent on many factors, including cigarette consumption and the continued operations of the Participating Manufacturers. Such bonds are secured by and payable solely from TSRs and other collateral pledged under the Indenture.

Failure to pay when due any interest on Senior Bonds or any Serial Maturity or Turbo Term Bond Maturity for Senior Bonds, among other things, will constitute an event of default.

As described in the Offering Circular, the Series 2006 Bonds were issued with various schedules for, among other things, the payment of interest, principal, sinking fund installments and/or Turbo Redemptions. NCTSC's projected Sinking Fund Installments and interest payments are as follows (dollars in thousands):

<u>Year</u> <u>Ending</u>	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
2011	\$ 1,610	\$ 19,217	\$ 20,827
2012	1,965	19,095	21,060
2013	2,340	18,948	21,288
2014	2,695	18,776	21,471
2015	2,770	18,649	21,419
2016-2020	24,120	90,019	114,139
2021-2025	37,005	85,243	122,248
2026-2029	46,455	67,792	114,247
Thereafter	327,422	1,079,668	1,407,090
	<u>\$ 446,382</u>	<u>\$ 1,417,407</u>	<u>\$ 1,863,789</u>

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

Nassau Community College Long-Term Debt

Long-term liability activity for the year ended August 31, 2010 follows (dollars in thousands):

	<u>Balance</u> <u>2009</u>	<u>Additions</u>	<u>Reductions</u>	<u>Balance</u> <u>2010</u>	<u>Current</u> <u>Portion</u>
General obligation bonds	\$ 14,134	\$ 5,024	\$ 1,443	\$ 17,715	\$ 1,676
Dormitory Authority-State of NY bonds	38,234	164	1,791	36,607	1,700
Endo note payable	932		20	912	22
Litigation liability	600		200	400	
Postemployment retirement benefits payable	274,560	28,774	7,203	296,131	
Insurance reserve liability	1,973	11		1,984	
Deposits held in custody for others	1,656	4		1,660	
Deferred bond premium	2,132		128	2,004	
Liability for future pension expense	1,333			1,333	
Accrued compensated absences	52,310	1,597		53,907	1,712
Total long-term liabilities	<u>\$ 387,864</u>	<u>\$ 35,574</u>	<u>\$ 10,785</u>	<u>\$ 412,653</u>	<u>\$ 5,110</u>

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)**Nassau Community College Long-Term Debt (Continued)**

Dormitory Authority - State of New York - The College has entered into financing agreements with the Dormitory Authority - State of New York ("DASNY") for the purpose of financing the State's one-half share of various capital construction costs. The Bonds are special obligations of DASNY, payable from amounts to be appropriated each year by the State pursuant to a provision of the State Education Law, and from moneys in the Debt Service Reserve Fund held by the trustee. The amounts to be appropriated annually are assigned under the agreement from the County to DASNY. DASNY has no taxing power. Accordingly, under the constitution of the State of New York, the availability of funds to make annual payments is subject to annual appropriations being made by the State Legislature. The State Education Law that allows the State to make these appropriations does not constitute a legally enforceable obligation of the State and the State is not legally required to appropriate such funds. The Bonds are not a debt of the State and the State is not liable for them.

The aggregate amount due DASNY under the agreement in each bond year is equal to debt service on the bonds plus certain administrative and other expenses of DASNY. No revenues or assets of the College or the County have been pledged or will be available to pay the debt service on the bonds. The County has not pledged its full faith and credit to the payments of principal and interest on the bonds. DASNY will not have title to, a lien on, or a security interest in any of the projects being financed by the bonds or in other property of the County or College.

County of Nassau - The County of Nassau has issued general obligation serial bonds for various College construction projects. The amount of serial bonds outstanding at August 31, 2010 is \$17.7 million and principal is scheduled to mature from 2009 to 2040. This debt is the obligation of the County. No revenues or assets of the College have been pledged or will be available to pay debt service on the bonds. The County has pledged its full faith and credit to the payment of principal and interest on the bonds.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

Nassau Community College Long-Term Debt (Continued)

As of August 31, 2010, principal and interest payments relating to the DASNY and General Obligation bonds are as follows (dollars in thousands):

Principal Year Ending August 31,	DASNY	General Obligations	Endo Note	Total
2011	\$ 1,700	\$ 1,676	\$ 22	\$ 3,398
2012	1,453	1,066	23	2,542
2013	1,504	1,019	25	2,548
2014	1,560	705	27	2,292
2015	1,944	710	30	2,684
2016-2020	11,202	3,290	191	14,683
2021-2025	8,614	3,105	284	12,003
2026-2030	4,265	2,298	310	6,873
2031-2035	2,564	2,467		5,031
2036-2040	1,801	1,379		3,180
Total	\$ 36,607	\$ 17,715	\$ 912	\$ 55,234

Interest Year Ending August 31,	DASNY	General Obligations	Endo Note	Total
2011	\$ 1,808	\$ 792	\$ 72	\$ 2,672
2012	1,727	726	70	2,523
2013	1,680	679	68	2,427
2014	1,628	635	66	2,329
2015	1,307	610	64	1,981
2016-2020	6,352	2,646	279	9,277
2021-2025	3,433	1,965	185	5,583
2026-2030	1,880	1,343	51	3,274
2031-2035	902	610		1,512
2036-2040	258	168		426
Total	\$ 20,975	\$ 10,174	\$ 855	\$ 32,004

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

Nassau Community College Long-Term Debt (Continued)

Interest on the DASNY and General Obligation bonds range from 2.0% to 5.628% and from 2% to 9%, respectively. The current amortization expense for the deferred financing costs for these bonds is \$225 thousand.

During fiscal 2010, DASNY issued Revenue Refunding Bonds, Series 2009A par amount \$81.1 million of which \$164 thousand, were allocated to the College.

In September 2009, the County issued \$110.0 million General Obligation Bonds Series F and G, of which \$460 thousand were earmarked for the various College construction projects. In December 2009, the County issued \$90.2 million General Obligation Bonds Series H and I, of which \$4.3 million were earmarked for the various College construction projects. In June 2010, the County issued \$95.3 million General Obligation Bonds, Series A and B, of which \$189 thousand were earmarked for the various College construction projects. In December 2010, the County issued \$125.0 million General Obligation Bonds, Series E and F, of which \$26 thousand were earmarked for the various College construction projects.

NHCC Long-Term Debt

Long-term debt at December 31, 2010 consists of the following (dollars in thousands):

2004 Series B Bonds payable at varying dates through August 1, 2014 at tax-exempt fixed interest rates ranging from 3.0% to 5.0%	\$ 12,250
2009 Series A bonds payable at varying dates through August 1, 2022; variable rate demand bonds bearing interest at taxable variable rates with an average of approximately 4.61% in 2010	25,995
2009 Series B, C and D bonds payable at varying dates through August 1, 2029; variable rate demand bonds bearing interest at tax-exempt variable rates with an average of approximately 3.46% in 2010	<u>220,840</u>
	259,085
Deferred loss on refunding	(26,931)
Net unamortized bond premium	298
Current portion	<u>(2,438)</u>
Total long term debt	<u>\$ 230,014</u>

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)***NHCC Long-Term Debt (Continued)***

In October 2004, the Series 2004 Bonds were issued to refund NHCC's Series 1999 Revenue Bonds, finance capital projects and pay the costs of issuance, including the required premium of the Bond Insurer. The transaction resulted in the NHCC receiving approximately \$41.0 million of cash, of which \$26.0 million was available for working capital and \$15.0 million for new capital project financing. The net present value savings from lower debt service payment requirements was approximately \$22.0 million. The refunded Series 1999 Revenue Bonds outstanding at December 31, 2008 were approximately \$242.2 million. The remaining amount outstanding was fully redeemed in 2009.

In 2008, NHCC received a \$37.0 million grant award from the Health Care Efficiency and Affordability Law for New Yorkers Capital Grant Program ("HEAL NY"), as established pursuant to Section 2818 of the Public Health Law. In June 2008, a portion of the HEAL NY grant award was used by the NHCC to redeem approximately \$33.7 million of the 2004 Series A (taxable) auction rate securities, terminate a portion of the taxable swap outstanding, and pay transaction costs. The HEAL NY grant award was recognized as a grant for capital asset acquisitions and retirement of long-term debt.

In September 2008, a portion of the Series 2004 Series A and 2004 Series C bonds were not remarketed and the NHCC was required to draw on its Standby Purchase Agreement to purchase the bonds, at which time they became bank term bonds, which were outstanding at December 31, 2008. The potential for this conversion transaction was provided for in the original financing agreements.

In April 2009, Series 2009 A (taxable), B, C and D bonds were issued as variable rate demand bonds ("VRDBs") backed by new letters of credit ("LOCs") to redeem the 2004 Series A and 2004 Series C outstanding bank term bonds. The LOCs are scheduled to expire in April 2012. If the Corporation draws on the LOCs to purchase the Series 2009 bonds, the VRDBs will convert to bank term bonds and repayment will commence no earlier than 270 days from the drawing date. Principal amounts related to the Series 2009 A bonds mature annually each August 1, beginning in fiscal 2013 through fiscal 2022. Principal amounts related to the Series 2009 B, C, and D bonds mature annually each August 1, beginning in fiscal 2015 through fiscal 2029.

The County guarantees to the Trustee and the owners of Series 2009 Bonds the full and prompt payment of the principal and interest of the Series 2004 and Series 2009 Bonds. The County guaranty may be amended without consent of the bond owners.

In connection with the issuance of the Series 2004 and 2009 Bonds, the NHCC incurred a loss of approximately \$38.0 million and \$3.7 million, respectively. The loss (the difference between the reacquisition price and the net carrying amount of the old debt) is carried as a deferred item, net in long-term debt in the accompanying consolidated balance sheets. The total deferred loss to be amortized has not been adjusted for the prepayment in 2008 of a portion of outstanding debt and the issuance of the Series 2009 Bonds; however, future amortization of the deferred loss was so adjusted. Amortization of the deferred loss is \$2.3 million and \$2.3 million for the years ended December 31, 2010 and 2009, respectively.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

NHCC Long-Term Debt (Continued)

Pursuant to the Stabilization Agreement and, subsequently, the Successor Agreement (see NHCC financial statements Note 6), the County deposits subsidies, payable to the NIICC monthly, in an escrow account reserved for payment of the Series 2009 Bonds.

In connection with the issuance of the Series 2004 Bonds, the NHCC entered into interest rate swap agreements with commercial banks to effectively convert interest payments on the variable interest rate Series C Bonds to a fixed interest rate based on a total initial notional amount of \$220.0 million that declines as debt is repaid. The fixed interest rate paid by the NHCC under the swap agreements is 3.46% and the variable rate received is based on LIBOR. The swap agreements remain in place for the Series 2009 bonds and expire on August 1, 2029.

The NHCC also entered into a cancelable swap agreement with a commercial bank to effectively convert interest payments on the variable interest rate for the Series 2004 A Bonds to a fixed interest rate based on an initial notional amount of \$65.0 million that declines as debt is repaid. The fixed interest rate paid by the NHCC under the swap agreement is 4.61% and the variable rate received is based on LIBOR. The swap agreement remains in place for the Series 2009 bonds and expires on August 1, 2012.

The swap agreements expose the NHCC to market risk, in the event of changes in interest rates, and credit risk, in the event of nonperformance by the counterparty. However, the NHCC believes that the risk of a material impact to its consolidated financial condition arising from such events is low. The County guarantees payments to the swap contract counterparties. The fair value of the derivative instruments was a liability of approximately \$25.4 million at December 31, 2010.

Principal payments on long-term debt are due annually on August 1. Interest payments are due semiannually on February 1 and August 1. Estimated interest is based on the original amortization schedules. Payments applicable to long-term debt for years subsequent to December 31, 2010 are as follows (dollars in thousands):

	<u>Principal</u>	<u>Estimated Interest</u>
2011 \$	2,438	\$ 10,062
2012	4,815	9,940
2013	4,360	9,700
2014	4,520	9,484
2015	13,005	9,261
2016 - 2020	73,555	38,252
2021 - 2025	84,080	22,862
2026 - 2029	72,312	6,782
	<u>\$ 259,085</u>	<u>\$ 116,343</u>

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

10. NOTES PAYABLE AND LONG-TERM OBLIGATIONS (Continued)

OTB Long-Term Debt

In June 2005, OTB issued \$21.8 million in Series 2005 Revenue Bonds. The sources of the funds included \$21.8 million in principal, \$33 thousand original issue discount, and OTB's equity contribution of \$0.1 million, to total \$21.9 million. The proceeds were used as follows: \$12.3 million to redeem prior notes that were used to finance the acquisition and rehabilitation of the Race Palace, \$0.5 million to pay issuance costs, \$6.8 million for various ongoing and future capital projects, and \$2.3 million to deposit to a debt service reserve fund. The Series 2005 Revenue Bonds are general obligations of OTB and are secured by a pledge directly by the County pursuant to a support agreement that is described in the following paragraph. Rates on this obligation range from 3% to 5%.

Under the support agreement with the County, OTB is obligated to deposit required debt service payments due into a capital reserve fund. This transfer of funds must occur no later than 15 days prior to the due date of such payment. In addition, as consideration for entering into this support agreement and in recognition of the benefits anticipated to be derived, OTB is currently required to pay the County \$620 thousand on each February 15 until the Series 2005 Revenue Bonds are paid in full. OTB paid the County \$620 thousand in 2010.

Mortgage and bond payable at December 31, 2010, consisted of the following (dollars in thousands):

Mortgage note -- payable in 120 monthly installments of \$5.5 thousand including interest at 6.2%. A final payment is due on February 1, 2013. The mortgage is secured by the underlying real property.	\$ 133
Bond payable - due in 15 annual installments of \$1.455 million plus semi-annual interest payments ranging from 3% to 5%. A final payment is due on July 1, 2010. The bond is secured by the underlying real property.	<u>14,535</u>
	<u>\$ 14,668</u>

Future minimum payments on the mortgage and bond payable including interest are as follows (dollars in thousands):

<u>Years Ending December 31:</u>	<u>Principal</u>	<u>Interest</u>
2011	\$ 1,514	\$ 556
2012	1,518	504
2013	1,466	452
2014	1,455	398
2015	1,455	343
2016-2020	<u>7,260</u>	<u>869</u>
	<u>\$ 14,668</u>	<u>\$ 3,122</u>

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

11. REFINANCING OF LONG-TERM OBLIGATIONS

Prior to December 31, 2010, the County defeased certain general obligation bonds and Combined Sewer District Bonds by refinancing them and placing the proceeds of the new bonds in an irrevocable trust to provide for all future debt service payments on the old bonds. Accordingly, the trust account assets and the liability for the defeased bonds are not included in the County's financial statements. As of December 31, 2010, approximately \$25.7 million of outstanding bonds (including NIFA) are considered defeased.

12. PENSION PLANS**Plan Description**

The County participates in the New York State and Local Retirement System ("Retirement System"), which is comprised of the following plans, the Employees' Retirement System ("ERS"), the Police and Fire Retirement System ("PFRS") and the Public Employees' Group Life Insurance Plan. These are cost-sharing multiple-employer defined benefit retirement plans. The Retirement System provides retirement benefits as well as death and disability benefits to members. Obligations of employers and employees to contribute, and benefits paid to retirees are governed by New York State Retirement and Social Security Law ("NYSRSSL"). As set forth in the NYSRSSL, the Comptroller of the State of New York ("State Comptroller") serves as sole trustee and administrative head of the Retirement System. The State Comptroller shall adopt and may amend rules and regulations for the administration and transaction of the business of the Retirement System and for the custody and control of its funds. The Retirement System issues a publicly available financial report that includes financial statements and required supplementary information. That report may be obtained by writing to the New York State and Local Retirement Systems, 110 State Street, Albany, NY 12244.

Funding Policy

The Retirement System is noncontributory for those members who joined the retirement system prior to July 27, 1976. Employees who joined the Retirement System after that date must contribute 3% of their salary, however, NYS legislation passed in 2000, suspended the 3% contribution for those employees who have 10 or more years of credited service. In addition, members who meet certain eligibility requirements will receive one month's additional service credit for each completed year of service up to a maximum of two additional years of service credit. In 2009, the Governor signed a bill requiring members hired January 2010 and later to contribute 3% of their salary for all their years of public service, increased the numbers of years required to vest for retirement benefits from 5 to 10 years, and placed a limitation on the annual amount of overtime credited as retirement earnings.

The Common Retirement Fund ("Fund") was established to hold all the assets and income of the Retirement System in a single unified investment program. The overall methodology for ensuring that the Fund maintains adequate assets is determined by the NYSRSSL. The Fund's assets come from three main sources: employee or member contributions, investment income and participating employer contribution. The value of the Fund and the rate of return on the investments directly affect the employer's annual contribution rates. Each year, the State evaluates the Fund's assets and compares the value of those assets to the funds needed to pay current and future benefits. The difference between these two amounts is spread over the future working lifetimes of active members to actuarially determine the annual contribution rates. Under the authority of the

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

12. PENSION PLANS (Continued)

NYSRSSL, the State Comptroller is required to annually certify these contribution rates. The State calculates the County's required annual contribution payment using these contribution rates and the projected retirement earnings of the County's current employees.

State legislation enacted in 2004 revised the date by which municipalities are required to make their annual Retirement System contributions from December 15 to February 1 of the following year. Consistent with GASB's guidance, the County recognized this liability during 2004 for financial reporting purposes.

The required contributions for the current year and two preceding years were (dollars in thousands):

	<u>ERS</u>	<u>PFRS</u>
2010	\$42,637	\$52,555
2009	46,306	55,882
2008	50,642	56,575

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

13. RECONCILIATION OF GAAP FUND BALANCES TO BUDGETARY BASIS

The following reconciles fund balances at December 31, 2010 as prepared on a GAAP basis to the budgetary basis of reporting (dollars in thousands):

	General	Police District Fund	Police Headquarters Fund	Fire Prevention, Safety, Communication and Education	Sewer & Storm Water District Fund	Capital Fund	Nonmajor Governmental Funds
Fund Balances at December 31, 2010 Prepared in Accordance with GAAP	\$ 163,234	\$ 3,668	\$ (1,157)	\$ (138)	\$ 102,567	\$ 197,643	\$ 125,781
Add:							
Funding for Tax Certiorari and Other Judgments	72,991						
Funding for Termination Pay	21,270	21,869	34,696	640	1,816		
Medicare and Pension Benefits - Accrual Basis Only	8,213	2,356	2,477	199	407		
Less:							
Encumbrances	(86,227)	(382)	(1,320)	(61)	(11,158)		
Payments for Tax Certiorari and Other Judgments	(72,991)						
Payments for Termination Pay	(21,270)	(21,869)	(34,696)	(640)	(1,816)		
Unbudgeted Grant Fund							(18,997)
Unbudgeted NCTSC General Fund							8
Unbudgeted Open Space Fund							(1,736)
Unbudgeted Sewage Disposal Construction Fund							(8,816)
Unbudgeted Sewer and Storm Water District Fund							(20,438)
Unbudgeted Sewage Collection Construction Fund							(18)
Unbudgeted Capital Project Fund						(197,643)	
Unbudgeted NCTSC Debt Service Fund							(24,380)
Unbudgeted SFA General Fund							(22,018)
Unbudgeted NIFA Debt Service Fund							(15,924)
Fund Balances at December 31, 2010 Prepared on the Budgetary Basis of Reporting	\$ 85,220	\$ 5,642	\$	\$	\$ 91,816	\$	\$ 13,462

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

14. DESIGNATION OF UNRESERVED FUND BALANCES

Portions of the unreserved fund balances at December 31, 2010 were designated as sources of revenue in the ensuing year's operating budgets as follows (dollars in thousands):

	Total Fund Balance	Fund Balance Unreserved and Designated for Ensuing Year's Budget	Fund Balance Unreserved and Undesignated
Major Governmental Funds	\$173,743	\$35,538	\$138,205
Nonmajor Governmental Funds	(26,788)		(26,788)

15. OTHER POSTEMPLOYMENT BENEFITS

Plan Description

The County provides health care benefits in accordance with New York State Health Insurance Rules and Regulations administered by the New York State Department of Civil Service (the "NYSHIP" plan). The County's several union contracts and ordinances require the County to provide all eligible enrollees with either the NYSHIP plan or other equivalent health insurance. Substantially all of the County's retirees and employees are enrolled in the NYSHIP Plan. NYSHIP is a defined benefit agent multiple-employer healthcare plan. Under the provisions of the NYSHIP Plan, premiums are adjusted on a prospective basis for any losses experienced by the NYSHIP Plan. The County has the option to terminate its participation in the NYSHIP Plan at any time without liability for its respective share of any previously incurred loss.

Funding Policy

Eligibility for health benefits upon retirement are governed by Ordinance bargaining unit, age, and years of service. Non-union employees hired after August 2008 are required to have 10 years of governmental service, 5 of which must be with the County to be eligible for post retirement health insurance benefits. CSEA employees hired after August 2003 are required to have 10 years of County employment. All other employees are eligible after 5 years of service. The County contributes 100% of the health insurance costs for the Government Employees Health Insurance program for all police officers and County employees who retired after December 31, 1975, with the exception of Ordinance employees retired after January 1, 2002 who are required to contribute either 5% or 10% of the cost depending on coverage. For employees who retired prior to December 31, 1975, the County's contribution is reduced in accordance with the union agreement applicable to their respective retirement dates. Nassau County is not required by law to provide funding other than the pay-as-you-go amount necessary to provide current benefits to retirees and eligible beneficiaries/dependents. The County recognizes the expenditure of providing current and postretirement health care benefits in the year to which the insurance premiums apply. NYSHIP plan insurance premiums are billed in advance and therefore the County has recorded a prepaid asset for this amount at December 31, 2010. The total cost for providing health care benefits was \$229.9 million in 2010, of which approximately

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

15. OTHER POSTEMPLOYMENT BENEFITS (Continued)**Funding Policy (Continued)**

\$112.5 million was for retirees and approximately \$117.4 million was for active employees and other eligible individuals. In 2010 the subsidy provided by the Medicare Reform Act of 2003 to employers who continued prescription drug coverage for its Medicare eligible retirees of \$7.0 million was recorded as income.

Annual OPEB Cost and Net OPEB Obligation

The County provides group health care benefits for retirees (and for eligible dependents and survivors of retirees). The following are the retiree contributions for non-union (Ordinance #543) employees:

- Hired prior to January 1, 2002 or earning less than \$30,000 in the year of retirement: none
- Hired on or after January 1, 2002 and earning more than \$30,000 per year in the year of retirement: 5% of premium for single coverage and 10% of the premium for family coverage (contribution rate are the same for Medicare eligible and Medicare ineligible participants)
- Union employees (CSEA Local 830): none
- Public safety employees: none
- Employees who retired prior to 1976 pay contributions (varies as a percentage of the premium)

An actuarially determined valuation of these benefits was performed by an outside consultant to estimate the impact of changes in GASB accounting rules applicable to the retiree medical benefits for retired employees and their eligible dependents.

The County elected to record the entire amount of the Unfunded Actuarial Accrued Liability ("UAAL"), totaling approximately \$3.5 billion in the fiscal year ended December 31, 2007, and not to fund the UAAL. The UAAL, including accrued interest relating to postemployment benefits is approximately \$3.9 billion as of December 31, 2010 which included both the County and an allocation of the Nassau Health Care Corporation's cost as of December 31, 2010. The County is not required by law or contractual agreement to provide funding for postemployment retirement benefits other than the pay-as-you-go amount necessary to provide current benefits to retirees and eligible beneficiaries/dependents. During the fiscal year ended December 31, 2010, the County paid \$112.5 million on behalf of the Plan.

The County's annual OPEB cost (expense) is calculated based on the annual required contribution ("ARC") of the employer, an amount that was actuarially determined by using the Projected Unit Credit Method (one of the actuarial cost methods that meet the requirements of GASB Statement No. 45). The portion of this Actuarial Present Value allocated to a valuation year is called the Normal Cost. The County uses a level dollar amount and an amortization period of one year on an open basis.

Under this method, actuarial gains/losses, as they occur, reduce/increase future Normal Costs.

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

15. OTHER POSTEMPLOYMENT BENEFITS (Continued)

Annual OPEB Cost and Net OPEB Obligation (Continued)

The following table shows the elements of the County's annual OPEB cost for the year, the amount actually paid, and changes in the County's net OPEB obligation to the plan for the year ended December 31, 2010 (dollars in thousands):

Calculation of ARC and Annual OPEB Cost

	Nassau County	*Nassau Community College	** Nassau Health Care Corporation	Nassau Regional Off-Track Betting Corp.	Nassau County Interim Finance Authority	Total
Amortization of UAAL	\$ 3,854,422	\$ 290,656	\$ 19,945	\$ 48,716	\$ 978	\$ 4,214,717
Normal Cost at the Beginning of year	107,503	12,109	27,078	1,884	80	148,654
Change in Normal cost at April 1	1,076	53	320	12	1	1,462
Interest on Normal Cost	4,603	516	1,161	80	3	6,363
Annual Required Contribution	3,967,604	303,334	48,504	50,692	1,062	4,371,196
Interest on net OPEB Obligations	153,598	11,669	5,040	1,990	39	172,336
Adjustment to ARC	(3,767,663)	(286,229)	(7,068)	(48,809)	(957)	(4,110,726)
Total Annual OPEB cost	353,539	28,774	46,476	3,873	144	432,806
Actual Contributions	112,521	7,202	3,891	1,051	16	124,681
Increase in net OPEB obligation	241,018	21,572	42,585	2,822	128	308,125
Net OPEB Obligation at December 31, 2009	3,614,065	274,560	118,591	46,819	918	4,054,953
Net OPEB Obligation at December 31, 2010	\$ 3,855,083	\$ 296,132	\$ 161,176	\$ 49,641	\$ 1,046	\$ 4,363,078

* Nassau Community College data as of fiscal year ended August 31, 2010

** Nassau Health Care Corporation uses a 30 year basis for amortization

As of December 31, 2010, the OPEB liability was approximately \$3.9 billion and the 2010 payroll cost was \$857.9 million or 449.4% of the unfunded liability amount. The County's annual OPEB cost, the actual annual OPEB amount contributed to the plan, and the net OPEB obligation for the fiscal years ended December 31, 2010, 2009 and 2008, were as follows (dollars in thousands):

Fiscal Year Ended	Annual OPEB Cost	Actual Annual OPEB Cost Paid	Percentage of Annual OPEB Cost Contributed	Net OPEB Obligation
12/31/2010	\$ 353,539	\$ 112,521	31.8%	\$ 3,855,083
12/31/2009	265,384	106,956	40.3%	3,614,065
12/31/2008	207,002	105,347	50.9%	3,455,637

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

15. OTHER POSTEMPLOYMENT BENEFITS (Continued)

Actuarial Methods and Assumptions

The OPEB-specific actuarial assumptions used (which is required at least biennially) in the January 1, 2010, OPEB actuarial valuations are as follows:

Valuation date:	January 1, 2009
Actuarial cost method:	Projected Unit Credit Method
Discount rate:	4.25% per annum
Per-capita retiree contributions:	Retiree contributions are assumed to increase at the same rates as incurred claims.

Health insurance benefits are provided by the New York State Health Insurance Plan. This also includes a reimbursement of Medicare Part B premium. Benefits vest at five to ten years of service and are subject to continuous participation in NYSHIP.

The premium rate is used for all non-Medicare eligible retirees and dependents with basic medical coverage.

Monthly premium rates for fiscal year 2010 are shown in the following table:

Pre-65 Non-Medicare:		
Single	\$	612.34
Family		1,330.93
Post- 65 Medicare:		
Single		367.77
Family		840.98
Medicare (Part B) - per person		96.40

Medicare Part B premiums for 2010 are \$96.40 per person monthly and are assumed to increase by the following trend rates:

Year	Trend Rates
2010	7.00 %
2011	6.75
2012	6.50
2013	6.25
2014	6.00
2015	5.75
2016	5.50
2017	5.25
2018 +	5.00

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

15. OTHER POSTEMPLOYMENT BENEFITS (Continued)

Actuarial Methods and Assumptions (Continued)

No retiree assumed to have income in excess of the threshold, which would result in increasing Part B premium above 25% of Medicare Part B Costs.

Health Care Cost Trend Rate ("HCCTR") - Covered medical expenses are assumed to increase by the following percentages:

HCCTR Assumptions:

Years Ending	Annual Rates of Increase
2010	8.00 %
2011	7.50
2012	7.00
2013	6.50
2014	6.00
2015	5.75
2016	5.50
2017	5.25
2018 and later	5.00

Mortality - Mortality rates are those recommended by the actuary:

Preretirement

Age	TRS		ERS	PFRS
	Male	Female		
20	0.0075 %	0.0043 %	0.0510 %	0.0600 %
30	0.0428	0.0262	0.0550	0.0600
40	0.0518	0.0349	0.0980	0.0640
50	0.1326	0.0818	0.2070	0.1430
60	0.1771	0.1331	0.4210	0.7430

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

15. OTHER POSTEMPLOYMENT BENEFITS (Continued)

Actuarial Methods and Assumptions (Continued)

Postretirement

Age	ERS		PFRS Unisex	TRS	
	Male	Female		Male	Female
50	0.2441 %	0.2177 %	0.2594 %	0.2579 %	0.2294 %
60	0.7365	0.5332	0.6976	0.6624	0.5525
70	1.8246	1.2686	1.8828	1.8241	1.2021
80	4.6846	3.4091	5.4210	5.3926	3.5874
90	14.5417	11.0872	14.7447	15.7604	12.2460

The cost of providing health care to retirees not including the accrual for prior service costs, totaled \$112.5 million during fiscal year 2010.

It should be noted that actuarial valuations have inherent limitations, reflect a long-term perspective, and involve estimates of the value of the reported amounts and assumptions about the probability of events far into the future, and that actuarially determined amounts are subject to continual revision as results are compared to past expectations and new estimates are made about the future. Calculations are based on the benefits provided under the terms of the substantive plan in effect at the time of each valuation and of the pattern of sharing of costs between the employer and plan members to that point. The projection of benefits for financial reporting purposes does not explicitly incorporate the potential effects of legal and contractual funding limitations on the pattern of costs sharing between the employer and plan members in the future. Actuarial methods and assumptions used also include techniques that are designed to reduce short-term volatility in actuarial accrued liabilities and the actuarial value of assets.

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

15. OTHER POSTEMPLOYMENT BENEFITS (Continued)

Required Supplemental Information:

The schedule of funding progress presents the results of OPEB valuations as of January 1, 2010, 2009 and 2008 for the fiscal year ending December 31, 2010. The schedule provides trend information about whether the actuarial values of the plan assets are increasing or decreasing over time relative to the actuarial accrued liabilities for benefits (dollars in thousands):

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Liability (AAL)* (b)	Unfunded AAL (UAAL) (b-a)	Funded Ratio (a/b) (a/b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll (b-a)/c
1/1/2010	\$ 0	\$ 3,854,422	\$ 3,854,422	0.0%	\$ 857,856	449.3%
1/1/2009	0	3,467,421	3,467,421	0.0%	831,168	417.2%
1/1/2008	0	3,316,121	3,316,121	0.0%	882,420	375.8%

* Based on the Projected Unit Credit Actuarial Cost Method.

16. CONTINGENCIES AND COMMITMENTS

A. Claims and Litigation

The County, its officers and employees are defendants in litigation. Such litigation includes, but is not limited to, actions commenced and claims asserted against the County arising out of alleged torts, alleged breaches of contracts (which include union and employee disputes), condemnation proceedings, medical malpractice actions and other alleged violations of law. The County self-insures for everything except helicopter accidents and employee bonding. The County annually appropriates sums for the payment of judgments and settlements of claims and litigation, which appropriations may be financed, in whole or in part, pursuant to the Local Finance Law by the issuance of County debt. The County intends to defend itself vigorously against all claims and in all litigation. Estimated liabilities of approximately \$225 million for claims and litigation (excluding tax certiorari claims) have been recorded as a liability in the government-wide financial Statement of Net Assets as of December 31, 2010. The County Attorney is of the opinion that the ultimate resolution of such claims and litigation outstanding at December 31, 2010 will not result in a material adverse effect on the County's financial position. Approximately \$276.7 million has been accrued as a liability at December 31, 2010, related to workers' compensation claims where the County Attorney can reasonably estimate the ultimate outcome. The liability for certain other asserted and unasserted malpractice claims cannot be estimated as of December 31, 2010. All malpractice occurrences prior to September 29, 1999 are the responsibility of the County.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

16. CONTINGENCIES AND COMMITMENTS (Continued)

A. Claims and Litigation (Continued)

Subsequent malpractice occurrences arising from events in connection with NHCC are the responsibility of NHCC.

B. Tax Certioraris

In fiscal 2010, there were approximately 126,364 taxpayers' claims (residential and commercial) filed against the Board of Assessors, for the incorrect determination of assessed valuation (certiorari proceedings) for the 2011 (May 1, 2010) assessment roll, respectively. The total amount of tax certiorari bonds issued and outstanding by both the County and NIFA was approximately \$1.2 billion at December 31, 2010. This amount has been included with serial bonds reported in the government-wide financial Statement of Net Assets. An amount estimated for future settlements and judgments of \$152.3 million has also been recorded as a long-term liability in the government-wide financial statement of Net Assets at December 31, 2010. For the year ended December 31, 2010, tax certiorari expenditures were \$79.4 million, \$36.9 million financed by operating funds in addition to \$42.5 million of borrowed funds.

C. Contingencies under Grant Programs

The County participates in a number of Federal and State grant programs some of which are funded under the American Recovery and Reinvestment Act ("ARRA"). These programs are subject to financial and compliance audits by the grantors or their representatives. As of December 31, 2010, the audits of certain programs have not been completed.

The County determined that, for reporting purposes, the expenses for certain grants were not reimbursable and therefore, an adjustment to the general fund of \$5.2 million would be required. Legislative authorization for a budget transfer is required in order to record the adjustment; this authorization will be sought in 2011. This adjustment has been deemed immaterial in relation to the County's financial statements.

Provisions for certain expected disallowances, where considered necessary, have been made as of December 31, 2010. In the County's opinion, any additional disallowances resulting from these audits will not be material.

D. Certain Third - Party Reimbursement Matters

Net patient service revenue of NHCC's health facilities included amounts estimated to be reimbursable by third-party payer programs. Such amounts are subject to revision based on changes in a variety of factors as set forth in the applicable regulations. It is the opinion of NHCC's management that adjustments, if any, would not have a material effect on the County's financial position.

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

16. CONTINGENCIES AND COMMITMENTS (Continued)

E. Insurance

The County carries property insurance on its police helicopters and a blanket fidelity bond covering all County employees. Essentially all other risks are assumed directly by the County. The County suffered no material property losses during 2010.

F. Accumulated Vacation and Sick Leave Entitlements

County employees are entitled to accumulate unused vacation leave and sick leave up to certain contractual amounts. At current salary levels, the County's liability for the payment of these accumulations is approximately \$539.9 million at December 31, 2010. At August 31, 2010, the College's vacation leave and sick leave liability was \$53.9 million.

G. Deferred Payroll

In 2009, the County entered into agreements with the Civil Service Employees' Association ("CSEA"), the Police Benevolent Association, ("PBA"), Superior Officers Association, ("SOA"), and the Detective Association, Inc. ("DAI"), and certain Ordinance employees, to defer 10 days' pay, which shall be paid to the employee on separation of service at the salary rate then in effect. The County also entered into bargaining agreements with CSEA, PBA, SOA, DAI, and ShOA that include deferrals of wages and longevity that cover various periods of time during 2007 through 2011 and are scheduled to be paid to the employee during the period 2011 through 2015 depending on the bargaining unit, or at termination at the rate earned. The amount deferred at December 31, 2010 was approximately \$72.0 million. The non-current component of this deferral is reported as a long-term liability in the government-wide Statement of Net Assets, as certain contractual arrangements to provide for the payment of these commitments at specific dates in future fiscal periods. The College, a component unit of the County, entered into a similar agreement in 1992 originally to be paid to eligible employees on September 1, 2002, but continues to be deferred in accordance with their current contractual agreement. The amount deferred at the College's fiscal year close of August 31, 2010 was approximately \$0.9 million and is also reported in the government-wide Statement of Net Assets. In addition, termination pay for accumulated leave in excess of \$5,000 for CSEA and Ordinance members shall be paid by the County in three equal installments of accumulated days on the three consecutive Januarys following termination. The amount deferred at December 31, 2010 was approximately \$13.5 million, and is also reported in the government-wide Statement of Net Assets.

H. Capital Commitments

At December 31, 2010, there were capital project contract commitments of \$262.8 million.

I. MTA Commitment

Under the Mass Transportation Funding Agreement (the "Agreement") between the County and Metropolitan Transportation Authority (the "MTA") dated as of December 30, 1996, the County agreed to pay \$102 million over time to the MTA for MTA capital improvements in return for a cash payment or payments totaling \$51 million. As of December 31, 2010, the MTA has paid the

**NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010**

16. CONTINGENCIES AND COMMITMENTS (Continued)**I. MTA Commitment (Continued)**

County \$51 million under the Agreement and the County has paid to the MTA approximately \$83 million for such capital improvements. There has been a long-term disagreement between the County and the MTA, which is the subject of litigation as to the validity of any claim by the MTA to any further payments under the Agreement. In December 2010, the New York State Supreme Court granted the MTA's legal claim ordering the County to reimburse the MTA \$13.6 million pursuant to the terms of the original agreement and up to \$7.4 million in additional capital funding, however, the County is appealing this verdict. Authorization for the County to fund any potential further payments under the Agreement nevertheless remains available under approved County bond ordinances.

17. NASSAU HEALTH CARE CORPORATION ("NHCC")

Effective September 29, 1999, the NHCC acquired the "Health Facilities" of the County. The purchase, pursuant to the terms of an acquisition agreement between the NHCC and the County (the "Acquisition Agreement"), resulted in the transfer of all real property owned by the County on which the Nassau University Medical Center and A. Holly Patterson Extended Care are situated, as defined. Additionally, as defined in the Acquisition Agreement, the County assumed the net accounts receivable and the majority of liability balances, as defined, of the Health Facilities which existed on September 28, 1999, as well as commitments to making annual historic mission payments, funding certain capital projects and other costs associated with NHCC.

At December 31, 2010, the NHCC had total net assets deficiency of \$163.2 million. The deficiency arose from operating losses and the adoption of Governmental Accounting Standards Board Statement No. 45. NHCC plans to reduce its net asset deficiency by achieving profitability, continuing to progress with collecting on patient accounts, especially those accounts eligible for Medicaid that are being processed by the Department of Social Services, and cash flow provided by government subsidies and funding of capital projects. NHCC has undertaken a number of initiatives to sustain positive cash flows. Such actions include continued revenue cycle enhancements, changes to medical management practices, improved supply chain and inventory management, further cost reductions and a major modernization program. The modernization program includes significant investments in real estate consolidation, facility improvements, clinical equipment and information technology, the replacement (rebuilding) of the nursing home and enhancements to the community health centers. The Successor Agreement, which commenced in November 2007 and is in effect to 2029, clarifies the services provided by NHCC to the County and establishes the mechanism for payments to the Corporation. The Successor Agreement also provides NHCC with capital funding.

NOTES TO FINANCIAL STATEMENTS
 YEAR ENDED DECEMBER 31, 2010

18. FUND BALANCE SURPLUS/DEFICIT

The following non-major governmental funds reported surplus/deficits as of December 31 (dollars in thousands):

Tobacco Settlement Corporation:	
General Fund	\$ (8)
Debt Service Fund	<u>24,380</u>
Total	<u>\$ 24,372</u>
Sewer Financing Authority:	
General Fund	\$ 22,018
Debt Service Fund	<u>22,018</u>
Total	<u>\$ 22,018</u>

19. SUBSEQUENT EVENTS

NIFA Control Period

On January 26, 2011, NIFA adopted a resolution which imposed a Control Period on the County pursuant to the Act because it had determined that the County’s proposed budget for fiscal year 2011 reflected a substantial likelihood that it would produce an operating funds deficit in excess of one percent of the aggregate result of operations of such funds. During a control period NIFA is required to withhold transitional State aid and is empowered, among other things, to approve or disapprove proposed contracts and borrowings by the County and Covered Organizations (as defined in the Act); approve, disapprove or modify the County’s Multi-Year Financial Plan; issue binding orders to the appropriate local officials; impose a wage freeze; and terminate the control period upon finding that no condition exists which would permit imposition of a control period.

Subsequent to the resolution imposing the Control Period, NIFA adopted a resolution on March 24, 2011 declaring a fiscal crisis and ordered the suspension of all increases in salary or wages of employees of the County which were to take effect after the date of the order pursuant to collective bargaining agreements, and other analogous contracts or interest arbitrations awards then in existence or thereafter entered into. All increased payments for holiday and vacation differentials, shift differentials, salary adjustments according to plan, and step-ups and increments are also suspended.

On April 5, 2011, a Summons and Complaint for Declaratory and Injunctive Relief were served on NIFA and each of its Directors. The lawsuit also references the County Executive and the County Comptroller as Defendants. This lawsuit, on behalf of the Nassau County Police Benevolent Association, the Superior Officers Association of Nassau County and the Nassau County Police Department Detectives’ Association, Inc., seeks relief from NIFA’s wage freeze, which was imposed pursuant to resolutions of the NIFA Directors on March 24, 2011.

NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2010

19. SUBSEQUENT EVENTS (Continued)

Debt Issuance

In May 2011, the County issued two series of Revenue Anticipation Notes totaling \$230 million. Series A totaling \$155 million bear interest at varying rates from 2% to 3% and are due March 30, 2012. Series B for \$75 million bear interest at 3.5% and are due April 30, 2012.

The County issued general obligation bonds in May 2011 in the amount of \$82 million. 2011 Series A bonds bear interest at varying rates from 2% to 5%, with maturity dates varying from April 2012 to April 2036. The bonds maturing after 2021 shall be subject to optional redemption.

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APPENDIX C

FORM OF BOND COUNSEL OPINION

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FORM OF BOND COUNSEL OPINION

[Letterhead of Orrick, Herrington & Sutcliffe LLP]

June 12, 2012

County of Nassau,
State of New York

Re: County of Nassau, New York

\$218,445,000

REVENUE ANTICIPATION NOTES, 2012 SERIES A AND 2012 SERIES B

Ladies and Gentlemen:

We have acted as bond counsel in connection with the issuance by the County of Nassau, New York (the "County"), of \$218,445,000 aggregate principal amount of Revenue Anticipation Notes, consisting of \$158,895,000 principal amount of Revenue Anticipation Notes, 2012 Series A, dated the date of delivery and maturing on March 29, 2013 (the "Series A Notes") and \$59,550,000 principal amount of Revenue Anticipation Notes, 2012 Series B, dated the date of delivery and maturing on April 30, 2013 (the "Series B Notes", and together with the Series A Notes, the "Notes"). The Notes are issued pursuant to the Constitution and statutes of the State of New York and proceedings of the finance board of the County.

In such connection, we have reviewed the Constitution and statutes of the State of New York, the Tax Certificate of the County dated the date hereof (the "Tax Certificate"), the Note Determination Certificate of the County dated the date hereof (the "County Certificate"), a certified copy of proceedings of the finance board of the County and such other documents and matters to the extent we deemed necessary to render the opinions set forth herein.

The opinions expressed herein are based on an analysis of existing laws, regulations, rulings and court decisions and cover certain matters not directly addressed by such authorities. Such opinions may be affected by actions taken or omitted or events occurring after the date hereof. We have not undertaken to determine, or to inform any person, whether any such actions are taken or omitted or events do occur or any other matters come to our attention after the date hereof. Accordingly, this opinion is not intended to, and may not, be relied upon in connection with any such actions, events or matters. Our engagement with respect to the Notes has concluded with their issuance, and we disclaim any obligation to update this letter. We have assumed the genuineness of all documents and signatures presented to us (whether as originals or as copies) and the due and legal execution and delivery thereof by, and validity against, any parties other than the County.

We have assumed, without undertaking to verify, the accuracy of the factual matters represented, warranted or certified in the documents referred to in the second paragraph hereof. Furthermore, we have assumed compliance with all covenants and agreements contained in the County Certificate and the Tax Certificate, including (without limitation) covenants and agreements compliance with which is necessary to ensure that future actions, omissions or events will not cause interest on the Notes to be included in

gross income for federal income tax purposes. We call attention to the fact that the rights and obligations under the Notes, the County Certificate, and the Tax Certificate and their enforceability may be subject to bankruptcy, insolvency, reorganization, arrangement, fraudulent conveyance, moratorium and other laws relating to or affecting creditors' rights, to the application of equitable principles, to the exercise of judicial discretion in appropriate cases and to the limitations on legal remedies against counties in the State of New York. We express no opinion with respect to any indemnification, contribution, penalty, choice of law, choice of forum, choice of venue waiver or severability provisions contained in the documents described in the second paragraph hereof. Finally, we undertake no responsibility for the accuracy, completeness or fairness of the Official Statement or other offering materials relating to the Notes and express no opinion with respect thereto.

Based on and subject to the foregoing, and in reliance thereon, as of the date hereof, we are of the following opinions:

1. The Notes constitute valid and binding obligations of the County.
2. The County Certificate has been duly executed and remains in full force and effect.
3. The County Legislature has power and is obligated to levy ad valorem taxes, subject to applicable statutory limitations, upon all property within the County's boundaries subject to taxation by the County for the payment of the Notes and the interest thereon.
4. Interest on the Notes is excluded from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986 and is exempt from personal income taxes imposed by the State of New York and any political subdivision thereof (including The City of New York). Interest on the Notes is not a specific preference item for purposes of the federal individual or corporate alternative minimum taxes, although it is included in adjusted current earnings in calculating corporate alternative minimum taxable income. We express no opinion regarding any other tax consequences related to the ownership or disposition of, or the accrual or receipt of interest on, the Notes.

APPENDIX D
OUTSTANDING OBLIGATIONS

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**APPENDIX D
OUTSTANDING OBLIGATIONS**

County of Nassau, New York

General Obligation Bonds of the County and Nassau County Interim Finance Authority Bonds

as of May 15, 2012

County General Improvement Bonds

Dated Date		Original Issue Size	Original Interest Rates	Maturity	Principal Outstanding as of 5/15/12
5/2/2012	General Improvement Series 2012A	\$196,630,000	4.00-5.00%	2014-2034	\$196,630,000
6/02/2011	General Improvement Series 2011A	82,045,000	1.00-5.05	2012-2036	81,795,000
12/16/2010	General Improvement Series 2010F	71,745,000	6.65-7.25	2026-2035	71,745,000
12/16/2010	General Improvement Series 2010E	53,255,000	3.00-5.00	2012-2025	53,255,000
8/24/2010	General Improvement Series 2010D	15,105,000	5.20-5.375	2026-2027	15,105,000
8/24/2010	General Improvement Series 2010C	126,620,000	4.00-5.00	2012-2026	126,620,000
6/24/2010	General Improvement Series 2010B	82,060,000	5.05 - 6.70	2019-2037	82,060,000
6/24/2010	General Improvement Series 2010A	13,280,000	3.00 - 5.00	2012-2018	11,805,000
12/15/2009	General Improvement Series 2009I	35,000,000	5.75 - 6.20	2025-2031	35,000,000
12/15/2009	General Improvement Series 2009H	55,215,000	2.00 - 4.00	2010-2025	49,350,000
9/09/2009	General Improvement Series 2009G	26,400,000	5.25 - 5.375	2023-2025	26,400,000
9/09/2009	General Improvement Series 2009F	83,600,000	4.00 - 5.00	2011-2023	78,755,000
8/19/2009	General Improvement Series Refunding 2009E	50,875,000	3.00 - 5.00	2010-2018	26,840,000
7/21/2009	General Improvement Series 2009C	135,300,000	5.00 - 5.25	2010-2039	132,890,000
5/05/2009	General Improvement Series 2009A	99,000,000	2.50-5.00	2011-2029	91,880,000
7/08/2008	General Improvement Series Refunding 2008D	22,285,000	4.00 - 5.00	2009 -2019	9,460,000
7/08/2008	General Improvement Series 2008C	149,525,000	0.00 - 5.00	2010 -2028	132,955,000
1/22/2008	General Improvement Series 2008A	105,000,000	3.25 -5.00	2009 -2028	90,225,000
12/01/2010	General Improvement Series 2007B	40,000,000	2.50-5.00	2011-2024	33,940,000
12/01/2010	General Improvement Series 2007A	35,000,000	2.50-5.00	2011-2023	29,265,000
8/01/1997	General Improvement Refunding Series 1997A	110,230,000	3.85 -6.00	1998 -2013	7,755,000
2/24/1994	General Improvement Refunding Series 1994A	168,850,000	2.20 - 6.50	1994 -2015	55,000
6/10/1993	General Improvement Refunding Series 1993H	73,740,000	2.40 - 5.50	1993 - 2017	1,140,000
11/01/1985	General Improvement Series 1985X	35,680,000	7.80 -8.00	1986 -2015	720,000
7/01/1985	General Improvement Series 1985W	20,560,000	7.30 -7.40	1986 -2015	250,000
11/1/1984	General Improvement Series 1984V	31,880,000	8.50 -8.80	1985 -2014	345,000
7/01/1984	General Improvement Series 1984U	21,980,000	9.00 -9.30	1985 -2014	105,000
12/01/1983	General Improvement Series 1983T	38,230,000	8.50 -8.80	1984 -2013	310,000
Total					\$1,386,655,000

County Combined Sewer District Bonds; Sewer and Storm Water Resources District Bonds

Dated Date		Original Issue Size	Original Interest Rates	Maturity	Principal Outstanding as of 5/15/12
7/21/2009	Sewers Series 2009D	\$14,700,000	5.00 - 5.50%	2010 - 2039	\$14,455,000
5/05/2009	Sewers Series 2009B	15,000,000	4.00 - 6.00	2011 - 2034	14,345,000
1/22/2008	Sewers Series 2008B	20,000,000	3.00 -5.00	2009-2033	18,055,000
11/01/1997	Sewers Refunding Series 1997A	20,545,000	4.50 -6.00	2000 -2013	1,415,000
2/24/1994	Sewers Refunding Series 1994B	83,835,000	2.20 -6.00	1994 -2016	5,090,000
6/10/1993	Sewers Refunding Series 1993G	80,845,000	2.80 -5.45	1994 -2015	5,070,000
6/10/1993	Sewers Refunding Series 1993E	35,045,000	2.80 -5.50	1994 -2016	3,790,000
Total					\$62,220,000

County Bonds Issued to New York State Environmental Facilities Corporation ("EFC")

Dated Date		Original Issue Size	Original Interest Rates	Maturity	Principal Outstanding as of 5/15/12
3/03/2005	EFC Series 2005A	\$1,774,980	2.09 -4.57%	2006 -2034	\$1,400,000
3/04/2004	EFC Series 2004B	4,065,914	1.06 -4.60	2004 -2028	2,955,000
7/24/2003	EFC Series 2003F	8,506,016	0.79 -4.61	2004 -2029	6,295,000
3/20/2003	EFC Series 2003B	42,530,000	2.54 -6.26	2003 -2029	29,320,000
8/07/2002	EFC Series 2002I	36,018,000	1.81 -5.38	2003 -2022	21,956,000
7/25/2002	EFC Series 2002G	7,380,000	2.03 -5.80	2003 -2028	5,150,000
6/20/2002	EFC Series 2002F	59,220,000	2.52 -6.18	2003 -2024	37,265,000
12/16/1998	EFC Series 1998G	20,780,000	2.95 -4.90	1999 -2017	3,235,000
10/15/1992	EFC Series 1992B	28,870,000	3.00 -6.65	1993 -2012	865,000
Total					\$108,441,000

Nassau County Interim Finance Authority Bonds

Dated Date		Original Issue Size	Original Interest Rates	Maturity	Principal Outstanding as of 5/15/12
4/21/2009	NIFA Series 2009A	\$303,100,000	1.00-5.00%	2009 -2025	\$254,895,000
5/16/08	NIFA Series 2008E	55,055,000	VRDB	2013 -2014	50,000,000
5/16/08	NIFA Series 2008D	150,000,000	VRDB	2014 -2017	150,000,000
5/16/08	NIFA Series 2008C	150,000,000	VRDB	2017 -2019	150,000,000
5/16/08	NIFA Series 2008B	125,000,000	VRDB	2019 -2021	125,000,000
5/16/08	NIFA Series 2008A	125,000,000	VRDB	2021 -2025	125,000,000
12/15/2005	NIFA Series 2005D	143,795,000	3.25-5.00	2007-2025	93,890,000
7/14/2005	NIFA Series 2005A	124,200,000	3.25-5.00	2011-2024	112,275,000
12/09/2004	NIFA Series 2004 H	187,275,000	2.15-5.25	2006-2017	142,365,000
4/08/2004	NIFA Series 2004A	153,360,000	2.00-5.00	2005-2013	37,740,000
5/21/2003	NIFA Series 2003 A&B	514,475,000	2.00-6.00	2004-2023	279,215,000
6/27/2001	NIFA Series 2001A	181,480,000	4.00-5.38	2002-2021	<u>8,060,000</u>
	Total				\$1,528,440,000

Total
County and
NIFA
Obligations

\$3,085,756,000

Variable Rate Demand Bonds - Letters of Credit and Liquidity Facilities

<u>Series</u>	<u>Outstanding Principal Amount</u>	<u>Provider</u>	<u>Facility Type</u>	<u>Expiration or Optional Termination by Provider</u>
NHCC⁽¹⁾				
2009A	\$25,995,000	Bank of America, N.A.	LOC ⁽¹⁾	April 16, 2015
2009B-1	41,080,000	TD Bank, N.A.	LOC	April 27, 2015
2009B-2	41,920,000	TD Bank, N.A.	LOC	April 27, 2015
2009C-1	37,375,000	Wells Fargo Bank N.A.	LOC	May 29, 2015
2009C-2	35,830,000	Wells Fargo Bank N.A.	LOC	May 29, 2015
2009D-1	32,660,000	JPMorgan Chase Bank, N.A.	LOC	February 15, 2015
2009D-2	31,975,000	JPMorgan Chase Bank, N.A.	LOC	February 15, 2015
Total NHCC	\$246,835,000			
NIFA				
2008A	125,000,000	JPMorgan Chase Bank, N.A.	SBPA ⁽²⁾	May 11, 2014
2008B	125,000,000	Sumitomo Mitsui Banking Corp.	SBPA	March 6, 2015
2008C	150,000,000	JPMorgan Chase Bank, N.A.	SBPA	April 30, 2013
2008D-1	123,185,000	Bank of America, N.A.	SBPA	May 30, 2014
2008D-2	26,815,000	JPMorgan Chase Bank, N.A.	SBPA	November 15, 2015
2008E	50,000,000	JPMorgan Chase Bank, N.A.	SBPA	November 15, 2014
Total NIFA	\$600,000,000			

(1) Letter of Credit

(2) Standby Bond Purchase Agreement

Interest Rate Exchange Agreements

<u>Current Notional Amount</u>	<u>Counterparty</u>	<u>Pays</u>	<u>Receives</u>	<u>Maturity Date</u>	<u>Associated Bonds</u>
NHCC					
\$73,356,666	JPMorgan Chase Bank, N.A.	3.45700%	62.6% of USD-LIBOR + 0.23%	8/01/2029	NHCC 2009B,C,D
73,126,667	Merrill Lynch Capital Services, Inc.	3.45700%	62.6% of USD-LIBOR + 0.23%	8/01/2029	NHCC 2009B,C,D
73,126,667	UBS AG	3.45700%	62.6% of USD-LIBOR + 0.23%	8/01/2029	NHCC 2009B,C,D
25,675,000	UBS AG	4.61000%	USD-LIBOR	8/01/2012	NHCC 2009A
Total NHCC	\$245,285,000				
NIFA					
\$72,500,000	Goldman Sachs Mitsui Marine Derivative Products, L.P.	3.14600%	60.0% of USD-LIBOR + 0.16%	11/15/2024	NIFA 2008A,B,C,D,E
72,500,000	Goldman Sachs Mitsui Marine Derivative Products, L.P.	3.14600%	60.0% of USD-LIBOR + 0.16%	11/15/2024	NIFA 2008A,B,C,D,E
80,000,000	Goldman Sachs Mitsui Marine Derivative Products, L.P.	3.00200%	60.0% of USD-LIBOR + 0.26%	11/15/2016	NIFA 2008A,B,C,D,E
72,500,000	UBS AG	3.14600%	60.0% of USD-LIBOR + 0.16%	11/15/2024	NIFA 2008A,B,C,D,E
72,500,000	UBS AG	3.14600%	60.0% of USD-LIBOR + 0.16%	11/15/2024	NIFA 2008A,B,C,D,E
80,000,000	UBS AG	3.00300%	60.0% of USD-LIBOR + 0.26%	11/15/2016	NIFA 2008A,B,C,D,E
50,000,000	Goldman Sachs Mitsui Marine Derivative Products, L.P.	3.43200%	61.5% of USD-LIBOR + 0.20%	11/15/2025	NIFA 2008A,B,C,D,E
50,000,000	Morgan Stanley Capital Services Inc.	3.43200%	61.5% of USD-LIBOR + 0.20%	11/15/2025	NIFA 2008A,B,C,D,E
50,000,000	UBS AG	3.43200%	61.5% of USD-LIBOR + 0.20%	11/15/2025	NIFA 2008A,B,C,D,E
Total NIFA	\$600,000,000				

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APPENDIX E

UNDERLYING INDEBTEDNESS OF POLITICAL SUBDIVISIONS WITHIN THE COUNTY

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UNDERLYING INDEBTEDNESS OF POLITICAL SUBDIVISIONS WITHIN THE COUNTY

The estimated gross outstanding bonded indebtedness of the towns and cities located within the County, based on public information, is described below. These figures do not include the indebtedness of the school districts and certain other taxing districts within the County.

FIGURE 1
TOWNS AND CITIES
COMPUTATION OF OVERLAPPING NET DEBT
FOR THE FISCAL PERIODS AS SHOWN
(Dollars in Thousands)

	<u>2011</u>	<u>2010</u>	<u>2009</u>	<u>2008</u>	<u>2007</u>
OVERLAPPING DEBT, TOWNS AND CITIES					
Town of Hempstead					
Bonds	\$352,355	\$312,322	\$283,344	\$323,289	\$312,730
Other Debt Obligations	0	30,000	0	0	0
Total	<u>\$352,355</u>	<u>\$342,322</u>	<u>\$283,344</u>	<u>\$323,289</u>	<u>\$312,730</u>
Town of North Hempstead:					
Bonds	\$215,213	\$238,389	\$240,243	\$251,584	\$258,003
Other Debt Obligations	121,409	76,821	34,536	10,313	6,514
Total	<u>\$336,622</u>	<u>\$315,210</u>	<u>\$274,779</u>	<u>\$261,897</u>	<u>\$264,517</u>
Town of Oyster Bay:					
Bonds	\$399,750	\$366,209	\$262,345	\$288,269	\$286,130
Other Debt Obligations	323,285	305,585	285,996	163,217	120,875
Total	<u>\$723,035</u>	<u>\$671,794</u>	<u>\$548,341</u>	<u>\$451,486</u>	<u>\$407,005</u>
City of Glen Cove:					
Bonds	\$52,194	\$49,085	\$48,098	\$54,665	\$57,629
Other Debt Obligations	10,695	12,337	13,596	2,032	3,731
Total	<u>\$62,889</u>	<u>\$61,422</u>	<u>\$61,694</u>	<u>\$56,697</u>	<u>\$61,360</u>
City of Long Beach:					
Bonds	\$51,953	\$52,453	\$39,971	\$43,346	\$41,752
Other Debt Obligations	0	0	10,000	0	0
Total	<u>\$51,953</u>	<u>\$52,453</u>	<u>\$49,971</u>	<u>\$43,346</u>	<u>\$41,752</u>
Total Overlapping Debt, Towns and Cities:					
Bonds	\$1,071,465	\$1,018,458	\$961,153	\$956,244	\$2,625,059
Other Debt Obligations	454,789	424,743	175,562	131,120	241,778
Total	<u>\$1,526,254</u>	<u>\$1,443,201</u>	<u>\$1,136,715</u>	<u>\$1,087,364</u>	<u>\$2,866,837</u>

SOURCE: Most recent official statement for each town and city.

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APPENDIX F
COUNTY WORKFORCE

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COUNTY WORKFORCE

The 2012-2015 Multi-Year Financial Plan, including the 2012 Budget, contains \$150 million in labor savings in 2012 to be achieved through layoffs, furloughs or other savings.

On January 26, 2011, the Nassau County Interim Finance Authority (“NIFA”) declared a control period (within the meaning of NIFA’s governing legislation) upon its determination that there exists a substantial likelihood and imminence of the County incurring a major operating funds deficit of one percent or more in the aggregate results of operations during its fiscal year 2011 assuming all revenues and expenditures are reported in accordance with generally accepted accounting principles.

On March 24, 2011, by respective resolutions NIFA (i) found that a wage freeze as authorized by the NIFA governing legislation was essential to the County’s adoption and maintenance of a fiscal year 2011 Budget that was in compliance with such legislation and (ii) declared a fiscal crisis; ordered that all increases in salary or wages of employees of the County, which were to take effect after the date of the order pursuant to collective bargaining agreements, other analogous contracts or interest arbitration awards, then in existence or thereafter entered into, requiring such salary increases as of any date thereafter were suspended; and ordered that all increased payments for holiday and vacation differentials, shift differentials, salary adjustments according to plan, and step-ups and increments for employees of the County which were to take effect after the date of the order pursuant to collective bargaining agreements, and other analogous contracts or interest arbitration awards requiring such increased payments as of any date thereafter were, in the same manner, suspended. Such actions by NIFA will accordingly affect the terms and conditions of the collective bargaining agreements described in this Appendix. Various collective bargaining units of the County have brought suit in federal court against the County and NIFA challenging the actions described above. The County intends to defend itself vigorously against such action(s). On March 22, 2012 NIFA adopted (i) a similar wage freeze resolution with respect to the 2012 Budget and (ii) a similar resolution declaring a continuing fiscal crisis and ordering the suspension of increases in salary and wages and other payments as described above for an additional year.

See “APPENDIX A – INFORMATION ABOUT THE COUNTY – MONITORING AND OVERSIGHT – External – *NIFA*” herein.

County Employees

As of April 30, 2012, the full-time County workforce totaled 7,469 in the Major Operating Funds. This represents a decrease of 1,050 full-time positions when compared to December 31, 2009 and is evidence of the County’s workforce reduction initiative. This initiative has included layoffs, separation incentives, attrition and instituting a hiring freeze to limit the back-filling of positions.

County employees are represented by six labor organizations recognized under the provisions of the New York State Taylor Law. These are the Nassau County Civil Service Employees Association (“CSEA”), the Nassau County Police Benevolent Association (“PBA”), the Detectives Association, Inc. (“DAI”), the Superior Officers Association (“SOA”), the Sheriff Officers Association (“ShOA”) and the Investigators Police Benevolent Association (“IPBA”). The following table summarizes labor organization enrollment:

**Full Time County Workforce as of April 30, 2012
(Major Operating Funds)**

Labor Organization	Full-Time Employees
CSEA	3,586
PBA	1,601
DAI	350
ShOA	1,008
IPBA	41
SOA	322
NON UNION	561
Total	7,469

Civil Service Employees Association (CSEA)

The CSEA represents all County titles other than those represented by the other unions and those titles classified as management or confidential. The County entered into a Stipulation of Agreement amending the established contract for the CSEA. The County’s current contract covers January 1, 2008 through December 31, 2015. The total wage increase is 25.55% over that period, with 0% increase in the first year. Other features of the award include:

- Wage increases owed for the period April 1, 2010 to November 1, 2010 will be paid in the first pay period of 2014, or upon separation of service, whichever occurs first; likewise, increases due April 1, 2011 to November 1, 2011 will be paid in the first pay period of 2015, or upon separation of service, whichever occurs first;
- Reduction of overtime rate for certain titles;
- Ending the practice of allowing married couples who are County employees to obtain duplicate health benefits;
- Elimination of a “gain-sharing” provision whereby the County had been required to share health care savings with the union; and
- The ability to establish a merit pay system for unionized workers.

Police Benevolent Association (PBA)

The PBA represents all of the County’s full-time police officers. On July 2, 2007, the panel for the PBA interest arbitration issued its award to both parties, covering the six-year period from January 1, 2007 through December 31, 2012. The County entered into a Stipulation of Agreement amending the established contract for the PBA. The County’s current contract covers January 1, 2007 through December 31, 2015 (the “2007 Award”). The total wage increase is 27.25% over that period. Other features of the award include the following key provisions:

- Added one-step to the compensation plan which expires December 31, 2015. In addition police officers hired between January 1, 2004 and July 31, 2008 shall receive a one-step jump. This jump in step will occur on the date that such officers would otherwise have reached the second to last step of the salary plan;

- Further minimum staffing relief;
- Termination pay cap at no greater than twice an officer's final year salary;
- Revised calculation denominator for termination pay that reflects a 5% reduction from previous levels;
- The ability for the County to civilianize approximately 50 positions currently occupied by sworn officers;
- Elimination of dual County health insurance coverage when an officer's spouse or domestic partner is also covered in the County's health insurance plan;
- Establishment of a benefit fund to be managed by the PBA to secure dental, optical and legal benefits for members in lieu of County coverage; and
- Increased annual longevity payments for officers.

Detectives Association, Inc. (DAI)

On January 11, 2007, the panel for the DAI interest arbitration issued its award, covering the six-year period from January 1, 2007 through December 31, 2012. The County entered into a Stipulation of Agreement amending the established contract for the DAI. The County's current contract covers January 1, 2007 through December 31, 2015 (the "2008 Award"). The total wage increase is 27.37% over that period. Other features of the award include the following key provisions:

- Ends the practice of middle-level PBA members being promoted to detectives and receiving increases of approximately \$25,000. Now, the first detective step will be indexed at \$2,400 above what they would have made had he or she stayed a police officer;
- Detectives designated between January 9, 2008 and February 28, 2009 shall receive a one-step jump at the second to last step;
- The County received several work-rule concessions that will result in the more efficient operation of the Police Department;
- Eliminated the wasteful practice of allowing a detective and his or her spouse who is also a County employee to have two health insurance plans;
- Reduced termination pay by 5% and capped it at no more than 2 times the final salary of the detective; and
- Reduced sick leave accruals from 26 days per year to 24, beginning the process of reducing excessive leave accruals in public employment.

Superior Officers Association (SOA)

On May 6, 2009, the panel for the SOA interest arbitration issued its award, covering the six-year period from January 1, 2008 through December 31, 2013. The County entered into a Stipulation of Agreement amending the established contract for the SOA. The County's current contract covers January

1, 2008 through December 31, 2015 (the "2008 Award"). The total wage increase is 31.45% over that period. Other features of the award include the following key provisions:

- Elimination of Step 5 for members promoted to sergeant after the date of the 2008 Award;
- Establishment of a benefit fund to be managed by the SOA to secure legal benefits for members in lieu of County coverage;
- Eliminated the wasteful practice of allowing a SOA member and his or her spouse who is also a County employee to have two health insurance plans;
- Reduced termination pay by 5% and capped it at no more than 2 times the final salary of the Detective; and
- Reduced sick leave accruals from 26 days per year to 24, beginning the process of reducing excessive leave accruals in public employment.

Sheriff Officers Association (ShOA)

ShOA and the County negotiated an agreement which was ratified by the County Legislature on April 28, 2008. The contract covers the period January 1, 2005 through December 31, 2012. It established a frozen first salary step of \$30,000 for the life of the contract. The first year of the contract contains no increase (0%); on January 1, 2006 there was a 3.25% increase; and on July 1, 2007 there was a 3.5% increase. Starting April 1, 2008 and on each April 1 through 2012, steps 2-10 receive a 1% increase and top step receives 3.65%. Other significant savings include a reduction of the overtime rate from 1.74 times base to 1.5 times base. In addition, certain contractual rules that had increased total overtime costs were reduced. The County entered into a Stipulation of Agreement amending the established contract for the ShOA extending it through December 31, 2015. Effective January 1, 2013 and 2014, all steps receive an increase of 3.5% and effective January 1, 2015, all steps receive an increase of 3.75%.

- Wage increases for the period April 1, 2010 to November 1, 2010, shall be paid on January 1, 2014; wage increases for the period April 1, 2011 to November 1, 2011, shall be paid on January 1, 2015;
- Overtime calculation on January 1, 2010 from 1.75 to 1.5;
- May accrue an additional 35 days of sick leave; and
- Effective January 2012, members not at top pay will jump step 10 which will expire December 31, 2015.

Investigators Police Benevolent Association (IPBA)

The IPBA represents investigators employed by the Nassau County District Attorney having decertified from the CSEA in December 2004. Since that time they have been working under the terms of the CSEA contract. Negotiations did not result in a successor agreement and the parties have agreed to submit the matter to binding arbitration utilizing the same panel that determined the PBA and DAI awards discussed above.

APPENDIX G

ECONOMIC AND DEMOGRAPHIC PROFILE

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ECONOMIC AND DEMOGRAPHIC PROFILE

Overview

Established in 1899, Nassau County (the “County”) is the site of some of New York State’s (the “State”) earliest colonial settlements, some of which date to the 1640’s. With a total land area of 287 square miles and a population of over 1.3 million, the County is bordered to the west by the New York City borough of Queens, to the east by Suffolk County, to the north by Long Island Sound and to the south by the Atlantic Ocean. Together, the northern and southern boundaries of the County comprise nearly 188 miles of scenic coastline. The County includes 3 towns, 2 cities, 64 incorporated villages, 56 school districts and various special districts that provide fire protection, water supply and other services. Land uses within the County are predominantly single-family residential, commercial and industrial.

Population

Table 1 below shows the County’s population from 1970 to 2010. The County’s population has experienced two major growth periods over the past 100 years, reaching a peak of 1,428,080 residents in 1970. Between 1970 and 1990, the County’s population decreased 10% to 1,287,348 residents. By 2010, the U.S. Census Bureau estimated the County’s population had increased by 4.1% (from 1990) to 1,339,532 residents.

TABLE 1

COUNTY POPULATION, 1970-2010

2010	1,339,532
2000	1,336,073
1990	1,287,348
1980	1,321,582
1970	1,428,080

SOURCES: U.S. Census Decennial; U.S. Census 2010

Economic Indicators

Median Household Income

As shown in Table 2, the County’s estimated median household income was \$93,613 for the period 2006-2010, significantly higher than that of the State (\$55,603) and the United States (\$51,914). Moreover, the County has a smaller percentage of families below the poverty level (3.4%) than the State (10.8%) and the United States (10.1%).

TABLE 2
MEDIAN HOUSEHOLD INCOME IN THE COUNTY
IN COMPARISON TO THE STATE AND THE U.S., 2006-2010

<u>Area</u>	<u>Median Household Income</u>	<u>Families Below Poverty (%)</u>
County	\$93,613	3.4
State	\$55,603	10.8
United States	\$51,914	10.1

SOURCE: U.S. Census, 2010 American Community Survey

Consumer Price Index

The Consumer Price Index (“CPI”) represents changes in prices of a typical market basket of all goods and services that are purchased by households over time and is used to gauge the level of inflation. The CPI includes user fees such as water and sewer service and sales and excise taxes paid by consumers, but does not include income taxes and investments such as stocks, bonds, and life insurance. Annual totals and increases in the CPI for both the New York-Northern New Jersey-Long Island, NY-NJ-CT-PA Consolidated Metropolitan Statistical Area (“CMSA”) and U.S. cities between the years 2002 and 2011 are shown in Table 3.¹

¹ Throughout this document references are made to the U.S. Office of Management and Budget’s definitions of metropolitan areas that are applied to U.S. Census Bureau data. These areas include Metropolitan Statistical Areas (“MSAs”), Consolidated Metropolitan Statistical Areas (“CMSAs”) and Primary Metropolitan Statistical Areas (“PMSAs”). An MSA is a county or group of contiguous counties that contains at least one city with a population of 50,000 or more, or a Census Bureau-defined urbanized area of at least 50,000 with a metropolitan population of at least 100,000. An MSA with a population of one million or more and which meets various internal economic and social requirements is termed a CMSA, consisting of two or more major components, each of which is recognized as a PMSA. For example, the Nassau-Suffolk PMSA is part of the New York-Northern New Jersey – Long Island, NY-NJ-CT-PA CMSA.

As indicated in Table 3, prices in the CMSA rose by 2.82% in 2011. The 2011 U.S. city average percentage increase was 3.12%.

TABLE 3
CONSUMER PRICE INDEX, 2003-2011

Year	U.S. City Average (1,000s)	Percentage Change	NY-NJ-CT-PA CMSA (1,000s)	Percentage Change
2011	224.9	3.12%	247.7	2.82%
2010	218.1	1.68%	240.9	1.73%
2009	214.5	-.37%	236.8	.42%
2008	215.3	3.80%	235.8	3.9%
2007	207.3	2.80%	226.9	2.8%
2006	201.6	3.20%	220.7	3.8%
2005	195.3	3.40%	212.7	3.9%
2004	188.9	2.70%	204.8	3.5%
2003	184.0	2.30%	197.8	3.1%

SOURCE: U.S. Department of Labor, Bureau of Labor Statistics

Retail Sales and Business Activity

The County is served by six major regional shopping centers: Broadway Mall in Hicksville, Roosevelt Field in Garden City, Green Acres Mall in Valley Stream, Americana Manhasset in Manhasset, Sunrise Mall in Massapequa, and the Simon Mall at the Source in Westbury. According to the International Council of Shopping Centers, a global trade association of the shopping center industry, these regional malls have a total of 7,370,000 square feet of gross leaseable area.

The County boasts a wide range of nationally recognized retailers that provide goods and services, including home furnishing stores, supermarkets and gourmet food markets, electronic stores, and bookstores. Major retailers in the County include: Saks Fifth Avenue, Bloomingdales, Lord & Taylor, Nordstrom's, Macy's, Sears, JC Penney, Marshalls, Old Navy, Kohl's and Target. Commercial outlet stores in the County include, but are not limited to, Costco, Bed, Bath & Beyond and Best Buy. In addition, there are designer boutique shops and specialty department stores such as Brooks Brothers, Giorgio Armani, Ralph Lauren and Prada, and jewelers such as Tiffany & Co., Cartier and Van Cleef & Arpels.

Based on the 2007 Economic Census (most recent), Retail Trade, the County ranked second in the State to New York County (Manhattan) in retail sales (see Table 4).

TABLE 4

**RETAIL SALES ACTIVITY RANKED BY COUNTY IN THE STATE
(in thousands)**

	2007 Rank	2007 Retail Sales	2002 Rank	2002 Retail Sales
New York (Manhattan)	1	38,797,518	1	\$26,431,688
Nassau	2	24,312,618	2	20,048,923
Suffolk	3	23,319,943	3	18,884,440
Kings	4	15,431,858	6	11,397,935
Queens	5	14,587,146	5	11,733,654
Westchester	6	14,205,055	4	12,055,687
Erie	7	11,217,146	7	10,053,437
Monroe	8	8,496,065	8	7,612,733
Onondaga	9	6,363,051	9	5,451,227
Orange*	10	5,729,216	N/A	N/A

*Orange County was not among top ten in 2002.

SOURCE: 2007 Economic Census, Retail Trade

Employment

Table 5 compares employment totals and unemployment rates in the County to adjoining municipalities, the State and the United States. The County had a workforce of approximately 635,900 in 2011. The unemployment rate in the County fell to 6.7% in 2011. 2011 marked the fifteenth consecutive year in which the County's unemployment rate was less than or equal to Suffolk County (7.4%), and less than New York City (9.0%), the State (8.2%), and the United States (8.9%).

TABLE 5
ANNUAL AVERAGE
EMPLOYMENT (in thousands)
AND UNEMPLOYMENT RATE (%), 2002-2011

Year	Nassau County		Suffolk County		New York City		New York State		United States	
	Employment	Unemployment Rate	Employment	Unemployment Rate	Employment	Unemployment Rate	Employment	Unemployment Rate	Employment	Unemployment Rate
2011	635.9	6.7	721.3	7.4	3,592	9.0	8,683	8.2	139,869	8.9
2010	638.4	7.1	726.7	7.6	3,625	9.3	8,553	8.6	148,250	9.6
2009	642.4	7.1	731.2	7.4	3,633	9.5	8,556	8.4	139,877	9.3
2008	665.7	4.7	757.9	5.0	3,719	5.4	8,793	5.3	145,362	5.8
2007	670.0	3.7	758.2	3.9	3,684	4.9	8,734	4.5	146,047	4.6
2006	668.3	3.8	753.9	4.0	3,630	5.0	8,618	4.6	144,427	4.6
2005	662.1	4.1	745.9	4.2	3,540	5.8	8,537	5.0	141,730	5.1
2004	655.1	4.5	734.8	4.7	3,469	7.1	8,465	5.8	139,252	5.5
2003	649.1	4.7	723.8	4.8	3,413	8.3	8,410	6.4	137,736	6.0
2002	649.5	4.7	717.9	4.7	3,429	8.0	8,462	6.2	136,485	5.8

SOURCES: Compiled by the County from: New York State Department of Labor; U.S. Department of Labor, Bureau of Labor Statistics.

Key Employment Trends

Table 6 below shows the annual average employment in non-farm jobs by industry for the years 2002 to 2011 in the Nassau-Suffolk PMSA.

TABLE 6
ANNUAL AVERAGE
NASSAU-SUFFOLK EMPLOYMENT,
NON-FARM, BY BUSINESS SECTOR
2002-2010
(in thousands)

Nassau-Suffolk Employment by Industry	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011
Goods Producing										
Natural Resources	64.3	64.4	66.4	66.7	69.8	72.0	73.1	65.0	60.8	60.3
Construction & Mining										
Manufacturing	92.1	88.4	88.2	86.9	85.9	83.8	81.3	75.1	73.0	72.8
Total Employment Goods Producing	156.4	152.8	154.6	153.6	155.7	155.8	154.4	140.1	133.8	133.1
Service Producing										
Trade, Transportation & Utilities	267.3	270.4	271.3	270.9	270.7	273.7	272.4	257.2	256.2	258.7
Financial Activities	82.2	82.7	83.4	81.6	80.4	79.2	75.0	70.8	69.8	70.5
Information	32.5	29.1	28.9	29.4	29.2	27.9	27.1	27.3	25.4	24.3
Educational & Health Services	191.2	196.8	200.7	203.0	206.2	210.8	215.7	220.6	225.8	230.8
Leisure & Hospitality	90.1	92.5	95.7	95.8	97.5	99.2	99.4	98.4	100.9	102.9
Other Services	50.1	50.7	51.4	51.9	51.9	52.7	53.6	52.7	52.9	54.4
Professional & Business Services	154.1	153.4	159.7	159.8	158.6	164.2	163.1	153.6	152.8	159.3
Government	196.3	198.9	196.9	198.7	198.7	202.1	203.2	206.7	208.9	205.3
Total Employment Service Producing	1,063.7	1,074.6	1,087.9	1,091.0	1,093.2	1,109.6	1,109.5	1,087.2	1,092.6	1,106.2
Total Non-Farm	1,220.1	1,227.3	1,242.6	1,244.6	1,248.9	1,265.6	1,264.0	1,227.4	1,226.5	1,239.3

SOURCE: New York State Department of Labor
Note: Totals may not equal the sum of the entries due to rounding.

Table 7 compares the employment shares by business sector and industry in the Nassau-Suffolk PMSA to the United States. The percentage of jobs within each category is fairly consistent with national figures.

TABLE 7
PERCENTAGE OF NON-FARM EMPLOYMENT
BY BUSINESS SECTOR, 2011

BUSINESS SECTOR	Nassau- Suffolk PMSA (%)	United States (%)
GOODS PRODUCING		
Natural Resources*, Construction & Mining	5	4
Manufacturing	<u>6</u>	<u>9</u>
Total Goods Producing	11	13
SERVICE PROVIDING** OR SERVICE PRODUCING*		
Trade, Transportation & Utilities	21	19
Financial Activities* or Finance, Insurance & Real Estate**	6	6
Assorted Services	46	45
Government	<u>17</u>	<u>17</u>
Total Service Providing / Producing	89	87

Note: Totals may not equal 100% due to rounding.

SOURCES: Compiled by the County from: New York State Department of Labor (Nassau-Suffolk PMSA) and the U.S. Department of Labor, Bureau of Labor Statistics (United States).

*Nassau-Suffolk PMSA

**United States

Major County Employers

Table 8 shows the major commercial and industrial employers headquartered in the County.

TABLE 8
MAJOR COUNTY COMMERCIAL AND INDUSTRIAL EMPLOYERS, 2010

Company	Type of Business	Employees
North Shore – LIJ Health Systems	Health care	38,000 *
Cablevision Systems Corp.	Cable and pay television	20,105
Pall Corporation	Industrial equipment	10,600
Winthrop Healthcare Systems	Health Care	5,100
Alcott Group	Professional employers organization	4,900
Broadridge Financial	Data processing	4,850
Reader's Digest	Publishing	4,700
Systemax, Inc.	Computers & related products	4,452
Griffon Corp.	Specialty building products	4,100
National Envelope	Envelope manufacturer	4,000

SOURCES: Compiled by the County from Crain's Book of Lists 2010; * North Shore – LIJ Medical System Human Resources Center.

Construction Activity

Table 9 is a composite list of construction activity in the County for residential, business, industrial and public buildings for the years 2002 through 2010. Overall construction activity has been uneven since 2001, reaching its high point in 2008 with 1,893 permits issued, falling to 472 in 2009. This is by far the lowest figure in a decade and may be a consequence of the recession and possibly incomplete data. The data for 2010 is incomplete.

TABLE 9
COUNTY CONSTRUCTION ACTIVITY, 2002 - 2010

Year	Single-Family Dwellings	Other Housing Units*	Business Buildings	Industrial Buildings	Public Buildings	Total
2010	357	37	N/A	N/A	N/A	N/A
2009	334	111	21	1	5	472
2008	822	1,049	18	0	4	1,893
2007	737	85	20	3	4	849
2006	1,414	161	30	4	4	1,613
2005	1,197	238	37	1	3	1,476
2004	735	442	23	4	8	1,212
2003	635	343	23	2	8	1,011
2002	740	245	24	2	5	1,016

SOURCE: 2001 – 2009 Nassau County Planning Commission Building Permits reports. 2010-2011 U.S. Census.

* Other housing units includes two-family dwellings, multi-family dwellings and conversions.

Table 10 shows the number and estimated dollar value of building permits issued for Class 4 property in the County for the years 2005 through 2009. Class 4 property includes commercial, industrial, institutional buildings and vacant land. As indicated in Table 10, there were 27 building permits issued for Class 4 properties in 2009.

TABLE 10
NUMBER AND VALUE OF BUILDING PERMITS ISSUED,
CLASS 4 PROPERTY, 2005-2009

<u>Year</u>	<u>Number of Permits Issued</u>	<u>Estimated Value of Permits</u>
2009	27	N/A
2008	20	N/A
2007	27	\$13,129,100
2006	38	59,862,365
2005	41	29,535,410

SOURCE: Nassau County Planning Commission.

According to information provided by CB Richard Ellis, there were 11.4 million square feet of office space in Class A buildings in the County at the end of 2010. These buildings had a 12.6% vacancy rate. There was no new Class A or B construction during 2010.

Housing

As shown in Table 11, new residential construction activity in the County declined appreciably between 2008 and 2009.

TABLE 11
COUNTY NEW RESIDENTIAL CONSTRUCTION ACTIVITY

Year	Value of New Residential Construction (in thousands)	No. of New Dwelling Units By Building Permit
2009	\$156,870	445
2008	374,000	1,871
2007	272,576	822
2006	368,875	1,452
2005	373,879	1,435
2004	293,642	1,177
2003	195,435	978
2002	222,722	985

SOURCES: U.S. Census Bureau, Construction Statistics Division-Building Permit Branch based on estimate and imputation (2002-2009); New York State Association of Realtors provided residential price information.

Table 12 shows the breakdown of new housing units by type and size.

TABLE 12
NUMBER OF COUNTY NEW RESIDENTIAL HOUSING UNITS AUTHORIZED BY BUILDING PERMIT BY SIZE CATEGORY

Year	1 Family	2 Family	3-4 Family	5 or more Family	Total
2010	357	28	63	32	480
2009	334	8	3	100	445
2008	822	6	3	1,040	1,871
2007	737	18	4	63	822
2006	1,291	38	4	119	1,452
2005	1,197	44	7	187	1,435
2004	735	68	0	374	1,177
2003	635	44	8	291	978
2002	740	30	3	212	985

SOURCES: Data from the Nassau County Building Activity Reports.

According to the 2000 U.S. Census, the number of housing units in the County increased from 446,292 in 1990 to 458,151 in 2000. The County had a higher percentage of owner-occupied units (79.9%) than the State (53.3%) and the nation (65.1%).

Table 13 shows County existing home sales. In 2011, the annual median sales price fell by 2.35% while the number of homes sold fell by 4%.

TABLE 13
COUNTY EXISTING HOME SALES, 2002-2011

<u>Year</u>	<u>Median Sales Price</u>	<u>No. of Homes Sold</u>
2011	\$415,000	7,369
2010	425,000	7,661
2009	415,000	7,710
2008	455,000	7,410
2007	490,000	8,778
2006	490,000	9,435
2005	489,000	10,343
2004	440,000	10,111
2003	395,000	8,646
2002	350,000	8,654

SOURCES: Compiled by the County from: Multiple Listing Service of Long Island Inc., 2001-2005; New York State Association of Realtors, 2006-2011

Transportation

On January 1, 2012 the Nassau Inter-County Express (“NICE”) Bus commenced service as the exclusive transit operator of the County-owned bus system replacing the former operator MTA Long Island Bus, a subsidiary of the Metropolitan Transportation Authority (the “MTA”), which ceased operations as the County’s bus system pursuant to a mutual agreement between both parties. NICE, a subsidiary of Veolia Transportation Services, Inc. represents the County’s first transit public-private partnership. NICE is the third largest suburban bus system in the United States. Operating a network of 48 routes as well as para-transit service, NICE provides surface transit service for most of the County as well as parts of eastern Queens and western Suffolk County. This includes service across the Queens-Nassau line to subway and bus stations in Flushing, Far Rockaway and Jamaica. The density of the NICE route network conforms to the development pattern of the County. It operates and maintains a fleet of approximately 297 fixed route buses and 93 para-transit vehicles. NICE has an average ridership of 103,000 passengers each weekday and serves 96 communities, 46 Long Island Rail Road stations, most area colleges and universities, as well as employment centers and shopping malls.

The Long Island Rail Road (the “LIRR”) is the second largest commuter railroad in the United States, carrying approximately 81 million projected passengers in 2011. On an average weekday, the LIRR carries about 287,000 passengers.

The LIRR provides train service for the entire County. Its infrastructure includes 381 route miles of track, 296 at-grade-crossings, and 124 stations on 11 branch lines. These branches provide service through the County to eastern destinations in Suffolk County and western destinations of Penn Station in Manhattan, Flatbush Avenue in Brooklyn, as well as Jamaica and Hunters Point/Long Island City in Queens. Completion of the East Side Access project, which began tunneling work in 2007, will add a new hub in Grand Central Terminal, bringing LIRR customers directly to Manhattan’s East Side. On weekdays, about 70% of the system’s passenger trips occur during morning and evening peak travel periods.

The Jamaica LIRR station (Queens) provides access to the subway and the AirTrain, a light-rail system, to John F. Kennedy International Airport (“JFK”).

The intermodal center at Mineola provides easy access to parking and seamless transfers to seven NICE bus lines. The center has more than 700 parking spaces in a four-level garage, two elevators that connect to the Mineola LIRR station platforms, and a pedestrian overpass that connects the north and south sides of the station.

The LIRR maintains tracks, ties, and switches and renovations underway at numerous stations. The LIRR also is currently installing a fiber-optic communications system for greater safety and is consolidating antiquated control towers into one modern center at Jamaica Station. Traditionally serving a Manhattan-bound market, the LIRR has undertaken extensive efforts to augment its reverse-commute and off-peak service to meet the needs of businesses in Nassau and Suffolk counties.

The County highway system consists of over 4,000 miles of paved roads that include parkways, highways, major arteries, collector streets, and local streets, which are operated and maintained by different levels of government. The eight major east-west roadways that provide direct through service to New York City and Suffolk County are: Northern Boulevard, Long Island Expressway, Northern State Parkway, Jericho Turnpike, Hempstead Turnpike, Southern State Parkway, Sunrise Highway, and Merrick Road.

The County is located within close proximity to JFK and LaGuardia Airport (“LaGuardia”), both located in Queens County, and to Islip Long Island MacArthur Airport (“Islip MacArthur”), located in Suffolk County. JFK and LaGuardia are easily accessible to County residents by all major east-west roadways as well as airport shuttle service. Islip MacArthur is accessible by the Long Island Expressway and Sunrise Highway, as well as the LIRR.

To help eliminate delays, congestion, and trouble spots on its highway network, the County receives federal and state funding through the Federal Transportation Improvement Program (“TIP”), and is a voting member of the Nassau-Suffolk Transportation Coordinating Committee. The TIP is a compilation of transportation improvement projects, such as preserving and upgrading bridges and highways and making system-wide capacity and safety improvements scheduled to take place during a five-year period. The current TIP covers the years 2011-2015.

Utility Services

Electrical service is provided to the County by the Long Island Power Authority (“LIPA”). LIPA’s electric system, which serves 1.1 million customers, is operated by National Grid, the largest investor-owned electric generator in the State. National Grid, which is the largest distributor of natural gas in the northeast United States, also provides gas distribution in the County. The incorporated villages of Freeport and Rockville Centre operate their own electrical generation plants. Numerous private companies in the County provide telephone service.

Health and Hospital Facilities

Rated among the best health and hospital facilities in the country, twelve hospitals located in the County provide 4,349 certified hospital beds. In addition, according to the New York State Board of Professions, the County is served by 9,500 licensed medical doctors, 2,017 dentists, 6,100 chiropractors, 338 podiatrists, and 21,043 registered nurses. The North Shore-Long Island Jewish Health System is the County’s largest health care employer (approximately 38,000 employees). The North Shore University Hospital is the recipient of the Joint Commission on Accreditation of Healthcare Organizations (JCAHO) Codman Award, the first health system to attain this distinction. The Codman Award recognizes excellence in performance measurement.

Other hospitals of note in the County include the Nassau University Medical Center in East Meadow, St. Francis Hospital in Roslyn, the Winthrop-University Hospital in Mineola, Mercy Medical Center in Rockville Centre, and South Nassau Communities Hospital in Oceanside.

Media

The daily newspaper Newsday is circulated in the County and Suffolk and Queens Counties. Approximately 77 weekly newspapers cover news and events in the County. Some of these focus on events in specific towns, villages and communities, and others focus on niche industries, such as Long Island Business News – a 57-year-old publication that covers both Nassau and Suffolk Counties.

The County is home to two broadcast television stations, Channels 21 and 57, and receives nine additional VHF and UHF stations. Cable programming is available throughout the County via Cablevision Systems Corp., and provides access to channels with a local focus. Satellite programming and service by Verizon is also available in the County. In addition, News 12 provides local news coverage on cable, as does FiOS by Verizon.

Because of its proximity to New York City, events in the County attract regular coverage in New York City newspapers such as the New York Times, the Daily News, and the New York Post. Radio coverage includes nine County-based stations and 52 regional and neighboring stations that consider the County as part of their listening area.

Educational Facilities

There are 56 school districts in the County, with a total enrollment of 264,485 students according to the State Education Department. Individual school boards and the Board of Cooperative Educational Services (BOCES) are the primary managers of these school districts and provide services such as career training for high-school students and adults, special education, alternative schools, technology education and teacher training. Various public and private organizations manage the County's other educational facilities. The County's non-public schools, which are located in a number of municipalities, provide education in the State Regents program as well as in special and technical programs.

Many County public schools have received national recognition. A 2010 Newsweek magazine article cited five County high schools among the top 100 public high schools in the nation.

Over 138,000 students attend County colleges and universities, some of which are highly specialized and have garnered nationwide attention for their programs. These institutions include: Long Island University/C.W. Post College, Adelphi University, Hofstra University, New York Institute of Technology, U.S. Merchant Marine Academy, Nassau Community College, Webb Institute, Molloy College, and the State University of New York/Old Westbury.

Colleges and universities in the County promote cross-disciplinary research, technology development and an integrated curriculum to prepare students for the growing bioscience industry. Undergraduate and graduate level programs available throughout the County's institutions of higher learning specialize in fields such as biology, chemistry, biochemistry, engineering, and physical sciences in courses such as bioengineering, biotechnology and pharmacology.

Recreational and Cultural Facilities

The County has numerous recreational and cultural facilities. One of the most popular destinations among the County's parks and beaches is the 2,413-acre Jones Beach State Park in Wantagh.

With approximately six to seven million visitors annually, Jones Beach State Park features a six-mile ocean beachfront, a two-mile boardwalk, and the 11,200-seat Jones Beach Theater performing arts center, which attracts world-class musical acts. There are dozens of other public beaches located along both the Atlantic Ocean and the Long Island Sound shorelines. In addition, the County is home to the 930-acre Eisenhower Park in the Town of Hempstead, Bethpage State Park in Farmingdale, and numerous small local parks and campgrounds which offer a broad spectrum of recreational opportunities.

On a national level, the County is home to many high profile professional sporting events and teams. The Bethpage Golf Course, located in Bethpage State Park, hosted the 2002 U.S. Open and the 2009 U.S. Open. Belmont Racetrack, located in Elmont, is home to the Belmont Stakes, the third race in horse racing's prestigious Triple Crown. The Nassau Veterans Memorial Coliseum in Uniondale is home to the four-time Stanley Cup Champion New York Islanders of the National Hockey League. Eisenhower Park's 80,000 square foot Aquatic Center is the largest pool in the Northern Hemisphere.

In terms of cultural and historic resources, the County boasts eleven museums, including the County-owned Cradle of Aviation Museum and the Long Island Children's Museum in Garden City, as well as historic sites such as Old Bethpage Village and Theodore Roosevelt's estate at Sagamore Hill in Cove Neck.

In an effort to preserve open space and natural and scenic resources for additional recreational opportunities, in 2003 the County created the Open Space Fund, which receives 5% of the proceeds from County land sales for open space land acquisition purposes.

Sewer Service and Water Service

The County Department of Public Works maintains and operates the County's sewerage and storm water resources facilities. In 2003, upon the approval of the County Legislature, State legislation created a single, County-wide sewer and storm water resources district, replacing the County's prior three sewage disposal districts and 27 sewage collection districts.

Most sewage collected in the County's sewer system is treated at either the Bay Park Sewage Treatment Plant ("Bay Park") in East Rockaway or the Cedar Creek Water Pollution Control Plant ("Cedar Creek") located in Wantagh. Sewage collected within the area corresponding to the former County sewage collection district of Lido Beach is processed at the City of Long Beach's sewage treatment plant.

In 2008, the County assumed responsibility for the operation and maintenance of the Glen Cove Water Pollution Control Facility, sewage pumping stations, and the collection system piping. In 2008, inter-municipal agreements were entered into with each of the Village of Lawrence and the Village of Cedarhurst to consolidate each village's sewer system into the County's sewer system.

Six villages in the County (Freeport, Garden City, Hempstead, Mineola, Rockville Centre and Roslyn) and the city of Long Beach own and operate their own sewage collection systems which discharge sewage to the County's disposal system. The sewage collected by these systems is processed at one of the County-operated sewage treatment plants, either Bay Park or Cedar Creek. In addition, there are several sewage collection systems and treatment plants within the County that are operated by other governmental agencies or special districts.

There are 48 public water suppliers in the County that provide water service to nearly 100% of the County's residents. All water that is supplied is pumped from the County's groundwater system via

public water supply wells. A small number of residents in the less densely populated northern sections of the County obtain their water from private wells.

The groundwater system is comprised of three major aquifers that overlay bedrock; the Upper Glacial, Magothy, and Lloyd aquifers. These aquifers, which are part of the County's subsurface geology, are continuously recharged by precipitation.

The County's population has realized a small increase of approximately 4% from 1990 to the present. This increase in population has had a negligible effect on water demand in the County. However, annual water demand has shown an upward trend over these years and has exhibited sizable seasonal fluctuations, both of which can be attributed to increased water use during the peak demand months (April, May, June, July, August, September, and October) that generally are subject to hot and dry weather patterns.

Since 2000, public water demand during the base demand months (January, February, March, November, and December) remained rather consistent at approximately 140 million gallons per day (mgd). During peak demand months pumping can increase considerably (to well over 250 mgd) and is quite variable in response to weather conditions. Annual water demand since 2000 has fluctuated between 184 mgd to 204 mgd.

Recharge to the groundwater system normally would amount to about half of the precipitation falling upon the County's land surface. This equates to 332 million gallons of recharge to the groundwater system each day. The amount has increased slightly to 341 mgd as a result of the effectiveness of the County's recharge basins in capturing additional storm water runoff for aquifer recharge.

Since the amount of recharge to the groundwater system exceeds the amount of water withdrawn from the system, the quantity of groundwater available for public water supply is more than adequate, both presently and into the future. Furthermore, any new developments within the County are required to retain all storm water on site. This requirement will ensure that storm water runoff emanating from such developments will be directed to the groundwater system as recharge.

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APPENDIX H
CASH FLOW STATEMENTS

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**Nassau County
Includes 5 Funds
December 2011 Actuals**

	<u>Jan-11</u>	<u>Feb-11</u>	<u>Mar-11</u>	<u>Apr-11</u>	<u>May-11</u>	<u>Jun-11</u>	<u>Jul-11</u>	<u>Aug-11</u>	<u>Sep-11</u>	<u>Oct-11</u>	<u>Nov-11</u>	<u>Dec-11</u>	2011 Summary	Foot Note
Opening Cash Balance	179,840,666	114,278,496	223,117,650	358,449,859	203,731,906	110,444,482	229,367,775	59,262,648	147,946,252	216,239,233	136,190,538	48,492,857	179,840,666	1
Receipts														
Receipt of Tax Levies	3,051,113	121,299,228	309,518,935	(5,028,534)	107,925	(26,209,042)	(2,238,201)	147,980,190	233,445,799	5,615,297	4,624,085	(3,907,509)	788,259,289	4
Fed Aid, State Aid	11,384,159	6,430,207	54,632,879	5,577,986	3,682,715	19,011,216	42,465,425	42,145,654	13,463,264	46,071,870	26,354,880	25,146,914	296,367,170	
Non Tax	11,897,394	16,903,279	23,291,245	17,629,827	18,923,397	24,504,437	18,891,621	30,346,445	17,866,830	29,580,564	24,608,349	61,149,041	295,592,428	
Sales Tax (Nassau portion)	64,613,590	66,953,929	52,202,774	77,541,910	62,562,937	91,283,311	48,282,238	63,709,690	61,589,721	85,369,332	60,215,779	85,413,571	819,738,781	
Other Receipts	1,642,749	18,060,792	38,383,406	(5,422,526)	(2,398,463)	21,511,098	(84,778,145)	35,406,819	10,277,044	7,143,010	7,465,306	30,050,866	77,341,954	5
RAN/TAN Received	0	0	0	0	0	230,000,000	0	0	0	0	0	230,000,000	460,000,000	
Total Cash Receipts	92,589,005	229,647,436	478,029,238	90,298,663	82,878,511	360,101,020	22,622,938	319,588,800	336,642,657	173,780,073	123,268,400	427,852,882	2,737,299,622	
Disbursements														
Salaries & Fringes	102,363,314	92,165,468	93,109,606	94,182,168	93,610,643	138,053,880	90,693,549	98,760,320	89,231,072	86,992,440	93,967,882	237,072,331	1,310,202,672	3
Other Expenses	22,488,135	15,944,697	20,351,532	12,131,076	18,779,945	20,792,052	20,261,337	61,319,626	11,823,649	19,671,397	19,376,641	26,438,841	269,378,929	
Debt Service	22,549,731	0	2,141,292	17,720,471	6,077,944	22,011,833	21,278,021	0	1,895,577	29,950,246	2,421,504	6,157,792	132,204,411	
Social Services	32,144,765	32,397,464	40,696,795	36,898,385	37,552,469	42,897,971	37,470,394	36,166,972	29,498,490	7,058,648	68,986,959	37,437,036	439,206,348	
Local Governments Assistance	0	0	0	0	284,934	841,966	5,579,363	14,473,123	0	0	14,933,307	15,318,901	51,431,595	
Transfers Between Funds	(39,126,972)	(45,832,839)	(4,440,258)	(12,917,083)	(372,777)	(804,006)	5,275,496	1,445,569	3,604,736	(841,607)	(5,508,001)	18,043,704	(81,474,039)	
Other Disbursements	18,717,903	24,975,897	12,984,229	17,097,403	22,822,500	18,459,258	12,108,816	13,165,112	12,700,778	11,385,214	16,516,128	13,739,097	194,672,334	
RAN/TAN Paid	0	0	180,000,000	80,000,000	0	0	0	0	120,000,000	100,000,000	0	0	480,000,000	
Total Cash Disbursements	159,136,875	119,650,688	344,843,196	245,112,420	178,755,658	242,252,954	192,666,976	225,330,721	268,754,303	254,216,338	210,694,420	354,207,701	2,795,622,250	
Adjustments by Treasury	985,700	(1,157,594)	2,146,167	95,804	2,589,723	1,075,227	(61,089)	(5,574,474)	404,627	387,570	(271,661)	(3,806,795)	(3,186,795)	
Cash Flow for Period	(65,562,170)	108,839,154	135,332,209	(154,717,953)	(93,287,424)	118,923,293	(170,105,128)	88,683,604	68,292,981	(80,048,695)	(87,697,681)	69,838,386	(61,509,423)	
Ending Cash Balance	114,278,496	223,117,650	358,449,859	203,731,906	110,444,482	229,367,775	59,262,648	147,946,252	216,239,233	136,190,538	48,492,857	118,331,243	118,331,243	2
Liquid Funds (SSW & EBF)	150,657,404	123,925,846	153,290,340	137,454,671	132,235,509	126,454,154	122,657,766	117,152,242	111,175,311	105,815,657	140,926,124	145,703,274		
Ending Liquid Cash Balance	264,935,900	347,043,495	511,740,199	341,186,578	242,679,991	355,821,929	181,920,414	265,098,494	327,414,544	242,006,195	189,418,981	264,034,517		
Opening Cash Balance	179,840,666	114,278,496	223,117,650	358,449,859	203,731,906	110,444,482	229,367,775	59,262,648	147,946,252	216,239,233	136,190,538	48,492,857		
Total Cash Receipts	92,589,005	229,647,436	478,029,238	90,298,663	82,878,511	360,101,020	22,622,938	319,588,800	336,642,657	173,780,073	123,268,400	427,852,882		
Total Cash Disbursements	159,136,875	119,650,688	344,843,196	245,112,420	178,755,658	242,252,954	192,666,976	225,330,721	268,754,303	254,216,338	210,694,420	354,207,701		
RAN/TAN Paid	0	0	180,000,000	80,000,000	0	0	0	0	120,000,000	100,000,000	0	0		
Note Ran/Tan Debt Coverage			2.98	3.55				2.80	2.36					
Note Liquid Ran/Tan Debt Coverage			3.83	5.26				3.73	3.42					

Footnotes:

1. Summary column shows opening cash balance for 2011, and ending cash balance for the period.
2. Monthly cash flow equals receipts less disbursements after adjustments by the Treasury Department.
3. Salaries & Fringes Includes pension payment in December for subsequent year.
4. Negative Receipts in Receipt of Tax Levies are due to Funding of Nassau Community College.
5. Negative Receipts in Receipt of Other Receipts are due to making school districts whole in June and Other Receipts Cash advance for Capital Projects.

**Nassau County
Includes 5 Funds
2012 Projections
April Actuals**

	<u>Jan-12</u>	<u>Feb-12</u>	<u>Mar-12</u>	<u>Apr-12</u>	<u>May-12</u>	<u>Jun-12</u>	<u>Jul-12</u>	<u>Aug-12</u>	<u>Sep-12</u>	<u>Oct-12</u>	<u>Nov-12</u>	<u>Dec-12</u>	<u>2012 Summary</u>	<u>Foot Note</u>
Opening Cash Balance	118,331,243	46,835,665	125,302,527	248,124,505	132,991,727	71,777,674	94,526,704	15,855,116	146,988,053	181,995,260	65,898,061	1,346,303	118,331,243	1
Receipts														
Receipt of Tax Levies	4,654,983	122,887,025	338,828,602	1,734,094	2,697,193	(19,699,015)	(3,847,604)	137,639,330	194,010,480	8,162,712	7,298,697	9,965,059	804,331,557	2
Fed Aid, State Aid	3,998,958	22,451,372	36,695,561	13,445,180	13,249,934	19,199,678	34,119,998	56,376,366	58,608,648	53,141,125	36,985,567	45,777,097	394,049,483	
Non Tax	14,761,943	21,121,908	18,057,600	18,304,946	29,212,283	32,257,411	30,982,921	32,885,923	21,029,977	30,349,748	27,998,128	35,101,774	312,064,562	
Sales Tax (Nassau portion)	71,008,744	66,495,768	53,269,851	89,115,006	63,964,340	96,307,938	52,081,108	65,831,042	64,144,345	84,933,330	59,707,394	88,002,021	854,860,887	
Other Receipts	402,652	(214,482)	12,619,434	423,352	85,032,633	(101,832,485)	25,898,823	31,351,789	10,794,481	7,874,029	9,208,378	21,296,778	102,855,382	3,4
RAN/TAN Received	0	0	0	0	0	220,000,000	0	0	0	0	0	240,000,000	460,000,000	
Total Cash Receipts	94,827,280	232,741,591	459,471,048	123,022,578	194,156,382	246,233,527	139,235,247	324,084,450	348,587,930	184,460,943	141,198,164	440,142,730	2,928,161,871	
Disbursements														
Salaries & Fringes	108,135,108	100,183,109	102,160,742	88,555,669	109,649,708	84,239,058	83,210,249	83,396,560	81,305,430	83,231,714	112,628,230	234,684,475	1,271,380,052	5
Other Expenses	28,482,178	20,301,556	28,520,516	21,925,214	26,707,086	40,485,757	37,139,275	39,771,661	36,416,661	27,990,791	19,068,913	25,095,367	351,904,977	
Debt Service	13,712,801	0	3,788,354	23,587,511	6,069,044	9,229,355	18,207,189	0	2,869,792	42,989,071	2,299,154	6,136,522	128,888,795	6
Social Services	40,387,104	35,359,124	39,213,518	42,395,352	40,885,956	47,499,434	45,054,542	41,386,937	34,380,726	21,766,175	59,199,778	40,665,273	488,193,918	
Local Governments Assistance	0	0	0	0	8,544,635	2,008,723	3,371,888	10,834,761	925,545	8,823,277	10,051,837	18,291,695	62,852,361	
Transfers Between Funds	(32,529,287)	(20,457,595)	(4,684,185)	(31,646,485)	28,536,343	17,841,619	11,668,961	77,278	(6,377,303)	19,316,236	(13,831,200)	(7,693,649)	(39,779,267)	7
Other Disbursements	15,581,878	13,275,429	16,961,443	12,590,681	34,977,663	22,180,551	19,254,731	17,484,317	19,059,871	11,440,879	16,333,209	17,043,131	216,183,781	
RAN/TAN Paid	0	0	155,000,000	75,000,000	0	0	0	0	145,000,000	85,000,000	0	0	460,000,000	
Total Cash Disbursements	173,769,782	148,661,623	340,960,389	232,407,942	255,370,436	223,484,496	217,906,835	192,951,514	313,580,724	300,558,142	205,749,922	334,222,814	2,939,624,617	
Adjustments by Treasury	7,446,924	(5,613,106)	4,311,319	(5,747,415)	0	0	0	0	0	0	0	0	397,722	
Cash Flow for Period	(71,495,578)	78,466,862	122,821,978	(115,132,779)	(61,214,053)	22,749,031	(78,671,588)	131,132,937	35,007,207	(116,097,199)	(64,551,757)	105,919,915	(11,065,024)	8
Ending Cash Balance	46,835,665	125,302,527	248,124,505	132,991,727	71,777,674	94,526,704	15,855,116	146,988,053	181,995,260	65,898,061	1,346,303	107,266,219	107,266,219	
Liquid Funds (SSW & EBF)	140,584,148	118,986,189	111,940,369	104,417,276	96,417,276	88,417,276	80,417,276	72,417,276	114,417,276	106,417,276	98,417,276	101,667,276	101,667,276	9
Ending Liquid Cash Balance	187,419,813	244,288,716	360,064,874	237,409,003	168,194,949	182,943,980	96,272,392	219,405,329	296,412,535	172,315,336	99,763,579	208,933,494		
Opening Cash Balance	118,331,243	46,835,665	125,302,527	248,124,505	132,991,727	71,777,674	94,526,704	15,855,116	146,988,053	181,995,260	65,898,061	1,346,303		
Total Cash Receipts	94,827,280	232,741,591	459,471,048	123,022,578	194,156,382	246,233,527	139,235,247	324,084,450	348,587,930	184,460,943	141,198,164	440,142,730		
Total Cash Disbursements	173,769,782	148,661,623	340,960,389	232,407,942	255,370,436	223,484,496	217,906,835	192,951,514	313,580,724	300,558,142	205,749,922	334,222,814		
RAN/TAN Paid	0	0	155,000,000	75,000,000	0	0	0	0	145,000,000	85,000,000	0	0		
Note Ran/Tan Debt Coverage			2.57	2.85					2.26	1.78				
Note Liquid Ran/Tan Debt Coverage			3.30	4.24					3.04	3.03				

Footnotes:

- Summary column shows opening cash balance for 2012, and ending cash balance for the period.
- Negative Receipts in Receipt of Tax Levies are due to Funding of Nassau Community College.
- Negative Receipts in Receipt of Other Receipts are due to making school districts whole in June and Other Receipts Cash advance for Capital Projects.
- Negative Receipts in Receipt of Other Receipts are due to making school districts whole in June and Other Receipts Cash advance for Capital Projects. Totaling \$81,295,363. to be reimbursed in May 2012.
- Salaries & Fringes Includes pension payment of \$140 million in December for subsequent year.
- Debt Service reduced by \$28,889,870 to project actual cash going out per Debt Service Schedule.
- Transfer between Funds includes \$22,768,924 of Grants that was a Due To/Due From in April and to be reimbursed in May.
- Monthly cash flow equals receipts less disbursements after adjustments by the Treasury Department.
- Liquid Funds Cash was moved from SFA to SSW \$25 million on April 30th and accounting entries were done on May 1st in NIFS.

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**Nassau County
Includes 5 Funds
2013 Projections**

	<u>Jan-13</u>	<u>Feb-13</u>	<u>Mar-13</u>	<u>Apr-13</u>	<u>May-13</u>	<u>Jun-13</u>	<u>Summary</u>	<u>Foot Note</u>
Opening Cash Balance	107,266,219	28,323,717	221,817,074	297,531,361	159,454,695	76,597,335	107,266,219	1
Receipts								
Receipt of Tax Levies	4,654,983	174,919,546	270,049,381	(4,446,234)	33,093	(16,491,273)	428,719,497	2
Fed Aid, State Aid	3,998,958	21,179,240	68,774,907	16,065,014	10,607,038	16,601,526	137,226,683	
Non Tax	14,761,943	23,730,444	27,238,590	24,095,641	27,588,223	30,462,762	147,877,603	
Sales Tax (Nassau portion)	71,008,744	70,580,867	55,912,235	80,342,140	64,215,668	96,557,846	438,617,502	
Other Receipts	402,652	12,673,327	13,944,013	3,435,821	3,854,671	(71,386,508)	(37,076,024)	3
RAN/TAN Received	0	0	0	0	0	220,000,000	220,000,000	
Total Cash Receipts	94,827,280	303,083,425	435,919,126	119,492,383	106,298,693	275,744,353	1,335,365,260	
Disbursements								
Salaries & Fringes	108,135,108	84,966,837	88,253,504	83,645,049	84,574,768	111,002,385	560,577,651	
Other Expenses	28,482,178	32,802,160	40,552,969	24,767,402	14,942,461	38,912,437	180,459,607	
Debt Service	13,712,801	0	3,800,299	23,239,261	6,069,044	9,229,355	56,050,761	
Social Services	40,387,104	38,957,277	44,886,337	40,027,742	39,274,643	45,888,121	249,421,225	
Local Governments Assistance	0	5,713,785	9,790	1,680,786	7,619,089	1,083,178	16,106,629	
Transfers Between Funds	(32,529,287)	(72,415,799)	(814,832)	(1,334,660)	5,767,419	17,841,619	(83,485,540)	
Other Disbursements	15,581,878	19,565,808	23,516,770	25,543,468	30,908,629	18,111,516	133,228,069	
RAN/TAN Paid	0	0	160,000,000	60,000,000	0	0	220,000,000	
Total Cash Disbursements	173,769,782	109,590,068	360,204,838	257,569,049	189,156,054	242,068,611	1,332,358,402	
Adjustments by Treasury	0	0	0	0	0	0	0	
Cash Flow for Period	(78,942,502)	193,493,357	75,714,287	(138,076,666)	(82,857,360)	33,675,742	3,006,858	4
							0	
Ending Cash Balance	28,323,717	221,817,074	297,531,361	159,454,695	76,597,335	110,273,077	110,273,077	
Liquid Funds (SSW & EBF)	92,667,276	83,667,276	80,167,276	61,167,276	52,167,276	43,167,276		
Ending Liquid Cash Balance	120,990,993	305,484,350	377,698,637	220,621,971	128,764,611	153,440,353		
Opening Cash Balance	107,266,219	28,323,717	221,817,074	297,531,361	159,454,695	76,597,335		
Total Cash Receipts	94,827,280	303,083,425	435,919,126	119,492,383	106,298,693	275,744,353		
Total Cash Disbursements	173,769,782	109,590,068	360,204,838	257,569,049	189,156,054	242,068,611		
RAN/TAN Paid	0	0	160,000,000	60,000,000	0	0		
Note Ran/Tan Debt Coverage			2.86	3.66				
Note Liquid Ran/Tan Debt Coverage			3.36	4.68				

Footnotes:

- Summary column shows opening cash balance for 2013, and ending cash balance for the 6-month period.
- Negative Receipts in Receipt of Tax Levies are due to Funding of Nassau Community College.
- Negative Receipts in Receipt of Other Receipts are due to making school districts whole in June and Other Receipts Cash advance for Capital Projects.
- Monthly cash flow equals receipts less disbursements after adjustments by the Treasury Department.

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