



DeKalb County Board

SPECIAL MEETING

September 27, 2023

6:00PM

Immediately Following Planning, Zoning & Development Committee

Legislative Center's Gathertorium
200 N. Main Street
Sycamore, Illinois 60178

AGENDA

1. Roll Call
2. Pledge of Allegiance to the Flag
3. Approval of Agenda
4. Public Comments

Any member of the public may address the County Board for up to 3 minutes on any topic of their choosing. There will be no yielding of time to other members of the public and agenda time for public comments is limited to 30 minutes in total.

5. Reports of Standing Committees with Ordinances & Resolutions
 - a. **Resolution R2023-095—A Resolution Authorizing the DeKalb County Board Chair to Execute any Necessary Amendments to the Operating Transfer Agreement and Asset Purchase Agreement with DeKalb Healthcare Holdings, LLC to Remove and Exclude SaBa Healthcare and any individuals from SaBa Healthcare including Moshe Blonder and Aaron (Aharon) Singer from any interest in the DCRNC including Ownership, Operation or Financial Investment.**

In July 2022, the County Board voted to sell the DeKalb Rehab and Nursing Center (DCRNC) to Illuminate HC. An Asset Purchase Agreement and Operational Transfer Agreement were prepared and approved by the County Board in October 2022. The property was to be owned and operated under a Limited Liability Company called DeKalb Healthcare Holdings, LLC. It was understood that the LLC would include the principal of Illuminate HC, Avi Zuckerman along with other principals.

Typically, the make-up of the limited liability company would not factor into the sale of the property, however in this case, the County learned in April of 2023 that Mr. Zuckerman intended to bring Moshe Blonder and Aaron “Aharon” Singer into the company as owner-operators. Mr. Blonder and Mr. Singer are principals of SaBa HC, the other company that made an offer to purchase the DCRNC, meaning that the principals of Illuminate and Saba had joined forces to acquire and operate the facility.

The final significant step toward finalizing the sale is the State of Illinois Health Facilities and Services Review Board (IHFSRB) Certificate of Need (CON) Process for the sale of the facility. Given that the principals of the two companies that bid on the facility had joined forces and in the

spirit of transparency, Resolution R2023-056 was brought to the County Board. This Resolution acknowledged the ownership structure of DeKalb Healthcare Holdings, LLC and authorized the County Administrator to execute the CON application and was passed unanimously by the County Board.

As the CON application has gone through the IHFSRB process, concerns have been raised about Mr. Blonder and Mr. Singer having an interest in DeKalb Healthcare Holdings. Messrs. Blonder, Singer, and Zuckerman have listened to the feedback provided by the community, as well as the IHFSRB. Based on this feedback, Mr. Zuckerman approached the County in September of 2023 to provide the County Board with the option to exclude Mr. Blonder and Mr. Singer from the ownership and operation of DeKalb Healthcare Holdings, LLC.

The County's legal counsel are working with Mr. Zuckerman's legal team to update any provisions of the Operating Transfer Agreement and Asset Purchase Agreement to exclude SaBa HC, Moshe Blonder and Aaron (Aharon) Singer from any ownership, operating or financial interest in the DCRNC as part of this and prevents DeKalb Healthcare Holdings, LLC from transacting with said parties as it relates to the ownership, operation or investment in the facility.

If the County Board supports Resolution R2023-095 and SaBa HC, Mr. Blonder and Mr. Singer were to be excluded, it would require the CON application to be amended. The modification of the CON application in this manner, is what is called a "Type-A" modification and would push the hearing before the IHFSRB from October 3rd to December 5th, at the earliest.

b. Resolution R2023-096—A Resolution Authorizing the County Administrator to Execute Documents Necessary to Modify the Certificate of Need Application for Submission to Illinois Health Facilities and Services Review Board that Reflects the Removal of Moshe Blonder and Aaron (Aharon) Singer from the Application.

Resolution R2023-096 authorizes the County Administrator to execute documents necessary to modify the CON application. If the County Board were to pass this Resolution, Mr. Blonder and Mr. Singer would be removed from the ownership structure of DeKalb Healthcare Holdings and the CON application would be amended to reflect this change.

With an upcoming IHFSRB meeting (October 3rd) to consider the CON application as currently constructed, County Board Chair Suzanne Willis called this Special County Board meeting to consider the proposed change. As noted above, the modification of the CON application in this manner, is what is called a "Type-A" modification and would push the hearing before the IHFSRB from October 3rd to December 5th, at the earliest.

6. Adjournment

RESOLUTION

R2023-095

A Resolution Authorizing the DeKalb County Board Chair to Execute any Necessary Amendments to the Operating Transfer Agreement and Asset Purchase Agreement with DeKalb Healthcare Holdings, LLC to Remove and Exclude SaBa Healthcare and any individuals from SaBa Healthcare including Moshe Blonder and Aaron (Aharon) Singer from any interest in the DCRNC including Ownership, Operation or Financial Investment

Be it resolved by the County Board of the County of DeKalb, Illinois as follows:

WHEREAS, the DeKalb County Board entered into agreement to sell the DeKalb County Rehab and Nursing Center (DCRNC) in July 2022; and

WHEREAS, DeKalb County Board authorized the execution of an Asset Purchase Agreement and Operating Transfer Agreement to facilitate the sale and transfer; and

WHEREAS, during the course of the Illinois Health Facilities & Services Review Board (IHFSRB) Certificate of Need process, the County became aware that Moshe Blonder and Aaron (Aharon) Singer held interest in DeKalb Healthcare Holdings, LLC; and

WHEREAS, in recognition of feedback received by the IHFSRB and members of the public, the County Board desires to remove and exclude SaBa Healthcare and any individuals from SaBa Healthcare, including Moshe Blonder and Aaron (Aharon) Singer, from any Ownership, Operation or Financial Investment in the DCRNC; and

WHEREAS, DeKalb County Government and DeKalb Healthcare Holdings, LLC, desire to amend the Asset Purchase Agreement and Operational Transfer Agreement to reflect the changes to the ownership structure of DeKalb Healthcare Holdings, LLC;

NOW, THEREFORE, BE IT RESOLVED the DeKalb County Board hereby authorizes the DeKalb County Board Chair to Execute any Necessary Amendments to the Operating Transfer Agreement and Asset Purchase Agreement with DeKalb Healthcare Holdings, LLC to Reflect the Removal and Exclusion of SaBa Healthcare and any individuals from SaBa Healthcare including Moshe Blonder and Aaron (Aharon) Singer from any interest in the DCRNC including Ownership, Operation or Financial Investment.

PASSED THIS 27TH DAY OF SEPTEMBER 2023 AT SYCAMORE, ILLINOIS

ATTEST:

SIGNED:

Tasha Sims
DeKalb County Clerk

Suzanne Willis, Chair
DeKalb County Board

RESOLUTION

R2023-096

A Resolution Authorizing the County Administrator to Execute Documents Necessary to Modify the Certificate of Need Application for Submission to Illinois Health Facilities and Services Review Board that Reflects the Removal of Moshe Blonder and Aaron (Aharon) Singer from the Application

Be it resolved by the County Board of the County of DeKalb, Illinois as follows:

WHEREAS, the DeKalb County Board entered into agreement to sell the DeKalb County Rehab and Nursing Center (DCRNC) in July 2022; and

WHEREAS, DeKalb County Board authorized the execution of an Asset Purchase Agreement and Operating Transfer Agreement to facilitate the sale and transfer; and

WHEREAS, the next step in the sale process is the approval of the Illinois Health Facilities and Services Review Board's (IHFSRB) Certificate of Need (CON) process; and

WHEREAS, the CON process requires an application that is submitted jointly by the buyer, DeKalb Healthcare Holdings, LLC, and seller, DeKalb County Government; and

WHEREAS, the County Board authorized the execution of the Certificate of Need application on April 19, 2023 and the initial application was submitted to the IHFSRB on May 8, 2023; and

WHEREAS, in recognition of feedback received by the IHFSRB and Members of the public, the ownership structure of DeKalb Healthcare Holdings, LLC has been changed; and

WHEREAS, the parties have agreed to remove and exclude SaBa Healthcare and any individuals from SaBa Healthcare, including Moshe Blonder and Aaron (Aharon) Singer, from any Ownership, Operation or Financial Investment in the DCRNC; and

WHEREAS, DeKalb County Government and DeKalb Healthcare Holdings, LLC, desire to modify the Certificate of Need application to reflect the changes to the ownership structure of DeKalb Healthcare Holdings, LLC;

NOW, THEREFORE, BE IT RESOLVED the DeKalb County Board hereby authorizes the County Administrator Execute Documents Necessary to Modify the Certificate of Need Application for Submission to Illinois Health Facilities and Services Review Board that Reflects the Removal of Moshe Blonder and Aaron (Aharon) Singer from the Application.

PASSED THIS 27TH DAY OF SEPTEMBER 2023 AT SYCAMORE, ILLINOIS

ATTEST:

SIGNED:

Tasha Sims
DeKalb County Clerk

Suzanne Willis, Chair
DeKalb County Board