



Kenneth W. Jenkins
County Executive

Department of Community Mental Health

Michael Orth, M.S.W.
Commissioner

OnBase ID# 112343

Date: October 29, 2025

To: Honorable Members
Board of Acquisition and Contract

From: Michael Orth, M.S.W.
Commissioner, Department of Community Mental Health

Subject: Authority for the County of Westchester to consent to the assignment of an agreement with Careers Support Solutions, Inc., for the provision of community mental health services, for a term commencing on January 1, 2022 and continuing through December 31, 2026, to Opengate, Inc.

By resolution approved on December 16, 2021, your Honorable Board authorized the County of Westchester (the "County"), acting by and through its Department of Community Mental Health (the "Department") to enter into an agreement (Contract No. CMH2022004; the "Agreement") with Careers Support Solutions, Inc. (the "Careers Support Solutions"), pursuant to which the Careers Support Solutions agreed to provide community mental health services, for a term commencing on January 1, 2022 and continuing through December 31, 2026, for an amount not-to-exceed \$782,683.00, payable pursuant to an approved budget. The Agreement was subsequently executed.

By email dated October 15, 2025, Careers Support Solutions informed the Department that it had entered into an Amended and Restated Asset Transfer Agreement, dated April 17, 2025 (the "Transfer Agreement"), with Opengate, Inc. ("Opengate"), pursuant to which Careers Support Solutions agreed to transfer, assign, convey and deliver substantially all of its assets to Opengate, including, but not limited to, the Agreement, and requested that the County consent to the assignment of the Agreement to Opengate (the "Assignment Agreement"). Accordingly, authority is respectfully requested of your Honorable Board to authorize the County to consent to the assignment of the Agreement from Careers Support Solutions to Opengate, effective upon closing of the Transfer Agreement.

All other terms and conditions of the Agreement shall remain in full force and effect.

Accordingly, I most respectfully recommend the adoption of the attached Resolution.

MO/MC/sjc
Attachment

RESOLUTION

Upon a communication from the Commissioner of the Department of Community Mental Health, be it hereby

RESOLVED, that the County of Westchester (the "County"), acting by and through its Department of Community Mental Health (the "Department"), is hereby authorized to consent to the assignment of its agreement with Careers Support Solutions, Inc., for the provision of community mental health services, for a term commencing on January 1, 2022 and continuing through December 31, 2026 (Contract No. CMH2022004; the "Agreement"), to Opengate, Inc.; and be it further

RESOLVED, that the assignment of the Agreement shall be effective upon the closing of that certain Amended and Restated Asset Transfer Agreement, dated April 17, 2025, between Careers Support Solutions, Inc. and Opengate, Inc.; and be it further

RESOLVED, that all other terms and conditions of the Agreement shall remain in full force and effect; and be it further

RESOLVED, that the County Executive or his duly authorized designee is hereby authorized to take such action and execute such documents as may be necessary and proper to effect the purposes hereof.

Account to be Charged/Credited

Fund	Dept	Unit	Object/ Sub Object/	Trust Account	Activity	Dollars

Budget Funding Year(s) 2022-2026 Start Date: January 1, 2022 End Date: December 31, 2026
(must match resolution)

Funding Source:

Tax Dollars: _____

State Aid: _____

Federal Aid: _____

Other: _____

\$0.00

(must match resolution)