

**COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY**

5 Warren Street, Suite 210
Glens Falls, New York 12801

Tel. (518) 792-1312
website: www.warren-washingtonida.com

TO: ALL BOARD MEMBERS
COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

FROM: Bud Taylor, Chairman

DATE: November 16, 2016

The Counties of Warren and Washington Industrial Development Agency will hold its regular monthly Board meeting as follows:

Date: Monday, November 21, 2016 at 4 pm.

Location: Washington County Municipal Center, Fort Edward, NY

The purpose of the meeting will be to discuss new and unfinished business.

Enclosed (or attached) please find:

- Meeting Agenda with supporting data
- Monthly Financial Statements

Remember to call or email Debbie at the Agency Office at least 24 hours beforehand if possible if you are unable to attend the meeting.

cc: Robert C. Morris, Esq. w/ all enclosures
Amanda Allen, Warren Co. Board Clerk w/ agenda
Debra Prehoda, Washington Co. Board Clerk w/agenda
Bob Condon, The Post Star, with agenda

**COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY**

5 Warren Street, Su 210, Glens Falls, NY 12801

Phone (518) 792-1312

**Board Meeting Agenda
Monday, November 21, 2016**

1.0 Attendance taken - **Confirm Quorum**

1.1 Approval of Board Meeting Minutes of October 17, 2016

3.0 **Accounts Payable**

<u>FitzGerald Morris Baker Firth PC</u>	\$	1,431.00
<i>Professional Services October 2016</i>		
<u>P. Hoffman Realty</u>	\$	370.00
<i>Rent - December 2016</i>		
<u>The Archives</u>	\$	30.00
<i>Monthly storage charge</i>		
<u>Time Warner</u>	\$	125.21
<i>Monthly Phone & Internet Service</i>		
<u>ShelterPoint Life</u>	\$	125.00
<i>Annual premium for NY DBL</i>		
<u>Jarrett Engineers PLLC</u>	\$	137.50
<i>Sept and Oct Professional Services</i>		
<u>Snow Eicher Farrar LLP</u>	\$	3,820.00
<i>YE 2015 Accounting Work</i>		
<u>The Garden Barn LLC</u>	\$	1,150.00
<i>Park Brush Cutting per engagement</i>		
<u>NYS DEC</u>	\$	110.00
<i>Annual Regulatory Fee for Industrial Park Phase II</i>		
** <u>West Signs</u>	\$	224.00
<i>4' X 8' WWIDA Banner for project sites</i>		
** <u>EFTPS</u>	\$	529.54
<i>Federal/FICA/MCR Payroll Taxes October 2016</i>		
** <u>Promptax</u>	\$	55.70
<i>NYS Payroll Taxes October 2016</i>		
** <u>Deborah Mineconzo</u>	\$	1,564.33
<i>Net Payroll - October 2016</i>		
Current Accts Payable	\$	<u>9,672.28</u>

3.4 **Payments to be reimbursed from developer**

<u>FitzGerald Morris Baker Firth PC</u>	\$	693.96
<i>Kenny & Dittrich Amherst LLC</i>		
<u>FitzGerald Morris Baker Firth PC</u>	\$	13,500.00
<i>TRSB Enterprises - Closing</i>		
<u>FitzGerald Morris Baker Firth PC</u>	\$	1,669.50
<i>Irving Tissue, Inc.</i>		
Total 3.4 Payables	\$	<u>15,863.46</u>

Grand Total of All Payables: \$ 25,535.74

4. New Business

- a. New Project Application RAN Ent and Resolution for Public Hearing
- b. Mohawk Industrial Werks - Inducement Resolution Consideration

5. Unfinished Business

- a. TRSB Enterprises (RockSport) - Closing
 - b. 87 Stays - project update
- Adjournment

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At the Board Meeting of the Counties of Warren and Washington Industrial Development Agency held on **October 17, 2016** at the Warren County Municipal Center in Lake George, NY, the following members were:

PRESENT:	Bud Taylor	Chairman
	Bruce Ferguson	Vice & Park Chairman/Contracting Officer
	Joseph LaFiura	Secretary/Treasurer
	Matt Simpson	At Large Member
	Jim Lindsay	
	John W. Weber	
	Craig Leggett	
	Richard F. Moore	

ABSENT:	Lou Tessier
	Dave O'Brien

ALSO PRESENT:	Robert Morris, Esquire	FitzGerald Morris Baker Firth PC
	Bill Brandt	Mohawk Industrial Werks LLC
	Deborah Mineconzo	Office Administrator

The minutes of the meeting were taken by the Office Administrator. The Chairman called the meeting to order at 3:59 pm. After attendance was taken the Chairman determined a quorum was present.

Approval of minutes:

Mr. Lindsay made a motion to approve the September 19, 2016 Board Meeting minutes. Mr. LaFiura seconded the motion and all voted in favor of the motion by voice vote.

Accounts Payable:

Mr. LaFiura moved to approve the accounts payables as presented with Mr. Weber seconding. The motion was approved by roll call vote.

New Business:

New Project Application and Resolution for Public Hearing:

Bill Brandt, Member of Mohawk Industrial Werks LLC, gave an overview of his snow grooming equipment dealership and answered several questions from the Board. He stated his Company has 80% of the market share in this exclusive territory which includes 150 ski areas. They are currently leasing their facility and want to build equity by building their own facility. Being from this area and living in Hadley he wishes to relocate his business to Warren County knowing more people and businesses here. Also the sales tax is lower in this county. By history, his company has spent \$1.3 million in the locality they are in with vendors, food, parts, etc.

He would probably bring three employees from his current location in Chadwicks, NY (in Oneida County) to Warren County and add three more employees immediately upon opening. Employment (FTE) count in the

next couple years would be eight or nine with possibly the addition of temporary staff during peak seasons. His main business will be assembling, servicing and providing parts for the German-made Pisten Bully snow grooming equipment at the intended Carey Industrial Park location. He also plans to add a Leasing Company within the location that would provide financing directly for equipment. His employees are highly trained, specialized people. Currently he employs six people and his payroll and fringe benefits total about \$470,000.

He is seeking assistance from our Agency in the form of sales tax and mortgage tax exemptions along with a PILOT. Contingent on his obtaining the Board's approval for PILOT assistance, he plans to buy a lot in the Carey Industrial Park and building a 12,000 square foot facility there starting in the Spring.

Mr. Morris informed him that because the main part of his business would be assembling and servicing the equipment in the new building along with warehousing parts, he would be eligible for the Agency's regular 10 year PILOT of 100% real property abatement for five years, followed by 50% abatement for another five years. Mr. Morris confirmed for the members the PILOT in this case would not need to be approved by the Town of Queensbury.

Based on his application, Mr. Morris advised him Agency benefits would likely be in excess of \$100,000. Consequently, a Public Hearing would have to be held first. A resolution was given the members for consideration, approving a Public Hearing be held the morning of the next Board Meeting of November. Mr. Simpson moved to approve the resolution for the Hearing on November 21st and Mr. LaFiura seconded. All voted in favor of the motion by voice vote.

Resolution No. 16-17
Adopted October 17, 2016

**RESOLUTION TO SCHEDULE A PUBLIC HEARING RELATING TO THE
MOHAWK INDUSTRIAL WERKS, LLC PROJECT
(Complete resolution annexed to this document)**

Preliminary Budget for 2017:

Mrs. Mineconzo reviewed her proposed budget for 2017. Noteworthy was the possibility of a substantial increase in the liability insurance premium due to the recent meeting of the Chairman and Attorney with Associates of Glens Falls. The insurance agent is currently shopping for an Umbrella Policy which would cover the possibility of needed liability coverage in the future with our projects. Payroll was reduced for next year due to the cut back of office hours. Park real property taxes were less than planned last year due to a lowering of assessments on some of our lots and therefore, a lower budgeted amount is listed for 2017. With no changes recommended, Mr. LaFiura moved to pass the budget as presented with Mr. Ferguson seconding. All voted in favor of the motion by roll call vote.

Kenny & Dittrich – Extension of Sales Tax:

Mr. Morris reported that while the Marriott Hotel (our project) has opened in Lake George, the banquet room and restaurant construction have not yet been completed per their approved original plans. They are planning for the completion of the remaining construction next year. Consequently, they are asking for an extension of their sales tax exemption for the new construction by one year to September 30, 2017. A formal resolution was given all members for review. Mr. Ferguson moved to approve the resolution extending the sales tax time period with Mr. Simpson seconding. All voted in favor of the motion by roll call vote.

Resolution No. 16-18
Adopted October 17, 2016

**RESOLUTION TAKING ACTION EXTENDING AUTHORIZATION FOR SALES TAX
EXEMPTION TO THE KENNY & DITTRICH AMHERST, LLC, AS AGENT OF THE AGENCY
FOR THE PURPOSE OF CONSTRUCTING AND EQUIPPING THE PROJECT FACILITY (AS
DEFINED HEREIN)**

(Complete resolution annexed to this document)

YE 2016 Audit Services and YE Accounting Services:

Mr. LaFiura advised the members the Audit and Finance Committee met just prior to today's Board Meeting. They reviewed the three proposals received for (IDA and CDC) Audit Services for YE 2016 as a result of the RFP sent out to several firms. He reported the Committee chose to keep the engagement local (within our two counties). The fees were close with the two (Warren County) firms they were considering. He added that given the specialized type of Agency we are and our history with Whittemore Downen Ricciardelli's (WDR) work and their experience with IDA's, WDR is being recommended by the Committee to conduct the Audit again this year. Mr. LaFiura, therefore, moved to approve the engagement of WDR for this year's Audit with Mr. Weber seconding. All voted in favor of the motion by roll call vote. To confirm we are keeping in line with IDA regulations, Mrs. Mineconzo has been asked to confirm with Colin Combs that the signing Partner for our work is changed accordingly.

Mr. LaFiura then advised the members the Audit & Finance Committee continues to recommend keeping Dennis DeFayette, CPA of SEFCO as the accountant for our year end work. He reviews the administrator's work and prepares needed documents for the Auditor. He also keeps up with the cumbersome IDA regulations. His fee for YE 2016 work would be the same base amount for the IDA and CDC. Mr. LaFiura moved to retain Mr. DeFayette's annual services with Mr. Lindsay seconding. All voted in favor of the motion by roll call vote except Mr. Taylor who abstained.

Old/Unfinished Business:

TRSB Enterprises, LLC (RockSport)

Mr. Morris reported the closing for our RockSport project is hoping to be completed by the end of this month. There were additional documents being requested by the bank.

There being no further business to discuss, Mr. LaFiura moved to adjourn the meeting with Mr. Weber seconding. The Chairman adjourned the meeting at 4:30 pm.

Dated

Joseph LaFiura, Secretary

Counties of Warren & Washington Industrial Development Agency

Resolution No. 16-17
Adopted October 17, 2016

Introduced by Matt Simpson
who moved its adoption.

Seconded by Joseph LaFiura

**RESOLUTION TO SCHEDULE A PUBLIC HEARING RELATING TO THE
MOHAWK INDUSTRIAL WERKS, LLC PROJECT**

WHEREAS, Mohawk Industrial Werks, LLC, a limited liability company established pursuant to the laws of the State of Delaware and authorized to do business in the State of New York, having an address of 3500 Bleachery Place, PO Box 426, Chadwicks, New York 13319 (the "Operator") and 140 Carey Rd LLC, a limited liability company established pursuant to the laws of the State of New York, having an address of 3500 Bleachery Place, PO Box 426, Chadwicks, New York 13319 (the "Company") has requested that the Agency provide financial assistance in the form of a payment of lieu of taxes, mortgage tax exemption and sales tax abatements regarding an industrial development project (the "Project") to consist of: (i) the acquisition of an interest in a certain commercial parcel or parcels of land located 140 Carey Road, Town of Queensbury, County of Warren, State of New York and referred to as Tax Map Parcel Number 309.13-2-31.111 (the "Land"); (ii) the construction and equipping of a 12,000+/- square foot facility for the servicing and sales and part distribution of snow grooming equipment, including the warehousing and assembly of said equipment, in addition to office space (the "Facility"); (iii) the acquisition and installation therein of certain furnishings and fixtures (the "Equipment" together with the Land and the Facility, collectively the "Project Facility") to be used in connection with the contemplated uses; and (iv) the lease of the Project Facility to the Company, all pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York, Chapter 862 of the Laws of 1971 of the State of New York (collectively, the "Act"), as amended; and

WHEREAS, Chapters 356 and 357 of the Laws of 1993 require that prior to granting financial assistance of more than \$100,000.00 to any project, an IDA must (a) adopt a resolution describing the project and the financial assistance contemplated by the IDA with respect thereto, and (b) hold a public hearing in the city, town or village where the project proposes to locate upon at least ten (10) days published notice and, at the same time, provide notice of such hearing to the Chief Executive Officer of each affected taxing jurisdiction within which the project is located; and

WHEREAS, the Agency is in the process of reviewing and considering the Company's and Operator's Application requesting the Agency to provide financial assistance for the proposed Project, which may include a sales tax abatement during the construction of the Facility, a mortgage tax exemption and a payment in lieu of taxes, all of which shall be consistent with the uniform tax exemption policy of the Agency.

NOW, THEREFORE, BE IT RESOLVED:

1. The Agency hereby schedules a public hearing pursuant to Article 18-A of the New York State General Municipal Law (the “Law”) to be held by the Agency on Monday, the 21st day of November, 2016, at 10:00 a.m., local time, at the Queensbury Town Office Building, Supervisor’s Conference Room, located at 742 Bay Road, Town of Queensbury, County of Warren, New York, 12804, in connection with the Proposed Project.

2. The Agency hereby authorizes the publication of a Notice of Public Hearing for the Proposed Project and in accordance with the Law and the Agency’s policies and procedures.

3. This resolution shall take effect immediately.

AYES:	<u>8</u>
NAYS:	<u>0</u>
ABSENT:	<u>2</u>
ABSTAIN:	<u>0</u>

Counties of Warren & Washington Industrial Development Agency

Resolution No. 16-18

Adopted October 17, 2016

Introduced by Bruce Ferguson
who moved its adoption.

Seconded by Matt Simpson

RESOLUTION TAKING ACTION EXTENDING AUTHORIZATION FOR SALES TAX EXEMPTION TO THE KENNY & DITTRICH AMHERST, LLC, AS AGENT OF THE AGENCY FOR THE PURPOSE OF CONSTRUCTING AND EQUIPPING THE PROJECT FACILITY (AS DEFINED HEREIN)

WHEREAS, Kenny & Dittrich Amherst, LLC (the “Company”), having an address of 365 Canada Street, Lake George, New York, is a limited liability company created pursuant to the Laws of the State of New York, and

WHEREAS, the Agency, on behalf of the Company, has undertaken an industrial development project (the “Project”) consisting of (i) the acquisition of an interest in a certain commercial parcel of land located at 365 Canada Street, Village of Lake George, Town of Lake George, County of Warren, State of New York (the “Land”); (ii) the construction and equipping of a 108,115+/- square foot 120 room hotel and additional retail space (the “Facility”); (iii) the acquisition and installation therein of certain furnishings and fixtures (the "Equipment" together with the Land and the Facility, collectively the "Project Facility") to be used in connection with the contemplated uses; and (iv) the lease of the Project Facility to the Company, all pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York, Chapter 862 of the Laws of 1971 of the State of New York (collectively, the “Act”), as amended; and

WHEREAS, under the “Act”, the Legislature of the State of New York has granted the Agency the power and authority to undertake the Project;

WHEREAS, by Resolution No. 15-02, dated March 10, 2015, the Agency named the Company agent for the Agency to undertake and develop the Project; and issued an IDA Appointment of Project Operator or Agent (ST60) and its Letter of Authorization for Sales Tax Exemption to the Company (the “Exemption Letter”); and

WHEREAS said IDA Appointment of Project Operator or Agent ST60 and Exemption Letter expired on September 30, 2016; which was the anticipated date for completion of construction; and

WHEREAS, the Company has requested that the Agency extend its authorization for sales tax exemption until the completion of construction or September 30, 2017, whichever date is earlier; and

WHEREAS, the Agency has reviewed information needed to make a determination to extend the sales tax exemption authorization.

NOW, THEREFORE, BE IT RESOLVED:

1. That it is in the best interest of the Agency to complete the Project as described above; and

2. That the Agency hereby authorizes the extension of the sales tax exemption for Kenny & Dittrich Amherst LLC and all duly appointed third party agents to the earlier of (i) September 30, 2017, (ii) the completion of construction or (iii) the termination or suspension of this authorization to extend the sales tax exemption and authorizes that the extension be properly filed with the NYS Department of Taxation and Finance; and

3. That the Agency hereby approves of the extension of the Underlying Lease Agreement, Lease Agreement and Agreement for the Payment in Lieu of Taxes as may be required and applicable; and

4. That the Agency hereby authorizes the Chairman to execute any and all documentation necessary to effectuate the terms of this resolution; and

5. That the Agency shall require the Company to pay for any legal fees or expenses incurred as a result of the granting of said extension; and

6. That this resolution shall take effect immediately.

The question of the adoption of the foregoing resolution was duly put to a vote by roll call, which resulted as follows:

VOTING:	AYES	NAYS	ABSTAIN	ABSENT
Harold G. Taylor	1			
Bruce A. Ferguson	1			
Joseph P. LaFiura	1			
Louis Tessier				1
James T. Lindsay	1			
Dave O'Brien				1
John W. Weber	1			
Matthew Simpson	1			
Craig Leggett	1			
Richard F. Moore	1			
TOTALS	8	0	0	2

The foregoing resolution was thereupon declared duly adopted.

COUNTIES OF WARREN AND WASHINGTON INDUSTRIAL DEVELOPMENT AGENCY

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The **Executive/Park Committee** meeting of the Counties of Warren and Washington Industrial Development Agency was held on **Wednesday, October 12, 2016** at the offices of FitzGerald Morris Baker Firth PC, 16 Pearl Street, Glens Falls, NY. The following were:

Present:	Bud Taylor	Chairman
	Bruce Ferguson	Vice and Park Chairman/Contracting Officer
	Joseph LaFiura	Secretary/Treasurer
	Matt Simpson	At Large Member

Also Present:	Robert C. Morris, Esquire	FitzGerald Morris Baker Firth, PC
	Tom Jarrett	Jarrett Engineers PLLC
	Bill Brandt	Mohawk Industrial Werks LLC
	Greg Eppich	Mohawk Industrial Werks LLC
	Deborah Mineconzo	Office Administrator

The minutes were taken by the Office Administrator.

Call to Order: Bud Taylor called the meeting to order at 8:58 am.

Minutes of prior Meeting: Upon motion by Mr. Simpson, seconded by Mr. LaFiura, the minutes of the September 14, 2016 Executive/Park Committee Meeting were unanimously approved by the Committee.

Park Committee:

Culvert near RWS Manufacturing:

Mr. Jarrett said there's been no action by the Town of Kingsbury regarding the removal of the culvert near the RWS Manufacturing site as yet. If the Town doesn't address it before winter it will most likely be done in the Spring. Mr. Jarrett added that removal of the rocks from Lot #4 would involve a fee from the Town's Highway Department. The rocks are not visible from the road and the Chairman suggested letting the future purchaser of the lot deal with the matter. No further discussion on the rocks ensued.

Executive Committee:

Presentation by Developer of New Application:

Mr. Brandt, owner of Mohawk Industrial Werks LLC, gave a brief overview of his company and the assistance he is seeking from our Agency. He has a deposit on property in Carey Industrial Park contingent with him receiving approval of a PILOT from our Agency. He currently leases space in Oneida County and wants to move the business to Warren County by building a 12,000 sq. foot facility. The facility would primarily be used as a warehouse for parts and equipment assembling with some office space and a display showcasing a pit bully on site. The number of full time jobs at the location would be 6-8, three locating from the present location, with the possibility of additional part time people in the future. The company is the provider and servicer of snow grooming

equipment in this territory which includes many nearby ski areas. The Company has an exclusive with ORTA and is one of only two companies servicing this territory. Mr. Brandt lives in Hadley and wants to be nearer to his hometown area. Also, sales tax in the Oneida County area is much higher whereas Warren County is one of the lowest in the State.

After several questions were answered for the members, Mr. Morris confirmed that his company could qualify for the Agency's 100% tax abatement for five years and 50% tax abatement for the next five years if approved by the Board. Mr. Brandt also is seeking sales tax and mortgage tax relief. Because the benefits given the developer would exceed \$100,000, Mr. Morris advised the developer a Public Hearing would be necessary. Mr. Simpson moved to put the matter before the full Board at Monday's meeting. Mr. LaFiura seconded and all were in favor of the motion. If the Public Hearing resolution was approved, Mr. Morris informed the developer the Public Hearing would be scheduled for November before the next (November) Board Meeting. An Inducement Resolution would be considered after the hearing at the November 21st Board Meeting. Members of the Committee thought it would be a very good project for the Agency.

TRSB Enterprises (RockSport):

Mr. Morris advised everyone they are still awaiting some information that the bank requested for the TRSB Enterprises project closing. An end of the month closing is anticipated at this point.

87 Stays, LLC – Update:

Mr. Morris informed the Committee he's been "back and forth" in communication with Jon Lapper, Attorney for the 87 Stays, LLC project at Exit 18. He added there is still no confirmation of an added partner to the LLC.

Big Bay Lodging, LLC Update:

Mr. Morris said there's been no further word from the developer of Big Bay Lodging.

Orientation of Board Members:

A time for the orientation of the newest three board members is ready to be set up by Mr. Morris. Mrs. Mineconzo confirmed that Mr. Simpson and Mr. Leggett had their Board Training by NYS and Mr. Moore has his training scheduled for this month. After confirmation is received regarding Mr. Moore, all three will be ready for their orientation.

Budget 2017:

Mr. Taylor brought up the draft Budget for 2017. He reported that after his (and Bob Morris's) meeting with Associates of Glens Falls, he believes the additional umbrella policy needed to cover our liability with projects may add \$4,000 to our annual premium. Accordingly, the Committee asked to have the liability insurance amount increased by \$4,000. With the change made, Mr. LaFiura moved to put the budget before the Board for approval at Monday's meeting with Mr. Simpson seconding. All were in favor of the motion.

School Tax PILOT Invoices:

Mrs. Mineconzo advised everyone the payments were received on all the school tax PILOT projects though some complications arose near the deadline with two projects.

Kenny & Dittrich – Extension of Sales Tax:

Mr. Morris reported the Marriott LG project had not completed the construction of the planned banquet room and restaurant area before opening recently. They plan to complete this next year and are asking for an extension of time with the sales tax exemption for the rest of the construction. Mr.

Morris will prepare a resolution for Monday's meeting after he receives further details from the developer.

RFP YE Audit Services:

Mrs. Mineconzo informed everyone three proposals were received as a result of our RFP for YE Audit Services for 2016. The Audit & Finance Committee is scheduled to review them at their meeting on Monday at 3:30 pm. They will then advise the Board accordingly of their recommendation at the 4:00 pm meeting immediately following.

Mr. LaFiura moved to adjourn the IDA Committee Meeting with Mr. Ferguson seconding. The Chairman adjourned the meeting at 10:00 am.

DATE

Joseph LaFiura, Secretary/Treasurer