

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

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At the Board Meeting of the Counties of Warren and Washington Industrial Development Agency held on **January 18, 2017** at the Washington County Municipal Center in Fort Edward, NY, the following members were:

PRESENT:	Bud Taylor	Chairman
	Bruce Ferguson	Vice & Park Chairman/Contracting Officer
	Matt Simpson	At Large Member
	Lou Tessier	
	Dave O'Brien	
	Craig Leggett	

ABSENT:	Joseph LaFiura	Secretary/Treasurer
	Jim Lindsay	
	John W. Weber	
	Richard F. Moore	

ALSO PRESENT:	Kara I. Lais, Esquire	FitzGerald Morris Baker Firth PC
	Deborah Mineconzo	Office Administrator

The minutes of the meeting were taken by the Office Administrator. The Chairman called the meeting to order at 4:04 pm and thanked the attendees given the inclement weather. Attendance was taken and a quorum was present.

Approval of minutes:

Mr. O'Brien made a motion to approve the December 19, 2016 Board Meeting minutes. Mr. Simpson seconded the motion and all voted in favor of the motion by voice vote.

Accounts Payable:

Mr. Simpson moved to approve the accounts payables and Mr. O'Brien seconded the motion. The motion was approved by roll call vote.

New Business:

Change of February Annual/Board Meeting date:

Mr. Taylor informed the Board the Executive Committee is requesting a change in date of the February 21, 2017 meeting to Monday, February 27, 2017. Mr. Simpson moved to approve the new date with Mr. O'Brien seconding the change. All voted in favor of the motion by voice vote.

Board and Committee Meeting Schedules for 2017-Feb 2018:

Mr. Taylor addressed the draft schedules the Board received for monthly Board and Executive Meetings for February 2017-February 2018. No further changes of dates were requested and Mr. O'Brien moved to approve the schedules with Mr. Simpson seconding. All voted in favor of the motion by voice vote.

PILOT Invoice Report:

Mr. Taylor pointed out the PILOT Invoice Report everyone received for Town and County taxes billed our projects this month. Mrs. Mineconzo informed the members several payments have come in. In response to Mr. Leggett’s question, Mrs. Mineconzo advised everyone the payments come to the Agency first and then the Agency pays the various governmental entities.

Website Update:

Mr. Taylor informed the members the Agency website is in the process of being updated by our website designers (Black Dog Designs). The requested work was estimated by them to take about 4.5 hours at \$75.00 per hour and was therefore approved for execution by the Chairman. Mrs. Mineconzo advised the members the updating work had begun already.

Old/Unfinished Business:

Kenny & Dittrich Amherst LLC – New Lease Agreement:

Ms. Lais informed the members that when Kenny & Dittrich Amherst went for their recent closing, they advised her they had entered into a lease agreement with KDA Hospitality, LLC to operate the Project Facility. She added KDA Hospitality LLC has agreed to be bound to the provisions of the Lease Agreement Under our agreement our Agency needs to consent to the sublease agreement between Kenny & Dittrich Amherst LLC and KDA Hospitality, LLC. KDA Hospitality will operate the hotel and they have reviewed and signed an acknowledgement of our required insurance provisions and reporting. Ms. Lais said the underlying landowner is still Kenny & Dittrich Amherst which will have the PILOT. Mr. O’Brien moved to pass the resolution with Mr. Tessier seconding. The resolution passed by roll call vote.

Resolution No. 17- 01
Adopted January 17, 2017

**RESOLUTION CONSENTING TO THE LEASE AGREEMENT BY AND BETWEEN KENNY & DITTRICH AMHERST, LLC AND KDA HOSPITALITY, LLC IN CONNECTION WITH THE KENNY & DITTRICH AMHERST, LLC PROJECT (LAKE GEORGE MARRIOTT
(Complete resolution annexed to this document)**

Officer Nominations for 2017:

Mr. Taylor stated that at the last meeting the members were advised the Nominating Committee had offered the same slate of officers for election in 2017. He added a request for any other nominations was offered but there were none. At that point, since Bruce Ferguson was absent, Mr. Taylor said we hadn’t formally received confirmation he was re-running for Vice Chairman. He has now confirmed his running. Mr. Taylor pointed out that mention was made last meeting to consider changing the Nominating Committee which is, per the current bylaws, is the same as the Executive Committee. Mr. Taylor added that if members feel strongly about changing the bylaws regarding the Nominating Committee, we can look at it any time. There was no request to change the bylaws at this time. Mr. Taylor therefore, confirmed the slate of officers for the February Annual Meeting as Bud Taylor for Chairman, Bruce Ferguson for Vice Chairman and Joe LaFiura for Secretary/Treasurer. Mr. Taylor confirmed for Mr. Simpson that he would be appointed at Large Member again.

RAN Entertainment – Update:

Ms. Lais reported the Preliminary Agreement was sent RAN Entertainment for their signature and security deposit but has not been received yet. Everything about their project is now contingent on the County Chairmen’s approvals and she hopes the subject is on their agendas this Friday. Ms. Lais informed everyone we cannot give the sales tax exemption approval forms until the counties respond.

18 Hospitality Update:

Ms. Lais reported they are moving along on their construction. She has contacting them about the scheduling of the closing but hasn't heard back yet.

There being no further business to discuss, Mr. LaFiura moved to adjourn the meeting with Mr. Weber seconding. The Chairman adjourned the meeting at 4:18 pm.

Dated

Joseph LaFiura, Secretary

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INDUSTRIAL DEVELOPMENT AGENCY**

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Introduced by Dave O'Brien
who moved its adoption.
Seconded Lou Tessier

**RESOLUTION CONSENTING TO THE LEASE AGREEMENT BY AND BETWEEN KENNY &
DITTRICH AMHERST, LLC AND KDA HOSPITALITY, LLC IN CONNECTION WITH THE
KENNY & DITTRICH AMHERST, LLC PROJECT (LAKE GEORGE MARRIOTT)**

(PROJECT NO. 5202-15-01A)

WHEREAS, on April 10, 2015, the Counties of Warren and Washington Industrial Development Agency (the "Agency") entered into a Lease Agreement with Kenny & Dittrich Amherst, LLC to undertake 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

WHEREAS, the Lease Agreement requires the Agency to consent to any sublease of the Project Facility by Kenny & Dittrich Amherst, LLC; and

WHEREAS, Kenny & Dittrich Amherst, LLC has entered into a lease agreement with KDA Hospitality, LLC to operate the Project Facility and KDA Hospitality, LLC has agreed to be bound to the provisions, as they may be applicable, of the Lease Agreement.

NOW, THEREFORE, BE IT RESOLVED:

SECTION 1. CONSENT: Pursuant to the Lease Agreement dated April 10, 2015, the Agency hereby consents to the sublease agreement by and between Kenny & Dittrich Amherst, LLC and KDA Hospitality, LLC, a copy of which is attached hereto and incorporated by reference. The Agency further authorizes the Chairman to execute any and all documents necessary to effectuate this resolution.

SECTION 2. EFFECTIVE DATE. 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	6	0	0	4