

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

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

Telephone: (518) 792-1312

At the Board Meeting of the Counties of Warren and Washington Industrial Development Agency held on **June 15, 2015** at the Warren County Municipal Center in Lake George, NY, the following members were:

***PRESENT:***

Bud Taylor	Chairman
Bruce Ferguson	Vice Chairman/Park Chairman
Joseph LaFiura	Secretary/Treasurer
John Millett, Sr.	At Large Member
Lou Tessier	
Jim Lindsay	
Dave O'Brien	
John W. Weber	
John Kvocka	
Matt Simpson	

***ALSO PRESENT:***

Robert C. Morris, Esq.	FitzGerald Morris Baker Firth PC
Deborah Mineconzo	Office Administrator

The minutes of the meeting were taken by Mrs. Mineconzo. The Chairman called the meeting to order at 4:00 pm.

**Approval of the May 18, 2015 Board Meeting Minutes:** Mr. LaFiura made a motion to approve the minutes of the May 18, 2015 Board Meeting. Mr. Tessier seconded the motion and the minutes were unanimously approved by voice vote.

**Accounts Payable:** Mr. LaFiura moved to approve the accounts payables. Mr. Simpson seconded the motion and all voted to approve the motion by roll call vote.

**Old Business:**

**Boats by George:**

Mr. Morris reported he received an email from Mr. Pensel of Boats by George. The correspondence stated all financing for the project was in place and the closing was expected within thirty days. Construction has begun at the site.

**(Mr. Weber arrives)**

**ICC4 West Main LLC:**

A draft resolution was disbursed to the Board Members for consideration regarding the ICC4 West Main LLC project. Mr. Morris informed the members that the Town of White Creek had approved the PILOT. Their resolution was forwarded to the Agency office. Consequently a resolution approving an amended PILOT (50% exemptions for the first five years, 25% exemptions for the final five years) needs to be

passed. (*Mr. Ferguson arrives*). Mr. O'Brien moved to approve the presented resolution with Mr. Tessier seconding. All voted in favor of the resolution except Mr. Ferguson who abstained.

**Resolution No. 15 - 06  
Adopted June 15, 2015**

**RESOLUTION APPROVING OF AN AMENDED PAYMENT IN LIEU OF TAXES  
AGREEMENT IN CONNECTION WITH THE ICC 4 WEST MAIN LLC/ICC MANAGEMENT  
& CONSULTING, INC. PROJECT  
(Full copy of resolution at end of this document)**

**Park Committee Business:**

**Allen Forestry:**

Mr. Ferguson reported we have a signed Agreement with Jim Allen of Allen Forestry. Mr. Allen is planning to contact our engineer, Tom Jarrett, within the next week.

**ROW Galusha:**

Mr. Ferguson stated it was his understanding that Mr. Galusha contacted the Town of Kingsbury. Mr. Lindsay confirmed the communication and added that Mr. Galusha wanted to get together with the Highway Superintendent to check on the base paving of the road in Phase I currently maintained by Galusha & Sons. Mr. Lindsay said there were no issues found and it was okay for Galusha to add the needed 1½" top paving to the section in question to bring the road up to Town specifications. Mr. Morris said Kara Lais contacted the Town Attorney, Jeff Meyer, who confirmed the Town is ready to take the road over once Galusha makes the improvements. There is a question remaining of who is going to pay for the needed Title Insurance and survey. Mr. Morris recommended to Kara Lais to contact Paul Pontiff, Attorney for Lewis Crane, asking that they (Lewis Crane) pay for the insurance and survey. As this remains unsettled, Mr. Morris advised the members there was nothing more for the Agency to do at this time.

**New Business:**

**Resolution to Receive Grant of Funds:**

Mr. Taylor reminded everyone there was approximately \$60,000 in the CDC account. Most of the funds came from the Hudson Headwaters project last year. Mr. Morris advised the members a resolution (draft disbursed to members) authorizing the acceptance of a Grant of Funds from the CDC would need to be approved by the IDA. Mr. O'Brien moved to approve the resolution accepting the (\$40,000) Grant of Funds from the CDC. Mr. LaFiura seconded the motion and all voted in favor of the motion by roll call vote.

**Resolution No. 15-07  
Adopted June 15, 2015**

**RESOLUTION AUTHORIZING ACCEPTANCE OF A GRANT OF FUNDS FROM THE  
COUNTIES OF WARREN AND WASHINGTON CIVIC DEVELOPMENT CORPORATION  
(Full copy of Resolution at end of this document)**

**Banner for Project Sites:**

Mr. Taylor reported Kara Lais made the recommendation for the IDA to have a sign on project sites during the construction periods confirming our assistance. Mr. Taylor thought it was a good idea and had Mrs. Mineconzo obtain prices from several vendors. After presenting the information the members discussed the various options. Mr. Simpson moved to approve the purchase of three vinyl 2' X 6' banners from West Signs at \$84.00 each. Mr. Lindsay seconded the motion and all voted in favor of the motion by roll call vote.

**Website Revision Proposals:**

Mr. Taylor informed the members the Agency's current website does not adapt well to viewing by different electronic devices. Consequently, the Agency reached out to several businesses for proposals to revise/update the current website. The Agency would retain the ability to input content such as reports, policies and required NYS information. Three proposals were received of the four requested and copies were given to all members beforehand for review. Taking into consideration business reputation, skills, and both the initial costs and annual maintenance costs involved in the coming years, Mr. Ferguson moved to choose Black Dog Designs for the work. Mr. Simpson seconded the motion. All voted in favor of the motion by roll call vote except Mr. O'Brien who voted no.

**Other Matters:**

Mr. Kvocka stated he read recently that IDA rules were going to be revised and tightened. He asked if there was more information to share on this from anyone. Mr. Taylor responded the Governor was trying to make some rule changing but legislation was tabled at this point. Mr. Morris added there were proposals made by NYS legislators but the NYS EDC was voicing their opposition to them. At this point, nothing new has been passed. Mr. Taylor said he is aware that NYS is clamping down on the Agency reporting particularly with job creation and follow up on employment numbers.

There being no further business to discuss, the Chairman adjourned the IDA meeting at 4:25 pm.

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**Dated**

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**Joseph LaFiura, Secretary**

**Counties of Warren and Washington Industrial Development Agency**

**Resolution No. 15 - 06  
Adopted June 15, 2015**

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

**RESOLUTION APPROVING OF AN AMENDED PAYMENT IN LIEU OF TAXES  
AGREEMENT IN CONNECTION WITH THE ICC 4 WEST MAIN LLC/ICC MANAGEMENT  
& CONSULTING, INC. PROJECT**

**(PROJECT NO. 5202-15-02A)**

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Section 890-c of the General Municipal Law of the State of New York (collectively, the “Act”), the Counties of Warren and Washington Industrial Development Agency (the “Agency”) was created and granted the authority to enter into agreements for the purpose of acquiring, constructing and equipping certain industrial facilities; and

WHEREAS, to advance the public purposes for which it was created, the Agency, upon application of ICC 4 WEST MAIN, LLC (the “Company”) and ICC MANAGEMENT & CONSULTING, INC. (the “Operator”) has agreed to assist the Company by undertaking a project (the “Project”) consisting of the following: (i) the acquisition of an interest in a certain commercial parcel of land located at 4 West Main Street, Village of Cambridge, Town of White Creek, County of Washington, State of New York (the “Land”); (ii) the re-construction and/or renovation and equipping of an existing 20,000+/- square foot commercial facility and an existing 6,000+/- square foot commercial facility for the operation of a New York State Department of Health licensed Adult Home/Assisted Living Residence (the “Facility”); 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 leasing 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, the Company has leased and the Agency has rented the Project Facility pursuant to an underlying lease agreement dated as of May 14, 2015 (the “Underlying Lease Agreement”); and

WHEREAS, the Agency has leased and the Company has rented the Project Facility pursuant to a lease agreement dated as of May 14, 2015 (the “Lease Agreement”); and

WHEREAS, the Agency will hold a leasehold interest to the Land and all improvements thereon until such time as it may convey its leasehold interest to the Project Facility pursuant to the Lease Agreement; and

WHEREAS, under Section 412-a of the Real Property Tax Law of the State and Section 874 of the General Municipal Law of the State, the Agency is exempt from the payment of taxes and assessments on any real property acquired by it or taken under its jurisdiction, supervision or control; and

WHEREAS, by Resolution No. 9-2015, the Town of White Creek approved of the Agreement for

Payments in Lieu of Taxes (“PILOT Agreement”) by and between the Company and the Agency for a period of ten (10) years at the terms approved by the Agency; and

WHEREAS, Section 6.3 of the Lease Agreement provides that the Company will make certain payments in lieu of town, county, school district and other governmental taxes and charges; and

WHEREAS, the Agency determines that it is necessary to approve an amended PILOT Agreement, whereby the property will receive certain exemptions pursuant to the Agency’s Uniform Tax Exemption Policy.

NOW, THEREFORE, in partial consideration of the Agency undertaking the Project, the Company and Agency agree as follows:

RESOLVED that the substance and form of the Agreement for Payments in Lieu of Taxes, as presented to this meeting and attached hereto, is hereby approved, subject to approval as to content by the Chairman and the Agency's counsel.

RESOLVED 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:

<b>VOTING:</b>	<b>AYES</b>	<b>NAYS</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
Harold G. Taylor	1			
Bruce A. Ferguson			1	
Joseph P. LaFiura	1			
Louis Tessier	1			
John Millett, Sr.	1			
James T. Lindsay	1			
Dave O'Brien	1			
John W. Weber	1			
John S. Kvocka	1			
Matthew Simpson	1			
<b>TOTALS</b>	<b>9</b>	<b>0</b>	<b>1</b>	<b>0</b>

The foregoing resolution was thereupon declared duly adopted.

**Counties of Warren and Washington Industrial Development Agency**

**Resolution No. 15-07  
Adopted June 15, 2015**

Introduced by Dave O'Brien  
who moved its adoption.

Seconded by Joseph LaFiura

**RESOLUTION AUTHORIZING ACCEPTANCE OF A GRANT OF FUNDS FROM THE  
COUNTIES OF WARREN AND WASHINGTON CIVIC DEVELOPMENT CORPORATION**

WHEREAS, the Counties of Warren and Washington Industrial Development Agency (the AAgency@) is a body corporate and politic duly organized and existing under Sections 856 and 890-c of the General Municipal Law (AGML@) of the State of New York (the AState@), with principal place of business at 5 Warren Street, Glens Falls, New York; AND

WHEREAS, The Counties of Warren and Washington Civic Development Corporation (the ACorporation@), was duly incorporated under the laws of the State of New York by Counties of Warren and Washington (the "Counties") in conjunction with the Agency to benefit the economic development initiatives of not-for-profit corporations within the Counties corporate boundaries; and

WHEREAS, the Corporation has offered a grant of Forty Thousand Dollars (\$40,000.00) to the Agency for any of the Agency's duly authorized functions and in furtherance of its corporate purposes pursuant to article 18A of the General Municipal Law of the State of New York, Section 858; and

WHEREAS, it is deemed, by the Agency, to be in the best interests of the Counties and their respective residents to accept a grant in the amount of Forty Thousand Dollars (\$40,000.00) it assist the Agency in its on-going economic development initiatives.

**NOW, THEREFORE, BE IT RESOLVED**

1. That the Agency does hereby accept the grant of funds from the Corporation in the amount of Forty Thousand Dollars (\$40,000.00) pursuant to the terms of a Grant Agreement between the parties entered into on the 1<sup>st</sup> day of May, 2012.
2. That said funds, upon receipt thereof, shall be deposited in an account for the benefit of the Agency.
3. 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:

<b>VOTING:</b>	<b>AYES</b>	<b>NAYS</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
Harold G. Taylor	1			
Bruce A. Ferguson	1			
Joseph P. LaFiura	1			
Louis Tessier	1			
John Millett, Sr.	1			
James T. Lindsay	1			
Dave O'Brien	1			
John W. Weber	1			
John S. Kvocka	1			
Matthew Simpson	1			
<b>TOTALS</b>	<b>10</b>	<b>0</b>	<b>0</b>	<b>0</b>

The foregoing resolution was thereupon declared duly adopted.