

COUNTIES OF WARREN AND WASHINGTON INDUSTRIAL DEVELOPMENT AGENCY

Fort William Henry Corporation PUBLIC HEARING MINUTES

February 2, 2022

Dave O'Brien, Chair of the Counties of Warren and Washington Industrial Development Agency (the "Agency"), called to order a duly noticed Public Hearing for Fort William Henry Corporation at 4:15 p.m. on the 2<sup>nd</sup> day of February 2022 via Zoom. The following were:

**Present:**

**Representing:**

Dave O'Brien	WWIDA/WWCDC Chair
Alie Weaver	Office Administrator, WWIDA/WWCDC
Dan Bruno	WWIDA/WWCDC Member
Mike Grasso	WWIDA/WWCDC Member
Craig Leggett	WWIDA/WWCDC Vice Chair
Kara Lais	FMBF, Legal Counsel for WWIDA/WWCDC
Brian Campbell	WWIDA/WWCDC Park Chair
Ginny Sullivan	WWIDA/WWCDC Member
Nick Caimano	WWIDA/WWCDC Member
Michael Bittel	WWIDA/WWCDC Sec/Treasurer
Mike Ostrander	WWIDA Executive Director
Chuck Barton	COO, Barton Mines
Kathy Muncil	Fort William Henry Chief Executive Officer
Sam Luciano	Fort William Henry President
Drew Wardle	Post Star
Kevin McAuliffe	Partner at Barclay Damon LLP
Robert Haffner	Attorney for Fort William Henry

Alie Weaver, WWIDA Office Administrator read into the minutes the published statement (legal notice) describing the proposed project.

Ms. Muncil gave a summary of the Fort William Henry project that will consist of a three-season porch surrounding the White Lion Room and a kitchen expansion. She stated that the kitchen expansion will allow them to run two full-service operations to provide food service for a year-round restaurant and provide wedding services simultaneously. She estimated up to 18 additional jobs with these expansions. She also noted that there are 30-50 weddings at the Fort William Henry every year and at this time maximum occupancy is 132 people.

Mr. O'Brien asked if there were any questions or comments on the subject matter of this Public Hearing at three separate intervals.

There being no questions or comments, Mr. O'Brien adjourned the Public Hearing for Fort William Henry Corporation at 4:28 PM.

## NOTICE OF PUBLIC HEARING

**NOTICE IS HEREBY GIVEN** that a public hearing pursuant to Article 18-A of the New York State General Municipal Law will be held by the Counties of Warren and Washington Industrial Development Agency (the "Agency") on the 2nd day of February, 2022, at 4:15 pm local time, via ZOOM at the meeting information below, in accordance with Legislation S. 7623A/A. 8591, amending Chapter 417 of the Law of 2021, in connection with the following matter at:

<https://us02web.zoom.us/j/87408991676?pwd=M05INVhqWko1WnE4T09FSDF5eWcrQT09>

Meeting ID: 874 0899 1676

Passcode: 754677

Dial by your location

+1 646 558 8656 US (New York)

Find your local number: <https://us02web.zoom.us/j/87408991676?pwd=M05INVhqWko1WnE4T09FSDF5eWcrQT09>

The Fort William Henry Corporation, a business corporation established pursuant to the laws of the State of New York, having an address of 48 Canada Street, Lake George, New York (the "Company") has requested that the Agency provide financial assistance in the form of a partial real property tax abatement, a mortgage recording tax exemption and a sales tax abatement regarding a certain tourist destination project (the "Project") to consist of: (i) the acquisition by the Agency of a leasehold interest in certain real property located at 48 Canada Street in the Village and Town of Lake George, County of Warren, New York and being known as tax map parcel 251.18-3-72 (the "Land"); (ii) the planning, design, construction, operation and maintenance by the Company of a three season porch around the White Lion Room and kitchen expansion at the Tankard Tavern (collectively, the "Improvements"); (iii) the acquisition of and installation in and around the Land and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the "Equipment" and, collectively with, the Land and the Improvements, the "Facility"); and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the "Straight Lease Transaction"), 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.

The Agency may be providing financial assistance with respect to the Project in the form of sales tax exemptions related to the construction and equipping of the Project Facility; a mortgage recording tax exemption on qualifying mortgages and a payment in lieu of taxes, which are consistent with the policies of the Agency. Should other financial assistance be requested, it shall be consistent with the policies of the Agency.

A representative of the Agency will be in attendance at the above-stated time and place to hear and accept written comments from all persons with views in favor of or opposed to the granting of financial assistance contemplated by the Agency or the location or nature of the Facility. The application of the Company is available for public inspection during normal business hours at the offices of the Agency, located at 5 Warren Street, Glens Falls, New York 12801.

Minutes of the hearing will be made available to all necessary parties.

Counties of Warren and Washington  
Industrial Development Agency  
David O'Brien, Chairman  
Published: January 21, 2022

Resolution No. 22-01  
Adopted January 10, 2022

Introduced by Mr. Campbell  
who moved its adoption.

Seconded by Mr. Wild

**RESOLUTION ACCEPTING AN APPLICATION FOR FINANCIAL ASSISTANCE  
SUBMITTED BY THE FORT WILLIAM HENRY CORPORATION (THE  
"COMPANY") RELATING TO A CERTAIN PROJECT; AUTHORIZING A PUBLIC  
HEARING WITH RESPECT TO THE PROJECT; AND DESCRIBING THE  
FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY WITH  
RESPECT TO THE PROJECT**

WHEREAS, The Fort William Henry Corporation, a business corporation established pursuant to the laws of the State of New York, having an address of 48 Canada Street, Lake George, New York (the "Company") has requested that the Agency provide financial assistance in the form of a partial real property tax abatement, a mortgage recording tax exemption and a sales tax abatement regarding a certain tourist destination project (the "Project") to consist of: (i) the acquisition by the Agency of a leasehold interest in certain real property located at 48 Canada Street in the Village and Town of Lake George, County of Warren, New York and being known as tax map parcel 251.18-3-72 (the "Land"); (ii) the planning, design, construction, operation and maintenance by the Company of a three season porch around the White Lion Room and kitchen expansion at the Tankard Tavern (collectively, the "Improvements"); (iii) the acquisition of and installation in and around the Land and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the "Equipment" and, collectively with, the Land and the Improvements, the "Facility"); and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the "Straight Lease Transaction"), 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 Agency must (i) adopt a resolution describing the project and the financial assistance contemplated by the Agency with respect thereto, and (ii) 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 Application requesting the Agency to provide financial assistance for the proposed Project (collectively the "Financial Assistance") in the form of (i) an exemption from all State and local

sales and use taxes with respect to qualifying personal property included in and incorporated into the Facility or used in the acquisition, construction or equipping of the Facility, (ii) an exemption for mortgage recording tax on eligible mortgages and (iii) a partial real property tax abatement through a payment in lieu of tax agreement (the "PILOT Agreement"), pursuant to which the Company would make payments in lieu of real property taxes to each affected tax jurisdiction (the "Affected Tax Jurisdictions"), all of which shall be consistent with the uniform tax exemption policy of the Agency; and

WHEREAS, the Agency desires to (i) accept the Application; (ii) authorize the scheduling and conduct of a public hearing; and (iii) negotiate, but not enter into an Agent Agreement and Project Agreement, pursuant to which the Agency will designate the Company, as its agent for the purpose of acquiring, constructing and equipping the Project, and Lease Agreement, a Leaseback Agreement and related Payment in lieu of Tax Agreement with the Company.

**NOW, THEREFORE, BE IT RESOLVED:**

1. The Company has presented an Application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the Company's Application, the Agency hereby finds and determines that:

(a) Pursuant to the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Agency has the authority to take the actions contemplated herein under the Act; and

(c) The action to be taken by the Agency will induce the Company to develop the Project, thereby increasing employment opportunities in Warren and Washington Counties, New York, and otherwise furthering the purposes of the Agency as set forth in the Act; and

(d) The Project will not result in the removal of a commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company.

2. The proposed financial assistance being contemplated by the Agency includes (i) an exemption from all state and local sales and use taxes with respect to the qualifying personal property included within the Project or used in the acquisition, construction or equipping of the Project in the estimated amount of \$87,500.00 based on purchases in the amount of \$1,250,000.00; (ii) an exemption from mortgage recording tax for qualifying mortgages in the estimated amount of \$16,250.00 based on mortgages in the approximate amount of \$1,300,000.00 and (iii) a partial real property tax abatement through a PILOT Agreement for a

term of 10 years with an 50% exemption of real property taxes on the value of the improvements for years 1 through 5 and a 25% exemption of real property taxes on the value of the improvements for years 6 through 10. The PILOT has an estimated value of \$127,855.00, pursuant to which the Company would make payments in lieu of real property taxes to the Affected Tax Jurisdictions.

The Base Value for the parcel shall be \$11,600,000.00 for the term of the PILOT.

The estimated total project cost is \$2,410,000.00.

3. The Chairman, Vice Chairman and/or the Chief Executive Officer of the Agency are hereby authorized, on behalf of the Agency, to cause the issuance of public hearing notices, hold a public hearing in compliance with the Act and negotiate (but not execute or deliver) the terms of (A) the Agent Agreement and Project Agreement, whereby the Agency appoints the Company as its agent to undertake the Project, (B) a Lease Agreement whereby the Company leases the Project to the Agency, (C) a related Leaseback Agreement conveying the Project back to the Company, (D) a PILOT Agreement, whereby the Company agrees to make certain payments-in-lieu-of real property taxes and (E) related documents; provided (i) the rental payments under the Agent Agreement and Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project.

4. The Agency is hereby authorized to schedule and conduct a public hearing pursuant to Article 18-A of the General Municipal Law and, if applicable, in accordance with any legislation adopted by the State of New York and/or Executive Orders issued by the Governor of the State of New York permitting virtual meetings at a date and time and in a manner determined by the Chairman. The Agency hereby further authorizes the posting and publication of a Notice of Public Hearing for the Project in accordance with the Act and the Agency's policies and procedures.

5. This resolution shall take effect immediately.

Member	Yes	No	Abstain	Absent
Craig Leggett				x
Michael Bittel	x			
Brian Campbell	x			
Mike Grasso				x
Ginny Sullivan	x			
Mike Wild	x			
Dan Bruno	x			
Mary King				x
Nick Caimano	x			
Dave O'Brien	x			
<b>Total</b>	<b>7</b>	<b>0</b>	<b>0</b>	<b>3</b>

The foregoing resolution was thereupon declared duly adopted.

STATE OF NEW YORK        )  
                                  ) SS:  
COUNTY OF WARREN        )

This is to certify that I, Alie Weaver, Records Management Officer for the Counties of Warren and Washington Industrial Development Agency, do hereby certify that the foregoing is a true and correct copy and the whole thereof of a Resolution duly adopted by the Counties of Warren and Washington Industrial Development Agency, Glens Falls, New York on the   10   day of January 2022.

In witness whereof, I have hereto set my hand and affixed the official seal of the Counties of Warren and Washington Industrial Development Agency on this   10   day of January 2022.



Alie Weaver  
Counties of Warren and Washington  
Industrial Development Agency

[SEAL]



FitzGerald Morris  
Baker Firth  
Attorneys & Counselors

Kara I. Lais  
Partner  
kil@fmbf-law.com

January 19, 2022

*Certified Mail Return Receipt Requested*

Kevin B. Geraghty, Chair  
Warren County Board of Supervisors  
1340 State Route 9  
Lake George, New York 12845

Dennis Dickinson, Supervisor  
Town of Lake George  
20 Old Post Road  
Lake George, New York 12845

Robert M. Blais, Mayor  
Village of Lake George  
26 Old Post Road  
Lake George, New York 12845

Douglas W. Huntley, Ed.D., Interim Supt.  
Lake George Central School District  
381 Canada Street  
Lake George, NY 12845

Re: Notice of Public Hearing – Fort William Henry Corporation

Dear Gentlemen:

Enclosed is a notice of public hearing for the above referenced project. The public hearing will take place on February 2, 2022, at 4:15 pm local time, via ZOOM as indicated in the notice.

A copy of the resolution setting the public hearing is also included for your review.

If you have any questions concerning this matter, please feel free to contact me. Thank you.

Very truly yours,

Kara I. Lais

cc: WWIDA Chairman  
Alic Weaver, WWIDA Office Administrator  
Robert Hafner, Esq., Company Counsel