

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

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

Tel. (518) 792-1312

Agenda for April 17, 2023 @ 4:00 PM

Washington County Municipal Center 383 Broadway, Fort Edward NY

1. Call to Order, Roll Call and Quorum Confirmation
2. Approval of Minutes of the March 20, 2023 IDA Board Meeting
3. Treasurer
 - Accounts Payable Approval
 - YTD Financial Report
4. Reports of Committees
 - Canalside Master Plan Update
 - Canalside Projects, Tenant Activity
5. Staff Report
6. Unfinished Business
 - New Leaf Lease Update
 - Website Update - Logo & Messaging
7. New Business
 - Yankee Boats
 - Permission to pay grant-related invoices
 - Resolution accepting CDC grant
 - Fort William Henry sales tax exemption extension
 - Memorandum of Understanding for the bridge
 - Approval of ST-62
 - Approval of PARIS report for submittal
8. Other
9. Public Comments
10. Adjourn

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

Current Accounts Payable

<u>FitzGerald Morris Baker Firth, P.C.</u>	
<i>General Services for February</i>	
<i>Canalside Energy Park</i>	
<u>P. Hoffman Realty</u>	
<i>Office Rent -May 2023</i>	\$ 1,000.00
* <u>Spectrum</u>	
<i>Monthly Phone and Internet Service</i>	\$ 180.08
* <u>Payroll</u>	
<i>Net Payroll - March Barton</i>	\$ 6,908.72
<i>Net Payroll - March Weaver</i>	\$ 2,225.88
* <u>CDPHP</u>	
<i>March Employee Health Insurance - Weaver</i>	\$ 622.46
* <u>UMR COBRA Administration</u>	
<i>March Employee Health Insurance - Barton</i>	\$ 1,815.69
* <u>First National Bank of Omaha</u>	
<i>credit card charges</i>	\$ 145.12
* <u>National Grid</u>	
<i>Traffic Light Electricity</i>	\$ 34.34
<i>Pumpstation</i>	\$ 87.91
<i>substation</i>	
* <u>EFTPS</u>	
<i>March federal payroll tax payment</i>	\$ 2,945.62
* <u>Promptax</u>	
<i>November State payroll taxes late fee</i>	\$ 115.37
<i>Q1 State payroll taxes</i>	\$ 2,227.64
<u>Behan Communications</u>	
<i>Public Relations Services</i>	\$ 375.00
<u>EFPR Group</u>	
<i>2022 Audit Services</i>	\$ 10,000.00
<u>Orbitalfire</u>	
<i>Cybersecurity set up</i>	\$ 475.99
<u>Jarrett Engineers</u>	
<i>February 2023 and March 2023 services</i>	
<u>LaBella</u>	
<i>March Canalside Engineering Services</i>	\$ 29,703.59
* <u>Staples</u>	
<i>Office Supplies</i>	\$ 38.08
<u>Central Insurance</u>	
<i>Canalside Quarterly Insurance</i>	\$ 4,633.42
<u>Town of Kingsbury Water Dept.</u>	
<i>Q1 AIP water bill</i>	\$ 300.00
<u>BlackDog</u>	
<i>Website Brand Development</i>	\$ 9,600.00
<u>Albany Business Journal</u>	
<i>Annual Subscription</i>	\$ 130.00
Total	\$ 73,564.91

* notates payment has already been made

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INDUSTRIAL DEVELOPMENT AGENCY**

5 Warren Street, Suite 210

Glens Falls, New York 12801

Tel. (518) 792-1312

The March Board Meeting for Warren Washington Industrial Development Agency was held on Monday, March 20, 2023 at the Washington County Municipal Building at 4:00 pm. The following were:

PRESENT:	Dave O'Brien	Chair
	Craig Leggett	Vice Chair
	Juan Gonzales	Member
	Ginny Sullivan	Member
	Tim Robinson	Member
	Dan Bruno	Park Chair
	Brian Campbell	Secretary

ABSENT:	Mary King	Member
	Nick Caimano	Member
	Mike Wild	Member

The following were also present:

	Kara Lais, Esq.	FitzGerald Morris Baker Firth, PC
	Chuck Barton	CEO
	Robert Terwilliger	Warren County Assistant Attorney
Minutes were taken by:	Alie Weaver	Office Administrator

Attendance was taken by roll call and quorum was confirmed.

February 2023 Minutes: Mr. Gonzales made a motion to approve the February 2023 board meeting minutes and Mr. Robinson seconded. All voted in favor by voice vote.

Accounts Payables and Financial Analysis: Mr. Robinson reviewed the March payables and presented the balance sheet and annual comparison income statement.

Mr. Robinson made a motion to approve the March payables and Mr. Leggett seconded. All voted in favor by roll call vote.

Mr. Robinson made a motion to approve the financial statements and Ms. Sullivan seconded with all voting in favor by voice vote.

Canalside Master Plan Update – Mr. Bruno reported the most recent meeting with LaBella regarded the meter installation for monitoring the sewer system flow to begin on March 27th, the separation project for mitigation report is due April 15th, the wastewater design report is due April 17th and some field investigations have begun.

Mr. Barton stated that revised fencing RFQ's were sent out with the modification of a 15' slide gate vs. 23' swing gate at Canalside's request. The due date of these RFQ's was extended to Wednesday, March 29th.

Canalside Projects, Tenant Activity – Mr. Barton stated that Kiewit started their lease on March 1st, their crane was delivered earlier today and the activity level will be increasing on site.

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Staff Report – Mr. Barton stated that two new applications and one amended application are expected to be received in the second quarter. He noted discussions with several other potential applicants are continuous. Mr. Barton attended the New York State Economic Development Corporation’s conference and was present for the Marketing and Public Affairs, Clean Energy and Economic Development, and IDA Best Practices seminars. Mr. Barton stated that he also attended the ARCC Juckett Award dinner.

Mr. Gonzales stated that he attended the New York State Economic Development Corporation’s conference but was present at other seminars and noted that the time spent messaging has to equal the time spent on the businesses.

UTEP – Mr. O’Brien proposed a Special Meeting for March 30th at 4:00 in Washington County to discuss the taxing jurisdiction’s UTEP responses and to review and approve the 2022 final audit reports.

New Leaf Lease Update – Ms. Lais stated that New Leaf’s attorney will be speaking with their development team to discuss the IDA’s proposed language modifications.

Website Update Logo and Messaging – Mr. Barton stated that the meeting packets included the proposed messaging for the IDA website and welcomed member feedback.

CVE Application – Mr. O’Brien stated that the CVE application has been tabled.

Solar Guidelines – Mr. O’Brien stated that proposed solar guidelines were sent to the board members for review. He highlighted some of guidelines including the IDA not participating with solar projects unless working with the local municipalities and the IDA not allowing sales and mortgage tax exemptions unless under special conditions.

Mr. Robinson made a motion to adopt the solar guidelines and Mr. Leggett seconded. All voted in favor by voice vote.

Morcon Status – Mr. O’Brien stated that Morcon is looking to move forward with their project. He noted that they are planning to expand their original project and are expected to start the infrastructure when financing is complete.

Mr. Barton stated that the original project cost was approximately \$14.6 million and the revised project cost is expected to be approximately \$17 million.

Warren Washington Strategic Economic Alliance – Mr. Barton stated that this alliance comprises of the Warren and Washington County EDCs, ARCC and Warren and Washington County LDCs. He noted that the meeting packet included a housing statement that the Alliance drafted for review.

Discussion ensued regarding the purposes of these local economic corporations as well as the popularity of short-term rentals, the local real estate economy, residential inventory and the IDA’s role in work force housing.

Audit Update – Mr. Robinson stated that, after reviewing the preliminary audit findings with Mr. Barton and Mr. O’Brien, a few questions needed to be addressed by EFPR for further clarification. He noted that a disaster recovery plan is required to have in place and that is currently being researched.

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Year End Reporting – Mrs. Weaver stated that five projects have not provided their ST340's and/or their FTE reporting. Once these items have been received and the audit report has been approved, the PARIS report will be ready for submitted and the ST62 can be filed.

Executive Committee Change – Mr. O'Brien stated that there are currently six members, instead of five members, of the Executive Committee and Mr. Campbell agreed to step down as Secretary.

Public Comments – There were no public comments.

Adjournment – There being no further business to discuss, Mr. O'Brien adjourned the March IDA Board meeting at 5:01 pm.

04/10/23

WVWA
Balance Sheet
As of March 31, 2023

	Mar 31, 23	Mar 31, 22
ASSETS		
Current Assets		
Checking/Savings		
GFNB debit card	0.10	0.00
200 - Cash	1,341,835.73	676,475.77
220 - Checking GFNB 0736	0.10	0.10
250 - Certificates of Deposit	0.00	357,020.60
Total Checking/Savings	1,341,835.93	1,033,496.47
Accounts Receivable		
380A - Accounts Receivable	40,251.01	-22,259.56
380B - Accounts Receivable - PILOTS	7,165.62	-169.99
Total Accounts Receivable	47,416.63	-22,429.55
Other Current Assets		
210 - Petty Cash	55.10	143.10
381 - Insurance Receivable	0.00	1,623.37
480 - Prepaid Insurance	4,265.03	4,265.03
Total Other Current Assets	4,320.13	6,031.50
Total Current Assets	1,393,572.69	1,017,098.42
Fixed Assets		
101 - Land	1,126,948.09	1,126,948.09
102 - Land-Canalside Energy Park	10,500,000.00	10,500,000.00
104 - Machinery and Equipment	9,197.74	9,197.74
114 - Accumulated Depreciation	-9,197.99	-9,197.99
Total Fixed Assets	11,626,947.84	11,626,947.84
TOTAL ASSETS	13,020,520.53	12,644,046.26
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Accounts Payable		
600 - Accounts Payable	4,459.33	16,625.87
Total Accounts Payable	4,459.33	16,625.87
Other Current Liabilities		
602 - Payroll Liabilities	5,081.28	3,307.28
615 - Customers' Deposit	1,500.00	1,500.00
631 - Due to other governments	13,286.42	32,078.93
Total Other Current Liabilities	19,867.70	36,886.21
Total Current Liabilities	24,327.03	53,512.08
Total Liabilities	24,327.03	53,512.08
Equity		
924 - Net Assets - Unrestricted	13,132,080.84	1,972,253.46
Net Income	-135,887.34	10,618,280.72
Total Equity	12,996,193.50	12,590,534.18
TOTAL LIABILITIES & EQUITY	13,020,520.53	12,644,046.26

Profit & Loss YTD Comparison
 January through March 2023

	<u>Jan - Mar 23</u>	<u>Jan - Mar 22</u>	<u>\$ Change</u>
Ordinary Income/Expense			
Income			
Non-Operating Revenue	41	10,507,136	-10,507,095
Operating Revenue	91,822	197,523	-105,701
Total Income	<u>91,862</u>	<u>10,704,659</u>	<u>-10,612,796</u>
Gross Profit	91,862	10,704,659	-10,612,796
Expense			
Nonoperating Expenses	10,417	10,537	-120
Operating Expenses	102,427	64,316	38,111
10000 · Canalside Energy Park	114,905	11,524	103,381
66900 · Reconciliation Discrepancies	0	-0	0
Total Expense	<u>227,750</u>	<u>86,378</u>	<u>141,372</u>
Net Ordinary Income	<u>-135,887</u>	<u>10,618,281</u>	<u>-10,754,168</u>
Net Income	<u><u>-135,887</u></u>	<u><u>10,618,281</u></u>	<u><u>-10,754,168</u></u>

Profit & Loss Prev Year Comparison

January through March 2023

	Jan - Mar 23	Jan - Mar 22	% Change
Ordinary Income/Expense			
Income			
Non-Operating Revenue			
Donations - Land	0	10,500,000	-100%
Investment Earnings			
2401 · Interest Income			
2401.1 · Interest Income CDs	0	-0	100%
2401 · Interest Income - Other	41	42	-3%
Total 2401 · Interest Income	<u>41</u>	<u>42</u>	<u>-3%</u>
Total Investment Earnings	41	42	-3%
10001 · Canalside Sale/Misc Income	0	2,094	-100%
2675 · Lot Sales			
Sale of Land	0	5,000	-100%
Total 2675 · Lot Sales	<u>0</u>	<u>5,000</u>	<u>-100%</u>
Total Non-Operating Revenue	41	10,507,136	-100%
Operating Revenue			
Canalside Lease Income	37,300	0	100%
Charges for Services			
2116.1 · Project Fees - Existing	13,165	0	100%
2116.2 · Project Fees - New	2,125	109,426	-98%
2116.4 · Application Fees	1,500	1,500	0%
2116.5 · Rail Usage Fees	19,162	0	100%
2770 · Project - Legal Reimbursable	9,116	0	100%
Total Charges for Services	<u>45,069</u>	<u>110,926</u>	<u>-59%</u>
Grant Income - NBRC	9,453	0	100%
Grant Revenue - National Grid	0	86,597	-100%
Total Operating Revenue	<u>91,822</u>	<u>197,523</u>	<u>-54%</u>
Total Income	<u>91,862</u>	<u>10,704,659</u>	<u>-99%</u>
Gross Profit	91,862	10,704,659	-99%
Expense			
Nonoperating Expenses			
107 · Airport Industrial Park			
Property/Sewer/Water Taxes AIP	10,417	10,537	-1%
Total 107 · Airport Industrial Park	<u>10,417</u>	<u>10,537</u>	<u>-1%</u>
Total Nonoperating Expenses	10,417	10,537	-1%
Operating Expenses			
Other operating expenses			
Interest	68	0	100%
Miscellaneous	0	-0	100%
1910.4 · Insurance			
Liability/Commercial Insurance	4,705	0	100%
Public Officials Liability	1,719	1,719	0%
Workers' Comp Insurance	60	89	-32%
Total 1910.4 · Insurance	<u>6,484</u>	<u>1,808</u>	<u>259%</u>
2675.1 · Sale of Lots			
Land conveyance	0	386	-100%
Total 2675.1 · Sale of Lots	<u>0</u>	<u>386</u>	<u>-100%</u>
6460.4 · Contractual Services			
Advertising/Marketing	7,633	0	100%
Computer & Website Related	1,562	397	293%
Dues	363	310	17%
Rent	3,000	2,000	50%
Subscriptions	445	544	-18%
Telephone and Internet	690	531	30%
6460.4 · Contractual Services - Other	0	803	-100%
Total 6460.4 · Contractual Services	<u>13,693</u>	<u>4,585</u>	<u>199%</u>
Total Other operating expenses	20,245	6,778	199%
Professional service contracts			
Accounting	400	6,300	-94%
Engineering-Phase II & Wetlds	4,006	0	100%
Engineering - Phase I & General	0	8,452	-100%
Legal			
Fees for Project	12,236	12,686	-4%
General	960	0	100%
Total Legal	<u>13,196</u>	<u>12,686</u>	<u>4%</u>

Profit & Loss Prev Year Comparison
January through March 2023

	Jan - Mar 23	Jan - Mar 22	% Change
Professional service contracts - Other	10,000	0	100%
Total Professional service contracts	27,603	27,438	1%
Reimbursable Prof. Svc Contract	3,453	0	100%
6460.45 · Staff Payroll - WWIDA	39,327	26,704	47%
6460.5 · Supplies and Materials			
Misc Office Expenses			
Bank Fees	39	39	0%
Misc Office Expenses - Other	0	20	-100%
Total Misc Office Expenses	39	59	-34%
Office Supplies	321	287	12%
Postage	580	116	400%
Total 6460.5 · Supplies and Materials	940	462	103%
9000 · Employee Benefits			
Employee Benefit - Retirement	629	0	100%
Medicare - Company	633	391	62%
Social Security - Company	2,706	1,673	62%
Unemployment Insurance	0	0	0%
VEHICLE ALLOWANCE	0	750	-100%
6460.47 · Staff Telephone Allowance	0	120	-100%
9010 · Employee Benefits/Health Ins.	6,893	0	100%
Total 9000 · Employee Benefits	10,860	2,934	270%
Operating Expenses - Other	0	0	0%
Total Operating Expenses	102,427	64,316	59%
10000 · Canalside Energy Park			
10100 · Canalside Expenses			
10115 · Insurance	2,974	4,558	-35%
10125 · Land & Building Maintenance	43,806	6,857	539%
10130 · Special District Taxes	11,962	0	100%
10135 · Gas & Electric	9,873	109	8,953%
10140 · Legal	2,054	0	100%
10145 · Engineering	44,235	0	100%
Total 10100 · Canalside Expenses	114,905	11,524	897%
Total 10000 · Canalside Energy Park	114,905	11,524	897%
66900 · Reconciliation Discrepancies	0	-0	133%
Total Expense	227,750	86,378	164%
Net Ordinary Income	-135,887	10,618,281	-101%
Net Income	-135,887	10,618,281	-101%

Resolution No. _____
Adopted April 17, 2023

Introduced by _____
who moved its adoption.

Seconded by _____

**RESOLUTION FORMALIZING AND 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 "Agency") is a body corporate and politic duly organized and existing under Sections 856 and 890-c of the General Municipal Law ("GML") of the State of New York (the "State"), 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 "Corporation"), 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 Agency has discussed the acceptance of a grant of One Hundred Fifty Thousand Dollars (\$150,000.00) from the Corporation following the receipt by the Corporation of host benefit package from the CHPE, LLC to be used 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 specifically in connection with the Canalside Energy Park; and

WHEREAS, the Corporation has determined that it is in the best interests of the Counties and their respective residents to offer a grant in the amount of One Hundred Fifty Thousand Dollars (\$150,000.00) to assist the Agency of covering expenses and improvements relating to and arising out of the real property owned by the Agency located at Tow Path Lane and 470 Lock 8 Way in the Town of Fort Edward, County of Washington, State of New York and being tax map parcel numbers 163.15-1-4 and 163.-2-20.1 and commonly known as the Canalside Energy Park (the "Property"), in order to support the economic interests of the Agency by preserving the Agency's rights and ownership to the Property and said grant is being made to the Agency by the Corporation and will be reflected in their respective budgets for fiscal year 2023; and

WHEREAS, it is the intention of this resolution to formalize the acceptance of the One Hundred Fifty Thousand Dollars (\$150,000.00) grant from the Corporation as discussed herein.

NOW, THEREFORE, BE IT RESOLVED

1. That the Agency does hereby accept the grant of funds from the Corporation in the amount of One Hundred Fifty Thousand Dollars (\$150,000.00) for the purpose of supporting the Canalside Energy Park.
2. That the Agency is hereby authorized to enter into a grant agreement with the Corporation with regard to said funds.
3. That said funds will be deposited in an account for the benefit of the Agency and for the purposes discussed herein.
4. That the Chairman, or the Vice Chairman, in the absence of the Chairman, is authorized and directed to execute and deliver said grant agreement with the Corporation in form and substance attached hereto upon the advice and consent of Counsel.
5. 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:

[Insert Roll Call Vote]

The foregoing resolution was thereupon declared duly adopted.

Resolution No. _____
Adopted April 17, 2023

Introduced by _____
who moved its adoption.

Seconded by _____

RESOLUTION APPROVING OF THE EXTENSION OF THE PROJECT COMPLETION DATE AND SALES TAX EXEMPTION AUTHORIZATION IN CONNECTION WITH THE FORT WILLIAM HENRY CORPORATION PROJECT

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

WHEREAS, The Fort William Henry Corporation (the "Company") is a New York business corporation with an offices at 48 Canada Street, Lake George, New York; and

WHEREAS, the Agency and the Company entered into a Lease Agreement and related documents all dated as of April 13, 2022 in regard to a certain project (the "Project"), as more particularly defined therein; and

WHEREAS, the Agency has appointed the Company its agent for purposes of the undertaking the Project, as amended, with a sales tax exemption expiration date and completion date of May 1, 2023; and

WHEREAS, the Company has not yet completed the Project and is requesting an extension of the sales tax exemption expiration date and completion date of June 30, 2023; and

WHEREAS, the Agency has not found the Company to be in default of any of the terms of the Lease Agreement or the PILOT Agreement; and

NOW, THEREFORE, BE IT RESOLVED

1. That the Agency does hereby approve of the sales tax exemption expiration date and completion date through and including June 30, 2023.
2. That the Company shall be responsible for any fees, costs and expenses relating to this transaction, including the additional administrative fee due the Agency in the amount of \$300.00, Agency's legal fees and any other fees and expenses.
3. That the Agency does hereby authorize the Chair of the Agency, or the Vice Chair of the Agency, in the absence of the Chair, upon advice and consent of Agency Counsel, to execute and deliver on behalf of the Agency any and all documents necessary to consummate the transaction.
4. This Resolution shall take effect immediately.

**MEMORANDUM OF UNDERSTANDING RELATING TO LOCK 8 ROAD BRIDGE
SUPERSTRUCTURE REPLACEMENT PROJECT**

This Memorandum of Understanding is dated this ___ day of _____, 2023, by and between the County of Washington ("Washington County"), a municipal corporation with a mailing address of 383 Broadway, Fort Edward, New York 12828 and the Counties of Warren and Washington Industrial Development Agency ("WWIDA"), a public benefit corporation with a mailing address of 5 Warren Street, Glens Falls, New York 12801, (hereinafter collectively referred to as "Parties").

WHEREAS, a Bridge NY Project is being undertaken to replace the bridge owned by the WWIDA and located on Lock 8 Way in the Town of Kingsbury, County of Washington, State of New York (the "Bridge"); and

WHEREAS, pursuant to a Federal Aid Local Project Agreement, Comptroller's Contract No. D040823, dated February 2, 2023, by and between the New York State Department of Transportation ("NYSDOT") and Washington County (the "Project Agreement"), Federal aid funds will be granted for the purpose of replacing the Bridge; and

WHEREAS, the project to replace the Bridge is identified in the Project Agreement as BIN 5525300 Lock 8 Road Bridge Superstructure Replacement (the "Project"); and

WHEREAS, the Project Agreement indicates that the total cost of the Project is to be paid for with Eighty Percent (80%) of Federal funds and Twenty Percent (20%) of non-federal funds; and

WHEREAS, the Parties wish to enter into this Memorandum of Understanding concerning the funding and administration of funds related to the Lock 8 Road Bridge Superstructure Replacement Project.

NOW THEREFORE, the Parties do agree as follows:

1. Washington County agrees to administer the funding for the Project and complete any and all documentation required by federal, state and local law, the NYSDOT and the New York State Office of the Comptroller necessary for the administration of the funds and the Project, including, but not limited to, notice requirements, reporting requirements, record keeping requirements and electronic payment authorization form requirements. Washington County shall have the exclusive control and responsibility of undertaking the Project, which shall include, but not be limited to, the design phase, SEQRA requirements, bidding phase, construction phase, and financing phase, except as otherwise set forth herein. WWIDA agrees to cooperate with Washington County as necessary to complete the Project and as record owner of the Lock 8 Road and to the extent required the WWIDA grants Washington County the permission to undertake the Project.
2. The WWIDA agrees to contribute Five Percent (5%) of the total cost of the Project which is estimated at One Hundred Thousand Dollars (\$100,000.00) and all funds shall be used solely for the Project. No later than _____, 2023, the WWIDA shall deliver to Washington County funds in the amount of One Hundred Thousand Dollars (\$100,000.00) for costs associated with the Project. In the event that Five Percent (5%) of the total cost of the Project exceeds One Hundred Thousand Dollars (\$100,000.00), then the WWIDA agrees to contribute

such additional amounts, within thirty (30) days of written notice thereof, so that the total contribution is equal to Five Percent (5%) of the total cost of the Project. In the event that the initial contribution exceeds Five Percent (5%) of the total cost of the Project, then Washington County agrees to return the excess payment to WWIDA within thirty (30) days of the completion of the Project.

3. Washington County agrees to indemnify, defend and hold harmless the WWIDA from any and all claims, damages, causes of action, expenses, fees, cost and other disbursements incurred due to or arising from the acts or failures to act of Washington County in its undertaking of the Project and pursuant to this Agreement. Prior to the commencement of the Project, Washington County shall provide the WWIDA with certificates of insurance naming the WWIDA as additional insured. Washington County shall require that all engineers, architects, contractors and subcontractors name the WWIDA as additional insured on any and all insurance required pursuant to any contracts entered into for the Project. Washington County agrees to provide copies of said certificates of insurance to the WWIDA upon receipt of same and prior to the commencement of any work.
4. The parties agree and acknowledge that it is the intention of the WWIDA to convey the existing bridge at Lock 8 Way (aka Lock 8 Road) to Washington County following the completion of the Project. The parties agree that an amount equal to the value of the bridge shall be paid to the WWIDA by Washington County within sixty (60) days of the completion of the Project. The parties agree that the value of the bridge shall be determined by _____ . The parties agree that said conveyance shall be contingent upon the WWIDA's compliance with any applicable laws as set forth in the Public Authorities Accountability Act.
5. This agreement is to be interpreted and construed under the laws of the State of New York. If any provision of this agreement is deemed to be invalid or inoperative for any reason, that part shall be deemed modified to the extent necessary to make it valid and operative, or if it cannot be so modified, then severed and the remainder of the contract shall continue in full force and effect as if the contract had been signed or filed with the designated filing agent with the invalid portion so modified or eliminated.
6. All notices to either party required under this agreement shall be delivered personally or sent by US Mail to the addresses set forth above.
7. This agreement may be signed in any number of counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

This agreement has been approved by the respective boards of Washington County and the WWIDA and may not be amended except by the written agreement of both parties.

County of Washington

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

Robert A. Henke, Chairman

David O'Brien, Chairman



IDA Annual Compliance Report State Sales Tax Recapture

For IDA fiscal year ending 12 31 22
(mmddyy)

Due within 90 days of the end of each fiscal year.

IDA information

Name of IDA Warren Washington Industrial Development Agency	
Street address 5 Warren Street, Suite 210	Telephone number (518) 792-1312
City Glens Falls	State ZIP code NY 12801

Terms and conditions for the recapture of state sales tax exemption benefits for projects established, amended, or extended on or after March 28, 2013

1 Did the IDA provide state sales tax exemption benefits to any project established, amended, or extended during the fiscal year entered above? 1 Yes No
 If Yes, continue below.
 If No, skip to question 3.

2 When an IDA establishes a project, appoints an agent/project operator, or amends or extends a project established in a prior year, the IDA must include terms and conditions for the recapture of state sales tax exemption benefits in its resolutions and project documents. This applies to all projects established, amended, or extended on or after March 28, 2013 (see instructions).

Did the IDA use the same terms and conditions regarding the recapture of state sales tax exemption benefits in the project documents for each of its projects (as described above)? 2 Yes No
 If Yes, attach a copy of the terms and conditions used.

If No, attach a copy of each version used. Be sure to identify the projects to which each version of the terms and conditions relate.

If the IDA did not include terms and conditions for the recapture of state sales tax exemption benefits in the project documents, attach a list of these projects (see instructions).

Activities and efforts to recapture state sales tax exemption benefits for projects established, amended, or extended on or after March 28, 2013

3 Did the IDA make efforts to recapture any state sales and use tax exemption benefits from an agent, project operator, or other person or entity (see instructions)? 3 Yes No
 If Yes, continue below.
 If No, skip question 4 and complete the Certification below.

4 Did the IDA file Form ST-65, IDA Report of Recaptured Sales and Use Tax Benefits, for each recapture, and remit the funds to the Tax Department? 4 Yes No
 If Yes, you must keep a copy of Form ST-65 and supporting documentation related to the recapture activities.
 If No, attach an explanation of the IDA's recapture efforts (see instructions).

Certification

I certify that the above statements are true, complete, and correct, and that no material information has been omitted. I make these statements with the knowledge that willfully providing false or fraudulent information with this document may constitute a felony or other crime under New York State Law, punishable by a substantial fine and possible jail sentence. I also understand that the Tax Department is authorized to investigate the validity of any information entered on this document.		
Print name of person signing on behalf of the IDA Alie Weaver	Print title of person signing on behalf of the IDA Office Administrator	
Signature	Date	Telephone number (518) 7921312

Mailing instructions

Mail completed form and attachments to:

NYS TAX DEPARTMENT
 IDA UNIT
 W A HARRIMAN CAMPUS
 ALBANY NY 12227-0866

If not using U.S. Mail, see Publication 55, Designated Private Delivery Services.