

**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: September 16, 2015

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

Date: Monday, September 21, 2015

Location: Washington County Municipal Center, Fort Edward, NY

The purpose of the meeting will be to discuss old, new and Park business.

Enclosed please find:

- Meeting Agenda
- 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 Morris, Esq. w/ all enclosures
Amanda Allen, Warren Co. Board Clerk w/ agenda
Debra Prehoda, Washington Co. Board Clerk w/agenda
Scott Donnelly, The Post Star, with agenda

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

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Phone (518) 792-1312

**Board Meeting Agenda
September 21, 2015**

1.1 Attendance taken

1.2 Approval of Board Meeting Minutes of August 17, 2015

3.0 Accounts Payable

<u>FitzGerald Morris Baker Firth PC</u>	\$	1,255.50
M0001 General Legal Services August 2015		
<u>FitzGerald Morris Baker Firth PC</u>	\$	202.50
M3955 Industrial Park Legal Services August 2015		
<u>Glen Street Associates</u>	\$	370.00
Rent - October 2015		
<u>The Archives</u>	\$	30.00
Monthly File Storage		
<u>Time Warner</u>	\$	123.60
Monthly Phone & Internet Service		
<u>NYS DEC</u>	\$	110.00
Annual permit renewal for Park		
<u>H. Thomas Jarrett, P.E.</u>	\$	275.10
July Services		
** <u>EFTPS</u>	\$	667.64
Federal/FICAMCR Payroll Taxes August 2015		
** <u>Promptax</u>	\$	82.80
NYS Payroll Taxes August 2015		
** <u>Deborah Mineconzo</u>	\$	1,892.58
Net Payroll - August 2015		
Subtotal	\$	5,009.72

3.2 PILOT Pass-Through Payments for School Taxes 2015-2016:

** <u>Hudson Falls School District</u>	\$	4,081.54
HF Park Property LLC		
** <u>Hudson Falls Central School</u>	\$	45,360.01
Fort Hudson Residences		
** <u>Queensbury School Tax Collector</u>	\$	16,120.53
TRIBALS LLC		
Subtotal 3.2	\$	65,562.08

** Already paid out

3.4 Reimbursable from Developer:

<u>FitzGerald Morris Baker Firth, P.C.</u>	\$	9,626.83
Boats by George		
<u>Village of Hudson Falls Water Dept.</u>	\$	145.00
HF Park Properties - semi annual		
Subtotal 3.4	\$	9,771.83

TOTAL CURRENT ACCOUNTS PAYABLE: \$ 80,343.63

4. **Old Business**
 - a. Price Chopper Ft. Edward/354 Broadway project update
 - b. Boats by George Closing
 - c. Website Upload

5. **Park Business**
 - a. RWS Mfg - Letter
 - b. Allen Forestry

6. **New Business**
 - a. Financial Contribution towards Upstate Initiative
 - b. Office Administrator's Evaluation

7. Adjournment

09/01/16

WWIDA PILOT Invoices

August 24 through September 1, 2015

Type	Date	Memo	Open Balance
BBL Tribune, LLC			
Invoice	08/24/2015	Queensbury School Tax 2015-2016 under PILOT Agreement	56,690.91
Total BBL Tribune, LLC			<u>56,690.91</u>
Fort Hudson Residences			
Invoice	09/01/2015	Hudson Falls School Taxes 2015-2016 for Town of Fort Edward	45,360.01
Total Fort Hudson Residences			<u>45,360.01</u>
GF Labels Development, LLC			
Invoice	09/01/2015	Hudson Falls School Taxes 2015-2016 under Special PILOT Ag...	627.20
Total GF Labels Development, LLC			<u>627.20</u>
HF Park Property LLC (NBT Bank)			
Invoice	09/01/2015	Hudson Falls School Taxes 2015-2016 per PILOT Agreement	4,081.54
Total HF Park Property LLC (NBT Bank)			<u>4,081.54</u>
Irving Tissue, Inc.			
Invoice	09/01/2015	Fort Edward School Taxes 2015-2016 under PILOT Agreement ...	146,163.92
Total Irving Tissue, Inc.			<u>146,163.92</u>
J & C Property Holdings LLC			
Invoice	09/01/2015	Hudson Falls School Taxes 2015-2016 under PILOT Agreement	565.97
Total J & C Property Holdings LLC			<u>565.97</u>
Kenny-Dittrich Amherst LLC			
Invoice	08/24/2015	Lake George School Taxes 2015-2016 under PILOT Agreement	11,483.26
Total Kenny-Dittrich Amherst LLC			<u>11,483.26</u>
LG Plaza, LLC			
Invoice	08/25/2015	Warrensburg School Taxes for 2015-2016 per PILOT Agreement	35,457.19
Total LG Plaza, LLC			<u>35,457.19</u>
North Country Property Holdings			
Invoice	09/01/2015	Hudson Falls School Taxes 2015-2016 per PILOT Agreement	15,626.16
Total North Country Property Holdings			<u>15,626.16</u>
Patti Co./Morris Products, Inc.			
Invoice	08/25/2015	Queensbury School Taxes 2015-2016	26,986.45
Total Patti Co./Morris Products, Inc.			<u>26,986.45</u>
RWS Manufacturing			
Invoice	09/01/2015	Hudson Falls School Taxes 2015-2016 under PILOT Agreement	7,301.19
Total RWS Manufacturing			<u>7,301.19</u>
TRIBALS, LLC			
Invoice	08/25/2015	Queensbury School Taxes 2015-2016 under PILOT Agreement	16,120.53
Total TRIBALS, LLC			<u>16,120.53</u>
TOTAL			<u><u>366,464.33</u></u>

Memorandum

September 14, 2015

To: Warren-Washington Counties IDA – Park Committee
Tom Jarrett
From: Bob Holmes
Re: Facility: Royal Wood Shavings (RWS)
Airport Industrial Park – Phase IIB

At request of the WWIDA Park Committee, I reviewed the status of the Royal Wood Shavings site, especially within the context of prior IDA concerns regarding the Ferguson Lane vegetated buffer, site drainage and the third driveway entrance.

As follow up to site visits 3/12/15 and 3/31/15, 5/11/15 an additional site visit was performed on 9/11/15 and the following was observed:

- Wood, debris, trash, etc. previously noted in the Ferguson Lane R.O.W. and ditch line appears to have been cleaned up and removed. Due to grass vegetation growth in the Ferguson line ditch line sedimentation from the RWS site was not readily visible. It is our intention to continue to monitor site runoff and potential for erosion and sedimentation.
- Several damaged and dying trees within the vegetated buffer along Ferguson Lane adjacent to the log storage yard have been replaced with of what appear to be 3’-4’ high spruce trees (see photo #1).
- The 3rd driveway access (end of Ferguson Lane) to the RWS property has been closed off closed off by the combination of the placement of a concrete barrier and the replacement trees (photo #1).



Photo #1: Driveway Entrance to Log Yard off end of Ferguson Lane - Date of Photo 9/11/15.

Considerations:

- It should be recognized that it will be many years before the new (replacement) spruce trees will form a viable vegetated buffer. The January 11, 2012 'Landscape & Fire Access Plan – SP2' by prepared Nace Engineering called for the placement of (8) 8' – 10' high White Cedar trees in this area for the establishment of a vegetative buffer. It is recommended to the IDA that it consider requiring additional trees to shorten the time frame necessary for the newly planted trees to grow and fill in. It has been observed that the operation of the log yard and wintertime snow removal can be detrimental to the trees previously planted in the vegetative buffer. Consideration should be given to requiring protection of the buffer. Protection of the buffer could be achieved by providing a line of boulders between the buffer and the log yard, or the construction of a fence line or another alternative agreeable to the IDA.
- From a discussion with the town of Kingsbury Highway Superintendent we have learned that the 3rd driveway entrance and culvert crossing was installed with permission / cooperation with the Kingsbury Highway Dept. With this entrance not being a part of the approved site plan it is our recommendation that the 3rd entrance and culvert be permanently removed. We would suggest RWS work in conjunction with the Kingsbury Highway Dept. to complete the driveway removal.

WWIDA
Balance Sheet
As of August 31, 2015

	<u>Aug 31, 15</u>	<u>Aug 31, 14</u>
ASSETS		
Current Assets		
Checking/Savings		
200 · Cash	545,645.41	448,896.86
Total Checking/Savings	<u>545,645.41</u>	<u>448,896.86</u>
Accounts Receivable		
380B · Accounts Receivable - PILOTS	146,738.34	311,517.66
Total Accounts Receivable	<u>146,738.34</u>	<u>311,517.66</u>
Other Current Assets		
202 · Cash-Burn Plant	0.00	39,795.20
210 · Petty Cash	100.60	100.60
380F · Installment Sale-GF Labels	34,000.00	0.00
480 · Prepaid Insurance	2,741.22	2,056.22
Total Other Current Assets	<u>36,841.82</u>	<u>41,952.02</u>
Total Current Assets	<u>729,225.57</u>	<u>802,366.54</u>
Fixed Assets		
101 · Land	519,262.59	589,466.16
104 · Machinery and Equipment	10,434.48	10,434.48
114 · Accumulated Depreciation	-9,484.11	-9,121.81
Total Fixed Assets	<u>520,212.96</u>	<u>590,778.83</u>
TOTAL ASSETS	<u>1,249,438.53</u>	<u>1,393,145.37</u>
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Accounts Payable		
600 · Accounts Payable	0.00	14,571.87
Total Accounts Payable	<u>0.00</u>	<u>14,571.87</u>
Other Current Liabilities		
602 · Payroll Liabilities	0.00	430.03
631 · Due to other governments	146,738.34	311,517.66
631A · Due to other Gov'ts - Tip Fees	0.00	39,795.20
Total Other Current Liabilities	<u>146,738.34</u>	<u>351,742.89</u>
Total Current Liabilities	<u>146,738.34</u>	<u>366,314.76</u>
Total Liabilities	<u>146,738.34</u>	<u>366,314.76</u>
Equity		
924 · Net Assets - Unrestricted	976,846.43	1,019,992.31
Net Income	125,853.76	6,838.30
Total Equity	<u>1,102,700.19</u>	<u>1,026,830.61</u>
TOTAL LIABILITIES & EQUITY	<u>1,249,438.53</u>	<u>1,393,145.37</u>

WWIDA

Profit & Loss 2015

August 2015

	Aug 15
Ordinary Income/Expense	
Income	
Nonoperating revenue	
Investment Earnings	
2401 · Interest Income	44.68
Total Investment Earnings	44.68
Total Nonoperating revenue	44.68
Operating Revenue	
Charges for Services	
2116.2 · Project Fees - New	15,457.50
Total Charges for Services	15,457.50
Other Operating Revenue	
2770 · Project - Legal Reimb 3.4	9,626.83
Total Other Operating Revenue	9,626.83
Total Operating Revenue	25,084.33
Total Income	25,129.01
Gross Profit	25,129.01
Expense	
Operating Expenses	
Other operating expenses	
1910.4 · Insurance	
Liability/Commercial Insurance	400.00
Total 1910.4 · Insurance	400.00
6460.4 · Contractual Services	
Airport Park - Misc Services	14.70
Computer & Website Related Exp	750.00
Rent	370.00
Telephone and Internet	123.54
Total 6460.4 · Contractual Services	1,258.24
Total Other operating expenses	1,658.24
Professional service contracts	
Engineering-Phase II & Wetlds	351.55
Legal	
General	2,322.00
Total Legal	2,322.00
Total Professional service contracts	2,673.55
6460.45 · Staff Payroll - WWIDA	2,455.20
6460.5 · Supplies and Materials	
File Storage	30.00
Office Supplies	55.06
Total 6460.5 · Supplies and Materials	85.06
9000 · Employee Benefits	
Medicare - Company	35.60
Social Security - Company	152.22
Total 9000 · Employee Benefits	187.82
Total Operating Expenses	7,059.87
Total Expense	7,059.87

WWIDA
Profit & Loss 2015
August 2015

09/04/15
Accrual Basis

	<u>Aug 15</u>
Net Ordinary Income	<u>18,069.14</u>
Net Income	<u><u>18,069.14</u></u>

WWIDA

Profit & Loss Budget vs. Actual

Year to Date

	Jan - Aug 15	Budget	\$ Over Budget
Ordinary Income/Expense			
Income			
Nonoperating revenue			
Investment Earnings			
2401 · Interest Income	312.73	1,000.00	(687.27)
Total Investment Earnings	312.73	1,000.00	(687.27)
Other nonoperating revenue			
Grant Funds from CDC	40,000.00	0.00	40,000.00
Misc Income - Nonoperating	1.00	0.00	1.00
Total Other nonoperating revenue	40,001.00	0.00	40,001.00
2675 · Lot Sales			
Legal Reimbursement-Lot Sales	0.00	3,000.00	(3,000.00)
Sale of Land	0.00	52,750.00	(52,750.00)
Total 2675 · Lot Sales	0.00	55,750.00	(55,750.00)
Total Nonoperating revenue	40,313.73	56,750.00	(16,436.27)
Operating Revenue			
Charges for Services			
2116 · Application Fees	1,500.00	1,000.00	500.00
2116.1 · Project Fees - Existing	600.00	600.00	0.00
2116.2 · Project Fees - New	146,983.03	45,000.00	101,983.03
Total Charges for Services	149,083.03	46,600.00	102,483.03
Other Operating Revenue			
2770 · Project - Legal Reimb 3.4	53,213.25	25,000.00	28,213.25
2770.2 · Misc Income - operating	157.79	250.00	(92.21)
Total Other Operating Revenue	53,371.04	25,250.00	28,121.04
Total Operating Revenue	202,454.07	71,850.00	130,604.07
Total Income	242,767.80	128,600.00	114,167.80
Gross Profit	242,767.80	128,600.00	114,167.80
Expense			
Nonoperating Expenses			
107 · Airport Industrial Park			
Property/Sewer/Water Taxes AIP	14,999.16	17,000.00	(2,000.84)
Total 107 · Airport Industrial Park	14,999.16	17,000.00	(2,000.84)
Total Nonoperating Expenses	14,999.16	17,000.00	(2,000.84)
Operating Expenses			
Other operating expenses			
Miscellaneous	87.97	200.00	(112.03)
1910.4 · Insurance			
Disability Insurance	0.00	125.00	(125.00)
Employee Dishonesty Bond	0.00	1,150.00	(1,150.00)
Liability/Commercial Insurance	565.00	1,200.00	(635.00)
Public Officials Liability	1,644.72	1,550.00	94.72
Workers' Comp Insurance	0.00	375.00	(375.00)
Total 1910.4 · Insurance	2,209.72	4,400.00	(2,190.28)
2675.1 · Sale of Lots			
Legal Exp. for Lot Sales 3.4	0.00	3,000.00	(3,000.00)
Total 2675.1 · Sale of Lots	0.00	3,000.00	(3,000.00)
6460.4 · Contractual Services			
Advertising	402.00	1,000.00	(598.00)
Airport Park - Misc Services	314.70	1,500.00	(1,185.30)
Computer & Website Related Exp	3,671.25	750.00	2,921.25

WWIDA
Profit & Loss Budget vs. Actual
Year to Date

	Jan - Aug 15	Budget	\$ Over Budget
Dues	750.00	1,200.00	(450.00)
Rent	2,960.00	4,800.00	(1,840.00)
Subscriptions	168.00	175.00	(7.00)
Telephone and Internet	988.25	1,500.00	(511.75)
Total 6460.4 · Contractual Services	9,254.20	10,925.00	(1,670.80)
Total Other operating expenses	11,551.89	18,525.00	(6,973.11)
Professional service contracts			
Accounting	12,870.00	13,000.00	(130.00)
Engineering-Phase II & Wetids	1,451.86	4,000.00	(2,548.14)
Engineering - Phase I & General	0.00	150.00	(150.00)
Legal			
Fees for Project 3.4 billing	43,586.32	25,000.00	18,586.32
General	12,333.68	15,000.00	(2,666.32)
Total Legal	55,920.00	40,000.00	15,920.00
Total Professional service contracts	70,241.86	57,150.00	13,091.86
6460.45 · Staff Payroll - WWIDA	17,196.00	26,500.00	(9,304.00)
6460.5 · Supplies and Materials			
Copying costs	0.00	5.00	(5.00)
File Storage	279.60	445.00	(165.40)
Misc Office Expenses	55.66	125.00	(69.34)
Office Supplies	382.24	750.00	(367.76)
Postage	440.63	525.00	(84.37)
Total 6460.5 · Supplies and Materials	1,158.13	1,850.00	(691.87)
9000 · Employee Benefits			
Medicare - Company	249.35	385.00	(135.65)
Social Security - Company	1,066.15	1,643.00	(576.85)
Unemployment Insurance	451.50	700.00	(248.50)
Total 9000 · Employee Benefits	1,767.00	2,728.00	(961.00)
Total Operating Expenses	101,914.88	106,753.00	(4,838.12)
Total Expense	116,914.04	123,753.00	(6,838.96)
Net Ordinary Income	125,853.76	4,847.00	121,006.76
Other Income/Expense			
Other Expense			
9100 · Contingency	0.00	1,000.00	(1,000.00)
Total Other Expense	0.00	1,000.00	(1,000.00)
Net Other Income	0.00	(1,000.00)	1,000.00
Net Income	125,853.76	3,847.00	122,006.76

COUNTIES OF WARREN AND WASHINGTON INDUSTRIAL DEVELOPMENT AGENCY

5 Warren Street, Suite 210
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Tel. (518) 792-1312

The **Executive/Park Committee** meeting of the Counties of Warren and Washington Industrial Development Agency was held on **Tuesday, August 11, 2015** at FitzGerald Morris Baker Firth PC, 16 Pearl Street, Glens Falls, NY. The following were:

Present:	Bud Taylor	Chairman
	Bruce Ferguson	Vice Chairman, Park Chairman
	Joseph LaFiura	Secretary/Treasurer
Absent:	John Millett, Sr.	At Large Member
Also Present:	Robert C. Morris, Esq.	FitzGerald Morris Baker Firth, PC
	Tom Jarrett	Jarrett Engineers PLLC
	Deborah Mineconzo	Office Administrator

The minutes were taken by Deborah Mineconzo, Office Administrator.

Call to Order: Bud Taylor called the meeting to order at 8:30 am.

Minutes of prior Meeting: Upon motion by Mr. Ferguson, seconded by Mr. LaFiura, the minutes of the July 14, 2015 Executive/Park Committee Meeting were unanimously approved by the Committee.

PARK COMMITTEE:

Allen Forestry:

Mr. Jarrett advised the Committee Mr. Allen had staked the lines readying for the forestry work before vacation. A wet June prevented more progression at that time. Mr. Jarrett will request an update hopefully before Monday's meeting.

RWS Manufacturing:

Mr. Morris confirmed with the Committee they received the response from RWS Manufacturing to the letter sent by FMBF on the outstanding site issues. Mr. Ferguson reported Mr. Student told him the Town put the 'temporary' road in at the site, not RWS. During a trip to the Park this morning, Mr. Ferguson observed that the ditch appears to have been cleaned and there are a group of new trees ready to be planted. The Ferguson Lane boundary trees are now in good condition with the observed sickly/dead ones replaced with new ones. Mr. Morris suggested Mr. Jarrett visit with Mr. Student to check the trees added to the site and examine the ditch for the Agency.

R/O/W Galusha:

Mr. Morris reported Mr. Pontiff (Attorney for the prospective buyer) proposed the IDA pay for the Town requested survey and Title Insurance on the road section near Galusha's in Phase I. Galusha & Sons has brought the road section up to Town specifications with additional paving. Mr. Morris advised the group a survey would run about \$3,000.00. The Committee asked Mr. Morris to advise Mr. Pontiff the IDA will not pay for the survey and Title Insurance but will offer an easement to the property his client is considering for

purchase from Mrs. Lewis next to the Lewis Crane site.

Brushcutting in Park:

Only one proposal was received from Joe Raggi of The Garden Barn to brush cut the vacant lots again this year. The proposal price is the same as last year and Mr. Raggi is offering to do the cutting at the same price for three years. The Executive Committee approved the three year quote and asked that the proposal go before the full Board Monday for final approval.

Rock Removal Lots 4 & 5:

Mr. Jarrett informed the Committee the Highway Department of Kingsbury would bill the IDA if we want the rocks on Lot #4 removed by them. The Committee doesn't wish to pay the Highway Department to remove them. Mr. Ferguson asked Mrs. Mineconzo to ask Joe Raggi if he's interested in offering a price to do the same. If not the Committee decided to leave the rocks where they are.

Executive Committee:

Boats by George:

Mr. Morris informed everyone Ms. Lais is still waiting for bank documents for the closing. The plan is for the closing to be scheduled sometime next week.

Website Update:

Mrs. Mineconzo has a small list of issues with the new beta website, mostly proofing errors. She was going to wait until they advised her they were done before reviewing the site again and advising them on some needed changes. Mr. Taylor noticed a problem with footer information when viewing on his iPhone which Mrs. Mineconzo will add to her list.

Foil Request:

Mrs. Mineconzo advised the Committee a FOIL request for all active PILOT project agreements was received from Travis Whitehead. All documents requested were scanned and emailed to him at no charge (as suggested by our Attorneys) except for one. Once the one revised PILOT schedule for Patti Company is sent Mr. Whitehead the FOIL request will be completed. Following the original FOIL request, Mr. Whitehead also asked for PILOT information on a former project, AngioDynamics, which was sent to him.

YE Procedures by SEFCO

Mrs. Mineconzo distributed a PILOT calculation checklist that the YE Accountant, Dennis Defayette, usually performed annually until last year. Because of the increase in NYS audits and their findings in their reports with IDAs, Mr. Defayette recommended the Agency consider reinstating the checklist procedure. He recommended review of PILOT billing and calculations at least every other year. The prior fee to perform the additional procedures was about \$1,500.00. Mr. Ferguson and Mr. LaFiura both agreed to reinstatement of the procedure every other year starting again with YE 2015. Mr. Taylor abstained from formal approval since Mr. Defayette is his son-in-law. Mrs. Mineconzo will advise Mr. Defayette to add this to his forthcoming proposal for the YE 2015 work.

354 Broadway/Price Chopper PILOT:

Mr. Morris confirmed the Public Hearing for the 354 Broadway/Price Chopper project is scheduled for 10 am Monday. He added that an Inducement Resolution will be presented for consideration at the full Board meeting the same day. Mr. Morris reported the Town seems to be elated over the project. Mr. Morris stated unlike our usual 10 year PILOTS,

Mr. O'Connor (Attorney for the project) forwarded a 15 year enhanced PILOT schedule for consideration by our Agency (75% for five years, 50% for five years and 25% the final five years). Mr. O'Connor told Mr. Morris the Town had approved the enhanced PILOT but Mr. Morris has not received formal documentation confirming this yet. The Executive Committee decided they would not give an opinion to the Board on the project until after the Public Hearing so any public comments would be known and considered by the full Board.

Other Matters:

Microsoft is offering a free upgrade to Windows 10 from our current Windows 7 at the office. Mrs. Mineconzo will upgrade the computer sometime after the upcoming Board Meeting.

Mrs. Mineconzo advised everyone she met last week with John Kvocka and a Washington County business CEO about IDA Park Lots and general assistance possibilities from an IDA. They are in the early stages of considering an expansion to their current business.

Mr. Taylor mentioned receiving an email and fact sheet from John Davidson on the marketing of the dewatering plant. Mr. Davidson asked that the Agency keep this property in mind should we know of someone needing the large 400 acre parcel.

There being no further business, the Chairman adjourned the meeting at 9:14 am.

DATE

Joseph LaFiura, Sec/Treasurer

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 **August 17, 2015** at the Warren County Municipal Center in Lake George, the following members were:

PRESENT:

Bud Taylor	Chairman
Bruce Ferguson	Vice Chairman/Park Chairman
Lou Tessier	
Jim Lindsay	
Dave O'Brien	
John W. Weber	
Matt Simpson	

ABSENT:

Joseph LaFiura	Secretary/Treasurer
John Millett, Sr.	At Large Member
John Kvocka	

ALSO PRESENT:

Robert C. Morris, Esq.	FitzGerald Morris Baker Firth PC
Chris Coughlan	Black Dog Designs
Michael O'Connor, Esq.	Counsel for 354 Broadway LLC & Price Chopper Project – Fort Edward
Bruce Ginsburg	Member 354 Broadway LLC
Tom Hayden	Price Chopper Representative
Mary Ellen Stockwell, Esq.	Town Attorney - Fort Edward
Deborah Mineconzo	Office Administrator

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

Approval of the July 2015 Board Meeting Minutes: Mr. Tessier made a motion to approve the minutes of the July 20, 2015 Board Meeting. Mr. Simpson seconded the motion and the minutes were unanimously approved by voice vote.

Accounts Payable:

Mr. Ferguson moved to approve the accounts payables. Mr. Lindsay seconded the motion and all voted to approve the motion by roll call vote.

Old Business:

(John Weber arrives)

Website Presentation:

Mr. Taylor introduced Chris Coughlan of Black Dog Designs. Chris presented the new WWIDA website for the members review and possible changes. A few changes were requested by attendees. Chris

confirmed for the Chairman that Black Dog Designs would train the administrator on content management on the site at no additional charge above the proposal. Mr. Ferguson moved to authorize Bud Taylor and Mrs. Mineconzo to review and give the final “sign off” on the website after the changes are completed. Mr. Weber seconded the motion and all voted in favor of the motion by voice vote.

354 Broadway LLC/Price Chopper Fort Edward Inducement Resolution:

Mr. Morris gave an overview on the standard draft resolution handed out regarding 354 Broadway LLC & Price Chopper Operating Company (Fort Edward). Among other points, Mr. Morris advised the members the resolution states the Agency agrees to undertake the project and acknowledges the project is good for the economy. The resolution states the project would not be taking jobs from anywhere else and also would involve cleaning up a designated Brownfield site.

Mr. Morris said the Town met after this morning’s (IDA) Public Hearing and, after considering the School District’s concerns, approved an enhanced fifteen year PILOT. Specifically the PILOT will offer a 75% tax abatement the first five years, 50% abatement the next five years and 25% abatement during the final five years. The project is a retail facility but meets the allowed exceptions because it is located in a former Empire Zone that is considered a highly distressed area. Mr. Morris stated that by approving this project, the Agency will then enter into a Preliminary Agreement. The Board of Supervisor’s Chairman of each of the two counties will also need to give their approval under the law. Following this, the Agency can give the developer the sales tax exemption letter for purchases. Mr. Lindsay confirmed the County of Washington has the subject on its agenda this Friday and he’s heard no issues from anyone on the project.

Mr. Ferguson moved the resolution for discussion with Mr. Tessier seconding.

Mr. O’Connor stated he talked with Mr. Geraghty, (Chairman of the Warren Co. Board of Supervisors) who advised him he will sign the needed letter for his county. He added this project has been a great partnership between the Town and the developer. It is strongly supported by the community.

There being no further discussion or questions, Mr. Taylor asked for a roll call vote and all attendees voted in favor of the resolution.

Resolution No. 15 - 09
Adopted August 17, 2015

RESOLUTION TAKING PRELIMINARY ACTION TOWARD UNDERTAKING A CERTAIN PROJECT, AS DEFINED HEREIN, APPOINTING PRICE CHOPPER OPERATING CO., INC. AND 354 BROADWAY, LLC, AGENTS OF THE AGENCY FOR THE PURPOSE OF CONSTRUCTING AND EQUIPPING THE PROJECT FACILITY (AS DEFINED HEREIN) AND AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGREEMENT BY AND AMONG THE AGENCY, PRICE CHOPPER OPERATING CO., INC. AND 354 BROADWAY, LLC
(Full copy of resolution at end of this document)

Boats by George Update:

Mr. Morris informed the members he spoke with Mr. Pensel of Boats by George who hopes to close by the end of the month.

Park Committee Business:

Brushcutting Proposal Approval:

Mr. Ferguson informed the members the Agency received one proposal from our low bidder from past years for the annual Park brush cutting. The bid is for the same price as last year which was \$1,150.00. The bidder stated the price would be held at \$1,150.00 for the next three years if awarded to him. Mr. Lindsay moved to approve the three year bid with Mr. Simpson seconding. All voted in favor of the motion by roll call vote.

RWS Manufacturing – New Tree Planting:

Mr. Ferguson reported Mr. Morris sent a letter to RWS Manufacturing in July regarding ongoing issues with the plant site. Mr. Morris advised the members he received a response that Mr. Student will take care of the issues. Mr. Ferguson stated the plant manager denies any company involvement with the “extra” road exit in question. Mr. Ferguson voiced continued concerns with the (northern site) ditch and site surface drainage due to lack of proper filtration. He advised everyone new trees have been planted (in the northern buffer) as requested.

Mr. Lindsay reported the Town is flushing the hydrants near the plant twice a year.

New Business:

FOIL Request and Reply:

Mrs. Mineconzo reported the Agency received a FOIL request from Travis Whitehead. He requested scanned copies of all our active PILOT project agreements plus one from a former project. All requested information was scanned and emailed to Mr. Whitehead and confirmation of all of the attachments was received. She added the FOIL request is closed.

There being no further business to discuss, Mr. Simpson moved to adjourn the meeting with Mr. O’Brien seconding. The Chairman adjourned the IDA meeting at 4:38 pm.

Dated

Joseph LaFiura, Secretary

Resolution No. 15 - 09
Adopted August 17, 2015

Introduced by Bruce Ferguson
who moved its adoption.

Seconded by Lou Tessier

RESOLUTION TAKING PRELIMINARY ACTION TOWARD UNDERTAKING A CERTAIN PROJECT, AS DEFINED HEREIN, APPOINTING PRICE CHOPPER OPERATING CO., INC. AND 354 BROADWAY, LLC, AGENTS OF THE AGENCY FOR THE PURPOSE OF CONSTRUCTING AND EQUIPPING THE PROJECT FACILITY (AS DEFINED HEREIN) AND AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGREEMENT BY AND AMONG THE AGENCY, PRICE CHOPPER OPERATING CO., INC. AND 354 BROADWAY, LLC

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, 354 BROADWAY, LLC, (the "Developer"), having a current address at 170 West 74th Street, New York, New York 10023 is a limited liability company created pursuant to the Laws of the State of New York; and

WHEREAS, PRICE CHOPPER OPERATING CO., INC. (the "Company"), having a current address at 461 Nott Street, Schenectady, New York 12308, is a corporation created pursuant to the Laws of the State of New York; and

WHEREAS, the Developer, in conjunction with the Company, has submitted an Application for Assistance ("Application") requesting that the Agency undertake an industrial development project (the "Project I") consisting of (i) the acquisition of an interest in a certain commercial parcel of land located at 354 Broadway in the Town of Fort Edward, County of Washington, State of New York (the "Land"); (ii) the construction and equipping of a 40,315 +/- square foot supermarket located on the Land (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 Developer, 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, in conjunction with the Developer, has submitted an Application for Assistance requesting that the Agency undertake an industrial development project (the "Project II") to consist of: (i) the construction and equipping of a 40,315 +/- square foot supermarket located at 354 Broadway in the Town of Fort Edward, County of Washington, State of New York (the "Facility"); (ii) the acquisition and installation therein of certain furnishings and fixtures (the "Equipment" and together with the Facility, collectively the "Project Facility") to be used in connection with the contemplated uses; and (iii) the entering into of an agency agreement with 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, Project I and Project II shall be collectively referred to as the “Market 32 Project”;
and

WHEREAS, under Article 18-A of the General Municipal Law (the “Act”), the Legislature of the State of New York has granted the Agency the power and authority to undertake the Market 32 Project;
and

WHEREAS, the Market 32 Project will require the Agency and the Developer to enter into an agreement whereby the Developer will acquire, by deed or by lease, and construct the Project Facility and the Agency will lease or sell the Project Facility to the Developer with an option to buy; and

WHEREAS, the Market 32 Project will also require the Agency and the Company to enter into an agreement whereby the Company will acquire and install the Project Equipment and the Agency will lease the Project Equipment to the Company; and

WHEREAS, the Agency is a state agency under Section 8-0105 of the Environmental Conservation Law of the State of New York and the Project is an action under Article 8 of said law (Article 8 hereinafter being referred to as the “State Environmental Quality Review Act” or “SEQRA”) and under 6 NYCRR Part 617, §§ 617.2(b) and 617.3(g); and

WHEREAS, the Developer and the Company have submitted to the Agency, and the Agency has reviewed information needed to determine whether or not the Market 32 Project will have a significant impact on the environment; and

WHEREAS, the Developer and the Company have submitted to the Agency, and the Agency has reviewed, information needed to determine whether or not the Market 32 Project will have a significant impact on the environment; and

WHEREAS, the acquisition, construction and installation of the Project Facility has not been commenced, and the Agency has not yet authorized the Market 32 Project; and

WHEREAS, the Agency is required to conduct a public hearing pursuant to Article 18-A of the New York State General Municipal Law (the “Law”) before taking official action relating to the Project; which public hearing took place on August 17, 2015 at 10:00 am in the Town of Fort Edward, New York after due notice was provided and published.

NOW, THEREFORE, BE IT RESOLVED:

SECTION 1. Findings. The Agency has reviewed the Applications together with the environmental assessment form to determine compliance with the requirements of the Act and based on the representations of the Developer and the Company to the Agency in said Applications and elsewhere, the Agency hereby makes the following findings and determinations with respect to the Project:

(A) The Market 32 Project is a permitted project under the Act; and

(B) Undertaking the Market 32 Project will advance the Agency’s corporate purposes by leading to the creation of job opportunities for the inhabitants of the Counties of Warren and Washington, New York and the State of New York. The Market 32 Project will also promote the health,

prosperity, and economic welfare of the inhabitants of the Counties of Warren and Washington and the State of New York and improve their standards of living; and

(C) (i) The Market 32 Project is an “Unlisted Action” under SEQRA for which the Town of Fort Edward Planning Board (the “Planning Board”) has acted as lead agency. On or about February 25, 2015 the Planning Board reviewed the Project Site Plan Application submitted on behalf of the Developer and the Company and approved said Site Plans, and issued its Negative Declaration that the Market 32 Project will not have a significant impact on the environment; and (ii) the Agency has thoroughly reviewed the environmental assessment form, negative declaration and related supporting information presented to the Agency within the Developer’s and Company’s Application for Assistance in order to determine whether the Market 32 Project might have any potential significant adverse impacts upon the environment. After conducting this review, the Agency has determined that the acquisition, construction and equipping of the Project Facility are consistent with social, economic and other essential considerations and will not result in any significant adverse impacts on the environment. The Agency hereby ratifies the findings and Negative Declaration of the Town of Fort Edward Planning Board. In doing so, the Agency satisfies the requirements of Part 617 of Title 6 of the New York Code of Rules and Regulations and no further SEQRA review is required for the Project; and

(D) It is in the public interest for the Agency to undertake the Project on behalf of the Developer and the Company; and

(E) The completion of the Market 32 Project will not result in the removal of a commercial, industrial or manufacturing plant of the Developer or Company from one area of the State of New York to another area of the State of New York. Further, the completion of the Market 32 Project will not result in any loss of jobs and all existing jobs will be retained nor will the completion of the Market 32 Project result in the abandonment of one or more plants or facilities of the Developer or the Company, or any other proposed occupant of the Facility located within the State of New York.

SECTION 2. Preliminary Agreement. The proposed preliminary project agreement by and between the Agency, the Developer and the Company (the “Preliminary Agreement”), as presented to this meeting, is hereby approved as to substance and form. The proposed agreement outlines the Agency’s, the Developer’s and the Company’s rights and duties with respect to the undertaking of the Market 32 Project. Subject to such changes as the Chairman of the Agency, upon advice of counsel, may reasonably deem necessary, the Chairman is authorized to execute the Preliminary Agreement, and the Secretary of the Agency is authorized to affix a facsimile of the corporate seal thereto and to attest to the same. Execution and attestation shall be conclusive evidence that the Agency has approved the Preliminary Agreement.

SECTION 3. Description of Project. Subject to the conditions set forth herein and in Section 4.02 of the Preliminary Agreement, the Agency shall:

- (1) acquire an interest in, construct and install the Project Facility; and
- (2) lease or sell the Project Facility to the Developer pursuant to an agreement or agreements whereby the Developer will obligate itself, among other things, to undertake the Market 32 Project on behalf of the Agency; and
- (3) lease the Project Equipment to the Company pursuant to an agreement whereby the Company will obligate itself, among other things, to undertake the Market 32 Project on behalf of the Agency.

SECTION 4. Developer and Company Appointed Agents of Agency.

(A) The Developer and Company are hereby appointed the true and lawful agents of the Agency to:

- (1) construct and install the Project Facility;
- (2) make, execute, acknowledge, and deliver all contracts, orders, receipts, instructions, and writings needed to complete the Market 32 Project; and
- (3) do all other things requisite and proper for the completion of the Market 32 Project.

(B) The Developer and the Company are authorized to proceed with the acquisition, construction and installation of the Project Facility, subject to receiving appropriate municipal approvals needed prior to commencement of construction, and to advance such funds as may be necessary to accomplish these goals.

(C) The Developer and the Company are also authorized to appoint third party agents to undertake the Market 32 Project and thereby make available to such third party agents an exemption from New York State sales and use taxes in connection with undertaking the Market 32 Project. This provision is subject to the Developer and/or the Company entering into an Agent Agreement with the Agency.

SECTION 5. §144 Election. Not Applicable.

SECTION 6. Bond Counsel. Not Applicable.

SECTION 7. Document Preparation. Counsel to the Agency is hereby authorized and directed to cooperate with counsel to the Company, as well as all other necessary parties, in order to prepare the documents needed to undertake the Market 32 Project.

SECTION 8. Payment in Lieu of Tax (PILOT) Agreement. Except as otherwise set forth herein, the Agency's approval is subject to the Developer entering into an enhanced PILOT Agreement with the Agency whereby the Developer agrees to make payments in lieu of taxes in an amount pursuant to the Agency's Uniform Tax Abatement Policy for a term of 15 years, as it may be enhanced, in any given year as if the Developer were the owner of the Project and not the Agency. The following enhanced schedule of payments is approved: 75% tax exemption on improvements for years 1 through 5; a 50% tax exemption on improvements for years 6 through 10; and a 25% tax exemption on improvements for years 11 through 15. The Agency's approval is also subject to the approval of the Town of Forward, said approval was granted by the Town Board of the Town of Fort Edward on August 17, 2015, and to the Developer agreeing to the terms of the Agency's Recapture Policy.

SECTION 9. Public Inspection. A copy of this resolution and a copy of the Developer's and Company's Applications for Assistance, together with all other application materials not protected under applicable Freedom of Information Laws, shall be placed on file in the office of the Agency. Such documents shall be available for public inspection during normal business hours.

SECTION 10. Distribution of Resolution. The Chairman of the Agency is hereby authorized to distribute copies of this resolution to the Developer and to the Company and all other persons requesting it.

SECTION 11. Public Hearing.

(A) The Agency, after duly published notice, conducted a joint public hearing pursuant to Article 18-A of the New York State General Municipal Law (the “Law”) on the 17th day of August, 2015, at 10:00 a.m., local time, at the Town Hall of the Town of Fort Edward located at 118 Broadway, Fort Edward, New York 12828, in connection with the Market 32 Project.

(B) In accordance with Section 859-a of Article 18-A of the General Municipal Law, the financial assistance contemplated hereunder by the Agency is hereby ratified.

SECTION 12. Retail Facility. At least one third of the total project costs for the Market 32 Project will be used for the development of a retail facility. Pursuant to Section 862 of the General Municipal Law, financial assistance from the Agency is prohibited for retail projects unless one of the following exceptions applies: (A) a tourism destination project; (B) a project located in a highly distressed area; and/or (C) a project that provides a product or service to the area that otherwise would not be available. In accordance with *Sales Tax Reporting and Recordkeeping Requirements for Industrial Development Agencies and Authorities*, NYS Department of Taxation and Finance, dated February 7, 2017 (TSB-M-14(1)(S)), the Market 32 Project meets (B), herein, since it is considered a highly distressed area since the Project Facility is located in an area that was previously designated as an Empire Zone under Article 18-B of the General Municipal Law.

SECTION 13. Contingency. This resolution is contingent upon the approval of the Chief Executive Officers of the Counties of Warren and Washington pursuant to Section 862(2)(c) of the General Municipal Law.

SECTION 14. Further Action. The Chairman of the Agency is authorized to take such further action as shall be necessary to give effect to and implement this resolution.

SECTION 15. Effective Date. This resolution shall not take effect until the Developer and the Company and the Center jointly deliver to the Agency of a fully executed Preliminary Agreement, as defined herein, together with a \$25,000.00 security deposit.

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			
John Millett, Sr.				1
James T. Lindsay	1			
Dave O'Brien	1			
John W. Weber	1			
John S. Kvocka				1
Matthew Simpson	1			
TOTALS	7	0	0	3

The foregoing resolution was thereupon declared duly adopted.

Confirmed by:

Kevin Geraghty, Chairman of the
Warren County Board of Supervisors
Date: _____

James Lindsay, Chairman of the
Washington County Board of Supervisors
Date: _____

DRAFT