

**RESOLUTION AUTHORIZING CERTAIN CONVEYANCES  
CLINTON COUNTY MUNICIPAL LEASING CORP.  
CORRECTIONAL FACILITY PROJECT**

A regular meeting of County of Clinton Industrial Development Agency (the "Agency") was convened in public session in the offices of the Agency located at 190 Banker Road, Suite 500 in the Town of Plattsburgh, Clinton County, New York on August 8, 2016 at 12:00 o'clock p.m., local time.

The meeting was called to order by the Chairperson and, upon roll being called, the following members of the Agency were:

**PRESENT:**

- |                  |                     |
|------------------|---------------------|
| Trent Trahan     | Chairperson         |
| David Hoover     | Vice Chairperson    |
| Michael E. Zurlo | Secretary           |
| Keith Defayette  | Treasurer           |
| Kim Murray       | Assistant Secretary |
| Mark Leta        | Member              |
| John VanNatten   | Member              |

**Excused:**

**AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:**

- |                            |                            |
|----------------------------|----------------------------|
| Paul A. Grasso, Jr.        | Interim Executive Director |
| Barbara Shute              | Executive Assistant        |
| George W. Cregg, Jr., Esq. | Agency Counsel             |

The following resolution was offered by J. VanNatten, seconded by D. Hoover, to wit:

**Resolution No. 08-16-06**

**RESOLUTION AUTHORIZING CERTAIN CONVEYANCES AND AUTHORIZING  
THE EXECUTION AND DELIVERY BY COUNTY OF CLINTON INDUSTRIAL  
DEVELOPMENT AGENCY OF SAME IN CONNECTION WITH THE CLINTON  
COUNTY MUNICIPAL LEASING CORP. – CORRECTIONAL FACILITY PROJECT.**

WHEREAS, County of Clinton Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 225 of the 1971 Laws of New York, as amended, constituting Section 895-f of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of commercial, manufacturing, and warehousing facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, on or about August 26, 1987 (the “Closing Date”), certificates of participation (the “Certificates”) in the aggregate principal amount of \$6,900,000 representing the direct and proportionate interests of the registered owners (the “Owners”) thereof in lease payments (together with a purchase option payment described in the hereinafter defined Trust & Disbursing Agreement, the “Lease Payments”) to be made by Clinton County, New York, (the “Lessee”), pursuant to an agreement of lease dated as of August 1, 1987 (the “Lease Agreement”) by and between the Lessee, as tenant, and Clinton County Municipal Leasing Corp., as landlord (the “Lessor”), as rental for a parcel of land located in the Town of Plattsburgh, New York (the “Land”), the improvements to be located thereon constituting a correctional facility (the “Facility”) and certain machinery and equipment (the “Equipment”) to be located therein (the Land, the Facility and the Equipment are hereinafter collectively referred to as the “Project Facility”), were executed and delivered pursuant to a trust and disbursing agreement dated as of August 1, 1987 (the “Trust and Disbursing Agreement”) by and between the Lessor and Key Trust Company, as trustee (the “Trustee”) in connection with a project (the “Project”) consisting of (A) the acquisition of the Land pursuant to the terms of an agreement of lease dated as of August 1, 1987 (the “Ground Lease”) by and between the Agency, as landlord and the Lessor, as tenant, (B) the construction of the Facility thereon and the acquisition and installation of the Equipment therein, and (C) the financing of the cost of the foregoing. Pursuant to a development agreement dated as of August 1, 1987 (the “Development Agreement”) by and between the Lessor and Murnane Associates Incorporated (the “Developer”) the Lessor engaged the Developer to acquire, construct and equip the Project Facility and appointed the Developer its agent to perform its responsibilities under the Lease Agreement. Proceeds of the sale of the Certificates were disbursed by the Trustee to the Developer, as agent of the Lessor, pursuant to the Trust and Disbursing Agreement to pay the cost of the Project. Pursuant to an assignment agreement from the Lessor to the Trustee dated as of August 1, 1987 (the “Assignment Agreement”), the Lessor assigned to the Trustee, for the benefit of the Owners, (A) its rights in and to the Lease Agreement (and the Option Agreement [as defined in the Trust & Disbursing Agreement]) including its right to receive Lease Payments thereunder, (B) its rights in and to the Ground Lease and (C) its rights in and to the Project Facility; and

WHEREAS, by various correspondences, attached hereto as Exhibit A, the Agency has been requested (collectively, the “Request”) to (A) convey to Marvin and Yvonne Bordeau (the “Bordeaus”) an approximate 0.683 acre parcel of the Land pursuant to a deed to the Bordeaus (the “Deed”) and (B) (1) accept an emergency access easement from the Bordeaus pursuant to a grant of emergency access easement from the Bordeaus to the Agency and Clinton County and (2) grant a water line utility easement to the Bordeaus pursuant to a water line utility easement agreement from the Agency and Clinton County to the Bordeaus (collectively, the “Easement” and with the Deed being collectively referred to as the “Conveyance Documents”); and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended (the “Regulations” and collectively with the SEQR Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to proceed with the Request; and

WHEREAS, the Request does not appear to constitute a “Type I Action” (as said quoted term is defined in the Regulations), and therefore coordinated review and notification is optional with respect to the actions contemplated by the Agency with respect to the Request; and

WHEREAS, the Agency desires to conduct an uncoordinated review of the Request and to make its initial determination of significance with respect to the Request;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. Pursuant to SEQRA and based upon an examination of the Request, and based further upon the Agency’s knowledge of the area surrounding the Deed and the Easement and such further investigation of such area and its environmental effects as the Agency has deemed appropriate, the Agency makes the following findings and determinations:

(A) The Request consists of the sale of a portion of the Land pursuant to the Deed and the Easement.

(B) No potentially significant impacts on the environment are noted with respect to the Request, and none are known to the Agency.

Section 2. Based upon the foregoing investigation of the potential environmental impacts of the Request and considering both the magnitude and importance of each environmental impact therein indicated, the Agency makes the following findings and determinations with respect to the Request:

(A) The Request constitutes an “Unlisted Action” (as said quoted term is defined in SEQRA) and therefore coordinated review and notification of other involved agencies is strictly optional. The Agency hereby determines not to undertake a coordinated review of the Request, and therefore will not seek lead agency status with respect to the Request.

(B) The Request will result in no major impacts and, therefore, is one which will not cause significant damage to the environment. Therefore, the Agency hereby determines that the Request will not have a significant effect on the environment, and the Agency will not require the preparation of an environmental impact statement with respect to the Request.

(C) As a consequence of the foregoing, the Agency has decided to prepare a negative declaration with respect to the Request.

Section 3. The Agency hereby further determines: that since compliance by the Agency with the Request will not result in the Agency providing more than \$100,000 of “financial assistance” (as such quoted term is defined in the Act), Section 859-a of the Act does not require a public hearing to be held with respect to the Request.

Section 4. The Executive Director of the Agency is hereby directed to prepare a negative declaration with respect to the Request, said negative declaration to be substantially in the form and to the effect of the negative declaration attached hereto, and to cause copies of said negative declaration to be (A) filed in the main office of the Agency, and (B) distributed to Clinton County.

Section 5. Subject to (A) review of the Conveyance Documents by the Chairperson of the Agency, (B) approval of the final Conveyance Documents, to ensure that the Agency is not obligated to pay any transfer tax, by counsel to the Agency, (C) receipt by the Chairperson of the Agency's administrative fee, if any, and counsel's fees relating to the Request, (D) evidence satisfactory to the Agency that all taxes, payments in lieu of taxes and other local fees and assessments relating to the Project, if any, have been paid, the Agency hereby (a) consents to the Request and (b) determines to enter into the Conveyance Documents and hereby authorizes the execution by the Agency of the Conveyance Documents.

Section 6. Subject to the satisfaction of the conditions described in Section 4 hereof, the Chairperson (or Vice Chairperson) of the Agency is hereby authorized to execute and deliver the Conveyance Documents, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in substantially the form thereof presented to this meeting, with such changes, variations, omissions and insertions as the Chairperson (or Vice Chairperson) shall approve, the execution thereof by the Chairperson (or Vice Chairperson) to constitute conclusive evidence of such approval.

Section 7. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Request, and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing Resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Request.

Section 8. The law firm of Hodgson Russ LLP is hereby appointed Agency Counsel to the Agency with respect to all matters in connection with the Request. Agency Counsel for the Agency is hereby authorized, at the expense of Clinton County, the Lessor or the Bordaues, to work with Clinton County, the Lessor or the Bordaues, and counsel to Clinton County, the Lessor or the Bordaues, and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution.

Section 9. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Trent Trahan	VOTING	YES
David Hoover	VOTING	YES
Michael E. Zurlo	VOTING	YES
Keith Defayette	VOTING	YES
Kim Murray	VOTING	YES
Mark Leta	VOTING	YES
John VanNatten	VOTING	YES

The foregoing Resolution was thereupon declared duly adopted.



EXHIBIT A

REQUEST

- SEE ATTACHED -

Resolution # 08-16-06 – Authorizing Conveyance-Easement of Certain Lands  
Clinton County Jail – Correctional Facility Project  
County of Clinton Industrial Development Agency  
August 8, 2016  
Page 2 of 11

**CLINTON COUNTY LEGISLATIVE OFFICE**

Clinton County Government Center  
137 Margaret Street, Suite 208  
Plattsburgh, New York 12901

**MICHAEL E. ZURLO**  
County Administrator

**RODNEY L. BROWN**  
Deputy County Administrator



**TELEPHONE**  
518-565-4600

**FAX**  
518-565-4616

July 14, 2016

Paul A. Grasso, Jr., President & CEO  
The Development Corporation  
190 Banker Road, Suite 500  
Plattsburgh, NY 12901

Dear Mr. Grasso:

Please find attached several documents (including a Deed, Water Line Utility Easement Agreement, and Grant of Emergency Access Easement) associated with the Clinton County Jail property at 25 McCarthy Drive in Plattsburgh. According to the County's Assistant County Attorney Gary Favro, each of these documents require the signature of the Clinton County Industrial Development Agency based on the role that the CCIDA played in the development of the original Jail facility. The purpose of these documents is to provide certain benefits to an adjoining landowner (Bordeau), and in return receive certain benefits from Bordeau.

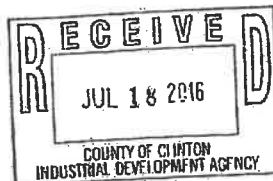
I would appreciate your review and signature (by the appropriate IDA Official) of each of these documents where indicated and return of the signed documents to my attention.

Please feel free to contact me or Gary Favro directly if you have any questions.

Sincerely yours,

Rodney L. Brown  
Deputy County Administrator

Enc. (legal documents)





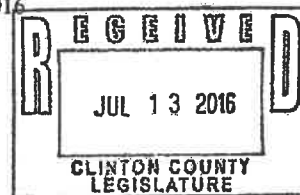


Gary L. Favro, Esq.  
[gary@favrolaw.net](mailto:gary@favrolaw.net)

Matthew G. Favro, Esq.  
[matthew@favrolaw.net](mailto:matthew@favrolaw.net)

July 13, 2016

Michael Zurlo, County Administrator  
Clinton County Legislative Office  
137 Margaret Street, Suite 208  
Plattsburgh, New York 12901



Re: Deed and Easement Agreements with Bordeau

Dear Mike:

Enclosed with this letter you will find an original Deed, TP-584 and RP-5217 with regard to a transfer of property from the CCIDA/County of Clinton to Marvin and Yvonne Bordeau along with two (2) easement agreements from Bordeau to the IDA/County for emergency access from the County Jail property and for a waterline.

These documents have been reviewed and approved by the Bordeaus' attorney. These documents have been prepared by my office. These documents need to be signed by appropriate representatives by the IDA and the County where indicated. The original documents should be returned to me after they have been signed so they can be properly recorded with the Clinton County Clerk's Office by Bordeaus' attorney.

These documents were prepared at the request of Bordeau without the benefit of any title work. Also enclosed with this letter is a check payable to the County of Clinton in the sum of \$500 as the agreed consideration for the conveyance.

If you have any questions regarding these matters, please do not hesitate to contact me.

Very truly yours,



GARY L. FAVRO

GLF:jlb  
Encs.

NOTICE OF DETERMINATION  
OF NO SIGNIFICANT EFFECT  
ON THE ENVIRONMENT

TO ALL INTERESTED AGENCIES, GROUPS AND PERSONS:

In accordance with Article 8 (State Environmental Quality Review) of the Environmental Conservation Law (the "Act"), and the statewide regulations under the Act (6 NYCRR Part 617) (the "Regulations"), notice is hereby given that County of Clinton Industrial Development Agency (the "Agency") has reviewed a request from Clinton County (the "County") and Clinton County Municipal Leasing Corp. (the "Lessor") in connection with the proposed request described below (the "Request") and that the Agency has determined (A) that the proposed Request is an "Unlisted Action" pursuant to the Regulations, and therefore that coordinated review and notification is optional with respect to said Request; (B) to conduct an uncoordinated review of the Request; (C) that the Request will result in no major impacts and therefore will not have a significant effect on the environment; and (D) therefore that an environmental impact statement is not required to be prepared with respect to the Request. THIS NOTICE IS A NEGATIVE DECLARATION FOR THE PURPOSES OF THE ACT.

1. Lead Agency: The Agency has determined not to follow the coordinated review provisions of the Regulations. Therefore, there is no lead agency for the Request.

2. Person to Contact for Further Information: Paul A. Grasso, Jr., Interim Executive Director, County of Clinton Industrial Development Agency, 190 Banker Road, Suite 500, Plattsburgh, New York 12901, Telephone: (518) 563-3100.

3. Identification: Proposed sale of approximately 0.683 acres (the "Parcel"), which comprises a portion of the Clinton County Correctional Facility located in the Town of Plattsburgh, Clinton County, New York (the "Land") to Marvin and Yvonne Bordeau (the "Bordeaus") and the acceptance and granting of certain easements with respect to the Land (collectively, the "Easement").

4. Description: The Request consists of the Parcel, in which the Agency has a fee interest in located in the Town of Plattsburgh, Clinton County, New York to the Bordeaus and the acceptance and granting the Easement.

5. Location: The Parcel and Easement are located in the Town of Plattsburgh, Clinton County, New York.

6. Reasons for Determination of Non-Significance: By resolution adopted by the members of the Agency on August 8, 2016, the Agency determined that no significant environmental impacts were identified by the Agency in its review of the request and Request and, based upon the Agency's knowledge of the area surrounding the Parcel and Easement and such further investigation of the Request and its environmental effects as the Agency has deemed appropriate, no significant environmental impacts are known to the Agency.

7. Comment Period: All interested parties, groups and persons disagreeing with or otherwise desiring to comment upon the Agency's initial environmental determination with respect to this Request are invited to submit written comments for consideration by the Agency. All such comments should be sent by mail addressed to Paul A. Grasso, Jr., Interim Executive Director at the address specified in paragraph two hereof.

Dated: August 8, 2016

COUNTY OF CLINTON INDUSTRIAL  
DEVELOPMENT AGENCY

BY: \_\_\_\_\_  
Executive Director