

**Minutes of the  
County of Clinton  
Industrial Development Agency  
May 17, 2021**

**Due to COVID-19, this meeting of the County of Clinton Industrial Development Agency held on Monday, May 17, 2021 was livestreamed via GoToMeeting.**

The meeting was called to order by Trent Trahan, Chairperson, at 12:12 p.m. via GoToMeeting.

MEMBERS PRESENT: Trent Trahan, Chairperson  
David Hoover, Vice Chairperson  
Michael Zurlo, Secretary  
Kim Murray, Assistant Secretary  
Mark Leta, Member  
John VanNatten, Member

ABSENT: Keith Defayette, Treasurer and Chief Financial Officer

STAFF PRESENT: Christopher Canada, Esq., Agency Counsel  
George Cregg, Jr., Esq., Agency Counsel  
Toni Moffat, Executive Assistant  
Dorothy Brunell, Administrative Assistant

ALSO PRESENT: Patrick Murnane, Sr., Connecticut Ave Holdings, LLC  
Dean Schneller, Esq., Connecticut Ave Holdings, LLC

T. Trahan stated there was a quorum present.

T. Trahan waived the reading of the notice of the meeting published in the *Press Republican* on December 18, 2020.

**Presentations:**

There were no presentations.

**Approval of the Minutes of the April 12, 2021 Meeting**

T. Trahan asked if there were any questions regarding the draft minutes of the April 12, 2021 meeting. There were none.

On a motion by D. Hoover, and seconded by M. Leta, it was unanimously carried to approve the minutes of the April 12, 2021 meeting.

**Public Comment**

There was no public comment.

## **Treasurer's Report**

M. Zurlo reviewed the Treasurer's Report. On a motion by K. Murray, and seconded by J. VanNatten, it was unanimously RESOLVED to approve the Treasurer's Report as presented by M. Zurlo.

## **Old Business**

There was no old business.

## **New Business**

### **Martindale Keysor & Co., PLLC Invoice – Fee for 2020 Audit Services**

An invoice in the amount of \$6,500 was presented to the Board for approval. This invoice is for 2020 audit services.

M. Zurlo made a motion to approve the Martindale Keysor & Co., PLLC Invoice. The motion was seconded by D. Hoover. It was unanimously carried to approve the motion.

### **RESOLUTION DESIGNATING COMPANY MOUNT WHITNEY MEADOWS, LLC n/k/a CONNECTICUT AVE HOLDINGS, LLC PROJECT**

M. Zurlo asked if all benefits previously authorized by the CCIDA Board for the Mount Whitney Meadows, LLC Project would extend to the new Connecticut Ave Holdings, LLC Project. D. Schneller, Esq. advised that as outlined in his April 29, 2021 letter, all benefits would be transferred to the new Connecticut Ave Holdings, LLC. He further stated that they have not yet completed the closing on this PILOT, and if this resolution is approved, they will update the paperwork and hopefully close soon. C. Canada, Esq. agreed that since P. Murnane, Sr. is the sole member of this new company, as he was of the previous company, the paperwork can be updated to reflect the new LLC.

The following resolution was offered by D. Hoover, seconded by K. Murray, to wit:

Resolution No. 05-21-01

#### **RESOLUTION DESIGNATING CONNECTICUT AVE HOLDINGS, LLC AS COMPANY WITH RESPECT TO A MANUFACTURING 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 industrial 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, Mount Whitney Meadows, LLC, a New York State limited liability company (the "Original Company"), submitted an application (the "Original Application") to the Agency, a copy of which Original Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the "Project") for the benefit of the Original Company, said Project consisting of the following: (A) (1) the acquisition of an interest in an approximately 24.31 acre parcel of land located on the south side of Connecticut Road (Tax Map No. 233.-5-52) in the Town of Plattsburgh, Clinton County, New York (the "Land"), (2) the construction on the Land of an approximately 60,000 square foot pre-engineered, insulated, metal building (the "Facility") and (3) the acquisition and installation therein and thereon of related fixtures, machinery and equipment (collectively, the "Equipment") (the Land, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to constitute a manufacturing facility to be owned by the Original Company and leased to Sterrx, LLC (the "Tenant") and other directly and indirectly related activities; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real property transfer taxes and mortgage recording taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Original Company or such other person as may be designated by the Original Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on January 11, 2021 (the "Public Hearing Resolution"), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Executive Director of the Agency (A) caused notice of a public hearing of the Agency (the "Public Hearing") pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on January 20, 2021 to the chief executive officers of the county and of each city, town, village and school district in which the Project is or is to be located; (B) caused notice of the Public Hearing to be posted on January 20, 2021 on a bulletin board located at 151 Banker Road in the Town of Plattsburgh, Clinton County, New York and on the Agency's website; (C) caused notice of the Public Hearing to be published on January 22, 2021 in the Press Republican, a newspaper of general circulation available to the residents of the Town of Plattsburgh, Clinton County, New York; (D) as a result of the ban on large meetings or gatherings pursuant to Executive Order 202.1, as supplemented, and the suspension of the Open Meetings Law relating to public hearings pursuant to Executive Order 202.15, as supplemented, each as issued by Governor Cuomo in response to the novel Coronavirus (COVID-19) pandemic, conducted the Public Hearing on February 4, 2021 at 9:00 o'clock a.m. via remotely rather than in person, local time, and (E) prepared a report of the Public Hearing (the "Public Hearing Report") fairly summarizing the views presented at such Public Hearing and caused copies of said Public Hearing Report to be made available to the members of the Agency; 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 (the "Regulations") adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, "SEQRA"), by resolution adopted by the members of the Agency on January 11, 2021 (the "Preliminary SEQR Resolution"), the Agency (A) determined (1) to obtain an environmental assessment form relating to the Project (an "EAF") from the Original Company, to review the EAF with counsel to the Agency, and prepare proceedings to allow the Agency to comply with the requirements of SEQRA that apply to the Project, and (2) to investigate the advisability of undertaking a

coordinated review with respect to the Project and (B) authorized the Executive Director of the Agency to contact all other “involved agencies” for the purpose of ascertaining whether such “involved agencies” were interested in undertaking a coordinated review of the Project and, if so, designating a “lead agency” with respect to the Project (as such quoted terms are defined in SEQRA) and to report to the Agency at its next meeting on the status of the foregoing; and

WHEREAS, further pursuant to SEQRA, by resolution adopted by the members of the Agency on March 22, 2021 (the “Final SEQR Resolution”), the Agency (A) concurred in the determination that the Town of Plattsburgh Planning Board (the “Planning Board”) is the “lead agency” with respect to SEQRA and (B) acknowledged receipt of a negative declaration from the Planning Board dated November 6, 2020 (the “Negative Declaration”), in which the Planning Board determined that the Project to be a “Unlisted action” that will not have a “significant environmental impact on the environment” and accordingly, that an environmental impact statement is not required to be prepared with respect to the Project (as such quoted terms are defined in SEQRA); and

WHEREAS, by further resolution adopted by the members of the Agency on March 22, 2020 (the “Approving Resolution”), the Agency determined to grant the Financial Assistance and to enter into a lease agreement dated as of May 1, 2021 (the “Lease Agreement”) between the Agency and the Original Company and certain other documents related thereto and to the Project (collectively with the Lease Agreement, the “Basic Documents”). Pursuant to the terms of the Lease Agreement, (A) the Original Company will agree (1) to cause the Project to be undertaken and completed, and (2) as agent of the Agency, to undertake and complete the Project and (B) the Agency has leased the Project Facility to the Original Company. The Lease Agreement grants to the Original Company certain options to acquire the Project Facility from the Agency; and

WHEREAS, pursuant to correspondence dated April 29, 2021 (the “Request”), which Request is attached hereto as Exhibit A, the Original Company has informed the Agency that the Original Company has formed a new company, Connecticut Ave Holdings, LLC, a New York State limited liability company (the “Company”) with the same members as the Original Company, to advance the succession interests of the membership and to provide a layer of protection for the members, to undertake the Project and desires the Agency to agree to the designation of the Company, as the Company with respect to the Project;

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

Section 1. The Agency hereby agrees to the designation of Connecticut Ave Holdings, LLC as the Company.

Section 2. 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
Kim Murray	VOTING	YES
Keith Defayette	VOTING	EXCUSED
Mark Leta	VOTING	YES
John VanNatten	VOTING	YES

The foregoing Resolution was thereupon declared duly adopted.

EXHIBIT A  
REQUEST  
ATTACHED



LAW OFFICES OF  
**DEAN C. SCHNELLER**

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Plattsburgh, NY 12901

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April 29, 2021  
Via E-Mail and US Mail

Clinton County IDA  
Attn: Chair Trent Trahan  
137 Margaret Street; Suite 209  
Plattsburgh, NY 12901

**Re: Request for Company Change from Mount Whitney Meadows, LLC to  
Connecticut Ave Holdings, LLC Involving Resolution 03-21-06**

Dear Chairperson Trahan:

As you may be aware, I represent Mount Whitney Meadows LLC ("MWM") in their development project impacting tax map parcel 233.-5-52 on Connecticut Road in the Town of Plattsburgh. During the IDA meeting held on March 22, 2021, the IDA adopted a final resolution approving the MWM project. The purpose of this letter is to request IDA approval, preferably at your next meeting on May 17<sup>th</sup>, 2021, to change the company so that, upon the impending conveyance of the underlying parcel from MWM to Connecticut Ave Holdings, LLC ("CAH") all IDA benefits authorized by your March 22<sup>nd</sup> resolution, will extend to CAH in place of MWM.

The full, legal name of the new company is Connecticut Ave Holdings, LLC ("CAH"). CAH was formed as a New York State Limited Liability Company on March 26, 2021. The ownership structure of MWM will be the same as CAH, in that its members will remain Patrick Murnane Sr., Patrick Murnane II, and Michael Murnane.

The reason for this transition from MWM to CAH, is two-fold: to further an ongoing succession transition from Pat Murnane Sr. to his sons Patrick Murnane II and Michael Murnane; and to provide additional liability protection with respect to MWM and CAH. This change will provide a layer of liability protection with respect to this development and the potential lease with SterRx. If acceptable, CAH will be the property owner; borrower with a lender with respect to a construction loan; and entity bound by the IDA benefits. Finally, my clients have outstanding mortgages on other MWM properties, so they prefer to avoid issues with respect to inter-creditor agreements.

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It is our understanding and request that this change in company—from MWM to CAH—will not alter the benefits being requested under the application nor the project costs.

Accordingly, we respectfully request that the IDA approve this company change at your next meeting on May 17<sup>th</sup>. If you have any questions or concerns, please do not hesitate to contact my office.

Thank you for your consideration.

Respectfully submitted,



Dean C. Schneller

DCS/lw

cc: Mount Whitney Meadows, LLC  
Renee McFarlin  
Nadene Zeigler, Esq.





## Department of State

Existing Corporations and Businesses

*Corporation & Business Entity Database Search*

**Selected Entity Name:** CONNECTICUT AVE HOLDINGS, LLC

**Selected Entity Status Information**

**Current Entity Name:** CONNECTICUT AVE HOLDINGS, LLC

**DOS ID #:** 5974113

**Initial DOS Filing Date:** MARCH 26, 2021

**County:** CLINTON

**Jurisdiction:** NEW YORK

**Entity Type:** DOMESTIC LIMITED LIABILITY COMPANY

**Current Entity Status:** ACTIVE

**Selected Entity Address Information**

**DOS Process** (Address to which DOS will mail process if accepted on behalf of the entity)

CONNECTICUT AVE HOLDINGS, LLC  
104 SHARRON AVENUE  
PLATTSBURGH, NEW YORK, 12901

**Registered Agent**

NONE

This office does not require or maintain information regarding the names and addresses of members or managers of nonprofessional limited liability companies. Professional limited liability companies must include the name(s) and address(es) of the original members, however this information is not recorded and only available by [viewing the certificate](#).

**Trustworthy, LLC**

M. Zurlo indicated there was one other item for discussion regarding the CCIDA's inducement and benefits for the Trustworthy Hotel Project. C. Canada advised he had spoken with the Plattsburgh Town Assessor last week. The project applicant, who is the owner of the hotel, had heard that his assessment was going to go up substantially and he advised the Town Assessor that he was upset at the increase in the assessment. The CCIDA was notified of the situation and was advised that the Town Assessor had taken the entire existing facility off the tax rolls instead of just the 2,000 square foot addition. C. Canada stated that it was never the intention of the CCIDA that the existing facility would fully come off the tax rolls. The Town Assessor advised C. Canada that he needs something to confirm that this is the case for any audit down the road.

C. Canada suggested that the simplest way to address this situation would be to amend the section of the PILOT agreement that specifies what the payments are and how they are determined to make it crystal clear that the existing facility is to remain on the tax rolls and only the addition comes off. C. Canada contacted the Project Counsel who stated he does not see where that is stated in the Project agreement. C. Canada stated that he has reviewed the Project Application which lists the Value of the Real Property Tax Exemption Sought as \$223,061 over ten years, which is clearly much less than it would be if the entire facility was included for ten years and therefore supports the fact that the agreement was for only the addition to come off the tax rolls.

Upon subsequent review of the CCIDA meeting minutes from the June 10, 2019 meeting, it is stated "Trustworthy, LLC is seeking sales and mortgage recording tax exemptions, as well as a PILOT on the expansion only." Additionally, in the CCIDA meeting minutes from the September 9, 2019 meeting, it is stated "The existing property will remain taxed at full value, they are seeking a PILOT for the improvements and expanded portion of the property." Copies of the above referenced meeting minutes will be provided to C. Canada for his review and determination of whether an amendment to the PILOT is required.

There being no further business to discuss, on a motion by M. Zurlo, and seconded by J. VanNatten, the meeting was adjourned at 12:30 p.m.

  
Trent Trahan, Chairperson