

**Minutes of the
County of Clinton
Industrial Development Agency
October 13, 2021**

Due to COVID-19, this meeting of the County of Clinton Industrial Development (CCIDA) Agency held on Wednesday, October 13, 2021 was livestreamed via GoToMeeting.

The meeting was called to order by Trent Trahan, Chairperson, at 12:15 p.m. via GoToMeeting.

MEMBERS PRESENT: Trent Trahan, Chairperson
Keith Defayette, Treasurer and Chief Financial Officer
Michael Zurlo, Secretary
Kim Murray, Assistant Secretary
Mark Leta, Member
John VanNatten, Member

ABSENT: David Hoover, Vice Chairperson

STAFF PRESENT: Toni Moffat, Executive Assistant
Dorothy Brunell, Administrative Assistant
George Cregg, Jr., Esq., Agency Counsel
Shannon Wagner, Law Clerk, Hodgson Russ LLP

ALSO PRESENT: David Champagne, President & CEO, TDC NNY, Inc.
Danielle King, Business Development Manager, TDC NNY, Inc.
Roger Livernois, Facilities & Project Manager, TDC NNY, Inc.

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.

Presentation:

M. Zurlo introduced David Champagne of TDC NNY, Inc. and asked him to provide an overview of their recent application. D. Champagne explained that TDC has submitted an application with the CCIDA for benefits relating to the construction of a 60,000 square foot building which will be partitioned into three separate 20,000 square foot units. They expect to break ground on the new construction in the spring of 2022, with completion by year-end 2022. The new building will be located on Tom Miller Road in the Town of Plattsburgh. The building is planned with office area and entrances in the front of the building and warehousing/manufacturing area with truck access in the back of the building, with associated site improvements. D. Champagne explained that this new building will be identical to the building constructed in 2021 on Industrial Boulevard. D. Champagne advised that he scored the Project as Tier II under the Uniform Tax Exemption Policy (UTEP). This is a standard Payment-In-Lieu-of-Taxes (PILOT) for Sales Tax, Mortgage Tax and Real Property Tax Abatement. M. Zurlo advised that he also scored the Project as a Tier II Project. This is the same PILOT level as the previous TDC Project. D. Champagne stated that industrial space is very limited in Plattsburgh. TDC properties are currently at a 100 percent occupancy rate and he anticipates this new building will also be fully occupied upon completion. He stated that CCIDA assistance is required to make this project feasible as the current cost-to-build is extremely high. He advised that the TDC's goal is not to make money but rather create jobs. TDC currently has approximately 700,000 square feet of under-roof space; their goal is to eventually have 900,000 square feet of lease space. D. Champagne indicated that in the future, they anticipate pursuing a project on the former Clinton County Airport property.

Approval of the Minutes of the September 13, 2021 Meeting

T. Trahan asked if there were any questions regarding the draft minutes of the September 13, 2021 meeting of the CCIDA. There were none.

On a motion by M. Zurlo, and seconded by J. VanNatten, it was unanimously carried to approve the minutes of the September 13, 2021 meeting of the CCIDA.

Public Comment

There was no public comment.

Reports

K. Defayette reviewed the Treasurer's Report with the Board. There were no questions or concerns.

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

Committee Reports

Finance Committee

K. Defayette reported posting of the Proposed Budget for 2022 to PARIS and at the Clinton County Government Center was recommended by the CCIDA Finance Committee.

On a motion by M. Leta, and seconded by K. Murray, it was unanimously RESOLVED to approve the posting of the Proposed Budget for 2022 to PARIS and at the Clinton County Government Center.

Old Business

CHPE, LLC Project Update

M. Zurlo indicated that he has been in frequent communication with Josh Bagnato of Champlain Hudson Power Express (CHPE), LLC. CCIDA has been seeking a "most favored nation" clause for this Project, which CHPE has been opposed to granting. However, CCIDA has received a letter from CHPE indicating that our proposed PILOT terms are exactly the same as the other counties which share the same fact patterns (i.e., a complete submarine transmission). M. Zurlo stated that he believes Essex County is moving forward with their IDA approval. M. Zurlo stated that his recommendation to the Board is that the CCIDA proceed with the Project. In October 2020, the CCIDA approved a Public Hearing Resolution, a Preliminary SEQR Resolution, and a PILOT Deviation Resolution. M. Zurlo asked G. Cregg, Jr., Esq., if these Resolutions are still valid or if they need to be updated. G. Cregg advised that there is no expiration date on the Resolutions and we can proceed under the instructions of those Resolutions. M. Zurlo brought to the Board's attention a Press Release from CHPE dated September 20, 2021 which indicates that New York State authorities have selected CHPE to partner with Hydro-Quebec and New York State to deliver hydropower into the heart of New York City.

M. Zurlo asked the Board if they concur that the Agency should move forward with this Project. The Board approved proceeding as long as we receive like terms to other counties with the same fact patterns. M. Zurlo advised that we will schedule a Public Hearing and send a letter advising all affected taxing jurisdictions.

ABO/OSC Update

M. Zurlo introduced Shannon Wagner of Hodgson Russ, who has been working with Chris Canada to resolve

questions raised by the Office of the State Controller (OSC) and the Authorities Business Office (ABO). S. Wagner advised that she has submitted responses to all questions from the OSC and they are satisfied with our responses. S. Wagner has sent an email to M. Zurlo outlining the changes that need to be made to the PARIS report.

Post Meeting Note: All changes have been made in PARIS and the report has been resubmitted.

With regard to the questions from the ABO, C. Canada and M. Zurlo recently had a call with them and answered questions regarding the Delaware River Solar Projects. Hopefully, we have answered their questions satisfactorily. G. Cregg indicated that he believes one of the items yet to be resolved is the discrepancy between the amount of bonds reported in the Clinton County Capital Resource Corporation (CCCRC) Annual Financial Report and what was reported in PARIS. C. Canada continues to work on this issue and has one more call scheduled with the ABO.

New Business

TDC NNY, Inc.

PUBLIC HEARING RESOLUTION

The following resolution was offered by M. Zurlo, seconded by K. Murray, to wit:

Resolution No. 10-21-01

RESOLUTION AUTHORIZING THE CHAIRPERSON OF COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY TO HOLD A PUBLIC HEARING REGARDING A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF TDC NNY INC.

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 and install one or more "projects" (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, TDC NNY Inc., a New York State not-for-profit corporation (the "Company"), has submitted an application (the "Application") to the Agency, a copy of which 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 Company, said Project consisting of the following: (A) (1) the acquisition of an interest in three (3) parcels of land containing in the aggregate approximately 27.08 acres located on Banker Road (tax map number 205.-4-3) and Tom Miller Road (tax map numbers 205.-4-5 and 205.-4-6) in the Town of Plattsburgh, Clinton County, New York (collectively, the "Land"), (2) the construction on the Land of an approximately 60,000 square foot building with associated site improvements (collectively, 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 warehousing and manufacturing facility and other directly and indirectly related activities to be owned and operated by the Company and leased to various tenants; (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 estate 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 Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to Section 859-a of the Act, prior to the Agency providing any "financial assistance" (as defined in the Act) of more than \$100,000 to any project, the Agency, among other things, must hold a public hearing pursuant to Section 859-a of the Act with respect to said project; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 859-a of the Act 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 authorizes the Chairperson of the Agency, after consultation with the members of the Agency and Agency Counsel, (A) to establish the time, date and place for a public hearing of the Agency to hear all persons interested in the Project (the "Public Hearing"); (B) to cause the Public Hearing to be held in a city, town or village where the Project Facility is or is to be located, and to cause notice of such Public Hearing to be given to the public by publishing a notice or notices of such Public Hearing in a newspaper of general circulation available to the residents of the governmental units where the Project Facility is or is to be located, such notice or notices to comply with the requirements of Section 859-a of the Act; (C) to cause notice of the Public Hearing to be given to the chief executive officer of the county and of each city, town, village and school district in which the Project Facility is or is to be located to comply with the requirements of Section 859-a of the Act; (D) to conduct such Public Hearing; (E) to cause a report of the Public Hearing fairly summarizing the views presented at such Public Hearing (the "Report") to be prepared; and (F) to cause a copy of the Report to be made available to the members of the Agency.

Section 2. The Chairperson or Vice Chairperson of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 3. All action taken by the Chairperson of the Agency in connection with the Public Hearing with respect to the Project prior to the date of this Resolution is hereby ratified and confirmed.

Section 4. 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	EXCUSED
Michael E. Zurlo	VOTING	YES
Kim Murray	VOTING	YES
Keith Defayette	VOTING	YES
Mark Leta	VOTING	YES
John VanNatten	VOTING	YES

The foregoing Resolution was thereupon declared duly adopted.

PRELIMINARY SEQR RESOLUTION

The following resolution was offered by J. VanNatten, seconded by K. Defayette, to wit:

Resolution No. 10-21-02

RESOLUTION DIRECTING THE CHAIRPERSON OF COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY TO TAKE CERTAIN ACTIONS UNDER ARTICLE 8 OF THE ENVIRONMENTAL CONSERVATION LAW IN CONNECTION WITH A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF TDC NNY INC.

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 and install one or more "projects" (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, TDC NNY Inc., a New York State not-for-profit corporation (the "Company"), has submitted an application (the "Application") to the Agency, a copy of which 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 Company, said Project consisting of the following: (A) (1) the acquisition of an interest in three (3) parcels of land containing in the aggregate approximately 27.08 acres located on Banker Road (tax map number 205.-4-3) and Tom Miller Road (tax map numbers 205.-4-5 and 205.-4-6) in the Town of Plattsburgh, Clinton County, New York (collectively, the "Land"), (2) the construction on the Land of an approximately 60,000 square foot building with associated site improvements (collectively, 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 warehousing and manufacturing facility and other directly and indirectly related activities to be owned and operated by the Company and leased to various tenants; (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 estate 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 Company or such other person as may be designated by the Company and agreed upon by 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 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 undertake the Project; and

WHEREAS, Section 617.6(b) of the Regulations provides that (A) for all "Type I actions", a lead agency must be established, and (B) for any "unlisted action" which involves more than one "involved agency",

a lead agency must be established if the Agency determines that there will be a coordinated review of such "unlisted action" (as such quoted terms are defined in the Regulations); and

WHEREAS, pursuant to the Regulations, the Agency has examined the Application and an environmental assessment form prepared by the Company with respect to the Project (the "EAF") in order to make an initial determination as to the potential environmental significance of the Project and the number of agencies that may be involved with respect to the Project; and

WHEREAS, based upon a review of the Application, the Agency wishes to explore the desirability of following the coordinated review procedures outlined in the Regulations with respect to the Project; and

WHEREAS, 6NYCRR Section 617.6 requires that the Agency review a completed environmental assessment form (an "EAF") prior to making a determination as to the potential environmental significance of the Project; and

WHEREAS, the Agency has been informed that the Agency will be receiving an EAF from 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 has reviewed the Application and, based upon the representations made by the Company to the Agency in the Application and at this meeting, the Agency wishes to investigate the advisability of undertaking a coordinated review with respect to the Project.

Section 2. For purposes of investigating the advisability of undertaking a coordinated review with respect to the Project and determining whether the Project may have a "significant effect on the environment" (as such quoted terms are defined under SEQRA), the Chairperson or Vice Chairperson of the Agency is hereby authorized and directed to take the following actions:

(A) To obtain an EAF with respect to the Project from the Company;

(B) 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;

(C) To contact all other "involved agencies" with respect to the Project for the purpose of ascertaining whether they are interested in undertaking a coordinated review with respect to the Project (as such quoted term is defined under SEQRA);

(D) In the event that (1) all other "involved agencies" indicate that they are interested in undertaking a coordinated review of the Project, (2) one of the other "involved agencies" indicates that it desires to be designated as "lead agency" with respect to the Project and (3) the other "involved agencies" are amenable to designating such involved agency as "lead agency", to take all necessary steps to indicate the concurrence of the Agency that such "involved agency" be designated as "lead agency" (as such quoted terms are defined under SEQRA);

(E) In the event that all other "involved agencies" indicated that they are interested in undertaking a coordinated review of the Project and none of the other "involved agencies" indicates that it desires to be designated as the "lead agency" with respect to the Project, to take all necessary steps to arrange for the Agency to be designated as "lead agency" with respect to the Project (as such quoted terms are defined under SEQRA); and

(F) Upon completion of the foregoing steps, to report to the Agency at its next meeting on the status of the environmental review process with respect to the Project.

Section 3. 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	EXCUSED
Michael E. Zurlo	VOTING	YES
Kim Murray	VOTING	YES
Keith Defayette	VOTING	YES
Mark Leta	VOTING	YES
John VanNatten	VOTING	YES

The foregoing Resolution was thereupon declared duly adopted.

Schluter Systems L.P. (UMS Property, LLC) Project

M. Zurlo reviewed a letter he received from Schluter Systems L.P. indicating their desire to purchase land at the former Clinton County Airport as part of an expansion. They indicated that they would like to work with the CCIDA to pursue financial benefits with this Project, and that based on their initial calculations, CCIDA assistance will be necessary to facilitate the Project. M. Zurlo advised that they are looking to purchase 50 plus acres of land to potentially build a 800,000 to 1,000,000 square foot facility. A copy of the letter received from Schluter Systems was provided to the Board. M. Zurlo indicated that once their application is received, it will be reviewed to determine what benefit, if any, can be provided.

Proposed Expansion Project of SSF Production LLC

M. Zurlo received a letter from SSF Production LLC indicating their intention to work with the CCIDA in pursuit of financial benefits in the construction and implementation of improvements at their current Pleasant Ridge Road campus located in the Town of Plattsburgh. SSF Production estimates the initial project cost at \$15,695,000. SSF Production is in partnership with Schluter Systems and they produce materials that Schluter Systems uses in their products. A copy of this letter was provided to the Board.

There being no further business to discuss, on a motion by K. Defayette, and seconded by J. VanNatten, the meeting was adjourned at 12:47 p.m.


Trent Trahan, Chairperson