

MINUTES OF THE
COUNTY OF CLINTON
INDUSTRIAL DEVELOPMENT AGENCY
MONDAY, MAY 13, 2019

The meeting was called to order by Trent Trahan, Chairperson, at 12:03 p.m., at the offices of the County of Clinton Industrial Development Agency, 137 Margaret Street, Suite 208, Plattsburgh, New York 12901.

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

EXCUSED: Mark Leta, Member

STAFF PRESENT: Renee McFarlin, Executive Director
 Christopher Canada, Esq., Agency Counsel
 Toni Moffat, Executive Assistant

T. Trahan stated that there was a *quorum* present.

T. Trahan waived the reading of the notice of the meeting published in the *Press Republican* on December 22, 2018.

Approval of the Minutes of the April 15, 2019 Meeting

T. Trahan asked if there were any questions regarding the draft minutes of the April 15, 2019 meeting of the County of Clinton Industrial Development Agency (CCIDA). There were none.

On a motion by D. Hoover, and seconded by J. VanNatten, it was unanimously carried to approve the minutes of the April 15, 2019 meeting of the CCIDA.

Public Comment

There was no public comment.

Treasurer's Report

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

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

Old Business

PILOT Mortgage Agent

R. McFarlin reported as previously discussed, the Agency needs to appoint a new Mortgage Agent for the PILOT Mortgage for all projects requiring same. The County has agreed that the County Administrator could serve as the PILOT Mortgage Agent.

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

Resolution No. 05-19-01

RESOLUTION APPOINTING COUNTY ADMINISTRATOR OF CLINTON COUNTY, NEW YORK AS PILOT MORTGAGE AGENT.

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 manufacturing, warehousing, research, commercial 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, in connection with certain of such projects, each project applicant (each, a "Company") and the Agency have entered into a certain payment in lieu of tax agreement (each, a "PILOT Agreement"), pursuant to which a Company agrees to pay certain payments in lieu of real property taxes to the underlying taxing entities (collectively, the "Taxing Entities"); and

WHEREAS, in connection with certain of these projects, the Agency has required each Company to enter into a certain payment in lieu of tax mortgage (each, a "PILOT Mortgage"), pursuant to which the Company and the Agency agree to grant to a third party mortgagee (the "PILOT Mortgage Agent") a mortgage lien on the Project Facility (as defined in the PILOT Agreement) as security for, among other things, the obligation of the Company to make all payments and all other obligations of the Company for the benefit of the Agency and the Taxing Entities under the PILOT Agreement; and

WHEREAS, pursuant to a resolution adopted by the members of the Agency on August 6, 2018, the Agency revoked the appointment of The Development Corporation Clinton County, New York (f/k/a Clinton County Area Development Corp.) (the "CDC") as PILOT Mortgage Agent, with such revocation to become effective upon the appointment of a new Pilot Mortgage Agent and the acceptance of the duties thereunder by such new Pilot Mortgage Agent; and

WHEREAS, the Agency has been informed by Clinton County, New York (the "County") that, upon formal approval by the Clinton County Legislature (the "County Legislature"), the County Administrator of Clinton County, New York (the "County Administrator") will be authorized to act in the

role of PILOT Mortgage Agent with respect to any PILOT Mortgage currently in effect including, but not limited to, the PILOT mortgage dated as of December 29, 1992 from Saranac Power Partners, L.P. and the Agency to CDC, as PILOT Mortgage Agent (the "Saranac Power Partners PILOT Mortgage), and any PILOT Mortgage subsequently entered into by the Agency in connection with any "project" (as defined in the Act), with it being understood between the Agency and the County that any subsequently appointed County Administrator would continue to act in the role of PILOT Mortgage Agent with respect to such PILOT Mortgages; and

WHEREAS, the Agency now desires to appoint the County Administrator as PILOT Mortgage Agent to act in such role (the "Appointment"); 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 Appointment; and

WHEREAS, it appears that the Appointment constitutes a Type II action under SEQRA;

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

Section 1. The Agency hereby determines that the Appointment constitutes a "Type II action" pursuant to 6 NYCRR 617.5(c)(20), and therefor that, pursuant to 6 NYCRR 617.6(a)(1)(i), the Agency has no further responsibilities under SEQRA with respect to the Appointment.

Section 2. The Agency hereby appoints the County Administrator as PILOT Mortgage Agent with respect to any PILOT Mortgage now in effect, including, but not limited, the Saranac Power Partners PILOT Mortgage and any PILOT Mortgage subsequently entered into by the Agency in connection with any "project" (as defined in the Act), with it being understood that any subsequently appointed County Administrator would continue to act in the role of PILOT Mortgage Agent with respect to such PILOT Mortgages. An agreement between the Agency and the County memorializing the terms of the Appointment shall be entered into between the parties after the formal approval of the Appointment by the County Legislature has been provided.

Section 3. 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 Appointment, 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 Appointment binding upon the Agency.

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	<u>YES</u>
David Hoover	VOTING	<u>YES</u>
Michael E. Zurlo	VOTING	<u>YES</u>
Kim Murray	VOTING	<u>YES</u>
Keith Defayette	VOTING	<u>YES</u>
Mark Leta	VOTING	<u>EXCUSED</u>
John VanNatten	VOTING	<u>YES</u>

The foregoing Resolution was thereupon declared duly adopted.

Prime Plattsburgh, LLC/Durkee Street Project

R. McFarlin reported she presented Prime Plattsburgh, LLC's application for benefits to both the Plattsburgh City Council and Plattsburgh City School District. She stated she provided the information as stated in Prime Plattsburgh, LLC's draft application. R. McFarlin advised the Board on the concerns discussed at the Plattsburgh City School District meeting, including a question if the Agency's Board included any members who work at financial institutions. R. McFarlin responded that J. VanNatten is a Board member and works at Glens Falls National Bank.

The Board continued to discuss various components of Prime Plattsburgh, LLC's draft application.

New Business

Delaware River Solar (DRS) - New Potential Farm(s)

R. McFarlin reported she has been in communication with a DRS representative who indicated DRS is interested in creating two more solar farms in Mooers and two more solar farms in the Town of Plattsburgh.

Additionally, R. McFarlin stated DRS is interested in closing the DRS IV Project.

AuSable Forks - Potential Project

R. McFarlin reported she was invited to join the Jay Task Force to resurrect and create more housing on Main Street in Jay, New York. She stated with the Regional Economic Development Council's (REDC) workforce development focus, and the lack of workforce housing in the region, there may be an opportunity to build a multi-use housing development and/or rehabilitate existing structures to increase housing capacity.

Mixed Use/Adaptive Re-Use Addition to Uniform Tax Exemption Policy (UTEF)

R. McFarlin stated she would like to review the Eligible Projects Policy and UTEF in an effort to make the CCIDA more accessible to existing building and business owners. With a declining population in the North Country comes a dwindling workforce. The Board discussed the requirements and concerns of an addition to the UTEF and an example policy used by the Glens Falls Industrial Development Agency (IDA). The Board was in agreement that R. McFarlin should contact local developers for their perspective, as well, as the Glens Falls IDA (for before and after data) in an effort to research this opportunity in-depth.

Other Business as Required

The Agency received a bill from Martindale Keysor & Co., PLLC for 2018 Audit Services in the amount of \$6,000. On a motion by J. VanNatten, and seconded by K. Murray, it was unanimously approved to pay the invoice as discussed.

Management Team Reports

Project Monitoring

There were no project monitoring reports.

Project Status Updates

There were no project status updates.

With no further business to discuss, on a motion by D. Hoover, and seconded by K. Murray, the meeting was adjourned at 1:08 p.m.



Trent Trahan, Chair