



MINUTES OF THE  
COUNTY OF CLINTON  
INDUSTRIAL DEVELOPMENT AGENCY  
MONDAY, DECEMBER 9, 2019

The meeting was called to order by Trent Trahan, Chairperson, at 12:18 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  
Mark Leta, Member (arrived at 12:27 p.m.)

MEMBERS EXCUSED: John VanNatten, Member

STAFF PRESENT: Renee McFarlin, Executive Director  
George Cregg, Esq., Agency Counsel  
Toni Moffat, Executive Assistant

ALSO PRESENT: Jeanene Bell, Clinton County  
Fred Wachtmeister, Board Member, Plattsburgh City School District

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 22, 2018.

**Presentations**

There were no presentations.

**Approval of the Minutes of the November 4, 2019 Annual Meeting**

T. Trahan asked if there were any questions regarding the draft minutes of the November 4, 2019 meeting of the County of Clinton Industrial Development Agency (CCIDA). There were none.

On a motion by M. Zurlo, and seconded by K. Defayette, it was unanimously carried to approve the minutes of the November 4, 2019 meeting of the CCIDA.



**Public Comment:**

There was no public comment.

**Reports**

**Treasurer's Report:**

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

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

**Committee Reports**

**Audit Committee**

K. Defayette noted the Committee met and are recommending the Full Board accept the Committee recommendation and approve to initiate the 2019 CCIDA Audit.

On a motion by M. Zurlo, and seconded by D. Hoover, it was unanimously carried to accept the Committee recommendation and approve to initiate the 2019 CCIDA audit.

**Governance Committee**

M. Zurlo noted the Committee met and reviewed the 2019 annual reports and are recommending Full Board approval of the:

- 2019 CCIDA Missions and Operations Statement
- 2019 CCIDA Operations and Accomplishments
- 2019 CCIDA Performance Measures Report
- 2019 CCIDA Procurement Report
- 2019 CCIDA Real Property
- 2019 CCIDA Investment Report

M. Zurlo noted the addition of two goals to the 2019 CCIDA Missions and Operations Statement.

On a motion by M. Zurlo, and seconded by D. Hoover, it was unanimously carried to accept the recommendation of the Committee and approve the 2019 annual reports as presented and authorize the posting of same to PARIS.



## **Old Business**

### **Marble River (EDP Renewables) Request**

R McFarlin reported the request from EDP Renewables (which operates Marble River) to accept their NYSO Report rather than the independent audit for their energy production is still pending. She noted further research is needed as recommended by Counsel, and will report the status at the January meeting.

### **Plattsburgh Lodging Ventures, LLC Public Hearing Minutes**

R. McFarlin reported the Plattsburgh Lodging Ventures, LLC Public Hearing was held on Monday, November 18<sup>th</sup>, with only two attendees from the Company present.

On a motion by D. Hoover, and seconded by K. Murray, it was unanimously approved to accept the Plattsburgh Lodging Ventures, LLC Public Hearing transcript.

### **Solar Projects: Review of New York State Guidance**

R. McFarlin stated there no resolutions consideration for the two Delaware River Solar (DRS) Projects, as she is awaiting information from Richard Chun. Therefore, the overview of Solar Projects in New York State and guidance on those will be revisited at the January meeting.

### **NY Plattsburgh I, LLC**

R. McFarlin reported the NY Plattsburgh I, LLC Public Hearing was held on Monday, November 18<sup>th</sup>, with no attendees present.

On a motion by M. Zurlo, and seconded by D. Hoover, it was unanimously approved to accept the NY Plattsburgh I, LLC Public Hearing transcript.

### **NY Mooers V – PILOT Deviation Request Update**

R. McFarlin reported DRS has orally indicated that they are committed to their request for \$4,800 per MWh, rather than their previous request of \$6,000 per MWh. M. Zurlo inquired about the previous requests for Projects I-IV. R. McFarlin stated for Mooers I-III, the request was \$9,600 per MWh and for Mooers IV the request was \$6,000 per MWh. She stated she has received a draft memo for the Mooers V request justification, and just received the final memo before the start of the CCIDA meetings. She stated she informed DRS that consideration by the Board will be held at the January meeting with a determination expected by February or March.



**Other Business as Required**

**New Business**

**City of Plattsburgh Draft Generic Environmental Impact Statement (GEIS) – Prime Plattsburgh, LLC**

R. McFarlin stated the City of Plattsburgh engaged Chazen Companies to provide the GEIS for the Prime Plattsburgh, LLC Project. She reported there is a public hearing scheduled for Monday, December 9<sup>th</sup> at 5:00 p.m. for the public to voice their comments and that written comments are due by 2:00 p.m. on December 23<sup>rd</sup>.

She reported there was an estimation of school children that could potentially be enrolled, based on a larger scope of the project (as indicated in the most recent IDA application), which includes the reintroduction of three-bedroom apartments to manage the potential impact to the school district. The other issue she noticed, was the method Chazen Companies used in calculating the potential economic impact to the City of Plattsburgh.

M. Zurlo stated in his capacity as Clinton County Administrator, he received an email from the Superintendent of the (Plattsburgh City) School District with his comments to the City of Plattsburgh. M. Zurlo stated the comments were in respect to the GEIS, none of which pertain to the IDA, except in that same letter, there was discussion of PILOT payments and therefore, it is clear that the school district remains resolute in their opinion that the requested PILOT from the Company, or any slight change therefrom, will not be supported by the Plattsburgh City School District. Fred Wachtmeister, Board Member, Plattsburgh City School District who was in attendance, was asked to comment, but chose not to do so.

**Projects with Terminating PILOT Agreements**

R. McFarlin stated there are three terminating PILOT agreements this year. George Cregg, Esq., Agency Counsel, stated the documents authorize termination of the projects. M. Zurlo noted these projects, upon termination, must be changed to Role Section 1 properties.

**Resolution Relating to Expiration of Pilot Agreement Ardak Hospitality LLC Project**

The following resolution was offered by D. Hoover, seconded by M. Zurlo, to wit:

Resolution No. 12-19-01

**RESOLUTION RELATING TO EXPIRATION OF PILOT AGREEMENT FOR ARDAK HOSPITALITY LLC PROJECT AND THE EXECUTION OF RELATED DOCUMENTS.**

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, pursuant to a closing on July 7, 2008 (the “Closing”), the Agency entered into a lease agreement dated as of July 1, 2008 (the “Lease Agreement”) with Ardak Hospitality LLC (the “Company”) in connection with a project (the “Project”) consisting of the following: (A) (1) the acquisition of an interest in certain parcels of land containing approximately 2.66 acres generally located on State Route 3 between Plaza Boulevard and Della Drive in the Town of Plattsburgh, Clinton County, New York (the “Land”), (2) the construction of an approximately 56,325 square foot building on the Land (the “Facility”) and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) all the foregoing to constitute an approximately 90-room, 5 story hotel (the Land, the Facility and the Equipment being collectively referred to as the “Project Facility”); (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 Company pursuant to the Lease Agreement; and

WHEREAS, simultaneously with the Closing, certain other documents were entered into including (1) a certain lease to agency dated as of July 1, 2008 (the “Underlying Lease”) by and between the Company, as landlord and the Agency, as tenant pursuant to which the Company leased to the Agency the Land and all improvements now or hereafter located on the Land, (2) a license agreement dated as of July 1, 2008 (the “License to Agency”) by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company granted to the Agency a license to enter upon the balance of the Land for the purpose of undertaking and completing the Project and (3) a payment in lieu of tax agreement dated as of July 1, 2008 (the “PILOT Agreement”) by and between the Agency and the Company, pursuant to which the Company agreed to pay certain payments in lieu of taxes with respect to the Project Facility; and

WHEREAS, the PILOT Agreement is scheduled to expire on December 31, 2019; and

WHEREAS, the expiration of the PILOT Agreement will necessitate the execution by the Agency and the Company of certain termination documents (collectively, the “Termination Documents”) to evidence the termination of the Lease Agreement, the Underlying Lease and the License to Agency (collectively, the “Termination”); 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 on the Termination; and

WHEREAS, pursuant to SEQRA, the Agency has examined the Termination in order to make a determination as to whether the Termination is subject to SEQRA, and it appears that the Termination 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. Based upon an examination of the Termination, the Agency hereby determines that the Termination constitutes a “Type II action” pursuant to 6 NYCRR 617.5(c)(32), and therefore that, pursuant to 6 NYCRR 617.6(a)(1)(i), the Agency has no further responsibilities under SEQRA with respect to the Termination.

Section 2. Subject to (A) approval of the form of the Termination Documents by Agency counsel, (B) evidence satisfactory to the Agency that all payments in lieu of taxes and other local fees and assessments relating to the Project Facility have been paid by the Company and (C) receipt of counsel fees relating to the Termination, the Agency hereby authorizes the execution by the Agency of the Termination Documents.

Section 3. Subject to the satisfaction of the conditions described in Section 2 hereof, the Chairman or Vice Chairman of the Agency is hereby authorized to execute and deliver the Termination Documents and any documents related thereto, 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, with such changes, variations, omissions and insertions as the Chairman or Vice Chairman shall approve, the execution thereof by the Chairman or Vice Chairman to constitute conclusive evidence of such approval.

Section 4. The law firm of Hodgson Russ LLP is hereby appointed Agency Counsel to the Agency with respect to all matters in connection with the Termination, Agency Counsel for the Agency is hereby authorized, at the expense of the Company, to work with the Company, and counsel to the Company, and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution.

Section 5. 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>
John VanNatten	VOTING	<u>EXCUSED</u>
Mark Leta	VOTING	<u>YES</u>

The foregoing Resolution was thereupon declared duly adopted.

**Resolution Relating To Expiration of Pilot Agreement DHC of Plattsburgh, LLC Project**

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

Resolution No. 12-19-02

**RESOLUTION RELATING TO EXPIRATION OF PILOT AGREEMENT FOR DHC OF PLATTSBURGH, LLC PROJECT AND THE EXECUTION OF RELATED DOCUMENTS.**

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, pursuant to a closing on February 13, 2009 (the “Closing”), the Agency entered into a lease agreement dated as of February 1, 2009 (the “Lease Agreement”) with DHC of Plattsburgh, LLC (the “Company”) in connection with a project (the “Project”) consisting of the following: (A) (1) the acquisition of an interest in a certain parcel of land generally



located on the south side of 4448 Route 22 and the east side of 4398 Route 22 (tax map number of 233.-4-2) in the Town of Plattsburgh, Clinton County, New York (the “Land”), (2) the construction of an approximately 22,000 square foot building on the Land (the “Facility”) and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) all the foregoing to be leased by the Company to the United States Drug Enforcement Administration (the “Tenant”) for use by the Tenant as an office building with secure indoor parking (the Land, the Facility and the Equipment being collectively referred to as the “Project Facility”); (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 Company pursuant to the Lease Agreement; and

WHEREAS, in addition to the Lease Agreement, certain other documents were entered into by the Agency and the Company simultaneously with the Closing, including (1) a certain lease to agency dated as of February 1, 2009 (the “Underlying Lease”) by and between the Company, as landlord and the Agency, as tenant pursuant to which the Company leased to the Agency the Land and all improvements now or hereafter located on the Land, (2) a license agreement dated as of February 1, 2009 (the “License to Agency”) by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company granted to the Agency a license to enter upon the balance of the Land for the purpose of undertaking and completing the Project and (3) a payment in lieu of tax agreement dated as of February 1, 2009 (the “PILOT Agreement”) by and between the Agency and the Company, pursuant to which the Company agreed to pay certain payments in lieu of taxes with respect to the Project Facility; and

WHEREAS, the PILOT Agreement is scheduled to expire on December 31, 2019; and

WHEREAS, the expiration of the PILOT Agreement will necessitate the execution by the Agency and the Company of certain termination documents (collectively, the “Termination Documents”) to evidence the termination of the Lease Agreement, the Underlying Lease and the License to Agency (collectively, the “Termination”); 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 on the Termination; and

WHEREAS, pursuant to SEQRA, the Agency has examined the Termination in order to make a determination as to whether the Termination is subject to SEQRA, and it appears that the Termination 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. Based upon an examination of the Termination, the Agency hereby determines that the Termination constitutes a “Type II action” pursuant to 6 NYCRR 617.5(c)(32), and therefore that, pursuant to 6 NYCRR 617.6(a)(1)(i), the Agency has no further responsibilities under SEQRA with respect to the Termination.

Section 2. Subject to (A) approval of the form of the Termination Documents by Agency counsel, (B) evidence satisfactory to the Agency that all payments in lieu of taxes and other local fees and assessments relating to the Project Facility have been paid by the Company and (C) receipt of counsel fees relating to the Termination, the Agency hereby authorizes the execution by the Agency of the Termination Documents.

Section 3. Subject to the satisfaction of the conditions described in Section 2 hereof, the Chairman or Vice Chairman of the Agency is hereby authorized to execute and deliver the Termination Documents and any documents related thereto, 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, with such changes, variations, omissions and insertions as the Chairman or Vice Chairman shall approve, the execution thereof by the Chairman or Vice Chairman to constitute conclusive evidence of such approval.

Section 4. The law firm of Hodgson Russ LLP is hereby appointed Agency Counsel to the Agency with respect to all matters in connection with the Termination, Agency Counsel for the Agency is hereby authorized, at the expense of the Company, to work with the Company, and counsel to the Company, and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution.

Section 5. 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>
John VanNatten	VOTING	<u>EXCUSED</u>
Mark Leta	VOTING	<u>YES</u>

The foregoing Resolution was thereupon declared duly adopted.

**Resolution Relating To Expiration of Pilot Agreement Scannell Properties #111, LLC Project**

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



Resolution No. 12-19-03

**RESOLUTION RELATING TO EXPIRATION OF PILOT AGREEMENT FOR SCANNELL PROPERTIES #111, LLC PROJECT AND THE EXECUTION OF RELATED DOCUMENTS.**

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, pursuant to a closing on May 9, 2008 (the “Closing”), the Agency entered into a lease agreement dated as of May 1, 2008 (the “Lease Agreement”) with Scannell Properties #111, LLC (the “Company”) in connection with a project (the “Project”) consisting of the following: (A) (1) the acquisition of an interest in a certain parcel of land generally known as Lot 9 in the Gateway Industrial Park located at 82 Gateway Drive in the Town of Beekmantown, Clinton County, New York (the “Land”), including the existing approximately 31,100 square foot warehouse facility located thereon (the “Existing Facility”), (2) the construction of an approximately 18,680 square foot addition to the Existing Facility (the “Addition”, and collectively with the Existing Facility, the “Facility”), and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”), all of the foregoing being leased to FedEx Ground Package System, Inc. (the “Tenant”) and utilized by the Tenant as a warehouse and distribution center (the Land, the Facility and the Equipment being collectively referred to as the “Project Facility”); (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 Company pursuant to the Lease Agreement; and

WHEREAS, simultaneously with the Closing, certain other documents were entered into including (1) a certain lease to agency dated as of May 1, 2008 (the “Underlying Lease”) by and between the Company, as landlord and the Agency, as tenant pursuant to which the Company leased to the Agency the Land and all improvements now or hereafter located on the Land, (2) a license agreement dated as of May 1, 2008 (the “License to Agency”) by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company granted to the Agency a license to enter



upon the balance of the Land for the purpose of undertaking and completing the Project and (3) a payment in lieu of tax agreement dated as of May 1, 2008 (the “PILOT Agreement”) by and between the Agency and the Company, pursuant to which the Company agreed to pay certain payments in lieu of taxes with respect to the Project Facility; and

WHEREAS, the PILOT Agreement is scheduled to expire on December 31, 2019; and

WHEREAS, in connection with the expiration of the PILOT Agreement, the Agency and the Company will execute certain termination documents (collectively, the “Termination Documents”) to evidence the termination of the Lease Agreement, the Underlying Lease and the License to Agency (collectively, the “Termination”); 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 on the Termination; and

WHEREAS, pursuant to SEQRA, the Agency has examined the Termination in order to make a determination as to whether the Termination is subject to SEQRA, and it appears that the Termination 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. Based upon an examination of the Termination, the Agency hereby determines that the Termination constitutes a “Type II action” pursuant to 6 NYCRR 617.5(c)(32), and therefore that, pursuant to 6 NYCRR 617.6(a)(1)(i), the Agency has no further responsibilities under SEQRA with respect to the Termination.

Section 2. Subject to (A) approval of the form of the Termination Documents by Agency counsel, (B) evidence satisfactory to the Agency that all payments in lieu of taxes and other local fees and assessments relating to the Project Facility have been paid by the Company and (C) receipt of counsel fees relating to the Termination, the Agency hereby authorizes the execution by the Agency of the Termination Documents.

Section 3. Subject to the satisfaction of the conditions described in Section 2 hereof, the Chairman or Vice Chairman of the Agency is hereby authorized to execute and deliver the Termination Documents and any documents related thereto, 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, with such changes, variations, omissions and insertions as the Chairman or Vice Chairman shall approve, the execution thereof by the Chairman or Vice Chairman to constitute conclusive evidence of such approval.

Section 4. The law firm of Hodgson Russ LLP is hereby appointed Agency Counsel to the Agency with respect to all matters in connection with the Termination, Agency Counsel for the Agency is hereby authorized, at the



expense of the Company, to work with the Company, and counsel to the Company, and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution.

Section 5. 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>
John VanNatten	VOTING	<u>EXCUSED</u>
Mark Leta	VOTING	<u>YES</u>

The foregoing Resolution was thereupon declared duly adopted.

#### **Annual PILOT Invoice from Clinton County Treasurer**

R. McFarlin reported the Agency received its annual PILOT invoice from the Clinton County Treasurer in the amount of \$4,800.

On a motion by K. Murray, and seconded by M. Leta, it was unanimously carried to approve the payment of \$4,800 to the Clinton County Treasurer for administration of PILOT payments.

#### **Other Business as Required**

##### **Management Team Reports**

##### **Project Monitoring**

There is no project monitoring to report.

##### **Project Status Updates**

There are no project status updates.



## **Executive Director's Report**

### **Bookkeeping Contract with Jay Corell**

R. McFarlin stated the agreement with Jay Correl for bookkeeping services has been executed and he has met with staff to discuss division of labor in an effort to ensure an efficient transition of services.

### **ERS-Rouses Point, LLC**

R. McFarlin reported the Agency is awaiting ERS' engagement letter with Hodgson Russ, LLC, Agency Counsel. Thereafter, a public hearing will be scheduled.

### **Website**

R. McFarlin stated she will provide screenshots of the updated website for the January 2020 meeting.

### **Article 10 Projects**

R. McFarlin reported ads opposing the current Article 10 process have begun circulating the internet on green energy. She noted, if improvements are made, Invenergy's Bull Run Project may move forward.

### **North Country Regional Economic Development Council (NCREDC)**

R. McFarlin reported her work with the REDC has been expanded, and she stated on the front of the REDC progress report this year, is a picture of the Monaghan Medical Ground Breaking.

### **Correspondence**

There has been no correspondence

There being no further business to discuss, K. Murray motioned to adjourn the meeting at 12:41p.m., seconded by K. Defayette.



Trent Trahan, Chairperson