

MINUTES OF THE
COUNTY OF CLINTON
INDUSTRIAL DEVELOPMENT AGENCY
MONDAY, JANUARY 13, 2020

The meeting was called to order by Trent Trahan, Chairperson, at 12:10 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
John VanNatten, Member

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

ALSO PRESENT: Simon Conroy, Clinton County Legislator
Colin Read, Mayor, City of Plattsburgh
Joel Wood, Director of NAMTrans
Troy Green, Green National Development, LLC (Beekman Towers)
Chris Trevisiani, Green National Development, LLC (Beekman Towers)
Connor Hill, Green National Development, LLC (Beekman Towers)
Richard Chun, Delaware River Solar
Fred Wachtmeister, Board Member, Plattsburgh City School District
Ron Marino, Board Member, Plattsburgh City School District
Susan Moore, City of Plattsburgh Resident

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.

Approval of the Minutes of the December 9, 2019 Annual Meeting

T. Trahan asked if there were any questions regarding the draft minutes of the December 9, 2019 meeting of the County of Clinton Industrial Development Agency (CCIDA). There were none.

On a motion by M. Zurlo, and seconded by M. Leta, it was unanimously carried to approve the minutes of the December 9, 2019 meeting of the CCIDA.

Presentations

NAmTrans

Joel Wood, Director of NAmTrans (North American Center of Excellence for Transportation Equipment), which is a strategic subsidiary of the North Country Chamber of Commerce, provided an overview of how NAmTrans serves and supports a cluster of over 50 transportation equipment and aerospace manufacturers and is building an active working partnership between the North Country cluster and other Transportation Equipment and Aerospace clusters in New York, Quebec and beyond. He apprised the Board of NAmTrans current initiatives and projects and how NAmTrans works with the CCIDA to facilitate economic development in Clinton County.

The NAmTrans PowerPoint presentation has been attached and made part of the minutes.

Green National Development, LLC

Troy Green, Chris Trevisiani and Connor Hill of Green National Development, LLC (“a New York based affordable housing company focused on making a positive impact in the affordable housing market”) provided a brief presentation on their proposed redevelopment of Beekman Towers. The scope of the project includes exterior improvements (building façade, parking lot and landscaping/signage), interior renovations (complete rehabilitations of kitchens and bathrooms, flooring/paint, common areas improvements, ADA accessibility units and an Emergency Call System) and energy efficient upgrades. T. Green stated the project cost is approximately \$12 million, which has been broken down in the application. C. Hill stated the economic impact of the project would preserve the high quality of affordable housing, ensure affordable housing, preserve and create jobs (4-5 permanent jobs), create temporary construction and architectural jobs, stimulate demand for local labor and resources, increase the housing market and improve low-income quality housing.

M. Zurlo inquired about the company’s interest in a PILOT agreement. T. Green stated the sizing of the bonds are on an operating revenue less cost and assuming the assessed value of each improved unit at \$60,000, they would be unable to repay in the first five years, and without the assistance of the CCIDA, the project is not feasible.

M. Zurlo inquired on the company’s PILOT request. R. McFarlin stated it is outside of the Uniform Tax Exemption Policy (UTEP). It is a deviation based on the first five years; being 50 percent of the increased assessed value on the units. The property would remain on the tax rolls, with a PILOT deviation on the improvements. The total abatement of the project would be \$525,000 over 15 years and doesn’t fall into the Tier-II on the UTEP. R. McFarlin noted that an application for the same type of deviation was recently submitted by ERS-Rouses Point.

Public Comment

Fred Wachtmeister stated he would like to comment from the December meeting. At the last meeting, he was asked to comment on the Prime Plattsburgh proposed project and the attitude of the Board of Education, he demurred from doing so because he would have had to talk to the Plattsburgh City School District (PCSD) Board, and so, he did not believe he would have been able to provide necessary accurate information. He stated the topic will be discussed at the PCSD Board meeting on Thursday, January 15th. He noted the communication of Ms. McFarlin dealing with the upcoming presumed approval of the PILOT would be the subject of discussion. He believes the IDA’s concern is if the Plattsburgh Board of Education (PBOE) would sign on to the PILOT. At this time he does not believe that will happen. The PBOE will need to examine and explore all of the implications of the PILOT on the district (with the

information that became available with the draft Generic Environmental Impact Statement (GEIS) Report). Presumably whatever the PBOE discusses and comes up with, will be relayed to Ms. McFarlin and the IDA. This is where the matter stands as far as he anticipates what the Board of Education will be doing. He inquired if there will be a Cost Benefit Analysis completed. Ms. McFarlin replied it has already been completed and she will forward him a copy.

On a motion by D. Hoover, and seconded by J. VanNatten, the Board entered Executive Session at 1:14 p.m. to seek advice from counsel and to discuss a matter relating to negotiations that may be competitively disadvantaged if discussed in public forum. Carried (7-0-0).

On a motion by D. Hoover, and seconded by K. Murray, the Board exited Executive Session at 1:42 p.m. Carried (7-0-0). T. Trahan reported no action was taken in Executive Session.

Reports

Treasurer's Report

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

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

Old Business

InformAnalytics Contract

R. McFarlin reported the InformAnalytics contract for the economic development software was executed for \$2,400 and the IDA saved \$600 from communications from a previous contract.

Solar Projects Presentation

R. McFarlin stated the Board has been in discussion with Richard Chun of Delaware River Solar on their proposal on Mooers V (submitted as \$4,800/MWh) and NY Plattsburgh I, LLC (originally submitted as \$6,000 but revised to \$4,800 on the application). R. McFarlin provided a brief summary of her findings and reviewed a New York State Energy Research Development Authority (NYSERDA) solar PILOT calculator chart she previously provided to the Board. This chart takes into account that Clinton County is in New York State Electric and Gas (NYSEG) territory and stated the chart has outdated tranches, previously more favorable, is based on 15-year terms, and indicates \$5,000 as the highest potential PILOT/MWh and \$1,800 on the low end.

She stated the Jefferson County IDA recently approved a \$5,000/MWh PILOT on a project for 15 years with a deescalate, but pay full taxes in year 16.

Based on her knowledge, most projects appear to be for 20-25 years depending on equipment and new developments in technology.

R. McFarlin inquired on the Boards' comfort with the \$4,800/MWh.

M. Zurlo stated he feels comfortable with \$5,100-\$5,200/MWh. R. Chun stated the rate of the power is less than the tranche one projects, so the company makes less and the NYSERDA grant is half of what was previously granted. M. Zurlo would like to see the proforma for \$5,000. R. McFarlin stated she can

facilitate delivery of that to M. Zurlo. The decision the IDA Board makes will be for both the Mooers V and NY Plattsburgh I Projects. R. McFarlin stated she will relay the information to the taxing jurisdictions and provide their feedback to the Board.

T. Trahan asked R. Chun to consult with the company and provide the Board's request.

Delaware River Solar – Mooers V: Public Hearing and PILOT Deviation Request Update

Discussed in prior paragraph.

Delaware River Solar – Plattsburgh I: PILOT Deviation Request Update

Discussed in prior paragraph.

Prime Plattsburgh, LLC – PILOT Deviation Request

T. Trahan stated the Board is carefully reviewing all of the Prime Plattsburgh, LLC information and no decision will be made at the meeting.

R. McFarlin reiterated to the Board that they received the Prime Plattsburgh, LLC application in March of 2019, with Prime Plattsburgh presenting at the July, 2019 meeting, where the Board passed resolutions for a Public Hearing, a Preliminary SEQR and authorized initialization to send the deviation letter. She stated Prime Plattsburgh, LLC originally proposed total payments of \$2,873,000 and abatements of \$5,854,324 or 67 percent. While minor changes of commercial space and the number of apartments (1 unit) were minimal, they were changes nonetheless. After receiving feedback from the Board and taxing jurisdictions and concerns about the duration of the PILOT, she asked Prime if they could modify the format to address those concerns. Prime Plattsburgh returned correspondence with an 18-year PILOT that would provide \$2,506,400 in PILOTs, with \$5.2 million or 68 percent abatement. The shortening of the PILOT would put the 20-year totals for PILOTs and tax revenues at \$3,546,149.27, abatement at \$4,685,386.77 or 57 percent, with an increase from the original proposal of \$514,649.27. M. Zurlo inquired if those findings were sent to the County, City and Plattsburgh City School District. R. McFarlin replied in the affirmative.

R. McFarlin stated the current status of the project is the City of Plattsburgh Common Council is acting as lead agency for SEQR and has put together a draft Generic Environmental Impact Statement (GEIS) to get the collective impact of all the Downtown Revitalization Projects of which public comments were received until December 23, 2019. The City of Plattsburgh is now preparing the final GEIS and responding to those comments. Prime Plattsburgh, LLC has been submitting applications to the Plattsburgh City Planning Board and Zoning Board of Appeals, and they have indicated that they are looking to break ground in July, 2020 instead of the of original April, 2020 proposed date.

R. McFarlin stated the Plattsburgh City School District has expressed numerous times, in letters, public statements and in meetings, that they disagreed with the 67 percent abatement as initially proposed, and are concerned with the additional expense that may be incurred if new students are enrolled at the school under that PILOT proposal.

R. McFarlin stated to ensure the Board is fully aware, she is apprising them of the public comments of the project which are: that the PILOT duration is too long, the abatement is too large, the Project will not be successful, there is no market for the products, IDA engagement should be limited to projects with significant job creation, the project will cause higher taxes, that there was a petition signed by 2,000 people opposing the project, it does not comport with the Downtown Revitalization Initiative (DRI)

planning, the school will not get enough money via the PILOT to afford the increased number of students induced by this development, the school will incur \$25,00 per pupil, conflicts of interest, that the building doesn't "fit in" with downtown and there won't be any parking and the removal of the Durkee Street Parking Lot will put more pressure on parking.

T. Trahan inquired if Mayor Colin Read would like to comment. C. Read stated he thought R. McFarlin summed it up accurately, and that some of the public comments have been addressed in the draft GEIS, and the forthcoming final GEIS should be finalized in the next couple of weeks. He felt it will be much more helpful to focus on fact-based decision making rather than speculation, and he feels the IDA Board would agree.

M. Zurlo stated on behalf of Clinton County and not in his IDA capacity, he believes the latest iteration includes some positive aspects, in that it goes from 20 years down to 18 years and would go on the full tax rolls in year 19, as opposed to year 21 (as a result of year four complete abatement). He stated he will discuss with this with the Clinton County Legislative Board and is unable to speak on behalf of the Clinton County Legislature at this point. He is pleased to see the PILOT decreased from 20 years to 18 years, which would result in an additional \$500,000 to the taxing jurisdictions.

R. McFarlin reported when Prime Plattsburgh, LLC asked for the additional abatement in year four, they stated it was because they want to make sure they can get tenants in or commercial space, and they will pass that savings on to those potential tenants in the form of reduced Common Area Maintenance (CAM) fees.

R. McFarlin reported that Chazen Companies prepared the draft GEIS, and they predict the total economic impact of the project will be \$7,089,135. When they calculated the municipal expenditure per capita, they predicted a net negative \$20, 548 to the City of Plattsburgh for years three through fourteen and a net positive beyond that. They estimated as many as 30 new students in the city school district and blanketed those out over thirteen grades for average of 2.3 additional students per grade level. She noted there has been a decline in the city school enrollment since 2000, so therefore their analysis showed there should be no significant impact on facilities.

R. McFarlin noted a positive construction economic impact of \$7,700,000 between sales within the City, the construction job wages (and how those monies are spent) and new job creation.

R. McFarlin also reviewed some demographic data and reports with the Board including rental vacancy rates, median household income, and Housing and Urban Development (HUD) fair market rent.

K. Defayette stated he liked the new Prime Plattsburgh, LLC proposal of 57 percent abatement because the school district has expressed they would be more comfortable with an 50 percent abatement as opposed to the original 67 percent abatement. He believes it to be good faith on the part of the developer to try and work with the numbers.

R. McFarlin stated she will report to the Board any feedback she receives from the taxing jurisdictions, and she encouraged Board members to contact her should they have any questions, guidance or recommendations.

Other Business as Required

At this time, J. Wood, C. Read, R. Marino and S. Moore left the meeting.

New Business

Green National Development, LLC

Public Hearing Resolution

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

Resolution No. 01-20-01

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OF COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY TO HOLD A PUBLIC HEARING REGARDING A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF GREEN NATIONAL DEVELOPMENT, LLC.

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, Green National Development, LLC, a New York State limited liability company (the "Company"), 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 an approximately 3.0 acre parcel of land located at 50 Truman Avenue (Tax Map No. 207.10-2-24) in the City of Plattsburgh, Clinton County, New York (the "Land"), together with an existing approximately 85,252 square foot, 11 story building located thereon (the "Facility"), (2) the renovation of 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 an approximately 124 unit senior living residential facility to be owned and operated by the Company 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 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 Executive Director 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, Vice Chairperson and/or Executive Director 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 Executive Director 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	<u>YES</u>
David Hoover	VOTING	<u>YES</u>
Michael E. Zurlo	VOTING	<u>YES</u>
Keith Defayette	VOTING	<u>YES</u>
Kim Murray	VOTING	<u>YES</u>
Mark Leta	VOTING	<u>YES</u>
John VanNatten	VOTING	<u>YES</u>

The foregoing Resolution was thereupon declared duly adopted.

SEQR Resolution

The following resolution was offered by J. VanNatten, seconded by M. Leta, to wit:

Resolution No. 01-20-02

RESOLUTION DIRECTING THE EXECUTIVE DIRECTOR 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 GREEN NATIONAL DEVELOPMENT, LLC.

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, Green National Development, LLC, a New York State limited liability company (the "Company"), 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 an approximately 3.0 acre parcel of land located at 50 Truman Avenue (Tax Map No. 207.10-2-24) in the City of Plattsburgh, Clinton County, New York (the "Land"), together with an existing approximately 85,252 square foot, 11 story building located thereon (the "Facility"), (2) the renovation of 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 an approximately 124 unit senior living residential facility to be owned and operated by the Company 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 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 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;

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;

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

The foregoing Resolution was thereupon declared duly adopted.

Requesting Resolution

On a motion by K. Defayette, seconded by D. Hoover, the County of Clinton Industrial Development Agency is asking the Clinton County Capital Resource Corporation to consider issuing the bond portion of the project through the Clinton County Capital Resource Corporation to effect certain cost savings to the project. Carried (7-0-0).

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

Resolution No. 01-20-07

RESOLUTION REQUESTING THAT CLINTON COUNTY CAPITAL RESOURCE CORPORATION CONSIDER UNDERTAKING A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF GREEN NATIONAL DEVELOPMENT, LLC.

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, civic, 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, Clinton County Capital Resource Corporation (the "Issuer") was created in December, 2010 by a certificate of incorporation filed with the New York Secretary of State's Office (the "Certificate of Incorporation") creating the Issuer as a public instrumentality of Clinton County, New York (the "County") pursuant to the provisions of (A) Section 1411 of the Not-For-Profit Corporation Law of the State of New York, as amended (the "Enabling Act"), (B) Revenue Ruling 57-187 and Private Letter Ruling 200936012, and (C) a resolution adopted on November 10, 2010 (the "Sponsor Resolution") by the County Legislature of the County, which Sponsor Resolution (1) authorized the incorporation of the Issuer under the Enabling Act and (2) appointed the initial members of the board of directors of the Issuer; and

WHEREAS, pursuant to the Twelfth Clause Subparagraph (A) of the Certificate of Incorporation, the Issuer may only undertake projects that are not authorized by the Act, unless the Issuer receives a written request from the Agency asking the Issuer to consider undertaking a particular such project; and

WHEREAS, although the Agency has previously approved a project (the "Agency Project") for the benefit of Green National Development, LLC (the "Company"), the Agency desires to request that the Issuer consider assisting the Agency with respect to the Agency Project by undertaking a related project for the benefit of the Company (the "Issuer Project"), said Issuer Project to consist of the following: (A) (1) the acquisition of an interest in an approximately 3.0 acre parcel of land located at 50 Truman Avenue (Tax Map No. 207.10-2-24) in the City of Plattsburgh, Clinton County, New York (the "Land"), together with an existing approximately 85,252 square foot, 11 story building located thereon (the "Facility"), (2) the renovation of 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 an approximately 124 unit senior living residential facility to be owned and operated by the Borrower and other directly and indirectly related activities; (B) the financing of all or a portion of the costs of the foregoing by the issuance of revenue bonds of the Issuer in one or more issues or series in an aggregate principal amount sufficient to pay all or a portion of the cost of undertaking the Project, together with necessary incidental costs in connection therewith, presently estimated to not exceed \$8,280,000 and in any event not to exceed \$8,500,000 (the "Obligations"); (C) the payment of a portion of the costs incidental to the issuance of the Obligations, including issuance costs of the Obligations and any reserve funds as may be necessary to secure the Obligations; and (D) the making of a loan (the "Loan") of the proceeds of the Obligations to the Company or such other person as may be designated by the Company and agreed upon by the Issuer;

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

Section 1. Pursuant to Section [CoiRestrictionSection] of the Certificate of Incorporation, the Agency hereby request that the Issuer consider assisting the Agency with respect to the Agency Project by undertaking the Issuer Project for the benefit of the Company, subject to the following conditions: .

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	<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>YES</u>
John VanNatten	VOTING	<u>YES</u>

The foregoing Resolution was thereupon declared duly adopted.

Plattsburgh Lodging Ventures, LLC

R. McFarlin reiterated to the Board, Plattsburgh Lodging Ventures, LLC requested, and the Board considered, a Tier-II UTEP based on new employment and an investment of \$10 million. It fits with the objectives of the IDA and regional strategic plans, and it is an extended-stay product of which the County at this time does not have.

Final SEQR Resolution

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

Resolution No. 01-20-05

RESOLUTION ACCEPTING THE DETERMINATION BY THE TOWN OF PLATTSBURGH PLANNING BOARD TO ACT AS LEAD AGENCY FOR THE ENVIRONMENTAL REVIEW OF THE PLATTSBURGH LODGING VENTURES LLC PROJECT AND ACKNOWLEDGING RECEIPT OF THE NEGATIVE DECLARATION ISSUED WITH RESPECT THERETO.

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 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, in October, 2019, Plattsburgh Lodging Ventures LLC, a New York State limited liability company (the "Company"), submitted an application (the "Application") to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested 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 an approximately 3.8 acre portion of an approximately 21.20 acre parcel of land located on Route 3 (Tax Map No. 206.4-3-15) in the Town of Plattsburgh, Clinton County, New York (the "Land"), (2) the construction on the Land of an approximately 63,485 square foot, 4-story 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 an extended stay hotel to be owned and operated by the Company 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 Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on October 7, 2019 (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 October 28, 2019 and/or hand delivered on October 23, 2019 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the Public Hearing to be posted on October 23, 2019 on a public bulletin board located at 151 Banker Road in the Town of Plattsburgh, Clinton County, New York, (C) caused notice of the Public Hearing to be published on October 30, 2019 in The Press Republican, a newspaper of general circulation available to the residents of Town of Plattsburgh, Clinton County, New York, (D) conducted the Public Hearing on November 18, 2019 at 5:30 o'clock p.m., local time at the Town of Plattsburgh offices located at 151 Banker Road in the Town of Plattsburgh, Clinton County, New York, 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 October 7, 2019 (the "Preliminary SEQR Resolution"), the Agency (A) determined (1) to obtain an environmental assessment form relating to the Project from the Company, to review such environmental assessment form 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) that, the Agency wished 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, the Agency has been informed that (A) the Town of Plattsburgh Planning Board (the "Planning Board") was designated to act as the "lead agency" with respect to the Project and (B) on October 15, 2019 the Planning Board determined that that the Project is a "unlisted action" which will not have a "significant effect on the environment" and, therefore, that an "environmental impact statement" is not required to be prepared with respect to the Project and issued a negative declaration with respect thereto (the "Negative Declaration"); and

WHEREAS, at the time that the Planning Board determined itself to be the "lead agency" with respect to the Project, it was not known that the Agency was an "involved agency" with respect to the Project, and, now that the Agency has become an "involved agency" with respect to the Project, the Agency desires to concur in the designation of the Planning Board as "lead agency" with respect to the Project, to acknowledge receipt of a copy of the Negative Declaration and to indicate that the Agency has no information to suggest that the Planning Board was incorrect in determining that the Project will not have a "significant effect on the environment" pursuant to SEQRA;

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

Section 1. (A) The Agency has received copies of, and has reviewed, the Application and the Negative Declaration (collectively, the "Reviewed Documents") and, based upon said Reviewed Documents and the representations made by the Company to the Agency at this meeting, the Agency hereby ratifies and concurs in the designation of the Planning Board as "lead agency" with respect to the Project (as such quoted term is defined in SEQRA).

(B) The Agency hereby determines that the Agency has no information to suggest that the Planning Board was incorrect in determining that the Project will not have a "significant effect on the environment" pursuant to SEQRA (as such quoted phrase is used in SEQRA).

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

The foregoing Resolution was thereupon declared duly adopted.

Approving Resolution

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

Resolution No. 01-20-06

RESOLUTION AUTHORIZING EXECUTION OF DOCUMENTS IN CONNECTION WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR PLATTSBURGH LODGING VENTURES LLC (THE "COMPANY").

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, in October, 2019, Plattsburgh Lodging Ventures LLC, a New York State limited liability company (the "Company"), submitted an application (the "Application") to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested 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 an approximately 3.8 acre portion of an approximately 21.20 acre parcel of land located on Route 3 (Tax Map No. 206.4-3-15) in the Town of Plattsburgh, Clinton County, New York (the "Land"), (2) the construction on the Land of an approximately 63,485 square foot, 4-story 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 an extended stay hotel to be owned and operated by the Company 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 Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on October 7, 2019 (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 October 28, 2019 and/or hand delivered on October 23, 2019 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the Public Hearing to be posted on October 23, 2019 on a public bulletin board located at 151 Banker Road in the Town of Plattsburgh, Clinton County, New York, (C) caused notice of the Public Hearing to be published on October 30, 2019 in The Press Republican, a newspaper of general circulation available to the residents of Town of Plattsburgh, Clinton County, New York, (D) conducted the Public Hearing on November 18, 2019 at 5:30 o’clock p.m., local time at the Town of Plattsburgh offices located at 151 Banker Road in the Town of Plattsburgh, Clinton County, New York, 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 October 7, 2019 (the “Preliminary SEQR or SEQR Resolution”), the Agency (A) determined (1) to obtain an environmental assessment form relating to the Project from the Company, to review such environmental assessment form 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) that, the Agency wished 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 January 13, 2020 (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) indicated that the Agency had no information to suggest that the Planning Board was incorrect in issuing a negative declaration on October 15, 2019 (the “Negative Declaration”) determining that the Project will not have a “significant effect on the environment” pursuant to SEQRA; and

WHEREAS, the Agency has given due consideration to the Application, and to representations by the Company that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Company to undertake the Project in Clinton County, New York and (B) the completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York; and

WHEREAS, the Agency desires to encourage the Company to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of Clinton County, New York by undertaking the Project in Clinton County, New York; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the “Agency Documents”): (A) a certain lease to agency (the “Lease to Agency” or the “Underlying Lease”) by and between the Company, as landlord, and the

Agency, as tenant, pursuant to which the Company will lease to the Agency a portion of the Land and all improvements now or hereafter located on said portion of the Land (collectively, the "Leased Premises"); (B) a certain license agreement (the "License to Agency" or the "License Agreement") by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company will grant to the Agency (1) a license to enter upon the balance of the Land (the "Licensed Premises") for the purpose of undertaking and completing the Project and (2) in the event of an occurrence of an Event of Default by the Company, an additional license to enter upon the Licensed Premises for the purpose of pursuing its remedies under the Lease Agreement (as hereinafter defined); (C) a lease agreement (and a memorandum thereof) (the "Lease Agreement") by and between the Agency and the Company, pursuant to which, among other things, the Company agrees to undertake the Project as agent of the Agency and the Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (D) a payment in lieu of tax agreement (the "Payment in Lieu of Tax Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; (E) a uniform project benefits agreement (the "Uniform Project Benefits Agreement") by and between the Agency and the Company regarding the granting of the financial assistance and the potential recapture of such assistance; (F) a certain recapture agreement (the "Section 875 GML Recapture Agreement") by and between the Company and the Agency, required by the Act, regarding the recovery or recapture of certain sales and use taxes; (G) a sales tax exemption letter (the "Sales Tax Exemption Letter") to ensure the granting of the sales tax exemption which forms a part of the Financial Assistance; (H) a New York State Department of Taxation and Finance form entitled "IDA Appointment of Project Operator or Agency for Sales Tax Purposes" (the form required to be filed pursuant to Section 874(9) of the Act) (the "Thirty-Day Sales Tax Report") and any additional report to the Commissioner of the State Department of Taxation and Finance concerning the amount of sales tax exemption benefit for the Project (the "Additional Thirty-Day Project Report"); (I) if the Company intends to finance the Project with borrowed money, a mortgage and any other security documents and related documents (collectively, the "Mortgage") from the Agency and the Company to the Company's lender with respect to the Project ("the "Lender"), which Mortgage will grant a lien on and security interest in the Project Facility to secure a loan from the Lender to the Company with respect to the Project (the "Loan"); and (J) various certificates relating to the Project (the "Closing Documents");

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

Section 1. All action taken by the Executive Director of the Agency with respect to the Public Hearing with respect to the Project is hereby ratified and confirmed.

Section 2. The law firm of Hodgson Russ LLP is hereby appointed Agency Counsel to the Agency with respect to all matters in connection with the Project. Agency Counsel for the Agency is hereby authorized, at the expense of the Company, to work with the Company, counsel to the Company and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution. Agency Counsel has prepared and submitted an initial draft of the Agency Documents to staff of the Agency.

Section 3. The Agency hereby finds and determines that:

(A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act;

(B) The Project constitutes a "project," as such term is defined in the Act;

(C) The Project site is located entirely within the boundaries of Clinton County, New York;

(D) It is estimated at the present time that the costs of the planning, development, acquisition, construction, reconstruction and installation of the Project Facility (collectively, the "Project Costs") will be approximately \$12,467,625.00;

(E) The completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York;

(F) The Project is likely to attract a significant number of visitors from outside the New York North Country economic development region, and therefore meets the definition of a "tourism destination" project within the meaning of Section 862(2)(a) of the Act. Accordingly, although facilities or projects that are primarily used in making retail sales of goods or services to customers who personally visit such facilities may constitute more than one-third of the costs of the Project, the Agency is authorized to provide financial assistance in respect of the Project pursuant to Section 862(2)(a) of the Act;

(G) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of Clinton County, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;

(H) The Agency has reviewed the Public Hearing Report and has fully considered all comments contained therein;

(I) The Project should receive the Financial Assistance in the form of exemptions from sales tax, mortgage recording tax and real property tax based on the description of expected public benefits to occur as a result of this Project, as described on Exhibit A attached hereto and failure by the Company to meet the expected public benefits will result in a recapture event, as described on Exhibit B attached hereto; and

(J) It is desirable and in the public interest for the Agency to enter into the Agency Documents.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (A) accept the License Agreement; (B) lease the Project Facility to the Company pursuant to the Lease Agreement; (C) acquire, construct and install the Project Facility, or cause the Project Facility to be acquired, installed and constructed; (D) enter into the Payment in Lieu of Tax Agreement; (E) enter into the Uniform Agency Project Agreement; (F) enter into the Section 875 GML Recapture Agreement; (G) secure the Loan by entering into the Mortgage; and (H) grant the Financial Assistance with respect to the Project.

Section 5. The Agency is hereby authorized (A) to acquire a license in the Licensed Premises pursuant to the License Agreement, (B) to acquire a leasehold interest in the Leased Premises pursuant to the Underlying Lease, (C) to acquire title to the Equipment pursuant to a bill of sale (the "Bill of Sale to Agency") from the Company to the Agency, and (D) to do all things necessary or appropriate

for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisitions are hereby approved, ratified and confirmed.

Section 6. The Agency is hereby authorized to acquire, construct and install the Project Facility as described in the Lease Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition, construction and installation are hereby ratified, confirmed and approved.

Section 7. The Chairperson (or Vice Chairperson) of the Agency, with the assistance of Agency Counsel and/or Special Counsel, is authorized to negotiate and approve the form and substance of the Agency Documents.

Section 8. (A) The Chairperson (or Vice Chairperson) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agency 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 the forms thereof as the Chairperson (or Vice Chairperson) shall approve, the execution thereof by the Chairperson (or Vice Chairperson) to constitute conclusive evidence of such approval.

(B) The Chairperson (or Vice Chairperson) of the Agency is hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 9. 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 Agency Documents, 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 Agency Documents binding upon the Agency.

Section 10. 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>
Keith Defayette	VOTING	<u>YES</u>
Kim Murray	VOTING	<u>YES</u>
Mark Leta	VOTING	<u>YES</u>
John VanNatten	VOTING	<u>YES</u>

The foregoing Resolution was thereupon declared duly adopted.

EXHIBIT A

DESCRIPTION OF THE EXPECTED PUBLIC BENEFITS

In the discussions had between the Project Beneficiary and the Agency with respect to the Project Beneficiary's request for Financial Assistance from the Agency with respect to the Project, the Project Beneficiary has represented to the Agency that the Project is expected to provide the following benefits to the Agency and/or to the residents of Clinton, New York (the "Public Benefits"):

Description of Benefit		Applicable to Project (indicate Yes or NO)		Expected Benefit
1.	Creation of new permanent jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	14 full time equivalent new jobs at the Project Facility within 2 years of the date hereof.
2.	Creation of construction employment for local labor (i.e., labor resident in the area comprised of Clinton, Essex, Franklin, Hamilton, Jefferson, Lewis and St. Lawrence counties)	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Average of 36 full time equivalent construction jobs at the Project Facility for local labor during an estimated construction period of 6 months, commencing within 24 months of the date hereof.
3.	Private sector investment	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	\$10,700,000 at the Project Facility within 2 years of the date hereof.
4.	Attract customers from outside the Economic Development Region	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Quantify by (% or number of customers, or % or amount of sales): 50% within 2 years of the date hereof.

EXHIBIT B

DESCRIPTION OF THE RECAPTURE EVENTS

In connection with the Project and the granting of the Financial Assistance, the Agency and the Project Beneficiary agree that the following shall constitute recapture events with respect to the Project and the granting of the Financial Assistance:

1.	Failure of the Project Beneficiary to document to the satisfaction of the Agency the commencement of the acquisition, construction, reconstruction, renovation, and/or installation of the Project Facility within 6 months of the date hereof.
2.	Failure of the Project Beneficiary to document to the satisfaction of the Agency the completion of the acquisition, construction, reconstruction, renovation, and/or installation of the Project Facility within 2 years of the date hereof.
3.	Failure by the Project Beneficiary to document to the satisfaction of the Agency the creation of at least [80%] of the average full time equivalent local labor construction jobs at the Project Facility listed on Exhibit A attached hereto during the construction period described on Exhibit A attached hereto.



4.	Failure by the Project Beneficiary to document to the satisfaction of the Agency the creation of at least [80%] of the full time equivalent new jobs at the Project Facility listed on Exhibit A attached hereto within 2 years of the date hereof.
5.	Failure by the Project Beneficiary to document to the satisfaction of the Agency that at least [80%] of the private sector investment described on Exhibit A attached hereto occurred with respect to the Project Facility within 2 years of the date hereof.
6.	Failure by the Project Beneficiary to document to the satisfaction of the Agency that the Project resulted in the attraction of at least [80%] of the % or number of customers (or the % or amount of sales) from outside the Economic Development Region as described on Exhibit A attached hereto within 2 years of the date hereof.
7.	Failure by the Project Beneficiary to document to the satisfaction of the Agency that the Project provided the other Public Benefits described on Exhibit A attached hereto within the time frames assigned to such benefits.
8.	Liquidation of substantially all of the Project Beneficiary's operating assets at the Project Facility and/or cessation of substantially all of the Project Beneficiary's operations at the Project Facility.
9.	Relocation of all or substantially all of Project Beneficiary's operations at the Project Facility to another site, or the sale, lease or other disposition of all or substantially all of the Project Facility.
10.	Failure by the Project Beneficiary to comply with the annual reporting requirements or to provide the Agency with requested information.
11.	Sublease or assignment of all or part of the Project Facility in violation of any Project Facility Agreement.
12.	A change in the use of the Project Facility, other than as described on Exhibit A and other directly and indirectly related uses, in violation of any Project Facility Agreement.

Northstar LLC Extension Request

R. McFarlin reported Northstar sent an extension request letter for their job creation requirement (of 21 full-time employees by the end of 2019). They are short at this time, however, they have signed a lease in which the company is either occupying, or will be by the end of the month, which will create six more jobs and possibly 12. They also have another lease that should commence in April, 2020, with the potential for two additional tenants.

The Board instructed R. McFarlin to contact Northstar and apprise them of the necessary State approval.



Beekman Towers Application

Discussed in presentations.

Hodgson Russ General Services Invoice

On a motion by M. Zurlo, and seconded by J. VanNatten, the Board unanimously approved payment of the Hodgson Russ General Services Invoice of \$10,000.

New York State Economic Development Council (NYSEDC) Membership Dues

On a motion by K. Defayette, and seconded by K. Murray, the Board unanimously approved payment of the NYSEDC membership dues of \$850.

Other Business as Required

R. McFarlin reiterated the results of Senator Skoufis's Report, an audit of 50 randomly selected IDAs, to ensure all policies were on the website, up-to-date and in compliance. The CCIDA was deficient in one aspect, an enabling statute from the 1970's which has since been uploaded to the website.

R. McFarlin noted she and T. Trahan toured the Schluter Thinset Facility and both were impressed with the production line.

Management Team Reports

Project Monitoring

There was no project monitoring to report.

Project Status Update

There were no project status updates to report.

Executive Director's Report

Correspondence

There has been no correspondence to report.

There being no further business to report, K. Murray motioned to adjourn the meeting at 2:39 p.m., seconded by M. Leta.



Trent Trahan, Chairperson



NAmTrans Update



North Country Chamber of Commerce
Board Retreat - 2019

NAmTrans and Cluster Overview

- The North American Center of Excellence for Transportation Equipment (NAmTrans) is a strategic subsidiary of the North Country Chamber of Commerce dedicated to:
 - Serving the cluster of over 50 transportation equipment and aerospace manufacturers.
 - Building active working partnerships between our cluster and other Transportation Equipment and Aerospace clusters in NY, Quebec, and beyond.
- Our cluster has been purposefully and strategically developed to be diverse - serving the Rail, Road, Aerospace and Marine sectors.
- Average wage in advanced manufacturing careers was 68% higher than regional average private sector wage in 2018!
 - \$63,420.91 versus \$43,617*



*Data from NYS Department of Labor 2019

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History of North Country's Transportation Cluster

"Movement at the Center of Prosperity"

Bombardier Plattsburgh Plant

It all began in the 1990's when Plattsburgh became the U.S. railcar production center for **Bombardier Transportation**, joining **New York Air Brake's** U.S. production operations in Watertown.

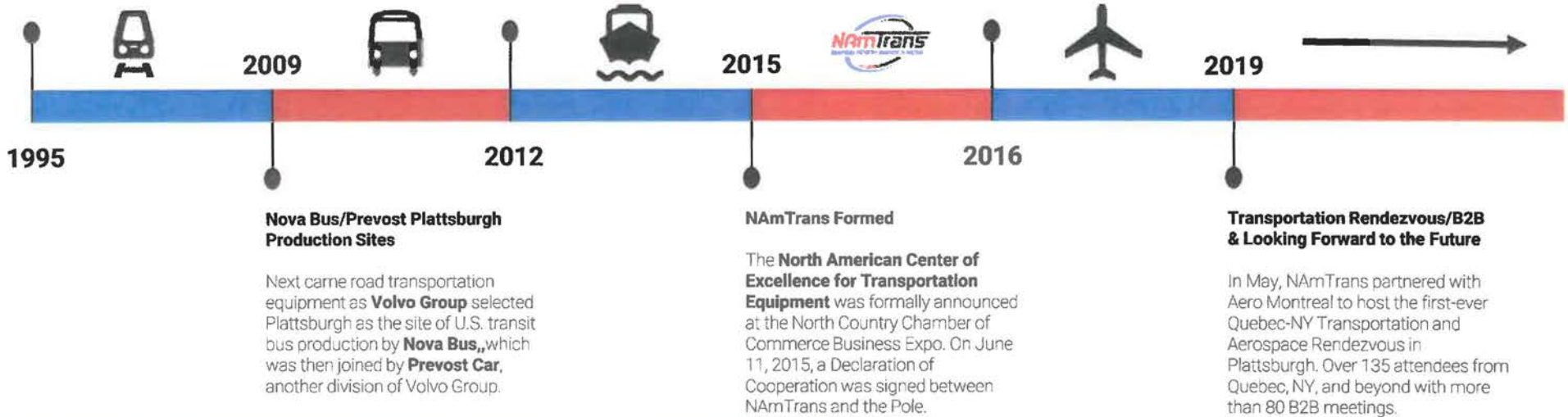
MetalCraft Marine in Cape Vincent

A fourth leg to the cluster came in 2012 with **Metalcraft Marine** in Cape Vincent, and was later joined by **Prelco U.S, Inc.** in Rouses Point in 2017.

Norsk Titanium PDQC

In 2016, the aim of attracting major aerospace activity was achieved when Plattsburgh became the global production site for **Norsk Titanium** and its disruptive additive manufacturing technology for titanium structural components for aircraft.

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Nova Bus/Prevost Plattsburgh Production Sites

Next came road transportation equipment as **Volvo Group** selected Plattsburgh as the site of U.S. transit bus production by **Nova Bus**, which was then joined by **Prevost Car**, another division of Volvo Group.

NAmTrans Formed

The **North American Center of Excellence for Transportation Equipment** was formally announced at the North Country Chamber of Commerce Business Expo. On June 11, 2015, a Declaration of Cooperation was signed between NAmTrans and the Pole.

Transportation Rendezvous/B2B & Looking Forward to the Future

In May, NAmTrans partnered with Aero Montreal to host the first-ever Quebec-NY Transportation and Aerospace Rendezvous in Plattsburgh. Over 135 attendees from Quebec, NY, and beyond with more than 80 B2B meetings.

Continued Cluster Growth

- Vapor Stone Rail Systems, a Wabtec Company, recently held a grand-opening for their new 60,000 sq. ft. facility; this is their second production site in Plattsburgh.
- Norsk Titanium anticipates investing \$1 billion in its Plattsburgh operation over the next 10 years; PPC scheduled to open in early 2020.
- AmTech Yarns (Seaway Yarns Ltd.), has acquired a building in the Massena Industrial Park for a nylon extrusion manufacturing operation. The company is adding to the existing building and will create 9 new jobs over the next three years.

“The region’s transportation cluster continues to grow and expand, with projects representing not only job growth and retention but significant foreign direct investment as well.”

-NCREDC 2019 Progress Report



“We are more than tripling our people and the job opportunities that we can offer to the Plattsburgh community. We want to grow, we want to produce more and more product.”

- Carine Paumier-Hug, VP & Managing Director, Vapor Stone Rail Systems

What We've Accomplished

- **Developed a cohesive brand for NAmTrans**

- Logo, dedicated color-scheme, etc.
- Promotional materials and banners for trade shows

- **Cluster Company Photos & NAmTrans Videos**

- 100+ professional photos and eight workforce recruitment videos.
- Being used in newsletter, social media, ad-campaign, and more!

- **"NAmTrans News" Newsletter**

- Monthly newsletter sent to over 350 individuals.
- Features NAmTrans events, cluster company news, resource spotlights, and more!

- **First-ever Quebec-NY Transportation Rendezvous/B2B**

- More than 135 participants from NY and Quebec.
- 80 B2B meetings were held

Rendezvous set for transportation leaders

Transportation cluster keeps rolling

Teens explore local manufacturing sector

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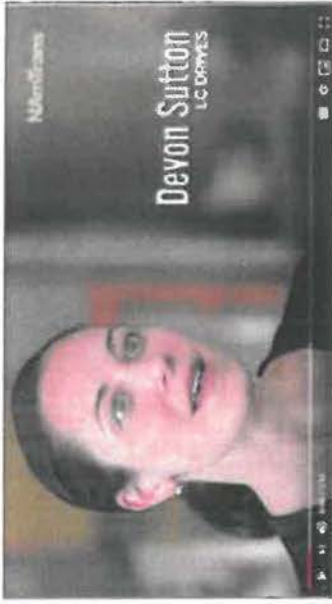
NAMTrans Brand Guide



NAMTrans Photo Campaign



**"NAMTrans News" Newsletter
October 2019 Edition**



**NAMTrans Workforce Recruitment
Video Campaign**



**NY-Quebec Transportation
Rendezvous and B2B**

Current Initiatives and Projects

- **Ongoing Cluster Outreach**

- Meeting with GM's, HR teams, and Business Development Managers to better understand challenges, best practices, and how NAMTrans can assist.

- **Ongoing Cluster Assistance**

- Identifying needs and providing funding assistance for workforce development in partnership with WDI and CITEC.
 - LC Drives Lean training began 10/24 - will train ~20 employees.
 - Camso Lean training begins on 10/25 - will train ~120 employees.
 - LTG Lean training begins on 10/30 - will train ~5 employees.



LC Drives

- Subsidized cost of Project Management class for Reynolds and Son, Inc. employee.
- Working with IEC Holden to provide overhead crane operator safety training through the Chamber's program.



Current Initiatives and Projects

- **USDA RBDG - Supervisor Training**

- Eight classes designed to teach all skills necessary to be effective supervisor in the workplace (soft-skills).
- Facilitators from Clinton Community College, CITEC, and more.
- Training has sold-out - 30 employees enrolled.



- **NAmTrans Advisory Board**

- Officially formed and announced on October 16th.
- Thirteen member board comprised of representatives from cluster companies, educational institutions, and economic development organizations.
- Will provide feedback and planning guidance.



- **NAmTrans on Social Media**

- Raising awareness for the cluster, cluster companies, and NAmTrans resources with active Facebook, LinkedIn, and Twitter presence.



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NAMTrans
NORTH COUNTRY ADVISORY BOARD

NAMTRANS ADVISORY BOARD COMPLETES KEY BUSINESS TERMS

The North Country Chamber of Commerce is pleased to announce that the NAMTrans Advisory Board has completed its first meeting. The board members have reviewed and approved the business terms for the NAMTrans program, which will be implemented in the coming months.

The board members are:

- John DeWitt, President, NAMTrans
- Bob DeWitt, Vice President, NAMTrans
- Greg DeWitt, Secretary, NAMTrans
- Bob DeWitt, Treasurer, NAMTrans
- Alan DeWitt, Director, NAMTrans
- Mike DeWitt, Director, NAMTrans
- Steve DeWitt, Director, NAMTrans
- Dick DeWitt, Director, NAMTrans
- Tom DeWitt, Director, NAMTrans
- Bob DeWitt, Director, NAMTrans
- Greg DeWitt, Director, NAMTrans
- Alan DeWitt, Director, NAMTrans

The board members have also reviewed and approved the business terms for the NAMTrans program, which will be implemented in the coming months.

NAMTrans Advisory Board Press-Release

Social Media Presence

Videos, Resources, Cluster News, "Cluster Company Features", and more!

The graphic shows a Facebook post from the North Country Chamber of Commerce. The post features a photo of a man standing in front of a building with a sign that says "North Country Chamber of Commerce". The post text includes information about the chamber's services and a link to the chamber's website.

Social Media Presence
Videos, Resources, Cluster News, "Cluster Company Features", and more!

SUPERVISOR TRAINING

The North Country Chamber of Commerce is offering a supervisory training series designed to help employees from all industries and backgrounds learn and develop the skills necessary to be an effective supervisor in the workplace. Whether you are working toward a promotion, supervising peers, or have been a supervisor for years - this training series is for you!

WHEN: Eight classes from Oct. 28 - Dec. 17

CLASSES: Supervising Peers, Assertiveness Training, and much more!
For full list of classes, visit Chamber Events at www.northcountrychamber.com

WHERE: All classes will be held at the North Country Chamber of Commerce
7081 Route 8 Plattsburgh, NY 12901

COST: \$200 (member) or \$400 (non-member) per employee for full training series
Price includes breakfast each morning - total value of training series is \$5,000!

Register today to ensure you have space for your business! Register today at www.northcountrychamber.com

Thank you to the sponsors!



Helping Cluster Companies Obtain the Training they Need!

Events, Meetings, and Special Guests

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President of Bombardier Transportation, North Americas, Lee Sander Luncheon and IAM Tour



Governor Cuomo's Deputy for Transportation, Michael Wojnar, visited Bombardier, Nova Bus, and PBG.



NAMTrans sponsored a dinner that evening with a small group of varied transportation interests



Attended Lion Electric NY Experience Center Grand Opening in Green Island.

Lion anticipates opening a US production facility within the next year. Went to connect with Lion leadership team and raise awareness about our cluster.



Events, Meetings, and Special Guests

NAMTrans joined Clinton Community College, CV-TEC, ETS, the North Country Chamber, OneWorkSource and TDC in organizing and hosting North Country Manufacturing Day.

Over 350 students from regional school districts attended and had a chance to meet with transportation equipment manufacturers in attendance (Norsk, Bombardier, Vapor Stone Rail, LTG, AQ B3CG, and more!)



NAMTrans Website



Looking Forward

- **Continued Cluster Company Visits and Assistance**
- **Developing Informational Materials**
 - Formal brochures, pamphlets, and other materials
- **USDA RBDG - Manager and Leadership Training Series**
- **Regular Advisory Board Meetings**
- **Workforce Recruitment Ad-Campaign**
- **Upcoming Events**
 - Fort Drum Career Fair
 - Human Capital Summit 2020
 - Rendezvous Longueuil
 - 2021 B2B



Thank You to All Who Made this Possible!
