

**Minutes of the  
County of Clinton  
Industrial Development Agency  
August 12, 2024**

The meeting was called to order by David Hoover, Vice Chairperson, at 12:00 p.m. at the County of Clinton Industrial Development Agency (CCIDA) office located at 137 Margaret Street, Suite 208, Plattsburgh, New York.

MEMBERS PRESENT: David Hoover, Vice Chairperson  
Michael Zurlo, Secretary  
Mark Leta, Assistant Secretary  
Keith Defayette, Treasurer and Chief Financial Officer  
John VanNatten, Member  
Joey Trombley, Member

MEMBERS ABSENT: Trent Trahan, Chairperson

STAFF PRESENT: Molly Ryan, Executive Director  
George Cregg, Jr., Esq., Agency Counsel (via Teleconference)  
Shannon Wagner, Esq., Agency Counsel  
Toni Moffat, Executive Assistant  
Dorothy Brunell, Administrative Assistant

OTHERS PRESENT: Howard Mamane, Gilo Creations/Champlain Shipping Logistics  
Mathias Mamane, Gilo Creations/Champlain Shipping Logistics

(Via Teleconference) John Gokey, General Manager, Saranac Power Partners, L.P.  
Kevin MacLeod, Esq., Counsel for Saranac Power Partners, L.P.

D. Hoover stated there was a quorum present.

D. Hoover waived the reading of the notice of the meeting published in the Press Republican on December 13, 2023.

**Reading and Consideration of the Draft Minutes of the Meeting of the County of Clinton Industrial Development Agency (CCIDA) of June 17, 2024.**

D. Hoover asked if there were any questions regarding the draft minutes of the June 17, 2024 meeting of the CCIDA. There were none.

On a motion by J. VanNatten, and seconded by J. Trombley, it was unanimously carried to approve the minutes of the June 17, 2024 CCIDA meeting as presented.

**Presentation: Howard Mamane, President – Gilo Creations/Champlain Shipping Logistics**

M. Ryan welcomed Howard Mamane, President of Gilo Creations/Champlain Shipping Logistics, to the meeting and invited him to provide an overview of their proposed Project.

H. Mamane advised that he and his father, Matt, are partners in a business in Canada, as well as one in the United States. The company in Canada is a manufacturer of pearl jewelry. H. Mamane stated that the

business was started 35 years ago by his father and mother, and he has been in the business for about 12 years, and took over running of the business approximately 6 years ago. Approximately five years ago they rented space in Champlain, New York and hired one full-time employee. Within six months of getting the Champlain space setup, they realized that they needed more space and rented additional space in Rouses Point. The space that the Company currently occupies consists of 16,000 square feet, however, it is not optimal space for warehousing purposes as the ceiling heights vary significantly throughout the space.

The Project being proposed consists of construction of a 30,000 square foot building with an opportunity to build an additional 30,000 square feet of space. The Project will allow for expansion of their third party logistics company in the Champlain Area, and they will be able to offer services to a wider array of customers. The estimated cost of the Project is \$3,670,000 million dollars. H. Mamane indicated the Company anticipates hiring four full-time employees and one part-time employee. Eventually, when the additional expansion is completed and they are at full capacity, they anticipate employing 10-12 full time employees, as well as temporary employees as required.

M. Zurlo asked if they are a customs broker. H. Mamane advised that they are not a broker and the companies they do logistics work for handle their own customs paperwork, etc. H. Mamane indicated they are a warehousing/logistics business and they partner with local transportation companies.

M. Zurlo asked H. Mamane if but for the benefits that the CCIDA may provide, would the Project being proposed not come to fruition. H. Mamane advised that was an accurate statement.

M. Ryan advised that she will prepare a cost/benefit analysis for review at the September 16, 2024 CCIDA Board Meeting.

### **Public Comment**

There was no public comment.

### **Reports**

#### **Treasurer's Report:**

K. Defayette reviewed the July 2024 Treasurer's Report. M. Zurlo asked J. VanNatten about the merger of Glens Falls National Bank and Saratoga National Bank, both of which fall under the entity of Arrow Bank. J. VanNatten stated the CCIDA currently has a money market account with Saratoga National Bank. This money market account was setup so that the balance in the CCIDA's checking account with Glens Falls National would fall below the FDIC insured amount. Both Saratoga National Bank and Glens Falls National Bank fall under the Arrow Bank family of companies but they are two separate entities. The bank has applied to the Officer of the Comptroller of Currency (OCC) to merge all of their companies under one umbrella, which will be called Arrow Bank. This is not expected to occur until the end of 2024 and J. VanNatten indicated that he will discuss the matter further once the merger takes place. J. VanNatten also explained that since the CCIDA now has a sweep account in place, the CCIDA will not be affected by this merger and all of the CCIDA's money is and will remain FDIC insured.

On a motion by M. Leta, and seconded by J. Trombley, it was unanimously RESOLVED to approve the July 2024 Treasurer's Report as presented by K. Defayette.

## **Old Business**

There was no old business.

## **New Business**

Saranac Power Partners, L.P. – Resolution Authorizing PILOT Deviation and Second Amendment to Amended and Restated PILOT

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

Resolution No. 08-24-01

RESOLUTION AUTHORIZING (A) A DEVIATION FROM THE AGENCY'S UNIFORM TAX EXEMPTION POLICY AND (B) THE AMENDMENT OF AN EXISTING AMENDED AND RESTATED PAYMENT IN LIEU OF TAX AGREEMENT AND CERTAIN OTHER DOCUMENTS IN CONNECTION WITH THE SARANAC POWER PARTNERS, L.P. PROJECT.

WHEREAS, County of Clinton Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of 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, 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, on or about December 29, 1992 (the "Closing Date"), the Agency entered into an installment sale agreement dated as of December 29, 1992 (the "Installment Sale Agreement") between the Agency and Saranac Power Partners, L.P. (the "Company") and other related documents for the purpose of undertaking the following project (the "Project") for the benefit of the Company: (A) (1) the acquisition of fee title to, leasehold interests in and certain easements to various parcels of real property located in the Town of Plattsburgh, Clinton County, New York (the "Land"), (2) the construction on the Land of a 240MW natural gas-fired cogeneration facility and related transmission lines and electrical energy interconnection facilities (the "Facility") and (3) the acquisition and installation of various machinery and equipment (the "Equipment") (the Land, the Facility and the Equipment hereinafter 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 sales taxes, real estate transfer taxes, mortgage recording taxes and real property taxes (the "Financial Assistance"); and (C) the sale of the Project Facility to the Company pursuant to the Installment Sale Agreement; and

WHEREAS, on or about December 29, 1992, the Agency acquired various interests in the Land pursuant to various conveyance documents executed on or about December 29, 1992 from the Company to the Agency; and

WHEREAS, simultaneously with the execution and delivery of the Installment Sale Agreement, (A) the Company and the Agency executed and delivered a payment in lieu of tax agreement dated as of December 29, 1992 (the “Original PILOT”, and sometimes hereinafter referred to as the “Existing PILOT”) by and among the Agency, the Company and The Development Corporation Clinton County, New York (f/k/a Clinton County Area Development Corp.), as agent (the “Original PILOT Mortgage Agent”) for the Agency and the “Taxing Entities” (as such term is defined in the Original PILOT), pursuant to which the Company agreed to pay certain payments in lieu of taxes with respect to the Project Facility to the Clinton County Treasurer (the “Treasurer”) for distribution to the appropriate Taxing Entities entitled to same pursuant to the provisions of the Existing PILOT, (B) the Agency filed with the assessor and mail to the chief executive officer of each “affected tax jurisdiction” (within the meaning of such quoted term in Section 854(16) of the Act) a copy of a New York State Board of Real Property Services Form 412-a (the form required to be filed by the Agency in order for the Agency to obtain a real property tax exemption with respect to the Project Facility under Section 412-a of the Real Property Tax Law) (the “Real Property Tax Exemption Form”) relating to the Project Facility and the Existing PILOT, and (C) the Company and the Agency executed and delivered a pilot mortgage dated as of December 29, 1992 (the “Original PILOT Mortgage”, and sometimes hereinafter referred to as the “Existing PILOT Mortgage”) from the Agency and the Company, as mortgagor, and the Original PILOT Mortgage Agent, as mortgagee (the “Original PILOT Mortgagee”), pursuant to which the Company and the Agency agreed to grant to the PILOT Mortgagee a mortgage lien on the Project Facility as security for, among other things, the obligation of the Company to make all payments and all other obligations of the Company for the benefit of the Agency and the Taxing Entities under the Original PILOT (the Installment Sale Agreement, the Original PILOT, the Real Property Tax Exemption Form and the Original PILOT Mortgage being sometimes collectively referred to as the “Basic Documents”); and

WHEREAS, the Original PILOT was amended pursuant to a first amendment to payment in lieu of tax agreement dated as of March 1, 2009 (the “First Amendment to PILOT”), as further amended pursuant to a second amendment to payment in lieu of tax agreement dated as of December 1, 2009 (the “Second Amendment to PILOT”), as further amended pursuant to a third amendment to payment in lieu of tax agreement dated as of December 1, 2013 (the “Third Amendment to PILOT”) and as further amended pursuant to a fourth amendment to payment in lieu of tax agreement dated as of December 1, 2016 (the “Fourth Amendment to PILOT”), each by and among the Agency, the Company and the PILOT Mortgage Agent (the Original PILOT, as amended by the First Amendment to PILOT, the Second Amendment to PILOT, the Third Amendment to PILOT and the Fourth Amendment to PILOT, being referred to hereinafter as the “Amended PILOT”), which Amended PILOT was amended and restated by an amended and restated payment in lieu of tax agreement dated as of January 1, 2018 (the “Initial Amended and Restated PILOT”) by and among the Agency, the Company and the Original PILOT Mortgage Agent; and

WHEREAS, the Initial Amended and Restated PILOT was amended pursuant to a first amendment to the Initial Amended and Restated PILOT dated as of March 1, 2024 (the “First Amendment to Amended and Restated PILOT”) to extend the term of such Initial Amended and Restated PILOT to terminate on December 31, 2028; and

WHEREAS, as a result of discussions had by the Agency with the Town of Plattsburgh (“Plattsburgh”), the Beekmantown Central School District (the “District”) and Clinton County (the “County”), as the affected jurisdictions (within the meaning of such term in Section 854(16) of the Act) (the “Affected Tax Jurisdictions”), the Agency and the Company determined to consider a second

amendment to the Initial Amended and Restated PILOT (the “Second Amendment to Amended and Restated PILOT,” and collectively with the Initial Amended and Restated PILOT and the First Amendment to Amended and Restated PILOT, the “Amended and Restated PILOT”) relating to certain matters including, but not limited to, the District’s desire to enter into a host community agreement with the Company in lieu of receiving payments under the Amended and Restated PILOT, as amended (collectively, the “Proposed Amendments”); and

WHEREAS, pursuant to the authorization contained in a resolution adopted by the members of the Agency on March 18, 2024 (the “Supplemental PILOT Deviation Notice Resolution”), the Executive Director of the Agency caused a letter dated March 21, 2024 (the “Supplemental PILOT Deviation Notice Letter,” a copy of which is attached hereto as Exhibit A) to be mailed to Affected Tax Jurisdictions pursuant to Section 874(4) of the Act and the Agency’s Uniform Tax Exemption Policy (the “UTEP”), informing said individuals that the Agency would, at a future meeting of the Agency, consider a proposed deviation from the UTEP with respect to the Proposed Amendments, and the reasons for said proposed deviation; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended (the “Regulations” and collectively with the SEQR Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to proceed with the approval of the Modification (as hereinafter defined); and

WHEREAS, pursuant to SEQRA, the Agency has examined the Modification in order to make a determination as to whether the Amendment is subject to SEQRA, and it appears that the Modification constitutes a Type II action under SEQRA;

WHEREAS, the Agency now desires to approve the Second Amendment to Amended and Restated PILOT (the “Modification”), subject to the following conditions: (1) except as amended by the Second Amendment to Amended and Restated PILOT, the Amended and Restated PILOT and the terms thereof shall remain in full force and effect; (2) pursuant to Section 858(15) of the Act, by resolution and/or certificate, receipt by the Agency of written approval of the terms of the Second Amendment to Amended and Restated PILOT from each of the Affected Tax Jurisdictions; and (3) the following additional condition(s): \_\_\_\_\_; and

WHEREAS, having complied with the requirements of the Act and with the requirements of SEQRA relating to the Amended and Restated PILOT, the Agency now desires to make its final determination whether to proceed with the Amended and Restated PILOT and to authorize the execution and delivery of the Amended and Restated PILOT and certain other documentation incorporating the Modification;

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 Modification, the Agency hereby determines that the Second Amendment to Amended and Restated PILOT constitutes a “Type II action” pursuant to 6 NYCRR 617.5(26), and therefor that, pursuant to 6 NYCRR 617.6(1)(i), the Agency has no further responsibilities under SEQRA with respect to the Modification.

Section 2. With respect to the proposed deviation from the UTEP, the Agency hereby finds and determines as follows:

(A) The Agency has considered any and all responses from the Affected Tax Jurisdictions to the Supplemental PILOT Deviation Notice Letter;

(B) The Agency has reviewed and responded to all written comments received from any Affected Tax Jurisdictions with respect to the proposed deviation;

(C) The Agency has given all representatives from an Affected Tax Jurisdiction in attendance at this meeting the opportunity to address the members of the Agency regarding the proposed deviation; and

(D) For purposes of Section 858(15) of the Act, by resolution and/or certificate, the Agency has received, or will receive, written approval of the terms of the Second Amendment to Amended and Restated PILOT from each of the Affected Tax Jurisdictions.

Section 3. Based upon (A) the findings and determinations in Section 1 above, (B) any comments received at the Public Hearing, (C) input received at this meeting from the Affected Tax Jurisdictions with respect to the proposed deviation, if any, (D) the Agency's knowledge of the Project and the Modification, (E) the recommendations of Agency staff, and (F) such further investigation of the Project and the Modification and the effect of the proposed deviation as the Agency has deemed appropriate, the Agency hereby determines to deviate from the UTEP with respect to the terms of the Second Amendment to Amended and Restated PILOT for the reasons set forth in the Supplemental PILOT Deviation Notice Letter. Based upon the aforementioned, the Agency hereby approves a deviation from the UTEP, the terms of the approved deviation to be as described in the attached Supplemental PILOT Deviation Notice Letter.

Section 4. With respect to the approval of the Modification, the Agency hereby finds and determines as follows:

(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 constituted a “project,” as such term is defined in the Act, and the consideration and approval by the Agency of the Modification constitutes a “project” under the Act;

(C) The Agency has complied with the requirements of Section 859-a of the Act and the requirements of SEQRA that relate to the Amended and Restated PILOT and the Second Amendment to Amended and Restated PILOT;

(D) The Company has indicated in its initial modification request dated December 19, 2023 that the Modification is vital to the continued economic feasibility of the Project;

(E) The approval of the Modification by the Agency 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; and

(F) It is desirable and in the public interest for the Agency to enter into the Second Amendment to Amended and Restated PILOT and, if necessary, execute and deliver various other related documents to complete the Modification (collectively, the “Modification Documents”).

Section 5. In consequence of the foregoing, the Agency hereby consents to the Modification and determines to execute and deliver the Second Amendment to Amended and Restated PILOT to the Company to reflect the Modification, subject to the following conditions: (A) the payment of the Agency’s administrative fee, as reviewed by the Chairperson and Agency Counsel, (B) evidence satisfactory to the Agency and its staff that the Company is in compliance with the Agency’s policies relating to the Project; (C) the payment of the fees and expenses of the Agency Counsel, (D) the execution and delivery of the Modification Documents by the Company, and (E) the following additional conditions: \_\_\_\_\_.

Section 6. Subject to the satisfaction of the conditions described in Section 4 hereof, the Chairperson, Vice Chairperson, and/or Executive Director of the Agency is hereby authorized to execute and deliver the Modification Documents to the Company, 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 substantially the form thereof presented to this meeting, with such changes, variations, omissions and insertions as the Chairperson, Vice Chairperson, and/or Executive Director shall approve, the execution thereof by the Chairperson, Vice Chairperson, and/or Executive Director to constitute conclusive evidence of such approval.

Section 7. 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 Modification 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 Modification Documents binding upon the Agency.

Section 8. 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     | EXCUSED |     |
| David Hoover     | VOTING  | Yes |
| Michael E. Zurlo | VOTING  | Yes |
| Mark Leta        | VOTING  | Yes |
| Keith Defayette  | VOTING  | Yes |
| John VanNatten   | VOTING  | Yes |
| Joey Trombley    | VOTING  | Yes |

The foregoing resolution was thereupon declared duly adopted.

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EXHIBIT A  
SUPPLEMENTAL PILOT DEVIATION NOTICE LETTER

- SEE ATTACHED -



Molly Ryan  
 Executive Director  
 137 Margaret Street, Suite 208  
 Plattsburgh, NY 12901  
 E: molly.ryan@clintoncountygov.com  
 T: 518.565.4627  
 F: 518.593.3762  
 F: 518.565.4616

March 21, 2024

Hon. Mark R. Henry, Legislative Chairperson  
 County Government Center  
 137 Margaret Street, Suite 208  
 Plattsburgh, New York 12901

Michael E. Zurlo, County Administrator  
 County Government Center  
 137 Margaret Street, Suite 208  
 Plattsburgh, New York 12901

Michael S. Cashman, Supervisor  
 Town of Plattsburgh  
 151 Banker Road  
 Plattsburgh, New York 12901

Mark Bessen, Interim Superintendent  
 Beekmantown Central School District  
 37 Eagle Way  
 West Chazy, New York 12992-2577

Ed Marin, School Board President  
 Beekmantown Central School District  
 37 Eagle Way  
 West Chazy, New York 12992-2577

Chelsea McDonald, District Clerk  
 Beekmantown Central School District  
 37 Eagle Way  
 West Chazy, New York 12992-2577

RE: County of Clinton Industrial Development Agency  
 Saranac Power Partners, L.P. Project

Ladies and Gentlemen:

On or about December 29, 1992 (the "Closing Date"), the Agency entered into an installment sale agreement dated as of December 29, 1992 (the "Installment Sale Agreement") by and between the Agency and Saranac Power Partners, L.P. (the "Company") and other related documents for the purpose of undertaking the following project (the "Project") for the benefit of the Company: (A) (1) the acquisition of fee title to, leasehold interests in and certain easements to various parcels of real property located in the Town of Plattsburgh, Clinton County, New York (the "Land"), (2) the construction on the Land of a 240MW natural gas-fired cogeneration facility and related transmission lines and electrical energy interconnection facilities (the "Facility") and (3) the acquisition and installation of various machinery and equipment (the "Equipment") (the Land, the Facility and the Equipment hereinafter 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 sales taxes, real estate transfer taxes, mortgage recording taxes and real property taxes (the "Financial Assistance"); and (C) the sale of the Project Facility to the Company pursuant to the Installment Sale Agreement.

Also, on or about the Closing Date, the Agency acquired various interests in the Land pursuant to various conveyance documents executed on or about December 29, 1992 from the Company to the Agency.

Simultaneously with the execution and delivery of the Installment Sale Agreement, the Company and the Agency executed and delivered a payment in lieu of tax agreement dated as of December 29, 1992 (the "Original PILOT") by and among the Agency, the Company and The Development Corporation Clinton County, New York (f/k/a Clinton County Area Development Corp.), as agent (the "PILOT Mortgage Agent") for the Agency and the "Taxing Entities" (as such term is defined in the Original PILOT), pursuant to which the Company agreed to pay certain payments in lieu of taxes with respect to the Project

The Honorable Mark R. Henry, County Legislative  
Chairperson  
Michael E. Zurlo, County Administrator  
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March 21, 2024  
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Facility to the Clinton County Treasurer (the "Treasurer") for distribution to the appropriate Taxing Entities entitled to same pursuant to the provisions of the Original PILOT.

The Original PILOT was amended by a first amendment to payment in lieu of tax agreement dated as of March 1, 2009 (the "First Amendment to PILOT"), as further amended pursuant to a second amendment to payment in lieu of tax agreement dated as of December 1, 2009 (the "Second Amendment to PILOT"), as further amended pursuant to a third amendment to payment in lieu of tax agreement dated as of December 1, 2013 (the "Third Amendment to PILOT") and as further amended pursuant to a fourth amendment to payment in lieu of tax agreement dated as of December 1, 2016 (the "Fourth Amendment to PILOT"), each by and among the Agency, the Company and The Development Corporation Clinton County, New York (f/k/a Clinton County Area Development Corp.), as agent (the "PILOT Mortgage Agent") for the Agency and the "Taxing Entities" (as such term is defined in the Original PILOT) (the Original PILOT, as amended by the First Amendment to PILOT, the Second Amendment to PILOT, the Third Amendment to PILOT and the Fourth Amendment to PILOT, being referred to hereinafter as the "Amended PILOT"), which Amended PILOT was amended and restated pursuant to an amended and restated payment in lieu of tax agreement dated as of January 1, 2018 (the "Amended and Restated PILOT") by and among the Agency, the Company and the PILOT Mortgage Agent.

In December, 2023, the Company requested that the Agency consider an additional amendment to the Amended and Restated PILOT that would extend the termination date of the Amended and Restated PILOT from March 31, 2024 to December 31, 2028, which amendment would be effectuated pursuant to a first amendment to amended and restated payment in lieu of tax agreement (the "First Amendment to Amended and Restated PILOT").

By resolution adopted by the members of the Agency on January 8, 2024 (the "PILOT Deviation Notice and Public Hearing Resolution"), the Agency authorized the Executive Director of the Agency to (i) conduct a public hearing with respect to the proposed execution and delivery of the First Amendment to Amended and Restated PILOT and (ii) notify the Affected Tax Jurisdictions of the proposed deviation from the Agency's uniform tax exemption policy (the "UTEF") in connection with the Project.

Pursuant to the authorization contained in the PILOT Deviation Notice and Public Hearing Resolution, the Executive Director of the Agency (A) caused a certified copy of the PILOT Deviation Notice and Public Hearing Resolution to be mailed on January 30, 2024 to the chief executive officers of the "affected tax jurisdictions" (within the meaning of such quoted term in Section 854(16) of the Act) (the "Affected Tax Jurisdictions"), (B) caused notice of a public hearing of the Agency pursuant to Section 859-a of the Act (the "Public Hearing") to hear all persons interested in the Proposed Amendments being contemplated by the Agency with respect to the Project, to be mailed on February 15, 2024 to the Affected Tax Jurisdictions, (C) caused notice of the Public Hearing to be posted on February 15, 2024 on a bulletin board located at Plattsburgh Town Hall located at 151 Banker Road, in the Town of Plattsburgh, Clinton County, New York and on the Agency's website, (D) caused notice of the Public Hearing to be published on February 17, 2024 in the Press Republican, a newspaper of general circulation available to the residents of the Town of Plattsburgh, Clinton County, New York, (E) conducted the Public Hearing on February 29, 2024, at 10:00 o'clock, a.m., local time at the Plattsburgh Town Hall located at 151 Banker Road, in the

The Honorable Mark R. Henry, County Legislative  
 Chairperson  
 Michael E. Zurlo, County Administrator  
 Michael S. Cashman, Town Supervisor  
 Mark Bessen, Interim Superintendent  
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 Chelsea McDonald, District Clerk  
 March 21, 2024  
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Town of Plattsburgh, Clinton County, New York, and (F) prepared a report of the Public Hearing (the "Public Hearing Report") which fairly summarized the views presented at said public hearing and distributed same to the members of the Agency.

Pursuant to the authorization contained in the PILOT Deviation Notice and Public Hearing Resolution, the Executive Director of the Agency mailed a letter on February 13, 2024 to the Affected Taxing Jurisdictions notifying the chief executive officers of the Affected Tax Jurisdictions of the proposed deviation from the UTEP (the "Initial Deviation") and further notifying said chief executive officers that the members of the Agency would consider whether to approve the Initial Deviation at its meeting on March 18, 2024.

By resolution adopted by the members of the Agency on March 18, 2024, the Agency approved the Initial Deviation and determined to enter into the necessary documents to effectuate the First Amendment to Amended and Restated PILOT.

Pursuant to a subsequent request from counsel to the Company dated March 6, 2024, the Company has requested certain amendments to the Amended and Restated PILOT as further described herein, which amendments would be effectuated pursuant to a second amendment to amended and restated payment in lieu of tax agreement (the "Second Amendment to Amended and Restated PILOT").

By resolution adopted by the members of the Agency on March 18, 2024 (the "Supplemental PILOT Deviation Notice Resolution"), the Agency authorized the Executive Director of the Agency to deliver to you this letter pursuant to Section 874 of the General Municipal Law and the UTEP.

The proposed terms of the Second Amendment to Amended and Restated PILOT would provide for the following:

- The Amended and Restated PILOT will be amended to provide that Beekmantown Central School District (the "District") will no longer receive payments in lieu of real property taxes under the Amended and Restated PILOT. Instead, the District will enter into a host community benefit agreement in lieu thereof. Clinton County and the Town of Plattsburgh would continue to receive payments in lieu of real property taxes in proportion to the amounts they would receive if the District continued to receive payments under the Amended and Restated PILOT
- The Amended and Restated PILOT will be further amended to provide for a modification to the "free cash flow" concept contained therein. Currently, the Company's payments under the PILOT increases if the Company hits a certain revenue target as follows:

| <b>Revenue</b>            | <b>Payment</b> |
|---------------------------|----------------|
| \$4.834 million and above | \$420,000      |

The Honorable Mark R. Henry, County Legislative  
 Chairperson  
 Michael E. Zurlo, County Administrator  
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- The Second Amendment to Amended and Restated PILOT would provide (i) for a lower revenue target to trigger an increased PILOT payment and (ii) a secondary revenue target which if met would trigger a further increased PILOT payment, as follows:

| Revenue              | Payment   |
|----------------------|-----------|
| \$4.5m - \$6 million | \$420,000 |
| Over \$6 million     | \$600,000 |

The Second Amendment to Amended and Restated PILOT would not provide any abatements for any special assessments levied on the Project Facility.

The terms of the Second Amendment to Amended and Restated PILOT deviate from the UTEP. The purpose of this letter is to inform you of such deviation and that the Agency is considering the terms of the Second Amendment to Amended and Restated PILOT. The Agency expects to consider whether to approve the terms of the Second Amendment to Amended and Restated PILOT at its meeting scheduled for May 13, 2024 at 12:00 o'clock, p.m., local time at the offices of the Agency located at 137 Margaret Street, Suite 209 in the City of Plattsburgh, County of Clinton, New York (the "Meeting"). This letter is forwarded to you for purposes of complying with Section 874 of the General Municipal Law of the State of New York, and the UTEP, which requires a thirty (30) day notice prior to the Agency taking final action with respect to the Second Amendment to Amended and Restated PILOT.

The Agency considered the following factors, enumerated under the UTEP, in considering the proposed deviation (the Amended and Restated PILOT, as amended and supplemented by the Second Amendment to Amended and Restated PILOT, is referred to hereinafter as the "Proposed PILOT Agreement"):

1. **The nature of the Project:** 240 MW natural gas-fired cogeneration facility with transmission lines and electric energy interconnection facilities.
2. **The present use of the property:** Cogeneration facility.
3. **The economic condition of the area at the time of the request of the Company and the economic multiplying effect that the Project will have on the area:** At the time of the filing of the Application, the Project Facility existed for the benefit of the area. The Company is required to make PILOT Payments for the benefit of the Affected Tax Jurisdictions. By modifying the Amended and Restated PILOT, the Agency and the Company will guarantee a fixed, semi-annual payment amount for the Affected Tax Jurisdictions. This will assist the Affected Tax Jurisdictions by providing stability in the payments received. Additionally, it is the Agency's understanding that the energy generated by the Project Facility is required by various businesses in the area.

The Honorable Mark R. Henry, County Legislative  
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4. **The extent to which the Project will create or retain permanent, private sector jobs and the number of jobs to be created or retained and the salary range of such jobs:** The Second Amendment to Amended and Restated PILOT will retain seventeen (17) jobs and secure continued steam generation for the adjacent employers which would be expected to retain over 200 employees (see Section 7 below).

5. **The estimated value of new tax exemptions to be provided:** The value of the tax exemptions would be expected to not change as a result of the Second Amendment to Amended and Restated PILOT.

6. **The economic impact of the Proposed PILOT Agreement on affected tax jurisdictions:** By modifying the Amended and Restated PILOT Agreement, the Agency and the Company will ensure a guaranteed income stream for the affected tax jurisdictions.

7. **The impact of the Proposed PILOT Agreement on existing and proposed businesses and economic development projects in the vicinity:** The Company provides steam generation for Georgia Pacific and Pactiv, which companies provide a combined total of over 200 manufacturing jobs. The continuation of this steam generation has been identified as being of significant importance in retaining these jobs.

8. **The amount of private sector investment generated or likely to be generated by the Proposed PILOT Agreement:** The Company does not anticipate making any changes to the Project Facility.

9. **The effect of the Proposed PILOT Agreement on the environment:** None.

10. **Project Timing:** The term of the Second Amendment to amended and Restated PILOT is expected to begin upon execution thereof.

11. **The extent to which the Proposed PILOT Agreement will require the provision of additional services including, but not limited to, additional educational, transportation, police, emergency medical or fire services:** No additional services required.

12. **Anticipated tax revenues:** The anticipated tax revenues would be expected to remain the same -- subject to such revenues increasing if the Company hits certain revenue targets as described above.

13. **The extent to which the Proposed PILOT Agreement will provide a benefit (economic or otherwise) not otherwise available within the municipality in which the Project Facility is located:** It is the Agency's understanding that the Project Facility is the only facility in the area that conducts steam generation. The proposed modifications to the Amended and Restated PILOT will help ensure that the Project Facility and this type of energy generation remains in the area.


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The Agency will consider the Project and the Second Amendment to Amended and Restated PILOT (and the proposed deviation from its UTEP) at the Meeting. The Agency would welcome any written comments that you might have on this proposed deviation from the UTEP. In accordance with Section 874(4)(c) of the General Municipal Law, prior to taking final action at the Meeting, the Agency will review and respond to any written comments received from any affected tax jurisdiction with respect to the proposed deviation. The Agency will also allow any representative of any affected tax jurisdiction present at the Meeting to address the Agency regarding the proposed deviation.

Very truly yours,

COUNTY OF CLINTON INDUSTRIAL  
DEVELOPMENT AGENCY

By: \_\_\_\_\_

  
Molly F. Ryan  
Executive Director

### **Bauer Appraisal Group, Inc. – Commercial Appraisal, 26 Banker Road, Plattsburgh, NY**

M. Ryan stated that she had polled the Board via email and obtained their approval to hire the Bauer Appraisal Group, Inc. to conduct an appraisal of the NovaBus facility located at 26 Banker Road in the Town of Plattsburgh. M. Ryan requested a motion be brought before the Board to formally approve contracting with the Bauer Appraisal Group to conduct this appraisal.

On a motion by M. Zurlo, and seconded by J. Trombley, it was unanimously carried to approve a contract with Bauer Appraisal Group, Inc., to conduct a commercial appraisal of the property located at 26 Banker Road, Plattsburgh, NY (NovaBus) at a cost of \$4,500.

### **Clinton Community College Property Feasibility Study Selection**

M. Ryan reminded the Board that at the June 17, 2024 CCIDA Board Meeting, three feasibility study proposals for the Clinton Community College property had been presented for their review. In an effort to get the project underway, M. Ryan polled the Board via email to obtain their decision regarding which proposal to accept. Based on the email poll, the Board agreed to obtain the services of CPL to conduct this feasibility study. M. Ryan requested a motion be brought before the Board to formally approve contracting with CPL to conduct the Clinton Community College Property feasibility study. M. Ryan stated that she has advised the Clinton County Legislature regarding having this feasibility study conducted. M. Zurlo asked what the timeframe for completion of the study would be. M. Ryan advised that it would likely take six to eight months to complete.

On a motion by K. Defayette, and seconded by J. VanNatten, it was unanimously carried to engage CPL to perform a feasibility study for the Clinton Community College property as outlined in their May 17, 2024 proposal at a cost of \$84,715.

### **CCIDA Advertisement in Site Selection Magazine – September 2024 Edition**

On a motion by M. Leta, and seconded by J. VanNatten, it was unanimously carried for the CCIDA and Clinton County to share equally in the cost of a full-page advertisement in the September 2024 edition of *Site Selection Magazine* at a cost of \$6,500. On behalf of the County, M. Zurlo thanked the CCIDA board for this action, as well as the previously discussed Clinton Community College feasibility study, and partnering with the County to promote economic development of the area.

### **UTEP Revision to Include Housing and Adaptive Re-Use**

S. Wagner provided a draft revision of the CCIDA's current Uniform Tax Exemption Policy to include housing projects for the Board's review and discussion. S. Wagner advised that they used UTEPs from other IDA's as a guide for the draft revisions, and the revision includes criteria specific to housing. The criteria are outlined in Exhibit B, and include things such as if the existing building is blighted, or delinquent on taxes and the proposed project will bring the property back on the tax rolls, or if there is a project underway simultaneously that will require additional housing. Also, if the project involves affordable housing, the percentage of units which will be designated for specific incomes. M. Zurlo asked if there would remain the ability to deviate from the policy, and S. Wagner advised that deviations from the policy would be possible. M. Ryan asked if in the instance of a market-rate housing project involving single family homes, if the exemption would get passed along to the new owner if the house was sold within the four-year exemption range. S. Wagner indicated that she is aware of instances where one unit can be carved out of the overall project and sold and that the exemptions did not follow that one home. However, the instances outlined in the draft policy revision apply to housing projects for rental homes. M. Ryan asked if the policy could be adapted to include single-family homes for purchase, not rental, as well as multi-family dwellings. S. Wagner advised she will look into how to include single family homes into the policy for the next round of review. M. Zurlo asked if a developer purchases a piece of land and provides the infrastructure for an 8-10 house development, would the infrastructure cost be something the CCIDA could



benefit? It was suggested the UTEP delineate specifically the minimum number of houses required to qualify. S. Wagner also advised that it would be best if the housing Project were linked to another industrial Project that requires housing in order to fulfill the workforce requirements. S. Wagner indicate the housing feasibility study that is underway for Clinton County will be helpful as it will demonstrate there are jobs and positions available but are not being filled because employees have nowhere to live.

M. Leta suggested adding a stipulation for how long a developer can hold on to the houses once completed. This would give the developer an incentive to sell the houses and not hold on to them indefinitely in order to make more profit.

Based on the above discussions and feedback, S. Wagner will make additional revisions to the UTEP for review at the next CCIDA board meeting.

### **Clinton County Update**

M. Zurlo provided the following updates:

- The Clinton County Business Innovation Gateway (C-BIG) Project is 99% complete. M. Ryan advised that CIDC will likely be submitting an application for bond financing for the BOCES Project being built on their 18 acres of land. M. Ryan also advised that TDC is finalizing the purchase of 12 acres and will also likely be submitting an application for benefits from the CCIDA.
- M. Zurlo advised that the 2025 Budget process is underway. Sales tax revenue is ahead of projections once again this year, for the 4<sup>th</sup> year in a row. However, expenses are expected to rise. The labor contract with the County's largest union is currently being negotiated. M. Zurlo advised that the goal is to keep the tax levy as stable as possible. In fact, the tax levy has been lowered the past three years and it is hoped the County will be able to continue the trend.

### **Management Team Report**

#### **Executive Director's Report**

M. Ryan provided a brief overview of her Executive Director's Report.

**Connecticut Avenue Holdings (SterRx):** M. Ryan spoke with Patricak Murnane regarding the status of the SterRx facility. The Company had previously indicated they had listed the property with CDC Real Estate; however, this never occurred. The current tenant has guaranteed the property owners full rent until the end of their lease. However, the CCIDA benefited the project based on job creation and no jobs are being created. P. Murnane advised that he has had conversations with Vapor Stone Rail Systems and Schluter Systems regarding potential leasing of this property and creation of jobs. M. Ryan is working with Agency Counsel to determine the next steps.

**Host Community Agreements (HCA's):** M. Ryan advised that she and Agency Counsel held a meeting with area school district superintendents. At this meeting, it was made clear that negotiations with CHPE would not be reopened; however, moving forward, Host Community Agreements with school districts would be part of project benefit negotiations. HCA's allow the company to still receive the same benefits but also enable the school districts to avoid any impact to their tax cap funding formula that might result from being part of the PILOT payment. M. Ryan advised it was a good meeting and the information was well received by the school superintendents in attendance.

**ERS:** M. Ryan had a meeting with Tom Murnane, Esq. (Village of Rouses Point's attorney) and the owners of ERS. T. Murnane indicated that it is his belief that the companies being proposed as potential tenants by ERS are both high megawatt electricity users, and the Village of Rouses Point maintains that any heavy, high-density load service is prohibited by law. M. Ryan indicated that this is not the opinion of our agency counsel. T. Murnane indicated he would relay the CCIDA's position to the Village Administration and hopefully a resolution can be reached between ERS and the Village.

**Beekman Towers Preservation Project:** M. Ryan advised that Eliot Reid had first requested a 20-year PILOT for the Beekman Towers Restoration Project, and then recently advised that the Project was seeking a 30-year PILOT. M. Ryan advised E. Reid that in order to amend the requested PILOT, the Project would have to be reevaluated and another public hearing would need to be held. Additionally, the Project is no longer seeking Bonds. M. Zurlo expressed his concerns regarding a 30-year PILOT, and he believes these concerns have been communicated to the Project previously.

On a motion by J. VanNatten, and seconded by K. Defeyette, it was unanimously carried to convene into Executive Session at 12:46 p.m. to discuss the proposed acquisition of real property.

The regular session of the CCIDA Board Meeting reconvened at 1:24 p.m. No action was taken in the Executive Session.

There being no further business to discuss, on a motion by M. Leta, and seconded by J. VanNatten, the meeting adjourned at 1:25 p.m.

  
\_\_\_\_\_  
David Hoover, Vice Chairperson