

**Minutes of the
Clinton Grant Facilitation Corporation
June 17, 2024**

The meeting was called to order by Trent Trahan, Chairperson, at 12:00 p.m., at the Clinton Grant Facilitation Corporation office located at 137 Margaret Street, Suite 208, Plattsburgh, New York.

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

EXCUSED: Mark Leta, Assistant Secretary

STAFF PRESENT: Christopher Canada, Esq., Agency Counsel
Shannon Wagner, Esq., Agency Counsel
Molly Ryan, Executive Director
Toni Moffat, Executive Assistant
Dorothy Brunell, Administrative Assistant

OTHERS PRESENT: C.J. Madonna, Esq., General Counsel, Schluter Systems, L.P.
Greg Jandolenko, Director of Facilities, Schluter Systems, L.P.
Marie Agan, Local Representative, Bull Run Energy, LLC

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 13, 2023.

Approval of the Minutes of the December 11, 2023 Meeting.

T. Trahan asked if there were any questions regarding the draft minutes of the December 11, 2023 meeting of the Clinton Grant Facilitation Corporation (CGFC). There were none.

On a motion by D. Hoover, and seconded by J. VanNatten, it was unanimously carried to approve the minutes of the December 11, 2023 meeting of the CGFC.

Public Comment

There was no public comment.

Old Business

There was no old business to discuss.

New Business

Elevate518, LLC – Resolution Authorizing Expenditure in Connection with Elevate518, LLC Grant

C. Canada explained the CGFC submitted an application to New York State Empire State Development (NYSESD) on behalf of Elevate518, LLC and a grant in the amount of \$16,000 was awarded for the Elevate518, LLC Project. The terms of the grant agreement state that grant funding will be provided on a reimbursement basis. Resolution #06-24-01 authorizes the expenditure of the required \$16,000, and reimbursement will be requested from NYSESD.

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

Resolution No. 06-24-01

RESOLUTION AUTHORIZING EXPENDITURE OF \$16,000 IN CONNECTION WITH A GRANT BEING ADMINISTERED BY THE CORPORATION.

WHEREAS, pursuant to the provisions of Section 1411 of the Not-for-Profit Corporation Law of the State of New York, as amended (the “Enabling Act”), the members of the County of Clinton Industrial Development Agency (the “Agency”) adopted a resolution on July 17, 2017 (A) authorizing the incorporation of the Corporation under the Enabling Act and (B) appointing the initial members of the board of directors of the Corporation; and

WHEREAS, on March 29, 2019, a certificate of incorporation was filed with the New York Secretary of State’s Office (the “Certificate of Incorporation”) creating the Corporation; and

WHEREAS, the Corporation is authorized and empowered by the provisions of 402 and Section 1411 of the Enabling Act to promote community and economic development and the creation of jobs for the citizens of Clinton County, New York (the “County”) by, among other things, facilitating the economic development of the County and the adjoining counties of Essex and Franklin (collectively, the “Grant Area”) through the receipt and administration of gifts, grants, loans, or contributions relating to any portion of the Grant Area from, and enter into contracts or other transactions with, the United States and the State of New York or any agency of either of them, any municipality, any public or private corporation or any other legal entity; and

WHEREAS, Elevate518, LLC (the “Company”) is undertaking a project (the “Project”) consisting of conducting a study regarding the feasibility of, and market for, a new facility to provide indoor sports and events and the utility of the existing, vacant Crete Center located at 2 Beach Road in the City of Plattsburgh, Clinton County, New York; and

WHEREAS, in connection with the Project, the Company wished to submit an application (the “Application”) to the New York State Empire State Development (“NYSESD”) for grant funding related to the Project; and

WHEREAS, by resolution adopted by the members of the Corporation on July 12, 2021, the members of the Corporation authorized the Application to be submitted to the NYSESD (the “Submission Resolution”); and

WHEREAS, the Corporation submitted the Application on behalf of the Company, and the Corporation has been awarded a grant in the amount of \$16,000 from the NYSESD for the Project (the “Grant”); and

WHEREAS, under the terms of the grant agreement entered into between the Corporation and NYSESD (the "Grant Agreement"), the grant proceeds may only be provided on a reimbursement basis; and

WHEREAS, to receive the Grant, the Corporation is required to demonstrate that it has reimbursed the Company for eligible costs in the amount of the Grant; and

WHEREAS, pursuant to the grant and indemnification agreement by and between the Corporation and the Company (the "Grant and Indemnification Agreement"), the Company has provided the Corporation with an invoice payable to the Company in the amount of \$16,000 demonstrating the costs incurred in connection with the Project (the "Invoice"); and

WHEREAS, the Corporation desires to request the Agency to assist the Corporation with facilitating the Grant by providing the Corporation with an amount not to exceed \$16,000 (the "Expenditure") in order for the Corporation to provide payment in connection with the Invoice and, subsequently, to request reimbursement from NYSESD in connection with the Grant; and

WHEREAS, provided the Agency authorizes the Expenditure, the Corporation further desires to provide payment to the Company in the amount of the Invoice and, subsequently, request reimbursement from NYSESD; and

WHEREAS, upon receipt of the reimbursement from NYSESD the Corporation shall reimburse the Agency;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF CLINTON GRANT FACILITATION CORPORATION, AS FOLLOWS:

Section 1. The Corporation hereby finds and determines that:

(A) By virtue of the Enabling Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate various grants; and

(B) The Project is expected to facilitate economic development in Clinton County, New York (the "County");

(C) The Project site is located entirely within the boundaries of the County;

(D) It is desirable and in the public interest for the Corporation to request the Expenditure, provide payment in connection with the Invoice, and request reimbursement from NYSESD.

Section 2. In consequence of the foregoing, the Corporation hereby determines to accept the Expenditure, provide the payment requested by the Invoice, request reimbursement by NYSESD and, upon receipt of the reimbursement, reimburse the Agency of the Expenditure.

Section 3. The Corporation is hereby authorized to do all things necessary or appropriate for the accomplishment of the provisions of this resolution, and all acts heretofore taken by the Corporation with respect to such resolution are hereby ratified, confirmed and approved.

Section 4. The officers, employees and agents of the Corporation are hereby authorized and directed for and in the name and on behalf of the Corporation to do all acts and things required or provided for by the provisions of this resolution, and to execute and deliver all such 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 Corporation with all of the terms, covenants and provisions of the resolution binding upon the Corporation.

Section 5. This resolution shall take effect immediately.

The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

Trent Trahan	VOTING	Yes
David Hoover	VOTING	Yes
Michael Zurlo	VOTING	Yes
Keith Defayette	VOTING	Yes
Mark Leta	VOTING	Excused
John VanNatten	VOTING	Yes
Joey Trombley	VOTING	Yes

The resolution was thereupon declared duly adopted.

There being no further business to discuss, J. VanNatten motioned to adjourn the meeting at 12:03 p.m., seconded by J. Trombley.



Trent Trahan, Chairperson