

**Minutes of the Meeting of the  
County of Clinton Industrial Development Agency  
February 12, 2018**

The meeting was called to order by T. Trahan, Chairperson, at 12:09 p.m., at the offices of the County of Clinton Industrial Development Agency, 190 Banker Road, Suite 500, Plattsburgh, N.Y.

Members Present:                   Trent Trahan, Chairperson  
  David Hoover, Vice Chairperson  
  Keith Defayette, Treasurer and CFO  
  Michael Zurlo, Secretary  
  Kim Murray, Assistant Secretary  
  John VanNatten, Member

Excused:                               Mark Leta, Member

Others Present:                   George Cregg, Esq., Agency Counsel  
  Melissa McManus, Consultant  
  Barbara Shute, Recording Secretary

T. Trahan declared that a *quorum* was present.

T. Trahan waived the reading of the notice of the meeting published in the *Press-Republican* on December 22, 2017.

Approval of the Minutes:

T. Trahan waived the reading of the minutes of the January 8, 2018 meeting. He asked if there were any questions or discussion regarding the draft minutes and there were none.

On a motion by K. Defayette, seconded by K. Murray, it was unanimously carried to approve the minutes of the January 8, 2018 meeting, as presented.

Public Comment: None

Treasurer's Report:

K. Defayette reviewed the Treasurer's Report for January 2018. There were no questions or concerns from the board.

On a motion by D. Hoover, seconded by J. VanNatten, it was unanimously carried to approve the Treasurer's Report as presented by K. Defayette.

Old Business:

1. Seek final approval for contract for Administrative Services

It was noted that this item was authorized at the January 8, 2018 meeting, no further action was necessary.

New Business:

2. Monaghan Medical Project

M. McManus reviewed the scope of the project noting that the company has submitted a preliminary application. There are still many details of the project that will need to be confirmed, and the cost benefit analysis and PILOT calculations still need to be completed. Once the application and the cost benefit analysis have been completed, then a public hearing can be scheduled. It is anticipated that the company will be seeking a Category 2 PILOT with no deviation.

There was some concern regarding what could be considered potential abandonment of the facility the company is currently leasing. G. Cregg stated that the company will need to provide evidence that this move in location is reasonably necessary to maintain a competitive position within the industry.

M. McManus stated that, in a meeting early in 2017, company representatives noted that they were considering moving the operations out of the area to Ontario, Canada.

Today the members are being asked to approve a resolution to hold a public hearing once the application and cost benefit analysis have been completed.

Approval of Public Hearing

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

Resolution No. 02-18-01

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 MONAGHAN MEDICAL CORPORATION.

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, Monaghan Medical Corporation, a New York business corporation (the "Company"), has 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 a portion of an approximately 20 acre parcel of land located on Airport Road in the former Clinton County airport (being a portion of Tax Map No. 220.-1-3.1-1) in the Town of Plattsburgh, Clinton County, New York (the "Land"), (2) the construction on the Land of an approximately 60,000 square foot building and other site improvements (the "Facility") and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the "Equipment") (the Land, the Facility, and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to constitute a medical device manufacturing and warehouse facility 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 Chairman, Vice Chairman 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	YES
David Hoover	VOTING	YES
Michael E. Zurlo	VOTING	YES
Kim Murray	VOTING	YES
Keith Defayette	VOTING	YES
Mark Leta	VOTING	EXCUSED
John VanNatten	VOTING	___YES___

The foregoing Resolution was thereupon declared duly adopted.

The members are also begin asked to approve a preliminary SEQR resolution.

Preliminary SEQR

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

Resolution No. 02-18-02

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 MONAGHAN MEDICAL CORPORATION.

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, Monaghan Medical Corporation, a New York business corporation (the "Company"), has 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 a portion of an approximately 20 acre parcel of land located on Airport Road in the former Clinton County airport (being a portion of Tax Map No. 220.-1-3.1-1) in the Town of Plattsburgh, Clinton County, New York (the "Land"), (2) the construction on the Land of an approximately 60,000 square foot building and other site improvements (the "Facility") and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the "Equipment") (the Land, the Facility, and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to constitute a medical device manufacturing and warehouse facility 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 and an environmental assessment form prepared by the Company with respect to the Project (the "EAF") 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; and

WHEREAS, based upon a review of the Application and the EAF, the Agency wishes to explore the desirability of following the coordinated review procedures outlined in the Regulations with respect to the Project;

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 EAF and the Application, and, based further upon the Agency's knowledge of the area surrounding the Project Facility and such further investigation of the Project and its environmental effects as the Agency has deemed appropriate, the Agency makes the following findings with respect to the Project:

(A) The Project consists of the following: (A) (1) the acquisition of an interest in a portion of an approximately 20 acre parcel of land located on Airport Road in the former Clinton County airport (being a portion of Tax Map No220.-1-3.1-1) in the Town of Plattsburgh, Clinton County, New York (the "Land"), (2) the construction on the Land of an approximately 60,000 square foot building and other site improvements (the "Facility") and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the "Equipment") (the Land, the Facility, and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to constitute a medical device manufacturing and warehouse facility 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

(B) The Project involves more than one "involved agency" (as such quoted term is defined in SEQRA); and

(C) If the Project constitutes an "unlisted action" (as such quoted term is defined under SEQRA), coordinated review and notification of other involved agencies is strictly optional with respect to the Project, therefore the Agency wishes to investigate the advisability of undertaking a coordinated review with respect to the Project.

Section 2. For purposes of exploring the desirability of following the coordinated review procedures outlined in the Regulations, the Executive Director of the Agency is hereby authorized and directed to take the following actions (quoted terms used below shall have the meanings assigned to such terms in SEQRA):

(A) Determine whether the Project constitutes a "type II action" under SEQRA, in which case, pursuant to Section 617.5(a) of the Regulations, the Project is not subject to review under SEQRA.

(B) If the Project does not constitute a "type II action" under SEQRA, then determine whether the Project constitutes an "unlisted action" or a "type I action" under SEQRA.

(C) If the Project constitutes an "unlisted action" under SEQRA, then determine whether it is advisable to undertake a coordinated review with respect to the Project.

(D) If (1) the Project constitutes an "unlisted action" under SEQRA and the Executive Director determines that it is advisable to undertake a coordinated review with respect to the Project, or (2) the Project constitutes a "type I action" under SEQRA, then 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.

(E) 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”, then take all necessary steps to indicate the concurrence of the Agency that such “involved agency” be designated as “lead agency” with respect to the Project (as such quoted terms are defined under SEQRA).

(F) 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).

(G) 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	YES
David Hoover	VOTING	YES
Michael E. Zurlo	VOTING	YES
Kim Murray	VOTING	YES
Keith Defayette	VOTING	YES
Mark Leta	VOTING	EXCUSED
John VanNatten	VOTING	___ YES ___

The foregoing Resolution was thereupon declared duly adopted.

## 2. Review new Website Maintenance Contract

The Agency received a new website maintenance contract noting an increase in the monthly cost of services from \$120/month to \$140/month. The members reviewed the new contract and no concerns were noted.

On a motion by K. Defayette, seconded by K. Murray, it was unanimously carried to approve the new website maintenance contract as discussed.

### Project Monitoring

Notes regarding the most recent site visits were included in the staff report.

### Presentation to the Clinton County Legislature

Staff from the Agency and The Development Corporation (TDC) will be working together to assemble information for an upcoming presentation that the Chairman will be making to the County Legislature.

### Agency Credit Card

The Agency's credit card was issued in the name of the former Executive Director. TDC staff are seeking guidance on how to proceed. After some discussion the decision was made to leave the credit card as is for the near term.

### Laurentian Note

There is still an outstanding balance of \$65,000 due from The Development Corporation (TDC). The Agency and TDC jointly funded a study at the request of the project that was intended to update research that would help to justify the feasibility of the project for potential investors. The contribution agreement stipulated that, if the project did not move forward, TDC would not be obligated to pay this note to the Agency.

Members discussed writing off the debt last year, however the decision was made to revisit the discussion/decision in one year to allow the company more time to succeed.

The members discussed this matter with Rick Martindale, auditor from Martindale Keysor and Company.

After some discussion, the consensus of the members was to write-off the debt. This decision in no way negates the company's obligation to pay the debt or the Agency's support for the project.

On a motion by J. VanNatten, seconded by K. Murray, it was unanimously carried to authorize writing off the debt.

### Delaware River Solar

This company has provided additional documents required for closing to Hodgson Russ. It is anticipated that the company will now move to close Mooers I, Mooers II and Mooers III.

### Marble River (EDP Renewables)

The company has filed its annual request for an extension of the deadline to submit their project compliance letter. There were no objections noted by the members. M. McManus will notify EDP Renewable that the request is approved

With no further items to discuss the meeting was adjourned at 1:24 pm.



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T. Trahan, Chairperson