

FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY

WEDNESDAY
JANUARY 16, 2019
5:00 P.M.

PLANNING DEPARTMENT CONFERENCE ROOM

ANNUAL MEETING

MEETING NOTES

PRESENT:

DAVE D'AMORE, CHAIRMAN
TIM MUNN, VICE CHAIRMAN
JOSEPH SEMIONE, TREASURER
JOE GILLIS, SECRETARY
TODD RULISON, MEMBER
GEORGE DOHERTY, MEMBER
JANE KELLEY, MEMBER
JAMES MRAZ, EXECUTIVE DIRECTOR
KARA LAIS, FITZGERALD, MORRIS, BAKER, FIRTH PC
SCOTT HENZE, PLANNING DIRECTOR
MIKE ANICH, LEADER-HERALD

I. MINUTES FROM DECEMBER 11, 2018 MEETING:

MOTION : Accept as presented.
MADE BY : Joseph Semione
SECONDED : Joseph Gillis
VOTE : Unanimous

II. BUDGET REPORT:

MOTION : Accept as presented.
MADE BY : Dave D'Amore
SECONDED : George Doherty
VOTE : Unanimous

III. COMMITTEE REPORTS:

A. Nominating Committee:

1. Report of Nominating Committee: 2019 Officers

Chairman	:	Dave D'Amore
Vice-Chairman	:	Tim Munn
Treasurer	:	Joe Semione
Secretary	:	Joe Gillis

IDA ACTION:

MOTION : To accept the report of the Nominating Committee for 2019 IDA Officers
MADE BY : Jane Kelley
SECONDED : Todd Rulison
VOTE : Unanimous

B. Audit Committee:

- No report.

C. Governance Committee:

- No report.

D. Finance Committee:

- No report.

IV. OLD BUSINESS:

A. Tryon Technology Park Zoning:

- Town of Perth Town Board has approved changing its Zoning Ordinance to allow standalone warehouse and distribution facilities in the Tryon Technology Park.

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. A question was asked whether there was any opposition to the proposed zoning change. Jim Mraz stated the Leader Herald reported that no one attended the public hearing that the Town Board had on the proposed zoning change.

V. NEW BUSINESS:

A. 2019 Committee Appointments:

- Per the IDA's Bylaws, the Chairman shall annually appoint members to the IDA's Committees.
- The following is the Chairman's list of Committee appointments for 2019.

<u>Committee</u>	2018 <u>Appointees</u>	2019 <u>Appointees</u>
1. Audit	1. Todd Rulison 2. Joseph Semione 3. William Sullivan 4. David D'Amore	1. Todd Rulison 2. Joseph Semione 3. George Doherty 4. David D'Amore
2. Governance	1. Diana Putnam 2. Joseph Gillis 3. Tim Munn 4. Todd Rulison	1. Jane Kelley 2. Joseph Gillis 3. Tim Munn 4. Todd Rulison
3. Finance	1. Todd Rulison 2. William Sullivan 3. Diana Putnam 4. Tim Munn	1. Todd Rulison 2. George Doherty 3. Jane Kelley 4. Tim Munn
4. Nominating	1. Joseph Semione 2. Joseph Gillis 3. David D'Amore 4. Tim Munn	1. Joseph Semione 2. Joseph Gillis 3. David D'Amore 4. Tim Munn

B. Staff Appointments:

1. The IDA's Bylaws require that the IDA Board annually appoint:

- Executive Director
- Auditor

2. Appointment of Executive Director:

MOTION: To appoint Jim Mraz to serve as the IDA's Executive Director for 2019 at a salary of \$20,759/year.

MADE BY: Todd Rulison
 SECONDED: Joseph Semione
 VOTE: Unanimous

3. Appointment of Auditor:

- Funds to hire West & Company are in the 2019 Budget.
- Proposed 2019 fee is the same as 2018.

MOTION: To appoint West & Company to serve as the IDA's Auditor for 2019 and to authorize the Chairman to execute an Agreement with West & Company to audit the IDA's 2018 financial statements at a fee of \$8,750 and to provide 2019 payroll services for \$500.

MADE BY: Tim Munn
 SECONDED: Jane Kelley
 VOTE: Unanimous

C. Legal Services Agreement:

- It is recommended that the IDA retain the law firm of Fitzgerald, Morris, Baker, Firth, PC to serve as IDA Counsel in 2019 and provide both general legal services and legal services for Tryon.
- Total Not-to-Exceed Fee: \$8,000
- These funds are included in IDA's 2019 Budget.

MOTION: To authorize the Chairman to execute an Agreement with Fitzgerald, Morris, Baker and Firth, PC to provide legal services in 2019 at a total fee of \$8,000.

MADE BY: Joseph Semione

SECONDED: George Doherty

VOTE: Unanimous

D. Chief Financial Officer:

- It is recommended that the IDA retain Carol Ellis to serve as the Chief Financial Officer and to perform financial services for the IDA in 2019.
- Total Fee: \$2,040
- These funds are included in IDA's 2019 Budget.

MOTION: To authorize the Chairman to execute an Agreement with Carol Ellis to serve as the Chief Financial Officer and provide financial services to the IDA in 2019 at a total fee of \$2,040.

MADE BY: Joseph Gillis

SECONDED: Jane Kelley

VOTE: Unanimous

E. Depositories:

- Per the IDA's Investment Policy, it is proposed that NBT Bank be designated as the depository of IDA funds.

IDA ACTION:

MOTION: To designate NBT Bank as the depository of IDA funds for 2019.

MADE BY: Joseph Semione

SECONDED: Tim Munn

VOTE: Unanimous

F. 2018 Financial Report:

- Chief Financial Officer has completed the IDA's 2018 Financial Report.
- This Report will be sent to West & Company to audit.
- Review Report: Handout

IDA DISCUSSION: Jim Mraz reviewed the IDA's 2018 Financial Report that was prepared by Carol Ellis, Chief Financial Officer. He stated this is management's report that will form the basis of the Audit

that West & Company will prepare. Jim Mraz showed IDA members the 2018 Financial Report and commented on the magnitude and size of the report. He stated he wanted IDA members to understand the amount of work that the Chief Financial Officer performs on behalf of the IDA. The size of this report is reflective of just how much work the CFO puts into its position.

G. 2018 Performance and Measurement Report:

1. Background:
 - The 2009 Public Authorities Reform Act requires public authorities to develop performance measures to help determine how well they are carrying out their mission.
 - Performance measures assist the IDA Board and management to evaluate and monitor whether the IDA's authority's policies and operating practices are in accordance with its mission.
2. Review 2018 Performance and Measurement Report:
 - See attached.

IDA DISCUSSION: Jim Mraz reviewed the 2018 Performance and Measurement Report with the IDA Board. Upon completion, he asked if there were any questions. There were none.

IDA ACTION:

MOTION: To authorize the Chairman to sign the 2018 Performance and Measurement Report and to authorize the Executive Director to post this report on the IDA's website.

MADE BY: Joseph Gillis
SECONDED: Todd Rulison
VOTE: Unanimous

H. 2018 IDA Board Performance Questionnaire:

1. Background:
 - The 2009 Public Authorities Reform Act requires board members of public authorities to conduct an annual evaluation of its performance.
 - Evaluation forms were e-mailed to all IDA Board members on December 12, 2018.
 - Executive Director has collected the forms and tallied the results.
2. Review Summary of 2018 IDA Board Performance Questionnaire
 - See Handout.

IDA DISCUSSION: Jim Mraz reviewed the responses received from IDA Board members regarding the Performance Questionnaire. He asked, given the responses received, does the IDA Board wish to undertake any initiatives? Joe Semione stated that, in serving as the Chairman for the past two (2) years, he now has a far better understanding of how the IDA operates. He stated it takes new IDA Board

members a period of time to get acclimated in understanding how the IDA operates and all of the initiatives it has ongoing. Todd Rulison stated the one (1) meeting that was held last fall where Jim Mraz gave a background about the IDA was a great meeting and recommended that it be done again. Tim Munn agreed with Todd Rulison's assessment. He recommended that type of meeting be conducted annually. Dave D'Amore stated that, as the incoming Chairman, he would like to see the IDA Board get more involved with setting goals. He stated the IDA Board acts more often in response to projects that come to it as opposed to getting out in front and thinking ahead. He would like the IDA Board to get more involved in looking ahead and setting goals. Jim Mraz stated that he would incorporate into the Agenda for the February meeting a Board discussion about looking ahead and setting goals for the upcoming year.

IDA ACTION:

MOTION: To authorize the Executive Director to post the 2018 Summary of IDA Board Performance Questionnaire on the IDA's website.

MADE BY: Joseph Semione

SECONDED: Todd Rulison

VOTE: Unanimous

I. 2018 Assessment of the Effectiveness of the IDA's Internal Financial Control System:

1. Background:

- The IDA's Policy 11 requires the IDA Board and management to complete an annual assessment of the effectiveness of the IDA's internal financial control system.

2. Management's Assessment of Internal Financial Control System:

- The Executive Director and Chief Financial Officer recommend that the IDA Board amend the IDA's Internal Financial Control System by adding the following additional language:
 - A. All invoices received that do not have prior authorization by the IDA Board shall be submitted to the IDA Board at their next regularly-scheduled meeting to get authorization to pay.
 - B. All invoices received that IDA Board authorization has been given and once reviewed and approved by both the Chief Financial Officer and Executive Director, the Chief Financial Officer shall transfer the necessary funds and prepare a check for payment.

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. He stated that management is recommending that the IDA's Internal Financial Control System be amended by adding the language as shown in the Agenda. He stated the proposed language is actually current practice. He stated, however, current practice is not written into the IDA's Internal Financial Control System. He stated Carol and himself recommend that the system be amended to include this current practice so that it is stated as such in the Internal Financial Control System. After reviewing the recommendations from management, Jim Mraz asked if there were any questions. There were none.

IDA ACTION:

MOTION: To amend the IDA's Internal Financial Control System per the recommendations of management.

MADE BY: George Doherty

SECONDED: Tim Munn

VOTE: Unanimous

3. Internal Financial Control System Certification Statement:

- IDA's Policy 11 Annual Assessment of the Effectiveness of Internal Controls requires the IDA Board to adopt a certification statement upon completion of its annual review of the IDA's Internal Financial Control System.
- The Board amended its Internal Financial Control System to address recommendations submitted by management.
- Proposed statement reads as follows:

"The IDA Board has amended the internal controls per the recommendations of management. The IDA Board of Directors has documented and assessed the internal control structure and procedures of the Fulton County Industrial Development Agency for the year ending December 31, 2018. The amended internal controls were determined to be adequate and no deficiencies were identified. No additional corrective actions were deemed required."

DISCUSSION: Jim Mraz reviewed the statement as written in the Agenda. He explained that the IDA Board needs to adopt such a statement annually. He asked if there were any questions regarding the language in the proposed statement. There were none.

MOTION: To adopt the Certification Statement presented above, to authorize the Executive Director to acknowledge in PARIS that said Certification Statement was approved by the IDA Board and to authorize the Executive Director to post this certification on the IDA's website.

MADE BY: Todd Rulison

SECONDED: Jane Kelley

VOTE: Unanimous

J. 2019 Agreement with Fulton County:

- Fulton County appropriates \$15,000 in the Planning Department budget to help the IDA cover costs associated with operating the Tryon Technology Park.
- Typical costs the IDA seeks reimbursement from Fulton County are insurance and mowing.
- Fulton County's Budget Director has asked to have, starting in 2019, the IDA execute an Agreement with Fulton County to allow for these expenses to be reimbursed.

IDA DISCUSSION: Jim Mraz stated that the proposed Agreement would be a new one for the IDA. He stated that Fulton County has annually appropriated dollars in the Planning Department's budget that has

helped reimburse the IDA in some of its costs for operating and maintaining the Tryon Technology Park. He stated, this year, the Budget Director has recommended that Fulton County enter into an actual Agreement with the IDA regarding these dollars. He asked if there were any questions. There were none.

IDA ACTION:

MOTION: To authorize the Chairman to execute an Agreement with Fulton County regarding IDA costs at Tryon.

MADE BY: Joseph Semione

SECONDED: Tim Munn

VOTE: Unanimous

K. IDA's 2018 Annual Report:

- The Draft 2018 Annual Report was e-mailed to all IDA members on December 18, 2018.
- Review Draft 2018 Annual Report.

IDA DISCUSSION: Jim Mraz reviewed the Draft Annual Report. He stated it is a compilation of the major work tasks the IDA was involved with during the past year. He stated the Report, once adopted, will be sent to the Board of Supervisors and posted onto the IDA's website. He asked if there were any changes or additions IDA Board members wanted to make. There were none. He asked if there were any further questions. There were none.

IDA ACTION:

MOTION: To approve the IDA's 2018 Annual Report, to authorize the Executive Director to post the Annual Report onto the IDA's website and to file the report with the Board of Supervisors.

MADE BY: Joseph Semione

SECONDED: George Doherty

VOTE: Unanimous

L. Proposed Palatine Dairy Project:

1. Background:

- Palatine Dairy, LLC is located in the Village of Nelliston, Montgomery County.
- Palatine Dairy currently occupies an old 20,000+/- sf slaughterhouse building that they only occupy about 1/3 of the building.
- Palatine Dairy currently produces 45 flavors of cheddar cheese and six (6) flavors of cheese curds.
- Palatine Dairy currently employs approximately ten (10) people.

2. Proposed Project:

a. Background:

- Palatine Dairy wants to expand its business to start manufacturing:
 - Artisanal cheeses
 - Butter
 - Ice cream
 - Yogurt: both drinkable and cup styles
- Palatine Dairy needs more space for the new process equipment it needs to purchase to manufacture these products.
- Palatine Dairy can't expand at its current location due to a number of factors.

b. Project Need:

- Palatine Dairy currently occupies a 20,000 SF building in the Village of Nelliston, Montgomery County.
- The Company was purchased in 2018. The new owner wants to expand production.
- The Company purchased an 8-acre parcel adjacent to its existing building to use to construct a 20,000+/- SF addition to create additional dairy manufacturing space.
- However, the Company discovered that a NYSDOT Drainage Easement traversed through the 8-acre parcel that would significantly impact the Company's ability to construct the addition as desired.
- More importantly, the Montgomery County Sewer District advised the Company that it did not have the wastewater capacity to handle the additional flow that the Company would generate from its expansion.
- These two (2) factors resulted in a determination being made by the Company that it could not expand in its existing building in Nelliston.
- The Company then began looking for existing buildings that had the square footage of floor space and wastewater capacity to accommodate the Company's needs.
- The Company found the 80,000+/- building at 251 N. Comrie Avenue in the City of Johnstown.
- The building contained the amount of space needed to accommodate its expansion plans. In addition, the Gloversville-Johnstown Wastewater Treatment Plant advised the Company that it has the capacity to treat all of the wastewater the Company would discharge after it expanded.
- Upon evaluating the building's capacities and conditions, the Company determined this building would be the best fit to accommodate its expansion plans.
- This is why the Company is proposing to purchase this building and execute its expansion plans there.

c. Proposed Project:

- Palatine Dairy has entered into a contract to purchase the former Spray Nine Building located at 251 North Comrie Avenue/NYS Route 30A in the City of Johnstown.
- This building contains approximately 80,000 sf in two (2) stories and sits on a 3.1 acre parcel.
- This building is currently owned by Kaldar, Inc. 70 Railroad Place, Unit 605, Saratoga Springs, NY.
- Palatine Dairy desires to purchase this building and renovate it to:
 - 1) Create spaces to manufacture dairy products.
 - 2) Create space for a retail store.
 - 3) Create space for a restaurant.
- The primary use of the building would be the manufacturing of dairy products.
- Retail would be a small component of the building.

3. Application for Tax Exemption:

- Palatine Dairy has submitted a Project Application to the IDA requesting the following IDA benefits:
 - 1) Property Tax Exemption

2) Sales Tax Exemption

- Total benefits requested would exceed \$100,000.
- Since Palatine Dairy's Project Application requests IDA benefits greater than \$100,000, a public hearing must be held.

4. Public Hearing:

- A public hearing will be held in the IDA office on Tuesday, February 5, 2019, at 10:00 a.m. in the Planning Department Conference Room.
- See attached resolution.

IDA DISCUSSION: Jim Mraz reviewed the information and Items 1-4 in the Agenda. A question was asked if this project was eligible for Startup New York benefits? Jim Mraz stated he was not sure. A question was asked on what portion of the building would the PILOT apply to. Jim Mraz explained that the PILOT will not apply to the current assessed valuation of the existing building. He stated once the project is completed and renovations are done, the City Assessor would then establish a new assessed valuation for the building. If that assessed valuation is greater than the current assessed valuation, the PILOT would apply to the amount that the assessed valuation increased. A question was asked of how many jobs are proposed to be created. Jim Mraz stated that the Project Application conservatively estimates five (5) new jobs would be created in the first two (2) years. Jim Mraz added that a storage tank would be constructed in the rear of the building. A question was asked of what the height of that tank would be. Jim Mraz stated that the Company indicates that it would be approximately 50'. At the City Planning Board meeting, Bruce Heberer, City Code Enforcement Officer, stated this height would comply with the City's Zoning Ordinance. A question was asked about potential odors. Jim Mraz stated that, at the City Planning Board meeting, Justin Battisti, Plant Manager, was asked that question. He responded no. He said there are no odors coming from its existing plant in Nelliston and none will come from this new facility. Jim Mraz asked if there were any questions on the Resolution. There were none.

IDA ACTION:

MOTION: To adopt the Resolution to schedule a Public hearing related to the Palatine Dairy, LLC Project.

MADE BY: Joseph Gillis
SECONDED: Todd Rulison
VOTE: Unanimous

5. Project Structure:

- Palatine Dairy, LLC will lease the property at 251 North Comrie Avenue to the IDA.
- The IDA will lease the facility back to Palatine Dairy, LLC.

6. Project Number:

- The project has been assigned Project Number: 1701-19-01-A

7. SEQR:

- The City Planning Board is conducting a Coordinated SEQR Review of the proposed project.

- The City Planning Board has proposed itself as Lead Agency.

IDA DISCUSSION: Jim Mraz reviewed the balance of the information on the Agenda. He stated that the City of Johnstown Planning Board proposed itself to serve as the Lead Agency for a Coordinated SEQR Review. He recommended that the IDA Board consent to having the City of Johnstown Planning Board serve as the SEQR Lead Agency for this proposed project. Jim Mraz asked if there were any further questions. There were none.

IDA ACTION:

MOTION: To authorize the Executive Director to send a letter to the City Planning Board endorsing having the City Planning Board serve as the Lead Agency for the Coordinated SEQR Review of the proposed Palatine Dairy Project.

MADE BY: Tim Munn
 SECONDED: Todd Rulison
 VOTE: Unanimous

8. Site Plan Approval:

- On January 8, 2019, Palatine Dairy, LLC submitted its Site Plan to the City of Johnstown Planning Board in accordance with the City's Zoning Ordinance.

M. Fulton County Center for Regional Growth Membership:

- In 2016, the IDA became a Gold Member of the FCCRG.
- IDA has received a renewal invoice from the FCCRG to continue the membership for another year.
- Invoice Amount: \$1,000
- \$1,000 is included in the 2019 Budget for this membership.

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. He stated that the letter the IDA received from Ron Peters asking for the IDA to renew its Gold Membership also suggested that the IDA give consideration to upgrading its membership. He reviewed the next level membership, which would be a Platinum Membership, for \$2,500. After a brief discussion, it was the consensus of all IDA members present to maintain the Gold Membership with the FCCRG.

IDA ACTION:

MOTION: To authorize a payment in the amount of \$1,000 to the FCCRG to retain the IDA's Gold Membership.

MADE BY: Joseph Gillis
 SECONDED: Dave D'Amore
 VOTE: Unanimous

N. Proposed Century Linen and Uniform, Inc. Project:

1. Background:

- Century Linen & Uniform, Inc. (formerly Robison & Smith) is a locally owned and operated family business that provides healthcare linen solutions, work uniform programs, entrance mats, and linen services to other businesses throughout New York.
- It currently has two (2) plants:
 - 1) Gloversville: This plant serves exclusively healthcare.
 - 2) Johnstown: This plant serves restaurants, hotels, industrial, and retail medical.
- The company also operates:
 - 1) Three (3) service centers across the state, in Canastota, Potsdam, and Albany.
 - 2) A small dry-cleaning operation.
 - 3) Coin laundries.
- Century employs about 330 full time persons within New York State.
- In 2017, Century Linen submitted a Project Application to the IDA for a project they were pursuing on Union Avenue Extension in the City of Johnstown.
- However, that project did not move forward.

2. Proposed Project:

- Century Linen is now proposing to lease an existing building at 125 Balzano Road in the City of Gloversville.
- The building contains 50,000 sf and is currently owned by STAG, Boston, MA.
- Century Linen projects to invest approximately \$8.2 million on this project through renovating the building and purchasing and installing new machinery and equipment.
- This proposed project is needed by Century Linen to upgrade and modernize its operation, remain competitive and support recent and future growth of its business.

3. Project Application:

- Century Linen has filed a Project Application with the IDA.
- The Application Fee has been paid.

4. Project Structure:

- At present, STAG owns the building Century Linen plans to occupy.
- STAG will lease the building to Century Linen.
- Century Linen will eventually seek to purchase the building from STAG.
- The IDA will enter into a Lease-Leaseback structure with STAG/Century Linen.

5. Project Number:

- The project has been assigned the following Project Number: 1701-18-02-A

6. SEQR:

- Proposed project should be classified as a Type II Action because the proposed project primarily involves replacement, rehabilitation or reconstruction of a structure or facility, in kind, on the same site, including upgrading buildings to meet building, energy, or fire codes unless such action meets or exceeds any of the thresholds in Section 617.4 of the SEQR Regulations.

IDA DISCUSSION: Jim Mraz reviewed the information on Items 1 through 6 on the Agenda. He asked if the IDA Board desired to waive the Application fee since this is the second application from Century Linen. A question was raised on whether Century Linen would be closing its Gloversville facility. Jim Mraz stated that the Gloversville facility will continue to operate. A question was asked of why this project is not involving consolidating its two (2) existing businesses into the new building as was being proposed in the project that came to the IDA in 2017. Jim Mraz stated that the company has grown since it last came to the IDA. As a result of this growth, the company is now looking to keep all three (3) facilities operational to give it both flexibility in handling work, as well as an ability for the company to grow further. Jim Mraz reviewed the SEQR for this proposed project. He asked if there were any questions regarding it. There were none.

IDA ACTION:

MOTION: To classify the proposed project as a Type II Action meaning it is exempt from SEQR.

MADE BY: Joseph Semione

SECONDED: George Doherty

VOTE: Unanimous

7. IDA Benefits Requested:

- Century Linen's Project Application requests one (1) IDA benefit: Sales Tax Exemption
- Total projected sale tax benefit requested: \$660,000
- Since Century Linen's Project Application requests IDA benefits greater than \$100,000, a public hearing must be held.

8. Public Hearing:

- The public hearing must be held in the City of Gloversville.
- The public hearing will be held on:

Monday
February 4, 2019
10:00 a.m.
Conference Room
Gloversville City Hall

- See Resolution.

IDA DISCUSSION: Jim Mraz stated that the proposed project is asking solely for sales tax exemption benefits. He stated the building that Century Linen is leasing from STAG was originally constructed for Pioneer Windows. When it was originally constructed, the IDA provided a PILOT on that building. As a result, another PILOT cannot be granted to this building. He stated that if Century Linen, however, decided to expand the building at a future date, the expansion could be eligible for another PILOT.

Jim Mraz asked if there were any further questions regarding Century Linen's Project Application. There were none. He then asked if there were any questions regarding the Application. There were none.

IDA ACTION:

MOTION: To adopt a Resolution to schedule a Public Hearing related to the Century Linen and Uniform, Inc.'s project.

MADE BY: Todd Rulison

SECONDED: Joseph Gillis

VOTE: Unanimous

VI. OTHER BUSINESS:

A. Fire Tax Bills:

- IDA owns vacant land on the east side of NYS Route 30A and in the Tryon Technology Park in the Town of Johnstown.
- Even though the IDA is tax exempt, it is not exempt from Fire Taxes.

B. Town of Johnstown Fire Tax Bill for Properties on NYS Route 30A:

- 2019 Fire Tax Bill:
 - 174.-2-65 : \$ 35.48
 - 174.-2-66 : \$ 34.99

C. Town of Johnstown Fire Tax Bill for Tryon Technology Park Properties:

- 2019 Fire Tax Bills are:
 - 164.-2-54 : \$ 1.22
 - 164.-2-16.5 : \$486.00

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. A question was asked on where these properties are located. Jim Mraz stated the properties on Route 30A are on the east side of Route 30A across the street from the entrance to the Johnstown Industrial Park. The properties at the Tryon Technology Park are those properties located on the western side of the Park. It is those properties that are located just in the Town of Johnstown. Jim Mraz asked if there were any further questions. There were none.

IDA ACTION:

MOTION: To authorize the payment of these four (4) Town of Johnstown Fire Tax bills.

MADE BY: Jane Kelley

SECONDED: Joseph Gillis

VOTE: Unanimous

D. 2018 PILOT Report:

1. Background:

- Each year, the IDA monitors all PILOT Agreements it has on projects to verify that PILOT payments are being made per the PILOT Agreements.
- Each year, the IDA sends a letter to every company it has a PILOT with asking that they fill out a PILOT Report.
- The IDA also sends a similar letter to all local taxing jurisdictions impacted by an IDA PILOT. The information from local taxing jurisdictions is used to compare against the information received from companies.
- Initial letters were sent out on November 8, 2018.
- Follow-up letters were sent on December 26, 2018.

2. Status Report:

- To date, the IDA has received responses from:

Companies:

Johnstown Renewables
CG Roxane
YMCA

Municipalities/School Districts:

Fulton County
Town of Johnstown
City of Johnstown
City of Gloversville
Greater Johnstown School District

- The IDA is waiting for a response from:

Companies:

Swany

Municipalities/School Districts:

Fonda-Fultonville School District

3. Summary of 2018 PILOT Payments:

- See Handout.

4. As of January 1, 2019, the IDA has the following active projects:

Owner	Lessee	Address	Occupant
IDA	CG Roxane	1 Old Sweet Road, Johnstown	CG Roxane
IDA	YMCA	213 Harrison Street, Gloversville, NY	YMCA
IDA	Johnstown Renewables	Enterprise Drive, Johnstown, NY	Johnstown Renewables

5. As of January 1, 2019, the IDA has the following active PILOT Agreements:

Owner	Lessee	Address	Occupant
IDA	CG Roxane	1 Old Sweet Road, Johnstown	CG Roxane
IDA	Johnstown Renewables	Enterprise Drive, Johnstown, NY	Johnstown Renewables

6. Lease Terminations in 2018:

A. The Lease/PILOT with Swany was terminated on December 18, 2018.

IDA DISCUSSION: Jim Mraz reviewed the handout that was attached to the Agenda regarding the summary of 2018 PILOT payments that have been made. He stated that all of the payments that were required to be made by each of the PILOT Agreements were made. As a result, no company that has a PILOT with the IDA was delinquent with any payments in 2018. Jim Mraz asked if there were any questions. There were none.

E. SelectUSA Conference:

IDA DISCUSSION: Chairman D'Amore stated that he was asked by Ron Peters to attend the SelectUSA Conference to be held between June 10th and June 12th in Washington D.C. Ron Peters asked him to attend so that the IDA could be represented with the CRG at this conference. Dave D'Amore stated that his schedule, however, will not allow him to attend. He stated if any IDA member would have an interest in attending to please let he or Jim Mraz know and they could pass that word on to Ron Peters. Dave D'Amore stated that Scott Henze, Planning Director, went with Ron Peters last year to this conference. Scott stated that it was an excellent conference. He stated that he spent most of the time working the booth that the CRG had stationed at the event. Dave D'Amore stated the IDA would have to pay for the cost of this event. Jim Mraz estimated that it could cost a total of \$2,000 to \$2,500. Dave D'Amore asked IDA members if they would be comfortable with spending that amount of money if a member elected to attend the event. It was the unanimous consensus of all present that it would be acceptable to pay that cost to have an IDA member represented at this conference.

F. Executive Session:

1. Upon a majority vote of its total membership, taken in an open meeting pursuant to a motion identifying the general area or areas of the subject or subjects to be considered, a public body may conduct an executive session for the below enumerated purposes only, provided, however, that no action by formal vote shall be taken to appropriate public moneys:
 - i. matters which will imperil the public safety if disclosed;
 - ii. any matter which may disclose the identity of a law enforcement agent or informer;
 - iii. information relating to current or future investigation or prosecution of a criminal offense which would imperil effective law enforcement if disclosed;
 - iv. discussions regarding proposed, pending or current litigation;
 - v. collective negotiations pursuant to article fourteen of the civil service law;

- vi. the medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation;
- vii. the preparation, grading or administration of examinations;
- viii. **the proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such public body, but only when publicity would substantially affect the value thereof.**

MOTION: To go into Executive Session to discuss the proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such public body, but only when publicity would substantially affect the value thereof.

MADE BY : Todd Rulison
 SECOND : Joseph Gillis
 VOTE : Unanimous
 TIME : 6:00 p.m.

MOTION : To go out of Executive Session.

MADE BY : Joseph Gillis
 SECOND : Todd Rulison
 VOTE : Unanimous
 TIME : 6:40 p.m.

G. Tryon Technology Park Appraisal:

MOTION: To hire Whittaker Appraisal Group to prepare an appraisal on a parcel of land at the Tryon Technology Park at a cost not-to-exceed \$600.

MADE BY : Joseph Semione
 SECOND : Joseph Gillis
 VOTE : Unanimous

H. 1776 Hemp:

MOTION: To authorize the Chairman to execute an extension to the Option to Purchase Building 60 at the Tryon Technology Park with the extension being through March 31, 2019.

MADE BY : Todd Rulison
 SECOND : Joseph Semione
 VOTE : Unanimous

MOTION: To authorize the Chairman to execute a License Agreement with 1776 Hemp subject to the terms and conditions of said Agreement being approved by both IDA Counsel and the Executive Director.

MADE BY : Todd Rulison
SECOND : Tim Munn
VOTE : Unanimous

VII. NEXT MEETING:

Tuesday
February 12, 2019
8:00 a.m.

VIII. CLOSE MEETING:

MOTION : To close the meeting.
MADE BY : Todd Rulison
SECONDED : Joseph Gillis
VOTE : Unanimous
TIME : 6:45 p.m.

FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Adopted January 16, 2019

*Introduced by Joseph Gillis
who moved its adoption.*

Seconded by Todd Rulison

**RESOLUTION ACCEPTING AN APPLICATION FOR FINANCIAL ASSISTANCE
SUBMITTED BY PALATINE DAIRY, LLC (THE "COMPANY") RELATING TO A
CERTAIN PROJECT; AUTHORIZING A PUBLIC HEARING WITH RESPECT TO
THE PROJECT; AND DESCRIBING THE FINANCIAL ASSISTANCE BEING
CONTEMPLATED BY THE AGENCY WITH RESPECT TO THE PROJECT**

WHEREAS, Palatine Dairy, LLC, a limited liability company established pursuant to the laws of the State of New York, having an address of 68 East Main Street, Nelliston, New York 13410 (the "Company") has requested that the Agency provide financial assistance in the form of a payment of lieu of taxes and sales tax abatements regarding a project (the "Project") to consist of: (i) the acquisition by the Agency of a leasehold interest in certain real property located at 251 N. Comrie Avenue in the City of Johnstown, County of Fulton, New York (the "Land", being more particularly described as tax parcel number 163.13-1-8); (ii) the design, reconstruction, renovation, operation and maintenance by the Company of an approximately 78,000+/- square foot facility for the manufacturing, warehousing and storing of dairy products and incidental retail use (the "Improvements"); (iii) the acquisition of and installation in and around the Land and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the "Equipment" and, collectively with, the Land and the Improvements, the "Facility") and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the "Straight Lease Transaction"), all pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York, Chapter 862 of the Laws of 1971 of the State of New York (collectively, the "Act"), as amended; and

WHEREAS, Chapters 356 and 357 of the Laws of 1993 require that prior to granting financial assistance of more than \$100,000.00 to any project, an Agency must (i) adopt a resolution describing the project and the financial assistance contemplated by the Agency with respect thereto, and (ii) hold a public hearing in the city, town or village where the project proposes to locate upon at least ten (10) days published notice and, at the same time, provide notice of such hearing to the Chief Executive Officer of each affected taxing jurisdiction within which the project is located; and

WHEREAS, the Agency is in the process of reviewing and considering the Company's Application requesting the Agency to provide financial assistance for the proposed Project (collectively the "Financial Assistance" in the form of (i) an exemption from all State and local

sales and use taxes with respect to qualifying personal property included in and incorporated into the Facility or used in the acquisition, construction or equipping of the Facility and (ii) a partial real property tax abatement through a payment in lieu of tax agreement (the "PILOT Agreement"), pursuant to which the Company would make payments in lieu of real property taxes to each affected tax jurisdiction (the "Affected Tax Jurisdictions"), all of which shall be consistent with the uniform tax exemption policy of the Agency; and

WHEREAS, the Agency desires to (i) accept the Application; (ii) authorize the scheduling and conduct of a public hearing; and (iii) negotiate, but not enter into an Agent Agreement and Project Agreement, pursuant to which the Agency will designate the Company as its agent for the purpose of acquiring, constructing and equipping the Project, and Lease Agreement, a Leaseback Agreement and related Payment in lieu of Tax Agreement with the Company.

NOW, THEREFORE, BE IT RESOLVED:

1. The Company has presented an Application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the Company's Application, the Agency hereby finds and determines that:

(a) Pursuant to 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: and

(b) The Agency has the authority to take the actions contemplated herein under the Act.

2. The proposed financial assistance being contemplated by the Agency includes (i) an exemption from all state and local sales and use taxes with respect to the qualifying personal property included within the Project or used in the acquisition, construction or equipping of the Project and (ii) a partial real property tax abatement through a PILOT Agreement, pursuant to which the Company would make payments in lieu of real property taxes to the Affected Tax Jurisdictions.

3. The Chairman, Vice Chairman and/or the Executive Director of the Agency are hereby authorized, on behalf of the Agency, to cause the issuance of public hearing notices, hold a public hearing in compliance with the Act and negotiate (but not execute or deliver) the terms of (A) the Agent Agreement and Project Agreement, whereby the Agency appoints the Company as its agent to undertake the Project, (B) a Lease Agreement whereby the Company leases the Project to the Agency, (C) a related Leaseback Agreement conveying the Project back to the Company, (D) a PILOT Agreement, whereby the Company agrees to make certain payments-in-lieu-of real property taxes and (E) related documents; provided (i) the rental payments under the Agent Agreement and Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project.

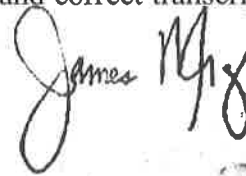
4. The Agency hereby schedules a public hearing pursuant to Article 18-A of the New York State General Municipal Law to be held by the Agency on Tuesday, the 5th day of February, 2019, at 10:00 a.m., local time, at the Offices of the Fulton County Industrial Development Agency, located at 1 East Montgomery Street, Johnstown, New York 12095, in connection with the Project. The Agency hereby authorizes the publication of a Notice of Public Hearing for the Project and in accordance with the Act and the Agency's policies and procedures.

5. This resolution shall take effect immediately.

AYES: 7
NAYS: 0
ABSENT: 0
ABSTAIN: 0

I, James E. Mraz, Executive Director of the Fulton County Industrial Development Agency, hereby certify that I have compared the foregoing resolution with the original resolution, adopted by the Fulton County Industrial Development Agency, at a duly called and held meeting of said Agency on the 16th day of January, 2019, and the same is a true and correct transcript there from and the whole thereof.

Witness my hand and official seal
This 16th day of January, 2019



James E. Mraz, Executive Director