

# FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY

TUESDAY  
MAY 12, 2020  
8:00 A.M.

PLANNING DEPARTMENT CONFERENCE ROOM

## MEETING NOTES

PRESENT ON CONFERENCE CALL:

DAVE D'AMORE, CHAIRMAN  
JOE SEMIONE, VICE CHAIRMAN  
TODD RULISON, TREASURER  
JANE KELLEY, SECRETARY  
TIM MUNN, MEMBER  
MIKE FITZGERALD, MEMBER  
JAMES MRAZ, EXECUTIVE DIRECTOR  
KARA LAIS, FITZGERALD, MORRIS, BAKER, FIRTH PC  
SCOTT HENZE, PLANNING DIRECTOR  
JOHN BLACKMON, LIAISON, ECONOMIC DEVELOPMENT AND ENVIRONMENT  
COMMITTEE  
TERRI EASTERLY, FULTON COUNTY CENTER FOR REGIONAL GROWTH

### I. ROLL CALL:

	Aye	Nay	Abstain	Absent
Dave D'Amore	<u>X</u>	—	—	—
Joe Semione	<u>X</u>	—	—	—
Todd Rulison	<u>X</u>	—	—	—
Jane Kelley	<u>X</u>	—	—	—
Mike Fitzgerald	<u>X</u>	—	—	—
Joseph Gillis	—	—	—	<u>X</u>
Tim Munn	<u>X</u>	—	—	—

**II. MINUTES FROM APRIL 14, 2020 MEETING:**

MOTION : Accept as presented.  
MADE BY : Dave D'Amore  
SECONDED : Joe Semione  
ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D'Amore	<u>X</u>	___	___	___
Joe Semione	<u>X</u>	___	___	___
Todd Rulison	<u>X</u>	___	___	___
Jane Kelley	<u>X</u>	___	___	___
Mike Fitzgerald	<u>X</u>	___	___	___
Joseph Gillis	___	___	___	<u>X</u>
Tim Munn	<u>X</u>	___	___	___

IDA DISCUSSION: Jim Mraz advised that a transcript of the April 14, 2020 meeting has been prepared and posted on the IDA's website in compliance with Governor Cuomo's Executive Order suspending the Open Meetings Law.

**III. BUDGET REPORT:**

MOTION : Accept as presented.  
MADE BY : Joe Semione  
SECONDED : Tim Munn  
ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D'Amore	<u>X</u>	___	___	___
Joe Semione	<u>X</u>	___	___	___
Todd Rulison	<u>X</u>	___	___	___
Jane Kelley	<u>X</u>	___	___	___
Mike Fitzgerald	<u>X</u>	___	___	___
Joseph Gillis	___	___	___	<u>X</u>
Tim Munn	<u>X</u>	___	___	___

IDA DISCUSSION: Joe Semione stated that, at the last meeting, he discussed the cost for insurance at Tryon. Jim Mraz stated that, subsequent to that meeting, he discussed NYMIR's insurance policy for Tryon with Jon Stead. The policy currently provides \$4 million worth of coverage on Building 3. It was agreed to have that number reduced to \$1 million and have it applied to just the Midas Building. Building 60 is also insured for \$1 million. In addition, there is \$10,000 worth of contents coverage for Building 60. This will also be removed. Jim Mraz stated that he e-mailed Bill VanGorder and asked him to make those two (2) changes to the policy. These changes would be reflected in the next renewal invoice the IDA would receive.

#### IV. **COMMITTEE REPORTS:**

A. Nominating Committee:

- No report.

B. Audit Committee:

- Monthly Bank Reconciliation Reports: Dave D'Amore

IDA DISCUSSION: Dave D'Amore approved the Monthly Bank Reconciliation Reports.

C. Governance Committee:

- No report.

D. Finance Committee:

- No report.

#### V. **FULTON COUNTY/FULTON COUNTY CENTER FOR REGIONAL GROWTH (FCCRG) REPORTS:**

1. Fulton County Report: John Blackmon, Liaison

IDA DISCUSSION: John Blackmon stated that the Board of Supervisors met on May 11<sup>th</sup> and approved a Workforce Reduction Plan that involved temporary layoffs to try and save some County dollars. He stated most State revenues have been frozen. He stated that over 50% of the COVID-19 cases in Fulton County are at the Fulton Center.

2. FCCRG Report: Terri Easterly

IDA DISCUSSION: Terri Easterly advised that the construction project at the CRG's building at 34 West Fulton Street is ready to commence. She stated the construction contracts have been signed. The project will involve replacing the roof, work on the façade and demolishing the old garage on the rear of the building. She stated that the CRG has assisted Pioneer with the financing for its project. She stated that all business events the CRG had scheduled for 2020 have been cancelled due to the COVID-19 pandemic. She stated that the CRG hopes to apply for another round of Microenterprise Grant funding if the State conducts another CFA process this year.

#### VI. **OLD BUSINESS:**

A. **Status of Johnstown Renewables (JR) Project:**

1. Background:

- In January 2016, JR filed a Project Application with the IDA for a project in the Johnstown Industrial Park.
- JR had two (2) primary stockholders:

- 1) CRE Capital LLC : 70%
- 2) New Age Renewable Energy : 30%

- The project involved building an 11,900+/- sf building on a 5.2 acre parcel of land in which ethyl alcohol would be produced from liquid whey from the adjacent FAGE yogurt manufacturing plant.
- The project was projected to involve the investment of \$16+/- million and the creation of 27 jobs.
- The IDA Board executed a 10-year Lease Agreement with JR in March 2017.
- The IDA Board executed a 10-year PILOT Agreement with JR in March 2017. Year 1 of the PILOT was 2017.
- The IDA Board approved a sales tax exemption for the JR project. This sales tax exemption was provided for the period of July 15, 2016 – December 31, 2017.

2. Sales Tax Exemptions:

- The IDA initially approved granting JR sales tax exemptions on the purchase of materials to be used in constructing the building and on the purchase of machinery and equipment to install in the building.
- These sales tax exemptions were to be available to JR through December 31, 2017.
- On January 30, 2018, JR filed an ST-340 with New York State's Department of Taxation and Finance (T & F) stating \$960,000 in sales tax exemptions were taken when the building was being constructed. The exemptions were on JR's purchasing materials and the building and on machinery and equipment to install in the building.
- In October 2019, the IDA learned that JR was planning on auctioning off materials and equipment currently being stored at the site.
- At its October 2019 meeting, IDA Board authorized:
  - 1) Executing an Escrow Agreement with JR whereby all proceeds from the Auction would go to an Escrow Agent and eventually paid to NYS's Department of Taxation and Finance to repay the sales tax benefits JR received.
  - 2) Recapturing the estimated \$960,000 in sales tax benefits JR received on this project because JR had not completed the project and created the 27+/- new jobs they committed to create in their Project Application.
- Escrow Agreement has been executed.
- Johnstown Renewables filed an amended ST-340 form with NYS Department of Taxation and Finance (T & F). The amended amount was based on the estimated sales from the Auction. The amended ST-340 claimed \$55,355.52 in sales tax exemptions.

3. Lease Agreement:

- JR's Lease Agreement with the IDA stated that JR would complete their project by December 31, 2017.
- IDA Board agreed to extend completion date through December 31, 2019 to give JR more time to complete project.
- JR has not executed an Amendment to the original Lease Agreement to extend the project completion date through December 31, 2019.
- At its December 10, 2019 meeting, the IDA Board authorized:
  - 1) Extending the completion date of the Auction through January 31, 2020.

- 2) Extending the Project Completion Date identified in the Lease Agreement until February 28, 2020.

4. Update Provided at February 11, 2020 Meeting:

- JR's Counsel advised that the Auction was complete. Once tabulation was complete, figures would be provided to IDA.
- Funds have been placed into Escrow Account per Escrow Agreement. JR's Counsel did not specify how much has been put into the account.
- Based on final Auction results, JR may be filing another amended ST-340 with T & F to revise what JR claims to be the sales tax exemptions they've taken.
- Kara Lais advised JR Counsel that the IDA Board will not accept the amounts in the amended ST-340 without receipt of a written confirmation from T & F that they accept and approve the amount in the amended ST-340.
- JR wants to proceed with an Early Lease Termination.
- At its February 11, 2020 meeting, the IDA Board approved an early termination of the IDA's lease and PILOT with JR, subject to JR paying the required fees and to authorize the Chairman to execute all early lease termination documents.

5. Update Provided at March 3, 2020 Meeting:

- On February 12, 2020, JR Counsel advised Kara Lais that the Auctioneer collected \$35,748 in sales taxes from New York taxable buyers and that said amount was remitted to the NYS Department of Taxation and Finance on February 6, 2020.
- On February 21, 2020, Kara Lais sent JR's Counsel an Early Termination Agreement for JR to execute and return along with a payment to cover Fitzgerald Morris Baker & Firth fees for working on this project as well as the lease termination fee payable to the IDA.
- Upon receipt of the two (2) payments, the IDA Chairman will execute the Lease Termination Agreement.
- Kara Lais' transmittal also requested that JR's Counsel send the IDA the final results of the Auction, the amount placed in escrow that will be turned over to the IDA for remittance to T & F and whether JR will be filing another Amended ST-340 Form with T & F.
- On February 27, 2020, Kara Lais received, by email, a letter from JR's Counsel stating that
  - On February 6, 2020, \$29,882.85 in sales taxes generated on the sale of equipment to be used in New York State was transmitted to T & F.
  - JR will not be submitting another amended ST-340 to T & F.
  - JR offered to pay an additional sum to satisfy what it claims to be the total sales tax benefits JR received on the sale of equipment to be used in New York State.
- The letter did not mention the sales tax benefits JR received on the goods, machinery and equipment originally purchased.
- At this meeting, the IDA Board authorized the Executive Director to send the ST-62 form to T+F with a cover letter asking for T+F to acknowledge back to the IDA whether they recognize JR's original or amended ST-340 as correct.

6. Update Provided at April 14, 2020 Meeting:

- James Mraz filed ST-62 form with cover letter with T & F. Letter requested T & F to confirm whether they acknowledge JR's original or amended ST-340 as correct. No responses has been received back from T+F.
- Kara Lais contacted T & F's counsel
- Terry Blodgett, County Treasurer, has advised that JR paid its 2020 County tax bills in the amounts of \$1,968.75 and \$456.75.
- JR has advised Kara Lais that it will be paying the Fonda-Fultonville School tax bill in the amount of \$4,801.66. This tax bill was just recently sent by Fonda-Fultonville School District to the IDA who in turn sent it to Johnstown Renewables.

7. Update:

- JR's Counsel spoke with Kara Lais on April 29<sup>th</sup> and advised:
  - JR facility is still for sale.
  - They re-sent their termination agreement to Kara and Kara re-sent our termination agreement to them.
  - They are still holding all proceeds from the Auction.
  - Kara again requested they verify with her how much money they are holding in escrow.
  - They asked if the IDA would consent to their law firm being paid from the proceeds of the Auction being held in escrow.
- On May 7, 2020, Kara Lais spoke with Counsel at T & F. T & F requested a copy of the Lease Agreement with JR, ST-60, ST-62 and ST-340 forms, the IDA's recapture policy and an itemization of the items JR purchased and calculated the \$960,000 in sales tax exemptions they originally reported to T & F.
- Once they receive and review this information, they would make a decision on how much sales tax should be recaptured.

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. He stated that Kara had a good conversation with both Auditors and Counsel at T & F. Kara is putting together the documents that T & F asked to review. Once those are reviewed, T & F will then advise the IDA on what amount of sales tax exemptions they recognize as being what JR is responsible for.

Kara Lais stated that JR has executed the Termination Agreement and it has been sent to her. She stated that JR has also sent a check to the IDA for the fees associated with the termination.

**B. IDA Website:**

1. Background:

- At its November 12, 2019 meeting, IDA Board hired Emery Designs to update IDA's website.
- Executive Director has been participating in weekly Conference Calls with Emery Designs to discuss various issues.
- At its January 14, 2020 meeting, the IDA Board agreed to consolidate the information on the Tryon Technology Park website (tryontechnologypark.com) into the IDA's website (fcida.org) but retain the domain name Tryon Technology Park.

2. **Status Report:**

- Contacted EMSI and ESRI regarding purchasing data for website.
- Drafted narrative on Workforce Training Programs available in Fulton County. See attached.

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. He stated that initial quotes have been received from EMSI and ESRI regarding purchasing certain data. He stated the next step would be to meet with both the County and the CRG to finalize the specific datasets that should be purchased, obtain final quotes and determine how those costs could be shared.

Jim Mraz referred to the narrative that was prepared on Workforce Training Programs available in Fulton County. He thanked Jane Kelley for all of the work she did in collecting the information about the training programs provided by FMCC. He also thanked Dr. Lorraine Hohenforst and Gail Breen for all the work they did in providing information on the training programs provided by HFM-BOCES and Fulton-Montgomery-Schoharie Workforce Development Boards. He stated this information has been sent to Emery Designs to post onto the IDA's website. He stated he will also be sending the information to Fulton County and the FCCRG.

**C. Capital Resources Corporation:**

1. **Background:**

- On January 31, 2008, the provisions of the New York State General Municipal Law that authorized IDA's to issue tax-exempt revenue bonds for charitable entities expired.
- Historically, the ability of IDA's to provide tax exempt revenue bond financing to charitable entities has been an important economic development tool.
- Not-for-profit entities in Fulton County that have benefitted from the Agency's tax-exempt financing include Nathan Littauer Hospital and Fulton County YMCA.

2. **Capital Resources Corporation:**

- a. An alternative now exists to allow not-for-profit entities to access to tax-exempt revenue bond financing.
- b. This involves the formation of a Capital Resource Corporation (CRC) under New York State's Not-For-Profit Corporation Law.
- c. A CRC would generally exist for the same public purposes as the IDA but have the power to issue tax-exempt bonds for the benefit of not-for-profit borrowers.
- d. The IRS has ruled that CRC's can issue tax exempt financing for not-for-profit entities.

3. **Formation of a Capital Resource Corporation:**

- a. Three (3) steps would need to be taken to form a Fulton County Capital Resource Corporation:

- 1) Agency Resolution. The IDA Board would adopt a resolution approving a proposed Certificate of Incorporation and authorize the Chairman or Executive Director to approach the Board of Supervisors regarding the formation of a CRC.
- 2) Board of Supervisors' Resolution. The IDA would present the proposed Certificate of Incorporation, along with the resolution approving such proposed Certificate of Incorporation, to the Board of Supervisors and request that the Board of Supervisors approve the proposed Certificate of Incorporation and the formation of a CRC. The Board would have to approve this request.
- 3) Filing of the Certificate of Incorporation. Once approved by the Board of Supervisors, the IDA would file the Certificate of Incorporation and the CRC would begin its existence.

#### **4. Key Terms of the Certificate of Incorporation:**

- a. The purpose of the CRC would be to promote community and economic development and creation of jobs in the non-profit and for-profit sectors.
- b. The CRC would be subject to the provisions of the Public Authorities Accountability Act of 2005 and 2009.
- c. The CRC would be authorized to issue bonds.
- d. The CRC's operations would be limited to Fulton County.
- e. The CRC would be managed by a Board of Directors. The Board of Directors would be appointed by and serve at the pleasure of the Board of Supervisors. The CRC's Board of Directors would consist of the members of the IDA. The members of the Board of Directors shall not be entitled to compensation.
- f. The County shall receive an annual financial report from the CRC. The CRC shall be subject to audit by the County, the Authority Budget Office and the Office of the State Comptroller.
- g. The CRC would be a "public body" for purposes of the Open Meetings Law.
- h. The CRC must hold a public hearing with respect to proposed projects with the same notice as required under Section 859-a of the General Municipal Law.
- i. Any amendment of the Certificate of Incorporation or by-laws of the CRC would be subject to approval by the Chairman of the Board of Supervisors.

#### **5. Update provided at March 3, 2020 Meeting:**

- At the February 11, 2020 IDA Board meeting, IDA Board members identified several questions about creating a CRC.
- Following that meeting, Jim Mraz contacted Joe Scott, Hodgson Russ and requested responses to their questions.
- The questions and responses are as follows:

Question: What are the costs involved with creating a CRC and who typically pays for those costs?

**Response: We typically charge \$5 - \$9,500 for setting up a CRC. If there is a project that the IDA is setting the CRC up for, we would consider no charge or rolling any setup charge into the fees to do the financing for the project.**

Question: If a CRC has no projects, do they still have to have an audit conducted?

**Response: Yes.**



Question: If a CRC has not generated any revenues from projects, where do the funds come from to pay for operating costs like audits and staff time for preparing PARIS Reports?

**Response: Funding from the County or from the IDA. We also have several CRC's that have an annual funding arrangement with the entities that they have done projects for (i.e., an annual fee). The annual fee funds the current operation costs of the CRC.**

**6. Update provided at April 14, 2020 Meeting:**

- Jim Mraz sent letter to Jason Brott on March 11, 2020 asking if he would have any concerns about Fulton County creating a CRC. No response has been received

**7. Update:**

- Jim Mraz e-mailed Jason Brott on April 23, 2020 asking for a response to his March 11, 2020 letter.

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. There was no discussion.

**D. Cushman Wakefield:**

**1. Background:**

- At its April 14, 2020 meeting, the IDA Board authorized the Chairman to execute a Listing Agreement with Cushman Wakefield to market Tryon.
- Listing Agreement has been executed.

**2. Status Report:**

- Cushman Wakefield has listed Tryon's shovel-ready land and the two (2) buildings onto their website as follows:
  - The land is listed at \$27,500 per acre.
  - The 15,000+/- sf Building 60/the former Maintenance Shop is listed at \$150,000.
  - The 15,000+/- sf portion of Building 3 referred to as the Midas Building is listed at \$350,000.

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. Joe Semione asked if the buildings are structurally sound? Jim Mraz stated they are. He stated that all of the Cushman Wakefield representatives who viewed the building were impressed with their structural integrity and condition. Tim Munn asked where the IDA stands with respect to demolishing additional buildings? Jim Mraz stated that Fulton County has already demolished a number of buildings. Approximately five (5) were demolished when the original access road was constructed. Two (2) years ago, the County demolished an additional seven (7) buildings. This demolition work has created approximately 100 acres that are now clear of any buildings. He stated that there are a number of buildings remaining over by Vireo Health's property. He stated that if a company came in now and desired to purchase land that had existing buildings on them, the IDA could either use proceeds from a lot sale to demolish those buildings or negotiate on the price of those lots so that the company would pay for the costs of demolition.

**F. Tryon Electric Project**

## 1. Background:

- National Grid is installing a new, primary electric service for the a Tryon Technology Park
- National Grid's work includes:
  - Installing new overhead service from CR107 to CR117
  - Installing new underground electric service along CR117 to a point just past Vireo Health.
  - Install new underground service laterals to Vireo Health, wastewater pump station, water booster station and elevated tank
  - The service laterals will terminate at transformer pads.
- At its October, 2019 meeting, the IDA Board authorized hiring Tom's Electric to install new electrical services from the transformer pads at the wastewater pump station, water booster station and elevated tank into each of these facilities.
- The new underground service will start in front of Building 60 and run on the outside of CR 117 to a point just past Vireo Health.
- In the future, if a company comes in and locates somewhere at Tryon where the primary service is not extended to, that project will have to include extending the underground primary electric service to that site.

## 2. Status Report

- National Grid started work on the overhead line on April 6, 2020.
- National Grid started work on the underground service on April 20, 2020.
- The following work has been advanced:
  - Five (5) manholes along CR117 have been installed.
  - Transformer pads have been delivered.
  - 1,600' of 5" conduits have been installed along CR117 between five (5) manholes.
  - Poles being set between CR117 and CR107 and along CR107.

## 3. Next Steps:

- Install switchgear at five (5) manholes along CR117.
- Install transformer pads and transformers.
- Install service laterals from CR117 to transformer pads and from those pads into water booster station, wastewater pump station and elevated tank.
- Pull wires and make connections to switchgear, transformers and buildings.
- Cutover.

## 4. Additional Costs:

- Fulton County has paid for these additional costs:
  - A backhoe with an 18" bucket had to be rented to install conduit. Total cost: \$2,500
  - A vacuum truck had to be rented to dig trench over culvert. Total cost: \$2,320
  - Sand had to be purchased and hauled to site to use in trenches. Total cost: \$380 to date

IDA DISCUSSION: Scott Henze reviewed the information on the Agenda. He stated that Chris Stankes, Planner, from the Planning Department has been clerking this job and has been onsite daily. He stated Chris has been doing an excellent job and that he's been very fortunate to have Chris work full-time on

this project. Scott Henze stated that the five (5) manholes along CR107 have been installed. He stated these manholes are 8’ wide and 20’ long. The holes in which these manholes have been placed were dug by the County. Transformer pads are currently being installed. Scott Henze estimates that the cutover to the new system will be sometime in June.

**VII. NEW BUSINESS:**

**A. Lands on South Side of CR107:**

- IDA Board retained Coldwell Banker Arlene M. Sitterly to market the 27+/- acre parcel of land on the south side of CR107.
- The IDA Board received four (4) formal offers to purchase the property. One of the offers was subsequently withdrawn.
- The following three (3) offers were received:

**1. ALAN SQUIRES AND JOHN MCCASHION:**

A. Submitted	November 2019
B. Amount	\$90,000
C. Contingencies	1) Purchaser shall obtain, at purchaser’s expense, all government approvals and/or permits necessary to use the premises as residential multi-family development.
D. Proposed Use of Property	<ol style="list-style-type: none"> <li>1) Improve the driveway roadway and lighting completed within the first year of ownership. Get permission from the City of Gloversville to connect the existing water tap to the City and check/repair any infrastructure leaks. If the connection to the sewer will not be allowed, individual septic system will be installed as the improvements take shape.</li> <li>2) Redevelop buildings one and two (the most easterly two office structures to create and accommodate four (4) to five (5) residential units in each of the two (2) structures. This would be completed within the two (2) years of ownership.</li> <li>3) Remove the damaged left over concrete slab that had supported a structure (#3).</li> <li>4) Raze and remove the structures known as #4, #5, #6, #7 and #8 as they suffer from any number of deficiencies and all are deteriorated beyond salvage. This would be completed within the two (2) years of ownership.</li> <li>5) New structures would be built on the existing and enhanced concrete slabs sites #3, #4, #5, #6, #7, #8 to provide at a minimum two (2) units per site and a maximum of four (4) units per site. These would be built as time permitted yet at a minimum of one during each of the succeeding years after the second year.</li> <li>6) The intent would be to have all sites improved and the development completed within a 6-8 year period. All units would be engineered and designed to meet all existing codes and approved by the Town code enforcement personnel.</li> <li>7) Rents would be at or above market rents for similar rental units and would not be restricted or discriminated toward any person who otherwise qualified financially.</li> <li>8) Should it not prove to be cost effective to develop the rental sites, we would investigate a subdivision for residential home sites or other acceptable uses.</li> </ol>

**2. DAVE HUCKANS AND BALJIT K. VERMA:**

A. Submitted	April 2020
B. Amount	\$30,000
C. Contingencies	None
D. Proposed Use of Property	<ol style="list-style-type: none"> <li>1) CBD/marijuana processing, extraction facility, which is urgently needed for the area farmers, they generally have to take their produce to long-distance places, many times out of the State, creating huge financial burden and losses to the farmers – a big deterrent for economic growth from alternative crops (please refer to further detailed explanation of the business plan on this activity to be provided)</li> <li>2) A highly needed community interaction and a coordinating office on one of the front buildings, complete with a spa and multiple aesthetic procedures, conducted by highly qualified professionals.</li> <li>3) One of the facilities will be used as an art center, for easy access to arts and artist exchanging commercial and social benefits.</li> <li>4) Another building will be a storefront for multiple products produced locally at the center.</li> <li>5) We plan to utilize the land for a farm to table experience and maybe involve the community in a farmer’s market setting.</li> <li>6) Some area will be allocated for solar panels to make us energy self-sufficient and diminish our carbon footprints and making it a complete green organic facility.</li> </ol>

**3. JOHN KONASZ:**

A. Submitted	November 2019
B. Amount	\$27,500
C. Contingencies	1) Buyer getting zoning approvals for multiple apartments to be constructed on property.
D. Proposed Use of Property	1) Apartment buildings.

**4. MARK GILLIE:**

A. Submitted	March 2020
B. Amount	\$100,000
C. Note	1) In March, Mark Gillie notified the IDA that, because of the COVID-19 Pandemic, the lender that was financing the project withdrew its commitment to fund the project. As a result, Mr. Gillie withdrew his offer.

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. Dave D’Amore stated that Alan Squires and John McCashion spoke with several IDA Board members about their offer. They commented at the time that they would like to go and discuss their proposal with the Town of Perth Planning Board. Dave D’Amore asked if that was ever done? Jim Mraz stated, “Yes.” He stated they presented Concept Plans to the Planning Board. Sean Geraghty, who attended the meeting from the Planning Department, advised that the Conceptual Plans were well received by the Town Planning Board. Joe Semione stated that the first offer is the one that he would recommend going with. He stated the other two (2) offers were simply too low in comparison to

the first. Jim Mraz stated that the one condition on this first offer is that it would be contingent upon Mr. Squires and Mr. McCashion receiving formal Town Planning Board approval of their proposed project. He stated, based upon the feedback they received when they met with the Town Planning Board, he would anticipate them receiving final approval from the Planning Board. Todd Rulison suggested that a timeline be placed on how long it's going to take them to obtain those approvals. He suggested that they obtain that within the next two (2) meetings of the Town Planning Board. There was a general discussion about whether that may be restrictive given the current COVID-19 pandemic and the fact that the Town Planning Board is not meeting at present because of the pandemic. It was then discussed that the IDA Board could always grant an extension to any timeline it put onto this approval.

Jim Mraz asked Terri Easterly what would be the next step. She said it would be preparing and signing a purchase contract. She said she would prepare the contract and contact the other parties who submitted offers and advise them of the IDA Board's decision.

**IDA ACTION:**

**MOTION:** To authorize the Chairman to execute a contract with Alan Squires and John McCashion in the amount of \$90,000 for the sale of the 27+/- acres on the south side of CR107 on the condition that the purchasers obtain their approval of the proposed project from the Town of Perth Planning Board within the next two (2) meetings that the Town Planning Board will have once meetings are resumed.

**MADE BY:** Joe Semione  
**SECONDED:** Mike Fitzgerald  
**ROLL CALL VOTE:**

	Aye	Nay	Abstain	Absent
Dave D'Amore	<u>X</u>	---	---	---
Joe Semione	<u>X</u>	---	---	---
Todd Rulison	<u>X</u>	---	---	---
Jane Kelley	<u>X</u>	---	---	---
Mike Fitzgerald	<u>X</u>	---	---	---
Joseph Gillis	---	---	---	<u>X</u>
Tim Munn	<u>X</u>	---	---	---

**B. IDA Website:**

- Received invoice from Hosting4Less for hosting IDA's website.
- Invoice is for:
  1. Hosting Website for 1 year : \$119.40
  2. Domain Name Registration for 1 year : \$ 25.00
- Total Invoice : \$144.40

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. He asked if there were any questions. There were none.

IDA ACTION:

MOTION: To authorize a payment of \$144.40 to Hosting4Less.

MADE BY: Jane Kelley

SECONDED: Dave D'Amore

ROLL CALL VOTE:

	Aye	Nay	Abstain	Absent
Dave D'Amore	<u>X</u>	---	---	---
Joe Semione	<u>X</u>	---	---	---
Todd Rulison	<u>X</u>	---	---	---
Jane Kelley	<u>X</u>	---	---	---
Mike Fitzgerald	<u>X</u>	---	---	---
Joseph Gillis	---	---	---	<u>X</u>
Tim Munn	<u>X</u>	---	---	---

### C. Potential Solar Project:

#### 1. Background:

- On April 9, 2020, the IDA received an introductory e-mail from Keith Sandor, President, Nexus Renewables (NR) providing background information about NR and asking if the IDA had any property that it would be interested in having a solar project developed on it.
- On April 13, 2020, Jim Mraz sent an e-mail response back to Keith Sandor with a map showing a 60+/- acre tract of land adjacent to the Tryon Technology Park that the IDA owns that may be suitable for a solar project.
- On April 13, 2020, Keith Sandor responded saying that Nexus was interested in this site and would get back to Jim Mraz.
- On April 27, 2020, NR conducted a Zoom Meeting with Jim Mraz, Dave D'Amore and Scott Henze to further discuss their interest in developing a solar project on this parcel.

#### 2. Nexus Renewables:

- NR is a renewable energy developer that builds, owns, operates and finances renewable energy assets.
- NR is based in Canada.
- NR has been operational for approximately 1 year.
- NR has already contracted with 15 projects of which four (4) have been in New York State. Three (3) projects have been with NYS Gas and Electric and one (1) with Con Edison. All four (4) of these projects are solar PV projects.
- NR's projects in Canada are all Battery Energy Storage Systems (BESS).

#### 3. Potential Site for Solar Project:

- The 60+/- acre site for the potential project is adjacent to the Tryon Technology Park.
- The 60+/- acres is not part of the Tryon Technology Park.

- It was part of the 515 acres of land New York State deeded to the IDA as part of Tryon.
- This land was previously looked at by another solar company several years ago.

4. Potential Solar Project:

- NR desires to develop a 6.875 MW solar project on the site.
- NR would pay for all costs associated with developing, constructing and operating the solar project.
- IDA would incur no costs.
- NR would lease land from the IDA for this project.
- IDA would generate two (2) revenues:
  - 1) Land Lease: NR would pay a flat rate per acre per year
  - 2) Solar Energy Generated: NR would pay a flat rate per kWh of solar energy generated

5. Next Steps:

- If the IDA is interested in working further with NR, the next step would be to:
  - 1) Negotiate Lease Agreement
  - 2) Negotiate Power Purchase Agreement

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. Joe Semione stated that he is okay with moving forward with negotiations given the fact that this property is not part of the Tryon Technology Park and was never going to be a shovel-ready site. Dave D’Amore and Tim Munn also expressed their support of moving forward with negotiations.

IDA ACTION:

MOTION: To move forward with negotiating a Lease Agreement and Power Purchase Agreement with Nexus Renewables.

MADE BY: Dave D’Amore

SECONDED: Joe Semione

ROLL CALL VOTE:

	Aye	Nay	Abstain	Absent
Dave D’Amore	<u>X</u>	—	—	—
Joe Semione	<u>X</u>	—	—	—
Todd Rulison	<u>X</u>	—	—	—
Jane Kelley	<u>X</u>	—	—	—
Mike Fitzgerald	<u>X</u>	—	—	—
Joseph Gillis	—	—	—	<u>X</u>
Tim Munn	<u>X</u>	—	—	—

**D. Fulton County YMCA Project:**

1. Background:
  - In 2008, the IDA issued \$5,450,000 in Civic Facilities Bonds to the Fulton County YMCA to construct their new facility on Harrison Street.
  - The Bonds were purchased by NBT Bank.
  - The Bonds are scheduled to mature on July 1, 2030.
  
2. COVID-19 Pandemic:
  - a. Bond Payment Deferral:
    - As a result of the COVID-19 Pandemic, the YMCA has been closed.
    - On May 4, 2020, Chris Defibaugh, CEO of the YMCA, contacted Jim Mraz to advise that the YMCA applied to NBT Bank for a 3-month deferral of its principal and interest payment due NBT.
    - The deferral would be for the 3-month period of April 1 – June 30.
    - The deferral would result in the maturity date of the bonds being changed from July 1, 2030 to October 1, 2030.
    - On May 6, 2020, Jim Mraz spoke with Mike Pepe, VP, NBT Bank, who advised that NBT Bank was requesting a letter from the IDA Board stating it supported granting this 3-month deferral.
  
  - b. Line of Credit:
    - Depending on when the YMCA can reopen, the Y may seek a line of credit with NBT Bank.
    - If they do so and the Bank approves the line of credit, NBT Bank would also like a letter stating that the IDA supported NBT granting this line of credit.

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. Joe Semione asked what the balance is on the YMCA’s bonds? Jim Mraz stated it’s less than \$2 million. Jim Mraz asked if there were any further questions. There were none.

IDA ACTION:

MOTION: To approve NBT Bank granting the YMCA a 3-month deferral on its principal and interest payment of the Civic Facility Bonds resulting in the Bonds maturing on October 1, 2030 instead of July 1, 2030 and to authorize the Executive Director to send NBT Bank a letter confirming such.

MADE BY: Joe Semione

SECONDED: Tim Munn

ROLL CALL VOTE:

	Aye	Nay	Abstain	Absent
Dave D’Amore	<u>X</u>	—	—	—
Joe Semione	<u>X</u>	—	—	—
Todd Rulison	<u>X</u>	—	—	—
Jane Kelley	<u>X</u>	—	—	—
Mike Fitzgerald	<u>X</u>	—	—	—
Joseph Gillis	—	—	—	<u>X</u>
Tim Munn	<u>X</u>	—	—	—



MOTION: To approve NBT Bank issuing a line of credit to the YMCA and to authorize the Executive Director to send a letter to NBT Bank advising such.

MADE BY: Dave D'Amore

SECONDED: Todd Rulison

ROLL CALL VOTE:

	Aye	Nay	Abstain	Absent
Dave D'Amore	<u>X</u>	---	---	---
Joe Semione	<u>X</u>	---	---	---
Todd Rulison	<u>X</u>	---	---	---
Jane Kelley	<u>X</u>	---	---	---
Mike Fitzgerald	<u>X</u>	---	---	---
Joseph Gillis	---	---	---	<u>X</u>
Tim Munn	<u>X</u>	---	---	---

**E. Lift in Midas Building:**

1. Background:

- An automobile lift remains in the Midas Building.
- It was never sold at the Auction.
- A similar one was sold at the Auction for \$700.

2. Offer:

- A person has expressed an interest in purchasing the lift.
- Offer: \$500

IDA DISCUSSION: Jim Mraz reviewed the information on the Agenda. He said the lift was installed in 1969. He asked if there were any questions. There were none.

IDA ACTION:

MOTION: To accept the offer of \$500 for the sale of the old lift in the Midas Building.

MADE BY: Joe Semione

SECONDED: Dave D'Amore

ROLL CALL VOTE:

	Aye	Nay	Abstain	Absent
Dave D'Amore	<u>X</u>	---	---	---
Joe Semione	<u>X</u>	---	---	---
Todd Rulison	<u>X</u>	---	---	---
Jane Kelley	<u>X</u>	---	---	---
Mike Fitzgerald	<u>X</u>	---	---	---
Joseph Gillis	---	---	---	<u>X</u>
Tim Munn	<u>X</u>	---	---	---

**VIII. OTHER BUSINESS:**

**A. COVID-19 Pandemic:**

1. Background:

- On May 8<sup>th</sup>, Jim Mraz e-mailed IDA Board members about the concept of the IDA purchasing equipment or other items to help either Fulton County or local businesses in dealing with the COVID-19 pandemic.

IDA DISCUSSION: Several IDA members stated their support for the IDA purchasing something to assist either the County or local businesses. One of the items Jim Mraz identified was an infrared thermal scanning system that the County will be purchasing for use in County Office Buildings. Each unit is estimated to cost approximately \$2,200. There was a general discussion about how many of these units the IDA may be willing to purchase on behalf of the County. After a brief discussion, it was agreed that the IDA Board could purchase two (2) of these units. Jim Mraz asked if there were any further comments or questions. There was none.

IDA ACTION:

MOTION: To authorize the purchase of two (2) infrared thermal scanning systems for use by Fulton County in dealing with the COVID-19 pandemic at an estimated cost of approximately \$4,400.

MADE BY: Todd Rulison

SECONDED: Joe Semione

ROLL CALL VOTE:

	Aye	Nay	Abstain	Absent
Dave D'Amore	<u>X</u>	___	___	___
Joe Semione	<u>X</u>	___	___	___
Todd Rulison	<u>X</u>	___	___	___
Jane Kelley	<u>X</u>	___	___	___
Mike Fitzgerald	<u>X</u>	___	___	___
Joseph Gillis	___	___	___	<u>X</u>
Tim Munn	<u>X</u>	___	___	___

**IX. NEXT MEETING:**

Tuesday  
June 9, 2020  
8:00 a.m.

**X. CLOSE MEETING:**

MOTION : To close the meeting

MADE BY : Joe Semione

SECONDED : Tim Munn

ROLL CALL VOTE :

	Aye	Nay	Abstain	Absent
Dave D'Amore	<u>X</u>	—	—	—
Joe Semione	<u>X</u>	—	—	—
Todd Rulison	<u>X</u>	—	—	—
Jane Kelley	<u>X</u>	—	—	—
Mike Fitzgerald	<u>X</u>	—	—	—
Joseph Gillis	—	—	—	<u>X</u>
Tim Munn	<u>X</u>	—	—	—

TIME : 9:21 a.m.

DRAFT