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VICTORIA L. ADAMS
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MINUTES

September 29, 2020

Because of the Novel Coronavirus (COVID-19) Emergency and State and Federal bans on large meetings or gatherings and pursuant to Governor Cuomo's Executive Order 220.1 issued on March 12, 2020 suspending the Open Meetings Law, the Herkimer County Industrial Development Agency meeting of the Board of Directors was held Tuesday, September 29, 2020 at 8:00 AM electronically via conference call instead of a public meeting open for the public to attend in person. Members of the public were invited to listen to the meeting by calling (605) 313-6315 and entering access code 827250.

After the Pledge of Allegiance, Chairman Vincent (Jim) Bono called the meeting to order at 8:00 AM.

The following members were present in person and answered the roll call: Cory Albrecht, David Chlus, Catherine (Cate) Ricci, Michael Werenczak

The following members were present via phone and answered the roll call: Vincent (Jim) Bono, Ann Gaworecki (entered call at 8:08 AM). **Quorum Present.**

Members Absent: John Scarano

Staff Present: John Piseck, Stacey Holleran, Victoria Adams

Also Present: Brian Mula, IDA Intern

Also Present via Call-In: Anthony Hallak, Jim Wallace, Mark Gaworecki, Assemblywoman Marianne Buttenschon, Assemblyman Robert Smullen, Assemblyman Brian Miller, Bill McDonald, Michelle Roberts.

Minutes: The minutes of the August 25, 2020 regular meeting were offered for review. **Cate Ricci moved, seconded by Cory Albrecht to approve presented minutes. Motion carried with 5 Ayes and 0 Nays.**

Financial Reports: The following financial reports were offered for review and approval: 2020 August Financial Report, Balance Sheet, Check Register, RLF/Lease Balance with payment status. Mr. Piseck stated that any outstanding loans are being paid accordingly and the Agency expects additional funding through project fees in the near future. He also informed board members that the Agency submitted the proposed budget for the 2021 fiscal year to the county. **David Chlus moved, seconded by Cate Ricci, to approve all financial reports as presented. Motion carried with 5 Ayes and 0 Nays.**

420 E. German Street, Box 1 Suite 101A, Herkimer, NY 13350 315-866-3000

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Certificate of Deposit for IRP and Retiree Health Funds: The Agency is responsible for repayment of funds borrowed from the USDA. Funds allocated for repayment were previously held in a Certificate of Deposit to earn additional interest to assist with the loan payments. The Certificate of Deposit has since matured. Upon diligent research, the Agency proposed moving the funds to another financial institution to accrue interest at the best possible rate based on interest rates at the time of maturity. Also, the Agency has had funds in an account allocating funds for retiree health benefits. Mr. Piseck recommended placing those funds in a Certificate of Deposit to accrue additional interest, as the funds have remained dormant. **Michael Werenczak moved, seconded by Cory Albrecht to approve the deposit of \$80,000 in IRP funds, as well as \$82,915.78 in retiree health funds, into two separate Certificates of Deposit for a term of 10 months. Motion carried with 5 Ayes and 0 Nays.**

Authorization for Victoria Adams to be added to accounts: Mr. Piseck explained the need Victoria Adams to be authorized to endorse checks. He stated that any invoices to be paid outside of normal day to day operating bills would continue to be signed by himself and Chairman Bono. After discussing concerns of ACH transactions, **David Chlus moved, seconded by Cate Ricci, to approve Victoria Adams to be added to all accounts, contingent upon investigation of additional security measures for external ACH transfers. Motion carried with 5 Ayes and 0 Nays.**

Ann Gaworecki joined the meeting via phone at 8:08 AM.

Revise PILOT TIF for Frankfort 5S South Business Park: The Agency will be requesting an amendment to the agreement between and among the Agency, Herkimer County, the Town of Frankfort, and Frankfort-Schuyler Central School District that outlines the allocation of PILOT payments for the Frankfort 5S South Business Park. The county initially provided infrastructure funding for the business park to be fully marketable as an industrial site in the county. The Agency has found that additional funds are needed for infrastructure improvements including road improvements, high-speed fiber, and power upgrades. It is expected that the amendment will extend the indebtedness to the year 2025. Mr. Piseck will need to acquire approval from all affected jurisdictions, as well as the county. **David Chlus moved, seconded by Cate Ricci to approve an amendment increasing the infrastructure funding up to \$1,650,000.00 to the January 1, 2017 Agreement Allocating PILOT Payments at the Frankfort 5S South Business Park. Motion carried with 6 Ayes and 0 Nays.**

Schuyler Business Park:

Signage along Thruway and Clearing for Park Signage: Mr. Piseck briefly spoke on the addition of billboard signage along the NYS Thruway to advertise the Schuyler Business Park. He stated that he will gather requirements, restrictions, and costs and follow-up with board members via email.

Delta Engineering: The Agency received a proposal from Delta Engineering to provide professional engineering services for the conceptual layout and roadway water service extension at Schuyler Business Park. **Cory Albrecht moved, seconded by Cate Ricci, to approve the presented proposal dated 9/28/2020 at a cost not to exceed \$6,500. Motion carried with 6 Ayes and 0 Nays.**

Clearing for Access Road: The Agency received a proposal from Stumpin' by Mike, LLC, to clear trees, shrubs, brush, logs, and stumps where the new access road will be constructed. **Ann Gaworecki moved, seconded by Michael Werenczak to approve the presented proposal dated 9/23/2020 at a cost not to exceed \$25,000. Motion carried with 6 Ayes and 0 Nays.**

131 Riverside, LLC:

Application for Financial Assistance: The Agency received an application for financial assistance from 131 Riverside, LLC, a trucking company out of Fultonville, NY. The company will purchase an existing 60,000 square foot building at 131 Riverside Industrial Parkway in Little Falls. The \$930,000 project is slated to add 6 new positions. The application was forwarded to the board for review prior to the meeting. **Cate Ricci moved, seconded by David Chlus to approve the application for financial assistance from 131 Riverside, LLC. The motion carried with 6 Ayes and 0 Nays.**

Inducement Resolution: An application for financial assistance was presented and accepted by the board for the acquisition of the facility located at 131 Riverside Industrial Park, Little Falls.

After further review and discussion, **Michael Werenczak offered the following motion:**

RESOLUTION OF THE HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY (the "AGENCY") TAKING OFFICIAL ACTION TOWARD APPOINTING 131 RIVERSIDE, LLC (the "COMPANY), AND THE PRINCIPALS OF THE COMPANY, AS AGENT OF THE AGENCY IN CONNECTION WITH A LEASE-LEASEBACK TRANSACTION, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDUCEMENT AGREEMENT AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

Seconded by Cory Albrecht, the motion carried with 6 Ayes and 0 Nays. The official resolution is attached to the original minutes.

Set Public Hearing: A public hearing is required for the 131 Riverside, LLC project. **Cate Ricci moved, seconded by David Chlus, to approve the Agency to schedule a public hearing for the 131 Riverside, LLC project. Motion carried with 6 Ayes and 0 Nays.**

Town of Webb: Mr. Piseck provided an update to board members of activities taking place at the former Highway Garage Site on Joy Tract Road in the Town of Webb, including a land survey, housing study, as well as phase I and II environmental site assessments.

Manheim Water District: Mr. Piseck expressed his continued concerns with the progress of the water and sewer district formation in the Town of Manheim. The project continues to be far behind schedule. The Agency's attorney reached out to the Town of Manheim attorney conveying the concerns, to no avail. After lengthy discussion, it was decided that Agency chairman, Jim Bono, would reach out to the town supervisor to discuss the matter.

Non-Disclosure Agreement: The board was provided a draft non-disclosure agreement to be signed by any company the agency engages with for certain services for the advancement of economic development projects within the county. **Cory Albrecht moved, seconded by Cate Ricci, to approve the non-disclosure and confidentiality agreement presented. Motion carried with 6 Ayes and 0 Nays.**

Herkimer County Microenterprise Grant:

That Little Place on Main: The Agency received an application from That Little Place on Main for the Herkimer County Microenterprise Grant. The total project amount is \$20,648.89 and \$18,584 was requested to purchase equipment to add soft-serve ice cream as a menu option. The company will add two full-time equivalent positions. The application was approved by the RLF committee prior to the meeting. **Michael Werenczak moved, seconded by David Chlus to approve the Microenterprise Grant application for That Little Place on Main in the amount of \$18,584. Motion carried with 6 Ayes and 0 Nays.**

Ted King Firewood: The Agency received an application from Ted King Firewood for the Herkimer County Microenterprise Grant. The total project will range between \$36,175 and \$53,500. Funds granted cannot exceed 70% of the total project cost, up to the maximum grant amount of \$35,000. Grant assistance was requested to assist with the purchase of a wood splitter and tractor. The application was approved by the RLF committee prior to the meeting. **Cate Ricci moved, seconded by Michael Werenczak to approve the Microenterprise Grant application for Ted King Firewood in an amount not to exceed \$35,000. Motion carried with 6 Ayes and 0 Nays.**

Duofold:

Land Survey and Appraisal: Mr. Piseck explained the need for a land survey and appraisal to be conducted for the Duofold Site. The survey and appraisal will be beneficial when marketing the site to potential developers. The cost of will either be paid back through grant or sale of building. **Cory Albrecht moved, seconded by David Chlus to move ahead with survey and appraisal. Motion carried with 6 Ayes and 0 Nays.**

New EPA Grant: The Village of Ilion is eligible to apply for an EPA Clean-Up Grant in the amount of \$500,000 to assist with clean-up efforts at the Duofold Site. As the owner, the Village must apply; however, the Agency will administer the grant on behalf of the Village. The Agency will receive administration fees. The application deadline is quickly approaching, so it is imperative that the Village and the Agency work diligently to meet said deadlines. **Cory Albrecht moved, seconded by David Chlus, to approve the Agency's assistance to the Village of Ilion in applying for and administering a new EPA grant, if awarded. Motion carried with 6 Ayes and 0 Nays.**

Cory Albrecht asked about the 3D Scanning to be done at the Duofold Site. Mr. Piseck stated that he is still looking into the agreement with Mohawk Valley EDGE. He continued by stating that he would like to dig into the new grant more prior to any additional commitments.

Project Updates/Other Business:

Anti-Sexual Harassment Training: Mr. Piseck reminded board members of the annual sexual harassment prevention training. He requested that any member that has not completed the training to do so as soon as possible.

Charlestown Mall: Mr. Piseck provided a quick update on the Charlestown Mall project. He stated that there is still interest in the property and the project looks to be moving ahead.

Microenterprise Grant: Victoria Adams provided an update to board members on the Herkimer County Microenterprise Grant. She stated that 9 jobs have been added and there will approximately \$83,000 in grant funds remaining after funds are drawn down for the two applications approved at today's meeting.

Tractor Supply CDBG: The CDBG for Tractor Supply is moving forward for drawdown.

HPK Industries CDBG: The County has submitted an application for a CDBG grant for HPK Industries, Inc. The company is expected to add approximately 30 jobs as part of their project. The Agency anticipates it will administer the grant.

Northern Borders Grant: Mr. Piseck stated that the Agency received documentation to get started on the Northern Borders Grant. He stated that the design for the Eastern Mohawk Valley Water Transmission Main must be completed prior to applying for additional grant dollars to assist with the project.

Remington Arms: Mr. Piseck stated that he believes there was a successful bid on Remington Arms. He continued by stating that some lines will continue production at the facility.

Executive Session: David Chlus moved, seconded by Cate Ricci to enter into executive session to discuss developments of a potential project, current litigation, and matters of personnel. Motion carried with 6 Ayes and 0 Nays. All board members, John Piseck, Stacey Holleran, Victoria Adams, and Brian Mula were invited to stay.

After discussion of a potential project, and current litigation, Stacey Holleran, Victoria Adams, and Brian Mula were excused.

After discussion of personnel matters, Stacey Holleran and Victoria Adams were invited to return at 9:50 AM.

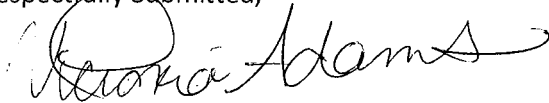
Cate Ricci moved, seconded by Michael Werenczak to end executive session at 9:52 AM. Motion carried with 6 Ayes and 0 Nays.

Project Zero: The Agency received an option agreement from a potential developer. Michael Werenczak moved, seconded by Cate Ricci, to approve the draft option agreement for Project Zero contingent upon edits to be made by Agency council as well as an additional review of the document by Chairman Bono and Director Piseck. Motion carried with 6 Ayes and 0 Nays.

Project Duck: The Agency is requesting approval to have an appraisal conducted on a potential project. Cate Ricci moved, seconded by Michael Werenczak, to approve the Agency to have an appraisal conducted on Project Duck. Motion carried with 6 Ayes and 0 Nays.

Being no other business, Cate Ricci moved, seconded by Michael Werenczak to adjourn at 10:08 AM. Motion carried with 6 Ayes and 0 Nays.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read "Victoria Adams". The signature is fluid and cursive, with a large initial "V" and a long, sweeping underline.

Victoria Adams
Administrative Assistant

INDUCEMENT RESOLUTION

At a meeting of the Herkimer County Industrial Development Agency held at 420 E. German Street, Herkimer, New York, on September 29, 2020 at 8:00 AM.

The meeting was called to order by the Chairman, and, upon the roll being called, the following were

PRESENT: Vincent (Jim) Bono (via teleconference), David Chlus, Catherine Ricci, Michael Werenczak, Cory Albrecht, Ann Gaworecki (via teleconference)

ABSENT: John Scarano

ALSO PRESENT: Anthony Hallak (via teleconference), John Piseck, Stacey Holleran, Victoria Adams

The following resolution was offered and seconded with the members voting:

AYE

NAY

All

None

RESOLUTION OF THE HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY (the “AGENCY”) TAKING OFFICIAL ACTION TOWARD APPOINTING 131 RIVERSIDE, LLC (the “COMPANY), AND THE PRINCIPALS OF THE COMPANY, AS AGENT OF THE AGENCY IN CONNECTION WITH A LEASE-LEASEBACK TRANSACTION, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDUCEMENT AGREEMENT AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

WHEREAS, the Herkimer County Industrial Development Agency (the "Agency") is authorized and empowered by Title 1 of Article 18-A of the General Municipal Law of the State New York Chapter 410 of the Laws of 1970 and Chapter 158 of the Laws of 1981 of the State (collectively, the "Act") to promote, develop, encourage and assist in the constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, pollution control, commercial, research and recreation facilities for the purpose of promoting, attracting 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 (the "State"); 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 provide assistance in the construction and equipping of one or more "Projects" (as defined in the Act); and

WHEREAS, the Company has presented an application (the "Application") to the Agency, a copy of which was presented at this meeting and copies of which are on file at the office of the Agency, requesting that the Agency consider undertaking; (i) to provide assistance through sales tax and mortgage tax incentives for the constructing, equipping, and financing of the above described project Facility and real property tax relief in the form of a Payment in Lieu of Tax Agreement (the "Assistance"), (ii) to acquire, construct, equip, and finance the Facility or to cause the Facility to be constructed, equipped, and financed; and (iii) to lease (with an obligation to purchase) or sell the Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, the Facility will consist of the acquisition, construction, and equipping of a warehousing and distribution facility and office space located at 131 Riverside Industrial Park Drive in the City of Little Falls, Herkimer County, State of New York, known as Tax Map No. 114.83-1-25. The Project has an estimated cost of Nine Hundred Thirty Thousand and 00/100 Dollars (\$930,000.00) (the "Project Costs"); and

WHEREAS, the Agency has given due consideration to the Application and to representations by the Company; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto the Department of Environmental Conservation of the State Department of Environmental Conservation of the State (collectively "SEQR"), the Agency constitutes a State Agency; and

WHEREAS, the Agency has considered its environmental assessment form and related forms (the questionnaire submitted by the Company) the requisite criterion to determine whether the proposed action or the Project will have a significant effect on the environment; and

WHEREAS, if required by the Act, a public hearing will be duly noticed and had with respect to the Facility and the Assistance.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

1. Based upon the application and other representations made by the Company to the Agency and the Agency's due deliberation, the Agency hereby makes the following findings and determinations:

A. The Facility constitutes a "Project" within the meaning of the Act.

B. The Assistance will induce the Company to locate the Facility in the County, thereby maintaining and increasing employment opportunities within the State of New York and otherwise furthering the purposes of the Agency as set forth in the Act.

C. Except as is permitted by law, the Facility will not result in the removal of a commercial, industrial or manufacturing plant or facility of the Company or any other proposed occupant of the Facility from one area of the State to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Facility located in the State.

2. The form and substance of the proposed agreement in substantially the draft form presented to this meeting between the Agency and the Company setting forth the undertakings of the Agency and the Company with respect to providing of the Assistance (the "Agreement") are hereby approved. The Chairman, Vice Chairman and Executive Director of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Agreement in substantially the form presented to this meeting, with such changes in terms and form as the Chairman, Vice Chairman or the Executive Director shall approve. The execution thereof by the Chairman, Vice Chairman or Executive Director shall constitute conclusive evidence of such approval.

3. Subject to the conducting of a public hearing, if required, pursuant to Sections 859-a and 862 of the Act and subject to the conditions set forth in the Agreement, the Company is hereby authorized to proceed with the acquisition, construction, equipping, and financing of the Facility and to advance such funds as may be necessary to accomplish such purposes.

4. Subject to the conducting of a public hearing, if required, pursuant to Sections 859-a and 862 of the Act and subject to the conditions set forth in the Agreement, the Company in accordance with the Agreement and where applicable its tenant or tenants, are appointed the true and lawful agents of the Agency (i) to acquire, construct, equip, and finance the Facility, (ii) to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agent for the Agency, and in general to do all things which may be requisite or proper for completing the Facility, all with the same powers and the same validity as the Agency could do if acting in its own behalf.

5. This Project shall not proceed until it has conformed with all requirements of SEQR, conditions (if any) imposed by the City of Little Falls, this Agency has received the Negative Declaration of the City of Little Falls or County of Herkimer as Lead Agency in the SEQR process and the Company has provided sufficient proof of its ability to finance the Project.

A copy of this Resolution, together with the attachments hereto, shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours and notices of this negative declaration shall be filed, posted and published as shall be necessary to conform with the requirements of SEQR.

6. This Resolution shall take effect immediately.

STATE OF NEW YORK)
) ss.:
COUNTY OF HERKIMER)

I, the undersigned Assistant Secretary of the Herkimer County Industrial Development Agency, do hereby certify that I have compared the foregoing extract of the minutes of the Herkimer County Industrial Development Agency (the "Agency") held on September 29, 2020 with the original thereof of file in my office, and that the same is a true and correct copy of the original and of the whole of the original insofar as the same relates to the subject matters therein referred to.

I, FURTHER CERTIFY that (i) all members of the Agency had due notice of the meeting, (ii) the meeting was in all respects duly held, (iii) pursuant to Section 99 of the Public Officers Law (Open Meetings Law), the meeting was open to the general public, and public notice of the time and place of the meeting was duly given to the public and news media in accordance with Section 99 and (iv) there was a quorum of the members of the Agency present throughout the meeting.

I, FURTHER CERTIFY that, as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed and rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 29th day of September, 2020.

**HERKIMER COUNTY INDUSTRIAL
DEVELOPMENT AGENCY**

By: Stacey Holleran
Stacey Holleran, Assistant Secretary