



STAFF

JOHN J. PISECK, JR.
Executive Director

STACEY J. HOLLERAN
Office Manager

VICTORIA L. ADAMS
Administration & Grant
Coordinator

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Marketing & Communications
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COUNSEL

ANTHONY G. HALLAK, Esq.
Felt Evans, LLP

MINUTES

April 27, 2021

Herkimer County Industrial Development Agency Board of Directors Meeting

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, April 27, 2021 at 8:00 AM electronically via zoom conference instead of a public meeting open for the public to attend in person. Members of the public were invited to join the meeting by going to www.zoom.com or by dialing (929) 205-6099 and entering meeting ID 959 2010 8407 and passcode 518715.

After the Pledge of Allegiance, Chairman Vincent (Jim) Bono called the meeting to order at 8:03 AM.

The following members were present in person: Cory Albrecht, David Chlus, Michael Werenczak, John Scarano, and Vincent (Jim) Bono

The following members were present via phone: Ann Gaworecki. **Quorum Present.**

Members Absent: Catherine (Cate) Ricci

Staff Present: John Piseck, Stacey Holleran, Victoria Adams

Also Present in Person: Anthony Hallak

Also Present via Call-In: Scott Flansburg, Tennille Knoop, Bob Hollum, Assemblyman Brian Miller, James Wallace, Michele Roberts, Mark Gaworecki, Senator Peter Oberacker, John Stephens, Assemblyman Robert Smullen, Assemblywoman Marianne Buttenschon, Brion Carroll

Mission Statement: Mr. Piseck read the Agency's Mission Statement

Minutes: The following minutes were offered for review: The March 23, 2021 Board of Directors Meeting; the April 12, 2021 Schuyler Warehouse Development Public Hearing; the April 12, 2021 Hale Manufacturing Public Hearing; and the April 19, 2021 Wilcor Expansion Public Hearing. **John Scarano moved, seconded by Michael Werenczak to approve all minutes as presented. Motion carried with 6 ayes and 0 nays.**

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

"This institution is an equal opportunity provider, employer and lender."

Financial Reports: The following financial reports were offered for review and approval: 2021 March 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 is in a good financial position. **John Scarano moved, seconded by David Chlus, to approve all financial reports as presented. Motion carried with 6 ayes and 0 nays.**

Microenterprise Grant:

Jones Family Farm: The Agency received an application from Jones Family Farm for the Microenterprise Grant. The total project amount is \$36,426. \$25,498 (70%) will be granted for the purchase of a packaging machine that will increase the self-life of their fresh cheese products. The application was approved by the RLF committee prior to the meeting. **David Chlus moved, seconded by Cory Albrecht to approve the Microenterprise Grant application for Jones Family Farm. Motion carried with 6 ayes and 0 nays.**

Update: Victoria Adams provided an update to board members on the status of the Microenterprise Grant. She stated that to date, 7 business have been assisted. After commitments have been fulfilled, there will be approximately \$27,000 in funding remaining.

Seward 2/2/2:

Low Valley Pictures: The Agency received an application from Low Valley Pictures for the Small Business RLF 2-2-2 loan/grant program. The project is for the purchase of various photography equipment, including cameras, microphones, and memory cards. The application was approved by the RLF committee prior to the meeting. **John Scarano moved, seconded by Michael Werenczak to approve a loan in the amount of \$1,000, a grant in the amount of \$1,000, with proof of owner injection of at least \$1,000. The funds will come from the Seward account. The loan terms will be 2% for 24 months. The motion carried with 6 ayes and 0 nays.**

Update: Victoria Adams provided a brief update to board members on the status of the Seward fund. She stated that there is sufficient funding to support at least one application for the full 2-2-2 amount.

Project Glad: Mr. Piseck stated that this item should be discussed in executive session.

Old Forge Properties – Mortgage Modification Resolution: A resolution is required to allow Old Forge Properties to execute closing documents related to a real property situate.

After review, **John Scarano made the following motion:**

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE ALL RELEVANT CLOSING DOCUMENTS WITH RESPECT TO THE MORTGAGE MODIFICATION, CONSOLIDATION AND EXTENSION OF CREDIT RELATING TO REAL PROPERTY SITUATE IN THE TOWN OF OLD FORGE, COUNTY OF HERKIMER AND STATE OF NEW YORK.

Seconded by Cory Albrecht, the motion carried with 5 ayes, 0 nays, and 1 abstention (Gaworecki). The official resolution is attached to the original minutes.

F.E. Hale Manufacturing Company – Authorizing Resolution: Mr. Piseck stated that the authorizing resolution has not yet been received. He provided a summary of the company's project by stating that Hale Manufacturing sold their facility located in the Frankfort 5S North Business Park and are relocating to Cosby Manor Road in Schuyler. The Agency is providing assistance through a PILOT agreement and is also working with the Office of Homes and Community Renewal to acquire grant funding to assist the business as well.

Project Sky – Authorizing Resolution: Mr. Piseck stated that the authorizing resolution has not yet been received. He continued by stating that the company has given their consent to release the name of their company. The company previously referred to as "Project Sky" is The Fountainhead Group, Inc. The tenant will terminate leases at their various warehouse locations, but the new facility will not result in the removal of their headquarters.

Schuyler Warehouse Development – Authorizing Resolution: Mr. Piseck stated that the authorizing resolution has not yet been received. He continued by stating that the company has given their consent to release the name of their company. Pepsi will be the end user of the facility to be developed by Schuyler Warehouse Development, LLC.

Wilcor International, Inc. - Expansion:

Revised application for financial assistance: The Agency received a revised application for financial assistance from Wilcor, with edits made to the "project cost" and the "financial assistance requested" sections. **John Scarano moved, seconded by Cory Albrecht to approve the revised application for financial assistance from Wilcor International, Inc. Motion carried with 6 ayes and 0 nays.**

Authorizing Resolution: Mr. Piseck stated that the authorizing resolution has not yet been received. He continued by stating that the Agency has many projects moving forward very quickly, however; the necessary paperwork has taken longer than expected.

ELG Titanium Processors Lease Extension: ELG Titanium Processors, LLC, located in the Frankfort 5S North Business Park, has paid the Agency to occupy the building through a lease agreement. The lease term has ended and the business will be closing the lease and leaving the building. The company will be charged on a month-to-month basis until closing takes place. **Michael Werenczak moved, seconded by John Scarano, to approve an extension of the Titanium Processors lease agreement until closing can occur, not to exceed 90 days. Motion carried with 6 ayes and 0 nays.**

Schuyler Business Park:

Delta Engineers Additional Consulting: Delta Engineers continues to consult for engineering services throughout the park as a whole. Mr. Piseck is seeking approval to continue receiving consulting services from the company. An increase in the maximum amount payable to Delta Engineers is necessary. **David Chlus moved, seconded by Cory Albrecht, to approve an increase in the amount payable to Delta Engineers by \$5,250. Motion carried with 6 ayes and 0 nays.**

Inner Loop Cleanup: There are approximately 14.28 acres of land located at the entryway to Schuyler Business Park that are in need of clearing out and cleaning up in order to prepare for additional development. Several proposals were received to complete the clearing of the parcels. After questions and additional discussions, it was decided to move forward with the cleaning up of the front parcels.

Vincent (Jim) Bono moved, seconded by Cory Albrecht to approve the Agency to enter into an agreement with Stumpin' By Mike for the clearance of parcels at the entryway to Schuyler Business Park, at a cost not to exceed \$175,000. Motion carried with 5 ayes and 1 nay (Chlus).

IDA Policy Audit: After the staff's attendance in the IDA Academy, Mr. Piseck suggests an audit of the Agency's policies. He is requesting approval to seek an outside source to audit the policies. **John Scarano moved, seconded by Ann Gaworecki, to approve the Executive Director to seek a firm to audit all policies of the Agency, contingent upon pricing details being provided. Motion carried with 6 ayes and 0 nays.**

Solar Easement: Mr. Piseck informed the board of directors of a meeting he had with a potential solar developer. The company may request an easement through the Agency's property at Schuyler Business Park. He will provide additional information as it becomes available.

Detention Basin at Frankfort 5S North Business Park: A resolution is required to transfer the access parcel to the detention pond area. **David Chlus moved, seconded by Cory Albrecht, to approve the transfer of the detention pond basin to the Village of Frankfort and the access parcel to any potential developer. Motion carried with 6 ayes and 0 nays**

Mr. Bono opened the line to elected officials in the meeting.

Senator Peter Oberacker: Senator Oberacker congratulated the Agency on a job well done and he looks forward to seeing great things continue in Herkimer County.

Assemblyman Robert Smullen: Assemblyman Smullen stated that he appreciates the Agency's proactive nature in preparing sites for development.

Project Updates/Other Business:

Broadband Study: A broadband study is currently underway for Herkimer County. The Agency is partnering with MVEDD and Oneida County to have the study completed throughout both counties.

Town of Webb Housing Study: The housing study in the Town of Webb is still underway. The town is in urgent need of additional housing.

Project Donut: The Agency has had several conversations with a company that is interested in expanding; however, they are also interested in another location.

Eastern Mohawk Valley Water Transmission Main: Mr. Piseck continues to reach out to the state on the status of contract.

Financial Packets: Board members were reminded that if they had not already done so to turn in their financial disclosure packets to the county before May 3, 2021.

Fuzehub: The Agency will participate in the statewide virtual manufacturing event.

Executive Session: Jim Bono moved, seconded by Michael Werenczak to enter into executive session 9:06 AM to discuss developments of a potential project. Motion carried with 6 Ayes and 0 Nays. All board members, Anthony Hallak, John Piseck, Stacey Holleran, and Victoria Adams, were invited to stay.

Project Glad: Ann Gaworecki moved, seconded by David Chlus to approve the Agency to assume the contract from Scannell Properties for the purchase of the Russell Farm property. Motion carried with 6 ayes and 0 nays.

John Scarano moved, seconded by Michael Werenczak to end executive session at 10:15 AM. Motion carried with 6 ayes and 0 nays.

Being no other business, Michael Werenczak moved, seconded by Ann Gaworecki to adjourn at 10:16 AM. Motion carried with 6 ayes and 0 nays.

Respectfully Submitted,



Victoria Adams
Administration & Grant Coordinator

AUTHORIZING RESOLUTION

At a meeting of the Herkimer County Industrial Development Agency, Herkimer County, New York (the "Agency"), held at 420 E. German Street, Herkimer, New York on the 27th day of April, 2021 at 8:00 a.m., the following members of the Agency were:

PRESENT: Vincent (Jim) Bono, David Chlus, John Scarano, Michael Werenczak, Cory Albrecht, Ann Gaworecki (electronically)

ABSENT: Catherine (Cate) Ricci

ALSO PRESENT: John Piseck, Stacey Holleran, Victoria Adams, Anthony Hallak

After the meeting had been duly called to order, the Chairman announced that the purpose of the meeting was to consider and take action on certain matters pertaining to Old Forge Properties, Inc., d/b/a Enchanted Forest Water Safari (the "Company").

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

AYE	NAY	ABSTAINED
Bono, Chlus, Scarano, Werenczak, Albrecht	*None	Gaworecki

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE ALL RELEVANT CLOSING DOCUMENTS WITH RESPECT TO THE MORTGAGE MODIFICATION, CONSOLIDATION AND EXTENSION OF CREDIT RELATING TO REAL PROPERTY SITUATE IN THE TOWN OF OLD FORGE, COUNTY OF HERKIMER AND STATE OF NEW YORK.

WHEREAS, Old Forge Properties, Inc., d/b/a Enchanted Forest Water Safari, on behalf of itself and/or the principals of Old Forge Properties, Inc. (the "Company") is a party to a certain Lease and Leaseback with the Herkimer County Industrial Development Agency (the "Agency") relating to the acquisition, construction and equipping of a Recreation and Tourism Destination Facility, including waterslides, water pumps and filtration systems on a parcel of land located at 3183 State Route 28, Old Forge, New York 13420, Herkimer County (the "Land"); and

WHEREAS, the Company is subject to certain mortgages and agreements of which the Agency is a party more particularly identified as follows:

- a) Mortgage Indenture and Security Agreement in the principal amount of \$4,500,000 given by Old Forge Properties, Inc., Old Forge Kampgrounds, LLC and Herkimer County Industrial Development Agency to Alliance Bank, N.A. dated January 25, 2007 and recorded in the Herkimer County Clerk's Office on January 26, 2007 as Instrument No.: 2007-00133308;
- b) Mortgage Indenture and Security Agreement in the principal amount of \$550,000 given by Old Forge Properties, Inc., Old Forge Kampgrounds, LLC and Herkimer County Industrial Development Agency to Alliance Bank, N.A. dated October 8, 2008 and recorded in the Herkimer County Clerk's Office on October 14, 2008 as Instrument No. 2008-00247589;
- c) Mortgage Indenture and Security Agreement in the principal amount of \$5,811,639.80 given by Old Forge Properties, Inc., Old Forge Kampgrounds, LLC and Herkimer County Industrial Development Agency to Alliance Bank, N.A. dated November 29, 2012 and recorded in the Herkimer County Clerk's Office on November 30, 2012 as Instrument No: 2012-00175402; and
- d) The mortgages at a), b) and c) above were modified and consolidated by a Mortgage with Modification and Consolidation Provisions by and between Old Forge Properties, Inc., Old Forge Kampgrounds, LLC and Herkimer County Industrial Development Agency and Alliance Bank, N.A. dated November 29, 2012 and recorded in the Herkimer County Clerk's Office on November 30, 2012 as Instrument No.: 2012-00175402, to form a single lien in the principal amount of \$7,000,000. On May 1, 2014 a partial release of mortgage was recorded in the Herkimer County Clerk's office as Instrument No.2014-00185240 whereby the real property owned by Old Forge Kampgrounds, LLC was released from the above mortgages and as a result, Old Forge Kampgrounds, LLC is no longer a party in interest for purposes of this Mortgage.

WHEREAS, NBT Bank is extending additional funds of One Million Nine Hundred Ninety Nine Thousand Nine Hundred Thirty Four and 55/100 Dollars (\$1,999,934.55) pursuant to a Consolidation, Modification and Extension of Credit; and

WHEREAS, NBT Bank requires the Agency, by virtue of its interest in the Land, to join in executing relevant loan documents.

NOW THEREFORE, the Agency resolves and consents to the Consolidation, Modification and Extension of Credit, including an additional \$1,999,934.55 in new money; and it further

RESOLVED, that the Chairman, Vice Chairman and/or Executive Director of the Agency are hereby authorized on behalf of the Agency to execute and deliver the documents required to close on the loan; and it is further

RESOLVED, that the officers, employees and agents of the Agency are hereby authorized and directed in the name of the Agency, to do all acts and things necessary and to execute and deliver all such additional instruments and documents necessary to effect the purposes of this Resolution.

IN WITNESS WHEREOF, I have hereunto set my hand as of this 27 day of April, 2021.

HERKIMER COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: Stacey Holleran
Title: Assistant Secretary