



STAFF

JOHN J. PISECK, JR.
Chief Executive Officer

VICTORIA L. ADAMS
Operations Manager

JENNIFER L. YOUNG
Administrative Office
Assistant

ERIN E. SPINA
Marketing & Communications
Specialist

BOARD OF DIRECTORS

VINCENT J. BONO
Chairman

CORY ALBRECHT
Vice Chairman

JOHN SCARANO
Secretary

MICHAEL WERENCZAK
Treasurer

ANN GAWORECKI
Director

TIM DAY
Director

ALANA BASLOE
Director

COUNSEL

SPECIAL:
CHARLES MALCOLM, Esq.
SHANNON WAGNER, Esq.
Hodgson Russ, LLP.

MINUTES

November 26, 2024

Herkimer Local Development Corporation

The Herkimer Local Development Corporation held a regular meeting of the Board of Directors on Tuesday, November 26, 2024 immediately following the Herkimer County Industrial Development Agency board meeting. The meeting was held electronically via zoom conference as well as a public meeting open for the public to attend in person. Members of the public were invited to join the meeting virtually by going to www.zoom.com or by dialing (929) 205-6099 and entering meeting ID: 875-6466-4800 and passcode: 402411. Members of the public were invited to attend the meeting in person in the Herkimer County Chamber of Commerce conference room at 420 E. German Street, Herkimer, NY 13350.

After the Pledge of Allegiance, Chairman Bono called the meeting to order at 8:47 am.

The following members were present in person and answered the roll call: Vincent (Jim) Bono, Tim Day, Ann Gaworecki, Alana Basloe, and Cory Albrecht. **Quorum Present (5)**

Members Absent: John Scarano

Agency Staff Present: John Piseck, Victoria Adams, Jennifer Young and Erin Spina.

Also Present in Person: Greg Malta, Herkimer County Legislator.

Also Present Virtually: Shannon Wagner, Hodgson Russ, LLP.

Minutes: The meeting minutes of the board meeting on October 29th were offered for review. **Tim Day, seconded by Alana Basloe to approve the minutes as presented. The motion carried with 5 ayes and 0 nays.**

Financial Reports: The following financial reports were offered for approval: October 2024 Income & Expense Report, Balance Sheet, Check Register and the Masonic Building Appropriation Balance. Following review and discussion, **Alana Basloe moved, seconded by Cory Albrecht to approve the financial report as presented. The motion carried with 5 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."

Charlestown Mall:

Non-disclosure Agreement: The board was presented with a non-disclosure agreement from New York State Energy Research and Development (NYSERDA) regarding the Charlestown Mall project. Following review, **Tim Day, seconded by Cory Albrecht, to authorize Mr. Piseck entering into a non-disclosure agreement with NYSERDA for the Charlestown Mall project. The motion carried with 5 ayes and 0 naves.**

Resolution: HLDC-24-17

Memorandum of Understanding: The board was presented with a Memorandum of Understanding between the Herkimer Local Development Corporation, New York State Energy Research and Development Authority (NYSERDA) and the Herkimer County Industrial Development Agency. Following review, **Tim Day moved, seconded by Cory Albrecht, to enter into a Memorandum of Understanding with NYSERDA and the Herkimer County Industrial Development Agency for the Charlestown Mall project. The motion carried with 5 ayes and 0 naves.**

Resolution: HLDC-24-18

Authorizing Resolution: Prior to the meeting, the board was provided a drafted approving resolution for execution of the Memorandum of Understanding and other related documents with New York State Energy Research & Development (NYSERDA) for the Charlestown Mall project. Following review, **Tim Day made the following motion;**

RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A MEMORANDUM OF UNDERSTANDING, AND RELATED DOCUMENTS, WITH THE NEW YORK STATE ENERGY RESEARCH AND DEVELOPMENT AUTHORITY (“NYSERDA”) FOR THE COMPLETION OF A FEASIBILITY ASSESSMENT.

Seconded by Cory Albrecht, the motion carried with 5 ayes and 0 naves. The official resolution is attached to the original minutes.

Resolution: HLDC-24-19

Project Updates:

- Brownfield Developer Summit – April 29th and 30th at Herkimer College
- Bills School
- Newport School
- Bordens

Being no other business, Alana Basloe moved, seconded by Cory Albrecht to adjourn at 8:55 AM. The motion carried with 5 ayes and 0 naves.

Respectfully Submitted,



Jennifer Young
Administrative Assistant

**HERKIMER LOCAL DEVELOPMENT CORPORATION
APPROVAL RESOLUTION NYSEDA DOCUMENTS – 2024**

A regular meeting of Herkimer Local Development Corporation (the “Corporation”) was convened in public session at the Herkimer County Chamber of Commerce Conference Room located at 420 E. German Street, in the Village and Town of Herkimer, Herkimer County, New York, on November 26, 2024 at 8:47 o’clock a.m., local time.

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

PRESENT:

Vincent J. Bono	Chairman
Cory Albrecht	Vice Chairman
Ann Gaworecki	Director
Tim Day	Director
Alana Basloe	Director

ABSENT:

John Scarano	Secretary
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ADDITIONAL INDIVIDUALS PRESENT INCLUDED THE FOLLOWING:

John J. Piseck, Jr.	Chief Executive Officer
Victoria Adams	Operations Manager
Jennifer Young	Office Administration
Erin E. Spina	Marketing & Communications Specialist
Shannon E. Wagner, Esq.	Special Corporation Counsel

The following resolution was offered by Tim Day, seconded by Cory Albrecht, to wit:

Resolution No. HLDC 24-19

RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A MEMORANDUM OF UNDERSTANDING, AND RELATED DOCUMENTS, WITH THE NEW YORK STATE ENERGY RESEARCH AND DEVELOPMENT AUTHORITY (“NYSEDA”) FOR THE COMPLETION OF A FEASIBILITY ASSESSMENT.

WHEREAS, Herkimer Local Development Corporation (the “Corporation”) is authorized and empowered by the provisions of 402 and Section 1411 of the Not-For-Profit Corporation Law of the State of New York (the “NFPCL”) to promote community and economic development and the creation of jobs for the citizens of Herkimer County, New York (the “County”) by, among other things, promoting the community and economic development of the County, and creating jobs for the citizens of the County; and

WHEREAS, to accomplish its stated purposes, the Corporation is authorized and empowered under the NFPCL and its certificate of incorporation (the “Certificate”) to enter into contracts with any

other economic development organizations to help achieve the purposes described in the NFPCL and the Certificate; and to perform any and all acts and things, and exercise any and all powers which may or now hereafter be lawful for the Corporation to do or exercise under and pursuant to the laws of the State of New York for the purpose of accomplishing any of the purposes of the Corporation; and

WHEREAS, the Corporation desires to coordinate the development of a Qualified Energy Storage System Project (the "Project") on and around real property located in the Town of Frankfort, Herkimer County, New York (the "Property"); and

WHEREAS, the Corporation worked with the Herkimer County Industrial Development Agency (the "Agency") to nominate the Property as a potential "build-ready site" pursuant to Section 1901 of the Public Authorities Law of the State of New York (the "PAL"); and

WHEREAS, in connection with the Agency's nomination, the Corporation has engaged in discussions with New York State Energy Research and Development Authority ("NYSERDA") and the Agency regarding the assessment of the Property to determine its eligibility as a "build-ready site" (as such quoted term is defined in the PAL); and

WHEREAS, to complete the assessment of the Property, the Corporation desires to enter into a memorandum of understanding (the "Memorandum," a copy of which has been presented to the members of the Corporation at this meeting), pursuant to which the Corporation will cooperate with NYSERDA and the Agency to conduct various due diligence tasks to determine the feasibility of the Project including: (A) completing certain environmental site assessments, (B) seeking environmental permits or assurances from the United States Environmental Protection Agency and/or the New York State Department of Environmental Conservation, (C) reviewing information related to the tax and foreclosure status of the Property, and (D) various related tasks; and

WHEREAS, NYSERDA requires that the Memorandum be subject to a confidentiality agreement (the "Confidentiality Agreement," a copy of which has been presented to the members of the Corporation at this meeting) (the Memorandum and the Confidentiality Agreement are hereinafter, collectively, referred to as the "NYSERDA Documents"); and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act") and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended (the "Regulations" and collectively with the SEQR Act, "SEQRA"), the Corporation must satisfy the requirements contained in SEQRA prior to making a final determination whether to proceed with the NYSERDA Documents; and

WHEREAS, pursuant to SEQRA, the Corporation has examined the NYSERDA Documents in order to make a determination as to whether the execution and delivery of the NYSERDA Documents is subject to SEQRA, and it appears that the execution and delivery of the NYSERDA Documents constitutes a Type II action under SEQRA; and

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF HERKIMER LOCAL DEVELOPMENT CORPORATION, AS FOLLOWS:

Section 1. Based upon an examination of the NYSERDA Documents, the Corporation hereby determines that the execution and delivery of the NYSERDA Documents constitutes a "Type II action" pursuant to 6 NYCRR 617.5(c)(26), and therefore that, pursuant to 6 NYCRR 617.6(a)(1)(i), the Corporation has no further responsibilities under SEQRA with respect to the NYSERDA Documents.

Section 2. The Corporation has reviewed the NYSERDA Documents and the Project and hereby makes the following findings and determinations with respect to the NYSERDA Documents and the Project:

(A) By virtue of the Certificate and the NFPCL, the Corporation has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the NFPCL and to exercise all powers granted to it under the NFPCL; and

(B) It is desirable and in the public interest for the Corporation to review the feasibility of the Project, coordinate with NYSERDA regarding the Project, and to execute and deliver the NYSERDA Documents.

Section 3. In consequence of the foregoing, and subject to review of the NYSERDA Documents by the Chairman, Vice Chairman, and/or Chief Executive Officer of the Corporation and approval of the NYSERDA Documents by counsel to the Corporation, the Corporation hereby determines to: (A) approve the NYSERDA Documents, (B) enter into the NYSERDA Documents and (C) authorize the execution and delivery by the Corporation of the NYSERDA Documents.

Section 4. All action taken by the Chairman, Vice Chairman, Chief Executive Officer, and or counsel of the Corporation with respect to the NYSERDA Documents is hereby ratified and confirmed.

Section 5. Subject to satisfaction of the conditions contained in Section 2 above, the Chairman, Vice Chairman, and/or Chief Executive Officer of the Corporation is hereby authorized to execute and deliver the NYSERDA Documents, and, where appropriate, the Secretary (or Assistant Secretary) of the Corporation is hereby authorized to affix the seal of the Corporation thereto and to attest the same, all in substantially the form thereof presented to this meeting, with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, and/or Chief Executive Officer shall approve, the execution thereof by the Chairman, Vice Chairman, and/or Chief Executive Officer to constitute conclusive evidence of such approval.

Section 6. The officers, employees and agents of the Corporation are hereby authorized and directed for and in the name and on behalf of the Corporation to do all acts and things required or provided for by the provisions of the NYSERDA Documents, and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Corporation with all of the terms, covenants and provisions of the Memorandum binding upon the Corporation.

Section 7. This resolution shall take effect immediately.

[remainder of page left blank intentionally]

The question of the adoption of the foregoing resolution was duly put to a vote on roll call, which resulted as follows:

Vincent J. Bono	VOTING	YES
Cory Albrecht	VOTING	YES
John Scarano	VOTING	ABSENT
Ann Gaworecki	VOTING	YES
Tim Day	VOTING	YES
Alana Basloe	VOTING	YES

The foregoing resolution was thereupon declared duly adopted.

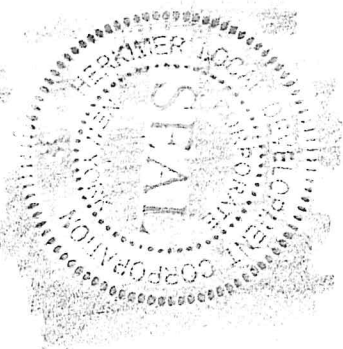
STATE OF NEW YORK)
) SS.:
COUNTY OF HERKIMER)

I, the undersigned Assistant Secretary of Herkimer Local Development Corporation (the "Corporation"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Corporation, including the resolution contained therein, held on November 26, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Corporation had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Corporation present throughout said 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 or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation this 26th day of November, 2024.




Assistant Secretary