Minutes of the Meeting of the
Oneida County Industrial Development Agency
Held on August 27, 2012 at Mohawk Valley EDGE
584 Phoenix Drive, Rome NY

EDGE Staff Present: S. Papale, M. Bonney, J. Waters, P. Zawko, J. Cardone, S. DiMeo
Others Present: C. Levitt, M. Levitt, L. Ruberto, Dan Guzewich, J. Saunders

D. Grow called the meeting to order at 8:08 AM.

The Agency received the July 20, 2012 Meeting Minutes. A motion to approve the July 20, 2012 Meeting Minutes with corrections was made by M. Fitzgerald and seconded by F. Betrus. Motion passed unanimously 7-0.

A request to consider a final authorizing resolution relating to the Nortek Realty LLC facility; approving benefits and the form and execution of related documents. A public hearing was held on August 24th. The only attendee was Borin Keith, the owner of Nortek. A motion to approve a final authorizing resolution relating to the Nortek Realty LLC facility; approving benefits and the form and execution of related documents was made by S. Zogby, seconded by F. Betrus. Motion passed 6-0-1, with M. Fitzgerald abstaining.

A request to consider a resolution authorizing the Agency to execute and record a Declaration of Covenants and Restrictions with respect to the three lots (Lot No. 1, Lot No. 2 and Lot No. 3) comprising the 5900 Success Drive Realty LLC Facility, conditioned upon 5900 Success Drive Realty indemnifying the Agency and accepting all of the Agency’s obligations thereunder and approving the form and execution of related documents, subject to review and approval by counsel. A motion to approve a resolution authorizing the Agency to execute and record a Declaration of Covenants and Restrictions with respect to the three lots (Lot No. 1, Lot No. 2 and Lot No. 3) comprising the 5900 Success Drive Realty LLC Facility, conditioned upon 5900 Success Drive Realty indemnifying the Agency and accepting all of the Agency’s obligations thereunder and approving the form and execution of related documents, subject to review and approval by counsel was made by F. Betrus, seconded by E. Quadraro. Motion passed unanimously 7-0.

A request to consider a resolution relating to the Mohawk Valley Network (Faxton-St. Luke’s Hospitals) Facility, consenting to the release of the Barneveld parcel from the Lease Agreement and approving the form and execution of related documents, subject to review and approval by counsel. A motion to approve a resolution relating to the Mohawk Valley Network (Faxton-St. Luke’s Hospitals) Facility, consenting to the release of the Barneveld parcel from the Lease Agreement and approving the form and execution of related documents, subject to review and approval by counsel was made by S. Zogby, seconded by N. Brown. Motion passed unanimously 7-0.
A request to consider an inducement resolution relating to The Brooklyn Brewery Corporation facility (request for standard 10 year real property tax abatement and sales tax exemption) for a warehousing, distribution and cooling facility. They will be utilizing an empty warehouse in Utica. Brooklyn Brewery did an extensive site search around the area; they do significant work with the Matt Brewing. A motion to approve an inducement resolution relating to The Brooklyn Brewery Corporation facility (request for standard 10 year real property tax abatement and sales tax exemption) for a warehousing, distribution and cooling facility was made by E. Quadraro, seconded by F. Betrus. Motion passed 6-0-1, with M. Fitzgerald abstaining.

A request to consider a resolution relating to the Griffiss Local Development Corporation/394 Hangar Road Facility, authorizing the Agency to accept a Deed from the Air Force for premises designated as Parcel F13 and Parcel F3P (collectively, the "Building 101 Parcel") and to amend the October 1, 2003 Lease Agreement between the IDA and GLDC (the “2003 Lease”) to eliminate the obligation for the IDA to convey title to GLDC upon receiving title. Because the Air Force was not in a position to convey title to the IDA in 2003, the transaction was structured as a lease from the Air Force to GLDC, which GLDC assigned to the IDA, and the IDA in turn leases to GLDC under the 2003 Lease. The Air Force is now in a position to convey title to the IDA, but the parties do not wish to convey title to GLDC at this time and have agreed to keep all existing leases in place until they expire in July 2018. A motion to approve a resolution relating to the Griffiss Local Development Corporation/394 Hangar Road Facility, authorizing the Agency to accept a Deed from the Air Force for premises designated as Parcel F13 and Parcel F3P (collectively, the "Building 101 Parcel") and to amend the October 1, 2003 Lease Agreement to eliminate the obligation for the IDA to convey title to GLDC was made by F. Betrus, seconded by N. Brown. Motion passed 6-0-1, with M. Fitzgerald abstaining.

A request to consider an inducement resolution relating to Griffiss Local Development Corporation Facility Transfer XVII (Parcel F6B-1 (Tektronics parcel with vacant land), Parcel F6B-2 (Birnie Bus), Parcel F6B-3 (part of steamplant), Parcel F6B-4 (Birnie Bus), Parcel F6B-5 (Birnie Bus), Parcel F10C-2 (near weapons storage area), Parcel F10C-3 (guard shack by weapons storage area) and Parcel F11B (landfill) and either lease said parcels (together with that portion of Parcel F13 which lies within the bounds of proposed Hangar Road) to Griffiss Local Development Corporation under a sale-leaseback transaction or amend the Master Lease Agreement to add and include said parcels (request for sales tax exemption, mortgage recording tax exemption and real property tax abatement). These parcels represent the majority of the final remaining lands from the Air Force to the IDA. A motion to approve an inducement resolution relating to Griffiss Local Development Corporation Facility Transfer XVII (Parcel F6B-1, Parcel F6B-2, Parcel F6B-3, Parcel F6B-4, Parcel F6B-5, Parcel F10C-2, Parcel F10C-3 and Parcel F11B) and either lease said parcels (together with that portion of Parcel F13 which lies within the bounds of proposed Hangar Road) to Griffiss Local Development Corporation under a sale-leaseback transaction or amend the Master Lease Agreement to add and include said parcels (request for sales tax exemption, mortgage recording tax exemption and real property tax abatement) was made by S. Zogby, seconded by F. Betrus. Motion passed unanimously 7-0.
Discussion on Griffiss Local Development Corporation Facility Transfer XVII. The Master Lease recently approved by the OCIDA does not cover these parcels. The Agency is deviating by granting a 10-year, 100% PILOT. Any property contained in GLDC Facility Transfer XVII that currently has a PILOT, will continue on with those PILOTs. A motion to add a clarifying amendment to GLDC Facility Transfer XVII, the new PILOT is subject to any existing contractual agreements and approval would not affect previous agreements, which take precedent, was made by M. Fitzgerald, seconded by S. Zogby. Motion passed unanimously 7-0.

A motion to approve a resolution that names the Oneida County Local Development Agency as lead agency for SEQR review for the GLDC Facility Transfer XVII was made by M. Fitzgerald, seconded by E. Quadraro. Motion passed unanimously 7-0.

A motion to consider a resolution authorizing the execution of all documents necessary to effectuate the complete redemption of bonds relating to the CMB Oriskany Corp. (Meyda Tiffany) Facility, subject to review by counsel. Meyda’s PILOT has expired as well. This property will come out of the OCIDA’s name. A motion to approve a resolution authorizing the execution of all documents necessary to effectuate the complete redemption of bonds relating to the CMB Oriskany Corp was made by F. Betrus, seconded by M. Valentine. Motion passed 6-0-1, with M. Fitzgerald abstaining.

A request to consider a resolution relating to the LT Group, LLC (Hampton Inn) Facility, authorizing the Agency to subordinate its interests in the Lease Agreement, the Leaseback Agreement and personal property to the SBA and approving the form and execution of related documents, subject to review and approval by counsel. This action was contemplated in all of OCIDA’s documents. A motion to approve a resolution relating to the LT Group, LLC (Hampton Inn) Facility, authorizing the Agency to subordinate its interests in the Lease Agreement, the Leaseback Agreement and personal property to the SBA and approving the form and execution of related documents, subject to review and approval by counsel was made by M. Fitzgerald, seconded by N. Brown. Motion passed 5-0-2, with F. Betrus and S. Zogby abstaining.

J. Cardone presented the financial statements to the Agency. She stated that the income statement will increase due to the number of project closings occurring. They are currently ahead of budget. She also stated that she will be starting to compile the 2013 budget.

Old Business

- Clean-up at the former Rome Cable site continues.
  - Amendment #8 to the SAC from Site #1, in the amount of $130,000 (to be covered 100% by the State of New York), in order to supplement the difference between the original budgeted amount for the sub-slab depressurization system, and the bid amount. This is to fix a vapor issue at PAR Government. A motion to approve Amendment #8 to the SAC from Site #1, in the amount of $130,000, subject to legal
counsel review was made by F. Betrus, seconded by S. Zogby. Motion passed 6-0-1, with D. Grow abstaining.

- A request to allow Shumaker to front the money needed upfront to complete this work. A motion to allow Shumaker to front the money needed upfront to complete this work, subject to legal counsel review was made by N. Brown, seconded by F. Betrus. Motion passed 6-0-1, with D. Grow abstaining.

- Acknowledgment of the low-bidder (as shown in the attached bid tabulation) and perhaps a conditional award of the contract, on the condition that the OCIDA is indemnified financially, in full. Paragon was the low bidder. A motion to approve Paragon as the low bidder and to authorize the execution of documents, subject to legal counsel review was made by N. Brown, seconded by S. Zogby. Motion passed 6-0-1, with D. Grow abstaining.

- The Agency was presented with the responses from the letters sent to those companies who did not meet the job commitments as stated in their agreements. Staff will complete a supplemental memo at the Agency’s request and will present at the next meeting.

A motion to enter executive session at 9:27 AM to discuss contracts and legal was made by F. Betrus, seconded by S. Zogby. Motion passed unanimously 7-0.

A motion to exit executive session at 10:15 AM to discuss contracts and legal was made by F. Betrus, seconded by S. Zogby. Motion passed unanimously 7-0.

There being no further business, the meeting was adjourned at 10:15 AM upon a motion made by F. Betrus, seconded by S. Zogby. Motion was passed unanimously 7-0.

Respectfully recorded,
Jennifer Waters