

**MINUTES**  
**COUNTY OF OSWEGO INDUSTRIAL DEVELOPMENT AGENCY**  
**October 29, 2019**  
**IDA OFFICE BUILDING**  
**44 W. BRIDGE ST.**  
**OSWEGO, NEW YORK**

**PRESENT:** Canale, Schick, Sorbello, Stahl, Toth and Trimble

**Absent/Excused:** Kells

**Also Present:** Kevin C. Caraccioli, Jaimie Galante, Kevin LaMontagne, Tim Mattison, Benjamin Maynard, Christina Ondrako, L. Michael Treadwell, David Turner, Kevin Walma and Bob Wilmott

Chair Toth called the meeting to order at 9:00 a.m. at the offices of the County of Oswego IDA in Oswego, NY.

**APPROVAL OF MINUTES**

On a motion by Mr. Stahl, seconded by Mr. Sorbello, the minutes of the September 26, 2019 meeting were approved.

**TREASURER'S REPORT**

No report.

**NOTICE OF MEETING**

Meeting notices were posted at the Oswego County Building, the IDA Office Building and on the IDA website. A notice was published in The Palladium Times on October 11, 2019.

**Executive Session**

Chair Toth and Mr. Caraccioli reported that due to matters involving the financial history of a business/organization and individuals and pending and current contractual matters, on a motion by Mr. Schick, seconded by Mr. Canale, it was approved to go into Executive Session at 9:05 a.m.

On a motion by Mr. Toth, seconded by Mr. Sorbello, the Executive Session ended at 11:14 a.m.

**Audit Report for FY Ended July 31, 2019**

Following a report presented by Grossman St. Amour CPAs in Executive Session, on a motion by Mr. Sorbello, seconded by Mr. Trimble, the Audit Report for FY Ended July 31, 2019 was approved.

**43 North Marina**

Following a presentation by Mr. Walma in Executive Session and a review of the Application for Financial Assistance and a discussion on the Deviation request for a PILOT, on a motion by Mr. Canale, seconded by Mr. Stahl, a resolution was approved determining that the acquisition, construction of new buildings and equipping of a facility at the request of the Company constitutes a project and describing the financial assistance requested in connection therewith and authorizing a public hearing. A copy of the Initial Resolution is attached and made an official part of the minutes.

Mr. Turner stated that the project would be important to furthering the tourism industry in Oswego County.

**Confidential Evaluation of Board Performance/Governance Committee**

Mr. Treadwell reported that 2 responses have not been received and this matter was deferred to the next meeting.

**Conflict of Interest Policy**

Deferred to the next meeting.

**Sexual Harassment Policy**

Deferred to the next meeting.

**Strategic Domains, LLC**

Following a review of the Application for Financial Assistance, on a motion by Mr. Sorbello, seconded by Mr. Stahl, a resolution was approved determining that the acquisition, renovation, reconstruction and equipping thereof at the request of the Company constitutes a project, describing the financial assistance requested in connection therewith and authorizing a public hearing. A copy of the Initial Resolution is attached and made an official part of the minutes.

**Executive Session**

Chair Toth and Mr. Caraccioli reported that due to matters involving the financial history of a business/organization and individuals and pending and current contractual matters, on a motion by Mr. Sorbello, seconded by Mr. Canale, it was approved to go into Executive Session at 11:49 a.m.

On a motion by Mr. Trimble, seconded by Mr. Sorbello, the Executive Session ended at 11:59 a.m.

**Delinquent Loan Report**

Mr. LaMontagne reviewed the report ended September 30, 2019 in Executive Session. On a motion by Mr. Stahl, seconded by Mr. Sorbello, authorization was approved to dispose of personal property associated with EM&M Diner in the best interest of the Agency.

**Brown Dog Wood Products**

Following a review of the Application in Executive Session and a review of the Financing Proposal Summary Cost/Benefit Analysis and the SEQRA short Form, on a motion by Mr. Canale, seconded by Mr. Trimble, the Company's Application for an IRP2 Loan in the amount of \$65,000 was approved and the adoption of a Negative Declaration for the SEQRA was approved.

**Oswego County Civic Facilities Corporation**

Deferred to the next meeting.

**Happy Hearts Childcare**

Following a discussion in Executive Session, on a motion by Mr. Canale, seconded by Mr. Trimble, a six-month deferment on both COIDA loans was approved.

**Industrial Park Expansion**

Following a discussion in Executive Session, on a motion by Mr. Schick, seconded by Mr. Stahl, authorization to negotiate to acquire additional property was assigned to Mr. Canale, Mr. Treadwell, Mr. Turner and Mr. Caraccioli.

**COIDA Annual Report for FY Ended July 31, 2019**

Following a review and discussion, on a motion by Mr. Canale, seconded by Mr. Stahl, the Annual Report was approved as amended. A copy of the Annual Report is attached and made an official part of the minutes.

**USDA IRP2**

Following a discussion on completing the closing with USDA on the \$500,000 to expand the capacity of the loan program, on a motion by Mr. Canale, seconded by Mr. Trimble, the IRP Board of Directors Closing Resolution was approved and authorization was approved to close with USDA. A copy of the IRP BOD Closing Resolution is attached and made an official part of the minutes.

**Champlain Valley Specialty**

Mr. Maynard and Mr. Mattison provided an overview of the proposed plans to develop a wastewater treatment project to serve the plant in the Town of Oswego. Following a review of the Application for Financial Assistance, on a motion by Mr. Trimble, seconded by Mr. Sorbello, a resolution was approved determining that the acquisition, reconstruction, renovation and equipping of an existing building and construction of a wastewater treatment facility at the request of the Company constitutes a project, describing the financial assistance requested in connection therewith and authorizing a public hearing. A copy of the Initial Resolution is attached and made an official part of the minutes.

On a motion by Mr. Canale, seconded by Mr. Stahl, consent was approved to merge the two tax parcels into one tax parcel.

**Camelot Lodge LLC/YMCA Project**

Following a discussion regarding delays associated with the project, on a motion by Mr. Sorbello, seconded by Mr. Canale, a resolution was approved authorizing the extension of the Sales and Use Tax Exemption for Camelot Lodge LLC and determining other matters in connection therewith. A copy of the Resolution Approving Extension of Sales and Use Tax Exemption is attached and made an official part of the minutes.

**Next Meeting**

November 20, 2019 at 9:00 a.m. was scheduled.

**Adjournment**

On a motion by Mr. Canale, seconded by Mr. Stahl, the meeting was adjourned at 12:20 p.m.

Respectfully Submitted,

H. Leonard Schick  
Secretary

## INITIAL RESOLUTION

A regular meeting of the County of Oswego Industrial Development Agency (the “*Agency*”) was convened in public session on October 29, 2019 at 9:00 a.m., at 44 West Bridge Street, Oswego, New York.

The meeting was called to order by the Chair and, upon the roll being duly called, the following members were:

**PRESENT:** Nick Canale, Jr., H. Leonard Schick, Tim Stahl, Morris Sorbello, Gary T. Toth and Barry Trimble

**ABSENT:** Tom Kells

**ALSO PRESENT:** Kevin C. Caraccioli, Kevin LaMontagne, L. Michael Treadwell, David Turner, Kevin Walma and Bob Wilmott

The following resolution was duly offered and seconded:

**RESOLUTION DETERMINING THAT THE ACQUISITION, CONSTRUCTION OF NEW BUILDINGS AND EQUIPPING OF A FACILITY AT THE REQUEST OF THE COMPANY CONSTITUTES A PROJECT AND DESCRIBING THE FINANCIAL ASSISTANCE REQUESTED IN CONNECTION THEREWITH AND AUTHORIZING A PUBLIC HEARING**

**WHEREAS**, the County of Oswego Industrial Development Agency (the “*Agency*”) is authorized and empowered by Title 1 of Article 18-A of the General Municipal Law of the State of New York (the “*State*”), as amended, together with Chapter 234 of the Laws of 1973 of the State of New York, as amended from time to time (collectively, the “*Act*”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, including industrial pollution control facilities, railroad facilities and certain horse racing facilities, for the purpose of promoting, attracting, encouraging and developing recreation and economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State, to improve their recreation opportunities, 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 grant “financial assistance” (as defined in the Act) in connection with the acquisition, reconstruction and equipping of one or more “projects” (as defined in the Act); and

**WHEREAS**, 43 North Marina, LLC (the “*Operating Company*”) and Z&C Holdings of NY, LLC, each a New York limited liability company, on behalf of themselves and/or entities formed or to be formed on behalf of the foregoing (the “*Real Estate Holding Company*” and together with the Operating Company, the “*Company*”), submitted an application to the Agency on or about October 17, 2019 (“*Application*”), a copy of which is on file at the office of the Agency, requesting the Agency consider undertaking a project (the “*Project*”) consisting of: (A)(i) the acquisition of a leasehold interest (or sub-leasehold interest) in real property located at 8-10, 16, 21, 22, 28 and 32 Weber Road in the Town of West Monroe, State of New York (Tax ID #'s 307.12-01-16, 307.12-01-17, 307.12-01-18, 307.12-01-19.1, 307.12-01-34 and 307.12-01-34.01) and County Rt. 37 in the Town of Hastings, New York (Tax ID # 301.11-03-05) (collectively, the “*Land*”); (ii) the construction of one approximately 22,500 square foot building and one approximately 6,000 square foot building on the Land (collectively, the “*Facility*”); and (iii) the acquisition and installation in and around the Facility and/or for use in connection with the Project Facility of various machinery, equipment, furnishings and other items of tangible personal property (collectively the “*Equipment*”) (the Land, the Facility and Equipment are hereinafter collectively referred to as the “*Project Facility*”), which Project Facility will be used as a marina and storage facilities; (B) the granting of certain financial assistance in the form of exemptions from real property taxes, mortgage recording tax (except as limited by Section 874 of the Act) and State and local sales and use tax (collectively, the “*Financial Assistance*”); and (C) the lease (or sub-lease) of the Project Facility by the Agency pursuant to one or more lease agreements; the acquisition by the Agency of an interest in the Equipment pursuant to a bill of sale from the Company; and the sublease of the Project Facility back to the Company pursuant to a sublease agreement; and

**WHEREAS**, pursuant to Article 8 of the Environmental Conservation Law of the State of New York, as amended, and the regulations of the Department of Environmental Conservation of the State of New York promulgated thereunder (collectively referred to hereinafter as “*SEQRA*”), the Agency is required to make a determination with respect to the environmental impact of any “action” (as defined by SEQRA) to be taken by the Agency and the preliminary agreement of the Agency to undertake the Project constitutes such an action; and

**WHEREAS**, the Agency has not approved undertaking the Project or the granting of the Financial Assistance; and

**WHEREAS**, the grant of Financial Assistance to the Project is subject to the Agency finding after a public hearing pursuant to Section 859-a of the Act that the Project will serve the public purposes of the Act by promoting economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State or increasing the overall number of permanent, private sector jobs in the State; and

**WHEREAS**, the grant of Financial Assistance to the Project is further subject to the Agency finding after a public hearing pursuant to Section 859-a of the Act that the Project will serve the public purposes of the Act by preserving permanent, private sector jobs or increasing the overall number of permanent, private sector jobs in the State and the County Executive of Oswego County confirming the proposed action of the Agency;

**NOW, THEREFORE,** be it resolved by the Members of the County of Oswego Industrial Development Agency as follows:

**Section 1.** Based upon the representations made by the Company to the Agency, the Agency hereby makes the following findings and determinations:

(a) The Project Facility constitutes a “project” within the meaning of the Act; and

(b) The Financial Assistance contemplated with respect to the Project consists of exemptions from real property tax, mortgage recording tax (except as limited by Section 874 of the Act) and State and local sales and use tax.

**Section 2.** The Agency hereby directs that pursuant to Section 859-a of the Act, a public hearing with respect to the Project and Financial Assistance shall be scheduled with notice thereof published, and such notice shall further be sent to affected tax jurisdictions within which the Project is located.

**Section 3.** A copy of this Resolution shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

**Section 4.** The Chief Executive Officer of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**Section 5.** This Resolution shall take effect immediately.

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

	<u>Aye</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>	<u>Recuse</u>
Nick Canale, Jr.	X				
Tom Kells				X	
Tim Stahl	X				
H. Leonard Schick	X				
Morris Sorbello	X				
Gary T. Toth	X				
Barry Trimble	X				

The resolution was thereupon declared duly adopted.

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

I, the undersigned Chief Executive Officer of the County of Oswego Industrial Development Agency, **DO HEREBY CERTIFY** that (i) I have compared the annexed extract of the minutes of the meeting of the County of Oswego Industrial Development Agency (the “**Agency**”) held on October 29, 2019, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of the whole of such original insofar as the same relates to the subject matters referred to therein.

**I FURTHER CERTIFY** that (i) all members of the Agency had due notice of such meeting, (ii) pursuant to Section 104 of the Public Officers Law (Open Meetings Law), such meeting was open to the general public and public notice of the time and place of such meeting was duly given in accordance with such Section 104, (iii) the meeting was in all respects duly held, and (iv) there was a quorum present throughout.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed the seal of the Agency on October 29, 2019.

---

L. Michael Treadwell  
Chief Executive Officer

(SEAL)

## INITIAL RESOLUTION

A regular meeting of the County of Oswego Industrial Development Agency (the “*Agency*”) was convened in public session on October 29, 2019 at 9:00 a.m., at 44 West Bridge Street, Oswego, New York.

The meeting was called to order by the Chair and, upon the roll being duly called, the following members were:

**PRESENT:** Nick Canale, Jr., H. Leonard Schick, Tim Stahl, Morris Sorbello, Gary T. Toth, and Barry Trimble

**ABSENT:** Tom Kells

**ALSO PRESENT:** Kevin C. Caraccioli, Kevin LaMontagne, L. Michael Treadwell, David Turner and Bob Wilmott

The following resolution was duly offered and seconded:

### **RESOLUTION DETERMINING THAT THE ACQUISITION, RENOVATION, RECONSTRUCTION AND EQUIPPING THEREOF AT THE REQUEST OF THE COMPANY CONSTITUTES A PROJECT, DESCRIBING THE FINANCIAL ASSISTANCE REQUESTED IN CONNECTION THEREWITH AND AUTHORIZING A PUBLIC HEARING**

**WHEREAS**, the County of Oswego Industrial Development Agency (the “*Agency*”) is authorized and empowered by Title 1 of Article 18-A of the General Municipal Law of the State of New York (the “*State*”), as amended, together with Chapter 234 of the Laws of 1973 of the State of New York, as amended from time to time (collectively, the “*Act*”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, including industrial pollution control facilities, railroad facilities and certain horse racing facilities, for the purpose of promoting, attracting, encouraging and developing recreation and economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State, to improve their recreation opportunities, 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 grant “financial assistance” (as defined in the Act) in connection with the acquisition, reconstruction and equipping of one or more “projects” (as defined in the Act); and



**WHEREAS**, Strategic Domains, LLC, a New York limited liability company, on behalf of itself and/or entities formed or to be formed on behalf of the foregoing (the “*Company*”), submitted an application to the Agency on or about September 16, 2019 2019 (“*Application*”), a copy of which is on file at the office of the Agency, requesting the Agency consider undertaking a project (the “*Project*”) consisting of: (A)(i) the acquisition of a leasehold interest (or sub-leasehold interest) in real property located at 143-145 West First Street in the City of Oswego, State of New York (Tax ID # 128.46-05-07) (“the “*Land*”); (ii) the renovation and reconstruction of the existing approximately 7,560 square foot building located on the Land (the “*Facility*”); and (iii) the acquisition and installation in and around the Facility and/or for use in connection with the Project Facility of various machinery, equipment, furnishings and other items of tangible personal property (collectively the “*Equipment*”) (the Land, the Facility and Equipment are hereinafter collectively referred to as the “*Project Facility*”), such Project Facility to be used as a coffee roasting facility, coffee shop and ice cream shop and a portion of such Project Facility to be leased to a tenant for use as an office and for inventory storage; (B) the granting of certain financial assistance in the form of exemptions from real property taxes, mortgage recording tax (except as limited by Section 874 of the Act) and State and local sales and use tax (collectively, the “*Financial Assistance*”); and (C) the lease (or sub-lease) of the Project Facility by the Agency pursuant to a lease agreement; the acquisition by the Agency of an interest in the Equipment pursuant to a bill of sale from the Company; and the sublease of the Project Facility back to the Company pursuant to a sublease agreement; and

**WHEREAS**, pursuant to Article 8 of the Environmental Conservation Law of the State of New York, as amended, and the regulations of the Department of Environmental Conservation of the State of New York promulgated thereunder (collectively referred to hereinafter as “*SEQRA*”), the Agency is required to make a determination with respect to the environmental impact of any “action” (as defined by SEQRA) to be taken by the Agency and the preliminary agreement of the Agency to undertake the Project constitutes such an action; and

**WHEREAS**, the Agency has not approved undertaking the Project or the granting of the Financial Assistance; and

**WHEREAS**, the grant of Financial Assistance to the Project is subject to the Agency finding after a public hearing pursuant to Section 859-a of the Act that the Project will serve the public purposes of the Act by promoting economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State or increasing the overall number of permanent, private sector jobs in the State; and

**WHEREAS**, the grant of Financial Assistance to the Project is further subject to the Agency finding after a public hearing pursuant to Section 859-a of the Act that the Project will serve the public purposes of the Act by preserving permanent, private sector jobs or increasing the overall number of permanent, private sector jobs in the State and the County Executive of Oswego County confirming the proposed action of the Agency;

**NOW, THEREFORE**, be it resolved by the Members of the County of Oswego Industrial Development Agency as follows:

**Section 1.** Based upon the representations made by the Company to the Agency, the Agency hereby makes the following findings and determinations:

(a) The Project Facility constitutes a “project” within the meaning of the Act;  
and

(b) The Financial Assistance contemplated with respect to the Project consists of exemptions from real property tax, mortgage recording tax (except as limited by Section 874 of the Act) and State and local sales and use tax.

**Section 2.** The Agency hereby directs that pursuant to Section 859-a of the Act, a public hearing with respect to the Project and Financial Assistance shall be scheduled with notice thereof published, and such notice shall further be sent to affected tax jurisdictions within which the Project Facility is located.

**Section 3.** A copy of this Resolution shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

**Section 4.** The Chief Executive Officer of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**Section 5.** This Resolution shall take effect immediately.

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

	<u>Aye</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>	<u>Recuse</u>
Nick Canale, Jr.	X				
Tom Kells				X	
Tim Stahl	X				
H. Leonard Schick	X				
Morris Sorbello	X				
Gary T. Toth	X				
Barry Trimble	X				

The resolution was thereupon declared duly adopted.

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

I, the undersigned Chief Executive Officer of the County of Oswego Industrial Development Agency, **DO HEREBY CERTIFY** that (i) I have compared the annexed extract of the minutes of the meeting of the County of Oswego Industrial Development Agency (the “**Agency**”) held on October 29, 2019, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of the whole of such original insofar as the same relates to the subject matters referred to therein.

**I FURTHER CERTIFY** that (i) all members of the Agency had due notice of such meeting, (ii) pursuant to Section 104 of the Public Officers Law (Open Meetings Law), such meeting was open to the general public and public notice of the time and place of such meeting was duly given in accordance with such Section 104, (iii) the meeting was in all respects duly held, and (iv) there was a quorum present throughout.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed the seal of the Agency on October 29, 2019.

---

L. Michael Treadwell  
Chief Executive Officer

(SEAL)

# County of Oswego Industrial Development Agency



*Burritt Motors*



*Great Bear Childcare*



*Bella Fattoria*



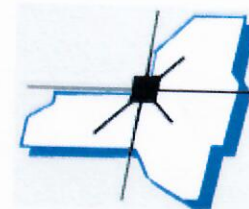
*Lindsey Aggregates*



*LeRoi*



*Litatro*



Annual Report  
FY 8/1/18-7/31/19

## Enabling Legislation

In accordance with New York State General Municipal Law article 18-A, the County of Oswego Industrial Development Agency was formed on April 25, 1973. Section 911-b constitutes the enabling legislation for the County of Oswego Industrial Development Agency.

## Section 911-b: County of Oswego Industrial Development Agency

For the benefit of the County of Oswego and the inhabitants thereof, an industrial development agency, to be known as the COUNTY OF OSWEGO INDUSTRIAL DEVELOPMENT AGENCY, is hereby established for the accomplishment of any or all of the purposes specified in title one of article eighteen-A of the General Municipal Law. It shall constitute a body corporate and politic, and be perpetual in duration. It shall have the powers and duties now or hereafter conferred by title one of article eighteen-A of the General Municipal Law upon industrial development agencies and provided that the exercise of the powers by such agency with respect to the acquisition of real property whether by purchase, condemnation or otherwise, shall be limited to the corporate limits of the county of Oswego, and such agency shall take into consideration the local zoning and planning regulations as well as the regional and local comprehensive land use plans. It shall be organized in a manner prescribed by and be subject to the provisions of title one of article eighteen-A of the General Municipal Law. Its members shall be appointed by the governing body of the county of Oswego. The agency, its members and officers and its operations and activities shall in all respects be governed by the provisions of title one of article eighteen-A of the General Municipal Law.

## Board of Directors

Gary T. Toth  
*Chair*

Nicholas M. Canale  
*Vice Chair*

H. Leonard Schick  
*Secretary/Treasurer*

Thomas Kells

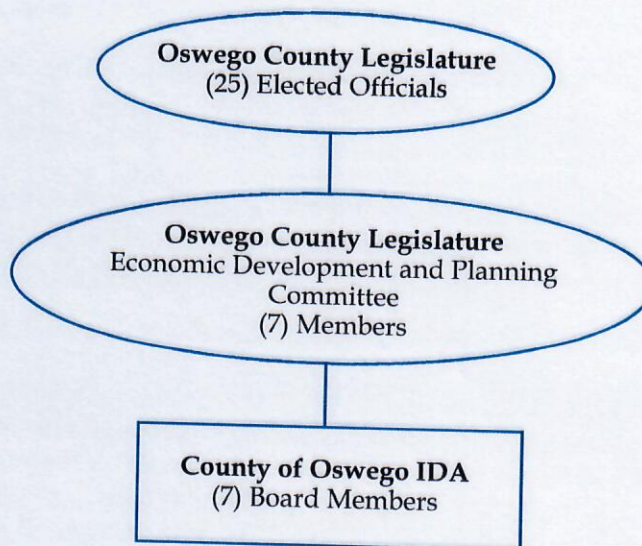
Morris Sorbello

Tim Stahl

Barry Trimble

L. Michael Treadwell, CEcD\*  
*Chief Executive Officer*

Kevin LaMontagne\*  
*Chief Financial Officer*



\* Contracted administrative agreement with Operation Oswego County, Inc. for professional services.

## Mission Statement

The County of Oswego Industrial Development Agency's mission is to establish and implement sound economic development strategies in order to enhance the economic vitality of Oswego County's businesses, industries, communities, and citizens, leading to an overall better quality of life. Key to the Agency's mission is the creation and retention of job opportunities, diversification and strengthening of Oswego County's economic base, and developing the local economy in a planned, organized, and environmentally compatible manner.

## Goals

- To create new employment opportunities through the attraction of or the creation of new businesses;
- To create new employment opportunities through the expansion of existing businesses;
- To retain existing employment opportunities;
- To enhance and encourage capital investment by new and expanding businesses;
- To increase the County's tax base;
- To help stabilize and diversify the County's local economy;
- To help facilitate the development of essential services or businesses generally lacking in the County;
- To recognize the importance of the overall multiplier economic impacts of projects;
- To target financial assistance to key industrial clusters critical to the County's economy, including manufacturing, healthcare, education, tourism, energy, and agribusiness;
- To support the nuclear industry in Upstate New York through the Upstate Energy Jobs Coalition;
- To leverage the greatest level of private and non-IDA financial assistance as possible;
- To coordinate efforts to help improve the competitive position of businesses and spur initiatives that help to improve the overall business climate;
- To work cooperatively with local governments, economic development partners, and school districts to further economic development progress;
- To advance Oswego County's economy through regional cooperation and collaboration;
- To enhance media and educational outreach initiatives;
- To cooperate with the Oswego County Legislature to support the goals and objectives of the Economic Advancement Plan.
- To improve the quality of life in Oswego County.

## Objectives

- The issuance of Private Activity Bonds (tax-exempt or taxable bonds) to finance eligible manufacturing and commercial projects. The issuance of Civic Facility Revenue Bonds (tax-exempt or taxable bonds) to finance eligible not-for-profit 501(c)(3) organizations' projects (subject to authorizing NYS legislation).
- To help support and work cooperatively with the Oswego County Civic Facilities Corporation to help finance eligible not-for-profit 501(c)(3) organizations' projects with Civic Facility Revenue Bonds.
- The issuance of tax-exempt bonds for pollution control facilities.
- The issuance of tax-exempt bonds for other projects that are eligible for financing in compliance with Federal and NYS legislation.
- Providing to eligible and qualified businesses exemptions from real property taxes, sales and use taxes, and mortgage recording taxes consistent with the County of Oswego IDA's Uniform Tax Exemption Policy and in compliance with NYS legislation.

*Objectives, cont.*

- Providing financial assistance to micro-enterprise businesses utilizing the County of Oswego IDA's Micro-Enterprise Economic Development Fund.
- Partnering with IDAs and EDOs in CNY to support the CNY REDC's efforts to secure CFA funding and utilize URI funding.
- Providing financial assistance to eligible and qualified businesses utilizing the County of Oswego IDA's PILOT Economic Development Fund and HUD Economic Development Fund.
- Utilizing the County of Oswego IDA's General Economic Development Fund and PILOT Economic Development Fund to enhance economic development initiatives and strategies.
- Providing financial assistance to eligible and qualified businesses utilizing the USDA Intermediary Relending Program (IRP).
- Serving as a conduit, as appropriate, to apply for and secure Federal and State government grants and/or loans for economic development projects.
- Working in collaboration with banks to support interim financing for eligible and qualified businesses that will be receiving permanent financing through the SBA 504 loan program in cooperation with Operation Oswego County, Inc.
- Assisting in acquiring, constructing, and renovating necessary and appropriate real estate, working in cooperation with Operation Oswego County, Inc., to enhance and further economic development, including industrial park properties, incubator facilities, speculative buildings, and sites, etc.
- Collecting and distributing PILOT payments to taxing authorities in accordance with the General Municipal Law of the State of New York.
- Complying with the State Environmental Quality Review Act (SEQRA) on all projects assisted by the County of Oswego IDA.
- Working in partnership with government, education, labor, business and economic development agencies to maximize development potential and sustainability of the economy in Oswego County.
- To be in compliance with all reporting and policy requirements specified by the NYS GML, NYS Office of the State Comptroller, NYS ABO and the NYS PAL.

**Meetings Held**

8/24/18	1/28/19
9/27/18	2/22/19
10/18/18	3/20/19
10/30/18	4/23/19
11/14/18	5/15/19
12/19/18	6/18/19
	7/23/19

**Public Hearings Held**

8/17/18	Howland Solar, LLC
10/15/18	Page Material Management, LLC
10/19/18	Salmon River Solar, LLC
11/13/18	iFreeze, Inc.
1/16/19	S&A Holdings of CNY, LLC/The Maples Assisted Living Facility, LLC
1/28/19	Litatro Building, LLC
1/28/19	LeRoi, Inc.
1/28/19	Camelot Lodge, LLC
2/15/19	22 Crossroads, LLC
3/19/19	R.M. Burritt Motors, Inc.
4/9/19	Richland Solar I, LLC
5/10/19	Filtration LAB USA, Inc./Northland Filter International, LLC

**Compliance & Reporting/Other Activities**

- The ESDC Notification of Initial Allocation for the issuance of Private Activity Bonds for 2019 was \$4,146,730.
- IDA annual employment survey completed.
- Member of the Council of Development Finance Agencies.
- Returned \$5,232 to HUD as required for earned interest in 2018.
- Annual Financial Report and Audit Report filed with the NYS Office of the State Comptroller, County of Oswego and ESDC for FY ended 7/31/18.
- Maintained IDA website to comply with the Public Authorities Accountability Act (PAAA) ([www.oswegocountyida.org](http://www.oswegocountyida.org)).
- Continued an administrative agreement for professional services with Operation Oswego County, Inc. through 2019.
- UTEP deviation notifications were filed with the taxing authorities for the following 6 projects:
  - Howland Solar, LLC - Village of Sandy Creek
  - Salmon River Solar, LLC - Village of Sandy Creek
  - Richland Solar I, LLC - Town of Richland
  - 22 Crossroads, LLC - City of Oswego
  - Litatro Building, LLC - City of Oswego
  - The Maples Assisted Living Facility, LLC - City of Fulton



***Compliance & Reporting/Other Activities, cont.***

- 14 Appointments of Project Operator or Agent (ST-60) filed with the NYS Department of Taxation and Finance for 8 projects:
  - R.M. Burritt Motors, Inc. - City of Oswego
  - Whelan and Curry Construction (R.M. Burritt Motors) - City of Oswego
  - The Maples Assisted Living Facility, LLC - City of Fulton
  - S&A Holdings of CNY, LLC (The Maples ALF) - City of Fulton
  - S.J. Thomas Co., Inc. (The Maples ALF) - City of Fulton
  - Litatro Building, LLC - City of Oswego
  - S.J. Thomas Co., Inc. (Litatro Bldg.) - City of Oswego
  - Geo Hotel Co., Inc. (Water Park) - City of Oswego
  - Broadwell Construction, LLC (Geo Hotel - Water Park) - City of Oswego
  - 28 Lakeview Holdings, LLC (iFreeze, Inc.) - City of Fulton
  - iFreeze, Inc. - City of Fulton
  - Lakeside Commons, LLC - Town of Oswego
  - Allen Chase Enterprises, Inc. - Town of Scriba
  - Harbor View Square, LLC - City of Oswego
- Filed RP-412-a applications to all taxing authorities in accordance with Real Property Tax Law and General Municipal Law, Section 874, for the following 10 projects:
  - Bishops Commons, Inc. - City of Oswego
  - Harbor View Square, LLC - City of Oswego
  - Page Material Management, LLC - Town of Scriba
  - Geo Hotel Co., Inc. - City of Oswego
  - iFreeze, Inc. - City of Fulton
  - The Maples Assisted Living Facility, LLC - City of Fulton
  - Litatro Building, LLC - City of Oswego
  - Howland Solar, LLC - Village of Sandy Creek
  - Attis Ethanol Fulton, LLC - Town of Volney
  - R.M. Burritt Motors, Inc. - City of Oswego
- Officers elected: Gary T. Toth (chair), Nicholas M. Canale (vice chair), and H. Leonard Schick (secretary/treasurer).
- L. Michael Treadwell served as CEO and Kevin LaMontagne was appointed to serve as CFO.
- Reviewed monthly loan and lease delinquent reports.
- Continued to follow NYSEDC Best Practice Recommendations.
- Six current IDA Directors, Counsel and the CEO have completed PAAA Training sponsored by the NYSEDC, NYS ABO, or other State approved training.
- In compliance with the Public Authorities Law, filed Budget Reports for FY ending 7/31/18, 7/31/19 and 7/31/20 with the NYS ABO and County.
- Reviewed and reaffirmed the Code of Ethics.

*Compliance & Reporting/Other Activities, cont.*

- Complied with the filing of the Annual Certification of Code of Ethics and Annual Financial Disclosure Statement to the County of Oswego Board of Ethics.
- Goals of the Agency were not amended.
- Continued to use the Discretionary Funds Policy.
- CEO continued to be authorized to be the primary Authorizer Designation for PARIS.
- Reviewed and continued to use the Procurement Policy in compliance with GML.
- Continued the Disposition of Property Guidelines, no changes made, CEO continued to serve as the Contracting Officer as filed with the NYS OSC.
- Annual Report for FY ended 7/31/18 was prepared and posted on the Agency's website.
- The Investment Policy was in compliance with the collateral requirements for FY ended 7/31/18 except for one month, adjustments were made with Key Bank to correct.
- Conflict of Interest Policy was continued and Annual Affirmation Statements completed.
- Retained, in partnership with the County of Oswego, CenterState CEO for consulting services related to reviewing the County approved Economic Advancement Plan and developing a system of tracking and monitoring progress.
- Grossman St. Amour CPAs, PLLC conducted the audit for FY ended 7/31/18.
- PARIS reporting for FY ended 7/31/18 was successfully completed.
- The Agency's approval to participate in the USDA Business & Industry Guarantee Programs as a "Non-Traditional Lender" was continued to be evaluated for projects.
- At the request of the Agency, the Oswego County Legislature has created a development corporation under 1411 of the NYS Not-for-Profit Law for the sole purpose of issuing Civic Facility Bonds for eligible 501 (c)(3) organizations. The Oswego County Civic Facilities Corporation was not active during the FY.
- Annual Board of Directors Evaluation of Board Performance was completed in accordance to the NYS ABO Policy Guidance for 2018.
- The Agency continued to operate the USDA Intermediary Relending Program for working capital and equipment. The Agency's application to expand the program, seeking an additional \$500,000 loan from USDA, was approved.
- In compliance with Section 2824-a and Section 2800 of the PAL, the Agency's Mission Statement and Performance Measurements that were submitted to the NYS ABO remained unchanged.
- Continued the designation of the Secretary of State as an Agent for Service of a Notice of Claim pursuant to GML.

*Compliance & Reporting/Other Activities, cont.*

- A CFA application in Round 5 for ESDC funding to assist in the development of the 43,000 SF former Price Chopper into a mixed-use incubator in the City of Oswego was previously approved for funding, in the amount of \$900,000, was on hold due to the potential sale of the property for the Oswego Health Behavioral Health Services project.
- Pursuant to Section 103 and Sections 142 and 144 of the Internal Revenue Code, a Tax-Exempt Bond Post-Issuance Compliance Policy was unchanged.
- Adopted FOIL Policy was continued.
- The Upstate Energy Jobs Coalition was focused on supporting ongoing efforts to support the ZECs and a new focus on constraints in the delivery system.
- Filed COIDA's Authority Performance Measures Report for FY Ended 7/31/18.
- Resignation of Donald Kunzwiler was accepted, he served for 24 years. Tim Stahl was appointed by the County Legislature to fill the opening.
- Supported the City of Fulton's application for the Central NY Downtown Revitalization Initiative \$10 million competition in Round 4 of the DRI in conjunction with OOC.
- Authorization of \$100,000 in funding to support the Advanced Manufacturing Institute associated with Cayuga Community College's Fulton Campus continued to be in place.
- The C&S Companies completed a feasibility study for the reuse of the Miller WWTP for a regional WWTP. Funding of the \$98,000 was provided by the COIDA, Oswego County Legislature and Operation Oswego County.
- An application to the Northern Border Regional Commission by the County and Town of Volney was approved for \$500,000 and approval by the COIDA to commit \$250,000 for the Oswego County Airport and Airport Industrial Park sewer extension project in cooperation with the County, City of Fulton and Town of Volney remained in place.
- A comprehensive presentation on COIDA and OOC activities was made to the Oswego County Legislature.
- Sponsored the Next Great Idea Business Plan Competition for 2018.
- Acknowledgment of Fiduciary Duty are on file for all COIDA Directors.
- Approved a Whistleblower Policy and Procedures.
- The COIDA and Oswego County Planning agreed to partner to retain the C&S Companies to conduct an I&I Study associated with the OCIP in the Town of Schroepffel and the Village of Phoenix WWTP at a cost of \$15,250 and a Fulton Sewer Capacity and Sewer Flow Monitoring Study in the amount of \$36,500 to address anticipated capacity to handle increased demand associated with the Attis Industries "Green Energy Campus" project.

## Project Assistance

Project	Location	Type	Projected Jobs		Financial Assistance		Total Project Cost \$	Status
			New	Ret.	Type	Amount \$		
R.M. Burritt Motors	Oswego City	Service	36	70	S/L	1,008,180	7,640,000	Leased
Geo Hotel Co. (Water Park)	Oswego City	Tourism	18	—	PILOT EDF	300,000		Funded
					S/L	3,636,668	4,965,000	Leased
Happy Hearts Childcare	Scriba	Service	5	—	PILOT EDF	500,000		Funded
					HUD EDF	51,627	167,630	Funded
iFreeze	Fulton City	Warehousing/ Agribusiness	30	—	S/L	2,345,431	5,045,000	Leased
					HUD EDF	350,000		Funded
Clean Cut Lawns & Snow Plowing	Oswego	Service	1	—	MEP EDF	25,000	84,914	Funded
Great Bear Childcare	Schroepfel	Service	8	2	MEP EDF	21,000	280,500	Funded
J&E Reid Enterprises	Fulton City	Service	4	—	MEP EDF	17,000	26,223	Funded
MLK Enterprises	Richland	Service/Tourism	4	—	MEP EDF	25,000	82,388	Funded
Woody's on 37	Hastings	Service/Tourism	3	—	MEP EDF	25,000	144,853	Funded
Bella Fattoria	Hannibal	Agribusiness	6	1	IRP EDF	99,500	732,046	Funded
D&D Logging & Lumber	Palermo	Agribusiness	1	—	IRP EDF	30,000	145,000	Funded
Kathy's Cakes & Specialty Treats	Volney	Service	3	—	IRP EDF	80,000	210,000	Funded
Lindsey Aggregates	Palermo	Mining	4	17	IRP EDF	99,500	4,254,399	Funded
North Country EPS, LLC	Hastings	Service	12	—	IRP EDF	35,000	70,000	Funded
Camelot Lodge (Cahill Landing)	Oswego City	Housing	1	—	S/L	183,430	1,210,500	Approved
Harbor View Square	Oswego City	Mixed-Use	8	—	S/L	4,005,507	20,214,104	Leased
Bishop's Commons	Oswego City	Healthcare	2	42	S/L	2,409,000	5,549,185	Leased
East Lake Commons	Oswego City	Mixed-Use	22	—	S/L	12,041,282	26,348,869	Approved
Maple Hollow Farm	Hannibal	Agribusiness	2	—	MEP EDF	25,000	159,532	Approved
Huhtamaki	Fulton City	Mfg.	7	—	S/L	440,026	1,030,000	Approved
Richland Solar I	Richland	Energy	3	—	S/L	683,375	2,600,000	Approved
Filtration Lab USA/Northland Filter	Oswego City	Mfg.	40	26	S/L	983,050	4,200,000	Approved
22 Crossroads	Oswego City	Mixed-Use	30	—	S/L	3,186,589	8,536,525	Approved
Litatro Building	Oswego City	Mixed-Use	24	—	S/L	2,618,075	5,002,637	Leased
LeRoi, Inc.	Oswego City	Mfg.	8	35	S/L	239,780	530,000	Approved
The Maples Assisted Living Facility	Fulton City	Healthcare	38	—	S/L	4,635,150	4,075,000	Leased
Salmon River Solar	Sandy Creek	Energy	—	—	S/L	Net Positive NYS RPTL 487	2,635,000	Approved
Howland Solar	Sandy Creek	Energy	3	—	S/L	8,000 Net Positive NYS RPTL 487	3,176,400	Leased
Page Warehousing	Scriba	Warehousing	21	—	S/L	1,617,970	7,600,000	Leased
<b>Total</b>			<b>344</b>	<b>193</b>		<b>41,725,140</b>	<b>116,715,705</b>	

## Definitions for Types of Financial Assistance

- **MEP EDF**-- Micro Enterprise Program Economic Development Fund
- **PILOT EDF**-- Payment in Lieu of Taxes Economic Development Fund
- **General EDF**-- General Economic Development Fund
- **IRP EDF**-- Intermediary Relending Program Economic Development Fund
- **S/L**-- Straight Lease Transaction
- **HUD EDF**-- Housing and Urban Development Economic Development Fund
- **CFRB**-- Civic Facility Revenue Bonds
- **PAB**-- Private Activity Bonds
- **TB**-- Taxable Bonds

## Financing Programs

### Loans/Leases Paid in Full

Project	Location	Type	Original Fin. Date	Fin. Type	Amount \$
R.M. Burritt Motors	Oswego City	Service	6/12	PILOT EDF	300,000
QMP Enterprises	Schroepfel	Mfg.	5/14	PILOT EDF	70,000
Reflections A Collective Salon	Fulton City	Service	4/12	PILOT EDF	35,000
Riverhouse Restaurant	Richland	Service	6/07	PILOT EDF	75,000
Stability Fitness	Oswego City	Service	10/08	PILOT EDF	75,000
Winter Harbor	Hastings	Service	4/99	PILOT EDF	100,000
Distribution Center of America	Scriba	Warehousing	11/10	PILOT EDF	300,000

### Bad Debt Loans/Leases

Project	Location	Type	Original Fin Date	Fin Type	Amount \$	Bad Debt \$
Eco Foam Insulators	Oswego City	Construction/ Service	4/16	MEP EDF	25,000	10,216
Zink Shirts	Oswego City	Mfg.	11/15	MEP EDF	25,000	16,153
Riverview Automotive	Fulton City	Service	3/02	PILOT EDF	19,400	6,988

## Distribution of PILOT Payments - FY Ended 7/31/19

	<u>Amount</u>	<u>%</u>
School Districts	\$5,326,995	65.1
City/Town/Village	\$ 796,863	9.7
County	\$1,852,854	22.7
County IDA*	<u>\$ 205,870</u>	<u>2.5</u>
<b>Total:</b>	<b>\$8,182,582</b>	<b><u>100.0</u></b>

\*County's prorata share was split 90/10 with IDA to recapitalize the IDA's PILOT EDF in 2019.

## Statement of Revenues and Expenditures and Changes in Net Position - FY Ended 7/31/19

<b>Revenues</b>	
Charges for services	\$ 509,374
Interest income	151,256
Payments in lieu of taxes	203,615
Rental income	14,428
Grant revenue	-
Federal Funds – loan repayments	168,252
Other revenues	349
<b>Total revenues</b>	<b>1,047,274</b>
<b>Expenditures</b>	
Administration	357,500
Professional fees	94,481
Grants and development	23,331
Loan issuance/Bad debt/Loss on sale of asset	553,484
Other expenses	97,553
<b>Total expenditures</b>	<b>1,126,349</b>
Change in net position	<b>(79,075)</b>
Net position – beginning of year	18,552,828
<b>Net position – end of year</b>	<b>\$ 18,473,753</b>

Note: Audit Report is available at [www.oswegocountyida.org](http://www.oswegocountyida.org).

## Statement of Net Position - FY Ended 7/31/19

### Assets

Cash	\$ 11,007,443
Loans/lease receivable	7,961,738
Accounts Receivable	-
Project Assets, net	1,391,911
<b>Total Assets</b>	<b>\$ 20,361,092</b>

### Liabilities

Accounts Payable	\$ 123,572
Loan Payable	464,758
Mortgage Payable	-
Deferred inflows of resources	1,299,009
<b>Total Liabilities</b>	<b>\$ 1,887,339</b>

### Net Position

Restricted Cash	\$ 8,078,228
Restricted Loans Receivable	5,825,777
Unrestricted	4,569,748
<b>Total Net Position</b>	<b>\$ 18,473,753</b>

Note: Audit Report is available at [www.oswegocountyida.org](http://www.oswegocountyida.org).

## Schedule of Bonds/Notes - FY Ended 7/31/19

Details are provided in the Audit Report which is available at [www.oswegocountyida.org](http://www.oswegocountyida.org).

## Internal Control Structure and Procedure - FY Ended 7/31/19

Details are provided in the Audit Report which is available at [www.oswegocountyida.org](http://www.oswegocountyida.org).

## Compensation Schedule - FY Ended 7/31/19

Not applicable; IDA had no employees.

## Real Property Owned - FY Ended 7/31/19

Property	Address	Tax Map ID	Size (Acres)
Lake Ontario Industrial Park	249A Mitchell St., Oswego	110.68-01-01	56.64
Peck Road Site	Peck Road, Richland T.	071.00-02-28.01	14.25
Columbia Mills	St. Rt. 48, Minetto T.	183.02-02-04.02	89.4
Huhtamaki Site	411-419 First St., Fulton	253.24-01-02	1.66
Former Price Chopper	29 E. Cayuga St, Oswego	128.39-04-01	4.88
Former Miller	Owens Road, Volney T.	254.00-05-04.05	73.0
Former Miller WWTP	Owens Road, Volney T.	254.00-05-04.09	142.74
Northstar Blvd. Site	11 Northstar Blvd., Oswego T.	163.0-01-20.05	8.34

## Real Property Disposed of During FY Ended 7/31/19

One property was sold that was located at 120 St. Paul Street in the City of Oswego. The Tax Map ID was 128.27-01-05. The property was 6.95 acres and had a 61,050 sf building. The property was sold on 2/27/19 to Connexgen, LLC for \$750,000 for purposes of warehousing and manufacturing. Appraisal dated 4/25/18 valued property at \$700,000.

## Code of Ethics

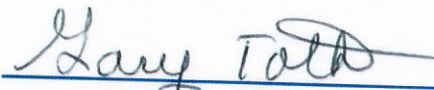
See Code of Ethics Policy listed on website at [www.oswegocountyida.org](http://www.oswegocountyida.org).

## Approval and Certification for FY Ended 7/31/19

The Annual Report of the County of Oswego IDA was approved by the Board of the Agency on October 29, 2019.

The information contained in the Annual Report for the County of Oswego IDA for FY ended 7/31/19 represents an accurate, complete and fair presentation of the Agency's activities and financial position. In compliance with the PAAA, this report will be provided to the Chair of the Oswego County Legislature, to the NYS Authority Budget Office, and be posted on the Agency's website [www.oswegocountyida.org](http://www.oswegocountyida.org).

Certified by:

  
 Gary T. Toth, Chair

10/29/19

  
 H. Leonard Schick, Secretary/Treasurer

10/29/19

  
 L. Michael Treadwell, CEO

10/29/19

RESOLUTION OF MEMBERS/BOARD OF DIRECTORS

County of Oswego Industrial Development Agency

(Legal Name of Entity)

44 West Bridge Street, Oswego, NY 13126

(Address)

Resolved, that the Governing Board of this Public Benefit Corporation be and it hereby is authorized and empowered to take all action necessary or appropriate - -

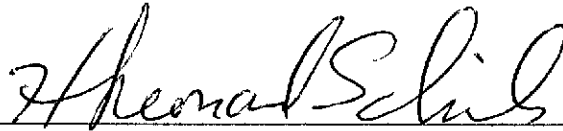
1. To obtain for and on behalf of the Corporation through the United States Department of Agriculture, Rural Development (RD) or any other Governmental Agency a loan in a sum not to exceed \$500,000 to be advanced by the lender in one or more advances at such time or times as may be agreed upon. The loan shall be used for the establishment and implementation of an Intermediary Relending Program for the purpose of rural business development.
2. To apply for the loan by
  - A. Executing an application or applications (including exhibits, amendments, and/or supplements thereto) as may be required:
  - B. Executing and delivering to the lender all such written instruments as may be required in regard to or as evidence of such loan; and
  - C. In its judgment carrying out the terms of the resolution.
3. To obligate the Corporation by
  - A. Signing a Loan Agreement, Promissory Note or Notes or other instruments promising to repay the loan at such rates of interest and on such other terms and conditions as the Governing Board shall deem proper;
  - B. Pledging, hypothecating, mortgaging, conveying or assigning property of the Corporation of any kind and in any amount now owed or hereafter acquired, as security for any or all obligations (past, present and/or future) of this Corporation to such lender; and
  - C. From time to time, paying, extending or renewing any such obligations.
4. The Chief Executive Officer, L. Michael Treadwell, is hereby authorized to execute, on behalf of the Corporation, all documents named above and any other documents required by The Government.



CERTIFICATION

I, the undersigned, as Secretary of the above Entity, hereby certify that said Entity on the 29<sup>th</sup> day of October, 2019, had a meeting of its Board of Directors; that four of those constituted a quorum; that 6 said members were present at a meeting of the members duly called and held on 29<sup>th</sup> day of October, 2019; that the foregoing resolution was adopted at such meeting by the affirmative vote of 6 said members; and that said resolution has not been rescinded or amended in any way.

Dated this 29 day of October, 2019



H. Leonard Schick

Secretary of the County of Oswego Industrial Development Agency

## INITIAL RESOLUTION

A regular meeting of the County of Oswego Industrial Development Agency (the “*Agency*”) was convened in public session on October 29, 2019 at 9:00 a.m., at 44 West Bridge Street, Oswego, New York.

The meeting was called to order by the Chair and, upon the roll being duly called, the following members were:

**PRESENT:** Nick Canale, Jr., H. Leonard Schick, Tim Stahl, Morris Sorbello, Gary T. Toth and Barry Trimble

**ABSENT:** Tom Kells

**ALSO PRESENT:** Kevin C. Caraccioli, Kevin LaMontagne, Tim Mattison, Benjamin Maynard, L. Michael Treadwell and Bob Wilmott

The following resolution was duly offered and seconded:

**RESOLUTION DETERMINING THAT THE ACQUISITION, RECONSTRUCTION, RENOVATION AND EQUIPPING OF AN EXISTING BUILDING AND CONSTRUCTION OF A WASTEWATER TREATMENT FACILITY AT THE REQUEST OF THE COMPANY CONSTITUTES A PROJECT, DESCRIBING THE FINANCIAL ASSISTANCE REQUESTED IN CONNECTION THEREWITH AND AUTHORIZING A PUBLIC HEARING**

**WHEREAS**, the County of Oswego Industrial Development Agency (the “*Agency*”) is authorized and empowered by Title 1 of Article 18-A of the General Municipal Law of the State of New York (the “*State*”), as amended, together with Chapter 234 of the Laws of 1973 of the State of New York, as amended from time to time (collectively, the “*Act*”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, including industrial pollution control facilities, railroad facilities and certain horse racing facilities, for the purpose of promoting, attracting, encouraging and developing recreation and economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State, to improve their recreation opportunities, 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 grant “financial assistance” (as defined in the Act) in connection with the acquisition, reconstruction and equipping of one or more “projects” (as defined in the Act); and

**WHEREAS**, Champlain Valley Specialty of NY, Inc., a New York State business corporation, on behalf of itself and/or entities formed or to be formed on behalf of the foregoing (the “**Company**”), submitted an application to the Agency on or about October 22, 2019 (“**Application**”), a copy of which is on file at the office of the Agency, requesting the Agency consider undertaking a project (the “**Project**”) consisting of: (A)(i) the acquisition of a leasehold interest (or sub-leasehold interest) in approximately 23.3 acres of improved real property located at 8011 State Route 104 and 8033 State Route 104 in the Town of Oswego, State of New York (Tax ID # 181.00-02-12.01 and 181.00-02-12.02) (“the “**Land**”); (ii) (1) the reconstruction and renovation of the building (the “**Existing Building**”) located at 8033 State Route 104; and (2) the construction of a waste water treatment facility (collectively, the “**Facility**”); and (iii) the acquisition and installation in and around the Facility and/or for use in connection with the Project Facility of various machinery, equipment, furnishings and other items of tangible personal property (collectively the “**Equipment**”) (the Land, the Facility and Equipment are hereinafter collectively referred to as the “**Project Facility**”), such Project Facility to be used as a warehouse, storage, manufacturing and fresh fruit processing facility, including an on-site private wastewater treatment facility; (B) the granting of certain financial assistance in the form of exemptions from real property taxes, mortgage recording tax (except as limited by Section 874 of the Act) and State and local sales and use tax (collectively, the “**Financial Assistance**”); and (C) the lease (or sub-lease) of the Project Facility by the Agency pursuant to a lease agreement; the acquisition by the Agency of an interest in the Equipment pursuant to a bill of sale from the Company; and the sublease of the Project Facility back to the Company pursuant to a sublease agreement; and

**WHEREAS**, pursuant to Article 8 of the Environmental Conservation Law of the State of New York, as amended, and the regulations of the Department of Environmental Conservation of the State of New York promulgated thereunder (collectively referred to hereinafter as “**SEQRA**”), the Agency is required to make a determination with respect to the environmental impact of any “action” (as defined by SEQRA) to be taken by the Agency and the preliminary agreement of the Agency to undertake the Project constitutes such an action; and

**WHEREAS**, the Agency has not approved undertaking the Project or the granting of the Financial Assistance; and

**WHEREAS**, the grant of Financial Assistance to the Project is subject to the Agency finding after a public hearing pursuant to Section 859-a of the Act that the Project will serve the public purposes of the Act by promoting economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State or increasing the overall number of permanent, private sector jobs in the State; and

**WHEREAS**, the grant of Financial Assistance to the Project is further subject to the Agency finding after a public hearing pursuant to Section 859-a of the Act that the Project will serve the public purposes of the Act by preserving permanent, private sector jobs or increasing

the overall number of permanent, private sector jobs in the State and the County Executive of Oswego County confirming the proposed action of the Agency;

**NOW, THEREFORE,** be it resolved by the Members of the County of Oswego Industrial Development Agency as follows:

**Section 1.** Based upon the representations made by the Company to the Agency, the Agency hereby makes the following findings and determinations:

(a) The Project Facility constitutes a “project” within the meaning of the Act;  
and

(b) The Financial Assistance contemplated with respect to the Project consists of exemptions from real property tax, mortgage recording tax (except as limited by Section 874 of the Act) and State and local sales and use tax.

**Section 2.** The Agency hereby directs that pursuant to Section 859-a of the Act, a public hearing with respect to the Project and Financial Assistance shall be scheduled with notice thereof published, and such notice shall further be sent to affected tax jurisdictions within which the Project Facility is located.

**Section 3.** A copy of this Resolution shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

**Section 4.** The Chief Executive Officer of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**Section 5.** This Resolution shall take effect immediately.

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

	<u>Aye</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>	<u>Recuse</u>
Nick Canale, Jr.	X				
Tom Kells				X	
Tim Stahl	X				
H. Leonard Schick	X				
Morris Sorbello	X				
Gary T. Toth	X				
Barry Trimble	X				

The resolution was thereupon declared duly adopted.

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

I, the undersigned Chief Executive Officer of the County of Oswego Industrial Development Agency, **DO HEREBY CERTIFY** that (i) I have compared the annexed extract of the minutes of the meeting of the County of Oswego Industrial Development Agency (the “**Agency**”) held on October 29, 2019, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of the whole of such original insofar as the same relates to the subject matters referred to therein.

**I FURTHER CERTIFY** that (i) all members of the Agency had due notice of such meeting, (ii) pursuant to Section 104 of the Public Officers Law (Open Meetings Law), such meeting was open to the general public and public notice of the time and place of such meeting was duly given in accordance with such Section 104, (iii) the meeting was in all respects duly held, and (iv) there was a quorum present throughout.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed the seal of the Agency on October 29, 2019.

---

L. Michael Treadwell  
Chief Executive Officer

(SEAL)

**RESOLUTION APPROVING EXTENSION OF  
SALES AND USE TAX EXEMPTION**

A regular meeting of the County of Oswego Industrial Development Agency (the “*Agency*”) was convened in public session on October 29, 2019 at 9:00 a.m., at 44 West Bridge Street, Oswego, New York.

The meeting was called to order by the Chair and, upon the roll being duly called, the following members were:

**PRESENT:** Nick Canale, Jr., Tim Stahl, Morris Sorbello, Gary T. Toth and Barry Trimble

**ABSENT:** Tom Kells and H. Leonard Schick

**ALSO PRESENT:** Kevin C. Caraccioli, Kevin LaMontagne and L. Michael Treadwell

The following resolution was duly offered and seconded:

**RESOLUTION AUTHORIZING THE EXTENSION OF THE  
SALES AND USE TAX EXEMPTION FOR CAMELOT  
LODGE LLC AND DETERMINING OTHER MATTERS IN  
CONNECTION THEREWITH.**

**WHEREAS**, the County of Oswego Industrial Development Agency (the “*Agency*”) is authorized and empowered by Title 1 of Article 18-A of the General Municipal Law of the State of New York (the “*State*”), as amended, together with Chapter 234 of the Laws of 1973 of the State of New York, as amended from time to time (collectively, the “*Act*”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, including industrial pollution control facilities, railroad facilities and certain horse racing facilities, for the purpose of promoting, attracting, encouraging and developing recreation and economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State, to improve their recreation opportunities, 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 grant “financial assistance” (as defined in the Act) in connection with the

acquisition, construction, reconstruction, renovation, installation and equipping of one or more “projects” (as defined in the Act); and

**WHEREAS**, on July 25, 2017, the Agency duly adopted a resolution (the “**Approving Resolution**”) in which it authorized the Agency to undertake a project (the “**Project**”) on behalf of Camelot Lodge LLC, or an entity to be formed (the “**Company**”) consisting of: (A) (i) the acquisition of a leasehold interest in approximately 43,139 square feet of improved real property located at 249 West 1<sup>st</sup> Street, City of Oswego, County of Oswego, State of New York (the “**Land**”); (ii) renovation of an existing approximately 15,500 square foot, three story building for use as a mixed use facility consisting of approximately 5,500 square feet of commercial space on the first floor and approximately 10,000 aggregate square feet on the second and third floors to contain 10 market rate apartments (collectively, the “**Facility**”); (iii) the acquisition and installation in and around the Facility and/or for use in connection with the Project of various machinery, equipment and furnishings (collectively the “**Equipment**”) (the Land, Facility and Equipment are hereinafter collectively referred to as the “**Project Facility**”); (B) the granting of certain financial assistance in the form of exemptions from real property taxes, mortgage recording tax (except as limited by Section 874 of the General Municipal Law) and State and local sales and use tax (collectively, the “**Financial Assistance**”); and (C) the lease of the Land and Facility by the Agency pursuant to a lease agreement; the acquisition by the Agency of an interest in the Equipment pursuant to a bill of sale from the Company; and the sublease of the Project Facility back to the Company pursuant to a sublease agreement; and

**WHEREAS**, by the Approving Resolution, the Agency determined to grant the Financial Assistance and to enter into a lease agreement dated as of February 1, 2018 (the “**Lease Agreement**”) between the Agency and the Company and certain other documents related thereto and to the Project (collectively with the Lease Agreement, the “**Basic Documents**”); and

**WHEREAS**, simultaneously with the execution and delivery of the Lease Agreement (the “**Closing**”), (A) the Agency granted Financial Assistance in the form of a sales and use tax exemption (the “**Sales Tax Exemption**”) related to the reconstruction, renovation, construction and equipping of the Project Facility and (B) the Agency filed with the New York State Department of Taxation and Finance the form entitled “IDA Appointment of Project Operator or Agent for Sales Tax Purposes” (the form required to be filed pursuant to Section 874(9) of the Act) (the “**Thirty-Day Sales Tax Report**”); and

**WHEREAS**, the Sales Tax Exemption expired on June 1, 2019; and

**WHEREAS**, there have been unanticipated delays in the reconstruction, renovation, construction and equipping of the Project Facility; and

**WHEREAS**, the Company has requested that the Agency extend its appointment of the Company as temporary agent of the Agency for State and local sales and use tax purposes until July 31, 2020; and

**WHEREAS**, in connection with the extension of the appointment of the Company as agent of the Agency for sales and use tax purposes, the Agency and the Company will enter into an Amendment to the Project Agreement (the “Amendment”);

**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 (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “*SEQRA*”), the Agency must determine the potential environmental significance of the extension of the appointment of the Company as an agent of the Agency for sales and use tax purposes in connection with the Amendment (the “*Transaction*”);

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

**Section 1.** Pursuant to SEQRA, the Agency hereby finds and determines that:

(A) Pursuant to Section 617.5(c)(23) of the Regulations, the Transaction is a “Type II action” (as said quoted term is defined in the Regulations); and

(B) Therefore, the Agency hereby determines that no environmental impact statement or any other determination or procedure is required under the Regulations with respect to the Transaction.

**Section 2.** The Agency hereby finds and determines that:

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

(B) The extension of the appointment of the Company as temporary agent of the Agency of the Agency for sales and use tax purposes until July 31, 2020 will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of the County of Oswego, New York and the State of New York and improve their standard of living.

**Section 3.** In consequence of the foregoing, the Agency hereby determines to extend the appointment of the Company as temporary agent of the Agency for sales and use tax purposes until July 31, 2020. The Agency is hereby authorized to do all things necessary or appropriate for the accomplishment of the foregoing, and all acts heretofore taken by the Agency with respect to the Project are hereby approved, ratified and confirmed.

**Section 4.** The Agency is hereby authorized to execute and deliver the Amendment and such other documents as may be necessary to effectuate the extension of the appointment of the Company as temporary agent of the Agency for sales and tax purposes until July 31, 2020 (the “Sales Tax Documents”). The form and substance of the Amendment and the Sales Tax



Documents, in substantially the forms presented to this meeting and which, prior to the execution and delivery thereof, may be redated, are hereby approved.

**Section 5.** The terms and conditions of subdivision 3 of Section 875 of the Act are herein incorporated by reference and the Company shall agree to such terms as a condition precedent to receiving or benefiting from an exemption from New York State sales and use exemptions benefits.

**Section 5.** (A) The Chairman (or Vice Chairman) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Amendment, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in substantially the form thereof presented to this meeting with such changes, variation, omissions and insertions as the Chairman (or Vice Chairman) shall approve, the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

(B) The Chairman (or Vice Chairman) of the Agency is hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency.

**Section 6.** The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Amendment and the Sales Tax 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 Agency with all of the terms, covenants and provisions of the Amendment and the Sales Tax Documents binding upon the Agency.

**Section 7.** Neither the members nor officers of the Agency, nor any person executing the Amendment and the Sales Tax Documents on behalf of the Agency, shall be liable thereon or be subject to any personal liability or accountability by reason of the execution, issuance or delivery thereof or the transaction contemplated thereby.

**Section 8.** This Resolution shall take effect immediately.

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

	<u>Aye</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>	<u>Recuse</u>
Nick Canale, Jr.	X				
Tom Kells				X	
Tim Stahl	X				
H. Leonard Schick				X	
Morris Sorbello	X				
Gary T. Toth	X				
Barry Trimble	X				

The resolution was thereupon declared duly adopted.

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

I, the undersigned Chief Executive Officer of the County of Oswego Industrial Development Agency, **DO HEREBY CERTIFY** that (i) I have compared the annexed extract of the minutes of the meeting of the County of Oswego Industrial Development Agency (the “**Agency**”) held on October 29, 2019, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of the whole of such original insofar as the same relates to the subject matters referred to therein.

**I FURTHER CERTIFY** that (i) all members of the Agency had due notice of such meeting, (ii) pursuant to Section 104 of the Public Officers Law (Open Meetings Law), such meeting was open to the general public and public notice of the time and place of such meeting was duly given in accordance with such Section 104, (iii) the meeting was in all respects duly held, and (iv) there was a quorum present throughout.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed the seal of the Agency on October 29, 2019.

\_\_\_\_\_  
L. Michael Treadwell  
Chief Executive Officer

(SEAL)