

**MINUTES**  
**COUNTY OF OSWEGO INDUSTRIAL DEVELOPMENT AGENCY**  
**April 23, 2019**  
**IDA OFFICE BUILDING**  
**44 W. BRIDGE ST.**  
**OSWEGO, NEW YORK**

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

**Absent/Excused:** Kells and Stahl

**Also Present:** Kevin C. Caraccioli, Andrew Day, Allen Goodsell, Susan E. Haynes, Kevin LaMontagne, L. Michael Treadwell, Deli Vargar, Bob Wilmott and Kern Yerdon

Chair Toth called the meeting to order at 9:00 a.m. at the offices of the County of Oswego IDA in Oswego, NY. Chair Toth requested that all in attendance introduce themselves.

**APPROVAL OF MINUTES**

On a motion by Mr. Sorbello, seconded by Mr. Canale, the minutes of the March 20, 2019 meeting were approved.

**TREASURER'S REPORT**

On a motion by Mr. Schick, seconded by Mr. Trimble, the Financial Statements for the period ended January 31, 2019 were approved.

**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 April 4, 2019.

**Richland Solar I, LLC**

Mr. Day provided a presentation on the proposed 2 MW solar project to be located in the Town of Richland. He outlined the benefits including user credits, discounts, increasing the use of renewable energy, and addressing the CES. Reported that the project had received approvals from the Richland Town Planning Board including a SEQRA determination. He addressed development constraints due to wetlands on the site and described the foot print for the solar panels. He noted that the useful life of the panels was 25 years and that the project is low impact construction and was suitable for the site. He noted that the company would establish a decommissioning fund and would leave the site in the same condition as it was before the project. Mr. Yerdon requested that a joint meeting be held with the Town and the School District where there is a better understanding of the project. It was agreed that such a meeting would be beneficial. Mr. Yerdon is going to coordinate with the Town, School District, Richland Solar I, LLC and the COIDA.

Following the presentation and discussion, on a motion by Mr. Canale, seconded by Mr. Trimble, all actions regarding this project were tabled until a joint meeting is held.

**Filtration L.A.B. USA Inc. d/b/a Northland Filter International, LLC**

Following a discussion and review of the Application for Financial Assistance, on a motion by Mr. Canale, seconded by Mr. Trimble, a resolution was approved determining that the acquisition of an existing building, renovation of an existing building, construction of a new building and equipping of a commercial 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. Treadwell and Mr. Caraccioli reported that the subdivision at the LOIP for the project was approved by the City of Oswego Planning Board on April 2, 2019.

**Oswego County Economic Advancement Plan Grant Agreement Report (OOC/COIDA)**

Mr. Treadwell reviewed the report through April 23, 2019. A copy of the Report 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. Canale, seconded by Mr. Sorbello, it was approved to go into Executive Session at 10:25 a.m.

On a motion by Mr. Trimble, seconded by Mr. Sorbello, the Executive Session ended at 11:27 a.m.

**DRI/URI Initiatives**

Potential DRI applicants and potential URI applicants were discussed in Executive Session.

**D&D Logging & Lumber, LLC**

Following a review of the application in Executive Session and a review of the Financing Proposal Summary and Cost/Benefit Analysis, on a motion by Mr. Canale, seconded by Mr. Trimble, the Company's Application for an IRP Loan in the amount of \$30,000 was approved.

**Delinquent Loan Report**

Mr. LaMontagne reviewed the report for the period ended March 31, 2019 in Executive Session. On a motion by Mr. Trimble, seconded by Mr. Canale, authorization to write-off the Zink Shirts remaining balance of \$16,153.11 in accordance with the fulfillment of the settlement agreement was approved.

**K&N's Foods/607 Phillips St. Acquisition, LLC**

Following a discussion, on a motion by Mr. Sorbello, seconded by Mr. Canale, it was approved to amend the PILOT Agreement due to disposition of the refrigerated warehouse to iFreeze, Inc. and to extend the term to 12 years.

**Pizza Villa**

Following a discussion on the relocation and expansion of the project, on a motion by Mr. Canale, seconded by Mr. Sorbello, authorization was approved to participate in a SBA 504 interim loan guarantee equal to 50% of the bank's interim loan not to exceed \$150,000.

**Next Meeting**

May 15, 2019 at 10:30 a.m. was scheduled.

**Adjournment**

On a motion by Mr. Trimble, seconded by Mr. Canale, the meeting was adjourned at 11:35 a.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 April 23, 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, Morris Sorbello, Gary T. Toth and Barry Trimble

**ABSENT:** Tom Kells and Tim Stahl

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

The following resolution was duly offered and seconded:

**RESOLUTION DETERMINING THAT THE ACQUISITION OF AN EXISTING BUILDING, RENOVATION OF AN EXISTING BUILDING, CONSTRUCTION OF A NEW BUILDING AND EQUIPPING OF A COMMERCIAL 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**, Filtration L.A.B. USA Inc. d/b/a Northland Filter International, LLC, 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 February 19, 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 or continuation of a leasehold interest (or sub-leasehold interest) in approximately six acres of real property located at 249A Mitchell Street in the City of Oswego, State of New York (Tax ID # 110.68-01-01) (the “*Land*”); (ii) the renovation and reconstruction of a portion of an approximately 32,500 square foot existing building (the “*Existing Building*”) located on the Land; (iii) the renovation, reconstruction and expansion of the Existing Building (the “*Renovated Facility*”); (iii) the construction of an approximately 15,000 to 30,000 square foot building (the “*New Facility*” and, collectively with the Renovated Facility, the “*Facility*”); and (v) the acquisition and installation in and around the Facility and/or for use in connection with the Project 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 in the manufacture of air filtration products; (B) the granting of certain financial assistance in the form of exemptions from State and local sales and use tax, mortgage recording tax (except as limited by Section 874 of the Act) and real property tax (collectively, the “*Financial Assistance*”); and (C) the 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;

**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 State and local sales and use tax, mortgage recording tax and real property 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 April 23, 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 April 23, 2019.

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L. Michael Treadwell  
Chief Executive Officer

(SEAL)

Oswego County Economic Advancement Plan  
Grant Agreement Report

Background

- Agreement dated May 14, 2018 between OOCI and COIDA
- Grant \$400,000 (PILOT EDF)
- Purpose to support Advanced Manufacturing and the County Economic Advancement Plan
- If funds are loaned, P&I repayments to OOC will be accumulated for purposes of a revolving loan fund.
- A similar grant agreement in the amount of \$300,000 was authorized on May 19, 2015.
- The May 14, 2018 agreement combined said funds into a total grant allocation of \$700,000.

Use of Funds to Date

Universal Metal \$200,000 (2015)  
Design Concepts & Enterprises \$200,000 (2019)

Summary

Total Available	\$ 700,000
Loans Total	<u>400,000</u>
Balance	\$ 300,000
Repaid P&I (4/19)	<u>86,940</u>
Total Available	\$ 386,940

Source: OOC, Inc. (4/23/19)