

Jefferson County Industrial Development Agency
800 Starbuck Avenue, Suite 800
Watertown, New York 13601
Telephone: (315) 782-5865 or (800) 553-4111 Facsimile (315) 782-7915
www.jcida.com

Notice of Board Meeting

Date: April 18, 2019

To: Chairman David Converse
John Jennings
Robert Aliasso
W. Edward Walldroff
Paul Warneck
William Johnson
Lisa L'Huillier

From: Donald C. Alexander

Re: Notice of Board of Directors' Meeting

=====

The Jefferson County Industrial Development Agency will hold their Board Meeting on **Thursday, May 2, 2019 at 8:30 a.m.** in the board room at 800 Starbuck Avenue, Watertown, NY.

Please confirm your attendance with Peggy Sampson pssampson@jcida.com at your earliest convenience.

pss

c: David Zembiec
Lyle Eaton
Joseph Russell, Esq.
Media

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BOARD MEETING AGENDA Thursday, May 2, 2019 - 8:30 a.m.

- I. Call to Order**
- II. Pledge of Allegiance**
- III. Privilege of the Floor**
- IV. Minutes of the Meeting of April 4, 2019**
- V. Treasurer's Report – as of April 30, 2019**
- VI. Committee Reports**
- VII. Unfinished Business**
- VIII. New Business**
 - 1. Thousand Islands International Agribusiness Park Presentation**
 - 2. NSF Chaumont Solar Farm Presentation**
 - a. Consider Resolution Number 05.02.2019.01**
 - 3. Colleen's Cherry Tree Inn MICRO Loan Request**
 - a. Consider Resolution Number 05.02.2019.02**
 - 4. Consider US SBA Standby Creditor's Agreement (Robert Gould)**
- IX. Counsel**
- X. Adjournment**

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**Jefferson County Industrial Development Agency
Board Meeting Minutes
April 4, 2019**

The Jefferson County Industrial Development Agency held their board meeting on Thursday, April 4, 2019 in the board room at 800 Starbuck Avenue, Watertown, NY.

Present: John Jennings, W. Edward Walldroff, Paul Warneck, Robert E. Aliasso, Jr., William Johnson, Lisa L'Huillier

Also Present: Joseph Russell, Esq., Christine Powers, Kent Burto, Rich Duvall, and Marcus Wolf of the Watertown Daily Times

Staff Present: Donald Alexander, David Zembiec, Lyle Eaton, Peggy Sampson, Jay Matteson, and Marshall Weir

Excused: David Converse, Chair

Absent: None

- I. **Call to Order:** Vice Chairman Jennings called the meeting to order at 8:39 a.m.
- II. **Privilege of the Floor:** Mr. Jennings invited guests to speak. No one spoke.
- III. **Minutes:** Minutes of the regular meeting held March 7, 2019 were presented. A motion to approve the minutes as presented was made by Mr. Aliasso, seconded by Mr. Johnson. All in favor. Carried.
- IV. **Treasurer's Report:** Mr. Aliasso reviewed the financials for the period ending March 31, 2019 along with the delinquent loans. He said that the delinquent Metro Paper PILOT has been paid. After discussion, a motion was made by Mr. Aliasso to accept the financial report of March 31, 2019 as presented, seconded by Mr. Johnson. All in favor. Carried.
- V. **Committee Reports:**
 - a. **Loan Review**
 - i. **Resolution Number 04.04.2019.01 for Mr. Rick's Bakery, Inc. Modification**
– Mr. Aliasso said that the business has faced issues because of the rules that have been imposed upon them by NYS such as the increased minimum wage. Mr. Walldroff asked if the closure of Alteri's Bakery has provided opportunities or challenges. Mr. Alexander said both. He said that Mr. Alberry is currently dealing with health issues and they are trying to determine if Mr. Alberry's son will take over the business. After review and discussion, a motion was made by Mr. Warneck to approve the attached resolution, seconded by Mr. Aliasso. All in favor. Carried.
- VI. **Unfinished Business:**

1. **Above Reality – Your Virtual Sports Complex** – Mr. Alexander said that Bill Gaudette has been unable to get key man life insurance policy because he was injured while in the Army. Mr. Alexander said that the Watertown Local Development Corporation, as lead agency, has waived this requirement and asked the IDA to consider the same. A motion was made by Mr. Warneck to waive the life insurance requirement for Bill Gaudette, seconded by Mr. Aliasso.
2. **Report on the Business Complex at Watertown International** – Mr. Zembiec reported that the County and a logging company are currently clearing the property for a road to be constructed. He said that our insurance coverage is \$2M; however, the engineer requires \$5M. Therefore, we will increase our coverage.
3. **Apex** – Mr. Aliasso asked if the money has been returned to Apex. Mr. Eaton said not yet because he is waiting on an invoice that will need to be paid.
4. **Morgan Watertown** – Mr. Aliasso asked if there is any risk to the Agency for the Autumn Ridge PILOT. Mr. Warneck asked if there are indemnification clauses in the documents. Attorney Russell said the PILOT took place before he was hired. Mr. Eaton said that he would provide Attorney Russell with the PILOT and Lease documents for him to review. Mr. Alexander said that in simple terms, our Agency is responsible for accepting PILOT payments and distributing those PILOT payments to the affected taxing jurisdictions.

VII. New Business:

1. **Jefferson County Board of Legislators (JCBOL) – Board Reappointments** – Mr. Jennings said that the JCBOL reappointed David Converse and W. Edward Walldroff at their March 5, 2019 meeting. Their terms will expire on December 31, 2022.
2. **Resolution Number 04.04.2019.02 for Amending Trust Indenture for ReEnergy Black River LLC Bond** – Attorney Russell said that this mechanism allows ReEnergy quicker access to revenues to use for capital and has zero risk to the Agency. He said the bond holders have approved it. A motion was made by Mr. Aliasso to approve the attached resolution, seconded by Mr. Warneck. All in favor. Carried.

Mr. Matteson and Mr. Duvall left the meeting at 9:09 a.m.

3. **ReEnergy Black River LLC – Second Amendment to Amended and Restated Leaseback Agreement** – Mr. Alexander indicated that he sent this document to the board as an attachment to an email yesterday. A motion was made by Mr. Aliasso to approve the second amendment to the amended and restated leaseback agreement, seconded by Mr. Warneck. All in favor. Carried.
4. **Concentrix (Concrete Deck Project)** – Mr. Alexander said that he along with Billy Soluri, Aubertine & Currier and Justin Keegan (Concentrix) walked the property and toured the building yesterday. He said that several items will need to be addressed to correct structural issues with our building as well as blocks of sidewalk and water infiltration. Mr. Jennings asked if someone can do an evaluation of the building for upgrades that will need to happen

**Jefferson County Industrial Development Agency
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within the next five to ten years. Mr. Alexander said that we use WICLDC employees on a weekly basis and indicated that some major items have already been addressed (i.e. roof, façade, etc.), but that an overall evaluation can be done again soon for the long term.

Deck – Mr. Alexander said the deck (which is an egress for employees) has decayed and is now unsafe. He said that the maintenance company had been using a bobcat to clear snow, even though they knew they were supposed to use light equipment. Mr. Jennings asked if this falls under their insurance. Mr. Alexander said that an investigation is underway. Mr. Alexander said that he will gather the information from Aubertine & Currier and report to the board when it is ready for authorization.

VIII. Counsel: None.

IX. Adjournment: With no further business before the board, a motion to adjourn was made by Mr. Aliasso, seconded by Mr. Walldroff. All in favor. The meeting adjourned at 9:26 a.m.

JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY
Resolution Number 04.04.2019.01

**RESOLUTION FOR AUTHORIZING A MODIFICATION TO THE
MICROENTERPRISE LOANS TO
Mr. Rick's Bakery, Inc.**

WHEREAS, Fran Alberry, President/Secretary of Mr. Rick's Bakery, Inc., requested in a letter to this Agency a modification to the Microenterprise Loan Funds due to rising costs of doing business in New York State causing them to cut staff to cut costs. They also noted that local competition ceased to exist and they now need to increase staff to meet growing demands for their product. They are looking at options to increase sales and other services to decrease their costs, and

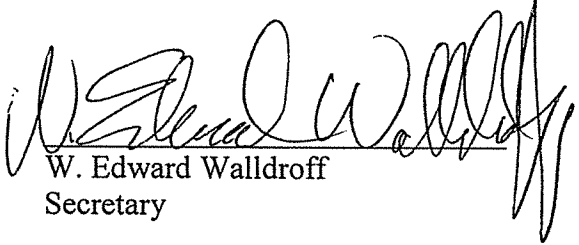
WHEREAS, Staff reviewed this request and recommended interest only for nine months, retroactive to December 1, 2018 through August 1, 2019, and extend the maturity dates of the loans for a corresponding amount of time, and

WHEREAS, on March 26, 2019 the Loan Review Committee of the Jefferson County Industrial Development Agency reviewed this request and recommended approval to the full Board of Directors, and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Industrial Development Agency that it herein approves the modification request and that all terms and conditions of the original loans remain in effect, and be it further,

RESOLVED, that the Chairman, Vice Chairman, Secretary and/or Chief Executive Officer are authorized and directed to execute any and all documents necessary to carry out the purposes of this Resolution.

This resolution shall take effect immediately.


W. Edward Walldroff
Secretary

**Jefferson County Industrial Development Agency
Resolution Number 04.04.2019.02**

**Amending Trust Indenture for ReEnergy (Black River LLC) Solid Waste Disposal
Revenue Bond Issuance**

WHEREAS, a resolution of the Jefferson County Industrial Development Agency (JCIDA) approving an amendment for a Second Supplemental Indenture to an existing Solid Waste Disposal Revenue Bonds Issuance for ReEnergy Black River LLC Project; and

WHEREAS, the JCIDA has approved the Issuance, execution, sale and delivery by this Agency of its Solid Waste Disposal Revenue Bonds on behalf of ReEnergy (Black River LLC); and

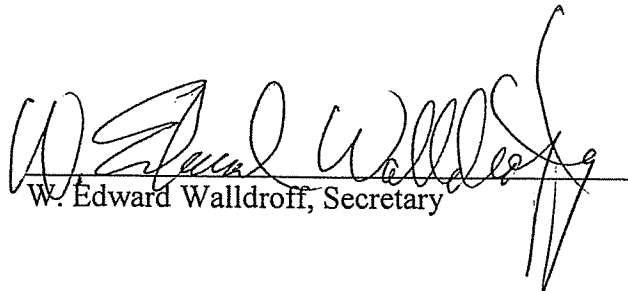
WHEREAS, the Board of Directors believes it is appropriate to amend the initial First Supplemental Indenture of these bonds entered into as of July 1, 2015; and

WHEREAS, this second supplemental indenture has been requested by ReEnergy Black River LLC and approved by the Bank of New York Mellon, as Trustee; and

WHEREAS, this proposed second supplemental indenture does not significantly change the original Trust Indenture; and

NOW, THEREFORE BE IT RESOLVED BY THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY; that the "Agency" Directors hereby direct the CEO to execute the necessary documents to amend the Trust Indenture to say "Notwithstanding the foregoing provisions of this Section 5.7, at the direction of the Company, the Trustee shall also at any time transfer to the ReEnergy Black River LLC Operating Account in the Operating Fund, the amount of Revenues received since the most recent Monthly Transfer Date, or any portion thereof as directed by the Company, to the extent necessary to pay Operating Expenses of the Facility, Planned Capital Expenditures and costs incurred in connection with Unplanned Repairs and Replacements that are due and payable prior to the next Monthly Transfer Date".

This resolution shall take effect immediately.


W. Edward Walldroff, Secretary

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JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Resolution Number 05.02.2019.01

A meeting of the Jefferson County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency at 800 Starbuck Ave., the City of Watertown, Jefferson County, New York on May 2, 2019 at 8:30 AM, local time.

The meeting was called to order by the Chairperson and, upon being called, the following members of the Agency were:

PRESENT:

ABSENT:

THE FOLLOWING PERSONS WERE ALSO PRESENT:

The following resolution was offered by _____, seconded by _____, to wit;

Resolution No. 05.02.2019.01

RESOLUTION OF THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY DETERMINING THAT CERTAIN APPLICATIONS SUBMITTED BY NORBUT SOLAR FARMS (THE PARENT COMPANY) REQUESTING LEASE-LEASEBACK TRANSACTIONS IN CONNECTION WITH A PROPOSED SOLAR ENERGY FACILITY TO BE CONSTRUCTED BY FIVE SUBSIDIARY COMPANIES OF THE PARENT COMPANY AT FIVE SEPARATE LOCATIONS WITHIN THE TOWN OF LYME TAX PARCEL 61.43-1-3.1 ARE COMPLETE

WHEREAS, the Agency has received applications for lease- leaseback transactions from NSF Chaumont Site 1, LLC; NSF Chaumont Site 2, LLC; NSF Chaumont Site 3, LLC; NSF Chaumont Site 4, LLC; and NSF Chaumont Site 5, LLC, all subsidiary companies of the Parent Company, in connection with a proposed solar energy facility to be located on five separate portions of the Town of Lyme tax parcel number 61.43-1-3.1 (collectively the "Project"); and

WHEREAS, the Agency staff has reviewed the applications and has determined that the applications are complete and provide sufficient information for Agency staff to begin its investigation into whether the proposed Project warrants consideration of the benefits requested in the application, and has recommended to the members of the Agency that it formerly determine that the applications are complete; and

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WHEREAS, the members of the Agency have received and reviewed the applications and have considered the recommendations of the Agency staff.

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

1. The applications are hereby deemed to be complete for the purposes of the Agency staff proceeding to evaluate proposed Project, and enter into discussions with the developer and applicable taxing jurisdictions in order to determine whether to recommend to the members of the Agency whether the proposed project warrants the relief requested in the applications.
2. The Agency staff is hereby authorized to proceed to commence its investigation into the proposed Project and obtain any additional information, documentation, financial data staff deems appropriate in connection with its investigation and evaluation.
3. Nothing contained in this Resolution shall be deemed as an approval by the Agency of the application or an endorsement of the proposed Project and is made solely for the purposes of authorizing Agency staff to further investigate the Project and engage in discussions with the Project developer and the applicable taxing jurisdictions in connection with the relief requested in the application.

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

<u>David Converse</u>	VOTING _____
<u>John Jennings</u>	VOTING _____
<u>Robert E. Aliasso Jr.</u>	VOTING _____
<u>W. Edward Walldroff</u>	VOTING _____
<u>Lisa L'Huillier</u>	VOTING _____
<u>Paul Warneck</u>	VOTING _____
<u>William Johnson</u>	VOTING _____

The foregoing Resolution was thereupon declared and duly adopted.

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**JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY
Resolution Number 05.02.2019.02**

**RESOLUTION FOR AUTHORIZING A MICRO ENTERPRISE LOAN TO
Colleen's Cherry Tree Inn**

WHEREAS, Colleen and Michael Bellinger requested by application to this Agency a Micro Enterprise Loan in the amount of Forty Thousand Dollars (\$40,000.00) to expand the Colleen's Cherry Tree Inn restaurant to add Scoops Ice Cream in Henderson Harbor, NY, and

WHEREAS, Staff reviewed this request and recommended approval of a loan in the amount of \$40,000 for a five year amortization with a rate of 5% and 6 months interest only annually. The Restaurant employs 2-6 people in the off season and up to 20 during the summer. Owners expect to add 2 to 6 part time employees for the ice cream shop. Collateral will be a first position on lien on the new equipment and personal guarantees of Colleen and Michael Bellinger. Approval of the loan is contingent upon participation by Watertown Savings Bank, and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Industrial Development Agency that it herein approved the request for a Forty Thousand Dollar (\$40,000.00) loan to Colleen's Cherry Tree Inn with all terms and conditions as set forth in this Resolution, and be it further,

RESOLVED, that the Chairman, Vice Chairman, Secretary and/or Chief Executive Officer are authorized and directed to execute any and all documents necessary to carry out the purposes of this Resolution.

This resolution shall take effect immediately.

W. Edward Walldroff
Secretary