

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: August 22, 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

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The Jefferson County Industrial Development Agency will hold their Board Meeting on **Thursday, September 5, 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, September 5, 2019 - 8:30 a.m.

- I. Call to Order**
- II. Pledge of Allegiance**
- III. Privilege of the Floor**
- IV. Minutes of the Meeting of July 11, 2019**
- V. Treasurer's Report for July 31, 2019 and August 31, 2019**
- VI. Committee Reports**
- VII. Unfinished Business**
- VIII. New Business**
 - 1. Consider Resolution Number 09.05.2019.01 to move Concentrix (Stream/Convergys) Capital Fund to the General Fund**
 - 2. Memorandum of Understanding with WLDC and Renzi Brothers Inc. regarding City Center Industrial Park Rail Spur**
- IX. Counsel**
- X. Adjournment**

**Jefferson County Industrial Development Agency
Board Meeting Minutes
July 11, 2019**

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The Jefferson County Industrial Development Agency held their board meeting on Thursday, July 11, 2019 in the board room at 800 Starbuck Avenue, Watertown, NY.

Present: David Converse, Chair, John Jennings, Paul Warneck, Robert E. Aliasso, Jr., William Johnson, Lisa L’Huillier

Also Present: Joseph Russell, Esq., Greg Gardner, Kent Burto, Ed Valentine, Greg Rossetti and Taymaz (TJ) Jahani Aval from OYA Solar, and Marcus Wolf from the Watertown Daily Times

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

Excused: None

Absent: W. Edward Walldroff

- I. Call to Order:** Chairman Converse called the meeting to order at 8:35 a.m.
- II. Privilege of the Floor:** Mr. Converse invited guests to speak. No one spoke.
- III. Minutes:** Minutes of the regular meeting held June 6, 2019 were presented. A motion to approve the minutes as presented was made by Mr. Aliasso, seconded by Ms. L’Huillier. All in favor. Carried.
- IV. Treasurer’s Report:** Mr. Aliasso reviewed the financials for the period ending June 30, 2019 along with the delinquent loans. Mr. Aliasso noted that Wright Bros. is now only one month behind. He said that we need to find a way to replenish or mimic the MICRO loan fund since funds are low. After discussion, a motion was made by Mr. Aliasso to accept the financial report of June 30, 2019 as presented, seconded by Mr. Jennings. All in favor. Carried.
- V. Committee Reports:**
 - a. Loan Review Committee** – Mr. Aliasso said that the committee held a joint meeting with the LDC Alternative Energy Committee and OYA officials.

Mr. Aliasso suggested corrections to the June 26 loan review committee minutes as follows:

- Add a dollar sign in front of 5496 in the last paragraph on page 1
- Add that it was suggested that permits be in place and SEQR conducted; that the decommissioning bonds are in place, and note that the proposed site is not primary agricultural land

Mr. Warneck asked the developers about the comments made about SEQR and the decommissioning bonds. Mr. Rossetti said that SEQR is complete. Mr. Aval said that the decommissioning bonds will be posted when the building permits are posted.

**Jefferson County Industrial Development Agency
Board Meeting Minutes
July 11, 2019**

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Attorney Russell said that SEQR was completed by the planning board, but if the Agency wasn't included as an involved Agency and was not notified, then we are going to have to do it or we can adopt the town's SEQR by going through the process. Mr. Converse suggested staff send out a letter to all the towns and notify them that the Agency needs to be included as an involved Agency if a PILOT is requested.

A motion to amend the JCIDA Loan Review Committee Minutes of June 26, 2019 was made by Mr. Warneck, seconded by Mr. Johnson. All in favor, except for Ms. L'Huillier who abstained because she is on the County Planning Board and this project already went before the board.

VI. Unfinished Business: Mr. Aliasso had a few items to discuss:

1. Autumn Ridge – Mr. Aliasso asked if there were any updates. Mr. Eaton said the only update he has is that the taxes have all been paid.
2. Property in Mannsville, NY – Mr. Alexander said that we are collecting information and will need to do an evaluation of the property in order to create a marketing effort.
3. LUNCO Cooperative Agreement – Attorney Russell said that he has spoken to Mr. Lundy's attorney, but their respective schedules have not allowed them to finish it but they are in agreement.
4. Traffic Study at Corporate Park – Mr. Aliasso asked if there any updates from the meeting with the park tenants regarding the traffic study. Mr. Alexander said that Mr. Valentine has routinely attended the town meetings expressing concerns/interest. He said that we made a proposal to DOT with traffic pattern changes. He said that we are trying to find a couple of solutions.

Mr. Valentine said that the Town of Watertown has been really receptive even though the process is slow and may be a year out. He would like to continue to put pressure on DOT from park tenants and/or JCIDA.

VII. New Business:

1. **2019-2020 Convergys Property Maintenance Agreement with WICLDC** – Mr. Alexander said that it's an extension of an existing agreement that has worked well. He said that he doesn't know how long the agreement will stay in place and noted that there is a provision to terminate if necessary. Mr. Alexander strongly recommended approval. After review, a motion was made by Mr. Aliasso to the approve the agreement as presented, seconded by Mr. Jennings. All in favor. Carried.

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2. **Resolution Number 07.11.2019.01 for OYA Solar** – Mr. Converse read the purpose the resolution.

Mr. Aliasso noted that the first part of the resolution was incomplete. He suggested adding the words ‘is complete’ at the end of that paragraph. A motion to approve the resolution with the amendment was made by Mr. Warneck, seconded by Mr. Aliasso. Discussion ensued.

Mr. Warneck asked about issues in the appraisal that he previously address and asked if the changes were made. Mr. Aval said that he sent the revised appraisal out last night around 10 p.m. Mr. Aliasso noted that he overheard that the developers obtained the letters of support to engage in the process from the towns and the school.

Mr. Converse noted that by accepting this application, it allows the process to move forward. It allows staff to work with the municipalities and the developer.

Roll call: Mr. Converse – Yea, Mr. Jennings – Yea, Mr. Aliasso – Yea, Mr. Walldroff – Absent, Ms. L’Huillier - Abstain, Mr. Warneck – Yea, Mr. Johnson – Yea. Resolution carries.

County Budget Request – Mr. Alexander said that the County has requested our input on the County budget deliberations. He noted that we have not asked the County for an increase in funding for the marketing and ag programs in a decade. He indicated that he would canvass board members for their thoughts. He noted that the budget request is due mid-August.

Mr. Aliasso asked if we could segregate some of the funds to replenish and/or create another MICRO loan fund. Attorney Russell said that we can’t do that through the IDA but rather the LDC because it’s the source of funds that are the issue.

(JCCFDC) Jefferson FSA – Mr. Alexander said that the company will request to refinance their existing bond. He suggested that the JCCFDC board not add additional fees for this change. He said that they currently pay their annual maintenance fees and believes that should be sufficient. Board members acknowledged their understanding for not charging additional fees. Mr. Alexander said the JCCFDC meetings will be scheduled for August and September to review/consider the modifications.

VIII. Counsel: None.

IX. Adjournment: With no further business before the board, a motion to adjourn was made by Mr. Warneck, seconded by Mr. Aliasso. All in favor. The meeting adjourned at 9:14 a.m.

JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Resolution Number 07.11.2019.01

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 July 11, 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: David Converse, John Jennings, Robert E. Aliasso, Jr., Lisa L’Huillier, Paul Warneck, William Johnson

ABSENT: W. Edward Walldroff

THE FOLLOWING PERSONS WERE ALSO PRESENT: Donald Alexander, David Zembiec, Lyle Eaton, Peggy Sampson, Jay Matteson, Marshall Weir, Joseph Russell, Esq., Kent Burto, Greg Gardner, Greg Rossetti, Taymaz (TJ) Jahani Aval, Ed Valentine and Marcus Wolf from the Watertown Daily Times

The following resolution was offered by Mr. Warneck seconded by Mr. Aliasso to wit;

Resolution No. 07.11.2019.01

RESOLUTION OF THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY DETERMINING THAT A CERTAIN APPLICATION SUBMITTED BY OYA GREAT LAKES SEAWAY LLC; OYA BLANCHARD ROAD LLC; OYA BLANCHARD ROAD LLC; OYA NYS RTE 12 LLC AND OYA BLANCHARD ROAD II LLC (COLLECTIVELY THE COMPANY) REQUESTING A LEASE-LEASEBACK TRANSACTION IN CONNECTION WITH A PROPOSED SOLAR ENERGY FACILITY TO BE CONSTRUCTED BY THE COMPANY ON PARCEL 20.00-1-28 IN THE TOWN OF CLAYTON AND ON PARCELS 13.00-2-51, 13.00-2-53, AND 13.00-2-47.1 IN THE TOWN OF ORLEANS IS COMPLETE.

WHEREAS, the Agency has received an application for a lease- leaseback transaction from the Company in connection with a proposed solar energy facility to be located on Town of Clayton tax parcel 20.00-1-28 and Town of Orleans tax parcels 13.00-2-51, 13.00-2-53, and 13.00-2-47.1 (the “Project”); and

WHEREAS, the Agency staff has reviewed the application and has determined that the application is complete and provides 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 application is complete; and

WHEREAS, the members of the Agency have received and reviewed the application 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 application is 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>YEA</u>
<u>John Jennings</u>	VOTING <u>YEA</u>
<u>Robert E. Aliasso Jr.</u>	VOTING <u>YEA</u>
<u>W. Edward Walldroff</u>	VOTING <u>ABSENT</u>
<u>Lisa L'Huillier</u>	VOTING <u>ABSTAINED</u>
<u>Paul Warneck</u>	VOTING <u>YEA</u>
<u>William Johnson</u>	VOTING <u>YEA</u>

The foregoing Resolution was thereupon declared and duly adopted.

RESOLUTION 09.05.2019.01 **DRAFT**
AMMENDMENT TO CAPITAL FUND RESERVE-
CONCENTRIX BUILDING

September 5, 2019

A resolution of the Jefferson County Industrial Development Agency adopting a revised Concentrix (STREAM) Capital Reserve Fund Board Restriction.

WHEREAS, the **Jefferson County Industrial Development Agency (JCIDA)** owns the building at 146 Arsenal Street in Watertown, New York, currently housing the Concentrix Call Center; and

WHEREAS, Concentrix has given the JCIDA notice that it will cease operations and vacate the building on the 30th of September 2019; and

WHEREAS, as part of the building lease, a Board Restricted Capital Reserve Fund was established to insure large maintenance items were funded as a current and future obligation of JCIDA; and

WHEREAS, the lease agreement has obligated these monies to remain in the hands of and in complete control of JCIDA, following termination of the lease; and

WHEREAS, the Board of Directors believes it is critical to repurpose these funds for necessary items above and beyond capital expense; and

WHEREAS, JCIDA will need to operate and maintain the building until such time as future tenants are discovered; and

WHEREAS, expenses related to the building will be a temporary obligation of JCIDA; and

WHEREAS, these obligations would necessarily come from our Operating Fund; and

WHEREAS, the JCIDA's operating fund lacks the capacity to undertake the additional burden of present building administration; and

WHEREAS, any expense of the building will be considered during this development period as an obligation of the building and budgeted accordingly;

DRAFT

NOW, THEREFORE BE IT RESOLVED BY THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY (JCIDA); that the "Agency" Directors hereby direct the CEO/CFO to release restrictions on this Capital Reserve fund so monies can be used to continue operations of the building to include, but not restricted to capital set-asides. This Resolution is to take effect immediately.

David J. Converse, Chairman

Dated