

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: July 27, 2023

To: William Johnson
David Converse
W. Edward Walldroff
Paul Warneck
Lisa L'Huillier
John Condino

From: Chairman Robert Aliasso

Re: Notice of Board of Directors' Meeting

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The Jefferson County Industrial Development Agency will hold their Board Meeting on **Thursday, August 10, 2023 at 8:30 a.m.** in the board room at 800 Starbuck Avenue, Watertown, NY.

The live stream link will be available at www.jcida.com.

Zoom:

<https://us02web.zoom.us/j/84355250468?pwd=R0t4VjRPdGJBZDJrL2JQYVVVjKytDdz09>

Meeting ID: 843 5525 0468

Passcode: 011440

1-929-205-6099 US (New York)

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

pss

c: David Zembiec, CEO
Marshall Weir
Lyle Eaton
Jay Matteson
Joy Nuffer
Robin Stephenson
Christine Powers
Greg Gardner
Kent Burto
Rob Aiken
Justin Miller, Esq.
Media

BOARD MEETING AGENDA
Thursday, August 10, 2023 - 8:30 a.m.

- I. Call to Order**
- II. Pledge of Allegiance**
- III. Privilege of the Floor**
- IV. Minutes – July 13, 2023**
- V. Treasurer’s Report – July 31, 2023**
- VI. Committee Reports**
 - a. Corporate Park Ad Hoc Committee**
 - b. Alternative Energy Ad Hoc Committee**
- VII. Unfinished Business**
 - 1. 146 Arsenal Street update**
 - 2. Convalt Energy update**
- VIII. New Business**
- IX. Counsel**
 - 1. Project Authorizing Resolution No. 08.10.2023.01 for North American Tapes, LLC**
- X. Adjournment**

DRAFT

**Jefferson County Industrial Development Agency
Board Meeting Minutes
July 13, 2023**

The Jefferson County Industrial Development Agency held their board meeting on Thursday, July 13, 2023 in the board room at 800 Starbuck Avenue, Watertown, NY.

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

Excused: None

Absent: None

Also Present: Christine Powers, Rob Aiken, Justin Miller, Esq. (Harris Beach), Darrin Prance (North American Tapes)
Zoom: Craig Fox (Watertown Daily Times)

Staff Present: David Zembiec, Marshall Weir, Lyle Eaton, Joy Nuffer, Robin Stephenson

- I. Call to Order:** Chairman Aliasso called the meeting to order at 8:36 a.m.
- II. Privilege of the Floor:** Chairman Aliasso invited guests to speak. No one spoke.
- III. Minutes:** Minutes of the meeting held June 1, 2023 were presented. A motion to approve the minutes as presented was made by Mr. Johnson, seconded by Mr. Condino. All in favor. Carried.
- IV. Treasurer's Report:** Mr. Warneck reviewed the financials for the period ending June 30, 2023. A question was posed about the MLR project which US Foods has acquired, Attorney Miller stated that the new company would have to submit a revised application, and Mr. Zembiec said he had spoken with the Renzi's regarding that matter, and that the new owners were planning to proceed with the expansion. After discussion, a motion was made by Mr. Johnson to accept the financial statement as presented, seconded by Mr. Warneck. All in favor. Carried.
- V. Committee Reports:**
 - a. Alternative Energy Ad Hoc Committee** – Mr. Warneck began discussion relating to the larger solar projects and how some are going to the jurisdictions and bypassing the IDA. There were some questions for Attorney Miller, and he stated that a unified PILOT protects jurisdictions, but many do not understand the PILOT process. There was much discussion, and Mr. Warneck stated that they would be having another committee meeting to discuss how to handle the larger projects and the deviations from the UTEP.
 - b. Loan Review Committee** – Mr. Converse introduced Mr. Prance from North American Tapes who has applied for a PILOT for an expansion at their existing location. Mr. Prance showed the Board and staff the athletic tape, which is just one of the products they manufacture. He stated that it is FDA approved and made with all natural products, so it is not harmful to the skin. He said that his plant manufactures about 30% of the NFL market for athletic tape and they are also the #1 distributor of hockey tape. They make many products at the Watertown location including shrink wrap for boats and double-sided tape. Mr. Zembiec stated that this is the third expansion for this facility. There was

a question from Mr. Warneck regarding the adjustment made for the North American Tapes concerning exception to the covenant parking requirements and whether it will get filed at the County. Attorney Miller stated that would be filed at closing.

VI. Counsel:

1. **Initial Project Resolution No. 07.13.2023.01 for North American Tapes, LLC** – A motion was made by Mr. Warneck to approve the resolution, seconded by Mr. Condino. Roll call vote. Mr. Aliasso – Yea, Mr. Converse – Yea, Mr. Condino – Yea, Mr. Johnson – Yea, Ms. L’Huillier – Yea, Mr. Walldroff – Yea, Mr. Warneck – Yea. Carried.

VII. Unfinished Business:

1. **146 Arsenal Street update** – Mr. Zembiec gave an update on the YMCA project. He stated that it is on time and on budget. Construction is due to be completed in November and opening in December.
2. **Three Mile Bay Ventures, LLC update** – Mr. Zembiec gave an update on the status of the PILOT. Two days before the closing, the lender showed concern for the PILOT/mortgage wording due to an SBA loan program. Attorney Miller stated that there were parties involved who did not understand the purpose of an IDA in New York. Three Mile Bay Ventures, LLC backed out of the PILOT agreement but will still be utilizing the sales tax abatement. Due to the extra cost involved Mr. Zembiec requested the Board decrease the fee from 25% to 15%, a motion was made by Mr. Warneck to approve decreasing the fee from 25% to 15%, seconded by Mr. Condino, Mr. Aliasso called for a roll call vote. Mr. Aliasso – Yea, Mr. Converse – Yea, Mr. Condino – Yea, Mr. Johnson – Yea, Ms. L’Huillier – Yea, Mr. Walldroff – Yea, Mr. Warneck – Yea. Carried.

VIII. New Business:

- a. Mr. Zembiec updated the Board that he is meeting with developers in the Town of Watertown regarding the potential event center.
- b. Mr. Zembiec has drafted a letter to the Town of Watertown regarding their townwide updates to the zoning as the proposed zoning is not the same as the covenants of the Jefferson County Corporate Park. The setback differences is the major issue, and he is in favor of an overlay district but would like to see it in line with the covenants of the park. He will be attending the meeting in the Town of Watertown to speak on the subject.
- c. Mr. Zembiec updated the Board on the Corporate Park turn lane progress. He stated that National Grid had to move the gas and power lines and the Town of Watertown still needs to move the water/sewer lines and they are hoping for the project to be completed in the spring.

- IX. Adjournment:** With no further business before the board, a motion to adjourn was made by Mr. Aliasso, seconded by Mr. Converse. All in favor. The meeting adjourned at 9:34 a.m.

Respectfully submitted,

Joy Nuffer

JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Prepared by Joy Nuffer, August 1, 2023

UNRECONCILED

Income Statement for the Seven Month Period Ending July 31, 2023

	Current Year Budget	Year-to-Dat e Total	Current Month	Previous Month	Balance Remaining
Revenues					
Application & Process Fees	\$ 12,000.00	7,102.00	\$ 0.00	0.00	4,898.00
Bond Admin Fee	3,000.00	3,000.00	0.00	3,000.00	0.00
PILOT/Sale Leaseback Fees	1,200,963.00	82,500.00	0.00	82,500.00	1,118,463.00
Fee Income - RLF Program	43,422.00	25,329.50	3,618.50	3,618.50	18,092.50
Fee Income - Micro Program	24,087.00	14,150.75	2,007.25	2,007.25	9,936.25
Interest Income	1,000.00	129.98	0.00	21.54	870.02
Interest Income - RLF Program	32,000.00	19,073.55	2,125.00	3,203.60	12,926.45
Interest Income - Micro Prog.	9,000.00	4,364.26	719.78	961.80	4,635.74
Late Payment Penalty - Micro	300.00	167.71	33.30	10.40	132.29
Miscellaneous Income	0.00	4,547.60	0.00	0.00	(4,547.60)
Misc. Income - MICRO Program	0.00	25.00	0.00	0.00	(25.00)
YMCA Income	0.00	33,548.92	2,248.29	1,963.03	(33,548.92)
YMCA Grant Income	0.00	3,079,979.56	968,198.05	0.00	(3,079,979.56)
Total Revenues	1,325,772.00	3,273,918.83	978,950.17	97,286.12	(1,948,146.83)
Operations					
Public Works Fund	0.00	2,000.04	0.00	0.00	(2,000.04)
Office Expense	5,000.00	3,380.23	566.38	2,286.25	1,619.77
Admin Services Exp	707,275.00	412,577.06	58,939.58	58,939.58	294,697.94
Depreciation Expense - Siding	17,607.00	9,505.72	1,357.96	1,357.96	8,101.28
D&O Insurance	15,127.00	9,104.62	1,300.66	1,300.66	6,022.38
Commercial Insurance	29,600.00	4,449.97	635.71	635.71	25,150.03
FTZ Expense	1,200.00	0.00	0.00	0.00	1,200.00
Legal- Retainer	18,000.00	10,500.00	1,500.00	1,500.00	7,500.00
Legal - Unrestricted	40,000.00	281.19	281.19	0.00	39,718.81
Legal - Micro Program	0.00	1,125.00	0.00	0.00	(1,125.00)
Legal YMCA	10,000.00	658.29	0.00	0.00	9,341.71
Accounting & Auditing	15,000.00	21,900.00	0.00	0.00	(6,900.00)
Corporate Park Expense	0.00	4,547.60	0.00	0.00	(4,547.60)
Coffeen Park Taxes	2,000.00	2,166.92	0.00	0.00	(166.92)
Airport Park Taxes	2,000.00	1,071.02	0.00	0.00	928.98
Fees Expense	1,000.00	2,439.60	0.00	2,329.60	(1,439.60)
Grant Expense YMCA	0.00	3,079,979.56	968,198.05	0.00	(3,079,979.56)
Bad Debt--RLF	190,000.00	132,998.34	0.00	0.00	57,001.66
Bad Debt--Micro	90,000.00	0.00	0.00	0.00	90,000.00
RLF Program Expense	43,422.00	25,329.50	3,618.50	3,618.50	18,092.50
Microenterprise Program Exp	24,087.00	14,061.75	2,007.25	2,007.25	10,025.25
RLF Audit Expense	800.00	0.00	0.00	0.00	800.00
IDA 146 Arsenal Bldg Expense	113,404.00	1,097.42	76.79	76.75	112,306.58
Building Depreciation- 146 Ars	0.00	56,536.48	8,076.64	8,076.64	(56,536.48)
146 Arsenal Gas	0.00	6,705.92	0.00	179.15	(6,705.92)
146 Arsenal Electric	0.00	19,353.07	600.19	1,572.10	(19,353.07)
146 Arsenal Water	0.00	1,904.85	0.00	343.50	(1,904.85)
Miscellaneous - Unrestricted	200.00	0.00	0.00	0.00	200.00
Total Operations	1,325,722.00	3,823,674.15	1,047,158.90	84,223.65	(2,497,952.15)
Total Revenue	1,325,772.00	3,273,918.83	978,950.17	97,286.12	(1,948,146.83)
Total Expenses	1,325,722.00	3,823,674.15	1,047,158.90	84,223.65	(2,497,952.15)
Net Income Over Expenditures	\$ 50.00	(549,755.32)	\$ (68,208.73)	13,062.47	549,805.32

Jefferson County IDA
Balance Sheet
July 31, 2023

ASSETS

Current Assets		
General Checking	\$	1,347,953.81
Savings Account		258,601.68
PILOT Checking Account		19,844.34
Microenterprise Account		84,084.88
City Loan Account		287,870.14
Revolving Loan Fund Account		2,448,947.65
PILOT Monies Receivable		20,021.86
Miscellaneous Receivable		27,036.79
Acct Receivable - Rogers		17,519.31
RLF Loans Receivable		1,852,701.19
Microenterprise Loans Rec.		155,578.53
Allowance for Bad Debt-RLF		(190,000.00)
Allow. for Bad Debts-MICRO		(52,647.30)
Prepaid Expense		3,022.29
Total Current Assets		6,280,535.17
Property and Equipment		
Accum Depr - Building	(1,131,520.92)	
Accum Depr. Equipment	(52,269.66)	
Accumulated Depreciation Sidin	(36,664.92)	
Total Property and Equipment		(1,220,455.50)
Other Assets		
IT Server	6,050.00	
Equipment	13,366.00	
Corp. Park Improvements	209,995.14	
Airport Property	884,326.02	
Intangible Asset	53,195.00	
WIP Airport	377,884.79	
WIP Intersection	244,973.52	
Woolworth Building	505,000.00	
Rail Siding CCIP	244,434.00	
Land 146 Arsenal	126,577.50	
146 Ars Building Improvements	3,264,556.08	
Total Other Assets		5,930,358.05
Total Assets	\$	<u><u>10,990,437.72</u></u>

LIABILITIES AND CAPITAL

Current Liabilities		
Accounts Payable - Unrestrict	\$	124,235.01
PILOT Monies Payable		39,866.20
RLF Loan Payable		700,000.00
Maintenance Reserve Convergys		14,445.48
Maintenance Expense Convergys		25,927.57
ARPA Airport Sewer		1,208,000.00
Car Freshner Signage		11,000.00
Total Current Liabilities		2,123,474.26
Long-Term Liabilities		
Due NYS/IAP L.T.		180,159.78

Unaudited - For Management Purposes Only

Jefferson County IDA
Balance Sheet
July 31, 2023

Deferred Revenue - Rogers	18,000.51	
Total Long-Term Liabilities		198,160.29
Total Liabilities		2,321,634.55
Capital		
General Fund Bal - Unrestrict.	3,142,348.91	
Fund Bal - RLF Restricted	4,419,309.27	
Fund Bal - Micro Restricted	414,850.76	
Fund Bal - City Restricted	262,489.22	
Cap. Impr. Convergys	979,560.33	
Net Income	(549,755.32)	
Total Capital		8,668,803.17
Total Liabilities & Capital	\$	10,990,437.72

Jefferson County IDA
Miscellaneous Receivables
As of Jul 31, 2023

Filter Criteria includes: 1) Includes Drop Shipments. Report order is by ID. Report is printed in Detail Format.

Customer ID Customer Bill To Contact Telephone 1	Invoice/CM	0 - 30	31 - 60	61 - 90	Over 90 days	Amount Due
CONVALT	3669				27,486.30	27,486.30
CONVALT ENERGY. LLC	3833				1,330.60	1,330.60
	3849				2,426.50	2,426.50
	3847				1,741.60	1,741.60
	3855				379.50	379.50
CONVALT					33,364.50	33,364.50
CONVALT ENERGY. LLC						
YMCA	3867	2,248.29				2,248.29
YMCA						
EX DIRECTOR DENISE YOUNG						
YMCA		2,248.29				2,248.29
YMCA						
Report Total		2,248.29			33,364.50	35,612.79

Jefferson County IDA
General Checking Cash Receipts Journal
For the Period From Jul 1, 2023 to Jul 31, 2023

Filter Criteria includes: Report order is by Check Date. Report is printed in Detail Format.

Date	Account ID	Transaction	Line Description	Debit Amnt	Credit Amnt
7/6/23	125001 100001	ACH	Invoice: 3858 31606 FELT MILLS LLC	82,500.00	82,500.00
7/11/23	125001 100001	1257	Invoice: 3802 JEFFERSON COUNTY INDUSTRIAL	2,007.25	2,007.25
7/11/23	125001 100001	2206	Invoice: 3814 JEFFERSON COUNTY INDUSTRIAL	3,618.50	3,618.50
7/20/23	125001 100001	0800	Invoice: 3860 YMCA	1,963.03	1,963.03
7/20/23	207005 205602 100001	19784	DUE MICRO DUE SHLDC PAINFULL ACRES	989.37	565.35 424.02
7/21/23	202702 205602 100001	ACH	7/23 DUE RLF 7/23 DUE SHLDC CONVALT ENERGY. LLC	2,625.00	2,125.00 500.00
				<u>93,703.15</u>	<u>93,703.15</u>

Jefferson County Industrial Development Agency
Revolving Loan Fund
July 31, 2023

	Recipient	Date Issued	Original Amount	Current Balance	Payment	Current Status	Purpose of Loan
1	Convalt	7/13/22	850,000.00	850,000.00	2,625.00	Current	Participation Bridge Lpoan
2	JCIDA	8/1/21	2,000,000.00	700,000.00	0.00	Current	146 Arsenal Remediation
3	LCO Destiny	2/6/23	250,000.00	238,925.56	7,178.24	1 Month	Working Capital
4	MLR LLC	7/1/07	250,000.00	63,685.63	1,307.83	Current	Expand Warehouse
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
	Total RLF Receivables		3,350,000.00		11,111.07	-	

Jefferson County Industrial Development Agency
MICRO Loan Fund Receivables
 July 31, 2023

[illegible]

Jefferson County IDA
Cash Disbursements Journal
For the Period From Jul 1, 2023 to Jul 31, 2023

Filter Criteria includes: Report order is by Date. Report is printed in Detail Format.

Date	Check #	Account ID	Line Description	Debit Amount	Credit Amount
7/7/23	7958	200001 100001	Invoice: 23-651 BERNIER, CARR & ASSOCIATES, P.C.	5,222.03	5,222.03
7/7/23	7959	200001 100001	Invoice: 8-173-49093 FEDERAL EXPRESS CORP.	86.25	86.25
7/7/23	7960	200001 200001 200001 200001 100001	Invoice: 45157-6/23 Invoice: 17024-6/23 Invoice: 45147-6/23 Invoice: 45150-6/23 NATIONAL GRID	213.84 899.24 179.15 459.02	1,751.25
7/7/23	7961	200001 100001	Invoice: 596005 NYS DEC	2,329.60	2,329.60
7/7/23	7962	200001 100001	Invoice: 23-061 VARLEY APPRAISAL GROUP	2,200.00	2,200.00
7/7/23	7963	200001 200001 100001	Invoice: 0011-6/23 Invoice: 1851-6/23 CITY OF WATERTOWN COMPTROLLER	295.78 47.72	343.50
7/18/23	7964	200001 100001	Invoice: 8-187-18374 FEDERAL EXPRESS CORP.	69.98	69.98
7/18/23	7966	200001 100001	Invoice: 7/23 PAINFULL SACKETS HARBOR LDC	424.02	424.02
7/18/23	7967	200001 100001	Invoice: 48470 WESTELCOM	76.79	76.79
7/18/23	7968	200001 100001	Invoice: 7/23 PAINFULL JEFFERSON COUNTY INDUSTRIAL	565.35	565.35
7/25/23	7969	200001 100001	Invoice: 04053JC COUGHLIN PRINTING	296.40	296.40
7/25/23	7970	200001 200001 100001	Invoice: 36bcf5f4 Invoice: 43a05955 JOHNSON NEWSPAPER CORP	141.41 139.78	281.19
7/27/23	7971	200001 100001	Invoice: 7/23 CONVALT JEFFERSON COUNTY INDUSTRIAL	2,125.00	2,125.00
7/27/23	7972	200001 100001	Invoice: 7/23 CONVALT SACKETS HARBOR LDC	500.00	500.00
Total				16,271.36	16,271.36

Jefferson County IDA
Unrestricted Aged Payables
As of Jul 31, 2023

Filter Criteria includes: 1) Includes Drop Shipments. Report order is by ID. Report is printed in Detail Format.

Vendor	Invoice/CM #	Date	Net To Pay
BERNIER, CARR & ASSOCIATES, P.C.	23-764	6/30/23	4,255.66
BERNIER, CARR & ASSOCIATES, P.C.			4,255.66
HARRIS BEACH	8928183	7/25/23	1,500.00
HARRIS BEACH			1,500.00
JEFF COUNTY LDC	2387	6/1/23	58,939.58
	2388	7/1/23	58,939.58
JEFF COUNTY LDC			117,879.16
NATIONAL GRID	45157-7/23	7/24/23	75.91
	45150-7/23	7/24/23	524.28
NATIONAL GRID			600.19
			124,235.01

**Jefferson County Industrial Development Agency
Corporate Park Ad hoc Committee Meeting Minutes
July 25, 2023**

Present: Paul Warneck, Rob Aiken

Excused: David Converse, Rob Aliasso

Also Present: David Zembiec, Marshall Weir, Robin Stephenson, Bill Johnson

I. Call to Order: The meeting was called to order at 8:30 a.m.

II. Discuss:

- a. Revise Town of Watertown Planning Board zoning language to reflect existence of the park covenants** – David Zembiec started with saying we needed to put something together or have suggestions for the Town of Watertown in response to their zoning for the August 3 meeting. The Town Planning board needs to recognize the covenants that have been in place for the Corporate Park.

Paul Warneck stated that there needs to be a clear mechanism for determining the variances in the covenants. The current Corporate Park covenants detail what is allowed but the new Town Zoning has definite differences specific to variances.

Mr. Zembiec suggested that the town needs to set up a specific Corporate Park District. The Corporate Park covenants allow for a limited number of allowed uses. However, the allowed uses for the Neighborhood Commercial district is quite extensive.

Mr. Zembiec mentioned that Penski is in the park and is not a manufacturer, but it is a Corporate office.

Mr. Warneck mentioned that Mike Lundy had mentioned previously that some businesses did not comply with the covenants but Joe Russell, attorney at the time, stated that there was a statute of limitations on when one could dispute those and it had passed. Mike mentioned that he will make it a point that going forward he will be questioning any changes in the park that do not comply with the covenants.

Mr. Zembiec suggested setting up a separate zone for the park and list uses and allowances and then refer to the filed deed covenants.

Mr. Warneck agreed and said it should say corporate parks and limit uses to those defined in the covenants filed with the Jefferson County Clerk. Having this will help to eliminate challenges at the zoning level.

**Jefferson County Industrial Development Agency
Corporate Park Ad hoc Committee Meeting Minutes
July 25, 2023**

Rob Aiken and Bill Johnson agreed that it is necessary and reasonable to have this in place in addition to the Town of Watertown Zoning.

Mr. Warneck states that we want this in place to avoid litigation and bad feelings from the current park tenants.

Mr. Warneck asked if Mr. Zembiec has heard any more from National Grid on the tract of land they were looking at as a potential substation site. That property falls under the old covenants.

It was noted that some of the committee members plan to attend the Town of Watertown meeting.

III. Other/Unfinished Business: None.

IV. Adjournment: The meeting adjourned at 8:40 a.m.

Respectfully submitted,

Robin Stephenson

**Jefferson County Industrial Development Agency
Alternative Energy Ad hoc Committee Meeting Minutes
July 25, 2023**

Present: Paul Warneck, Chair; William Johnson, John Condino

Excused: Christine Powers

Also Present: David Zembiec, Marshall Weir, Peggy Sampson, Robin Stephenson
Zoom: Justin Miller, Esq.

I. Call to Order: Chair Warneck called the meeting to order at 10:31 a.m.

II. Discuss:

- a. Solar project PILOTs and 487/PILOT structure for large scale projects – Mr.** Warneck said that he is aware of three school districts that have opted into 487, approved a PILOT, and opted back out. He said that if the schools continue with this process, the IDA won't be part of the discussions. Mr. Zembiec wondered if it is a legal process. Attorney Miller said it is legal, but that it blows up the negotiation to come up with a PILOT that makes sense.

Mr. Condino asked if this is happening in other areas of the state. Attorney Miller said that it has happened in a few areas in western New York. He said it is self-serving and is not sure if the NYS Comptroller and/or the State Education Department has looked into it.

Mr. Warneck wondered if we should be willing to review PILOT applications and write terms into a PILOT agreement with what the schools want with 487. Attorney Miller said that we wouldn't put it in the PILOT agreement because of distribution. He noted that we take into account Host Community Agreements in our UTEP.

Mr. Warneck asked how we are going to proceed. Attorney Miller said that we can frame up our PILOT structure and communicate with the taxing jurisdictions. He said that we will have to deliver full taxes to the County which will disrupt our PILOT, but indicated that we can figure it out.

Mr. Warneck thinks that we might have some real challenges with school districts with the large projects. Mr. Zembiec said that we can continue to meet with the jurisdictions and educate them on the IDA's role and the function of a PILOT.

**Jefferson County Industrial Development Agency
Alternative Energy Ad hoc Committee Meeting Minutes
July 25, 2023**

- b. AES social impact contribution** – Mr. Zembiec said there is a 5MW solar project under construction in the Village of Adams for AES. He said that the notice to the Town and County was missed. He said there was an error on the state reporting site that the school opted out of the 487, although they hadn't. He said that AES made a contribution to the school and is considering a \$30,000-\$40,000 social impact contribution to the Town and County over several years. Attorney Miller noted that the IDA does not have a role in the project. Mr. Zembiec said that he will contact the Town and County to see what they would like to do.

III. Other/Unfinished Business: None.

- IV. Adjournment:** With no further business before the committee, Mr. Warneck adjourned the meeting at 11:03 a.m.

Respectfully submitted,
Peggy Sampson

PROJECT AUTHORIZING RESOLUTION
(North American Tapes, LLC Project)

A regular meeting of the Jefferson County Industrial Development Agency was convened on Thursday, August 10, 2023 at 8:30 a.m.

The following resolution was duly offered and seconded, to wit:

Resolution No. 08.10.2023.01

RESOLUTION OF THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) APPOINTING NORTH AMERICAN TAPES, LLC, FOR ITSELF AND/OR ON BEHALF OF ONE OR MORE ENTITIES TO BE FORMED (COLLECTIVELY, THE "COMPANY") AS ITS AGENT TO UNDERTAKE A CERTAIN PROJECT (AS MORE FULLY DESCRIBED BELOW); (ii) AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGENT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT, PAYMENT-IN-LIEU-OF-TAX AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT; (iii) AUTHORIZING THE PROVISION OF CERTAIN FINANCIAL ASSISTANCE TO THE COMPANY (AS FURTHER DEFINED HEREIN); (iv) ADOPTING FINDING WITH RESPECT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT ("SEQRA"); AND (v) AUTHORIZING THE EXECUTION OF RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 369 of the Laws of 1971 of the State of New York, (the "Act"), the **JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY** (the "Agency") was created with the authority and power to promote, develop, encourage and assist in acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing industrial, manufacturing, warehousing, commercial, research, and recreational facilities as authorized by the Act, and in connection therewith to issue its revenue bonds, and/or enter into straight lease transactions and provide other forms of financial assistance; and

WHEREAS, **NORTH AMERICAN TAPES, LLC**, for itself and/or for an entity or entities to be formed (collectively, the "Company"), has submitted an application to the Agency requesting the Agency's assistance with a certain project (the "Project") consisting of: (i) the acquisition by the Agency of a leasehold interest in approximately 8.08 acres of real property located at 22430 County Route 196 in the Town of Watertown, New York (the "Land", being more particularly described as tax parcel No. 73.20-1-17) and the existing improvements located thereon, consisting principally of an approximately 48,000 square foot manufacturing facility (the "Existing Improvements"); (ii) the planning, design, construction and operation of an approximately 19,200 square feet addition to the Existing Improvements of building space for operation as a manufacturing facility, along with warehousing spaces, exterior utility and site improvements, parking lots, loading docks, access and egress improvements, signage, curbage, sidewalks, landscaping and stormwater retention improvements (collectively, the

“Improvements”); (iii) the acquisition of and installation in and around the Land, the Existing Improvements and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the “Equipment”; and, collectively with the Land, the Existing Improvements and the Improvements, the “Facility”); and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the “Straight Lease Transaction”); and

WHEREAS, on July 13, 2023, the Agency adopted an initial resolution (the “Initial Project Resolution”) which (i) accepted the Company’s application, (ii) authorized the scheduling and conduct of a public hearing in compliance with the Act, (iii) described the contemplated forms of financial assistance to be provided by the Agency (the “Financial Assistance”, as described herein); and (iv) authorized the negotiation of an Agent and Financial Assistance and Project Agreement (the “Agent Agreement”), Lease Agreement (the “Lease Agreement”), Leaseback Agreement (the “Leaseback Agreement”) and Payment-in-lieu-of-Tax agreement (the “PILOT Agreement”) to be entered into with respect to the Project; and

WHEREAS, in accordance with the Initial Project Resolution, the Agency published and forwarded a Notice of Public Hearing to the Town of Watertown (the “Town”), the County of Jefferson (the “County”), and the General Brown Central School District (the “School”, and together with the Town and County, the “Affected Tax Jurisdictions”) at least ten (10) days prior to said Public Hearing are attached hereto as Exhibit A; and

WHEREAS, pursuant to Section 859-a of the Act, the Agency held a public hearing on August 7, 2023 at 11:00 a.m., local time, at Town of Watertown Municipal Building, 22867 County Route 67, Watertown, New York 13601 with respect to the Project (the “Public Hearing”) and the proposed Financial Assistance (as further defined herein) being contemplated by the Agency whereat interested parties were provided a reasonable opportunity, both orally and in writing, to present their views, a copy of the minutes of the Public Hearing also being attached hereto within Exhibit A; and

WHEREAS, the Town Planning Board of the Town of Watertown (the “Planning Board”) reviewed the proposed Project pursuant to the State Environmental Quality Review Act, as codified under Article 8 of the Environmental Conservation Law and Regulations adopted pursuant thereto by the Department of Environmental Conservation of the State (collectively, “SEQRA”) and related Environmental Assessment Form (“EAF”), attached hereto as Exhibit B; and

WHEREAS, in furtherance of the foregoing, the Agency desires to authorize (i) the appointment of the Company as agent of the Agency to undertake the Project; (ii) the execution and delivery of the Agent Agreement, Lease Agreement, the Leaseback Agreement, the PILOT Agreement, and related documents; (iii) the provision of the Financial Assistance to the Company, which shall include (a) an exemption from all state and local sales and use taxes with respect to the qualifying personal property included in or incorporated into the Facility or used in the construction and equipping of the Facility, (b) a mortgage recording tax exemption for financings undertaken to construct the Facility; and (c) a partial real property tax abatement

through the execution of an agreement with the Agency regarding payments in lieu of real property taxes to be made for the benefit of the Affected Tax Jurisdictions; and (iv) the review and ratification of findings pursuant to SEQRA in connection with the Project.

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

Section 1. Based upon the representations made by the Company to the Agency in the Application, 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) It is desirable and in the public interest for the Agency to (i) acquire title to or other interest in the Land, Improvements and the Equipment constituting the Facility, (ii) lease or sell the Agency's interest in the Land, Improvements and Equipment constituting the Facility to the Company pursuant to a lease agreement or sale agreement, and (iii) enter into a Straight Lease Transaction with the Company; and

(C) The action to be taken by the Agency will induce the Company to undertake the Project, thereby increasing employment opportunities in the Town, which is located within Jefferson County, New York, and otherwise furthering the purposes of the Agency as set forth in the Act; and

(D) The Project will not result in the removal of a facility or plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Company's Application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other facility or plant to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries; and

(E) Based upon a review of the Application and the EAF submitted to the Agency, the Agency hereby:

(i) consents to and affirms the status of the Planning Board as Lead Agency for review of the Facility, within the meaning of, and for all purposes of complying with SEQRA; and

(ii) ratifies the proceedings undertaken by the Planning Board under SEQRA with respect to the construction and equipping of the Facility pursuant to SEQRA; and

(iii) Based upon the review by the Agency of the EAF, Negative Declaration and related documents delivered by the Company to the Agency and other representations made by the Company to the Agency in connection with the Project, the Agency hereby finds that (a) the Project will result in no major impacts and, therefore, is one which may not cause significant damage to the environment; (b) the Project will not have a “significant effect on the environment” (as such quoted term is defined under SEQRA); and (c) no “environmental impact statement” (as such quoted term is defined under SEQRA) need be prepared for this action. This determination constitutes a “negative declaration” (as such quoted terms are defined under SEQRA) for purposes of SEQRA.

Section 2. Subject to (i) the Company executing the Agent Agreement and/or Leaseback Agreement, and (ii) the delivery to the Agency of a binder, certificate or other evidence of liability insurance policy for the Project satisfactory to the Agency, the Agency hereby authorizes the Company to proceed with the acquisition, renovation, construction, reconstruction, rehabilitation and equipping of the Project and hereby appoints the Company as the true and lawful agent of the Agency: (i) to acquire, construct and equip the Project; (ii) to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agent for the Agency with the authority to delegate such agency, in whole or in part, to agents, subagents, contractors, and subcontractors of such agents and subagents and to such other parties as the Company chooses; and (iii) in general, to do all things which may be requisite or proper for completing the Project, all with the same powers and the same validity that the Agency could do if acting in its own behalf; *provided, however*, the Agent Agreement shall expire on December 31, 2024 (*unless extended for good cause by the Executive Director of the Agency*).

Section 3. Based upon the representation and warranties made by the Company the Application, the Agency hereby authorizes and approves the Company, as its agent, to make purchases of goods and services relating to the Project and that would otherwise be subject to New York State and local sales and use tax in an amount up to approximately \$1,500,000.00, which result in New York State and local sales and use tax exemption benefits (“sales and use tax exemption benefits”) not to exceed \$120,000.00. The Agency agrees to consider any requests by the Company for increase to the amount of sales and use tax exemption benefits authorized by the Agency upon being provided with appropriate documentation detailing the additional purchases of property or services, and, to the extent required, the Agency authorizes and conducts any supplemental public hearing(s).

Section 4. Pursuant to Section 875(3) of the Act, the Agency may recover or recapture from the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, any sales and use tax exemption benefits taken or purported to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, is not entitled to the sales and use tax exemption benefits; (ii) the sales and use tax exemption benefits are in excess of the amounts authorized to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to

make purchases for the benefit of the Project; (iii) the sales and use tax exemption benefits are for property or services not authorized by the Agency as part of the Project; (iv) the Company has made a material false statement on its application for financial assistance; (v) the sales and use tax exemption benefits are taken in cases where the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project; and/or (vi) the Company obtains mortgage recording tax benefits and/or real property tax abatements and fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project (collectively, items (i) through (vi) hereby defined as a "Recapture Event").

As a condition precedent of receiving sales and use tax exemption benefits and real property tax abatement benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, must (i) if a Recapture Event determination is made by the Agency, cooperate with the Agency in its efforts to recover or recapture any sales and use tax exemption benefits, mortgage recording tax benefits and/or real property tax abatement benefits, and (ii) promptly pay over any such amounts to the Agency that the Agency demands, if and as so required to be paid over as determined by the Agency.

Section 5. The Chairman, Vice Chairman and/or Executive Director (or Deputy Executive Director) of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Agent Agreement, Lease Agreement, Leaseback Agreement, PILOT Agreement, PILOT Mortgage, and related documents with such changes as shall be approved by the Chairman, Vice Chairman, the Executive Director and counsel to the Agency upon execution.

Section 6. The Chairman (or Vice Chairman), Executive Director (or Deputy Executive Director) of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver any mortgage, assignment of leases and rents, security agreement, UCC-1 Financing Statements and all documents reasonably contemplated by these resolutions or required by any lender identified by the Company (the "Lender") up to a maximum principal amount necessary to undertake the Project, acquire the Facility and/or finance or refinance equipment and other personal property and related transactional costs (hereinafter with the Straight Lease Documents, the "Agency Documents"); and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency to the Agency Documents and to attest the same, all with such changes, variations, omissions and insertions as the Chairman (or Vice Chairman), Executive Director (or Deputy Executive Director) of the Agency shall approve, the execution thereof by the Chairman (or Vice Chairman), Executive Director (or Deputy Executive Director) of the Agency to constitute conclusive evidence of such approval; provided, that, in all events, recourse against the Agency is limited to the Agency's interest in the Project.

Section 7. 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 and to execute and deliver all such 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 resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 8. These Resolutions shall take effect immediately upon adoption.

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

	<i>Yea</i>	<i>Nay</i>	<i>Absent</i>	<i>Abstain</i>
Robert E. Aliasso, Jr.				
David J. Converse				
John J. Condino				
William W. Johnson				
Lisa L'Huillier				
W. Edward Walldroff				
Paul J. Warneck				

The resolutions were thereupon duly adopted.

STATE OF NEW YORK)
COUNTY OF JEFFERSON) ss:

I, the undersigned (Acting) Secretary of the Jefferson County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the foregoing extract of the minutes of the meeting of the Jefferson County Industrial Development Agency (the "Agency") including the resolution contained therein, held on August 10, 2023, 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 such resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with Article 7.

I FURTHER CERTIFY that there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said Agency this ____ day of _____, 2023.

W. Edward Walldroff, (Acting) Secretary

[SEAL]

EXHIBIT A
PUBLIC HEARING MATERIALS



Jefferson County Industrial Development Agency

800 Starbuck Avenue, Suite 800
Watertown, New York 13601

ph: 315.782.5865 / 800.553.4111
fx: 315.782.7915

www.jcida.com

NOTICE OF PUBLIC HEARING

July 19, 2023

VIA CERTIFIED MAIL/
RETURN RECEIPT REQUESTED

To: The Chief Executive Officers of
Affected Tax Jurisdictions on Schedule A

Re: Jefferson County Industrial Development Agency
North American Tapes, LLC Project
Notice of Public Hearing and
Delivery of Agency Initial Project Resolution

Ladies and Gentlemen:

Please note that on Monday, August 7, 2023 at 11:00 a.m. local time, at the Town of Watertown Municipal Building, 22867 County Route 67, Watertown, New York 13601, the Jefferson County Industrial Development Agency (the "Agency") will conduct a public hearing regarding the above-referenced project. Enclosed is a copy of the Notice of Public Hearing describing the Project and the financial assistance contemplated by the Agency. The Notice has been submitted to the *Watertown Daily Times* for publication.

In accordance with Section 859-a of the General Municipal Law ("GML") of the State of New York, a representative of the Agency will be at the above-stated time and place to present a copy of the Company's Application for Financial Assistance (including a cost-benefit analysis), which is also available for viewing on the Agency's website at: <https://www.jcida.com/>. This public hearing is being conducted pursuant to GML Section 859-a(2) and the Agency is providing this notice to the addressees above pursuant to GML Section 859-a(3), which include the chief executive officers of the affected tax jurisdictions within which the proposed project is to be located. The conduct of the public hearing was authorized by the Agency pursuant to a certain Initial Project Resolution adopted by the Agency on July 13, 2023 (the "Initial Project Resolution"), which pursuant to GML Section 859-a(1-a) is enclosed for your review and records.

You are welcome to attend such hearing at which time you will have an opportunity to review the project application and present your views, both orally and in writing, with respect to the project. The Agency will also live stream the public hearing through its webpage and also encourages all interested parties to submit written comments to the Agency, which will all be included within the public hearing record. Any written comments may be sent to Jefferson County Industrial Development Agency, 800 Starbuck Avenue, Watertown, New York 13601 Attn: David Zembiec, Chief Executive Officer and/or via email at dzembiec@jcida.com.

Very truly yours,
JEFFERSON COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

The JCIDA is an equal opportunity provider, and employer. To file a complaint of discrimination, write: USDA, Director, Office of Civil Rights, 1400 Independence Avenue, S.W., Washington, D.C. 20250-9410, or call (800) 795-3272 (voice) or (202) 720-6382 (TDD).

Schedule A
Affected Tax Jurisdiction Officials

Jefferson County, New York
#7021 0350 0001 6936 8588
Attn: William Johnson
Chairman, County Legislature
195 Arsenal Street
Watertown, New York 13601

Jefferson County, New York
#7021 0350 0001 6936 8571
Attn: Robert Hagemann
County Administrator
195 Arsenal Street
Watertown, New York 13601

General Brown Central School District
#7021 0350 0001 6936 9509
Attn: Kelly Milkowich
President, Board of Education
17643 Cemetery Road
Dexter, New York 13634

General Brown Central School District
#7021 0350 0001 6936 9493
Attn: Brian Moore
Superintendent
17643 Cemetery Road
Dexter, New York 13634

Town of Watertown, New York
#7021 0350 0001 6936 9486
Attn: Joel Bartlett
Town Supervisor
Town of Watertown Municipal Building
22867 County Route 67
Watertown, New York 13601

General Brown Central School District
#7021 0350 0001 6936 9462
Attn: District Clerk
17643 Cemetery Road
Dexter, New York 12634

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York General Municipal Law (the "Act") will be held by the Jefferson County Industrial Development Agency (the "Agency") on August 7, 2023 at 11:00 a.m. at the Town of Watertown Municipal Building, 22867 County Route 67, Watertown, New York 13601 in connection with the matter described below.

NORTH AMERICAN TAPES LLC, for itself and/or for an entity or entities to be formed (collectively, the "Company"), has submitted an application to the Agency requesting the Agency's assistance with a certain project (the "Project") consisting of: (i) the acquisition by the Agency of a leasehold interest in approximately 8.08 acres of real property located at 22430 County Route 196 in the Town of Watertown, New York (the "Land", being more particularly described as tax parcel No. 73.20-1-17) and the existing improvements located thereon, consisting principally of an approximately 48,000 square foot manufacturing facility (the "Existing Improvements"); (ii) the planning, design, construction and operation of an approximately 19,200 square feet addition to the Existing Improvements of building space for operation as a manufacturing facility, along with warehousing spaces, exterior utility and site improvements, parking lots, loading docks, access and egress improvements, signage, curbage, sidewalks, landscaping and stormwater retention improvements (collectively, the "Improvements"); (iii) the acquisition of and installation in and around the Land, the Existing Improvements and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the "Equipment"; and, collectively with the Land, the Existing Improvements and the Improvements, the "Facility"); and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the "Straight Lease Transaction").

The Agency is contemplating providing financial assistance to the Company with respect to the Project (collectively, the "Financial Assistance") in the form of (a) an exemption from all State and local sales and use taxes with respect to qualifying personal property included in or incorporated into the Facility or used in the construction and equipping of the Facility; (b) a mortgage recording tax exemption for project financing; and (c) a partial real property tax abatement through a payment-in-lieu-of-tax agreement (the "PILOT Agreement"), pursuant to which the Company would make payments in lieu of real property taxes to the Agency for the benefit of each affected tax jurisdiction (the "Affected Tax Jurisdictions").

In accordance with Section 859-a of the Act, a representative of the Agency will be at the above-stated time and place to present a copy of the Company's project Application (including a cost-benefit analysis), which is also available for viewing on the Agency's website at: <https://www.jcida.com/about-us/jcida/>. The Agency will also live stream the public hearing through its webpage and also encourages all interested parties to submit written comments to the Agency, which will all be included within the public hearing record. Any written comments may be sent to Jefferson County Industrial Development Agency, 800 Starbuck Avenue, Watertown, New York 13601, Attn: David Zembiec, Chief Executive Officer and/or via email at dzembiec@jcida.com.

Dated: July 25, 2023

JEFFERSON COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

INITIAL PROJECT RESOLUTION

(North American Tapes LLC Project)

A regular meeting of the Jefferson County Industrial Development Agency convened on Thursday July 13, 2023 at 8:30 a.m.

The following resolution was duly offered and seconded, to wit:

Resolution No. 07.13.2023.01

RESOLUTION OF THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) ACCEPTING AN APPLICATION SUBMITTED BY NORTH AMERICAN TAPES LLC WITH RESPECT TO A CERTAIN PROJECT (AS DESCRIBED BELOW); (ii) AUTHORIZING THE SCHEDULING AND CONDUCT OF A PUBLIC HEARING WITH RESPECT TO THE PROJECT; (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY; AND (iv) AUTHORIZING THE NEGOTIATION OF CERTAIN AGREEMENTS RELATING TO THE PROJECT.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 369 of the Laws of 1971 of the State of New York, as amended (hereinafter collectively called the "Act"), the **JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY** (the "Agency") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, **NORTH AMERICAN TAPES LLC**, for itself and/or for an entity or entities to be formed (collectively, the "Company"), has submitted an application to the Agency requesting the Agency's assistance with a certain project (the "Project") consisting of: (i) the acquisition by the Agency of a leasehold interest in approximately 8.08 acres of real property located at 22430 County Route 196 in the Town of Watertown, New York (the "Land", being more particularly described as tax parcel No. 73.20-1-17) and the existing improvements located thereon, consisting principally of an approximately 48,000 square foot manufacturing facility (the "Existing Improvements"); (ii) the planning, design, construction and operation of an approximately 19,200 square feet addition to the Existing Improvements of building space for operation as a manufacturing facility, along with warehousing spaces, exterior utility and site improvements, parking lots, loading docks, access and egress improvements, signage, curbage, sidewalks, landscaping and stormwater retention improvements (collectively, the "Improvements"); (iii) the acquisition of and installation in and around the Land, the Existing Improvements and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the "Equipment"; and, collectively with the Land, the Existing Improvements and the Improvements, the "Facility"); and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to

which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the "Straight Lease Transaction"); and

WHEREAS, pursuant to and in accordance with Section 859-a of the Act, the Agency desires to schedule and conduct a public hearing (the "Public Hearing") relating to the Project and the proposed financial assistance contemplated by the Agency (collectively, the "Financial Assistance"), such Financial Assistance to include (a) an exemption from all State and local sales and use taxes with respect to qualifying personal property included in or incorporated into the Facility or used in the construction and equipping of the Facility; (b) mortgage recording tax exemption for project financing; and (c) a partial real property tax abatement through the execution of an agreement with the Agency regarding payments in lieu of real property taxes to be made for the benefit of the Affected Tax Jurisdictions; and

WHEREAS, the Agency desires to (i) accept the Application, (ii) authorize the scheduling and conduct of a public hearing pursuant to and in accordance with the Act, and (iii) negotiate, but not enter into an Agent and Financial Assistance and Project Agreement (the "Agent Agreement"), a Lease Agreement (the "Lease Agreement"), a Leaseback Agreement (the "Leaseback Agreement"), a Payment-in-Lieu-of-Tax Agreement (the "PILOT Agreement"), and related documents with the Company.

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

Section 1. The Company has presented an Application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the Company's Application, 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 Agency has the authority to take the actions contemplated herein under the Act; and

(C) The action to be taken by the Agency will induce the Company to develop the Project, thereby creating significant employment opportunities and critical investment in Jefferson County, New York, and otherwise furthering the purposes of the Agency as set forth in the Act; and

(D) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Company's application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing

such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries. The Agency authorizes the issuance of notice letters to applicable municipal officials in accordance with the Act.

Section 2. The proposed financial assistance being contemplated by the Agency includes (a) an exemption from all State and local sales and use taxes with respect to qualifying personal property included in or incorporated into the Facility or used in the construction and equipping of the Facility; (b) mortgage recording tax exemption for project financing; and (c) a partial real property tax abatement through the execution of an agreement with the Agency regarding payments in lieu of real property taxes to be made for the benefit of the Affected Tax Jurisdictions.

Section 3. The Chairman, Vice Chairman, and/or the Chief Executive Officer of the Agency are hereby authorized, on behalf of the Agency, to negotiate the terms of the Agent Agreement, Lease Agreement, Leaseback Agreement, PILOT Agreement, and related documents; *provided*, the provisions of the rental payments under the Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project.

Section 4. The Agency hereby authorizes the scheduling and conduct a public hearing in compliance with the Act.

Section 5. Harris Beach PLLC, as General and Transaction Counsel for the Agency, is hereby authorized to work with counsel to the Company and others to prepare for submission to the Agency of all documents necessary to effect the foregoing authorizations.

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 and to execute and deliver all such 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 resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 7. These Resolutions shall take effect immediately.

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

	Yea	Nay	Absent	Abstain
Robert E. Aliasso, Jr.	[X]	[]	[]	[]
David J. Converse	[X]	[]	[]	[]
John J. Condino	[X]	[]	[]	[]
William W. Johnson	[X]	[]	[]	[]
Lisa L'Huillier	[X]	[]	[]	[]
W. Edward Walldroff	[X]	[]	[]	[]
Paul J. Warneck	[X]	[]	[]	[]

The Resolution was thereupon duly adopted.

STATE OF NEW YORK)
COUNTY OF JEFFERSON) SS:

I, the undersigned (Acting) Secretary of Jefferson County Industrial Development Agency, DO HEREBY CERTIFY:

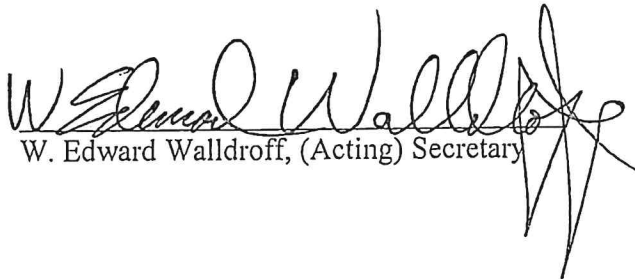
That I have compared the annexed extract of minutes of the meeting of Jefferson County Industrial Development Agency (the "Agency"), including the resolution contained therein, held on July 13, 2023, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this 13th day of July, 2023.


W. Edward Walldroff, (Acting) Secretary

[SEAL]



EXHIBIT B
SEQRA MATERIALS

Short Environmental Assessment Form

Part 1 - Project Information

Instructions for Completing

Part 1 – Project Information. The applicant or project sponsor is responsible for the completion of Part 1. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information.

Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

Part 1 – Project and Sponsor Information							
Name of Action or Project: Phase IV Shipping Warehouse							
Project Location (describe, and attach a location map): 22430 FISHER ROAD							
Brief Description of Proposed Action: - ADD 120' x 160' ADDITION TO EXISTING BUILDING. - FRONT PARKING LOT 44 SPOTS. - TRUCK ENTRANCES							
Name of Applicant or Sponsor: NORTH AMERICAN TAPES.		Telephone: 315-779-2822 E-Mail: NORTHAMERICAN TAPES.COM					
Address: 22430 FISHER ROAD							
City/PO: WATONTOWN		State: NY	Zip Code: 13601				
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.			<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="text-align: center; padding: 2px;">NO</td> <td style="text-align: center; padding: 2px;">YES</td> </tr> <tr> <td style="text-align: center; padding: 2px;">☒</td> <td style="text-align: center; padding: 2px;">☐</td> </tr> </table>	NO	YES	☒	☐
NO	YES						
☒	☐						
2. Does the proposed action require a permit, approval or funding from any other government Agency? If Yes, list agency(s) name and permit or approval:			<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="text-align: center; padding: 2px;">NO</td> <td style="text-align: center; padding: 2px;">YES</td> </tr> <tr> <td style="text-align: center; padding: 2px;">☒</td> <td style="text-align: center; padding: 2px;">☐</td> </tr> </table>	NO	YES	☒	☐
NO	YES						
☒	☐						
3. a. Total acreage of the site of the proposed action?		1.2 acres					
b. Total acreage to be physically disturbed?		1.2 acres					
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor?		8.6 acres					
4. Check all land uses that occur on, are adjoining or near the proposed action:							
☐ Urban ☐ Rural (non-agriculture) ☒ Industrial ☐ Commercial ☐ Residential (suburban) ☐ Forest ☐ Agriculture ☐ Aquatic ☐ Other(Specify): ☐ Parkland							

5. Is the proposed action,	NO	YES	N/A
a. A permitted use under the zoning regulations?	☐	☒	☐
b. Consistent with the adopted comprehensive plan?	☐	☒	☐
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	NO	YES	
	☐	☒	
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area?	NO	YES	
If Yes, identify: _____	☒	☐	
8. a. Will the proposed action result in a substantial increase in traffic above present levels?	NO	YES	
	☒	☐	
b. Are public transportation services available at or near the site of the proposed action?	☒	☐	
c. Are any pedestrian accommodations or bicycle routes available on or near the site of the proposed action?	☒	☐	
9. Does the proposed action meet or exceed the state energy code requirements?	NO	YES	
If the proposed action will exceed requirements, describe design features and technologies: _____ _____	☐	☒	
10. Will the proposed action connect to an existing public/private water supply?	NO	YES	
If No, describe method for providing potable water: _____ _____	☐	☒	
11. Will the proposed action connect to existing wastewater utilities?	NO	YES	
If No, describe method for providing wastewater treatment: _____ _____	☐	☒	
12. a. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places?	NO	YES	
	☒	☐	
b. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory?	☒	☐	
13. a. Does any portion of the site of the proposed action, or lands adjoining the proposed action, contain wetlands or other waterbodies regulated by a federal, state or local agency?	NO	YES	
	☒	☐	
b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody?	☒	☐	
If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: _____ _____ _____			

24. Identify the typical habitat types that occur on, or are likely to be found on the project site. Check all that apply: ☐ Shoreline ☐ Forest ☒ Agricultural/grasslands ☐ Early mid-successional ☐ Wetland ☐ Urban ☐ Suburban		
15. Does the site of the proposed action contain any species of animal, or associated habitats, listed by the State or Federal government as threatened or endangered?	NO	YES
	☒	☐
16. Is the project site located in the 100-year flood plan?	NO	YES
	☒	☐
17. Will the proposed action create storm water discharge, either from point or non-point sources? If Yes,	NO	YES
	☒	☐
a. Will storm water discharges flow to adjacent properties?	☒	☐
b. Will storm water discharges be directed to established conveyance systems (runoff and storm drains)?	☒	☐
If Yes, briefly describe: _____ _____		
18. Does the proposed action include construction or other activities that would result in the impoundment of water or other liquids (e.g., retention pond, waste lagoon, dam)? If Yes, explain the purpose and size of the impoundment:	NO	YES
	☒	☐
19. Has the site of the proposed action or an adjoining property been the location of an active or closed solid waste management facility? If Yes, describe:	NO	YES
	☒	☐
20. Has the site of the proposed action or an adjoining property been the subject of remediation (ongoing or completed) for hazardous waste? If Yes, describe:	NO	YES
	☒	☐
I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE		
Applicant/sponsor/name: <u>DARRIN PLANCE</u> Date: <u>Apr. 24, 23</u>		
Signature: <u>/ [Signature]</u> Title: <u>PRESIDENT</u>		

Project:

Date:

Short Environmental Assessment Form

Part 2 - Impact Assessment

Part 2 is to be completed by the Lead Agency.

Answer all of the following questions in Part 2 using the information contained in Part 1 and other materials submitted by the project sponsor or otherwise available to the reviewer. When answering the questions the reviewer should be guided by the concept "Have my responses been reasonable considering the scale and context of the proposed action?"

	No, or small impact may occur	Moderate to large impact may occur
1. Will the proposed action create a material conflict with an adopted land use plan or zoning regulations?	☒	☐
2. Will the proposed action result in a change in the use or intensity of use of land?	☒	☐
3. Will the proposed action impair the character or quality of the existing community?	☒	☐
4. Will the proposed action have an impact on the environmental characteristics that caused the establishment of a Critical Environmental Area (CEA)?	☒	☐
5. Will the proposed action result in an adverse change in the existing level of traffic or affect existing infrastructure for mass transit, biking or walkway?	☒	☐
6. Will the proposed action cause an increase in the use of energy and it fails to incorporate reasonably available energy conservation or renewable energy opportunities?	☒	☐
7. Will the proposed action impact existing:	☒	☐
a. public / private water supplies?	☒	☐
b. public / private wastewater treatment utilities?	☒	☐
8. Will the proposed action impair the character or quality of important historic, archaeological, architectural or aesthetic resources?	☒	☐
9. Will the proposed action result in an adverse change to natural resources (e.g., wetlands, waterbodies, groundwater, air quality, flora and fauna)?	☒	☐
10. Will the proposed action result in an increase in the potential for erosion, flooding or drainage problems?	☒	☐
11. Will the proposed action create a hazard to environmental resources or human health?	☒	☐

Project: _____

Date: _____

Short Environmental Assessment Form

Part 3 Determination of Significance

For every question in Part 2 that was answered "moderate to large impact may occur", or if there is a need to explain why a particular element of the proposed action may or will not result in a significant adverse environmental impact, please complete Part 3. Part 3 should, in sufficient detail, identify the impact, including any measures or design elements that have been included by the project sponsor to avoid or reduce impacts. Part 3 should also explain how the lead agency determined that the impact may or will not be significant. Each potential impact should be assessed considering its setting, probability of occurring, duration, irreversibility, geographic scope and magnitude. Also consider the potential for short-term, long-term and cumulative impacts.

- ① No wetlands, protected waters, Archaeological sites or historical sites
- ② the project meets all criteria of Town's local and zoning laws
- ③ the project meets all community existing goals

☐ Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action may result in one or more potentially large or significant adverse impacts and an environmental impact statement is required.

☒ Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action will not result in any significant adverse environmental impacts.

Town of Watertown Planning Board JUNE 5, 2003

Name of Lead Agency

Date

C. Randy Vaas
Print or Type Name of Responsible Officer in Lead Agency

SEQR Coordinator
Title of Responsible Officer

C. Randy Vaas
Signature of Responsible Officer in Lead Agency

Signature of Preparer (if different from Responsible Officer)

PRINT FORM

Page 2 of 2

Jefferson County Industrial Development Agency
 800 Starbuck Avenue, Suite 800
 Watertown, NY 13601
 (315) 782-5865

2023 Board Attendance

Name	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
Aliasso, Robert	P	P	Zoom	P	P	P	P					
Condino, John	P	P	P	E	P	P	P					
Converse, David	P	P	P	P	P	P	P					
Johnson, William	E	P	P	E	P	P	P					
L'Huillier, Lisa	P	P	P	P	P	P	P					
Walldroff, W. Edward	P	P	P	P	P	P	P					
Warneck, Paul	P	P	P	P	P	P	P					
Totals:	6	7	6	5	7	7	7					
P - Present												
- Excused												
- Absent												

Jefferson County Industrial Development Agency
Public Hearing
Sign In Sheet

Date: Monday, August 7, 2023

Start Time: 11:00 a.m.

Location: Town of Watertown Municipal Office, 22867 County Route 67, Watertown, NY 13601

JCIDA Staff Member(s) Present: David Zembiec, CEO; Marshall Weir, Deputy CEO; Peggy Sampson, Executive Assistant

Company Name: North American Tapes, LLC

Print Name and Address

**Jefferson County Industrial Development Agency
Public Hearing Minutes
August 7, 2023**

The Jefferson County Industrial Development Agency held a public hearing at 11:00 a.m. Monday, August 7, 2023, at the Town of Watertown Municipal Building, 22867 County Route 67, Watertown, New York, and via live stream for **North American Tapes, LLC** for a Straight Lease transaction.

Project Information:

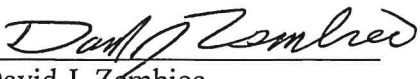
NORTH AMERICAN TAPES LLC, for itself and/or for an entity or entities to be formed (collectively, the "Company"), has submitted an application to the Agency requesting the Agency's assistance with a certain project (the "Project") consisting of: (i) the acquisition by the Agency of a leasehold interest in approximately 8.08 acres of real property located at 22430 County Route 196 in the Town of Watertown, New York (the "Land", being more particularly described as tax parcel No. 73.20-1-17) and the existing improvements located thereon, consisting principally of an approximately 48,000 square foot manufacturing facility (the "Existing Improvements"); (ii) the planning, design, construction and operation of an approximately 19,200 square feet addition to the Existing Improvements of building space for operation as a manufacturing facility, along with warehousing spaces, exterior utility and site improvements, parking lots, loading docks, access and egress improvements, signage, curbage, sidewalks, landscaping and stormwater retention improvements (collectively, the "Improvements"); (iii) the acquisition of and installation in and around the Land, the Existing Improvements and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the "Equipment"; and, collectively with the Land, the Existing Improvements and the Improvements, the "Facility"); and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the "Straight Lease Transaction").

Staff: David J. Zembiec, CEO; Marshall Weir, Deputy CEO; Peggy Sampson, Executive Assistant

Public Present: None.

Mr. Zembiec opened the hearing at 11:00 a.m. and read the public hearing rules and public hearing notice. He reviewed the financial assistance for the project as well as the cost benefit analysis. He referred to the cost benefit analysis which was available for viewing as having a 120:1 benefit to cost ratio. He also mentioned the temporary construction jobs of approximately 34 and an estimated total of 60 over the life of the PILOT whether direct or indirect.

At 11:05 a.m., Mr. Zembiec closed the hearing.


David J. Zembiec
Hearing Officer