

**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](http://www.jcida.com)

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**Notice of Board Meeting**

**Date:** June 13, 2024

**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 its Board Meeting on **Thursday, June 27, 2024 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](http://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](mailto:pssampson@jcida.com) at your earliest convenience.

pss

c: Marshall Weir, CEO  
Lyle Eaton  
Jay Matteson  
Robin Stephenson  
Christine Powers  
Greg Gardner  
Kent Burto  
Rob Aiken  
Justin S. Miller, Esq.  
Joseph V. Frateschi, Esq.  
Media

**BOARD MEETING AGENDA**  
**Thursday, June 27, 2024 - 8:30 a.m.**

- I. Call to Order**
- II. Pledge of Allegiance**
- III. Privilege of the Floor**
- IV. Minutes – June 6, 2024**
- V. Treasurer’s Report – June 30, 2024**
- VI. Committee Reports**
- VII. Unfinished Business**
  - 1. 4XL, LLC Building Review (Lawman Headquarters, JCCP Lot 10)**
  - 2. Deferiet Redevelopment Corporation**
- VIII. New Business**
  - 1. General discussion of the 485-a tax exemption program**
- IX. Counsel**
  - 1. Authorizing Resolution No. 06.27.2024.01 for 302 Globe, LLC**
- X. Adjournment**

**Jefferson County Industrial Development Agency  
Board Meeting Minutes  
June 6, 2024**

**DRAFT**

The Jefferson County Industrial Development Agency held its board meeting on Thursday, June 6, 2024 in the board room at 800 Starbuck Avenue, Watertown, NY.

**Present:** William Johnson, W. Edward Walldroff, John Condino, David Converse, Paul Warneck, Lisa L’Huillier

**Excused:** Robert E. Aliasso, Jr.

**Absent:** None

**Also Present:** Rob Aiken, Joseph Frateschi, Esq. (Harris Beach)  
Zoom: Justin Miller, Esq. (Harris Beach), Craig Fox (Watertown Daily Times)

**Staff Present:** Marshall Weir, Jay Matteson, Lyle Eaton, Peggy Sampson, Robin Stephenson

- I. **Call to Order:** Vice Chairman Johnson called the meeting to order at 8:33 a.m.
- II. **Privilege of the Floor:** No one spoke.
- III. **Minutes:** Minutes of the meeting held May 1, 2024 were presented. A motion to approve the minutes as presented was made by Mr. Warneck, seconded by Mr. Condino. All in favor. Carried.
- IV. **Treasurer’s Report:** Mr. Warneck reviewed the financials for the period ending May 31, 2024. He said that there will be a comparative balance sheet included in the packets going forward. Mr. Warneck reviewed the delinquent loans. He noted that staff is working with Painfull Acres since they are three months behind. After discussion, a motion was made by Ms. L’Huillier to accept the financial statement as presented, seconded by Mr. Walldroff. All in favor. Carried.
- V. **Committee Reports:**
  - a. **Alternative Energy Ad Hoc Committee –** No report.
  - b. **Loan Review Committee –**
    - i. **Proposed Lending/Collection Policy and Procedures –** Staff suggested some minor changes to the policy:
      - Responsibility of Board of Directors
        - Change ‘he’ to ‘they’ and change ‘his’ to ‘their.’
      - Exhibit A – Microenterprise Loan Fund
        - **Loan Fund Requirements:** Indicate that start-up and existing businesses may be referred to the NYS Small Business Development Center for free assistance with business planning and financial projections.
        - **Applicant Deadline:** Change to ‘must be submitted 30 days prior to the loan review committee meeting, which is held the fourth Wednesday of the month.’

Exhibit A – Revolving Loan Fund

- Funding Uses: Add ‘real property’
- Application Deadline: Change to ‘must be submitted 30 days prior to the loan review committee meeting, which is held the fourth Wednesday of the month.’

Exhibit A – Watertown Economic Growth Fund

- Application Deadline: Change to ‘must be submitted 30 days prior to the loan review committee meeting, which is held the fourth Wednesday of the month.’

Committee member suggestions

Reports to be Kept

- Add ‘life insurance’ to the list.

Appraisals

- Add language that the appraisal will be provided by the lender and/or project applicant.

The loan review committee recommended all changes. A motion was made by Mr. Converse to approve the changes, seconded by Mr. Warneck. All in favor. Carried.

**VI. Unfinished Business:**

1. **4XL, LLC Building Review (Lawman Headquarters, JCCP Lot 10)** – Mr. Weir said the most up-to-date plans were included in the packet. He said that he will be reaching out to the other corporate park tenants to get their feedback and plans to have the board meet again at the end of June before the Town of Watertown Planning Board’s next meeting.

Mr. Weir said that the plans show the parking lot a couple of feet near the front door. Mr. Warneck asked if the building size went from 30,000 sf to 35,000 sf. Mr. Weir said yes. Attorney Miller said the PILOT project was induced and approved for 30,000 sf. He said the material change causes the documents to be amended at a minimum and said it could change the cost of the project for the added warehouse space. He said that he will reach out to the project’s representative.

Mr. Weir said that he did hear from one of the corporate park tenants. He said that they were not overly concerned about the building, but indicated that they want the covenants to be followed. Mr. Weir said that in the past we have sent the plans out and given them time to respond and that has not been done in this case. He said that’s the basis for approving the plans at the next meeting.

A motion was made by Mr. Converse to accept the plans for review, seconded by Mr. Warneck. All in favor. Carried.

VII. New Business:

1. **MetalCraft Building Review (JCCP)** – Mr. Weir said the plans were sent to the other park tenants for their feedback. He said that there are some covenant issues (parking) but indicated that we did not receive any negative responses, only positive responses. Mr. Warneck pointed out the difference in covenants between the old section and new section of the corporate park. He said in the new section of the park, 100% of the tenants have to approve a covenant change. He said that the board can waive the covenants in the old section. Mr. Warneck asked Attorney Miller if a document would be filed with the County Clerk to show the covenants are waived in perpetuity for this project. Attorney Miller said that we could file a certificate upon request or if there is financing it will be recorded in the Title Insurance documents. A motion was made by Mr. Warneck to approve the plans and a waiver of covenants to allow this project to move forward, seconded by Mr. Condino. All in favor. Carried.
2. **Resolution No. 06.06.2024.01 to update the Authorizing Official for the Northern Border Regional Commission Economic & Infrastructure Development Investment Program** – The resolution authorizes Marshall Weir as the authorizing official for the grant. A motion was made by Mr. Condino to approve the resolution, seconded by Mr. Warneck. All in favor. Carried.
3. **Permanent Public Sewer Easements with the Town of Hounsfield (Sewer District No. 1)** – Mr. Weir said that Attorney Miller, DEC, and DOT worked on the easements for tax parcels 82.00-3-2.3, 81.00-1-13.1, and 82.00-3-2.2. A motion was made by Mr. Converse to approve the easements, seconded by Mr. Warneck. All in favor. Carried.

**Solar –**

**Convalt Energy**

Mr. Walldroff said that he wanted to address the board for points of clarification. He said that he is a strong advocate for solar energy because it provides an excellent opportunity to utilize marginal farmland. He said that he is a strong supporter of Convalt Energy and will continue to be because it's a good fit for the County. He said that he will have a conflict of interest with Convalt Energy going forward because as of a month ago Convalt Energy purchased one of his properties on Factory Street in Watertown to use for future office space. Mr. Walldroff said that he sold the building at cost and had no economic gain from it and will recuse himself from any action for Convalt Energy going forward.

**Tracey Solar Farm**

Mr. Walldroff said the other area of potential conflict that he wants to make people aware of is that his brothers have a large portion of lease holdings for the EDF Tracey Solar Farm project, so he will recuse himself from any of those actions that may come before the IDA board.

**Convalt Energy**

Mr. Walldroff said as of the closing on the Factory Street property, there was one occasion where he did advocate for Convalt and that was with getting this Agency to support getting NYS to devote some resources to get infrastructure to the site.

Mr. Walldroff said that a little more than a year ago, Hari bought the Sour Wine property, and reached out to him looking for advice on some issues he was looking at there. Shortly after that, Mr. Walldroff asked Hari and some of his resource people if they knew anything about the Thousand Islands; they had no idea. On one occasion, they had dinner at Foxy's. Mr. Walldroff said that he and his son took Hari and a couple of people out on the boat and they had no idea that an asset like the Thousand Islands were right under their nose. Since then, he has taken Hari to Kingston. He had advocated to Hari that he should come view the eclipse at the airport to get a little face time with Mr. Johnson and Mr. Hagemann and to see what a great regional asset that is. Hari was not able to make it that day. To that extent, he has had some face time with Hari and as trying to be an ambassador for the County. He said that they do have a bit of a social relationship, but he has no business dealings with Hari other than the sale of that property of which he sold at cost and had no economic gain from it. He has no economic gain coming from his brothers on the Tracey Solar project. He said that he is putting his farm into preservation contrary to solar development. He said for the public record and the board, he will be recusing himself and he doesn't want misperceptions or half-truths to have any chance to help sidetrack the Convalt project which is a real asset to the community.

Mr. Walldroff said that his wife with her career at Samaritan Medical Center recruited more than 200 physicians to the north country over a 30-year period and he was a part of that. He would reference and suggest as an Agency that when we have some new people coming to town who want to put down roots and feel this is a good place to start a business, we should incorporate part of our program to intertwine into the community to help show them what is here. Mr. Matteson said that as a member of staff, we often try to roll out the red carpet and offer to show the assets that we have for prospective clients (i.e. sporting events). He said that we do that within our legal capabilities, and it is appreciated when we have the support of board members.

#### VIII. Counsel:

1. **Initial Project Resolution No. 06.06.2024.02 for 302 Globe, LLC** – Mr. Weir said that the City of Watertown passed a resolution supporting a PILOT for the project. He said today's resolution allows staff to schedule a public hearing and negotiate terms for a PILOT. Ms. L'Huillier reported that she voted in favor of support as a city council member and wondered if she should recuse herself. Attorney Miller said there is no contract or interest involved, so there is no conflict. A motion was made by Mr. Converse, seconded by Mr. Condino. Discussion ensued. Mr. Warneck said in the past he has been concerned about the time from when we approve these projects to when we close on them; some go a year or more. Mr. Warneck asked how long we should allow the project to sit once it's approved until it closes. Attorney Miller said that typically in the authorizing resolutions we have language that provides an end date to their agent status which is largely tied to the sales use tax benefit and indicated that the board can provide extensions if there are project delays. If they don't close by then, the board can deem an inducement expired. He said that as a board you can make those agent extension expirations a hard date to close and if they come back, we can ask for an updated application because the numbers may have changed.

Mr. Warneck noted that the City of Watertown recently approved a local law for RPTL 485-a. He asked if a PILOT structured for 15 years with 10 years at 50% and the last 5 years at 100% is a deviation. Attorney Miller said that the PILOT ends once it gets to 100%. Mr. Weir said there is a benefit for the developer to know what the taxes would be with 100% for the last 5 years of a PILOT. Attorney Miller said that there is no value in having 100% with no benefit. He said that if it ends up being a 10-year PILOT then it would end in the 10<sup>th</sup> year. He said that the PILOT can follow the UTEP and be structured without deviating. It was the general consensus to follow the UTEP. Roll call vote. Mr. Aliasso – Absent, Mr. Converse – Yea, Mr. Condino – Yea, Mr. Johnson – Yea, Ms. L’Huillier – Yea, Mr. Walldroff – Yea, and Mr. Warneck. Carried.

**Executive Session –**

At 9:21 a.m. a motion was made by Mr. Condino to enter into an executive session to discuss the potential acquisition of real estate, seconded by Mr. Warneck. Board Members, LDC Board Member Aiken, Staff, and Counsel remained. Mr. Walldroff recused himself and left the meeting.

At 10:00 a.m. a motion was made by Mr. Converse to leave the executive session, seconded by Mr. Warneck. All in favor.

**Convall Energy LDA Extension and Loan Agreement Modification –**

A motion was made by Mr. Warneck to authorize Attorney Miller to draft an extension to the Land Development Agreement and Loan Agreement, seconded by Mr. Condino. Discussion ensued. Mr. Converse said the motion should be to move ahead and finalize it. Mr. Warneck amended his motion to establish the extension date to November 1, 2024, and to prepare documents for execution, seconded by Mr. Condino. All in favor. Carried.

- IX. **Adjournment:** With no further business before the board, a motion to adjourn was made by Mr. Condino, seconded by Ms. L’Huillier. All in favor. The meeting was adjourned at 10:01 a.m.

Respectfully submitted,

*Peggy Sampson*

**JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

Prepared by Lyle Eaton,

UNRECONCILED

**Income Statement for the Six Month Period Ending June 30, 2024**

	Current Year Budget	Year-to-Dat e Total	Current Month	Previous Month	Balance Remaining
<b>Revenues</b>					
Application & Process Fees	\$ 12,000.00	33,852.00	\$ 0.00	2,500.00	(21,852.00)
Bond Admin Fee	3,000.00	3,000.00	0.00	0.00	0.00
PILOT/Sale Leaseback Fees	1,079,306.00	0.00	0.00	0.00	1,079,306.00
Fee Income - RLF Program	43,422.00	21,711.00	3,618.50	3,618.50	21,711.00
Fee Income - Micro Program	24,087.00	12,043.50	2,007.25	2,007.25	12,043.50
Grant Income - Federal ARPA	0.00	292,000.00	0.00	0.00	(292,000.00)
Interest Income	500.00	109.27	0.00	22.29	390.73
Interest Income - RLF Program	40,000.00	26,279.93	4,348.91	5,387.98	13,720.07
Late Payment Penalty RLF	0.00	32.50	0.00	0.00	(32.50)
Interest Income - Micro Prog.	5,000.00	3,281.68	512.15	446.20	1,718.32
Late Payment Penalty - Micro	700.00	110.97	0.00	0.00	589.03
Miscellaneous Income	5,000.00	1,186.20	0.00	0.00	3,813.80
YMCA Income	0.00	15,976.30	0.00	0.00	(15,976.30)
<b>Total Revenues</b>	<b>1,213,015.00</b>	<b>409,583.35</b>	<b>10,486.81</b>	<b>13,982.22</b>	<b>803,431.65</b>
<b>Operations</b>					
Office Expense	2,000.00	910.35	311.67	159.93	1,089.65
Admin Services Exp	713,694.00	356,850.00	59,475.00	59,475.00	356,844.00
Depreciation Expense - Siding	16,296.00	8,147.76	1,357.96	1,357.96	8,148.24
D&O Insurance	16,500.00	8,005.50	1,334.25	1,334.25	8,494.50
Commercial Insurance	8,500.00	4,871.10	811.85	811.85	3,628.90
FTZ Expense	1,250.00	0.00	0.00	0.00	1,250.00
Legal- Retainer	18,000.00	6,000.00	0.00	1,500.00	12,000.00
Legal - Unrestricted	5,000.00	5,400.00	3,000.00	2,400.00	(400.00)
Legal YMCA	1,000.00	0.00	0.00	0.00	1,000.00
Accounting & Auditing	23,000.00	18,300.00	0.00	0.00	4,700.00
Coffeen Park Taxes	2,500.00	2,361.69	0.00	0.00	138.31
Airport Park Taxes	1,100.00	1,100.61	0.00	0.00	(0.61)
Deferit Expense	0.00	4,850.50	0.00	0.00	(4,850.50)
Fees Expense	500.00	115.20	0.00	0.00	384.80
Grant Expense - Federal ARPA	0.00	292,000.00	0.00	0.00	(292,000.00)
Bad Debt--RLF	190,000.00	0.00	0.00	0.00	190,000.00
Bad Debt--Micro	35,000.00	0.00	0.00	0.00	35,000.00
RLF Program Expense	43,422.00	21,711.00	3,618.50	3,618.50	21,711.00
Microenterprise Program Exp	24,087.00	12,043.50	2,007.25	2,007.25	12,043.50
RLF Audit Expense	800.00	0.00	0.00	0.00	800.00
Building Depreciation- 146 Ars	109,166.00	53,361.78	8,893.63	8,893.63	55,804.22
146 Arsenal Gas	0.00	796.93	0.00	0.00	(796.93)
Miscellaneous - Unrestricted	1,200.00	0.00	0.00	0.00	1,200.00
<b>Total Operations</b>	<b>1,213,015.00</b>	<b>796,825.92</b>	<b>80,810.11</b>	<b>81,558.37</b>	<b>416,189.08</b>
Total Revenue	1,213,015.00	409,583.35	10,486.81	13,982.22	803,431.65
Total Expenses	1,213,015.00	796,825.92	80,810.11	81,558.37	416,189.08
<b>Net Income Over Expenditures</b>	<b>\$ 0.00</b>	<b>(387,242.57)</b>	<b>\$ (70,323.30)</b>	<b>(67,576.15)</b>	<b>387,242.57</b>

For Intern\_8\_Jse Only



JCIDA BALANCE SHEET

<u>Current Assets</u>	<u>6/30/2024</u>	<u>5/31/2024</u>
General Checking	\$ 1,203,244.61	\$ 1,267,975.73
Savings Account	258,843.16	258,820.87
Microenterprise Account	107,170.32	104,481.42
City Loan Account	287,882.10	287,879.66
Revolving Loan Fund Account	2,031,610.99	2,024,594.75
RLF Checking Account	0.00	546.84
PILOT Monies Receivable	31,491.38	27,795.38
Miscellaneous Receivable	74,809.37	74,809.37
RLF Loans Receivable	2,276,092.29	2,281,098.32
Microenterprise Loans Rec.	111,849.31	114,025.17
Allowance for Bad Debt-RLF	(190,000.00)	(190,000.00)
Allow. for Bad Debts-MICRO	(35,000.00)	(35,000.00)
Prepaid Expense	6,888.54	9,034.64
Total Current Assets	<u>\$ 6,164,882.07</u>	<u>\$ 6,226,062.15</u>
<u>Property and Equipment</u>		
Accum Depr - Building	(1,247,337.90)	(1,229,550.64)
Accum Depr. Equipment	(52,269.66)	(52,269.66)
Accumulated Depreciation Sidin	(51,602.48)	(48,886.56)
Total Property and Equipment	<u>(1,351,210.04)</u>	<u>(1,330,706.86)</u>
<u>Other Assets</u>		
IT Server	6,050.00	6,050.00
Equipment	13,366.00	13,366.00
Corp. Park Improvements	209,995.14	209,995.14
Airport Property	884,326.02	884,326.02
Intangible Asset	53,195.00	53,195.00
WIP Airport	410,813.94	405,822.65
WIP Intersection	244,973.52	244,973.52
Woolworth Building	505,000.00	505,000.00
Rail Siding CCIP	244,434.00	244,434.00
Land 146 Arsenal	126,577.50	126,577.50
146 Ars Building Improvements	3,264,556.08	3,264,556.08
Total Other Assets	<u>5,963,287.20</u>	<u>5,958,295.91</u>
<b>Total Assets</b>	<u><u>\$ 10,776,959.23</u></u>	<u><u>\$ 10,853,651.20</u></u>

JCIDA BALANCE SHEET

LIABILITIES AND CAPITAL

<u>Current Liabilities</u>		
Accounts Payable - Unrestrict	\$ 53,849.25	\$ 61,534.07
PILOT Monies Payable	31,009.95	27,313.95
RLF Loan Payable	700,000.00	700,000.00
Due RLF	0.00	4,563.52
Due NCA	0.00	1,320.77
Dus SHLDC	0.00	500.00
Due HUD - RLF Interest	344.33	170.03
Due HUD - MICRO Interest	1.73	0.84
Due HUD - CITY Loan Interest	4.80	2.36
ARPA Airport Sewer	916,000.00	916,000.00
Car Freshner Signage	11,000.00	11,000.00
Total Current Liabilities	<u>\$ 1,712,210.06</u>	<u>\$ 1,722,405.54</u>
<u>Long-Term Liabilities</u>		
Due NYS/IAP L.T.	180,159.78	180,159.78
Total Long-Term Liabilities	<u>180,159.78</u>	<u>180,159.78</u>
Total Liabilities	1,892,369.84	1,902,565.32
<u>Capital</u>		
General Fund Bal - Unrestrict.	3,704,602.38	3,704,602.38
Fund Bal - RLF Restricted	4,109,139.27	4,109,139.27
Fund Bal - Micro Restricted	190,659.76	190,659.76
Fund Bal - City Restricted	287,870.22	287,870.22
Cap. Impr. Convergys	979,560.33	979,560.33
Net Income	(387,242.57)	(249,343.12)
Total Capital	<u>8,884,589.39</u>	<u>9,022,488.84</u>
Total Liabilities & Capital	<u><u>10,776,959.23</u></u>	<u><u>10,925,054.16</u></u>

Jefferson County IDA  
Balance Sheet  
June 30, 2024

ASSETS

Current Assets		
General Checking	\$	1,203,244.61
Savings Account		258,843.16
Microenterprise Account		107,170.32
City Loan Account		287,882.10
Revolving Loan Fund Account		2,031,610.99
PILOT Monies Receivable		31,491.38
Miscellaneous Receivable		74,809.37
RLF Loans Receivable		2,276,092.29
Microenterprise Loans Rec.		111,849.31
Allowance for Bad Debt-RLF		(190,000.00)
Allow. for Bad Debts-MICRO		(35,000.00)
Prepaid Expense		6,888.54
		<hr/>
Total Current Assets		6,164,882.07
Property and Equipment		
Accum Depr - Building	(1,247,337.90)	
Accum Depr. Equipment	(52,269.66)	
Accumulated Depreciation Sidin	(51,602.48)	
		<hr/>
Total Property and Equipment		(1,351,210.04)
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	410,813.94	
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	
		<hr/>
Total Other Assets		5,963,287.20
Total Assets	\$	<u><u>10,776,959.23</u></u>

LIABILITIES AND CAPITAL

Current Liabilities		
Accounts Payable - Unrestrict	\$	53,849.25
PILOT Monies Payable		31,009.95
RLF Loan Payable		700,000.00
Due HUD - RLF Interest		344.33
Due HUD - MICRO Interest		1.73
Due HUD - CITY Loan Interest		4.80
ARPA Airport Sewer		916,000.00
Car Freshner Signage		11,000.00
		<hr/>
Total Current Liabilities		1,712,210.06
Long-Term Liabilities		
Due NYS/IAP L.T.		<hr/> 180,159.78

Jefferson County IDA  
Balance Sheet  
June 30, 2024

Total Long-Term Liabilities		<u>180,159.78</u>
Total Liabilities		1,892,369.84
Capital		
General Fund Bal - Unrestrict.	3,704,602.38	
Fund Bal - RLF Restricted	4,109,139.27	
Fund Bal - Micro Restricted	190,659.76	
Fund Bal - City Restricted	287,870.22	
Cap. Impr. Convergys	979,560.33	
Net Income	<u>(387,242.57)</u>	
Total Capital		<u>8,884,589.39</u>
Total Liabilities & Capital		<u>\$ 10,776,959.23</u>

**Jefferson County IDA**  
**General Checking Cash Receipts Journal**  
**For the Period From Jun 1, 2024 to Jun 30, 2024**

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
6/6/24	126002 100001	1030`	Invoice: 3950 302 GLOBE, LLC	2,500.00	2,500.00
6/6/24	121001 100001	7316	Invoice: 3946 COR WATERTOWN COMPANY,LLC	27,290.00	27,290.00
				<u>29,790.00</u>	<u>29,790.00</u>

**Jefferson County IDA  
Miscellaneous Receivables  
As of Jun 30, 2024**

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	3911				11,230.50	11,230.50
					<b>38,716.80</b>	<b>38,716.80</b>
HALE'S BUS GARAGE	3944				3,750.00	3,750.00
HALE'S BUS GARAGE, LLC						
315-853-8670						
HALE'S BUS GARAGE					3,750.00	3,750.00
HALE'S BUS GARAGE, LLC						
THREE MILE BAY	7-10-2020				41,400.00	41,400.00
THREE MILE BAY VENTURES, LLC						
THREE MILE BAY					41,400.00	41,400.00
THREE MILE BAY VENTURES, LLC						
<b>Report Total</b>					<b>83,866.80</b>	<b>83,866.80</b>

Jefferson County Industrial Development Agency

MICRO Loan Fund Receivables

June 30, 2024

Recipient	Date Issued	Loan Amount	Current Balance	Payment Amount	Current Status	Purpose of Loan
Colleens Cherry Tree inn	5/1/2019	\$40,000.00	\$20,177.94	\$250.60	Current	Expand Restaurant - Ice Ceram Shop
Clayton Island Tours	3/31/2023	\$40,000.00	\$31,707.51	\$773.31	Current	Working Capital
Painfull Acres	3/1/2018	\$40,000.00	\$8,727.77	\$565.35	3 Months	Amish Furniture Store
Pink Kettle	2/23/2022	\$24,800.00	\$14,401.39	\$468.01	Current	Retail Bèverages
Taste of Design	4/1/2007	\$40,000.00	\$10,453.64	\$277.54	4 Months	Coffee Shop
Therartpy	7/1/2021	\$10,102.00	\$4,517.05	\$190.64	Current	Art Therapy
Willowbrook	7/28/2021	\$40,000.00	\$21,864.01	\$754.85	Current	Purchase Golf Club
<b>Total MICRO Receivables</b>		<b>234,902.00</b>	<b>111,849.31</b>	<b>3,280.30</b>	<b>-</b>	

Jefferson County Industrial Development Agency  
 Revolving Loan Fund Receivables  
 June 30, 2024

	Recipient	Date Issued	Loan Amount	Current Balance	Payment Amount	Current Status
1	Convalt	07/13/22	850,000.00	850,000.00	2,625.00	Current
2	JCIDA	08/01/21	2,000,000.00	700,000.00	0.00	Current
3	LCO Destiny	02/06/23	250,000.00	208,601.94	2,438.52	Current
4	Marzano Excavating	01/01/24	120,000.00	117,916.12	1,012.60	Current
5	Three Mile Bay Ventures	01/01/24	250,000.00	250,000.00	1,250.00	Current
6	Sackets Harbor Brew Pub	April-24	150,000.00	149,484.23	1,265.79	Current
	<b>Total RLF Receivables</b>		<b>3,620,000.00</b>	<b>2,276,002.29</b>	<b>8,591.91</b>	<b>-</b>



**Jefferson County IDA**  
**Cash Disbursements Journal**

For the Period From Jun 1, 2024 to Jun 30, 2024

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

Date	Check #	Account ID	Line Description	Debit Amount	Credit Amount
6/5/24	8092	200001 100001	Invoice: 24-472 BERNIER, CARR & ASSOCIATES, P.C.	1,750.12	1,750.12
6/5/24	8093	200001 100001	Invoice: CONVALT 5-2024 SACKETS HARBOR LDC	500.00	500.00
6/5/24	8094	200001 100001	Invoice: CONVALT 5-2024 JEFFERSON COUNTY INDUSTRIAL	2,125.00	2,125.00
6/5/24	8095	200001 100001	Invoice: LCO 5-2024 JEFFERSON COUNTY INDUSTRIAL	2,438.52	2,438.52
6/5/24	8096	200001 100001	Invoice: LCO 5-2024 NORTH COUNTRY ALLIANCE	1,320.77	1,320.77
6/13/24	8097	200001 100001	Invoice: 8512 JOHNSON NEWSPAPER CORPORATION	311.67	311.67
6/13/24	8098	200001 100001	Invoice: 2024 SEWER TOWN OF WATERTOWN	27,290.00	27,290.00
6/19/24	8099	200001 100001	Invoice: 3639254 BARRETT NEW YORK NORTH	3,241.17	3,241.17
6/19/24	8100	200001 100001	Invoice: 8977180 HARRIS BEACH	3,000.00	3,000.00
6/19/24	8101	200001 100001	Invoice: ADMIN5 JEFF COUNTY LDC	59,475.00	59,475.00
6/21/24	8102	202702 100001	LCO APRIL 2024 JEFFERSON COUNTY INDUSTRIAL	2,438.52	2,438.52
6/21/24	8103	202702 100001	COMVALT INTEREST 4/2024 JEFFERSON COUNTY INDUSTRIAL	2,125.00	2,125.00
6/21/24	8104	205602 100001	CONVALT INTEREST SACKETS HARBOR LDC	500.00	500.00
6/21/24	8105	202704 100001	LCO NLOAN PAYMENT NORTH COUNTRY ALLIANCE	1,320.77	1,320.77
	<b>Total</b>			<b>107,836.54</b>	<b>107,836.54</b>

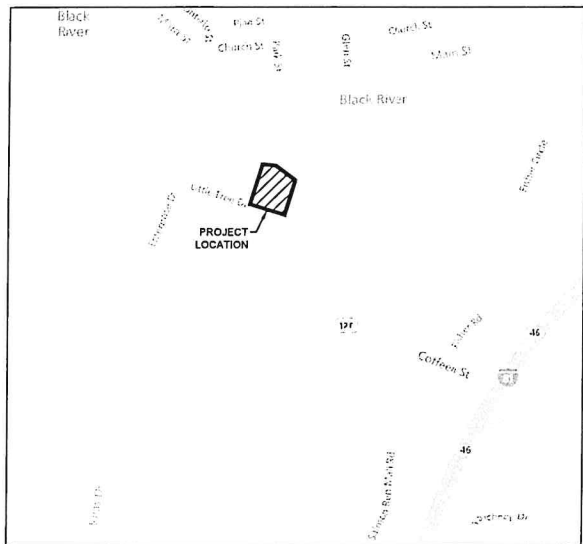
**Jefferson County IDA  
Unrestricted Aged Payables  
As of Jun 30, 2024**

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

<b>Vendor</b>	<b>Invoice/CM #</b>	<b>Date</b>	<b>Net To Pay</b>
JEFFERSON COUNTY INDUSTRIAL	MICRO ADMIN	6/1/24	2,007.25
	RLF ADMIN24-	6/1/24	3,618.50
<b>JEFFERSON COUNTY INDUSTRIAL</b>			<b>5,625.75</b>
JEFF COUNTY LDC	ADMIN6	6/1/24	59,475.00
<b>JEFF COUNTY LDC</b>			<b>59,475.00</b>
			<b>65,100.75</b>

SAVED: 6/9/24 10:18 AM

**CONTRACT DRAWINGS**



LOCATION PLAN  
NOT TO SCALE

# LAWMAN FACILITY LOT 10 CORPORATE PARK

**INDEX TO DRAWINGS**

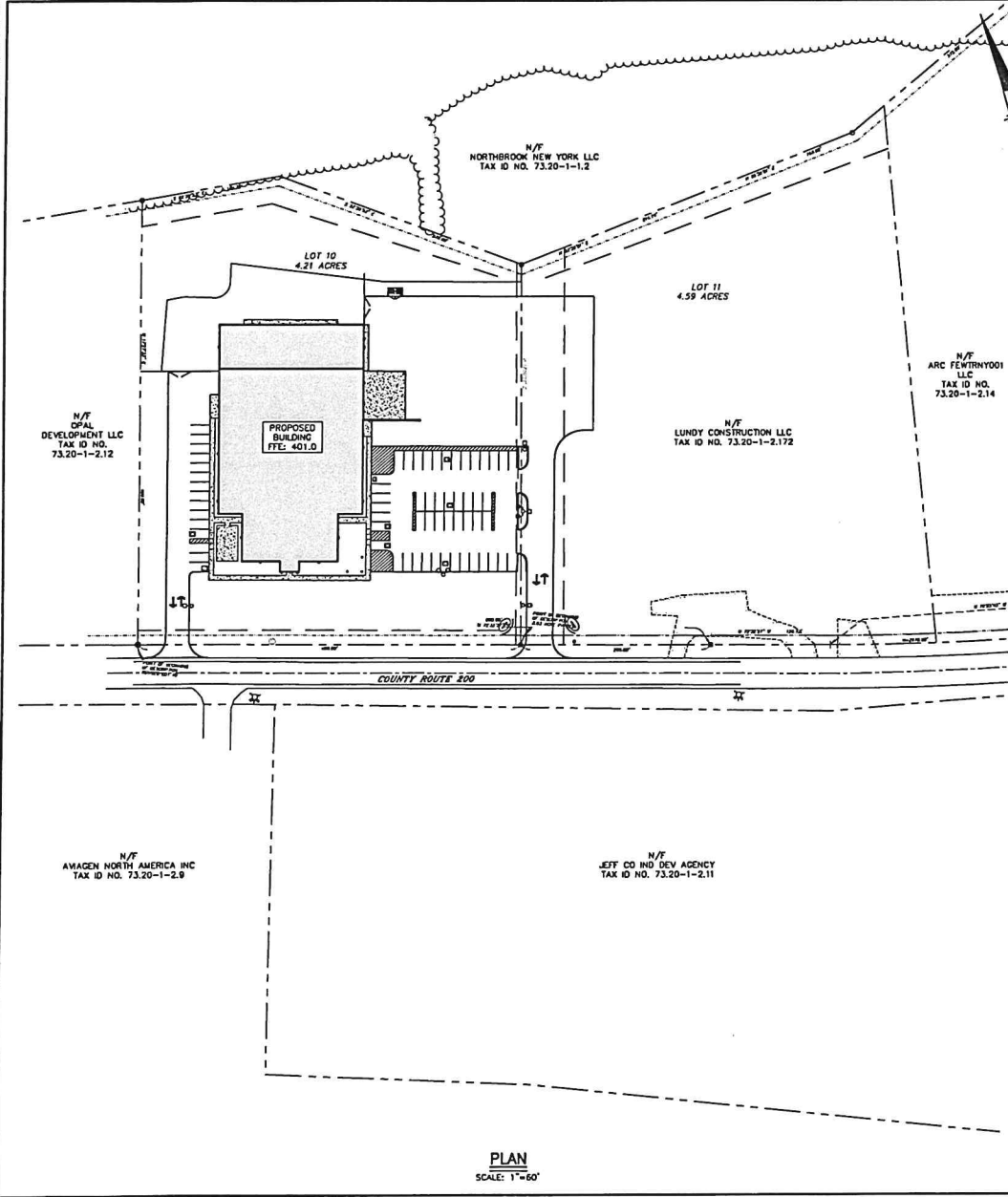
- COVER SHEET
- C-001 GENERAL NOTES & OVERALL SITE PLAN
- C-101 ENLARGED SITE PLAN
- C-102 SITE UTILITY PLAN
- C-103 SITE GRADING & DRAINAGE PLAN
- C-104 SITE LANDSCAPE PLAN
- C-105 SITE LIGHTING PLAN
- C-106 ESC PLAN
- C-501 ESC DETAILS
- C-502 MISCELLANEOUS DETAILS

4XL, LLC  
 COUNTY ROUTE 200  
 TOWN OF WATERTOWN  
 JEFFERSON COUNTY

REVISED JUNE 6, 2024

**MBL**  
 ENGINEERING, PLLC

MBL ENGINEERING, PLLC  
 16510 BALCH PLACE  
 MANNSVILLE, NY 13661



**PLAN**  
SCALE: 1"=60'

**SITE NOTES:**

1. THE CONTRACTOR AND ALL SUBCONTRACTORS SHALL NOTIFY DIG SAFELY NEW YORK (1.800.862.7982 OR 811) PRIOR TO THE COMMENCEMENT OF CONSTRUCTION, INCLUDING ANY EXCAVATION AND TEST BORINGS ACCORDING TO CODE, RULE 753. THE CONTRACTOR SHALL CONTACT DIG SAFELY NEW YORK AND THE OWNER PRIOR TO INITIATION OF CONSTRUCTION ACTIVITIES AND SHALL PROVIDE AT LEAST 72 HOURS NOTIFICATION.
2. THE CONTRACTOR SHALL COORDINATE ALL WORK AFFECTING UTILITIES WITH THE RESPECTIVE UTILITY OWNER INCLUDING THE TOWN OF WATERTOWN FOR THE SANITARY CONNECTIONS. ALL DETAILS OF CONSTRUCTION AND/OR RELOCATION OF AFFECTED UTILITIES SHALL BE APPROVED BY THE UTILITY OWNER, THE OWNER AND OTHER APPROVING AGENCIES.
3. ALL GRADED OR DISTURBED AREAS INCLUDING SLOPES SHALL BE PROTECTED DURING CLEARING AND CONSTRUCTION IN ACCORDANCE WITH THE EROSION & SEDIMENT CONTROL PLAN, AND STORMWATER POLLUTION PREVENTION PLAN.

**SURVEY NOTES:**

1. TOPOGRAPHIC & PLANIMETRIC INFORMATION SHOWN HEREIN PLOTTED FROM FIELD SURVEY PERFORMED BY LAFAYE, WHITE & MCCVERN, L.S., P.C.
2. SUBJECT TO ANY AND ALL EASEMENTS OF RECORD AND/OR AS FOUND IN THE FIELD.
3. VERTICAL DATUM BASED ON NAVD1988, HORIZONTAL DATUM BASED ON NAD83, NEW YORK STATE PLANE COORDINATES, CENTRAL ZONE.

**GENERAL UTILITY:**

1. THE APPROXIMATE LOCATION OF ALL KNOWN EXISTING UNDERGROUND UTILITIES ARE SHOWN ON THE PLANS. THE CONTRACTOR SHALL VERIFY THE TRUE LOCATION AND DEPTH PRIOR TO COMMENCING WORK. BEFORE ANY PIPE IS INSTALLED, THE CONTRACTOR SHALL UNCOVER ALL EXISTING UTILITIES AT PROPOSED PIPE CROSSINGS TO ENABLE THE OWNER'S REPRESENTATIVE TO VERIFY NO CONFLICTS OF UTILITY LOCATIONS SHALL OCCUR. IN THE EVENT A CONFLICT OR POTENTIAL CONFLICT IS IDENTIFIED, THE CONTRACTOR SHALL NOTIFY THE OWNER'S REPRESENTATIVE IMMEDIATELY.
2. THE CONTRACTOR SHALL VERIFY LOCATION, SIZE AND JOINT TYPE OF EXISTING PIPES AT CONNECTION LOCATIONS PRIOR TO CONSTRUCTION, TO ENABLE AN APPROVED COMPATIBLE CONNECTION.

**DRAINAGE:**

1. STORM SEWER PIPE SHALL BE SMOOTH INTERIOR CORRUGATED POLYETHYLENE DRAINAGE PIPE WITH MANNINGS "N" OF 0.012 OR LESS (ADS N-12 OR APPROVED EQUAL).
2. ALL STRUCTURES AND APPURTENANCES SHALL BE DESIGNED FOR H2S LOADINGS.
3. FRAMES AND GRATES SHALL BE AS NOTED ON RESPECTIVE DETAILS.
4. ALL EXISTING DRAINAGE FACILITIES TO REMAIN SHALL BE MAINTAINED FREE OF DEBRIS AND FOREIGN MATTER AND OPERATIONAL THROUGHOUT THE DURATION OF THE CONTRACT.
5. ALL PROPOSED CATCH BASINS AND MANHOLE RIMS TO BE ADJUSTED TO FINISHED GRADE ELEVATION, AS REQUIRED.

**SANITARY SEWER:**

1. CONTRACTOR SHALL NOT DIRECT SURFACE OR SUBSURFACE WATER TO THE SANITARY SEWER SYSTEM WITHOUT WRITTEN PERMISSION AND IN COMPLIANCE WITH THE REQUIREMENTS OF THE TOWN OF WATERTOWN. THE CONTRACTOR SHALL BE RESPONSIBLE FOR ALL COSTS ASSOCIATED WITH DISPOSAL OF WATER.
2. ALL STRUCTURES AND APPURTENANCES SHALL BE DESIGNED FOR H2S LOADINGS EXCEPT WITHIN YARDS.
3. ALL SANITARY SEWER PIPE SHALL BE SDR-35.
4. LETTERING ON MANHOLE COVERS TO READ "SANITARY SEWER". MANHOLE RIMS ARE TO BE ADJUSTED TO MEET FINISHED GRADE ELEVATION.

**WATERMAIN:**

1. WATER SERVICE SHALL BE AS NOTED IN SCHEDULE.

PIPE SCHEDULE	
WATER	CTS PVC
SANITARY	SDR-35
STORM	SDPP ADS N-12 WT

**GRADING:**

1. ALL GRADED OR DISTURBED AREAS INCLUDING SLOPES SHALL BE PROTECTED DURING CLEARING AND CONSTRUCTION IN ACCORDANCE WITH THE EROSION AND SEDIMENT CONTROL PLAN UNTIL THEY ARE ADEQUATELY STABILIZED. NO TREES CAN BE CLEARED DURING THE INDIANA BAT SEASON 8' CALIBER OR LARGER.
2. AREAS SCHEDULED FOR EMBANKMENT SHALL BE CLEARED, CRUBBED AND STRIPPED OF TOPSOIL TO REMOVE TREES, VEGETATION, ROOTS OR OTHER OBJECTIONABLE MATERIAL.
3. ALL EMBANKMENTS SHALL BE COMPACTED AS SPECIFIED TO REDUCE EROSION, SLUMPAGE, SETTLEMENT, SUBSIDENCE OR OTHER RELATED PROBLEMS.
4. ALL EMBANKMENT MATERIALS SHALL BE PLACED AND COMPACTED IN LAYERS NOT TO EXCEED 8 INCHES IN THICKNESS.
5. FROZEN MATERIAL OR SOFT, MUICY OR HIGHLY COMPRESSIBLE MATERIALS SHALL NOT BE INCORPORATED INTO EMBANKMENT SLOPES OF STRUCTURAL FILLS.
6. ALL DISTURBED AREAS WILL BE RESTORED IN ACCORDANCE WITH THE SOIL RESTORATION REQUIREMENTS IN TABLE 5.3 OF THE STORMWATER DESIGN MANUAL.

**STABILIZATION WITH MULCH:**

1. PROTECTIVE MATERIALS:
  - A. UNLIMITED SMALL-GRAIN STRAW OR SALT MAY BE SPREAD UNIFORMLY AT 90 TO 115 POUNDS PER 1,000 SQUARE FEET AND ANCHORED WITH A MULCH ANCHORING TOOL, LIQUID MULCH BINDERS OR NETTING BEDDOWN.
  - B. SYNTHETIC OR ORGANIC SOIL STABILIZERS MAY BE USED, UNDER SUITABLE CONDITIONS AND IN SUFFICIENT QUANTITIES.
  - C. WOOD-FIBER OR PAPER-FIBER MULCH AT THE RATE OF 1,500 POUNDS PER ACRE MAY BE APPLIED BY A HYDROSEEDER OR HYDROMULCHER.
  - D. MULCH NETTING, SUCH AS PAPER JUTE, EXCELSIOR, COTTON OR PLASTIC MAY BE USED.
  - E. EXCELSIOR MATTING SHALL BE USED ON SLOPES OF 1:4 OR STEEPER.
2. MULCH ANCHORING:
  - A. PEG AND TWINE - DRIVE 8 TO 10 INCH WOODEN PEGS TO WITHIN 2 TO 3 INCHES OF THE SOIL SURFACE EVERY 4 FEET IN ALL DIRECTIONS. STAKES MAY BE DRIVEN BEFORE AND AFTER APPLYING MULCH. SECURE MULCH TO SOIL SURFACE BY STRETCHING TWINE BETWEEN PEGS IN A CROSS-CROSS AND A SQUARE PATTERN. SECURE TWINE AROUND EACH PEG WITH TWO OR MORE ROUND TURNS.
  - B. MULCH NETTINGS - STAPLE PAPER, COTTON OR PLASTIC NETTINGS OVER MAT OR STRAW MULCH. USE A DEGRADABLE NETTING IN AREAS TO BE MOVED. NETTING IS USUALLY AVAILABLE IN ROLLS 4 FEET WIDE AND UP TO 300 FEET LONG.



THIS DRAWING WAS PREPARED AT THE SCALE INDICATED IN THE TITLE BLOCK. PROJECTIONS IN THE STATED SCALE MAY BE INTRODUCED WHICH DIMENSIONS ARE REPRODUCED BY ANY SCALE, USE THE GRAPHIC SCALE BAR IN THE TITLE BLOCK TO DETERMINE THE ACTUAL SCALE OF THIS DRAWING.

IT IS A VIOLATION OF LAW FOR ANY PERSON, UNLESS ACTING UNDER THE DIRECTION OF A LICENSED ENGINEER, TO ALTER THIS DOCUMENT.



NO.	DATE	ISSUED FOR CONSTRUCTION	DRAWING RELEASE
1	11/17/22		
2	3/18/24		
3	6/10/24		

GENERAL NOTES & OVERALL SITE PLAN



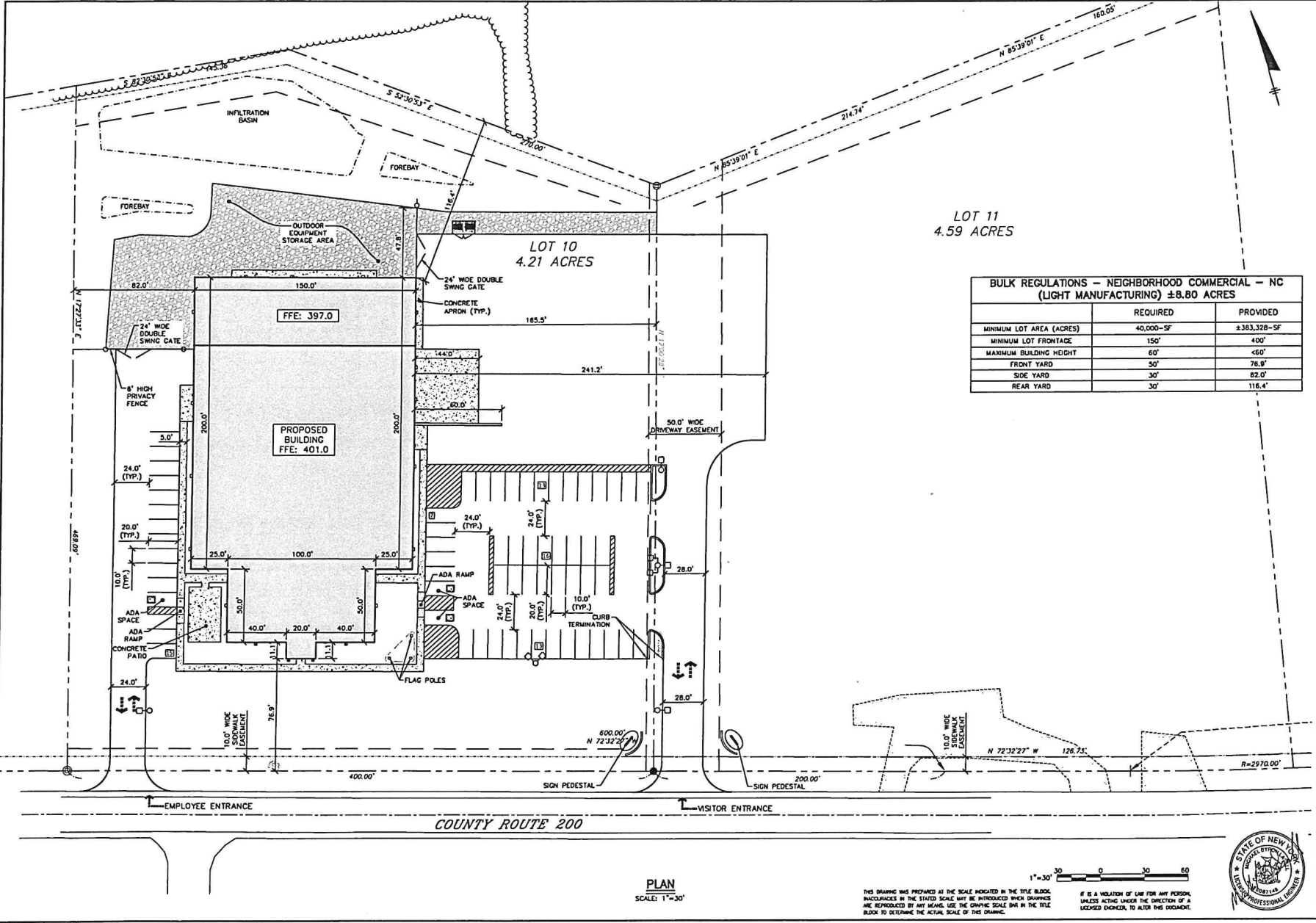
LAWMAN FACILITY  
LOT 10 - CORPORATE PARK  
TOWN OF WATERTOWN  
JEFFERSON COUNTY

PROJECT #  
22-312

DATE:  
NOVEMBER 2022

SHEET #  
C-001

SAVED: 6/19/24 9:58 AM



LOT 11  
4.59 ACRES

**BULK REGULATIONS - NEIGHBORHOOD COMMERCIAL - NC  
(LIGHT MANUFACTURING) ±8.80 ACRES**

	REQUIRED	PROVIDED
MINIMUM LOT AREA (ACRES)	40,000-SF	±383,328-SF
MINIMUM LOT FRONTAGE	150'	400'
MAXIMUM BUILDING HEIGHT	60'	<60'
FRONT YARD	50'	76.9'
SIDE YARD	30'	82.0'
REAR YARD	30'	116.4'

NO.	DATE	ISSUED FOR CONSTRUCTION	DRAWING RELEASE
D	6/25/24	LOWERED FINISHED FLOOR ELEVATION	
E	6/27/24	REVISED SITE PLANS LOCATION	
F	7/18/24	ISSUED FOR CONSTRUCTION	
A	11/17/22	ISSUED FOR CONSTRUCTION	

ENLARGED  
SITE PLAN



LAWMAN FACILITY PARK  
LOT 10 - CORPORATE PARK  
TOWN OF WATERTOWN  
JEFFERSON COUNTY

PROJECT #  
22-312

DATE:  
NOVEMBER 2022

SHEET #  
C-101

PLAN  
SCALE: 1"=30'

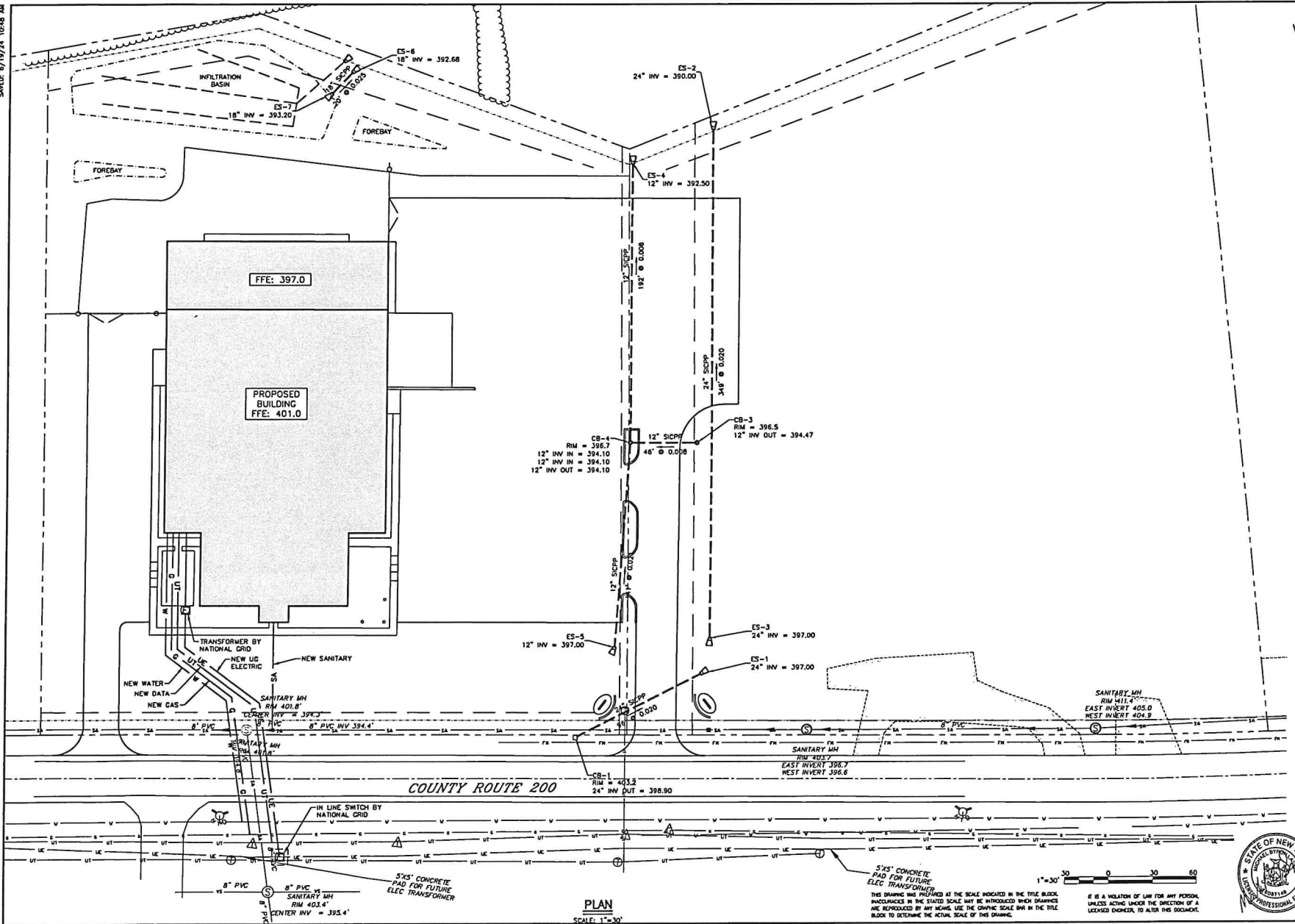


THIS DRAWING WAS PREPARED AT THE SCALE INDICATED IN THE TITLE BLOCK. DIMENSIONS IN THE STATED SCALE MAY BE INTRODUCED WHEN DRAWINGS ARE REPRODUCED BY ANY MEANS, USE THE GRAPHIC SCALE BAR IN THE TITLE BLOCK TO DETERMINE THE ACTUAL SCALE OF THIS DRAWING.

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SWED: 5/19/24 10:48 AM



NO.	DATE	ISSUED FOR	REVISION	CONTRACT NO.
D	5/8/24	LOWERED FINISHED FLOOR ELEVATION		
C	3/13/24	REVISED SITE		
B	3/18/24	REVISED BUILDING LOCATION		
A	11/17/22	ISSUED FOR CONSTRUCTION		

**SITE UTILITY PLAN**



LAWMAN FACILITY PARK  
LOT 10 - CORPORATE PARK  
TOWN OF WATERTOWN  
JEFFERSON COUNTY

PROJECT #  
22-312

DATE:  
NOVEMBER 2022

SHEET #  
C-102

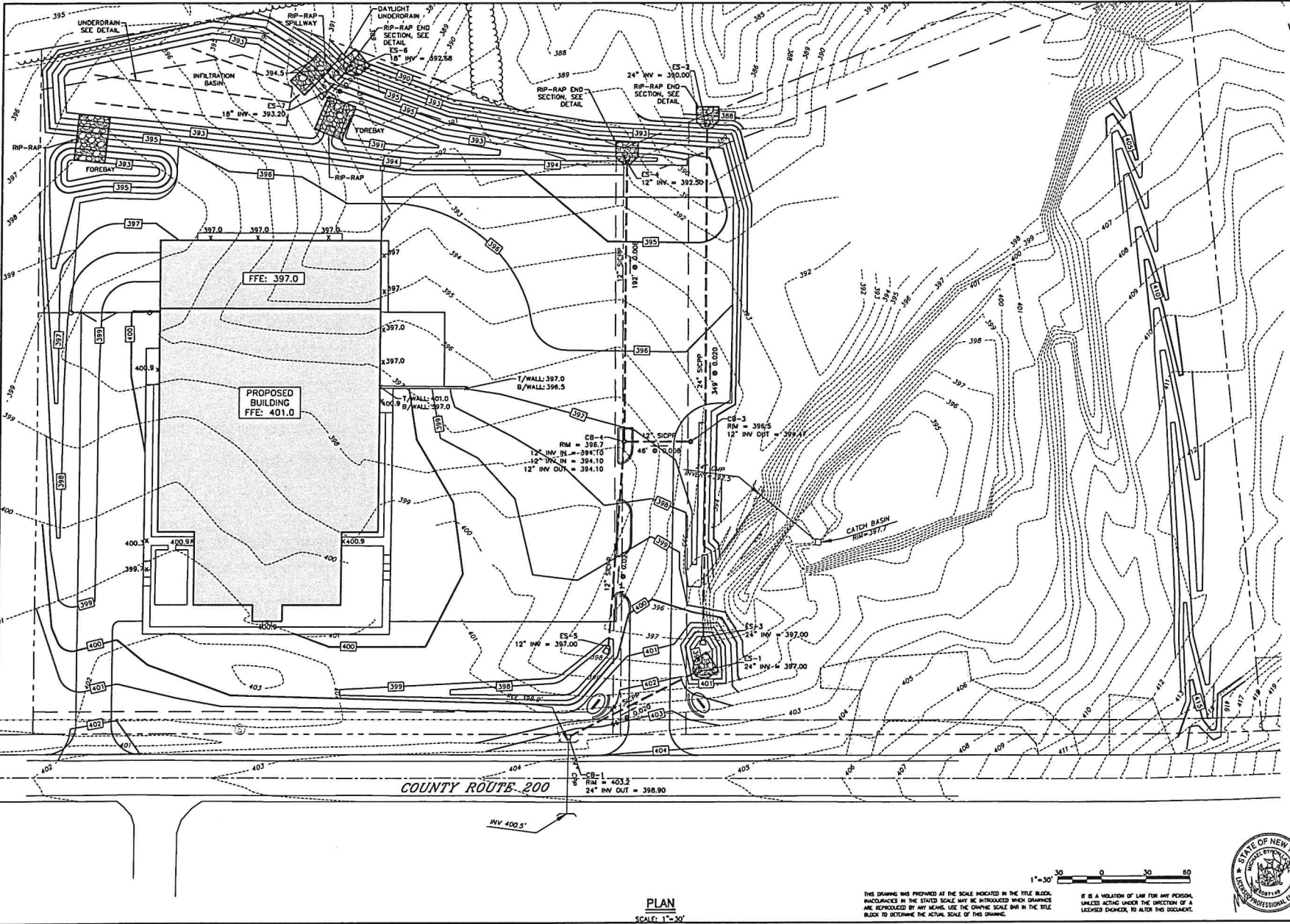


**PLAN**  
SCALE: 1"=30'

THIS DRAWING WAS PREPARED AT THE SCALE INDICATED IN THE TITLE BLOCK. DIMENSIONS IN THE STATED SCALE MAY BE INTRODUCED WHEN DIMENSIONS ARE REPRODUCED BY ANY MEANS. USE THE GRAPHIC SCALE BAR IN THE TITLE BLOCK TO DETERMINE THE ACTUAL SCALE OF THIS DRAWING.

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SWED: 6/19/24 10:00 AM



D	6/18/24	LOWEST FINISHED FLOOR ELEVATION
C	3/13/24	REVISED SITE
B	3/18/24	REVISED BUILDING LOCATION
A	11/17/22	ISSUED FOR CONSTRUCTION
NO.	DATE	DRAWING RELEASE

**SITE GRADING & DRAINAGE PLAN**

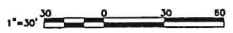


LAWMAN FACILITY PARK  
 TOWN OF WATERTOWN  
 JEFFERSON COUNTY

PROJECT #  
 22-312

DATE:  
 NOVEMBER 2022

SHEET #  
 C-103

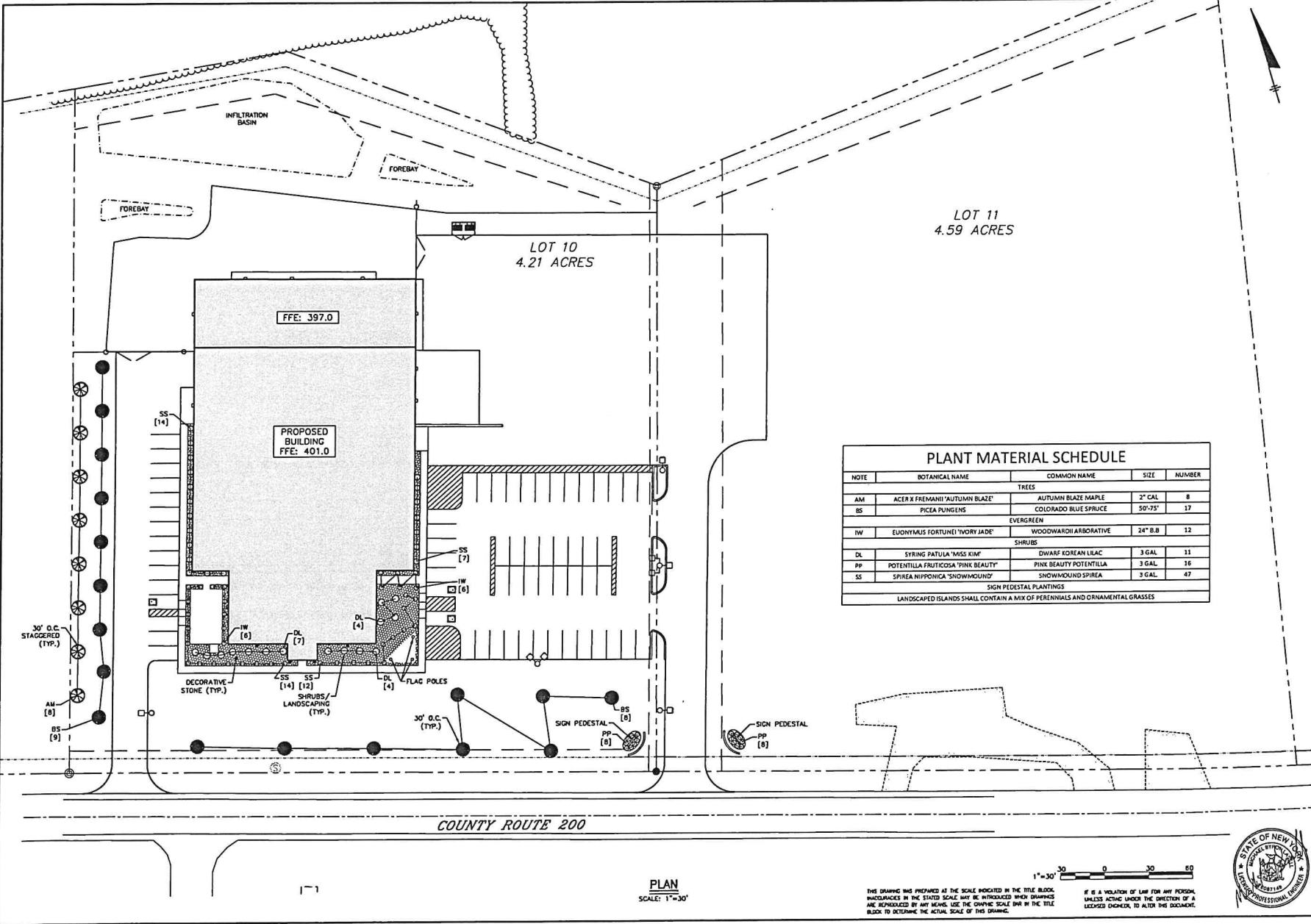


PLAN  
 SCALE: 1"=30'

THIS DRAWING WAS PREPARED AT THE SCALE INDICATED IN THE TITLE BLOCK. UNLESS OTHERWISE SPECIFIED IN THE DRAWING, ALL DIMENSIONS ARE TO BE REPRODUCED BY THE CONTRACTOR. LIST THE DRAWING SCALE AND IN THE TITLE BLOCK TO DETERMINE THE ACTUAL SCALE OF THIS DRAWING.

IF IT IS A VIOLATION OF LAW FOR ANY PERSON, UNLESS ACTING UNDER THE DIRECTION OF A LICENSED ENGINEER, TO ALTER THIS DOCUMENT.

SAVED: 6/19/24 10:03 AM



LOT 11  
4.59 ACRES

LOT 10  
4.21 ACRES

FFE: 397.0

PROPOSED BUILDING  
FFE: 401.0

PLANT MATERIAL SCHEDULE				
NOTE	BOTANICAL NAME	COMMON NAME	SIZE	NUMBER
TREES				
AM	ACER X FREEMANII 'AUTUMN BLAZE'	AUTUMN BLAZE MAPLE	2" CAL	8
BS	PICEA PUNGENS	COLORADO BLUE SPRUCE	50" T5	17
EVERGREENS				
IW	EUONYMUS FORTUNEI 'WOBY JADE'	WOODWARDIA ARBORVITAE	24" B.B.	12
SHRUBS				
DL	SYRINGA PATULA 'MISS KIM'	DWARF KOREAN LILAC	3 GAL	11
PP	POTENTILLA FRUTICOSA 'PINK BEAUTY'	PINK BEAUTY POTENTILLA	3 GAL	16
SS	SPIREA HIPPOCICA 'SNOWMOUND'	SNOWMOUND SPIREA	3 GAL	47
SIGN PEDESTAL PLANTINGS				
LANDSCAPED ISLANDS SHALL CONTAIN A MIX OF PERENNIALS AND ORNAMENTAL GRASSES				

NO.	DATE	REVISED	FINISHED	FLOOR ELEVATION	DRAWING RELEASE
A	6/19/24				

SITE LANDSCAPE PLAN

MBL ENGINEERING, PLLC

LAWMAN FACILITY PARK  
LOT 10 - CORPORATE PARK  
TOWN OF WATERTOWN  
JEFFERSON COUNTY

PROJECT #  
22-312

DATE  
NOVEMBER 2022

SHEET #  
C-104



PLAN  
SCALE: 1"=30'

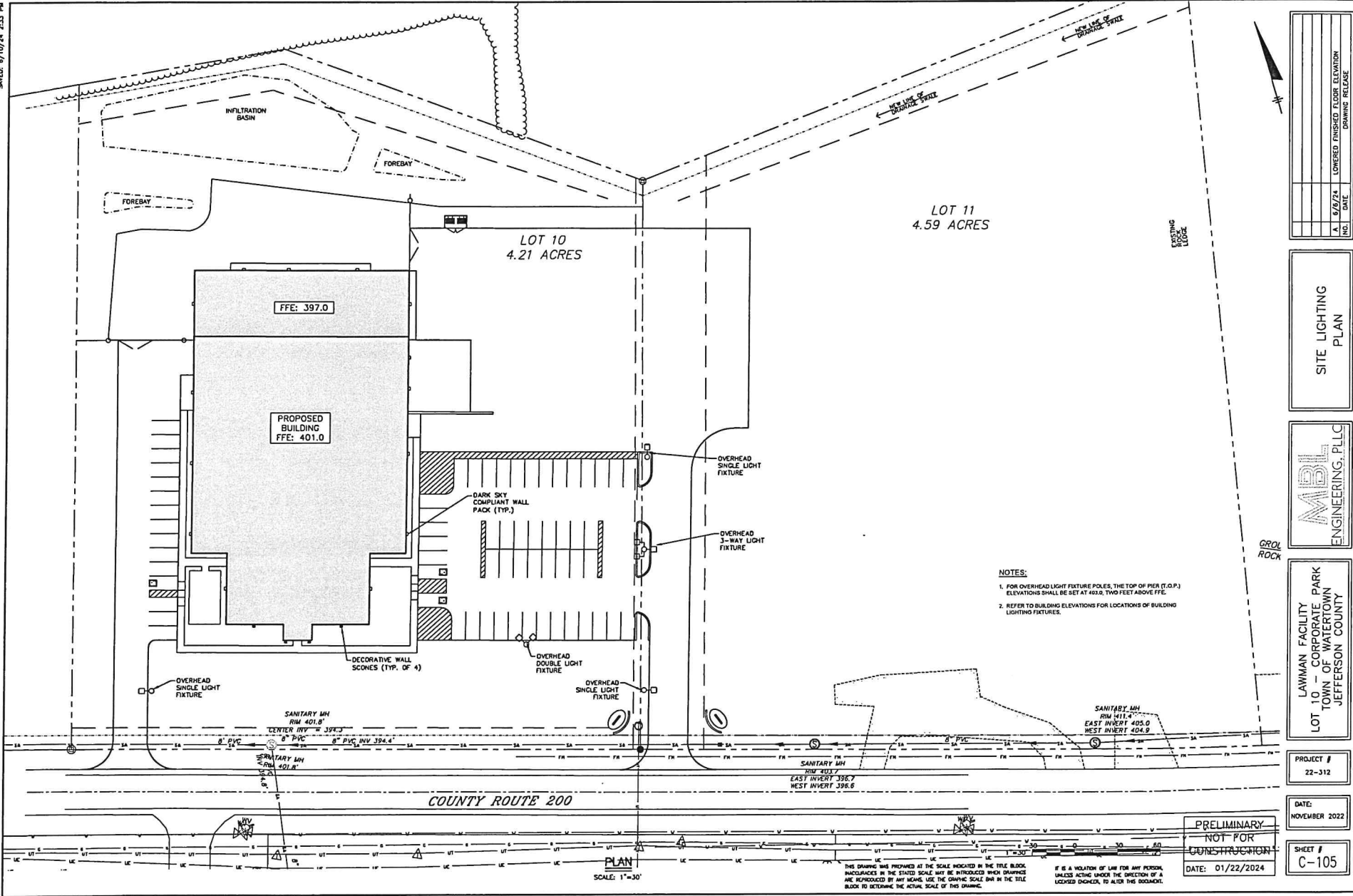


THIS DRAWING WAS PREPARED AT THE SCALE INDICATED IN THE TITLE BLOCK. DIMENSIONS IN THE SHOWN SCALE MAY BE INTRODUCED WHEN DIMENSIONS ARE REDUCED BY ANY MEANS, USE THE GRAPHIC SCALE BAR IN THE TITLE BLOCK TO DETERMINE THE ACTUAL SCALE OF THIS DRAWING.

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SAVED: 6/10/24 2:33 PM



- NOTES:
1. FOR OVERHEAD LIGHT FIXTURE POLES, THE TOP OF PIP (T.O.P.) ELEVATIONS SHALL BE SET AT 403.0, TWO FEET ABOVE FFE.
  2. REFER TO BUILDING ELEVATIONS FOR LOCATIONS OF BUILDING LIGHTING FIXTURES.

NO.	DATE	LOWERED FINISHED FLOOR ELEVATION	DRAWING RELEASE
A	6/6/24		

SITE LIGHTING PLAN



LAWMAN FACILITY PARK  
TOWN OF WATERTOWN  
JEFFERSON COUNTY

PROJECT #  
22-312

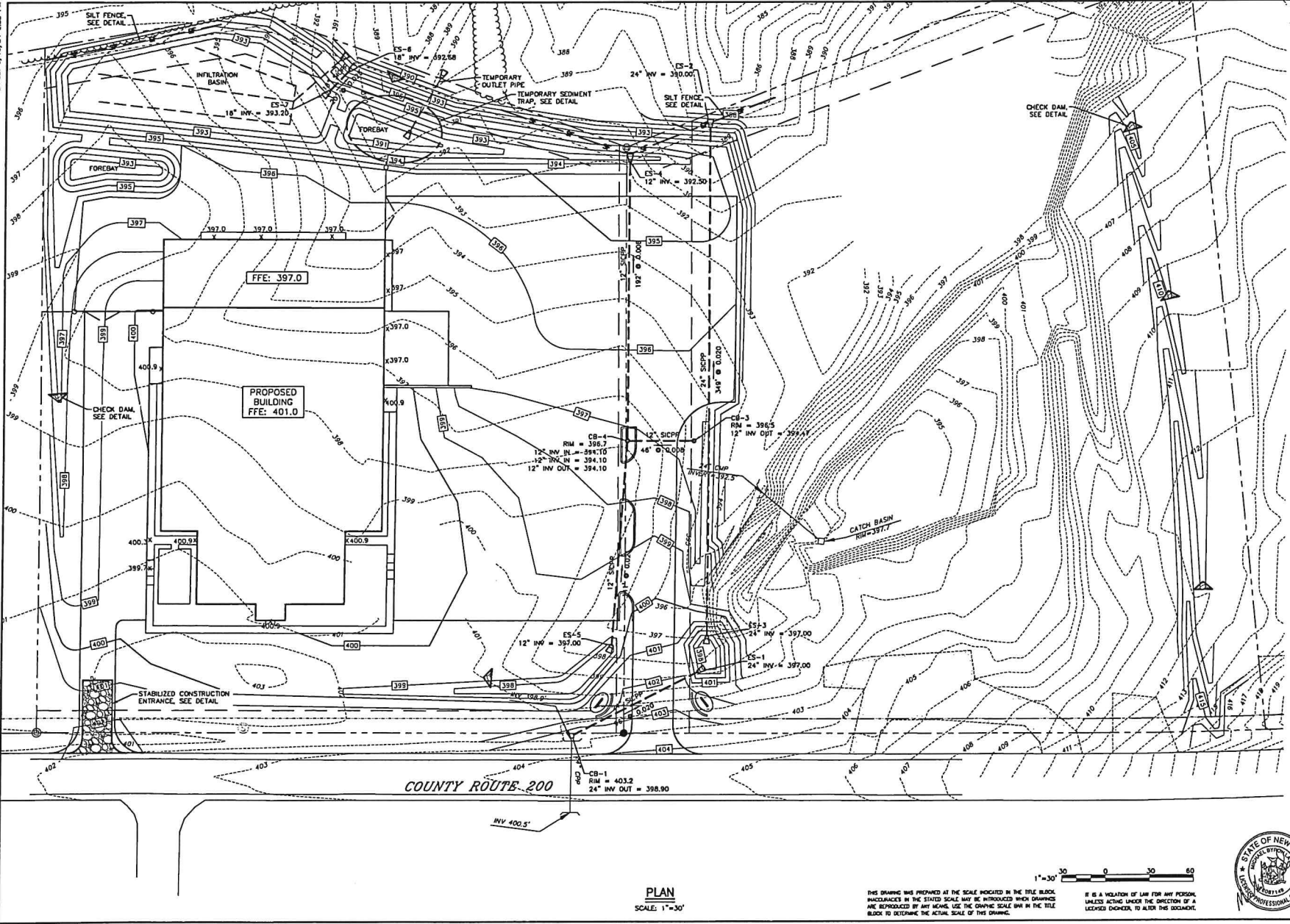
DATE:  
NOVEMBER 2022

SHEET #  
C-105

PRELIMINARY  
NOT FOR  
CONSTRUCTION  
DATE: 01/22/2024

THIS DRAWING WAS PREPARED AT THE SCALE INDICATED IN THE TITLE BLOCK. UNLESS OTHERWISE SPECIFIED, ALL DIMENSIONS SHALL BE IN FEET AND INCHES. UNLESS OTHERWISE SPECIFIED, ALL DIMENSIONS SHALL BE TO FACE UNLESS INDICATED OTHERWISE. IF A VIOLATION OF LAW FOR ANY PERSON, UNLESS ACTING UNDER THE DIRECTION OF A LICENSED ENGINEER, TO ALTER THIS DOCUMENT.

SAVED: 6/10/24 2:55 PM



D	6/6/24	CONFERRED FINISHED FLOOR ELEVATION
E	3/18/24	REVISED BUILDING LOCATION
A	11/17/22	ISSUED FOR CONSTRUCTION
NO.	DATE	DRAWING RELEASE

ESC PLAN



LAWMAN FACILITY PARK  
 LOT 10 - CORPORATE PARK  
 TOWN OF WATERTOWN  
 JEFFERSON COUNTY

PROJECT #  
 22-312

DATE  
 NOVEMBER 2022

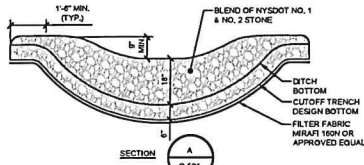
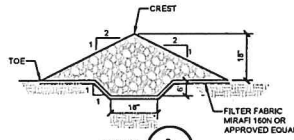
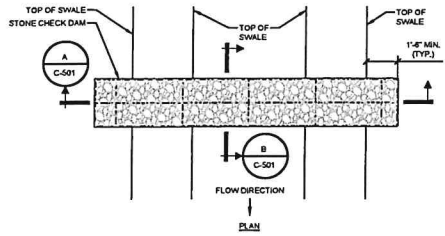
SHEET #  
 C-106



PLAN  
 SCALE: 1"=30'

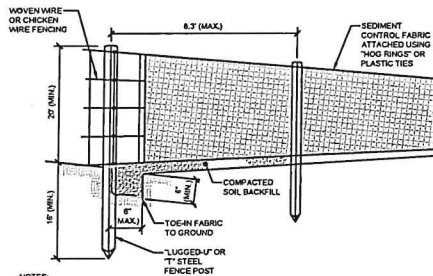
THIS DRAWING WAS PREPARED AT THE SCALE INDICATED IN THE TITLE BLOCK. DIMENSIONS IN THE STATED SCALE MAY BE INTRODUCED WHEN DIMENSIONS ARE REPRODUCED BY ANY MEANS. USE THE GRAPHIC SCALE BAR IN THE TITLE BLOCK TO DETERMINE THE ACTUAL SCALE OF THIS DRAWING.

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- NOTES:**
- STONE SHALL BE PLACED ON A FILTER FABRIC FOUNDATION.
  - SET SPACING OF CHECK DAMS SUCH THAT THE ELEVATION OF THE CREST OF THE DOWNSTREAM DAM IS AT THE SAME ELEVATION OF THE TOE OF THE UPSTREAM DAM.
  - EXTEND THE STONE A MINIMUM OF 1.5' BEYOND THE DITCH BANKS TO PREVENT CUTTING AROUND THE DAM.

**(A) STONE CHECK DAM DETAIL**  
NOT TO SCALE



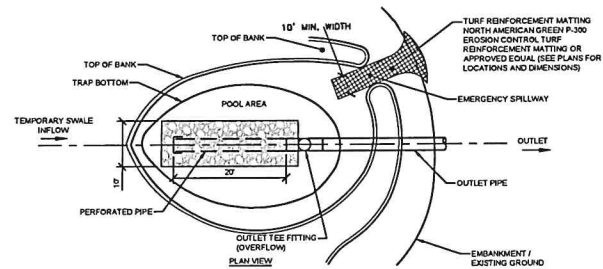
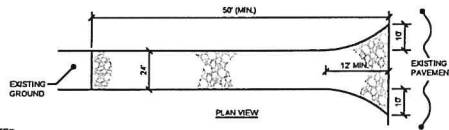
- NOTES:**
- SILT FENCE SHALL BE PLACED AS INDICATED ON THE EROSION CONTROL PLANS.
  - WOVEN WIRE FENCE TO BE FASTENED SECURELY TO FENCE POSTS WITH WIRE TIES OR STAPLES.
  - FILTER CLOTH TO BE FASTENED SECURELY TO WOVEN WIRE FENCE WITH TIES SPACED EVERY 24" AT TOP AND MID SECTION.
  - WHEN TWO SECTIONS OF FILTER CLOTH ADJOIN EACH OTHER THEY SHALL BE OVER-LAPPED BY SIX INCHES AND FOLDED.
  - MAINTENANCE SHALL BE PERFORMED AS NEEDED AND MATERIAL REMOVED WHEN "BULGES" DEVELOP IN THE SILT FENCE.
  - FENCE TO BE ALIGNED ALONG CONTOUR AS CLOSELY AS POSSIBLE.
  - FENCE SHALL BE DOUBLED AT THE TOE OF ALL SLOPES GREATER THAN 15 PERCENT, AND ADJACENT TO WATER BODIES, WETLANDS AND ALL ENVIRONMENTAL SENSITIVE AREAS.

**(C) SILT FENCE DETAIL**  
NOT TO SCALE

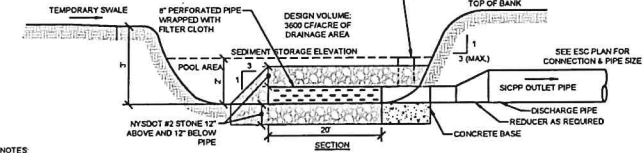
**NOTES:**

- STONE SIZE - USE 2" STONE, OR RECLAIMED OR RECYCLED CONCRETE EQUIVALENT.
- LENGTH - AS REQUIRED, BUT NOT LESS THAN 50 FEET
- THICKNESS - NOT LESS THAN 6"
- WIDTH 24" MINIMUM, BUT NOT LESS THAN THE FULL WIDTH AT POINTS WHERE EGRESS OCCURS.
- FILTER FABRIC (MIRAF) 140N OR EQUAL - WILL BE PLACED OVER THE ENTIRE AREA PRIOR TO PLACING OF STONE.
- SURFACE WATER - ALL SURFACE WATER FLOWING OR DIVERTED TOWARDS CONSTRUCTION ENTRANCES SHALL BE PIPED ACROSS THE ENTRANCE. IF PIPING IS NOT POSSIBLE, A MOUNTABLE BERM 3" WIDE (MIN) WITH 5:1 SLOPES WILL BE PERMITTED.
- MAINTENANCE - THE ENTRANCES SHALL BE MAINTAINED IN A CONDITION WHICH WILL PREVENT TRACKING OR FLOWING OF SEDIMENT ONTO PUBLIC RIGHTS-OF-WAY. THIS MAY REQUIRE PERIODIC OP DRESSING WITH ADDITIONAL STONE AS CONDITIONS DEMAND AND REPAIR AND/OR CLEAN OUT OF ANY MEASURES USED TO TRAP SEDIMENT. ALL SEDIMENT SPILLED, DROPPED, WASHED OR TRACKED ONTO PUBLIC RIGHTS-OF-WAY MUST BE REMOVED IMMEDIATELY.
- WASHING - WHEELS SHALL BE CLEANED TO REMOVE SEDIMENT PRIOR TO ENTRANCE ONTO PUBLIC RIGHTS-OF-WAY. WHEN WASHING IS REQUIRED, IT SHALL BE DONE ON AN AREA STABILIZED WITH STONE AND WHICH DRAINS INTO ADJACENT SEDIMENT BASINS.
- PERIODIC INSPECTION AND NEEDED MAINTENANCE SHALL BE PROVIDED IN ACCORDANCE WITH THE PROJECT STORM WATER POLLUTION PREVENTION PLAN.
- CONTRACTOR SHALL FIELD LOCATE AS REQUIRED WITH APPROVAL BY THE OWNER'S REPRESENTATIVE.

**(B) STABILIZED CONSTRUCTION ENTRANCE DETAIL**  
NOT TO SCALE

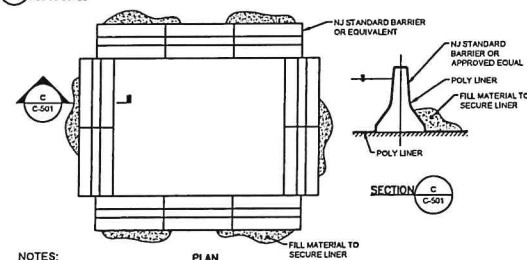


PLAN AND PROFILE VIEWS ARE GENERAL AND FOR ILLUSTRATION ONLY. SPECIFIC GEOMETRY AND LAYOUT ARE IN ACCORDANCE WITH THE GRADING & DRAINAGE PLAN. ELEVATIONS ARE PRESENTED IN THE TABLE BELOW.



- NOTES:**
- TRAP SHALL BE FIELD LOCATED IN AN AREA DOWNSTREAM OF SOIL DISTURBANCE ACTIVITIES AND IN AN AREA TO WHICH STORMWATER RUNOFF FROM THE CONSTRUCTION SITE CAN BE DIRECTED TO. THE TRAP SHALL NOT BE LOCATED WITHIN A PERMANENT BIOFILTRATION AREA.
  - PIPE SHALL BE PERFORATED WITH ONE INCH HOLES SPACED SIX INCHES VERTICALLY AND HORIZONTALLY AND LOCATED IN THE CONCAVE PORTION OF THE CORRUGATED PIPE. RISER PIPE SHALL BE WRAPPED WITH 1/2 TO 1/4 INCH HARDWARE CLOTH WIRE AND WRAPPED WITH GEOTEXTILE FABRIC (MIRAF) 140N OR APPROVED EQUAL. SECURE HARDWARE CLOTH WIRE AND GEOTEXTILE FABRIC TO RISER PIPES WITH STAINLESS STEEL BANDS AT TOP AND BOTTOM.
  - ALL AREA UNDER EMBANKMENT SHALL BE CLEARED, GRUBBED AND STRIPPED OF ANY VEGETATION AND ROOT MAT. THE POOL AREA SHALL BE CLEARED.
  - ALL FILL MATERIAL FOR THE EMBANKMENT SHALL BE FREE FROM ROOTS OR OTHER WOODY VEGETATION AS WELL AS OVER-SIZED STONE, ROCKS, ORGANIC MATERIAL OR OTHER OBJECTIONABLE MATERIAL. THE EMBANKMENT SHALL BE COMPACTED WITH EQUIPMENT WHILE IT IS BEING CONSTRUCTED. MAXIMUM HEIGHT OF EMBANKMENT SHALL BE 5' MEASURED AT CENTERLINE OF EMBANKMENT.
  - FILTER CLOTH SHALL BE PLACED OVER THE BOTTOM AND SIDES OF THE OUTLET CHANNEL PRIOR TO PLACEMENT OF STONE. SECTIONS OF FABRIC MUST OVERLAP AT LEAST ONE FOOT WITH SECTION NEAREST ENTRANCE PLACED ON TOP. FABRIC SHALL BE EMBEDDED AT LEAST SIX INCHES INTO EXISTING GROUND AT ENTRANCE OF OUTLET CHANNEL.
  - CONSTRUCT RIP-RAP APRON AT PIPE OUTLET USING NYSOOT ITEM NO. 6203M AND A LAYER OF GEOTEXTILE FABRIC (MIRAF) 140 OR APPROVED EQUAL. REFER TO RIP-RAP APRON DETAIL ON SHEET G-12
  - SEDIMENT SHALL BE REMOVED AND TRAP RESTORED TO ITS ORIGINAL DIMENSIONS WHEN SEDIMENT HAS ACCUMULATED TO 1/2 THE HEIGHT OF THE RISER PIPE. REMOVED SEDIMENT SHALL BE DEPOSITED IN A SUITABLE AREA AND IN SUCH A MANNER THAT IT WILL NOT ERODE.
  - THE SEDIMENT TRAPS SHALL BE INSPECTED AFTER EACH RAIN EVENT AND REPAIRED AS NEEDED.
  - WATER FROM DEWATERING OPERATIONS SHALL BE DIVERTED OR TRANSPORTED TO A SEDIMENT TRAP BEFORE BEING DISCHARGED OFF-SITE. ALTERNATIVE TREATMENT METHODS SHALL BE APPROVED BY THE OWNER'S REPRESENTATIVE PRIOR TO IMPLEMENTATION.

**(D) TEMPORARY PIPE OUTLET SEDIMENT TRAP DETAIL**  
NOT TO SCALE



- NOTES:**
- CONTRACTOR SHALL INSTALL PER NYS DEC STANDARDS AND SPECIFICATIONS FOR EROSION AND SEDIMENT CONTROL.
  - CONTRACTOR TO FIELD LOCATE AND OBTAIN APPROVAL FROM OWNER'S REPRESENTATIVE PRIOR TO DISCHARGING CONCRETE WASH WATER.
  - WATER MAY BE PLACED ONCE CONCRETE IS CURED AND 24 HOURS OF SETTLEMENT HAS OCCURRED.
  - CONTRACTOR TO DISPOSE OF CURED CONCRETE OFFSITE OR IN LOCATION APPROVED BY OWNER.
  - SHALL BE SIZED TO CONTAIN ALL CONCRETE WASH-WATER AND HOLD FOR A 24 HOUR PERIOD.

**(E) CONCRETE WASHDOWN CONTAINMENT AREA**  
NOT TO SCALE

NO.	DATE	ISSUED FOR CONSTRUCTION
A	11/17/22	DATE

ESC  
DETAILS

M.B.L.  
ENGINEERING, P.L.L.C.

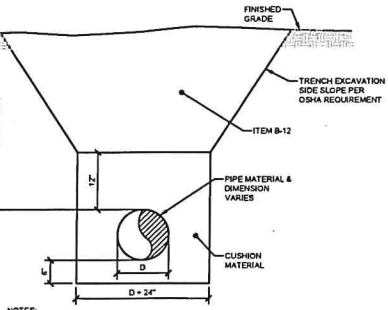
LAWMAN FACILITY  
CORPORATE PARK  
TOWN OF WATERTOWN  
JEFFERSON COUNTY

PROJECT #  
22-312

DATE:  
NOVEMBER 2022

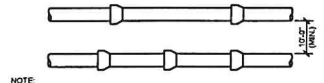
SHEET #  
C-501



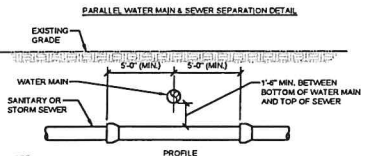


- NOTES:**
- MINIMUM COVER FROM FINISHED GRADE TO TOP OF PIPE SHALL BE AS FOLLOWS UNLESS OTHERWISE NOTED:
    - DOMESTIC WATER - 5' MIN.
    - SANITARY - 4' MIN.
    - STORM - VARIES
  - NATIONAL GRID SHALL PROVIDE INSTALLATION OF GAS MAIN, INCLUDING BACKFILL AND COMPACTION.

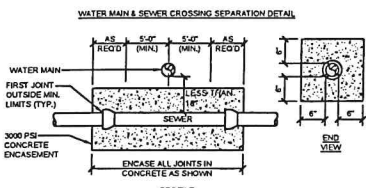
**A TYPICAL TRENCH DETAIL**  
NOT TO SCALE



**NOTE:**  
A MINIMUM HORIZONTAL SEPARATION OF 10'-0" SHALL BE MAINTAINED BETWEEN WATER MAINS & ALL STORM & SANITARY SEWERS. ANY DEVIATION OF THE MINIMUM 10'-0" HORIZONTAL SEPARATION SHALL BE APPROVED BY THE REVENUE AGENCY PRIOR TO CONSTRUCTION.

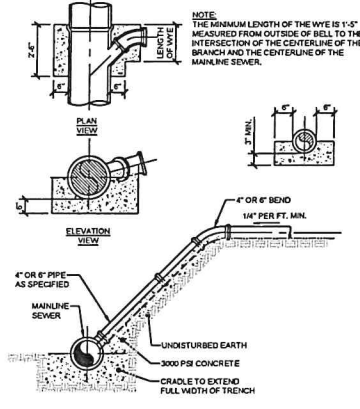


**NOTE:**  
IF MINIMUM SEPARATION DISTANCES SHOWN CAN NOT BE MET, SEE CROSSING REQUIREMENTS BELOW.



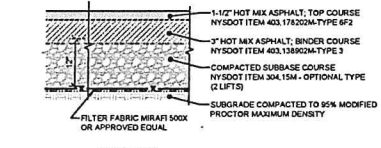
- NOTE:**
- ENCASE IN CONCRETE ALL SEWER JOINTS WITHIN 10 FT. OF WATER CROSSING.

**B TYPICAL WATER MAIN AND SEWER SEPARATION DETAIL**  
NOT TO SCALE

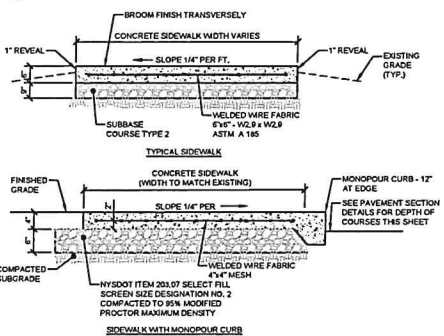


- NOTE:**
- LATERALS TO UICHT LOTS WILL BE TERMINATED WITH THE PUMPED ENDERS POSITION, APPROXIMATELY 2' BEYOND THE CURB LINE AND CAPPED. PROVIDE 24" PRESSURE TREATED LUMBER FROM PIPE CROWN TO WITHIN 6" OF GRADE FOR LOCATING.

**C TYPICAL LATERAL & RISER CONNECTION**  
NOT TO SCALE

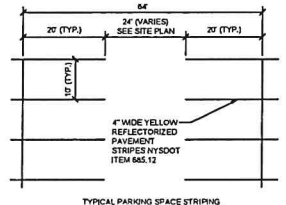
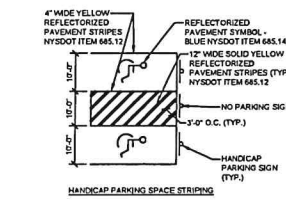


**D ASPHALT CONCRETE PAVEMENT SECTIONS**  
NOT TO SCALE



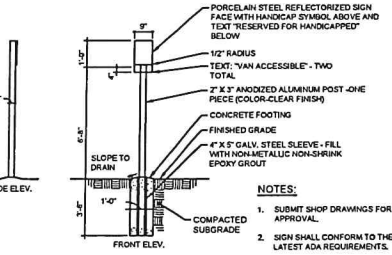
- NOTES:**
- CONCRETE SHALL BE 4500 P.S.I. (MIN) AIR ENTRAINED CONCRETE.
  - FULL DEPTH EXPANSION JOINTS SHALL BE PROVIDED EVERY 25'; MARKED JOINTS SHALL BE AT 5' SPACING AND FORMED BY A GROOVING TOOL. SEE EXPANSION JOINT DETAIL ON SHEET G-8.
  - CONCRETE SURFACE SHALL BE BROOM FINISHED PERPENDICULAR TO THE DIRECTION OF TRAVEL.

**E TYPICAL SIDEWALK DETAIL**  
NOT TO SCALE

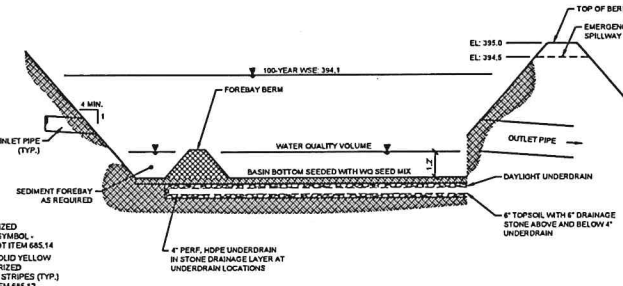


- NOTE:**
- PAVEMENT MARKINGS SHALL BE EPOXY REFLECTORIZED AS SPECIFIED IN THE NYSDOT STANDARD SPECIFICATIONS SECTION 645, AND IN CONFORMANCE WITH THE MUTCD.

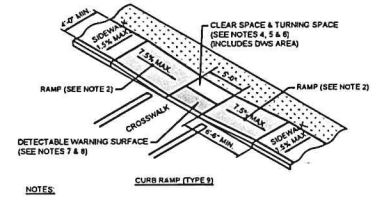
**F STRIPING DETAILS**  
NOT TO SCALE



**G HANDICAP PARKING SIGN**  
NOT TO SCALE

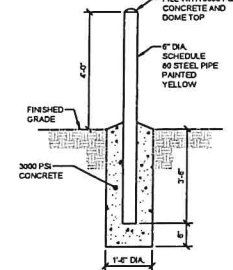


**H INFILTRATION BASIN SECTION**  
NOT TO SCALE



- NOTES:**
- THE MINIMUM WIDTH OF A CURB RAMP SHALL BE 4'-0".
  - THE GRADE (RUNNING SLOPE) OF A CURB RAMP SHALL BE A MINIMUM OF 5%, THE GRADE FOR DESIGN AND LAYOUT SHALL BE A MAXIMUM OF 7.5%. THE GRADE FOR ADA ACCESSIBILITY AND WORK ACCEPTANCE SHALL BE A MAXIMUM OF 8.3%.
  - WHERE A PEDESTRIAN CIRCULATION PATH CROSSES THE CURB RAMP, FLARED SIDES SHALL BE INSTALLED WITH A MAXIMUM SLOPE OF 8.5% FOR DESIGN AND LAYOUT, AND 10% MAXIMUM FOR WORK ACCEPTANCE. THE SLOPE OF FLARED SIDES IS MEASURED PARALLEL TO THE CURB LINE.
  - WHERE A CHANGE IN DIRECTION IS REQUIRED TO UTILIZE A CURB RAMP, A TURNING SPACE SHALL BE PROVIDED AT THE BASE OR AT THE TOP OF CURB RAMP AS APPLICABLE. TURNING SPACES SHALL BE PERMITTED TO OVERLAP CLEAR SPACES.
  - BEYOND THE BOTTOM GRADE BREAK, A CLEAR SPACE OF 4'-0" X 4'-0" MINIMUM SHALL BE PROVIDED WITHIN THE WIDTH OF THE PEDESTRIAN CROSSWALK, AND OUTSIDE THE PARALLEL VEHICLE TRAVEL LANE, THE CLEAR SPACE MAY OVERLAP TURNING SPACES, DETECTABLE WARNING SURFACES, AND DROP CURBS.
  - TURNING SPACES SHALL NOT BE DESIGNED WITH CROSS SLOPE GREATER THAN 1.5% IN ANY DIRECTION, WHILE PROVIDING POSITIVE DRAINAGE THE MAXIMUM CROSS SLOPE FOR WORK ACCEPTANCE IS 2.0%. A NONSTANDARD FEATURE ILLUSTRATION IS REQUIRED WHERE TURNING SPACES EXCEED 2.0% IN ANY DIRECTION.
  - THE DETAILS PROVIDED ARE NOT DRAWN TO SCALE. THE QUANTITY OF DOMES DEPICTED IN THE DETECTABLE WARNING SURFACE (DWS) IS FOR ILLUSTRATION ONLY. THE SIZE OF THE DETECTABLE WARNING FIELD SHALL BE 2' MINIMUM IN THE DIRECTION OF TRAVEL AND SHALL EXTEND THE FULL WIDTH OF THE CURB RAMP OR FLUSH SURFACE, EXCLUDING ANY FLARED SIDES. THE WIDTH OF THE DETECTABLE WARNING FIELD INCLUDES A CONCRETE BORDER IF PROVIDED.
  - ON SLOPES OF 5% OR GREATER, THE ROWS OF DOMES SHALL BE ALIGNED TO BE PERPENDICULAR OR RADIAL TO THE LOWER GRADE BREAK ON THE RAMP RUN.

**I SIDEWALK CURB RAMP DETAIL**  
NOT TO SCALE



**J BOLLARD DETAIL**  
NOT TO SCALE

NO.	DATE
1	11/17/23
ISSUED FOR CONSTRUCTION DRAWING RELEASE	

MISCELLANEOUS DETAILS

MOBILITY ENGINEERING, PLLC

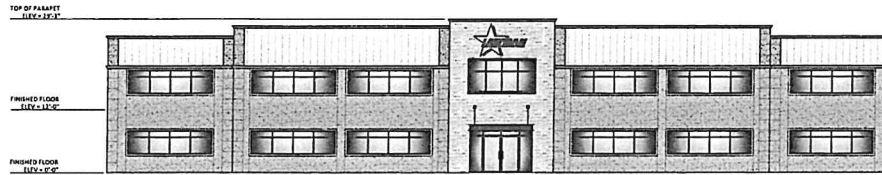
LAWMAN FACILITY  
LOT 10 CORPORATE PARK  
TOWN OF WATERTOWN  
JEFFERSON COUNTY

PROJECT #  
22-312

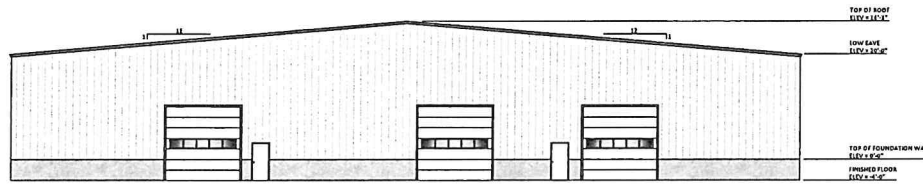
DATE:  
NOVEMBER 2022

SHEET #  
C-502

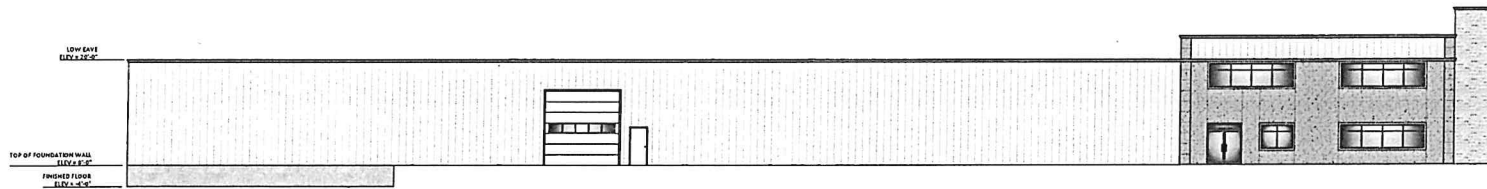




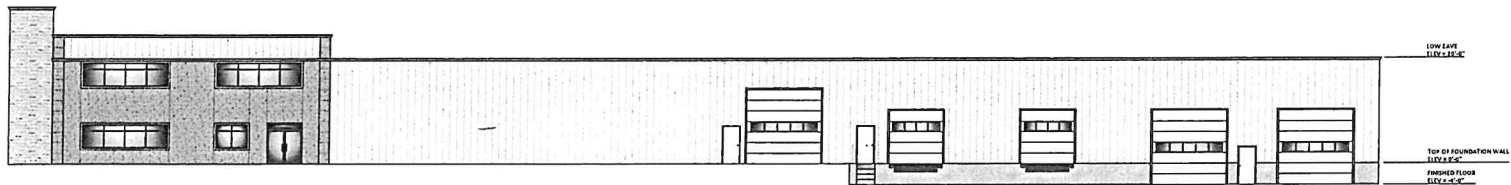
**SOUTH EXTERIOR ELEVATION VIEW**  
SCALE: 3/32" = 1'-0"



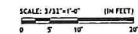
**NORTH EXTERIOR ELEVATION VIEW**  
SCALE: 3/32" = 1'-0"



**WEST EXTERIOR ELEVATION VIEW**  
SCALE: 3/32" = 1'-0"



**EAST EXTERIOR ELEVATION VIEW**  
SCALE: 3/32" = 1'-0"



**DESIGN BUILD**  
INNOVATIONS

**LEGAL DISCLAIMER**  
THIS DRAWING IS THE PROPERTY OF LAWMAN HEATING AND COOLING, INC. AND/OR DBL, LLC. IT MAY NOT BE REPRODUCED OR DISTRIBUTED IN ANY FORM TO ANY OUTSIDE PARTY WITHOUT THE WRITTEN CONSENT OF LAWMAN HEATING AND COOLING, INC. AND / OR DBL, LLC.

DATE	NOTES	REVISIONS:
		NO.

**PROPOSED LAWMAN HEADQUARTERS**

TOWN OF WATERTOWN - JEFFERSON COUNTY - STATE OF NEW YORK

SHEET TITLE: EXTERIOR ELEVATION VIEWS

ADDRESS: LOT #10 CORPORATE PARK

PRELIMINARY NOT FOR CONSTRUCTION

STAMP:

JOB NO: 055-22-008  
ISSUE DATE: 05-06-2024  
DRAWN BY: J. DICKINSON  
CHECKED BY: M. LUNDY  
APPROVED BY:  
SCALE: AS NOTED  
DRAWING NO:

**EV-1**

**ORGANIZATIONAL RESOLUTION  
DEFERIET REDEVELOPMENT CORPORATION**

The initial meeting of the Initial Directors of the Deferiet Redevelopment Corporation was convened on June 27, 2024 at 8:45 a.m.

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

Resolution No. 06.27.2024.01

ORGANIZATIONAL RESOLUTION OF THE INITIAL DIRECTORS  
OF THE DEFERIET REDEVELOPMENT CORPORATION  
ADOPTING CERTAIN POLICIES, STANDARDS AND  
PROCEDURES RELATING TO ITS ORGANIZATION AND IN  
CONNECTION WITH THE PUBLIC AUTHORITIES  
ACCOUNTABILITY ACT OF 2005, AS AMENDED BY CHAPTER  
506 OF THE LAWS OF 2009 OF THE STATE OF NEW YORK

**WHEREAS**, pursuant to Section 1411 of the Not-for-Profit Corporation Law (herein, the “N-PCL” or the “Act”), a Certificate of Incorporation (the “Certificate”) establishing the Corporation was filed with the New York Secretary of State on March 15, 2024 (a copy of said Certificate being attached hereto as **Exhibit A**); and

**WHEREAS**, the Initial Directors (as established within the Certificate) of the Corporation (hereinafter, the “Board”), desire to adopt proposed By-laws of the Corporation in accordance with applicable provisions of the N-PCL, such proposed By-laws being attached hereto as **Exhibit B**; and

**WHEREAS**, pursuant to Section 2 of the Public Authorities Law (“PAL”) of the State, the provisions of the Public Authorities Accountability Act of 2005, as amended by Chapter 506 of the Laws of 2009 of the State of New York (“PAAA”) apply to certain defined “local authorities”, including the Corporation; and

**WHEREAS**, the Corporation, by and through the Board, desires to take certain other initial organizational matters, including the adoption of certain policies, standards and procedures to comply with the provisions of the PAAA, Open Meetings Law and Freedom of Information Law.

**NOW, THEREFORE, BE IT RESOLVED** by the Initial Directors of the Corporation as follows:

Section 1. Pursuant to the Certificate, the following persons are listed as the Initial Directors of the Corporation, ex officio, in their respective capacities as appointed members of the Jefferson County Industrial Development Agency (the “Agency”):

Name	Address
Robert E. Aliasso, Jr.	800 Starbuck Avenue, Watertown, New York 13601
David J. Converse	800 Starbuck Avenue, Watertown, New York 13601
John Condino	800 Starbuck Avenue, Watertown, New York 13601
William W. Johnson	800 Starbuck Avenue, Watertown, New York 13601
Lisa L'Huillier	800 Starbuck Avenue, Watertown, New York 13601
W. Edward Walldroff	800 Starbuck Avenue, Watertown, New York 13601
Paul J. Warneck	800 Starbuck Avenue, Watertown, New York 13601

Section 2. The Directors of the Corporation hereby adopt the By-laws of the Corporation, in the form attached hereto as **Exhibit B**, with the revisions discussed as discussed and approved by the Initial Directors at this meeting.

Section 3. Pursuant to and in accordance with the Certificate and By-laws of the Corporation, the Agency, as sole member of the Corporation, is empowered to appoint the Directors of the Corporation, which pursuant to an Agency authorizing resolution adopted on March 7, 2024, shall be comprised of seven (7) directors, including three (3) members of the Agency (including the Agency's member serving on the County Legislature), two (2) Directors from the Jefferson County Local Development Corporation, the Supervisor of the Town Of Wilna (ex officio), and the Mayor of the Village of Deferiet (ex officio).

In accordance with the foregoing, the Agency has appointed the following Board of Directors of the Corporation, who shall be seated and commence service following the adoption of this Organizational Resolution of the Initial Directors:

Name	Address
John Condino	800 Starbuck Avenue, Watertown, New York 13601
David J. Converse	800 Starbuck Avenue, Watertown, New York 13601
Lisa L'Huillier	800 Starbuck Avenue, Watertown, New York 13601
Robert Aiken	800 Starbuck Avenue, Watertown, New York 13601
William W. Johnson	800 Starbuck Avenue, Watertown, New York 13601
Joe Cook	68 Riverside Drive, Deferiet, NY 13628
Paul Smith	414 State Street, Carthage, NY 13619

Section 4. Pursuant to and in accordance with the By-laws of the Corporation, the Directors of the Corporation shall elect officers, appoint the positions of Chief Executive Officer, Chief Financial Officer and Acting Secretary, along with approving the engagement of professional services as required to fulfil the mission of the Corporation. The foregoing officers shall enter upon the discharge of their duties as provided in the By-Laws of the Corporation.

Section 5. All acts and transactions of any incorporator or director, including the Initial Directors, as defined within the Certificate, or the persons named herein as officers of the Corporation that were taken or made prior to and including the date of the creation of the Corporation and all acts and transactions (if any) of any director, and the

persons named herein as officers of the Corporation that were taken or made from the date of creation of the Corporation to the date of this resolution are ratified and approved.

Section 6. The Chair, Vice Chair, Chief Executive Officer, and Directors and other authorized representatives of the Corporation are hereby authorized, empowered and directed to do all things, and acts and to execute all documents as may be necessary, or advisable and proper, to carry on the business of the Corporation, for and on behalf of the Corporation, including, but not limited to, establishing a federal Employer Identification Number (“EIN”) for the Corporation and applying to the Internal Revenue Service and to the New York Department of Taxation and Finance for tax-exempt status and recognition.

Section 7. The Chair, Vice Chair, Chief Executive Officer, and Directors and other authorized representatives of the Corporation are hereby directed to develop a budget for the Corporation, with such budget to be reviewed, and if necessary, modified, for acceptance and approval at the next meeting of the Board.

Section 8. As required pursuant to subdivision 2 of Section 2824 of the PAL, all Directors shall participate in State-approved training regarding their legal, fiduciary, financial and ethical responsibilities as directors within one (1) year of their appointment to the Corporation. In addition, all Directors of the Board shall participate in such continuing training as may be required to remain informed of best practices, regulatory and statutory changes relating to the effective oversight of the management and financial activities of public authorities and to adhere to the highest standards of responsible governance. Further, each Director shall execute (i) a Certification of No Conflict of Interest (ii) an Acknowledgement of Fiduciary Duties and Responsibilities. Such certifications shall be executed in substantially the form attached hereto as **Exhibits D-1 and D-2**, respectively.

Section 9. As early as practicable but in no event later than March 31, 2025, the Corporation shall prepare, adopt and submit to the Authorities Budget Office an authority mission statement and proposed measurements including the following components: a brief mission statement expressing the purpose and goals of the Corporation, a description of the stakeholders of the Corporation and their reasonable expectations from the Corporation, and a list of measurements by which performance of the Corporation and the achievement of its goals may be evaluated. The Corporation shall reexamine its mission statement and measurements on an annual basis, and publish a self-evaluation based on the stated measurements unless the Corporation obtains a waiver to the requirement to conduct such re-examination from the Authorities Budget Office pursuant to the PAL.

Section 10. Pursuant to subdivision 4 of Section 2824 of the PAL, and in accordance with the By-laws of the Corporation, an Audit and Finance Committee of the Corporation is established and shall be populated by appointed Directors. The Audit and Finance Committee shall perform the functions as described in the By-Laws.



Section 11. Pursuant to subdivision 7 of Section 2824 of the PAL, and in accordance with the By-laws of the Corporation, a Governance Committee of the Corporation is established and shall be populated by appointed Directors. The Governance Committee shall perform the functions as described in the By-Laws.

Section 12. Pursuant to subdivision 2(a) of Section 2800 of the PAL, unless the Corporation obtains a waiver to the requirement to provide such information from the Authorities Budget Office, the Board shall submit to the County, the Chairman of the County, the County Clerk, and the Authorities Budget Office within ninety (90) days after the end of the Corporation's fiscal year (with the first report due by [March 31, 2025] for fiscal year ending [December 31, 2024]), a complete and detailed report (the "Annual Report") by and through the Authorities Budget Office Public Authorities Information Reporting System ("PARIS") that shall contain:

- (a) the Corporation's operations and accomplishments;
- (b) the Corporation's financial reports, including (i) audited financials in accordance with all applicable regulations and following generally accepted accounting principles as defined in subdivision ten of section two of the state finance law, (ii) grants and subsidy programs, (iii) operating and financial risks, (iv) current ratings if any, of its bonds issued by recognized municipal bond rating agencies and notice of changes in such ratings, and (v) long-term liabilities, including leases and employee benefit plans;
- (c) the Corporation's mission statement and measurements including its most recent measurement report;
- (d) a schedule of the Corporation's bonds and notes outstanding at the end of its fiscal year, together with a statement of the amounts redeemed and incurred during such fiscal year as part of a schedule of debt issuance that includes the date of issuance, term, amount, interest rate and means of repayment. Additionally, the debt schedule shall also include all refinancing, calls, refunding, defeasements and interest rate exchange or other such agreements, and for any debt issued during the reporting year, the schedule shall also include a detailed list of costs of issuance for such debt;
- (e) a compensation schedule that shall include, by position, title and name of the person holding such position or title, the salary, compensation, allowance and/or benefits provided to any officer, director or employee in a decision making or managerial position of the Corporation whose salary is in excess of one hundred thousand dollars (\$100,000);
- (f) the projects undertaken by the Corporation during the past year;
- (g) a listing of (i) all real property of the Corporation having an estimated fair market value in excess of fifteen thousand dollars (\$15,000) that the Corporation acquires or disposes of during such period. The report shall contain the price received or paid by the Corporation and the name of the

- purchaser or seller for all such property sold or bought by the Corporation during such period;
- (h) the Corporation's code of ethics;
  - (i) an assessment of the effectiveness of its internal control structure and procedures;
  - (j) a copy of the legislation that forms the statutory basis of the Corporation;
  - (k) a description of the Corporation and its board structure, including (i) names of committees and committee members, (ii) lists of board meetings and attendance, (iii) descriptions of major Corporation units, subsidiaries, (iv) number of employees, and (v) organizational chart;
  - (l) the Corporation's charter, if any, and By-Laws;
  - (m) a listing of material changes in operations and programs during the reporting year;
  - (n) the Corporation's four-year financial plan, including (i) a current and projected capital budget, and (ii) an operating budget report, including an actual versus estimated budget, with an analysis and measurement of financial and operating performance;
  - (o) the Corporation's board performance evaluations;
  - (p) a description of the total amounts of assets, services or both assets and services bought or sold without competitive bidding, including (i) the nature of those assets and services, (ii) the names of the counterparties, and (iii) where the contract price for assets purchased exceeds fair market value, or where the contract price for assets sold is less than fair market value, a detailed explanation of the justification for making the purchase or sale without competitive bidding, and a certification by the Chief Executive Officer and Chief Financial Officer of the Corporation that they have reviewed the terms of such purchase or sale and determined that it complies with applicable law and procurement guidelines; and
  - (q) a description of any material pending litigation in which the Corporation is involved as a party during the reporting year, except that no provider of medical services need disclose information about pending malpractice claims beyond the existence of such claims.

Once completed, and prior to submission, the Chief Executive Officer and the Chief Financial Officer of the Corporation shall certify that the information contained in the Annual Report (i) is accurate, correct and does not contain any untrue statements of material fact, (ii) does not omit any material information which, if omitted, would cause the Annual Report to be misleading in light of the circumstances under which such statements are made, and (iii) fairly presents in all material respects the financial condition and results of operation of the Corporation as of, and for, the periods presented in the Annual Report. The certification executed shall be in substantially the form attached hereto as **Exhibit E**.

Section 13. Pursuant to subdivision 2 of Section 2801 of PAL, as soon as practicable, the Corporation will submit to the County, the Chair of the County Legislature, the County Clerk, along with the New York State Authority Budget Office, the Corporation's budget at least 60 days prior to the commencement of each budget year.

Section 14. The Corporation shall comply with the following rules relating to audit services:

- (a) the certified independent public accounting firm performing the Corporation's audit will be prohibited from providing audit services if the lead (or coordinating) audit partner responsible for reviewing the audit, has performed audit services for the Corporation in each of the five (5) previous fiscal years;
- (b) the certified independent public accounting firm performing the audit shall be prohibited from performing any non-audit services to the Corporation contemporaneously with the audit, unless receiving previous written approval by the audit committee including: (i) bookkeeping or other services related to the accounting records or financial statement of the Corporation, (ii) financial information systems design and implementation, (iii) appraisal or valuation services, fairness opinions, or contribution-in-kind reports, (iv) actuarial services, (v) internal audit outsourcing services, (vi) management functions or human services, (vii) broker or dealer, investment advisor, or investment banking services and (viii) legal services and expert services unrelated to the audit; and
- (c) it shall be prohibited for any certified independent public accounting firm to perform for such Corporation any audit service if the chief executive officer, comptroller, chief financial officer, chief accounting officer, or any other person serving in an equivalent position for the Corporation, was employed by that certified independent public accounting firm and participated in any capacity in the audit of the Corporation during the one (1) year period preceding the date of the initiation of the audit.

Section 15. The following policies, as presented at this meeting, are hereby adopted and approved:

- (a) The Compensation, Reimbursement and Attendance Policy attached hereto as Exhibit F;
- (b) The Code of Ethics attached hereto as Exhibit G;
- (c) The Whistleblower Policy attached hereto as Exhibit H;
- (d) The Investment Policy attached hereto as Exhibit I;
- (e) The Travel Policy attached hereto as Exhibit J;
- (f) The Disposition of Property Guidelines, attached hereto as Exhibit K;
- (g) The Procurement Policy attached hereto as Exhibit L; and
- (h) The Defense and Indemnification Policy attached hereto as Exhibit M.

Section 16. Once appointed, the Corporation shall designate the CEO as the Corporation's FOIL Officer and Contracting Officer. The Chairman shall serve as the FOIL Appeals Officer of the Corporation.

Section 17. This resolution shall take effect immediately.

On motion duly made by Director \_\_\_\_\_ and seconded by Director \_\_\_\_\_, the following resolution was placed before the Board of Directors of the Corporation:

	<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 Deferiet Redevelopment Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Deferiet Redevelopment Corporation (the "Corporation"), including the resolution contained therein, held on June 27, 2024, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Corporation 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 Corporation 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 Corporation 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 Corporation this \_\_\_\_\_ day of \_\_\_\_\_, 2024.

\_\_\_\_\_  
W. Edward Walldroff  
[Acting Secretary]

[SEAL]

**EXHIBIT A**

**CERTIFICATE OF INCORPORATION**

**NEW YORK STATE DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS, STATE RECORDS AND UNIFORM COMMERCIAL CODE  
FILING RECEIPT**

**ENTITY NAME :** DEFERIET REDEVELOPMENT CORPORATION  
**DOCUMENT TYPE :** CERTIFICATE OF INCORPORATION  
**ENTITY TYPE :** DOMESTIC NOT-FOR-PROFIT CORPORATION (LOCAL DEVELOPMENT CORPORATION)

**DOS ID :** 7281898  
**FILE DATE :** 03/15/2024  
**FILE NUMBER :** 240318001125  
**TRANSACTION NUMBER :** 202403150003354-3048966  
**EXISTENCE DATE :** 03/15/2024  
**DURATION/DISSOLUTION :** PERPETUAL  
**COUNTY :** JEFFERSON



**SERVICE OF PROCESS ADDRESS :** THE CORPORATION  
C/O JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT  
AGENCY, 800 STARBUCK AVENUE  
WATERTOWN, NY, 13601, USA

**ELECTRONIC SERVICE OF PROCESS  
EMAIL ADDRESS :** N/A

**FILER :** JUSTIN S. MILLER, ESQ.  
HARRIS BEACH PLLC, 677 BROADWAY, SUITE 1101  
ALBANY, NY, 12207, USA

**SERVICE COMPANY :** UNITED CORPORATE SERVICES, INC.  
**SERVICE COMPANY ACCOUNT :** 37  
**CUSTOMER REFERENCE :** DEFER95351

*You may verify this document online at :* <http://ecorp.dos.ny.gov>  
**AUTHENTICATION NUMBER :** 100005388587

<b>TOTAL FEES:</b>	<b>\$110.00</b>	<b>TOTAL PAYMENTS RECEIVED:</b>	<b>\$110.00</b>
<hr/>			
<b>FILING FEE:</b>	\$75.00	<b>CASH:</b>	\$0.00
<b>CERTIFICATE OF STATUS:</b>	\$0.00	<b>CHECK/MONEY ORDER:</b>	\$0.00
<b>CERTIFIED COPY:</b>	\$10.00	<b>CREDIT CARD:</b>	\$0.00
<b>COPY REQUEST:</b>	\$0.00	<b>DRAWDOWN ACCOUNT:</b>	\$110.00
<b>EXPEDITED HANDLING:</b>	\$25.00	<b>REFUND DUE:</b>	\$0.00



**STATE OF NEW YORK  
DEPARTMENT OF STATE**

I hereby certify that the annexed copy for DEFERIET REDEVELOPMENT CORPORATION, File Number 240318001125 has been compared with the original document in the custody of the Secretary of State and that the same is true copy of said original.

WITNESS my hand and official seal of the Department of State, at the City of Albany, on March 18, 2024.



*Brendan C. Hughes*

Brendan C. Hughes  
Executive Deputy Secretary of State

Authentication Number: 100005388588 To Verify the authenticity of this document you may access the  
Division of Corporation's Document Authentication Website at <http://ecorp.dos.ny.gov>

**CERTIFICATE OF INCORPORATION**

**OF**

**DEFERIET REDEVELOPMENT CORPORATION**

A Not-For-Profit Local Development Corporation  
under Section 1411 of the Not-For-Profit  
Corporation Law of the State of New York

**THE UNDERSIGNED**, being over the age of eighteen years, for the purpose of forming a not-for-profit local development corporation pursuant to Section 1411 of the Not-For-Profit Corporation Law of the State of New York, hereby certifies as follows:

**FIRST:** The name of the corporation shall be “Deferiet Redevelopment Corporation” (hereinafter referred to as the “Corporation”).

**SECOND:** The Corporation will be a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-For-Profit Corporation Law of the State of New York and, as provided in Section 1411 of the Not-For-Profit Corporation Law, will be a charitable corporation as defined in Section 201 of the Not-For-Profit Corporation Law. There is no requirement under the New York Not-for-Profit Corporation Law or any other statute of the State of New York requiring any approval or consent before filing of this certificate of incorporation.

**THIRD:** The purposes for which the Corporation is to be formed and operated are exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, to relieve and reduce unemployment, promote and provide for additional and maximum employment, improve and maintain job opportunities, and lessen the burden of government and act in the public interest. In furtherance of said purposes, the Corporation’s powers shall include:

(a) To foster the creation, retention and expansion of jobs and economic opportunities for the benefit of the County of Jefferson, New York State and local economies; and

(b) To construct, acquire, rehabilitate and improve for use by others, facilities in the territory in which its operations are principally to be conducted, to assist financially in such construction, acquisition, rehabilitation and improvement, to maintain and/or lease such facilities on its behalf or for others in such territory; to disseminate information and furnish advice, technical assistance and liaison with federal, state and local authorities with respect thereto;

(c) To acquire by purchase, lease, gift, bequest, devise or otherwise real or personal property or interests therein;

(d) To apply for loans and borrow money without limit as to amount; to make, draw, accept, endorse, execute and issue negotiable bonds, debentures, notes and other obligations therefor;

(e) To sell, lease, mortgage or otherwise dispose of or encumber any such facilities or any of its real or personal property or any interest therein upon such terms as it may determine;

(f) To enter into covenants and agreements and to comply with all the terms, conditions and provisions thereof, and otherwise to carry out its corporate purposes and to foster and encourage the location or expansion of facilities and related businesses in the territory in which the operations of the Corporation are principally to be conducted;

(g) To apply for and make grants and loans and to execute any and all documents necessary in connection therewith;

(h) To do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its members, directors, officers or any private person.

(i) In general, to perform any and all acts and things, and exercise any and all powers which may now or hereafter be lawful for the Corporation to do or exercise under and pursuant to the laws of the State of New York for the purpose of accomplishing any of the foregoing purposes of the Corporation.

FOURTH: The Corporation's mission and public objective, which the Corporation's purposes will achieve, include, but are not limited to the lessening of the burdens of government by undertaking and promoting economic development initiatives in the County of Jefferson, New York State and local economies.

FIFTH: The operations of the Corporation will be principally conducted within the territory of the County of Jefferson, New York and its constituent communities.

SIXTH: Pursuant to the requirements of Section 1411(e) of the Not-For-Profit Corporation Law:

(a) All income and earnings of the Corporation shall be used exclusively for its corporate purposes with the intent being that all income and earnings will be expended or deposited in appropriate reserves for corporate purposes; to the extent not so used, the income and earnings will accrue and be paid to the Job Development Authority to the extent required by Section 1411 of the Not-for-Profit Corporation Law.

(b) The property of the Corporation is irrevocably dedicated to its corporate purposes. No part of the income or earnings of the Corporation shall inure to the benefit or profit of, nor shall any distribution of its property or assets be made to,

any member, director or officer of the Corporation, or private person, corporate or individual, or to any other private interest, except that the Corporation may repay loans made to it and may repay contributions (other than dues) made to it to the extent that any such contribution may not be allowable as a deduction in computing taxable income under the Internal Revenue Code of 1986, as amended.

(c) If the Corporation accepts a mortgage loan or loans from the New York Job Development Authority, the Corporation shall be dissolved in accordance with the provisions of paragraph (g) of Section 1411 of the Not-For-Profit Corporation Law upon the repayment or other discharge in full by the Corporation of all such loans.

SEVENTH: (a) The Corporation shall not attempt to influence legislation by propaganda or otherwise, or participate in or intervene, directly or indirectly, in any political campaign on behalf of or in opposition to any candidate for public office.

(b) The Corporation shall not engage in any activities not permitted to be carried on by an organization exempt from federal income taxation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the regulations promulgated thereunder.

(c) Nothing in this Certificate of Incorporation shall authorize this Corporation, directly or indirectly, to engage in or include among its purposes any of the activities mentioned in Section 404(a)-(w) of the Not-for-Profit Corporation Law, and therefore the Corporation is not formed to engage in any activity or for any purpose requiring consent or approval of any state official, department, board, agency or other body and no such consent or approval is required.

EIGHTH: Upon the dissolution of the Corporation no member or private person, corporate or individual, or other private interest, shall be entitled to any distribution or division of its remaining funds and other property and rights and interests

in property, and the balance thereof, after the payment of all debts and liabilities of the Corporation of whatsoever kind and nature, (including the payment of loans and contributions the repayment of which has been authorized in the certificate of incorporation) shall be distributed to Jefferson County, New York for furtherance of the purposes set forth in paragraph (a) of Section 1411 of the Not-for-Profit Corporation Law of the State of New York. Any of such assets not so disposed of shall be disposed of by order of the Supreme Court of the State of New York pursuant to Section 1008 of the Not-For-Profit Corporation Law.

NINTH: The office of the Corporation shall be located in the County of Jefferson, New York.

TENTH: The offices of the Corporation shall be functionally separate from those of the County or any of its affiliated entities (collectively, the "County Entities") (although such office may be in a facility leased from the County or any of its affiliates on arms-length terms). The Corporation at all times shall:

(a) maintain separate accounting records and other corporate records from those of the County Entities;

(b) not divert the Corporation's funds to any other person or for other than the use of the Corporation and not commingle any of the Corporation's assets with those of the County Entities;

(c) pay any employee, consultant or agent of the Corporation, or any other operating expense incurred by the Corporation, from the assets of the Corporation and not from the assets of any of the County Entities;

(d) maintain its own deposit account or accounts, separate from those of the County Entities, with commercial banking institutions and/or trust companies;

(e) to the extent that the Corporation contracts or does business with vendors or service providers where the goods and services provided are partially for the benefit of any other person, the costs incurred in so doing shall be fairly allocated to or among the Corporation and such persons for whose benefit the goods and services are provided, and the Corporation and each such person shall bear its fair share of such costs;

(f) conduct its business in its own name and conduct all material transactions between the Corporation and the County Entities only on an arm's-length basis;

(g) observe all necessary, appropriate and customary corporate formalities, including, but not limited to, holding all regular and special members' and directors' meetings appropriate to authorize all corporate action, keeping separate and accurate minutes of such meetings, passing all resolutions or consents necessary to authorize actions taken or to be taken, and maintaining accurate and separate books, records, and accounts, including, but not limited to, intercompany transaction accounts. Regular members' and directors' meetings shall be held at least annually;

(h) ensure that decisions with respect to its business and daily operations shall be independently made by the Corporation (although the officer making any particular decision also may be an employee, officer or director of the County Entities);

(i) act solely in its own corporate name and through its own authorized officers and agents, and use its own stationery;

(j) other than as expressly provided herein, pay all expenses, indebtedness and other obligations incurred by it;

(k) not enter into any guaranty, or otherwise become liable, with respect to any obligation of the County Entities;

(l) cause any financial reports required of the Corporation to be prepared in accordance with generally accepted accounting principles and be audited annually and be issued separately from, although they may be consolidated with, any reports prepared for any member of the County Entities; and

(m) ensure that at all times it is adequately capitalized to engage in the transactions contemplated herein.

ELEVENTH: The types or classes of Membership in the Corporation and the number of Member(s) of the Corporation shall be described in the By-laws. The initial Member(s) of the Corporation shall be identified in the By-laws.

TWELFTH: The Corporation shall be managed by a Board of Directors consisting of not less than three (3) nor more than seven (7) Directors. Any subsequent increase or decrease in the size of the Board of Directors will require the approval of the Members and the affirmative vote of a majority of the Directors.

THIRTEENTH: The names and addresses of the initial Directors of the Corporation will be as follows:

Name	Address
Robert E. Aliasso, Jr.	800 Starbuck Avenue, Watertown, New York 13601
David J. Converse	800 Starbuck Avenue, Watertown, New York 13601
John Condino	800 Starbuck Avenue, Watertown, New York 13601
William W. Johnson	800 Starbuck Avenue, Watertown, New York 13601
Lisa L'Huillier	800 Starbuck Avenue, Watertown, New York 13601
W. Edward Walldroff	800 Starbuck Avenue, Watertown, New York 13601
Paul J. Warneck	800 Starbuck Avenue, Watertown, New York 13601

FOURTEENTH: The duration of the Corporation shall be perpetual.

FIFTEENTH: The Corporation shall indemnify each Member, each Director, each officer, and, to the extent authorized by the Board of Directors, each other person



authorized to act for the Corporation or on its behalf, to the full extent to which indemnification is permitted under the Not-For-Profit Corporation Law.

SIXTEENTH: The Secretary of State of the State of New York is designated as agent of the Corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him is as follows: Deferiet Redevelopment Corporation c/o Jefferson County Industrial Development Agency, 800 Starbuck Avenue, Watertown, New York 13601.

SEVENTEENTH: The By-laws of the Corporation may be adopted, amended or repealed by a majority of the Directors of the Corporation or by majority vote of the Member(s).

EIGHTEENTH: The Corporation will not do any of the following:

(a) Without the affirmative vote of all Member(s) of the Corporation and the affirmative vote of a majority of the Directors, increase or decrease the number of Member(s) of the Corporation or increase or decrease the number of Directors of the Corporation.

(b) Without the affirmative vote of a majority of the Directors of the Corporation and all of the Corporation's Member(s), (i) dissolve or liquidate, in whole or in part, or institute proceedings to be adjudicated bankrupt or insolvent, (ii) consent to the institution of bankruptcy or insolvency proceedings against it, (iii) file a petition seeking or consenting to reorganization or relief under any applicable federal or state law relating to bankruptcy or insolvency, (iv) consent to the appointment of a receiver, liquidator, assignee, trustee, sequestrator or other similar official of the Corporation or a substantial part of its property, (v) make a general assignment for the benefit of creditors, (vi) admit in writing its inability to pay its debts generally as they

become due or (vii) take any corporate action in furtherance of the actions set forth in clauses (i) through (vi) of this paragraph.

(c) Without the affirmative vote of all of the Directors of the Corporation and all of the Corporation's Member(s), merge or consolidate with any other corporation, company or entity or, except to the extent contemplated by paragraph THIRD hereof, sell all or substantially all of its assets or acquire all or substantially all of the assets or capital stock or other ownership interest of any other corporation, company or entity.

IN WITNESS WHEREOF, this certificate has been subscribed this 15th day of March, 2024.

/s/ Justin S. Miller  
Justin S. Miller, Esq., Incorporator  
Harris Beach PLLC  
677 Broadway, Suite 1101  
Albany, New York 12207

NEW YORK STATE DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS, STATE RECORDS AND UNIFORM COMMERCIAL CODE  
**FILING RECEIPT**

ENTITY NAME : DEFERRET REDEVELOPMENT CORPORATION  
DOCUMENT TYPE : NAME RESERVATION  
ENTITY TYPE : RESERVATION OF DOMESTIC NOT FOR PROFIT CORPORATION

DOS ID : 7268168  
FILE DATE : 02/29/2024  
FILE NUMBER : 240301042688  
TRANSACTION NUMBER : 202402290003997-2990768  
EXISTENCE DATE :  
DURATION/DISSOLUTION : 04/30/2024  
COUNTY :  
RESERVATION PIN : 21981595



SERVICE OF PROCESS ADDRESS :  
ELECTRONIC SERVICE OF PROCESS  
EMAIL ADDRESS :

FILER : CARLA PENAZEK  
C/O HARRIS BEACH PLLC, 99 GARNSEY ROAD  
PITTSFORD, NY, 14534, USA  
SERVICE COMPANY : UNITED CORPORATE SERVICES, INC.  
SERVICE COMPANY ACCOUNT : 37  
CUSTOMER REFERENCE : DEFER92885

*You may verify this document online at :* <http://ecorp.dos.ny.gov>  
AUTHENTICATION NUMBER : 100005287198

TOTAL FEES:	\$35.00	TOTAL PAYMENTS RECEIVED:	\$35.00
FILING FEE:	\$10.00	CASH:	\$0.00
CERTIFICATE OF STATUS:	\$0.00	CHECK/MONEY ORDER:	\$0.00
CERTIFIED COPY:	\$0.00	CREDIT CARD:	\$0.00
COPY REQUEST:	\$0.00	DRAWDOWN ACCOUNT:	\$35.00
EXPEDITED HANDLING:	\$25.00	REFUND DUE:	\$0.00

Filed with the NYS Department of State on 03/15/2024  
Filing Number: 240318-51-5; DOS ID: 7281898

CERTIFICATE OF INCORPORATION  
OF  
DEFERIET REDEVELOPMENT CORPORATION

(Under Section 1411 of the Not-For-Profit Corporation Law of the State of New York)

Filed by: Justin S. Miller, Esq.  
Harris Beach PLLC  
677 Broadway, Suite 1101  
Albany, New York 12207

Filed with the NYS Department of State on 03/15/2024  
Filing Number: 240318-52-5 DOS ID: 7281898

**EXHIBIT B**

**BY-LAWS**

**BY-LAWS**

**OF**

**DEFERIET REDEVELOPMENT CORPORATION**

Adopted on the 27<sup>th</sup> day of June, 2024

**BY-LAWS**  
**OF**  
**DEFERIET REDEVELOPMENT CORPORATION**

**ARTICLE I - THE CORPORATION**

**SECTION 1. - NAME.**

The Corporation shall be known as “DEFERIET REDEVELOPMENT CORPORATION” (hereinafter, the “Corporation”), as established within that certain Certificate of Incorporation establishing the Corporation as filed with the New York Secretary of State on March 15, 2024 (the “Certificate”).

**SECTION 2. - OFFICES.**

The principal office of the Corporation shall be located in the County of Jefferson, New York (the “County”). The Corporation may also have offices at such other places within the State of New York as the Board of Directors may from time to time determine or the activities of the Corporation may require.

**SECTION 3. - PURPOSES.**

The Corporation shall have such purposes as are now or hereafter set forth in its Certificate of Incorporation.

**ARTICLE II - MEMBERSHIP**

**SECTION 1. - COMPOSITION OF MEMBERSHIP.**

The Member of the Corporation shall be the Jefferson County Industrial Development Agency (the “Agency”). The Corporation shall be managed by its Board of Directors in accordance with the provisions contained herein.

**SECTION 2. - RIGHTS AND POWERS OF THE MEMBER.**

The Member shall have and exercise all the rights and powers of corporate Membership created by the laws of the State of New York, the Certificate of Incorporation and the By-Laws of the Corporation.

**SECTION 3. - ANNUAL MEETING OF THE MEMBER**

The Member shall hold an annual meeting of the Member within three months after the end of each fiscal year at a convenient time and place designated by the Member, and such

meeting may be held and conducted jointly with a meeting of the Directors. At the annual meeting, the Member shall receive the annual report and transact such other business as may properly come before the meeting.

#### SECTION 4. - ANNUAL REPORT TO THE MEMBER.

At the annual meeting of the Member, the Directors or designated officer of the Corporation shall present an annual report showing in appropriate detail the following information:

- (a) A complete audited financial statement of the Corporation for the fiscal year immediately preceding the date of the report showing the assets and liabilities, principal changes in assets and liabilities, revenue, receipts, expenses and disbursements of the Corporation; and
- (b) A summary of the activities of the Corporation during the preceding year.

The annual report shall be filed with the minutes of the annual meeting.

#### SECTION 5. - SPECIAL MEETINGS OF THE MEMBER.

Special meetings of the Members may be called at any time. Such request shall state the purpose or purposes for the proposed meeting. Business transacted at a special meeting shall be confined to the purposes stated in the notice of such special meeting; provided, however, if by unanimous consent of the Board of the Members present at such meeting elect to transact business not previously described in the aforementioned notice, then the Members may transact such other business.

#### SECTION 6. - PLACE OF MEETINGS; ORGANIZATION

All Membership meetings shall be held at the principal office of the Corporation. or at such other convenient location as may be determined by the Member.

#### SECTION 7. - ACTION BY THE MEMBER

(a) Each Member shall be entitled to their respective vote on each matter properly submitted to the Members for action at any meeting of the Members. Unless otherwise required by law or these By-Laws, the vote of a majority of the Members present at the time of a vote at a duly convened meeting, provided a quorum is then present, shall be the act of the Members.

#### SECTION 8. - PROPERTY RIGHTS OF MEMBER

The Member shall not have any rights or interests in or to the property or assets of the Corporation.



## ARTICLE III - BOARD OF DIRECTORS

### SECTION 1. - POWER OF BOARD OF DIRECTORS.

The Corporation shall be managed by its Board of Directors, which shall establish all general policies governing its operations.

### SECTION 2. - NUMBER, ELECTION AND TERM OF DIRECTORS.

(a) The number of Directors shall be not less than three (3) nor more than seven (7) as established within the Certificate. The Directors shall be comprised of seven (7) directors, including three (3) members of the Agency (including the Agency's member serving on the County Legislature), two (2) Directors from the Jefferson County Local Development Corporation, the Supervisor of the Town Of Wilna (ex officio), and the Mayor of the Village of Deferiet (ex officio). The Directors shall exercise all rights of Directors as described herein and in the Certificate or any applicable resolution. Any subsequent increase or decrease in the size of the Board of Directors will require the approval of the Members and majority of the Directors. As used in these By-laws, "the entire Board of Directors" means the total number of appointed Directors of the Corporation at the time of action by the Board.

(b) All Directors shall serve as long as they are duly appointed to serve as Directors of the LDC.

(c) The Chief Executive Officer, as defined herein, may not serve on the Board of Directors of the Corporation.

(d) All Directors of the Board shall participate in training approved by the State of New York regarding their legal, fiduciary, financial and ethical responsibilities as Directors within one (1) year of appointment to the Board, unless they have already participated in such training in compliance with their obligations as Board members of the LDC. Thereafter, the Directors shall participate in such continuing training as may be required to remain informed of best practices, regulatory and statutory changes relating to the effective oversight of the management and financial activities of the Corporation and the adhere to the highest standards of responsible governance.

(e) As soon as practicable and in compliance with Section 2825 of the Public Authorities Law, a majority of the Directors shall be Independent Directors, as such term is defined in paragraph (f) below, unless otherwise serving in an ex officio capacity.

(f) Independence. For the purposes of these By-Laws, an Independent Director means any person who:

(i) is not, and in the past two (2) years has not been, employed by the Corporation or another corporate body having the same ownership and control of the Corporation in an executive capacity;

(ii) is not, and in the past two (2) years has not been, employed by an entity that received remuneration valued at more than fifteen thousand dollars (\$15,000.00) for goods and services provided to the Corporation or received any other form of financial assistance valued at more than fifteen thousand dollars (\$15,000.00) from the Corporation;

(iii) is not a relative of an executive officer or employee in an executive position of the Corporation or another corporate body having the same ownership and control of the Corporation; and

(iv) is not, and in the past two (2) years has not been, a lobbyist registered under a state or local law and paid by a client to influence the management decisions, contract awards, rate determinations or any other similar actions of the Corporation or another corporate body having the same ownership and control of the Corporation.

(g) Board Offices. A Chairperson, Vice-Chairperson and Secretary shall be elected from among the Directors of the Board at the organizational meeting and subsequent annual meetings of the Board of Directors. The term of office for the Chairperson, Vice-Chairperson and Secretary shall extend for one year after his or her election and until a successor is elected. The Chairperson, Vice-Chairperson and Secretary shall be eligible to serve an unlimited number of consecutive terms.

### SECTION 3. - RESIGNATIONS.

(a) Any Director of the Corporation may resign at any time by giving written notice to the Members and the Chairman, with a copy provided to the Secretary. Such resignation shall take effect at the time specified therein or, if no time is specified, then on delivery. Acceptance of the resignation shall not be necessary to make it effective.

### SECTION 4. - ANNUAL MEETING.

The annual meeting of the Board of Directors shall be held after the annual meeting of the Members of the Corporation described in Article II, Section 3 above at a convenient time and location designated by the Board. Written notice of the annual meeting shall be mailed or delivered to each Director of the Corporation prior to the meeting.

### SECTION 5. - SPECIAL MEETINGS AND NOTICE.

Special meetings of the Board of Directors may be called at any time by a majority of Directors or by the Chief Executive Officer or any other officer of the Corporation. Written notice shall be mailed or delivered to each Director of the Corporation prior to the meeting. Said notice shall state the purposes, time and place of the special meeting and that no business other than that specified in the notice may be transacted; provided, however, if by unanimous consent all of the Directors present at such meeting elect to transact business not previously described in the aforementioned notice, then the Directors may transact such other business.

SECTION 6. - WAIVERS OF NOTICE.

Notice of a meeting need not be given to any Director who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him or her.

SECTION 7. - PLACE OF MEETINGS.

The Board of Directors may hold its meetings at such place or places within or outside the State of New York as the Directors may from time to time by resolution determine.

SECTION 8. – OPEN MEETINGS

The Corporation is subject to Open Meetings Law, the Corporation shall comply with the Open Meetings Law of the State of New York, as set forth within Article 7 of the Public Officers Law.

SECTION 9. – FREEDOM OF INFORMATION

The Corporation is subject to Freedom of Information Law, the Corporation shall comply with the Freedom of Information Law of the State of New York, as set forth within Article 6 of the Public Officers Law.

SECTION 10. – PUBLIC AUTHORITIES ACCOUNTABILITY ACT

The Corporation is subject to the Public Authorities Accountability Act of 2005, as amended by Chapter 506 of the Laws of 2009 (collectively, the “PAAA”) and shall comply with the PAAA, as set forth within the New York State Public Authorities Law.

SECTION 11. – STATE ENVIRONMENTAL QUALITY REVIEW ACT

Upon the determination of the Board of Directors to do business within the State of New York, the Corporation shall comply with the State Environmental Quality Review Act, as set forth within Article 8 of the New York Environmental Conservation Law.

SECTION 12. - QUORUM AND ADJOURNED MEETINGS.

(a) A majority of the entire Board of Directors shall constitute a quorum for the transaction of business at meetings of the Board. When a quorum is once present to organize a meeting, it shall not be broken by the subsequent withdrawal of any Director(s).

(b) A majority of the Directors present, whether or not a quorum is present, may adjourn any Board meeting to another time and place. If a quorum is present at the adjourned meeting, any business may be transacted that might have been transacted on the original date of the meeting. Notice of the adjourned meeting shall be given to all Directors.

### SECTION 13. - ACTION BY THE BOARD OF DIRECTORS.

Any corporate action to be taken by the Board of Directors means action at a meeting of the Board. Each Director shall have one vote regarding any corporate action to be taken by the Board. Except as otherwise provided by law or these By-Laws, the vote of a majority of the Directors present at the time of the vote at a duly convened meeting at which a quorum is present shall be the act of the Board of Directors. All references to actions of the Board of Directors herein and in the Certificate of Incorporation shall mean the affirmative vote of a majority of the Directors present at the time of the vote at a duly convened meeting at which a quorum is present.

### SECTION 14. - ORGANIZATION.

At each meeting of the Board of Directors, the Chairperson, or, in his or her absence, the Vice-Chairperson shall preside. The Secretary, or, in his or her absence, a person chosen by a majority of the Directors present, shall keep complete and accurate minutes of the meeting.

### SECTION 15. - ATTENDANCE AT MEETINGS.

Attendance at each meeting of the Board shall be recorded by the Secretary or the designated Director in the minutes thereof.

### SECTION 16. - COMPENSATION.

The Directors shall serve in their capacity as Directors of the Corporation without compensation. All Directors may be reimbursed for reasonable expenses incurred in the performance of corporate duties.

### SECTION 17. - ANNUAL INDEPENDENT AUDIT.

The Audit and Finance Committee shall present to the Board upon its completion, the annual independent audit report performed in accordance with the requirements of the PAAA and generally accepted government auditing standards certified by a firm of independent public accountants. The certified independent public accounting firm that performs the annual independent audit shall timely report to the Audit Committee the following:

(i) the assets and liabilities, including the status of reserve, depreciation, special or other funds including the receipts and payments of such funds, of the Corporation as of the end of the fiscal year;

(ii) the principal changes in assets and liabilities, including trust funds, during said fiscal period;

(iii) the revenue or receipts of the Corporation, both unrestricted and restricted, to particular purposes during said fiscal period;

(iv) the expenses or disbursements of the Corporation for both general and restricted purposes, during said fiscal period; and

(v) a schedule of the bonds and notes of the Corporation outstanding during said fiscal period, including all refinancings, calls, refundings, defeasements, and interest rate exchange or other such agreements, and for any debt issued during the fiscal period, together with a statement of the amounts redeemed and incurred during such fiscal period as a part of a schedule of debt issuance that include the date of issuance, term, amount, interest rate, means of repayment and cost of issuance.

Furthermore, the certified independent public accounting firm that performs the annual independent audit shall timely report to the Audit Committee the following:

- (i) all critical accounting policies and practices to be used;
- (ii) all alternative treatments of financial information within generally accepted accounting principals that have been discussed with the management of the Corporation, ramifications of the use of such alternative disclosures and treatments, and the treatment preferred by the certified independent public accounting firm;
- (iii) other material written communications between the certified independent public accounting firm and the management of the Corporation, such as the management letter along with management's response or plan of corrective action, material corrections identified or schedule of unadjusted differences, where applicable.

**SECTION 18. - PROPERTY RIGHTS.**

No Director of the corporation shall, by reason of that position, have any rights to or interest in the property or assets of the Corporation.

**ARTICLE IV - COMMITTEES**

**SECTION 1. - STANDING COMMITTEES.**

(a) The Standing Committees of the Board shall be as described in subparagraph (b) below. Except as otherwise provided by these By-Laws, each Standing Committee shall consist of at least three Directors. No Standing Committee shall have authority as to the following matters:

- (i) The submission to the Members of any action requiring its approval;
- (ii) The filling of vacancies on the Board of Directors or any committee;

- (iii) The amendment or repeal of these By-Laws or the adoption of new By-Laws; or
- (iv) The amendment or repeal of any resolution of the Board which by its terms is not so amendable or repealable.

(b) Until changed by amendment of these By-Laws, the Corporation shall have the following Committees:

Audit and Finance Committee. There shall be an Audit and Finance Committee, the Members of which shall be elected by a plurality of the votes cast by the Directors of the Corporation at each annual meeting of the Board and shall serve until the next annual meeting. To the extent practicable, Members of the Audit and Finance Committee should be familiar with corporate financial and accounting practices. The Audit and Finance Committee shall recommend to the Board the hiring of a certified independent accounting firm in compliance with the PAAA to conduct the annual independent audit, establish the compensation to be paid to the accounting firm and provide direct oversight of the performance of the annual independent audit. The Audit and Finance Committee shall have the responsibility to review proposals for the issuance of debt by the Corporation and its subsidiaries, if any, and make recommendations. In the event the Corporation has fewer than three (3) Independent Directors, the Corporation may appoint non-Independent Directors to the Audit & Finance Committee, provided that the Independent Director must constitute a majority of the members of the Audit & Finance Committee. Audit and Finance Committee Charter is provided as an exhibit at the end of this document (Exhibit A).

Governance Committee. There shall be a Governance Committee, consisting of not less than three (3) Independent Directors of the Corporation who shall constitute a majority on the committee. The Members of the Governance Committee shall be elected by a plurality of the votes cast by the Directors of the Corporation at each annual meeting of the Directors and shall serve until the next annual meeting. The Governance Committee shall keep the Board informed of current best governance practices, review corporate governance trends, update the Corporation's corporate governance principles, and advise the Members and Directors on the skills and experience required of potential Directors. In the event the Corporation has fewer than three (3) Independent Directors, the Corporation may appoint non-Independent Directors to the Governance Committee, provided that the Independent Directors must constitute a majority of the members of the Governance Committee. Governance Committee Charter is provided as an exhibit at the end of this document (Exhibit B).

## SECTION 2. - SPECIAL COMMITTEES.

The Board of Directors, by resolution adopted by a majority of the entire Board of Directors, may create Special Committees, which shall have only the powers specifically delegated to them and shall in no case have powers which are not authorized for Standing Committees. The Members of Special Committees shall be appointed by a plurality of the votes cast by the Directors of the Corporation.

### SECTION 3. - MEETINGS.

Meetings of committees shall be held at such times and places as shall be fixed by the respective committee chairpersons, or by vote of a majority of all of the Members of the committee. Written notice shall be mailed (via regular mail or electronic mail) or delivered to all Members of the committee prior to each meeting. Written minutes of the proceedings shall be kept at all committee meetings and shall be submitted at the next meeting of the Board. The Chief Executive Officer and Chairperson of the Board of Directors of the Corporation, or their respective designees, may attend all committee meetings, but will not possess any voting rights unless otherwise granted by said committees.

### SECTION 4. - QUORUM.

Unless otherwise provided by resolution of the Board of Directors, a majority of all of the Members of a committee shall constitute a quorum for the transaction of business.

### SECTION 5. - MANNER OF ACTING.

Any corporate action to be taken by a committee shall mean such action to be taken at a meeting of the committee. Action by a committee shall be taken by majority vote at a meeting.

## ARTICLE V - OFFICERS

### SECTION 1. – CHIEF EXECUTIVE OFFICER; CHIEF FINANCIAL OFFICER; OTHER OFFICERS.

The Corporation may have a Chief Executive Officer, a Deputy Chief Executive Officer, a Chief Financial Officer, and other officers and assistant officers as the Board of Directors may determine. The offices of Chief Executive Officer and Chief financial Officer shall not be held by the same person. The officers shall have such duties as may be prescribed by these By-Laws and the Board of Directors.

### SECTION 2. - TERMS OF OFFICERS.

The officers shall be appointed by the Directors at its annual meeting. Unless a shorter term is provided in the resolution of the Board appointing such officer, the term of office of each officer shall extend for one year after his or her appointment and until a successor is appointed and qualified. Officers shall be eligible to serve an unlimited number of consecutive terms.

### SECTION 3. - ADDITIONAL OFFICERS.

Additional officers may be appointed for such period, have such authority and perform such duties, either in an administrative or subordinate capacity, as the Board of Directors may from time to time determine. Such positions may include an Acting Chief Financial Officer,

Acting Facilities Manager and Acting Secretary, and any other position established by the Board of Directors from time to time.

#### SECTION 4. - REMOVAL OF OFFICERS.

Any officer may be removed by majority vote of the Directors, with or without cause, at any time, provided there is a quorum of not less than a majority of the entire Board of Directors present at the meeting at which such action is taken.

#### SECTION 5. - RESIGNATION.

Any officer may resign at any time by giving written notice to the Board of Directors, the Chief Executive Officer or the Secretary; provided, however, the Chief Executive Officer must provide written notice of its intent to resign to the Board of Directors and the Secretary must provide written notice of its intent to resign to the Chairperson or the Board of Directors. Any such resignation shall take effect at the time specified therein, or, if no time is specified, then on delivery. Acceptance of the resignation shall not be necessary to make it effective.

#### SECTION 6. - VACANCIES.

A vacancy in any office of the Corporation shall be filled by the majority vote of the entire Board of Directors.

#### SECTION 7. - CHIEF EXECUTIVE OFFICER.

The Board of Directors shall appoint the Chief Executive Officer by resolution, which resolution shall set the Chief Executive Officer's annual compensation. The Chief Executive Officer shall generally supervise all affairs of the Corporation. The Chief Executive Officer shall perform such other duties as may be assigned to him or her from time to time by the Board of Directors. The Deputy Chief Executive Officer shall perform the duties of the Chief Executive officer in the Chief Executive Officer's absence or inability to perform his/her duties.

#### SECTION 8. - ACTING SECRETARY.

It shall be the duty of the Acting Secretary to supervise the preparation of minutes of all meetings of the Members and the Board of Directors and its committees, the giving of all notices required to be given by the Corporation, and the keeping of a current list of the Members of the Corporation, Directors and officers and their residence addresses. The Acting Secretary shall be responsible for supervising the preparation and maintenance of the books and records of the Corporation. The Acting Secretary shall attend to such correspondence as may be assigned to him or her and perform all the duties customarily incidental to that office and such other duties as may be assigned to him or her by the Board of Directors or the Chief Executive Officer. From time to time, the Board of Directors may employ or contract with an appointed Acting Secretary to whom the Board of Directors may designate certain duties of the Secretary and other such duties as may be assigned to him or her.



## SECTION 9. – CHIEF FINANCIAL OFFICER.

The Board of Directors shall appoint the Chief Financial Officer by resolution, which resolution shall set the Chief Financial Officer's annual compensation. It shall be the duty of the Chief Financial Officer of the Corporation to oversee the financial affairs of the Corporation, report at each regular meeting of the Board of Directors, and participate in preparing the annual report of the Corporation and the filing of all required tax returns and other regulatory reports. The Chief Financial Officer shall perform such other duties as may be assigned to him or her by the Board of Directors, the Treasurer or the Chief Executive Officer.

## ARTICLE VI - CONTRACTS, CHECKS, DRAFTS AND BANK ACCOUNTS

### SECTION 1. - EXECUTION OF CONTRACTS.

The Board of Directors may on its own, except as these By-Laws otherwise provide, or may authorize any officer or officers, agent or agents, employee or employees, in the name of and on behalf of the Corporation, to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances; but, unless so authorized by the Board of Directors, or expressly authorized by these By-Laws, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniarily in any amount for any purpose.

### SECTION 2. - LOANS.

No loans shall be contracted on behalf of the Corporation unless specifically authorized by the Board of Directors.

### SECTION 3. - CHECKS, DRAFTS, ETC.

All checks, drafts and other orders for the payment of money out of the funds of the Corporation, and all notes or other evidences of indebtedness of the Corporation, must be signed on behalf of the Corporation by two of following persons: the Chief Executive Officer, the Deputy Chief Executive Officer, the Chief Financial Officer, the Chairperson of the Board and the Vice-Chairperson of the Board.

the Treasurer or the Chairperson of the Board.

### SECTION 4. - DEPOSITS.

All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Chief Executive Officer or Chief Financial Officer may recommend and the Board of Directors approves.

### SECTION 5. - INVESTMENTS.

The Board of Directors may authorize the Corporation to contract with an investment advisor and custodian to manage its investments in accordance with an investment policy established by the Board.

## ARTICLE VII - GENERAL

### SECTION 1. - SEAL.

The corporate seal shall have inscribed thereon the name of the Corporation, the year of its organization, and the words "Corporate Seal, New York." The seal may be used by causing it or a facsimile thereof to be impressed or affixed or otherwise reproduced.

### SECTION 2. - BOOKS AND RECORDS.

There shall be kept by the Corporation (1) correct and complete books and records of account, (2) minutes and statements of written action by the Members, (3) minutes of the proceedings of the Board of Directors and its committees, (4) a current list of the Members, Directors and officers of the Corporation and their residence addresses, (5) a copy of the Certificate of Incorporation, and (6) a copy of these By-Laws. The foregoing items shall be subject to inspection and/or audit at any time by or at the direction of the Board of Directors.

### SECTION 3. - INDEMNIFICATION.

The Corporation shall indemnify each Members, each Director, each officer, and, to the extent authorized by the Board of Directors, each other person authorized to act for the Corporation or on its behalf, to the full extent to which indemnification is permitted under the Not-For-Profit Corporation Law.

### SECTION 4. - INTERESTED DIRECTORS AND OFFICERS.

The Board of Directors may adopt a policy regarding conflicts of interest which shall apply to all directors and officers.

### SECTION 5. - LOANS TO MEMBERS AND OFFICERS.

The Corporation, either directly or indirectly, including through any subsidiary, is prohibited from extending or maintaining credit, arranging for the extension of credit or renewing any extension of credit, in the form of a personal loan to or for any Members, Director, or Officer, or to any other company, corporation, firm, association or other entity in which one or more of the Members, Directors or Officers of the Corporation are Members, director or officers or hold a substantial financial interest.

## **ARTICLE VIII - FISCAL YEAR**

The fiscal year of the Corporation shall commence on the first day of January of each calendar year and end on the last day of December.

## **ARTICLE IX - RULES OF ORDER AND BYLAW CHANGES**

### **SECTION 1. - RULES OF ORDER.**

Meetings of the Members and the Board of Directors and its committees shall be governed by Robert's Rules of Order, except in cases otherwise provided for by these By-Laws.

### **SECTION 2. – BY-LAW CHANGES.**

These By-Laws may be amended, repealed or adopted only by a majority of the Directors of the Corporation, or a majority of the Members, whose actions at all times shall supersede actions by the Directors.

**EXHIBIT C**

**EXHIBIT D-1**

**CERTIFICATION OF NO CONFLICT OF INTEREST**

I, \_\_\_\_\_, being a duly appointed (member/officer/employee) of the Deferiet Redevelopment Corporation (the "Corporation"), do hereby certify pursuant to the By-laws and policies of the Corporation, that neither I nor my spouse, minor children, nor dependents has any interest in any contract with the Corporation; and I do further certify that I am not engaged in any activity which would constitute a conflict of interest, as defined within the Not-For-Profit Corporation Law of the State of New York.

Further, I hereby certify that I have (1) not accepted other employment which will impair my independence of judgment in the exercise of my official duties; (2) not accepted employment or engaged in any business or professional activity which will require me to disclose confidential information which I have gained by reason of my being a member of the Board of Directors of the Corporation; (3) not disclosed confidential information acquired in the course of my official duties nor used such information to further my own personal interests; (4) not used or attempted to use my position with the Corporation to secure unwarranted privileges or exemptions for myself or others; (5) not engaged in any transaction as a representative or agent of the Corporation with any business entity in which I have a direct or indirect financial interest that might reasonably tend to conflict with proper discharge of my official duties; (6) not given reasonable basis for the impression that any person can improperly influence me or unduly enjoy my favor in the performance of my duties, or that I am affected by the kinship, rank, position or influence of any party or person; (7) abstained from making personal investments in enterprises which I have reason to believe may be directly involved with my responsibilities or which will otherwise create substantial conflict between my duty in the public interest and my private interests; and (8) endeavored to pursue a course of conduct which will not raise suspicion among the public that I am likely to be engaged in acts that are in violation of my Corporation responsibilities.

DATE: \_\_\_\_\_, 20\_\_

\_\_\_\_\_  
Signature

## EXHIBIT D-2

### ACKNOWLEDGEMENT OF FIDUCIARY DUTIES AND RESPONSIBILITIES

As a member of the Board of Directors of the Deferiet Redevelopment Corporation (the "Corporation"), I understand that I have a fiduciary obligation to perform my duties and responsibilities to the best of my abilities, in good faith and with proper diligence and care, consistent with the enabling statute, mission, and By-Laws of the Corporation and the laws of New York State. The requirements set forth in this acknowledgement are based on the provisions of New York State law, including but not limited to the Public Authorities Reform Act of 2005, as amended by Chapter 506 of the Laws of 2009 of the State of New York, Public Officers Law, and General Municipal Law. As a member of the Board of Directors:

#### I. Mission Statement

I have read and understand the mission of the Corporation; and the mission is designed to achieve a public purpose on behalf of the State of New York. I further understand that my fiduciary duty to this Corporation is derived from and governed by its mission.

I agree that I have an obligation to become knowledgeable about the mission, purpose, functions, responsibilities, and statutory duties of the Corporation and, when I believe it necessary, to make reasonable inquiry of management and others with knowledge and expertise so as to inform my decisions.

#### II. Deliberation

I understand that my obligation is to act in the best interests of the Corporation and the people of the State of New York whom the Corporation serves.

I agree that I will exercise independent judgment on all matters before the Board of Directors.

I understand that any interested party may comment on any matter or proposed resolution that comes before the Board of Directors consistent with the laws governing procurement policy and practice, be it the general public, an affected party, a party potentially impacted by such matter or an elected or appointed public official. However, I understand that the ultimate decision is mine and will be consistent with the mission of the Corporation and my fiduciary duties as a member of the Corporation's Board of Directors.

I will participate in training sessions, attend Board and committee meetings, and engage fully in the Board's and committee's decision-making process.

#### III. Confidentiality

I agree that I will not divulge confidential discussions and confidential matters that come before the Board of Directors for consideration or action.

IV. Conflict of Interest

I agree to disclose to the Board any conflicts, or the appearance of a conflict, of a personal, financial, ethical, or professional nature that could inhibit me from performing my duties in good faith and with due diligence and care.

I do not have any interest, financial or otherwise, direct or indirect, or engage in any business or transaction or professional activity or incur any obligation of any nature, which is in substantial conflict with the proper discharge of my duties in the public interest.

Signature: \_\_\_\_\_

Print Name: \_\_\_\_\_

Corporation Name: \_\_\_\_\_

Date: \_\_\_\_\_

**EXHIBIT E**

**FORM OF  
CERTIFICATE OF THE CHIEF EXECUTIVE OFFICER  
AND THE CHIEF FINANCIAL OFFICER OF THE  
DEFERIET REDEVELOPMENT CORPORATION**

The undersigned Chief Executive Officer and Chief Financial Officer of the Deferiet Redevelopment Corporation, a local development corporation organized pursuant to Section 1411 of the Not-For-Profit Corporation Law of the State of New York, hereby certify, pursuant to subdivision 3 of Section 2800 of the Public Authorities Law, as follows:

The financial information provided within the Annual Report of the Deferiet Redevelopment Corporation (the "Corporation"), dated as of \_\_\_\_\_, 201\_\_ (the "Annual Report"), is accurate, correct, and does not contain any untrue statement of material fact. The Annual Report does not omit any material fact which, if omitted, would cause the report to be misleading in light of the circumstances under which the report and any such statements made therein are made. The Annual Report fairly presents in all material respects the financial condition and results of operations of the Corporation as of, and for, the periods presents in said report.

The Annual Report is hereby approved.

IN WITNESS WHEREOF, the undersigned Chief Executive Officer and Chief Financial Officer have executed this Certificate as of this \_\_\_\_ day of \_\_\_\_\_, 201\_\_.

\_\_\_\_\_  
Name:  
Title: Chief Executive Officer

\_\_\_\_\_  
Name:  
Title: Chief Financial Officer



**EXHIBIT F**

**DEFERIET REDEVELOPMENT CORPORATION  
COMPENSATION, REIMBURSEMENT AND ATTENDANCE POLICY**

Pursuant to and in accordance with the Not-For-Profit Corporation Law of the State of New York, the members of the board (the “Board”) of the Deferiet Redevelopment Corporation (the “Corporation”) shall serve without salary and be appointed as described in the By-Laws of the Corporation but may be reimbursed for reasonable expenses incurred in the performance of Corporation duties at the approval of the Board.

The officers, employees and agents of the Corporation shall serve at the pleasure of the Corporation at such compensation levels as may be approved by the Board from time to time and may be reimbursed for reasonable expenses incurred in the performance of Corporation duties at the approval of the Board.

The members of the Board and officers of the Corporation shall be available as required to perform the operations of the Corporation and as set forth within the By-Laws of the Corporation, as may be amended, restated or revised by the Board from time to time, in accordance with the By-Laws. Said members and officers of the Corporation shall put forth their best efforts to perform their respective duties as outlined in the By-Laws of the Corporation and any other directives of the Board relating to same.

Approved and adopted this \_\_\_ day of \_\_\_\_\_, 2024.

**EXHIBIT G**  
**CODE OF ETHICS**  
**OF**  
**DEFERIET REDEVELOPMENT CORPORATION**

The members of the board (the “Board”) of the Deferiet Redevelopment Corporation (the “Corporation”), a duly established local development corporation created pursuant to Section 1411 of the Not-for-Profit Corporation Law of the State of New York (the “State”), along with the officers and staff of the Corporation, shall comply with and adhere to the provisions of the Not-For-Profit Corporation Law of the State.

Further, no director, officer, or employee of the Corporation shall (1) accept other employment which will impair his or her independence of judgment in the exercise of his or her official duties; (2) accept employment or engage in any business or professional activity which will require him or her to disclose confidential information which he or she has gained by reason of his or her official position of authority; (3) disclose confidential information acquired by him or her in the course of his or her official duties nor use such information to further his or her personal interests; (4) use or attempt to use his or her official position to secure unwarranted privileges or exemptions for himself, herself or others; (5) engage in any transaction as a representative or agent of Corporation with any business entity in which he or she has a direct or indirect financial interest that might reasonably tend to conflict with proper discharge of his or her official duties; (6) by his or her conduct, give reasonable basis for the impression that any person can improperly influence him or her or unduly enjoy his or her favor in the performance of his or her official duties, or that he or she is affected by the kinship, rank, position or influence of any party or person; (7) make personal investments in enterprises which he or she has reason to believe may be directly involved in decisions to be made by him or her or which will otherwise create substantial conflict between his or her duty in the public interest and his or her private interest; and (8) pursue a course of conduct which will raise suspicion among the public that he or she is likely to be engaged in acts that are in violation of his or her trust.

Approved and adopted this \_\_ day of \_\_\_\_\_, 2024.

**EXHIBIT H**

**DEFERIET REDEVELOPMENT CORPORATION**

**WHISTLEBLOWER POLICY**

Every member of the Board of Directors of the Deferiet Redevelopment Corporation (the "Corporation") and all officer and employees thereof, in the performance of their duties shall conduct themselves with honesty and integrity and observe the highest standards of business and personal ethics as set forth in the Code of Ethics of the Corporation (the "Code").

Each member, officer or employee is responsible to report any violation of the Code (whether suspected or known) to the Corporation's Chief Executive Officer. Reports of violations will be kept confidential to the extent possible. No individual, regardless of his or her position with the Corporation, will be subject to any retaliation for making a good faith claim and, any employee who chooses to retaliate against someone who has reported a violation, shall be subject to disciplinary action which may include termination of employment. Regardless, any claim of retaliation will be taken and treated seriously and irrespective of the outcome of the initial complaint, will be treated as a separate offense.

The Chief Executive Officer is responsible for immediately forwarding any claim to the Corporation's counsel who shall investigate and handle the claim in a timely manner.

Approved and adopted this \_\_ day of \_\_\_\_\_, 2024.

## EXHIBIT I

### DEFERIET REDEVELOPMENT CORPORATION INVESTMENT POLICY

#### I. INVESTMENT AND DEPOSIT POLICY

##### A. Introduction

1. Scope – This investment and deposit policy applies to all monies and other financial resources available for investment and deposit on its own behalf or on behalf of any other entity or individual.
2. Objectives – The primary objectives of the Deferiet Redevelopment Corporation’s (the “Corporation”) investment activities are, in priority order:
  - a. to conform with all applicable federal, state and other legal requirements (legal);
  - b. to adequately safeguard principal (safety);
  - c. to provide sufficient liquidity to meet all operating requirements (liquidity); and
  - d. to obtain a reasonable rate of return (yield).
3. Prudence – All participants in the investment process and all participants responsible for depositing the Corporation’s funds shall seek to act responsibly as custodians of the public trust and shall avoid any transaction that might impair confidence in the Corporation to govern effectively.

Investments and deposits shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the safety of the principal as well as the probable income to be derived.

All participants involved in the investment process and all participants responsible for depositing the Corporation’s funds shall refrain from personal business activity that could conflict with proper execution of the investment program or the deposit of the Corporation’s funds or which could impair their ability to make impartial investment decisions.

4. Diversification – It is the policy of the Corporation to diversify its deposits and investments by financial institution, by investment instrument, and by maturity scheduling.

5. Internal Controls

- a. All moneys collected by an officer or employee of the Corporation shall be immediately deposited in such depositories and designated by the Corporation for the receipt of such funds.
- b. The Corporation shall maintain or cause to be maintained a proper record of all book, notes, securities or other evidences of indebtedness held by the Corporation for investment and deposit purposes.
- c. The Corporation is responsible for establishing and maintaining an internal control structure to provide reasonable, but not absolute, assurance that deposits and investments are safeguarded against loss from unauthorized use or disposition, that transactions are executed in accordance with management's authorization and recorded properly, and are managed in compliance with applicable laws and regulations.

1. Designation of Depositories

The Corporation shall designate as depositories of its money those banks and trust companies authorized to serve as such pursuant to applicable law.

B. Investment Policy

1. Permitted Investments

Pursuant to the Not-For-Profit Corporation Law ("N-PCL"), the Corporation is authorized to invest moneys not required for immediate expenditure for terms not to exceed its projected cash flow needs in the following types of investments:

- a. Special time deposit accounts;\*
- b. Certificates of deposit;\*
- c. Obligations of the United States of America;\*\*
- d. Obligations guaranteed by agencies of the United States of America where payment of principal and interest are guaranteed by the United States of America;\*\*
- e. Obligations of the State of New York;\*

\*Special time deposit accounts and certificates of deposit are permitted investments provided that (1) they shall be payable within such time as the proceeds shall be needed to meet expenditures for which the moneys were obtained and (2) they are collateralized in the same manner as set forth in paragraph (C) below for deposits of public funds.

\*\*All investment obligations shall be payable or redeemable at the option of the Corporation within such times as the proceeds will be needed to meet expenditures for purposes for which the moneys were provided and, in the case of obligations purchased with the proceeds of bonds or notes, shall be payable or redeemable at the option of the Corporation within two years of the date of purchase.

2. Authorized Financial Institutions and Dealers

The Corporation shall maintain a list of financial institutions and dealers, approved for investment purposes and establish appropriate limits to the amount of investments which can be made with each financial institution or dealer. All financial institutions with which the local government conducts business must be credit worthy. Banks shall provide their most recent Consolidated Report of Condition (Call Report) at the request of the Corporation. Security dealers not affiliated with a bank shall be required to be classified as reporting dealers affiliated with the New York Federal Reserve Bank, as primary dealers. The Chief Executive Officer or Chairperson of the Board of Directors is responsible for evaluating the financial position and maintaining a listing of proposed depositories, trading partners and custodians. Such listing shall be evaluated at least annually.

3. Purchase of Investments

The Corporation may contract for the purchase of investments:

- a. Directly, including through a repurchase agreement, from an authorized trading partner.
- b. By participation in a cooperative investment program with another authorized governmental entity pursuant to the N-PCL where such program meets all the requirements set forth in the Office of the State Comptroller Opinion No. 88-46, and the specific program has been authorized by the Board of Directors.
- c. By utilizing an ongoing investment program with an authorized trading partner pursuant to a contract authorized by the board of Directors.

All purchased obligations, unless registered or inscribed in the name of the Corporation, shall be purchased through, delivered to and held in the custody of a bank or trust company. Such obligations shall be purchased, sold or presented for redemption or payment by such bank or trust company only in accordance with prior written authorization from the officer authorized to make the investment. All such transactions shall be confirmed in writing to the Corporation by the bank or trust company shall be held pursuant to a written custodial agreement as described in the N-PCL.

The custodial agreement shall provide that securities held by the bank or trust company, as agent of and custodian for, the Corporation, will be kept separate and apart from the general assets of the custodial bank or trust company and will not, in any circumstances, be commingled with or become part of the backing for any other deposit or other liabilities. The agreement shall describe how the custodian shall confirm the receipt and release of the securities. Such agreement shall include all provisions necessary to provide the Corporation a perfected interest in the securities.

#### 4. Repurchase Agreements

Repurchase agreements are authorized subject to the following restrictions:

- a. All repurchase agreements must be entered into subject to a Master Repurchase Agreement.
- b. Trading partners are limited to banks or trust companies authorized to do business in New York State and primary reporting dealers.
- c. Obligations shall be limited to obligations of the United States of America and obligations guaranteed by agencies of the United States of America.
- d. No substitution of securities will be allowed.
- e. The custodian shall be a party other than the trading partner.

#### C. Deposit Policy

##### 1. Collateralization of Deposits

All deposits of the Corporation, including certificates of deposit and special time deposits, in excess of the amount insured under the provisions of the Federal Deposit Insurance Act shall be secured:

- a. By pledge of “eligible securities” with an aggregate “market value” as provided by the N-PCL, equal to the aggregate amount of deposits from the categories designated in Exhibit A attached hereto.
- b. By an eligible “irrevocable letter of credit” issued by a qualified bank other than the bank with the deposits in favor of the Corporation for a term not to exceed ninety (90) days with an aggregate value equal to 105% of the aggregate amount of deposits and the agreed upon interest, if any. A qualified bank is one whose commercial paper and other unsecured short-term debt obligations are rated in one of the three highest rating categories by at least one nationally recognized statistical rating organization or by a bank that is in compliance with applicable federal minimum risk-based capital requirements.
- c. By an eligible surety bond payable to the Corporation for an amount at least equal to 100% of the aggregate amount of deposits and the agreed upon interest, if any, executed by an insurance company authorized to do business in New York State, whose claims-paying ability is rated in the highest rating category by at least two nationally recognized statistical rating organizations. The terms and conditions of any eligible surety shall be approved by the Board of Directors.

## 2. Safekeeping and Collateralization

Eligible securities used for collateralizing deposits shall be held by the depository bank or trust company subject to security and custodial agreements.

The security agreement shall provide that eligible securities are being pledged to secure Corporation deposits together with agreed upon interest, if any and any costs or expenses arising out of the collection of such deposits upon default. It shall also provide the conditions under which the securities may be sold, presented for payment, substituted or released and the events, which will enable the Corporation to exercise its rights against the pledged securities. In the event that the securities are not registered or inscribed in the name of the Corporation, such securities shall be delivered in a form suitable for transfer or with an assignment in blank to the Corporation or its custodial bank.

The custodial agreement shall provide that securities held by the bank or trust company, or agent of and custodian for, the Corporation, will be kept



separate and apart from the general assets of the custodial bank or trust company and will not, in any circumstances, be commingled with or become part of backing for any other deposit or other liabilities. The agreement should also describe that the custodian shall confirm the receipt, substitution or release of the securities. The agreement shall provide for the frequency of revaluation of eligible securities and for the substitution of securities when a change in the rating of a security may cause ineligibility. Such agreement shall include all provisions necessary to provide the Corporation a perfected interest in the securities.

Approved and adopted this \_\_ day of \_\_\_\_\_, 2024.

**A-1**  
**EXHIBIT A**

**SCHEDULE OF ELIGIBLE SECURITIES**

- (1) Obligations issued, or fully insured or guaranteed as to the payment of principal and interest by the United States of America, an Agency thereof or a United States government sponsored corporation.
- (2) Obligations issued or fully guaranteed by the International Bank for Reconstruction and Development, the Inter-American Development Bank, the Asian Development Bank and the African Development Bank.
- (3) Obligations partially insured or guaranteed by any Corporation of the United States of America, at a proportion of the Market Value of the obligation that represents the amount of the insurance or guaranty.
- (4) Obligations issued or fully insured or guaranteed by the State of New York, obligations issued by a municipal corporation, school district or district corporation or such State or obligations of any public benefit corporation which under a specific State statute may be accepted as security for deposit of public moneys.
- (5) Obligations issued by states (other than the State of New York) of the United States rated in one of the three highest rating categories by at least one nationally recognized statistical rating organization.
- (6) Obligations of Puerto Rico rated in one of the three highest rating categories by at least one nationally recognized statistical rating organization.
- (7) Obligations of countries, cities and other governmental entities of a state other than the State of New York having the power to levy taxes that are backed by the full faith and credit of such governmental entity and rated in one of the three highest categories by at least one nationally recognized statistical rating organization.
- (8) Obligations of domestic corporations rated one of the two highest rating categories by at least one nationally recognized statistical rating organization.
- (9) Commercial paper and bankers' acceptances issued by a bank, other than the Bank, rated in the highest short term category by at least one nationally recognized statistical rating organization and having maturities of not longer than 60 days from the date they are pledged.
- (10) Zero Coupon obligations of the United States government marketed as "Treasury strips".

**EXHIBIT J**

**DEFERIET REDEVELOPMENT CORPORATION  
TRAVEL POLICY**

Section 1.     **APPILICABILITY**

This policy shall apply to every member of the board (the “Board”) of the Deferiet Redevelopment Corporation (the “Corporation”) and all officers and employees thereof.

Section 2.     **APPROVAL OF TRAVEL**

All official travel for which a reimbursement will be sought must be approved by the Chief Executive Officer prior to such travel; provided, however, in the instance where the Chief Executive Officer will seek reimbursement for official travel, such travel must be pre-authorized by the Board.

Section 3.     **PAYMENT OF TRAVEL**

The Corporation will reimburse all reasonable expenses related to meals, travel and lodging that were incurred by any director, officer or employee as a result of the performance of their official duties. All official travel shall be properly authorized, reported and reimbursed. Under no circumstances shall expenses for personal travel be charged to, or temporarily funded by the Corporation. It is the traveler’s responsibility to report his or her travel expenses in a responsible and ethical manner, in accordance with this policy.

Section 4.     **TRAVEL EXPENSES**

Travelers may use their private vehicle for business purposes if it is less expensive than renting a car, taking a taxi, or using alternative transportation, or if it saves time. The traveler will be reimbursed at a standard mileage reimbursement rate.

Meals will be reimbursed at actual expense or a per diem rate, whichever is less. Lodging will be reimbursed at actual expense up to certain daily rate caps established for various locations. The applicability of such caps shall be determined on a case by case basis taking into consideration availability of lodging and other extenuating circumstances.

Reimbursement for miscellaneous expenses shall be determined on a case-by-case basis. Mileage rates, per diem allowances and lodging caps will be established and from time to time amended by the Treasurer or his or her designee. All determinations made pursuant to this section shall be made by the Treasurer or his or her designee. In the instance where such determinations regard the travel of the Treasurer or his or her designee, the President shall make such determinations.

Approved and adopted this \_\_\_ day of \_\_\_\_\_, 2024.

## EXHIBIT K

### DEFERIET REDEVELOPMENT CORPORATION DISPOSITION OF REAL PROPERTY GUIDELINES ADOPTED PURSUANT TO SECTION 2896 OF THE PUBLIC AUTHORITIES LAW

#### SECTION 1. DEFINITIONS

A. "Contracting officer" shall mean the officer or employee of the Deferiet Redevelopment Corporation (the "Corporation") who shall be responsible for the disposition of property.

B. "Dispose" or "disposal" shall mean transfer of title or any other beneficial interest in personal or real property in accordance with section 2897 of the Public Authorities Law.

C. "Property" shall mean personal property in excess of five thousand dollars (\$5,000) in value, and real property, and any inchoate or other interest in such property, to the extent that such interest may be conveyed to another person for any purpose, excluding an interest securing a loan or other financial obligation of another party.

#### SECTION 2. DUTIES

A. The Corporation shall:

(i) maintain adequate inventory controls and accountability systems for all property owned by the Corporation and under its control;

(ii) periodically inventory such property to determine which property shall be disposed of;

(iii) produce a written report of such property in accordance with subsection B herewith; and

(iv) transfer or dispose of such property as promptly and practicably as possible in accordance with Section 3 below.

B. The Corporation shall

(i) publish, not less frequently than annually, a report listing all real property owned in fee by the Corporation. Such report shall consist of a list and full description of all real and personal property disposed of during such period. The report shall contain the price received by the Corporation and the name of the purchaser for all such property sold by the Corporation during such period; and

(ii) shall deliver copies of such report to the Comptroller of the State of New York, the Director of the Budget of State of New York, the Commissioner of the New York State Office of General Services, and the New York State Legislature (via distribution to the majority leader of the senate and the speaker of the assembly).

### **SECTION 3. TRANSFER OR DISPOSITION OF PROPERTY**

A. Supervision and Direction. Except as otherwise provided herein, the duly appointed contracting officer (the “Contracting Officer”) shall have supervision and direction over the disposition and sale of property of the Corporation. The Corporation shall have the right to dispose of its property for any valid corporate purpose.

B. Custody and Control. The custody and control of Corporation property, pending its disposition, and the disposal of such property, shall be performed by the Corporation or by the Commissioner of General Services when so authorized under this section and applicable law.

C. Method of Disposition. Unless otherwise permitted, the Corporation shall dispose of property for not less than its fair market value by sale, exchange, or transfer, for cash, credit, or other property, with or without warranty, and upon such other terms and conditions as the Corporation and/or contracting officer deems proper. The Corporation may execute such documents for the transfer of title or other interest in property and take such other action as it deems necessary or proper to dispose of such property under the provisions of this section. Provided, however, no disposition of real property, any interest in real property shall be made unless an appraisal of the value of such property has been made by an independent appraiser and included in the record of the transaction and provided further, that no disposition of any other property, which because of its unique nature or the unique circumstances of the proposed transaction is not readily valued by reference to an active market for similar property, shall be made without a similar appraisal.

D. Sales by the Commissioner of General Services (the “Commissioner”). When the Corporation, if authorized to do so by applicable law, shall have deemed that transfer of property by the Commissioner will be advantageous to the State of New York, the Corporation may enter into an agreement with the Commissioner of pursuant to which Commissioner may dispose of property of the Corporation under terms and conditions agreed to by the Corporation and the Commissioner. In disposing of any such property, the Commissioner shall be bound by the terms hereof and references to the contracting officer shall be deemed to refer to such Commissioner.

E. Validity of Deed, Bill of Sale, Lease, or Other Instrument. A deed, bill of sale, lease, or other instrument executed by or on behalf of the Corporation, purporting to transfer title or any other interest in property of the Corporation in accordance herewith shall be conclusive evidence of compliance with the provisions of these guidelines and all applicable law insofar as concerns title or other interest of any bona fide grantee or

transferee who has given valuable consideration for such title or other interest and has not received actual or constructive notice of lack of such compliance prior to the closing.

F. Bids for Disposal; Advertising; Procedure; Disposal by Negotiation; Explanatory Statement.

(i) Except as permitted by all applicable law, all disposals or contracts for disposal of property made or authorized by the Corporation shall be made after publicly advertising for bids except as provided in subsection (iii) of this Section F.

(ii) Whenever public advertising for bids is required under subsection (i) of this Section F:

(A) the advertisement for bids shall be made at such time prior to the disposal or contract, through such methods, and on such terms and conditions as shall permit full and free competition consistent with the value and nature of the property proposed for disposition;

(B) all bids shall be publicly disclosed at the time and place stated in the advertisement; and

(C) the award shall be made with reasonable promptness by notice to the responsible bidder whose bid, conforming to the invitation for bids, will be most advantageous to the Corporation, price and other factors considered; provided, that all bids may be rejected at the Corporation's discretion.

(iii) Disposals and contracts for disposal of property may be negotiated or made by public auction without regard to subsections (i) and (ii) of this Section F but subject to obtaining such competition as is feasible under the circumstances, if:

(A) the personal property involved has qualities separate from the utilitarian purpose of such property, such as artistic quality, antiquity, historical significance, rarity, or other quality of similar effect, that would tend to increase its value, or if the personal property is to be sold in such quantity that, if it were disposed of under subsections (i) and (ii) of this Section F, would adversely affect the state or local market for such property, and the estimated fair market value of such property and other satisfactory terms of disposal can be obtained by negotiation;

(B) the fair market value of the property does not exceed fifteen thousand dollars (\$15,000);

(C) bid prices after advertising therefor are not reasonable, either as to all or some part of the property, or have not been independently arrived at in open competition;

(D) the disposal will be to the state or any political subdivision or public benefit corporation, and the estimated fair market value of the property and other satisfactory terms of disposal are obtained by negotiation;

(E) under those circumstances permitted by subsection (v) below; or

(F) such action is otherwise authorized by law.

(iv) (A) An explanatory statement shall be prepared of the circumstances of each disposal by negotiation of:

(1) any personal property which has an estimated fair market value in excess of fifteen thousand dollars (\$15,000);

(2) any real property that has an estimated fair market value in excess of one hundred thousand dollars (\$100,000), except that any real property disposed of by lease or exchange shall only be subject to clauses (3) and (4) of this subparagraph;

(3) any real property disposed of by lease, if the estimated annual rent over the term of the lease is in excess of fifteen thousand dollars (\$15,000); or

(4) any real property or real and related personal property disposed of by exchange, regardless of value, or any property any part of the consideration for which is real property.

(B) Each such statement shall be transmitted to the persons entitled to receive copies of the report required under Section 2(B) above not less than ninety (90) days in advance of such disposal, and a copy thereof shall be preserved in the files of the Corporation.

(v) Disposal of Property for less than Fair Market Value ("FMV").

(A) No assets owned, leased or otherwise in the control of the Corporation may be sold, leased, or otherwise alienated for less than its FMV except if:

(1) the transferee is a government or public entity and terms of transfer require ownership and use to remain with the government or public entity; or

(2) the purpose of transfer is within purpose, mission of the Corporation; or

(3) the Corporation provides written notification to the Governor, the Speaker of the Assembly, and the Temporary President of the Senate; provided, however, that such notification is subject to denial

by the Governor, the Speaker of the Assembly, and the Temporary President of the Senate pursuant to the PAAA.

(B) If the Corporation proposes to make a transfer below FMV, the following information is required to be provided to the Corporation's Board of Directors and the public:

- (1) a full description of the asset;
- (2) an appraisal of the FMV of the asset;
- (3) a description of purpose of transfer, the kind and amount of the benefit to the public resulting from the transfer such as jobs and wages created or preserved;
- (4) a statement of the value to be received compared to FMV;
- (5) the names of any private parties participating in the transfer, and, if different than the information required by paragraph 4 immediately above, a statement of the value to the private party;
- (6) the names of other private parties that have made an offer for the asset being transferred, the value offered, and the purpose for which the asset would have been used.

(C) The Board of Directors of the Corporation must make a written determination that there is no reasonable alternative to the proposed below-market transfer that would achieve the same purpose of such transfer.

The guidelines are subject to modification and amendment at the discretion of the Corporation board and shall be filed annually with all local and state agencies as required under all applicable law.

The designated Contracting Officer for the Corporation is the Corporation's CEO.

Approved and adopted this \_\_\_ day of \_\_\_\_\_, 2024.



## EXHIBIT L

### DEFERIET REDEVELOPMENT CORPORATION

#### PROCUREMENT POLICY

##### A. Introduction

1. Scope – In accordance with the Public Authorities Accountability Act of 2005, as amended by Chapter 506 of the Laws of 2009 of the State of New York, the Deferiet Redevelopment Corporation (the “Corporation”) is required to adopt procurement policies that will apply to the procurement of goods and services not subject to the competitive bidding requirements the New York State General Municipal Law and paid for by the Corporation for its own use and account.

2. Purpose – The primary objectives of this policy are to assure the prudent and economical use of public monies in the best interests of the taxpayers of a political subdivision or district, to facilitate the acquisition of goods and services of maximum quality at the lowest possible cost under the circumstances and to guard against favoritism, improvidence, extravagance, fraud and corruption.

##### B. Procurement Policy

Any purchase/contract for goods or services with an annualized expenditure in excess of fifteen thousand (\$15,000) must adhere to the following:

###### Definitions:

*best value* - the basis for awarding all service purchases/contracts to the offerer which optimizes quality, cost and efficiency, among responsive and responsible offerers. Such basis shall be, whenever possible, quantifiable.

*responsible* - Such requirements may include, but are not limited to, the offerers' qualifications, financial stability and integrity.

*responsive* - Applies to the extent to which the offer has complied with the specifications or requirements of the solicitation for goods or services.

1) For the purchase of goods, proposals must be requested from a minimum of three (3) offerers. The lowest responsible, responsive bidder shall be accepted unless it is otherwise in the best interest of the Corporation, as justified in writing by the Contracting Officer of the Corporation. Such justification must be maintained in the procurement record.

2) For purchases of services, proposals must be requested from a minimum of three (3) offerers. The best value bidder shall be accepted unless it is otherwise in the

best interest of the Corporation, as justified in writing by the Contracting Officer of the Corporation. Such justification must be maintained in the procurement record.

3) The requirement for competitive bidding may be waived upon prior written approval of the Contracting Officer provided that prior to the acceptance of such goods or services, a written statement is prepared describing the justification for waiving competitive bidding and the reasonableness of the proposed expenditure.

Approved and adopted this \_\_ day of \_\_\_\_\_, 2024.

**EXHIBIT M**

**DEFERIET REDEVELOPMENT CORPORATION  
DEFENSE AND INDEMNIFICATION POLICY**

Pursuant to the By-Laws of the Deferiet Redevelopment Corporation (the "Corporation"), the Corporation shall indemnify all members of the Board of the Corporation and each officer and employee thereof, in the performance of their duties, and to the extent authorized by the Board of Directors, each other person authorized to act for the Corporation or on its behalf, to the full extent to which indemnification is permitted under the Not-For-Profit Corporation Law of the State of New York.

Approved and adopted this \_\_ day of \_\_\_\_\_, 2024.

**PROJECT AUTHORIZING RESOLUTION**  
*(302 Globe, LLC Project – 302 Court Street – City of Watertown)*

A regular meeting of the Jefferson County Industrial Development Agency was convened on Thursday, June 27, 2024 at 8:30 a.m.

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

Resolution No. 06.27.2024.01

RESOLUTION OF THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) APPOINTING 302 GLOBE, 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 FINDINGS 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, **302 GLOBE, LLC** (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 .50 acre of real property located at 302 Court Street in the City of Watertown, New York (the “Land”, being more particularly described as tax parcel No. 7-03-201.000) and the existing improvements located thereon, consisting principally of an approximately 32,000 square foot, 2-story building (the “Existing Improvements”); (ii) the planning, design, internal demolition, reconstruction, renovation of the Existing Improvements to establish a commercial mixed use facility comprised of approximately 16,000 square feet of commercial and retail space on the first floor and eleven (11) market rate apartment units on the second floor, along with renovations to façade, roof, common spaces, mechanical and electric upgrades, utility and site improvements, parking, curbage, access and egress improvements, signage, sidewalks, landscaping and other

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 June 6, 2024, 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 City of Watertown (the “City”), the County of Jefferson (the “County”), and the Watertown City School District (the “School”, and together with the City 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 June 20, 2024 at 8:30 a.m., local time, at the Offices of the Agency at 800 Starbuck Avenue, Suite 800, 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 Agency desires to review 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 has received a prepared 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 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, Existing Improvements, Improvements and the Equipment constituting the Facility, (ii) lease or sell the Agency's interest in the Land, Existing Improvements, 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 City, 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) For purposes of SEQRA, the Agency hereby finds that, based upon the review by the Agency of the EAF 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 (a) the Project, as reviewed, involves an "Unlisted" Action (as such quoted term is defined under SEQRA for which the Agency has reviewed on an uncoordinated basis; (b) the Project will result in no major impacts and, therefore, is one which may not cause significant damage to the environment; (c) the Project will not have a "significant effect on the environment" (as such quoted term is defined under SEQRA); and (d) 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) adopted by the Agency 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, 2025 (*unless extended for good cause by the Chief Executive Officer 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 **\$1,815,000.00**, which result in New York State and local sales and use tax exemption benefits (“sales and use tax exemption benefits”) not to exceed **\$145,200.00**. 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 Chief Executive Officer (or Deputy Chief Executive Officer) 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 Chief Executive Officer and counsel to the Agency upon execution.

Section 6. The Chairman (or Vice Chairman), Chief Executive Officer (or Deputy Chief Executive Officer) 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), Chief Executive Officer (or Deputy Chief Executive Officer) of the Agency shall approve, the execution thereof by the Chairman (or Vice Chairman), Chief Executive Officer (or Deputy Chief Executive Officer) 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 June 27, 2024, 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 \_\_\_\_\_, 2024.

---

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](http://www.jcida.com)

## NOTICE OF PUBLIC HEARING

June 7, 2024

VIA CERTIFIED MAIL/  
RETURN RECEIPT REQUESTED

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

Re: Jefferson County Industrial Development Agency  
302 Globe, LLC Project  
Notice of Public Hearing and  
Delivery of Agency Initial Project Resolution

Ladies and Gentlemen:

Please note that on Thursday June 20, 2024 at 8:30 a.m. at the Offices of the Agency at 800 Starbuck Avenue, Suite 800, 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 June 6, 2024 (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, Suite 800, Watertown, New York 13601 Attn: Marshall Weir, Chief Executive Officer and/or via email at [mwier@jcida.com](mailto:mwier@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

<b><u>Jefferson County, New York</u></b> Attn: William Johnson, Chairman County Legislature 195 Arsenal Street Watertown, New York 13601	<b><u>Jefferson County, New York</u></b> Attn: Robert F. Hagemann, III County Administrator 195 Arsenal Street Watertown, New York 13601
<b><u>Watertown City School District</u></b> Attn: Jason B. Harrington, Chair, BOE 1351 Washington Street, P.O. Box 586 Watertown, New York 13601	<b><u>Watertown City School District</u></b> Attn: Dr. Larry C. Schmiegel, Superintendent 1351 Washington Street, P.O. Box 586 Watertown, New York 13601
<b><u>Watertown City School District</u></b> Attn: Michelle Gravelle, District Clerk 1351 Washington Street, P.O. Box 586 Watertown, New York 13601	
<b><u>City of Watertown, New York</u></b> Attn: Hon. Sarah V. C. Pierce, Mayor City Hall 245 Washington St., Rm. 302 Watertown, New York 13601	<b><u>City of Watertown, New York</u></b> Attn: Eric Wagenaar, City Manager City Hall 245 Washington St., Rm. 302 Watertown, New York 13601

## 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 Thursday June 20, 2024 at 8:30 a.m. at the Offices of the Agency at 800 Starbuck Avenue, Watertown, New York 13601 in connection with the following matter:

**302 GLOBE, LLC** (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 .50 acre of real property located at 302 Court Street in the City of Watertown, New York (the “Land”, being more particularly described as tax parcel No. 7-03-201.000) and the existing improvements located thereon, consisting principally of an approximately 32,000 square foot, 2-story building (the “Existing Improvements”); (ii) the planning, design, internal demolition, reconstruction, renovation of the Existing Improvements to establish a commercial mixed use facility comprised of approximately 16,000 square feet of commercial and retail space on the first floor and eleven (11) market rate apartment units on the second floor, along with renovations to façade, roof, common spaces, mechanical and electric upgrades, utility and site improvements, parking, curbage, access and egress improvements, signage, sidewalks, landscaping and other 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, Suite 800 Watertown, New York 13601, Attn: Marshall Weir, Chief Executive Officer and/or via email at [mweir@jcida.com](mailto:mweir@jcida.com).

Dated: June 10, 2024

JEFFERSON COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY

**INITIAL PROJECT RESOLUTION**

*(302 Globe, LLC Project – 302 Court Street- City of Watertown)*

A regular meeting of the Jefferson County Industrial Development Agency convened on Thursday June 6, 2024 at 8:30 a.m.

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

Resolution No. 06.06.2024.02

RESOLUTION OF THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) ACCEPTING AN APPLICATION SUBMITTED BY 302 GLOBE, 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, **302 GLOBE, LLC** (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 .50 acre of real property located at 302 Court Street in the City of Watertown, New York (the “Land”, being more particularly described as tax parcel No. 7-03-201.000) and the existing improvements located thereon, consisting principally of an approximately 32,000 square foot, 2-story building (the “Existing Improvements”); (ii) the planning, design, internal demolition, reconstruction, renovation of the Existing Improvements to establish a commercial mixed use facility comprised of approximately 16,000 square feet of commercial and retail space on the first floor and eleven (11) market rate apartment units on the second floor, along with renovations to façade, roof, common spaces, mechanical and electric upgrades, utility and site improvements, parking, curbage, access and egress improvements, signage, sidewalks, landscaping and other 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:

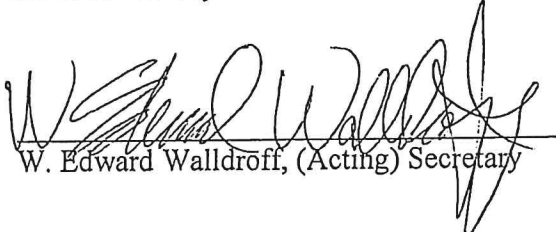
That I have compared the annexed extract of minutes of the meeting of Jefferson County Industrial Development Agency (the "Agency"), including the resolution contained therein, held on June 6, 2024, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings 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 6<sup>th</sup> day of June, 2024.

  
W. Edward Walldroff, (Acting) Secretary

[SEAL]



**Jefferson County Industrial Development Agency  
Public Hearing  
Sign In Sheet**

**Date:** Thursday, June 20, 2024

**Start Time:** 8:30 a.m.

**Location:** JCIDA Office – 800 Starbuck Avenue, Suite 800, Watertown, NY 13601

**JCIDA Staff Member(s) Present:** Marshall Weir (CEO), Robin Stephenson (Director of Business Development)

**Company Name:** 302 Globe, LLC

<b>Print Name and Address</b>
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**Jefferson County Industrial Development Agency  
Public Hearing Minutes  
June 20, 2024**

The Jefferson County Industrial Development Agency held a public hearing at 8:30 a.m. Thursday, June 20, 2024, at the JCIDA Office at 800 Starbuck Avenue, Suite 800, Watertown, New York, and via live stream for **302 Globe, LLC** for a Straight Lease transaction.

Project Information:

**302 GLOBE, LLC** (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 .50 acre of real property located at 302 Court Street in the City of Watertown, New York (the “Land”, being more particularly described as tax parcel No. 7-03-201.000) and the existing improvements located thereon, consisting principally of an approximately 32,000 square foot, 2-story building (the “Existing Improvements”); (ii) the planning, design, internal demolition, reconstruction, renovation of the Existing Improvements to establish a commercial mixed use facility comprised of approximately 16,000 square feet of commercial and retail space on the first floor and eleven (11) market rate apartment units on the second floor, along with renovations to façade, roof, common spaces, mechanical and electric upgrades, utility and site improvements, parking, curbage, access and egress improvements, signage, sidewalks, landscaping and other 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”).

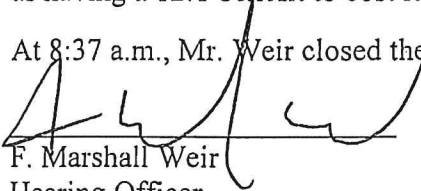
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**Staff:** Marshall Weir, CEO, Robin Stephenson, Director of Business Development

**Public Present:** None

Mr. Weir opened the hearing at 8:30 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 12:1 benefit to cost ratio.

At 8:37 a.m., Mr. Weir closed the hearing.

  
F. Marshall Weir  
Hearing Officer

**EXHIBIT B**  
**SEQRA MATERIALS**

## Short Environmental Assessment Form

### Part I - Project Information

#### Instructions for Completing

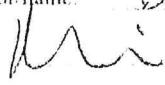
Part I - Project Information. The applicant or project sponsor is responsible for the completion of Part I. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part I based on information currently available. 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 I. 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 I - Project and Sponsor Information			
Name of Action or Project: <p style="text-align: center; font-size: 1.2em;">GLOBE BUILDING RENOVATION</p>			
Project Location (describe, and attach a location map): <p style="text-align: center; font-size: 1.2em;">302 COURT STREET, WATERBURNE, NY 13601</p>			
Brief Description of Proposed Action: <p style="font-size: 1.1em;">Full renovation of a 2-story, 30,000 square foot vacant building into office space and apartments. Renovation is not structural but complete remodel of exterior and interiors.</p>			
Name of Applicant or Sponsor: <p style="font-size: 1.2em;">302 GLOBE, LLC</p>		Telephone: 315-430-5407 E-Mail: dqueri@queridevco.com	
Address: <p style="font-size: 1.2em;">1721 CANTON ROAD</p>			
City/PO: <p style="font-size: 1.2em;">Pittsford</p>		State: <p style="font-size: 1.2em;">PA</p>	Zip Code: <p style="font-size: 1.2em;">15220</p>
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? <i>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.</i>		NO <input checked="" type="checkbox"/>	YES <input type="checkbox"/>
2. Does the proposed action require a permit, approval or funding from any other government Agency? <i>If Yes, list agency(s) name and permit or approval:</i>		NO <input type="checkbox"/>	YES <input checked="" type="checkbox"/>
		<p style="font-size: 1.1em;">Building Permit - City of Waterburne</p>	
3. a. Total acreage of the site of the proposed action?		.34 acres	
b. Total acreage to be physically disturbed?		_____ acres	
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor?		.34 acres	
4. Check all land uses that occur on, are adjoining or near the proposed action:			
<input type="checkbox"/> Urban <input type="checkbox"/> Rural (non-agriculture) <input type="checkbox"/> Industrial <input type="checkbox"/> Commercial <input type="checkbox"/> Residential (suburban)			
<input type="checkbox"/> Forest <input type="checkbox"/> Agriculture <input type="checkbox"/> Aquatic <input type="checkbox"/> Other(Specify):			
<input type="checkbox"/> Parkland			

		NO	YES	N A
5.	Is the proposed action,			
	a. A permitted use under the zoning regulations?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	b. Consistent with the adopted comprehensive plan?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
6.	Is the proposed action consistent with the predominant character of the existing built or natural landscape?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
7.	Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
	If Yes, identify: _____			
8.	a. Will the proposed action result in a substantial increase in traffic above present levels?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
	b. Are public transportation services available at or near the site of the proposed action?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
	c. Are any pedestrian accommodations or bicycle routes available on or near the site of the proposed action?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
9.	Does the proposed action meet or exceed the state energy code requirements?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
	If the proposed action will exceed requirements, describe design features and technologies: <i>high efficiency heating and cooling systems, building management systems, led lighting and controlled shuttles</i>			
10.	Will the proposed action connect to an existing public/private water supply?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
	If No, describe method for providing potable water: _____			
11.	Will the proposed action connect to existing wastewater utilities?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
	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?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
	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?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
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?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
	b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
	If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: _____			



14. Identify the typical habitat types that occur on, or are likely to be found on the project site. Check all that apply:		
<input type="checkbox"/> Shoreline <input type="checkbox"/> Forest <input type="checkbox"/> Agricultural/grasslands <input type="checkbox"/> Early mid-successional <input type="checkbox"/> Wetland <input checked="" type="checkbox"/> Urban <input type="checkbox"/> 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
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
16. Is the project site located in the 100-year flood plain?	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
17. Will the proposed action create storm water discharge, either from point or non-point sources? If Yes,	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
a. Will storm water discharges flow to adjacent properties?	<input type="checkbox"/>	<input type="checkbox"/>
b. Will storm water discharges be directed to established conveyance systems (runoff and storm drains)?	<input type="checkbox"/>	<input type="checkbox"/>
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
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE		
Applicant/sponsor/name: <u>DANIEL QUZZI</u>	Date: <u>11/8/23</u>	
Signature: <u></u>	Title: <u>W4MB402</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?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2. Will the proposed action result in a change in the use or intensity of use of land?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
3. Will the proposed action impair the character or quality of the existing community?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
4. Will the proposed action have an impact on the environmental characteristics that caused the establishment of a Critical Environmental Area (CEA)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
7. Will the proposed action impact existing:		
a. public / private water supplies?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b. public / private wastewater treatment utilities?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
8. Will the proposed action impair the character or quality of important historic, archaeological, architectural or aesthetic resources?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
9. Will the proposed action result in an adverse change to natural resources (e.g., wetlands, waterbodies, groundwater, air quality, flora and fauna)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
10. Will the proposed action result in an increase in the potential for erosion, flooding or drainage problems?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
11. Will the proposed action create a hazard to environmental resources or human health?	<input checked="" type="checkbox"/>	<input type="checkbox"/>

PRINT FORM

Agency Use Only (If applicable)

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.

N/A

<input type="checkbox"/>	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.
<input type="checkbox"/>	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.
----- Name of Lead Agency	----- Date
----- Print or Type Name of Responsible Officer in Lead Agency	----- Title of Responsible Officer
----- Signature of Responsible Officer in Lead Agency	----- Signature of Preparer (if different from Responsible Officer)

PRINT FORM

