

**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 Annual Board Meeting

**Date:** December 23, 2024

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

**From:** Chairman Robert Aliasso

**Re:** Notice of Annual Board of Directors' Meeting

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The Jefferson County Industrial Development Agency will hold its annual Board Meeting on **Thursday, January 9, 2025 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  
Dr. Gregory A. Gardner  
Rob Aiken  
Dawn Robinson  
Charles Capone  
Justin S. Miller, Esq.  
Stephen Maier, Esq.  
Media

**ANNUAL BOARD MEETING AGENDA**  
**Thursday, January 9, 2025 - 8:30 a.m.**

- I. Call to Order**
- II. Pledge of Allegiance**
- III. Privilege of the Floor**
- IV. Minutes – December 5, 2024**
- V. Treasurer’s Report – December 31, 2024**
- VI. Committee Reports**
  - a. Audit Committee**
    - i. Resolution No. 01.09.2025.01 to Engage Auditors for Annual Audit**
  - b. Governance Committee**
    - i. Resolution No. 01.09.2025.02 for Annual Internal Policy and Procedure Review**
    - ii. Proposed Application**
    - iii. Summary Results of Confidential Evaluation of Board Performance**
  - c. Alternative Energy Ad Hoc Committee**
  - d. Building & Grounds Ad Hoc Committee**
- VII. Unfinished Business**
- VIII. New Business**
  - 1. Proposed Committee Structure for 2025**
  - 2. Resolution No. 01.09.2025.03 to Appoint Board Member to WICLDC Board**
- IX. Counsel**
- X. Adjournment**

**Jefferson County Industrial Development Agency  
Board Meeting Minutes  
December 5, 2024**

**DRAFT**

The Jefferson County Industrial Development Agency held its board meeting on Thursday, December 5, 2024 in the board room at 800 Starbuck Avenue, Watertown, NY.

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

**Excused:** None

**Absent:** None

**Also Present:** Rob Aiken, Dawn Robinson  
**Zoom:** Justin Miller, Esq, (Harris Beach), Sarah Bullock, Jacob Jacques

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

- I. Call to Order:** Chairman Aliasso 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 on November 7, 2024 were presented. A motion to approve the minutes as presented was made by Mr. Converse, seconded by Mr. Warneck. All in favor. Carried.
- IV. Treasurer’s Report:** Mr. Warneck reviewed the financials for the period ending November 30, 2024. He said that we are not going to come close to the budgeted revenue expectation for the PILOT/lease-leaseback fees. He reviewed the delinquent accounts – the Painful Acres delinquency will be discussed later in the meeting during the executive session. After discussion, a motion was made by Mr. Warneck to accept the financial statement as presented, seconded by Mr. Walldroff. All in favor. Carried.
- V. Committee Reports:**
  - a. Alternative Energy –** No report.
  - b. Building and Grounds Committee –** Mr. Condino reported that a meeting was held last week with North Country Contractors to get an update on their project at the Business Complex. He said they are 80% complete and noted that there has been a lot of rock cutting. Mr. Walldroff asked if the rock cutting was within the budget and asked if there were any overruns. Mr. Condino said it is within the budget and there are no overruns. Chairman Aliasso noted that the project was to be completed by the end of this year. Mr. Condino said he believes an extension was granted. Mr. Weir confirmed that the grants for the project have been extended into next year.

**Building and Ground Committee Continued**

Mr. Walldroff said that he was shocked by the sewer capacity limit of 15,000 gallons per day for the whole buildout. Mr. Condino said the infrastructure has the capacity but noted that it was the initial limit that the Village of Brownville put on it based on the numbers for the project from what we thought was going to be the new development there including the airport building expansion. He said the committee will consider capacity and power as the project progresses. Mr. Weir said there are opportunities for expansion of the treatment plant.

Mr. Walldroff asked how we match infrastructure to the highest and best use for the 80-acre site. He said he thinks of water tables, elevation, etc. Mr. Weir said that we are considering all of those things and noted that he is working with National Grid on the power piece. Mr. Matteson said it's important for us to keep in mind job quality versus job numbers because of the labor market we are facing. Chairman Aliasso said that's why we use a cost-benefit analysis to review the impact.

Mr. Aiken asked if there is a conceptual site layout if it is turned into a small park. Mr. Weir said that we have the video that BCA created several years ago on our website. Mr. Converse recommended looking at the original plan BCA created.

**c. Nominating Committee**

- i. Resolution No. 12.05.2024.01 to Appoint JCLDC Board Members –** The Nominating Committee recommended the appointment of Dawn Robinson to fill Kent Burto's unexpired term of 12/31/26 and Charles Capone to fill Christine Powers unexpired term of 12/31/27. A motion was made by Mr. Warneck to approve the resolution, seconded by Mr. Walldroff. All in favor. Carried.

Ms. L'Huillier noted that the County Board of Legislators passed a resolution to reappoint her and Mr. Warneck.

Ms. Robinson introduced herself and said that she works at Jefferson Community College and is the chair of the Business Department. She said that she works with the community and the students and noted that she will finish her dissertation soon. She mentioned that she has worked with Dr. Gardner on several research opportunities and spent some time internationally discussing their economic development along with agricultural development. She said that she is a graduate of JCC, Nazareth, college of Rochester and Suny Potsdam, and her PhD will be through National University. Her focus is on educational leadership, and she teaches marketing and a full slate of business coursework.

Sarah Bullock and Jacob Jacques joined the meeting via Zoom at 9 a.m.

- ii. Resolution No. 12.05.2024.02 to Elect Officers for CY 2025 –** The Nominating Committee recommended the following slate of officers: Chairman – Robert E. Aliasso, Jr., Vice Chairman – Hon. William W. Johnson, Treasurer – Paul J. Warneck, Secretary – W. Edward Walldroff. A motion was made by Ms. L'Huillier to approve the resolution, seconded by Mr. Converse. All in favor. Carried.

**VI. Unfinished Business:**

1. **OSC 2020 Audit follow-up** – Chairman Aliasso said that he and Mr. Weir agreed to have the governance committee follow up in a few months on the progress of the corrective action items. He said that regardless of the findings, we take this seriously, Mr. Weir agreed. Mr. Weir said that the findings were that one of the items was implemented, one was partially implemented and three of them were not at the time of the audit. He said that there is no further response required, just the expectation that we will make the changes.

Mr. Walldroff asked Mr. Weir and Mr. Eaton if they have a clear action plan to specifically address the items whether it's new forms or more follow-up. Mr. Weir said yes. He said that we will be adding to the checklist and make sure that they are done. Chairman Aliasso mentioned that we are expected to create a cost-benefit analysis for tax exemption (sales tax only) projects as well.

Mr. Eaton said that we have been verifying job numbers through the application. He said that when an application is submitted it shows a capital expenditure, and we assume it's right and they sign the application attesting to it. He said on retained jobs we should request an NYS-45, which he said that we can do. He said at the end of the project, we have to go back and verify once again that the capital expenditure was the capital expenditure which is reported by the project applicant every year and that has been our process. He thinks that what has been suggested goes beyond the original intent of the program. He said we will live with it but it will slow the process down and we will have to have proof or some indication of the capital expenditure on the front end other than just the application. He said we will figure out something on the back end.

Mr. Warneck said that there are downstate senators who are constantly talking about increasing oversight of IDA's. He said we should clean it up now before the greater oversight comes. He said that Attorney Miller has done a great job of cleaning a lot up with his project agreements that have substantially more detail than in previous years.

Mr. Eaton said that part of the end result should be a visit to a new project which is part of the verification of completion of the project. Mr. Converse said in those earlier years, it was a goal for staff to make a certain number of visitations per year. He said we may have to look at that again.

2. **Proposed Fee Schedule** – Chairman Aliasso suggested removing the last section of the proposed fee schedule since the annual fee will be \$1,500 for bonds, lease-leasebacks, and renewable energy projects because it is duplicative; board members agreed. A motion was made by Mr. Warneck to approve the amended fee schedule as discussed, seconded by Mr. Condino. All in favor. Carried.

**Jefferson County Industrial Development Agency  
Board Meeting Minutes  
December 5, 2024**

12/5/2024 9:58 AM

**3. Consideration of Executive Session**

At 9:19 a.m. a motion was made by Mr. Warneck to enter into executive session to discuss the financials of a particular company, seconded by Ms. L'Huillier. All in favor. Board Members, LDC Board Member Aiken, Staff, and Attorney Miller remained.

At 9:48 a.m. a motion was made by Mr. Warneck to leave executive session, seconded by Mr. Converse. All in favor. No action was taken.

**VII. New Business:** None.

**VIII. Counsel:** None.

**IX. Adjournment:** With no further business before the board, a motion to adjourn was made by Mr. Warneck, seconded by Mr. Condino. All in favor. The meeting was adjourned at 9:48 a.m.

Respectfully submitted,

*Peggy Sampson*

**JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**  
**Income Statement for the Twelve Month Period Ending December 31, 2024**  
 Prepared by Lyle Eaton, January 2, 2025

UNRECONCILED

	Current Year Budget	Year-to-Dat e Total	Current Month	Previous Month	Balance Remaining
<b>Revenues</b>					
Application & Process Fees	\$ 12,000.00	57,254.00	\$ 5,002.00	(2,200.00)	(45,254.00)
Bond Admin Fee	3,000.00	3,000.00	0.00	0.00	0.00
PILOT/Sale Leaseback Fees	1,079,306.00	63,028.00	0.00	0.00	1,016,278.00
Fee Income - RLF Program	43,422.00	66,223.37	48,130.87	0.00	(22,801.37)
Fee Income - Micro Program	24,087.00	8,160.19	(1,876.06)	0.00	15,926.81
Grant Income - Federal ARPA	0.00	292,000.00	0.00	0.00	(292,000.00)
Interest Income	500.00	240.88	0.00	21.58	259.12
Interest Income - RLF Program	40,000.00	59,098.66	3,438.23	12,304.46	(19,098.66)
Late Payment Penalty RLF	0.00	32.50	0.00	0.00	(32.50)
Interest Income - City Fund	0.00	1,250.00	0.00	1,250.00	(1,250.00)
Interest Income - Micro Prog.	5,000.00	5,946.58	314.66	495.41	(946.58)
Late Payment Penalty - Micro	700.00	178.03	0.00	0.00	521.97
Miscellaneous Income	5,000.00	1,181.72	0.00	(4.48)	3,818.28
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>573,570.23</b>	<b>55,009.70</b>	<b>11,866.97</b>	<b>639,444.77</b>
<b>Operations</b>					
Advertising Expense	0.00	495.91	0.00	0.00	(495.91)
Office Expense	2,000.00	1,524.79	63.65	20.00	475.21
Admin Services Exp	713,694.00	713,700.00	59,475.00	59,475.00	(6.00)
Depreciation Expense - Siding	16,296.00	16,295.52	1,357.96	1,357.96	0.48
D&O Insurance	16,500.00	16,124.49	1,372.08	1,372.08	375.51
Commercial Insurance	8,500.00	9,858.81	850.72	850.72	(1,358.81)
FTZ Expense	1,250.00	0.00	0.00	0.00	1,250.00
Legal- Retainer	18,000.00	16,500.00	1,500.00	0.00	1,500.00
Legal - Unrestricted	5,000.00	30,816.06	21,472.93	0.00	(25,816.06)
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	7,773.50	0.00	0.00	(7,773.50)
Fees Expense	500.00	185.20	0.00	0.00	314.80
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	91,552.87	51,749.37	3,618.50	(48,130.87)
Microenterprise Program Exp	24,087.00	24,087.00	2,007.25	2,007.25	0.00
RLF Audit Expense	800.00	0.00	0.00	0.00	800.00
Building Depreciation- 146 Ars	109,166.00	106,723.56	8,893.63	8,893.63	2,442.44
146 Arsenal Gas	0.00	796.93	0.00	0.00	(796.93)
Miscellaneous - Unrestricted	1,200.00	4.00	0.00	4.00	1,196.00
<b>Total Operations</b>	<b>1,213,015.00</b>	<b>1,350,200.94</b>	<b>148,742.59</b>	<b>77,599.14</b>	<b>(137,185.94)</b>
Total Revenue	1,213,015.00	573,570.23	55,009.70	11,866.97	639,444.77
Total Expenses	1,213,015.00	1,350,200.94	148,742.59	77,599.14	(137,185.94)
<b>Net Income Over Expenditures</b>	<b>\$ 0.00</b>	<b>(776,630.71)</b>	<b>\$ (93,732.89)</b>	<b>(65,732.17)</b>	<b>776,630.71</b>

JCIDA BALANCE SHEET

<u>Current Assets</u>	IDA	<u>11/30/2024</u>	<u>12/31/2024</u>
General Checking		\$ 786,038.21	\$ 635,161.55
Savings Account		258,953.19	258,974.77
PILOT Checking		0.00	78,630.40
Microenterprise Account		102,543.35	104,358.86
City Loan Account		41,015.28	42,515.62
Revolving Loan Fund Account		2,068,172.63	2,071,499.21
PILOT Monies Receivable		16,340.18	505.38
Miscellaneous Receivable		71,840.80	71,842.80
RLF Loans Receivable		2,267,600.97	2,266,635.78
Microenterprise Loans Rec.		78,898.34	117,398.45
Want Economic Growth Rec		249,750.00	249,498.75
Allowance for Bad Debt-RLF		(190,000.00)	(190,000.00)
Allow. for Bad Debts-MICRO		(35,000.00)	(35,000.00)
Prepaid Expense		22,678.29	20,455.49
Total Current Assets		<u>\$ 5,738,831.24</u>	<u>\$ 5,692,477.06</u>
<b><u>Property and Equipment</u></b>			
Accum Depr - Building		(1,291,806.05)	(1,300,699.68)
Accum Depr. Equipment		(52,269.66)	(52,269.66)
Accumulated Depreciation Sidin		(58,392.28)	(59,750.24)
Total Property and Equipment		(1,402,467.99)	(1,412,719.58)
<b><u>Other Assets</u></b>			
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		586,088.91	586,088.91
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		6,138,562.17	6,138,562.17
Total Assets		<u><u>\$ 10,474,925.42</u></u>	<u><u>\$ 10,418,319.65</u></u>



JCIDA BALANCE SHEET

LIABILITIES AND CAPITAL

**Current Liabilities**

Accounts Payable - Unrestricte	\$ 27,520.46	\$ 69,396.52
PILOT Monies Payable	16,344.18	5,783.18
RLF Loan Payable	700,000.00	700,000.00
Due HUD - RLF Interest	1,207.87	1,379.78
Due HUD - MICRO Interest	6.49	7.45
Due HUD - CITY Loan Interest	11.10	11.44
ARPA Airport Sewer	916,000.00	916,000.00
Car Freshner Signage	11,000.00	11,000.00
Total Current Liabilities	\$ 1,672,090.10	\$ 1,703,578.37

**Long-Term Liabilities**

Due NYS/IAP L.T.	180,159.78	180,159.78
Total Long-Term Liabilities	180,159.78	180,159.78

Total Liabilities	1,852,249.88	1,883,738.15
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**Capital**

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	(649,156.42)	(737,250.46)
Total Capital	8,622,675.54	8,534,581.50

<b>Total Liabilities &amp; Capital</b>	<b>10,474,925.42</b>	<b>10,418,319.65</b>
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Jefferson County IDA  
Balance Sheet  
December 31, 2024

ASSETS

Current Assets		
General Checking	\$	635,161.55
Savings Account		258,974.77
PILOT Checking Account		78,630.40
Microenterprise Account		104,358.86
City Loan Account		42,515.62
Revolving Loan Fund Account		2,071,499.21
PILOT Monies Receivable		505.38
Miscellaneous Receivable		71,842.80
RLF Loans Receivable		2,266,635.78
Microenterprise Loans Rec.		117,398.45
Watn. Economic Growth Fund Rec		249,498.75
Allowance for Bad Debt-RLF		(190,000.00)
Allow. for Bad Debts-MICRO		(35,000.00)
Prepaid Expense		20,455.49
		5,692,477.06
Total Current Assets		
Property and Equipment		
Accum Depr - Building	(1,300,699.68)	
Accum Depr. Equipment	(52,269.66)	
Accumulated Depreciation Sidin	(59,750.24)	
		(1,412,719.58)
Total Property and Equipment		
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	586,088.91	
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	
		6,138,562.17
Total Other Assets		
Total Assets	\$	10,418,319.65

LIABILITIES AND CAPITAL

Current Liabilities		
Accounts Payable - Unrestrict	\$	69,396.52
PILOT Monies Payable		5,783.18
RLF Loan Payable		700,000.00
Due HUD - RLF Interest		1,379.78
Due HUD - MICRO Interest		7.45
Due HUD - CITY Loan Interest		11.44
ARPA Airport Sewer		916,000.00
Car Freshner Signage		11,000.00
		1,703,578.37
Total Current Liabilities		
Long-Term Liabilities		

Jefferson County IDA  
Balance Sheet  
December 31, 2024

Due NYS/IAP L.T.	180,159.78	
Total Long-Term Liabilities	180,159.78	
Total Liabilities		1,883,738.15
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	(737,250.46)	
Total Capital	8,534,581.50	
Total Liabilities & Capital		\$ 10,418,319.65

**Jefferson County IDA**  
**General Checking Cash Receipts Journal**  
**For the Period From Dec 1, 2024 to Dec 31, 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
12/5/24	205602 202702 100001	EFT	DUE SHLDC DUE JCIDA CONVALT ENERGY. LLC	2,625.00	500.00 2,125.00
12/27/24	125001 100001	ACH-EFT	Invoice: 4005 AES BLACK RIVER SOLAR, LLC	5,000.00	5,000.00
				<u>7,625.00</u>	<u>7,625.00</u>

**Jefferson County IDA**  
**City Loan Fund Cash Receipts Journal**  
**For the Period From Dec 1, 2024 to Dec 31, 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
12/12/24	127204	4485	Invoice: 3960		251.25
	120102		INTEREST		1,248.75
	104004		HALE'S BUS GARAGE, LLC	1,500.00	
				<b>1,500.00</b>	<b>1,500.00</b>

**Jefferson County IDA**  
**Microenterprise Cash Receipts Journal**  
**For the Period From Dec 1, 2024 to Dec 31, 2024**

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

<b>Date</b>	<b>Account ID</b>	<b>Transaction</b>	<b>Line Description</b>	<b>Debit Amnt</b>	<b>Credit Amnt</b>
12/5/24	127003	52127	Invoice: 3850		630.30
	416003		INTEREST		143.01
	103003		CLAYTON ISLAND TOURS, LLC	773.31	
12/12/24	127003	2600	Invoice: 1354		528.12
	416003		INTEREST		71.88
	103003		TASTE OF DESIGN	600.00	
12/19/24	127003	114	Invoice: 3621		175.43
	416003		INTEREST		15.21
	103003		THERARTPY	190.64	
12/19/24	127003	1439	Invoice: 3411		166.04
	416003		INTEREST		84.56
	103003		COLLEEN'S CHERRY TREE INN	250.60	
				<b>1,814.55</b>	<b>1,814.55</b>

**Jefferson County IDA  
RLF Cash Receipts Journal**

**For the Period From Dec 1, 2024 to Dec 31, 2024**

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

<b>Date</b>	<b>Account ID</b>	<b>Transaction</b>	<b>Line Description</b>	<b>Debit Amnt</b>	<b>Credit Amnt</b>
12/5/24	126002	12687	Invoice: 3914		433.73
	415002		interest		578.90
	120102		MARZANO EXCAVATING, LLC	1,012.63	
12/19/24	126002	1324	Invoice: 3949		531.46
	415002		INTEREST		734.33
	120102		SACKETS HARBOR BREW PUB, LLC	1,265.79	
12/19/24	415002	8152	PARTIAL 11/2024 INTEREST		2,125.00
	120102		CONVALT ENERGY. LLC	2,125.00	
				<b>4,403.42</b>	<b>4,403.42</b>

**Jefferson County IDA  
Micro Loans Receivable  
As of Dec 31, 2024**

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

<b>Customer</b>	<b>Amount Due</b>
COLLEEN'S CHERRY TREE INN	19,517.91 2 Months
CLAYTON ISLAND TOURS, LLC	27,972.45
DROIN DISTRIBUTION LTD	20,000.00
PAINFULL ACRES	8,289.07 8 Months
PINK KETTLE, LLC	12,344.30
TASTE OF DESIGN	7,958.44
THERARTPY	3,475.34
WILLOWBROOK ENTERPRISE, INC.	17,840.94
	<b>117,398.45</b>



**Jefferson County IDA**  
**Revolving Loan Fund Receivables**  
**As of Dec 31, 2024**

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

<b>Customer</b>	<b>Amount Due</b>
CONVALT ENERGY, LLC	850,000.00 Default
JEFFERSON COUNTY INDUSTRIAL	700,000.00
LCO DESTINY, LLC	207,045.62 Default
MARZANO EXCAVATING, LLC	115,345.89
SACKETS HARBOR BREW PUB, LLC	146,334.88
THREE MILE BAY VENTURES, LLC	247,819.39
	<b><u>2,266,545.78</u></b>

**Jefferson County IDA  
Watn. Economic Growth Fund  
As of Dec 31, 2024**

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

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<b>Customer</b>	<b>Amount Due</b>
HALE'S BUS GARAGE, LLC	249,498.75
	<u>249,498.75</u>

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**Jefferson County IDA  
Miscellaneous Receivables  
As of Dec 31, 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
<hr/>						
CONVALT					<b>38,716.80</b>	<b>38,716.80</b>
CONVALT ENERGY. LLC						
<hr/>						
DROUIN DISTRIBUTION DROIN DISTRIBUTION LTD	7-10-2021		300.00			300.00
613-299-5633						
<hr/>						
DROUIN DISTRIBUTION DROIN DISTRIBUTION LTD			300.00			300.00
<hr/>						
GSPP CR 47 NORTH GSPP 24658 CR 47 NORTH	4003	1.00				1.00
<hr/>						
GSPP CR 47 NORTH GSPP 24658 CR 47 NORTH		1.00				1.00
<hr/>						
GSPP CR 47 SOUTH GSPP 24658 CR 47 SOUTH LLC	4004	1.00				1.00
<hr/>						
GSPP CR 47 SOUTH GSPP 24658 CR 47 SOUTH LLC		1.00				1.00
<hr/>						
THREE MILE BAY THREE MILE BAY VENTURES, LLC	7-10-2020	41,400.00				41,400.00
<hr/>						
THREE MILE BAY THREE MILE BAY VENTURES, LLC		41,400.00				41,400.00
<hr/>						
<b>Report Total</b>		<b>41,402.00</b>	<b>300.00</b>		<b>38,716.80</b>	<b>80,418.80</b>
<hr/> <hr/>						

**Jefferson County IDA**  
**Cash Disbursements Journal**  
**For the Period From Dec 1, 2024 to Dec 31, 2024**

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

<b>Date</b>	<b>Check #</b>	<b>Account ID</b>	<b>Line Description</b>	<b>Debit Amount</b>	<b>Credit Amount</b>
12/13/24	8149	200001 100001	Invoice: WOOLWORTH CITY COMPTRROLLER	4,435.00	4,435.00
12/13/24	8150	200001 100001	Invoice: 28911 FEDERAL EXPRESS CORP.	43.65	43.65
12/13/24	8151	200001 200001 100001	Invoice: 9003043 Invoice: 9003045 HARRIS BEACH	21,472.93 1,500.00	22,972.93
12/13/24	8152	200001 100001	Invoice: CONVALT NOV 24 JEFFERSON COUNTY INDUSTRIAL	2,125.00	2,125.00
12/13/24	8153	200001 100001	Invoice: ADMIN11 JEFF COUNTY LDC	59,475.00	59,475.00
12/13/24	8154	200001 100001	Invoice: CONVALT 11-2024 SACKETS HARBOR LDC	500.00	500.00
12/13/24	8155	200001 100001	Invoice: WOOLWORTH WATERTOWN CITY SCHOOL DISTRICT	6,126.00	6,126.00
	<b>Total</b>			<b>95,677.58</b>	<b>95,677.58</b>

**Jefferson County IDA  
Unrestricted Aged Payables  
As of Dec 31, 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	CK19927	8/26/24	565.35
	RLF ADMIN	12/31/24	48,130.87
	MICRO ADM	12/31/24	1,876.06
<b>JEFFERSON COUNTY INDUSTRIAL</b>			<b>50,572.28</b>
JEFF COUNTY LDC	ADMIN12	12/1/24	59,475.00
<b>JEFF COUNTY LDC</b>			<b>59,475.00</b>
NORTH COUNTRY CONTRACTORS	3112-1	11/11/24	7,056.09
<b>NORTH COUNTRY CONTRACTORS</b>			<b>7,056.09</b>
SACKETS HARBOR LDC	CK 19927	8/26/24	424.02
<b>SACKETS HARBOR LDC</b>			<b>424.02</b>
			<b>117,527.39</b>

**Jefferson County Industrial Development Agency  
Audit Committee Meeting Minutes  
December 13, 2024**

The Jefferson County Industrial Development Agency held an audit committee meeting on Friday, December 13, 2024 in the board room, 800 Starbuck Avenue, Watertown, NY.

**Present:** Paul Warneck (Chair), David Converse, Rob Aiken  
**Zoom:** Rob Aliasso

**Also Present:** Marshall Weir, Lyle Eaton, Peggy Sampson, Lyndi Hill (Bowers CPAs, PLLC), Bill Johnson, Ed Walldroff

- I. **Call to Order:** Chairman Warneck called the meeting to order at 8:09 a.m.
- II. **Engage Audit Firm:**

Mr. Warneck indicated that the purpose of the pre-audit meeting is to engage Bowers to complete the audit covering January 1, 2024 through December 31, 2024. This will be year two for Ms. Podvin as lead partner and Ms. Hill as audit manager (lead auditors are required to change every five years).

Ms. Hill said that a Single Audit is not required this year. It was noted that the JCIDA audit will include the JCCFDC and the DRC. Ms. Hill said that even though there was no financial activity for DRC, they may need to file a blank tax return for this year. Mr. Weir explained that the DRC will take possession of the property once the Restore NY grant is completed, and the County turns it over to us. Ms. Hill said the DRC nonprofit exemption status form has not been filed with the IRS yet.

Ms. Hill asked if there were any concerns, litigation, or significant commitments during the year outside of what was reviewed in the meeting minutes; no one was aware of any.

The engagement letter was presented. The fee for the audit and other services is \$13,250. The audit has been scheduled to start on January 27, 2025.

A motion was made by Mr. Aiken to recommend approval of the engagement letter by the full board of directors, seconded by Mr. Converse. All in favor.

- III. **Adjournment:** With no further business before the committee, a motion to adjourn was made by Mr. Aliasso, seconded by Mr. Aiken. The meeting was adjourned at 8:17 a.m.

Respectfully submitted,

*Peggy Sampson*

**JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**  
**Resolution Number 01.09.2025.01**  
**to Engage Auditors for Annual Audit**

**WHEREAS**, the Audit Committee met on December 13, 2024 to meet with Bowers CPAs and Advisors, PLLC, and

**WHEREAS**, Bowers presented an engagement letter for the period of January 1, 2024 - December 31, 2024 (including JCCFDC and DRC). The fee for the audit and other services will be \$13,250, and

**WHEREAS**, the Audit Committee recommends approval of the engagement letter, and

**NOW, THEREFORE, BE IT RESOLVED**, by the Board of Directors of the Jefferson County Industrial Development Agency that it herein approves the recommendation as set forth in this Resolution, and be it further,

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

This resolution shall take effect immediately.

\_\_\_\_\_  
W. Edward Walldroff  
Secretary

December 5, 2024

To the Board of Directors  
Jefferson County Industrial Development Agency  
800 Starbuck Avenue  
Watertown, NY 13601

We are pleased to confirm our understanding of the services we are to provide for Jefferson County Industrial Development Agency for the year ended December 31, 2024.

**Audit Scope and Objectives**

We will audit the financial statements of the business-type activities, including the disclosures, which collectively comprise the basic financial statements, of Jefferson County Industrial Development Agency as of and for the year ended December 31, 2024. Accounting standards generally accepted in the United States of America (GAAP) provide for certain required supplementary information (RSI), such as management's discussion and analysis (MD&A), to supplement Jefferson County Industrial Development Agency's basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. As part of our engagement, we will apply certain limited procedures to Jefferson County Industrial Development Agency's RSI in accordance with auditing standards generally accepted in the United States of America (GAAS). These limited procedures will consist of inquiries of management regarding the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We will not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance. The following RSI is required by GAAP and will be subjected to certain limited procedures, but will not be audited:

1. Management's Discussion and Analysis



We have also been engaged to report on supplementary information other than RSI that accompanies Jefferson County Industrial Development Agency's financial statements. We will subject the following supplementary information to the auditing procedures applied in our audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America (GAAS), and we will provide an opinion on #1 - #7 in relation to the financial statements as a whole in a report combined with our auditor's report on the financial statements and we will provide an opinion on #7 in a separate written report accompanying our auditor's report on the financial statements:

- 1) Combining Statement of Net Position
- 2) Combining Statement of Revenues, Expenses and Changes in Net Position
- 3) Statement of Net Position – Component Units
- 4) Statement of Revenues, Expenses and Changes in Net Position – Component Units
- 5) Statement of Fund Net Position
- 6) Statement of Fund Revenues, Expenses, and Changes in Net Position
- 7) Annual Investment Report in accordance with Section 2925 of Public Authorities Law

The objectives of our audit are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and issue an auditor's report that includes our opinions about whether your financial statements are fairly presented, in all material respects, in conformity with GAAP; and report on the fairness of the supplementary information referred to in the second paragraph when considered in relation to the financial statements as a whole. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists. Misstatements, including omissions, can arise from fraud or error and are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment of a reasonable user made based on the financial statements.

The objectives also include reporting on internal control over financial reporting and compliance with provisions of laws, regulations, contracts, and award agreements, noncompliance with which could have a material effect on the financial statements in accordance with *Government Auditing Standards*.

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

We will conduct our audit in accordance with GAAS and the standards for financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, and will include tests of your accounting records and other procedures we consider necessary to enable us to express such opinions. As part of an audit in accordance with GAAS and *Government Auditing Standards*, we exercise professional judgment and maintain professional skepticism throughout the audit.

We will evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management. We will also evaluate the overall presentation of the financial statements, including the disclosures, and determine whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation. We will plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether from (1) errors, (2) fraudulent financial reporting, (3) misappropriation of assets, or (4) violations of laws or governmental regulations that are attributable to the Government or to acts by management or employees acting on behalf of the government. Because the determination of waste and abuse is subjective, *Government Auditing Standards* do not expect auditors to perform specific procedures to detect waste or abuse in financial audits nor do they expect auditors to provide reasonable assurance of detecting waste or abuse.

Because of the inherent limitations of an audit, combined with the inherent limitations of internal control, and because we will not perform a detailed examination of all transactions, there is an unavoidable risk that some material misstatements or may not be detected by us, even though the audit is properly planned and performed in accordance with GAAS and *Government Auditing Standards*. In addition, an audit is not designed to detect immaterial misstatements or violations of laws or governmental regulations that do not have a direct and material effect on the financial statements. However, we will inform the appropriate level of management of any material errors, fraudulent financial reporting, or misappropriation of assets that comes to our attention. We will also inform the appropriate level of management of any violations of laws or governmental regulations that comes to our attention, unless clearly inconsequential. Our responsibility as auditors is limited to the period covered by our audit and does not extend to any later periods for which we are not engaged as auditors.

We will also conclude, based on the audit evidence obtained, whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the government's ability to continue as a going concern for a reasonable period of time.

Our procedures will include tests of documentary evidence supporting the transactions recorded in the accounts, and direct confirmation of receivables and certain assets and liabilities by correspondence with selected individuals, funding sources, creditors, and financial institutions. We will also request written representations from your attorneys as part of the engagement.

We have identified the following significant risks of material misstatement as part of our preliminary audit planning, which are presumptive significant risks related to all audit engagements as required by the related Statements on Auditing Standards:

- Management override of controls. Limited segregation of duties due to small office size.
- Improper revenue recognition due to fraud.
- Many related party transactions with JCLDC and WICLDC (largest being shared employees and admin fee allocation). JCIDA and JCLDC operate with the same board of directors which allows them to make changes at will based on relationship - such as waiving a portion of the admin fee being repaid to LDC in the prior year.

Our audit of financial statements does not relieve you of your responsibilities.

#### **Audit Procedures—Internal Control**

We will obtain an understanding of the government and its environment, including the system of internal control, sufficient to identify and assess the risks of material misstatement of the financial statements, whether due to error or fraud, and to design and perform audit procedures responsive to those risks and obtain evidence that is sufficient and appropriate to provide a basis for our opinions. Tests of controls may be performed to test the effectiveness of certain controls that we consider relevant to preventing and detecting errors and fraud that are material to the financial statements and to preventing and detecting misstatements resulting from illegal acts and other noncompliance matters that have a direct and material effect on the financial statements. Our tests, if performed, will be less in scope than would be necessary to render an opinion on internal control and, accordingly, no opinion will be expressed in our report on internal control issued pursuant to *Government Auditing Standards*. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentation, or the override of internal control. An audit is not designed to provide assurance on internal control or to identify significant deficiencies or material weaknesses. Accordingly, we will express no such opinion. However, during the audit, we will communicate to management and those charged with governance internal control related matters that are required to be communicated under AICPA professional standards and *Government Auditing Standards*.

#### **Audit Procedures—Compliance**

As part of obtaining reasonable assurance about whether the financial statements are free of material misstatement, we will perform tests of Jefferson County Industrial Development Agency's compliance with the provisions of applicable laws, regulations, contracts, agreements, and grants. However, the objective of our audit will not be to provide an opinion on overall compliance, and we will not express such an opinion in our report on compliance issued pursuant to *Government Auditing Standards*.

#### **Responsibilities of Management for the Financial Statements**

Our audit will be conducted on the basis that you acknowledge and understand your responsibility for designing, implementing, establishing, and maintaining effective internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, and for evaluating and monitoring ongoing activities to help ensure that appropriate goals and objectives are met; following laws and regulations; and ensuring that management and financial information is reliable and properly reported. Management is also responsible for implementing systems designed to achieve compliance with applicable laws, regulations, contracts, and grant agreements. You are also responsible for the selection and application of accounting principles; for the preparation and fair presentation of the financial statements and all accompanying information in conformity with accounting principles generally accepted in the United States of America, and for compliance with applicable laws and regulations and the provisions of contracts and grant agreements.

Management is responsible for making drafts of financial statements, all financial records, and related information available to us; for the accuracy and completeness of that information (including information from outside of the general and subsidiary ledgers); and for the evaluation of whether there are any conditions or events, considered in the aggregate, that raise substantial doubt about the government's ability to continue as a going concern for the 12 months after the financial statements date or shortly thereafter. You are also responsible for providing us with (1) access to all information of which you are aware that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, identification of all related parties and all related-party relationships and transactions, and other matters; (2) additional information that we may request for the purpose of the audit; and (3) unrestricted access to persons within the government from whom we determine it necessary to obtain audit evidence. At the conclusion of our audit, we will require certain written representations from you about your responsibilities for the financial statements, compliance with laws, regulations, contracts, and grant agreements; and other responsibilities required by GAAS and *Government Auditing Standards*.

Your responsibilities include adjusting the financial statements to correct material misstatements and for confirming to us in the written representation letter that the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements of each opinion unit taken as a whole.

You are responsible for the design and implementation of programs and controls to prevent and detect fraud, and for informing us about all known or suspected fraud affecting the government involving (1) management, (2) employees who have significant roles in internal control, and (3) others where the fraud could have a material effect on the financial statements. Your responsibilities include informing us of your knowledge of any allegations of fraud or suspected fraud affecting the government received in communications from employees, former employees, grantors, regulators, or others.

In addition, you are responsible for identifying and ensuring that the government complies with applicable laws, regulations, contracts, agreements, and grants and for taking timely and appropriate steps to remedy fraud and noncompliance with provisions of laws, regulations, or contracts or grant agreements that we report.

You are responsible for the preparation of the supplementary information, which we have been engaged to report on, in conformity with accounting principles generally accepted in the United States of America. You agree to include our report on the supplementary information in any document that contains, and indicates that we have reported on, the supplementary information. You also agree to include the audited financial statements with any presentation of the supplementary information that includes our report thereon. Your responsibilities include acknowledging to us in the written representation letter that (1) you are responsible for presentation of the supplementary information in accordance with GAAP; (2) you believe the supplementary information, including its form and content, is fairly presented in accordance with GAAP; (3) the methods of measurement or presentation have not changed from those used in the prior period (or, if they have changed, the reasons for such changes); and (4) you have disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the supplementary information.

Management is responsible for establishing and maintaining a process for tracking the status of audit findings and recommendations. Management is also responsible for identifying and providing report copies of previous financial audits, attestation engagements, performance audits or other studies related to the objectives discussed in the Audit Scope and Objectives section of this letter. This responsibility includes relaying to us corrective actions taken to address significant findings and recommendations resulting from those audits, attestation engagements, performance audits, or other studies. You are also responsible for providing management's views on our current findings, conclusions, and recommendations, as well as your planned corrective actions, for the report, and for the timing and format for providing that information.

### **Other Services**

We will also assist in preparing the financial statements and related notes of Jefferson County Industrial Development Agency in conformity with accounting principles generally accepted in the United States of America based on information provided by you and perform other bookkeeping services to support the preparation of the financial statements. Such bookkeeping services may include maintaining fixed assets and related depreciation records and maintaining lease accounting records. These nonaudit services do not constitute an audit under *Government Auditing Standards* and such services will not be conducted in accordance with *Government Auditing Standards*. We will perform the services in accordance with applicable professional standards. The other services are limited to the financial statements previously defined. We, in our sole professional judgment, reserve the right to refuse to perform any procedure or take any action that could be construed as assuming management responsibilities.

You agree to assume all management responsibilities relating to the financial statements and related notes and any other nonaudit services we provide. You will be required to acknowledge in the management representation letter our assistance with preparation of the financial statements and related notes and that you have reviewed and approved the financial statements and related notes prior to their issuance and have accepted responsibility for them. Further, you agree to oversee the nonaudit services by designating an individual, preferably from senior management, with suitable skill, knowledge, or experience; evaluate the adequacy and results of those services; and accept responsibility for them.

### **Engagement Administration, Fees, and Other**

We understand that your employees will prepare all cash, accounts receivable, and other confirmations we request and will locate any documents selected by us for testing.

We will provide copies of our reports to the Agency; however, management is responsible for distribution of the reports and the financial statements. Unless restricted by law or regulation, or containing privileged and confidential information, copies of our reports are to be made available for public inspection.

The audit documentation for this engagement is the property of Bowers & Company CPAs PLLC and constitutes confidential information. However, subject to applicable laws and regulations, audit documentation and appropriate individuals will be made available upon request and in a timely manner to the cognizant or oversight agency for audit or its designee, a federal agency providing direct or indirect funding, or the U.S. Government Accountability Office for purposes of a quality review of the audit, to resolve audit findings, or to carry out oversight responsibilities. We will notify you of any such request. If requested, access to such audit documentation will be provided under the supervision of Bowers & Company CPAs PLLC personnel. Furthermore, upon request, we may provide copies of selected audit documentation to the aforementioned parties. These parties may intend, or decide, to distribute the copies or information contained therein to others, including other governmental agencies.

The audit documentation for this engagement will be retained for a minimum of five years after the report release date or for any additional period requested by the cognizant or oversight agency for audit or its designee or pass through entity. If we are aware that a federal awarding agency, pass through entity or auditee is contesting an audit finding, we will contact the party(ies) contesting the audit finding for guidance prior to destroying the audit documentation.

Laurie Podvin is the engagement partner and is responsible for supervising the engagement and signing the reports or authorizing another individual to them. We expect to begin our audit on approximately January 27, 2025.

Our fees for the audit and other services will be \$13,250 for the year ended December 31, 2024. Our standard hourly rates vary according to the degree of responsibility involved and the experience level of the personnel assigned to your audit. If we elect to terminate our services for nonpayment, our engagement will be deemed to have been completed upon written notification of termination, even if we have not completed our report. You will be obligated to compensate us for all time expended and to reimburse us for all out-of-pocket costs through the date of termination. The above fee is based on anticipated cooperation from your personnel and the assumption that unexpected circumstances will not be encountered during the audit. If significant additional time is necessary, we will keep you informed of any problems we encounter and our fees will be adjusted accordingly.

To ensure that Bowers and Company CPAs PLLC's independence is not impaired under the AICPA Code of Professional Conduct, you agree to inform the engagement partner before entering into any substantive employment discussions with any of our personnel.

In connection with this engagement, we may communicate with you or others via email transmission. As emails can be intercepted and read, disclosed, or otherwise used or communicated by an unintended third party, or may not be delivered to each of the parties to whom they are directed and only to such parties, we cannot guarantee or warrant that emails from us will be properly delivered and read only by the addressee. Therefore, we specifically disclaim and waive any liability or responsibility whatsoever for interception or unintentional disclosure of emails transmitted by us in connection with the performance of this engagement.

In that regard, you agree that we shall have no liability for any loss or damage to any person or entity resulting from the use of email transmissions, including any consequential, incidental, direct, indirect, or special damages, such as loss of revenues or anticipated profits, or disclosure or communication of confidential or proprietary information.

As an attest client, Bowers and Company CPAs PLLC cannot retain your documents on your behalf. This is in accordance with the ET 1.295.143 of the AICPA Code of Professional Conduct. Jefferson County Industrial Development Agency is responsible for maintaining its own data and records.

ShareFile is used solely as a method of exchanging information and is not intended to store Jefferson County Industrial Development Agency's information. At the end of the engagement, Bowers and Company CPAs, PLLC will provide Jefferson County Industrial Development Agency with a copy of deliverables and data related to the engagement from ShareFile.

It is hereby understood and agreed that this engagement is being undertaken solely for the benefit of Jefferson County Industrial Development Agency and that no other person or entity shall be authorized to enforce the terms of this engagement.

### **Reporting**

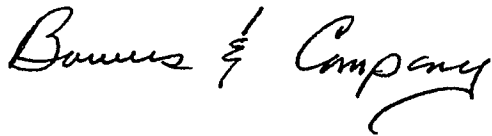
We will issue a written report upon completion of our audit of Jefferson County Industrial Development Agency's financial statements. Our report will be addressed to the Board of Directors of Jefferson County Industrial Development Agency. Circumstances may arise in which our report may differ from its expected form and content based on the results of our audit. Depending on the nature of these circumstances, it may be necessary for us to modify our opinion, add a separate section, or add an emphasis-of-matter or other-matter paragraph to our auditor's report, or if necessary, withdraw from this engagement. If our opinions are other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed opinions, we may decline to express opinions or issue reports, or we may withdraw from this engagement.

We will also provide a report (that does not include an opinion) on internal control related to the financial statements and compliance with the provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a material effect on the financial statements as required by *Government Auditing Standards*. The report on internal control and on compliance and other matters will state (1) that the purpose of the report is solely to describe the scope of testing of internal control and compliance, and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance, and (2) that the report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. The report will also state that the report is no suitable for any other purpose. If during our audit we become aware that Jefferson County Industrial Development Agency is subject to an audit requirement that is not encompassed in the terms of this engagement, we will communicate to management and those charged with governance that an audit in accordance with U.S. generally accepted auditing standards and the standards for financial audits contained in *Government Auditing Standards* may not satisfy the relevant legal, regulatory, or contractual requirements.

Jefferson County Industrial Development Agency  
December 5, 2024  
Page 9

We appreciate the opportunity to be of service to you and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions, please let us know. If you agree with the terms of our engagement as described in this letter, please sign the attached copy and return it to us.

Very truly yours,

A handwritten signature in cursive script that reads "Bowers & Company". The signature is written in black ink and is positioned below the "Very truly yours," text.

RESPONSE:

This letter correctly sets forth the understanding of Jefferson County Industrial Development Agency.

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

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



**Jefferson County Industrial Development Agency  
Governance Committee Meeting Minutes  
December 13, 2024**

The JCIDA held a governance committee meeting in the board room at 800 Starbuck Avenue, Watertown, NY on Friday, December 13, 2024.

**Present:** W. Edward Walldroff (Chair), Bill Johnson, Paul Warneck

**Also Present:** Marshall Weir, Jay Matteson, Lyle Eaton, Peggy Sampson, Dawn Robinson

- I. **Call to Order:** Chairman Walldroff called the meeting to order at 9:28 a.m.
- II. **Review Bylaws:** Committee members reviewed the current bylaws. No changes were made.
- III. **Review Mission Statement/Performance Measurements:** Committee members reviewed the current mission statement and performance measurement goals. No changes were made. The 2024 results will be added within the next few months.
- IV. **Review Current Policies and Procedures:** Committee members reviewed the following policies: Disposition of Real Property Guidelines, Investment Policy with Internal Controls, and Procurement Policy. There were no changes.  

Mr. Warneck asked if there are going to be any changes to the real property policies since we have property that may be subdivided, or if we may be acquiring new property out by the Business Complex to accomplish the goals. Mr. Walldroff suggested sending the current policy to Attorney Miller for his review. Mr. Warneck said there may be areas that can be changed to simplify the process for acquiring or disposing of property to make us more fluid, so we won't get bogged down with bureaucracy. Mr. Walldroff said it could be discussed at a future board meeting after Attorney Miller's review.
- V. **Annual Confidential Board Evaluations:** Committee members reviewed the summary results of the confidential evaluation of board performance. Mr. Walldroff commented that it was a pretty clean report. Mr. Warneck said the report shows annual improvements every year. The results will be sent to the full board.
- VI. **Other**
  - a. **OSC Corrective Action**
    - i. **Project Progress Assessment and Employment Verification** – Mr. \_ said there will be changes made to address the corrective action items. Mr. Warneck said the board should know the fees associated with each project. Mr. Eaton said that the fee is included on his project summary spreadsheet that will be shared with board members for each project. Mr. Walldroff said the use policy will be given to applicants which will help us with enforcement.
    - b. **Fee Schedule** – Mr. Warneck asked if we should add an escrow provision to the fee schedule. Committee members agreed to discuss with the full board at a future meeting.
    - c. **Application** – A motion was made by Mr. Warneck to recommend approval by the full board of directors, seconded by Mr. Johnson. All in favor.
- VII. **Adjournment:** With no further business before the committee, a motion to adjourn the meeting was made by Mr. Warneck, seconded by Mr. Johnson. The meeting adjourned at 9:48 a.m.

Respectfully submitted,

*Peggy Sampson*

**JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**  
**Resolution Number 01.09.2025.02**  
**For Annual Internal Policy and Procedure Review**

**WHEREAS**, on December 13, 2024 the JCIDA Governance Committee met to review the listed policies and procedures. After review and discussion, they recommended the following internal policies for the Board's consideration:

- Bylaws
- Mission Statement & Performance Measurements
- Disposition of Real Property Guidelines
- Investment Policy with Internal Controls
- Procurement Policy
- Proposed Project Assessment and Employment Verification

**NOW, THEREFORE, BE IT RESOLVED**, by the Board of Directors of the Jefferson County Industrial Development Agency that it herein approves the above internal policies and procedures as set forth in this Resolution, and be it further,

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

This resolution shall take effect immediately.

---

W. Edward Walldroff, Secretary

## Jefferson County Industrial Development Agency

### Project Progress Assessment and Employment Verification

JCIDA (IDA) is required to assess project progress toward achieving investment, job creation, retention or other objectives of the project applicant. Recipients of IDA benefits are required to execute the IDA's standard form of Agent and Financial Assistance and Project Agreement (the "Project Agreement"), within which the recipient agrees to satisfy material commitments contained within their application for financial assistance. Pursuant to the Project Agreement, the recipients must annually report required project information, including expenditures, employment data, and the amount of actual benefits received in a given year. The Project Agreement also allows the IDA to request any additional information and/or visit project sites to gather additional details and information for monitoring purposes. A recipient's failure to timely provide any required information, data or project access allows the IDA to terminate benefits and consider recapture in appropriate cases.

Among the various reporting requirements contained within the Project Agreement include the provision of an ~~provide~~ annually a certified statement and documentation verifying the information provided in the application related to full-time equivalent jobs to be retained and created as a result of the financial assistance is still accurate and if not provide a revised list of salary and fringe benefit averages or ranges for categories of jobs retained and jobs created.

IDA staff will collect and verify data as part of the PARIS reporting requirements relating to the achievements outlined in the application and project agreement. Detailed information such as form NYS 45 or internal payroll records and contractor estimates/contracts will be required to be reviewed during the application process and each year as an active project if applicable.

The data gathered should be reviewed by IDA staff for completeness and the company should be contacted for any missing data. If the data demonstrates a company has not met its project goals IDA staff should meet with the company to assess project performance and the company's ability to fulfill the original project goals.

Data on all individual projects should be compiled and submitted to the IDA Board of Directors for review. In the case where project goals cannot be met, IDA staff should report back to the board the findings of the individual company meetings and a determination should be made as to whether the IDA's recapture policy should be implemented.

As a best practice, IDA should throughout the year monitor project performance through personal contact and site visits to better understand the company's operations and potential opportunities or hurdles being faced.

**Application to**  
**Jefferson County Industrial**  
**Development Agency (JCIDA)**

- Tax Exempt Bond Financing**
- Taxable Bond Financing**
- Lease Leaseback Transaction**

Please contact the agency for more information  
regarding project eligibility and application process.

---

Applicant (Company) Name:

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Applicant Address:

---

Phone:

---

E-mail:

---

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

---

**Internal Use Only**

Staff Signature and Date of Submission: \_\_\_\_\_

Completed Application Date: \_\_\_\_\_ Staff Initial \_\_\_\_\_

Revised Date: \_\_\_\_\_, Revision #: \_\_\_\_\_

# Fee Schedule

Updated as of the date of the document

## Taxable and Tax Exempt Industrial Development Revenue Bonds

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**Application Fee:** A non-refundable fee of \$5,000.00 is payable to the JCIDA at the time the application is submitted. This fee will be credited towards the total fee at closing.

**Fee:** First \$10 million – 1.5% of the principal amount of the bond series.  
 \$10 million - \$20 million – 1% of the bond series.  
 Any amount over \$20 million – 0.5% of the bond series.

Annual Fee - \$1,500.00

**Point of Contact:** Marshall Weir – CEO JCIDA +1 (315) 782-5865

## Lease Leaseback Transactions

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**Application Fee:** A non-refundable fee of \$5,000.00 is payable to the JCIDA at the time the application is submitted. This fee will be credited towards the total fee at closing.

**Fee:** With a PILOT:  
 First \$10 million – 1.5%  
 Second \$10-\$20 million - 0.5%  
 Any amount over \$20 million - 0.25%

No PILOT – 25% of the abatement value

Annual Fee - \$1,500.00

Application for Re-Assignment of benefits to new ownership - \$2,000.00

**Point of Contact:** Marshall Weir - CEO JCIDA +1 (315)782-5865

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**HOLD HARMLESS AGREEMENT AND APPLICATION DISCLAIMER  
CERTIFICATION PURSUANT TO NEW YORK STATE  
FREEDOM OF INFORMATION LAW ("FOIL")**

Through submission of this Application for Financial Assistance (this "Application"), the Company acknowledges that the Agency, as a public benefit corporation, is subject to the New York State Freedom of Information Law ("FOIL") and Open Meetings Law ("OML"), as codified pursuant to the Public Officers Law ("POL") of the State of New York (the "State"). Accordingly, unless portions hereof are otherwise protected in accordance with this Certification, this Application, including all Company-specific information contained herein, is subject to public disclosure in accordance with applicable provisions of the POL, Article 18-A of the General Municipal Law ("GML") and the Public Authorities Accountability Act of 2005, as codified within the Public Authorities Law ("PAL") of the State. **Specifically, this Application may be disclosed by the Agency to any member of the public pursuant to a properly submitted request under FOIL and the Agency is further required to affirmatively disclose certain provisions contained herein pursuant to the GML and PAL, including the identification of the Company, general project description, location proposed capital investment and job estimates.**

Notwithstanding the foregoing, **the Company, pursuant to this Certification, may formally request that the Agency consider certain information contained within this Application and other applicable supporting materials proprietary information and "trade secrets", as defined within POL Section 87(2)(d). To the extent that any such information should qualify as trade secrets, the Company hereby requests that the Agency redact same in the event that formal disclosure is requested by any party pursuant to FOIL. Application Sections or information requested by Company for Redaction\*:**

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(\* - Please indicate specific sections within Application that the Company seeks to qualify as "trade secrets". Additional correspondence or supporting information may be attached hereto. Please also note that notwithstanding the Company's request, the Agency shall make an independent determination of the extent to which any information contained herein may be considered as such)

In the event that the Agency is served with or receives any subpoena, request for production, discovery request, or information request in any forum that calls for the disclosure of the Application, in entirety, specifically including but not limited to any demand or request for production or review of Company-designated trade secrets, the Agency agrees to notify the Company as promptly as is reasonably possible, and to utilize its best efforts to: oppose or decline any such request; preserve the confidentiality and non-disclosure of such requested confidential material; and maintain such information and prevent inadvertent disclosure in responding to any such discovery or information request. The Company understands and agrees that all reasonable costs, including attorney's fees, associated with any such formal undertaking by the Agency to protect the trade secrets from disclosure shall be reimbursed by the Company to the Agency.

Revised Date: \_\_\_\_\_, Revision #: \_\_\_\_\_

## Section I: Applicant Information

Please answer all questions. Use "None" or "Not Applicable" where necessary.

**A) Applicant Information-company receiving benefit:**

Applicant Name: \_\_\_\_\_

Applicant Address: \_\_\_\_\_

Phone: \_\_\_\_\_ Fax: \_\_\_\_\_

Website: \_\_\_\_\_ E-mail: \_\_\_\_\_

Federal ID#: \_\_\_\_\_ NAICS: \_\_\_\_\_

Will a Real Estate Holding Company be utilized to own the Project property/facility?  Yes or  No

What is the name of the Real Estate Holding Company: \_\_\_\_\_

Federal ID#: \_\_\_\_\_

State and Year of Incorporation/Organization: \_\_\_\_\_

List of stockholders, members, or partners of Real Estate Holding Company: \_\_\_\_\_

**Renewable Energy Projects:** Attach ownership chart and indicate companies that will eventually own and operate project \_\_\_\_\_

**B) Individual Completing Application:**

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

Title: \_\_\_\_\_

Address: \_\_\_\_\_

Phone: \_\_\_\_\_ Fax: \_\_\_\_\_

E-Mail: \_\_\_\_\_

**C) Company Contact (if different from Section B above):**

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

Title: \_\_\_\_\_

Address: \_\_\_\_\_

Phone: \_\_\_\_\_ Fax: \_\_\_\_\_

E-Mail: \_\_\_\_\_

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**D) Company Counsel:**

Name of Attorney: \_\_\_\_\_

Firm Name: \_\_\_\_\_

Address: \_\_\_\_\_

Phone: \_\_\_\_\_ Fax: \_\_\_\_\_

E-mail: \_\_\_\_\_

**E) Identify the assistance being requested of the Agency (select all that apply):**

- 1. Exemption from Sales Tax  Yes or  No
  - 2. Exemption from Mortgage Tax  Yes or  No
  - 3. Exemption from Real Property Tax  Yes or  No
  - 4. Tax Exempt Financing \*  Yes or  No
- \* (typically for not-for-profits and qualified small manufacturers)

**F) Applicant Business Information (check appropriate category):**

- |                     |                          |                           |                          |
|---------------------|--------------------------|---------------------------|--------------------------|
| Corporation         | <input type="checkbox"/> | Partnership               | <input type="checkbox"/> |
| Public Corporation  | <input type="checkbox"/> | Joint Venture             | <input type="checkbox"/> |
| Sole Proprietorship | <input type="checkbox"/> | Limited Liability Company | <input type="checkbox"/> |
- Other (please specify) \_\_\_\_\_
- Year Established: \_\_\_\_\_
- State in which Organization is established: \_\_\_\_\_

**G) List all applicant stockholders, members or partners with % of ownership greater than 5% (including all parent entities) [INCLUDE CHART]**

NOTE: All applicants must include a current ownership chart reflecting equity ownership. Applications will not be accepted or deemed complete without this information.

The Agency's acceptance of this application will be specific to the existing equity ownership of the applicant and the Agency's ultimate approval is likewise specific to the applicant equity ownership (the taxpayer beneficiaries of the Agency's financial assistance). The Agency's approval of any proposed project shall be specific to the equity ownership of the Company at the time of application to the Agency. The Agency's approval of any financial assistance, including real property tax exemptions, is non-transferrable and may not be assigned or assumed without the Agency's prior written consent. Any

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transfer in excess of fifty percent (50%) of the equity voting interests of the Company (including all parent companies of the Company through and including the ultimate taxpayer(s) owning or controlling the Company), other than to a Related Person of the Company, shall be deemed an assignment and require the prior written consent of the Agency. Any proposed assignment shall require the prior written consent of the Agency upon written application no less than 45 days prior to a regularly scheduled meeting of the Agency.

<u>Name</u>	<u>% of ownership</u>
_____	_____
_____	_____
_____	_____

**H) Applicant Business Description:**

Describe in detail company background, products, customers, goods and services. Description is critical in determining eligibility: \_\_\_\_\_

\_\_\_\_\_

Estimated % of sales within Jefferson County: \_\_\_\_\_

Estimated % of sales outside Jefferson County, but within New York State: \_\_\_\_\_

Estimated % of sales outside New York State but within the U.S.: \_\_\_\_\_

Estimated % of sales outside the U.S. \_\_\_\_\_

(\*Percentage to equal 100%)

**I) What percentage of your total annual supplies, raw materials and vendor services are purchased from firms in Jefferson County. Include list of vendors, raw material suppliers and percentages for each. Provide supporting documentation including estimated percentage of local purchases.**

\_\_\_\_\_

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**Section II: Project Description & Details**

**A) Project Location:**

List your current operation(s) locations in Jefferson County:

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List your current operation(s) locations in New York State:

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Provide the Property Address of the proposed Project:

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Will the completion of the Project result in the removal, or reduction of an industrial or manufacturing plant of the Applicant from: one area of New York State to Jefferson County; or within Jefferson County?

Yes or No

If Yes, please provide details \_\_\_\_\_

---

Will the completion of the Project result in the abandonment of one or more plants or facilities of the Applicant located within New York State?

Yes or No

If Yes, please provide details \_\_\_\_\_

---

Will the Proposed Project cause Applicant's current operations within Jefferson County to be closed or be subjected to reduced activity?

Yes or No

If Yes, please provide details \_\_\_\_\_

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If Yes to any of the above three (3) questions, Applicant must complete Section IV of this Application.

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Will the completion of the Project result in the abandonment, removal, or reduction of an industrial or manufacturing plant of a closely aligned competitor from one area of New York State or Jefferson County?

Yes or  No

If Yes, please provide details \_\_\_\_\_  
\_\_\_\_\_

SBL Number for Property upon which proposed Project will be located: \_\_\_\_\_

What are the current real estate taxes on the proposed Project Site? \_\_\_\_\_

If amount of current taxes is not available, provide assessed value for each:

Land: \$ \_\_\_\_\_ Buildings(s): \$ \_\_\_\_\_

*\*\* If available please include a copy of current tax bill.*

Are Real Property Taxes current?  Yes or  No. If no, please explain \_\_\_\_\_  
\_\_\_\_\_

Town/City/Village: \_\_\_\_\_ School District: \_\_\_\_\_

Does the Applicant or any related entity currently hold fee title to the Project site?  Yes or  No

If No, indicate name of present owner of the Project Site: \_\_\_\_\_

Does Applicant or related entity have an option/contract to purchase the Project site?  Yes or  No

**If yes, please provide a copy of the option/contract.**

**B) Please provide narrative of project and the purpose of the project (new build, renovations, and/or equipment purchases). Identify specific uses occurring within the project. Describe any and all tenants and any/all end users: (This information is critical in determining project eligibility):** \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Describe the reasons why the Agency's Financial Assistance is necessary, and the effect the Project will have on the Applicant's business or operations. Focus on competitiveness issues, project shortfalls, etc. Your eligibility determination will be based in part on your answer (attach additional pages if necessary):** \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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**Is there a strong possibility that the Project would not be undertaken but for the Financial Assistance provided by the Agency?**

Yes or  No

If yes, please provide details: \_\_\_\_\_

**If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken by the Agency:** \_\_\_\_\_

**If the Applicant is unable to obtain Financial Assistance for the Project, what will be the impact on the Applicant?** \_\_\_\_\_

**C) Will Project include leasing any equipment**  Yes or  No

If Yes, please describe: \_\_\_\_\_

**D) Site Characteristics:**

Describe the present use of the proposed Project site: \_\_\_\_\_

Will the Project meet zoning/land use requirements at the proposed location?  Yes or  No

If Yes, please provide local zoning reference that applies: \_\_\_\_\_

For Renewable Energy Projects – provide acres  leased or  owned: \_\_\_\_\_

Describe the present zoning/land use: \_\_\_\_\_

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Describe required zoning/land use, if different: \_\_\_\_\_

If a change in zoning/land use is required, please provide details/status of any request for change of zoning/land use requirements: \_\_\_\_\_

Is the proposed project located on a site where the known or potential presence of contaminants is complicating the development/use of the property? If yes, please explain: \_\_\_\_\_

Have site plans been submitted to the appropriate planning board or department?

Yes or  No

**\*\* If yes, please provide the Agency with a copy of the related State Environmental Quality Review Act ("SEQR") Environmental Assessment Form that may have been required to be submitted along with the site plan application to the appropriate planning department. Please provide the Agency with the status with respect to any required planning department approval:**

Has the Project received site plan approval from the planning department?  Yes or  No.

**If Yes, please provide the Agency with a copy of the planning department approval along with the related SEQR determination.**

E) Has a Phase I Environmental Assessment been prepared, or will one be prepared with respect to the proposed project site?  Yes or  No **If yes, please provide a copy.**

F) Have any other studies or assessments been undertaken with respect to the proposed project site that indicate the known or suspected presence of contamination that would complicate the site's development?

Yes or  No. **If yes, please provide copies of the study.**

G) Provide any additional information or details: \_\_\_\_\_

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H) Select Project Type for all end users at project site (you may check more than one):

\*\* Please check any and all end users as identified below.

Industrial	<input type="checkbox"/>	Back Office	<input type="checkbox"/>
Acquisition of Existing Facility	<input type="checkbox"/>	Retail	<input type="checkbox"/>
Housing	<input type="checkbox"/>	Mixed Use	<input type="checkbox"/>
Equipment Purchase	<input type="checkbox"/>	Facility for Aging	<input type="checkbox"/>
Multi-Tenant	<input type="checkbox"/>	Civic Facility (not for profit)	<input type="checkbox"/>
Commercial	<input type="checkbox"/>	Other _____	<input type="checkbox"/>

\*\* Will customers personally visit the Project site for either of the following economic activities? If yes with respect to either economic activity indicated below, complete the Retail Questionnaire contained in Section III of the Application.

Retail Sales:  Yes or  No

Services:  Yes or  No

For purposes of this question, the term “retail sales” means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the “Tax Law”) primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

I) Project Information:

**Estimated costs in connection with the Project: Provide detailed information such as contractor estimates/contracts, etc.**

*Renewable Energy Projects use Cost Section on page 12.*

1. Land and/or Building Acquisition: \_\_\_\_\_ \$ \_\_\_\_\_  
     \_\_\_\_\_ acres \_\_\_\_\_ square feet
2. New Building Construction: \_\_\_\_\_ square feet \$ \_\_\_\_\_
3. New Building Addition(s): \_\_\_\_\_ square feet \$ \_\_\_\_\_
4. Infrastructure Work \$ \_\_\_\_\_
5. Reconstruction/Renovation: \_\_\_\_\_ square feet \$ \_\_\_\_\_
6. Manufacturing Equipment: \$ \_\_\_\_\_
7. Non-Manufacturing Equipment (furniture, fixtures, etc.): \$ \_\_\_\_\_
8. Soft Costs: (professional services, etc.): \$ \_\_\_\_\_
9. Other, Specify: \_\_\_\_\_ \$ \_\_\_\_\_

TOTAL Capital Costs: \$ \_\_\_\_\_

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**Renewable Energy Project: Project Costs - Provide detailed information such as contractor estimates/contracts, etc.**

- 1. Project size \_\_\_\_\_ MWac \_\_\_\_\_ MWdc
- 2. Solar equipment costs \$ \_\_\_\_\_  
(panels, racking, all solar equipment to inverters)
- 3. Site equipment and FF&E costs \$ \_\_\_\_\_  
(on-production equipment from inverter to interconnection, including site fencing, security and other equipment)
- 4. Site work and land preparation costs \$ \_\_\_\_\_  
(earthwork, roadways, landscaping, and site plan improvements, highway cuts, wetland mitigation and other onsite infrastructure costs)
- 5. All interconnection costs whether direct or indirect expense through utility \$ \_\_\_\_\_
- 6. All pre-development costs, including planning, engineering, site plan and permitting \$ \_\_\_\_\_
- 7. Battery storage costs \$ \_\_\_\_\_
- 8. Battery storage capacity \_\_\_\_\_ MWac \_\_\_\_\_ MWdc
- 9. All other soft costs including legal, planning and permitting \$ \_\_\_\_\_
- 10. Community benefit payments or impact fees \$ \_\_\_\_\_
- 11. Community adder \$ \_\_\_\_\_
- 12. Community or market transition credit \$ \_\_\_\_\_
- 13. Total annual lease amount for project \$ \_\_\_\_\_
- 14. Other (please identify): \$ \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
- Total: \$ \_\_\_\_\_

Have any of the above costs been paid or incurred as of the date of this Application?  Yes or  No

Revised Date: \_\_\_\_\_, Revision #: \_\_\_\_\_

If Yes, describe particulars: \_\_\_\_\_

**Project refinancing; estimated amount**

(for refinancing of existing debt only) \$ \_\_\_\_\_

**Sources of Funds for Project Costs: Provide detailed information**

Bank Financing: \$ \_\_\_\_\_

Equity (excluding equity that is attributed to grants/tax credits) \$ \_\_\_\_\_

Tax Exempt Bond Issuance (if applicable) \$ \_\_\_\_\_

Taxable Bond Issuance (if applicable) \$ \_\_\_\_\_

Public Sources (Include sum total of all state and federal grants and tax credits) \$ \_\_\_\_\_

Identify each state and federal grant/credit:

\_\_\_\_\_ \$ \_\_\_\_\_

\_\_\_\_\_ \$ \_\_\_\_\_

\_\_\_\_\_ \$ \_\_\_\_\_

Total Sources of Funds for Project Costs: \$ \_\_\_\_\_

Have any of the above costs been paid or incurred as of the date of this Application?  Yes or  No

If Yes, describe particulars: \_\_\_\_\_

\_\_\_\_\_

Revised Date: \_\_\_\_\_, Revision #: \_\_\_\_\_



**Mortgage Recording Tax Exemption Benefit:** Amount of mortgage that would be subject to mortgage recording tax:

Mortgage Amount (include sum total of construction/permanent/bridge financing): \$ \_\_\_\_\_

Estimated Mortgage Recording Tax Exemption Benefit (product of mortgage Amount as indicated above multiplied by \_\_%): \$ \_\_\_\_\_

**Construction Cost Breakdown: Provide detailed information**

Total Cost of Construction \$ \_\_\_\_\_ (sum of 2,3,4,5, and/or 7 in Question I, above)

Cost for materials: \$ \_\_\_\_\_

% sourced in Jefferson County: \_\_\_\_\_%

% sourced in New York State \_\_\_\_\_% (including Jefferson County)

List major material suppliers if known \_\_\_\_\_

Cost for labor: \$ \_\_\_\_\_

Expected Full-Time Equivalent Jobs during construction \_\_\_\_\_

Expected Total Labor Hours during construction \_\_\_\_\_

List major subcontractors, if known \_\_\_\_\_

**Sales and Use Tax:** Gross amount of costs for goods and services that are subject to State and local Sales and Use tax - said amount to benefit from the Agency's Sales and Use Tax exemption benefit:

\$ \_\_\_\_\_

Estimated State and local Sales and Use Tax Benefit (product of \_\_\_\_% multiplied by the figure, above):

\$ \_\_\_\_\_

*\*\* Note that the estimate provided above will be provided to the New York State Department of Taxation and Finance. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to undertake the total amount of investment as proposed within this Application, and that the estimate, above, represents the maximum amount of sales and use tax benefit that the Agency may authorize with respect to this Application. The Agency may utilize the estimate, above, as well as the proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered.*

**Real Property Tax Benefit:**

Identify and describe if the Project will utilize a real property tax exemption benefit OTHER THAN the Agency's PILOT benefit: \_\_\_\_\_

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**JCIDA PILOT Benefit:** Agency staff will indicate the amount of PILOT Benefit based on estimated Project Costs as contained herein and anticipated tax rates and assessed valuation, including the annual PILOT Benefit abatement amount for each year of the PILOT benefit year and the sum total of PILOT Benefit abatement amount for the term of the PILOT as depicted in Section II(I) of the Application.

**Percentage of Project Costs financed from Public Sector sources:** Agency staff will calculate the percentage of Project Costs financed from Public Sector sources based upon Sources of Funds for Project Costs as depicted above in Section II(I) of the Application.

**J)** For the proposed facility, please indicate the square footage for each of the uses outlined below:

\*If company is paying for FFE for tenants, please include in cost breakdown

	Square Footage	Cost	% of Total Cost of Project
Manufacturing/Processing			
Warehouse			
Research & Development			
Commercial			
Retail (see section K)			
Office			
Specify Other			

**K)** What is your project timetable (Provide dates):

1. Start date: acquisition of equipment or construction of facilities: \_\_\_\_\_
2. Estimated completion date of project: \_\_\_\_\_
3. Project occupancy – estimated starting date of operations: \_\_\_\_\_
4. Have construction contracts been signed?  Yes or  No
5. Has Financing been finalized?  Yes or  No

**\*\* If construction contracts have been signed, please provide copies of executed construction contracts and a complete project budget. The complete project budget should include all related construction costs totaling the amount of the new building construction, and/or new building addition(s), and/or renovation.**

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L) Is the proposed Project necessary to expand Applicant employment:  Yes or  No

Is the proposed Project necessary to retain existing employment:  Yes or  No

Provide a current NYS 45 form showing retained employees.

M) Employment Plan (Specific to the proposed project location):

	Current # of jobs at proposed project location or to be relocated at project location	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE jobs to be RETAINED	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE jobs to be CREATED upon THREE Years after Project completion
**Full time (FTE)			

\*\* By statute, Agency staff must project the number of FTE jobs that would be retained and created if the request for Financial Assistance is granted. Agency staff will project such jobs over the Three-Year time period following Project completion. Convert part-time jobs into FTE jobs by dividing the number of part-time jobs by two (2). A FTE job is one that works the equivalent of a 40-hour week for 48 weeks. A part-time job is one that works the equivalent of a 20-hour week for 24 weeks.

Salary and Fringe Benefits for Jobs to be Retained and Created:

Category of Jobs to be Retained and Created	FTE	Average Salary or Range of Salary	Average Fringe Benefits or Range of Fringe Benefits
Management			
Professional			
Administrative			
Production			
Transportation/Logistics			
Warehousing			
Other			
TOTAL			

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Employment at other locations in County/City/Town/Village: (provide address and number of employees at each location):

Location Address		
Full time		
Part Time		
Total		

N) Will any of the facilities described above be closed or subject to reduced activity?  Yes or  No

*\*\* If any of the facilities described above are located within the State of New York, and you answered Yes to the question, above, you must complete Section IV of this Application.*

*\*\* Please note that the Agency may utilize the foregoing employment projections, among other items, to determine the Financial Assistance that will be offered by the Agency to the Applicant. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to retain the number of jobs and create the number of jobs with respect to the Project as set forth in this Application.*

O) Is the proposed Project reasonably necessary to prevent the Applicant from moving out of New York State?  Yes or  No. Out of Jefferson County?  Yes or  No.

If yes, please explain and identify the other locations being investigated, the type of assistance offered and provide supporting documentation if available: \_\_\_\_\_  
\_\_\_\_\_

P) What competitive factors led you to inquire about sites outside of Jefferson County or New York State? \_\_\_\_\_  
\_\_\_\_\_

Q) Have you contacted or been contacted by other Local, State and/or Federal Economic Development Agencies?  Yes or  No.

Have you applied, or intend to apply for additional Grant Funding, or tax incentives?  Yes or  No.

If yes, please identify which agencies and what other Local, State and/or Federal assistance and the assistance sought and dollar amount that is anticipated to be received: \_\_\_\_\_

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### Section III Retail Questionnaire

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

Please answer the following:

- A. Will any portion of the Project (including that portion of the cost to be financed from equity or other sources) consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

Yes or  No. If the answer is yes, please continue. If no, proceed to section V

For purposes of Question A, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- B. What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the project? \_\_\_\_\_%. **If the answer is less than 33% do not complete the remainder of the retail determination and proceed to section V.**

**If the answer to A is Yes AND the answer to Question B is greater than 33.33%, indicate which of the following questions below apply to the project:**

1. Will the Project be operated by a not-for-profit corporation  Yes or  No.

2. Is the Project location or facility likely to attract a significant number of visitors from outside the economic development region (list specific County or ED region) in which the project will be located?

Yes or  No

If yes, please provide a third-party market analysis or other documentation supporting your response.

3. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the municipality within which the proposed Project would be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?

Yes or  No

If yes, please provide a third-party market analysis or other documentation supporting your

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response.

4. Will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes or  No.

If yes, explain \_\_\_\_\_

5. Is the Project located in a Highly Distressed Area?  Yes or  No

**Section IV Inter-Municipal Move Determination**

The Agency is required by State law to make a determination that, if completion of a Project benefiting from Agency Financial Assistance results in the removal of an industrial or manufacturing plant of the Applicant from one area of New York State to another area of the State; or in the abandonment of one or more plants or facilities of the Applicant located within the New York State , Agency Financial Assistance is required to prevent the Applicant from relocating out of the New York State, or is reasonably necessary to preserve the Applicant’s competitive position in its respective industry.

Explain how the Agency’s Financial Assistance is required to prevent the Project from relocating out of New York State, or is reasonably necessary to preserve the Project occupant’s competitive position in its respective industry: \_\_\_\_\_

**Section V Adaptive Reuse Determination**

(Adaptive Reuse is the process of adapting old structures or sites for new purposes)

Are you applying for a tax incentive under the Adaptive Reuse Program?  Yes or  No

If No, please proceed to next Section

- A) What is the age of the structure (in years) \_\_\_\_\_
- B) Has the structure been vacant or underutilized for a minimum of 3 years? (Underutilized is defined as a minimum of 50% of the rentable square footage of the structure being utilized for a use for which the structure was not designed or intended)  Yes or  No. How many years? \_\_\_\_\_
- C) Is the structure currently generating insignificant income? (Insignificant income is defined as income that is 50% or less than the market rate income average for that property class)  Yes or  No  
If yes, please provide dollar amount of income being generated, if any \_\_\_\_\_

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D) Does the site have historical significance?  Yes or  No

E) Are you applying for either State/Federal Historical Tax Credit Programs?  Yes or  No. If yes, provide estimated value of tax credits \_\_\_\_\_

F) Summarize the financial obstacles to development that this project faces without Agency or other public assistance. Please provide the Agency with documentation to support the financial obstacles to development (you will be asked to provide cash flow projections, documenting costs, expenses and revenues with and without IDA and other tax credits included indicating below average return on investment rates compared to regional industry averages): \_\_\_\_\_  
\_\_\_\_\_

G) Briefly summarize the demonstrated support that you intend to receive from local government entities. Please provide the Agency documentation of this support in the form of signed letters from these entities:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

H) Please indicate other factors that you would like the Agency to consider such as: structure or site presents significant public safety hazard and or environmental remediation costs, site or structure is located in distressed census tract, structure presents significant costs associated with building code compliance, site has historical significance, site or structure is presently delinquent in property tax payments:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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**Section VI: Estimate of Real Property Tax Abatement Benefits and Percentage of Project Costs financed from Public Sector sources**

**\*\* Section V of this Application will be: (i) completed by IDA Staff based upon information contained within the Application, and (ii) provided to the Applicant for ultimate inclusion as part of this completed Application.**

**PILOT Estimate Table Worksheet**

Dollar Value of New Construction and Renovation Costs	Estimated New Assessed Value of Property Subject to IDA*	County Tax Rate/1000	Local Tax Rate (Town/City/Village)/1000	School Tax Rate/1000

\*Apply equalization rate to value

PILOT Year	% Payment	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT	Full Tax Payment w/o PILOT	Net Exemption
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
TOTAL							

**\*Estimates provided are based on current property tax rates and assessment values**

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**Percentage of Project Costs financed from Public Sector Table Worksheet:**

Total Project Cost	Estimated Value of PILOT	Estimated Value of Sales Tax Incentive	Estimated Value of Mortgage Tax Incentive	Total of Other Public Incentives (Tax Credits, Grants, ESD Incentives, etc.)

**Calculate %**

**(Est. PILOT + Est. Sales Tax+ Est. Mortgage Tax+ Other)/Total Project Costs: \_\_\_\_\_ %**

**JCIDA will also complete a Cost-Benefit analysis using information contained within this Application, and available to the Public.**

**Section VII Representations, Certifications and Indemnification**

\_\_\_\_\_ (name of CEO or other authorized representative of Applicant) confirms and says that he/she is the \_\_\_\_\_ (title) of \_\_\_\_\_ (name of corporation or other entity) named in the attached Application (the "Applicant"), that he/she has read the foregoing Application and knows the contents thereof, and hereby represents, understands, and otherwise agrees with the Agency and as follows:

- A. **Job Listings:** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA") in which the Project is located.
- B. **First Consideration for Employment:** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the Applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.
- C. **Annual Sales Tax Filings:** In accordance with Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form

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prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant. Copies of all filings shall be provided to the Agency.

- D. **Employment Reports:** The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, at least annually or as otherwise required by the Agency, reports regarding the number of people employed at the project site, salary levels, contractor utilization and such other information (collectively, "Employment Reports") that may be required from time to time on such appropriate forms as designated by the Agency. Failure to provide Employment Reports within 30 days of an Agency request shall be an Event of Default under the PILOT Agreement between the Agency and Applicant and, if applicable, an Event of Default under the Agent Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Employment Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.
- E. The Applicant acknowledges that certain environmental representations will be required at closing. The Applicant shall provide with this Representation, Certification and Indemnification Form copies of any known environmental reports, including any existing Phase I Environmental Site Assessment Report(s) and/or Phase II Environmental Investigations. The Agency may require the Company and/or owner of the premises to prepare and submit an environmental assessment and audit report, including but not necessarily limited to, a Phase I Environmental Site Assessment Report and a Phase II Environmental Investigation, with respect to the Premises at the sole cost and expense of the owner and/or the Applicant. All environmental assessment and audit reports shall be completed in accordance with ASTM Standard Practice E1527-05, and shall be conformed over to the Agency so that the Agency is authorized to use and rely on the reports. The Agency, however, does not adopt, ratify, confirm or assume any representation made within reports required herein.
- F. The Applicant and/or the owner, and their successors and assigns, hereby release, defend and indemnify the Agency from any and all suits, causes of action, litigations, damages, losses, liabilities, obligations, penalties, claims, demands, judgments, costs, disbursements, fees or expenses of any kind or nature whatsoever (including, without limitation, attorneys', consultants' and experts' fees) which may at any time be imposed upon, incurred by or asserted or awarded against the Agency, resulting from or arising out of any inquiries and/or environmental assessments, investigations and audits performed on behalf of the Applicant and/or the owner pursuant hereto, including the scope, level of detail, contents or accuracy of any environmental assessment, audit, inspection or investigation report completed hereunder and/or the selection of the environmental consultant, engineer or other qualified person to perform such assessments, investigations, and audits.
- G. **Hold Harmless Provision:** The Applicant acknowledges and agrees that the Applicant shall be and is responsible for all costs of the Agency incurred in connection with any actions required to be taken by the Agency in furtherance of the Application including the Agency's costs of general counsel and/or the Agency's bond/transaction counsel whether or not the Application, the proposed Project it describes, the attendant negotiations, or the issue of bonds or other transaction or agreement are ultimately ever carried to successful conclusion and agrees that the Agency shall not be liable for and agrees to indemnify, defend, and hold the Agency

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harmless from and against any and all liability arising from or expense incurred by: (i) the Agency's examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application or the proposed Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (ii) the Agency's acquisition, construction and/or installation of the proposed Project described herein; and (iii) any further action taken by the Agency with respect to the proposed Project including, without limiting the generality of the foregoing, all causes of action and attorney's fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law and the policies of the Agency that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency, any mortgage recording tax exemption claimed by the Applicant and approved by the Agency, and/or any real property tax abatement claimed by the Applicant and approved by the Agency, in connection with the Project, may be subject to recapture and/or termination by the Agency under such terms and conditions as will be established by the Agency and set forth in transaction documents to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation information regarding the amount of the New York State and local sales and use tax exemption benefit, the amount of the mortgage recording tax exemption benefit, and the amount of the real property tax abatement, if and as applicable, to the best of the Applicant's knowledge, is true, accurate and complete.

H. This obligation includes an obligation to submit an Agency Fee Payment to the Agency in accordance with the Agency Fee policy effective as of the date of this Application

I. By executing and submitting this Application, the Applicant covenants and agrees to pay the following fees to the Agency and the Agency's general counsel and/or the Agency's bond/transaction counsel, the same to be paid at the times indicated:

- (i) a non-refundable \$\_\_\_\_ application and publication fee (the "Application Fee");
- (ii) a \$\_\_\_\_ expense deposit for the Agency's Counsel Fee Deposit.
- (iii) Unless otherwise agreed to by the Agency, an amount equal to \_\_\_\_\_ percent (\_\_\_\_%) of the total project costs.

(iv) All fees, costs and expenses incurred by the Agency for (1) legal services, including but not limited to those provided by the Agency's general counsel and/or the Agency's bond/transaction counsel, thus note that the Applicant is entitled to receive a written estimate of fees and costs of the Agency's general counsel and the Agency's bond/transaction counsel; and (2) other consultants retained by the Agency in connection with the proposed project, with all such charges to be paid by the Applicant at the closing.

J. If the Applicant fails to conclude or consummate the necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable proper or requested action, or withdraws, abandons, cancels, or neglects the Application, or if the Applicant is unable to find buyers willing to purchase the bond issue requested, or if the Applicant is unable to facilitate the sale/leaseback or lease/leaseback transaction, then, upon the presentation of an

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invoice, Applicant shall pay to the Agency, its agents, or assigns all actual costs incurred by the Agency in furtherance of the Application, up to that date and time, including but not necessarily limited to, fees of the Agency’s general counsel and/or the Agency’s bond/transaction counsel.

- K. The Applicant acknowledges and agrees that all payment liabilities to the Agency and the Agency’s general counsel and/or the Agency’s bond and/or transaction counsel as expressed in Sections H and I are obligations that are not dependent on final documentation of the transaction contemplated by this Application.
- L. The cost incurred by the Agency and paid by the Applicant, the Agency’s general counsel and/or bond/transaction counsel fees and the processing fees, may be considered as a cost of the Project and included in the financing of costs of the proposed Project, except as limited by the applicable provisions of the Internal Revenue Code with respect to tax-exempt bond financing.
- M. The Applicant acknowledges that it has been provided with a copy of the Agency’s Policy for Termination of Agency Benefits and Recapture of Agency Benefits Previously Granted (the “Termination and Recapture Policy”). The Applicant covenants and agrees that it fully understands that the Termination and Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Termination and Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
- N. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:
 

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
- O. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- P. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency’s involvement the Project.

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- Q. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.
- R. The Applicant and the individual executing this Application on behalf of Applicant acknowledge that the Agency and its counsel will rely on the representations and covenants made in this Application when acting hereon and hereby represents that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

STATE OF NEW YORK        )  
 COUNTY OF JEFFERSON    ) ss.:

\_\_\_\_\_, being first duly sworn, deposes and says:

1. That I am the \_\_\_\_\_ (Corporate Office) of \_\_\_\_\_ (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.

\_\_\_\_\_  
 (Signature of Officer)

Subscribed and affirmed to me under penalties of perjury  
 this \_\_\_ day of \_\_\_\_\_, 20\_\_.

\_\_\_\_\_  
 (Notary Public)

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**Summary Results of Confidential Evaluation of Board Performance  
2024**

	<b>Criteria</b>	<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
1	Board members have a shared understanding of the mission and purpose of the Authority.	7			
2	The policies, practices and decisions of the Board are always consistent with this mission.	7			
3	Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	6	1		
4	The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.	7			
5	The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	5	2		
6	The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence or self-interest.	7			
7	Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	6	1		
8	Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.	7			
9	The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	5	2		
10	The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.	6	1		
11	Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	7			
12	Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.	6	1		
13	Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.	7			
14	The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.	6	1		
15	The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.	6	1		
16	Board members demonstrate leadership and vision and work respectfully with each other.	7			

Name of Authority: Jefferson County Industrial Development Agency

Date Completed:

**Jefferson County Industrial Development Agency  
Building and Grounds Ad hoc Committee Meeting Minutes  
December 18, 2024**

**Present:** John Condino, Rob Aiken, Lisa L’Huillier

**Absent:** Greg Gardner, David Converse

**Also Present:** Marshall Weir, Jay Matteson, Lyle Eaton, Robin Stephenson, Peggy Sampson,  
Paul Warneck, Dawn Robinson, Alex Morgia  
**Zoom:** William Johnson

- I. Call to Order:** Chair Condino called the meeting to order at 8:30 a.m.
- II. Pledge of Allegiance**
- III. Other/Unfinished Business**
  - 1. Corporate Park Signage** – Mr. Weir said that Alex Morgia is here and is interested in discussing corporate park signage. He said that Mr. Morgia owns a building in our Jefferson County Corporate Park, and he is interested in putting a sign on the back of the building facing Interstate 81 to advertise another one of his properties. He said that he sent Mr. Morgia the covenants because this is a covenant and potential zoning issue with the Town of Watertown. He said they discussed it and have different opinions on what would be allowable. Mr. Aiken asked what building Mr. Morgia owns. Mr. Warneck said it is the McGrann Paper building.  
  
Mr. Morgia said he sent Mr. Weir a mock-up showing a photoshop of ‘sacketshotels.com’ on the back of the building above the tree line. He said that in doing research on advertising on billboards on the south side of Watertown, he thought it was worth bringing a general inquiry to the IDA because some of those billboards run \$3,000 to \$4,000 per month. He said the property value is \$150,000 per \$1,000 in revenue per month is the ballpark. He said if you put proper billboards up, you’d be looking at potentially four of them and it will be a million dollars in property value increase which increases the tax roll. He said that regardless if the IDA wants to do something like that or change the zoning/covenants to allow that, he thinks something more discrete on the building would be nice.  
  
Mr. Morgia said that from his perspective as one of the six property owners in the park on the highway side, signage isn’t facing any residential areas nor out of the realm of the norm since Watertown has quite a few lit billboards. He said from his end, it’s a valuable part of the building that is going underutilized because of the high visibility going southbound on Interstate 81. He indicated that he just picked up the Barracks Inn in Sackets Harbor to use as a wedding venue and has had soldiers stay for a few weeks at the government rate during the off-season which was huge for his other hotel and also big for the restaurants in Sackets. He said from his end catching those eyes on the southbound is valuable and he doesn’t think it really costs anything from an aesthetic perspective and can be done in a pretty clean way and thinks it is

**Jefferson County Industrial Development Agency  
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worth considering opening up some of the covenants to allow some level of advertising or offsite business signage in the park. He believes it will create value for businesses and the community at-large without any major side effects. He indicated that he could draw up something more formal for the next meeting, so the committee has something to consider. Mr. Condino asked if he had any discussion with the Town Planning Board. Mr. Morgia said not yet. Mr. Weir said the Town has its own zoning and they are different than ours so we would need this to fall under both (their zoning and our covenants).

Mr. Weir read the following section of the covenants:

*Outdoor signs are subject to a permanent easement restricting signs and displays intended or used to advertise along Route 81. Signs will be limited to the identification of the occupants premises and will be of pleasing design and construction.*

Mr. Weir said this is a situation where we have an owner of a building in the corporate park looking to advertise one of his other properties. He said discussion for the committee would be the ‘identification of the occupants premises’, and he wondered if that means the business within the park. He asked if this is something we need to tighten up in the covenants. He said if we were to say the spirit of this is to advertise the business that is in the corporate park or is it where the committee would be inclined to look at it more at face value of ‘identification of the occupants premises’, that being a premise of where is it – is that a value that is there in owning the park that if you have another property. He doesn’t think this would allow building owners to sell the back of the building for advertising. He said it is something worth looking at and he agrees with Mr. Morgia that it does add value. HE said if there is value, how would that play out? He used North American Tapes as an example – he would like there to be a large North American Tapes advertisement on the back of their building showing that they are the world’s second-largest producer of adhesive tape and located in Jefferson County – he looks at that as a value. He said that whether or not that could extend to Mr. Morgia advertising the hotel on the back of his building is another question, but said it is for the committee to decide. Mr. Morgia said he was thinking of North American Tapes as a company that may not find as much value themselves in advertising and they would get more out of being able to advertise or sell the rights to advertise on the highway. Mr. Morgia thinks there is value and would rather use the building to advertise than pay to use billboards. He said that he would rather invest in and spend the money on the sign once and have it sit there indefinitely and not have to pay monthly. He said he appreciates the consideration either way.



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Mr. Aiken asked Mr. Morgia if ‘sacketshotels.com’ is just a link to his hotel or other hotels. Mr. Morgia said both hotels in Sackets had very wordy names and they are in the process of acquiring the Marina Inn, so it was a way of shortening and branding consistently across the two properties.

Mr. Condino suggested formalizing the request. He said that the committee will have to talk internally about the covenants, and we could work with the Town. Mr. Warneck said the covenants allow the board to make changes. He said historically we had a proposal years ago to allow billboards that was met with great opposition by the other tenants along Interstate 81. Mr. Warneck was looking at the zoning law and indicated that they don’t allow a lot of square footage for signage on buildings. He asked if the sign would have lights. Mr. Morgia said it would have lights facing it.

Mr. Aiken asked if it will be a sign that is attached to the building. Mr. Morgia said yes and indicated that it will be bolted to the building. Mr. Condino asked how big it will be. Mr. Morgia said approximately 10 feet tall and about two-thirds of the width of the building. He said the goal is to have it legible from the highway.

Mr. Weir said there has been discussion about cleaning up the space between the highway and the buildings because of shrubbery. He said it is tricky to determine who would be responsible for the clean-up and noted that there is a DOT right of way nearby.

Mr. Morgia left the meeting.

Mr. Warneck said there was a Corporate Park committee created years ago and wondered if it was rolled into the Building and Grounds committee. He said if not, it should be next year. Mr. Weir agreed.

Mr. Weir said that when he sent Mr. Morgia’s request to the committee, their initial reaction was that it violates the spirit of the covenants, which was also Attorney Miller’s immediate response.

Mr. Warneck thinks it will be classified as a billboard under the Town’s zoning and noted that we did not allow billboards in the past along Interstate 81.

Mr. Condino said the best way to approach this is a formal submission for the committee and Attorney Miller to look at as well as our covenants and the Town zoning. Mr. Warneck doesn’t think our covenants are an issue because the board can override them. Mr. Warneck said he would prefer a billboard rather than on the building because it will look tacky if it is not advertising what’s in the building since our goal is to advertise the park. He said that if we want to have off-premises then we should talk about billboards and that’s his personal opinion. He said it will cost a lot more money but if we could have a masterplan for two or three billboards.

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Ms. L'Huillier said if billboards will be allowed, it will have to be decided if digital billboards will be allowed. Mr. Warneck thinks a billboard will be less obnoxious to him as long as the other tenants and the Town are okay with it.

Other –

Mr. Condino mentioned that the Convalt sign is still at the Business Complex. Mr. Weir said it will be removed since the LDA expired and it can be marketed now.

**IV. Discuss:**

- 1. Business Complex Infrastructure Project** – Mr. Weir said the water and sewer line project could be done this week. He said it has been a good project and has gone smoothly. He said they have gone through a couple of rock saws and noted that there haven't been any issues as far as he can tell. He said that we are hoping to receive a final invoice within the next few weeks.

Mr. Warneck asked if our contract required 'as built'. Mr. Condino believes it did. He said they will be important because they changed, and we didn't build it exactly according to the plans for the water and sewer lines. Mr. Warneck said especially since we redesigned the park. Mr. Condino asked Mr. Weir to schedule another project meeting to specifically talk about it.

Mr. Condino said we have started doing an inventory of the property. He said that Mr. Weir was tasked with getting the power study that was completed by National Grid. He said that Jerry Haenlin's response to Mr. Weir basically told the whole story, and he outlined procedures and what needs to be followed. He said that he was surprised that the cost of the study was \$150,000 which Hari Achuthan paid for. He said apparently there was an NDA signed between Hari and National Grid. He thought since we were Hari's partner in the project, we should have been involved to understand it since power was the big issue out there. Mr. Weir said that Jerry can't necessarily give us the results to the power study because it's Hari's power study. He said that Jerry said how things have changed over the last two years – on cost and power availability and indicated that we would have to do a new study. Mr. Weir said that he has requested it from Hari but has not received a response. Mr. Weir said the good news is that we can get power there. Mr. Condino said there was a 4MW cap during the study because of distribution issues. He said since then they are building new transmission within the County which could change the cap. He said that a new study is not going to be inexpensive, and it needs to be specific because it is different if it is intended for one single user (flat rate price) rather than multiple users (time and expense price). He said he always wondered why it wasn't one of the first things done at the beginning of the project because you can't put a building up if you don't have power for it. He said that now we are better informed what we need to do procedurally and what the expense will likely be and know what some of the limitations are.

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December 18, 2024**

He said that we need to follow up on National Grid’s shovel-ready program. Mr. Weir said it is an opportunity to get grant funding through National Grid. Mr. Weir believes that Hari received the grant for the study and his cost was approximately \$50,000.

Mr. Warneck said one of the first things we need to do while modifying the park is get some ballpark figures to see if we can sustain it and as if there will be enough power to create a mini-industrial park and what would we have to pay. Mr. Condino said that is part of the shovel-ready program that we want to investigate is to see what we can do to be better prepared as we market this property.

**Executive Session**

At 9:11 a.m., a motion was made by Mr. Aiken to enter into executive session to discuss real property, seconded by Ms. L’Huillier. All in favor. Committee Members, Board Members, and Staff remained.

At 9:46 a.m., Ms. L’Huillier motioned to leave the executive session, seconded by Mr. Aiken. All in favor. No action was taken.

- V. **Adjournment:** With no further business before the committee, Ms. L’Huillier made a motion to adjourn the meeting, seconded by Mr. Aiken. The meeting was adjourned at 9:51 a.m.

Respectfully submitted,  
*Peggy Sampson*

**JCIDA Committee Structure  
2025**

**Executive Committee:**

Chairman – Robert E. Aliasso, Jr.  
Vice Chairman – William Johnson  
Treasurer – Paul Warneck  
Secretary – W. Edward Walldroff  
Immediate Past Chairman – David Converse

**Audit/Finance Committee:**

Paul Warneck, Chair  
David Converse  
Charles Capone  
Rob Aiken  
Robert E. Aliasso, Jr.

**Governance Committee:**

W. Edward Walldroff, Chair  
Paul Warneck  
William Johnson

**Nominating Committee:**

Lisa L’Huillier, Chair  
William Johnson  
W. Edward Walldroff

**Loan Review Committee:**

David Converse, Chair  
Robert E. Aliasso, Jr.  
Charles Capone  
John Condino

**Building and Grounds (ad hoc):**

John Condino, Chair  
David Converse  
Lisa L’Huillier  
Dr. Gregory A. Gardner  
Rob Aiken  
Paul Warneck  
Robert E. Aliasso, Jr.

**Alternative Energy (ad hoc):**

Paul Warneck, Chair  
William Johnson  
Dawn Robinson  
John Condino

**JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

**Resolution Number 01.09.2025.03**

**For Appointment to WICLDC Board of Directors**

**WHEREAS**, JCIDA is a member of the Watertown Industrial Center Local Development Corporation and shall appoint one member to their board of directors, and

**WHEREAS**, the JCIDA Board of Directors recommends appointing John Condino to the WICLDC Board of Directors for a term to expire December 31, 2027, and

**NOW, THEREFORE, BE IT RESOLVED**, by the Board of Directors of the Jefferson County Industrial Development Agency that it herein approves the recommendation as set forth in this Resolution, and be it further,

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

This resolution shall take effect immediately.

---

W. Edward Walldroff  
Secretary

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

2024 Board Attendance

Name	Jan	Feb	Mar	Apr	May	6~Jun	27~Jun	8~Jul	Aug	5-Sep	12-Sep	Oct	Nov	Dec
Aliasso, Robert	P	P	P	P	E	E	P	P	P	P	P	P	P	P
Condino, John	P	P	P	P	P	P	P	P	P	P	P	A	P	P
Converse, David	P	E	P	P	P	P	P	P	P	P	P	P	P	P
Johnson, William	P	P	P	P	P	P	P	P	P	P	P	P	P	P
L'Huillier, Lisa	P	P	P	P	A	P	P	P	P	P	P	P	P	P
Walldroff, W. Edward	P	P	P	P	P	P	P	P	P	P	P	P	P	P
Warneck, Paul	P	P	E	P	P	P	P	P	P	P	P	P	P	P
<b>Totals:</b>	<b>7</b>	<b>6</b>	<b>6</b>	<b>7</b>	<b>5</b>	<b>6</b>	<b>7</b>	<b>7</b>	<b>7</b>	<b>7</b>	<b>7</b>	<b>6</b>	<b>7</b>	<b>7</b>
- Present														
- Excused														
A - Absent														