

Approved with correction Sept 15 2023

**Minutes of the Meeting of the
Oneida County Industrial Development Agency
June 16, 2023
584 Phoenix Drive, Rome, NY
And via Webex Video/Teleconference**

Members Present: David Grow, Ferris Betrus, Mike Fitzgerald, Mary Faith Messenger, Kirk Hinman, Gene Quadraro.

Members Present – WebEx: Steve Zogby

EDGE Staff Present: Shawna Papale, Maureen Carney, Tim Fitzgerald, Laura Cohen, Mark Kaucher, Hannah Phillips, Bill Van Shufflin.

EDGE Staff Present – WebEx: Steve DiMeo

Other Attendees: Mark Levitt, Levitt & Gordon; Rome Mayor Jackie Izzo, Shaun Kaleta, Oneida County; Steve Surace, 126 Business Park Drive LLC.

Other Attendees – WebEx: Linda Romano and Laura Ruberto, Bond, Schoeneck & King.

Chair Grow called the meeting to order at 8:04 AM.

At 8:05 AM a motion to enter executive session in order to discuss pending contracts was made by F. Betrus, seconded by M. Fitzgerald, and carried 7-0.

S. Zogby left the meeting at 9:00, during executive session.

At 9:20 AM a motion to exit executive session and return to the open meeting was moved by F. Betrus, seconded by M. Fitzgerald, and carried 6-0.

Minutes

The members reviewed the May 5, 2023 meeting minutes. With no comments or corrections, ***M. Fitzgerald moved, and F. Betrus seconded, to approve the minutes as presented. The motion carried 6-0.***

126 Business Park Drive - Subleases

M. Fitzgerald moved that any changes to subleases at the property covered by this particular project which do not effect the existing PILOT do not need to be brought to Agency members for their approval but can be approved by bond counsel. M.F. Messenger seconded the motion, which passed 6-0.

Financials

M. Carney presented the 5/31/2023 interim financial statement. Cash has held steady over the last 12 months. The current balance in accounts receivable reflects annual rents which have not yet been received. There are four PILOTs that have annual PILOT bills due July 1. These bills were generated May 31st. All but one of these payments have already been received. M. Fitzgerald asked about the current status of the EDF Renewables project (2021) and the Source Renewables LLC project (2020), both of which have paid commitment fees but have not yet closed. Bond counsel stated they would check in on these. ***Agency received and accepted the interim financials presented, subject to audit.***

McCraith Beverages, Inc. Facility – Sales Tax Exemption

Chair Grow introduced a resolution relating to the McCraith Beverages, Inc. Facility, authorizing an increase in the value of sales tax exemption from \$214,720 to \$257,961 (an increase of \$43,241) and approving the form and execution of related documents, subject to counsel review. M. Fitzgerald stated that the intention of the Agency should be to exempt from taxation building materials and equipment inside the building that will eventually result in an increased assessment and tax payment in the County. Including the vehicles listed in the machinery and equipment list for sales tax exemption

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is outside the intended scope of benefits. **M. Fitzgerald moved to approve \$242,942 in sales tax exemption, excluding the trucks and truck boxes listed, and to further reduce the exemption by the amount of sales tax applied to the liftgates if they are determined to be part of the trucks. The total cost of the liftgates is \$56,069. F. Betruss seconded the motion. The motion passed 6-0.**

Michael and Diane Baldwin/Dart Properties Facility

M. Fitzgerald introduced a resolution relating to the Michael and Diane Baldwin/Dart Properties Facility, consenting to a sublease to ANDRO Computational Solutions, LLC and approving the form and execution of related documents subject to counsel review, all conditioned upon the Company entering into an amended sale-leaseback transaction and the Sublessee assuming the Company's obligations under the Lease Agreement only with respect to the subleased premises. **M.F. Messenger moved, and K. Hinman seconded, to approve the Agency's resolution consenting to a sublease of the Dart Properties Facility to ANDRO Computational Solutions, LLC and approving the form and execution of related documents subject to counsel review, all conditioned upon the Company entering into an amended sale-leaseback transaction and the Sublessee assuming the Company's obligations under the Lease Agreement only with respect to the subleased premises. The motion carried 5-0.** Chair Grow abstained from all conversation and voting.

GLDC Buildings 770, 776, and 778 – Consent to Subleases

Chair Grow introduced three resolutions: 1) relating to the GLDC Building 770 Facility (428 Phoenix Drive), consenting to a sublease of commercial space and approving the form and execution of related documents, subject to counsel review; 2) relating to the GLDC Building 776 Facility (474 Phoenix Drive), consenting to a sublease with Arcfield Acquisition Corporation (successor to Peraton Inc.) and approving the form and execution of related documents, subject to counsel review; and 3) relating to the GLDC Building 778 Facility (775 Daedalian Drive), consenting to a sublease modification with HII Mission Technologies Corp. and approving the form and execution of related documents, subject to counsel review. **M. Fitzgerald moved, and F. Betruss seconded, to approve the three resolutions relating to the GLDC subleases, at Buildings 770, 776, and 778. The motion carried 6-0.**

New York, Susquehanna and Western Railway Corporation Facility – Land Acquisition

Chair Grow introduced a resolution relating to The New York, Susquehanna and Western Railway Corporation Facility, authorizing the acquisition of certain land by New York State Department of Transportation through eminent domain all in furtherance of the Route 840/Judd Road project and approving the form and execution of related documents, subject to counsel review. While the Agency no longer owns an interest in the property, at the time of the taking the Agency owned fee title and is being requested to deliver certain documents to finalize the transaction. Chair Grow further explained that the Agency is waiving any claim that it may have had to compensation at the time of the taking. **M. Fitzgerald moved, and K. Hinman seconded, to approve a resolution relating to The New York, Susquehanna and Western Railway Corporation Facility, authorizing the acquisition of certain land by New York State Department of Transportation through eminent domain all in furtherance of the Route 840/Judd Road project and approving the form and execution of related documents, subject to counsel review. The motion carried 6-0.**

Mohawk Adirondack & Northern Railroad Inc./Genesee & Mohawk Valley Railroad, Inc - Update

M. Fitzgerald requested an update concerning the company's financials and fee arrangements information that was previously requested at the time of project inducement. S. Papale stated that, to date, no such information on these or insurance details has been provided by the company. Additionally, the lease with GLDC has not been executed due to lack of insurance information.

Annual Employment Review

Chair Grow directed the members' attention to the memorandum and supplemental material that was provided detailing the performance of Agency-supported businesses and their related job creation and retention requirements. Chair Grow stated that, considering the various local and macroeconomic factors at hand, this report is quite favorable, with only four Agency-supported projects experiencing a jobs shortfall. This is a credit to the Agency's staff which communicates regularly with these businesses to identify and address issues ahead of time.

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Recertification of 2022 Annual Report

Chair Grow introduced a resolution approving the recertification and submission of the Agency's 2022 Annual Report to New York State. The report had to be modified to correct some errors in the original report. ***F. Betrus moved, and E. Quadraro, to approve a resolution approving the recertification and submission of the Agency's 2022 Annual Report to New York State. The motion carried 6-0.***

PlacerAI

S. Papale explained that over the past year, staff have been able to use a software called PlacerAI. This software tracks employment and visitor data using cell phone pings, and has been helpful for several economic development projects and community presentations. This software requires a yearly subscription, and Mohawk Valley EDGE is requesting that the Agency assist with the cost for the next subscription year. The request to the Agency is \$10,000. Chair Grow suggested that this request be forwarded to the Oneida County Local Development Corporation. No other action taken.

Marcy Nanocenter Master PILOT Agreement – Proposed Revisions

M. Fitzgerald brought up potential revisions to the Marcy Nanocenter Master PILOT Agreement that had been drafted by M. Levitt. *These revisions are based on a conversation that had taken place between the President of MVEDGE, who was at that meeting, and the Agency members.* The proposed revisions were given to staff and counsel at Mohawk Valley EDGE. No additional progress has been made to incorporate these proposed revisions into the PILOT Agreement. Chair Grow explained that the concern is with the portion of PILOT payments that are received after all infrastructure costs have been paid off, anticipated after year 15, that are not designated to the taxing jurisdictions. The Agency wants to confirm that these funds will be used for site- and industry-related development costs, and requests periodic updates on how these funds are spent. Further, the Agency, having a responsibility to the taxing jurisdictions, wants to ensure that it has the ability to terminate future spending of PILOT funds if it is determined that any usage of funds has not been related to Marcy Nanocenter. Chair Grow directed M. Levitt to circulate to the members the most recent draft of proposed revisions to the agreement.

At 9:58 AM, M. Fitzgerald moved to go into executive session to discuss a potential contract issue. The motion was seconded by F. Betrus and carried 6-0.

At 10:06 AM, E. Quadraro moved to exit executive session and return to the open meeting. The motion was seconded by F. Betrus and carried 6-0.

There being no further business, at 10:07 AM Chair Grow asked for a motion to adjourn the meeting: M. Fitzgerald moved, and M.F. Messenger seconded the motion to adjourn. Motion carried 6-0.

Respectfully Submitted,

Tim Fitzgerald