

Approved May 20, 2022

**Minutes of the Meeting of the
Oneida County Industrial Development Agency
April 22, 2022
584 Phoenix Drive, Rome, NY/Webex Video/Teleconference**

Members Present: David Grow, Michael Fitzgerald; Gene Quadraro.

Members Present: WebEx: Mary Faith Messenger; Ferris Betrus; Steve Zogby.

EDGE Staff Present: Shawna Papale, Steven DiMeo, Tim Fitzgerald, Jennifer Waters

EDGE Staff Present: WebEx: Bill Van Shufflin, Mark Kaucher

Other Attendees: Wade Abraham & Paul Rayhill, Alder Creek Beverages

Other Attendees: WebEx: Rome Mayor Jackie Izzo; Linda Romano & Laura Ruberto, Bond, Schoeneck & King; Gordon Woodcock, Pivot Solar, LLC; Jolene Cleaver, Rome Daily Sentinel.

Chair Grow called the meeting to order at 8:03 AM.

Executive Session

At 8:03 AM a motion to enter executive session to discuss an existing contract was made by F. Betrus, seconded by M. Fitzgerald, and carried 6-0.

At 9:27 AM a motion to exit executive session and return to the open meeting was moved by F. Betrus, seconded by E. Quadraro and carried 6-0.

Minutes

The March 25, 2022 meeting minutes were reviewed. **A motion to approve the minutes, as amended, was moved by m. Fitzgerald and seconded F. Betrus. The motion carried 6-0.**

Financials:

Interim Financials

The April interim financial statement was included in the meeting materials. However, with M. Carney not in attendance, there was no discussion on the April financials.

SSC Kirkland, LLC (Kirkland Community Solar) Facility – FINAL AUTHORIZING RESOLUTION

Chair Grow introduced a request to consider a final authorizing resolution relating to the SSC Kirkland, LLC (Kirkland Community Solar) Facility, approving financial assistance in the form of reduction of real property tax for a period of 25 years (value estimated at \$1,819,970), which financial assistance is consistent with the Community Solar Policy adopted April 30, 2021, and authorizing the form and execution of related documents, in the Agency's customary form and subject to counsel review, conditioned upon the Company providing information relating to its principals and modifications to the Host Community Agreement with respect to project fees. The Agency conducted a public hearing on March 24, 2022. S. Papale explained the modifications made to the Host Community Agreement, so that the Town is not incurring the cost of any project fees, and stated that the Town's attorney has approved of the requested modifications. Staff confirmed that, per the SEQR documents, the proposed location of the facility does not have water/sewer utilities on site, and that the site does have areas that flood. **A motion to approve the SSC Kirkland, LLC final authorizing resolution was made by S. Zogby, seconded by M.F. Messenger, and carried 5-1, with F. Betrus opposed.**

Pivot Solar NY 4, LLC (Verona Community Solar) Facility – FINAL AUTHORIZING RESOLUTION

Chair Grow introduced a request to consider a final authorizing resolution relating to the Pivot Solar NY 4, LLC (Verona Community Solar) Facility, approving financial assistance in the form of reduction of real property tax for a period of 25 years (value estimated at \$243,129), which financial assistance is consistent with the Community Solar Policy, and authorizing the form and execution of related documents, in the Agency's customary form and subject to counsel review. The Agency conducted a public hearing on April 21, 2022. While the public hearing was well-attended, there were no comments made either in favor or opposed to the proposed Agency benefits. M. Fitzgerald stated that he was satisfied with the material provided during and after the March 25th meeting that showed ownership information of Pivot Energy Inc. He then asked how large the parcel is where this facility will be located. G. Woodcock stated that the entire parcel is 17 acres, and the solar array would be situated on 14 of those acres. **A motion to approve the Pivot Solar NY 4, LLC (Verona Community Solar) final authorizing resolution was made by E. Quadraro, seconded by M.F. Messenger, and carried 6-0.**

Horsht, LLC – SEQR RESOLUTION

Consider a SEQR resolution relating to the Horsht, LLC (Fiber Instrument Sales and The Light Connection) Facility. The Town of Whitestown Planning Board served as lead agency for the SEQR review, and the Agency wishes to adopt the findings and determination of the lead agency. **A motion to accept the SEQR findings related to the Horsht, LLC project was moved by M. Fitzgerald and seconded by F. Betrus. The motion carried 6-0.**

Horsht, LLC – FINAL AUTHORIZING RESOLUTION

Chair Grow introduced a request to consider a final authorizing resolution relating to the Horsht, LLC (Fiber Instrument Sales and The Light Connection) Facility, approving financial assistance in the form of reduction of real property tax for a period of 10 years (value estimated at \$564,617), exemptions from mortgage recording taxes (valued at \$21,123) and exemptions from sales tax (valued at \$161,664), which financial assistance is consistent with the Agency's Uniform Tax Exemption Policy. M. Fitzgerald clarified that this is an incremental PILOT, with property tax abatement only offered on the assessed value of the building additions being constructed. M. Fitzgerald stated that a motion should be contingent on confirming total existing job numbers across all Giotto Enterprises facilities in Oneida County. The number previously provided was 394 existing jobs to be retained, and 15 jobs to be created, leading to a new total of 409. **A motion to approve a final authorizing resolution relating to the Horsht, LLC (Fiber Instrument Sales and The Light Connection) Facility, with the change to how the number of jobs to be retained and created are reported as agreed upon, and authorize the form and execution of related documents, subject to counsel review, was moved by S. Zogby, seconded by M. Fitzgerald, and carried 6-0.**

RCBRC (Cold Point Corporation Facility)

Chair Grow introduced a request from Rome Community Brownfield Restoration Corporation (Cold Point Corporation Facility) (a) to release certain roadways from the Lease Agreement and convey to the City of Rome and (b) to release the Cold Point Parcel and convey to Cold Point Corporation, and approve the form and execution of related documents, subject to counsel review. L. Ruberto clarified that the Agency owns the land and leases it to RCBRC under a Prime Lease, RCBRC subleases the land to Cold Point Corporation under a Ground Sublease, Cold Point further subleases the land to the Agency under a Lease Agreement and the Agency leases the facility back to Cold Point under a Leaseback Agreement. The lease-leaseback transaction with Cold Point was purposely structured in this way to allow the Agency to release the Facility from the Prime Lease with RCBRC to convey the land to Cold Point in anticipation of the DEC issuing a Certificate of Completion for the environmental remediation, which has occurred. The end result will be Cold Point Corporation owns fee title to the land, RCBRC will terminate its Ground Sublease with Cold Point, and the lease-leaseback transaction between the Agency and Cold Point will remain intact. **A motion to approve the request from RCBRC to release certain roadways from the Lease Agreement and convey to the City of Rome and to release the Cold Point Parcel and convey to Cold Point Corporation was moved by M. Fitzgerald, seconded by M.F. Messenger, and carried 6-0.**

Quiet Meadows Solar Farm 1, LLC – MORTGAGE RECORDING TAX & LEASEHOLD MORTGAGE

Approved May 20, 2022

Chair Grow introduced a request to consider a request from Quiet Meadows Solar Farm 1, LLC to approve financial assistance in the form of exemptions from mortgage recording tax (valued at \$78,084.00; *incorrectly stated on the agenda as \$13,014.00*) and authorize the form and execution of a Leasehold Mortgage, containing the Agency's standard language and subject to counsel review. Because proposed financial assistance is less than \$100,000 it is not necessary to conduct a public hearing. M. Fitzgerald stated it has been the policy of the Agency not to grant exemptions from mortgage recording tax when it results in the applicant taking cash out of the project, and as such, he was opposed to this request and the request from Quiet Meadows Solar Farm 2, LLC. These requests cumulatively would take approximately \$5.7 million in cash out of these projects. Alternatively, he suggested offering that the company submit an amended application using the higher total project cost provided in the letter. **Chair Grow then asked for a motion to consider this request for financial assistance in the form of mortgage recording tax exemption. With no motion made, the Agency took no action on this request.** L. Ruberto pointed out that the Agency still needs to consider the request to authorize the form and execution of a Leasehold Mortgage. **A motion to authorize the form and execution of a Leasehold Mortgage to Quiet Meadows Solar Farm 1, LLC was made by F. Betrus, seconded By M.F. Messenger, and carried 6-0.** S. Papale clarified that the applicant will cover associated legal fees.

Quiet Meadows Solar Farm 2, LLC – MORTGAGE RECORDING TAX & LEASEHOLD MORTGAGE

Chair Grow introduced a request to consider a request from Quiet Meadows Solar Farm 2, LLC to approve financial assistance in the form of exemptions from mortgage recording tax (valued at \$94,905.00; *incorrectly stated on the agenda as \$15,817.00*) and authorize the form and execution of a Leasehold Mortgage, containing the Agency's standard language and subject to counsel review. Because proposed financial assistance is less than \$100,000 it is not necessary to conduct a public hearing. **Chair Grow then asked for a motion to consider this request for financial assistance in the form of mortgage recording tax exemption. With no motion made, the Agency took no action on this request. Chair Grow asked for a motion to authorize the form and execution of a Leasehold Mortgage to Quiet Meadows Solar Farm 2, LLC. The motion was made by M. Fitzgerald, seconded By F. Betrus, and carried 6-0.**

There being no further business, at 9:51 AM Chair Grow asked for a motion to adjourn the meeting: F. Betrus moved, and E. Quadraro seconded the motion to adjourn. Motion carried 6-0.

Respectfully Submitted,
Tim Fitzgerald