

Approved 7-15-2022

**DRAFT Minutes of the Meeting of the
Oneida County Industrial Development Agency
June 17, 2022
584 Phoenix Drive, Rome, NY/Webex Video/Teleconference**

Members Present: David Grow, Michael Fitzgerald; Ferris Betrus, Kirk Hinman, Mary Faith Messenger, Gene Quadraro, Steve Zogby.

EDGE Staff Present: Steve DiMeo, Maureen Carney, Tim Fitzgerald, Mark Kaucher, Shawna Papale (WebEx)

Other Attendees: Rome Mayor Jackie Izzo; Paul Goldman, Esq., Goldman Attorneys, PLLC; Linda Romano and Laura Ruberto, Bond, Schoeneck & King (call-in); Mark Levitt and Jenna Peppenelli (WebEx).

Chair Grow called the meeting to order at 8:07 AM.

Executive Session

At 8:07 AM a motion to enter executive session to discuss litigation involving the Agency was made by S. Zogby, seconded by F. Betrus, and carried 7-0.

At 9:39 AM a motion to exit executive session and return to the open meeting was moved by M. Fitzgerald, seconded by F. Betrus, and carried 7-0.

Minutes

The May 20, 2022 meeting minutes were reviewed. It was noted that JGV, LLC/Vicks Lithograph purchased the Alfred Publishing *building*, and not the company in its entirety. **A motion to approve the minutes as corrected was moved by S. Zogby and seconded by M. Fitzgerald. The motion carried 7-0.**

SQ1 Holdings, LLC – SALES TAX EXEMPTION EXTENSION

Chair Grow introduced a request to consider a request from SQ1 Holdings, LLC to extend the time of the sales tax exemption through September 30, 2022 and increase the value of exemption from \$43,766 to \$55,000. **A motion to approve the request from SQ1 Holdings, LLC to extend the time of sales tax exemption through September 30, 2022 and increasing the value of exemption from \$43,766 to \$55,000 was moved by M. Fitzgerald and seconded by E. Quadraro.** Agency staff was directed to be more diligent in retrieving and reviewing sales tax exemption reports to ensure that if a project is approaching its exemption limit, it is communicated to Agency members and the company with sufficient time to consider any extension or increase. **With no further discussion, the motion carried 7-0.**

Woodhaven Ventures, LLC – SALES TAX EXEMPTION EXTENSION

Chair Grow introduced a request to consider a request from Woodhaven Ventures, LLC to extend the time of the sales tax exemption through July 16, 2023. M. Fitzgerald suggested, in a deviation from Agency policy, that the Agency provide an extension through July 16, 2025. The rationale is that the Agency is well aware that this is a multi-year, multi-phase project that will be requesting such extensions in subsequent years. S. Papale asked that the members give her the authority to provide annual sales tax exemption extensions, but requiring that the company make the formal request. This will help ensure that up-to-date project information is provided to the Agency. **A motion to authorize the Agency's Executive Director/Secretary to offer sales tax exemption extensions to Woodhaven Ventures, LLC until July 31, 2025, subject to receipt of the company's annual reports was made by M. Fitzgerald, seconded by M.F. Messenger, and carried 7-0.**

McCraith Beverages, Inc./STD Realty LLC – INDUCEMENT RESOLUTION

Chair Grow introduced a request to consider an inducement resolution relating to the McCraith Beverages, Inc./STD Realty LLC Facility, granting preliminary approval for financial assistance in the form of exemptions from sales tax (valued at \$214,720) and reduction of real property tax on the incremental assessment resulting from the project

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(valued at \$182,763), which financial assistance is consistent with the Agency's Uniform Tax Exemption Policy, and authorizing the Agency to conduct a public hearing. **A motion to approve an inducement resolution relating to the McCraith Beverages, Inc./STD Realty LLC Facility, granting preliminary approval for financial assistance in the form of exemptions from sales tax (valued at \$214,720) and reduction of real property tax on the incremental assessment resulting from the project (valued at \$182,763), which financial assistance is consistent with the Agency's Uniform Tax Exemption Policy, and authorizing the Agency to conduct a public hearing, was moved by M.F. Messenger and seconded by E. Quadraro.** A discussion took place regarding the calculation of the number of construction jobs listed in the application. The number provided by the applicant seemed high. Staff will revisit this number with the applicant to identify a more appropriate figure. Chair Grow also pointed out that the proposed benefit would be an incremental PILOT, calculated only on the value of the building space being added to the existing structure. This project will have its own schedule, separate from the PILOT schedule on its existing facility. The existing PILOT is in its third year, and still has seven years remaining before it expires. **With no further discussion, the motion carried 7-0.**

Michael Baldwin/Research Associates of Syracuse, LLC – Discussion regarding annual employment review

Chair Grow abstained from all discussion regarding this facility.

M. Fitzgerald guided the Members' attention to the letter received from Michael Baldwin, owner of the property at 111 Dart Circle, which describes his efforts to market the building and find a new tenant, as well as the letter received from Brian Moore, President of Research Associates of Syracuse, explaining how COVID and lost contracts resulted in significant business decline. Mr. Baldwin stated that he had a couple of leads, and has set up a website to market the building, but no new tenants yet. L. Romano opined that the Agency has the ability to terminate the PILOT by a certain date if a new tenant is not found. **F. Betrus made a motion giving the project until December 31st 2022 to find a new tenant for the building, and if no new tenant is secured, then the PILOT would terminate effective January 1st 2023. The motion was seconded by S Zogby. The motion carried 6-0, with D. Grow abstaining.**

Financials:

Interim Financials

M. Carney reviewed the May interim financial report. She stated that cash has increased by about \$250,000 over the past twelve months. She also stated that the Agency has received its final PILOT payment from the Hampton Inn in New Hartford, which is considered as Restricted Cash. No new commitment fees or closing fees were received in May. Pivot Solar NY 4 is expected to close this month. **The Agency received and accepted the interim financials.**

Other Business – Discussion on creating a template project term sheet

M. Fitzgerald expressed the desire for Members to be provided with term sheets for each proposed project, which will help summarize the information included within each project resolution. He requested that bond counsel create a template term sheet that can be used with each new project. The members were in concurrence that such a document should be created.

Other Business – Open Meetings Law

J. Peppenelli explained that New York State open meetings law and public officers law has been amended allowing government bodies and quasi-government bodies to conduct meetings via video conference until July 2024, with officials being allowed to attend virtually under extraordinary circumstances. The Agency must first pass a resolution allowing virtual attendance, and then may adopt policies and procedures that outline permissible cases of virtual attendance by Members. The public may provide input regarding the policies and procedures of virtual participation. **A motion to adopt a resolution after a public hearing authorizing the use of videoconferencing under extraordinary circumstances for the Agency, its Members, and its committees was made by S. Zogby, seconded by M.F. Messenger, and was carried 7-0.** The Agency directed J. Peppenelli to assist in drafting the policies and procedures that outline permissible cases of virtual attendance, and to assist in identifying best practices for expense reimbursement related to the execution of official duties of board members.

M.F. Messenger left the meeting at 10:06 AM

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Other Business – FOIL Officer and Assistant Secretary

S. Papale shared with the members that since J. Waters will be leaving EDGE, she will no longer serve as the Agency's FOIL Officer and Assistant Secretary, and the Agency will have to appoint a replacement for each position. S. Papale recommended Laura Cohen as the new FOIL Officer, and Tim Fitzgerald as the new Assistant Secretary. **A motion to appoint Laura Cohen as the new FOIL Officer, and Tim Fitzgerald as the new Assistant Secretary, was made by F. Betrus, seconded by E. Quadraro, and carried 6-0.**

Other Business – City of Rome Update

Mayor Izzo provided an update to the Agency regarding several key economic development projects in the City of Rome which are advancing, including Woodhaven, Air City Lofts, Delta Luxury Townhomes, the new YMCA, Rome Health, the water infrastructure extension to the Town of Verona, and Copper City Lofts. Additionally, the Liberty-James parking garage will be demolished soon, renovations will be commencing soon at City Hall, the Rome Cable site's redevelopment continues to advance.

Other Business – Mid-State Development Corp. (Vernon Downs)

F. Betrus asked for an update regarding Mid-State Development Corp. and their reported 2021 job shortfall. S. Papale explained that staff had requested a 2021 year-end jobs number, and a "busy season" jobs number for 2021. The most recent job number received was 189. She also explained that the company has shared the various efforts made to recover its business and reevaluate its business model in the wake of COVID-19, with only limited success thus far. The PILOT on this project ended in February 2022, but the Agency still has the ability to consider recapturing financial benefits due to the jobs shortfall. Agency members acknowledged that since the PILOT has ended, there was no interest in pursuing action against the company.

There being no further business, at 10:33 AM Chair Grow asked for a motion to adjourn the meeting: M. Fitzgerald moved, and F. Betrus seconded the motion to adjourn. Motion carried 7-0.

Respectfully Submitted,
Tim Fitzgerald