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**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 \$56,069 if the liftgates are determined to be part of the trucks. F. Betrus 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 relating to the partial release from the GLDC Master Lease of the 8.638± acre parcel of land for sale to Yoder Properties, Ltd. and approving the form and execution of related documents.*** M. Fitzgerald asked for the sale price of the parcel. M. Kaucher clarified that the total sale price is \$223,000. ***The motion carried 5-0.*** Chair Grow abstained from all conversation and voting.

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. ***M. Fitzgerald moved, and F. Betrus seconded, to approve the Agency's final authorizing resolution relating to Mohawk Adirondack & Northern Railroad Inc./Genesee & Mohawk Valley Railroad, Inc. The motion carried 7-0.***

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

Chair Grow introduced a resolution 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. Consider a resolution 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. Consider a resolution 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.F. Messenger moved, and S. Zogby seconded, to approve the Agency's final authorizing resolution relating to the GLDC 2023 Master Lease and PILOT Extension. The motion carried 7-0.***

Annual Employment Review

Annual Job Review

The members reviewed a memo from staff which identified businesses that reported a jobs shortfall in their 12-31-2022 annual report. S. Papale explained that this is the first step in the annual process to address all projects with job shortfalls. The next step will be to issue each business a letter notifying them of this shortfall, and giving them an opportunity to respond and explain why.

Recertification of 2022 Annual Report

At 11:17 AM, M. Fitzgerald moved to go into executive session to discuss a potential contract issue. The motion was seconded by M.F. Messenger and carried 7-0.

At 11:24 AM, S. Zogby moved to exit executive session and return to the open meeting. The motion was seconded by F. Betrus and carried 7-0.

There being no further business, at 11:25 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.

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Respectfully Submitted,

Tim Fitzgerald