

Minutes of the Meeting of the
Oneida County Industrial Development Agency

June 27, 2024

584 Phoenix Drive, Rome, NY /Webex Video/Teleconference

Members Present: Steve Zogby, Aricca Lewis, James Genovese, Kristen Martin, Tim Reed, Franca Armstrong.

EDGE Staff Present: Shawna Papale, Tim Fitzgerald, Marc Barraco, Mark Kaucher, Laura Cohen, Maureen Carney, Ethan Carr.

Others Present: Mark Levitt, Levitt & Gordon; Laura Ruberto, Bond, Schoeneck & King.

Others Present Webex: Linda Romano, Bond, Schoeneck & King; Paul Goldman, Goldman Attorneys PLLC; Joe Shipley, Collins Solar, LLC; Greg Mountain, The West Firm PLLC.

S. Zogby called the meeting to order at 8:01 AM.

S. Zogby opened the meeting by congratulating A. Lewis on the birth of her son, and by congratulating K. Martin on her recent promotion.

Executive Session

At 8:03 AM A. Lewis moved, and K. Martin seconded a motion to enter executive session to discuss litigation. Motion carried 6-0.

At 8:25 AM A. Lewis moved, and J. Genovese seconded, a motion to exit executive session. Motion carried, 6-0.

Minutes – May 17, 2024

J. Genovese moved to approve the May 17, 2024 minutes. A. Lewis seconded the motion, which carried 6-0.

Interim Financials

M. Carney presented the May 31, 2024 interim financial statement. She noted that the Agency's cash balance is approximately \$417K. She expressed willingness to put more cash into CDs to earn interest. The last Hartford/Hampton Inn PILOT payments were recently disbursed to their respective jurisdictions. The Agency is no longer managing these PILOTs. The Agency has taken in approximately \$98K in closing, application, and administrative fees so far this year. **The Agency received and accepted the interim financials as presented, subject to audit.**

Agency Treasurer

S. Zogby introduced a resolution proposing A. Lewis as the Agency's new Treasurer. **J. Genovese motioned to approve the resolution naming A. Lewis as Treasurer. F. Armstrong seconded the motion, which carried 6-0.**

West Dacks II, LLC – Supplemental Inducement

S. Zogby introduced a supplemental inducement resolution relating to the West Dacks II, LLC (Lodging Kit Company, Inc.) Facility, accepting an amendment to the Application for Financial Assistance, amending the value of sales tax exemption (prior estimate \$76,431.00, new estimate \$102,454.00), making certain findings relating to the Facility, and authorizing the Agency to conduct a public hearing. T. Fitzgerald explained that the additional request in sales tax exemption is due primarily to rising costs and a new quote on a needed roof repair. **K. Martin moved to approve a supplemental inducement resolution relating to the West Dacks II, LLC (Lodging Kit Company, Inc.) Facility, accepting an amendment to the Application for Financial Assistance, amending the value of sales tax exemption (prior estimate \$76,431.00, new estimate \$102,454.00), making certain findings relating to the Facility, and authorizing the Agency to conduct a public hearing. T. Reed seconded the motion, which carried 6-0.**

West Dacks II, LLC – SEQR Resolution

S. Zogby introduced a SEQR resolution relating to the West Dacks II, LLC (Lodging Kit Company, Inc.) Facility. The Village of Boonville served as lead agency for the SEQR review, and the Agency wishes to concur with the findings of the lead

agency. **F. Armstrong moved to approve the SEQR resolution relating to the West Dacks II, LLC (Lodging Kit Company, Inc.) Facility. A. Lewis seconded the motion, which carried 6-0.**

Collins Solar, LLC – Consent to Mortgage and Approval of Mortgage Recording Tax Exemption

S. Zogby introduced resolution relating to the financing of the Collins Solar, LLC Facility, authorizing mortgage recording tax exemption (valued at \$21,750.00) and approving the form and execution of related documents, subject to counsel review. T. Fitzgerald shared that this project is over three-quarters complete, and is expected to be completed this coming autumn. S. Zogby opined that he has no issue with consenting to the mortgage, but questioned why the developer is seeking a mortgage recording tax exemption this far into project development. G. Mountain shared that he did not realize that a mortgage would be required from their lender. A conversation ensued about when financing was pursued relative to the original application for financial benefits and construction period. Based on the conversation among the Agency members, L. Romano recommended separating the motions to consent to mortgage and to authorize the Mortgage Recording Tax Exemption. **A motion to consent to the mortgage related to the Collins Solar, LLC Facility, was made by K. Martin and seconded by T. Reed. The motion carried 6-0.** S. Zogby asked for a motion to authorize the Mortgage Recording Tax Exemption requested by Collins Solar, LLC. **No motion was made.**

SG Oneida PV, LLC – Consent to Mortgage and Approval of Mortgage Recording Tax Exemption

S. Zogby introduced resolution relating to the financing of the SG Oneida PV, LLC Facility, authorizing mortgage recording tax exemption (valued at \$21,750.00) and approving the form and execution of related documents, subject to counsel review. T. Fitzgerald shared that this project is over three-quarters complete, and is expected to be completed this coming autumn. L. Romano recommended separating the motions to consent to mortgage and to authorize the Mortgage Recording Tax Exemption. **A motion to consent to the mortgage related to the SG Oneida PV, LLC Facility, was made by K. Martin and seconded by T. Reed. The motion carried 6-0.** S. Zogby asked for a motion to authorize the Mortgage Recording Tax Exemption requested by SG Oneida PV, LLC. **No motion was made.**

Kris-Tech Wire Company, Inc. – Sales Tax Exemption Increase

S. Zogby introduced a resolution relating to the Kris-Tech Wire Company, Inc. Facility, authorizing an increase in the value of sales tax exemption (to \$487,500, an increase of \$50,000 ****this correction was made by L. Romano****), extending the time of the agency appointment through July 30, 2024, and approving the form and execution of related documents, subject to counsel review. T. Fitzgerald explained that the additional request in sales tax exemption is due to rising costs, and that the construction timeline has moved out a little bit longer than expected. However the project is over 90% complete and is otherwise progressing well. **K. Martin moved to approve the resolution relating to the Kris-Tech Wire Company, Inc. Facility, authorizing an increase in the value of sales tax exemption (to \$487,500, an increase of \$50,000), extending the time of the agency appointment through July 30, 2024, and approving the form and execution of related documents, subject to counsel review. A. Lewis seconded the motion, which carried 6-0.**

EDGE Flex Space Facility – Project Financing

S. Zogby introduced a resolution relating to the financing of the EDGE Flex Space Facility, approving EDGE Project Related Debt in an amount not to exceed \$8,400,000.00, extending the mortgage recording tax exemption previously authorized by the Agency to the transaction (value not to exceed \$66,060.00) and authorizing the form and execution of related documents, containing the Agency's customary provisions and subject to counsel review. EDGE is securing funding from Community Bank and UIDC to finance certain EDGE Project Related Debt in furtherance of the Flex Space Facility; under the terms of the Marcy Nanocenter Allocation Agreement, the Agency must consent to any Project Related Debt before it is incurred by EDGE. EDGE is requesting the Agency enter into certain loan documents to mortgage its leasehold interest in the Facility and to confer the previously authorized tax exemption to the recording of the mortgage. L. Ruberto provided historical context of the overall project and project financing. She clarified that there is no change in the proposed financial benefit, but that the Agency is being asked to approve the project's sources and uses of funds. **K. Martin moved to approve the resolution relating to the financing of the EDGE Flex Space Facility, approving EDGE Project Related Debt in an amount not to exceed \$8,400,000.00, extending the mortgage recording tax exemption previously authorized by the Agency to the transaction (value not to exceed \$66,060.00) and authorizing the form and execution of related documents, containing the Agency's customary provisions and subject to counsel review. J. Genovese seconded the motion, which carried 6-0.**

2023 Job Review

S. Zogby initiated the conversation over the 2023 Job Review – specifically those projects which were experiencing job shortfalls. He explained that although the B240 projects have not reached their projected job numbers, their annual project scoring still makes them eligible for Tier 1 benefits under the Agency’s housing policy. No action is necessary for these projects. The JGV/Vicks project was discussed next. S. Zogby started by explaining the potential options to address the company’s shortfall, including benefit recapture, project termination, or modifying the scheduled benefits. A discussion ensued about what a reduction in benefits would do to the overall strength of the business. S. Zogby pointed out that the business’s 2023 report demonstrates it had only achieved 68% of its required job retention. He suggested reducing the business’s benefit in an amount proportional to the job shortfall (about 32%). This would result in additional annual PILOT payments of about \$12,000. **K. Martin moved to reduce the JGV-Alfred-Vicks facility’s annual financial benefit by 30% and to reduce its job retention commitment to 70. T. Reed seconded the motion.** J. Genovese commented that there appear to be many factors beyond the company’s control, and that the proposed reduction of benefits may not help the business. **The motion carried 5-1, with J. Genovese opposed.**

The Universal Photonics project was discussed next. S. Zogby pointed out that the business’s 2023 report demonstrates it had only achieved about 60% of its required job retention. He suggested reducing the business’s benefit in an amount proportional to the job shortfall (about 40%). **K. Martin moved to reduce the Universal Photonics facility’s annual financial benefit by 40% and to reduce its job retention commitment to 50. F. Armstrong seconded the motion. The motion carried 6-0.**

New Business

S. Zogby shared that he had been asked to sit on the Reimagine St. Luke’s advisory committee, which is a group that will help inform the redevelopment process of the former St. Luke’s hospital campus. He went to his first meeting this past Tuesday, and he explained the planning exercise that was performed during the meeting.

Adjournment

With no further business, S. Zogby asked for a motion to adjourn. **At 9:22 AM A. Lewis moved, and K. Martin seconded a motion to adjourn. Motion carried, 6-0.**

Respectfully Submitted,
Tim Fitzgerald