

STATE OF NEW YORK : RENSSELAER COUNTY

THE PUBLIC MEETING OF
THE RENSSELAER COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

DATE: JULY 9, 2020
TIME: 4:00 P.M.

THE MEETING IS BEING HELD ELECTRONICALLY VIA CONFERENCE CALL DUE TO COVID-19

PRESENT VIA TELECONFERENCE:

JOHN CLINTON – CHAIRMAN

CYNTHIA HENNINGER – MEMBER

RONALD BOUNDS – MEMBER

RENEE POWELL – MEMBER

ROBERT PASINELLA – EXECUTIVE DIRECTOR

ROBIN LaBRAKE – ASSISTANT TO THE DIRECTOR

JAY SHERMAN – CONSULTANT

DR. THOMAS TRISCARI – CONSULTANT

MARY ELLEN FLORES – CFO FOR HIRE

PETER KEHOE, ESQ. – AGENCY COUNSEL

MELISSA BENNETT, ESQ. – SPECIAL COUNSEL

CONNIE CAHILL, ESQ. – SPECIAL COUNSEL

BENJAMIN GOES, ESQ. – COUNSEL FOR CAPITAL CITY PRODUCE LLC

Proceedings:

CHAIRMAN CLINTON: This is John Clinton, and I hereby call the April 9, 2020 meeting of the Rensselaer County Industrial Development Agency to order. The first item on the agenda is the Public Comment period. That period is set aside for anyone who wants to speak for or against any item or items on the agenda.

MEMBER HENNINGER: Mr. Chairman, I think we mean it's July 9th, the agenda in the top portion says April 9th. I don't think we want to go back to April and go through this COVID all over again. [inaudible comments] Just a side note. We all know it's July because it's so hot but that's all. [inaudible comments]

CHAIRMAN CLINTON: So is there anyone that wants to speak at the public comment period that period set aside for or against any items on the agenda? I don't hear anyone raising their hands or their voice.

So we can move on to number 2. Minutes of the previous Meeting of 5/14/20. We have those before us, I don't know whether everyone has had a chance to read them. If you'd like to just let me know when you want to proceed, after the minutes are, there.

MEMBER HENNINGER: Mr. Chairman, I just wanted to make a comment at how much we appreciate the stenographer's work on this. It must be very difficult for her to take these minutes and they are very concise and complete as far as I can see and therefore I would like to make a motion to approve the minutes as presented.

CHAIRMAN CLINTON: Is there a second to that motion?

MEMBER POWELL: Yes, I second it.

CHAIRMAN CLINTON: Thank you, Renee. Ok, I'm going to move on to Number 3 of the Agenda, the report of the public hearing regarding Capital City Produce LLC and 3 Industrial Associates LLC dated 7/6/20.

JAY SHERMAN: I was the Public Hearing Officer for the IDA and I sent a report out, unfortunately, of course no one appeared, but no one called in to participate. So I don't want to bother reading the minutes that I sent out because they're a bit redundant. If anyone has any questions I'll be happy to answer them.

CHAIRMAN CLINTON: Does anyone have any questions? If not, we can move on to number 4.

ROBIN LaBRAKE: The Budget – yeah. We need to have a motion to approve the Budget Report.

CHAIRMAN CLINTON: Okay, is there a motion to approve the Budget Report?

MEMBER BOUNDS: This is Ron Bounds, so moved.

[INAUDIBLE BACK AND FORTH]

MEMBER HENNINGER: I Cynthia Henniger made the motion to approve the minutes and I believe Renee seconded the motion for Minutes.

CHAIRMAN CLINTON: Ok.

ROBIN LaBRAKE: Right. We're on -we're approving the public hearing report right now.

CHAIRMAN CLINTON: Ok. All those in favor?

ROBIN LaBRAKE: Well, we need - Ron Bounds moved it. We need a second.

MEMBER POWELL: I second that, this is Renee Powell.

ROBIN LaBRAKE: Thanks, Renee.

CHAIRMAN CLINTON: All those in favor.

[COLLECTIVE "AYE"]

CHAIRMAN CLINTON: All those opposed?

ROBERT PASINELLA: None.

CHAIRMAN CLINTON: Ok. Now we're rolling on to the number 4. The Budget Report for the month of June 2020.

ROBIN LaBRAKE: Mary Ellen, you're on.

MARY ELLEN FLORES: Okay. The first report is the statement of financial position. As of 6/30/2020, our total assets stand at \$7.7 million, with \$7.3 million of those assets in cash. Our liabilities are at \$53,000, leaving us with a fund balance of \$7.6 million. The largest change to the statement of financial position is the addition of June rent for the Quackenbush that has not yet been collected.

The next report is the statement of activity for the month of June. For the month of June we have a \$50,000 deficit. The largest source of revenue for the month was rental income. During the month our expenses were \$60,000. There were no out of the ordinary expenses, however, we did pay an annual bill for commercial liability insurance.

Anybody got questions?

MEMBER POWELL: Wow. The commercial liability is \$12,000?

MARY ELLEN FLORES: It isn't \$12,000. It is \$9,500, however, we also paid up a public officials liability, which was \$3,000.

MEMBER POWELL: Okay.

MEMBER BOUNDS: This is a question for Jay, I guess. Last month we approved the deferment or waiver of rent for any companies that have indicated they are having any financial difficulty because of the current environment. Are we – are there any that we're deferring Jay, versus waiving?

[INAUDIBLE BACK AND FORTH]

JAY SHERMAN: No, I think -

ROBERT PASINELLA: Ron, I'd like to answer that and then Jay can get into the details. I have been going back and forth, I've spoken with Mike Walsh who is the umm, you know he leases half of our building with NYSTEC, or half of our floor with NYSTEC and you know I think we and I was going to raise this with the Board later on. I can't remember what number in the agenda it is, I think it is item 7 to discuss it in more detail but I think in fairness since we see we have a very good financial position and over \$7 million in cash that a 2-month deferral for every one of our tenants just makes sense instead of going through because everyone has been affected by it, whether it's, you know, financially, the way we know Clint Ballinger's company was at [inaudible word], you know NYSTEC, NYSTEC has been bringing folks in on a regular basis to clean their office space. I think it's daily and they're not even ramped up full staff yet with who's using the office. So I just felt it was prudent on our part and good, you know, a nice gesture, a goodwill gesture to just say "You know what? For 2 months, or at least during the pandemic, we won't, we'll waive our rent." And I wanted to raise that with the Board on item 7.

MEMBER BOUNDS: Ok, I'll be quiet. Thank you.

CHAIRMAN CLINTON: Bob, I have a question, with regard to that particular resolution, is this commonplace in our market that other people are doing the same as we're proposing to do?

ROBERT PASINELLA: Uh, yes, yes. A lot of folks have given them a holiday, if you will, a rent holiday during this time as best as they can. I know some commercial landlords have done it. I do know some, I'm not sure of some of the folks you know at the private enterprises in downtown Troy but a lot of the businesses are just starting to open and there is significant expenses related to just turning on the light switch that was not covered by the PPP. So I think what I would

like, again we've only got 3 tenants, 3 tenants if you will, or 4 tenants, we had a new one come on. It just makes sense, goodwill sense, to do that for the folks that have, that are on our floor.

CONNIE CAHILL: Bob, you know, from our experience all of the landlords are doing it because every business has asked for a rent deferral and 2 months is somewhat modest request.

ROBERT PASINELLA: Yeah, thank you Connie.

MEMBER POWELL: I might have one question – so Connie says deferral and Bob you're saying waive, which one is it? Is it a deferral or are we just not collecting at all?

ROBERT PASINELLA: Well, I had thought about just deferring it, that was a discussion, er um, waiving it. That was a discussion to have, item number 7. However the Board wanted to proceed that way. My preference would be not back-end it on the rent because they still have, these companies are playing catch-up on so many other areas.

CONNIE CAHILL: And we think people certainly are looking for rent forgiveness, especially where businesses have been closed and haven't been able to operate and many landlords are going along because they know they don't really have a lot of choices because of the tight cash flow for these businesses.

[INAUDIBLE]

MEMBER BOUNDS: I thought last month's meeting we agreed to waive it and I had a discussion with Jay and-- to give him the authority instead of going piecemeal, to waive these monthly payments, rent payments, on all tenants for a certain period of time. Am I incorrect with that?

ROBERT PASINELLA: I don't recall us actually voting on it. That's what. I remember talking about the one tenant, SelfArray, we discussed that but I don't recall. Trust me guys, not that my memory is great but I don't recall voting on it for the remainder of the tenants.

MEMBER BOUNDS: I would suggest if we do it now, have a motion to waive the rent payments for a X period of time, 3 months, whatever it happens to be, to be reviewed in the future based upon current financial conditions.

CHAIRMAN CLINTON: That was my specific question. How-- are we doing this permanently or is it going to be a temporary waive of the tenants?

ROBERT PASINELLA: Temporary, John. We were looking at between 2 and 3 months, again, depending on how the Board would go. If you would want to do 3 months, I'm fine with that as well because it's like we've said, our tenants have been very good and I think has been a

partner with us on a lot of other initiatives where they've literally put in dollars and staff time on various projects. Most recently they did a, they put staff time in for an application to NYSAR for a technology, test-bed application. So you know I feel like 2 or 3 months was, is healthy. 3 month is healthy as well. I mean like Connie said you know it's modest at 2 months. The pandemic has been going on since probably March so the businesses have been affected at least from April, May, June, July – so we're already at 4 months.

MEMBER BOUNDS: It would make sense then to set it out to a maximum of, let's say, 6 months to give Jay the flexibility to negotiate with each customer, each tenant, based upon their current financial situation.

JAY SHERMAN: I would like to just indicate that the reason we talked about 2 months is because our last meeting when we approved Clint's request, his request was for 2 months and that's, I think the Board went with the 2 month, that's where that number came from. But as Bob has said, whatever is a reasonable period, I guess this resolution that you're going to have will create that period.

MEMBER BOUNDS: My thought, Jay, is to say up to 6 months. That gives you flexibility so we start at 3 months and 4 months instead of having to come back to the Board each month for additional approvals. That's just my thought.

ROBERT PASINELLA: Yeah, I like that. I mean if the Board wants to vote on that as a resolution that can Peter can follow-up with the paperwork, I'm for it.

MEMBER HENNINGER: What is the approximate dollar value of the rent that we receive each month total if we were to forgive it? Is it around \$7,000? If that's ringing a bell.

MARY ELLEN FLORES: It's under June, \$8,913.25 per month.

MEMBER HENNINGER: Thank you, Mary Ellen.

ROBERT PASINELLA: So we'd be talking around \$50,000 exposure to our budget.

MEMBER BOUNDS: Yes. I think from a flexibility viewpoint it makes more sense to go out and set a max, which would expire October maybe. This would start May payment or June payment whenever it was and then we'll see how the current financial situation is because a lot of these people may still not have access to buildings based on the current virus.

JAY SHERMAN: The only –I like the idea of 6 months or whatever the Board wants it to be for a period, but I don't know if I'll have—Ron you've talked about see how they're doing. Some of that might be proprietary information for some of these companies and they don't want

to show me what they're making or where they're losing money. I don't know how we'll get those numbers.

MEMBER BOUNDS: You know, I think we've done this in good faith. Hopefully they're operating in good faith also. So, you know, it's just an ongoing conversation to say "How are you doing this month? Do you still need deferment?" Waive, I should say, not deferment and if they say "yes," okay, it's in place.

JAY SHERMAN: Okay. I will certainly handle that.

MEMBER BOUNDS: Then you would know, Jay, that if that 6 month period expires at the end of September, October, whatever the date is, you've relayed on to them too that we've put that in place if they need it.

JAY SHERMAN: Right. Absolutely.

MEMBER BOUNDS: So, we just having a meeting well before to reevaluate the situation and where we go at that point in time.

JAY SHERMAN: I'm sure we can figure it out and handle it very nicely. I think that can be done very easily, Ron.

MEMBER BOUNDS: Do you want that amendment or motion now or later?

ROBERT PASINELLA: We can do it now because we discussed it. If it's ok with the rest of the Board.

CYNTHIA HENINGER: So we're moving to number 7.

[COLLECTIVE AFFIRMATIVES]

CHAIRMAN CLINTON: Number 7?

ROBIN LaBRAKE: That's what we're talking about right now, what was under number 7 because....

CHAIRMAN CLINTON: Oh alright. We were on number 4.

ROBIN LaBRAKE: Okay, so Ron, you made a motion?

MEMBER BOUNDS: Yes I did. For a maximum of 6 months. I'm not sure what the start date is, Jay. Was it June 1st payment, or--

JAY SHERMAN: June 1st is the dates we were talking about starting, yes.

MEMBER BOUNDS: Ok, June, July, August, September, October, November. So that'd be through November so the next payment due, if they need it, would be December 1st, if I'm correct.

JAY SHERMAN: I think you're correct.

MEMBER BOUNDS: Okay. So then we should target that in, say October or so meeting, or November, to reevaluate at that point in time.

CHAIRMAN CLINTON: You say reevaluate. So you mean Board approval...Correct?

MEMBER BOUNDS: Well, you have a motion, John, I am making a motion that we grant waivers of the rent payment on the tenants for a maximum of six month period. To the end of November 2020. As needed.

CHAIRMAN CLINTON: Is there a second to that motion?

MEMBER HENNINGER: I'll make the second, Mr. Chairman.

[RINGING]

CHAIRMAN CLINTON: All of those in favor?

[COLLECTIVE "AYE"]

[RINGING]

CHAIRMAN CLINTON: Opposed?

MEMBER POWELL: One opposed.

ROBIN LaBRAKE: Thanks, Renee.

[RINGING]

CHAIRMAN CLINTON: Motion carried.

[INAUDIBLE]

CHAIRMAN CLINTON: We are going back to the budget report now. Is there anything else that has to be discussed on the budget report?

ROBIN LaBRAKE: I have something. We have a CD that matured on June second –

MEMBER BOUNDS: July.

ROBIN LaBRAKE: July 2nd, I'm sorry. So Jim Lozano and I spoke about it and he suggested that I find out what KeyBank had for a CD. And the only thing they are offering right now is a 9-month CD for 0.05% interest. Our KeyBank money market dropped to 0.01% and our Pioneer money market is at 0.20%. So we are recommending we take that money and put it in Pioneer.

[MURMURING]

MEMBER POWELL: Wow, that is completely unbelievable, those rates. Wow.

ROBIN LaBRAKE: They want you spending your money, not saving it.

MEMBER POWELL: Do we need a motion on that, or...?

MEMBER BOUNDS: We've had a discussion on this and I think it's prudent to keep it liquid. If the rates do go back up. I would make a motion that we move that money to that money to the Pioneer money market savings account. And reevaluate on an ongoing basis. Based on current CD rates.

MEMBER POWELL: I second that motion.

CHAIRMAN CLINTON: All in favor?

[COLLECTIVE "AYE"]

CHAIRMAN CLINTON: Opposed?

CHAIRMAN CLINTON: Great, motion carried

CHAIRMAN CLINTON: Okay. Number five on the agenda the SEQRA resolution with regards to Capital City Produce LLC and 3E Industrial Associates.

ROBERT PASINELLA: This is a project that we spoke about - Capital City Produce is moving, or expanding, from where they currently are in the Menands market over to South Troy Industrial Park in the old Morgan Linen, or not Morgan Linen, the Linen place. So this the next steps that we're doing to get them closing.

[MURMURING / INAUDIBLE]

CHAIRMAN CLINTON: Okay, all right.

MELISSA BENNETT: If I would just jump in-- so this first resolution is the SEQR resolution. That documents, you know, documenting the agency's environmental review of the project. It is, based on our review, an unlisted action and the determination being that there is no significant adverse effect on the environment.

CHAIRMAN CLINTON: Any questions, comments?

CHAIRMAN CLINTON: Okay, we have the approving resolution for the Capital –

ROBIN LaBRAKE: No, SEQR.

CHAIRMAN CLINTON: We have the SEQR resolution before us with regard to the 3E Industrial Road LLC. Is there a motion to put that on the floor?

[RINGING]

MEMBER HENNINGER: Mr. Chairman, I'll make the motion.

CHAIRMAN CLINTON: Is there a second to that motion?

MEMBER BOUNDS: I second the motion.

CHAIRMAN CLINTON: We do have a second?

MEMBER BOUNDS: This is Ron Bounds, I said I'll second it.

CHAIRMAN CLINTON: All those in favor?

[COLLECTIVE "AYE"]

CHAIRMAN CLINTON: Opposed? Any?

CHAIRMAN CLINTON: Alright.

ROBIN LaBRAKE: Can we go back to budget report cause we didn't actually approve that, because we ended up.... [inaudible]

CHAIRMAN CLINTON: So we are going to approve it. Bob, are you there? [*Echoes*].
Bob?

ROBERT PASINELLA: Yes?

CHAIRMAN CLINTON: Yes. Um. Robin indicates that we have to go back to the budget report because it was never approved. We need a motion to put the uh you know--

ROBIN LaBRAKE: The Budget Report –

CHAIRMAN CLINTON: Yeah, the Budget Report. Is there a motion to do that?

MEMBER POWELL: I move to approve the Budget Report as submitted.

MEMBER HENNINGER: I'll second that, Mr. Chairman.

CHAIRMAN CLINTON: Second that? By Cynthia. All those in favor?

[COLLECTIVE "AYE"]

CHAIRMAN CLINTON: Opposed? None.

ROBIN LaBRAKE: Okay, number six.

CHAIRMAN CLINTON: Number seven?

ROBIN LaBRAKE: No, six.

CHAIRMAN CLINTON: Okay, moving onto number six on the agenda. The approving resolution for the Capital City Produce LLC and 3E Industrial Associates LLC project.

MELISSA BENNETT: So as Bob mentioned, this is the final step in approving a project for Capital City Produce and their move to Rensselaer County over from Menands. You know, as Jay indicated, the public hearing has been held. The project involved deviation and the deviation notice went out to the affected taxing jurisdictions. Bob and Robin, could you confirm that there were no comments received on the deviation?

ROBIN LABRAKE and ROBERT PASINELLA: Right, no comments.

MELISSA BENNETT: And so the resolution would approve sales tax benefits – sales tax exemption benefits – in the amount not to exceed \$100,000, a mortgage reporting tax exemption on a mortgage not to exceed \$3,150,000 and a ten-year PILOT at 75% of normal taxes for the ten-year term. And I understand that Company Counsel is also on the line, if they have anything else to add, or if the members of the Agency have any questions.

BENJAMIN GOES: Ben Goes, counsel for the Applicants is on the line if there are any questions?

CHAIRMAN CLINTON: Any questions with regard to the Capital City Produce LLC? Is there a motion to put that up on the floor for a vote?

MEMBER BOUNDS: I'll make a motion to approve as presented.

MEMBER HENNINGER: Mr. Chairman, I'll second the resolution.

CHAIRMAN CLINTON: Okay. All those in favor?

[COLLECTIVE "AYE"]

CHAIRMAN CLINTON: All those opposed?

CHAIRMAN CLINTON: Okay, then none.

CHAIRMAN CLINTON: We already discussed the Quackenbush rent, so we move on to number eight, a resolution granting a new license for the Bleeding Disorders Association of Northeastern New York.

JAY SHERMAN: Basically this is exactly the same amount of rent that they were paying last year. And they requested that we continue. They'd liked to continue on being in our building. They've been with us for I think five years now. This is like the sixth year. This is the sixth year. And they've always had their rents in on time, and they've taken good care of the room, and they've been excellent clients to have with us.

[INAUDIBLE]

MEMBER HENNINGER: Mr. Chairman, I'll make the motion to grant the new license to the Bleeding Disorders Association.

CHAIRMAN CLINTON: Okay, is there a second to that motion?

MEMBER POWELL: I'll second that motion.

CHAIRMAN CLINTON: All those in favor?

[COLLECTIVE "AYE"]

CHAIRMAN CLINTON: Opposed? No nays. Motion carried.

[INAUDIBLE]

CHAIRMAN CLINTON: Okay, moving on with the agenda, we have a resolution number nine. Resolution granting a new license agreement for United Aircraft Technologies, Inc.

JAY SHERMAN: Mr. Chairman, we have one little problem, which is my fault. We tried to put together several different contracts here, but the original contract that we have with them which was dated February 24, 2020, in Section 11, it was stated that we take care of the utilities out of the lease—the monthly rent. And unfortunately, because we have several different contracts and licenses for this building, for that particular suite, I think we have an error in Section 11.01, or Article 11 – Utilities. If you look at the last sentence it says “that the IDA will be responsible for providing utilities,” and then it says that “United Aircraft will reimburse us with that money.” And that is not the case, that was not our agreement with United Aircraft Technologies. And I would recommend that we simply draw a line from “and United Technologies” to the end of that “utilities,” and therefore we have us paying the rent, as we have been doing since February.

[INAUDIBLE]

CHAIRMAN CLINTON: You’re going to get back to them, Jay, and renegotiate...?

ROBIN LaBRAKE: No, they haven’t assigned it yet.

CHAIRMAN CLINTON: So, are we going to table this?

ROBIN LaBRAKE: No, we -

JAY SHERMAN: No, if you take an action now, then we would be able to correct it and be able to have it signed.

CHAIRMAN CLINTON: Okay, but it definitely will be [inaudible] before we can move on?

JAY SHERMAN: Their actual license expired, May 30 – uh, at the end of May. And we are having them there through June as a continued, um, existing license.

PETER KEHOE: John, so I think the solution would be to have a resolution approving, granting the license with that change that Jay is suggesting. We’ll just take out that position that they’ll be reimbursing us for that charge. So I can make that change in the license if you just approve that resolution with that change.

CHAIRMAN CLINTON: Okay.

JAY SHERMAN: Thank you, Peter.

CHAIRMAN CLINTON: So, so we are inserting that language now, right Peter?

PETER KEHOE: Right, I think we'll be taking it out. But if you just ask for a resolution approval, granting the license with the change that has been suggested by Jay. Then I will incorporate that change in the language of the license. So if you just call for that resolution. I think that's all you need to do.

CHAIRMAN CLINTON: Ok, so uh the resolution we are granting the license for United Aircraft Technologies. Motion to put that up?

MEMBER HENNINGER: So moved, Mr. Chairman.

CHAIRMAN CLINTON: Is there a second to that motion?

MEMBER BOUNDS: I'll second it.

CHAIRMAN CLINTON: All those in favor?

[COLLECTIVE "AYE"]

CHAIRMAN CLINTON: Opposed? Opposed – none.

ROBIN LaBRAKE: So now we're on ten. We're on ten.

CHAIRMAN CLINTON: Number ten on the agenda, the amended resolution authorizing support of the Questar III Stem Research Institute project. Is there a motion?

MEMBER POWELL: Hmm, I didn't get that - I think, I didn't get that attachment. Could someone give a quick summary on that one?

MEMBER BOUNDS: Yeah, I don't have it either. I don't have it either.

ROBIN LaBRAKE: It was, it is, you should

MEMBER BOUNDS: I've got two Chambers, but no Questar.

ROBIN LaBRAKE: Seriously?

MEMBER HENNINGER: Yes, I've got two Chambers, too, yeah.

ROBIN LaBRAKE: I'm sorry. Peter, can you explain that?

PETER KEHOE: Yes, I can. So you have already approved this grant, for this Questar project. You're familiar with the project, right? It's to have, I think, teachers, a certain number of teachers work with Questar over the summer to develop a program for teaching, development, of these programs in the schools. The resolution that you've already approved said that it would be for seven weeks, and it would only be for salary. The request has been that we amend that to make it for six weeks due to the whole COVID situation, and that some of that money could be used to pay not only the salary, but the fringe. So the amount of money would remain the same, just the use of the money would change slightly.

MEMBER HENNINGER: Peter, could you remind us what the dollar value is that we are speaking of ?

PETER KEHOE: Yeah, I do not have that in front of me. Do you have that Robin? Is it \$30,000, or something, maybe?

ROBERT PASINELLA: Yeah, my recollection is it was \$30,000.

ROBIN LABRAKE: Yes, it was thirty.

MEMBER HENNINGER: Okay, thank you.

CHAIRMAN CLINTON: Okay, can we get that motion, a motion to approve that?

MEMBER HENNINGER: I'll make that motion, to amend the resolution authorizing support of the Questar III Stem Research Institute Project.

CHAIRMAN CLINTON: Is there a second to that motion?

MEMBER BOUNDS: I'll second it.

CHAIRMAN CLINTON: Thank you, Ron. All those in favor?

[COLLECTIVE "AYE"]

CHAIRMAN CLINTON: Opposed?

CHAIRMAN CLINTON: Motion carried.

ROBIN LaBRAKE: I'll send you guys that after we get done with the meeting.

CHAIRMAN CLINTON: Okay, we are on number eleven. Resolution authorizing participation in the Chamber of Commerce event. Which event?

ROBIN LaBRAKE: This is the annual Chamber golf tournament that we have participated in for many years. And they have posted that they are planning on holding the event. We haven't gotten the actual invitation yet, but Ron suggested (because Ron usually plays in it) that we authorize it so we'll be ready for it in time for when they do send the invitation out.

CHAIRMAN CLINTON: Any questions with regard to resolution number eleven? Okay. Is there a motion to put that on the floor?

MEMBER BOUNDS: I'll make a motion to approve the resolution for the Chamber Golf outing.

MEMBER HENNINGER: Mr. Chairman, I'll second the motion.

CHAIRMAN CLINTON: All those in favor?

[COLLECTIVE "AYE"]

CHAIRMAN CLINTON: Opposed?

CHAIRMAN CLINTON: Okay, other business to be brought before the board?

ROBERT PASINELLA: So I have a couple of items to discuss with the board. Number one is you probably recently have read that CEG is um, I guess for a lack of better terms, is affiliating with the Chamber—which is the previous Albany chamber, now they've merged with Schenectady and southern Saratoga County—in light of Andrew Kennedy's departure to the private lobbying firm. And as you know, we are—we've been a strong supporter of CEG, we've also contribute \$50,000 towards their budget annually. So we have a fairly significant say within, how CEG was going to move forward. They had been working on several projects that were very, um, that we were very close to, umm, and one of those was the gaming software hub that RPI and [inaudible] Ventures and various smaller gaming software companies in downtown Troy had participated in. And obviously in light of the pandemic, and in light of what's going on at the universities, there's been a significant pause in how those projects are moving forward. So what I wanted do is discuss with the board, not ask for anything right now, but and I think last month we may have discussed briefly about my conversation with [Gutha(?)] and [Bailey(?)] from [Valen(?)] Ventures on moving forward with supporting the gaming software hub. So we are working on a proposal to bring back to the board to show that, where, I think where CEG and even to some extent, RPI, are creating a void in that space and that we have the ability to step in and pick up where everyone else has left off. I think it's important that the gaming software hub continues to, to flourish, or at least that we continue to flourish that cluster that's happening in gaming software in downtown Troy. I also believe that other industries that we should be looking at, like telemedicine - we have one of the fastest growing ones in the capital region right here in Troy as well, that we should be looking at how we can support that industry. And these are, again, proposals that I'm going to be coming forward with over the next meeting or two, on how I think I'd like to show us supporting it. Very similar to how we supported the Center of Gravity. And I think that has been very successful because it has incubated a couple of successful companies like VitalDL. So, I did want to get that out there if anyone has questions on, you know, where our discussions are going, I'd be more than happy to answer them.

The second one I wanted to discuss with you all, you've also probably read that the Governor signed into law the ability to have IDAs have the ability to do loans and grants for companies affected by COVID. I think it's important for us to also participate in that space. There's quite a few companies along, you know, Main Street that clearly need help to get off the ground

and some of the opportunities or some of the expenses that traditionally haven't been covered by other federal programs, like capital expenditures on making your business COVID ready for folks to come in, like shields and air handlers and other things. So I think that's important for us to step into that space, so I do – I had Robin send out something that Joe Scott had given us, a synopsis, about four or five weeks ago on what he thought, how that was playing out and some of the requirements I believe that we would follow, I say I know that we would follow all those requirements since Ron Bounds knows very well that we have a space, we have a JDP loan fund already on staff that we staff and provide loans to, revolving loans to companies in the county. Now this would be the perfect opportunity to support and supply some money to JDP so we can handle the loans/grants for companies that would be affected. I mean the maximum was \$25,000, if you read it, and I'm sure Ron read it pretty carefully, if you read it's pretty limited to what they can spend the money on, it's limited to how you can provide a grant and/or a loan to the company, but again, I think it's important because a lot of the smaller companies have such a huge hole to fill to just get back to business, that at least we can provide some help in that space. So, those were the two areas that I wanted to bring up to the board.

[INAUDIBLE]

MEMBER BOUNDS: I thought, last month or the month before we discussed a dollar amount based upon Cuomo approving loans/grants. Umm, do we have a dollar amount? I thought we had a dollar amount of about up to \$250,000.

MEMBER HENNINGER: Yeah, I remember that also, Ron.

ROBERT PASINELLA: Yeah, I had wanted to ask the board if we can set aside \$250,000. I've been going back and forth with the community load fund, but they did want to charge a certain amount of service costs, so our money would be diluted going there. They can run it for us and take it away, which is fine, but I wanted to maximize the output going to the businesses. So I thought about our JDP loan fund and since it's probably going to be between ten and fifteen loans, which is not a lot, that we should be able to handle that and then we would do that on a case by case basis, as far as whether it would be a loan or a grant. You know, Ron and I talked, and I was leaning more towards grants for companies, to not burden them with additional loans. But obviously that would be on a case by case basis.

MEMBER BOUNDS: Yeah, because the - I think Joe did a very nice job of trying to identify this – plus, he summed up the bottom- some issues that still need clarification because the

grants are a maximum of 10 and the loans are a maximum of 25. My first question would be, because I know it says in that document that Joe sent, it says that the IDA can work with outside consultants. The IDA board should be involved with a loan approval. That's something that we have to work out and can an outside consultant be another government agency, such as JDP?

ROBERT PASINELLA: Right. It's –

MELISSA BENNETT: Bob, I'm just going to jump in on those points. We've looked at the statute, participated with EDC on a number of webinars, and totally agree that the board needs to take all, do all, of the final approving, and if you were to outsource some of the functions for the loan grant administration, it's not prohibited by the legislation, so it could also be another governmental entity who could do that.

MEMBER BOUNDS: Okay. And then to follow up on that it says that the records must be maintained by the IDA, so I assume that a lot of these concerns that Joe had would be assigned to the JDP, with a follow by IDA. My follow-up question to that is that JDP works with New York Business Development Cooperation, primarily with Steve Willard, and they do all of the loan processing as far as the outlines, et cetera - would we still be able to utilize them, as part of this? Cause it does say we can charge a fee to applicants –

[INAUDIBLE, PAUSE]

ROBERT PASINELLA: Right, which I wanted to stay away from. I think, Ron, that's something I would like to work out with NYBDC on how much they would charge us to do these loans. Again, I'm trying to maximize the money that would be out the door to help the company. They are already on retainer, NYBDC is already on retainer with us for JDP. So, I don't believe they get charged on a per-loan basis, they—we have them on retainer, they take money out of the admin that we receive from, from our revolving loan funds. So I'd like to work out an arrange to minimize the cost on maintaining those loans.

MEMBER BOUNDS: That's fine, because it does say any fees, attorney's fees, etc., can be taken out of the proceeds, and to your point, the client ends up with less than what they anticipated. So I think we may need another follow-up meeting for this. Once Cuomo... cause Cuomo has not signed it yet, correct?

ROBERT PASINELLA: No, he did sign it.

MEMBER BOUNDS: Oh.

ROBERT PASINELLA: Yeah, it's been signed. So its law right now. So we can begin doing this.

MEMBER BOUNDS: Okay. I – okay.

ROBIN LaBRAKE: Bob, do we need the approval of the legislature?

ROBERT PASINELLA: I'm sorry, what was that?

ROBIN LaBRAKE: Do we need approval from the county legislature since the money from JDP is in the County treasury, not our coffers?

[INAUDIBLE]

MEMBER BOUNDS: Another follow up question on that - these monies should be segregated from JDP funds. Should there be a separate account. That's a JDP question, but I think it would be prudent to set up a separate checking account to control funds. And I'm trying to remember now in Joe's memo, it does say the loan must be repaid within a 12-month period from the date of...umm... the expiration of the deferment period. JDP is going to set up something to monitor that too, but I think the funds should be kept separate. So let's discuss with the JDP board all these questions and answers ahead of time.

ROBERT PASINELLA: We would do that, I wanted to raise this with the board now since between the board meetings the governor did sign the bill. So for us, now we can move this forward and we can work out all the kinks between the JDP and IDA. But I'd like to just begin the process and I wanted the board to be aware, you know, that we can take the next steps to start to do this.

MEMBER HENNINGER: Bob, just a question, how are the perspective businesses going to know that this money is available?

ROBERT PASINELLA: Ha, well, it was already out there, I was driving back from Kingston and I got a phone call from a local reporter and within 15 minutes after that article was put out online, 10 phone calls from different businesses that were, "how much, what's the details, can we get it, who do we need to talk to?" We would actively, so yeah, the word has already gotten out locally that we can now do this.

MEMBER HENNINGER: Okay.

MEMBER BOUNDS: But the IDA has to, the IDA board must approve the loan or grant. Correct?

MELISSA BENNETT: Exactly, Ron. That's correct.

MEMBER BOUNDS: Okay.

ROBERT PASINELLA: Right, so Ron, my thoughts were that the JDP has the staff with NYBDC to do the due diligence on each one of the loans and/or grants and report it back to the IDA as to this is what we are recommending, these are the companies that we received applications from, and these are our recommendations on moving forward. So that -- and then the board will obviously act on those recommendations, on whether they want to go forward or not, with each one of the loans or grants.

MEMBER HENNINGER: Bob, in this business climate, with this COVID going on, this needs to be expedited, I don't know that it can wait between monthly meetings for the IDA, can it?

ROBERT PASINELLA: You know, Cindy, my gut is once we do this, we'll have one meeting and the money will be expended that quickly in one meeting. I think we are going to get bombarded with applications, probably more than what we set aside.

MEMBER HENNINGER: I understand that, but my point is I think if these people are going to be applying they are really in need of these funds, and if we are going to give it to them, we are going to need to expedite that money to them, that's all.

ROBERT PASINELLA: No, I agree. I want it to get it out the door as soon as, as fast as, possible.

MEMBER HENNINGER: Okay.

ROBERT PASINELLA: So I think that's something that we'd work out, you know. And I'd ask Melissa if the IDA can do a quick call or call a special meeting just strictly based on the loans that are in front of us if we maximize the loans, the number of loans that we can get.

MELISSA BENNETT: Yes, we can certainly call a special meeting to address getting the loan program approved and getting applications.

ROBERT PASINELLA: So, that's where I was looking at this, to put this together, and I wanted to raise that with the board, along with the other project going on with the gaming software hub and the telemedicine.

MEMBER BOUNDS: I think so, Bob, because of the complexity of this, if there is a loan application, does the loan application say IDA, JDP, and if the JDP board has to approve it first, and New York Business Development Corp. does a very nice job in putting together the loan package for presentation and approval. So, if the JDP will be using these funds and actually making

the loan as a consultant on behalf of the IDA, then we have a loan full for the JDP, and you know we have a problem with the JDP because some board members sometimes don't show up.

ROBERT PASINELLA: Right.

MEMBER BOUNDS: So if I am reading this correctly, the JDP would approve it, and then we would approve it, and we get 10-15 loans you may want to hold a special meeting because it's not going be... I would think there may be questions in each loan application. When you look at the requirements of, are they financially viable, do they conduct business in that area, all the things Joe outlined. We maybe have to have several meetings, even if they all come in at one time, then we may want to conduct a special board meeting. And again, this is something down the road, I'm just trying to avoid any road blocs--

ROBERT PASINELLA: I wasn't think the JDP loan committee would approve the loans because I knew the IDA had to approve the loans. I was thinking that the JDP staff would package the loans themselves, since we have, we have a vehicle already, since we have the expertise already in-house to do that. Then we would minimize the fees associated with processing the loans. So that most amount of money would be getting out on the street.

MEMBER BOUNDS: Okay, but then to my question, the application says IDA or JDP?

ROBERT PASINELLA: Then that's probably IDA. I mean that's probably something we work out, make sure that it follows the rules that the State put down.

MEMBER HENNINGER: Do you need a motion on this Bob?

MEMBER BOUNDS: Just another question then, why are we getting the JDP involved, we can just have a separate checking account for these funds, for disbursement, and we contract with New York Business Development Corporation, like we do with JDP, they would maintain the records. But it would still be part of our operation and not involve the JDP. I am just thinking out loud right now, until I get better clarification on how things are going to fly.

ROBERT PASINELLA: Well, I go back to Cynthia's question on the 250, I think what I would like the board to do is commit, if we could, a \$250,000 loan funds and that we could obviously come back to the board with more details as to how we would actually structure the actual applications of the money.

MEMBER BOUNDS: I thought we approved that, though, two months ago.

ROBERT PASINELLA: No, we never approved though, because the law was never signed into effect. We had just discussed it.

MEMBER BOUNDS: Okay. Then you're looking for a motion?

ROBERT PASINELLA: Yeah, if the board wanted to move forward with it then I was looking for a motion. That's why I wanted it up for discussion. I didn't know if the board was still inclined to do, to do this.

MEMBER BOUNDS: I thought the board was in concurrence last time so I am only going to make a motion that we approve a sum up to the amount of \$250,000 to be set aside for the New York State Disaster Emergency Loan Funds, which includes loans and grants, as per the outlined legislation memorandum that is in our meeting minutes today.

MEMBER HENNINGER: I will second that motion, Mr. Chairman.

MEMBER BOUNDS: Then we'll get the details, at some point, as to how this all goes. Let's get all this approved and go forward

CHAIRMAN CLINTON: Okay, so I have a motion, I have a second. Those in favor?

[COLLECTIVE AYE]

ROBIN LaBRAKE: Opposed?

CHAIRMAN CLINTON: Opposed?

CHAIRMAN CLINTON: None, motion carried.

ROBERT PASINELLA: Great, thank you.

MEMBER HENNINGER: I have something under other business. We have all been reading in the papers that unfortunately the Valley Cats haven't been able to conduct their season this year. I just wonder how that affects our suite rental that we share with Tom?

THOMAS TRISCARI: Cynthia, thank you for bringing that up. And I'm glad you brought the topic of the Valley Cats up. I think the quick answer to the suite is, assuming that the Valley Cats are still in business next year, the suite would roll over, what we paid, for next year. I was going to ask Bob because we do extend some serious efforts in trying to assist the Valley Cats and trying to plan for the future, Bob, do you want to say anything about what we are doing and the idea of the smart stadium that we are still trying to work with Hudson Valley?

ROBERT PASINELLA: Yes, well prior to the pandemic we had been working closely with Hudson Valley's Valley Cats, and even Tom and I met with UAlbany the day before the Governor started shutting everything down in March, to bring a whole team together to create a, an experience that the Valley Cats are at the Joe Stadium, actually to provide technology that could be used as a test bed, and ultimately bring some of those technologies that could be used as a test-

bed and ultimately into smart cities. And, you know, obviously things took a turn and honestly we were not sure the season, when it was going to start, but everyone was on board. We are still working with—we recently submitted an application to NYSAR (?) to get some monies to move forward with some research on identifying technologies. We met with a company recently that can scan body, people, facial recognition – five per second - and identify thermal, your body temperature, and track you through a crowd. It's pretty interesting to follow these guys, perfect for a large venue like the Valley Cats or other sporting events. So we are still working to try to identify these technologies. Valley Cats, unfortunately, their season was cancelled, but we still want to bring those technologies to the table and try to bring them to the, to the stadium, with the hopes that we can even test those technologies out at the stadium. But you know, we are not happy that Valley Cat's season was cancelled because it does put a wrinkle in a lot of what we are trying to move forward. You know, Tom, you can add some stuff, as to some specifics as to who we've met with and talked to.

THOMAS TRISCARI: Yeah, I'll just add that one of the things that Bob has asked us to try to do is, one, save minor league baseball in the Capital District and one of the ways we had planned to do that, even before, prior to the pandemic and while major league baseball is putting minor league baseball in a vice, because they are contracting the number of teams from a number 160 to 120. We didn't want to be one of the 40 teams that would no longer be affiliated with major league baseball. Unfortunately, the league that the Valley Cats are in, called the New York Penn League, is going to be eliminated. So the Valley Cats will have to apply to another major league partner to be affiliated with. The good news is we have a great facility. The challenge is that Hudson Valley not always quite ready to invest in the standards that professional baseball expects. So, we we knew this and we've been working with Rick Murphy, the President of the Valley Cats, to put together a strategy that would look at how could the ball park, with the cooperation of the Valley Cats and Hudson Valley, be an experiential learning facility for students, not just Hudson Valley, but as Bob brought up, UAlbany, RPI, other schools that would show New York State that we can safely now, with the pandemic, have major events and through certain technologies and managing the social distancing and all of those things, we can find ways that we can still have large get-togethers. That's sort of what we are trying to accomplish, and it's challenging. But we are all committed to doing this. And we are hoping that we are going to over the coming months put together a strategy with an action plan that we can move this forward, because we do want to

keep minor league baseball in the region but we also want to draw students into being able to develop the technologies that will allow for good public health policies, as well as other things. We are trying to leverage as much as we can. And I have to give, you know, the IDA credit, because the IDA credit is sort of the catalyst that is trying to bring all the partners together.

MEMBER HENNINGER: Tom, I just want to thank you for the concise quarterly report that you provided, and also the information on the PREP. It was interesting to review that and I thank you for your input on that.

THOMAS TRISCARI: Yeah, and I just will add one more thing, this is sort of in the good news, that are we try to keep things moving. That was sort of done along with NYSAC that Bob mentioned earlier, they are a partner with us. NYSAC also has sponsored a student intern from Union College that is actually working on the smart stadium of the Valley Cats. This student, his name happens to be Steve Acquario, Jr. His father, Steve Acquario, Sr., represents the Counties of New York Association, what is called).

ROBERT PASINELLA: NYSAC - The New York State Association of Counties.

THOMAS TRISCARI: Yeah, Yup. The reason I bring that up is, you know, the good old days when we had Uncle Joe here, life was a lot different. Now, we have to find all kinds of ways of trying to work with the State and every opportunity we get to develop good connections, because we absolutely know that the Governor's office can really influence how things get done or don't get done. So we are doing everything we can. We've—it's good to have partners like NYSAC, and we just put effort in trying to make this happen, so thank you Cindy.

ROBERT PASINELLA: I'll give you guys a real quick perspective on the challenges that we were facing with the Valley Cats, since I was trying to be a little more generic on going on forward. Major league baseball since the stadium had probably close to \$3 million of upgrades that they needed to do to keep them, you know, in a standard that would allow for, for minor league baseball to continue to be supported at that facility. And then they turned around and they flipped the switch and said we're going to go away with the short season. Well, the Valley Cats don't believe that the business model works when you go with a longer season because now you're talking about playing games in April and late September and early October and a few things happen. It's colder weather up here so bringing in fan support is difficult and in minor league baseball is all about fan support. And number two is that you are colliding with both the end of the spring semester and the beginning of the fall semester of the students of Hudson Valley. So the

whole viability of the minor league baseball in the Albany-in our area, was in question before the pandemic hit. Now the pandemic hits and the Valley Cats had to lay off a majority of their staff, I believe, or they started rolling layoffs last week. So, we do have a challenge ahead of us and we are hoping to tie that into some technology, what we have in the region to help them at least want to stay here and make a strong case with a business model with support from not only local government, but the state government as well.

THOMAS TRISCARI: Yeah, so the whole idea there is, the Governor's office won't even allow the Valley Cats to come up with some non-baseball ways of generating revenue so they can stay alive. And that is largely because of the numbers of people that would be there. So one of the things that we are advocating is let's use that facility as, let's be smart about how can technology be used to allow—because this doesn't just apply to baseball stadiums, this applies to college campuses, concerts, and I believe in this area we have enough brain power to start to look at how we can use technology and change operations and processes in ways that can allow us to still have a quality of life here. And that's sort of where we are trying to move with this, too.

MEMBER HENNINGER: All sounds very positive.

ROBERT PASINELLA: And also challenging, Cindy.

MEMBER HENNINGER: Yeah, oh yeah.

THOMAS TRISCARI: You know, Bob, as a sports fan, it's crushing not to have a baseball season. As a season ticket holder to RPI division I hockey, I saw two days ago how the Ivy League is shutting down fall and winter sports, and I can hardly bear to hear if RPI is going to shut down the winter sports. They have already done the fall sports. So it's going to make for a long, long cold winter.

MEMBER HENNINGER: Thank you very much.

THOMAS TRISCARI: You're welcome.

ROBIN LaBRAKE: Any other business?

MEMBER BOUNDS: Yes, I do. I'd like to take a moment, and I am not sure if Connie is in the meeting now or not, but I'd like to recognize Connie Cahill and the Barclay Damon law firm for an article that appeared in the Albany Business Review a month or so ago that their firm was recognized as a leader in practices and putting into place mission statements for diversity with inclusion of staff, equity. It was a very nice article, so I just wanted to, I guess, on behalf of our

board to congratulate the firm for their nomination by the Business Review for this, I think, a very prestigious award, and their commitment to diversity.

THOMAS TRISCARI: Hear, hear.

ROBERT PASINELLA: I agree.

MEMBER HENNINGER: I'd like to have that included in the minutes, please. I think that's very important.

[Inaudible]

MELISSA BENNETT: I just want to say thank you for the recognition. Appreciate it.

CHAIRMAN CLINTON: Is there any other business to be brought before the board?

MEMBER HENNINGER: Mr. Chairman, there being no objection, I will call for an adjournment of this meeting.

MEMBER BOUNDS: Second.

CHAIRMAN CLINTON: Ayes? Opposed? All right, motion carried to conclude our business.

[Meeting concluded at 5:09 p.m.]

**SEQR RESOLUTION
CAPITAL CITY PRODUCE LLC AND
3 E INDUSTRIAL ASSOC., LLC**

A regular meeting of Rensselaer County Industrial Development Agency (the “Agency”) was convened in public session, remotely by conference call or similar service pursuant to the New York State Executive Order 202.48, on July 9, 2020 at 4:00 o’clock p.m., local time.

The meeting was called to order by the (Vice) Chairman of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

John H. Clinton, Jr.	Chairman
Cynthia A. Henninger	Secretary/Treasurer
Ronald Bounds	Assistant Secretary/Treasurer
Renee Powell	Member

ABSENT:

Michael Della Rocco	Vice Chairman
Douglas Baldrey	Member
James Church	Member

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Robert L. Pasinella, Jr.	Executive Director
Robin LaBrake	Assistant
Peter Kehoe, Esq.	Special Agency Counsel
M. Cornelia Cahill, Esq.	Special Counsel
Melissa C. Bennett, Esq.	Special Counsel

The following resolution was offered by Cynthia Henninger, seconded by Ronald Bounds, to wit:

Resolution No. 0720-5

RESOLUTION CLASSIFYING A CERTAIN PROJECT AS AN UNLISTED ACTION PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT AND DETERMINING THAT THE ACTION WILL NOT HAVE A SIGNIFICANT ADVERSE EFFECT ON THE ENVIRONMENT.

WHEREAS, Rensselaer County Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 128 of the 1974 Laws of New

York, as amended, constituting Section 903-d of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, 3 E Industrial Assoc., LLC, a New York limited liability company (the “Real Estate Holding Company”), and Capital City Produce LLC, a New York limited liability company (the “Operating Company”), have submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in an approximately 2.4 acres of real estate located at 3 E Industrial Parkway (tax map no. 111.51-1-3) in the City of Troy, Rensselaer County, New York (the “Land”), the renovation of an approximately 25,700 square foot existing commercial industrial building, together with related amenities and improvements (collectively, the “Facility”), and the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property not part of the Equipment (as such term is defined herein) (collectively, the “Facility Equipment”) (the Land, the Facility and the Facility Equipment being collectively referred to as the “Company Project Facility”), which Company Project Facility is to be leased and subleased by the Agency to the Real Estate Holding Company and further subleased by the Real Estate Holding Company to the Operating Company, and (2) the acquisition and installation of certain equipment and personal property (the “Equipment”, and together with the Company Project Facility, the “Project Facility”), all of the foregoing Project Facility to constitute a commercial facility to be used for the wholesale distribution and processing of produce and related products and associated uses and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, mortgage recording taxes (subject to statutory limitations), real property taxes and real estate transfer taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Real Estate Holding Company or such other person as may be designated by the Real Estate Holding Company and agreed upon by the Agency and the lease (with an obligation to purchase) or sale of the Equipment to the Operating Company or such other person as may be designated by the Operating Company and agreed upon by the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”), and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended (the “Regulations”, and collectively with the SEQR

Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, to aid the Agency in determining whether the action described above may have a significant adverse impact upon the environment, the Company prepared an Environmental Assessment Form (the “EAF”), a copy of which is on file at the office of the Agency; and

WHEREAS, the Agency finds that, on balance, and after careful consideration of all relevant Project documentation, it has more than adequate information to evaluate all of the relevant benefits and potential impacts and make a determination as to the potential significance of the action pursuant to SEQRA;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF RENSSELAER COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. Based upon an examination of the materials provided by the Real Estate Holding Company and the Operating Company in furtherance of the Project, the criteria contained in 6 NYCRR §617.7(c), and based further upon the Agency’s knowledge of the action and its environmental effects as the Agency has deemed appropriate, the Agency makes the following findings and determinations pursuant to SEQRA:

(a) The Project consists of the components described above in the third WHEREAS clause of this resolution and constitutes a “project” as such term is defined in the Act;

(b) The Project constitutes an “Unlisted Action” (as said quoted term is defined in SEQRA);

(c) The Agency declares itself “Lead Agency” (as said quoted term is defined in SEQRA) with respect to the uncoordinated review of the Project pursuant to SEQRA;

(d) The Project will not have a significant effect on the environment, and the Agency will not require the preparation of an Environmental Impact Statement with respect to the Project; and

(e) As a consequence of the foregoing, the Agency has prepared a Negative Declaration with respect to the Project, a copy of which is attached hereto as Exhibit “A”, which shall be filed in the office of the Agency in a file that is readily accessible to the public.

Section 2. A copy of this Resolution, together with the attachments hereto, shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

Section 3. The Secretary of the Agency or the Agency’s counsel is hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 4. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

John H. Clinton, Jr.	VOTING	AYE
Michael Della Rocco	VOTING	ABSENT
Cynthia A. Henninger	VOTING	AYE
Ronald Bounds	VOTING	AYE
Douglas Baldrey	VOTING	ABSENT
James Church	VOTING	ABSENT
Renee Powell	VOTING	AYE

The foregoing Resolution was thereupon declared duly adopted.

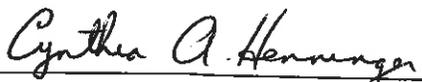
STATE OF NEW YORK)
) SS.:
COUNTY OF RENSSELAER)

I, the undersigned (Assistant) Secretary of Rensselaer County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on July 9, 2020 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), as modified by New York State Executive Order 202.48, said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 9th day of July, 2020.



Secretary

(SEAL)

EXHIBIT A

Short Environmental Assessment Form

Part 1 - Project Information

Instructions for Completing

Part 1 – Project Information. The applicant or project sponsor is responsible for the completion of Part 1. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information.

Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

Part 1 – Project and Sponsor Information			
Name of Action or Project: Retrofit of 3 Industrial Pkwy, Troy			
Project Location (describe, and attach a location map): 3 E Industrial Pkwy, Troy, New York 12180			
Brief Description of Proposed Action: Renovation and retrofit of existing warehouse building into produce processing facility, including mass refrigeration and produce processing machinery. Existing loading dock will be expanded from 3 doors to 4 doors to accommodate deliveries and product distribution. Existing office space will be remodeled and expanded to accommodate support services to produce processing operation.			
Name of Applicant or Sponsor: 3 E Industrial Assoc., LLC, c/o Sciocchetti Abbott Newkirk, PLLC		Telephone: (518)-867-3001	
Address: 800 Troy Schenectady Road		E-Mail: pvs1@pvslaw.com	
City/PO: Latham		State: New York	Zip Code: 12110
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.		NO <input type="checkbox"/>	YES <input type="checkbox"/>
2. Does the proposed action require a permit, approval or funding from any other government Agency? If Yes, list agency(s) name and permit or approval: Building Permit from the Troy City Code Enforcement Office		NO <input type="checkbox"/>	YES <input checked="" type="checkbox"/>
3. a. Total acreage of the site of the proposed action?		2.34 acres	
b. Total acreage to be physically disturbed?		<0.1 acres	
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor?		2.34 acres	
4. Check all land uses that occur on, are adjoining or near the proposed action:			
<input type="checkbox"/> Urban <input type="checkbox"/> Rural (non-agriculture) <input checked="" type="checkbox"/> Industrial <input type="checkbox"/> Commercial <input type="checkbox"/> Residential (suburban)			
<input type="checkbox"/> Forest <input type="checkbox"/> Agriculture <input type="checkbox"/> Aquatic <input type="checkbox"/> Other(Specify):			
<input type="checkbox"/> Parkland			

5. Is the proposed action,	NO	YES	N/A
a. A permitted use under the zoning regulations?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b. Consistent with the adopted comprehensive plan?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	NO <input type="checkbox"/>	YES <input checked="" type="checkbox"/>	
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area? If Yes, identify: _____	NO <input checked="" type="checkbox"/>	YES <input type="checkbox"/>	
8. a. Will the proposed action result in a substantial increase in traffic above present levels? b. Are public transportation services available at or near the site of the proposed action? c. Are any pedestrian accommodations or bicycle routes available on or near the site of the proposed action?	NO <input checked="" type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/>	YES <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/>	
9. Does the proposed action meet or exceed the state energy code requirements? If the proposed action will exceed requirements, describe design features and technologies: Will meet, not exceed, requirements, as applicable. _____	NO <input type="checkbox"/>	YES <input checked="" type="checkbox"/>	
10. Will the proposed action connect to an existing public/private water supply? If No, describe method for providing potable water: _____	NO <input type="checkbox"/>	YES <input checked="" type="checkbox"/>	
11. Will the proposed action connect to existing wastewater utilities? If No, describe method for providing wastewater treatment: _____	NO <input type="checkbox"/>	YES <input checked="" type="checkbox"/>	
12. a. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places? b. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory?	NO <input checked="" type="checkbox"/> <input checked="" type="checkbox"/>	YES <input type="checkbox"/> <input type="checkbox"/>	
13. a. Does any portion of the site of the proposed action, or lands adjoining the proposed action, contain wetlands or other waterbodies regulated by a federal, state or local agency? b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody? If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: _____	NO <input checked="" type="checkbox"/> <input checked="" type="checkbox"/>	YES <input type="checkbox"/> <input type="checkbox"/>	

Project:

Date:

***Short Environmental Assessment Form
Part 2 - Impact Assessment***

Part 2 is to be completed by the Lead Agency.

Answer all of the following questions in Part 2 using the information contained in Part 1 and other materials submitted by the project sponsor or otherwise available to the reviewer. When answering the questions the reviewer should be guided by the concept “Have my responses been reasonable considering the scale and context of the proposed action?”

	No, or small impact may occur	Moderate to large impact may occur
1. Will the proposed action create a material conflict with an adopted land use plan or zoning regulations?		
2. Will the proposed action result in a change in the use or intensity of use of land?		
3. Will the proposed action impair the character or quality of the existing community?		
4. Will the proposed action have an impact on the environmental characteristics that caused the establishment of a Critical Environmental Area (CEA)?		
5. Will the proposed action result in an adverse change in the existing level of traffic or affect existing infrastructure for mass transit, biking or walkway?		
6. Will the proposed action cause an increase in the use of energy and it fails to incorporate reasonably available energy conservation or renewable energy opportunities?		
7. Will the proposed action impact existing: a. public / private water supplies?		
b. public / private wastewater treatment utilities?		
8. Will the proposed action impair the character or quality of important historic, archaeological, architectural or aesthetic resources?		
9. Will the proposed action result in an adverse change to natural resources (e.g., wetlands, waterbodies, groundwater, air quality, flora and fauna)?		
10. Will the proposed action result in an increase in the potential for erosion, flooding or drainage problems?		
11. Will the proposed action create a hazard to environmental resources or human health?		

Agency Use Only [If applicable]

Project:

Date:

Short Environmental Assessment Form Part 3 Determination of Significance

For every question in Part 2 that was answered "moderate to large impact may occur", or if there is a need to explain why a particular element of the proposed action may or will not result in a significant adverse environmental impact, please complete Part 3. Part 3 should, in sufficient detail, identify the impact, including any measures or design elements that have been included by the project sponsor to avoid or reduce impacts. Part 3 should also explain how the lead agency determined that the impact may or will not be significant. Each potential impact should be assessed considering its setting, probability of occurring, duration, irreversibility, geographic scope and magnitude. Also consider the potential for short-term, long-term and cumulative impacts.

<input type="checkbox"/>	Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action may result in one or more potentially large or significant adverse impacts and an environmental impact statement is required.
<input checked="" type="checkbox"/>	Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action will not result in any significant adverse environmental impacts.
Rensselaer County Industrial Development Agency	7/15/20
Name of Lead Agency	Date
ROBERT PASINIELLA	EXECUTIVE DIRECTOR
Print or Type Name of Responsible Officer in Lead Agency	Title of Responsible Officer
<i>R. Pasiniella</i>	
Signature of Responsible Officer in Lead Agency	Signature of Preparer (if different from Responsible Officer)

PRINT FORM

**APPROVING RESOLUTION
CAPITAL CITY PRODUCE LLC AND
3 E INDUSTRIAL ASSOC., LLC**

A regular meeting of Rensselaer County Industrial Development Agency (the “Agency”) was convened in public session, remotely by conference call or similar service pursuant to the New York State Executive Order 202.48, on July 9, 2020 at 4:00 o’clock p.m., local time.

The meeting was called to order by the (Vice) Chairman of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

John H. Clinton, Jr.	Chairman
Cynthia A. Henninger	Secretary/Treasurer
Ronald Bounds	Assistant Secretary/Treasurer
Renee Powell	Member

ABSENT:

Michael Della Rocco	Vice Chairman
Douglas Baldrey	Member
James Church	Member

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Robert L. Pasinella, Jr.	Executive Director
Robin LaBrake	Assistant
Peter Kehoe, Esq.	Special Agency Counsel
M. Cornelia Cahill, Esq.	Special Counsel
Melissa C. Bennett, Esq.	Special Counsel

The following resolution was offered by Ronald Bounds, seconded by Cynthia Henninger, to wit:

Resolution No. 0720-6

RESOLUTION AUTHORIZING A DEVIATION FROM THE AGENCY’S UNIFORM TAX EXEMPTION POLICY AND THE EXECUTION OF DOCUMENTS IN CONNECTION WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR CAPITAL CITY PRODUCE, LLC (THE “OPERATING COMPANY”) AND 3 E INDUSTRIAL ASSOC., LLC (THE “REAL ESTATE HOLDING COMPANY”) AND DETERMINING OTHER MATTERS IN CONNECTION THEREWITH.

WHEREAS, Rensselaer County Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York,

constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 128 of the 1974 Laws of New York, as amended, constituting Section 903-d of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, 3 E Industrial Assoc., LLC, a New York limited liability company (the “Real Estate Holding Company”), and Capital City Produce LLC, a New York limited liability company (the “Operating Company”), have submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in an approximately 2.4 acres of real estate located at 3 E Industrial Parkway (tax map no. 111.51-1-3) in the City of Troy, Rensselaer County, New York (the “Land”), the renovation of an approximately 25,700 square foot existing commercial industrial building, together with related amenities and improvements (collectively, the “Facility”), and the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property not part of the Equipment (as such term is defined herein) (collectively, the “Facility Equipment”) (the Land, the Facility and the Facility Equipment being collectively referred to as the “Company Project Facility”), which Company Project Facility is to be leased and subleased by the Agency to the Real Estate Holding Company and further subleased by the Real Estate Holding Company to the Operating Company, and (2) the acquisition and installation of certain equipment and personal property (the “Equipment”, and together with the Company Project Facility, the “Project Facility”), all of the foregoing Project Facility to constitute a commercial facility to be used for the wholesale distribution and processing of produce and related products and associated uses and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, mortgage recording taxes (subject to statutory limitations), real property taxes and real estate transfer taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Real Estate Holding Company or such other person as may be designated by the Real Estate Holding Company and agreed upon by the Agency and the lease (with an obligation to purchase) or sale of the Equipment to the Operating Company or such other person as may be designated by the Operating Company and agreed upon by the Agency; and

WHEREAS, the Agency's Uniform Tax Exemption Policy (the "Policy") provides a standardized method for the determination of payments in lieu of taxes for a facility similar to the Project Facility; and

WHEREAS, in connection with the Application, the Real Estate Holding Company and the Operating Company made a request to the Agency (the "PILOT Request") that the Agency deviate from its Policy with respect to real property tax payments, said proposed deviation as outlined in the schedule attached hereto as Exhibit A; and

WHEREAS, the terms of the proposed payment in lieu of tax agreement deviate from the Agency's Policy; and

WHEREAS, by resolution adopted by the members of the Agency on May 14, 2020 (the "Public Hearing Resolution"), the Agency authorized a public hearing with respect to the Project to be held pursuant to Section 859-a of the Act and the deviation process with respect to the proposed payment in lieu of tax agreement to be followed in compliance with the provisions of Section 874-b of the Act and the Policy; and

WHEREAS, in compliance with the provisions of Section 859-a of the Act, the Public Hearing Resolution indicated that the undertakings of the Agency contained therein are contingent upon the Agency making a determination to proceed with the Project following compliance by the Agency with the public notice and public hearing requirements set forth in Section 859-a of the Act; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Executive Director of the Agency caused notice of a public hearing of the Agency (the "Public Hearing") pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on June 24, 2020 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is located, caused notice of the Public Hearing to be posted on June 23, 2020 on the Agency's website, (C) caused notice of the Public Hearing to be published on June 26, 2020 in The Record, a newspaper of general circulation available to the residents of the County of Rensselaer, New York and the City of Rensselaer, Rensselaer County, New York, (D) conducted the Public Hearing on July 6, 2020 at 11:00 a.m., by telephone conference pursuant to Executive Order 202.48 (as amended), and (E) prepared a report of the Public Hearing (the "Public Hearing Report") fairly summarizing the views presented at such Public Hearing and caused copies of said Public Hearing Report to be made available to the members of the Agency; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Executive Director of the Agency caused a letter dated June 25, 2020 (the "PILOT Deviation Letter") to be mailed to the chief executive officers of each Affected Tax Jurisdiction (as that term is defined in Section 854(16) of the Act), informing said individuals that the Agency would, at its meeting on July 9, 2020, consider a proposed deviation from the Policy with respect to the payment in lieu of tax agreement to be entered into by the Agency with respect to the Project Facility and the reasons for said proposed deviation; and

WHEREAS, prior to the date hereof, the Agency responded to all communications and correspondence received from the Affected Tax Jurisdictions regarding the proposed deviation from the Policy; and

WHEREAS, the Agency allowed any representatives from the Affected Tax Jurisdictions present at this meeting to address the Agency regarding such proposed deviation from the Policy; and

WHEREAS, the requirements of Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York as amended (the “SEQR Act”) and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York being 6 NYCRR Part 617, as amended (the “Regulations collectively with the SEQR Act, “SEQRA”) applicable to the Project have been complied with; and

WHEREAS, the Agency has given due consideration to the Application, and to representations by the Real Estate Holding Company and the Operating Company that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Real Estate Holding Company and the Operating Company to undertake the Project in Rensselaer County, New York and (B) although the completion of the Project Facility will result in the removal of a plant or facility of the proposed occupant of the Project Facility from one area of the State to another area of the State or in the abandonment of a plant or facility of the proposed occupant of the Project Facility located in the State, the Project is reasonably necessary to induce the Real Estate Holding Company and the Operating Company to maintain the Project Facility in the State of New York and not relocate out of New York State, and to preserve the competitive position of the Operating Company in its respective industry; and

WHEREAS, the Agency desires to encourage the Real Estate Holding Company and the Operating Company to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of Rensselaer County, New York by undertaking the Project in Rensselaer County, New York; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the “Agency Documents”): (A) a certain lease to agency (the “Lease to Agency” or the “Underlying Lease”) by and between the Real Estate Holding Company, as landlord, and the Agency, as tenant, pursuant to which the Real Estate Holding Company will lease to the Agency the Land and all improvements now or hereafter located on the Land; (B) a lease agreement (and a memorandum thereof) (the “Lease Agreement”) by and between the Agency and the Real Estate Holding Company, pursuant to which, among other things, the Real Estate Holding Company agrees to undertake the Project as agent of the Agency and the Real Estate Holding Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency’s administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (C) an equipment lease agreement (the “Equipment Lease Agreement”) by and between the Agency and the Operating Company, pursuant to which the Operating Company will agree to lease the Equipment from the Agency; (D) a payment in lieu of tax agreement (the “Payment in

Lieu of Tax Agreement”) by and among the Agency, the Real Estate Holding Company and the Operating Company, pursuant to which the Real Estate Holding Company and the Operating Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; (E) a uniform project benefits agreement (the “Uniform Project Benefits Agreement”) by and among the Agency, the Real Estate Holding Company and the Operating Company regarding the granting of the financial assistance and the potential recapture of such assistance that complies with the requirements of Section 859-a(6) of the Act; and (F) various certificates relating to the Project (the “Closing Documents”); and

WHEREAS, simultaneously with the execution and delivery of the Lease Agreement, the Real Estate Holding Company will execute and deliver to the Agency one or more bills of sale to the Agency from the Real Estate Holding Company to the Agency pursuant to which the Real Estate Holding Company will sell to the Agency the Facility Equipment, and the Operating Company will execute and deliver to the Agency one or more bills of sale to the Agency from the Operating Company to the Agency pursuant to which the Operating Company will sell to the Agency the Equipment; and

WHEREAS, the Agency will file with the assessor and mail to the chief executive officers of each “affected tax jurisdiction” (within the meaning of such quoted term in Section 854(16) of the Act) a copy of a New York State Board of Real Property Services Form RP-412-a (the form required to be filed by the Agency in order for the Agency to obtain a real property tax exemption with respect to the Project Facility under Section 412-a of the Real Property Tax Law) (a “Real Property Tax Exemption Form”) relating to the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF RENSSELAER COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. All action taken by the Executive Director of the Agency with respect to the Public Hearing with respect to the Project is hereby ratified and confirmed.

Section 2. The Agency, based upon the representations made by the Real Estate Holding Company and the Operating Company to the Agency in the Application, hereby finds and determines that:

(A) The Agency has considered any and all responses from the Affected Tax Jurisdictions to the PILOT Deviation Letter.

(B) The Agency has reviewed and responded to all written comments received from any Affected Tax Jurisdiction with respect to the proposed deviation.

(C) The Agency has given all representatives from any Affected Tax Jurisdictions in attendance at this meeting the opportunity to address the members of the Agency regarding the proposed deviation.

(D) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act;

(E) The Project constitutes a “project,” as such term is defined in the Act;

(F) The Project site is located entirely within the boundaries of Rensselaer County, New York;

(G) It is estimated at the present time that the costs of the planning, development, acquisition, construction, and installation of the Project Facility (collectively, the “Project Costs”) will be approximately \$3,540,000;

(H) Although the completion of the Project Facility will result in the removal of a plant or facility of the proposed occupant of the Project Facility from one area of the State to another area of the State or in the abandonment of a plant or facility of the proposed occupant of the Project Facility located in the State, the Project is reasonably necessary to induce the Real Estate Holding Company and the Operating Company to maintain the Project Facility in the State of New York and not relocate out of New York State, and to preserve the competitive position of the Operating Company in its respective industry;

(I) (1) The Project Facility does not constitute a project where facilities or property that are primarily used in making retail sales of goods and/or services to customers who personally visit such facilities constitute more than one-third of the total cost of the Project, and accordingly the Project is not prohibited by the provisions of Section 862(2)(a) of the Act, and (2) accordingly the Agency is authorized to provide financial assistance in respect of the Project pursuant to Section 862(2)(a) of the Act;

(J) The Agency, based upon its review of the following factors, finds and determines that it is desirable and in the public interest of the Agency to deviate from its UTEP and to approve the execution and delivery of the PILOT Agreement:

1. **The nature of the proposed project:** The Project will renovate an existing commercial industrial building for the operation of a wholesale distribution and produce processing business.

2. **The nature of the property before the project begins:** The existing 25,700 +/- square foot one story commercial industrial building is currently vacant.

3. **The economic condition of the area at the time of the application:** The City of Troy (the “City”) has been undergoing a revitalization, with many new businesses choosing to locate in the City. The Project location is a currently declining industrial district, centrally located with close proximity to major highways.

4. **The extent to which the project will create or retain permanent, private sector jobs:** When fully operational, the Project will create approximately 45 full-time permanent jobs within the City. These jobs will range in salary from \$28,000 to \$60,000 per year depending on experience and the skills required for the position.

5. **The estimated value of the tax exemptions to be provided:** Sales and Use Tax Exemption: \$100,000. Mortgage Recording Tax Exemption: \$31,500. Real Property Tax

Exemption: \$123,505 (approximate, based on current and assumed future assessed values; actual assessed value may differ).

6. **The impact of the project and proposed tax exemptions on affected tax jurisdictions:** Redevelopment of the existing building will contribute to the revitalization and stabilization of the area by re-occupying a vacant building and will support efforts by the City and the County to promote growth in the area. The Project includes extensive interior and exterior building renovations, repair and resurface of driveways and parking areas, expansion of loading docks and landscaping, all at an approximate cost of \$1,400,000. Due to the extensive nature and cost of the renovations, it is expected that the Project will increase the assessed value of the Improvements. Assuming that the assessed value increases in the same amount as the investment in the improvements, the affected tax jurisdictions would receive higher payments under the Proposed PILOT Agreement than the real estate taxes currently being paid for the existing Improvements. However, it is not possible for the Agency to predict with any certainty the impact that the Project will have on the assessed value of the Improvements. The Project Facility would also result in increased sales and use tax revenue from the Project Facility's employees making purchases in the City and the County.

7. **The impact of the proposed project on existing and proposed businesses and economic development projects in the vicinity:** As mentioned, the Project would be located in a declining industrial district. The Project would improve the character of the neighborhood and benefit nearby businesses through increased traffic. Employees working at the Project would patronize retail, commercial and professional businesses in the City and the County. The Project furthers the revitalization efforts in the City. It is likely that the Project will have a positive effect on existing and proposed businesses and economic development projects in the City and the County.

8. **The amount of private sector investment generated or likely to be generated by the proposed project:** The Real Estate Holding Company and the Operating Company anticipate investing approximately \$3.54 million (including the acquisition of the existing building and significant renovations to the existing building).

9. **The demonstrated public support for the proposed project:** The proposed project has received the support of the County Executive.

10. **The likelihood of accomplishing the proposed project in a timely fashion:** The Real Estate Holding Company and the Operating Company anticipate that this Project will be completed by November 2020.

11. **The effect of the proposed project upon the environment:** While the anticipated effect upon the environment is minimal, the Agency will make its final determination regarding any impact on the environment at the Meeting.

12. **The extent to which the proposed project will require the provision of additional services including, but not limited to, additional educational, transportation, police, emergency medical or fire services:** The Project does not create housing and will have no impact on the utilization of the School District. It is expected that many of Project employees

will use their own cars but there may be some increased demand in public transportation to the Project. The building will be sprinkled as required. Minimal demand for police, fire and emergency medical services (EMT) services is anticipated.

13. **The extent to which the proposed project will provide additional sources of revenue for municipalities and school districts in which the project is located:** As previously detailed, the Project includes extensive renovations at an approximate cost of \$1,400,000. Due to the extensive nature and cost of the renovations, it is expected that the Project will increase the assessed value of the Improvements. Assuming that the assessed value increases in the same amount as the investment in the Improvements, the affected tax jurisdictions would receive higher payments under the Proposed PILOT Agreement than the real estate taxes currently being paid for the existing Improvements. However, it is not possible for the Agency to predict with any certainty the impact that the Project will have on the assessed value of the Improvements. The Project would also result in increased sales and use tax revenue from the Project's employees making purchases in the City and the County.

14. **The extent to which the proposed project will provide a benefit (economic or otherwise) not otherwise available within the municipality in which the project is located:** As noted earlier, the proposed Project will be located in a currently declining industrial district, and the proposed Project will improve the character of the area and benefit nearby businesses through increased traffic. The proposed Project will provide significant economic benefits to the City and the County and assist with the continuing revitalization in the City. The Project is consistent with the City's and the County's overall development and revitalization efforts.

(K) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of Rensselaer County, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;

(L) The Agency has reviewed the Public Hearing Report and has fully considered all comments contained therein;

(M) The Project should receive the Financial Assistance in the form of exemptions from certain real property taxes and real estate transfer taxes based on the description of expected public benefits to occur as a result of this Project, as described on Exhibit B attached hereto and failure by the Real Estate Holding Company and the Operating Company to meet the expected public benefits will result in a recapture event, as described on Exhibit C attached hereto; and

(N) It is desirable and in the public interest for the Agency to enter into the Agency Documents.

Section 3. In consequence of the foregoing, the Agency hereby determines to: (A) accept the Lease to Agency; (B) lease the Project Facility to the Real Estate Holding Company pursuant to the Lease Agreement; (C) acquire, construct and install the Project Facility, or cause the Project Facility to be acquired, installed and constructed; (D) enter into the Payment in Lieu

of Tax Agreement; (E) enter into the Uniform Project Benefits Agreement; and (F) grant the Financial Assistance with respect to the Project.

Section 4. The Agency is hereby authorized (A) to acquire a leasehold interest in the Land pursuant to the Underlying Lease, (B) to acquire title to the Facility Equipment pursuant to a bill of sale from the Real Estate Holding Company to the Agency, (C) to acquire title to the Equipment pursuant to a bill of sale from the Operating Company to the Agency, and (D) to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisitions are hereby approved, ratified and confirmed.

Section 5. The Agency is hereby authorized to acquire, construct and install the Project Facility as described in the Agency Documents, to appoint the Real Estate Holding Company and the Operating Company as agent of the Agency to undertake such acquisition, construction and installation of the Project Facility as described in the Agency Documents, and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition, construction and installation are hereby ratified, confirmed and approved.

Section 6. The Chairman (or Vice Chairman) of the Agency, with the assistance of Agency Counsel and/or Special Counsel, is authorized to negotiate and approve the form and substance of the Agency Documents.

Section 7. (A) The Chairman (or Vice Chairman) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agency Documents, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in the forms thereof as the Chairman (or Vice Chairman) shall approve, the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

(B) The Chairman (or Vice Chairman) of the Agency is hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 8. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing Resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 9. The terms and conditions of subdivision 3 of Section 875 of the Act are herein incorporated by reference and the Real Estate Holding Company and the Operating Company shall agree to such terms as a condition precedent to receiving or benefiting from an exemption from New York State sales and use exemptions benefits. Notwithstanding anything herein to the contrary, the amount of State and local sales and use tax exemption benefits

comprising the Financial Assistance approved herein shall not exceed \$100,000 and shall last no longer than two years from the execution and delivery of the Agency Documents.

Section 10. Notwithstanding anything herein to the contrary, the amount of mortgage recording tax exemption benefits comprising the Financial Assistance approved herein shall be for a mortgage or mortgages in an aggregate amount not to exceed for \$3,150,000.

Section 11. Notwithstanding anything herein to the contrary, the amount of real property tax exemption benefits comprising the Financial Assistance approved herein shall be based on the schedule attached hereto as Exhibit A.

Section 12. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

John H. Clinton, Jr.	VOTING	AYE
Michael Della Rocco	VOTING	ABSENT
Cynthia A. Henninger	VOTING	AYE
Ronald Bounds	VOTING	AYE
Douglas Baldrey	VOTING	ABSENT
James Church	VOTING	ABSENT
Renee Powell	VOTING	AYE

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) SS.:
COUNTY OF RENSSELAER)

I, the undersigned (Assistant) Secretary of Rensselaer County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on July 9, 2020 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), as modified by New York State Executive Order 202.48, said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 9th day of July, 2020.

Cynthia A. Henninger
Secretary

(SEAL)

EXHIBIT A

PILOT REQUEST

The Proposed PILOT Agreement would not provide any abatements for any special assessments levied on the Project Facility. The Proposed PILOT Agreement would be for a term of 10 years, with the Real Estate Holding Company and the Operating Company making the following payments in each year as a PILOT Payment on a pro rata basis to each Affected Tax Jurisdiction as follows:

<u>Tax Year Following Commencement Date</u>	<u>Percent of Normal Taxes</u>
1	75%
2	75
3	75
4	75
5	75
6	75
7	75
8	75
9	75
10	75
11 and thereafter	100

EXHIBIT B

DESCRIPTION OF THE EXPECTED PUBLIC BENEFITS

In the discussions had between the Project Beneficiary and the Agency with respect to the Project Beneficiary's request for Financial Assistance from the Agency with respect to the Project, the Project Beneficiary has represented to the Agency that the Project is expected to provide the following benefits to the Agency and/or to the residents of Rensselaer County, New York (the "Public Benefits"):

Description of Benefit		Applicable to Project (indicate Yes or NO)		Expected Benefit
1.	Creation of new permanent jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	40 full time equivalent new jobs at the Project Facility within 1 year of the completion date.
2.	Creation of construction employment for local labor (i.e., labor resident in the area comprised of the Capital District Region)	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Average 10 full time equivalent construction jobs at the Project Facility for local labor during an estimated construction period of 4 months, commencing within 3 months of the date hereof.
3.	Private sector investment	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	\$2 million at the Project Facility within 2 years of the date hereof.
4.	Creation of new revenues for local taxing jurisdictions	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	\$200,000 of new revenues for local taxing jurisdictions with respect to the Project Facility within 5 years of the date hereof.
5.	Attract customers from outside the Economic Development Region	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Quantify by (% or number of customers, or % or amount of sales): 33% Within 4 years of the date hereof.
6.	Provide infrastructure necessary to support existing businesses or proposed businesses	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Describe: Existing urban infrastructure.
7.	Other (describe): _____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Describe: _____

EXHIBIT C

DESCRIPTION OF THE RECAPTURE EVENTS

In connection with the Project and the granting of the Financial Assistance, the Agency and the Project Beneficiary agree that the following shall constitute recapture events with respect to the Project and the granting of the Financial Assistance:

1. Failure of the Project Beneficiary to document to the satisfaction of the Agency the commencement of the acquisition, construction, reconstruction, renovation, and/or installation of the Project Facility within 4 months of the date hereof.
2. Failure of the Project Beneficiary to document to the satisfaction of the Agency the completion of the acquisition, construction, reconstruction, renovation, and/or installation of the Project Facility within 1 year of the date hereof.
3. Failure by the Project Beneficiary to document to the satisfaction of the Agency the creation of at least 90% of the average full time equivalent local labor construction jobs at the Project Facility during the construction period described on **Exhibit B** attached hereto.
4. Failure by the Project Beneficiary to document to the satisfaction of the Agency the creation of at least 90% of the full time equivalent new jobs at the Project Facility listed on **Exhibit B** attached hereto within 2 years of the date hereof.
5. Failure by the Project Beneficiary to document to the satisfaction of the Agency that at least 90% of the private sector investment described on **Exhibit B** attached hereto occurred with respect to the Project Facility within 2 years of the date hereof.
6. Failure by the Project Beneficiary to document to the satisfaction of the Agency that the Project provided the other Public Benefits described on **Exhibit B** attached hereto within the time frames assigned to such benefits.
7. Liquidation of substantially all of the Project Beneficiary's operating assets at the Project Facility.
8. Sale, lease or other disposition of all or substantially all of the Project Facility.
9. Failure by the Project Beneficiary to comply with the annual reporting requirements or to provide the Agency with requested information.
10. Sublease (other than in the ordinary course of business) or assignment of all or part of the Project Facility in violation of any Agency Documents.
11. A change in the use of the Project Facility, other than as described on **Exhibit B** and other directly and indirectly related uses, in violation of any Agency Documents.