



MONTGOMERY
COUNTY NY
BUSINESS DEVELOPMENT CENTER
Made of Something Stronger

Meeting Notice

TO: Agency Members

FROM: Kenneth F. Rose, Chief Executive Officer

DATE: March 8, 2021

RE: Audit and Governance Committee, CRC Organizational and MCIDA Meetings

The regular meeting of the Montgomery County Industrial Development Agency and the Organizational/Regular Meeting of Montgomery County Capital Resource Corporation is scheduled for Thursday, March 11, 2021 at 4:30 p.m. at the Old County Courthouse, 9 Park Street, Fonda, NY. A **Governance and Audit Committee Meetings** of both the IDA and CRC will be held starting at 4:00 P.M. prior to the organizational meeting.

Please call Vincenzo at 853-8334 between 8:30 a.m. and 4:00 p.m. if you have any question

cc: A. Joseph Scott, III, Esq.
Montgomery Co. Legislature
AIDA Members
DPW

The Recorder
The Leader Herald
Daily Gazette
Courier Standard

Montgomery County Industrial Development Agency
Meeting
Agenda March 11, 2021

- I. Call to Order
- II. Minutes
 - A. Governance Committee-January 14, 2021
 - B. Organizational Meeting-January 14, 2021
 - C. Regular Meeting-January 14, 2021
- III. Communications
- IV. Public Comments
- V. Chair's Report
- VI. Director's Report
- VII. Financial Report
 - A. Revolving Loan Fund
- VIII. Marketing Report
- IX. Unfinished Business
- X. New Business
 - A. 2020 Annual Independent Audit -Action Item
 - B. 2020 Financial and Investment Report -Action Item
 - C. 2020 PARIS Report-Action Item
 - D. 2021 Mission Statement and Performance Measure Report-Action Item
 - E. Internal Management Assessment
 - F. Real Property Transactions Report
 - G. National Grid Marketing Grant (City of Amsterdam)-Action Item
- X. Adjournment



MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY
Governance Committee Meeting Minutes
January 14, 2021

MEMBERS PRESENT:

Matthew Beck, Chairman
Carol Shineman, Vice-Chair
Robert Harris, Treasurer
Mark Kowalczyk, Member
Cheryl Reese, Member

STAFF MEMBERS PRESENT:

Kenneth F. Rose, Chief Executive Officer
Sheila Snell, Chief Financial Officer
Vincenzo Nicosia, Economic Dev. Specialist
Andrew Santillo, Staff Assistant
Karl Gustafson Jr., Grant Assistant
Christopher Canada, Agency Counsel

ABSENT:

Amanda Auricchio, Esq., Member
Laurie Weingart, Secretary

OTHERS PRESENT:

Robert Purtell, Eco. Dev. Committee Chairman

I. Call to Order

**Each of the members present participated in the meeting telephonically and/or via Zoon Conferencing pursuant to Executive Order No. 202.1, as supplemented by subsequent Executive Orders, each as issued by New York State Governor Andrew M. Cuomo, suspending provisions of Article 7 of the Public Officers Law that require public in-person access to public meetings and authorizing board members to participate in said meetings by conference call or similar service.

The meeting was called to order by Chairman Beck at 4:23 p.m.

II. Discussion

Chairman Beck states that the only agenda item before the Governance Committee is reviewing Schedule A in the board packet. That includes committee appointments, appointment of officers for the Agency, as well as some administrative matters of the agency.

Chairman Beck says that the nominating committee put together the slate of officers and asks the board members if they would recommend any changes. There are committees for Governance, Audit, Finance and Marketing.

Chairman Beck asks for a recommendation from the Governance Committee to bring this forward to the full Agency board. A motion is made by Cheryl Reese, and all in attendance agree.

III. Adjournment

A motion was made by Cheryl Reese to adjourn the meeting at 4:26 p.m. All members present were in favor.

Respectfully submitted,

Andrew Santillo
Economic Development Staff Assistant

MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY
Organizational Meeting Minutes
January 14, 2021

MEMBERS PRESENT:

Matthew Beck, Chairman
Carol Shineman, Vice-Chair
Robert Harris, Treasurer
Mark Kowalczyk, Member
Cheryl Reese, Member

STAFF MEMBERS PRESENT:

Kenneth F. Rose, Chief Executive Officer
Sheila Snell, Chief Financial Officer
Vincenzo Nicosia, Economic Dev. Specialist
Andrew Santillo, Staff Assistant
Karl Gustafson Jr., Grant Assistant
Christopher Canada, Agency Counsel

ABSENT:

Amanda Auricchio, Esq., Member
Laurie Weingart, Secretary

OTHERS PRESENT:

Robert Purtell, Eco. Dev. Committee Chairman

I. Call to Order

**Each of the members present participated in the meeting telephonically and/or via Zoon Conferencing pursuant to Executive Order No. 202.1, as supplemented by subsequent Executive Orders, each as issued by New York State Governor Andrew M. Cuomo, suspending provisions of Article 7 of the Public Officers Law that require public in-person access to public meetings and authorizing board members to participate in said meetings by conference call or similar service.

The meeting was called to order by Chairman Beck at 4:30 p.m.

II. Discussion

Chairman Beck said that this resolution was put forward by the Governance Committee. This annual resolution appoints certain members and outlines the administrative matters of the agency.

Chairman Beck asks the board members to review and if they have any changes to propose or suggest.

The following resolution was offered by Cheryl Reese, seconded by Mark Kowalczyk, to wit:

RESOLUTION APPROVING CERTAIN APPOINTMENTS AND ADMINISTRATIVE MATTERS OF THE AGENCY

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

Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES (abstained on NBT Bank Appointment)
Robert Harris	VOTING	YES
Mark Kowalczyk	VOTING	YES
Amanda J. Auricchio, Esq.	VOTING	ABSENT
Laurie Weingart	VOTING	ABSENT
Cheryl Reese	VOTING	YES

The foregoing Resolution No. 21-01 was thereupon declared duly adopted.

III. Adjournment

A motion was made by Robert Harris, seconded by Carol Shineman, to adjourn the meeting at 4:34 p.m. All members present were in favor.

Respectfully submitted,

Andrew Santillo
Economic Development Staff Assistant
Attachments: Resolution 21-01

**RESOLUTION APPROVING CERTAIN APPOINTMENTS AND ADMINISTRATIVE
MATTERS OF THE AGENCY**

An organizational meeting of Montgomery County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at the Old County Courthouse, 9 Park Street, Fonda, New York on January 14, 2021.

The meeting was called to order by the Chairperson Beck at 4:30 P.M. and, upon roll being called, the following members of the Agency were:

PRESENT:

Matthew Beck	Chairperson
Carol Shineman	Co-Chair
Robert Harris	Treasurer
Laurie Weingart	Secretary
Amanda Auricchio, Esq.	Member
Mark Kowalczyk	Member
Cheryl Reese	Member

ABSENT:

Amanda Auricchio, Esq.	Member
Laurie Weingart	Secretary

Each of the members present participated in the meeting telephonically pursuant to Executive Order No. 202.1, as supplemented by subsequent Executive Orders, each as issued by New York State Governor Andrew M. Cuomo, suspending provisions of Article 7 of the Public Officers Law that require public in-person access to public meetings and authorizing board members to participate in said meetings by conference call or similar service.

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Kenneth Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Vincenzo Nicosia	Economic Development Specialist
Andrew Santillo	Staff Assistant
Karl Gustafson, Jr.	Grant Assistant
Christopher Canada, Esq.	Agency Counsel

The following resolution was offered by Cheryl Reese, seconded by Mark Kowalczyk to wit:

Resolution No. 21-01

RESOLUTION APPROVING CERTAIN APPOINTMENTS AND ADMINISTRATIVE MATTERS OF THE AGENCY

WHEREAS, Montgomery County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of 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 666 of the 1970 Laws of New York, as amended, constituting Section 895-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 industrial, manufacturing, warehousing, commercial, research and recreation 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, under Section 858 of the Act, the Agency has the power to make certain appointments and approve certain administrative matters; and

WHEREAS, under Section 856 of the Act, the members of the Agency shall elect the officers of the Agency; and

WHEREAS, as provided in the Agency's by-laws and the Governance Committee Charter, the members of the Governance Committee have reviewed and made certain recommendations on the Agency policies; and

WHEREAS, the members of the Agency desire to make certain appointments and approve certain administrative matters;

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

Section 1. The Agency hereby takes the following actions:

(A) Approves the appointments and the administrative matters described in Schedule A attached hereto.

(B) Approves and confirms the policies described in Schedule A and contained in the Agency's Policy Manual.

Section 2. The Agency hereby authorizes the (Vice) Chairman and the Chief Executive Officer to take all steps necessary to implement the matters described in Schedule A attached.

Section 3. This Resolution shall take effect immediately.

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

Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES (abstained on NBT Bank Appointment)
Robert Harris	VOTING	YES
Laurie Weingart	VOTING	ABSENT
Amanda Auricchio, Esq.	VOTING	ABSENT
Mark Kowalczyk	VOTING	YES
Cheryl Reese	VOTING	YES

The foregoing Resolution No. 21-01 was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of Montgomery 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 January 14, 2021, 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") except as modified by Executive Order 202.1, as modified by subsequent Executive Orders, 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, either in-person or appearing telephonically in accordance with Executive Order 202.1, as modified by subsequent Executive Orders, 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 14th day of January, 2021.

(SEAL)

(Assistant) Secretary

SCHEDULE A

Confirmation of Regular Agency Meeting Schedule

Regular Meetings are the 2nd Thursday of Every Month at 4:30 P.M.

Election of Officers of the Agency

Chair	Matthew Beck
Vice Chair	Carol Shineman
Treasurer	Robert Harris
Secretary	Laurie Weingart

Appointment of Chief Executive Officer and Staff to the Agency

Chief Executive Officer	Kenneth Rose
Chief Financial Officer	Sheila Snell
Ec. Development Specialist	Vincenzo Nicosia

Appointment of Accounting Firm of the Agency

West and Company

Appointment of Agency and Bond Counsel

Hodgson Russ

Appointment of Bank of the Agency and Accounts

NBT Bank (Carol Shineman abstained as she works for NBT Bank)

Approval and Confirmation of Agency Policies

- (Uniform Tax Exemption Policy)
- (Investment Policy)
- (Real Property Disposition Policy)
- (Real Property Acquisition Policy)
- (Procurement Policy)
- (Personnel Policy including Compensation, Reimbursement and Attendance Policy)
- (Travel Policy)
- (Code of Ethics Policy)
- (Depreciation of Personal Property Assets)
- (Project Monitoring and Enforcement)

Appointment of Contracting Officer

Kenneth Rose

Appointment of Investment Officer

Sheila Snell

Appointment of Governance Committee Members

1. Matthew Beck
2. Mark Kowalczyk
3. Cheryl Reese

Appointment of Audit Committee Members

1. Carol Shineman
2. Robert Harris
3. Amanda Auricchio, Esq.

Appointment of Finance Committee Members

1. Carol Shineman
2. Robert Harris
3. Cheryl Reese

Appointment of Marketing Committee Members

1. Matthew Beck
2. Mark Kowalczyk
3. Laurie Weingart

Appointment of Media

1. The Recorder
2. Courier Standard

**Montgomery County Industrial Development Agency Meeting
January 14, 2021
Meeting Minutes**

MEMBERS PRESENT:

Matthew Beck, Chairman
Carol Shineman, Vice-Chair
Robert Harris, Treasurer
Mark Kowalczyk, Member
Cheryl Reese, Member

STAFF MEMBERS PRESENT:

Kenneth F. Rose, Chief Executive Officer
Sheila Snell, Chief Financial Officer
Vincenzo Nicosia, Economic Dev. Specialist
Andrew Santillo, Staff Assistant
Karl Gustafson Jr., Grant Assistant
Christopher Canada, Agency Counsel

ABSENT:

Amanda Auricchio, Esq., Member
Laurie Weingart, Secretary

OTHERS PRESENT:

Robert Purtell, Eco. Dev. Committee Chairman

I. Call to Order

**Each of the members present participated in the meeting telephonically and/or via Zoon Conferencing pursuant to Executive Order No. 202.1, as supplemented by subsequent Executive Orders, each as issued by New York State Governor Andrew M. Cuomo, suspending provisions of Article 7 of the Public Officers Law that require public in-person access to public meetings and authorizing board members to participate in said meetings by conference call or similar service.

The meeting was called to order by Chairman Beck at 4:36 p.m.

II. Minutes

A motion was made by Robert Harris, seconded by Mark Kowalczyk, to approve the meeting minutes from the IDA regular meeting of December 10, 2020. All members present were in favor.

III. Communications

There were no communications.

IV. Public Comments

There was no public comment.

V. Chair's Report

Chairman Beck wished everyone a Happy New Year. He also recognized that Legislator Robert Purtell (District 9) will again be the Economic Development Committee Chairman for the County

Legislature. Chairman Beck thanked Legislator Purtell for joining the meeting and said that it's good news and he is happy that Legislator Purtell is the liaison from the IDA to the legislature.

VI. Director's Report

A. Year End Project Monitoring Update

Ms. Sheila Snell said that this month annual letters have been going out employers to review job numbers, sales tax exemptions, revolving loan fund, and Payment In Lieu Of Taxes (PILOT). Letters also have been sent out to collect annual administrative fees, where necessary.

Staff will gather that information and provide it to Agency board members when the Annual Report is being compiled, likely sometime in April.

VII. Financial Report

A. Revolving Loan Fund

Ms. Sheila Snell said that the Revolving Loan Fund is included in the Agency board members' packets. The auditors from West & Co., will be coming out in February to do the annual audit. Everything is in place to meet the Authorities Budget Office (ABO) deadlines for items to be filed. Once the audit is complete, Agency board member will receive that information.

VIII. Marketing Report

Mr. Vincenzo Nicosia reported that staff is continuing with a digital push to get out positive business information in the county. Things like press releases are continuing to be issued, as we build upon the foundation that was put in place last year.

Recently, a promotion was held for the Buy It In Montgomery website to increase sign-ups and draw more attending to the site. Companies that have signed up or signed up were entered into a drawing and winners were selected. Staff will be visiting those companies and will produce a short promotional video.

IX. Unfinished Business

There was no unfinished business.

X. New Business

A. Annual Board of Directors Evaluation

Chairman Beck reminds the board members that the Annual Board of Directors evaluations were sent out and need to be filled out by each member.

Mr. Ken Rose tells the board to get those back in by February because they need to be reviewed at the next Governance Committee meeting.

B. Financial and Gift Disclosure Forms

Mr. Ken Rose tells the board members to recognize that these are two separate forms that need to be filled out annually. He also reminds the board that the Financial and Gift Disclosure forms are for fiscal and calendar year 2020.

C. County Administrative Services

Mr. Ken Rose states that this is an annual resolution that is done as an agreement between the IDA and Montgomery County, with regards to administrative services. This agreement outlines that the IDA will compensate the county for utilizing offices and staff services.

The following resolution was offered by Mark Kowalczyk, seconded by Cheryl Reese, to wit:

RESOLUTION AUTHORIZING MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY CHAIRMAN TO SIGN AND ENTER INTO CONTRACT FOR ADMINISTRATIVE AND STAFF SUPPORT SERVICES

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

Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
Robert Harris	VOTING	YES
Amanda J. Auricchio, Esq.	VOTING	ABSENT
Mark Kowalczyk	VOTING	YES
Laurie Weingart	VOTING	ABSENT
Cheryl Reese	VOTING	YES

The foregoing Resolution No. 21-02 was thereupon declared duly adopted

D. Glen Park License Agreement

Mr. Ken Rose provided some background information about this resolution to the Agency board. Late last year, the County Legislature authorized bonding for the Shared Services Facility which would contain the offices of the Business Development Center and Department of Public Works, which is to be located at the Glen Canal View Business Park. At their December meeting, the County Legislature authorized the various contracts for the project.

This license agreement before the board authorized the county, as well as any contractors associated with this project to access the site to begin mobilization and any ground work or construction associated with the project. Once the contracts are in place, contractors will be on site and the hope is potentially break ground in February.

Mr. Rose says that in accordance with Public Authorities Accountability Act (PAAA), whenever the IDA disposes of property, there are certain things that have to be followed, such as a 90-day notification to the Authorizes Budget Office (ABO) and the New York State Comptroller's Office. That is the reasoning to have a license agreement in place and an actual sale agreement would come at a later meeting.

The following resolution was offered by Carol Shineman, seconded by Cheryl Reese, to wit:

RESOLUTION RELATING TO LICENSE ON CERTAIN REAL PROPERTY GLEN CANAL VIEW BUSINESS PARK

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

Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
Robert Harris	VOTING	YES
Amanda J. Auricchio, Esq.	VOTING	ABSENT
Mark Kowalczyk	VOTING	YES
Laurie Weingart	VOTING	ABSENT
Cheryl Reese	VOTING	YES

The foregoing Resolution No. 21-03 was thereupon declared duly adopted

IX. Adjournment

A motion was made by Mark Kowalczyk, seconded by Robert Harris, to adjourn the meeting at 4:51 p.m. All members present were in favor.

Respectfully submitted,

Andrew Santillo
Economic Development Staff Assistant
Attachments: Resolution No. 21-02, 21-03

**RESOLUTION AUTHORIZING MONTGOMERY COUNTY INDUSTRIAL
DEVELOPMENT AGENCY CHAIRMAN TO SIGN AND ENTER INTO CONTRACT
FOR ADMINISTRATIVE AND STAFF SUPPORT SERVICES,**

A meeting of Montgomery County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Montgomery County Industrial Development Agency located at the Old County Courthouse, 9 Park Street, Fonda, New York on January 14, 2021.

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

PRESENT:

Matthew Beck	Chairperson
Carol Shineman	Vice-Chair
Robert Harris	Treasurer
Mark Kowalczyk	Member
Cheryl Reese	Member

Each of the members present participated in the meeting telephonically pursuant to Executive Order No. 202.1, as supplemented by subsequent Executive Orders, each as issued by New York State Governor Andrew M. Cuomo, suspending provisions of Article 7 of the Public Officers Law that require public in-person access to public meetings and authorizing board members to participate in said meetings by conference call or similar service.

ABSENT:

Laurie Weingart	Secretary
Amanda Auricchio, Esq.	Member

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Kenneth F. Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Vincenzo Nicosia	Economic Development Specialist
Andrew Santillo	Staff Assistant
Karl Gustafson Jr.	Grant Assistant
Christopher Canada, Esq.	Agency Counsel

The following resolution was offered by Mark Kowalczyk, seconded by Cheryl Reese to wit:

Resolution No. 21-02

RESOLUTION AUTHORIZING MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY CHAIRMAN TO SIGN AND ENTER INTO CONTRACT FOR ADMINISTRATIVE AND STAFF SUPPORT SERVICES

WHEREAS, Montgomery County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of chapter 1030 of Laws of 1969 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 666 of the 1970 Laws of New York, as amended, constituting Section 895-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 furnished of industrial, manufacturing, warehouse, commercial, research, recreation and civic 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, Montgomery County Industrial Development Agency is desirous of retaining the Montgomery County Economic Development Department for administrative and staff support services per the attached contract and scope of services,

RESOLVED, that Montgomery County Industrial Development Agency, following review and approval by the Agency Attorney, hereby authorizes the Chairman to sign and enter into a contract with Montgomery County for administrative and support services for a period of January 1, 2021 to December 31, 2021.

FURTHER RESOLVED, the amount set for this service will be \$17,500.

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

Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
Robert Harris	VOTING	YES
Laurie Weingart	VOTING	ABSENT
Amanda Auricchio, Esq.	VOTING	YES
Mark Kowalczyk	VOTING	YES
Cheryl Reese	VOTING	ABSENT

The foregoing Resolution No. 21-02 was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of Montgomery 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 January 14, 2021, 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") except as modified by Executive Order 202.1, as modified by subsequent Executive Orders, 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, either in-person or appearing telephonically in accordance with Executive Order 202.1, as modified by subsequent Executive Orders, 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 14th day of January, 2021.

(SEAL)

(Assistant) Secretary

**RESOLUTION RELATING TO LICENSE ON CERTAIN REAL PROPERTY
GLEN CANAL VIEW BUSINESS PARK**

A regular meeting of Montgomery County Industrial Development Agency (the “Agency”) was convened in public session at the offices of the Agency located at the Old County Courthouse, 9 Park Street, Fonda, New York on January 14, 2021 at 4:36 o’clock p.m., local time.

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

PRESENT:

Matthew Beck	Chair
Carol Shineman	Vice Chair
Robert Harris	Treasurer
Mark Kowalczyk	Member
Cheryl Reese	Member

Each of the members present participated in the meeting telephonically pursuant to Executive Order No. 202.1, as supplemented by subsequent Executive Orders, each as issued by New York State Governor Andrew M. Cuomo, suspending provisions of Article 7 of the Public Officers Law that require public in-person access to public meetings and authorizing board members to participate in said meetings by conference call or similar service.

ABSENT:

Laurie Weingart	Secretary
Amanda Auricchio, Esq.	Member

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Kenneth F. Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Andrew Santillo	Staff Assistant
Karl Gustafson, Jr.	Grant Assistant
Vincenzo Nicosia	Economic Development Specialist
Christopher Canada, Esq.	Agency Counsel

The following resolution was offered by Carol Shineman, seconded by Cheryl Reese to wit:

Resolution No. 21-03

**RESOLUTION RELATING TO LICENSE ON CERTAIN REAL PROPERTY
LOCATED IN THE GLEN CANAL VIEW BUSINESS PARK.**

WHEREAS, Montgomery 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 666 of the 1970 Laws of New York, as amended, constituting Section 895-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, the Agency is currently the fee title owner to approximately twenty (20) acres of certain real property within the Glen Canal View Business Park located on Park Drive in the Town of Glen, Montgomery County, New York (the “Land”) as more particularly described on Exhibit A attached hereto; and

WHEREAS, pursuant to a resolution adopted by the County Legislature (the “County Legislature”) of Montgomery County, New York (the “County”) on November 24, 2020, the County Legislature authorized a project (the “Project”) consisting of the construction and equipping of a new shared services facility on the Land (the “Facility”) to be used by the Montgomery County Department of Public Works and the Montgomery County Business Development Center; and

WHEREAS, in order to facilitate the construction of the Facility, the Agency proposes to enter into a certain license agreement (the “License Agreement”) by and between the Agency, as licensor, and the County, as licensee, pursuant to which the Agency would grant to the County a license to enter upon the Land for such purposes; 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 (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), it appears that the execution of License Agreement and compliance with the terms thereof (collectively, the “Transaction”) collectively constitute a “Type II action” (as said quoted term is defined in the Regulations), and therefore it appears that no further determination or procedure under SEQRA is required with respect to the Transaction; and

WHEREAS, the Agency desires to authorize the Agency to undertake the Transaction;

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

Section 1. The Agency hereby determines that the Transaction constitutes a “Type II action” (as said quoted term is defined in the Regulations), and therefore that no further determination or procedure under SEQRA is required with respect to the Transaction.

Section 2. The Agency hereby finds and determines that the granting to the County of a license to enter upon the Land is in the public interest and will preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of Montgomery County, New York.

Section 3. In consequence of the foregoing, the Agency hereby determines to enter into the License Agreement and any related documents recommended by Agency Counsel (collectively, the “Agency Documents”) and comply with the terms thereof.

Section 4. The Chairman, Vice Chairman and/or Chief Executive Officer of the Agency, with the assistance of Agency Counsel, is authorized to negotiate and approve the form and substance of the Agency Documents.

Section 5. The Chairman, Vice Chairman and Chief Executive Officer of the Agency is hereby further 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, Vice Chairman and/or Chief Executive Officer of the Agency shall approve, the execution thereof by the Chairman, Vice Chairman and/or Chief Executive Officer of the Agency to constitute conclusive evidence of such approval.

Section 6. The form and substance of the Agency Documents and any documents necessary and incidental thereto including, but not limited to, any documents approved by counsel to the Agency in the forms thereof presented to this meeting are hereby approved.

Section 7. The Chairman, Vice Chairman or Chief Executive Officer of the Agency, each of them without the other, are hereby authorized, on behalf of the Agency, to execute, acknowledge (if appropriate) and deliver the Agency Documents and such other documents as may be necessary or appropriate in order to effectuate the execution and delivery of the Agency Documents and the transfer of title to the Land, in the forms thereof presented to this meeting, with such changes, variations, omissions and insertions as the Chairman, Vice Chairman or Chief Executive Officer shall approve, the execution thereof by the Chairman, Vice Chairman or Chief Executive Officer to constitute conclusive evidence of such approval.

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 this resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency, and all actions heretofore taken or taken hereinafter by the Chairman, Vice Chairman or Chief Executive Officer of the Agency in furtherance of the actions herein authorized are ratified, confirmed, adopted and approved in all respects.

Section 9. 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:

Matthew Beck	VOTING	<u>YES</u>
Carol Shineman	VOTING	<u>YES</u>
Laurie Weingart	VOTING	<u>ABSENT</u>
Robert Harris	VOTING	<u>YES</u>
Amanda Auricchio, Esq.	VOTING	<u>ABSENT</u>
Mark Kowalczyk	VOTING	<u>YES</u>
Cheryl Reese	VOTING	<u>YES</u>

The foregoing resolution was thereupon declared duly adopted.

[Remainder of page left blank intentionally]

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

I, the undersigned (Assistant) Secretary of Montgomery 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 January 14, 2021, 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") except as modified by Executive Order 202.1, as modified by subsequent Executive Orders, 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, either in-person or appearing telephonically in accordance with Executive Order 202.1, as modified by subsequent Executive Orders, 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 14th day of January, 2021.

(Assistant) Secretary

(SEAL)

EXHIBIT A

DESCRIPTION OF LAND

Lot 1

All that parcel of land, situate in the Town of Glen, County of Montgomery, State of New York, being more particularly described as follows:

Beginning at a point located on the southerly boundary of New York State Route 5S said point being 896.18 feet westerly of the intersection with the division line of the lands now or formerly of Montgomery County Industrial Development Agency on the west and lands of Frank V. and Rosilie Farina on the east; thence in a clockwise direction along said southerly boundary of New York State Route 5S the following course and distance:

1. South 78°-43'-55" East, a distance of 448.90 feet to a point; thence through lands now or formerly of Montgomery County Industrial Development Agency, the following course and distance:

2. South 27°04'31" West, a distance of 388.34 feet to a point; thence along the northerly, westerly and easterly bounds of the lands now or formerly of the Town of Glen, the following (6) six courses and distances:

(a) Along a curve to the left having a radius of 75.00 feet, an arc distance of 79.43 feet to a point, said curve containing a chord of South 63°09'21" West, 75.77 feet;

(b) Along a curve to the right having a radius of 25.00 feet, an arc distance of 36.77 feet to a point, said curve containing a chord of South 74°-56'-41" West, 33.54 feet;

(c) North 62°-55'-29" West, a distance of 355.50 feet to a point;

(d) Along a curve to the right having a radius of 25.00 feet, an arc distance of 39.27 feet to a point, said curve containing a chord of North 17°-55'-29" West, 35.36 feet;

(e) North 27°-04'-31" East, a distance of 300.77 feet to a point;

(f) Along a curve to the right having a radius of 25.00 feet, an arc distance of 32.26 feet to a point, said curve containing a chord of North 64°-02'-25" East, 30.07 feet to the POINT OF BEGINNING, being 4.14 acres more or less.

Subject to any easements, restrictions, and/or covenants of record.

Lot 4

All that parcel of land, situate in the Town of Glen, County of Montgomery, State of New York, being more particularly described as follows:

Beginning at a point located on the southerly boundary of New York State Route 5S at its intersection with the division line between lands now or formerly of Montgomery County Industrial Development Agency on the west and lands now or formerly of Frank V. and Rosilie Farina on the east;

Thence in a clockwise direction along said easterly boundary of Montgomery County Industrial Development Agency the following (2) two courses and distances:

1. South 26°-51'-12" West, a distance of 799.92 feet to a point;
2. South 27°12'26" West, a distance of 367.31 feet to a point located in the division line between lands now or formerly of Morat Industries, LLC on the south and lands herein described on the north, thence along said division line the following course and distance:
 - (a) North 60°35'39" West, a distance of 903.24 feet to a point located in the division line between lands now or formerly of the Town of Glen on the west and north and lands herein described on east and south, thence along said division line the following five (5) courses and distances:
 - (b) Along a curve to the left having a radius of 280.00 feet, an arc distance of 11.49 feet to a point, said curve containing a chord of North 28°15'02" East, 11.49 feet;
 - (c) South 27°-04'-31" West, a distance of 438.83 feet to a point;
 - (d) Along a curve to the right having a radius of 25.00 feet, an arc distance of 39.27 feet to a point, said curve containing a chord of North 72°-04'-31" East, 35.36 feet;
 - (e) South 62°-55'-29" East, a distance of 475.00 feet to a point;
 - (f) Along a curve to the left having a radius of 75.00 feet, an arc distance of 266.48 feet to a point, said curve containing a chord of North 15°17'10" East, 146.84 feet;

Thence through lands now or formerly of Montgomery County Industrial Development Agency, the following course and distance:

1. North 27°-04'-31" East, a distance of 388.34 feet to a point in the southerly boundary of New York State Route 5S, thence easterly and along the southerly boundary of New York State Route 5S the following (2) courses and distances:
 - (a) South 78°-43'-55" East a distance of 340.88 feet to a point;
 - (b) South 79°-26'-10" East a distance of 106.40 to the POINT OF BEGINNING, being 15.80 acres more or less.

Subject to any easements, restrictions, and/or covenants of record.

RESOLUTION ACCEPTING 2020 AUDIT REPORT

A regular meeting of Montgomery County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at the Old County Courthouse, 9 Park Street, Fonda, New York on March 11, 2021, at 4:30 p.m., local time.

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

PRESENT:

Matthew Beck	Chair
Carol Shineman	Vice-Chair
Robert Harris	Treasurer
Laurie Weingart	Secretary
Amanda Auricchio, Esq.	Member
Mark Kowalczyk	Member
Cheryl Reese	Member

ABSENT:

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Kenneth F. Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Vincenzo Nicosia	Ec. Development Specialist
Joseph Scott, Esq.	Agency Counsel

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. 21-04

RESOLUTION ACCEPTING AUDIT REPORT PRESENTED BY WEST AND COMPANY FOR FINANCIAL PERIOD ENDING DECEMBER 31, 2020

WHEREAS, Montgomery 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 666 of the 1970 Laws of New York, as amended, constituting Section 895-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 industrial, manufacturing, warehousing, commercial, research, recreation and civic 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, West and Company, CPA presented the Agency with the final audit report for financial period ended December 31, 2020;

RESOLVED, that report be accepted by the Montgomery County Industrial Development Agency.

FURTHER RESOLVED, 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:

Matthew Beck	VOTING
Carol Shineman	VOTING
Robert Harris	VOTING
Laurie Weingart	VOTING
Amanda Auricchio, Esq.	VOTING
Mark Kowalczyk	VOTING
Cheryl Reese	VOTING

The foregoing Resolution No. 21-04 was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of Montgomery County Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on March 11, 2021 with the original thereof on file in my office, and that the same is a true and correct copy of said original 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 respect duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was 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 11th day of March, 2021.

(Assistant) Secretary

(S E A L)

**RESOLUTION ACCEPTING 2020 ANNUAL FINANCIAL AND INVESTMENT
REPORTS**

A regular meeting of Montgomery County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at the Old County Courthouse, 9 Park Street, Fonda, New York on March 11, 2021, at 4:30 o'clock p.m., local time.

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

PRESENT:

Matthew Beck	Chair
Carol Shineman	Vice-Chair
Robert Harris	Treasurer
Laurie Weingart	Secretary
Amanda Auricchio, Esq.	Member
Mark Kowalczyk	Member
Cheryl Reese	Member

ABSENT:

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Kenneth F. Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Vincenzo Nicosia	Ec. Development Specialist
A. Joseph Scott, Esq..	Agency Counsel

The following resolution was offered by _____ seconded by _____ to wit:

Resolution No. 21-05

**RESOLUTION TO ACCEPT 2020 ANNUAL FINANCIAL AND INVESTMENT
REPORTS OF MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT
AGENCY IN ACCORDANCE WITH PUBLIC AUTHORITY ACCOUNTABILITY
ACT OF 2005 AS PRESENTED AND CERTIFIED BY THE CEO AND CFO**

WHEREAS, Montgomery 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 666 of the 1970 Laws of New York, as amended, constituting Section 895-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 industrial, manufacturing, warehousing, commercial, research,

recreation and civic 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, the Public Authority Accountability Act of 2005 requires an Annual Financial and Investment Reports to be prepared and certified in writing by the Chief Executive Officer and the Chief Financial Officer, and

WHEREAS, the Public Authority Accountability Act of 2005 further requires the MCIDA to approve such Annual Financial and Financial Investment Reports, therefore be it

RESOLVED that the Montgomery County Industrial Development Agency has reviewed the attached Annual Financial and Investment Reports presented to them by the Chief Executive Officer and the Chief Financial Officer and accepts the presented 2020 Annual Financial and Investment Reports.

FURTHER RESOLVED, 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:

Matthew Beck	VOTING
Carol Shineman	VOTING
Robert Harris	VOTING
Laurie Weingart	VOTING
Amanda Auricchio, Esq.	VOTING
Mark Kowalczyk	VOTING
Cheryl Reese	VOTING

The foregoing Resolution No. 21-05 was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of Montgomery County Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on March 11, 2021 with the original thereof on file in my office, and that the same is a true and correct copy of said original 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 respect duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was 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 11th day of March, 2021.

(Assistant) Secretary

(S E A L)

**RESOLUTION ADOPTING 2021 MISSION STATEMENT AND MEASUREMENT
REPORT**

A regular meeting of Montgomery County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at the Old County Courthouse, 9 Park Street, Fonda, New York on March 11, 2021, at 4:30 o'clock p.m., local time.

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

PRESENT:

Matthew Beck	Chair
Carol Shineman	Vice-Chair
Robert Harris	Treasurer
Laurie Weingart	Secretary
Amanda Auricchio, Esq.	Member
Mark Kowalczyk	Member
Cheryl Reese	Member

ABSENT:

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Kenneth F. Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Vincenzo Nicosia	Ec. Development Specialist
Joseph Scott, Esq.	Agency Counsel

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. 21-06

**RESOLUTION ADOPTING 2021 MISSION STATEMENT AND MEASUREMENT
REPORT**

WHEREAS, Montgomery 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 666 of the 1970 Laws of New York, as amended, constituting Section 895-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 industrial, manufacturing, warehousing, commercial, research, recreation and civic 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, the 2009 Public Authorities Reform Act added a new Section 2824-a in the Public Authorities Law requiring state and local public authorities to develop and adopt a mission statement and establish performance measures and review those annually,

RESOLVED, that the Montgomery County Industrial Development Agency's Board of Directors hereby adopts the Performance Measures and Measurement Report for 2021 attached hereto as Attachment A, and

FURTHER RESOLVED, 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 to carry out the terms of this Resolution, and to execute and deliver any 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 this Resolutions, and

FURTHER RESOLVED, 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:

Matthew Beck	VOTING
Carol Shineman	VOTING
Robert Harris	VOTING
Laurie Weingart	VOTING
Amanda Auricchio, Esq.	VOTING
Mark Kowalczyk	VOTING
Cheryl Reese	VOTING

The foregoing Resolution No. 21-06 was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of Montgomery County Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on March 11, 2021 with the original thereof on file in my office, and that the same is a true and correct copy of said original 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 respect duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was 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 11th day of March, 2021.

(Assistant) Secretary

(S E A L)

Attachment A

DRAFT

New York State Local Public Authority Mission Statement and Measurement Report

Local Public Authority Name: Montgomery County Industrial Development

Fiscal Year: January 2021– December 31, 2021

Enabling Legislation: Industrial development agencies (“IDAs”) are formed under Article 18-A of New York State General Municipal Law, as public benefit corporations. IDAs were created to actively promote, encourage, attract and develop job and recreational opportunities and economically-sound commerce and industry in cities, towns, villages and counties throughout New York State (the “State”). IDAs are empowered to provide financial assistance to private entities through tax incentives in order to promote the economic welfare, prosperity and recreational opportunities for residents of a municipality (“Benefited Municipality”).

Mission Statement: *The Montgomery County Industrial Development Agency was created in 1970 as a public benefit corporation of the State of New York. The MCIDA's mission is to assist in creating and maintaining jobs, thereby strengthening the economic base of the community as well as improving the quality of life of the residents of Montgomery County. This mission is accomplished by providing access to real estate solutions through the development of “shovel ready industrial parks”, offering financial assistance and incentives along with business development and technical assistance to businesses looking to expand or locate in Montgomery County.*

Date Adopted: March 11, 2021

2020 Measurements and 2021 Report On Those Measurements:

A. Assist at least five existing firms with some combination of funding, technical assistance, and problem solving.

The Agency assisted numerous firms and not-for-profit employers in the reporting period with technical assistance, grant application and procurement, financial assistance, and outreach campaigns. The Agency initiated periodic informational campaigns targeted to over 100 area businesses and not-for-profit employers detailing services and programs available through State, Federal and Local Agencies. The Agency developed and dedicated a portion of their website specifically for Covid-19 relief information and resources. Dozens of social media posts were developed throughout the year in relation to resources for area businesses as it related to the Covid-19 pandemic.

As businesses continued to adapt to the changing work environments surrounding the ongoing global health pandemic, many small businesses faced challenges meeting the needs for personal protective equipment (PPE). To assist these businesses and help protect both employees and local residents during the COVID-19 pandemic, the Agency launched a coordinated purchase and distribution effort, in conjunction with local manufacturer Saratoga Horseworks. Agency staff in conjunction with the Montgomery County Capital Resource Corporation distributed 10,000 masks to over 50 companies throughout Montgomery County.

In an effort to build upon Montgomery County's success in creating a more diverse and dynamic economy, The Agency along with the County Executive, formed a Business Advisory Committee. This quarterly meeting of business leaders fostered a collaborative discussion and an increased engagement between local stakeholders and county government to advance pro-jobs, pro-economic growth initiatives. Major discussion topics for business leaders were improving workforce development initiatives and expanding the labor pool for both skilled and unskilled talent. Another priority discussed, which could assist the employee retention efforts, was creating accessible childcare options. The committee also discussed strategies to help mitigate the effects of the COVID-19 pandemic along with various ways to support existing small businesses in our community.

Additionally, the Agency through the Montgomery County Outreach Consortium, met with businesses throughout the year as part of the Outreach and Retention Program. Direct Technical assistance in grant writing, problem solving or financial assistance was provided to Eisenadler Braushaus, LLC., Valley View Hospitality, Inc., Dollar General Northeast Distribution Center,.

B. Through some combination of funding, technical assistance, and problem solving secure new Job Creation and Capital Investment Commitments.

Valley View Hospitality, Inc. – Microtel held a grand opening on their 67 room hotel on State Highway 5s in the City of Amsterdam. The project was assisted with a \$500,000 loan through the Montgomery County Revolving Loan Fund as well financial incentives through the Agency. The estimated \$7 Million dollar project will lead to the creation of 14 FTE's.

Eisenadler Brauhaus, LLC - Located in Nelliston, on Route 5, Eisenadler Brauhaus is almost complete with renovations on its building, which had to be retrofitted from a previous business venture. With a few minor things to complete on the building itself, Eisenadler has been approved for its Federal Alcohol and Tobacco Tax and Trade Bureau (TTB) license and is currently awaiting approval of a New York State liquor license. Once approved, they can begin the fermentation process and two weeks later, they can begin serving product. They anticipate receiving authorization from the State Liquor Authority in May 2021, and are hoping for an opening later that month. Eisenadler Brauhaus would be the first brewery in Montgomery County and it is anticipated to lead to the creation of five full-time jobs. In 2019, Eisenadler was approved for a loan through the County's Revolving Loan Fund, in order to officially launch its brewery operations and to purchase equipment, including the fermentation tanks.

Vida-Blend, LLC – Vida-Blend finished their construction of their new facility located in the Florida Park Extension. The project consisted of the construction of a pre-mix nutrient manufacturing facility entailing approximately 14,000 square feet. The project will result in a capital investment estimated at \$1.4 million with 18 new full time jobs and 18 retained full time jobs.

Montgomery County Agricultural Micro Enterprise Grant II – Agriculture Microenterprise Program: Agriculture has long been a staple of the regional economy and continues to play a central role in Montgomery County's economy. With more than 60 local farms run by someone 35 years old or younger, farmers continue to look for assistance to survive long-term. To help

family farms continue to thrive in a competitive international marketplace and to provide these farmers a boost, the Montgomery County Business Development Center, in partnership with the Montgomery County Soil & Water Conservation District issued a second round of grant funding through the Agriculture Microenterprise grants. In 2020, staff continued to administer the Ag Micro grant program. Grant funding was awarded to nine farms, totaling more than \$185,000. The grant awards, which ranged from \$8,000 to \$25,000 were primarily used for farm equipment to help these local farms continue to grow and meet the ever changing needs of the industry. In its two rounds, the Agriculture Microenterprise program has enabled farms in Montgomery County to be able to receive essential financial assistance to help keep their agri-business's viable in a changing and challenging marketplace. Ensuring farmers have the resources they need to support their operation ensures we continue to have a diversity of employers locally.

C. Work cooperatively with local governments and school districts to further economic development progress.

In 2020, the Agency worked with various municipalities on a variety of strategic initiatives and projects. Projects ranged from community development projects to private sector initiatives which and some are highlighted here.

Fonda Fairgrounds Sewer Upgrades Study- Staff administered a \$30,000 NYSDEC and EFC Grant for the Fonda Fairgrounds to study potential sewer upgrades for the site which could potentially lead to being able to accommodate year round activities.

Exit 29 Local Water Revitalization Plan- Staff and their consultants completed the Local Water Revitalization Plan (LWRP) in the Village of Canajoharie with a focus on the reuse of the former Beech Nut facility at Exit 29. The plan was made possible with a \$85,000 grant from the New York State Department of State.

EPA Assessment Grant- Staff applied for a \$300,000 Community Wide Hazardous Substances Assessment grant through the Environmental Protection Agency to complete Phase II environmental assessments at four strategic redevelopment sites. The grant was awarded and the RFP to undertake this work will be released in early 2021.

D. Continue to focus on Exit 29 Redevelopment Project by applying for additional grant opportunities as well as implement the work plans associated with the grants received to date on the project.

Apollo Dismantling Services, LLC worked through 2020 on hazardous and asbestos abatement on the western side of the site. Apollo completed the project in October 2020 and bids were developed for the demolition of the western side buildings which was slated to be released in early 2021. On-going monitoring and reporting were conducted throughout the year to Empire State Development as part of the RESTORE NY Grants that were awarded for this project.

E. Continue Implementing the County and Regional Branding Action Plan to further the Agency's

mission.

The Agency, along with county officials, worked with leaders in the business community to explore the feasibility of developing a new childcare facility in the Amsterdam area, along the Route 5S corridor – the central business hub in the county. The study included an examination of demographic and socioeconomic trends in Montgomery County, a competitor inventory and analysis complete with a review of existing assets, interviews with local employers, interviews with existing childcare facilities, and a survey to examine how local employees view current childcare supply and demand. The study also analyzed the cost of local childcare services, desired amenities and programming, remote learning supplement needs, and support from Montgomery County and its employers. Now that the comprehensive study and planning document is complete, the County will look to gauge interest from a number of childcare providers.

The global pandemic left many businesses across the country, including many local small businesses in Montgomery County, facing unprecedented economic hardship. Recognizing that a key focus to long-term financial recovery for businesses had to be a highlight of shopping local, the Agency launched a “Buy It In Montgomery” campaign, intended to help promote local businesses. The campaign included a branded logo and created an online website to connect consumers with Montgomery County businesses, products and services. Participation in the “Buy It In Montgomery” campaign was open to all businesses in Montgomery County and used a variety of methods such as social-digital ads, strategically placed billboard advertisements, and newspaper ads to support the initiative.

The Agency continued to build upon long-term relationships with local businesses through an array of marketing techniques. The video equipment purchased by the Agency was used to expand marketing efforts in attracting new business to come to the county, and to continue assisting existing and emerging local businesses in growing and thriving in the community. This equipment has been use to create a Focus on Business series where promotional videos are produced to showcase local businesses and provide viewers more insight on companies in Montgomery County. The Agency through their public relations and marketing firm, Empire Solutions, was utilized to help supplement efforts behind the branding initiative, which seeks to capture the positive attributes of the county and its residents, and more effectively track the results of the use of the brand. Empire Solutions was instrumental in its efforts to grow the audience for positive news happening throughout the county and enhance marketing efforts to continue the positive economic news and development taking place. Through their efforts, the Agency effectively consolidated webpages, updated marketing materials, expanded social & digital reach.

F. Review and update the Agency’s Policy and Procedure Manual to incorporate any new laws and regulations.

The Agency continued to review and monitor any new guidelines and/or regulations that were passed and to monitor that the Agency’s Policy and Procedure Manual was up to date.

2021 Measurements:

- A. Assist at least five existing firms with some combination of funding, technical assistance, and problem solving.

- B. Through some combination of funding, technical assistance, and problem solving secure new Job Creation and Capital Investment Commitments.
- C. Work cooperatively with local governments and school districts to further economic development progress.
- D. Continue to focus on the Exit 29 Redevelopment Project by implementing the work plans associated with the grants received to date on the project.
- E. Continue Implementing Marketing on behalf of the County to further the Agency's mission.

Authority Stakeholder(s): Authority Stakeholders include the following: (A) The Montgomery County Legislature (B) The residents of Montgomery County, (C) The businesses located or intending to locate in the County, (D) School districts located within the County, (E) the State of New York, and (F) local workforce.

Authority Beneficiaries: The residents, businesses and taxing jurisdictions of Montgomery County

Authority Customers: The Business and Not-for-Profit establishments of Montgomery County

Authority self-evaluation of prior year performance (based upon established measurements): To Be provided by March 31, 2022 related to 2021 performance.

Governance Certification:

1. Have the Board Members acknowledged that they have read and understood the mission of the public authority?
Yes
2. Who has the power to appoint management of the public authority?
The Board Members
3. If the Board appoints management, do you have a policy you follow when appointing the management of the public authority.

Yes

4. Briefly describe the role of the Board and the role of management in the implementation of the mission.

The role of the Board regarding the implementation of the public authority's mission is to provide strategic input, guidance, oversight, mission authorization, policy setting and validation of the authority's mission, measurements and results. The role of management is to collaborate with the board in strategy development / strategy authorization and to implement established programs, processes, activities and policies to achieve the public authority's mission.

5. Has the Board acknowledged that they have read and understood the response to each of these questions?

Yes

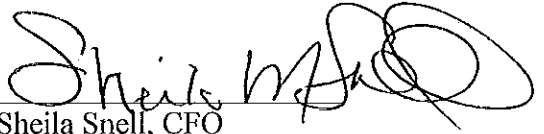
DRAFT

Industrial Development Agency for the year ending December 31, 2020. This assessment found the authority's internal controls to be adequate, and to the extent that deficiencies were identified, the authority has developed corrective action plans to reduce any corresponding risk.

No deficiencies were identified; therefore, no Management Letter was issued.

Completed: February 3, 2021


Kenneth Rose, CEO


Sheila Snell, CFO

**Montgomery County Industrial Development Agency
Real Property Transaction Summary
Year Ending 12/31/2020**

Property Description	Transaction Type	Purchaser/ Seller	Est. Fair Market Value	Fair Market Description	Purchase/ Sale Price
Florida Business Park (portion of SBL #54-3-2.3)	Sale-6.5 Acres	Edward Pigliavento, Jr. and Michael Pigliavento Rental Partnership/ MCIDA	\$65,000	Certified Appraisal	\$65,000

**Montgomery County Industrial Development Agency
Personal Property Transaction Summary
Year Ending 12/31/2020**

Property Description	Transaction Type	Purchaser/ Seller	Est. Fair Market Value	Fair Market Description	Purchase/ Sale Price
----------------------	------------------	-------------------	------------------------	-------------------------	----------------------

**Montgomery County Industrial Development Agency
Real Property Inventory
Year Ending 12/31/2020**

Property Description	SBL#	Property Size	Property Address
Florida Business Park	38.-1-13.2	7.4 acres	Route 5S, Florida
Florida Business Park	54-1-20.1	41.90 acres	Route 5S, Florida
Florida Business Park	54-1-20.22	35.8 acres	Route 5S, Florida
Florida Business Park	54-1-21.1	241.4 acres	Route 5S, Florida
Florida Business Park	54-1-21.2	120 acres	Route 5S, Florida
Florida Business Park	54-1-32.2	2 acres	Route 5S, Florida
Florida Business Park	54-1-34.12	20.9 acres	Route 5S, Florida
Florida Business Park	54-1-34.13	19.9 acres	Route 5S, Florida
Florida Business Park	54-1-34.14	30 acres	Route 5S, Florida
Florida Business Park	54-1-35.2	8.4 acres	Route 5S, Florida
Florida Business Park	54-1-61	1.2 acres	Route 5S, Florida
Florida Business Park Ext.	54-2-2.31	54.4 acres	Route 5S, Florida
Glen Canal View Business Park	52-4-1.1	4.1 acres	Route 5S, Glen
Glen Canal View Business Park	52-4-1.2	15.8 acres	Route 5S, Glen
Glen Canal View Business Park	52-4-03.11	28.20 acres	Route 5S, Glen
Glen Canal View Business Park	52-4-03.3	14 acres	Route 5S, Glen
Glen Canal View Business Park	52-4-03.41	213.59 acres	Route 5S, Glen

**RESOLUTION APPROVING GRANT AGREEMENT AND ENTERING INTO
AGREEMENT WITH CITY OF AMSTERADM-NATIONAL GRID MARKETING GRANT**

A regular meeting of Montgomery County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at the Old County Courthouse, 9 Park Street, Fonda, New York on March 11, 2021, at 4:30 o'clock p.m., local time.

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

PRESENT:

Matthew Beck	Chairman
Carol Shineman	Vice Chair
Robert Harris	Treasurer
Laurie Weingart	Secretary
Amanda Auricchio, Esq.	Member
Mark Kowalczyk	Member
Cheryl Reese	Member

ABSENT:

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Kenneth Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Vincenzo Nicosia	Ec. Dev. Specialist
Andy Santillo	Staff Assistant
Karl Gustafson	Grant Assistant
A. Joseph Scott, Esq.	Agency Counsel

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. 21-07

**RESOLUTION APPROVING GRANT AGREEMENT AND ENTERING INTO
AGREEMENT WITH CITY OF AMSTERADM-NATIONAL GRID MARKETING GRANT**

WHEREAS, Montgomery 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 666 of the 1970 Laws of New York, as amended, constituting Section 895-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 industrial, manufacturing, warehousing, commercial, research, recreation and civic 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 properly position the County and City for future economic and job development initiatives, the Agency, on behalf of the City applied through National Grid's Strategic Economic Development Outreach Program for marketing funds to be used by the City of Amsterdam for their marketing initiative; and

WHEREAS, funds were awarded to the Agency for an amount up to \$135,000 through this National Grid Grant Program and National Grid prepared a Project Funding Agreement to be executed which is attached hereto as Schedule A; and

WHEREAS, all matching funds and costs associated with this grant will be the sole responsibility of the City.

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

Section 1. The Agency hereby finds and determines that:

(A) 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; and

(B) Entering into the Project Funding Agreement with National Grid will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of Montgomery County, New York and the State of New York and improve their standard of living.

Section 2. In consequence of the foregoing, the Agency hereby determines to execute and deliver the Project Funding Agreement with National Grid.

Section 3. In consequence of the foregoing, the Agency hereby determines to execute and deliver a Grant Sponsorship Agreement with the City of Amsterdam attached hereto as Schedule B.

Section 4. Any action heretofore taken by the Agency, its officers or its staff in carrying out the matters contemplated by this Resolution is hereby ratified, confirmed and approved.

Section 5. 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 this Resolution, 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 this Resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of this Resolution.

Section 5. 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:

Matthew Beck	VOTING
Carol Shineman	VOTING
Robert Harris	VOTING
Laurie Weingart	VOTING
Amanda Auricchio, Esq.	VOTING
Mark Kowalczyk	VOTING
Cheryl Reese	VOTING

The foregoing Resolution No. 21-07 was thereupon declared duly adopted.

DRAFT

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

I, the undersigned (Assistant) Secretary of Montgomery County Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on March 11, 2021 with the original thereof on file in my office, and that the same is a true and correct copy of said original 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 respect duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was 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 11th day of March, 2021.

(Assistant) Secretary

(S E A L)

**Schedule A
Project Funding Agreement**

DRAFT

January 29, 2021

Kenneth F. Rose
Director/CEO
Montgomery County IDA
9 Park St. - PO Box 1500
Fonda, NY12068

Dear Kenneth F. Rose:

Congratulations! Montgomery County IDA's application for a grant from National Grid's Strategic Economic Development Outreach Program has been approved for your City of Amsterdam Strategic Marketing Project.

You have been awarded a grant of up to \$135,000. This program requires you to match these funds 1:1 with funding from sources other than National Grid. As indicated in the program application, grant funding is only released to you upon the successful completion of the project, as verified by National Grid. Web sites, advertisements, or collateral material being produced by the project should include the following acknowledgment: 'The creation of this (brochure, ad, web site, etc) was assisted with a grant from National Grid, through the NYS Public Service Commission approved Economic Development Plan'.

National Grid's Economic Development Grant programs are available to customers as part of a current regulatory agreement with the New York State Public Service Commission (PSC). Under no circumstances will funding be released by National Grid without continued authorization to do so by the PSC.

Enclosed is a Project Funding Agreement. Please sign and return to: Lynne.Hickman@nationalgrid.com

It is important that you return the signed agreement. We will return a fully-executed agreement to you for your file.

Upon completion of your project and to request payment you will need to do the following:

Log back into your account at www.ShovelReady.com and go to the Project Completion section:

- a. Fill out and upload the Certification of Project Completion Form and the Payment Requisition; and
- b. Upload all paid invoices and a brief final report describing what was done to achieve the goals outlined in your application.

We will be contacting you to insure compliance with the program, which may include one or more site visits. If you have questions or need more information regarding your grant, please contact Joe Russo at (315) 428-6798.

Also, please contact us prior to issuing any press release or arranging for a news conference concerning this grant.

Again, congratulations on behalf of all of us at National Grid. We look forward to working with you.

Sincerely,



Arthur W. Hamlin
Manager, Economic Development

xc: Joe Russo



ECONOMIC DEVELOPMENT PROGRAM

PUBLIC CUSTOMER AGREEMENT

BETWEEN

**NIAGARA MOHAWK POWER CORPORATION
d/b/a NATIONAL GRID**

AND

***MONTGOMERY COUNTY IDA
9 Park St / P.O. Box 1500
Fonda, NY 12068***

Application Number: 5735

**300 Erie Boulevard West
Syracuse, New York 13202**

**ECONOMIC DEVELOPMENT PROGRAM
PUBLIC CUSTOMER/DEVELOPER AGREEMENT**

1. DEFINITIONS.

"Agreement" means this document and the Approved Online Application.

"Award Letter" means the letter that informs the Grantee that they have received approval of an Economic Development grant and the amount of that grant.

"Developer" means the entity receiving project funding under this Agreement.

"Project" means the activity described in the Approved Application.

"Program" means the NM Economic Development Program that is providing funding for the Project.

"Company" means Niagara Mohawk Power Corporation, d/b/a National Grid, or its successor or assign.

2. SCHEDULE. The Developer shall complete its Project by the dates set forth in the Approved Application, unless the Project is delayed by occurrences beyond the reasonable control of the Developer. Under no circumstances will funding be released by Niagara Mohawk Power Corporation, d/b/a National Grid, without continued authorization to do so by the New York State Public Service Commission.

3. COMPENSATION. The Project may be funded, in whole or in part, by Company. The Developer shall be responsible for all sums necessary to complete the Project not provided Company. The grant award shall be described in the Agreement and the Award Letter. Under no circumstances will funding be released by Niagara Mohawk Power Corporation, d/b/a National Grid, without continued authorization to do so by the New York State Public Service Commission.

4. PAYMENT. The Developer will advise Company of its completion of the Project. Company will conduct a site visit, inspect the work, determine its completion, and verify its compliance with Program requirements. If Company confirms that the Project has been completed and is in compliance with Program requirements, the parties will execute a Certificate of Project Completion and the Developer will submit a Payment Requisition form. Company will remit a check to the Developer in the amount of the Program grant stipulated in the Award Letter.

- Under certain conditions Customers in the following programs may be eligible for Progress Payments: Strategic Economic Development, Industrial Building Redevelopment, Capital Investment Incentive, Brownfield Redevelopment, 25 Cycle Investment Incentive, Energy Efficiency in Empire Zones and Dairy Industry Productivity. The Customer must

request a Progress Payment in writing on their letterhead prior to submittal of the attached Certificate of Progress Payment. Included in the request must be justification for the Progress Payment, all invoices and evidence that corresponding matching funds have been expended. Progress Payment requests are subject to approval by the Vice President Economic Development and the Sr. Vice President Business Services & Economic Development.

5. DEVELOPER REQUIREMENTS.

- The Developer agrees to conduct the Project in accordance with the Approved Application and Program requirements. If the Developer fails to do so, Company may require Developer to return all funding received.
- The Developer will cooperate fully with Company, and provide full information regarding its business and costs to the extent necessary to enable Company to evaluate the Project or determine whether Program funds should be remitted to the Developer. This cooperation shall include the Developer's designation of a representative with whom Company can interact on all matters related to this Agreement and whose decisions are binding on the Developer. If Developer provides false, inaccurate, misleading or otherwise deceptive information, Company may require Developer to return all funding received.
- The Developer will be required to complete a survey upon receipt of funding. Our regulatory requirements prohibit us from continuing to fund recipients who fail to fulfill reporting requirements.
- The Developer agrees to give credit to Company on any collateral materials produced as a result of funding received through the Program.

6. CHANGES. The Developer may request changes or amendments to the Agreement. Any such changes must be in a writing signed by the Developer and Company.

7. LIMITATION OF NM LIABILITY. NM MAKES NO WARRANTY WHATSOEVER, WHETHER STATUTORY, WRITTEN, ORAL, OR IMPLIED (INCLUDING WARRANTIES OF MERCHANTABILITY OR FITNESS FOR USE FOR A PARTICULAR PURPOSE) WITH RESPECT TO THE PROJECT.

To the fullest extent allowed by law, Company is exempt from any and all liability to the Developer for any damage, injuries, or losses of any nature, whether direct or indirect, special, consequential, incidental or otherwise, including, but not limited to, those arising out of, resulting from, or related to this Agreement and/or any Company actions pursuant or related to this Agreement or to the Program. The Developer releases Company, its directors, officers, employees, agents, successors and assigns, from any and all liabilities to the Developer.

8. TERMINATION. Any party to this Agreement may terminate this Agreement for convenience upon thirty (30) days written notice to the other party. Company may terminate the Agreement at any time for any nonconformance with a material term of this Agreement. Company may terminate the Agreement at any time for legislative, court or regulatory changes effecting its rates, tariffs or Economic Development Programs. In the event of any termination, no amount shall be paid or payable by Company for the Developer's termination

costs, including, but not limited to, costs associated with the transfer or termination of personnel or other contracts.

9. **ASSIGNMENT AND SUBCONTRACTING.** The Developer shall neither assign this Agreement, nor subcontract any portion of the work, nor assign any moneys payable under this Agreement, without first obtaining the written consent of Company. Company may reject any assignee, delegatee or other transferee, or any subcontractor, within its absolute discretion, that it considers unable or unsuitable to perform activities under this Agreement. Any Company – authorized assignment or subcontracting of this Agreement shall not relieve the Developer of the responsibility for full compliance with the requirements of this Agreement. The requirements of this Agreement shall be included in any subcontracts placed by the Developer.
10. **THIRD-PARTY BENEFICIARY.** The parties have no intent, and do not create any third-party rights or interest in this Agreement or in the Project.
11. **NOTICES.** Each party shall designate the name and address of that party's representative. Any legal or contractual notices required to be sent to either party shall be deemed duly sent when mailed to the intended party's designated representative by means of certified or registered mail, return receipt requested.
12. **WAIVER.** No term of this Agreement may be waived except in a writing signed by the parties.
13. **LAWS.** This Agreement shall be interpreted and enforced according to the laws of the State of New York, exclusive of those laws determined by application of New York's choice of law principles. All parties hereby consent to personal jurisdiction and venue in the courts in the State of New York.
14. **SEVERABILITY.** To the extent that any provision of this Agreement shall be held to be invalid, illegal or unenforceable, it shall be severed from this Agreement without affecting the validity, legality or enforceability of the remaining provisions of the Agreement.
15. **INTEGRATION AND MERGER.** The parties agree that there are no understandings, agreements, or representations, expressed or implied, other than those expressed herein. This Agreement supersedes and merges all prior discussions and understandings, and constitutes the entire agreement between the parties.

IN WITNESS WHEREOF, the parties hereto agree to the terms and conditions of this Agreement, and agree to be bound by the same, and represent that their signatories have complete authority to sign and accept this Agreement.

MONTGOMERY COUNTY IDA
Project #5735

By: *Kenneth T. Rose*

Title: CEO

Date: February 12, 2021

NIAGARA MOHAWK POWER CORPORATION, D/B/A NATIONAL GRID

By: _____
Arthur W. Hamlin

Title: Manager, Economic Development

Date: _____

**Schedule A
Grant Sponsorship Agreement**

DRAFT

GRANT SPONSORSHIP AGREEMENT

THIS AGREEMENT ("Agreement") is made and entered into as of this __ day of February _____, 2021, by and between the **MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY**, with its principal offices located at Old County Courthouse, 9 Park Street Fonda, New York (the "Agency") and **CITY OF AMSTERDAM**, with an address for the receipt of mail of 61 Church Street, Amsterdam, New York 12010 (the "City")

WHEREAS, the Agency is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title I 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 666 of the 1970 Laws of New York, as amended, constituting Section 895-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 industrial, warehousing, commercial, research and manufacturing 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 properly position the County and City for future economic and job development initiatives, the Agency, on behalf of the City applied through National Grid's Strategic Economic Development Outreach Program for marketing funds to be used by the City of Amsterdam for their marketing initiative; and

WHEREAS, funds were awarded to the Agency for an amount up to \$135,000 through this National Grid Grant Program; and

WHEREAS, all matching funds and costs associated with this grant will be the sole responsibility of the City.

NOW, THEREFORE, IN CONSIDERATION of the mutual promises and covenants contained herein, the parties do mutually agree as follows:

- 1.0 Upon the completion of the milestones laid out in the Grant Agreement attached hereto as Schedule A, the Agency will submit all documentation provided by the City in order to obtain reimbursement for the City in relation to the Grant. Payment Terms: (i) the Agency shall pay the any and all funds received from National Grid in relation to this grant to the City of Amsterdam. (ii) The City shall indemnify the Agency for any all issues related to this Grant project.

- 2.0 All Notices permitted or required hereunder shall be in writing and shall be transmitted via certified United States Mail, return receipt requested, or by private same day or overnight delivery service and shall be addressed as follows or to such different addresses as the parties may from time-to-time designate:

To the Agency: Montgomery County Industrial Development Agency
 P.O. Box 1500
 Fonda, New York 12068
 Attention: Kenneth F. Rose, CEO

To City: City of Amsterdam
 61 Church Street
 Amsterdam, NY 12010
 Attn: Amanda Bearcroft

- 3.1 This Agreement shall be governed by and construed in accordance with the laws of the State of New York, and shall benefit and bind the parties hereto and their respective heirs, personal representatives, successors and assigns. This Agreement sets forth the entire Agreement of the parties with respect to the subject matter hereof and supersedes any prior agreements or understandings, except as otherwise provided herein. The terms of this Agreement may not be changed, waived or terminated except by an instrument in writing, signed by the party against whom enforcement is sought, specifically agreeing to such change, waiver or termination. This Agreement may be executed in one or more counterparts, each of which shall constitute an original and all of which taken together shall constitute one agreement, and faxes and copies of this Agreement shall be deemed as valid and binding as an original.

IN WITNESS WHEREOF, the Agency and City have caused this Agreement to be executed and delivered as of the date and year first above written.

(Signatures Appear on Following Page)

Montgomery County Industrial Development Agency

BY: _____

Title: Director

City of Amsterdam

BY: _____

Title: Mayor