

**Montgomery County Industrial Development Agency Meeting
July 19, 2018
Meeting Minutes**

MEMBERS PRESENT:

John McGlone, Chairman
Matthew Beck, Vice-Chair
Carol Shineman, Secretary
Robert Harris, Treasurer
Amanda Auricchio, Esq., Member

STAFF MEMBERS PRESENT:

Kenneth F. Rose, Chief Executive Officer
Sheila Snell, Chief Financial Officer
Michele Pawlik, Ec. Dev Program Asst.
Andrew Santillo, Staff Assistant
Karl Gustafson, Grant Assistant

ABSENT:

Mark Kowalczyk, Member
John Snyder, Member

OTHERS PRESENT:

Daniel Wilson, County Legislator

I. Call to Order

The meeting was called to order by Chairman McGlone at 4:30pm.

II. Minutes

Motion was made by Robert Harris, seconded by Carol Shineman to approve the IDA regular meeting minutes of May 17, 2018. All members present were in favor.

III. Communications

There were no communications to report.

IV. Public Comments

There were no public comments.

V. Chair's Report

There was no Chair report.

VI. Director's Report

CFA Update

Mr. Rose stated that staff worked on numerous CFA's again this year for Round 8 which encompassed both community and private sector development projects and will be submitting the grants at the end of July.

DRI Update

Mr. Rose reported that the Governor announced the third round of the Downtown Revitalization Initiative. Mr. Rose stated that one community in each of the ten regions will be awarded \$10 million to help with revitalization efforts. The Regional Councils will nominate one Village, City or small municipality in their region based upon applications that they receive. Mr. Rose stated that staff developed the application for the City of Amsterdam which was submitted on June 1st. This program will emphasize using public investment to reinforce and secure additional private investment within downtown neighborhoods.

Exit 29 Redevelopment Project Update

Mr. Rose reported that the County received 12 RFQ's from various firms for the debris pile removal. Mr. Rose indicated that the Exit 29 committee will be starting the interview process and anticipates selecting a firm within with next month.

State Highway 5S Widening Project

The bid documents were opened for the State Highway 5S work there will be a resolution later in them meeting to award the bids. The pole relocation project is substantially complete as well and we should be receiving the reconciliation documents for actual costs incurred at some point in the future.

VII. Financial Report

IDA Financial report

Ms. Snell stated that the financial report is included in the board packet for review. Ms. Snell indicated there was nothing unusual to report this month.

Revolving Loan Fund

Ms. Snell report that the Revolving Loan Fund was included in the board packet for review.

VIII. Unfinished Business

There was no unfinished business to report.

IX. New Business

A. National Grid Marketing Grant

Ms. Pawlik stated that the IDA was awarded a grant from National Grid for \$3,756 to help offset costs with the Agency's Statebook Microsite for 2018. The grant will offset up to 50% of the costs associated with the site.

The following resolution was offered by Carol Shineman, seconded by Robert Harris, to wit:

RESOLUTION AUTHORIZING THE MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY TO EXECUTE AND DELIVER A CERTAIN PROJECT FUNDING AGREEMENT-NATIONAL GRID.

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

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Robert Harris	VOTING	YES
Carol Shineman	VOTING	YES
Amanda Auricchio, Esq.	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT

The foregoing Resolution No. 18-11 was thereupon declared duly adopted.

B. Borrego Solar

Borrego Solar approached the IDA about establishing a solar photovoltaic electric power generating and storage system on approximately 55 acres in the Glen Canal View Business Park.

The following resolution was offered by Matthew Beck, seconded by Carol Shineman, to wit:

RESOLUTION APPROVING THE EXECUTION AND DELIVER OF A LETTER OF INTENT REGARDING THE PROPOSED BORREGO SOLAR PROJECT AND THE WAIVING OF CERTAIN CONFLICTS

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

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
Robert Harris	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT
Amanda J. Auricchio, Esq.	VOTING	YES

The foregoing Resolution No. 18-12 was thereupon declared duly adopted.

C. STHWY 5S Highway Project

Dollar General was awarded a grant through National Grid as part of their Distribution Center project in the Florida Business Park Extension. Electric infrastructure improvements required at the site also include the relocation of various poles along State Highway 5S and Dollar General is working with the Agency to offset some of the costs associated with this work through this grant.

The following resolution was offered by Robert Harris, seconded by Matthew Beck, to wit:

RESOLUTION AUTHORIZING THE MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY TO EXECUTE AND ELECTRIC INFRASTRUCTURE AGREEMENT-STATE HIGHWAY 5S INFRASTRUCTURE IMPROVEMENTS

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

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Robert Harris	VOTING	YES
Carol Shineman	VOTING	YES
Amanda Auricchio, Esq.	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT

The foregoing Resolution No. 18-13 was thereupon declared duly adopted.

D. Florida Business Park Ext. Road Work

As part of the State Highway 5S road widening associated with the Dollar General Distribution Center project and continuing build out of the Florida Park Extension various work is required by DOT in order to accommodate additionally traffic associated with the development of the Park.

The following resolution was offered by Matthew Beck, seconded by Carol Shineman, to wit:

RESOLUTION AUTHORIZING THE EXPENDITURE OF MONEYS RELATING TO THE FLORIDA BUSINESS PARK EXT. ROAD WORK

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

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
Robert Harris	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT
Amanda J. Auricchio, Esq.	VOTING	YES

The foregoing Resolution No. 18-14 was thereupon declared duly adopted.

E. Award Bid-State Highway 5S Infrastructure Improvements

The Agency went out to Bid for State Highway 5S road work that is being required by NYSDOT as the build out of the Florida Park Extension. Rifenburg Construction Inc. was lowest qualified bidder for the project of the Bids that were received.

The following resolution was offered by Carol Shineman, seconded by Robert Harris, to wit:

RESOLUTION AWARDING BID-STATE HIGHWAY 5S INFRASTRUCTURE IMPROVEMENTS

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

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Robert Harris	VOTING	YES
Carol Shineman	VOTING	YES
Amanda Auricchio, Esq.	VOTING	ABSTAIN
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT

The foregoing Resolution No. 18-15 was thereupon declared duly adopted.

F. Dollar General

The Agency received a letter from Dollar General requesting an extension to their sales tax exemptions as it relates to the construction of the facility due to weather delays that occurred during the Spring.

The following resolution was offered by Matthew Beck, seconded by Robert Harris, to wit:

RESOLUTION AUTHORIZING THE EXTENSION OF THE SALES TAX EXEMPTION LETTER RELATING TO A CERTAIN PROJECT FOR THE BENEFIT OF DOLLAR GENERAL

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

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
Robert Harris	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT
Amanda J. Auricchio, Esq.	VOTING	YES

The foregoing Resolution No. 18-16 was thereupon declared duly adopted.

G. Amending Engineering Services Contract

The Agency received a letter from McDonald Engineering requesting a change order for their existing contract as it relates to Florida Business Park Extension build out.

The following resolution was offered by Matthew Beck, seconded by Carol Shineman, to wit:

RESOLUTION AMENDING ENGINEERING SERVICES CONTRACT-MCDONALD
ENGINEERING/PRIME AE GROUP OF NY EWA 6-FLORIDA PARK EXTENSION

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

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
Robert Harris	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT
Amanda J. Auricchio, Esq.	VOTING	YES

The foregoing Resolution No. 18-17 was thereupon declared duly adopted.

X. Adjournment

A motion was made by Carol Shineman, seconded Matthew Beck to adjourn the meeting at 5:30pm. All members present were in favor.

Respectfully submitted

Michele Pawlik
Ec. Dev Program Asst.

Attachments: Resolution No. 18-11, 18-12, 18-13,
18-14, 18-15, 18-16, 16-17

**RESOLUTION APPROVING GRANT AGREEMENT MARKETING-NATIONAL GRID
(STATEBOOK SITE MARKETING)**

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 July 19, 2018, 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:

John McGlone	Chairman
Matthew Beck	Vice Chair
Robert Harris	Treasurer
Carol Shineman	Secretary
Amanda Auricchio, Esq.	Member

ABSENT:

Mark Kowalczyk	Member
John Snyder	Member

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Kenneth Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Michele Marzullo	Ec. Dev. Program Assistant
Andy Santillo	Staff Assistant
Karl Gustafson	Grant Assistant
Christopher Canada, Esq.	Agency Counsel

The following resolution was offered by Carol Shineman, seconded by Robert Harris, to wit:

Resolution No. 18-11

**RESOLUTION AUTHORIZING THE MONTGOMERY COUNTY INDUSTRIAL
DEVELOPMENT AGENCY TO EXECUTE AND DELIVER A CERTAIN PROJECT
FUNDING AGREEMENT-NATIONAL GRID**

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 Agency applied to National Grid through its Cooperative Business Recruitment Program for a grant to help offset costs associated with the Agency's Statebook microsite which is the central depository for the properties within the County along with updated demographic information; and

WHEREAS, the Agency was awarded a grant of up to \$3,756 through this Program and National Grid prepared a Project Funding Agreement to be executed which is attached hereto as Schedule A;

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 (in a form approved by Agency Counsel).

Section 3. 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 4. 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:

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Robert Harris	VOTING	YES
Carol Shineman	VOTING	YES
Amanda Auricchio, Esq.	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT

The foregoing Resolution No. 18-11 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 July 19, 2018 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 19h day of July, 2018.

(Assistant) Secretary

(S E A L)

Schedule A

nationalgrid

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JUN 18 2008
BY: [illegible]

ECONOMIC DEVELOPMENT PROGRAM

PUBLIC CUSTOMER AGREEMENT

BETWEEN

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

AND

***MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY
9 Park Street
Fonda, NY 12068***

Application Number: 5000

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

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

1. DEFINITIONS.

"Agreement" means this document and the Approved Application (Attachment "A" hereto).

"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 (Attachment "B").

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

"Project" means the activity described in the Approved Application (Attachment "A").

"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 (Attachment A), 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 Attachment A and Attachment B. 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 (Attachment "C") and the Developer will submit a Payment Requisition form (Attachment "D"). 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 (Attachment C1). 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.

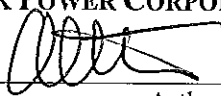
MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY
Project #5000

By: Kenneth L. Row

Title: CEO

Date: 5/29/18

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

By: 
Arthur W. Hamlin

Title: Director, Economic Development & Corporate Citizenship

Date: 6/12/18

ATTACHMENT A
APPROVED APPLICATION

ATTACHMENT B

AWARD LETTER

nationalgrid

ATTACHMENT C

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

Certification of Project Completion:

Project #5000

On behalf of _____, I
certify that project has been 100% completed and that the completed project is as
described in Attachment A and fulfills the requirements of the Company Economic
Development Program.

Signature of Grant Recipient

Title

Date

On behalf of Niagara Mohawk Power Corporation, d/b/a National Grid, I certify I have completed the
final project inspection, that the completed project is as described and fulfills the requirements of the
Company Economic Development Program.

Niagara Mohawk Power Corporation, d/b/a National Grid Representative

Title

Date

nationalgrid

ATTACHMENT C1

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

Certification of Project Progress:

Project #5000

On behalf of _____, I
certify that at least 50% of the project has been completed and that the completed
project is as described in Attachment A and fulfills the requirements of the Company
Economic Development Program. I certify that the project will be completed by
_____ (Date).

Signature of Grant Recipient

Title

Date

On behalf of Niagara Mohawk Power Corporation, d/b/a National Grid, I certify I have completed an
interim project inspection and that at least 50% of the project is completed as described and certified
and fulfills the requirements of the E Company Economic Development Program.

Niagara Mohawk Power Corporation, d/b/a National Grid Representative

Title

Date

nationalgrid

ATTACHMENT D

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

Final Payment Requisition Form

Payment Request in the amount of \$ _____.

Uses of Funds	Column A Total Budget Amount	Column B NM Portion per Budget

Certifications

1.) To the best of my knowledge and belief the expenditures for which _____ is seeking reimbursement for, comply with the requirements of the Grant Agreement between Niagara Mohawk Power Corporation, d/b/a National Grid and _____, and are eligible expenses, per the Agreement. The reimbursement of expenditures, which _____ is seeking does not duplicate reimbursement or disbursement of costs and/or expenses from any other source.

2.) I have the authority to submit this invoice on behalf of _____.

3.) I hereby attach, for National Grid's approval, in support of this requisition, paid invoices, cancelled checks, receipts, and other pertinent documentation for Eligible Expenses, per the Grant Agreement.

Signature: _____ Date: _____

Print name: _____ Title: _____



ATTACHMENT D1

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

Progress Payment Requisition Form

Payment Request # _____ in the amount of \$ _____.

This Request

Uses of Funds	Column A Total Budget Amount	Column B NM Portion per Budget	Column C This Request	Column D Total Requested to Date	Column E Balance of NM Grant Remaining

Certifications

1.) To the best of my knowledge and belief the expenditures for which _____ is seeking reimbursement for, comply with the requirements of the Grant Agreement between Niagara Mohawk Power Corporation, d/b/a National Grid, and _____ and are eligible expenses, per the Agreement. The reimbursement of expenditures, which _____ is seeking does not duplicate reimbursement or disbursement of costs and/or expenses from any other source.

2.) I have the authority to submit this invoice on behalf of _____.

3.) I hereby attach, for National Grid's approval, in support of this requisition, paid invoices, cancelled checks, receipts and other pertinent documentation for Eligible Expenses, per the Grant Agreement.

Signature: _____ Date: _____

Print name: _____ Title: _____

**RESOLUTION APPROVING A LETTER OF INTENT
BORREGO SOLAR PROJECT**

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 July 19, 2018 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:

John McGlone	Chairman
Matthew Beck	Vice Chairman
Carol Shineman	Secretary
Robert Harris	Treasurer
Amanda J. Auricchio, Esq.	Member

ABSENT:

Mark Kowalczyk	Member
John Snyder	Member

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Kenneth Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Michele Pawlik	Economic Development Program Assistant
Andy Santillo	Staff Assistant
Karl Gustafson	Grant Assistant
Christopher C. Canada, Esq.	Agency Counsel

OTHERS PRESENT:

The following resolution was offered by Matthew Beck, seconded by Carol Shineman, to wit:

Resolution No.18-12

**RESOLUTION APPROVING THE EXECUTION AND DELIVER OF A LETTER OF INTENT
REGARDING THE PROPOSED BORREGO SOLAR PROJECT
AND THE WAIVING OF CERTAIN CONFLICTS**

WHEREAS, 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, 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, the Agency is considering whether to undertake a solar farm development project in the Glen Canal View Business Park, located in the Town of Glen, Montgomery County, New York (the “Project”) with Borrego Solar (the “Company”); and

WHEREAS, in connection with the Project, the Company has presented the Agency with a draft letter of intent (the “Letter of Intent”); and

WHEREAS, the Agency has reviewed the draft Letter of Intent and desires to move forward with executing and delivering the Letter of Intent; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended (the “Regulations” and collectively with the SEQR Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to proceed with the Letter of Intent; and

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

Section 1. Based upon an examination of the Request, the Agency hereby makes the following determinations:

(A) The Request constitutes a “Type II action” pursuant to 6 NYCRR 617.5(c)(18) and (21), and therefore that, pursuant to 6 NYCRR 617.6(a)(1)(i), the Agency has no further responsibilities under SEQRA with respect to the Request.

(B) 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;

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

(D) The Project site is located entirely within the boundaries of Montgomery County, New York.

Section 2. Subject to (A) approval of the form of the Letter of Intent, by Agency counsel, and (B) the following additional conditions: _____, the Agency hereby authorizes the execution by the Agency of the Letter of Intent.

Section 3. Subject to the satisfaction of the conditions described in Section 2 hereof, the Chairman (or Vice Chairman) or Chief Executive Officer of the Agency is hereby authorized to execute

and deliver the Letter of Intent to the Company, 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 substantially the form thereof presented to this meeting, with such changes, variations, omissions and insertions as the Chairman (or Vice Chairman) or Chief Executive Officer shall approve, the execution thereof by the Chairman (or Vice Chairman) or Chief Executive Officer to constitute conclusive evidence of such approval.

Section 4. 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 Letter of Intent, and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing Resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Letter of Intent binding upon the Agency.

Section 5. The Agency has been informed that Hodgson Russ LLP has acted as counsel to the Company on prior matters. Hodgson Russ LLP will not act as counsel to the Company on this matter. The Agency will be represented by Hodgson Russ LLP in connection with the matter. The Agency hereby waives any potential conflict resulting from Hodgson Russ LLP acting as counsel to the Company on prior unrelated matters and authorizes the Chairman (or Vice Chairman) to execute any document or documents evidencing such waiver.

Section 6. This Resolution shall take effect immediately.

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

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
Robert Harris	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT
Amanda J. Auricchio, Esq.	VOTING	YES

The foregoing Resolution No. 18-12 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 extract of the minutes of the meeting of the members of the Agency, including the resolution contained therein, held on July 19, 2018, with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency and of such resolution set forth 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"), 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 19th day of July, 2018.

(Assistant) Secretary

(SEAL)

**RESOLUTION AUTHORIZING THE MONTGOMERY COUNTY INDUSTRIAL
DEVELOPMENT AGENCY TO EXECUTE AND DELIVER ELECTRIC
INFRASTRUCTURE AGREEMENT-STATE HIGHWAY 5S INFRASTRUCTURE
IMPROVEMENTS**

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 July 19, 2018, 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:

John McGlone	Chairman
Matthew Beck	Vice Chair
Robert Harris	Treasurer
Carol Shineman	Secretary
Amanda Auricchio, Esq.	Member

ABSENT:

Mark Kowalczyk	Member
John Snyder	Member

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Kenneth Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Michele Marzullo	Ec. Dev. Program Assistant
Andy Santillo	Staff Assistant
Karl Gustafson	Grant Assistant
Christopher Canada, Esq.	Agency Counsel

The following resolution was offered by Robert Harris, seconded by Matthew Beck, to wit:

Resolution No. 18-13

**RESOLUTION AUTHORIZING THE MONTGOMERY COUNTY INDUSTRIAL
DEVELOPMENT AGENCY TO EXECUTE AND ELECTRIC INFRASTRUCTURE
AGREEMENT-STATE HIGHWAY 5S INFRASTRUCTURE IMPROVEMENTS**

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, among the purposes of the Agency is encouraging economic opportunities and job creation in Montgomery County, New York; and

WHEREAS, Dollar General (the "Company") is in the process of constructing a distribution center in the Florida Business Park Extension (the "Business Park"); and

WHEREAS, the Agency understands that the Company, through its expansion into the Florida Business Park Extension, is creating additional job and business opportunities for residents in Montgomery County, New York; and

WHEREAS, due to the project being undertaken by the Company, the New York State Department of Transportation is requiring various improvements to NY Route 5S to accommodate the Company's requirements and additional traffic generation; and

WHEREAS, said highway improvements require the relocating existing overhead utility power lines and appurtenant facilities along NY Route 5S from Pole 76 to Pole 96, including, but not limited to, twenty (20) poles conductor, guy wires, anchors and other devices (the "work") ; and

WHEREAS, the Company and Agency, in connection with the expansion of its operations into the Business Park, will incur infrastructure costs associated with the work in an estimated amount of \$489,869.00 (the "Costs"); and

WHEREAS, in addition to serving the immediate needs of the Company, the work will allow future tenants of the Business Park to utilize the work, which will result in lower development costs; and

WHEREAS, to offset some of the cost of the work, the Company has applied for and received preliminary approval for a grant in the amount of \$250,000 under National Grid's Capital Investment Incentive Program (the "National Grid Grant"); and

WHEREAS, the terms of the National Grid Grant require the Company and the Agency to first complete the work and then seek reimbursement from National Grid in the amount of the National Grid Grant; and

WHEREAS, in order to further the development of the Company's project the Company will reimburse the Agency for a portion of the costs associated with the work for an amount of \$250,000 payable directly to the Agency; and

WHEREAS, upon the Agency's receipt of the payment from Company and completion of the work, the Company will request reimbursement from the National Grid Grant, in its entirety; 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, being 6NYCRR Part 617, as amended (collectively with the SEQR Act, "SEQRA"), by resolution adopted by the members of the Agency on October 4, 2016 (the "SEQR Resolution"), the Agency (A) ratified the determination by the Planning Board of the Town of Florida (the "Planning Board") to act as "lead agency" with respect to the Project, (B) acknowledged receipt of a copy of a negative declaration issued by the Planning Board (the "Negative Declaration"), and (C) indicated that the Agency had no information to suggest that the Planning Board was incorrect in authorizing the issuance of the Negative Declaration; and

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 Electric Infrastructure Agreement with Dollar General 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 (in a form approved by Agency Counsel).

Section 3. 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 4. 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:

John McGlone

VOTING

YES

Matthew Beck	VOTING	YES
Robert Harris	VOTING	YES
Carol Shineman	VOTING	YES
Amanda Auricchio, Esq.	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT

The foregoing Resolution No. 18-13 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 July 19, 2018 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 19th day of July, 2018.

(Assistant) Secretary

(S E A L)

**RESOLUTION AUTHORIZING THE EXPENDITURE OF MONEYS
FLORIDA BUSINESS PARK EXT. ROAD WORK**

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 July 19, 2018 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:

John McGlone	Chairman
Matthew Beck	Vice Chairman
Carol Shineman	Secretary
Robert Harris	Treasurer
Amanda J. Auricchio, Esq.	Member

ABSENT:

Mark Kowalczyk	Member
John Snyder	Member

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Kenneth Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Michele Pawlik	Economic Development Program Assistant
Andrew Santillo	Staff Assistant
Karl Gustafson	Grant Assistant
Christopher Canada, Esq.	Agency Counsel

OTHERS PRESENT:

The following resolution was offered by Matthew Beck, seconded by Carol Shineman, to wit:

Resolution No.18-14

**RESOLUTION AUTHORIZING THE EXPENDITURE OF MONEYS
RELATING TO THE FLORIDA BUSINESS PARK EXT. ROAD WORK**

WHEREAS, 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, 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, the Agency is in the process of developing an industrial park in the Town of Florida, Montgomery County, New York (the “Town”); and

WHEREAS, the road widening associated with the Dollar General Distribution Center project and further development of the Park Extension as requested by the New York State Department of Transportation is on-going; and

WHEREAS, said road widening and related electric pole relocation has impacted some local residents located along STHWY 5S; and

WHEREAS, the Agency desires to minimize the financial impact on the local residents of the road widening and pole relocation project; and

WHEREAS, any expenditure of moneys of the Agency in minimizing such financial impact is directly related to the development of the industrial park in the Town and the undertaking of the Dollar General Distribution Center project,

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

Section 1. The Agency hereby makes the following findings:

(A) That the undertaking of the Dollar General Distribution Center project has required certain site work that has impacted adjacent property owners;

(B) That the Agency desires to mitigate the impacts on adjacent property owners;

(C) That financial impacts are relatively nominal and directly related to the undertaking of the Dollar General Distribution Center project; and

(D) That while the Agency desires to mitigate such impacts, the Agency also wants to ensure that any moneys expended by the Agency in such mitigation are consistent and proper with the Agency’s policies and applicable New York law.

Section 2. In accordance with the findings described in Section 1 above, the Agency hereby determines to (A) enter into a contract or contracts a contractor or contractors (collectively, the “Contractor”), as necessary, for the purposes of undertaking mitigating the impacts on adjacent property owners, and (B) exempt the selection of any Contractor, if necessary, from the Agency’s Procurement Policy for the following reasons: (1) the Contractor is able to conduct the needed work in the short time

period necessary for this project, (2) the Contractor is familiar with needs of the Agency and has experience in these types of projects, (3) the Contractor has worked with the Agency on various projects throughout the years and has performed them in a timely and professional manner, and (4) the Contractor has represented to the Agency that such costs are reasonable.

Section 3. The Agency hereby determines to appropriate moneys for such purposes in a maximum amount not to exceed \$6,000.

Section 4. 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:

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
Robert Harris	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT
Amanda J. Auricchio, Esq.	VOTING	YES

The foregoing Resolution No. 18-14 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 extract of the minutes of the meeting of the members of the Agency, including the resolution contained therein, held on July 19, 2018, with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency and of such resolution set forth 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"), 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 19th day of July, 2018.

(Assistant) Secretary

(SEAL)

**RESOLUTION TO AWARD BID-STATE HIGHWAY 5S INFRASTRUCTURE
IMPROVEMENTS**

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 July 19, 2018, 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:

John McGlone	Chairman
Matthew Beck	Vice Chair
Robert Harris	Treasurer
Carol Shineman	Secretary
Amanda Auricchio, Esq.	Member

ABSENT:

Mark Kowalczyk	Member
John Snyder	Member

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Kenneth Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Michele Marzullo	Ec. Dev. Program Assistant
Andy Santillo	Staff Assistant
Karl Gustafson	Grant Assistant
Christopher Canada, Esq.	Agency Counsel

The following resolution was offered by Carol Shineman, seconded by Robert Harris, to wit:

Resolution No. 18-15

**RESOLUTION AWARDING BID-STATE HIGHWAY 5S INFRASTRUCTURE
IMPROVEMENTS**

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, among the purposes of the Agency is encouraging economic opportunities and job creation in Montgomery County, New York; and

WHEREAS, Dollar General is in the process of constructing a distribution center in the Florida Business Park Extension (the "Business Park"); and

WHEREAS, due to the project being undertaken by the Company, the New York State Department of Transportation is requiring various improvements to NY Route 5S to accommodate the Company's requirements and additional traffic generation; and

WHEREAS, said highway improvements require road widening and other improvements to accommodate Dollar General and future build out of the Florida Park Extension; and

WHEREAS, the Agency issued public bids for this work on May 25th, 2018; and

WHEREAS, five bids were received and opened publicly at 2:30 P.M. on June 26, 2018; and

WHEREAS, Rifenburg Construction, Inc. was the lowest qualified bidder with a bid of \$1,891,421.25; 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, being 6NYCRR Part 617, as amended (collectively with the SEQR Act, "SEQRA"), by resolution adopted by the members of the Agency on October 4, 2016 (the "SEQR Resolution"), the Agency (A) ratified the determination by the Planning Board of the Town of Florida (the "Planning Board") to act as "lead agency" with respect to the Project, (B) acknowledged receipt of a copy of a negative declaration issued by the Planning Board (the "Negative Declaration"), and (C) indicated that the Agency had no information to suggest that the Planning Board was incorrect in authorizing the issuance of the Negative Declaration; and

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 a contract with Rifenburg Construction, Inc. to conduct the aforementioned work associated with the State Highway 5S Improvements at a cost not to exceed \$1,891,421.25 as such project 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 contract (in a form approved by Agency Counsel).

Section 3. 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 4. 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:

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Robert Harris	VOTING	YES
Carol Shineman	VOTING	YES
Amanda Auricchio, Esq.	VOTING	ABSTAIN
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT

The foregoing Resolution No. 18-15 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 July 19, 2018 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 19th day of July, 2018.

(Assistant) Secretary

(S E A L)

**RESOLUTION AUTHORIZING THE EXTENSION
OF THE SALES TAX EXEMPTION PERIOD
DOLLAR GENERAL PROJECT**

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, Fonda, New York on July 19, 2018 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:

John McGlone	Chairman
Matthew Beck	Vice Chairman
Carol Shineman	Secretary
Robert Harris	Treasurer
Amanda J. Auricchio, Esq.	Member

ABSENT:

Mark Kowalczyk	Member
John Snyder	Member

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Kenneth Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Michele Pawlik	Economic Development Program Assistant
Andrew Santillo	Staff Assistant
Karl Gustafson	Grant Assistant
Christopher C. Canada, Esq.	Agency Counsel

OTHERS PRESENT:

The following resolution was offered by Matthew Beck, seconded by Robert Harris, to wit:

Resolution No. 18-16

**RESOLUTION AUTHORIZING THE EXTENSION OF THE SALES TAX
EXEMPTION LETTER RELATING TO A CERTAIN PROJECT FOR THE BENEFIT
OF DOLLAR GENERAL**

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

WHEREAS, on January 20, 2017 (the “Closing”), the Agency entered into a lease agreement dated as of January 20, 2017 (the “Lease Agreement”) by and between the Agency and DG Distribution Northeast, LLC (the “Company”) for the purpose of undertaking a project (the “Project”) consisting of the following: (A) (1) the acquisition of an interest in an approximately 100 acre parcel of land located at the intersection of State Highway 5S and Fort Hunter Road in the Town of Florida, Montgomery County, New York (the “Land”), (2) the construction on the Land of an approximately 750,000 square foot building (the “Facility”), (3) the acquisition and installation of certain machinery and equipment therein and thereon (the “Equipment”) (the Land, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to constitute a warehouse and distribution facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes, and mortgage recording taxes (the “Financial Assistance”); and (C) the lease of the Project Facility to the Company pursuant to the Lease Agreement; and

WHEREAS, simultaneously with the execution and delivery of the Lease Agreement, (A) the Agency, the Company and other parties entered into certain documents relating to the Project, including without limitation, a lease to agency dated as of January 20, 2017 (the “Underlying Lease”) and (B) the Agency delivered to the Company a sales tax exemption letter dated January 20, 2017 (the “Sales Tax Exemption Letter”), which Sales Tax Exemption Letter states that it will be effective until June 30, 2019; and

WHEREAS, the Agency received a letter dated July 13, 2018 from Dollar General Corporation (“Dollar General”) pursuant to which Dollar General, as a result of permitting and weather delays relating to the Project, has requested (the “Request”) that the Agency extend the June 30, 2019 expiration date under the Sales Tax Exemption Letter until December 31, 2019, and the Agency is willing to agree to such extension; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended (the “Regulations” and collectively with the SEQR Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to proceed with the Request; and

WHEREAS, pursuant to SEQRA, the Agency has examined the Request in order to make a determination as to whether the Request is subject to SEQRA, and it appears that the Request constitutes a Type II action under SEQRA;

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

Section 1. Based upon an examination of the Request, the Agency hereby determines that the Request constitutes a “Type II action” pursuant to 6 NYCRR 617.5(c)(26), and therefore that, pursuant to 6 NYCRR 617.6(a)(1)(i), the Agency has no further responsibilities under SEQRA with respect to the Request.

Section 2. The Agency hereby agrees to extend the scheduled expiration date of the Sales Tax Exemption Letter from June 30, 2019 to December 31, 2019.

Section 3. The Agency hereby authorizes the Chairman, Vice Chairman or Chief Executive Officer to execute and deliver to the Company a letter confirming such extension and to execute and file an amended NYS ST-60 Sales Tax Form, in each case, reflecting the new expiration date of December 31, 2019.

Section 4. This Resolution shall take effect immediately.

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

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
Robert Harris	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT
Amanda J.Auricchio, Esq.	VOTING	YES

The foregoing Resolution No. 18-16 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 extract of the minutes of the meeting of the members of the Agency, including the resolution contained therein, held on July 19, 2018, with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency and of such resolution set forth 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”), 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 19th day of July, 2018.

(Assistant) Secretary

(SEAL)

**RESOLUTION AMENDING ENGINEERING SERVICES CONTRACT-MCDONALD
ENGINEERING/PRIME AE GROUP OF NY EWA 6-FLORIDA PARK EXTENSION**

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, Fonda, New York on July 19, 2018 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:

John McGlone	Chairman
Matthew Beck	Vice Chairman
Carol Shineman	Secretary
Robert Harris	Treasurer
Amanda J. Auricchio, Esq.	Member

ABSENT:

Mark Kowalczyk	Member
John Snyder	Member

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Kenneth Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Michele Pawlik	Economic Development Program Assistant
Andrew Santillo	Staff Assistant
Karl Gustafson	Grant Assistant
Christopher C. Canada, Esq.	Agency Counsel

OTHERS PRESENT:

The following resolution was offered by Matthew Beck, seconded by Carol Shineman, to wit:

Resolution No. 18-17

**RESOLUTION AMENDING ENGINEERING SERVICES CONTRACT-MCDONALD
ENGINEERING/PRIME AE GROUP OF NY EWA 6-FLORIDA PARK EXTENSION**

WHEREAS, 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, 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, the Montgomery County Industrial Development Agency is in the process of developing an industrial park in the Town of Florida, and

WHEREAS, road widening associated with the Dollar General Distribution Center project and further development of the Park Extension as requested by the New York State Department of Transportation is on-going, and

WHEREAS, said road widening project scope was increased due to the 2nd entrance for the Dollar General project, and

WHEREAS, various additional reconstruction designs were required by NYSDOT during the permitting of the project for approval by NYSDOT, and

WHEREAS, per Resolution 07-46 the MCIDA has a contract with John M. McDonald Engineering, P.C. in relation to the aforementioned work, and

WHEREAS, John M. McDonald Engineering, P.C. was recently acquired by KE Group of NY, Inc. dba PRIME AE Group of NY,

RESOLVED, the Agency hereby approves a sixth amendment to the contract with KE Group of NY, Inc. dba PRIME AE Group of NY (formerly John M. McDonald Engineering, P.C.) for and amount not to exceed \$49,000, 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:

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES

Carol Shineman	VOTING	YES
Robert Harris	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
John Snyder	VOTING	ABSENT
Amanda J.Auricchio, Esq.	VOTING	YES

The foregoing Resolution No. 18-17 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, including the resolution contained therein, held on July 19, 2018, with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency and of such resolution set forth 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"), 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 19th day of July, 2018.

(Assistant) Secretary

(SEAL)