



## Meeting Notice

**TO: Agency Members**

**FROM: Kenneth F. Rose, Chief Executive Officer**

**DATE: JuLy 17 , 2018**

**RE: Marketing Committee, MCIDA Meeting**

The regular meeting of the Montgomery County Industrial Development Agency is scheduled for Thursday, July 19, 2018 at 4:30 p.m. at the Old County Courthouse, 9 Park Street, Fonda, NY and will be rescheduled. **Marketing Committee** Meeting will be held starting at 4:00 P.M. prior to the organizational meeting.

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

cc:	A. Joseph Scott, III, Esq.	The Recorder
	Montgomery Co. Legislature	The Leader Herald
	AIDA Members	Daily Gazette
	DPW	

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

- I. Call to Order
- II. Minutes
  - A. Regular Meeting-May 17, 2018
- III. Communications
- IV. Public Comments
- V. Chair's Report
- VI. Director's Report
  - A. DRI Update
  - B. Exit 29 Redevelopment Project Update
- VII. Financial Report
  - A. IDA Financial Report
  - B. Revolving Loan Fund
- VIII. Unfinished Business
- IX. New Business
  - A. National Grid Marketing Grant-Action Item
  - B. Borrego Solar-Action Item
  - C. STHWY 5S Highway Project-Action Items
  - D. Dollar General-Action Item
- X. Adjournment

**Montgomery County Industrial Development Agency Meeting  
May 17, 2017  
Meeting Minutes**

**MEMBERS PRESENT:**

John McGlone, Chairman  
Matthew Beck, Vice-Chair  
Carol Shineman, Secretary  
Robert Harris, Treasurer  
Mark Kowalczyk, Member  
John Snyder, 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  
A. Joseph Scott, Esq., Agency Counsel

**ABSENT:**

**OTHERS PRESENT:**

Robert Purtell, County Legislator  
Joe Green, Mohawk Solar  
Kylie McPherson, Borrego

**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 Mark Kowalczyk to approve the Audit Committee meeting minutes of March 8, 2018. All members present were in favor.

Motion was made by Carol Shineman, seconded by Matthew Beck to approve the Governance Committee meeting minutes of March 8, 2018. All members present were in favor.

Motion was made by Matthew Beck, seconded by Mark Kowalczyk to approve the Marketing Committee meeting minutes of March 8, 2018. All members present were in favor.

Motion was made by Robert Harris, seconded by Carol Shineman to approve the IDA regular meeting minutes of March 8, 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**

### **Staff Reports**

Mr. Rose indicated that the staff reports were included in the packet, and to inquire directly with the appropriate staff member if there were any questions.

### **CFA Update**

Mr. Rose stated that the Governor also announced Round eight of the CFA process which is now open and those will be due at the end of July. Staff is working on numerous CFA's again this year for both community and private sector development projects.

### **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 will be developing the application for the City of Amsterdam which is due 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 for the debris pile removal. Mr. Rose indicated that the Exit 29 committee will be starting the interview process within the next few weeks. Also, all the bid documents are set for the State Highway 5S work and they will be due sometime toward the end of June. The pole relocation is completed as well and we should be receiving the reconciliation documents within the next few weeks.

Mr. Rose stated that the quarterly marketing report was included in the board packet for review.

## **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 unfished business to report.

## **IX. New Business**

## **A. Borrego Solar**

Mrs. Kylie McPherson from Borrego presented their project to the IDA board. Mrs. McPherson stated that Borrego is looking to lease approximately 30 plus acres in the Glen Canal View Business Park to install, maintain and operate a solar photovoltaic generating and energy storage facility. Borrego provided the IDA with a draft Letter of Intent which will be reviewed by Agency Counsel.

Motion was made by Robert Harris, seconded by Matthew Beck to enter into executive session to discuss financial history of a particular person and/or corporation at 4:43 pm. All members present were in favor. A motion was made by Matthew Beck, seconded by Carol Shineman to adjourn executive session at 5:47pm. All members present were in favor. No action was taken in Executive Session.

## **B. Mohawk Solar LLC. IDA Application**

Mr. Joe Green from Mohawk Solar presented their project to the IDA board. Mohawk Solar is looking to construct a 90+ Megawatt solar photovoltaic generating facility in the Town's of Minden and Canajoharie. The estimated project cost is approximately \$135 Million.

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

RESOLUTION AUTHORIZING THE CHIEF EXECUTIVE OFFICER OF MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY TO HOLD A PUBLIC HEARING OR HEARINGS REGARDING A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF MOHAWK SOLAR LLC.

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
Robert Harris	VOTING	ABSTAIN
Mark Kowalczyk	VOTING	YES
Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
John Snyder	VOTING	YES

The foregoing Resolution No. 18-08 was thereupon declared duly adopted.

## **C. RLF Application- Executive Group**

The following resolution was offered by Matthew Beck, seconded by Mark Kowalczyk to wit:

RESOLUTION RECOMMENDING REVOLVING LOAN FUND APPROVAL FOR EXECUTIVE TRIM GROUP, INC/EXECUTIVE GROUP, INC.

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

John McGlone	VOTING	YES
Mathew Beck	VOTING	YES
Robert Harris	VOTING	YES
Carol Shineman	VOTING	YES
Mark Kowalczyk	VOTING	YES
John Snyder	VOTING	YES

The foregoing Resolution No. 18-09 was thereupon declared duly adopted.

#### **D. Exit 29 Redevelopment Project-RFQ's**

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

#### **RESOLUTION AUTHORIZING THE ENTERING OF THE MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY INTO AN AGREEMENT FOR PROFESSIONAL SERVICES-INDUSTRIAL SITE REDEVELOPMENT PROGRAM**

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
Robert Harris	VOTING	YES
Mark Kowalczyk	VOTING	YES
Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
John Snyder	VOTING	YES

The foregoing Resolution No. 18-10 was thereupon declared duly adopted.

#### **X. Adjournment**

A motion was made by Carol Shineman, seconded Matthew Beck to adjourn the meeting at 7:00pm. All members present were in favor.

Respectfully submitted

---

Michele Pawlik  
Ec. Dev Program Asst.

Attachments: Resolution No. 18-08, 18-09, 18-10

**PUBLIC HEARING RESOLUTION  
MOHAWK SOLAR LLC PROJECT**

A regular meeting of Montgomery County Industrial Development Agency (the “Agency”) was convened in public session at the office of the Agency located at the Old County Courthouse, 9 Park Street, Fonda, New York on May 17, 2018 at 4:30 p.m., local time.

The meeting was called to order by the 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
Mark Kowalczyk	Member
John Snyder	Member

**ABSENT:**

**THE FOLLOWING PERSONS WERE ALSO PRESENT:**

Kenneth Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Michele Pawlik	Economic Development Program Assistant
Andrew Santillo	Staff Assistant
A. Joseph Scott, III, Esq.	Agency Counsel

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

Resolution No. 18-08

RESOLUTION AUTHORIZING THE CHIEF EXECUTIVE OFFICER OF MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY TO HOLD A PUBLIC HEARING OR HEARINGS REGARDING A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF MOHAWK SOLAR LLC.

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 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, on or about May 4, 2018, Mohawk Solar LLC (the “Company”) submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in approximately 1,000 acres of land located in the Town of Canajoharie, Montgomery County, New York and the Town of Minden, Montgomery County, New York (collectively, the “Land”), (2) the construction on the Land of a solar generating facility, including, but not limited to, PV modules, metal racks and steel earth screw foundations and electric equipment with related concrete foundations (collectively, the “Facility”) and (3) the acquisition and installation of certain machinery and equipment therein and thereon (collectively, the “Equipment”) (the Land, the Facility and the Equipment hereinafter referred to as the “Project Facility”), all of the foregoing to be operated by the Company as a solar powered electricity generation facility and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, 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 or such other entity or person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to Section 859-a of the Act, prior to the Agency providing any “financial assistance” (as defined in the Act) of more than \$100,000 to any Project, the Agency, among other things, must hold a public hearing with respect to the Project; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 859-a of the Act;

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

Section 1. The Agency hereby authorizes the Agency staff, after consultation with the members of the Agency and Agency Counsel, (A) to establish the time, date and place for a public hearing or hearings of the Agency (as determined by the Agency) to hear all persons interested in the Project, said public hearing or hearings to be held in the Town of Canajoharie, Montgomery County, New York and/or in the Town of Minden, Montgomery County, New York; (B) to cause notice of such public hearing or hearings to be given to the public by publishing a notice of such public hearing or hearings in newspapers of general circulation to available to the residents of the governmental units where the Project Facility is or is to be located, such notice to comply with the requirements of Section 859-a of the Act and to be published no fewer than ten (10) days prior to the date established for such public hearing or hearings; (C) to cause notice of said public hearing or hearings to be given to the chief executive officer of the county and each city, town, village and school district in which the Project Facility is or is to be located no fewer than ten (10) days prior to the date established for said public hearing or hearings; (D) to conduct such public hearing or hearings; and (E) to cause a report or reports of said public hearing or hearings fairly summarizing the views presented at said public hearing or hearings to be promptly prepared.



Section 2. Any action taken by the Agency staff in connection with the public hearing or hearings with respect to the Project prior to the date of this Resolution is hereby ratified and confirmed.

Section 3. The Chairman, Vice Chairman and/or the Agency staff are hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 4. This Resolution shall take effect immediately.

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

John McGlone	VOTING	YES
Matthew Beck	VOTING	YES
Robert Harris	VOTING	ABSTAIN
Carol Shineman	VOTING	YES
Mark Kowalczyk	VOTING	YES
John Snyder	VOTING	YES

The foregoing Resolution No. 18-08 was thereupon declared duly adopted.

[Remainder of page left blank intentionally]

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

I, the undersigned 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 May 17, 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 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 duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 17<sup>th</sup> day of May, 2018.

Secretary

(SEAL)

**RESOLUTION RECOMMENDING REVOLVING LOAN FUND APPROVAL  
FOR EXECUTIVE TRIM CONSTRUCTION, INC/EXECUTIVE GROUP, INC.**

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 May 17, 2018 at 4:30 P.M.

The meeting was called to order by the 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
Mark Kowalczyk	Member
John Snyder	Member

**ABSENT**

**THE FOLLOWING PERSONS WERE ALSO PRESENT:**

Kenneth Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Michele Pawlik	Economic Development Program Assistant
Karl Gustafson, Jr.	Grant Assistant
Andy Santillo	Administrative Assistant

The following resolution was offered by Matthew Beck, seconded by Mark Kowalczyk to wit:

**Resolution No. 18-09**

**RESOLUTION RECOMMENDING REVOLVING LOAN FUND APPROVAL FOR  
EXECUTIVE TRIM GROUP, INC/EXECUTIVE GROUP, INC.**

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, 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, Montgomery County administers an Economic Development Program for the purpose of creating and retaining jobs, and

WHEREAS, the Montgomery County Industrial Development Agency (MCIDA) has been approached by Executive Trim Group, Inc. / Executive Group, Inc. for a loan request of \$500,000.00 at an interest rate of 4.75% for ten (10) years for the purpose of purchasing and renovating real estate and assisting with the cost of machinery and equipment, supplies and inventory and vehicles for a new and expansion business located at 50 Park Street, Amsterdam, NY, and

WHEREAS, said applicant has agreed to create sixteen (16) FTE jobs and retain thirteen (13) FTE's in conjunction with receiving the loan, and

WHEREAS, the Montgomery County Industrial Development Agency has reviewed the business loan application from Executive Trim Group, Inc. / Executive Group, Inc.,

RESOLVED, that the Montgomery County Industrial Development Agency hereby recommends approval of the loan to Executive Trim Group, Inc. / Executive Group, Inc. in a principal amount not to exceed \$500,000.00, 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 vote on roll call, which resulted as follows:

John McGlone	VOTING	YES
Mathew Beck	VOTING	YES
Robert Harris	VOTING	YES
Carol Shineman	VOTING	YES
Mark Kowalczyk	VOTING	YES
John Snyder	VOTING	YES

The foregoing Resolution No. 18-09 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 May 17, 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 through-out 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 17th day of May, 2018.

\_\_\_\_\_  
(Assistant) Secretary

(S E A L)

**RESOLUTION AUTHORIZING THE ENTERING OF THE MONTGOMERY  
COUNTY INDUSTRIAL DEVELOPMENT AGENCY INTO AN AGREEMENT FOR  
PROFESSIONAL SERVICES-INDUSTRIAL SITE REDEVELOPMENT PROGRAM**

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 Tuesday, May 17, 2018 at 4:30 P.M.

The meeting was called to order by the Chair 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
Mark Kowalczyk	Member
John Snyder	Member

**ABSENT:**

**THE FOLLOWING PERSONS WERE ALSO PRESENT:**

Kenneth Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Michele Pawlik	Economic Dev. Program Assistant
Andy Santillo	Staff Assistant
A. Joseph Scott, Esq.	Agency Counsel

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

Resolution No. 18-10

**RESOLUTION AUTHORIZING THE ENTERING OF THE MONTGOMERY COUNTY  
INDUSTRIAL DEVELOPMENT AGENCY INTO AN AGREEMENT FOR  
PROFESSIONAL SERVICES-INDUSTRIAL SITE REDEVELOPMENT PROGRAM**

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 in support of its underlying mission established the Industrial Site Redevelopment Program through Resolution 15-15, and

WHEREAS, a strong focus of the program to date has been on the Exit 29 Redevelopment project at the former Beech Nut Nutrition Facility, and

WHEREAS, Montgomery County is the owner of said site and is working with the Village of Canajoharie on the redevelopment of said site, and

WHEREAS, the Village of Canajoharie has received a total of \$6.5 Million in RESTORE NY funds for the purposes of remediation and demolition of various structures on said site, and

WHEREAS, Montgomery County issued RFQ's from Engineering/Environmental firms for Professional Engineering Services for Updated Asbestos Assessment and Preparation of Plans, Specifications and Bid Documents and Construction Inspection for Asbestos Abatement and Multiple Structure Demolition/Rehabilitation, and

WHEREAS, the Agency in fulfilling its Mission has taken an active role in the Exit 29 Redevelopment Project and feels strongly that expertise be hired for the review and evaluation of the RFQ's, and

WHEREAS, the Agency has adopted a Procurement Policy to guide the Agency in contracting for goods and services, and

WHEREAS, the Procurement Policy permits the Agency, in its sole discretion, to exempt entering into of a contract from the Procurement Policy based on the circumstances of the contract and needs of the Agency,

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

Section 1. The Agency hereby determines to (A) enter into a contract with Delaware Engineering, D.P.C. (the "Contractor") for the purposes of providing professional guidance and review of the aforementioned RFQ's for the Former Beech-Nut Plant in the Village of Canajoharie, and (B) exempt the selection of the contractor from the Agency's Procurement Policy for the following reasons: (1) The contractor is able to conduct the needed assessment and review in the short time period necessary for this project (2) the contractor is familiar with needs of the agency, County and Village of Canajoharie (3) the contractor has a twenty year history of successful planning, permitting, infrastructure and environmental projects in the Village of Canajoharie and is



well aware of the positive ramifications that will result from the re-development of the former Beech Nut site.

Section 2. The Agency hereby determines to enter into a contract with the Contractor for a maximum cost not to exceed \$12,000, plus reimbursables.

Section 3. 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 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
Robert Harris	VOTING	YES
Carol Shineman	VOTING	YES
Mark Kowalczyk	VOTING	YES
John Snyder	VOTING	YES

The foregoing Resolution No. 18-10 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 May 17, 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 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 17th day of May, 2018.

(SEAL)

---

(Assistant) Secretary

# Montgomery County Industrial Development Agency

## Balance Sheet

As of June 30, 2018

	Jun 30, 18
<b>ASSETS</b>	
<b>Current Assets</b>	
Checking/Savings	
200 · Cash	
200.1 · NBT-General Fund	6,454.77
200.2 · NBT-MMDA	1,618,435.94
200.4 · NBT-USDA	75,051.58
200.7 · NBT Payroll	2,973.07
<b>Total 200 · Cash</b>	<b>1,702,915.36</b>
<b>Total Checking/Savings</b>	<b>1,702,915.36</b>
<b>Other Current Assets</b>	
253 · Loan Receivable	16,025.17
420 · Due from Other Government	
420.1 · Due From Montgomery County	86,935.77
<b>Total 420 · Due from Other Government</b>	<b>86,935.77</b>
480 · Prepays	
480.1 · Prepaid Expenses	3,978.50
480.2 · Prepaid Insurance	5,025.69
<b>Total 480 · Prepays</b>	<b>9,004.19</b>
<b>Total Other Current Assets</b>	<b>111,965.13</b>
<b>Total Current Assets</b>	<b>1,814,880.49</b>
<b>Other Assets</b>	
100.1 · GP-Land Adams Purchase	913,809.22
100.20 · Land FP- Gage Parcel	7,534.25
100.23 · FP Land-Lot1 Parcel A	11,003.85
100.28 · FP Land Lot 1 Parcel AA	9,859.60
100.29 · FP Land New Account	-100.00
100.30 · FP Land Bushman Property	115,886.81
100.31 · FP Land Trnsfr-Twn Florida	9,282.93
100.32 · FP Land Transfer to NYSDOT	1.00
100.33 · FP Land Cell Tower	6,329.14
100.40 · FP Extension	768,358.71
100.50 · Land-Parking Lot	10.00
100.51 · Prkng Lot Lease Hld Imprv	97,530.23
100.52 · NBT-Parking Lot Accum Depr	-75,323.78
251 · Lease Receivable-NBT	211,202.76
<b>Total Other Assets</b>	<b>2,075,384.72</b>
<b>TOTAL ASSETS</b>	<b>3,890,265.21</b>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Other Current Liabilities	
610 · Deposits/Retainers	7,500.00
605 · Accounts Payable-Misc	32,547.85
615 · Deposits/Options	225,000.00
660 · Deferred Revenues	
660.1 · Dfrd Int Revenue-NBT	55,785.57
<b>Total 660 · Deferred Revenues</b>	<b>55,785.57</b>
<b>Total Other Current Liabilities</b>	<b>320,833.42</b>
<b>Total Current Liabilities</b>	<b>320,833.42</b>
<b>Long Term Liabilities</b>	
630 · Due to Other Gov'ts	
630.1 · Due To MC3 Development	393,187.72
630.2 · Due To MC Parks	295,000.00
630.3 · Due To MC-Parks Res 108-97	900,000.00

3:50 PM

07/13/18

Cash Basis

**Montgomery County Industrial Development Agency**  
**Balance Sheet**  
**As of June 30, 2018**

	Jun 30, 18
630.4 · Due To MC-IAP Reimbursemnt	369,634.53
Total 630 · Due to Other Gov'ts	1,957,822.25
650 · USDA Clearing Account	7.19
Total Long Term Liabilities	1,957,829.44
Total Liabilities	2,278,662.86
Equity	
922 · Retained Earnings - USDA	83,418.86
920 · Opening Bal Equity	1,611,682.78
921 · Retained Earnings	216,974.84
Net Income	-300,474.13
Total Equity	1,611,602.35
TOTAL LIABILITIES & EQUITY	3,890,265.21

3:46 PM  
07/13/18  
Cash Basis

Montgomery County Industrial Development Agency  
**Profit & Loss**  
January through June 2018

	Jan - Jun 18
Income	
2221 · Revenue_Administrative Fees	9,580.50
2205 · Other Revenue	213.38
2220 · Agency Fees(Bonds)	500.00
2401 · Interest & Earnings	
2401.1 · Bank Interest-NBT Gen Fd	16.06
2401.2 · Bank Interest-NBT MMDA	553.64
Total 2401 · Interest & Earnings	569.70
2405 · Interest on Mortgages/Leases	
2405.2 · Revenue-NBT	4,799.17
2405.5 · Revenue-NBT Parking Lot	3,000.00
Total 2405 · Interest on Mortgages/Leases	7,799.17
Total Income	18,662.75
Expense	
6125 · Auditing	9,000.00
6130 · Legal Fees	4,500.00
6145 · Appraisal Expense	2,500.00
6160 · Insurance Expense	2,931.61
6165 · Bank Service Charges	15.00
6170 · Administrative Expense	1,617.74
6175 · General Office Expense	5,828.06
6190 · Legal Ads Expense	23.24
6195 · Food&Entertainment Expense	283.52
6210 · Property Taxes Expense	367.79
6230 · Maintenance Glen & Florida Park	800.00
6240 · Marketing Expense	966.96
6315 · Grants - NIMO	274,987.95
6460 · Depreciation Expense	1,625.70
9000 · Payroll	12,038.51
9005 · Payroll Taxes	1,112.92
9010 · Payroll Fees (Paychex)	537.88
Total Expense	319,136.88
Net Income	-300,474.13

07/13/18

**Montgomery County Industrial Development Agency**  
**Transactions by Account-General Fund**  
As of June 30, 2018

Type	Date	Num	Name	Memo	Clr	Split	Debit
<b>200 · Cash</b>							
<b>200.1 · NBT-General Fund</b>							
Transfer	06/21/2018			Funds Transfer		200.2 · NBT-MMDA	9,500.00
Check	06/21/2018	7931	Spectrum Business	Acct #202-912030701-001 June...		6170 · Administrative Expense	
Check	06/21/2018	7932	Cardmember Services - NBT...	CC # ending 8116		6175 · General Office Expense	
Check	06/21/2018	7933	The Gazette Newspaper	Yearly Subscription 2018/19		6175 · General Office Expense	
Check	06/21/2018	7934	John McDonald Engineering,...	Florida Park		420.1 · Due From Montgomer...	
Check	06/21/2018	7935	John McDonald Engineering,...	Florida Park		420.1 · Due From Montgomer...	
Check	06/21/2018	7936	LaBella Associates	Debris Piles Exit 29 Project		480.1 · Prepaid Expenses	
Check	06/21/2018	7937	M & J's Lawn Care & Landsc...	Glen Park Mowing and Landscap...		6230 · Maintenance Glen & Fl...	
General J...	06/30/2018	MC12...		monthly service fee		9010 · Payroll Fees (Paychex)	0.00
Total 200.1 · NBT-General Fund							9,500.00
Total 200 · Cash							9,500.00
<b>TOTAL</b>							<b>9,500.00</b>

07/13/18

**Montgomery County Industrial Development Agency**  
**Transactions by Account - MMDA Account**  
 As of June 30, 2018

Type	Date	Memo	Clr	Split	Debit	Credit	Balance
200 · Cash							1,627,935.94
200.2 · NBT-MMDA							1,627,935.94
Transfer	06/21/2018	Funds Transfer		200.1 · NBT-General Fund		9,500.00	1,618,435.94
Total 200.2 · NBT-MMDA					0.00	9,500.00	1,618,435.94
Total 200 · Cash					0.00	9,500.00	1,618,435.94
<b>TOTAL</b>					<b>0.00</b>	<b>9,500.00</b>	<b>1,618,435.94</b>

**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	Member
Mark Kowalczyk	Member
John Snyder	Member

**ABSENT:**

**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
A. Joseph Scott, Esq.	Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, 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
Matthew Beck	VOTING
Robert Harris	VOTING
Carol Shineman	VOTING
Amanda Auricchio	VOTING
Mark Kowalczyk	VOTING
John Snyder	VOTING

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.

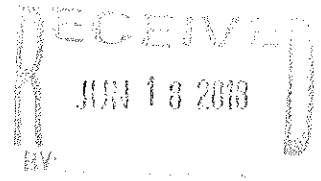
I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

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**



**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  
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 \$ \_\_\_\_\_.

<b>Uses of Funds</b>	<b>Column A Total Budget Amount</b>	<b>Column B NM Portion per Budget</b>

**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: \_\_\_\_\_

**Glen Canal View Solar One, LLC**  
a subsidiary of **Borrego Solar Systems, Inc.**  
360 22<sup>nd</sup> Street, Suite 600  
Oakland, CA 94612  
Main: 888-898-6273  
[www.GlenCanalViewSolarOnesolar.com](http://www.GlenCanalViewSolarOnesolar.com)



June 26, 2018

Montgomery County Industrial Development Agency  
Old County Courthouse  
9 Park Street, P.O. Box 1500  
Fonda, NY 12068

**Re: Letter of Intent to enter into an Option and Lease Agreement**

Dear Mr. Rose,

This Letter of Intent (“*LOI*”) summarizes the key deal terms which will later be memorialized in a definitive option and lease agreement (“*Lease*”) as outlined within this *LOI*. The Lease will enable and govern the leasing of  $\pm$  30 acres of land from the parcel(s) located at Glen Canal View Business Park, Fultonville, NY (the “*Premises*”) owned by the Montgomery County Industrial Development Agency (the “*Lessor*”). A preliminary site location is attached as Exhibit A hereto for reference; please note we are committed to working with the Lessor to define the optimal site location for the arrays. Within fifteen (15) business days from the full execution of the *LOI*, Glen Canal View Solar One LLC, a subsidiary of Borrego Solar, Inc. (“*Glen Canal View Solar One*” or “*Lessee*”) will present the Lessor with a Lease for your review. The Lease will grant Glen Canal View Solar One the exclusive option to lease the Premises and the exclusive right to occupy the Premises and all the rights necessary for Glen Canal View Solar One to develop, design, engineer, construct, install, own, maintain and operate a solar photovoltaic generating and energy storage facility (“*Facility*”) to be located upon, on and within the Premises.

**1. Offered Business Terms under LOI and Lease:**

<b><u>Option Rate:</u></b>	\$2000.00 per 365day period.
<b><u>Option Term:</u></b>	365 days, subject to Lessee’s option to extend for two (2) additional and successive periods of 365 days each.
<b><u>Lease Rate:</u></b>	\$1,100.00 per acre/per year.
<b><u>Lease Term:</u></b>	Twenty-five (25) years, subject to Lessee’s option to extend for three (3) additional and successive periods of five (5) years each.

**2. Standard Terms and Conditions of Lease:**

- a) **Use:** Glen Canal View Solar One shall have the right to construct, operate, access, monitor and maintain the Facility, including all panels, inverters, fuses, transformers, wiring, racking, meters, batteries and other improvements related to the Facility, for the duration of the Lease Term.



- b) **Ownership of Energy/Attributes:** all electricity, utility credits, and energy attributes generated by the Facility are the property of Glen Canal View Solar One.
- c) **Costs:** Glen Canal View Solar One shall be responsible for all costs and the performance of all work related to the design, construction, operation, monitoring and maintenance of the Facility.
- d) **Removal/Disposition of Facility:** Upon expiration of the Lease, the Lease will either be renewed at an agreed upon rate or the Facility shall be removed by Lessee at Lessee's sole cost.
- e) **Assignment/Permitted Transfer:** Glen Canal View Solar One may assign any of its rights, with the prior written consent of the Lessor, duties or obligations under the Lease: (i) to any person to whom Lessee leases the Facility, (ii) to any person who makes a loan to or otherwise provides capital to Lessee or an affiliate of Lessee with respect to the Facility, (iii) to one or more of its affiliates, (iv) to one or more third parties in connection with a collateral assignment of rights, mortgage, pledge or otherwise, (v) to any person or entity succeeding to all or substantially all of the stock or assets of Lessee, or (vi) to a successor entity in a merger or acquisition transaction.

### 3. Additional Terms and Conditions:

a) **LOI to be superseded:**

The purpose of this LOI is to memorialize certain mutual intentions and general business terms for an option and ground lease associated with the potential installation and operation of a ground mounted solar facility at the Premises. The parties mutually acknowledge that this LOI is to be superseded by a Lease to be negotiated and executed as soon as practicable.

b) **Exclusivity:**

For a period of 60 days from the final execution of this LOI (the "*Exclusivity Period*"), neither the Lessor, nor any of its employees, representatives or agents, will, with respect to the Premises (i) solicit or engage in discussions or negotiations with any party (other than Glen Canal View Solar One or its agents) relating to the installation or operation of a solar facility; (ii) provide information or assistance to, or otherwise encourage or facilitate, any party (other than Glen Canal View Solar One or its agents) relating to the installation or operation of a solar facility; or (iii) enter into any arrangement, agreement or commitment relating to the installation or operation of a solar facility, in each case with any party (other than Glen Canal View Solar One or its agents).

c) **Non-Interference:**

During the Exclusivity Period, the Lessor agrees that it will not interfere with Glen Canal View Solar One's efforts to secure other leases, agreement, licenses and permits or authorizations that relate to other property.

d) **Confidentiality:**

The parties hereto, together with their respective officers, directors, employees and professional advisors, shall keep the terms of this LOI and the transaction contemplated thereby secret and confidential. Notwithstanding the foregoing, the parties may disclose such information (i) to their respective lenders, investors, attorneys, accountants, consultants and other financial advisors, and potential investors and lenders solely for use in connection with their representation of such party or

involvement in the transactions contemplated by this LOI, (ii) as may be required by applicable law, subpoena or court order, or (iii) to any utility, independent system operator or government agency as necessary for the development of the facility.

**e) Compliance with NYS Law:**

The parties understand and agree that the terms of the proposed Lease, together with its execution and delivery, must comply with the terms and conditions of NYS law, including, but not limited to, the Public Authorities Accountability Act.

**f) Compliance with MCIDA Policies:**

The parties understand and agree that the terms of the proposed Lease must comply with the terms and conditions of the IDA Policies, including, but not limited to, the MCIDA Uniform Tax Exemption Policy.

**g) Water Wells on Site:**

The parties understand and agree that the proposed Lease will not include access and use of the existing water wells located on the site location and the proposed Lease will not include the existing water wells as part of the leased property.

Upon acceptance of this LOI, and upon notice to the Lessor, the Lessor will deliver to the Lessee a copy of the Lessor's standard license agreement which will hereby grant us a license to enter the Premises to conduct tests, inspections, surveys and investigations ("*Tests*") that Glen Canal View Solar One deems necessary to evaluate the suitability of the Premises for the contemplated use. All Tests conducted by Glen Canal View Solar One shall be performed at Glen Canal View Solar One's sole cost and expense.

Other than the Exclusivity, Non-Interference and Confidentiality provisions above, which are binding upon the parties, **this LOI is not intended to be a binding agreement by either Lessor or Lessee**, but rather, points for discussion and negotiation between the parties. A fully binding agreement shall become effective only when and if a Lease is executed by both parties and prior to such time Lessee may terminate this LOI for any or no reason. This LOI may be executed in counterparts, each of which shall be considered an original, and taken together shall constitute the same instrument. Without limiting the foregoing, a copy of this LOI sent via facsimile or electronic mail in a portable document format ("*PDF*") will be considered an original

Very Truly Yours,

Kylie McPherson  
Glen Canal View Solar One Affiliate

**Accepted and Agreed:**

Glen Canal View Solar One, LLC  
By: Borrego Solar Systems, Inc.,  
Its sole member and manager

By: \_\_\_\_\_

Name: Kylie S. McPherson

Date: June 26, 2018

**Accepted and Agreed:**  
LESSOR

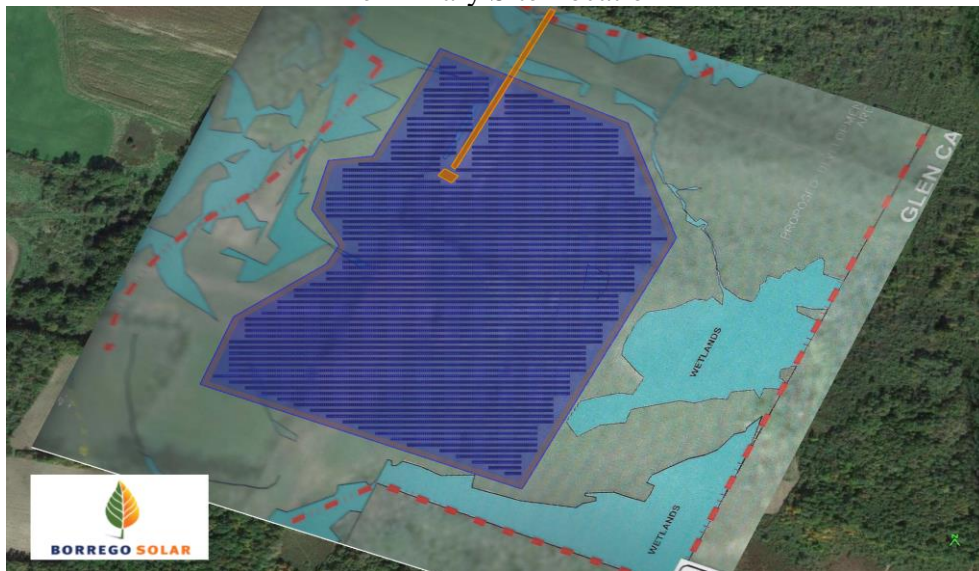
By: *Kenneth T. Rose*

Name: Ken Rose for MCIDA

Date:

## EXHIBIT A

### Preliminary Site Location



**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	Member
Mark Kowalczyk	Member
John Snyder	Member

**ABSENT:**

**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
A. Joseph Scott, Esq.	Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, 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

Matthew Beck	VOTING
Robert Harris	VOTING
Carol Shineman	VOTING
Amanda Auricchio	VOTING
Mark Kowalczyk	VOTING
John Snyder	VOTING

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)



July 5, 2018

Mr. Kenneth F. Rose, Administrative Director  
Montgomery County Industrial Development Agency  
9 Park Street, P.O. Box 1500  
Fonda, NY 12068

**Re: Montgomery County Industrial Development Agency  
NYS Route 5S Road Widening Project  
Contract No. 1 – General Construction  
Recommendation of Award  
Our Project No. 48-0702a C1**

Dear Mr. Rose:

The bids for the above referenced project were publicly opened at 2:30 PM on June 26, 2018 at the Montgomery County Industrial Development Agency office. The bid results are tabulated below.

Contractor	Bid Amount
Rifenburg Construction, Inc.	\$1,891,421.25
Peter Luizzi & Bros. Contracting, Inc.	\$2,198,445.00
Jablonski Excavating	\$2,209,300.00
D.H. Smith Company, Inc.	\$2,246,450.55
Sealand Contractors Corp.	\$2,301,000.00

The low bidder for Contract No. 1 – General Construction is Rifenburg Construction, Inc., 159 Brick Church Road, Troy, New York 12180. We have checked their references for similar projects and have received all favorable responses.

From our review of the MWBE Utilization Plan Rifenburg submitted with their bid, we found that the proposed MWBE participation was less than the overall 30% MWBE participation requirement for this project. We contacted them regarding this and they responded with the attached letter, which confirmed they will follow all the proper procedures and requirements and file a partial waiver request documenting their Good Faith Efforts. They further confirmed they will continue to solicit and negotiate with additional MWBE subcontractors and suppliers as the project progresses.

With regards to the apprenticeship requirements in the contract, Rifenburg sent us proof of their Apprenticeship Training Program, which is attached.

Based on our review of the bid, the information provided, and Rifenburg's satisfactory responsiveness, we recommend that the Montgomery County Industrial Development Agency award Contract No. 1 – General Construction, in the amount of \$1,891,421.25 to Rifenburg Construction, Inc. as the lowest responsible bidder.

If you have any questions, please feel free to contact me.

Sincerely,

**KB Group of NY, Inc. dba PRIME AE Group of NY**

A handwritten signature in blue ink that reads "A. Thomas Bates". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

A. Thomas Bates, PE  
Sr. Director of Engineering and Operations





159 Brick Church Road  
Troy, NY 12180-9643

(518) 279-3265  
fax 279-4260

An E.E.O. Employer

<http://www.rifenburg.com>

July 2, 2018

John M. McDonald Engineering  
100 Great Oaks Blvd, Suite 114  
Albany, NY 12203

Attn: Richard J. Homenick  
Design Engineer

**Re: NYS Route 5S Road Widening, MWBE Waiver Request  
Montgomery County**

Dear Rich:

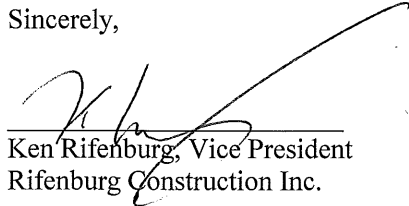
As the verified low bidder of the above referenced project, Rifenburg Construction, Inc. intends to submit a partial waiver request documenting our Good Faith Efforts for the remaining portion of the overall 30% MWBE goal that we have been unable to attain at this point in time.

At the time of bid, Rifenburg Construction, Inc. has attempted to obtain the 30% MWBE goal, however due to the proposed scope of work on this project, it is in our opinion that no such overall goal can be achieved. We understand that this does not relieve us in any way of continually attempting to achieve a greater portion of the total goal. Rifenburg Construction, Inc. will continue to solicit and negotiate with additional MWBE subcontractors and suppliers as the project progresses in an effort to increase minority participation.

Please forward the contact information for the ESD representative that will be responsible for reviewing the MWBE waiver request and Good Faith Effort documentation for this project so we can begin to prepare and submit the proper paperwork.

Should you have any questions please contact me at (518) 279-3265, ext. 6029.

Sincerely,

  
Ken Rifenburg, Vice President  
Rifenburg Construction Inc.



**New York State Department of Labor**

**Andrew M. Cuomo**, *Governor*

**Peter M. Rivera**, *Commissioner*

---

July 23, 2014

Nicole Simiele  
Rifenburg Construction, Inc.  
159 Brick Church Road  
Troy, NY 12180

Re: Apprenticeship Program Operation

Dear Ms. Simiele,

Rifenburg Construction Inc. is a registered apprenticeship training program sponsor with the New York State Department of Labor. As of July 2014 the company operates an Operating Engineer (Grading & Paving Equipment), Carpenter (Heavy Highway), and Skilled Construction Craft Laborer programs. An up to date list of apprenticeship program sponsor status is maintained and available on our website at: <https://labor.ny.gov/apprenticeship/sponsor/index.asp>

Sincerely,

Michael Ferraro  
Apprentice Training Representative

## **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	Member
Mark Kowalczyk	Member
John Snyder	Member

### **ABSENT:**

### **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
A. Joseph Scott, Esq.	Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, 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 25<sup>th</sup>, 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
Matthew Beck	VOTING
Robert Harris	VOTING
Carol Shineman	VOTING
Amanda Auricchio	VOTING
Mark Kowalczyk	VOTING
John Snyder	VOTING

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)



Dollar General Corporation  
100 Mission Ridge  
Goodlettsville, TN 37072  
U.S.A.

July 13, 2018

Ken Rose  
Montgomery County Industrial Development Agency  
9 Park Street  
PO Box 1500  
Fonda, NY 12068  
518-338-7614  
krose@co.montgomery.ny.us

Ken,

Now that the winter is over, I'd like to ask for an extension of all reporting and benchmark deadlines under the incentive documents between Dollar General and the IDA. Based on the weather and other construction delays, we need to request an extension for one year on all of the Incentives, including, but not limited to the Sales Tax Exemption, which expires on June 30, 2019.

The reason for the extension revolves around permitting and weather delays. You may recall that it took about three (3) months to get the proper land disturbance permit, from 3/23/17 to 6/23/17, before we could begin construction. Below is a timeline of events:

- <5 acre permit on 3/23/17
- 35 acre permit on 4/24/17
- Entire site permit on 6/23/17

Since then, as of 7/11/18, we have had 211 weather related days that delayed the project. So, that is a total of 303 days that the project has been delayed. These delays have caused us to miss our initial projections. This includes projections on capital and employees hired for the project. Since we have missed these projections at no fault of our own, we are asking that all the Incentives' reporting and deadlines, including the Sales Tax Exemption be extended to expire on December 31, 2019. We are targeting Sep/Oct 2019 to start shipping product, but I recognize we have another winter to go through, and do not want to ask for a second extension because of more weather delays.

We are working diligently to get this project completed and have expended significant sums of capital to date related to site work costs and other site improvements. Extension of the incentive and reporting deadlines until December 31, 2019 will allow the completion of the project and satisfaction of the incentive requirements as originally contemplated by the parties. Thank you in advance for consideration of this extension request. Feel free to contact me directly with any questions.

Sincerely,



Mark Payne  
Dollar General Corporation