



**COLUMBIA COUNTY INDUSTRIAL DEVELOPMENT AGENCY
LEGAL NOTICE**

Notice is hereby given on this 29th day of September 2015, to all interested agencies, groups and persons that 8:30 am on the 6th day of October 2015, the Columbia County Industrial Development Agency (IDA) and its Finance and Governance Committee will hold their regularly scheduled meetings at their offices located at 4303 US Route 9, Hudson, NY 12534. This meeting will be held to consider all appropriate business brought before it. The meeting is open to the public.

Respectfully submitted,

Sidney Richter
Acting Chairman
Columbia County Industrial Development Agency
Dated September 29, 2015

IDA Board of Members Agenda

Members:

Michael Benson	Jim Mackerer
Bob Galluscio	Sidney Richter
Brian Keeler	Sarah Sterling

1. Election of Officers
2. Minutes, July 22, August 4, and September 8, 2015
3. Finance Committee Report
 - a. Treasurer's Report
 - b. 2016 Budget
4. Governance Committee Report
 - a. Management Appointment Policy
 - b. Confidential Board Evaluation Summary
5. Public Comments

Attachments:

Slate of Officers
Minutes, July 22, August 4, and September 8, 2015

**Columbia County IDA
Slate of Officers
Submitted for Nomination October 6, 2015**

Chairman Jim Mackerer

Secretary- Sarah Sterling



MINUTES

Minutes of the Special meeting of the Columbia County Industrial Development Agency held at 4303 Route 9, Hudson, NY on **Wednesday, July 22, 2015.**

ATTENDANCE:

<u>IDA Members</u>	<u>Staff</u>	<u>Counsel</u>	<u>Public:</u>
Michael Benson	Lisa Drahushuk	Theodore Guterman II	
Bruce Bohnsack	Carol Wilber		
Brian Keeler		<u>Guest</u>	
Sid Richter		Richard Fortin -	
Sarah Sterling		SunStream	

Mr. Bohnsack called the IDA meeting to order at 8:34am.

SunStream Hudson:

Mr. Bohnsack asked Mr. Guterman to review the SunStream project. Mr. Guterman noted The SunStream project had been approved for consideration at the last Board meeting and a public hearing had been scheduled. He noted the public hearing had been held on July 14, and no public had attended. Mr. Guterman stated the purpose of today's meeting was to discuss and consider the project for final approvals, which would consist of approving 2 resolutions. He turned the Board's attention to the SEQR and the approving resolutions which had been distributed to the members.

Mr. Guterman reviewed the SEQR resolution with the Board, noting the resolution relied upon the negative declaration issued by the Greenport Planning Board, based upon their EAF completed and obtained from them. Mr. Guterman reviewed the approving resolution with the Board. He noted the resolution outlined the project, referenced the SEQR and indicated financial assistance would be provided. Mr. Guterman noted the financial assistance consisted of exemption of some of the County portion of the sales tax. He noted that a one-time only PILOT payment for sales tax, would be requested in the amount of \$20,000 and the IDA fee would total \$70,000.

Mr. Guterman noted that the resolution would be changed to reflect the following additional reasons for approval of the project.

- The promotion of solar energy in New York State as part of its Energy Initiative.

- Confirms support by the Columbia County IDA of regional businesses in accordance with goals of the Capital Region Economic Development Council
- Lessens the impact of environmental pollution as set forward in the General Municipal Law Section 856

Mr. Guterman noted this was a different type of project for the IDA, based on criteria other than employment. He then suggested that the IDA members discuss the project and ask questions. Mr. Fortin informed the board that the jobs listed on the application included temporary construction jobs, making the figures for permanent jobs inaccurate. Mr. Bohnsack asked for the number of the retained jobs. Mr. Fortin stated there would be 2. Mr. Richter asked Mr. Fortin the project cost. Mr. Fortin answered \$4.6 million for each project.

Mr. Benson asked for confirmation of the end users. Mr. Fortin stated they were the Center for Disability Services and St. Peter's Hospital. He noted St. Peter's Hospital had a contract for 7 years with an option to extend for an additional 7 years. The Center for Disability Services had a contract in place for 15 years. Mr. Benson addressed the question of the project assisting the two businesses which were located outside of the County. He stated he had been on the St. Peter's Hospital Foundation Board for 10 years and knew first-hand the hospital provided services to many Columbia County residents. He noted the same was true for the Center for Disability Services.

Mr. Bohnsack noted the County was in favor of the project, stating promotion of solar energy and support of regional businesses should be the focus of this project. Mr. Benson noted that jobs may be created by the end users who would be saving money. Mr. Richter asked what criteria would be used to review any future solar or alternative energy projects. Mr. Bohnsack stated the IDA should take them case by case.

Mr. Guterman asked if there were any further questions. He stated he understood that Mr. Benson and Mr. Bohnsack were in favor of the project. He asked the remainder of the Board to voice their opinions. Ms. Sterling stated she was in favor of the project and asked if the IDA would be monitoring the project. Mr. Guterman stated the IDA would be monitoring. He noted the project would be subject to a benefit agreement, and a recapture agreement. Ms. Sterling noted this was an important test project.

Mr. Keeler stated he was in favor of the project and understood the need. He noted the charge of the IDA Board made this a more complex decision, noting few jobs created and loss of sales tax revenue. He noted he was in favor of the promotion of solar energy. Mr. Richter stated he had a problem with the cost benefit report and he was concerned with the potential projects that might follow. He noted if the County would pass legislation allowing for the sales tax to be waived for such projects, the IDA would not be in this position.

Mr. Benson noted that no one has come to the County to his knowledge and asked for such legislation. Mr. Guterman stated the IDA could request the County to look at the issue.

Mr. Guterman reviewed the SEQR again with the Board. He then asked if the Board wished to approve the resolution. Mr. Benson made a motion to approve the resolution as presented. Ms. Sterling seconded the motion, which passed unanimously.

Mr. Guterman reviewed the Approving Resolution with the Board. He reminded them that the resolution required the addition of the following three determinations: The promotion of solar energy in New York State as part of its Energy Initiative; Confirms support of regional businesses in accordance with the goals of the Capital Region Economic Development Council; Lessens the impact of environmental pollution as set forward in the General Municipal Law Section 856. At the request of Ms. Sterling and with the approval of the Members, Section 7 of the proposed resolution was amended to add a sentence regarding the PILOT Agreement in the amount of \$20,000 towards local sales tax. Ms. Sterling made the motion to approve the resolution with the proposed changes. Mr. Benson seconded the motion, which passed unanimously.

Mr. Benson suggested a press release should be prepared. Mr. Benson suggested that the newly hired Interim Director, Michael Tucker should be consulted on the press release and where it should be sent. He noted in the past, accomplishments were not appropriately reported. Ms. Wilber stated Mr. Tucker will see the press release and have an opportunity to add or change the release.

With no further business to come before the Board, Mr. Keeler made a motion to adjourn the meeting. Mr. Richter seconded the motion, which passed unanimously.

The meeting was adjourned at 9:17am.

Respectfully submitted by Lisa Drahusluk



DRAFT

**MINUTES
COLUMBIA COUNTY
INDUSTRIAL DEVELOPMENT AGENCY
Tuesday, August 4, 2015
4303 Route 9
Hudson, New York**

A regularly scheduled meeting of Columbia County Industrial Development Agency held at their offices located at 4303 Route 9, Hudson, NY 12534 on August 4, 2015. The meeting was called to order at 8:30 AM by Bruce Bohnsack.

Attendee Name	Title	Status	Arrived
Bruce Bohnsack	Chairman	Present	
Michael Benson	Board Member	Present	8:40am
Bob Galluscio	Secretary/Treasurer	Present	
Brian Keeler	Board Member	Present	
Jim Mackerer	Board Member	Present	
Sid Richter	Vice-Chairman	Excused	
Sarah Sterling	Board Member	Present	
Theodore Guterman II	Counsel	Present	
F. Michael Tucker	Interim Director	Present	
Lisa Drahushuk	Administrative Supervisor	Present	
Erin McNary	Bookkeeper	Present	
Katie Kocijanski	Register Star	Present	
Ed Nabozny	Public	Present	

Minutes:

A motion was made by Mr. Mackerer to approve the minutes of the June 23, 2015 meeting. The motion was seconded by Ms. Sterling. Carried. A motion was made by Mr. Galluscio to approve the minutes of the 7/14/2015 public hearing. The motion was seconded by Mr. Keeler. Carried.

Resolution Amending 2015 Housekeeping Resolution:

Mr. Guterman noted the IDA's agreement with CEDC provides for administrative services to be provided by CEDC to the IDA. He stated the agreement contains a provision automatically renewing the contract for services. He noted at the February 2015 IDA meeting the Members approved the annual Housekeeping resolution which identified Mr. Flood as CEO of the Agency. The agreement with CEDC states the CEDC Executive Director acts as the administrator of the IDA. Mr. Guterman stated it was appropriate to amend the Housekeeping resolution to match the agreement. Mr. Guterman stated he had spoken with Chairman of the Columbia County Board of Supervisors who approved the change. Mr. Guterman reviewed the proposed resolution with the Members and recommended they adopt the resolution. *A motion was made by Ms. Sterling to adopt the resolution as proposed. The motion was seconded by Mr. Mackerer. Carried.*

Mr. Tucker stated while he was doing the organizational audit of CEDC he would be reviewing the administrative support for all the organizations. He stated Chairman Grattan had requested CEDC, the IDA and the CRC show how much staff time is spent on their programs. Mr. Tucker stated he would be requesting each corporation pay for the level of staff support used. Mr. Tucker informed the Members that the ABO had recommended that the Columbia County IDA provide their services to the City of Hudson. Ms. Sterling stated she had spoken to the City of Hudson IDA and had pushed for a meeting between Mr. Tucker and the City of Hudson IDA.

Mr. Bohnsack welcomed Mr. Tucker to the IDA and introduced him to the Members. Mr. Tucker gave a brief background of himself. He recommended the IDA follow CEDC's example with their Governance Committee reviewing and restating by-laws and other ABO requirements. He suggested the IDA Governance Committee convene in the near future and begin the review process. He anticipated passing all required documents in September and October.

Account Signatures:

Mr. Bohnsack stated the banking account signers needed to be formalized. He reminded the Members he would be resigning from the Board at the end of August. He stated Mr. Richter, Vice-Chairman of the Agency would become a signer as would Mr. Keeler. Secretary/Treasurer, Robert Galluscio will remain as a signer on the accounts. Mr. Bohnsack and Mr. Flood would be removed as signers on the accounts. *A motion was made by Mr. Benson to approve the proposed signers as outlined, to remove Mr. Bohnsack and Mr. Flood from the accounts and require 2 signatures on all checks. Ms. Sterling seconded the motion. Carried.*

Confidential Board Evaluation:

Mr. Bohnsack stated the link to the form and the instructions had been sent to the Members previously. He asked them to complete the form and return it to Mrs. Drahushuk. Mr. Tucker stated he had completed the online ABO training, and reminded the new Members they had one year from their appointment date to complete training.

Transloading:

Mr. Tucker reminded the Members that a CFA for the Lonestar Transloading facility had been previously awarded. He stated he had spoken with Nancy Costine, Ken Flood and Sandy Mathes, who had been hired by Lonestar to facilitate the grant process. Mr. Tucker understood there had been extensive discussions with Finger Lakes regarding the project. He stated he had spoken to Paul Colarusso who was now transporting the product via barge, after having acquired land on the river. Mr. Mathes stated Lonestar had neither the desire nor the ability to raise \$1 million for the project. He stated he would be attempting to reallocate the funding to another project in the County. He stated he was unsure if the funds came from ESD or DOT and noted the project was not dead, but may not be able to be resurrected.

Ginsberg's:

Mr. Tucker stated he had met with Ginsberg's on July 31st. Mr. Guterman stated the company was attempting to close on the land and the IDA project at the same time, hopefully later in the week. He stated the closing with the lender would take place at a future time. Mr. Guterman stated there was nothing further for the IDA to do, noting that Ginsberg's will execute the documents at closing. Mr. Benson asked the name of the attorney representing Ginsberg's. Mr. Guterman stated Jennifer Boll from Hodgson Russ was their attorney. He stated A. Joseph Scott from the same firm was IDA special counsel, Andy Howard was the CEDC attorney and he would be representing the IDA. Mr.

Guterman stated the IDA had been informed prior to the project that Ms. Boll and Mr. Scott would be working on the project. He noted the IDA had approved the arrangement, and waived any conflict of interest.

Other Business:

Mr. Tucker noted the SunStream project had been approved at the previous IDA Meeting. He noted the press release would be distributed after today's meeting. Mr. Guterman informed the Members the SunStream project may close the week of August 10th. Mr. Bohnsack handed out a copy of the press release. Mr. Keeler requested all Members review the press releases prior to their distribution to the press.

Mr. Tucker reviewed the nomination process for open officer seats. He stated Mr. Richter would serve as Acting Chairman until the election at the October meeting. Nominations would be taken from the floor for the open seat. Ms. Sterling noted that the by-laws read that the officer seats can be combined with the exception of the Secretary and Treasurer seats, which cannot be combined. Mr. Tucker stated he would notify Chairman Grattan of the IDA Board vacancy in writing. Mr. Galluscio stated he would like to keep the Treasurer's seat, and the Board can elect a new Secretary.

Mr. Bohnsack asked Mr. Tucker to address the requested contribution of \$25,000 by the IDA to the Capital Region Economic Development Council to support the Upstate Revitalization Initiative application. Mr. Tucker asked the Members to consider contributing \$25,000 to the project and noted he would be requesting CEDC to contribute the same amount. Mr. Tucker noted he would like to get a consensus from the Members.

Mr. Tucker stated he felt it would take between 30 and 60 days to get current on Agency matters. He stated his next goal would be to look at a County Economic Development Strategy.

Review of Projects:

Mr. Guterman stated he would review the legal documents for the requirements. Mr. Tucker stated he would draft a document similar to those used by other IDA's for project reviews. Mr. Bohnsack asked Mr. Guterman to review the employment numbers as well.

The IDA Members and staff joined Mr. Tucker in congratulating Mr. Bohnsack on his retirement and thanked him for his 30 years of service.

A motion was made by Mr. Benson to enter executive session to discuss real property (Public Officers Law, Article 7 section 105 h). Ms. Sterling seconded the motion. Carried. Executive Session entered into at 9:40am. A motion was made by Mr. Galluscio to exit executive session, seconded by Mr. Keeler. Carried. Executive session exited at 9:55am

With no further business to discuss, a motion was made by Ms. Sterling and seconded by Mr. Galluscio. Carried. The meeting adjourned at 9:55am

Respectfully submitted by Lisa Draushuk

DRAFT

MINUTES
COLUMBIA COUNTY
INDUSTRIAL DEVELOPMENT AGENCY
Tuesday, September 8, 2015
4303 Route 9
Hudson, New York

A special meeting of Columbia County Industrial Development Agency held at their offices located at 4303 Route 9, Hudson, NY 12534 on September 8, 2015. The meeting was called to order at 8:35 AM by Sid Richter, Acting Chairman.

Attendee Name	Title	Status	Arrived
Michael Benson	Board Member	Excused	
Bob Galluscio	Secretary/Treasurer	Present	
Brian Keeler	Board Member	Present	
Jim Mackerer	Board Member	Present	
Sid Richter	Vice-Chairman	Present	
Sarah Sterling	Board Member	Present	
Theodore Guterman II	Counsel	Present	
F. Michael Tucker	Interim Director	Excused	
Lisa Drahushuk	Administrative Supervisor	Present	
Erin McNary	Bookkeeper	Present	
Carol Wilber	Marketing Director	Present	
Katie Kocijanski	Register Star	Present	
Chad Wexler	Public	Present	
Bill Gustafson	Assemblyperson Didi Barrett Chief of Staff	Present	
Ian Nitschke	Public	Present	
Don Moore	City of Hudson Common Council President	Present	

Upstate Revitalization Initiative Contribution Request:

Mr. Richter stated the request for \$25,000 would be used to fund Columbia County's contribution to the Capital Region Economic Development Council's (CREDC)'s regional economic transformational plan which would compete for NYS funding under Governor Cuomo's Upstate Revitalization Initiative. Ms. Sterling asked if the IDA had received the fee from the Ginsberg's project. Mr. Guterman stated it had been received.

Mr. Guterman referenced his opinion letter in support of the contribution, under General Municipal Law Section 858. He noted the ABO indicated the contribution was allowed under certain circumstances. He noted the requirement for specific deliverables to the IDA, benefiting from the

deliverables, the availability of the product to the IDA and the product meeting the mission and purpose of the IDA. He noted all the requirements had been met.

Mr. Guterman stated CEDC was contributing \$25,000, making the County's total contribution \$50,000. Mr. Mackerer noted that Supervisor John Reilly was on the URI Workgroup, Todd Erling from HVADC sat on the CREDC and the URI Workgroup. Ms. Sterling noted that Michael Tucker was also served on the CREDC. Mr. Guterman noted the SunStream project had been recently approved which supported the goals of the region. The Members agreed Columbia County maintained a strong position in the Capital Region.

Mr. Richter asked for other comments from the Members. Mr. Mackerer felt a more regional outlook was needed, for Columbia County as well as for the Capital District. Don Moore stated it was a great idea. Mr. Nitschke noted the forum at the college had produced wonderful small ideas, but he felt more work needed to be done with the public to unify the small ideas into a great large idea.

Mr. Richter quoted from an article written by Assemblyperson Barrett referencing the fact that Hudson was left out of the Council's decisions and discussions, with all the decisions being made for it by the Capital District. Mr. Moore suggested holding a roundtable with the County and the City of Hudson and including HDC, noting they were a mature local development corporation in town.

Bill Gustafson, Chief of Staff to Assemblyperson Barrett, stated he appreciated Mr. Richter quoting from the article and introduced himself to the Members. *A motion was made by Mr. Galluscio, and seconded by Ms. Sterling to approve the \$25,000 contribution for the McKinsey & Company study. Carried unanimously.*

Current Project Review:

Mr. Guterman stated the SunStream project planned on having a closing within the next 2-3 weeks. He noted the Ginsberg project had closed and the IDA fee had been received. He noted all litigation had been settled and building permits issued.

Mr. Richter asked the status of the Catamount project. Mr. Guterman stated he had no further word regarding the ongoing litigation. Mr. Guterman stated there were no applications pending.

Mr. Richter asked if the Members had any further comments or questions. Ms. Sterling stated talks had begun to merge the Columbia County IDA with the City of Hudson IDA. Mr. Mackerer pointed out that the County IDA can do projects in the City of Hudson regardless of the legal standing of the City of Hudson IDA.

Mr. Guterman reminded the Members that the election of the Chairman would take place at the next regular meeting, October 6. Ms. Sterling noted that she had misstated the fact that the Secretary and the Treasurer's positions must be held by different people. She stated the Chairman and the Secretary were unable to be held by the same person.

Public Comments:

Mr. Moore stated the merger with the City of Hudson IDA wouldn't happen until next year after the election. He stated he felt it was an excellent idea. Mr. Mackerer noted the largest cost to the IDA is generally the annual audit.

Ms. Sterling stated that CEDC was in the process of redoing their by-laws and stated the IDA by-laws would be done after. She stated they would be written to fit the requirements of the IDA.

With no further business to discuss, a motion was made by Mr. Mackerer and seconded by Mr. Galluscio. Carried. The meeting adjourned at 8:55am

Respectfully submitted by Lisa Drahushuk