

**BROOME COUNTY INDUSTRIAL DEVELOPMENT AGENCY
BOARD MEETING
185 Court Street
Binghamton, New York 13901
Wednesday, August 17, 2016, 12:00 pm**

SYNOPSIS OF MEETING

PRESENT: T. Kane, J. Stevens, J. Bernardo, S. Feehan, D. Marusich, W. Howard, J. Rounds, and R. Bucci

ABSENT: L. Pinker

GUESTS: John Solak, City of Binghamton Resident
Jim Baumgartner, Broome County Resident
Tom Spicer, IBEW 325
Gail Kumpan, Resident
Ann Marie Woessner-Collins, Jones Lang LaSalle Americas, Inc.

STAFF: K. McLaughlin, S. Duncan, T. Gray, C. Campon, and N. Abbadessa

COUNSEL: J. Meagher

PRESIDING: T. Kane

Chairman Kane called the meeting to order at 12:03 p.m.

ITEM #1. APPROVE MINUTES FOR THE JULY 20, 2016 BOARD MEETING: Chairman Kane requested approval of the minutes for the July 20, 2016 Board Meeting.

MOTION: Resolution to approve the July 20, 2016 Board Meeting minutes. On a MOTION by Mr. Howard, seconded by Ms. Marusich, the MOTION CARRIED UNANIMOUSLY.

ITEM #2. PUBLIC COMMENT: Mr. Solak would like to know if Dick's Merchandising & Supply Chain, Inc. is the same company as Dick's Sporting Goods. He feels the public should not be kept in the dark if they are two separate companies. Mr. Solak was at 19 Chenango Street, The Printing House and he said he saw a sign that stated all checks for student housing need to be made out to Empire Rental. He would like to know why the checks are going to Empire Rental and not to the company that was granted the PILOT, Chenango Empire, LLC. Mr. Solak stated when the Agency Board of Directors goes into Executive Session to discuss proposed acquisition and sale of real property it is not cut and dry. He feels a lot of these discussions should be done in public session. Mr. Solak wanted to know if Dick's Sporting Goods had their Public Hearing yet. Mr. McLaughlin said yes. Mr. Solak finds it suspicious the Dick's Sporting Goods or "Project Mario" project came to light in an election year when Kim Myers was running for office.

MOTION: No motion necessary.

ITEM #3. EXECUTIVE DIRECTOR'S REPORT: Mr. McLaughlin stated he and staff, along with the Chamber and Workforce NY, met with Dick's to discuss filling the job positions needed at their distribution center. Mr. McLaughlin said the Dick's Sporting Goods Public Hearing took place. He sent the transcript of the hearing to the Board. All the local municipalities involved in the Dick's project unanimously approved everything that is needed to start construction. They also agreed with the 30 year PILOT that will be proposed to the Agency Board of Directors today. Mr. McLaughlin and Mr. Kane attended an EDC meeting to discuss the CFA process. The CFA's will be graded and approved by the council on or around September 15, 2016. Mr. McLaughlin has been asked to continue working with Binghamton University on their geothermal project at the Broome County Airport. He stated the project needs to go through a non-profit entity. McFarland Johnson, Inc. will take care of the grant and all the paperwork for the project.

MOTION: No motion necessary.

ITEM #4. THE AGENCY'S ONE-STOP FACILITY UPDATE: Ms. Duncan stated although the Agency has yet to break ground on their One-Stop facility, a lot has been accomplished. The budget for the building is complete and is in line with the money that will be granted. Fahs Construction sent bid packages out on July, 29th. The bids are due by August 31st. Delta Engineers is working with the County on all the permits that are needed. Ms. Duncan learned the zoning of the building needs to change from residential to commercial. All the necessary paperwork has been submitted to make this change. The Agency's grant application to DASNY is still under review. Ms. Duncan said she has begun drafting lease agreements with the tenants. She is also acquiring signage requirements and pricing. Mr. McLaughlin said he reached out to Phil Testa to discuss having the BCC sign relocated. Mr. Testa stated there is absolutely no way that will happen. SUNY Broome is finishing the paperwork that is needed to make the transfer of the library complete. Mr. McLaughlin said vandals have been entering through the roof of the library stealing, copper piping. The police have been called and are watching the building. A brief discussion took place.

MOTION: No motion necessary.

ITEM #5. LOAN FUNDS AVAILABILITY AS OF JULY 31, 2016: Mr. Gray presented the Loan Funds Availability report to the Board. The balances available to lend are \$514,446.12 (STEED) and \$218,053.79 (BDF). Mr. Gray explained to the Board that Sonostics, Inc. is 90 days in the rears on their loan. He said Sonostics is in the process of acquiring another investor and assured Mr. Gray that payment to become current is forthcoming.

MOTION: No motion necessary.

ITEM #6. RESOLUTION AUTHORIZING A LEASE/LEASEBACK TRANSACTION TO FACILITATE THE

FINANCING OF THE ACQUISITION, CONSTRUCTION, EQUIPPING AND LEASING OF A CERTAIN COMMERCIAL PROJECT FOR DICK'S MERCHANDISING & SUPPLY CHAIN, INC. (THE "COMPANY"), INCLUDING A PAYMENT IN LIEU OF TAX AGREEMENT DEVIATING FROM THE AGENCY'S UNIFORM TAX EXEMPTION POLICY AND AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS

WITH RESPECT THERETO: Mr. McLaughlin explained the project to the Board again. He said the application states the project cost is \$84 million dollars but said it will be closer to \$100 million. Mr. McLaughlin stated all approvals are in place for this project and strongly recommends approval of the 30 year deviated PILOT.

MOTION: To approve a resolution authorizing a Lease/Leaseback Transaction to facilitate the financing of the acquisition, construction, equipping and leasing of a certain commercial project for Dick's Merchandising & Supply Chain, Inc. (The "Company"), including a Payment In Lieu Of Tax Agreement deviating from The Agency's Uniform Tax Exemption Policy and authorizing the execution and delivery of certain documents with respect thereto. On a MOTION by Mr. Howard, seconded by Mr. Bernardo. Roll Call Vote: Mr. Kane, Mr. Stevens, Mr. Howard, Mr. Rounds, Mr. Feehan, Ms. Marusich, Mr. Bucci and Mr. Bernardo all voted yes. Mr. Pinker was absent. The MOTION CARRIED UNANIMOUSLY.

ITEM #7. RESOLUTION AUTHORIZING THE AGENCY TO ESTABLISH, ON AN INTERIM BASIS, A LINE OF CREDIT IN AN AMOUNT NOT TO EXCEED \$1,900,000.00 FROM NBT BANK, N.A. ASSOCIATION, FOR THE CONSTRUCTION OF A NEW OFFICE BUILDING TO BE LOCATED AT 5 SOUTH COLLEGE DRIVE, BINGHAMTON, NEW YORK. THE AGENCY WILL SECURE THE LINE OF CREDIT THROUGH THE ASSIGNMENT OF UP TO \$1,900,000 OF ITS INVESTMENT PORTFOLIO AND DESIGNATES THE FOLLOWING INDIVIDUALS AS AUTHORIZED SIGNERS ON THE AFOREMENTIONED ACCOUNT:

KEVIN MCLAUGHLIN, EXECUTIVE DIRECTOR

TERRENCE M. KANE, CHAIRMAN, BOARD OF DIRECTORS

JOHN J. STEVENS, TREASURER, BOARD OF DIRECTORS

Mr. McLaughlin explained the previous resolution that was passed by the Board did not contain the language NBT Bank needed to close on the line of credit loan. He said this resolution now acknowledges the Agency's investment portfolio will be used to secure the loan and states authorized signers for the line of credit. The goal is still to not use this line of credit. Prior to the vote on this issue, Mr. Feehan pointed out a Roll Call was needed for this resolution.

MOTION: To approve a resolution authorizing the agency to establish, on an interim basis, a line of credit in an amount not to exceed \$1,900,000.00 from NBT Bank association, for the construction of a new office building to be located at 5 south college drive, Binghamton, New York. The agency will secure the line of credit through the assignment of up to \$1,900,000 of its investment portfolio and designates the following individuals as authorized signers on the aforementioned account: Kevin

McLaughlin, Executive Director; Terrence M. Kane, Chairman, Board of Directors; John J. Stevens, Treasurer, Board of Directors. Roll Call Vote: Mr. Kane, Mr. Stevens, Mr. Howard, Mr. Rounds, Mr. Feehan, Ms. Marusich, Mr. Bucci and Mr. Bernardo all voted yes. Mr. Pinker was absent. MOTION CARRIED UNANIMOUSLY.

ITEM #8. RESOLUTION OF THE BROOME COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") ADOPTING (I) A STANDARD APPLICATION FORM TO BE USED BY THE AGENCY TO ACCEPT REQUESTS FOR FINANCIAL ASSISTANCE; (II) A UNIFORM PROJECT EVALUATION POLICY; (III) A UNIFORM AGENCY PROJECT AGREEMENT; AND (IV) AN AGENCY POLICY FOR THE TERMINATION OF AGENCY BENEFITS AND THE RECAPTURE OF BENEFITS PREVIOUSLY GRANTED ALL PURSUANT TO

CHAPTER 563 OF THE LAWS OF 2015: Mr. McLaughlin said copies of the Best Practices with the amendments were given to the Board at the previous meeting. He stated the Best Practice additions are recommended for all IDA's by the Economic Development Council and required by New York State. Ms. Marusich stated the Best Practices were reviewed and consistent with standards from New York State.

MOTION: To approve a resolution of the Broome County Industrial Development Agency (The "Agency") Adopting (I) a Standard Application Form to be used by The Agency to Accept Requests for Financial Assistance; (II) A Uniform Project Evaluation Policy; (III) A Uniform Agency Project Agreement; and (IV) an Agency Policy for the Termination of Agency Benefits and the Recapture of Benefits Previously Granted all Pursuant to Chapter 563 of the Laws Of 2015. On a MOTION by Mr. Stevens, seconded by Mr. Bucci. Roll Call Vote: Mr. Kane, Mr. Stevens, Mr. Howard, Mr. Rounds, Mr. Feehan, Ms. Marusich, Mr. Bucci and Mr. Bernardo all voted yes. Mr. Pinker was absent. The MOTION CARRIED UNANIMOUSLY.

ITEM #9. EXECUTIVE SESSION: TO DISCUSS THE PROPOSED ACQUISITION AND SALE OF REAL PROPERTY FOR THE BCIDA: No Executive Session.

ITEM #10. ADJOURNMENT: Mr. Kane requested a motion for adjournment.

MOTION: To adjourn the meeting. On a MOTION by Mr. Stevens, seconded by Ms. Marusich, the MOTION CARRIED UNANIMOUSLY, and the meeting was adjourned at 12:40 p.m.

The next meeting of the BCIDA Board of Directors is scheduled for Wednesday September 21, 2016 at 12:00 p.m. at the Broome County Public Library, 185 Court Street, Binghamton, NY.