

FINGER LAKES ECONOMIC DEVELOPMENT CENTER
1 Keuka Business Park, Suite 104
Penn Yan, NY 14527
Telephone: 315-536-7328

MINUTES OF THE REGULAR BOARD MEETING OF THE FINGER LAKES ECONOMIC DEVELOPMENT CENTER

July 20, 2016

FLEDC MEMBERS PRESENT: Gene Pierce
Jim Willson
Jerry Hiller
Mark Morris
Rita Gow
Taylor Fitch

FLEDC MEMBERS ABSENT: Mary Zelazny

STAFF: Steve Griffin
Kari DeWick
Doreen Jensen

GUESTS: Joe Scott
Kevin McAuliffe
Dale Irwin
Tim Dennis
John Christensen

Chair G. Pierce called the meeting to order at 7:33 A.M.

Roll call was taken; a quorum was present. Introduction of guests were made.

A motion was made by J. Willson and seconded by M. Morris to go into Executive Session at 7:34 AM to discuss a particular company's financial history. Motion passed.

A motion was made by T. Fitch and seconded by M. Morris to come out of Executive Session at 7:50 AM. Motion passed.

There was no action taken in Executive Session.

MINUTES

A motion was made by J. Willson and seconded by R. Gow to approve the June 15, 2016 meeting minutes as written. Motion passed.

AGENDA CHANGES

Under New Business delete N. Kendall Wines Loan Request. Under New Business add Agent Resolution – Greenidge Generation, LLC & Greenidge Pipeline, LLC Project.

FINANCE COMMITTEE

D. Jensen reviewed the June financials and all bills to be paid. *A motion was made by M. Morris and seconded by R. Gow to approve the June financials, and to pay all bills submitted as presented. Motion passed.*

T. Fitch inquired about the impact of Keuka College leaving Keuka Business Park on our budget. S. Griffin reported it is 20% of our lease income. S. Griffin is not that concerned about it as we have current tenants looking to expand. The third floor might be more difficult to rent since it would be difficult to break up for smaller office needs.

Receivables and the loan reports were also reviewed.

MANAGEMENT REPORT

The following updates were given to the Management Report:

S. Griffin reviewed the Empire State Development Finger Lakes Forward presentation at Keuka College. This was a great opportunity for Vinnie Esposito to see Keuka College.

S. Griffin reported he is aiming for the FAM tour to be held the second or third week in September starting at the Hampton. It is nice to see lots of interest in this event.

S. Griffin reported on working with Keuka College on housing downtown.

S. Griffin reported the Finger Lakes Railway PILOT will be calculated differently for next year taking into account actual assessed values of the various parcels in each municipality.

K. DeWick reported that on the N. Kendall Wines loan request, the Loan Review Committee requested more information from the applicant.

K. DeWick reported on the July meeting of the Young Professional's July meeting. It was a good meeting but attendance was low. The August meeting will be held at the Finger Lakes Museum's Creekside Center.

K. DeWick reported she is working on an RFP for the FLEDC Website design. If you know of any web designers, please send firm's contact information to Kari.

NEW BUSINESS

K. DeWick reviewed the Keuka Housing Council's request to extend interest only payments on their loan until April of 2017. This request gives them more time to complete their grant requirements and the loan will be paid in full. The Loan Review Committee approved this request. *A motion was made by J. Hiller and seconded by M. Morris to extend Keuka Housing Council's interest only payments until April of 2017. Motion passed.*

S. Griffin reported that Bryan Gordon of Gordon Randall Properties would like to purchase more acreage at Horizon Business Park. The total would be 9.136 acres of which 7.7 acres is usable. They originally wanted two acres but that won't work for their building plan. They would like to purchase the land for \$250,000. There were some contingencies discussed, i.e. have to have their building up by a certain timeframe, then start construction on another building. If they don't meet their timeframe we can purchase property back at original cost.

A motion was made by T. Fitch and seconded by J. Willson to authorize the CEO to negotiate the sale of additional acreage at Horizon Business Park to Gordon Randall Properties, LLC for \$250,000 along with the contingencies on meeting building construction timelines, getting FLEDC approval on building site layouts and a buyback clause allowing FLEDC to repurchase unused land for initial per acre sale price in event building contingencies are not met. Motion passed.

J. Scott reviewed Hodgson Russ proposal for 2015 Legislation review. This consists of updating the IDA application which has already been completed. Updating the IDA Clawback policy and Clawback agreement and creation of a set of criteria under which the IDA would evaluate projects. J. Scott reported oversight on IDA's keeps increasing. An estimate of cost between \$2,500-\$4,500. ***A motion was made by J. Hiller and seconded by R. Gow to hire Hodgson Russ to update the IDA Clawback policy and agreement and to create a set of criteria under which projects would be evaluated at a cost not to exceed \$3,500. Motion passed.***

S. Griffin reviewed the Greenidge Generation project. This is one project with two separate applications. One being the plant and the other is the pipeline for the natural gas. Total capital investment is \$25,000,000 with \$16,000,000 in hard costs. The total projected benefit to the community is \$37,996,506. Employment estimates are 60-80 construction jobs, and 11 full time equivalents. The estimated sales tax exemption is \$355,000 and \$160,000 in mortgage recording tax exemption. S. Griffin reported that no one spoke against the project benefits at the two public hearings that were held. There were questions on how the PILOT was structured and where the pipeline itself was going to be located. A hard copy of the minutes from both public hearings is on hand in the FLEDC office. S. Griffin reported the Agent Resolution is to appoint the Greenidge as our agent so they can receive the sales tax exemption so they can begin construction.

Kevin McAuliffe, Attorney with Barclay for Greenidge Generations gave a review of the project and pipeline. Next month will be the PILOT resolution,

The following resolution was offered by T. Fitch, seconded by J. Willson, to wit:

RESOLUTION APPOINTING GREENIDGE GENERATION LLC AND GREENIDGE PIPELINE LLC AS AGENTS OF YATES COUNTY INDUSTRIAL DEVELOPMENT AGENCY FOR THE PURPOSE OF UNDERTAKING AND COMPLETING A PROJECT FOR THE BENEFIT OF THE GREENIDGE GENERATION LLC AND GREENIDGE PIPELINE LLC.

WHEREAS, Yates County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of 1969 Laws of New York, constituting Title 1 of Article 18 A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 113 of the 1975 Laws of New York, as amended, constituting Section 893-b

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 and commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

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

WHEREAS, Greenidge Generation LLC and Greenidge Pipeline LLC, each a New York limited liability company (collectively, the “Company”), have 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 construction on the Plant Land of an approximately 4.6 mile natural gas pipeline (the “Pipeline”), and (2) the acquisition and installation therein and thereon of certain machinery and equipment (collectively, the “Pipeline Equipment”) (the Pipeline Land, the Pipeline and the Pipeline Equipment being collectively referred to as the “Pipeline Facility”), all of the foregoing to be owned and operated by the Company as a natural gas transmission line 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 (collectively with the Obligations, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on November 18, 2015 (the “Public Hearing Resolution”), the Agency agreed to accept the Application and authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Executive Director of the Agency (A) caused notice of a public hearing of the Agency (the “Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on July 5, 2016 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the Public Hearing to be posted on July 5, 2016 on the Agency’s website and also on public bulletin boards located at (1) Yates County Courthouse, located at 415 Liberty Street in the Village of Dresden, Yates County, New York, (2) 137 Main Street in the Village of Penn Yan, Town of Milo, Yates County, New York and (3) 3 Firehouse Avenue in the Village of Dresden, Yates County, New York (C) caused notice of the Public Hearing to be published on July 6, 2016 in The Chronicle Express, a newspaper of general circulation available to the residents of the Towns of Milo and Torrey, Yates County, New York, (D) conducted the Public Hearing on July 19, 2016 at 7:00 o’clock p.m., local time at the Yates County Auditorium, 417 Liberty Street, Village of Penn Yan, Town of Milo, Yates County, New York, and (E) prepared a report of the Public Hearing (the “Public

Hearing Report”) fairly summarizing the views presented at such Public Hearing and caused copies of said Public Hearing Report to be made available to the members of the Agency; and

WHEREAS, although the lease agreement or installment sale agreement and related documentation (collectively, the “Project Documents”) have not yet been prepared, the Company has indicated to the Agency that the Company desires to commence the Project prior to completion of the Project Documents between the Agency and the Company related to the Project; and

WHEREAS, in order to preserve the sales tax exemption which forms a major portion of the Financial Assistance, the Agency now desires to temporarily formalize its understandings with the Company regarding the undertaking and completion of the Project by the Company as agent of the Agency;

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

Section 1. In order to preserve the sales tax exemption which forms a major part of the Financial Assistance, and in order to facilitate the commencement of the Project, the Company is hereby temporarily appointed the true and lawful agent of the Agency (A) to undertake and complete the acquisition, construction and installation of the Project Facility, as the stated agent for the Agency, or by appointing a series of contractors, subcontractors or other third parties as sub-agents of the Agency, subject to the terms of this Resolution, (B) to make, execute, acknowledge and deliver all contracts, orders, receipts, writings and instruments necessary in connection therewith, and in general to do all things as may be requisite or proper for undertaking and completing the Project with the same powers and the same validity as the Agency could do if acting in its own behalf, and (C) to pay all fees, costs and expenses incurred in the acquisition, construction and installation of the Project Facility from its own funds, said temporary appointment being intended to last until the earlier to occur of (1) the execution and delivery of the Project Documents or (2) October 20, 2016 (or such later date as may be agreed to in writing by the Agency), said temporary appointment to be subject to the following conditions:

- (1) The Company will, on behalf of the Agency, undertake and complete the acquisition, construction and installation of the Project Facility in accordance with the plans of the Company described in the Application (the “Plans”).
- (2) The Company will not revise the Plans in any material respect without the prior written consent of the Agency, which consent may not be unreasonably withheld or delayed but may be subject to such reasonable conditions as the Agency may deem appropriate.
- (3) Title to all materials, equipment, machinery and other items of property intended to be incorporated in or installed as part of the Project Facility shall vest in the Agency immediately upon delivery to the Project Facility site, at which time such materials, machinery and other items of property shall become the sole property of the Agency. The Company shall execute, deliver and record or file all instruments necessary or appropriate to so vest title in the Agency and shall take all action necessary or appropriate to protect such title against claims of any third persons. Title to the Project shall be conveyed by the Agency to the Company pursuant to the provisions of the Project Documents.

(4) All materials, equipment, machinery and other items of personal property intended to be incorporated in or installed as part of the Project Facility shall be ordered and purchased by the Company, as agent of the Agency, and invoices therefore shall be directed to the Company, as agent of the Agency. The Agency hereby appoints the Company as agent of the Agency to make such purchases of said materials, equipment, machinery and other items of personal property; provided, however, that **NO SUCH CONTRACT SHALL RESULT IN THE ASSUMPTION BY THE AGENCY OF ANY OBLIGATION TO PAY ANY COSTS AND EXPENSES**, and the Company shall be solely liable for and shall agree to pay all funds necessary to make all payments required under such contracts.

(5) The Company shall indemnify, defend and hold the Agency (and its members, officers, agents, employees and servants) harmless from all claims and liabilities for labor, services, materials and supplies, including equipment, ordered or used in connection with the undertaking and completion of the Project (including any expenses incurred by the Agency and its members, officers, agents, employees and servants, in defending any claims, suits or actions which may arise as a result of any of the foregoing), whether or not such claims or liabilities arise as a result of the Company acting as agent for the Agency pursuant to the authority conferred upon it by this Resolution.

(6) The Company shall indemnify, defend and hold the Agency (and its members, officers, agents, employees and servants) harmless from all claims and liabilities for loss or damage to property or any injury to or death of any person that may be occasioned by any cause whatsoever in relation to the Project, including any expenses incurred by the Agency (and its members, officer, agents, employees and servants) in defending any claims, suits or actions which may result as a result of the foregoing.

(7) The Company shall give or cause to be given all notices and comply or cause compliance with all laws, ordinances, rules, regulations and requirements of all governmental agencies and public authorities applying to or affecting the undertaking and completion of the Project (the applicability of all such laws, ordinances, rules, regulations and requirements shall be determined both as if the Agency were deemed to be the owner of the Project Facility and as if the Company and not the Agency were deemed to be the owner of the Project Facility), and the Company will defend and save the Agency and its officers, members, agents, employees and servants harmless from all fines and penalties due to failure to comply therewith. All permits and licenses necessary for the undertaking and completion of the Project shall be procured promptly by the Company.

(8) The Company shall agree, and by executing this Resolution does agree, that as agent for the Agency the Company will comply with all laws applicable to the Agency in connection with the undertaking and completion of the Project by the Agency (the applicability of all such laws, ordinances, rules, regulations and requirements shall be determined both as if the Agency were deemed to be the owner of the Project Facility and as if the Company and not the Agency were deemed to be the owner of the Project Facility).

(9) The Company is hereby authorized to advance such funds as may be necessary to acquire, construct and install the Project Facility as agent of the Agency. Any costs or expenses incurred by the Agency or by the Company as agent of the Agency with respect to the Project shall be paid by the Company.

(10) The Company shall supply the Chairman or Vice Chairman of the Agency with a general liability insurance policy naming the Company and the Agency as insureds and providing coverage in the minimum amounts of ONE MILLION DOLLARS (\$1,000,000) per person, FIVE HUNDRED THOUSAND DOLLARS (\$500,000) per occurrence and a separate umbrella liability policy protecting the Company and the Agency with a limit of not less than FIVE MILLION DOLLARS (\$5,000,000), which insurance policies shall (a) also name the members, officers, agents, employees and servants of the Agency as additional insureds, as their interests shall appear, and (b) also provide contractual liability insurance coverage insuring the Company's obligations pursuant to paragraphs (5) and (6) hereof to indemnify, defend and save harmless the Agency and its members, officers, agents, employees and servants, as their interests shall appear.

(11) The Company shall supply the Chairman or Vice Chairman of the Agency with policies, or certificates evidencing such policies, of workers' compensation insurance, disability benefits insurance and each other form of insurance which the Agency or the Company is required by law to provide, covering loss resulting from injury, sickness, disability or death of employees of the Company or the Agency who are located at or assigned to work on the Project.

(12) The obligations and agreements of the Agency contained herein shall be deemed the obligations and agreements of the Agency and not of any member, officer, agent (other than the Company), employee or servant of the Agency in his individual capacity, and the members, officers, agents (other than the Company), employees and servants of the Agency shall not be liable personally hereon or be subject to any personal liability or accountability based upon or in respect hereof or of any transaction contemplated hereby.

(13) The obligations and agreements of the Agency contained herein shall not constitute or give rise to an obligation of the State of New York or Yates County, New York, and neither the State of New York nor Yates County, New York shall be liable thereon, and further, such obligations and agreements shall not constitute or give rise to a general obligation of the Agency, but rather shall constitute limited obligations of the Agency payable solely from the revenues of the Agency derived and to be derived from the lease, sale or other disposition of the Project (excepting funds payable pursuant to paragraphs (5), (6) and (15) of this Section 1 of this Resolution).

(14) Notwithstanding any provision of this Resolution to the contrary, the Agency shall not be obligated to take any action pursuant to any provision hereof unless (a) the Agency shall have been requested to do so in writing by the Company and (b) if compliance with such request is reasonably expected to result in the incurrence by the Agency (or any member, officer, agent (other than the Company), employee or servant of the Agency) of any liability, fees, expenses or other costs, the Agency shall have received from the Company security or indemnity satisfactory to the Agency for protection against all such liability and for the reimbursement of all such fees, expenses and other costs.

(15) Payment by the Company of all fees and expenses incurred by the Agency with respect to the Project, including (A) the Agency's administrative fee with respect to the Project and (B) the fees and expenses of Agency counsel and/or special Agency counsel related to the Project.

(16) (A) The Company acknowledges receipt of notice of Section 874(8) of the Act, which requires that the Company as agent of the Agency must annually file a statement with the New York State Department of Taxation and Finance (the “Annual Sales Tax Report”), on a form and in such a manner as is prescribed by the Commissioner of Taxation and Finance, of the value of all sales tax exemptions claimed by the Company under the authority granted by the Agency. Pursuant to Section 874(8) of the Act, the penalty for failure to file the Annual Sales Tax Report shall be removal of authority to act as agent of the Agency. Additionally, if the Company shall fail to comply with the requirements of this subsection (16), the Company shall immediately cease to be the agent of the Agency in connection with the Project. A current sample form of such Annual Sales Tax Report required to be completed by the Company pursuant to this Resolution is attached hereto as Exhibit A. For future filings of the Annual Sales Tax Report, the Company is responsible for obtaining from the New York State Department of Taxation and Finance any updated or revised versions of such Annual Sales Tax Report.

(B) The Company agrees to furnish to the Agency a copy of each such Annual Sales Tax Report submitted to the New York State Department of Taxation and Finance by the Company pursuant to Section 874(8) of the Act.

(17) The Company acknowledges receipt of notice of Section 874(9) of the Act, which requires that the Company as the agent must file within thirty (30) days of the date of this Resolution a statement with the New York State Department of Taxation and Finance, on a form and in such manner as is prescribed by the Commissioner of Taxation and Finance (the “Thirty-Day Sales Tax Report”), identifying the Company as agent of the Agency, setting forth the taxpayer identification number of the Company, giving a brief description of the goods and/or services intended to be exempted from sales taxes as a result of such appointment as agent, indicating a rough estimate of the value of the goods and/or services to which such appointment as agent relates, indicating the date when such designation as agent became effective and indicating the date upon which such designation as agent shall cease. A current sample form of such Thirty-Day Sales Tax Report required to be completed by the Company pursuant to this Resolution is attached hereto as Exhibit B. For future filings of the Thirty-Day Sales Tax Report, the Company is responsible for obtaining from the New York State Department of Taxation and Finance any updated or revised versions of such Thirty-Day Sales Tax Report.

(18) The foregoing appointment of the Company as agent of the Agency is subject to the condition that, in the event that Project Documents are not executed and delivered by the Agency and the Company on or before October 20, 2016 (or such later date as may be agreed to in writing by the Agency), the foregoing appointment of the Company as agent of the Agency may be revoked by the Agency, retroactive to the date of this Resolution, and thereupon the Agency shall notify the New York State Department of Taxation and Finance of such revocation.

(19) The Company acknowledges receipt of notice of Section 858-b of the Act, which requires that the Company list new employment opportunities created as a result of the Project with the following entities (hereinafter, the “JTPA Entities”): (a) the New York State Department of Labor Community Services Division and (b) the administrative entity of the service delivery area created by the federal job training partnership act (P.L. No. 97-300) in which the project is located (while currently cited in Section 858-b of the Act, the Federal Job Training Partnership Act was repealed effective June 1, 2000, and has been supplanted by the Workplace Investment Act of 1998 (P.L. No. 105-220)). The Company agrees, where practicable, to first consider for

such new employment opportunities persons eligible to participate in federal job training partnership programs who shall be referred by the JTPA Entities.

(20) The Company will execute and deliver a certain recapture agreement (the “Section 875 GML Recapture Agreement”) by and between the Company and the Agency, required by the Act and in form and substance satisfactory to the Agency, regarding the recovery or recapture of certain sales and use taxes.

(21) The following additional conditions: none.

Section 2. This Resolution shall take effect upon the date that all of the following shall have occurred: (A) the Company shall have accepted the provisions of this Resolution; (B) the Company shall have delivered two copies of this Resolution, with the acceptance clauses thereof fully executed by the Company, to the Chairman or Vice Chairman of the Agency; (C) the Company shall have obtained the insurance policies required by paragraphs (10) and (11) of Section 1 hereof and shall have delivered evidence thereof to the Chairman or Vice Chairman of the Agency, such evidence to be in such form as the Chairman or the Vice Chairman of the Agency shall deem appropriate; (D) the Company shall have paid the Agency’s administrative fee with respect to Project; and (E) the Agency shall deliver to the Company a copy of this Resolution with the receipt and acknowledgment executed by the Agency.

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

Gene Pierce	VOTING	Yes
Jerry Hiller	VOTING	Yes
Mary Ann Zelazny	VOTING	Absent
James Willson	VOTING	Yes
Mark Morris	VOTING	Yes
Taylor Fitch	VOTING	Yes
Rita Gow	VOTING	Yes

The foregoing Resolution was thereupon declared duly adopted.

ACCEPTANCE

The Company hereby accepts the appointment to act as agent of the Agency in connection with the Project and the Company accepts the provisions of this Resolution, including the conditions contained in Section 1 of this Resolution, and agrees to comply with such provisions and conditions.

IN WITNESS WHEREOF, the Company has caused this Acceptance to be executed in its name as of this 20th day of July, 2016.

GREENIDGE GENERATION LLC

BY: _____
Authorized Officer

GREENIDGE PIPELINE LLC

BY: _____
Authorized Officer

RECEIPT

The undersigned hereby acknowledges receipt of the items called for in Section 2 of this Resolution and acknowledges that therefore this Resolution is in full force and effect.

YATES COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

BY: _____
(Vice) Chairman

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

I, the undersigned (Assistant) Secretary of Yates County Industrial Development Agency (the “Agency”), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on July 20, 2016 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 20th day of July, 2016.

(Assistant) Secretary

(SEAL)

EXHIBIT A
ANNUAL SALES TAX REPORT

New York State Department of Taxation and Finance
**Annual Report Of Sales And Use Tax Exemptions
 Claimed By Agent/Project Operator Of
 Industrial Development Agency/Authority (IDA)**
 For Period Ending December 31, 20____

ST-340
 (8/95)

Project Information		
Name of IDA agent/project operator	Federal employer identification number (EIN)	
Street Address	Telephone Number	
City	State	Zip code
Name of IDA agent/project operator's authorized representative, if any	Title	
Street Address	Telephone number	
City	State	Zip code
Name of IDA		
Street Address		
City	State	Zip code
Name of project		Project Number
Street address of project site		
City	State	Zip code
1. Project purpose	<input type="checkbox"/> Services <input type="checkbox"/> Construction <input type="checkbox"/> Agriculture, forestry, fishing <input type="checkbox"/> Wholesale trade <input type="checkbox"/> Retail trade <input type="checkbox"/> Finance, insurance or real estate <input type="checkbox"/> Transportation, communication, electric, gas or sanitary services <input type="checkbox"/> Manufacturing <input type="checkbox"/> Other (specify) _____	
2. Date Project began:	_____	
3. Beginning date of construction or installation (actual or expected):	_____	
4. Completion date of construction phase of project (actual or expected):	_____	
5. Completion date of project (actual or expected)	_____	
6. Duration of project (years/months; actual or expected):	_____	
Total sales and use tax exemptions	7	\$
Print name of officer, employer or authorized representative signing for the IDA agent/project operator		Title of person signing
Signature		Date

Failure to file a complete report annually may result in the removal of authority to act as an IDA agent/project operator.

Mail completed report to: NYS TAX DEPARTMENT, IDA UNIT, BLDG. 9 RM 215, W A HARRIMAN CAMPUS, ALBANY, NY 12227.

INSTRUCTIONS

General Information

The General Municipal Law (GML) and the Public Authorities Law require agents or project operators (also known as project occupants) of an Industrial Development Agency or Authority (i.e., an IDA) to file an annual report with the New York State Department of Taxation and Finance. The agent/project operators required to file this report are those persons the IDA appoints to act for and represent the IDA with regard to the project, and the industrial, manufacturing, commercial or other enterprise the IDA appoints to use, occupy to operate the project undertaken by the IDA. It does not include persons who are mere tenants of the IDA agent/operator, nor does it include officers or employees of an IDA in their capacity as such officers or employees.

The reporting requirement applies to IDA projects commenced on or after July 21, 1993. The initial report that must be filed is for the period October 19, 1993, through December 31, 1994, and is due by September 30, 1995. Because September 30, 1995 is a Saturday, this initial report is actually due by October 2, 1995. Subsequent reports must be filed on a calendar-year basis and are due by the last day of February of the following year.

The report must show the total value of all state and local sales and compensating use taxes exempted during the reporting period as a result of the project's designation as an IDA project. The IDA agent or project manager must include in its report the value of the exemptions if obtained, as well as the value of the dates and use tax exemptions obtained by its contractors, subcontractors, consultants and other agents. You are not required to report separately the value of the sales and use tax exemptions obtained by contractors, subcontractors, consultants, etc., individually. However, since you must include the value of the exemptions they have obtained by reason of the IDA project's exempt status in the total amount you report on line 7, you should keep documentation of the amounts they provide to you for your use in completing this report, or in the event you are asked to produce this information.

Do not include in this report the amount of any sales and use tax exemptions arising out of other provisions of the Tax Law (e.g., manufacturer's production equipment exemption, research and development exemption, etc.)

Instructions

At the top of the form, identify the reporting period by entering the year in the space provided. If an address is required, always include the ZIP code.

Name of IDA agent/project operator

Enter the name, address, federal employer identification number (EIN), and telephone number of the IDA agent/project operator.

Name of IDA agent/project operator's authorized representative

Enter the name, address, title and telephone number of the individual (e.g. attorney or accountant) authorized by the IDA agent/project operator to submit this report.

Name of IDA

Enter the name and address of the IDA.

Note If more than one IDA is involved in a particular project, the IDA agent or project operator must file a separate report for the tax exemptions attributable to each IDA.

Name of Project

Enter the name of the project, the address of the project site, and the number assigned to the project (if applicable). A separate report must be filed by the IDA agent or project operator for each project, even if authorized by the same IDA.

Line Instructions

Line 1 – Project purpose – Check the box that identifies the purpose of the project. If you check *Other*, please be specific in identifying its purpose.

Line 2 – Enter the date the project started (this means the earliest of the date of any bond or inducement resolution, the execution of any lease, or any bond (issuance). Include month, day and year.

Line 3 – Enter the date on which you, or your general contractor or subcontractor, actually began or expect to begin construction or

installation on the project. If the project does not involve any construction, enter: **Does not apply.**

Line 4 – Enter the date the construction phase of the project was completed. If it has not been completed by the end of the reporting period, enter the date you expect to complete this phase of the project.

Line 5 – Enter the date on which installation, lease, or rental of property (e.g., machinery, computers, etc.) on the project ended. If the project was not completed by the end of the reporting period, enter the date the project is expected to be completed.

Line 6 – Enter the total number of years and months from the project's inception to its completion or expected completion.

Line 7 – Enter the total amount of New York State and local sales and compensating use taxes exempted during the reporting period (if non, enter "0") as a result of the project's receipt of IDA financial assistance. This includes exemptions obtained at the time of purchase as well as through a refund or credit of tax paid. Include the sales and use taxes exempted on purchases of property

or services incorporated into or used on the exempt project. This includes the taxes exempted on purchases made by or on behalf of the agent or project operator, the general contractor for the project and any subcontractors, consultants or other agents.

Signature area

Enter the name and title of the person signing on behalf of the IDA agent/project operator (e.g., the IDA agent/project operator's officer, employee or other authorized representative). The report must be signed by the IDA agent/project operator's officer, or employee or authorized representative. Enter the date signed.

Mail completed report to: **NYS Tax Department, IDA Unit, Bldg. 9 Rm. 215, W A Harriman Campus, Albany NY 12227**

Privacy Notation

The right of the Commissioner of Taxation and Finance and the Department of Taxation and Finance to collect and maintain personal information, including mandatory disclosure of social security numbers in the manner required by tax regulations, instructions and forms, is found in Articles 8, 15, 18-A, 28 and 28-A of the Tax Law and 42 USC 405(c)(2)(C)(i).

The Tax Department will use this information primarily to determine and administer the insurance awards and sales tax liabilities under the Tax Law, and for any other purpose authorized by law. Failure to provide the required information may result in civil or criminal penalties, or both, under the Tax Law.

This information will be maintained by the Director of the Data Management Services Bureau, NYS Tax Department, Building 8 Room 905, W A Harriman Campus, Albany NY 12227; telephone (from New York State only) 1 800 CALL TAX (1 800 225-2829); from areas outside New York State call (518) 438-8581.

Need Help?

For forms or publications, call toll free (from New York State only) 1 800 462 8100. From areas outside New York State, call (518) 438-1073.

For information, forms or publications, call the Business Tax Information Center at 1800 972 1233. The call is toll free from anywhere in the U.S. (including Alaska and Hawaii) and Canada. For information, you can also call toll free (from New York State only) 1 800 CALL TAX (1 800 225-5829). From areas outside New York State, call (518) 438-8581.

Telephone assistance is available from 8:30 a.m. to 4:25 p.m.

Monday through Friday.

Persons with Disabilities – In compliance with the Americans with Disabilities Act, we will ensure that our lobbies, offices, meeting rooms and other facilities are accessible to persons with disabilities. If you have questions about special accommodations for persons with disabilities, please call the information and assistance numbers listed above.

Hotline for the Hearing and Speech Impaired – If you have a hearing or speech impairment and have access to a telecommunications device for the deaf (TDD), you can get answers to your New York State tax questions by calling 1 800 634 2110 toll free from anywhere in the U.S. (including Alaska and Hawaii) and Canada. Hours of operation are from 8:30 a.m. to 4:15 p.m. Monday through Friday. If you do not own a TDD, check with independent living centers or community action programs to find out where machines are available for public use.

If you need to write, address your letter to: NYS Tax Department Taxpayer Assistance Bureau, W A Harriman Campus, Albany, NY 12227.

EXHIBIT B
THIRTY-DAY SALES TAX REPORT



IDA Appointment of Project Operator or Agent For Sales Tax Purposes

ST-60

(7/02)

The industrial development agency or authority (IDA) must submit this form within 30 days of the appointment of a project operator or agent, whether appointed directly by the IDA or indirectly by the operator or another agent.

For IDA use only

Name of IDA		IDA project number (use OSC numbering system for projects after 1998)	
Street address		Telephone number ()	
City	State	ZIP code	
Name of IDA project operator or agent	Check box if directly appointed by the IDA: <input type="checkbox"/>	Employer identification or social security number	
Street address		Telephone Number ()	Primary operator or agent? <input type="checkbox"/> Yes <input type="checkbox"/> No
City	State	Zip code	
Name of Project	Purpose of project (see instructions)		
Street address of project site			
City	State	Zip Code	
Description of goods and services intended to be exempted from sales and use taxes			
mm dd yyyy		mm dd yyyy	
Date project operator or agent appointed	Date project operator or agent status ends		
Estimated value of goods and services to be exempted from sales and use taxes as a result of the project's designation as an IDA project:			
Print name of officer or employee signing on behalf of the IDA		Print Title	
Signature	Date	Telephone Number ()	

Instructions

Filing Requirements

An IDA must file this form within 30 days of the date the IDA designates a project operator or appoints a person as agent of the IDA, for purposes of extending a sales and compensating use tax exemption.

The IDA must file a separate form for each project operator or agent appointed, whether directly or indirectly, and regardless of whether it is the primary operator or agent. If the IDA authorizes an operator or agent to appoint other agents, the operator or agent making such an appointment within 30 days of the new agent's appointment. The IDA need not file this agents of the IDA. The IDA need not file this form if there are no sales or use tax exemption benefits authorized for a project as a result of the project's designation as an IDA project.

Purpose of project

For Purpose of project, enter one of the following:

- Services
- Agriculture, forestry, fishing
- Finance, insurance, real estate
- Transportation, communication electric, gas, sanitary services
- Construction
- Wholesale trade
- Retail trade
- Manufacturing
- Other (specify)

Mailing instructions

Mail completed form to: NYS Tax Department, IDA Unit, Building 8 Room 738, W A Harriman Campus, Albany NY 12227

Privacy notification

The Commissioner of Taxation and Finance may collect and maintain personal information pursuant to the New York State Tax Law, including but not limited to, sections 171, 171-a, 287, 308, 429, 475, 505, 697, 1096, 1142, and 1415 of that Law, and may require disclosure of social security numbers pursuant to 42 USC 406(e)(3)(C)(v).

This information will be used to determine and administer tax liabilities and, when authorized by law, for certain tax offset and exchange of tax information programs as well as for any other lawful purpose.

Information concerning quarterly wages paid to employees is provided to certain state agencies for purposes of fraud prevention, support enforcement, evaluation of the effectiveness of certain employment and training programs and other purposes authorized by law.

Failure to provide the required information may subject you to civil or criminal penalties, or both, under the Tax Law.

This information is maintained by the Director of Records Management and Data Entry, NYS Tax Department, W A Harriman Campus, Albany, NY 12227; telephone 1 800 225-5829. From areas outside the United States and outside Canada, call (516) 455-6806.

Need help?



Telephone assistance is available from 8 a.m. to 5:55 p.m. (eastern time), Monday through Friday.

Business tax information: 1 800 972-1233

Forms and publications: 1 800 462-8100

From areas outside the U.S. and outside Canada: (518) 485-6800

Fax-on-demands forms: 1 800 748-3676

Hearing and speech impaired (telecommunications device for the deaf (TDD) callers only): 1 800 634-2110 (8 a.m. to 5:55 p.m., eastern time).



Internet access: www.tax.state.ny.us



Persons with disabilities: In compliance with the Americans with Disabilities Act, we will ensure that our lobbies, offices, meeting rooms, and other facilities are accessible to persons with disabilities. If you have questions about special accommodations for persons with disabilities, please call 1 800 225-5829.



If you need to write, address your letter to: NYS Tax Department, TaxPayer Contact Center, W A Harriman Campus, Albany NY 12227.

The August meeting date was discussed, in the past we have had to change the date. The meeting date will stay the original date of August 17th.

G. Pierce reported that Senator Gillibrand will be at Abandon Brewery on Friday, July 22 at 10:00 AM regarding the farm bill.

A motion was made by R. Gow and seconded by M. Morris to adjourn the meeting at 8:56 A.M. Motion passed.

Respectfully submitted,

Doreen J. Jensen