

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**

November 16, 2016

FLEDC MEMBERS PRESENT: Gene Pierce  
Jerry Hiller  
Mary Zelazny  
Jim Willson  
Taylor Fitch  
Mark Morris

FLEDC MEMBERS ABSENT: Rita Gow

STAFF: Steve Griffin  
Kari DeWick  
Doreen Jensen

GUESTS: Tim Dennis

Chair G. Pierce called the meeting to order at 7:31 A.M.

Roll call was taken, a quorum was present.

*A motion was made by M. Zelazny and seconded by J. Willson to go into Executive Session at 7:32 A.M. to discuss a company's financials. Motion passed.*

*A motion was made by M. Zelazny and seconded by M. Morris to come out of Executive Session at 7:39 A.M. Motion passed.*

There was no action taken in Executive Session.

**MINUTES**

*A motion was made by J. Willson and seconded by M. Morris to approve the October 26, 2016 minutes as written. Motion passed.*

**AGENDA CHANGES**

The following changes were made to the Agenda:

Under Old Business delete Approving Resolution – Uniform Criteria & Other Requirements of 2015 IDA Reform Legislation

Under New Business add the following:

SEQR Resolution for Gordon Randall Properties, LLC  
Approving Resolution for Gordon Randall Properties, LLC  
E Verify Systems  
Genesee Finger Lakes Regional Planning Council

## **FINANCE COMMITTEE**

D. Jensen reviewed the October financials and all bills to be paid. The Revolving Loan Funds reports were reviewed. ***A motion was made by M. Morris and seconded by M. Zelazny to approve the Financial Report and to pay all bills submitted for payment. Motion passed.***

## **MANAGEMENT REPORT**

The following updates were given:

S. Griffin reported that the County cannot help us with any personnel issues beyond sharing their current policies with us. S. Griffin reported that he is meeting with Paychex to see what they can offer i.e. employee handbook, etc. There was much discussion on the new Fair Labor Standard Act requirements. There was discussion on changes that will be happening in New York State as well.

S. Griffin reported he was surprised by the challenges Home Leasing was receiving from the planning boards on their apartment complex project. There is not another location in Yates County within walking distance of downtown that would work as well for housing as the current proposed location. This project still needs approval of both the Village and County planning boards. It was widely discussed that housing is still a very major challenge in the County.

S. Griffin reported we would be hosting an intern in January. Kristen Thayer is a marketing major at Keuka College. She will be working on marketing projects around college interaction with downtown and other marketing initiatives and projects.

T. Dennis inquired about the Genesee Lakes Regional Planning Council GAIN account. S. Griffin gave an overview of this program. The program is exactly the same as our Agricultural loan program and came from the success we've had with our program. As we have \$1.75M in our program already, our demand for additional funding wasn't as backed up as some of the other Counties in the region were

K. DeWick reported on the Young Professionals event at Starshine. They are hosting a paint your own beer or wine glass. Tickets are on sale currently. There will be music and a photo booth. They are also working on a bounce house for the middle school aged kids.

K. DeWick reported the website designs went back for another design option.

There was a question on the Keuka Arts Festival with the Young Professional group taking this over. Tim Dennis said it is a lot of work! K. DeWick said YPP is going to meet with Chris Vaughn. Definitely need more volunteers to commit if YPP is to take it over.

K. DeWick reported that she met with the Yates County Sheriff Department to make the move to Discover Yates from Exploring. In the meeting the Sheriff made mention that the Exploring Program did

not help recruit kids or help set up meetings. He feels that moving to the Discover Yates program would be more beneficial to the Public Safety program.

K. Dewick reported on meeting with FLCC workforce and they are working on a presence to be in Yates County.

## **OLD BUSINESS**

S. Griffin reviewed the updated audit bids. After discussion, ***a motion was made by J. Hiller and seconded by M. Zelazny to award the audit bid to Bonadio & Co., LLP based on previous service of Bonadio & Co., LLP, and their proposal being the best value. Motion passed.***

## **NEW BUSINESS**

K. DeWick updated the Board on the hop lease. There is a new name change from Finger Lakes Hop Processors to Rock Stream Hop Processing, LLC. The Loan Review Committee reviewed the financials of Robert Timberman to confirm he could assume the debt as he is the only member of Rock Stream Hop Processing, LLC. There are no other changes from the original approval of the lease. ***A motion was made by J. Willson and seconded by T. Fitch to move forward with Rock Stream Hop Processing, LLC with the original terms of the lease. Motion passed.***

D. Jensen reviewed the Keuka College lease for Suite 202. Suite 202 is 389 square feet. The lease is for \$200 a month plus \$15 a month for utilities. ***A motion was made by M. Zelazny and seconded by T. Fitch to authorize the Chair sign the lease with Keuka College as presented. Motion passed with J. Hiller abstaining.***

J. Willson left the meeting at 8:30 A.M.

D. Jensen reviewed the Schronicity1, LLC lease for Suite 111. Suite 111 is 240 square feet. The lease is for \$190 a month plus \$10 a month for utilities. ***A motion was made by M. Zelazny and seconded by T. Fitch to authorize the Chair sign the lease with Schronicity1, LLC as presented. Motion passed.***

S. Griffin reviewed the lease for 109 Horizon Business Park with Kan-Pak for four months. The monthly rent is \$5,000 plus utilities and all common area maintenance. ***A motion was made by T. Fitch and seconded by M. Zelazny to authorize the Chair sign the lease with Kan-Pak as presented. Motion passed.***

D. Jensen reviewed the roof bids. We received one bid. Time of year was an issue. Bids will be resent in February/March.

S. Griffin reviewed the Gordon Randall Properties, LLC project. We need to approve the SEQR and Approving Resolutions.

***The following resolution was offered by Taylor Fitch, seconded by Mark Morris, to wit:***

***RESOLUTION CONCURRING IN THE DETERMINATION BY THE VILLAGE OF PENN YAN PLANNING BOARD, AS LEAD AGENCY FOR THE ENVIRONMENTAL REVIEW OF THE GORDON-RANDALL PROPERTIES LLC PROPOSED PROJECT.***

WHEREAS, Yates 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 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 commercial, manufacturing 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 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, in April, 2016, Intek Fabrications Inc. (the "Applicant") submitted an application (the "Application") to the Agency on behalf of Gordon-Randall Properties LLC, a New York limited liability company (the "Company"), 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 a portion of a parcel of land located at State Route 14A (Tax Map # 61.36-1-3.11) in the Town of Milo, Village of Penn Yan, Yates County, New York (the "Land"), (2) the construction of a new facility to contain approximately 9,600 square feet of space (the "Facility"), and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the "Equipment") (the Land, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to be owned and operated by the Company and to constitute a metal manufacturing 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 property transfer taxes and mortgage recording taxes (collectively, 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 April 20, 2016 (the "Public Hearing Resolution"), the Agency 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 Chief Executive Officer 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 April

28, 2016 to the chief executive officers of the county and of each city, town, village and school district in which the Project is or is to be located; (B) caused notice of the Public Hearing to be posted on April 28, 2016 on a public bulletin board located at (1) the Yates County Courthouse at 415 Liberty Street in the Village of Penn Yan, Yates County, New York and (2) the Town of Milo Offices located at 137 Main Street in the Town of Milo, Village of Penn Yan, Yates County, New York, as well as on the Agency's website; (C) caused notice of the Public Hearing to be published on May 4, 2016 in The Chronicle Express, a newspaper of general circulation available to the residents of the Town of Milo, Village of Penn Yan, New York; (D) conducted the Public Hearing on May 16, 2016 at 1:00 p.m., local time at the Town of Milo Meeting Room located at 137 Main Street in the Town of Milo, Village of Penn Yan, Yates County, New York; and (E) prepared a report of the Public Hearing (the "Hearing Report") fairly summarizing the views presented at such Public Hearing and caused copies of said Hearing Report to be made available to the members of the Agency; 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 (collectively with the SEQR Act, "SEQRA"), the Agency has been informed that (1) the Village of Penn Yan Planning Board (the "Planning Board") was designated to act as "lead agency" with respect to the Project, and (2) the Planning Board issued a Determination of Non Significance on October 11, 2016 (the "Negative Declaration"), attached hereto as Exhibit A, determining that the acquisition, reconstruction, renovation and installation of the Project Facility will not have a "significant effect on the environment"; and

WHEREAS, the Agency is an "involved agency" with respect to the Project and the Agency now desires to concur in the determination by the Planning Board, as "lead agency" with respect to the Project, to acknowledge receipt of a copy of the Negative Declaration and to indicate whether the Agency has any information to suggest that the Planning Board was incorrect in determining that the Project will not have a "significant effect on the environment" pursuant to SEQRA and, therefore, that no environmental impact statement need be prepared with respect to the Project;

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

Section 1. The Agency has received copies of, and has reviewed, the Application and the Negative Declaration (collectively, the "Reviewed Documents") and, based upon said Reviewed Documents, the Agency hereby ratifies and concurs in the designation of the Planning Board as "lead agency" with respect to the Project under SEQRA (as such quoted term is defined in SEQRA).

Section 2. The Agency hereby determines that the Agency has no information to suggest that the Planning Board was incorrect in determining that the Project will not have a "significant effect on the environment" pursuant to the SEQRA and, therefore, that environmental impact statement need be prepared with respect to the Project (as such quoted phrase is used in SEQRA).

Section 3. The members of the Agency are hereby directed to notify the Planning Board of the concurrence by the Agency that the Planning Board shall be the "lead agency" with respect to the Project, and to further indicate to the Planning Board that the Agency has no information to suggest that the Planning Board was incorrect in its determinations contained in the Negative Declaration.

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:

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

The foregoing Resolution was thereupon declared duly adopted.

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 annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on November 16, 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 contained 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 16th day of November, 2016.

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

(SEAL)

EXHIBIT A  
NEGATIVE DECLARATION



**Reasons Supporting This Determination:**

(See 617.7(a)-(c) for requirements of this determination; see 617.7(d) for Conditioned Negative Declaration)

The impact of a building to house steel and for office personnel in the preconfigured business park area of the village is acceptable and not considered excessive with regard to aesthetics, existing air quality, traffic patterns, or noise; and would cause no change to the impact on existing vegetation, fauna, or habitat.

Since the business park was developed with utilities and storm water management already in place the project would not have a significant impact on the quality or quantity of surface or ground water, and no impact on potential erosion, drainage issues, or flooding.

Any impact on the wastewater treatment plant will be effectively mitigated and transmission of solid waste will not exceed any thresholds.

There would not be a major change in the use of either the quantity or type of energy.

There would not be a substantial change in the land use density or in the capacity to support existing uses.

The project location does not fall wholly or partially within, nor is it substantially contiguous to an historic boundary, public park land, recreation area, or designated open space. It will not have any impact on important historical aesthetic resources.

The site does not contain species on the endangered list.

The project will in no way impair any environmental characteristics of the area.

Growth and subsequent development, possibly induced by this activity is supported by the community in this location as defined in the Comprehensive Master Plan.

**For Further Information:**

Contact Person: Clifford Orr, Chairman  
Address: Village of Penn Yan, PO Box 426, Penn Yan, NY 14527  
Telephone Number: (315) 536-3015

*The following resolution was offered by Taylor Fitch, seconded by Mark Morris, to wit:*

**RESOLUTION AUTHORIZING EXECUTION OF DOCUMENTS IN CONNECTION WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR GORDON-RANDALL PROPERTIES LLC (THE "COMPANY").**

WHEREAS, Yates 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 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 commercial, manufacturing 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 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, in April, 2016, Intek Fabrications Inc. (the "Applicant") submitted an application (the "Application") to the Agency on behalf of Gordon-Randall Properties LLC, a New York limited liability company (the "Company"), 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 a portion of a parcel of land located at State Route 14A (Tax Map # 61.36-1-3.11) in the Town of Milo, Village of Penn Yan, Yates County, New York (the "Land"), (2) the construction of a new facility to contain approximately 9,600 square feet of space (the "Facility"), and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the "Equipment") (the Land, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to be owned and operated by the Company and to constitute a metal manufacturing 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 property transfer taxes and mortgage recording taxes (collectively, 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 April 20, 2016 (the "Public Hearing Resolution"), the Agency 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 Chief Executive Officer 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 April 28, 2016 to the chief executive officers of the county and of each city, town, village and school district in which the Project is or is to be located; (B) caused notice of the Public Hearing to be posted on April 28, 2016 on a public bulletin board located at (1) the Yates County Courthouse at 415 Liberty Street in the Village of Penn Yan, Yates County, New York and (2) the Town of Milo Offices located at 137 Main Street in the Town of Milo, Village of Penn Yan, Yates County, New York, as well as on the Agency's website; (C) caused notice of the Public Hearing to be published on May 4, 2016 in The Chronicle Express, a newspaper of general circulation available to the residents of the Town of Milo, Village of Penn Yan, New York; (D) conducted the Public Hearing on May 16, 2016 at 1:00 p.m., local time at the Town of Milo Meeting Room located at 137 Main Street in the Town of Milo, Village of Penn Yan, Yates County, New York; and (E) prepared a report of the Public Hearing (the "Hearing Report") fairly summarizing the views presented at such Public Hearing and caused copies of said Hearing Report to be made available to the members of the Agency; 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 (collectively with the SEQR Act, "SEQRA"), by resolution adopted by the members of the Agency on November 16, 2016 (the "Resolution Confirming SEQR Determination), the Agency (A) concurred in the determination that the Village of Penn Yan Planning Board (the "Village") is the "lead agency" with respect to SEQRA and (B) acknowledged receipt of a negative declaration from the Village dated October 11, 2016 (the "Negative Declaration"), in which the Village determined that the Project will not have a "significant environmental impact on the environment" and accordingly, that an environmental impact statement is not required to be prepared with respect to the Project (as such quoted terms are defined in SEQRA); and

WHEREAS, the Agency has given due consideration to the Application, and to representations by the Company that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Company to undertake the Project in Yates County, New York and (B) the completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York; and

WHEREAS, the Agency desires to encourage the Company to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of Yates County, New York by undertaking the Project in Yates County, New York; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the "Agency Documents"): (A) a certain lease to agency (the "Lease to Agency" or the "Underlying Lease") by and between the Company, as landlord, and the Agency, as tenant, pursuant to which the Company will lease to the Agency a portion of the Land and all improvements now or hereafter located on said portion of the Land (collectively, the "Leased Premises"); (B) a certain license agreement (the "License to Agency" or the "License Agreement") by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company will grant to the Agency (1) a license to enter upon the balance of the Land (the "Licensed Premises") for the purpose of undertaking and completing the Project and (2) in the event of an occurrence of an Event of Default by

the Company, an additional license to enter upon the Licensed Premises for the purpose of pursuing its remedies under the Lease Agreement (as hereinafter defined); (C) a lease agreement (and a memorandum thereof) (the "Lease Agreement") by and between the Agency and the Company, pursuant to which, among other things, the Company agrees to undertake the Project as agent of the Agency and the Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (D) a payment in lieu of tax agreement (the "Payment in Lieu of Tax Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; (E) a uniform agency project agreement (the "Uniform Agency Project Agreement") by and between the Agency and the Company regarding the granting of the financial assistance and the potential recapture of such assistance; (F) a certain recapture agreement (the "Section 875 GML Recapture Agreement") by and between the Company and the Agency, required by the Act, regarding the recovery or recapture of certain sales and use taxes; (G) a sales tax exemption letter (the "Sales Tax Exemption Letter") to ensure the granting of the sales tax exemption which forms a part of the Financial Assistance; (H) a New York State Department of Taxation and Finance form entitled "IDA Appointment of Project Operator or Agency for Sales Tax Purposes" (the form required to be filed pursuant to Section 874(9) of the Act) (the "Thirty-Day Sales Tax Report") and any additional report to the Commissioner of the State Department of Taxation and Finance concerning the amount of sales tax exemption benefit for the Project (the "Additional Thirty-Day Project Report"); (I) if the Company intends to finance the Project with borrowed money, a mortgage and any other security documents and related documents (collectively, the "Mortgage") from the Agency and the Company to the Company's lender with respect to the Project ("the "Lender"), which Mortgage will grant a lien on and security interest in the Project Facility to secure a loan from the Lender to the Company with respect to the Project (the "Loan"); (J) if the Company intends to request the Agency to appoint (1) the Company, as agent of the Agency and (2) a contractor or contractors, as agent(s) of the Agency prior to closing on the Project and the Lease Agreement, agency and indemnification agreements, interim Section 875 GML recapture agreements, interim sales tax exemption letters and interim thirty-day sales tax reports (collectively, the "Interim Documents"); and (K) various certificates relating to the Project (the "Closing Documents");

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

Section 1. All action taken by the Chief Executive Officer of the Agency with respect to the Public Hearing with respect to the Project is hereby ratified and confirmed.

Section 2. The law firm of Hodgson Russ LLP is hereby appointed Special Counsel to the Agency with respect to all matters in connection with the Project. Special Counsel for the Agency is hereby authorized, at the expense of the Company, to work with the Company, counsel to the Company, and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution. Agency Counsel has prepared and submitted an initial draft of the Agency Documents to staff of the Agency.

Section 3. 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;

- (B) The Project constitutes a “project,” as such term is defined in the Act;
- (C) The Project site is located entirely within the boundaries of Yates County, New York;
- (D) It is estimated at the present time that the costs of the planning, development, acquisition, construction, reconstruction and installation of the Project Facility (collectively, the “Project Costs”) will be approximately \$570,000;
- (E) The completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York;
- (F) The Project Facility does not constitute a project where facilities or property that are primarily used in making retail sales of goods and/or services to customers who personally visit such facilities constitute more than one third of the total cost of the Project Facility;
- (G) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of Yates County, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;
- (H) The Agency has reviewed the Public Hearing Report and has fully considered all comments contained therein;
- (I) The Project should receive the Financial Assistance in the form of exemption from sales tax and mortgage recording tax and real property tax abatement based on the description of expected public benefits to occur as a result of this Project, as described on Exhibit A attached hereto; and
- (J) It is desirable and in the public interest for the Agency to enter into the Agency Documents.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (A) accept the License Agreement; (B) lease the Project Facility to the Company pursuant to the Lease Agreement; (C) acquire, construct and install the Project Facility, or cause the Project Facility to be acquired, constructed and installed; (D) enter into the Payment in Lieu of Tax Agreement; (E) enter into the Uniform Agency Project Agreement; (F) enter into the Section 875 GML Recapture Agreement; (G) secure the Loan by entering into the Mortgage; and (H) grant the Financial Assistance with respect to the Project.

Section 5. The Agency is hereby authorized (A) to acquire a license in the Licensed Premises pursuant to the License Agreement, (B) to acquire a leasehold interest in the Leased Premises pursuant to the Underlying Lease, (C) to acquire title to the Equipment pursuant to a bill of sale (the “Bill of Sale to Agency”) from the Company to the Agency, and (D) to do all things necessary or appropriate

for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisitions are hereby approved, ratified and confirmed.

Section 6. The Agency is hereby authorized to acquire, construct and install the Project Facility as described in the Lease Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition, construction and installation are hereby ratified, confirmed and approved.

Section 7. The Chairman (or Vice Chairman) of the Agency, with the assistance of Agency Counsel and/or Special Counsel, is authorized to negotiate and approve the form and substance of the Agency Documents.

Section 8. (A) The Chairman (or Vice Chairman) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agency Documents, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in the forms thereof as the Chairman (or Vice Chairman) shall approve, the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

(B) The Chairman (or Vice Chairman) of the Agency is hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 9. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing Resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 10. 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:

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

The foregoing Resolution was thereupon declared duly adopted.

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 annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on November 16, 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 contained 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 16th day of November, 2016.

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

(SEAL)

EXHIBIT A

DESCRIPTION OF THE EXPECTED PUBLIC BENEFITS

In the discussions had between the Project Beneficiary and the Agency with respect to the Project Beneficiary’s request for Financial Assistance from the Agency with respect to the Project, the Project Beneficiary has represented to the Agency that the Project is expected to provide the following benefits to the Agency and/or to the residents of Yates County, New York (the “Public Benefits”):

Description of Benefit		Applicable to Project (indicate Yes or NO)		Expected Benefit
1.	Retention of existing jobs	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	This is a new project so there are no retained jobs.
2.	Creation of new permanent jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	6 full time equivalent new jobs at the Project Facility within 3 years of the date hereof.
3.	Creation of construction employment for local labor	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Approximately 30 Local labor jobs will be created during the construction period.
4.	Private sector investment	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Approximately \$570,000 of private sector investment at the Project Facility within 1 year of the date hereof.

M. Zelazny reported on the new E-Verify requirements that will devastate the Agriculture community. M. Zelazny is meeting with Senators to discuss. There was much discussion on the ramifications if we lose these workers. This will have huge impact on Yates County. It was suggested we talk to Farm Bureau and support what they are doing to prevent this from happening. We also need to educate people.

Public hearing for Keuka Gardens is scheduled for November 30<sup>th</sup> at 7:00 PM in the Village Meeting room.

The meeting was adjourned at 9:09 A.M. on *a motion by M. Zelazny and seconded by J. Hiller. Motion passed.*

Respectfully submitted,

Doreen J. Jensen