

Mission: The mission of the County of Lewis IDA is to stabilize, strengthen and grow communities through strategic community partnerships, innovative incentive programs, responsible leverage of our financial resources and thoughtful policy development to advance economic growth and a brighter and more inclusive future for all.

- I. Call to Order 8:15AM
- II. Privilege of the Floor
- III. Minutes for September 5, 2024 Board Meeting
- IV. Financial Reports for August & September 2024
 - I. Interest Report
- V. Items for Approval 8:30AM
 - I. Hold January 2025 Board Meeting on January 9th, 2024
 - II. Loan Transfer - Tug Hill Artisan Roasters
- VI. IDA Report
- VII. Correspondence
- VIII. New Business 8:45AM
 - I. IDA Incentive Process Refresher
 - II. Property & Site Developments
 - i. NL Property & Site Development Plan
 - ii. Keller Red (Naturally Lewis Office) DRI Project, VPR
 - iii. Harrisville Community Bank Building
 - III. Projects
 - i. QubicaAMF
 - ii. Snow Ridge
 - IV. IDA Comptroller's Audit Updates
- IX. Executive Session
- X. Adjournment 9:45AM

Next Meeting:

LCIDA Regular Board Meeting – December 5, 2024 – 8:15am – LC JCC Education Center (Boardroom)



Board Members Present: Gagan Singh, Joe Lawrence, Gerald Haenlin, Herb Frost, Darlene Rowsam, McKenzie Lehman, Jessica Moser

Others Present: Brittany Davis, Cheyenne Steria, Kaylee Tabolt, Trish Michael (Virtual), Nadene Ziegler (Virtual | Hodgson Russ), Candace Randall (Campany, McArdle, and Randall)

I. Call to Order

- a. Chairman Joseph Lawrence called the meeting to order at 8:21am.
- b. Chairman Joseph Lawrence read the County of Lewis IDA Mission Statement.

II. Privilege of the Floor

III. Minutes

- a. The minutes of the August 2024 Regular Board Meeting were reviewed by the Board. A motion to approve of the Regular Board Meeting Minutes was made by Jerry Haenlin and seconded by Gagan Singh. All present were in favor and motion carried.

IV. Financial Reports

- a. Trish Michael discussed the notables on the LCIDA Financial Report, which includes the profit & loss statement and balance sheet. Cheyenne Steria noted that we are seeing great interest in the NYCLASS investment account; the Board would like staff to put more money into the investment account. Cheyenne Steria noted that the LCIDA Financial Auditors recommended writing off the expenses related to the business park.
 - i. A motion to write-off the business park-related expenses in the "Projects in Progress" line was made by Gagan Singh and seconded by Herb Frost. All present voted in favor and motion carried.
 - ii. A motion to approve of the financial reports was made by Gagan Singh and seconded by McKenzie Lehman. All present were in favor and motion carried.

II. Items for Approval

a. Red Barn Meats Incentive Application

- i. The Board reviewed and discussed the Approving Resolution for the Red Barn Meats Incentive Application; this resolution approves the LCIDA 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, installed and constructed; (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; (H) enter into the Contractor



Documents; (I) enter into the Interim Documents; and (J) grant the Financial Assistance with respect to the Project.

- ii. Cheyenne Steria and Nadene Ziegler noted the Red Barn Meats Public Hearing that occurred on August 28, 2024. Brittany Davis noted that Red Barn Meats has been evaluated based on the following criteria: (1) extent to which the project will create or retain permanent jobs, (2) estimated value of tax exemptions, (3) amount of private sector investment, (4) likelihood of project being accomplished in a timely fashion, (5) extent of new revenue provided to local taxing jurisdictions, (6) any other miscellaneous public benefits.

1. A motion to approve of the final resolution was made by Herb Frost and seconded by Jessica Moser. Roll call:

Joseph Lawrence	YES
Gagan Singh	YES
Jessica Moser	YES
Darlene Rowsam	YES
Gerald Haenlin	YES
McKenzie Lehman	YES
Herb Frost	YES

Motion carried.

- b. Appoint Gagan Singh to the Naturally Lewis, Inc. Board of Directors

- i. A motion to appoint Gagan Singh to the Naturally Lewis, Inc. Board of Directors as the IDA Appointee, with the choice to reappoint him in the future, was made by Gerald Haenlin and seconded by McKenzie Lehman. All present voted in favor and motion carried.

III. IDA Report

- a. Brittany Davis provided the Board with updates on the Lowville DRI, QubicaAMF project, and NYS Comptroller's Audit. Brittany Davis explained that the auditors, Dave and Peter, noted that this audit is not for any specific reason. The Board noted that they received an email from a suspicious email address confirming the the IDA Audit was occurring; there was no specific reason for the audit provided in this communication.

IV. Correspondence

- a. NYS Comptroller's Office IDA Audit

V. New Business

- a. Otis PILOT

- i. Cheyenne Steria noted the failure of Otis to meet the employment standards of their PILOT agreement. The Board noted Otis' justification



for not meeting their standard and that this is the final year of their PILOT.

- b. QubicaAMF Installment Sale Application
 - i. Cheyenne Steria noted that QubicaAMF is planning to submit an Installment Sale Application once they have completed a SEQR. Cheyenne Steria and Brittany Davis noted that QubicaAMF has received a CFA grant of \$160,000 and is continuing to work through a financing stack.
- c. Board Evaluations
 - i. Brittany Davis noted receipt of the board evaluations.
- d. Village of Lowville DRI Application for the Keller Building
 - i. Cheyenne Steria noted the budget for the Lowville DRI and noted the return on investment for the project. The Board discussed the feasibility of this project and potential funding streams, including a Lewis County Development Corporation Vacant Property Revitalization Grant.

VI. Executive Session

- a. A motion to enter Executive Session to discuss contract negotiations with Second Place Beer Co. was made by Darlene Rowsam and seconded by Gagan Singh.
- b. A motion to exit Executive Session was made by Herb Frost and seconded by McKenzie Lehman. All present voted in favor and motion carried.
 - i. A motion to approve amendments to the contract with The Backyardigans to invoice them for taxes and utilities since they took occupancy of the building (June 2023) and payment of that by December 31, 2024, and to begin monthly payments on the equipment, property, and taxes on January 1, 2024, and to transfer utilities to the name of The Backyardigans (dba Second Place Beer Co.) was made by McKenzie Lehman and seconded by Darlene Rowsam. All present voted in favor and motion carried.

VII. Adjournment

- a. A motion to adjourn was made by Herb Frost at 9:22am and seconded by Jessica Moser. All present voted in favor and motion carried.

Lewis County IDA

Expenses by Vendor Summary

August - September, 2024

	TOTAL
Bowers & Company CPA's PLLC	13,200.00
North Country CPAs	1,056.00
Tax Collector - Lowville Central School	683.37
U.S. Postal Service	67.22
TOTAL	\$15,006.59

Lewis County IDA

Balance Sheet

As of September 30, 2024

	TOTAL
ASSETS	
Current Assets	
Bank Accounts	
1010 Cash-Petty Cash	50.00
1020 Community Bank Checking x1214	38,641.44
1030 Community Bank-MnyMkt	1,202,861.35
1030-1 NYCLASS	2,018,862.04
1060 Comm Bk USDA Loan Fund x1511	98,390.63
1080 Comm Bk LC Micro Rev Loan x2054	67,849.79
Total Bank Accounts	\$3,426,655.25
Accounts Receivable	\$0.00
Other Current Assets	\$317,589.50
Total Current Assets	\$3,744,244.75
Fixed Assets	\$0.00
Other Assets	\$780,665.27
TOTAL ASSETS	\$4,524,910.02
LIABILITIES AND EQUITY	
Liabilities	\$1,175.77
Equity	\$4,523,734.25
TOTAL LIABILITIES AND EQUITY	\$4,524,910.02

Lewis County IDA

Profit and Loss

August - September, 2024

	TOTAL
Income	
3022 Interest Income	
3020 IDA - Bank Accounts Interest	16,773.77
3081 Loan Fund Interest Income	
3028-3 Tug Hill AR Interest	162.84
Total 3081 Loan Fund Interest Income	162.84
3091 IDA - Installment Loans Interest Income	
3032 Black River Valley Natural	97.70
3034 Snow Ridge Groomer	714.27
Total 3091 IDA - Installment Loans Interest Income	811.97
Total 3022 Interest Income	17,748.58
Revenues-Fee	
3070 Pilot Fees	18,782.00
Total Revenues-Fee	18,782.00
Total Income	\$36,530.58
GROSS PROFIT	\$36,530.58
Expenses	
3075 Agency Exp	14,292.77
3229 Project Expenses	30.45
3500 Trinity Ave Expenses	
3502 Trinity Ave Property Taxes	683.37
Total 3500 Trinity Ave Expenses	683.37
Total Expenses	\$15,006.59
NET OPERATING INCOME	\$21,523.99
NET INCOME	\$21,523.99

LOAN FUND STATUS REPORT
As of September 30, 2024

	<u>RBE</u>	<u>USDA</u>	<u>TOTALS</u>	<u>PENDING</u>	<u>AVAILABLE TO LOAN</u>
Account Balance	\$67,849.79	\$98,390.63	\$166,240.42	\$0.00	\$166,240.42
Receivable	\$0.00	\$0.00	\$0.00		
Totals	\$67,849.79	\$98,390.63	\$166,240.42		

IDA - INSTALLMENT PAYMENT AGREEMENTS

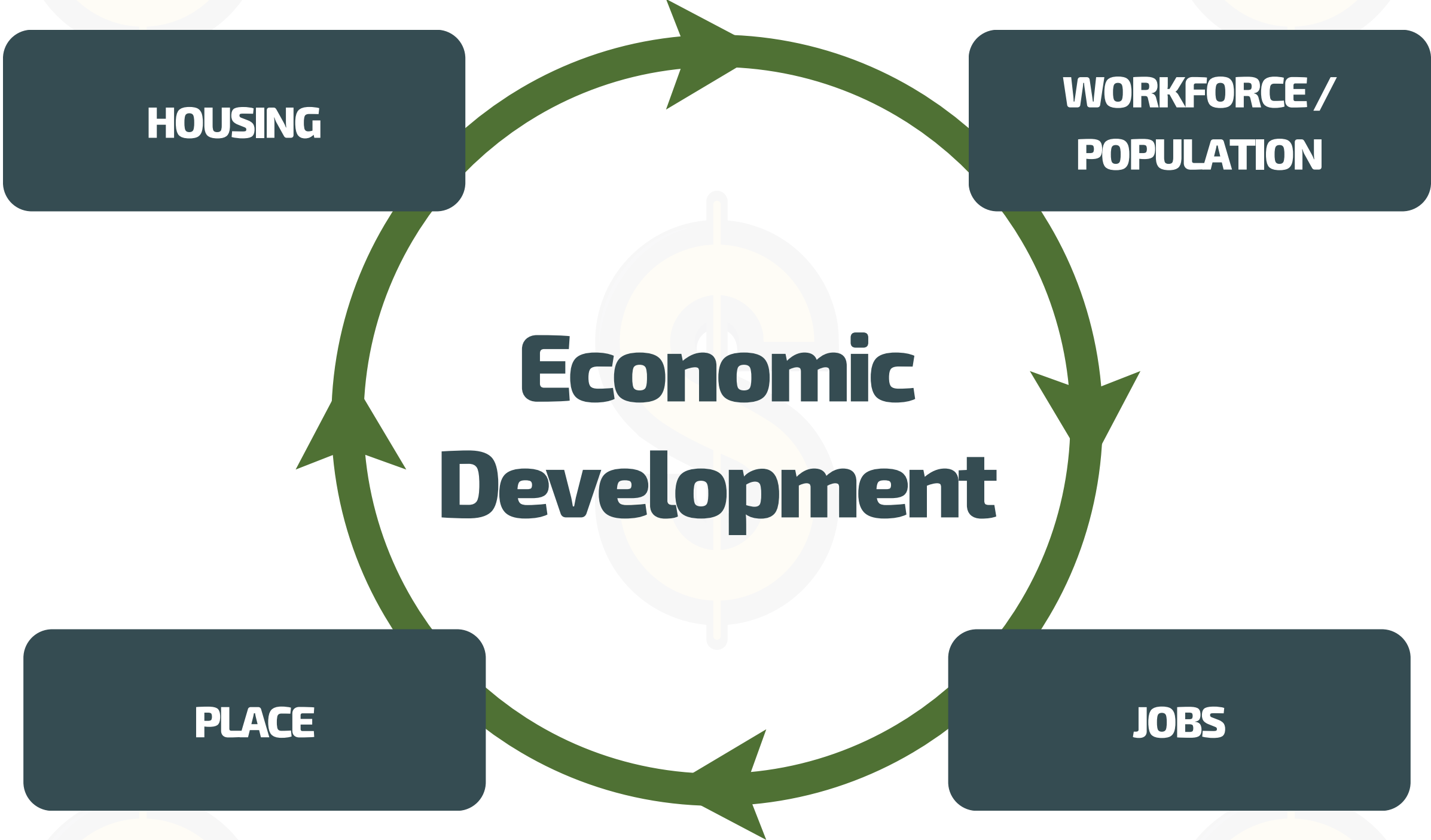
<u>Business Name</u>	<u>Start Date</u>	<u>Type</u>	<u>Amount</u>	<u>Balance</u>	<u>0-30 days</u>	<u>31-60 days</u>	<u>> 60 days</u>
Black River Valley Natural, LLC	1/1/2019	Equipment	\$22,000.00	\$11,262.99			
Snow Ridge Resort LLC	9/1/2021	Equipment	\$135,000.00	\$98,266.66			
Tug Hill Artisan Roasters	8/1/2023	RBE	\$25,000.00	\$14,303.40			
2nd Place Beer - Occupancy Payments	10/1/2024	Occupancy	\$3,528.30	\$1,176.10			
2nd Place Beer - Equipment	1/1/2025	Equipment	\$133,833.00	\$133,833.00			
2nd Place Beer - Property	1/1/2025	Property	\$100,000.00	\$100,000.00			

Lewis County IDA

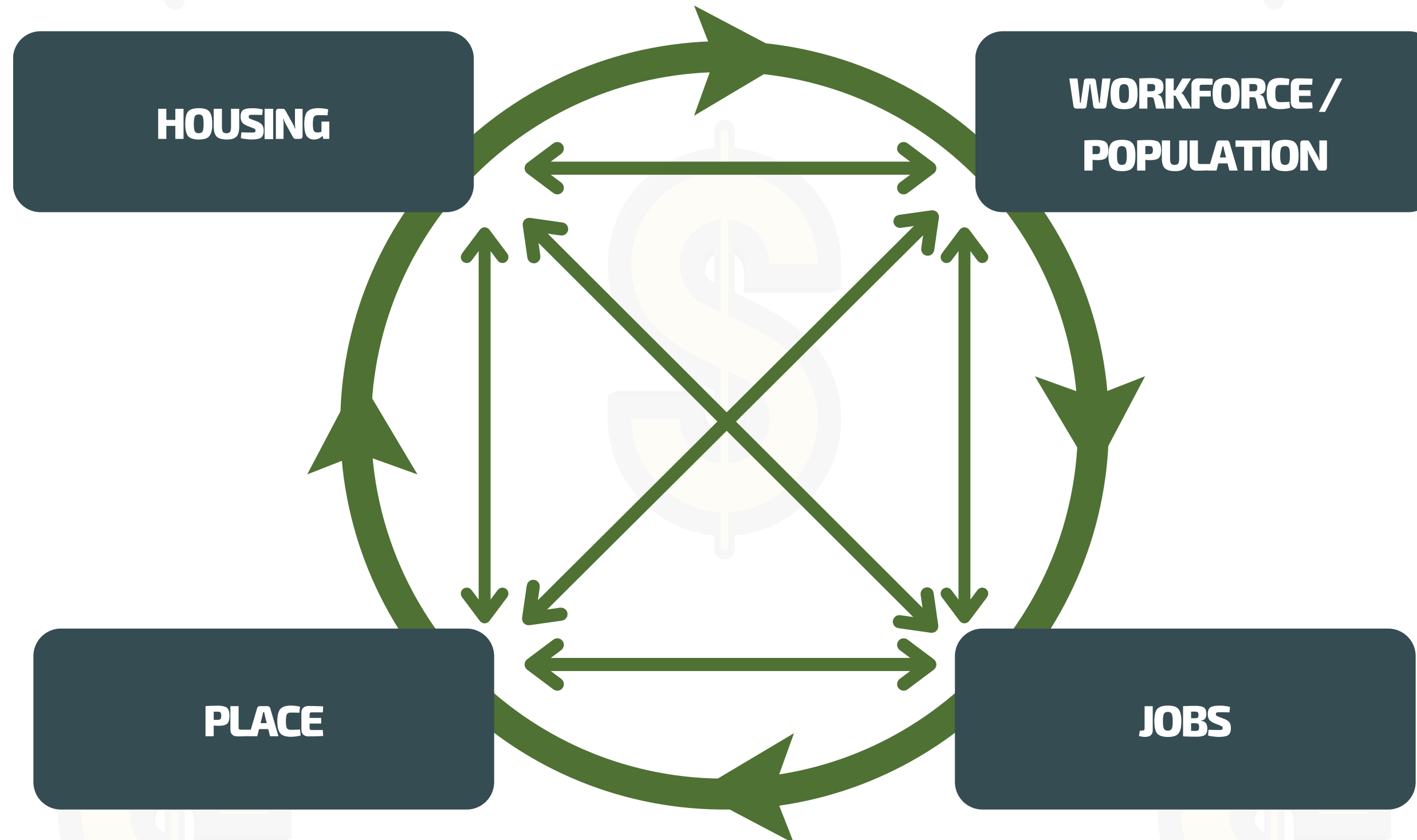
Transaction Report

August 1-September 30, 2024

ACCOUNT	DATE	TRANSACTION TYPE	NUM	NAME	MEMO/DESCRIPTION	ACCOUNT FULL NAME	ACCOUNT	AMOUNT	BALANCE
3022 Interest Income									
3020 IDA - Bank Accounts Interest									
3020 IDA - Bank Accounts Interest	08/31/2024	Deposit		Interest	INTEREST DEPOSIT	3022 Interest Income:3020 IDA - Bank Accounts Interest	Community Bank Checking x1214	\$6.89	\$6.89
3020 IDA - Bank Accounts Interest	08/31/2024	Deposit		Interest	INTEREST DEPOSIT	3022 Interest Income:3020 IDA - Bank Accounts Interest	Community Bank-MnyMkt	\$3,330.64	\$3,337.53
3020 IDA - Bank Accounts Interest	08/31/2024	Deposit		Interest	INTEREST DEPOSIT	3022 Interest Income:3020 IDA - Bank Accounts Interest	Comm Bk LC Micro Rev Loan x2054	\$14.19	\$3,351.72
3020 IDA - Bank Accounts Interest	08/31/2024	Deposit		Interest	INTEREST DEPOSIT	3022 Interest Income:3020 IDA - Bank Accounts Interest	Comm Bk USDA Loan Fund x1511	\$20.82	\$3,372.54
3020 IDA - Bank Accounts Interest	08/31/2024	Deposit	INTEREST			3022 Interest Income:3020 IDA - Bank Accounts Interest	NYCLASS	\$4,414.45	\$7,786.99
3020 IDA - Bank Accounts Interest	09/30/2024	Deposit		Interest	INTEREST DEPOSIT	3022 Interest Income:3020 IDA - Bank Accounts Interest	Comm Bk LC Micro Rev Loan x2054	\$13.88	\$7,800.87
3020 IDA - Bank Accounts Interest	09/30/2024	Deposit		Interest	INTEREST DEPOSIT	3022 Interest Income:3020 IDA - Bank Accounts Interest	Comm Bk USDA Loan Fund x1511	\$20.16	\$7,821.03
3020 IDA - Bank Accounts Interest	09/30/2024	Deposit		Interest	INTEREST DEPOSIT	3022 Interest Income:3020 IDA - Bank Accounts Interest	Community Bank-MnyMkt	\$2,345.89	\$10,166.92
3020 IDA - Bank Accounts Interest	09/30/2024	Deposit		Interest	INTEREST DEPOSIT	3022 Interest Income:3020 IDA - Bank Accounts Interest	Community Bank Checking x1214	\$4.24	\$10,171.16
3020 IDA - Bank Accounts Interest	09/30/2024	Deposit	INTEREST			3022 Interest Income:3020 IDA - Bank Accounts Interest	NYCLASS	\$6,602.61	\$16,773.77
Total for 3020 IDA - Bank Accounts Interest								\$16,773.77	
Total for 3022 Interest Income with sub-accounts								\$16,773.77	
								\$16,773.77	



Economic Development



Trends

Successes

- Small Business Start-Ups, Entrepreneurship
- Downtown Infill
- County & NYS Support for Revitalizing

Challenges

- Manufacturers Struggling to Get/Retain Employees
- Large Manufacturing Struggling/Closing
- Shipping Costs High & Rising
- Housing Shortage, Low Support for LMI Housing



Community Support



OPPOSED

COOPERATIVE

SUPPORTIVE

MOTIVATED

The Plan

2025-2027

Pick Off the Low-Hanging Fruit

- Develop “Attract What We Want” Plan
- Work on 9 Site Developments Spread Across Lewis County
 - Mix of New Sites & Adaptive Reuse
- Sites Will Be
 - Available (For Sale, Foreclosed, Interested Owner)
 - Located in Supportive (or Better) Communities
 - High Traffic Areas
 - Highly Impactful in Their Neighborhood
- Beautify & Sell Remaining Lyons Falls Mill Property
- Gain Expertise in Addressing Sites with Environmental Needs
- Clarify Roles with Lewis County
- Partner to Educate & Encourage Less Than Supportive Communities



The Goals

2025-2027

Sites. Sites. Sites.

- 5 Market-Ready & Turnkey Sites Within 3 Years
 - Mix of New Sites & Adaptive Reuse
- Break-Even or Positive ROI For Naturally Lewis
- Increase the Number of Supportive (or Better) Communities
- Increase the Number of Commercial Redevelopers
- Secure EDA Grant
 - Working With Partners to Address Sites With Environmental



County-Wide Commercial Property & Site Development Plan

Proactive codes enforcement

Assists with municipal zoning implementation, education

Reuse Studies, grants

Vacant Property Revitalization grants

Loan Funds

Property ownership, remediation, as needed

Lewis County
Codes, Planning, Community Development

Developers & Businesses
Demand

Naturally Lewis

- Creates Plan
- Engages with Partners
- Leads Implementation
- Markets Properties

LCDC
Programs & Property Holding

IDA
Incentives

Inform scope of work

Identify needs

Tax Incentives

Property Development

Property ownership for properties to be held for lease

APPLICATION PHASE: OWNED BY DIRECTOR OF DEVELOPMENT (DOD)

Application Reviewed <small>STEP 1</small>	Terms & Conditions <small>2</small>	Create shared paper and digital file, assign project number <small>3</small>	Review A for Completeness <small>4</small>	Complete? YES NO <small>5</small>	DOD complete IDA portion of application <small>6</small>	UTEP Deviation? <small>7</small>	Create Cost-benefit Analysis <small>8</small>
<ul style="list-style-type: none"> Application Application Fee Submitted by the 1st of the month to get on that months finance committee agenda <p>POLICY: UTEP</p>	<ul style="list-style-type: none"> Applicant signs off on Terms & Conditions that outlines scope of project, timeline, fees, etc. 	<ul style="list-style-type: none"> Project Binder 	<div style="border: 1px solid black; padding: 5px; display: inline-block;">Request Additional Info</div>	<ul style="list-style-type: none"> Town Board Minutes with Site Approval or Article 10 	<p>Assign to IDA Counsel</p> <ul style="list-style-type: none"> Dually Signed Application 	<p style="text-align: center;">NO →</p> <p style="text-align: center;">YES ↓</p> <div style="border: 1px solid black; padding: 5px; display: inline-block; margin: 5px;">Negotiate PILOT Terms, Payments</div> <div style="border: 1px solid black; padding: 5px; display: inline-block; margin: 5px;">Taxing Jurisdictions, determine allocations</div>	<div style="border: 1px solid black; padding: 5px; display: inline-block; margin-bottom: 10px;">Check status of Site Approval Process, SEQR & Meet with taxing entities if needed.</div> <ul style="list-style-type: none"> Cost Benefit Preliminary Project Agreement For energy projects- run assessment calculations

REVIEW PHASE: OWNED BY DOD, FOM & IDA ATTORNEY

Finance Committee Review of Application LIVE STREAM <small>9</small>	Request Resolution for Board Meeting <small>10</small>	Board Review of Application LIVE STREAM <small>11</small>	Public Notice Public Hearing NOTIFY TAXING ENTITIES <small>12</small>	Hold Public Hearing LIVE STREAM <small>13</small>	Request final resolutions from attorneys for board meeting <small>14</small>	Make updates as needed based on public comment <small>15</small>
<ul style="list-style-type: none"> Minutes Finance Committee recommendation to full board <p>POLICY: Universal Project Evaluation</p>		<p>Public Hearing Resolution to move forward with considering benefits, schedule Public Hearing</p> <ul style="list-style-type: none"> Minutes Public Hearing Resolution <ul style="list-style-type: none"> includes verbiage regarding Public Hearing notify ATJ 's of Public Hearing Resolution through certified mail or email w/ read receipt (GML 53256) 	<ul style="list-style-type: none"> Public Notice Affidavits Notice of Publications Certified Letter / Hand Deliver & Sign Off 	<ul style="list-style-type: none"> Minutes Sign In Located at municipality where project is 		<ul style="list-style-type: none"> Update cost benefit as needed Applicant amend application as needed

ADOPTION PHASE: OWNED BY FOM & IDA ATTORNEY

FOLLOW UP : FOM & DOD

Notify Taxing Entities of UTEP deviation, as applicable <small>16</small>	Board resolution enact benefit, including specific terms DEVIATION HEARING <small>17</small>	Attorneys draft project agreement documents <small>18</small>	Sign Formal Agreements, coordinate ATU signing INVOICE IDA FEE <small>19</small>	File Documents with NYS attorney DISTRIBUTE PILOT TO TAXING JURISDICTION <small>20</small>	Update PILOT Spreadsheet, Paper File, Electronic File, Post to Website <small>21</small>	Annual Survey to include annual documents for filing	Notification to ATJ's two-years prior to PILOT expiration or at early termination
<ul style="list-style-type: none"> Certified Letter/ Hand Deliver & Sign Off 	<ul style="list-style-type: none"> Final Resolution SEQRA Resolution Sales Tax Resolution Mortgage Tax Exemption Resolution Minutes Review of any changes based on public comment 		<ul style="list-style-type: none"> Final Project Agreement PILOT Agreement Lease and Lease-Back Agreement IDA Fee Schedule Taxing Jurisdiction allocation schedule 	<ul style="list-style-type: none"> PILOT Agreement RP-412a ST-160 (Sales Tax Benefit only) 	<ul style="list-style-type: none"> PILOT Checklist 	<ul style="list-style-type: none"> ST-340 ST-62 ST-65 Annual PARIS questionnaire <p>POLICIES: Annual Project Assessment & Employee Verification, Project Recapture & Termination</p>	<ul style="list-style-type: none"> Letter from IDA to ATJ's (GML 54471-A)

SAMPLE

County of Lewis Industrial Development Agency

Terms and Conditions

By using of accessing the services provided by the County of Lewis Industrial Development Agency (“the Agency”), Qubica AMF (“the client”) agree to the following terms and conditions:

“The Client” is accessing the following LCIDA tools or incentives:

Installment Sale – the LCIDA will purchase equipment utilizing its sales tax exemption, hold ownership of said equipment and lease it back to the company for a period of time.

Project Description:

The LCIDA will purchase ESP installed equipment for a total of \$759,400 and lease it back to Qubica AMF over **3 years** at **4.0%** interest. The LCIDA will hold title of the equipment until the end of the agreement and sell the equipment to Qubica for \$1. Qubica will initially pay down the balance by **\$400,000** and, upon reimbursement by Empire State Development via a CFA grant, pay the balance owed down by an additional \$160,000.

Timeline for Incentive Review & Approval:

Initial Review, terms recommendations

Finance Committee Meeting

October 15, 2024

Formal Review, possible approval

LCIDA Board Meeting

November 7, 2024

Proposed Terms:

\$759,400 equipment purchase

\$400,000 to be paid down upon purchase, by Qubica

\$160,000 to be paid down, by Qubica, upon receipt of reimbursement installments from ESD CFA grant

3 year amortization of initial **\$359,400** balance

4.0% APR

Fees:

Application Fee , due at submission of application:	\$500	Paid? Y/N
IDA Administrative Fee , due at closing: (1% of equipment cost and all legal fees, less application fee)	\$7,094	Paid? Y/N
Legal Fees , due at closing:	\$TBD	Paid? Y/N

Client Benefit:

Sales Tax Exemption, 8% of equipment cost: **\$60,752 (already sales tax exempt)**

“The Client” Agrees to the following:

- I acknowledge that I am receiving the benefit of an installment sale.
- I acknowledge that I am to provide an administrative fee to the LCIDA, that is equal to 1% of the total project cost, per the LCIDA Fee Schedule.
- I acknowledge that I am responsible for attorney fees relating to the drawing up of contracts.
- I acknowledge that the timeline for receiving the LCIDA benefit will be November 2024.

By signing, I agree to the “terms and conditions” listed in this document.

Wayne White

Qubica AMF

7551 S State Acquisition & Revitalization Project

Project Costs

Environmental	\$25,000
Acquisition	\$75,000
Facade demo & reconstruction	\$315,000
Structure repairs & reinforcement	\$375,000
Roof demo & reconstruction	\$125,000
Mechanicals	\$350,000
Equipment rentals	\$8,000
Finishes - conference room & offices	\$20,000
Finishes - conference room & offices	\$100,000
Interior work - 2nd & 3rd floor	\$165,000
Miscellaneous & Contingency	\$90,000
Engineering, Architectural, Project Management	\$50,000
Total Project Costs	\$1,698,000
Grants (DRI, VPR, NBRC)	<u>(\$1,300,000)</u>
Net Cost	\$398,000

Annual Income

First Floor (savings from current rent)	\$11,400
Second Floor	\$12,600
Third Floor	<u>\$18,000</u>
Total Annual Income	\$42,000

Annual Expenses

Upkeep	\$10,000
Debt Service	<u></u>
Total Annual Expenses	\$10,000

ROI 12 years