

**Schoharie County Industrial Development Agency**  
Annual Board of Directors Meeting  
February 24, 2016

1. **Meeting** called to order 10:12 a.m. by Chairman Greenlees.
2. **Present** : Dr. Greenlees, Chester Burton, Joseph Trapani. Also present: Ron Filmer, Elaine Diamond. Absent: Wanda King
3. **Minutes** of the December 16, 2015 meeting were approved on **motion** by Joe Trapani and seconded by Chet Burton. All voted in favor. (Joe Trapani did note that the word (Vice) in the resolutions should be eliminated.)
4. Bills/Communications – none
5. Treasurer – Balance sheet – approved as presented
6. Committee reports/approvals – Governance Committee recommended keeping existing policies as they are. All approved the recommendation. A review of the UTEP and Conflict of Interest will be forthcoming in keeping with New York State’s new regulation regarding this matter.
7. **Old Business** – Landreth’s lease expired December 31, 2015. Barbara has stated she will submit financial statements for review. In 2015 Landreth got behind in paying electric bills, taxes, and making lease payments. As of February 2016, electric bills have been paid and lease payments are current. Taxes will be brought current this week. After some discussion, it was approved on **motion** by Joe Trapani and seconded by Dr. Greenlees to renew the lease for another 12 months.

Loans – **Fairbanks Stables** – Faye states she finally has all stalls fully “occupied” and is doing better. Ron will request financial statements from her.

**Jamie Batcher** – she is falling behind again. Ron will contact her.

**A Taste of Europe** – Ron will request financial statements

**Perrone’s**- They have promised to make regular payments but have not followed through. They did state that January and February were very slow months for the business.

8. **New Business** – none
9. **Projects** – **SSI** – currently the Village of Sharon Springs has agreed to a 15 year PILOT which will need to be approved by the Town of Sharon and Sharon Springs Central School. The public hearing resolution was reviewed and approved:

**PUBLIC HEARING RESOLUTION  
SHARON SPRINGS, INC. PROJECT**

A regular meeting of Schoharie County Industrial Development Agency (the “Agency”) was convened in public session the offices of the Agency located at 349 Mineral Springs Road in the Town of Cobleskill, Schoharie County, New York on February 24, 2016 at 10:12 a.m., local time.

# Schoharie County Industrial Development Agency

## Board of Directors Meeting

February 24, 2016

The meeting was called to order by the (Vice) Chairman of the Agency and, upon roll being called, the following members of the Agency were:

### PRESENT:

Dr. Thomas Greenlees	Chairman
Chester Burton	Vice Chairman
Joseph Trapani	Member

### ABSENT:

Wanda King	Absent
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### AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Ronald S. Filmer, Jr.	Chief Executive Officer
Elaine Diamond	Secretary

The following resolution was offered by Joseph Trapani, seconded by Chester Burton, to wit:

RESOLUTION AUTHORIZING THE CHIEF EXECUTIVE OFFICER OF SCHOHARIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY TO HOLD A PUBLIC HEARING REGARDING A PROPOSED COMMERCIAL PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF SHARON SPRINGS, INC.

WHEREAS, Schoharie 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 114 of the 1973 Laws of New York, as amended, constituting Section 905-a 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 manufacturing, warehousing, research, commercial 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, reconstruct and install one or more "projects" (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, Sharon Springs, Inc., a New York business corporation (the "Company"), has 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 acquisition of an interest in a parcel of land containing approximately 14.2 acres located at 233 Main Street in the Town of Sharon and Village of Sharon Springs, Schoharie County, New York (the "Land"), together with the existing buildings

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located thereon containing in the aggregate approximately 19,600 square feet of space (collectively, the "Facility"), (2) the reconstruction and renovation of 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 as a spa and health care facility and any directly or 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, 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, pursuant to Section 859-a of the Act, prior to the Agency providing any "financial assistance" (as defined in the Act) of more than \$100,000 to any project, the Agency, among other things, must hold a public hearing pursuant to Section 859-a of the Act with respect to said project; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 859-a of the Act with respect to the Project;

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

Section 1. The Agency hereby authorizes the Chief Executive Officer of the Agency, after consultation with the members of the Agency and Agency Counsel, (A) to establish the time, date and place for a public hearing of the Agency to hear all persons interested in the Project (the "Public Hearing"); (B) to cause the Public Hearing to be held in a city, town or village where the Project Facility is or is to be located, and to cause notice of such Public Hearing to be given to the public by publishing a notice or notices of such Public Hearing in a newspaper of general circulation available to the residents of the governmental units where the Project Facility is or is to be located, such notice or notices to comply with the requirements of Section 859-a of the Act; (C) to cause notice of the Public Hearing to be given to the chief executive officer of the county and of each city, town, village and school district in which the Project Facility is or is to be located to comply with the requirements of Section 859-a of the Act; (D) to conduct such Public Hearing; (E) to cause a report of the Public Hearing fairly summarizing the views presented at such Public Hearing (the "Report") to be prepared; and (F) to cause a copy of the Report to be made available to the members of the Agency.

Section 2. The Chairman, Vice Chairman and/or Chief Executive Officer of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 3. All action taken by the Chief Executive Officer of the Agency in connection with the Public Hearing with respect to the Project prior to the date of this Resolution is hereby ratified and confirmed.

Section 4. This Resolution shall take effect immediately.

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

Dr. Thomas Greenlees	VOTING	<u>Yes</u>
Chester Burton	VOTING	<u>Yes</u>
Wanda King	VOTING	<u>Absent</u>
Joseph Trapani	VOTING	<u>Yes</u>

The foregoing Resolution was thereupon declared duly adopted.

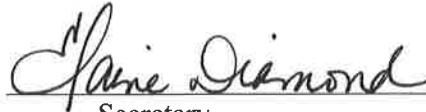
STATE OF NEW YORK            )  
  ) SS.:  
COUNTY OF SCHOHARIE        )

I, the undersigned (Assistant) Secretary of Schoharie 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 February 24, 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 24th day of February, 2016.

  
Secretary

(SEAL)

**Middleburgh Store/Housing Project** – this project looks fairly favorable at this point. A tentative date for the public hearing is set for March 14, 2016. They hope to break ground on the project in April. Joe Scott will be working on the PILOT for both the store and townhomes.

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10. **Other** – Ron stated some emergency repairs in the amount of \$700 were needed for a roof leak and holes on the outside of the building.

The need for a new board member was discussed. Some potential names: Terry Keller, Dan Lamont, Ron Reinemann, Donna Lavigne, Michelle (branch manager at NBT in Cobleskill), Ann Myers.

11. **Election of Officers** – On **motion** made by Chet Burton and seconded by Joe Trapani, all approved the officers to remain the same: *Chairman, Dr. Greenlees; Vice-Chairman, Chester Burton; Treasurer, Wanda King; Secretary, Elaine Diamond.*

12. On motion duly made and seconded, the meeting adjourned at 10:55 a.m.