

# SCOHARIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

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Ronald S. Filmer, Jr.  
Chief Executive Officer

Chester Burton  
Chairman

## SCIDA BOARD OF DIRECTORS MEETING

November 14, 2022

### SCIDA Draft Board Minutes

1. **Meeting** called to order at 9:32 a.m. by Chairman Chester Burton.

**Members:** Chairman/Chester Burton, V. Chair/Joseph Trapani, Treasurer/Wanda King, Secretary/Peter Johnson, Ben Oevering. **Staff:** Chief Exec. Officer/Ron Filmer Jr., Chief Financial Officer/ Jeff Haslun.

**Present:** IDA Board Members: Chester Burton, Peter Johnson, Joe Trapani, Ben Oevering, Wanda King

**Staff:** Ron Filmer Jr. **Guest:** Jake DiBari, Scott Bellcourt, Shelly Bishop

2. **Minutes** from the October 19, 2022 meeting were approved on motion by Peter Johnson and seconded by Joe Trapani, all in Favor.

3. **Committees of the Agency** – Reports & Current Business –  
**IDA Finance Committee** – (Wanda King, Ben Oevering)-N/A

**IDA Audit Committee** - (Chester Burton, Wanda King, Peter Johnson)-N/A

4. **Old Business –Potential Land sale** – Ron briefly discussed the interest in the IDA land by a firm and introduced Jake DiBari; who is a representative of Backyard Outfitters. Mr. DiBari described the business which is presently located in another location but has outgrown the site and now wants to have their own site with room to expand. The business currently has 24 folks working for them and there is a possibility of expanding by another 12 FTE's. The business consists of constructing sheds (primarily) and their sales outlets include independent dealers as well as the ability to sell on their manufacturing site. The company would be looking to construct several buildings as would include a 12,000 square foot building as well as an 8,000 square foot building and a third 6-8,000 square foot structure. The Board asked if there were environmental concerns and Mr. DiBari stated no. In addition, they currently seem to be able to retain their employees. As far as time frames they are ready to make a move. The IDA Board stated they will discuss the sale and get back to the company.

**County MOU** – Ron discussed the MOU with the County and that our Counsel recommended that we formalize the acceptance of it by passing a resolution regarding the MOU. Ron distributed the MOU as well as the resolution. There was discussion on the ability of the SCIDA to do projects which consisted of housing as well as tourism and that these activities should be added to the list of projects that the IDA undertake. It was decided not to change the

MOU as it was already approved by the County but to state that it is our understanding that the SCIDA activities can include housing and hospitality if as part of the SCIDA's objective and goals. There was also concerns over the annual review and the County being able to end the agreement over before 5 years; but it is realized that the intent (at least) is a 5 year commitment. On a motion made by Joe Trapani with a second by Wanda King the MOU with Schoharie County was approved; with all in favor. The MOU and resolution are attached.

5. **New Business – N/A**
6. **Other**– Ron reviewed the SCIDA's involvement with the County and Town of Cobleskill for a proposed development of a site. The Town Supervisor would like the SCIDA to take a lead roll in hiring someone (an Attorney) to handle negotiations and a purchase option and would like the SCIDA to be that entity. The SCIDA would hire the person/firm to perform those duties and then the payment would ultimately be made for those services by the County (ARPA monies). The Board was okay with moving forward on this task.
7. **Real Estate transaction and Administration** – Peter Johnson motioned to go into Executive session regarding discussions on the real estate and administration (personnel); with a second by Joe Trapani and all in favor.
8. **Next meeting date** – January 11, 2023 at 9:30 at 597 E. Main Street, Cobleskill
9. **Adjournment** – on motion made by Joe Trapani, seconded by Wanda King with all in favor the meeting adjourned at 10:20

**SCHOHARIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
APPROVAL RESOLUTION COUNTY MOU - 2022**

A regular meeting of Schoharie County Industrial Development Agency (the "Agency") was convened in public session in the offices of the Agency located in the Village of Cobleskill, Schoharie County, New York on November 14, 2022 at 9:30 o'clock a.m., local time.

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:

Chester Burton	Chairman
Wanda King	Treasurer
Peter Johnson	Member
Benjamin Oeverting	Member
Joseph Trapani	Member

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Ronald S. Filmer, Jr.                      Chief Executive Officer

The following resolution was offered by Joseph Trapani, seconded by Wanda King, to wit:

Resolution No. 1122-

RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A  
MEMORANDUM OF UNDERSTANDING FOR THE FUNDING OF  
ADMINISTRATIVE SERVICES WITH THE COUNTY OF SCHOHARIE, NEW  
YORK.

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 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 (A) to make by-laws for the management and regulation of its affairs, (B) to appoint officers, agents and employees, to prescribe their qualifications and to fix their compensation and to pay the same as provided by the Agency, and (C) to enter into contracts and agreements; and

WHEREAS, the by-laws of the Agency (the “By-Laws”) provide that the Agency may enter into contracts so authorized by the Agency; and

WHEREAS, the Agency desires to enhance the economic development of the County of Schoharie, New York (the “County”) by collaborating with the County pursuant to a memorandum of understanding to be dated its date of execution (the “Memorandum”), which Memorandum is attached hereto as Exhibit A; and

WHEREAS, pursuant to the Memorandum, (A) the Agency and the County will (1) increase the Agency’s capacity to undertake economic development activities; (2) increase the collaboration between the Agency and the County and (3) leverage the expertise and networks of the Agency and the County by providing economic development support services and administrative support services to the each other and (B) the County will make equal semi-annual payments to the Agency in the amount described in the Memorandum; 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 adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended (the “Regulations” and collectively with the SEQR Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to proceed with the Memorandum; and

WHEREAS, pursuant to SEQRA, the Agency has examined the Memorandum in order to make a determination as to whether the Memorandum is subject to SEQRA, and it appears that the Memorandum constitutes a Type II action under SEQRA; and

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

Section 1. Based upon an examination of the Memorandum, the Agency hereby determines that the Memorandum constitutes a “Type II action” pursuant to 6 NYCRR 617.5(c)(26), and therefore that, pursuant to 6 NYCRR 617.6(a)(1)(i), the Agency has no further responsibilities under SEQRA with respect to the Memorandum.

Section 2. Subject to review of the Memorandum by the Chairman of the Agency and approval of the Memorandum by counsel to the Agency, the Agency hereby determines to (A) approve the Memorandum, (B) enter into the Memorandum and (C) authorize the execution by the Agency of the Memorandum.

Section 3. All action taken by the Chief Executive Officer of the Agency with respect to the Memorandum is hereby ratified and confirmed.

Section 4. Subject to satisfaction of the conditions contained in Section 2 above, the Chairman (or Vice Chairman) of the Agency is hereby authorized to execute and deliver the Memorandum, 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 substantially the form thereof presented to this meeting, with such changes, variations, omissions and insertions as the Chairman (or Vice Chairman) shall approve, the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

Section 5. 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 Memorandum, 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 Memorandum binding upon the Agency.

Section 6. 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:

Chester Burton	VOTING	<u>yes</u>
Wanda King	VOTING	<u>yes</u>
Peter Johnson	VOTING	<u>yes</u>
Benjamin Oevering	VOTING	<u>yes</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 Secretary of Schoharie 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 November 14, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency 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 17<sup>th</sup> day of November, 2022.

  
\_\_\_\_\_  
Secretary

(SEAL)

## EXHIBIT A

### MEMORANDUM OF UNDERSTANDING

#### MEMORANDUM OF UNDERSTANDING BETWEEN THE SCHOHARIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (SCIDA) AND SCHOHARIE COUNTY (SC).

##### **Introduction**

The Schoharie County Industrial Development Agency (SCIDA) and Schoharie County (SC) agree to enter into this Memorandum of Understanding (MOU) on the xxth day of XX. This partnership will support and foster collaborative efforts between SC and the SCIDA designed to enhance economic development in Schoharie County.

##### **Purpose**

The purpose of this partnership is to:

- increase SCIDA capacity to undertake economic development activities
- increase collaboration between SC and the SCIDA
- leverage the expertise and networks of the two entities

Schoharie County and the Schoharie County Board of Supervisors consists of 16 Supervisors and is located approximately 35 miles from the NYS Capital of Albany. Schoharie County is rural in nature and has Agriculture is the primary economic driver along with some distribution facilities, educational institutions and small manufacturing businesses. The SCIDA is an Industrial Development Agency that was formed by SC and NYS in 1972.

##### **SC/SCIDA Objectives**

The following sets forth the objectives of this MOU:

##### **SCIDA:**

- The SCIDA will promote economic development and opportunities by offering financial assistance through grant funding, bond financing, low interest rate financing, and real property and sales tax benefits to start-up businesses.
- The SCIDA will promote economic development and opportunities by offering financial assistance through grant funding, bond financing, low interest rate financing and real property and sales tax benefits to existing businesses that want to expand while retaining and creating additional jobs.
- The SCIDA will promote economic development and opportunities by utilizing the statutory powers of the Agency as set forth under the provisions of New York State laws.
- The SCIDA will promote economic development and opportunities by providing assistance and collaborating with Schoharie County's local government bodies and community support organizations to establish and sustain economic vitality in Schoharie County.
- comply with NYS and Schoharie County laws

-provide transparency in conducting business.

SC:

-The SC's objective and goal will be to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing industrial, manufacturing, warehousing, commercial, research and recreation facilities including educational or cultural facilities, horse racing facilities and continuing care retirement facilities for the benefit of the County and taxpayers.

-Maximize the use of SCIDA resources to support economic development projects.

**Terms:**

MOU term: The MOU will remain in effect for 5 years, will be reviewed annually, and may be renewed by mutual agreement. The MOU may be terminated by either part upon written notice with 180 day notice.

Payment: SC will pay the SCIDA an amount of \$130,000 annually beginning with xxxxx. Payment will be made in equal semi-annual installments.

Non-exclusivity: The parties agree that this MOU is non-exclusive and nothing contained herein prevents either party from entering into similar agreements with any third party.

Relationship of Parties: Neither party shall have the authority to dictate activities or actions on the other party. Neither party shall have any authority to create any obligation or responsibility on behalf of or in the name of the other party. Neither party shall be deemed to be an agent or principal of the other.