

**SENECA COUNTY
INDUSTRIAL DEVELOPMENT AGENCY**

MEETING MINUTES

Regular Meeting
Thursday, April 5, 2007
12:00 Noon.
Abigail's Restaurant
Waterloo, New York

Attendance:

Board Members Present: Bradford Jones, Chairman; Robert Rosenkrans; Kenneth Lee Patchen, Jr., Robert Kernan, Thomas Kime, Bruce Bonafiglia and David Kaiser

Board Members Absent: None

Staff Attending: Patricia Jones, Project, Coordinator for Reuse/Empire Zone; Monica Novack, IDA Administrative Assistant; Greg Keefe, IDA Treasurer; Shawn Griffin, Legal Counsel, Harris Beach and Justin Miller, Legal Counsel, Harris Beach

Others Attending: Denise Champagne, Finger Lakes Times; Dave Shaw, Syracuse Post Standard; Sharon Secor, Seneca County Manager; Joan Teichner, Supervisor, Town of Varick; Kevin Swartley, Nathan Rudgers, and Edward Primrose representing Empire Green Biofuels; Bill Dorn and Scott Wolfe representing Finger Lakes Technology Group; and Fred Gaffney, Chamber of Commerce

Call to Order:

Chairman Jones called the meeting to order at 12:05 P.M. A quorum of the Agency's members was present.

Executive Session:

Chairman Jones requested a motion to enter into Executive Session to discuss personnel issues. A motion was made by Robert Kernan at 12:06 p.m. to enter into Executive

Session. Seconded by Bruce Bonafiglia. Motion carried. A motion was made by Robert Kernan at 12:45 p.m. to come out of Executive Session. Seconded by Lee Patchen. Motion carried.

Appointment of IDA Interim Executive Director:

Chairman Jones requested a motion appointing Pat Jones as Interim Executive Director until a permanent Director is on board. A motion was made by Robert Kernan appointing Patricia Jones as IDA Interim Executive Director with a salary stipend of 4.5% of her current salary. Seconded by Lee Patchen. Motion carried.

Approval of IDA Minutes / Regular Meeting of March 5, 2007:

The minutes of the Agency's regular meeting of March 5, 2007 had been sent to Board members prior to the meeting. After discussion, a motion was made by David Kaiser to accept the minutes of March 5, 2007. Seconded by Robert Rosenkrans. Motion carried.

Approval of February 2007 Financial Statements:

The February 2007 financial statements had been mailed to Board members prior to the meeting. Greg Keefe stated that he would be meeting with Pat Jones monthly before the board meetings to discuss the financial statements. After discussion, a motion was made by Robert Rosenkrans to approve the February 2007 financial statements. Seconded by Lee Patchen. Motion carried.

Loan Status Report:

The Loan Status report had been provided to Board members prior to the meeting. Chairman Jones summarized the loan status report and noted to Board members that all loans were current. After discussion, a motion was made by Thomas Kime approving the quarterly Loan Status report. Seconded by Robert Rosenkrans. Motion carried.

Grant Status Report:

The quarterly Grant Status report had been provided to Board members prior to the meeting. Chairman Jones then summarized the Grant Status report. After discussion, a motion was made by David Kaiser approving the quarterly Grant Status report. Seconded by Lee Patchen. Motion carried.

Extension to Public Hearing Open Comment Period for Empire Green Biofuels Project:

Pat Jones advised the board that at the end of the Public Hearings for Biofuels on March 15, 2007, Mr. Knudsen requested that the Public Comment period be extended until after the next Biofuels Informational meeting which is scheduled for April 25, 2007. Pat then

recommended that the comment period be extended to April 27, 2007 at which time she will summarize the comments for review prior to the May 2007 IDA meeting. A motion was made by David Kaiser to approve the extension to the Public Hearing Open Comment Period for Empire Green Biofuels Project until 5:00 PM on April 27, 2007. Seconded by Bruce Bonafiglia. Motion carried.

Approval of Final Resolution for Seneca Energy II, LLC Project:

Chairman Jones advised the Board that the IDA had adopted a resolution on September 7, 2006 authorizing Seneca Energy II to undertake their project of relocating two engine-generator sets to their new location and adding four new engine-generator sets, specifically designed to operate on landfill gas and directed that a public hearing be held. Chairman Jones then advised that the public hearing was held on March 9, 2007 and no comments were received. The Chairman then stated that on February 8, 2007, the IDA approved Resolution No. 2007-06 which authorized the execution of the Lease Agreement, Leaseback Agreement, PILOT Agreement, provided however, that the financial assistance would not exceed \$100,000 until the public hearing was held and a subsequent resolution was adopted. Justin Miller then advised the Board that this new resolution, which was mailed to Board members prior to the meeting, IDA Resolution No. 2007-10, authorizes the Agency to provide financial assistance in excess of \$100,000. and then presented IDA Resolution No. 2007-10 as follows:

RESOLUTION OF THE SENECA COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") AUTHORIZING THE AGENCY TO PROVIDE FINANCIAL ASSISTANCE TO SENECA ENERGY II, LLC IN EXCESS OF \$100,000 WITH RESPECT TO A CERTAIN PROJECT LOCATED ON ROUTE 414, SENECA FALLS, SENECA COUNTY, NEW YORK ALL AS MORE FULLY DESCRIBED BELOW.

After discussion, a motion was made by Robert Rosenkrans approving IDA Resolution No. 2007-10. Seconded by Robert Kernan. Messrs. Jones, Rosenkrans, Kernan, Patchen, Bonafiglia, Kime and Kaiser voted "yea". Motion carried.

Approval of Bond Resolution for New York Chiropractic College Project:

Chairman Jones advised the Board that on October 5, 2006, the Board adopted an inducement resolution to issue Civic Facility Revenue Bonds for the New York Chiropractic College Project in an aggregate principal amount not to exceed \$23,000,000, the proceeds to be used to refinance outstanding indebtedness. The Chairman then advised that the public hearing for this project was held on April 2, 2007, with no comments being received and that it was anticipated that on April 10, 2007, the Seneca County BOS would pass their resolution of approval, noting that the Internal Revenue Code section 147 (f) requires approval by the BOS prior to the issuance of the bonds.

Justin Miller then advised the Board that this resolution, IDA Resolution No. 2007-11, which was provided to Board members prior to the meeting, authorizes the issuance, execution, sale and delivery of the bonds (series 2007) in the aggregate principal amount not to exceed \$23,000,000. and then presented IDA Resolution No. 2007-11 as follows:

RESOLUTION AUTHORIZING THE ISSUANCE,
EXECUTION, SALE AND DELIVERY OF THE
ISSUER'S CIVIC FACILITY REVENUE BONDS (NEW
YORK CHIROPRACTIC COLLEGE PROJECT), SERIES
2007, IN THE AGGREGATE PRINCIPAL AMOUNT
NOT TO EXCEED \$23,000,000 AND THE EXECUTION
AND DELIVERY OF RELATED DOCUMENTS

After discussion, a motion was made by David Kaiser approving IDA Resolution No. 2007-11. Seconded by Robert Rosenkrans. Messrs. Jones, Rosenkrans, Kime, Patchen, Bonafiglia and Kaiser voted "yea". Robert Kernan "abstained". Motion carried.

Approval of Draft Scope for the Wildlife Management Plan for the Depot:

Pat Jones advised the board that the IDA previously approved contracting with Cornell University to develop a Wildlife Management Plan for the Conservation Area on the depot. Pat then summarized the Cornell Draft Outline/Scope for the Wildlife Management Plan which had been forwarded to Board members prior to the meeting. After discussion, a motion was made by Lee Patchen to approve the Cornell University draft outline/scope for the Wildlife Management Plan. Seconded by Bruce Bonafiglia. Motion carried.

Approval of Resolution Ratifying Submission of Grant Application to DEC for NYS Wildlife Grant Program:

Chairman Jones advised the board that on February 8, 2007, the IDA adopted a resolution which fulfilled the State Environmental Quality Review Act (SEQR) requirements for the Empire Green Biofuels project. The Chairman stated that the resolution cited the creation of a Wildlife Management Plan and that the IDA had been advised early last week that grant funds were available through the New York State Department of Environmental Conservation (DEC) Wildlife Grant Program for a Wildlife Management Plan; however, the grant application had to be postmarked by March 31, 2007. The Chairman explained that although the IDA has already approved a \$25,000 grant toward the Plan, the total cost of the Plan will far exceed \$25,000; therefore, it was considered prudent to apply for the DEC grant. The Chairman then stated that IDA Resolution No. 2007-12 ratifies the submission of the grant application to DEC. Justin Miller then stated that there will be necessary matching funds associated with the DEC grant and directed the Board's attention to the Grant Undertaking Agreement for Wildlife Management Study which had been provided to Board members prior to the meeting. Justin stated that this agreement, between the IDA and Empire Green Biofuels,

establishes the parameters governing the administration of the grant and designates Empire Biofuels as being totally responsible for the matching funds for the study. Justin Miller then presented IDA Resolution No. 2007-12 as follows:

RESOLUTION OF THE SENECA COUNTY
INDUSTRIAL DEVELOPMENT AGENCY
AUTHORIZING THE CONDUCT OF A WILDLIFE
MANAGEMENT STUDY TO BE PERFORMED FOR
THE FORMER SENECA ARMY DEPOT AND
AUTHORIZING THE EXECUTION AND DELIVERY
OF A GRANT APPLICATION AND RELATED
UNDERTAKING AGREEMENT TO BE ENTERED
INTO WITH EMPIRE GREEN BIOFUELS, INC. (THE
"COMPANY")

After discussion, a motion was made by Robert Kernan approving IDA Resolution No. 2007-12. Seconded by David Kaiser. Messrs. Jones, Rosenkrans, Kernan, Kime, Patchen, Bonafiglia and Kaiser voted "yea". Motion carried. A motion was then made by Lee Patchen approving the Grant Undertaking Agreement for Wildlife Management Study. Seconded by David Kaiser. Motion carried

Approval of Audit for Close-out of Industrial Access Project (Lamb Road):

Pat Jones advised the board that the Lamb Road project is completed and the dedication of the road should be taking place in the very near future. However, one of the conditions for the close-out of the grant for this project is that an audit of the Industrial Access Project be completed. Pat stated that the IDA received a proposal from our auditor, Raymond F. Wager, CPA, P.C. to complete the audit for a fee of \$850. After discussion, a motion was made for approval of the audit by Robert Kernan. Seconded by Thomas Kime. Motion carried.

Other Business: None

Consideration of Executive Session:


Chairman Jones requested a motion to enter into Executive Session for the purpose of real estate matters. A motion was made by David Kaiser at 1:07 p.m. to enter into Executive Session. Seconded by Bruce Bonafiglia. Motion carried. A motion was made by Robert Rosenkrans at 2:35 p.m. to come out of Executive Session. Seconded by Lee Patchen. Motion carried.

Adjournment:

A motion to adjourn the meeting was made by Robert Rosenkrans and seconded by Bruce Bonafiglia. Motion carried. The meeting adjourned at 2:36 p.m.

The next scheduled meeting will be held on **May 10, 2007 at 12:00 Noon** at Abigail's Restaurant, Route 5 & 20, Waterloo.

Respectfully submitted,


Kenneth Lee Patchen, Jr.
Secretary

pc: Sharon Secor, Seneca County Manager
Margaret Li, Clerk, Board of Supervisors
Shawn Griffin, Esq, Harris Beach
Russell Gaenzle, Esq, Harris Beach
Justin Miller, Esq, Harris Beach