

**ORANGE COUNTY  
INDUSTRIAL DEVELOPMENT AGENCY**

**County Government Center  
255 Main Street  
Goshen, New York 10924  
Phone: 845-291-2700 Fax: 845-291-2724**

Robert Armistead, Chairman  
Mary Ellen Rogulski, Vice Chairman  
Russell O. Vernon, Second Vice Chairman  
Stephen Brescia, Secretary  
John Steinberg, Jr., Assistant Secretary  
Henry VanLeeuwen  
Robert J. Schreiber, Sr.

James O'Donnell, Executive Director  
Joel Kleiman, Chief Financial Officer  
Kevin Dowd, Attorney  
Laurie Villasuso, Administrative Assistant

## **Agenda**

PLEASE TAKE NOTICE, The Orange County Industrial Development Agency will hold a regularly scheduled meeting on April 3, 2013 at 3:00 p.m. in the Orange County Business Accelerator, 4 Crotty Lane, New Windsor, New York, to consider and/or act upon the following:

### Order of Business

- **Roll Call**
- **Approval of the minutes from February 20, 2013 meeting**
- **Financial Reports and/or Requests for Payments**
- **New and Unfinished Business**
  - Chairman's Report
  - Executive Director's Report
  - OCBA Report
  - OCP Report
  - Discussions
    - PTAC – IDA Agent Update
    - Orange County Arts Council – IDA Agent Application
    - Woodbury Commons
- **Resolutions**
  - Fairbanks Manufacturing, LLC – Initial Resolution
  - Port Jervis Whitewater Project – Request to Extend
- **Such other and further business as may be presented**
- **Public Comments**
- **Adjournment**

Dated: March 26, 2013

Stephen Brescia, Secretary

By: James O'Donnell, Executive Director

ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

MINUTES

February 20, 2013

A regular meeting of the Orange County Industrial Development Agency was convened in public session on February 20, 2013 at 3:00 P.M. at the Orange County Business Accelerator, in New Windsor, New York.

The meeting was called to order by the Chairman, Robert Armistead, and upon roll being called, the following were:

PRESENT: Robert Armistead, Mary Ellen Rogulski, Stephen Brescia, John Steinberg, Russell Vernon, Robert Schreibeis

ABSENT: Henry VanLeeuwen

ALSO PRESENT: James O'Donnell – Executive Director  
Kevin Dowd – Attorney  
Joel Kleiman – CFO  
Maureen Halahan – Orange County Partnership  
Brian Gates – HVEDC  
Jessica DiNapoli – Times Herald Record  
Peter Malone – Orange County Business Accelerator  
Dawn Ansbro – Orange County Arts Council  
Gary Schuster – Orange County Arts Council  
David Williams – Bricklayers Local 15  
Tom Gandolfini – Plumbers & Steamfitters Local 373  
Virginia S. Moore – Minsink Chapter, National Society Daughters of the American Revolution  
Todd Erling – Hudson Valley Agribusiness Development Corp  
Steve Neugebauer – IBEW LU 363  
Matt Stoddard – Iron Workers LU 417  
Frank Sylvester, JR – Electricians Local 363

Chairman Armistead calls the meeting for the Orange County IDA, February 20, 2013 (Pledge of Allegiance is recited). Board consists of five members. There is a quorum.

Review of the prior January 16, 2013 meeting minutes. Ms. Rogulski notes an error at the bottom of Page 2, where the motion was seconded by "Member Schreibeis;" Member Schreibeis was absent and Ms. Rogulski believed that it should read Member Steinberg. With that correction, Ms. Rogulski moved to accept the minutes, seconded by Brescia. Motion carries with all in favor.

Roll Call taken.

**Financial Reports and/or Requests for Payment**

Mr. Kleiman asks the members to refer to the Bank Account Report and YTD Income and Expense Summary. As of January 31, 2013, the IDA has over \$8M in its deposit accounts. The next CD matures in August of 2013. Moving on to address the Income and Expenses, he notes that the IDA collected \$1,100 in income and spent \$103k. The only item requiring action is the voucher and payment report; while nothing was received in February, there are vouchers totaling \$217,051.01.

Mr. Kleiman also advises the Board that he received a draft of the 2012 audit. He will request that the auditors attend the March Board meeting, both the regular meeting at the audit committee. The final, accepted audit will be reported to PARIS by the March 31<sup>st</sup> deadline.

Motion made by Brescia, seconded by Schreibeis, that the Board accepts the financial report and authorization of payments and vouchers for February 2013. Open for discussion. Affirmative votes of all members present resulted in motion carried.

*[Steinberg enters meeting]*

### **Chairman's Report**

Chairman Armistead advises that he and Mr. Vernon visited the Newburgh Armory, where Mr. Vernon had a meeting to discuss the possible commercial kitchen at the Armory. Mr. Vernon will discuss the kitchen, but Chairman Armistead wishes to note the significant progress which continues to be made at the Armory. With some members of the building trades in attendance, he thanks them for their work.

Chairman Armistead and Mr. Vernon also met with Don Green of OCCC regarding Advanced Manufacturing. While OCCC may be heading in a different direction, he notes that Mr. Green and Dr. Richards may present an update at April's meeting.

Chairman Armistead and Mr. O'Donnell met with Woodbury Commons representatives, and Mr. O'Donnell will offer an update on that.

Chairman Armistead was approached by Mr. Bartley of TSEC regarding a project called the Newburgh Smarter City project. It's a partnership with IBM in its early stages, and hopes to revitalize sections of Newburgh. They will reach out to the IDA for assistance.

Last month, the Board members were asked to review a letter that the Hudson Valley Building Trades sent to the County Executive. As mentioned, some Building Trades members are in attendance, and there will be a discussion later in the meeting.

Chairman Armistead also notes that there is a Sales Tax letter going out from various groups opposing the Governor's budget proposal.

### **Executive Director Report**

Mr. O'Donnell starts with the good news that the Hoboken Film Festival will be coming to Middletown's Paramount Theatre. He reminds the Board that the IDA gave the Paramount a Project Expenditure of \$150K for a new digital projection system, and the IDA can take part credit for that great news.

Crystal Run Healthcare has reached out to Mr. O'Donnell, advising him that CRH was expecting much more assistance from NYS, and as a result, the Monroe project will be delayed 9-12 months. They are in negotiations with the state at this time, and are requesting that, until they put the project back on track, they defer part of the IDA fee for which they were invoiced recently. Their IDA fee totals over \$281K, and Mr. O'Donnell recommends that the IDA accept \$20K at this time, and allow the remainder to be paid when construction is resumed.

Motion made by Mr. Steinberg to approve accepting a fee in the amount \$20K at this time, with the remainder being due when the project is resumed. Seconded by Mr. Schreibeis. Open for discussion. Affirmative votes of all members present resulted in motion carried.

Woodbury Commons will come before the IDA in March.

Mr. O'Donnell advises that there's talk that there's been a significant amount of lobbying to get the IDA portion of the Governor's budget revised. It is believed that the state will keep the requirement to go to the State to get the 4% tax break on the Sales Tax from the state, but what's being considered to be taken out is that it won't be a reimbursable event.

Mr. O'Donnell met with the Orange County Triathlon and discussed with the Governance Board that he'd like to amend the contract to include a few more expenditures. The amount of the expenditure will remain the same, and OCTri is partnering with the Newburgh Armory.

Mr. O'Donnell was interviewed by Mr. Walsh of THR on the Advanced Manufacturing project. He advised Mr. Walsh that the IDA is also looking into MSMC to come up with a program as well.

Lastly, he notes that the OCBA contest winners will be announced next month.

## **OCBA Report**

Mr. Vernon reminds the Board that at last month's meeting, Mr. Malone mentioned a commercial kitchen requirement in Orange County. Mr. Vernon met with a group at the Armory, which he believes has the perfect space to have a commercial kitchen installed. He reminds everyone that multiple organizations have identified that the Food and Beverage industry is a key industry for growth, and the area needs an incubator to teach and train, as well as start businesses; such a kitchen would further encourage the food and beverage industry to come to and grow in Orange County. There will be a site visit to similar operations, and then funding will be sought from places like Central Hudson to help get the project up and running. Joe Matta of Masterworks will help design and create the space, and Joe Bonura will help gather the equipment for it. Mr. Bonura, he adds, is always looking for property trained individuals for his operations. It is noted that the Armory has the proper infrastructure to support the project.

Mr. Malone notes that the OCBA contest has concluded. Fourteen business plans were submitted, and three winners – one in food and beverage, one in advanced manufacturing and 1 in 3-D printing – were chosen to win a 1 year lease for \$1. There were also 3 silver winners – two in E-commerce and one in publishing – who won a 50% break on rent for a year. Non-winners were welcomed to be "associate members." Mr. O'Donnell notes that a press conference will be held to announce the winners.

Mr. Malone notes that there are a few recent graduates of the Accelerator: Frugaldo and Ethan Allen are both moving out of the Accelerator and moving into more permanent locations in Orange County.

## **OCP Report**

Ms. Halahan begins by advising that on May 9<sup>th</sup> OCP will hold their Commercial Real Estate Summit. The event will include local developers, commercial real estate developers, property owners and bankers to discuss the Orange County market; it will be held at the Newburgh Brewery.

Ms. Halahan then offers a breakdown the Mid-Hudson Regional Council funds that were distributed.

Moving on to address the Partnership's plan for the coming year, Ms. Halahan notes that OCP will focus on healthcare and auxiliary services, the film industry, aviation, manufacturing, ecommerce and food & beverage. She goes on to describe the marketing efforts the Partnership will make to attract high-end employers.

Project updates are offered on:

Project Car – direct result of the WSJ ad, and has officially closed. The project could bring up to 20 jobs.

Project Gray – MCT Project is moving forward, but is waiting on incentives from ESD.

Proton Therapy Center – the project was mentioned in the paper a little prematurely, but they have visited the site and Ms. Halahan will continue to update the Board on this project's progress.

Project Gypsum – Data center in Mid-Orange Correctional Facility is still a work in progress.

Project Green – Mr. O'Donnell and Ms. Halahan have met with Project Green recently; they visited 2 more sites this week, and have met with various Town supervisors and Planning Board chairs. The project is a 700k square foot food distribution company that would bring between 375-400 jobs.

Project Delivery – 460K square foot warehouse with 14K square foot of office is a new project on the horizon. The capital investment is \$26M with 95 full time jobs.

Project Oak – Four sites around the airport have been submitted.

Ms. Halahan concludes by advising the Board that Coach USA is under construction, and noting that there is an Alliance for Balanced Growth meeting in the coming week.

## **Daughters of the American Revolution – Project Expenditure Request**

Mr. Brescia advises that the Governance committee met prior to the meeting and recommends approval of the DAR request for \$2K project expenditure.

Virginia Moore of the Minisink Chapter of the Daughters of the American Revolution advises the Board that the DAR of Minisink has just celebrated their 110<sup>th</sup> anniversary. Their goals are historic preservation, education and patriotism. Their request pertains to the one-room schoolhouse in Goshen on Route 17A, which they believe was built around 1730, which would make it the oldest schoolhouse in NYS, but may be the oldest schoolhouse in the nation. The DAR has maintained the house on their own for 73 years. Various parts of the house have recently been renovated, and now they are moving on to address the pouring of the concrete floor.

Motion made by Brescia, seconded by Steinberg, to approve the request for the \$2000 project expenditure. Open for discussion. Affirmative votes of all members present resulted in motion carried.

### **Hudson Valley Agribusiness Development Corp - Update**

Mr. Erling of HVADC begins by thanking the Board for their continued support throughout the years. He notes that HVADC's work in the county goes hand in hand with the work of the Food and Beverage Alliance, and even the proposed commercial kitchen. HVADC is a regional economic development effort that focuses on agriculture as economic development. Mr. Erling goes give the Board an update on of new business startups and other developments in the agriculture businesses in Orange County and the region. The majority of HVADC's work has been focused on getting food certified and getting it safely into the larger scale distributions; to go from farmer's markets and direct sales, to getting food onto grocery store shelves and whole sale opportunities.

Mr. Erling adds that HVADC took part in the Hudson Valley restaurant week and highlighted local businesses and products. After giving an overview of some other projects on the horizon, Mr. Erling requests to remain an Agent of the IDA and thanks the Board for their support.

### **Orange County Arts Council – IDA Agent Application**

Dawn Ansbro of the Orange County Arts Council advises the Members that she is present to discussing funding an Orange County film office. She notes that having the Hoboken International Film Festival in Middletown is a huge opportunity for the County, and it is important that we facilitate the return of such festivals. An Orange County film office would help do just that.

The film office would increase and maintain the impact of film production in the County. To do that, the amount of activity would increase, and the office would also be more able to explain the kind of revenue generated by such films. The main goal would be for the film office to become a one stop shop for filmmakers coming to the area, helping to explain codes and permits and locations. Down the road, the Council would like to engage the local schools and help develop film industry education programs, and provide internship and job experience opportunities. Many local municipalities, towns and governments are on board with the Arts Council's plans.

Ms. Ansbro notes that people associated with film production spend money on hotels, restaurants, caterers, hardware stores, lumber yards, etc. and can spend up to \$250K per day, and up to \$1M in less than two weeks. She also mentions a NYS tax credit that allows filmmakers to take credit on tangible costs.

In addition to a website and developing contacts in each municipality, there are plans for a resource guide, which will be an easily distributed listing for restaurants, locations and details about filming in the County. She adds that there will be advertising opportunities in the guide. She notes on the Arts' application, the amount requested of the IDA will go down each year.

The request is forwarded to the Governance Committee, and they will discuss the request before the next meeting.

### **Such other and further business as may be presented**

Chairman Armistead notes that members of the trade unions are in the audience. At the last Board Meeting, Chairman Armistead asked the members to review a letter submitted to the County Executive. Chairman Armistead asks if anyone wishes to speak. Mr. Stoddard of Ironworkers Global 417 thanks the Board for looking into the matter. He notes that, with certain jobs, ironworkers from other states for structural and concrete work; there is a need to have the work in Orange County go to Orange County workers, union or otherwise. He gave an example of the Hunter Panel project using workers from Tennessee. He adds that he appreciates anything the IDA can do, and thanks the IDA for the opportunity to speak. Chairman Armistead notes that the IDA is behind local labor, and always recommends the use of local labor.

With no further business, meeting called for adjournment by Chairman Armistead, motion made by Steinberg, seconded by Vernon, the time being 4:50p.m.

Orange County Industrial Development Agency  
Income and Expense Summary  
March 2013

	Feb 13	Jan - Feb 13	Budget	\$ Over Budget
<b>Income</b>				
Closing Fees	\$ -	\$ -	\$ 983,333	\$ (983,333)
Fees	\$ -	\$ -	\$ 455,000	\$ (455,000)
IDA Administrative Fees	\$ -	\$ -	\$ 5,000	\$ (5,000)
Interest Earnings	\$ 974.16	\$ 2,081	\$ 22,000	\$ (19,919)
Pass Thru Legal Fees	\$ -	\$ -	\$ 5,000	\$ (5,000)
Recovered Funds	\$ -	\$ -	\$ 255,000	\$ (255,000)
<b>Total Income</b>	<b>\$ 974.16</b>	<b>\$ 2,081</b>	<b>\$ 1,725,333</b>	<b>\$ (1,723,252)</b>
<b>Expense</b>				
<b>Administrative Costs</b>				
Advertising	\$ -	\$ -	\$ 1,500	\$ (1,500)
Auditors	\$ -	\$ -	\$ 13,000	\$ (13,000)
Insurance	\$ -	\$ 5,896	\$ 7,000	\$ (1,104)
Mileage	\$ -	\$ -	\$ 500	\$ (500)
OCIDA Admin. Support	\$ -	\$ -	\$ 15,000	\$ (15,000)
Office Supplies & Expenses	\$ 283.04	\$ 1,533	\$ 5,000	\$ (3,467)
Secretary/Bookkeeper/Accountant	\$ -	\$ -	\$ 2,000	\$ (2,000)
<b>Total Administrative Costs</b>	<b>\$ 283.04</b>	<b>\$ 7,429</b>	<b>\$ 44,000</b>	<b>\$ (36,571)</b>
<b>Agency Contribution Costs</b>				
Hudson Valley Agribusiness Devel.	\$ -	\$ -	\$ 25,000	\$ (25,000)
Hudson Valley Eco. Dev. Corp.	\$ 20,000.00	\$ 20,000	\$ 20,000	\$ -
Hudson Valley Film Commission	\$ -	\$ -	\$ 10,000	\$ (10,000)
Hudson Valley Food & Beverage	\$ -	\$ -	\$ 20,000	\$ (20,000)
O.C. Empire Zone	\$ -	\$ -	\$ 5,000	\$ (5,000)
O.C. Foreign Trade Zone	\$ -	\$ -	\$ 25,000	\$ (25,000)
O.C. Partnership	\$ -	\$ -	\$ 200,000	\$ (200,000)
Patterns for Progress	\$ -	\$ -	\$ 17,000	\$ (17,000)
PTAC	\$ -	\$ -	\$ 24,000	\$ (24,000)
<b>Total Agency Contribution Costs</b>	<b>\$ 20,000.00</b>	<b>\$ 20,000</b>	<b>\$ 346,000</b>	<b>\$ (326,000)</b>
<b>Legal</b>				
Legal, Pass Thru	\$ -	\$ -	\$ 5,000	\$ (5,000)
Legal - Other	\$ 3,052.50	\$ 6,139	\$ 92,000	\$ (85,861)
<b>Total Legal</b>	<b>\$ 3,052.50</b>	<b>\$ 6,139</b>	<b>\$ 97,000</b>	<b>\$ (90,861)</b>
<b>Other Expenses</b>				
Conferences, Seminars & Events	\$ 412.30	\$ 412	\$ 5,000	\$ (4,588)
Promotional Expenses	\$ -	\$ -	\$ 30,000	\$ (30,000)
<b>Total Other Expenses</b>	<b>\$ 412.30</b>	<b>\$ 412</b>	<b>\$ 35,000</b>	<b>\$ (34,588)</b>
<b>Projects</b>				
Projects	\$ 16,446.67	\$ 109,886	\$ 350,000	\$ (240,114)
<b>Total Projects</b>	<b>\$ 16,446.67</b>	<b>\$ 109,886</b>	<b>\$ 350,000</b>	<b>\$ (240,114)</b>
<b>Total Expense</b>	<b>\$ 40,194.51</b>	<b>\$ 143,867</b>	<b>\$ 872,000</b>	<b>\$ (728,133)</b>
<b>Income Over/(Under) Expense</b>	<b>\$ (39,220.35)</b>	<b>\$ (141,785)</b>	<b>\$ 853,333</b>	<b>\$ (995,118)</b>

Orange County Industrial Development Agency  
Banks Accounts/Certificates of Deposit/Money Markets Accounts  
As of February 28, 2013

Listed in order of maturity date.								
#	Purchase Date	Maturity Date	# of Days	Bank	Principal	Interest Rate	Interest Amount	Status
1	10/5/07	1/4/08	91	Catskill Hudson Bank	\$ 2,820,045	5.03%	\$ 37,931.64	closed
2	12/10/07	1/15/08	36	Catskill Hudson Bank	\$ 1,000,000	4.82%	\$ 4,820.00	closed
3	12/10/07	2/19/08	71	Catskill Hudson Bank	\$ 1,000,000	4.79%	\$ 9,446.94	closed
4	1/4/08	3/18/08	74	Orange County Trust	\$ 1,000,000	4.52%	\$ 9,291.11	closed
5	1/4/08	4/15/08	102	Catskill Hudson Bank	\$ 1,000,000	4.75%	\$ 13,458.33	closed
6	1/4/08	5/20/08	137	Catskill Hudson Bank	\$ 1,000,000	4.75%	\$ 18,076.39	closed
7	1/15/08	6/17/08	154	Catskill Hudson Bank	\$ 1,000,000	4.45%	\$ 19,036.11	closed
8	2/19/08	7/15/08	147	Catskill Hudson Bank	\$ 1,000,000	3.13%	\$ 12,780.83	closed
9	7/15/08	9/17/08	63	Catskill Hudson Bank	\$ 1,000,000	3.13%	\$ 5,477.50	closed
10	8/19/08	10/15/08	55	Catskill Hudson Bank	\$ 1,000,000	3.06%	\$ 4,675.00	closed
11	9/17/08	12/17/08	91	Catskill Hudson Bank	\$ 4,800,000	3.18%	\$ 38,584.00	closed
12	10/15/08	4/15/09	182	HSBC	\$ 1,004,690	3.70%	\$ 18,793.00	closed
13	12/17/08	6/17/09	182	Orange County Trust	\$ 5,342,486	3.12%	\$ 83,114.44	closed
14	4/15/09	10/21/09	189	Orange County Trust	\$ 1,023,484	1.40%	\$ 7,419.55	closed
15	6/17/09	12/16/09	182	Orange County Trust	\$ 5,425,922	2.10%	\$ 56,816.10	closed
16	10/21/09	1/20/10	91	Catskill Hudson Bank	\$ 530,917	1.02%	\$ 1,368.88	closed
17	12/16/09	3/17/10	91	Orange County Trust	\$ 2,800,000	0.85%	\$ 5,934.00	closed
18	12/16/09	6/16/10	182	Orange County Trust	\$ 2,682,739	1.32%	\$ 17,657.56	closed
19	1/20/10	9/15/10	238	Orange County Trust	\$ 532,285	0.80%	\$ 2,776.63	closed
20	3/17/10	9/15/10	182	Catskill Hudson Bank	\$ 1,400,000	0.65%	\$ 4,600.56	closed
21	12/29/09	12/15/10	351	Orange County Trust	\$ 750,000	1.05%	\$ 7,572.95	closed
22	3/17/10	3/16/11	364	Catskill Hudson Bank	\$ 1,405,934	0.70%	\$ 9,950.89	closed
21	6/16/10	6/15/11	364	Orange County Trust	\$ 2,300,396	0.75%	\$ 17,205.70	closed
22	6/15/11	12/21/11	189	Orange County Trust	\$ 2,317,650	0.45%	\$ 5,400.44	closed
23	12/21/11	12/19/12	364	Orange County Trust	\$ 2,323,051	0.50%	\$ 11,583.43	closed
24	8/16/12	8/16/13	365	Orange County Trust	\$ 1,400,000	0.50%	\$ 6,992.82	open
25	12/19/12	12/18/13	364	Orange County Trust	\$ 2,334,634	0.35%	\$ 8,148.10	open
					Amount	% of total		rate
Bank Account				Chase - checking	\$ 82,434	1%	bank account	0.10%
Certificates of Deposit				Orange County Trust	\$ 3,734,634	48%	CD	
Money Market				Orange County Trust	\$ 4,034,083	51%	MM	0.30%
				total	\$ 7,851,151	100%		

Orange County Funding Corporation  
As of February 28, 2013

				Chase - checking	\$ 400,949		bank account	0.10%
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# Orange County IDA

## Received for March/April 2013

Coach (Closing Fee)	75,000.00
Coach (Closing Fee)	25,000.00
CRH III, LLC (Closing Fee - partial)	20,000.00
Fairbanks/Medora (Application Fee)	5,000.00
Orange County Business Accelerator (4th Q Reimbursement)	16,608.90
<b>Total</b>	<b>141,608.90</b>

## Vouchers & Payments March/April 2013

Anaconda Sports (Newburgh Armory)	12,750.00
B&H Photo Video (Orange County Triathlon)	8,035.17
CDR Electronics (Newburgh Armory)	3,708.25
CDR Electronics (Newburgh Armory)	2,970.00
CDR Electronics (Newburgh Armory)	1,900.00
CDR Electronics (Newburgh Armory)	1,282.50
CSArch (Newburgh Armory)	1,800.00
Electra Supply Co. (Newburgh Armory)	2,751.05
Excursions (Orange County Triathlon)	5,069.00
Full Source (Orange County Triathlon)	809.45
Judelson, Giordano & Siegel, PC - 2012 Audit	11,500.00
Kevin Dowd	4,403.00
Kirchhoff-Consigli Construction Mgmt, LLC (MSMC)	75,000.00
MeetSupplies (Orange County Triathlon)	1,087.92
Recreation Engineering and Planning (Port Jervis Whitewater)	7,550.00
Reliable Glass & Door Corp (Newburgh Armory)	2,487.80
Stage Drop (Orange County Triathlon)	5,036.78
Vardon, Inc. (Newburgh Armory)	3,638.50
Vardon, Inc. (Newburgh Armory)	6,562.26
<b>Total</b>	<b>158,341.68</b>



**Orange County Business Accelerator  
Profit & Loss YTD Comparison  
February 2013**

	<u>Feb 13</u>	<u>Jan - Feb 13</u>	<u>Budget 2013</u>
<b>Ordinary Income/Expense</b>			
<b>Income</b>			
Rent-Clients	5,617.76	11,507.08	100,000.00
Rent-HVEDC	3,025.54	6,051.08	38,400.00
Seminar/Sponsor			2,000.00
Utility Reimbursement	243.39	469.63	4,000.00
<b>Total Income</b>	<u>8,886.69</u>	<u>18,027.79</u>	<u>144,400.00</u>
<b>Expense</b>			
Admin. Salary - Ent. Dev. Dir.	3,076.96	6,153.92	40,000.00
Admin. Salary - IDA Admin Asst	3,118.92	6,237.84	40,556.00
Admin. Salary -Admin. Assistant	3,072.00	6,144.00	39,900.00
Automobile Expense	67.33	119.33	10,000.00
Benefits			
403B	547.50	794.66	
MVP	901.02	2,102.38	
NYSDBL	12.72	25.44	
<b>Total Benefits</b>	<u>1,461.24</u>	<u>2,922.48</u>	<u>21,000.00</u>
Building Insurance			5,000.00
Building Rent	14,647.50	29,295.00	175,770.00
Building Utilities	2,349.28	3,785.57	20,000.00
Business Accelerator Management	6,000.00	12,000.00	72,000.00
Contingency			5,000.00
Common Area Maintenance	3,239.42	6,478.84	44,400.00
Dues and Subscriptions	589.00	1,021.34	3,500.00
Info Technology	1,284.05	2,506.61	30,000.00
Marketing/PR & Web	0.00	32,563.00	150,000.00
Office Cleaning	250.00	500.00	3,000.00
Office Supplies & Postage	811.80	1,745.54	9,000.00
Payroll Taxes & Fees			
FICA / Med	134.40	268.80	
FICA / SS	574.60	1,149.19	
FUTA	74.12	148.24	
Staff-Line Fee	162.20	324.40	
SUTA	139.04	278.08	
Workers Comp	69.52	139.04	
<b>Total Payroll Taxes &amp; Fees</b>	<u>1,153.88</u>	<u>2,307.75</u>	<u>12,000.00</u>
Professional Fees	525.00	1,275.00	6,300.00
Travel, Lodging, Meals			10,000.00
<b>Total Expense</b>	<u>41,646.38</u>	<u>115,056.22</u>	<u>697,426.00</u>
<b>Net Ordinary Income</b>	<u>-32,759.69</u>	<u>-97,028.43</u>	
<b>Other Income/Expense</b>			
Other Income			
Interest Income	0.00	10.23	
<b>Total Other Income</b>	<u>0.00</u>	<u>10.23</u>	
<b>Net Other Income</b>	<u>0.00</u>	<u>10.23</u>	
<b>Net Income</b>	<u><u>-32,759.69</u></u>	<u><u>-97,018.20</u></u>	

# Rockland Economic Development Corporation



Two Blue Hill Plaza  
P.O. Box 1575 • 3<sup>rd</sup> Floor  
Pearl River, NY 10965  
Ph: 845.735.7040  
Fx: 845.735.5736  
www.redc.org

February 1, 2013

**Hon. C. Scott Vanderhoef\***  
Rockland County Executive  
& Chief Economic Officer

#### **OFFICERS**

**Sandra D. Grannum, Esq.**  
Chair

**Jack F. Holt**  
Vice Chair

**James B. Tully**  
Vice Chair/Secretary

**Quinton C. Van Wynen, Jr.**  
Treasurer

**Steven M. Yassky**  
Vice Chair

**Michael J. DiTullo**  
President and CEO

**Directors Emeriti**  
Dr. Karim A. Abood  
Burt Steinberg  
Alan Yassky

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Sr. Kathleen Sullivan, O.P.  
Aimee J. Vargas, Esq. \*  
Dr. Cliff L. Wood

\* Ex-officio

**Mr. James O'Donnell**  
Office of Business Assistance  
Orange County Industrial Development Agency  
40 Matthews Street, Suite 108  
Goshen, NY 10924

Dear Jim:

We are very grateful for support from the Orange County IDA in the past and are looking forward to continuing our partnership with your agency in administering the REDC Procurement Technical Assistance Center (PTAC) program for the business community in Orange County.

As of this date, our total active client base in Orange County is 121 businesses. This is almost 10% percent (9.9%) greater than last year (112 active clients). This number is in spite of the down turned economy in which many businesses failed and in which fewer government awards were made. A year-to-year comparison illustrates the increasing benefits of the REDC PTAC program in Orange County. For example, in 2011, clients in Orange County received awards totaling over \$33 million. We do not yet have the full 2012 awards numbers which continue to be reported throughout January and early February but as of December 31st, Orange County PTAC clients had received more than \$31 million. Considering all of the government spending cut backs, this amount is evidence of the REDC PTAC program's impact on helping small businesses develop the knowledge and skills needed to successfully promote their business to government entitles.

This year, we are expanding our team to include the Pine Bush Area Chamber of Commerce and as a result of this alliance, we will reach many more businesses. We have also hired a counselor that is dedicated to Westchester County which will free up more time for the PTAC Program Manager to focus on Orange County activities and to meet with clients at the Orange County Business Accelerator.


Currently, REDC PTAC has regular office hours at the Orange County Business Accelerator on the first Thursday of the month and on the fourth Wednesday. Some months we add additional days because of the growing awareness of the PTAC program. We continue to utilize GoToMeeting.com to enable convenient additional counseling sessions when needed. This service enables our clients to get help with bids, certifications and general research about marketing to the government without spending travel time and expense. It also gives them more flexibility to access assistance.

REDC PTAC is proud of the results we have produced this year in spite of the unsettled economic conditions. We are excited that more time is available to expand our reach and grow the program in Orange County in 2013. Our budget has not seen an increase in at least four years and we would be grateful for a small increase to help offset the additional cost of expanding the PTAC program in Orange County. Therefore, we are requesting \$28,000 for FY 2013.

With your help, we are confident that 2013 will continue to expand the benefits of this program throughout Orange County and help build up a most needed revenue stream for its businesses.

Thanks you for your past support and we look forward to working with you this year.

Sincerely,

A handwritten signature in black ink, appearing to read "Michael DiTullo", with a stylized flourish at the end.

Michael DiTullo  
President & CEO

C: Liz Kallen, REDC PTAC Program Manager

Attachment: 2012 SCORECARD

**Goals:**

1. Increase the number of government awards received by small businesses
2. Expand the number of small businesses that know about and utilize the FREE PTAC resource by ten percent (10%) to 123 clients from 112 active clients
3. Create a team of organizations that help to spread the word
4. Reach out to various communities
5. Develop relationships with corporations to increase prime contracting opportunities for Orange County businesses.

**RESULTS**

GOAL	RESULT
1. Increase awards	Orange County small business received 447 awards totaling more than \$31,000,000. We did not reach our goal to increase awards yet we are pleased that we sustained almost the same level of success given state and local governments' across the board spending cuts.
2. Expand number of clients	From 112 to 121 – An increase of 9.9 percent
3. Team	The Pine Bush Chamber of Commerce is being added to the Orange County Business Accelerator (OCBA), the OC Chamber of Commerce, the OC EAP program, Women Business Council and the Hudson Valley Economic Development Office.
4. Outreach	<p>PTAC has:</p> <ol style="list-style-type: none"> <li>1) Teamed with The Orange County Chamber of Commerce to conduct workshops for MWBEs to help them get NYS/NYC/DBE certification.</li> <li>2) Conducted five workshops (1-Demystifying the Solicitation, 2- Teaming, 3-Who's buying What You Are Selling? 4-You Have an Appointment with a Government Contractor: Now What? 5-Stay-In-Touch: Why It Reaps Results; How to Create One) for the OC EAP program at the OCBA. These workshops are again scheduled for March 2013.</li> <li>3) Conducted a workshop, "Are you ready for government procurement?" for Orange County Business Accelerator</li> <li>4) Presented How To Sell to the Government" at Sen. Gillibrand's Food and Beverage Industry event in New Windsor</li> <li>5) Hosted two seminars: 1-Doing Business with Orange County (Goshen), 2-Doing Business with New York State/Office of General Services</li> </ol>

	<p>6) Attended numerous outreach events sponsored by various organizations such as Port Authority of NY and NJ event, The Manufacturers Focus Group, Women Business Council meetings, OC Partnership, OCBA and Chambers.</p> <p>7) Provided pre-matchmaker training via GoToMeeting webinar</p>
<p>5. Outreach to corporations</p>	<p>PTAC has a list of major employers in Orange County from the Orange County Partnership. Our focus is to become a trusted resource for them when subcontracting is required.</p>



## Town Of Wallkill IDA

Daniel C. Depew  
Supervisor

RECEIVED  
MAR 21 2013  
OFFICE OF THE  
COUNTY EXECUTIVE

99 Tower Dr. Building A, Middletown, NY 10941 - (845) 800-5746

supervisor@townofwallkill.com

March 11, 2013

James O'Donnell, Chairman  
Orange County Industrial Development Agency  
40 Matthews Street, Suite 108  
Goshen NY, 10924

Re: Application of Fairbanks Mfg LLC

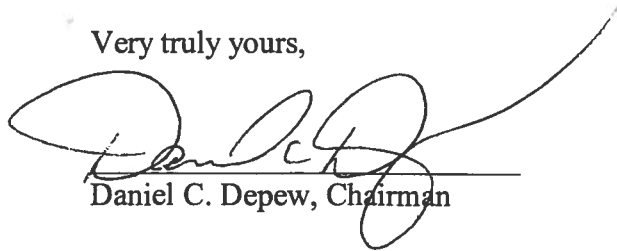
Dear Chairman O'Donnell:

Please be advised that the Town of Wallkill Industrial Development Agency ("TOWIDA") hereby waives any requirement that Fairbanks Mfg LLC must apply to our agency for financial assistance or any type of tax exemptions in relation to its planned facilities expansion within the Town of Wallkill.

TOWIDA supports the plans of Fairbanks Mfg LLC and is of the opinion that the Orange County Industrial Development Agency and the Orange County Funding Corporation are the appropriate agencies to assist the applicant in its endeavors.

If you have any questions, kindly contact the undersigned. Thank you.

Very truly yours,



Daniel C. Depew, Chairman

cc: Fairbanks Mfg LLC  
Ronald M. Kossar, Esq.  
William A. Frank, Esq.

**ORANGE COUNTY  
INDUSTRIAL  
DEVELOPMENT  
AGENCY**

**APPLICATION FOR  
FINANCIAL ASSISTANCE**

FAIRBANKS MFG LLC

(a wholly owned subsidiary of Medora Snacks LLC  
(Applicant Name)

**James O'Donnell  
Executive Director**

Office of Economic Development  
Orange County Government Center  
255 Main Street  
Goshen, NY 10924  
Tel: 845-291-2700  
[www.orangecountygov.com](http://www.orangecountygov.com)  
[business@orangecountygov.com](mailto:business@orangecountygov.com)





# ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

## APPLICATION FOR FINANCIAL ASSISTANCE

### I. APPLICANT INFORMATION

Company Name: Fairbanks Mfg LLC  
Mailing Address: c/o Medora Snacks LLC, 79 Industrial Place Ext, Middletown, NY 10941  
Phone No.: (845) 341-0002  
Fax No.: (845) 326-9577  
Fed Id. No.: 27-5099613  
Contact Person: Ronald S. Kossar, Attorney (845) 343-5111

Principal Owners/Officers/Directors (list owners with 15% or more in equity holdings with percentage ownership):  
The Sole Member of Fairbanks Mfg LLC is Medora Snacks LLC which holds a 100% Membership Interest in Fairbanks Mfg LLC.

Corporate Structure (*attach schematic if applicant is a subsidiary or otherwise affiliated with another entity*)

#### Form of Entity

Corporation

Date of Incorporation: \_\_\_\_\_  
State of Incorporation: \_\_\_\_\_

Partnership

General: \_\_\_\_\_ or Limited: \_\_\_\_\_  
Number of general partners: \_\_\_\_\_  
If applicable, number of limited partners: \_\_\_\_\_  
Date of formation: \_\_\_\_\_  
Jurisdiction of Formation: \_\_\_\_\_

Limited Liability Company/Partnership (number of members 1)

Date of Incorporation: April 25, 2011  
State of Incorporation: New York

Sole Proprietorship

## Application for Financial Assistance

If a foreign organization, is the applicant authorized to do business in the State of New York?

Yes       No

### APPLICANT'S COUNSEL

Name: Ronald S. Kossar Esq.  
Address: 402 East Main Street, PO Box 548, Middletown, NY 10940  
Phone No.: (845) 343-5111  
Fax No.: (845) 343-5222

### II. PROJECT INFORMATION

A) Describe the proposed acquisitions, construction or reconstruction and a description of the costs and expenditures expected.

Purchase of real property consisting of a 51,408 sf building on 5.3 acres located at 79 Industrial Place Ext in Town of Wallkill (Tax Map 36-2-37.11) & 0.49 acres of vacant land in City of Middletown (Tax Map 3-1-5) in Orange County, NY. The projected costs consist of (i) purchase price of \$2,200,000 (ii) completed addition- \$750,000 (iii) proposed new addition- \$800,000 (iv) soft costs- \$50,000 and (v) equipment- \$2,700,000, for total estimated costs of \$6,500,000.

B) Furnish a copy of any environmental application presently in process of completion concerning this project, providing name and address of the agency, and copy all pending or completed documentation and determinations.

A copy of the Short Environmental Assessment Form is attached hereto and made a part hereof as Schedule A.

If any of the above persons, or a group of them, owns more than a 50% interest in the company, list all other organizations which are related to the company by virtue of such persons having more than a 50% interest in such organizations.

Medora Snacks, LLC, Sole Member, owns 100% Membership Interest in Fairbanks Mfg LLC

Is the company related to any other organization by reason of more than 50% common ownership? If so, indicate name of related organization and relationship.

No

Has the company (or any related corporation or person) made a public offering or private placement of its stock within the last year? If so, please provide offering statement used.

No

## Application for Financial Assistance

### Project Data

1. Project site (land)
  - (a) Indicate approximate size (in acres or square feet) of project site.  
Approximately 5.3 acres
  - (b) Are there buildings now on the project site?  
 Yes  No
  - (c) Indicate the present use of the project site.  
Applicant currently leases the building as its manufacturing/distribution facility
  - (d) Indicate relationship to present user of project.  
Same
2. Does the project involve acquisition of an existing building or buildings? If yes, indicate number, size and approximate age of buildings:  
One existing building consisting of 51,408 square feet built in 1974
3. Does the project consist of the construction of a new building or buildings? If yes, indicate number and size of new buildings:  
No
4. Does the project consist of additions and/or renovations to existing buildings? If yes, indicate nature of expansion and/or renovation:  
One (1) new proposed addition comprising 16,860 sf feet to be used for manufacturing
5. What will the building or buildings to be acquired, constructed or expanded be used for by the company? (Include description of products to be manufactured, assembled or processed, and services to be rendered. . .  
Manufacture and distribution of snack foods including "Popcorners" brand chips  
  
... *including* the percentage of building(s) to be used for office space and an estimate of the percentage of the functions to be performed at such office not related to the day-to-day operations of the facilities being financed.)  
None

## Application for Financial Assistance

6. If any space in the project is to be leased to third parties, indicate total square footage of the project amount to be leased to each tenant and proposed use by each tenant.

None

7. List principal items or categories of equipment to be acquired as part of the project.

Puffer machines, packaging machines, compressors, conveyors, bucket elevators and electronic scales.

8. Has construction work on this project begun?

Complete the following

(a) site clearance	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	30.00 % complete
(b) foundation	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	% complete
(c) footings	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	% complete
(d) steel	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	% complete
(e) masonry work	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	% complete
(f) other (describe below)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	% complete

9. Will any of the funds borrowed through the Agency be used for refinancing?

No

10. Is a purchaser for the bonds in place? No

### COST BENEFIT ANALYSIS:

	<u>Costs =</u> <u>Financial Assistance</u>	<u>Benefits =</u> <u>Economic Development</u>	
Estimated Sales Tax Exemption	\$ <u>25,633.00</u>	New Jobs Created	<u>35</u>
Estimated Mortgage Tax Exemption	\$ <u>29,531.00</u>	Existing Jobs Retained	<u>84</u>
Estimated Property Tax Abatement	\$ <u>425,249.00</u>	Private Funds invested	<u>\$ 1,135,000.00</u>
Estimated Interest Savings IRB Issue	\$ <u>378,022.00</u>	Other Benefits	<u>\$ 0.00</u>
		Expected Yearly Payroll	<u>\$ 2,450,000.00</u>
		Expected Gross Receipts	<u>\$ 30,000,000.00</u>

## Application for Financial Assistance

B) Project Address: 79 Industrial Place Extension, Middletown, New York 10941

Tax Map Number 36-2-37.11 and 3-1-5  
(Section/Block/Lot)

Located in City of: Middletown (Tax Map 3-1-5)

Located in Village of: \_\_\_\_\_

Located in Town of: Walkill (Tax Map 36-2-37.11)

School District of: Middletown City School District

C) Are utilities on site?

Water	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Electric	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
Gas	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Sanitary/Storm Sewer	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No

D) Present legal owner of the site: 79 INDUSTRIAL PLACE, LLC  
 If other than from applicant, by what means will the site be acquired for this project?  
Financing

E) Zoning of Project Site: Current: 710-Manuf Proposed: same

F) Are any variances needed? No

G) Principal use of project upon completion: Manufacturing and Distribution

H) Will the project result in the removal of a plant or facility of the applicant from one area of the State of New York to another?  Yes  No

Will the project result in the abandonment of one or more plants or facilities located in the State of New York?  Yes  No

I) Estimate how many construction/permanent jobs will be created or retained as a result of this project and the estimated annual salary range:

	<u>Number of jobs created</u>	<u>Estimated Annual Salary Range</u>	
Construction:	<u>55</u>	\$ <u>39,000</u>	to \$ <u>100,000</u>
Permanent	<u>84</u>	\$ <u>25,000</u>	to \$ <u>250,000</u>
Retained	<u>84</u>	\$ <u>25,000</u>	to \$ <u>250,000</u>

J) Financial Assistance being applied for:

	<u>Estimated Value</u>
<input checked="" type="checkbox"/> Real Property Tax Abatement	\$ <u>425,249.00</u>
<input checked="" type="checkbox"/> Mortgage Tax Exemption	\$ <u>29,531.00</u>
<input checked="" type="checkbox"/> Sales and Use Tax Exemption	\$ <u>25,633.00</u>
<input checked="" type="checkbox"/> Issuance by the Agency of Tax Exempt Bonds	\$ <u>378,022.00</u>

## Application for Financial Assistance

### K) Project Costs (Estimates)

Land	200,000.00
Building	\$2,000,000.00
Equipment	\$2,700,000.00
Soft costs	\$50,000.00
Other	\$1,550,000.00
<b>Total</b>	<b>\$6,500,000.00</b>

### III. REPRESENTATIONS BY THE APPLICANT

The Applicant understands and agrees with the Agency as follows:

- A. Job Listings In accordance with Section 858-b(2) of the New York General Municipal Law, the applicant understands and agrees that, if the proposed project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the proposed project must be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entitle") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JPTA") in which the project is located.
- B. First Consideration for Employment In accordance with Section 858-b(2) of the General Municipal Law, the applicant understands and agrees that, if the proposed project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the applicant must first consider persons eligible to participate in JTPA programs who shall be referred by the JPTA Entities for new employment opportunities created as a result of the proposed project.
- C. A liability and contract liability policy for a minimum of three million dollars will be furnished by the Applicant insuring the Agency.
- D. Annual Sales Tax Fillings In accordance with Section 874(8) of the General Municipal Law, the Applicant understands and agrees that, if the proposed project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the applicant and all consultants or subcontractors retained by the Applicant.
- E. Annual Employment Reports The applicant understands and agrees that, if the proposed project receives any Financial Assistance from the Agency, the applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site.
- F. Absence of Conflicts of Interest The applicant has received from the Agency a list of the members, officers, and employees of the Agency. No member, officers or employee of

## Application for Financial Assistance

the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:

The Applicant and the individual executing this Application on behalf of applicant acknowledge that the Agency and its counsel will rely on the representations made in this Application when acting hereon and hereby represents that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

FAIRBANKS MFG LLC

BY: \_\_\_\_\_

(Applicant Signature)

ALAN MADNICK

(Name of Officer)

MANAGER

(Title)

This Application should be submitted to the Orange County Industrial Development Agency, c/o James O'Donnell, Executive Director, Orange County Government Center, 255 Main Street, Goshen, NY 10924 Tel: (845) 291-2700.

The Agency will collect an administrative fee at the time of closing.  
**SEE ATTACHED FEE SCHEDULE** (page 10)

Bond Counsel  
CHARLES SCHACHTER, ESQ./  
RUSSELL GAENZLE, ESQ.  
Harris Beach PLLC  
99 Garnsey Road  
Pittsford, New York 14534  
Tel: (585) 419-8633  
Fax: (585) 419-8817

Attach copies of preliminary plans or sketches of proposed construction or rehabilitation or both.

Attach the following Financial Information of the Company

1. Financial statements for last two fiscal years (unless included in company's Annual Reports).
2. Company's annual reports (or Form 10-K's) for the two most recent fiscal years.

**Application for Financial Assistance**

- 3. Quarterly reports (Form 10Q's) and current reports (Form 8-K's) since the most recent Annual Report, if any.
- 4. In addition, please attach the financial information described above in items 1, 2 and 3 of any expected Guarantor of the proposed bond issue, if different from the company.

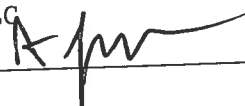
**HOLD HARMLESS AGREEMENT**

Applicant hereby releases the ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY and the members, officers, servants, agents and employees thereof (the "Agency") from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the Application or the Project described therein or the tax exemptions and other assistance requested therein are favorably acted upon by the Agency, (B) the Agency's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final agreement with respect to the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in processing of the Application, including attorneys' fees, if any.

(Applicant Signature)

FAIRBANKS MFG LLC

By: \_\_\_\_\_

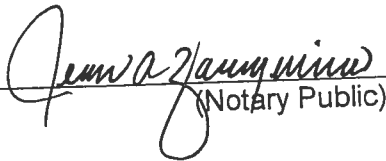


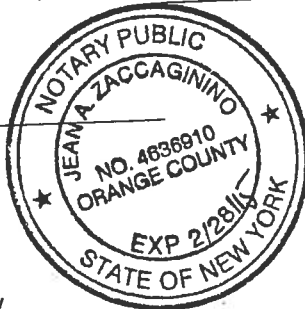
Name: \_\_\_\_\_

Alan Madnick

Title: \_\_\_\_\_

Manager

  
(Notary Public)



Sworn to before me this 14 day

[stamp]

of February, 2013



Application for Financial Assistance

**FEE SCHEDULE FOR THE  
ORANGE COUNTY IDA IS AS FOLLOWS:**

**IDA**

One-percent of the first \$2,000,000 plus one-half percent of amount above that, due at closing.\*

**Application Fee**

**\$5,000 non-refundable, due at application, broken down as follows:**

**IDA Administrative Fee: \$2,500**

**IDA Bond Counsel Fee: \$12,000-15,000 for straight lease transactions; fee for Tax-exempt transactions to be quoted depending on complexity of deal. \$2,500 due at application and balance due at closing for all deals.**

**NOTE:** IDA reserves the right to seek additional IDA and Bond Counsel fees for exceptionally complex transactions.

**Please make all Checks payable to:**

*Orange County Industrial Development Agency*

**Mail to:**

*255 Main Street  
Goshen, New York 10924*

\*In the event that an applicant does not seek or does not qualify for the IDA's enhanced PILOT or the equivalent of the State's 485-b program, the fee will be a straight one-half percent (0.5%) of the IDA financing benefits provided to the project cost.

Labor Policy

Adopted May 18, 2006, it is the Labor Policy of the Orange County Industrial Development Agency to *encourage* all companies availing themselves of IDA benefits to use local workforce and pay prevailing wages on their project where possible.

**PRELIMINARY RESOLUTION**  
*(Fairbanks MFG LLC Project)*

A regular meeting of the Orange County Industrial Development Agency held on April 3, 2013, at 3:00 p.m. (local time) at the Orange County Business Accelerator, 4 Crotty Lane (Stewart Airport), New Windsor, New York 12553.

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to a proposed project for the benefit of Fairbanks MFG LLC.

RESOLUTION (i) ACCEPTING THE APPLICATION OF FAIRBANKS MFG LLC WITH RESPECT TO A CERTAIN PROJECT (AS MORE FULLY DESCRIBED BELOW) TO BE LOCATED ON APPROXIMATELY 5.70-ACRES IN THE TOWN OF WALLKILL, ORANGE COUNTY, NEW YORK, (ii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY WITH RESPECT TO SUCH PROJECT, (iii) MAKING A DETERMINATION WITH RESPECT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT ("SEQR"), AND (iv) AUTHORIZING A PUBLIC HEARING WITH RESPECT TO SUCH PROJECT.

WHEREAS, by Title I of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 390 of the Laws of 1972 of the State of New York, (hereinafter collectively called the "Act"), the **ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY** (hereinafter called the "Agency") was created with the authority and power and for the purpose of, among other things, acquiring, constructing, reconstructing and equipping manufacturing, warehousing, research, commercial, or industrial facilities as authorized by the Act; and

WHEREAS, **FAIRBANKS MFG LLC**, a limited liability company formed and validly existing under the Laws of the State of New York, for itself or on behalf of an entity to be designated by it (the "Company") has submitted an application (the "Application"), a copy of which is on file with the Agency, requesting the Agency's assistance with respect to a certain project (the "Project") consisting of: (i) the acquisition by the Agency of a leasehold or other interest in an approximately 5.7-acre parcel of land located at 79 Industrial Place Ext. in the Town of Wallkill, Orange County, New York (the "Land") and the existing improvements located thereon consisting principally of an approximately 51,408 square-foot building, parking and related improvements (the "Existing Improvements"), (ii) the construction on the Land of an approximately 16,860 square-foot addition to the Existing Improvements to accommodate the Company's expanding food manufacturing and distribution business (the "Improvements"); and (iii) the acquisition and installation in and around the Existing Improvements and the Improvements of certain items of equipment, machinery and other tangible personal property (the "Equipment" and, collectively with the Land, the Existing Improvements and the

Improvements, the "Facility"); all to be used by the Company in its business of manufacturing and distributing snack foods; and

WHEREAS, the Company has submitted to the Agency a Short Environmental Assessment Form ("EAF") with respect to the Project, a copy of which is attached hereto as Exhibit A; and

WHEREAS, pursuant to Article 18-A of the General Municipal Law, the Agency desires to adopt a resolution describing the Project and the financial assistance that the Agency is contemplating with respect to the Project; and

WHEREAS, it is contemplated that the Agency will hold a public hearing and (i) negotiate an agent agreement (the "Agent Agreement"), pursuant to which the Agency will appoint the Company as its agent for the purpose of acquiring, constructing and equipping the Facility, (ii) negotiate and enter into a lease agreement (the "Lease Agreement"), a leaseback agreement (the "Leaseback Agreement") and a payment-in-lieu-of-tax agreement (the "PILOT Agreement"), (iii) take title to, or a leasehold interest in, the Land, the Existing Improvements, the Improvements, the Equipment and personal property constituting the Facility (once the Lease Agreement, Leaseback Agreement and PILOT Agreement have been negotiated), and (iv) provide financial assistance to the Company in the form of (a) a sales and use tax exemption for purchases and rentals related to the acquisition, construction and equipping of the Facility, (b) a partial real property tax abatement structured within the PILOT Agreement, and (c) a mortgage recording tax exemption for financing or re-financing related to the Project (collectively the "Financial Assistance").

NOW, THEREFORE, BE IT RESOLVED by the Orange County Industrial Development Agency as follows:

Section 1. The Company has presented an Application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the Company's Application, 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; and

(B) The Agency has the authority to take the actions contemplated herein under the Act; and

(C) The action to be taken by the Agency will induce the Company to develop the Project, thereby increasing employment opportunities in Orange County, New York, and otherwise furthering the purposes of the Agency as set forth in the Act; and

(D) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the

abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Company's application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries; and

(E) The Project involves an "Unlisted Action" as said term is defined under SEQR. The review is "Uncoordinated", as defined under SEQR. Based upon the review by the Agency of the EAF and related documents delivered by the Company to the Agency and other representations made by the Company to the Agency in connection with the Project, the Agency hereby finds that (i) the Project will result in no major impacts and, therefore, is one which may not cause significant damage to the environment; (ii) the Project will not have a "significant effect on the environment" as such quoted terms are defined in SEQR; and (iii) no "environmental impact statement" as such quoted term is defined in SEQR, need be prepared for this action. This determination constitutes a negative declaration for purposes of SEQR. The Agency's findings are incorporated in Part II of the EAF.

Section 2. The Chairman, Vice Chairman and/or the Executive Director of the Agency are hereby authorized, on behalf of the Agency, to hold a public hearing in compliance with the Act and negotiate the terms of (A) an Agent Agreement, pursuant to which the Agency appoints the Company as its agent to undertake the Project, (B) a Lease Agreement, pursuant to which the Company leases the Facility to the Agency, (C) a related Leaseback Agreement, pursuant to which the Agency conveys its interest in the Facility back to the Company, (D) a PILOT Agreement and (E) related documents; *provided*, the provisions of the Agent Agreement and the rental payments under the Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project.

Section 3. The Agency is hereby authorized to conduct a public hearing in compliance with the Act.

Section 4. 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 and to execute and deliver all such 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 resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 5. These Resolutions shall take effect immediately.

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

	<u><i>Yea</i></u>	<u><i>Nay</i></u>	<u><i>Absent</i></u>	<u><i>Abstain</i></u>
Robert Armistead				
Mary Ellen Rogulski				
Stephen Brescia				
John Steinberg, Jr.				
Henry VanLeeuwen				
Robert Schreibeis, Sr.				
Russell O. Vernon				

The Resolution was thereupon declared duly adopted.

STATE OF NEW YORK )  
COUNTY OF ORANGE ) ss:

I, the undersigned Secretary of the Orange County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the foregoing extract of the minutes of the meeting of the Orange County Industrial Development Agency (the "Agency") including the resolution contained therein, held on the 3<sup>rd</sup> day of April, 2013, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with Article 7.

I FURTHER CERTIFY that 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 modified.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said Agency this 3<sup>rd</sup> day of April, 2013.

---

Stephen Brescia, Secretary

[SEAL]

EXHIBIT A

Short Form EAF

(See Attached)



RESOLUTION APPROVING THE FURTHER EXTENSION OF THE PROJECT EXPENDITURE DEADLINE FOR THE PORT JERVIS WHITEWATER PARK PROJECT TO JULY 31, 2013 AND AUTHORIZING THE AMENDMENT OF THE IDA'S STANDARD AGREEMENT.

MOTION BY: Mr. Vernon

SECONDED BY: Mr. Steinberg

Whereas, by Resolution dated July 18, 2012, this IDA authorized a project expenditure to the City of Port Jervis for its proposed Whitewater Park Project in the amount of \$55,000; and

Whereas, said Resolution conditioned such project expenditure on the execution of the IDA's standard agreement which required the funds to be disbursed by December 31, 2012 with any remaining unused funds to be forfeited.

Whereas, the IDA, upon request from the Mayor of Port Jervis, extended the deadline through March 31, 2013.

Whereas, this IDA is willing to further extend the deadline for the use of the allocated funds until July 31, 2013 upon the same conditions as set forth in its original authorization.

Now, Therefore, Be It Resolved that the deadline for the use of the \$55,000 project expenditure to the City of Port Jervis for the Whitewater Park Project is hereby extended to July 31, 2013 upon the same conditions as stated in the July 18, 2012 authorizing resolution and the subsequent extension resolution dated December 5, 2012.

Further Resolved, that the IDA's standard agreement with the City of Port Jervis shall be amended and the Executive Director is hereby authorized to execute said amendment on behalf of the IDA.

Vote:

Mr. Schreibeis

Mr. Vernon

Ms. Rogulski

Mr. Steinberg

Mr. VanLeeuwen

Chairman Armistead

Mr. Brescia

DATED: April 3, 2013

AYES; NAYS

Resolution:

IDA Governance Committee  
Report on Procurement Policy  
2-20-13

The IDA Governance Committee met on 2-20-13 to review the IDA Procurement Policy, Exhibit J to the By-Laws, as required by the PAAA, IDA By-Laws and the annual resolution dated January 16, 2013. Present were Governance Committee Chairman Stephen Brescia, Member Robert Schreibeis, Member Russell Vernon, IDA Chairman Robert Armistead, IDA Executive Director James O'Donnell and IDA attorney Kevin Dowd.

Kevin Dowd reported that there had been some recent State legislative changes to the competitive bidding requirements that are not reflected in the IDA's procurement policies, including increases in the baseline dollar amounts that trigger competitive bidding. The Committee asked Dowd to prepare the necessary changes to the policy for their March meeting.

The Committee also discussed the ABO's recommended practices for the use of discretionary IDA funds by officers and employees such as reimbursement for travel expenses. The Committee felt that the IDA's current policy on travel reimbursement is sufficient but will look at other recommendations of the ABO following the annual conference of IDAs later in the year.

Submitted by: Kevin Dowd, IDA Attorney

## Rendleman, Laurie

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**From:** Dmytrenko, Orysia  
**Sent:** Wednesday, March 06, 2013 10:33 AM  
**To:** Diana, Edward; O'Donnell, James; Mayfield, Richard; Jensen, Kristin; Scrittore, Donna; Tanner, Melanie; Hamel, Doreen; Hentschel, Sheri; Rendleman, Laurie; Gillis, Conor  
**Cc:** Knob, Steve  
**Subject:** THR IDA seeking new manufacturing program options

### By James Walsh

Times Herald-Record

Published: 2:00 AM - 03/06/13

<http://www.recordonline.com/apps/pbcs.dll/article?AID=/20130306/NEWS/303060333&cid=sitesearch>

## IDA seeking new manufacturing program options

### *SUNY Orange studies loom*

Wearied after a year of waiting for SUNY Orange to develop an advanced manufacturing program, the Orange County Industrial Development Agency may take its business elsewhere.

IDA Executive Director James O'Donnell said the agency is now looking to launch a program with Vince Cozzolino, founder of Ulster County's Solar Energy Consortium. He suggested it could be run at the Newburgh Armory, where renovations have received IDA funding, in collaboration with SUNY Ulster, Mount Saint Mary College, SUNY Orange or all three schools.

"We're not looking to shut anybody out," O'Donnell said. "We're just looking to move forward. We think it's a great opportunity to create jobs here."

### IDA's vision

The IDA envisioned a program that would propel graduates — both college-age students and displaced workers — into high-paying machinist jobs employing the latest computer-driven technology. How soon that could happen remains in question.

"We're still in the very early stages of putting this together. Everything is very much up in the air right now," said Carl Meyer, president and CEO of the Solar Energy Consortium.

### SUNY Orange's studies

SUNY Orange, meanwhile, has found a more pressing demand for employees equipped with basic academic and social skills needed to thrive in a manufacturing environment. It outweighs the need for those trained in highly technical manufacturing, said Donald Green, business solutions coordinator at SUNY Orange.

The college will present the findings of its studies, including forums with business executives, at the IDA's April 17 meeting.

"I think they'll be very happy that we've taken a careful approach to this," Green said. "This is not a seat-of-the-pants kind of study. You need to know the specific jobs involved and the skills needed to do those jobs "» The question isn't if we need these people. It's how many we need. Do we need three or 300?"

One local company, President Container, has had difficulty finding employees capable of reading a tape measure, a key skill when cutting cardboard to exacting standards.

SUNY Orange and Orange Works, the county's employment service, are working to develop a program to meet basic employability needs of President Container and other companies, said Stephen Knob, director of the county's Employment and Training Administration.

## Survey of manufacturers

The Council of Industry in Newburgh plans to complete a survey of manufacturers' needs on March 15. Directors of the council plan to meet this month with the region's community college presidents to discuss coordinating the use of a federal Trade Adjustment Assistance grant for job-training programs. Each of the colleges will offer at least one of the National Skill Standards courses, said Harold King, executive vice president of the council.

"Most important to the council is their (SUNY Orange's) desire to be part of a regional approach to filling the needs of mid-Hudson manufacturers," King said.

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