

**Frank S. Venezia**  
*Chair*  
**Victoria Storrs**  
*Vice Chair*  
**Tim McCann**  
*Secretary*  
**Richard Kotlow**  
*Assistant Secretary*  
**Tim Maniccia**  
*Member*  
**David Kidera**  
*Member*  
**Catherine M. Hedgeman, Esq.**  
*Member*

**TOWN OF BETHLEHEM**  
*Albany County - New York*  
**INDUSTRIAL DEVELOPMENT AGENCY**

445 DELAWARE AVENUE  
 DELMAR, NEW YORK 12054  
 Telephone: (518) 439-4955  
 Email: [info@bethlehemida.com](mailto:info@bethlehemida.com)  
[www.bethlehemida.com](http://www.bethlehemida.com)

**Regular Meeting Minutes**  
**Friday, December 18, 2020**  
**8:00 AM**  
**Town Hall Auditorium**

**Thomas P. Connolly**  
*Executive Director,*  
*Assistant Secretary and*  
*Agency Counsel*  
 518-573-2200  
**Allen F. Maikels**  
*Treasurer, Chief Financial Officer*  
*and Contracting Officer*  
 518-487-4679  
**Vacant**  
*Economic Development*  
*Coordinator*  
 Ext. 1189  
**Robin Nagengast**  
*Assistant to the Executive Director*  
*and Clerk*  
 Ext. 1164

**I. Notice**

- **DUE TO THE NOVEL CORONAVIRUS (COVID-19), THE BOARD WILL NOT BE MEETING IN-PERSON. THE MEETINGS TO BE HELD ELECTRONICALLY DUE TO THE NOVEL CORONAVIRUS (COVID-19) THE BOARD WILL NOT BE MEETING IN-PERSON. AN EXECUTIVE ORDER (202.1) ISSUED BY GOVERNOR CUOMO ON 3/12/2020 SUSPENDED THE OPEN MEETINGS LAW. MEMBERS OF THE PUBLIC MAY LISTEN TO AND VIEW THE MEETINGS LIVE BY VISITING WWW.TOWNOFBETHLEHEM.ORG, CLICK THE MEETINGS BUTTON FOUND ON LEFT SIDE OF WEBPAGE AND SELECT THE APPROPRIATE BOARD FROM THE DROPDOWN. AGENDAS, MINUTES, AND VIDEOS ARE AVAILABLE AT THIS SAME LINK. PLEASE CHECK THE TOWN WEBSITE FOR UPDATES.**

**I. Call to Order/Roll Call/Quorum Determination**

A Regular Meeting of the Bethlehem Industrial Development Agency of the Town of Bethlehem was held on the above date at the Town Hall Auditorium, 445 Delaware Avenue, Delmar, NY. The Meeting was called to order at 8:00 AM with the presence of a quorum noted.

<b>Attendee Name</b>	<b>Title</b>	<b>Status</b>	<b>Arrived</b>
Frank S. Venezia	Board Member/Chairman	Present	
Victoria Storrs	Board Member/Vice Chair	Present	
Tim McCann	Board Member/Secretary	Absent	
Richard Kotlow	Board Member/Assistant Secretary	Present	
Tim Maniccia	Board Member	Present	
David Kidera	Board Member	Present	
Catherine Hedgeman	Board Member	Absent	
Thomas P. Connolly	Executive Director/Agency Counsel	Present	
Joe Scott	Bond Counsel	Present	
Allen F. Maikels	CFO and Contracting Officer	Present	
Robin Nagengast	Assistant to the Executive Director	Present	
Robert Leslie	Director of Planning	Present	
David VanLuven	Town Supervisor	Present	

### III. Minutes Approval

#### 1. Friday, November 20, 2020

<b>RESULT:</b>	<b>ACCEPTED [UNANIMOUS]</b>
<b>MOVER:</b>	David Kidera, Board Member
<b>SECONDER:</b>	Tim Maniccia, Board Member
<b>AYES:</b>	Venezia, Storrs, Kotlow, Maniccia, Kidera
<b>ABSENT:</b>	Tim McCann, Catherine Hedgeman

### IV. Committees

No committees to report on.

### V. Communications

None.

### VI. Old Business

- **PLANNING BOARD UPDATE (LESLIE)**

Nothing new to report.

- **REPORT OF ED COORDINATOR (LESLIE)**

The Microenterprise Grant Program status was presented to 12/9 Town Board. Due to delays resulting from the pandemic, an extension of the program deadline for deliverables was requested and received until June 2021. No new grant program is being offered by the state at this time.

A land use moratorium affecting large scale residential developments and site plans was approved for 12 months while the town's Comprehensive Plan is being updated. Comp Plan Update meetings and updates are available on Bethlehem Forward.com.

### VII. New Business

- **FINANCIAL STATEMENTS 11/30/20 (MAIKELS)**

Mr. Maikels presented the November financials, reporting the Agency is ahead of the 2020 budget by about \$10,000.

- **BIDA COVID-19 GRANT PROGRAM COMMITTEE RECOMMENDATIONS OF GRANTS (KOTLOW)**

Mr. Kotlow reported the committee reviewed and recommended 2 new complete applications submitted to the COVID-19 Small Business State Disaster Emergency Grant for \$500 each. No one attended from the public to comment or submitted written comment.

- **F. RESOLUTION APPROVING COVID-19 SMALL BUSINESS GRANTS**

Upon Motion made by Mr. Kotlow and seconded by Mr. Maniccia, the following resolution was unanimously adopted

WHEREAS, Town of Bethlehem Industrial Development Agency (the Agency) is a public benefit corporation authorized and empowered by the provisions of Chapter 1030 of Laws of 1969 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 582 of the 1973 Laws of New York, as amended constituting Section 909-b of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the Act) to encourage economic growth in the Town of Bethlehem; and

WHEREAS, the Agency intends to implement New York State Chapter 109 of the Laws of 2020 amending section 858 of the General Municipal Law (State Legislation) which allows the Agency to provide grants to small businesses or not-for-profits for the purpose of purchasing personal protective equipment (PPE) and other fixtures (Fixtures) necessary to prevent the spread of COVID-19;

WHEREAS, the Agency has received applications from Barefoot Space LLC and Bethlehem Grange for grants by the Agency of \$500.00 for each applicant; and

WHEREAS, the applicants:

- a. are physically located in the Town of Bethlehem,
- b. were in operation as of 3/7/2020,
- c. have not more than 50 full-time employees (FTEs) as of 3/7/2020 and as of the
- d. date of the application,
- e. conduct business within the Town,
- f. have been negatively affected by the State disaster emergency,
- g. had been financially viable as of 3/7/2020 and as of the date of the application,
- h. have provided proof satisfactory to the Agency of the purchase of PPE and/or installation of PPE and fixtures,
- i. have provided financial statements or internally prepared financial statements for the most recent fiscal year,
- j. have provided a list of loans and grants the applicant has received or applied for with a similar purpose,

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

Section 1. The Agency approves grants to the above named applicants for the amounts specified above conditioned upon the applicants executing a Grant Agreement with the Agency; and

Section 2. The Agency hereby authorizes the Chairman or the Executive Director to execute the Grant Agreement and to take all steps necessary to implement this Resolution; and

Section 3. This Resolution shall take effect immediately.

**RESULT:** **APPROVED [UNANIMOUS]**  
**MOVER:** Richard Kotlow, Board Member/Assistant Secretary  
**SECONDER:** Tim Maniccia, Board Member  
**AYES:** Venezia, Storrs, Kotlow, Maniccia, Kidera  
**ABSENT:** Tim McCann, Catherine Hedgeman

- **MONOLITH RESOLUTION SUSPEND COLLECTION (SCOTT/CONNOLLY)**

Upon Motion made by Mr. Kidera and seconded by Ms. Storrs, the following resolution was unanimously adopted

WHEREAS, Whereas the Town of Bethlehem Industrial Development Agency (Agency) by resolution adopted on February 27, 2015 authorized financial assistance to SAE Sun and Earth Energy Incorporated (Company) pursuant to certain project documents; and

WHEREAS, the Company engaged in events of default and recapture events set forth in the project documents; and

WHEREAS, because of the defaults and recapture events, the Agency terminated the project documents, and sought (i) reimbursement of \$9,473.55 in legal expenses, (ii) recapture of mortgage recording tax exemption of \$30,400 and sales tax exemption of \$23,822 and (iii) payment of an administrative fee of \$2,551.50; and

WHEREAS, the Agency sent multiple invoices to the company for the above amounts, but the Company did not pay the invoices; and

WHEREAS, the Agency filed New York State Department of Taxation and Finance form ST-62 on which the Agency reported its efforts to recapture the mortgage recording tax exemption and the sales tax exemption and the Company's failure to remit funds; and

WHEREAS, the Agency notified Daniel Scouler, Receiver for the Company, of the unpaid recapture of the mortgage recording tax exemption and sales tax exemption; and

WHEREAS, the Receiver's counsel served a receivership order signed by David N. Hurd , U.S. District Court Judge, which stayed the Agency from enforcing any claim upon the property owned by or in possession of the Receiver and from doing any act to interfere with the Receiver in the discharge of his duties.

NOW THEREFORE, BE IT RESOLVED, that the Agency shall suspend its efforts to collect the debts of the Company until such time as the Agency, by resolution, shall decide to pursue collection; the suspension of collection efforts does not affect the obligation of the Company to pay the debts.

**RESULT:** **APPROVED [UNANIMOUS]**  
**MOVER:** David Kidera, Board Member  
**SECONDER:** Victoria Storrs, Board Member/Vice Chair  
**AYES:** Venezia, Storrs, Kotlow, Maniccia, Kidera  
**ABSENT:** Tim McCann, Catherine Hedgeman

- **APPLICATION CANNON DEVELOPMENT LLC (CONNOLLY)**

Cannon Development previously submitted an application for sales tax, mortgage recording tax, and property tax abatement. A public hearing and a special meeting were held in early 2020. The project was simultaneously before the Planning Board, which subsequently issued a negative declaration in regards to SEQR, opening the

way for consideration for assistance. Project updates to reduce costs by \$100,000 don't necessitate another public hearing. Debra Lambek and Bridget Hubal report the expansion, with plans to increase indoor storage space, is needed to be competitive and efficient, and provide services they can't offer now. The company considered sites in Newburgh, Montgomery, and Springfield MA. An enhanced pilot would provide the debt coverage ratio requested by financial institutions. About 40% of the commercial warehouse space will be leased to third parties.

- **G. SEQR RESOLUTION (SCOTT)**

Upon Motion made by Mr. Kidera and seconded by Ms. Storrs, the following resolution was unanimously adopted

WHEREAS, Town of Bethlehem 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 582 of the 1973 Laws of New York, as amended, constituting Section 909-b 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 industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more "projects" (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in January, 2020, Cannon Development, LLC, a State of Vermont limited liability company (the "Company"), has presented an application (the "Application") to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the "Project") for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in an approximately 26.83 acre parcel of land located on River Road in the Town of Bethlehem, Albany County, New York (tax map number 134-3-2) (the "Land"), (2) the construction on the Land of an approximately 28,000 square foot building and warehouse facility with related parking (the "Facility") and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the "Equipment") (the Land, the Facility, and the Equipment being collectively hereinafter referred to as the "Project Facility"), all of the foregoing to constitute an industrial facility to be owned and operated by the Company as a crane and storage facility and any other directly and indirectly related activities; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the "Financial Assistance"); and (C) the lease

(with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on January 24, 2020 (the "Public Hearing Resolution"), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Executive Director of the Agency (A) caused notice of a public hearing of the Agency (the "Public Hearing") pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on February 12, 2020 to the chief executive officers of the county and of each city, town, village and school district in which the Project is or is to be located; (B) caused notice of the Public Hearing to be posted on February 13, 2020 on a bulletin board located at Town Hall in the Town of Bethlehem, Albany County, New York and on the Agency's website; (C) caused notice of the Public Hearing to be published on February 15, 2020 in the Albany Times Union and on February 19, 2020 in the Delmar/Guilderland Spotlight, a newspaper of general circulation available to the residents of the Town of Bethlehem, Albany County, New York; (D) conducted the Public Hearing on February 26, 2020 at 5:00 o'clock p.m., local time in the Auditorium of the Town of Bethlehem Town Hall located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York; and (E) prepared a report of the Public Hearing (the "Hearing Report") fairly summarizing the views presented at such Public Hearing and caused copies of said Hearing Report to be made available to the members of the Agency; 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 (the "Regulations") adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, "SEQRA"), the Agency has been informed that (A) the Town of Bethlehem Planning Board (the "Planning Board") was designated to act as the "lead agency" with respect to the Project and (B) on November 17, 2020 the Planning Board determined that that the Project is a "unlisted action" which will not have a "significant effect on the environment" and, therefore, that an "environmental impact statement" is not required to be prepared with respect to the Project and issued a negative declaration with respect thereto (the "Negative Declaration"); and

WHEREAS, at the time that the Planning Board determined itself to be the "lead agency" with respect to the Project, it was not known that the Agency was an "involved agency" with respect to the Project, and, now that the Agency has become an "involved agency" with respect to the Project, the Agency desires to concur in the designation of the Planning Board as "lead agency" with respect to the Project, to acknowledge receipt of a copy of the Negative Declaration and to indicate that the Agency has no information to suggest that the Planning Board was incorrect in determining that the Project will not have a "significant effect on the environment" pursuant to SEQRA;

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

Section 1. (A) The Agency has received copies of, and has reviewed, the Application, an environmental assessment form prepared by the Company and the Negative Declaration (collectively, the "Reviewed Documents") and, based upon said Reviewed

Documents and the representations made by the Company to the Agency at this meeting, the Agency hereby ratifies and concurs in the designation of the Planning Board as “lead agency” with respect to the Project (as such quoted term is defined in SEQRA).

(B) The Agency hereby determines that the Agency has no information to suggest that the Planning Board was incorrect in determining that the Project will not have a “significant effect on the environment” pursuant to SEQRA (as such quoted phrase is used in SEQRA).

Section 2. This Resolution shall take effect immediately.

**RESULT:** APPROVED [UNANIMOUS]  
**MOVER:** Victoria Storrs, Board Member/Vice Chair  
**SECONDER:** Richard Kotlow, Board Member/Assistant Secretary  
**AYES:** Venezia, Storrs, Kotlow, Maniccia, Kidera  
**ABSENT:** Tim McCann, Catherine Hedgeman

• **H. ENHANCED TAX ABATEMENT/RESOLUTION (CONNOLLY)**

Upon Motion by Mr. Kotlow, seconded by Ms. Storrs, the following resolution was unanimously adopted

WHEREAS, Cannon Development LLC. (“Company”) has applied to the Agency for an Enhanced Abatement; and

WHEREAS, the Agency: (i) reviewed the application for an enhanced abatement and an application for financial assistance at meetings on January 24, 2020, February 26, 2020 and December 18, 2020, (ii) held a public hearing on February 26, 2020 at which representatives of the Town and the Company made statements, (iii) held a meetings on February 26, 2020 and December 18, 2020 at which a cost benefit analysis of the project was reviewed and the merits of the applications were discussed; and

NOW THEREFORE BE IT RESOLVED, that the Agency approves the Company’s application for an Enhanced Abatement because the project:

- (i) will have net new capital investment;
- (ii) will develop underutilized real estate;
- (iii) will be consistent with the Town’s comprehensive plan;
- (iv) will provide greater market penetration with the potential to have a catalytic effect on the construction industry in the Hudson Valley;
- (v) will be consistent with important regional construction industries; and
- (vi) will promote economic diversification in the Town of Bethlehem and Albany County.

**RESULT:** APPROVED [UNANIMOUS]  
**MOVER:** Richard Kotlow, Board Member/Assistant Secretary  
**SECONDER:** Victoria Storrs, Board Member/Vice Chair  
**AYES:** Venezia, Storrs, Kotlow, Maniccia, Kidera  
**ABSENT:** Tim McCann, Catherine Hedgeman

• **I. APPROVING RESOLUTION (SCOTT)**

Upon motion by Ms. Storrs, seconded by Mr. Kidera, the following resolution was unanimously adopted

WHEREAS, Town of Bethlehem 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 582 of the 1973 Laws of New York, as amended, constituting Section 909-b 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 industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct and install one or more projects (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in January, 2020, Cannon Development, LLC, a State of Vermont limited liability company (the Company) has presented an application (the Application) to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the Project) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in an approximately 26.83 acre parcel of land located on River Road in the Town of Bethlehem, Albany County, New York (tax map number 134-3-2) (the Land), (2) the construction on the Land of an approximately 28,000 square foot building and warehouse facility with related parking (the Facility) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the Equipment) (the Land, the Facility, and the Equipment being collectively hereinafter referred to as the Project Facility), all of the foregoing to constitute an industrial facility to be owned and operated by the Company as a crane and storage facility and any other directly and indirectly related activities; (B) the granting of certain financial assistance (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the Financial Assistance); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on January 24, 2020 (the Public Hearing Resolution), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Executive Director of the Agency (A) caused notice of a public hearing of the Agency (the Public Hearing) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on February 12, 2020 to the chief executive officers of the county and of each city, town, village and school district in which the Project is or is to be located; (B)



caused notice of the Public Hearing to be posted on February 13, 2020 on a bulletin board located at the Town Hall in the Town of Bethlehem, Albany County, New York and on the Agency's website; (C) caused notice of the Public Hearing to be published on February 15, 2020 in the Albany Times Union and on February 19, 2020 in the Delmar/Guilderland Spotlight, a newspaper of general circulation available to the residents of the Town of Bethlehem, Albany County, New York; (D) conducted the Public Hearing on February 26, 2020 at 5:00 o'clock p.m., local time in the Auditorium of the Town of Bethlehem Town Hall located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York; and (E) prepared a report of the Public Hearing (the Hearing Report) fairly summarizing the views presented at such Public Hearing and caused copies of said Hearing Report to be made available to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the SEQRA Act) and the regulations (the Regulations) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQRA Act, SEQRA), by resolution adopted by the members of the Agency on December 18, 2020 (the SEQRA Resolution), the Agency (A) concurred in the determination that the Town of Bethlehem Planning Board (the Planning Board) is the lead agency with respect to SEQRA and (B) acknowledged receipt of a negative declaration from the Planning Board issued on November 17, 2020 (the Negative Declaration), in which the Planning Board determined that the Project would not have a significant adverse environmental impact on the environment, and therefore, that an environmental statement need not be prepared with respect to the Project; and

WHEREAS, the Agency has given due consideration to the Application, and to representations by the Company that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Company to undertake the Project in the Town of Bethlehem, Albany County, New York and (B) the completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York; and

WHEREAS, the Agency desires to encourage the Company to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of the Town of Bethlehem, Albany County, New York by undertaking the Project in the Town of Bethlehem, Albany County, New York; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the Agency Documents): (A) a certain lease to agency (the Lease to Agency or the Underlying Lease) by and between the Company, as landlord, and the Agency, as tenant, pursuant to which the Company will lease to the Agency all or a portion of the Land and all improvements now or hereafter located on said portion of the Land (collectively, the Leased Premises); (B) a certain license agreement (the License to Agency or the License Agreement) by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company will grant to the Agency (1) a license to enter upon the Land (the Licensed Premises) for the purpose of undertaking and completing the Project and (2) in the event of an occurrence of an Event of Default by the Company, an additional license to enter upon the Licensed Premises for the purpose of pursuing its remedies under the Lease Agreement (as hereinafter defined); (C) a certain

lease agreement (and a memorandum thereof) (the Lease Agreement) by and between the Agency and the Company, pursuant to which, among other things, the Company agrees to undertake the Project as agent of the Agency and the Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (D) a certain payment in lieu of tax agreement (the Payment in Lieu of Tax Agreement) by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; (E) a certain uniform agency project agreement (the Uniform Agency Project Agreement) by and between the Agency and the Company regarding the granting of the financial assistance and the potential recapture of such assistance; (F) a certain recapture agreement (the Section 875 GML Recapture Agreement) by and between the Company and the Agency, required by the Act, regarding the recovery or recapture of certain sales and use taxes; (G) a certain sales tax exemption letter (the Sales Tax Exemption Letter) to ensure the granting of the sales tax exemption which forms a part of the Financial Assistance; (H) a New York State Department of Taxation and Finance form entitled IDA Appointment of Project Operator or Agency for Sales Tax Purposes (the form required to be filed pursuant to Section 874(9) of the Act) (the Thirty-Day Sales Tax Report) and any additional report to the Commissioner of the State Department of Taxation and Finance concerning the amount of sales tax exemption benefit for the Project (the Additional Thirty-Day Project Report); (I) if the Company intends to finance the Project with borrowed money, one or more mortgages and any other security documents and related documents (collectively, the Mortgage) from the Agency and the Company to the Company's lender with respect to the Project (the Lender), which Mortgage will grant liens on and security interests in the Project Facility to secure one or more loans from the Lender to the Company with respect to the Project (the Loan); and (J) various certificates relating to the Project (the Closing Documents);

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

Section 1. All action taken by the Executive Director, Agency Counsel and Agency Special Counsel of the Agency with respect to the Public Hearing with respect to the Project is hereby ratified and confirmed.

Section 2. The law firm of Hodgson Russ LLP is hereby appointed Special Counsel to the Agency with respect to all matters in connection with the Project. Special Counsel for the Agency is hereby authorized, at the expense of the Company, to work with the Company, counsel to the Company, counsel to the Agency and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution. Special Counsel has prepared and submitted an initial draft of the Agency Documents to staff of the Agency.

Section 3. 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;

(B) The Project constitutes a project, as such term is defined in the Act;

(C) The Project site is located entirely within the boundaries of Town of Bethlehem, New York;

(D) It is estimated at the present time that the costs of the planning, development, acquisition, construction and installation of the Project Facility (collectively, the Project Costs) will be approximately \$3,912,051.00;

(E) The completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York;

(F) The Project Facility does not constitute a project where facilities or property that are primarily used in making retail sales of goods or services to customers who personally visit such facilities constitute more than one-third of the total cost of the Project, and accordingly the Project is not prohibited by the provisions of Section 862(2)(a) of the Act;

(G) The Project should receive financial assistance in the form of (I) an exemption from sales tax, mortgage recording tax and real property tax based on the following factors contained in Section 1703 of the Agency's Uniform Tax Exemption Policy (UTEP):

(1) the nature of the Project Facility is industrial (Factor #1);

(2) the nature of the real property before the Project is undertaken is vacant land (Factor #2);

(3) the general economic condition of the area where the Project Facility will be located contains industrial and manufacturing sites (Factor #3)

(4) the Project will create approximately 5 permanent private sector jobs that would not otherwise exist in the Town if the Company determined not to move into the Town of Bethlehem (Factor #4);

(5) the estimated net value all tax exemptions to be provided over an eleven (11) year period discounted by 2% and less the Agency administrative fee is approximately \$535,000 (Factor #5);

(6) the impact of the Project on affected tax jurisdictions is beneficial in that the total state and regional benefits are approximately \$7,550,000 over an eleven (11) year period discounted at 2% (Factor #6);

(7) the impact of the Project will be beneficial to existing and proposed businesses and for future economic development in the Town of Bethlehem as the Project is a new business that is moving into the Town of Bethlehem (Factor #7);

(8) the amount of private sector investment is approximately \$3,912,051.00 (Factor #8);

(9) it is likely that the Project Facility will be completed on time (Factor #9);

(10) the Project Facility will not adversely affect the environment and the Town Planning Board has issued a Negative Declaration with respect to the Project (Factor #10);

(11) the Project will provide additional sources of revenue to the municipalities and school district in which the Project Facility is located (Factor #11);

(12) the Project Facility will provide an economic benefit not otherwise available in the Town of Bethlehem (e.g., increased industrial and commercial activities, a new business moving into the Town) (Factor #12);

(13)the affected tax jurisdictions will be reimbursed if the Project is not completed (i.e., the Agency will enter into a Uniform Agency Project Agreement providing for claw-backs (see Exhibit A attached)) (Factor #13);

(14)at the public hearing all persons who spoke supported the Project Facility (Factor #14);

(15)the Project Facility will have a minimal impact on additional services, such as education, transportation, emergency medical or fire services (Factor #15);

(16)the Financial Assistance is a significant component in the Company's determination to undertake the Project and locate the Project Facility in the Town of Bethlehem (Factor #16), and

(17)the Project will utilize, to the fullest extent practicable and feasible, resource conservation, energy efficiency, green technologies, and alternative and renewable energy measures (Factor #17); and

an Enhanced Abatement under UTEP Section 1707(c)(1)(b) pursuant to a separate resolution adopted on this date;

(H) The provisions regarding potential claw-backs of the Financial Assistance are described in Exhibit A attached to this Resolution;

(I) The obligations of the Company to the Agency under the Agency Documents will be guaranteed by Scheib Corporation (d/b/a Burt Crane & Rigging) (the Parent Guarantor), pursuant to a guaranty to Agency from the Parent Guarantor to the Agency;

(J) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of the Town of Bethlehem, Albany County, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;

(K) The Agency has reviewed the Hearing Report and has fully considered all comments contained therein; and

(L) It is desirable and in the public interest for the Agency to enter into the Agency Documents.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (A) accept the License Agreement; (B) lease the Project Facility to the Company pursuant to the Lease Agreement; (C) acquire, construct and install the Project Facility, or cause the Project Facility to be acquired, constructed and installed; (D) enter into the Payment in Lieu of Tax Agreement; (E) enter into the Uniform Agency Project Agreement; (F) enter into the Section 875 GML Recapture Agreement; (G) secure the Loan by entering into the Mortgage; and (H) grant the Financial Assistance with respect to the Project.

Section 5. The Agency is hereby authorized (A) to acquire a license in the Licensed Premises pursuant to the License Agreement, (B) to acquire a leasehold interest in the Leased Premises pursuant to the Underlying Lease, (C) to acquire title to the Equipment pursuant to a bill of sale (the Bill of Sale to Agency) from the Company to the Agency, and (D) to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisitions are hereby approved, ratified and confirmed.

Section 6. The Agency is hereby authorized to acquire, construct and install the Project Facility as described in the Lease Agreement and to do all things necessary or appropriate

for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition, construction and installation are hereby ratified, confirmed and approved.

Section 7. The Chairman (or Vice Chairman) of the Agency, with the assistance of Agency Counsel and/or Special Counsel, is authorized to negotiate and approve the form and substance of the Agency Documents.

Section 8. (A) The Chairman (or Vice Chairman) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agency Documents, 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 the forms thereof as the Chairman (or Vice Chairman) shall approve, the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

(B) The Chairman (or Vice Chairman) of the Agency is hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 9. 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 Agency Documents, 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 Agency Documents binding upon the Agency.

Section 10. This resolution shall expire if construction is not started within one year from the date this resolution was adopted and completed within two years of such adoption. Whether or not such construction has started shall be determined by the Agency in its sole and absolute discretion. An extension of the expiration date beyond the dates specified may be granted by the Agency upon written request of the Company and for good cause shown. However, any such extension of time shall not exceed 180 days in the aggregate.

Section 11. This Resolution shall take effect immediately.

<b>RESULT:</b>	<b>APPROVED [UNANIMOUS]</b>
<b>MOVER:</b>	Victoria Storrs, Board Member/Vice Chair
<b>SECONDER:</b>	David Kidera, Board Member
<b>AYES:</b>	Venezia, Storrs, Kotlow, Maniccia, Kidera
<b>ABSENT:</b>	Tim McCann, Catherine Hedgeman

- **APPLICATION SALE OF 44-74 21ST STREET LLC & 750 TENTH AVENUE ASSOCIATES, INC. TO STARTED FROM THE BOTTOM, LLC; ASSIGNMENT, ASSUMPTION, CONSENT; REFINANCE WITH WELLS FARGO BANK, N.A. (SARAH BELCHER, ESQ./RUPAN TRIKHA)**

Sarah Belcher and Rupan Trikha on behalf of Started from the Bottom, LLC reported that the project will stay as it currently is, with a new owner. The company is requesting continuation of IDA benefits. There will be no environmental impact (no change), no new financial assistance (public hearing not required), and the new company assumes all obligations.

- **C. RESOLUTION (SCOTT)**

Upon motion by Mr. Kidera, seconded by Mr. Kotlow, the following resolution was unanimously adopted

WHEREAS, Town of Bethlehem 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 582 of the 1973 Laws of New York, as amended, constituting Section 909-b 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 industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more projects (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, on or about December 30, 2011, (the Closing Date), the Agency entered into a lease agreement dated as of December 1, 2011 (the Lease Agreement) by and between the Agency and SRS Bethlehem LLC (the Original Company) for the purpose of undertaking a project (the Project) consisting of the following: (A) (1) the acquisition of an interest in an approximately 7.80 acre parcel of land located at 41 Vista Boulevard in the Town of Bethlehem, Albany County, New York (the Land), (2) the construction on the Land of an approximately 65,000 square foot building and related improvements (collectively, the Facility) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property including without limitation tenant improvement and finish (collectively, the Equipment) (the Land, the Facility and the Equipment being collectively referred to as the "Project Facility"), the Facility and portions of the Equipment will be owned by the Company and leased to Shop-Rite Supermarkets, Inc. (the Tenant), and the balance of the Equipment to be owned by the Tenant, all of the foregoing to constitute retail, supermarket and service facilities; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real property transfer taxes and mortgage recording taxes (collectively, the Financial Assistance); and (C) the lease of the Project Facility to the Original Company pursuant to the Lease Agreement; and

WHEREAS, simultaneously with the execution and delivery of the Lease Agreement (the Closing), (A) the Original Company executed and delivered to the Agency (1) a certain lease to Agency dated as of December 1, 2011 (the Lease to Agency) from the Original Company to the Agency, (2) a certain license agreement dated as of December 1, 2011 (the License to Agency) by and between the Original Company, as licensor, and the Agency, as licensee, pursuant to which the Original Company granted to the Agency (a) a license to enter upon the balance of the Land (the Licensed Premises) for the purpose of undertaking and completing the Project and (b) in the event of an occurrence of an Event of Default by the Original Company, an additional license to enter upon the Licensed Premises for the

purpose of pursuing its remedies under the Lease Agreement, (3) a bill of sale dated as of December 1, 2011 (the Bill of Sale to Agency), which conveyed to the Agency all right, title and interest of the Original Company in the Equipment and (4) a payment in lieu of tax agreement dated as of December 1, 2011 (the Payment in Lieu of Tax Agreement) by and between the Agency and the Original Company, pursuant to which the Original Company agreed to pay certain payments in lieu of taxes with respect to the Project Facility and (B) the Agency (1) mailed to the assessor and the chief executive officer of each affected tax jurisdiction (within the meaning of such quoted term in Section 854(16) of the Act) a copy of a New York State Board of Real Property Services Form 412-a (the form required to be filed by the Agency in order for the Agency to obtain a real property tax exemption with respect to the Project Facility under Section 412-a of the Real Property Tax Law) (the Real Property Tax Exemption Form) relating to the Project Facility and the Payment in Lieu of Tax Agreement and (2) executed and delivered to the Original Company a sales tax exemption letter (the Sales Tax Exemption Letter) to ensure the granting of the sales tax exemption which forms a part of the Financial Assistance (collectively, with the Lease Agreement, the Basic Documents); and

WHEREAS, on or about November 8, 2012, the Agency and the Original Company entered into an assignment and assumption agreement (the ?Assignment and Assumption Agreement?), whereby the Original Company assigned the Project Facility and the interests of the Original Company in the Basic Documents to 44-74 21st Street, LLC (44-74) and 750 Tenth Avenue Associates, Inc. (750 and collectively with 44-74, the Current Company); and

WHEREAS, pursuant to an application (the Application) submitted to the Agency by Started from the Bottom, LLC, a limited liability company organized and existing under the laws of the State of New York (the New Company), the Agency was notified that the Current Company desires to convey the Project Facility and its interests in the Basic Documents to the New Company and, in connection with such conveyance, provide for the assignment of the Basic Documents from the Current Company to the New Company, as described in the Application; and

WHEREAS, the Lease Agreement provides that the Current Company is prohibited from selling, leasing, transferring or otherwise conveying any part of the Project Facility without the prior written consent of the Agency; and

WHEREAS, in connection with the conveyance of the Project Facility, the Current Company and the New Company have requested (the Request) that the Agency execute documents providing for the following (the Conveyance and Assignment Documents): the consent by the Agency of the conveyance of the Project Facility and the assignment and assumption of the Basic Documents from the Current Company to the New Company; and

WHEREAS, in connection with the Request, the New Company will be obtaining financing and would like the Agency to enter into a mortgage and any other financing documents in connection thereto (collectively, the Loan Documents) to secure a loan in the approximate amount of \$13,400,000 (the Loan) from Wells Fargo Bank, National Association (the Lender) to the New Company; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the SEQRA 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 SEQRA Act, SEQRA), the Agency must satisfy the requirements contained in SEQRA prior to making

a final determination whether to proceed with the execution and delivery of the Conveyance and Assignment Documents and the Loan Documents; and

WHEREAS, pursuant to SEQRA, the Agency has reviewed the Application, the Request and an environmental assessment form prepared by the New Company (the EAF) in order to make a determination as to whether the execution and delivery of the Conveyance and Assignment Documents and the Loan Documents is subject to SEQRA, and it appears that the Request is not an Action under SEQRA;

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

Section 1. Based upon an examination of the Request, the Agency hereby makes the following determinations:

(A) Pursuant to SEQRA, the approval of the Request is not an Action under SEQRA and therefore is not subject to SEQRA review by the Agency.

(B) The Agency will not be granting any mortgage recording tax exemption relating to the Request.

(C) That since compliance by the Agency with the Request will not result in the Agency providing more than \$100,000 of financial assistance (as such quoted term is defined in the Act) to the Purchaser, Section 859-a of the Act does not require a public hearing to be held with respect to the Request.

Section 2. The Agency hereby approves (A) the assignment to, and assumption by, the New Company of all of the Current Company's interest in the Project Facility, and the Basic Documents, including but not limited to the benefits of the Lease Agreement and the Payment in Lieu of Tax Agreement, (B) the assumption by the New Company of all obligations of the Current Company under the Basic Documents pursuant to an assignment and assumption agreement (the Second Assignment and Assumption Agreement) and (C) the execution of the Loan Documents; subject in each case, however to the following conditions: (1) receipt by Special Counsel to the Agency of certified copies of the formation documents of the New Company from the New York State Department of State; (2) receipt of confirmation that all real property taxes and payments in lieu of taxes required by the Project have been satisfied; (3) evidence of current certificates of insurance acceptable to the Agency; (4) receipt of confirmation from Agency counsel that no modifications shall result from the Request that result in any new tax relief for the Project (such as an extension of the term, increase in abatement or change in the Payment in Lieu of Tax Agreement); (5) receipt by Special Counsel of the written consent of any holder of any current mortgage on the Project Facility OR evidence that there are no security documents filed relating to the Project; (6) compliance with the terms and conditions contained in the Second Assignment and Assumption Agreement and the Basic Documents; (7) approval by counsel to the Agency of the (a) form of the documents to be executed by the Agency in connection with the assignment and assumption, including the Second Assignment and Assumption Agreement (collectively, the "Assignment Documents") and (b) Loan Documents; (8) receipt by the Agency of its administrative fee relating to the Request, as reviewed by the Chair and Agency Counsel, and all fees and expenses incurred by the Agency with respect to the Request, including the fees and expenses incurred by Agency counsel with respect thereto; and (9) the following additional conditions: The New Company will pay a fee to the Agency of \$1,500.



Section 3. Subject to (A) satisfaction of the conditions contained in Section 2 hereof, including the condition that no modifications provide any new tax relief for the Project (such as an extension of the term, increase in abatement or change in the Payment in Lieu of Tax Agreement); and (B) the execution and delivery of the Assignment Documents and the Loan Documents by the other parties thereto, the Chair (or Vice Chair) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Assignment Documents and the Loan Documents, 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 forms thereof approved by Counsel to the Agency, with such changes, variations, omissions and insertions as the Chair (or Vice Chair) shall approve, the execution thereof by the Chair (or Vice Chair) to constitute conclusive evidence of such approval.

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 or provided for by the provisions of the Request, 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 Request.

Section 5. This Resolution shall take effect immediately.

**RESULT:** **APPROVED [UNANIMOUS]**  
**MOVER:** David Kidera, Board Member  
**SECONDER:** Richard Kotlow, Board Member/Assistant Secretary  
**AYES:** Venezia, Storrs, Kotlow, Maniccia, Kidera  
**ABSENT:** Tim McCann, Catherine Hedgeman

**VIII. Future Meetings**

The next IDA regular meeting is scheduled for January 22, 2021 at 8am, followed by a meeting of the audit committee.

**IX. Adjournment**

**Motion To:** Adjourn

**RESULT:** **ADJOURN [UNANIMOUS]**  
**MOVER:** Richard Kotlow, Board Member/Assistant Secretary  
**SECONDER:** David Kidera, Board Member  
**AYES:** Venezia, Storrs, Kotlow, Maniccia, Kidera  
**ABSENT:** Tim McCann, Catherine Hedgeman