

ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY
 Resolution No. IDA-18-03-11
 March 28, 2018

2018 REVIEW OF DISPOSITION OF REAL PROPERTY GUIDELINES
 And
2017 REPORT OF PROPERTY

WHEREAS, Section 2896 of the Public Authority Law addresses the duties of public authorities with respect to (i) the adoption of guidelines for and (ii) the disposition of property, and

WHEREAS, under this section, “Guidelines approved by the public authority shall be annually reviewed and approved by the governing body of the public authority,”

WHEREAS, [St. Lawrence County Industrial Development Agency] staff recommend designating the [SLCIDA]’s Chief Executive Officer as the “Contracting Officer,”

NOW, THEREFORE, BE IT RESOLVED the [St. Lawrence County Industrial Development Agency], having reviewed said guidelines does hereby approve its “Guidelines for Disposition of Real Property” and

BE IT FURTHER RESOLVED that said guidelines, along with the required report (per Section 2896 (3) (a) of the Public Authorities Law) shall be forwarded to:

- The Comptroller of the State of New York
- Director of the Budget of the State of New York
- Commissioner of the New York State Office of General Services
- New York State Legislature (via distribution to the Majority Leader of the Senate and the Speaker of the Assembly)
- Authority Budget Office (Electronically through PARIS)

BE IT FURTHER RESOLVED that (also pursuant to Section 2896 (1) (b) of the PAL) this document shall be published electronically where it shall remain until the guidelines for the following year are reviewed and posted.

Move:	Blevins			
Second:	McMahon			
VOTE	AYE	NAY	ABSTAIN	ABSENT
Blevins	X			
Hall				X
LaBaff	X			
McMahon	X			
Staples	X			
Hooper	X			
Morrill				X

I HEREBY CERTIFY that I have compared this copy of this Resolution with the original record in this office, and that the same is a correct transcript thereof and of the whole of said original record.

/s/ _____

Lori Sibley
 March 28, 2018

ST. LAWRENCE CO. INDUSTRIAL DEVELOPMENT AGENCY

DISPOSITION OF PROPERTY GUIDELINES

RESOLUTION NO. IDA-18-03-11 (MARCH 28, 2018)

PURSUANT TO SECTION 2896 OF THE PUBLIC AUTHORITIES LAW

SECTION 1. DEFINITIONS

A. “Contracting officer” shall mean the officer or employee of the St. Lawrence County Industrial Development Agency (hereinafter, the “Local Authority”) who shall be appointed by resolution to be responsible for the disposition of property.

B. “Dispose” or “disposal” shall mean transfer of title or any other beneficial interest in personal or real property in accordance with section 2897 of the Public Authorities Law.

C. “Property” shall mean personal property in excess of five thousand dollars (\$5,000) in value, and real property, and any inchoate or other interest in such property, to the extent that such interest may be conveyed to another person for any purpose, excluding an interest securing a loan or other financial obligation of another party.

SECTION 2. DUTIES

A. The Local Authority shall:

- (i) maintain adequate inventory controls and accountability systems for all property owned by the Local Authority and under its control;
- (ii) periodically inventory such property to determine which property shall be disposed of;
- (iii) produce a written report of such property in accordance with subsection B herewith; and
- (iv) transfer or dispose of such property as promptly and practicably as possible in accordance with Section 2 below.

B. The Local Authority shall

- (i) publish, not less frequently than annually, a report listing all real property owned in fee by the Local Authority. Such report shall consist of a list and full description of all real and personal property disposed of during such period. The report shall contain the price received by the Local Authority and the name of the purchaser for all such property sold by the Local Authority during such period; and
- (ii) shall deliver copies of such report to the Comptroller of the State of New York, the Director of the Budget of State of New York, the Commissioner of the New York State Office of General Services, and the New York State Legislature (via distribution to the majority leader of the senate and the speaker of the assembly) and the Authorities Budget Office.

SECTION 2. TRANSFER OR DISPOSITION OF PROPERTY

A. Supervision and Direction. Except as otherwise provided herein, the duly appointed contracting officer (the “Contracting Officer”) shall have supervision and direction over the disposition and sale of property of the Local Authority. The Local Authority shall have the right to dispose of its property for any valid corporate purpose.

B. Custody and Control. The custody and control of Local Authority property, pending its disposition, and the disposal of such property, shall be performed by the Local Authority or by the Commissioner of General Services when so authorized under this section.

C. Method of Disposition. Unless otherwise permitted, the Local Authority shall dispose of property for not less than its fair market value by sale, exchange, or transfer, for cash, credit, or other property, with or without warranty, and upon such other terms and conditions as the Local Authority and/or contracting officer deems proper. The Local Authority may execute such documents for the transfer of title or other interest in property and take such other action as it deems necessary or proper to dispose of such property under the provisions of this section. Provided, however, except in compliance with all applicable law, no disposition of real property, any interest in real property, or any other property which because of its unique nature is not subject to fair market pricing shall be made unless an appraisal of the value of such property has been made by an independent appraiser and included in the record of the transaction and, provided further, that no disposition of any other property, which because of its unique nature or the unique circumstances of the proposed transaction is not readily valued by reference to an active market for similar property, shall be made without a similar appraisal.

D. Sales by the Commissioner of General Services (the “Commissioner”). When the Local Authority shall have deemed that transfer of property by the Commissioner will be advantageous to the State of New York, the Local Authority may enter into an agreement with the Commissioner pursuant to which Commissioner may dispose of property of the Local Authority under terms and conditions agreed to by the Local Authority and the Commissioner. In disposing of any such property, the Commissioner shall be bound by the terms hereof and references to the contracting officer shall be deemed to refer to such Commissioner.

E. Validity of Deed, Bill of Sale, Lease, or Other Instrument. A deed, bill of sale, lease, or other instrument executed by or on behalf of the Local Authority, purporting to transfer title or any other interest in property of the Local Authority in accordance herewith shall be conclusive evidence of compliance with the provisions of these guidelines and all applicable law insofar as concerns title or other interest of any bona fide grantee or transferee who has given valuable consideration for such title or other interest and has not received actual or constructive notice of lack of such compliance prior to the closing.

F. Bids for Disposal; Advertising; Procedure; Disposal by Negotiation; Explanatory Statement.

- (i) Except as permitted by all applicable law, all disposals or contracts for disposal of property made or authorized by the Local Authority Contracting Officer shall be made after publicly advertising for bids except as provided in subsection (iii) of this Section F.
- (ii) Whenever public advertising for bids is required under subsection (i) of this Section F:
 - (A) the advertisement for bids shall be made at such time prior to the disposal or contract, through such methods, and on such terms and conditions as shall permit full and free competition consistent with the value and nature of the property proposed for disposition;
 - (B) all bids shall be publicly disclosed at the time and place stated in the advertisement; and
 - (C) the award shall be made with reasonable promptness by notice to the responsible bidder whose bid, conforming to the invitation for bids, will be most advantageous to the Local Authority, price and other factors considered; provided, that all bids may be rejected at the Local Authority's discretion.
- (iii) Disposals and contracts for disposal of property may be negotiated or made by public auction without regard to subsections (i) and (ii) of this Section F but subject to obtaining such competition as is feasible under the circumstances, if:

- (A) the personal property involved has qualities separate from the utilitarian purpose of such property, such as artistic quality, antiquity, historical significant, rarity, or other quality of similar effect, that would tend to increase its value, or if the personal property is to be sold in such quantity that, if it were disposed of under subsections (i) and (ii) of this Section F, would adversely affect the state or local market for such property, and the estimated fair market value of such property and other satisfactory terms of disposal can be obtained by negotiation;
 - (B) the fair market value of the property does not exceed fifteen thousand dollars;
 - (C) bid prices after advertising therefore are not reasonable, either as to all or some part of the property, or have not been independently arrived at in open competition;
 - (D) the disposal will be to the state or any political subdivision or public benefit corporation, and the estimated fair market value of the property and other satisfactory terms of disposal are obtained by negotiation; or
 - (E) under those circumstances permitted by subdivision seven of this section; or
 - (F) such action is otherwise authorized by law.
- (iv) (A) An explanatory statement shall be prepared of the circumstances of each disposal by negotiation of:
- (1) any personal property which has an estimated fair market value in excess of fifteen thousand dollars;
 - (2) any real property that has an estimated fair market value in excess of one hundred thousand dollars, except that any real property disposed of by lease or exchange shall only be subject to clauses (3) and (4) of this subparagraph;
 - (3) any real property disposed of by lease if the estimated annual rent over the term of the lease is in excess of fifteen thousand dollars;
 - (4) any real property or real and related personal property disposed of by exchange, regardless of value, or any property any part of the consideration for which is real property.
- (B) Each such statement shall be transmitted to the persons entitled to receive copies of the report required under all applicable law not less than ninety (90) days in advance of such disposal, and a copy thereof shall be preserved in the files of the Local Authority making such disposal.

G. Disposal of Property for Less Than Fair Market Value

- (i) No asset owned, leased or otherwise in the control of the Local Authority may be sold, leased, or otherwise alienated for less than its fair market value except if:
 - (A) the transferee is a government or other public entity, and the terms and conditions of the transfer require that the ownership and use of the asset will remain with the government or any other public entity;
 - (B) the purpose of the transfer is within the purpose, mission or governing statue of the Local Authority; or
 - (C) in the event the Local Authority seeks to transfer an asset for less than its fair market value to other than a governmental entity, which disposal would not be consistent with the Local Authority's mission, purpose or governing statues, the Local Authority shall provide written notification thereof to the Governor, the Speaker of the Assembly, and the Temporary President of the Senate, and such proposed transfer shall be subject to denial by the Governor, the Senate, or the Assembly. Denial by the Governor shall take the form of a signed certification by the Governor. Denial by either House of the Legislature shall take the form of a resolution by such House. The Governor and each House of the legislature shall take any such action within sixty days of receiving notification of such proposed transfer during the months of January through June, provided that if the Legislature receives notification of a proposed transfer during the months of July through December, the legislature may

take such action within sixty days of January first of the following year. If no such resolution or certification is performed within sixty days of such notification of the proposed transfer to the Governor, Senate, and Assembly, the Local Authority may effectuate such transfer. Provided, however, that with respect to a below market transfer by the Local Authority that is not within the purpose, mission or governing statute of the Local Authority, if the governing statute provides for the approval of such transfer by the executive and legislative branches of the political subdivision in which the Local Authority resides, and the transfer is of property obtained by the Local Authority from that political subdivision, then such approval shall be sufficient to permit the transfer.

- (ii) In the event a below fair market value asset transfer is proposed, the following information must be provided to the Local Authority Board and to the public:
 - (A) a full description of the asset;
 - (B) an appraisal of the fair market value of the asset and any other information establishing the fair market value sought by the Board;
 - (C) a description of the purpose of the transfer, and a reasonable statement of the kind and amount of the benefit to the public resulting from the transfer, including but not limited to the kind, number, location, wages or salaries of jobs created or preserved as required by the transfer, the benefits, if any, to the communities in which the asset is situated as are required by the transfer;
 - (D) a statement of the value to be received compared to the fair market value;
 - (E) the names of any private parties participating in the transfer, and if different than the statement required by subparagraph (D) of this paragraph, a statement of the value to the private party; and
 - (F) the names of other private parties who have made an offer for such asset, the value offered, and the purpose for which the asset was sought to be used.
- (iii) Before approving the disposal of any property for less than fair market value, the Local Authority Board shall consider the information described in paragraph (ii) of this subdivision and make a written determination that there is no reasonable alternative to the proposed below-market transfer that would achieve the same purpose of such transfer.

The Guidelines are subject to modification and amendment at the discretion of the Local Authority board and shall be filed annually with all local and state agencies as required under all applicable law.

The designated Contracting Officer for the Local Authority is its Chief Executive Officer.

Inventory of IDA Real Estate (2017 Report)

SWIS	Tax Map Number	Street	No.	Town	Property Identification	Property ID (Internal)	Occupant(s)	Lot Size	Building Size	Value in our Books	Status	Assessment
404001	173.034-2-2	Factory St		Gouverneur	Gouverneur Ind. Park land		Vacant Land	26.3	N/A	\$74,140	N/A	\$123,000
402201	88.0491-2.12	Commerce Ln	19	Canton	Canton Ind. Building	1CIB	St. Lawrence Co. IDA (Owner)	22.5	15,400	\$2,088,615	Lease	\$1,300,000
405801	016.027-4-08	Trade Road	24	Massena	Lot 12 – Massena Ind. Park	MIB-L12	Vacant Land	2.3	N/A	\$40,963	N/A	\$30,700
407403	64.060-2-35-112	Pioneer St.	6	Potsdam	Lot 6 – Potsdam Commerce Park	PCP-6	Clarkson University	2.2	12,000	\$890,509	Lease	\$750,000
402600	214.000-4-26	CR60		Clifton	Newton Falls Rail	MANRR	Rail	43.3	N/A	\$00	N/A	\$350,000
403600	213.000-6-46	N/A		Fine	Newton Falls Rail	MANRR	Rail	85.1	N/A	\$00	N/A	\$3,036,000
407200	222.001-1-9	Jayville Rd		Pitcairn	Newton Falls Rail	MANRR	Rail	82.5	N/A	\$00	N/A	\$1,000,000

Disposition/Acquisition Reports (2017: see below and attached)

The Authority disposed of real property in excess of \$100,000 in 2017:
See the following attachments



ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Ernest J. LaBaff Industrial Building ~ 19 Commerce Lane, Suite 1 ~ Canton, New York 13617
Phone: (315) 379-9806 / TDD: 711 ~ Fax: (315) 386-2573 ~ www.SLCIDA.com

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Brian Staples, CPA

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Town of Fine, New York

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Massena Electric Department

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R. Joseph Weekes, Jr.
Weekes Agency

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CHIEF EXECUTIVE OFFICER

Patrick J. Kelly
St. Lawrence County
Industrial Development
Agency

*

CHIEF FINANCIAL OFFICER

Kimberly A. Gilbert
St. Lawrence County
Industrial Development
Agency

June 26, 2017

CERTIFIED MAIL

Comptroller of the State of ~~Authorities Budget Office~~ of the Budget of the State of New
York
110 State Street
Albany, New York 12236

JUL 07 2017

State Capitol
Albany, New York 12224

Commissioner
New York State Office of General Services
Corning Tower
Empire State Plaza
Albany, New York 12242

RECEIVED

Majority Leader of the New York State Senate
State Capitol
Albany, New York 12224

Speaker of the New York State Assembly
State Capitol
Albany, New York 12224

Director, State of New York Authorities Budget Office
PO Box 2019
Albany, New York 12220-0076

RE: 90 DAY NOTICE under the Public Authority Accountability Act of 2005 for the Disposal of Property by Negotiation

To Whom It May Concern:

This correspondence is being sent as a supplemental explanatory statement ("Statement") concerning the proposed disposition of certain parcels of real property owned by the St. Lawrence County Industrial Development Agency (the "Agency") by negotiation pursuant to Section 2897(6)(d)(ii) of the Public Authorities Law ("PAL") of the State of New York (the "State"). This Statement is being transmitted at least 90 days prior to the real property dispositions described herein.


EXPLANATORY STATEMENT

Pursuant to and in accordance with PAL Section 2897(6)(c)(v), the Agency contemplates transferring not less than 90 days from the date of this notice a parcel of real property and related improvements (the "Parcel", as further described herein) located within the Massena Industrial Park (the "Park"), through negotiation with New York Power Tools, Inc. (the "Company"). Property disposition is of the type and nature described within PAL Section 2897(6)(d)(i)(b).

The Parcels are identified as the land, buildings and improvements located within and upon Lot 13, of the Park, which are situated in the Village of Massena, St. Lawrence County, New York. The granting of an option and subsequent transfer of the Parcel by the Agency to the Company is contemplated by the Agency in connection with promoting job growth within St. Lawrence County.

Pursuant to PAL Section 2897(6)(c)(v), the disposal of the Parcels is being undertaken by the Corporation through negotiation with the Company and is intended to further an economic development interest of the County of St. Lawrence, New York, including the investment in a new manufacturing concern and creation of a substantial number of job opportunities.

Sincerely,


Patrick J. Kelly
Contracting Officer

REAL PROPERTY TRANSACTION

SLCIDA

IDALDC

IDACDC

SLC_Micro

Reporting Year:		2017	
Property Address:			
Address Line 1	11, 13-17 Trade Road		
Address Line 2			
City, State, Zip	Massena, New York 13662		
Province/Region:			
Country:	<input checked="" type="checkbox"/> USA	<input type="checkbox"/> Other [specify]	
If transaction type is Lease, enter Estimated Fair Market Value in \$/square foot.			
Property Description:	<input type="checkbox"/>	Vacant Lot / Undeveloped Lot	
	<input type="checkbox"/>	Office Building	
	<input type="checkbox"/>	Residential Building	
	<input checked="" type="checkbox"/>	Commercial Building	
	<input type="checkbox"/>	Industrial Facility / Plant	
	<input type="checkbox"/>	Mixed Use	
Estimated Fair Market Value (\$):	\$350,000		
How was Fair Market Value Determined?	<input checked="" type="checkbox"/>	Appraisal Value \$290,000	
	<input type="checkbox"/>	Competitive Bid	
	<input checked="" type="checkbox"/>	Other Market availability and negotiation	
Transaction Type:	<input type="checkbox"/>	Acquisition	
	<input type="checkbox"/>	Disposition - Sale	
	<input type="checkbox"/>	Disposition - Lease	
	<input checked="" type="checkbox"/>	Disposition - Lease/Purchase	
	<input type="checkbox"/>	Disposition - Other*	
*If Other, Explain:			
Transaction Date:	07/01/2017 to 06/30/2027		
Purchase/Sale Price (\$)	\$350,000		
Lease Data (If Applicable)			
Market Rate (\$/square foot):			
Lease Rate ((\$/square foot):			
Lease Period (months):			
Was the real property acquisition/disposal transaction competitively bid?	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO		
Explain why a competitive bid process was not used for acquiring/disposing of the property:			
Seller/Purchaser/Tenant Data			
Organization	New York Power Tools, LLC		
Last Name:			
First Name:			
Address Line 1:	11 Trade Road		
Address Line 2:			
City, State, Zip	Massena, NY 13662		
Province/Region:			
Country:	<input type="checkbox"/> USA	<input type="checkbox"/> Other (Specify)	
Does the Seller/Purchaser/Tenant have, or had within the last two years, a personal or professional relationship with a Board member or senior management of the Authority?	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO		



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Industrial Development Agency

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OFFICER**
Kimberly A. Gilbert
St. Lawrence County
Industrial Development Agency

July 21, 2017

New York State Authorities Budget Office
Mr. Jeffrey Pearlman, Director
PO Box 2019
Albany, New York 12220-0076

RE: 90 DAY NOTICE under the Public Authority Accountability Act of 2005
For the Disposal of Property by Negotiation

Please accept this letter in response to your July 7, 2017 email seeking clarification on our disposition of real property notice dated June 26, 2017.

EXPLANATORY STATEMENT

Pursuant to and in accordance with PAL Section 2897(6)(c)(v), the Agency contemplates transferring not less than 90 days from the date of this notice a parcel of real property and related improvements located within the Massena Industrial Park, through negotiation with New York Power Tools, Inc. Property disposition is of the type and nature described within PAL Section 2897(6)(d)(i)(b).

1. Parties Involved – St. Lawrence County Industrial Development Agency and New York Power Tools, Inc.
2. Justification of disposal by negotiation – New York Power Tools is a tenant in a facility owned by the Agency. This lease/purchase agreement will ultimately lead to the property being placed on the tax roll and will solidify the New York State presence of the company, a subsidiary of a Canadian-based operation.
3. Identification & Location of property - The property is identified as the land, buildings and improvements located within and upon Lot 17 of the Massena Industrial Park, situated in the Village of Massena, St. Lawrence County, New York.
4. Estimated Fair Market Value - \$350,000, appraised value of \$290,000
5. Proposed Sale Price – \$350,000 through a 120 month lease/purchase consisting of monthly payments of \$3,289.60 with the property transferring at the end of the lease term.
6. Size of Property – 20,000 square feet
7. Expected Sale Date – The property is being sold under a lease/purchase that has an anticipated property transfer date of June 30, 2027.

Sincerely,

Patrick J. Kelly
Chief Executive Officer