

**ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
LOCAL DEVELOPMENT CORPORATION  
MEETING AGENDA**

**\*Agenda subject to change\***

August 11, 2022

**Ernest J. LaBaff Industrial Building, 19 Commerce Lane, Suite 1, Canton, New York 13617**

Call to Order

Roll Call

Public Notice                      August 5, 2022

Public Comment

Approval of Minutes              July 6, 2022 ..... 1-2

Financial Report

Reports of Committees

Staff Report                      Patrick Kelly

Old Business

New Business                      Resolution: Authorizing RVRDA and MED Agreement.....3  
RVRDA Resolution..... 4-7  
  
Resolution: Authorizing the 2022 CDEIP Awards .....8  
RVRDA Resolution..... 9-10

Executive Session

Adjournment

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**ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
LOCAL DEVELOPMENT CORPORATION**

**Meeting of July 6, 2022**

**CALL TO ORDER:** Chairman Staples calls the meeting to order at 11:01 AM in the main conference room at the Ernest J. LaBaff Industrial Building, Canton.

Staples.....	Present	McMahon.....	Present
LaBaff.....	Present (via Zoom)	Morrill.....	Present
Blevins.....	Absent	Reagen.....	Present
Hall.....	Present		

**ROLL CALL:**

A quorum is recognized.

Others: IDA Staff present: Patrick Kelly, Richard Williams, and Lori Sibley

**PUBLIC NOTICE:** Public notifications sent June 30, 2022 to, at a minimum: newspapers designated for the publication of local laws and other matters required by law to be published; additional local media sources and websites.

**PUBLIC COMMENT:** Andrew Gardner, Reporter with the Watertown Daily Times, is in attendance via Zoom and offers no comment.

**APPROVAL OF MINUTES:** Motion to accept the minutes of the May 19, 2022 meeting by Mr. LaBaff seconded by Mr. Morrill. Motion carried unanimously.

**FINANCIAL REPORTS:** Motion to accept the April and May 2022 financial reports by Mr. LaBaff, seconded by Mr. Hall. Mr. Kelly reports that April 2022 highlights reflect application fees received for Community Development and Environmental Improvement Program (“CDEIP”) applications and interest income, while expenses include disbursements made for CDEIP previous year’s awards. May 2022 highlights include revenue in interest income and contractual payments. Motion is approved by unanimous vote.

**COMMITTEE REPORTS:** Nominating Committee (LaBaff – Chair, Hall and Reagen). Nominating Committee Chairman Ernest LaBaff offers the following slate of officers: Brian W. Staples (Chairman), Ernest LaBaff (Vice-Chairman) and Lynn Blevins (Secretary). Hearing no other nominations, the list of nominees is elected by unanimous vote. The Board unanimously approves the following: Patrick J. Kelly (Chief Executive Officer), Kimberly Gilbert (Chief Financial Officer) and the Law Firm of Silver & Collins (Agency General Counsel). Motion to accept the slate of officers made by Mr. LaBaff, seconded by Mr. Reagen. Motion carried unanimously

**STAFF REPORT:** Mr. Kelly reports that staff are working on potential loan applications that will be brought forward for considering in the near future.

**OLD BUSINESS:** None

**NEW BUSINESS:**

Resolution LDC-22-07-12: Accepting Provisions of a Grant from the New York State Department of Transportation for the Benefit of the Dunn Paper – Natural Dam Inc. Industrial Track Reactivation Project: Mr. Morrill motions to approve, seconded by Mr. LaBaff. Mr. Kelly explains that this project has been discussed at a prior meeting, but the resolution is necessary for final grant approval as required by the New York State Department of

Transportation. The grant from the Northern Border Regional Council will supplement this project as well. Motion is approved by unanimous vote

EXECUTIVE SESSION: None

ADJOURNMENT: A motion to adjourn is made by Mr. LaBaff, seconded by Mr. Morrill. The meeting adjourns at 11:06 AM by unanimous vote.

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Lynn Blevins, Secretary

DRAFT

ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
 LOCAL DEVELOPMENT CORPORATION  
 Resolution No. LDC-22-08-xx  
 August 11, 2022

**AUTHORIZING FUNDS THROUGH THE  
 ST LAWRENCE RIVER VALLEY REDEVELOPMENT AGENCY**

**WHEREAS**, the St. Lawrence County Industrial Development Agency Local Development Corporation (the “SLCIDA-LDC”) was formed by the St. Lawrence County Industrial Development Agency to relieve and reduce unemployment, to promote and to provide for additional and maximum employment, to better and maintain job opportunities, to instruct or train individuals to improve or to develop their capabilities for jobs, to carry on scientific research for the purpose of aiding the community of St. Lawrence County, New York by attracting industry to the community and by encouraging the development of, or retention of, an industry in the community, and to lessen the burdens of government and to act in the public interest, thus performing an essential governmental function, and

**WHEREAS**, the SLCIDA-LDC entered in an Agreement with the St. Lawrence River Valley Redevelopment Agency (the “SLRVRA”), and

**WHEREAS**, pursuant to Section II (1) NYPA Allocation Agreement, “...nothing herein shall cause the (Corporation) to undertake any act or participate in any portion of the Allocation Program unless approved by the (Corporation).” and

**WHEREAS**, on August 4, 2022, the SLRVRA authorized a three-year extension of its Agreement with the Massena Electric Department for the Massena Electric Department to provide input and updates to the SLRVRA relating to power issues and the allocation/administration of the St. Lawrence County Economic Development Power Program, for an amount of \$30,000 per year,

**NOW, THEREFORE, BE IT RESOLVED**, that the St. Lawrence County Industrial Development Agency Local Development Corporation authorizes the allocation of St. Lawrence River Valley Redevelopment Agency funds for the extension of the Agreement with the Massena Electric Department, and

**BE IT FURTHER RESOLVED** that the St. Lawrence County Industrial Development Agency Local Development Corporation authorizes the creation, execution and/or delivery of any and all documents and/or budget accounts that may be required to effectuate the transaction contemplated by this resolution.

Move:				
Second:				
<b>VOTE</b>	<b>AYE</b>	<b>NAY</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
Blevins				
Hall				
LaBaff				
McMahon				
Staples				
Reagen				
Morrill				

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

August 11, 2022

ST. LAWRENCE RIVER VALLEY REDEVELOPMENT AGENCY  
 Resolution No. RVR-22-07-08  
 July 13, 2022

**AUTHORIZING CHAIRMAN TO SIGN  
 “AGREEMENT BETWEEN MASSENA ELECTRIC DEPARTMENT  
 AND  
 THE ST. LAWRENCE RIVER VALLEY REDEVELOPMENT AGENCY”**

**WHEREAS**, the St. Lawrence River Valley Redevelopment Agency (the “Agency”) wishes to utilize the assistance and expertise of the Massena Electric Department to assist the Agency in allocating the 20 Megawatts of power made available to the Agency through an agreement with the New York Power Authority, and

**NOW, THEREFORE, BE IT RESOLVED**, that the Agency Chairman is designated, authorized, empowered and directed to execute and deliver the attached agreement.

Move:	Clark			
Second:	Kramer			
<b>VOTE</b>	<b>A YE</b>	<b>NAY</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
McNeil	X			
Clark	X			
Forsythe	X			
Kramer	X			
Strait				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 07/13/2022

**AGREEMENT BETWEEN  
MASSENA ELECTRIC DEPARTMENT  
and  
THE ST. LAWRENCE RIVER VALLEY REDEVELOPMENT AGENCY**

This AGREEMENT is effective July 1, 2022 (“Commencement Date”), by and between the Massena Electric Department with an office for business located at 71 East Hatfield Street, Massena, New York (hereinafter “MED”) and St. Lawrence River Valley Redevelopment Agency (hereinafter “RVRDA”) with an office for business located at 19 Commerce Lane, Suite 1, Canton, New York. The MED and RVRDA are the Parties hereto.

**WHEREAS**, MED is a municipal entity and a department of the Town of Massena, and

**WHEREAS**, MED has assumed the role of counterparty to the beneficial Power Contract with NYPA which will allocate power at the discretion of the RVRDA, and

**WHEREAS**, the Power Contract calls for certain power industry-specific skills to administer, and

**WHEREAS**, MED has the institutional expertise to effectively deal with power issues and the day to day management called for in this Power Contract, and

**WHEREAS**, MED desires to remain a non-political entity dedicated to serving its customers in the Towns of Massena, Louisville, Norfolk, Brasher, and Stockholm, and

**WHEREAS**, the RVRDA would like to contract with the MED to provide day-to-day managerial oversight to its operations and its expertise in the effective use and distribution of the low cost power now available, and

**WHEREAS**, MED can also supply valuable advice in coordinating strategic partnerships with important energy market participants, and

**WHEREAS**, MED can offer other valuable support to economic development and marketing efforts;

**NOW, THEREFORE**, it is hereby agreed among the Parties hereto, for good and valuable consideration, receipt of which is hereby acknowledged, and the mutual covenants herein contained, as follows:

## **I. Services**

Work performed by MED shall include, but is not limited to, the following services:

- A. Provide guidance on the uses and benefits of low cost hydro power.
- B. Provide a central point of contact for, and evaluation of, any revised power contract proposals.
- C. Administer the Power Contract with NYPA.
- D. Facilitate Strategic Partnerships and serve as representative on energy trade organizations.
- E. Provide advice on energy related issues. If these matters require additional support they will be approved in advance by the RVRDA.
  - i. Outside counsel may be required beyond the scope of MED's expertise for some of these issues, and such costs shall be in addition to the costs set forth in Article III, with costs to be borne by the RVRDA.
  - ii. Outside counsel may be required beyond the scope of MED's expertise for certain technical issues, and such costs shall be in addition to the costs set forth in Article III, with costs to be borne by the RVRDA.
- F. Support Economic Development and Marketing efforts.
- G. Coordinate power incentive program rates and projections with project applicants.

## **II. Reporting**

MED shall provide monthly to the RVRDA Board the status of strategic partnerships, updates on energy-related issues that may impact the RVRDA, evaluation of NYPA sales, status of "ultimate user" accounts (both active and potential "ultimate users"), and updates on any other services performed by MED on behalf of the RVRDA.

## **III. Compensation**

MED shall be paid the annual sum of Thirty Thousand Dollars (\$30,000.00) for the next three (3) years for services provided herein.

The payments shall be payable in equal monthly installments payable the 1<sup>st</sup> day of each month during the term of this Agreement and shall be in effect beginning July 1, 2022.

Any payment not received by MED by the 15<sup>th</sup> day of the month will incur a late charge of 1.5% of the amount due.

This payment shall be in full satisfaction for all services provided by MED under the terms of this Agreement.

## **IV. Term and Termination of the Agreement**

Services provided under this Agreement shall begin on the Commencement Date and shall continue until the earliest of: (a) a period of three-years terminating on the final day of June, 2025; (b) termination of the Power Contract; (c) mutual consent by both MED and the RVRDA; or (d) "cause", cause being defined as the failure of either Party to abide by the terms of this Agreement

Either Party terminating this Agreement shall provide sixty days prior written notice of their intent to terminate this Agreement.



## V. Miscellaneous

This Agreement contains the entire agreement and understanding of the Parties. All prior discussions, agreements, and understandings have been merged into the terms hereof.

All Notices required under this agreement shall be in writing and personally delivered, or sent by certified or registered first class mail, facsimile transmission, email, or overnight express mail addressed as follows:

To MED:           Massena Electric Department  
                      Attn: Andrew McMahon, General Manager  
                      71 East Hatfield Street  
                      Massena, New York 13662

To RVRDA:        St. Lawrence River Valley Redevelopment Agency  
                      Attn: Robert McNeil, Chairman  
                      19 Commerce Lane, Suite 1  
                      Canton, New York 13617

This Agreement may only be changed by written agreement of the Parties.

This Agreement may not be assigned except with the written consent of the Parties.

Any disputes shall be resolved through good faith negotiations, and in the event required, the courts of St. Lawrence County.

### ACCEPTED AND AGREED

For:           Massena Electric Department

By:           \_\_\_\_\_  
                  James Shaw, Chairman  
                  Massena Electric Utility Board

For:           St. Lawrence River Valley Redevelopment Agency

By:           \_\_\_\_\_  
                  Robert McNeil, Chairman  
                  St. Lawrence River Valley Redevelopment Agency

ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
 LOCAL DEVELOPMENT CORPORATION  
 Resolution No. LDC-22-08-xx  
 August 11, 2022

**AUTHORIZING FUNDS THROUGH THE  
 ST LAWRENCE RIVER VALLEY REDEVELOPMENT AGENCY’S  
 COMMUNITY DEVELOPMENT & ENVIRONMENTAL IMPROVEMENT PROGRAM**

**WHEREAS**, the St. Lawrence County Industrial Development Agency Local Development Corporation (the “SLCIDA-LDC”) was formed by the St. Lawrence County Industrial Development Agency to relieve and reduce unemployment, to promote and to provide for additional and maximum employment, to better and maintain job opportunities, to instruct or train individuals to improve or to develop their capabilities for jobs, to carry on scientific research for the purpose of aiding the community of St. Lawrence County, New York by attracting industry to the community and by encouraging the development of, or retention of, an industry in the community, and to lessen the burdens of government and to act in the public interest, thus performing an essential governmental function, and

**WHEREAS**, the SLCIDA-LDC entered in an Agreement with the St. Lawrence River Valley Redevelopment Agency (the “RVRDA”), and

**WHEREAS**, pursuant to Section II (1) NYPA Allocation Agreement, “...nothing herein shall cause the (Corporation) to undertake any act or participate in any portion of the Allocation Program unless approved by the (Corporation).” and

**WHEREAS**, on August 4, 2022, the RVRDA adopted Resolution No. RVR-22-08-09, “Authorizing Funds through the St. Lawrence River Valley Redevelopment Agency’s Community Development and Environmental Improvement Program”, copies of which are attached to this resolution,

**NOW, THEREFORE, BE IT RESOLVED** that the St. Lawrence County Industrial Development Agency Local Development Corporation, having exercised its own due diligence in the matter, authorizes the allocation of St. Lawrence River Valley Redevelopment Agency funds, as outlined in RVRDA Resolutions No. RVR-22-08-09.

**BE IT FURTHER RESOLVED** that the St. Lawrence County Industrial Development Agency Local Development Corporation authorizes the creation, execution and/or delivery of any and all documents and/or budget accounts that may be required to effectuate the transaction contemplated by this resolution.

Move:				
Second:				
<b>VOTE</b>	<b>AYE</b>	<b>NAY</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
Blevins				
Hall				
LaBaff				
McMahon				
Morrill				
Reagen				
Staples				

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  
 August 11, 2022

ST. LAWRENCE RIVER VALLEY REDEVELOPMENT AGENCY  
 Resolution No. RVR-22-08-09  
 August 4, 2022

**AUTHORIZING FUNDS THROUGH THE  
 ST LAWRENCE RIVER VALLEY REDEVELOPMENT AGENCY’S  
 COMMUNITY DEVELOPMENT & ENVIRONMENTAL IMPROVEMENT PROGRAM**

**WHEREAS**, the St. Lawrence River Valley Redevelopment Agency, in support of projects which enhance community development, environmental improvement, and employment opportunities in St. Lawrence County, set aside up to 5% of its unrestricted cash assets for a Community Development and Environmental Improvement Program (“CDEIP”), and

**WHEREAS**, the Agency has partnered with the St. Lawrence County Industrial Development Agency Local Development Corporation (“SLCIDA-LDC”) for the purpose of providing assistance to such projects, and

**WHEREAS**, the St. Lawrence River Valley Redevelopment Agency accepted applications for CDEIP funding assistance until April 15, 2022, and

**WHEREAS**, said funding will assist communities, not-for-profit organizations, institutions and other incorporated entities that are planning to undertake a project that will provide a clear and demonstrable community benefit,

**NOW, THEREFORE, BE IT RESOLVED** the St. Lawrence River Valley Redevelopment Agency authorizes the SLCIDA-LDC to allocate funds in the amounts and for the projects described in the attached document (Exhibit A).

Move:	Clark			
Second:	Kramer			
<b>VOTE</b>	<b>AYE</b>	<b>NAY</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
McNeil				X
Clark	X			
Forsythe	X			
Kramer	X			
Strait	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