

ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY
 Resolution No. IDA-23-06-21
 June 27, 2023

**AUTHORIZING AGREEMENT WITH THE VILLAGE OF MASSENA
 REGARDING FORMER MASSENA SCHOOL OF BUSINESS
 DOWNTOWN REVITALIZATION INITIATIVE PROJECT**

WHEREAS, the Village of Massena (“Village”) took title to the Former Massena School of Business (“School of Business”) property consisting of an approximately 47’ x 80’ vacant building located at 22 Main Street, tax map parcel 9.059-9-28 in the Village, from the County who had possession due to tax delinquency by a tax foreclosure proceedings for unpaid ad valorem real property taxes, and

WHEREAS, the St. Lawrence County Industrial Development Agency (“SLCIDA”) supports the redevelopment of the School of Business into a community space while preserving the Main Street façade and recognizes the importance of the project for safety and economic development in the Village and for St. Lawrence County; and

WHEREAS, Village of Massena was successful in applying for, and receiving, a Round 5 DRI designation in December 2021. As part of the DRI award, the Village and the SLCIDA worked together to propose a project for the redevelopment of the School of Business site; and

WHEREAS, the SLCIDA has experience developing or redeveloping properties and will provide bridge financing, project oversight and grant administration of the School of Business project; and

WHEREAS, the Village and the SLCIDA have created an agreement, attached to this Resolution, which outlines each parties’ responsibilities in regard to the redevelopment of the School of Business site,

NOW, THEREFORE, BE IT FURTHER RESOLVED by the St. Lawrence County Industrial Development Agency that the SLCIDA Chief Executive Officer is designated, authorized, empowered, and directed to execute the agreement regarding the redevelopment of the School of Business site with the Village of Massena.

Move:	Mr. LaBaff			
Second:	Mr. Reagen			
VOTE	AYE	NAY	ABSTAIN	ABSENT
Blevins				X
Hall	X			
LaBaff	X			
McMahon				X
Morrill	X			
Reagen	X			
Staples	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.

 Lori Sibley June 27, 2023

MEMORANDUM OF AGREEMENT (MOA)

This is an agreement between the Village of Massena and the St. Lawrence County Industrial Development Agency (“SLCIDA”).

I. PURPOSE & SCOPE

The purpose of this MOA is to clearly identify the roles and responsibilities of each party as they relate to the redevelopment of 22 Main Street, tax map parcel 9.059-9-28, formerly the Massena School of Business (“School of Business site”).

This MOA is intended to support the implementation of a Downtown Revitalization Initiative (“DRI”) grant application where the SLCIDA will act as the “developer” in so far as it is the authorized recipient of the DRI grant to be used for the benefit of the Village at the School of Business site.

II. BACKGROUND

New York State provides funding for the Downtown Revitalization Initiative and gave the Department of State and Empire State Development the responsibility of implementing this program for the purpose of revitalizing communities and stabilizing neighborhoods. An important goal of the Downtown Revitalization Initiative is to revitalize urban centers.

Municipalities, defined as cities, towns, and villages, have been invited to submit a Request for Funding Proposal for projects to demolish, deconstruct, rehabilitate and/or reconstruct vacant, abandoned, condemned and surplus properties. Additionally, funds can be used for site development needs related to such projects, including but not limited to, water, sewer, and parking, but not exclusively for site development.

Projects should be architecturally consistent with nearby and adjacent properties or in a manner consistent with the municipality’s local revitalization or urban development plan and were submitted to the Department of State and Empire State Development as part of the Strategic Investment Plan proposed for the Massena DRI by the Local Planning Committee tasked with creating a plan and recommending projects for DRI funding in 2022.

The Village of Massena was successful in applying for, and receiving, a Round 5 DRI designation in December 2021. As part of the DRI award, the Village and the SLCIDA worked together to propose a project for the redevelopment of the School of Business site. This project was approved for funding by Empire State Development through a “Downtown Revitalization Initiative Incentive Proposal” provided to the SLCIDA by Empire State Development dated February 21, 2023 (“Incentive Proposal”). This Incentive Proposal states the general terms, conditions, and requirements of the award for the School of Business site redevelopment award and is attached as Exhibit A to the MOA.

III. VILLAGE RESPONSIBILITIES UNDER THIS MOA

(Party A) shall undertake the following activities:

- Designate the SLCIDA as its Agent, authorizing site access and control for the purpose of demolition and rehabilitation of the School of Business site. The Village shall defend, indemnify and hold harmless the SLCIDA from and against all liabilities for damages or injuries to persons or property, regardless of cause, arising from or related to the demolition and rehabilitation of the School of Business site. It is understood that the while the SLCIDA is the bridge funding source for this project and that the DRI requires the SLCIDA to act as the “developer” of the project, it is the Village of Massena that will benefit from the demolition and rehabilitation of the School of Business site and not the SLCIDA.
- For the purposes of this Agreement, understand and agree that "Rehabilitation" shall mean structural repairs and stabilization of the facade, demolition of the remaining building to create a courtyard and access to public parking and the river walk.
- Village representatives will provide assistance and feedback on designs and finishes throughout this process.
- The Village shall not sell the School of Business site for at least a period of five (5) years after the completion of the project. If the site is sold within 5 years of project completion the Village shall immediately fully reimburse the SLCIDA for any funds recaptured by the State of New York from the SLCIDA pursuant to the terms of the DRI Incentive proposal and related contracts with the State of New York. The Village shall notify the SLCIDA in writing at least 60 days prior to offering the site for sale if such offering occurs within five (5) years of the project completion.

IV. SLCIDA RESPONSIBILITIES UNDER THIS MOA

(Party B) shall undertake the following activities:

- The SLCIDA shall be responsible for providing the bridge financing necessary for the Downtown Revitalization Initiative grant for the rehabilitation project at 22 Main Street, TMN 9.059-9-28 up to \$1,900,000 subject to the terms of the of the Incentive Proposal.
- The SLCIDA shall enter into and execute all grant agreements with Empire State Development Corporation.
- The SLCIDA shall submit reporting required by the ESD, including, but not limited to, information needed for quarterly M/WBE reports, semi-annual reports, payment requests, final report, and measurable results forms.
- Additional expenditures and work associated with the rehabilitation project beyond the \$1,900,000 DRI grant will not be funded by the SLCIDA. Any additional funding will be sought through other means.

V. IT IS MUTUALLY UNDERSTOOD AND AGREED BY AND BETWEEN THE PARTIES THAT

- This MOA shall only be effective relating to the Downtown Revitalization Initiative funding award for the School of Business site.
- This MOA shall terminate upon the completion of site rehabilitation work and/or notice of the IDA to the Village of Massena of the substantial completion of the work described in the Incentive Proposal.

VI. EFFECTIVE DATE AND SIGNATURE

This MOA shall be effective upon the signature of Gregory M. Paquin, Village of Massena Mayor, and Patrick J. Kelly, Chief Executive Officer, both being authorized officials. It shall be in force from June 27, 2023 to December 31, 2025 or until the rehabilitation has been completed, whichever is first.

Village of Massena and St. Lawrence County Industrial Development Agency indicate agreement with the terms outlined herein by this MOA by their signatures.

Signature page to follow: