

COUNTY OF FRANKLIN INDUSTRIAL DEVELOPMENT AGENCY
BOARD OF DIRECTORS MEETING
FEBRUARY 14, 2018 @ 10:00 AM
VILLAGE OFFICES
39 MAIN STREET, 2ND FLOOR, SARANAC LAKE, NY 12983

A G E N D A

REGULAR MEETING

ROLL CALL

PUBLIC COMMENT

APPROVAL OF PREVIOUS MEETING MINUTES (JANUARY 10 & 19, 2018)

BILLS AND COMMUNICATIONS

COMMITTEE REPORTS

TREASURER'S REPORT

OLD AND UNFINISHED BUSINESS

NEW BUSINESS

- RE-ADOPT ETHICS POLICY
- MCM DEVELOPMENT MALONE, LLC: **RESOLUTION No. 2018-01**: RESOLUTION OF THE COUNTY OF FRANKLIN INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") (i) ACCEPTING THE APPLICATION OF MCM DEVELOPMENT MALONE, LLC (THE "COMPANY") IN CONNECTION WITH A PROPOSED PROJECT (AS FURTHER DESCRIBED HEREIN); (ii) AUTHORIZING THE SCHEDULING AND CONDUCT OF A PUBLIC HEARING; AND (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY WITH RESPECT TO THE PROJECT
- CEO PRESENTATION OF 2018 GOALS
- 2018 SALARY EXECUTIVE ASSISTANT (ANTICIPATED EXECUTIVE SESSION)

PUBLIC COMMENT

DATE OF NEXT MEETING: MARCH 14, 2018 (MALONE)

ADJOURNMENT

COUNTY OF FRANKLIN INDUSTRIAL DEVELOPMENT AGENCY
BOARD OF DIRECTORS MEETINGS

WEDNESDAY, JANUARY 10, 2018
Malone, New York

ANNUAL MEETING

The Annual Meeting of the IDA began at 10:00 am and was convened by Jeremy Evans, CEO. The following people were present at roll call and upon Karamarie Morton's name being called, Andrea Dumas announced that she was temporarily filling in on the board at this time:

James Ellis
Melinda "Lindy" Ellis
Sherry Langdon
Justus Martin
David Yando
Jeremy Evans, CEO
Maria Bourgeois, Executive Assistant
Andrea Dumas, Franklin County Legislator
Frank DiFiore, Malone Telegram
Darren Gough, MCM Development
Michael Roesler, MCM Development
Absent: Rodrique Lauzon
Karamarie Morton

Following a request from Jeremy, Mr. Ellis for as former Governance Committee Chair proposed the following slate of officers for the IDA:

Justus Martin, Chair
James Ellis, Vice-Chair
David Yando, Secretary
Rodrique Lauzon, Treasurer

Motion to close nominations and to have the secretary cast a ballot to accept the slate of officers as presented made by Mr. Yando, seconded by Mr. Ellis. All in favor.

Chair Martin then appointed committees as follows:

Governance Committee

James Ellis, Chair
Melinda "Lindy" Ellis
Rodrique Lauzon

Audit & Finance Committee

Sherry Langdon, Chair
Melinda "Lindy" Ellis
David Yando

Facilities Committee

David Yando, Chair
Rodrique Lauzon
Karamarie Morton

Motion to close the Annual Meeting at 10:09 am made by Mr. Yando, seconded by Ms. Ellis. All in favor.

REGULAR MEETING

Chair Martin called the Regular Meeting of the IDA to order at 10:10 am. The following were present at Roll Call:

James Ellis
Melinda “Lindy” Ellis
Sherry Langdon
Justus Martin
David Yando
Jeremy Evans, CEO
Maria Bourgeois, Executive Assistant
Andrea Dumas, Franklin County Legislator
S. Russ Kinyon, Franklin County Economic Development Office (Left at 10:49 am)
Carl Sherwin, Franklin County Legislator (Arrived at 10:14 am/Left at 10:49 am)
Frank DiFiore, Malone Telegram (Left at 10:49 am)
Darren Gough, MCM Development (Left at 10:43 am)
Michael Roesler, MCM Development (Left at 10:43 am)
Absent: Rodrique Lauzon
Karamarie Morton

Mr. Martin welcomed the board and guests to the meeting, then asked if there was public comment.

Public Comment Period: Mr. Roesler and Mr. Gough congratulated all the new officers and invited the entire board to go for a tour of the River Building following the meeting to see the progress. Mr. Kinyon wished everyone a Happy New Year.

Approval of Previous Meeting Minutes:

- The IDA board approved the Regular meeting minutes of December 12, 2017 on a motion by Ms. Ellis, seconded by Mr. Yando. All in favor.

Bills and Communications: None

Committee Reports: Ms. Ellis stated that the Governance Committee has made a number of suggestions to the board as to policies to adopt. Jeremy reviewed that we are re-adopting several policies to get on a different yearly cycle as well as five (5) new required/recommended policies. Recommended policies are the Credit Card Usage Policy, which is good practice to have in place and the Acquisition of Real Property Policy which although not required, the ABO stated that we need to have on our website. NYS made changes to IDAs in 2016 resulting in different policies or forms that IDAs were required to adopt. Our application was revised and posted in 2016 but there are three (3) other policies that need to be adopted to meet these requirements: 1) Agent/Project Agreement form – we need to adopt a standard template to use. 2) Project Recapture form which contains standard procedures for how the IDA recaptures or eliminates benefits if a project fails to meet goals. The Governance Committee recommends approval with one change to the last paragraph on page 2 – “full time employees shall mean shall mean” – strike the second “shall mean”. 3) Uniform Project Evaluation Policy – lays out procedures for identifying how we will review a project and the merits of and the Governance Committee

recommends approval on the condition that it is not in any conflict with our current UTEP policy.

Treasurer's Report: Jeremy reviewed the December 2017 financials with the board, and stated that beginning next month, the board will have a new report in their packets each month which will be a Budget Comparison Sheet, which will show expenditures to date as compared to the budget. This will provide the board with a better snapshot.

- Motion to accept the December 2017 financial reports by Mr. Ellis, seconded by Ms. Ellis. All in favor.

Old & Unfinished Business: None

New Business: Mr. Ellis wanted to thank Jeremy and Mr. Martin for putting the IDA on a fast track to get everything up to date and being able to make realistic decisions with due diligence. As a result, we are open to business and here to work with the County board.

- Motion to adopt the Mission Statement, Investment Policy, Disposition of Property Policy, Procurement Policy, Agent & Project Agreement Form, Property Acquisition Policy, and Credit Card Usage Policy for 2018 as presented made by Mr. Ellis, seconded by Mr. Yando. All in favor.
- Motion to conditionally approve the Recapture & Termination Policy with the removal of duplicate "shall mean" and to conditionally approve the Project Evaluation Policy pending review that there is not a conflict with our current UTEP Policy made by Mr. Ellis, seconded by Mr. Yando. All in favor.

Recessed IDA meeting at 10:28 am on a motion by Ms. Ellis, seconded by Mr. Yando. All in favor.

Reopened IDA meeting at 10:48 am on a motion by Ms. Ellis, seconded by Mr. Yando. All in favor.

Motion to enter Executive Session at 10:49 am for the purpose of discussing the employment history of a particular person and to discuss the proposed acquisition, sale or lease of property made by Mr. Ellis, seconded by Ms. Ellis.

Frank DiFiore, S. Russ Kinyon and Carl Sherwin left at this time.

Exited Executive Session at 11:28 am on a motion by Mr. Ellis, seconded by Ms. Ellis. All in favor.

Reopened IDA meeting at 11:28 am on a motion by Mr. Ellis, seconded by Mr. Yando. All in favor.

Motion to set a sale price of \$2,500 per acre at the Tupper Lake Business Park for undeveloped land made by Mr. Ellis, seconded by Ms. Ellis. All in favor.

Motion to have a special meeting at 10 am on Friday, January 19, 2018 at the IDA offices in Malone for the sole purpose of entering into Executive Session to discuss matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person made by Mr. Ellis, seconded by Ms. Ellis. All in favor.

Adjournment: After stating that the next regular meeting of the IDA is scheduled to be held on Wednesday, February 14, 2018 at 10 am at the Village Offices in Saranac Lake and with no other business to conduct, Mr. Martin adjourned the meeting at 11:32 am on a motion by Mr. Ellis, seconded by Mr. Yando. All in favor.

COUNTY OF FRANKLIN INDUSTRIAL DEVELOPMENT AGENCY
BOARD OF DIRECTORS MEETINGS

FRIDAY, JANUARY 19, 2018
Malone, New York

SPECIAL MEETING

Chair Martin called the Special Meeting of the IDA to order at 10 am. The following were present at Roll Call:

Andrea Dumas (Left at 10:22 am)
James Ellis
Melinda "Lindy" Ellis
Sherry Langdon
Rodrique Lauzon
Justus Martin
David Yando
Jeremy Evans, CEO
Maria Bourgeois, Executive Assistant

Mr. Martin welcomed Andrea Dumas as our newest member and everyone else to the meeting and stated that this meeting is for the sole purpose of entering into Executive Session for two reasons as per below:

- 1) to discuss matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person
- 2) to discuss the acquisition or sale of property

Motion to enter into Executive Session at 10:00 am made by Mr. Ellis, seconded by Mr. Lauzon. All in favor.

Motion to exit Executive Session at 10:49 am made by Mr. Ellis, seconded by Mr. Lauzon. All in favor.

Mr. Ellis made motion that no action will be taken at this point with a second by Mr. Lauzon. All in favor.

Adjournment: With no other business to conduct, Mr. Martin adjourned the IDA meeting at 10:50 am on a motion by Mr. Ellis, seconded by Mr. Lauzon. All in favor.

INITIAL PROJECT RESOLUTION
(MCM Development Malone, LLC Project)

A regular meeting of the County of Franklin Industrial Development Agency was convened on Wednesday February 14, 2018, at 10:00 a.m. at 39 Main Street, Suite 9, Saranac Lake, New York.

The meeting was called to order by the Chairman, with the following members being:

PRESENT:

ABSENT:

THE FOLLOWING PERSONS WERE ALSO PRESENT:

On motion duly made and seconded, the following resolution was placed before the members of the County of Franklin Industrial Development Agency:

Resolution No. 2018 - 01

RESOLUTION OF THE COUNTY OF FRANKLIN INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") (i) ACCEPTING THE APPLICATION OF MCM DEVELOPMENT MALONE, LLC (THE "COMPANY") IN CONNECTION WITH A PROPOSED PROJECT (AS FURTHER DESCRIBED HEREIN); (ii) AUTHORIZING THE SCHEDULING AND CONDUCT OF A PUBLIC HEARING; AND (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY WITH RESPECT TO THE PROJECT

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 453 of the Laws of 1970 of the State of New York, as amended (hereinafter collectively called the "Act"), the **COUNTY OF FRANKLIN INDUSTRIAL DEVELOPMENT AGENCY** (hereinafter called "Agency") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, **MCM DEVELOPMENT MALONE, LLC**, for itself and/or on behalf of an entity or entities to be formed (collectively, the "Company"), has submitted an application to the Agency requesting the Agency's assistance with a certain project (the "Project") consisting of (i) the appointment of the Company as agent of the Agency to undertake the redevelopment of existing structures located at 399-403 East Main Street, Malone, New York consisting principally of (a) an approximately 23,000 square foot multi-story and vacant building located at 399 East Main Street, and (b) an approximately 20,000 square foot multi-story and vacant building located at 403 East Main Street, along with related infrastructure improvements (the "Existing Improvements"); (ii) the demolition and rehabilitation of portions of the Existing Improvements and the planning, design, construction, operation and leasing by the Company of a multi-tenanted, mixed use redevelopment project that will include a restaurant facility, brew pub

facility, event space, commercial spaces and apartments, along with related building systems, elevator, windows, roof, electric and other utility improvements, signage, curbage, sidewalks, and landscaping improvements (collectively, the “Improvements”); (iii) the acquisition of and installation in and around the Existing Improvements and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the “Equipment” and, collectively with, the Land, the Existing Improvements and the Improvements, the “Facility”); and

WHEREAS, the Agency is contemplating providing financial assistance to the Company with respect to the Project (collectively, the “Financial Assistance”) in the form of an exemption from all State and local sales and use taxes with respect to qualifying personal property included in or incorporated into the Facility or used in the acquisition, construction or equipping of the Facility; and

WHEREAS, the Agency intends to describe the Project, accept the Application, describe the forms of Financial Assistance contemplated by the Agency and authorize the scheduling and conduct of public hearing(s) pursuant to and in accordance with the Act.

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

Section 1. Based upon the representations made by the Company to the Agency in the Application, the Agency hereby finds and determines that:

(A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(B) It is desirable and in the public interest for the Agency to appoint the Company as agent to undertake the Project; and

(C) Subject to the terms and conditions set forth within Section 4, hereof, the Agency has the authority to take the actions contemplated herein under the Act; and

(D) The action to be taken by the Agency will induce the Company to undertake the Project, thereby increasing employment opportunities in the Village of Malone, and otherwise furthering the purposes of the Agency as set forth in the Act; and

(E) The Project will not result in the removal of a facility or plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the “State”) to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Company’s Application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other facility or plant to a location outside the State and/or is

reasonably necessary to preserve the competitive position of the Project occupants in their respective industries.

Section 2. The proposed financial assistance being contemplated by the Agency includes an exemption from all state and local sales and use taxes with respect to the qualifying personal property included within the Project or used in the acquisition, construction or equipping of the Project.

Section 3. The Agency further authorizes the scheduling and conduct of a public hearing as required by Section 859-a of the Act (the “Public Hearing”).

Section 4. The Agency’s formal inducement to undertake the Project and approve the Financial Assistance shall be by one or more further resolutions of the Agency and shall be subject to the terms and conditions as are set forth therein.

Section 5. The Chairman, Vice Chairman and the Chief Executive Officer of the Agency are hereby authorized and directed to negotiate, but not execute, a certain Agent and Financial Assistance and Project Agreement (the “Agent Agreement”) and related documents to undertake Project and provide the Financial Assistance.

Section 6. Harris Beach PLLC, as Transaction Counsel for the Agency, is hereby authorized to work with counsel to the Company and others to prepare for submission to the Agency all documents necessary to conduct the Public Hearings and effect the authorization and undertaking of the Project.

Section 7. The Chairman, Vice Chairman and Chief Executive Officer of the Agency are hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 8. This Resolution shall take effect immediately.

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

	<i>YEA</i>	<i>NEA</i>	<i>ABSTAIN</i>	<i>ABSENT</i>
Justus Martin	[]	[]	[]	[]
James Ellis	[]	[]	[]	[]
David Yando	[]	[]	[]	[]
Melinda Ellis	[]	[]	[]	[]
Rodrique Lauzon	[]	[]	[]	[]
Sherry Langdon	[]	[]	[]	[]
Andrea Dumas	[]	[]	[]	[]

The Resolution was thereupon duly adopted.

STATE OF NEW YORK)
COUNTY OF FRANKLIN) SS:

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

That I have compared the annexed extract of minutes of the meeting of the County of Franklin Industrial Development Agency (the "Agency"), including the resolution contained therein, held on February 14, 2018, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

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

I FURTHER CERTIFY, that there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this ___ day of _____, 2018.

Secretary

[SEAL]

County of Franklin Industrial Development Agency
Balance Sheet Prev Year Comparison
As of January 31, 2018

	Jan 31, 18	Dec 31, 17	Jan 31, 17
ASSETS			
Current Assets			
Checking/Savings			
Community Bank Checking	429,910.79	441,304.11	363,072.60
St. Lawrence Gas Account	100.00	100.00	100.00
Total Checking/Savings	430,010.79	441,404.11	363,172.60
Accounts Receivable			
Accounts Receivable	944,000.00	954,000.00	1,265,100.00
Total Accounts Receivable	944,000.00	954,000.00	1,265,100.00
Other Current Assets			
Prepaid Insurance	23,694.07	23,694.07	15,987.52
Total Other Current Assets	23,694.07	23,694.07	15,987.52
Total Current Assets	1,397,704.86	1,419,098.18	1,644,260.12
Fixed Assets			
Accumulated Depreciation	-539,261.98	-539,261.98	-539,261.98
Buildings	1,285,948.16	1,285,948.16	1,285,948.16
Equipment	34,807.62	34,807.62	34,807.62
Land	154,794.26	154,794.26	154,794.26
Total Fixed Assets	936,288.06	936,288.06	936,288.06
Other Assets			
Deferred Outflows - ERS	76,148.00	76,148.00	76,148.00
Total Other Assets	76,148.00	76,148.00	76,148.00
TOTAL ASSETS	<u>2,410,140.92</u>	<u>2,431,534.24</u>	<u>2,656,696.18</u>
LIABILITIES & EQUITY			
Liabilities			
Current Liabilities			
Accounts Payable	0.00	1,555.88	223.59
Credit Cards			
First BankCard	236.98	315.91	0.00
Total Credit Cards	236.98	315.91	0.00
Other Current Liabilities			
Compensated Absences	889.29	889.29	889.29
Employer Taxes	-40.77	-40.77	0.00
Pension Liability	57,180.00	57,180.00	57,180.00
Retirement (414H)	-3,223.38	-3,223.38	-3,223.38
Total Other Current Liabilities	54,805.14	54,805.14	54,845.91
Total Current Liabilities	55,042.12	56,676.93	55,069.50
Long Term Liabilities			
Deferred Inflow - ERS	6,902.00	6,902.00	6,902.00
Total Long Term Liabilities	6,902.00	6,902.00	6,902.00
Total Liabilities	61,944.12	63,578.93	61,971.50
Equity			
Retained Earnings	2,367,955.31	2,600,923.28	2,600,923.28
Net Income	-19,758.51	-232,967.97	-6,198.60
Total Equity	2,348,196.80	2,367,955.31	2,594,724.68
TOTAL LIABILITIES & EQUITY	<u>2,410,140.92</u>	<u>2,431,534.24</u>	<u>2,656,696.18</u>

County of Franklin Industrial Development Agency

Profit & Loss Prev Year Comparison

02/01/18

January 2018

Accrual Basis

	Jan 18	Dec 17	Jan 17	Jan 18
Ordinary Income/Expense				
Income				
NON-OPERATING INCOME				
Interest Earnings	44.57	46.74	3.29	44.57
Total NON-OPERATING INCOME	44.57	46.74	3.29	44.57
OPERATING INCOME				
Charges for Services				
Application Fees (Bond & PILOT)	500.00	0.00	0.00	500.00
Total Charges for Services	500.00	0.00	0.00	500.00
Rental Income				
Gleaning Warehouse	2,916.66	1,458.33	0.00	2,916.66
Rental Income - Other	0.00	0.00	2,916.66	0.00
Total Rental Income	2,916.66	1,458.33	2,916.66	2,916.66
Total OPERATING INCOME	3,416.66	1,458.33	2,916.66	3,416.66
Total Income	3,461.23	1,505.07	2,919.95	3,461.23
Expense				
Depreciation	0.00	0.00	2,794.95	0.00
Miscellaneous Expenses	0.00	25.00	11.90	0.00
OPERATING EXPENDITURES				
Contractual Services				
Association Dues	350.00	0.00	286.69	350.00
Business Insurances				
Insurance	-15.48	-211.31	-394.06	-15.48
Business Insurances - Other	-391.66	590.38	0.00	-391.66
Total Business Insurances	-407.14	379.07	-394.06	-407.14
Conferences, Travel & Training	0.00	762.80	667.50	0.00
Internet & Phone	252.26	252.26	225.49	252.26
Office Rent	1,161.30	1,161.30	1,161.30	1,161.30
Payroll Service Contract	303.46	183.96	277.42	303.46
Service Contracts/Subscriptions	1,086.85	4,272.80	100.00	1,086.85
Total Contractual Services	2,746.73	7,012.19	2,324.34	2,746.73
Employee Benefits				
Health Insurance	3,865.48	3,836.96	-210.82	3,865.48
Payroll Taxes	842.20	708.10	298.48	842.20
Total Employee Benefits	4,707.68	4,545.06	87.66	4,707.68
Salaries	9,410.00	9,256.16	3,192.32	9,410.00
Supplies & Materials				
General Office Supplies	236.98	0.00	0.00	236.98
Postage	0.00	0.00	0.00	0.00
Total Supplies & Materials	236.98	0.00	0.00	236.98
Total OPERATING EXPENDITURES	17,101.39	20,813.41	5,604.32	17,101.39
OTHER NON-OPERATING EXPENSES				
Bombay Factory	1,620.89	133.63	147.93	1,620.89
Bombay Warehouse	1,404.96	62.08	59.45	1,404.96
Chateaugay Business Park	500.00	248.53	500.00	500.00
Gleaning Warehouse	0.00	700.32	0.00	0.00
Tupper Lake Business Park	0.00	4.75	0.00	0.00
Total OTHER NON-OPERATING EXPENSES	3,525.85	1,149.31	707.38	3,525.85

County of Franklin Industrial Development Agency
Profit & Loss Prev Year Comparison
January 2018

	<u>Jan 18</u>	<u>Dec 17</u>	<u>Jan 17</u>	<u>Jan 18</u>
Prof. Services for Review	2,592.50	2,530.00	0.00	2,592.50
Total Expense	23,219.74	24,517.72	9,118.55	23,219.74
Net Ordinary Income	-19,758.51	-23,012.65	-6,198.60	-19,758.51
Net Income	<u>-19,758.51</u>	<u>-23,012.65</u>	<u>-6,198.60</u>	<u>-19,758.51</u>

COUNTY OF FRANKLIN 
INDUSTRIAL DEVELOPMENT AGENCY

10 ELM STREET – SUITE 2
MALONE, NEW YORK 12953
TEL: (518) 483-9472

IDA LEASE REPORT
JANUARY 31, 2018

Lease Date	Company	Amount Owning 1/31/18	Term	Lease Payment	Last Paid Date	Status
1/1/15	JCEO	\$0.00	Month-to-Month	\$1,458.33	1/2/18 & 1/29/18	In Effect
	Total:	\$0.00				

FRANKLIN COUNTY LOCAL DEVELOPMENT CORPORATION

BOARD OF DIRECTORS MEETING

FEBRUARY 14, 2018 @ 10:00 AM

VILLAGE OFFICES

39 MAIN STREET, 2ND FLOOR, SARANAC LAKE, NY 12983

A G E N D A

REGULAR MEETING

ROLL CALL

PUBLIC COMMENT

APPROVAL OF PREVIOUS MEETING MINUTES (JANUARY 10, 2018)

BILLS AND COMMUNICATIONS

COMMITTEE REPORTS

TREASURER'S REPORT

OLD AND UNFINISHED BUSINESS

NEW BUSINESS

PUBLIC COMMENT

DATE OF NEXT MEETING: MARCH 14, 2018 (MALONE)

ADJOURNMENT

UNAPPROVED

FRANKLIN COUNTY LOCAL DEVELOPMENT CORPORATION
BOARD OF DIRECTORS MEETINGS

WEDNESDAY, JANUARY 10, 2018
Malone, New York

ANNUAL MEETING

The Annual Meeting of the LDC began at 10:29 am and was convened by Jeremy Evans, CEO. The following people were present at roll call:

James Ellis
Melinda "Lindy" Ellis
Sherry Langdon
Justus Martin
David Yando
Jeremy Evans, CEO
Maria Bourgeois, Executive Assistant
Andrea Dumas, Franklin County Legislator
S. Russ Kinyon, Franklin County Economic Development Office
Carl Sherwin, Franklin County Legislator
Frank DiFiore, Malone Telegram
Darren Gough, MCM Development
Michael Roesler, MCM Development
Absent: Rodrique Lauzon
Karamarie Morton

Following a request from Jeremy, Mr. Ellis as former Governance Committee Chair proposed the following slate of officers for the LDC:

Justus Martin, Chair
James Ellis, Vice-Chair
David Yando, Secretary
Rodrique Lauzon, Treasurer

Motion to close nominations and to have the secretary cast a ballot to accept the slate of officers as presented made by Mr. Yando, seconded by Mr. Ellis. All in favor.

Chair Martin then appointed committees as follows:

Governance Committee

James Ellis, Chair
Melinda "Lindy" Ellis
Rodrique Lauzon

Audit & Finance Committee

Sherry Langdon, Chair
Melinda "Lindy" Ellis
David Yando

Loan Committee

Sherry Langdon, Chair
James Ellis
Karamarie Morton

Motion to close the Annual Meeting at 10:32 am made by Mr. Ellis, seconded by Ms. Ellis. All in favor.

REGULAR MEETING

Chair Martin called the Regular Meeting of the LDC to order at 10:32 am. The following were present at Roll Call:

James Ellis
Melinda "Lindy" Ellis
Sherry Langdon
Justus Martin
David Yando
Jeremy Evans, CEO
Maria Bourgeois, Executive Assistant
Andrea Dumas, Franklin County Legislator
S. Russ Kinyon, Franklin County Economic Development Office
Carl Sherwin, Franklin County Legislator
Frank DiFiore, Malone Telegram
Darren Gough, MCM Development
Michael Roesler, MCM Development
Absent: Rodrique Lauzon
Karamarie Morton

Mr. Martin welcomed everyone to the meeting.

Public Comment Period: Mr. Sherwin said he was happy to be here.

Approval of Previous Meeting Minutes:

- The LDC board approved the Regular meeting minutes of December 12, 2017 on a motion by Ms. Ellis, seconded by Mr. Yando. All in favor.

Bills and Communications: None

Committee Reports: Jeremy informed the board that there are currently two (2) pending loan applications that haven't gone to the loan committee yet.

MCM Development: Because MCM Development is present, Jeremy informed the board that we continue to move forward on closing this loan. The final outstanding condition/requirement was to have an appraisal done on the property prior to closing, but because it is difficult and costly to have a full appraisal, Jeremy and LDC Corporate Counsel felt that a broker's price opinion from a licensed real estate broker would be sufficient. This has been completed and we have everything needed to close the loan.

- Motion to change the wording on the contract to state that a broker's price opinion would be accepted instead of a full real estate appraisal made by Ms. Ellis, seconded by Mr. Yando. All in favor.

Treasurer's Report: Jeremy reviewed the December 2017 financials with the board, noting the loan portfolio is doing well.

- Motion to accept the December 2017 financial reports by Ms. Langdon, seconded by Mr. Ellis. All in favor.

Old & Unfinished Business: None

New Business: Jeremy reminded the board that we are re-adopting three (3) policies and the Mission Statement to get on a different yearly cycle.

- Motion to adopt the Mission Statement, Investment Policy, Disposition of Property Policy and Procurement Policy for 2018 as presented made by Mr. Ellis, seconded by Ms. Ellis. All in favor.

Adjournment: After stating that the next regular meeting of the LDC is scheduled to be held on Wednesday, February 14, 2018 at 10 am at the Village Offices in Saranac Lake and with no other business to conduct, Mr. Martin adjourned the meeting at 10:43 am on a motion by Mr. Ellis, seconded by Mr. Yando. All in favor.

Franklin County Local Development Corporation
Balance Sheet Prev Year Comparison
As of January 31, 2018

	<u>Jan 31, 18</u>	<u>Dec 31, 17</u>	<u>Jan 31, 17</u>
ASSETS			
Current Assets			
Checking/Savings			
Community Bank	2,713,459.39	2,816,617.35	2,694,711.46
Total Checking/Savings	<u>2,713,459.39</u>	<u>2,816,617.35</u>	<u>2,694,711.46</u>
Accounts Receivable			
Accounts Receivable	1,039,981.89	933,106.20	1,018,600.53
Total Accounts Receivable	<u>1,039,981.89</u>	<u>933,106.20</u>	<u>1,018,600.53</u>
Other Current Assets			
Loans Receivable			
Allowance for Loans Receivable	-278,108.44	-278,108.44	-278,108.44
Total Loans Receivable	<u>-278,108.44</u>	<u>-278,108.44</u>	<u>-278,108.44</u>
Total Other Current Assets	<u>-278,108.44</u>	<u>-278,108.44</u>	<u>-278,108.44</u>
Total Current Assets	<u>3,475,332.84</u>	<u>3,471,615.11</u>	<u>3,435,203.55</u>
Fixed Assets			
Accumulated Depreciation	-7,552.40	-7,552.40	-7,552.40
Computer Equipment	7,552.40	7,552.40	7,552.40
Total Fixed Assets	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
TOTAL ASSETS	<u><u>3,475,332.84</u></u>	<u><u>3,471,615.11</u></u>	<u><u>3,435,203.55</u></u>
LIABILITIES & EQUITY			
Liabilities			
Current Liabilities			
Other Current Liabilities			
Deferred Revenue	400,632.88	400,632.88	400,632.88
Total Other Current Liabilities	<u>400,632.88</u>	<u>400,632.88</u>	<u>400,632.88</u>
Total Current Liabilities	<u>400,632.88</u>	<u>400,632.88</u>	<u>400,632.88</u>
Total Liabilities	<u>400,632.88</u>	<u>400,632.88</u>	<u>400,632.88</u>
Equity			
Opening Bal Equity	1,027,691.20	1,027,691.20	1,027,691.20
Retained Earnings	2,043,291.03	2,002,923.43	2,002,923.43
Net Income	3,717.73	40,367.60	3,956.04
Total Equity	<u>3,074,699.96</u>	<u>3,070,982.23</u>	<u>3,034,570.67</u>
TOTAL LIABILITIES & EQUITY	<u><u>3,475,332.84</u></u>	<u><u>3,471,615.11</u></u>	<u><u>3,435,203.55</u></u>

Franklin County Local Development Corporation
Profit & Loss Prev Year Comparison
January 2018

	<u>Jan 18</u>	<u>Dec 17</u>	<u>Jan 17</u>	<u>Jan 18</u>
Ordinary Income/Expense				
Income				
Interest - Bank	284.81	286.64	22.77	284.81
Interest - Loan	3,432.92	4,144.99	3,938.27	3,432.92
Miscellaneous Income	0.00	0.00	0.00	0.00
Total Income	<u>3,717.73</u>	<u>4,431.63</u>	<u>3,961.04</u>	<u>3,717.73</u>
Expense				
Loan Processing Expense				
Bank Service Fees	0.00	0.00	5.00	0.00
Total Loan Processing Expense	<u>0.00</u>	<u>0.00</u>	<u>5.00</u>	<u>0.00</u>
Total Expense	<u>0.00</u>	<u>0.00</u>	<u>5.00</u>	<u>0.00</u>
Net Ordinary Income	<u>3,717.73</u>	<u>4,431.63</u>	<u>3,956.04</u>	<u>3,717.73</u>
Net Income	<u><u>3,717.73</u></u>	<u><u>4,431.63</u></u>	<u><u>3,956.04</u></u>	<u><u>3,717.73</u></u>

FRANKLIN COUNTY
 LOCAL DEVELOPMENT CORPORATION
 10 ELM STREET – SUITE 2
 MALONE, NEW YORK 12953
 TEL: (518) 483-9472

**FRANKLIN COUNTY LDC REVOLVING LOAN FUND
 JANUARY 31, 2018**

Closing Date	Company	Original Loan Amount	Principal Balance 1/31/18	Rate	Term	Last Payment	Last Paid Date	Status*
2/16/07	Asept Pak, Inc.	\$400,000.00	\$307,688.04	5.25%	Modified	\$4,525.66	1/2/18	U
12/31/08	Asept Pak, Inc.	\$735,000.73	\$287,281.84	4.80%	Modified	\$12,000.00	1/2/18	U
9/21/09	Asept Pak, Inc.	\$250,000.00	\$157,255.16	5.25%	Modified	\$2,349.28	1/2/18	U
5/27/10	Branch Commercial Development	\$250,000.00	\$70,655.71	5.25%	10 years	\$2,682.29	1/29/18	S
1/19/18	MCM Development Malone LLC	\$125,000.00	\$125,000.00	6.25%	10 years	NA	NA	NA
5/22/17	The Hub**	\$30,000.00	\$27,631.43	6.00%	7 years	\$1,314.78	10/6 & 17/17	S
7/24/17 10/6/17	The Hub** (\$55K Loan)	\$55,000.00	\$52,377.05	6.00%	10 years	\$1,831.83	10/6 & 17/17	S
7/30/04	WiseBuys Stores, Inc.	\$250,000.00	\$12,092.66	N/A	Modified	\$1,000.00	11/20/17	U
Total		\$2,095,000.73	\$1,039,981.89					

***Status Key:**

S = Satisfactory

U = Unsatisfactory

** The Hub made payments for 3 months – will not be due for another payment until February 1, 2018.