

COUNTY OF FRANKLIN INDUSTRIAL DEVELOPMENT AGENCY
BOARD OF DIRECTORS MEETING
JANUARY 14, 2015 @ 4:00 PM
IDA OFFICES, 10 ELM STREET, SUITE 2, MALONE, NEW YORK 12953

A G E N D A

ANNUAL MEETING

ROLL CALL

- NOMINATIONS AND ELECTION OF OFFICERS
- APPOINTMENT OF COMMITTEES (GOVERNANCE, AUDIT & FINANCE)

REGULAR MEETING

ROLL CALL

APPROVAL OF PREVIOUS MEETING MINUTES (DECEMBER 17, 2014)

BILLS AND COMMUNICATIONS

COMMITTEE REPORTS

TREASURER'S REPORT

OLD AND UNFINISHED BUSINESS

- CEDS UPDATE
- JCEO – GLEANING WAREHOUSE
- McCADAM/AGRI-MARK

NEW BUSINESS

- 2014 AUDIT

DATE OF NEXT MEETING: FEBRUARY 11, 2015

ADJOURNMENT

COUNTY OF FRANKLIN INDUSTRIAL DEVELOPMENT AGENCY
BOARD OF DIRECTORS MEETING

WEDNESDAY, DECEMBER 17, 2014
Malone, New York

Chair Child called the Regular Meeting of the IDA to order at 4:00 pm. The following were present at Roll Call:

John Child, Chair
Andrew Schrader, Vice-Chair
Justus Martin, Secretary
Earl LaVoie, Director
John Tubbs, CEO
Maria Bourgeois, Executive Assistant
Paul Cantwell, Agency Counsel
EJ Conzola II, Malone Telegram
Don Dabiew, Franklin County Legislator (arrived at 4:14 pm)
Absent: Robert Gillis, Treasurer
Timothy Burpoe, Assistant Treasurer
David Roach, Assistant Secretary

Mr. Child informed the board that Robert Gillis, Timothy Burpoe and David Roach were not able to be at today's meeting, and welcomed Mr. Conzola.

Approval of Previous Meeting Minutes:

- The IDA board approved the Regular meeting minutes of November 12, 2014 on a motion by Mr. Schrader, seconded by Mr. LaVoie. All in favor.

Bills and Communications:

- Mr. Child informed the board that we have received two new appointments to the board from the Franklin County Legislature to replace members Timothy Burpoe and David Roach as of January, 2015.
 - Legislator Jones (District #2) appointed Andrea Dumas on 12/4/14
 - Legislator Rice (District #7) appointed Paul J. Ellis on 12/4/14

Committee Reports:

- Nominating Committee: Mr. Child appointed Mr. Schrader (Chair), Mr. Gillis and Mr. LaVoie.
- Governance Committee: Mr. Schrader explained that the Governance Committee has been conducting the Board Self-Evaluation and he is waiting for a couple more forms to complete the summary. The document will then be submitted to the Authorities Budget Office (ABO).
- Audit & Finance Committee: John informed the board that an RFP has been issued for 2014 Audit Services as we were informed that our current CPA will no longer be available to conduct our annual audit.

Treasurer's Report: John reviewed the November 2014 financials and Lease Report with the board, explaining that it was a standard month except for the annual payment to the NYS Retirement system. He added that following the sale of Cleyn & Tinker in December, there will be a financial impact because we will pay it out to the LDC. Finally, he said that the Agri-Mark PILOT was delayed as they were waiting for the regional council awards to be made. They received an award of \$2M and their board is meeting this week. Agency Fees received from this PILOT are not expected until 2015.

- Motion to accept the November 2014 financial reports by Mr. LaVoie, seconded by Mr. Schrader. All in favor.

Old & Unfinished Business:

- CEDS Update: John provided the board with an update on the CEDS, explaining that we are having the final roll out in a Public Forum tomorrow, December 18th. There is a new Economic Development Office structure being presented for delivering all the goals and strategies of the CEDS. This concept is new to Franklin County and will take some work to put into place. The structure would include advisory committees related to the goals and strategies in the CEDS, along with departments for carrying them out.

A proposed \$75,000 line item in the 2015 Franklin County Budget would be used to analyze how to build this structure and staff it, etc. The Legislature's Economic Development and Planning Committee would establish an Advisory Board for this purpose, which would work with a smaller CEDS group. The IDA's next step with the CEDS is to present the final document to the Legislature for adoption in January and finally, to send it to the Economic Development Administration. Doing this opens up opportunities for the County to apply for federal funds for infrastructure and other economic development projects. Mr. Child encouraged the board to review the entire document.

- Cleyn & Tinker Update: The closing was on December 3, 2014 and it sold for \$420,000. This amount is being applied to the outstanding LDC loan to the IDA for purchase of this building, and there will be a deficiency balance of approximately \$237,000. The IDA would like the LDC to approve a modification to the Promissory Note, allowing the IDA to pay the remaining balance from additional future income.

Don Dabiew arrived at this time (4:14 pm).

Motion to enter into Executive Session at 4:15 pm to discuss the proposed sale or lease of the IDA's warehouse building in the Malone Industrial Park to JCEO and possible implications for the value of the property made by Mr. Schrader, seconded by Mr. LaVoie. All in favor.

Motion to exit Executive Session at 4:34 pm made by Mr. Schrader, seconded by Mr. Martin. All in favor. No action was taken.

- JCEO Lease: The board consensus is to offer to lease the warehouse on a month-to-month basis.

New Business:

- 2015 Priorities: John reviewed the 2015 Priorities with the board, stating that marketing will be significant this coming year and that we have a contract with Electric Strategies in Ottawa, who recently began a pay-per-click campaign as well as a direct mailing campaign to Quebec and Ontario. Although we have had only had one response from pay-per-click to date, we

have had four calls from existing manufacturing businesses in Canada as a result of the direct mail campaign, including a skin care company, a food company, a steel parts manufacturing company and an apparel/fitness gear company. We will continue to keep the board updated.

- REDC Awards: John explained that several companies we are working with received awards through the Regional Council and that we will continue to work with each, adding that some were disappointed and others were elated.

Adjournment: After stating that the next regular meeting of the IDA is scheduled to be held on Wednesday, January 14, 2015 at 4 p.m. at the IDA Offices in Malone and with no other business to conduct, Mr. Child adjourned the meeting at 4:41 pm on a motion by Mr. Schrader, seconded by Mr. Martin. All in favor.

County of Franklin Industrial Development Agency
Balance Sheet Prev Year Comparison
 As of December 31, 2014

	Dec 31, 14	Nov 30, 14	Dec 31, 13
ASSETS			
Current Assets			
Checking/Savings			
Community Bank Checking	388,804.49	419,178.30	704,369.52
St. Lawrence Gas Account	100.00	100.00	100.00
Total Checking/Savings	388,904.49	419,278.30	704,469.52
Accounts Receivable			
Accounts Receivable	10,990.25	22,449.32	5,168.00
Total Accounts Receivable	10,990.25	22,449.32	5,168.00
Other Current Assets			
Prepaid Insurance	7,855.32	10,488.37	0.00
Total Other Current Assets	7,855.32	10,488.37	0.00
Total Current Assets	407,750.06	452,215.99	709,637.52
Fixed Assets			
Accumulated Depreciation	-469,501.58	-530,198.58	-530,198.58
Buildings	1,285,948.16	1,789,545.16	1,789,545.16
Equipment	34,807.62	34,807.62	34,807.62
Land	154,794.26	154,794.26	154,794.26
Total Fixed Assets	1,006,048.46	1,448,948.46	1,448,948.46
TOTAL ASSETS	<u>1,413,798.52</u>	<u>1,901,164.45</u>	<u>2,158,585.98</u>
LIABILITIES & EQUITY			
Liabilities			
Current Liabilities			
Accounts Payable			
Accounts Payable	0.00	17,460.62	1,574.05
Total Accounts Payable	0.00	17,460.62	1,574.05
Other Current Liabilities			
Payroll Liabilities	-105.54	-105.54	0.00
Total Other Current Liabilities	-105.54	-105.54	0.00
Total Current Liabilities	-105.54	17,355.08	1,574.05
Long Term Liabilities			
Note LDC	237,282.87	657,282.87	657,282.87
Total Long Term Liabilities	237,282.87	657,282.87	657,282.87
Total Liabilities	237,177.33	674,637.95	658,856.92
Equity			
Retained Earnings	1,499,729.06	1,499,729.06	1,575,786.46
Net Income	-323,107.87	-273,202.56	-76,057.40
Total Equity	1,176,621.19	1,226,526.50	1,499,729.06
TOTAL LIABILITIES & EQUITY	<u>1,413,798.52</u>	<u>1,901,164.45</u>	<u>2,158,585.98</u>

County of Franklin Industrial Development Agency
Profit & Loss Prev Year Comparison
December 2014

01/06/15

Accrual Basis

	Dec 14	Nov 14	Dec 13	Jan - Dec ...
Ordinary Income/Expense				
Income				
Application Fees (Bond & PILOT)	0.00	0.00	0.00	500.00
Civic Development Corporation G	0.00	0.00	268,125.00	0.00
Gain on the sale of fixed asset	23,418.00	0.00	0.00	18,496.75
Interest Income	5.24	3.68	6.09	58.31
Miscellaneous Income	0.00	0.00	0.00	2,135.00
Rental Income	0.00	0.00	140.00	420.00
Total Income	23,423.24	3.68	268,271.09	21,610.06
Expense				
Advertising	0.00	0.00	0.00	338.97
Depreciation	46,318.00	0.00	46,292.00	46,318.00
Dues/Subscriptions/Conferences	434.00	1,000.00	205.40	2,241.89
Fringe Benefits				
Health Insurance	3,620.06	3,593.18	-1,485.71	42,465.78
Retirement	0.00	18,855.00	30,737.00	18,855.00
Unemployment Insurance	0.00	0.00	0.00	17.85
Total Fringe Benefits	3,620.06	22,448.18	29,251.29	61,338.63
Insurance	1,306.25	1,110.42	-3,895.29	6,282.39
Marketing	0.00	0.00	0.00	9,638.10
Miscellaneous Expenses	0.00	0.00	0.00	150.00
Office Expenses				
Cleaning Service	100.00	100.00	100.00	1,300.00
computer charges	0.00	0.00	0.00	75.00
Copier lease	0.00	0.00	194.00	2,540.00
Internet	226.69	228.34	1,086.98	2,290.10
Postage	15.99	15.99	21.68	-665.48
Printing	0.00	345.64	0.00	1,076.75
Rent/Lease	1,161.30	1,161.30	1,161.30	13,935.60
Supplies	302.39	470.27	368.00	2,375.36
Telephone	52.52	52.52	160.12	628.35
Water	0.00	11.90	11.90	130.90
Total Office Expenses	1,858.89	2,385.96	3,103.98	23,686.58
Operations				
Bombay Brownfield - Tru-Stitch	0.00	257.00	45.91	8,309.23
Bombay Brownfield - Warehouse	0.00	80.00	-1,039.09	752.91
CEDS	0.00	0.00	0.00	627.05
Chateaugay Park	0.00	0.00	0.00	734.37
Cleyn and Tinker building	-163.88	300.35	11,951.12	14,821.11
Gildan Activewear	1,920.03	482.16	0.00	25,279.78
Gleaning Warehouse	0.00	0.00	0.00	1,171.91
Tupper Lake Industrial Park	0.00	0.00	0.00	3.06
Total Operations	1,756.15	1,119.51	10,957.94	51,699.42
Payroll Expenses	697.32	697.32	671.04	9,389.62
Payroll Processing	160.14	160.14	153.26	2,174.67
Professional Services	7,975.00	0.00	0.00	11,275.00
Travel	87.36	0.00	1,513.08	1,718.99
Wages	9,115.38	9,115.38	8,771.54	118,465.67
Total Expense	73,328.55	38,036.91	97,024.24	344,717.93
Net Ordinary Income	-49,905.31	-38,033.23	171,246.85	-323,107.87
Other Income/Expense				
Other Expense	0.00	0.00	0.00	0.00
Net Other Income	0.00	0.00	0.00	0.00
Net Income	-49,905.31	-38,033.23	171,246.85	-323,107.87

COUNTY OF FRANKLIN

INDUSTRIAL DEVELOPMENT AGENCY

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

IDA LEASE REPORT DECEMBER 31, 2014

Lease Date	Company	Amount Owning 12/31/14	Term	Lease Payment	Last Paid Date	Status
7/1/2014	JCEO	\$0.00	Through December 2014	\$0.00	N/A	In Effect
N/A	Wood & Wicker	\$4,918.00	N/A	\$250.00	1/17/14	Slow Pay – Lease terminated on 2/23/12
Total:		\$4,918.00				

January 5th, 2015

Legal Memorandum to Franklin County IDA regarding sale or lease of 43 Valco Drive, Malone NY property.

The property overview of this property accurately describes how the IDA became the owner of this property, according to my research. Prior to the IDA (Lessor) and ComLinks (Lessee) entering into the Lease for the period of October 1, 2008 through October 1, 2011, Kirk Gagnier, Esq. attorney for ComLinks and myself did extensive research about the title issue and could find no records either in the County Clerk's office, or in either organizations' records, which would indicate that the IDA was not the owner of this property. We did find letters from Brian Cassini of ComLinks to Stephen Dutton, then Executive Director of the IDA, and from Stephen Dutton to New York State Department of Health that clearly indicated that the Lease between the parties in 2001 was not a "direct Lease to purchase agreement."

It is my opinion that if the IDA was to transfer the property to the JCEO that under the provisions of the New York State Public Authorities Law, Section 2896 and 2897, the IDA Board would have to provide an Explanatory Notice to the NY Director of Budget, NY Commissioner of the Office of General Services, New York State Senator Speaker, New York State Assembly Temporary President, and the New York State Authorities Budget Office, any of whom could object to the sale within the 90 day notice period. The IDA has obtained an appraisal from a certified MAI appraiser within the past several years, and is currently having an update reappraisal made and should base any sale on such appraisal.

The IDA is required by the Public Authorities Law to make an annual report to the Authorities Budget Office regarding any real property it might own. The IDA Board has also obtained a report from the MAI appraiser showing the current fair rental value of this property and the Board has used this report in setting the lease payments in the offer to lease to JCEO.



Paul M. Cantwell, Esq.
IDA Attorney

FRANKLIN COUNTY LOCAL DEVELOPMENT CORPORATION
BOARD OF DIRECTORS MEETING
JANUARY 14, 2015 @ 4:00 PM
IDA OFFICES, 10 ELM STREET, SUITE 2, MALONE, NEW YORK 12953

A G E N D A

ANNUAL MEETING

ROLL CALL

- NOMINATIONS AND ELECTION OF OFFICERS
- APPOINTMENT OF COMMITTEES (GOVERNANCE, AUDIT & FINANCE)

REGULAR MEETING

ROLL CALL

APPROVAL OF PREVIOUS MEETING MINUTES (DECEMBER 17, 2014)

BILLS AND COMMUNICATIONS

COMMITTEE REPORTS

TREASURER'S REPORT

OLD AND UNFINISHED BUSINESS

NEW BUSINESS

- 2014 AUDIT
- MARKETING CONTRACT WITH ELECTRIC STRATEGIES

DATE OF NEXT MEETING: FEBRUARY 11, 2015

ADJOURNMENT

FRANKLIN COUNTY LOCAL DEVELOPMENT CORPORATION
BOARD OF DIRECTORS MEETING

WEDNESDAY, DECEMBER 17, 2014
Malone, New York

Chair Child called the Regular Meeting of the LDC to order at 4:41 pm. The following were present at Roll Call:

John Child, Chair
Andrew Schrader, Vice-Chair
Justus Martin, Secretary
Earl LaVoie, Director
John Tubbs, CEO
Maria Bourgeois, Executive Assistant
Paul Cantwell, Corporate Counsel
EJ Conzola II, Malone Telegram
Don Dabiew, Franklin County Legislator
Absent: Robert Gillis, Treasurer
Timothy Burpoe, Assistant Treasurer
David Roach, Assistant Secretary

Mr. Child informed the board that Robert Gillis, Timothy Burpoe and David Roach were not able to be at today's meeting.

Approval of Previous Meeting Minutes:

- The LDC board approved the Regular meeting minutes of November 12, 2014 on a motion by Mr. Schrader, seconded by Mr. Martin. All in favor.

Bills and Communications:

- Mr. Child informed the board that we have received two new appointments to the board from the Franklin County Legislature to replace members Timothy Burpoe and David Roach as of January, 2015.
 - Legislator Jones (District #2) appointed Andrea Dumas on 12/4/14
 - Legislator Rice (District #7) appointed Paul J. Ellis on 12/4/14

Committee Reports:

- Nominating Committee: Mr. Child appointed Mr. Schrader (Chair), Mr. Gillis and Mr. LaVoie.
- Governance Committee: Mr. Schrader explained that the Governance Committee has been conducting the Board Self-Evaluation and he is waiting for a couple more forms to complete the summary. The document will then be submitted to the Authorities Budget Office (ABO).
- Audit & Finance Committee: John informed the board that an RFP has been issued for 2014 Audit Services as we were informed that our current CPA will no longer be available to conduct our annual audit.

Treasurer's Report:

- Close out inactive LDC Bank Accounts: John explained that there have been two bank accounts that have existed for decades – one of which was created as a Money Market account back when the rates were higher; the second was a Community HUD account that goes back to CDBG loans from the 80's and are no longer restricted funds per Douglas Wood, CPA.
 - Motion to close out both of these accounts and return all funds to the LDC's main checking account by Mr. LaVoie, seconded by Mr. Martin. All in favor.
- John reviewed the November 2014 financials with the board and explained that we still have not received payments from ASEPT Pak, but there continues to be contact with Jim McKee (CFO). John has asked them to make a payment of some amount to show good faith. Mr. Schrader expressed some concern about the LDC going out of its way to help ASEPT Pak and it seems that all funds are being put into their Plattsburgh facility. John did state that they maintain employment of 30+ employees in their Malone facility.
 - Motion to accept the November 2014 financial reports by Mr. Schrader, seconded by Mr. LaVoie. All in favor.
- LDC Loan to IDA: John explained that in October of 2006 the IDA took a \$475,000 loan from the LDC to purchase the Cleyn & Tinker building and that following the sale of the building on 12/3/14, the IDA is paying \$420,000 back to the LDC and will have a balance of approximately \$237,000. John asked the board to approve a modification to extend the current loan for another 2 years.
 - Motion to give John Tubbs, CEO the authority to make a loan modification by Mr. Schrader, seconded by Mr. LaVoie. All in favor.

Old & Unfinished Business:

- Hotel Flanagan: John informed the board that we have not had any further communication from Hotel Flanagan, Inc. and that it was disappointing for them to not receive funding from the Regional Economic Development Council. John will keep the board updated.

New Business: None

Adjournment: After stating that the next regular meeting of the LDC is scheduled to be held on Wednesday, January 14, 2015 at 4 p.m. at the IDA Offices in Malone and with no other business to conduct, Mr. Child adjourned the meeting at 4:52 pm on a motion by Mr. Schrader, seconded by Mr. Martin. All in favor.

Franklin County Local Development Corporation
Balance Sheet Prev Year Comparison
 As of December 31, 2014

	Dec 31, 14	Nov 30, 14	Dec 31, 13
ASSETS			
Current Assets			
Checking/Savings			
Community Bank	2,159,491.70	1,688,134.15	1,526,591.88
Community Bank Money Market	0.00	3,706.17	3,705.83
Community hud	0.00	57,059.44	57,047.12
Total Checking/Savings	2,159,491.70	1,748,899.76	1,587,344.83
Accounts Receivable			
Accounts Receivable	1,671,211.83	2,096,298.18	2,222,878.80
Total Accounts Receivable	1,671,211.83	2,096,298.18	2,222,878.80
Total Current Assets	3,830,703.53	3,845,197.94	3,810,223.63
Fixed Assets			
Accumulated depreciation	-4,888.12	-4,789.44	-4,000.00
Computer Equipment	7,552.40	7,552.40	4,000.00
Total Fixed Assets	2,664.28	2,762.96	0.00
TOTAL ASSETS	<u>3,833,367.81</u>	<u>3,847,960.90</u>	<u>3,810,223.63</u>
LIABILITIES & EQUITY			
Liabilities			
Current Liabilities			
Other Current Liabilities			
Deferred Revenue	633,047.37	633,047.37	633,047.37
Total Other Current Liabilities	633,047.37	633,047.37	633,047.37
Total Current Liabilities	633,047.37	633,047.37	633,047.37
Total Liabilities	633,047.37	633,047.37	633,047.37
Equity			
Opening Bal Equity	1,027,691.20	1,027,691.20	1,027,691.20
Retained Earnings	2,149,485.06	2,149,485.06	1,858,842.08
Net Income	23,144.18	37,737.27	290,642.98
Total Equity	3,200,320.44	3,214,913.53	3,177,176.26
TOTAL LIABILITIES & EQUITY	<u>3,833,367.81</u>	<u>3,847,960.90</u>	<u>3,810,223.63</u>

Franklin County Local Development Corporation
Profit & Loss Prev Year Comparison
 December 2014

	Dec 14	Nov 14	Dec 13	Jan - De...
Ordinary Income/Expense				
Income				
Interest Bank	31.95	28.66	133.50	573.94
Interest Loan	993.64	1,031.61	22,161.08	41,487.03
Program Income	0.00	0.00	101,952.63	0.00
Total Income	<u>1,025.59</u>	<u>1,060.27</u>	<u>124,247.21</u>	<u>42,060.97</u>
Expense				
Depreciation Expense	98.68	98.68	0.00	888.12
Insurance	0.00	0.00	0.00	958.67
Miscellaneous Expenses	0.00	0.00	-520.00	0.00
Office Expense				
Credit Bureau	0.00	50.00	0.00	50.00
Total Office Expense	<u>0.00</u>	<u>50.00</u>	<u>0.00</u>	<u>50.00</u>
Professional Fees	14,720.00	0.00	0.00	16,220.00
Total Expense	<u>14,818.68</u>	<u>148.68</u>	<u>-520.00</u>	<u>18,116.79</u>
Net Ordinary Income	-13,793.09	911.59	124,767.21	23,944.18
Other Income/Expense				
Other Expense				
Computer Equipment and Software	800.00	0.00	800.00	800.00
Total Other Expense	<u>800.00</u>	<u>0.00</u>	<u>800.00</u>	<u>800.00</u>
Net Other Income	-800.00	0.00	-800.00	-800.00
Net Income	<u>-14,593.09</u>	<u>911.59</u>	<u>123,967.21</u>	<u>23,144.18</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
DECEMBER 31, 2014**

Closing Date	Company	Original Loan Amount	Principal Balance 12/31/14	Rate	Term	Payment	Last Paid Date	Status
2/16/07	Asept Pak, Inc.	\$400,000.00	\$389,401.56	5.25%	10 years	\$4,525.66	5/14/14	LATE
12/31/08	Asept Pak, Inc.	\$735,000.73	\$600,439.67	4.80%	5 years	\$12,000.00	5/14/14	LATE
9/21/09	Asept Pak, Inc.	\$250,000.00	\$202,295.22	5.25%	10 years	\$2,349.28	5/14/14	LATE
5/27/10	Branch Commercial Development	\$250,000.00	\$151,561.41	5.25%	10 years	\$2,682.29	12/29/14	Current
1/5/12	Franklin Snowmobilers	\$93,750.00	\$42,069.23	5.25%	5 years	\$1,780.00	12/8/14	Current
1/12/06	Glazier Packing Company	\$133,333.00	\$19,069.21	5.25%	10 years	\$1,617.70	12/3/14	Current
7/30/04	WiseBuys Stores, Inc.	\$250,000.00	\$29,092.66	N/A	7 years	\$1,000.00	11/26/14	LATE
Total		\$2,112,083.73	\$1,433,928.96					

Closing Date	Company	Original Loan Amount	Principal Balance 12/31/14	Rate	Term	Payment	Last Paid Date	Status
9/12/06	County of Franklin IDA	\$475,000.00	\$237,282.87	5.25%	9 years	\$420,000.00	12/18/14	Due 9/15/15
Total		\$475,000.00	\$237,282.87					

**Professional Services Agreement
Between**

**Franklin County Local Development Corporation
10 Elm St, Suite 2, Malone, NY, 12953**

and

**Electric Strategies Inc. (ES)
305-955 Green Valley Crescent,
K2C 3V4
Ottawa, Ontario, Canada**

“The Agreement”

This Agreement (**the Agreement**) relates to the development and execution of investment recruitment marketing services to be undertaken in Canada on behalf of the Franklin County Local Development Corporation (**the LDC**) by Electric Strategies, Inc, (**ES**) with a view to creating employment opportunities within Franklin County, New York.

The objectives of this project are to develop a marketing plan and to assist with the implementation of the plan focused on the following requirements:

- To increase awareness within Canada of Franklin County, New York as a desirable place for Canadian business expansion.
- To market Franklin County’s access to the three major metropolitan centers of Ottawa, Montreal and Toronto.
- To market LDC loans (for start-up and expansion) to Franklin County businesses.
- To attract business investment from Canada that will contribute to economic activity in Franklin County.
- To work collaboratively with Ad Workshop in Lake Placid, New York to increase the volume of traffic on the IDA website (www.franklinida.org), with particular emphasis on the Canadian market due to the County’s proximity to Canada.

Marketing outreach to Canada will be focused on attracting business and investment to three population centers:

- o Saranac Lake: Target area – Biotech;
- o Tupper Lake: Target area – Wood products, Tourism, Recreation Venues;
- o Malone: Target area - Manufacturing/Assembly and Distribution.

Marketing activities will highlight the properties owned by the IDA. These include two business parks; one in Tupper Lake and one in Chateaugay; the former Gildan and Tru-Stitch buildings in Bombay as well as a vacant 5-acre parcel in Bombay.

Project Activities (Deliverables) and Costs

Based on a budget not to exceed \$U.S \$20,000.00, Electric Strategies will work with Franklin County staff to develop and undertake a marketing program and specific activities focused on: real estate and buildings, expansion of businesses, loans to finance industrial/commercial real estate and machinery/equipment, inventory & working capital. The primary objective of these marketing activities is the successful sourcing of investment from Canadian companies and creation of jobs within the County.

Term

The term of the Agreement shall be for a period of 12 months beginning January 1, 2015 and ending on December 31st, 2015. The Agreement shall be renewable if so desired upon completion subject to agreement by both parties.

Payment, Procurement & Expenses

Payment for consulting services rendered and media / marketing products delivered by ES to Franklin County during the term of this agreement shall not exceed U.S. \$20,000.00 and will be invoiced as incurred on a monthly basis. Unless otherwise specified all amounts identified in this agreement are in U.S. dollars. Electric Strategies will purchase approved media, marketing and other services as identified in the project budget and will invoice Franklin County for reimbursement of these services the amounts of which will include all applicable HST.

Termination

This agreement may be terminated by either party by providing 60 days written notice.

Confidentiality

Electric Strategies will ensure complete discretion and confidentiality related to all sensitive information provided by, or related to, the LDC and its industrial recruitment activities.

This agreement is hereby accepted and agreed upon by both parties.

John Tubbs, CEO
Franklin County Local Development Corporation



Rick Tachuk
President
Electric Strategies, Inc.

Date

Date

FRANKLIN COUNTY CIVIC DEVELOPMENT CORPORATION
BOARD OF DIRECTORS MEETING
JANUARY 14, 2015 @ 4:00 PM
IDA OFFICES, 10 ELM STREET, SUITE 2, MALONE, NEW YORK 12953

A G E N D A

ANNUAL MEETING

ROLL CALL

- NOMINATIONS AND ELECTION OF OFFICERS
- APPOINTMENT OF COMMITTEES (GOVERNANCE, AUDIT & FINANCE)

REGULAR MEETING

ROLL CALL

APPROVAL OF PREVIOUS MEETING MINUTES (DECEMBER 17, 2014)

BILLS AND COMMUNICATIONS

COMMITTEE REPORTS

TREASURER'S REPORT

OLD AND UNFINISHED BUSINESS

NEW BUSINESS

- 2014 AUDIT

DATE OF NEXT MEETING: TO BE DETERMINED

ADJOURNMENT

FRANKLIN COUNTY CIVIC DEVELOPMENT CORPORATION
BOARD OF DIRECTORS MEETING

WEDNESDAY, DECEMBER 17, 2014
Malone, New York

Chair Child called the Regular Meeting of the CDC to order at 4:53 pm. The following were present at Roll Call:

John Child, Chair
Andrew Schrader, Vice-Chair
Justus Martin, Secretary
Earl LaVoie, Director
John Tubbs, CEO
Maria Bourgeois, Executive Assistant
Paul Cantwell, Corporate Counsel
EJ Conzola II, Malone Telegram
Don Dabiew, Franklin County Legislator
Absent: Robert Gillis, Treasurer
Timothy Burpoe, Assistant Treasurer
David Roach, Assistant Secretary

Mr. Child informed the board that Robert Gillis, Timothy Burpoe and David Roach were not able to be at today's meeting.

Approval of Previous Meeting Minutes:

- The CDC board approved the Regular meeting minutes of November 12, 2014 on a motion by Mr. Schrader, seconded by Mr. Martin. All in favor.

Bills and Communications:

- Mr. Child informed the board that we have received two new appointments to the board from the Franklin County Legislature to replace members Timothy Burpoe and David Roach as of January, 2015.
 - Legislator Jones (District #2) appointed Andrea Dumas on 12/4/14
 - Legislator Rice (District #7) appointed Paul J. Ellis on 12/4/14

Committee Reports:

- Nominating Committee: Mr. Child appointed Mr. Schrader (Chair), Mr. Gillis and Mr. LaVoie.
- Governance Committee: Mr. Schrader explained that the Governance Committee has been conducting the Board Self-Evaluation and he is waiting for a couple more forms to complete the summary. The document will then be submitted to the Authorities Budget Office (ABO).
- Audit & Finance Committee: John informed the board that an RFP has been issued for 2014 Audit Services as we were informed that our current CPA will no longer be available to conduct our annual audit.

Treasurer's Report: John reviewed the November 2014 financials with the board and explained the importance of the CDC in issuing bonds to civic facilities adding that we hope to have another bond issue in 2015. We will be sending a marketing letter out again next year.

- Motion to accept the November 2014 financial reports by Mr. LaVoie, seconded by Mr. Martin. All in favor.

Old & Unfinished Business: None

New Business: None

Adjournment: After stating that the next regular meeting of the CDC is scheduled to be held on Wednesday, January 14, 2015 at 4 p.m. at the IDA Offices in Malone and with no other business to conduct, Mr. Child adjourned the meeting at 4:55 pm on a motion by Mr. Schrader, seconded by Mr. Martin. All in favor.

Franklin County Civic Development Corporation
Balance Sheet Prev Year Comparison
 As of December 31, 2014

	Dec 31, 14	Nov 30, 14	Dec 31, 13
ASSETS			
Current Assets			
Checking/Savings			
CDC Checking	10,567.49	10,567.40	12,524.77
Total Checking/Savings	<u>10,567.49</u>	<u>10,567.40</u>	<u>12,524.77</u>
Total Current Assets	<u>10,567.49</u>	<u>10,567.40</u>	<u>12,524.77</u>
TOTAL ASSETS	<u>10,567.49</u>	<u>10,567.40</u>	<u>12,524.77</u>
LIABILITIES & EQUITY			
Equity			
Unrestricted Net Assets	12,524.77	12,524.77	14,353.18
Net Income	-1,957.28	-1,957.37	-1,828.41
Total Equity	<u>10,567.49</u>	<u>10,567.40</u>	<u>12,524.77</u>
TOTAL LIABILITIES & EQUITY	<u>10,567.49</u>	<u>10,567.40</u>	<u>12,524.77</u>

Franklin County Civic Development Corporation
Profit & Loss Prev Year Comparison
 December 2014

	De...	No...	Dec 13	Jan - D...
Ordinary Income/Expense				
Income				
Investments				
Interest-Savings, Short-term CD	0.09	0.09	2.00	1.38
Total Investments	0.09	0.09	2.00	1.38
Total Income	0.09	0.09	2.00	1.38
Expense				
Operations				
Supplies	0.00	0.00	30.95	0.00
Total Operations	0.00	0.00	30.95	0.00
Other Types of Expenses				
Insurance - Liability, D and O	0.00	0.00	0.00	958.66
Total Other Types of Expenses	0.00	0.00	0.00	958.66
Total Expense	0.00	0.00	30.95	958.66
Net Ordinary Income	0.09	0.09	-28.95	-957.28
Other Income/Expense				
Other Expense				
Miscellaneous Expense				
Grant to Franklin County IDA	0.00	0.00	268,125.00	0.00
Total Miscellaneous Expense	0.00	0.00	268,125.00	0.00
Professional Services	0.00	0.00	0.00	1,000.00
Total Other Expense	0.00	0.00	268,125.00	1,000.00
Net Other Income	0.00	0.00	-268,125.00	-1,000.00
Net Income	<u>0.09</u>	<u>0.09</u>	<u>-268,153.95</u>	<u>-1,957.28</u>