

**TOWN OF UNION
LOCAL DEVELOPMENT CORPORATION
MINUTES
THURSDAY, JUNE 21, 2018**

The Town of Union Local Development Corporation met for its regular meeting of Thursday, June 21, 2018 at the Town of Union Office Building, located at 3111 East Main Street in Endwell, New York.

I. THE MEETING WAS CALLED TO ORDER AT 8:00 A.M.

MEMBERS PRESENT: Diane Julian, Robert Corwin, Gary Leighton, Mary O'Malley-Trumble

MEMBERS ABSENT: Stephen Trichka, James Peduto, Jeffrey L'Amoreaux

OTHERS PRESENT: Rosemarie Pope (LDC Counsel)

STAFF PRESENT: Joseph Moody (LDC Director), Robin Shimer (Admin. Asst.)

II. APPROVAL OF THE MINUTES

A. Minutes of the Regular LDC Board Meeting of May 24, 2018 were reviewed and approved.

Motion: Gary Leighton

Motion 2nd: Bob Corwin

Motion: To approve the minutes of the regular LDC Board Meeting held on May 24, 2018 as written.

Vote: All yes, motion approved [4 - Yes, 0 - No, 3 - Absent].

III. VICE PRESIDENT'S REMARKS

A. Vice President Julian offered a congenial welcome to all attendees.

IV. DIRECTOR'S REMARKS

A. Mr. Moody also shared an amiable greeting to those in attendance.

V. OLD BUSINESS

A. Mr. Moody sought Counselor Pope's perspective and insight regarding pending litigation matters. Vice President Julian then requested a motion for the LDC Board to enter into Executive Session at 8:02 a.m.

Motion: Bob Corwin
Motion 2nd: Gary Leighton
Motion: To approve LDC Board action to enter Executive Session at 8:02 a.m.
Vote: Motion approved [4 - Yes, 0 - No, 3 - Absent].

Vice President Julian requested a motion for the LDC Board to exit Executive Session at 8:10 a.m.

Motion: Gary Leighton
Motion 2nd: Mary O'Malley-Trumble
Motion: To approve LDC Board action to exit Executive Session at 8:10 a.m.
Vote: Motion approved [4 - Yes, 0 - No, 3 - Absent].

No action was taken.

VI. NEW BUSINESS

- A. Board members discussed the pursuit of seeking a Request for Proposals (RFP) regarding the financial auditing of the Town of Union Local Development Corporation (LDC) for the fiscal year ending on December 31, 2018. Mr. Moody said the Town Comptroller has recommended LDC utilization (as an individual government component) of the request for proposals procedure for its 2018 fiscal year audit. Mr. Leighton suggested including in the RFP cover letter key LDC audit initiation and completion dates. The purpose of stating those dates would help to assure timely audit completion and compliance in submitting LDC filings with the Authorities Budget Office. Ms. Julian advised having the LDC Audit Committee initially review the submitted RFPs. Ms. O'Malley-Trumble and Mr. Corwin inquired about the advertising timeframe. Subsequent discussion generated a plan for the LDC to seek RFPs within a reasonable time from the June 21, 2018 LDC Board meeting.

VII. OTHER BUSINESS

- A. The Board and Mr. Moody discussed recent recruitment actions regarding a potential new Board member. Ms. O'Malley-Trumble provided an update on her conversation with Mr. Strong. She affirmed that Mr. Strong expressed interest in Board service. President Trichka and Director Moody will set-up a meeting with Mr. Strong to discuss his potential membership.
- B. Director Moody and Counselor Pope provided the Board with an overview of their June 8, 2018 meeting with National Pipes & Plastics, Inc.'s (NP&P) ownership, legal counsel, and finance representative. The meeting pertained to the previously approved \$300,000.00 grant to NP&P, and to the business's concerns with certain commitment letter terms. The grant is to be used for acquisition of property and demolition of the building located at 1 North Page Avenue in Endicott. Counselor Pope advised the Board that NP&P concerns were resolved at the meeting. Aspects of discussion at that meeting pertained to the commitment letter, amendment to the commitment letter and the correlative resolution adopted by the Board on May 15, 2014. Facets salient to such amendment included: changing the business's name to

DTRT Page LLC (c/o National Pipe & Plastics, Inc.), county government's request in re-zoning designation of the property as commercial office (as a contingency of the commitment letter and property purchase), provision of the business owner's personal guarantee, listing the LDC in a second lien position on the building (the LDC shall be subordinate to bank financing up to \$3 million), creation of five jobs (with 51% of those jobs meeting HUD's low/moderate income levels), and attainment of three phases of the grant's conditional satisfaction. The three grant performance measurements are the demolition of the existing building, completion of new office building construction, and the creation of five new jobs. Each performance measurement will lead to the satisfaction of \$100,000.00 in grant funding. Mr. Moody said he sought Board approval for amending the commitment letter of June 19, 2014. That commitment letter was based on the LDC-approved resolution of May 15, 2014. Ms. Julian asked Board members if they had additional questions about amending the 2014 commitment letter pertaining to the adopted May 15, 2014 resolution. That resolution approved a Town of Union Business Assistance grant to National Pipe & Plastics, Inc. in an amount not to exceed \$300,000.00. Vice President Julian then requested a motion to approve amendment to the June 19, 2014 commitment letter – with inclusion of the stated aspects of modification – pertaining to the adopted resolution of May 15, 2014. That resolution and the correlative commitment letter provided National Pipe & Plastics, Inc. with a \$300,000.00 grant to assist in acquisition of the property and building (and possibly to assist in razing of the existing building and site development costs for the property and building) located at 1 North Page Avenue of the Town of Union.

Motion: Gary Leighton

Motion 2nd: Bob Corwin

Motion: To approve amendment of the June 19, 2014 commitment letter pertaining to the LDC-approved resolution of May 15, 2014. That resolution and its correlative commitment letter provided National Pipe & Plastics, Inc. with a \$300,000.00 grant to assist in acquisition of the property and building (and assist in razing the existing building and site development costs for the property and building) located at 1 North Page Avenue of the Town of Union. Terms of amendment to the June 19, 2014 commitment letter pertaining to the May 15, 2014 resolution include: changing the business's name to DTRT Page LLC (c/o National Pipe & Plastics, Inc.), county government's successful request in re-zoning designation of the property as commercial office (as a contingency of the commitment letter and property purchase), provision of a personal guarantee by the business owner, listing the LDC in a second lien position on the property and building (the LDC shall be subordinate to bank financing up to \$3 million), creation of five jobs (with 51% of those jobs meeting HUD's low/moderate income levels), and affirmation of the three phases of the grant's conditional satisfaction to obtain full grant forgiveness. The three performance measurement will be the demolition of the existing building, new building construction, and job creation.

Vote: Motion approved [4 - Yes, 0 - No, 3 - Absent].

- C. There was discussion pertaining to the status of the LDC's approved loans. Mr. Moody provided an update on the status of LDC loan recipients. He informed the Board that Fast Eddie's Café paid off its \$16,950.00 loan on May 1, 2018. Engineering Manufacturing Technologies, Inc. is on course to pay off its \$140,000.00 loan on September 1, 2018. Also, HealthWear Rental, Inc. has not provided a recent reply about its signing of the commitment letter and status of the building.
- D. Board members and Mr. Moody discussed the possibility of advertising in the NYS Official Travel Guide for I-86 and Route 17. Upon reviewing the guide's contents and the omission of municipal citing on the map enclosure, the Board respectfully declined to advertise.
- E. Mr. Moody and Board members discussed Endicott's submitted Downtown Revitalization Initiative (DRI) grant application. Mr. Moody recently learned the Endicott and Johnson City DRI projects are not among the Southern Tier Regional Economic Development Council's (STREDC) latest round of short list potential grant recipients. Ms. Julian inquired about other funding avenues that may be traveled. Mr. Moody said the communities are still waiting for a response on the \$20 million in Greater Binghamton funds for Endicott and Johnson City. He also said Empire State Development (ESD) and the STREDC are encouraging non-recipients of the DRI to seek Consolidated Funding Application (CFA) grant opportunities in this upcoming round. The proposed Endicott Ice Rink might be among the projects for which CFA funds are sought.
- F. Counselor Pope informed the Board of her ongoing attempts to reach 17 Kentucky Avenue, LLC legal counsel. She will continue working to contact counsel to address concerns related to the \$200,000.00 commitment letter.

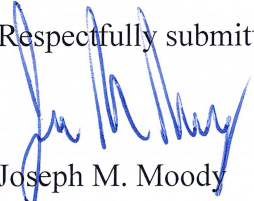
VIII. ADJOURNMENT

- A. Vice President Julian asked Board members and Director Moody if they had additional topics to consider. Due to the completion of discussion and consideration of all presented and desired Board matters, Ms. Julian requested a motion to adjourn the meeting.

Motion: Gary Leighton
Motion 2nd: Mary O'Malley-Trumble
Motion: To adjourn the regular LDC Board meeting of June 21, 2018.
Vote: Motion approved [4 - Yes, 0 - No, 3 - Absent].

The meeting was adjourned at 8:48 a.m.

Respectfully submitted,


Joseph M. Moody
Director