



ESSEX COUNTY IN THE PARK
INDUSTRIAL DEVELOPMENT AGENCY

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Essex County IDA Special Board Meeting
October 5, 2017 at 9:00AM
7566 Court Street, Elizabethtown, NY

Present: Darren Darrah (via conference call)
John Boyea (via conference call)
Jamie Rogers (via conference call)
James Bowen (via conference call)
Gerald Morrow (via conference call)
Joseph Kusalonis (via conference call)
Matthew Courtright (via conference call)

Also Present: Jody Olcott
Carol Calabrese
Jen Briggs (via conference call)

Open of Meeting

Chairman Darren Darrah opened the meeting at 9:00AM. The purpose of this special meeting is the convene public hearing for Paradox Brewery straight lease back transaction and any other business to come before the board.

Public hearing was opened at 9:00AM. The IDA Board was in attendance, no others were present. Co comments received.

Paradox Brewery, LLC (the "Applicant") has requested that the Agency finance a project consisting of (A) (i) the acquisition, construction, reconstruction and equipping of an approximately 100 x 200 metal building for use as a tasting room and brewing facility for the production of craft beer to be constructed in North Hudson, New York, to be operated by the Applicant as a beverage brewing and production center (the "Facility"); (ii) the acquisition and installation of various machinery, equipment and furnishings for the Facility (the "Equipment"), and (iii) certain necessary preliminary and incidental expenses related thereto (the Facility and the Equipment hereinafter collectively referred to as the "Project") and (B) the granting of certain other "financial assistance" (within the meaning of Section 854(14) of the General Municipal law) with respect to the Project and its financing, including exemption from certain deed transfer taxes, transfer gains tax, real property taxes (if applicable), New York State sales tax (collectively the "Financial Assistance"); and (C) the sale of the Project to the Applicant or such other person as may be designated by the Applicant and agreed upon by the Agency. It is intended that interest on the Project will be exempt from sales tax abatement.

The Project will be subject to a Straight Lease Agreement (the "Agreement") requiring that the Applicant lease the Project from the Agency and to purchase the property at the end of the lease term, and grant a mortgage and security agreement with respect to the Project and an assignment of the lease agreement with the Applicant as security for the financing provided by the Applicant's financial institution in such manner as the Agency and the Applicant mutually deem appropriate. Pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the

“SEQR Act”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended (the “Regulations”), the Agency will determine whether the Project may have a “significant effect on the environment” (as set forth in the SEQR Act and the Regulations) and therefore require the preparation of an environmental assessment form. Such determinations shall be and shall be deemed to be in conformity with similar determinations of the Adirondack Park Agency, if and when issued.

At said public hearing the Agency will discuss and determine the applicability of Section 862(2) of the General Municipal Law relating to Project eligibility for financial assistance, and Section 875 of the General Municipal Law relating to the “clawback” of financial assistance and the Agency’s requirement of cooperation, indemnify and hold harmless from the Company in the Agency’s colorable and good faith compliance with said Section 875.

Motion #2017-64: A motion to adjourn the public hearing at 9:12AM was made by Gerald Morrow and seconded by Jamie Rogers. All members were in favor.

Motion #2017-65: A motion to adjourn the meeting at 9:12AM was made by Darren Darrah and seconded by Matthew Courtright. All members were in favor.