



Livingston County Economic Development  
Livingston County Government Center  
6 Court Street, Room 306  
Geneseo, New York 14454

t: 585.243.7124 | f: 585.243.7126  
info@LivingstonCountyDevelopment.com  
www.LivingstonCountyDevelopment.com

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Approved by

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**MINUTES**  
**LIVINGSTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**  
**Friday, April 5, 2019**

**Livingston County Government Center, Room 205**  
**Geneseo, NY 14454**

**Members Attending:** P. Brooks; G. Moore; R. Smith; K. Northrop; D. Knapp; G. Raymond

**Members Absent:** L. Lane

**Staff Attending:** W. Bacon; M. Wheeler; T. Taylor

**Guests Attending:** J. Coniglio, Esq.

Chairman Brooks welcomed members and guests and called the meeting to order at 9:00 am.

**APPROVAL OF MEETING MINUTES**

*A motion was made by Mr. Moore to approve the minutes of the March 15, 2019 meeting. Seconded by Ms. Mr. Smith, all in favor, carried.*

**TREASURER'S REPORT**

**Financial Statements**

Mr. Bacon reviewed the Profit and Loss Statement for the period ending March 31, 2019.

*A motion was made by Ms. Northrop to accept the financial reports as presented. Seconded by Mr. Knapp, all in favor, carried.*

**COMMUNICATIONS & CORRESPONDENCE**

**2019 NYSEDC Conference**

Mr. Bacon advised that the annual NYSEDC Conference is in Cooperstown on May 22 -24. Any members who wish to attend should notify Ms. Taylor.

**2019 NYSEDC Basic Economic Development Course**

Mr. Bacon requested a motion for the Agency to fund Ms. Taylor's attendance at the 2019 NYSEDC Basic Economic Development Course in Albany on June 24 – 27.

*A motion was made by Mr. Moore for the Agency to fund Ms. Taylor's attendance at the 2019 NYSEDC Basic*

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*Economic Development Course. Seconded by Mr. Smith, all in favor, carried.*

## **NEW BUSINESS**

### **Authorizing Resolution: Matthews Buses**

Mr. Coniglio reviewed the resolution:

**RESOLUTION OF THE LIVINGSTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE INCREASE IN THE AGGREGATE AMOUNT OF THE MORTGAGE RECORDING TAX EXEMPTION GRANTED IN CONNECTION WITH CONSTRUCTION AND EQUIPPING OF A CERTAIN INDUSTRIAL DEVELOPMENT FACILITY LEASED TO MATTHEWS BUSES, INC., A NEW YORK BUSINESS CORPORATION, AND APPROVING THE FORM, SUBSTANCE AND EXECUTION OF RELATED DOCUMENTS.**

**WHEREAS**, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 132 of the Laws of 1973 of the State of New York, as may be amended from time to time (collectively, the "**Act**"), the Livingston County Industrial Development Agency (the "**Agency**"), was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

**WHEREAS**, Matthew Buses, Inc. (the "**Company**") and the Agency previously entered into a transaction in which the Agency acquired a leasehold interest in an approximately 14.92 acre parcel of land located at 5560-5582 East Avon Road, in the Town of Avon, Livingston County, New York (more particularly described as Tax Parcel No. 35.-1-36.1 (the "**Land**"), and authorized assistance with regard to the renovation, reconstruction and equipping of an approximately 100,000 square foot building located thereon (the "**Improvements**"), the acquisition and installation of certain equipment and personal property (the "**Equipment**"), (the Equipment together with the Land and the Improvements hereinafter described as the "**Facility**"); and

**WHEREAS**, the Agency acquired a leasehold interest in the Facility and the Company leased the Facility to the Agency pursuant to a certain Company Lease Agreement, dated as of December 1, (the "**Company Lease**"), by and between the Company and the Agency; and

**WHEREAS**, the Agency acquired title to the Equipment pursuant to a certain Bill of Sale, dated December 18, 2018 (the "**Bill of Sale**"), from the Company to the Agency; and

**WHEREAS**, the Agency leased the Equipment and subleased the Facility to the Company pursuant to a certain Agency Lease and Project Agreement, dated December 1, 2018 (the "**Agency Lease Agreement**"), by and between the Agency and the Company; and

**WHEREAS**, the Agency previously authorized providing financial assistance to the Company consistent with the policies of the Agency, in the form of exemptions from mortgage recording taxes in an amount then estimated to be \$12,000 but not to exceed \$13,500 for one or more mortgages in connection with the financing of the acquisition, construction and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, constructing and equipping of the Facility based on one or more mortgages then estimated to be in an aggregate amount of at least \$1,600,000 but not greater than \$1,800,000 (the "**Mortgage Amount**"); and

**WHEREAS**, the Company has deemed it necessary to borrow additional funds to complete the Facility and to accordingly increase the Mortgage Amount to an amount not greater than \$2,600,000 and has requested that the Agency authorize a Mortgage Tax Recording Exemption ("**Mortgage Tax Exemption**") to an amount not to exceed \$19,500; and

**WHEREAS**, the Agency has given due consideration to the request of the Company to increase the Mortgage Tax Exemption; and

**NOW, THEREFORE, BE IT RESOLVED** by the Livingston County Industrial Development Agency (a majority of the members thereof affirmatively concurring) as follows:

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows:

The Agency hereby authorizes and approves an increase in the Mortgage Tax Exemption to an aggregate amount presently estimated not to exceed \$19,500 for one or more mortgages securing an amount presently estimated to be \$2,600,000, in connection with the financing of the acquisition, renovation and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, renovating and equipping the Facility, consistent with the policies of the Agency.

(a) The Chairman, the Director, the Deputy Director or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver any Loan Documents or Mortgage to which the Agency is a party, all in substantially the forms as the Chairman, the Director, the Deputy Director or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "**Agency Documents**"). The execution thereof by the Chairman, the Director, the Deputy Director or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, the Director, the Deputy Director or any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Agency Lease Agreement).

**Section 1.** The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

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Section 2. Any expenses incurred by the Agency with respect to the Facility shall be paid by the Company. By acceptance hereof, the Company agrees to pay such expenses and further agrees to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the Facility.

Section 3. This resolution shall take effect immediately.

*A motion was made by Mr. Smith to approve the resolution as presented. Seconded by Mr. Knapp, all in favor, adopted.*

#### **Livingston County Annual Ethics & Disclosure Form**

Mr. Bacon advised members that their Livingston County Ethics & Disclosure Form is due to the Clerk of the Board of Supervisors by Friday, April 12.

#### **James M. Steele Commerce Park Updates**

Mr. Bacon reviewed the scope of work and cost estimates for the construction of a water main replacement/extension and a sanitary sewer water main extension on Interstate Drive in James M. Steele Commerce Park.

*A motion was made by Mr. Moore to approve the proposed construction of a 12" water main replacement/extension at Interstate Drive to be completed by the Town of Avon. Seconded by Ms. Northrop, all in favor, carried.*

*A motion was made by Mr. Moore to solicit bids and negotiate price for an 8" sanitary sewer water main extension at Interstate Drive. Seconded by Mr. Smith, all in favor, carried.*

#### **ADJOURNMENT**

*With no further business to discuss, a motion was made by Ms. Northrop to adjourn the meeting at 9:56 am. Seconded by Mr. Smith, all in favor, carried.*

Respectfully submitted,



Tessa Taylor  
Economic Development Assistant

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