



**Town of Montgomery Industrial Development Agency Meeting Minutes
Town Hall
110 Bracken Road
Montgomery, NY 12549**

**April 9, 2024
1:00 PM**

PRESENT:

John Dickson – Chairman
J. Thomas Jones – First Vice Chair
George DeClue – Second Vice Chair
Robert Santo – Member
Jose Hernandez – Member
Felicia Kalan – Executive Director TOMIDA
Lauren Rowley – Secretary TOMIDA
Jose Rojas – Livestream Services (Acquisitions Marketing)

ABSENT:

Matt Stoddard – Treasurer
Stacey Hillman – Member

NOTE: Conference Call Line – No calls.

AGENDA

- 1. Call to Order and Declaration of Quorum**
 - 2. Approval of the March 12, 2024 Meeting Minutes**
 - 3. Public Comment on Items on the Agenda**
 - 4. Milk Factory, LLC Update**
 - 5. Executive Director's Report**
 - 6. Financial Report**
 - 7. Other Business**
 - **Government Committee Updates**
 - **Board Vote Consideration to Reschedule June 11, 2024 Regular Board Meeting to June 20, 2024 at 1pm**
 - 8. Adjournment**
 - 9. Next Regular Meeting scheduled for Tuesday, May 14, 2024 at 1pm.**
-

Meeting

1. Chairman John Dickson called the meeting to order and introduced the board members in attendance. A quorum was present.
2. A motion was made by George DeClue to approve the March 12, 2024 meeting minutes, which was seconded by J. Tom Jones. A roll call vote was taken.

Jose Hernandez – Aye
J. Thomas Jones – Aye
Robert Santo – Aye
George DeClue – Aye
John Dickson – Aye

Motion carried.

3. There was no public comment on items on the agenda.
4. The approving resolution for the Milk Factory is delayed. We received the negative declaration from the town planning board and the project is fully approved, but they are stalled with financing infrastructure needs and will likely need 3-6 months to resolve this.
5. Felicia Kalan gave her Executive Director report to the board. (Attached.)
6. Felicia Kalan read the March Financial Report. (Attached.) Jose Hernandez made a motion to accept the March Financial Report, which was seconded by Bob Santo. A vote was taken by roll call.

Jose Hernandez – Aye
J. Thomas Jones – Aye
Robert Santo – Aye
George DeClue – Aye
John Dickson – Aye

Motion carried.

7. George DeClue shared that the Governance Committee agreed to present a few things to bring to the full board for discussion. Felicia Kalan shared that one of these items is reviewing the fee schedule of other IDAs and she shared multiple fee schedules. The application fees for other IDAs are significantly higher (Orange County IDA is \$2,500) and it was discussed and approved by the Governance committee to raise the Montgomery IDA's application fee to \$1,000.

A motion was made by Bob Santo to raise the fee to \$1,000, which was seconded by Jose Hernandez. A vote was taken by roll call.

Jose Hernandez – Aye
J. Thomas Jones – Aye
Robert Santo – Aye
George DeClue – Aye
John Dickson – Aye

Motion carried.

Felicia Kalan stated that other Montgomery IDA fees could be discussed at another time, but right now this change was the only recommendation from the Governance Committee.

Felicia Kalan also shared that she and Ashley Torre discussed a social media policy. Ashley will draft a policy that the board can review at a later time.

Bob Santo thought there was a committee redesigning the town's logo, but hasn't heard anything about it. Felicia will follow-up and speak with Supervisor Brescia about this.

Ashley Torre mentioned that the board was considering changing the June meeting from May 11th to June 20th. J. Thomas Jones stated that he would not be available for that meeting. The rest of the board was alright with this change.

A motion was made by Jose Hernandez to move the June meeting to June 20th, which was seconded by George DeClue. A vote was taken by roll call.

Jose Hernandez – Aye
J. Thomas Jones – Aye
Robert Santo – Aye
George DeClue – Aye
John Dickson – Aye

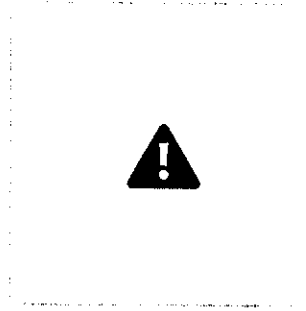
Motion carried.

Jose Hernandez took a moment to thank Felicia for being on top of everything and always communicating about meetings, which is tremendously helpful and appreciated.

8. Jose Hernandez made a motion to adjourn the meeting, which was seconded by George DeClue. All board members were in favor, none opposed. Motion carried.

10. Next regular meeting of the Montgomery IDA: Tuesday, May 14, 2024 at 1pm.

These minutes were transcribed by Lauren Rowley, Secretary of the Montgomery IDA.



**REGULAR MEETING OF THE
TOWN OF MONTGOMERY INDUSTRIAL DEVELOPMENT AGENCY**

*110 Bracken Road
Montgomery, New York 12549
www.montgomeryida.com
(845) 457-2600*

June 20, 2024

AGENDA (*Draft Agenda Subject to Change)

1:00 PM

1. Call to Order and Declaration of Quorum
2. Approval of the April 9, 2024 Meeting Minutes
3. Public Comment on Items on the Agenda
4. Review Approving Resolution for Milk Factory, LLC, Noah Bobrowsky
5. Executive Director's Report
6. Financial Report
7. Other Business
 - a. Social Media Policy
 - b. Executive Director Resignation Letter
8. Adjournment
9. Next Regular Meeting Scheduled for July 9, 2024 at 1:00 p.m.

The meeting shall be live-streamed and be available for viewing at the following sites:

<https://acquisitionsmarketing.com/>
<https://www.facebook.com/TownofMontgomeryOfficial/>

**APPROVING RESOLUTION
MILK FACTORY, LLC**

A regular meeting of the Town of Montgomery Industrial Development Agency (the "Agency") was convened in public session in the Town Hall located at 110 Bracken Road in the Town of Montgomery, Orange County, New York on June 20, 2024 at 1:00 p.m., local time.

The meeting was called to order by the Chair of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

- | | |
|---------------------|---------------------|
| John W. Dickson | Chair |
| J. Thomas Jones | First Vice Chair |
| George DeClue | Second Vice Chair |
| Matthew P. Stoddard | Treasurer |
| Robert Santo | Secretary |
| Stacey Hillman | Assistant Treasurer |
| Jose Hernandez | Assistant Secretary |

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

- | | |
|---------------|----------------------------------|
| Felicia Kalan | Executive Director |
| Lauren Rowley | Clerical and Recording Secretary |

ALSO PRESENT:

- | | |
|-----------------------|----------------|
| Ashley N. Torre, Esq. | Agency Counsel |
|-----------------------|----------------|

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. 0624-01

RESOLUTION AUTHORIZING EXECUTION OF DOCUMENTS IN CONNECTION WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR MILK FACTORY, LLC.

WHEREAS, the Town of Montgomery Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 527 of the 1971 Laws of New York, as amended, constituting Section 911-c of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more "projects" (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, on September 9, 2022, Milk Factory, LLC, a Delaware limited liability company (the "Company"), submitted an application, as thereafter amended on or about June 19, 2024, (the "Application") to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the "Project") for the benefit of the Company, said Project consisting of the following: (A) (1) the construction on an approximately 19.80 acre parcel of land located at 2860 State Route 208 in the Town of Montgomery, Orange County, New York (tax map number 2-1-4) (the "Land") of a winery/distillery, boutique hotel, restaurant, event space, gym/spa, co-work/gallery, and museum consisting of a total of approximately 100,000 square feet including construction of a new 10,000 square foot building and the renovation of 12 existing building structures, including all new infrastructure and second/third story additions in most existing buildings (the "Facility"), and (2) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other personal property (collectively, the "Equipment") (the Land, the Facility and the Equipment being collectively referred to as the "Project Facility"); (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on November 9, 2022 (the "Public Hearing Resolution"), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Chief Executive Officer of the Agency (A) caused notice of a public hearing of the Agency (the "Public Hearing") pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the

financial assistance being contemplated by the Agency with respect to the Project, to be mailed on November 28, 2022 to the chief executive officers of the county and of each town, village and school district in which the Project Facility is to be located, (B) caused notice of the Public Hearing to be posted on a public bulletin board on November 1, 2022 at Town Hall located at 110 Bracken Road in the Town of Montgomery, Orange County, New York, as well as on the Agency's website, (C) caused notice of the Public Hearing to be published on December 8, 2022 in the Wallkill Valley Times, a newspaper of general circulation available to the residents of the Town of Montgomery, New York, (D) conducted the Public Hearing on December 13, 2022, February 14, 2023, April 11, 2023, and May 9, 2023 at 1:00 p.m., local time at the Town of Montgomery Town Hall located at 110 Bracken Road, Town of Montgomery, Orange County, New York, and (E) caused a transcript to be prepared of the Public Hearing (the "Public Hearing Transcript") reciting the statements presented at such Public Hearing and caused copies of said Public Hearing Transcript to be made available to the members of the Agency; and

WHEREAS, 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" and collectively with the SEQR Act, "SEQRA"), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, the Town of Montgomery Planning Board (the "Planning Board"), as the "lead agency" under SEQRA with respect to the Project, undertook a coordinated review of the Project, determined that the Project was a "Type I Action" under SEQRA, and issued a negative declaration on March 25, 2024 the "Negative Declaration"), a copy of which is on file at the office of the Agency, in which the Planning Board determined that the Project will not have a significant adverse impact on the environment and, therefore, that an environmental impact statement is not required to be prepared with respect to the Project; and

WHEREAS, the Agency has given due consideration to the Application, and to the representations by the Company that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Company to undertake the Project in the Town of Montgomery, Orange County, New York and (B) the completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York; and

WHEREAS, the Agency desires to encourage the Company to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of the Town of Montgomery, New York by undertaking the Project in the Town of Montgomery, Orange County, New York; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing in the form of exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the "Agency Documents"): (A) a

certain lease to agency (the "Lease to Agency" or the "Underlying Lease") by and between the Company, as landlord, and the Agency, as tenant, pursuant to which the Company will lease to the Agency a portion of the Land and all improvements now or hereafter located on said portion of the Land (collectively, the "Leased Premises"); (B) a certain license agreement (the "License to Agency" or the "License Agreement") by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company will grant to the Agency (1) a license to enter upon the balance of the Land (the "Licensed Premises") for the purpose of undertaking and completing the Project and (2) in the event of an occurrence of an Event of Default by the Company, an additional license to enter upon the Licensed Premises for the purpose of pursuing its remedies under the Lease Agreement (as hereinafter defined); (C) a lease agreement (and a memorandum thereof) (the "Lease Agreement") by and between the Agency and the Company, pursuant to which, among other things, the Company agrees to undertake the Project as agent of the Agency and the Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (D) a payment in lieu of tax agreement (the "Payment in Lieu of Tax Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; (E) a uniform agency project agreement (the "Uniform Agency Project Agreement") by and between the Agency and the Company regarding the granting of the financial assistance and the potential recapture of such assistance; (F) a certain recapture agreement (the "Section 875 GML Recapture Agreement") by and between the Company and the Agency, required by the Act, regarding the recovery or recapture of certain sales and use taxes; (G) a sales tax exemption letter (the "Sales Tax Exemption Letter") to ensure the granting of the sales tax exemption which forms a part of the Financial Assistance; (H) a New York State Department of Taxation and Finance form entitled "IDA Appointment of Project Operator or Agency for Sales Tax Purposes" (the form required to be filed pursuant to Section 874(9) of the Act) (the "Thirty-Day Sales Tax Report") and any additional report to the Commissioner of the State Department of Taxation and Finance concerning the amount of sales tax exemption benefit for the Project (the "Additional Thirty-Day Project Report"); (I) if the Company intends to finance the Project with borrowed money, a mortgage and any other security documents and related documents (collectively, the "Mortgage") from the Agency and the Company to the Company's lender with respect to the Project ("the "Lender"), which Mortgage will grant a lien on and security interest in the Project Facility to secure a loan from the Lender to the Company with respect to the Project (the "Loan"); (J) if the Company intends to request the Agency to appoint (1) the Company, as agent of the Agency and (2) a contractor or contractors, as agent(s) of the Agency prior to closing on the Project and the Lease Agreement, interim agency and indemnification agreements, interim Section 875 GML recapture agreements, interim sales tax exemption letters and interim thirty-day sales tax reports (collectively, the "Interim Documents") and (K) various certificates relating to the Project (the "Closing Documents");

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

Section 1. All action taken by the Chair, any Vice Chair and/or the Executive Director of the Agency with respect to the Public Hearing with respect to the Project is hereby ratified and confirmed.

Section 2. The law firm of Naughton & Torre, LLP is hereby appointed Agency Counsel to the Agency with respect to all matters in connection with the Project. Agency Counsel for the Agency is hereby authorized, at the expense of the Company, to work with the Company, counsel to the Company, and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution.

Section 3. 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;

(B) The Project constitutes a “project,” as such term is defined in the Act;

(C) The Project site is located entirely within the boundaries of the Town of Montgomery, Orange County, New York;

(D) It is estimated at the present time that the costs of the planning, development, acquisition, construction, reconstruction and installation of the Project Facility (collectively, the “Project Costs”) will be approximately \$51,104,937.00;

(E) The completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York;

(F) The Project does not constitute a project where facilities or property that are primarily used in making retail sales to customers who personally visit such facilities constitute more than one-third of the total project cost and, accordingly, the Project is not prohibited by the provisions of Section 862(2)(a) of the Act and the Agency is authorized to provide financial assistance with respect to the Project pursuant to Section 862(2)(a) of the Act;

(G) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of the Town of Montgomery, Orange County, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;

(H) The Agency has reviewed the Public Hearing Transcript and has fully considered all comments contained therein;

(I) The Project should receive the Financial Assistance in the form of exemption from sales and use tax in an amount not to exceed \$2,032,500.00, real property tax, real estate transfer tax and mortgage recording tax based on an evaluation of the Project under the Agency’s Uniform Criteria for the Evaluation of Projects Policy, the cost benefit analysis undertaken by the Agency and the description of expected public benefits to occur as a result of this Project, as described on **Exhibit A** attached hereto and

failure by the Company to meet the expected public benefits will result in a recapture event, as described on **Exhibit B** hereto; and

(J) It is desirable and in the public interest for the Agency to enter into the Agency Documents, except that for the Interim Documents, the following conditions shall be met prior to the Agency entering into the Interim Documents: (1) the term of the Interim Documents shall not exceed 120 days, unless future extensions are consented to by the Agency in writing, (2) the Company shall have paid the Agency's administrative fee, (3) the Company and any contractors shall have delivered evidence of adequate insurance coverage protecting the Agency and (4) execution by the other parties thereto and delivery of same to the Agency of the Interim Documents.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (A) proceed with the Project; (B) accept the License Agreement; (C) lease the Project Facility to the Company pursuant to the Lease Agreement; (D) acquire, construct and install the Project Facility, or cause the Project Facility to be acquired, installed and constructed; (E) enter into the Payment in Lieu of Tax Agreement; (F) enter into the Uniform Agency Project Agreement; (G) enter into the Interim Documents, subject to compliance with Section 3(J) above; (H) enter into the Section 875 GML Recapture Agreement; (I) secure the Loan by entering into the Mortgage; and (J) grant the Financial Assistance with respect to the Project.

Section 5. The Agency is hereby authorized (A) to acquire a license in the Licensed Premises pursuant to the License Agreement, (B) to acquire a leasehold interest in the Leased Premises pursuant to the Underlying Lease, (C) to acquire title to the Equipment pursuant to a bill of sale (the "Bill of Sale to Agency") from the Company to the Agency, and (D) to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisitions are hereby approved, ratified and confirmed.

Section 6. The Agency is hereby authorized to acquire, construct and install the Project Facility as described in the Lease Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition, construction and installation are hereby ratified, confirmed and approved.

Section 7. The Payment in Lieu of Tax Agreement shall contain the following schedule of payments:

<u>Tax Year</u>	<u>Percentage of Exemption</u>
1	100%
2	95%
3	90%

4	80%
5	75%
6	70%
7	60%
8	55%
9	50%
10	45%
11	40%
12	35%
13	30%
14	20%
15	10%
Year 16 and thereafter	0%

Section 8. The Chair (or Vice Chair) of the Agency, with the assistance of Agency Counsel and/or Special Counsel, is authorized to negotiate and approve the form and substance of the Agency Documents.

Section 9. The Agency hereby appoints its local labor policy consultant Fellenzer Engineering LLP for the Project to monitor compliance with the Agency's Local Labor Policy.

Section 10. (A) The Chair (or Vice Chair) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agency Documents, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to

attest the same, all in the forms thereof as the Chair (or Vice Chair) shall approve, the execution thereof by the Chair (or Vice Chair) to constitute conclusive evidence of such approval.

(B) The Chair (or Vice Chair) of the Agency is hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 11. 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, to 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.

Section 12. 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:

John W. Dickson	VOTING
Matthew P. Stoddard	VOTING
Robert Santo	VOTING
J. Thomas Jones	VOTING
George DeClue	VOTING
Stacey Hillman	VOTING
Jose Hernandez	VOTING

The foregoing Resolution was thereupon declared duly adopted.

EXHIBIT A

DESCRIPTION OF THE EXPECTED PUBLIC BENEFITS

In the discussions had between the Project Beneficiary and the Agency with respect to the Project Beneficiary's request for Financial Assistance from the Agency with respect to the Project, the Project Beneficiary has represented to the Agency that the Project is expected to provide the following benefits to the Agency and/or to the residents of Town of Montgomery, New York (the "Public Benefits"):

Description of Benefit		Applicable to Project (indicate Yes or No)		Expected Benefit
1.	Retention of existing jobs	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Zero (0) full time equivalent existing jobs at the Project Facility (vacant or abandoned property).
2.	Creation of new permanent jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	52 full time equivalent new jobs at the Project Facility (26 full time and 81 part time jobs) within 3 years of the date hereof.
3.	Creation of construction employment for local labor (i.e., labor resident in the area comprised of Hudson Valley Region as described in Agency Local Labor Policy)	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	average of 100 full time equivalent construction jobs at the Project Facility for local labor during an estimated construction period of 18 months, commencing within 6 months of the date hereof.
4.	Private sector investment	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	\$51,104,937.00 (est.) at the Project Facility within 3 years of the date hereof.
5.	Creation of new revenues for local taxing jurisdictions	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	\$_____ of new revenues for local taxing jurisdictions with respect to the Project Facility within 15 years of the date of commencement of Project operations by the Company.

6.	Attract customers from outside the Economic Development Region	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Quantify by (%or number of customers, or % or amount of sales): 90% of customers within 3 years of the date hereof.
7.	Provide infrastructure necessary to support existing businesses or proposed businesses	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Describe: _____ _ within ___ years of the date hereof.
8.	Other (describe):	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Describe: Provide a co-working space for local startups and entrepreneurs to access within ___ years of the date hereof.

EXHIBIT B

DESCRIPTION OF THE RECAPTURE EVENTS

In connection with the Project and the granting of the Financial Assistance, the Agency and the Project Beneficiary agree that the following shall constitute recapture events with respect to the Project and the granting of the Financial Assistance:

1.	Failure of the Project Beneficiary to document to the satisfaction of the Agency the commencement of the acquisition, construction, reconstruction, renovation, and/or installation of the Project Facility within 6 months of the date hereof.
2.	Failure of the Project Beneficiary to document to the satisfaction of the Agency the completion of the acquisition, construction, reconstruction, renovation, and/or installation of the Project Facility within 3 years of the date hereof.
3.	Failure by the Project Beneficiary to document to the satisfaction of the Agency the creation of at least 80% of the average full time equivalent local labor construction jobs at the Project Facility listed on Exhibit A during the construction period described on Exhibit A .
4.	Failure by the Project Beneficiary to document to the satisfaction of the Agency the creation and maintaining of at least 85% of the full time equivalent new jobs at the Project Facility listed on Exhibit A within 3 years of the date hereof.
5.	Failure by the Project Beneficiary to document to the satisfaction of the Agency that at least 85% of the private sector investment described on Exhibit A occurred with respect to the Project Facility within 3 years of the date hereof.
6.	Failure by the Project Beneficiary to document to the satisfaction of the Agency that the new revenues for local taxing jurisdictions described in the PILOT Agreement entered into by the Project Beneficiary have been made.
7.	Failure by the Project Beneficiary to document to the satisfaction of the Agency that the Project provided the other Public Benefits described on Exhibit A within the time frames assigned to such benefits.
8.	Liquidation of substantially all of the Project Beneficiary's (or its members or related party) operating assets at the Project Facility and/or cessation of substantially all of the Project Beneficiary's operations at the Project Facility.

STATE OF NEW YORK)
) SS.:
COUNTY OF ORANGE)

I, the undersigned (Assistant) Secretary of the Town of Montgomery Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on June 20, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this _____th day of June, 2024.

(Assistant) Secretary

(SEAL)

Town of Montgomery Industrial Development Agency

MRB Cost Benefit Calculator



Date: June 17, 2024
 Project Title: Milk Factory, LLC
 Project Location: 2860 State Route 208

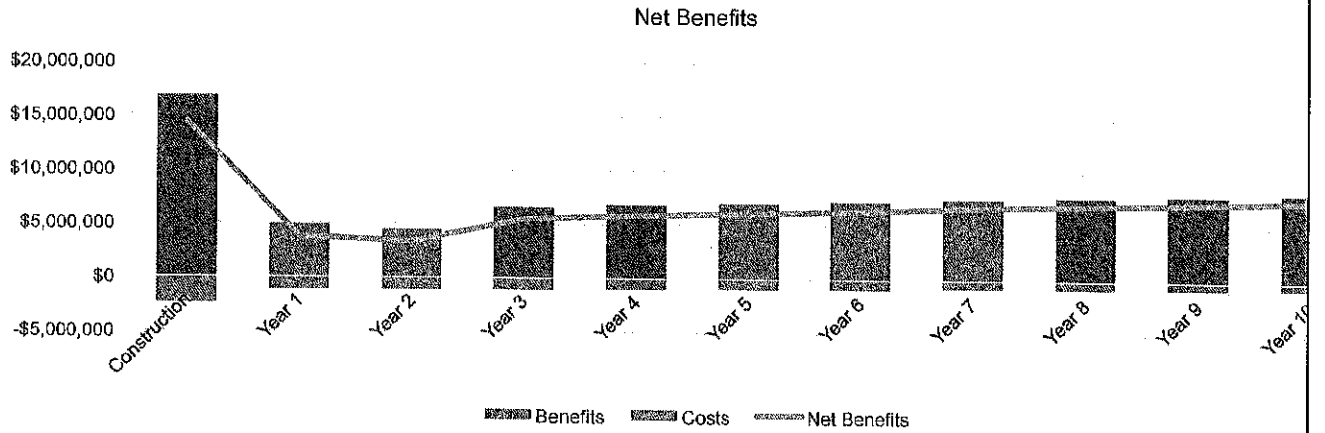
Economic Impacts

Summary of Economic Impacts over the Life of the PILOT
 Project Total Investment
 \$51,104,937

	Temporary (Construction)		
	Direct	Indirect	Total
Jobs	194	52	247
Earnings	\$13,377,392	\$2,495,856	\$15,873,249
Local Spend	\$40,883,950	\$10,547,633	\$51,431,583

	Ongoing (Operations)		
	Direct	Indirect	Total
Jobs	90	33	123
Earnings	\$63,644,933	\$34,471,103	\$98,116,036

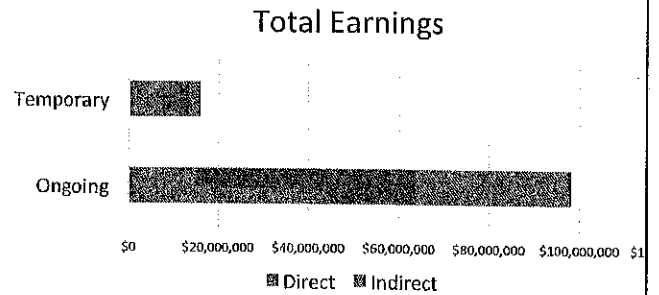
Figure 1



Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.

Figure 2

Figure 3



Fiscal Impacts

Estimated Costs of Exemptions

	Nominal Value	Discounted Value*
Property Tax Exemption	\$10,370,175	\$9,223,596
Sales Tax Exemption	\$2,032,500	\$2,032,500
Local Sales Tax Exemption	\$983,468	\$983,468
State Sales Tax Exemption	\$1,049,032	\$1,049,032
Mortgage Recording Tax Exemption	\$345,000	\$345,000
Local Mortgage Recording Tax Exemption	\$115,000	\$115,000
State Mortgage Recording Tax Exemption	\$230,000	\$230,000
Total Costs	\$12,747,675	\$11,601,096

State and Local Benefits

	Nominal Value	Discounted Value*
Local Benefits	\$123,857,338	\$106,939,469
To Private Individuals	\$113,989,285	\$98,945,732
Temporary Payroll	\$15,873,249	\$15,873,249
Ongoing Payroll	\$98,116,036	\$83,072,484
Other Payments to Private Individuals	\$0	\$0
To the Public	\$9,868,053	\$7,993,737
Increase in Property Tax Revenue	\$9,119,998	\$7,344,405
Temporary Jobs - Sales Tax Revenue	\$104,168	\$104,168
Ongoing Jobs - Sales Tax Revenue	\$643,886	\$545,163
Other Local Municipal Revenue	\$0	\$0
State Benefits	\$5,927,443	\$5,145,178
To the Public	\$5,927,443	\$5,145,178
Temporary Income Tax Revenue	\$714,296	\$714,296
Ongoing Income Tax Revenue	\$4,415,222	\$3,738,262
Temporary Jobs - Sales Tax Revenue	\$111,113	\$111,113
Ongoing Jobs - Sales Tax Revenue	\$686,812	\$581,507
Total Benefits to State & Region	\$129,784,781	\$112,084,647

Benefit to Cost Ratio

	Benefit*	Cost*	Ratio
Local	\$106,939,469	\$10,322,064	10:1
State	\$5,145,178	\$1,279,032	4:1
Grand Total	\$112,084,647	\$11,601,096	10:1

*Discounted at 2%

Additional Comments from IDA

Milk Factory, LLC will create long term jobs in beverage manufacturing and hospitality, and also has plans for coworking and short term rentals that would help drive tourism to the area, projecting 90-100 long term jobs and 100 short-term construction jobs. This is an adaptive reuse project under the TMIDA UTEP Policy 15 year PILOT for adaptive reuse of existing historical structure, and the structure is currently dilapidated. Client has also committed to collaborating with local vendors for produce, meat, and all furnishings as much as possible while also maintaining the historical significance of the site with an on-site museum.

Does the IDA believe that the project can be accomplished in a timely fashion? Yes



Executive Director Report June 20, 2024

This report highlights the ideas, efforts and actions taken by executive staff since our April 9, 2024 meeting:

Meetings:

Dedication Ceremony for Kayak Dock (ADA compliant) at Benedict Farm Park on (5-17-24)

SPOMA Committee Meeting with Mike VanDervoort (4-15-24)

- Need easements to finish the African-American burial ground "Sacred Place of My Ancestors"
- 1.3 million funding goal and requesting impact fee from any IDA projects in that corridor

Town & Planning Board Officials (ongoing)

- We are working in partnership with Jim Farr, Town Board and Planning Board officials to develop language for a business park overlay zone. Our collective goal is to incentivize business park development.

Curasi Realty & 29 Grant Street (5-7-24)

- Met with a developer interested in purchasing 29 Grant Street with similar plans to create mixed use residential development, as well as a private school to talk about IDA incentives, which he would need in order to secure financing for the project.

Curasi Realty Mixer (5-8-24)

- Mixer with developers and community stakeholders

Business Development:

- Dinosaur Park submitted application and site plans to the Town of Montgomery Planning Board on 5-29, copy was emailed to all Board members and will be on the Planning Board agenda on 6-10-24
- Meeting with Radiant Power Partners CEO Corey Hindin (5/17/24) they are looking to develop solar in TOM
- Ongoing discussion with a confidential manufacturing company looking at multiple states/sites in Montgomery
- Forest of Fun Adventure Park- waiting for the application
- Running Marketing/Attraction Video on social media

Matters to Take Note Of:

- Town of Montgomery issued a 2.5 million bond to build an extension on the highway garage
- Executive Director will be resigning full-time as of June 28, 2024.

**TOWN OF MONTGOMERY
INDUSTRIAL DEVELOPMENT AGENCY
110 BRACKEN ROAD
MONTGOMERY, NY 12549**



**Monthly Statement
5/31/2024**

Orange Bank & Trust

PUBLIC FUND MUNI (3366)

	Checkbook Beginning Balance from last report-----	\$	47,095.50
<u>ADD</u>	Deposit-----		
			\$ 47,095.50
<u>CHECKS</u>			
1853	Felicia Kahn---Reimbursement-----	\$	194.55
1854	Town of Montgomery---salary, insurance, benefit reimbursement-----	\$	31,544.00
1856	Lauren Rowley---Jan/Feb/March-----	\$	2,250.00
1857	Naughton & Torre, LLP-----	\$	1,350.00
1859	Acquisitions Marketing-----	\$	1,050.00
1860	Lauren Rowley---April-----	\$	750.00
			\$ 37,138.55
	Checking Account Balance		\$ 9,956.95

SAILFISH ESCROW ACCT (8008)

	Checkbook Beginning Balance-----	\$	3,215.00
<u>ADD</u>			
<u>CHECKS</u>			
	Checking Account Balance		\$ 3,215.00

KEY CAPTURE ENERGY (4109)

	Checkbook Beginning Balance	\$	1,840.00
<u>ADD:</u>			
<u>CHECKS</u>			
	Checking Account Balance		\$ 1,840.00

CITY WINERY ESCROW (4112)

	Checkbook Beginning Balance	\$	6,280.00
<u>ADD</u>			
<u>CHECKS</u>			
100	Naughton & Torre, LLP----inv # 32013-----		\$800.00
	Checking Account Balance		\$ 5,480.00

**TOWN OF MONTGOMERY
INDUSTRIAL DEVELOPMENT AGENCY
110 BRACKEN ROAD
MONTGOMERY, NY 12549**



**Monthly Statement
5/31/2024**

Pg 2 Cont.

MMDA MUNICIPAL (4593)

	Checkbook Beginning Balance	\$	418,083.86
<u>ADD</u>	Interest-----	\$	301.82
		\$	418,385.68

CHECKS

		\$	-
	Checking Account Balance	\$	418,385.68

HUDSON VALLEY COUNTRY CLUB (3062)

	Checkbook Beginning Balance	\$	8,200.00
<u>ADD</u>			
		\$	8,200.00

CHECKS

9999	Naughton & Torre, LLP----Inv # 32014-----	\$	160.00
	Checking Account Balance	\$	8,040.00

PUBLIC FUND- BANK CARD (2940)

	Card Balance-----	\$	1,283.08
<u>ADD</u>			

WITHDRAWAL

AW	Google-----	\$	233.55
AW	Intuit Quickbooks subscription-----	\$	32.44
AW	Intuit Quickbooks subscription-----	\$	32.44
		\$	298.43

Checking Account Balance

		\$	984.65
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ESCROW ACCOUNT FOR HAWKINS DRIVE (3127)

	Checkbook Beginning Balance	\$	3,160.00
<u>ADD</u>			

CHECKS

Checking Account Balance

		\$	3,160.00
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**TOWN OF MONTGOMERY
INDUSTRIAL DEVELOPMENT AGENCY
110 BRACKEN ROAD
MONTGOMERY, NY 12549**



**Monthly Statement
5/31/2024**

Pg 3 Cont.

	5/31/2024		4/30/2024		
Orange Bank & Trust (3366)-----	\$ 9,956.95	\$	47,095.50	\$	(37,138.55)
Orange Bank & Trust - Sailfish Escrow Acct (8008)-----	\$ 3,215.00	\$	3,215.00	\$	-
Orange Bank & Trust Key Capture Energy Escrow (4109)---	\$ 1,840.00	\$	1,840.00	\$	-
Orange Bank & Trust City Winery Escrow (4112)-----	\$ 5,480.00	\$	6,280.00	\$	(800.00)
Orange Bank & Trust Money Market (4593)-----	\$ 418,385.68	\$	418,083.86	\$	301.82
Orange Bank & Trust Hudson Valley Country Club (3062)	\$ 8,040.00	\$	8,200.00	\$	(160.00)
Orange Bank & Trust-Public Fund Bank Card (2940)-----	\$ 984.65	\$	1,283.08	\$	(298.43)
Orange Bank & Trust - Hawkins Drive Escrow (3127)-----	\$ 3,160.00	\$	3,160.00	\$	-
TOTAL	\$ 451,062.28	\$	489,157.44	\$	(38,095.16)

TOWN OF MONTGOMERY INDUSTRIAL DEVELOPMENT AGENCY

SOCIAL MEDIA POLICY

Adopted: June __, 2024

1. Purpose. The purpose of this policy is to set forth the position of the Town of Montgomery Industrial Development Agency (the “Agency”) on the utility and management of social media and to establish the framework for social media usage and the Agency’s management, administration and oversight of its social media accounts. This policy gives direction to Agency employees, Board Members and officers regarding the creation, maintenance, and posting of content through official Agency social media accounts (“Official Accounts”), as well as direction with respect to social media use through accounts other than official Agency accounts.

This policy is intended to ensure a cohesive online presence for the Agency; enable and encourage efficient and civil communication and positive engagement with members of the public; and protect the Agency and its employees, Board Members and officers from the potential harm and legal exposure related to online communications.

This policy is not meant to address one particular form of social media, rather social media in general, as advances in technology will occur and new tools will emerge. For purposes of this policy, social media generally refers to Internet-based resources and applications that allow for the creation and exchange of user-generated content and enable users to disseminate or receive information, communicate or otherwise interact.

2. Applicability. This policy applies to all Agency Board Members, officers, employees and other persons so authorized in accordance with this policy .
3. Policy Statement: The Agency endorses the secure use of social media to enhance communication, collaboration, and information exchange; improve government transparency; and foster operational efficiency. The Agency also recognizes the role that social media tools play in the personal lives of Agency employees, officers and Board Members. The personal use of social media can have bearing on Agency personnel in their official capacity. As such, this policy establishes guidelines regarding the appropriate content with respect to the use of the Agency’s name, images, materials, logos or any reference to those images. The Agency recognizes that its Board Members, officers and employees are constitutionally entitled to express themselves as private citizens on social media sites. However, this constitutional right is not without its limitations. One of those permissible limitations is that employees, officers and Board Members are hereby prohibited from engaging in communication which would compromise the integrity of – and thus undercut – the public confidence of the Agency.

4. Official Agency Social Media Accounts:

- A. The Agency Board of Directors shall oversee and have access to all Official Accounts and the Agency's overall online presence. Official Accounts will be used strictly for conveying information about the Agency to the public. The Agency official website will be the Agency's primary and predominant Internet presence.
- B. Official Accounts may only be created through the following social media sites: Facebook, Instagram and LinkedIn.
- C. All Official Accounts shall be approved by the Executive Director. No Agency Board Member, officer or employee may create an Official Account without authorization from the Executive Director or, for pages created by the Executive Director, from the Board Chair.
- D. All Official Accounts are considered the property of the Agency and, as such, do not transfer if the Executive Director separates from employment with the Agency or no longer serves as Executive Director of the Agency.
- E. The Executive Director shall be the sole administrator for all Official Accounts. The Executive Director shall monitor, approve and post content on Official Accounts, and shall ensure adherence to both this policy and the interest and goals of the Agency. Only users authorized by the Executive Director shall post content on any Official Account on behalf of the Agency.
- F. Vendors or contractors hired by the Agency to assist in developing the Agency's social media presence must comply with all elements outlined in this policy and any other additional internal policy that the Agency may develop. In contracting out social media related tasks, it is critical that the Agency retains permanent ownership of the created webpages.
- G. Where possible, each Official Account shall contain the following:
 - i. an introductory statement notifying users and visitors that its intended purpose is to serve as a mechanism for communication between Agency government and members of the public;
 - ii. links directing users back to the Agency's official website; and
 - iii. a statement that the opinions expressed by visitors to the page(s) do not reflect the opinions of the Agency.
- H. All Official Accounts and content posted thereon shall adhere to applicable laws, regulations and policies, including information technology policies and records management and retention requirements.
 - i. Content posted on any Official Account must comply with all applicable Federal and State laws, regulations, and policies and well as any terms of use or terms of service applicable to the social media site being used.

- ii. Content is considered a public record and subject to the New York State Freedom of Information Law. Relevant records retention schedules apply to social media content.
- iii. Content must be managed, stored and retrieved to comply with open records laws and e-discovery laws and policies.

I. Guidelines:

- i. Postings and comments on Official Accounts containing any of the following forms of content shall be prohibited and subject to removal and/or restriction by the Executive Director as the sole administrator:
 - a. Comments/postings not typically related to the particular topic of the original social medium posting being commented upon, including random or unintelligible comment/postings;
 - b. Comments/postings in support of or in opposition to political campaigns or ballot measures;
 - c. Profane, obscene, violent or pornographic content and/or language;
 - d. Content that promotes, fosters, or perpetuates discrimination on the basis of race, creed, color, age, religion, gender, marital status, status with regard to public assistance, national origin, physical or mental disability or sexual orientation;
 - e. Defamatory or personal attacks;
 - f. Threats to any person or organization;
 - g. Sexual content or links to sexual content;
 - h. Solicitations of commerce, including but not limited to advertising of any business or product/service for sale;
 - i. Conduct in violation of any federal, state or local law;
 - j. Conduct or encouragement of illegal activity;
 - k. Confidential or Agency personnel matters;
 - l. Information that may tend to compromise the safety or security of the public or public systems; or
 - m. Content that violates a legal ownership interest, such as a copyright, of any other party.
- ii. Official Accounts shall clearly state that posted comments will be monitored and that the Agency reserves the right to remove obscenities, off-topic comments, personal attacks, etc. in accordance with these guidelines. These guidelines shall be displayed to users or made available by hyperlink. Any content removed based on these guidelines must be retained, including the time, date and identity of the poster when available, and shall be subject to the Agency's record retention guidelines.

- J. The Agency reserves the right to restrict or remove any content that is deemed in violation of this policy or any applicable law.

5. Personal Social Media Usage

- A. Agency employees are prohibited from using personal social media during working hours. This prohibition applies whether or not such usage occurs on Agency-owned computers or communication equipment or a device personally owned by the employee.
- B. Agency employees, officers and Board Members are cautioned that, as public employees or officers, speech on- or off-duty made pursuant to their official duties – that is, that owes its existence to the individual’s professional duties and responsibilities – may not be protected under the First Amendment.
- C. The following rules and guidelines apply to personal usage of social media by Agency employees, officers and Board Members:
 - i. Agency employees, officers and Board Members shall observe and follow: (a) existing Agency policies and agreements; (b) applicable laws and regulations; and (c) the policies and terms of use of the particular social media forum or service being used. Specifically:
 - a. Agency employees, officers and Board Members’ personal use of social media must comply with the rules in the Agency’s existing policies, including but not limited to, its Code of Ethics.
 - b. Agency employees, officers and Board Members should not post or repost any information or conduct any online activity that violates applicable local, state or federal laws or regulations. Any conduct which is impermissible under the law if expressed in any other form or forum is also impermissible if expressed through social media.
 - c. Most social media websites/services have rules concerning the use of and activity conducted on their sites. These are sometimes referred to as “Terms of Use.” Agency employees, officers and Board Members must follow the terms and conditions of use that have been established by each venue and not do anything that would violate those rules.
 - ii. Agency employees, officers and Board Members shall not post or repost content on social media that would tend to promote or cause disruption in the workplace or to the services provided by the Agency.
 - iii. Agency employees, officers and Board Members shall not knowingly or recklessly post or repost false, misleading or derogatory information which would disparage, defame or discredit the Agency or its employees, officers and Board Members.
 - iv. Agency employees, officers and Board Members shall not use the name of the Agency or an Agency e-mail address in conjunction with a personal social media account.
 - v. Agency employees, officers and Board Members shall not post, repost, upload, or share images that have been taken while performing duties as a Board Member, officer, employee or agent of the Agency, or while wearing Agency logos, except when it is directly pertinent to Agency business and

such posting, reposting, uploading or sharing of images is authorized in advance by the Executive Director or the Board Chair.

- vi. Agency employees, officers and Board Members should not refer to their Agency position in a manner that suggests or implies they are speaking on behalf of the Agency or that the Agency sanctions or endorses their viewpoints or activities. If, from a Board Member, officer, or employee's social media post, it is clear the individual is an Agency employee, officer or Board Member, or if the individual mentions the Agency, or it is reasonably clear the individual is referring to the Agency or a position taken by the Agency, and the individual expresses a political opinion or an opinion regarding the Agency's positions or actions, the post must specifically note that the opinion expressed is the individual's personal opinion and not the Agency's position.
- vii. Agency employees, officers and Board Members should not use or disclose confidential personal information about another individual (Social Security number, financial account numbers, driver's license number or personal medical information) or confidential or proprietary information pertaining to matters of the Agency that is not otherwise deemed accessible to the general public under the Freedom of Information Law (NY Public Officers Law § 84 *et seq.*).

D. Board Members should assume that if any Agency business or communication is conducted on a non-official social media account, the account will be considered a public record and will be subject to the New York State Freedom of Information Law (FOIL), as well as applicable sections of the records retention schedule. Board Members should be mindful of the risks of electronic communication in relation to the Open Meetings Law. Two-way communications between Board Members and/or adding to a post or comment that would create a quorum of the Board should be strictly avoided.

6. Violations: Anyone with information as to a violation of this policy shall report such information to the Executive Director or Board Chair for follow-up action.

June 17, 2024

Town of Montgomery Industrial Development Agency
110 Bracken Road
Montgomery, New York 12514

Dear Board Members:

I hope this letter finds you well. It is with mixed emotions that I write to inform you of my decision to resign as Executive Director from the Town of Montgomery Industrial Development Agency. While I was not actively seeking new opportunities, I have recently been presented with several offers that align well with my personal and professional goals, and I've accepted a new role as Executive Vice President of the Hudson Valley Food Bank. After careful consideration, I believe this is the right time for me to embrace these new challenges. My last day as a full-time employee of the Town will be Friday, June 28, 2024.

I am profoundly grateful for the unwavering support and camaraderie I have experienced during my tenure. Working alongside such dedicated individuals towards the shared mission of economic development for the Town of Montgomery has been an incredibly rewarding experience, and one that I will always treasure throughout my career.

As we move forward, I am committed to ensuring a smooth transition, even beyond my resignation date. Please let me know how I can assist during this period. I am compiling a handbook to help train the next IDA Executive Director that I will make available to you.

Thank you once again for the invaluable experiences and memories. I look forward to staying in touch and witnessing the continued success of the agency. I am profoundly grateful for my time serving the Town of Montgomery.

Warmest regards,

Felicia Kalan