

# UCIDA

Ulster County Industrial Development Agency

Mailed 12/6/10  
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CXC

November 19, 2012

The Honorable Susan Zimet  
Supervisor, Town of New Paltz  
Town Hall, PO Box 550  
New Paltz, NY 12561

RE: TOWN OF NEW PALTZ – FEASIBILITY STUDY  
SOUTH PUTT CORNERS ROAD SEWER DISTRICT

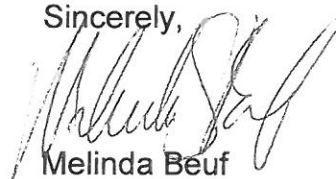
Dear Supervisor Zimet:

The Ulster County Shovel Ready Committee at their August 14, 2012 meeting, unanimously recommended that the Application of the Town of New Paltz for a Feasibility Study of South Putt Corners Road Sewer District be forwarded for consideration to the Ulster County Industrial Development Agency (UCIDA) for funding. At the August 15, 2012 meeting of the UCIDA the Application for funding in the amount of \$4,250 was approved.

Enclosed please find two copies of the Grant Agreement and Authorizing Resolution that must be reviewed/signed by the Town of New Paltz within 30 days of receipt. Please retain one original copy for your records and return the other to our offices.

Should you have any questions please feel free to contact me at (845) 338-8840 Ext. 215 or [mbeuf@ulsterny.com](mailto:mbeuf@ulsterny.com).

Sincerely,



Melinda Beuf  
CEO

cc: Mr. David O'Halloran w/o enclosures  
Chair, UCIDA

Enclosures: 2

## GRANT AGREEMENT

THIS GRANT AGREEMENT dated as of August 15, 2012 (the "Grant Agreement") between **ULSTER COUNTY INDUSTRIAL DEVELOPMENT AGENCY** (the "Agency"), a public benefit corporation organized and existing under the laws of the State of New York having an office for the transaction of business located at 5 Development Court, Kingston, New York, and **TOWN OF NEW PALTZ** (the "Town"), having an office for the transaction of business located at 1 Veterans Drive, New Paltz, New York;

### WITNESSETH:

WHEREAS, Ulster County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of 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 787 of the Laws of 1976, as amended, constituting Section 923 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, warehouse and commercial 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 promote, develop, and encourage one or more "projects" (as defined in the Act) and thereby advance the job opportunities, health, general prosperity and economic welfare of the people of the County of Ulster and to improve their recreation opportunities, prosperity and standard of living; and

WHEREAS, the Town is undertaking a program (the "Project"), said Project consisting of the following: preparation of a Feasibility Study for a proposed South Putt Corners Road Sewer District, as further described in the Ulster County Shovel Ready Application for a Feasibility Study of Sewer Service for the South Putt Corners Road Industrial Corridor in the Town of New Paltz dated July 2012; and

WHEREAS, in order to assist the Town in undertaking the Project, the Agency proposes to enter into this Grant Agreement under which the Agency will provide funds to the Town in an amount not to exceed \$4,250 (the "Grant") to offset the costs of the Project;

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the Agency and the Town agree as follows:

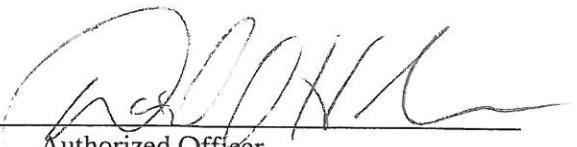
1. **Agreement of the Parties.** The Agency and the Town agree that the Agency will make available to the Town the Grant for the express purpose of funding a portion of the costs of the Project, said Project consisting of the following: preparation of a Feasibility Study for a proposed South Putt Corners Road Sewer District, as further described in the Ulster County Shovel Ready Application for a Feasibility Study of Sewer Service for the South Putt Corners Road Industrial Corridor in the Town of New Paltz dated July 2012. The Grant will be used to reimburse the Town for costs incurred in connection with the Project.

2. **Disbursement.** The Agency will advance the Grant in multiple disbursements, no more than one disbursement per month, and each disbursement shall be made upon the delivery to the Agency of a receipt evidencing that the cost has been incurred and paid for by the Town and that the disbursement will be used to reimburse the Town for such cost.
3. **Compliance with Law.** The Town covenants that it is aware of the laws governing the Agency and the use of moneys of the Agency, and the Town agrees to use the moneys disbursed under this Grant Agreement only in the manner so allowed.
4. **Repayment.** Nothing herein shall be construed to require the Town to reimburse the Agency for the Grant.
5. **Information.** The Town agrees to furnish to the Agency, whenever requested by the Agency, the following: (a) progress reports regarding the Project, (b) an itemized list indicating how the Grant is being spent; and (c) such other information as the Agency may request.
6. **Indemnification.** To the fullest extent permitted by law, the Town shall defend, indemnify and hold harmless the Agency and its agents and employees from and against claims, damages, losses and expenses, including, but not limited to reasonable attorneys' fees, arising out of or resulting from the granting of this Grant Agreement or the work to be performed pursuant hereto, except if such claims, damages, losses or expenses are caused by the Agency's gross negligence or willful misconduct.
7. **Notices.** (a) All notices and other communications hereunder shall be in writing and shall be deemed given when mailed by United States registered or certified mail, postage prepaid, return receipt requested, addressed as follows:
  - (1) To the Agency: at the address set forth in the initial paragraph of this Grant Agreement, with a copy to:  
  
Hodgson Russ LLP  
677 Broadway, Suite 301  
Albany, New York 12210  
Attention: A. Joseph Scott, III, Esq.
  - (2) To the Town: at the address set forth in the initial paragraph of this Grant Agreement.
  - (b) The Agency and the Town may, by notice given hereunder, designate any further or different addresses to which subsequent notices, certificates and other communications shall be sent.

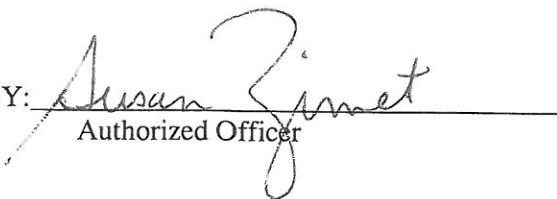
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IN WITNESS WHEREOF, the parties hereto have entered into this Grant Agreement as of the day and date first written above.

ULSTER COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY

BY:   
Authorized Officer

TOWN OF NEW PALTZ

BY:   
Authorized Officer

**RESOLUTION APPROVING GRANT  
TOWN OF NEW PALTZ PROJECT**

A regular meeting of Ulster County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 5 Development Court in the City of Kingston, Ulster County, New York on August 15, 2012 at 8:00 o'clock a.m., local time.

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

**PRESENT:**

David O'Halloran	Chairperson
John Morrow	Secretary
Paul Colucci	Assistant Chairperson/Assistant Secretary
Mike Horodyski	Assistant Chairperson/Assistant Secretary

**ABSENT:**

Stephen Perfit	Treasurer
Robert Kinnin	Assistant Chairperson/Assistant Secretary
James Malcolm	Assistant Chairperson/Assistant Secretary

**AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:**

Melinda Beuf	Chief Executive Officer
Lisa Fadelici	Chief Financial Officer
Linda Clark	Administrative Assistant
A. Joseph Scott, III, Esq.	Agency and Bond Counsel

The following resolution was offered by David O'Halloran, seconded by Paul Colucci, to wit:

Resolution No. \_\_\_\_\_

**RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A GRANT  
AGREEMENT WITH THE TOWN OF NEW PALTZ.**

WHEREAS, Ulster County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of 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 787 of the 1976 Laws of New York, as amended, constituting Section 923 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 industrial, manufacturing, warehousing, commercial, research and recreation 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 promote, develop, and encourage one or more "projects" (as defined in the Act) and thereby advance the job opportunities, health, general prosperity and economic welfare of the people of the County of Ulster and to improve their recreation opportunities, prosperity and standard of living; and

WHEREAS, the Town of New Paltz (the "Town") has submitted an application (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"), said Project consisting of the following: preparation of a Feasibility Study for a proposed South Putt Corners Road Sewer District, as further described in the Ulster County Shovel Ready Application for a Feasibility Study of Sewer Service for the South Putt Corners Road Industrial Corridor in the Town of New Paltz dated July 2012; 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 proceed with the Project; and

WHEREAS, pursuant to SEQRA, the Agency has examined the Project in order to make a determination as to whether the Project is subject to SEQRA, and it appears that the Project constitutes a Type II action under SEQRA;

WHEREAS, in order to assist the Town in connection with the Project, the Agency proposes to enter into a grant agreement dated as of August 15, 2012 (the "Grant Agreement") by and between the Agency and the Town;

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

Section 1. Based upon an examination of the Project, the Agency hereby determines that the Project constitutes the financing of promotion and development activities that do not have an a significant adverse impact on the environment based on the criteria contain in 6 NYCRR 617.7(c) and, further, are not Type I actions as defined in 6 NYCRR 617.4. Accordingly, the Project constitutes a "Type II action" pursuant to 6 NYCRR 617.5(a), and therefore that, pursuant to 6 NYCRR 617.6(a)(1)(i), the Agency has no further responsibilities under SEQRA with respect to the Project.

Section 2. 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; and

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

(C) The undertaking of the Project and the entering into by the Agency of the Grant Agreement will promote and maintain the job opportunities, general prosperity and economic

welfare of the citizens of Ulster County, New York and the State of New York and improve their standard of living; and

(D) It is desirable and in the public interest for the Agency to enter into the Grant Agreement.

Section 3. In consequence of the foregoing, the Agency hereby determines to grant to the Town an amount not to exceed \$4,250 to pay a portion of the costs relating to the Project pursuant to the terms and conditions of the Grant Agreement; provided, however, that the approval for such grant is contingent upon (A) compliance with the terms and conditions contained in the Agency's Policy relating to Grants and in the Grant Agreement, and (B) the following additional conditions: None.

Section 4. The Agency is hereby authorized to do all things necessary or appropriate for the accomplishment of the provisions of the Grant Agreement, and all acts heretofore taken by the Agency with respect to such Grant Agreement are hereby ratified, confirmed and approved.

Section 5. The form and substance of the Grant Agreement are hereby approved.

Section 6. The Chairman (or Vice Chairman) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Grant Agreement, 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 substantially the forms thereof presented to this meeting, with such changes, variations, omissions and insertions thereto as the Chairman (or Vice Chairman) shall approve, the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

Section 7. 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 Grant Agreement, 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 Grant Agreement binding upon the Agency.

Section 8. 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:

David O'Halloran	VOTING	<u>Yes</u>
John Morrow	VOTING	<u>Yes</u>
Stephen Perfit	VOTING	<u>Absent</u>
Paul Colucci	VOTING	<u>Yes</u>
Mike Horodyski	VOTING	<u>Yes</u>
Robert Kinnin	VOTING	<u>Absent</u>
James Malcolm	VOTING	<u>Absent</u>

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned (~~Assistant~~) Secretary of Ulster County Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on August 15, 2012 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 set forth 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 24<sup>th</sup> day of October, 2012.

  
\_\_\_\_\_  
(~~Assistant~~) Secretary

(SEAL)