



**TROY LOCAL DEVELOPMENT CORPORATION  
Board of Director  
Meeting Minutes**

**December 13, 2013  
8:30 a.m.**

**BOARD MEMBERS PRESENT: Wallace Altes, Bill Dunne, Hon. Ken Zalewski, Andy Ross and Dep. Mayor Pete Ryan**

**ABSENT:**

**ALSO IN ATTENDANCE: Justin Miller Esq., Monica Kurzejeski, Selena Skiba, Andrew Kreshik, Laban Coblentz, Danielle Sanzone and Denee Zeigler**

**Minutes**

Wallace Altes, Chairman, called the meeting to order at 8:30 a.m.

I. Approval of Minutes from December 5, 2013 board meeting

Justin Miller asked that the approved resolutions be added into the minutes. No other changes needed.

**Ken Zalewski made the motion to approve the minutes.  
Bill Dunne seconded the motion, motion carried.**

II. Mosaics Associate Architects Authorizing Resolution

Monica Kurzejeski spoke to the board about the loan request for Mosaic Associate Architecture. Mr. Kurzejeski went over the amortization schedule and advised the board that they have handed in all required documentation. Justin Miller advised this resolution will be the last approval needed for the loan. The next step will be to set up some additional paperwork and issue the check. The board had a general discussion the timeframe for the loan process. (see attached Resolution 12/13 #3)

**Ken Zalewski made the motion to authorize the loan.  
Andy Ross seconded the motion, motion carried.**

III. The Cookie Factory LLC Façade Grant

Monica Kurzejeski spoke to the board about the façade grant applications sent in by The Cookie Factory LLC for both locations, \$5,000 for 41 River Street and \$5,000 for 520 Congress Street.

The location on River Street will be their main distribution center. Improvements will include new doors, windows, solar panels and landscaping.

The location on Congress Street will get new windows, landscaping and update the parking lot to compliment the street improvements that were made on the Congress Street corridor.

Dep. Mayor Pete Ryan advised the board that he was able to take a look inside the River Street building and noted that a lot of work has been done already. Mr. Ryan added that there will be about 30 new employees as a result of them purchasing the property. Mr. Ryan also explained that they have received many new contracts recently and expanded the businesses they work with. Ken Zalewski asked what kind of work will be done at this location. Bill Dunne explained that the River Street site will be production and distribution. Mr. Dunne added that the Congress Street location will continue to be a smaller bakery and store.

**Ken Zalewski made a motion to approve façade grant applications for both locations of the Cookie Factory. Andy Ross seconded the motion, motion carried.**

IV. The Shoppe

Monica Kurzejeski gave the board an update about The Shoppe's BDAP loan application. There was a misunderstanding and they were under the impression that the funding was going to be a grant. At this point, they are not in need of a loan. They did great during the Victorian Stroll and are really happy to be in Troy. The Chairman noted the he saw the success of the store first hand during the event.

V. Global Citizens LLC

The Chairman introduced Laban Coblentz to the board and congratulated him on his CFA grant award. Justin Miller explained that the contract in from of the board is a copy of the agreement that they have been working on over the last few days. Mr. Miller explained that the proposal states Global Citizens LLC will provide defined services to the LDC that will assist and focus on furthering the mission of The Center of Gravity. Currently, the proposal is drafted for one year for \$75,000. Once the agreement is set up, the board will get monthly or quarterly updates from Mr. Coblentz. If needed, the board can enter into executive session to discuss the details of the pending contract.

**Bill Dunne made the motion to move to executive session to discuss details of a potential contract. Ken Zalewski seconded the motion, motion carried.**

The board returned from executive session after finalizing the details of the contract with Global Citizens LLC. The board agreed to accept the resolution with modifications of the contract showing \$100,000 for one year. (see attached Resolution 12/13 #4)

**Ken Zalewski made a motion to approve the authorizing resolution.**

**Andy Ross seconded the motion, motion carried.**

VI. O'Brien's Public House additional funding request

The Chairman introduced the project briefly and asked if there was a motion to move to executive session in order to discuss the personal finances of the applicant.

**Andy Ross made a motion to move to executive session.**

**Ken Zalewski seconded the motion, motion carried.**

The board returned from executive session. The Chairman advised the board had a lengthy discussion on the additional funding request of \$25,000 for sprinklers. He noted that a check will be disbursed once they receive an invoice for the down payment to install the sprinklers. A final payment will be made once a certificate of occupancy is obtained from the City of Troy.

**Ken Zalewski made a motion to approve the \$25,000 in additional funding.**

**Andy Ross seconded the motion, motion carried.**

VII. King Fuels asbestos abatement

Bill Dunne spoke to the board about the remaining buildings on the King Fuels site that are set for demolition. Several buildings will be taken down with asbestos in place, some will need asbestos abatement and air monitoring will need to be done.

Building 6 (former Benzol building) could not be taken down without an engineering report. Quotes were received by several companies, Brian Preston was chosen for the report for \$750.00. PCS was chosen to do the demolition and Alpine would be doing the air monitoring for both buildings 3 and 6 which had been discussed at the previous meeting.

Monica Kurzejeski asked if there was a dollar amount threshold that Bill Dunne can approve as Executive Director. Justin Miller advised the details are in the procurement policy.

The second item relates to asbestos abatement and air monitoring for buildings 1, 4, 7 and 12 plus approximately 100 sqft of illegally dumped pipe insulation. Ken Zalewski asked about the process of asbestos abatement versus taking a building down that contains asbestos. Mr. Dunne explained that it is far less expensive to take out the asbestos and take the building down. Mr. Dunne added that sometimes the demolition company can salvage some of the items that will lower the cost. Mrs. Kurzejeski explained that it is costly to remove all of the debris if the building is taken down and it contains asbestos.

The Chairman asked about timing. Mr. Dunne advised that as soon as the City Engineer Russ Reeves gets the engineer's report, the permit can be issued and they can start the process of taking down building 6. The plan is to take down the buildings that contain asbestos, clean up the remainder of the items that have been dumped at the site and take down the remaining buildings that do not contain asbestos to have the entire site ready for National Grid in the spring.

The board discussed the second set of proposal for asbestos abatement related to the four buildings. The quotes were reviewed by Andrew Kreshik of the planning department for the City and Atlantic contracting and Alpine air monitoring was recommended. Justin Miller noted that all of the prices were close in range, suggesting that the quotes were fair. Mr. Dunne wanted to seek authorization to enter into the contracts.

Mr. Dunne noted that he did have another building near the King Fuels site that he wanted to get a pre-demolition asbestos survey on, the Sperry Warehouse. The City currently owns the building and stated they would be interested in swapping it with the LDC for the Alamo. The LDC acquired the Alamo as part of the King Fuels site years ago and the City currently uses the site. Mr. Zalewski asked where each building was located on the site. Mr. Dunne explained that the Alamo was located just North of the King Fuels site and the Sperry Warehouse was located adjacent to the King Fuels site. Andy Ross asked if any Troy based firms were solicited for the asbestos services. Andrew Kreshik noted that the firms selected are familiar with the site from previous work done there. He can check with some other firms at the boards request.

Bill Dunne asked the board if they would be interested in the swap. He noted that there is a fair amount of contamination in the building and the at the site. Andrew Kreshik explained that we have a remedial investigation that was done in the past to check the Alamo and The Sperry Warehouse for contamination. There was only funding for one so they Sperry Warehouse was checked. Mr. Kreshik noted that during the previous examination of the site there was a lot of deep contamination at the site that would require remediation that may compromise the building. Mr. Kreshik explained that the building is historical and they may want to save it but in order to save it they will have to remediate. He noted that the extent to the remediation would be at least 12 ft straight done from the foundation to the edge of the property line. Mr. Dunne stated that the acquisition of the parcel makes sense to this board because it is directly next to the King Fuels site, but remediating the site could compromise the structure. It does have historical value that would be a shame to lose. Mr. Dunne commented that it may be more reasonable to demolish the building and contain the contamination. The board agreed that the building is not very stable and may not be able to be saved if remediation has to be done.

Mr. Dunne stated that it would be a good idea to do a survey of the property to determine the value. Ken Zalewski stated that it would be a good idea to do a testing of the site to determine the level of contamination in order to decide what it could be used for in the future. Mr. Kreshik spoke about the history of the site. Justin Miller explained that the site would be important for assemblage of the sites. Dep. Mayor Pete Ryan questioned if the board

would be interested in the swap. Mr. Dunne answered that it would make sense to cluster the parcels that are next to the King Fuels site. The City currently uses the Alamo and it would make sense to give them title for it. Mr. Dunne suggested authorizing up to \$4,000 for CT Male to do a survey of the Sperry Warehouse site.

The board recapped the proposed contracts needed for the site.

**Bill Dunne made a motion to enter into a contract with Preston Engineering for an engineering report for building six.**

**Ken Zalewski seconded the motion, motion carried.**

**Bill Dunne made a motion to enter into a contract with Provincial Contractor Services for the demolition of asbestos containing buildings three and six and Alpine for the air monitoring of the demolition.**

**Ken Zalewski seconded the motion, motion carried.**

**Bill Dunne made a motion to enter into a contract with Atlantic Contracting for asbestos abatement and Alpine Environmental for air monitoring for buildings one, four, seven and twelve in addition to illegally dumped material located on the site.**

**Ken Zalewski seconded the motion, motion carried.**

**Bill Dunne made a motion to retain CT Male for the survey and a written report of asbestos containing material at the Sperry Warehouse site.**

**Ken Zalewski seconded the motion, motion carried.**

VIII. Upcoming Projects

Bill Dunne spoke about an item that will be discussed at the next meeting concerning the possibility of hiring someone to handle the LDC Facebook page and keep the information up to date and help create a social media presence.

IX. Financials

Selena Skiba presented the current financials to the board members. Mrs. Skiba noted that several of the loans have first payment's due and others that have not paid are currently being pursued for payment.

Dep. Mayor Pete Ryan asked if there were any tenants left in the Marvin Neitzel building. Bill Dunne explained that Pete Marks and Collar Works are still in the building. He will confirm that Albany Audio is gone. Selena noted that if he is all set, she will send him his deposit back. Mr. Dunne noted that Collar Works is staying and will be working with the new owners of the building. Mr. Dunne also explained that John Finelli has gone through the building and some heat and plumbing will be on for Collar Works to use. The board members had a brief discussion on the status of Peter Marks.

Mrs. Skiba asked about the swap for 74 New Turnpike and the Taylor Apartment buildings. Mr. Dunne advised that the swap will not be happening.

Mrs. Skiba discussed the profit & loss sheet. Mr. Zalewski asked for clarification. Mr. Miller noted that there are loans that will be bringing in income in the next year. Mr. Dunne spoke about the five year budget that they put together and noted that currently we are not set up to generate revenue or own/sell property. In the past few years we have been much more active and will start to see some inflow of funds.

X. Adjournment

**Andy Ross made a motion to adjourn the meeting.  
Bill Dunne seconded the motion, motion carried.**

The meeting was adjourned at 10:39 a.m.

## **AUTHORIZING RESOLUTION**

*(Dodge Chamberlin Luzine Weber Associates Architects LLP d/b/a Mosaic Associates Architects  
– Loan Agreement)*

A regular meeting of the Troy Local Development Corporation was convened on December 13, 2013, at 8:30 a.m.

The following resolution was duly offered and seconded, to wit:

Resolution No. 12/13 #3

**RESOLUTION OF THE TROY LOCAL DEVELOPMENT CORPORATION AUTHORIZING (i) THE ISSUANCE OF A \$50,000 EQUIPMENT LOAN TO DODGE CHAMBERLIN LUZINE WEBER ASSOCIATES ARCHITECTS LLP D/B/A MOSAIC ASSOCIATES ARCHITECTS WITH RESPECT TO A CERTAIN PROJECT (AS DEFINED HEREIN) AND (ii) THE EXECUTION AND DELIVERY OF A LOAN AGREEMENT AND RELATED DOCUMENTS.**

WHEREAS, the Troy Local Development Corporation (the “Corporation”) is a duly-established, not-for-profit local development corporation of the State pursuant to Section 1411(h) of the Not-for-Profit Corporation Law (“N-PCL”) and a Certificate of Reincorporation filed on April 5, 2010 (the “Certificate”) established for the charitable and public purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, by encouraging the development of, or retention of, an industry in the community or area, and lessening the burdens of government and acting in the public interest; and

WHEREAS, **DODGE CHAMBERLIN LUZINE WEBER ASSOCIATES ARCHITECTS LLP D/B/A MOSAIC ASSOCIATES ARCHITECTS** (the “Company”), has requested assistance from the Corporation with a certain project (the “Project”) consisting of the acquisition of furniture and equipment for the Company’s offices located in the Frear Building, 2 Third Street, Suite 440, Troy, New York; and

WHEREAS, in furtherance of the Project, the Company has requested financing from the Corporation in the form of a \$50,000.00 Equipment Loan (the “Loan”); and

WHEREAS, the Corporation desires to authorize the issuance of the Loan, the terms of which have been presented at this meeting, and approve the execution and delivery of a Loan Agreement (“Agreement”), along with related documents, to memorialize the terms and conditions by which the Loan shall be extended by the Corporation, including the repayment thereof and security therefore.

**NOW, THEREFORE, BE IT RESOLVED BY THE DIRECTORS OF THE TROY LOCAL DEVELOPMENT CORPORATION AS FOLLOWS:**

Section 1. The Corporation hereby authorizes the provision of the Loan to the Company in furtherance of the Project. The Chairman, Vice Chairman and/or the Chief Executive Officer of the Corporation are hereby authorized, on behalf of the Corporation, to execute and deliver a Loan Agreement, along with related documents (collectively, the “Loan Documents”), in such form as prepared and approved by counsel to the Corporation and as approved by the Chairman, Vice Chairman and/or the Chief Executive Officer.

Section 2. The Secretary or Assistant Secretary of the Corporation are hereby authorized, where appropriate, to affix the seal of the Corporation to the Loan Documents and to attest the same, all with such changes, variations, omissions and insertions as the Chairman, Vice Chairman and/or Chief Executive Officer of the Corporation shall approve, and the execution thereof by the Chairman, Vice Chairman and/or Chief Executive Officer of the Corporation to constitute conclusive evidence of such approval.

Section 3. The officers, employees and agents of the Corporation are hereby authorized and directed for and in the name and on behalf of the Corporation to do all acts and things required and to execute and deliver all such checks, 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 resolutions and to cause compliance by the Corporation with all of the terms, covenants and provisions of the documents executed for and on behalf of the Corporation.

Section 4. These Resolutions 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:

	<i>Yea</i>	<i>Nea</i>	<i>Absent</i>	<i>Abstain</i>
Wallace Altes	[ X ]	[ ]	[ ]	[ ]
William Dunne	[ X ]	[ ]	[ ]	[ ]
Hon. Kenneth Zalewski	[ X ]	[ ]	[ ]	[ ]
Andrew Ross	[ X ]	[ ]	[ ]	[ ]
Peter Ryan	[ X ]	[ ]	[ ]	[ ]

The Resolution was thereupon duly adopted.

STATE OF NEW YORK                    )  
COUNTY OF RENSSELAER            ) ss.:

I, the undersigned Secretary of the Troy Local Development Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Troy Local Development Corporation (the " Corporation "), including the resolution contained therein, held on December 13, 2013 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Corporation and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

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

I FURTHER CERTIFY, that there was a quorum of the members of the Corporation 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 modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Corporation this 13th day of December, 2013.

  
Secretary

[SEAL]

## **AUTHORIZING RESOLUTION**

*(Global Citizen, LLC – Economic Development Services Agreement)*

A regular meeting of the Troy Local Development Corporation was convened on December 13, 2013, at 8:30 a.m.

The following resolution was duly offered and seconded, to wit:

Resolution No. 12/13 - #4

### **RESOLUTION OF THE TROY LOCAL DEVELOPMENT CORPORATION AUTHORIZING THE EXECUTION AND DELIVERY OF AN ECONOMIC DEVELOPMENT SERVICES AGREEMENT WITH GLOBAL CITIZEN, LLC**

WHEREAS, the Troy Local Development Corporation (the “Corporation”) is a duly-established, not-for-profit local development corporation of the State pursuant to Section 1411(h) of the Not-for-Profit Corporation Law (“N-PCL”) and a Certificate of Reincorporation filed on April 5, 2010 (the “Certificate”) established for the charitable and public purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, by encouraging the development of, or retention of, an industry in the community or area, and lessening the burdens of government and acting in the public interest; and

WHEREAS, the Corporation desires to engage GLOBAL CITIZEN, LLC (the “Consultant”) to provide certain economic development services pursuant to a certain Economic Development Services Agreement (the “Agreement”), the proposed form of which is attached hereto; and

WHEREAS, the Corporation desires to execute and deliver the Agreement , along with related documents, to memorialize the terms and conditions by which the Consultant will serve the Corporation, including the Corporation’s payment of Administrative Fees therefore.

NOW, THEREFORE, BE IT RESOLVED BY THE DIRECTORS OF THE TROY LOCAL DEVELOPMENT CORPORATION AS FOLLOWS:

Section 1. The Corporation hereby authorizes the provision of the engagement of the Consultnat to provide the Scope of Services as outlined within the Agreement. The Chairman, Vice Chairman and/or the Chief Executive Officer of the Corporation are hereby authorized, on behalf of the Corporation, to execute and deliver the Agreement, along with related documents (collectively, the “Documents”), in such form as prepared and approved by counsel to the Corporation and as approved by the Chairman, Vice Chairman and/or the Chief Executive Officer.

Section 2. The Secretary or Assistant Secretary of the Corporation are hereby authorized, where appropriate, to affix the seal of the Corporation to the Documents and to attest

the same, all with such changes, variations, omissions and insertions as the Chairman, Vice Chairman and/or Chief Executive Officer of the Corporation shall approve, and the execution thereof by the Chairman, Vice Chairman and/or Chief Executive Officer of the Corporation to constitute conclusive evidence of such approval.

Section 3. The officers, employees and agents of the Corporation are hereby authorized and directed for and in the name and on behalf of the Corporation to do all acts and things required and to execute and deliver all such checks, 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 resolutions and to cause compliance by the Corporation with all of the terms, covenants and provisions of the documents executed for and on behalf of the Corporation.

Section 4. These Resolutions 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:

	<i>Yea</i>	<i>Nea</i>	<i>Absent</i>	<i>Abstain</i>
Wallace Altes	[ X ]	[ ]	[ ]	[ ]
William Dunne	[ X ]	[ ]	[ ]	[ ]
Hon. Kenneth Zalewski	[ X ]	[ ]	[ ]	[ ]
Andrew Ross	[ X ]	[ ]	[ ]	[ ]
Peter Ryan	[ X ]	[ ]	[ ]	[ ]

The Resolution was thereupon duly adopted.

STATE OF NEW YORK                    )  
COUNTY OF RENSSELAER            ) ss.:

I, the undersigned Secretary of the Troy Local Development Corporation, DO HEREBY CERTIFY:

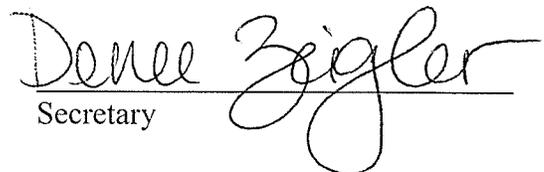
That I have compared the annexed extract of minutes of the meeting of the Troy Local Development Corporation (the " Corporation "), including the resolution contained therein, held on December 13, 2013 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Corporation and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

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

I FURTHER CERTIFY, that there was a quorum of the members of the Corporation 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 modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Corporation this 13th day of December, 2013.

  
Secretary

[SEAL]