



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

**April 10, 2015  
8:30 a.m.**

**BOARD MEMBERS PRESENT: Kevin O’Bryan, Bill Dunne, Dep. Mayor Pete Ryan, Andy Ross and Hon. Ken Zalewski**

**ABSENT:**

**ALSO IN ATTENDANCE: Ken Crowe, Selena Skiba, Justin Miller, Sharon Martin, Kevin Mullen, Matthew Dame and Denee Zeigler**

**Minutes**

The Chairman called the meeting to order at 8:30 a.m.

I. Minutes

The board reviewed the minutes from the March 20, 2015 board meetings.

**Hon. Ken Zalewski made a motion to approve the March, 20, 2015 board meeting minutes.**

**Dep. Mayor Pete Ryan seconded the motion, motion carried.**

II. Rare Form additional request

Bill Dunne advised that a resolution was sent to the board members for review along with the term sheet and amortization schedule as requested at the last meeting. Ken Zalewski advised he felt comfortable after the last meetings discussion with Mr. Muller. (See attached Resolution 04/15 #1)

**Hon. Ken Zalewski made a motion to approve the loan term sheet and amortization schedule.**

**Dep. Mayor Pete Ryan seconded the motion, motion carried.**

III. Clark House LLC

Bill Dunne advised that Vic Christopher is working on getting the last of the paperwork together for his loan and will be ready to present next month.

IV. Marina Funding

Mr. Dunne advised that he was approached by the City of Troy to assist with costs for Marina operations. He added that they are still working with FEMA to get a permanent marina designed, but felt that it is important to have it up and running for this season. The City is asking for \$50,000 towards marina operations. Pete Ryan noted that the budget in front of them is the same as

the one from last year when the City operated it. They will cut down on some of the expenses by keeping just two full time people and change the hours to include times when people need fuel the most. Mr. Ryan added that last year it did not open until mid-May and this year they are shooting for May 1<sup>st</sup>. Mr. Ryan explained that if they can focus on getting more fuel income. The budget gap should end up being about \$25,000-\$30,000. The Chairman advised that instead of approving \$50,000, which is more than needed, we might want to stick closer the amount that is needed. Andy Ross agreed. Mr. Ryan also agreed and advised that \$30,000 is a good amount. He noted that the first season it was run, the expenses were close to \$60,000. Mr. Ryan noted that it needs to be up and running again for all of the events and farmer's market. Mr. Ryan explained that they are anticipating \$1.2 Million in funding to come in for the seawall. Ken Zalewski went over the numbers from the previous year where there was a deficit created by salaries. He advised that if we cut salaries we should get closer to breaking even. Mr. Ross advised that additional income could definitely be earned by making sure the Marina is open to offer fuel to the boaters. The Chairman noted we are one of the first/last fuel stops. The board had a general discussion on gas rates and the marina budget from the past two years. The Chairman advised that the City would need to write this into their budget as a supplement. Mr. Zalewski noted that there could possibly be about \$14,000 in savings which should help cut the previous deficit in half. Mr. Ryan advised that when they know the numbers, if there is surplus they could reimburse the LDC. The Chairman asked to see a follow up to this budget later in the year. Mr. Zalewski asked if they could include the number of boaters that patronize the local businesses. Mr. Ryan advised that after talking to business owners, he noted that boaters dock at the Marina and frequently visit local businesses and the farmers market. Mr. Zalewski asked if there was a way to track that. The Chairman advised he is not sure if there is a way to do that. Mr. Ross added that boats that dock in the marina usually carry multiple people.

**Andy Ross made a motion to approve \$30,000 in grant funding to the City of Troy for the operations of the Marina. Bill Dunne seconded the motion, motion carried.**

V. Camera Funding

Mr. Dunne advised is item will not be discussed today.

VI. Composting Pilot Funding

Mr. Dunne advised that The City of Troy has been working with Troy Zero Waste and Empire Zero to create a pilot composting program. Mr. Dunne advised that one of the benefits is the fact that compost is among the heaviest items that ends up going into the municipal solid waste stream. Municipal solid waste accounts for about \$1.2 Million in expenses to the City. Mr. Dunne advised that if we can encourage residential composting, we may be able to reduce that expense significantly. Mr. Dunne advised that they have identified a neighborhood of about 300 houses that they would like to start the program in, but it would have to be put out to bid first. The City has asked the LDC if we would be willing to fund some of the startup costs in the amount of \$10,000 to be used for composting barrels, bags, printing promotional literature. The groups involved will be doing training seminars and educational classes. The Chairman asked if Capital Roots is involved in any way. Mr. Dunne advised not that he is aware of but will look into. Mr. Dunne explained that currently, municipal solid waste is disposed of at

\$60/ton. Empire Zero has offered to take the compost at \$30/ton. Mr. Dunne advised eventually we will have to build a business model to see if the City can do its own composting. The Chairman clarified that this is just municipal solid waste. Mr. Ross asked if it would be grass clippings and other yard waste. Mr. Dunne advised it will be residential food waste. We would be supplying the bins for the residents. The Chairman asked if the residents know about this program yet. Mr. Dunne advised not yet, but they have identified a couple of neighborhoods that seem like they will be good candidates. Mr. Dunne reminded the board that it still has to go out to bid. Mr. Zalewski advised that there was a composting work group that was set up through the Troy City Council. He noted that it will be a savings to the City and will be a great program. Mr. Zalewski advised that many residents and a couple of neighborhoods already compost and this will be a great thing to see happen citywide. Mr. Dunne advised there are additional phases that will be rolling out. The Chairman added that clustering like-minded people will be a challenge and key to the success of the program.

**Hon. Ken Zalewski made a motion to approve \$10,000 in funding to The City of Troy for the pilot composting program. Dep. Mayor Pete Ryan seconded the motion, motion carried.**

VII. Façade Grants

**Lusco Paper Co.** – Mr. Dunne spoke about the first façade grant application for 1401 5<sup>th</sup> Avenue, Lusco Paper Co. He advised they are on the corner of Liberty and 5<sup>th</sup> and are looking for some assistance to repair the facades on Liberty and Williams Street. They are asking for \$20,000 but our grants have a max of \$5,000. Mr. Zalewski asked if there is enough funding. Mr. Dunne advised yes, there is about \$49,000 in funds. Mr. Zalewski asked if those were our own funds or if they are federal/Main Street funds. Mr. Dunne advised they are our own funds. We currently have no Main Street funding and the previous 50/50 program was through federal funds.

**Hon. Ken Zalewski made a motion to approve the façade grant for Paul Rapp of Lusco Paper Co. at 1401 5<sup>th</sup> Ave. in the amount of \$5,000. Bill Dunne seconded the motion, motion carried.**

**Phil Farinacci, Loreto Rental** – Mr. Dunne introduced Phil Farinacci, owner of 213-215 4<sup>th</sup> Street. Mr. Farinacci explained that he purchased the building in February because he felt it was located in a neighborhood that he wanted to invest in. He advised that he lives close by on First Street and has another property that was recently rehabbed on Second Street. Mr. Farinacci advised this building is located on the corner and has been neglected for many years. He advised that they would like to remove the current façade that is on the building now and get down to the brickwork which will be repainted. He would also like to replace the doors and windows and create a space on the first floor that could be used for either residential or commercial. Currently, it is being used as residential. Their main objective is to encourage the continued growth in that area. Mr. Dunne advised the address may be in the National Historic District and may have to go through review. Mr. Farinacci advised he is not in the City's current Historical District. Mr. Dunne advised the can look into further. Mr. Farinacci advised he has worked with SHPO on his other properties and will also check with them on this property. The Chairman noted that Mr. Farinacci is familiar with the process.

Mr. Dunne noted that the application shows a request for two grants; one for each building on the lot. Mr. Farinacci advised yes, the building is two addresses. The Chairman noted that providing assistance to this smaller project is a great example of how the grants can reach to the outer parts of the central business district and assist the businesses and property owners.

**Hon. Ken Zalewski made a motion to approve the façade grant for Phil Farinacci of Loreto Rental at 213-215 4<sup>th</sup> Street in the amount of \$5,000 for each of his buildings.**

**Dep. Mayor Pete Ryan seconded the motion, motion carried.**

**Joe Scaccia, Alpha Recreation Inc.** – Mr. Dunne spoke on behalf of the façade grant application made by Joe Scaccia of Alpha Bowling Lanes. Mr. Ryan advised that this is an important business for that block. He noted that there have been other projects submitted for that area that would not have been a good fit for the area, but this one is.

**Dep. Mayor Pete Ryan made a motion to approve the façade grant for Joe Scaccia of Alpha Recreation Inc. in the amount of \$5,000.**

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

#### VIII. Façade Target Area

Mr. Dunne spoke about the plan to spread some of the façade grant funding to other parts of the City. After discussing with City Council members and the Economic Development Coordinator, they came up with three target areas; the Little Italy neighborhood on 4<sup>th</sup> Street from Ferry to Adams, Lansingburgh on 2<sup>nd</sup> Ave between 114<sup>th</sup> – 126<sup>th</sup> Street and the Eastside of Troy between Pawling Ave and Spring Ave up to Winter Street. Mr. Dunne proposed that we allocate \$50,000 in funding to each of the areas. He wanted to specifically target commercial properties and residential buildings that have a commercial unit or is owner occupied. The Chairman asked what would happen if someone from just outside the target area wanted to apply for a façade grant. Mr. Dunne advised that we can still review their applications as part of the regular façade program. The Chairman advised that this is great that additional work will be happening in other parts of the City. Mr. Dunne advised at some point we may be able to add in a fourth targeted zone. The board had a general discussion of other areas that could be targeted. The Chairman advised that we can continue to look at targeted areas. Mr. Zalewski expressed that this is a great idea and added that the areas chosen could use some investment.

**Dep. Mayor Pete Ryan made a motion to approve \$150,000 in total funding; \$50,000 for each of the three target areas.**

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

#### IX. PARIS

Mr. Dunne spoke to the board about the final PARIS report that was due on March 31<sup>st</sup>. He noted that it was completed and submitted on time. Mr. Dunne advised the document is large and he did not want to print hard copies unless requested. The Chairman asked for a paper copy. Mr. Dunne advised an electronic copy will be sent to the other board members.

#### X. Financials

Selena Skiba handed out a final copy of the SaxBST audit that was presented at the last meeting.

Mrs. Skiba noted a \$25,000 being held for a parking study. The fixed assets have been updated to reflect the sale of 444 River Street.

Mrs. Skiba advised that the bill for the Bobcat needs and additional amount approved in order to pay. The bill came and it was \$498.98 over the approved amount. The Chairman advised that we can discuss after the presentation of the financials.

The grants payable still shows a large amount of approved grants waiting for paperwork.

Mrs. Skiba advised on the last page, the net ordinary income is prior to the sale of 444 River Street and below that has the information about the sale which had a significant impact.

Justin Miller asked for clarification about how the sale of 444 River Street is listed on the financials. Mrs. Skiba advised that she would clarify for him.

XI. Bobcat additional funds

The Chairman advised that when the invoice for the Bobcat was received, it was over the approved amount. Approval is needed in order to pay the \$495.98 extra, bringing the total approved amount to \$20,495.48.

**Dep. Mayor Pete Ryan made a motion to approve the invoice for the Bobcat for up to \$20,495.98.**

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

XII. Infinity Café term sheet

Matthew Dame spoke to the board about his previously approved loan. He advised that he did receive a term sheet but the length of time and amount was incorrect. He advised the loan amount should be \$23,500 for 54 months. Mr. Dunne apologized for the mix up and asked the board if they could review the updated term sheet today. Mr. Dame emailed a copy of the term sheet and schedule and had it printed up to present to the board. Mr. Dunne advised that we had already approved the loan at a previous meeting and this would be an update to the term sheet. Mr. Miller advised that the date on the term sheet will also have to be updated to start the clock for the closing. Mr. Ross asked if we will have time to clean up the paperwork before the closing. Mr. Miller advised that we will have another chance to approve once the resolution comes in front of the board.

**Hon. Ken Zalewski made a motion to approve the updated term sheet for Infinity Café's loan of \$23,500 with corrections.**

**Dep. Mayor Pete seconded the motion, motion carried.**

XIII. Adjournment

The Chairman asked if there was any other business to discuss. With no other items, the meeting was adjourned at 9:38 a.m.

**Bill Dunne made a motion to adjourn the meeting.**

**Dep. Mayor Pete Ryan seconded the motion, motion carried.**

**AUTHORIZING RESOLUTION**  
*(Rare Form Brewing Company, LLC – Loan Agreement)*

A regular meeting of the Troy Local Development Corporation was convened on April 10, 2015, at 8:30 a.m.

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

Resolution No. 04/15 #1

RESOLUTION OF THE TROY LOCAL DEVELOPMENT CORPORATION  
AUTHORIZING (i) THE ISSUANCE OF A \$20,000 LOAN TO RARE FORM  
BREWING COMPANY, LLC 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, **RARE FORM BREWING COMPANY, LLC** (the “Company”), has requested assistance from the Corporation in connection with a certain project (the “Project”) consisting of the acquisition and installation by the Company of certain items of brewing and related equipment and other tangible personal property (collectively, the “Equipment”) necessary and incidental for the operation by the Company of a brewery and retail taproom located within a leased premises at 90 Congress Street, Troy New York (the “Facility”); and

WHEREAS, in furtherance of the Project, the Company has requested financing from the Corporation in the form of a \$20,000.00 Loan (the “Loan”) to assist the Company to acquire and install the Equipment in and around the Facility; 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>
Kevin O’Bryan	[ 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 April 10, 2015 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 10<sup>th</sup> day of April, 2015.

  
Secretary

[SEAL]