

Board of Directors Meeting
AGENDA

December 18, 2024, at 12:00PM
111 Washington Ave, Suite 100, Albany, NY 12210
Conference Room

- | | |
|--|----------------------|
| 1. Welcome | Alan Goldberg, Chair |
| 2. Roll Call for Record | Alan Goldberg, Chair |
| 3. CFO Report | Amy Thompson, CFO |
| 4. CEO Report | Kevin O'Connor, CEO |
| 5. Other Business | Kevin O'Connor, CEO |
| a. AACA Cultural and Arts Grant Applications for Consideration | |
| i. (action) Resolution 2024-12-01 | |
| 6. Central Warehouse Update | |
| i. ARPA Executive Committee Resolution 391 | |
| ii. (action) Resolution 2024-12-02 | |
| 7. Executive Session | Alan Goldberg, Chair |
| 8. Adjournment | Alan Goldberg, Chair |

**Board of Directors Meeting
Roll Call**

May 22, 2024, at 8:30 am.

111 Washington Ave, Suite 100, Albany, NY 12210 - Conference Room

Board Member	Present/Excused / Absent
Alan Goldberg, Chairman	
Rich Rosen, Vice- Chairman	
Alan Alexander, Treasurer	Excused
Laura Zeliger, Member	
Mike Cassidy, Member	
Michael Cinquanti, Member	
Helen Brooks, Member	
Caitlin O'Brien, Ex-Officio J. Cunningham	
Michael McLaughlin, Ex-Officio, D. McCoy	

**RESOLUTION 2024-12-01
OF THE
ADVANCE ALBANY COUNTY ALLIANCE
LOCAL DEVELOPMENT AUTHORITY**

WHEREAS, the mission of the Advance Albany County Alliance Local Development Corporation (the “Corporation”) is to foster economic development, promote increased employment and the development and retention of economic activity in Albany County, and to otherwise act in the public interest; and

WHEREAS, the powers of the Corporation include (but are not limited to) “to . . . make grants and loans and to execute any and all documents necessary in connection therewith”;

WHEREAS, the Corporation, in support of its stated mission, pursuant to Resolution 2024-07-02, created an “Advance Albany County Alliance Cultural and Arts Grant Program” (the “Grant Program”) to be administered in accordance with the AACA Cultural and Arts Grant Program Charter (the “Charter”); and

WHEREAS, establishing and administering the Grant Program is in direct support of the Corporation’s mission in that such activity shall foster economic development, promote increased employment and the development and support the retention of economic activity in Albany County; and

WHEREAS, in accordance with the Charter: (i) the Corporation administered a grant application process seeking applications in November 2024; and (ii) the Corporation reviewed all such applications received for completeness/eligibility; and (iii) an Advisory Council reviewed the grant applications and scored such grant applications; and (iv) the Board reviewed such grant applications, the Advisory Council’s scoring and recommendations concerning such grant applications; and

NOW, THEREFORE BE IT RESOLVED, that the Corporation is authorized to fund those certain grant applicants in the amounts identified in Schedule A to this Resolution, pursuant to and in accordance with the Charter, and the Chief Executive Officer and other Corporation staff are directed and authorized to take all necessary actions, including the execution of any and all related or necessary documentation, to effect the purpose of this resolution.

Dated: December 18, 2024

Secretary

Motion made by:

Seconded by:

Vote:

**ADVANCE ALBANY COUNTY ALLIANCE
AUTHORIZING RESOLUTION
FOR
(1) ENTERING INTO A PURCHASE/SALE AGREEMENT TO ACQUIRE THE REAL
PROPERTY/IMPROVEMENTS KNOWN AS THE CENTRAL WAREHOUSE;
AND
(2) THE ACQUISITION AND DEMOLITION OF THE CENTRAL WAREHOUSE**

A regular meeting of the board of directors (the “Board of Directors”) of the Advance Albany County Alliance Local Development Corporation (the “Alliance”) was convened in public session in the offices of the Alliance located at 111 Washington Avenue in the City of Albany, Albany County, New York on December 18, 2024 at 12 o’clock pm.

The meeting was called to order by the (Vice) Chairperson of the Board of Directors and, upon roll being called, the following members of the Board of Directors were:

PRESENT:

Alan Goldberg	Chairperson
Richard Rosen	Vice Chairperson
Alan Alexander	Treasurer
Helen Brooks	Secretary
Michael Cassidy	Director
Michael Cinquanti	Director
Caitlin O’Brien	Ex-Officio, Designee of Chairperson of County Legislature
Michael McLaughlin	Ex-Officio, Designee of County Executive

ABSENT:

ADDITIONAL PERSONS PRESENT INCLUDED THE FOLLOWING:

Kevin O’Connor	Chief Executive Officer
Amy Thompson	Chief Financial Officer
Dylan Turek	Senior Vice President
Thomas M. Owens, Esq.	Alliance Counsel

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

Resolution No. 12-24-02

RESOLUTION AUTHORIZING THE ADVANCE ALBANY COUNTY ALLIANCE LOCAL DEVELOPMENT CORPORATION TO PARTICIPATE IN A PROJECT TO BE UNDERTAKEN IN CONNECTION WITH ACQUISITION AND DEMOLITION OF THE ALBANY CENTRAL WAREHOUSE, INCLUDING: (A) ENTERING INTO A PURCHASE AGREEMENT TO ACQUIRE, AND THE ACQUISITION BY THE ALLIANCE OF, REAL PROPERTY AND IMPROVEMENTS KNOWN AS THE CENTRAL WAREHOUSE; (B) PUBLICLY ISSUE AN OPEN/COMPETITIVE REQUEST FOR PROPOSALS (“RFP”) SEEKING BIDS FROM BIDDERS TO DEMOLISH THE CENTRAL WAREHOUSE STRUCTURE, AND AWARD A CONTRACT TO THE SUCCESSFUL BIDDER IN ACCORDANCE WITH SUCH RFP;

(C) ACCEPTING GRANT FUNDING RELATING TO THE ACQUISITION AND DEMOLITION OF THE CENTRAL WAREHOUSE AND TO USE SUCH GRANT FUNDING AND ALLIANCE RESOURCES FOR THE PROJECT; AND (D) EXECUTING AND DELIVERING ANY AND ALL DOCUMENTS IN CONNECTION WITH THE ACQUISITION, DEMOLITION AND GRANTS ((A) THRU (D) HEREINAFTER MAY BE COLLECTIVELY REFERRED TO AS THE “PROJECT”).

WHEREAS, pursuant to the provisions of Section 1411 of the Not-For-Profit Corporation Law of the State of New York, as amended (the “Enabling Act”), the members of the County Legislature (the “Legislature”) of Albany County, New York (the “County”) adopted a resolution on November 9, 2020 (A) authorizing the incorporation of Advance Albany County Alliance Local Development Corporation (the “Alliance”) under the Enabling Act and (B) approving the proposed form of certificate of incorporation (the “Certificate”) of the Alliance; and

WHEREAS, in November, 2020, the Certificate was filed with the New York Secretary of State’s Office creating the Alliance; and

WHEREAS, the Alliance is authorized and empowered by the provisions of the Enabling Act to relieve and reduce unemployment, promote and provide for additional and maximum employment, better and maintain job opportunities, and lessen the burdens of government and act in the public interest, and in carrying out the aforesaid purposes and in exercising the powers conferred in the Enabling Act, the Enabling Act declares that the Alliance will be performing essential governmental functions; and

WHEREAS, to accomplish its stated purposes, the Alliance is authorized and empowered under the Enabling Act to acquire real and personal property; to borrow money and issue negotiable bonds, notes and other obligations therefore; to lease, sell, mortgage or otherwise dispose of or encumber any of its real or personal property upon such terms as it may determine; to apply for and make grants and loans and to execute any and all documents necessary in connection therewith; and otherwise to carry out its corporate purposes in the territory in which the operations of the Alliance are principally to be conducted; and

WHEREAS, CW Skyway LLC (“CW”) is the owner of two parcels of land located at 143 & 146 Montgomery Street in the City of Albany, Albany County, New York, Tax Map # 65.20-2-29 totaling 1.18 acres & Tax Map # 65.20-3-18.2 totaling .3 acres (the two parcels are hereinafter collectively referred to as the “Land”), together with an approximately 495,000 square foot building located thereon (the “Existing Facility”) commonly known as the Central Warehouse; and

WHEREAS, the Alliance has engaged in various discussions with the Company, the Albany County Legislature (the “Legislature”), the County Executive of Albany County, New York (the “County Executive”), and representatives of the State of New York (the “State”) regarding the undertaking of the “Project” including the following: (A) the Alliance entering into a purchase and sale agreement with CW for the Alliance to acquire the Land and Existing Facility at a price of approximately \$50,000; (B) the Alliance awarding and entering into a demolition contract to the qualified bidder which submits a bid to the Alliance pursuant to an open and competitive Request for Proposal (“RFP”) process, which bid is determined by the Alliance in accordance with the RFP to be in the best interest of the Alliance (which award shall be subject to Board approval in a subsequent resolution); (C)(1) the demolition of the Existing Facility and (2) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Existing Facility and the Equipment being collectively referred to as the “Project Facility”); (D) the financing of all or a portion of the costs of the foregoing by the acceptance and subsequent distribution by the Alliance of various grant funding including, but not limited to: (1) approximately \$10,000,000 of grant proceeds (the “Restore New York Funds”) to be awarded pursuant to the Restore New York’s Communities Initiative

established pursuant to Section 16-N of the Urban Development Corporation Act (the “Restore New York Act”), (2) approximately \$3,000,000 of grant proceeds (the “ARPA Funds”) to be awarded pursuant to the American Rescue Plan Act (“ARPA”), and (3) approximately \$300,000 from National Grid to be awarded from National Grid (the “Utilities Funds,” and collectively with the Restore New York Funds and the ARPA Funds, the “Grant”); (E) the paying of a portion of the costs of the Project, including without limitation fees and expenses incurred by the Alliance, with the Grant and/or non-Grant Alliance funds, (F) the entering into all necessary and related agreements and documents (“Project Documents”), and (G) the taking of any and all other appropriate actions to support and complete the Project; and

WHEREAS, in connection with the Grant, the Alliance has been requested to enter into certain grants agreements and other related documents (collectively, the “Grant Documents”); and

WHEREAS, the Alliance has given due consideration to the Project, and to the discussions among the Alliance, the Company, the Legislature, the County Executive and the State; and

WHEREAS, the Alliance desires to facilitate the completion of the Project to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of Albany County, New York; and

WHEREAS, the Alliance now desires to authorize (A) entering into a purchase and sale agreement and by the Alliance with CW; (B) the acquisition of the Land and Existing Facility by the Alliance from CW; (C) awarding a contract to the bidder in accordance with and pursuant to the RFP (subject to further Board approval in accordance with a subsequent Board resolution); (D) accepting the Grant for the purpose of financing all or a portion of the costs of the Project; (E) delegating to the Chairperson, Vice Chairperson or Chief Executive Officer of the Alliance (each an “Authorized Officer”), with review and advice from counsel to the Alliance, authority to determine the final details of the Project and Grant Documents, and (E) authorize execution and delivery by the Alliance of Project and Grant Documents (the Project Documents and Grant Documents may hereinafter be referred to collectively as the “Alliance Documents”); 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 (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), the Alliance must satisfy the requirements contained in SEQRA and the Regulations prior to making a final determination whether to undertake the Project; 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 (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), the Alliance has been informed that (1) the Legislature was designated to act as “lead agency” with respect to the Project and (2) the Legislature issued a Determination of Non Significance on June 10, 2024 (the “Negative Declaration”), attached hereto as Exhibit __, with respect to the Project, determining that the Project was a “Type 1” action (as such quoted term is defined in SEQRA) that would not have a significant impact on the environment and, therefore, did not require preparation of a Draft Environmental Impact Statement; and

WHEREAS, the Alliance is an “involved agency” with respect to the Project and the Alliance now desires to (A) concur in the determination by the Legislature as “lead agency” with respect to the Project, (B) acknowledge receipt of a copy of the Negative Declaration, and (C) indicate whether the Alliance has any information to suggest that the Legislature was incorrect in determining that the Project will not have

a “significant effect on the environment” pursuant to SEQRA and, therefore, that no environmental impact statement need be prepared with respect to the Project; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE ADVANCE ALBANY COUNTY ALLIANCE LOCAL DEVELOPMENT CORPORATION, AS FOLLOWS:

Section 1. Based upon the foregoing, the Alliance makes the following findings and determinations with respect to the Project:

(A) the Alliance hereby ratifies and concurs in the designation of the Legislature as "lead agency" with respect to the Project under SEQRA (as such quoted term is defined in SEQRA).

(B) the Alliance hereby determines that the Alliance has no information to suggest that the Legislature was incorrect in determining that the Project will not have a "significant effect on the environment" pursuant to the SEQRA and, therefore, that an environmental impact statement need not be prepared with respect to the Project, (as such quoted phrase is used in SEQRA).

(C) Alliance staff are hereby directed to notify the Legislature of the concurrence by the Alliance that the Legislature shall be the "lead agency" with respect to the Project, and to further indicate to the Legislature that the Alliance has no information to suggest that the Legislature was incorrect in its determinations contained in the Negative Declaration.

Section 2. The Alliance hereby finds and determines that:

(A) By virtue of the Certificate and the Enabling Act, the Alliance has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Enabling Act and to exercise all powers granted to it under the Enabling Act;

(B) Both completing the Project, and the financing of the Project with the Grant and (if necessary, other non-Grant Alliance funds), will relieve and reduce unemployment, promote and provide for additional and maximum employment and better and maintain job opportunities, and thereby lessen the burdens of government;

(C) It is desirable and in the public interest for the Alliance to complete the Project, accept and use the Grant for the Project, and enter into the Alliance Documents; and

(D) Neither the members, directors or officers of the Alliance, nor any person executing the Alliance Documents, shall be liable thereon or be subject to any personal liability or accountability by reason of the execution, issuance or delivery thereof.

Section 3. In consequence of the foregoing, the Alliance hereby determines to: (A) complete the Project; (B) accept the Grant on the terms and conditions set forth in the Grant Agreement and use the Grant and other non-Grant Alliance funds to pay all or a portion of the costs of the Project, including related fees and expenses of the Alliance incurred in connection with the Project, and (C) subject to review of the Alliance Documents and any related documents or required actions by an Authorized Officer of the Alliance (with counsel review) to execute the Alliance Documents (to include any professional service agreements deemed to be prudent by the CEO for the safe and expeditious completion of the Project).

Section 4. The Alliance hereby delegates to the Chairperson, Vice Chairperson or Chief Executive Officer of the Alliance the power to approve, on behalf of the Alliance, the form and substance of the Alliance Documents and any documents necessary and incidental thereto.

Section 5. (A) The Authorized Officer of the Alliance is hereby authorized, on behalf of the Alliance, to execute and deliver the Alliance Documents and any other documents related thereto or necessary to accomplish the Project or effectuate the purposes of this resolution, and, where appropriate, the Secretary of the Alliance is hereby authorized to affix the seal of the Alliance thereto and to attest the same, all in substantially the forms thereof approved by the Authorized Officer of the Alliance, with such changes, variations, omissions and insertions as the Authorized Officer of the Alliance shall approve, the execution thereof by the Authorized Officer of the Alliance to constitute conclusive evidence of such approval.

(B) The Authorized Officer of the Alliance is hereby further authorized, on behalf of the Alliance, to designate any additional Authorized Officer of the Alliance.

Section 6. The officers, employees and agents of the Alliance are hereby authorized and directed for and in the name and on behalf of the Alliance to do all acts and things required or provided for by the provisions of the Alliance 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 Alliance with all of the terms, covenants and provisions of the Alliance Documents and related documents binding upon the Alliance.

Section 7. All action taken by the Authorized Officer of the Alliance in connection with this resolution (if any) prior to the date of this resolution is hereby ratified and confirmed.

Section 8. This resolution shall take effect immediately.

The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

Alan Goldberg	VOTING	_____
Richard Rosen	VOTING	_____
Alan Alexander	VOTING	_____
Tom Nardacci	VOTING	_____
Michael Cinquanti	VOTING	_____
Helen Brooks	VOTING	_____

The resolution was thereupon declared duly adopted.

[Remainder of page left blank intentionally]

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

I, the undersigned Secretary of Advance Albany County Alliance Local Development Corporation (the “Alliance”), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the board of directors of the Alliance (the “Board of Directors”) held on December __, 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 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 Board of Directors 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 Board of Directors 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 Alliance this __ day of December, 2024.

Secretary

RESOLUTION NO. 391

AUTHORIZING THE DISBURSEMENT OF AMERICAN RESCUE PLAN FUNDING TO AND AN AGREEMENT WITH THE ADVANCE ALBANY COUNTY ALLIANCE IN CONNECTION WITH THE CENTRAL WAREHOUSE DEMOLITION PROJECT AND AMENDING THE 2024 ALBANY COUNTY BUDGET

Introduced: 6/10/24

By ARPA Executive Committee:

WHEREAS, The County of Albany received \$29.6 million in funds from the American Rescue Plan Act (ARPA) which may be used for various projects and programs within the County to help mitigate the long-term effects of the COVID-19 Pandemic, and

WHEREAS, The Albany County Legislature created the ARPA Executive Committee and its various Subcommittees to determine how these funds should be distributed and to review applications for these monies, and

WHEREAS, The ARPA Executive Committee and its various Subcommittees have worked tirelessly over the last year in order to establish guidelines that will assist them in reviewing and evaluating the numerous applications they will receive, and

WHEREAS, By Resolution No. 672 for 2023, this Honorable Body previously designated \$404,382 in ARPA funding to be used for the creation of a Broadband Coordinator position, which position is now being handled using existing County resources, and therefore such allocation is no longer needed, and

WHEREAS, The expected cost of abatement and demolition at the Central Warehouse property is approximately \$13 million, and

WHEREAS, Albany County has applied for RestoreNY grant funding from New York State in the amount of \$10 million in connection with the Central Warehouse Demolition Project (Project),

WHEREAS, The ARPA Executive Committee has requested authorization to disburse ARPA funding in the amount of \$3 million to and enter into an agreement with the Advance Albany County Alliance, acting as administrator, to serve as matching funds to cover costs above the RestoreNY grant funds for the Project, and

WHEREAS, The ARPA Executive Committee has indicated that such funding would be used in conjunction with RestoreNY grant funding to abate asbestos at the

Central Warehouse property and demolish the structure to allow for an economically advantageous use of the property, and

WHEREAS, The Project has been designated a Type I action and the Albany County Legislature has circulated lead agency status amongst the involved and interested agencies and has assumed Lead Agency status for this Project, and

WHEREAS, A full Environmental Assessment Form has been completed and, after review, it has been recommended that the Project will not have a significant adverse impact on the environment pursuant to the State Environmental Quality Review Act (SEQRA), now, therefore, be it

RESOLVED, That Resolution No. 672 for 2023 is hereby rescinded in its entirety, with the money referenced therein to be repurposed for this Project, and, be it further

RESOLVED, By the Albany County Legislature that this Honorable Body has considered the recommendation and materials submitted and hereby determines that the Project will not have a significant adverse impact on the environment and hereby issues a negative declaration pursuant to SEQRA, and, be it further

RESOLVED, By the Albany County Legislature that the County Executive is authorized to disburse ARPA funding in the amount of \$3 million to the Advance Albany County Alliance for the Project, contingent upon the award of RestoreNY grant funding from New York State, and, be it further

RESOLVED, By the Albany County Legislature that the 2024 Albany County Budget is hereby amended as follows, contingent upon the award of RestoreNY grant funding from New York State:

Increase Revenue Account CM.4.2507S.04089Z.ARP24 by \$3,000,000

Increase Appropriation Account CM.9.2507S.44046Z.ARP24 by \$3,000,000 by increasing Line Item 44046Z.ARP24 by \$3,000,000

and, be it further

RESOLVED, That the County Attorney is authorized to approve said agreement as to form and content, and, be it further

RESOLVED, That the Clerk of the County Legislature is directed to forward certified copies of this resolution to the appropriate County Officials.

Adopted by voice vote with Plotsky opposed – 6/10/24

State of New York
County of Albany

This is to certify that I, the undersigned, Clerk of the Albany County Legislature, have compared the foregoing copy of the resolution and/or local law with the original resolution and/or local law now on file in the office, and which was passed by the Legislature of said County on the 10th day of June, 2024, a majority of all members elected to the Legislature voting in favor thereof, and that the same is a correct and true transcript of such original resolution and/or local law and the whole thereof.



IN WITNESS THEREOF, I have hereunto set my hand and the official seal of the County Legislature this 11th day of June, 2024.

A handwritten signature in cursive script, reading "Nicole Chambers", is written over a horizontal line.

Clerk, Albany County Legislature