



ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

333 WEST WASHINGTON STREET, SUITE 130, SYRACUSE, NY 13202
PHONE: 315.435.3770 • FAX: 315.435.3669 • WWW.ONGOVED.COM

Special Meeting Agenda August 5, 2020

1:00 PM Call to Order the Special Meeting of the Agency

A. Conflict of Interest

Action Items

1. Ultra Dairy Phase I Expansion (3101-20-14G): Second Meeting

Ultra Dairy is proposing to construct an approximately 22,500 of additional manufacturing, storage and cooling space adjacent to the existing operation in the Town of Dewitt.

Agency Action Request:

- a. A Resolution of the Board authorizing the financial assistance the Agency will provide. Agency benefits requested include a Payment in Lieu of Tax Agreement and Sales Tax Abatement.
- b. A Resolution of the Board authorizing a waiver from the Local Access Policy only for the highly specialized ammonia refrigeration systems associated with Ultra Dairy's cooling systems.

Representative: James Gosier, General Counsel, Byrne Dairy

2. Legal Advise Session

Adjourn

Onondaga County Industrial Development Agency



Project Summary

7/14/2020

1. Project	Ultra Dairy, LLC (Aseptic Processing 2020 Expansion)	2. Project Number	3101-20-14G
3. Location	Dewitt	4. School District	ESM
5. Tax Parcel(s)	042.-13-05.1	6. Project Type	Expansion
		Village	0

7. Total Project Cost	\$	28,537,023	8. Total Jobs	262
Land	\$	-	8A. Job Retention	198
Site Work	\$	606,000	8B: Job Creation	64
Building	\$	11,650,682	(Next 5 Years)	
Furniture & Fixtures	\$	-		
Equipment	\$	15,539,541		
Equipment Subject to NYS Production Exemption	\$	-		
Engineering/Architecture Fees	\$	601,000		
Financial Charges	\$	-		
Legal Fees	\$	-		
Other	\$	139,800		

Cost Benefit Analysis

Ultra Dairy, LLC (Aseptic Processing 2020 Expansion) Fiscal Impact (\$)

Abatement Cost	\$624,336
Sales Tax	\$400,000
Mortgage Tax	\$0
Property Tax Relief (PILOT)	\$224,336
New Investment	\$166,773,185
PILOT Payments	\$448,627
Project Wages (10 years)	\$136,438,785
Construction Wages	\$3,627,500
Employee Benefits (10 years)	\$13,643,878
Project Capital Investment	\$12,256,682
New Sales Tax Generated	\$0
Agency Fees	\$357,713

Benefit:Cost Ratio

267 :1

Project Description

Ultra Dairy is proposing to expand its existing facility by adding approximately 22,000 sq. ft. of aseptic processing area.

Ultra Dairy, LLC (Aseptic Processing 2020 Expansion)

7/7/2020

A) PILOTS Estimate Table Worksheet

for 12 years

OCIDA estimate of current market value					\$ 8,850,000
Projected investment					\$ 11,650,682
OCIDA estimate of increase in value					\$ 770,000
OCIDA estimated value after project is completed					\$ 9,620,000
Taxes that would have been collected if the project did not occur					\$ 4,514,839
Scheduled PILOT payments					\$ 4,661,977

PILOT YEAR (Town and County)	PILOT Year (School District)	Exemption %	Onondaga County	Dewitt	East Syracuse-Minoa	Total PILOT	Full Tax Payment w/o PILOT	Net Exemption
2022	2021-2022	100%	\$ 35,238	\$ 32,570	\$ 173,075	\$ 240,883	\$ 268,580	\$ 27,697
2023	2022-2023	100%	\$ 39,101	\$ 36,141	\$ 192,047	\$ 267,288	\$ 295,539	\$ 28,251
2024	2023-2024	100%	\$ 45,549	\$ 42,100	\$ 223,713	\$ 311,361	\$ 340,177	\$ 28,816
2025	2024-2025	90%	\$ 52,669	\$ 48,695	\$ 258,665	\$ 360,029	\$ 386,482	\$ 26,453
2026	2025-2026	80%	\$ 54,970	\$ 50,837	\$ 269,947	\$ 375,754	\$ 399,738	\$ 23,984
2027	2026-2027	70%	\$ 57,342	\$ 53,045	\$ 281,577	\$ 391,964	\$ 413,370	\$ 21,406
2028	2027-2028	60%	\$ 59,787	\$ 55,322	\$ 293,564	\$ 408,672	\$ 427,387	\$ 18,715
2029	2028-2029	50%	\$ 62,306	\$ 57,667	\$ 305,918	\$ 425,891	\$ 441,799	\$ 15,908
2030	2029-2030	40%	\$ 64,903	\$ 60,085	\$ 318,648	\$ 443,636	\$ 456,617	\$ 12,981
2031	2030-2031	30%	\$ 67,578	\$ 62,576	\$ 331,765	\$ 461,920	\$ 471,850	\$ 9,930
2032	2031-2032	20%	\$ 70,335	\$ 65,143	\$ 345,281	\$ 480,759	\$ 487,511	\$ 6,752
2033	2032-2033	10%	\$ 72,246	\$ 66,930	\$ 354,642	\$ 493,818	\$ 497,262	\$ 3,444
			\$ 682,023	\$ 631,112	\$ 3,348,842	\$ 4,661,977	\$ 4,886,312	\$ 224,336

Year						
	2020	2021	2022	2023	2024	2025
Job Targets						
Creation Goals		49	15	0	0	0
Total Employment Goals	198	247	262	262	262	262

This PILOT Schedule replaces all previous PILOT schedules regarding the associated parcels

It is the policy of the Agency that any project receiving benefits from the Onondaga County Industrial Development Agency will utilize 100% local contractors and local labor for the construction period of the project unless a waiver is granted in writing by the Agency.

Return to:
Onondaga County Industrial Development Agency
Attn: Nate Stevens
333 W. Washington Street, Suite 130
Syracuse, NY 13202
Phone: 315-435-3770 | Fax: 315-435-3669
nstevens@ongov.net

Section I: Applicant Information

Please answer all questions. Use "None", "Not Applicable" and "See Attached" where necessary.

A) Applicant information-company receiving benefits:

Applicant Name: Ultra Dairy, LLC

Applicant Address: 2394 US Route 11, Lafayette, NY 13084

Phone: (315) 350-4836

Fax: (315) 471-0930

Website: byrnedairy.com

E-mail: jim.gosier@byrnedairy.com

Federal ID#: 20-0030743

NAICS: 311511

State and Year of Incorporation/Organization: NY 2003

Will a Real Estate Holding Company be utilized to own the Project property/ facility? ☐ Yes ☒ No

What is the name of the Real Estate Holding Company: _____

Federal ID#: _____

State and Year of Incorporation/Organization: _____

List of stockholders, members, or partners of Real Estate Holding Company:

B) Individual Completing Application:

Name: James Gosier

Title: General Counsel

Address: 2394 US Route 11, Lafayette, NY 13084

Phone: (315) 350-4836

Fax: (315) 71-0930

E-mail: jim.gosier@byrnedairy.com

C) Company Contact (if different from individual completing application):

Name: _____
Title: _____
Address: _____
Phone: _____ Cell Phone: _____
E-mail: _____

D) Company Counsel:

Name of Attorney: _____
Firm Name: _____
Address: _____
Phone: _____ Cell Phone: _____
E-mail: _____

E) Business Organization (check appropriate category):

- ☐ Corporation ☐ Partnership
☐ Public Corporation ☐ Joint Venture
☐ Sole Proprietorship ☒ Limited Liability Company

Others (please specify): _____

Year Established: 2003

State in which Organization is established: NY

F) List all stockholders, members, or partners with % of ownership greater than 5% :

Name	% of ownership
Byrne Holdings, Inc*	85.3%
Nicholas Marsella	14.7%
*Shareholders: Carl V. Byrne, Mark V. Byrne, Thomas P. Byrne	40.90%/40.07%/8.08% respectively

G) Applicant Business Description:

Please attach a description of your company's background, products, customers, goods and services.

Estimated % of sales within Onondaga County: <1%

Estimated % of sales outside Onondaga County but within New York State: 8%

Estimated % of sales outside New York State but within the U.S.: 92%

Estimated % of sales outside the U.S.: 0

(*Percentage to equal 100%)

H) What percentage of your total annual supplies, raw materials and vendor services are purchased from firms in Onondaga County. Include list of vendors, raw material suppliers and percentages for each. Provide supporting documentation including estimated percentages of local purchases. Please attach this information.

I) Applicant History: If the answer to any of the following is "Yes", please explain below. If necessary, attach additional information.

1. Is the company or management of the Company now a plaintiff or defendant in any civil or criminal litigation? ☐ Yes ☒ No
2. Has any person listed above ever been convicted of a criminal offense (other than a minor traffic violation)? ☐ Yes ☒ No
3. Has any person listed in Section I ever been in receivership or declared bankruptcy? ☐ Yes ☒ No

Please attach any explanations:

J) Has the Project Beneficiary received assistance from OCIDA, SIDA, New York State or the Onondaga Civic Development Corporation in the past? If yes please attach an explanation and please give year, project name, description of benefits and address of project.

☒ Yes ☐ No

Section II: Project Information

- A) Project Location: Location where the investment will take place. If company is moving, the new location should be entered here and the current location should be in Section I.

Address: 6750 W. Benedict Road

Legal Address (if different): _____

City: East Syracuse

Village/Town: Dewitt

Zip Code: 13057

School District: East Syracuse Minoa

Tax Map Parcel ID(s): 042.-13-05.1

Current Assessed Value: \$8,850,000

Sq. Footage of Existing Building: 138,000

Census Tract: _____

- B) Type (Check all that apply):

☐ New construction

☒ Purchase of machinery and/or equipment

☒ Expansion/Addition to current facilities

☐ Brownfield/Remediated Brownfield

☐ Renovation of existing facility

☐ LEED Certification

☐ Acquisition of existing facility/property

☐ Other:

☐ Demolition and Construction

- C) Please attach a summary of how this project will help your business grow. Will it set the company up for revenue growth? Will it mitigate cost? Will it provide more flexibility?

- D) Description of Project: Please provide a detailed narrative of the proposed Project. This narrative should include, but is not limited to:

☒ (i) the size of the Project in square feet and a breakdown of square footage per each intended use;

☒ (ii) the size of the lot upon which the Project sits or is to be constructed;

☐ (iii) the current use of the site and the intended use of the site upon completion of the Project;

☒ (iv) the principal products to be produced and/or the principal activities that will occur on the Project site; and

☒ (v) an indication as to why the Applicant is undertaking the Project and the need for the requested benefits. **Please separately attach the description and any copies of site plans, sketches or maps.**

E) Select Project Type for all end users at Project site (you may check more than one):

**Please check any and all end users as identified below

- | | |
|---|--|
| ☒ Industrial | ☐ Bank Office |
| ☐ Acquisition of Existing Facility | ☐ Retail |
| ☐ Housing | ☐ Mixed Use |
| ☒ Equipment Purchase | ☐ Facility for Aging |
| ☐ Multi-Tenant | ☐ Civic Facility (not for profit) |
| ☒ Commercial | ☐ Other _____ |

F) For the Agency to consider this Project, please provide the following information:

1. Does the project consist of new construction or expansion or substantial renovation of an existing facility?
☒ Yes ☐ No
2. Will the project create new employment opportunities or retain existing jobs that may otherwise be lost?
☒ Yes ☐ No
3. Does the project beneficiary serve a customer base primarily outside of Onondaga County?
☒ Yes ☐ No

G) Will the completion of the Project result in the removal of an industrial or manufacturing plant of the company from one area of the state to another area of the state OR in the abandonment of one or more plants or facilities of the company located within the state? Please explain if you answer "Yes" by attaching a response.

☐ Yes ☒ No

H) Please attach a description of any compelling circumstances the Agency should be aware of while reviewing this application.

I) Environmental Information

1. Please attach the appropriate Environmental Impact Forms to your application. Here is a link to the SEQR forms:
 - a. <http://www.dec.ny.gov/permits/6191.html>
2. Have any environmental issues been identified on the property?
☐ Yes ☒ No
If yes, please attach an explanation.

Section III: Construction

A) Project Costs and Finances

Description of Costs	Total Budget Amount	% of Total Budget to be Procured in Onondaga County	Total Private Expenditure (should be less than or equal to total budget amount)
Land Acquisition			
Site Work/Demo	606,000		
Building Construction & Renovation	11,650,682		
Furniture & Fixtures			
Equipment	15,539,541		
Equipment Subject to NYS Production Sales Tax			
Engineering/Architect	601,000		
Financial Charges			
Legal			
Other	139,800		
Management/Developer Fees			
Total Project Cost	28,537,023		

Note: Do not include OCIDA fees, OCIDA application fees or OCIDA legal fees as part of the Total Project Cost. You may attach a separate chart if needed.

B) TOTAL Capital Costs \$ 28,537,023

Project refinancing: estimated amount
(for refinancing of existing debt only) \$ _____

Sources of Funds for Project Costs:

- | | |
|---|----------------------|
| 1. Bank Financing | \$ <u>12,000,000</u> |
| 2. Equity (excluding equity that is attributed to grants/tax credits) | \$ <u>11,528,681</u> |
| 3. Tax Exempt Bond Issuance (if applicable) | \$ _____ |
| 4. Taxable Bond Issuance (if applicable) | \$ _____ |

5. Public Sources (Include sum total of all state and federal grants and tax credits) \$ 5,000,000

-Identify each state and federal grant/credit:

NYS ESD Capital Grant \$ 750,000

NYS ESD Jobs Tax Credits \$ 4,250,000

\$

6. Total Sources of Funds for Project Costs \$

C) Employment and Payroll Information

*Full Time Equivalent (FTE) is defined as one employee working no less than 40 hours per week or two or more employees together working a total of 40 hours per week.

1. Are there people currently employed at the project site?

☒ Yes ☐ No If yes, provide number of FTE jobs at the facility: 198

2. Complete the following:

Estimate the number of FTE jobs to be retained as a result of this Project:	198
Estimate the number of construction jobs to be created by this Project:	125
Estimate the average length of construction jobs to be created (months):	8
Current annual payroll at facility:	\$10,900,000
Average annual growth rate of wages:	3%
Please list, if any, benefits that will be available to either full and/or part time employees:	Health, dental and vision insurance; supplemental life and 401(k)
Average annual benefit paid by the company (\$ or % salary) per FTE job:	8-10% (varies depending on coverage level)
Average growth rate of benefit cost:	5%
Amount or percent of wage employees pay for benefits:	2-6% (varies depending on coverage level)
Provide an estimate of the number of residents in the Economic Development Region (Onondaga, Madison, Cayuga, Oneida, Oswego, and Cortland Counties) to fill new FTE jobs:	64

D) New Employment Benefits

- i. Complete the following chart indicating the number of FTE jobs presently employed at the Project and the number of FTE jobs that will be created at the Project site at the end of the first, second, third, fourth and fifth years after the Project is completed. Jobs should be listed by title of category (see below), including FTE independent contractors or employees of independent contractors that work at the Project location. Do not include construction workers.
- ii. Feel free to include additional information or a substitute chart if you think additional material would add clarity.

Current & Planned Full Time Occupations (Job Titles)	Salary (Annual or Hourly)	Current Number of FTEs	Estimated Number of FTE Jobs added each year after project				
			Year 1	Year 2	Year 3	Year 4	Year 5
Operators	\$44,000	82	18	6			
Quality Assurance	\$49,000	15	6	2			
Inventory Specialist	\$37,000	22	10	2			
Maintenance Mechanic	\$74,000	29	6	2			
Logistics	\$54,000	14	3	1			
Processing	46,000	13	6	2			
Job Creation Subtotal			49	15			

For purposes of completing the chart, please list the job titles that will be increasing in number. If possible, please attach a brief description that outlines what each job entails.

If you prefer, you may attach a job chart of your own that outlines the job growth projections regarding the project.

E) Financial Assistance sought (estimated values):

- ☒ Real Property Tax Abatement (PILOT): _____
- ☐ Mortgage Recording Tax Exemption (.75% of amount mortgaged): _____
- ☒ Sales and Use Tax Exemption (4% Local, 4% State): \$400,000
- ☐ Tax Exempt Bond Financing (Amount Requested): _____
- ☐ Taxable Bond Financing (Amount Requested): _____

F) Mortgage Recording Tax Exemption Benefit Calculator: Amount of mortgage that would be subject to mortgage recording tax:

Mortgage Amount (include sum total of construction/permanent/
bridge financing): \$ _____

Estimated Mortgage Recording Tax Exemption Benefit (product of
mortgage amount as indicated above, multiplied by .0075): \$ _____

G) Sales and Use Tax Benefit Calculator: Gross amount of costs for goods and services that are subject to State and local Sales and US tax – said amount to benefit from the Agency's Sales and Use Tax exemption benefit:

\$ 5,000,000

Estimated State and local Sales and Use Tax Benefit (product of 8% multiplied by the figure, above) (This should match the amount in section "E" on this page, this calculation only exists to help you with your estimate):

\$ 400,000

Section IV: Estimate of Real Property Tax Abatement Benefits

Section IV of this Application will be: (i) completed by IDA Staff based upon information contained within the Application, and (ii) provided to the Applicant for ultimate inclusion as part of this completed Application prior to the completed application being provided to the OCIDA Board.

A) PILOTS Estimate Table Worksheet

OCIDA estimate of current value	
New construction and renovation costs	
OCIDA estimate of increase in value	
OCIDA estimated value of completed project	
OCIDA estimate of taxes that would have been collected if the project did not occur	
Scheduled PILOT payments	

PILOT Year	Exemption %	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT	Full Tax Payment w/o PILOT	Net Exemption
1	100						
2	90						
3	80						
4	70						
5	60						
6	50						
7	40						
8	30						
9	20						
10	10						
TOTAL							

Estimates provided are based on current property tax rates and assessment value (current as of date of application submission) and have been calculated by IDA staff

Section V: Local Access Policy Agreement

In absence of a waiver permitting otherwise, every project seeking the assistance of the Onondaga County Industrial Development Agency (Agency) must use local general contractors, sub-contractors, and labor for one-hundred percent (100%) of the construction of new, expanded, or renovated facilities. The project's construction or project manager need not be a local company.

Noncompliance may result in the revocation and/or recapture of all benefits extended to the project by the Agency. Local Labor is defined as laborers permanently residing in the State of New York counties of Cayuga, Cortland, Herkimer, Jefferson, Madison, Oneida, Onondaga, Oswego, Tompkins, and Wayne. Local (General/Sub) Contractor is defined as a contractor operating a permanent office in the State of New York counties of Cayuga, Cortland, Herkimer, Jefferson, Madison, Oneida, Onondaga, Oswego, Tompkins and Wayne. The Agency may determine on a case-by-case basis to waive the Local Access Policy for a project or for a portion of a project where consideration of warranty issues, necessity of specialized skills, significant cost differentials between local and non-local services or other compelling circumstances exist. The procedure to address a local labor waiver can be found in the OCIDA handbook, which is available upon request.

Prior to issuance of any NYS Tax & Finance ST-60 forms, the Applicant must submit a **Contractor Status Report to the Agency**.

In consideration of the extension of financial assistance by the Agency Ultra Dairy, LLC (the Company) understands the Local Access Policy and agrees to complete Appendix C of the Agency's application at the time of the application to the Agency and as part of a request to extend the valid date of the Agency's tax-exempt certificate for the Project. The Company understands that an Agency tax-exempt certificate is typically valid for 12 months from the effective date of the project inducement and extended thereafter upon request by the Company. The Company further understands that any request for a waiver to this policy must be submitted in writing and approved by the Agency.

I agree to the conditions of this agreement and certify all information provided regarding the construction and employment activities for the project as of 6/26/2020 (date).

Company: Ultra Dairy, LLC

Representative for Contract: James Gosier

Address: 2394 US Route 11 City: Lafayette State: NY Zip: 13084

Phone: (315) 350-4836 Email: jim.gosier@byrnedairy.com

Project Address: 6750 W. Benedict Road City: E. Syracuse State: NY Zip: 13057

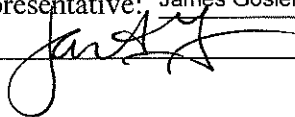
General Contractor: The Hayner Hoyt Company

Contact Person: Jeremy Thurston, President

Address: 628 Erie Boulevard West City: Syracuse State: NY Zip: 13204

Phone: (315) 455-5941 Email: jthurston@haynerhoty.com

Authorized Representative: James Gosier Title: General Counsel

Signature: 

Section VI: Agency Fee Schedule

Payment Terms:

Application & Processing Fee (payable at the time of application):	\$1,000
Legal Deposit (payable at the time of application):	\$2,500
Agency Fee for Bond Projects:	Payable at Closing
Agency and Legal Fees for all other projects:	Due and Payable at Inducement

*** A sales tax certificate (ST-60) will not be issued until the Agency Fee is Paid in Full**

Agency Fees: The project cost is the Total Project Cost from section III A

<u>Benefit Sought</u>	<u>Fee Charged</u>
Mortgage Recording Tax and/or Sales Tax exemptions:	0.01 X the project cost
Additional Fee for PILOT Agreement Projects:	0.0025 X the project cost
Fee for bond financing, refinancing & refunding:	0.0025 X the project cost

Note: For Manufacturing Projects under \$10 million the fee is reduced by: 0.0025 X the project cost

Agency Legal Fees: The project cost is the Total Project Cost from section III A

Fee for first \$20 million:	0.0025 of the project cost
Fee for expenses above \$20 million:	0.00125 of the project cost

In addition to the foregoing, Applicants are responsible for payment of all costs and expenses incurred by OCIDA in connection with application or Project including without limitation publication, copying costs, SEQRA compliance and fees and costs to OCIDA's attorneys, engineers, and consultants. OCIDA reserves the right to require a deposit to cover anticipated costs. Application fees are payable at time application/request is submitted. All fees are non-refundable. Applicants for bond transactions are responsible for payment of a Bond Issuance Charge payable to the State of New York. Applicants are also responsible for payment of post-closing fees and costs associated with the appointment of additional agents.

OCIDA reserves the right to modify this schedule at any time and assess fees and charges in connection with other transactions such as grants of easement or lease or sale of OCIDA-owned property.

Section VII: Recapture of Tax Abatement/Exemptions

Information to be Provided by Companies: Each Company agrees that to receive benefits from the Agency it must, whenever requested by the Agency or required under applicable statutes or project documents, provide and certify or cause to be provided and certified such information concerning the Company, its finances, its employees and other topics which shall, from time to time, be necessary or appropriate, including but not limited to, such information as to enable the Agency to make any reports required by law or governmental regulation.

Recapture of Benefits: It is the policy of the Agency to recapture the value of a PILOT, any sales and use tax exemption, and mortgage recording tax exemption in accordance with the Laws of the State and the provisions contained herein. Before receiving benefits, the Company must attest in writing to its understanding of, and agreement to, the recapture provisions contained in State Law and herein. To the extent permitted by State law, the recapture provisions contained herein may be modified from time to time by the Agency at its sole discretion.

Recapture of a PILOT, Sales Tax and the Mortgage Recording Tax Exemptions: If the number of full time equivalent jobs to be maintained or created in connection with a project falls below 75% of the number projected in the Company's application to the Agency, or if there are material violations of the project agreements, then the value of the property tax, sales and use tax and mortgage recording tax benefits extended to the project by the Agency may be subject to recapture. When deciding whether or not to recapture benefits and the amount of such recapture, the Agency may consider the potential future benefit of the business to the community.

Recapture Payment: The recapture payment paid by the Company to the Agency shall be determined (1) by the difference between any PILOT payments made by the Company and the property taxes that would have been paid by the Company if the property were not under the supervision, jurisdiction or control of the Agency, (2) the value of any mortgage recording tax exemption, if awarded to the Company and (3) the amount of sales and use tax that would have been paid if an exemption was not granted.

Recapture of the PILOT, Sales Tax or Mortgage Recording Tax: The Recapture Schedule for a Payment in Lieu of Tax Agreement, Sales Tax or the Mortgage Recording Tax is as follows:

Time from Project Completion	Tax Savings Recaptured
1 Year	80%
2 Years	60%
3 Years	40%
4 Years	20%
5 Years	10%

Distribution of the Recapture Payment: Any funds recaptured as a result of the recapture payment shall be distributed to the affected taxing jurisdictions in the same proportion as if the payments were paid or owed by the Company on the date of recapture.

Additional Conditions for the Recapture of Sales and Use Tax: As of April 1, 2013, New York State law requires Industrial Development Agencies to recapture sales tax benefits where:

- A project is not entitled to receive the benefits;
 - Exemptions received exceed the amount authorized by the Agency;
 - Exemptions are claimed by the Project for unauthorized property or services; or
 - A project fails to use property in the manner required by its IDA agreements.
1. **Distribution of Sales and Use Tax.** Project operators must cooperate with the Agency in its effort to recapture all sales and use tax benefits received by the Company by promptly paying the recapture amount as determined by the Agency. The amount to be recaptured will be dictated by State Law or this UTEP Policy, which ever may be applicable. The Agency shall remit the recaptured sales and use tax benefits to the State within 30 days of receipt.
 2. **Compliance Report.** Annually, the Agency will file an annual compliance report with the State of New York detailing its recapture terms and its activities to recapture benefits, including any attempt to recapture benefits from an Agency project.

A "Full Time Permanent Employee" shall mean

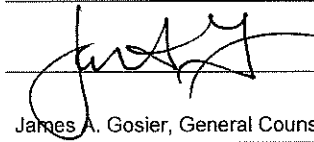
1. A full time, permanent, private sector employee on the Company's payroll, who has worked at the project location for a minimum of thirty hours per week for not less than four consecutive weeks and who is entitled to receive the usual and customary fringe benefits extended by Company to other employees with comparable rank, duties and hours; or
2. Up to three part time, permanent, private-sector employees on Company's payroll, who have worked at the project location for a combined minimum of thirty hours per week for not less than four consecutive weeks and who are entitled to receive the usual and customary fringe benefits extended by Company to other employees with comparable rank, duties and hours.

I have read the foregoing and agree to comply with all the terms and conditions contained therein as well as policies of the Onondaga County Industrial Agency.

Name of Applicant Company

Ultra Dairy, LLC

Signature of Officer or Authorized Representative:



Name & Title of Officer or Authorized Representative: James A. Gosier, General Counsel

Date: 6/26/2020

Section VIII: Employment Plan

Jobs Listings: In accordance with §858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Business Services and with the administrative entity of the service delivery area created by the Workforce Innovation and Opportunity Act of 2014 in which the Project is located. In Onondaga County, please contact CNY Works. Additionally, the applicant is encouraged to review the services provided by JOBSPlus! for candidate matching services.

Are the employees of your company currently covered by a collective bargaining agreement?

☐ Yes ☒ No

If yes, name and location: _____

Is the labor pool in Onondaga County and/or the CNY Economic Development Region adequate to fill new positions?

☒ Yes ☐ No

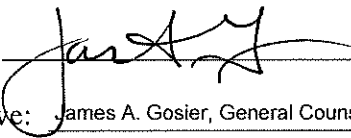
Enter Company Name in three (3) places below and sign by an authorized company officer:

In consideration of the benefits provided by the Onondaga County Industrial Development Agency (OCIDA), Ultra Dairy, LLC, project beneficiary, also agrees to report to OCIDA on the number of new employment opportunities created in connection with industrial or commercial projects financed by the proceeds of such benefits to be listed with the New York State Department of Labor Business Services and CNY Works.

Ultra Dairy, LLC, project beneficiary, also agrees to report to OCIDA on or before March 1 of each year the status of employment opportunities filed with the New York State Department of Labor Business Services, including the number of new employment opportunities created, the number listed, and the number filled for the year ending the prior December 31.

Ultra Dairy, LLC, project beneficiary, further agrees that, to the extent practicable and feasible, and subject to the requirements of any existing collective bargaining agreement, the project beneficiary shall fill at least 10% of new employment opportunities with persons eligible for service under the Workforce Innovation and Opportunity Act of 2014.

Name of Applicant Company: Ultra Dairy, LLC

Signature of Officer or Authorized Representative: 

Name & Title of Officer or Authorized Representative: James A. Gosier, General Counsel

Date: 6/26/2020

NYS Department of Labor:
Roy Jewell
Associate Business Service Representative
450 South Salina Street, Syracuse, NY 13202 315-479-3362
roy.jewell@labor.ny.gov
www.labor.ny.gov

CNY Works
Chris Kennedy
Business Development Specialist
960 James Street, Syracuse, NY 13203
315-477-6974
ckennedy@cnyworks.com
www.cnyworks.com

Section IX: Conflict of Interest

Agency Board Members

1. Patrick Hogan
2. Steve Morgan
3. Victor Ianno
4. Sue Stanczyk
5. Kevin Ryan
6. Janice Herzog
7. Fanny Villarreal

Agency Officers/Staff

1. Robert M. Petrovich
2. Nathaniel Stevens
3. Nancy Lowery
4. Karen Doster
5. Chris Cox

Agency Legal Counsel & Auditor

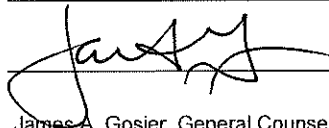
1. Jeffrey Davis, Esq., Barclay Damon LLP
2. Amanda Mirabito, Esq., Barclay Damon LLP
3. Michael G. Lisson, CPA, Grossman St. Amour Certified Public Accountants PLLC

The Applicant has received from the Agency a list of members, officers and staff of the Agency. To the best of my knowledge, no member, officer or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:

Name of Applicant Company

Ultra Dairy, LLC

Signature of Officer or Authorized Representative:



Name & Title of Officer or Authorized Representative:

James A. Gosier, General Counsel

Date: 6/26/2020

Section X: Representations, Certifications, and Indemnification

Carl V. Byrne (Name of CEO or other authorized representative of Applicant) confirms and says that he/she is the President (title) of Ultra Dairy, LLC (name of corporation or other entity) named in the attached Application (the "Applicant"), that he/she has read the foregoing Application and knows the contents thereof, and hereby represents, understands, and otherwise agrees with the Agency and as follows:

- A. First Consideration for Employment:** In accordance with §858-b (2) of the New York General Municipal Law, the Applicant understands and agrees that if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the Applicant will first consider persons eligible to participate in WIA programs who shall be referred by the CNY Works for new employment opportunities created as a result of the Project.
- B. Other NYS Facilities:** In accordance with §862 (1) of the New York General Municipal Law, the Applicant understands and agrees that projects which will result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant within the state is ineligible for Agency Financial Assistance, unless otherwise approved by the Agency as reasonably necessary to preserve the competitive position of the project in its respective industry or is reasonably necessary.
- C. Annual Sales Tax Filings:** In accordance with §874(8) of the New York General Municipal Law, the Applicant understands and agrees that if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant.
- D. Outstanding Bonds:** The Applicant understands and agrees to provide on an annual basis any information regarding bonds, if any, issued by the Agency for the project that is requested by the Comptroller of the State of New York.
- E. Employment Reports:** The Applicant understands and agrees that, if the Project receives any financial assistance from the Agency, the Applicant agrees to file with the Agency, at least annually or as otherwise required by the Agency, reports regarding the number of people employed at the project site, salary levels, contractor utilization and such other information (collectively, "Employment Reports") that may be required from time to time on such appropriate forms as designated by the Agency. Failure to provide Employment Reports within 30 days of an Agency request shall be an Event of Default under the PILOT Agreement between the Agency and Applicant and, if applicable, an Event of Default under the Agent Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Employment Report may be reported to Agency board members, with said report being an agenda item subject to the open

meetings law.

F. Absence of Conflicts of Interest: The Applicant has received from the Agency a list of the members, officers and employees of the Agency. No member, officer or employee of the Agency has an interest, whether direct or indirect in any transaction contemplated by this Application, except as hereinafter described in Section X.

G. Compliance: The Applicant understands and agrees that it is in substantial compliance with applicable local, state, and federal tax, worker protection, and environmental laws, rules, and regulations.

H. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if financial assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the Agency. (1) No funds of the Agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.

I. The Applicant confirms and acknowledges that the owner, occupant or operator receiving financial assistance for the proposed Project is in substantial compliance with applicable local, state, and federal tax, worker protection and environmental laws, rules and regulations.

J. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any financial assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement in the Project.

K. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.

L. The Applicant and the individual executing this Application on behalf of Applicant acknowledge that the Agency and its counsel will rely on the representations and covenants made in this Application when acting hereon and hereby represents that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statement contained herein not misleading.

M. The OCIDA has the right to request and inspect supporting documentation regarding attestations made on this application.

N. **Hold Harmless Agreement:** Applicant hereby releases Onondaga County Industrial Development Agency and the members, officers, servants, agents and employees thereof (the "Agency") from, agrees that the Agency shall not be liable for, and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by: (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the Application or the Project described therein or the tax-exemptions and other assistance requested therein are favorably acted upon by the Agency; (B) the Agency's acquisition, construction, and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project, including without limiting the generality of the foregoing, all cause of action and attorney's fees and any other expenses incurred in defending any suits or action which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final agreement with respect to the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in the process of the Application, including attorney's fees, if any.

Name of Applicant Company

Ultra Dairy, LLC

Signature of Officer or Authorized Representative:

Name & Title of Officer or Authorized Representative:

Carl V. Byrne, President

Date: 6/2/2020

STATE OF NEW YORK

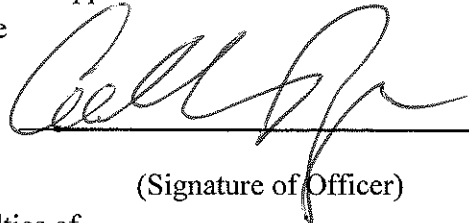
)

COUNTY OF ONONDAGA

)ss.;

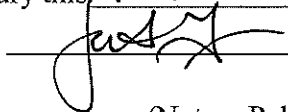
Carl V. Byrne, being first duly sworn, deposes and says:

1. That I am the President (Corporate Officer) of Ultra Dairy, LLC (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read and attached Application, I Know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete



(Signature of Officer)

Subscribed and affirmed to me under penalties of perjury this 29th day of June, 20 2020.



(Notary Public)

JAMES A. GOSIER
Notary Public, State of New York
No. 4889745
Qualified in Onondaga County
Commission Expires March 23, 20 23

End of Application

Rev 1-9-20

**Statement in Support of the Application of Ultra Dairy, LLC for
Economic Benefits from The Onondaga County Industrial Development Agency**

Section I (G):

Ultra Dairy, LLC (“Ultra”) was formed in 2003 as part of the Byrne Dairy family of companies. Ultra produces high quality dairy and non-dairy food products utilizing Ultra High Temperature (UHT) technology that results in extended shelf life (ESL) products. Ultra produces a variety of milk, cream and non-dairy products having shelf lives from 70 – 180 days. Ultra ships 92% of its finished products out of New York State for wholesale and retail sale.

Section I (H):

As a processor of milk and cream products, Ultra’s biggest raw material by far is milk and cream, much of it from local farms. Ultra works with family farms throughout Central New York and the Finger Lakes regions. Six of the largest farms Ultra works with are located in Onondaga County. As of May 31, 2020, Ultra had purchased nearly \$48 million in milk and cream in 2020. Examples of local vendors and raw material suppliers are as follows:

Vendor	Location	Material/Service	Spend YTD (as of 5/31/20)
Various Farms	Varies	Raw Milk/Cream	\$47,800,000
Sweeteners Plus	Lakeville, NY	Sweeteners	\$ 2,313,000
Packaging Corp. Of America	Solvay, NY	Corrugate	\$ 2,181,000
CHEP	Liverpool, NY	Pallets	\$ 905,000

Section I (J):

Since 2003, Ultra has been a party to a Payment in Lieu of Taxes (PILOT) Agreement with the Onondaga County Industrial Development Agency (OCIDA). Additionally, Ultra has requested and received exemptions from the NYS Mortgage Recording tax from OCIDA as part of its credit facilities with its lenders.

Section II (C):

See Section II(D) below.

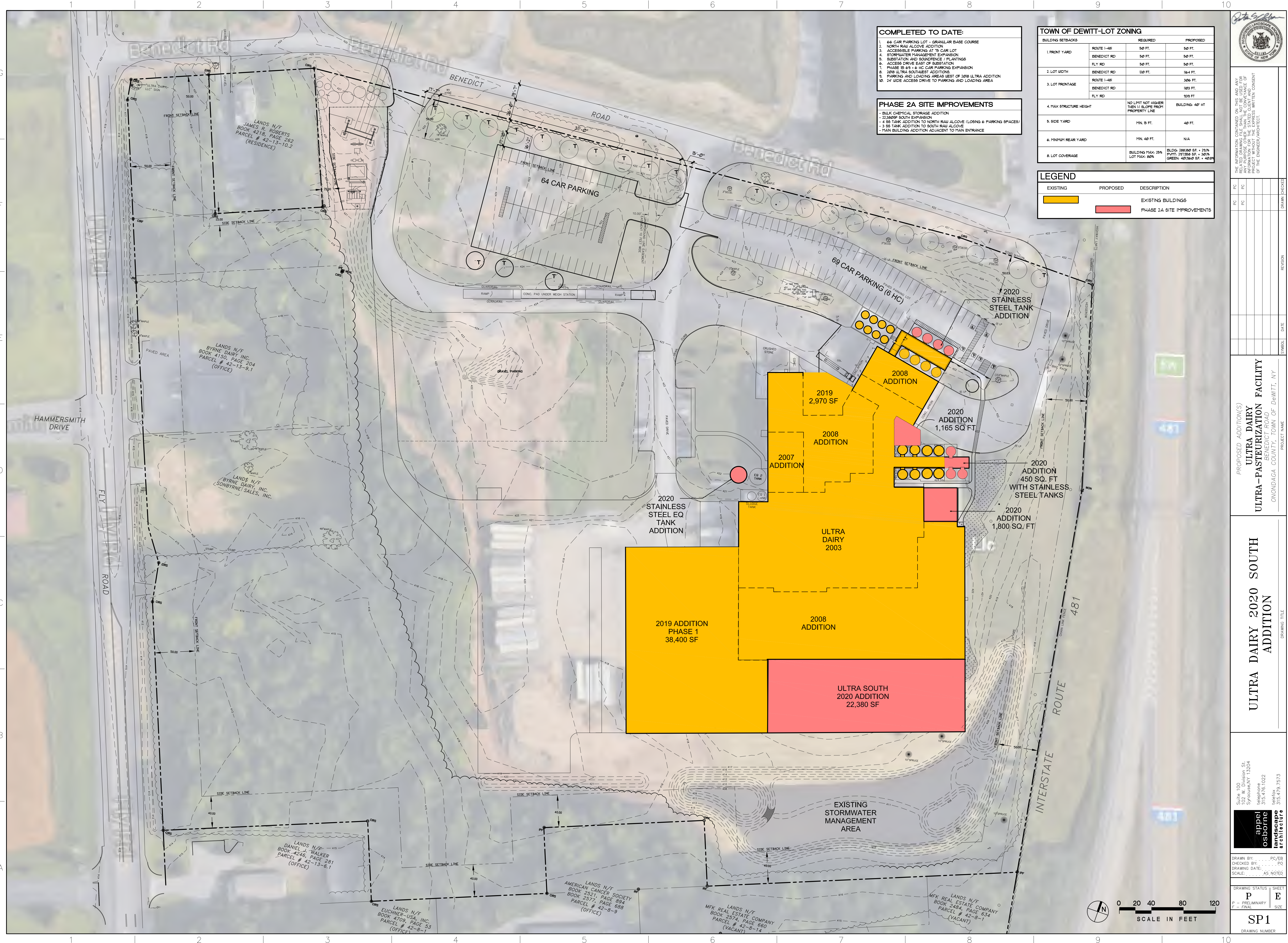
Section II (D):

Ultra is situated on 22 +/- acres of land in the Town of Dewitt bounded by Fly Road on the West and I-481 on the East. Ultra is proposing to expand its existing 138,000 sq. ft. facility by adding approximately 22,000 sq. ft. of aseptic processing area.

Aseptic processing involves sterilization of the product and packaging which in turn allows for shelf life of up to one year without refrigeration. This advanced technology results in products that can be shipped across the United States and around the world. The ability to manufacture these products is particularly important in times like these when supply chains are stressed.

This project will involve capital expenditures of approximately \$28.5 million and will create a total of 64 new full time jobs. It is also anticipated that approximately 150 construction jobs will be created. Construction and equipment installation will take approximately 9 – 10 months.

Economic benefits from OCIDA in the forms of real property tax abatement (PILOT) and Sale and Use Tax exemptions are extremely important to the viability of the proposed project. A PILOT Agreement will provide Ultra with a steady and predictable vehicle for the payment its share of local services. Additionally, Ultra anticipates that it will expend approximately \$4.3 million on goods, materials and services that would otherwise be subject to state and local sales taxes. Exemptions from these taxes will allow Ultra to invest more of its own money into the project.



ANY INFORMATION FOR THE STATED CLIENT AND PROJECT WITHOUT THE EXPRESS WRITTEN CONSENT OF THE ENGINEER/ARCHITECT.

[illegible]

PROPOSED ADDITION(S)	ULTRA DAIRY ULTRA-PASTEURIZATION FACILITY	
	BENEDICT ROAD ONONDAGA COUNTY, TOWN OF DeWITT, NY	
	PROJECT NAME	S

ULTRA DAIRY 2020 SOUTH ADDITION

**appel
osborne**

Suite 100
102 W. Division St.
Syracuse, NY 13204

telephone
315.476.1022

telefax
315.479.7573

**landscape
architecture**

DRAWN BY: PC/EB	
CHECKED BY: PO	
DRAWING DATE:	
SCALE: AS NOTED	
DRAWING STATUS	
P	E
- PRELIMINARY	SIZE
- FINAL	
SP1	
DRAWING NUMBER	