

REGULAR SESSION

TUESDAY, JULY 2, 2013

Chairwoman Fitzpatrick called the meeting to order at 7:00 p.m. On a motion by Legislator Peck seconded by Legislator Montigelli and unanimously carried the meeting was recessed to hold a public hearing.

Public Hearing 2013-2014 Jefferson Community College Budget

Chairwoman Fitzpatrick called the hearing to order at 7:01. JCC President Carole McCoy thanked the Board for their support of the College and said she would be happy to answer any questions if the Board so desired. There being no further speakers, the public hearing was closed at 7:03 p.m.

The Regular Session was reconvened.

PRIVILEGE OF THE FLOOR

Ann Harris, Town of Lyme Councilperson, Chaumont, NY addressed the Board concerning a property in Chaumont that she said the County holds title to due to delinquent taxes. Because it was an old gas station she understood that there were some environmental concerns that needed to be addressed, but expressed interest in developing the property as a flea market for local vendors and distributed a sketch of the proposed development. She advised that contact has been made with the County Attorney concerning the property and with local officials concerning their willingness to assist in the initial stages for clean up of the property, and said she would be happy to answer any questions the Board had in regard to the proposed project.

Chairwoman Fitzpatrick advised that the privilege of the floor was for citizens to express concerns, not necessarily a time for dialogue with legislators. She said there are several legislators on the Real Estate Ad Hoc Committee (Chairman Behling, Legislators Ferris and Gray) who have had discussions concerning the tax delinquent properties that need clean up and that would be the appropriate venue for discussion, either after this meeting or at another time.

ROLL CALL OF MEMBERS

All members present except Legislator Behling.

PETITIONS, NOTICES AND COMMUNICATIONS

A note of appreciation was received from the family of former Human Resources Director Steve Miller for the Board's expression of sympathy at his passing.

Correspondence was received from Assemblywoman Janet L. Duprey, District #115 (Clinton, Franklin, St. Lawrence counties) acknowledging receipt of Resolution No. 136

opposing the closure or reduction of services at the St. Lawrence Psychiatric Center.

Correspondence was received from the New York State Department of State noting that Jefferson County Local Law No. 1 of 2013 was filed in their office on June 17, 2013.

REPORTS OF STANDING COMMITTEES

The Finance & Rules Committee reported favorably on resolutions referred from other jurisdictional committees.

REPORTS OF COUNTY OFFICERS AND OTHERS

The County Treasurer provided a report on Interest Allocation by Fund and Summary of Cash in Banks as of 5/31/2013.

The County Administrator provided a report on budget transfers for June, 2013.

LOCAL LAWS, RESOLUTIONS AND MOTIONS

Resolution No. 156

Adopting the 2013-2014 Jefferson Community College Budget

By Legislator: Barry M. Ormsby

Whereas, Pursuant to Section 357 of the County Law, the Finance and Rules Committee of this Board has reviewed the requested 2013-2014 Jefferson Community College Budget, and

Now, Therefore, Be It Resolved, That pursuant to Section 360 of the County Law, said Budget be and is hereby adopted as the Budget of Jefferson Community College for College Fiscal Year 2013-2014, and be it further

Resolved, In accordance with the 2013-2014 Jefferson Community College Budget, the County of Jefferson will provide a Sponsor Contribution in the amount of \$4,769,055 and thereby approving a total operating expenditure for the JCC Budget of \$27,915,012.

Resolved, That this resolution shall take effect September 1, 2013.

Seconded by Legislator: Michael A. Montigelli

All members present voted aye.

Resolution No. 157

Appropriation for the Conduct of Jefferson Community College for Fiscal Year 2013-2014

By Legislator: James A. Nabywaniec

Whereas, This Board, by Resolution No. 156 of 2013 adopted a budget for Jefferson Community College for Fiscal Year 2013-2014.

Now, Therefore, Be It Resolved, That pursuant to Section 360 of County Law, the several amounts specified in such budget are hereby appropriated for the objects and purposes specified, and be it further

Resolved, That this resolution shall take effect September 1, 2013.

Seconded by Legislator: Jennie M. Adsit

All members present voted aye.

Resolution No. 158

Authorizing the Purchase of Tyler Technology's Munis Software and Amending the 2013 County Budget and Capital Plan in Relation Thereto

By Legislator: Jennie M. Adsit

Whereas, The Chairman of this Board of Legislators has appointed an ad hoc Committee for Information Technology and among the issues the Committee has studied is that of the purchase of a new financial software system, and

Whereas, The Committee charged its staff with reviewing the available products and recommending a vendor to it, and

Whereas, Beginning in 2011, The County issued a Request for Expressions of Interest, and received several responses, and seven vendors provided overviews of their products to County staff, and three were subsequently chosen as finalists, and

Whereas, The finalists were invited back early this year to provide day-long presentations to staff and to the ad hoc committee members, and two of these three were chosen as preferred vendors and staff reviewed price quotes, references, and company stability, and

Whereas, Staff recommended Tyler Technology's Munis software (along with a New York State Civil Service package from Catalog & Commerce for \$29,750), to the Committee at a total purchase/implementation price of approximately \$962,497, with annual maintenance fees of approximately \$120,119 beginning one year after the initial purchase, and

Whereas, This Board of Legislators had assigned fund balance for this purpose, and

Whereas, The Information Technology ad hoc Committee supports the recommendation.

Now, Therefore, Be It Resolved, That Jefferson County enter into agreements with Tyler Technology and Catalog & Commerce for software purchases, implementation services, miscellaneous hardware and third-party software and services and maintenance thereof in the approximate amount of \$962,497, and be it further

Resolved That the Chairman of the Board of Legislators be and is hereby authorized and directed to execute said agreement on behalf of Jefferson County, subject to the review of the County Attorney as to form and content, and be it further

Resolved, That the 2013 County Budget is hereby amended as follows:

Increase:

01-0599	Appropriated Fund Balance	\$750,000
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(Transfers)

01-8992-9950.9006	Transfer to Capital Projects	750,000
20-9006-999.95031.001	Transfer from General Fund	750,000

(Expenditure)

20-9006-1680.2012	Computer Improvements	750,000
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and be it further

Resolved, That the six year capital plan is hereby amended accordingly.

Seconded by Legislator Michael A. Montigelli

Roll Call Vote

Ayes: Reed, Adsit, Drake, Thomas, Montigelli, Nabywaniec, Gray, Ferris, Astafan, Ormsby, Docteur, Doldo, Peck, Fitzpatrick

Absent: Behling

Resolution passed.

Resolution No. 159

Appointing Director of Real Property Tax Services

By Legislator: Michael J. Docteur

Resolved, Upon the recommendation of the County Administrator, and pursuant to Section 1530 of the Real Property Tax Law, Paul J. Warneck is hereby appointed as Director of Real Property

Tax Services, effective October 1, 2013, for a term of six years, said term to expire September 30, 2019.

Seconded by Legislator: Barry M. Ormsby

All members present voted aye.

Resolution No. 160

Authorizing Agreement with Danser and Knudsen Psychological Services for the Purpose of Obtaining Firearms Evaluations

By Legislator: Jennie M. Adsit

Whereas, By Resolution 145 of 2013 this Board of Legislators supported the Probation Department's proposal to allow its probation officers to voluntarily carry County-owned firearms on duty subject to various conditions, one of which is passing a psychological evaluation, and

Whereas, To that end the Director of Probation is recommending that the County enter into an agreement with Danser and Knudsen Psychological Services to perform such evaluations at \$300 per officer for the term January 1, 2013 through December 31, 2018, and

Whereas, Said agreement will include the basis for said evaluations.

Now, Be It Resolved, That Jefferson County enter into an agreement with Danser and Knudsen Psychological Services as described above for the term January 1, 2013 through December 31, 2018, and be it further

Resolved, That the Chairman of the Board be and is hereby authorized and directed to execute said agreement on behalf of the County, subject to the review of the County Attorney as to form and content.

Seconded by Legislator: Michael J. Docteur

All members present voted aye.

Resolution No. 161

Establishing Time and Place for Public Hearings Related to the 2013 Community Development Block Grant (CDBG) Process

By Legislator: Michael J. Docteur

Whereas, Jefferson County is in the process of evaluating grant opportunities in anticipation of a 2013 Community Development Block Grant (CDBG) Program administered by the NYS Office

of Community Renewal, and

Whereas, The CDBG application process requires applicants to hold two public hearings to obtain the views of the general public on community development needs.

Now, Therefore, Be It Resolved, Pursuant to Section 104(A)(2) of the Federal Housing and Community Development Act, as amended, CDBG public hearings shall be held on Thursday, July 18, 2013 at 5:00 p.m. and Tuesday, August 13, 2013 at 6:00 p.m. in the Board Chambers, Historic Courthouse, 195 Arsenal Street, Watertown, NY, and be it further

Resolved, Notice of such public hearings shall be given in accordance with law, and be it further

Resolved, The Chairman of the Board is hereby authorized to execute all necessary CDBG application documents, and the Department of Planning is hereby authorized as the County's agent to act in connection with the submission of any authorized application and to provide any supplemental information that may be required by the NYS Office of Community Renewal.

Seconded by Legislator: James A. Nabywaniec

All members present voted aye.

Resolution No. 162

Authorizing an Amendment to the Community Development Agreement Dated May 1, 2005 Relative to Fort Drum Mountain Community Homes LLC

By Legislator: Jennie M. Adsit

Whereas, Fort Drum Mountain Community Homes LLC ("FDMCH") pursuant to the Residential Community Initiative, under the authority of the National Defense Authorization Act for Fiscal Year 1996, Public Law 104-106, 110 Stat. 186, Title XXVIII, Subtitle A, Military Housing Privatization Initiative, as amended (codified at 10 U.S.C. Sections 2871-2885), is developing housing for military purposes to be located at Fort Drum, N.Y. on land leased from the United States Army (the "Project"); and

Whereas, It is determined that the involvement and assistance of the Jefferson County Industrial Development Agency ("JCIDA") is essential to the economic viability of the Project, and that absent such involvement and assistance FDMCH would not proceed with the Project; and

Whereas, Jefferson County, Town of LeRay, Village of Black River, Carthage Central School District, and Indian River Central School District (collectively the "Taxing Jurisdictions") entered into a Community Development Agreement (as amended, the "Agreement") dated May 1, 2005 pursuant to Resolution 93 of 2005 with FDMCH and JCIDA and which Agreement provides for FDMCH to make certain payments to JCIDA in the form of community development fees in consideration for certain real property, sales and use and mortgage tax exemptions granted to FDMCH in connection with the Project; and

Whereas, FDMCH further intends to build new homes, a new salt storage facility, a new office building and additional facilities as part of the Project Sustainment Plan work associated with the Project and to expand the Project to include additional land; and

Whereas, JCIDA and the Taxing Jurisdictions desire to provide further assistance to the FDMCH and the Project by extending the real property tax exemption, the sales and use tax exemption, and the mortgage recording tax exemption to the additional land to be added to the Project; and

Whereas, A copy of the proposed fourth amendment to the Agreement entitled “Fourth Amendment to Community Development Agreement and Amendment to Sublease and Sub-Sublease” (the “Fourth Amendment”) among FDMCH, JCIDA and Taxing Jurisdictions is attached herewith as Exhibit “A”.

Now, Therefore, Be It Resolved, That Jefferson County enter into the Fourth Amendment in substantially the form attached hereto; and be it further

Resolved, That the Chairman of the Board of Legislators of the County of Jefferson, New York”(the”Board”) be and hereby is authorized to execute the Fourth Amendment on behalf of the County of Jefferson together with such changes, variations, omissions and insertions as are approved by the Board subject to the approval of the County Attorney of the County of Jefferson, New York (the “County Attorney”) as to form and content and the execution by the Chairman of the Board of the final Fourth Amendment shall constitute conclusive evidence of such approval by the Board and the County Attorney is hereby authorized to issue a legal opinion or opinions as may be required by the Project.

Seconded by Legislator: Barry M. Ormsby

EXHIBIT A

FOURTH AMENDMENT TO COMMUNITY DEVELOPMENT AGREEMENT AND AMENDMENT TO SUBLEASE AND SUB-SUBLEASE

THIS FOURTH AMENDMENT TO COMMUNITY DEVELOPMENT AGREEMENT AND AMENDMENT TO SUBLEASE AND SUB-SUBLEASE (this “**Amendment**”) is made as of [_____], 2013 by and among **FORT DRUM MOUNTAIN COMMUNITY HOMES LLC**, a limited liability company duly organized and existing under the laws of the State of Delaware (the “**Company**”), the **JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**, an Industrial Development Agency and a Public Benefit Corporation of the State of New York (the “**JCIDA**”), the **COUNTY OF JEFFERSON** (the “**County**”), the **TOWN OF LERAY** (the “**Town**”), the **VILLAGE OF BLACK RIVER** (the “**Village**”) and the **CARTHAGE CENTRAL SCHOOL DISTRICT** and the **INDIAN RIVER CENTRAL SCHOOL DISTRICT** (collectively, the “**School Districts**”) (the County, the Town, the Village and the School Districts are herein collectively referred to as the “**Taxing Jurisdictions**”).

WITNESSETH:

WHEREAS, in connection with the privatization of military housing and related

facilities on the United States Army base located in Jefferson County, New York near Watertown commonly known as Fort Drum (the “**Installation**”), (i) the Company, the JCIDA and the Taxing Jurisdictions (collectively, the “**Parties**”) executed and delivered that certain Community Development Agreement, dated as of May 1, 2005 (as amended, the “**Agreement**”), and (ii) the Company and the JCIDA entered into that certain Sublease, dated as of May 1, 2005 (as amended, the “**Sublease**”) and that certain Sub-Sublease Agreement, dated as of May 1, 2005 (as amended, the “**Sub-Sublease**”, and together with the Agreement and the Sublease, the “**Taxing Jurisdiction Documents**”);

WHEREAS, pursuant to the Taxing Jurisdiction Documents, the JCIDA and the Taxing Jurisdictions provided financial assistance to the Company and the Project (as defined in the Agreement) in the form of real estate tax exemptions, sales and use tax exemptions and mortgage recording tax exemptions more particularly described in the Agreement;

WHEREAS, the Parties entered into that certain First Amendment to Community Development Agreement, Sublease and Sub-Sublease dated as of June 11, 2008 (the “**First Amendment**”), pursuant to which the Parties made certain amendments to the Taxing Jurisdiction Documents as more particularly set forth therein;

WHEREAS, the JCIDA and the Company entered into that certain Second Amendment to Sublease and Sub-Sublease dated as of October 28, 2009, pursuant to which the JCIDA and the Company made certain amendments to the Sublease and Sub-Sublease as more particularly set forth therein;

WHEREAS, the Parties entered into that certain Second Amendment to Community Development Agreement and Amendment to Sublease and Sub-Sublease dated as of September 13, 2011 (the “**Second Amendment**”), pursuant to which, among other things, the Parties consented to and approved the Contemplated Addition (as defined in the Second Amendment) and Contemplated Release (as defined in the Second Amendment);

WHEREAS, the Parties entered into that certain Third Amendment to Community Development Agreement and Amendment to Sublease and Sub-Sublease dated as of March 15, 2013 (the “**Third Amendment**”), pursuant to which, among other things, the Parties acknowledged the removal of the 2013A Released Land (as defined in the Third Amendment) (i.e., the Contemplated Release);

WHEREAS, on the date hereof, the Army and the Company have entered into that certain Supplemental Agreement No. 4 to Ground Lease DACA 65-1-05-0025 (“Supplement No. 4”), pursuant to which (i) the Army has agreed to lease to the Company, and the Company has agreed to lease from the Army, that certain unimproved land on the Installation more particularly described on Exhibit A attached hereto (the “**2013B Additional Land**”) (i.e., the Contemplated Addition); and (ii) the Army and the Company have made certain other amendments to the Ground Lease as more particularly set forth therein (the execution and delivery of Supplement No. 4 as of the date hereof is referred to as the “**2013B Closing**”);

WHEREAS, as of the date hereof, the Company is spreading its existing lenders’ first mortgages to encumber the 2013B Additional Land (collectively, the “**2013B Mortgage**”);

Spreaders”), and the JCIDA is joining in the execution of the 2013B Mortgage Spreaders pursuant to Section 4.D of the Agreement and Section 9.3 of the Sub-Sublease;

WHEREAS, the JCIDA and the Taxing Jurisdictions desire to provide further financial assistance to the Company and the Project by (i) amending the Taxing Jurisdiction Documents to incorporate the 2013B Additional Land in accordance with this Amendment; (ii) extending the real property tax exemptions established by the Agreement to the 2013B Additional Land; (iii) extending the sales and use tax exemptions established by the Agreement to the PSP Work constructed upon the 2013B Additional Land; and (iv) providing exemptions from mortgage recording tax otherwise payable in connection with the 2013B Mortgage Spreaders (if any), all in exchange for the payment of additional Community Development Fees from the Company more particularly set forth in Section 5 of this Amendment; and

WHEREAS, to facilitate this Amendment, (i) the JCIDA and each of the Taxing Jurisdictions duly adopted the 2011A Authorizing Resolutions (as defined in the Second Amendment) and (ii) in furtherance thereof, the JCIDA duly adopted an additional resolution (the “**2013B Authorizing Resolution**”) authorizing this Amendment, including, without limitation, the further financial assistance to the Company and the Project specified herein, the execution and delivery of this Amendment, and the performance of their respective duties and obligations, as applicable, under the Taxing Jurisdiction Documents, as amended by this Amendment. [NOTE: If any other taxing jurisdictions are required to adopt additional resolutions, reference to those resolutions will be added to this clause (and Section 7).]

NOW THEREFORE, the Parties, in consideration of the covenants and agreements herein contained, hereby agree to amend the Taxing Jurisdiction Documents as follows:

1. Capitalized Terms. Capitalized terms not otherwise defined herein shall have the meanings ascribed thereto in the Agreement.

2. 2013B Additional Land. The Parties acknowledge and agree that, from and after the date hereof, Exhibit “A” to the Sublease and Exhibit “A” to the Sub-Sublease are hereby amended to incorporate Exhibit A attached hereto, and any reference to the Land in the Taxing Jurisdiction Documents shall mean the Land including the 2013B Additional Land and all covenants or agreements relating to the Land which are set forth in the Taxing Jurisdiction Documents shall be deemed to apply to the 2013B Additional Land from and after the date hereof (and the 2013B Additional Land and any buildings or other improvements now or hereafter located thereon shall be deemed to be part of the Project and the Facility). Furthermore, from and after the date hereof, all references in the Taxing Jurisdiction Documents to the Ground Lease shall be deemed to mean and refer to the Ground Lease, as amended by Supplement No. 4, as the same may hereafter be amended or modified in accordance with its terms. In furtherance of the foregoing, and pursuant to Section 2.A(3) of the Agreement, the Taxing Jurisdictions hereby agree that they shall inform all applicable tax assessors of the incorporation of the 2013B Additional Land into the Taxing Jurisdiction Documents and advise such assessors to list the 2013B Additional Land and any buildings or improvements located thereon (whether now or in the future) as being exempt from real property taxes, including special ad valorem levies, special assessments and service charges.

3. Deed. The Parties hereby agree that the tenth (10th) Recital in each of the Agreement,

Sublease and Sub-Sublease is hereby amended and restated as follows:

“WHEREAS, in connection with the implementation of the Plan and under the authority of the MHPI, the Army has, pursuant to the Deed (as defined below), conveyed the housing units and certain other facilities and improvements now existing or hereafter constructed on the Land (such housing units and other facilities and improvements conveyed thereunder, the “**Improvements**”) to the Company, subject to reversion upon the expiration or sooner termination of the Ground Lease. As used herein, the term “**Deed**” shall mean and refer collectively to that certain deed dated as of May 1, 2005, as hereinafter amended, that certain deed dated and as of [____], 2013, as hereinafter amended, and any future deeds, as the same may be amended, each by the Army, as grantor, for the benefit of the Company, as grantee; and”

4. Extension of Sales and Use Tax Exemption. The JCIDA and the Taxing Jurisdictions hereby reaffirm the provisions of Section 2.B of the Agreement, as amended by this Amendment, and expressly agree that the exemption granted thereunder shall apply during the first Out Year Period to the PSP Work, including any PSP Work to be constructed upon the 2013B Additional Land. The JCIDA and the Company hereby reaffirm that the Company shall have the right to act as JCIDA’s agent pursuant to Section 4.1(c) of the Sub-Sublease.

5. Mortgage Recording Tax Exemption. The JCIDA and the Taxing Jurisdictions hereby reaffirm the provisions of Sections 2.C and 3.D of the Agreement, as previously amended by the First Amendment and the Second Amendment, and as further amended by this Amendment, and hereby agree that the phrases “and the 2008A Closing” and “the 2008A Closing and the 2011A Closing” contained in such Sections shall be deleted in their entirety and the phrase “, the 2008A Closing, the 2011A Closing and the 2013B Closing” shall be inserted after each reference in such Sections to the term “Closing”. Furthermore, the JCIDA also reaffirms the provisions of Section 4.D of the Agreement and agrees that the reference therein to “such instruments and affidavits as may be necessary or reasonably required by the Company in order to obtain the benefits of such [mortgage recording tax exemption]” shall include the Mortgage Recording Tax Exemption Letters/Affidavits from the JCIDA in the form attached hereto as Exhibit C.

6. Community Development Fees (Sales and Use Tax Exemption and Mortgage Recording Tax Exemption). Aside from the Community Development Fees paid pursuant to the Second Amendment, the Parties hereby confirm and agree that no other or further fees and/or charges shall be payable by the Company to the JCIDA or the Taxing Jurisdictions or any other third party in lieu of taxes or other costs or expenses in connection with any changes to the Project, this Amendment or the transactions and financial assistance contemplated or described herein. The Company, the JCIDA and the Taxing Jurisdictions hereby reaffirm the provisions of the Agreement, as amended by this Amendment.

7. 2013B Revised Sales Tax Letter. The Parties hereby agree that (a) “Exhibit B-3” attached hereto is hereby attached and incorporated into the Agreement as “Exhibit B-3”, and (b) to effectuate the Sales and Use Tax Exemption provided on Exempt Property with respect to any PSP Work to be constructed upon the 2013B Additional Land, on or before the date of this Amendment, the JCIDA shall provide the Company with a revised letter of authorization for sales and use tax exemption which can be readily presented to vendors, suppliers and/or merchants by the Company, its affiliates or their respective contractors, subcontractors, materialmen, suppliers,

vendors or laborers when purchasing Exempt Property for the Project (the “**2013B Revised Sales Tax Letter**”). The 2013B Revised Sales Tax Letter shall be dated no later than the date hereof and shall be effective throughout the first Out Year Period. A copy of the 2013B Revised Sales Tax Letter is set forth on “Exhibit B-3” attached hereto and made a part hereof. The JCIDA shall also provide, execute and deliver such other authorizations, letters (including amendments to the 2013B Revised Sales Tax Letter or additional or replacement 2013B Revised Sales Tax Letters) or documents as may be necessary to permit the Company to obtain the intended benefits of the Sales and Use Tax Exemption, including, without limitation, New York State Department of Taxation and Finance forms ST-60 for the Company and its respective affiliates, contractors, subcontractors, materialmen, suppliers, vendors or laborers.

8. Resolutions and Opinions of Counsel. (a) The JCIDA shall provide the Company with a copy of its 2013B Authorizing Resolution, as well as an opinion of its counsel which confirms that: (i) this Amendment was duly and validly authorized, executed and delivered by all requisite action on the part of the JCIDA, (ii) the financial assistance provided to the Company and the terms and provisions of the Taxing Jurisdiction Documents, as amended by this Amendment, are binding and enforceable against the JCIDA under New York law in accordance with their terms, and (iii) no consent or approval of any other governmental or regulatory authority is required in connection with the JCIDA’s execution and delivery of this Amendment, the granting of any financial assistance provided hereby or the performance of the JCIDA’s respective duties and obligations under the Agreement, the Sublease or the Sub-Sublease, as amended by this Amendment.

(b) Each of the Taxing Jurisdictions hereby represents and warrants to the Company that: (i) it has taken all requisite action to authorize the execution, delivery and performance of this Amendment; (ii) its respective 2011A Authorizing Resolution remains valid and unmodified as of the date of this Amendment; (iii) the financial assistance provided to the Company and the terms and provisions of the Taxing Jurisdiction Documents, as amended by this Amendment, are binding and enforceable against such Taxing Jurisdiction under New York law in accordance with their terms; and (iv) no consent or approval of any other governmental or regulatory authority is required in connection with such Taxing Jurisdiction’s execution and delivery of this Amendment, the granting of any financial assistance provided hereby or the performance of such Taxing Jurisdiction’s respective duties and obligations hereunder under the Agreement, the Sublease or the Sub-Sublease, as amended by this Amendment.

9. Memorandum of this Amendment to be Recorded. A memorandum of this Amendment, in the form attached hereto as “Exhibit B”, shall be executed and delivered by the Parties and recorded in the official records of the Office of the Clerk of Jefferson County, New York to evidence and provide record notice that the Sublease and the Sub-Sublease have been amended hereby.

10. Counterparts. This Amendment may be executed in any number of counterparts, each of which shall be deemed to be an original for all purposes and all of which shall constitute collectively a single agreement. In making proof of this Agreement, it shall not be necessary to produce or account for more than one such counterpart.

11. Supplement; Conflict with Agreement, Sublease or Sub-Sublease; Full Force and

By: LEND LEASE (US) PUBLIC
PARTNERSHIPS HOLDINGS LLC, its sole
member

By: _____
Name: Bruce Anderson
Title: Executive Vice President

STATE OF)
) SS.:
COUNTY OF)

On the ____ day of _____ in the year 2013 before me, the undersigned, a notary public in and for said state, personally appeared Bruce Anderson, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Notary Public

**JEFFERSON COUNTY BOARD OF
LEGISLATORS**

By: _____
Name: _____
Title: Chairman

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

On the ____ day of _____ in the year 2013 before me, the undersigned, a notary public in and for said state, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Notary Public

TOWN OF LERAY

By: _____

Name: _____

Title: Town Supervisor

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

On the ____ day of _____ in the year 2013 before me, the undersigned, a notary public in and for said state, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Notary Public

TOWN OF LERAY

By: _____

Name: _____

Title: Town Assessor

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

On the ____ day of _____ in the year 2013 before me, the undersigned, a notary public in and for said state, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Notary Public

VILLAGE OF BLACK RIVER

By: _____
Name: _____
Title: Mayor

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

On the ____ day of _____ in the year 2013 before me, the undersigned, a notary public in and for said state, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Notary Public

CARTHAGE CENTRAL SCHOOL DISTRICT

By: _____
Name: _____
Title: Superintendent of Schools

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

On the ____ day of _____ in the year 2013 before me, the undersigned, a notary public in and for said state, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Notary Public

INDIAN RIVER SCHOOL DISTRICT

By: _____
Name: _____
Title: Superintendent of Schools

Dear Sirs:

Pursuant to resolutions duly adopted on April 15, 2005, May 13, 2008, September 1, 2011, and [_____], 2013, the Jefferson County Industrial Development Agency (the “Agency”) appointed Fort Drum Mountain Community Homes LLC (the “Company”) as the true and lawful agent of the Agency to develop, renovate, revitalize, demolish, construct, reconstruct, equip restore and repair certain land located on the United States Army base situated in Jefferson County, New York near Watertown commonly known as Fort Drum and the housing units and other facilities and improvements now existing or hereafter constructed thereon (collectively, the “Project”).

It is the intent of the Agency that this agency appointment include, from the effective date of such appointment, the authority to purchase, lease, acquire and otherwise use on behalf of the Agency all tangible personal property (including construction materials, rental equipment, fixtures, equipment, machinery and furnishings) rendered, conveyed or acquired in connection with the Project (all of the foregoing personal property set forth in this paragraph, collectively, the “Exempt Property”).

This Agency appointment includes the power to delegate such agency appointment, in whole or in part, to agents, subagents, contractors, materialmen, suppliers, vendors, affiliates, subsidiaries or related entities of the Company (including, without limitation, Lend Lease (US) Public Partnerships LLC, a Delaware limited liability company (f/k/a Actus Lend Lease LLC) (“Lend Lease”) as the Company’s designated Design/Build Contractor and sub-agent, and such other subcontractors, suppliers, vendors and materialmen engaged and designated by Lend Lease, collectively, the “Sub-Agents”) and to such other parties as the Company or Lend Lease chooses so long as they are engaged, directly or indirectly, in the activities herein described.

The Agency, based on its understanding of the Agency’s status and applicable tax law as of the date hereof, advises that purchases, conveyances, leases or other renderings of Exempt Property made and/or entered into by or on behalf of the Company (in its capacity as agent for the Agency), Lend Lease or the other Sub-Agents, as sub-agents on behalf of the Agency, are exempt from all New York State, Jefferson County and other local sales and use taxes. Accordingly, all vendors, lessors, suppliers, contractors and subcontractors of the Company, Lend Lease and the other Sub-Agents are hereby authorized to rely on this letter (or on a photocopy or facsimile of this letter) as evidence that purchases, conveyances, leases and other renderings of Exempt Property are exempt from all New York State, Jefferson County and other local sales and use taxes.

In exercising this agency appointment, the Company, Lend Lease, and the other Sub-Agents should provide their vendors, lessors, suppliers, contractors and subcontractors with a copy of this letter to evidence that the Company, Lend Lease and the other Sub-Agents are each acting as the agent or sub-agent, as applicable, of the Agency. The Company, Lend Lease and the other Sub-Agents should identify the Project as “Fort Drum Mountain Community Homes” on each bill or invoice of their vendors, lessors, suppliers contractors and subcontractors and indicate thereon that it acted as agent or sub-agent, as applicable, of the Agency in making the purchase, conveyance, lease or other rendering of Exempt Property.

The Company, Lend Lease and each of the other Sub-Agents claiming any New York State, Jefferson County and other local sales and use tax exemptions on Exempt Property in connection

with the Project must complete a New York State Department of Taxation and Finance Form ST-60. Original copies of each completed Form ST-60 must be delivered to the Agency promptly upon the appointment of each Sub-Agent. Any Sub-Agent which delivers completed Form ST-60 to the Agency will be deemed to be the agent, subagent, contractor or subcontractor of the Agency for purposes of the Project. Failure to comply with these requirements may result in loss of sales and use tax exemptions.

The Company acknowledges that the New York State General Municipal Law requires the Company to file an Annual Statement with the New York State Department of Taxation and Finance regarding the value of sales and use tax exemptions the Company, Lend Lease and the other Sub-Agents have claimed pursuant to the authority conferred to the Company by the Agency with respect to the Project. Failure to file such statement could result in the loss of the Company's right to act as the agent of the Agency.

The aforesaid appointment of the Company as agent of the Agency with respect to the Project for purposes of New York State, Jefferson County and other local sales and use taxes shall expire upon the earlier of (a) December 31, 2014, provided, however, such appointment may be extended at the sole discretion of the Agency, upon the written request of the Company or (b) the expiration or termination of that certain Sub-Sublease Agreement, dated as of May 1, 2005, by and between the Agency, as sub-lessor, and the Company, as sub-lessee, as amended.

Exhibit C
Form of Mortgage Recording Tax Letters/Affidavits
[Attached]

All members present voted aye.

Resolution No. 163

**Authorizing Agreement with the New York State Division of Homeland Security and
Emergency Management and Amending the 2013 County Budget in Relation Thereto**

By Legislator: Michael W. Behling

Whereas, Jefferson County has been awarded a FY12 Emergency Management Performance Grant in the amount of \$47,458, and

Whereas, Said funds may be used for upgrades to the County's dispatch telephone system, and

Whereas, It is necessary to authorize an agreement with the State and to amend the 2013 County Budget to appropriate the funds.

Now, Therefore, Be It Resolved, That the Chairman of the Board of Legislators be and is hereby authorized and directed to execute said agreement on behalf of Jefferson County, subject to the review of the County Attorney as to form and content, and be it further

Resolved, That the 2013 County Budget is amended as follows:

Increase:

(Revenue)

20-9006-93397.001	State Aid Fire & Emergency Management	\$47,458
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(Expenditure)

20-9006-3020.2030	Communications	47,458
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and be it further

Resolved, That the six year capital plan is amended accordingly.

Seconded by Legislator: Anthony J. Doldo

Roll Call Vote

Ayes: Montigelli, Adsit, Docteur, Peck, Astafan, Reed, Ferris, Thomas, Gray, Ormsby, Doldo, Drake, Nabywaniec, Fitzpatrick

Absent: Behling

Resolution passed.

Resolution No. 164

**Authorizing Agreements in Relation to Juvenile Secure Detention
and the Supervision & Treatment Services for Juveniles Program (STSJP)**

By Legislator: Michael F. Astafan

Whereas, New York State Executive Law was amended to create the Supervision & Treatment Services for Juveniles Program (STSJP) in order to encourage the use of effective alternatives to detention, and

Whereas, Said law requires that a lead agency be designated in each County for administering secure and non-secure detention and STSJP programs, and

Whereas, Jefferson County has designated the Probation Department as its lead agency, and

Whereas, Available funding has been included in the 2013 County Budget and will be used to provide services and programs through the Jefferson County Children's Home and Resolution Center of Jefferson and Lewis Counties, and to provide for GPS monitoring and monitoring equipment for the Probation Department, as well as some overtime, and

Whereas, It is necessary to authorize agreements with the Jefferson County Children's Home

(\$133,610 for a term ending 3/31/14) and the Resolution Center of Jefferson County and Lewis Counties (\$25,000 for a term ending 3/31/14), for the provision of STSJP services.

Now, Therefore, Be It Resolved, That the Chairman of the Board of Legislators be and is hereby authorized and directed to execute agreements with the Jefferson County Children's Home (\$133,610 for a term ending 3/31/14) and the Resolution Center of Jefferson County and Lewis Counties (\$25,000 for a term ending 3/31/14), to provide said services, subject to the approval of the County Attorney as to form and content.

Seconded by Legislator: Jennie M. Adsit

All members present voted aye.

Resolution No. 165

Authorizing Agreement in Relation to the State Alternatives to Incarceration (Pre-Trial Release) Program Funding

By Legislator: Scott A. Gray

Whereas, New York State Division of Criminal Justice Services (DCJS) Alternatives to Incarceration has awarded Jefferson County \$9,114 for the operation of a Pre-Trial Release Program during the period July 1, 2013 through June 30, 2014, and

Whereas, The County must enter into an agreement with the New York State Division of Criminal Justice Services to receive these grant funds, and

Whereas, Jefferson County does hereby commit to providing 50% matching funds for operation of the alternatives program.

Now, Therefore, Be It Resolved, That the County of Jefferson agrees to accept the \$9,114, and the Chairman of the Board of Legislators be and is hereby authorized and directed to execute said grant agreements on behalf of Jefferson County, subject to the review of the County Attorney as to form and content.

Seconded by Legislators: Robert D. Ferris

All members present voted aye.

Resolution No. 166

Amending the 2013 County Budget to Recognize Insurance Recovery and Allocating Same in Highway Department Budget

By Legislator: Jennie M. Adsit

Whereas, The Highway Department has received an insurance settlement check in the amount of \$2,970.94 for damage to a vehicle, and has requested that the settlement be used to supplement the external fleet expense line to pay for needed repairs.

Now, Therefore, Be It Resolved, That the 2013 County Budget is hereby amended as follows:

Increase:

10-9004-5130.4310.002	External Fleet Expense	\$2,970.94
10-9004-999.92680	Insurance Recoveries	\$2,970.94

Seconded by Legislator: Anthony J. Doldo

Roll Call Vote

Ayes: Astafan, Peck, Adsit, Thomas, Doldo, Ferris, Montigelli, Gray, Ormsby, Drake, Nabywaniec, Reed, Docteur, Fitzpatrick

Absent: Behling

Resolution passed.

Resolution No. 167

Amending the 2013 County Budget in Relation to the Highway Department CHIPS Funding

By Legislator: Michael F. Astafan

Whereas, The New York State Governor and Legislature have reached an agreement on the State FY 2013-2014 Consolidated Local Street and Highway Improvement Program (CHIPS) funding level, which for Jefferson County is a \$603,333 increase over its 2013 budgeted amount, and

Whereas, The County Highway Superintendent has requested that this additional revenue be placed in the Department's paving, pavement marking, and surface treatment accounts, and a capital bridge account.

Whereas, In order to recognize and allocate the new funding it is necessary to amend the 2013 County Budget.

Now, Therefore, Be It Resolved, That the 2013 County Budget is hereby amended as follows:

Increase:

(Revenue)

05-9003-999.93501	Consolidated Highway Aid	\$603,333
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(Expenditure)

05-9003-3310.4480	Highway Pavement Marking	\$ 40,000
05-9003-5110.4482	Surface Treatment	163,333
05-9003-5112.4930	Paving County Roads	100,000
20-9006-5113.2901	A30	300,000

(Transfers)

05-9003-9950.9007	Transfer to Capital Bridges	300,000
20-9006-999.95031.401	Interfund Transfer Roads	300,000

and be it further

Resolved, That the six year capital plan is hereby amended accordingly.

Seconded by Legislator: Robert D. Ferris

Roll Call Vote

Ayes: Ferris, Montigelli, Doldo, Nabywaniec, Reed, Docteur, Peck, Gray, Adsit, Astafan, Ormsby, Drake, Thomas, Fitzpatrick

Absent: Behling

Resolution passed.

Resolution No. 168

Authorizing Lease Agreement with Air Methods Corporation for the Use of Airport Hanger Space and Land Adjacent Thereto

By Legislator: Michael F. Astafan

Whereas, The County of Jefferson owns and operates the Watertown International Airport, and

Whereas, Air Methods Corporation provides commercial medical air transportation services, and

Whereas, By Resolution 159 of 2012, This Board of Legislators authorized a one-year lease with Air Methods Corporation for the use of a portion of the Airport's South Hangar building for the storage of one medical helicopter and additional mechanics' space, and the use of land adjacent to the South Hangar for placement of a 24' x 60' trailer as part of its business activity, and

Whereas, Said lease has expired and Air Methods desires to renew it for a period of 2 years, and

Whereas, Air Methods Corporation would make lease payments to Jefferson County in the amount of \$2,600.00 per month for use of both the portion of the Airport's South Hangar building and the use of land adjacent thereto.

Now, Therefore, Be it Resolved, That Jefferson County enter into a lease agreement with Air Methods Corporation for the period of June 1, 2013 through May 31, 2015 providing for the use of a portion of the Airport's South Hangar building sufficient to store one medical helicopter and including an additional 150 square feet for mechanics' space, and to include free usage of water, electric and sewage services therein, and be it further,

Resolved, That Jefferson County enter into a second lease agreement with Air Methods Corporation for the period of June 1, 2013 through May 31, 2015 providing for the use of land adjacent to the South Hangar for placement of a 24' x 60' trailer, to include installation and free usage of water, electric and sewage services thereto, and be it further

Resolved, That the Chairwoman of the Board of Legislators is hereby authorized and directed to execute lease agreements on behalf of Jefferson County as set forth above, subject to the approval of the County Attorney as to the form and content.

Seconded by Legislator: Anthony J. Doldo

All members present voted aye.

Resolution No. 169

Authorizing the Execution of Agreement with World Fuel Services for the Lease of Three Fuel Trucks at the Watertown International Airport

By Legislator: Michael W. Behling

Whereas, The County of Jefferson owns and operates the Watertown International Airport, and

Whereas, Pursuant to General Municipal Law §352(4) the legislative body of a county which has established an airport may purchase and sell aviation petroleum products, and

Whereas, Pursuant to Resolution 138 of 2012, This Board of Legislators authorized agreement with World Fuel Services for branding, fuel supply, and security, and

Whereas, The County Attorney is recommending that the Board authorize another agreement for the lease of fuel trucks at a total of \$3,050 per month, as well, and

Whereas, It is necessary to enter into said operating agreement with World Fuel Services for the period ending April 30, 2014.

Now, Therefore, Be it Resolved, That the Chairwoman is hereby authorized and directed to execute the aforementioned agreement, subject to the review and approval of the County

Attorney as to form and content.

Seconded by Legislator: Jennie M. Adsit

All members present voted aye.

Resolution No. 170

**Authorizing Agreement with NYS Department of Health in
Relation to Early Intervention (EI) Administration and Child Find Grant**

By Legislator: Michael J. Docteur

Whereas, Both the Jefferson County departments of Community Services and Public Health Service have been notified by the NYS Department of Health of the award of \$43,266 for EI Administration and \$24,337 for Child Find for the period of October 1, 2012 through September 30, 2013 with automatic 1 year renewals until September 30, 2016, and

Whereas, The purposes of the programs are to assess at risk children ages 0 to 2 who display a potential for development delays and to target said children for coordinating services, and developing and implementing an individualized family service plan that allows such children to more effectively reach their developmental potential. Major components of the workplan include child-find, public awareness, evaluation and service, training and quality improvement.

Now, Therefore, Be It Resolved, That the Chairman of the Board of Legislators and the Director of Community Services be and are hereby authorized to execute any necessary documents in relation to this agreement and all renewals with the NYS Department of Health, subject to approval by the County Attorney as to form and content.

Seconded by Legislator: Anthony J. Doldo

All members present voted aye.

Resolution No. 171

Authorizing Agreement in Relation to Immunization Action Plan Funding

By Legislator: Michael A. Montigelli

Whereas, The Jefferson County Public Health Service has been notified by the NYS Department of Health of the re-award of funding for Immunization Action Plan (IAP) for the renewal period of April 1, 2013 through March 31, 2014 with automatic 1 year renewals until March 31, 2018, and

Whereas, The funding to Jefferson County covers the costs of the work for the operation of the IAP and the New York State Immunization System (NYSIIS).

Now, Therefore, Be It Resolved, That the Chairman of the Board of Legislators be and is hereby authorized and directed to execute any necessary documents in relation to this agreement and all renewals with the NYS Department of Health, subject to approval by the County Attorney as to form and content.

Seconded by Legislator: Anthony J. Doldo

All members present voted aye.

Resolution No. 172

Appointing Member to Samaritan Summit Village Board of Directors

By Legislator: Michael J. Docteur

Whereas, Pursuant to an Adult Care Program Agreement between the County of Jefferson and Samaritan Senior Village, Inc. dated December 26, 2012, the County has the right to nominate one member of its Board of Legislators to be a Member of the Board of Directors of Samaritan Senior Village, Inc., with such representation to remain in place for at least the first ten years of operation as an adult care facility, and

Whereas, Said adult care facility, Samaritan Summit Village, officially opened for business in April, 2013 and it is appropriate that a member of the Board of Legislators be selected to serve on the Board of Directors for Samaritan Summit Village.

Now, Therefore, Be It Resolved, That Carolyn D. Fitzpatrick, Chairwoman of the Board, be and is hereby appointed as the representative of the Board of Legislators to serve on the Board of Directors of Samaritan Summit Village for a term to expire December 31, 2013.

Seconded by Legislator: Anthony J. Doldo

All members present voted aye.

Resolution No. 173

Authorizing Agreement with Jefferson County Soil and Water Conservation District and Amending the 2013 County Budget in Relation Thereto

By Legislator: John D. Peck

Whereas, The Jefferson County Soil and Water Conservation District (the "District"), recently had an audit conducted in order to ensure that it remained in good standing with its grant funding partners, and

Whereas, Said audit revealed shortfalls in several grant accounts, and

Whereas, After several weeks of effort, the District now has reduced these shortfalls from approximately \$175,000 to \$85,000, and

Whereas, The District is requesting that Jefferson County provide funds to cover the shortfalls, in exchange for a reduced future financial outlay for forestry and recreation planning services, and

Whereas, Said action will require an agreement between the District and Jefferson County and will also require an amendment to the 2013 County Budget.

Now, Therefore, Be It Resolved, That Jefferson County and the District enter into an agreement for the County to provide up to \$85,000 for the purposes of covering the shortfalls identified above, as authorized by County Law Section 223, and that the Chairman of the Board of Legislators be and is hereby authorized and directed to execute said agreement on behalf of Jefferson County, subject to the review and approval of the County Attorney, and be it further

Resolved, That the 2013 County Budget is amended as follows:

Increase:

(Fund Balance)		
01-0599	Appropriated Fund Balance	\$85,000
(Expenditures)		
01-8989-8730.4667	Soil Conservation District	85,000

Seconded by Legislator: Philip N. Reed, Sr.

Legislator Peck advised that the Soil & Water Board of Directors has worked hard to get the debt down from \$175,000 to the requested \$85,000 in bridge funding to make it through 2013 and to help it be a stronger more sure footed district in the coming years. He said following the challenges of the last year the Board has come to terms with what the core principals of the District are and will continue to work to serve the farmers of the County. He said with the NPO designation, the need for storm water management and the work associated with the MS4, the District is well placed to be able to handle those possibilities for local governments in the very near future. He said this funding is a good investment in the District and will be paid back to the County in terms of changes to the contracts for Trail Coordinator and the Forestry Program. He urged legislators to support this resolution and appreciated and the ongoing commitment from the County for the District. Chairwoman Fitzpatrick thanked Legislators Peck and Behling who are the Board of Legislator representatives on the Soil & Water Conservation District Board of Directors as they have had a challenging year.

Roll Call Vote

Ayes: Doldo, Docteur, Reed, Gray, Adsit, Peck, Drake, Ferris, Ormsby, Montigelli, Nabywnaiec, Astafan, Thomas, Fitzpatrick

Absent: Behling

Resolution passed.

Chairwoman Fitzpatrick entertained a motion and second to waive the Standing Rules to permit the introduction of an additional resolution for consideration. A motion was duly made by Legislator Ferris seconded by Legislator Ormsby and unanimously carried.

Resolution No. 174

Memorial for Gino M. Zando

By Legislator: Michael F. Astafan

Resolved, That a suitably inscribed memorial page be set apart in the 2013 Journal of Proceedings in memory of the late Gino M. Zando who died January 25, 2013 in Carthage, NY. Mr. Zando served as District 6 Legislator representing the Town of Wilna and part of the Town of Leray from 1996 -2011.

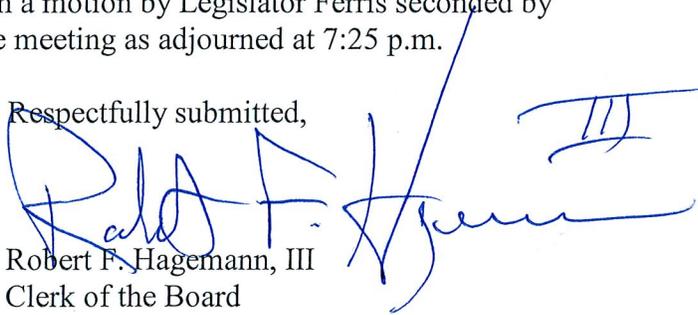
Seconded by Legislator: John D. Peck

Legislator Astafan said he takes great pride in representing his district which was also former Legislator Zando's district and considered Mr. Zando a friend and a friend of the community. He said Mr. Zando was one of the last true gentleman and is dearly missed. Chairwoman Fitzpatrick said it was a difficult loss as he was one of the good guys. There being no further discussion, all members present voted aye.

Chairwoman Fitzpatrick reminded legislators that the Jefferson County Fair is next week and their attendance is requested at the parade on Tuesday evening.

There being no further business of the Board, on a motion by Legislator Ferris seconded by Legislator Astafan and unanimously carried, the meeting as adjourned at 7:25 p.m.

Respectfully submitted,


Robert F. Hagemann, III
Clerk of the Board