

FIFTH AMENDMENT TO AND RENEWAL OF
ECONOMIC DEVELOPMENT SERVICES AND MARKETING AGREEMENT

Dated as of January 1, 2020.

BY AND BETWEEN,

COUNTY OF SARATOGA, a municipal corporation of the State of New York with offices at 40 McMaster Street, Ballston Spa, New York 12020 (the "County"),

- and -

Saratoga County Prosperity Partnership, Inc., having a place of business at 2911 Route 9, Malta, New York 12020, (the "Corporation");

RECITALS:

WHEREAS, the County and the Corporation previously entered into a certain Economic Development Services and Marketing Agreement, as amended and renewed by the parties, whereby the Corporation agreed to undertake the promotion of economic development within Saratoga County for the benefit of the County and Saratoga County region, to promote the economic welfare and prosperity of the people in Saratoga County, and to publicize the advantages of Saratoga County; and

WHEREAS, the County and Corporation desire to (i) renew the Agreement an additional one year term of January 1, 2020 through December 31, 2020 for a fee of \$500,000, and (ii) amend the Agreement for purposes of reflecting sources and procedures for payments to be made by the County to the Corporation; and

WHEREAS, the County and the Corporation have authorized the execution and delivery of this Agreement.

NOW, THEREFORE, the parties agree as follows:

Section 1. The Agreement is hereby renewed for the period January 1, 2020 to December 31, 2020 for a fee of \$500,000.00.

Section 2. Section 2 of the Agreement is hereby amended to read as follows:

2. Scope of Services. The Corporation shall publicize and promote the advantages of the County and the region as a place where employers and entrepreneurs can successfully locate new and expanded operations and shall, through its promotional program, attract and encourage prospective employers in a wide range of economic activity, including but not limited to manufacturing, agri-business, education, clean and renewable energy production and technology, business services, international trade, high tech and broadband services and infrastructure, information technology, research, and tourism, to locate to or expand within the County and shall assist the County to develop, review and amend as needed, the Plan. The activities of the Corporation for these purposes shall include the following general economic development services (hereinafter, the “Services”):

- i) The Corporation will support SEDC in the execution of the strategic plan for marketing to promote Saratoga County business assets and attract economic development opportunities;
- ii) The Corporation will serve as lead entity for the Next Wave Communities initiative to provide community economic development and economic development planning services at the local level;
- iii) The Corporation will assess needs, identify gaps and coordinate technical assistance for local municipal economic development plans to foster more investment;
- iv) The Corporation will identify grant proposals eligible from federal, state and other agency funds to increase opportunities for business, infrastructure, and technical needs from its analysis;
- v) The Corporation will lead, plan and manage marketing for municipal and community and economic development;
- vi) The Corporation shall serve as the ombudsmen between municipalities and the development community to heighten awareness of municipal wants and needs for future potential development;
- vii) The Corporation will provide systemic assistance to local businesses with international trade opportunities;
- viii) The Corporation will continue to conduct its business retention program to gather information about companies locally and to identify new projects. To the extent local businesses needs assistance, the Corporation will provide that assistance with the exception of development or IDA related activity which will be referred to SEDC;
- ix) The Corporation will report aggregated information to thre County and local communities gathered from local companies as it pertains to Saratoga County’s economy and assess information for leads and prospects on potential supply chain opportunities;
- x) The Corporation will provide workforce development assistance and assist businesses with identifying and accessing workforce development training and programs;
- xi) The Corporation will maintain its position on the Saratoga, Warren and Washington County Workforce Development Boards;
- xii) The Corporation will maintain a clearing house of data about Saratoga County, the business community, industry sectors and other resources needed for businesses and communities to make critical decisions, which shall be shared with the County and SEDC as needed; and

- xiii) The Corporation will continue its work in the marketing and promotion of Saratoga County as a place for the semiconductor industry, and related supply chain, including but not limited to, working closely with semiconductor industry trade associations like SEMI and GSA to build awareness of the assets of Saratoga County through meetings, tradeshow, conferences and related events.

Section 3. Section 4 of the Agreement is hereby amended to read as follows:

4. Payment for Services.

- a. In exchange for the Services to be provided by the Corporation to the County pursuant to the terms hereof, the County shall pay to the Corporation the sum of Five Hundred Thousand Dollars (\$500,000.00), payable to the Corporation's disbursing officer upon the Corporation's submission of one or more vouchers to the County as outlined below and approval by the County Administrator. The Corporation shall invoice the County for services provided pursuant to this Agreement in the form of County vouchers certified by the Chairman of the Corporation.
- b. The foregoing total amount of \$500,000.00 shall be payable by the County to the Corporation in accordance with the following schedule:
 - (i) \$125,000 payable January 15, 2020;
 - (ii) \$125,000 payable April 15, 2020;
 - (iii) \$125,000 payable July 15, 2020; and
 - (iv) \$125,000 payable October 15, 2020.

The County and Corporation recognize Chapter 262 of the laws of 2015 relating to tourist home, inn, hotel or motel tax in Saratoga County and the City of Saratoga Springs (hereinafter, the "Occupancy Tax"), along with applicable local law adopted by the County, whereby fifty percent (50%) of such annual Occupancy Tax receipts received for occupancies are to be paid by the County to the Corporation (the "Occupancy Tax Allocation"). The parties hereto agree that the within sums paid by the County to the Corporation shall serve as an advance of such Occupancy Tax Allocation receipts for the calendar year 2020 due and payable to the Corporation.

In accordance with Section 224 of the County Law, the Corporation is required to refund to the County any unused portion of funds appropriated by the County and paid to the Corporation for public benefit services, with such refund payment to be made by the Corporation on or before March 1 of the following year. In furtherance of the foregoing, and for the avoidance of doubt, the Corporation's obligation to make any refund to the County shall be limited to those unused amounts, if any, in excess of all actual Occupancy Tax Allocation payable to the Corporation for the year 2020. In recognition of the County's willingness to advance the amounts payable hereunder, the Corporation hereby agrees to remit to the County any unused funds received hereunder in excess of the actual Occupancy Tax Allocation payable to the Corporation for the year 2020, with such amount to be determined pursuant to the County's certified Occupancy Tax receipts for 2020 and the Corporation's annual audit and remitted to the County on or before March 31, 2021. For the avoidance of doubt, to the extent that the actual Occupancy Tax Allocation payable to the Corporation for the year 2020 exceeds \$500,000.00, the

County shall remit such additional amounts to the Corporation on or before March 31, 2021.

1) The County shall allow the Corporation's employees, upon the payment of the required sums, access to County healthcare insurance plan(s), as provided to employees of the County. The terms and conditions pursuant to which access to County healthcare insurance plan(s) will be provided to employees of the Corporation are set forth within the Healthcare Plan Access Agreement to be entered into between the Corporation and the County, the form of which is attached hereto as **Exhibit A**.

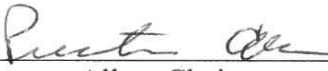
2) As the sole member of the Corporation, the County shall provide Directors and Officers liability insurance coverage for the Corporation, along with its Directors and Officers. The Corporation shall be responsible for all other insurance coverages required for its business operations.

Section 4. All other terms of the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Fifth Renewal Agreement this ____ day of January, 2020.

COUNTY OF SARATOGA

Date 1-8-20

By: 
Preston Allen, Chairman
Board of Supervisors
Per Resolution #275-2019

Saratoga County Prosperity Partnership, Inc.

Date 1/10/2020

By: 
Print Name:
Federal I.D. #

APPROVED:


County Attorney



SARATOGA COUNTY BOARD OF SUPERVISORS

RESOLUTION 275 - 2019

Introduced by Supervisors Allen, Kinowski, Ostrander, Pemrick, Schopf, Szczepaniak and Wright

As Amended on Motion of Supervisor Szczepaniak, Seconded by Supervisor Ostrander

AUTHORIZING 2020 AGREEMENTS WITH VARIOUS AGENCIES

WHEREAS, Resolution 270-2019, as amended by 273-2019, appropriated certain 2020 monies for the Capital District Regional Planning Commission, Saratoga County Agricultural Society and various public benefit organizations as authorized by County Law §224; and

WHEREAS, written agreements with the public benefit organizations are necessary to expend these appropriations; now, therefore, be it

RESOLVED, that the Chairman of the Board execute agreements with the following organizations for the cited amounts for their provision of the following services:

<u>ORGANIZATION</u>	<u>SERVICE</u>	<u>APPROPRIATION</u>
Adirondack North Country Association, Inc.	promotion of Adirondack regional economy	\$2,000
Adirondack Park Local Government Review Board	Adirondack Park liaison	\$2,700
Cornell Cooperative Extension Association of Saratoga County	Cooperative Extension services, Saratoga Co. Farm Guide update and Stormwater Management Services	\$1,260,180
Emergency Medical Services Council	EMS training	\$43,000
Saratoga Center for the Family, Inc.	child abuse services	\$90,000
Saratoga County Council of Fish & Game Clubs, Inc.	conservation education	\$3,857
Saratoga Economic Development Corporation	Economic Development	\$150,000
Saratoga County Prosperity Partnership, Inc.	promote, provide and oversee all economic development activities of the County of Saratoga	Amount Set By Tax Law §1202-g(9)
Saratoga County Soil & Water Conservation District	soil & water conservation	\$125,886

The Chamber of Southern Saratoga County	Community Development Plan	\$40,000
Southern Adirondack Library System	regional library services	\$35,000
Lakes to Locks Passage	Corridor Management	\$6,000
Village of Ballston Spa	Municipal Services	\$20,000

and, be it further

RESOLVED, that each agreement include the following provisions:

- a) payments shall be made to the organization's disbursing officer at such times as determined by the County Administrator;
- b) payments shall only be made upon submission of a duly certified and documented County voucher;
- c) the documentation for an organization's initial voucher shall include copies of its current budget, financial statement and compensation schedule;
- d) the organization shall refund any unused portion of its appropriation; and, be it further

RESOLVED, that, upon submissions of proper vouchers, the County Auditor is authorized to approve the following payments:

<u>ORGANIZATION</u>	<u>SERVICE</u>	<u>APPROPRIATION</u>	<u>TYPE</u>
Capital District Regional Planning Commission	Regional studies	\$53,847	outright
Saratoga County Agricultural Society	County Fair advertising	\$26,000	outright

BUDGET IMPACT STATEMENT: No budget impact.

Saratoga County Occupancy Tax - County Revenue
2020 through November

Month		Revenues
January	\$	215.72
February	\$	3,156.91
March	\$	30,136.86
April	\$	76,687.33
May	\$	6,032.16
June	\$	44,890.98
July	\$	3,393.97
August	\$	541.67
September	\$	130,765.40
October	\$	10,137.80
November	\$	1,080.23
December	\$	-
Total	\$	307,039.03

**Saratoga County Prosperity Partnership
Statement of Activity Comparison and Budget Report**

Revenue	Jan 1 - Dec. 8 2019	2020 Budget	Jan 1 - Dec. 8 2020	Percent to Budget	2021 Budget
Start Up NY - Leaseback			\$ 25,375.00		
Account Pass Through (Behan Comm.)			\$ 3,000.00		
Non Profit Income-Occupancy Tx	\$ 475,000.00	\$500,000.00	\$ 375,000.00	75%	\$ 450,000.00
Event Sponsorship	\$ 36,777.00	\$ 2,500.00	\$ 70.00	3%	\$ 10,000.00
County Revenue- Gen Fund	\$ 300,000.00				
Fee For Services		\$ 14,233.00	\$ 3,456.95	24%	\$ 20,000.00
Event Income/Webinars	\$ 7,010.16	\$ 1,000.00		0%	\$ 5,000.00
Billable Expenditure Revenue			\$ 332.70		
Global Markets					\$ 10,000.00
Start Up NY - Revenue					\$ 2,500.00
Saratoga County IDA					\$ 2,500.00
Grant Revenue	\$ 6,224.00	\$141,223.00	\$ 88,223.00	62%	\$ 100,000.00
Total Revenue	\$ 825,011.16	\$658,956.00	\$ 495,457.65	75%	\$ 600,000.00
Gross Profit	\$ 825,011.16		\$ 495,457.65		\$ 600,000.00

Employee Expenses	Jan 1 - Dec. 8 2019	2020 Budget	Jan 1 - Dec. 8 2020	Percent to Budget	2021 Budget
Automobile Allowance	\$ 6,000.00	\$ 500.00	\$ 500.00	100%	
Health & Dental Insurance	\$ 53,416.33	\$ 30,000.00	\$ 33,588.63	112%	\$ 25,000
Mileage Reimbursement	\$ 8,491.16	\$ 7,000.00	\$ 2,614.55	37%	\$ 5,000
Payroll & 401k Fees	\$ 3,701.39	\$ 4,500.00	\$ 3,710.50	82%	\$ 3,863
Payroll Taxes	\$ 24,113.06	\$ 22,000.00	\$ 17,269.91	78%	\$ 22,000
Salaries & Wages	\$ 341,371.09	\$300,000.00	\$ 240,592.01	80%	\$ 226,000
401k Company Match	\$ 16,381.01	\$ 15,000.00	\$ 14,816.48	99%	\$ 13,500
Wireless and Data fees	\$ -	\$ 2,200.00	\$ 1,700.00	77%	\$ 2,200
TOTAL EMPLOYEE EXPENSES	\$ 453,474.04	\$381,200.00	\$ 314,792.08	83%	\$ 297,563

Operating Expenses	Jan 1 - Dec. 8 2019	2020 Budget	Jan 1 - Dec. 8 2020	Percent to Budget	2021 Budget
Start Up NY - Leaseback			\$ 25,375.00		
MARCOM	\$ 25,649.81	\$ 15,000.00	\$ 12,348.80	82%	\$ 14,900
ADVERTISING	\$ 57,892.12	\$ 1,000.00	\$ 4,707.68	471%	\$ 1,000
Digital Subscriptions/Newspapers		\$ 500.00	\$ 321.00	64%	\$ 500
Sponsorships	\$ 8,290.00	\$ 500.00	\$ -		\$ 500
Professional Development/Employee Training	\$ 3,798.85	\$ 2,500.00	\$ 807.50	32%	\$ 1,500
Conference & Meetings	\$ 27,840.84	\$ 2,500.00	\$ 584.63	23%	\$ 1,500
Dues & Memberships (Attraction, BRE and General Expenses)	\$ 19,070.00	\$ 11,510.00	\$ 4,700.00	41%	\$ 8,005
General & Office Expenses	\$ 10,783.97	\$ 15,000.00	\$ 8,301.83	55%	\$ 14,460
Bank Service Charges	\$ (10.00)	\$ 50.00	\$ 1.43	3%	\$ 50
Business Insurance	\$ 9,921.28	\$ 10,500.00	\$ 8,916.68	85%	\$ 10,500
Cleaning	\$ 1,560.00	\$ 1,170.00	\$ 1,365.00	117%	\$ 1,560
Computer Maintenance	\$ 7,070.00	\$ 5,520.00	\$ 5,685.71	103%	\$ 5,520
Legal & Accounting	\$ 28,003.70	\$ 36,950.00	\$ 47,503.32	129%	\$ 40,550
Networking Meetings	\$ 28,218.23	\$ 2,500.00	\$ 200.00	8%	\$ 1,000
Office Equipment	\$ 4,384.76	\$ 500.00			\$ 500
Postage**	\$ 137.61	\$ 150.00	\$ 689.97	460%	\$ 150

Rent or Lease	\$ 37,404.96	\$ 37,404.00	\$ 37,404.96	100%	\$ 39,300
Utilities	\$ 4,675.31	\$ 2,580.00	\$ 2,429.00	94%	\$ 2,580
TOTAL OPERATING EXPENSES	\$ 268,899.12	\$145,834.00	\$ 161,342.51	111%	\$ 144,075

Programming/ MOU Expenses	Jan 1 - Dec. 8 2019	2020 Budget	Jan 1 - Dec. 8 2020	Percent to Budget	2021 Budget
Community Economic Development Plans/NWC		\$ 33,000	\$ 5,119	16%	\$ 60,000
Grant Assistance Program		\$ 7,500			\$ 15,000
Business Retention & Expansion (BRE)		\$ 15,000			\$ 15,000
Semiconductor & Technology Cluster		\$ 25,000			\$ 10,000
Global Markets		\$ 10,000			\$ 20,000
Database and Information Clearing House		\$ 15,000	\$ 11,000	73%	\$ 3,000
TOTAL PROGRAM/MOU EXPENSES	\$ 51,424.79	\$105,500.00	\$ 16,119.27	15%	\$ 123,000

TOTAL EXPENDITURES	\$ 773,797.95	\$632,534.00	\$ 488,363.73	\$ 564,638
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TOTAL NET REVENUE	\$ 51,213.21	\$ 26,422.00	\$ 7,117.67	\$ 35,362.01
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