

**Clinton County Capital Resource Corporation**  
**Report of the Public Hearing**  
**Regarding Hudson Headwaters Health Network**  
**July 8, 2015**

The public hearing was called to order by CCCRC Interim Executive Director, Paul Grasso at 10:00 a.m. at the Town of Champlain Offices located at 729 Route 9 in the Town of Champlain, Clinton County, New York

Present: Paul A. Grasso, Jr, CCCRC Interim Executive Director  
Roseanne Murphy, CCIDA  
Barbara Shute, Recording Secretary  
Christopher Tournier, Hudson Headwaters Health Network  
Jon Lapper, Esq., Hudson Headwaters Health Network

My name is Paul Grasso, and I am the Interim Executive Director of the Clinton County Capital Resource Corporation (the "Issuer").

Today I am holding this Public Hearing to allow citizens to make a statement, for the record, relating to the sponsorship and involvement of the Issuer with a project (the "Proposed Project") for the benefit of Hudson Headwaters Health Network, a New York not-for-profit corporation, (the "Institution").

The Proposed Project consists of the following: (A)(1) the acquisition of an interest in an approximate 5.80 acre parcel of land located on Route 11 (currently tax map # 33.-1-28) in the Town of Champlain, Clinton County, New York (the "Land"), (2) the construction on the Land of a building to contain approximately 25,916 square feet (the "Facility") and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the "Equipment") (the Land, the Facility and the Equipment being collectively referred to as the "Project Facility"), all of the foregoing to be owned and operated by the Institution as a medical facility and other directly and indirectly related activities; (B) the financing of all or a portion of the costs of the foregoing by the issuance of revenue bonds of the Issuer in one or more issues or series in an aggregate principal amount sufficient to pay the cost of undertaking the Project, together with necessary incidental costs in connection therewith, estimated not to exceed \$10,000,000 (the "Obligations"); (C) paying a portion of the costs incidental to the issuance of the Obligations, including issuance costs of the Obligations and any reserve funds as may be necessary to secure the Obligations; and (D) the making of a loan (the "Loan") of the proceeds of the Obligations to the Institution or such other person as may be designated by the Institution and agreed upon by the Issuer.

For clarification purposes, I would like to state that the Obligations of the Issuer issued with respect to the Proposed Project will not be obligations of the State of New York or any municipality thereof, including Clinton County, New York (the "County"), the municipality for whose benefit the Issuer was created. In addition, the Obligations of the Issuer will not be a general obligation of either the Issuer or the County. **This means that if the holders of the Obligations are not paid by the Institution, the holders of the Obligations will not be able to come back against the Issuer or the County. The Obligations are not an obligation of the County or the taxpayers of the County.**

I intend to provide general information on the Issuer's general authority and public purpose to provide assistance to this Proposed Project. I will then open the comment period to receive comments from all present who wish to comment on either the Proposed Project or the Financial Assistance contemplated by the Issuer with respect to the Proposed Project.

### **Legal Authorization and Powers of the Issuer**

The Issuer is a New York not-for-profit corporation, created pursuant to Section 1411 of the Not-For-Profit Corporation Law of the State of New York, as amended (the "Enabling Act"). Pursuant to the provisions of the Enabling Act and Revenue Ruling 57-187 and Private Letter Ruling 200936012, the County Legislature of Clinton County, New York (the "County") adopted a resolution on November 10, 2010 (the "Sponsor Resolution") (1) authorizing the incorporation of Clinton County Capital Resource Corporation (the "Issuer") under the Enabling Act and (2) appointing the initial members of the board of directors of the Issuer. In December, 2010, a certificate of incorporation was filed with the New York Secretary of State's Office (the "Certificate of Incorporation") creating the Issuer as a public instrumentality of the County.

**Because the Institution is located within the County, the Institution is eligible for assistance from the Issuer.**

### **Purpose of this Public Hearing**

Pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), if any portion of the Obligations is intended to be issued as federally tax-exempt obligations (the interest on will be excludable from the gross income of the holders thereof for federal income tax purposes), then prior to issuing such portion of the Obligations, (A) the Issuer must hold a public hearing on the nature and location of the Project Facility and the issuance of the Obligations (the "Public Hearing"),

and (B) thereafter the County Legislature of Clinton County, New York must approve the issuance of the Obligations.

As provided in the Certificate of Incorporation, notice of said Public Hearing must also be given in the manner set forth in the applicable provisions of Section 859-a and Section 859-b of the General Municipal Law of the State of New York (the "GML").

After consideration of the Application received from the Institution, the members of the board of directors of the Issuer adopted a resolution on June 8, 2015 (the "Public Hearing Resolution") authorizing the Chief Executive Officer of the Issuer to conduct this Public Hearing with respect to the Proposed Project pursuant to Section 147(f) of the Code.

The Chief Executive Officer of the Issuer caused notice of this Public Hearing to be published on June 23, 2015 in The Press Republican, a newspaper of general circulation available to the residents of the Town of Champlain, Clinton County, New York. In addition, the Chief Executive Officer of the Issuer caused notice of this Public Hearing to be posted on June 18, 2015 on the Issuer's website and on June 18, 2015 on a public bulletin board located at the Town of Champlain Offices located at 729 Route 9 in the Town of Champlain, Clinton County, New York. Finally, the Chief Executive Officer of the Issuer caused a copy of notice of this Public Hearing to be mailed on June 18, 2015 to the Town of Champlain, the Northeastern Clinton Central School District and Clinton County.

Copies of the notice of this Public Hearing are available on the table.

Now, unless there is any objection, I am going to suggest waiving the full reading of the notice of this Public Hearing, and instead request that the full text of the notice of this Public Hearing be inserted into the record of this Public Hearing.

The comments received today at this Public Hearing will be presented to the members of the board of directors of the Issuer at or prior to the meeting at which the members of the Issuer will consider whether to approve the undertaking of the Project by the Issuer and the issuance of the Obligations by the Issuer.

The comments received today at this Public Hearing will also be presented to the County Legislature of Clinton County, New York.

## Written Comments

The notice of this Public Hearing indicated that written comments could be addressed to: Paul A. Grasso, Jr., the Interim Chief Executive Officer of the Issuer. No written comments have been received by the Issuer prior to this Public Hearing.

I will now open this Public Hearing for public comment at 10:00 o'clock, a.m.

When everyone has had the opportunity to speak, I will conclude this Public Hearing. As indicated above, a record of this Public Hearing will be prepared and reviewed by the members of the Issuer in connection with the Issuer's consideration of the Proposed Project. Also as indicated above, a copy of the record of this Public Hearing will also be presented to the County Legislature of Clinton County, New York.

Again, the purpose of this Public Hearing is to solicit public comment. We are not here to answer questions. However, we will in the course of this Public Hearing consider questions if we have the information to answer the questions and there is sufficient time to consider such questions.

I will now ask if there is anyone in attendance who wishes to comment on either on the nature and location of the Project Facility or the proposed Financial Assistance being contemplated by the Issuer with respect to the Proposed Project, including but not limited to the issuance of the Obligations for the purpose of assisting in financing the Proposed Project. For the record, please state your name and indicate your comments on either the Proposed Project or the Financial Assistance contemplated by the Issuer with respect to the Proposed Project.

So, if there are no further comments, I will now close this Public Hearing at 10: 15 o'clock, a.m.

Thank you all for attending.

  
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Barbara Shute, Recording Secretary