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Service by facsimile or e-mail not accepted

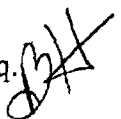
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MEMORANDUM

TO: Daniel Heppner, Esq.
Legislative Counsel

FROM: Beatrice Havranek, Esq. 
County Attorney

DATE: July 9, 2009

RE: Proposed Crossing Agreement between
County & Crossroads Ventures, LLC.

I am in receipt of a copy of the above referenced proposed agreement which was left in my office by Legislator Peter Loughran, a copy of which is enclosed. I believe the handwritten notations are his and the proposed agreement was prepared by Crossroads Ventures, LLC. or its attorney.

While the document is titled as a "Crossing Agreement," and while it purports to be a license in the preamble, the term (seventy-five years) could be construed as a lease.

As you know, the County is restricted in real property conveyances in Section 215 of County Law to a limit of five years. In addition, as a license, it should be revocable by the County at any time, not just during the renewal period, as set forth in the proposed document.

Please note also that the Schedule "A" attached to the agreement states that this is a "permanent easement" and not a license. If that is the case, I call your attention to the opinion regarding this application prepared last year by this office, dated November 10, 2008. A copy was recently sent to you.

In addition, the proposed document refers to the subject premises being in the Town of Ulster, which it is not.

Finally, the County has standard indemnification and insurance clauses that should replace those in the proposed document.

If I can be of further assistance, please let me know.

BH:gr
enclosure

cc.: Hon Peter Loughran, Chairman, Public Works Committee
Robert Sudlow, Deputy County Executive
Hon. Michael P. Hein, County Executive