

## APPROVING RESOLUTION

A regular meeting of the City of Syracuse Industrial Development Agency was convened in public session on October 16, 2018 at 8:30 o'clock a.m., local time, in the Common Council Chambers, City Hall, 233 East Washington Street, Syracuse, New York.

The meeting was called to order by the Chairman and upon the roll being duly called, the following members were:

**PRESENT:** Michael Frame, Kathleen Murphy, Rickey T. Brown and Kenneth Kinsey

**EXCUSED:** Steven Thompson

**THE FOLLOWING PERSONS WERE ALSO PRESENT:** Staff Present: Honora Spillane, Susan Katzoff, Esq., Meghan Ryan, Esq., Judith DeLaney, John Vavonese, Debra Ramsey-Burns; Others Present: Lauryn LaBorde, Aggie Lane, Timothy Lynn, Esq., Tom Iorizzo, Bob Wilmott, Max Eberts, Jennifer Granzow, Mary Spitzer, Patrick Parker

The following resolution was offered by Kathleen Murphy and seconded by Kenneth Kinsey:

**RESOLUTION AUTHORIZING THE EXPENDITURE OF NECESSARY FUNDS IN AN AMOUNT NOT TO EXCEED \$36,000 FOR AN ENVIRONMENTAL INVESTIGATION OF CERTAIN PROPERTY AND THE EXECUTION AND DELIVERY OF ANY AND ALL RELATED DOCUMENTS**

**WHEREAS**, the City of Syracuse Industrial Development Agency (the "**Agency**") is authorized and empowered by Title 1 of Article 18-A of the General Municipal Law of the State of New York (the "**State**"), as amended, together with Chapter 641 of the Laws of 1979 of the State of New York, as amended from time to time (collectively, the "**Act**"), to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, for the purpose of promoting economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State, to improve their recreation opportunities, prosperity and standard of living; and

**WHEREAS**, the City of Syracuse (the "**City**") acquired the former Sims Matchplate Site located at 2167 Erie Blvd. East, Syracuse, New York in or about 1996, an approximately 2 acre site previously used by a machine tool company which is environmentally contaminated (the "**Property**"); and

**WHEREAS**, the City and SIDA entered into an agreement whereby SIDA agreed to contribute certain funds to demolish the existing building and undertake limited remediation recommended by the NYSDEC; and

**WHEREAS**, the building was demolished and SIDA was reimbursed for a portion of its contribution; and

**WHEREAS**, NYSDEC has advised that further investigation of the site is required before NYSDEC can issue a record of decision ("**ROD**") which would outline any necessary remedy to return the Property to a productive use. Currently the Property is blighted; and

**WHEREAS**, the Agency and the City believe that the Property has the potential to be an economic development engine in the area that would spur additional development and create the potential for new jobs. To that end, the City has had conversations with C&S Engineers to ascertain the costs associated with the remaining investigation and has been advised that the cost is estimated at approximately \$62,000; and

**WHEREAS**, the City has certain funds available to allocate towards the additional investigation required by NYSDEC and has requested: (i) SIDA agree to advance and contribute an amount, not to exceed \$36,000, towards such investigation to obtain the necessary ROD that will provide the roadmap to return the Property to productive use, eliminate the blight and spur economic development for the residents of the City (the "**Contribution**"); and (ii) SIDA execute and deliver any agreements, documents or certificates as may be necessary or required to evidence same and the undertaking and agreement between the parties (the "**Contribution Documents**"). The Contribution shall be advanced only following the advancement of the City's portion of funds necessary to complete the investigation; and

**WHEREAS**, pursuant to Article 8 of the Environmental Conservation Law of the State of New York, as amended, and the regulations of the Department of Environmental Conservation of the State of New York promulgated thereunder (collectively referred to hereinafter as "**SEQRA**"), the action being taken by the Agency hereunder constitutes a "Type II" action as that term is defined under SEQRA, and therefore no further review is required; and

**NOW, THEREFORE**, be it resolved by the members of the City of Syracuse Industrial Development Agency, as follows:

**Section 1.** It is among the purposes of the Agency to promote economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State, to improve their recreation opportunities, prosperity and standard of living in furtherance of the purposes of the Act.

**Section 2.** Based upon the foregoing, the Agency makes the following findings and determinations:

(a) The Contribution and the execution and delivery of the Contribution Documents are hereby authorized and approved.

(b) The Chairman, Vice Chairman, the Executive Director and any authorized representative of the Agency, acting individually, are each hereby authorized and directed, for and in the name and on behalf of the Agency, to advance the Contribution subject to the execute and deliver of the Contribution Documents, if any, as well as any and all other documents, agreements, certificates, instruments, or affidavits as may be necessary, and to pay any such other fees, charges and expenses, or to make such other changes, omissions, insertions, revisions, or amendments to the Documents referred to herein and to do and cause to be done any such other acts and things, as they determine, on advice of counsel to the Agency, may be necessary or desirable to consummate the transactions contemplated by this Resolution.

**Section 3.** No covenant, stipulation, obligation or agreement contained in this Resolution or any Document referred to herein shall be deemed to be the covenant, stipulation, obligation or agreement of any member, officer, agent or employee of the Agency in his or her individual capacity. Neither the members nor officers of the Agency, nor any person executing any documents referred to above on behalf of the Agency, shall be liable thereon or be subject to any personal liability or accountability by reason of the execution or delivery thereof.

**Section 4.** Bousquet Holstein PLLC, as counsel to the Agency, is hereby authorized to work with the Agency and others to prepare, for submission to the Chairman, Vice Chairman and/or Executive Director, all Contribution Documents necessary to effect the intent of this Resolution.

**Section 5.** The Secretary and/or Executive Director of the Agency is hereby authorized to distribute copies of this Resolution and do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**Section 6.** This Resolution shall take effect immediately. A copy of this Resolution, together with the attachments hereto, shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

The question of the adoption of the foregoing resolution was duly put to vote on a roll call, which resulted as follows:

	<b><u>AYE</u></b>	<b><u>NAY</u></b>
Michael Frame	X	
Kathleen Murphy	X	
Rickey T. Brown	X	
Kenneth Kinsey	X	

The foregoing Resolution was thereupon declared duly adopted.

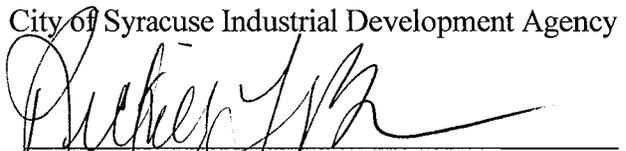
STATE OF NEW YORK            )  
  ) SS.:  
COUNTY OF ONONDAGA        )

I, the undersigned Secretary of the City of Syracuse Industrial Development Agency, **DO HEREBY CERTIFY** that I have compared the annexed extract of the minutes of the meeting of the City of Syracuse Industrial Development Agency (the “*Agency*”) held on October 16, 2018, with the original thereof on file in my office, and that the same (including all exhibits) is a true and correct copy of the proceedings of the Agency and of the whole of such original insofar as the same relates to the subject matters referred to therein.

**I FURTHER CERTIFY** that (i) all members of the Agency had due notice of such meeting, (ii) pursuant to Section 104 of the Public Officers Law (Open Meetings Law), such meeting was open to the general public and public notice of the time and place of such meeting was duly given in accordance with such Section 104, (iii) the meeting was in all respects duly held, and (iv) there was a quorum present throughout.

**I FURTHER CERTIFY** that, as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or rescinded.

**IN WITNESS WHEREOF**, I have set my hand and affixed the seal of the Agency this 23 day of October, 2018.

City of Syracuse Industrial Development Agency  
  
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Rickey T. Brown, Secretary

(SEAL)