

RESOLUTION

A regular meeting of the City of Syracuse Industrial Development Agency was convened in public session on March 19, 2019 at 8:00 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: Steven Thompson, Kenneth Kinsey, Kathleen Murphy, Rickey T. Brown, Michael Frame (via video conference at second location at NonoFab East, 257 Fuller Road, Albany, New York 12203)

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: Michael Lisson, Aggie Lane, Gail Montplaisir, Anthony Dipeso, Wendy Rucelli, M. Latimer, Fred Swayze, Richelle Brown, Kevin McAuliffe, Esq., Steve Hillebrand, Norman Smith, Sharon Owens, Lauryn LaBourde, Ebony Farrow, Peter King

The following resolution was offered by Kathleen Murphy and seconded by Rickey T. Brown:

RESOLUTION AUTHORIZING AN AMENDMENT OF A PURCHASE AGREEMENT FOR AND THE SALE OF CERTAIN LAND LOCATED AT 1081 SOUTH SALINA STREET, CITY OF SYRACUSE

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, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, including industrial pollution control facilities, railroad facilities and certain horse racing facilities, for the purpose of promoting, attracting, encouraging and developing recreation and 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 to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, lease and sell real property and grant financial assistance in connection with one or more "projects" (as defined in the Act); and

WHEREAS, Salina 1st, LLC, or an entity to be formed (the “**Company**”), by application dated September 27, 2017, and as supplemented in March 2019 (collectively, the “**Application**”), requested the Agency undertake a project (the “**Project**”) consisting of: (A)(i) the acquisition of an interest in approximately 82,534 square feet of vacant land located at 1081 South Salina Street in the City of Syracuse, New York (the “**Land**”); (ii) the construction of one or two buildings (to be determined in accordance with applicable zoning requirements), comprising an aggregate of 52,000 square feet to house: (a) approximately 23,400 sq. ft. of commercial and light manufacturing space on the first floor; and (b) approximately 11,250 sq. ft. of commercial office space (on the second and third floors) and approximately 11,250 sq. ft. of mixed income residential units (on the fourth and fifth floors) and approximately 5,700 sq. ft. of retail space (located on the first floor); and (c) the creation of approximately 55 surface parking spots and approximately 30,000 square feet of green space; all located on the Land (collectively, the “**Facility**”); (iii) the acquisition and installation in and at the Land and Facility of furniture, fixtures and equipment, including but not limited to green roofs, bio retention areas, solar panels (the “**Equipment**” and together with the Land and the Facility, the “**Project Facility**”); (B) the granting of certain financial assistance in the form of exemptions from real property tax, State and local sales and use tax and mortgage recording tax (as limited by Section 874 of the General Municipal Law) (collectively the “**Financial Assistance**”); (C) the appointment of the Company or its designee as an agent of the Agency in connection with the acquisition, construction, equipping and completion of the Project Facility; and (D) the lease or sale of the Land from the Agency to the Company pursuant to a lease or sale agreement; the lease of the Land from the Company to the Agency pursuant to a lease agreement; the acquisition of an interest in the Equipment pursuant to a bill of sale from the Company to the Agency; and the sublease of the Project Facility back to the Company pursuant to a sublease agreement; and

WHEREAS, in conjunction with the Project, the Company submitted a purchase offer dated October 9, 2017 with respect to the Land which is owned by the Agency (the “**Sale of the Land**”); and

WHEREAS, by resolution adopted November 21, 2017 the Agency authorized the negotiation, execution and delivery of a purchase agreement relative to the Land; and

WHEREAS, on or about December 30, 2017, the Company and the Agency executed and delivered a purchase agreement for the Land (the “**Purchase Agreement**”); and

WHEREAS, the parties have been performing under the terms of the Purchase Agreement; however, by correspondence dated March, 2018, the Company advised they were working on obtaining certain grant funding for the Project which necessarily delayed their ability to close on the Purchase Agreement. As such, the Company requested and on April 17, 2018 the Agency approved the extension of certain time periods to complete due diligence under the Purchase Agreement (namely, the “**Study Period**” as that term is defined in the Purchase Agreement) to March 31, 2019, thereby extending the closing date as well (the “**First Extension**”); and

WHEREAS, since that time, the Company was awarded certain grant funding and the Agency was successful in getting the Land accepted into the State's Brownfield Cleanup Program; and

WHEREAS, by correspondence dated March 7, 2019, the Company advised that they are now working with the State to be added to the Brownfield Cleanup Agreement to allow the Company to benefit from the tax credits. In addition, the Company has now commenced its engineering studies and is working with lenders on the financing structure for the Project, which will necessarily delay their ability to close under the Purchase Agreement. As such, the Company is requesting the Agency approve an additional extension of the Study Period to December 31, 2019, thereby extending the closing date as well (the "**Second Extension**"); and

WHEREAS, the acquisition of fee title to the Land is contingent upon the execution of the lease transactional documents with the Agency with respect to the Project. The Project cannot proceed unless and until the Company has obtained all necessary approvals and financing; 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**"), by resolution dated November 21, 2017, the Agency determined that the "action" (as said quoted term is defined in SEQRA) to be taken by the Agency by undertaking the Project and entering into the Purchase Agreement will not have a "significant impact on the environment" (as said quoted term is utilized in SEQRA) (the "**SEQRA Resolution**"); and

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

Section 1. It is the policy of the State to promote the economic welfare, recreation opportunities and prosperity of its inhabitants and to actively promote, attract, encourage and develop recreation and economically sound commerce and industry for the purpose of preventing unemployment and economic deterioration. It is among the purposes of the Agency to promote, develop, encourage and assist in the acquiring, constructing, improving, maintaining, equipping and furnishing of certain facilities, including commercial facilities, and thereby advance the job opportunities, health, general prosperity and economic welfare of the people of the State and to improve their recreation opportunities, prosperity and standard of living.

Section 2. Based upon the representations made by the Company to the Agency, the Agency hereby and makes the following determinations:

(A) The Second Extension does not amount to a significant change in the Project from what was originally approved by the Agency, and therefore no further review under SEQRA is required;

(B) The Second Extension under the Purchase Agreement to December 31,

2019 is approved conditioned upon the Buyer paying any and all of the Agency's legal fees associated with the Second Extension.

Section 3. The Chairman, Vice Chairman and/or Executive Director of the Agency, acting individually, are each hereby authorized and directed, for and in the name and on behalf of the Agency, to execute and deliver the documents and agreements necessary and 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 and the Second Extension.

Section 4. 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 5. Counsel to the Agency is hereby authorized to work with the Company and others to prepare for submission to the Agency, all documents necessary to effect the Second Extension.

Section 6. The Secretary and/or the Executive Director of the Agency are hereby authorized and may 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 7. 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:

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

The foregoing Resolution was thereupon declared duly adopted.

