

APPROVING RESOLUTION

A regular meeting of the City of Syracuse Industrial Development Agency was convened in public session on March 27, 2013 at 9:30 a.m. in the Common Council's Chambers, 233 East Washington Street, Syracuse, New York.

PRESENT: William Ryan, M. Catherine Richardson, John Gamage, Pamela Hunter

ABSENT: Donald Schoenwald (excused)

The following persons were **ALSO PRESENT:** Staff Present: Ben Walsh, Meghan Gaffey, Esq., Judith DeLaney, Gregory Streeter, Debra Ramsey-Burns, Sue Katzoff, Esq. Others Present: Giovanni LaFace, James Trasher, Wendy Reese.

The following Resolution was offered by M. Catherine Richardson and seconded by Pamela Hunter:

RESOLUTION APPROVING AN EXTENSION OF THE SALES TAX APPOINTMENT AGENT STATUS OF DESTINY USA HOLDINGS, LLC UNTIL DECEMBER 31, 2014.

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 (the "**Enabling Act**"), together with Section 926 of the General Municipal Law, as amended (said Section and the Enabling Act, collectively referred to as, the "**Act**"), to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research, civic 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, on or about July 6, 2001, the Agency passed a resolution (the "**Resolution:**") approving the undertaking of a project (the "**Project**") at the request of Pyramid Company of Onondaga (the "**PCO**") and, among other things, appointed Pyramid Company of Onondaga and certain of its affiliated companies, including Destiny USA Holdings, LLC ("**DUSA**") (owner of the expansion), as agents of the Agency for purposes of completing the Project; and

WHEREAS, DUSA undertook the construction and completion of not less than 800,000 square feet of leaseable area, commonly known as the First Phase of the Project under certain documents executed by and between the Agency and DUSA; and

WHEREAS, DUSA obtained a certificate of occupancy, either temporary or permanent, from the City of Syracuse with respect to the First Phase; and

WHEREAS, certain interior tenant build out of the First Phase remains undone; and

WHEREAS, DUSA has requested that the Agency grant an extension of the sales tax appointment agent status of DUSA through December 31, 2014 to permit DUSA to complete certain tenant build outs related to the Project; and

WHEREAS, the sales tax appointment is in furtherance of the financial assistance that was previously approved for the Project, which underwent a thorough environmental review by the Agency pursuant to the State Environmental Quality Review Act ("SEQRA"), and the present sales tax appointment extension request is insubstantial and does not require reconsideration or further review by the Agency under SEQRA;

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

(1) Based upon the representations made by DUSA to the Agency, the Agency hereby makes the following findings and determinations:

(a) The Agency confirms all prior resolutions adopted in regard to the Project Facility, including all resolutions and findings adopted with respect to the environmental review of the Project and all related components pursuant to SEQRA.

(b) The extension of the sales tax appointment agent status of DUSA through and including December 31, 2014 does not amount to a significant change in the Project from what was originally approved by the Agency, and therefore further review under SEQRA and amendment of the Agency's prior SEQRA negative declaration shall not be required.

(c) The Agency authorizes the extension of the sales tax appointment agent status of DUSA through and including **December 31, 2014**.

(d) The Agency is authorized to execute and deliver all documents necessary to effectuate the extension of the sales tax appointment agent status (the "**Extension**") including but not limited to issuance of a Sales Tax Appointment Extension Letter and completion of the appropriate "IDA Appointment of Project Operator or Agent for Sales Tax Purposes" (Form ST-60) for DUSA; and, upon the advice of counsel, the Chairman and Vice Chairman of the Agency are each hereby authorized, on behalf of the Agency, to execute and deliver the documents. The execution thereof by the Chairman or Vice Chairman constitutes conclusive evidence of such approval.

(e) As a condition of the Extension, DUSA will submit to the Agency the updated contract status reports, or other applicable information, requested by the Agency with respect to the Extension; and shall further submit the appropriate applicable administrative and legal fees incurred by the Agency in exchange for the Agency's grant of the sales tax appointment extensions.

(f) The Secretary of the Agency is hereby authorized and may distribute copies of this Resolution to DUSA and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

(g) 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>
William Ryan	X	
M. Catherine Richardson	X	
John Gamage	X	
Pamela Hunter	X	

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)

COUNTY OF ONONDAGA) ss.:

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 March 27, 2013, 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 day of April, 2013.



**CITY OF SYRACUSE INDUSTRIAL
DEVELOPMENT AGENCY**

By:


John Gamage, Secretary

(S E A L)