
Syracuse Local Development Corporation
201 East Washington Street, 6th Floor
Syracuse, NY 13202
Tel (315) 473-3275

To: Board of Directors
Syracuse Local Development Corporation

From: Judith DeLaney

Date: June 25, 2019

Re: Board of Directors Meeting Agenda – June 27, 2019

The Syracuse Local Development Corporation will hold a Board of Directors meeting on **June 27, 2019 at 9 a.m. in City Hall Commons, 6th Floor Conference Room 201 East Washington Street Syracuse N. Y. 13202.**

The Agenda for the meeting is as follows:

I. Call Meeting to Order –

II. Roll Call – 1

III. Proof of Notice – 2

IV. Minutes – 3

Approval of the minutes from the March 19, 2019 Board of Directors meeting.

VII. New Business –

Executive Director – Sue Katzoff – 4

Request to approve a resolution authorizing the appointment of Judith DeLaney as Executive Director of the Corporation.

Attachment:

1. Resolution.

100 Madison Street Development (AXA Project Complex) – Judith DeLaney – 5

Approval of a resolution authorizing the extension of a six month contract with Laz Parking New York thru 12/31/19. Terms and conditions to remain the same.

Attachment:

1. Resolution.

VI. Adjournment –

Syracuse Local Development Corporation

201 East Washington St., 6th Floor

Syracuse, NY 13202

Tel (315) 473-3275

PLEASE POST

PLEASE POST

PLEASE POST

PUBLIC MEETING NOTICE

THE SYRACUSE LOCAL DEVELOPMENT CORPORATION

HAS SCHEDULED A BOARD

MEETING FOR

THURSDAY JUNE 27, 2019

AT 9:00 a.m.

IN

CITY HALL COMMONS

6TH FLOOR CONFERENCE ROOM

201 E. WASHINGTON ST

SYRACUSE, NY 13202

For More Information, Please Contact the NBD Office at (315) 473-3275

Syracuse Local Development Corporation
201 East Washington Street, 6th Floor
Syracuse, NY 13202
Tel (315) 473-3275

Minutes
Board of Directors Meeting
Tuesday March 19, 2019

Board Members Present: Steven Thompson, Rickey Brown, Kathleen Murphy, Ken Kinsey

Via Tele Conference: Michael Frame

Staff Present: Honora Spillane, Sue Katzoff, Esq., Meghan Ryan, Esq., Judith DeLaney, John Vavonese, Debra Ramsey-Burns.

Others Present: Michael Lisson.

I. Call Meeting to Order

Mr. Thompson called the meeting to order at 8:55 am.

II. Roll Call

Mr. Thompson noted all Board Members were present with the exception of Mr. Frame who participated via tel conference.

III. Proof of Notice

Mr. Thompson noted notice of the meeting had been timely and properly posted at both locations (Syracuse & Albany).

IV. Minutes

Mr. Thompson asked for a motion approving the minutes from the December 27, 2018 Board of Directors meeting.

Mr. Brown made the motion. Mr. Kinsey seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED THE MINUTES FROM THE DECEMBER 27, 2018 BOARD OF DIRECTORS MEETING.**

V. Committee Report

Audit Committee

Ms. Murphy advised the Board members a meeting of the Corporation's Audit Committee was held on March 15, 2019 to review the Agency's 2018 draft financial statements and audit as prepared by Michael Lisson CPA, of the Corporation's independent accounting firm Grossman St. Amour. Ms. Murphy noting Mr. Lisson was present advised that after the review, the Committee approved a motion to recommend to the Board of Directors acceptance of the documents as the official statements and audit of the Corporation.

Mr. Lisson commented that in the opinion of the Auditor the financial statements fairly present the financial position of the Corporation and the audit is was clean and unmodified.

VII. New Business

2018 Financial Statements

There being no further discussion after Ms. Murphy's Finance Committee report Mr. Thompson asked for a motion to accept the 2018 draft financial statements. Mr. Kinsey made the motion. Mr. Brown seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION TO ACCEPT THE 2018 DRAFT FINANCIAL STATEMENTS AS PRESENTED AS THE OFFICIAL STATEMENTS OF THE AGENCY.**

100 Madison Street Development (AXA Project Complex)

Ms. Katzoff advised the Board members due to her position as Counsel for both SIDA and the SLDC it was her recommendation that in the matter of a proposed cooperation agreement between the City of Syracuse, SIDA and the SLDC that the SLDC should retain separate counsel.

Ms. Spillane recommended that as Barclay Damon (Christopher Centore) had already been approved by the Board as a "Special Counsel" on other matters relative to this Project he should handle this as well.

As the Board members were in agreement Mr. Thompson asked for a motion approving recommendation.

Mr. Kinsey made the motion. Mr. Brown seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION TO REQUEST BARCLAY DAMON PLLC REPRESENT THE CORPORATION IN THIS MATTER.**

100 Madison Street Development (AXA Project Complex)

Ms. Spillane requested the Board members approve a cooperation agreement between the City of Syracuse, SIDA and the SLDC to fund project equity in an amount not to exceed \$1.5 million dollars to facilitate the repairs of the AXA garage and plaza. She said the equity funding would be contributed from SIDA on an "as needed basis" to support the Project. She noted the agreement was previously approved by both the City and SIDA. She further requested the Board approve a contract with C&S Companies in the amount of \$525,000.00 for professional services in connection with the design phase of the garage noting it was a key component in keeping the Project timeline on schedule.

There being no discussion Mr. Thompson asked for a motion to approve the resolution.

Mr. Brown made the motion. Mr. Kinsey seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION AUTHORIZING A RESOLUTION AUTHORIZING THE SYRACUSE LOCAL DEVELOPMENT CORPORATION TO PARTICIPATE IN A COOPERATION AGREEMENT WITH THE CITY OF SYRACUSE AND THE CITY OF SYRACUSE INDUSTRIAL DEVELOPMENT AGENCY; AND EXECUTE AND DELIVER A CONTRACT WITH C&S ENGINEERS, INC. FOR WORK TO BE PERFORMED AT 100 MADISON ST.; AND AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS ALL IN CONNECTION WITH THE FOREGOING.**

Annual Report

Ms. Spillane noting the Corporation's Annual Report was included in the Board's agenda packet briefly reviewed it for the Board members.

VI. Adjournment

There being no further matters to discuss Mr. Thompson asked for a motion to adjourn the meeting.

Mr. Brown made the motion. Mr. Kinsey seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION TO ADJOURN THE MEETING AT 9:08 AM.**

EXECUTIVE SUMMARY

Agenda Item: 4

Title: Executive Director

Requested By: Sue Katzoff

OBJECTIVE: Approval of a resolution authorizing the appointment of Judith DeLaney as Executive Director.

DESCRIPTION:

Direct expenditure of fund: Yes No

Type of financial assistance requested

PILOT

Sales Tax Exemption

Mortgage Recording Tax Exemption

Tax Exempt Bonds

Other

SUMMARY:

ATTACHMENTS:

1. Resolution.

REVIEWED BY:

Executive Director

Audit Committee

Governance Committee

Finance Committee

Meeting: June 27, 2019

Prepared By: J. A. DeLaney

RESOLUTION

A regular meeting of the Syracuse Local Development Corporation (the "*SLDC*") was convened on June 27, 2019 at 9:00 a.m.

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

PRESENT:

THE FOLLOWING PERSONS WERE ALSO PRESENT:

The following resolution was offered by _____ and seconded by _____:

RESOLUTION AUTHORIZING THE APPOINTMENT OF JUDITH DELANEY AS EXECUTIVE DIRECTOR OF THE SYRACUSE LOCAL DEVELOPMENT CORPORATION

WHEREAS, the Syracuse Local Development Corporation (the "*Corporation*") is authorized and empowered by the provisions subparagraph (a)(5) of Section 102 of the New York N-PCL and, as provided in Section 1411(b) of the N-PCL, is a Type C Corporation as defined in Section 201 of the N-PCL and a public instrumentality of, but separate and apart from, the City of Syracuse (the "*City*"); and

WHEREAS, Article V, Section 8 of the By-Laws of the Corporation permits the Corporation, with the consent of the President of the Common Council of the City of Syracuse, New York, to appoint an Executive Director to supervise the administration of the business and affairs of the Corporation, subject to the direction of the Corporation; and

WHEREAS, the Corporation has received the consent of the President of the Common Council and desires to appoint Judith Delaney as the Executive Director for the Corporation.

NOW, THEREFORE, BE IT RESOLVED by the Corporation that:

1. Judith DeLaney shall be appointed Executive Director of the Corporation effective immediately.
2. This Resolution shall take effect immediately.

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

AYE

NAY

The foregoing Resolution was thereupon duly adopted.

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

I, the undersigned, Rickey T. Brown, Secretary of the Syracuse Local Development Corporation, Syracuse, New York, **DO HEREBY CERTIFY:**

That I have compared the foregoing extract of the minutes of the meeting of the Syracuse Local Development Corporation including the resolution contained therein, held on June 27, 2019, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Syracuse Local Development Corporation and of such resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that all members of said Syracuse Local Development Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY that there was a quorum of the members of the Syracuse Local Development Corporation present throughout said meeting.

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 modified.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said Syracuse Local Development Corporation this ____ day of _____, 2019.

Syracuse Local Development Corporation

Rickey T. Brown, Secretary

(S E A L)

Syracuse Local Development Corporation
201 East Washington St, 6th Floor
Syracuse, NY 13202
Tel (315) 473-3275 Fax (315) 435-3669

EXECUTIVE SUMMARY

Agenda Item: 5

Title: 100 Madison Street Redevelopment , LLC

Requested By:

OBJECTIVE: Approval of a resolution authorizing the extension of a six month contract with Laz Parking New York thru December 31, 2019.

DESCRIPTION:

Direct expenditure of fund: Yes No

Type of financial assistance requested

PILOT

Sales Tax Exemption

Mortgage Recording Tax Exemption

Tax Exempt Bonds

Other

SUMMARY:

In December 2018, the Board of Directors approved a six month contract with LAZ Parking through 6/30/19 to manage parking services at the AXA garage as part of the Corporation's larger Project to undertake the redevelopment and repair of both the garage and plaza. The timing of the Project has been delayed necessitating an extension of the contract until the end of the year terms and conditions to remain the same.

ATTACHMENTS:

1. Resolution.

REVIEWED BY:

Executive Director

Audit Committee

Governance Committee

Finance Committee

Meeting: June 27, 2019

Prepared By: J. A. DeLaney

RESOLUTION

A regular meeting of the Syracuse Local Development Corporation (the "*SLDC*") was convened on June 27, 2019 at 9:00 a.m.

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

PRESENT:

THE FOLLOWING PERSONS WERE ALSO PRESENT:

The following resolution was offered by _____ and seconded by _____:

RESOLUTION OF THE SYRACUSE LOCAL DEVELOPMENT CORPORATION TO AUTHORIZE A SIX MONTH EXTENSION OF AN EXISTING CONTRACT WITH LAZ PARKING NEW YORK THROUGH DECEMBER 31, 2019 TO MANAGE CERTAIN PROPERTY

WHEREAS, pursuant to the purposes and powers contained within Section 1411 of the Not-for-Profit Corporation Law ("*N-PCL*") of the State of New York (the "*State*"), as amended (hereinafter collectively called the "*Act*"), and pursuant to its Certificate of Incorporation filed on March 15, 2010 (the "*Certificate*"), the Syracuse Local Development Corporation (the "*SLDC*") was established as a not-for-profit local development corporation of the State pursuant to Sections 402 and 1411 of the Not for Profit Corporation Law of the State and has the power to acquire by purchase, lease, gift, bequest, devise or otherwise real or personal property or interests therein, to borrow money and to issue negotiable bonds, notes and other obligations therefor and has the authority to sell, lease, mortgage or otherwise dispose of or encumber any of its real or personal property or any interest therein upon such terms as it may determine exclusively in furtherance of the charitable or public purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, by encouraging the development of, or retention of, an industry in the community or area, lessening the burdens of government and acting in the public interest; and

WHEREAS, in March 1997, the Mutual Life Insurance Company of New York sold an underground parking garage (the "*South Parcel*") to the City of Syracuse (the "*City*") pursuant to a sale agreement dated March 27, 1997. The garage acquired by the City sits beneath what is now the Tech Garden (the "*Tech Garden*" and together with the South Parcel, collectively, the "*City's Parcel*") and adjacent to and adjoining another underground garage parcel which sits

below what is commonly known as the AXA Tower Complex (the "*North Parcel*" and together with the South Parcel, collectively, the "*Garage*"); and

WHEREAS, contemporaneous with the City's purchase of the South Parcel, the City entered into an agreement whereby Towers Realty LR, Ltd, the owner of the North Parcel (the "*Owner*") leased the North Parcel to the City and the City agreed to operate and maintain the North Parcel in good working repair; and

WHEREAS, it is within the SLDC's authority and powers to own property and to lessen the burdens of government; and

WHEREAS, the SLDC previously authorized the board to work with the City to address certain management contracts it had with respect to the current operation of the Garage, and if required, assume any such agreements if necessary to maintain the ongoing operations of the Garage; and

WHEREAS, by resolution dated December 27, 2018, the SLDC approved the execution and delivery of a contract with LAZ Parking of New York ("*LAZ*") through June 30, 2019 in an amount not to exceed \$31,875.00 per month for management services at the AXA Garage (the "*Contract*"); and

WHEREAS, prior to the SLDC entering the Contract, LAZ had been managing the parking at the Garage for the City for years; and

WHEREAS, the Executive Director seeks authority to extend the Contract with LAZ for six (6) months through December 31, 2019 on the same terms as the existing Contract (the "*Extension*"). A portion of the revenue from the Garage collected under the Contract will be used to pay LAZ under the LAZ Contract as well as any other fees, expenses and taxes owed in relation to the operation of the Garage (exclusive of ongoing repairs or insurance); and

WHEREAS, by resolution dated November 5, 2018, the SLDC adopted a resolution with respect to the environmental review undertaken pursuant to the State Environmental Quality Review Act ("*SEQRA*") with respect to a larger project involving the Garage including the execution of management contracts, and the SLDC's authorization of the Extension of the Contract does not require reconsideration or further review by the Agency under SEQRA.

NOW, THEREFORE, be it resolved by the members of the Board of Directors of the Syracuse Local Development Corporation 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.

Section 2. It is among the purposes of the SLDC to: (i) promote community and economic development and the creation of jobs in the non-profit and for-profit sectors for the citizens of the City by developing and providing programs for not-for-profit institutions,

manufacturing and industrial businesses and other entities to access low interest tax-exempt and non-tax-exempt financing for their eligible projects; and (ii) undertake projects and activities within the City for the purpose of relieving and reducing unemployment, bettering and maintaining job opportunities, carrying on scientific research for the purpose of aiding the City by attracting new industry to the City or by encouraging the development of, or retention of, an industry in the City, and lessening the burdens of government and acting in the public interest.

Section 3. Based upon the foregoing, the SLDC finds and determines that the authorization of the Extension does not require reconsideration or further review by the Agency under SEQRA.

Section 4. In consequence of the foregoing, the SLDC hereby determines, subject to the terms of this Resolution as set forth hereinabove, to:

- (a) approve the Extension of the Contract with LAZ to manage the Garage for a period of six months through December 31, 2019 on the same terms as currently exist under the Contract; and
- (b) authorizes the Executive Director to execute any and all documents, if any, necessary to effectuate the Extension.

Section 5. Bousquet Holstein PLLC, as counsel for the SLDC, is hereby authorized to work with counsel to the parties and others to prepare for all documents necessary to effect the actions authorized hereunder.

Section 6. 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 SLDC, nor any person executing any documents referred to above on behalf of the SLDC, shall be liable thereon or be subject to any personal liability or accountability by reason of the execution or delivery thereof.

Section 7. The Secretary and Executive Director of the SLDC are hereby authorized and to distribute copies of this resolution.

Section 8. It is hereby found and determined that all formal actions of the SLDC concerning and relating to the adoption of this Resolution were adopted in an open meeting of the SLDC; and that all deliberations of the SLDC and of any of its committees that resulted in such formal actions were in meetings open to the public, in compliance with all legal requirements.

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

AYE

NAY

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned, Rickey T. Brown, Secretary of the Syracuse Local Development Corporation, Syracuse, New York, **DO HEREBY CERTIFY**:

That I have compared the foregoing extract of the minutes of the meeting of the Syracuse Local Development Corporation including the resolution contained therein, held on June 27, 2019, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Syracuse Local Development Corporation and of such resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that all members of said Syracuse Local Development Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY that there was a quorum of the members of the Syracuse Local Development Corporation present throughout said meeting.

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 modified.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said Syracuse Local Development Corporation this ____ day of _____, 2019.

Syracuse Local Development Corporation

Rickey T. Brown, Secretary

(S E A L)