

## RESOLUTION

A regular meeting of the City of Syracuse Industrial Development Agency was convened in public session on October 15, 2019 at 8:30 a.m. in the Common Council's 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, Steven Thompson, Kathleen Murphy, Rickey T. Brown, Kenneth Kinsey

**THE FOLLOWING PERSONS WERE ALSO PRESENT:** Staff Present: Judith DeLaney, Susan Katzoff, Esq., John Vavonese, Lori McRobbie; Others Present: Joseph M. Marusa, Stephanie Pasquale, Jacob Waldron, Eric Ennis, Aggie Lane, Merike Treier, Timothy Lynn, Esq., Jake Dishaw, Jeremy Cali, Tom Douglas; Media Present: Rick Moriarty

The following Resolution was offered by Rickey T. Brown and seconded by Kenneth Kinsey:

**RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO: (1) EXECUTE AND DELIVER THE BROWNFIELDS ASSESSMENT COALITION MEMORANDUM OF AGREEMENT FOR THE GRANT PERIOD OF OCTOBER 1, 2019 THROUGH SEPTEMBER 30, 2022; AND (2) NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT WITH THE GREATER SYRACUSE LAND BANK**

**WHEREAS**, the policy of the State of New York (the "*State*") set forth in Title 1 of Article 18-A of the General Municipal Law of the State, as amended (the "*IDA Act*"), is to promote the economic welfare, recreation opportunities and prosperity of its inhabitants and to actively promote, attract, encourage and develop recreation, economically sound commerce and industry through governmental action for the purpose of preventing unemployment and economic deterioration by the creation of industrial development agencies and to protect and promote the health of the inhabitants of the State and to increase trade through promoting the development of facilities to provide recreation for the citizens of the State and to attract tourists from other states; and

**WHEREAS**, City of Syracuse Industrial Development Agency (the "*Agency*") constitutes an industrial development agency established under the IDA Act and Chapter 641 of the Laws of 1979 of the State of New York, as amended from time to time (together with the IDA Act, the "*Act*") and is thereby authorized and empowered 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, including industrial pollution control facilities, educational or cultural facilities, railroad facilities and certain horse racing facilities, thereby advance the job opportunities, health, general prosperity and economic welfare of the people of the State and improve their recreation opportunities, prosperity and standard of living; and

**WHEREAS**, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, hold and dispose of personal property for its corporate purposes; with the consent of the municipality, to use agents, employees and facilities of the municipality and pay the municipality its agreed proportion of the compensation or costs therefor; to appoint officers, agents and employees and pay their compensation out of funds of the Agency; make contracts and leases; to use gifts, grants, loans or contributions for any of its corporate purposes; and to all things necessary or convenient to carry out its purposes and exercise the powers expressly given in the IDA Act; and

**WHEREAS**, the Agency, in conjunction with the Greater Syracuse Land Bank (the "**Land Bank**"), and the Onondaga County Industrial Development Agency ("**OCIDA**"), submitted an application for funding to the United States Environmental Protection Agency (the "**EPA**") to identify and investigate potentially contaminated properties within the City and County (respectively) (the "**Funding Application**"); and

**WHEREAS**, on September 18, 2019, the EPA approved the Funding Application; and

**WHEREAS**, the Agency has been asked to participate in a Brownfields Assessment Coalition Memorandum of Agreement ("**Brownfield Agreement**"), a copy of which is attached hereto at **Exhibit "A"**, among the Land Bank, OCIDA and the Agency, for a grant period of October 1, 2019 through September 30, 2022. The Brownfield Agreement sets forth the process and procedure for identifying the properties to be investigated, identifying the scope of the assessment and undertaking same as well as the roles of the parties thereto; and

**WHEREAS**, the Brownfield Agreement provides for the Land Bank to take lead on satisfying and ensuring compliance with the terms thereof. Each of the other coalition members must cooperate with the Land Bank as set forth in the Brownfield Agreement; and

**WHEREAS**, the Agency is desirous of entering to a separate agreement with Land Bank (the "**Land Bank Agreement**") regarding the obligation of the Land Bank to comply with all of the provisions in the Brownfield Agreement and related documents and to certify to the Agency periodically regarding compliance and expenditures; 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 Agency is required to make a determination as to whether the "action" (as said quoted term is defined in SEQRA) to be taken by the Agency may have a "significant impact on the environment" (as said quoted term is utilized in SEQRA). The Agency has classified the execution and delivery of the Contract and the performance of the Work as a "Type II" action as that term is defined under SEQRA, and therefore no further review is required.

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

**Section 1.** Based upon the representations made to the Agency, the Agency makes the following findings and determinations:

- (a) The action authorized pursuant to this Resolution constitutes a Type II action under SEQRA and no further review is required; and
- (b) The Agency has the statutory authority to enter into the Brownfield Agreement and the Land Bank Agreement and approves same; and
- (c) The Executive Director of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Brownfield Agreement and to negotiate, execute and deliver the Land Bank Agreement, consistent with this Resolution; and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution. The execution thereof by the Executive Director shall constitute conclusive evidence of such approval; and
- (d) The execution and delivery of the Brownfield Agreement and the Land Bank Agreement are in furtherance of the Agency's corporate purposes and promotes economic development and prosperity of the inhabitants of the City and help attract, encourage and develop recreation, economically sound commerce and industry as well as the general prosperity and economic welfare of the people of the City in furtherance of the purposes of the Act.

**Section 2.** Should any court of competent jurisdiction determine that the Agency is not authorized under the Act to participate in the Brownfield Agreement and the Land Bank Agreement, this Resolution shall automatically become null, void and of no further force and effect with respect thereto, and the Agency shall have no liability to the Company hereunder or otherwise.

**Section 3.** No covenant, stipulation, obligation or agreement contained in this Resolution or any other document referred to above 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. None of the members or officers of the Agency shall be liable or be subject to any personal liability or accountability by reason of the execution of any document referred to above.

**Section 4.** The Secretary and/or staff of the Agency is hereby authorized and directed to distribute copies of this Resolution to and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**Section 5.** A copy of this Resolution shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

**Section 6.** This Resolution shall become effective immediately.

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	
Steven Thompson	X	
Kathleen Murphy	X	
Kenneth Kinsey	X	
Rickey T. Brown	X	

The foregoing Resolution was thereupon declared duly adopted.



**EXHIBIT "A"**

**BROWNFIELDS ASSESSMENT COALITION  
MEMORANDUM OF AGREEMENT**