

Anthony J. Picente Jr.
County Executive

Shawna M. Papale
Secretary/ Treasurer/
Executive Director

Jennifer Waters
Assistant Secretary

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

OCIDA



584 Phoenix Drive
Rome, New York 13441-4105
(315) 338-0393, fax (315) 338-5694

David C. Grow
Chairman
Michael Fitzgerald
Vice Chairman

Ferris Betrus Jr.
Kirk Hinman
Mary Faith Messenger
Eugene Quadraro
Stephen Zogby

To: Oneida County Industrial Development Agency Board of Directors
From: Shawna M. Papale
Date: October 14, 2022
RE: OCIDA Meeting Agenda

The Oneida County Industrial Development Agency shall meet – **8:00 AM Friday, October 21, 2022.**

Members of the public may listen to the Agency meeting by calling +1-408-418-9388, Access code: 263 111 99082 or attend in person. The Minutes of the Agency meeting will transcribed and posted on the OCIDA website.

1. Executive Session at 8:00 AM if needed
2. Approve minutes – September 16, 2022
3. Financial Review
4. Consider a final authorizing resolution relating to The Indium Corporation of America (Woods Park Drive) Facility, authorizing financial assistance in the form of exemptions from sales tax (not to exceed \$148,750), exemptions from mortgage recording tax exemption (not to exceed \$82,200) and reduction of real property taxes (valued at approximately \$1,270,000) during which time the Company will enjoy fixed exemptions as follows: 2023: \$0; 2024: \$40,000; 2025: \$150,000; 2026: \$150,000; 2027: \$150,000; 2028: \$150,000; 2029: \$150,000; 2030: \$135,000; 2031: \$120,000; 2032: \$90,000; 2033: \$75,000; 2034: \$60,000; the Company will assume the existing PILOT from AX NY Office, L.P. and payments will continue to be made under the terms of the existing Allocation Agreement until the existing PILOT Payments are scheduled to terminate, which financial assistance is a deviation from the Agency's Uniform Tax Exemption Policy, and approving the form and execution of related documents all in the Agency's standard form and subject to counsel review. The Agency conducted a public hearing on October 6 and mailed notices of the intent to deviate from Policy to the tax jurisdictions on October 12.
5. Consider a request from Facilities Realty Management Vernon, LLC (Universal Photonics) Facility for the Agency to mortgage its leasehold interest to the bank in connection with the refinancing of its facility, authorizing financial assistance in the form of exemptions from mortgage recording taxes (not to exceed \$18,000) and approving the form and execution of related documents, subject to counsel review.
6. Consider a request from **Delta Luxury Townhomes, LLC** relating to the release of 3.25 acres of roadways from the lease-leaseback transaction for conveyance to the City of Rome and ratifying the

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execution of a Partial Release of Lease Agreement by the Chairman. The Company submitted a request to urgently release the land to allow for the roads to be conveyed to the City so they could assume responsibility for the roads and begin necessary improvements, and the Chairman executed a Partial Release of Lease conditioned upon receipt from the City that it will assume responsibility for the roads.

7. Consider a resolution relating to the **Griffiss Local Development Corporation (Building 302) Facility**, authorizing a six-month extension to an existing license to Vincent Holdings to renovate the property, authorizing the form and execution of related documents, subject to counsel review and receipt of updated insurance certificates. The Agency authorized a license in March 2021 and GLDC is requesting the Agency authorize a six-month extension to allow Vincent Holdings to complete its due diligence and renovations, and to exercise its option to purchase.
8. Consider a request from **B240 LLC (Air City Lofts Phase 3 Facility)** to authorize an extension of its agency appointment for an additional year to September 30, 2023 and approve the form and execution of related documents subject to counsel review.

Next meeting date – **Friday, November 18, 2022 at 8 AM at 584 Phoenix Drive, Rome, NY**

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**Minutes of the Meeting of the
Oneida County Industrial Development Agency
September 16, 2022
584 Phoenix Drive, Rome, NY/Webex Video/Teleconference**

Members Present: David Grow, Michael Fitzgerald; Ferris Betrus; Kirk Hinman; Mary Faith Messenger; Gene Quadraro.

Members Present Virtually: Steve Zogby

EDGE Staff Present: Steven DiMeo; Shawna Papale, Maureen Carney; Bill Van Shufflin; Tim Fitzgerald; Laura Cohen; Mark Kaucher; and Hannah Phillips.

Other Attendees: Rome Mayor Jackie Izzo; Paul Goldman, Esq., Goldman Attorneys, PLLC (WebEx); Laura Ruberto, Bond, Schoeneck & King (WebEx); Mark Levitt and Jenna Peppenelli, Levitt & Gordon (WebEx).

Chair Grow called the meeting to order at 8:03 AM.

Executive Session

At 8:06 AM a motion to enter executive session to evaluate potential contracts and existing litigation involving the Agency was made by M.F. Messenger, seconded by K. Hinman, and carried 7-0.

At 8:22 AM a motion to exit executive session and return to the open meeting was moved by D. Grow, seconded by K. Hinman, and carried 7-0. No action was taken during the executive session.

At 8:24 AM a motion to enter executive session to evaluate potential contracts and existing litigation involving the Agency was made by F. Betrus, seconded by E. Quadraro, and carried 7-0.

At 9:28 AM a motion to exit executive session and return to the open meeting was moved by F. Betrus, seconded by E. Quadraro, and carried 7-0. No action was taken during the executive session.

H. Phillips entered the meeting at 9:28 AM.

Minutes

The August 18, 2022 meeting minutes were reviewed. **A motion to approve the August 18th minutes as presented was moved by M. Fitzgerald and seconded by F. Betrus. The motion carried 7-0.**

Griffiss Utility Service Corporation

Chair Grow revisited the conversation from the August 18th, 2022 meeting concerning the expected transition away from steam heating for Griffiss Utility Service Corporation customers, and the role the Agency should have in assisting Griffiss park tenants with that transition. M. Fitzgerald stated that the Agency has requested Griffiss Local Development Corporation send a letter to Griffiss park making them aware of the upcoming gas conversion project. Chair Grow stated that if GLDC does not send a letter, then S. Papale has been directed to send a letter from the Agency.

Interim Financials

M. Carney reviewed the August 31st interim financial report. She noted that the Agency is up about \$362,000 in cash over the past 12 months, and that the Agency's fund balance is up 56%. The balance in restricted cash is made up of PILOT holdings. The Agency closed on the Delta Luxury Townhomes LLC facility in August. She also stated that she would provide an updated annual rent payment summary. **The Agency received and accepted the interim financials, subject to audit.**

2023 Budget

M.F. Messenger presented to the members the proposed 2023 Agency budget. She stated that it proposes a larger amount of revenue from application fees, which is based on the level of activity the Agency has seen over the past several years. She also stated that the EDGE Contractual Service fee is increasing 5% from the current year, and the Special Economic Development Projects Contingency is increasing by \$25,000. With no questions or comments, **A**

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motion to approve the proposed OCIDA 2023 Budget as presented was moved by M. Fitzgerald and seconded by M.F. Messenger. The motion carried 7-0.

NYSEDC IDA Academy – November 10, 2022

S. Papale informed the members that the NYS Economic Development Council is hosting its Fall 2022 IDA Academy in Utica, at the Delta Hotel on November 10th. She invited members to attend if available. Chair Grow stated that the Agency has been asked to sponsor the event. He suggested that the Agency partner with the Oneida County Local Development Corporation in sponsoring the event at \$2,500 apiece, for a total \$5,000 sponsorship. F. Betrus asked if the Agency had any representation on the NYSEDC board after the departure of Jennifer Waters. S. Papale stated that currently it does not, but that it is being discussed. **A motion to approve sponsoring the NYSEDC IDA Academy at an amount of \$2,500, with OCLDC sponsoring at an identical amount was moved by D. Grow and seconded by M. Fitzgerald. The motion carried 7-0.**

S. Zogby left the meeting at 9:46 AM.

BOCES Carpentry Program Support

S. Papale shared that she had been approached by Oneida-Herkimer-Madison BOCES to consider supporting its carpentry trade program. She shared that there is considerable interest in the program from potential trainees, but that there is a financial barrier to enrolling, due to the cost of tuition and tools. **M. Fitzgerald made a motion to approve sponsoring the BOCES carpentry trade program at an amount of \$7,500, with OCLDC sponsoring at an identical amount. M.F. Messenger seconded the motion, which passed 6-0.**

Rome Cable Back Taxes

S. Papale shared that staff has been working with the City of Rome and the County of Oneida to settle the issue of delinquent taxes for the Rome Cable site. Mayor Izzo explained that the City needs a release from the NYS Department of Environmental Conservation, and that once that is received, the City will take title of the property for the remainder of the RESTORE NY project. The City will then invoke an inter-municipal agreement on the back taxes. Under this agreement, the County will wipe out the back taxes that it is owed, and in exchange has agreed to receive one-third of the sales proceeds of the Rome Cable site. Rome Industrial Development Corporation will facilitate the property sale, similar to the role it played on the Woodhaven development project.

Summary Sheet

M. Fitzgerald inquired about the status of the template project summary sheet, which is to be attached to each application for financial assistance that comes before the Agency. S. Papale said that input from Agency members is being incorporated, and a final draft will be sent to members soon.

There being no further business, at 9:58 AM Chair Grow asked for a motion to adjourn the meeting: F. Betrus moved, and M. Fitzgerald seconded the motion to adjourn. Motion carried 6-0.

Respectfully Submitted,

Tim Fitzgerald

Oneida County Industrial Development Agency
Notes to the Financial Statements
September 30, 2022

Balance Sheet:

1. Cash increased by \$201K over the last 12 months; this is basically due to the increase in net assets
2. The balance in restricted cash is made up of PILOT holdings; per direction from the board, the PILOT holding is being presented on the financial statements under assets instead of under liabilities; this more clearly shows the actual assets of the organization
3. The \$1,000 commitment fees collected from the following for projects that have not closed as of September 30:
 1. Source Renewables LLC (received April 2020- Project on Hold- commitment fee will be held and used to pay certain legal bills from BS&K related to the project)
 2. EDF Renewables (former partner in the Quiet Meadows projects) (received November 2021)
 3. Central Utica Building (received November 2021)
 4. Solar Generation Projects LLC (SG Oneida PV) (received December 2021)
 5. Solar Power Capital LLC (received January 2022)
 6. Solitude Solar, LLC (received February 2022)
 7. Fiber Instrument Sales (received March 2022)
 8. McCraith Beverages (received June 2022)
 9. Indium Corporation (received July 2022)
4. Fund balance increased approximately 31% over the last 12 months

Budget Comparison Report (Income Statement):

1. 2022 annual lease payments have been billed and all, but one payment have been collected
2. The following are the closings and application fees received from 1/1/22-9/30/22:

1/21/2022	Solar Power Capital LLC	App Fee	500.00
2/7/2022	Solitude Solar, LLC	App Fee	500.00
2/25/2022	Camden Renewables, LLC	Admin Fee	40,231.25
2/25/2022	Camden Renewables, LLC	Commitment Fee	1,000.00
3/16/2022	Fiber Instrument Sales	App Fee	500.00
4/1/2022	B240 LLC	B240 LLC Admin Fee	81,721.00
6/13/2022	McCraith Beverages / STD Realty	Application Fee	500.00
6/30/2022	Pivot Energy, INC	Admin Fee	20,976.00
6/30/2022	Pivot Energy, INC	Commitment Fee	1,000.00
7/15/2022	Indium Corporation Of America	Application Fee	500.00
7/31/2022	Quiet Meadows Solar Farm 2, LLC	Admin Fee	500.00
7/31/2022	Quiet Meadows Solar Farm 2, LLC	Admin Fee	500.00
8/19/2022	Delta Luxury Apartments	Admin & Commitment Fee	49,355.00
		Total as of 9/30/22	<u>197,783.25</u>

No projects closed in the month of September

3. 2020 Admin fees include 2 large projects thus the large difference from the other comparative years

No other significant items to note

**Oneida County Industrial Development Agency
Balance Sheet
September 30, 2022 and 2021**

	<u>Current Year</u>	<u>Prior Year</u>
Assets		
Current Assets		
Cash and Cash Equivalents	847,956	646,575 ¹
Restricted Cash - PILOT Holdings	37,445	334,520 ²
PILOT Holdings	(37,445)	(334,520) ²
Accounts Receivable	500	1,950
Prepaid Expenses	1,115	1,948
Total Current Assets	<u>849,571</u>	<u>650,473</u>
Fixed Assets		
Furniture/Fixture/Eqpt	6,679	6,679
A/D-Furniture/Fixt/Eqpt	(6,679)	(6,679)
Total Fixed Assets	<u>0</u>	<u>0</u>
Total Assets	<u><u>849,571</u></u>	<u><u>650,473</u></u>
Liabilities & Net Assets		
Liabilities		
Current Liabilities		
Accounts Payable	3,479	2,853
Accrued Expenses	5,250	5,250
Deferred Revenue	9,000	9,000 ³
Total Current Liabilities	<u>17,729</u>	<u>17,103</u>
Total Liabilities	<u>17,729</u>	<u>17,103</u>
Net Assets		
Fund Balance	431,843	233,371
Fund Balance-Board Restricted	400,000	400,000
Total Net Assets	<u>831,843</u>	<u>633,371 ⁴</u>
Total Liabilities & Net Assets	<u><u>849,571</u></u>	<u><u>650,473</u></u>

Oneida County Industrial Development Agency
 Budget Comparison Report
 Current Period: 9/1/2022 - 9/30/2022
 Budget Period: 1/1/2022 - 12/31/2022
 With Comparative Periods Ending 9/30/2021 and 9/30/2020

	Current Period Actual	Current Period Budget	Year-to-Date Actual	Year-to-Date Budget	9/30/2021	9/30/2020
Revenue						
Reimbursements	0	0	216	0	0	9,838
Interest Income & Miscellaneous	15	38	944	338	365	3,996
Lease Payments	0	3,396	51,000 ¹	30,562	44,750	43,250
PILOT Application / Admin Fees	0	21,667	197,783 ²	195,000	164,175	725,711 ³
PILOT Clawback MSP	0	0	0	0	65,000	0
Total Revenue	15	25,100	249,944	225,900	274,290	782,795
Expenses						
Business Expense	50	0	450	0	477	735
Contracted Service-Accounting	583	583	5,250	5,250	5,250	4,625
Contracted Services - Legal	850	850	7,600	7,600	7,200	7,275
Legal Services & PILOT Clawback MSP	0	0	0	0	60,695	0
Contracted Services- Other	0	0	3,269	0	8,089	0
Marketing- Contracted Services	180	17	915	150	45	150
Dues & Subscriptions	2,500	150	3,750	1,350	1,385	1,250
Insurance - General	376	333	3,102	3,000	2,876	2,719
Special ED Projects Contingency	8,333	8,333	75,000	75,000	75,000	359,421 ³
Office Supplies & Expense	40	267	360	2,400	238	0
Seminars & Conferences	0	250	1,179	2,250	1,300	2,740
Service Fees	14,000	14,000	126,000	126,000	120,000	120,000
Total Expenses	26,913	24,783	226,874	223,000	282,555	498,915
Excess or (Deficiency) of Revenue Over Expenses	(26,898)	317	23,070	2,900	(8,265)	283,880

**Oneida County Industrial Development Agency
Statement of Cash Flows
For the Period Ending September 30, 2022**

Cash Flows From (Used by) Operating Activities	
Increase (Decrease) in Net Assets	\$ 198,472
Adjustments for Noncash Transactions	
Depreciation and Amortization	0
(Increase) Decrease in Assets	
Accounts Receivable	1,450
Prepaid Expenses	834
Increase (Decrease) in Liabilities	
Accounts Payable and Accrued Liabilities	626
Net Cash Flows From Operating Activities	<u>201,381</u>
 Cash Flows From (Used By) Investing Activities	
Capital Expenditures	<u>0</u>
Net Cash From (Used by) Investing Activities	0
 Cash Flows From (Used By) Financing Activities	
Repayments of Long Term Debt	0
Proceeds from Long Term Debt	<u>0</u>
Net Cash Flows (Used by) Financing Activities	0
 Net Increase (Decrease) in Cash and Cash Equivalents	201,381
 Cash and Cash Equivalents, Beginning of Period	646,575
 Cash and Cash Equivalents, End of Period	<u><u>\$ 847,956</u></u>

**Final Authorizing Resolution
ICA Holdings III, LLC/The Indium Corporation
of America
Facility Expansion**

Transcript Document No. []

Date: October 21, 2022

At a meeting of the Oneida County Industrial Development Agency (the "Agency") held at 584 Phoenix Drive, Rome, New York 13441 on the 21st day of October 2022, the following members of the Agency were:

Members Present:

EDGE Staff Present:

Other Attendees:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to proposed financial assistance to ICA Holdings III, LLC (The Indium Corporation of America Woods Park Drive Facility).

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

Voting Aye

Voting Nay

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE THE FIRST AMENDED AND RESTATED LEASE AGREEMENT, THE FIRST AMENDED AND RESTATED LEASEBACK AMENDMENT, THE FIRST AMENDED AND RESTATED PAYMENT-IN-LIEU-OF-TAX AGREEMENT, THE ENVIRONMENTAL COMPLIANCE AND INDEMNIFICATION AGREEMENT, THE RECAPTURE AGREEMENT, THE LOAN DOCUMENTS AND RELATED DOCUMENTS WITH RESPECT TO THE ICA HOLDINGS III, LLC (THE INDIUM CORPORATION OF AMERICA) WOODS PARK DRIVE FACILITY LOCATED IN THE VILLAGE OF NEW YORK MILLS AND TOWN OF NEW HARTFORD, ONEIDA COUNTY.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 372 of the Laws of 1970 of the State of New York (collectively, the "Act"), the Agency was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, The Indium Corporation of American (the "Sublessee"), on behalf of itself and ICA Holdings III, LLC, an entity formed on behalf of the Sublessee (the "Company"), requested that the Agency assist in the acquisition and renovation of a three-story, 124,000± square foot office building and other site development work (the "Improvements") situated on a 13.5± acre parcel of land located at 301 Woods Park Drive, Town of New Hartford, Oneida County, New York (the "Land") and acquisition and installation of furniture, fixtures and equipment in the Improvements (the "Equipment"), all for the purpose of providing a corporate headquarters to support, expand and better utilize the current manufacturing facilities operated by the Sublessee in Oneida County (the Land, the Improvements and the Equipment are referred to collectively as the "Facility" and the acquisition, renovation and equipping of the Facility is referred to as the "Project"); and

WHEREAS, AX NY Office L.P. ("AX NY") owns the Facility and leases it to the Agency pursuant to a Lease Agreement dated October 9, 2007 (the "Existing Lease Agreement"); and

WHEREAS, the Agency leases the Facility back to AX NY pursuant to a Leaseback Agreement dated October 9, 2007 (the "Existing Leaseback Agreement"); and

WHEREAS, AX NY subleases a 41,500± square foot portion of the Facility to the Sublessee for its operation pursuant to a lease agreement (the "Indium Sublease"), and subleases an 82,000± square foot portion of the Facility to Hartford Fire Insurance Company (the "Hartford Sublessee") for its operation pursuant to a lease agreement (the "Hartford Sublease"); and

WHEREAS, the Facility is the subject of a PILOT Agreement dated as of March 13, 2003 (the “Existing PILOT Agreement”) by and among AX NY, the Hartford Sublessee and the Agency; and

WHEREAS, the Agency collects and allocates PILOT Payments under the Existing PILOT Agreement pursuant to the terms of an Agreement Allocating PILOT Payments dated as of October 15, 2008 (the “Allocation Agreement”) by and among the Agency, the Town of New Hartford (the “Town”), the New Hartford Central School District and the County of Oneida (collectively, the “Affected Tax Jurisdictions”); and

WHEREAS, the Agency and the Taxing Authorities entered into the Allocation Agreement for the purpose of providing the Town with a source of funding first to pay the Town’s Actual Debt Service pertaining to the Public Improvements to develop the New Hartford Business Park (as said terms are defined in the Allocation Agreement); and

WHEREAS, the Company proposes to purchase the Facility from AX NY, and AX NY will assign to the Company its interest under the Existing Lease Agreement, the Existing Leaseback Agreement and the Existing PILOT Agreement; and

WHEREAS, M&T Bank, NA (the “Bank”) intends to finance a portion of the costs of the Project by extending to the Company one or more loans in the aggregate principal amount not to exceed \$10,960,000.00, to be secured by one or more mortgages and/or other documents deemed necessary by the Bank to secure its interest (collectively, the “Loan Documents”) ; and

WHEREAS, the Company and the Agency will amend and restate the Existing Lease Agreement, the Existing Leaseback Agreement and the Existing PILOT Agreement to add and include the Project and the proposed Financial Assistance (defined below), to extend the Lease Term (as said term is defined in the Existing Leaseback Agreement) and to conform all documents to the Agency’s current forms; and

WHEREAS, in order to induce the Sublessee to develop the Facility, the Agency is willing to maintain its leasehold interest in the Facility pursuant to the terms and conditions contained in a First Amended and Restated Lease Agreement (the “First Amended Lease”) and lease said Facility back to the Company pursuant to a First Amended and Restated Leaseback Agreement (the “First Amended Leaseback”); and

WHEREAS, the Agency by resolution duly adopted on July 15, 2022 as amended on August 19, 2022 (collectively, the “Inducement Resolution”) decided to proceed under the provisions of the Act to lease the Facility and directed that a public hearing be held and enter into the First Amended Lease and First Amended Leaseback; and

WHEREAS, in the Inducement Resolution, the Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from sales and use taxes, exemptions from mortgage recording taxes and a fixed reduction in real

property taxes as follows: 2023: \$0; 2024: \$40,000; 2025: \$150,000; 2026: \$150,000; 2027: \$150,000; 2028: \$150,000; 2029: \$150,000; 2030: \$135,000; 2031: \$120,000; 2032: \$90,000; 2033: \$75,000; 2034: \$60,000 (collectively, the “Financial Assistance”), which represents a deviation from the Agency’s Uniform Tax Exemption Policy (the “Policy”); and

WHEREAS, the value of the Financial Assistance is described below:

- Sales and use tax exemption not to exceed \$148,750.00
- Mortgage recording tax exemption not to exceed \$82,200
- Exemptions from real property taxes, valued at approximately \$1,270,000

WHEREAS, the Agency conducted a public hearing on October 6, 2022 and has received all comments submitted with respect to the Financial Assistance and the nature and location of the Facility; and

WHEREAS, the Agency mailed notices to the affected tax jurisdictions regarding the intent to deviate from Policy on October 12, 2022, providing the reasons for deviating and providing the time and place of this meeting so they could comment on the Financial Assistance prior to adopting final approvals; and

WHEREAS, the Company operates multiple locations within Oneida County outside of the Facility, some of which are the subject of other lease-leaseback transactions between the Company and the Agency (such facilities, collectively, the “Indium Facilities”); and

WHEREAS, under the existing agreements between the Agency and the Company, the Company is already obligated to maintain at least 636 FTEs at the Indium Facilities (the “Existing Employment Obligation”) or else be subject to recapture or termination of financial assistance; and

WHEREAS, the Company currently employs 733 FTEs at the Indium Facilities, which is 97 FTEs higher than the Existing Employment Obligation; and

WHEREAS, the Company has committed to retain said 97 FTEs above the Existing Employment Obligation for the extended lease term as a result of the Project, and the Agency will condition the proposed Financial Assistance on the Company achieving the same (the “Employment Obligation”), or else be subject to recapture or termination of Financial Assistance relating to the Project; and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities which may arise in connection with the Project and the Agency’s leasehold interest in the Facility; and

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Industrial Development Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a “project”, as such term is defined in the Act; and

(c) The acquisition, renovation and equipping of the Facility, the leasing of the Facility to the Company and the Agency’s Financial Assistance with respect thereto, will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Oneida County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The acquisition, renovation and equipping of the Facility is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) Based upon representations of the Company and Company's Counsel, the Facility conforms with the local zoning laws and planning regulations of Oneida County and all regional and local land use plans for the area in which the Facility is located; and

(f) The SEQRA findings adopted by the Agency on August 19, 2022 encompassed the actions to be undertaken by this resolution and no changes have been made since that time to the proposed action that would create new or increased adverse environmental impacts; and

(g) It is desirable and in the public interest for the Agency to undertake the Project; and

(h) The First Amended Lease is an effective instrument whereby the Company grants the Agency a leasehold interest in the Facility; and

(i) The First Amended Leaseback is an effective instrument whereby the Agency leases the Facility back to the Company by amending the terms of the Leaseback Agreement to add and include the Facility; and

(j) The First Amended and Restated Payment-in-Lieu-of-Tax Agreement (the “First Amended PILOT”) between the Company and the Agency, in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Agency and the Company set forth the terms and conditions of their Agreement regarding the Company’s payments in lieu of real property taxes; and

(k) The Environmental Compliance and Indemnification Agreement (the “Environmental Compliance Agreement”) is an effective instrument whereby the Company and the Sublessee agree to indemnify and hold the Agency harmless from all environmental conditions at the Facility; and

(l) The Jobs Creation and Recapture Agreement (the “Recapture Agreement”) among the Company, the Sublessee and the Agency will be an effective instrument whereby the Company agrees that the Financial Assistance relating to the Facility is conditioned upon the Company creating, retaining and maintaining (or causing the Sublessee to create, retain and maintain) the Employment Obligation as a result of the Project; and

(m) The Loan Documents will be effective instruments whereby the Agency grants to the Bank a security interest in the Facility.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) acquire a leasehold interest in the Facility pursuant to the First Amended Lease, (ii) execute, deliver and perform the First Amended Lease, (iii) lease the Facility back to the Company pursuant to the First Amended Leaseback, (iv) execute, deliver and perform the First Amended Leaseback, (v) execute, deliver and perform the First Amended PILOT, (vi) execute, deliver and perform the Environmental Compliance Agreement; (vii) execute, deliver and perform the Recapture Agreement, (viii) execute, deliver and perform the Loan Documents; and (ix) deviate from Policy and provide the Financial Assistance to the Company in support of the Project.

Section 3. The Agency is hereby authorized to acquire a leasehold interest in the real property described in Exhibit A to the First Amended Lease and the personal property described in Exhibit B to the First Amended Lease and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 4. The form and substance of the First Amended Lease, the First Amended Leaseback, the Recapture Agreement, the Environmental Compliance Agreement and the First Amended PILOT (each in substantially the forms presented to the Agency and which, prior to the execution and delivery thereof, may be redated) are hereby approved. The form and substance of the Loan Documents are hereby approved, subject to the inclusion of the Agency’s standard financing provisions and subject to counsel review.

Section 5.

(a) The Chairman, Vice Chairman, Treasurer, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the First Amended Lease, the First Amended Leaseback, the Recapture Agreement, the

Environmental Compliance Agreement, the First Amended PILOT and the Loan Documents, all in substantially the forms thereof presented to or approved by this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Treasurer, Secretary or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman, Vice Chairman, Treasurer and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "Closing Documents"). The execution thereof by the Chairman, Vice Chairman, Treasurer, or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Vice Chairman, Treasurer, Secretary or member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Leaseback Agreement).

Section 6. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Closing Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Closing Documents binding upon the Agency.

Section 7. This resolution shall take effect immediately.

Anthony J. Picente Jr.
County Executive

Shawna M. Papale
Secretary/Executive Director

Timothy Fitzgerald
Assistant Secretary

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY



584 Phoenix Drive,
Rome, New York 13441-4105
(315) 338-0393, fax (315) 338-5694
info@mvedge.org www.mvedge.org

David C. Grow
Chairman

Michael Fitzgerald
Vice Chairperson

Mary Faith Messenger
Treasurer

Ferris Betrus, Jr.
Kirk Hinman
Eugene Quadraro
Stephen Zogby

TO: OCIDA Board of Directors

FROM: Mark Kaucher

DATE: October 6, 2022

RE: Indium Corporation of America-301 Woods Park Drive
October 6, 2022 Public Hearing Minutes
New Hartford Town Hall, 8635 Clinton St., New Hartford NY
And via WebEx

Representing the Agency: Mark Kaucher

Attendance: Mike Lennon, Indium Corporation of America

Public hearing opened at 10 AM.

Reading of the public hearing notice was waived. There were no comments

Public Hearing was closed at 10:15 AM.

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Steven Zogby

October 12, 2022

Mr. Anthony J. Picente, Jr.
Oneida County Executive
Oneida County Office Building
800 Park Avenue
Utica, New York 13501

**Re: *ICA Holdings III, LLC/The Indium Corporation of America
Woods Park Drive Facility***

Dear Mr. Picente:

On October 21, 2022 at 8:30 a.m. local time at 584 Phoenix Drive, Rome, New York 13441, the Oneida County Industrial Development Agency (the "Agency") will meet to consider a final authorizing resolution regarding the above-referenced project for the use of ICA Holdings III, LLC (the "Company") and The Indium Corporation of America (the "Sublessee").

The Sublessee has requested that the Agency assist in the acquisition and renovation of a three-story, 124,000± square foot office building and other site development work (the "Improvements") situated on a 13.5± acre parcel of land located at 301 Woods Park Drive, Town of New Hartford, Oneida County, New York (the "Land") and acquisition and installation of furniture, fixtures and equipment in the Improvements (the "Equipment"), all for the purpose of providing a corporate headquarters to support, expand and better utilize the current manufacturing facilities operated by The Indium Corporation of America (the "Sublessee") in Oneida County (the Land, the Improvements and the Equipment are referred to collectively as the "Facility" and the acquisition and equipping of the Facility is referred to as the "Project").

The Facility is the subject of a PILOT Agreement dated as of March 13, 2008 (the "Existing PILOT Agreement") by and among AX NY, the Hartford Sublessee and the Agency. The Agency collects and allocates PILOT Payments under the Existing PILOT Agreement pursuant to the terms of an Agreement Allocating PILOT Payments dated as of October 15, 2008 (the "Allocation Agreement") by and among the Agency, the Town of New Hartford (the "Town"), the New Hartford Central School District and the County of Oneida (collectively, the "Affected Tax Jurisdictions"). The Agency and the Taxing

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Timothy Fitzgerald
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Authorities entered into the Allocation Agreement for the purpose of providing the Town with a source of funding first to pay the Town's Actual Debt Service pertaining to the Public Improvements to develop the New Hartford Business Park (as said terms are defined in the Allocation Agreement).

The Agency contemplates it will provide financial assistance to the Company in the form of reduction in real property taxes for a period of eleven years, during which time taxes will be reduced by a fixed amount each year, which represents a deviation from the Agency's Uniform Tax Exemption Policy (the "Policy").

PILOT Payments will continue to be collected and allocated in accordance with the Allocation Agreement until such time as the Town is made whole for the Town's Actual Debt Service pertaining to the Public Improvements to develop the New Hartford Business Park (as said terms are defined in the Allocation Agreement). After the final allocation is made to the Town, the Allocation Agreement will terminate and the Affected Tax Jurisdictions will bill, collect and allocate PILOT Payments in the same proportion that taxes would have been allocated but not for the Agency's involvement, unless the Taxing Authorities have consented in writing to a specific allocation (for the purposes of preparing a PILOT bill, each Taxing Authority shall use the tax rate for the prior Exemption Year). We are enclosing a copy of the proposed First Amended and Restated PILOT Agreement for your information.

The Agency is also contemplating granting exemptions from sales and use taxes and exemptions from mortgage recording taxes, which is consistent with the Policy.

The Agency is deviating from its Policy for the following reasons:

1. **The nature of the proposed project:** The purpose of the Project is to allow for an existing industrial and research/development facility to more efficiently operate and expand its manufacturing capabilities. The Agency wishes to support the growth of manufacturing and research/development innovation in the region.
2. **The extent to which financial assistance for the properties will create or retain permanent, private sector jobs.** The Sublessee operates multiple locations within Oneida County in addition to the Facility (such facilities, including the Facility, collectively, the "Indium Facilities"). The Sublessee committed to retain the existing 733 FTEs at the Indium Facilities, all as a result of undertaking the Project.

Anthony J. Picente Jr.
County Executive

Shawna Papale
Secretary/
Executive Director

Timothy Fitzgerald
Assistant Secretary

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We are providing this notice to you, pursuant to Chapters 356 and 357 of the Laws of 1993, as the chief executive officer of an affected tax jurisdiction within which the project is located.

Should you desire to discuss this matter or if you have any questions concerning this notice please feel free to contact Shawna Papale at the Agency at telephone number 315-338-0393.

Very truly yours,

ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

By: 
Shawna M. Papale, Executive Director

Anthony J. Picente Jr.
County Executive

Shawna Papale
Secretary/
Executive Director

Timothy Fitzgerald
Assistant Secretary

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October 12, 2022

Pamela King, President
Board of Education
New Hartford Central School District
29 Oxford Road
New Hartford, New York 13413

**Re: *ICA Holdings III, LLC/The Indium Corporation of America
Woods Park Drive Facility***

Dear Ms. King:

On October 21, 2022 at 8:30 a.m. local time at 584 Phoenix Drive, Rome, New York 13441, the Oneida County Industrial Development Agency (the "Agency") will meet to consider a final authorizing resolution regarding the above-referenced project for the use of ICA Holdings III, LLC (the "Company") and The Indium Corporation of America (the "Sublessee").

The Sublessee has requested that the Agency assist in the acquisition and renovation of a three-story, 124,000± square foot office building and other site development work (the "Improvements") situated on a 13.5± acre parcel of land located at 301 Woods Park Drive, Town of New Hartford, Oneida County, New York (the "Land") and acquisition and installation of furniture, fixtures and equipment in the Improvements (the "Equipment"), all for the purpose of providing a corporate headquarters to support, expand and better utilize the current manufacturing facilities operated by The Indium Corporation of America (the "Sublessee") in Oneida County (the Land, the Improvements and the Equipment are referred to collectively as the "Facility" and the acquisition and equipping of the Facility is referred to as the "Project").

The Facility is the subject of a PILOT Agreement dated as of March 13, 2008 (the "Existing PILOT Agreement") by and among AX NY, the Hartford Sublessee and the Agency. The Agency collects and allocates PILOT Payments under the Existing PILOT Agreement pursuant to the terms of an Agreement Allocating PILOT Payments dated as of October 15, 2008 (the "Allocation Agreement") by and among the Agency, the Town of New Hartford (the "Town"), the New Hartford Central School District and the County of Oneida (collectively, the "Affected Tax Jurisdictions"). The Agency and the Taxing

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Authorities entered into the Allocation Agreement for the purpose of providing the Town with a source of funding first to pay the Town's Actual Debt Service pertaining to the Public Improvements to develop the New Hartford Business Park (as said terms are defined in the Allocation Agreement).

The Agency contemplates it will provide financial assistance to the Company in the form of reduction in real property taxes for a period of eleven years, during which time taxes will be reduced by a fixed amount each year, which represents a deviation from the Agency's Uniform Tax Exemption Policy (the "Policy").

PILOT Payments will continue to be collected and allocated in accordance with the Allocation Agreement until such time as the Town is made whole for the Town's Actual Debt Service pertaining to the Public Improvements to develop the New Hartford Business Park (as said terms are defined in the Allocation Agreement). After the final allocation is made to the Town, the Allocation Agreement will terminate and the Affected Tax Jurisdictions will bill, collect and allocate PILOT Payments in the same proportion that taxes would have been allocated but not for the Agency's involvement, unless the Taxing Authorities have consented in writing to a specific allocation (for the purposes of preparing a PILOT bill, each Taxing Authority shall use the tax rate for the prior Exemption Year). We are enclosing a copy of the proposed First Amended and Restated PILOT Agreement for your information.

The Agency is also contemplating granting exemptions from sales and use taxes and exemptions from mortgage recording taxes, which is consistent with the Policy.

The Agency is deviating from its Policy for the following reasons:

1. **The nature of the proposed project:** The purpose of the Project is to allow for an existing industrial and research/development facility to more efficiently operate and expand its manufacturing capabilities. The Agency wishes to support the growth of manufacturers and research/development innovation in the region.
2. **The extent to which financial assistance for the properties will create or retain permanent, private sector jobs.** The Sublessee operates multiple locations within Oneida County in addition to the Facility (such facilities, including the Facility, collectively, the "Indium Facilities"). The Sublessee committed to retain the existing 733 FTEs at the Indium Facilities, all as a result of undertaking the Project.

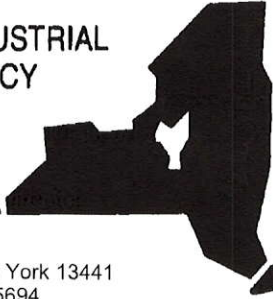
Anthony J. Picente Jr.
County Executive

Shawna Papale
Secretary/
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We are providing this notice to you, pursuant to Chapters 356 and 357 of the Laws of 1993, as the chief executive officer of an affected tax jurisdiction within which the project is located.

Should you desire to discuss this matter or if you have any questions concerning this notice please feel free to contact Shawna Papale at the Agency at telephone number 315-338-0393.

Very truly yours,

ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

By:


Shawna M. Papale, Executive Director

c: Cosimo Tangorra, Jr., Ed.D., Superintendent
Mary Mandel, Assistant Superintendent for Business Affairs

Anthony J. Picente Jr.
County Executive

Shawna Papale
Secretary/
Executive Director

Timothy Fitzgerald
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October 12, 2022

Paul A. Miscione, Supervisor
Town of New Hartford
8635 Clinton Street
New Hartford, New York 13413

**Re: *ICA Holdings III, LLC/The Indium Corporation of America
Woods Park Drive Facility***

Dear Mr. Miscione:

On October 21, 2022 at 8:30 a.m. local time at 584 Phoenix Drive, Rome, New York 13441, the Oneida County Industrial Development Agency (the "Agency") will meet to consider a final authorizing resolution regarding the above-referenced project for the use of ICA Holdings III, LLC (the "Company") and The Indium Corporation of America (the "Sublessee").

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Anthony J. Picente Jr.
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We are providing this notice to you, pursuant to Chapters 356 and 357 of the Laws of 1993, as the chief executive officer of an affected tax jurisdiction within which the project is located.

Should you desire to discuss this matter or if you have any questions concerning this notice please feel free to contact Shawna Papale at the Agency at telephone number 315-338-0393.

Very truly yours,

ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

By: _____


Shawna M. Papale, Executive Director



85 JETSON LANE, CENTRAL ISLIP, NEW YORK 11722
516.935.4000 FAX 516.935.4039
WWW.UNIVERSALPHOTONICS.COM

Shawna Papale
Oneida County Industrial Development Agency
5884 Phoenix Drive
Rome, NY 13441

October 13, 2022

RE: 10 Ward Street, Vernon, New York

Dear Shawna:

Facilities Realty Management Vernon, LLC (the "Company") is refinancing its current debt on the above referenced premises. We are refinancing with the incumbent bank NYCB and working to secure the appraisal. The property was recently appraised at \$2,900,000. We are looking for a ten-year term with a 65% to 80% loan to value. Our current mortgage of \$1.2 million was a 5-year term, 25-year amortization maturing February 2023. With interest rates on the rise, we are trying to refinance ahead of the February maturity date to take advantage of lower rates.

JH Rhodes, our operating company occupying the building, has been committed to local area and has made major capital improvements, a new driveway - \$220k, a new roof over the office area \$210k (to be completed prior to winter) and automated equipment of \$2.1 million (received in June 2022). We are expecting to replace the roof on the balance of the building in 2023. Our number of employees grew by 20% YOY to 54.

We request that the IDA approve this refinancing, approve the loan documents and extend the mortgage recording tax exemption in the amount of \$18,000.

JH Rhodes certifies that we will continue to make improvement in the building as needed. We are committed to our employees and to staying in Vernon. That being said we need the continued support of Oneida County in maintaining our pilot program.

Please let me know if you have any questions.

Sincerely,

A handwritten signature in blue ink, appearing to read 'L. Karlas', is written over the typed name.

Linda Karlas
Chief Financial Officer
Office 516-348-8203
Cell 631-495-5018

Facilities Realty Management Vernon, LLC

Employment Obligation: Create 20 jobs and retain 55 jobs

Current Employment: 54 FTEs

PILOT Start Date: 03/01/2013

PILOT End Date: 06/30/2028 (last day of PILOT benefits)

PILOT Terms: 1/3 of taxes years 1 – 5; 1/2 of taxes years 6 – 10; 2/3 of taxes years 11 - 15; and 100% of taxes after year 15. (Currently in Year 10).

Total Project Cost: \$4,125,000

MRTE extended at closing: \$25,500.00

MRTE extended at 2018 refinance: \$9,787.50

Precedent for Similar Requests:

- The Company submitted a similar refinancing request in 2018, which was approved.
- At the August 2022 meeting the IDA approved a request from GLDC to extend MRTE to mortgages in connection with its gas conversion project across several facilities, all of which original projects closed between 2010 and 2012.

**Authorizing Resolution
Facilities Realty Management Vernon,
LLC (Universal Photonics) Facility
2022 Project Refinance**

Date: October 21, 2022

At a meeting of the Oneida County Industrial Development Agency (the "Agency") held at 584 Phoenix Drive, Rome, New York 13441 on the 21st day of October 2022, the following members of the Agency were:

Members Present:

EDGE Staff Present:

Other Attendees:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to proposed financial assistance to Facilities Realty Management Vernon, LLC (Universal Photonics Facility) and the Agency granting a leasehold mortgage to the Bank in connection with the refinance of its project.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

Voting Aye

Voting Nay

RESOLUTION OF THE AGENCY APPROVING FINANCIAL ASSISTANCE IN THE FORM OF ADDITIONAL MORTGAGE RECORDING TAX EXEMPTION AND AUTHORIZING THE AGENCY TO EXECUTE THE LOAN DOCUMENTS AND RELATED DOCUMENTS WITH RESPECT TO THE REFINANCE OF THE FACILITIES REALTY MANAGEMENT VERNON, LLC FACILITY LOCATED IN THE TOWN OF VERNON, ONEIDA COUNTY.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 372 of the Laws of 1970 of the State of New York (collectively, the "Act"), the Agency was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, Facilities Realty Management Vernon, LLC (the "Company") previously requested the Agency provide its financial assistance relating to the acquisition and renovation of an existing 77,250± square foot manufacturing and warehouse facility (the "Improvements") located at 10 Ward Street, Town of Vernon, Oneida County, New York (the "Land"); and acquisition and installation of necessary equipment (the "Equipment"), all to be used in connection with the manufacture and distribution of polyurethane substrates used in the surface finishing industry (the Improvements, the Land and the Equipment referred to collectively as the "Facility"); and

WHEREAS, the Agency by resolution duly adopted on May 18, 2013 (the "Authorizing Resolution") approved financial assistance for the Facility in the form of exemptions from sales tax exemptions, mortgage recording tax exemptions and real property tax abatement for a period of fifteen years, during which time the Company will pay 1/3 of taxes years 1 – 5; ½ of taxes years 6 – 10 and 2/3 of taxes years 11 – 15 (the "Financial Assistance"); and

WHEREAS, the Agency owns a leasehold interest in the Facility and leases the Facility to the Company pursuant to a Leaseback Agreement dated July 1, 2012 (the "Leaseback Agreement"); and

WHEREAS, the Company has submitted to the Agency a letter dated October 13, 2022 describing a refinancing of its debt pertaining to the Facility through a loan from its existing lender NYCB (the "Bank") in the amount of \$2,900,000.00 (the "Loan") and affirming that the proceeds of the Loan are being invested into the Facility; and

WHEREAS, the Loan is to be secured by a mortgage from the Agency and the Company to the Bank (the "Mortgage") and any other documents the Bank may require to secure its lien (collectively, the "Loan Documents"); and

WHEREAS, the Company has requested the Agency enter into the Mortgage and authorize a mortgage recording tax exemption for this transaction in an amount not to exceed \$18,000.00 in the aggregate (the "Additional Mortgage Recording Tax Exemption"); and

WHEREAS, no public hearing is required to confirm the Additional Mortgage Recording Tax Exemption as the aggregate amount of the Additional Mortgage Recording Tax Exemption is less than \$100,000.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Industrial Development Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a "project", as such term is defined in the Act; and

(c) The refinancing of the Project and the Additional Mortgage Recording Tax Exemption with respect thereto will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Oneida County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The refinancing of the Project and the Additional Mortgage Recording Tax Exemption with respect thereto is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) It is desirable and in the public interest for the Agency to undertake the refinancing of the Project and the Additional Mortgage Recording Tax Exemption with respect thereto; and

(f) The Loan Documents will be effective instruments whereby the Agency grants the Bank a mortgage and security interest in and assigns its leasehold interest in the Facility (except for Unassigned Rights as defined in the Leaseback Agreement); and

(g) The SEQRA findings adopted by the Agency on February 10, 2012 encompassed the actions to be undertaken by this resolution.

Section 2. In consequence of the foregoing, the Agency hereby determines to:

(i) grant to the Bank the mortgages and security interests in and assign to the Bank its rights in any leases at the Facility (excepting the Agency's Unassigned Rights); (ii)

execute, deliver and perform the Loan Documents; and (iii) authorize the Additional Mortgage Recording Tax Exemption.

Section 3. The form and substance of the Loan Documents are hereby approved, conditioned upon inclusion of the Agency's customary language and subject to review and approval by Agency counsel.

Section 4.

(a) The Chairman, Vice Chairman, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Loan Documents, all in substantially the forms thereof presented to this meeting or in the forms to be approved by Agency Counsel, with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Secretary or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "Closing Documents"). The execution thereof by the Chairman, Vice Chairman, or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Vice Chairman, Secretary or member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Leaseback Agreement).

Section 5. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Closing Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Closing Documents binding upon the Agency.

Section 6. This resolution shall take effect immediately.

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Agency, including the resolutions contained therein, held on the 21st day of October 2022 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the Loan Documents contained in this transcript of proceedings are each in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) the meeting was open for the public to attend in person, and minutes of the Agency meeting are (or will be) transcribed and posted on the Agency's website, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of this _____ day of _____ 2022.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Shawna M. Papale, Secretary

DELTA LUXURY TOWNHOMES, LLC
105 Main Street
Whitesboro, NY 13492

September 27, 2022

Oneida County Industrial Development Agency
584 Phoenix Drive
Rome, New York 13441

ATTENTION: Chairman David C. Grow

RE: Delta Luxury Townhomes, LLC

16.44 acres

Vicinity of Merrick Road, City of Rome;

Proposed 18 structures (2 townhomes per structure)

Dear Mr. Grow:

I write pursuant to Section 6.1(b) of the subject Leaseback Agreement dated August 3, 2022 between Delta and OCIDA.

I call your attention to the attached deed wherein Delta Luxury Townhomes, LLC has deeded 3.25 acres to the City of Rome for the purpose of access road development. The City of Rome, per Joseph Guiliani, has indicated its urgent desire to install base material in said designated access roads prior to the onset

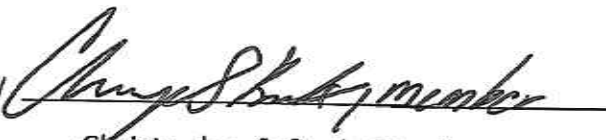
of winter weather conditions. Time is thus of the essence.

Given the foregoing, I respectfully request that the OCIDA execute a partial release of Lease referencing said 3.25 acres, as more particularly described in the attached deed and survey description.

Thank you for your assistance.

Sincerely,

Delta Luxury Townhomes, LLC

By 

Christopher S. Buck, Member

WARRANTY DEED WITH FULL COVENANTS (INDIVIDUAL AND CORPORATION)

THIS INDENTURE, made the 23rd day of September, 2022

Between

DELTA LUXURY TOWNHOMES, LLC, a business corporation, with an office and principal place of business located at 105 Main Street, Whitesboro, NY 13492,

party of the first part,

and

CITY OF ROME, NEW YORK, with an office and principal place of business located at 198 N. Washington Street, Rome, NY 13440,

party of the second part,

WITNESSETH, that the party of the first part, in consideration of One Dollar (\$1.00), lawful money of the United States, paid by the party of the second part, does hereby grant and release unto the party of the second part, its heirs or successors and assigns of the party of the second part forever,

SEE SCHEDULE "A" ATTACHED FOR LEGAL DESCRIPTION

BEING PART OF THE SAME PREMISES conveyed by Cynthia E. Ducharme to Delta Luxury Townhomes, LLC by Deed dated June 13, 2022 and recorded in the Oneida County Clerk's Office on August 10, 2022 as Instrument No. 2022-012834.

TOGETHER with all right, title and interest, if any, of the party of the first part in and to any streets and roads abutting the above described premises to the center lines thereof,

TOGETHER with the appurtenances and all the estate and rights of the party of the first part in and to said premises,

TO HAVE AND TO HOLD the premises herein granted unto the party of the second part, its heirs or successors and assigns of the party of the second part forever.

AND the party of the first part, in compliance with Section 13 of the Lien Law, covenants that the party of the first part will receive the consideration for this conveyance and will hold the right to receive such consideration as a trust fund to be applied first for the purpose of paying the costs of the improvement and will apply the same first to the payment of the cost of the improvement before using any part of the total of the same for any other purpose.

AND the party of the first part covenants as follows:

FIRST. That said party of the first part is seized of the said premises in fee simple, and has good right to convey the same;

SECOND. That the party of the second part shall quietly enjoy the said premises;


THIRD. That the said premises are free from encumbrances, except as aforesaid;

FOURTH. That the party of the first part will execute or procure any further necessary assurance of the title to said premises;

FIFTH. That said party of the first part will forever warrant the title to said premises.

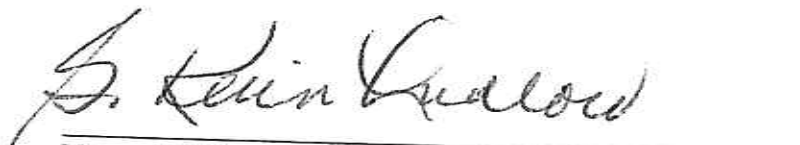
The word "party" shall be construed as if it read "parties" whenever the sense of this indenture so requires.

IN WITNESS WHEREOF, the party of the first part has duly executed this deed the day and year first above written.


DELTA LUXURY TOWNHOMES, LLC
By: CHRISTOPHER BUCK, MANAGER

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

On the 23rd day of September in the year 2022, before me, the undersigned, personally appeared CHRISTOPHER BUCK, as Manager of Delta Luxury Townhomes, LLC, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.


Notary Public

RECORD AND RETURN TO:

Jacqueline M. Izzo, Mayor
City of Rome, New York
198 N. Washington Street
Rome, NY 13440

G. KEVIN LUDLOW, ESQ.
NOTARY PUBLIC - N.Y. STATE
NO. 02LU4812422
QUALIFIED IN ONEIDA COUNTY
MY COMM. EXPIRES DEC. 31, 20 22

The inner boundary of the Road being described as follows:

Commencing at the centerline intersection of the proposed Liam Lane and the proposed Charles Anken Boulevard; Thence N 49° 59' 53" W along the centerline of the said proposed Liam Lane 69.77 feet; Thence S 40° 00' 07" W, 30.00 feet to a point, said point being the point of beginning; Thence the following ten courses and distances:

On a curve to the right having a radius of 39.00 feet, an arc length of 61.69 feet, and a delta angle of 90° 38' 00" to a point,

S 40° 38' 07" W, 464.76 feet to a point,

On a curve to the right having a radius of 41.00 feet, an arc length of 46.52 feet, and a delta angle of 65° 00' 24",

N 74° 21' 53" W, 191.07 feet to a point,

On a curve to the right having a radius of 41.00 feet, an arc length of 17.89 feet, and a delta angle of 25° 00' 00" to a point,

N 49° 21' 53" W, 90.83 feet to a point,

On a curve to the right having a radius of 40.00 feet, an arc length of 62.83 feet, and a delta angle of 90° 00' 00" to a point,

N 40° 38' 07" E, 542.58 feet to a point,

On a curve to the right having a radius of 40.00 feet, an arc length of 62.39 feet, and a delta angle of 89° 21' 59" to a point, and

S 49° 59' 53" E, 266.03 feet to the point of beginning, containing a total of 3.25 acres.

Meaning and intending to convey a roadway 60 feet in width as shown on "Delta Subdivision Plat Map of property of Delta Luxury Townhomes, LLC", by Susan M.

Anacker, Professional Land Surveyor, dated June 25, 2021 and last revised April 18, 2022

All bearings are referred to Grid North of Central Meridian.

SCHEDULE "A"

All that piece or parcel of land situate at Merrick Road, City of Rome, County of Oneida, State of New York, the outer boundary of the road being described as follows:

Beginning at a point in the line between the lands of Delta Luxury Apartments SPE II, LLC (Instrument Number 2018-013453) on the northeast and the property herein on the southwest, said point being S 06° 19' 48" E, 749.4 feet ± from a capped iron found in the northwest corner of the lands of the said Delta Apartments SPC I, LLC (Instrument Number 2017-018010) said point being the point of beginning; Thence the following nineteen courses and distances along the last mentioned division line and along the lands of and through the lands of Cynthia E. Ducharme (Instrument Number 2011-009730):

S 49° 59' 57" E, 62.34 feet to a point,

On a curve to the right having a radius of 1090.98 feet, an arc length of 95.39 feet, and a delta angle of 05° 00' 34" to a point,

On a curve to the left having a radius of 39.00 feet, an arc length of 54.25 feet, and a delta angle of 79° 41' 52" to a point,

S 49° 59' 53" E, 149.44 feet to a point,

S 40° 00' 07" W, 60.00 feet to a point,

N 49° 59' 53" W, 152.01 feet to a point,

On a curve to the left having a radius of 39.00 feet, an arc length of 60.83 feet, and a delta angle of 89° 22' 00" to a point,

S 40° 38' 07" W, 466.29 feet to a point,

On a curve to the right having a radius of 101.00 feet, an arc length of 114.59 feet, and a delta angle of 65° 00' 24" to a point,

N 74° 21' 53" W, 191.07 feet to a point,

On a curve to the right having a radius of 101.00 feet, an arc length of 44.07 feet, and a delta angle of 25° 00' 00" to a point,

N 49° 21' 53" W, 90.83 feet to a point,

On a curve to the right having a radius of 100.00 feet, an arc length of 157.08 feet, and a delta angle of 90° 00' 00" to a point,

N 40° 38' 07" E, 542.58 feet to a point,

On a curve to the right having a radius of 100.00 feet, an arc length of 155.97 feet, and a delta angle of 89° 21' 59" to a point,

S 49° 59' 53" E, 266.03 feet to a point,

On a curve to the left having a radius of 39.00 feet, an arc length of 69.25 feet, and a delta angle of 101° 45' 16" to a point,

On a curve to the left having a radius of 1030.98 feet, an arc length of 80.47 feet, and a delta angle of 04° 28' 19" to a point, and

On a curve to the left having a radius of 1030.98 feet, an arc length of 75.42 feet, and a delta angle of 04° 11' 29" to the point of beginning.

DEPARTMENT HEAD REQUEST FOR LEGISLATION

THROUGH: JACQUELINE M. IZZO, MAYOR

TO: OFFICE OF THE CORPORATION COUNSEL

DATE: October 5, 2022

COMMON COUNCIL AND/OR BOARD OF ESTIMATE & CONTRACT

DATE OF MEETING(S): October 12, 2022

Authorize the Mayor of the City of Rome New York to enter into an agreement with Delta Luxury Townhomes. LLC to accept lands as described in Schedule A attached. The lands being Acquired from Delta are lands to be incorporated into Delta community off of Merrick Road and Thus, Liam Lane and Charles Anken Boulevard.

ALL PERTINENT INFORMATION AND DOCUMENTATION MUST BE ATTACHED FOR PROPER DRAFTING OF THE LEGISLATION (CHECK APPLICABLE BOXES):

- Real Property Acquisitions or Street Naming's:** Legal description and map of the area/parcel in question from the Department of Public Works is attached.
- Street Signage or Parking Changes:** Traffic study, parcel map, and opinion/recommendation from the Department of Public Works is attached.
- Travel and Conferences:** Dates, title of all attendees, total cost including registration, mileage, tolls, lodging and/or meals and conference information (copy of pamphlet/brochure, etc.) is attached.
- Resolutions of Commendation or urging support of another governmental entity for a measure beneficial to the City:** Text/information to be included in Resolution and officials to be copied are attached.
- Accepting Donations to the City:** Details of donation and the public purpose involved are attached.
- Contracts:** All parties to agreement, term, total cost, whether the contract was put out to bid, and type of agreement (lease, lease-purchase, professional services, etc.), are attached.
- Grant Applications:** All involved parties, cost to City, if any, whether legislative/Council approval is specifically required; any draft or model Resolutions attached to application, are attached.
- Bid Advertisement:** Purpose, return date and time are listed or attached herein.
- Change Orders/Amendments to Contracts:** Information regarding prior legislative approval is attached.
- Personnel changes:** Title, pay grade information, reason and effective date of change are listed herein
- Other** (see attached).


DEPARTMENT HEAD

JACQUELINE M. IZZO, MAYOR APPROVAL

***PLEASE NOTE: All Requests for Legislation must be approved and signed by the Mayor and contain all pertinent information and/or supporting documentation *prior* to delivery to the Corporation Counsel's office. All completed Requests for Legislation must be submitted a **minimum of ten (10) business days prior to the applicable meeting**. Late requests requiring a Waive Rule 6 procedure need the approval and signature of both the Common Council President and the Mayor. Consideration must be given to the fact that additional time may be necessary for legal research and drafting purposes depending upon the complexity, uniqueness and magnitude of the request. Thank you for your cooperation.

RESOLUTION NO. 112

**AUTHORIZING THE MAYOR TO ENTER INTO AN AGREEMENT WITH
DELTA LUXURY TOWNHOMES, LLC TO ACCEPT LANDS
TO BE INCORPORATED INTO DELTA COMMUNITY.**

By Councilor Anderson:

WHEREAS, Delta Luxury Townhomes, LLC, desires to convey a roadway, sixty (60) feet in width, to the City of Rome as shown on "Delta Subdivision Plat Map of property of Delta Luxury Townhomes, LLC," by Susan M. Anacker, Professional Land Surveyor, dated June 25, 2021 and last revised April 18, 2022; and

WHEREAS, the Mayor of the City of Rome wishes to enter into an agreement with Delta Luxury Townhomes, LLC to accept the lands as described in the attached documents; and

WHEREAS, acquired from Delta are lands to be incorporated into Delta Community off of Merrick Road, and Liam Lane and Charles Anken Boulevard shall be created; now, therefore

BE IT RESOLVED, that the Mayor of the City of Rome is hereby authorized to execute a warranty deed and related documents, to confirm the transfer of the lands as described in Schedule A attached.

Seconded by Councilor Rogers.

AYES: Sparace, Mortise, Rogers, Smith, Anderson, Dursi
NAYS: None
EXCUSED: Tracy
ADOPTED: October 12, 2022

**WARRANTY DEED WITH FULL COVENANTS
(INDIVIDUAL AND CORPORATION)**

THIS INDENTURE, made the 23rd day of September, 2022

Between

DELTA LUXURY TOWNHOMES, LLC, a business corporation, with an office and principal place of business located at 105 Main Street, Whitesboro, NY 13492,

party of the first part,

and

CITY OF ROME, NEW YORK, with an office and principal place of business located at 198 N. Washington Street, Rome, NY 13440,

party of the second part,

WITNESSETH, that the party of the first part, in consideration of One Dollar (\$1.00), lawful money of the United States, paid by the party of the second part, does hereby grant and release unto the party of the second part, its heirs or successors and assigns of the party of the second part forever,

SEE SCHEDULE "A" ATTACHED FOR LEGAL DESCRIPTION

BEING PART OF THE SAME PREMISES conveyed by Cynthia E. Ducharme to Delta Luxury Townhomes, LLC by Deed dated June 13, 2022 and recorded in the Oneida County Clerk's Office on August 10, 2022 as Instrument No. 2022-012834.

TOGETHER with all right, title and interest, if any, of the party of the first part in and to any streets and roads abutting the above described premises to the center lines thereof.

TOGETHER with the appurtenances and all the estate and rights of the party of the first part in and to said premises,

TO HAVE AND TO HOLD the premises herein granted unto the party of the second part, its heirs or successors and assigns of the party of the second part forever.

AND the party of the first part, in compliance with Section 13 of the Lien Law, covenants that the party of the first part will receive the consideration for this conveyance and will hold the right to receive such consideration as a trust fund to be applied first for the purpose of paying the costs of the improvement and will apply the same first to the payment of the cost of the improvement before using any part of the total of the same for any other purpose.

AND the party of the first part covenants as follows:

SCHEDULE "A"

All that piece or parcel of land situate at Merrick Road, City of Rome, County of Oneida, State of New York, the outer boundary of the road being described as follows:

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On a curve to the right having a radius of 1090.98 feet, an arc length of 95.39 feet, and a delta angle of 05° 00' 34" to a point,

On a curve to the left having a radius of 39.00 feet, an arc length of 54.25 feet, and a delta angle of 79° 41' 52" to a point,

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On a curve to the left having a radius of 39.00 feet, an arc length of 60.83 feet, and a delta angle of 89° 22' 00" to a point,

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On a curve to the left having a radius of 1030.98 feet, an arc length of 80.47 feet, and a delta angle of 04° 28' 19" to a point, and

On a curve to the left having a radius of 1030.98 feet, an arc length of 75.42 feet, and a delta angle of 04° 11' 29" to the point of beginning.

The inner boundary of the Road being described as follows:

Commencing at the centerline intersection of the proposed Liam Lane and the proposed Charles Anken Boulevard; Thence N 49° 59' 53" W along the centerline of the said proposed Liam Lane 69.77 feet; Thence S 40° 00' 07" W, 30.00 feet to a point, said point being the point of beginning; Thence the following ten courses and distances:

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Anacker, Professional Land Surveyor, dated June 25, 2021 and last revised April 18, 2022

All bearings are referred to Grid North of Central Meridian.

**Resolution – Partial Release of Leases
Delta Luxury Townhomes LLC Facility**

Date: October 21, 2022

At a meeting of the Oneida County Industrial Development Agency (the “Agency”) held at 584 Phoenix Drive, Rome, New York 13441 on the 21st day of October 2022, the following members of the Agency were:

Members Present:

EDGE Staff Present:

Other Attendees:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to the release of certain lands from the Delta Luxury Townhomes, LLC Facility.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

Voting Aye

Voting Nay

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE THE PARTIAL RELEASE OF LEASES AND RELATED DOCUMENTS WITH RESPECT TO CONVEYANCE TO THE CITY OF ROME CERTAIN ROADWAYS LOCATED IN THE DELTA LUXURY TOWNHOMES, LLC FACILITY, CITY OF ROME, ONEIDA COUNTY.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 372 of the Laws of 1970 of the State of New York (collectively, the "Act"), the Agency was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, Delta Luxury Townhomes LLC (the "Company") previously requested that the Agency provide certain financial assistance, consisting of exemptions from mortgage recording taxes and exemptions from sales taxes (the "Financial Assistance"), for a project consisting of acquisition of a 16.44± acre portion of a 52.22± acre parcel of land located at 202-221, 251-259, 261, 263, 265, 267, 269-277, 279, 281, 281, 285, 287, 289, 291, and 293 Liam Lane (f/k/a Merrick Road), City of Rome, Oneida County, New York (the "Land"); construction on the Land of eighteen, two-unit single-story townhome buildings (36 units total), together with all necessary infrastructure, utilities, roads, sidewalks, water and sewer systems to service the same (collectively, the "Improvements"); and acquisition and installation of equipment in the Improvements (the "Equipment"), all for the purpose of filling a demonstrated demand for rental housing to support employment in the region (the Land, the Improvements and the Equipment are referred to collectively as the "Facility" and the construction and equipping of the Improvements is referred to as the "Project"); and

WHEREAS, the Company leases the Facility to the Agency pursuant to a Lease Agreement dated as of August 3, 2022 (the "Lease Agreement") and the Agency leases the Facility back to the Company pursuant to a Leaseback Agreement dated as of August 3, 2022 (the "Leaseback Agreement" and together with the Lease Agreement, the "Leases"); and

WHEREAS, the Company has notified the Agency that the City of Rome (the "City") has agreed to accept title to and maintain certain roadways located at the Facility; and

WHEREAS, the Company is now requesting the Agency authorize the release of a 3.25 acre parcel of land comprising the roadways (collectively, the "Released Land") from the Leases to allow for title to be transferred by the Company to the City; and

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Industrial Development Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby determines that it is in furtherance of the Facility for the Company to convey the Released Land to the City and consents to the release of the Released Land from the Leases.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) release the Released Land from the Leases, (ii) execute, deliver and perform a Partial Release of Leases.

Section 3. The Agency is hereby authorized to release the Released Land and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 4. The form and substance of the Partial Release of Leases (in substantially the form customary to the Agency and subject to counsel review) is hereby approved.

Section 5.

(a) The Chairman, Vice Chairman, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Partial Release of Leases, in substantially the form thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Secretary or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "Closing Documents"). The execution thereof by the Chairman, Vice Chairman, or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Vice Chairman, Secretary or member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency.

Section 6. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Closing Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Closing Documents binding upon the Agency.

Section 7. This resolution shall take effect immediately.

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Agency, including the resolutions contained therein, held on the 21st day of October 2022 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the Partial Release of Leases contained in this transcript of proceedings is in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of this _____ day of _____ 2022.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Shawna M. Papale, Secretary

Saunders Kahler, L.L.P.
ATTORNEYS AT LAW

Joseph E. Saunders
Camille Tauroney Kahler *
Merritt S. Locke
Michael D. Callan
William D. Wallace II[↓]
Elizabeth I. Gaffney
* *also admitted in Florida*
[↓] *also admitted in Pennsylvania,
Texas and West Virginia*

Samuel D. Hester *of counsel*
Gregory A. Hamlin *of counsel*

October 12, 2022

David C. Grow, Esq., Chairman
Oneida County Industrial Development Agency
584 Phoenix Drive
Rome, New York 13340

**RE: License Agreement between GLDC/OCIDA and Vincent Holdings, LLC
Premises: Building 302 – Brooks Road/March Street, Rome, New York**

Dear Mr. Grow:

As you know, our law firm represents Griffiss Local Development Corporation (“GLDC”).

The United States of America, acting by and through the Secretary of the Air Force, conveyed to the Oneida County Industrial Development Agency (“OCIDA”), by deed acknowledged December 11, 2018, and recorded in the Oneida County Clerk’s Office as Instrument No. 2020-017045, that certain 1.742-acre parcel of land, together with the building and other improvements situate thereon, located on the southwest corner of the Brooks Road/March Street intersection, in the City of Rome, County of Oneida, State of New York, commonly known as Building 302 (the “Building 302 Property”).

OCIDA leases the Building 302 Property (together with other premises) to GLDC. Under the said lease, GLDC has the right to acquire all or any portion of the leased premises from OCIDA for nominal consideration.

Vincent Holdings, LLC (“Vincent Holdings”) approached GLDC with a plan to rehabilitate the Building 302 Property. GLDC, OCIDA and Vincent Holdings (collectively, the “Parties”) entered into a License Agreement with Option to Purchase, dated February 25, 2021 (the “License Agreement”), whereunder GLDC and OCIDA afforded Vincent Holdings a license to complete certain agreed upon rehabilitation work, whereafter Vincent Holdings may exercise its option to purchase the Building 302 Property. The Parties entered into an Amendment to the License Agreement, dated June 11, 2021, establishing the “Effective Date” under the License Agreement as July 14, 2021.

Saunders Kahler, L.L.P.
ATTORNEYS AT LAW

David C. Grow Letter

October 12, 2022

Page 2 of 2

Vincent Holdings commenced work under the License Agreement, and to date has (i) completed the asbestos abatement, demolition and cleanup of the interior of the Building 302 Property; (ii) substantially completed the exterior patching and painting of the Building 302 Property; (iii) kept the Building 302 Property in a neat, clean and safe condition; and (iv) nearly completed its due diligence work related to the Building 302 Property. Vincent Holdings advised GLDC that its due diligence work had taken longer than expected and, therefore, requested a six (6) month extension of time to (i) the License Term (from October 25, 2022 to April 25, 2022) and (ii) exercise the Purchase Option (from October 25, 2022 to May 25, 2022 – deadline in which Vincent Holdings must provide GLDC with a signed PSA) (the “Extensions”).

On August 18, 2022, GLDC’s Board of Directors adopted a resolution approving the Extensions. In furtherance of the aforementioned resolution, GLDC and Vincent Holdings entered into a License Extension Addendum. I present you herewith the License Extension Addendum, which has been signed by GLDC and Vincent Holdings, along with Vincent Holdings’ current insurance certificates, naming GLDC and OCIDA as additional insureds.

It is kindly requested that OCIDA’s Board approve the License Extension Addendum and that you execute same and return duplicate originals to GLDC, or I can come pick the signed originals up at your office.

Thank you for your consideration.

Very truly yours,

SAUNDERS KAHLER, L.L.P.

By: *Michael D. Callan*
Michael D. Callan

MDC: hmg
Encs.

**Authorizing Resolution
Extension of GLDC License to
Vincent Holdings**

Date: October 21, 2022

At a meeting of the Oneida County Industrial Development Agency (the "Agency") held at 584 Phoenix Drive, Rome, New York 13441 on the 21st day of October 2022, the following members of the Agency were:

Members Present:

EDGE Staff Present:

Other Attendees:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to consent to the extension of an existing license agreement from Griffiss Local Development Corporation to Vincent Holdings, LLC.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

Voting Aye

Voting Nay

RESOLUTION OF THE AGENCY CONSENTING TO THE EXTENSION OF AN EXISTING LICENSE AGREEMENT FROM GRIFFISS LOCAL DEVELOPMENT CORPORATION TO VINCENT HOLDINGS, LLC AND AUTHORIZING THE AGENCY TO EXECUTE RELATED DOCUMENTS WITH RESPECT TO BUILDING 302 LOCATED IN THE GRIFFISS BUSINESS AND TECHNOLOGY PARK, CITY OF ROME, ONEIDA COUNTY.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 372 of the Laws of 1970 of the State of New York (collectively, the "Act"), the Agency was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, Oneida County Industrial Development Agency (the "Agency") leases to Griffiss Local Development Corporation ("GLDC") a 1.742 acre parcel of land located on the southwest corner of the Brooks Road/March Street intersection in the City of Rome, together with the building and other improvements located thereon known as Building 302 (the "Facility") pursuant to a lease agreement (the "Agency Lease Agreement"); and

WHEREAS, GLDC previously requested the Agency consent to the license of the Facility to Vincent Holdings, LLC (the "Licensee") to allow the Licensee to perform certain rehabilitation work on the Facility, which consent the Agency granted by resolution adopted March 26, 2021; and

WHEREAS, GLDC and the Licensee wish to extend the license for an additional six months, and has requested the Agency consent to the same; and

WHEREAS, no public hearing is required to confirm such action as no additional financial assistance is requested.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Industrial Development Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a "project", as such term is defined in the Act; and

(c) Consenting to the extension of the license will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Oneida County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) Consenting to the extension of the license is reasonably necessary to induce GLDC and/or the Licensee to maintain and expand their respective business operations in the State of New York; and

(e) It is desirable and in the public interest for the Agency to consent to the extension of the license.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) consent to the extension of the license; (ii) execute the license extension to the extent necessary to acknowledge its consent.

Section 3. The form and substance of the license extension is hereby approved, subject to review and approval by Agency counsel and subject to receipt of current insurance certificates.

Section 4.

(a) The Chairman, Vice Chairman, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the license extension, in substantially the form thereof presented to this meeting or in the form to be approved by Agency Counsel, with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Secretary or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "Closing Documents"). The execution thereof by the Chairman, Vice Chairman, or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Vice Chairman, Secretary or member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Agency Lease Agreement).

Section 5. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Closing Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the

Agency with all of the terms, covenants and provisions of the Closing Documents binding upon the Agency.

Section 6. This resolution shall take effect immediately.

DRAFT

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Agency, including the resolutions contained therein, held on the 21st day of October 2022 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the license extension contained in this transcript of proceedings is in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) the meeting was open for the public to attend in person, and minutes of the Agency meeting are (or will be) transcribed and posted on the Agency's website, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of this ____ day of _____ 2022.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Shawna M. Papale, Secretary

KOWALCZYK & DEERY, LLP

A Registered Limited Liability Partnership

ATTORNEYS AND COUNSELORS AT LAW

ANDREW S. KOWALCZYK, III
JOSEPH S. DEERY, JR.

185 GENESEE STREET, SUITE 1201
UTICA, NEW YORK 13501
(315)724-3164

ANDREW S. KOWALCZYK (1902-1952)
JOSEPH S. DEERY (1910-1961)
THEODORE L. TOLLES (1935-2004)
ANDREW S. KOWALCZYK, JR. (1935-2020)

FACSIMILE (315) 724-3212
E-MAIL: ask3@ktdlaw.com
WEBSITE: www.ktdlaw.com
SERVICE NOT ACCEPTED BY
E-MAIL OR FACSIMILE

BRADLEY M. KOWALCZYK
MARY BETH HANSS ▲
OF COUNSEL

▲ ALSO ADMITTED IN FL AND MD

MICHELLE E. BROADBENT (RETIRED)

October 11, 2022

Via Email: mcallan@saunderskahler.com

Michael Callan, Esq.

Re: License Agreement between GLDC and Vincent Holdings, LLC
Premises: Building 302- Brooks Road/March Street, Rome, New York

Dear Mike,

Please find attached an electronic signed copy of the Extension Agreement. Please have the same signed and return an emailed signed copy to my attention.

Yours truly,



ANDREW S. KOWALCZYK III, ESQ.
KOWALCZYK & DEERY, LLP
ASK3/blh

Cc: Vincent Ficchi
Ron Cerminaro

This **FIRST LICENSE EXTENSION ADDENDUM** (this "Addendum") to the **LICENSE AGREEMENT (WITH OPTION TO PURCHASE)**, dated February 25, 2021 (the "License Agreement"), between **ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY, GRIFFISS LOCAL DEVELOPMENT CORPORATION** (collectively, "Licensor") and **VINCENT HOLDINGS, LLC** ("Licensee").

RECITALS:

WHEREAS, the License Agreement remains in full force and effect;

WHEREAS, all capitalized terms used in this Addendum, unless specifically defined herein, shall have the same meaning as given in the License Agreement;

WHEREAS, Licensee has requested of Licensor a six month extension of the License Term, so that Licensee may (i) complete its due diligence, inclusive of but not limited to those due diligence items set forth in Sections 15 and 17 of the License Agreement, (ii) complete the Work, and (iii) exercise the Option to Purchase; and

NOWHEREFORE in consideration of the above Recitals and for other good and valuable consideration, acknowledged and exchanged by and between Licensor and Licensee, Licensor and Licensee hereby agree as follows:

1. Licensor hereby agrees to extend by six (6) months (from October 25, 2022 to April 25, 2023) the following:

- a. The License Term;
 - b. Licensee's time to complete its due diligence, inclusive of but not limited to those due diligence items set forth in Sections 15 and 17 of the License Agreement;
 - c. Licensee time to complete the Work, except as set forth in Section 2 of this Agreement; and
 - d. Licensee's time to exercise the Option to Purchase.
-

2. Licensee hereby agrees to substantially complete the exterior patching and painting of the building located on the Building 302 Property by October 14, 2022, and to clean, mow, and otherwise maintain the grounds of the Building 302 Property in a neat, safe and clean condition.

3. Other than the modifications to the License Agreement and the extensions set-forth herein, the License Agreement remains in full force and effect, without other modifications.

4. Neither this Addendum nor the License Agreement may be further modified or extended without written instrument executed by Licensor and Licensee.

IN WITNESS WHEREOF, each of the parties hereto has executed this Addendum the day and year first above written.

LICENSOR:

GRIFISS LOCAL DEVELOPMENT CORPORATION

By: 
Steven J. DiMeo
Its Authorized Representative

ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

By: _____
David C. Grow
Chairman

LICENSEE:

VINCENT HOLDINGS, LLC

By: 
Vincent Ficchi
Member

**Resolution to Extend Period of
Agency Appointment
B240 LLC (Air City Lofts Phase 3)
Facility**

Date: October 21, 2022

At a meeting of the Oneida County Industrial Development Agency (the "Agency") held at 584 Phoenix Drive, Rome, New York 13441 on the 21st day of October 2022, the following members of the Agency were:

Members Present:

EDGE Staff Present:

Other Attendees:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to extending the period of the agency appointment relating to previously approved financial assistance to B240 LLC (Air City Lofts Phase 3 Facility).

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

Voting Aye

Voting Nay

RESOLUTION AUTHORIZING THE AGENCY TO EXTEND THE PERIOD OF THE AGENCY APPOINTMENT AND EXECUTE RELATED DOCUMENTS WITH RESPECT TO THE B240 LLC (AIR CITY LOFTS PHASE 3) FACILITY LOCATED IN THE CITY OF ROME, ONEIDA COUNTY.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 372 of the Laws of 1970 of the State of New York (collectively, the "Act"), the Agency was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, the Company previously requested the Agency's assistance consisting of exemptions from mortgage recording taxes, abatement of real property taxes and exemptions from sales taxes (the "Financial Assistance"), for a project consisting of Phase 3 of a multi-phased mixed-use community, which Phase 3 consists of the acquisition of 1.67± acres of land located at 1371 Floyd Avenue, Griffiss Business and Technology Park, City of Rome, Oneida County, New York (the "Land"); construction on the Land of two, four-story buildings comprised of studio, one bedroom, and two bedroom apartments for a collective total of 100 market rate apartments, together with infrastructure to service the same (collectively, the "Improvements"); and acquisition and installation of equipment in the Improvements (the "Equipment"), all for the purpose of providing housing within the community for existing and future employees of the Griffiss Business and Technology Park and surrounding employers, and to enhance talent recruitment and economic development in the region (the Land, the Improvements and the Equipment are referred to collectively as the "Facility" and the construction and equipping of the Improvements is referred to as the "Project"); and

WHEREAS, on October 21, 2021 the Agency adopted a resolution authorizing financial assistance in support of the Facility, which included exemptions from sales and uses taxes in an amount not to exceed \$713,817; and

WHEREAS, the Company has submitted to the Agency a request to extend the period of the agency appointment under which the Company may utilize the exemption to September 30, 2023 (the "Extended Financial Assistance") to allow the Company to complete construction of the Facility.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Industrial Development Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a "project", as such term is defined in the Act; and

(c) The Extended Financial Assistance will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Oneida County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The Extended Financial Assistance is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) The SEQRA findings adopted by the Agency on August 20, 2021 encompassed the actions to be undertaken by this resolution and no changes have been made since that time to the proposed action that would create new or increased adverse environmental impacts; and

(f) It is desirable and in the public interest for the Agency to approve the Extended Financial Assistance.

Section 2. In consequence of the foregoing, the Agency hereby determines to (i) extend the agency appointment to September 30, 2023 and (ii) execute and deliver an agency appointment letter, Form ST-60 and related documents (the "Extended Sales Tax Documents") in support of the Project.

Section 3. The Agency is hereby authorized to do all things necessary or appropriate for the accomplishment of the Extended Financial Assistance, and all acts heretofore taken by the Agency with respect to such Extended Financial Assistance are hereby approved, ratified and confirmed.

Section 4. The form and substance of the Extended Sales Tax Documents (each in substantially the forms presented to the Agency and which, prior to the execution and delivery thereof, may be redated) are hereby approved.

Section 5.

(a) The Chairman, Vice Chairman, Executive Director, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Extended Sales Tax Documents, all in substantially the forms thereof presented to or approved by this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Executive Director, Secretary or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution. The execution thereof by the Chairman, Vice Chairman, Executive Director or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Vice Chairman, Executive Director, Secretary or member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Leaseback Agreement).

Section 6. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Extended Sales Tax Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Extended Sales Tax Documents binding upon the Agency.

Section 7. This resolution shall take effect immediately.

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Agency, including the resolutions contained therein, held on October 21, 2022 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

IN WITNESS WHEREOF, I have hereunto set my hand as of October 21, 2022.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Shawna M. Papale, Secretary

DRAFT

Anthony J. Picente Jr.
County Executive

Shawna M. Papale
Secretary/Executive Director

Jennifer Waters
Assistant Secretary

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY



584 Phoenix Drive,
Rome, New York 13441-4105
(315) 338-0393, fax (315) 338-5694
info@mvedge.org; www.mvedge.org

David C. Grow
Chairman

Michael Fitzgerald
Vice Chairperson

Mary Faith Messenger
Treasurer

Ferris Betrus, Jr.
Kirk Hinman
Eugene Quadraro
Stephen Zogby

REQUEST FOR EXTENSION OR INCREASE OF SALES TAX EXEMPTION

Companies that wish to request either an extension of time, an increase in value, or both should complete this form and submit to the IDA at least 14 days prior to (i) the expiration of the current exemption or (ii) date on which increased purchases will be made. Please submit a current certificate of insurance evidencing the IDA is named as additional insured with this request. If necessary, please attach additional sheets to provide the IDA with all relevant information to consider this request.

Company Name: B240 LLC IDA Project # 3001-21-B240P3

Nature of Request: Extension of time until (date) 09/30/2023 (mm/dd/yyyy)

Increase in value to (amount) \$ _____

Current FTEs at Facility: 0.00

Please describe the work that has been performed to date:

Both buildings are mid-project, working currently on exterior finish to move to interior as the weather turns. Framing continues inside before closing up exterior/windows late October/early November.

Please describe the work that remains to be performed:

Both buildings are mid-project with building completion schedule, best case, May 2023. Remaining work includes finishing exterior/roof/siding/patios etc., majority of interior work on both buildings, site/landscaping (can't start until Spring 2023).

Please describe the reasons that an extension of time and/or increase in value is being requested (be specific about what has changed from the time the original application was submitted). If the Project Costs have changed from the original application, please complete the attached sheet that compares the original costs to the revised costs and provide an explanation for the change.

Project approvals had to be obtained ahead of actual project start. Project slightly lagging due to materials delays.

Value of purchases and exemptions claimed to date:

Purchases
\$ 3,272,102

Exemptions
\$ 286,312

Value of purchases and exemptions projected to complete the project:

Purchases
\$ 4,885,807

Exemptions
\$ 427,505

TO BE COMPLETED BY OCIDA

Date original exemption was granted: 08/20/2021 (mm/dd/yyyy)

Date of any prior extensions authorized: _____ (mm/dd/yyyy)

Has the Company remitted annual rent and reporting requirements? Yes No

Employment Obligation: 2 FTE

(If housing project, attach original Project Obligation)

Estimated Project Cost and Financing

List the costs necessary for preparing the facility.

	Original	Revised	Difference <small>(use minus symbol where applicable)</small>
Land Acquisition	\$	\$	\$
Existing Building(s) ACQUISITION	\$	\$	\$
Existing Building(s) RENOVATION	\$	\$	\$
NEW Building(s) CONSTRUCTION	\$	\$	\$
Installation Costs	\$	\$	\$
Site preparation/parking lot construction	\$	\$	\$
Machinery & Equipment that is TAXABLE	\$	\$	\$
Machinery & Equipment that is NON-TAXABLE	\$	\$	\$
Furniture & Fixtures	\$	\$	\$
Architectural & Engineering	\$	\$	\$
Legal Fees (applicant, IDA, bank, other counsel)	\$	\$	\$
Financial (all costs related to project financing*)	\$	\$	\$
Permits (describe below)	\$	\$	\$
Other (describe below)	\$	\$	\$
Subtotal	\$ 0	\$ 0	\$ 0
Agency Fee ¹	\$	\$	\$
Total Project Cost	\$ 0	\$ 0	\$ 0

*Bank fees, title insurance, appraisals, interest, environmental reviews, etc.

¹See Page 25 of current OCIDA application for fee schedule.

Permit Information

Other Information

REPRESENTATIONS AND CERTIFICATION BY APPLICANT

The undersigned requests that the attached materials be submitted as an amendment to the Applicant's original Application for Financial Assistance for review to the Oneida County Industrial Development Agency (the "Agency") and its Board of Directors.

Approval of the modifications to the Application can be granted solely by this Agency's Board of Directors. The Agency reserves the right to request Applicant complete a full Application for Financial Assistance if, after reviewing the attached materials, the Agency determines one is required to properly evaluate the Applicant's request. The undersigned acknowledges that Applicant shall be responsible for all costs incurred by the Agency and its counsel in connection with the attendant negotiations whether or not the transaction is carried to a successful conclusion.

The Applicant further understands and agrees with the Agency as follows:

1. **Annual Sales Tax Filings.** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant.
2. **Annual Employment, Tax Exemption & Bond Status Reports.** The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site as well as tax exemption benefits received with the action of the Agency. For Applicants not responding to the Agency's request for reports by the stated due date, a \$500 late fee will be charged to the Applicant for each 30-day period the report is late beyond the due date, up until the time the report is submitted. Failure to provide such reports as provided in the transaction documents will be an Event of Default under the Lease (or Leaseback) Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Annual Employment, Tax Exemption & Bond Status Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.
3. **Absence of Conflict of Interest.** The Applicant has consulted the Agency website of the list of the Agency members, officers and employees of the Agency. No member, officer, or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as herein after described (if none, state "none"):
4. **Hold Harmless.** Applicant hereby releases the Agency and its members, officers, servants, agents and employees from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the Application or the Project described therein or the tax exemptions and other assistance requested therein are favorably acted upon by the Agency, (B) the Agency's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final

agreement with respect to the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

5. The Applicant acknowledges that the Agency has disclosed that the actions and activities of the Agency are subject to the Public Authorities Accountability Act signed into law January 13, 2006 as Chapter 766 of the 2005 Laws of the State of New York.
6. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). **Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.**
7. The Applicant acknowledges that it has been provided with a copy of the Agency's recapture policy (the "Recapture Policy"). The Applicant covenants and agrees that it fully understands that the Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
8. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
9. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
10. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
11. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.
12. The Applicant and the individual executing this Application on behalf of the Applicant acknowledge that the Agency will rely on the representations made herein when acting on this Application and hereby represent that the statements made herein do not contain any untrue statement of a material

fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

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

Saratoga
ALFIO BONOMO Jr., being first duly sworn, deposes and says:

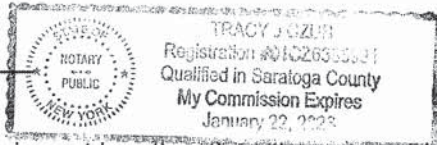
1. That I am the manager (Corporate Office) of B240 LLC (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.

2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.

[Signature]
(Signature of Officer)

Subscribed and affirmed to me under penalties of perjury this 5th day of October, 2022.

[Signature]
(Notary Public)



If the application has been completed by or in part by other than the person signing this application for the applicant please indicate who and in what capacity:

By: [Signature]

Name: Kate Jarosh

Title: Asset Manager

Date: 10/5/22

Please submit the signed and notarized completed application along with payment of a non-refundable **\$500 Application Fee** and a **\$1,000 Commitment Fee** (will be applied to final closing costs) to the **Oneida County Industrial Development Agency**, 584 Phoenix Drive, Rome NY 13441-1405, **within 14 days prior to the OCIDA Board of Directors meeting at which you want the Application to be included on the Agenda**. Wire transfer and ACH payments are acceptable but all related fees incurred by the Agency are payable by the Applicant. It is advised that an electronic version of the application accompany the original application via hard copy or e-mail. An electronic version of the application must accompany the original application via physical media or e-mail.

Oneida County Industrial Development Agency Uniform Tax Exemption and Agency Benefits Policy Market Rate Rental Housing Development Initiatives (Effective March 1, 2015 and revised on April 20, 2018)

1. Criteria:

OCIDA will entertain applications for assistance that fall within the following criteria, using the following 100 point scoring system for each application received:

B240 LLC - Air City Lofts Phase 3 Scoring

Criteria	Description of Criteria	Possible Points	Score
Adaptive Reuse Projects	Projects that propose a change in use to an existing building (e.g., reuse of vacant or underutilized facility) or propose development on a <u>vacant urban infill site² that is being repurposed or redeveloped for an eligible housing project.</u>	25	25
Eligible Area Locations	Projects located within <u>Eligible Areas</u> (see attached map) that have a minimum of 5 units in a renovation or conversion of a building and 24 units for new construction, except for urban infill development projects where the IDA will entertain applications for projects located on a vacant urban infill site that has less than 24 units of eligible housing. <u>100 Units</u>	20	20
Utilizes Existing Infrastructure	Projects that <u>utilize existing infrastructure</u> (i.e. utilizing both existing sewer and water services and do not require system expansion. Modernizations, such as replacing existing pipes where service is already provided, are viewed favorably).	20	20
Community Benefits	Projects that create other benefits that inure to the benefit of the community that may include: rebuilding community infrastructure, pays sewer credits, creates or contributes to a community amenity, dedicates land to a municipality for a public improvement which benefits health and safety, removes slums and blighting influences (e.g., demolition or supports in-fill development within a neighborhood, commercial corridor, downtown, or main street area), provides an environmental enhancement (e.g., flooding wetlands creation/restoration, is part of a Brownfield, utilizes federal/state historic tax credit programs, provides mixed income rental units to <u>support workforce housing</u> , or provides other benefits deemed important and relevant by OCIDA. <u>GBTP Workforce Housing</u>	5	5

² Urban infill site would include infill rental housing being constructed on vacant or underutilized property.

Green Projects	(1) Projects to be constructed on a New York State or federal defined Brownfield, such as a site designated as a federal or state Superfund site ; a participant in the State Voluntary Cleanup Program; a former, verified Manufacturing Gas Plant, or within a Brownfield Opportunity Area; or (2) Projects whose plans qualify for a LEED Certification from the US Green Building Council (final certification required prior to commencement of the PILOT Agreement); or (3) Projects that incorporate geothermal technologies that are projected to make a significant impact on the stability, reliability and resilience of the grid. The physical geothermal plant providing energy to the Project must be located within Oneida County, turned on and connected to the grid, the energy generated must provide at least fifty percent (50%) of the energy needs for the Project, and more than fifty percent (50%) of the energy generated must be used in Oneida County.	10	10 GBTP
Mixed Use Dev. Projects	Projects that are mixed use development with housing being at least ~50% or more of a building's total area and the project induces job growth (mixed use development project proposes direct job creation with non-residential uses). <u>To reach 20 points, must create at least 2 FTEs.</u> Project is not mixed use	20	0
Total Points:		100	80

2. Scoring of Housing Applications:

OCIDA shall use this scoring system to determine the level of Agency benefits:

- Tier 1 Benefits: projects that score at least 60 points may receive abatement of real property taxes, exemptions from sales taxes and exemptions from mortgage recording taxes
- Tier 2 Benefits: projects that score between 50 to 59 points may receive abatement of real property taxes, exemptions from sales taxes and exemptions from mortgage recording taxes
- Tier 3 Benefits: projects that score 40 to 49 points may receive exemptions from sales taxes and exemptions from mortgage recording taxes (not eligible for abatement of real property taxes)

Term of PILOT Exemption Schedule	Tier 1 – PILOT Exemption Schedule	Tier 2 – PILOT Exemption Schedule
1	100%	75%
2	100%	75%
3	100%	75%
4	100%	75%
5	75%	50%
6	50%	25%
7	50%	
8	25%	
9	10%	
10	10%	

Applicants will pay 100% of all taxes due and owed until a Certificate of Occupancy is issued for a project, and then the first exemption year in the schedule will begin effective the first taxable status date after a Certificate of Occupancy is issued.