

Anthony J. Picente Jr.
County Executive

Shawna M. Papale
Secretary/ Treasurer/
Executive Director

Timothy Fitzgerald
Assistant Secretary

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

OCIDA

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



Stephen R. Zogby
Chairman

David C. Grow
Vice Chairman

Franca Armstrong
James J. Genovese, II

Aricca R. Lewis
Kristen H. Martin
Tim R. Reed

To: Oneida County Industrial Development Agency Board of Directors
From: Shawna M. Papale
Date: April 25, 2025
RE: OCIDA Meeting Agenda

The Oneida County Industrial Development Agency shall meet at **8:00 AM Friday, May 2, 2025.**

Members of the public may listen to the Agency meeting by calling +1-408-418-9388, Access code: 2861 176 2795 or attend in person. The Minutes of the Agency meeting will be transcribed and posted on the OCIDA website.

1. Executive Session
2. Approve minutes – March 28, 2025
3. Financial Review
4. Consider a preliminary inducement resolution relating to the Chobani, LLC Facility, granting preliminary approval for financial assistance in the form of exemptions from sales tax (valued at \$50,625,000) and reduction in real property tax (valued at \$385,747,722) that provides the Company will make PILOT Payments (a) during the construction period: in an amount equal to taxes calculated using the current assessed value of the Land; and (b) after the issuance of a Certificate of Occupancy: annual fixed payments of \$2,000,000 for forty (40) years, including scheduled incremental increases, with PILOT Payments to be allocated to the tax jurisdictions in accordance with an Agreement Allocating PILOT Payments, which financial assistance is a deviation from the Agency's Uniform Tax Exemption Policy, and authorizing the Agency to conduct a public hearing subject to a SEQR determination.
5. Consider a request from **126 Business Park LLC** for the Agency to consent to the sale of its Facility and assignment of existing lease-leaseback documents to 126 Business Park Holdings LLC.
6. Consider a SEQR resolution relating to the **126 Business Park Holdings LLC** facility. The Agency is serving as lead agency and has determined the Project to be an "Unlisted Action."
7. Consider an inducement resolution relating to the **126 Business Park Holdings LLC** facility, granting preliminary approval for financial assistance in the form of exemptions from sales tax (valued at \$13,125), exemptions from mortgage recording tax (valued at \$34,125) and reduction in real property tax (valued at \$635,387) for a period of 10 years, which financial assistance is consistent with the

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Agency's Uniform Tax Exemption Policy; adopting a finding that the project is reasonably necessary to discourage project occupants from relocating outside of New York State and/or preserving the competitive position in their industry; and authorizing the Agency to conduct a public hearing.

8. Consider a request from **Griffiss Local Development Corporation (Building 796/798 Facility)** granting preliminary approval for financial assistance (valued at \$257,759) in the form of extending the existing PILOT Agreement for an additional ten years with PILOT Payments to continue at the current level (75% of taxes) relating to for-profit tenants and a full exemption to continue relating to not-for-profit tenants including GLDC, which financial assistance is a deviation from the Agency's Uniform Tax Exemption Policy; and authorizing the Agency to conduct a public hearing.
9. Consider a request from **Griffiss Local Development Corporation (Building 240 Facility)** granting preliminary approval for financial assistance (valued at \$0) in the form of extending the existing PILOT Agreement for an additional ten years with PILOT Payments to continue at the current full exemption, which financial assistance is a deviation from the Agency's Uniform Tax Exemption Policy; and authorizing the Agency to conduct a public hearing.
10. Consider a request from **Rome Community Brownfield Restoration Corporation (International Wire Facility)** granting preliminary approval for financial assistance in the form of extending the existing PILOT Agreement for an additional five years with PILOT Payments to (a) be converted to fixed payments equal to the current PILOT Payment plus an annual escalator if the Facility is occupied by a for-profit tenant (value estimated at \$20,201) and (b) to be fully exempt if the Facility is vacant and occupied by the Company (maximum value estimated at \$249,425), which financial assistance is a deviation from the Agency's Uniform Tax Exemption Policy; and authorizing the Agency to conduct a public hearing.
11. Consider a request from **Rome Community Brownfield Restoration Corporation (Complex 4 Facility)** granting preliminary approval for financial assistance (valued at \$72,821) in the form of extending the existing PILOT Agreement for an additional five years during which time the property will remain fully exempt from taxes, which financial assistance is a deviation from the Agency's Uniform Tax Exemption Policy; and authorizing the Agency to conduct a public hearing.
12. Consider a request from **B240 LLC** to convert commercial space to residential space (Building 2A); approve an amendment to the Recapture Agreement to eliminate the "Employment Obligation" and "mixed use" scoring requirement, to extend the previously authorized sales tax exemption to the conversion project through April 30, 2025, and authorize the form and execution of related documents, subject to counsel approval.

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13. Consider a request from **Hangar Road Rome LLC** to consent to the change of control of an existing tenant, consenting to the assignment of the existing sublease agreement and authorizing the form and execution of related documents, subject to counsel approval.

Old Business

Next meeting date: **Friday, June 20, 2025 at 8:00 AM at 584 Phoenix Drive, Rome, NY.**

**Minutes of the Meeting of the
Oneida County Industrial Development Agency**

March 28, 2025

584 Phoenix Drive, Rome, NY /Webex Video/Teleconference

Members Present: Steve Zogby, David Grow, Kristen Martin, Tim Reed, Aricca Lewis, and James Genovese.

Members Present Virtual: Franca Armstrong.

EDGE Staff Present: Shawna Papale, Tim Fitzgerald, CJ Hanrahan, Marc Barraco, and Mark Kaucher.

EDGE Staff Present Virtual: Maureen Carney.

Others Present: Greg Creedon, The DeLong Co., Inc.

Others Present Virtual: Jenna Peppenelli, Levitt & Gordon; Gregg Evans, The Bonadio Group; Laura Ruberto and Linda Romano, Bond, Schoeneck & King; Mike DeLong and Marie DeLong, The DeLong Co., Inc.

S. Zogby called the meeting to order at 8:04 AM.

S. Zogby began by congratulating S. Papale on her “Salute to Outstanding Women” award from the YWCA. He also brought up that the United States Supreme Court denied a writ of certiorari filed by Bowers Development, LLC regarding the former O’Brien Plumbing property. A brief discussion ensued about the local and more widespread implications of that decision.

Minutes – January 17, 2025

S. Zogby presented the draft January 17, 2025 meeting minutes for review. **J. Genovese moved to approve the January 17, 2025 meeting minutes as presented. T. Reed seconded the motion, which carried 7-0.**

2024 Audit

A. Lewis introduced the Agency’s draft 2024 audit. She stated that the Audit Committee had met and discussed the draft with The Bonadio Group. No material or adverse comments or findings to report. She recommended that the members approve the draft audit as presented, but first allowed G. Evans to go through the draft audit in more detail. Mr. Evans commended M. Carney and the accounting team for providing all the necessary information in a timely manner. He stated that the Agency’s restricted cash is up, which directly relates to the FAST NY grant that was awarded to the Agency. The Agency’s change in net position is due to an increase in projects. The Agency’s operating budget was basically flat. He explained that this year’s audit includes an unmodified opinion, which is the highest opinion given. This means that they believe the financial statements truly reflect the Agency’s financial condition. Internal controls were deemed to be satisfactory. There were no journal entries, which is good. He asked if any of the members had questions or concerns. With no questions or comments, **D. Grow moved to approve the 2024 audit as presented. K. Martin seconded the motion, which carried 7-0.**

Interim Financials

M. Carney presented the February 28, 2025 interim financial statement. She stated that the Agency has not deviated from its budget. The All Seasonings Ingredients project recently closed, and that the PILOT bill has been sent to Wolfsped. No other items of note. With no questions or comments, **The Agency received and accepted the interim financials as presented, subject to audit.**

The DeLong Co., Inc. – NYSDOT PFRAP Grant

S. Zogby introduced a resolution authorizing the Agency to apply for a grant under the NYSDOT PFRAP Program for the benefit of The DeLong Co., Inc., conditioned upon the company assuming all obligations and duties in connection with the grant and authorizing the form and execution of related documents, subject to counsel review, all of which is subject to the Agency making a determination for the purposes of SEQR. T. Fitzgerald shared an overview of the proposal. The business is planning on making a substantial investment in its rail siding facility at its Sangerfield plant. This investment will help the company increase the capacity of products that can be transported via rail from their facility, including to international markets. The DeLong Co.’s Sangerfield facility serves over 300 farmers in Oneida County and the Central New York area. The proposed grant, if awarded, would be a reimbursement of costs incurred by The DeLong Co. for these upgrades. With no other questions or comments, **A. Lewis made a motion to authorize the Agency to apply for a grant**

under the NYSDOT PFRAP Program for the benefit of The DeLong Co., Inc., conditioned upon the company assuming all obligations and duties in connection with the grant and authorizing the form and execution of related documents, subject to counsel review, all of which is subject to the Agency making a determination for the purposes of SEQR. D. Grow seconded the motion, which carried 7-0.

Annual Job Review

S. Papale and M. Kaucher directed the members' attention to the 2024 jobs report, and in particular the handful of projects with job shortfalls. S. Papale gave an overview of process to be taken to address these shortfalls with the individual projects. D. Grow expressed the importance of having a thoughtful conversation about addressing each of these shortfalls. S. Zogby emphasized that businesses and industries change and that the Agency needs to strike a balance between pursuing remedies to shortfalls while acknowledging changing conditions and not further hurting businesses. Staff will be reaching out to representatives from these projects to give them an opportunity to share their circumstances with the Agency.

Ratify and Confirm PAAA Submissions

Chair Zogby introduced a resolution to ratify and confirm the required PAAA documents and to approve their submission to New York State. **T. Reed moved, and D. Grow seconded, a motion to ratify and confirm the required PAAA documents and to approve their submission to New York State. The motion carried 7-0.**

OCIDA Mission Statement Ratification & Approval of Performance Measurements for 2024

Chair Zogby asked for a motion to ratify the Agency's mission statement. **A. Lewis made a motion, and J. Genovese seconded, to ratify the Agency's mission statement. The motion carried 7-0.** S. Zogby then requested a motion to approve the Agency's performance measurements for 2024. **T. Reed motioned, and D. Grow seconded, to approve the Agency's performance measurements for 2024. The motion carried 7-0.**

Confidential Board Performance

S. Zogby reminded the members to complete the confidential board performance evaluation forms and to submit them to T. Fitzgerald as soon as possible.

Discussion Relating to Sublease Amendments

S. Zogby shared that it would be useful to review the Agency's consent process on subleases in project facilities in order to improve efficiency and responsiveness to the project businesses. L. Ruberto explained that the project leaseback agreements, which the Agency enters into with approved projects, require prior consent of the Agency when a new tenant is occupying space in a project facility. Counsel recommends this practice remain intact. The Agency has also been requiring companies request prior consent to subsequent modifications of a sublease. Counsel does not believe member consent is necessary in those instances because the Agency is largely not concerned with changes in business terms, nor is consent required under the leaseback agreement. Instead, counsel proposes a change in leaseback agreements that requires a company to provide the Agency with a copy of sublease amendments within ten days following execution. This will give the Agency the ability to stay informed of changes and respond if any changes do impact the project facility. The consensus among the members was that this is a reasonable proposal, and requested counsel to implement this change.

S. Zogby reminded the members that Oneida County's housing study report was recently unveiled. The members ought to review this and allow it to inform revisions to the Agency's housing policy.

Adjournment

With no further business, S. Zogby asked for a motion to adjourn. **At 8:43 AM A. Lewis moved, and K. Martin seconded a motion to adjourn. Motion carried, 7-0.**

Respectfully Submitted,
Tim Fitzgerald

Oneida County Industrial Development Agency
Notes to the Financial Statements
March 31, 2025

Balance Sheet:

1. The balance in cash & cash equivalents and investments is approximately \$748K; of this balance \$386K is in short-term CD's and \$362K is in the operating account, and in interest bearing money market accounts; the primary reason for the overall decrease is due to the decrease in net assets over the last 12 months of \$40K, the increase in receivables and prepaids of \$37K, and the increase in investments of \$18K
2. Last year at this time the agency had deposits held for the Indium PILOTs
3. The \$1,000 commitment fees collected from the following for projects that have not closed as of March 31:
 1. Solitude Solar, LLC (received February 2022) -project is closed- will reverse the commitment fee at a later date
 2. Park Grove, LLC (received May 2024)- Inducement Tabled
 3. National Building & Restoration Corporation (Received May 2024) -TBD
 4. Pennrose LLC/ Copper Village (received September 2024)- TBD
 5. Stark Truss Company (received October 2024)- TBD
 6. Assured Information Security, Inc. (received October 2024)- TBD
4. Fund balance decreased by 10% over the last 12 months

Budget Comparison Report (Income Statement):

1. Project closings and application fees received as of 3/31/25 are as follows:			
2/28/2025	All Seasonings	Admin & Commitment Fee	\$ 5,000.00
3/1/2025	Lodging Kit Company	Admin & Commitment Fee	\$19,004.00
Total as of 3/31/25			<u><u>\$24,004.00</u></u>

Other Significant Items to Note:

1. Per the PILOT terms, Wolfspeed is billed quarterly each year; the Q1 payment was billed February 15 and was disbursed to the jurisdictions and EDGE in accordance with the PILOT Allocation agreement in March
2. All PILOTs administered through Agency with payments due on July 1 will be billed no later than June 1

**Oneida County Industrial Development Agency
Balance Sheet
March 31, 2025 and 2024**

	Current Year	Prior Year
Assets		
Current Assets		
Cash and Cash Equivalents	362,423	467,067 ¹
Investments	385,826	368,038 ¹
Restricted Cash - PILOT Holdings	2,081	317,861 ²
PILOT Holdings	(2,081)	(317,861) ²
Accounts Receivable	21,232	7,250
Prepaid Expenses	28,425	5,093
Total Current Assets	797,906	847,448
Fixed Assets		
Furniture/Fixture/Eqpt	6,679	6,679
A/D-Furniture/Fixt/Eqpt	(6,679)	(6,679)
Total Fixed Assets	0	0
Total Assets	797,906	847,448
Liabilities & Net Assets		
Liabilities		
Current Liabilities		
Accounts Payable	1,539	10,074
Accrued Expenses	2,000	1,938
Deferred Revenue	6,000	6,000 ³
Total Current Liabilities	9,539	18,012
Total Liabilities	9,539	18,012
Net Assets		
Fund Balance	388,368	429,436 ⁴
Fund Balance-Board Restricted	400,000	400,000
Total Net Assets	788,368	829,436
Total Liabilities & Net Assets	797,906	847,448

Oneida County Industrial Development Agency
 Budget Comparison Report
 Current Period: 3/1/2025 - 3/31/2025
 Budget Period: 1/1/2025 - 12/31/2025
 With Comparative Periods Ending 3/31/2024 and 3/31/2023

	Current Period Actual	Current Period Budget	Year-to-Date Actual	Year-to-Date Budget	3/31/2024	3/31/2023
Revenue						
Interest Income	2,705	1,167	5,588	3,500	5,838	602
Lease Payments	750	5,208	61,250	15,625	58,500	58,250
PILOT Application / Admin Fees	19,004	24,167	24,004 ¹	72,500	97,409	44,998
Total Revenue	<u>22,459</u>	<u>30,542</u>	<u>90,842</u>	<u>91,625</u>	<u>161,747</u>	<u>103,850</u>
Expenses						
Business Expense	40	583	120	1,750	1,304	20
Contracted Service-Accounting	667	667	2,000	2,000	1,938	1,875
Contracted Services - Legal	0	850	1,700	2,550	2,550	2,550
Contracted Services- Other	355	542	1,065	1,625	1,065	508
Marketing- Contracted Services	0	792	1,002	2,375	510	4,330
Dues & Subscriptions	0	167	1,500	500	1,250	0
Insurance - General	368	375	1,105	1,125	1,110	912
Special ED Projects Contingency	0	2,083	0	6,250	6,250	6,250
Office Supplies & Expense	0	208	896	625	120	120
Seminars & Conferences	0	0	0	0	125	0
Service Fees	24,244	24,244	72,731	72,731	65,055	69,100
Total Expenses	<u>25,674</u>	<u>30,510</u>	<u>82,119</u>	<u>91,531</u>	<u>81,277</u>	<u>85,665</u>
Excess or (Deficiency) of Revenue Over Expenses	<u>(3,215)</u>	<u>31</u>	<u>8,723</u>	<u>94</u>	<u>80,470</u>	<u>18,185</u>

**Oneida County Industrial Development Agency
Statement of Cash Flows
For the Period Ending March 31, 2025**

Cash Flows From (Used by) Operating Activities	
Increase (Decrease) in Net Assets	\$ (41,068)
Adjustments for Noncash Transactions	
Depreciation and Amortization	0
(Increase) Decrease in Assets	
Accounts Receivable	(13,982)
Accounts Receivable-PILOTs billed	0
Investments	(17,788)
Prepaid Expenses	(23,332)
Increase (Decrease) in Liabilities	
Accounts Payable and Accrued Liabilities	(8,474)
Deferred Revenue	0
Net Cash Flows From Operating Activities	<u>(104,643)</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	(104,643)
Cash and Cash Equivalents, Beginning of Period	467,067
Cash and Cash Equivalents, End of Period	<u><u>\$ 362,423</u></u>

PROJECT MEMO:

Chobani

Project: Under Phase 1, Chobani will construction of a 1.4 million square foot, full-scale processing facility. Completion of Phase one is 2027; the company wants to be in the building late 2026/ early 2027.

Oneida County, in conjunction with Chobani's project, will carry out over \$80 million of infrastructure upgrades including water, sewer, gas, electric, transportation, site improvements & acquisition as well as address any environment items to the Triangle site. Oneida County has carried out an extensive NEPA process that allows for the usage of the Triangle site for non-aviation usage. A PILOT Allocation Agreement is being contemplated for the annual \$2.0 million payment (fixed for years 1 through 10; then increased annually by 1.5%). The Allocation Agreement will take the annual PILOT payment and deviate from the normal prorate tax sharing. The deviation will seek to allocate a larger share of the payments to the County to account for the County's investment.

Company Facility Investment: \$1,215,055,000

County Infrastructure Investment: \$72,000,000

Jobs: 1,070 jobs with an average salary of \$89,900

PILOT:

- 40 year fixed PILOT – Years 1 through 10 fixed at \$2.0M; years 11-40 with a 1.5% escalator
- Savings of \$385,747,722

SALES TAX EXEMPTION: Savings of \$51,625,000



APPLICATION FOR FINANCIAL ASSISTANCE

Oneida County Industrial Development Agency
584 Phoenix Drive
Rome, New York 13441-1405
(315) 338-0393 telephone
(315) 338-5694 fax
<https://www.oneidacountyida.org/>

Shawna M. Papale, Executive Director
spapale@mvedge.org

Please submit the signed and notarized completed application (Pages 1-25 ONLY), which must include any applicable addendum or supplemental information requested in the application, along with payment of a non-refundable \$500 Application Fee (\$5,000 for Solar applications) 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. An electronic version of the application must accompany the original application via physical media or e-mail.

Project Gladiator

Project Name

April 22, 2025

Date of Submission

Important Notes to Applicant:

Upon the submission of this application to the OCIDA, the application becomes a public document. Be advised that any action brought before the Agency is public information. All agendas for the OCIDA are issued publicly prior to the full agency meeting. Upon the submission of this application to the OCIDA, the application becomes a public document and OCIDA is required by law to post on its website and make available to the public this Application and supporting materials. If when completing this Application, you deem any information to be specifically exempted from disclosure under Article Six of the Public Officers Law, please answer the question "This information is deemed to be exempt from disclosure under Article Six of the Public Officers Law and is submitted on the attached confidential addendum." It is acceptable to submit any confidential addendum electronically as a .pdf file separate from the application, but any confidential addendum must still be submitted with the hard copy of the full application (see Page 1). Please answer any such questions on a separate Addendum titled, "Confidential and Protected by Article Six of the Public Officers Law." If OCIDA is challenged to produce any information the Applicant identifies as protected, the Applicant will be required at its sole cost to defend such assertion on behalf of OCIDA.

The information requested by this application is necessary to determine the eligibility of your project for OCIDA benefits. Please answer all questions and respond "Not Applicable", "NA", or "none" where appropriate. If you're response is an estimate, please indicate so. Attach additional sheets if more space is needed for a response. **All applications must include a completed and signed NYS SEQR form and Cost Benefit Analysis form (please consult with OCIDA) before the application is considered complete.**

By signing and submitting this Application, the Applicant acknowledges that it received a copy of the Uniform Tax Exemption Policy and the Oneida County IDA Penalty for Failure to Meet Employment Levels as adopted by the Agency and Agency Memorandums pertaining to the benefits of projects financed through the Agency.

A project financed through the Agency involves the preparation and execution of significant legal documents. Please consult with an attorney before signing any documents in connection with the proposed project. You will receive an engagement letter from the OCIDA legal counsel. You will be asked to sign the engagement letter acknowledging you will be responsible for all legal fees of OCIDA legal counsel and that you understand the process. Should you not close and legal services have been rendered by the OCIDA legal counsel, Applicant will be responsible for those costs.

If your project requires a public hearing, a representative of the applicant is required to be present. A date will be coordinated by the OCIDA legal counsel.

If you have any questions how to calculate the OCIDA's application fee please refer to the enclosed Memorandum to Companies -Sale Leaseback Transactions or contact the OCIDA.

Part I: Applicant Information

Note: In responding to the following questions, please keep in mind that the Applicant will be party to all of the documents and is the individual or if entity will be formed which will receive the actual financial assistance from the Agency.

Applicant

1(a) Applicant's Legal Name: Chobani, LLC
1(b) Principal Address: 669 County Road 25
New Berlin, New York 13411

1(c) Telephone/Facsimile Numbers: 607-847-7401

1(d) Email Address: legal@chobani.com

1(e) Secondary Email Address marjorie.delacruz@chobani.com

1(f) Contact Person: Marjorie De La Cruz, Chief Legal Officer

1(g) Is the Applicant a Corporation: If Yes, Public Private
If public, on which exchange is it listed?
 Subchapter S
 Sole Proprietorship
 General Partnership
 Limited Partnership
 Limited Liability Corporation/Partnership
 Single-Member LLC (name and EIN below):
Name: Chobani Global Holdings, LLC
EIN #: 38-3860716

DISC
 Other(specify) _____

1(h) State of Organization (if applicable) Delaware

Applicant's Stockholders, Members, Directors and Officers, Partners.

2(a) Provide the following information with respect to any person with 15% or more in equity holdings in any entity in ownership chain of the project. Add additional sheets if necessary.

<u>Name</u>	<u>Address</u>	<u>Percentage of Ownership</u>
Hamdi Ulukaya	200 Lafayette Street, New York, NY 10012	~86.6%

2(b) Is the Applicant, or any of the individuals listed in 2(a) above, related directly or indirectly to any other entity by more than 50% common ownership? **If Yes**, indicate name of such entity and the relationship. Yes No

2(c) Is the Applicant affiliated with any other entity, directly or indirectly, other than as listed in the response to 2(a) above? **If Yes**, please indicate name and relationship of such other entity and the address thereof: Yes No

Chobani Global Holdings, LLC is the sole member of the Applicant and owns 100% of the membership interests of Chobani, LLC.

Applicant's Counsel and Accountant

3(a) Applicant's Attorney

Name/Title: Kevin R. McAuliffe, Esq.
Firm: Barclay Damon LLP
Address: 125 E. Jefferson Street
SYracuse, NY 13202
Telephone/Fax: 315-382-8703
Email: kmcauliffe@barclaydamon.com

3(b) Applicant's Accountant

Name/Title: Brian Koehl
Firm: Chobani, LLC
Address: 669 County Road 25
New Berlin, New York 13411
Telephone/Fax: _____
Email: brian.koehl@chobani.com

Business Description

4(a) Describe the nature of your business and principal products and/or services. Attach additional sheets if necessary.

Chobani is a food maker with a mission of making high-quality and nutritious food accessible to more people, while elevating our communities and making the world a healthier place. Chobani produces yogurt, oatmilk, and dairy creamers. We manufacture our products in New York, Idaho, and Australia. Chobani products are available throughout North America and distributed in Australia and other select markets.

Chobani uses food as a force for good in the world—putting humanity first in everything we do. Our philanthropic efforts prioritize giving back to our communities.

Part II: Project Information

5(a) Explain your project in detail. This description should include explanation of all activities which will occur due to this project. Attach additional sheets if necessary.

The project consists of the lease of lands from the County of Oneida, the construction of a 1,800,000 square foot building consisting of modern foods processing (264,000 sq. ft.), yogurt processing (264,000 sq. ft.), mechanical (160,000 sq. ft.), ambient warehouse (174,000 sq. ft.), refrigerated warehouse (226,000 sq. ft.), and office space (140,000 sq. ft.).

The project will also include a Wastewater Treatment Plant (15,600 sq.ft.), a Blow Molding Building (68,000 sq.ft.), and a Wet Receiving and Physical Plant (117,000 sq.ft.).

Phase II will include two product production areas (220,000 sq.ft. and 162,000 sq.ft.).

The project scope also consists of site work including parking, landscaping, and buffering where appropriate.

Reasons for Project

6(a) Please explain in detail why you want to undertake this project.

To expand the Company within New York State.

6(b) Why are you requesting the involvement of the Agency in your project?

Predicability of the real property tax burden and sales tax exemption are essential for the project to advance.

6(c) Please confirm by checking the box below, if there is the likelihood that the Project would not be undertaken **BUT FOR** the Financial Assistance provided by the Agency.

Yes No

If the Project could be undertaken without Financial Assistance provided by the Agency, ("**No**" is checked above) then provide a statement in the space provided below indicating why the Agency should approve the requested assistance:

How will the Applicant's plans be affected or scaled back if Agency approval is not granted?

An acceptable PILOT agreement is essential to the advancement of the project, and will not move forward without IDA assistance.

6(d) Is the proposed project reasonably necessary to discourage the Applicant from removing such other plant or facility to a location outside the State of New York?

Yes No If Yes, please explain briefly.

6(e) Will financing by the Agency result in the removal or abandonment of a plant or other facility of the applicant or any related entity presently located in another area of New York State?

[Yes [No

If Yes, is the proposed project reasonably necessary to preserve the competitive position of the Applicant in its respective industry? Yes No

If Yes, please provide a statement and evidence supporting the same. Include the name of all taxing jurisdictions in which the abandoned facility or plant lies, and whether Applicant has had any discussions with said taxing jurisdictions regarding the abandonment. Please provide as much detail as possible.

6(f) Has the Applicant or any related entity previously secured financial assistance in Oneida County (whether through the Agency, the Empire State Development Corporation, or any other entity) ? Yes No

If Yes, please explain (indicate date of benefit, location of facility and outstanding balance).

6(g) Has the Applicant or any related entity secured financial assistance anywhere within the United States within the last 90 days or does the Applicant or any related entity anticipate receiving financial assistance within the next 90 days? Yes No

If Yes, please explain.

Applicant secured financial assistance for its expansion in Twin Falls, Idaho facility in 2025.

6(h) Check all categories best describing the type of project for all end users at project site (you may check more than one; if checking more than one indicate percentage of square footage the use represents):

Please provide percentage of sq. footage for each use (if more than one category):

- | | | |
|--|----|---|
| <input checked="" type="checkbox"/> Manufacturing | 80 | % |
| <input type="checkbox"/> Industrial Assembly or Service | | % |
| <input type="checkbox"/> Back office operations | | % |
| <input checked="" type="checkbox"/> Research and Development | 2 | % |
| <input type="checkbox"/> Technology/Cybersecurity | | % |
| <input checked="" type="checkbox"/> Warehousing | 18 | % |
| <input type="checkbox"/> Commercial or Recreational | | % |
| <input type="checkbox"/> Retail | | % |

- Add Housing Addendum Residential housing (specify) _____ %
- Pollution Control (specify) _____ %
- Environmental (e.g., Brownfield) (specify) _____ %
- Add Solar Addendum Other (specify ie; renewable energy) _____ %

6(i) Check all categories best describing the **scope of the project**:

- Acquisition of land (Through a Lease Agreement with the County of Oneida)
- Acquisition of existing building
- Renovations to existing building
- Construction of addition to existing building
- Demolition of existing building or part of building
- Construction of a new building
- Acquisition of machinery and/or equipment
- Installation of machinery and/or equipment
- Other (specify) Site improvements (i.e. parking, landscaping, buffering, etc.)

6(j) Please indicate the financial assistance you are requesting of the Agency, and provide the estimated value of said assistance. Attach a sheet labeled Annual PILOT that shows the annual utilization of the Real Property Tax Abatement by year and by taxing jurisdiction (PLEASE CONSULT WITH IDA STAFF ON PILOT CALCULATIONS).

	<u>Assistance Requested</u>	<u>Estimated Values</u>
*See Attached	<input checked="" type="checkbox"/> <u>Fill-in</u> Real Property Tax Abatement (value of PILOT savings): \$	<u>385,747,722</u>
	<input type="checkbox"/> Mortgage Tax Exemption (.75%) \$	<u>0.00</u>
	Amount of mortgage: \$ _____ (<u>fill-in</u>)	
*See Attached	<input checked="" type="checkbox"/> Sales and Use Tax Exemption ** (8.75%) \$	<u>51,625,000.00</u> (Not available for solar)
	Value of goods/services to be exempted from sales tax: \$	<u>590,000,000</u> (<u>fill-in</u>)
	<input type="checkbox"/> Issuance by the Agency of Tax Exempt Bonds(bond dollar value)\$	_____
** TOTAL EXEMPTION ASSISTANCE REQUESTED:		\$ 437,372,722

Is the financial assistance requested by the Applicant consistent with the IDA's Uniform Tax Exemption Policy? Yes No

If No, please provide a written statement describing the financial assistance being requested and detailing the reasons the IDA should consider deviating from its Policy.

This project warrants a deviation from the UTEP because of the scale of the economic impact created by the payroll which will be over \$70 million by 2030, the purchase of 11 million pounds of milk per day, and all of the ancillary impacts on the regional economy associated with these two factors.

** Note that the estimate provided above will be provided to the New York State Department of Taxation and Finance. The Applicant acknowledges that the transaction documents will include a covenant by the Applicant that the estimate, above, represents the maximum amount of sales and use tax benefit currently authorized by the Agency with respect to this Application. The Agency may utilize the estimate, above, as well as the (9)proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered. It is the responsibility of the applicant to inform the IDA within 10 days if the project amount changes.

Part III: Facility Information

Attach copies of the most recent real property tax bills. Include copies for all taxing jurisdictions for the site/ facility that IDA assistance is being sought.

Facility (Physical Information) If multiple locations please provide information on all.

7(a) Street Address of Facility:

A portion of two parcels situated at Perimeter Rd. and Perimeter Rd. W.

7(b) City, Town and/or Village (list ALL incorporated municipalities):

Rome, New York

7(c) School District:

City of Rome School District

7(d) For what purpose was the facility site most recently used (i.e., light manufacturing, heavy manufacturing, assembly, etc.)?

Airport

7(e) Zoning Classification of location of the project:

Griffiss Business Redevelopment District-Flex Industrial Development subdistrict.

7(f) Please describe in detail the facility to be acquired, constructed or renovated (including number of buildings, square footage, number of floors, type of construction,) and attach plot plans, photos or renderings, if available. If there are infrastructure improvements (water, sewer, gas, electrical, etc.) please provide details along with who will carry out those improvements and who will fund them. **Please be as specific as possible.**

The project consists of the lease of lands from the County of Oneida, the construction of a 1,800,000 square foot building consisting of modern foods processing (264,000 sq. ft.), yogurt processing (264,000 sq. ft.), mechanical (160,000 sq. ft.), ambient warehouse (174,000 sq. ft.), refrigerated warehouse (226,000 sq. ft.), and office space (140,000 sq. ft.).

The project will also include a Wastewater Treatment Plant (15,600 sq.ft.), a Blow Molding Building (68,000 sq.ft.), and a Wet Receiving and Physical Plant (117,000 sq.ft.).

Phase II will include two product production areas (220,000 sq.ft. and 162,000 sq.ft.).

The project scope also consists of site work including parking, landscaping, and buffering where appropriate.

7(g) Has construction or renovation commenced? Yes No

If Yes, please describe the work in detail that has been undertaken to date, including the date of commencement.

If No, indicate the estimated dates of commencement and completion:

Construction Commencement: June 2025

Construction completion: December 2027

7(h) Will the construction or operation of the facility or any activity which will occur at the site require any local ordinance or variance to be obtained or require a permit or prior approval of any state or federal agency or body (other than normal occupancy and/or construction permits)?

Yes No

If Yes, please describe.

NYSDEC Air Facility Permit/Registration
NYSDEC Bulk Tank Storage Registration
Consent of FAA to Lease

Has the Project received site plan approval from the Planning Department?

Yes No N/A

If Yes, please provide the Agency with a copy of the planning department approval along with the related State Environmental Quality Review (SEQR) determination. If no, please provide the status of approval:

Anticipated June 2025.

7(i) Will the project have a significant effect on the environment? Yes No

Important: please attach and sign Part 1 of either the the long or short Environmental Assessment Form to this Application.

7(j) What is the useful life of the facility? 40 years

7(k) Is the site in a former Empire Zone? Yes No

If Yes, which Empire Zone: _____

Is project located in a Federal HUB Zone or distressed area: Yes No

Provide detail.

ALL APPLICANTS MUST ANSWER PART IV-8(a)

Part IV: Retail Project Questionnaire

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

8(a). Will any portion of the project (including that portion of the cost to be financed from equity or other sources) consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

Required Yes or No **If the answer is YES, please continue below.**
If the answer is NO, proceed to Section Part V - Facility (Legal Info)

For purposes of Question A, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

8(b). What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the project? _____%. **If the answer is less than 33% do not complete the remainder of this retail determination page and proceed to next section, Part V Facility (Pg 13)**

*** If the answer to A above is Yes AND the answer to B above is greater than 33.33%, indicate which of the following questions below apply to the project:**

1. Will the project be operated by a not-for-profit corporation Yes No

2. Is the Project location or facility likely to attract a significant number of visitors from outside Oneida County?

Yes No

If yes, please provide a third party market analysis or other documentation supporting your response.

3. Is the predominant purpose of the project to make available goods or services which would not, but for the project, be reasonably accessible to the residents of the municipality within which the proposed project would be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?

Yes No

If yes, please provide a third party market analysis that demonstrates that a majority of the project's customers are expected to come from outside of Oneida County and the project will not directly compete with existing businesses located in Oneida County.

Part V: Facility (Legal Information)

9(a) With respect to the **present owner** of the land or facility, please give the following information and provide a brief statement regarding the status of the acquisition.

(Note: the present owner is not necessarily the user of the facility, but that party which holds legal title to the facility.)

Legal Name: County of Oneida
Address: 800 Park Avenue
Utica, New York 13501
Telephone: 315-798-5700
Balance of Mortgage: _____
Holder of Mortgage: _____

If the Applicant is not the present owner of the facility, please attach any written agreements and contracts concerning the acquisition of the real property and/or equipment.

* Lease from the County of Oneida is in progress.

9(b) Is there a legal relationship, directly or indirectly, by virtue of common control or through related persons, between the Applicant and the present owner of the facility?
 Yes No. **If Yes**, please explain.

9(c) Will a related real estate holding company, partnership or other entity, be involved in the ownership structure of the transaction?
 Yes No. **If Yes**, please explain.

9(d) Will the title owner of the facility/property also be the user of the facility?
 Yes No **If Yes**, please explain.

9(e) Is the Applicant currently a tenant in the facility? Yes No

9(f) Are you planning to use the entire proposed facility?
 Yes No

If No, please give the following information with respect to tenant(s) which will remain in the facility after the completion of the project, including the square footage the Applicant will occupy:

Name of Tenant	Floors Occupied	Sq. Ft. Occupied	Nature of Business

9(g) Are any of the tenants related to the owner of the facility?
 Yes No If Yes, please explain.

N/A

9(h) Will there be any other users utilizing the facility?
 Yes No

If Yes, please explain. Provide detail of the contractual arrangement including any financial exchange for the use of the site or property.

Part VI: Equipment

10(a) List the principal items or categories of equipment to be acquired as part of the project. If you are requesting sales tax exemption it is important to be as detailed as possible. (If a complete list is not available at time of application, as soon as one is available but prior to final authorizing resolution, please submit a detailed inventory of said equipment to be covered.) Attach a sheet if needed.

Dairy processing equipment, including fillers, coolers, production equipment, etc.

10(b) Please provide a brief description of any equipment which has already been purchased or ordered, attach all invoices and purchase orders, list amounts paid and dates of expected delivery. Attach a sheet if needed.

N/A

10(c) What is the useful life of the equipment? 30 years

Part VII: Employment Information

"FTE" shall mean a full time employee that has a minimum of thirty-five (35) scheduled hours per week, or any combination of two or more part-time employees that work a minimum of fifteen (15) scheduled hours per week, when combined together, constitute the equivalent of a minimum of thirty-five (35) scheduled hours per week, and whose workplace location is the project facility. For this purpose an employee shall include a leased employee regularly retained by the company.

11(a) Estimate how many construction jobs will be created or retained as a result of this project.

1,500

11(b) Will the project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes No **If Yes**, explain below.

The project is expected to add an estimated 1070 permanent, private sector jobs in the State of New York.

11(c) Have you experienced any employment changes (+ or -) in the last three (3) years?

Yes No **If Yes**, explain below.

11(d) Job Information related to project ***

Estimate below how many jobs will be created and retained as a result of this project, if OCIDA assistance is granted. **PLEASE MAKE SURE TOTAL PART-TIME EMPLOYEES ARE TURNED INTO FULL-TIME EQUIVALENTS (FTE) for Line B. - See Pg. 17.**

Number of Jobs BEFORE Project	Location 1	Location 2	Location 3	Location 4	Location 5	
Address in NYS	669 County Rd. 25, New Berlin, NY 13411	200 Lafayette St., New York, NY 10012	Rome, NY			Total
Full-Time Company	969	167	N/A			1136
Full-Time Independent Contractors						0
Full-Time Leased						0
A. Total Full-Time BEFORE	969	167	0	0	0	1136
Part-Time Company						0
Part-Time Independent Contractors						0
Part-Time Leased						0
B. Total FTE Part-Timers BEFORE						0
C. Total FTE BEFORE*	969	167	0	0	0	1136

*For Total FTE BEFORE add full-time employees (line A) plus part-time employees that have been converted to FTE (line B).

Part VII: Employment Information

"FTE" shall mean a full time employee that has a minimum of thirty-five (35) scheduled hours per week, or any combination of two or more part-time employees that work a minimum of fifteen (15) scheduled hours per week, when combined together, constitute the equivalent of a minimum of thirty-five (35) scheduled hours per week, and whose workplace location is the project facility. For this purpose an employee shall include a leased employee regularly retained by the company.

11(a) Estimate how many construction jobs will be created or retained as a result of this project.

1,500

11(b) Will the project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes No **If Yes**, explain below.

The project is expected to add an estimated 1070 permanent, private sector jobs in the State of New York by 2031. 850 FTE jobs will be created within three years of project completion.

11(c) Have you experienced any employment changes (+ or -) in the last three (3) years?

Yes No **If Yes**, explain below.

11(d) Job Information related to project ***

Estimate below how many jobs will be created and retained as a result of this project, if OCIDA assistance is granted. **PLEASE MAKE SURE TOTAL PART-TIME EMPLOYEES ARE TURNED INTO FULL-TIME EQUIVALENTS (FTE) for Line B. - See Pg. 17.**

Number of Jobs BEFORE Project	Location 1	Location 2	Location 3	Location 4	Location 5	
Address in NYS	669 County Rd. 25, New Berlin, NY 13411	200 Lafayette St., New York, NY 10012	Rome, NY			Total
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Full-Time Independent Contractors						0
Full-Time Leased						0
A. Total Full-Time BEFORE	969	167	0	0	0	1136
Part-Time Company						0
Part-Time Independent Contractors						0
Part-Time Leased						0
B. Total FTE Part-Timers BEFORE						0
C. Total FTE BEFORE*	969	167	0	0	0	1136

*For Total FTE BEFORE add full-time employees (line A) plus part-time employees that have been converted to FTE (line B).

	Location 1	Location 2	Location 3	Location 4	Location 5	Total
Number of Jobs AFTER Project (within 3 years of project completion)						
Full-time Company	969	167	850			1986
Full-Time Independent Contractors						0
Full-Time Leased						0
A. Total Full-Time AFTER	969	167	850	0	0	1986
Part-Time Company						0
Part-Time Independent Contractors						0
Part-Time Leased						0
B. Total FTE Part-Timers AFTER						0
C. Total FTE AFTER *	969	167	850	0	0	1986

**For Total FTE AFTER add full-time employees (line A) plus part-time employees that have been converted to FTE (line B).*

	Location 1	Location 2	Location 3	Location 4	Location 5	Total
Estimate the number of residents from the Labor Market Area** in which the Project is located that will fill the <u>JOBS CREATED</u> within three years of project completion						
A. Full-Time			700			700
B. FTE Part-Timers						0
C. Total AFTER	0	0	700	0	0	700

** Labor Market Area includes Oneida, Lewis, Herkimer, and Madison Counties

Provide Any Notes To Job Information Below

Part VIII: Estimated Project Cost and Financing

12(a) List the costs necessary for preparing the facility.

LAND Acquisition	\$	0	(If lease value use OTHER below)
Existing Building(s) ACQUISITION	\$	0	
Existing Building(s) RENOVATION	\$	0	
NEW Building(s) CONSTRUCTION	\$	540,000,000	
Site preparation/parking lot construction	\$	45,000,000	
Machinery & Equipment that is TAXABLE	\$	285,000,000	
Machinery & Equipment that is TAX-EXEMPT	\$	300,000,000	
Furniture & Fixtures	\$	15,000,000	
Installation costs	\$		*Included
Architectural & Engineering	\$	25,000,000	
Legal Fees (applicant, IDA, bank, other counsel)	\$	1,000,000	
Financial (all costs related to project financing)*	\$	0	
Permits (describe below)	\$	1,000,000	
Other (describe below) ie: solar decommissioning expense)	\$		

Other:	Cost:	Subtotal \$
1. <input type="text"/>	<input type="text"/>	<input type="text" value="1,212,000,000"/>
2. <input type="text"/>	<input type="text"/>	
3. <input type="text"/>	<input type="text"/>	Agency Fee ¹ \$ 3,055,000
4. <input type="text"/>	<input type="text"/>	
5. <input type="text"/>	<input type="text"/>	Total Project Cost \$ 1,215,055,000

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

¹ **See Attached Fee Schedule (Page 22) for Agency Fee amount to be placed on this line.**

Permit/Other Information

NYSDEC Air Facility Permit/Registration
 NYSDEC Bulk Tank Storage Registration

12(b) Has the Applicant contacted any bank, financial institution or private investor with respect to financing the proposed project? Yes No **If Yes**, please provide details below.

12(c) Has the Applicant received a commitment letter for said financing? **If Yes**, please provide a copy along with this application. Yes No

12(d) Sources of Funds for Project Costs

Bank Financing: ----- \$ 0

Equity (excluding equity that is attributed to grants/tax credits) -- \$ 1,215,055,000

Tax Exempt Bond Issuance (if applicable) ----- \$ 0

Taxable Bond Issuance (if applicable) ----- \$ 0

Public Sources (Include sum total of all state and federal tax credits and grants) Break out individually below.----- \$ _____

Identify each Public state and federal grant/credit:

Comments:

Source	*ESD	\$	75,000,000	* Refundable tax credit over 10 years.
Source		\$		
Source		\$		
Source		\$		

Total Sources of Funds for Project Costs: \$ 1,215,055,000

Part IX: Real Estate Taxes

13(a) For each tax parcel which comprises the facility, and for which assistance is being sought, please provide the following information using figures from the most recent tax year. If an increase in the assessment is anticipated due to the proposed project, please indicate the new estimated assessment amount in the **POST- PROJECT** column. Attach copies of the most recent tax bills for all jurisdictions.

Tax Map Parcel #	Current Land Assessment	Current Building Assessment	Current Total Assessment	Current Total Taxes Amount (\$)	Estimated Post-Project Assessment
224.000-0001-004.001	\$ 1,985,800		\$ 1,985,800	\$ 0	
224.000-0001-005	\$ 20,848,080	\$ 33,167,850	\$ 54,015,930	\$ 0	

13(b) Will the entirety of each tax parcel be subject to the PILOT? YES NO

13(c) If the entirety of each parcel will not be subject to the PILOT, will the municipality require a subdivision? YES NO

***If a subdivision is required, it is the responsibility of the Applicant to complete subdivision approval prior to commencement of the PILOT Agreement, and to provide the Agency with the tax parcel number(s) assigned.**

13(d) Address of Receiver of Town and/or Village Taxes (include all jurisdictions):

City of Rome, Assessment Office

198 N. Washington Street

Rome, NY 13440

13(e) Address of Receiver of School Taxes:

City of Rome School District

409 Bell Road

Rome, New York 13440

13(f) Has the current property owner or user been granted an Ag-District exemption on the tax map parcel anytime during the past 4 years?

Yes No

If Yes explain below.

13(g) Please consult with Agency staff to complete a Cost/Benefit Analysis form to attach to this Application.

Use space below for additional information

PAYMENT IN LIEU OF TAX BENEFIT VALUE CALCULATOR

To be used as guidance to calculate the PILOT Benefit value on Page 9 of application. Rates and assessments are for example only.

Information on Real Property Proposed For PILOT		
Estimated Full Market Value (in thousands)	\$ 250,000	Based upon 5 Year Construction Cost Total (Provide)
Muni Equalization Rate % at time of application**	45.00%	
Estimated Assessment in 1,000s	\$ 112,500	Auto calculates

Tax Rates Per 1k of Assessment at time of application*		Full Payment	2026 Estimated	2027 Estimated	Rate Year	Muni
Oneida County	0.150670978	\$ 10,069,977	\$ 1,132,872	\$ 10,271,377	\$ 10,476,804	2025 Oneida
City or Township**	0.310498478	\$ 20,751,923	\$ 2,334,591	\$ 21,166,961	\$ 21,590,301	2025 Rome
Village**		\$ -	\$ -			
School District	0.538830543	\$ 36,012,318	\$ 4,051,386	\$ 36,732,564	\$ 37,467,216	24-25 Rome
Total		\$ 66.83	\$ 7,518,850	\$ 68,170,902	\$ 69,534,320	

*Do not include Special District Tax Rates **Verify equalization rates with jurisdiction for parity with other jurisdictions
Annual rate increase factor of 2% is used in calculator

1.02

PILOT VALUE CALCULATOR VALUES		Full	485-b	Fixed Pyt Amt.	Fixed Pyt Benefit	Annual rate increase factor applied to Fixed Pyt Amt.
Preconstruction year sub 1	pay just on land					
Preconstruction year sub 2	pay just on land					
2027 Year 1	\$ 70.93	\$ 7,979,063	\$ 3,989,532	\$ 2,000,000	\$ 5,979,063	0%
2	\$ 72.34	\$ 8,138,645	\$ 4,476,254	\$ 2,000,000	\$ 6,138,645	0%
3	\$ 73.79	\$ 8,301,417	\$ 4,980,850	\$ 2,000,000	\$ 6,301,417	0%
4	\$ 75.27	\$ 8,467,446	\$ 5,503,840	\$ 2,000,000	\$ 6,467,446	0%
5	\$ 76.77	\$ 8,636,795	\$ 6,045,756	\$ 2,000,000	\$ 6,636,795	0%
6	\$ 78.31	\$ 8,809,531	\$ 6,607,148	\$ 2,000,000	\$ 6,809,531	0%
7	\$ 79.87	\$ 8,985,721	\$ 7,188,577	\$ 2,000,000	\$ 6,985,721	0%
8	\$ 81.47	\$ 9,165,436	\$ 7,790,620	\$ 2,000,000	\$ 7,165,436	0%
9	\$ 83.10	\$ 9,348,744	\$ 8,413,870	\$ 2,000,000	\$ 7,348,744	0%
10	\$ 84.76	\$ 9,535,719	\$ 9,058,933	\$ 2,000,000	\$ 7,535,719	0%
11	\$ 86.46	\$ 9,726,434	\$ 9,726,434	\$ 2,030,000	\$ 7,696,434	1.5%
12	\$ 88.19	\$ 9,920,962	\$ 9,920,962	\$ 2,060,450	\$ 7,860,512	1.5%
13	\$ 89.95	\$ 10,119,382	\$ 10,119,382	\$ 2,091,357	\$ 8,028,025	1.5%
14	\$ 91.75	\$ 10,321,769	\$ 10,321,769	\$ 2,122,727	\$ 8,199,042	1.5%
15	\$ 93.58	\$ 10,528,205	\$ 10,528,205	\$ 2,154,568	\$ 8,373,637	1.5%
16	\$ 95.46	\$ 10,738,769	\$ 10,738,769	\$ 2,186,887	\$ 8,551,882	1.5%
17	\$ 97.36	\$ 10,953,544	\$ 10,953,544	\$ 2,219,690	\$ 8,733,854	1.5%
18	\$ 99.31	\$ 11,172,615	\$ 11,172,615	\$ 2,252,985	\$ 8,919,630	1.5%
19	\$ 101.30	\$ 11,396,067	\$ 11,396,067	\$ 2,286,780	\$ 9,109,287	1.5%
20	\$ 103.32	\$ 11,623,989	\$ 11,623,989	\$ 2,321,082	\$ 9,302,907	1.5%
21	\$ 105.39	\$ 11,856,468	\$ 11,856,468	\$ 2,355,898	\$ 9,500,570	1.5%
22	\$ 107.50	\$ 12,093,598	\$ 12,093,598	\$ 2,391,236	\$ 9,702,361	1.5%
23	\$ 109.65	\$ 12,335,470	\$ 12,335,470	\$ 2,427,105	\$ 9,908,365	1.5%
24	\$ 111.84	\$ 12,582,179	\$ 12,582,179	\$ 2,463,511	\$ 10,118,668	1.5%
25	\$ 114.08	\$ 12,833,823	\$ 12,833,823	\$ 2,500,464	\$ 10,333,358	1.5%
26	\$ 116.36	\$ 13,090,499	\$ 13,090,499	\$ 2,537,971	\$ 10,552,528	1.5%
27	\$ 118.69	\$ 13,352,309	\$ 13,352,309	\$ 2,576,041	\$ 10,776,268	1.5%
28	\$ 121.06	\$ 13,619,355	\$ 13,619,355	\$ 2,614,681	\$ 11,004,674	1.5%
29	\$ 123.48	\$ 13,891,742	\$ 13,891,742	\$ 2,653,901	\$ 11,237,841	1.5%
30	\$ 125.95	\$ 14,169,577	\$ 14,169,577	\$ 2,693,710	\$ 11,475,867	1.5%
31	\$ 128.47	\$ 14,452,969	\$ 14,452,969	\$ 2,734,116	\$ 11,718,853	1.5%
32	\$ 131.04	\$ 14,742,028	\$ 14,742,028	\$ 2,775,127	\$ 11,966,901	1.5%
33	\$ 133.66	\$ 15,036,869	\$ 15,036,869	\$ 2,816,754	\$ 12,220,114	1.5%
34	\$ 136.33	\$ 15,337,606	\$ 15,337,606	\$ 2,859,006	\$ 12,478,600	1.5%
35	\$ 139.06	\$ 15,644,358	\$ 15,644,358	\$ 2,901,891	\$ 12,742,467	1.5%
36	\$ 141.84	\$ 15,957,245	\$ 15,957,245	\$ 2,945,419	\$ 13,011,826	1.5%
37	\$ 144.68	\$ 16,276,390	\$ 16,276,390	\$ 2,989,600	\$ 13,286,790	1.5%
38	\$ 147.57	\$ 16,601,918	\$ 16,601,918	\$ 3,034,444	\$ 13,567,474	1.5%
39	\$ 150.52	\$ 16,933,956	\$ 16,933,956	\$ 3,079,961	\$ 13,853,995	1.5%
40	\$ 153.53	\$ 17,272,635	\$ 17,272,635	\$ 3,126,160	\$ 14,146,475	1.5%
Total:		\$ 481,951,245	\$ 458,638,110	\$ 96,203,523	\$ 385,747,722	

Chobani, Rome, NY Retained and Created Jobs

Jobs Created By June 30th of 2027 2028 2029 2030 2031

Employment

Total Cumulative Net New Jobs		300	550	850	850	1070
Breakdown of Jobs:						
Management	8%	24	44	68	68	86
Average Salary		\$144,000	\$144,000	\$144,000	\$144,000	\$144,000
Administrative	5%	15	28	43	43	54
Average Salary		\$77,000	\$77,000	\$77,000	\$77,000	\$77,000
Manufacturing	85%	255	468	723	723	910
Average Salary		\$74,800	\$74,800	\$74,800	\$74,800	\$74,800
Other Title	2%	6	11	17	17	21
Average Salary		\$120,000	\$120,000	\$120,000	\$120,000	\$120,000
Other Title	0%	0	0	0	0	0
Average Salary		\$75,000	\$75,000	\$75,000	\$75,000	\$75,000
Total Gross Wages		\$24,405,000	\$44,742,500	\$69,147,500	\$69,147,500	\$87,044,500

Fringe benefits per employee are approximately 32% of base salary.

**ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY
COST/BENEFIT ANALYSIS
Required by §859-a(3) of the
New York General Municipal Law**

Date

Name of Applicant: Chobani LLC

Description of Project: Dairy Processing plant

Name of All Sublessees or Other Occupants of Facility: None

Principals or Parent of Applicant: Hamdi Ulukaya

Products or Services of Applicant to be produced or carried out at facility: Yogurt related products

Estimated Date of Completion of Project: _____

Type of Financing/ Structure:

_____	Tax-Exempt Financing
_____	Taxable Financing
<u>X</u>	Sale/ Leaseback
_____	Other

Type of Benefits being Sought by Applicant:

_____	Taxable Financing
_____	Tax-Exempt Bonds
<u>X</u>	Sales Tax Exemption on Eligible Expenses Until Completion
_____	Mortgage Recording Tax Abatement
<u>X</u>	Real Property Tax Abatement

Project Costs

Land Acquisition	\$ -
Existing Building(s) ACQUISITION	\$ -
Existing Building(S) RENOVATION	\$ -
NEW Building(s) CONSTRUCTION	\$ 540,000,000
Installation Costs	\$ -
Site Preparation/Parking Lot Construction	\$ 45,000,000
Machinery & Equipment (other than furniture)	\$ 585,000,000
Furniture & Fixtures	\$ 15,000,000
Architectural & Engineering	\$ 25,000,000
Legal Fees (applicant, IDA, bank, other counsel)	\$ 1,000,000
Financial (all costs related to project financing)	\$ -
Permits	\$ 1,000,000
Other	
Agency Fee	\$ 3,092,500
TOTAL COST OF PROJECT	\$ 1,215,092,500

Assistance Provided by the Following:

EDGE Loan:	
MVEDD Loan:	
Grants - Please indicate source & Amount:	\$ -
Other Loans - Please indicate source & Amount:	

Company Information

		Average Salary of these Positions
Existing Jobs	0	\$ -
Created Jobs FTE (over three years)	1070	\$ 89,900
Retained Jobs	0	\$ -

Earnings Information for Oneida County

Average Salary of Direct Jobs for Applicant	\$ 89,900
Average of County Indirect Jobs	\$ 25,000
Average of Construction Jobs	\$ 85,000

Note: \$1,000,000 in construction expenditures generates 15 person - years of employment
Construction Person Years of Employment: **2925**

Calculation of Benefits (3 Year Period)

	Total Earnings	Revenues
Direct Jobs		
Created	\$ 288,579,000	\$ 12,264,608
Existing	\$ -	\$ -
Indirect Jobs		
Created	\$ 200,625,000	\$ 8,526,563
Existing	\$ -	\$ -
Construction - only one year		
Person Years	\$ 248,625,000	\$ 10,566,563
TOTALS Calculation of Benefits (3 Yr Period)	\$ 737,829,000	\$ 31,357,733

TAXABLE GOODS & SERVICES

		Spending Rate	Expenditures	State & Local Sales Tax Revenues
Direct Jobs	Created	36%	\$ 103,888,440	\$ 10,129,123
	Existing	0.36	\$ -	\$ -
Indirect Jobs	Created	0.36	\$ 72,225,000	\$ 7,041,938
	Existing	0.36	\$ -	\$ -
Construction - only one year	Person Years	0.36	\$ 89,505,000	\$ 8,726,738
TOTAL TAXABLE GOODS & SERVICES			\$ 265,618,440	\$ 25,897,798

Local (3 year) real property tax benefit (assuming 60% of jobs existing and created own a residence) with an average assessment of \$80,000 and the remainder of jobs existing created pay real property taxes through rent based on an average assessment per apartment of \$50,000.

		Municipality	
Tax Rate for School District where facility is located:	37.772412	Rome	24-25
Tax Rate for Municipality where facility is located:	20.751923	Rome	2025
Tax Rate for County:	10.069977	Oneida	2025
Total Rate:	68.594312		
Real Property Taxes Paid:	\$ 4,990,922		

COSTS: IDA BENEFITS

Real Property Taxes Abatement	\$ 385,747,722
Mortgage Tax Abated (.75%)	\$ -
Estimated Sales Tax Abated During Construction Period (8.75%)	\$ 51,625,000
Total:	\$ 437,372,722

NOTE: If there is a tax-exempt financing of all or a portion of the project cost, there is a neutral cost/benefit because of lower interest rates by reason of exclusion of interest from gross income of bondholders for purposes of Federal and State income taxes. Taxable financing carries the same cost/benefit for State Income Tax purposes. Such cost/benefits cannot be quantified.

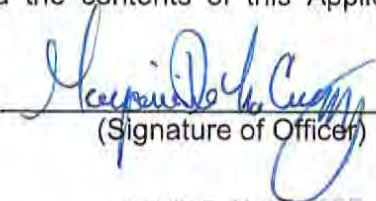
fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

13. The Applicant acknowledges receipt of notice from the Agency pursuant to Section 224-a(8)(d) of the New York Labor Law that the estimated mortgage recording tax exemption benefit amount, the estimated sales and use tax exemption benefit amount, and the estimated real property tax abatement benefit amount as so identified within this Application are "public funds" and not otherwise excluded under Section 224-a(3) of the New York Labor Law. Applicant further acknowledges and understands that it has certain obligations as related thereto pursuant to Section 224-a(8)a) of the New York Labor Law.

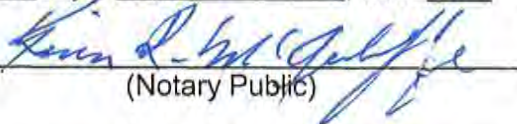
STATE OF NEW YORK)
COUNTY OF ONEIDA) ss.:

Marjorie De La Cruz _____, being first duly sworn, deposes and says:

1. That I am the Chief Legal Officer (Corporate Office) of Chobani, 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 of Officer)

Subscribed and affirmed to me under penalties of perjury
this 22nd day of April, 2025


(Notary Public)

KEVIN R. McABLIFFE
Notary Public State of New York
No. 011MC4602421
Qualified in Onondaga County
Commission Expires May 31, 2026

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: _____

Print Name: _____

Title: _____

Date: _____

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.

Full Environmental Assessment Form
Part 1 - Project and Setting

Instructions for Completing Part 1

Part 1 is to be completed by the applicant or project sponsor. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification.

Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information; indicate whether missing information does not exist, or is not reasonably available to the sponsor; and, when possible, generally describe work or studies which would be necessary to update or fully develop that information.

Applicants/sponsors must complete all items in Sections A & B. In Sections C, D & E, most items contain an initial question that must be answered either "Yes" or "No". If the answer to the initial question is "Yes", complete the sub-questions that follow. If the answer to the initial question is "No", proceed to the next question. Section F allows the project sponsor to identify and attach any additional information. Section G requires the name and signature of the applicant or project sponsor to verify that the information contained in Part 1 is accurate and complete.

A. Project and Applicant/Sponsor Information.

Name of Action or Project: Chobani Rome Facility		
Project Location (describe, and attach a general location map): Portions of tax parcels 224.000-1-4.1 and 224.000-1-5; see attached map		
Brief Description of Proposed Action (include purpose or need): Construction of a 1,800,000 +/- square foot special foods processing facility on 146 +/- acres at the north end of the Griffiss Business Park. Project will create 1070 jobs over three shifts with the plant operating 24 hours a day. Associated construction includes a parking lot for 950 cars, connection to existing infrastructure (water, sewer, gas, electric) with system upgrades to provide necessary capacity, a stormwater management system, and land grading. Off-site improvements along Perimeter Road and Route 825 are required.		
Name of Applicant/Sponsor: Chobani, LLC		Telephone: E-Mail: legal@chobani.com
Address: 669 County Road 25		
City/PO: New Berlin	State: NY	Zip Code: 13411
Project Contact (if not same as sponsor; give name and title/role): Marjorie De La Cruz, Chief Legal Officer		Telephone: 607-847-7401 E-Mail: Marjorie.DeLaCruz@chobani.com
Address: 200 Lafayette Street, 6th Floor		
City/PO: New York	State: NY	Zip Code: 10012
Property Owner (if not same as sponsor): County of Oneida		Telephone: E-Mail: acortese-kolasz@oneidacountyny.gov
Address: 800 Park Ave		
City/PO: Utica	State: NY	Zip Code: 13501

B. Government Approvals

B. Government Approvals, Funding, or Sponsorship. ("Funding" includes grants, loans, tax relief, and any other forms of financial assistance.)		
Government Entity	If Yes: Identify Agency and Approval(s) Required	Application Date (Actual or projected)
a. City Council, Town Board, <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No or Village Board of Trustees		
b. City, Town or Village <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Planning Board or Commission	City of Rome Planning Board	April 2025
c. City, Town or <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Village Zoning Board of Appeals		
d. Other local agencies <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Oneida County Industrial Development Agency	April 2025
e. County agencies <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Oneida County Planning Board	April 2025
f. Regional agencies <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
g. State agencies <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	NYS DEC (Stormwater, Air Permit, and Bulk Tank Storage Registration)	June 2025
h. Federal agencies <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	FAA	
i. Coastal Resources.		
i. Is the project site within a Coastal Area, or the waterfront area of a Designated Inland Waterway?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
ii. Is the project site located in a community with an approved Local Waterfront Revitalization Program?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
iii. Is the project site within a Coastal Erosion Hazard Area?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

C. Planning and Zoning

C.1. Planning and zoning actions.	
Will administrative or legislative adoption, or amendment of a plan, local law, ordinance, rule or regulation be the only approval(s) which must be granted to enable the proposed action to proceed?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<ul style="list-style-type: none"> • If Yes, complete sections C, F and G. • If No, proceed to question C.2 and complete all remaining sections and questions in Part 1 	
C.2. Adopted land use plans.	
a. Do any municipally- adopted (city, town, village or county) comprehensive land use plan(s) include the site where the proposed action would be located?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
If Yes, does the comprehensive plan include specific recommendations for the site where the proposed action would be located?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b. Is the site of the proposed action within any local or regional special planning district (for example: Greenway; Brownfield Opportunity Area (BOA); designated State or Federal heritage area; watershed management plan; or other?)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
If Yes, identify the plan(s):	
<u>Mohawk Valley Heritage Corridor</u>	

c. Is the proposed action located wholly or partially within an area listed in an adopted municipal open space plan, or an adopted municipal farmland protection plan?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
If Yes, identify the plan(s):	

C.3. Zoning

a. Is the site of the proposed action located in a municipality with an adopted zoning law or ordinance. Yes No
 If Yes, what is the zoning classification(s) including any applicable overlay district?
Griffiss Business Redevelopment District - Flex Industrial Development Subdistrict

b. Is the use permitted or allowed by a special or conditional use permit? Yes No

c. Is a zoning change requested as part of the proposed action? Yes No
 If Yes,
 i. What is the proposed new zoning for the site? _____

C.4. Existing community services.

a. In what school district is the project site located? Rome City School District

b. What police or other public protection forces serve the project site?
City of Rome Police Department

c. Which fire protection and emergency medical services serve the project site?
City of Rome Fire Department

d. What parks serve the project site?
Fort Stanwix, Griffiss International Sculpture Garden, and Mohawk River Trail

D. Project Details

D.1. Proposed and Potential Development

a. What is the general nature of the proposed action (e.g., residential, industrial, commercial, recreational; if mixed, include all components)? Specialized Food Production

b. a. Total acreage of the site of the proposed action? _____ 146 acres
 b. Total acreage to be physically disturbed? _____ 130 acres
 c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? _____ 146 acres

c. Is the proposed action an expansion of an existing project or use? Yes No
 i. If Yes, what is the approximate percentage of the proposed expansion and identify the units (e.g., acres, miles, housing units, square feet)? % _____ Units: _____

d. Is the proposed action a subdivision, or does it include a subdivision? Yes No
 If Yes,
 i. Purpose or type of subdivision? (e.g., residential, industrial, commercial; if mixed, specify types)
Industrial
 ii. Is a cluster/conservation layout proposed? Yes No
 iii. Number of lots proposed? _____
 iv. Minimum and maximum proposed lot sizes? Minimum _____ Maximum _____

e. Will the proposed action be constructed in multiple phases? Yes No
 i. If No, anticipated period of construction: _____ months
 ii. If Yes:
 • Total number of phases anticipated _____ 2
 • Anticipated commencement date of phase 1 (including demolition) _____ 07 month 2025 year
 • Anticipated completion date of final phase _____ 12 month 2029 year
 • Generally describe connections or relationships among phases, including any contingencies where progress of one phase may determine timing or duration of future phases: Phase 1 is the main production plant with office space to support the plant.
Phase 2 is an expansion of the production space and warehouse space.

f. Does the project include new residential uses? Yes No
 If Yes, show numbers of units proposed.

	<u>One Family</u>	<u>Two Family</u>	<u>Three Family</u>	<u>Multiple Family (four or more)</u>
Initial Phase	_____	_____	_____	_____
At completion of all phases	_____	_____	_____	_____

g. Does the proposed action include new non-residential construction (including expansions)? Yes No
 If Yes,

i. Total number of structures 4

ii. Dimensions (in feet) of largest proposed structure: 150 height; 1027 ft width; and 1713 ft length

iii. Approximate extent of building space to be heated or cooled: 1,800,000 square feet

h. Does the proposed action include construction or other activities that will result in the impoundment of any liquids, such as creation of a water supply, reservoir, pond, lake, waste lagoon or other storage? Yes No
 If Yes,

i. Purpose of the impoundment: Temporary storage of stormwater runoff for proper stormwater management

ii. If a water impoundment, the principal source of the water: Ground water Surface water streams Other specify: Stormwater runoff

iii. If other than water, identify the type of impounded/contained liquids and their source. _____

iv. Approximate size of the proposed impoundment. Volume: 3.32 million gallons; surface area: 4 acres

v. Dimensions of the proposed dam or impounding structure: 5 ft height; 835 ft length

vi. Construction method/materials for the proposed dam or impounding structure (e.g., earth fill, rock, wood, concrete): earth fill

D.2. Project Operations

a. Does the proposed action include any excavation, mining, or dredging, during construction, operations, or both? (Not including general site preparation, grading or installation of utilities or foundations where all excavated materials will remain onsite) Yes No
 If Yes:

i. What is the purpose of the excavation or dredging? _____

ii. How much material (including rock, earth, sediments, etc.) is proposed to be removed from the site?

- Volume (specify tons or cubic yards): _____
- Over what duration of time? _____

iii. Describe nature and characteristics of materials to be excavated or dredged, and plans to use, manage or dispose of them. _____

iv. Will there be onsite dewatering or processing of excavated materials? Yes No
 If yes, describe. _____

v. What is the total area to be dredged or excavated? _____ acres

vi. What is the maximum area to be worked at any one time? _____ acres

vii. What would be the maximum depth of excavation or dredging? _____ feet

viii. Will the excavation require blasting? Yes No

ix. Summarize site reclamation goals and plan: _____

b. Would the proposed action cause or result in alteration of, increase or decrease in size of, or encroachment into any existing wetland, waterbody, shoreline, beach or adjacent area? Yes No
 If Yes:

i. Identify the wetland or waterbody which would be affected (by name, water index number, wetland map number or geographic description): _____

ii. Describe how the proposed action would affect that waterbody or wetland, e.g. excavation, fill, placement of structures, or alteration of channels, banks and shorelines. Indicate extent of activities, alterations and additions in square feet or acres:

iii. Will the proposed action cause or result in disturbance to bottom sediments? Yes No
If Yes, describe: _____

iv. Will the proposed action cause or result in the destruction or removal of aquatic vegetation? Yes No
If Yes:

- acres of aquatic vegetation proposed to be removed: _____
- expected acreage of aquatic vegetation remaining after project completion: _____
- purpose of proposed removal (e.g. beach clearing, invasive species control, boat access): _____
- proposed method of plant removal: _____
- if chemical/herbicide treatment will be used, specify product(s): _____

v. Describe any proposed reclamation/mitigation following disturbance: _____

c. Will the proposed action use, or create a new demand for water? Yes No

If Yes:

i. Total anticipated water usage/demand per day: _____ 2,250,000 gallons/day

ii. Will the proposed action obtain water from an existing public water supply? Yes No

If Yes:

- Name of district or service area: City of Rome
- Does the existing public water supply have capacity to serve the proposal? Yes No
- Is the project site in the existing district? Yes No
- Is expansion of the district needed? Yes No
- Do existing lines serve the project site? Yes No

iii. Will line extension within an existing district be necessary to supply the project? Yes No

If Yes:

- Describe extensions or capacity expansions proposed to serve this project: The County is modifying the infrastructure to meet the project's water demands.
- Source(s) of supply for the district: City of Rome Water Treatment Plant

iv. Is a new water supply district or service area proposed to be formed to serve the project site? Yes No

If, Yes:

- Applicant/sponsor for new district: _____
- Date application submitted or anticipated: _____
- Proposed source(s) of supply for new district: _____

v. If a public water supply will not be used, describe plans to provide water supply for the project: _____

vi. If water supply will be from wells (public or private), what is the maximum pumping capacity: _____ gallons/minute.

d. Will the proposed action generate liquid wastes? Yes No

If Yes:

i. Total anticipated liquid waste generation per day: _____ 3,100,000 gallons/day

ii. Nature of liquid wastes to be generated (e.g., sanitary wastewater, industrial; if combination, describe all components and approximate volumes or proportions of each): The Company will pre-treat its wastewater discharge to a level that is acceptable to the City of Rome.

iii. Will the proposed action use any existing public wastewater treatment facilities? Yes No

If Yes:

- Name of wastewater treatment plant to be used: City of Rome Wastewater Treatment Plant
- Name of district: City of Rome
- Does the existing wastewater treatment plant have capacity to serve the project? Yes No
- Is the project site in the existing district? Yes No
- Is expansion of the district needed? Yes No

• Do existing sewer lines serve the project site? Yes No
 • Will a line extension within an existing district be necessary to serve the project? Yes No
 If Yes:
 • Describe extensions or capacity expansions proposed to serve this project: _____
 Existing gravity sewer lines in the immediately vicinity of the site are not appropriately sized to convey the additional flows. New, larger gravity lines are being installed by the County.

iv. Will a new wastewater (sewage) treatment district be formed to serve the project site? Yes No
 If Yes:
 • Applicant/sponsor for new district: _____
 • Date application submitted or anticipated: _____
 • What is the receiving water for the wastewater discharge? _____

v. If public facilities will not be used, describe plans to provide wastewater treatment for the project, including specifying proposed receiving water (name and classification if surface discharge or describe subsurface disposal plans):

vi. Describe any plans or designs to capture, recycle or reuse liquid waste: _____

e. Will the proposed action disturb more than one acre and create stormwater runoff, either from new point sources (i.e. ditches, pipes, swales, curbs, gutters or other concentrated flows of stormwater) or non-point source (i.e. sheet flow) during construction or post construction? Yes No
 If Yes:
 i. How much impervious surface will the project create in relation to total size of project parcel?
 _____ Square feet or _____ 69 acres (impervious surface)
 _____ Square feet or _____ 146 acres (parcel size)
 ii. Describe types of new point sources. Discharges from stormwater management practices (detention basins, infiltration basins, and bioretention filters) that collect stormwater runoff from rooftops, asphalt areas, and adjacent lawn/pervious areas.

 iii. Where will the stormwater runoff be directed (i.e. on-site stormwater management facility/structures, adjacent properties, groundwater, on-site surface water or off-site surface waters)?
 Existing underground stormwater conveyance system.

 • If to surface waters, identify receiving water bodies or wetlands: _____

 • Will stormwater runoff flow to adjacent properties? Yes No

iv. Does the proposed plan minimize impervious surfaces, use pervious materials or collect and re-use stormwater? Yes No

f. Does the proposed action include, or will it use on-site, one or more sources of air emissions, including fuel combustion, waste incineration, or other processes or operations? Yes No
 If Yes, identify:
 i. Mobile sources during project operations (e.g., heavy equipment, fleet or delivery vehicles)
 Tractor trailers (inbound [delivery of raw product, packaging materials, etc.] and outbound [finished, packaged product])

 ii. Stationary sources during construction (e.g., power generation, structural heating, batch plant, crushers)
 Diesel generators

 iii. Stationary sources during operations (e.g., process emissions, large boilers, electric generation)
 Process emissions, boilers

g. Will any air emission sources named in D.2.f (above), require a NY State Air Registration, Air Facility Permit, or Federal Clean Air Act Title IV or Title V Permit? Yes No
 If Yes:
 i. Is the project site located in an Air quality non-attainment area? (Area routinely or periodically fails to meet ambient air quality standards for all or some parts of the year) Yes No
 ii. In addition to emissions as calculated in the application, the project will generate:
 • _____ 300,000 Tons/year (short tons) of Carbon Dioxide (CO₂)
 • _____ NA Tons/year (short tons) of Nitrous Oxide (N₂O)
 • _____ NA Tons/year (short tons) of Perfluorocarbons (PFCs)
 • _____ NA Tons/year (short tons) of Sulfur Hexafluoride (SF₆)
 • _____ NA Tons/year (short tons) of Carbon Dioxide equivalent of Hydrofluorocarbons (HFCs)
 • _____ NA Tons/year (short tons) of Hazardous Air Pollutants (HAPs)

h. Will the proposed action generate or emit methane (including, but not limited to, sewage treatment plants, landfills, composting facilities)? Yes No

If Yes:

i. Estimate methane generation in tons/year (metric): _____

ii. Describe any methane capture, control or elimination measures included in project design (e.g., combustion to generate heat or electricity, flaring): _____

i. Will the proposed action result in the release of air pollutants from open-air operations or processes, such as quarry or landfill operations? Yes No

If Yes: Describe operations and nature of emissions (e.g., diesel exhaust, rock particulates/dust): _____

j. Will the proposed action result in a substantial increase in traffic above present levels or generate substantial new demand for transportation facilities or services? Yes No

If Yes:

i. When is the peak traffic expected (Check all that apply): Morning Evening Weekend
 Randomly between hours of _____ to _____

ii. For commercial activities only, projected number of truck trips/day and type (e.g., semi trailers and dump trucks): _____
 1,520 trips/day (1 truck entering & exiting = 2 trips) semi trailers and refrigerated tankers

iii. Parking spaces: Existing 0 Proposed 950 Net increase/decrease +950

iv. Does the proposed action include any shared use parking? Yes No

v. If the proposed action includes any modification of existing roads, creation of new roads or change in existing access, describe:
 A traffic roundabout will be constructed at the intersection of Perimeter Rd and NYS Route 825; Perimeter Rd will be re-constructed for heavy duty traffic.

vi. Are public/private transportation service(s) or facilities available within 1/2 mile of the proposed site? Yes No

vii. Will the proposed action include access to public transportation or accommodations for use of hybrid, electric or other alternative fueled vehicles? Yes No

viii. Will the proposed action include plans for pedestrian or bicycle accommodations for connections to existing pedestrian or bicycle routes? Yes No

k. Will the proposed action (for commercial or industrial projects only) generate new or additional demand for energy? Yes No

If Yes:

i. Estimate annual electricity demand during operation of the proposed action: _____
 21 Mega Watts

ii. Anticipated sources/suppliers of electricity for the project (e.g., on-site combustion, on-site renewable, via grid/local utility, or other):
grid/local utility

iii. Will the proposed action require a new, or an upgrade, to an existing substation? Yes No

l. Hours of operation. Answer all items which apply.

<p>i. During Construction:</p> <ul style="list-style-type: none"> • Monday - Friday: <u>7AM - 7PM</u> • Saturday: <u>7AM - 2 PM</u> • Sunday: _____ • Holidays: _____ 	<p>ii. During Operations:</p> <ul style="list-style-type: none"> • Monday - Friday: <u>8AM - 5PM + 24 HR Production</u> • Saturday: <u>24 HR Production</u> • Sunday: <u>24 HR Production</u> • Holidays: <u>24 HR Production</u>
---	---

m. Will the proposed action produce noise that will exceed existing ambient noise levels during construction, operation, or both? Yes No
 If yes:
 i. Provide details including sources, time of day and duration:
 During construction (at source) - heavy equipment operation will generate approximately 100 decibels
 During operation (at source)- plant equipment will generate approximately 73 decibels

ii. Will the proposed action remove existing natural barriers that could act as a noise barrier or screen? Yes No
 Describe: _____

n. Will the proposed action have outdoor lighting? Yes No
 If yes:
 i. Describe source(s), location(s), height of fixture(s), direction/aim, and proximity to nearest occupied structures:
 Pole-mounted exterior lights will be installed within the parking lot, maximum height of fixture 34 feet. Nearest residence approx. 1950 ft

ii. Will proposed action remove existing natural barriers that could act as a light barrier or screen? Yes No
 Describe: _____

o. Does the proposed action have the potential to produce odors for more than one hour per day? Yes No
 If Yes, describe possible sources, potential frequency and duration of odor emissions, and proximity to nearest occupied structures: _____

p. Will the proposed action include any bulk storage of petroleum (combined capacity of over 1,100 gallons) or chemical products 185 gallons in above ground storage or any amount in underground storage? Yes No
 If Yes:
 i. Product(s) to be stored _____
 ii. Volume(s) _____ per unit time _____ (e.g., month, year)
 iii. Generally, describe the proposed storage facilities:
 Acidic and caustic chemicals stored inside the building using double walled containers in a bulk storage room.

q. Will the proposed action (commercial, industrial and recreational projects only) use pesticides (i.e., herbicides, insecticides) during construction or operation? Yes No
 If Yes:
 i. Describe proposed treatment(s):

ii. Will the proposed action use Integrated Pest Management Practices? Yes No

r. Will the proposed action (commercial or industrial projects only) involve or require the management or disposal of solid waste (excluding hazardous materials)? Yes No
 If Yes:
 i. Describe any solid waste(s) to be generated during construction or operation of the facility:
 • Construction: _____ 5 tons per _____ week (unit of time)
 • Operation : _____ 10 tons per _____ week (unit of time)
 ii. Describe any proposals for on-site minimization, recycling or reuse of materials to avoid disposal as solid waste:
 • Construction: mandatory recycling of appropriate materials will be enforced during construction; separate recycling containers will be provided. Concrete washout and abandoned taxi-way to be broken up and used as riprap or general fill.
 • Operation: cardboard, metal, plastic recycling

 iii. Proposed disposal methods/facilities for solid waste generated on-site:
 • Construction: Temporary storage in on-site dumpsters; collection and hauling to off-site landfill

 • Operation: Temporary storage in on-site dumpsters; collection and hauling to off-site landfill

s. Does the proposed action include construction or modification of a solid waste management facility? Yes No

If Yes:

i. Type of management or handling of waste proposed for the site (e.g., recycling or transfer station, composting, landfill, or other disposal activities): _____

ii. Anticipated rate of disposal/processing:

- _____ Tons/month, if transfer or other non-combustion/thermal treatment, or
- _____ Tons/hour, if combustion or thermal treatment

iii. If landfill, anticipated site life: _____ years

t. Will the proposed action at the site involve the commercial generation, treatment, storage, or disposal of hazardous waste? Yes No

If Yes:

i. Name(s) of all hazardous wastes or constituents to be generated, handled or managed at facility: _____

ii. Generally describe processes or activities involving hazardous wastes or constituents: _____

iii. Specify amount to be handled or generated _____ tons/month

iv. Describe any proposals for on-site minimization, recycling or reuse of hazardous constituents: _____

v. Will any hazardous wastes be disposed at an existing offsite hazardous waste facility? Yes No

If Yes: provide name and location of facility: _____

If No: describe proposed management of any hazardous wastes which will not be sent to a hazardous waste facility: _____

E. Site and Setting of Proposed Action

E.1. Land uses on and surrounding the project site

a. Existing land uses.

i. Check all uses that occur on, adjoining and near the project site.

Urban Industrial Commercial Residential (suburban) Rural (non-farm)

Forest Agriculture Aquatic Other (specify): golf course nearby, airport

ii. If mix of uses, generally describe: _____

b. Land uses and covertypes on the project site.

Land use or Covertypes	Current Acreage	Acreage After Project Completion	Change (Acres +/-)
• Roads, buildings, and other paved or impervious surfaces	19 Acres	69 Acres	+50 Acres
• Forested			
• Meadows, grasslands or brushlands (non-agricultural, including abandoned agricultural)	127 Acres	0 Acres	-127 Acres
• Agricultural (includes active orchards, field, greenhouse etc.)			
• Surface water features (lakes, ponds, streams, rivers, etc.)			
• Wetlands (freshwater or tidal)			
• Non-vegetated (bare rock, earth or fill)			
• Other Describe: <u>Stormwater Management Practices, landscaped/maintained lawns</u>	0	77 Acres	+77 Acres

c. Is the project site presently used by members of the community for public recreation? Yes No
i. If Yes: explain: _____

d. Are there any facilities serving children, the elderly, people with disabilities (e.g., schools, hospitals, licensed day care centers, or group homes) within 1500 feet of the project site? Yes No
If Yes,
i. Identify Facilities: _____

e. Does the project site contain an existing dam? Yes No
If Yes:
i. Dimensions of the dam and impoundment:
• Dam height: _____ feet
• Dam length: _____ feet
• Surface area: _____ acres
• Volume impounded: _____ gallons OR acre-feet
ii. Dam's existing hazard classification: _____
iii. Provide date and summarize results of last inspection: _____

f. Has the project site ever been used as a municipal, commercial or industrial solid waste management facility, or does the project site adjoin property which is now, or was at one time, used as a solid waste management facility? Yes No
If Yes:
i. Has the facility been formally closed? Yes No
• If yes, cite sources/documentation: _____
ii. Describe the location of the project site relative to the boundaries of the solid waste management facility: _____

iii. Describe any development constraints due to the prior solid waste activities: _____

g. Have hazardous wastes been generated, treated and/or disposed of at the site, or does the project site adjoin property which is now or was at one time used to commercially treat, store and/or dispose of hazardous waste? Yes No
If Yes:
i. Describe waste(s) handled and waste management activities, including approximate time when activities occurred:
Airport was originally the Griffiss Air Force Base, which generated hazardous waste from 1940-1974. Cleanup of tanks and contamination occurred in 1985, 1997, and 2002. Griffiss is on the Superfund National Priorities List and in the Installation Restoration Program.

h. Potential contamination history. Has there been a reported spill at the proposed project site, or have any remedial actions been conducted at or adjacent to the proposed site? Yes No
If Yes:
i. Is any portion of the site listed on the NYSDEC Spills Incidents database or Environmental Site Remediation database? Check all that apply: Yes No
 Yes – Spills Incidents database Provide DEC ID number(s): _____
 Yes – Environmental Site Remediation database Provide DEC ID number(s): _____
 Neither database
ii. If site has been subject of RCRA corrective activities, describe control measures: _____

iii. Is the project within 2000 feet of any site in the NYSDEC Environmental Site Remediation database? Yes No
If yes, provide DEC ID number(s): 633006

iv. If yes to (i), (ii) or (iii) above, describe current status of site(s): _____

The Griffiss International Airport is part of the former 3,550 acre Griffiss Air Force Base. The base was placed on the NPL in 1987. Of the approximately 2,900 acres, 650 acres remain on the NPL in various stages of remediation and monitoring. The project site is not part of the 650 acres that remain on the NPL.

v. Is the project site subject to an institutional control limiting property uses? Yes No

- If yes, DEC site ID number: 633006
- Describe the type of institutional control (e.g., deed restriction or easement): _____
- Describe any use limitations: Development and use is restricted to industrial, commercial, and non-residential land uses.
- Describe any engineering controls: _____
- Will the project affect the institutional or engineering controls in place? Yes No
- Explain: _____

E.2. Natural Resources On or Near Project Site

a. What is the average depth to bedrock on the project site? _____ +/- 20 feet

b. Are there bedrock outcroppings on the project site? Yes No
 If Yes, what proportion of the site is comprised of bedrock outcroppings? _____ %

c. Predominant soil type(s) present on project site:

Covert loamy sand	_____	30 %
Windsor loamy fine sand	_____	70 %
_____	_____	%

d. What is the average depth to the water table on the project site? Average: _____ +/- 8 feet

e. Drainage status of project site soils: Well Drained: _____ 100 % of site
 Moderately Well Drained: _____ % of site
 Poorly Drained _____ % of site

f. Approximate proportion of proposed action site with slopes: 0-10%: _____ 100 % of site
 10-15%: _____ % of site
 15% or greater: _____ % of site

g. Are there any unique geologic features on the project site? Yes No
 If Yes, describe: _____

h. Surface water features.

i. Does any portion of the project site contain wetlands or other waterbodies (including streams, rivers, ponds or lakes)? Yes No

ii. Do any wetlands or other waterbodies adjoin the project site? Yes No
 If Yes to either i or ii, continue. If No, skip to E.2.i.

iii. Are any of the wetlands or waterbodies within or adjoining the project site regulated by any federal, state or local agency? Yes No

iv. For each identified regulated wetland and waterbody on the project site, provide the following information:

- Streams: Name _____ Classification _____
- Lakes or Ponds: Name _____ Classification _____
- Wetlands: Name _____ Approximate Size _____
- Wetland No. (if regulated by DEC) _____

v. Are any of the above water bodies listed in the most recent compilation of NYS water quality-impaired waterbodies? Yes No
 If yes, name of impaired water body/bodies and basis for listing as impaired: _____

i. Is the project site in a designated Floodway? Yes No

j. Is the project site in the 100-year Floodplain? Yes No

k. Is the project site in the 500-year Floodplain? Yes No

l. Is the project site located over, or immediately adjoining, a primary, principal or sole source aquifer? Yes No
 If Yes:
 i. Name of aquifer: Principal Aquifer

m. Identify the predominant wildlife species that occupy or use the project site:

Eastern Gray/American Red Squirrels	Red Fox	Raccoon
variety of rodents	Ground Hog	Eastern Cottontail
Eastern chipmunk	variety of birds, butterflies, moths	common garter snake

n. Does the project site contain a designated significant natural community? Yes No

If Yes:

i. Describe the habitat/community (composition, function, and basis for designation): _____

ii. Source(s) of description or evaluation: _____

iii. Extent of community/habitat:

- Currently: _____ acres
- Following completion of project as proposed: _____ acres
- Gain or loss (indicate + or -): _____ acres

o. Does project site contain any species of plant or animal that is listed by the federal government or NYS as endangered or threatened, or does it contain any areas identified as habitat for an endangered or threatened species? Yes No

If Yes:

i. Species and listing (endangered or threatened): _____

Upland Sandpiper

p. Does the project site contain any species of plant or animal that is listed by NYS as rare, or as a species of special concern? Yes No

If Yes:

i. Species and listing: _____

q. Is the project site or adjoining area currently used for hunting, trapping, fishing or shell fishing? Yes No

If yes, give a brief description of how the proposed action may affect that use: _____

E.3. Designated Public Resources On or Near Project Site

a. Is the project site, or any portion of it, located in a designated agricultural district certified pursuant to Agriculture and Markets Law, Article 25-AA, Section 303 and 304? Yes No

If Yes, provide county plus district name/number: _____

b. Are agricultural lands consisting of highly productive soils present? Yes No

i. If Yes: acreage(s) on project site? _____

ii. Source(s) of soil rating(s): _____

c. Does the project site contain all or part of, or is it substantially contiguous to, a registered National Natural Landmark? Yes No

If Yes:

i. Nature of the natural landmark: Biological Community Geological Feature

ii. Provide brief description of landmark, including values behind designation and approximate size/extent: _____

d. Is the project site located in or does it adjoin a state listed Critical Environmental Area? Yes No

If Yes:

i. CEA name: _____

ii. Basis for designation: _____

iii. Designating agency and date: _____

e. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places? Yes No

If Yes:

i. Nature of historic/archaeological resource: Archaeological Site Historic Building or District

ii. Name: SHPO Site No. 06541-000445

iii. Brief description of attributes on which listing is based:
J & A Holland Complex (farmstead site) on east side of Wright Settlement Road

f. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory? Yes No

g. Have additional archaeological or historic site(s) or resources been identified on the project site? Yes No

If Yes:

i. Describe possible resource(s): _____

ii. Basis for identification: _____

h. Is the project site within five miles of any officially designated and publicly accessible federal, state, or local scenic or aesthetic resource? Yes No

If Yes:

i. Identify resource: North Country National Scenic Trail, Fort Stanwix National Monument

ii. Nature of, or basis for, designation (e.g., established highway overlook, state or local park, state historic trail or scenic byway, etc.): national scenic trail, national monument

iii. Distance between project and resource: trail 1/4 mile; monument 2 miles.

i. Is the project site located within a designated river corridor under the Wild, Scenic and Recreational Rivers Program 6 NYCRR 666? Yes No

If Yes:

i. Identify the name of the river and its designation: _____

ii. Is the activity consistent with development restrictions contained in 6NYCRR Part 666? Yes No

F. Additional Information

Attach any additional information which may be needed to clarify your project.

If you have identified any adverse impacts which could be associated with your proposal, please describe those impacts plus any measures which you propose to avoid or minimize them.

G. Verification

I certify that the information provided is true to the best of my knowledge.

Applicant/Sponsor Name Kevin R. McAuliffe, Esq. (Barclay Damon LLP) Date April 22, 2025

Signature  Title Attorney for Applicant

**Preliminary Inducement Resolution
Chobani, LLC Facility**

RESOLUTION OF THE ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY TAKING PRELIMINARY ACTION IN CONNECTION WITH A LEASE-LEASEBACK TRANSACTION WITH CHOBANI, LLC, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDUCEMENT AGREEMENT, AUTHORIZING A PUBLIC HEARING, AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

WHEREAS, Chobani, LLC, on behalf of itself and/or the principals of Chobani, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has requested the Agency assist with a two-phase project, the first phase of which consists of the construction of a 1,418,000± square foot food processing building, which includes a 15,600± square foot wastewater treatment plant, a 68,000± square foot blow molding building, a 117,000± square foot wet receiving and physical plant, together with parking, landscaping and buffering to support the same (collectively, the "Improvements"); situated on a portion of two parcels of land situate at Perimeter Road and Perimeter Road West totaling 146± acres in the aggregate, located at the Griffiss International Airport, City of Rome, Oneida County, New York (the "Land"); and acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for manufacturing dairy products and expanding the Company's presence in New York State (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the construction and equipping of the Facility by the Company is referred to collectively as the "Project"); and

WHEREAS, the County of Oneida (the "County") owns the Land and will lease the Land to the Company pursuant to a Lease Agreement (the "Ground Lease"); and

WHEREAS, the Company will lease the Facility to the Agency pursuant to a Lease Agreement (the "Lease Agreement"); and

WHEREAS, the Agency will lease the Facility back to the Company pursuant to a Leaseback Agreement (the "Leaseback Agreement"); and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in connection with the Project in the form of exemptions from sales and use taxes during the construction period and reduction in real property taxes that provides the Company will make payments-in-lieu-of-taxes ("PILOT Payments") (a) during the construction period: in an amount equal to taxes calculated using the current assessed value of the Land; and (b) after the issuance of the first Certificate of Occupancy: annual fixed payments of \$2,000,000 for forty (40) years, including scheduled incremental increases (collectively, the "Financial Assistance") ; and

WHEREAS, based upon representations made by the Company in the Application, the value of the Financial Assistance is described as follows:

- Sales and use tax exemption not to exceed \$51,625,000
- Exemptions from real property taxes valued at approximately \$385,747,722

WHEREAS, it is the intention of the parties that the annual fixed PILOT Payments shall begin with the calendar year starting with January following the issuance of the first Certificate of Occupancy; attached hereto as **Exhibit A** is an illustration of the proposed PILOT Payments assuming a Certificate of Occupancy will be issued in accordance with the construction schedules projected in the Application and may be amended based on actual completion dates; and

WHEREAS, the County has agreed to undertake certain significant site work in support of the Project (the "County Site Improvements"); and

WHEREAS, to offset the costs of the County Site Improvements, PILOT Payments will be allocated among the County, the City of Rome and the Rome City School District (collectively, the "Affected Tax Jurisdictions") pursuant to the terms of an Agreement Allocating PILOT Payments among the Agency, the Company and the Affected Tax Jurisdictions (the "PILOT Allocation Agreement"); and

WHEREAS, the Company has committed to create 1,070 FTEs at the Facility by December 31, 2031 as a result of undertaking the Project, to be achieved on the following schedule:

December 31, 2027	300
December 31, 2028	550
December 31, 2029	850
December 31, 2030	850
December 31, 2031	1,070

(the "Employment Obligation"), and the Agency will condition the proposed Financial Assistance on the Company achieving the same or else be subject to recapture or termination of Financial Assistance relating to the Project; and

WHEREAS, prior to the closing of a lease-leaseback transaction, and the granting of any Financial Assistance, a public hearing (the "Hearing") will be held so that all persons with views in favor of or opposed to either the Financial Assistance contemplated by the Agency, the PILOT Allocation Agreement, or the location or nature of the Facility, can be heard; and

WHEREAS, notice of the Hearing will be given prior to the closing of a lease-leaseback transaction, and the granting of any Financial Assistance, and such notice (together with proof of publication) will be substantially in the form annexed hereto as **Exhibit B**; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as **Exhibit C**; and

WHEREAS, the Agency has given due consideration to the application of the Company and to representations by the Company that the proposed lease-leaseback transaction is either an inducement to the Company to maintain and expand the Facility in the State or is necessary to maintain the competitive position of the Company in its industry; and

WHEREAS, the proposed PILOT Payments are a deviation from the Agency's Uniform Tax Exemption Policy (the "Policy"); and

WHEREAS, the Agency is contemplating deviating from its Policy for the reasons described in **Exhibit D** attached hereto;

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation

of the State of New York (collectively, the “SEQR Act” or “SEQRA”), the Agency constitutes a “State Agency”; and

WHEREAS, to aid the Agency in determining whether the Facility may have a significant effect upon the environment, the Company has prepared and submitted to the Agency an Environmental Assessment Form and related documents (the “Questionnaire”) with respect to the Project, a copy of which is on file at the office of the Agency; and

WHEREAS, in furtherance of the Griffiss International Airport/Airport Business Park Redevelopment Project, the County has completed Parts I, II and III of the Full Environmental Assessment Form (the “FEAF”) relating to proposed development of the Land and, in its capacity as lead agency, has made a negative declaration of environmental significance in a resolution passed on April 9, 2025; and

WHEREAS, the County reviewed the Application for Financial Assistance and the Questionnaire and determined a supplemental review of the Project by the lead agency under SEQRA is required; and

WHEREAS, prior to the granting of any Financial Assistance and following the determination of the lead agency, the Agency will complete its environmental review and make a determination for purposes of SEQR.

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

- Section 1.
- (a) The Project constitutes a “project” within the meaning of the Act.
 - (b) The Project and the Agency’s Financial Assistance therefor, will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the County and the people of the State of New York and improve their standard of living, and thereby serve the public purposes of the Act and the same is, therefore, approved.
 - (c) It is desirable and in the public interest for the Agency to enter into a lease-leaseback transaction for the purpose of providing financial assistance for the Project, as reflected in the Company’s application to the Agency as may be amended from time to time prior to the closing of the lease-leaseback transaction.

- (d) The Project is reasonably necessary to discourage the Company from locating the Project out of State and/or to preserve the Company's competitive position in its industry.

Section 2.

The form and substance of a proposed inducement agreement (in substantially the form presented to this meeting) by and between the Agency and the Company setting forth the undertakings of the Agency and the Company with respect to the closing of the lease-leaseback transaction, and the completion of the Facility (the "Agreement") is hereby approved. The Chairman of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agreement, with such changes in terms and form as the Chairman shall approve. The execution thereof by the Chairman shall constitute conclusive evidence of such approval.

Section 3.

The Agency shall assist the Company in the Project and will provide the Financial Assistance with respect thereto subject to (i) obtaining all necessary governmental approvals, (ii) approval of the members of the Company, (iii) approval of the members of the Agency, (iv) the Agency making a determination of environmental significance for purposes of SEQR; (v) agreement by the Agency and the Company upon mutually acceptable terms and conditions for the Leaseback Agreement and other documentation usual and customary to transactions of this nature, (vi) agreement by the Company, the Agency and the Affected Tax Jurisdictions upon mutually acceptance terms and conditions for the PILOT Allocation Agreement; (vii) the condition that there are no changes in New York State Law which prohibit or limit the Agency from fulfilling its obligation and commitment as herein set forth to enter into the lease-leaseback transaction and (viii) payment by the Company of the Agency's transaction fee and the fees and disbursements of transaction counsel, more particularly described in the Inducement Agreement.

Section 4.

The Agency is hereby directed to schedule the Hearing, to be conducted after the Agency makes a determination for purposes of SEQR and the agreement by the Affected Tax Jurisdictions of the allocation of the PILOT Payments, so that the Agency may receive comments from all interested parties on the proposed Financial Assistance and the terms of the proposed PILOT Allocation Agreement.

Section 5. The law firm of Bond, Schoeneck & King, PLLC is appointed Transaction Counsel in connection with the lease-leaseback transaction.

Section 6. Counsel to the Agency and Transaction Counsel are hereby authorized to work with counsel to the Company and others to prepare, for submission to the Agency, all documents necessary to effect the lease-leaseback transaction.

Section 7. The Chairman of the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company, (ii) to distribute copies of this resolution by electronic mail, read receipt requested, to the Oneida County Executive, the City of Rome Mayor, the Rome City School District Superintendent and the Rome City School District Clerk of the Board of Education; and (iii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 8. 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 DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of a resolution of the Oneida County Industrial Development Agency (the "Agency"), with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Agency duly convened in public session on May 2, 2025 at eight a.m., local time, at Rome, New York which the following members were:

Members Present:

EDGE Staff Present:

Others Present:

The question of the adoption of the foregoing resolution was duly put to vote, which resulted as follows:

Voting Aye

Voting Nay

and, therefore, the resolution was declared duly adopted.

The Agreement and the Application are in substantially the form presented to and approved at such 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 and public notice of the date, time and location for the meeting was duly given, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout the meeting.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of _____ 2025.

Shawna Papale, Secretary

DRAFT

EXHIBIT A

PILOT Payments

Exemption Year	County/City Taxes	School Taxes	Fixed Payment
Year One	01/01/2027 – 12/31/2027	07/01/2028 – 06/30/2029	\$2,000,000
Year Two	01/01/2028 – 12/31/2028	07/01/2029 – 06/30/2030	\$2,000,000
Year Three	01/01/2029 – 12/31/2029	07/01/2030 – 06/30/2031	\$2,000,000
Year Four	01/01/2030 – 12/31/2030	07/01/2031 – 06/30/2032	\$2,000,000
Year Five	01/01/2031 – 12/31/2031	07/01/2032 – 06/30/2033	\$2,000,000
Year Six	01/01/2032 – 12/31/2032	07/01/2033 – 06/30/2034	\$2,000,000
Year Seven	01/01/2033 – 12/31/2033	07/01/2034 – 06/30/2035	\$2,000,000
Year Eight	01/01/2034 – 12/31/2034	07/01/2035 – 06/30/2036	\$2,000,000
Year Nine	01/01/2035 – 12/31/2035	07/01/2036 – 06/30/2037	\$2,000,000
Year Ten	01/01/2036 – 12/31/2036	07/01/2037 – 06/30/2038	\$2,000,000
Year Eleven	01/01/2037 – 12/31/2037	07/01/2038 – 06/30/2039	\$2,030,000
Year Twelve	01/01/2038 – 12/31/2038	07/01/2039 – 06/30/2040	\$2,060,450
Year Thirteen	01/01/2039 – 12/31/2039	07/01/2040 – 06/30/2041	\$2,091,357
Year Fourteen	01/01/2040 – 12/31/2040	07/01/2041 – 06/30/2042	\$2,122,727
Year Fifteen	01/01/2041 – 12/31/2041	07/01/2042 – 06/30/2043	\$2,154,568
Year Sixteen	01/01/2042 – 12/31/2042	07/01/2043 – 06/30/2044	\$2,186,887
Year Seventeen	01/01/2043 – 12/31/2043	07/01/2044 – 06/30/2045	\$2,219,690
Year Eighteen	01/01/2044 – 12/31/2044	07/01/2045 – 06/30/2046	\$2,252,985
Year Nineteen	01/01/2045 – 12/31/2045	07/01/2046 – 06/30/2047	\$2,286,780
Year Twenty	01/01/2046 – 12/31/2046	07/01/2047 – 06/30/2048	\$2,321,082
Year Twenty-One	01/01/2047 – 12/31/2047	07/01/2048 – 06/30/2049	\$2,355,898
Year Twenty-Two	01/01/2048 – 12/31/2048	07/01/2049 – 06/30/2050	\$2,391,236

Year Twenty-Three	01/01/2049 – 12/31/2049	07/01/2050 – 06/30/2051	\$2,427,105
Year Twenty-Four	01/01/2050 – 12/31/2050	07/01/2051 – 06/30/2052	\$2,463,511
Year Twenty-Five	01/01/2051 – 12/31/2051	07/01/2052 – 06/30/2053	\$2,500,464
Year Twenty-Six	01/01/2052 – 12/31/2052	07/01/2053 – 06/30/2054	\$2,537,971
Year Twenty-Seven	01/01/2053 – 12/31/2053	07/01/2054 – 06/30/2055	\$2,576,041
Year Twenty-Eight	01/01/2054 – 12/31/2054	07/01/2055 – 06/30/2056	\$2,614,681
Year Twenty-Nine	01/01/2055 – 12/31/2055	07/01/2056 – 06/30/2057	\$2,653,901
Year Thirty	01/01/2056 – 12/31/2056	07/01/2057 – 06/30/2058	\$2,693,710
Year Thirty-One	01/01/2057 – 12/31/2057	07/01/2058 – 06/30/2059	\$2,734,116
Year Thirty-Two	01/01/2058 – 12/31/2058	07/01/2059 – 06/30/2060	\$2,775,127
Year Thirty-Three	01/01/2059 – 12/31/2059	07/01/2060 – 06/30/2061	\$2,816,754
Year Thirty-Four	01/01/2060 – 12/31/2060	07/01/2061 – 06/30/2062	\$2,859,006
Year Thirty-Five	01/01/2061 – 12/31/2061	07/01/2062 – 06/30/2063	\$2,901,891
Year Thirty-Six	01/01/2062 – 12/31/2062	07/01/2063 – 06/30/2064	\$2,945,419
Year Thirty-Seven	01/01/2063 – 12/31/2063	07/01/2064 – 06/30/2065	\$2,989,600
Year Thirty-Eight	01/01/2064 – 12/31/2064	07/01/2065 – 06/30/2066	\$3,034,444
Year Thirty-Nine	01/01/2065 – 12/31/2065	07/01/2066 – 06/30/2067	\$3,079,961
Year Forty	01/01/2066 – 12/31/2066	07/01/2067 – 06/30/2068	\$3,126,160
Total			\$96,203,522.00

EXHIBIT B

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the Oneida County Industrial Development Agency (the "Agency") on the _____ day of May 2025 at _____ a.m., local time, at 584 Phoenix Drive, City of Rome, Oneida County, New York in connection with the following matters:

Chobani, LLC, on behalf of itself and/or the principals of Chobani, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has requested the Agency assist with a two-phase project, the first phase of which consists of the construction of a 1,418,000± square foot food processing building, which includes a 15,600± square foot wastewater treatment plant, a 68,000± square foot blow molding building, a 117,000± square foot wet receiving and physical plant, together with parking, landscaping and buffering to support the same (collectively, the "Improvements"); situated on a portion of two parcels of land situate at Perimeter Road and Perimeter Road West totaling 146± acres in the aggregate, located at the Griffiss International Airport, City of Rome, Oneida County, New York (the "Land"); and acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for manufacturing dairy products and expanding the Company's presence in New York State (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the construction and equipping of the Facility by the Company is referred to collectively as the "Project"). The Project will be initially owned and/or operated by the Company.

The Company will lease the Land from the County of Oneida and will lease the Facility to the Agency pursuant to a lease agreement, and the Agency will lease the Facility back to the Company pursuant to a leaseback agreement. At the end of the lease term, the Agency will terminate its leasehold interest in the Facility. The Agency is contemplating providing financial assistance to the Company in the form of exemptions from sales and use taxes during the construction period and reduction of real property taxes that provides the Company will make payments-in-lieu-of-taxes ("PILOT Payments") (a) during the construction period: in an amount equal to taxes calculated using the current assessed value of the Land; and (b) after the issuance of the first Certificate of Occupancy: annual fixed payments of \$2,000,000 for forty (40) years, including scheduled incremental increases (collectively, the "Financial Assistance"), which PILOT Payments are a deviation from the Agency's Uniform Tax Exemption Policy and will be allocated among the County, the City of Rome and the Rome City School District pursuant to the terms of an Agreement Allocating PILOT Payments, to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to

either the proposed financial assistance to the Company or the location or nature of the Facility. Comments may also be submitted to the Agency in writing or electronically prior to the hearing. Minutes of the Public Hearing will be transcribed and posted on the Agency's website. A copy of the Application for Financial Assistance filed by the Company with the Agency, including an analysis of the costs and benefits of the proposed Project, is available for public inspection at the offices of the Agency, 584 Phoenix Drive, Rome, New York and on the Agency's website.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

Dated: May __, 2025

By: /s/ Shawna M. Papale, Executive Director

EXHIBIT C

MINUTES OF PUBLIC HEARING

Oneida County Industrial Development Agency
2025 Real Estate Lease
Chobani, LLC Facility

1. Tim Fitzgerald, representing the Oneida County Industrial Development Agency (the "Agency"), called the hearing to order at ____ a.m.
2. Mr. Fitzgerald being the Assistant Secretary of the Agency recorded the minutes of the hearing.
3. Mr. Fitzgerald then described the proposed project and related financial assistance as follows:

Chobani, LLC, on behalf of itself and/or the principals of Chobani, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has requested the Agency assist with a two-phase project, the first phase of which consists of the construction of a 1,418,000± square foot food processing building, which includes a 15,600± square foot wastewater treatment plant, a 68,000± square foot blow molding building, a 117,000± square foot wet receiving and physical plant, together with parking, landscaping and buffering to support the same (collectively, the "Improvements"); situated on a portion of two parcels of land situate at Perimeter Road and Perimeter Road West totaling 146± acres in the aggregate, located at the Griffiss International Airport, City of Rome, Oneida County, New York (the "Land"); and acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for manufacturing dairy products and expanding the Company's presence in New York State (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the construction and equipping of the Facility by the Company is referred to collectively as the "Project"). The Project will be initially owned and/or operated by the Company.

The Company will lease the Land from the County of Oneida and will lease the Facility to the Agency pursuant to a lease agreement, and the Agency will lease the Facility back to the Company pursuant to a leaseback agreement. At the end of the lease term, the Agency will terminate its leasehold interest in the Facility. The Agency is contemplating providing financial assistance to the Company in the form of exemptions from sales and use taxes during the construction

period and reduction of real property taxes that provides the Company will make payments-in-lieu-of-taxes (“PILOT Payments”) (a) during the construction period: in an amount equal to taxes calculated using the current assessed value of the Land; and (b) after the issuance of the first Certificate of Occupancy: annual fixed payments of \$2,000,000 for forty (40) years, including scheduled incremental increases (collectively, the “Financial Assistance”), which PILOT Payments are a deviation from the Agency’s Uniform Tax Exemption Policy and will be allocated among the County, the City of Rome and the Rome City School District pursuant to the terms of an Agreement Allocating PILOT Payments, to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein.

4. Mr. Fitzgerald then opened up the hearing for comments from the floor for or against the proposed financial assistance and the location and nature of the Facility. Attached is a listing of the persons heard and a summary of their views.
5. Mr. Fitzgerald then asked if there were any further comments, and, there being none, the hearing was closed at _____ a.m.

Tim Fitzgerald, Assistant Secretary

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

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

That I have compared the foregoing copy of the minutes of a public hearing held by the Oneida County Industrial Development Agency (the "Agency") on May __, 2025 at _____ a.m. local time, at 584 Phoenix Drive, Rome, New York 13441, with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the minutes in connection with such matter.

I FURTHER CERTIFY that (i) the hearing was open for the public to attend and public notice of the date, time and location for said hearing was duly given, (ii) the hearing in all respects was duly held, and (iii) members of the public had an opportunity to be heard.

IN WITNESS WHEREOF, I have hereunto set my hand as of _____, 2025.

Secretary

EXHIBIT D

Deviation Reasons

- 1. The nature of the Company and the Facility:** The Company is a major manufacturer of dairy products that wishes to expand its presence in New York State, and the Agency wishes to support this industry. The Project is to be located on land owned by Oneida County, and the County is marketing the site for a project of this type. New York State has endorsed this site with the FAST NY designation, indicating the site has been identified as a priority for development.
- 2. The economic condition of the area:** The Facility located in an area that has been designated an economic development zone (Empire Zone) pursuant to Article 18-B of the General Municipal Law, and is therefore located in a "highly distressed area" (as defined in Section 854(18) of the New York General Municipal Law). Redevelopment of the former Griffiss AFB is a priority for state and local government officials.
- 3. The extent to which financial assistance for the Facility will create or retain permanent, private sector jobs:** The Company has committed to creating 1,000 full time equivalent positions as a result of the Project. The Project will also create 1,500 construction jobs.
- 4. The estimated value of tax exemptions to be provided:** The Company has represented a predictable PILOT Payment is necessary to ensure the success of the Project.
- 5. Impact of the proposed tax exemptions on affected tax jurisdictions:** The Land is owned by Oneida County and is currently tax exempt. The PILOT Payments will generate significant revenue for the affected tax jurisdictions where no revenue is currently being generated.
- 6. Impact on existing and proposed businesses and economic development projects in the vicinity:** The Company has demonstrated a history of strong support of the communities in which it operates. The Project is expected to attract new businesses and investment to the Griffiss Business Park and will also help existing businesses to grow and prosper. The Company is committed to purchasing goods from local sources, and the Project will provide significant support to the local agriculture industry. The Project is also expected to stimulate demand within the local housing market.
- 7. The amount of private sector investment generated or likely to be generated:** The Company will invest \$1.2 billion into the Project.

8. **The extent to which additional sources of revenue for municipalities and school districts will be created:** The Land is not currently generating any tax revenue. The Project will generate additional tax revenues and/or PILOT payments.

9. **The extent to which redevelopment will provide a benefit (economic or otherwise) not otherwise available within the municipality:** The Project will not only provide economic benefits, it will also enhance the development of the Griffiss Business and Technology Park. The Project, once completed, will be the largest dairy manufacturing plant in the history of our country. A Project of this magnitude has the potential to transform the City of Rome and Oneida County.

DRAFT

**126 Business Park, LLC
3903 Naylor's Lane
Baltimore, MD 21208
(410) 559-2127**

April 15, 2025

Oneida County Industrial Development Agency
584 Phoenix Drive
Rome, NY 13441

Dear Sirs:

126 Business Park LLC ("Owner") is the current owner of the building and related property at 126 Business Park Drive, Utica, NY (the "Property"). The Property is currently under a binding contract of sale to Lahinch Group, LLC and 126 Business Park Holdings, LLC (collectively, the "Purchaser").

By way of this letter, Owner hereby requests that Oneida County Industrial Development Agency (OCIDA) consent to the pending sale of the Property as per the terms of the existing leaseback agreement with OCIDA.

In addition, request is made for an assignment of the existing leaseback agreement to the Purchaser or its designee. Owner also consents to Purchaser negotiating any modification or amendment to the leaseback agreement with OCIDA prior to the formal closing of the sale of the Property.

Please contact the undersigned, as the representative of the Owner, at any time if any additional information is required.

Sincerely,



Neil C. Kahn
President

**Authorizing Resolution
Consent to Sale and Assignment
126 Business Park LLC Facility**

Date: May 2, 2025

At a meeting of the Oneida County Industrial Development Agency (the "Agency"), held at 584 Phoenix Drive, Rome, New York at 8:00 a.m. on May 2, 2025, the following members of the Agency were:

Members Present:

EDGE Staff Present:

Others Present:

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 sale and assignment of a certain industrial development facility more particularly described below (126 Business Park, LLC Facility).

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

RESOLUTION AUTHORIZING THE AGENCY TO CONSENT TO THE SALE OF THE 126 BUSINESS PARK, LLC FACILITY, THE ASSIGNMENT OF AGENCY LEASE DOCUMENTS TO 126 BUSINESS PARK HOLDINGS, LLC AND TO EXECUTE RELATED DOCUMENTS.

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, 126 Business Park LLC (the "Assignor") previously requested that the Agency provide certain financial assistance, consisting of exemptions from sales and use taxes and reduction of real property taxes (the "Financial Assistance"), for a project consisting of (a) renovation of an existing 23,557± square foot building (the "Existing Improvements") situated on a 2.21± acre parcel of land located at 126 Business Park Drive, City of Utica, Oneida County, New York (the "Existing Land" and, together with the Existing Improvements the "Existing Facility"); (b) construction on the Existing Land and the recently acquired 0.57 ± acre parcel of land located at 2 Notre Dame Lane, City of Utica, Oneida County, New York (the "2020 Land" and together with the Existing Land, the "Land") a parking lot and a 16,000± square foot addition to the Existing Improvements (collectively, the "2020 Improvements" and together with the Existing Improvements, the "Improvements"); and (c) acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the purpose of providing public adjusting and disaster preparedness and recovery services (the 2020 Land, the 2020 Improvements and the Equipment referred to collectively as the "2020 Facility", the Land, the Improvements and the Equipment referred to collectively as the "Facility") and the acquisition, construction, renovation and equipping of the Facility is referred to as the "Project"); and

WHEREAS, the Assignor leases the Facility to the Agency pursuant to a Lease Agreement dated as of December 18, 2020 (the "Lease Agreement"); and

WHEREAS, the Agency leases the Facility back to the Assignor pursuant to a Leaseback Agreement dated as of December 18, 2020 (the "Leaseback Agreement"); and

WHEREAS, the Facility is the subject of that certain First Amended and Restated Payment-in-Lieu-of-Tax Agreement by and between the Agency and Assignor, dated as of December 18, 2020 (the "PILOT Agreement");

WHEREAS, the Facility is the subject of that certain Environmental Compliance and Indemnification Agreement by and among the Agency Assignor, and Rising Phoenix Holding Corporation (the "Rising Phoenix Sublessee") dated as of December 18, 2020 (the "Environmental Compliance Agreement"); and

WHEREAS, the Facility is the subject of that certain Job Creation and Recapture Agreement by and among the Agency, Assignor and the Rising Phoenix Sublessee, dated as of December 18, 2020 (the "Recapture Agreement");

WHEREAS, 126 Business Park Holdings, LLC ("Assignee") is purchasing the Facility from Assignor pursuant to a Purchase Agreement (the "Purchase Agreement"); and

WHEREAS, as part of the transaction contemplated in the Purchase Agreement, Assignor desires to assign to Assignee all of Assignor's rights, title, interest, benefits and privileges in, under and to the Lease Agreement, the Leaseback Agreement, the PILOT Agreement, the Environmental Compliance Agreement and the Recapture Agreement (collectively referred to as the "Agency Lease Documents"); and

WHEREAS, based on information provided by the Assignor, the Assignor is in compliance with all conditions of the Agency Lease Documents; and

WHEREAS, based on information provided by the Assignee, the Assignee will continue to operate the Facility as presently operated by the Assignor; and

WHEREAS, the Assignor has requested the Agency consent to the sale of the Facility to the Assignee and to the assignment of the Agency Lease Documents from the Assignor to the Assignee, such that all Agency Lease Documents shall inure to the benefit of the Assignee and remain in full force and effect.

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) Following the sale of the Facility and the assignment of the Agency Documents, the Facility will constitute a “project”, as such term is defined in the Act; and

(c) The sale of the Facility from the Assignor to the Assignee and the assignment of the Agency Lease Documents from the Assignor to the Assignee, 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 sale of the Facility from the Assignor to the Assignee and the assignment of the Agency Lease Documents from the Assignor to the Assignee is reasonably necessary to induce the Assignee and/or the occupants of the Facility to maintain and expand its business operation in the State of New York; and

(e) It is desirable and in the public interest for the Agency to consent to the sale of the Facility from the Assignor to the Assignee and the assignment of the Agency Lease Documents from the Assignor to the Assignee.

Section 2. In consequence of the foregoing, the Agency hereby determines to consent to sale of the Facility from the Assignor to the Assignee and the assignment of the Agency Lease Documents from the Assignor to the Assignee.

Section 3. The Agency is hereby authorized to do all things necessary or appropriate for the accomplishment of the sale of the Facility from the Assignor to the Assignee and the assignment of the Agency Lease Documents from the Assignor to the Assignee, and all acts heretofore taken by the Agency with respect to such sale, assignment and financing are hereby approved, ratified and confirmed.

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 all 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, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Oneida County Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on May 2, 2025 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.

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 _____,
2025.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Shawna Papale, Secretary

Short Environmental Assessment Form

Part 1 - Project Information


Instructions for Completing

Part 1 – Project Information. The applicant or project sponsor is responsible for the completion of Part 1. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information.

Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

Part 1 – Project and Sponsor Information			
Name of Action or Project:			
Project Location (describe, and attach a location map):			
Brief Description of Proposed Action:			
Name of Applicant or Sponsor:		Telephone:	
		E-Mail:	
Address:			
City/PO:		State:	Zip Code:
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.		NO <input type="checkbox"/>	YES <input type="checkbox"/>
2. Does the proposed action require a permit, approval or funding from any other government Agency? If Yes, list agency(s) name and permit or approval:		NO <input type="checkbox"/>	YES <input type="checkbox"/>
3. a. Total acreage of the site of the proposed action? _____ acres			
b. Total acreage to be physically disturbed? _____ acres			
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? _____ acres			
4. Check all land uses that occur on, are adjoining or near the proposed action:			
<input type="checkbox"/> Urban <input type="checkbox"/> Rural (non-agriculture) <input type="checkbox"/> Industrial <input type="checkbox"/> Commercial <input type="checkbox"/> Residential (suburban)			
<input type="checkbox"/> Forest <input type="checkbox"/> Agriculture <input type="checkbox"/> Aquatic <input type="checkbox"/> Other(Specify):			
<input type="checkbox"/> Parkland			

5. Is the proposed action,	NO	YES	N/A
a. A permitted use under the zoning regulations?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. Consistent with the adopted comprehensive plan?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	NO	YES	
	<input type="checkbox"/>	<input type="checkbox"/>	
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area? If Yes, identify: _____	NO	YES	
	<input type="checkbox"/>	<input type="checkbox"/>	
8. a. Will the proposed action result in a substantial increase in traffic above present levels?	NO	YES	
	<input type="checkbox"/>	<input type="checkbox"/>	
b. Are public transportation services available at or near the site of the proposed action?	<input type="checkbox"/>	<input type="checkbox"/>	
c. Are any pedestrian accommodations or bicycle routes available on or near the site of the proposed action?	<input type="checkbox"/>	<input type="checkbox"/>	
9. Does the proposed action meet or exceed the state energy code requirements? If the proposed action will exceed requirements, describe design features and technologies: _____ _____	NO	YES	
	<input type="checkbox"/>	<input type="checkbox"/>	
10. Will the proposed action connect to an existing public/private water supply? If No, describe method for providing potable water: _____ _____	NO	YES	
	<input type="checkbox"/>	<input type="checkbox"/>	
11. Will the proposed action connect to existing wastewater utilities? If No, describe method for providing wastewater treatment: _____ _____	NO	YES	
	<input type="checkbox"/>	<input type="checkbox"/>	
12. a. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places? b. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory?	NO	YES	
	<input type="checkbox"/>	<input type="checkbox"/>	
	<input type="checkbox"/>	<input type="checkbox"/>	
13. a. Does any portion of the site of the proposed action, or lands adjoining the proposed action, contain wetlands or other waterbodies regulated by a federal, state or local agency? b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody? If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: _____ _____ _____	NO	YES	
	<input type="checkbox"/>	<input type="checkbox"/>	
	<input type="checkbox"/>	<input type="checkbox"/>	

14. Identify the typical habitat types that occur on, or are likely to be found on the project site. Check all that apply: <input type="checkbox"/> Shoreline <input type="checkbox"/> Forest Agricultural/grasslands Early mid-successional <input type="checkbox"/> Wetland <input type="checkbox"/> Urban Suburban		
15. Does the site of the proposed action contain any species of animal, or associated habitats, listed by the State or Federal government as threatened or endangered?	NO	YES
	<input type="checkbox"/>	<input type="checkbox"/>
16. Is the project site located in the 100-year flood plan?	NO	YES
	<input type="checkbox"/>	<input type="checkbox"/>
17. Will the proposed action create storm water discharge, either from point or non-point sources? If Yes, a. Will storm water discharges flow to adjacent properties? b. Will storm water discharges be directed to established conveyance systems (runoff and storm drains)? If Yes, briefly describe: _____ _____	NO	YES
	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>
18. Does the proposed action include construction or other activities that would result in the impoundment of water or other liquids (e.g., retention pond, waste lagoon, dam)? If Yes, explain the purpose and size of the impoundment: _____ _____	NO	YES
	<input type="checkbox"/>	<input type="checkbox"/>
19. Has the site of the proposed action or an adjoining property been the location of an active or closed solid waste management facility? If Yes, describe: _____ _____	NO	YES
	<input type="checkbox"/>	<input type="checkbox"/>
20. Has the site of the proposed action or an adjoining property been the subject of remediation (ongoing or completed) for hazardous waste? If Yes, describe: _____ _____	NO	YES
	<input type="checkbox"/>	<input type="checkbox"/>
I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE Applicant/sponsor/name: _____ Date: _____ Signature:  _____ Title: _____		

Project:

Date:

Short Environmental Assessment Form
Part 2 - Impact Assessment

Part 2 is to be completed by the Lead Agency.

Answer all of the following questions in Part 2 using the information contained in Part 1 and other materials submitted by the project sponsor or otherwise available to the reviewer. When answering the questions the reviewer should be guided by the concept "Have my responses been reasonable considering the scale and context of the proposed action?"

	No, or small impact may occur	Moderate to large impact may occur
1. Will the proposed action create a material conflict with an adopted land use plan or zoning regulations?		
2. Will the proposed action result in a change in the use or intensity of use of land?		
3. Will the proposed action impair the character or quality of the existing community?		
4. Will the proposed action have an impact on the environmental characteristics that caused the establishment of a Critical Environmental Area (CEA)?		
5. Will the proposed action result in an adverse change in the existing level of traffic or affect existing infrastructure for mass transit, biking or walkway?		
6. Will the proposed action cause an increase in the use of energy and it fails to incorporate reasonably available energy conservation or renewable energy opportunities?		
7. Will the proposed action impact existing:		
a. public / private water supplies?		
b. public / private wastewater treatment utilities?		
8. Will the proposed action impair the character or quality of important historic, archaeological, architectural or aesthetic resources?		
9. Will the proposed action result in an adverse change to natural resources (e.g., wetlands, waterbodies, groundwater, air quality, flora and fauna)?		
10. Will the proposed action result in an increase in the potential for erosion, flooding or drainage problems?		
11. Will the proposed action create a hazard to environmental resources or human health?		

Project:

Date:

Short Environmental Assessment Form Part 3 Determination of Significance

For every question in Part 2 that was answered “moderate to large impact may occur”, or if there is a need to explain why a particular element of the proposed action may or will not result in a significant adverse environmental impact, please complete Part 3. Part 3 should, in sufficient detail, identify the impact, including any measures or design elements that have been included by the project sponsor to avoid or reduce impacts. Part 3 should also explain how the lead agency determined that the impact may or will not be significant. Each potential impact should be assessed considering its setting, probability of occurring, duration, irreversibility, geographic scope and magnitude. Also consider the potential for short-term, long-term and cumulative impacts.

Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action may result in one or more potentially large or significant adverse impacts and an environmental impact statement is required.

Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action will not result in any significant adverse environmental impacts.

Name of Lead Agency

Date

Print or Type Name of Responsible Officer in Lead Agency

Title of Responsible Officer

Timothy Fitzgerald

Signature of Responsible Officer in Lead Agency

Signature of Preparer (if different from Responsible Officer)

RESOLUTION OF THE ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY DETERMINING THAT ACTION TO PROVIDE FINANCIAL ASSISTANCE RELATING TO A PROJECT FOR THE BENEFIT OF 126 BUSINESS PARK HOLDINGS LLC WILL NOT HAVE A SIGNIFICANT EFFECT ON THE ENVIRONMENT

WHEREAS, 126 Business Park Holdings LLC, on behalf of itself and/or the principals of 126 Business Park Holdings LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has requested the Oneida County Industrial Development Agency (the "Agency") assist with a project consisting of acquisition and renovation of three (3) interconnected buildings totaling approximately 40,000 square feet (the "Improvements") situated on a 4± acre parcel of land located at 126 Business Park Drive, City of Utica, Oneida County, New York (the "Project Location"); and acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the purpose of retaining employment in Oneida County by providing desirable space to two tenants that provide back office operations (the Project Location, the Improvements and the Equipment referred to collectively as the "Facility" and the acquisition, renovation and equipping of the Facility is referred to collectively as the "Project"); and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act") and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended (the "Regulations"), the Agency desires to determine whether the Project may have a "significant effect on the environment" (as said quoted term is defined in the SEQR Act and the Regulations) and therefore require the preparation of an environmental impact statement; and

WHEREAS, to aid the Agency in determining whether the Project may have a significant effect upon the environment, the Agency has reviewed documentation including a Short Environmental Assessment Form ("EAF") dated March 24, 2025 prepared by the Applicant, which is on file at the office of the Agency, and such other documentation as the Agency has deemed appropriate; and

WHEREAS, pursuant to the Regulations, the Agency has examined such documentation in order to make a determination as to the potential environmental significance of the Project.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. Based on an examination of the Application, the EAF, and based further upon the Agency's knowledge of the area surrounding the Project

Location and such further investigation of the Project and its environmental effects as the Agency has deemed appropriate, the Agency makes the following findings and determinations with respect to the Project:

- (A) The Project is as described in the Application;
- (B) The Project constitutes an "Unlisted Action" (as defined in the Regulations);
- (C) No potentially significant impacts on the environment are noted in the documents pertaining to the Project, including the EAF, and none are known to the Agency;
- (D) The Project will not result in (i) substantial adverse change in existing air quality (including greenhouse gases); ground or surface water quality or quantity, traffic or noise levels; a substantial increase in solid waste production; or a substantial increase in potential for erosion, flooding, leaching or drainage problems; (ii) the removal or destruction of large quantities of vegetation or fauna; substantial interference with the movement of a resident or migratory fish or wildlife species; impacts on a significant habitat area; substantial adverse impacts on threatened or endangered species of animals or plants, or the habitat of such species; or (iii) other significant adverse impacts to natural resources;
- (E) The Project will not affect a critical environmental area as designated pursuant to 6 NYCRR 617.14(g);
- (F) The Project will not conflict with the community's current plans or goals as officially approved or adopted;
- (G) The Project will not result in the impairment of the character or quality of important historical, archeological, architectural, or aesthetic resources or of existing community or neighborhood character;
- (H) The Project will not result in a major change in the use of either the quantity or type of energy;
- (I) The Project will not result in the creation of a hazard to human health;
- (J) The Project will not result in a substantial change in the use, or intensity of use, of land including architectural, open space or recreational resources, or in its capacity to support existing uses;

(K) The Project will not result in encouraging or attracting of a large number of people to a place or places for more than a few days, compared to the number of people who would come to such place absent the action;

(L) The Project will not result in the creation of a material demand for other actions that would result in one or more of the above consequences;

(M) The Project will not result in changes in two or more elements of the environment, no one of which has a significant impact on the environment, but when considered together result in a substantial adverse impact on the environment; and

(N) The Project will not result in two or more related actions undertaken, funded or approved by an agency, none of which has or would have a significant impact on the environment, but when considered cumulatively would meet one or more of the criteria in 6 NYCRR Section 617.7(c).

Section 2. The Agency hereby determines that the Project will not have a significant impact on the environment and the Agency will not require the preparation of an environmental impact statement with respect to the Project. The Agency has prepared a negative declaration with respect to the Project which describes the basis for its decision that the Project will not have a significant impact on the environment.

Section 3. The Executive Director of the Agency is hereby directed to file in the Agency's records the negative declaration with respect to the Project.

Section 4. This resolution shall take effect immediately.

[Remainder of page left blank intentionally]

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency, DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of a resolution of the Oneida County Industrial Development Agency (the "Agency") with the original thereof on file in the office of the Agency, and the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Board of Directors of the Agency duly convened in public session on May 2, 2025, at 584 Phoenix Drive, Rome, New York at which the following members were:

Members Present:
Members Present Virtually:

EDGE Staff Present:
EDGE Staff Present Virtually:

Others Present:
Others Present Webex:

The question of the adoption of the foregoing resolution was duly put to vote, which resulted as follows:

Voting Aye

Voting Nay

and, therefore, the resolution was declared duly adopted.

I FURTHER CERTIFY that (i) all directors 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 103a and 104, (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 the _____ day of _____ 2025.

Shawna Papale, Secretary

DRAFT

TERMS OF FINANCIAL ASSISTANCE

Board Summary – May 2, 2025

Company: **126 Business Park Holdings LLC**

Description of Project: Purchase of **126 Business Park Drive, Utica, from 126 Business Park LLC. Interior improvements and furniture/fixture purchases.**

Project Cost: **\$ 4,976,509**

126 Business Park Holdings LLC is a real estate holding firm that is proposing to purchase and renovate the existing office building at 126 Business Park Drive, Utica, from the existing owner 126 Business Park LLC. The renovation of this building will retain tenant Tidal Basin and its 46 employees, and bring in new tenant BPAs and its 78 existing employees. The project will also result in 11 new employees being hired at BPAs. Both of these firms are within the finance and insurance industry. Although BPAs currently has offices elsewhere in Oneida County, they have informed the prospective new owner that they are in need of new office space, and that without quality space at a reasonable price, they will consolidate their Utica operations into Syracuse. Furthermore, Tidal Basin has stated that without securing a cost-effective lease rate at 126 Business Park Drive, they would likely consolidate its Utica operation into its headquarters in Alexandria, VA. The proposed benefit is critical to retaining 124 jobs in Oneida County.

Type of Facility: **Financial Back Office**

Request for Financial Assistance

PILOT Value estimated at **\$ 635,386.99**

The property already benefits from a PILOT agreement, and the existing project is in Year 5 of its 10-year PILOT schedule. The proposed project will result in a new 10-year PILOT following the Agency's standard industrial PILOT schedule. While this will result in a totally new project for State reporting purposes, the net new PILOT value being offered, compared to the benefits in place under the existing PILOT, is estimated at \$358,986.66.

Mortgage recording tax exemption valued at **\$ 34,125**

Sales tax exemption valued at **\$ 13,125**

Affected Tax Jurisdictions: **County of Oneida; City of Utica; Utica City School District,**

Obligations for Financial Assistance

Current FTEs to be retained at the Facility: 124

FTEs to be created at the Facility: 11



APPLICATION FOR FINANCIAL ASSISTANCE

Oneida County Industrial Development Agency
584 Phoenix Drive
Rome, New York 13441-1405
(315) 338-0393 telephone
(315) 338-5694 fax
<https://www.oneidacountyida.org/>

Shawna M. Papale, Executive Director
spapale@mvedge.org

Please submit the signed and notarized completed application (Pages 1-25 ONLY), which must include any applicable addendum or supplemental information requested in the application, along with payment of a non-refundable \$500 Application Fee (\$5,000 for Solar applications) 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. An electronic version of the application must accompany the original application via physical media or e-mail.

Project Name

Date of Submission

Important Notes to Applicant:

Upon the submission of this application to the OCIDA, the application becomes a public document. Be advised that any action brought before the Agency is public information. All agendas for the OCIDA are issued publicly prior to the full agency meeting. Upon the submission of this application to the OCIDA, the application becomes a public document and OCIDA is required by law to post on its website and make available to the public this Application and supporting materials. If when completing this Application, you deem any information to be specifically exempted from disclosure under Article Six of the Public Officers Law, please answer the question "This information is deemed to be exempt from disclosure under Article Six of the Public Officers Law and is submitted on the attached confidential addendum." It is acceptable to submit any confidential addendum electronically as a .pdf file separate from the application, but any confidential addendum must still be submitted with the hard copy of the full application (see Page 1). Please answer any such questions on a separate Addendum titled, "Confidential and Protected by Article Six of the Public Officers Law." If OCIDA is challenged to produce any information the Applicant identifies as protected, the Applicant will be required at its sole cost to defend such assertion on behalf of OCIDA.

The information requested by this application is necessary to determine the eligibility of your project for OCIDA benefits. Please answer all questions and respond "Not Applicable", "NA", or "none" where appropriate. If you're response is an estimate, please indicate so. Attach additional sheets if more space is needed for a response. **All applications must include a completed and signed NYS SEQR form and Cost Benefit Analysis form (please consult with OCIDA) before the application is considered complete.**

By signing and submitting this Application, the Applicant acknowledges that it received a copy of the Uniform Tax Exemption Policy and the Oneida County IDA Penalty for Failure to Meet Employment Levels as adopted by the Agency and Agency Memorandums pertaining to the benefits of projects financed through the Agency.

A project financed through the Agency involves the preparation and execution of significant legal documents. Please consult with an attorney before signing any documents in connection with the proposed project. You will receive an engagement letter from the OCIDA legal counsel. You will be asked to sign the engagement letter acknowledging you will be responsible for all legal fees of OCIDA legal counsel and that you understand the process. Should you not close and legal services have been rendered by the OCIDA legal counsel, Applicant will be responsible for those costs.

If your project requires a public hearing, a representative of the applicant is required to be present. A date will be coordinated by the OCIDA legal counsel.

If you have any questions how to calculate the OCIDA's application fee please refer to the enclosed Memorandum to Companies -Sale Leaseback Transactions or contact the OCIDA.

Part I: Applicant Information

Note: In responding to the following questions, please keep in mind that the Applicant will be party to all of the documents and is the individual or if entity will be formed which will receive the actual financial assistance from the Agency.

Applicant

1(a) Applicant's Legal Name: _____

1(b) Principal Address: _____

1(c) Telephone/Facsimile Numbers: _____

1(d) Email Address: _____

1(e) Secondary Email Address _____

1(f) Contact Person: _____

1(g) Is the Applicant a Corporation:
If Yes, Public Private
If public, on which exchange is it listed?

- Subchapter S
- Sole Proprietorship
- General Partnership
- Limited Partnership
- Limited Liability Corporation/Partnership
- Single-Member LLC (name and EIN below):

Name: _____

EIN #: _____

- DISC
- Other(specify) _____

1(h) State of Organization (if applicable) _____

Applicant's Stockholders, Members, Directors and Officers, Partners.

2(a) Provide the following information with respect to any person with 15% or more in equity holdings in any entity in ownership chain of the project. Add additional sheets if necessary.

<u>Name</u>	<u>Address</u>	<u>Percentage of Ownership</u>
-------------	----------------	--------------------------------

2(b) Is the Applicant, or any of the individuals listed in 2(a) above, related directly or indirectly to any other entity by more than 50% common ownership? **If Yes**, indicate name of such entity and the relationship. Yes No

2(c) Is the Applicant affiliated with any other entity, directly or indirectly, other than as listed in the response to 2(a) above? **If Yes**, please indicate name and relationship of such other entity and the address thereof: Yes No

Applicant's Counsel and Accountant

3(a) Applicant's Attorney

Name/Title: _____

Firm: _____

Address: _____

Telephone/Fax: _____

Email: _____

3(b) Applicant's Accountant

Name/Title: _____

Firm: _____

Address: _____

Telephone/Fax: _____

Email: _____

Business Description

4(a) Describe the nature of your business and principal products and/or services. Attach additional sheets if necessary.

Part II: Project Information

5(a) Explain your project in detail. This description should include explanation of all activities which will occur due to this project. Attach additional sheets if necessary.

Reasons for Project

6(a) Please explain in detail why you want to undertake this project.

6(b) Why are you requesting the involvement of the Agency in your project?

6(c) Please confirm by checking the box below, if there is the likelihood that the Project would not be undertaken **BUT FOR** the Financial Assistance provided by the Agency.

Yes No

If the Project could be undertaken without Financial Assistance provided by the Agency, ("**No**" is checked above) then provide a statement in the space provided below indicating why the Agency should approve the requested assistance:

How will the Applicant's plans be affected or scaled back if Agency approval is not granted?

6(d) Is the proposed project reasonably necessary to discourage the Applicant from removing such other plant or facility to a location outside the State of New York?

Yes No **If Yes**, please explain briefly.

6(e) Will financing by the Agency result in the removal or abandonment of a plant or other facility of the applicant or any related entity presently located in another area of New York State?

Yes No

If Yes, is the proposed project reasonably necessary to preserve the competitive position of the Applicant in its respective industry? Yes No

If Yes, please provide a statement and evidence supporting the same. Include the name of all taxing jurisdictions in which the abandoned facility or plant lies, and whether Applicant has had any discussions with said taxing jurisdictions regarding the abandonment. Please provide as much detail as possible.

6(f) Has the Applicant or any related entity previously secured financial assistance in Oneida County (whether through the Agency, the Empire State Development Corporation, or any other entity)? Yes No

If Yes, please explain (indicate date of benefit, location of facility and outstanding balance).

6(g) Has the Applicant or any related entity secured financial assistance anywhere within the United States within the last 90 days or does the Applicant or any related entity anticipate receiving financial assistance within the next 90 days? Yes No

If Yes, please explain.

6(h) Check all categories best describing the type of project for all end users at project site (you may check more than one; if checking more than one indicate percentage of square footage the use represents):

Please provide percentage of sq. footage for each use (if more than one category):

- Manufacturing %
- Industrial Assembly or Service %
- Back office operations %
- Research and Development %
- Technology/Cybersecurity %
- Warehousing %
- Commercial or Recreational %
- Retail %

- Add Housing Addendum Residential housing (specify) _____ %
- Pollution Control (specify) _____ %
- Environmental (e.g., Brownfield) (specify) _____ %
- Add Solar Addendum Other (specify ie; renewable energy) _____ %

6(i) Check all categories best describing the **scope of the project**:

- Acquisition of land
- Acquisition of existing building
- Renovations to existing building
- Construction of addition to existing building
- Demolition of existing building or part of building
- Construction of a new building
- Acquisition of machinery and/or equipment
- Installation of machinery and/or equipment
- Other (specify) _____

6(j) Please indicate the financial assistance you are requesting of the Agency, and provide the estimated value of said assistance. Attach a sheet labeled Annual PILOT that shows the annual utilization of the Real Property Tax Abatement by year and by taxing jurisdiction (PLEASE CONSULT WITH IDA STAFF ON PILOT CALCULATIONS).

<u>Assistance Requested</u>	<u>Estimated Values</u>
<input type="checkbox"/> Fill-in Real Property Tax Abatement (value of PILOT savings): \$ _____	
<input type="checkbox"/> Mortgage Tax Exemption (.75%) \$ _____	
Amount of mortgage: \$ _____ (fill-in)	
<input type="checkbox"/> Sales and Use Tax Exemption ** (8.75%) \$ _____	(Not available for solar)
Value of goods/services to be exempted from sales tax: \$ _____ (fill-in)	
<input type="checkbox"/> Issuance by the Agency of Tax Exempt Bonds(bond dollar value)\$ _____	

**** TOTAL EXEMPTION ASSISTANCE REQUESTED:**

Is the financial assistance requested by the Applicant consistent with the IDA's Uniform Tax Exemption Policy? Yes No

If No, please provide a written statement describing the financial assistance being requested and detailing the reasons the IDA should consider deviating from its Policy.

**** Note that the estimate provided above will be provided to the New York State Department of Taxation and Finance. The Applicant acknowledges that the transaction documents will include a covenant by the Applicant that the estimate, above, represents the maximum amount of sales and use tax benefit currently authorized by the Agency with respect to this Application. The Agency may utilize the estimate, above, as well as the (9)proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered. It is the responsibility of the applicant to inform the IDA within 10 days if the project amount changes.**

Part III: Facility Information

Attach copies of the most recent real property tax bills. Include copies for all taxing jurisdictions for the site/ facility that IDA assistance is being sought.

Facility (Physical Information) If multiple locations please provide information on all.

7(a) Street Address of Facility:

7(b) City, Town and/or Village (list ALL incorporated municipalities):

7(c) School District:

7(d) For what purpose was the facility site most recently used (i.e., light manufacturing, heavy manufacturing, assembly, etc.)?

7(e) Zoning Classification of location of the project:

7(f) Please describe in detail the facility to be acquired, constructed or renovated (including number of buildings, square footage, number of floors, type of construction,) and attach plot plans, photos or renderings, if available. If there are infrastructure improvements (water, sewer, gas, electrical, etc.) please provide details along with who will carry out those improvements and who will fund them. ***Please be as specific as possible.***

7(g) Has construction or renovation commenced? Yes No

If Yes, please describe the work in detail that has been undertaken to date, including the date of commencement.

If No, indicate the estimated dates of commencement and completion:

Construction Commencement: _____

Construction completion: _____

7(h) Will the construction or operation of the facility or any activity which will occur at the site require any local ordinance or variance to be obtained or require a permit or prior approval of any state or federal agency or body (other than normal occupancy and/or construction permits)?

Yes No

If Yes, please describe.

Has the Project received site plan approval from the Planning Department?

Yes No N/A

If Yes, please provide the Agency with a copy of the planning department approval along with the related State Environmental Quality Review (SEQR) determination. If no, please provide the status of approval:

7(i) Will the project have a significant effect on the environment? Yes No

Important: please attach and sign Part 1 of either the the long or short Environmental Assessment Form to this Application.

7(j) What is the useful life of the facility? _____ years

7(k) Is the site in a former Empire Zone? Yes No

If Yes, which Empire Zone: _____

Is project located in a Federal HUB Zone or distressed area: Yes No
Provide detail.

ALL APPLICANTS MUST ANSWER PART IV-8(a)

Part IV: Retail Project Questionnaire

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

8(a). Will any portion of the project (including that portion of the cost to be financed from equity or other sources) consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

Required Yes or No **If the answer is YES, please continue below.**
If the answer is NO, proceed to Section Part V - Facility (Legal Info)

For purposes of Question A, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

8(b). What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the project? _____%. **If the answer is less than 33% do not complete the remainder of this retail determination page and proceed to next section, Part V Facility (Pg 13)**

*** If the answer to A above is Yes AND the answer to B above is greater than 33.33%, indicate which of the following questions below apply to the project:**

1. Will the project be operated by a not-for-profit corporation Yes No

2. Is the Project location or facility likely to attract a significant number of visitors from outside Oneida County?

Yes No

If yes, please provide a third party market analysis or other documentation supporting your response.

3. Is the predominant purpose of the project to make available goods or services which would not, but for the project, be reasonably accessible to the residents of the municipality within which the proposed project would be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?

Yes No

If yes, please provide a third party market analysis that demonstrates that a majority of the project's customers are expected to come from outside of Oneida County and the project will not directly compete with existing businesses located in Oneida County.

Part V: Facility (Legal Information)

9(a) With respect to the **present owner** of the land or facility, please give the following information and provide a brief statement regarding the status of the acquisition.

(Note: the present owner is not necessarily the user of the facility, but that party which holds legal title to the facility.)

Legal Name: _____

Address: _____

Telephone: _____

Balance of Mortgage: _____

Holder of Mortgage: _____

If the Applicant is not the present owner of the facility, please attach any written agreements and contracts concerning the acquisition of the real property and/or equipment.

9(b) Is there a legal relationship, directly or indirectly, by virtue of common control or through related persons, between the Applicant and the present owner of the facility?

Yes No. **If Yes**, please explain.

9(c) Will a related real estate holding company, partnership or other entity, be involved in the ownership structure of the transaction?

Yes No. **If Yes**, please explain.

9(d) Will the title owner of the facility/property also be the user of the facility?

Yes No **If Yes**, please explain.

9(e) Is the Applicant currently a tenant in the facility? Yes No

9(f) Are you planning to use the entire proposed facility?
 Yes No

If No, please give the following information with respect to tenant(s) which will remain in the facility after the completion of the project, including the square footage the Applicant will occupy:

<u>Name of Tenant</u>	<u>Floors Occupied</u>	<u>Sq. Ft. Occupied</u>	<u>Nature of Business</u>
-----------------------	------------------------	-------------------------	---------------------------

9(g) Are any of the tenants related to the owner of the facility?
 Yes No **If Yes**, please explain.

9(h) Will there be any other users utilizing the facility?
 Yes No

If Yes, please explain. Provide detail of the contractual arrangement including any financial exchange for the use of the site or property.

Part VI: Equipment

10(a) List the principal items or categories of equipment to be acquired as part of the project. If you are requesting sales tax exemption it is important to be as detailed as possible. (If a complete list is not available at time of application, as soon as one is available but prior to final authorizing resolution, please submit a detailed inventory of said equipment to be covered.) Attach a sheet if needed.

10(b) Please provide a brief description of any equipment which has already been purchased or ordered, attach all invoices and purchase orders, list amounts paid and dates of expected delivery. Attach a sheet if needed.

10(c) What is the useful life of the equipment? _____ years

Part VII: Employment Information

"FTE" shall mean a full time employee that has a minimum of thirty-five (35) scheduled hours per week, or any combination of two or more part-time employees that work a minimum of fifteen (15) scheduled hours per week, when combined together, constitute the equivalent of a minimum of thirty-five (35) scheduled hours per week, and whose workplace location is the project facility. For this purpose an employee shall include a leased employee regularly retained by the company.

11(a) Estimate how many construction jobs will be created or retained as a result of this project.

11(b) Will the project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes No **If Yes**, explain below.

11(c) Have you experienced any employment changes (+ or -) in the last three (3) years?

Yes No **If Yes**, explain below.

11(d) Job Information related to project ***

Estimate below how many jobs will be created and retained as a result of this project, if OCIDA assistance is granted. **PLEASE MAKE SURE TOTAL PART-TIME EMPLOYEES ARE TURNED INTO FULL-TIME EQUIVALENTS (FTE) for Line B. - See Pg. 17.**

Number of Jobs BEFORE Project	Location 1	Location 2	Location 3	Location 4	Location 5	
Address in NYS						Total
Full-Time Company						
Full-Time Independent Contractors						
Full-Time Leased						
A. Total Full-Time BEFORE						
Part-Time Company						
Part-Time Independent Contractors						
Part-Time Leased						
B. Total FTE Part-Timers BEFORE						
C. Total FTE BEFORE*						

*For **Total FTE BEFORE** add full-time employees (line A) plus part-time employees that have been converted to FTE (line B).

	Number of Jobs AFTER Project (within 3 years of project completion)	Location 1	Location 2	Location 3	Location 4	Location 5	Total
	Full-time Company						
	Full-Time Independent Contractors						
	Full-Time Leased						
A.	Total Full-Time AFTER						
	Part-Time Company						
	Part-Time Independent Contractors						
	Part-Time Leased						
B.	Total FTE Part-Timers AFTER						
C.	Total FTE AFTER *						

*For **Total FTE AFTER** add full-time employees (line A) plus part-time employees that have been converted to FTE (line B).

	Estimate the number of residents from the Labor Market Area** in which the Project is located that will fill the <u>JOBS CREATED</u> within three years of project completion	Location 1	Location 2	Location 3	Location 4	Location 5	Total
A.	Full-Time						
B.	FTE Part-Timers						
C.	Total AFTER						

** Labor Market Area includes Oneida, Lewis, Herkimer, and Madison Counties

Provide Any Notes To Job Information Below

SALARY AND BENEFITS	Retained Jobs		Created Jobs	
	Average Annual Salary <i>per employee</i>	Average Fringe Benefits (as a percentage of wages)	Average Annual Salary <i>per employee</i>	Average Fringe Benefits (as a percentage of wages)
Management	\$	%	\$	%
Administrative	\$	%	\$	%
Production	\$	%	\$	%
Independent Contractor	\$	%	\$	%
Other	\$	%	\$	%
Overall Weighted Average	\$	%	\$	%

*** By statute, Agency staff must project the number of Full-Time Jobs that would be retained and created if the request for Financial Assistance is granted. "FTE" shall mean a full time employee that has a minimum of thirty-five (35) scheduled hours per week, or any combination of two or more part-time employees that work a minimum of fifteen (15) scheduled hours per week, when combined together, constitute the equivalent of a minimum of thirty-five (35) scheduled hours per week, and whose workplace location is the project facility. For this purpose an employee shall include a leased employee regularly retained by the company.

11(e) Please list NAICS codes for the jobs affiliated with this project:

Part VIII: Estimated Project Cost and Financing

12(a) List the costs necessary for preparing the facility.

LAND Acquisition	\$	(If lease value use OTHER below)
Existing Building(s) ACQUISITION	\$	
Existing Building(s) RENOVATION	\$	
NEW Building(s) CONSTRUCTION	\$	
Site preparation/parking lot construction	\$	
Machinery & Equipment that is TAXABLE	\$	
Machinery & Equipment that is TAX-EXEMPT	\$	
Furniture & Fixtures	\$	
Installation costs	\$	
Architectural & Engineering	\$	
Legal Fees (applicant, IDA, bank, other counsel)	\$	
Financial (all costs related to project financing)*	\$	
Permits (describe below)	\$	
Other (describe below) ie: solar decommissioning expense	\$	
Other:	Cost:	Subtotal \$
1.		
2.		Agency Fee ¹ \$
3.		
4.		
5.		Total Project Cost \$

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

¹ **See Attached Fee Schedule (Page 22) for Agency Fee amount to be placed on this line.**

Permit/Other Information

12(b) Has the Applicant contacted any bank, financial institution or private investor with respect to financing the proposed project? Yes No **If Yes**, please provide details below.

12(c) Has the Applicant received a commitment letter for said financing? **If Yes**, please provide a copy along with this application. Yes No

12(d) Sources of Funds for Project Costs

Bank Financing: ----- \$ _____

Equity (excluding equity that is attributed to grants/tax credits) -- \$ _____

Tax Exempt Bond Issuance (if applicable) ----- \$ _____

Taxable Bond Issuance (if applicable) ----- \$ _____

Public Sources (Include sum total of all state and federal tax credits and grants) Break out individually below.----- \$ _____

Identify each Public state and federal grant/credit:

Comments:

Source \$
 Source \$
 Source \$
 Source \$

Total Sources of Funds for Project Costs: \$

Part IX: Real Estate Taxes

13(a) For each tax parcel which comprises the facility, and for which assistance is being sought, please provide the following information using figures from the most recent tax year. If an increase in the assessment is anticipated due to the proposed project, please indicate the new estimated assessment amount in the **POST- PROJECT** column. Attach copies of the most recent tax bills for all jurisdictions.

Tax Map Parcel #	<u>Current Land Assessment</u>	<u>Current Building Assessment</u>	<u>Current Total Assessment</u>	<u>Current Total Taxes Amount (\$)</u>	<u>Estimated Post-Project Assessment</u>

13(b) Will the entirety of each tax parcel be subject to the PILOT? YES NO

13(c) If the entirety of each parcel will not be subject to the PILOT, will the municipality require a subdivision? YES NO

***If a subdivision is required, it is the responsibility of the Applicant to complete subdivision approval prior to commencement of the PILOT Agreement, and to provide the Agency with the tax parcel number(s) assigned.**

13(d) Address of Receiver of Town and/or Village Taxes (include all jurisdictions):

13(e) Address of Receiver of School Taxes:

13(f) Has the current property owner or user been granted an Ag-District exemption on the tax map parcel anytime during the past 4 years?

Yes No

If **Yes** explain below.

13(g) Please consult with Agency staff to complete a Cost/Benefit Analysis form to attach to this Application.

Use space below for additional information

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

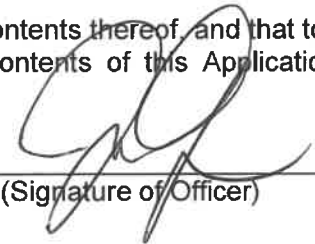
13. The Applicant acknowledges receipt of notice from the Agency pursuant to Section 224-a(8)(d) of the New York Labor Law that the estimated mortgage recording tax exemption benefit amount, the estimated sales and use tax exemption benefit amount, and the estimated real property tax abatement benefit amount as so identified within this Application are "public funds" and not otherwise excluded under Section 224-a(3) of the New York Labor Law. Applicant further acknowledges and understands that it has certain obligations as related thereto pursuant to Section 224-a(8)a) of the New York Labor Law.

STATE OF NEW YORK
COUNTY OF ~~ONEIDA~~ Oran ss.:

Joseph Gehm

, being first duly sworn, deposes and says:

1. That I am the Member (Corporate Office) of 126 Business Park Holdings 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 of Officer)

Subscribed and affirmed to me under penalties of perjury
this 25th day of April, 2025 :

Stephanie A. Smith
(Notary Public)

STEPHANIE A. SMITH
Notary Public, State of New York
No. 01SM4995504
Qualified in Madison County
My Commission Expires April 27, 2026

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: _____

Print Name: _____

Title: _____

Date: _____

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.



126 Business Park Drive
Building 2
Utica, NY 13502

P: 888.282.1626

tidalbasingroup.com

Date: April 24, 2025

Mr. Tim Fitzgerald
Vice President Economic Development
Mohawk Valley EDGE
584 Phoenix Drive
Rome, NY 13441

Re: 126 Business Park Drive, Utica NY

Dear Mr. Fitzgerald:

Over the past several decades, Tidal Basin and Adjusters International/Rising Phoenix have called Utica home; at our peak employing over 100 people locally. In 2023, Rising Phoenix and Tidal Basin were sold to a private equity firm based in Alexandria, VA. At the time, senior management decided to keep a presence in the Mohawk Valley and retain the Utica office as our Corporate Headquarters. During the last several months the building was listed for sale and most recently put under contract with Lahinch Group. Our team has discussed two options; keep our current office operations in the Mohawk Valley or close the Business Park Drive location and merge our Utica office with a larger metropolitan location.

Our existing PILOT benefits are nearly exhausted, and full-assessment tax payments would exceed \$4.00 per square foot—making the proposed lease financially unviable, as 100% of the tax burden would be passed to the tenants. In order to stay in Utica and commit to a long-term lease with Lahinch Group, I ask that OCIDA create a new PILOT that will help save nearly 50 jobs from relocating outside of New York State.

I hope the County and OCIDA recognize the significant economic impact and the importance of retaining our business within Oneida County. I appreciate your time and consideration.

Thank you,

A handwritten signature in black ink, appearing to read "Frank C. Sardelli".

Frank C. Sardelli
EVP, Chief Financial Officer
Tidal Basin



April 25, 2025

Mr. Tim Fitzgerald
Vice President Economic Development
Mohawk Valley EDGE
584 Phoenix Drive
Rome, NY 13441

Re: 126 Business Park Drive, Utica NY

Dear Mr. Fitzgerald:

BPAS has proudly called Utica home for several decades. Today, we employ 78 full-time professionals in the region, with ambitious plans to grow that number over the next ten years. As part of our long-term strategic planning, we recently conducted a comprehensive evaluation of our office footprint in the Mohawk Valley. That study confirmed the need for a new office environment to support our client's needs as well as employee satisfaction, recruitment, and retention.

While BPAS operates successfully in numerous markets across the United States and Puerto Rico, our ability to continue expanding operations in Utica hinges on access to high-quality office space. The opportunity to lease Class A office space at 126 Business Park Drive, under contract to be acquired by the Lahinch Group, presents an ideal solution. Properties of this caliber, paired with best-in-class ownership, are rare in the current office market.

In addition to BPAS's growth plans, our parent company, Community Financial System, Inc. (CFSI), is actively considering expanding its presence in the Utica market. CFSI would also occupy a portion of the proposed space at 126 Business Park Drive, further strengthening the economic benefits of this lease.

However, as the PILOT agreement on the property nears expiration, the projected property taxes—exceeding \$4.00 per square foot—would render the lease financially unfeasible. The full tax burden would be passed through to the tenants, creating a significant barrier to moving forward.

To preserve our presence in Utica and commit to a long-term lease with Lahinch Group, we respectfully request that OCIDA consider a new PILOT agreement. This support would help retain approximately 78 high-quality jobs in Oneida County and enable future expansion of both BPAS and CFSI in the region.

We appreciate your consideration and hope the County and OCIDA will recognize the substantial economic value of keeping our growing business rooted in the Mohawk Valley.

Thank you,

Albert Giannino

Albert Giannino
Vice President, Director of Real Estate and Facilities
Community Bank Financial System, Inc.
5790 Widewaters Parkway
Dewitt, NY 13214



	317.19-1-11	Addition 1 (Ended 2024)	Addition 2
2024 Assessment	\$ 790,000	\$ 422,800	\$ 1,537,200
Est. New Assessment	\$ 819,000	\$ 437,800	\$ 1,593,200
Div. 1000	\$ 819	\$ 437.8	\$ 1,593.2
Current PILOT Payment	100%	100%	33%
2025 Full Tax	\$ 57,522.17	\$ 30,748.72	\$ 111,897.83
2025 PILOT	\$ 57,522.17	\$ 30,748.72	\$ 36,926.28
2025 Net Benefit	\$ -	\$ -	\$ 74,971.54

New PILOT	PILOT	Full Tax	PILOT	Full Tax	PILOT	Full Tax	Proposed PILOT
(Current Year 4) 2025	\$ 57,522.17	\$ 57,522.17	\$ 30,748.72	\$ 30,748.72	\$ 36,926.28	\$ 111,897.83	
(New Year 1) 2026	\$ 58,672.61	\$ 58,672.61	\$ 31,363.70	\$ 31,363.70	\$ 37,664.81	\$ 114,135.78	33%
(New Year 2) 2027	\$ 59,846.06	\$ 59,846.06	\$ 31,990.97	\$ 31,990.97	\$ 38,418.10	\$ 116,418.50	33%
(New Year 3) 2028	\$ 61,042.99	\$ 61,042.99	\$ 32,630.79	\$ 32,630.79	\$ 39,186.47	\$ 118,746.87	33%
(New Year 4) 2029	\$ 62,263.85	\$ 62,263.85	\$ 33,284.11	\$ 33,284.11	\$ 39,970.20	\$ 121,121.81	33%
(New Year 5) 2030	\$ 63,509.12	\$ 63,509.12	\$ 33,949.79	\$ 33,949.79	\$ 40,769.60	\$ 123,544.24	33%
(New Year 6) 2031	\$ 64,779.31	\$ 64,779.31	\$ 34,628.79	\$ 34,628.79	\$ 84,430.14	\$ 126,015.13	67%
(New Year 7) 2032	\$ 66,074.89	\$ 66,074.89	\$ 35,321.36	\$ 35,321.36	\$ 86,118.74	\$ 128,535.43	67%
(New Year 8) 2033	\$ 67,396.39	\$ 67,396.39	\$ 36,027.79	\$ 36,027.79	\$ 87,841.11	\$ 131,106.14	67%
(New Year 9) 2034	\$ 68,744.32	\$ 68,744.32	\$ 36,748.35	\$ 36,748.35	\$ 89,597.94	\$ 133,728.26	67%
(New Year 10) 2035	\$ 70,119.20	\$ 70,119.20	\$ 37,483.31	\$ 37,483.31	\$ 91,389.89	\$ 136,402.83	67%
	\$ 699,970.91	\$ 699,970.91	\$ 374,177.69	\$ 374,177.69	\$ 635,386.99	\$ 1,249,754.98	

Remaining 2021 Project Benefit	\$ 276,400.33
Total NEW (extended) PILOT value	\$ 635,386.99
Net NEW Benefit	\$ 358,986.66

**ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY
 COST/BENEFIT ANALYSIS
 Required by §859-a(3) of the
 New York General Municipal Law**

Date 4/24/2025

Name of Applicant: 126 Business Park Holdings LLC

Description of Project: Purchase/renovation of professional office space

Name of All Sublessees or Other Occupants of Facility: BPAs, Tidal Basin

Principals or Parent of Applicant: Joseph Gehm
Ronald Cuccaro

Products or Services of Applicant to be produced or carried out at facility: Back office financial operations

Estimated Date of Completion of Project: October, 2025

Type of Financing/ Structure:

<input type="checkbox"/>	Tax-Exempt Financing
<input type="checkbox"/>	Taxable Financing
<input checked="" type="checkbox"/>	Sale/ Leaseback
<input type="checkbox"/>	Other

Type of Benefits being Sought by Applicant:

<input type="checkbox"/>	Taxable Financing
<input type="checkbox"/>	Tax-Exempt Bonds
<input checked="" type="checkbox"/>	Sales Tax Exemption on Eligible Expenses Until Completion
<input checked="" type="checkbox"/>	Mortgage Recording Tax Abatement
<input checked="" type="checkbox"/>	Real Property Tax Abatement

Project Costs

Land Acquisition	\$ -
Existing Building(s) ACQUISITION	\$ 4,400,000
Existing Building(S) RENOVATION	\$ 300,000
NEW Building(s) CONSTRUCTION	\$ -
Installation Costs	\$ -
Site Preparation/Parking Lot Construction	\$ -
Machinery & Equipment (other than furniture)	\$ -
Furniture & Fixtures	\$ 100,000
Architectural & Engineering	\$ -
Legal Fees (applicant, IDA, bank, other counsel)	\$ 50,000
Financial (all costs related to project financing)	\$ 100,000
Permits	\$ 1,750
Other	\$ -
Agency Fee	\$ 24,759
TOTAL COST OF PROJECT	\$ 4,976,509

Assistance Provided by the Following:

EDGE Loan:	
MVEDD Loan:	
Grants - Please indicate source & Amount:	\$ -
Other Loans - Please indicate source & Amount:	

Company Information

		Average Salary of these Positions
Existing Jobs	124	\$ 71,667
Created Jobs FTE (over three years)	11	\$ 71,667
Retained Jobs	124	\$ 71,667

Earnings Information for Oneida County

Average Salary of Direct Jobs for Applicant	\$ 71,667
Average of County Indirect Jobs	\$ 25,000
Average of Construction Jobs	\$ 32,000

Note: \$1,000,000 in construction expenditures generates 15 person - years of employment
Construction Person Years of Employment:

Calculation of Benefits (3 Year Period)

	Total Earnings	Revenues
Direct Jobs		
Created	\$ 2,365,011	\$ 100,513
Existing	\$ 26,660,124	\$ 1,133,055
Indirect Jobs		
Created	\$ 2,062,500	\$ 87,656
Existing	\$ 23,250,000	\$ 988,125
Construction - only one year		
Person Years	\$ 160,000	\$ 6,800
TOTALS Calculation of Benefits (3 Yr Period)	\$ 54,497,635	\$ 2,316,149

TAXABLE GOODS & SERVICES

		Spending Rate	Expenditures	State & Local Sales Tax Revenues
Direct Jobs	Created	36%	\$ 851,404	\$ 83,012
	Existing	0.36	\$ 9,597,645	\$ 935,770
Indirect Jobs	Created	0.36	\$ 742,500	\$ 72,394
	Existing	0.36	\$ 8,370,000	\$ 816,075
Construction - only one year	Person Years	0.36	\$ 57,600	\$ 5,616
<u>TOTAL TAXABLE GOODS & SERVICES</u>			\$ 19,619,149	\$ 1,912,867

Local (3 year) real property tax benefit (assuming 60% of jobs existing and created own a residence) with an average assessment of \$80,000 and the remainder of jobs existing created pay real property taxes through rent based on an average assessment per apartment of \$50,000.

		Municipality	
Tax Rate for School District where facility is located:	26.243045	Utica	24-25
Tax Rate for Municipality where facility is located:	30.802843	Utica	2025
Tax Rate for County:	13.188751	Oneida	2025
	Total Rate:		
	70.234639		
Real Property Taxes Paid:	\$ 644,754		

COSTS: IDA BENEFITS

Real Property Taxes Abatement	\$ 635,387
Mortgage Tax Abated (.75%)	\$ 34,125
Estimated Sales Tax Abated During Construction Period (8.75%)	\$ 13,125
Total:	\$ 682,637

NOTE: If there is a tax-exempt financing of all or a portion of the project cost, there is a neutral cost/benefit because of lower interest rates by reason of exclusion of interest from gross income of bondholders for purposes of Federal and State income taxes. Taxable financing carries the same cost/benefit for State Income Tax purposes. Such cost/benefits cannot be quantified.

**Inducement Resolution
126 Business Park Holdings LLC Facility**

RESOLUTION OF THE ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY TAKING OFFICIAL ACTION TOWARD APPOINTING 126 BUSINESS PARK HOLDINGS LLC, THE PRINCIPALS OF 126 BUSINESS PARK HOLDINGS LLC AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING AS AGENT OF THE AGENCY IN CONNECTION WITH A LEASE-LEASEBACK TRANSACTION, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDUCEMENT AGREEMENT AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

WHEREAS, 126 Business Park Holdings LLC, on behalf of itself and/or the principals of 126 Business Park Holdings LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has requested the Oneida County Industrial Development Agency (the "Agency") assist with a project consisting of acquisition and renovation of three (3) interconnected buildings totaling approximately 40,000 square feet (the "Improvements") situated on a 4± acre parcel of land located at 126 Business Park Drive, City of Utica, Oneida County, New York (the "Land"); and acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the purpose of retaining employment in Oneida County by providing desirable space to two tenants that provide back office operations (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the acquisition, renovation and equipping of the Facility is referred to collectively as the "Project"); and

WHEREAS, the Company will lease the Facility to the Agency pursuant to a Lease Agreement (the "Lease Agreement"); and

WHEREAS, the Agency will lease the Facility back to the Company pursuant to a Leaseback Agreement (the "Leaseback Agreement"); and

WHEREAS, the Company will further sublease a portion of the Facility to Tidal Basin (the "TB Sublessee") for its operation pursuant to a Sublease Agreement (the "TB Sublease Agreement"); and

WHEREAS, the Company will further sublease a portion of the Facility to Benefit Plans Administrators (the “BPA Sublessee”) for its operation pursuant to a Sublease Agreement (the “BPA Sublease Agreement”); and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in connection with the Project in the form of exemptions from sales and use taxes, exemptions from mortgage recording taxes, and a reduction in real property taxes for a period of ten years (the “Financial Assistance”), which financial assistance is consistent with the Agency’s Uniform Tax Exemption Policy, and which will be more particularly set forth in a final authorizing resolution; and

WHEREAS, based upon representations made by the Company in the Application, the value of the Financial Assistance is described as follows:

- Sales and use tax exemption not to exceed \$13,125
- Mortgage recording tax exemption not to exceed \$34,125
- Exemptions from real property taxes valued at approximately \$635,387

WHEREAS, the Company has committed (a) to retain (or cause the TB Sublessee to retain) the TB Sublessee’s existing 46 FTEs at the Facility for the term of the Leaseback Agreement and (b) to retain (or cause the BPA Sublessee to retain) the BPA Sublessee’s existing 78 FTEs at the Facility and create (or cause the BPA Sublessee to create) an additional 11 FTEs at the Facility within three years of completion of the Project as a result of undertaking 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, prior to the closing of a lease-leaseback transaction, and the granting of any Financial Assistance, a public hearing (the “Hearing”) will be held so that all persons with views in favor of or opposed to either the Financial Assistance contemplated by the Agency, or the location or nature of the Facility, can be heard; and

WHEREAS, notice of the Hearing will be given prior to the closing of a lease-leaseback transaction, and the granting of any Financial Assistance, and such notice

(together with proof of publication) will be substantially in the form annexed hereto as **Exhibit A**; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as **Exhibit B**; and

WHEREAS, the Project will result in the removal or abandonment of the BPA Sublessee's facility located in the City of Utica, Oneida County, New York; and

WHEREAS, the Company has represented in its application that the Project is reasonably necessary to (a) discourage the Company from relocating outside of Oneida County and consolidating operations at one of the Company's existing locations outside of the State and (b) preserve the Company's competitive position in its industry because the space limitations of its existing facility impede the BPA Sublessee's ability to (i) attract and retain quality employees, (ii) expand its business operations and (iii) strengthen and grow its presence in Oneida County; and

WHEREAS, the Agency has given due consideration to the application of the Company and to representations by the Company that the proposed lease-leaseback transaction is either an inducement to the Company and/or the BPA Sublessee to maintain and expand the Facility in the County or is necessary to maintain the competitive position of the Company and/or the BPA Sublessee in its industry; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the "SEQR Act" or "SEQRA"), the Agency constitutes a "State Agency"; and

WHEREAS, to aid the Agency in determining whether the Facility may have a significant effect upon the environment, the Company has prepared and submitted to the Agency an Environmental Assessment Form and related documents (the "Questionnaire") with respect to the Facility, a copy of which is on file at the office of the Agency; and

WHEREAS, prior to the granting of any Financial Assistance and following the determination of the lead agency, the Agency has completed its environmental review and made determinations for purposes of SEQRA.

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

Section 1. (a) The Project constitutes a "project" within the meaning of the Act.

- (b) The Project and the Agency's Financial Assistance therefor, will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the County and the people of the State of New York and improve their standard of living, and thereby serve the public purposes of the Act and the same is, therefore, approved.
- (c) It is desirable and in the public interest for the Agency to enter into a lease-leaseback transaction for the purpose of providing financial assistance for the Project, as reflected in the Company's application to the Agency as may be amended from time to time prior to the closing of the lease-leaseback transaction.
- (d) The Project is reasonably necessary to (a) discourage the Company and/or the BPA Sublessee from moving out of State and (b) preserve the Company's and/or the BPA Sublessee's competitive position in its industry.

Section 2.

The form and substance of a proposed inducement agreement (in substantially the form presented to this meeting) by and between the Agency and the Company setting forth the undertakings of the Agency and the Company with respect to the closing of the lease-leaseback transaction, and the completion of the Facility (the "Agreement") is hereby approved. The Chairman of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agreement, with such changes in terms and form as the Chairman shall approve. The execution thereof by the Chairman shall constitute conclusive evidence of such approval.

Section 3.

The Agency shall assist the Company in the Project and will provide the Financial Assistance with respect thereto subject to (i) obtaining all necessary governmental approvals, (ii) approval of the members of the Company, (iii) approval of the members of the Agency, (iv) satisfactory completion of the environmental review of the Facility by the Agency in compliance with the State Environmental Quality Review Act, (v) the Agency providing written notice to the chief elected officials of the tax jurisdictions at the Company's existing facility that the Project will entail the abandonment of the Company's existing facility; (vi) agreement by the Agency and the Company upon mutually acceptable terms and conditions for the Leaseback Agreement and other documentation

usual and customary to transactions of this nature, (vii) the condition that there are no changes in New York State Law which prohibit or limit the Agency from fulfilling its obligation and commitment as herein set forth to enter into the lease-leaseback transaction and (viii) payment by the Company of the Agency's transaction fee and the fees and disbursements of transaction counsel, more particularly described in the Inducement Agreement.

Section 4.

The Company is herewith and hereby appointed the agent of the Agency to renovate, equip and complete the Facility. The Company is hereby empowered to delegate its status as agent of the Agency to the agents, subagents, contractors, subcontractors, materialmen, suppliers, vendors and such other parties as the Company may choose in order to renovate, equip and complete the Facility. The terms and conditions for the appointment of the Company as agent of the Agency for the purposes described in this resolution are set forth in the form of the attached letter addressed to the Company, marked as **Exhibit C** to this resolution. The form of such letter is incorporated herein by reference and is approved and adopted by the Agency, and the Chairman or Executive Director of the Agency or any other duly authorized official of the Agency are authorized to execute and deliver such letter to the Company upon satisfaction of the conditions described in Section 3 hereof. The Agency hereby appoints the Company, the agents, subagents, contractors, subcontractors, materialmen, vendors and suppliers of the Company as agents of the Agency solely for purposes of making sales or leases of goods, services, and supplies to the Facility, and any such transaction between any agent, subagent, contractor, subcontractor, materialmen, vendor or supplier, and the Company, as agent of the Agency shall be deemed to be on behalf of the Agency and for the benefit of the Facility. The Company shall indemnify the Agency with respect to any transaction of any kind between and among the Company, the Company, the agents, subagents, contractors, subcontractors, materialmen, vendors and/or suppliers and the Company, as agent of the Agency.

Section 5.

The Agency is hereby directed to schedule the Hearing, so that the Agency may receive comments from all interested parties on the financial assistance contemplated by the Agency and the Financial Assistance requested by the Company.

Section 6. The law firm of Bond, Schoeneck & King, PLLC is appointed Transaction Counsel in connection with the lease-leaseback transaction.

Section 7. Counsel to the Agency and Transaction Counsel are hereby authorized to work with counsel to the Company and Sublessee and others to prepare, for submission to the Agency, all documents necessary to effect the lease-leaseback transaction.

Section 8. The Chairman of the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company and Sublessee, (ii) to distribute copies of this resolution by certified mail, return receipt requested, to the Oneida County Executive, the City of Utica Mayor, the Utica City School District Superintendent and the Utica City School District Clerk of the Board of Education; (iv) to send notice of the Agency's proposed financial assistance to the Oneida County Executive, City of Utica Mayor, the Utica City School District Superintendent and the Utica City School District Clerk of the Board of Education; and (iv) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 9. 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 DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of a resolution of the Oneida County Industrial Development Agency (the "Agency"), with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Agency duly convened in public session on May 2, 2025 at eight a.m., local time, at Rome, New York which the following members were:

Members Present:

EDGE Staff Present:

Others Present:

The question of the adoption of the foregoing resolution was duly put to vote, which resulted as follows:

Voting Aye

Voting Nay

and, therefore, the resolution was declared duly adopted.

The Agreement and the Application are in substantially the form presented to and approved at such 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 and public notice of the date, time and location for the meeting was duly given, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout the meeting.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of _____ 2025.

Shawna Papale, Secretary

EXHIBIT A

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the Oneida County Industrial Development Agency (the "Agency") on the _____ day of May 2025 at _____ a.m., local time, at _____, City of Utica, Oneida County, New York in connection with the following matters:

126 Business Park Holdings LLC, on behalf of itself and/or the principals of 126 Business Park Holdings LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has requested the Agency assist with a project consisting of acquisition and renovation of three (3) interconnected buildings totaling approximately 40,000 square feet (the "Improvements") situated on a 4± acre parcel of land located at 126 Business Park Drive, City of Utica, Oneida County, New York (the "Land"); and acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the purpose of retaining employment in Oneida County by providing desirable space to two tenants that provide back office operations (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the acquisition, renovation and equipping of the Facility is referred to collectively as the "Project"). The Project will be initially owned and/or operated by the Company.

The Company will lease the Facility to the Agency pursuant to a lease agreement, and the Agency will lease the Facility back to the Company pursuant to a leaseback agreement. The Company will further sublease a portion of the Facility to Tidal Basin (the "TB Sublessee") for its operation pursuant to a Sublease Agreement (the "TB Sublease Agreement"). The Company will further sublease a portion of the Facility to Benefit Plans Administrators (the "BPA Sublessee") for its operation pursuant to a Sublease Agreement (the "BPA Sublease Agreement"). At the end of the lease term, the Agency will terminate its leasehold interest in the Facility. The Agency is contemplating providing financial assistance in the form of reduction of real property taxes for a period of ten years, exemptions from mortgage recording taxes and exemptions from sales tax on materials and equipment acquired and installed in connection with the Project, which financial assistance is consistent with the Agency's Uniform Tax Exemption Policy, to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. Comments may also be submitted to the Agency in writing or electronically prior to the hearing. Minutes of the Public Hearing will be transcribed and posted on the Agency's website. A copy of the Application for Financial Assistance filed by the Company with the Agency, including an analysis of the costs and benefits of the proposed Project, is available for public inspection at the offices of the Agency, 584 Phoenix Drive, Rome, New York and on the Agency's website.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

Dated: May __, 2025

By: /s/ Shawna M. Papale, Executive Director

EXHIBIT B

MINUTES OF PUBLIC HEARING

Oneida County Industrial Development Agency
2025 Real Estate Lease
126 Business Park Holdings LLC Facility

1. Tim Fitzgerald, representing the Oneida County Industrial Development Agency (the "Agency"), called the hearing to order at ____ a.m.
2. Mr. Fitzgerald being the Assistant Secretary of the Agency recorded the minutes of the hearing.
3. Mr. Fitzgerald then described the proposed project and related financial assistance as follows:

126 Business Park Holdings LLC, on behalf of itself and/or the principals of 126 Business Park Holdings LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has requested the Agency assist with a project consisting of acquisition and renovation of three (3) interconnected buildings totaling approximately 40,000 square feet (the "Improvements") situated on a 4± acre parcel of land located at 126 Business Park Drive, City of Utica, Oneida County, New York (the "Land"); and acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the purpose of retaining employment in Oneida County by providing desirable space to two tenants that provide back office operations (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the acquisition, renovation and equipping of the Facility is referred to collectively as the "Project"). The Project will be initially owned and/or operated by the Company.

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leasehold interest in the Facility. The Agency is contemplating providing financial assistance in the form of reduction of real property taxes for a period of ten years, exemptions from mortgage recording taxes and exemptions from sales tax on materials and equipment acquired and installed in connection with the Project, which financial assistance is consistent with the Agency's Uniform Tax Exemption Policy, to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein.

4. Mr. Fitzgerald then opened up the hearing for comments from the floor for or against the proposed financial assistance and the location and nature of the Facility. Attached is a listing of the persons heard and a summary of their views.
5. Mr. Fitzgerald then asked if there were any further comments, and, there being none, the hearing was closed at _____ a.m.

Tim Fitzgerald, Assistant Secretary

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

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

That I have compared the foregoing copy of the minutes of a public hearing held by the Oneida County Industrial Development Agency (the "Agency") on May __, 2025 at ____ a.m. local time, at _____, Utica, New York 13501, with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the minutes in connection with such matter.

I FURTHER CERTIFY that (i) the hearing was open for the public to attend and public notice of the date, time and location for said hearing was duly given, (ii) the hearing in all respects was duly held, and (iii) members of the public had an opportunity to be heard.

IN WITNESS WHEREOF, I have hereunto set my hand as of _____, 2025.

Secretary

EXHIBIT C

[To be printed on IDA letterhead and delivered to the Company when appropriate]

_____, 2025

126 Business Park Holdings LLC
449 South Salina Street, Suite 200
Syracuse, New York 13202

RE: *Oneida County Industrial Development Agency Lease-Leaseback Transaction
(126 Business Park Holdings LLC Facility)*

Ladies and Gentlemen:

Pursuant to a resolution duly adopted on May 2, 2025, the Agency appointed 126 Business Park Holdings LLC (the "Company") its agent in connection with a transaction in which the Agency will assist in acquisition and renovation of three (3) interconnected buildings totaling approximately 40,000 square feet (the "Improvements") situated on a 4± acre parcel of land located at 126 Business Park Drive, City of Utica, Oneida County, New York (the "Land"); and acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the purpose of retaining employment in Oneida County by providing desirable space to two tenants that provide back office operations (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the acquisition, renovation and equipping of the Facility is referred to collectively as the "Project").

This appointment includes authority to purchase on behalf of the Agency all materials to be incorporated into and made an integral part of the Facility, and the following activities as they relate to any renovation, equipping and completion of any buildings, whether or not any materials, equipment or supplies described below are incorporated into or become an integral part of such buildings: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with renovation and equipping (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description used in connection with renovation and equipping and (iii) all purchases, leases, rentals and uses of equipment, machinery, and other tangible personal property (including installation costs), installed or placed in, upon or under such building, including all repairs and replacements of such property.

The Agency will appoint the Company as its only direct agent for the Project. The agency appointment includes the power of the Company to delegate such agency appointment, in whole or in part, to agents, subagents, contractors, subcontractors, materialmen, suppliers and vendors of the Company and to such other parties as the Company chooses so long as they are engaged, directly or indirectly, in the activities hereinbefore described. Please advise the Executive Director of the Agency if you wish to appoint a contractor or other subagent, and the Agency will issue an ST-60 to that party.

In exercising this agency appointment, you and each of your properly appointed agents and subagents must claim the sales tax exemption for all purchases by giving your vendors New York State Form ST-123. The supplier or vendor should identify the Facility on each bill or invoice as the “**126 Business Park Holdings LLC Facility**” and indicate thereon that the Company, its agents, subagents, contractors and subcontractors acted as agent for the Agency in making the purchase.

You and each of your agents, subagents, contractors and/or subcontractors claiming a sales tax exemption in connection with the Facility must complete a New York State Department of Taxation and Finance Form ST-60. Original copies of each completed Form ST-60 must be delivered to the Agency within five (5) days of the appointment of each of your agents, subagents, contractors or subcontractors. Any agent, subagent, contractor or subcontractors of the Sublessee which delivers completed Form ST-60 to the Agency will be deemed to be the agent, subagent, contractor or subcontractor of the Agency for purposes of constructing and equipping the Facility, and shall only then be authorized to use Form ST-123 as described above. Failure to comply with these requirements may result in loss of sales tax exemptions for the Facility.

It is important to note that contractors and subcontractors who have not been appointed subagent cannot use the sales tax exemption for equipment rental, tools, supplies and other items that do not become part of the finished project. Contractors and subcontractors must be appointed as agent or sub-agent of the Agency to use the Agency sales tax exemption for these purchases. Contractors and subcontractors who have not been appointed a subagent and are making purchases that would otherwise be exempt outside of the Agency's interest in the Facility must claim the sales tax exemption for renovation materials by giving their vendors a completed “Contractor Exempt Purchase Certificate” (Form ST-120.1) checking box (a).

The aforesaid appointment of the Sublessee as agent of the Agency to construct and equip the Facility shall expire at the earlier of (a) the completion of such activities and improvements, or (b) May 2, 2026, provided, however, such appointment may be extended at the discretion of the Agency, upon the written request of the Company if such activities and improvements are not completed by such time, and further provided that the Agency shall not unreasonably withhold its consent to the extension of such appointment.

The value of the sales tax to be abated relating to the renovation and equipping of the Facility currently authorized by the Agency is not to exceed \$13,125. The Agency is required by law to recapture any New York State sales tax exemptions claimed by the Company that exceed \$13,125 for purchases made relating to the Project in the aggregate.

You should be aware that the New York State General Municipal Law requires you to file an Annual Statement (Form ST-340) with the New York State Department of Taxation and

Finance regarding the value of sales tax exemptions you, your agents, consultants or subcontractors have claimed pursuant to the authority we have conferred on you with respect to the Project. We are providing a form of a worksheet for you to track all exempt purchases made in completing the Project, using Forms ST-123 or Form ST-120.1. Please provide the Agency with a copy of Form ST-340 along with your annual report to the Agency and this worksheet. The penalty for failure to file such statement, or to provide a copy to the Agency, is the removal of your authority to act as an agent.

If, for some reason, this transaction never closes, you will be liable for payment of the sales tax, if applicable and you are not otherwise exempt, on all materials purchased.

Please sign and return a copy of this letter for our files. The Agency will issue and deliver Form ST-60 to you upon receipt of this signed agency appointment letter. The Agency reserves the right to issue a revised agency appointment letter with respect to the process for utilizing and reporting exemptions hereunder.

Very truly yours,

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Name:
Title:

ACCEPTED & AGREED:

126 BUSINESS PARK HOLDINGS LLC

By: _____
Name:
Title:



Griffiss Local Development Corporation
 584 Phoenix Drive • Rome, New York 13441
 315-338-0393 • 800-765-4990 • Fax 315-338-5694
 EMAIL: info@mvedge.org • www.mvedge.org

April 25, 2025

Oneida County Industrial Development Agency
 584 Phoenix Drive
 Rome, New York 13441
 Attn: Stephen Zogby
 Chairman

Re: GLDC Request to Extend Lease Agreement and Modify and Extend PILOT Agreement
 Building 796/798 Facility

Dear Chairman Zogby:

The Oneida County Industrial Development Agency (“OCIDA”) and Griffiss Local Development Corporation (“GLDC”) entered into a Lease Agreement dated as of April 1, 2010 (the “Lease Agreement”) pursuant to which OCIDA, as landlord, leases to GLDC, as tenant, a 4.526± acre parcel of real property situate at 725 Daedalian Drive in the Griffiss Business and Technology Park, Rome, New York (the “Griffiss Business Park” or “Griffiss”), together with the building (commonly known as Building 796/798) and the other improvements and appurtenant equipment situate thereon or therein (collectively, the “Building 796/798 Facility”). The term of the Lease Agreement is scheduled to expire on June 30, 2026.

When the Lease Agreement was executed on April 1, 2010, Building 796/798 contained (and still contains) 46,792± sq. ft. of space. At that time, the space in Building 796/798 was occupied as follows:

<u>Tenant/Occupant</u>	<u>Space Occupied</u>	<u>Designation of Space in Lease Agreement</u>
BAE Systems National Security Solutions, Inc. (the “798-2 Premises”)	12,518± sq. ft.	BAE Facility
CUBRC, Inc.	4,623± sq. ft.	CUBRC Facility
Griffiss Institute Inc.	9,755± sq. ft.	GI Facility
GLDC	19,896± sq. ft.	GLDC Facility
TOTAL	46,792± sq. ft	

Pursuant to the Lease Agreement, and based upon the then existing occupancy of Building 796/798, OCIDA and GLDC entered into a Payment-in-Lieu of Tax Agreement dated as of April 1, 2010 with respect to the Building 796/798 Facility (the “PILOT Agreement”) which provided, in relevant part, that GLDC shall pay an amount in lieu of Exempt Taxes (the “PILOT Payments”) to each of the County

of Oneida, City of Rome, and Rome City School District in each Exemption Year according to the provisions set forth in **Schedule A** attached hereto.

Under the PILOT Agreement, the 2025 calendar year (i.e., 01/01/2025-12/31/2025) is the last Exemption Year for County and City Taxes and the 2025-26 School tax year (i.e., 07/01/2025-06/30/2026) is the last Exemption Year for School Taxes (collectively, the “Last Exemption Years”).

On June 15, 2010, a few months after the Lease Agreement and the PILOT Agreement were entered into, GLDC was able to lease to BAE Systems 12,114± sq. ft. of the remaining 19,896± sq. ft. of space comprising the GLDC Facility. Therefore, as of June 15, 2010, the space in Building 796/798 was occupied as follows:

<u>Tenant/Occupant</u>	<u>Space Occupied</u>	<u>Designation of Space in Lease Agreement</u>
BAE Systems National Security Solutions, Inc. (the “798-2 Premises”)	12,518± sq. ft.	BAE Facility
BAE Systems National Security Solutions, Inc. (the “798-1 Premises”)	12,114± sq. ft.	No designation (part of GLDC Facility)
CUBRC, Inc.	4,623± sq. ft.	CUBRC Facility
Griffiss Institute Inc.	9,755± sq. ft.	GI Facility
GLDC	<u>7,782± sq. ft.</u>	GLDC Facility (which shrank by 12,114± sq. ft. from 19,896± sq. ft. down to 7,782± sq. ft.)
TOTAL	46,792± sq. ft	

Over the last fifteen (15) years, a lot has changed in the world of commercial real estate leasing in the Utica/Rome MSA, particularly with respect to GLDC’s tenants in the Griffis Business Park (who are primarily defense contractors and other tenants that are heavily reliant on federal contracts).

In 2020, the COVID-19 pandemic struck which led to large numbers of federal employees and the employees of federal contractors at Griffiss becoming fully remote or hybrid workers. As a result, the need of federal contractors for office space at Griffiss diminished significantly, especially once the federal government barred them from incorporating the cost of unoccupied office space into their respective contract overhead rates. This, in turn, caused federal contractors to start downsizing their office space requirements and/or seeking a reduction in their rent. As a consequence, the vacancy rate in GLDC’s buildings at Griffiss began trending upwards and is today the highest its ever been in GLDC’s history.

Also in 2020, Griffiss Institute moved its operations from the GI Facility in Building 796/798 to the Innovare Center, a County-owned facility located at 592 Hangar Road, Rome, New York. Upon Griffiss Institute’s departure from Building 796/798, GLDC immediately began marketing the GI Facility

to prospective tenants. Eventually, in 2022, Kelberman Center, Inc. (“Kelberman”) approached GLDC about arranging for the GI Facility to be renovated and an outdoor playground to be built, all to be leased by Kelberman, as tenant, for the purposes of operating a pre-school facility for children with autism. That, in turn, led to a prolonged 2+ year lease negotiation with Kelberman. During the pendency of this lease negotiation, Kelberman occupied a portion of the GI Facility and a portion of the GLDC Facility pursuant to revocable license agreements. Ultimately, in the Fall of 2024, the GLDC – Kelberman lease negotiations ended without a lease being entered into by the parties.

Also, in the Fall of 2024, CUBRC negotiated a new lease with GLDC for the same 4,623± sq. ft. CUBRC Facility it has been occupying in Building 796/798 since November 1, 2009. As outlined above, due to market conditions favoring tenants CUBRC was able to obtain from GLDC the same \$18.00/sq. ft. base rent rate in its new lease that it paid during the first five (5) years of its old lease (which initial 5-year term ran from November 1, 2009 to October 31, 2014).

On January 20, 2025, President Trump issued a Memorandum terminating federal government remote work arrangements and directing all federal workers to immediately return to the office (with certain limited exceptions). GLDC initially thought that this Memorandum would have a positive impact on the commercial leasing market at Griffiss since it was likely that federal contractors would follow along with the federal government’s new policy by calling their own employees back into the office. Unfortunately, the positive impact of the federal government’s “no more remote work” policy has been more than offset by the negative impact of recent DOGE layoffs and firings of federal workers and the termination of numerous federal contracts. There have already been layoffs and/or firings of federal employees at Griffiss and the termination of federal contracts being performed at Griffiss.

Recently, BAE asked GLDC if it could have an extension of time from April 30, 2025 to August 31, 2025 in which to decide whether it wishes to renew its lease of the 12,114± sq. ft. 798-1 Premises it currently occupies. Presently, that lease is set to expire on October 31, 2025. Presumably, BAE’s extension request is being driven by the tremendous uncertainty surrounding US tariff policy, the volatility of the financial markets, additional proposed reductions in the federal workforce, the termination of numerous government contracts, etc. In GLDC’s view, given the current economic climate, it is certainly possible that BAE may decide not to renew its 798-1 Premises lease.

In light of the foregoing developments, all of which have converged or are converging in a way which adversely affects GLDC’s position as a landlord and, thus, its ability to further develop Griffiss, as an inducement to BAE to retain its existing 81 FTE’s for as long as BAE occupies space in the building, and to prevent GLDC from being penalized in the event that these job commitments cannot be met and the space becomes vacant, GLDC is requesting that the Lease Agreement be extended for a period of ten (10) years from July 1, 2026 to June 30, 2036, inclusive. GLDC is also requesting that the PILOT Agreement be modified (effective after GLDC realizes the benefit of the Last Exemption Years) as set forth in **Schedule B** and, as so modified, extended to cover the additional ten (10) Exemption Years set forth in **Schedule C**. GLDC’s request for the ten (10) year extension request is consistent with all prior GLDC extension request and is also appropriate for GLDC’s long-term coordination of the Griffiss Business and Technology Park development.

Sincerely,

GRIFFISS LOCAL DEVELOPMENT CORPORATION

By:



Name: Marc Berraco

Title: Chief of Staff

Schedule A

Existing PILOT Provisions

GLDC shall pay to each Taxing Authority (i.e., the County of Oneida, the City of Rome,, and the two Rome City School District) an amount in lieu of the Exempt Taxes (the "PILOT Payments") during each exemption year as follows:

- (a) With respect to the BAE Facility, the CUBRC Facility and any portion of the GLDC Facility which GLDC hereafter subleases to a subtenant who uses the same for a purpose which the Agency determines would not be exempt from taxation under the Real Property Tax Law:
 - i. thirty-three and one-third percent (33 1/3%) of the Exempt Taxes from the first through and including the fifth Exemption Year; and
 - ii. fifty percent (50%) of the Exempt Taxes from the sixth through and including the tenth Exemption Year; and
 - iii. seventy-five percent (75%) of the Exempt Taxes from the eleventh through and including the fifteenth Exemption Year; and
 - iv. one hundred percent of the Exempt Taxes after the fifteenth Exemption Year.

- (b) With respect to the GI Facility and any portion of the GLDC Facility which GLDC uses for its own operations or which GLDC hereafter subleases to a subtenant who uses the same for a purpose which the Agency determines would be exempt from taxation under the Real Property Tax Law:
 - i. zero percent (0%) of such taxes from the first through and including the fifteenth Exemption Year; and
 - ii. one hundred percent (100%) of such taxes after the fifteenth Exemption Year.

Schedule B

Proposed PILOT Provisions

GLDC shall pay to each Taxing Authority (i.e., the County of Oneida, the City of Rome,, and the two Rome City School District) an amount in lieu of the Exempt Taxes (the "PILOT Payments") during each exemption year as follows.

- (c) With respect to the any portion of the Building 796/798 Facility which GLDC hereafter subleases to a subtenant who uses the same for a purpose which the Agency determines would not be exempt from taxation under the Real Property Tax Law:
 - i. seventy-five percent (75%) of the Exempt Taxes from the first through and including the tenth Exemption Year; and
 - ii. one hundred percent of the Exempt Taxes after the tenth Exemption Year.
- (d) With respect to any portion of the Building 796/798 Facility which GLDC uses for its own operations or which GLDC hereafter subleases to a subtenant who uses the same for a purpose which the Agency determines would be exempt from taxation under the Real Property Tax Law:
 - iii. zero percent (0%) of such taxes from the first through and including the tenth Exemption Year; and
 - iv. one hundred percent (100%) of such taxes after the tenth Exemption Year.

Schedule C

Exemption Years
Building 796-798 Facility

<u>Exemption Year</u>	<u>County/City Taxes</u>	<u>School Taxes</u>
Year One (07/29/2025)	01/01/2026-12/31/2026	07/01/2026-06/30/2027
Year Two (07/28/2026)	01/01/2027-12/31/2027	07/01/2027-06/30/2028
Year Three (07/27/2027)	01/01/2028-12/31/2028	07/01/2028-06/30/2029
Year Four (07/25/2028)	01/01/2029-12/31/2029	07/01/2029-06/30/2030
Year Five (07/31/2029)	01/01/2030-12/31/2030	07/01/2030-06/30/2031
Year Six (07/30/2030)	01/01/2031-12/31/2031	07/01/2031-06/30/2032
Year Seven (07/29/2031)	01/01/2032-12/31/2032	07/01/2032-06/30/2033
Year Eight (07/27/2032)	01/01/2033-12/31/2033	07/01/2033-06/30/2034
Year Nine (07/26/2033)	01/01/2034-12/31/2034	07/01/2034-06/30/2035
Year Ten (07/25/2034)	01/01/2035-12/31/2035	07/01/2035-06/30/2036

PAYMENT IN LIEU OF TAX BENEFIT VALUE CALCULATOR

To be used as guidance to calculate the PILOT Benefit value on Page 9 of application. Rates and assessments are for example only.

Information on Real Property Proposed For PILOT		
Estimated Assessment in 1,000s		\$ 1,381.250 Provide

Bldgs 796 & 798

Tax Rates Per 1k of Assessment at time of application*		Full Payment	Rate Year	Muni	
Oneida County	\$ 10.069977	\$ 13,909	25	Oneida	(Provide)
City or Township**	\$ 20.751923	\$ 28,664	25	Rome Inner	(Provide)
Village**	\$ -	\$ -			(Provide)
School District	\$ 36.0123177	\$ 49,742	24-25	Rome City Sch	(Provide)
Total	\$ 66.83	\$ 92,315			

*Do not include Special District Tax Rates **Verify equalization rates with jurisdiction for parity with other jurisdictions
Annual rate increase factor of 2% is used in calculator

Annual rate increase factor of 2% is used in calculator **1.02**

PILOT VALUE CALCULATOR VALUES		Full	75% w/2% annual increase	Est. PILOT Value
Year 1 Payment	\$ 68.17	\$ 94,161	\$ 70,621	\$ 23,540
Year 2 Payment	\$ 69.53	\$ 96,044	\$ 72,033	\$ 24,011
Year 3 Payment	\$ 70.93	\$ 97,965	\$ 73,474	\$ 24,491
Year 4 Payment	\$ 72.34	\$ 99,924	\$ 74,943	\$ 24,981
Year 5 Payment	\$ 73.79	\$ 101,923	\$ 76,442	\$ 25,481
Year 6 Payment	\$ 75.27	\$ 103,961	\$ 77,971	\$ 25,990
Year 7 Payment	\$ 76.77	\$ 106,041	\$ 79,530	\$ 26,510
Year 8 Payment	\$ 78.31	\$ 108,161	\$ 81,121	\$ 27,040
Year 9 Payment	\$ 79.87	\$ 110,325	\$ 82,744	\$ 27,581
Year 10 Payment	\$ 81.47	\$ 112,531	\$ 84,398	\$ 28,133
Total Due:		\$ 1,031,037	\$ 773,278	\$ 257,759

**ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY
COST/BENEFIT ANALYSIS
Required by §859-a(3) of the
New York General Municipal Law**

25-Apr-25

Name of Applicant: GLDC

Description of Project: 796-798 PILOT Extension

Name of All Sublessees or Other Occupants of Facility: BAE, CUBRC,

Principals or Parent of Applicant: _____

Products or Services of Applicant to be produced or carried out at facility: _____

Estimated Date of Completion of Project: _____

Type of Financing/ Structure: _____ Tax-Exempt Financing
_____ Taxable Financing
X Sale/ Leaseback
_____ Other

Type of Benefits being Sought by Applicant: _____ Taxable Financing
_____ Tax-Exempt Bonds
_____ Sales Tax Exemption on Eligible Expenses Until Completion
_____ Mortgage Recording Tax Abatement
X Real Property Tax Abatement

Project Costs

Land Acquisition	
Existing Building(s) ACQUISITION	
Existing Building(S) RENOVATION	\$ -
NEW Building(s) CONSTRUCTION	
Installation Costs	
Site Preparation/Parking Lot Construction	
Machinery & Equipment (other than furniture)	
Furniture & Fixtures	\$ -
Architectural & Engineering	
Legal Fees (applicant, IDA, bank, other counsel)	
Financial (all costs related to project financing)	
Permits	
Other	
Agency Fee	
TOTAL COST OF PROJECT	\$ -

Assistance Provided by the Following:

EDGE Loan:	
MVEDD Loan:	
Grants - Please indicate source & Amount:	\$ -
Other Loans - Please indicate source & Amount:	

Company Information

		Average Salary of these Positions
Existing Jobs	84	\$ 80,000
Created Jobs FTE (over three years)		
Retained Jobs	84	\$ 80,000

Earnings Information for Oneida County

Average Salary of Direct Jobs for Applicant	\$ 80,000
Average of County Indirect Jobs	\$ 25,000
Average of Construction Jobs	

Note: \$1,000,000 in construction expenditures generates 15 person - years of employment
Construction Person Years of Employment:

Calculation of Benefits (3 Year Period)

	Total Earnings	Revenues
Direct Jobs		
Created	\$ -	\$ -
Existing	\$ 20,160,000	\$ 856,800
Indirect Jobs		
Created	\$ -	\$ -
Existing	\$ 15,750,000	\$ 669,375
Construction - only one year		
Person Years	\$ -	\$ -
TOTALS Calculation of Benefits (3 Yr Period)	\$ 35,910,000	\$ 1,526,175

TAXABLE GOODS & SERVICES

		Spending Rate	Expenditures	State & Local Sales Tax Revenues
Direct Jobs	Created	36%	\$ -	\$ -
	Existing	0.36	\$ 7,257,600	\$ 707,616
Indirect Jobs	Created	0.36	\$ -	\$ -
	Existing	0.36	\$ 5,670,000	\$ 552,825
Construction - only one year	Person Years	0.36	\$ -	\$ -
<u>TOTAL TAXABLE GOODS & SERVICES</u>			\$ 12,927,600	\$ 1,260,441

Local (3 year) real property tax benefit (assuming 60% of jobs existing and created own a residence) with an average assessment of \$80,000 and the remainder of jobs existing created pay real property taxes through rent based on an average assessment per apartment of \$50,000.

		Municipality	
Tax Rate for School District where facility is located:	36.0123177	Rome	24-25
Tax Rate for Municipality where facility is located:	20.751923	Rome	2025
Tax Rate for County:	10.633993	Oneida	2025
	Total Rate:		
	67.3982337		
Real Property Taxes Paid:	\$ 384,979		

COSTS: IDA BENEFITS

Real Property Taxes Abatement	\$ 257,759
Mortgage Tax Abated (.75%)	
Estimated Sales Tax Abated During Construction Period (8.75%)	
Total:	\$ 257,759

NOTE: If there is a tax-exempt financing of all or a portion of the project cost, there is a neutral cost/benefit because of lower interest rates by reason of exclusion of interest from gross income of bondholders for purposes of Federal and State income taxes. Taxable financing carries the same cost/benefit for State Income Tax purposes. Such cost/benefits cannot be quantified.

**Inducement Resolution
GLDC Building 796/798
PILOT Extension**

RESOLUTION OF THE ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY TAKING PRELIMINARY OFFICIAL ACTION IN CONNECTION WITH AN AMENDED SALE-LEASEBACK TRANSACTION, AUTHORIZING THE AGENCY TO EXECUTE AN INDUCEMENT AGREEMENT, AUTHORIZING THE AGENCY TO CONDUCT A PUBLIC HEARING, AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

WHEREAS, Griffiss Local Development Corporation, on behalf of itself and/or the principals of Griffiss Local Development Corporation, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") previously requested the Oneida County Industrial Development Agency (the "Agency") provide financial assistance in connection with renovations to a 46,792± gross square foot building known as Building 796/798 (which includes the construction of a 24,563± gross square foot addition thereto) (collectively, the "Improvements") situated on a 4.526± acre parcel of land located at 725 Daedalian Drive, Griffiss Business and Technology Park, City of Rome, Oneida County, New York (the "Land") and the acquisition and installation of equipment in the Improvements (the "Equipment") all to be used for the coordination of redevelopment efforts for the realigned Griffiss Air Force Base (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the construction, renovation and equipping of the Facility is the "Project"); and

WHEREAS, the Agency owns the Facility and leases it to the Company pursuant to a Lease Agreement dated as of April 1, 2010 (the "Lease Agreement"); and

WHEREAS, the Company further subleases (a) to BAE Systems Technology Solutions and Services, Inc. ("BAE Technology") the first floor of Building 798 comprised of 12,114± square feet (the "BAE Technology Facility") pursuant to a Sublease Agreement dated June 15, 2010, as amended (collectively, the "BAE Technology Sublease"); and (b) to BAE Systems Information & Electronics Systems Integration, Inc. ("BAE Information") the second floor of Building 798 comprised of 12,518± square feet (the "BAE Information Facility" and together with the BAE Technology Facility, "Building 798") pursuant to a Sublease Agreement dated February 11, 2009 as amended (collectively, the BAE Information Sublease"); and

WHEREAS, the Company further subleases a 4,623± square foot portion of the Facility to CUBRC, Inc. for its operation; and

WHEREAS, the remaining 17,537± square feet in the Facility is either vacant or occupied by the Company; and

WHEREAS, each of the BAE Technology Sublease and the BAE Information Sublease includes three three-year options for renewal, and the Company continues to actively market the vacant portions of the Facility to end users; and

WHEREAS, the Company and the Agency entered into a Payment-In-Lieu-of-Tax Agreement dated as of April 1, 2010 (the "PILOT Agreement") providing for payments in lieu of taxes relating to the Facility; and

WHEREAS, the PILOT Agreement provides that any portion of the Facility that is occupied by a for-profit tenant currently pays 75% of Exempt Taxes and any portion of the Facility that is occupied by a not-for-profit tenant or occupied by the Company is fully exempt; and

WHEREAS, the Company submitted a letter to the Agency describing certain challenges with leasing the Facility and is requesting the Agency extend the term of the PILOT Agreement for an additional ten years in continued support of the Project and as an inducement for BAE Information and BAE Technology to exercise its options to renew their respective subleases, to continue to maintain their presences and to retain employment in the Griffiss Business and Technology Park (collectively, the "Project"); and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in the form of extending the abatement of real property taxes from fifteen years to twenty-five years, during which time the Company will make PILOT Payments on any portion of the Facility that is occupied by a for-profit tenant equal to 75% of Exempt Taxes and any portion of the Facility that is occupied by a not-for-profit tenant or occupied by the Company continues to be fully exempt, which is a deviation from the Agency's Uniform Tax Exemption Policy, to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein; and

WHEREAS, the value of the proposed financial assistance is estimated at \$257,759 (approximately); and

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

1. **The nature of the proposed project.** The Agency recognizes the importance of and wishes to encourage the BAE Sublessees maintaining a presence in Oneida County and specifically in the Griffiss Business and Technology Park. Furthermore, the BAE Sublessees engage in an industry cluster that the Agency wishes to encourage in the region. The Agency also wishes to continue to support the success of the Griffiss Business and Technology Park.
2. **The extent to which financial assistance for the properties will create or retain permanent, private sector jobs.**

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the “SEQR Act” or “SEQRA”), the Agency constitutes a “State Agency”; and

WHEREAS, the Agency has determined for purposes of SEQRA that the environmental conditions at the Facility are not impacted by the current action, and therefore the environmental reviews conducted by the Agency at the time of the Project are sufficient and are hereby ratified; and

WHEREAS, prior to the closing of an amended sale-leaseback transaction, and the granting of any financial assistance, a public hearing (the “Hearing”) will be held so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency, or the location or nature of the Facility, can be heard; and

WHEREAS, notice of the Hearing will be given prior to the closing of a sale-leaseback transaction, and the granting of any tax benefits, and such notice (together with proof of publication) will be substantially in the form annexed hereto as **Exhibit A**; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as **Exhibit B**.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Industrial Development Agency (a majority of the members thereof affirmatively concurring) that, subject to the satisfaction of the aforesaid conditions:

- Section 1. (a) The Project and the Agency's continued financial assistance therefor, will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the County and the people of the State of New York and improve their standard of living, and thereby serve the public purposes of the Act and the same is, therefore, approved.
- (b) It is desirable and in the public interest for the Agency to enter into an amended sale-leaseback transaction, for the purpose of providing additional financial assistance to the Project, as reflected in the Company's letter to the Agency and as amended from time to time prior to the closing of the amended sale-leaseback transaction, all subject to the satisfaction of the conditions of financial assistance described herein.
- (c) In consideration of the ongoing development efforts for the Griffiss Business and Technology Park, the Agency agrees to waive the requirement for the Company to pay annual rent under the Lease Agreement and the Agency's closing fees for the transaction.

Section 2. The form and substance of a proposed inducement agreement (in substantially the form presented to this meeting) by and between the Agency and the Company setting forth the undertakings of the Agency and the Company with respect to the closing of the amended sale-leaseback transaction, and the continued development of the Facility (the "Agreement") are hereby approved. The Chairman of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agreement, with such changes in terms and form as the Chairman shall approve. The execution thereof by the Chairman shall constitute conclusive evidence of such approval.

Section 3. Subject to the conditions set forth in Section 4.02 of the Agreement and the conditions described above, the Agency shall continue to assist the Company in the Project and will continue to provide Financial Assistance with respect thereto.

Section 4. The law firm of Bond, Schoeneck & King, PLLC is appointed Transaction Counsel in connection with the amended sale-leaseback transaction.

Section 5. Counsel to the Agency and Transaction Counsel are hereby authorized to work with counsel to the Company and others to prepare, for submission to the Agency, all documents necessary to effect the amended sale-leaseback transaction.

Section 6. The Chairman of the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 7. This resolution shall take effect immediately.

DRAFT

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of a resolution of the Oneida County Industrial Development Agency (the “Agency”), with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Agency duly convened in public session on May 2, 2025 at eight a.m., local time, at Rome, New York which the following members were:

Members Present:

EDGE Staff Present:

Others Present:

The question of the adoption of the foregoing resolution was duly put to vote, which resulted as follows:

Voting Aye

Voting Nay

and, therefore, the resolution was declared duly adopted.

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 and public notice of the date, time and location for the meeting was duly given, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout the meeting.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of _____ 2025.

Shawna Papale, Secretary

DRAFT

EXHIBIT A
NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the Oneida County Industrial Development Agency (the "Agency") on May __, 2025 at 9:00 a.m., local time, at 584 Phoenix Drive, City of Rome, Oneida County, New York in connection with the following matters:

Griffiss Local Development Corporation, on behalf of itself and/or the principals of Griffiss Local Development Corporation, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") previously requested the Oneida County Industrial Development Agency (the "Agency") provide financial assistance in connection with renovations to a 46,792± gross square foot building known as Building 796/798 (which includes the construction of a 24,563± gross square foot addition thereto) (collectively, the "Improvements") situated on a 4.526± acre parcel of land located at 725 Daedalian Drive, Griffiss Business and Technology Park, City of Rome, Oneida County, New York (the "Land") and the acquisition and installation of equipment in the Improvements (the "Equipment") all to be used for the coordination of redevelopment efforts for the realigned Griffiss Air Force Base (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the construction, renovation and equipping of the Facility is the "Project").

The Agency owns the Facility and leases it to the Company pursuant to a Lease Agreement dated as of April 1, 2010 (the "Lease Agreement"). The Company further subleases portions of the Facility to BAE Systems Technology Solutions and Services, Inc. ("BAE Technology"), BAE Systems Information & Electronics Systems Integration, Inc. ("BAE Information"), and other subtenants, all in furtherance of developing the Griffiss Business and Technology Park. The Company and the Agency entered into a Payment-In-Lieu-of-Tax Agreement dated as of April 1, 2010 (the "PILOT Agreement") providing for payments in lieu of taxes relating to the Facility. The Company is now requesting the Agency extend the term of the PILOT Agreement in continued support of the Project and all as an inducement for BAE Information and BAE Technology to continue to maintain their presences and to retain employment in the Griffiss Business and Technology Park.

The Agency contemplates that it will provide additional financial assistance to the Company relating to the Facility in the form of extending the abatement of real property taxes from fifteen years to twenty-five years, during which time the Company will make PILOT Payments on any portion of the Facility that is occupied by a for-profit tenant equal to 75% of Exempt Taxes and any portion of the Facility that is occupied by a not-for-profit tenant or occupied by the Company continues to be fully exempt, which financial assistance represents a deviation from the Agency's Uniform Tax Exemption Policy, to be more particularly described in a final authorizing resolution.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. Comments may also be submitted to the Agency in writing or electronically prior to the hearing. Minutes of the Public Hearing will be transcribed and posted on the Agency's website. A copy of the Application for Financial Assistance filed by the Company with the Agency, including an analysis of the costs and benefits of the proposed Project, is available for public inspection at the offices of the Agency, 584 Phoenix Drive, Rome, New York and on the Agency's website.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

Dated: May __, 2025

By: /s/ Shawna M. Papale, Executive Director

EXHIBIT B

MINUTES OF PUBLIC HEARING

Oneida County Industrial Development Agency
GRIFFISS LOCAL DEVELOPMENT CORPORATION
(Building 796/798 Facility)

1. Mark Kaucher, representing the Oneida County Industrial Development Agency (the "Agency"), called the hearing to order.
2. Mr. Kaucher also recorded the minutes of the hearing.
3. Mr. Kaucher then described the proposed project and related financial assistance as follows:

Griffiss Local Development Corporation, on behalf of itself and/or the principals of Griffiss Local Development Corporation, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") previously requested the Oneida County Industrial Development Agency (the "Agency") provide financial assistance in connection with renovations to a 46,792± gross square foot building known as Building 796/798 (which includes the construction of a 24,563± gross square foot addition thereto) (collectively, the "Improvements") situated on a 4.526± acre parcel of land located at 725 Daedalian Drive, Griffiss Business and Technology Park, City of Rome, Oneida County, New York (the "Land") and the acquisition and installation of equipment in the Improvements (the "Equipment") all to be used for the coordination of redevelopment efforts for the realigned Griffiss Air Force Base (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the construction, renovation and equipping of the Facility is the "Project").

The Agency owns the Facility and leases it to the Company pursuant to a Lease Agreement dated as of April 1, 2010 (the "Lease Agreement"). The Company further subleases portions of the Facility to BAE Systems Technology Solutions and Services, Inc. ("BAE Technology"), BAE Systems Information & Electronics Systems Integration, Inc. ("BAE Information"), and other subtenants, all in furtherance of developing the Griffiss Business and Technology Park. The Company and the Agency entered into a Payment-In-Lieu-of-Tax Agreement dated as of April 1, 2010 (the "PILOT Agreement") providing for payments in lieu of taxes relating to the Facility. The Company is now requesting the Agency extend the term of the PILOT Agreement in continued support of the Project and all as an inducement for BAE Information and BAE Technology to continue to

maintain their presences and to retain employment in the Griffiss Business and Technology Park.

The Agency contemplates that it will provide additional financial assistance to the Company relating to the Facility in the form of extending the abatement of real property taxes from fifteen years to twenty-five years, during which time the Company will make PILOT Payments on any portion of the Facility that is occupied by a for-profit tenant equal to 75% of Exempt Taxes and any portion of the Facility that is occupied by a not-for-profit tenant or occupied by the Company continues to be fully exempt, which financial assistance represents a deviation from the Agency' s Uniform Tax Exemption Policy, to be more particularly described in a final authorizing resolution.

4. Mr. Kaucher then opened up the hearing for comments from the floor for or against the proposed financial assistance and the location and nature of the Facility. Attached is a listing of the persons heard and a summary of their views.
5. Mr. Kaucher then asked if there were any further comments, and, there being none, the hearing was closed at ____ a.m.

Mark Kaucher

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

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

That I have compared the foregoing copy of the minutes of a public hearing held by the Oneida County Industrial Development Agency (the "Issuer") on May __, 2025 at 9:00 a.m. local time, at 584 Phoenix Drive, Rome, New York with the original thereof on file in the office of the Issuer, and that the same is a true and correct copy of the minutes in connection with such matter.

I FURTHER CERTIFY that (i) the hearing was open for the public to attend and public notice of the date, time and location for said hearing was duly given, (ii) the hearing in all respects was duly held, and (iii) members of the public had an opportunity to be heard.

IN WITNESS WHEREOF, I have hereunto set my hand as of _____, 2025.

Secretary



April 25, 2025

Oneida County Industrial Development Agency
584 Phoenix Drive
Rome, New York 13441
Attn: Stephen Zogby, Chairman

Re: GLDC Request to Extend Lease Agreement, Leaseback Agreement and PILOT Agreement
Building 240 Facility

Dear Chairman Zogby:

Griffiss Local Development Corporation ("GLDC") and the Oneida County Industrial Development Agency ("OCIDA") entered into a Lease Agreement dated as of July 1, 2014 (the "Lease Agreement") whereby GLDC leased to OCIDA a 7.897± acre parcel of land, and the buildings situate thereon, located on the northwest corner of the Floyd Avenue/NYS Route 825 intersection in the Griffiss Business and Technology Park commonly known as the "Building 240 Facility". OCIDA then leased the Building 240 Facility back to GLDC pursuant to a Leaseback Agreement dated as of July 1, 2014 (the "Leaseback Agreement"). Concurrently therewith, OCIDA and GLDC entered into a Payment-in-Lieu of Tax Agreement dated as of July 1, 2014 (the "PILOT Agreement") as well as various other transaction documents (the "PILOT Agreement and such other transaction documents being, collectively, the "Lease Agreement Documents"). The PILOT Agreement provides that GLDC is to pay an amount in lieu of Exempt Taxes during each Exemption Year equal to 0% of such taxes during the ten (10) year Exemption Term (the PILOT Agreement is hereinafter referred to as the "Zero PILOT Agreement").

By virtue of the GLDC-OCIDA lease/leaseback transaction, GLDC was able to ready the Building 240 Facility for future development by (a) demolishing former Air Force Building 240 and related former Air Force facilities located thereon and (b) otherwise making the Building 240 Facility a developable site.

On or about August 31, 2016 GLDC and OCIDA entered into a First Amendment to Lease Agreement whereby the lands comprising the Building 240 Facility were increased in size from 7.897± acres to 25.452± acres. OCIDA and GLDC then entered into a First Amendment to Leaseback Agreement dated as of August 31, 2016 also increasing the size of the Building 240 Facility from 7.897± acres to 25.452± acres and stating therein that the definition of the Building 240 Facility was thereby likewise being amended in the Zero PILOT Agreement and the other Lease Agreement Documents.

In August of 2017, GLDC sold a 2.200± acre portion of the Building 240 Facility to Stewart's Shops Corp. which then built, opened and is currently operating a Stewart's convenience store thereon.

In October of 2019, GLDC sold a 2.627± acre portion of the Building 240 Facility known as Lot 1A and a 1.708± acre portion of the Building 240 Facility known as Lot 1B to B240 LLC, a New York limited liability company affiliated with Bonacio Construction, Inc., a Saratoga Springs developer with extensive experience in constructing and/or operating large-scale development projects. B240 LLC then built, opened and is currently operating two (2) multi-story, mixed-use buildings (each containing commercial space on the ground level thereof and one and two bedroom, market rate apartment units on the upper levels thereof), one such building on each of Lot 1A and Lot 1B, all as part of its Air City Lofts project.

In January of 2021, GLDC sold a 6.655± acre portion of the Building 240 Facility known as Lot 2A to B240 LLC. In December of 2021, GLDC sold a 0.926± acre portion of the Building 240 Facility known as Consolidation Parcel X and a 0.748± acre portion of the Building 240 Facility known as Consolidation Parcel Y to B240 LLC, which parcels were then consolidated with the 6.655± acre Lot 2A to create an 8.329 ± parcel known as "New Lot 2A". Thereafter, B240 LLC built, opened and is currently operating a two (2) multi-story, mixed use buildings (each also containing commercial space on the ground level thereof and one and two bedroom , market rate apartment units on the upper levels thereof) on said New Lot 2A, all as part of its Air City Lofts Project.¹

As a result of the foregoing transactions, GLDC's remaining interest in the Building 240 Facility now consists of (a) a 2.641± acre parcel situate on Floyd Avenue known as New Lot 3A, (b) a 3.726± acre parcel situate on NYS Route 825 known as New Lot 4A and (c) a 4.168± acre strip of land known as Air City Boulevard and Hangar Road West. GLDC has granted to B240 LLC options to purchase and rights of first refusal with respect to each New Lot 3A and New Lot 4A, all of which are scheduled to expire on September 24, 2026, unless further extended.

As to Air City Boulevard and Hangar Road West, the Rome Common Council recently voted to accept the dedication of the same from GLDC as and for public streets and the formal conveyance thereof by GLDC to the City of Rome is expected to occur with the next few weeks.

GLDC's efforts to develop the Building 240 Facility have been very successful to date, particularly those efforts related to the Air City Lofts project, which project has added critically-needed housing fabric to the Rome, New York market generally and to the Griffiss Business and Technology Park market in particular. GLDC continues to actively market New Lot 3A and New Lot 4A to prospective developers. In the meantime, GLDC is hopeful that its relationship with B240 LLC will continue apace and that B240 LLC will exercise its options to purchase either or both of New Lot 3A and New Lot 4A and proceed to develop the same or, in the alternative, that GLDC can attract other developers to invest in the site. In order to continue its development of the remainder of the Building 240 Facility, GLDC would need for the Lease Agreement, the Leaseback Agreement and the Zero PILOT Agreement to be extended.

In view of the foregoing, please consider this letter as GLDC's formal request to extend each of the Lease Agreement, the Leaseback Agreement and the Zero PILOT Agreement for an additional ten (10)

¹ For a variety of reasons, including the negative effects of the COVID-19 pandemic on the commercial leasing market in Rome, New York, the demand for the ground level commercial space in the Air City Lofts project has been soft. As a result, B240 LLC is planning to convert all or some portion of the ground level commercial space in the buildings situate on New Lot 2A to residential space.

years². GLDC's request for the ten (10) year extension request is consistent with all prior GLDC extension request and is also appropriate for GLDC's long-term coordination of the Griffiss Business and Technology Park development.

For your reference, a copy of the most recent subdivision map depicting the Building 240 Facility is attached as **Exhibit B**.

If you have any questions or need any additional information in order to process this request, please contact the undersigned.

Sincerely,

GRIFFISS LOCAL DEVELOPMENT
CORPORATION

By: 

Name: Marc Barrard

Title: Chief of Staff

² The Exemption years covered by GLDC's request are set forth in the attached **Exhibit A**

Exhibit A

Exemption Years

Building 240 Facility

<u>Exemption Year</u>	<u>County/City Taxes</u>	<u>School Taxes</u>
Year One (07/29/2025)	01/01/2026-12/31/2026	07/01/2026-06/30/2027
Year Two (07/28/2026)	01/01/2027-12/31/2027	07/01/2027-06/30/2028
Year Three (07/27/2027)	01/01/2028-12/31/2028	07/01/2028-06/30/2029
Year Four (07/25/2028)	01/01/2029-12/31/2029	07/01/2029-06/30/2030
Year Five (07/31/2029)	01/01/2030-12/31/2030	07/01/2030-06/30/2031
Year Six (07/30/2030)	01/01/2031-12/31/2031	07/01/2031-06/30/2032
Year Seven (07/29/2031)	01/01/2032-12/31/2032	07/01/2032-06/30/2033
Year Eight (07/27/2032)	01/01/2033-12/31/2033	07/01/2033-06/30/2034
Year Nine (07/26/2033)	01/01/2034-12/31/2034	07/01/2034-06/30/2035
Year Ten (07/25/2034)	01/01/2035-12/31/2035	07/01/2035-06/30/2036

Exhibit B

Building 240 Facility Subdivision Map

PAYMENT IN LIEU OF TAX BENEFIT VALUE CALCULATOR

To be used as guidance to calculate the PILOT Benefit value on Page 9 of application. Rates and assessments are for example only.

Information on Real Property Proposed For PILOT	
Estimated Assessment in 1,000s	\$ 800.000

Provide

Former B 240- Vacant Land

Tax Rates Per 1k of Assessment at time of application*	Full Payment if Taxable	Rate Year	Muni
Oneida County	\$ 10.069977	\$ 8,056	25 Oneida (Provide)
City or Township**	\$ 20.751923	\$ 16,602	25 Rome Inner (Provide)
Village**	\$ -	\$ -	(Provide)
School District	\$ 36.0123177	\$ 28,810	24-25 Rome City Sch (Provide)
Total	\$ 66.83	\$ 53,467	

*Do not include Special District Tax Rates **Verify equalization rates with jurisdiction for parity with other jurisdictions
Annual rate increase factor of 2% is used in calculator

Annual rate increase factor of 2% is used in calculator

1.02

PILOT VALUE CALCULATOR VALUES		Property Exempt	Zero Payments	Est. PILOT Value
Year 1 Payment	\$ 68.17	\$ -	\$ -	\$ -
Year 2 Payment	\$ 69.53	\$ -	\$ -	\$ -
Year 3 Payment	\$ 70.93	\$ -	\$ -	\$ -
Year 4 Payment	\$ 72.34	\$ -	\$ -	\$ -
Year 5 Payment	\$ 73.79	\$ -	\$ -	\$ -
Year 6 Payment	\$ 75.27	\$ -	\$ -	\$ -
Year 7 Payment	\$ 76.77	\$ -	\$ -	\$ -
Year 8 Payment	\$ 78.31	\$ -	\$ -	\$ -
Year 9 Payment	\$ 79.87	\$ -	\$ -	\$ -
Year 10 Payment	\$ 81.47	\$ -	\$ -	\$ -
Total Due:		\$ -	\$ -	\$ -

**ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY
COST/BENEFIT ANALYSIS
Required by §859-a(3) of the
New York General Municipal Law**

April 25, 2025

Name of Applicant: GLDC

Description of Project: Former B 240 - Vacant Land

Name of All Sublessees or Other Occupants of Facility: Vacant

Principals or Parent of Applicant: _____

Products or Services of Applicant to be produced or carried out at facility: _____

Estimated Date of Completion of Project: _____

Type of Financing/ Structure: _____ Tax-Exempt Financing
_____ Taxable Financing
 X Sale/ Leaseback
_____ Other

Type of Benefits being Sought by Applicant: _____ Taxable Financing
_____ Tax-Exempt Bonds
_____ Sales Tax Exemption on Eligible Expenses Until Completion
_____ Mortgage Recording Tax Abatement
 X Real Property Tax Abatement

Project Costs

Land Acquisition	
Existing Building(s) ACQUISITION	
Existing Building(S) RENOVATION	\$ -
NEW Building(s) CONSTRUCTION	
Installation Costs	
Site Preparation/Parking Lot Construction	
Machinery & Equipment (other than furniture)	
Furniture & Fixtures	\$ -
Architectural & Engineering	
Legal Fees (applicant, IDA, bank, other counsel)	
Financial (all costs related to project financing)	
Permits	
Other	
Agency Fee	
TOTAL COST OF PROJECT	\$ -

Assistance Provided by the Following:

EDGE Loan:	
MVEDD Loan:	
Grants - Please indicate source & Amount:	\$ -
Other Loans - Please indicate source & Amount:	

Company Information

Existing Jobs
Created Jobs FTE (over three years)
Retained Jobs

0
0

Average Salary of these Positions

\$ -
\$ -

Earnings Information for Oneida County

Average Salary of Direct Jobs for Applicant
Average of County Indirect Jobs
Average of Construction Jobs

\$ -
\$ 25,000

Note: \$1,000,000 in construction expenditures generates 15 person - years of employment
Construction Person Years of Employment:

0

Calculation of Benefits (3 Year Period)

	Total Earnings	Revenues
Direct Jobs		
Created	\$ -	\$ -
Existing	\$ -	\$ -
Indirect Jobs		
Created	\$ -	\$ -
Existing	\$ -	\$ -
Construction - only one year		
Person Years	\$ -	\$ -
TOTALS Calculation of Benefits (3 Yr Period)	\$ -	\$ -

TAXABLE GOODS & SERVICES

		Spending Rate	Expenditures	State & Local Sales Tax Revenues
Direct Jobs	Created	36%	\$ -	\$ -
	Existing	0.36	\$ -	\$ -
Indirect Jobs	Created	0.36	\$ -	\$ -
	Existing	0.36	\$ -	\$ -
Construction - only one year	Person Years	0.36	\$ -	\$ -
<u>TOTAL TAXABLE GOODS & SERVICES</u>			\$ -	\$ -

Local (3 year) real property tax benefit (assuming 60% of jobs existing and created own a residence) with an average assessment of \$80,000 and the remainder of jobs existing created pay real property taxes through rent based on an average assessment per apartment of \$50,000.

		Municipality	
Tax Rate for School District where facility is located:	36.0123177	Rome	24-25
Tax Rate for Municipality where facility is located:	20.751923	Rome	2025
Tax Rate for County:	10.633993	Oneida	2025
	Total Rate:		
	67.3982337		
Real Property Taxes Paid:	\$ -		

COSTS: IDA BENEFITS

Real Property Taxes Abatement	\$ -
Mortgage Tax Abated (.75%)	
Estimated Sales Tax Abated During Construction Period (8.75%)	
Total:	\$ -

NOTE: If there is a tax-exempt financing of all or a portion of the project cost, there is a neutral cost/benefit because of lower interest rates by reason of exclusion of interest from gross income of bondholders for purposes of Federal and State income taxes. Taxable financing carries the same cost/benefit for State Income Tax purposes. Such cost/benefits cannot be quantified.

**Authorizing Resolution
GLDC Building 240 Facility
PILOT Extension**

RESOLUTION OF THE ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY TAKING PRELIMINARY OFFICIAL ACTION IN CONNECTION WITH AN AMENDED LEASE-LEASEBACK TRANSACTION, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDUCEMENT AGREEMENT, AUTHORIZING THE AGENCY TO CONDUCT A PUBLIC HEARING, AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

WHEREAS, Griffiss Local Development Corporation, on behalf of itself and/or the principals of Griffiss Local Development Corporation, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") previously requested the Oneida County Industrial Development Agency (the "Agency") provide financial assistance in connection with (1) the acquisition of parcels of land situated at the northwest corner of the Hill Road/Floyd Avenue intersection in the Griffiss Business and Technology Park in the City of Rome, County of Oneida, New York measuring 25.452± acres in the aggregate (the "Land"); (2) acquisition of the existing buildings and/or improvements situated on the Land, including a ±117,323 square foot main building known as Building 240, a ±13,199 square foot support building known as Building 247 and a ±4,000 square foot support building known as Building 248 (collectively, the "Existing Improvements"); (3) the remediation, demolition and renovation of the Existing Improvements; (4) the construction of additions to the Existing Improvements and/or new buildings on the Land (the "New Improvements") (the Existing Improvements and the New Improvements, collectively, the "Improvements"); and (5) the acquisition and installation of equipment in the Improvements; all to be used for the continued coordination of redevelopment efforts for the realigned Griffiss Air Force Base, (collectively, the "Original Facility" and the acquisition, remediation, demolition, renovation and equipping of the Original Facility is the "Project"); and

WHEREAS, the Company was able to ready the Original Facility for future development by (a) demolishing former Air Force Building 240 and related former Air Force facilities located thereon and (b) otherwise making the Original Facility a developable site; and

WHEREAS, in August of 2017, the Company sold a 2.200± acre portion of the Original Facility to Stewart's Shops Corp. which then built, opened and is currently

operating a Stewart's convenience store thereon, which property has been returned to the taxable roll; and

WHEREAS, the Company sold several parcels comprising the Original Facility totaling 12.627± acres in the aggregate to B240 LLC, which then built, opened and is currently operating four (4) multi-story, mixed-use buildings known as the Air City Lofts project, which properties are generating PILOT Payments; and

WHEREAS, as a result of the above transfers, the remaining interest in the Original Facility now consists of (a) a 2.641± acre parcel situate on Floyd Avenue known as New Lot 3A, (b) a 3.726± acre parcel situate on NYS Route 825 known as New Lot 4A and (c) a 4.168± acre strip of land known as Air City Boulevard and Hangar Road West (such remaining property referred to as the "Facility"); and

WHEREAS, the Company owns the Facility and leases it to the Agency pursuant to a Lease Agreement dated as of July 1, 2014, as amended (the "Lease Agreement"); and

WHEREAS, the Agency leases the Facility back to the Company pursuant to a Leaseback Agreement dated as of July 1, 2014, as amended (the "Leaseback Agreement"); and

WHEREAS, the Facility is the subject of a Payment-In-Lieu-of-Tax Agreement between the Company and the Agency dated as of July 1, 2014 (the "PILOT Agreement") that provides a full exemption from real property taxes during the time it is being remarketed and developed by the Company; and

WHEREAS, the terms of the Lease Agreement, the Leaseback Agreement and the PILOT Agreement (collectively, the "Agency Documents") are scheduled to expire on June 30, 2025; and

WHEREAS, the Company has submitted a letter to the Agency outlining its success in remarketing and developing the Original Facility and requesting an extension of the Agency Documents to allow the Company to continue to market and develop the Facility; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in the form of extending the full exemption from real property taxes for a period of ten years, which is a deviation from the Agency's Uniform Tax Exemption Policy (the "Policy"); and

WHEREAS, the value of the proposed financial assistance is estimated to be \$0 (the Land has been tax exempt); and

WHEREAS, the Agency is contemplating deviating from Policy for the following reasons:

1. **The nature of the Project:** The purpose of the Project was to assist the Company in its redevelopment of the former Griffiss Air Force Base. Extending the Agency's lease of the Facility to the Company, and the Agency's related financial assistance to the Company, will promote, encourage and assist the Company to complete the Project and will thereby advance the job opportunities, general prosperity and economic welfare of Oneida County residents.
2. **The nature of the property before the project begins:** The Company has demonstrated its success in remarketing the Facility as a "shovel ready" parcel.
3. **The economic condition of the area:** The Facility is located in an area that has been designated an economic development zone (Empire Zone) pursuant to Article 18-B of the General Municipal Law, and is therefore located in a "highly distressed area" (as defined in Section 854(18) of the New York General Municipal Law). Redevelopment of this particular area (the former Griffiss AFB) is a priority for state and local government officials.
4. **The extent to which financial assistance for the Properties will create or retain permanent, private sector jobs:** The Company has been successful in facilitating redevelopment of the former Griffiss AFB, and the proposed financial assistance will support the Company in achieving further success.
5. **Impact of the proposed tax exemptions on affected tax jurisdictions:** The Facility was tax exempt during the 50+ years it was owned by the Air Force. The continuation of the tax-exempt status will not reduce the amount of tax revenue presently realized by the affected tax jurisdictions.
6. **Impact on existing and proposed businesses and economic development projects in the vicinity:** Continuing to develop the Facility will

attract new businesses and investment to the Griffiss Business Park and will also help existing businesses to grow and prosper.

7. **The extent to which additional sources of revenue for municipalities and school districts will be created:** The Company's development of the Existing Facility to date has generated tax revenues and/or PILOT payments for the benefit of the County of Oneida, the City of Rome and the Rome City School District. Development of the Facility will generate additional tax revenues and/or PILOT payments.

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the "SEQR Act" or "SEQRA"), the Agency constitutes a "State Agency"; and

WHEREAS, the Agency has determined for purposes of SEQRA that the environmental conditions at the Facility are not impacted by the current action, and therefore the environmental reviews conducted by the Agency at the time of the Project are sufficient and are hereby ratified; and

WHEREAS, prior to the closing of an amended lease-leaseback transaction, and the granting of any financial assistance, a public hearing (the "Hearing") will be held so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency, or the location or nature of the Facility, can be heard; and

WHEREAS, notice of the Hearing will be given prior to the closing of an amended lease-leaseback transaction, and the granting of any financial assistance, and such notice (together with proof of publication) will be substantially in the form annexed hereto as **Exhibit A**; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as **Exhibit B**.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Industrial Development Agency (a majority of the members thereof affirmatively concurring) that, subject to the satisfaction of the aforesaid conditions:

- Section 1. (a) The Project, and the Agency's continued financial assistance therefor, will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the County and the people of the State of New York and improve their standard of

living, and thereby serve the public purposes of the Act and the same is, therefore, approved.

- (b) It is desirable and in the public interest for the Agency to enter into an amended lease-leaseback transaction, for the purpose of providing additional financial assistance to the Project, as reflected in the Company's letter to the Agency and as amended from time to time prior to the closing of the amended lease-leaseback transaction, all subject to the satisfaction of the conditions of financial assistance described herein.
- (c) In consideration of the ongoing development efforts for the Griffiss Business and Technology Park, the Agency agrees to waive the requirement for the Company to pay annual rent under the Leaseback Agreement and waives the Agency's closing fees for the transactions.

Section 2.

The form and substance of a proposed inducement agreement (in substantially the form presented to this meeting) by and between the Agency and the Company setting forth the undertakings of the Agency and the Company with respect to the closing of the amended lease-leaseback transaction, and the continued development of the Facility (the "Agreement") are hereby approved. The Chairman of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agreement, with such changes in terms and form as the Chairman shall approve. The execution thereof by the Chairman shall constitute conclusive evidence of such approval.

Section 3.

Subject to the conditions set forth in Section 4.02 of the Agreement and the conditions described above, the Agency shall continue to assist the Company in the Project and will continue to provide Financial Assistance with respect thereto.

Section 4.

The law firm of Bond, Schoeneck & King, PLLC is appointed Transaction Counsel in connection with the amended lease-leaseback transaction.

Section 5.

Counsel to the Agency and Transaction Counsel are hereby authorized to work with counsel to the Company and others to prepare, for submission to the Agency, all documents necessary to effect the lease-leaseback transaction.

Section 6. The Chairman of the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 7. This resolution shall take effect immediately.

DRAFT

time and location for the meeting was duly given, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout the meeting.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of _____ 2025.

Shawna Papale, Secretary

DRAFT

EXHIBIT A
NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the Oneida County Industrial Development Agency (the "Agency") on May __, 2025 at 9:00 a.m., local time, at 584 Phoenix Drive, City of Rome, Oneida County, New York in connection with the following matters:

Griffiss Local Development Corporation, on behalf of itself and/or the principals of Griffiss Local Development Corporation, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") previously requested the Oneida County Industrial Development Agency (the "Agency") provide financial assistance in connection with (1) the acquisition of parcels of land situated at the northwest corner of the Hill Road/Floyd Avenue intersection in the Griffiss Business and Technology Park in the City of Rome, County of Oneida, New York measuring 25.452± acres in the aggregate (the "Land"); (2) acquisition of the existing buildings and/or improvements situated on the Land, including a ±117,323 square foot main building known as Building 240, a ±13,199 square foot support building known as Building 247 and a ±4,000 square foot support building known as Building 248 (collectively, the "Existing Improvements"); (3) the remediation, demolition and renovation of the Existing Improvements; (4) the construction of additions to the Existing Improvements and/or new buildings on the Land (the "New Improvements") (the Existing Improvements and the New Improvements, collectively, the "Improvements"); and (5) the acquisition and installation of equipment in the Improvements; all to be used for the continued coordination of redevelopment efforts for the realigned Griffiss Air Force Base, (collectively, the "Original Facility" and the acquisition, remediation, demolition, renovation and equipping of the Original Facility is the "Project"). Following several transfers of portions of the Original Facility to end users, the remaining interest in the Original Facility now consists of (a) a 2.641± acre parcel situate on Floyd Avenue known as New Lot 3A, (b) a 3.726± acre parcel situate on NYS Route 825 known as New Lot 4A and (c) a 4.168± acre strip of land known as Air City Boulevard and Hangar Road West (such remaining property referred to as the "Facility").

The Company leases the Facility to the Agency pursuant to a Lease Agreement dated as of July 1, 2014 (the "Lease Agreement"). The Agency leases the Facility back to the Company pursuant to a Leaseback Agreement dated as of July 1, 2014 (the "Leaseback Agreement"). The Company and the Agency entered into a Payment-In-Lieu-of-Tax Agreement dated as of July 1, 2014 (the "PILOT Agreement") providing for a full exemption from real property taxes relating to the Facility. The Company is now requesting the Agency extend the term of the PILOT Agreement for an additional ten years in continued support of the Project.

The Agency contemplates that it will provide additional financial assistance to the Company relating to the Facility in the form of extending the full exemption of real property taxes from ten years to twenty years, which financial assistance

represents a deviation from the Agency' s Uniform Tax Exemption Policy, to be more particularly described in a final authorizing resolution.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. Comments may also be submitted to the Agency in writing or electronically prior to the hearing. Minutes of the Public Hearing will be transcribed and posted on the Agency's website. A copy of the Application for Financial Assistance filed by the Company with the Agency, including an analysis of the costs and benefits of the proposed Project, is available for public inspection at the offices of the Agency, 584 Phoenix Drive, Rome, New York and on the Agency's website.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

Dated: May __, 2025

By: /s/ Shawna M. Papale, Executive Director

EXHIBIT B

MINUTES OF PUBLIC HEARING

Oneida County Industrial Development Agency
GRIFFISS LOCAL DEVELOPMENT CORPORATION
(Building 240 Facility)

1. Mark Kaucher, representing the Oneida County Industrial Development Agency (the "Agency"), called the hearing to order.
2. Mr. Kaucher also recorded the minutes of the hearing.
3. Mr. Kaucher then described the proposed project and related financial assistance as follows:

Griffiss Local Development Corporation, on behalf of itself and/or the principals of Griffiss Local Development Corporation, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") previously requested the Oneida County Industrial Development Agency (the "Agency") provide financial assistance in connection with (1) the acquisition of parcels of land situated at the northwest corner of the Hill Road/Floyd Avenue intersection in the Griffiss Business and Technology Park in the City of Rome, County of Oneida, New York measuring 25.452± acres in the aggregate (the "Land"); (2) acquisition of the existing buildings and/or improvements situated on the Land, including a ±117,323 square foot main building known as Building 240, a ±13,199 square foot support building known as Building 247 and a ±4,000 square foot support building known as Building 248 (collectively, the "Existing Improvements"); (3) the remediation, demolition and renovation of the Existing Improvements; (4) the construction of additions to the Existing Improvements and/or new buildings on the Land (the "New Improvements") (the Existing Improvements and the New Improvements, collectively, the "Improvements"); and (5) the acquisition and installation of equipment in the Improvements; all to be used for the continued coordination of redevelopment efforts for the realigned Griffiss Air Force Base, (collectively, the "Original Facility" and the acquisition, remediation, demolition, renovation and equipping of the Original Facility is the "Project"). Following several transfers of portions of the Original Facility to end users, the remaining interest in the Original Facility now consists of (a) a 2.641± acre parcel situate on Floyd Avenue known as New Lot 3A, (b) a 3.726± acre parcel situate on NYS Route 825 known as New Lot 4A and (c) a 4.168± acre strip of land known as Air City Boulevard and Hangar Road West (such remaining property referred to as the "Facility").

The Company leases the Facility to the Agency pursuant to a Lease Agreement dated as of July 1, 2014 (the "Lease Agreement"). The Agency leases the Facility back to the Company pursuant to a Leaseback Agreement dated as of July 1, 2014 (the "Leaseback Agreement"). The Company and the Agency entered into a Payment-In-Lieu-of-Tax Agreement dated as of July 1, 2014 (the "PILOT Agreement") providing for a full exemption from real property taxes relating to the Facility. The Company is now requesting the Agency extend the term of the PILOT Agreement for an additional ten years in continued support of the Project.

The Agency contemplates that it will provide additional financial assistance to the Company relating to the Facility in the form of extending the full exemption of real property taxes from ten years to twenty years, which financial assistance represents a deviation from the Agency's Uniform Tax Exemption Policy, to be more particularly described in a final authorizing resolution.

4. Mr. Kaucher then opened up the hearing for comments from the floor for or against the proposed financial assistance and the location and nature of the Facility. Attached is a listing of the persons heard and a summary of their views.
5. Mr. Kaucher then asked if there were any further comments, and, there being none, the hearing was closed at ____ a.m.

Mark Kaucher

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

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

That I have compared the foregoing copy of the minutes of a public hearing held by the Oneida County Industrial Development Agency (the "Issuer") on May __, 2025 at 9:00 a.m. local time, at 584 Phoenix Drive, Rome, New York with the original thereof on file in the office of the Issuer, and that the same is a true and correct copy of the minutes in connection with such matter.

I FURTHER CERTIFY that (i) the hearing was open for the public to attend and public notice of the date, time and location for said hearing was duly given, (ii) the hearing in all respects was duly held, and (iii) members of the public had an opportunity to be heard.

IN WITNESS WHEREOF, I have hereunto set my hand as of _____,
2025.

Secretary

TERMS OF FINANCIAL ASSISTANCE

Board Summary – May 2, 2025

Company: **Rome Community Brownfield Restoration Corporation**

Description of Project: Extension of PILOT on the **RCBRC-Owl Wire facility** at 220 S. Madison St., Rome.

Project Cost: **N/A**

Rome Community Brownfield Restoration Corporation was formed for the sole purpose of remediating properties formerly owned by Rome Cable Corporation in the City of Rome, so that the properties could be remediated and redeveloped for end users. RCBRC is requesting that the existing PILOT on the Owl Wire/220 S. Madison St. property be extended to ensure that the property remains cost-effective for commercial tenants. Without commercial tenants, RCBRC will not have sufficient income to cover the significant financial obligations with respect to the facility. The facility is undergoing environmental remediation, and also requires extensive repairs in the wake of the 2024 tornado. As these improvements are being made, it is RCBRC's intent to offer to sell the property to the current tenant or some future end user. In the meantime, the financial assistance through the PILOT is critical to RCBRC being able to operate and fulfill its mission.

Type of Facility: **Manufacturing**

Request for Financial Assistance

PILOT Value estimate: **\$ 19,232 if occupied by for-profit business; or \$237,456 if vacant**

The property already benefits from a PILOT agreement. This current agreement prescribes the Year 10 (current) PILOT payment to be 94% of total taxes due. The request will extend the PILOT term another five years, and convert the PILOT to fixed payments of 94% of the current taxes due. If the facility's commercial tenant leaves, then the annual PILOT payment will be \$0.

Affected Tax Jurisdictions: **County of Oneida; City of Rome; Rome City School District,**

Obligations for Financial Assistance

Current FTEs to be retained at the Facility: 46

FTEs to be created at the Facility: 0

Joseph E. Saunders
Kathleen Turnage Kahler ²
Marilyn S. Locke
Michael D. Callan
William D. Wallace III ⁴
Elizabeth L. Griffiths
³ *admitted to the bar*
Unrestricted in Pennsylvania
and the District of Columbia

armed 11/18/2025 10:00:00 AM

REVISED
April 18, 2025

Oneida County Industrial Development Agency
584 Phoenix Drive
Rome, New York 13441
Attn: Stephen Zogby, Chairman

Re: Rome Community Brownfield Restoration Corporation
Request to Extend Lease Agreement and Extend PILOT Agreement
220 South Madison Street, IWG Facility

Dear Chairman Zogby:

We are counsel to Rome Community Brownfield Restoration Corporation. RCBRC was formed for the sole purpose of remediating properties formerly owned and operated by Rome Cable Corporation in the City of Rome, so that the properties could be remediated and redeveloped for end users.

The Oneida County Industrial Development Agency (“OCIDA”) acquired title to the IWG Facility to ensure that the IWG Facility could be redeveloped. OCIDA and Rome Community Brownfield Restoration Corporation (“RCBRC”) entered into a lease agreement dated as of December 22, 2004 (the “Original Lease”) which was Amended and Restated by First Amended and Restated Lease Agreement dated as of December 1, 2015 (collectively, the “Lease”), pursuant to which OCIDA, as Landlord, leases to RCBRC, as Tenant, that certain 10.2± acre parcel of land and the industrial facilities located thereon. RCBRC subleases a 5± acre portion of the land to Owl Wire & Cable, Inc. (“IWG”) pursuant to a sublease agreement dated January 10, 2005, as amended on April 27, 2015 and December 1, 2015 (collectively, the “Sublease Agreement”). In March of 2020, 5.393 acres of land was released from the Lease for the Cold Point Project.

IWG and RCBRC entered into a Payment in Lieu of Tax (PILOT) Agreement dated July ____, 2006 as amended by First Amended and Restated PILOT Agreement dated December 1, 2015 which contained a PILOT formula for a term of ten (10) years with the most recent payment percentage of ninety-four percent (94%) of taxes. Under the PILOT Agreement, the 2025 calendar year (January 1, 2025-December 31, 2025) is the last exemption year for County and City taxes and the 2025-2026 school tax year

(July 1, 2025-June 30, 2026) is the last exemption year for School taxes.

The Sublease Agreement with IWG expired by its own terms on April 30, 2025. In the summer of 2024, IWG advised RCBRC that it would be vacating the IWG Facility on or before the expiration date.

On July 16, 2024 a devastating tornado hit Rome, New York and did significant damage to the IWG Facility. RCBRC is in the process of repairing the damage and restoring the IWG Facility with the insurance proceeds received. In addition, in December of 2024, RCBRC and the City of Rome applied for an up to \$3,500,000.00 RESTORE NY grant to rehabilitate the IWG Facility and anticipate an announcement any time. There is uncertainty as to the ability of RCBRC to restore the IWG Facility with the insurance proceeds as this process is ongoing. The award of the RESTORE NY grant would significantly alter the opportunity for the rehabilitation and restoration of the IWG Facility.

On February 18, 2025, a facility owned and occupied by IWG in Williamstown, New York collapsed under the weight of snow, creating substantial damage to the facility, leading IWG to extend its occupancy at the IWG Facility on a month-to-month basis, currently projected through October 31, 2025, after which time, unless RCBRC finds a purchaser or a new tenant, the IWG Facility will be vacant.

RCBRC now intends to put together a proposal to IWG and/or other end users to lease or purchase the IWG Facility. It is critical that RCBRC collect income from the IWG Facility as it does not have any other source of revenue and has significant financial obligations with respect to the IWG Facility, including an Environmental Remediation payment of over Two Hundred Thousand Dollars (\$200,000.00) which will be due to OCIDA for the DEC clean-up in the near future.

The purpose of this letter is to request that OCIDA assist RCBRC in its efforts to find a tenant/purchaser to maintain manufacturing employment in the City of Rome at a facility that is economically feasible for its operations.

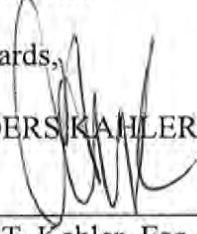
Accordingly, RCBRC is requesting the following:

- (i) OCIDA extend the Lease for a term of five (5) years from July 1, 2026-June 30, 2031
- (ii) OCIDA establish a fixed PILOT payment for the IWG Facility when occupied by a for-profit tenant and that the PILOT obligation decrease to zero (0) if the facility is vacant or occupied by a not-for-profit tenant (a one hundred percent (100%) exemption).

With the assistance of OCIDA, RCBRC is very close to achieving the mutual goal of reuse and development of the properties described herein.

Best regards,

SAUNDERS KAHLER, L.L.P.



Camille T. Kahler, Esq.

For Profit Occupied

	IWG Facility	
2024 Assessment	\$ 561,600	
Div. 1000	\$ 561.6	
PILOT Payment	88%	Rate per \$1,000
2024 Full Tax	\$ 38,522.57	\$ 68.59
2024 PILOT	\$ 31,764.25	
2024 Net Benefit	\$ 6,758.32	

PILOT	PILOT	Full Tax	Proposed PILOT
(Current Year 10) 2025-26	\$ 31,764.25	\$ 39,293.02	94%
(New Year 1) 2026-27	\$ 37,674.14	\$ 40,078.88	94%
(New Year 2) 2027-28	\$ 37,674.14	\$ 40,880.45	
(New Year 3) 2028-29	\$ 37,674.14	\$ 41,698.06	
(New Year 4) 2029-30	\$ 37,674.14	\$ 42,532.03	
(New Year 5) 2030-31	\$ 37,674.14	\$ 43,382.67	
	\$ 188,370.72	\$ 208,572.09	

PILOT Value \$ 20,201.36

Vacant

	IWG Facility	
2024 Assessment	\$ 671,600	
Div. 1000	\$ 671.6	
PILOT Payment	88%	Rate per \$1,000
2024 Full Tax	\$ 46,067.94	\$ 68.59
2025 Full Tax (2% Esc.)		
2024 PILOT	\$ 31,764.25	
2024 Net Benefit	\$ 14,303.69	

PILOT	PILOT	Full Tax	Proposed PILOT
(Current Year 10) 2025-26	\$ -	\$ 46,989.30	
(New Year 1) 2026-27	\$ -	\$ 47,929.08	
(New Year 2) 2027-28	\$ -	\$ 48,887.67	
(New Year 3) 2028-29	\$ -	\$ 49,865.42	
(New Year 4) 2029-30	\$ -	\$ 50,862.73	
(New Year 5) 2030-31	\$ -	\$ 51,879.98	
	\$ -	\$ 249,424.88	

PILOT Value \$ 249,424.88

**ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY
COST/BENEFIT ANALYSIS
Required by §859-a(3) of the
New York General Municipal Law**

Date 4/25/2025

Name of Applicant: RCBRC/Owl Wire

Description of Project: Extension of PILOT

Name of All Sublessees or Other Occupants of Facility: Owl Wire

Principals or Parent of Applicant: _____

Products or Services of Applicant to be produced or carried out at facility: Wire Manufacturing

Estimated Date of Completion of Project: Jul-05

Type of Financing/ Structure:

_____	Tax-Exempt Financing
_____	Taxable Financing
<u>X</u>	Sale/ Leaseback
_____	Other

Type of Benefits being Sought by Applicant:

_____	Taxable Financing
_____	Tax-Exempt Bonds
_____	Sales Tax Exemption on Eligible Expenses Until Completion
_____	Mortgage Recording Tax Abatement
<u>X</u>	Real Property Tax Abatement

Project Costs

Land Acquisition	\$ -
Existing Building(s) ACQUISITION	\$ -
Existing Building(S) RENOVATION	\$ -
NEW Building(s) CONSTRUCTION	\$ -
Installation Costs	\$ -
Site Preparation/Parking Lot Construction	\$ -
Machinery & Equipment (other than furniture)	\$ -
Furniture & Fixtures	\$ -
Architectural & Engineering	\$ -
Legal Fees (applicant, IDA, bank, other counsel)	\$ -
Financial (all costs related to project financing)	\$ -
Permits	\$ -
Other	\$ -
Agency Fee	\$ -
TOTAL COST OF PROJECT	\$ -

Assistance Provided by the Following:

EDGE Loan:	
MVEDD Loan:	
Grants - Please indicate source & Amount:	\$ -
Other Loans - Please indicate source & Amount:	

Company Information

		Average Salary of these Positions
Existing Jobs	8	\$ 50,000
Created Jobs FTE (over three years)		
Retained Jobs	8	\$ 50,000

Earnings Information for Oneida County

Average Salary of Direct Jobs for Applicant	\$ 50,000
Average of County Indirect Jobs	\$ 25,000
Average of Construction Jobs	

Note: \$1,000,000 in construction expenditures generates 15 person - years of employment
Construction Person Years of Employment:

Calculation of Benefits (3 Year Period)

	Total Earnings	Revenues
Direct Jobs		
Created	\$ -	\$ -
Existing	\$ 1,200,000	\$ 51,000
Indirect Jobs		
Created	\$ -	\$ -
Existing	\$ 1,500,000	\$ 63,750
Construction - only one year		
Person Years	\$ -	\$ -
TOTALS Calculation of Benefits (3 Yr Period)	\$ 2,700,000	\$ 114,750

TAXABLE GOODS & SERVICES

		Spending Rate	Expenditures	State & Local Sales Tax Revenues
Direct Jobs	Created	36%	\$ -	\$ -
	Existing	0.36	\$ 432,000	\$ 42,120
Indirect Jobs	Created	0.36	\$ -	\$ -
	Existing	0.36	\$ 540,000	\$ 52,650
Construction - only one year	Person Years	0.36	\$ -	\$ -
<u>TOTAL TAXABLE GOODS & SERVICES</u>			\$ 972,000	\$ 94,770

Local (3 year) real property tax benefit (assuming 60% of jobs existing and created own a residence) with an average assessment of \$80,000 and the remainder of jobs existing created pay real property taxes through rent based on an average assessment per apartment of \$50,000.

		Municipality	
Tax Rate for School District where facility is located:	37.772412	Rome	24-25
Tax Rate for Municipality where facility is located:	20.751923	Rome	2025
Tax Rate for County:	10.069977	Oneida	2025
	Total Rate:		
	68.594312		
Real Property Taxes Paid:	\$ 37,315		

COSTS: IDA BENEFITS

Real Property Taxes Abatement	\$ 19,232
Mortgage Tax Abated (.75%)	
Estimated Sales Tax Abated During Construction Period (8.75%)	
Total:	\$ 19,232

NOTE: If there is a tax-exempt financing of all or a portion of the project cost, there is a neutral cost/benefit because of lower interest rates by reason of exclusion of interest from gross income of bondholders for purposes of Federal and State income taxes. Taxable financing carries the same cost/benefit for State Income Tax purposes. Such cost/benefits cannot be quantified.

**Inducement Resolution
Rome Community Brownfield Restoration Corporation
220 South Madison Street/IWG Facility
PILOT Extension**

RESOLUTION OF THE ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY TAKING PRELIMINARY OFFICIAL ACTION IN CONNECTION WITH AN AMENDED SALE-LEASEBACK TRANSACTION, AUTHORIZING THE AGENCY TO EXECUTE AN INDUCEMENT AGREEMENT, AUTHORIZING THE AGENCY TO CONDUCT A PUBLIC HEARING, AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

WHEREAS, from the 1920s until 2003, Rome Cable Corporation (“Rome Cable”) and its predecessors owned and operated a wire manufacturing and spinning business on 61.338± acres of land located on the west side of South Madison Street, City of Rome, County of Oneida, State of New York (the “Rome Cable Site”); and

WHEREAS, following Rome Cable’s bankruptcy and closure, it was determined that the Rome Cable Site constituted a “brownfield” site in need of environmental investigation, remediation, restoration and/or clean-up (collectively, the “Environmental Remediation”) so to enable its eventual re-use and/or redevelopment; and

WHEREAS, on February 2, 2004, Rome Community Brownfield Restoration Corporation (“RCBRC,” and sometimes referred to as the “Company”) was formed for the corporate purpose “to promote the development or re-use of property, including Brownfield sites within the City of Rome and its environs, to and including acting as an entity for title holding and managing said properties for economic development purposes;” and

WHEREAS, the Agency leases to RCBRC the premises described in the 2004 Deed, being an approximately 5 acre parcel of land located at 220 South Madison Street in the City of Rome, County of Oneida and State of New York (the “Land”), pursuant to a First Amended and Restated Lease Agreement dated as of December 1, 2015 (the “Lease Agreement”), the term of which Lease Agreement is scheduled to expire on June 30, 2026; and

WHEREAS, the Company subleases the Facility to International Wire (the “Sublessee”) for its operation, the term of which sublease expired on April 30, 2025; and

WHEREAS, the Facility is the subject of a First Amended and Restated PILOT Agreement dated as of December 1, 2015 (the “PILOT Agreement”) among the Agency, the Company and the Sublessee; and

WHEREAS, the Company submitted a letter to the Agency describing the damage the Facility suffered during the tornados as well as the status of the ongoing Environmental Remediation, and requesting an extension of the Lease Agreement to allow the Company to continue to undertake the Environmental Remediation and the rehabilitation work needed to return the Facility to a leaseable condition, all as an inducement to the Sublessee to continue to lease the Facility and retain employment in the City of Rome (the “Project”); and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, under the terms of the PILOT Agreement, the Company is currently paying PILOT Payments equal to 94% of taxes; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in the form of extending the existing PILOT Agreement for an additional five years with PILOT Payments to (a) be converted to fixed payments equal to the current PILOT Payment plus an annual escalator if the Facility is occupied by a for-profit tenant (value estimated at \$20,201) and (b) to be fully exempt if the Facility is vacant and occupied by the Company (maximum value estimated at \$249,425), which financial assistance is a deviation from the Agency’s Uniform Tax Exemption Policy (the “Policy”); and

WHEREAS, the Agency is contemplating deviating from Policy for the following reasons:

1. **The nature of the Project:** The purpose of the Agency’s acquisition of the property was to assist the Company in its remediation and redevelopment of the former Rome Cable site. Extending the Lease Agreement, and the Agency’s related financial assistance to the Company, will promote, encourage and assist the Company to complete the Environmental Remediation, to rehabilitate the Facility after the tornado damage, and to serve as an inducement for the Sublessee to continue its tenancy, and will thereby advance the job opportunities, general prosperity and economic welfare of Oneida County residents.

2. **The nature of the property before the project begins:** The Company continues to undertake Environmental Remediation of the “brownfield” site.
3. **The economic condition of the area:** The Facility is located in an area that has been designated an economic development zone (Empire Zone) pursuant to Article 18-B of the General Municipal Law, and is therefore located in a "highly distressed area" (as defined in Section 854(18) of the New York General Municipal Law).
4. **The extent to which financial assistance will create or retain permanent, private sector jobs:** The Company has been successful in facilitating redevelopment of the balance of the Rome Cable Site, and the proposed financial assistance will support the Company in achieving further success.
5. **Impact of the proposed tax exemptions on affected tax jurisdictions:** Keeping the PILOT Payments at the current level if occupied by a for-profit tenant will not reduce the amount of tax revenue presently realized by the affected tax jurisdictions.
6. **Impact on existing and proposed businesses and economic development projects in the vicinity:** Continuing the Environmental Remediation and repairing the tornado damage is necessary to attract new businesses and investment to the City of Rome and will also help existing businesses to grow and prosper.
7. **The extent to which additional sources of revenue for municipalities and school districts will be created:** To date the Company’s redevelopment of the Facility has generated tax revenues and/or PILOT payments for the benefit of the County of Oneida, the City of Rome and the Rome City School District. Continuing the Environmental Remediation and the rehabilitation of the Facility will generate additional tax revenues and/or PILOT payments by ensuring the Facility is leaseable to end users.

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the “SEQR Act” or “SEQRA”), the Agency constitutes a “State Agency”; and

WHEREAS, the Agency has determined for purposes of SEQRA that the environmental conditions at the Facility are not impacted by the current action, and

therefore the environmental reviews conducted by the Agency at the time of the Project are sufficient and are hereby ratified; and

WHEREAS, prior to the closing of an amended sale-leaseback transaction, and the granting of any financial assistance, a public hearing (the "Hearing") will be held so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency, or the location or nature of the Facility, can be heard; and

WHEREAS, notice of the Hearing will be given prior to the closing of an amended sale-leaseback transaction, and the granting of any financial assistance, and such notice (together with proof of publication) will be substantially in the form annexed hereto as **Exhibit A**; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as **Exhibit B**.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Industrial Development Agency (a majority of the members thereof affirmatively concurring) that, subject to the satisfaction of the aforesaid conditions:

- Section 1.
- (a) The Project, and the Agency's continued financial assistance therefor, will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the County and the people of the State of New York and improve their standard of living, and thereby serve the public purposes of the Act and the same is, therefore, approved.
 - (b) It is desirable and in the public interest for the Agency to enter into an amended sale-leaseback transaction, for the purpose of providing additional financial assistance to the Project, as reflected in the Company's letter to the Agency and as amended from time to time prior to the closing of the amended sale-leaseback transaction, all subject to the satisfaction of the conditions of financial assistance described herein.
 - (c) In consideration of the Project, the Agency agrees to waive the requirement for the Company to pay annual rent under the Leaseback Agreement and waives the Agency's closing fee for the transaction.

- Section 2. The form and substance of a proposed inducement agreement (in substantially the form presented to this meeting) by and between the Agency and the Company setting forth the undertakings of the Agency and the Company with respect to the closing of the amended sale-leaseback transaction, and the continued development of the Facility (the "Agreement") are hereby approved. The Chairman of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agreement, with such changes in terms and form as the Chairman shall approve. The execution thereof by the Chairman shall constitute conclusive evidence of such approval.
- Section 3. Subject to the conditions set forth in Section 4.02 of the Agreement and the conditions described above, the Agency shall continue to assist the Company in the Project and will continue to provide Financial Assistance with respect thereto.
- Section 4. The law firm of Bond, Schoeneck & King, PLLC is appointed Transaction Counsel in connection with the amended sale-leaseback transaction.
- Section 5. Counsel to the Agency and Transaction Counsel are hereby authorized to work with counsel to the Company and others to prepare, for submission to the Agency, all documents necessary to effect the sale-leaseback transaction.
- Section 6. The Chairman of the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.
- Section 7. This resolution shall take effect immediately.

time and location for the meeting was duly given, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout the meeting.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of _____ 2025.

Shawna Papale, Secretary

DRAFT

EXHIBIT A
NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the Oneida County Industrial Development Agency (the "Agency") on the _____ day of May 2025 at _____ a.m., local time, at 584 Phoenix Drive, City of Rome, Oneida County, New York in connection with the following matters:

The Agency owns a 5± acre parcel of land located at 220 South Madison Street in the City of Rome, County of Oneida and State of New York (the "Land") and leases the Land to Rome Community Brownfield Restoration Corporation (the "Company") pursuant to a First Amended and Restated Lease Agreement dated as of December 1, 2015 (the "Lease Agreement"), all for the purpose of the Company undertaking the environmental investigation, remediation, restoration and/or clean-up of the Facility (collectively, the "Environmental Remediation") so to enable its eventual re-use and/or redevelopment. The Company subleases the Facility to International Wire (the "Sublessee") and the Facility is the subject of a First Amended and Restate PILOT Agreement dated as of December 1, 2015 among the Agency, the Company and the Sublessee (the "PILOT Agreement"). The Company is requesting an extension of the Lease Agreement and the PILOT Agreement to allow the Company to continue to undertake the Environmental Remediation and to repair and rehabilitate the Facility following significant tornado damage, all to enable its redevelopment and as an inducement to the Sublessee to continue to lease the Facility and retain employment in the City of Rome (collectively, the "Project").

The Agency contemplates that it will provide financial assistance to the Company in support of the Project in the form of extending the abatement of real property taxes for an additional five years with PILOT Payments (a) to be converted to fixed payments equal to the current PILOT Payment plus an annual escalator if the Facility is occupied by a for-profit tenant and (b) to be fully exempt if the Facility is occupied by a not-for-profit tenant or the Company, which financial assistance represents a deviation from the Agency' s Uniform Tax Exemption Policy, to be more particularly described in a final authorizing resolution.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. Comments may also be submitted to the Agency in writing or electronically prior to the hearing. Minutes of the Public Hearing will be transcribed and posted on the Agency's website. A copy of the letter requesting the extension from the Company to the Agency, including an analysis of the costs and benefits of the proposed financial assistance, is available for public inspection at the offices of the Agency, 584 Phoenix Drive, Rome, New York and on the Agency's website.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

Dated: May __, 2025

By: /s/ Shawna M. Papale, Executive Director

EXHIBIT B

MINUTES OF PUBLIC HEARING

Oneida County Industrial Development Agency
2025 Real Estate Lease Amendment

ROME COMMUNITY BROWNFIELD RESTORATION CORPORATION (220 South Madison Street/IWG Facility)

1. Mark Kaucher, representing the Oneida County Industrial Development Agency (the "Agency"), called the hearing to order.
2. Mr. Kaucher also recorded the minutes of the hearing.
3. Mr. Kaucher then described the proposed project and related financial assistance as follows:

The Agency owns a 5± acre parcel of land located at 220 South Madison Street in the City of Rome, County of Oneida and State of New York (the "Land") and leases the Land to Rome Community Brownfield Restoration Corporation (the "Company") pursuant to a First Amended and Restated Lease Agreement dated as of December 1, 2015 (the "Lease Agreement"), all for the purpose of the Company undertaking the environmental investigation, remediation, restoration and/or clean-up of the Facility (collectively, the "Environmental Remediation") so to enable its eventual re-use and/or redevelopment. The Company subleases the Facility to International Wire (the "Sublessee") and the Facility is the subject of a First Amended and Restate PILOT Agreement dated as of December 1, 2015 among the Agency, the Company and the Sublessee (the "PILOT Agreement"). The Company is requesting an extension of the Lease Agreement and the PILOT Agreement to allow the Company to continue to undertake the Environmental Remediation and to repair and rehabilitate the Facility following significant tornado damage, all to enable its redevelopment and as an inducement to the Sublessee to continue to lease the Facility and retain employment in the City of Rome (collectively, the "Project").

The Agency contemplates that it will provide financial assistance to the Company in support of the Project in the form of extending the abatement of real property taxes for an additional five years with PILOT Payments (a) to be converted to fixed payments equal to the current PILOT Payment plus an annual escalator if the Facility is occupied by a for-profit tenant and (b) to be fully exempt if the Facility is occupied by a not-for-profit tenant or the Company, which financial

assistance represents a deviation from the Agency' s Uniform Tax Exemption Policy, to be more particularly described in a final authorizing resolution.

4. Mr. Kaucher then opened up the hearing for comments from the floor for or against the proposed financial assistance and the location and nature of the Facility. Attached is a listing of the persons heard and a summary of their views.
5. Mr. Kaucher then asked if there were any further comments, and, there being none, the hearing was closed at ____ a.m.

Mark Kaucher

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

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

That I have compared the foregoing copy of the minutes of a public hearing held by the Oneida County Industrial Development Agency (the "Issuer") on May __, 2025 at 9:00 a.m. local time, at 584 Phoenix Drive, Rome, New York with the original thereof on file in the office of the Issuer, and that the same is a true and correct copy of the minutes in connection with such matter.

I FURTHER CERTIFY that (i) the hearing was open for the public to attend and public notice of the date, time and location for said hearing was duly given, (ii) the hearing in all respects was duly held, and (iii) members of the public had an opportunity to be heard.

IN WITNESS WHEREOF, I have hereunto set my hand as of _____, 2025.

Secretary

TERMS OF FINANCIAL ASSISTANCE

Board Summary – May 2, 2025

Company: **Rome Community Brownfield Restoration Corporation**

Description of Project: Extension of PILOT on the **RCBRC-Complex 4 facility**, Rome.

Project Cost: **N/A**

Rome Community Brownfield Restoration Corporation was formed for the sole purpose of remediating properties formerly owned by Rome Cable Corporation in the City of Rome, so that the properties could be remediated and redeveloped for end users. RCBRC is requesting that the existing lease on the RCBRC Complex 4 property be extended for five years to allow RCBRC to arrive at a resolution of the existing tax lien issue and to continue to market the property, which recently achieved the environmental status that would permit the property to be redeveloped. In the meantime, the financial assistance through the PILOT is critical to RCBRC being able to operate and fulfill its mission.

Type of Facility: **Vacant, zoned industrial**

Request for Financial Assistance

PILOT Value estimate: **\$ 72,821**

Five year extension of existing lease.

Affected Tax Jurisdictions: **County of Oneida; City of Rome; Rome City School District,**

Obligations for Financial Assistance

Current FTEs to be retained at the Facility: 0

FTEs to be created at the Facility: 0



Joseph E. Saunders
Camille Laurence Kahler
Merrill S. Fuchs
Michael D. Cullen
William D. Wallace III
Elizabeth J. Luffin
* admitted to practice
in Pennsylvania
(continued on back cover)

April 18, 2025

Oneida County Industrial Development Agency
584 Phoenix Drive
Rome, New York 13441
Attn: Stephen Zogby, Chairman

Re: Rome Community Brownfield Restoration Corporation
Request to Extend Lease Agreement Complex 4 Facility

Dear Chairman Zogby:

We are counsel to Rome Community Brownfield Restoration Corporation (“RCBRC”). RCBRC was formed for the sole purpose of remediating properties formerly owned and operated by Rome Cable Corporation in the City of Rome, so that the properties could be remediated and redeveloped for end users.

The Oneida County Industrial Development Agency (“OCIDA”) acquired the Complex 4 Facility to facilitate the redevelopment by means of a Trustee’s Deed from Mary Fanguio as trustee for Rome Cable Corporation, et al. on December 24, 2004 and thereafter Leased the Complex 4 Facility, being a 49.639± acre parcel of land pursuant to a Lease Agreement dated as of July __, 2008 as amended by First Amendment to Lease Agreement dated July 13, 2018 and First Amended and Restated Lease Agreement dated as of September 1, 2022 (collectively the “Lease Agreement”). The Lease Agreement expires on June 30, 2026.

OCIDA and the New York State Department of Conservation entered into a State Assistance Contract to implement environmental clean up of the Complex 4 Facility which ultimately was completed and an Environmental Easement placed on the Complex 4 Parcel which provides, among other things, that the Complex 4 Facility now can be re-used and redeveloped for specific permitted purposes free from environmental claims due to the existing condition of the Complex 4 Facility.

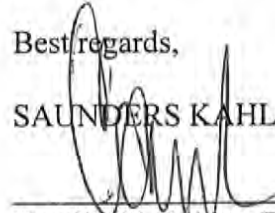
Between 2004 and 2008 when OCIDA took title to the Complex 4 Facility, City of Rome and County of Oneida taxes accrued against the bankrupt Rome Cable

Corporation. The most recent balance due (August of 2024) is over \$179,000.00 which is a lien on the Complex 4 Facility. RCBRC has been unsuccessful in achieving a strategy on the elimination of the tax lien on the Complex 4 Facility which prevents a sale of all or any portion thereof. RCBRC will need time to find a resolution with the City of Rome and the County of Oneida. Efforts to discuss a strategy to resolve this matter with the City of Rome have not been successful.

The purpose of this letter is to request that OCIDA extend the existing Lease for a five year term to provide RCBRC the opportunity to arrive at a resolution of the tax lien issue and to continue to market the property, which recently achieved the environmental status that would permit marketing the property for re-use and redevelopment. With the assistance of OCIDA, RCBRC is very close to achieving the mutual goal of reuse and development of the properties described herein.

Best regards,

SAUNDERS KAHLER, L.L.P.



Camille T. Kahler, Esq.

Rome Cable Complex 4		
Assessment	\$	200,000
Div. 1000	\$	200.0
PILOT Payment		
2025 Full Tax	\$	13,718.86
2025 PILOT	\$	-
2025 Net Benefit	\$	13,718.86

Rate per \$1,000
68.59

PILOT	PILOT	Full Tax
(Current Year) 2025-26	\$ -	\$ 13,718.86
(New Year 1) 2026-27	\$ -	\$ 13,993.24
(New Year 2) 2027-28	\$ -	\$ 14,273.10
(New Year 3) 2028-29	\$ -	\$ 14,558.57
(New Year 4) 2029-30	\$ -	\$ 14,849.74
(New Year 5) 2030-31	\$ -	\$ 15,146.73
	\$ -	\$ 72,821.38

PILOT Value \$ **72,821.38**

**ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY
COST/BENEFIT ANALYSIS
Required by §859-a(3) of the
New York General Municipal Law**

Date 4/25/2025

Name of Applicant: Rome Community Brownfield Restoration Corporation

Description of Project: Extension of Lease

Name of All Sublessees or Other Occupants of Facility: N/A

Principals or Parent of Applicant: _____

Products or Services of Applicant to be produced or carried out at facility: N/A

Estimated Date of Completion of Project: _____

Type of Financing/ Structure: _____ Tax-Exempt Financing
_____ Taxable Financing
X Sale/ Leaseback
_____ Other

Type of Benefits being Sought by Applicant: _____ Taxable Financing
_____ Tax-Exempt Bonds
_____ Sales Tax Exemption on Eligible Expenses Until Completion
_____ Mortgage Recording Tax Abatement
X Real Property Tax Abatement

Project Costs

Land Acquisition	\$ -
Existing Building(s) ACQUISITION	\$ -
Existing Building(S) RENOVATION	\$ -
NEW Building(s) CONSTRUCTION	\$ -
Installation Costs	\$ -
Site Preparation/Parking Lot Construction	\$ -
Machinery & Equipment (other than furniture)	\$ -
Furniture & Fixtures	\$ -
Architectural & Engineering	\$ -
Legal Fees (applicant, IDA, bank, other counsel)	\$ -
Financial (all costs related to project financing)	\$ -
Permits	\$ -
Other	\$ -
Agency Fee	\$ -
TOTAL COST OF PROJECT	\$ -

Assistance Provided by the Following:

EDGE Loan:	
MVEDD Loan:	
Grants - Please indicate source & Amount:	\$ -
Other Loans - Please indicate source & Amount:	

Company Information

Existing Jobs
Created Jobs FTE (over three years)
Retained Jobs

Average Salary of these Positions

Earnings Information for Oneida County

Average Salary of Direct Jobs for Applicant
Average of County Indirect Jobs
Average of Construction Jobs

\$ 25,000

Note: \$1,000,000 in construction expenditures generates 15 person - years of employment
Construction Person Years of Employment:

0

Calculation of Benefits (3 Year Period)

		Total Earnings	Revenues
Direct Jobs	Created	\$ -	\$ -
	Existing	\$ -	\$ -
Indirect Jobs	Created	\$ -	\$ -
	Existing	\$ -	\$ -
Construction - only one year	Person Years	\$ -	\$ -
TOTALS Calculation of Benefits (3 Yr Period)		\$ -	\$ -

TAXABLE GOODS & SERVICES

		Spending Rate	Expenditures	State & Local Sales Tax Revenues
Direct Jobs	Created	36%	\$ -	\$ -
	Existing	0.36	\$ -	\$ -
Indirect Jobs	Created	0.36	\$ -	\$ -
	Existing	0.36	\$ -	\$ -
Construction - only one year	Person Years	0.36	\$ -	\$ -
<u>TOTAL TAXABLE GOODS & SERVICES</u>			\$ -	\$ -

Local (3 year) real property tax benefit (assuming 60% of jobs existing and created own a residence) with an average assessment of \$80,000 and the remainder of jobs existing created pay real property taxes through rent based on an average assessment per apartment of \$50,000.

		Municipality	
Tax Rate for School District where facility is located:	37.772412	Rome	24-25
Tax Rate for Municipality where facility is located:	20.751923	Rome	2025
Tax Rate for County:	10.069977	Oneida	2025
	Total Rate:		
	68.594312		
Real Property Taxes Paid:	\$ -		

COSTS: IDA BENEFITS

Real Property Taxes Abatement	\$ 72,821
Mortgage Tax Abated (.75%)	
Estimated Sales Tax Abated During Construction Period (8.75%)	
Total:	\$ 72,821

NOTE: If there is a tax-exempt financing of all or a portion of the project cost, there is a neutral cost/benefit because of lower interest rates by reason of exclusion of interest from gross income of bondholders for purposes of Federal and State income taxes. Taxable financing carries the same cost/benefit for State Income Tax purposes. Such cost/benefits cannot be quantified.

**Inducement Resolution
Rome Community Brownfield Restoration Corporation
Complex 4/Henry Street Facility**

RESOLUTION OF THE ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY TAKING PRELIMINARY OFFICIAL ACTION IN CONNECTION WITH AN AMENDED SALE-LEASEBACK TRANSACTION, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDUCEMENT AGREEMENT, AUTHORIZING THE AGENCY TO CONDUCT A PUBLIC HEARING, AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

WHEREAS, from the 1920s until 2003, Rome Cable Corporation (“Rome Cable”) and its predecessors owned and operated a wire manufacturing and spinning business on 61.338± acres of land located on the west side of South Madison Street, City of Rome, County of Oneida, State of New York (the “Rome Cable Site”); and

WHEREAS, following Rome Cable’s bankruptcy and closure, it was determined that the Rome Cable Site constituted a “brownfield” site in need of environmental investigation, remediation, restoration and/or clean-up (collectively, the “Environmental Remediation”) so to enable its eventual re-use and/or redevelopment; and

WHEREAS, on February 2, 2004, Rome Community Brownfield Restoration Corporation (“RCBRC,” and sometimes referred to as the “Company”) was formed for the corporate purpose “to promote the development or re-use of property, including Brownfield sites within the City of Rome and its environs, to and including acting as an entity for title holding and managing said properties for economic development purposes;” and

WHEREAS, in order to facilitate the Environmental Remediation of the Rome Cable Site, and its eventual re-use and re-development, the Agency acquired the fee title to portions of the Rome Cable Site by means of (a) a Trustee’s Deed from Mary Fangio, as Trustee for Rome Cable Corporation, et. al., dated December 23, 2004 and recorded on January 11, 2005 in the Oneida County Clerk’s Office as Instrument No. 2005-000683 (the “2004 Deed”) and (b) a Trustee’s Deed from Mary Fangio, Trustee in Bankruptcy appointed as such in the matter of “Rome Cable Corporation, et. al.”,

Debtors, dated June 20, 2008 and recorded on July 24, 2008 in the Oneida County Clerk's Office as Instrument No. 2008-012510 (the "2008 Deed"); and

WHEREAS, the Agency leases to RCBRC the premises described in the 200 Deed, being an approximately 49.639 acre parcel of land located at Henry Street in the City of Rome, County of Oneida and State of New York, known and designated on the tax maps of the County of Oneida as tax map parcel numbers: Section 242.000 Block 1 Lot 7.1 and Section 242.000 Block 1 Lot 54.1 and more particularly described in Exhibit A attached hereto (the "Land"), pursuant to a First Amended and Restated Lease Agreement dated as of September 1, 2022 (the "Lease Agreement"), the term of which Lease Agreement is scheduled to expire on June 30, 2026; and

WHEREAS, in order to facilitate clean-up of the Land, the Agency and the New York State Department of Environmental Conservation (the "DEC") entered into a State Assistance Contract dated February 25, 2009 (the "SAC") to develop and implement an Environmental Restoration Program ("ERP") project for the Land; and

WHEREAS, upon approval of a Remedial Investigation/Alternatives Analysis Report, the DEC determined that additional remediation of the Land was required and subsequently selected remedies for the Land, which were presented in two (2) Records of Decision ("RODs") issued by the DEC on March 30, 2013; and

WHEREAS, the Agency elected to request that the DEC develop and implement the RODs, and the Agency and the DEC executed a New York Works II Environmental Restoration Project Agreement dated March 19, 2015 (the "NYWII ERP Agreement") for the design and implementation of the remedies; and

WHEREAS, thereafter, based on an updated assessment of the condition of the buildings on the Land, the DEC identified the need to demolish the building complex on the Land to implement the selected remedies; and

WHEREAS, the inclusion of the required demolition work added significant costs to the original remedies; and

WHEREAS, the DEC issued a ROD Amendment on July 31, 2019 summarizing the amended remedy, which covered an approximately 21.45 acre portion of the Land (the "Site"); and

WHEREAS, due to the significant cost increase, which was more than three times the original ROD remedy, the Agency elected to terminate the NYWII ERP Agreement pursuant to Paragraph XIV, Sub-Paragraph C thereof, and requested that the Site be transferred into the NYS Superfund program as a Class 2 Site whereupon

the DEC assumed all responsibility for the remediation, demolition, and site restoration costs relating to the Site; and

WHEREAS, the Agency signed DEC Consent Order # CO 6-20220801-37 on August 3, 2022 (the "Consent Order") containing certain liability protections for the Agency, its successors and assigns through acquisition of title, and persons who develop or otherwise occupy the Site; and

WHEREAS, under the terms of the Consent Order, certain provisions of the NYWII ERP Agreement will survive its termination and such provisions continue to be an enforceable part of the Consent Order; and

WHEREAS, on the basis of the DEC issuing the Consent Order, RCBRC and Rome Industrial Development Corporation ("RIDC") entered into a project development agreement (the "PDA"), which PDA provides, among other things, that RIDC is to act as the "lead developer" of a project (the "Redevelopment Project" or the "Project") to develop the Land for use by manufacturing and/or other industrial or commercial end-users (each, individually, as "End-User" and, collectively, the "End Users"); and

WHEREAS, in anticipation of the Redevelopment Project and as an inducement to End Users, the Agency, City of Rome, Oneida County, Rome City School District, and Rome Industrial Development Corporation entered into an Agreement Approving PILOT Terms and Allocating PILOT Payments dated as of August 27, 2018 (the "Allocation Agreement"), under which the parties agreed to certain essential PILOT terms that would be incorporated into future PILOT Agreements for End Users and how PILOT Payments collected thereunder would be allocated among the parties; and

WHEREAS, on April 22, 2024 the Agency and RCBRC granted an environmental easement (the "Environmental Easement") to the DEC covering the Land, which Environmental Easement was recorded in the Office of the Oneida County Clerk and was granted pursuant to Article 71, Title 36 of the New York State Environmental Conservation Law; and

WHEREAS, the Company has submitted a letter to the Agency outlining its success in completing the Environmental Remediation and requesting an extension of the Lease Agreement to allow the Company to continue to undertake the Redevelopment Project; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in the form of extending the full exemption from real property taxes for a period of five years, which is a deviation from the Agency's Uniform Tax Exemption Policy (the "Policy"); and

WHEREAS, the value of the proposed financial assistance is estimated to be \$72,821 (approximately); and

WHEREAS, the Agency is contemplating deviating from Policy for the following reasons:

1. **The nature of the Project:** The purpose of the Agency's acquisition of the property was to assist the Company in its remediation and redevelopment of the former Rome Cable site. Extending the Lease Agreement, and the Agency's related financial assistance to the Company, will promote, encourage and assist the Company to complete the Redevelopment Project and will thereby advance the job opportunities, general prosperity and economic welfare of Oneida County residents.
2. **The nature of the property before the project begins:** The Company has successfully completed the Environmental Remediation of the "brownfield" site.
3. **The economic condition of the area:** The Facility is located in an area that has been designated an economic development zone (Empire Zone) pursuant to Article 18-B of the General Municipal Law, and is therefore located in a "highly distressed area" (as defined in Section 854(18) of the New York General Municipal Law).
4. **The extent to which financial assistance will create or retain permanent, private sector jobs:** The Company has been successful in facilitating redevelopment of the balance of the Rome Cable Site, and the proposed financial assistance will support the Company in achieving further success.
5. **Impact of the proposed tax exemptions on affected tax jurisdictions:** Following Rome Cable's bankruptcy and closure, the site has been unable to generate any tax revenue until Environmental Remediation was complete. The continuation of the tax-exempt status will not reduce the amount of tax revenue presently realized by the affected tax jurisdictions.

6. **Impact on existing and proposed businesses and economic development projects in the vicinity:** Continuing the Redevelopment Project will attract new businesses and investment to the City of Rome and will also help existing businesses to grow and prosper.
7. **The extent to which additional sources of revenue for municipalities and school districts will be created:** To date the Company's Redevelopment Project has generated tax revenues and/or PILOT payments for the benefit of the County of Oneida, the City of Rome and the Rome City School District. Continuing the Redevelopment Project will generate additional tax revenues and/or PILOT payments.

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the "SEQR Act" or "SEQRA"), the Agency constitutes a "State Agency"; and

WHEREAS, the Agency has determined for purposes of SEQRA that the environmental conditions at the Facility are not impacted by the current action, and therefore the environmental reviews conducted by the Agency at the time of the Project are sufficient and are hereby ratified; and

WHEREAS, prior to the closing of an amended sale-leaseback transaction, and the granting of any financial assistance, a public hearing (the "Hearing") will be held so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency, or the location or nature of the Facility, can be heard; and

WHEREAS, notice of the Hearing will be given prior to the closing of an amended sale-leaseback transaction, and the granting of any financial assistance, and such notice (together with proof of publication) will be substantially in the form annexed hereto as **Exhibit A**; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as **Exhibit B**.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Industrial Development Agency (a majority of the members thereof affirmatively concurring) that, subject to the satisfaction of the aforesaid conditions:

Section 1. (a) The Redevelopment Project, and the Agency's continued financial assistance therefor, will promote job opportunities, health, general

prosperity and the economic welfare of the inhabitants of the County and the people of the State of New York and improve their standard of living, and thereby serve the public purposes of the Act and the same is, therefore, approved.

- (b) It is desirable and in the public interest for the Agency to enter into an amended sale-leaseback transaction, for the purpose of providing additional financial assistance to the Redevelopment Project, as reflected in the Company's letter to the Agency and as amended from time to time prior to the closing of the amended sale-leaseback transaction, all subject to the satisfaction of the conditions of financial assistance described herein.
- (c) In consideration of the ongoing Redevelopment Project, the Agency agrees to waive the requirement for the Company to pay annual rent under the Leaseback Agreement and waives the Agency's closing fee for the transaction.

Section 2.

The form and substance of a proposed inducement agreement (in substantially the form presented to this meeting) by and between the Agency and the Company setting forth the undertakings of the Agency and the Company with respect to the closing of the amended sale-leaseback transaction, and the continued development of the Facility (the "Agreement") are hereby approved. The Chairman of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agreement, with such changes in terms and form as the Chairman shall approve. The execution thereof by the Chairman shall constitute conclusive evidence of such approval.

Section 3.

Subject to the conditions set forth in Section 4.02 of the Agreement and the conditions described above, the Agency shall continue to assist the Company in the Project and will continue to provide Financial Assistance with respect thereto.

Section 4.

The law firm of Bond, Schoeneck & King, PLLC is appointed Transaction Counsel in connection with the amended sale-leaseback transaction.

Section 5.

Counsel to the Agency and Transaction Counsel are hereby authorized to work with counsel to the Company and others to

prepare, for submission to the Agency, all documents necessary to effect the sale-leaseback transaction.

Section 6. The Chairman of the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 7. This resolution shall take effect immediately.

DRAFT

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of a resolution of the Oneida County Industrial Development Agency (the "Agency"), with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Agency duly convened in public session on May 2, 2025 at eight a.m., local time, at Rome, New York which the following members were:

Members Present:

EDGE Staff Present:

Others Present:

The question of the adoption of the foregoing resolution was duly put to vote, which resulted as follows:

Voting Aye

Voting Nay

and, therefore, the resolution was declared duly adopted.

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 and public notice of the date,

time and location for the meeting was duly given, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout the meeting.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of _____ 2025.

Shawna Papale, Secretary

DRAFT

EXHIBIT A
NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the Oneida County Industrial Development Agency (the "Agency") on the _____ day of May 2025 at _____ a.m., local time, at 584 Phoenix Drive, City of Rome, Oneida County, New York in connection with the following matters:

The Agency owns an approximately 49.639 acre parcel of land located at Henry Street in the City of Rome, County of Oneida and State of New York (the "Land") and leases the Land to Rome Community Brownfield Restoration Corporation (the "Company") pursuant to a First Amended and Restated Lease Agreement dated as of September 1, 2022 (the "Lease Agreement"), all for the purpose of the Company undertaking the environmental investigation, remediation, restoration and/or clean-up (collectively, the "Environmental Remediation") so to enable its eventual re-use and/or redevelopment. The Company and Rome Industrial Development Corporation ("RIDC") entered into a project development agreement (the "PDA"), which PDA provides, among other things, that RIDC is to act as the "lead developer" of a project (the "Redevelopment Project" or the "Project") to develop the Land for use by manufacturing and/or other industrial or commercial end-users (each, individually, as "End-User" and, collectively, the "End Users"). The Company has completed the Environmental Remediation and is requesting the Agency extend the Lease Agreement for an additional five years in continued support of the Redevelopment Project.

The Agency contemplates that it will provide additional financial assistance to the Company relating to the Facility in the form of extending the abatement of real property taxes for an additional five years, which financial assistance represents a deviation from the Agency's Uniform Tax Exemption Policy, to be more particularly described in a final authorizing resolution.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. Comments may also be submitted to the Agency in writing or electronically prior to the hearing. Minutes of the Public Hearing will be transcribed and posted on the Agency's website. A copy of the letter requesting the extension from the Company to the Agency, including an analysis of the costs and benefits of the proposed financial assistance, is available for public inspection at the offices of the Agency, 584 Phoenix Drive, Rome, New York and on the Agency's website.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

Dated: May __, 2025

By: /s/ Shawna M. Papale, Executive Director

EXHIBIT B

MINUTES OF PUBLIC HEARING

Oneida County Industrial Development Agency
2025 Real Estate Lease Amendment

ROME COMMUNITY BROWNFIELD RESTORATION CORPORATION (Complex 4/Henry Street Facility)

1. Mark Kaucher, representing the Oneida County Industrial Development Agency (the "Agency"), called the hearing to order.
2. Mr. Kaucher also recorded the minutes of the hearing.
3. Mr. Kaucher then described the proposed project and related financial assistance as follows:

The Agency owns an approximately 49.639 acre parcel of land located at Henry Street in the City of Rome, County of Oneida and State of New York (the "Land") and leases the Land to Rome Community Brownfield Restoration Corporation (the "Company") pursuant to a First Amended and Restated Lease Agreement dated as of September 1, 2022 (the "Lease Agreement"), all for the purpose of the Company undertaking the environmental investigation, remediation, restoration and/or clean-up (collectively, the "Environmental Remediation") so to enable its eventual re-use and/or redevelopment. The Company and Rome Industrial Development Corporation ("RIDC") entered into a project development agreement (the "PDA"), which PDA provides, among other things, that RIDC is to act as the "lead developer" of a project (the "Redevelopment Project" or the "Project") to develop the Land for use by manufacturing and/or other industrial or commercial end-users (each, individually, as "End-User" and, collectively, the "End Users"). The Company has completed the Environmental Remediation and is requesting the Agency extend the Lease Agreement for an additional five years in continued support of the Redevelopment Project.

The Agency contemplates that it will provide additional financial assistance to the Company relating to the Facility in the form of extending the abatement of real property taxes for an additional five years, which financial assistance represents a deviation from the Agency's Uniform Tax Exemption Policy, to be more particularly described in a final authorizing resolution..

4. Mr. Kaucher then opened up the hearing for comments from the floor for or against the proposed financial assistance and the location and nature of the Facility. Attached is a listing of the persons heard and a summary of their views.
5. Mr. Kaucher then asked if there were any further comments, and, there being none, the hearing was closed at ____ a.m.

Mark Kaucher

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

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

That I have compared the foregoing copy of the minutes of a public hearing held by the Oneida County Industrial Development Agency (the "Issuer") on May __, 2025 at 9:00 a.m. local time, at 584 Phoenix Drive, Rome, New York with the original thereof on file in the office of the Issuer, and that the same is a true and correct copy of the minutes in connection with such matter.

I FURTHER CERTIFY that (i) the hearing was open for the public to attend and public notice of the date, time and location for said hearing was duly given, (ii) the hearing in all respects was duly held, and (iii) members of the public had an opportunity to be heard.

IN WITNESS WHEREOF, I have hereunto set my hand as of _____, 2025.

Secretary

B240 LLC
18 Division Street Suite 401
Saratoga Springs, New York 12866

April 21st, 2025

Ms. Shawna Papale
Oneida County Industrial Development Agency
584 Phoenix Drive
Rome, New York 13441

Dear Shawna,

Please accept this letter as both a project update and a formal request for OCIDA approval regarding the conversion of the ground floor of Phase 2, Building 2A, at Air City Lofts into 16 residential units.

Ongoing commercial vacancies, particularly in Phase 2, have led ownership to reevaluate the best use of the space to ensure the continued viability and long-term success of the development. In August 2024, we approached the IDA with a request to convert the ground floor of Building 2B from commercial use to residential apartments. That conversion is now progressing well, and we anticipate those units will be ready for leasing by June 15, 2025.

We are now seeking approval to move forward with a similar conversion for the ground floor of Building 2A, which would result in 16 new residential units. Since Phase 2 opened in April 2022, 100% of the 26,110 square feet of commercial space in Phase 2 has remained vacant. Over the past four years, we have executed a robust marketing strategy involving multiple commercial brokers and representatives in an effort to lease the commercial space. One notable pursuit included negotiations with the New York State Office of General Services (OGS) to lease a substantial portion of commercial space across Phases 1 and 2. Those discussions began in June 2022 and continued through extensive legal and strategic engagement. Despite our efforts, the deal did not materialize. At this point, it is clear that the commercial component is not viable, and the only sustainable path forward is a residential conversion.

Before proceeding, we want to ensure that our proposed conversion of the ground floor of 2A does not violate any terms of our existing PILOT agreement. Phase 2 of Air City Lofts would not have been possible without the support of the PILOT, and we are committed to remaining in full compliance. The PILOT was awarded based on the development's stated goal to "provide housing and amenities within the community for the existing employees of the Griffiss Business and Technology Park, and to enhance talent recruitment and economic development in the region." Furthermore, the *2025 Oneida County Housing Study Final Report* identifies the need for over 6,000 new housing units in the county by 2040, with more than 5,000 needed by 2030. Our proposed conversion directly addresses this demand and aligns with the broader regional development objectives.

Accordingly, we respectfully request the following from the OCIDA:


1. **Confirmation** that the proposed conversion of the ground floor of Building 2A into residential units does not violate our existing PILOT agreement.
2. **Extension** of the previously authorized sales tax exemption for this conversion project through May 2026. Of the \$752,000 in authorized exemption for Phase 2, we have used \$309,438 and anticipate

using an additional \$57,142 for the Phase 2B conversion. Our budget for Phase 2A projects a similar requirement of approximately \$57,142 in additional sales tax exemption.

3. **Adjustment** of the recapture terms and parameters of our PILOT agreement as necessary to ensure continued compliance considering this proposed conversion.

We appreciate your continued partnership and look forward to your response regarding this request.

Sincerely,

A handwritten signature in black ink, appearing to read 'Alfio Bonacio Jr.', with a long horizontal stroke extending to the right.

Alfio Bonacio Jr.
Member

**Resolution to Authorize 2A
Conversion Project, Amend
Recapture Agreement and Extend
Period of Agency Appointment
B240 LLC (Air City Lofts Phase 2)
Facility**

Date: May 2, 2025

At a meeting of the Oneida County Industrial Development Agency (the "Agency") held at 584 Phoenix Drive, Rome, New York 13441 on May 2, 2025, the following members of the Agency were:

Members Present:

Staff Present:

Others Present:

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 a proposed conversion of all commercial space into residential units and extending the period of the agency appointment relating to previously approved financial assistance to B240 LLC.

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

Voting Aye

Voting Nay

RESOLUTION AUTHORIZING THE CONVERSION OF ALL COMMERCIAL SPACE INTO RESIDENTIAL UNITS, TO EXTEND THE PERIOD OF THE AGENCY APPOINTMENT AND EXECUTE RELATED DOCUMENTS WITH RESPECT TO THE B240 LLC (AIR CITY LOFTS PHASE 2) 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 in connection with Phase 2 of a multi-phased mixed-use community which consists of the acquisition of a 6.655± acre parcel of land located at 129 & 143 Air City Boulevard, Griffiss Business and Technology Park, City of Rome, Oneida County, New York (the "Land"); construction on the Land of two, four-story mixed-use buildings comprised of 26,000± square feet of retail/commercial space on the first floor and 72 market rate residential one- and two-bedroom apartments on the second through fourth floors, together with sidewalks and 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 and amenities within the community for existing employees of the Griffiss Business and Technology Park, 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 June 19, 2020 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 \$752,000; and

WHEREAS, on August 17, 2021 the Agency adopted a resolution extending the period of the agency appointment through May 31, 2022; and

WHEREAS, on May 20, 2022 the Agency adopted a resolution extending the period of the agency appointment through May 31, 2023; and

WHEREAS, on September 5, 2024 the Agency adopted a resolution authorizing the conversion of the commercial space in Building 2B into nine (9) residential units (the "2B Conversion Project"), and extending the period of the agency appointment under which the Company may utilize the exemption to May 31, 2025 to complete the 2B Conversion Project; and

WHEREAS, the Company has now submitted a request to the Agency requesting consent to convert the commercial space in Building 2A into sixteen (16) residential units (the "2A Conversion Project"), and extending the period of the agency appointment

under which the Company may utilize the exemption through April 30, 2026 (the “Extended Financial Assistance”) to complete the 2A Conversion Project; and

WHEREAS, under the terms of the Project Obligation and Recapture Agreement dated as of December 28, 2020 (the “Recapture Agreement”) between the Agency and the Company, if the Annual Project Review returns a score of 80 points or lower, it could subject the Company to the remedies contained in the Recapture Agreement including a reduction in PILOT benefits; and

WHEREAS, if approved, the 2A Conversion Project will result in the Facility being a fully residential project and will no longer be able to achieve the “Mixed Use” scoring criteria in its Annual Project Review, which would result in a maximum score of 80 points for the Project; and

WHEREAS, the Recapture Agreement also reflects the Company committed to creating 34.5 FTEs as a result of the Project (the “Employment Obligation”), which Employment Obligation will not be achievable if the 2A Conversion Project is approved; and

WHEREAS, the Company has requested the Agency amend the Recapture Agreement such that completion of the 2A Conversion Project will not result in a loss of benefits for the Project.

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 will continue to constitute a “project” if the 2A Conversion Project is authorized; and

(c) The 2A Conversion Project and 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 2A Conversion Project and 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 Agency's determination to provide Financial Assistance for the Project was largely based on the commitment by the Company to provide housing for the employees of the Griffiss Business and Technology Park and to enhance talent recruitment and economic development in the region by filling a demonstrated demand for market rent housing in the City of Rome, and the Project will continue to meet its stated goals if it does not include a commercial element; and

(f) The SEQRA findings adopted by the Agency on May 15, 2020 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 2A Conversion Project and the Extended Financial Assistance and to amend the Recapture Agreement.

Section 2. In consequence of the foregoing, the Agency hereby determines to (i) authorize the 2A Conversion Project; (ii) amend the Recapture Agreement to eliminate the Employment Obligation and provide that if the Annual Project Review returns a score of 79 points or lower, it could subject the Company to the remedies cited in the Recapture Agreement; (iii); extend the agency appointment to April 30, 2026 and (iv) execute and deliver an amendment to the Recapture Agreement, an agency appointment letter, Form ST-60 and related documents (the "2A Conversion Project Closing 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 2A Conversion Project and 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 2A Conversion Project Closing 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 2A Conversion Project Closing 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 2A Conversion Project 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 2A Conversion Project Closing Documents binding upon the Agency.

Section 7. 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 May 2, 2025 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 May 2, 2025.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Shawna M. Papale, Secretary

Oneida County Industrial Development Agency

584 Phoenix Dr, Rome, NY 13441

April 24, 2025

Dear Board Members,

I hope this letter finds you well. I am writing to ask for your consent in the changing of control for our tenant at 184 Brooks Road, North Point Defense. The business has been acquired by General Atomics, and they have requested that the Oneida County IDA sign off on a sub lease consent form. No material changes will take place. Attached you can find a one page information sheet on General Atomics.

Based on conversations with the new management, the day-to-day work will not change. General Atomics will fulfill the same contracts that NPD was currently working on and now will do so under different management. I do not have an official FTE number at this time, but my last discussion with the previous owner and CFO of NPD, mentioned that they had 90 FTE's and were planning to continue adding jobs in the next 2 years. We are requesting the annual employment report from the tenant now. Your assistance and consent in this matter is greatly appreciated.

Thank you,

A handwritten signature in blue ink, appearing to read 'Aaron Tomczak', with a long horizontal line extending to the right.

Aaron Tomczak

Bonacio Development & Asset Management

**Resolution Consenting to Sublease
Hangar Road Rome, LLC (Air City
Lofts Phase 2) Facility**

Date: May 2, 2025

At a meeting of the Oneida County Industrial Development Agency (the "Agency") held at 584 Phoenix Drive, Rome, New York 13441 on May 2, 2025, 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 consenting to the sublease of commercial space at the Hangar Road Rome, LLC Facility.

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

Voting Aye

Voting Nay

RESOLUTION CONSENTING TO THE SUBLEASE OF COMMERCIAL SPACE WITH RESPECT TO THE HANGAR ROAD ROME, LLC 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, Hangar Road Rome, LLC (the "Company") previously requested that the Agency provide certain financial 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 acquisition of a 3.00± acre parcel of land located at Hangar Road, Griffiss Business and Technology Park, City of Rome, Oneida County, New York (the "Land"); construction on the Land of a three-story, 44,000± square foot office building, together with improvements to infrastructure to service the same (collectively, the "Improvements"); and acquisition and installation of equipment in the Improvements (the "Equipment"), all for the purpose of leasing to two office tenants that serve the intelligence and cybersecurity industries (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 Agency leases the Facility to the Company pursuant to a Leaseback Agreement dated as of August 5, 2020 (the "Leaseback Agreement"); and

WHEREAS, the Company subleases a 33,703± square foot portion of the Facility to North Point Defense, Inc. (the "Assignor") pursuant to a Commercial Sublease Agreement dated as of April 27, 2020, as amended (collectively, as so amended, the "Sublease"); and

WHEREAS, Assignor assigned to General Atomics Integrated Intelligence, Inc. (the "Assignee") all of Assignor's right, title and interest in, to and under the Sublease, and Assignee accepted and assumed from Assignor all of Assignor's obligations under the Sublease, effective as of March 1, 2025; and

WHEREAS, under the terms of the Leaseback Agreement the Agency must consent to the assignment of any portion of the Facility; and

WHEREAS, the Company has submitted to the Agency a request to consent to the assignment of the Sublease from Assignor to Assignee (the "Sublease Consent"); 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 Sublease Consent 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 by providing a service that is in demand by the employees of the Griffiss Business and Technology Park; and

(d) The Sublease Consent 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 approve the Sublease Consent.

Section 2. In consequence of the foregoing, the Agency hereby determines to grant the Sublease Consent in support of the Facility, subject to inclusion of the Agency's standard sublease provisions in a form approved by Agency counsel that includes insurance coverage acceptable to the Agency's insurance agent.

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

Section 4.

(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 Sublease Consent, 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 Sublease Consent 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 May 2, 2025 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 May 2, 2025.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Shawna M. Papale, Secretary

DRAFT