

**Resolution – Partial Release of
Lease – 0.86 acres S. Madison St
RCBRC (Complex 4)**

Date: July 25, 2025

At a meeting of the Oneida County Industrial Development Agency (the “Agency”) held at 584 Phoenix Drive, Rome, New York 13441 on July 25, 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 the release of certain lands from the Rome Community Brownfield Restoration Corporation (Complex 4) Facility.

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

Voting Aye

Voting Nay

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE THE PARTIAL
RELEASE OF LEASE, THE DEED, AND RELATED DOCUMENTS WITH
RESPECT TO CONVEYING A 0.86 ACRE PARCEL OF LAND LOCATED AT S.
MADISON STREET, 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, 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 2008 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 a vacant 298 x125 (0.86 acre) parcel of land on S. Madison Street, tax parcel no. 242.014-1-15.1 (the "S. Madison Street Parcel") 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, 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, RCBRC has submitted a letter to the Agency indicating its intention to sell the S. Madison Street Parcel (the "Released Land"); and

WHEREAS, inasmuch as the Released Land is vacant land zoned for residential use, RCBRC has indicated the Released Land is not necessary or useful to the Redevelopment Project; and

WHEREAS, RCBRC is now requesting the Agency authorize the release of the Released Land from the Lease Agreement for further conveyance; and

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

Section 1. The Agency hereby determines the Released Land is not necessary or useful to the Redevelopment Project and consents to the release of the Released Land from the Lease Agreement.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) release the Released Land from the Lease Agreement, (ii) execute, deliver and perform a Partial Release of Lease Agreement, (iii) convey the Released Land to RCBRC (or to a party that RCBRC directs) pursuant to a Bargain and Sale Deed, and (iv) execute, deliver and perform the Bargain and Sale Deed.

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

Section 4. The form and substance of the Partial Release of Lease Agreement and the Bargain and Sale Deed (each in substantially the forms customary to the Agency and subject to counsel review) are hereby approved.

Section 5.

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

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

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

Section 7. This resolution shall take effect immediately.

