

**Inducement Resolution
GLDC Building 770/774
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" or "GLDC") previously requested the Oneida County Industrial Development Agency (the "Agency") provide financial assistance in connection with renovations to a 36,000± square foot building known as Building 770/774 (the "Improvements") situated on a 3.386± acre parcel of land located at 428 – 454 Phoenix Drive, Technology Heights, 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 to house a number of technology companies and common area for research and development and educational venues, all for the redevelopment and marketing of the Griffiss Business and Technology Park ("Griffiss Park") (the Land, the Improvements and the Equipment referred to collectively as the "Facility"); and

WHEREAS, the Agency owns the Facility and leases it to the Company pursuant to a Lease Agreement dated as of July 1, 2011 (the "Lease Agreement"); and

WHEREAS, GLDC currently subleases a 3,940 square foot portion of Building 770 to Integrated Community Network Alternatives ("ICAN") and the remaining 11,340 square feet of Building 770 is vacant and the Company continues to actively market the vacant portions of the Facility to end users; and

WHEREAS, GLDC currently subleases all 20,902 square feet of Building 774 to BAE Systems Information & Electronic Systems Integration, Inc. (BAE) under a lease that is scheduled to expire in October 2027; and

WHEREAS, the Company submitted an Application for Financial Assistance (the "Application") to the Agency advising that ICAN has requested to relocate from Building 770 to Building 776 into space currently occupied by CUBRC to expand its operations to

include a day care center, and CUBRC would then relocate to the space currently occupied by ICAN in Building 770; and

WHEREAS, the Company and the Agency entered into a Payment-In-Lieu-of-Tax Agreement dated as of July 1, 2011 (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 is requesting the Agency extend the term of the PILOT Agreement for an additional ten years in continued support of the Company's mission to redevelop and market Griffiss Park, as an inducement for ICAN to expand its operations to include a day care facility, and to retain and attract employment in Griffiss 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 the following fixed PILOT Payments, to be pro-rated on an annual basis only to that portion of the Facility that is occupied by a for-profit tenant:

Year 1/16:	79,754
Year 2:	81,349
Year 3:	82,976
Year 4:	84,636
Year 5:	86,329
Year 6:	88,055
Year 7:	89,816
Year 8:	91,613
Year 9:	93,445
Year 10:	95,314

By way of example, if in Year 16 for-profit tenants occupy 50% of the Facility, the fixed PILOT Payment would be \$39,877.

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 \$510,536 (approximately); and

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

1. **The nature of the proposed project.** Pursuant to its Certificate of Incorporation, the Company is operated “. . . exclusively for the charitable and public/quasi-public purposes of participating in the development and implementation of a comprehensive strategy to maintain, strengthen and expand the uses and viability of the former Griffiss Air Force Base in the City of Rome and Oneida County . . .” The Agency and the Company have been working together since the Company was first established in 1994 to jointly promote redevelopment of the former Griffiss AFB.

The Agency's continued lease of the Properties to the Company, and the Agency's continued financial assistance to the Company will promote, encourage and assist the Company in its redevelopment of Griffiss Park 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.** Tenants in Griffiss Park are primarily defense contractors and other businesses that are heavily reliant on federal contracts. The shift to fully remote and hybrid work trends have forced 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 Park is at an all-time high. Building 770 in particular has been mostly vacant for several years.

3. **The extent to which financial assistance for the properties will create or retain permanent, private sector jobs.** There are nearly 7,000 jobs at Griffiss Business Park of which approximately 3,756 are permanent, private sector jobs. The Company has been successful in facilitating redevelopment of the former Griffiss AFB, and the proposed Agency financial assistance will support the Company in achieving further success. The financial assistance will also help GLDC to incentivize BAE to extend its sublease in Building 774 and maintain its presence and employment in Griffiss Park.

4. Impact of the proposed tax exemptions on the tax jurisdictions:

Building 770 has been mostly vacant for several years and has generated nominal tax revenue for the tax jurisdictions. The fixed PILOT Payment will strengthen the Company's ability to negotiate leases with prospective tenants, which will in turn help to maximize revenue to the tax jurisdictions.

5. The extent to which redevelopment will provide a benefit (economic or otherwise) not otherwise available within the municipality:

The Project will provide the opportunity for ICAN to expand its operations and provide a much-needed day care facility within Griffiss Park. New York State has specifically requested that industrial development agencies give consideration to projects that include on-site child care facilities.

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 original 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 Application 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 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.

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 15, 2026 at eight a.m., local time, at Rome, New York which the following members were:

Members Present: Stephen Zogby, David Grow, Franca Armstrong, James Genovese, Kristen Martin, Timothy Reed

Members Present Virtual: Aricca Lewis

EDGE Staff Present: Shawna Papale, Marc Barraco, Tim Fitzgerald, Julie Daskiewich

EDGE Staff Virtual: Mark Kaucher

Others Present: Laura Ruberto, Mike Stoots and Ben Lunduski

Others Present Virtual: Linda Romano, Kevin McAuliffe, Heather Amendolare, Jenna Peppenelli

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

Voting Aye

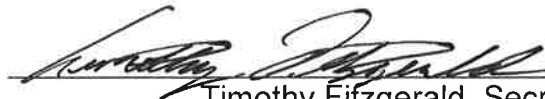
Stephen Zogby
David Grow
Franca Armstrong
James Genovese
Aricca Lewis
Kristen Martin
Timothy Reed

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 on July 12, 2026.



Timothy Fitzgerald, Secretary

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 June 4, 2026 at 9:30 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 Agency provide financial assistance in connection with renovations to a 36,000± square foot building known as Building 770/774 (the "Improvements") situated on a 3.386± acre parcel of land located at 428 – 454 Phoenix Drive, Technology Heights, 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 to house a number of technology companies and common area for research and development and educational venues, all for the redevelopment and marketing of the Griffiss Business and Technology Park ("Griffiss Park") (the Land, the Improvements and the Equipment referred to collectively as the "Facility").

The Agency owns the Facility and leases it to the Company pursuant to a Lease Agreement dated as of July 1, 2011 (the "Lease Agreement"). The Company further subleases portions of the Facility to Integrated Community Network Alternatives ("ICAN"), and other subtenants, all in furtherance of developing the Griffiss Park. ICAN wishes to relocate to another building within Griffiss Park to expand its operations to include a day care facility, and the current tenant wishes to relocate to the ICAN space. The Company and the Agency entered into a Payment-In-Lieu-of-Tax Agreement dated as of July 1, 2011 (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 Company's mission to redevelop and market Griffiss Park, as an inducement for ICAN to expand its operations to include a day care facility, and to retain and attract employment in Griffiss 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 fixed PILOT Payments to be pro-rated on an annual basis only to that portion of the Facility that is occupied by a for-profit tenant, which is 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 18, 2026

By: /s/ Tim Fitzgerald, Executive Director

EXHIBIT B

MINUTES OF PUBLIC HEARING

Oneida County Industrial Development Agency
GRIFFISS LOCAL DEVELOPMENT CORPORATION
(Building 770/774 Facility)

1. Julie Daskiewich, representative of the Oneida County Industrial Development Agency (the "Agency"), called the hearing to order at 9:39 a.m.
2. Ms. Daskiewich also recorded the minutes of the hearing.
3. Ms. Daskiewich 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 Agency provide financial assistance in connection with renovations to a 36,000± square foot building known as Building 770/774 (the "Improvements") situated on a 3.386± acre parcel of land located at 428 – 454 Phoenix Drive, Technology Heights, 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 to house a number of technology companies and common area for research and development and educational venues, all for the redevelopment and marketing of the Griffiss Business and Technology Park ("Griffiss Park") (the Land, the Improvements and the Equipment referred to collectively as the "Facility").

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4. Ms. Daskiewich 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. Ms. Daskiewich then asked if there were any further comments, and, there being none, the hearing was closed at 9:57 a.m.


Julie Daskiewich

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 June 4, 2026 at 9:30 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 July 24, 2026.



Timothy Fitzgerald, Secretary