

**Final Authorizing Resolution
Griffiss Local Development Corporation
(Building 770/774) Facility**

Transcript Document No. 9

Date: June 19, 2026

At a meeting of the Oneida County Industrial Development Agency (the "Agency") hosted at 584 Phoenix Drive, Rome, New York 13441 on June 19, 2026, the following members of the Agency were:

Members Present: Steve Zogby, David Grow, James Genovese, Aricca Lewis, and Franca Armstrong.

EDGE Staff Present: Marc Barraco, Tim Fitzgerald, Julie Daskiewich, and Rachel Hadden.

Others Present: Ben Kinne; WKTV News Channel 2

Others Present Virtually: Laura Ruberto, Linda Romano, Bond Schoeneck & King; Jenna Peppenelli, and Mark Levitt; Levitt & Gordon.

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to proposed financial assistance to Griffiss Local Development Corporation (Building 770/774) Facility.

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

Steve Zogby voting aye;
David Grow voting aye;
James Genovese voting aye;
Aricca Lewis voting aye;
Franca Armstrong voting aye.

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE THE FIRST AMENDED LEASE AGREEMENT, THE FIRST AMENDED PILOT AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE GRIFFISS LOCAL DEVELOPMENT CORPORATION (BUILDING 770/774) 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, 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 36,252± 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 11,410 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 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 16:	\$79,754
Year 17:	\$81,349
Year 18:	\$82,976
Year 19:	\$84,636
Year 20:	\$86,329
Year 21:	\$88,055
Year 22:	\$89,816
Year 23:	\$91,613
Year 24:	\$93,445
Year 25:	\$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.

WHEREAS, the value of the Financial Assistance is estimated at \$510,536 (approximately) and the Financial Assistance is a deviation from the Agency's Uniform Tax Exemption Policy; and

WHEREAS, the Agency by resolution duly adopted on May 15, 2026 (the "Inducement Resolution") decided to proceed under the provisions of the Act to lease the Facility and directed that a public hearing be held and enter into the Lease Agreement and Leaseback Agreement; and

WHEREAS, the Agency conducted a public hearing on June 4, 2026 and has received all comments submitted with respect to the Financial Assistance and the nature and location of the Facility; and

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

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

Section 1. The Agency hereby finds and determines:

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

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

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

(d) The Project is reasonably necessary to induce the Company to preserve the Company’s competitive position in its industry and maintain and expand the Company’s business operations in the State of New York; and

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

(f) The SEQRA findings adopted by the Agency at its meeting on May 15, 2026 encompassed the actions to be undertaken by this resolution and no changes have been made to the proposed action that would create new or increased adverse environmental impacts; and

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

(h) The First Amended and Restated Lease Agreement between the Agency and the Company (the “First Amended Lease”) will be an effective instrument whereby the Agency continues to lease the Facility to the Company; and

(i) The First Amended and Restated Payment-In-Lieu-of-Tax Agreement (the “First Amended PILOT”) by and between the Company and the Agency will be an effective instrument whereby the Company agrees to make payments-in-lieu-of-taxes for the duration of the term of the First Amended Lease.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) continue to lease the Facility to the Company pursuant to the First Amended Lease, (ii) execute, deliver and perform the First Amended Lease, (iii) execute, deliver and perform the First Amended PILOT; and (vi) deviate from Policy and provide the Financial Assistance to the Company in support of the Project for the reasons more particularly described in the Inducement Resolution.

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

Section 4. The form and substance of the First Amended Lease and the First Amended PILOT (each in substantially the Agency’s customary forms and which, prior to the execution and delivery thereof, may be redated) 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 First Amended Lease and the First Amended PILOT, in substantially the forms thereof approved at 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 (as defined in and pursuant to the Leaseback Agreement).

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

Section 7. This resolution shall take effect immediately.

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 June 19, 2026 with the originals thereof on file in my office, and that the same are true and correct copies of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the First Amended Lease and the First Amended PILOT contained in this transcript of proceedings are each in substantially the forms presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) the meeting was open for the public to attend in person and public notices of the time and place of said meetings were duly given, (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 July 24, 2026.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: 
Timothy Fitzgerald, Secretary