

APPROVING RESOLUTION

A regular meeting of the County of Oswego Industrial Development Agency was convened in public session on June 4, 2009, at 9:00 a.m., at 44 West Bridge Street, Oswego, New York.

The meeting was called to order by the Chair and, upon the roll being duly called, the following members were:

Present: Donald H. Kunzwiler, Arthur W. Ospelt, Carolyn A. Rush, H. Leonard Schick, Morris Sorbello and L. Michael Treadwell

Absent: Gary T. Toth

Also Present: Kevin C. Caraccioli

The following resolution was duly offered and seconded:

RESOLUTION DETERMINING PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT THAT CERTAIN ADDITIONS TO THE PROJECT FACILITY WILL NOT HAVE A SIGNIFICANT IMPACT ON THE ENVIRONMENT; AUTHORIZING THE AGENCY'S PARTICIPATION IN CERTAIN AMENDED DOCUMENTS IN CONNECTION WITH THE AMENDED PROJECT; AND APPOINTING OSWEGO HAMILTON HOMES PHASE I, LLC AS AGENT OF THE AGENCY FOR THE PURPOSE OF CONSTRUCTING AND EQUIPPING THE AMENDED PROJECT

WHEREAS, the County of Oswego Industrial Development Agency (the "**Agency**") is authorized and empowered by Title 1 of Article 18-A of the General Municipal Law of the State of New York (the "**State**"), as amended, together with Chapter 234 of the Laws of 1973 of the State of New York, as amended from time to time (collectively, the "**Act**") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, including industrial pollution control facilities, railroad facilities and certain horse racing facilities, for the purpose of promoting, attracting, encouraging and developing recreation and economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State, to improve their recreation opportunities, prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to grant "financial assistance" (as defined in the Act) in connection with the

acquisition, reconstruction and equipping of one or more “projects” (as defined in the Act); and

WHEREAS, on or about December 4, 2006, Housing Visions Consultants, Inc., a New York not-for-profit corporation, on behalf of Oswego Hamilton Homes, LLC (the “**Company**”) and other entities to be formed, submitted an application to the Agency (“**Application**”), a copy of which is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the “**Project**”) to be completed in one or more phases and consisting of: (i) the acquisition of a leasehold interest in approximately 14 acres of improved real property (the “**Land**”) located at 91 and 96 Hamilton Street, in the City of Oswego, Oswego County; (ii) the interior demolition of 27 residential buildings and reconstruction and rehabilitation thereof for use as an approximately 189 unit affordable housing facility and incidental administrative office space (the “**Facility**”), all located on the Land; (iii) the acquisition of and installation in the Facility of various machinery, equipment and furnishings (the “**Equipment**”) (the Land, Facility and Equipment are hereinafter collectively referred to as the “**Project Facility**”); (iv) the granting of certain financial assistance in the form of exemptions from real property tax, mortgage recording tax, and sales and use taxation (collectively, the “**Financial Assistance**”); and (v) the lease with an obligation to purchase or sale of the Project Facility to the Company pursuant to an agreement; and

WHEREAS, the Agency previously adopted resolutions, which among other things, authorized the undertaking of the Project, a determination that the Project constituted a “Type II Action” as such term is defined in SEQRA for which no further review is required, the appointment of the Company as its agent for purposes of completing the Project, a payment in lieu of tax agreement and the granting of certain other financial assistance (hereinafter collectively referred to as the “**Resolutions**”);

WHEREAS, thereafter the Company submitted a supplemental application clarifying the identity and scope of the phases associated with the Project as well as the financial assistance being provided in conjunction with each phase (the “**First Supplemental Application**”); and

WHEREAS, as part of the First Supplemental Application, the first phase of the Project was defined to include 5.34 acres of the Land consisting of six (6) of the twenty-seven (27) buildings plus the incidental administrative office space and approximately fifty-four (54) of the one hundred eighty nine (189) affordable housing units (“**Phase I**”); and

WHEREAS, Phase I was to be conveyed and owned by Oswego Hamilton Homes Phase I, LLC (“**Phase I, LLC**”); and

WHEREAS, the Agency conducted a public hearing with respect to the First Supplemental Application on December 11, 2007 pursuant to Section 859-a of the Act, notice of which was published on November 11, 2007 in the Post Standard, a newspaper of general circulation in the County of Oswego, New York and given to the chief executive officers of the affected tax jurisdictions by letter dated November 9, 2007; and

WHEREAS, by resolution dated December 11, 2007 the Agency ratified its prior resolutions regarding the Project Facility and authorized the scope of Phase I and appointed Phase

I, LLC as its agent for purposes of acquiring and constructing Phase I; and

WHEREAS, Phase I, LLC submitted a second supplemental application requesting that the Agency extend its interest in the Phase I Project Facility in order to permit the completion of construction and equipping of an approximate 1,480 square foot addition to the administration building located on the Phase I Land (the “**Addition**”) and granting certain additional financial assistance in the form of sales and use tax exemption; and modifying the PILOT Agreement previously approved and entered between the Agency and the Phase I, LLC to provide for the Addition (collectively the “**Additional Financial Assistance**” and together with the entire second application the “**Second Supplemental Application**”); and

WHEREAS, pursuant to SEQRA, the Agency is required to make a determination with respect to the environmental impact of any “action” (as defined by SEQRA) to be taken by the Agency and the approval of the Addition and the grant of the Additional Financial Assistance constitute such an action; and

WHEREAS, to aid the Agency in determining whether the acquisition, construction, and equipping of the Addition may have a significant effect upon the environment, the Phase I, LLC has prepared and submitted to the Agency an Environmental Assessment Form (the “**EAF**”), a copy of which is attached hereto as **Exhibit “A”**, and copies of said EAF are on file in the office of the Agency and are readily accessible to the public; and

WHEREAS, the Agency has examined and reviewed the EAF and related application materials in order to classify the Project and make a determination as to the potential significance of the Project pursuant to SEQRA; and

NOW, THEREFORE, be it resolved by the members of the County of Oswego Industrial Development Agency, as follows:

Section 1. It is the policy of the State to promote the economic welfare, recreational opportunities and prosperity of its inhabitants and to actively promote, attract, encourage and develop recreation and economically sound commerce and industry for the purpose of preventing unemployment and economic deterioration. It is among the purposes of the Agency to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of certain facilities, including commercial facilities, and thereby advance the job opportunities, health, general prosperity and economic welfare of the people of the State and to improve their recreation opportunities, prosperity and standard of living.

Section 2. Based upon the representations and projections made by the Phase I, LLC to the Agency, the Agency hereby makes the following determinations:

A. The Agency ratifies the findings in both its prior resolutions regarding the Project Facility and its SEQRA findings with respect to the Project;

B. Based upon an examination of the EAF prepared by the Phase I, LLC, the criteria

contained in 6 NYCRR §617.7(c), and based further upon the Agency's knowledge of the area surrounding the Project Facility, all the representations made by the Phase I, LLC in connection with the Addition and the Additional Financial Assistance, and such further investigation of the Addition and the Additional Financial Assistance and its environmental effects as the Agency has deemed appropriate, the Agency makes the following findings and determinations with respect to the Project pursuant to SEQRA:

(i) The Addition and Additional Financial Assistance consists of the components described herein;

(ii) The Addition and the Additional Financial Assistance constitute an "Unlisted Action" (as said quoted term is defined in SEQRA);

(iii) The Agency declares itself "Lead Agency" (as said quoted term is defined in SEQRA) with respect to an uncoordinated review of the Addition and the Additional Financial Assistance pursuant to SEQRA;

(iv) The Addition and the Additional Financial Assistance will not have a significant effect on the environment, and the Agency hereby issues a negative declaration for the Addition pursuant to SEQRA, which shall be filed in the office of the Agency in a file that is readily accessible to the public.

C. The commitment of the Agency to provide the Additional Financial Assistance to the Phase I, LLC will enable the Phase I, LLC to construct the Addition. The Additional Financial Assistance is below the statutory threshold for requiring a public hearing.

D. The construction and equipping of the Addition will promote employment opportunities by the creation and preservation of both full and part-time jobs.

E. The construction, equipping and operation of the Addition and the attendant promotion of the local economy will advance the job opportunities, health, prosperity and economic welfare of the people of the County of Oswego.

Section 3. A copy of this Resolution, together with the attachments hereto, shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

Section 4. The Secretary/Treasurer of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Phase I, LLC and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 5. Counsel to the Agency and special Agency counsel are hereby authorized to work with the Phase I, LLC, and others to prepare, for submission to the Agency, all documents necessary to effectuate any transfer of the Phase I, LLC's interest in the Addition to the Agency, the sublease of the Addition back to the Phase I, LLC, the amendment to the PILOT Agreement in order to provide for the Addition as well as any other necessary documents to carry

out the intent of this Resolution, including but not limited to the appointment of the Phase I, LLC as the agent of the Agency for purposes of constructing and equipping the Addition.

Section 6. This Resolution shall take effect immediately.

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

| | <u>Aye</u> | <u>Nay</u> | <u>Abstain</u> | <u>Recuse</u> | <u>Absent</u> |
|----------------------|------------|------------|----------------|---------------|---------------|
| Donald H. Kunzwiler | X | | | | |
| Arthur W. Ospelt | X | | | | |
| Carolyn A. Rush | X | | | | |
| H. Leonard Schick | X | | | | |
| Morris Sorbello | X | | | | |
| Gary T. Toth | | | | | X |
| L. Michael Treadwell | X | | | | |

The resolution was thereupon declared duly adopted.

State of New York)
) ss.:
County of Oswego)

I, the undersigned Secretary of the County of Oswego Industrial Development Agency, Do Hereby Certify that (i) I have compared the annexed extract of the minutes of the meeting of the County of Oswego Industrial Development Agency (the “**Agency**”) held on June 4, 2009, 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 the whole of such original insofar as the same relates to the subject matters referred to therein.

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

In Witness Whereof, I have hereunto set my hand and affixed the seal of the Agency on June 4, 2009.

Secretary