

**MINUTES**  
**COUNTY OF OSWEGO INDUSTRIAL DEVELOPMENT AGENCY**  
**December 19, 2018**  
**IDA OFFICE BUILDING**  
**44 W. BRIDGE ST.**  
**OSWEGO, NEW YORK**

**PRESENT:** Canale, Kells, Schick, Sorbello, Stahl, Toth and Trimble

**Absent/Excused:** None

**Also Present:** Atom Avery, Mayor William Barlow, Kevin C. Caraccioli, Kevin LaMontagne, Michael Stevens and L. Michael Treadwell

Chair Toth called the meeting to order at 9:00 a.m. at the offices of the County of Oswego IDA in Oswego, NY. Mr. Toth recognized Mr. Stahl for his recent appointment to the COIDA by the County Legislature.

**APPROVAL OF MINUTES**

On a motion by Mr. Kells, seconded by Mr. Sorbello, the minutes of the November 14, 2018 meeting were approved. Mr. Trimble abstained.

**TREASURER'S REPORT**

On a motion by Mr. Schick, seconded by Mr. Trimble, the Financial Statements for the period ended August 31, 2018 were approved.

**NOTICE OF MEETING**

Meeting notices were posted at the Oswego County Building, the IDA Office Building and on the IDA website. A notice was published in The Palladium Times on November 30, 2018.

**Executive Session**

Chair Toth and Mr. Caraccioli reported that due to matters involving the financial history of a business/organization and individuals and pending and current contractual matters, on a motion by Mr. Sorbello, seconded by Mr. Kells, it was approved to go into Executive Session at 9:04 a.m.

On a motion by Mr. Sorbello, seconded by Mr. Kells, the Executive Session ended at 10:57 a.m.

**Delinquent Loan Report**

Mr. LaMontagne reviewed the report for the period ended November 30, 2018 in Executive Session. Mr. Stahl reported that the auction date by the County was January 18, 2019 as it related to the land associated with the Eco Foam Insulators project.

**Litatro Building, LLC**

Mr. Avery reviewed the scope of the project in Executive Session and following a review of the Application for Financial Assistance, on a motion by Mr. Kells, seconded by Mr. Canale, a resolution was approved determining that the acquisition, construction and equipping of a mixed-use facility at the request of the Company constitutes a project and describing the financial assistance requested in connection therewith and authorizing a public hearing. A copy of the Initial Resolution is attached and made an official part of the minutes.

It was recognized that the PILOT request would be a deviation from the UTEP.

Mayor Barlow stated that this project was a key component of the DRI and he supports the project.

**S&A Holdings of CNY, LLC/The Maples Assisted Living Facility, LLC**

Mr. Avery and Dr. Stevens reviewed the scope of the project in Executive Session and following a review of the Application for Financial Assistance, on a motion by Mr. Schick, seconded by Mr. Kells, a resolution was approved determining that the acquisition, renovation and/or improvement and equipping of a commercial facility at the request of the Company for use as an assisted living facility constitutes a project; describing the financial assistance requested in connection therewith and authorizing a public hearing. A copy of the Initial Resolution is attached and made an official part of the minutes.

It was recognized that the PILOT request would be a deviation from the UTEP.

**Happy Hearts Childcare, Inc.**

Following a discussion in Executive Session, on a motion by Mr. Sorbello, seconded by Mr. Stahl, authorization was approved to replace NBT's interim SBA 504 financing with COIDA interim loan. Authorization was also approved to waive fees.

**Northland Filter**

Following a discussion in Executive Session, on a motion by Mr. Kells, seconded by Mr. Sorbello, the proposed restructuring associated with Operation Oswego County debt on the Spec Building was approved. On a motion by Mr. Kells, seconded by Mr. Trimble, approval for a subdivision in the LOIP was authorized.

**Cahill Landing Project**

Following a discussion in Executive Session, on a motion by Mr. Schick, seconded by Mr. Canale, authorization was approved to proceed on the Straight Lease Transaction on the project.

**J&E Reid Enterprises**

Following a discussion in Executive Session and a review of the Company's Application for a MEP Loan, on a motion by Mr. Schick, seconded by Mr. Trimble, a loan was approved in the amount of \$17,000.

**Geo Hotel, Inc./Water Park**

Following a discussion, on a motion by Mr. Kells, seconded by Mr. Canale, a resolution was approved approving an increase in the amount of financial assistance awarded to the project in the form of an exemption from mortgage recording tax; and authorizing the execution of certain documents in connection therewith. A copy of the Resolution is attached and made an official part of the minutes.

**Lakeside Commons, LLC**

Following a review of the Company's request to amend the Sales Tax Exemption amount by \$10,000., on a motion by Mr. Kells, seconded by Mr. Trimble, the request was approved.

**Howland Solar, LLC**

Mr. Caraccioli reviewed a proposed adjustment to the PILOT terms of \$500 due to additional property that would be under the PILOT approved. On a motion by Mr. Kells, seconded by Mr. Stahl, the amendment adjustment was approved.

**Council of Development Finance Agencies**

Following a discussion, on a motion by Mr. Sorbello, seconded by Mr. Canale, authorization was approved to pay the Annual Member Dues for 2019 in the amount of \$550.

**Cushman & Wakefield, Inc.**

Mr. Treadwell reported that the appraisal report costs \$4,500.

**Connexgen, LLC**

Following a review for a request for a prepossession agreement for the 120 St. Paul St. Building dated December 18, 2018, on a motion by Mr. Canale, seconded by Mr. Schick the request was approved.

**Oswego Speedway**

Following a discussion, on a motion by Mr. Canale, seconded by Mr. Sorbello, authorization to sign the Subordination, Non-Disturbance and Attornment Agreement associated with AT&T were approved.

**2018 CFA Awards**

Mr. Treadwell distributed a list of 11 projects in Oswego County that were approved for CFA funding on December 18, 2018.

**Next Meeting**

January 18, 2019 at 9:00 a.m. was scheduled.

**Adjournment**

On a motion by Mr. Sorbello, seconded by Mr. Canale, the meeting was adjourned at 11:45 a.m.

Respectfully Submitted,

H. Leonard Schick  
Secretary

## INITIAL RESOLUTION

A regular meeting of the County of Oswego Industrial Development Agency (the “*Agency*”) was convened in public session on December 19, 2018 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:** Nick Canale, Jr., Tom Kells, H. Leonard Schick, Morris Sorbello, Tim Stahl, Gary T. Toth and Barry Trimble.

**ABSENT:** None

**ALSO PRESENT:** Atom Avery, Mayor William Barlow, Kevin C. Caraccioli, Kevin LaMontagne, Michael Stevens and L. Michael Treadwell

The following resolution was duly offered and seconded:

### **RESOLUTION DETERMINING THAT THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF A MIXED-USE FACILITY AT THE REQUEST OF THE COMPANY CONSTITUTES A PROJECT AND DESCRIBING THE FINANCIAL ASSISTANCE REQUESTED IN CONNECTION THEREWITH AND AUTHORIZING A PUBLIC HEARING**

**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**, Litatro Building, LLC, a New York limited liability company, on behalf of itself and/or entities formed or to be formed on behalf of the foregoing (the “**Company**”), submitted an application to the Agency on or about November 20, 2018 (“**Application**”), a copy of which is on file at the office of the Agency, requesting the Agency consider undertaking a project (the “**Project**”) consisting of: (A)(i) the acquisition of a leasehold interest (or sub-leasehold interest) in real property located at 189 W. First Street (Tax Map #128.55-02-14.02) in the City of Oswego, State of New York (collectively, the “**Land**”) improved by an approximately 5,900 square foot building (the “**Existing Building**”); (ii) demolition of the Existing Building and the construction of a four (4) story building mixed-use building (the “**Facility**”); (iii) the acquisition and installation in and around the Facility and/or for use in connection with the Project of various machinery, equipment, furnishings and other items of tangible personal property (collectively the “**Equipment**”) (the Land, the Facility and Equipment are hereinafter collectively referred to as the “**Project Facility**”), which Project Facility will contain approximately 16 residential units and approximately 2,100 square feet of commercial space; (B) the granting of certain financial assistance in the form of exemptions from real property taxes, mortgage recording tax (except as limited by Section 874 of the Act) and State and local sales and use tax (collectively, the “**Financial Assistance**”); and (C) the lease of the Land and Facility by the Agency pursuant to a lease agreement; the acquisition by the Agency of an interest in the Equipment pursuant to a bill of sale from the Company; and the sublease of the Project Facility back to the Company pursuant to a sublease agreement; and

**WHEREAS**, pursuant to Article 8 of the Environmental Conservation Law of the State of New York, as amended, and the regulations of the Department of Environmental Conservation of the State of New York promulgated thereunder (collectively referred to hereinafter as “**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 preliminary agreement of the Agency to undertake the Project constitutes such an action; and

**WHEREAS**, the grant of Financial Assistance to the Project is subject to the Agency finding after a public hearing pursuant to Section 859-a of the Act that the Project will serve the public purposes of the Act by promoting economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State or increasing the overall number of permanent, private sector jobs in the State; and

**WHEREAS**, the Agency has not approved undertaking the Project or the granting of the Financial Assistance; and

**WHEREAS**, the grant of Financial Assistance to the Project is subject to the Agency finding after a public hearing pursuant to Section 859-a of the Act that the Project will serve the public purposes of the Act by promoting economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State or increasing the overall number of permanent, private sector jobs in the State;

**NOW, THEREFORE**, be it resolved by the Members of the County of Oswego

Industrial Development Agency as follows:

**Section 1.** Based upon the representations made by the Company to the Agency, the Agency hereby makes the following findings and determinations:

(a) The Project Facility constitutes a “project” within the meaning of the Act;

(b) The Financial Assistance contemplated with respect to the Project consists of exemptions from real property tax, mortgage recording tax (except as limited by Section 874 of the Act) and State and local sales and use tax; and

**Section 2.** The Agency hereby directs that pursuant to Section 859-a of the Act, a public hearing with respect to the Project and Financial Assistance shall be scheduled with notice thereof published, and such notice shall further be sent to affected tax jurisdictions within which the Project is located.

**Section 3.** A copy of this Resolution 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 Chief Executive Officer of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company 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.** 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>Absent</u>	<u>Recuse</u>
Nick Canale, Jr.	X				
Tom Kells	X				
Tim Stahl	X				
H. Leonard Schick	X				
Morris Sorbello	X				
Gary T. Toth	X				
Barry Trimble	X				

The resolution was thereupon declared duly adopted.

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

I, the undersigned Chief Executive Officer 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 December 19, 2018, 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 December 19, 2018.

---

L. Michael Treadwell  
Chief Executive Officer

(SEAL)

## INITIAL RESOLUTION

A regular meeting of the County of Oswego Industrial Development Agency (the “*Agency*”) was convened in public session on December 19, 2018 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:** Nick Canale, Jr., Tom Kells, H. Leonard Schick, Morris Sorbello, Tim Stahl, Gary T. Toth and Barry Trimble.

**ABSENT:** None

**ALSO PRESENT:** Atom Avery, Mayor William Barlow, Kevin C. Caraccioli, Kevin LaMontagne, Michael Stevens and L. Michael Treadwell

The following resolution was duly offered and seconded:

**RESOLUTION DETERMINING THAT THE ACQUISITION, RENOVATION AND/OR IMPROVEMENT AND EQUIPPING OF A COMMERCIAL FACILITY AT THE REQUEST OF THE COMPANY FOR USE AS AN ASSISTED LIVING FACILITY CONSTITUTES A PROJECT; DESCRIBING THE FINANCIAL ASSISTANCE REQUESTED IN CONNECTION THEREWITH AND AUTHORIZING A PUBLIC HEARING**

**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**, The Maples Assisted Living Facility, LLC, a New York limited liability company, (the “Operating Company”) and S & A Holdings of CNY, LLC (the “Real Estate Holding Company”) and together with the Operating Company, the “Company”), on behalf of themselves and/or entities formed or to be formed on behalf of the foregoing, have submitted an application to the Agency on or about November 20, 2018 (“**Application**”), a copy of which is on file at the office of the Agency, requesting the Agency consider undertaking a project (the “**Project**”) consisting of: (A) (i) the acquisition of a leasehold interest (or sub-leasehold interest) in approximately 1.17 acres of real property located at 453 Park Street (Tax Map #236.81-03-35), City of Fulton, County of Oswego, State of New York (the “**Land**”); (ii) the renovation and/or improvement of the existing approximately 41,000 square foot building located on the Land (the “**Facility**”); and (iii) the acquisition and installation in and around the Facility and/or for use in connection with the Project of various machinery, equipment, furnishings and other items of tangible personal property (the “**Equipment**”) (the Land, Facility and Equipment are hereinafter collectively referred to as the “**Project Facility**”), which Project Facility will be used as an assisted living facility; (B) the granting of certain financial assistance in the form of exemptions from real property taxes, mortgage recording tax (except as limited by Section 874 of the General Municipal) and State and local sales and use tax (collectively, the “**Financial Assistance**”); and (C) the lease (or sub-lease) of the Land and the Facility by the Company to the Agency pursuant to a lease agreement; the acquisition by the Agency of an interest in the Equipment pursuant to one or more bills of sale from the Company; the sublease of the Project Facility back to the Real Estate Holding Company pursuant to a sublease agreement; and

**WHEREAS**, pursuant to Article 8 of the Environmental Conservation Law of the State of New York, as amended, and the regulations of the Department of Environmental Conservation of the State of New York promulgated thereunder (collectively referred to hereinafter as “**SEQRA**”), the Agency is required to make a determination with respect to the environmental impact of any “action” (as said quoted term is defined in SEQRA) to be taken by the Agency and the approval of the Project constitutes such an action; and

**WHEREAS**, the Agency has not yet made a determination under SEQRA;

**WHEREAS**, the Agency has not approved undertaking the Project or the granting of the Financial Assistance; and

**WHEREAS**, the grant of Financial Assistance to the Project is subject to the Agency finding after a public hearing pursuant to Section 859-a of the Act that the Project will serve the public purposes of the Act by promoting economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State or increasing the overall number of permanent, private sector jobs in the State;

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

**Section 1.** Based upon the representations made by the Company to the Agency, the Agency hereby makes the following findings and determinations:

(a) The Project Facility constitutes a “project” within the meaning of the Act.

(b) The Financial Assistance contemplated with respect to the Project consists of exemptions from real property tax, mortgage recording tax (except as limited by Section 874 of the Act) and sales and use taxation.

**Section 2.** The Agency hereby directs that pursuant to Section 859-a of the Act, a public hearing with respect to the Project and Financial Assistance shall be scheduled with notice thereof published, and such notice shall further be sent to affected tax jurisdictions within which the Project is located.

**Section 3.** A copy of this Resolution 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 Chief Executive Officer of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company 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.** 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>Absent</u>	<u>Recuse</u>
Nick Canale, Jr.	X				
Tom Kells	X				
Tim Stahl	X				
H. Leonard Schick	X				
Morris Sorbello	X				
Gary T. Toth	X				
Barry Trimble	X				

The resolution was thereupon declared duly adopted.

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

I, the undersigned Chief Executive Officer 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 December 19, 2018, 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 December 19, 2018.

---

L. Michael Treadwell  
Chief Executive Officer

(SEAL)

## RESOLUTION

A regular meeting of the County of Oswego Industrial Development Agency was convened in public session on December 19, 2018, at 9:00 a.m., at 44 West Bridge Street, Oswego, New York.

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

**PRESENT:** Nick Canale, Jr., Tom Kells, H. Leonard Schick, Morris Sorbello, Tim Stahl, Gary T. Toth and Barry Trimble.

**ABSENT:** None

**ALSO PRESENT:** Kevin C. Caraccioli, Kevin LaMontagne and L. Michael Treadwell

The following resolution was duly offered and seconded:

**RESOLUTION APPROVING AN INCREASE IN THE AMOUNT OF FINANCIAL ASSISTANCE AWARDED TO THE PROJECT IN THE FORM OF AN EXEMPTION FROM MORTGAGE RECORDING TAX; AND AUTHORIZING THE EXECUTION OF CERTAIN DOCUMENTS IN CONNECTION THEREWITH**

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

**WHEREAS**, the Agency, by resolution adopted on February 28, 2018 (the “*Resolution*”), agreed to undertake a certain project (the “*Project*”) at the request of Geo Hotel Co., Inc., a New

York State business corporation, or an entity to be formed (the “*Company*”) consisting of: (A) (i) the acquisition of a leasehold (or sub-leasehold) interest in approximately 1.13 acres of real property located at 60-90 East First Street, City of Oswego, State of New York (the “*Land*”) improved by an existing storage garage and a Quality Inn Hotel (the “*Hotel*”), all located on the Land; (ii) demolition of the storage garage and the construction of an approximately 16,000 square foot water park building adjacent and connected to the Hotel (the “*Facility*”); (iii) the acquisition and installation in and around the Facility and/or for use in connection with the Project of various machinery, equipment and furnishings (collectively the “*Equipment*”) (the Land, the Hotel, the Facility and Equipment are hereinafter collectively referred to as the “*Project Facility*”); (B) the granting of certain financial assistance in the form of exemptions from real property taxes, mortgage recording tax (as limited by Section 874 of the General Municipal Law), State and local sales and use tax and entering a lease transaction for the purchase of equipment to be used in the Project Facility in an amount not to exceed \$500,000 (the “*Equipment Lease*”) (collectively, the “*Financial Assistance*”); and (C) the lease (or sub-lease) of the Land, the Hotel and the Facility by the Company to the Agency pursuant to a lease agreement; the acquisition by the Agency of an interest in the Equipment pursuant to a bill of sale from the Company; the sublease of the Project Facility back to the Company pursuant to a sublease agreement; and the lease of certain Equipment to the Company; and

**WHEREAS**, the Agency previously conducted an environmental review of the Project under 6 NYCRR Part 617 (“*SEQRA*”) and has determined that the Additional Financial Assistance (as defined herein) is in furtherance of the Financial Assistance previously approved for the Project, and does not require reconsideration or further review by the Agency under SEQRA; and

**WHEREAS**, the amount of mortgage recording tax exemption originally approved by the Agency as part of the Financial Assistance was an amount not to exceed \$22,500 (the “*Original Mortgage Tax Exemption*”); and

**WHEREAS**, the Company advised the Agency that the amount of the construction mortgage associated with the Project has increased since the date of the Application as the financing for the Project has been finalized and so as to provide the Company with a bridge loan in advance of the receipt by the Company of a grant from the State of New York; and

**WHEREAS**, the Company requested an increase of approximately \$13,387.50 to the Original Mortgage Tax Exemption (the “*Additional Financial Assistance*”) such that the total award of mortgage recording tax exemption for the Project would total \$35,887.50; and

**WHEREAS**, the Agency has given due consideration to the request for Additional Financial Assistance and to representations by the Company that the proposed Additional Financial Assistance: (i) will facilitate the Company’s ability to complete the Project in the County of Oswego (the “*County*”); and (ii) will not result in the removal of a commercial, industrial or manufacturing plant or facility of the Company or any other proposed occupant of the Project from one area of the State to another area of the State or in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located in the State, except as may be permitted by the Act; (iii) undertaking the Project has advanced, and will continue to promote, create and/or full and part-time jobs in the State and the County.

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

(1) Based upon the representations made by the Company to the Agency, and the reason presented by the Company in support of its request for the Additional Financial Assistance, the Agency hereby approves the Additional Financial Assistance and the Chief Executive Officer and/or (Vice) Chairperson, acting individually, are each authorized to execute and deliver the documents and agreements identified herein and any and all such additional certificates, instruments, documents or affidavits, to pay any such other fees, charges and expenses, to make such other changes, omissions, insertions, revisions, or amendments to the documents referred to herein and to do and cause to be done any such other acts and things, as they determine, on advice of counsel to the Agency, may be necessary or desirable to consummate the transactions contemplated by this Resolution.

(2) The granting of the Additional Financial Assistance does not amount to a significant change in the Project from what was originally approved by the Agency, and therefore no further review under SEQRA is required.

(3) No covenant, stipulation, obligation or agreement contained in this resolution or any document referred to above shall be deemed to be the covenant, stipulation, obligation or agreement of any member, officer, agent or employee of the Agency in his or her individual capacity. Neither the members nor officers of the Agency, nor any person executing any documents referred to above on behalf of the Agency, shall be liable thereon or be subject to any personal liability or accountability by reason of the execution or delivery thereof.

(4) The Executive Director of the Agency is hereby authorized to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

(5) This Resolution shall take effect immediately, but is subject to the payment by the Company of the Agency’s administrative and legal fees associated with this request.

(6) A copy of this Resolution shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

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>Absent</u>	<u>Recuse</u>
Nick Canale, Jr.	X				
Tom Kells	X				
Tim Stahl	X				
H. Leonard Schick	X				
Morris Sorbello	X				
Gary T. Toth	X				
Barry Trimble	X				

The foregoing resolution was thereupon declared duly adopted.

