

**ANNUAL MEETING MINUTES**  
**COUNTY OF OSWEGO INDUSTRIAL DEVELOPMENT AGENCY**  
**August 30, 2023**  
**44 West Bridge St.**  
**Oswego, NY**

**PRESENT:** Canale, Greco, Peter-Clark, Schick, Stahl, Trimble and Toth

**Absent/Excused:** None

**Also Present:** Kevin LaMontagne CFO, Austin Wheelock CEO, Kevin Caraccioli (COIDA legal counsel), Gregory Barkstrom from LeChase Development Services

Chair Toth convened the Annual Meeting of the County of Oswego Industrial Development Agency at 8:41AM at the IDA office in Oswego, NY.

**APPOINTMENT OF OFFICERS**

Per the County of Oswego Industrial Development Agency By-Laws, the officers of the organization are required to be appointed at the Annual Meeting to take place in the month of August. Mr. Schick moved a slate of officers of Gary Toth as Chair, Nick Canale as Vice Chair, and Tim Stahl as Secretary/Treasurer. Chairman Toth asked if there were any other nominations. Hearing no other nominations, Chairman Toth asked if all were in favor of the nominations, which was then approved unanimously.

This was the only agenda item for the Annual Meeting. There was a motion by Mr. Canale and a second by Mr. Greco to end the Annual Meeting and begin the regular meeting, which was approved unanimously.

**MINUTES**

On a motion by Mr. Greco, seconded by Mr. Trimble the minutes of the July 25, 2023 meeting 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 August 15, 2023.

**TREASURER'S REPORT**

Mr. LaMontagne gave a review of the Financial Statements from the beginning of Fiscal Year through July 31, 2023. Mr. LaMontagne gave an update regarding our loan loss reserve process for potential bad debts. Mr. Schick asked if that was updated annually which Mr. LaMontagne stated it is. Mr. LaMontagne and Mr. Wheelock commented on how the income generated for the year was very close to projections and that next year looked to be stronger based on current projects in process. On a motion by Mr. Stahl, seconded by Mr. Schick, the Financial Statements for the period ended July 31, 2023 were approved.

**LECHASE DEVELOPMENT SERVICES, LLC**

An overview of the project was provided by Mr. Barkstrom from LeChase Development Services, LLC on the redevelopment of 120 East First St. into a multi-floor healthcare facility in the City of Oswego. Ms. Peter Clark added that the building will be much more accessible to clients and residents of downtown and the project adds to the investments made by the Oswego DRI. On a

motion by Mr. Canale, seconded by Mr. Schick, a Resolution determining that the acquisition, reconstruction, renovation and equipping of a certain facility at the request of LeChase Development Services, LLC constitutes a project, describing the financial assistance requested in connection therewith, and authorizing a Public Hearing was approved. Ms. Peter Clark recused herself from voting due to her conflict of interest from Connexicare benefitting from the potential financial assistance from the project. The Initial Resolution is attached.

#### **CONFLICT WAIVER REQUEST**

Mr. Caraccioli reported that Barclay Damon has requested the Oswego County IDA to approve a conflict waiver due to being retained by RIC Energy to provide legal representation. RIC Development has several active solar projects in Oswego County and could bring future projects. Barclay Damon has provided Mr. Caraccioli with sufficient proof that the staff that provides services to the IDA will be separate and insulated from the staff that will provide services to RIC Energy. On a motion by Mr. Schick, seconded by Mr. Canale, the conflict waiver request was approved.

#### **Z&C HOLDINGS OF NY, LLC/43 NORTH MARINA, LLC**

Mr. LaMontagne provided the reasoning for the request from Z&C Holdings, LLC and 43 North Marina, LLC for the IDA to consent to mortgage financing on the property. Due to the fact the property is under a lease agreement with the IDA because of an existing PILOT, the IDA's consent is required to proceed with the mortgage financing. On a motion by Mr. Greco, seconded by Mr. Canale, a Resolution authorizing the execution and delivery of financing documents in connection with a certain project for Z&C Holdings, LLC and 43 North Marina, LLC and determining other matters connection therewith, was approved. A copy of the Authorizing Resolution is attached and made an official part of the minutes.

#### **LOCAVORE AT BURRITT'S, LLC**

Following a discussion and an overview of the project provided by Mr. Wheelock and Mr. Caraccioli, on the development of an 18,000 SF boat sales, service, and storage facility planned for the Town of Scriba, on a motion by Mr. Schick, seconded by Mr. Trimble, a Resolution determining that the acquisition, construction and equipping of a certain retail facility at the request of Locavore at Burritt's, LLC constitutes a project and describing the financial assistance requested in connection therewith and authorizing a public hearing was approved. The Initial Resolution is attached.

#### **COLUMBIA MILLS PROPERTY**

Mr. Wheelock presented the conceptual plans from the Town of Minetto for the expansion of Sunken Garden Park. Representatives from the Town of Minetto have proposed the acquisition of approximately 120' x 450' of property to the North of the park which would be used to add parking, a pavilion, basketball court, and walking trails connecting to the Minetto Senior Housing apartments. There is also a bridge that would need to be improved for cars to access the site. Mr. Wheelock also reported that in his opinion it would not significantly negatively impact the IDA's ability to develop the rest of the property. Mr. Stahl asked if the Town had estimated the cost to develop the property as well as improve the bridge. Mr. Wheelock stated that he did not think they were that far along yet and wanted to know if the IDA was interested in the idea first before getting estimates and securing a project budget. There was additional discussion about what the value of the property is and alternative payment options other than a cash deal. The board showed interest in continuing to explore the project.

**HUD CDBG**

Mr. LaMontagne reported that \$91.36 in interest earned had to be returned to HUD for a loan program administered by the IDA. On a motion by Ms. Peter-Clark, seconded by Mr. Canale, it was approved to return the funds.

**EXECUTIVE SESSION**

On a motion by Mr. Canale seconded by Mr. Greco, it was approved to go into Executive Session to discuss the financial history of a particular corporation or individual, pending litigation and contractual matters at 9:27 a.m.

On a motion by Mr. Canale seconded by Mr. Greco, it was approved to exit the Executive Session at 11:18 a.m.

**PILOT EDF REPORT**

Mr. LaMontagne provided the PILOT EDF Report as of July 31, 2023 in Executive Session.

**DELINQUENT LOAN REPORT**

Following a review of the July 31, 2023 Delinquent Loan Report by Mr. LaMontagne in Executive Session, on a motion by Mr. Schick, seconded by Mr. Greco, the Delinquent Loan Report was approved.

**TONIA ENTERPRISES, INC.**

Following a discussion in Executive Session, on a motion by Mr. Trimble, seconded by Mr. Schick, a USDA IRP #2 EDF Loan in the amount of \$100,000 was approved for Tonia Enterprises, Inc.

**OTHER BUSINESS**

Mr. Wheelock reported that NYSEDC will be hosting an IDA Training academy in Lyons Falls in Lewis County on November 9<sup>th</sup>. Mr. Wheelock asked the board if they would sponsor the event and receive four tickets to attend so board members could obtain ABO training as well as learn about IDA best practices while networking with other IDA board members and economic development professionals from around the State. On a motion by Mr. Schick, seconded by Mr. Greco, the IDA decided to sponsor the event at a cost of \$1,000. Mr. Wheelock will follow up with board members to see who will be attending.

**NEXT MEETING**

Wednesday September 27<sup>th</sup> at 8:30 a.m. was scheduled.

**ADJOURNMENT**

On a motion by Mr. Greco, seconded by Mr. Canale, the meeting was adjourned at 11:23 a.m.

Respectfully Submitted,

Tim Stahl, Secretary

## INITIAL RESOLUTION

A regular meeting of the County of Oswego Industrial Development Agency was convened in public session on August 30, 2023, at 8:30 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., Marc Greco, Tricia Peter-Clark, H. Leonard Schick, Tim Stahl, Gary T. Toth, and Barry Trimble

**ABSENT:** None

**ALSO PRESENT:** Greg Barkstrom, Kevin C. Caraccioli, Kevin LaMontagne, and Austin Wheelock

The following resolution was duly offered and seconded:

### **RESOLUTION DETERMINING THAT THE ACQUISITION, RECONSTRUCTION, RENOVATION AND EQUIPPING OF A CERTAIN 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**, LeChase Development Services, LLC, a New York limited liability company, on behalf of itself and/or entities formed or to be formed on its behalf (the “**Company**”), submitted an application to the Agency on or about August 23, 2023 (the “**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 in approximately 1.52 acres of real property located at 104 and 120 East First Street, consisting of all or a portion of the current Tax ID Nos. #128.55-03-02.11 and 128.55-03-02.2, in the City of Oswego, Oswego County, State of New York (the “**Land**”) and the existing approximately 35,960 square foot four-story building (the “**Existing Building**”) located on the Land and the adjacent surface parking lot (the “**Existing Parking Lot**,” and together with the Existing Building, the “**Facility**”) (ii) the renovation and reconstruction of (a) a portion of the Existing Building located on the first story and the second story to create clinical space for medical, dental and mental health services and the third story for tenants who will provide ancillary medical services to support the primary functions in the first and second stories, and (b) the Existing Parking Lot; (ii) the acquisition and installation in and around the Facility and/or for use in connection with the Project of various fixtures, machinery, equipment, and other tangible personal property (collectively, the “**Equipment**”) (the Land, the Facility and the Equipment being collectively referred to as the “**Project Facility**”), which portions of the Project Facility is to be leased and subleased by the Agency to the Company and further subleased by the Company to Northern Oswego County Health Services, Inc., d/b/a ConnexCare, a not-for-profit corporation and/or other third-party tenants; (B) the granting of certain financial assistance in the form of exemptions from real property taxes, real estate transfer 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**”); (C) the appointment of the Company and/or its designee as an agent of the Agency in connection with the acquisition, reconstruction, renovation and equipping of the Project Facility; and (D) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

**WHEREAS**, the Company has requested that the Agency enter into a payment in lieu of tax agreement (the “**Proposed PILOT Agreement**”) with respect to the Project Facility; 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 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;  
and

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

**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.** If the terms of the Proposed PILOT Agreement deviate from the standard terms of a payment in lieu of tax agreement under the Agency’s Uniform Tax Exemption Policy, the Agency hereby further authorizes the Chief Executive Officer, and/or the Chairman of the Board of the Agency to (A) establish a time, date and place for a meeting of the Agency to consider the approval by the members of the Agency of the Proposed PILOT Agreement; and (B) cause notice of said meeting to be given to the chief executive officer of the county and each city, town, village and school district in which the Project Facility is or is to be located, such notice or notices to comply with the requirements of Section 874 of the Act.

**Section 4.** 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 5.** The Chief Executive Officer and/or the Chairman of the Board of the Agency is hereby authorized and directed to (A) (i) distribute copies of this Resolution to the Company and (ii) deliver or cause to be delivered a copy of this Resolution by certified mail, return receipt requested or an electronic correspondence with a read-receipt, to the chief executive officer of each affected local taxing jurisdiction (including the district clerk and district superintendent of each affected school district), such delivery to comply with the requirements of Section 859-a of the Act; and (B) to perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**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>Absent</u>	<u>Recuse</u>
Nick Canale, Jr.	X				
Tricia Peter-Clark					X
Marc Greco	X				
Tim Stahl	X				
H. Leonard Schick	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 August 30, 2023, 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 Article 7 of the Public Officers Law (the “*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 Open Meetings Law, (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 August 30, 2023.

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Austin Wheelock  
Chief Executive Officer

(SEAL)

**RESOLUTION AUTHORIZING THE EXECUTION  
AND DELIVERY OF FINANCING DOCUMENTS**

A regular meeting of the County of Oswego Industrial Development Agency was convened in public session on August 30, 2023, at 8:30 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., Marc Greco, Tricia Peter-Clark, H. Leonard Schick, Tim Stahl, Gary T. Toth, and Barry Trimble

**ABSENT:** None

**ALSO PRESENT:** Greg Barkstrom, Kevin C. Caraccioli, Kevin LaMontagne, and Austin Wheelock

The following resolution was duly offered and seconded:

**RESOLUTION AUTHORIZING THE EXECUTION AND  
DELIVERY OF FINANCING DOCUMENTS IN  
CONNECTION WITH A CERTAIN PROJECT FOR 43  
NORTH MARINA, LLC AND Z&C HOLDINGS OF NY, LLC  
AND DETERMINING OTHER MATTERS 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, 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**, by resolution duly adopted by the members of the Agency on November 10, 2019, the Agency agreed to undertake a project on behalf of 43 North Marina, LLC (the “**Operating Company**”) and Z&C Holdings of NY, LLC, each a New York limited liability company (the “**Real Estate Holding Company**” and together with the Operating Company, the “**Companies**”), consisting of (the “**Project**”): (A)(i) the acquisition of a leasehold interest (or sub-leasehold interest) in real property located at 8-10, 16, 21, 22, 28 and 32 Weber Road in the Town of West Monroe, State of New York (Tax ID #'s 307.12-01-16, 307.12-01-17, 307.12-01-18, 307.12-01-19.1, 307.12-01-34 and 307.12-01-34.01) and County Rt. 37 in the Town of Hastings, New York (Tax ID # 301.11-03-05) (collectively, the “**Land**”); (ii) the construction of one approximately 22,500 square foot building and one approximately 6,000 square foot building on the Land (collectively, the “**Facility**”); and (iii) the acquisition and installation in and around the Facility and/or for use in connection with the Project Facility 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 be used as a marina and storage facilities; (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 (or sub-lease) of the Project Facility by the Agency pursuant to one or more lease agreements; the acquisition by the Agency of an interest in the Equipment pursuant to a bill of sale from the Companies; and the sublease of the Project Facility back to the Companies pursuant to a sublease agreement; and

**WHEREAS**, the Real Estate Holding Company is the current owner of the Land and the Facility and the Operating Company has entered into a lease agreement with the Real Estate Holding Company to lease the Land and Facility; and

**WHEREAS**, in order to consummate the Project and the granting of the Financial Assistance, the Agency entered into the following documents (hereinafter collectively referred to as the “**Agency Documents**”): (A) a company lease agreement (and a memorandum thereof) dated as of February 1, 2020 (the “**Company Lease**”) by and among the Companies and the Agency, pursuant to which, among other things, the Agency acquired a leasehold interest in the Land and the improvements now or hereafter located on the Land from the Companies, (B) an agency lease agreement (and a memorandum thereof) dated as of February 1, 2020 (the “**Agency Lease**”) by and among the Agency and the Companies, pursuant to which, among other things, the Companies agreed to undertake and complete the Project as agents of the Agency and the Companies further agreed to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency’s administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project, (C) a payment in lieu of tax agreement dated as of February 1, 2020 (the “**PILOT Agreement**”) by and among the Agency and the Companies pursuant to which the Companies agreed to pay certain payments in lieu of taxes with respect to the Project Facility; (D) a project agreement dated as of February 1, 2020 (the “**Project Agreement**”) Agency setting forth rights and obligations of the parties with respect to the

Financial Assistance; and (E) various certificates relating to the Project (collectively, the “*Project Documents*”); and

**WHEREAS**, in order to finance the costs of the Project, the Real Estate Holding Company obtained a loan from Solvay Bank (the “*Lender*”) in the maximum amount of \$1,193,500.00 (the “*2020 Loan*”); and

**WHEREAS**, in order to secure the 2020 Loan, the Real Estate Holding Company and the Agency joined in the execution and delivery of a mortgage and security agreement dated February 27, 2020 (the “*2020 Mortgage*”) from the Real Estate Holding Company and the Agency to the Lender and an assignment of leases and rents dated February 27, 2020 (the “*2020 Assignment of Rents*”) from the Real Estate Holding Company and the Agency in favor of the Lender; and

**WHEREAS**, pursuant to a mortgage consolidation, extension and modification agreement dated as of the February 27, 2020 (the “*2020 Consolidated Mortgage*” and, collectively with the 2020 Mortgage and the 2020 Assignment of Rents, the “*2020 Loan Documents*”) the Real Estate Holding Company and the Lender consolidated the 2020 Mortgage with prior mortgages given by the Real Estate Holding Company to the Lender; and

**WHEREAS**, in order to obtain financing for additional work to and expansion of the Project, the Real Estate Holding Company has determined to obtain from the Lender an additional loan in a maximum amount of not to exceed \$430,000.00 (the “*2023 Loan*”); and

**WHEREAS**, in connection with the 2023 Loan, the Real Estate Holding Company has requested that the Agency join in the execution of (A) a mortgage and security agreement (the “*2023 Mortgage*”) from the Agency and the Real Estate Holding Company to the Lender, which 2023 Mortgage will grant a second continuing mortgage lien on and security interest in the Project Facility, and an assignment of leases and rents (the “*2023 Assignment of Rents*”) from the Real Estate Holding Company and the Agency in favor of the Lender (collectively, the “*2023 Loan Documents*”); and

**WHEREAS**, the Agency will **NOT** grant a mortgage recording tax exemption with respect to the recording of the 2023 Mortgage in the office of the County Clerk of Oswego County; and

**WHEREAS**, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “*SEQR Act*”) and the regulations (the “*Regulations*”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “*SEQRA*”), the Agency must determine the potential environmental significance of granting its consent to the Companies for the execution and delivery of the 2023 Loan Documents and joining in the execution of the 2023 Loan Documents (the “*Transaction*”);

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

**Section 1.** Pursuant to SEQRA, the Agency hereby finds and determines that:

A. Pursuant to Section 617.5(c)(26) of the Regulations, the Transaction is a “Type II action” (as said quoted term is defined in the Regulations); and

B. Therefore, the Agency hereby determines that no environmental impact statement or any other determination or procedure is required under the Regulations with respect to the Transaction.

**Section 2.** Based upon the representations made by the Companies to the Agency and after considering those representations, the Agency hereby finds and determinations that:

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. Executing the 2023 Loan Documents will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of the County of Oswego, New York and the State of New York and improve their standard of living.

**Section 3.** The Agency hereby consents to the execution and delivery by the Companies of the 2023 Loan Documents and approves the execution and delivery by the Agency of the 2023 Loan Documents. The Chief Executive Officer and/or the Chairman of the Agency are each hereby authorized, on behalf of the Agency, to execute and deliver the 2023 Loan Documents, upon advice of counsel, in both form and substance and as the Chief Executive Officer or the Chairman shall approve. The execution thereof by the Chief Executive Officer or the Chairman of the Board of the Agency shall constitute conclusive evidence of such approval. The Agency is hereby authorized to do all things necessary or appropriate for the accomplishment of the foregoing, and all acts heretofore taken by the Agency with respect to the Transaction are hereby approved, ratified and confirmed.

**Section 4.** The Chief Executive Officer and/or the Chairman of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the 2023 Loan Documents and such documents, consents and certificates as may be reasonably required by the Lender in connection with the Transaction.

**Section 5.** No covenant, stipulation, obligation or agreement contained in this resolution or any document referred to herein 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.

**Section 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.

**Section 7.** The Chief Executive Officer and/or the Chairman of the Board of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Companies and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**Section 8.** 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				
Tricia Peter-Clark	X				
Marc Greco	X				
Tim Stahl	X				
H. Leonard Schick	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 August 30, 2023, 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 Article 7 of the Public Officers Law (the “*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 Open Meetings Law, (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 August 30, 2023.

---

Austin Wheelock  
Chief Executive Officer

(SEAL)

## INITIAL RESOLUTION

A regular meeting of the County of Oswego Industrial Development Agency was convened in public session on August 30, 2023, at 8:30 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., Marc Greco, Tricia Peter-Clark, H. Leonard Schick, Tim Stahl, Gary T. Toth, and Barry Trimble

**ABSENT:** None

**ALSO PRESENT:** Greg Barkstrom, Kevin C. Caraccioli, Kevin LaMontagne, and Austin Wheelock

The following resolution was duly offered and seconded:

**RESOLUTION DETERMINING THAT THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF A RETAIL 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**, Locavore at Burritt’s, LLC, a New York limited liability company, or an entity formed or to be formed by it or on its behalf (the “**Company**”), submitted an application to the Agency on or about August 23, 2023 (“**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 11.91 acres of real property located at 5947 State Route 104 and State Route 104 (Tax ID Nos. #129.00-04-01.2 and 129.00-04-01.1) in the Town of Scriba, County of Oswego, State of New York (the “**Land**”) and the existing building located thereon (the “**Existing Building**”); (ii) the demolition of the Existing Building and the construction of an approximately 6.75 acre display lot and an approximately 18,000 square foot building for new and used boat sales, service and storage, together with related site improvements (all of the foregoing, collectively, the “**Facility**”); and (iii) the acquisition and installation in and around the Facility and/or for use in connection with the Project of various fixtures, machinery, equipment and other tangible personal property (collectively, the “**Equipment**”) (the Land, the Facility and the Equipment being collectively referred to as the “**Project Facility**”); (B) the granting of certain financial assistance in the form of exemptions from real property taxes, real estate transfer 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**”); (C) the appointment of the Company and/or its designee as an agent of the Agency in connection with the acquisition, construction, and equipping of the Project Facility; and (D) 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 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**, the Company has requested that the Agency enter into a payment in lieu of tax agreement (the “**Proposed PILOT Agreement**”) with respect to the Project Facility; 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 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;  
and

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

**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.** If the terms of the Proposed PILOT Agreement deviate from the standard terms of a payment in lieu of tax agreement under the Agency’s Uniform Tax Exemption Policy, the Agency hereby further authorizes the Chief Executive Officer and/or the Chairman of the Board of the Agency to (A) establish a time, date and place for a meeting of the Agency to consider the approval by the members of the Agency of the Proposed PILOT Agreement; and (B) cause notice of said meeting to be given to the chief executive officer of the county and each city, town, village and school district in which the Project Facility is or is to be located, such notice or notices to comply with the requirements of Section 874 of the Act.

**Section 4.** 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 5.** The Chief Executive Officer and/or the Chairman of the Board of the Agency is hereby authorized and directed to (A) (i) distribute copies of this Resolution to the Company and (ii) deliver or cause to be delivered a copy of this Resolution by certified mail, return receipt requested or an electronic correspondence with a read-receipt, to the chief executive officer of each affected local taxing jurisdiction (including the district clerk and district superintendent of each affected school district), such delivery to comply with the requirements of Section 859-a of the Act; and (B) to perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**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>Absent</u>	<u>Recuse</u>
Nick Canale, Jr.	X				
Tricia Peter-Clark	X				
Marc Greco	X				
Tim Stahl	X				
H. Leonard Schick	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 August 30, 2023, 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 Article 7 of the Public Officers Law (the “*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 Open Meetings Law, (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 August 30, 2023.

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Austin Wheelock  
Chief Executive Officer

(SEAL)