
City of Syracuse
Industrial Development Agency
201 East Washington Street, 6th Floor
Syracuse, NY 13202
Tel (315) 448-8100

To: Board of Directors
City of Syracuse Industrial Development Agency

From: Eric Ennis

Date: April 14, 2023

Re: Board of Directors Meeting Agenda – April 18, 2023

The City of Syracuse Industrial Development Agency will hold a Board of Directors Meeting on Tuesday, April 18, 2023, at 8:00 a.m. in the Common Council Chambers, 304 City Hall, 233 East Washington St., Syracuse, N.Y. 13202.

- I. **Call Meeting to Order –**
- II. **Roll Call –**
- III. **Proof of Notice – 1**
- IV. **Minutes – 2**

Approval of the minutes from the Board of Directors meeting of March 21, 2023

- V. **New Business –**

400 South Salina St. LLC

Approval of agency participation in request for additional financing (2nd mortgage)

Attachments:

- 1. Correspondence
- 2. Resolution

Approval of request for waiver of Local Access Policy

Attachments:

- 1. Correspondence
- 2. Resolution

Maguire Family Limited Partnership

Approval of a Resolution authorizing extension of sales tax appointment through November 30, 2023.

Attachments:

1. Correspondence
2. Resolution

VI. Discussion

1. Downtown Committee request 2023 & 2024 Lemp Park
2. Update on Legislation

VII. Executive Session

VIII. Adjournment –

City of Syracuse
Industrial Development Agency
201 East Washington Street, 6th Floor
Syracuse, NY 13202
315 448-8100

PLEASE POST

PLEASE POST

PLEASE POST

PUBLIC MEETING NOTICE

THE SYRACUSE INDUSTRIAL DEVELOPMENT AGENCY

HAS SCHEDULED A

BOARD OF DIRECTORS MEETING

FOR

TUESDAY APRIL 18, 2023

AT

8:00 A.M.

IN

THE COMMON COUNCIL CHAMBERS

THIRD FLOOR

CITY HALL

233 EAST WASHINGTON STREET

SYRACUSE, NEW YORK 13202

For More Information, Please Contact Eric Ennis, Deputy Commissioner at:

EEnnis@syr.gov

City of Syracuse Industrial Development Agency

201 East Washington Street, 6th Floor

Syracuse, NY 13202

Tel (315) 473-3275

Minutes

Board of Directors Meeting

Tuesday, March 21, 2023

Board Members Present: Kathleen Murphy, Kenneth Kinsey, Rickey T. Brown, Steven Thompson, Dirk Sonneborn

Staff Present: Eric Ennis, Susan Katzoff, Esq., Lori McRobbie

Others Present: Kathleen Bennett, Esq., Michael Lisson, Bryan T. Czarnecki, Wendy Lougnot, Esq., James Trasher, Michael O'Shea, Richard Kornbluth, Rick Moriarty

I. Call Meeting to Order

Ms. Murphy called the meeting to order at 8:10 a.m.

II. Roll Call

Ms. Murphy acknowledged that all board members were present.

III. Proof of Notice

Ms. Murphy acknowledged that notice of the meeting had been duly and properly provided.

IV. Public Hearing

Ms. Murphy opened the Hearing at 8:11 a.m. and asked Mr. Ennis to read the Notice of Public Hearing on the project. A copy of the notice is attached and included in the minutes.

Mr. Ennis read the notice that was published in the newspaper into the record.

Ms. Murphy noted that the Agency received four (4) letters in support of the project which will be included in the record.

Ms. Murphy asked if anyone wanted to speak in favor of this project. She asked if the applicant or its representatives wished to speak.

James Trasher from CHA, project engineers. The applicant is seeking exemptions from sales and use tax, mortgage recording tax and real estate tax benefits due to what is going on in the world today with labor costs and inflation. The project has received all approvals from the Zoning Board of Appeals, Planning Commission and sign off from SHPO in relation to the Ward Wellington Ward house/former Ronald McDonald house. Demolition started in order to get the site pad ready for construction. Without IDA benefits the project would likely to come to a standstill because the equity partners and lenders are looking for those benefits to get the proforma on this project where it needs to be to move forward.

Ms. Murphy asked if anyone wanted to speak for or against the project.

Aggie Lane from the Urban Jobs Task Force (UJTF) commended the board. This is one of the biggest projects that will need to comply with the Agency's new policy regarding use of 10% Syracuse labor. She pointed out that there is a City initiative under CNY Works called Syracuse Build that has a software that is like a hiring hall. She said the TLSP Coda applicant could connect with Chris Montgomery at Syracuse Build for assistance. 10% on MWBE – really commendable. UJTF is looking forward to when the Agency will require more affordable residential requirements, perhaps July 1st. UJTF feels there needs to be besides PILOTS, community benefits that benefit the little person in the City. They are glad the Agency is moving towards that direction.

Ms. Murphy thanked Ms. Lane for the input. She asked if there were any more speakers.

Mr. Kornbluth asked the developer to identify to what extent the project is consistent with meeting New York's CLCPA and climate goals with regard to carbonization.

Michael O'Shea of QPK Design said they are aware of those regulations. They are designing a facility that is respectful of the environment in the materials they choose and the units being used for energy and air conditioning.

Ms. Murphy then asked if anyone wished to speak in opposition to the project. No one spoke in opposition to the project.

Ms. Murphy closed the Public Hearing at 8:23 a.m.

V. Minutes

Ms. Murphy asked for a motion approving the minutes from the February 22, 2023 Board of Directors meetings, a copy of which was included in the Board's packet. Mr. Brown made the motion. Mr. Thompson seconded the motion. There being no discussion, **THE MOTION TO APPROVE THE MINUTES FROM THE FEBRUARY 22, 2023 BOARD OF DIRECTORS MEETING WAS UNANIMOUSLY APPROVED.**

VI. Committee Reports

Ms. Murphy reported a Joint Audit/Finance Committee meeting was held on March 16, 2023. The Audit Committee made a positive recommendation to the Board of Directors for approval of the 2022 year end financials as presented by Grossman St. Amour for the Agency. The Finance

Committee reviewed the application and financials for the TLSP Coda LLC project. There was discussion and upon discussion that project was recommended for approval of this board.

VII. New Business

2022 SIDA Audited Financial Statements

Michael Lisson of Grossman St. Amour advised that the audit went extremely well. No issues or concerns and no control issues to report.

Mr. Lisson highlighted some of the items in the presentation included in the board's agenda package. The Agency has about \$546,000,000 in conduit debt outstanding, the majority of that debt is with the Syracuse City School District and Destiny (Carousel) Mall. This is not an obligation of the Agency.

HUD BETA Grant from 1989-1999 is no longer a liability. No further audit from HUD to come.

Peat Street pollution remediation commitment – SIDA sponsoring 10% of clean-up cost. \$149,000 could be a cost to the Agency in the future.

Balance sheet sitting on \$3.6M cash, but approximately \$1.6 in commitments. The biggest item is other assets, investment properties on the books.

Income Statement shows financing fees collected; professional fees including salary and benefits, Downtown Committee contract and NDC contract; and public improvements which included an offset infrastructure project with JMA and a consulting fee with McCormick Baron Salazar.

The Investment Report and Internal Control Report were clean and both will be submitted to ABO by the end of the month.

Ms. Murphy asked for questions or comments.

There being no further discussion, Ms. Murphy asked for a motion to approve the draft financials as presented. Mr. Brown made the motion. Mr. Kinsey seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION TO ACCEPT THE DRAFT FINANCIAL STATEMENTS AS THE OFFICIAL 2022 FINANCIAL STATEMENTS OF THE AGENCY.**

TLSP Coda LLC

Ms. Katzoff asked the Board to consider the Inducement Resolution in the board packet and noted that a Public Hearing had just concluded with respect to this project.

The Planning Commission undertook full coordinated SEQRA review, notified the Agency of same and issued a Negative Declaration. The Agency is bound by that determination.

The Inducement Resolution seeks to authorize the undertaking of the project, the execution and delivery of the Agency Agreement which is to be signed by the Company and returned within 14

business days, it authorizes the appointment of the Company as agent of the Agency for purposes of undertaking the project and it seeks to authorize the temporary appointment of the Company as agent of the Agency. As a condition precedent, they would be obligated to enter into certain temporary documents and pay $\frac{1}{4}$ of 1% of the administrative fee as well as legal fees. The Company would be required to close on the full lease transaction prior to June 30, 2023.

Ms. Katzoff said there are representatives of the Applicant at the meeting should the board have any questions.

Mr. Sonneborn said that at the Finance Committee meeting it was clarified that the PILOT exemption does not exempt from the current taxes being paid. Ms. Katzoff confirmed that is correct. The Company will continue to pay all real property taxes on the land as they currently exist.

Ms. Murphy said this is the Agency's first project to fall into compliance with Agency's new policies, specifically, local hire for City of Syracuse residents on the construction piece and includes a larger MWBE participation policy. It was discussed at the Finance Committee what the reporting compliance will look like. The board indicated it would like to see the data from this project. There will be a deeper dive into what compliance will look like and will get that to the board within the next few weeks. Ms. Murphy said they may ask for a report within the first three months. Need to looking at the difference between new construction and renovation in terms of reporting. New construction may require the board to act much more quickly in order to capture all of the project reporting at an early time. The conversation will be continued internally as to how the Agency wants to see the compliance roll out.

Ms. Katzoff added that as soon as any benefits are conferred from the Agency to a project (temporary or permanent) all compliance is mandated and binding upon the Applicant.

Ms. Murphy reminded everyone that if the IDA undertakes a partnership or investment in this project in any way for benefits, the Applicant/Owner is prohibited from selling the project without the participation of the IDA.

Mr. Brown discussed the use of utilization reports as a way to provide the board information on accountability. Reporting on a quarterly basis may be appropriate. MWBE goals – implore you looking and searching locally– utilizing minority and women owned firms. Set the bar in terms of what the public can expect.

Mr. Trasher said Huber Breuer is leading the construction charge and a representative is in the audience and understands the request and what the Agency is looking for.

Ms. Murphy brought up the article in yesterday's paper and asked Mr. Trasher to address the need for the Agency's assistance. Mr. Trasher said the project was started a year and a half ago and the price of materials, labor costs, financial costs have escalated to such a degree where a lot of the projects they are working on locally and nationally have been put on hold until equity investors and banks are willing to finance. Also, banks are looking for greater ratios of equity to what they are lending. Demolition has been started in getting the pad ready in hopes the Agency will approve

the benefits so the equity investor and lender knows the company has the necessary resources to get the project completed.

Ms. Lane said she spoke to Ms. DeLaney about the compliance being measured by head count or work hours. In prior years, the UJTF pushed the Agency to use LCP tracker because that is work hours. Head count is much easier. But it has some flaws. Urged the Agency to think really hard on what will be used. Also, she urged the board to make sure the reporting is public.

There being no further discussion, Ms. Murphy asked for a motion to approve the Inducement Resolution. Mr. Brown made the motion. Mr. Thompson seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION AUTHORIZING: (1) THE UNDERTAKING, ACQUISITION, CONSTRUCTION, RENOVATION, EQUIPPING AND COMPLETION OF A PROJECT; APPOINTING THE COMPANY AS AGENT OF THE AGENCY FOR THE PURPOSE OF THE ACQUISITION, CONSTRUCTION, RENOVATION, EQUIPPING AND COMPLETION OF THE PROJECT; (2) THE TEMPORARY APPOINTMENT OF THE COMPANY AS AGENT OF THE AGENCY WITH RESPECT TO A PROJECT; (3) THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS IN CONNECTION WITH THE TEMPORARY APPOINTMENT; AND (4) AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGREEMENT BETWEEN THE AGENCY AND THE COMPANY**

Ms. Katzoff then requested the Board consider a PILOT resolution for the project providing a standard 15-Year PILOT in accordance with the Agency's UTEP. There is no deviation from the Agency's UTEP policy. The Company will continue to pay 100% of real property taxes on the property as it exists today. The PILOT abatement outlined in the resolution applies only to the improvements that are being made on the property.

There being no discussion Ms. Murphy asked for a motion to approve the PILOT resolution. Mr. Sonneborn made the motion. Mr. Kinsey seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION APPROVING A PAYMENT IN LIEU OF TAX SCHEDULE AND AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS BY THE AGENCY IN CONNECTION THEREWITH**

Ms. Katzoff then requested consideration of a Final Approving Resolution for the project authorizing the execution and delivery of all necessary lease transactional documents to confer the benefits awarded to the project pursuant to the terms of the resolutions.

There being no discussion, Ms. Murphy asked for a motion to approve the final resolution. Mr. Brown made the motion. Mr. Kinsey seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS BY THE AGENCY IN CONNECTION WITH A COMMERCIAL PROJECT UNDERTAKEN AT THE REQUEST OF THE COMPANY.**

VIII. Executive Session

Ms. Murphy asked for a motion to move into Executive Session for the purposes of discussing potential litigation and disposition of property.

At 8:46 a.m., Mr. Kinsey made a motion to enter executive session to discuss potential litigation and disposition of property. Mr. Brown seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION TO ADJOURN TO EXECUTIVE SESSION FOR THE PURPOSE OF DISCUSSING POTENTIAL LITIGATION AND DISPOSITION OF PROPERTY.**

Ms. Murphy asked for a motion to adjourn out of executive session. At 9:21 a.m., Mr. Brown made a motion to leave executive session. Mr. Thompson seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION TO ADJOURN OUT OF EXECUTIVE SESSION.**

IX. Adjournment

There being no further business to discuss, Ms. Murphy asked for a motion to adjourn the meeting. Mr. Sonneborn made a motion. Mr. Brown seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION TO ADJOURN THE MEETING AT 9:23 AM.**

From: Anthony D'Elia <anthony@ldts-law.com>
Sent: Monday, April 10, 2023 9:45 AM
To: Katzoff, Susan R. <skatzoff@bhlawpllc.com>; McRobbie, Lori L. <lmcrobbie@bhlawpllc.com>
Cc: Jeannine Cutting <JCutting@HarrisBeach.com>; Anthony F. Pagano <apagano@HarrisBeach.com>;
Timothy Lynn <tim@ldts-law.com>
Subject: 400 S Salina - 2nd Mortgage

Susan and Lori;

We are preparing to close the second mortgage with respect to 400 South Salina. I received and attached the proposed Mortgage and Assignment of Leases and Rents. As I understand it, the applicant is not looking for any further financial assistance with respect to this second mortgage, so will pay the mortgage tax. We are looking for the IDA to sign the second mortgage and second assignment of leases and rents.

Anthony Pagano is the lender's counsel and the attached drafts are based upon the first mortgage that we closed a year or so ago – so hopefully they are satisfactory.

Please review and let me know if you have any comments. Thanks so much.

Anthony J. D'Elia
LYNN D'ELIA TEMES & STANCZYK LLC
THE ADDIS BUILDING
449 South Salina Street | 2nd Floor | Syracuse, New York 13202
Tel: 315.476.1010 | Fax: 315.476.1134 | Email: ANTHONY@LDTS-LAW.COM
DIRECT DIAL: (315) 766-2122

RESOLUTION

A regular meeting of the City of Syracuse Industrial Development Agency was convened in public session on April 18, 2023, at 8:00 o'clock a.m. in the Common Council Chambers, City Hall, 233 East Washington Street, Syracuse, New York.

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

PRESENT:

THE FOLLOWING PERSONS WERE ALSO PRESENT:

The following resolution was offered by _____ and seconded by _____:

RESOLUTION APPROVING THE AGENCY'S PARTICIPATION IN OBTAINING A SECOND MORTGAGE FOR THE PROJECT; AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS IN CONNECTION THEREWITH

WHEREAS, the City of Syracuse 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 641 of the Laws of 1979 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, for the purpose of promoting 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

WHEREAS, by resolution dated November 16, 2021, the Agency, at the request of 400 South Salina Street LLC (the "*Company*") undertook a project (the "*Project*") consisting of: (A)(i) the acquisition of an interest in approximately 2.2 acres of real property improved by an existing five-story approximately 272,000 sq. ft. building with an approximately 95,000 sq. ft. subbasement parking area (collectively, the "*Building*") and a connected four-story approximately 285,500 sq. ft. approximately 750 space parking garage (the "*Garage*" and together with the Building, the "*Facility*"), all located at 400-28 South Salina Street in the City of Syracuse, New York (tax map no. 101.-10-01.03) (the "*Land*"); (ii) the demolition of approximately 32,000 sq. ft of the Building to create a courtyard for the Building to permit increased lighting; (iii) the reconstruction, renovation and completion of the Building to provide

for: (a) façade improvements; (b) approximately 35,000 sq. ft. on the ground floor to be used as commercial/manufacturing and office space; (c) approximately 35,000 sq. ft on the first floor to house commercial/retail space; (d) approximately 42,900 sq.ft on the second floor to house residential units comprised of approximately (11) 1-bedroom units with a loft, (5) 1-bedroom units without a loft, (8) 2 bedroom units; and residential amenities including but not limited to a home theater room, fitness area, community balcony space; (e) approximately 42,500 sq. ft of the third floor and approximately 42,000 sq. ft on the fourth floor to house commercial office space; and (f) renovations to the Garage, including but not limited to, repairing deteriorated concrete, roof drains, the sprinkler standpipes, painting stairs, replacing security cameras, doors and lighting and installing new parking equipment (gates, ticket spitter, etc.) to serve building tenants and the surrounding downtown business district, and (iv) the acquisition and installation in and on the Land and Facility of furniture, fixtures and equipment (the "**Equipment**" and together with the Land and the Facility, the "**Project Facility**"); (B) the granting of certain financial assistance in the form of exemptions from real property taxes, State and local sales and use tax and mortgage recording tax (in accordance with Section 874 of the General Municipal Law) (collectively the "**Financial Assistance**"); (C) the appointment of the Company 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 of the Land and Facility by the Agency pursuant to a lease agreement and the acquisition of an interest in the Equipment pursuant to a bill of sale from the Company to the Agency; and the sublease of the Project Facility back to the Company pursuant to a sublease agreement; and

WHEREAS, in December 2021, the Company and Agency entered into a lease transaction to effectuate the undertaking of the Project and the conference of the approved Financial Assistance (the "**Lease Transaction**"). In conjunction with Lease Transaction, the Company and the Agency entered into a Building Loan Bifurcated Mortgage and Security Agreement dated as of December 29, 2021 in the amount of \$30,000,000 (the "**Initial Mortgage**") in favor of Tompkins Trust Company to secure the Company's obligation under a corresponding note in a like amount (the "**Initial Note**"); and

WHEREAS, in conjunction with the Initial Note and Initial Mortgage, and as part of the Project approval, the Agency provided the Company with an exemption from the mortgage recording tax otherwise due on the Initial Mortgage; and

WHEREAS, by letter dated April 10, 2023, the Company requested the Agency participate in a second construction mortgage on the Project (the "**Financing**") by executing and delivering: (i) one or more mortgages and an assignment of leases and rents, in an aggregate amount not to exceed \$3,550,000 (the "**New Mortgage**"), and all related documents in favor of the designated lender, secured by the Project Facility; and (ii) all other documents reasonably necessary, upon advice of Agency's counsel, to effectuate the Financing (collectively, the "**Mortgage Documents**"); and

WHEREAS, the Company is not requesting an increase in the amount of the Financial Assistance; and

WHEREAS, the Agency Lease dated as of December 1, 2021, executed by the Company and the Agency in connection with the Project (the "**Agency Lease**"), anticipated the Agency's participation in the Financing; and

WHEREAS, the Financing is in furtherance of the Financial Assistance that was previously approved for the Project, which underwent an environmental review by the Agency pursuant to the State Environmental Quality Review Act ("**SEQRA**"), and the present sales tax appointment extension request is insubstantial and does not require reconsideration or further review by the Agency under SEQRA.

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

(1) Based upon the representations made by the Company to the Agency, the Agency hereby makes the following findings and determinations:

(a) The Agency's participation in the Financing and the execution and delivery of the Mortgage Documents will not result in a change to the Project as originally considered and therefore no further SEQRA review or action is required; and

(b) The Agency has the authority to, and hereby does, approve its participation in the Financing and the execution and delivery of the Mortgage Documents. The Chair, Vice Chair and/or Executive Director of the Agency, acting individually, are each hereby authorized and directed, for and in the name and on behalf of the Agency, to execute and deliver the Mortgage Documents and to execute and deliver any 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. The execution thereof by the Chair, Vice Chair or Executive Director constitutes conclusive evidence of such approval.

(2) As a condition precedent to the Agency's participation in the Financing and the Mortgage Documents, the Company will submit to the Agency the appropriate fee, including the Agency's legal fees associated with the Financing and the execution and delivery of the Mortgage Documents and provide proof of insurance as required under the Agency Lease as well as any additional required certificates, documents or reporting information, in exchange for the Agency's participation therein.

(3) Should the Agency's participation in the Financing and/or the Mortgage Documents be challenged by any party, in the courts or otherwise, the Company shall defend, indemnify and hold harmless the Agency and its members, officers and employees from any and all losses arising from any such challenge including, but not limited to, the fees and disbursement of the Agency's counsel. Should any court of competent jurisdiction determine that the Agency is not authorized under the Act to participate in the Financing and/or the

Mortgage Documents, this Resolution shall automatically become null, void and of no further force and effect, and the Agency shall have no liability to the Company hereunder or otherwise.

(4) 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.

(5) Bousquet Holstein PLLC, as counsel to the Agency, is hereby authorized to work with the Company and others to prepare, for submission to the (Vice)Chair and/or the Executive Director, all documents necessary to carry out the intent of this Resolution and to finalize the Financing.

(6) The Secretary and/or 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.

(7) This Resolution shall take effect immediately. 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.

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

AYE

NAY

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) **SS.:**
COUNTY OF ONONDAGA)

I, the undersigned Secretary of the City of Syracuse Industrial Development Agency, **DO HEREBY CERTIFY** that I have compared the annexed extract of the minutes of the meeting of the City of Syracuse Industrial Development Agency (the “*Agency*”) held on April 18, 2023, with the original thereof on file in the office of the Agency, and that the same (including all exhibits) 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.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the Agency on _____.

**CITY OF SYRACUSE INDUSTRIAL
DEVELOPMENT AGENCY**

By: _____
Rickey T. Brown, Secretary

(S E A L)

**THE
HAYNER
HOYT
CORPORATION**

April 5, 2023

Judith DeLaney
Executive Director
Syracuse Industrial Development Agency
City of Syracuse
201 East Washington Street 6th Floor
Syracuse, N.Y. 13202

Dear Ms. DeLaney,

We would like to request a waiver for the use of a vendor that is not located in the six-county local area for the tax exemption status.

We were unable to find available spray fireproofing contractors locally to meet our schedule obligations for leases. Their scope of work is limited to patching and repairing fireproofing around the building to allow the finish work to continue. We did not get multiple bids for this because we could not find other firms readily available. DHF will be performing the work on a time and material basis, estimated to be about \$60,000.

Please consider our request for a waiver to use DHF Developer LLC, Inc. on the City Center Project in the City of Syracuse.

If you have any further questions or concerns, I would welcome the opportunity to discuss them with you at your convenience.

Regards,
The Hayner Hoyt Corporation



Jeremy Thurston
President

RESOLUTION

A regular meeting of the City of Syracuse Industrial Development Agency was convened in public session on April 18, 2023, at 8:00 o'clock a.m. in the Common Council Chambers, City Hall, 233 East Washington Street, Syracuse, New York.

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

PRESENT:

THE FOLLOWING PERSONS WERE ALSO PRESENT:

The following resolution was offered by _____ and seconded by _____:

RESOLUTION AUTHORIZING WAIVERS OF THE AGENCY'S LOCAL ACCESS POLICY

WHEREAS, the City of Syracuse 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 641 of the Laws of 1979 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, for the purpose of promoting 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

WHEREAS, by resolution dated November 16, 2021, the Agency, at the request of 400 South Salina Street LLC (the "**Company**") undertook a project (the "**Project**") consisting of: (A)(i) the acquisition of an interest in approximately 2.2 acres of real property improved by an existing five-story approximately 272,000 sq. ft. building with an approximately 95,000 sq. ft. subbasement parking area (collectively, the "**Building**") and a connected four-story approximately 285,500 sq. ft. approximately 750 space parking garage (the "**Garage**" and together with the Building, the "**Facility**"), all located at 400-28 South Salina Street in the City of Syracuse, New York (tax map no. 101.-10-01.03) (the "**Land**"); (ii) the demolition of approximately 32,000 sq. ft of the Building to create a courtyard for the Building to permit increased lighting; (iii) the reconstruction, renovation and completion of the Building to provide for: (a) façade improvements; (b) approximately 35,000 sq. ft. on the ground floor to be used as commercial/manufacturing and office space; (c) approximately 35,000 sq. ft on the first floor to house commercial/retail space; (d) approximately 42,900 sq.ft on the second floor to house

residential units comprised of approximately (11) 1-bedroom units with a loft, (5) 1-bedroom units without a loft, (8) 2 bedroom units; and residential amenities including but not limited to a home theater room, fitness area, community balcony space; (e) approximately 42,500 sq. ft of the third floor and approximately 42,000 sq. ft on the fourth floor to house commercial office space; and (f) renovations to the Garage, including but not limited to, repairing deteriorated concrete, roof drains, the sprinkler standpipes, painting stairs, replacing security cameras, doors and lighting and installing new parking equipment (gates, ticket spitter, etc.) to serve building tenants and the surrounding downtown business district, and (iv) the acquisition and installation in and on the Land and Facility of furniture, fixtures and equipment (the "**Equipment**") and together with the Land and the Facility, the "**Project Facility**"); (B) the granting of certain financial assistance in the form of exemptions from real property taxes, State and local sales and use tax and mortgage recording tax (in accordance with Section 874 of the General Municipal Law) (collectively the "**Financial Assistance**"); (C) the appointment of the Company 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 of the Land and Facility by the Agency pursuant to a lease agreement and the acquisition of an interest in the Equipment pursuant to a bill of sale from the Company to the Agency; and the sublease of the Project Facility back to the Company pursuant to a sublease agreement; and

WHEREAS, in December 2021, the Company and Agency entered into a lease transaction to effectuate the undertaking of the Project and the conference of the approved Financial Assistance (the "**Lease Transaction**"); and

WHEREAS, the Company represents that there are no events of default under the leases or any other documents executed and delivered by the Company in conjunction with the Lease Transaction (the "**Lease Documents**"), including but not limited to a Local Access Agreement whereby the Company acknowledged and agreed to be bound by the Agency's Local Access Policy which provides, in part, that the Company and its additional agents utilize local labor, contractors and suppliers for the construction, reconstruction, renovation, equipping and completion of the Project Facility. For purposes of the Local Access Policy, the term "**local**" shall mean Onondaga, Oswego, Oneida, Madison, Cayuga and Cortland Counties (the "**Approved Counties**"); and

WHEREAS, by correspondence dated April 6, 2023, the Company requested a waiver of the Agency's Local Access Policy (the "**Waiver**") for DHF Developer, LLC ("**DHF**"), a subcontractor located at 715 Twining Road, #209, Dresher, Pennsylvania 19025. According to the Company, they were unable to find an available spray fireproofing contractors locally to meet our schedule obligations for leases. DHF's scope of work is limited to patching and repairing fireproofing around the building (the "**Work**") allow the finish work to continue. We did not get multiple bids for this because we could not find other firms readily available. DHF will be performing the work on a time and material basis, estimated to be about \$60,000; and

WHEREAS, the total amount of purchases for which State and local sales and use tax exemption was awarded totaled \$19,856,063 and the total Project costs, as set forth in the Company's application are \$37,018,166; 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 as to whether the “action” (as said quoted term is defined in *SEQRA*) to be taken by the Agency may have a “significant impact on the environment” (as said quoted term is utilized in *SEQRA*). The Agency has classified the granting of the Waiver and the approval of the Transfers as a “Type II” action as that term is defined under *SEQRA*, and therefore no further review is required.

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

(1) Based upon the representations made by the Company to the Agency, the Agency hereby makes the following findings and determinations:

- (a) the action authorized pursuant to this Resolution constitutes a Type II action under *SEQRA* and no further review is required; and
- (b) the Agency authorizes the Waiver solely for the Work as set forth herein.

(2) The Waiver provided for herein shall apply only to the specific Work set forth herein and shall not be construed to waive any other requirements relative to any other contractors, subcontractors or suppliers under the Agency's Local Access Policy for any labor, equipment or supplies.

(3) 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.

(4) The Secretary and/or the Executive Director of the Agency is hereby authorized and may distribute copies of this Resolution and 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. A copy of this Resolution, together with any 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.

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

AYE

NAY

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) **SS.:**
COUNTY OF ONONDAGA)

I, the undersigned Secretary of the City of Syracuse Industrial Development Agency, **DO HEREBY CERTIFY** that I have compared the annexed extract of the minutes of the meeting of the City of Syracuse Industrial Development Agency (the “*Agency*”) held on April 18, 2023, with the original thereof on file in the office of the Agency, and that the same (including all exhibits) 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.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the Agency on _____.

**CITY OF SYRACUSE INDUSTRIAL
DEVELOPMENT AGENCY**

By: _____
Rickey T. Brown, Secretary

(S E A L)



MAGUIRE

FAMILY OF DEALERSHIPS



TOYOTA



NISSAN



SUBARU



HYUNDAI



VOLVO



Audi



March 31, 2023

Dear Sir/Madam:

Maguire Family Limited Partnership, LLC (the "Company") hereby requests that the City of Syracuse Industrial Development Agency ("SIDA") extend our appointment from the current date of 03/31/23 until 11/30/2023.

To date, we have used roughly \$413,371.95 of the total \$771,408.00 sales tax exemption. We are not requesting an increase of this amount but only the time in which to use it.

At March 31, 2023, the project is approximately 55% complete.

Our request for this extension is due to availability of materials due to supply chain disruption during the project.

Thank you,

Philip J Maguire
President
Maguire Automotive Group, LLC

MAGUIRE CHEVROLET OF BALDWINSVILLE
112 Syracuse Street, Baldwinsville, NY 13027 | (315) 635-3956

MAGUIRE FORD OF CANANDAIGUA
20 Eastern Blvd, Canandaigua, NY 14424 | (585) 394-1000

MAGUIRE CHEVROLET OF GRAND ISLAND
2000 Alvin Road, Grand Island, NY 14072 | (716) 404-6003

MAGUIRE HYUNDAI OF GRAND ISLAND
1910 Alvin Road, Grand Island, NY 14072 | (716) 404-6005

MAGUIRE TOYOTA OF GRAND ISLAND
1974 Alvin Road, Grand Island, NY 14072 | (716) 404-6004

MAGUIRE AUDI, VW, VOLVO, KIA, TOYOTA OF ITHACA
370 Elmira Road, Ithaca, NY 14850 | (607) 257-1515

MMAGUIRE CHEVROLET, CADILLAC OF ITHACA
35 Cinema Drive, Ithaca, NY 14850 | (607) 272-9292

MAGUIRE CHRYSLER DODGE JEEP RAM FIAT OF ITHACA
318 Elmira Road, Ithaca, NY 14850 | (607) 256-3300

MAGUIRE FORD, LINCOLN OF ITHACA
504 S. Meadow Street, Ithaca, NY 14850 | (607) 272-8000

MAGUIRE HONDA OF ITHACA
315 Elmira Road, Ithaca, NY 14850 | (607) 273-1926

MAGUIRE HYUNDAI, SUBARU, GENESIS OF ITHACA
320 Elmira Road, Ithaca, NY 14850 | (607) 273-8585

MAGUIRE NISSAN OF ITHACA
17 Uptown Road, Ithaca, NY 14850 | (607) 882-2222

MAGUIRE RESALE
154 Cecil Malone Drive, Ithaca, NY 14850 | (607) 882-2538

MAGUIRE CHRYSLER DODGE JEEP RAM OF SYRACUSE
959 Hiawatha Blvd, Syracuse, NY 13204 | (315) 487-6211

MAGUIRE NISSAN OF SYRACUSE
716 W. Genesee Street, Syracuse, NY 13204 | (315) 802-4432

MAGUIRE CHEVROLET OF TRUMANSBURG
2073 State Route 96, Trumansburg, NY 14886 | (607) 387-6111

MAGUIRE CHRYSLER DODGE JEEP RAM OF WATKINS GLEN
502 N. Franklin Street, Watkins Glen, NY 14891 | (607) 535-4223

MAGUIRECAR.COM

APPROVING RESOLUTION

A regular meeting of the City of Syracuse Industrial Development Agency was convened in public session on April 18, 2023, at 8:00 o'clock a.m. in the Common Council Chambers, City Hall, 233 East Washington Street, Syracuse, New York.

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

PRESENT:

THE FOLLOWING PERSONS WERE ALSO PRESENT:

The following resolution was offered by _____ and seconded by _____:

RESOLUTION AUTHORIZING AN EXTENSION OF THE APPOINTMENT OF THE COMPANY AND ITS SUB-AGENTS AS AGENTS OF THE AGENCY UNTIL NOVEMBER 30, 2023 AND AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS IN CONNECTION THEREWITH

WHEREAS, the City of Syracuse 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 641 of the Laws of 1979 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, 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 acquire, lease and sell real property and grant financial assistance in connection with one or more “projects” (as defined in the Act); and

WHEREAS, by application dated June 13, 2016 as supplemented on March 3, 2020 (collectively, the “*Application*”), Maguire Family Limited Partnership (the “*Company*”) requested the Agency undertake a project (the “*Project*”) consisting of: (A)(i) the acquisition of an interest in approximately 13.312 acres of real property located at 406-10 State Fair Boulevard

and 959 Hiawatha Boulevard West (“**959 Hiawatha**”), which is improved by two (2) existing buildings, and approximately 3.825 acres of vacant land located at 1027 Hiawatha Boulevard West, 401 and 403 State Fair Boulevard and 101 and 103 Rusin Avenue and Harbor Street, each located in the City of Syracuse, New York (collectively, the “**Land**”); (ii) the renovation of the existing 7,152 square foot building located on 959 Hiawatha to include an approximately 1,641 sq. ft. addition and renovations to the existing approximately 37,958 sq. ft building located at 959 Hiawatha to include an approximately 9,500 sq. ft. addition, each to house some or all of the following: car dealership and show rooms, service and/or body shop(s) and related office space; and (iii) site improvements, including, but not limited to, landscaping, greenspace, "green" bio-retention and permeable stormwater treatment areas and new vehicle parking areas, all located on the Land ((i)-(iii) collectively, the “**Facility**”); (iv) the acquisition and installation in and at the Land and Facility of furniture, fixtures, inventory and equipment (the “**Equipment**” and together with the Land and the Facility, the “**Project Facility**”); (B) the granting of certain financial assistance in the form of exemptions from State and local sales and use tax, mortgage recording tax (except as limited by Section 874 of the General Municipal Law) and real property taxes (on some or all of the Land) (collectively the “**Financial Assistance**”); (C) the appointment of the Company or its designee as an agent of the Agency in connection with the acquisition, construction, renovation, equipping and completion of the Project Facility; and (D) the lease of the Land and Facility by the Agency pursuant to a lease agreement and the acquisition of an interest in the Equipment pursuant to a bill of sale from the Company, or Company’s affiliate, to the Agency; and the sublease of the Project Facility back to the Company pursuant to a sublease agreement; and

WHEREAS, in December 2020, the Company and Agency entered into a lease transaction to effectuate the undertaking of the Project and the conference of the approved Financial Assistance (the “**Lease Transaction**”). As part of the Lease Transaction for purposes of undertaking and completing the Project Facility, the Company was appointed as the agent of the Agency through June 30, 2022 (the “**Appointment**”), and was awarded an amount not to exceed \$771,408 in exemptions from State and local sales and use tax (the “**Exemption**”); and

WHEREAS, by letter dated June 10, 2022, the Company advised that site development proved far more complicated than anticipated and the Company encountered numerous delays in construction planning and scheduling – not the least of which were related to the COVID pandemic and its effect on local labor and material availability. As such, they requested an extension of their Appointment from June 30, 2022 to March 31, 2023 to provide them an opportunity to complete the Project (the “**First Extension**”). By resolution of the Agency adopted June 21, 2022, the Agency approved the First Extension; and

WHEREAS, by letter dated March 31, 2023, the Company advised that due to availability of materials and ongoing supply chain disruptions, they are requesting the Agency approve another extension of their Appointment from March 31, 2023 to November 30, 2023 to provide them an opportunity to complete the Project (the “**Extension**”); and

WHEREAS, the Company indicated that to date, they have used approximately \$413,372 of the \$771,408 sales tax exemption granted and that the Project is approximately 55% complete; and

WHEREAS, the Company represents that there are no events of default under the leases or any other documents executed and delivered by the Company in conjunction with the Lease Transaction (the "**Lease Documents**"); and

WHEREAS, the Extension is in furtherance of the Project previously approved, which underwent an environmental review by the Agency pursuant to the State Environmental Quality Review Act ("**SEQRA**"), the present sales tax appointment is insubstantial and does not require reconsideration or further review by the Agency under SEQRA.

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

(1) Based upon the representations made by the Company to the Agency, as set forth in the recitals hereof and which are incorporated herein by reference, the Agency hereby makes the following findings and determinations:

(a) The granting of the Extension does not require reconsideration or further review by the Agency under SEQRA.

(b) The Agency authorizes the Extension for purposes of completing the Project through and including November 30, 2023, conditioned upon: (i) there being no events of default under any of the documents executed and delivered by the Company in conjunction with the Lease Transaction, including but not limited to a company lease, an agency lease, a project agreement, a payment in lieu of tax agreement and an environmental compliance and indemnification agreement, each dated as of December 1, 2020 (collectively, the "**Lease Documents**"); (ii) Company's confirmation that all insurance executed and delivered in conjunction with the Project and the Lease Transaction remains in full force and effect all in accordance with the Lease Documents and will submit to the Agency proof of insurance naming the Agency as an additional insured pursuant to the Agency's requirements under the Lease Documents; (iii) Company's submission to the Agency of any applicable information requested by the Agency with respect to the Extension so that they can accurately track and report Project and Financial Assistance information as required under the Act; (iv) Company's submission of any applicable administrative fees and all legal fees incurred by the Agency in exchange for the Agency's grant of the Extension; and (v) submitting any proof required by the Agency demonstrating that the Company has not realized State and local sales and use tax exemptions in excess of what was authorized for the Project.

(2) Subject to the foregoing, the Agency is authorized to execute all documents necessary to effectuate the Extension (collectively, the "**Extension Documents**") including but not limited to revisions or amendments of the Lease Documents, issuance of a new Sales Tax Appointment Letter and an amendment or extension of the appropriate "IDA Appointment of

Project Operator or Agent for Sales Tax Purposes” (Form ST-60) for each of the Company and any sub-agents in accordance with the Lease Documents; and each the Chair, the Vice Chair and/or the Executive Director of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the documents, to make such other changes, omissions, insertions, revisions, or amendments to the documents referred to herein as the (Vice) Chair deems appropriate. The execution thereof by the Chair, the Vice Chair and/or the Executive Director constitutes conclusive evidence of such approval; and

(3) The Company shall execute and deliver any and all documents required by the Agency in connection with the Extension and to carry out the intent of this Resolution.

(4) The Company shall provide or cause its Additional Agents to provide, and the Agency shall maintain, records of the amount of State and local sales and use tax exemption benefits provided to the Project and the Company shall, and cause each Additional Agent, to make such records available to the Agency and the State Commissioner of Taxation and Finance (the “*Commissioner*”) upon request. The Agency shall, within thirty (30) days of providing any State sales and use tax exemption benefits, report to the Commissioner the amount of such benefits for the Project, identifying the Project, along with any such other information and specificity as the Commissioner may prescribe. As a condition precedent to the Company or Project’s receipt of, or benefit from, any State or local sales and use tax exemptions, the Company must acknowledge and agree to make, or cause its Additional Agents to make, all records and information regarding State and local sales and use tax exemption benefits realized by the Project available to the Agency or its designee upon request.

(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.

(6) Bousquet Holstein PLLC, as counsel to the Agency, is hereby authorized to work with the Company and others to prepare, for submission to the (Vice)Chair and/or the Executive Director, all documents necessary to carry out the intent of this Resolution and to finalize the Extension Documents.

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

(8) This Resolution shall take effect immediately. A copy of this Resolution, together with any 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.

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

AYE

NAY

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) **SS.:**
COUNTY OF ONONDAGA)

I, the undersigned Secretary of the City of Syracuse Industrial Development Agency, **DO HEREBY CERTIFY** that I have compared the annexed extract of the minutes of the meeting of the City of Syracuse Industrial Development Agency (the “**Agency**”) held on April 18, 2023, with the original thereof on file in the Agency's office, and that the same (including all exhibits) 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.

I FURTHER CERTIFY that, as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the Agency on _____.

City of Syracuse Industrial Development Agency

Rickey T. Brown, Secretary

(S E A L)

City of Syracuse
Industrial Development Agency
City Hall Commons, 6th Floor
201 East Washington Street
Syracuse, NY 13202
Tel (315) 473-3275 Fax (315) 435-3669

June 21, 2022

Maguire Family Limited Partnership
504 South Meadow Street
Ithaca, New York 14850
Attn: Philip J. Maguire

Re: City of Syracuse Industrial Development Agency
Maguire Family Limited Partnership
Maguire Syracuse Project, IDA Project No. 31021608-a
Sales Tax Appointment Letter – Extension to March 31, 2023

Dear Mr. Maguire:

Pursuant to a resolution duly adopted on June 16, 2020, the City of Syracuse Industrial Development Agency (the “**Agency**”) appointed Maguire Family Limited Partnership (the “**Company**”) the true and lawful agent of the Agency to undertake a project (the “**Project**”) consisting of: (A)(i) the acquisition of an interest in approximately 13.312 acres of real property located at 406-10 State Fair Boulevard and 959 Hiawatha Boulevard West (“**959 Hiawatha**”), which is improved by two (2) existing buildings, and approximately 3.825 acres of vacant land located at 1027 Hiawatha Boulevard West, 401 and 403 State Fair Boulevard and 101 and 103 Rusin Avenue and Harbor Street, each located in the City of Syracuse, New York (collectively, the “**Land**”); (ii) the renovation of the existing 7,152 square foot building located on 959 Hiawatha to include an approximately 1,641 sq. ft. addition and renovations to the existing approximately 37,958 sq. ft building located at 959 Hiawatha to include an approximately 9,500 sq. ft. addition, each to house some or all of the following: car dealership and show rooms, service and/or body shop(s) and related office space; and (iii) site improvements, including, but not limited to, landscaping, greenspace, "green" bio-retention and permeable stormwater treatment areas and new vehicle parking areas, all located on the Land ((i)-(iii) collectively, the “**Facility**”); (iv) the acquisition and installation in and at the Land and Facility of furniture, fixtures, inventory and equipment (the “**Equipment**” and together with the Land and the Facility, the “**Project Facility**”); (B) the granting of certain financial assistance in the form of exemptions from State and local sales and use tax, mortgage recording tax (except as limited by Section 874 of the General Municipal Law) and real property taxes (on some or all of the Land) (collectively the “**Financial Assistance**”); (C) the appointment of the Company or its designee as an agent of the Agency in connection with the acquisition, construction, renovation, equipping and

completion of the Project Facility; and (D) the lease of the Land and Facility by the Agency pursuant to a lease agreement and the acquisition of an interest in the Equipment pursuant to a bill of sale from the Company, or Company's affiliate, to the Agency; and the sublease of the Project Facility back to the Company pursuant to a sublease agreement.

On December 1, 2020, the Agency issued a Sales Tax Appointment Letter (the "**Original Appointment**"), appointing the Company its agent for the purposes set forth therein and reflecting the approval of State and local sales and use tax exemption benefits in an amount not to exceed **\$771,408** (the "**Sales Tax Exemption**"). The Original Appointment is set to expire by its terms on June 30, 2022.

On or about June 10, 2022, the Company requested, and by resolution adopted on June 21, 2022 (the "**Extension Resolution**") the Agency approved, an extension of the Company's agency appointment. In accordance with the Extension Resolution, the Company's appointment has been extended for the period of time from June 30, 2022 through and including March 31, 2023 (the "**Extended Appointment**").

This Extended Appointment includes, and this letter evidences, authority to purchase on behalf of the Agency all materials to be incorporated into and made an integral part of the Project Facility and the following activities as they relate to any renovation, improvement, equipping and completion of any of any buildings, whether or not any materials, equipment or supplies described below are incorporated into or become an integral part of such buildings: (1) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with renovation, improvement and equipping; (2) all purchases, rentals, uses or consumption of supplies, materials, utilities and services of every kind and description used in connection with renovation, improvement and equipping; and (3) all purchases, leases, rentals and uses of equipment, machinery and other tangible personal property (including installation costs), installed or placed in, upon or under such building or facility, including all repairs and replacements of such property, and with respect to such specific purchases or rentals, are exempt from any sales or use tax imposed by the State of New York or any governmental instrumentality located within the State of New York. The total aggregate amount of State and local sales and use tax exemption benefits comprising the Financial Assistance approved by the Agency for the benefit of the Project shall not exceed **\$771,408**.

This agency appointment includes the power to delegate such agency, in whole or in part, to a Project operator, contractors, agents, subagents, subcontractors, contractors and subcontractors of such agents and subagents (collectively, "**Additional Agents**"). Additional Agents must be specifically appointed by the Company in accordance and compliance with the terms of the Amended and Restated Agency Lease dated as of December 1, 2020 by and between the Agency and the Company (the "**Agency Lease**"). The Company hereby agrees to complete "IDA Appointment of Project Operator or Agent for Sales Tax Purposes" (Form ST-60) for itself and each Additional Agent who provide materials, equipment, supplies or services to the Project Facility and deliver said form to the Agency within fifteen (15) days of appointment such that the Agency can execute and deliver said form to the State Department of Taxation and Finance

within thirty (30) days of appointment. The Agency's obligation to execute any Form ST-60 relative to an Additional Agent is subject to the satisfaction of the conditions in the Agency Lease relative to such appointments.

The Company agrees, whenever requested by the Agency, to provide, or cause its Additional Agents to provide and certify, or cause to be certified, such information regarding use of local labor, job creation, exemptions from State and local sales and use tax, real property taxes and mortgage recording taxes and other topics as the Agency from time to time reasonably considers necessary or appropriate, including, but not limited to, such information as to enable the Agency to make any reports required by law or governmental regulation, including but not limited to those required by §875 of the Act.

The Company acknowledges and agrees that pursuant to Section 875(3) of the Act, and in conjunction with the Agency's Recapture of Benefits Policy (the "**Recapture Policy**") dated as of June 21, 2016 and the Amended and Restated Project Agreement between the Agency and the Company dated as of December 1, 2020, the Agency shall, and in some circumstances may, recover, recapture, receive or otherwise obtain from the Company some or all of the Financial Assistance (the "**Recapture Amount**").

Each supplier or vendor should identify the Project Facility on each bill or invoice and indicate thereon which of the Company or its Additional Agents acted as agent for the Agency in making the purchase.

In order to be entitled to use this exemption, you and each Additional Agent should present to the supplier or other vendor of materials for the Project Facility, a completed "IDA Agent or Project Operator Exempt Purchase Certificate" (Form ST-123).

In addition, General Municipal Law §874(8) requires you to file an Annual Statement with the New York State Department of Taxation and Finance ("**NYSDTF**") on "Annual Report of Sales and Use Tax Exemptions" (Form ST-340) regarding the value of sales and use tax exemptions you and your Additional Agents have claimed pursuant to the agency we have conferred on you with respect to this Project. The penalty for failure to file such statement is the removal of your authority to act as our agent. In addition, you must provide a copy of the completed Form ST-340 to the Agency within ten (10) days of the date it is due to be filed with the NYSDTF.

The agency created by this letter is limited to the Project Facility and will expire on the earlier of: (i) sixty (60) days after the issuance of a certificate of occupancy or similar document by the applicable municipality in which the Project Facility is located; or (i) **March 31, 2023**; unless the Agency Lease is terminated early in accordance with its terms in which case this appointment shall terminate at that time.

Maguire Family Limited Partnership

June 21, 2022

Page 4

This letter is provided for the sole purpose of evidencing, in part, the exemption from New York State Sales and Use Taxes **for this project only**. No other principal/agent relationship is intended or may be implied or inferred by this letter.

The Agency shall not be liable, either directly or indirectly or contingently, upon any such contract, agreement, invoice, bill or purchase order in any manner and to any extent whatsoever (including payment or performance obligations), and the Company shall be the sole party liable thereunder. By acceptance of this letter, the vendor hereby acknowledges the limitations on liability described herein.

Very truly yours,

CITY OF SYRACUSE INDUSTRIAL
DEVELOPMENT AGENCY

By:


Judith DeLaney, Executive Director



Tony Fiorito, Chair
Merike L. Treier, Executive Director

March 27, 2023

Ms. Judy Delaney
Executive Director
Syracuse Industrial Development Agency
City Hall Commons, 6th Floor
201 East Washington Street
Syracuse, NY 13202

Dear Judy,

Below is a two-year proposal for the 2023 and 2024 seasonal maintenance of M. Lemp Park, located at the corner of South Warren and East Fayette Streets. Please don't hesitate to call me at 470-1955 if you have any questions.

Annual Proposal for Lemp Park

Mowing - \$37/week

Months - May – October (estimated 24 weeks, starting week of May 1 through Oct 15)

Estimated Cost- \$890

Plant Flowers, Edge, Mulch planting beds (installation estimated week of June 5)

Cost- \$600

Annual Cost- \$1,490

Total Cost for 2023 & 2024 Seasons = \$2,980*

** Our office can issue a separate invoice for the 2023 and 2024 season*

Thank you for the opportunity!

Best Regards,

A handwritten signature in blue ink that reads 'Merike Treier'.

Merike Treier
Executive Director

Accepted by: _____
Judy Delaney, Executive Director, SIDA

Date: _____



Tony Fiorito, Chair
Merike L. Treier, Executive Director

115 W. Fayette St., Syracuse, NY 13202

315.422.8284

www.downtownsyracuse.com

March 27, 2023

Ms. Judy Delaney
Executive Director
Syracuse Industrial Development Agency
City Hall Commons, 6th Floor
201 East Washington Street
Syracuse, NY 13202

Dear Judy,

In previous years we have executed a two-year agreement for main, here is a two-year proposal for 2023 and 2024 seasonal maintenance of flowers in Lemp Park. Please don't hesitate to call me at 470-1955 if you have any questions.

Annual Proposal for Lemp Park

Watering of flowers and planters
Cost - \$700

Annual Cost- \$700

Total Cost for 2023 & 2024 - \$1,400*

** Our office can issue a separate invoice for the 2023 & 2024 season*

Thank you for the opportunity!

Best Regards,

A handwritten signature in blue ink that reads 'Merike Treier'.

Merike Treier
Executive Director

Accepted by: _____
Judy Delaney, Executive Director, SIDA

Date: _____

NOTICE POLICY

STATEMENT OF PURPOSE:

The City of Syracuse Industrial Development Agency (the “**Agency**”) has adopted this Notice Policy (the “**Policy**”) in accordance with Section 859-a(1)(a), 858(15) and 874(4)(b) of the New York State General Municipal Law to establish a policy for providing certain notices to local affected taxing jurisdictions. This Policy shall be consistent with and in compliance with the provisions of Chapter 1030 of Laws of 1969 of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “**Enabling Act**”) and Chapter 641 of the Laws of 1979 of the State of New York, as amended from time to time (said Chapter and the Enabling Act being hereinafter collectively referred to as the “**Act**”), and any other applicable law.

NOTICE OF BENEFITS AND DEVIATIONS: The Agency shall deliver a copy of the resolution adopted pursuant to subdivision one of Section 859-a (1) and/or any notice of deviation from the Agency’s Uniform Tax Exemption Policy required by Section 874(4)(b), by electronic correspondence with a read receipt, to the chief executive officer of each affected local taxing jurisdiction. If the Agency does not receive a returned read receipt within ten business days, the Agency shall follow up by sending the applicable documents by certified mail, return receipt requested.

NOTICE OF PILOT EXPIRATION. The Agency shall maintain a list of all payment in lieu of tax agreements and their expiration dates and notify each affected local taxing jurisdiction within two (2) years of the stated expiration of each such agreement or immediately upon an earlier termination. Any such notice shall be provided by electronic correspondence with a delivery receipt.

The Agency may establish such other procedures as may be necessary to effectuate the purpose and goals of this Policy and the Act.

Adopted: April 18, 2023, Effective January 1, 2023