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RESOLUTION

A regular meeting of the City of Syracuse Industrial Development Agency was convened in public session on March 25, 2025, 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 the Chair and upon the roll being duly called, the following members were:

PRESENT: Kathleen Murphy, Steven Thompson, Rickey T. Brown, Kenneth Kinsey, Dirk Sonneborn

THE FOLLOWING PERSONS WERE ALSO PRESENT: Staff Present: Eric Ennis, Susan Katzoff, Esq., Cole King, Lori McRobbie; Others Present: Michael Lisson, Brianah Lane, Brianca Hill, Nick DeCrisci, Stephen Proietta, Emanuel Henderson

The following resolution was offered by Dirk Sonneborn and seconded by Rickey T. Brown:

RESOLUTION AUTHORIZING A WAIVER 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 adopted 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

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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 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 (collectively, 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, the total amount of State and local sales and use tax exemption awarded totaled $1,588,485 (the "***Exemption***") and the total Project costs, as set forth in the Company's application, as supplemented from time to time, are $37,018,166; and

WHEREAS, the Company has advised that they have not exceeded the Exemption; and

WHEREAS, by correspondence dated March 3, 2025, the Company requested a waiver of the Agency's Local Access Policy (the "***Waiver***") for Empire Office Inc. ("***Empire***"), a subcontractor located at 654 Madison Avenue, Floor 14, New York, New York, New York County. According to the Company, the general contractor, The Haynor Hoyt Corporation ("***Haynor Hoyt***") solicited bids to perform the demountable partition scope of work for a new tenant build-out at City Center (the "***Work***"). Though they did receive competitive bids from

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contractors, none of the bids received were from within the Approved Counties. The Work specified for this tenant build-out is specialized and cannot be sourced within the Approved Counties; and

WHEREAS, the cost of the Work is approximately $124,000; 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 finding and determination:

(a) 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) As a condition precedent to the authorization of Waiver, the Company shall pay all fees associated with the Waiver, including but not limited to all legal fees.

(5) 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.

(6) 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.

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

	AYE	**NAY**
Kathleen Murphy	X	
Steven Thompson	X	
Rickey T. Brown	X	
Kenneth Kinsey	X	
Dirk Sonneborn	X	

The foregoing Resolution was thereupon declared duly adopted.

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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 March 25, 2025, 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 4/15/2025.

CITY OF SYRACUSE INDUSTRIAL DEVELOPMENT AGENCY

By: DocuSigned by: 65E35E032BE24D9...
Rickey T. Brown, Secretary

(S E A L)