

APPROVING RESOLUTION

As a result of the public health emergency created by COVID-19, the Federal, State and local bans on meetings or gatherings, and pursuant the Governor's Executive Order 202.1 issued on March 12, 2020 suspending the Open Meetings Law, as extended on September 2, 2021, the City of Syracuse Industrial Development Agency (the "**Agency**") held a meeting on the 21st day of June, 2022, at 8:00 a.m., local time, electronically which was made available via Webex at: <https://syrgov.webex.com/syrgov/j.php?MTID=m075e58e4503a8146ab384f7ae8c71a50> (or by accessing the link on the Agency's website) and using meeting number 2342 655 4699 and password mTRa2D9aCv7; or via telephone at (408) 418-9388 with access code: 2342 655 4699, in conjunction with the matter set forth below.

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

PRESENT VIA TELE/VIDEOCONFERENCE (in accordance with the Governor's Executive Order 202.1): Kathleen Murphy, Steven Thompson, Rickey T. Brown, Kenneth Kinsey, Dirk Sonneborn

THE FOLLOWING PERSONS WERE ALSO PRESENT VIA TELE/VIDEOCONFERENCE (in accordance with the Governor's Executive Order 202.1): **Staff Present:** Judith DeLaney, Susan Katzoff, Esq. and Lori McRobbie; **Others Present:** Timothy Lynn, Esq., Christopher Bianchi, Gary Thurston, Brian Sivin, Kevin McAuliffe, Esq., Hannah Ripkey, Milan Tyler, Esq., Greg Loh, Michael Collins, Ross Levine, Andrew Savoy, Philip Maguire, Brian Sivin, Andrew Savoy

The following resolution was offered by Steven Thompson 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, Jemal's Gridley LLC (the "**Company**"), by application dated September 22, 2021 (the "**Application**"), requested the Agency undertake a project (the "**Project**") consisting of: (A)(i) the acquisition of an interest in approximately 1.17 acres of real property consisting of three adjoining parcels improved by three buildings comprised of a ten-story building (the "**Bank**

Building"), an eight story building (a portion of which is a garage) (the "**M&T Garage Building**") and a five-story building (4 stories of which are a garage) (the "**Larned Building**") and together with the Bank Building and the M&T Garage Building, collectively, the "**Buildings**") with an aggregate approximately 392,316 sq. ft., all located at 101 South Salina Street (tax map no. 104.-24-09.0), 131 South Salina Street (tax map no. 104.-24-08.0) and 140 East Genesee Street (tax map no. 104.-24-07.0), all in the City of Syracuse, New York (collectively, the "**Land**"), (ii) the reconstruction, renovation, equipping and completion of the Buildings to provide for: (a) approximately 80,000 sq. ft. on the top eight floors of the Bank Building and the top three floors of the M&T Garage Building to contain 121 residential units consisting of loft-style apartments featuring a mix of studio, one-bedroom and two-bedroom units and approximately 67,000 sq. ft of residential amenities including a state-of-the-art fitness center, roof-top and open lounge seating areas; (b) the restoration of the original historic lobby and *an additional* approximately 40,000 sq. ft. on the ground floor of the Bank Building to be used as leasable commercial space; (c) upgrades to the Buildings to include, but not necessarily limited to, the HVAC, plumbing and electrical systems; (d) preservation and restoration of the Building's exterior limestone, masonry, window stone details and the murals and artwork in the original lobby; and (e) the renovation of the garage spaces to serve both tenants and the public ((a)-(e) collectively, the "**Facility**"), and (iii) 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 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, on March 22, 2022, the Company and the Agency closed on the Project and executed the necessary lease transactional documents, including but not limited to an Agency Lease Agreement and 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 Company advised that the preservation of the historic building requires both highly specialized materials and labor as well as a construction schedule that meets the rigid requirements of the historic tax credits associated with the Project which can make obtaining subcontractors challenging. In addition, the Project is being constructed under some of the tightest labor market conditions in recent history as a result of the COVID-19 pandemic. These pricing, manpower availability and schedule constraints play a significant role and have compressed the breadth of available subcontractors; and

WHEREAS, the Company made significant efforts in outreach to local contractors. As

reflected in the materials provided to the Agency, in many instances the local subcontractor either elected not to bid, was not able to meet to required time frame for the construction or came in at a price significantly higher than other bidders; and

WHEREAS, by correspondence dated April 28, 2022 and June 15, 2022, the Company requested a waiver of the Agency's Local Access Policy (the "*Waiver*") for its general contractor, Buffalo Construction Company to perform the historic preservation of the building and five (5) of their 29 sub-contractors (collectively, the "*Waived Vendors*") listed on **Exhibit "A"** attached; and

WHEREAS, the Waived Vendors make up only 22% of the total number of subcontractors and account for only 7% of the total overall budget; 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 Waived Vendors as set forth herein and as represented by the Company to the Agency

(2) The Waiver provided for herein shall apply only to the specific Waived Vendors 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:

	<u>AYE</u>	<u>NAY</u>
Kathleen Murphy	X	
Steven Thompson	X	
Rickey T. Brown	X	
Kenneth Kinsey	X	
Dirk Sonneborn	X	

The foregoing Resolution was thereupon declared duly adopted.

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

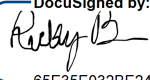
I, the undersigned Secretary of the City of Syracuse Industrial Development Agency, **DO HEREBY CERTIFY** that I have compared the annexed extract of the minutes of the meeting of the City of Syracuse Industrial Development Agency (the "**Agency**") held on June 21, 2022, with the original thereof on file 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), as temporarily amended by Executive Order 202.1 issued on March 12, 2020 ("**EO 202.1**"), as amended and extended from time to time, such meeting was open to the general public and public notice of the time and how to participate in such meeting was duly given in accordance with such Section 104 and EO 202.1; (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 6/30/2022.

City of Syracuse Industrial Development Agency

DocuSigned by:


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Rickey T. Brown, Secretary

(S E A L)

EXHIBIT "A"

1. Buffalo Construction Company
2. Jens Glass
3. WNY Flooring
4. JR Specialties
5. Bison Elevator
6. Surface Tech