

## 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 to Governor Cuomo's Executive Order 202.1 issued on March 12, 2020, as amended from time to time, the City of Syracuse Industrial Development Agency (the "**Agency**") held a meeting on the 23<sup>rd</sup> day of November, 2020, at 8:00 a.m., local time, electronically which was made available via Webex at: <https://syrgov.webex.com/syrgov/j.php?MTID=m9bf3d684ed57e0883cbd5043241de846> (or by accessing the link on the Agency's website) and using meeting number 173 159 7233 and password VYsEdptj342; or via telephone at (408) 418-9388 with access code: 173 159 7233, in conjunction with the matter set forth below.

The meeting was called to order by 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, Kenneth Kinsey, Rickey T. Brown and Dirk Sonneborn

**THE FOLLOWING PERSONS WERE ALSO PRESENT VIA TELE/VIDEOCONFERENCE** (in accordance with the Governor's Executive Order 202.1): Maarten Jacobs, Robert Sweet, Lauryn LaBorde, Merike Treier, Lacey Leonardi (Spectrum News)

The following Resolution was offered by Dirk Sonneborn and seconded by Kenneth Kinsey:

### **RESOLUTION AUTHORIZING THE DOWNTOWN COMMITTEE OF SYRACUSE TO REALLOCATE EXISTING FUNDS APPROVED WITH RESPECT TO A PROJECT AND AUTHORIZING AN INCREASE IN THE AGENCY'S COMMITMENT FOR 2021**

**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**, the Agency has identified a need to enhance its ability to provide solutions, tools and economic development resources in the downtown area of the City of Syracuse, New York (the "**City**") to increase economic development for the benefit of commercial enterprises (both existing and prospective) and the recreation opportunities, prosperity and standard of living

for the residents of the City; and

**WHEREAS**, the Downtown Committee of Syracuse ("**DCS**") is a nonprofit organization, which undertakes programs to improve the City of Syracuse's downtown's image, strengthen its economic base, increase its attractiveness and assure that it's clean, safe, and accessible. The DCS is at the nexus of the public and private partnership that brings about improvement and revitalization. The DCS' mission supports and furthers the Agency's purposes of promoting economic development, providing residents opportunities to thrive as business owners and to improving the recreation opportunities, prosperity and standard of living for the residents of the City of Syracuse; and

**WHEREAS**, by resolution adopted October 15, 2019, the Agency resolved to undertake a project (the "**Project**") consisting of contracting with DCS to obtain within the downtown metropolitan area of the City the following services for a two (2) year period: (i) a typical forty hour per week of additional evening security patrols performed during the hours of 4-11 p.m. Monday through Friday for a total cost of \$63,860/year; (ii) twenty-eight hours per week of additional security patrols on Saturday between 11 a.m. - 7 p.m. and on Sundays between 10 a.m. - 4 p.m. for a total cost of \$52,600/year; and (iii) performance of environmental maintenance and improvements to be conducted on Saturday and Sunday from 7 a.m. - 3 p.m. (collectively, (i)-(iii) hereof the "**Services**") for a total cost of \$30,000/year for *an aggregate annual spend of \$146,460* for a contract total of \$292,920 (the "**Commitment**"); and

**WHEREAS**, the Agency and the DCS entered into a two (2) year contract dated as of October 1, 2019, effective as of January 1, 2020, with respect to the Project, the Services to be provided and the Commitment associated therewith (the "**Contract**"); and

**WHEREAS**, by correspondence dated November 16, 2020, DCS has advised that as a result of the State mandated shut-down between approximately March 2020 and September 2020, many businesses were shuttered in the City and therefore some of the weekend Services were not employed resulting in approximately \$50,900 of the Commitment for 2020 being unused (the "**Unused Funds**"); and

**WHEREAS**, DCS further advised that due to the impacts of the COVID-19 pandemic, their 2020 and 2021 income streams and budgets have been significantly impacted and the allocation of their funding has changed; and

**WHEREAS**, as set forth in the correspondence, the DCS had a thirty-five percent reduction in their revenue stream derived from earned revenue associated with annual events and parking lot operations. As a result of the pandemic, the events were cancelled and use of DTC's parking lots significantly decreased; and

**WHEREAS**, at the same time, the DCS faced added expenses resulting from the pandemic and the need to provide additional services to support businesses in the City such as their advertising campaign "Put the U Back in Syracuse" (the "**Campaign**"). The Campaign, which involved all aspects of the media, is costing approximately \$50,000. In addition to the Campaign, the DCS is working to further promote the City through the holidays through various marketing initiatives and holiday decorations (all of the foregoing, collectively the "**Marketing**"); and

*Efforts*"); and

**WHEREAS**, the DCS is hereby requesting the Agency authorize the reallocation of the Unused Funds to be used towards the Marketing Efforts (the "**Reallocation**"); and

**WHEREAS**, in addition, the DCS has re-evaluated its 2021 budget and has identified ongoing deficits in its funding streams and is therefore requesting the Agency increase its 2021 Commitment under the Contract by \$38,400 ("**Additional Commitment**") and permit those additional funds to be used by the DCS for additional marketing, advertising and beautification efforts in the City ("**Additional Commitment Services**"); and

**WHEREAS**, the DCS further requests authority to amend the Contract to reflect the reallocation of the Unused Funds and the award of the Additional Commitment for demonstrated use for the Additional Commitment Services; and

**WHEREAS**, the DCS would continue to be obligated to demonstrate the use of the Unused Funds and the Additional Commitment in accordance with the terms hereof and the Contract throughout the term of the Contract, as same may be amended from time to time; 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 award of the Additional Commitment, the Reallocation and the execution and delivery of the Contract 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:

**Section 1.** Based upon the representations made to the Agency, the Agency 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 and approves the Reallocation of the Unused Funds for the DCS' Marketing Efforts and further approves and authorizes the Additional Commitment for use by the DCS for the Additional Commitment Services; and approves and authorizes an amendment to the Contract to provide for the Reallocation and the Additional Commitment for use towards the Additional Commitment Services, as set forth herein, provided same are accounted for and reported on by the DCS under the Contract all in accordance with the terms thereof and hereof, including but not limited to, the requirement to provide proof of expenditure prior to the Agency's obligation to disburse any funds provided for herein or therein; and

(C) The Executive Director of the Agency is hereby authorized, on behalf of the Agency, to negotiate, execute and deliver any required amendment to the Contract to provide for the Reallocation and the Additional Commitment, as set forth herein, upon review and advice of counsel; and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution. The execution thereof by the Executive Director shall constitute conclusive evidence of such approval.

**Section 2.** Should any court of competent jurisdiction determine that the Agency is not authorized under the Act to provide the Reallocation, the Additional Commitment or to participate in the Contract, this Resolution shall automatically become null, void and of no further force and effect.

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

**Section 4.** A copy of this Resolution shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

**Section 5.** The Secretary of the Agency is hereby authorized to and may distribute copies of this Resolution and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**Section 6.** This Resolution shall take effect immediately.

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

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	
Kenneth Kinsey	X	
Rickey T. Brown	X	
Dirk Sonneborn	X	

The foregoing Resolution was thereupon declared duly adopted.

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

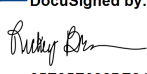
I, the undersigned Secretary of the City of Syracuse Industrial Development Agency, **DO HEREBY CERTIFY** that I have compared the annexed extract of the minutes of the meeting of the City of Syracuse Industrial Development Agency (the “**Agency**”) held on November 23, 2020, with the original thereof on file in my 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), as temporarily amended by Executive Order 202.1 issued on March 12, 2020, as amended from time to time (“**EO 202.1**”), 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 12/17/2020.

City of Syracuse Industrial Development Agency

DocuSigned by:  
  
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Rickey T. Brown, Secretary

(S E A L)