

**RESOLUTION**

A regular meeting of the City of Syracuse Industrial Development Agency was convened in public session on March 17, 2020 at 8:15 o'clock a.m., local time, in the Common Council Chambers, City Hall, 233 East Washington Street, Syracuse, New York. Due to the declaration of a public health emergency and the social distancing requirements imposed at the Federal, State and local level, this meeting was held by telephone conference with live streaming available to the public.

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

**PRESENT:** Kathleen Murphy, Steven Thompson

**PRESENT VIA TELECONFERENCE:** Kenneth Kinsey, Rickey T. Brown, Dirk Sonneborn (in accordance with the Governor's Executive Order 202.1).

**THE FOLLOWING PERSONS WERE ALSO PRESENT:** Staff Present: Judith DeLaney, Susan Katzoff, Esq., John Vavonese, Lori McRobbie

The following resolution was offered by Kenneth Kinsey and seconded by Steven Thompson:

**AUTHORIZING THE AGENCY'S PARTICIPATION  
IN A COOPERATION OR SIMILAR AGREEMENT  
TO SUPPORT THE IMPROVEMENT OF A  
CERTAIN SECTION OF THE ONONDAGA  
CREEKWALK ALONG HIAWATHA BOULEVARD  
IN THE CITY OF SYRACUSE AND AUTHORIZING  
THE EXECUTION AND DELIVERY OF CERTAIN  
DOCUMENTS IN CONNECTION THEREWITH AND  
THE EXPENDITURE OF FUNDS IN SUPPORT  
THEREOF**

**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 make contracts and leases, and to execute all instruments necessary or convenient to or with any person, firm, partnership or corporation, either public or private; and to do all things necessary or convenient to carry out its purposes and exercise its powers; and

**WHEREAS**, the City of Syracuse, New York (the "**City**") is undertaking a project to renovate a portion of Hiawatha Blvd. (the "**Hiawatha Blvd Project**") which includes an approximately 1,500 linear foot portion of what is commonly known as the Onondaga Creekwalk (the "**Creekwalk**") located between the intersections of Hiawatha Boulevard with Van Rensselaer Street and Solar Street, located in the City. While the Hiawatha Blvd Project includes such improvements as milling and paving of the roadway surface with some areas of full depth reconstruction; curbing and driveway work; upgrades to signs, traffic signals, and pavement markings; bridge joint replacement, isolated bridge deck surface repairs and drainage structure relocations, the repairs specific to the Creekwalk include, but may not be limited to, improvements to the sidewalk traversing, in part, the bridge to accommodate a sidewalk with a minimum of ten (10) feet in width (currently the path is only 5 feet in width) and to replace associated curbing along the sidewalk in order to improve the safety of the public and to connect the Creekwalk to the future Erie Canal Trail along Hiawatha Blvd. and the loop the lake trail (the "**Sidewalk Improvement Project**"); and

**WHEREAS**, the costs associated with the Hiawatha Blvd Project exceed \$3,000,000 of which \$1,132,270 is associated solely with the Sidewalk Improvement Project. The City has procured funding to cover a majority of the Hiawatha Blvd Project; and

**WHEREAS**, the City is seeking: (i) the Agency's participation in the Sidewalk Improvement Project; (ii) the Agency's execution and delivery of a cooperation agreement, or similar agreement, which sets forth the roles and responsibilities of each participant (the "**Agreement**") relative to the Commitment (as defined herein); and (iii) the Agency's dedication of an amount not to exceed \$520,882.58 towards the Sidewalk Improvement Project, to be derived solely from funds held by the Agency for use in the lakefront area (the "**Commitment**"). The Commitment shall be disbursed pursuant to requisitions submitted in accordance with the Agreement; and

**WHEREAS**, in exchange for its participation, the City will provide the Agency with updates on the renovations to the Sidewalk Improvement Project, and at the request of the Agency, the larger Hiawatha Blvd Project; and

**WHEREAS**, the Agency's participation in the Sidewalk Improvement Project will promote, attract, encourage and develop recreation and economically sound commerce and industry to advance the health, general prosperity and economic welfare of the people of the State, to improve their recreation opportunities, prosperity and standard of living and leverage the other public and private investments in the area; and

**WHEREAS**, without the Agency's participation, the complete Sidewalk Improvement Project would not be financially feasible at this 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 has classified the Sidewalk Improvement Project as a "Type II" action as that term is defined under SEQRA, and therefore no further review is required; and

**WHEREAS**, the Agency has considered the policy, purposes and requirements of the Act in making its determinations with respect to taking official action regarding the Sidewalk Improvement Project; and

**WHEREAS**, the Agency has given due consideration to the City's request and to the representations by the City that the Agency's participation in the Sidewalk Improvement Project is: (i) critical to the ability to undertake and complete the Sidewalk Improvement Project; (ii) will not result in the removal of a commercial, industrial or manufacturing plant or facility from one area of the State to another area of the State or in the abandonment of one or more plants or facilities located in the State, except as may be permitted by the Act; and (iii) the Sidewalk Improvement Project will serve the purposes of the Act by encouraging and developing recreation and economically sound commerce and industry to advance the health, general prosperity and economic welfare of the people of the State and to improve their recreation opportunities, prosperity and standard of living.

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

**Section 1.** It is the policy of the State to promote the economic welfare, recreation opportunities and prosperity of its inhabitants and to actively promote, attract, encourage and develop recreation and economically sound commerce and industry for the purpose of preventing unemployment and economic deterioration. It is among the purposes of the Agency to promote, develop, encourage and assist in the acquiring, constructing, improving, maintaining, equipping and furnishing of certain facilities, including commercial facilities, and thereby advance the job opportunities, health, general prosperity and economic welfare of the people of the State and to improve their recreation opportunities, prosperity and standard of living.

**Section 2.** Based upon the representations and projections made by the City to the Agency, the Agency hereby and makes the following determinations:

(A) the Sidewalk Improvement Project consists of a "Type II" action under SEQRA and therefore no further review is required; and

(B) the Sidewalk Improvement Project constitutes a "project" within the meaning of the Act;

(C) the execution and delivery of the Agreement and the Agency's Commitment to the City for use to pay certain costs of the Sidewalk Improvement Project will be an inducement to the City to undertake and complete the Sidewalk Improvement Project and thereby advance the health, general prosperity and economic welfare of the people of the State and to improve their recreation opportunities, prosperity and standard of living.

(D) the Sidewalk Improvement Project will not result in the removal of a commercial, industrial or manufacturing plant or facility from one area of the State to another area of the State or result in the abandonment of one or more plants or facilities located in the State, except as may be permitted by the Act.

**Section 3.** Subject to the terms of this Resolution and the conditions set forth in the Agreement the Agency will execute and deliver the Agreement and provide the Commitment. However, the Commitment is subject to, and conditioned upon, the negotiation of the Agreement by and between the Agency and the City upon acceptable terms and conditions to the Agency as approved by the Chairman or Vice Chairman. Upon the execution and delivery of same by each party, the Agency will disburse the Commitment in accordance therewith and herewith. The Chairman, Vice Chairman and/or Executive Director of the Agency are each hereby authorized, on behalf of the Agency, to negotiate, execute and deliver the Agreement in accordance with the terms hereof and approve any disbursement of the Commitment. The execution of the Agreement and/or approval of disbursements by the Chairman, Vice Chairman and/or the Executive Director shall constitute conclusive evidence of such approval.

**Section 4.** The Chairman, Vice Chairman and/or the 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 documents and agreements identified herein and 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 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 and the Agreement.

**Section 5.** The Secretary of the Agency is hereby authorized to distribute copies of this Resolution to the City 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.** Should the Agency's authorization of and/or participation in the

Agreement or the Commitment be challenged by any party, in the courts or otherwise, the City 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, and such indemnity shall be codified in the Agreement. Should any court of competent jurisdiction determine that the Agency is not authorized under the Act to participate in the Agreement, the Hiawatha Boulevard Sidewalk Improvement Project or provide the Commitment, the Agency shall have no liability to the City hereunder or otherwise.

**Section 7.** No covenant, stipulation, obligation or agreement contained in this resolution or any document referred to herein shall be deemed to be the covenant, stipulation, obligation or agreement of any member, officer, agent or employee of the Agency in his or her individual capacity. Neither the members nor officers of the Agency, nor any person executing any documents referred to above on behalf of the Agency, shall be liable thereon or be subject to any personal liability or accountability by reason of the execution or delivery thereof.

**Section 8.** Bousquet Holstein PLLC, as counsel to the Agency, is hereby authorized to work with the City and others to prepare for submission to the Agency, all documents necessary to effect the Agreement and the Commitment and consummate the intent of this Resolution.

**Section 9.** 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.

**Section 10.** 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:

	<b>AYE</b>	<b>NAY</b>
Kathleen Murphy	X	
Steven Thompson	X	
Kenneth Kinsey	X	
Ricky 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 March 17, 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), 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 4/23/2020.

City of Syracuse Industrial Development Agency

DocuSigned by:  
  
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Rickey T. Brown, Secretary

(S E A L)