

## 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 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 19<sup>th</sup> day of May, 2020, at 8:00 a.m., local time, electronically which was made available via Webex at: <https://bit.ly/2LoX9Pd> (or by accessing the link on the Agency's website) and using meeting number 719 872 311 and password SIDA; or via telephone at (408) 418-9388 with access code: 719 872 311, 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., John Vavonese, Lori McRobbie; Others Present: Lauryn LaBorde, Steve Frank, Wendy Lougnot, Rick Steele; Media Present: Rick Moriarty

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

**RESOLUTION CLASSIFYING A CERTAIN PROJECT AS AN UNLISTED ACTION PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT, DECLARING THE AGENCY LEAD AGENCY FOR PURPOSES OF AN UNCOORDINATED REVIEW THEREUNDER, DETERMINING THAT THE ACTION WILL NOT HAVE A SIGNIFICANT EFFECT ON THE ENVIRONMENT AND AUTHORIZING THE EXECUTION AND DELIVERY OF A LICENSE AGREEMENT WITH PARK OUTDOOR ADVERTISING**

**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 is the owner of an approximately 6-acre parcel located at 341 Peat Street, Syracuse, New York (Tax Map. No. 032.1-01.05.3) (the "**Property**"); and

**WHEREAS**, in 2008 the Agency and Park Outdoor Advertising, having an office for business at 700 Hartwell Avenue, East Syracuse, New York (the "**Company**") entered into a license agreement for an approximately 1.3 acre portion of the Property to permit the Company to place a billboard on that portion of the Property (the "**Original License**"). The license is currently set to expire on July 31, 2022; and

**WHEREAS**, the Company has advised the Agency that the billboard structure is aging and needs to be replaced but the cost of such replacement is not warranted with only two years remaining under the Original License; and

**WHEREAS**, the Company indicated the timeframe needed for removal of the old structure and construction of the new structure would be 90 days (subject to delays and related impacts created by COVID-19) and the cost would be approximately \$100,000; and

**WHEREAS**, by letter dated February 10, 2020, the Company requested the Agency approve a new 20-year license (providing for an initial 10-year term with an automatic annual renewal each year for an additional 10 years). Upon approval of a new license, the Company will proceed to replace the billboard; 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 with respect to the environmental impact of any "action" (as defined by SEQRA) to be taken by the Agency; and

**WHEREAS**, to aid the Agency in determining whether the action described above may have a significant adverse impact upon the environment, the Agency prepared an Environmental Assessment Form (the "**EAF**"), a copy of which is on file at the office of the Agency; and

**WHEREAS**, the Company acknowledged concerns presented by the Finance Committee of the Agency relative to future potential development of the Property, including but not limited to, a possible sale of the Property and the impact, if any, of the billboard on those efforts; and

**WHEREAS**, in response thereto, the Company agreed to negotiate the terms of the license to generally provide, that following the first ten years of the license, if the Agency were to sell the Property, then upon 60 days notice, the Company would be required to remove, or if

new owner is amenable, relocate the billboard structure, at its sole cost and expense. If the billboard structure cannot remain or be successfully relocated on the Property, the Company shall, within such 60 day period, remove the billboard and the Agency shall remit to Company, on a pro rata basis, any rent paid in advance for the unexpired term; and

**WHEREAS**, upon approval of by the Agency of the new license and its terms, the Company shall be responsible for obtaining all approvals from the zoning department of the City of Syracuse for installation of the new billboard structure (and any such license shall be contingent upon same); and

**WHEREAS**, the Agency is desirous of entering into a new license agreement with the Company, the term of which would start upon the execution of such agreement, but in addition to the proposed treatment following the initial ten year term as proposed by the Company (and as set forth above), and maintaining the license payment rate (including annual escalator) as provided for under the Original License, the Agency requires additional flexibility within the first ten year period of the license agreement regarding a potential sale of the Property.

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

**Section 1.** It is among the purposes of the Agency to promote 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 in furtherance of the purposes of the Act.

**Section 2.** Based upon an examination of the materials provided with respect to the new license, the criteria contained in 6 NYCRR §617.7(c), the Agency's knowledge of the area surrounding the request, the Agency makes the following findings and determinations pursuant to SEQRA:

(a) The action constitutes an "Unlisted Action" (as said quoted term is defined in SEQRA);

(b) The Agency declares itself "Lead Agency" (as said quoted term is defined in SEQRA) to undertake an uncoordinated review pursuant to SEQRA;

(c) The action will not have a significant adverse effect on the environment, and the Agency and hereby issues a negative declaration pursuant to SEQRA, attached hereto as **Exhibit "A"**, which shall be filed in the office of the Agency in a file that is readily accessible to the public;

In addition to the foregoing, and based on all information presented and the information set forth herein, the Agency makes the additional following findings and determinations:

(d) The negotiation, execution and delivery of a new license on the New License Terms (as defined herein) is hereby authorized and approved; and

(e) The Chairperson, and anyone appointed or approved by the Chairperson, is authorized to negotiate a new license agreement upon terms acceptable to the Chairman to include, at a minimum, the terms outlined herein, including the license payment rate (including annual escalator) as set forth in the Original License, as well as terms permitting a sale of the Property in the original ten year term of the license agreement. In addition, under the Original License, and in accordance with the terms of any new license, the Company would be required to commit to timelines on removal of the current structure and the installation of its replacement along with a monitoring program as recommended by the structural engineer hired by the Agency and coordination with the NYSDEC (which is performing work at the site). All of the foregoing, collectively referred to as the "*New License Terms*". The Chairman and/or the Executive Director, acting individually, are each hereby authorized and directed, for and in the name and on behalf of the Agency, to execute and deliver a new license agreement containing the New License Terms as set forth herein, as well as any and all other documents, agreements, certificates, instruments, or affidavits necessary to carry out the intent of this Resolution (collectively, the "*Documents*") with such changes or modifications to such Documents as approved by the Chairman of the Agency and to pay any such other fees, charges and expenses and to do and cause to be done any such other acts and things, as the Chairman determine may be necessary or desirable to consummate the transactions contemplated by this Resolution.

**Section 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.

**Section 4.** Bousquet Holstein PLLC, as counsel to the Agency, is hereby authorized to work with the Agency and others to prepare, for submission to the Chair, Vice Chair and/or Executive Director, all Documents necessary to carry out the intent of this Resolution.

**Section 5.** The Secretary and/or Executive Director of the Agency is hereby authorized to 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 6.** 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:

	<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 May 19, 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 6/19/2020.

City of Syracuse Industrial Development Agency

DocuSigned by:  
  
05E35E032BE24D9...  
Rickey T. Brown, Secretary

(S E A L)

**EXHIBIT "A"**  
**NEGATIVE DECLARATION**