

AMENDED 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 21st day of July, 2020, at 8:00 a.m., local time, electronically which was made available via Webex at: <https://syrgov.webex.com/syrgov/j.php?MTID=mac8013305c4c5b796666df78d9f7ba18> (or by accessing the link on the Agency's website) and using meeting number 129 282 2500 and password SIDA; or via telephone at (408) 418-9388 with access code: 129 282 2500, 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, 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): Staff Present: Judith DeLaney, Susan Katzoff, Esq., John Vavonese, Lori McRobbie; Others Present: Jennifer Tiffit, Lauryn LaBorde, Jessica Barbuto, Alissa Tubbs, Aimee Durfee, Samuel Jackson, Richard Engel, Esq., Todd Reid, Shanelle Reid; Media Present: Rick Moriarty

The following resolution was offered by Rickey T. Brown and seconded by Steven Thompson:

AMENDED RESOLUTION AUTHORIZING THE AGENCY TO UNDERTAKE A PROJECT AND TO ENTER INTO AN AGREEMENT WITH CENTER STATE CEO FOUNDATION IN FURTHERANCE THEREOF AND TO ALLOCATE CERTAIN 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, 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, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to grant “financial assistance” (as defined in the Act) in connection with the acquisition, reconstruction and equipping of one or more “projects” (as defined in the Act); and

WHEREAS, the Agency has identified a need to enhance opportunities to foster its corporate purposes of advancing job opportunities, health, general prosperity and economic welfare of the people of the State and the residents of the City of Syracuse, New York (the “*City*”); and

WHEREAS, the Syracuse Build Initiative (the “*Initiative*”), led by the City, is designed to build an inclusive workforce of City residents to help ensure that the pool of experienced candidates from the local community have access to jobs in the construction field. The Initiative provides training and apprenticeship opportunities through partnerships with developers, contractors and other community partners with the goal of creating a stronger pipeline to meet the City’s workforce needs now and in the future; and

WHEREAS, the Agency sees the Initiative as a way to enhance and leverage the benefits provided by the Agency to various projects through enhanced workforce development for the benefit of the residents of the City; and

WHEREAS, acting as an intermediary for the program Center State CEO Foundation (“*Center State*”) has been tasked with design, fundraising, and implementation of the Initiative; and

WHEREAS, at the request of the Company, by resolution adopted October 15, 2019, the Agency approved its partnering in the Initiative to: (A) allocate a portion of its earned administrative fees in the amount of \$100,000.00 (the “*Funding*”) to support, among other things, the cost associated with: (i) five (5) training courses to house approximately eighteen (18) students each for direct placement in various construction positions; (ii) four (4) academic remediation and test prep courses to prepare approximately forty (40) students to take the civil service exam; and (iii) other related and supportive initiatives relative to the Initiative; and (B) enter into an agreement with Center State relative to same, the terms of which are to be negotiated and include demonstrable benchmarks and reporting requirements (the “*Original Proposed Agreement*”); and

WHEREAS, the Agency is being asked to amend the terms of the Original Proposed Agreement as follows: (A) allocate a portion of its earned administrative fees in the amount of \$100,000.00 (the “*Funding*”) to support, among other things, the cost associated with: (i) \$56,000 to Work Readiness and Academic Remediation at EOC to enroll at least 36 individuals in Build Ready classes (focusing on basic construction skills, OSHA, basic academic preparation) of which 80% of enrolled participants will secure employment, enter apprenticeship or enter advanced skill training; (ii) \$24,000 to Community Center Collaborative where neighborhood-based Community Centers will recruit at least 200 individuals into Syracuse Build, host orientation sessions and conduct assessments; and (iii) \$20,000 for participant stipends to pay for about 1,700 hours of class time (based on minimum wage) for participants pursuing advanced construction/trades modules (beyond the basic work readiness & academic remediation class); and assuming a 16 week advanced training schedule, this stipend budget would cover 3 individuals’ stipends (assuming 35 hour class time per week); and (B)

enter into an agreement with Center State relative to the foregoing, the terms of which are to be negotiated and include demonstrable benchmarks and reporting requirements (the "*Agreement*"); and

WHEREAS, the Funding furthers the Agency's purposes to promote economic development and provide opportunities to improve prosperity and the standard of living for the residents of the City; 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 execution and delivery of the Agreement 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 has determined that the Funding and its participation in the Agreement will provide a benefit which will foster and improve promote economic development and provide opportunities to improve prosperity and the standard of living for the residents of the City; and

(C) The Agency authorizes and approves the Funding as set forth herein contingent upon the Agency and Center State negotiating, executing and delivering the Agreement for the services set forth herein in accordance with the terms of this Resolution.

(D) The Executive Director of the Agency is hereby authorized, on behalf of the Agency, to negotiate, execute and deliver the Agreement, in in accordance with the terms hereof to provide for the services to be provided as part of the Initiative, and expend the Funding in accordance with the terms hereof and the Agreement, with changes in terms and form as shall be consistent with this Resolution and as the Chair or Vice Chair shall approve; 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 participate in the Funding or the Agreement, 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. 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.

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)
COUNTY OF ONONDAGA) SS:

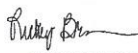
I, the undersigned Secretary of the City of Syracuse Industrial Development Agency, **DO HEREBY CERTIFY** that I have compared the annexed extract of the minutes of the meeting of the City of Syracuse Industrial Development Agency (the "**Agency**") held on July 21, 2020, with the original thereof on 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 8/13/2020.

City of Syracuse Industrial Development Agency

DocuSigned by:

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Rickey T. Brown, Secretary

(SEAL)