

## 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 16<sup>th</sup> day of November, 2021, at 8:00 a.m., local time, electronically which was made available via Webex at: <https://syrgov.webex.com/syrgov/j.php?MTID=m6c4260a80e517c7a9491ad0f6b85d5e5> (or by accessing the link on the Agency's website) and using meeting number 2337 048 1609 and password 8yxJn2JXNS4; or via telephone at (408) 418-9388 with access code: 8yxJn2JXNS4, 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, Jeremy Thurston, Milan Tyler, Esq., Lindsey Haubenreich, Esq., John Lenio, Megan Craig, Mitch Latimer, Karoline Leonard, TJ Shaw, Jim Masson, Charles Wallace, Rick Moriarty

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

### **RESOLUTION AUTHORIZING THE EXTENSION OF A LEASE WITH THE MUNICIPALITY FOR CERTAIN PROPERTY; AND AUTHORIZING THE EXECUTION AND DELIVERY OF A LEASE WITH RESPECT THERETO**

**WHEREAS**, the City of Syracuse Industrial Development Agency (the "**Agency**" or "**SIDA**") 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 a parking garage located at 218 West Jefferson

St., Syracuse, New York (Tax Map # 101.-14-01.1/11) commonly known as the Center Armory Garage (the "**Property**"); and

**WHEREAS**, since in or about 1992, the City of Syracuse, New York (the "**City**") and the Agency have been operating under an agreement which provides for the City to operate, maintain, manage and utilize the Property as a public parking facility within the City; and

**WHEREAS**, subject to the approval of the common council and the Agency, the parties are desirous of memorializing their agreement by entering into a lease agreement which will provide for an initial three-year term at a rental rate of \$1.00/year with the City continuing to assume all responsibility for operation and maintenance of the Property (the "**Lease Agreement**"); 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 action being taken by the Agency hereunder constitutes 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.** 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 the foregoing, the Agency makes the following findings and determinations:

(a) The Lease Agreement is hereby authorized and approved as set forth herein and the executive director is authorized to work with the City to finalize the Lease Agreement all as set forth herein.

(b) The Chair, Vice Chair, the Executive Director and any authorized representative 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 Lease Agreement, subject to the terms hereof, as well as any and all other documents, agreements, certificates, instruments, or affidavits (collectively, the "**Documents**"), and to pay any such other fees, charges and expenses, or to make such other changes, omissions, insertions, revisions, or amendments to the Lease Agreement and/or the Documents referred to 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.

**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, the Lease Agreement and all Documents necessary to effect 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:

	<b><u>AYE</u></b>	<b><u>NAY</u></b>
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 )

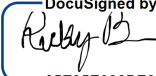
I, the undersigned Secretary of the City of Syracuse Industrial Development Agency, **DO HEREBY CERTIFY** that I have compared the annexed extract of the minutes of the meeting of the City of Syracuse Industrial Development Agency (the “*Agency*”) held on November 16, 2021, with the original thereof 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 (“*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 12/2/2021.

City of Syracuse Industrial Development Agency

DocuSigned by:  


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Rickey T. Brown, Secretary

(S E A L)