

RESOLUTION

A regular meeting of the Onondaga County Industrial Development Agency was convened in public session on February 9, 2023, at 8:30 a.m., local time, at 335 Montgomery Street, 2nd Floor, Syracuse, New York.

The meeting was called to order by the (Vice) Chairman of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT: Patrick Hogan
Janice Herzog
Susan Stanczyk
Kevin Ryan

ABSENT: Victor Ianno
Steve Morgan
Fanny Villarreal

ALSO PRESENT: Robert M. Petrovich, Executive Director
Jeffrey W. Davis, Esq., Agency Counsel

The following resolution was offered by Janice Herzog, seconded by Susan Stanczyk, to wit:

RESOLUTION AUTHORIZING SUSPENSION OF SERVICE AGREEMENT

WHEREAS, Onondaga County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 435 of the Laws of 1970 of the State of New York and Chapter 676 of the Laws of 1975, as amended, constituting Section 895 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York (the "State"), to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, the Agency currently owns and is developing White Pine Commerce Park (the "Park") located northeast of the intersection of NYS Route 31 and Caughdenoy Road, including the expansion to areas north and east generally located along NYS Route 31 and the east and west sides of Burnet Road, all in the Town of Clay, Onondaga County, New York; and

WHEREAS, pursuant to a resolution of the Agency duly adopted on February 7, 2017, the Agency appointed the firm of O'Brien & Gere (which firm subsequently merged into Ramboll, is

now known as Ramboll and is hereinafter referred to as the “Engineer”) to facilitate engineering studies necessary in connection with development of the Park; and

WHEREAS, the Agency and the Engineer entered into that certain professional services agreement on March 20, 2017 (the “Original Agreement”) to memorialize the terms of the engineering studies the Engineer would provide the Agency in connection with development of the Park, as amended pursuant to September 13, 2022 and November 29, 2022 resolutions of the Agency (together, the “Service Agreement Amendments” and, collectively with the Original Agreement, the “Service Agreement”); and

WHEREAS, the Agency and the Engineer desire to suspend the Service Agreement effective January 31, 2023; and

WHEREAS, the Agency shall pay to the Engineer all outstanding amounts due for services provided pursuant to the Service Agreement through January 31, 2023;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Agency hereby approves the suspension of the Service Agreement effective January 31, 2023.

Section 2. The Executive Director of the Agency is hereby authorized, on behalf of the Agency and upon the advice of the Agency’s counsel, to execute and deliver any such documents as may be necessary to evidence the suspension of the Service Agreement effective January 31, 2023, in a form to be approved by the Executive Director, upon the advice of Agency counsel, the execution thereof to constitute conclusive evidence of such approval.

Section 3. This Resolution shall take effect immediately.

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

	<u>AYE</u>	<u>NAY</u>	<u>ABSENT</u>
Patrick Hogan	X		
Janice Herzog	X		
Victor Ianno			X
Steve Morgan			X
Susan Stanczyk	X		
Kevin Ryan	X		
Fanny Villarreal			X

The Resolution was thereupon declared duly adopted.

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

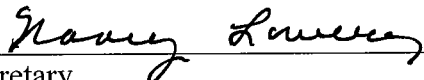
I, the undersigned Secretary of the Onondaga County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on February 9, 2023 with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting, (B) said meeting was in all respects duly held, (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law, and (D) there was a quorum of the members of the Agency present throughout said meeting.

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 hereunto set my hand this 9 day of February, 2023.

(SEAL)


Secretary