

Onondaga County Industrial Development Agency

Regular Meeting Minutes

October 12, 2023

A regular meeting of the Onondaga County Industrial Development Agency was held on Thursday, October 12, 2023, 355 Montgomery Street, Floor 2M, Syracuse, New York.

Patrick Hogan called the meeting to order at 8:32 am with the following:

PRESENT:

Patrick Hogan
Janice Herzog
Fanny Villarreal
Cydney Johnson
Elizabeth Dreyfuss
Susan Stanczyk
Kevin Ryan

ABSENT:

ALSO PRESENT:

Robert M. Petrovich, Executive Director
Nancy Lowery, Secretary
Nate Stevens, Treasurer
Karen Doster, Recording Secretary
Alexis Rodriguez, Assistant Treasurer
Len Rauch, Economic Development
Jeff Davis, Barclay Damon Law Firm
Amanda Fitzgerald, Barclay Damon Law Firm
Andy Breuer, OHB ReDev, Inc./District East
Charlie Breuer, OHB ReDev, Inc./District East
Ryan Benz, OHB ReDev, Inc./District East
Brody Smith, Bond Schoeneck & King
Mike Lisson, Grossman St. Amour
Brianah Lane, Grossman St. Amour
Mary Kuhn, County Legislature
Mitch Latimer, Carpenter's Union
Justin Velazquez, Spectrum News
Bonnie Strunk
Steve Case

APPROVAL OF REGULAR MEETING MINUTES – SEPTEMBER 14, 2023

Upon a motion by Fanny Villarreal, seconded by Elizabeth Dreyfuss, the OCIDA Board approved the regular meeting minutes of September 14, 2023. Susan Stanczyk abstained.

Motion was carried.

TREASURER'S REPORT

Alexis Rodriguez gave a brief review of the Treasurer's Report for the month of September 2023.

Upon a motion by Susan Stanczyk, seconded by Janice Herzog, the OCIDA Board approved the Treasurer's Report for the month of September 2023. Motion was carried.

PAYMENT OF BILLS

Alexis Rodriguez gave a brief review of the Payment of Bills Schedule #486.

Upon a motion by Janice Herzog, seconded by Elizabeth Dreyfuss, the OCIDA Board approved the Payment of Bills Schedule #486 for \$2,550,944.49 with PILOT payments to Hinsdale Road Group, LLC for \$525,000.00, West Genesee School District for \$612,221.21, Town of Camillus for \$173,614.97 and Onondaga County for \$127,926.82. Motion was carried.

CONFLICT OF INTEREST DISCLOSURE

The Conflict of Interest was circulated and there were no conflicts.

OHB REDEV. INC./DISTRICT EAST (3101-22-06A)

Jeff Davis stated OHB ReDev has submitted an application to the Agency for benefits for the company to acquire a fee interest or leasehold interest in 5 contiguous parcels in the Town of DeWitt, formerly known as the Shoppingtown Mall facility. He stated it includes the demolition of selected existing structures of the land, the renovation of existing structures for a new construction of a residential, commercial and mixed use development, the improvement of primary and secondary shared facilities, sidewalks, sewers, parks, green space and lighting, all totaling approximately 68 acres. He stated the acquisition includes fixtures, machinery, equipment, tangible personal property, etc. of the granting of certain financial assistance within

the meaning of the foregoing including potential exemptions and certain sales and use tax, real estate tax, transfer tax, etc. as well as the potential use of eminent domain for the acquisition of parcels at the Shoppingtown Mall facility. He stated the project is anticipated to include 1.96 million square feet of leasable space inclusive of 912 dwelling units and 33 structures up to six stories in height. He stated a new street grid will incorporate sidewalks, bicycles infrastructure, pedestrian scale lighting, street trees, etc. and roughly 4,105 parking spaces. He stated the application requests the Agency consider the following: the acquisition of three parcels of land by eminent domain totaling 4.21 acres, specifically tax parcels 0.63-01-02.3 which is the former Macy's parcel and parcels 0.63-01-02.4 which is the former Sears Department store, and 063-01-02.5 which is the former Sears auto center facility. He stated all are in the Town of DeWitt, Onondaga County, State of New York, as well as undertaking the project for the financial benefits as discussed previously. He stated the land is entirely developed within the former Shoppingtown Mall which is now derelict, vacant and underutilized. He stated pursuant to the State Environmental Quality Review Act, the agency is required to make a determination with respect to the environmental impact of any action taken by the Agency and the approval of the District East redevelopment constitutes such an action. He stated in helping the Agency to determine whether the District East redevelopment may have a potentially significant adverse effect on the environment, the company prepared and submitted a full environmental assessment form with supporting studies and reports. He stated copies of the SEQRA materials are on file at the OCIDA office. He stated the resolution adopted on August 18, 2022, where the agency declared their intent to be lead agency under the State Environmental Quality Review Act and those notices were circulated to all interested and involved agencies. He stated the Notice of Intent instructed all recipients to direct any comments or questions concerning the District East redevelopment to OCIDA and none of those involved agencies objected to OCIDA's designation as lead agency within the statutory 30 day time period under SEQRA. He stated the Agency has engaged Barclay Damon and JMT, its consultant, to support and review the potential environmental impacts for the District East redevelopment. He stated on September 18, 2022 the amended application materials were circulated to all interested involved agencies. He stated that kicked off a series of workshop sessions held by OCIDA including the applicant, Barclay Damon, JMT, the applicant's consultants, the Town of DeWitt, and included numerous correspondence back and forth with the involved agencies, most notably NYS DOT. He stated the last workshop session was in August and result of those workshop sessions was the completion of Part 2. He stated Part 2 of SEQRA is where the potential impacts were determined as a result of the project. He stated it is a NYSDEC worksheet and he will walk

though Part 2 then get into the determination and the recommendation of Barclay Damon, Agency staff and the workshop group. He stated when completing Part 2, you have to determine whether there's an impact to start so the first question is, is there an impact to land and yes, there is going to be an impact to land. He stated after you answer the first question you go through and answer a series of sub questions to determine whether that impact is none or small impact or a moderate to large impact. He stated anything that is identified from moderate to large impact then needs to be further discussed in Part 3 of the Environmental Assessment Form. He stated the impact of land; does the proposed action involve construction on or physical alteration of a land surface and the answer is yes. He stated there was one sub question identified as a moderate to large impact that may occur and that is, the proposed action may involve construction that continues for more than one year and run multiple phases. He stated the applicant has identified the project would be built over phases over a series of years to complete the full development so it is checked as a moderate to large impact. He stated question 2, is there any impact to geological features and the answer is no; there are no unique or unusual landforms on the site. He stated it is a fully developed, derelict mall facility. He stated is there impacts to surface water and the answer is no; there will be no impacts to on site wetlands or other surface water bodies. He stated question 4, is there impacts on groundwater; will the proposed action result in any new or additional uses of groundwater or may have a potential to introduce contaminants to groundwater or an aquifer and the answer is no. He stated impact on flooding; the proposed action may result in development on land subject to flooding and the answer is no. He stated impacts to air; the proposed action may include a state regulated air emission source. He stated the workshop committee checked yes. He stated they went through the sub questions and there was no moderate to large impacts identified in those sub questions. He stated the sub questions talked about various components as to the types of uses and air emissions and whether the levels are going to be exceeded for which based upon the information provided by the applicant, none of those levels will be exceeded. He stated impact on plants and animals. He stated the proposed action may result in a loss of flora or fauna and yes was checked for that question. He stated there are some limited trees on the site that would be removed as part of the redevelopment but also noted that the redevelopment will actually create more green space at this site than what is there right now. He stated he believes 6 acres of green space will be created at the site currently not there. He stated question 8, are there impacts on our cultural resources and are there any impacts or cultural resources at the site. He stated the answer is no. He stated impact on aesthetic resources; the land use proposed is going to be different from or in sharp contrast to current land use patterns between the proposed project and a scenic or static resource

and the answer is yes. He stated they went through the sub questions to determine whether there were any moderate to large impacts. He stated there was one moderate to large impact was identified that the proposed action will have a positive aesthetic impact as a result of replacing the deteriorating defunct retail mall with a modern multi use center. He stated no other impacts were identified that would be considered moderate to large or any impacts to scenic or static resources within the area. He stated impacts on historic or archaeological resources; there were no historic or archaeological identified so the answer to that question was no. He stated impact on open space and recreation; there is no impact to open space and recreation in any designated adopted municipal open space plan so the answer to that question is no. He stated impact on critical environmental areas; there are no critical environmental areas within or adjacent to the project site so the answer is no. He stated impacts on transportation; the post project end result may change in existing transportation patterns or systems. He stated the answer was checked yes. He stated there were a couple moderate to large impacts identified. He stated the projected project may increase and may exceed capacity of existing road networks; that was identified as a potential moderate to large impact as well as proposed action may alter the present pattern of movement of people or goods that was identified as a potential moderate to large impact. He stated impact on energy; the proposed action may cause an increase in the use of any form of energy. He stated that answer was checked yes. He stated there were two moderate to large impacts identified that the proposed action may utilize more than 2,500 megawatt hours per year of electricity and that proposed action may involve heating and cooling of more than 100,000 square feet of building area when completed. He stated impact on noise, odor and light; the proposed action may result in an increase in noise, odor or outdoor lighting and that was checked yes. He stated there were no moderate to large impacts identified as a result of that. He stated the impact on human health; the proposed action may have an impact on human health from exposure to new or existing forms of contaminants. He stated that answer was checked yes but there were no moderate to large impacts identified. He stated is it consistent with the community plans. He stated the question is poorly written on the Part 2 form and it states is it not consistent with adopted plans so it is a double negative. He stated no and it means that it is consistent with the adopted plans. He stated is it consistent with the community character; the post product is inconsistent with the community character. He stated they did check yes for that and went through and identified no moderate to large impacts. He stated that completed the workshop session on Part 2.

Jeff Davis stated as a result of the Part 2, Barclay Damon, JMT and staff completed a proposed Part 3. He stated this is the process identifying what our ultimate determination is in the SEQRA

process. He stated the recommendation of the workshop group, the Board's consultants and legal counsel is issue a negative declaration under SEQRA meaning there are no significant adverse environmental impacts. He stated there are numerous project improvements that will be incorporated by the applicant into the project to address potential impacts with many of those being off site traffic improvements that NYSDOT identified and the applicant has agreed to incorporate into the project and the project improvements. He stated it is important to walk through this and identify what the committee identified by working with the applicant, NYSDOT, the Town of DeWitt and their planning council and legal counsel in the workshop sessions. He stated the workshop committee members were Patrick Hogan, Janice Herzog & Susan Stanczyk, various consultants and the applicant. Jeff Davis read the negative declaration notice of determination of non-significance. In accordance with NYSDEC or in accordance with Article 8 of the State Environmental Quality Review Act, Onondaga County Industrial Development Agency has considered the proposed redevelopment of the former Shoppingtown Mall to a mixed-use town center development also known as District East. He stated this also includes the use of the New York Eminent Domain Procedure Eaw as described more fully as the Agency has determined the proposed Action is a Type I Action pursuant to the Regulations, and therefore coordinated review and notification was done and is required in the action. The Agency has appropriately engaged in a coordinated environmental review of the action; that a thorough review of all potential environmental impacts has been conducted; that after consideration the recommendation is the Agency has concluded there is not a significant adverse environmental impact on the environment; therefore that an environmental impact statement is not required to be prepared. The action includes the redevelopment of the former Shoppingtown Mall to a mixed-use town center development also known as District East inclusive of retail, entertainment, office etc. The action includes the potential use of eminent domain consistent with requiring us to either to acquire or through negotiated purchase through the exercise of eminent domain. The former Sear's site totals 2.54 acres and the former Macy's site totals 1.67 acres. The lead agency is the Onondaga County Industrial Development Agency. The involved and interested agencies were the Town of DeWitt Town Board, Town of DeWitt Planning Board, Town of DeWitt Department of Planning and Zoning, New York State Department of Transportation, New York State Department of Environmental Conservation New York State Historic Preservation Office, Onondaga County Planning Board, Onondaga County Department of Transportation, New York State Department of State Building Standards and Codes-Division of Code Enforcement and Administration, and Onondaga County Department of Health.

Jeff Davis stated Part 3 and the review of materials, OHB ReDev submitted their application and their application included a full EAF, a series of appendices and those appendices were a master plan, evaluation of surface waters and wetlands, a preliminary storm water pollution prevention plan, a sanitary sewer capacity assessment, a water distribution assessment, a storm water utility assessment, a threatened and endangered species assessment and existing conditions, photo log, visibility assessment, a consultation with ORPS, a traffic impact assessment, an 1481 interchange impact review, a NYS DOT consultation, energy impact assessment, construction, noise assessment and a public service impact assessment. He stated additionally supplemental documents were provided by the applicant, included in the materials, a visitor impact assessment, correspondence providing additional information about the project including traffic improvements, correspondence from the Agency concerning questions and comments related to the project and the applicants responses, letters from NYSDOT concerning potential traffic impacts and proposed traffic improvements, a letter from Terry Mannion from the Town of DeWitt dated September 4, 2023 stating that the Town of DeWitt participated in the SEQRA workshop sessions and addressing their questions and concerns in correspondence received from involved and interested agencies. He stated the project has also been on the agenda of this Agency. He stated in working through the environmental review process in determining level of significance and issuing a SEQRA negative declaration with various criterion that the Agency is required to review. He stated he is going to run through the criteria. He stated whether a substantial adverse change to existing air quality, ground or surface water quality, traffic levels, noise levels, substantial increases in solid waste production or substantial increase in potential for erosion, flooding or leaching or drainage problems will occur. He stated regarding air quality, the action is not expected to substantially impact existing air quality and the EAF Part 3 narrative runs through why that is and may be some temporary adverse impacts during construction, but the project will be required to comply with all New York State and Federal Clean Air Act requirements and obtain all necessary permits etc. He stated the adverse impacts of air quality for construction will be short term, localized and minor in nature, they are not expected to cause a deterioration of ambient air quality. He stated operation; the project is not anticipated to include any stationary, state or regulated air emission sources, will not generate or emit methane, it will bring new users to the site with approximately 12,000 visitors per day as projected by the applicant. He stated we know that many of those visitors are anticipated to be using electric vehicles. He stated there is also public transportation, bike paths incorporated into the proposed design, walking sidewalks etc. He stated therefore the existing air quality will be preserved as a result of the following the coordinated visiting schedules to offset vehicular traffic

patterns, incorporation of sidewalks, bicycle infrastructure, public transportation, pedestrian scale lighting will discourage onsite vehicular use. He stated therefore, any adverse impacts to air quality during operation will be localized, in minor nature and are not expected to cause a deterioration of ambient air quality. He stated groundwater quality; a full SWPPP (Stormwater Pollution Prevention Plan) has been provided, a preliminary SWPPP has been provided by the applicant. He stated ultimately a final SWPPP will be developed by the applicant and prior to construction it will be reviewed and approved by the Town of DeWitt. He stated the surface water quality is same with the SWPPP being provided, reviewed by the Town of DeWitt and NYSDEC upon request. He stated the funded design will comply with all of the requirements of the Town and NYS engineering requirements. He stated the SWPPP requires local jurisdiction review and approval. He stated traffic; this is probably one of the components the workshop group spent the most time on working through with comments from NYSDOT and Town of DeWitt. He stated there are several traffic improvements identified by NYSDOT that will address traffic concerns and improve traffic movement, not only existing traffic issues in the area now, but address and improve traffic movement and patterns once the facility is under construction and operational. He stated those traffic areas include the improvements in the area of Rte. 5 and Kinney Road, including extending the northbound left lane, reducing signal lengths, changing signal phasing and stalling "elephant tracks", which are road control measures and various turn lanes including improvements to Rte. 5, Erie Boulevard and Grenfell Road and the North access. He stated it included improvements to Rt. 5, Erie Boulevard and the South access point to the site, including improvements to Rte. 5 Erie Boulevard and Rte. 92 at Genesee Street, Rte. 92 and East Genesee Street and Jamesville Road, Erie Boulevard widening right out access and other improvements along Erie Boulevard including sidewalk improvements. He stated with the traffic modifications and offsite improvements the NYSDOT concluded the project will not have a significant impact on traffic operations on the state's highway network and when combined with the offset improvements outlined in its June 1, 2023 letter, there will be no adverse environmental impacts as a result of traffic. He stated this study also included the impacts and the changes as a result of 1481 and the new traffic improvements in patterns that could result and that was part of the workshop session that went through and some of the improvements that were identified and address those improvements. He stated noise; we went through a review of the noise study with the Town and their noise limits etc. ultimately determining that there will be no adverse environmental impacts and the project will not pose potential significant adverse environmental impacts and noise in the area. He stated it will comply with all applicable noise regulations and guidelines as outlined by the conduit and same

with regard to solid waste production. He stated during construction, there will be solid waste produced and contractors and haulers will be used to take that off site. He stated a state pollution environmental SPDES permit will be identified for the project and obtained by the applicant, etc. He stated that was Criterion 1. Criterion 2 - Removal or destruction of large quantities of vegetation or flora, substantial interference with movement of any of any resident or migratory fish or wildlife species, impacts on significant habitat area, substantial adverse effects on a threatened or endangered species or animals, etc. He stated we noted the facilities is an existing developed facility already. He stated there will be a net gain of approximately six acres of vegetated area then what is there currently as a result of the full development. He stated the conclusion is the project will not have a potential significant adverse impact on natural resources, including threatened or endangered species. Criterion 3 - The impairment of the environmental characteristics of a critical environmental area as designated pursuant to 617.14 G of SEQRA. He stated the project site is neither adjacent to nor contains any critical environmental areas therefore there will be no impact. Criterion 4 - The creation of a material conflict with the community's current plans or goals as officially approved or adopted. He stated we note that the Town of DeWitt did pass a town wide comprehensive amendment to their zoning code earlier this month, known as MUV4, which encourages village type centered development or redevelopment like the applicant is proposing here. He stated their development will be consistent with the new overlay district passed by the Town of DeWitt and as a result the project will not have a significant adverse impact relative to officially approved or adopted plans or goals with either the town or county. Criterion 5 - Will there be any impairment of the character or quality of important historical or archaeological, architectural or aesthetic resources or existing community or neighborhood character? He stated the facility is currently vacant and the improvements happening to the facility is the project and will not result in a significant adverse impact relative to any historical, archeological architectural or aesthetic resources or an existing community or neighborhood of the character or community character. Criterion 6 - Would be a major change in the use of any quality or type of energy? He stated the project will not result in a change in the quality of energy used or constitute a significant adverse change in the overall energy use. He stated Criterion 7 – Creation of a hazard of human health. He stated the determination is the agency includes the project will not create a human health hazard. He stated there exists no evidence that contaminants exist at the site and that the project will expose humans to a new source of contaminants further and as discussed elsewhere in this document the supporting materials the applicant has incorporated certain measures into various aspects of the project to address potential impacts associated with construction, traffic, air quality, erosion,

storm water discharge and origins, noise and solid waste production. Criterion 8 - A substantial change in the use or intensity of use of land including agricultural open space or recreational resources, or in its capacity to support existing uses. He stated recognizing that it is a fully developed facility now and the changes that are going to be identified, the new MUV4 overlay district passed by the Town of DeWitt which encourages the use of village centers and the development of village centers on properties like this, the redevelopment will decrease the impervious acreage at the site and add approximately six acres. He stated the determination will be no impacts. Criterion 9 - The encouraging or attracting a large number of people to replace replaces for more than a few days compared to a number of people who would come to such place absent the action. He stated the action will trigger an increase in the number of people visiting the project site, both during and after construction. He stated based upon the retail space will be developed potential metric and office space office space developed, the residential space to be developed, the hotel and hospitality space, grocery space and entertainment. He stated this is consistent with the Town of DeWitt adopted land use plans, zoning plans, restrictions and the new MUV overlay district. He stated it is not expected that the traffic associated with the project will adversely impact traffic patterns when incorporating the offsite project improvements by NYSDOT. He stated it is also located along heavily traveled roads currently within the area, etc. He stated the determination will be no adverse impacts as a result of that criterion. Criterion 10 – The creation of material demand or other actions which would result in one or more consequences. He stated the consequences are identified are mostly in the positive area when looking at the existing facility there now. He stated it is underutilized. He stated at one time Shoppingtown Mall was a vibrant economic center for the area and is not now. He stated as a result of the post redevelopment it will be taken from its current view, setting and derelict state to something that is productive for the town, county and residents.

Jeff Davis stated that is a summary of the significant portions of the Part 3 and will open it up to answer any questions. He stated before the Board is a resolution officially declaring themselves lead agency. He stated had declared our intent so we proceeded under that prospect we are lead agency as a result of no objection over the 30 day period. He stated we are officially declaring our intent to be lead agency and make the determination of significance for constituting the project as a Type I action. He stated we are identifying District East redevelopment will not have a significant adverse effect on the environment and the Agency will not require the preparation of an environmental impact statement with respect to the District East redevelopment. He stated as a consequence of the foregoing, the Agency has prepared a

negative declaration with respect to District East redevelopment, a copy of which is attached to the resolution as Exhibit A. He stated extensive work was done with the workshop group and everyone involved working through the environmental review of the project.

Patrick Hogan thanked Jeff Davis for the thoroughness. He stated this is an example of different entities working together for a common goal.

Jeff Davis stated this is the first step for this Board. He stated we have an application that has been pending for over a year. He stated no agency can proceed with any decision or approvals until SEQRA is completed so completing SEQRA is an important step in the process of working through the remaining requests and actions. He stated one of them would be the consideration of eminent domain not being considered today but will be a future consideration of the Board. He stated there are eminent domain procedure law actions that must take place before the Board could consider proceeding under that, as well as a whole process the Town of DeWitt would have to undertake in the site plan review process consistent with their overlay district and zoning for the application to proceed. He stated there are benefits that were requested by the applicant that will be back in front of this Agency for consideration of the sales and use tax, mortgage recording tax and PILOT.

Robert Petrovich stated for clarification, we are codifying lead agency and determining it is a Type I action and we are ultimately going to get to a negative declaration. Jeff Davis stated yes.

Susan Stanczyk asked how quickly are we moving and what is the next step assuming the resolution is passed today. Jeff Davis stated if the Board passes the SEQRA Negative Declaration today, the next step would be along the guise of working through the eminent domain procedural law process.

Susan Stanczyk asked if there is another step that needs to be taken by the Town of DeWitt at this point or does the next step comes from OCIDA. Jeff Davis stated the next step will likely have to come from OCIDA because the site currently is not all owned or potentially owned by the applicant. He stated the next step would be notices that would have to be put in the newspaper to proceed with eminent domain procedure law required public hearing. He stated it is a required notification of five consecutive publications in the Post Standard. He stated a public hearing will potentially be held on November 9 and working through that eminent domain SEQRA law process. He stated there are certain statutory requirements that must take place

before the Board could consider the use of eminent domain. He stated one of those is making a good faith offer to the current owners of the facility of those lands, the former Macy's and former Sears parcels. He stated that is a requirement and then see where that goes and if a deal cannot be struck, the Board would have to consider whether it's appropriate to exercise its right to use eminent domain in support of economic development to acquire those parcels to allow District East to proceed.

Kevin Ryan asked when will we start the eminent domain process and what do we need to do to fulfill our obligations if we are going to go down that road. Jeff Davis stated the resolution in front of the Board addresses the use of eminent domain in the action so it is identified as something the applicant has requested. He stated earlier this year the Board passed a resolution contemplating and authorizing the use of eminent domain and that allows all necessary procedural steps to be taken as part of the Eminent Domain Procedure Law process. He stated those steps include obtaining appraisers, doing appraisal reports and holding the required public hearing, tentatively scheduled for November 9. He stated then making the outreach to the current owners of those parcels. He stated the next action for this Board with regard to eminent domain down the road would be consideration of a good faith offer based upon appraisal reports to the current owners of those parcels to acquire the land through purchase.

Kevin Ryan asked what the status is with the negotiations between the developer and the current landowners so they can purchase without eminent domain. Jeff Davis stated the applicant provided the Agency with a significant rundown several months ago of efforts that went back and forth with the current owners of those parcels. He stated as we look forward to that next step, we will want an update so the Board could consider efforts made by the applicant and understand the background. He stated the SEQRA determination is before the Board today, there is an eminent domain action listed and we are moving forward with eminent domain but it is saying this is an action in our toolbox we can use. He stated those steps will come down the road.

Patrick Hogan asked when the last time OHB talked to the parcel owners. Brody Smith stated there has been communications going back to April 24, 2021 with both land owners. He stated there has been multiple offers multiple times the value assigned to start the competitive RFP process. He stated it is also more complex because he doesn't want to jeopardize the Agency's independent appraiser. He stated there has been many talks about potential partnership and his clients created this approach not just to send an offer and hope for the best. He stated OHB has engaged in conversations with both entities to try to solve the problem. He stated they appreciate

the Board considering the possibility of eminent domain and this is not the first time for holdouts for the property interest nor will it be the last.

Patrick Hogan stated the people in this room are working together for a common vision that is going to improve life for everybody. He stated this addresses the quality of life being affected negatively in the eastern suburbs. He stated this is irritating to him that they are not willing to work with us at all. He stated everybody is upset about this including the Town of DeWitt and the County Executive because we care about those people and OHB has a great vision. He stated procedurally we go along this path but we may need to seriously consider eminent domain.

Jeff Davis stated the resolution is before the Board and note the fact that one of the items not listed is the project is identified as a Type I action and was done on a prior resolution.

Upon a motion by Janice Herzog, seconded by Susan Stanczyk, the OCIDA Board approved a resolution designating OCIDA as lead agency with respect to a coordinated review and determining that the OHB ReDev. Inc. Project will not have a significant adverse effect on the environment; will not require preparation of an Environmental Impact Statement; and the Agency hereby issues a negative declaration pursuant to the state environmental quality review act. Motion was carried.

OYA CAMILLUS A LLC 3101-20-160

Amanda Fitzgerald stated OYA Camillus A LLC and OYA Camillus B LLC are both parties to a straight lease transaction including a PILOT for the construction of two separate solar facilities in the Town of Camillus. She stated under the lease transaction, a change in the ownership requires consent by the Board. She stated both companies have come to ask the Board if the 100% sale of their membership interest can be sold to a Delaware company, AETS Development Holdings LLC. She stated the company has answered any follow up questions that council and staff has had and have agreed to step into the shoes of the current membership ownership and assume all of the responsibilities and liabilities under the straight lease transaction documents. She stated the companies are not changing, it is just a sale of the membership ownerships that are changing so the actual companies that are a party to our documents, OYA Camillus A, LLC and OYA Camillus B, LLC will not change. She stated in addition, both companies are asking for an extension to their sales and use tax exemption. She stated the request is for a 90 day extension from today's date so that would take us through January 11 2024. She stated the sales and use

tax exemption ended for both entities on June 30, 2023, so the documentation that will extend the sales and use tax exemption will have the company confirm they have not used the exemption from June 30 through today's date. She stated the exemption can only be used from today through the 90 day period should the Board approve.

Patrick Hogan stated they are asking for an extension and then they sell it. Amanda Fitzgerald stated the sale will happen soon but there is not a date set yet. She stated they are asking for the consent of the Board to make that sale and in addition construction is not done so they would like to extend the exemption.

Robert Petrovich stated it is not an increase in benefit it is increase in time. Amanda Fitzgerald stated yes.

Patrick Hogan stated they are not going to sell at the end of three months. Amanda Fitzgerald stated the date of the sale is not determined yet but it could be within the 90 days.

Patrick Hogan stated we are just giving it to these people even though it might be finished under another entity. Jeff Davis stated you need to separate ownership and entity. He stated the entity, which is the project company, is who is receiving the sales and use tax exemption. He stated that project company will not change, but who owns that project company is changing. He stated it is still going to be the name OYA Camillus A or OYA Camillus B, but who owns that LLC is changing upstream. He stated the sales and use tax exemption will remain with the project entity but the owner of that project entity is changing, which is why they are requesting the extension to stay with that entity. He stated sometime in the 90 day period the ownership of that LLC is likely going to change. He stated this is part of a package where numerous project companies being purchased by AETS so there will be a larger closing, not an individual closing.

Patrick Hogan stated it is like a template. Jeff Davis stated yes and there is a movement in the industry to have a consolidation of many of the smaller solar facilities entities project companies into a larger group so they can group together.

Janice Herzog asked how complete the project is. Amanda Fitzgerald stated she doesn't know the exact percentage but she thinks there is quite a bit left to construct.

Janice Herzog asked if the 90 day extension is going to be sufficient. Amanda Fitzgerald stated that is what they've requested and the Board can certainly consider a longer extension.

Patrick Hogan stated he receives calls of some solar projects violating the local labor. He stated it is an interesting way of operating. He stated he knows Robert Petrovich investigates it. Robert Petrovich agreed.

Susan Stanczyk asked how much they have already received in sales and use tax. Amanda Fitzgerald stated both projects have \$300,000 authorized and as part of the closing for the extension, we will get their exact number of what they use so far.

Susan Stanczyk stated it could be \$300,000 at this point. Amanda Fitzgerald stated if it is up to \$300,000, they wouldn't be requesting the extension because they have no more use. She stated they are only required to report it annually so they probably don't even internally know the exact number except for maybe the one person who's tracking what they used.

Upon a motion by Susan Stanczyk, seconded by Janice Herzog, the OCIDA Board approved a resolution authorizing the sale of the membership interest of the OYA Camillus A, LLC project. Motion was carried.

Upon a motion by Fanny Villarreal, seconded by Cydney Johnson, the OCIDA Board approved a resolution authorizing an extension of the sales and use tax exemption for the OYA Camillus A, LLC project. Motion was carried.

OYA CAMILLUS B LLC (3101-20-170)

Upon a motion by Susan Stanczyk, seconded by Fanny Villarreal, the OCIDA Board approved a resolution authorizing the sale of the membership interest of the OYA Camillus B, LLC project. Motion was carried.

Upon a motion by Fanny Villarreal, seconded by Patrick Hogan, the OCIDA Board approved a resolution authorizing an extension of the sales and use tax exemption for the OYA Camillus B, LLC project. Motion was carried.

REVIEW OF AGENCY BUDGET FOR 2024

Upon a motion by Janice Herzog, seconded by Susan Stanczyk, the OCIDA Board approved the Agency 2024 Budget. Motion was carried.

EXECUTIVE SESSION

Jeff Davis stated a motion should be made to go into Executive Session to discuss potential litigation.

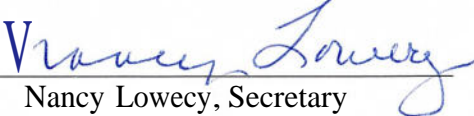
Upon a motion by Susan Stanczyk, seconded by Janice Herzog, the OCIDA Board went into executive session at 9:38 am. Motion was carried.

(Fanny Villarreal and Cydney Johnson left meeting.)

Upon a motion by Susan Stanczyk, seconded by Janice Herzog, the OCIDA Board adjourned executive session at 10:12 am. Motion was carried.

ADJOURN

Upon a motion by Janice Herzog, seconded by Susan Stanczyk, the OCIDA Board adjourned the meeting at 10:12 am. Motion was carried.


Nancy Lowecy, Secretary