



## ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

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### Regular Meeting Agenda November 9, 2023

8:30AM Call to Order the Governance Committee

8:35AM Call to Order the Regular Meeting of the Agency

- A. Approval of Minutes-October 12, 2023
- B. Treasurer's Report
- C. Payment of Bills
- D. Conflict of Interest

#### Action Items:

1. **Bluefors Cryocooler Technologies Inc. (3101-22-08A) Modification Meeting**  
**Bluefors Cryocooler Technologies Inc., formerly the Cryomech Inc. Project, is requesting an extension of the temporary sales and use tax exemption.**

#### Agency Action Requested:

- a. A resolution of the Board authorizing an extension of the temporary sales and use tax exemption for Bluefors Cryocooler Technologies Inc.

**Representative:** Amanda Fitzgerald, Legal Counsel, Barclay Damon LLP

2. **C2 NY Sentinel Heights Solar, LLC (3101-21-05A) Mortgage Consent**  
**C2 NY Sentinel Heights Solar, LLC is requesting the Agency consent to a mortgage in connection with the C2 NY Sentinel Heights Solar, LLC Project.**

#### Agency Action Requested:

- a. A resolution of the Board consenting to a mortgage in connection with a Project for C2 NY Sentinel Heights Solar, LLC and determining other matters in connection therewith.

**Representative:** Amanda Fitzgerald, Legal Counsel, Barclay Damon LLP

3. **Termination of Project RPNY Solar 4, LLC (3101-23-01A)**  
**RPNY Solar 4, LLC has withdrawn its application for financial assistance.**

#### Agency Action Requested:

- a. A resolution of the Board acknowledging the withdrawal of the application submitted by RPNY 4, LLC and revoking any and all financial assistance granted to RPNY Solar 4, LLC in connection with the project associated with this project number.

**Representative:** Robert Petrovich, Executive Director, OCIDA

**4. White Pine Commerce Park Demolition and Removal: Affirmation of the Declaration of Emergency Action to Remove Property**

**Agency Action Requested:**

- b. A resolution of the Board affirming and ratifying the declaration of an emergency action to remove property to protect life, health and property in connection with the development of White Pine Commerce Park.

**Representative:** Jeff Davis, Legal Counsel, Barclay Damon LLP

**5. G.A. Braun, Inc. (3101-07-16A) Successor Remarketing Agent Appointment**

**Agency Action Requested:**

- a. A resolution of the Board resolution appointing a successor remarketing agent for the Onondaga County Industrial Development Agency Variable Rate Demand Industrial Development Revenue Bonds (G.A. Braun, Inc. Project), Series 2007 and authorizing the execution and delivery of related documents in connection therewith.

**Representative:** Amanda Fitzgerald, Legal Counsel, Barclay Damon LLP

**6. Syracuse Research Corporation (3101-05-15B) Successor Remarketing Agent Appointment**

**Agency Action Requested:**

- a. A resolution of the Board resolution appointing a successor remarketing agent for the Onondaga County Industrial Development Agency Variable Rate Demand Civic Facility Revenue Bonds (Syracuse Research Corporation Project), Series 2005 and authorizing the execution and delivery of related documents in connection therewith.

**Representative:** Amanda Fitzgerald, Legal Counsel, Barclay Damon LLP

**7. Engineering Services-Contract Authorization**

**Agency Action Requested:**

- a. A resolution of the Board authorizing a contract with Barton and Loguidice, D.P.C. in the amount of \$117,000 for engineering services at Caughdenoy Industrial Business Park.

**Representative:** Robert Petrovich, Executive Director, OCIDA

**8. Engineering Services – Contract Amendment**

**Agency Action Requested:**

- a. A resolution of the Board authorizing an amendment to the contract for engineering services with Barton & Loguidice in connection with the development of White Pine Commerce Park authorizing asbestos monitoring assistance in the amount not to exceed \$18,000.

**Adjourn**

DRAFT  
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  
Mitch Latimer, Carpenter's Union  
Justin Velazquez, Spectrum News  
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 through 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 Law 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 I481 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 signals 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 I481 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 (3101-20-16C)

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 (3101-20-17D)

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 Lowery, Secretary



**ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY**  
 335 MONTGOMERY STREET, 2ND FLOOR, SYRACUSE, NY 13202  
 PHONE: 315.435.3770 • ECONOMICDEVELOPMENT@ONGOV.NET

October 31, 2023

Revenue / Expense / Income	Current Period	Current YTD	2023 Budget Amount	Current YTD Change to Budget
Operating/Non-Op Revenue	136,419	2,701,192	1,472,880	1,228,312
Administrative Expense	51,193	506,469	816,000	(309,531)
Operating/Program Expense	63,711	641,066	656,880	(15,814)
Net Ordinary Income	21,516	1,553,657	-	1,553,657

Current Assets	Current YTD	Prior YTD
Total Cash	5,772,111	3,055,710
Less Pass Through Received	-	2,596
Available Cash	5,772,111	3,053,114
Receivables	652,333	377,869
Total	6,424,444	3,430,983

Receivables	
0-120 days	652,333
> 120 days	
Total	652,333

# Onondaga County Industrial Development Agency

## Profit and Loss

October 2023

	TOTAL
Income	
500 Operating Revenue	
2116 Fees	
2116.1 Agency Fees	14,000.00
2116.3 WPCP Agency Fee	111,111.11
<b>Total 2116 Fees</b>	<b>125,111.11</b>
<b>Total 500 Operating Revenue</b>	<b>125,111.11</b>
501 Non-Operating Revenue	
2401 Interest Income	11,308.34
<b>Total 501 Non-Operating Revenue</b>	<b>11,308.34</b>
550 WPCP Pass Thru Revenue	633,644.81
<b>Total Income</b>	<b>\$770,064.26</b>
GROSS PROFIT	<b>\$770,064.26</b>
Expenses	
6400 Operating Expense	
6407 Administrative Expense	51,192.77
6408 Meeting Expenses	169.25
6409 Conference Attendance	2,678.51
6410 Office Expense	138.34
6411 Memberships / Sponsorships	2,500.00
6414 Marketing	26,100.00
<b>Total 6400 Operating Expense</b>	<b>82,778.87</b>
6440 Legal Fees	
6450 Barclay Damon	
6460 IDA General Legal	11,245.89
6480 Roth Legal	210.00
<b>Total 6450 Barclay Damon</b>	<b>11,455.89</b>
<b>Total 6440 Legal Fees</b>	<b>11,455.89</b>
6500 Agency Program Expenses	
6510 White Pine Commerce Park	
6510.5 Insurance	16,284.52
6510.7 WPCP Marketing	4,384.08
<b>Total 6510 White Pine Commerce Park</b>	<b>20,668.60</b>
<b>Total 6500 Agency Program Expenses</b>	<b>20,668.60</b>
6600 Non-Operating Expenses	
6605 Pilot & Pass Thru Expenses	
6606 OHB Redev LLC Funds Pass Thru	26,414.75
<b>Total 6605 Pilot &amp; Pass Thru Expenses</b>	<b>26,414.75</b>
<b>Total 6600 Non-Operating Expenses</b>	<b>26,414.75</b>

# Onondaga County Industrial Development Agency

## Profit and Loss

October 2023

	TOTAL
6610 WPCP Pass Thru Expenses	
6610.1 Barclay Damon	177,777.78
6610.2 JMT	128,787.88
6610.7 Gorick Construction	327,079.15
<b>Total 6610 WPCP Pass Thru Expenses</b>	<b>633,644.81</b>
<b>Total Expenses</b>	<b>\$774,962.92</b>
NET OPERATING INCOME	<b>\$ -4,898.66</b>
NET INCOME	<b>\$ -4,898.66</b>

# Onondaga County Industrial Development Agency

## Balance Sheet

As of October 31, 2023

	TOTAL
<b>ASSETS</b>	
Current Assets	
Bank Accounts	
200 Cash	0.00
200.1 Cash - M & T Checking	3,868,980.96
200.2 Cash - M & T Money Maker Savings	1,912,038.24
200.4 Destiny USA Restricted Cash	-8,957.82
210 Petty Cash	50.00
<b>Total 200 Cash</b>	<b>5,772,111.38</b>
<b>Total Bank Accounts</b>	<b>\$5,772,111.38</b>
Accounts Receivable	
380 Accounts Rec.	
380.6 A/R Fees, Lease & PILOT	2,102,249.20
<b>Total 380 Accounts Rec.</b>	<b>2,102,249.20</b>
<b>Total Accounts Receivable</b>	<b>\$2,102,249.20</b>
Other Current Assets	
480 Prepaid Expenses	
480.4 Credit Balance on Card	-3,400.00
<b>Total 480 Prepaid Expenses</b>	<b>-3,400.00</b>
<b>Total Other Current Assets</b>	<b>\$ -3,400.00</b>
<b>Total Current Assets</b>	<b>\$7,870,960.58</b>
Fixed Assets	
100 Land	
101 White Pines Commerce Park	4,494,521.05
101.1 WPCP GEIS	
101.101 CHA GEIS 1	267,452.05
101.102 CHA GEIS 2	219,439.36
101.104 GEIS Reg Plan Board Overview	19,797.74
<b>Total 101.1 WPCP GEIS</b>	<b>506,689.15</b>
101.2 WPCP Legal	69,774.25
101.3 Engineering Services	52,675.00
101.301 Temporary Access	4,055.44
101.4 Environmental/Demo Services	10,318.98
<b>Total 101.3 Engineering Services</b>	<b>67,049.42</b>
101.5 Land Acquisition Costs	
101.501 Land Purchases	1,160,063.57
101.502 Closing Costs	3,168.14

# Onondaga County Industrial Development Agency

## Balance Sheet

As of October 31, 2023

	TOTAL
<b>Total 101.5 Land Acquisition Costs</b>	<b>1,163,231.71</b>
101.6 WPCP Marketing	2,984.34
<b>Total 101 White Pines Commerce Park</b>	<b>6,304,249.92</b>
106 North Salina Properties	0.00
106.1 435 North Salina	17,083.55
106.3 435 North Salina Building	634,421.53
<b>Total 106 North Salina Properties</b>	<b>651,505.08</b>
107 800 Hiawatha	604,840.42
<b>Total 100 Land</b>	<b>7,560,595.42</b>
104 Machinery & Equipment	
104.1 Office Furniture	1,429.00
104.2 Equipment	4,589.00
<b>Total 104 Machinery &amp; Equipment</b>	<b>6,018.00</b>
211 A/D Office Furniture	-4,124.00
213 A/D Buildings	-113,870.00
250 Investment in Real Property	29,508,083.00
<b>Total Fixed Assets</b>	<b>\$36,956,702.42</b>
Other Assets	
240 Blue Sky Redevelopment	1,641.76
<b>Total Other Assets</b>	<b>\$1,641.76</b>
<b>TOTAL ASSETS</b>	<b>\$44,829,304.76</b>
<b>LIABILITIES AND EQUITY</b>	
Liabilities	
Current Liabilities	
Accounts Payable	
300 WPCP Pass Thru Payable	1,415,918.63
<b>Total Accounts Payable</b>	<b>\$1,415,918.63</b>
Other Current Liabilities	
600 Accounts Payable	0.00
600.1 Due to Related Party - OED	506,468.10
600.102 Due to BD WPCP	-0.34
600.204 OHB Redev LLC Funds	296,449.15
600.205 Exp Pay Prev Period	9,700.03
600.206 Mileage Reimbursement	0.34
600.208 BlueRock Energy Agreement Deposit	25,000.00
600.209 Syracuse Rail Overpayment	500.00
600.3 Onondaga County Loan	28,079,656.77
600.31 Accrued Interest - OC Note Payable	488,656.00
<b>Total 600.3 Onondaga County Loan</b>	<b>28,568,312.77</b>



# Onondaga County Industrial Development Agency

## Balance Sheet

As of October 31, 2023

	TOTAL
<b>Total 600 Accounts Payable</b>	<b>29,406,430.05</b>
601 PILOT and Pass Thru Payable	
602 Pass Thru Payable	32,471.00
603 PILOT Pass Thru	1.01
<b>Total 601 PILOT and Pass Thru Payable</b>	<b>32,472.01</b>
631 Due to Other Governments	
631.1 Towns	
631.12 Dewitt	-21.86
631.145 Onondaga	-4.45
631.15 Salina	-0.81
<b>Total 631.1 Towns</b>	<b>-27.12</b>
631.3 Schools	
631.305 Baldwinsville	-1,529,954.00
631.325 Jamesville-Dewitt	-143.05
631.356 Syracuse	-114,994.17
<b>Total 631.3 Schools</b>	<b>-1,645,091.22</b>
631.4 Onondaga County	-80,450.12
631.5 City of Syracuse	-65,309.94
<b>Total 631 Due to Other Governments</b>	<b>-1,790,878.40</b>
<b>Total Other Current Liabilities</b>	<b>\$27,648,023.66</b>
<b>Total Current Liabilities</b>	<b>\$29,063,942.29</b>
<b>Total Liabilities</b>	<b>\$29,063,942.29</b>
Equity	
3900 Equity Unreserved	9,753,381.97
3901 Equity-Investment Fixed Assets	2,345,838.63
463 Reserve For Contracts	368,811.84
465 Equity - Unreserved	4,017.16
Net Income	3,293,312.87
<b>Total Equity</b>	<b>\$15,765,362.47</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$44,829,304.76</b>

**ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY**  
**PAYMENT OF BILLS - SCHEDULE #487**  
**November 9, 2023**

**GENERAL EXPENSES**

1.	<u>BROWN &amp; BROWN OF NEW YORK, INC.*</u> General Liability Policy Renewal, Inv#13717506	\$	16,284.52
2.	<u>BOB'S SIGNS**</u> Inv#87191	\$	1,390.00
3.	<u>NYATEP**</u> 2023 Fall Conference, Inv#42272	\$	3,923.00
4.	<u>BARTON &amp; LOGUIDICE</u> Caughdenoy Business Park, Inv#136624	\$	2,500.75
5.	<u>ONONDAGA CIVIC DEVELOPMENT CORPORATION</u> 3rd Q Copier Reimbursement, Inv#1150	\$	334.81
6.	<u>FEDEX</u> Inv#8-272-67961	\$	8.30
7.	<u>BARCLAY DAMON LLP</u> OHB Redev LLC, Inv#5259128	\$	18,376.25
8.	<u>BARCLAY DAMON LLP</u> IDA Matters, Inv#5258104	\$	4,203.75
9.	<u>UNITED STATES LIABILITY INSURANCE COMPANY</u> Policy#XL1634729A	\$	3,393.00
10.	<u>BROWN &amp; BROWN OF NEW YORK, INC.</u> Policy #3AA715441	\$	509.42
11.	<u>SYRACUSE DESIGN GROUP, LLC</u> Inv#6178	\$	150.00
12.	<u>NYS ECONOMIC DEVELOPMENT COUNCIL</u> 2024 Economic Development Conference, Inv#14716	\$	3,500.00

\*Ratification of Check dated October 12, 2023

\*\*Ratification of Checks dated October 31, 2023

13. <u>BARCLAY DAMON LLP</u>	\$ 177,777.78
September 2023 Legal Costs	
14. <u>JMT OF NEW YORK, INC.</u>	\$ 128,787.88
September 2023 Engineering Costs	
15. <u>BARTON &amp; LOGUIDICE</u>	<u>\$ 12,605.00</u>
July 2023 Pre-Demolition Costs	
<b>TOTAL</b>	<b>\$ 373,744.46</b>

**ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY**  
**PAYMENT OF BILLS - SCHEDULE #487**  
**November 9, 2023**

**PILOT Payments**

1.	<u>NYS&amp;W RAILWAY CORPORATION</u>	\$	2,910.00
	Lamar Billboard Pass Thru Payment 2022		
2.	<u>ONONDAGA COUNTY</u>	\$	8,231.03
	COR Inner Harbor 3rd Q PILOT Payment		
3.	<u>CITY OF SYRACUSE</u>	\$	7,276.80
	COR Inner Harbor 3rd Q PILOT Payment		
4.	<u>CITY OF SYRACUSE CSD</u>	\$	11,988.90
	COR Inner Harbor 3rd Q PILOT Payment		
<b>TOTAL</b>			<b>\$30,406.73</b>

PAUL W. REICHEL  
[preichel@bsk.com](mailto:preichel@bsk.com)  
P: 315.218.8135  
F: 315.218.8100

October 27, 2023

**VIA E-MAIL**

Mr. Robert M. Petrovich  
Executive Vice President  
Onondaga County Industrial Development Agency  
335 Montgomery Street  
2nd Floor  
Syracuse, NY 13202

Re: Bluefors (Cryomech) – Request for Extension of Sales Tax Exemption

Dear Bob:

We are writing on behalf of Bluefors Cryocooler Technologies Inc. (the “Company”) to provide an update regarding the status of the Company’s closing of its real estate purchase (and related closing of the Onondaga County Industrial Development Agency (“OCIDA”) lease/leaseback transaction), and to request an extension of the sales tax exemption for the Company’s building expansion project.

Status of Real Estate Closing

The Company’s real estate purchase, and therefore the OCIDA lease/leaseback, was delayed due to delays in obtaining the survey required for Town of DeWitt subdivision approval. The survey has been received and the subdivision process is now moving forward. We anticipate that the Town subdivision approval process, and the subsequent City Planning Commission approval, will be completed in December or January. The Company intends to close on its real estate purchase as soon as possible after receiving those approvals. Based on the local approval schedule, the Company should be ready to close the OCIDA lease/leaseback transaction in either late December or, more likely, January.

Sales Tax Exemption Extension

The OCIDA sales tax exemption for this project currently expires November 30, 2023. In light of the real estate timing described above, the Company requests an extension of the OCIDA sales tax exemption expiration date to January 31, 2024.

Mr. Robert M. Petrovich

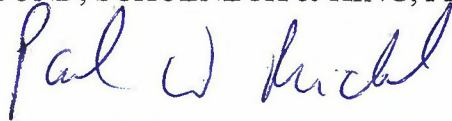
October 27, 2023

Page 2

Please let me know if you have any questions or need additional information for OCIDA to consider the Company's sales tax exemption extension request.

Very truly yours,

BOND, SCHOENECK & KING, PLLC

A handwritten signature in blue ink, appearing to read "Paul W. Reichel".

Paul W. Reichel

PWR/cma

cc: Mr. Daniel Ingersoll (via e-mail)  
Kevin M. Pole, Esq. (via e-mail)  
Mr. Vince T. Raymond (via e-mail)  
Amanda M. Fitzgerald, Esq. (via e-mail)  
Jeffrey W. Davis, Esq. (via e-mail)



October 27, 2023

Onondaga County Industrial Development Agency  
335 Montgomery Street, 2nd Floor  
Syracuse, New York 13202  
Attention: Executive Director

Re: Consent to Financing

Dear Mr. Petrovich,

I write with respect to that certain Lease Agreement (the “**Agency Lease**”) dated as of January 1, 2023, by and between Onondaga County Industrial Development Agency (the “**Agency**”) and C2 NY Sentinel Heights Solar, LLC (the “**Company**”). Each capitalized term used but not otherwise defined herein shall have the meaning ascribed to such term in the Agency Lease.

The Company secured financing for the Project Facility pursuant to that Equipment Schedule No. 14 dated as September 27, 2023 (as amended, supplemented, restated or otherwise modified and in effect from time to time, the “**Schedule**”) to that certain Master Lease Agreement dated as of August 30, 2021 by and between Flagstar Financial & Leasing, LLC (f/k/a Signature Financial LLC) (“**Flagstar**”) and 2021 DG Agora Ventures I, LLC (“**Agora**”), the sole member of the Company (such agreement, as amended, supplemented, restated or otherwise modified and in effect from time to time, the “**Master Lease Agreement**,” together with the Schedule to the extent the Master Lease Agreement is incorporated therein and each rider to such Schedule, the “**Flagstar Lease**”), pursuant to which, among other things, Flagstar, Agora and the Company entered into a sale-leaseback transaction (the “**Sale Leaseback Transaction**”) on September 27, 2023.

Pursuant to the Sale Leaseback Transaction, the Company collaterally assigned all of its right, title, and interest in the Project Facility to Flagstar (other than the Equipment, which was sold to Flagstar pursuant to a bill of sale), including a grant of a mortgage on the Land currently subject to the Agency Lease, which mortgage secures a maximum principal indebtedness of \$10,868,695.00, plus interest and costs (the “**Mortgage**”). The Agency conveyed the Equipment to the Company pursuant to a bill of sale dated September 21, 2023. The Company sold the Equipment to Flagstar pursuant to a bill of sale dated September 27, 2023.

Pursuant to this letter, the Company hereby seeks (1) confirmation from the Agency that the lien created by the Mortgage entered into on September 27, 2023 may be considered a Permitted Encumbrance under the Agency Lease and (2) consent to the Mortgage (collectively, the “**Agency Consent**”).

The Company had not previously sought Agency Consent because the Mortgage is contemplated under Section 8.8 and Section 8.13 of the Agency Lease and because Flagstar did not require that the Agency be added to the Mortgage, as permitted under Section 8.13 of the Agency Lease. In compliance with Section 8.8, the Mortgage only placed liens on the Project Facility and constitutes a Permitted Encumbrance once the Agency consents to the Company’s written request for such treatment. The Agency Lease does not explicitly require *prior* written consent for a lien to qualify as a Permitted Encumbrance.



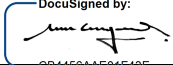
Given that the Mortgage was contemplated by the Agency Lease, and given the infrequency of the Agency's board meetings and the importance of securing the sale-leaseback financing according to timeline, Flagstar and the Company executed the Mortgage prior to requesting Agency Consent.

We respectfully request that the Agency consider this matter at its board meeting on November 9, 2023.

Sincerely,



C2 NY SENTINEL HEIGHTS SOLAR, LLC

By:   
Name: Nuno Goncalves  
Title: Chief Financial Officer

cc:  
Bond, Schoeneck & King, PLLC  
One Lincoln Center  
Syracuse, New York 13202  
Attention: Paul W. Reichel, Esq.



# RPNY Solar 4, LLC



## Project Summary Draft

2/6/2023

<b>1. Project</b>	<b>RPNY Solar 4, LLC</b>	<b>2. Project Number</b>	<b>3101-23-1A</b>
<b>3. Location</b>	5986 Clemons Rd	<b>4. School District</b>	East Syracuse-Minoa School District
<b>5. Tax Parcel(s)</b>	005.-10-01.0	<b>6. Project Type</b>	New Construction/Solar
		<b>Village</b>	Village of Minoa

<b>7.Total Project Cost</b>	\$	<b>7,126,990</b>	<b>8. Total Jobs</b>	0
Land	\$	-	8A. Job Retention	0
Site Work	\$	1,015,340	8B: Job Creation	0
Building	\$	2,041,423	(Next 5 Years)	
Furniture & Fixtures	\$	-		
Equipment	\$	2,779,079		
Equipment Subject to NYS Production Exemption	\$	-		
Engineering/Architecture Fees	\$	102,400		
Financial Charges	\$	367,000		
Legal Fees	\$	200,000		
Other- Solar Installation Labor	\$	-		

### Cost Benefit Analysis

### RPNY Solar 4, LLC

#### Fiscal Impact (\$)

<b>Abatement Cost</b>	\$	<b>458,295</b>
Sales Tax	\$	222,326
Mortgage Tax	\$	42,762
Property Tax Relief (PILOT)	\$	193,206
<b>New Investment</b>	\$	<b>7,391,963</b>
PILOT Payments	\$	352,333
Project Wages (10 years)	\$	-
Construction Wages	\$	435,300
Employee Benefits (10 years)	\$	-
Project Capital Investment	\$	6,505,242
New Sales Tax Generated	\$	-
Agency Fees	\$	99,087

### Project Description

RPNY Solar 4, LLC is proposing a 2.5 MW Solar energy system farm located on 12.4 acres in the Village of Minoa.

**Benefit:Cost Ratio**

**16 :1**

# RPNY Solar 4, ILLC- Draft

2/6/2023

## A) PILOTS Estimate Table Worksheet

Current Revenue Generated by  
Parcel \$ 2,574

Expected Revenue from the Parcel  
if no project occurred \$ 82,436.70

Projected Year 1 Revenue to be  
generated as a result of the project: \$11,000

Total Project Cost \$ 7,126,990.26

OCIDA Estimate of Project Value \$ 694,769.80

Projected MW to be generated 2.75  
**Scheduled PILOT Payments \$ 352,333**

Year	Onondaga County	Manlius	East Syracuse-Minoa School District	Village of Minoa	Total PILOT	Full Tax Payment without PILOT	Net Exemption
	11%	8%	58%	23%	100.0%		
<b>2022-2023</b>	282.69	218.38	1496.69	575.95	<b>2573.71</b>		
1	1198.75	926.04	6346.77	2528.44	11000.00	5041.55	-5958.45
2	1222.72	944.57	6473.70	2579.01	11220.00	5142.38	-6077.62
3	1247.18	963.46	6603.18	2630.59	11444.40	5245.23	-6199.17
4	1272.12	982.73	6735.24	2683.20	11673.29	5350.13	-6323.16
5	1297.56	1002.38	6869.95	2736.86	11906.75	5457.14	-6449.62
6	1323.52	1022.43	7007.34	2791.60	12144.89	5566.28	-6578.61
7	1349.99	1042.88	7147.49	2847.43	12387.79	5677.60	-6710.18
8	1376.99	1063.73	7290.44	2904.38	12635.54	5791.16	-6844.39
9	1404.53	1085.01	7436.25	2962.47	12888.25	5906.98	-6981.27
10	1432.62	1106.71	7584.97	3021.72	13146.02	6025.12	-7120.90
11	1461.27	1128.84	7736.67	3082.15	13408.94	6145.62	-7263.32
12	1490.49	1151.42	7891.41	3143.80	13677.12	6268.53	-7408.58
13	1520.30	1174.45	8049.24	3206.67	13950.66	6393.90	-7556.76
14	1550.71	1197.94	8210.22	3270.81	14229.67	6521.78	-7707.89
15	1581.72	1221.90	8374.43	3336.22	14514.27	6652.22	-7862.05
16	1613.36	1246.33	8541.91	3402.95	14804.55	6783.58	-8020.97
17	1645.63	1271.26	8712.75	3471.01	15100.64	6915.07	-8185.57
18	1678.54	1296.69	8887.01	3540.43	15402.66	7046.58	-8356.08
19	1712.11	1322.62	9064.75	3611.23	15710.71	7178.11	-8532.60
20	1746.35	1349.07	9246.04	3683.46	16024.92	7309.66	-8715.26
21	1781.28	1376.05	9430.96	3757.13	16345.42	7441.23	-8904.19
22	1816.90	1403.57	9619.58	3832.27	16672.33	7572.82	-9099.51
23	1853.24	1431.65	9811.97	3908.92	17005.78	7704.43	-9301.35
24	1890.31	1460.28	10008.21	3987.09	17345.89	7836.06	-9509.83
25	1928.11	1489.48	10208.38	4066.84	17692.81	7967.72	-9725.09
	<b>38396.28</b>	<b>29661.48</b>	<b>203288.87</b>	<b>80986.67</b>	<b>352333.30</b>	<b>545539.57</b>	<b>193206.27</b>



825.004.001

10/12/23

KFE/KMK

PROFESSIONAL SERVICES  
STATEMENT OF WORK NO. 2023-03  
CAUGHDENROY ROAD BUSINESS PARK - SITE DEVELOPMENT ASSISTANCE  
SITE INVESTIGATIONS & PRELIMINARY ENGINEERING FOR SHOVEL READINESS

Reference is made to the Master Services Agreement for Professional Services ("Agreement"), dated March 17, 2023, between the Onondaga County Industrial Development Agency (the "Agency") and Barton & Loguidice, D.P.C. ("Contractor"). This document is the "Statement of Work" or "SOW" referred to in the Agreement and will be governed by the Agreement. All capitalized terms herein will have the same meaning as specified in the Agreement unless otherwise specified below.

In accordance with the Agreement, the parties hereby agree as follows:

- **BACKGROUND:**  
Agency, under SOW 2023-01, authorized Contractor to prepare two (2) alternative general Site Concept Plans for the "Caughdenroy Road Business Park" to accommodate anticipated supply chain companies in support of Micron. Agency has requested further advancement of site toward "shovel readiness" to be used in support of environmental reviews, permits and approvals to be sought from various State, County, local municipal, and funding agencies.
- **PROJECT OBJECTIVES & SCOPE OF SERVICE:**  
Assist Agency with planning, environmental, survey, and preliminary engineering services and investigations necessary for moving the proposed "Caughdenroy Road Business Park" toward "shovel readiness". Services will include, but are not necessarily limited to the following tasks which will ultimately be required in support of any zoning change and Site Plan approval from the Town of Clay, and for obtaining agency approvals and/or permits for planned utilities, roadways, and stormwater management facilities needed to support planned commercial development.
  1. Site Boundary and Topographic Survey
    - a. Utilize subcontracted services of a NYS licensed land surveyor who utilizes drones for generating a boundary and topographic survey and base mapping, with a preference for a NYS registered M/WBE firm for achieving funding related utilization goals;
    - b. Boundary & Topographic Survey: Tax Parcels 064-01-06.1 (50.51-acres); 064-01-09.1 (25.63-acres); and 064-01-09.2 (26.81-acres); total acreage = 103 acres;
    - c. Scale: 1" = 40';

- d. Attributes: existing easements/restrictions of record; buried/above-grade utilities; all physical features per Town of Clay Site Plan requirements; natural streams, drainage ways and wetland/waterbody boundaries;
- e. Deliverables: (1) electronic CAD file; (1) electronic PDF; hard copies as requested

## 2. Field Wetland Delineation, Habitat Assessment and Reports

### a. Wetland Field Work

- i. Two two-person crews of Environmental Scientists to establish freshwater wetland boundaries; estimate eight days in the field;
- ii. The wetland Delineation Area will be equivalent to the 103-acre Site Limits, as defined for the topographic survey in Task 1, above;
- iii. Field data will be collected from co-located wetland and upland data plots to document current conditions and to determine the delineated boundaries of wetland resources encountered in the field. The delineation will be completed in accordance with the Routine Method outlined in the U.S. Army Corps of Engineers (USACE) *Wetlands Delineation Manual* (Environmental Laboratory, 1987) and their *Regional Supplement to the Corps of Engineers Wetland Delineation Manual: Northcentral/Northeast Region, Version 2.0* (2011). The wetland delineation methodology outlined in the New York State Freshwater Wetlands Delineation Manual (1995) will also be considered when identifying the wetland/upland interface;
- iv. Delineated boundaries of wetland and/or water resources that extend past the Site Limits will be terminated at the Delineation Area boundary;
- v. Wetland boundary points will be recorded with a Trimble global positioning system (GPS) with sub-meter accuracy (data will be collected in State Plane NAD 83, NY Central, feet). Wetland flags will be hung in the field to denote the delineated wetland boundaries. It is anticipated that these flags will then be picked up during the site topographic survey (Task 1, above). A geographic information system (GIS) shapefile and/or CAD file (in the above-mentioned coordinate system) of the delineated wetland boundaries and/or identified water resources will be provided after the field delineation is complete, for inclusion in future site design plans.

### b. Habitat Assessment

- i. Obtain species lists from the U.S. Fish and Wildlife Service (USFWS) Information for Planning and Consultation (IPaC) website, New York Natural Heritage Program (NYNHP), and the NYS Department of Environmental Conservation (NYSDEC) Nature Explorer website to confirm which state and/or federally listed species or critical habitats may occur within the Site Limits;

- ii. During completion of the wetland field work (Task 2a), field staff will also provide field reconnaissance within the 103-acre Delineation Area, to assess existing vegetative species and cover types, and to search for evidence of protected species and/or suitable habitats for listed species reported to be present within or near the Site Limits;
  - iii. The Habitat Assessment site visit will be completed concurrently with the on-site wetland delineation field work;
  - iv. A supplemental site visit may be needed in spring/summer 2024, depending on the protected species records that are reported for the Site Limits. If a species is reported and their timeframe for visual identification has passed for the year, this supplemental reconnaissance visit may be necessary. If a supplemental visit will be required in 2024, separate authorization will be obtained. Fieldwork for 2024 is not assumed in this proposal.
- c. Wetland Delineation Report
- i. Produce a Wetland Delineation Report to document the locations and characteristics of the wetlands and waters observed within the Delineation Area;
  - ii. The Wetland Delineation Report will summarize available mapped resources, provide cover type information, detail the wetland and water resources encountered within the Delineation Area, provide site photographs and field datasheets, and summarize the next steps related to jurisdictional determinations and permitting for the identified resources;
  - iii. Provide an electronic .PDF copy of the draft report for review prior to finalizing the document; one (1) round of edits will be made. The final report will be provided electronically as a .PDF. Hard copies may be produced for an additional fee, if needed.
- d. Threatened and Endangered Species Habitat Assessment Memorandum
- i. Summarize results of the threatened and endangered species record queries and site visit findings regarding type, quality, and availability of habitats and cover types within the Site Limits in a Threatened and Endangered Species Habitat Assessment Memorandum.
  - ii. Memorandum will include USFWS and NYSDEC records, the habitat requirements of protected species reported within the Site Limits, field observations, site photographs, and a proposed effect determination for each protected species reported in the project's vicinity, including the Site Limits.
  - iii. Provide one round of draft document review (.PDF) for the Threatened and Endangered Species Habitat Assessment Memorandum; final report will be provided electronically as a .PDF.

### 3. Subsurface Investigations

#### a. Subcontracted Soil Borings

- i. Obtain boring logs from OCDWEP/EDR for the planned pump station site to assess subsurface conditions and presence/characteristics of rock in the area;
- ii. Using the Subcontracted services of a qualified M/WBE Subsurface exploration firm, obtain soil bores within the site to assess soil types, water table depths, and depth to bedrock in areas planned for building foundations, roads, stormwater management/infiltration facilities, and buried utilities;
- iii. Advance soil borings with split-spoon sampling at up to ten (10) locations, each advanced to 30-feet depth, unless rock refusal is encountered at a shallower depth; obtain minimum 5-feet of rock core where encountered.

#### b. Soil Bore Summery Memo

- i. Review the boring logs prepared by Subconsultant, and summarize results in tabular form relative to soil classification, blow counts, depth to water table, refusal/rock cores, etc. to provide a general overview of any subsurface concerns, constraints, environmental issues, or special considerations for site development (i.e., dewatering, roadway and foundation design, utility trenching, etc.). Provide recommendations for any additional subsurface testing and estimated costs required for future site plan approvals and design of new infrastructure.

### 4. Project Management, Meetings and General Technical Support Services

- a. Representatives and subject matter experts from B&L's various Practice Areas (i.e., Water Resources, Environmental, Sustainable Planning & Design, and Transportation) will assist Agency with preparation and attendance at project and stakeholder meetings, as requested. Further, if requested by Agency, B&L will prepare technical memorandums, engineering calculations, studies and assessments in support of Agency's
- b. Attendance at the following meetings is anticipated; we will endeavor to limit staff to only those that will add value and insight to each meeting:
  - i. Utility agency/consultant and NYSDOT coordination meetings;
  - ii. Town of Clay and County coordination meetings;
  - iii. Virtual/in-person progress and strategy meetings with Agency, its representatives, and Micron representatives; and,
  - iv. Deliverables review meetings.

- PROJECT DELIVERABLES:

Task No.	Deliverables Description
1.e.	Topographic and Boundary Survey (WBE subcontractor)
2.c.	Wetland Delineation Report
2.d.	Threatened and Endangered Species Habitat Assessment Memorandum
3.a.	Soil Bore Reports and Rock Cores (if taken) (WBE Subcontractor)
3.b.	Soil Bore Summary Memo
7.a & b.	Meeting Agendas/Notes, Memos, etc. (when applicable)

- PROJECT STAFFING (OPTIONAL): TBD

<i>NAME</i>	<i>TITLE</i>	<i>ROLE</i>	<i>RESPONSIBILITIES</i>
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- PROJECT MILESTONE DATES (IF APPLICABLE):

The detailed milestone dates for completion of the applicable Services is set forth below:

Task	Milestone Description	Completion Date
1.e.	Topographic and Boundary Survey (subcontractor service agreement with B&L)	12/1/23
2.c.	Wetland Delineation Report	12/15/23
2.d.	Threatened and Endangered Species Memorandum	12/15/23
3.a.	Soil Bore Reports and Rock Cores (if taken)	11/30/23
3.b.	Soil Bore Summary Memo	12/15/23
7.a & b.	Meeting Agendas and Notes (when applicable)	Ongoing

- ACCEPTANCE:

The Deliverables and the Services shall conform to the following standard(s): TBD



- SERVICE FEE

- Service Fee

Time & Expense in accordance with Contractor's 2023 Standard Billing Rate Schedule; "not to exceed" fee without supplemental authorization from Agency. Estimated fee for each Task is summarized below; Subcontractor fee allowances include a 15% mark-up.

Task	Task Description	Estimated Fee
1.	Site Boundary and Topographic Survey (WBE Subcontractor)	\$25,000 (21.4%)
2.	Field Wetland Delineation, Habitat Assessment and Reports	\$55,000
3.a.	Subsurface Investigations (WBE Subcontractor)	\$20,000 (17.1%)
3.b.	Subsurface Investigations (B&L Labor)	\$ 2,000
4.	Project Management, Meetings and General Technical Support Services	\$15,000
Total Fee:		\$ 117,000

- Expenses

The Service Fees and costs specified herein represent all of the fees and costs associated with the Services under this SOW.

- ADDITIONAL TERMS AND CONDITIONS: None

THE PARTIES have duly executed this Statement of Work this \_\_\_\_\_ day of \_\_\_\_\_, 2023.

CONTRACTOR:

AGENCY:

BARTON & LOGUIDICE, D.P.C.

ONONDAGA COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY

Signature: 

Signature: \_\_\_\_\_

Print Name: Kenneth M. Knutsen

Print Name: \_\_\_\_\_

Title: Senior Vice President

Title: \_\_\_\_\_

Date: October 12, 2023

Date: \_\_\_\_\_





November 8, 2023

Robert Petrovich, Executive Director  
Onondaga County Industrial  
Development Agency  
335 Montgomery Street, Floor 2M  
Syracuse, New York 13202

Re: **White Pine Commerce Park – Site Clearance Project –  
Asbestos Construction/Contract Administration and Project/Air Monitoring Cost Estimate**

File: 825.005.001

Dear Mr. Petrovich:

We are pleased to provide this requested authorization amendment in connection with the above referenced project.

On July 20<sup>th</sup> 2023, the Onondaga County Industrial Development Agency authorized \$50,000 for the purpose of construction management, asbestos project monitoring and air sampling services. This work is authorized to be billed on a time and materials basis in accordance with the rates in the RFP submitted to OCIDA by B&L in February 2023 and the statement of work signed on April 18<sup>th</sup> 2023.

B&L estimates that to complete the work associated with the demolition on the White Pine site the additional effort is necessary. B&L's tasks for the project include but are not limited to:

- Onsite project monitoring and field activities
- Confirmation of contractor reported progress
- Document project files
- Review/process contractor payment authorizations
- Review/process project change orders and credits
- Review/process project submittals
- Project close out report

B&L estimates the following level of effort and authorization is required until the project is complete. The estimated project completion date is on or before December 31, 2023. This level of effort and authorization is in addition to the \$50,000 that was authorized on July 20, 2023.

Robert Petrovich  
Onondaga County Industrial Development Agency  
November 8, 2023  
Page 2

Personnel	Hours	Rate	Hours X Rate
Technician 1	140	\$78 / hour	\$ 10,920
Manager 1	42	\$185 / hour	\$ 7,700
Total hours	162	Total Cost	\$ 18,690

Summary of Authorizations to Date:

July 2023 Authorization = \$50,000  
November 2023 Authorization = \$18,690

Total Authorization = \$68,690

Please acknowledge your approval of this increase in authorization by signing below.

Very truly yours,  
**BARTON & LOGUIDICE, D.P.C.**



David A. Morse  
Senior Managing Industrial Hygienist



John E. Rigge  
Vice President

Authorization:

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Robert M. Petrovich  
Executive Director  
Onondaga County Industrial Development Agency