

**CAMILLUS MILLS REDEVELOPMENT COMPANY, INC. &
CAMILLUS MILLS PHASE II, LLC**

**SEQRA RESOLUTION (CHANGE IN PROJECT)
(3101-21-08A)**

A regular meeting of the Onondaga County Industrial Development Agency convened in public session on September 13, 2022, at 8:00 a.m., local time at 333 West Washington Street, Syracuse, New York.

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

PRESENT: Patrick Hogan
Janice Herzog
Victor Ianno
Susan Stanczyk
Kevin Ryan

ABSENT: Steve Morgan
Fanny Villarreal

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

The following resolution was offered by Victor Ianno, seconded by Susan Stanczyk, to wit:

**RESOLUTION DETERMINING THAT A CERTAIN
PROJECT WILL NOT HAVE A SIGNIFICANT ADVERSE
EFFECT ON THE ENVIRONMENT PURSUANT TO THE
STATE ENVIRONMENTAL QUALITY REVIEW ACT**

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

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, pursuant to an application (the “Application”) submitted to the Agency by Camillus Mills Phase II, LLC (the “Operating Company”) and Camillus Mills Redevelopment Company, Inc. on behalf of themselves and/or entities formed or to be formed on behalf of the foregoing, the Operating Company and the Real Estate Holding Company requested that the Agency undertake a project (the “Original Project”) for the benefit of the Operating Company, the Real Estate Holding Company and/or entities formed or to be formed on behalf of the foregoing consisting of the following: (A)(1) the acquisition of a leasehold interest in an approximately 1.97 acre parcel of land located at 52 Genesee Street (tax map no. 002.-01-02.1) in the Village of Camillus, Onondaga County, New York (the “Land”); (2) the construction on the Land of an approximately 60,500 square foot building, consisting of approximately fifty-eight (58) market rate apartments, and approximately 6,500 square feet of commercial/retail space, approximately ninety-seven (97) parking spaces and related amenities (the “Original Facility”); and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Original Facility Equipment”) (the Land, the Original Facility and the Original Facility Equipment being collectively referred to as the “Original Company Project Facility”), such Original Company Project Facility to be leased and subleased by the Agency to the Real Estate Holding Company and further subleased by the Real Estate Holding Company to the Operating Company; and (4) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively the “Original Equipment” and together with the Original Company Project Facility, the “Original Project Facility”); (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real estate transfer taxes and mortgage recording taxes (subject to certain statutory limitations) (the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Original Company Project Facility to the Real Estate Holding Company or such other person as may be designated by the Real Estate Holding Company and agreed upon by the Agency and the lease (with an obligation to purchase) or sale of the Original Equipment to the Operating Company or such other person as may be designated by the Operating Company and agreed upon by the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law of the State of New York, as amended, and the regulations of the Department of Environmental Conservation of the State of New York promulgated thereunder (collectively referred to hereinafter as “SEQRA”), the Agency was required to make a determination with respect to the environmental impact of any “action” (as defined by SEQRA) to be taken by the Agency and the approval of the Original Project and grant of Financial Assistance constituted such an action; and

WHEREAS, to aid the Agency in determining whether the Original Project may have a significant effect upon the environment, the Operating Company and the Real Estate Holding Company had prepared and submitted to the Agency an Environmental Assessment Form (the “Original EAF”), a copy of which is on file in the office of the Agency and is readily accessible to the public; and

WHEREAS, the Village of Camillus Board of Trustees (“Village Board”) previously classified the Original Project as a Type I action under SEQRA and declared its intent to act as lead agency for the purpose of conducting a coordinated environmental review of the Original Project; and

WHEREAS, after conducting a thorough review of the Original Project and its potential effects, the Village Board determined that the Original Project would not result in any significant adverse environmental impacts and issued a negative declaration for the Project on April 19, 2021; and

WHEREAS, the Agency’s involvement in the Original Project was not contemplated when the Village Board performed the coordinated SEQRA review and issued the negative declaration for the Original Project; and

WHEREAS, had the Agency’s involvement been known at the time the Village Board declared its intent to act as lead agency for the coordinated review of the Original Project, the Agency would have, as an involved agency, consented to the lead agency designation by the Village Board and been bound by the negative declaration that was issued for the Original Project; and

WHEREAS, pursuant SEQRA, the Original Project had been subject to an environmental review resulting in the issuance of a Negative Declaration by the Agency by resolution dated May 11, 2021; and

WHEREAS, by resolution adopted by the Agency on or about May 11, 2021 (the “Approving Resolution”), the Agency agreed to undertake the Original Project on behalf of Camillus Mills Phase II, LLC (the “Operating Company”) and Camillus Mills Redevelopment Company, Inc. (the “Real Estate Holding Company”); and

WHEREAS, in connection with the Original Project and the granting of the Financial Assistance, the Agency, the Operating Company and the Real Estate Holding Company entered into the following documents (hereinafter collectively referred to as the “Agency Documents”): (A) a certain underlying lease agreement (and a memorandum thereof) (the “Underlying Lease”) by and between the Real Estate Holding Company, as landlord, and the Agency, as tenant, pursuant to which the Real Estate Holding Company leased to the Agency the Land and all improvements now or hereafter located on the Land; (B) a certain lease agreement (and a memorandum thereof) (the “Lease Agreement”) by and between the Real Estate Holding Company and the Agency pursuant to which the Real Estate Holding Company agreed to undertake the Original Project as agent of the Agency and the Real Estate Holding Company further agrees to lease the Original Project Facility from the Agency and, as rental thereunder, to pay the Agency’s administrative fee relating to the Original Project and to pay all expenses incurred by the Agency with respect to the Original Project; (C) an equipment lease agreement (the “Equipment Lease Agreement”) by and between the Agency and the Operating Company, pursuant to which the Operating Company agreed to lease the Equipment from the Agency; (D) a project agreement (the “Project Agreement”) by and among the Agency, the Real Estate Holding Company and the Operating Company that complies with the requirements of Section 859-a(6) of the Act; (E) one or more New York State Department of Taxation and Finance forms entitled “IDA Appointment of Project

Operator or Agency for Sales Tax Purposes” (the form required to be filed pursuant to Section 874(9) of the Act) (the “Thirty-Day Sales Tax Report”) and any additional report to the Commissioner of the State Department of Taxation and Finance concerning the amount of sales and use tax exemption benefits for the Original Project (the “Additional Thirty-Day Project Report”); and (F) various certificates relating to the Original Project (the “Closing Documents”); and

WHEREAS, pursuant to correspondence with the Agency (the “Request”), due to deteriorating commercial market conditions and increases in construction costs, the Real Estate Holding Company and the Operating Company have requested that the Agency consent to changes to the Original Project, such that the Project shall now consist of the following (the “Project”): (A)(1) the acquisition of a leasehold interest in the Land (2) the construction on the Land of an approximately 45,600 square foot building with approximately forty-six (46) market rate apartments, and a below-grade parking garage of approximately 14,800 square feet for approximately 36 cars and additional outdoor parking, and related amenities (the “Facility”); and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Facility Equipment”) (the Land, the Facility and the Facility Equipment being collectively referred to as the “Company Project Facility”), such Company Project Facility to be leased and subleased by the Agency to the Real Estate Holding Company and further subleased by the Real Estate Holding Company to the Operating Company; and (4) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively the “Equipment” and together with the Company Project Facility, the “Project Facility”); (B) the granting of the Financial Assistance; and (C) the lease (with an obligation to purchase) or sale of the Company Project Facility to the Real Estate Holding Company or such other person as may be designated by the Real Estate Holding Company and agreed upon by the Agency and the lease (with an obligation to purchase) or sale of the Equipment to the Operating Company or such other person as may be designated by the Operating Company and agreed upon by the Agency; and

WHEREAS, pursuant to SEQRA, the Agency is required to make a determination with respect to the environmental impact of any “action” (as defined by SEQRA) to be taken by the Agency and the consent to the change in the project description from the Original Project to the Project pursuant to the Request constitutes such an action; and

WHEREAS, to aid the Agency in determining whether the Project may have a significant effect upon the environment, the Operating Company and the Real Estate Holding Company prepared and submitted to the Agency an Environmental Assessment Form (the “EAF”), a copy of which is on file in the office of the Agency and is readily accessible to the public; and

WHEREAS, the Village Board previously classified the Project as a Type I action under SEQRA and declared its intent to act as lead agency for the purpose of conducting a coordinated environmental review of the Project; and

WHEREAS, after conducting a thorough review of the Project and its potential effects, the Village Board determined that the Project would not result in any significant adverse environmental impacts and issued a negative declaration for the Project on July 28 2022; and

WHEREAS, the Agency's involvement in the Project was not contemplated when the Village Board performed the coordinated SEQRA review and issued the negative declaration for the Project; and

WHEREAS, had the Agency's involvement been known at the time the Village Board declared its intent to act as lead agency for the coordinated review of the Project, the Agency would have, as an involved agency, consented to the lead agency designation by the Village Board and been bound by the negative declaration that was issued for the Project;

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

Section 1. Based upon an examination of the EAF prepared by the Operating Company and the Real Estate Holding Company, the criteria contained in 6 NYCRR §617.7(c), and based further upon the Agency's knowledge of the area surrounding the Project Facility, all the representations made by the Operating Company and the Real Estate Holding Company in connection with the Project, and such further investigation of the Project and its environmental effects as the Agency has deemed appropriate, the Agency makes the following findings and determinations with respect to the Project pursuant to SEQRA:

(a) The Project consists of the components described above in the thirteenth WHEREAS clause of this resolution;

(b) The Project constitutes a "Type I" action (as said quoted term is defined in SEQRA);

(c) The Agency, in recognition of the fact that it would have been an involved agency and consented to the Village Board's lead agency status, hereby reaffirms, accepts, and adopts the negative declaration that was issued by the Village Board for the Project, attached hereto as Exhibit "A", which shall be filed in the office of the Agency in a file that is readily accessible to the public.

Section 2. A copy of this Resolution, together with the attachments hereto, shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

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

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

The Resolution was thereupon declared duly adopted.

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

I, the undersigned Secretary of the Onondaga County Industrial Development Agency, DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on September 13, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matter therein referred to.

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

I FURTHER CERTIFY that as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed, or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand this 13th day of September, 2022.

(SEAL)


Secretary

Exhibit A