

FAYETTE MANLIUS, LLC

**RESOLUTION RATIFYING AND REAFFIRMING THE APPROVING RESOLUTION
(3101-22-01A)**

A regular meeting of the Onondaga County Industrial Development Agency (the “Agency”) was convened in public session on August 18, 2022, at 8:00 a.m., local time, at 333 West Washington Street, Syracuse, New York.

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

PRESENT: Patrick Hogan
Janice Herzog
Victor Ianno
Steve Morgan
Susan Stanczyk
Kevin Ryan
Fanny Villarreal

ABSENT:

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

The following resolution was offered by Victor Ianno, seconded by Fanny Villarreal, to wit:

**RESOLUTION RATIFYING AND REAFFIRMING THE
APPROVING RESOLUTION FOR A CERTAIN PROJECT
FOR FAYETTE MANLIUS, LLC**

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

WHEREAS, 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 Fayette Manlius, LLC (the “Company”) on behalf of itself and/or entities formed or to be formed on its behalf, the Company has requested that the Agency undertake a project (the “Project”) for the benefit of the Company and/or entities formed or to be formed on its behalf, said Project consisting of the following: (A)(1) the acquisition of a leasehold interest in all or a portion of an approximately 4.28 acre parcel of land located at 332 Fayette Street (tax map no. 024.-01-08.1), in the Village of Manlius, Onondaga County, New York (the “Land”) and the existing 17,053 square foot building located thereon (the “Existing Building”); (2) the demolition of the Existing Building and the construction of an approximately 37,500 square foot mixed-used building containing retail space on the first floor and approximately twenty apartment units on the second and third floors (the “Mixed Use Building”) and an approximately 3,500 square foot building for an urgent care facility (the “Urgent Care Facility”), together with related site improvements including but not limited to parking space (all of the foregoing, collectively, the “Facility”), such Urgent Care Facility to be leased to a third party tenant; and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Facility and the Equipment being collectively referred to as the “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 property 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 Project Facility to Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, on February 8, 2022, the members of the Agency duly adopted a resolution (the “Public Hearing Resolution”) authorizing the Executive Director of the Agency, after consultation with the members of the Agency and the Agency’s Counsel, to (A) establish the time, date and place for a public hearing of the Agency to hear all persons interested in the Project (the “Original Public Hearing”); (B) cause the Original Public Hearing to be held in a city, town or village where the Project Facility is located, and cause notice of such Original Public Hearing to be given to the public by publishing a notice or notices of such Original Public Hearing in a newspaper of general circulation available to the residents of the governmental units where the Project Facility is located, such notice or notices to comply with the requirements of Section 859-a of the Act; (C) cause notice of the Original Public Hearing to be given to the chief executive officer of the County of Onondaga and of each city, town, village and school district in which the Project Facility is located, such notice or notices to comply with the requirements of Section 859-a of the Act; and (D) conduct such Original Public Hearing; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Executive Director of the Agency (A) caused notice of Original Public Hearing pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the Financial Assistance being contemplated by the Agency with respect to the Project, to be mailed on February 23, 2022 to the chief executive officers of the county and of each city, town, village and school district

(collectively, the “Affected Tax Jurisdictions”) in which the Project Facility is, or is to be, located, (B) caused notice of the Original Public Hearing to be published (the “Original Publication”) on February 24, 2022 in The Post-Standard, a newspaper of general circulation available to the residents of the Village of Manlius, Onondaga County, New York, (C) conducted the Original Public Hearing on March 7, 2022 at 2:30 p.m., local time at Village of Manlius Hall, One Arkie Albanese Avenue, Manlius, New York, and (D) prepared a report of the Original Public Hearing (the “Original Public Hearing Report”) fairly summarizing the views presented at such Original Public Hearing and caused copies of said Original Public Hearing Report to be made available to the members of the Agency; and

WHEREAS, pursuant to a resolution duly adopted by the members of the Agency on March 8, 2022 (the “Original Approving Resolution”), the Agency determined to grant the Financial Assistance to the Company and the execution and delivery of documentation with respect thereto; and

WHEREAS, the Original Publication contained an error in the date of the Original Public Hearing; and

WHEREAS, in light of this administrative error and pursuant to the authorization contained in the Public Hearing Resolution, the Executive Director of the Agency (A) caused notice of a public hearing of the Agency (the “Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the Financial Assistance being contemplated by the Agency with respect to the Project, to be mailed on July 25, 2022 to the chief executive officers of the affected tax jurisdictions in which the Project Facility is located, (B) caused notice of the Public Hearing to be published on July 26, 2022 in The Post-Standard, a newspaper of general circulation available to the residents of the Town of Manlius, Onondaga County, New York, (C) conducted the Public Hearing on August 8, 2022 at 3:30 p.m., local time, at Village of Manlius Hall, One Arkie Albanese Avenue, Manlius, New York, and (D) prepared a report of the Public Hearing (the “Public Hearing Report”) fairly summarizing the views presented at such Public Hearing and caused copies of said Public Hearing Report to be made available to the members of the Agency; and

WHEREAS, the Agency now desires to ratify and reaffirm its approval of the Project.

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

Section 1. The Agency, based upon the representations made by the Company to the Agency hereby ratifies and reaffirms its findings, determinations and approval set forth in the Original Approving Resolution.

Section 2. This Resolution shall take effect immediately upon adoption.

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)

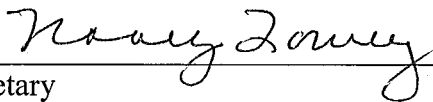
I, the undersigned Secretary of the Onondaga County Industrial Development Agency, DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on August 18, 2022, with the original thereof on 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 18 day of August, 2022.

(SEAL)


Secretary