

FLEX-HOSE COMPANY, INC.

**APPROVING RESOLUTION
(3101-19-03A)**

At a regular meeting of the Onondaga County Industrial Development Agency (the "Agency") convened in public session on September 17, 2019, at 8:00 a.m. at 333 W. Washington Street, Syracuse, New York, the following members were:

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: Janice Herzog
Victor Ianno
Steve Morgan
Kevin Ryan
Fanny Villarreal

ABSENT: Patrick Hogan
Susan Stanczyk

ALSO PRESENT: Robert M. Petrovich, Executive Director
Anthony P. Rivizzigno, Esq., Agency Counsel
Amanda M. Mirabito, Esq., Agency Counsel

The following resolution was offered by Kevin Ryan, seconded by Victor Ianno, to wit:

RESOLUTION AUTHORIZING EXECUTION OF DOCUMENTS IN CONNECTION WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR FLEX-HOSE COMPANY, INC. (THE "COMPANY").

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

WHEREAS, 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, by resolution duly adopted on June 11, 2019 (the "Approving Resolution"), the Agency approved undertaking a project (the "Project") on behalf of Flex-Hose Company, Inc., a New York corporation (the "Company"), and entities formed or to be formed on its behalf, said Project consisting of the following: (A)(1) the acquisition of an interest in approximately 11.13 acre parcel of land located at 4560 Buckley Road (tax map no. 095.-02-06.0) in the Town of Clay, Onondaga County, New York (the "Land") and the approximately 38,000 square foot existing building thereon (the "Facility"); (2) the renovation of the Facility; 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"), such Project Facility to be used as manufacturing and office space to support the production and storage of the Company's products which include metal pump connectors, industrial metal hoses, expansion loops and metal expansion joints; (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 the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, subsequent to adoption of the Approving Resolution, the Company notified the Agency that (a) the Company currently leases a facility located at 6801 Crossbow Drive, in the Town of Dewitt, County of Onondaga, New York (the "Current Facility") and that upon completion of the Project, the Company will "abandon" the Current Facility; and

WHEREAS, the Company has requested that the Agency grant a mortgage recording tax exemption with respect to the Project in the amount of \$12,750.00, which amount is \$2,325.00 in excess of the amount included in the Company application to the Agency (the "Additional Financial Assistance"); and

WHEREAS, in accordance with Section 859-a(5)(d) of the Act, the Agency caused to be mailed a letter on September 10, 2019 to the County of Onondaga (the "County") and the Town of Dewitt (the "Town") notifying the County and the Town that the Company currently leases the Current Facility and that the Company has informed the Agency that it will "abandon" the Current Facility upon completion of the Project; and

WHEREAS, the amount of the Additional Financial Assistance being requested is less than \$100,000; and

WHEREAS, the Agency desires to reaffirm its findings and approvals as specified in the Approving Resolution and to approve the grant of the Additional Financial Assistance; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act") and the regulations (the

“Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQRA Act, “SEQRA”), the Agency must determine the potential environmental significance of the reaffirmation of the Approving Resolution and approval of the grant of the Additional Financial Assistance (the “Transaction”); and

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

Section 1. Pursuant to SEQRA, the Agency hereby finds and determines that:

(A) Pursuant to Section 617.5(c)(23) of the Regulations, the Transaction is a “Type II action” (as said quoted term is defined in the Regulations); and

(B) Therefore, the Agency hereby determines that no environmental impact statement or any other determination or procedure is required under the Regulations with respect to the Transaction.

Section 2. The Agency, based upon the representations made by the Company to the Agency in the Application, hereby finds and determines that:

(A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act;

(B) The completion of the Project Facility will result in the removal of a plant or facility of the Company from one area of the State to another area of the State and the abandonment of a facility of the Company located in the State but the Project is reasonably necessary to discourage the Company from removing such other plant or facility to a location outside the State of New York and reasonably necessary to preserve the competitive position of the Company in its industry;

(C) The granting of the Additional Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of Onondaga County, New York and the State and improve their standard of living, and thereby serve the public purposes of the Act; and

(D) The Project should receive the Additional Financial Assistance in the form of an additional exemption from mortgage recording taxes (subject to statutory limitations) based on the description of expected public benefits to occur as a result of this Project, as described in the Company’s application to the Agency, and failure by the Company to meet the expected public benefits will result in a recapture event, as described in the Agency’s Uniform Tax Exemption Policy and the Project Agreement.

Section 3. The amount of mortgage recording tax exemption benefits comprising the Additional Financial Assistance approved herein shall not exceed \$2,325.00, for an aggregate total mortgage recording tax exemption benefit of not to exceed \$12,750.00.

Section 4. Except as otherwise specifically set forth herein, the Agency hereby ratifies and reaffirms its findings and approvals set forth in the Approving Resolution.

Section 11. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required in connection with the Transaction, and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing Resolution and the Transaction and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents (as defined in the Approving Resolution) binding upon the Agency.

Section 12. 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 September 17, 2019, 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 17th day of September, 2019.

(SEAL)



GENEVIEVE A. SUITS, Secretary