

**G & C FOOD DISTRIBUTORS & BROKERS, INC.**

**PUBLIC HEARING AND LOCAL ACCESS POLICY WAIVER RESOLUTION  
3101-18-05B**

At a regular meeting of the Onondaga County Industrial Development Agency (the “Agency”) was convened in public session on September 11, 2018, at 8:00 a.m. at 333 W. Washington Street, Syracuse, New York, the following members were:

**PRESENT:**

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

**ABSENT:**

**ALSO PRESENT:**

Julie Cerio, Executive Director  
Anthony P. Rivizzigno, Esq., Agency Counsel  
Amanda M. Mirabito, Esq., Agency Counsel

The following resolution was offered by Janice Herzog, seconded by Steven Morgan, to wit:

**RESOLUTION AUTHORIZING A PUBLIC HEARING IN CONNECTION WITH THE RENOVATION, EXPANSION AND EQUIPPING OF A CERTAIN FACILITY FOR G & C FOOD DISTRIBUTORS & BROKERS, INC. AND WAIVING THE LOCAL ACCESS POLICY.**

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 564 of the 1970 Laws 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, G & C Food Distributors & Brokers, Inc., a New York corporation (the “Company”), has submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requests that the Agency consider undertaking a project (the “Project”) for the benefit of the Company or entities formed on behalf of the Company, said Project consisting of the following: (A)(1) acquisition or retention of an interest in an approximately 50.74 acre parcel of land located at 3407 Walters Road (tax map no. 055.03-05.1) in the Town of Van Buren, Onondaga County, New York (the “Land”); (2) the renovation of, and construction of an approximately 106,000 square foot addition to, an existing 329,000 square foot building (as renovated and expanded, the “Facility”) located on the Land; 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 provide refrigerated warehouse space and loading docks necessary for the storage and shipment of food products; (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 (collectively, 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, pursuant to the Act, any approval of the Project contained herein is contingent upon a determination by the members of the Agency to proceed with the Project following satisfaction of the public hearing and notice requirements and other procedural requirements contained in Section 859-a of the Act that relate to the Project; and

WHEREAS, the Company has submitted documentation to the Agency evidencing its diligent efforts to secure labor within the local labor area as defined in the Agency’s Local Access Policy to facilitate the specialized work associated with refrigeration for the Project and has determined such labor is not available in the 10 county area defined therein.

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

Section 1. The Agency hereby authorizes the Executive Director, prior to the granting of any Financial Assistance with respect to the Project, after consultation with counsel to the Agency, (A) to establish a time, date and place for a public hearing of the Agency to hear all persons interested in the location and nature of the Project Facility and the proposed Financial Assistance being contemplated by the Agency with respect to the Project, said public hearing to

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

AYE

NAY

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

The Resolution was thereupon declared duly adopted.

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

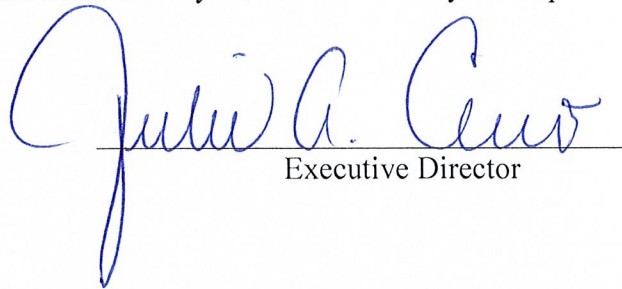
I, the undersigned Executive Director of the Onondaga County Industrial Development Agency, DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on September 11, 2018, with the original 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 11<sup>th</sup> day of September, 2018.

(SEAL)

  
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Executive Director