

MORGAN B VILLE APARTMENTS, LLC

PROJECT OVERVIEW/PUBLIC HEARING RESOLUTION

At a regular meeting of the Onondaga County Industrial Development Agency (the “Agency”) held on July 14, 2015 at 8:00 a.m. at the 333 W. Washington Street, Syracuse, New York, the following members were:

PRESENT:

Daniel Queri
Victor Ianno
Jessica Crawford
Lisa Dell
Janice Herzog
Steven Morgan
Patrick Hogan

ABSENT:

ALSO PRESENT:

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

Upon motion duly made and seconded, the following resolution was duly adopted by the Agency with its members voting as follows:

Aye

Nay

Daniel Queri
Victor Ianno
Jessica Crawford
Lisa Dell
Janice Herzog
Steven Morgan
Patrick Hogan

RESOLUTION OF THE ONONDAGA COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") (i) ACCEPTING THE APPLICATION OF MORGAN BVILLE APARTMENTS, LLC WITH RESPECT TO A CERTAIN PROJECT (DESCRIBED BELOW), (ii) AUTHORIZING A PUBLIC HEARING WITH RESPECT TO THE PROJECT AND (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY WITH RESPECT TO THE PROJECT

WHEREAS, the Onondaga County Industrial Development Agency (the "Agency") is authorized and empowered by 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 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 industrial, manufacturing, warehousing, commercial, research and recreation facilities, including industrial pollution control facilities, educational or cultural facilities, railroad facilities, horse racing facilities and continuing care retirement communities, among others, for the purpose of promoting, attracting, encouraging and developing recreation, and 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 and to improve their recreation opportunities, prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, MORGAN BVILLE APARTMENTS, LLC, for itself or on behalf of an entity to be formed (the "Company"), has requested the Agency's assistance with a certain project (the "Project") consisting of (i) the acquisition by the Agency of a leasehold or other interest in certain property located at 197 Downer Street, Village of Baldwinsville, Onondaga County, New York (the "Land") and the existing improvements located thereon, consisting principally of the existing parcel and structures (the "Existing Improvements"), (ii) the renovation and retro-fitting of the Existing Improvements to accommodate 17 three story buildings which will contain in the aggregate approximately 442 market-rate residential apartment units, a rental office, club house, gymnasium, fitness center, storage units, common areas, parking, grading, landscaping and related sitework improvements (the "Improvements"), and (iii) the acquisition and installation in and around the Improvements of certain items of equipment, machinery and other tangible personal property (the "Equipment", and collectively with the Land and the Improvements, the "Facility"); and

WHEREAS, pursuant to Article 18-A of the General Municipal Law the Agency desires to adopt a resolution describing the Project and the financial assistance that the Agency is contemplating with respect to the Project; and

WHEREAS, it is contemplated that the Agency will hold a public hearing and (i) negotiate an agent agreement (the "Agent Agreement"), whereby the Agency will designate the Company as its agent for the purpose of acquiring, constructing and equipping the Project (the "Agent Agreement"), (ii) negotiate and enter into a lease agreement (the "Lease Agreement"), leaseback agreement (the "Leaseback Agreement") and payment-in-lieu-of-tax agreement (the

"PILOT Agreement") with the Company, (iii) take fee title to or a leasehold interest in the Land, Existing Improvements, Improvements, Equipment and personal property constituting the Project (once the Lease Agreement, Leaseback Agreement and PILOT Agreement have been negotiated), and (iv) provide financial assistance to the Company in the form of (a) a sales and use tax exemption for purchases and rentals related to the acquisition, construction and equipping of the Project, (b) a partial real property tax abatement through the PILOT Agreement, and (c) if necessary, a mortgage recording tax exemption for the financing related to the Project (collectively, the "Financial Assistance"); and

WHEREAS, the Agency shall, prior to providing any Financial Assistance to the Project find that the Project will promote employment opportunities, prevent economic deterioration, and that the predominant purpose of the Project will be to meet the housing quality and quantity demands which would not, but for the Project, be reasonably accessible to the residents of the Village of Baldwinsville, New York, and Onondaga County, New York

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

Section 1. The Company has presented an application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the Company's application, the Agency 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; and
- (B) The Agency has the authority to take the actions contemplated herein under the Act; and
- (C) The action to be taken by the Agency will induce the Company to develop the Project, thereby increasing employment opportunities in Onondaga County and otherwise furthering the purposes of the Agency as set forth in the Act; and
- (D) The Project does not constitute a "retail" project within the meaning of Section 862 of the Act; provided, however, that if the Company provides documentation to the Agency evidencing that the Project constitutes a retail project, the Agency will be required to make new and additional findings in connection therewith; and
- (E) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Company's

application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries; and

- (F) The Facility constitutes a "commercial facility" as defined in the New York General Municipal Law and will promote employment opportunities and prevent economic deterioration in Onondaga County. The Agency has reviewed the opinion of the State Comptroller attached as Exhibit A hereto, and hereby specifically finds that, based upon the Company's Application to the Agency, the Project will (i) create 100 temporary construction jobs over a 36-month period, (ii) create approximately 8 full-time jobs over a 36-month period, and (iii) retain approximately 0 full time jobs over a 36-month period; will be a first-class improvement in a sensitive area of the Onondaga County, and will offer a housing opportunity for working residents, providing valuable housing stock for persons who represent an important work force to be attracted to Onondaga County.

Section 2. The Agency may provide the following financial assistance with respect to the Project, in accordance with the Agency's uniform tax exemption policy: (1) exemptions from mortgage recording taxes with respect to any documents recorded by the Agency with respect to the Project in the office of the County Clerk of Onondaga County, New York or elsewhere; (2) exemption from sales taxes relating to the acquisition, construction and installation of the Project Facility; (3) exemption from transfer taxes on real estate transfers to and from the Agency with respect to the Project; and (4) exemption from real estate taxes (but not including special assessments and special ad valorem levies) relating to the Project Facility, subject to the obligation of the Company to make payments in lieu of taxes with respect to the Project Facility.

Section 3. The Chairman, Vice Chairman and/or the Executive Director of the Agency are hereby authorized, on behalf of the Agency, to hold a public hearing in compliance with the Act and negotiate (but not execute or deliver) the terms of (A) an Agent Agreement, whereby the Agency appoints the Company as its agent to undertake the Project, (B) a Lease Agreement whereby the Company leases the Project to the Agency, (C) a related Leaseback Agreement conveying the Project back to the Company, (D) a PILOT Agreement, whereby the Company agrees to make certain projects in lieu of real property taxes and (E) related documents; provided (i) the rental payments under the Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project and (ii) the terms of the PILOT Agreement are consistent with the Agency's Uniform Tax Exemption Policy or the procedures for deviation have been complied with.

Section 4. The Agency is hereby authorized to conduct a public hearing in compliance with the Act.

Section 5. 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 and to

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 July 14, 2015 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 6 day of ^{November}~~July~~, 2015.



JULIE CERIO, Executive Director