

AMENDED PILOT RESOLUTION

A regular meeting of the County of Oswego Industrial Development Agency (the “*Agency*”) was convened in public session on June 21, 2012 at 9:00 a.m., at 44 West Bridge Street, Oswego, New York.

The meeting was called to order by the Vice Chair and, upon the roll being duly called, the following members were:

Present: Donald H. Kunzwiler, H. Leonard Schick, Morris Sorbello and Gary T. Toth

Absent: Jonathan Daniels, Arthur W. Ospelt and Carolyn A. Rush

Also Present: Kevin C. Caraccioli, David S. Dano and L. Michael Treadwell

The following resolution was duly offered and seconded:

RESOLUTION APPROVING A PAYMENT IN LIEU OF TAX SCHEDULE AND AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS BY THE AGENCY IN CONNECTION WITH A CERTAIN PROJECT UNDERTAKEN AT THE REQUEST OF LEEH, LLC

WHEREAS, the County of Oswego Industrial Development Agency (the “*Agency*”) is authorized and empowered by Title 1 of Article 18-A of the General Municipal Law of the State of New York (the “*State*”), as amended, together with Chapter 234 of the Laws of 1973 of the State of New York, as amended from time to time (collectively, 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, railroad facilities and certain horse racing facilities, 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, to improve their recreation opportunities, 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, lease, and sell real property and grant financial assistance in connection with one or more “projects” (as defined in the Act); and

WHEREAS, LEEH, LLC, a New York limited liability company (the “*Company*”),

submitted an application to the Agency on or about August 12, 2009 (“**Application**”), a copy of which is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the “**Original Project**”) consisting of: (A) (i) the acquisition of a leasehold interest in an approximate 2.26 acre parcel of vacant land located at 247 West Utica Street, City of Oswego, Oswego County (the “**Parcel**”); (ii) the construction of a four (4) story approximate 28,746 square foot building to house a fifteen (15) unit residential apartment facility for use as student housing including a common room, fitness center, entertainment room, recreation room and vending area; the construction of an access drive, paved parking areas and storm water management facilities (collectively, the “**Original Facility**”), all located on the Parcel; (iii) the acquisition of, and installation in, the Facility of various machinery, equipment and furnishings (collectively the “**Original Equipment**”) (the Parcel, Facility and Equipment are hereinafter collectively referred to as the “**Original Project Facility**”); (B) the granting of certain financial assistance in the form of exemption from real property tax, mortgage recording tax and sales and use taxation, as well as a loan from the Agency’s Economic Development Fund in an amount not to exceed \$252,000 (collectively the “**Original Financial Assistance**”); and (C) the lease of the Project Facility by the Agency pursuant to a lease agreement and the sublease of the Project Facility back to the Company pursuant to a sublease agreement; and

WHEREAS, following submission of its Application and the October 23, 2009 public hearing, the Company requested changes to the Original Project such that the project (the “**Project**”) shall now consist of the following: (A) (i) the acquisition of a leasehold interest in an approximate 2.26 acre parcel of vacant land located at 247 West Utica Street, City of Oswego, Oswego County (the “**Land**”); (ii) the construction of a three (3) story approximate 30,000 square foot building to house an approximate eighteen (18) unit residential apartment facility for use as student housing including a common room, fitness center, entertainment room, recreation room and vending area; the construction of an access drive, paved parking areas and storm water management facilities (collectively, the “**Facility**”), all located on the Land; (iii) the acquisition of, and installation in, the Facility of various machinery, equipment and furnishings (collectively the “**Equipment**”) (the Land, Facility and Equipment are hereinafter collectively referred to as the “**Project Facility**”); (B) the granting of certain financial assistance in the form of exemption from real property tax, mortgage recording tax and sales and use taxation, as well as a loan from the Agency’s Economic Development Fund in an amount not to exceed \$325,000 (collectively the “**Financial Assistance**”); and (C) the lease of the Project Facility by the Agency pursuant to a lease agreement and the sublease of the Project Facility back to the Company pursuant to a sublease agreement.

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 approval of the Project and grant of Financial Assistance constitute such an action; and

WHEREAS, the City of Oswego, acting as lead agency for the purpose of a coordinated review, determined that the 2009 Project will not have a significant adverse impact on the environment and issued a negative declaration on January 19, 2010 (“**2010 Negative Declaration**”); and

WHEREAS, the Modification now being considered by the Agency does not amount to a significant change from the 2009 Project, and therefore further review under SEQRA and amendment of the 2010 Negative Declaration shall not be required; and

WHEREAS, on June 21, 2012 the Agency adopted a Resolution (the “***Amended Inducement Resolution***”) undertaking the Project and appointing the Company as its agent for purposes of completing the Project Facility; and

WHEREAS, in the Application, the Company also requested that the Agency consider a payment in lieu of tax (“***PILOT***”) schedule, more fully described on **Exhibit “A”** attached hereto.

WHEREAS, the Agency has given due consideration to the Application and to representations by the Company that the provision of Financial Assistance: (i) will induce the Company to develop the Project Facility in the City of Oswego, (ii) will not result in the removal of a commercial, industrial or manufacturing plant or facility of the Company or any other proposed occupant of the Project Facility from one area of the State to another area of the State or in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project Facility located in the State, except as may be permitted by the Act; and (iii) undertaking the Project will create and/or preserve permanent private sector jobs in the State;

NOW, THEREFORE, be it resolved by the members of the County of Oswego Industrial Development Agency, as follows:

Section 1. It is the policy of the State to promote the economic welfare, recreation opportunities and prosperity of its inhabitants and to actively promote, attract, encourage and develop recreation and economically sound commerce and industry for the purpose of preventing unemployment and economic deterioration. It is among the purposes of the Agency to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of certain facilities, including commercial facilities, and thereby advance the job opportunities, health, general prosperity and economic welfare of the people of the State and to improve their recreation opportunities, prosperity and standard of living.

Section 2. The Agency ratifies, as amended, all prior Resolutions passed in connection with this proposed Project.

Section 3. Based upon the representations made by the Company to the Agency, and the reasons presented by the Company in support of its request for the PILOT schedule and after consideration of correspondence and oral comments, if any, received, the PILOT schedule, attached hereto, is hereby approved.

Section 4. A copy of this Resolution shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

Section 5. The Chief Executive Officer of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this

Resolution as well as all previously approved Resolutions.

Section 6. Counsel to the Agency and special Agency counsel are hereby authorized to work with the Company, and others to prepare, for submission to the Agency, all documents necessary to effect the grant of Financial Assistance, including, but not limited to, a PILOT Agreement.

Section 7. This Resolution shall take effect immediately.

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

	<u>Aye</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Jonathan Daniels				X
Donald H. Kunzwiler	X			
Arthur W. Ospelt				X
Carolyn A. Rush				X
H. Leonard Schick	X			
Morris Sorbello	X			
Gary T. Toth	X			

The resolution was thereupon declared duly adopted.

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

I, the undersigned Chief Executive Officer of the County of Oswego Industrial Development Agency, **Do Hereby Certify** that (i) I have compared the annexed extract of the minutes of the meeting of the County of Oswego Industrial Development Agency (the “**Agency**”) held on June 21, 2012, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of the whole of such original insofar as the same relates to the subject matters referred to therein.

I Further Certify that (i) all members of the Agency had due notice of such meeting, (ii) pursuant to Section 104 of the Public Officers Law (Open Meetings Law), such meeting was open to the general public and public notice of the time and place of such meeting was duly given in accordance with such Section 104, (iii) the meeting was in all respects duly held, and (iv) there was a quorum present throughout.

In Witness Whereof, I have hereunto set my hand and affixed the seal of the Agency on June 21, 2012.

L. Michael Treadwell
Chief Executive Officer

(SEAL)

EXHIBIT “A”

PILOT SCHEDULE

UTEP/Non-Manufacturing

<u>Years</u>	<u>Exemption Schedule</u>
1	60
2	60
3	50
4	50
5	40
6	40
7	30
8	30
9	20
10	10