



ROBERT M. PALMIERI
MAYOR

CITY OF UTICA

Utica Industrial Development Agency
1 Kennedy Plaza, Utica, New York 13502
(315)792-0195 fax: (315)797-6607

VINCENT GILROY, JR
CHAIRMAN

JACK N. SPAETH
EXECUTIVE DIRECTOR

Agenda

Utica Industrial Development Agency
Regular Meeting – Wednesday, August 9, 2023 @ 9:00am
Utica City Hall, Utica, New York and via WebEx

- I. Call to Order
- II. Approval of Minutes (June 7, 2023)
- III. Old Business
 - A.
- IV. New Business
 - A. **Lahinch Utica III LLC** - Consider a final authorizing resolution relating to the Lahinch Utica III LLC (Mayro Building) facility, authorizing financial assistance that is a deviation from Policy in the form of exemptions from sales tax (valued at \$788,741), exemptions from mortgage recording tax (valued at \$84,811) and reduction of real property taxes for a period of 12 years (valued at \$634,338) and approving the form and execution of related documents subject to counsel review.
 - B. **Hotel Street Owner LLC** – Consider a SEQR resolution relating to the Hotel Street Owner LLC facility.

Consider a final authorizing resolution relating to the Hotel Street Owner LLC facility, authorizing financial assistance that is a deviation from Policy in the form of exemptions from sales tax (valued at \$787,980), exemptions from mortgage recording tax (valued at \$109,268) and reduction of real property taxes for a period of 12 years (valued at \$621,391) and approving the form and execution of related documents.
 - C. **1002 Oswego Street, LLC** - Ratify execution of a Mortgage Modification Agreement relating to the 1002 Oswego Street, LLC facility, which was authorized under the final resolution for the project.

C. **Annual Project Review (2022) con't**

V. Executive Session (if required)

VI. Adjourn

Members of the public may listen to the Agency meeting by calling 1-408-418-9388,

Access code: 2633 251 3990 or joining the meeting at Meeting link:

<https://cityofutica.webex.com/cityofutica/j.php?MTID=m820b8256acd5680084c53c3677ae2b5a>

Meeting password: 9pKVPKGed32

The Minutes of the Agency meeting will be transcribed and posted on the UIDA website.



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JACK N. SPAETH
EXECUTIVE DIRECTOR

June 7, 2023 9:00a.m.
Utica Industrial Development Agency Regular Meeting
City Hall, Utica, NY – WebEx Conference Call/In-Person

Members Present: Vin Gilroy, Mark Curley, Emmett Martin

Excused: John Zegarelli, John Buffa

Also Present: Jack Spaeth (Executive Director), Laura Ruberto and Linda Romano (in person)
(BSK – Agency Counsel)

Others: Tim Lynn, Luke Lynn and Mike Brady (Lahinch and Hotel St properties)

1) CALL MEETING TO ORDER: The meeting was called to order by Mr. Gilroy at 9:06a.m. The Finance, Governance and Audit Committees, as they consist of sitting Agency members, meet as a committee of the whole, and in doing such, meet at every meeting.

2) APPROVAL OF MINUTES: A motion was made by Mr. Curley, seconded by Mr. Martin, to approve the minutes of the May 3, 2023 meeting. All in favor.

3) OLD BUSINESS - none

4A) NEW BUSINESS - Lahinch Utica III LLC

Mr. Spaeth gave a brief description of the project and then introduced Mr. Lynn who gave a more in-depth description. Mr. Lynn stated the project would have 48 units of market-rate housing in the former Mayro Building. Commercial space will be on the Genesee Street side of the building as well as those spaces along Bank Place of which there will be eight in total for 17,000sf. He added that a demolition permit has been pulled and the asbestos will be removed. Mr. Lynn stated that the building was quite 'hot' with asbestos. Joe Gehm, partner to Mr. Lynn is currently working on commercial tenant leasing.

Mr. Curley asked about the number of construction jobs associated with the project and the salary amount to be paid out. Mr. Spaeth stated that the number is over-stated and the calculation of the construction jobs is awkward as the company/owner never really know how many employees of any trade are in the building at any given time and it is not information that the contractor provides. Mr. Spaeth and Mr. Lynn discussed the issue a day prior and surmised the only way to obtain the number is by backing into it based on total labor cost and guesstimating the average salary. Mr. Spaeth said he

will change the Cost Benefit Analysis (CBA) to improve the calculation to get a more realistic number. He will then provide to Mr. Lynn for redressing.

As such, Mr. Curley made a motion, seconded by Mr. Martin to approve an inducement resolution relating to the Lahinch Utica III, LLC Facility, granting preliminary approval for financial assistance in the form of exemptions from sales tax (valued at \$788,741), exemptions from mortgage recording tax (valued at \$84,811) and reduction of real property taxes for a period of 12 years (valued at \$634,338), which is a deviation from the Agency's Uniform Tax Exemption Policy, subject to a revised CBA. All in favor.

Mr. Martin made a motion, seconded by Mr. Curley to approve a SEQR resolution relating to the Lahinch Utica III, LLC Facility. The City of Utica Planning Board served as lead agency for the SEQR review, and the Agency wishes to adopt the findings and determinations of the lead agency.

4B) NEW BUSINESS – Hotel Street Owner LLC

Mr. Spaeth gave a brief description of the project and then referred to Mr. Lynn who gave a more in-depth description. Mr. Lynn stated the project would have 72 units of market-rate housing in the former Syracuse Auto Parts building and two adjacent buildings. Once the construction is completed the three will meld into one for codes and ease of use purposes. Commercial space will be on the Hotel Street side primarily to which there will be 3,988sf. Mr. Lynn stated that he is waiting for word on a particular tenant and if signed, the commercial space would grow to their needs. Historic approvals have been granted by SHPO and National Park Service (NPS).

Mr. Martin made a motion, seconded by Mr. Curley to approve an inducement resolution relating to the Hotel Street Owner, LLC Facility, granting preliminary approval for financial assistance in the form of exemptions from sales tax (valued at \$787,980), exemptions from mortgage recording tax (valued at \$109,268) and reduction of real property taxes for a period of 12 years (valued at \$621,391), which is a deviation from the Agency's Uniform Tax Exemption Policy, subject to a revised CBA for similar reasons as the Lahinch Utica II LLC project above.

As market-rate residential saturation is questioned, Mr. Spaeth stated he will contact each residential project to obtain their occupancy rates. A similar question will be put onto the Annual Report.

4C) NEW BUSINESS – Annual Project Review

Mr. Spaeth, having previously provided Agency members with a spreadsheet of job creation information and letters from a couple businesses, discussed the job creation shortages for each of those businesses. He noted that most of the shortages come from mixed-use projects where not all of the commercial space is leased. The conversation is part of the larger employee location picture as companies have employees now working from home due to COVID and how are they handled? The UIDA has identified the local labor market area as all counties abutting Oneida County. Mr. Gilroy suggested the companies come in to discuss their situations. Ms. Ruberto added further and suggested that the UIDA give a pass to companies this year so as to have the larger conversation amongst Agency members to determine the best course of action for handling companies that fall short on job creation and also where they live. The UIDA has identified the local labor market area as all counties abutting Oneida County.

5) EXECUTIVE SESSION: no entered into

6) ADJOURNMENT: There being no further business brought before the Agency, Mr. Curley made a motion to adjourn, seconded by Mr. Martin and the meeting was adjourned at 10:23am.

The next regular meeting of the Utica Industrial Development Agency is scheduled for Wednesday, July 12, 2023 at 9:00am at City Hall via WebEx and in-person.



FERRARA FIORENZA PC

ATTORNEYS AND COUNSELORS AT LAW

SYRACUSE • ROCHESTER • BINGHAMTON

5010 CAMPUSWOOD DRIVE, EAST SYRACUSE, NY 13057

TELEPHONE (315) 437-7600 FACSIMILE (315) 437-7744*

**NOT FOR SERVICE OF PROCESS*

JSHIELDS@FERRARAFIRM.COM

July 6, 2023

Via E-Mail: jspaeth@cityofutica.com

Jack N. Spaeth
Executive Director
City of Utica Industrial Development Agency
1 Kennedy Plaza
Utica, NY 13502

**Re: Proposed Lease-Leaseback Transaction with PILOT Agreement-
119-137 Hotel Street**

Dear Jack:

The Utica City School District (the "School District") is in receipt of the City of Utica Industrial Development Agency's (the "IDA") Hotel Street Project Notice of Public Hearing dated June 20, 2023. Please be advised that the School District objects to the UTEP deviation due to the outlined terms of the PILOT Agreement related to the lease-leaseback of the "highly distressed area."

The outlined terms completely forfeit, rather than reduce the amount of taxes in year one of the PILOT. While the renovation of this highly distressed area will benefit the community, the increased tax burden in year one of the PILOT disadvantages the School District from such a sharp reduction in real property tax. Also, the proposed use is "mixed-use." As a result, new housing, and with it new students, would be added without a commensurate increase in real property tax revenue for the District. Due to the foregoing, the School District formally objects to the UTEP deviation in connection with the July 6, 2023, public hearing for the Hotel Street Project.

We have also been advised that the Bowers Group may have had difficulty completing other developments located within the City at 253 Genesee Street and 120 Bleeker Street, which we request be reviewed and considered before the Board deviates from its uniform tax exemption policy.

Jack N. Spaeth, Executive Director

July 6, 2023

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Please do not hesitate to contact me with any questions regarding the School District's position relative to this matter.

Very truly yours,

Ferrara Fiorenza PC



Joseph G. Shields

JGS/paw

cc: Joseph Hobika, Board President, Utica City School District



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July 6, 2023

Via E-Mail: jspaeth@cityofutica.com

Jack N. Spaeth
Executive Director
City of Utica Industrial Development Agency
1 Kennedy Plaza
Utica, NY 13502

**Re: Proposed Lease-Leaseback Transaction with PILOT Agreement-
Mayro Building**

Dear Jack:

The Utica City School District (the "School District") is in receipt of the City of Utica Industrial Development Agency's (the "IDA") Mayro Building Project Notice of Public Hearing dated June 20, 2023. Please be advised that the School District objects to the UTEP deviation due to the outlined terms of the PILOT Agreement related to the lease-leaseback of the "highly distressed area."

The outlined terms completely forfeit, rather than reduce the amount of taxes in year one of the PILOT. While the renovation of this highly distressed area will benefit the community, the increased tax burden in year one of the PILOT disadvantages the School District from such a sharp reduction in real property tax. Also, the proposed use is "mixed-use." As a result, new housing, and with it new students, would be added without a commensurate increase in real property tax revenue for the District. Due to the foregoing, the School District formally objects to the UTEP deviation in connection with the July 6, 2023, public hearing for the Mayro Building Project.

We have also been advised that the Bowers Group may have had difficulty completing other developments located within the City at 253 Genesee Street and 120 Bleeker Street, which we request be reviewed and considered before the Board deviates from its uniform tax exemption policy.

Jack N. Spaeth, Executive Director

July 6, 2023

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Very truly yours,

Ferrara Fiorenza PC



Joseph G. Shields

JGS/paw

cc: Joseph Hobika, Board President, Utica City School District

Transcript Document No. 7

**SEQR Resolution
Hotel Street Owner LLC Facility**

Date: August 9, 2023

RESOLUTION OF THE CITY OF UTICA INDUSTRIAL
DEVELOPMENT AGENCY DETERMINING THAT ACTION TO
PROVIDE FINANCIAL ASSISTANCE RELATING TO A PROJECT
FOR THE BENEFIT OF HOTEL STREET OWNER LLC WILL
NOT HAVE A SIGNIFICANT EFFECT ON THE ENVIRONMENT

WHEREAS, Hotel Street Owner LLC, on behalf of itself and/or the principals of Hotel Street Owner LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the City of Utica Industrial Development Agency (the "Agency") to enter into a transaction in which the Agency will assist in the acquisition, partial demolition, historic rehabilitation and renovation of three connected, vacant and blighted historic industrial buildings measuring 70,000± square feet in the aggregate into a mixed-use building with 72 market rate residential units and 3,988± square feet of retail/commercial space with on-site parking and common area amenities (collectively, the "Improvements") situated on seven (7) parcels of land measuring 0.768± acres in the aggregate located at 119 – 137 Hotel Street, City of Utica, Oneida County, New York (the "Land"), and the acquisition and installation of equipment in the Improvements (the "Equipment"), all for the adaptive reuse of the Improvements to lease to commercial and/or retail and/or residential tenants in furtherance of the Downtown Revitalization Initiative, the Oneida County Vision2020 initiative and the City of Utica Housing Study, and to enhance economic development and retain employment in downtown Utica (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the partial demolition, renovation, historic rehabilitation and equipping of the Facility referred to collectively as the "Project"); 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 adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended (the "Regulations"), the Agency desires to determine whether the acquisition, construction and equipping of the Facility may have a "significant effect on the environment" (as said quoted term is defined in the SEQR Act and the Regulations) and therefore require the preparation of an environmental impact statement; and

WHEREAS, to aid the Agency in determining whether the Project may have a significant effect upon the environment, the Agency has reviewed the minutes of the July 20, 2023 meeting of the City of Utica Planning Board, its findings and negative declaration in connection with its site plan review (the "Planning Board Review"), a copy of which was presented to and reviewed by the Agency at this meeting and copies of which are on file at the office of the Agency; and

WHEREAS, pursuant to the Regulations, the Agency has examined the EAF and the Planning Board Review in order to make a determination as to the potential environmental significance of the Facility.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. Based on an examination of the Application, the EAF, the Planning Board Review and based further upon the Agency's knowledge of the area surrounding the Facility and such further investigation of the Facility and its environmental effects as the Agency has deemed appropriate, the Agency concurs with the following findings and determinations of the Lead Agency with respect to the Facility:

- (A) The Facility is as described in the Application and the EAF;
- (B) The Facility constitutes a "Type II Action" (as defined in the Regulations);
- (C) No potentially significant impacts on the environment are noted in the EAF for the Facility, and none are known to the Agency;
- (D) The Facility will not result in (i) substantial adverse change in existing air quality; ground or surface water quality or quantity, traffic or noise levels; a substantial increase in solid waste production; or a substantial increase in potential for erosion, flooding, leaching or drainage problems; (ii) the removal or destruction of large quantities of vegetation or fauna; substantial interference with the movement of a resident or migratory fish or wildlife species; impacts on a significant habitat area; substantial adverse impacts on threatened or endangered species of animal or plant, or the habitat of such species; or (iii) other significant adverse impacts to natural resources;
- (E) The Facility will not affect a critical environmental area as designated pursuant to 6 NYCRR 617.14(g);
- (F) The Facility will not conflict with the community's current plans or goals as officially approved or adopted;
- (G) The Facility will not result in the impairment of the character or quality of important historical, archeological, architectural, or aesthetic resources or of existing community or neighborhood character;
- (H) The Facility will not result in a major change in the use of either the quantity or type of energy;
- (I) The Facility will not result in the creation of a hazard to human health;
- (J) The Facility will not result in a substantial change in the use, or intensity of use, of land including architectural, open space or recreational resources, or in its capacity to support existing uses;

(K) The Facility will not result in encouraging or attracting of a large number of people to a place or places for more than a few days, compared to the number of people who would come to such place absent the action;

(L) The Facility will not result in the creation of a material demand for other actions that would result in one or more of the above consequences;

(M) The Facility will not result in changes in two or more elements of the environment, no one of which has a significant impact on the environment, but when considered together result in a substantial adverse impact on the environment; and

(N) The Facility will not result in two or more related actions undertaken, funded or approved by an agency, none of which has or would have a significant impact on the environment, but when considered cumulatively would meet one or more of the criteria in 6 NYCRR Section 617.7(c).

Section 2. The Agency hereby determines that the Facility will not have a significant impact on the environment and the Agency will not require the preparation of an environmental impact statement with respect to the Facility. As a result, the Agency has prepared a negative declaration with respect to the Facility.

Section 3. The Executive Director of the Agency is hereby directed to file in the Agency's records a negative declaration with respect to the Facility (said negative declaration to be substantially in the form and substantially to the effect of the negative declaration attached hereto).

Section 4. This resolution shall take effect immediately.

[Remainder of page left blank intentionally]

STATE OF NEW YORK)
 : SS.:
COUNTY OF ONEIDA)

I, the undersigned Assistant Secretary of the City of Utica Industrial Development Agency, DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of a resolution of the City of Utica Industrial Development Agency (the "Agency") with the original thereof on file in the office of the Agency, and the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Board of Directors of the Agency duly convened in public session on August 9, 2023 at 9:00 a.m. local time, at One Kennedy Plaza, Utica, New York at which the following members were:

Members Present:

Member Excused:

Staff Present:

Others Present:

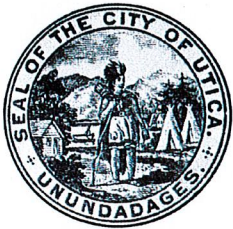
The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

and, therefore, the resolution was declared duly adopted.

I FURTHER CERTIFY that (i) all directors of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections 103a and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of August __, 2023.

Assistant Secretary



ROBERT M. PALMIERI
MAYOR

CITY OF UTICA

URBAN & ECONOMIC DEVELOPMENT

1 KENNEDY PLAZA, UTICA, NEW YORK 13502

PH.315-792-0181 FAX. 315-797-6607

BRIAN THOMAS, AICP
COMMISSIONER

PLANNING BOARD RESOLUTION

June 28, 2023

PB Case No.:	05-23	Zone:	Central Business District
Address:	119-137 Hotel Street	Requested Action:	Site Plan Review/Approval
Applicant:	Philip Sbarra, R.A.		
Owner:	Hotel Street Ownership, LLC		

WHEREAS: Pursuant to City of Utica Zoning Code Section 2-29-291(a) and (b) the applicant is seeking site plan approval of a plan to renovate a number of connecting buildings on the east side of Hotel Street a mix of residential and commercial uses.

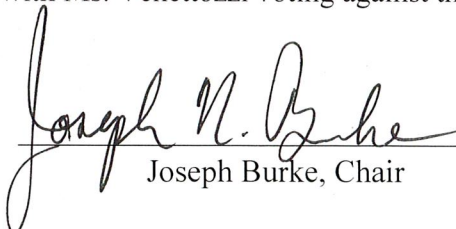
WHEREAS: Plans call for 121 and 137 Hotel Street to be converted into apartments on each floor, while 123 Hotel Street will be converted into a mix of apartments with a commercial restaurant on the ground floor. A new stair tower is proposed to be constructed between 121 and 123 Hotel Street. All window openings will be re-opened and new black aluminum-clad wood windows will be installed. All storefront will be re-opened with new storefront installed.

WHEREAS: As the properties involved are located within the City's Scenic and Historic Preservation District, review by the City's Scenic & Historic Preservation Commission will be required as well, prior to final action by the Planning Board.

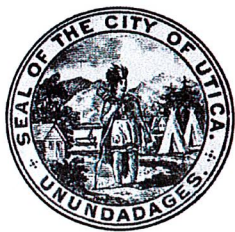
WHEREAS: The applicant received a favorable review from the City's Scenic & Historic Preservation Commission on May 22, 2023.

NOW THEREFORE BE IT RESOLVED THAT on a motion made by Mr. Burke, seconded by Mr. Mitchell and unanimously supported by all voting members present (Mr. Colon was absent), the board identified itself as Lead Agency and initiated coordinated review with ESDC and UIDA.

FURTHER BE IT RESOLVED THAT the Planning Board has considered the site plan material presented by the applicant along with the opinion of its professional planning staff. On that basis, Mr. Burke made a motion to grant Site Plan approval contingent on a favorable coordinated review. The motion was seconded by Mr. Smajic and passed 3 to 1, with Ms. Venettozzi voting against the motion (Mr. Colon was absent).


Joseph Burke, Chair

7-20-23
Date



ROBERT M. PALMIERI
MAYOR

CITY OF UTICA

URBAN & ECONOMIC DEVELOPMENT

1 KENNEDY PLAZA, UTICA, NEW YORK 13502

PH.315-792-0181 FAX. 315-797-6607

BRIAN THOMAS, AICP
COMMISSIONER

PLANNING BOARD AGENDA RESOLUTION

July 20, 2023

PB Case No.:	05-23	Zone:	Central Business District
Address:	119-137 Hotel Street	Requested Action:	Site Plan Review/Approval
Applicant:	Philip Sbarra, R.A.		
Owner:	Hotel Street Ownership, LLC		

WHEREAS: Pursuant to City of Utica Zoning Code Section 2-29-291(a) and (b) the applicant is seeking site plan approval of a plan to renovate a number of connecting buildings on the east side of Hotel Street a mix of residential and commercial uses.

WHEREAS: Plans call for 121 and 137 Hotel Street to be converted into apartments on each floor, while 123 Hotel Street will be converted into a mix of apartments with a commercial restaurant on the ground floor. A new stair tower is proposed to be constructed between 121 and 123 Hotel Street. All window openings will be re-opened and new black aluminum-clad wood windows will be installed. All storefront will be re-opened with new storefront installed.

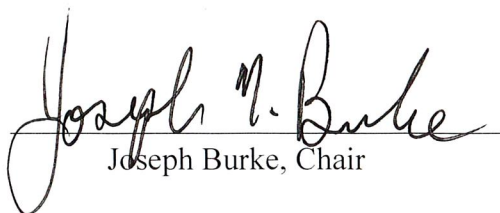
WHEREAS: As the properties involved are located within the City's Scenic and Historic Preservation District, review by the City's Scenic & Historic Preservation Commission will be required as well, prior to final action by the Planning Board. The project received approval from the City's Scenic & Historic Preservation Commission at its May 22nd meeting.

WHEREAS: The applicant received a favorable review from the City's Scenic & Historic Preservation Commission on May 22, 2023.

WHEREAS: The Planning Board identified itself as Lead Agency and initiated coordinated SEQRA review on June 28, 2023.

WHEREAS: The Planning Board granted Site Plan approval contingent on a favorable coordinated review.

NOW THEREFORE BE IT RESOLVED THAT the Planning Board has concluded SEQRA coordinated review having received no comment from ESDC or UIDA. On that basis, Ms. Venettozzi made a motion to declare a Negative Declaration on SEQRA. The motion was seconded by Mr. Smajic and unanimously supported by all voting members present (Mr. Mitchell and Mr. Colon were absent).


Joseph Burke, Chair

8-2-23
Date

Short Environmental Assessment Form

Part 1 - Project Information

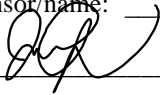
Instructions for Completing

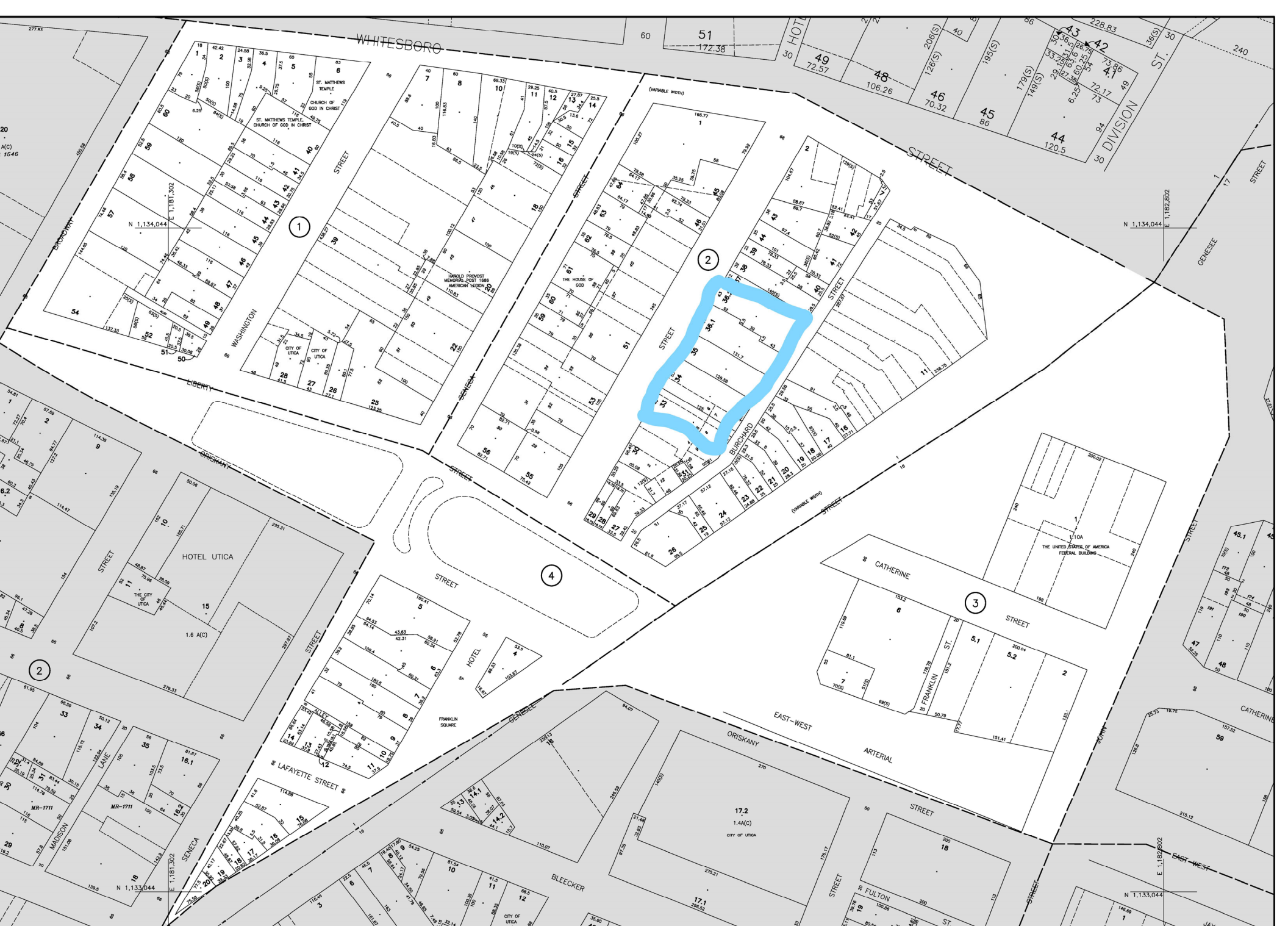
Part 1 – Project Information. The applicant or project sponsor is responsible for the completion of Part 1. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information.

Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

Part 1 – Project and Sponsor Information				
Name of Action or Project:				
Project Location (describe, and attach a location map):				
Brief Description of Proposed Action:				
Name of Applicant or Sponsor:			Telephone:	
			E-Mail:	
Address:				
City/PO:		State:	Zip Code:	
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation?			NO	YES
If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.			<input type="checkbox"/>	<input type="checkbox"/>
2. Does the proposed action require a permit, approval or funding from any other government Agency?			NO	YES
If Yes, list agency(s) name and permit or approval:			<input type="checkbox"/>	<input type="checkbox"/>
3. a. Total acreage of the site of the proposed action? _____ acres b. Total acreage to be physically disturbed? _____ acres c. Total acreage (project site and any contiguous properties) owned _____ acres or controlled by the applicant or project sponsor?				
4. Check all land uses that occur on, are adjoining or near the proposed action: 5. Urban Rural (non-agriculture) Industrial Commercial Residential (suburban) <input type="checkbox"/> Forest Agriculture Aquatic Other(Specify): <input type="checkbox"/> Parkland				

5. Is the proposed action, a. A permitted use under the zoning regulations? b. Consistent with the adopted comprehensive plan?	NO <input type="checkbox"/> <input type="checkbox"/>	YES <input type="checkbox"/> <input type="checkbox"/>	N/A <input type="checkbox"/> <input type="checkbox"/>
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	NO <input type="checkbox"/>	YES <input type="checkbox"/>	
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area? If Yes, identify: _____	NO <input type="checkbox"/>	YES <input type="checkbox"/>	
8. a. Will the proposed action result in a substantial increase in traffic above present levels? b. Are public transportation services available at or near the site of the proposed action? c. Are any pedestrian accommodations or bicycle routes available on or near the site of the proposed action?	NO <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	YES <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	
9. Does the proposed action meet or exceed the state energy code requirements? If the proposed action will exceed requirements, describe design features and technologies: _____ _____	NO <input type="checkbox"/>	YES <input type="checkbox"/>	
10. Will the proposed action connect to an existing public/private water supply? If No, describe method for providing potable water: _____ _____	NO <input type="checkbox"/>	YES <input type="checkbox"/>	
11. Will the proposed action connect to existing wastewater utilities? If No, describe method for providing wastewater treatment: _____ _____	NO <input type="checkbox"/>	YES <input type="checkbox"/>	
12. a. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places? b. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory?	NO <input type="checkbox"/> <input type="checkbox"/>	YES <input type="checkbox"/> <input type="checkbox"/>	
13. a. Does any portion of the site of the proposed action, or lands adjoining the proposed action, contain wetlands or other waterbodies regulated by a federal, state or local agency? b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody? If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: _____ _____ _____	NO <input type="checkbox"/> <input type="checkbox"/>	YES <input type="checkbox"/> <input type="checkbox"/>	

14. Identify the typical habitat types that occur on, or are likely to be found on the project site. Check all that apply: <input type="checkbox"/> Shoreline <input type="checkbox"/> Forest Agricultural/grasslands Early mid-successional <input type="checkbox"/> Wetland <input type="checkbox"/> Urban Suburban		
15. Does the site of the proposed action contain any species of animal, or associated habitats, listed by the State or Federal government as threatened or endangered?	NO <input type="checkbox"/>	YES <input type="checkbox"/>
16. Is the project site located in the 100-year flood plan?	NO <input type="checkbox"/>	YES <input type="checkbox"/>
17. Will the proposed action create storm water discharge, either from point or non-point sources? If Yes, a. Will storm water discharges flow to adjacent properties? b. Will storm water discharges be directed to established conveyance systems (runoff and storm drains)? If Yes, briefly describe: _____ _____	NO <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	YES <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
18. Does the proposed action include construction or other activities that would result in the impoundment of water or other liquids (e.g., retention pond, waste lagoon, dam)? If Yes, explain the purpose and size of the impoundment: _____ _____	NO <input type="checkbox"/>	YES <input type="checkbox"/>
19. Has the site of the proposed action or an adjoining property been the location of an active or closed solid waste management facility? If Yes, describe: _____ _____	NO <input type="checkbox"/>	YES <input type="checkbox"/>
20. Has the site of the proposed action or an adjoining property been the subject of remediation (ongoing or completed) for hazardous waste? If Yes, describe: _____ _____	NO <input type="checkbox"/>	YES <input type="checkbox"/>
I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE Applicant/sponsor/name: _____ Date: _____ Signature:  _____ Title: _____		



PREPARED BY
KUCERA
AND ASSOCIATES, INC.
PHOTOGRAMMETRIC CONSULTANTS
UTICA, OHIO
A DIVISION OF
Weiler Associates
HORSEHEADS, NEW YORK

NOTES

THIS MAP WAS PREPARED FOR TAX PURPOSES ONLY
AND IS NOT TO BE REPRODUCED OR USED
FOR SURVEYING OR CONVEYANCING.

MAP CONVERTED TO AUTOCAD DIGITAL FORMAT BY
WEILER ASSOCIATES, INC. IN COOPERATION WITH
MULTIPLY SURVEYS, INC. AUG. 1995

SCALE: 1" = 50'

PHOTOGRAPHY DATED SPRING 1975 MAP DATE 11-23-77
BY **WILLIAM F. WEILER** **WEILER ASSOCIATES**

REVISION TABLE	
DATE	MADE BY / CHANGES OR ADDITIONS
12-24-07	J F K MAP UPDATE

SPECIAL DISTRICTS	
SCHOOL: UTICA SCHOOL DISTRICT	SEWER
FIRE: UTICA FIRE DISTRICT	
WATER:	

LEGEND

PROPERTY LINE
RIGHT OF WAY LINE
CORPORATION LINE
TOWN LINE
COUNTY LINE
STREAM

RAILROAD
ORIGINAL LOT LINE
BLOCK LIMIT
SCHOOL DISTRICT LINE
WATER DISTRICT LINE
FIRE DISTRICT LINE

DENOTES COMMON OWNER
SEWER DISTRICT LINE
GREAT LOT NUMBER
DEED LOT NUMBER
ORIGINAL BLOCK NUMBER
TAX MAP BLOCK NUMBER

TAX MAP PARCEL NUMBER 99 10-1-5
CALCULATED ACRES 9.84(S)
DEED ACRES 9.84
SCALED DIMENSION
DEED DIMENSION 150 (S)
COORDINATE LOCATOR

SHEET INDEX	
318.34	318.08
318.42	318.44
318.50	318.51
318.52	

TAX MAP
CITY OF UTICA
ONEIDA COUNTY
NEW YORK

318.43

Transcript Document No. 8

**Final Authorizing Resolution
Hotel Street Owner LLC Facility**

Date: August 9, 2023

At a meeting of the City of Utica Industrial Development Agency, Utica, New York (the "Agency"), held at One Kennedy Plaza, Utica, New York on August 9, 2023, the following members of the Agency were:

PRESENT:

ALSO PRESENT:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to acquisition of a leasehold interest in, partial demolition, rehabilitation, renovation and equipping of a certain industrial development facility more particularly described below (Hotel Street Owner LLC Facility) and the leasing of the facility to Hotel Street Owner LLC.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE THE LEASE AGREEMENT, LEASEBACK AGREEMENT, PILOT AGREEMENT, ENVIRONMENTAL COMPLIANCE AND INDEMNIFICATION AGREEMENT, MORTGAGE, ASSIGNMENT AND RELATED DOCUMENTS WITH RESPECT TO THE HOTEL STREET OWNER LLC FACILITY LOCATED AT 119 – 137 HOTEL STREET IN THE CITY OF UTICA, ONEIDA COUNTY.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 710 of the Laws of 1981 of the State of New York (collectively, the “Act”), the Agency was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, Hotel Street Owner LLC, on behalf of itself and/or the principals of Hotel Street Owner LLC, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “Company”) has applied to the City of Utica Industrial Development Agency (the “Agency”) to enter into a transaction in which the Agency will assist in the acquisition, partial demolition, historic rehabilitation and renovation of three connected, vacant and blighted historic industrial buildings measuring 70,000± square feet in the aggregate into a mixed-use building with 72 market rate residential units and 3,988± square feet of retail/commercial space with on-site parking and common area amenities (collectively, the “Improvements”) situated on seven (7) parcels of land measuring 0.768± acres in the aggregate located at 119 – 137 Hotel Street, City of Utica, Oneida County, New York (the “Land”), and the acquisition and installation of equipment in the Improvements (the “Equipment”), all for the adaptive reuse of the Improvements to lease to commercial and/or retail and/or residential tenants in furtherance of the Downtown Revitalization Initiative, the Oneida County Vision2020 initiative and the City of Utica Housing Study, and to enhance economic development and retain employment in downtown Utica (the Land, the Improvements and the Equipment referred to collectively as the “Facility” and the partial demolition, renovation, historic rehabilitation and equipping of the Facility referred to collectively as the “Project”); and

WHEREAS, the Company has agreed to lease the Facility to the Agency pursuant to a Lease Agreement (the “Lease Agreement”) between the Agency and the Company; and

WHEREAS, the Agency has agreed to lease the Facility back to the Company pursuant to a Leaseback Agreement between the Agency and the Company (the “Leaseback Agreement”) for its operation; and

WHEREAS, the Company will further sublease portions of the Facility to residential tenants, to be identified from time to time (the “Residential Sublessees”); and

WHEREAS, the Company will further sublease portions of the Facility to commercial and/or retail tenants, to be identified (the “Commercial Sublessees” and together with the Residential Sublessees, the “Sublessees”); and

WHEREAS, NBT Bank, National Association (the “Bank”) intends to finance a portion of the costs of the Facility by way of a loan to the Company in the maximum principal amount of \$15,000,000.00 to be secured by (a) a Building Loan and Project Loan Mortgage, Assignment of Rents, Security Agreement and Fixture Filing (the “Mortgage”) from the Agency and the Company to the Bank; and (b) an Assignment of Leases and Rents (the “Assignment”) from the Agency and the Company to the Bank; and

WHEREAS, the Company submitted to the Agency a “Limited Scope Market Study Proposed Redevelopment 121 Hotel Street, Utica, New York” prepared by Newmark Valuation and Advisory dated February 22, 2023 (the “Market Study”) that supports: (i) the Project will help to fill the need for housing identified in the study entitled, *Oneida County Vision 2020 – Path Toward Prosperity Initiative* and the Utica Housing Study dated June 2022 by providing modern residential units in downtown Utica at a price that is affordable to middle income professionals; (ii) the Project will increase the density and residential stock in downtown Utica; (iii) the Project will provide housing options for residents of downtown Utica as well as individuals looking to relocate to downtown Utica; (iv) by redeveloping and stabilizing the existing buildings (which are historic, distressed, vacant and underutilized), the Project is in furtherance of the Downtown Revitalization Initiative and is consistent with the Master Plan for the City of Utica; and (v) the Project will support and complement current and future development projects, including the Mohawk Valley Health Services downtown campus, the Nexus Center and the Wolfsped facility; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in the form of:

- Exemptions from sales and use taxes on materials and equipment purchased in connection with the Project, the value of which is estimated at \$787,980; and
- Exemptions from mortgage recording taxes, the value of which is estimated at \$109,268; and

- Abatement of real property taxes for a period of twelve years, the value of which is estimated at \$621,391, during which time the Company will make the following payments:

Yr 1	no taxes
Yr 2 – Yr 8	100% of taxes on base assessment*
Yr 9	100% of taxes on base assessed value + 20% of taxes on increase between base and final assessments **
Yr 10	100% of taxes on base assessed value + 40% of taxes on increase between base and final assessments
Yr 11	100% of taxes on base assessed value + 60% of taxes on increase between base and final assessments
Yr 12	100% of taxes on base assessed value + 80% of taxes on increase between base and final assessments
Yr 13	Full taxes based on final assessment

* Base assessed value is equal to the assessed value as determined by City Assessor on March 1, 2023

** Final assessed value is equal to assessed value upon completion of Project as determined by City Assessor

which financial assistance represents a deviation from the Agency's Uniform Tax Exemption Policy (the "Policy"), to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein; and

WHEREAS, the Agency is contemplating deviating from Policy for the following reasons:

- ✓ The nature of the proposed Facility – **The mixed-use nature of the Facility will provide necessary amenities, is in furtherance of the Downtown Revitalization Initiative and is consistent with the Master Plan for the City of Utica. The Facility will also fill a demand for housing identified in the Vision2020 initiative and the City of Utica Housing Study.**
- ✓ The nature of the Facility before the project begins -- **The existing buildings are historic, distressed, vacant and underutilized.**
- ✓ The economic condition of the area at the time of the application – **the Facility is located in an area that has been designated an economic development zone pursuant to Article 18-B of the General Municipal Law, and is therefore located in a "highly distressed area" (as defined in Section 854(18) of the New York General Municipal Law) because the**

Facility is located in a former Empire Development Zone as described in Article 18-B of the General Municipal Law

- ✓ The impact of the proposed Facility on existing and proposed businesses and economic development projects in the vicinity – **redeveloping and stabilizing the Facility will help to revitalize downtown Utica and will support and complement new and future projects, including the Mohawk Valley Health Services downtown campus, the Nexus Center and the Wolfsped facility.**
- ✓ The extent to which the Facility will retain and increase permanent, private sector jobs
- ✓ The extent to which the proposed project will provide additional sources of revenue for municipalities and school districts in which the project is located – **as the building has been vacant and underutilized for several years, private development and ownership will be a boost to the local taxing jurisdictions by providing for additional real property tax revenues through a higher assessed value.**

WHEREAS, the Agency by resolution duly adopted on June 7, 2023 (the “Resolution”) decided to proceed under the provisions of the Act to lease the Facility and directed that a public hearing be held so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency, or the location or nature of the Facility, could be heard; and

WHEREAS, on June 20, 2023 the Agency mailed notices to all affected taxing jurisdictions describing the Financial Assistance and the Agency’s reasons for deviating from its Policy, and also providing the date and time of the public hearing and this meeting so that each may have the opportunity to comment on the proposed Financial Assistance; and

WHEREAS, the Agency has reviewed the minutes of the public hearing conducted on July 6, 2023 and all comments submitted in connection thereto; and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities which may arise in connection with the transaction contemplated by the lease of the land and the transfer of a leasehold interest in the Facility.

NOW, THEREFORE, BE IT RESOLVED by the City of Utica Industrial Development Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(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 Facility constitutes a “project”, as such term is defined in the Act; and

(c) The acquisition, partial demolition, rehabilitation, renovation and equipping of the Facility, the financing of the Facility, the leasing of the Facility to the Company and the subleasing of the Facility to the Sublessees will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of the City of Utica and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The acquisition, rehabilitation, renovation and equipping of the Facility is reasonably necessary to induce the Company to maintain and expand its business operation in the State of New York; and

(e) Based upon representations made by the Company and based upon the Market Study, the Facility will promote employment opportunities and prevent economic deterioration in the area served by the Agency; and

(f) Based upon representations of the Company and the Company's Counsel, the Facility conforms with the local zoning laws and planning regulations of the City of Utica and all regional and local land use plans for the area in which the Facility is located; and

(g) It is desirable and in the public interest for the Agency to acquire a leasehold interest in the Facility and lease the Facility to the Company; and

(h) The SEQRA findings adopted by the Agency on August 9, 2023 encompassed the actions to be undertaken by this resolution and no changes have been made since that time to the proposed action that would create new or increased adverse environmental impacts; and

(i) The Lease Agreement, in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Company conveys to the Agency a leasehold interest in the Facility; and

(j) the Leaseback Agreement, in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Agency leases the Facility back to the Company; and

(k) the Payment-In-Lieu-of-Tax Agreement by and between the Agency and the Company (the "PILOT Agreement"), in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Agency and the Company set forth the terms and conditions of their Agreement regarding the Company's payments in lieu of real property taxes; and

(l) The Environmental Compliance and Indemnification Agreement (the "Environmental Compliance and Indemnification Agreement") by and between the Agency and the Company, in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Company agrees to comply with all Environmental Laws (as defined therein) applicable to the Facility and will indemnify and hold harmless the Agency for all liability under all such Environmental Laws; and

(m) The Mortgage, in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Agency and the Company mortgage to the Bank their respective interests in the Facility; and

(n) The Assignment, in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Agency and the Company assign to the Bank its respective interests in the leases and rents.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) acquire a leasehold interest in the Facility from the Company pursuant to the Lease Agreement; (ii) execute, deliver and perform the Lease Agreement; (iii) lease the Facility back to the Company pursuant to the Leaseback Agreement, (iv) execute, deliver and perform the Leaseback Agreement, (v) execute, deliver and perform the PILOT Agreement, (vi) execute, deliver and perform the Environmental Compliance and Indemnification Agreement, (vii) grant a security interest in the Facility to the Lender pursuant to the Mortgage and the Assignment, (viii) execute, deliver and perform the Mortgage and the Assignment; and (ix) deviate from its Policy and authorize the Financial Assistance.

Section 3. The Agency is hereby authorized to accept a leasehold interest in the real property described in Exhibit A to the Lease Agreement and the personal property described in Exhibit B to the Lease Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 4. The form and substance of the Lease Agreement, the Leaseback Agreement, the PILOT Agreement, the Environmental Compliance and Indemnification Agreement, the Mortgage and the Assignment (each in substantially the forms presented to the Agency and which, prior to the execution and delivery thereof, may be redated) are hereby approved.

Section 5.

(a) The Chairman, Vice Chairman, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Lease Agreement, the Leaseback Agreement, the PILOT Agreement, the Environmental Compliance and Indemnification Agreement, the Mortgage, and the Assignment, in form satisfactory to the Chairman and Agency Counsel, with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Secretary or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "Closing Documents"). The execution thereof by the Chairman, Vice Chairman, or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Vice Chairman, Secretary or member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Leaseback Agreement).

Section 6. 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 or provided for by the provisions of the Closing Documents, and to execute and deliver all such additional certificates, instruments and documents, 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 to cause compliance by the Agency with all of the terms, covenants and provisions of the Closing Documents binding upon the Agency.

Section 7. This resolution shall take effect immediately.

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

I, the undersigned Assistant Secretary of the City of Utica Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the City of Utica Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on August 9, 2023 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 such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the Lease Agreement, the Leaseback Agreement, the PILOT Agreement, the Environmental Compliance and Indemnification Agreement, the Mortgage and the Assignment contained in this transcript of proceedings are each in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of August __, 2023.

CITY OF UTICA INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Jack Spaeth, Assistant Secretary

Transcript Document No. 8

**Final Authorizing Resolution
Lahinch Utica III LLC (Mayro) Facility**

Date: August 9, 2023

At a meeting of the City of Utica Industrial Development Agency, Utica, New York (the “Agency”), held at One Kennedy Plaza, Utica, New York on August 9, 2023, the following members of the Agency were:

PRESENT:

ALSO PRESENT:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to acquisition of a leasehold interest in, partial demolition, rehabilitation, renovation and equipping of a certain industrial development facility more particularly described below (Lahinch Utica III LLC – Facility) and the leasing of the facility to Lahinch Utica III LLC.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE THE LEASE AGREEMENT, LEASEBACK AGREEMENT, PILOT AGREEMENT, ENVIRONMENTAL COMPLIANCE AND INDEMNIFICATION AGREEMENT, MORTGAGE, ASSIGNMENT AND RELATED DOCUMENTS WITH RESPECT TO THE LAHINCH UTICA III LLC (MAYRO) FACILITY LOCATED AT 239 GENESEE STREET IN THE CITY OF UTICA, ONEIDA COUNTY.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 710 of the Laws of 1981 of the State of New York (collectively, the "Act"), the Agency was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, Lahinch Utica III LLC, on behalf of itself and/or the principals of Lahinch Utica III LLC, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the City of Utica Industrial Development Agency (the "Agency") to enter into a transaction in which the Agency will assist in the acquisition, partial demolition, historic rehabilitation and renovation of a six-story historic commercial building measuring 70,150± square feet commonly known as the "Mayro Building" into a mixed-use building with 48 market rate residential units with common area amenities and 17,800± square feet of retail/commercial space (collectively, the "Improvements") situated on a parcel of land measuring 0.909± acres located at 239 Genesee Street, City of Utica, Oneida County, New York (the "Land"), and the acquisition and installation of equipment in the Improvements (the "Equipment"), all for the adaptive reuse of the Improvements to lease to commercial and/or retail and/or residential tenants in furtherance of the Downtown Revitalization Initiative, the Oneida County Vision2020 initiative and the City of Utica Housing Study, and to enhance economic development and retain employment in downtown Utica (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the partial demolition, renovation, historic rehabilitation and equipping of the Facility referred to collectively as the "Project"); and

WHEREAS, the Company has agreed to lease the Facility to the Agency pursuant to a Lease Agreement (the "Lease Agreement") between the Agency and the Company; and

WHEREAS, the Agency has agreed to lease the Facility back to the Company pursuant to a Leaseback Agreement between the Agency and the Company (the "Leaseback Agreement") for its operation; and

WHEREAS, the Company will further sublease portions of the Facility to residential tenants, to be identified from time to time (the “Residential Sublessees”); and

WHEREAS, the Company will further sublease portions of the Facility to commercial and/or retail tenants, to be identified (the “Commercial Sublessees” and together with the Residential Sublessees, the “Sublessees”); and

WHEREAS, NBT Bank, National Association (the “Bank”) intends to finance a portion of the costs of the Facility by way of a loan to the Company in the maximum principal amount of \$11,308,113.00 to be secured by (a) a Building Loan and Project Loan Mortgage, Assignment of Rents, Security Agreement and Fixture Filing (the “Mortgage”) from the Agency and the Company to the Bank; and (b) an Assignment of Leases and Rents (the “Assignment”) from the Agency and the Company to the Bank; and

WHEREAS, the Company has submitted to the Agency a “Limited Scope Market Study Proposed Redevelopment Mayro Building, 239 Genesee Street, Utica, New York” prepared by Newmark Valuation and Advisory dated February 21, 2023 (the “Market Study”) that supports: (i) the Project will help to fill the need for housing identified in the study entitled, *Oneida County Vision 2020 – Path Toward Prosperity Initiative* and the Utica Housing Study dated June 2022 by providing modern residential units in downtown Utica at a price that is affordable to middle income professionals; (ii) the Project will increase the density and residential stock in downtown Utica; (iii) the Project will provide housing options for residents of downtown Utica as well as individuals looking to relocate to downtown Utica; (iv) by redeveloping and stabilizing the existing buildings (which are historic, distressed and underutilized), the Project is in furtherance of the Downtown Revitalization Initiative and is consistent with the Master Plan for the City of Utica; and (v) the Project will support and complement current and future development projects, including the Mohawk Valley Health Services downtown campus, the Nexus Center and the Wolfsped facility; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in the form of:

- Exemptions from sales and use taxes on materials and equipment purchased in connection with the Project, the value of which is estimated at \$788,741; and
- Exemptions from mortgage recording taxes, the value of which is estimated at \$84,811; and

- Abatement of real property taxes for a period of twelve years, the value of which is estimated at \$634,338, during which time the Company will make the following payments:

Yr 1	no taxes
Yr 2 – Yr 8	100% of taxes on base assessment*
Yr 9	100% of taxes on base assessed value + 20% of taxes on increase between base and final assessments **
Yr 10	100% of taxes on base assessed value + 40% of taxes on increase between base and final assessments
Yr 11	100% of taxes on base assessed value + 60% of taxes on increase between base and final assessments
Yr 12	100% of taxes on base assessed value + 80% of taxes on increase between base and final assessments
Yr 13	Full taxes based on final assessment

* Base assessed value is equal to the assessed value as determined by City Assessor on March 1, 2023

** Final assessed value is equal to assessed value upon completion of Project as determined by City Assessor

which financial assistance represents a deviation from the Agency's Uniform Tax Exemption Policy (the "Policy"), to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein; and

WHEREAS, the Agency is contemplating deviating from Policy for the following reasons:

- ✓ The nature of the proposed Facility – **The mixed-use nature of the Facility will provide necessary amenities, is in furtherance of the Downtown Revitalization Initiative and is consistent with the Master Plan for the City of Utica. The Facility will also fill a demand for housing identified in the Vision2020 initiative and the City of Utica Housing Study.**
- ✓ The nature of the Facility before the project begins -- **The Mayro Building is an historic building that is underutilized and in need of rehabilitation.**

- ✓ The economic condition of the area at the time of the application – **the Facility is located in an area that has been designated an economic development zone pursuant to Article 18-B of the General Municipal Law, and is therefore located in a "highly distressed area" (as defined in Section 854(18) of the New York General Municipal Law) because the Facility is located in a former Empire Development Zone as described in Article 18-B of the General Municipal Law**
- ✓ The impact of the proposed Facility on existing and proposed businesses and economic development projects in the vicinity – **redeveloping and stabilizing the Facility will help to revitalize downtown Utica and will support and complement new and future projects, including the Mohawk Valley Health Services downtown campus, the Nexus Center and the Wolfsped facility.**
- ✓ The extent to which the Facility will retain and increase permanent, private sector jobs
- ✓ The extent to which the proposed project will provide additional sources of revenue for municipalities and school districts in which the project is located – **as the building has been underutilized for several years, private development and ownership will be a boost to the local taxing jurisdictions by providing for additional real property tax revenues through a higher assessed value.**

WHEREAS, the Agency by resolution duly adopted on June 7, 2023 (the "Resolution") decided to proceed under the provisions of the Act to lease the Facility and directed that a public hearing be held so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency, or the location or nature of the Facility, could be heard; and

WHEREAS, on June 20, 2023 the Agency mailed notices to all affected taxing jurisdictions describing the Financial Assistance and the Agency's reasons for deviating from its Policy, and also providing the date and time of the public hearing and this meeting so that each may have the opportunity to comment on the proposed Financial Assistance; and

WHEREAS, the Agency has reviewed the minutes of the public hearing conducted on July 6, 2023 and all comments submitted in connection thereto; and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities which may arise in

connection with the transaction contemplated by the lease of the land and the transfer of a leasehold interest in the Facility.

NOW, THEREFORE, BE IT RESOLVED by the City of Utica Industrial Development Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby finds and determines:

(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 Facility constitutes a “project”, as such term is defined in the Act; and

(c) The acquisition, partial demolition, rehabilitation, renovation and equipping of the Facility, the financing of the Facility, the leasing of the Facility to the Company and the subleasing of the Facility to the Sublessees will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of the City of Utica and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The acquisition, rehabilitation, renovation and equipping of the Facility is reasonably necessary to induce the Company to maintain and expand its business operation in the State of New York; and

(e) Based upon representations made by the Company and based upon the Market Study, the Facility will promote employment opportunities and prevent economic deterioration in the area served by the Agency; and

(f) Based upon representations of the Company and the Company's Counsel, the Facility conforms with the local zoning laws and planning regulations of the City of Utica and all regional and local land use plans for the area in which the Facility is located; and

(g) It is desirable and in the public interest for the Agency to acquire a leasehold interest in the Facility and lease the Facility to the Company; and

(h) The SEQRA findings adopted by the Agency on June 7, 2023 encompassed the actions to be undertaken by this resolution and no changes have been made since that time to the proposed action that would create new or increased adverse environmental impacts; and

(i) The Lease Agreement, in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Company conveys to the Agency a leasehold interest in the Facility; and

(j) the Leaseback Agreement, in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Agency leases the Facility back to the Company; and

(k) the Payment-In-Lieu-of-Tax Agreement by and between the Agency and the Company (the "PILOT Agreement"), in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Agency and the Company set forth the terms and conditions of their Agreement regarding the Company's payments in lieu of real property taxes; and

(l) The Environmental Compliance and Indemnification Agreement (the "Environmental Compliance and Indemnification Agreement") by and between the Agency and the Company, in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Company agrees to comply with all Environmental Laws (as defined therein) applicable to the Facility and will indemnify and hold harmless the Agency for all liability under all such Environmental Laws; and

(m) The Mortgage, in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Agency and the Company mortgage to the Bank their respective interests in the Facility; and

(n) The Assignment, in form satisfactory to the Chairman and Agency Counsel, will be an effective instrument whereby the Agency and the Company assign to the Bank its respective interests in the leases and rents.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) acquire a leasehold interest in the Facility from the Company pursuant to the Lease Agreement; (ii) execute, deliver and perform the Lease Agreement; (iii) lease the Facility back to the Company pursuant to the Leaseback Agreement, (iv) execute, deliver and perform the Leaseback Agreement, (v) execute, deliver and perform the PILOT Agreement, (vi) execute, deliver and perform the Environmental Compliance and Indemnification Agreement, (vii) grant a security interest in the Facility to the Lender pursuant to the Mortgage and the Assignment, (viii) execute, deliver and perform the Mortgage and the Assignment; and (ix) deviate from its Policy and authorize the Financial Assistance.

Section 3. The Agency is hereby authorized to accept a leasehold interest in the real property described in Exhibit A to the Lease Agreement and the personal property described in Exhibit B to the Lease Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 4. The form and substance of the Lease Agreement, the Leaseback Agreement, the PILOT Agreement, the Environmental Compliance and Indemnification Agreement (each in substantially the forms presented to the Agency and which, prior to the execution and delivery thereof, may be redated) are hereby approved. The form and substance of the Mortgage and the Assignment are hereby approved, subject to approval by Agency Counsel and the condition they contain the Agency's standard provisions.

Section 5.

(a) The Chairman, Vice Chairman, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Lease Agreement, the Leaseback Agreement, the PILOT Agreement, the Environmental Compliance and Indemnification Agreement, the Mortgage, and the Assignment, in form satisfactory to the Chairman and Agency Counsel, with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Secretary or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "Closing Documents"). The execution thereof by the Chairman, Vice Chairman, or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Vice Chairman, Secretary or member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Leaseback Agreement).

Section 6. 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 or provided for by the provisions of the Closing Documents, and to execute and deliver all such additional certificates, instruments and documents, 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 to

cause compliance by the Agency with all of the terms, covenants and provisions of the Closing Documents binding upon the Agency.

Section 7. This resolution shall take effect immediately.

DRAFT

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

I, the undersigned Assistant Secretary of the City of Utica Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the City of Utica Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on August 9, 2023 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 such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the Lease Agreement, the Leaseback Agreement, the PILOT Agreement, the Environmental Compliance and Indemnification Agreement, the Mortgage and the Assignment contained in this transcript of proceedings are each in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of August __, 2023.

CITY OF UTICA INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Jack Spaeth, Assistant Secretary