

**Authorizing Resolution
RCBRC Environmental Easement
(Complex 4)**

Date: August 19, 2022

At a meeting of the Oneida County Industrial Development Agency (the "Agency") held at 584 Phoenix Drive, Rome, New York on the 19th day of August, the following members of the Agency were:

Members Present: David Grow, Michael Fitzgerald; Ferris Betrus, Steve Zogby.

Members Present Virtually: Gene Quadraro

EDGE Staff Present: Bill Van Shufflin, Tim Fitzgerald, Laura Cohen; Shawna Papale, Maureen Carney, Mark Kaucher, and Hannah Phillips.

Other Attendees: Rome Mayor Jackie Izzo; Paul Goldman, Esq., Goldman Attorneys, PLLC (WebEx); Linda Romano (WebEx) and Laura Ruberto, Bond, Schoeneck & King; Mark Levitt (WebEx) and Jenna Peppenelli, Levitt & Gordon; Jef Saunders, Saunders-Kahler; Greg Evans, The Indium Corporation of America; Jolene Cleaver, The Daily Sentinel (call-in)

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 a certain Environmental Easement (RCBRC Complex 4 Facility).

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

Voting Aye

Voting Nay

David Grow
Michael Fitzgerald
Ferris Betrus
Steve Zogby

(Gene Quadraro exited the meeting before the vote)

OCIDA RESOLUTIONS

WHEREAS, in 2008 the Oneida County Industrial Development Agency ("OCIDA"), acquired a 49.651± parcel of real property from the Rome Cable Corporation Bankruptcy Trustee (the "Rome Cable Complex 4 Property"); and

WHEREAS, OCIDA leases the Rome Cable Complex 4 Property to Rome Community Brownfield Restoration Corporation ("RCBRC") pursuant to a lease agreement dated as of July ____, 2008 (the "Lease Agreement"), as said Lease Agreement has been amended and/or restated; and

WHEREAS, RCBRC is undertaking a project to redevelop portions of the Rome Cable 4 Complex Property for industrial and/or commercial uses (the "Redevelopment Project"); and

WHEREAS, in order to proceed with the Redevelopment Project, it is necessary for OCIDA and RCBRC to grant an environmental easement (the "Environmental Easement") to the NYS Department of Environmental Conservation ("NYSDEC"); and

WHEREAS, on January 21, 2022 OCIDA adopted a resolution authorizing the execution and delivery of an Environmental Easement covering a 21.451± acre portion of the Rome Cable Complex 4 Property (the "Controlled Property"); and

WHEREAS, during negotiations with NYSDEC regarding the form of the Environmental Easement the parties agreed that the Environmental Easement should cover the entire Rome Cable Complex 4 Property to properly close out remediation of and confer protections upon OCIDA and its successors in title for the Rome Cable Complex 4 Property; and

WHEREAS, OCIDA wishes to supplement the January 21, 2022 resolution to confirm that the Environmental Easement shall encompass the entirety of the Rome Cable Complex 4 Property, rather than just the Controlled Property.

NOW, THEREFORE, be it

RESOLVED, that OCIDA join with RCBRC to execute and deliver to NYSDEC the Environmental Easement, which Environmental Easement shall be in substantially the same form approved on January 21, 2022 (with the final form thereof being subject to the approval of OCIDA's legal counsel and the metes and bounds legal description of the Rome Cable Complex 4 Property being inserted therein as **Schedule A**); and be it further

RESOLVED, that any one of the Chairman, the Vice Chairman, and the other officers of OCIDA, acting singly, is hereby authorized and empowered to execute the Environmental Easement, the accompanying Form TP-584, and such other instruments and/or documents, and take such other action, as may be necessary or desirable (and which has been approved by OCIDA's legal counsel) in order to carry out and effect the transaction hereinabove authorized.

