

Anthony J. Picente Jr.
County Executive

Shawna M. Papale
Secretary/ Treasurer/
Executive Director

Timothy Fitzgerald
Assistant Secretary

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

OCIDA



584 Phoenix Drive
Rome, New York 13441-4105
(315) 338-0393, fax (315) 338-5694

Stephen R. Zogby
Chairman

David C. Grow
Vice Chairman

Franca Armstrong
James J. Genovese, II

Aricca R. Lewis
Kristen H. Martin
Tim R. Reed

To: Oneida County Industrial Development Agency Board of Directors
From: Shawna M. Papale
Date: June 27, 2024
RE: OCIDA Meeting Agenda

The Oneida County Industrial Development Agency shall meet at **8:00 AM Thursday, June 27, 2024.**

Members of the public may listen to the Agency meeting by calling +1-408-418-9388, Access code: 2633 334 7913 or attend in person. The Minutes of the Agency meeting will transcribed and posted on the OCIDA website.

1. Executive Session
2. Approve minutes – May 17, 2024
3. Financial Review
4. Consider a resolution appointing a Treasurer.
5. Consider a supplemental inducement resolution relating to the **West Dacks II, LLC** (Lodging Kit Company, Inc.) Facility, accepting an amendment to the Application for Financial Assistance, amending the value of sales tax exemption (prior estimate \$76,431.00, new estimate \$102,454.00), making certain findings relating to the Facility, and authorizing the Agency to conduct a public hearing.
6. Consider a SEQR resolution relating to the **West Dacks II, LLC** (Lodging Kit Company, Inc.) Facility. The Village of Boonville served as lead agency for the SEQR review, and the Agency wishes to concur with the findings of the lead agency.
7. Consider a resolution relating to the financing of the **Collins Solar, LLC Facility**, authorizing mortgage recording tax exemption (valued at \$21,750.00) and approving the form and execution of related documents, subject to counsel review.
8. Consider a resolution relating to the financing of the **SG Oneida PV, LLC Facility**, authorizing mortgage recording tax exemption (valued at \$21,750.00) and approving the form and execution of related documents, subject to counsel review.

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9. Consider a resolution relating to the **Kris-Tech Wire Company, Inc. Facility**, authorizing an increase in the value of sales tax exemption (from \$420,000 to \$487,500, an increase of \$67,500), extending the time of the agency appointment through July 30, 2024, and approving the form and execution of related documents, subject to counsel review.

10. Consider a resolution relating to the financing of the **EDGE Flex Space Facility**, approving EDGE Project Related Debt in an amount not to exceed \$8,400,000.00, extending the mortgage recording tax exemption previously authorized by the Agency to the transaction (value not to exceed \$66,060.00) and authorizing the form and execution of related documents, containing the Agency's customary provisions and subject to counsel review. EDGE is securing funding from Community Bank and UIDC to finance certain EDGE Project Related Debt in furtherance of the Flex Space Facility; under the terms of the Marcy Nanocenter Allocation Agreement, the Agency must consent to any Project Related Debt before it is incurred by EDGE. EDGE is requesting the Agency enter into certain loan documents to mortgage its leasehold interest in the Facility and to confer the previously authorized tax exemption to the recording of the mortgage.

11. Annual Job Review (continued)

12. Old Business

Next meeting date: **Friday, July 19, 2024 at 8:00 AM at 584 Phoenix Drive, Rome, NY**

**Minutes of the Meeting of the
Oneida County Industrial Development Agency**

May 17, 2024

584 Phoenix Drive, Rome, NY /Webex Video/Teleconference

Members Present: Steve Zogby, David Grow, James Genovese, Kristen Martin, Tim Reed, Franca Armstrong.

EDGE Staff Present: Shawna Papale, Tim Fitzgerald, Marc Barraco, Laura Cohen.

EDGE Staff Present Virtually: Maureen Carney

Others Present: Jenna Peppenelli and Mark Levitt, Levitt & Gordon; Linda Romano, Bond, Schoeneck & King.

Others Present Webex: Laura Ruberto, Bond, Schoeneck & King; Paul Goldman, Goldman Attorneys PLLC.

S. Zogby called the meeting to order at 8:00 AM.

Executive Session

At 8:01 AM T. Reed moved, and K. Martin seconded a motion to enter executive session to discuss potential contracts. Motion carried 6-0.

At 8:28 AM F. Armstrong moved, and K. Martin seconded, a motion to exit executive session. Motion carried, 6-0.

A brief discussion ensued about current and future housing needs in Oneida County and how that will impact potential revisions to the Agency's housing policy.

Minutes – April 26, 2024

K. Martin moved to approve the March 26, 2024 minutes. J. Genovese seconded the motion, which carried 6-0.

Interim Financials

M. Carney presented the April 30, 2024 interim financial statement. She noted that net assets are down by approximately \$100K. No projects were closed in April. There are five projects from which commitment fees have been received, but projects have not yet closed. Operating expenses have been normal. Restricted cash is made up of the PILOT holdings related to the Indium (Hartford) PILOT & the Sovena PILOT; the Sovena PILOT payments will be disbursed in May. **The Agency received and accepted the interim financials as presented, subject to audit.**

Marcy Tech Barn, LLC – Inducement Resolution

S. Zogby notified the members that the Marcy Tech Barn, LLC application has been tabled at the request of the developer.

Baggs Square Partners LLC – Extension of Mortgage

S. Zogby introduced a resolution relating to the extension of a mortgage relating to the Baggs Square Partners LLC facility, approving the form and execution of related documents, subject to counsel review. The Company is not requesting any financial assistance be extended to the refinancing. **T. Reed moved to approve the resolution relating to the extension of a mortgage relating to the Baggs Square Partners LLC facility, approving the form and execution of related documents, subject to counsel review. K. Martin seconded the motion, which carried 6-0.**

Mohawk Valley EDGE/FAST NY Program – Bank Account

S. Zogby introduced a resolution authorizing the Agency to establish a bank account for the Mohawk Valley EDGE/FAST NY Program, and approving the form and execution of related documents, subject to counsel review. As the project sponsor for the funding program, the Agency is required to establish the account. T. Fitzgerald provided the members a brief explanation of the FAST NY grant program and the process in which the Marcy Nanocenter improvements and reimbursement process will work. M. Carney explained the difference between an imprest account versus the normal Empire State Development reimbursement process, and the benefits to cash flow. **D. Grow moved to approve the resolution authorizing the Agency to establish a bank account for the Mohawk Valley EDGE/FAST NY Program, and**

approving the form and execution of related documents, subject to counsel review. K. Martin seconded the motion, which carried 6-0.

All Seasonings Ingredients, Inc. – Final Authorizing Resolution

S. Zogby introduced final authorizing resolution relating to the All Seasonings Ingredients, Inc. Facility, authorizing financial assistance in the form of exemptions from sales tax (valued at \$70,153) and reduction of real property taxes for a period of ten years (valued at \$484,704), which financial assistance is consistent with the Agency’s Uniform Tax Exemption Policy and approving the form and execution of related documents, subject to counsel review. The Agency conducted a public hearing on May 9, 2024. **D. Grow moved to approve the final authorizing relating to the All Seasonings Ingredients, Inc. Facility, authorizing financial assistance in the form of exemptions from sales tax (valued at \$70,153) and reduction of real property taxes for a period of ten years (valued at \$484,704), which financial assistance is consistent with the Agency’s Uniform Tax Exemption Policy and approving the form and execution of related documents, subject to counsel review. F. Armstrong seconded the motion, which carried 6-0.**

2023 Job Review

A discussion ensued regarding the businesses that were deficient in their 2023 job reporting numbers. T. Fitzgerald pointed out that housing projects must be reviewed annually compared to initial project scoring. Clawback cannot occur on housing projects solely due to job deficiencies. Vicks and Universal Photonics were the businesses identified as ongoing concerns. These businesses will be given notice affording them the opportunity to discuss their situation and intended mitigation. S. Papale explained that Universal Photonics could benefit from a potential Empire State Development initiative called the Small Business Opportunity Program, which will target businesses in the semiconductor and advanced electronics supply chain.

Other Business

S. Papale introduced new EDGE employee Marc Barraco, who will be replacing Bill Van Shufflin when he retires at the end of May. Due to Marc’s past employment with NYSEG/RGE, a brief discussion ensued about energy policy in New York State and how IDAs can impact and implement change.

Adjournment

With no further business, S. Zogby asked for a motion to adjourn. **At 9:06 AM J. Genovese moved, and K. Martin seconded a motion to adjourn. Motion carried, 6-0.**

Respectfully Submitted,
Tim Fitzgerald

Oneida County Industrial Development Agency
Notes to the Financial Statements
May 31, 2024

Balance Sheet:

1. Cash & cash equivalents has increased primarily due to the maturity of investments; likewise, investment have decreased; overall this is a net decrease of approximately \$54K; this is primarily due to the decrease in net assets
2. The balance in restricted cash is made up of the PILOT holdings related to the Indium (Hartford) PILOT
3. The \$1,000 commitment fees collected from the following for projects that have not closed as of May 31:
 1. Central Utica Building (received November 2021)
 2. Solitude Solar, LLC (received February 2022)
 3. BW Solar-NY CDG Oneida 2 (received September 2023)
 4. Lodging Kit Company (received February 2024)
 5. All Seasonings (received March 2024)
 6. Park Grove, LLC (received May 2024)
 7. National Building & Restoration Corporation (Received May 2024)
4. Fund balance decreased by 19% over the last 12 months

Budget Comparison Report (Income Statement):

1. Project closings and application fees received in as of 5/31/24 are as follows:

1/5/2024	Above Grid LLC	Admin & Commitment Fee	57,068.00
1/16/2024	Collins Solar	Admin & Commitment Fee	38,841.00
2/2/2024	Kris Tech Wire Company	Project Extension Fee	500.00
2/16/2024	Lodging Kit Company	Application Fee	500.00
3/19/2024	All Seasonings	Application Fee	500.00
5/6/2024	Park Grove, LLC	Application Fee	500.00
5/15/2024	National Building & Restoration Corp	Application Fee	500.00
Total as of 5/31/24			<u>98,409.00</u>

Expenses are in line with the budget

Other Significant Items to Note:

1. All of the payments have now been received by Indium for the last year of the Hartford PILOT; the Agency has received the debt service bill from the Town of New Hartford and the funds were distributed in June; the Agency will no longer collect PILOT payments related to the Hartford/Indium PILOT
2. Per the PILOT terms, Wolfsped is billed quarterly each year; the Q2 payment was received in late May and disbursed to the jurisdictions and EDGE in accordance with the PILOT Allocation agreement in June
3. Per the PILOT terms, Sovena was billed for the County portion of the PILOT and funds have been received and were disbursed in accordance with the PILOT in May; the 1st half of the City payment was billed and was received in June and also disbursed in accordance with the PILOT agreement in June
4. The Family Dollar PILOT was billed in and received in June and also disbursed in accordance with the PILOT agreement also in June
5. The Orgill PILOT was billed in and received in June and also disbursed in accordance with the PILOT agreement also in June
6. The Cold Point PILOT was also billed in June and due no later than July 1st. This payment has not been received as of June 20th; staff will follow up with the company to be sure the PILOT payment is received by the due date and will then be disbursed in accordance with the PILOT agreement

**Oneida County Industrial Development Agency
Balance Sheet
May 31, 2024 and 2023**

	Current Year	Prior Year
Assets		
Current Assets		
Cash and Cash Equivalents	417,665	240,959 ¹
Investments	369,158	600,000 ¹
Restricted Cash - PILOT Holdings	196,509	30,253 ²
PILOT Holdings- Payment Received	(196,509)	(30,253) ²
Accounts Receivable	750	12,500
Prepaid Expenses	3,643	26,488
Total Current Assets	791,216	879,948
Fixed Assets		
Furniture/Fixture/Eqpt	6,679	6,679
A/D-Furniture/Fixt/Eqpt	(6,679)	(6,679)
Total Fixed Assets	0	0
Total Assets	791,216	879,948
Liabilities & Net Assets		
Liabilities		
Current Liabilities		
Accounts Payable	3,553	3,619
Accrued Expenses	3,230	3,125
Deferred Revenue	7,000	8,000 ³
Total Current Liabilities	13,783	14,744
Total Liabilities	13,783	14,744
Net Assets		
Fund Balance	377,434	465,204 ⁴
Fund Balance-Board Restricted	400,000	400,000
Total Net Assets	777,434	865,204
Total Liabilities & Net Assets	791,217	879,948

Oneida County Industrial Development Agency
 Budget Comparison Report
 Current Period: 5/1/2024 - 5/31/2024
 Budget Period: 1/1/2024 - 12/31/2024
 With Comparative Periods Ending 5/31/2023 and 5/31/2022

	Current Period Actual	Current Period Budget	Year-to-Date Actual	Year-to-Date Budget	5/31/2023	5/31/2022
Revenue						
Reimbursements	0	0	216	0	0	0
Interest Income	711	1,450	8,380	7,250	986	714
Lease Payments	531	5,292	59,031	26,458	58,250	50,250
PILOT Application / Admin Fees	1,000	22,500	98,409 ¹	112,500	45,498	124,452
Total Revenue	2,242	29,242	166,036	146,209	104,734	175,416
Expenses						
Business Expense	14	103	1,574	312	518	364
Contracted Service-Accounting	646	646	3,230	3,229	3,125	2,917
Contracted Services - Legal	3,370	850	6,770	4,250	4,250	4,200
Legal Services & PILOT Clawback MSP	0	0	0	0	0	0
Contracted Services- Other	355	250	1,776	1,250	846	0
Marketing- Contracted Services	0	792	1,952	3,958	4,330	385
Dues & Subscriptions	0	167	1,250	833	0	1,250
Insurance - General	370	375	1,849	1,875	1,520	1,519
Special ED Projects Contingency	0	2,083	0	10,417	10,415	10,417
Office Supplies & Expense	40	0	200	200	0	0
Seminars & Conferences	0	208	125	1,042	0	0
Service Fees	23,768	23,768	118,842	118,842	115,170	101,250
Total Expenses	28,563	29,242	137,568	146,208	140,174	122,302
Excess or (Deficiency) of Revenue Over Expenses	(26,322)	0	28,468	0	(35,440)	53,114

**Oneida County Industrial Development Agency
Statement of Cash Flows
For the Period Ending May 31, 2024**

Cash Flows From (Used by) Operating Activities

Increase (Decrease) in Net Assets	\$ (87,770)
Adjustments for Noncash Transactions	
Depreciation and Amortization	0
(Increase) Decrease in Assets	
Accounts Receivable	11,750
Accounts Receivable-PILOTs billed	0
Investments	230,842
Prepaid Expenses	22,846
Increase (Decrease) in Liabilities	
Accounts Payable and Accrued Liabilities	39
Deferred Revenue	(1,000)
Net Cash Flows From Operating Activities	<u>176,706</u>

Cash Flows From (Used By) Investing Activities

Capital Expenditures	<u>0</u>
Net Cash From (Used by) Investing Activities	0

Cash Flows From (Used By) Financing Activities

Repayments of Long Term Debt	0
Proceeds from Long Term Debt	<u>0</u>
Net Cash Flows (Used by) Financing Activities	0

Net Increase (Decrease) in Cash and Cash Equivalents	176,706
Cash and Cash Equivalents, Beginning of Period	240,959
Cash and Cash Equivalents, End of Period	<u><u>\$ 417,665</u></u>

**RESOLUTION MAKING APPOINTMENTS AND
ADMINISTRATIVE MATTERS OF THE AGENCY.**

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law (“GML”) of the State of New York (the “State”), as amended, and Chapter 358 of the Laws of 1971 of the State, (hereinafter collectively called the “Act”), the Oneida County Industrial Development Agency was created as a public benefit corporation of the State; and

WHEREAS, under Section 858 of the Act, the Agency has the power to make certain appointments and approve certain administrative matters; and

WHEREAS, County Executive, Anthony Picente, recently having appointed new board members as specified herein below in Section 1 (A) to the Agency.

WHEREAS, the current members of the Agency desire to make certain appointments and approve certain administrative matters;

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

Section 1. The Agency hereby takes the following actions:

- (A) Hereby appoints the following board member to the position of Treasurer of the Agency effective immediately:
1. Aricca R. Lewis- Treasurer

Section 2. The Agency hereby authorizes the Chairman and the Executive Director to take all steps necessary to implement the matters described herein.

Section 4. This Resolution shall take effect immediately.

The question of the adoption of the foregoing resolution was duly put to vote by voice, which was unanimously accepted.

The resolution was thereupon declared duly adopted.

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

I, the undersigned Secretary of Oneida County Industrial Development Agency (the “Agency”), do hereby certify that I have compared the foregoing extract of the minutes of the meetings of the members of the Agency held on June 27, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters 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 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 and affixed the seal of the Agency this _____ day of _____, 20__.

Shawna Papale, Secretary

REQUEST TO AMEND TERMS OF FINANCIAL ASSISTANCE
Board Summary – June 27th, 2024

General Project Information –

Company: West Dacks II, LLC (newly created co. with same principals as West Dacks, LLC)(Lodging Kit Company, Inc-operating tenant)

Description of Project: SEE LAST SENTENCE FOR ADDITIONS

West Dacks is the property management company affiliated with Lodging Kit Company, which is a wholesale supplier of household and linen supplies (as open stock or as a kit) to the commercial lodging industry, as well as government agencies and non-profits throughout the U.S. and abroad. The project entails purchasing the former Ethan Allen property in the Village of Boonville (currently known as Delta Hardwood Flooring). It's approximately a 181,345 Sq Ft structure on 10± acres of land, with another 39± acres of vacant land. Lodging Kit Company will move all their current warehouse operations there and also house their NYS office operation there as well. Their current facility will be sold to another business who plans to use it for service operations. (The current IDA PILOT on the facility will terminate). The plan is to double the size of the building's current 2,300 sq. ft. of office space. A portion of the structure requires a new roof or roof repair (currently being quoted). Project also entails purchasing associated warehouse equipment - forklifts, pallet jacks and additional storage racking. **ADDED: Asbestos removal; updated roof and IT wiring costs; additional equipment and furniture/fixtures.**

Type of Facility: Wholesale/Industrial

Will Project involve the abandonment of a facility? No

Request for Financial Assistance – AMENDED

Sales tax exemption valued at \$ ~~76,431~~ (estimated) - **\$102,454 AMENDED**

PILOT valued at \$ 174,586 (estimated) - **NO CHANGE**

Length of PILOT: 10 years-standard industrial PILOT, consistent with the Agency's UTEP. The standard industrial PILOT will only be applicable to the portion of the facility that West Dacks/Lodging Kit will be occupying and using for its own operations, which is estimated to be 56% of the building square footage. The remainder will be billed at 100% of what full taxes would normally be.

Affected Tax Jurisdictions: Oneida County, Village & Town of Boonville; Adirondack School District

Current real estate taxes or current PILOT on property: \$ 11,000 (estimated)

Company Obligations for Financial Assistance

Current FTEs to be retained by Lodging Kit: 26

FTEs to be created at Facility: 8

Date when created FTEs to be filled: Within three years.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

OCIDA



REQUEST TO AMEND PREVIOUSLY SUBMITTED APPLICATION FOR FINANCIAL ASSISTANCE

Oneida County Industrial Development Agency

584 Phoenix Drive
Rome, New York 13441-1405

(315) 338-0393 telephone
(315) 338-5694 fax

Shawna M. Papale, Executive Director

Please also deliver an electronic copy of all.

All applications must be submitted at least 14 days prior to meeting.

Project Name West Dacks/Lodging Kit Relocation

Applicant Name West Dacks II, LLC

Date of Original Submission 2/2/2024

Date of AMENDED Submission May 31, 2024

Project Number

TBD

Reasons for Project AMENDMENT Request - Please explain in detail how and why you want to AMEND the original project application. Please explain any differences in scope of original application (plans, costs, jobs, time-frame, etc.) Please use additional sheets if more space needed.

New roof quote - initially we used the quote that the previous owner had received. We have since had it re-quoted.

Asbestos Removal - Kascon Environmental surveyed the building and proposed we remove and dispose pipe insulation.

Machinery & Equipment - additional items added that we had previously not thought off and these items are necessary to make us more productive and efficient with the new layout.

- UPS / FEDEX Dimensional Scale
- Dimensional Pallet Scale
- Automated Box Maker
- Dehumidifiers (3)
- Rolling Conveyor System

Furniture & Fixtures - we added additional, as we felt it was too low due to office bathroom installation.

IT Wiring - we received an updated quote from ACC Tech to supply all our software / wiring needs.

Since the time of the original application, a new entity, West Dacks II, LLC has been created to take title to the project. It has the same principal owners as West Dacks, LLC.

Check all categories best describing the **scope of the project**:

- Acquisition of land
- Acquisition of existing building
- Renovations to existing building
- Construction of addition to existing building
- Demolition of existing building
- Construction of a new building
- Acquisition of machinery and/or equipment
- Installation of machinery and/or equipment
- Other (specify) _____

Please indicate the financial assistance requested of the Agency, and provide the estimated value of said assistance. Attach a sheet labeled "Proposed PILOT" that shows the annual utilization of the Real Property Tax Abatement by year. If there is no change in original PILOT request approved by the Agency, the PILOT section can be skipped.

<u>Agency Assistance Requested</u>		Original Value	Revised Value
<input checked="" type="checkbox"/>	Payment In Lieu of Real Property Taxes (PILOT) _____ (Savings due to PILOT)	\$ 174585	\$ 174585
<input type="checkbox"/>	Mortgage Tax Exemption (.75%) Amount of mortgage: \$ _____	\$ _____	\$ _____
<input checked="" type="checkbox"/>	Sales and Use Tax Exemption ** (8.75%)	\$ 76431	\$ 102454
	Value of goods/services to be exempted from sales tax:	\$ 873500	\$ 1170902
	Total:	\$ 251016	\$ 277039

Is the financial assistance requested by the Applicant consistent with the IDA's Uniform Tax Exemption Policy? Yes No

If no, please provide a written statement describing the financial assistance being requested and detailing the reasons the IDA should consider deviating from its Policy.

**** Note that the estimate provided above will be provided to the New York State Department of Taxation and Finance. The Applicant acknowledges that the transaction documents will include a covenant by the Applicant that the estimate, above, represents the maximum amount of sales and use tax benefit currently authorized by the Agency with respect to this Application. The Agency may utilize the estimate, above, as well as the proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered. It is the responsibility of the applicant to inform the IDA within 10 days if the project amount changes.**

REVISED BUDGET REQUEST

Part IX: Estimated Project Cost and Financing

11(a) List the costs necessary for preparing the facility.

Difference
(Use minus symbol where applicable)

	Original	Revised	Difference
LAND Acquisition	\$ 200000	200000	
Existing Building(s) ACQUISITION	\$ 1900000	1900000	
Existing Building(s) RENOVATION	\$ 530000	680500	150500
NEW Building(s) CONSTRUCTION	\$ 400000	400000	
Site preparation/parking lot construction	\$ 34000	34000	
Machinery & Equipment that is TAXABLE	\$ 239500	381400	141900
Machinery & Equipment that is TAX-EXEMPT	\$		
Furniture & Fixtures	\$ 15000	25000	10000
Installation costs	\$ 80000	135000	55000
Architectural & Engineering	\$		
Legal Fees (applicant, IDA, bank, other counsel)	\$ 45000	45000	
Financial (all costs related to project financing)*	\$		
Permits (describe below)	\$		
Other (describe below)	\$		
Subtotal	\$ 3443500	3800900	357400
Agency Fee ¹	\$ 17218	19004	1786
Total Project Cost	\$ 3460718	3819904	359186

* Bank fees, title insurance, appraisals, interest, environmental reviews, etc.

¹ See Attached Fee Schedule (Page 25) for Agency Fee amount to be placed on this line.

Permit Information

Other Information

REVISED FINANCING

11(b) Sources of Funds for Project Costs

Bank Financing:	\$ <u>1000000</u>
Equity (excluding equity that is attributed to grants/tax credits)	\$ <u>2800900</u>
Tax Exempt Bond Issuance (if applicable)	\$ _____
Taxable Bond Issuance (if applicable)	\$ _____
Public Sources (Include sum total of all state and federal grants and tax credits)	\$ _____

Comments:

Identify each state and federal grant/credit:

\$ _____
 \$ _____
 \$ _____
 \$ _____

Total Sources of Funds for Project Costs: \$ 3800900

Real Estate Taxes

12(a) For each tax parcel which comprises the facility, please provide the following information, using figures from the most recent tax year.

Tax Map Parcel #	Current Assessed Value (Land)	Current Assessed Value (Building)	Current Total Assessment	Current Real Estate Taxes
See Attached-to original				

Attach copies of the most recent real property tax bills. Include copies for all taxing jurisdictions for the site/ facility that IDA assistance is being sought.

Part VII: Employment Information

"FTE" shall mean a full time employee that has a minimum of thirty-five (35) scheduled hours per week, or any combination of two or more part-time employees that work a minimum of fifteen (15) scheduled hours per week, when combined together, constitute the equivalent of a minimum of thirty-five (35) scheduled hours per week, and whose workplace location is the project facility. For this purpose an employee shall include a leased employee regularly retained by the company.

11(a) Estimate how many construction jobs will be created or retained as a result of this project.

10

11(b) Will the project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes No **If Yes**, explain below.

We anticipate hiring 8 additional people in the next 3 years.

11(c) Have you experienced any employment changes (+ or -) in the last three (3) years?

Yes No **If Yes**, explain below.

11(d) Job Information related to project ***

Estimate below how many jobs will be created and retained as a result of this project, if OCIDA assistance is granted. **PLEASE MAKE SURE TOTAL PART-TIME EMPLOYEES ARE TURNED INTO FULL-TIME EQUIVALENTS (FTE) for Line B. - See Pg. 17.**

Number of Jobs BEFORE Project	Location 1	Location 2	Location 3	Location 4	Location 5	
Address in NYS						Total
Full-Time Company	24					
Full-Time Independent Contractors						
Full-Time Leased						
A. Total Full-Time BEFORE	24					
Part-Time Company	4					
Part-Time Independent Contractors						
Part-Time Leased						
B. Total FTE Part-Timers BEFORE	2					
C. Total FTE BEFORE*	26					

**For Total FTE BEFORE add full-time employees (line A) plus part-time employees that have been converted to FTE (line B).*

Number of Jobs AFTER Project (within 3 years of project completion)	Location 1	Location 2	Location 3	Location 4	Location 5	Total
Full-time Company		32				
Full-Time Independent Contractors						
Full-Time Leased						
A. Total Full-Time AFTER		32				
Part-Time Company		4				
Part-Time Independent Contractors						
Part-Time Leased						
B. Total FTE Part-Timers AFTER		2				
C. Total FTE AFTER *		34				

**For Total FTE AFTER add full-time employees (line A) plus part-time employees that have been converted to FTE (line B).*

Estimate the number of residents from the Labor Market Area** in which the Project is located that will fill the jobs created within three years of project completion	Location 1	Location 2	Location 3	Location 4	Location 5	Total
A. Full-Time		8				
B. FTE Part-Timers						
C. Total AFTER		8				

** Labor Market Area includes Oneida, Lewis, Herkimer, and Madison Counties

Provide Any Notes To Job Information Below

SALARY AND BENEFITS	Retained Jobs		Created Jobs	
	Average Annual Salary per employee	Average Fringe Benefits (as a percentage of wages)	Average Annual Salary per employee	Average Fringe Benefits (as a percentage of wages)
Management	\$ 104000	3 %	\$	%
Administrative	\$ 64644	12 %	\$ 64644	12 %
Production	\$ 33027	6 %	\$ 33027	6 %
Independent Contractor	\$	%	\$	%
Other	\$	%	\$	%
Overall Weighted Average	\$ 52336	9 %	\$ 40931	9 %

*** By statute, Agency staff must project the number of Full-Time Jobs that would be retained and created if the request for Financial Assistance is granted. "FTE" shall mean a full time employee that has a minimum of thirty-five (35) scheduled hours per week, or any combination of two or more part-time employees that work a minimum of fifteen (15) scheduled hours per week, when combined together, constitute the equivalent of a minimum of thirty-five (35) scheduled hours per week, and whose workplace location is the project facility. For this purpose an employee shall include a leased employee regularly retained by the company.

11(e) Please list NAICS codes for the jobs affiliated with this project:

424990

REPRESENTATIONS AND CERTIFICATION BY APPLICANT

The undersigned requests that the attached materials be submitted as an amendment to the Applicant's original Application for Financial Assistance for review to the Oneida County Industrial Development Agency (the "Agency") and its Board of Directors.

Approval of the modifications to the Application can be granted solely by this Agency's Board of Directors. The Agency reserves the right to request Applicant complete a full Application for Financial Assistance if, after reviewing the attached materials, the Agency determines one is required to properly evaluate the Applicant's request. The undersigned acknowledges that Applicant shall be responsible for all costs incurred by the Agency and its counsel in connection with the attendant negotiations whether or not the transaction is carried to a successful conclusion.

The Applicant further understands and agrees with the Agency as follows:

- 1. Annual Sales Tax Filings.** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant.
- 2. Annual Employment, Tax Exemption & Bond Status Reports.** The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site as well as tax exemption benefits received with the action of the Agency. For Applicants not responding to the Agency's request for reports by the stated due date, a \$500 late fee will be charged to the Applicant for each 30-day period the report is late beyond the due date, up until the time the report is submitted. Failure to provide such reports as provided in the transaction documents will be an Event of Default under the Lease (or Leaseback) Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Annual Employment, Tax Exemption & Bond Status Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.
- 3. Absence of Conflict of Interest.** The Applicant has consulted the Agency website of the list of the Agency members, officers and employees of the Agency. No member, officer, or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as herein after described (if none, state "none"):
- 4. Hold Harmless.** Applicant hereby releases the Agency and its members, officers, servants, agents and employees from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the Application or the Project described therein or the tax exemptions and other assistance requested therein are favorably acted upon by the Agency, (B) the Agency's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final

agreement with respect to the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

5. The Applicant acknowledges that the Agency has disclosed that the actions and activities of the Agency are subject to the Public Authorities Accountability Act signed into law January 13, 2006 as Chapter 766 of the 2005 Laws of the State of New York.
6. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.
7. The Applicant acknowledges that it has been provided with a copy of the Agency's recapture policy (the "Recapture Policy"). The Applicant covenants and agrees that it fully understands that the Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
8. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant 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 project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.

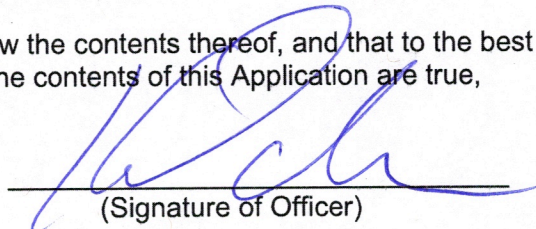
9. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
10. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
11. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.
12. The Applicant and the individual executing this Application on behalf of the Applicant acknowledge that the Agency will rely on the representations made herein when acting on this Application and hereby represent that the statements made herein do not contain any untrue statement of a material

fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

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

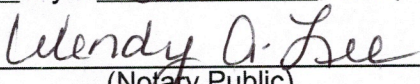
_____, being first duly sworn, deposes and says:

1. That I am the Vice President (Corporate Office) of West Docks II LLC (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.


(Signature of Officer)

Subscribed and affirmed to me under penalties of perjury
this 13th day of June, 2024

Wendy A. Lee
Reg. #01LE6214276
Notary Public - New York
Qualified in Oneida County
My Commission Expires
12/07/2025


(Notary Public)

If the application has been completed by or in part by other than the person signing this application for the applicant please indicate who and in what capacity:

By: _____

Name: _____

Title: _____

Date: _____

- Any applicant submitting this form should submit it with a non-refundable application fee of **\$500**.
- If the applicant is requesting an increase in the value of the sales tax exemption, the applicant will also pay an additional fee equal to the increased OCIDA fee (see page 25 of original application) relating to the additional financial assistance. This fee will be payable as a condition of the sales tax exemption being issued.
- If the request is the first request for an extension of time, the \$500 application fee will be the only fee payable.
- If the request is for an extension of time that is not the first request, the OCIDA has the discretion of charging an additional fee.

Please submit to the Oneida County Industrial Development Agency, 584 Phoenix Drive, Rome NY 13441-1405, **within 14 days prior to the OCIDA Board of Directors meeting at which you want the Application to be included on the Agenda.** Wire transfer and ACH payments are acceptable but all related fees incurred by the Agency are payable by the Applicant. It is advised that an electronic version of the application accompany the original application via hard copy or e-mail. An electronic version of the application must accompany the original application via physical media or e-mail.

ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY
COST/BENEFIT ANALYSIS
Required by §859-a(3) of the
New York General Municipal Law

12-Jun-24

Name of Applicant: West Dacks II, LLC
13492 State Rute 12, Boonville 13309

Description of Project: Facility Purchase/Renovation/New Const/equipping
Former Ethan Allen/now Delta Hardwood Flooring

Name of All Sublessees or Other Occupants of Facility: Lodging Kit Company
210 Grove St., Village and Town of Boonville

Principals or Parent of Applicant: Kent Martin-50%/Eric Martin-50%

Products or Services of Applicant to be produced or carried out at facility: Wholesale supplier to household/linen supplies to comm lodging industry, government and non-profits

Estimated Date of Completion of Project: Aug-24

Type of Financing/ Structure:

Tax-Exempt Financing
 Taxable Financing
 Sale/ Leaseback
 Other

Type of Benefits being Sought by Applicant:

Taxable Financing
 Tax-Exempt Bonds
 Sales Tax Exemption on Eligible Expenses Until Completion
 Mortgage Recording Tax Abatement
 Real Property Tax Abatement

Project Costs

Land Acquisition	\$ 200,000
Existing Building(s) ACQUISITION	\$ 1,900,000
Existing Building(S) RENOVATION	\$ 680,500
NEW Building(s) CONSTRUCTION	\$ 400,000
Installation Costs	\$ 135,000
Site Preparation/Parking Lot Construction	\$ 34,000
Machinery & Equipment (other than furniture)	\$ 381,400
Furniture & Fixtures	\$ 25,000
Architectural & Engineering	\$ -
Legal Fees (applicant, IDA, bank, other counsel)	\$ 45,000
Financial (all costs related to project financing)	\$ -
Permits	\$ -
Other	\$ -
Agency Fee	\$ 19,004
TOTAL COST OF PROJECT	\$ 3,819,904

Assistance Provided by the Following:

EDGE Loan:	
MVEDD Loan:	
Grants - Please indicate source & Amount:	\$ -
Other Loans - Please indicate source & Amount:	

Company Information

		Average Salary of these Positions
Existing Jobs	26	\$ 52,336
Created Jobs FTE (over three years)	8	\$ 40,931
Retained Jobs	26	\$ 52,336

Earnings Information for Oneida County

Average Salary of Direct Jobs for Applicant	\$ 52,336
Average of County Indirect Jobs	\$ 25,000
Average of Construction Jobs	\$ 32,000

Note: \$1,000,000 in construction expenditures generates 15 person - years of employment

Construction Person Years of Employment:

6

Calculation of Benefits (3 Year Period)

	Total Earnings	Revenues
Direct Jobs		
Created	\$ 982,344	\$ 41,750
Existing	\$ 4,082,208	\$ 173,494
Indirect Jobs		
Created	\$ 1,500,000	\$ 63,750
Existing	\$ 4,875,000	\$ 207,188
Construction - only one year		
Person Years	\$ 199,920	\$ 8,497
TOTALS Calculation of Benefits (3 Yr Period)	\$ 11,639,472	\$ 494,678

TAXABLE GOODS & SERVICES

		Spending Rate	Expenditures	State & Local Sales Tax Revenues
Direct Jobs	Created	36%	\$ 353,644	\$ 34,480
	Existing	0.36	\$ 1,469,595	\$ 143,286
Indirect Jobs	Created	0.36	\$ 540,000	\$ 52,650
	Existing	0.36	\$ 1,755,000	\$ 171,113
Construction - only one year	Person Years	0.36	\$ 71,971	\$ 7,017
<u>TOTAL TAXABLE GOODS & SERVICES</u>			\$ 4,190,210	\$ 408,545

Local (3 year) real property tax benefit (assuming 60% of jobs existing and created own a residence) with an average assessment of \$80,000 and the remainder of jobs existing created pay real property taxes through rent based on an average assessment per apartment of \$50,000.

		Municipality	
Tax Rate for School District where facility is located:	23.33423	Adirondack	23-24
Tax Rate for Municipality where facility is located:	13.265527	Boonville V & T	2024
Tax Rate for County:	8.811292	Oneida	2024
	Total Rate:		
	45.411049		
Real Property Taxes Paid:	\$ 104,990		

COSTS: IDA BENEFITS

Real Property Taxes Abatement	\$ 174,585
Mortgage Tax Abated (.75%)	\$ -
Estimated Sales Tax Abated During Construction Period (8.75%)	\$ 102,454
Total:	\$ 277,039

NOTE: If there is a tax-exempt financing of all or a portion of the project cost, there is a neutral cost/benefit because of lower interest rates by reason of exclusion of interest from gross income of bondholders for purposes of Federal and State income taxes. Taxable financing carries the same cost/benefit for State Income Tax purposes. Such cost/benefits cannot be quantified.

**Inducement Resolution Amendment
West Dacks II, LLC/
Lodging Kit Company, Inc. Facility**

RESOLUTION OF THE ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY TAKING OFFICIAL ACTION TOWARD AMENDING CERTAIN TERMS OF AN INDUCEMENT RESOLUTION IN CONNECTION WITH A LEASE-LEASEBACK TRANSACTION WITH WEST DACKS II, LLC, ACCEPTING AN AMENDMENT TO THE APPLICATION, AUTHORIZING THE EXECUTION AND DELIVERY OF AN AMENDED INDUCEMENT AGREEMENT AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

WHEREAS, West Dacks LLC, on behalf of itself and/or the principals of West Dacks LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") previously requested the Oneida County Industrial Development Agency (the "Agency") assist with a project consisting of (a) acquisition and renovation of a 181,345± square foot building (the "Existing Improvements") situated on a 44± acre parcel of land located at 210 Grove Street, Village of Boonville, Town of Boonville, Oneida County, New York (the "Land"); (b) construction of a 2,300± square foot addition to the Existing Improvements (the "Addition" and together with the Existing Improvements, the "Improvements"); and (c) acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the purpose of supplying household and linen supplies to the commercial lodging industry (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the acquisition, construction, renovation and equipping of the Facility is referred to collectively as the "Project"); and

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

WHEREAS, the Agency will lease the Facility back to the Company pursuant to a Leaseback Agreement (the "Leaseback Agreement"); and

WHEREAS, the Company intends to further sublease a 103,000± square foot portion of the Facility (the "Lodging Kit Facility") to Lodging Kit Company, Inc. (the

“Lodging Kit Sublessee”) for its operation pursuant to a Sublease Agreement (the “Lodging Kit Sublease Agreement”); and

WHEREAS, the Company intends to further sublease the balance of the Facility (the “Non-Project Facility”) to a tenant or tenants to be identified from time to time (the “Non-Project Sublessee” and together with the Lodging Kit Sublessee, the “Sublessees”) for uses not related to the Project; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Project and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in connection with the Project in the form of exemptions from sales and use taxes and reduction in real property taxes relating to the Project for a period of ten years (the “Financial Assistance”), which financial assistance is consistent with the Agency’s Uniform Tax Exemption Policy, and which will be more particularly set forth in a final authorizing resolution; and

WHEREAS, based upon representations made by the Company in its Application for Financial Assistance dated February 2, 2024 (the “Application”), the value of the Financial Assistance was described as follows:

- Sales and use tax exemption not to exceed \$76,431
- Exemptions from real property taxes valued at approximately \$174,585

WHEREAS, the Company has submitted to the Agency a request to amend its Application dated May 31, 2024 (the “Amended Application”), which includes a revised Project Cost that contemplates increased costs for previously submitted expenses and new costs for expenses not included in the Application; and

WHEREAS, based upon representations made by the Company in the Amended Application, the value of the Financial Assistance is amended to be described as follows:

- Sales and use tax exemption not to exceed \$102,454 (an increase of \$26,023)
- Exemptions from real property taxes valued at approximately \$174,585 (unchanged)

WHEREAS, in the Amended Application, the Company advised that it formed a new entity on behalf of West Dacks LLC -- West Dacks II, LLC -- to undertake the project, which entity has the same organizational structure as West Dacks LLC; and

WHEREAS, prior to the closing of a lease-leaseback transaction, and the granting of any Financial Assistance, a public hearing (the "Hearing") will 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, can be heard; and

WHEREAS, notice of the Hearing will be given prior to the closing of a lease-leaseback transaction, and the granting of any Financial Assistance, and such notice (together with proof of publication) will be substantially in the form annexed hereto as **Exhibit A**; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as **Exhibit B**; and

WHEREAS, the Project will result in the removal or abandonment of the Company's existing facility also located in the Village of Boonville, Town of Boonville, Oneida County, New York; and

WHEREAS, the Company has represented in its application that the Project is reasonably necessary to (a) discourage the Company from moving out of State and consolidating operations at one of the Company's existing locations outside of the State and (b) preserve the Company's competitive position in its industry because the limitations of the existing property and facility impede the Company's and/or the Sublessee's ability to (i) expand its business operations and (ii) strengthen and grow its presence in Central New York; and

WHEREAS, the Agency has given due consideration to the application of the Company and to representations by the Company that the proposed lease-leaseback transaction is either an inducement to the Company and/or the Sublessee to maintain and expand the Facility in the County or is necessary to maintain the competitive position of the Company in its industry; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the "SEQR Act" or "SEQRA"), the Agency constitutes a "State Agency"; and

WHEREAS, prior to the granting of any Financial Assistance and following the determination of the lead agency, the Agency will complete its environmental review and make determinations for purposes of SEQRA.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Industrial Development Agency (a majority of the members thereof affirmatively concurring) that:

- Section 1.
- (a) The Project and the Agency's Financial Assistance therefor, will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the County and the people of the State of New York and improve their standard of living, and thereby serve the public purposes of the Act and the same is, therefore, approved.
 - (b) It is desirable and in the public interest for the Agency to enter into a lease-leaseback transaction for the purpose of providing financial assistance for the Project, as reflected in the Application as amended by the Amended Application and as may be further amended from time to time prior to the closing of the lease-leaseback transaction.
 - (c) The Project is reasonably necessary to (a) discourage the Company and/or the Sublessee from moving out of State and (b) preserve the Company's and/or the Sublessee's competitive position in its industry.

Section 2. The form and substance of a proposed inducement agreement (in substantially the Agency's standard form containing the terms contemplated in this resolution) by and among the Agency, the Sublessee and the Company setting forth the undertakings of the Agency, the Sublessee and the Company with respect to the closing of the lease-leaseback transaction, and the completion of the Facility (the "Agreement") is hereby approved. The Chairman of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agreement, with such changes in terms and form as the Chairman shall approve. The execution thereof by the Chairman shall constitute conclusive evidence of such approval.

Section 3. The Agency shall assist the Company in the Project and will provide the Financial Assistance with respect thereto subject to (i) obtaining all necessary governmental approvals, (ii) approval of

the members of the Company and the directors of the Sublessee, (iii) approval of the members of the Agency, (iv) satisfactory completion of the environmental review of the Facility by the Agency in compliance with the State Environmental Quality Review Act, (v) agreement by the Agency, the Sublessee and the Company upon mutually acceptable terms and conditions for the Leaseback Agreement and other documentation usual and customary to transactions of this nature, (vi) the Agency providing notice to the affected tax jurisdictions that the Project entails the abandonment of a facility in the Village of Boonville, Town of Boonville; (vii) the condition that there are no changes in New York State Law which prohibit or limit the Agency from fulfilling its obligation and commitment as herein set forth to enter into the lease-leaseback transaction and (ix) payment by the Company or the Sublessee of the Agency's transaction fee and the fees and disbursements of transaction counsel, more particularly described in the Inducement Agreement.

Section 4. The Agency is hereby directed to schedule the Hearing, so that the Agency may receive comments from all interested parties on the financial assistance contemplated by the Agency and the Financial Assistance requested by the Company.

Section 5. The law firm of Bond, Schoeneck & King, PLLC is appointed Transaction Counsel in connection with the lease-leaseback transaction.

Section 6. Counsel to the Agency and Transaction Counsel are hereby authorized to work with counsel to the Company and Sublessee and others to prepare, for submission to the Agency, all documents necessary to effect the lease-leaseback transaction.

Section 7. The Chairman of the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company and Sublessee, (ii) to distribute copies of this resolution to the Oneida County Executive, the Village of Boonville Mayor, the Town of Boonville Supervisor, the Adirondack Central School District Superintendent and the Adirondack Central School District Clerk of the Board of Education; and (iv) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 8.

This resolution is intended to be a supplement to the resolution adopted by the Agency on February 9, 2024 and shall take effect immediately.

DRAFT

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of a resolution of the Oneida County Industrial Development Agency (the "Agency"), with the original thereof on file in the office of the Agency, and that 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 Agency duly convened in public session on June 27, 2024 at eight a.m., local time, at Rome, New York which the following members were:

Members Present:

EDGE Staff Present:

Others Present:

Others Present Webex:

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

Voting Aye

Voting Nay

and, therefore, the resolution was declared duly adopted.

The Agreement, the Application and the Amended Application are in substantially the form presented to and approved at such meeting.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) the meeting was open for the public to attend and public notice of the date, time and location for the meeting was duly given, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout the meeting.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of _____ 2024.

Shawna Papale, Secretary

EXHIBIT A

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the Oneida County Industrial Development Agency (the "Agency") on the ___ day of _____ 2024 at ___ a.m., local time, at _____, New York in connection with the following matters:

West Dacks II LLC, on behalf of itself and/or the principals of West Dacks II LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has requested the Oneida County Industrial Development Agency (the "Agency") assist with a project consisting of (a) acquisition and renovation of a 181,345± square foot building (the "Existing Improvements") situated on a 44± acre parcel of land located at 210 Grove Street, Village of Boonville, Town of Boonville, Oneida County, New York (the "Land"); (b) construction of a 2,300± square foot addition to the Existing Improvements (the "Addition" and together with the Existing Improvements, the "Improvements"); and (c) acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the purpose of supplying household and linen supplies to the commercial lodging industry (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the acquisition, construction, renovation and equipping of the Facility is referred to collectively as the "Project"). The Project will be initially owned and/or operated by the Company.

The Company will lease the Facility to the Agency pursuant to a lease agreement, and the Agency will lease the Facility back to the Company pursuant to a leaseback agreement. The Company will further sublease 103,000± square feet of the Facility to Lodging Kit Company, Inc. (the "Lodging Kit Sublessee") for its operation, and will lease the balance of the Facility to tenant or tenants to be identified from time to time for uses unrelated to the Project. At the end of the lease term, the Agency will terminate its leasehold interest in the Facility. The Agency is contemplating providing financial assistance in the form of reduction of real property taxes for a period of ten years on that portion of the Facility relating to the Project, and exemptions from sales tax on materials and equipment acquired and installed in connection with the Project, which financial assistance is consistent with the Agency's Uniform Tax Exemption 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.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. Comments may also be submitted to the Agency in writing or electronically prior to the hearing. Minutes of the Public Hearing will be transcribed and posted on the Agency's website. A copy of the Application for Financial Assistance filed by the Company with the Agency, including an analysis of the costs and benefits of the proposed Project, is available for public inspection at the offices of the Agency, 584 Phoenix Drive, Rome, New York and on the Agency's website.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

Dated: June __, 2024

By: /s/ Shawna M. Papale, Executive Director

EXHIBIT B

MINUTES OF PUBLIC HEARING

Oneida County Industrial Development Agency
2024 Real Estate Lease
West Dacks II LLC/Lodging Kit Company, Inc. Facility

1. Tim Fitzgerald, representing the Oneida County Industrial Development Agency (the "Agency"), called the hearing to order at ____ a.m.
2. Mr. Fitzgerald being the Assistant Secretary of the Agency recorded the minutes of the hearing.
3. Mr. Fitzgerald then described the proposed project and related financial assistance as follows:

West Dacks II LLC, on behalf of itself and/or the principals of West Dacks II LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has requested the Oneida County Industrial Development Agency (the "Agency") assist with a project consisting of (a) acquisition and renovation of a 181,345± square foot building (the "Existing Improvements") situated on a 44± acre parcel of land located at 210 Grove Street, Village of Boonville, Town of Boonville, Oneida County, New York (the "Land"); (b) construction of a 2,300± square foot addition to the Existing Improvements (the "Addition" and together with the Existing Improvements, the "Improvements"); and (c) acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the purpose of supplying household and linen supplies to the commercial lodging industry (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the acquisition, construction, renovation and equipping of the Facility is referred to collectively as the "Project"). The Project will be initially owned and/or operated by the Company.

The Company will lease the Facility to the Agency pursuant to a lease agreement, and the Agency will lease the Facility back to the Company pursuant to a leaseback agreement. The Company will further sublease 103,000± square feet of the Facility to Lodging Kit Company, Inc. (the "Lodging Kit Sublessee") for its operation, and will lease the balance of the Facility to tenant or tenants to be identified from time to time for uses unrelated to the Project. At the end of the lease term, the Agency will terminate its leasehold interest in the Facility. The Agency

is contemplating providing financial assistance in the form of reduction of real property taxes for a period of ten years on that portion of the Facility relating to the Project, and exemptions from sales tax on materials and equipment acquired and installed in connection with the Project, which financial assistance is consistent with the Agency's Uniform Tax Exemption 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.

4. Mr. Fitzgerald then opened up the hearing for comments from the floor for or against the proposed financial assistance and the location and nature of the Facility. Attached is a listing of the persons heard and a summary of their views.
5. Mr. Fitzgerald then asked if there were any further comments, and, there being none, the hearing was closed at _____ a.m.

Tim Fitzgerald, Assistant Secretary

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the foregoing copy of the minutes of a public hearing held by the Oneida County Industrial Development Agency (the "Agency") on _____, 2024 at _____ a.m. local time, at _____, New York, with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the minutes in connection with such matter.

I FURTHER CERTIFY that (i) the hearing was open for the public to attend and public notice of the date, time and location for said hearing was duly given, (ii) the hearing in all respects was duly held, and (iii) members of the public had an opportunity to be heard.

IN WITNESS WHEREOF, I have hereunto set my hand as of _____, 2024.

Secretary

EXHIBIT C

[To be printed on IDA letterhead and delivered to the Company when appropriate]

_____, 2024

West Dacks II LLC
210 Grove Street
Boonville NY 13309

RE: *Oneida County Industrial Development Agency Lease-Leaseback Transaction
(West Dacks II LLC/Lodging Kit Company, Inc. Facility)*

Ladies and Gentlemen:

Pursuant to a resolution duly adopted on February 9, 2024 as supplemented on June 27, 2024, the Agency appointed West Dacks II LLC (the "Company") its agent in connection with a transaction in which the Agency will assist in (a) acquisition and renovation of a 181,345± square foot building (the "Existing Improvements") situated on a 44± acre parcel of land located at 210 Grove Street, Village of Boonville, Town of Boonville, Oneida County, New York (the "Land"); (b) construction of a 2,300± square foot addition to the Existing Improvements (the "Addition" and together with the Existing Improvements, the "Improvements"); and (c) acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the purpose of supplying household and linen supplies to the commercial lodging industry (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the acquisition, construction, renovation and equipping of the Facility is referred to collectively as the "Project").

This appointment includes authority to purchase on behalf of the Agency all materials to be incorporated into and made an integral part of the Facility, and the following activities as they relate to any acquisition, construction, renovation, equipping and completion of any buildings, whether or not any materials, equipment or supplies described below are incorporated into or become an integral part of such buildings: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with acquisition, construction, renovation and equipping; (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description used in connection with acquisition, construction, renovation and equipping; and (iii) all purchases, leases, rentals

and uses of equipment, machinery, and other tangible personal property (including installation costs), installed or placed in, upon or under such building, including all repairs and replacements of such property.

The Agency will appoint the Company as its only direct agent for the Project. The agency appointment includes the power of the Company to delegate such agency appointment, in whole or in part, to agents, subagents, contractors, subcontractors, materialmen, suppliers and vendors of the Company and to such other parties as the Company chooses so long as they are engaged, directly or indirectly, in the activities hereinbefore described. Please advise the Executive Director of the Agency if you wish to appoint a contractor or other subagent, and the Agency will issue an ST-60 to that party.

In exercising this agency appointment, you and each of your properly appointed agents and subagents must claim the sales tax exemption for all purchases by giving your vendors New York State Form ST-123. The supplier or vendor should identify the Facility on each bill or invoice as the “**West Dacks II LLC Facility**” and indicate thereon that the Company, its agents, subagents, contractors and subcontractors acted as agent for the Agency in making the purchase.

You and each of your agents, subagents, contractors and/or subcontractors claiming a sales tax exemption in connection with the Facility must complete a New York State Department of Taxation and Finance Form ST-60. Original copies of each completed Form ST-60 must be delivered to the Agency within five (5) days of the appointment of each of your agents, subagents, contractors or subcontractors. Any agent, subagent, contractor or subcontractors of the Sublessee which delivers completed Form ST-60 to the Agency will be deemed to be the agent, subagent, contractor or subcontractor of the Agency for purposes of constructing and equipping the Facility, and shall only then be authorized to use Form ST-123 as described above. Failure to comply with these requirements may result in loss of sales tax exemptions for the Facility.

It is important to note that contractors and subcontractors who have not been appointed subagent cannot use the sales tax exemption for equipment rental, tools, supplies and other items that do not become part of the finished project. Contractors and subcontractors must be appointed as agent or sub-agent of the Agency to use the Agency sales tax exemption for these purchases. Contractors and subcontractors who have not been appointed a subagent and are making purchases that would otherwise be exempt outside of the Agency’s interest in the Facility must claim the sales tax exemption for construction materials by giving their vendors a completed “Contractor Exempt Purchase Certificate” (Form ST-120.1) checking box (a).

The aforesaid appointment of the Sublessee as agent of the Agency to construct and equip the Facility shall expire at the earlier of (a) the completion of such activities and improvements, or (b) February 9, 2025, provided, however, such appointment may be extended at the discretion of the Agency, upon the written request of the Company if such activities and improvements are not completed by such time, and further provided that the Agency shall not unreasonably withhold its consent to the extension of such appointment.

The value of the sales tax to be abated relating to the construction and equipping of the Facility currently authorized by the Agency is not to exceed \$102,454.00. The Agency is required by law to recapture any New York State sales tax exemptions claimed by the Company that exceed (i) \$100,000.00 for purchases made between February 9, 2024 and

the date of the public hearing; and (ii) \$102,454.00 for purchases made relating to the Project in the aggregate.

You should be aware that the New York State General Municipal Law requires you to file an Annual Statement (Form ST-340) with the New York State Department of Taxation and Finance regarding the value of sales tax exemptions you, your agents, consultants or subcontractors have claimed pursuant to the authority we have conferred on you with respect to the Project. We are providing a form of a worksheet for you to track all exempt purchases made in completing the Project, using Forms ST-123 or Form ST-120.1. Please provide the Agency with a copy of Form ST-340 along with your annual report to the Agency and this worksheet. The penalty for failure to file such statement, or to provide a copy to the Agency, is the removal of your authority to act as an agent.

If, for some reason, this transaction never closes, you will be liable for payment of the sales tax, if applicable and you are not otherwise exempt, on all materials purchased.

Please sign and return a copy of this letter for our files. The Agency will issue and deliver Form ST-60 to you upon receipt of this signed agency appointment letter. The Agency reserves the right to issue a revised agency appointment letter with respect to the process for utilizing and reporting exemptions hereunder.

Very truly yours,

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Name:
Title:

ACCEPTED & AGREED:

WEST DACKS II LLC

By: _____
Name:
Title:

Part II & III
 Needs to be
 V 2024-05 completed

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 <i>West Dacks II LLC</i>			
Name of Action or Project: Lodging Kit Office Addition			
Project Location (describe, and attach a location map): 210 Grove St, Boonville, NY 13309			
Brief Description of Proposed Action: 2,304 sf addition to existing administrative offices.			
Name of Applicant or Sponsor: WestDacks II LLC		Telephone: 315-225-0166	
		E-Mail: kmartin@lodgingkit.com	
Address: 13492 State Route 12			
City/PO: Boonville		State: NY	Zip Code: 13309
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? 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.			NO <input type="checkbox"/>
			YES <input type="checkbox"/>
2. Does the proposed action require a permit, approval or funding from any other government Agency? If Yes, list agency(s) name and permit or approval:			NO <input type="checkbox"/>
			YES <input type="checkbox"/>
3. a. Total acreage of the site of the proposed action?		53.78 acres	
b. Total acreage to be physically disturbed?		0.05 acres	
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor?		53.78 acres	
4. Check all land uses that occur on, are adjoining or near the proposed action:			
5. <input type="checkbox"/> Urban <input checked="" type="checkbox"/> Rural (non-agriculture) <input checked="" type="checkbox"/> Industrial <input checked="" type="checkbox"/> Commercial <input type="checkbox"/> Residential (suburban)			
<input type="checkbox"/> Forest <input type="checkbox"/> Agriculture <input type="checkbox"/> Aquatic <input type="checkbox"/> Other(Specify):			
<input type="checkbox"/> Parkland			

5. Is the proposed action,	NO	YES	N/A
a. A permitted use under the zoning regulations?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b. Consistent with the adopted comprehensive plan?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	NO	YES	
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area?	NO	YES	
If Yes, identify: _____	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
8. a. Will the proposed action result in a substantial increase in traffic above present levels?	NO	YES	
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
b. Are public transportation services available at or near the site of the proposed action?			
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
c. Are any pedestrian accommodations or bicycle routes available on or near the site of the proposed action?			
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
9. Does the proposed action meet or exceed the state energy code requirements?	NO	YES	
If the proposed action will exceed requirements, describe design features and technologies: _____ _____	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
10. Will the proposed action connect to an existing public/private water supply?	NO	YES	
If No, describe method for providing potable water: _____ _____	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
11. Will the proposed action connect to existing wastewater utilities?	NO	YES	
If No, describe method for providing wastewater treatment: _____ _____	<input type="checkbox"/>	<input checked="" 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?	NO	YES	
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
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?			
	<input checked="" 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?	NO	YES	
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody?			
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: _____ _____ _____			

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 <input type="checkbox"/> Agricultural/grasslands <input type="checkbox"/> Early mid-successional <input type="checkbox"/> Wetland <input type="checkbox"/> Urban <input checked="" type="checkbox"/> 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	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
16. Is the project site located in the 100-year flood plan?	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
17. Will the proposed action create storm water discharge, either from point or non-point sources? If Yes,	NO	YES
a. Will storm water discharges flow to adjacent properties?	<input type="checkbox"/>	<input type="checkbox"/>
b. Will storm water discharges be directed to established conveyance systems (runoff and storm drains)? If Yes, briefly describe:	<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	YES
_____	<input checked="" type="checkbox"/>	<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	YES
_____	<input checked="" type="checkbox"/>	<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	YES
_____	<input checked="" type="checkbox"/>	<input type="checkbox"/>

I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE		
Applicant/sponsor/name: <u>Eric Martin</u>	Date: <u>4/15/24</u>	
Signature: <u>[Signature]</u>	Title: <u>4/15/24</u>	

PRINT FORM

Agency Use Only [If applicable]

Project: V2024-05
 Date: 4/15/2025

**Short Environmental Assessment Form
 Part 2 - Impact Assessment**

Part 2 is to be completed by the Lead Agency.

Answer all of the following questions in Part 2 using the information contained in Part 1 and other materials submitted by the project sponsor or otherwise available to the reviewer. When answering the questions the reviewer should be guided by the concept "Have my responses been reasonable considering the scale and context of the proposed action?"

	No, or small impact may occur	Moderate to large impact may occur
1. Will the proposed action create a material conflict with an adopted land use plan or zoning regulations?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2. Will the proposed action result in a change in the use or intensity of use of land?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
3. Will the proposed action impair the character or quality of the existing community?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
4. Will the proposed action have an impact on the environmental characteristics that caused the establishment of a Critical Environmental Area (CEA)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
5. Will the proposed action result in an adverse change in the existing level of traffic or affect existing infrastructure for mass transit, biking or walkway?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
6. Will the proposed action cause an increase in the use of energy and it fails to incorporate reasonably available energy conservation or renewable energy opportunities?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
7. Will the proposed action impact existing: a. public / private water supplies? b. public / private wastewater treatment utilities?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
8. Will the proposed action impair the character or quality of important historic, archaeological, architectural or aesthetic resources?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
9. Will the proposed action result in an adverse change to natural resources (e.g., wetlands, waterbodies, groundwater, air quality, flora and fauna)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
10. Will the proposed action result in an increase in the potential for erosion, flooding or drainage problems?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
11. Will the proposed action create a hazard to environmental resources or human health?	<input checked="" type="checkbox"/>	<input type="checkbox"/>

PRINT FORM

Agency Use Only [If applicable]

Project: V2024-05
Date: 5/15/2024

Short Environmental Assessment Form Part 3 Determination of Significance

For every question in Part 2 that was answered "moderate to large impact may occur", or if there is a need to explain why a particular element of the proposed action may or will not result in a significant adverse environmental impact, please complete Part 3. Part 3 should, in sufficient detail, identify the impact, including any measures or design elements that have been included by the project sponsor to avoid or reduce impacts. Part 3 should also explain how the lead agency determined that the impact may or will not be significant. Each potential impact should be assessed considering its setting, probability of occurring, duration, irreversibility, geographic scope and magnitude. Also consider the potential for short-term, long-term and cumulative impacts.

Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action may result in one or more potentially large or significant adverse impacts and an environmental impact statement is required.

Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action will not result in any significant adverse environmental impacts.

Village of Beeville Planning Board
Name of Lead Agency

5/20/24

Date

Anthony Rios
Print or Type Name of Responsible Officer in Lead Agency

Planning Board Chairman
Title of Responsible Officer

[Signature]
Signature of Responsible Officer in Lead Agency

[Signature]
Signature of Preparer (if different from Responsible Officer)

PRINT FORM



VILLAGE OF BOONVILLE
BOONVILLE, NEW YORK 13309

*Village of Boonville Planning Board
13149 State Route 12
Boonville, NY 13309*

April 15, 2024

Page 1 of 2

PRESENT:

Chairman Ripp and Members: Palczynski, Ulrich, White, CEO/ZEO Kenneth Doolittle and Clerk Lee.
Absent: Member Barrett.

VISITORS: Loraine Murwin of Awesome Country Farmhouse, Paul Cody of Oh Dear New York store and Eric Martin and contractor Thomas O'Rourke on behalf of West Dacks II, LLC.

Chairman Ripp called the planning board meeting to order at 7:00 pm with the Pledge of Allegiance.

MINUTES:

Motion by Member White, seconded by Member Ulrich to approve the regular meeting minutes of October 30, 2023 as presented. Ayes – Members White, Ulrich, Palczynski, and Chairman Ripp; nays – none. Motion carried.

OLD BUSINESS: None.

NEW BUSINESS:

Loraine Murwin- Ms. Murwin spoke of her several improvements and new ventures she desires to make on her property at 104-108 Park Avenue. Some of the items she mentioned: welcome sign, retail store/deli/bakery, improving the Occasions Event space, Freight House improvement, creation of a children's play area, chicken coop, animal barn, petting zoo enclosure, community gardens, composting/refuse area, flower gardens, RV & camper parking, cabins w/fire pits & seating, stage for live music area, warming hut/redemption station, grill area, fire pit w/seating, snowmobile trail, dog park and a youth track and walking trail. Due to the many site plan requests for approval, and the planning board's short notice of the improvements and the creation of additional spaces, a motion was made by Member Palczynski, seconded by Member Ulrich to have additional time to review the many site plan changes/additions and make an informed decision at the next planning board meeting, tentatively scheduled for May 20, 2024 at 7PM. Ayes – Members Palczynski, Ulrich, White and Chairman Ripp; nays – none. Motion carried.

Paul Cody – Oh Dear New York- Mr. Cody would like to add a coffee and smoothie shop to his store location at 42-44 Schuyler Street. After review of the site plan and the SEQR by the planning board, a motion was made by Chairman Ripp, seconded by Member Palczynski to affirm a negative declaration on the SEQR and to approve of the site plan for Oh Dear New York's addition of a coffee and smoothie shop at 42-44 Schuyler Street as presented. Furthermore CEO/ZEO Doolittle will send the 239 Review to the Oneida Co. Dept. of Planning for Mr. Cody so that he may receive his certificate from the health



VILLAGE OF BOONVILLE
BOONVILLE, NEW YORK 13309

*Village of Boonville Planning Board
13149 State Route 12
Boonville, NY 13309*

April 15, 2024

Page 2 of 2

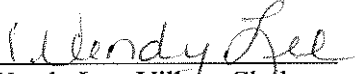
department. Ayes – Chairman Ripp, Members Palczynski, Ulrich and White; nays – none. Motion carried.

West Dacks II, LLC/Lodging Kit Co.- Mr. Eric Martin and his contractor, Mr. Thomas O'Rourke, presented the planning board with his site plan for his project at the old Delta Hardwood property located at 210 Grove Street. After review of the site plan and the SEQR, a motion was made by Member Palczynski, seconded by Member White to affirm the negative declaration on the Type II SEQR and approve of the site plan as presented, contingent upon the Town of Boonville Zoning Board of Appeals granting a variance that Mr. Martin needs for his site plan. The Town of Boonville's ZBA board will tentatively meet next on Thursday, May 9, 2024. Ayes – Members Palczynski, White, Ulrich and Chairman Ripp; nays – none. Motion carried.

CORRESPONDENCE: None.

NEXT MEETING: Tentatively scheduled: May 20, 2024.

ADJOURNMENT: There being no other business, a motion to adjourn at 8:26 pm was made by Member Palczynski, seconded by Member Ulrich. Ayes – Members Palczynski, Ulrich, White and Chairman Ripp; nays - none. Motion carried.


Wendy Lee, Village Clerk

Village of Boonville Planning Board

13149 State Route 12
Boonville, NY 13309

Site Plan Approval

Specific development within the Village of Boonville Village Center Zone (C1), Neighborhood Commercial Zone (C2), Highway Commercial Zone (C3), Public/Semi-public Zone (P), Industrial Zone (I), and Residential Zones: R-1, R-2 & R3 and Wellhead Protection Overlay Zones: W-1, W-2 & W-3 districts must be reviewed and approved by the Village of Boonville Planning Board before being undertaken.

The attached application form will enable you to give the Planning Board enough information to review your project in the shortest possible time. However, due to State and County requirements, certain reviews and public notices are required, which usually take a minimum of 5-6 weeks. You should, therefore, plan your project carefully and present this application well in advance of your intended construction start. You should plan to attend the next available meeting of the Village of Boonville Planning Board to discuss your project. The Planning Board meets the third Monday of each month at 7:00 PM in the Town/Village Office Building. Please call Wendy Lee, Planning Board Secretary Village Clerk, in advance of the meeting to be placed on the agenda.

Application instructions: To obtain site plan approval for specific development project within the C1, C2, C3, P, I, and R-1, R-2 & R3 and W-1, W-2 & W-3 zoning districts... include all information requested on the form entitled, Application for Site Plan Approval. Failure to fully complete the form may delay approval. A preliminary sketch plan including all relevant information listed in items **A** through **T** of the application and a \$25 application fee payable to the Village of Boonville must accompany this application. Mail or deliver the completed application to the Village of Boonville at the Village of Boonville, 13149 State Route 12, Boonville, NY 13309.

In addition to the Site Plan Application, Part I of the attached, *Short Environmental Assessment Form*. Part 2 and 3 will be completed by the Planning Board.

Questions may be addressed to the Zoning Enforcement Officer 315-338-2880, ext. 9 or at boonvillecodes@gmail.com

Revised 03/26/2024

Zoning permit Number V2024-05
Date _____
Fee Paid _____
Rec'd by _____

Village of Boonville

Application for Site Plan Approval

Date 4/15/2022 Name of proposed development Lodging Kit office addition.

Applicant: _____ Plans prepared by: _____
Name West Dacks II LLC Name Walt Consulting Engineering
Address: 13492 State Rt 12 Address: 2 Johnson Ave
Boonville, NY 13309 Mohawk, NY 13407
Telephone: 315 942 4246 Telephone: 315 868 0105

Owner (if different): (If more than one owner, provide information for each.)

Name _____
Address: _____

Telephone: _____

Attached is a: (Sketch Plan)
(Final Plan)

Location of site: 210 Grove St, Boonville, NY 13309

Tax Map: Section 33.006 Block 4 Lot 58 Current Zoning Classification _____

Proposed use(s) of site: Administrative offices

Total site area (square feet of acres): 2,304 sq ft

County, State Federal permits needed (list type and appropriate department): _____

Anticipated construction time: _____ Will development be staged? _____

Current land use of the site: Industrial

Current conditions of the site (buildings, brush, etc.): Existing parking lot

Estimate cost of proposed improvement: \$278,000


Anticipated increase in number of residents, shoppers, employees, vehicular traffic, etc.:
(as applicable) The addition will have room for 15-20 office staff.

Address each of the following, by location on the site plan or as part of the written application (use additional paper if necessary). Mark S for Supplied N/A if an item does not apply to your project.

- X A. Title of drawing, including name and address of applicant and person responsible for preparation of such drawing.
- X B. North arrow, scale and date.
- X C. Boundaries and dimensions of the property platted to scale.
- X D. Existing watercourses, if any.
- N/A E. Grading and drainage plan, showing existing and proposed contours.
- X F. Location, design, proposed use and height of all buildings, including exterior building materials (e.g., siding and roofing) and colors.
- X G. Location, design and type of construction of all parking and truck loading areas, showing access and egress, location and type of curbing.
- X H. Provision for pedestrian access.
- X I. Location of outdoor storage, including dumpsters and provisions for dumpster screening.
- X J. Location, design and construction materials of all existing or proposed site improvements, including drains, culverts, retaining walls and fences.
- X K. Description of method of sewage disposal and location.
- X L. Description of the method of securing public or private water, and location.
- X M. Location of fire and other emergency zones, including the location of fire hydrants, if any.
- X N. Location and design of all energy distribution facilities, including electrical, gas and solar energy, if any.
- X O. Location, size, design and type of construction of all proposed signs, if any. A sign application form should be obtained from the Town and submitted with the site plan.

- X P. Location and proposed development of all buffer areas, including existing vegetative cover and screening.
- X Q. Location and design of outdoor lighting facilities.
- N/A R. Identification of the location and amount of building area proposed for retail sales or similar commercial activity.
- N/A S. Landscaping plan and planting schedule.
- X T. Complete and attach an environmental assessment form (EAF) in compliance with the State Environmental Quality Review Act (SEQR).

I certify that I am the owner or authorized agent for which the foregoing work is proposed to be done, and that I am duly authorized to perform such work, and that all work will be performed in accordance with above information and in compliance with all existing local ordinances and State laws. I further understand that any deviation from the information on this application, once approved, must have prior approval in writing from the Enforcement Officer.

Signature of Applicant:  Date: _____

If you have questions, contact:

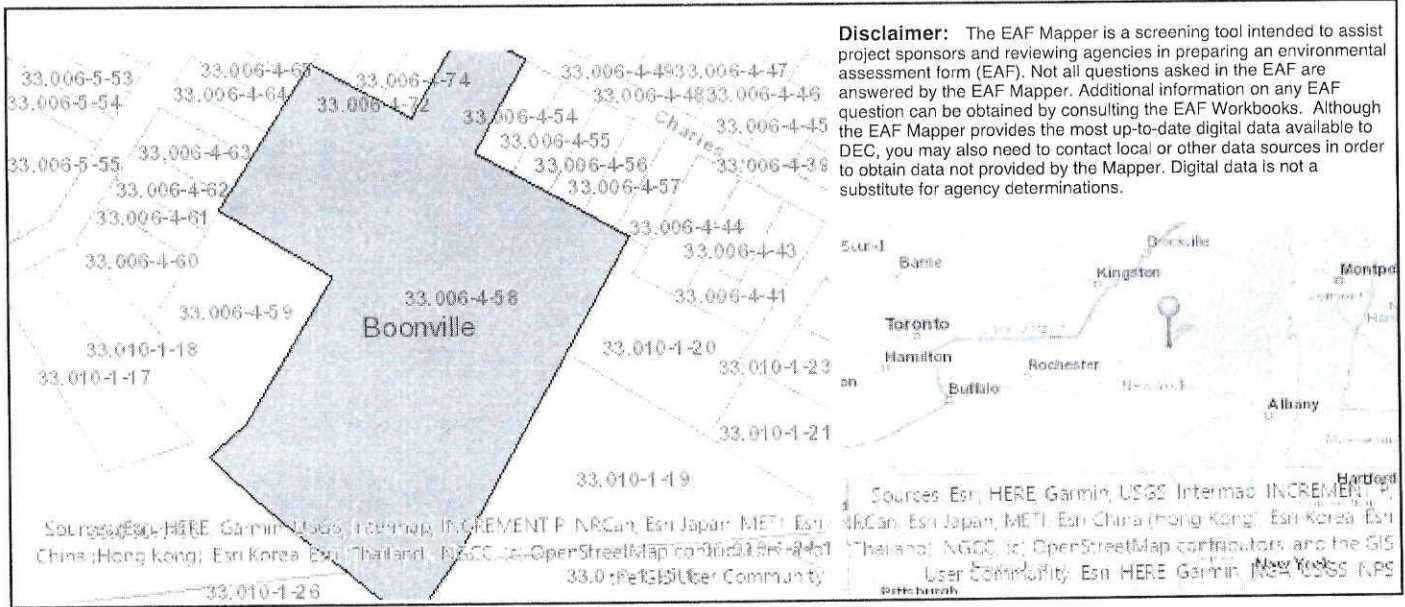
Zoning Enforcement Officer,

Phone 315-338-2880, ext. 9

Return Completed Application To:
 Zoning Enforcement Official
 13149 State Rt 12
 Boonville, NY 13309-4943

Zoning permit Number V 2024-05 Zone Classification I
 Tax Map # 83.006-4-58 Property Address 210 Grace St
 Planning Board Approved Denied Date: 4/15/24

Planning Board Signature: 



Part 1 / Question 7 [Critical Environmental Area]	No
Part 1 / Question 12a [National or State Register of Historic Places or State Eligible Sites]	No
Part 1 / Question 12b [Archeological Sites]	No
Part 1 / Question 13a [Wetlands or Other Regulated Waterbodies]	Yes - Digital mapping information on local and federal wetlands and waterbodies is known to be incomplete. Refer to EAF Workbook.
Part 1 / Question 15 [Threatened or Endangered Animal]	No
Part 1 / Question 16 [100 Year Flood Plain]	No
Part 1 / Question 20 [Remediation Site]	No

**SEQR Resolution
West Dacks II, LLC
Lodging Kit Company, Inc. Facility**

**RESOLUTION OF THE ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY DETERMINING THAT ACTION
TO PROVIDE FINANCIAL ASSISTANCE RELATING TO A
PROJECT FOR THE BENEFIT OF WEST DACKS II, LLC
WILL NOT HAVE A SIGNIFICANT EFFECT ON THE
ENVIRONMENT**

WHEREAS, West Dacks II LLC, on behalf of itself and/or the principals of West Dacks II LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has requested the Oneida County Industrial Development Agency (the "Agency") assist with a project consisting of (a) acquisition and renovation of a 181,345± square foot building (the "Existing Improvements") situated on a 44± acre parcel of land located at 210 Grove Street, Village of Boonville, Town of Boonville, Oneida County, New York (the "Land"); (b) construction of a 2,300± square foot addition to the Existing Improvements (the "Addition" and together with the Existing Improvements, the "Improvements"); and (c) acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the purpose of supplying household and linen supplies to the commercial lodging industry (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the acquisition, construction, renovation and equipping of the Facility is 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 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 construction, and equipping of the Facility may have a significant effect upon the environment, the Company has prepared and submitted to the Agency a short environmental assessment form (the "EAF"), 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, 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 April 15, 2024 meeting of the Village of Boonville 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 ONEIDA COUNTY 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 makes the following findings and determinations 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.

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency, DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of a resolution of the Oneida County 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 Agency duly convened in public session on June 27, 2024 at eight a.m., local time, at Rome, New York which the following members were:

Members Present:

EDGE Staff Present:

Others Present:

Others Present Webex:

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

Voting Aye

Voting Nay

and, therefore, the resolution was declared duly adopted.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) the meeting was open for the public to attend and public notice of the date, time, location and call-in information for said meeting was duly given, (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 _____, 2024.

Shawna Papale, Secretary

DRAFT

COLLINS SOLAR, LLC

Collins Solar, LLC
P.O. Box 8543
New York, NY 10150

June 8, 2024

VIA ELECTRONIC MAIL AND FEDERAL EXPRESS OVERNIGHT DELIVERY

Oneida County Industrial Development Agency
Attn: Shawna M. Papale, Executive Director
584 Phoenix Drive
Rome, New York 13441-1405
Email: spapale@mvedge.org

**Re: Oneida County Industrial Development Agency
2023 Real Estate Lease (Collins Solar, LLC Facility)**

Dear Ms. Papale,

I write to you on behalf of Collins Solar, LLC (the "Company") in connection with the above reference facility (the "Facility"). In 2023, the Oneida County Industrial Development Agency (the "Agency") granted to the Company certain financial assistance for the Facility in the form of a reduction of real property taxes, consistent with the Agency's Uniform Tax Exemption Policy.

The Facility is presently under construction, which is approximately seventy-five percent (75%) complete with a projected completion date of October 1, 2024. The Company is now obtaining financing from NYCEEC, a clean energy and energy efficiency lender (the "Lender"), to assist with the construction and equipping of the Facility. The size of the loan is \$2,900,000. The loan is to be secured, in part, by a mortgage on the Facility property.

The Lender requires, and therefore the Company hereby requests, that the Agency join in the mortgage to cover the Agency's interest in the Facility property. In addition, in connection with the financing, the Company also requests that the Agency extend its benefits for the Facility to include a mortgage recording tax exemption ("MRTE"). The value of the MRTE would be \$21,750.00 (i.e., 75% of the mortgage record tax amount).

The Project Costs for the Facility continues to be \$7,807,076. The proceeds will be used to pay the Facility's EPC (Engineering, Procurement and Construction) Contractor for services and materials due under the related EPC Agreement for the construction of the Project; and payments to third parties for development and project management services.

I appreciate the Agency's consideration of this matter. Should you have any questions, or require further information, please do not hesitate to contact me or our counsel, Greg Mountain, The West Firm PLLC, at (518) 641-0505 or gam@westfirmlaw.com.

Sincerely,



William C. Zachary
Authorized Signatory
Collins Solar, LLC

**ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY
COST/BENEFIT ANALYSIS
Required by §859-a(3) of the
New York General Municipal Law**

12-Jun-24

Name of Applicant: Collins Solar, LLC
135 E. 57th St, NY, NY 10022

Description of Project: 5 MW AC Solar Facility

Name of All Sublessees or Other Occupants of Facility: _____

Principals or Parent of Applicant: Applicant is single member LLC
Sunlight PV, LLC wholly owns Collins Solar, LLC

Products or Services of Applicant to be produced or carried out at facility: solar power production

Estimated Date of Completion of Project: Oct-23

Type of Financing/ Structure: _____ Tax-Exempt Financing
_____ Taxable Financing
X Sale/ Leaseback
_____ Other

Type of Benefits being Sought by Applicant: _____ Taxable Financing
_____ Tax-Exempt Bonds
_____ Sales Tax Exemption on Eligible Expenses Until Completion
_____ Mortgage Recording Tax Abatement
X Real Property Tax Abatement

C

Project Costs

Land Acquisition	\$ -
Existing Building(s) ACQUISITION	\$ -
Existing Building(S) RENOVATOIN	\$ -
NEW Building(s) CONSTRUCTION	\$ -
Installation Costs	\$ 2,000,000
Site Preparation/Parking Lot Construction	\$ 500,000
Machinery & Equipment (other than furniture)	\$ 4,600,000
Furniture & Fixtures	\$ -
Architectural & Engineering	\$ 60,000
Legal Fees (applicant, IDA, bank, other counsel)	\$ 36,000
Financial (all costs related to project financing)	\$ 15,000
Permits	\$ 100,000
Other	\$ 457,235
Agency Fee	\$ 38,841
TOTAL COST OF PROJECT	\$ 7,807,076

Page 18 of application

Assistance Provided by the Following:

EDGE Loan:	
MVEDD Loan:	
Grants - Please indicate source & Amount:	\$ 4,830,900
Other Loans - Please indicate source & Amount:	

4830900
NY Sun Program and FED ITC

Company Information

Existing Jobs
Created Jobs FTE (over three years)
Retained Jobs

0
0
0

Average Salary of these Positions

\$ -
\$ -
\$ -

Earnings Information for Oneida County

Average Salary of Direct Jobs for Applicant
Average of County Indirect Jobs
Average of Construction Jobs

\$ -
\$ 25,000
\$ 32,000

Note: \$1,000,000 in construction expenditures generates 15 person - years of employment
Construction Person Years of Employment:

13

Calculation of Benefits (3 Year Period)

	Total Earnings	Revenues
Direct Jobs		
Created	\$ -	\$ -
Existing	\$ -	\$ -
Indirect Jobs		
Created	\$ -	\$ -
Existing	0	0
Construction - only one year		
Person Years	\$ 400,000	\$ 17,000
TOTALS Calculation of Benefits (3 Yr Period)	\$ 400,000	\$ 17,000

TAXABLE GOODS & SERVICES

		Spending Rate	Expenditures	State & Local Sales Tax Revenues
Direct Jobs	Created	36%	\$ -	\$ -
	Existing	0.36	\$ -	\$ -
Indirect Jobs	Created	0.36	\$ -	\$ -
	Existing	0.36	\$ -	\$ -
Construction - only one year	Person Years	0.36	\$ 144,000	\$ 14,040
<u>TOTAL TAXABLE GOODS & SERVICES</u>			\$ 144,000	\$ 14,040

Local (3 year) real property tax benefit (assuming 60% of jobs existing and created own a residence) with an average assessment of \$80,000 and the remainder of jobs existing created pay real property taxes through rent based on an average assessment per apartment of \$50,000.

		Municipality	
Tax Rate for School District where facility is located:	\$ 34.296239	Holland Patent	23-24
Tax Rate for Municipality where facility is located: INCL JOINT FIRE	\$ 3.630577	Trenton	24
Tax Rate for County:	\$ 10.133932	Oneida	24
	Total Rate: 48.060748		
Real Property Taxes Paid:	\$ -		

COSTS: IDA BENEFITS

0

Real Property Taxes Abatement	\$ 1,628,296.00
Mortgage Tax Abated (.75%)	\$ 21,750
Estimated Sales Tax Abated During Construction Period (8.75%)	\$ -
Total:	\$ 1,650,046.00

NOTE: If there is a tax-exempt financing of all or a portion of the project cost, there is a neutral cost/benefit because of lower interest rates by reason of exclusion of interest from gross income of bondholders for purposes of Federal and State income taxes. Taxable financing carries the same cost/benefit for State Income Tax purposes. Such cost/benefits cannot be quantified.

**Authorizing Resolution
Mortgage Financing
Collins Solar, LLC Facility**

Date: June 27, 2024

At a meeting of the Oneida County Industrial Development Agency (the "Agency"), held at 584 Phoenix Drive, Rome, New York at 8:00 a.m. on June 27, 2024, the following members of the Agency were:

Members Present:

EDGE Staff Present:

Other Attendees:

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 the financing of a certain industrial development facility more particularly described below (Collins Solar, LLC Facility).

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

RESOLUTION RELATING TO THE COLLINS SOLAR, LLC FACILITY,
APPROVING MORTGAGE RECORDING TAX EXEMPTION,
AUTHORIZING THE AGENCY TO GRANT A MORTGAGE AND TO
EXECUTE RELATED DOCUMENTS.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 372 of the Laws of 1970 of the State of New York (collectively, the “Act”), Oneida County Industrial Development Agency (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, Collins Solar, LLC (the “Company”) previously requested Oneida County Industrial Development Agency (the “Agency”) enter into a transaction in which the Agency will assist in construction of an approximately 5 megawatt AC solar facility consisting of racking and foundations, inverters and transformers, necessary electrical interconnections and all improvements and connections required to transfer and deliver generation offsite, access road and turnaround, security fencing and gating; safety signage and solar photo voltaic (“PV”) panels (collectively, the “Improvements”), situated on a 21.78± acre portion of two parcels of land measuring 216.5± acre in the aggregate located at 155 Mappa Avenue, Town of Trenton, County of Oneida (the “Land”), all for the purpose of furthering the mission of New York State renewable energy goals by providing renewable energy for consumers in the region under the New York State Community Solar Program (the Land and the Improvements are referred to collectively as the “Facility” and the construction of the Improvements is referred to as the “Project”); and

WHEREAS, Scott R. Collins (the “Owner”) owns the Land and leases it to the Company pursuant to a Land Lease Agreement (the “Land Lease”); and

WHEREAS, the Company leases the Facility to the Agency pursuant to a Lease Agreement dated as of January 16, 2024 (the “Lease Agreement”); and

WHEREAS, the Agency leases the Facility back to the Company pursuant to a Leaseback Agreement dated as of January 16, 2024 (the “Leaseback Agreement”); and

WHEREAS, the Facility is the subject of that certain Payment-in-Lieu-of-Tax Agreement by and between the Agency and the Company, dated as of January 16, 2024 (the “PILOT Agreement”);

WHEREAS, the Facility is also the subject of an Environmental Compliance and Indemnification Agreement by and between the Agency and the Company, dated as of January 16, 2024 (the “Environmental Compliance Agreement”);

WHEREAS, the Facility is also the subject of a Project Obligation and Recapture Agreement by and between the Agency and the Company, dated as of January 16, 2024 (the “Recapture Agreement” and together with the Lease Agreement, the Leaseback Agreement, the PILOT Agreement and the Environmental Compliance Agreement, the “Agency Documents”); and

WHEREAS, by letter dated June 8, 2024, the Company notified the Agency that it intends to finance the Facility by entering into a mortgage with a lender (the “Mortgage”); and

WHEREAS, in the letter the Company requested the Agency (a) execute the Mortgage for the limited purpose of mortgaging to the lender its leasehold interest and (b) extend the benefit of mortgage recording tax exemption to the Mortgage, valued at \$21,750.00; and

WHEREAS, the Company has represented to the Agency that (i) the Project Costs as presented to the Agency in the Company’s Application for Financial Assistance remain unchanged, and (ii) all proceeds of the loan will be invested into costs relating to the Project.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County 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) Executing the Mortgage for the limited purpose of mortgaging the Agency’s leasehold interest in the Facility and approving the mortgage recording tax exemption will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Oneida County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) Executing the Mortgage for the limited purpose of mortgaging the Agency’s leasehold interest in the Facility and approving the mortgage recording tax exemption is reasonably necessary to induce the Company to maintain and expand its business operation in the State of New York; and

(e) It is desirable and in the public interest for the Agency to execute the Mortgage for the limited purpose of mortgaging the Agency's leasehold interest in the Facility and approve the mortgage recording tax exemption .

Section 2. In consequence of the foregoing, the Agency hereby determines to execute the Mortgage for the limited purpose of mortgaging the Agency's leasehold interest in the Facility and approve the mortgage recording tax exemption in an amount not to exceed \$21,750.00. The form and substance of the Mortgage, in substantially the form customary to the Agency and containing the Agency's standard language and which, prior to the execution and delivery thereof, shall be approved by counsel, is hereby approved.

Section 3. The Agency is hereby authorized to do all things necessary or appropriate for the accomplishment of the financing of the Facility, and all acts heretofore taken by the Agency with respect to the Facility are hereby approved, ratified and confirmed.

Section 4.

(a) The Chairman, Vice Chairman, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver all 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 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 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 6. This resolution shall take effect immediately.

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Oneida County Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on June 27, 2024 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.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) said meeting was open for the public to attend and public notice of the time, place of, and instructions to access, said meeting was duly given, (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 _____, 2024.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Shawna Papale, Secretary

SG ONEIDA PV, LLC

SG Oneida PV, LLC
P.O. Box 8543
New York, NY 10150

June 8, 2024

VIA ELECTRONIC MAIL AND FEDERAL EXPRESS OVERNIGHT DELIVERY

Oneida County Industrial Development Agency
Attn: Shawna M. Papale, Executive Director
584 Phoenix Drive
Rome, New York 13441-1405
Email: spapale@mvedge.org

**Re: Oneida County Industrial Development Agency
2022 Real Estate Lease (SG Oneida PV, LLC Facility)**

Dear Ms. Papale,

I write to you on behalf of SG Oneida PV, LLC (the "Company") in connection with the above reference facility (the "Facility"). In 2022, the Oneida County Industrial Development Agency (the "Agency") granted to the Company certain financial assistance for the Facility in the form of a reduction of real property taxes, consistent with the Agency's Uniform Tax Exemption Policy.

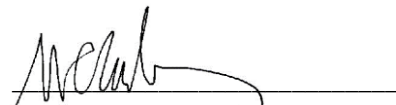
The Facility is presently under construction, which is approximately eighty-five percent (85%) complete with a projected completion date of September 1, 2024. The Company is now obtaining financing from NYCEEC, a clean energy and energy efficiency lender (the "Lender"), to assist with the construction and equipping of the Facility. The size of the loan is \$2,900,000. The loan is to be secured, in part, by a mortgage on the Facility property.

The Lender requires, and therefore the Company hereby requests, that the Agency join in the mortgage to cover the Agency's interest in the Facility property. In addition, in connection with the financing, the Company also requests that the Agency extend its benefits for the Facility to include a mortgage recording tax exemption ("MRTE"). The value of the MRTE would be \$21,750.00 (i.e., 75% of the mortgage record tax amount).

The Project Costs for the Facility continues to be \$8,236,000. The proceeds will be used to pay the Facility's EPC (Engineering, Procurement and Construction) Contractor for services and materials due under the related EPC Agreement for the construction of the Project; and payments to third parties for development and project management services.

I appreciate the Agency's consideration of this matter. Should you have any questions, or require further information, please do not hesitate to contact me or our counsel, Greg Mountain, The West Firm PLLC, at (518) 641-0505 or gam@westfirmlaw.com.

Sincerely,



William C. Zachary
Authorized Signatory
SG Oneida PV, LLC

**ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY
COST/BENEFIT ANALYSIS
Required by §859-a(3) of the
New York General Municipal Law**

12-Jun-24

Name of Applicant: SG Oneida PV, LLC

New York, NY

Description of Project: 4.75 MW AC Solar Facility

6788 Mallory Rd, Holland Patent (Town of Trenton)

Name of All Sublessees or Other Occupants of Facility: _____

Principals or Parent of Applicant: _____

Products or Services of Applicant to be produced or carried out at facility: _____

Estimated Date of Completion of Project: Nov-22

Type of Financing/ Structure: _____ Tax-Exempt Financing
_____ Taxable Financing
X Sale/ Leaseback
_____ Other

Type of Benefits being Sought by Applicant: _____ Taxable Financing
_____ Tax-Exempt Bonds
_____ Sales Tax Exemption on Eligible Expenses Until Completion
_____ Mortgage Recording Tax Abatement
X Real Property Tax Abatement

Project Costs

Land Acquisition	\$ 250,000
Existing Building(s) ACQUISITION	\$ -
Existing Building(S) RENOVATOIN	\$ -
NEW Building(s) CONSTRUCTION	\$ -
Installation Costs	\$ 1,925,000
Site Preparation/Parking Lot Construction	\$ 600,000
Machinery & Equipment (other than furniture)	\$ 4,420,000
Furniture & Fixtures	\$ -
Architectural & Engineering	\$ 100,000
Legal Fees (applicant, IDA, bank, other counsel)	\$ 36,000
Financial (all costs related to project financing)	\$ 13,305
Permits	\$ 26,695
Other	\$ 865,000
Agency Fee	\$ 41,386
TOTAL COST OF PROJECT	\$ 8,277,386

See appl.(decomm & Interconnect)

Assistance Provided by the Following:

EDGE Loan:	
MVEDD Loan:	
Grants - Please indicate source & Amount:	
Other Loans - Please indicate source & Amount:	

Company Information

Existing Jobs
Created Jobs FTE (over three years)
Retained Jobs

0
0
0

Average Salary of these Positions

\$ -
\$ -
\$ -

Earnings Information for Oneida County

Average Salary of Direct Jobs for Applicant
Average of County Indirect Jobs
Average of Construction Jobs

\$ -
\$ 25,000
\$ 32,000

Note: \$1,000,000 in construction expenditures generates 15 person - years of employment
Construction Person Years of Employment:

13

Calculation of Benefits (3 Year Period)

	Total Earnings	Revenues
Direct Jobs		
Created	\$ -	\$ -
Existing	\$ -	\$ -
Indirect Jobs		
Created	\$ -	\$ -
Existing	0	0
Construction - only one year		
Person Years	\$ 404,000	\$ 17,170
TOTALS Calculation of Benefits (3 Yr Period)	\$ 404,000	\$ 17,170

TAXABLE GOODS & SERVICES

		Spending Rate	Expenditures	State & Local Sales Tax Revenues
Direct Jobs	Created	36%	\$ -	\$ -
	Existing	0.36	\$ -	\$ -
Indirect Jobs	Created	0.36	\$ -	\$ -
	Existing	0.36	\$ -	\$ -
Construction - only one year	Person Years	0.36	\$ 145,440	\$ 14,180
<u>TOTAL TAXABLE GOODS & SERVICES</u>			\$ 145,440	\$ 14,180

Local (3 year) real property tax benefit (assuming 60% of jobs existing and created own a residence) with an average assessment of \$80,000 and the remainder of jobs existing created pay real property taxes through rent based on an average assessment per apartment of \$50,000.

		Municipality	
Tax Rate for School District where facility is located:	\$ 35.779055	Whitesboro CSD	23-24
Tax Rate for Municipality where facility is located: INCL JOINT FIRE	\$ 3.630577	Trenton	24
Tax Rate for County:	\$ 10.133932	Oneida	24
	Total Rate: 49.543564		
Real Property Taxes Paid:	\$ -		

COSTS: IDA BENEFITS

Real Property Taxes Abatement	\$ 791,069
Mortgage Tax Abated (.75%)	\$ 21,750
Estimated Sales Tax Abated During Construction Period (8.75%)	\$ -
Total:	\$ 812,819

NOTE: If there is a tax-exempt financing of all or a portion of the project cost, there is a neutral cost/benefit because of lower interest rates by reason of exclusion of interest from gross income of bondholders for purposes of Federal and State income taxes. Taxable financing carries the same cost/benefit for State Income Tax purposes. Such cost/benefits cannot be quantified.

**Authorizing Resolution
Mortgage Financing
SG Oneida PV, LLC Facility**

Date: June 27, 2024

At a meeting of the Oneida County Industrial Development Agency (the "Agency"), held at 584 Phoenix Drive, Rome, New York at 8:00 a.m. on June 27, 2024, the following members of the Agency were:

Members Present:

EDGE Staff Present:

Other Attendees:

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 the financing of a certain industrial development facility more particularly described below (SG Oneida PV, LLC Facility).

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

RESOLUTION RELATING TO THE SG ONEIDA PV, LLC FACILITY,
APPROVING MORTGAGE RECORDING TAX EXEMPTION,
AUTHORIZING THE AGENCY TO GRANT A MORTGAGE AND TO
EXECUTE RELATED DOCUMENTS.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 372 of the Laws of 1970 of the State of New York (collectively, the "Act"), Oneida County Industrial Development Agency (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, SG Oneida PV, LLC (the "Company") previously requested Oneida County Industrial Development Agency (the "Agency") enter into a transaction in which the Agency will assist in construction of an approximately 4.75 megawatt AC solar facility consisting of racking and foundations, inverters and transformers, necessary electrical interconnections and all improvements and connections required to transfer and deliver generation offsite, access road and turnaround, security fencing and gating; safety signage and solar photo voltaic ("PV") panels (collectively, the "Improvements"), situated on a 5.00± acre portion of a 54.47± acre parcel of land located at 6788 Mallory Road, Town of Trenton, County of Oneida (the "Land"), all for the purpose of furthering the mission of New York State renewable energy goals by providing renewable energy for consumers in the region under the New York State Community Solar Program (the Land and the Improvements are referred to collectively as the "Facility" and the construction of the Improvements is referred to as the "Project"); and

WHEREAS, the Company leases the Facility to the Agency pursuant to a Lease Agreement dated as of December 30, 2022 (the "Lease Agreement"); and

WHEREAS, the Agency leases the Facility back to the Company pursuant to a Leaseback Agreement dated as of December 30, 2022 (the "Leaseback Agreement"); and

WHEREAS, the Facility is the subject of that certain Payment-in-Lieu-of-Tax Agreement by and between the Agency and the Company, dated as of December 30, 2022 (the "PILOT Agreement");

WHEREAS, the Facility is also the subject of an Environmental Compliance and Indemnification Agreement by and between the Agency and the Company, dated as of December 30, 2022 (the "Environmental Compliance Agreement");

WHEREAS, the Facility is also the subject of a Project Obligation and Recapture Agreement by and between the Agency and the Company, dated as of December 30, 2022 (the "Recapture Agreement" and together with the Lease Agreement, the Leaseback Agreement, the PILOT Agreement and the Environmental Compliance Agreement, the "Agency Documents"); and

WHEREAS, by letter dated June 8, 2024, the Company notified the Agency that it intends to finance the Facility by entering into a mortgage with a lender (the "Mortgage"); and

WHEREAS, in the letter the Company requested the Agency (a) execute the Mortgage for the limited purpose of mortgaging to the lender its leasehold interest and (b) extend the benefit of mortgage recording tax exemption to the Mortgage, valued at \$21,750.00; and

WHEREAS, the Company has represented to the Agency that (i) the Project Costs as presented to the Agency in the Company's Application for Financial Assistance remain unchanged, and (ii) all proceeds of the loan will be invested into costs relating to the Project.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County 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) Executing the Mortgage for the limited purpose of mortgaging the Agency's leasehold interest in the Facility and approving the mortgage recording tax exemption will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Oneida County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) Executing the Mortgage for the limited purpose of mortgaging the Agency's leasehold interest in the Facility and approving the mortgage recording tax exemption is reasonably necessary to induce the Company to maintain and expand its business operation in the State of New York; and

(e) It is desirable and in the public interest for the Agency to execute the Mortgage for the limited purpose of mortgaging the Agency's leasehold interest in the Facility and approve the mortgage recording tax exemption .

Section 2. In consequence of the foregoing, the Agency hereby determines to execute the Mortgage for the limited purpose of mortgaging the Agency's leasehold

interest in the Facility and approve the mortgage recording tax exemption in an amount not to exceed \$21,750.00. The form and substance of the Mortgage, in substantially the form customary to the Agency and containing the Agency's standard language and which, prior to the execution and delivery thereof, shall be approved by counsel, is hereby approved.

Section 3. The Agency is hereby authorized to do all things necessary or appropriate for the accomplishment of the financing of the Facility, and all acts heretofore taken by the Agency with respect to the Facility are hereby approved, ratified and confirmed.

Section 4.

(a) The Chairman, Vice Chairman, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver all 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 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 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 6. This resolution shall take effect immediately.

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Oneida County Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on June 27, 2024 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.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) said meeting was open for the public to attend and public notice of the time, place of, and instructions to access, said meeting was duly given, (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 _____, 2024.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

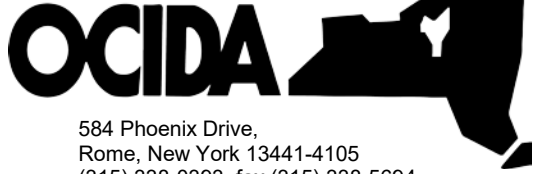
By: _____
Shawna Papale, Secretary

Anthony J. Picente Jr.
County Executive

Shawna M. Papale
Secretary/Executive
Director

Timothy Fitzgerald
Assistant Secretary

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY



584 Phoenix Drive,
Rome, New York 13441-4105
(315) 338-0393, fax (315) 338-5694
info@mvedge.org; www.mvedge.org

David C. Grow
Chairman

Michael Fitzgerald
Vice Chairperson

Mary Faith Messenger
Treasurer

Ferris Betrus, Jr.
Kirk Hinman
Eugene Quadraro
Stephen Zogby

REQUEST FOR EXTENSION OR INCREASE OF SALES TAX EXEMPTION

Companies that wish to request either an extension of time, an increase in value, or both should complete this form and submit to the IDA at least 14 days prior to (i) the expiration of the current exemption or (ii) date on which increased purchases will be made. Please submit a current certificate of insurance evidencing the IDA is named as additional insured with this request. If necessary, please attach additional sheets to provide the IDA with all relevant information to consider this request.

Company Name: Kris-Tech Wire Company, Inc IDA Project # 3001-23-KrisTech23

Nature of Request: Extension of time until (date) 07/30/2024 (mm/dd/yyyy)
 Increase in value to (amount) \$ 487,500 (\$50,000 increase)

Current FTEs at Facility: 128.00

Please describe the work that has been performed to date:

90% Complete with project - 100% Complete Part 1: 75,000sq ft expansion - manufacturing and racking has been moved in and operational. 75% Complete Part 2: Interior build - office, bathrooms, conference rooms (2), locker room, cleaning closet, and break-room.

Please describe the work that remains to be performed:

Remaining 25% of interior build including furnishing for office (desks, tables, chairs, etc.)

Please describe the reasons that an extension of time and/or increase in value is being requested (be specific about what has changed from the time the original application was submitted). If the Project Costs have changed from the original application, please complete the attached sheet that compares the original costs to the revised costs and provide an explanation for the change.

Increase in time is due to slight construction delays and unanticipated lead times on furniture. Increase in value is to account for increased costs and inaccurate forecasts from sub-contractors with less experience. The delta is expected to be ~\$12k (<3%) however, KT is requesting \$50k to account for unknowns at the end of the project (required furniture/equipment and unanticipated subcontractor reporting).

Value of purchases and exemptions claimed to date:

Purchases Exemptions
\$ 3,350,000 \$ 291,967

Value of purchases and exemptions projected to complete the project:

Purchases Exemptions
\$ 1,900,000 \$ 195,532

TO BE COMPLETED BY OCIDA

Date original exemption was granted: 02/10/2023 (mm/dd/yyyy)

Date of any prior extensions authorized: 01/31/2024 (mm/dd/yyyy)

Has the Company remitted annual rent and reporting requirements? Yes No

Employment Obligation: Retain 115, add 5

(If housing project, attach original Project Obligation)

Estimated Project Cost and Financing

List the costs necessary for preparing the facility.

	Original	Revised	Difference <small>(use minus symbol where applicable)</small>
Land Acquisition	\$	\$	\$
Existing Building(s) ACQUISITION	\$	\$	\$
Existing Building(s) RENOVATION	\$ 375,000	\$ 938,659	\$ 563,659
NEW Building(s) CONSTRUCTION	\$ 7,455,000	\$ 6,021,992	\$ -1,433,008
Installation Costs	\$	\$	\$
Site preparation/parking lot construction	\$ 1,160,000	\$ 1,104,615	\$ -55,385
Machinery & Equipment that is TAXABLE	\$ 200,000	\$ 595,020	\$ 395,020
Machinery & Equipment that is NON-TAXABLE	\$ 1,700,000	\$ 1,700,000	\$ 0
Furniture & Fixtures	\$ 100,000	\$ 550,000	\$ 450,000
Architectural & Engineering	\$ 500,000	\$ 314,700	\$ -185,300
Legal Fees (applicant, IDA, bank, other counsel)	\$ 10,000	\$ 284,679	\$ 274,679
Financial (all costs related to project financing*)	\$ 50,000	\$ 52,781	\$ 2,781
Permits (describe below)	\$	\$	\$
Other (describe below)	\$	\$	\$
Subtotal	\$ 11,550,000	\$ 11,562,446	\$ 12,446
Agency Fee ¹	\$ 53,875	\$ 53,906	\$ 31
Total Project Cost	\$ 11,603,875	\$ 11,616,352	\$ 12,477

* Bank fees, title insurance, appraisals, interest, environmental reviews, etc.

¹See Page 25 of current OCIDA application for fee schedule.

Permit Information

Other Information

REPRESENTATIONS AND CERTIFICATION BY APPLICANT

The undersigned requests that the attached materials be submitted as an amendment to the Applicant's original Application for Financial Assistance for review to the Oneida County Industrial Development Agency (the "Agency") and its Board of Directors.

Approval of the modifications to the Application can be granted solely by this Agency's Board of Directors. The Agency reserves the right to request Applicant complete a full Application for Financial Assistance if, after reviewing the attached materials, the Agency determines one is required to properly evaluate the Applicant's request. The undersigned acknowledges that Applicant shall be responsible for all costs incurred by the Agency and its counsel in connection with the attendant negotiations whether or not the transaction is carried to a successful conclusion.

The Applicant further understands and agrees with the Agency as follows:

1. **Annual Sales Tax Filings.** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant.
2. **Annual Employment, Tax Exemption & Bond Status Reports.** The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site as well as tax exemption benefits received with the action of the Agency. For Applicants not responding to the Agency's request for reports by the stated due date, a \$500 late fee will be charged to the Applicant for each 30-day period the report is late beyond the due date, up until the time the report is submitted. Failure to provide such reports as provided in the transaction documents will be an Event of Default under the Lease (or Leaseback) Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Annual Employment, Tax Exemption & Bond Status Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.
3. **Absence of Conflict of Interest.** The Applicant has consulted the Agency website of the list of the Agency members, officers and employees of the Agency. No member, officer, or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as herein after described (if none, state "none"):
4. **Hold Harmless.** Applicant hereby releases the Agency and its members, officers, servants, agents and employees from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the Application or the Project described therein or the tax exemptions and other assistance requested therein are favorably acted upon by the Agency, (B) the Agency's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final

agreement with respect to the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

5. The Applicant acknowledges that the Agency has disclosed that the actions and activities of the Agency are subject to the Public Authorities Accountability Act signed into law January 13, 2006 as Chapter 766 of the 2005 Laws of the State of New York.
6. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). **Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.**
7. The Applicant acknowledges that it has been provided with a copy of the Agency's recapture policy (the "Recapture Policy"). The Applicant covenants and agrees that it fully understands that the Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
8. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant 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 project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
9. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
10. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
11. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.
12. The Applicant and the individual executing this Application on behalf of the Applicant acknowledge that the Agency will rely on the representations made herein when acting on this Application and hereby represent that the statements made herein do not contain any untrue statement of a material

fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

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

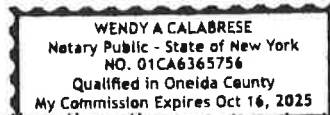
Robert J Pagano III _____, being first duly sworn, deposes and says:

1. That I am the VP, Finance (Corporate Office) of Kris-Tech Wire Company, Inc. (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.


(Signature of Officer)

Subscribed and affirmed to me under penalties of perjury
this 15th day of May, 2024


(Notary Public)



If the application has been completed by or in part by other than the person signing this application for the applicant please indicate who and in what capacity:

By: _____

Name: _____

Title: _____

Date: _____

- Any applicant submitting this form should submit it with a non-refundable application fee of **\$500**.
- If the applicant is requesting an increase in the value of the sales tax exemption, the applicant will also pay an additional fee equal to the increased OCIDA fee (see page 25 of original application) relating to the additional financial assistance. This fee will be payable as a condition of the sales tax exemption being issued.
- If the request is the first request for an extension of time, the \$500 application fee will be the only fee payable.
- If the request is for an extension of time that is not the first request, the OCIDA has the discretion of charging an additional fee.

Please submit to the Oneida County Industrial Development Agency, 584 Phoenix Drive, Rome NY 13441-1405, **within 14 days prior to the OCIDA Board of Directors meeting at which you want the Application to be included on the Agenda.** Wire transfer and ACH payments are acceptable but all related fees incurred by the Agency are payable by the Applicant. It is advised that an electronic version of the application accompany the original application via hard copy or e-mail. An electronic version of the application must accompany the original application via physical media or e-mail.

**ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY
 COST/BENEFIT ANALYSIS
 Required by §859-a(3) of the
 New York General Municipal Law**

31-May-24

Name of Applicant:	Kris Tech
	80 Otis St, Rome
Description of Project:	74-80K SF Expansion
	Construction & equipping
Name of All Sublessees or Other Occupants of Facility:	

Principals or Parent of Applicant: Graham Brodock

Products or Services of Applicant to be produced or carried out at facility: Wire

Estimated Date of Completion of Project: Dec-23

Type of Financing/ Structure:

<input type="checkbox"/>	Tax-Exempt Financing
<input type="checkbox"/>	Taxable Financing
<input checked="" type="checkbox"/>	Sale/ Leaseback
<input type="checkbox"/>	Other

Type of Benefits being Sought by Applicant:

<input type="checkbox"/>	Taxable Financing
<input type="checkbox"/>	Tax-Exempt Bonds
<input checked="" type="checkbox"/>	Sales Tax Exemption on Eligible Expenses Until Completion
<input checked="" type="checkbox"/>	Mortgage Recording Tax Abatement
<input checked="" type="checkbox"/>	Real Property Tax Abatement

Project Costs

Land Acquisition	\$ -
Existing Building(s) ACQUISITION	\$ -
Existing Building(S) RENOVATION	\$ 938,659
NEW Building(s) CONSTRUCTION	\$ 6,021,992
Installation Costs	\$ -
Site Preparation/Parking Lot Construction	\$ 1,104,615
Machinery & Equipment (other than furniture)	\$ 2,295,020
Furniture & Fixtures	\$ 550,000
Architectural & Engineering	\$ 314,700
Legal Fees (applicant, IDA, bank, other counsel)	\$ 284,679
Financial (all costs related to project financing)	\$ 52,781
Permits	\$ -
Other	\$ -
Agency Fee	\$ 53,906
TOTAL COST OF PROJECT	\$ 11,616,352

Assistance Provided by the Following:

EDGE Loan:	
MVEDD Loan:	
Grants - Please indicate source & Amount:	\$ -
Other Loans - Please indicate source & Amount:	

Company Information

Existing Jobs
Created Jobs FTE (over three years)
Retained Jobs

115
5
115

Average Salary of these Positions

\$ 66,912
\$ 75,000
\$ 66,912

Earnings Information for Oneida County

Average Salary of Direct Jobs for Applicant
Average of County Indirect Jobs
Average of Construction Jobs

\$ 66,912
\$ 25,000
\$ 32,000

Note: \$1,000,000 in construction expenditures generates 15 person - years of employment
Construction Person Years of Employment:

40

Calculation of Benefits (3 Year Period)

	Total Earnings	Revenues
Direct Jobs		
Created	\$ 1,125,000	\$ 47,813
Existing	\$ 23,084,640	\$ 981,097
Indirect Jobs		
Created	\$ 937,500	\$ 39,844
Existing	\$ 21,562,500	\$ 916,406
Construction - only one year		
Person Years	\$ 1,290,443	\$ 54,844
TOTALS Calculation of Benefits (3 Yr Period)	\$ 48,000,083	\$ 2,040,004

TAXABLE GOODS & SERVICES

		Spending Rate	Expenditures	State & Local Sales Tax Revenues
Direct Jobs	Created	36%	\$ 405,000	\$ 39,488
	Existing	0.36	\$ 8,310,470	\$ 810,271
Indirect Jobs	Created	0.36	\$ 337,500	\$ 32,906
	Existing	0.36	\$ 7,762,500	\$ 756,844
Construction - only one year	Person Years	0.36	\$ 464,559	\$ 45,295
<u>TOTAL TAXABLE GOODS & SERVICES</u>			\$ 17,280,030	\$ 1,684,803

Local (3 year) real property tax benefit (assuming 60% of jobs existing and created own a residence) with an average assessment of \$80,000 and the remainder of jobs existing created pay real property taxes through rent based on an average assessment per apartment of \$50,000.

		Municipality	
Tax Rate for School District where facility is located:	33.953164	Rome	22-23
Tax Rate for Municipality where facility is located:	20.195914	Rome Inner	2022
Tax Rate for County:	10.538131	Oneida	2022
	Total Rate:		
	64.687209		
Real Property Taxes Paid:	\$ 527,848		

COSTS: IDA BENEFITS

Real Property Taxes Abatement	\$ 1,437,672
Mortgage Tax Abated (.75%)	\$ 63,750
Estimated Sales Tax Abated During Construction Period (8.75%)	\$ 487,500
Total:	\$ 1,988,922

NOTE: If there is a tax-exempt financing of all or a portion of the project cost, there is a neutral cost/benefit because of lower interest rates by reason of exclusion of interest from gross income of bondholders for purposes of Federal and State income taxes. Taxable financing carries the same cost/benefit for State Income Tax purposes. Such cost/benefits cannot be quantified.

**Resolution to Increase Value of
Sales Tax Exemption and Extend
Period of Agency Appointment
Kris-Tech Wire Company, Inc.
Facility**

Date: June 27, 2024

At a meeting of the Oneida County Industrial Development Agency (the "Agency") held at 584 Phoenix Drive, Rome, New York 13441 on June 27, 2024, the following members of the Agency were:

Members Present

EDGE Staff Present

Other Attendees:

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 increasing the value and extending the time of previously approved financial assistance to Kris-Tech Wire Company, Inc..

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

Voting Aye

Voting Nay

RESOLUTION AUTHORIZING THE AGENCY TO INCREASE THE VALUE OF A SALES TAX EXEMPTION, EXTEND THE PERIOD OF THE AGENCY APPOINTMENT AND EXECUTE RELATED DOCUMENTS WITH RESPECT TO THE KRIS-TECH WIRE COMPANY, INC. FACILITY LOCATED IN THE CITY OF ROME, 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 372 of the Laws of 1970 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, the Company previously entered into transactions with the Oneida County Industrial Development Agency (the "Agency") in which the Agency provided financial assistance in connection with:

- construction of (a) a 45,000± square foot manufacturing facility; (b) a 22,000± square foot addition to the manufacturing facility; and (c) a 3,000± square foot addition to the manufacturing facility (collectively, the "Existing Improvements"), all situated on an 8.040± acre parcel of land located at 80 Otis Street in the Griffiss Business and Technology Park, City of Rome (the "Existing Land"); and (d) acquisition and installation of equipment in the Existing Improvements (collectively, the "Existing Equipment"), all to be used for the manufacturing of bare and insulated copper wire products (the Existing Land, the Existing Improvements and the Existing Equipment referred to collectively as the "Existing Facility"); and
- (a) acquisition of a 3.98± acre parcel of land adjacent to the Existing Land, to be consolidated into the Existing Land (collectively, the "Land") (b) construction of a 75,000± square foot addition to the Existing Improvements and all infrastructure and utilities to service the same (the "Addition"); (c) renovations to the Existing Improvements; and (d) acquisition and installation of equipment in the Addition and Existing Improvements (the "Equipment"), all for the purpose of expanding the capabilities of the Existing Facility and enabling the manufacturing of critical supply chain components for energy and infrastructure projects across New York State and the United States (the Land, the Addition and the Equipment are referred to collectively as the "2023 Facility" and the construction and equipping of the Addition and renovation and equipping of the Existing Improvements is referred to as the "2023 Project"); and

WHEREAS, on March 28, 2023 the Agency adopted a resolution approving financial assistance in support of the 2023 Project, which included exemptions from sales and uses taxes in an amount not to exceed \$437,500.00; and

WHEREAS, the Company has submitted to the Agency a request to increase the value of the exemption to \$487,500.00, and to extend the period of the agency appointment under which the Company may utilize the exemption to July 30, 2024 (the “Amended Financial Assistance”) to allow the Company to complete the Project.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County 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 Amended Financial Assistance will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Oneida County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The Amended Financial Assistance is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) The SEQRA findings adopted by the Agency on March 28, 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

(f) It is desirable and in the public interest for the Agency to approve the Amended Financial Assistance.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) authorize a \$50,000.00 increase in the value of the sales tax exemption, to an amount not to exceed \$487,500.00, (ii) extend the agency appointment to July 30, 2024, and (iii) execute and deliver an agency appointment letter, Form ST-60 and related documents (the “Amended Sales Tax Documents”) in support of the Project.

Section 3. The Agency is hereby authorized to do all things necessary or appropriate for the accomplishment of the Amended Financial Assistance, and all acts heretofore taken by the Agency with respect to such Amended Financial Assistance are hereby approved, ratified and confirmed.

Section 4. The form and substance of the Amended Sales Tax Documents (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, Executive Director, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Amended Sales Tax Documents, all in substantially the forms thereof presented to or approved by this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Executive Director, 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. The execution thereof by the Chairman, Vice Chairman, Executive Director or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Vice Chairman, Executive Director, 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 Amended Sales Tax 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 Amended Sales Tax Documents binding upon the Agency.

Section 7. This resolution shall take effect immediately.

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

I, the undersigned Secretary of the Oneida County Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Agency, including the resolutions contained therein, held on June 27, 2024 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.

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 were duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of June 27, 2024.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Shawna M. Papale, Secretary



ECONOMIC DEVELOPMENT GROWTH ENTERPRISES CORPORATION
584 Phoenix Drive • Rome, New York 13441
315-338-0393 • 800-765-4990 • FAX 315-338-5694
E-Mail: info@mvedge.org • www.mvedge.org

June 17, 2024

Oneida County Industrial Development Agency
584 Phoenix Drive
Rome, New York 13441

Re: Oneida County Industrial Development Agency
2024 Real Estate Lease
(Economic Development Growth Enterprises Corporation – Flex Space
Facility)

Dear Agency Members:

On or about December 1, 2023, Economic Development Growth Enterprises Corporation (“EDGE”) submitted to the Agency an Application for Financial Assistance (the “Application”) with respect to a project commonly referred to as the “Flex-Space Project” (the “Project”). The Agency adopted an inducement resolution with respect to the Project on or about December 8, 2023 (as supplemented on February 9, 2024 and March 26, 2024).

In its Application, EDGE proposed (and the Agency has approved) a PILOT Agreement which is consistent with the terms and provisions of that certain Agreement Approving PILOT Terms and Allocating PILOT Payments dated as of October 1, 2013 by and among the Agency, the County of Oneida, the Whitesboro Central School District, the Town of Marcy, the Maynard Fire District and Dunham Public Library (the “PILOT Allocation Agreement”). The PILOT Allocation Agreement provides, among other things, that in order for any indebtedness incurred by EDGE to qualify as “EDGE Project-Related Debt”, as such term is defined therein, “the same must first be approved by the Agency (after it first consults with EDGE), which approval shall not be unreasonably withheld, conditioned or delayed”.

When it submitted the Application, EDGE indicated therein that it intended to obtain up to \$8,808,000.00 in mortgage financing for the Project and requested that the Agency grant it a \$66,060.00 exemption from the applicable mortgage recording tax. However, at that time, EDGE did not ask the Agency to approve said indebtedness and thereby qualify it as “EDGE Project-Related Debt” because it was still working to finalize its Project budget, including its sources and uses of funds, and was still talking to potential lenders. EDGE’s plans have since gelled to the point where it is now in a position to ask the Agency to approve the “EDGE Project-Related Debt” relating to the Project.

EDGE will be obtaining up to \$8,000,000.00 in construction mortgage financing from Community Bank, National Association (the “Bank”). At the end of the two (2) year construction financing period, EDGE will be obligated to pay down the construction financing so that the principal balance thereof does not exceed the sum of \$6,129,383.00 and said paid-

down principal balance shall thereupon be converted by the Bank to a eight (8) year permanent loan (with monthly payments of principal and interest to be based on a twenty (20) year amortization). During the two (2) year construction term, the Bank loan will bear interest at the Secured Overnight Financing Rate (“SOFR”), as published by the Chicago Mercantile Exchange Group (CME), adjustable monthly, plus 1.90%. During the first five (5) years of the eight (8) year permanent loan term, the Bank loan will bear interest at a per annum fixed rate equal to the weekly average yield on U.S. Treasury Securities adjusted to a constant maturity of five (5) years (the “Index”) plus 2.25% (the “Margin”). During the remaining three (3) years of the eight (8) year permanent loan term, the Bank loan will interest at a per annum fixed rate equal to the Index (as in effect on the fifth (5th) anniversary of the date of the permanent loan note) plus the Margin. When the permanent loan matures, there will be a balloon payment due which EDGE will need to refinance at that time (unless it has earlier paid off the same).

In addition, EDGE will be obtaining \$400,000.00 in mortgage financing from Utica Industrial Development Corporation (“UIDC”) for a term of twenty (20) years bearing interest at the fixed rate of four percent (4%) per annum. Pursuant to the UIDC mortgage loan, EDGE will be obligated to made (a) interest-only payments during the first twenty-four (24) months of the loan term and (b) equal monthly payments of principal and interest during the last two hundred sixteen (216) months of the loan term.

Based on the foregoing, EDGE hereby requests that the Agency approve a total of up to \$8,400,000.00 in “EDGE Project-Related Debt” relating to this Project and extend the previously authorized mortgage recording tax exemption to the transaction.

A copy of EDGE’s current Sources and Uses of Funds table for the Project is enclosed.

If you need anything from EDGE in order to process this request, or if you have any questions, please feel free to contact the undersigned.

Sincerely,

ECONOMIC DEVELOPMENT
GROWTH ENTERPRISES CORPORATION

By: Maureen Carney
Name: Maureen Carney
Title: CFO

**Flex Space PROJECT
Sources and Uses
May 9, 2024**

DANFOSS SILICON POWER LLC 40MKSUBLEASE OPTION FINAL

	AMOUNT
LOAN	COMMUNITY BANK TERM LOAN FLEX SPACE (up to \$8M during construction) \$ 6,129,382.65
LOAN	UIDC/MVEDD LOAN \$ 400,000.00
GRANT	ONEIDA COUNTY APPROPRIATION EDGE \$ 2,000,000.00
GRANT	ESD CFA AWARD EDGE \$ 1,000,000.00
GRANT	FAST-NY GRANT \$ 2,362,477.82
EQUITY	EDGE EQUITY CONTRIBUTION \$ 2,500,000.00
TOTAL SOURCES	\$ 14,391,860.47

USES OF PROCEEDS	AMOUNT
OTHER FEES (NON HARD COSTS- INCLUDES INTERIM INTEREST DURING CONSTRUCTION)	\$ 1,282,105.00
VIP DESIGN BLD PART1 LANCO	\$ 1,487,942.00
VIP DESIGN BUILD AGREEMENT PART 2 (INCLUDES CONSTRUCTION CONTINGENCY) REVISED 4/16/24	\$ 8,300,189.00
VIP Early Order #1 (Electrical Equipment)	\$ 587,248.36
VIP Early Order #2 (Structural Steel)	\$ 2,734,376.11
TOTAL USES	\$ 14,391,860.47

FAST-NY ELIGIBLE EXPENSES	TOTAL	90% GRANT	10% MATCH (Other)
FAST NY VIP Part 1 LAN-CO	\$ 1,487,942.00	\$ 1,339,147.80	\$ 148,794.20
FAST NY VIP Part 2			
UTILITIES WATER	\$ 59,200.00	\$ 53,280.00	\$ 5,920.00
GAS TRENCHING	\$ 10,770.00	\$ 9,693.00	\$ 1,077.00
GAS DISTRIBUTION	\$ 4,500.00	\$ 4,050.00	\$ 450.00
NG GAS MAIN EXTENSION RING RD. TO WAFER LOOP RD. CONNECTION	\$ 115,000.00	\$ 103,500.00	\$ 11,500.00
ELECTRICAL GROUNDING SYSTEM	\$ 5,000.00	\$ 4,500.00	\$ 500.00
TEMP POWER & LIGHTING	\$ 37,900.00	\$ 34,110.00	\$ 3,790.00
EXT DUCTBANK INC CONCRETE	\$ 20,975.00	\$ 18,877.50	\$ 2,097.50
COMPLETE POWER SYSTEM SUBSTATION TO SWITCHGEAR	\$ 88,670.00	\$ 79,803.00	\$ 8,867.00
EARLY PURCHASE AGREEMENT ELECTRICAL EQUIPMENT	\$ 587,248.36	\$ 528,523.52	\$ 58,724.84
FOUNDATION EXCAVATION (p.8) VIP DESIGN BUILD AMENDMENT	\$ 207,770.00	\$ 186,993.00	\$ 20,777.00
SUBTOTAL (FAST-NY)	\$ 2,624,975.36	\$ 2,362,477.82	\$ 262,497.54

OTHER FEES	
FINANCING FEES/OCIDA AGENCY FEE	\$ 105,000.00
BANK APPRAISAL, PHASE 1 ESA & BANK 3RD PARTY ENGINEERING REVIEW	\$ 25,000.00
MORTGAGE RECORDING TAX (OCIDA 0.25%)	\$ 25,000.00
VIP AA DESIGN BLD AMENDMENT PART1/HAZ MAT EVAL	\$ 92,650.00
TITLE INSURANCE OTHER COSTS	\$ 101,957.46
INSURANCE/PERMITS	\$ 95,000.00
LEGAL	\$ 225,000.00
INTERIM INTEREST	\$ 350,000.00
FAST NY MATCH	\$ 262,497.54
SUBTOTAL (OTHER FEES)	\$ 1,282,105.00

**Resolution Approving
EDGE Project Related Debt
(Flex Space Facility)**

Date: June 27, 2024

At a meeting of the Oneida County Industrial Development Agency (the "Agency") held at 584 Phoenix Drive, Rome, New York 13441 on June 27, 2024, the following members of the Agency were:

Members Present:

EDGE Staff Present:

Others 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 approving EDGE Project Related Debt in furtherance of the Flex Space Facility.

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

Voting Aye

Voting Nay

RESOLUTION APPROVING EDGE PROJECT RELATED DEBT WITH RESPECT TO THE FLEX SPACE FACILITY LOCATED IN THE TOWN OF MARCY, ONEIDA COUNTY AND AUTHORIZING THE FORM AND EXECUTION OF RELATED DOCUMENTS.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 372 of the Laws of 1970 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, Economic Development Growth Enterprises Corporation, on behalf of itself and its principals (collectively, the "Company" and sometimes referred to as "EDGE"), or an entity to be formed on behalf of any of the foregoing has applied to the Agency to enter into a transaction in which the Agency will assist in construction of a 60,281± square foot single story Flex Space building including loading docks and all utilities and infrastructure to support the same (collectively, the "Improvements") on a 17± acre portion of a parcel of land situate at 2049 Wafer Loop Road in the Town of Marcy, Oneida County, New York (the "Land"); and acquisition and installation of furniture, fixtures and equipment in the Improvements (the "Equipment"), to provide adaptable logistics/warehousing space for supply chain companies for the purpose of supporting the semiconductor and advanced electronics industry and in furtherance of the master plan for the Marcy Nanocenter site (the Land, the Improvements and the Equipment is referred to collectively as the "Facility" and the construction and equipping of the Improvements is referred to as the "Project"); and

WHEREAS, the Agency will acquire a leasehold interest in the Facility pursuant to a Lease Agreement from the Company to the Agency (the "Lease Agreement") and lease the Facility back to the Company pursuant to a Leaseback Agreement from the Agency to the Company (the "Leaseback Agreement"); and

WHEREAS, the Company will further sublease 40,705± square feet of the Facility to Danfoss Silicon Power LLC (the "Danfoss Sublessee") for its operation, to support the continued growth of the Danfoss Sublessee at the Quad C facility at SUNY Poly (the "Quad C Facility") pursuant to a Sublease Agreement between the Company and the Danfoss Sublessee (the "Danfoss Sublease Agreement"), the terms of which provide for up to a 20 year sublease term and gives the Danfoss Sublessee the option to terminate early under certain conditions; and

WHEREAS, the Company intends to further sublease the remaining leasable square feet of the Facility to another user or users (which may include the Danfoss Sublessee) relating to growing a regional ecosystem for the semiconductor and advanced electronic industry (the Danfoss Sublessee and any other user or users are referred to collectively as the "Sublessees" and any one is referred to as a "Sublessee"); and

WHEREAS, by resolution duly adopted on March 6, 2024 (the “Resolution”), the Agency authorized financial assistance in furtherance of the Project in the form of exemptions from mortgage recording taxes in an amount not to exceed \$66,060.00 and exemptions from sales tax in an amount not to exceed \$61,250.00; and

WHEREAS, in the Resolution the Agency made provision for payments-in-lieu-of-taxes (the “PILOT Payments”) by the Company and/or the Sublessees to the Agency pursuant to a Payment-In-Lieu-of-Tax Agreement (the “PILOT Agreement”), which PILOT Payments are to be allocated by the Agency in accordance with the terms of an Agreement Approving PILOT Terms and Allocating PILOT Payments dated as of October 1, 2013 by and among the County of Oneida, Whitesboro Central School District, the Town of Marcy, Maynard Fire District, Dunham Public Library (each an “Affected Tax Jurisdiction” and collectively, the “Affected Tax Jurisdictions”), the Agency and EDGE (the “Allocation Agreement”); and

WHEREAS, the payments under the PILOT Agreement are to be a first-priority lien on the Facility, to be secured by a PILOT Mortgage from the Agency and the Company to the Agency, for the benefit of the Taxing Authorities (the “PILOT Mortgage”); and

WHEREAS, EDGE has agreed to undertake certain site work in furtherance of the Project (the “EDGE Project Related Improvements”); and

WHEREAS, Community Bank, N.A. (the “Bank”), together with Utica Industrial Development Corporation (“UIDC” and together with the Bank, the “Lenders”) have agreed to finance a portion of the EDGE Project Related Improvements by extending one or more loans to EDGE in the principal sum of up to \$8,400,000.00 (the “EDGE Project Related Debt”) to be secured by one or more mortgages and/or other documents deemed necessary by the Lenders to secure their respective interests (the “Lenders’ Financing Documents”); and

WHEREAS, under the Allocation Agreement, the Agency must approve all EDGE Project Related Debt before it is incurred; and

WHEREAS, by letter dated June 17, 2024, EDGE has requested the Agency to approve the EDGE Project Related Debt, which request includes a summary of Sources and Uses of Funds for the EDGE Project Related Debt (the “Sources and Uses of Funds”), attached hereto as **Exhibit A**; and

WHEREAS, the Agency recognizes that the Project is vitally important to economic development efforts in Oneida County, and desires to approve the EDGE Project Related Debt in support of the Project.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County 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) Approving the EDGE Project Related Debt will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Oneida County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and
- (d) The EDGE Project Related Debt is reasonably necessary to induce EDGE to undertake the EDGE Project Related Improvements and to induce the Sublessees to maintain and expand their respective business operations in the State of New York; and
- (e) It is desirable and in the public interest for the Agency to approve the EDGE Project Related Debt; and
- (f) The Lenders’ Financing Documents, in the Agency’s customary forms and subject to review by counsel, will be effective instruments whereby the Agency grants to the Lenders a security interest in the Facility.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) accept the Sources and Uses of Funds set forth on **Exhibit A** hereto; (ii) approve the EDGE Project Related Debt, in an amount not to exceed \$8,400,000.00; and (ii) execute, deliver and perform the Lenders’ Financing Documents.

Section 3. The Agency is hereby authorized to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such EDGE Project Related Debt are hereby approved, ratified and confirmed.

Section 4. The form and substance of the Lenders’ Financing Documents are hereby approved, subject to (i) the inclusion of the Agency’s standard financing provisions; (ii) the condition that the Lenders’ Financing Documents are not extended without the express written approval of the Agency; and (iii) approval of Agency counsel as to form.

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 Lenders’ Financing Documents, all in substantially the forms thereof presented to or approved by

this meeting 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 Secretary of the Oneida County Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Agency, including the resolutions contained therein, held on June 27, 2024 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 Sources and Uses of Funds attached hereto as Exhibit A and the Lenders’ Financing Documents 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 _____, 2024.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Shawna M. Papale, Secretary