

**Authorizing Resolution
GLDC Licenses to Displaced Rome
Businesses**

Date: September 5, 2024

At a meeting of the Oneida County Industrial Development Agency (the "Agency") held at 584 Phoenix Drive, Rome, New York on September 5, 2024, the following members of the Agency were:

Members Present: S. Zogby, D. Grow, T. Reed, F. Armstrong, K. Martin (virtual), A. Lewis (virtual), and J. Genovese (virtual)

Staff Present: S. Papale, T. Fitzgerald, L. Cohen, M. Kaucher, C. Mercurio, M. Carney, M. Barraco

Others Present: L Romano and L. Ruberto (BSK), M. Levitt and J. Pepinelli (Levitt & Gordon)

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 consent to licenses from Griffiss Local Development Corporation to businesses that were impacted by the July 2024 tornado.

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

Voting Aye

S. Zogby
D. Grow
T. Reed
F. Armstrong
K. Martin
A. Lewis
J. Genovese

Voting Nay

RESOLUTION OF THE AGENCY CONSENTING TO A SHORT-TERM LICENSE OR LICENSES FROM GRIFFISS LOCAL DEVELOPMENT CORPORATION TO BUSINESSES IMPACTED BY THE JULY 2024 TORNADO AND AUTHORIZING THE AGENCY TO EXECUTE RELATED DOCUMENTS WITH RESPECT TO FACILITIES LOCATED IN THE GRIFFISS BUSINESS AND TECHNOLOGY PARK, 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, Oneida County Industrial Development Agency (the "Agency") leases to Griffiss Local Development Corporation ("GLDC") several buildings located within the Griffiss Business and Technology Park, City of Rome, New York (the "GLDC Facilities"); and

WHEREAS, in July 2024 the City of Rome business district sustained significant tornado damage and numerous local businesses were displaced and adversely affected (the "Displaced Businesses"); and

WHEREAS, in an effort to provide some assistance to the Displaced Businesses, GLDC is planning to make available certain vacant space within the GLDC Facilities (the "Vacant Space") on an emergency, short-term basis by entering into three (3) month license agreements (the "License Agreements"); and

WHEREAS, under the terms of the various leases between OCIDA and GLDC, GLDC is required to obtain the consent of the Agency prior to licensing or subleasing any portion of the GLDC Facilities (including the Vacant Space) to a third party; and

WHEREAS, GLDC is requesting the Agency consent to such License Agreements to the Displaced Businesses in the GLDC Facilities, subject to certain conditions.

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 GLDC Facilities constitute a “project”, as such term is defined in the Act; and

(c) Consenting to the License Agreements 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) Consenting to the License Agreements is reasonably necessary to induce the Displaced Businesses 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 consent to the License Agreements to the Displaced Businesses.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) consent to the License Agreements to the Displaced Businesses; and (ii) execute the License Agreements to the extent necessary to acknowledge its consent.

Section 3. The form and substance of the License Agreements are hereby approved, conditioned upon (a) GLDC notifying the Agency of the name and business purpose of each Displaced Business to allow Agency counsel to confirm that the Facilities will continue to constitute a “project” as defined by the Act; (b) receipt by the Agency of evidence that the Displaced Businesses carry general liability insurance coverage at such levels and in such forms that are deemed acceptable to the Agency’s insurance agent; and (c) if GLDC determines to extend any License Agreement or sublease the GLDC Facilities, it shall require additional prior consent by the Agency.

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 the License Agreements, in substantially the forms that were approved by Agency Counsel, with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Secretary or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the “Closing Documents”). The execution thereof by the Chairman, Vice Chairman, or any member of the Agency shall constitute conclusive evidence of such approval.

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

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 (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 September 5, 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.

IN WITNESS WHEREOF, I have hereunto set my hand as of September 5, 2024.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: 

Shawna M. Papale, Secretary