

**Resolution – Extend Leasehold
Interest and Sales Tax Exemption
Delta Luxury Townhomes LLC
Facility**

Date: September 5, 2024

At a meeting of the Oneida County Industrial Development Agency (the “Agency”) held at 584 Phoenix Drive, Rome, New York 13441 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 the extension of leasehold interest and sales tax exemption for the Delta Luxury Townhomes, LLC Facility.

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 AUTHORIZING THE AGENCY TO EXTEND THE LEASEHOLD INTEREST AND SALES TAX EXEMPTION, AND EXECUTE RELATED DOCUMENTS WITH RESPECT TO THE DELTA LUXURY TOWNHOMES, LLC FACILITY, 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, Delta Luxury Townhomes LLC (the "Company") previously requested that the Agency provide certain financial assistance, consisting of exemptions from mortgage recording taxes and exemptions from sales taxes (the "Financial Assistance"), for a project consisting of acquisition of a 16.44± acre portion of a 52.22± acre parcel of land located at 202-221, 251-259, 261, 263, 265, 267, 269-277, 279, 281, 281, 285, 287, 289, 291, and 293 Liam Lane (f/k/a Merrick Road), City of Rome, Oneida County, New York (the "Land"); construction on the Land of eighteen, two-unit single-story townhome buildings (36 units total), together with all necessary infrastructure, utilities, roads, sidewalks, water and sewer systems to service the same (collectively, the "Improvements"); and acquisition and installation of equipment in the Improvements (the "Equipment"), all for the purpose of filling a demonstrated demand for rental housing to support employment in the region (the Land, the Improvements and the Equipment are referred to collectively as the "Facility" and the construction and equipping 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 August 3, 2022 (the "Lease Agreement") and the Agency leases the Facility back to the Company pursuant to a Leaseback Agreement dated as of August 3, 2022 (the "Leaseback Agreement" and together with the Lease Agreement, the "Leases") for terms that expired on August 2, 2024; and

WHEREAS, by resolution adopted March 5, 2022 the Agency authorized sales tax exemptions for the Project in an amount not to exceed \$490,000 for a period not to be extended beyond August 3, 2024; and

WHEREAS, the Company has submitted to the Agency a letter detailing the reasons that the Project was not completed prior to August 2, 2024 and has requested the Agency extend the terms of the Leases through August 2, 2025 and extend the period of the agency appointment under which the Company may utilize the exemption to August 2, 2025 (collectively, the "Extended Financial Assistance") 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:

(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 Extended 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 Extended 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 November 19, 2021 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 Extended Financial Assistance.

Section 2. In consequence of the foregoing, the Agency hereby determines to (i) extend the terms of the Leases through August 2, 2025; (ii) extend the agency appointment to August 2, 2025 and (iii) execute and deliver amendments to the Leases and an agency appointment letter, Form ST-60 and related documents (the “Extended Sales Tax Documents”) in support of the Project. The Agency will not consider further extensions.

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

Section 4. The form and substance of the Extended Sales Tax Documents (each in the Agency’s standard forms and subject to counsel approval) 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 Extended 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 Extended 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 Extended Sales Tax Documents binding upon the Agency.

Section 7. This resolution shall take effect immediately.

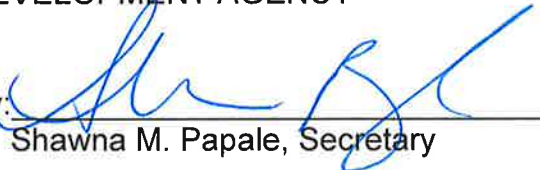
STATE OF NEW YORK)
) ss.:
COUNTY OF ONEIDA)

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 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