

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: January 10, 2024  
RE: OCIDA Meeting Agenda

The Oneida County Industrial Development Agency shall meet at **8:00 AM Friday, January 17, 2024.**

Members of the public may listen to the Agency meeting by calling +1-408-418-9388, Access code: 2631 771 9591 or attend in person. The Minutes of the Agency meeting will be transcribed and posted on the OCIDA website.

1. Executive Session
2. Approve minutes – December 13, 2024
3. Financial Review
4. Consider a final authorizing resolution relating to the **Yoder Properties, Ltd (Stark Truss Company, Inc.) facility**, approving financial assistance in the form of exemptions from sales tax (valued at \$133,000.00), exemptions from mortgage recording tax (valued at \$18, 876.00) and reduction in real property tax (valued at \$361,665.00), which financial assistance is consistent with the Agency's Uniform Tax Exemption Policy and authorizing the form and execution of related documents, in the Agency's customary form subject to counsel review. The Agency conducted a public hearing on January 7, 2025.
5. Consider a resolution amending the Agency's **Uniform Evaluation Criteria** to give specific consideration to projects that include onsite child care

Old Business

Burrstone Energy Center, LLC early termination

Next meeting date: **Friday, February 21, 2025 at 8:00 AM at 584 Phoenix Drive, Rome, NY.**

Minutes of the Meeting of the  
Oneida County Industrial Development Agency

December 13, 2024

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

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

**EDGE Staff Present:** Shawna Papale, Tim Fitzgerald, Chris Lawrence, Maureen Carney, Marc Barraco, and Mark Kaucher.

**Others Present:** Jenna Peppenelli, Levitt & Gordon.

**Others Present Virtual:** Laura Ruberto and Linda Romano, Bond, Schoeneck & King.

S. Zogby called the meeting to order at 8:10 AM.

S. Zogby congratulated S. Papale for her appointment as President of Mohawk Valley EDGE.

**Executive Session**

At 8:11 AM, S. Zogby requested a motion to enter Executive Session to discuss contracts. **D. Grow moved to enter Executive Session. The motion was seconded by K. Martin, and carried 7-0.**

At 8:25, **D. Grow moved to exit Executive Session. The motion was seconded by F. Armstrong, and carried 7-0.**

**Minutes – November 15, 2024**

S. Zogby presented the draft November 15, 2024 meeting minutes for review. **J. Genovese moved to approve the November 15, 2024 meeting minutes as presented. A. Lewis seconded the motion, which carried 7-0.**

**Interim Financials**

M. Carney presented the November 30, 2024 interim financial statement. Current assets are down by about \$120K over the past 12 months. Much of this is a matter of timing, as PILOT payments have been received from Sovena, but those payments have not yet been disbursed to the taxing jurisdictions. The Wolfsped PILOT has also been received. The Agency has received ~\$235K in application and closing fees so far in 2024. When the Flex Space project closes later this month, the Agency will meet its budgeted revenue for the year. She also reminded the Members that the Agency will engage its auditing firm in January. There were no questions or comments. **The Agency received and accepted the interim financials as presented, subject to audit.**

**Yoder Properties, Ltd (Stark Truss Company, Inc.) Facility - SEQR**

S. Zogby introduced a SEQR resolution relating to the Yoder Properties, Ltd (Stark Truss Company, Inc.) facility. The Agency has reviewed and concurs with the findings and determination by the lead agency, the Town of Whitestown Planning Department, and adopts a negative declaration. **A motion to approve the Yoder Properties, Ltd (Stark Truss Company, Inc.) SEQR Resolution was made by T. Reed , seconded by K. Martin, and carried 7-0.**

**Yoder Properties, Ltd (Stark Truss Company, Inc.) Facility - Inducement**

S. Zogby introduced an inducement resolution relating to the Yoder Properties, Ltd (Stark Truss Company, Inc.) facility, granting preliminary approval for financial assistance in the form of exemptions from sales tax (valued at \$133,000.00), exemptions from mortgage recording tax (valued at \$18,876.00) and reduction in real property tax (valued at \$361,665.00), which financial assistance is consistent with the Agency's Uniform Tax Exemption Policy; adopting a finding that 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; and authorizing the Agency to conduct a public hearing. T. Fitzgerald gave a brief overview of the project prior to the vote. **A motion to approve the Yoder Properties, Ltd (Stark Truss Company, Inc.) Inducement Resolution was made by F. Armstrong , seconded by J. Genovese, and carried 7-0.**

**Cardinal Griffiss Realty, LLC (Assured Information Security, Inc.) Facility – Final Authorizing Resolution**

S. Zogby introduced a final authorizing resolution relating to the Assured Information Security, Inc. Facility, authorizing financial assistance to AIS in the form of exemptions from sales tax (valued at \$129,124), exemptions from mortgage recording tax (valued at \$18,936) and real property tax abatement through modifying the PILOT Payments in years 14 and 15 of the existing PILOT Agreement and extending PILOT Payments for an additional 10 years during which time AIS will pay a fixed payment (value of additional benefit is \$244,257.80), which financial assistance is a deviation from the Agency's Uniform Tax Exemption Policy and approving the form and execution of related documents, subject to counsel approval. The Agency conducted a public hearing on December 6, 2024. S. Zogby disclosed that he signed a waiver of conflict of interest, since the Agency's bond counsel, Bond, Schoeneck & King, does some legal work for Assured Information Security. **T. Reed made a motion to approve the final authorizing resolution relating to the Cardinal Griffiss Realty, LLC (Assured Information Security, Inc.) Facility. K. Martin seconded the motion, which carried 7-0.**

#### **Griffiss Local Development Corporation – Building 796 sublease (CUBRC)**

S. Zogby introduced a resolution relating to the Griffiss Local Development Corporation (Building 796) Facility, consenting to the extension of an existing sublease and entering into a new sublease with CUBRC, Inc. at 725 Daedalian Drive and approving the form and executed of related documents, subject to counsel approval. S. Zogby reminded the members that this is normal procedure for GLDC-managed properties that receive benefits through the Agency. **D. Grow moved to approve the resolution relating to the GLDC Building 796 sublease to CUBRC. J. Genovese seconded the motion, which carried 7-0.**

#### **Old Business – Update on EDGE Flex Space Project**

S. Papale shared an update on EDGE's Marcy Nanocenter Flex Space project, which is currently under construction and is expected to be completed by Spring 2025. The Agency will be closing on this project later this month. Semikron-Danfoss has signed on to be a tenant in the facility, though it has recently experienced a significant change in market conditions. As such, it does not expect to have to utilize the sales tax exemption that had been included in the project's Financial Assistance. **J. Genovese motioned to eliminate the sales tax exemption from the Financial Assistance altogether, with the understanding that Semikron-Danfoss would not sign the Recapture Agreement and would forfeit any financial assistance if they choose to use it in the future. Danfoss would have the opportunity to submit a new request for financial assistance in the future. K. Martin seconded the motion, which carried 7-0.**

M. Kaucher noted that the Agency's 2024 annual report will be modified to reflect the changes to the Flex Space project.

#### **Adjournment**

With no further business, S. Zogby asked for a motion to adjourn. **At 8:36 AM A. Lewis moved, and K. Martin seconded a motion to adjourn. Motion carried, 7-0.**

Respectfully Submitted,  
Tim Fitzgerald

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

**Balance Sheet:**

1. The balance in cash & cash equivalents and investments is approximately \$721K; of this balance \$380K is in short-term CD's and \$341K is in the operating account, and in interest bearing money market accounts; the primary reason for the overall decrease is due to the increase in receivables of \$69K
2. Last year at this time the agency had deposits held for the ECR recapture and the Indium PILOT; in 2024 all PILOT's administered by the Agency had been distributed by the close of the year
3. The \$1,000 commitment fees collected from the following for projects that have not closed as of December 31:
  1. Solitude Solar, LLC (received February 2022) -project is closed- will reverse the commitment fee at a later date
  2. Lodging Kit Company (received February 2024) -Closing February 2025
  3. All Seasonings (received March 2024) -Closing February 2025
  4. Park Grove, LLC (received May 2024)- Inducement Tabled
  5. National Building & Restoration Corporation (Received May 2024) -TBD
  6. Pennrose LLC/ Copper Village (received September 2024)- TBD
  7. Stark Truss Company (received October 2024)- TBD
  8. Assured Information Security, Inc. (received October 2024)- TBD
4. Fund balance decreased by 8% over the last 12 months

**Budget Comparison Report (Income Statement):**

1. Interest income on deposits and certificates of deposit has exceeded the annual budget; interest on the Berkshire Bank investment has not been booked; typically, the interest earned on a CD will not be sent on a statement until maturity; EDGE will reach out to Berkshire for the CD balance and adjust the interest income accordingly
2. Project closings and application fees received in as of 12/31/24 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                   |
| 2/2/2024                    | Kris Tech Wire Company                       | Admin Fee              | 531.00                   |
| 6/27/2024                   | Central Utica Building LLC                   | Admin & Commitment Fee | 103,555.00               |
| 9/12/2024                   | Pennrose LLC- Copper Village                 | Application Fee        | 500.00                   |
| 10/1/2024                   | Delta Luxury Townhomes, LLC                  | Admin Fee              | 500.00                   |
| 10/4/2024                   | Stark Truss Company                          | Application Fee        | 500.00                   |
| 10/17/2024                  | Assured Information Security, Inc.           | Application Fee        | 500.00                   |
| 11/26/2024                  | BW Solar-NY CDG Oneida 2                     | Admin & Commitment Fee | 26,892.00                |
| 12/20/2024                  | Economic Development Growth Enterprises Corp | Admin Fee              | 62,326.00                |
| <b>Total as of 12/31/24</b> |  |                        | <b><u>293,713.00</u></b> |

3. Business expense is over budget due to the Leading EDGE awards silver sponsorship
4. The special ED projects contingency has not been drawn against as of November

**Other Significant Items to Note:**

1. Per the PILOT terms, Wolfsped is billed quarterly each year; the Q4 payment was received in late November and was disbursed to the jurisdictions and EDGE in accordance with the PILOT Allocation agreement in December
2. All PILOTs administered through Agency with payments due on July 1 have been collected and disbursed
3. All PILOT payments due from Sovena have been received and disbursed in accordance with the PILOT Allocation agreement

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

|   | Current Year   | Prior Year             |
|---|----------------|------------------------|
| <b>Assets</b>                             |                |                        |
| <b>Current Assets</b>                     |                |                        |
| Cash and Cash Equivalents                 | 340,626        | 284,916 <sup>1</sup>   |
| Investments                               | 379,914        | 472,317 <sup>1</sup>   |
| Restricted Cash - PILOT Holdings          | 500            | 285,341 <sup>2</sup>   |
| Restricted Cash - ECR Recapture           | 0              | 154,330 <sup>2</sup>   |
| PILOT Holdings                            | (500)          | (285,341) <sup>2</sup> |
| Recapture Holdings                        | 0              | (154,330) <sup>2</sup> |
| Accounts Receivable                       | 69,389         | 750                    |
| Prepaid Expenses                          | 5,544          | 6,431                  |
| <b>Total Current Assets</b>               | <b>795,473</b> | <b>764,415</b>         |
| <b>Fixed Assets</b>                       |                |                        |
| Furniture/Fixture/Eqpt                    | 6,679          | 6,679                  |
| A/D-Furniture/Fixt/Eqpt                   | (6,679)        | (6,679)                |
| <b>Total Fixed Assets</b>                 | <b>0</b>       | <b>0</b>               |
| <b>Total Assets</b>                       | <b>795,473</b> | <b>764,415</b>         |
| <b>Liabilities &amp; Net Assets</b>       |                |                        |
| <b>Liabilities</b>                        |                |                        |
| <b>Current Liabilities</b>                |                |                        |
| Accounts Payable                          | 1,259          | 1,949                  |
| Accrued Expenses                          | 7,750          | 7,500                  |
| Deferred Revenue                          | 8,750          | 6,000 <sup>3</sup>     |
| <b>Total Current Liabilities</b>          | <b>17,759</b>  | <b>15,449</b>          |
| <b>Total Liabilities</b>                  | <b>17,759</b>  | <b>15,449</b>          |
| <b>Net Assets</b>                         |                |                        |
| Fund Balance                              | 377,715        | 348,966 <sup>4</sup>   |
| Fund Balance-Board Restricted             | 400,000        | 400,000                |
| <b>Total Net Assets</b>                   | <b>777,715</b> | <b>748,966</b>         |
| <b>Total Liabilities &amp; Net Assets</b> | <b>795,473</b> | <b>764,415</b>         |

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

|  | Current Period<br>Actual | Current Period<br>Budget | Year-to-Date<br>Actual | Year-to-Date<br>Budget | 12/31/2023       | 12/31/2022     |
|--|--------------------------|--------------------------|------------------------|------------------------|------------------|----------------|
| Revenue  |                          |                          |                        |                        |                  |                |
| Reimbursements                                     | 0                        | 0                        | 216                    | 0                      | 0                | 0              |
| Interest Income                                    | 1,812                    | 1,449                    | 24,076 <sup>1</sup>    | 17,400                 | 24,861           | 1,782          |
| Lease Payments                                     | 0                        | 5,292                    | 60,500                 | 63,500                 | 57,750           | 55,250         |
| PILOT Application / Admin Fees                     | 62,326                   | 22,500                   | 293,713 <sup>2</sup>   | 270,000                | 108,373          | 338,786        |
| Total Revenue                                      | <u>64,138</u>            | <u>29,241</u>            | <u>378,505</u>         | <u>350,900</u>         | <u>190,984</u>   | <u>395,818</u> |
| Expenses   |                          |                          |                        |                        |                  |                |
| Business Expense                                   | 0                        | 103                      | 6,596 <sup>3</sup>     | 1,230                  | 1,379            | 864            |
| Contracted Service-Accounting                      | 644                      | 646                      | 7,750                  | 7,750                  | 7,500            | 7,000          |
| Contracted Services - Legal                        | 850                      | 850                      | 10,200                 | 10,200                 | 10,200           | 10,150         |
| Contracted Services- Other                         | 355                      | 250                      | 4,262                  | 3,000                  | 2,216            | 4,719          |
| Marketing- Contracted Services                     | 0                        | 792                      | 1,952                  | 9,500                  | 8,330            | 915            |
| Dues & Subscriptions                               | 0                        | 167                      | 3,750                  | 2,000                  | 1,250            | 1,250          |
| Insurance - General                                | 368                      | 375                      | 4,421                  | 4,500                  | 4,011            | 3,810          |
| Special ED Projects Contingency                    | 25,000                   | 2,083                    | 25,000 <sup>4</sup>    | 25,000                 | 25,000           | 25,000         |
| Office Supplies & Expense                          | 40                       | 208                      | 605                    | 2,500                  | 0                | 0              |
| Seminars & Conferences                             | 0                        | 0                        | 0                      | 0                      | 2,625            | 3,679          |
| Tuition Agreement                                  | 0                        | 0                        | 0                      | 0                      | 3,750            | 3,563          |
| Service Fees                                       | 23,768                   | 23,768                   | 285,220                | 285,220                | 276,400          | 243,000        |
| Total Expenses                                     | <u>51,026</u>            | <u>29,242</u>            | <u>349,757</u>         | <u>350,900</u>         | <u>342,661</u>   | <u>303,950</u> |
| Excess or (Deficiency) of<br>Revenue Over Expenses | <u>13,112</u>            | <u>(1)</u>               | <u>28,749</u>          | <u>0</u>               | <u>(151,677)</u> | <u>91,868</u>  |

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

**Cash Flows From ( Used by) Operating Activities**

|   |               |
|---|---------------|
| Increase (Decrease) in Net Assets               | \$ 28,749     |
| <b>Adjustments for Noncash Transactions</b>     |               |
| Depreciation and Amortization                   | 0             |
| <b>(Increase) Decrease in Assets</b>            |               |
| Accounts Receivable                             | (68,639)      |
| Accounts Receivable-PILOTs billed               | 0             |
| Investments                                     | 92,403        |
| Prepaid Expenses                                | 887           |
| Increase (Decrease) in Liabilities              |               |
| Accounts Payable and Accrued Liabilities        | (440)         |
| Deferred Revenue                                | 2,750         |
| <b>Net Cash Flows From Operating Activities</b> | <u>55,710</u> |

**Cash Flows From (Used By) Investing Activities**

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

**Cash Flows From (Used By) Financing Activities**

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

|   |                          |
|---|--------------------------|
| <b>Net Increase (Decrease) in Cash and Cash Equivalents</b> | 55,710                   |
| <b>Cash and Cash Equivalents, Beginning of Period</b>       | 284,916                  |
| <b>Cash and Cash Equivalents, End of Period</b>             | <u><u>\$ 340,626</u></u> |

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**Board of Directors**

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Kristen H. Martin  
Tim R. Reed

**TO:** OCIDA Board Members  
**FROM:** Tim Fitzgerald  
**DATE:** January 7, 2025  
**RE:** Yoder Properties Ltd./Stark Truss Company, Inc., January 7, 2025  
Public Hearing Minutes  
**LOCATION:** Whitestown Community Center, 1 Championship Way, Whitesboro  
NY 13492

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Representing the Agency: Tim Fitzgerald

Attendance: Dan Webb, Stark Truss; Michael Bushardt, Pike Construction

Public hearing opened at 9:00 AM.

Reading of the public hearing notice was waived. There were no comments.

Public hearing was closed at 9:15 AM.



**Final Authorizing Resolution  
Yoder Properties, Ltd. (Stark Truss) Facility**

**Transcript Document No. [ ]**

Date: January 17, 2025

At a meeting of the Oneida County Industrial Development Agency (the "Agency") hosted at 584 Phoenix Drive, Rome, New York 13441 on January 17, 2025, 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 proposed financial assistance to Yoder Properties, Ltd..

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

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE THE LEASE AGREEMENT, THE LEASEBACK AGREEMENT, THE PILOT AGREEMENT, THE ENVIRONMENTAL COMPLIANCE AND INDEMNIFICATION AGREEMENT, THE RECAPTURE AGREEMENT, THE LOAN DOCUMENTS AND RELATED DOCUMENTS WITH RESPECT TO THE YODER PROPERTIES, LTD. FACILITY LOCATED IN THE TOWN OF WHITESTOWN, 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, Yoder Properties, LTD, on behalf of itself and/or the principals of Yoder Properties, LTD 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 of a 15± acre parcel of land located at 5974 Judd Road, Town of Whitestown, Oneida County, New York (the "Land"); (b) construction on the Land of a 27,200± square foot manufacturing building, a 2,000± square foot two story wood office structure and all infrastructure, parking, sidewalks and landscaping to service the same (collectively, the "Improvements"); and (c) acquisition and installation of equipment in the Improvements (the "Equipment"), all to be used for the purpose of manufacturing and supplying wood components for the construction industry (the Land, the Improvements and the Equipment referred to collectively as the "Facility" and the acquisition, construction and equipping of the Facility is referred to collectively 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 the Facility to Stark Truss Company, Inc. (the "Sublessee") for its operation pursuant to a Sublease Agreement (the "Sublease Agreement"); and

WHEREAS, the Company intends to finance a portion of the costs of the Facility by securing a loan from a lender to be identified (the "Bank") in the principal amount not to exceed \$2,587,154.00 to be secured by a Mortgage and Security Agreement from the Agency and the Company to the Bank (the "Mortgage" and together with any other security instruments the Bank deems appropriate, the "Loan Documents") ; and

WHEREAS, the Agency by resolution duly adopted on December 13, 2024 (the "Inducement Resolution") decided to proceed under the provisions of the Act to lease

the Facility and directed that a public hearing be held and enter into the Lease Agreement and Leaseback Agreement; 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, exemptions from mortgage recording taxes, and a reduction in real property taxes for a period of ten years (the “Financial Assistance”), which financial assistance is a deviation from the Agency’s Uniform Tax Exemption Policy; and

WHEREAS, the value of the Financial Assistance is described below:

- Sales and use tax exemption not to exceed \$133,000.00
- Mortgage recording tax exemption not to exceed \$18,876.00
- Exemptions from real property taxes valued at approximately \$361,665.00

WHEREAS, the Project will result in the removal or abandonment of the Company’s facility located in the Town of Whitestown, 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) attract and retain quality employees, (ii) expand its business operations and (iii) strengthen and grow its presence in Central New York; and

WHEREAS, on December 20, 2024 the Agency sent notices to each of the affected tax jurisdictions at the location of the Facility, and each of the affected tax jurisdictions at the site of the Company’s existing facility, providing a copy of the Resolution, the date, time and location of the public hearing, and the opportunity to comment on the proposed Financial Assistance; and

WHEREAS, the Agency conducted a public hearing on January 7, 2025 and the members have been provided with a report of the hearing; and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities which may arise in connection with the Project and the Agency’s leasehold interest in the Facility; and

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 acquisition, construction and equipping of the Facility, the leasing of the Facility to the Company and the Agency’s Financial Assistance with respect thereto, 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 acquisition, construction, equipping and financing of the Facility is reasonably necessary to induce the Company to (a) discourage the Company and/or the Sublessee from moving out of State; (b) preserve the Company’s and/or the Sublessee’s competitive position in its industry; and (c) maintain and expand the Company’s and/or the Sublessee’s business operations in the State of New York; and

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

(f) The SEQRA findings adopted by the Agency at its meeting on December 13, 2024 encompassed the actions to be undertaken by this resolution and no changes have been made to the proposed action that would create new or increased adverse environmental impacts; and

(g) It is desirable and in the public interest for the Agency to undertake the Project; and

(h) The Lease Agreement will be an effective instrument whereby the Company grants the Agency a leasehold interest in the Facility; and

(i) The Leaseback Agreement will be an effective instrument whereby the Agency leases the Facility back to the Company; and

(j) The Payment-In-Lieu-of-Tax Agreement (the “PILOT Agreement”) between the Company and the Agency will be an effective instrument whereby the Company agrees to make payments-in-lieu-of-taxes for the duration of the term of the Leaseback Agreement; and

(k) The Environmental Compliance and Indemnification Agreement (the “Environmental Compliance and Indemnification Agreement”) by and among the Company, the Sublessee and the Agency will be an effective instrument whereby the Company and the Sublessee agree to comply with all Environmental Laws (as defined

therein) applicable to the Facility and will indemnify and hold harmless the Agency for all liability under all such Environmental Laws; and

(l) The Job Creation and Recapture Agreement (the "Recapture Agreement") by and among the Company, the Sublessee and the Agency will be an effective instrument whereby the Company and the Sublessee agree that the Financial Assistance is conditioned upon the Company and/or the Sublessee retaining the existing 24 FTEs for the term of the Leaseback Agreement and creating an additional 8 FTEs at the Facility within three years of completion of the Project; and

(m) The Loan Documents will be effective instruments whereby the Agency mortgages and/or assigns to the Bank its interest in the Facility.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) acquire a leasehold interest in the Facility pursuant to the Lease Agreement, (ii) execute, deliver and perform the Lease Agreement, (iii) lease the Facility back to the Company pursuant to the Leaseback Agreement, (iv) execute, deliver and perform the Leaseback Agreement, (v) execute, deliver and perform the PILOT Agreement; (vi) execute and deliver the Environmental Compliance and Indemnification Agreement, (vii) execute, deliver and perform the Recapture Agreement, (viii) execute, deliver and perform the Loan Documents, and (ix) provide the Financial Assistance to the Company in support of the Project.

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

Section 4. The form and substance of the Lease Agreement, the Leaseback Agreement, the PILOT Agreement, the Environmental Compliance and Indemnification Agreement and the Recapture Agreement (each in substantially the Agency's customary forms and which, prior to the execution and delivery thereof, may be redated) are hereby approved. The form and substance of the Loan Documents are hereby approved, subject to the inclusion of the Agency's standard financing provisions and subject to counsel review.

Section 5.

(a) The Chairman, Vice Chairman, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Lease Agreement, the Leaseback Agreement, the PILOT Agreement, the Environmental Compliance and Indemnification Agreement, the Recapture Agreement and the Loan Documents, all in substantially the forms approved at 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 January 17, 2025 with the originals thereof on file in my office, and that the same are true and correct copies of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the Lease Agreement, the Leaseback Agreement, the PILOT Agreement, the Environmental Compliance and Indemnification Agreement, the Recapture Agreement and the Loan Documents contained in this transcript of proceedings are each in substantially the forms 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) the meeting was open for the public to attend in person and public notices of the time and place of said meetings were 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  
\_\_\_\_\_.

ONEIDA COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY

By: \_\_\_\_\_  
Shawna M. Papale, Secretary

**Authorizing Resolution  
Uniform Evaluation Criteria Amendment**

Date: January 17, 2025

At a meeting of the Oneida County Industrial Development Agency, Oneida County, New York (the "Agency"), held at 584 Phoenix Drive, Rome, New York on January 17, 2025, the following members of the Agency were:

**Members Present:**

**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 the amending the Agency's uniform criteria for the evaluation of projects for which financial assistance will be provided.

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



RESOLUTION AMENDING THE AGENCY'S UNIFORM  
CRITERIA FOR THE EVALUATION OF PROJECTS FOR  
WHICH FINANCIAL ASSISTANCE WILL BE PROVIDED.

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 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, the Agency adopted a Uniform Tax Exemption Policy on January 28, 1994, amended on December 21, 1998 and April 30, 2009 (the "Policy"), which provides standards by which the Agency grants and recaptures financial assistance to companies; and

WHEREAS, by resolution adopted June 17, 2016 the Agency adopted certain uniform criteria for the evaluation and selection of projects, in compliance with Section 859(a)(5) of the General Municipal Law (the "Uniform Evaluation Criteria"); and

WHEREAS, the Agency recognizes the need for onsite child care in Oneida County and the positive impact it could have on parents returning to and remaining in the workforce; and

WHEREAS, in the past the Agency has given consideration to projects that include a child care component; and

WHEREAS, to encourage employers in Oneida County to provide onsite child care, the Agency wishes to amend its Uniform Evaluation Criteria to specifically consider whether a project will include onsite child care.

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 amends its Uniform Evaluation Criteria to include "The extent to which the proposed project will provide onsite child care for its employees." Attached to this resolution is the revised Uniform Evaluation Criteria.

Section 2. The Agency is currently undertaking a larger review of its Uniform Tax Exemption Policy (the “UTEP”) and intends to amend the UTEP in the near future, at which time the UTEP will be formally amended to include this evaluation criteria. In the interim, the Agency shall consider this evaluation criteria when evaluating new projects.

Section 3. The Executive Director, officers and employees of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to execute and deliver all such additional certificates, instruments and documents and to do all such further acts and things as may be necessary or, in the opinion of the Executive Director, officer or employee 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 Act.

Section 4. This resolution 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 annexed extract of the minutes of the meeting of the Oneida County Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on January 17, 2025 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 was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of this 17th day of January 2025.

ONEIDA COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY

By: \_\_\_\_\_  
Shawna M. Papale, Secretary

**Oneida County Industrial Development Agency  
Uniform Evaluation Criteria  
(Adopted July 17, 2016 and amended January 17, 2025)**

The Agency considers the following general factors in determining whether a project is eligible for financial assistance:

- The nature of the proposed project (e.g., manufacturing, commercial, civic).
- The nature of the property before the project begins (e.g., vacant land, vacant buildings).
- The economic condition of the area at the time of the application.
- The extent to which a project will create or retain permanent, private sector jobs.
- The estimated value of tax exemptions to be provided.
- The impact of the project and the proposed tax exemptions on affected tax jurisdictions.
- The impact of the proposed project on existing and proposed businesses and economic development projects in the County.
- The amount of private sector investment generated or likely to be generated by the proposed project.
- The likelihood of accomplishing the proposed project in a timely fashion.
- The effect of the proposed project upon the environment.
- The extent to which the proposed project will provide additional sources of revenue for municipalities and school districts in which the project is located.
- The extent to which the proposed project will provide onsite child care for its employees
- The extent to which the proposed project will provide a benefit (economic or otherwise) not otherwise available within the County of Oneida.

Furthermore, the Agency shall consider the following “Material Factors” to determine if a company which is receiving IDA financial assistance is meeting the obligations required and stated in the IDA approval and project agreements:

(a) For the following project types, the Agency will consider as a Material Factor the creation and/or retention of permanent, private sector jobs:

- Industrial/Manufacturing
- Back Office
- Research/Development
- Technology/Cybersecurity
- Commercial/Multi-Tenant
- Retail

(b) For the following project types, the Agency will consider as a Material Factor the project being completed in substantially the manner as represented in the Application (e.g., the number and type of units, whether existing infrastructure is utilized):

- Housing
- Mixed Use
- Adaptive Reuse
- Brownfield
- Pollution

(c) The Agency may also identify other Material Factors, on a project by project basis, as it deems appropriate to evaluate whether a project is meeting its stated goals, including but not limited to the following:

- Amount of private sector investment
- Regional wealth creation (% of sales to customers outside the area)
- Providing a financial benefit to other businesses