

RESOLUTION

A regular meeting of the Onondaga County Industrial Development Agency (the "Agency") was convened in public session on October 10, 2024, at 8:30 a.m., local time, at 335 Montgomery Street, 2nd Floor, Syracuse, New York.

The meeting was called to order by the (Vice) Chairperson of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT: Patrick Hogan
Janice Herzog
Susan Stanczyk
Fanny Villarreal
Cydney Johnson
Elizabeth Dreyfuss

ABSENT: Kevin Ryan

ALSO PRESENT: Robert M. Petrovich, Executive Director
Jeffrey W. Davis, Esq., Agency Counsel

The following resolution was offered by Fanny Villarreal, seconded by Janice Herzog, to wit:

RESOLUTION AUTHORIZING ACCEPTING FUNDS FOR REIMBURSEMENT.

WHEREAS, the Agency is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act"), Chapter 435 of the Laws of 1970 of the State of New York and Chapter 676 of the Laws of 1975 of the State of New York, as amended (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York (the "State"), to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install "projects" (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, the Agency owns the White Pine Commerce Park (the "Park") located northeast of the intersection of State Route 31 and Caughdenoy Road in the Town of Clay, Onondaga County, New York; and

WHEREAS, the Agency has received an application from Micron New York Semiconductor Manufacturing LLC (the "Applicant") seeking benefits in connection with the redevelopment of the Park; and

WHEREAS, the Applicant intends to invest over \$100 billion in the Park to build a semiconductor chip manufacturing facility, thereby creating over 4,000 jobs in the initial phase of facility completion, and stimulating significant economic growth to the County (the "Proposed Micron Project"); and

WHEREAS, pursuant to a letter (the "Applicant Letter") to the Agency dated July 18, 2023, the Applicant agreed to pay for all professional fees and expenses incurred by the Agency with regard to the Proposed Micron Project and said fee is separate and apart from costs incurred in connection with any litigation or litigation support; and

WHEREAS, certain persons (collectively, the "Seller") owned certain parcels of real property located at 8756 and 8765 Burnet Road in the Town of Clay, County of Onondaga, State of New York (Tax Map Numbers 048.-01-23.2, 049.-01-01.0 and 049.-01-02.0) located within the Park (collectively, the "Property"); and

WHEREAS, on August 24, 2021 the members of the Agency duly adopted a resolution authorizing the Agency to take all appropriate actions under the New York Eminent Domain Procedure Law (the "EDPL") for the potential acquisition by purchase or eminent domain of real property interests, including portions of the Property from the Seller; and

WHEREAS, under the threat of condemnation, the "Seller" agreed to sell the Property to the Agency, in lieu of the Agency commencing proceedings under the EDPL seeking to acquire the Property via eminent domain; and

WHEREAS, to compromise and settle disputes between the Agency and Seller and to avoid uncertainty, expense and litigation, including litigation in connection with proceedings under the EDPL, the Agency agreed to acquire the Property pursuant to the terms and conditions of an agreement (the "Settlement Agreement"), the terms and conditions of which were discussed with members of the Agency in executive session at the August 8, 2024 meeting; and

WHEREAS, the Agency purchased the Property from the Seller pursuant to the terms of the Settlement Agreement on September 24, 2024;

WHEREAS, pursuant to the Applicant Letter, the Agency desires to accept payment from the Applicant to reimburse itself for certain costs incurred in connection with the settlement in lieu of condemnation via the acquisition of the Property from the Seller pursuant to the terms of the Settlement Agreement in the amount of Three Million Seven Thousand Seven Hundred Fifty and 00/100 Dollars (\$3,007,750.00) (the "Reimbursement").

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

Section 1. It is the policy of the State to promote the economic welfare, recreation opportunities and prosperity of its inhabitants and to actively promote, attract, encourage and develop recreation and economically sound commerce and industry for the purpose of preventing unemployment and economic deterioration. It is among the purposes of the Agency to promote, develop, encourage and assist in the acquiring, constructing, improving, maintaining, equipping and furnishing of certain facilities, including commercial facilities, and thereby advance the job opportunities, health, general prosperity and economic welfare of the people of the State and to improve their recreation opportunities, prosperity and standard of living.

Section 2. The Executive Director is hereby authorized, on behalf of the Agency, to accept the Reimbursement.

Section 3. The Chairperson, Vice Chairperson and/or Executive Director of the Agency are hereby authorized and directed to distribute copies of this Resolution and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 4. This Resolution shall take effect immediately upon adoption.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

	<u>AYE</u>	<u>NAY</u>	<u>ABSENT</u>
Patrick Hogan	X		
Janice Herzog	X		
Elizabeth Dreyfuss	X		
Cydney Johnson	X		
Susan Stanczyk	X		
Kevin Ryan			X
Fanny Villarreal	X		

The Resolution was thereupon declared duly adopted.

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

I, the undersigned Secretary of the Onondaga County Industrial Development Agency, DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on October 10, 2024, with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matter 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 duly 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 this 10 day of October, 2024.

(SEAL)

Alejo Rodriguez
Secretary