

**RESOLUTION AUTHORIZING SALE AND/OR LEASE OF PROPERTY SUBJECT TO
COMPLIANCE WITH PUBLIC AUTHORITIES LAW**

A regular meeting of the Onondaga County Industrial Development Agency (the "Agency") was convened in public session on November 18, 2025, at 9:30 a.m., local time, at 401 Montgomery Street, Room #407, 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: Pat Hogan
Cydney Johnson
Elizabeth Dreyfuss
Leslie English
Fanny Villarreal

ABSENT: Garard Grannell
Susan Stanczyk

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

The following resolution was offered by Elizabeth Dreyfuss, seconded by Leslie English, to wit:

**RESOLUTION APPROVING THE SALE AND/OR LEASE OF PROPERTY
IN THE TOWN OF CLAY AND AUTHORIZING THE EXECUTION OF
DOCUMENTS IN CONNECTION THEREWITH, SUBJECT TO
COMPLIANCE WITH THE REQUIREMENTS OF THE PUBLIC
AUTHORITIES LAW, AND DETERMINING OTHER MATTERS IN
CONNECTION THEREWITH**

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, constituting Section 895 of said General Municipal Law (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 one or more “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 currently owns approximately 1,322 acres of land consisting of certain real properties located on Burnet Road, Caughdenoy Road and State Route 31 commonly referred to as the White Pine Commerce Park in the Town of Clay, Onondaga County, New York (the “Property”), as more fully described in the Appraisal (as hereinafter defined); and

WHEREAS, the Agency has received an appraisal of the Property (the “Appraisal”) from Colliers Valuation & Advisory Services, which appraises the fair market value of the Property consisting of (i) 34 parcels (approximately 819.92 acres) located on the west side of Burnet Road, the tax map numbers of which are listed in Schedule A attached hereto, at \$21,300,000 (the “Phase I Parcels”) and (ii) 37 parcels (approximately 501.91 acres) located on the east side of Burnet Road at \$13,000,000 (the “Phase II Parcels”); and

WHEREAS, the Agency is contemplating the lease and/or sale of all or a portion of the Phase I Parcels to Micron New York Semiconductor Manufacturing LLC, a Delaware limited liability company on behalf of itself and/or entities formed or to be formed on its behalf (the “Micron”) by negotiation for a sale price of \$30,000,000 (the “Sale Price”); and

WHEREAS, the Agency has received an application from Micron (the “Application”) seeking benefits in connection with the redevelopment of the Property; and

WHEREAS, Micron intends to invest over \$50 billion in the Phase I Parcels to build a semiconductor chip manufacturing facility (the “Proposed Micron Project”), simulating significant economic growth to the County including the creation of new infrastructure in a manufacturing facility of local, state and national importance, investment in workforce development, hundreds of construction jobs and thousands of permanent full-time positions and increased sales tax revenue, thereby advancing the job opportunities, health, general prosperity, and economic welfare of the people of the County of Onondaga and the State of New York; and

WHEREAS, Micron desires to lease and/or purchase all or a portion of the Phase I Parcels for the Sale Price in furtherance of the Proposed Micron Project; and

WHEREAS, the Agency has determined that (i) the Phase I Parcels are not needed by the Agency for its purposes, (ii) the lease and/or sale of all or a portion of the Phase I Parcels to Micron will promote economic development in that it will further the Proposed Micron Project which will provide the benefits to the Town of Clay and County of Onondaga as detailed in the Application; and (iii) it is in the best interests of the Agency to dispose of the Phase I Parcels; and

WHEREAS, the lease and/or sale of all or a portion of the Phase I Parcels to Micron is within the purpose, mission or governing statute of the Agency; and

WHEREAS, prior to the lease and/or sale of all or a portion of the Phase I Parcels, the Agency is required to comply with the applicable requirements of Article 5-A of the Public

Authorities Law (the “Public Authorities Law”), and the Agency’s Property Disposition Policy (the “Policy”); and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law of the State of New York, as amended, and the regulations of the Department of Environmental Conservation of the State of New York promulgated thereunder (collectively referred to hereinafter as “SEQRA”), the Proposed Micron Project had been subject to an environmental review resulting in the acceptance of a final Environmental Impact Statement on November 7, 2025 and the adoption of a Findings Statement by the Agency by resolution dated November 18, 2025 (the “SEQRA Determination”).

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

Section 1. The Agency hereby approves the lease and/or purchase all or a portion of the Phase I Parcels to Micron for the Sale Price,; provided, however, that the Agency shall not convey all or a portion of the Phase I Parcels to Micron until such time as the Agency has complied with the requirements of the Public Authorities Law and the Policy. The Agency hereby authorizes and directs the Executive Director to take such actions as may be required to comply with requirements of the Public Authorities Law and the Policy, including but not limited to preparation and delivery of an explanatory statement of disposal by negotiation as required by Section 2897 of the Public Authorities Law not less than ninety (90) days in advance of such disposal, and the preservation of a copy of such explanatory statement in the Agency files.

Section 2. (A) Subject to the limitation in Section 1, the Chairperson (or Vice Chairperson) and/or Executive Director of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver such documents as may be necessary to convey all or a portion of the Phase I Parcels to Micron (collectively, the “Agency Documents”), and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same.

(B) The Chairperson (or Vice Chairperson) and/or Executive Director of the Agency are hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency.

Section 3. 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 in order to convey all or a portion of the Phase I Parcels to Micron, and to execute and deliver all such additional certificates, instruments and documents, to 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 the provisions of the Agency Documents.

Section 4. This Resolution shall take effect immediately.

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		
Garard Grannell			X
Cydney Johnson	X		
Elizabeth Dreyfuss	X		
Susan Stanczyk			X
Leslie English	X		
Fanny Villarreal	X		

The Resolution was thereupon declared duly adopted.

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

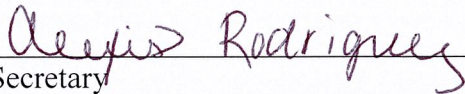
I, the undersigned Secretary of the Onondaga County Industrial Development Agency, DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on November 18, 2025, with the original thereof 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 18th day of November, 2025.

(SEAL)


Secretary

SCHEDULE A

046.-02-01.0

046.-02-02.1

046.-02-02.2

046.-02-03.1

046.-02-04.0

046.-02-05.1

046.-02-05.2

048.-01-01.0

048.-01-02.2

048.-01-23.1

048.-01-23.2

048.-01-23.3

049.-01-15.0

049.-01-16.0

049.-01-17.0

049.-01-18.4

049.-01-19.1

049.-01-19.2

050.-01-01.0

050.-01-02.1

050.-01-03.1

050.-01-04.1

050.-01-04.2

050.-01-04.3

050.-01-04.4

050.-01-05.0

051.-01-10.1

051.-01-10.6

051.-01-10.7

051.-01-10.8

051.-01-10.9

051.-01-12.0

064.-01-06.3

064.-01-08.0