

**Meeting of the Members of the Cortland County Industrial Development Agency
November 13, 2023 – Noon
40-42 Main Street, Suite A, 2nd Floor Cortland New York, 13405**

Roll Call

<i>Mike McMahon</i>	<i>Chairman</i>	
<i>Stephen Compagni</i>	<i>Vice Chairman</i>	
<i>John O. Reagan</i>	<i>Treasurer</i>	
<i>Clint Brooks</i>	<i>Secretary</i>	
<i>Johanna Ames</i>	<i>Member</i>	
<i>Dr. Kathleen Burke</i>	<i>Member</i>	
<i>Donald Richards</i>	<i>Member</i>	
<i><u>Brendan O'Bryan</u></i>	<i>Executive Director</i>	
<i><u>Karen Niday</u></i>	<i>Corporate Finance Officer</i>	
<i><u>Eric Mulvihill</u></i>	<i>Development Specialist</i>	
<i><u>John Sidd</u></i>	<i>Agency Counsel</i>	

Approval of Minutes - October 10, 2023

New Business

1. Review Minutes of Public Hearing for I-Spice LLC Project
2. SEQR Determination/Recommendation – iSpice Foods Cortland
3. Consider Resolution to Authorize Inducement of benefits for I-Spice LLC Project
4. Consider Resolution authorizing the execution of documents in connection with a straight-lease transaction for I-Spice LLC Project
5. Discuss/Review The New York, Susquehanna & Western Railway Corporations PILOT
6. Discuss/Review IDA credit card policy

Monthly Reports

- 1.) Finance Report
- 2.) Director's Report

Adjourn

Minutes

**Minutes of the Meeting of the Members of the Cortland County Industrial Development Agency
October 10, 2023 – Noon
40-42 Main Street, Suite A, 2nd Floor Cortland New York, 13405**

Roll Call – Chairman McMahon called the meeting to order at 12:07 P.M.

<u>Mike McMahon</u>	Chairman	<u>Present</u>
<u>Stephen Compagni</u>	Vice Chairman	<u>Present</u>
<u>John O. Reagan</u>	Treasurer	<u>Present</u>
<u>Clint Brooks</u>	Secretary	<u>Present</u>
<u>Johanna Ames</u>	Member	<u>Present</u>
<u>Dr. Kathleen Burke</u>	Member	<u>Excused</u>
<u>Donald Richards</u>	Member	<u>Present</u>
<u>Brendan O'Bryan</u>	Executive Director	<u>Present</u>
<u>Karen Niday</u>	Corporate Finance Officer	<u>Present</u>
<u>Eric Mulvihill</u>	Development Specialist	<u>Present</u>
<u>John Sidd</u>	Agency Counsel	<u>Remote</u>
<u>Marie Weiss</u>	Carpenters Local 277	<u>Present</u>
<u>Steve Terwilliger</u>	Kajen LLC	<u>Present</u>
<u>Josh Colistra</u>	1-Spice Foods	<u>Present</u>
<u>Manouch Ilkhani</u>	1-Spice Foods	<u>Present</u>
<u>Paul Dries</u>	Cortland County BDC	<u>Present</u>

Approval of Minutes - September 11, 2023 – Chairman McMahon made a motion to adopt the minutes as presented, Mr. Richards seconded the motion, all voting in favor; none opposed.

New Business

1. Review Minutes of Public Hearing for Kajen llc Virgil School Housing Project – Mr. Mulvihill reviewed the minutes from the October 4th public hearing held at the Virgil Town Hall for Kajen LLC.
2. Consider Resolution to Finalize Preliminary Inducement of benefits for Kajen llc Virgil School Housing Project. – Chairman McMahon made the motion to finalize the preliminary inducement for Kajen LLC, Mr. Brooks seconded the motion; all voting in favor, none opposed. (See Resolution 2023-10-10-01)
3. Consider Resolution authorizing the execution of documents in connection with a straight-lease transaction for Kajen, llc Virgil School Project. Chairman McMahon made a motion to authorizing the execution of documents in connection with a straight-lease transaction for Kajen, llc Virgil School Project, Mr. Richards seconded the motion, all voting in favor, none opposed. (See Resolution 2023-10-10-02)
4. SEQR Determination/Recommendation – iSpice Foods Cortland - Mr. Colistra and Mr. Ilkhani provided an overview of I-Spice Foods project including the nature of the company’s operations and the number of jobs that the project would be required to create if the proposed benefits package were to be approved. The board engaged in deliberations and some board members expressed concern that they were being asked to consider a sizable benefits package without sufficient time to conduct their due diligence. No action was taken on the SEQR Determination/Recommendation
5. Consideration of Preliminary Inducement of benefits - iSpice Foods Cortland – No action was taken on the preliminary inducement of benefits for iSpice Foods Cortland.
6. Chairman McMahon made a motion to authorize a public hearing for I-Spice Foods Cortland proposed project and financial assistance. (The hearing is scheduled for November 1, 2024, 4:30 P.M. at the IDA Offices 40 Main Street)

Monthly Reports

- 1.) Finance Report – Ms. Niday reviewed the monthly financial statements
- 2.) Director’s Report – Mr. O’ Bryan presented his monthly report.

He said he has been participating in the Homer DRI community meetings. He said the Village has received many good project applications.

Attended the Cortland County Legislative session, he plans to attend the upcoming Budget & Finance Committee meeting.

He recently toured the Cortland Commerce Center; he briefly discussed the need for more developable space in the community.

Met with ESD and he is obtaining a seat on the board of directors. He is reviewing funding opportunities.

He provided an update on the Apex site; the agency is awaiting independent verification of the phase II testing results. He is meeting with C&S Engineering to prepare and submit an EPA Brownfield grant application.

He will be attending an EDC training conference in November.

Mr. O'Bryan indicated he would like to schedule a strategic planning session with the Board after January 1, 2024.

Adjourn - The meeting was adjourned at 1:10 P.M.

DRAFT

A regular meeting of Cortland County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 40 Main Street, Suite A, in the City of Cortland, Cortland County, New York on October 10, 2023 at 12:00 o'clock p.m., local time.

The meeting was called to order by the Chairman and, upon roll being called, the following members of the Agency were:

PRESENT:

Michael McMahon	Chairman
Stephen Compagni	Vice Chairman
Clinton Brooks	Secretary
John O. Reagan	Treasurer
Johanna Ames	Member
Donald Richards	Member

ABSENT:

Kathleen Burke	Member
----------------	--------

FOLLOWING PERSONS WERE ALSO PRESENT:

Brendan O'Bryan	Executive Director
Karen Niday	Chief Financial Officer
Eric J. Mulvihill	Community Relations Specialist
John P. Sidd, Esq.	Agency Counsel
Steve Terwilliger	Kajen, LLC

The following resolution was offered by Chairman McMahon, seconded by Mr. Brooks, to wit:

Resolution No. 2023-10-10-01

RESOLUTION FINALIZING THE PRELIMINARY
INDUCEMENT RESOLUTION FOR A CERTAIN
COMMERCIAL PROJECT FOR **KAJEN, LLC**, OR AN
ENTITY OWNED BY THE SAME PRINCIPALS

WHEREAS, Cortland County Industrial Development Agency (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") and Chapter 77 of the 1974 Laws of New York, as amended, constituting Section 902 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 commercial 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, 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, pursuant to an application (the "Application") presented to the Agency by Kajen, LLC, or an entity owned by the same principals, (the "Company"), as well as a cost benefit analysis, the members of the Agency, on September 11, 2023, adopted a resolution (the "Preliminary Inducement Resolution") whereby the Agency preliminarily agreed, subject to numerous conditions, to consider undertaking a project (the "Project") consisting of the following: (A) (1) the acquisition of an interest in an approximately 7.9 acre parcel of land (the "Land") located at 1208 Church Street and Owego Hill Road in the Town of Virgil, Cortland County, New York (2) the renovation of a vacant former school building on the Land containing approximately 26,158 square feet of space (the "Facility") and (3) the acquisition and installation therein and thereon of certain furnishings, fixtures and equipment (the "Equipment"), all of the foregoing to constitute a residential building consisting of approximately 19 residential units and a community center to be operated by the Company and occupied by residential tenants in excess of 55 years of age (the Land, the Facility and the Equipment being collectively referred to as the "Project Facility"); (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales taxes, real estate transfer taxes, mortgage recording taxes and real property taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to the Preliminary Inducement Resolution the Chief Financial Officer of the Agency (A) caused notice of a public hearing of the Agency to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project (the "Public Hearing") to be published on September 15, 2023 in the Cortland Standard, a newspaper of general circulation available to residents of the County of Cortland, (B) conducted the Public Hearing on October 4, 2023 at 11:00 o'clock a.m. local time in the Virgil Town Hall located at 1176 Church Street in the Town of Virgil, Cortland County, (C) prepared a report of the Public

Hearing which fairly summarized the views presented at said public hearing and distributed same to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act"), and the regulations (the "Regulations") adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, "SEQRA"), the members of the Agency adopted a resolution on September 11, 2023 (the "SEQR Resolution") in which the Agency determined that the Project will not have a "significant effect on the environment" pursuant to SEQRA and, therefore, that no environmental impact statement need be prepared with respect to the Project and that a negative declaration would be prepared with respect to the Project; and

WHEREAS, having complied with the requirements of Section 859-a of the Act and the requirements of SEQRA with respect to the Project, the Agency now desires to make its final determination whether to proceed with the Project;

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

Section 1. The Agency hereby determines that the Agency has now fully complied with the requirements of Section 859-a of the Act and the requirements of SEQRA that relate to the Project.

Section 2. Having reviewed the Report, and having considered fully all comments contained therein, the Agency hereby further determines to proceed with the Project and the granting of the Financial Assistance described in the notice of the Public Hearing.

Section 3. Pursuant to Section 875(3) of the Act, the Agency shall recover, recapture, receive, or otherwise obtain from the Company that portion of the Financial Assistance which constitutes state sales and use tax exemptions taken or purported to be taken by the Company to which the Company is not entitled or which are in excess of the amount authorized by the Agency or which are for property or services not authorized by the Agency as part of the Project or were taken by the Company when the Company failed to comply with a material term or condition to use property or services in the manner required by the Agency. The Company shall cooperate with the Agency in its efforts to recover, recapture, receive, or otherwise obtain such state sales and use tax exemptions and shall promptly pay over any such amounts to the Agency. The failure to pay over such amounts to the Agency shall be grounds for the New York State Commissioner of Taxation and Finance to assess and determine state sales and use taxes due from the Company under Article 28 of the Tax Law of the State of New York, together with any relevant penalties and interest due on such amounts.

Section 4. The Chairman, Vice Chairman and Executive Director of the Agency are hereby authorized and directed to distribute copies of this Resolution to the Company

and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 5. 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:

Michael McMahon	VOTING	Aye
Stephen Compagni	VOTING	Aye
Clinton Brooks	VOTING	Aye
John O. Reagan	VOTING	Aye
Johanna Ames	VOTING	Aye
Kathleen Burke	VOTING	Absent
Donald Richards	VOTING	Aye

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned Secretary of Cortland County Industrial Development Agency (the "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, 2023 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 related to the subject matters 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 respect 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 given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present through 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 and affixed the seal of the Agency this 10th day of October, 2023.



Clinton Brooks, Secretary

A regular meeting of Cortland County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 40 Main Street, Suite A, in the City of Cortland, Cortland County, New York on October 10, 2023 at 12:00 o'clock p.m., local time.

The meeting was called to order by the Chairman and, upon roll being called, the following members of the Agency were:

PRESENT:

Michael McMahon	Chairman
Stephen Compagni	Vice Chairman
Clinton Brooks	Secretary
John O. Reagan	Treasurer
Johanna Ames	Member
Donald Richards	Member

ABSENT:

Kathleen Burke	Member
----------------	--------

FOLLOWING PERSONS WERE ALSO PRESENT:

Brendan O'Bryan	Executive Director
Karen Niday	Chief Financial Officer
Eric J. Mulvihill	Community Relations Specialist
John P. Sidd, Esq.	Agency Counsel
Steve Terwilliger	Kajen, LLC

The following resolution was offered by Chairman McMahon, seconded by Mr. Richards, to wit:

Resolution No. 2023-10-10-02

RESOLUTION AUTHORIZING THE EXECUTION OF DOCUMENTS IN CONNECTION WITH A STRAIGHT-LEASE TRANSACTION FOR A COMMERCIAL PROJECT FOR **KAJEN, LLC, OR AN ENTITY OWNED BY THE SAME PRINCIPALS**

WHEREAS, Cortland County Industrial Development Agency (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") and Chapter 77 of the 1974 Laws of New York, as amended, constituting Section 902 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 commercial 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, 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, pursuant to an application (the "Application") presented to the Agency by Kajen, LLC, or an entity owned by the same principals, (the "Company"), as well as a cost benefit analysis, the members of the Agency, on September 11, 2023, adopted a resolution (the "Preliminary Inducement Resolution") whereby the Agency preliminarily agreed, subject to numerous conditions, to consider undertaking a project (the "Project") consisting of the following: (A) (1) the acquisition of an interest in an approximately 7.9 acre parcel of land (the "Land") located at 1208 Church Street and Owego Hill Road in the Town of Virgil, Cortland County, New York (2) the renovation of a vacant former school building on the Land containing approximately 26,158 square feet of space (the "Facility") and (3) the acquisition and installation therein and thereon of certain furnishings, fixtures and equipment (the "Equipment"), all of the foregoing to constitute a residential building consisting of approximately 19 residential units and a community center to be operated by the Company and occupied by residential tenants in excess of 55 years of age (the Land, the Facility and the Equipment being collectively referred to as the "Project Facility"); (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales taxes, real estate transfer taxes, mortgage recording taxes and real property taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to the Preliminary Inducement Resolution the Chief Financial Officer of the Agency (A) caused notice of a public hearing of the Agency to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project (the "Public Hearing") to be published on September 15, 2023 in the Cortland Standard, a newspaper of general circulation available to residents of the County of Cortland, (B) conducted the Public Hearing on

October 4, 2023 at 11:00 o'clock a.m. local time in the Virgil Town Hall located at 1176 Church Street in the Town of Virgil, Cortland County, (C) prepared a report of the Public Hearing which fairly summarized the views presented at said public hearing and distributed same to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act"), and the regulations (the "Regulations") adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, "SEQRA"), the members of the Agency adopted a resolution on September 11, 2023 (the "SEQR Resolution") in which the Agency determined that the Project will not have a "significant effect on the environment" pursuant to SEQRA and, therefore, that no environmental impact statement need be prepared with respect to the Project and that a negative declaration would be prepared with respect to the Project; and

WHEREAS, by resolution adopted by the members of the Agency on October 10, 2023 (the "Final Inducement Resolution"), the Agency determined, following a review of the Report, to finalize the preliminary determination made by the Agency in the Preliminary Inducement Resolution to proceed with the Project and the granting of the Financial Assistance described in the notice of the Public Hearing; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the "Agency Documents"): (A) a certain lease to Agency (and a memorandum thereof) (the "Underlying Lease") by and between the Company, as landlord, and the Agency, as tenant pursuant to which the Company will lease to the Agency the Project Facility; (B) a Uniform Project and Lease Agreement (and a memorandum thereof) (the "Lease Agreement") by and between the Agency and the Company, pursuant to which, among other things, the Company agrees to undertake the Project as agent of the Agency and the Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (C) a payment in lieu of tax agreement (the "Payment in Lieu of Tax Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; and (D) various certificates relating to the Project (the "Closing Documents");

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

Section 1. The Agency hereby finds and determines that:

(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 Project constitutes a "project," as such term is defined in the Act;
and

(C) The acquisition of the Project Facility and the lease of the Project Facility to the Company will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of Cortland County, New York and the State of New York and improve their standard of living; and

(D) It is desirable and in the public interest for the Agency to enter into the Agency Documents.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (A) accept the Underlying Lease; (B) proceed with the Project; (C) acquire the Project Facility; (D) lease the Project Facility to the Company pursuant to the Lease Agreement; (E) enter into the Payment in Lieu of Tax Agreement; and (F) grant the Financial Assistance with respect to the Project.

Section 3. The Agency is hereby authorized to acquire a leasehold interest in the Project Facility pursuant to the Underlying Lease 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 Agency is hereby authorized to acquire the Project Facility as described in 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 ratified, confirmed and approved.

Section 5. The form and substance of the Agency Documents as approved by the Chairman, Vice Chairman or Executive Director are hereby approved.

Section 6. (A) The Chairman, Vice Chairman and Executive Director of the Agency are each hereby separately authorized, on behalf of the Agency, to execute and deliver 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, with such changes, variations, omissions and insertions thereto as the Chairman or Vice Chairman or Executive Director shall approve, the execution thereof by the Chairman or Vice Chairman or Executive Director to constitute conclusive evidence of such approval.

(B) The Chairman, Vice Chairman or Executive of the Agency is each hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 7. 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 Agency Documents, 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 to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 8. Pursuant to Section 875(3) of the Act, the Agency shall recover, recapture, receive, or otherwise obtain from the Company that portion of the Financial Assistance which constitutes state sales and use tax exemptions taken or purported to be taken by the Company to which the Company is not entitled or which are in excess of the amount authorized by the Agency or which are for property or services not authorized by the Agency as part of the Project or were taken by the Company when the Company failed to comply with a material term or condition to use property or services in the manner required by the Agency. The Company shall cooperate with the Agency in its efforts to recover, recapture, receive, or otherwise obtain such state sales and use tax exemptions and shall promptly pay over any such amounts to the Agency. The failure to pay over such amounts to the Agency shall be grounds for the New York State Commissioner of Taxation and Finance to assess and determine state sales and use taxes due from the Company under Article 28 of the Tax Law of the State of New York, together with any relevant penalties and interest due on such amounts.

Section 9. 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:

Michael McMahon	VOTING	Aye
Stephen Compagni	VOTING	Aye
Clinton Brooks	VOTING	Aye
John O. Reagan	VOTING	Aye
Johanna Ames	VOTING	Aye
Kathleen Burke	VOTING	Absent
Donald Richards	VOTING	Aye

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned Secretary of Cortland County Industrial Development Agency (the "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, 2023 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

{H5284363.1}

Resolution set forth therein and of the whole of said original so far as the same related to the subject matters 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 respect 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 given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present through 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 and affixed the seal of the Agency this 10th day of October, 2023.



Clinton Brooks, Secretary

New Business

Review Minutes of 1-Spice Foods, LLC

Public Hearing

Minutes of the Public Hearing on Proposed I-Spice LLC Project and Related Financial Assistance

Mr. Mulvihill called the public hearing to order at 4:30 P.M. and read the notice of Public Hearing as published in the Cortland Standard on October 14th, 2023.

Mr. Budd Rigg of Cortland, an employee of I-Spice, spoke. He feels this company is going to be giving a good deal back to the community in exchange for the proposed benefits package in the form of jobs and other benefits. Mr. Rigg says as a longtime public servant he feels good supporting this company as their views on community align with his previous work experience. Mr. Rigg believes the company is sustainable and will be a strong community player and will grow beyond what is expected in the proposed PILOT.

Mr. Richard Duffy of McGraw, an employee of I-Spice discussed his previous work experience with the former Marietta Corp as a planning, production, and purchasing manager. He supports the proposed benefits package for I-Spice to bring jobs back to Cortland. Mr. Duffy believes the company is sustainable based on his previous experience in supply chain industries, he also feels this company is well positioned for continued growth. Mr. Duffy stated I-Spice is planning to do business with many local suppliers and vendors to infuse the community with new economic activity as this company grows.

Mr. Michael Messersmith of Syracuse, an employee of I-Spice, says he sees the hope and opportunity that is being created in the development of this company. He feels the employees are investing in the establishment of this company because they see something that will be in the community after they are gone. Mr. Messersmith believes that bringing this business to Cortland will help build up the small business base in the community.

Mr. Josh Colistra of Dryden, an employee of I-Spice, discussed his previous employment at Voyant, which previously owned the project facility. Mr. Colistra said New York State is not an easy place to conduct business, but he feels the state has rolled out the red carpet for I-Spice. He believes that I-Spice is not a short-term proposal for Cortland, he said the company selected Cortland in part because the work that had previously been performed in the plant is very similar to I-Spice's planned operations. Mr. Colistra said I-Spice is looking to utilize the local talent that previously worked for Voyant. Mr. Colistra said without the IDA incentives this project will not happen, he said the company is excited and ready to move forward.

Mr. Mulvihill asked if there were any additional comments on the proposed project, hearing none he closed the hearing at 4:44 P.M.

1-Spice-LLC- Project Summary & Rationale

Project Summary Sheet

Project Name: iSpice, LLC

TOTAL PROJECT AMOUNT	\$25,200,000
-----------------------------	---------------------

Summary of tax exemptions being sought with Project:

Sales Tax Exemption:	\$1,200,000
Mortgage Recording Taxes:	126,000
Real Property Taxes:	* 1,688,350

Estimated Value of Total Exemptions: \$3,014,350

***Estimate of the value of the RPT exemption sought was calculated as follows:**

As per the City Assessor, due to the recent sale of the property and a city wide reassessment adjusting properties to the market value, this property assessment will increase from \$4,787,500 to \$8,000,000 effective 3-1-2024.

Based on 2023 rates for city/county and school the total RPT paid with no PILOT and an assessed value of \$8,000,000 would be as follows:

City:	\$142,663
County:	124,176
School:	153,607

Total 1 year: \$420,446 x 10 years = \$4,204,460

The PILOT request from iSpice is to freeze the current assessment @ \$4,787,500 for a 10 year period with payments each year based on the current tax rates. An estimated projection based on 2023 tax rates and an assessed value of \$4,787,000 would be as follows:

City:	\$85,375
County:	74,312
School:	91,924

Total 1 year: \$ 251,622 x 10 years = \$2,516,110

Total estimated taxes for 10 years with NO PILOT: \$4,204,460

Total estimated taxes for 10 years with a PILOT : 2,516,110

Net Value of RPT Exemption: \$ 1,688,350 - a 40% reduction in RPT

The terms of this request is a deviation from the Agency's Uniform Tax Exemption Policy which would be paid if the Project Facility was not exempt from real property tax. Rather than the 65% reduction applicable under the Agency's Uniform Tax Exemption Policy, the project is requesting a 40% reduction resulting in greater revenue to the affected taxing jurisdictions.

Employment Impact:

New Jobs Created:

Year 1	175 FTE
Year 2	125 FTE
Year 3	50 FTE

Total New Jobs: 350 FTE

Minimum FTE before PILOT penalties apply (80%) – 280

iSpice anticipates the new jobs to consist of 10 employees at management level with the average salary of \$120,000/ year and benefits valued at \$18,000 per year; 35 employees at administrative level with the average salary of \$65,000/year and benefits valued at \$13,000 per year and 305 employees at production level with the average salary of \$40,000/year and benefits valued at \$ 8,000 per year.

Based on the above, the annual payroll once @ full capacity of 350 FTE will be \$18,750,000

Cost Benefit Analysis:

Total Exemptions: - 10 year period: \$3,014,350

Investment – 10 year period:

Project investment	\$25,200,000
Gross Payroll	15,675,000
Employee Benefits	3,075,000

Total Investment: \$43,950,000

Ratio: Exemptions/Investment - .07%

Cost per new job for exemption: \$8,612 over 10 years
\$861 per year

iSpice Project Rationale

iSpice LLC

Project Rationale

iSpice LLC (DBA iSpice Foods) of 6450 Highway 43, Jackson AL, a leading importer, processor, and supplier of quality herbs and spices from around the world, proposes to purchase, renovate and install up to 50 production lines in an expansion project at the former Voyant manufacturing facility in the city of Cortland.

The 500,000 square-foot building was vacated by the close of the 2022 calendar year after Voyant's closure and later acquired by a local ownership group that marketed the facility to a variety of potential tenants culminating with an agreement with iSpice. With customers including such national brands as Kroger, General Mills, Publix, Target, Aldi, Starbucks and more, iSpice projects to hire up to 350 workers over the next five years.

Enabled through the PILOT agreement the project will:

- Prompt a \$25 million investment in the facility;
- Create significant new employment and fill a massive hole that the Voyant closure left in the community ;
- Include a laboratory for research and development of new products; and
- Continue to generate property tax dollars for the community.

Staff is recommending approval of CCIDA incentives for this project as outlined in the attached.

This project meets all of the qualifying criteria as noted in the Development Policy as follows:

- *The timeline for projected investment and job creation is within the first two years of application;*
- *The applicant procures goods and services locally and regionally as often as possible during the construction phase of the project;*
- *The level and type of investment to be made by the applicant exceeds the minimum investment of \$500,000;*
- *The project enhances the strategic goals identified in the BDC's economic development plan and will enhance the overall regional economic climate;*
- *The project will create jobs which will be available to county residents and displaced workers;*
- *The project enhances strategic goals identified in Section II of the Development Policy.*

SEQR

Determination/Recommendation –
iSpice Foods Cortland

Full Environmental Assessment Form
Part 1 - Project and Setting

Instructions for Completing Part 1

Part 1 is to be completed by the applicant or project sponsor. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification.

Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information; indicate whether missing information does not exist, or is not reasonably available to the sponsor; and, when possible, generally describe work or studies which would be necessary to update or fully develop that information.

Applicants/sponsors must complete all items in Sections A & B. In Sections C, D & E, most items contain an initial question that must be answered either “Yes” or “No”. If the answer to the initial question is “Yes”, complete the sub-questions that follow. If the answer to the initial question is “No”, proceed to the next question. Section F allows the project sponsor to identify and attach any additional information. Section G requires the name and signature of the applicant or project sponsor to verify that the information contained in Part 1 is accurate and complete.

A. Project and Applicant/Sponsor Information.

Name of Action or Project:		
Project Location (describe, and attach a general location map):		
Brief Description of Proposed Action (include purpose or need):		
Name of Applicant/Sponsor:		Telephone:
		E-Mail:
Address:		
City/PO:	State:	Zip Code:
Project Contact (if not same as sponsor; give name and title/role):		Telephone:
		E-Mail:
Address:		
City/PO:	State:	Zip Code:
Property Owner (if not same as sponsor):		Telephone:
		E-Mail:
Address:		
City/PO:	State:	Zip Code:

B. Government Approvals

B. Government Approvals, Funding, or Sponsorship. (“Funding” includes grants, loans, tax relief, and any other forms of financial assistance.)

Government Entity	If Yes: Identify Agency and Approval(s) Required	Application Date (Actual or projected)
a. City Counsel, Town Board, or Village Board of Trustees <input type="checkbox"/> Yes <input type="checkbox"/> No		
b. City, Town or Village Planning Board or Commission <input type="checkbox"/> Yes <input type="checkbox"/> No		
c. City, Town or Village Zoning Board of Appeals <input type="checkbox"/> Yes <input type="checkbox"/> No		
d. Other local agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
e. County agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
f. Regional agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
g. State agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
h. Federal agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
i. Coastal Resources. <ul style="list-style-type: none"> <li data-bbox="121 829 1485 861">i. Is the project site within a Coastal Area, or the waterfront area of a Designated Inland Waterway? <input type="checkbox"/> Yes <input type="checkbox"/> No <li data-bbox="121 892 1485 924">ii. Is the project site located in a community with an approved Local Waterfront Revitalization Program? <input type="checkbox"/> Yes <input type="checkbox"/> No <li data-bbox="121 924 1485 955">iii. Is the project site within a Coastal Erosion Hazard Area? <input type="checkbox"/> Yes <input type="checkbox"/> No 		

C. Planning and Zoning

C.1. Planning and zoning actions.

Will administrative or legislative adoption, or amendment of a plan, local law, ordinance, rule or regulation be the only approval(s) which must be granted to enable the proposed action to proceed? Yes No

- **If Yes**, complete sections C, F and G.
- **If No**, proceed to question C.2 and complete all remaining sections and questions in Part 1

C.2. Adopted land use plans.

a. Do any municipally- adopted (city, town, village or county) comprehensive land use plan(s) include the site where the proposed action would be located? Yes No

If Yes, does the comprehensive plan include specific recommendations for the site where the proposed action would be located? Yes No

b. Is the site of the proposed action within any local or regional special planning district (for example: Greenway; Brownfield Opportunity Area (BOA); designated State or Federal heritage area; watershed management plan; or other?) Yes No

If Yes, identify the plan(s):

c. Is the proposed action located wholly or partially within an area listed in an adopted municipal open space plan, or an adopted municipal farmland protection plan? Yes No

If Yes, identify the plan(s):

C.3. Zoning

a. Is the site of the proposed action located in a municipality with an adopted zoning law or ordinance. Yes No
If Yes, what is the zoning classification(s) including any applicable overlay district?

b. Is the use permitted or allowed by a special or conditional use permit? Yes No

c. Is a zoning change requested as part of the proposed action? Yes No

If Yes,

i. What is the proposed new zoning for the site? _____

C.4. Existing community services.

a. In what school district is the project site located? _____

b. What police or other public protection forces serve the project site?

c. Which fire protection and emergency medical services serve the project site?

d. What parks serve the project site?

D. Project Details

D.1. Proposed and Potential Development

a. What is the general nature of the proposed action (e.g., residential, industrial, commercial, recreational; if mixed, include all components)?

b. a. Total acreage of the site of the proposed action? _____ acres

b. Total acreage to be physically disturbed? _____ acres

c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? _____ acres

c. Is the proposed action an expansion of an existing project or use? Yes No

i. If Yes, what is the approximate percentage of the proposed expansion and identify the units (e.g., acres, miles, housing units, square feet)? % _____ Units: _____

d. Is the proposed action a subdivision, or does it include a subdivision? Yes No

If Yes,

i. Purpose or type of subdivision? (e.g., residential, industrial, commercial; if mixed, specify types)

ii. Is a cluster/conservation layout proposed? Yes No

iii. Number of lots proposed? _____

iv. Minimum and maximum proposed lot sizes? Minimum _____ Maximum _____

e. Will the proposed action be constructed in multiple phases? Yes No

i. If No, anticipated period of construction: _____ months

ii. If Yes:

- Total number of phases anticipated _____
- Anticipated commencement date of phase 1 (including demolition) _____ month _____ year
- Anticipated completion date of final phase _____ month _____ year

• Generally describe connections or relationships among phases, including any contingencies where progress of one phase may determine timing or duration of future phases: _____

f. Does the project include new residential uses? Yes No
 If Yes, show numbers of units proposed.

	<u>One Family</u>	<u>Two Family</u>	<u>Three Family</u>	<u>Multiple Family (four or more)</u>
Initial Phase	_____	_____	_____	_____
At completion	_____	_____	_____	_____
of all phases	_____	_____	_____	_____

g. Does the proposed action include new non-residential construction (including expansions)? Yes No
 If Yes,

i. Total number of structures _____

ii. Dimensions (in feet) of largest proposed structure: _____ height; _____ width; and _____ length

iii. Approximate extent of building space to be heated or cooled: _____ square feet

h. Does the proposed action include construction or other activities that will result in the impoundment of any liquids, such as creation of a water supply, reservoir, pond, lake, waste lagoon or other storage? Yes No
 If Yes,

i. Purpose of the impoundment: _____

ii. If a water impoundment, the principal source of the water: Ground water Surface water streams Other specify:

iii. If other than water, identify the type of impounded/contained liquids and their source.

iv. Approximate size of the proposed impoundment. Volume: _____ million gallons; surface area: _____ acres

v. Dimensions of the proposed dam or impounding structure: _____ height; _____ length

vi. Construction method/materials for the proposed dam or impounding structure (e.g., earth fill, rock, wood, concrete):

D.2. Project Operations

a. Does the proposed action include any excavation, mining, or dredging, during construction, operations, or both? Yes No
 (Not including general site preparation, grading or installation of utilities or foundations where all excavated materials will remain onsite)
 If Yes:

i. What is the purpose of the excavation or dredging? _____

ii. How much material (including rock, earth, sediments, etc.) is proposed to be removed from the site?

- Volume (specify tons or cubic yards): _____
- Over what duration of time? _____

iii. Describe nature and characteristics of materials to be excavated or dredged, and plans to use, manage or dispose of them.

iv. Will there be onsite dewatering or processing of excavated materials? Yes No
 If yes, describe. _____

v. What is the total area to be dredged or excavated? _____ acres

vi. What is the maximum area to be worked at any one time? _____ acres

vii. What would be the maximum depth of excavation or dredging? _____ feet

viii. Will the excavation require blasting? Yes No

ix. Summarize site reclamation goals and plan: _____

b. Would the proposed action cause or result in alteration of, increase or decrease in size of, or encroachment into any existing wetland, waterbody, shoreline, beach or adjacent area? Yes No
 If Yes:

i. Identify the wetland or waterbody which would be affected (by name, water index number, wetland map number or geographic description): _____

ii. Describe how the proposed action would affect that waterbody or wetland, e.g. excavation, fill, placement of structures, or alteration of channels, banks and shorelines. Indicate extent of activities, alterations and additions in square feet or acres:

iii. Will the proposed action cause or result in disturbance to bottom sediments? Yes No

If Yes, describe: _____

iv. Will the proposed action cause or result in the destruction or removal of aquatic vegetation? Yes No

If Yes:

- acres of aquatic vegetation proposed to be removed: _____
- expected acreage of aquatic vegetation remaining after project completion: _____
- purpose of proposed removal (e.g. beach clearing, invasive species control, boat access): _____
- proposed method of plant removal: _____
- if chemical/herbicide treatment will be used, specify product(s): _____

v. Describe any proposed reclamation/mitigation following disturbance: _____

c. Will the proposed action use, or create a new demand for water? Yes No

If Yes:

i. Total anticipated water usage/demand per day: _____ gallons/day

ii. Will the proposed action obtain water from an existing public water supply? Yes No

If Yes:

- Name of district or service area: _____
- Does the existing public water supply have capacity to serve the proposal? Yes No
- Is the project site in the existing district? Yes No
- Is expansion of the district needed? Yes No
- Do existing lines serve the project site? Yes No

iii. Will line extension within an existing district be necessary to supply the project? Yes No

If Yes:

- Describe extensions or capacity expansions proposed to serve this project: _____
- Source(s) of supply for the district: _____

iv. Is a new water supply district or service area proposed to be formed to serve the project site? Yes No

If Yes:

- Applicant/sponsor for new district: _____
- Date application submitted or anticipated: _____
- Proposed source(s) of supply for new district: _____

v. If a public water supply will not be used, describe plans to provide water supply for the project: _____

vi. If water supply will be from wells (public or private), what is the maximum pumping capacity: _____ gallons/minute.

d. Will the proposed action generate liquid wastes? Yes No

If Yes:

i. Total anticipated liquid waste generation per day: _____ gallons/day

ii. Nature of liquid wastes to be generated (e.g., sanitary wastewater, industrial; if combination, describe all components and approximate volumes or proportions of each): _____

iii. Will the proposed action use any existing public wastewater treatment facilities? Yes No

If Yes:

- Name of wastewater treatment plant to be used: _____
- Name of district: _____
- Does the existing wastewater treatment plant have capacity to serve the project? Yes No
- Is the project site in the existing district? Yes No
- Is expansion of the district needed? Yes No

• Do existing sewer lines serve the project site? Yes No
 • Will a line extension within an existing district be necessary to serve the project? Yes No
 If Yes:
 • Describe extensions or capacity expansions proposed to serve this project: _____

iv. Will a new wastewater (sewage) treatment district be formed to serve the project site? Yes No
 If Yes:
 • Applicant/sponsor for new district: _____
 • Date application submitted or anticipated: _____
 • What is the receiving water for the wastewater discharge? _____

v. If public facilities will not be used, describe plans to provide wastewater treatment for the project, including specifying proposed receiving water (name and classification if surface discharge or describe subsurface disposal plans):

vi. Describe any plans or designs to capture, recycle or reuse liquid waste: _____

e. Will the proposed action disturb more than one acre and create stormwater runoff, either from new point sources (i.e. ditches, pipes, swales, curbs, gutters or other concentrated flows of stormwater) or non-point source (i.e. sheet flow) during construction or post construction? Yes No
 If Yes:
 i. How much impervious surface will the project create in relation to total size of project parcel?
 _____ Square feet or _____ acres (impervious surface)
 _____ Square feet or _____ acres (parcel size)
 ii. Describe types of new point sources. _____

iii. Where will the stormwater runoff be directed (i.e. on-site stormwater management facility/structures, adjacent properties, groundwater, on-site surface water or off-site surface waters)?

 • If to surface waters, identify receiving water bodies or wetlands: _____

• Will stormwater runoff flow to adjacent properties? Yes No

iv. Does the proposed plan minimize impervious surfaces, use pervious materials or collect and re-use stormwater? Yes No

f. Does the proposed action include, or will it use on-site, one or more sources of air emissions, including fuel combustion, waste incineration, or other processes or operations? Yes No
 If Yes, identify:
 i. Mobile sources during project operations (e.g., heavy equipment, fleet or delivery vehicles)

 ii. Stationary sources during construction (e.g., power generation, structural heating, batch plant, crushers)

 iii. Stationary sources during operations (e.g., process emissions, large boilers, electric generation)

g. Will any air emission sources named in D.2.f (above), require a NY State Air Registration, Air Facility Permit, or Federal Clean Air Act Title IV or Title V Permit? Yes No
 If Yes:
 i. Is the project site located in an Air quality non-attainment area? (Area routinely or periodically fails to meet ambient air quality standards for all or some parts of the year) Yes No
 ii. In addition to emissions as calculated in the application, the project will generate:
 • _____ Tons/year (short tons) of Carbon Dioxide (CO₂)
 • _____ Tons/year (short tons) of Nitrous Oxide (N₂O)
 • _____ Tons/year (short tons) of Perfluorocarbons (PFCs)
 • _____ Tons/year (short tons) of Sulfur Hexafluoride (SF₆)
 • _____ Tons/year (short tons) of Carbon Dioxide equivalent of Hydroflouorocarbons (HFCs)
 • _____ Tons/year (short tons) of Hazardous Air Pollutants (HAPs)

h. Will the proposed action generate or emit methane (including, but not limited to, sewage treatment plants, landfills, composting facilities)? Yes No

If Yes:

i. Estimate methane generation in tons/year (metric): _____

ii. Describe any methane capture, control or elimination measures included in project design (e.g., combustion to generate heat or electricity, flaring): _____

i. Will the proposed action result in the release of air pollutants from open-air operations or processes, such as quarry or landfill operations? Yes No

If Yes: Describe operations and nature of emissions (e.g., diesel exhaust, rock particulates/dust): _____

j. Will the proposed action result in a substantial increase in traffic above present levels or generate substantial new demand for transportation facilities or services? Yes No

If Yes:

i. When is the peak traffic expected (Check all that apply): Morning Evening Weekend
 Randomly between hours of _____ to _____.

ii. For commercial activities only, projected number of truck trips/day and type (e.g., semi trailers and dump trucks): _____

iii. Parking spaces: Existing _____ Proposed _____ Net increase/decrease _____

iv. Does the proposed action include any shared use parking? Yes No

v. If the proposed action includes any modification of existing roads, creation of new roads or change in existing access, describe: _____

vi. Are public/private transportation service(s) or facilities available within 1/2 mile of the proposed site? Yes No

vii. Will the proposed action include access to public transportation or accommodations for use of hybrid, electric or other alternative fueled vehicles? Yes No

viii. Will the proposed action include plans for pedestrian or bicycle accommodations for connections to existing pedestrian or bicycle routes? Yes No

k. Will the proposed action (for commercial or industrial projects only) generate new or additional demand for energy? Yes No

If Yes:

i. Estimate annual electricity demand during operation of the proposed action: _____

ii. Anticipated sources/suppliers of electricity for the project (e.g., on-site combustion, on-site renewable, via grid/local utility, or other): _____

iii. Will the proposed action require a new, or an upgrade, to an existing substation? Yes No

l. Hours of operation. Answer all items which apply.

<p><i>i.</i> During Construction:</p> <ul style="list-style-type: none"> • Monday - Friday: _____ • Saturday: _____ • Sunday: _____ • Holidays: _____ 	<p><i>ii.</i> During Operations:</p> <ul style="list-style-type: none"> • Monday - Friday: _____ • Saturday: _____ • Sunday: _____ • Holidays: _____
---	--

m. Will the proposed action produce noise that will exceed existing ambient noise levels during construction, operation, or both? Yes No
 If yes:
 i. Provide details including sources, time of day and duration:

ii. Will the proposed action remove existing natural barriers that could act as a noise barrier or screen? Yes No
 Describe: _____

n. Will the proposed action have outdoor lighting? Yes No
 If yes:
 i. Describe source(s), location(s), height of fixture(s), direction/aim, and proximity to nearest occupied structures:

ii. Will proposed action remove existing natural barriers that could act as a light barrier or screen? Yes No
 Describe: _____

o. Does the proposed action have the potential to produce odors for more than one hour per day? Yes No
 If Yes, describe possible sources, potential frequency and duration of odor emissions, and proximity to nearest occupied structures: _____

p. Will the proposed action include any bulk storage of petroleum (combined capacity of over 1,100 gallons) or chemical products 185 gallons in above ground storage or any amount in underground storage? Yes No
 If Yes:
 i. Product(s) to be stored _____
 ii. Volume(s) _____ per unit time _____ (e.g., month, year)
 iii. Generally, describe the proposed storage facilities: _____

q. Will the proposed action (commercial, industrial and recreational projects only) use pesticides (i.e., herbicides, insecticides) during construction or operation? Yes No
 If Yes:
 i. Describe proposed treatment(s):

ii. Will the proposed action use Integrated Pest Management Practices? Yes No

r. Will the proposed action (commercial or industrial projects only) involve or require the management or disposal of solid waste (excluding hazardous materials)? Yes No
 If Yes:
 i. Describe any solid waste(s) to be generated during construction or operation of the facility:
 • Construction: _____ tons per _____ (unit of time)
 • Operation : _____ tons per _____ (unit of time)
 ii. Describe any proposals for on-site minimization, recycling or reuse of materials to avoid disposal as solid waste:
 • Construction: _____

 • Operation: _____

 iii. Proposed disposal methods/facilities for solid waste generated on-site:
 • Construction: _____

 • Operation: _____

s. Does the proposed action include construction or modification of a solid waste management facility? Yes No
 If Yes:
 i. Type of management or handling of waste proposed for the site (e.g., recycling or transfer station, composting, landfill, or other disposal activities): _____
 ii. Anticipated rate of disposal/processing:
 • _____ Tons/month, if transfer or other non-combustion/thermal treatment, or
 • _____ Tons/hour, if combustion or thermal treatment
 iii. If landfill, anticipated site life: _____ years

t. Will the proposed action at the site involve the commercial generation, treatment, storage, or disposal of hazardous waste? Yes No
 If Yes:
 i. Name(s) of all hazardous wastes or constituents to be generated, handled or managed at facility: _____

 ii. Generally describe processes or activities involving hazardous wastes or constituents: _____

 iii. Specify amount to be handled or generated _____ tons/month
 iv. Describe any proposals for on-site minimization, recycling or reuse of hazardous constituents: _____

 v. Will any hazardous wastes be disposed at an existing offsite hazardous waste facility? Yes No
 If Yes: provide name and location of facility: _____

 If No: describe proposed management of any hazardous wastes which will not be sent to a hazardous waste facility:

E. Site and Setting of Proposed Action

E.1. Land uses on and surrounding the project site

a. Existing land uses.
 i. Check all uses that occur on, adjoining and near the project site.
 Urban Industrial Commercial Residential (suburban) Rural (non-farm)
 Forest Agriculture Aquatic Other (specify): _____
 ii. If mix of uses, generally describe:

b. Land uses and covertypes on the project site.

Land use or Covertypes	Current Acreage	Acreage After Project Completion	Change (Acres +/-)
• Roads, buildings, and other paved or impervious surfaces			
• Forested			
• Meadows, grasslands or brushlands (non-agricultural, including abandoned agricultural)			
• Agricultural (includes active orchards, field, greenhouse etc.)			
• Surface water features (lakes, ponds, streams, rivers, etc.)			
• Wetlands (freshwater or tidal)			
• Non-vegetated (bare rock, earth or fill)			
• Other Describe: _____ _____			

c. Is the project site presently used by members of the community for public recreation? Yes No
i. If Yes: explain: _____

d. Are there any facilities serving children, the elderly, people with disabilities (e.g., schools, hospitals, licensed day care centers, or group homes) within 1500 feet of the project site? Yes No
If Yes,
i. Identify Facilities:

e. Does the project site contain an existing dam? Yes No
If Yes:
i. Dimensions of the dam and impoundment:

- Dam height: _____ feet
- Dam length: _____ feet
- Surface area: _____ acres
- Volume impounded: _____ gallons OR acre-feet

ii. Dam's existing hazard classification: _____
iii. Provide date and summarize results of last inspection:

f. Has the project site ever been used as a municipal, commercial or industrial solid waste management facility, or does the project site adjoin property which is now, or was at one time, used as a solid waste management facility? Yes No
If Yes:
i. Has the facility been formally closed? Yes No

- If yes, cite sources/documentation: _____

ii. Describe the location of the project site relative to the boundaries of the solid waste management facility:

iii. Describe any development constraints due to the prior solid waste activities: _____

g. Have hazardous wastes been generated, treated and/or disposed of at the site, or does the project site adjoin property which is now or was at one time used to commercially treat, store and/or dispose of hazardous waste? Yes No
If Yes:
i. Describe waste(s) handled and waste management activities, including approximate time when activities occurred:

h. Potential contamination history. Has there been a reported spill at the proposed project site, or have any remedial actions been conducted at or adjacent to the proposed site? Yes No
If Yes:
i. Is any portion of the site listed on the NYSDEC Spills Incidents database or Environmental Site Remediation database? Check all that apply: Yes No
 Yes – Spills Incidents database Provide DEC ID number(s): _____
 Yes – Environmental Site Remediation database Provide DEC ID number(s): _____
 Neither database
ii. If site has been subject of RCRA corrective activities, describe control measures: _____

iii. Is the project within 2000 feet of any site in the NYSDEC Environmental Site Remediation database? Yes No
If yes, provide DEC ID number(s): _____
iv. If yes to (i), (ii) or (iii) above, describe current status of site(s):

v. Is the project site subject to an institutional control limiting property uses? Yes No

- If yes, DEC site ID number: _____
- Describe the type of institutional control (e.g., deed restriction or easement): _____
- Describe any use limitations: _____
- Describe any engineering controls: _____
- Will the project affect the institutional or engineering controls in place? Yes No
- Explain: _____

E.2. Natural Resources On or Near Project Site

a. What is the average depth to bedrock on the project site? _____ feet

b. Are there bedrock outcroppings on the project site? Yes No
 If Yes, what proportion of the site is comprised of bedrock outcroppings? _____%

c. Predominant soil type(s) present on project site: _____ %
 _____ %
 _____ %

d. What is the average depth to the water table on the project site? Average: _____ feet

e. Drainage status of project site soils: Well Drained: _____ % of site
 Moderately Well Drained: _____ % of site
 Poorly Drained _____ % of site

f. Approximate proportion of proposed action site with slopes: 0-10%: _____ % of site
 10-15%: _____ % of site
 15% or greater: _____ % of site

g. Are there any unique geologic features on the project site? Yes No
 If Yes, describe: _____

h. Surface water features.

i. Does any portion of the project site contain wetlands or other waterbodies (including streams, rivers, ponds or lakes)? Yes No

ii. Do any wetlands or other waterbodies adjoin the project site? Yes No
 If Yes to either *i* or *ii*, continue. If No, skip to E.2.i.

iii. Are any of the wetlands or waterbodies within or adjoining the project site regulated by any federal, state or local agency? Yes No

iv. For each identified regulated wetland and waterbody on the project site, provide the following information:

- Streams: Name _____ Classification _____
- Lakes or Ponds: Name _____ Classification _____
- Wetlands: Name _____ Approximate Size _____
- Wetland No. (if regulated by DEC) _____

v. Are any of the above water bodies listed in the most recent compilation of NYS water quality-impaired waterbodies? Yes No
 If yes, name of impaired water body/bodies and basis for listing as impaired: _____

i. Is the project site in a designated Floodway? Yes No

j. Is the project site in the 100-year Floodplain? Yes No

k. Is the project site in the 500-year Floodplain? Yes No

l. Is the project site located over, or immediately adjoining, a primary, principal or sole source aquifer? Yes No
 If Yes:
 i. Name of aquifer: _____

m. Identify the predominant wildlife species that occupy or use the project site: _____ _____ _____	
n. Does the project site contain a designated significant natural community? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> Describe the habitat/community (composition, function, and basis for designation): _____ _____ <i>ii.</i> Source(s) of description or evaluation: _____ <i>iii.</i> Extent of community/habitat: <ul style="list-style-type: none"> • Currently: _____ acres • Following completion of project as proposed: _____ acres • Gain or loss (indicate + or -): _____ acres 	
o. Does project site contain any species of plant or animal that is listed by the federal government or NYS as endangered or threatened, or does it contain any areas identified as habitat for an endangered or threatened species? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> Species and listing (endangered or threatened): _____ _____ _____	
p. Does the project site contain any species of plant or animal that is listed by NYS as rare, or as a species of special concern? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> Species and listing: _____ _____	
q. Is the project site or adjoining area currently used for hunting, trapping, fishing or shell fishing? <input type="checkbox"/> Yes <input type="checkbox"/> No If yes, give a brief description of how the proposed action may affect that use: _____ _____	
E.3. Designated Public Resources On or Near Project Site	
a. Is the project site, or any portion of it, located in a designated agricultural district certified pursuant to Agriculture and Markets Law, Article 25-AA, Section 303 and 304? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes, provide county plus district name/number: _____	
b. Are agricultural lands consisting of highly productive soils present? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>i.</i> If Yes: acreage(s) on project site? _____ <i>ii.</i> Source(s) of soil rating(s): _____	
c. Does the project site contain all or part of, or is it substantially contiguous to, a registered National Natural Landmark? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> Nature of the natural landmark: <input type="checkbox"/> Biological Community <input type="checkbox"/> Geological Feature <i>ii.</i> Provide brief description of landmark, including values behind designation and approximate size/extent: _____ _____ _____	
d. Is the project site located in or does it adjoin a state listed Critical Environmental Area? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> CEA name: _____ <i>ii.</i> Basis for designation: _____ <i>iii.</i> Designating agency and date: _____	

<p>e. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p style="margin-left: 20px;">i. Nature of historic/archaeological resource: <input type="checkbox"/> Archaeological Site <input type="checkbox"/> Historic Building or District</p> <p style="margin-left: 20px;">ii. Name: _____</p> <p style="margin-left: 20px;">iii. Brief description of attributes on which listing is based: _____</p>
<p>f. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>g. Have additional archaeological or historic site(s) or resources been identified on the project site? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p style="margin-left: 20px;">i. Describe possible resource(s): _____</p> <p style="margin-left: 20px;">ii. Basis for identification: _____</p>
<p>h. Is the project site within five miles of any officially designated and publicly accessible federal, state, or local scenic or aesthetic resource? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p style="margin-left: 20px;">i. Identify resource: _____</p> <p style="margin-left: 20px;">ii. Nature of, or basis for, designation (e.g., established highway overlook, state or local park, state historic trail or scenic byway, etc.): _____</p> <p style="margin-left: 20px;">iii. Distance between project and resource: _____ miles.</p>
<p>i. Is the project site located within a designated river corridor under the Wild, Scenic and Recreational Rivers Program 6 NYCRR 666? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p style="margin-left: 20px;">i. Identify the name of the river and its designation: _____</p> <p style="margin-left: 20px;">ii. Is the activity consistent with development restrictions contained in 6NYCRR Part 666? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>

F. Additional Information


Attach any additional information which may be needed to clarify your project.

If you have identified any adverse impacts which could be associated with your proposal, please describe those impacts plus any measures which you propose to avoid or minimize them.

G. Verification

I certify that the information provided is true to the best of my knowledge.

Applicant/Sponsor Name _____ Date _____

Signature  _____ Title _____

Full Environmental Assessment Form
Part 2 - Identification of Potential Project Impacts

Project :

Date :

Part 2 is to be completed by the lead agency. Part 2 is designed to help the lead agency inventory all potential resources that could be affected by a proposed project or action. We recognize that the lead agency’s reviewer(s) will not necessarily be environmental professionals. So, the questions are designed to walk a reviewer through the assessment process by providing a series of questions that can be answered using the information found in Part 1. To further assist the lead agency in completing Part 2, the form identifies the most relevant questions in Part 1 that will provide the information needed to answer the Part 2 question. When Part 2 is completed, the lead agency will have identified the relevant environmental areas that may be impacted by the proposed activity.

If the lead agency is a state agency **and** the action is in any Coastal Area, complete the Coastal Assessment Form before proceeding with this assessment.

Tips for completing Part 2:

- Review all of the information provided in Part 1.
- Review any application, maps, supporting materials and the Full EAF Workbook.
- Answer each of the 18 questions in Part 2.
- If you answer “**Yes**” to a numbered question, please complete all the questions that follow in that section.
- If you answer “**No**” to a numbered question, move on to the next numbered question.
- Check appropriate column to indicate the anticipated size of the impact.
- Proposed projects that would exceed a numeric threshold contained in a question should result in the reviewing agency checking the box “Moderate to large impact may occur.”
- The reviewer is not expected to be an expert in environmental analysis.
- If you are not sure or undecided about the size of an impact, it may help to review the sub-questions for the general question and consult the workbook.
- When answering a question consider all components of the proposed activity, that is, the “whole action”.
- Consider the possibility for long-term and cumulative impacts as well as direct impacts.
- Answer the question in a reasonable manner considering the scale and context of the project.

1. Impact on Land			
Proposed action may involve construction on, or physical alteration of, the land surface of the proposed site. (See Part 1. D.1)		<input type="checkbox"/> NO	<input type="checkbox"/> YES
<i>If “Yes”, answer questions a - j. If “No”, move on to Section 2.</i>			
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action may involve construction on land where depth to water table is less than 3 feet.	E2d	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action may involve construction on slopes of 15% or greater.	E2f	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action may involve construction on land where bedrock is exposed, or generally within 5 feet of existing ground surface.	E2a	<input type="checkbox"/>	<input type="checkbox"/>
d. The proposed action may involve the excavation and removal of more than 1,000 tons of natural material.	D2a	<input type="checkbox"/>	<input type="checkbox"/>
e. The proposed action may involve construction that continues for more than one year or in multiple phases.	D1e	<input type="checkbox"/>	<input type="checkbox"/>
f. The proposed action may result in increased erosion, whether from physical disturbance or vegetation removal (including from treatment by herbicides).	D2e, D2q	<input type="checkbox"/>	<input type="checkbox"/>
g. The proposed action is, or may be, located within a Coastal Erosion hazard area.	B1i	<input type="checkbox"/>	<input type="checkbox"/>
h. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>

2. Impact on Geological Features The proposed action may result in the modification or destruction of, or inhibit access to, any unique or unusual land forms on the site (e.g., cliffs, dunes, minerals, fossils, caves). (See Part 1. E.2.g) <input type="checkbox"/> NO <input type="checkbox"/> YES <i>If "Yes", answer questions a - c. If "No", move on to Section 3.</i>			
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. Identify the specific land form(s) attached: _____ _____	E2g	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action may affect or is adjacent to a geological feature listed as a registered National Natural Landmark. Specific feature: _____	E3c	<input type="checkbox"/>	<input type="checkbox"/>
c. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>

3. Impacts on Surface Water The proposed action may affect one or more wetlands or other surface water bodies (e.g., streams, rivers, ponds or lakes). (See Part 1. D.2, E.2.h) <input type="checkbox"/> NO <input type="checkbox"/> YES <i>If "Yes", answer questions a - l. If "No", move on to Section 4.</i>			
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action may create a new water body.	D2b, D1h	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action may result in an increase or decrease of over 10% or more than a 10 acre increase or decrease in the surface area of any body of water.	D2b	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action may involve dredging more than 100 cubic yards of material from a wetland or water body.	D2a	<input type="checkbox"/>	<input type="checkbox"/>
d. The proposed action may involve construction within or adjoining a freshwater or tidal wetland, or in the bed or banks of any other water body.	E2h	<input type="checkbox"/>	<input type="checkbox"/>
e. The proposed action may create turbidity in a waterbody, either from upland erosion, runoff or by disturbing bottom sediments.	D2a, D2h	<input type="checkbox"/>	<input type="checkbox"/>
f. The proposed action may include construction of one or more intake(s) for withdrawal of water from surface water.	D2c	<input type="checkbox"/>	<input type="checkbox"/>
g. The proposed action may include construction of one or more outfall(s) for discharge of wastewater to surface water(s).	D2d	<input type="checkbox"/>	<input type="checkbox"/>
h. The proposed action may cause soil erosion, or otherwise create a source of stormwater discharge that may lead to siltation or other degradation of receiving water bodies.	D2e	<input type="checkbox"/>	<input type="checkbox"/>
i. The proposed action may affect the water quality of any water bodies within or downstream of the site of the proposed action.	E2h	<input type="checkbox"/>	<input type="checkbox"/>
j. The proposed action may involve the application of pesticides or herbicides in or around any water body.	D2q, E2h	<input type="checkbox"/>	<input type="checkbox"/>
k. The proposed action may require the construction of new, or expansion of existing, wastewater treatment facilities.	D1a, D2d	<input type="checkbox"/>	<input type="checkbox"/>

I. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>
----------------------------------	--	--------------------------	--------------------------

4. Impact on groundwater The proposed action may result in new or additional use of ground water, or may have the potential to introduce contaminants to ground water or an aquifer. <input type="checkbox"/> NO <input type="checkbox"/> YES (See Part 1. D.2.a, D.2.c, D.2.d, D.2.p, D.2.q, D.2.t) <i>If "Yes", answer questions a - h. If "No", move on to Section 5.</i>			
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action may require new water supply wells, or create additional demand on supplies from existing water supply wells.	D2c	<input type="checkbox"/>	<input type="checkbox"/>
b. Water supply demand from the proposed action may exceed safe and sustainable withdrawal capacity rate of the local supply or aquifer. Cite Source: _____	D2c	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action may allow or result in residential uses in areas without water and sewer services.	D1a, D2c	<input type="checkbox"/>	<input type="checkbox"/>
d. The proposed action may include or require wastewater discharged to groundwater.	D2d, E2l	<input type="checkbox"/>	<input type="checkbox"/>
e. The proposed action may result in the construction of water supply wells in locations where groundwater is, or is suspected to be, contaminated.	D2c, E1f, E1g, E1h	<input type="checkbox"/>	<input type="checkbox"/>
f. The proposed action may require the bulk storage of petroleum or chemical products over ground water or an aquifer.	D2p, E2l	<input type="checkbox"/>	<input type="checkbox"/>
g. The proposed action may involve the commercial application of pesticides within 100 feet of potable drinking water or irrigation sources.	E2h, D2q, E2l, D2c	<input type="checkbox"/>	<input type="checkbox"/>
h. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>

5. Impact on Flooding The proposed action may result in development on lands subject to flooding. <input type="checkbox"/> NO <input type="checkbox"/> YES (See Part 1. E.2) <i>If "Yes", answer questions a - g. If "No", move on to Section 6.</i>			
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action may result in development in a designated floodway.	E2i	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action may result in development within a 100 year floodplain.	E2j	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action may result in development within a 500 year floodplain.	E2k	<input type="checkbox"/>	<input type="checkbox"/>
d. The proposed action may result in, or require, modification of existing drainage patterns.	D2b, D2e	<input type="checkbox"/>	<input type="checkbox"/>
e. The proposed action may change flood water flows that contribute to flooding.	D2b, E2i, E2j, E2k	<input type="checkbox"/>	<input type="checkbox"/>
f. If there is a dam located on the site of the proposed action, is the dam in need of repair, or upgrade?	E1e	<input type="checkbox"/>	<input type="checkbox"/>

g. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>
----------------------------------	--	--------------------------	--------------------------

6. Impacts on Air			
The proposed action may include a state regulated air emission source. (See Part 1. D.2.f., D.2.h, D.2.g) <i>If "Yes", answer questions a - f. If "No", move on to Section 7.</i>		<input type="checkbox"/> NO	<input type="checkbox"/> YES
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. If the proposed action requires federal or state air emission permits, the action may also emit one or more greenhouse gases at or above the following levels: i. More than 1000 tons/year of carbon dioxide (CO ₂) ii. More than 3.5 tons/year of nitrous oxide (N ₂ O) iii. More than 1000 tons/year of carbon equivalent of perfluorocarbons (PFCs) iv. More than .045 tons/year of sulfur hexafluoride (SF ₆) v. More than 1000 tons/year of carbon dioxide equivalent of hydrochloroflourocarbons (HFCs) emissions vi. 43 tons/year or more of methane	D2g D2g D2g D2g D2g D2h	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
b. The proposed action may generate 10 tons/year or more of any one designated hazardous air pollutant, or 25 tons/year or more of any combination of such hazardous air pollutants.	D2g	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action may require a state air registration, or may produce an emissions rate of total contaminants that may exceed 5 lbs. per hour, or may include a heat source capable of producing more than 10 million BTU's per hour.	D2f, D2g	<input type="checkbox"/>	<input type="checkbox"/>
d. The proposed action may reach 50% of any of the thresholds in "a" through "c", above.	D2g	<input type="checkbox"/>	<input type="checkbox"/>
e. The proposed action may result in the combustion or thermal treatment of more than 1 ton of refuse per hour.	D2s	<input type="checkbox"/>	<input type="checkbox"/>
f. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>

7. Impact on Plants and Animals			
The proposed action may result in a loss of flora or fauna. (See Part 1. E.2. m.-q.) <i>If "Yes", answer questions a - j. If "No", move on to Section 8.</i>		<input type="checkbox"/> NO	<input type="checkbox"/> YES
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action may cause reduction in population or loss of individuals of any threatened or endangered species, as listed by New York State or the Federal government, that use the site, or are found on, over, or near the site.	E2o	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action may result in a reduction or degradation of any habitat used by any rare, threatened or endangered species, as listed by New York State or the federal government.	E2o	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action may cause reduction in population, or loss of individuals, of any species of special concern or conservation need, as listed by New York State or the Federal government, that use the site, or are found on, over, or near the site.	E2p	<input type="checkbox"/>	<input type="checkbox"/>
d. The proposed action may result in a reduction or degradation of any habitat used by any species of special concern and conservation need, as listed by New York State or the Federal government.	E2p	<input type="checkbox"/>	<input type="checkbox"/>

e. The proposed action may diminish the capacity of a registered National Natural Landmark to support the biological community it was established to protect.	E3c	<input type="checkbox"/>	<input type="checkbox"/>
f. The proposed action may result in the removal of, or ground disturbance in, any portion of a designated significant natural community. Source: _____	E2n	<input type="checkbox"/>	<input type="checkbox"/>
g. The proposed action may substantially interfere with nesting/breeding, foraging, or over-wintering habitat for the predominant species that occupy or use the project site.	E2m	<input type="checkbox"/>	<input type="checkbox"/>
h. The proposed action requires the conversion of more than 10 acres of forest, grassland or any other regionally or locally important habitat. Habitat type & information source: _____	E1b	<input type="checkbox"/>	<input type="checkbox"/>
i. Proposed action (commercial, industrial or recreational projects, only) involves use of herbicides or pesticides.	D2q	<input type="checkbox"/>	<input type="checkbox"/>
j. Other impacts: _____		<input type="checkbox"/>	<input type="checkbox"/>

8. Impact on Agricultural Resources			
The proposed action may impact agricultural resources. (See Part 1. E.3.a. and b.)		<input type="checkbox"/> NO	<input type="checkbox"/> YES
<i>If "Yes", answer questions a - h. If "No", move on to Section 9.</i>			
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action may impact soil classified within soil group 1 through 4 of the NYS Land Classification System.	E2c, E3b	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action may sever, cross or otherwise limit access to agricultural land (includes cropland, hayfields, pasture, vineyard, orchard, etc).	E1a, E1b	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action may result in the excavation or compaction of the soil profile of active agricultural land.	E3b	<input type="checkbox"/>	<input type="checkbox"/>
d. The proposed action may irreversibly convert agricultural land to non-agricultural uses, either more than 2.5 acres if located in an Agricultural District, or more than 10 acres if not within an Agricultural District.	E1b, E3a	<input type="checkbox"/>	<input type="checkbox"/>
e. The proposed action may disrupt or prevent installation of an agricultural land management system.	E1 a, E1b	<input type="checkbox"/>	<input type="checkbox"/>
f. The proposed action may result, directly or indirectly, in increased development potential or pressure on farmland.	C2c, C3, D2c, D2d	<input type="checkbox"/>	<input type="checkbox"/>
g. The proposed project is not consistent with the adopted municipal Farmland Protection Plan.	C2c	<input type="checkbox"/>	<input type="checkbox"/>
h. Other impacts: _____		<input type="checkbox"/>	<input type="checkbox"/>

9. Impact on Aesthetic Resources The land use of the proposed action are obviously different from, or are in sharp contrast to, current land use patterns between the proposed project and a scenic or aesthetic resource. (Part 1. E.1.a, E.1.b, E.3.h.) <i>If "Yes", answer questions a - g. If "No", go to Section 10.</i>				<input type="checkbox"/> NO	<input type="checkbox"/> YES
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur		
a. Proposed action may be visible from any officially designated federal, state, or local scenic or aesthetic resource.	E3h	<input type="checkbox"/>	<input type="checkbox"/>		
b. The proposed action may result in the obstruction, elimination or significant screening of one or more officially designated scenic views.	E3h, C2b	<input type="checkbox"/>	<input type="checkbox"/>		
c. The proposed action may be visible from publicly accessible vantage points: i. Seasonally (e.g., screened by summer foliage, but visible during other seasons) ii. Year round	E3h	<input type="checkbox"/> <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/>		
d. The situation or activity in which viewers are engaged while viewing the proposed action is: i. Routine travel by residents, including travel to and from work ii. Recreational or tourism based activities	E3h E2q, E1c	<input type="checkbox"/> <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/>		
e. The proposed action may cause a diminishment of the public enjoyment and appreciation of the designated aesthetic resource.	E3h	<input type="checkbox"/>	<input type="checkbox"/>		
f. There are similar projects visible within the following distance of the proposed project: 0-1/2 mile 1/2 -3 mile 3-5 mile 5+ mile	D1a, E1a, D1f, D1g	<input type="checkbox"/>	<input type="checkbox"/>		
g. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>		

10. Impact on Historic and Archeological Resources The proposed action may occur in or adjacent to a historic or archaeological resource. (Part 1. E.3.e, f. and g.) <i>If "Yes", answer questions a - e. If "No", go to Section 11.</i>				<input type="checkbox"/> NO	<input type="checkbox"/> YES
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur		
a. The proposed action may occur wholly or partially within, or substantially contiguous to, any buildings, archaeological site or district which is listed on the National or State Register of Historical Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places.	E3e	<input type="checkbox"/>	<input type="checkbox"/>		
b. The proposed action may occur wholly or partially within, or substantially contiguous to, an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory.	E3f	<input type="checkbox"/>	<input type="checkbox"/>		
c. The proposed action may occur wholly or partially within, or substantially contiguous to, an archaeological site not included on the NY SHPO inventory. Source: _____	E3g	<input type="checkbox"/>	<input type="checkbox"/>		

d. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>
e. If any of the above (a-d) are answered “Moderate to large impact may occur”, continue with the following questions to help support conclusions in Part 3:			
i. The proposed action may result in the destruction or alteration of all or part of the site or property.	E3e, E3g, E3f	<input type="checkbox"/>	<input type="checkbox"/>
ii. The proposed action may result in the alteration of the property’s setting or integrity.	E3e, E3f, E3g, E1a, E1b	<input type="checkbox"/>	<input type="checkbox"/>
iii. The proposed action may result in the introduction of visual elements which are out of character with the site or property, or may alter its setting.	E3e, E3f, E3g, E3h, C2, C3	<input type="checkbox"/>	<input type="checkbox"/>

11. Impact on Open Space and Recreation			
The proposed action may result in a loss of recreational opportunities or a reduction of an open space resource as designated in any adopted municipal open space plan. (See Part 1. C.2.c, E.1.c., E.2.q.) <i>If “Yes”, answer questions a - e. If “No”, go to Section 12.</i>		<input type="checkbox"/> NO	<input type="checkbox"/> YES
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action may result in an impairment of natural functions, or “ecosystem services”, provided by an undeveloped area, including but not limited to stormwater storage, nutrient cycling, wildlife habitat.	D2e, E1b E2h, E2m, E2o, E2n, E2p	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action may result in the loss of a current or future recreational resource.	C2a, E1c, C2c, E2q	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action may eliminate open space or recreational resource in an area with few such resources.	C2a, C2c E1c, E2q	<input type="checkbox"/>	<input type="checkbox"/>
d. The proposed action may result in loss of an area now used informally by the community as an open space resource.	C2c, E1c	<input type="checkbox"/>	<input type="checkbox"/>
e. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>

12. Impact on Critical Environmental Areas			
The proposed action may be located within or adjacent to a critical environmental area (CEA). (See Part 1. E.3.d) <i>If “Yes”, answer questions a - c. If “No”, go to Section 13.</i>		<input type="checkbox"/> NO	<input type="checkbox"/> YES
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action may result in a reduction in the quantity of the resource or characteristic which was the basis for designation of the CEA.	E3d	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action may result in a reduction in the quality of the resource or characteristic which was the basis for designation of the CEA.	E3d	<input type="checkbox"/>	<input type="checkbox"/>
c. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>

13. Impact on Transportation The proposed action may result in a change to existing transportation systems. <input type="checkbox"/> NO <input type="checkbox"/> YES (See Part 1. D.2.j) <i>If "Yes", answer questions a - f. If "No", go to Section 14.</i>			
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. Projected traffic increase may exceed capacity of existing road network.	D2j	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action may result in the construction of paved parking area for 500 or more vehicles.	D2j	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action will degrade existing transit access.	D2j	<input type="checkbox"/>	<input type="checkbox"/>
d. The proposed action will degrade existing pedestrian or bicycle accommodations.	D2j	<input type="checkbox"/>	<input type="checkbox"/>
e. The proposed action may alter the present pattern of movement of people or goods.	D2j	<input type="checkbox"/>	<input type="checkbox"/>
f. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>

14. Impact on Energy The proposed action may cause an increase in the use of any form of energy. <input type="checkbox"/> NO <input type="checkbox"/> YES (See Part 1. D.2.k) <i>If "Yes", answer questions a - e. If "No", go to Section 15.</i>			
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action will require a new, or an upgrade to an existing, substation.	D2k	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action will require the creation or extension of an energy transmission or supply system to serve more than 50 single or two-family residences or to serve a commercial or industrial use.	D1f, D1q, D2k	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action may utilize more than 2,500 MWhrs per year of electricity.	D2k	<input type="checkbox"/>	<input type="checkbox"/>
d. The proposed action may involve heating and/or cooling of more than 100,000 square feet of building area when completed.	D1g	<input type="checkbox"/>	<input type="checkbox"/>
e. Other Impacts: _____ _____			

15. Impact on Noise, Odor, and Light The proposed action may result in an increase in noise, odors, or outdoor lighting. <input type="checkbox"/> NO <input type="checkbox"/> YES (See Part 1. D.2.m., n., and o.) <i>If "Yes", answer questions a - f. If "No", go to Section 16.</i>			
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action may produce sound above noise levels established by local regulation.	D2m	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action may result in blasting within 1,500 feet of any residence, hospital, school, licensed day care center, or nursing home.	D2m, E1d	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action may result in routine odors for more than one hour per day.	D2o	<input type="checkbox"/>	<input type="checkbox"/>

d. The proposed action may result in light shining onto adjoining properties.	D2n	<input type="checkbox"/>	<input type="checkbox"/>
e. The proposed action may result in lighting creating sky-glow brighter than existing area conditions.	D2n, E1a	<input type="checkbox"/>	<input type="checkbox"/>
f. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>

16. Impact on Human Health			
The proposed action may have an impact on human health from exposure to new or existing sources of contaminants. (See Part 1.D.2.q., E.1. d. f. g. and h.) <i>If "Yes", answer questions a - m. If "No", go to Section 17.</i>		<input type="checkbox"/> NO	<input type="checkbox"/> YES
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action is located within 1500 feet of a school, hospital, licensed day care center, group home, nursing home or retirement community.	E1d	<input type="checkbox"/>	<input type="checkbox"/>
b. The site of the proposed action is currently undergoing remediation.	E1g, E1h	<input type="checkbox"/>	<input type="checkbox"/>
c. There is a completed emergency spill remediation, or a completed environmental site remediation on, or adjacent to, the site of the proposed action.	E1g, E1h	<input type="checkbox"/>	<input type="checkbox"/>
d. The site of the action is subject to an institutional control limiting the use of the property (e.g., easement or deed restriction).	E1g, E1h	<input type="checkbox"/>	<input type="checkbox"/>
e. The proposed action may affect institutional control measures that were put in place to ensure that the site remains protective of the environment and human health.	E1g, E1h	<input type="checkbox"/>	<input type="checkbox"/>
f. The proposed action has adequate control measures in place to ensure that future generation, treatment and/or disposal of hazardous wastes will be protective of the environment and human health.	D2t	<input type="checkbox"/>	<input type="checkbox"/>
g. The proposed action involves construction or modification of a solid waste management facility.	D2q, E1f	<input type="checkbox"/>	<input type="checkbox"/>
h. The proposed action may result in the unearthing of solid or hazardous waste.	D2q, E1f	<input type="checkbox"/>	<input type="checkbox"/>
i. The proposed action may result in an increase in the rate of disposal, or processing, of solid waste.	D2r, D2s	<input type="checkbox"/>	<input type="checkbox"/>
j. The proposed action may result in excavation or other disturbance within 2000 feet of a site used for the disposal of solid or hazardous waste.	E1f, E1g E1h	<input type="checkbox"/>	<input type="checkbox"/>
k. The proposed action may result in the migration of explosive gases from a landfill site to adjacent off site structures.	E1f, E1g	<input type="checkbox"/>	<input type="checkbox"/>
l. The proposed action may result in the release of contaminated leachate from the project site.	D2s, E1f, D2r	<input type="checkbox"/>	<input type="checkbox"/>
m. Other impacts: _____ _____			

17. Consistency with Community Plans			
The proposed action is not consistent with adopted land use plans. (See Part 1. C.1, C.2. and C.3.) <i>If “Yes”, answer questions a - h. If “No”, go to Section 18.</i>		<input type="checkbox"/> NO	<input type="checkbox"/> YES
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action’s land use components may be different from, or in sharp contrast to, current surrounding land use pattern(s).	C2, C3, D1a E1a, E1b	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action will cause the permanent population of the city, town or village in which the project is located to grow by more than 5%.	C2	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action is inconsistent with local land use plans or zoning regulations.	C2, C2, C3	<input type="checkbox"/>	<input type="checkbox"/>
d. The proposed action is inconsistent with any County plans, or other regional land use plans.	C2, C2	<input type="checkbox"/>	<input type="checkbox"/>
e. The proposed action may cause a change in the density of development that is not supported by existing infrastructure or is distant from existing infrastructure.	C3, D1c, D1d, D1f, D1d, E1b	<input type="checkbox"/>	<input type="checkbox"/>
f. The proposed action is located in an area characterized by low density development that will require new or expanded public infrastructure.	C4, D2c, D2d D2j	<input type="checkbox"/>	<input type="checkbox"/>
g. The proposed action may induce secondary development impacts (e.g., residential or commercial development not included in the proposed action)	C2a	<input type="checkbox"/>	<input type="checkbox"/>
h. Other: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>

18. Consistency with Community Character			
The proposed project is inconsistent with the existing community character. (See Part 1. C.2, C.3, D.2, E.3) <i>If “Yes”, answer questions a - g. If “No”, proceed to Part 3.</i>		<input type="checkbox"/> NO	<input type="checkbox"/> YES
	Relevant Part I Question(s)	No, or small impact may occur	Moderate to large impact may occur
a. The proposed action may replace or eliminate existing facilities, structures, or areas of historic importance to the community.	E3e, E3f, E3g	<input type="checkbox"/>	<input type="checkbox"/>
b. The proposed action may create a demand for additional community services (e.g. schools, police and fire)	C4	<input type="checkbox"/>	<input type="checkbox"/>
c. The proposed action may displace affordable or low-income housing in an area where there is a shortage of such housing.	C2, C3, D1f D1g, E1a	<input type="checkbox"/>	<input type="checkbox"/>
d. The proposed action may interfere with the use or enjoyment of officially recognized or designated public resources.	C2, E3	<input type="checkbox"/>	<input type="checkbox"/>
e. The proposed action is inconsistent with the predominant architectural scale and character.	C2, C3	<input type="checkbox"/>	<input type="checkbox"/>
f. Proposed action is inconsistent with the character of the existing natural landscape.	C2, C3 E1a, E1b E2g, E2h	<input type="checkbox"/>	<input type="checkbox"/>
g. Other impacts: _____ _____		<input type="checkbox"/>	<input type="checkbox"/>

Project :

Date :

Full Environmental Assessment Form
Part 3 - Evaluation of the Magnitude and Importance of Project Impacts
and
Determination of Significance

Part 3 provides the reasons in support of the determination of significance. The lead agency must complete Part 3 for every question in Part 2 where the impact has been identified as potentially moderate to large or where there is a need to explain why a particular element of the proposed action will not, or may, result in a significant adverse environmental impact.

Based on the analysis in Part 3, the lead agency must decide whether to require an environmental impact statement to further assess the proposed action or whether available information is sufficient for the lead agency to conclude that the proposed action will not have a significant adverse environmental impact. By completing the certification on the next page, the lead agency can complete its determination of significance.

Reasons Supporting This Determination:

To complete this section:

- Identify the impact based on the Part 2 responses and describe its magnitude. Magnitude considers factors such as severity, size or extent of an impact.
- Assess the importance of the impact. Importance relates to the geographic scope, duration, probability of the impact occurring, number of people affected by the impact and any additional environmental consequences if the impact were to occur.
- The assessment should take into consideration any design element or project changes.
- Repeat this process for each Part 2 question where the impact has been identified as potentially moderate to large or where there is a need to explain why a particular element of the proposed action will not, or may, result in a significant adverse environmental impact.
- Provide the reason(s) why the impact may, or will not, result in a significant adverse environmental impact
- For Conditional Negative Declarations identify the specific condition(s) imposed that will modify the proposed action so that no significant adverse environmental impacts will result.
- Attach additional sheets, as needed.

Determination of Significance - Type 1 and Unlisted Actions

SEQR Status: Type 1 Unlisted

Identify portions of EAF completed for this Project: Part 1 **48** Part 2 Part 3

Upon review of the information recorded on this EAF, as noted, plus this additional support information

and considering both the magnitude and importance of each identified potential impact, it is the conclusion of the _____ as lead agency that:

A. This project will result in no significant adverse impacts on the environment, and, therefore, an environmental impact statement need not be prepared. Accordingly, this negative declaration is issued.

B. Although this project could have a significant adverse impact on the environment, that impact will be avoided or substantially mitigated because of the following conditions which will be required by the lead agency:

There will, therefore, be no significant adverse impacts from the project as conditioned, and, therefore, this conditioned negative declaration is issued. A conditioned negative declaration may be used only for UNLISTED actions (see 6 NYCRR 617.7(d)).

C. This Project may result in one or more significant adverse impacts on the environment, and an environmental impact statement must be prepared to further assess the impact(s) and possible mitigation and to explore alternatives to avoid or reduce those impacts. Accordingly, this positive declaration is issued.

Name of Action:

Name of Lead Agency:

Name of Responsible Officer in Lead Agency:

Title of Responsible Officer:

Signature of Responsible Officer in Lead Agency:

Date:

Signature of Preparer (if different from Responsible Officer)

Date:

For Further Information:

Contact Person:

Address:

Telephone Number:

E-mail:

For Type 1 Actions and Conditioned Negative Declarations, a copy of this Notice is sent to:

Chief Executive Officer of the political subdivision in which the action will be principally located (e.g., Town / City / Village of)

Other involved agencies (if any)

Applicant (if any)

Environmental Notice Bulletin: <http://www.dec.ny.gov/enb/enb.html>

A regular meeting of the Cortland County Industrial Development Agency was convened in public session at the offices of the Agency located at 40 Main Street, Suite A, in the City of Cortland, Cortland County, New York on November 13, 2023 at 12:00 o'clock p.m., local time.

The meeting was called to order by the Chairman and, upon roll being called, the following members of the Agency were:

PRESENT:

Michael McMahon	Chairman
Stephen Compagni	Vice Chairman
Clinton Brooks	Secretary
John O. Reagan	Treasurer
Johanna Ames	Member
Kathleen Burke	Member
Donald Richards	Member

ABSENT:

FOLLOWING PERSONS WERE ALSO PRESENT:

Brendan O'Bryan	Executive Director
Karen Niday	Chief Financial Officer
Eric J. Mulvihill	Community Relations Specialist
John P. Sidd, Esq.	Agency Counsel

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. _____

RESOLUTION DETERMINING THAT AN ACTION TO UNDERTAKE AN INDUSTRIAL PROJECT FOR iSPICE, LLC WILL NOT HAVE A SIGNIFICANT ADVERSE ENVIRONMENTAL IMPACT.

WHEREAS, Cortland County Industrial Development Agency ("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 ("Enabling Act") and Chapter 77 of the 1974 Laws of New York, as amended, constituting Section 902 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 commercial 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, 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, iSpice, LLC ("Company") presented an application (the "Application") to the Agency, a copy of which was presented at this meeting and copies of which are on file at the office of the Agency, requesting that the Agency consider undertaking a project ("Project") consisting of the following: (A)(1) the acquisition of a leasehold interest in approximately 21.78 acres of land ("Land") located on Central Avenue, Elm Street, East Court Street and Dio Way in the City of Cortland, Cortland County, New York; (2) the renovation of an existing commercial building on the Land containing approximately 481,000 square feet of manufacturing, warehouse and office space and a 26,000 square foot out building (collectively, "Facility"); (3) the acquisition and installation therein and thereon of certain furnishings, fixtures and equipment including bottle sorters, augers, bottle filling machine equipment, cappers, labelers, conveyors, tray making machines, assemblers, shrink wrappers, palletizers, mixers and blenders ("Equipment"), all of the foregoing to constitute a facility used for the storage, warehousing, grinding, mixing and packaging of herbs, spices and seasonings to be operated by the Company (the Land, the Facility and the Equipment being collectively referred to as the "Project Facility"); (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales taxes, real estate transfer taxes, mortgage recording taxes and real property taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company agreed upon by the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended ("SEQRA") and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended ("SEQRA Regulations"), the Agency desires to determine whether the Project may have a significant adverse environmental impact therefore requiring the preparation of an environmental impact statement; and

WHEREAS, to aid the Agency in determining whether the Project may have a significant adverse impact upon the environment, the Company has completed and submitted to the Agency Part 1 of a Full Environmental Assessment Form ("Full EAF") for the Project, which was presented to and reviewed by the Agency at this meeting and prior to this meeting, a copy of which is on file at the office of the Agency; and

WHEREAS, the Agency has examined the Application, Part 1 of the Full EAF, and classified the proposed Project as an "Unlisted Action" subject to SEQR; and

WHEREAS, the Agency desires to establish itself as "Lead Agency" for purposes of the required SEQR review of the Project; and

WHEREAS, coordinated review of an Unlisted Action with other involved agencies is not mandated by the SEQRA Regulations; and

WHEREAS, the Agency, having reviewed the proposed action, has completed a Full EAF Part 2 for the Project and makes the following findings and determination of significance with respect to the Project;

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

Section 1. Based upon the Agency's examination of the Application, its review of Part 1 of the Full EAF and completion of Part 2 of the Full EAF, its consideration of the criteria for determining the significance of the action contained in Section 617.7(c) of the SEQRA Regulations, and the Agency's knowledge of the area surrounding the Project Facility and such further investigation of the Project and its environmental effects as the Agency has deemed appropriate, has identified the relevant areas of environmental inquiry and taken the required "hard look" at such areas. As a result, the Agency makes the following findings with respect to the Project, which together are intended to constitute a written elaboration for its determination:

A. The Project is an "Unlisted Action" as defined in the SEQRA Regulations and, therefore, is subject to SEQRA. Coordinated review and notification of other involved agencies is not required for Unlisted Actions and will not be conducted for the Project by the Agency. Other involved agencies must make their own determination of significance with respect to SEQRA.

B. The Project consists of the following: (A)(1) the acquisition of a leasehold interest in approximately 21.78 acres of land (the "Land") located on Central Avenue, Elm Street, East Court Street and Dio Way in the City of Cortland, Cortland County, New York; (2) the renovation of an existing commercial building on the Land containing approximately 481,000 square feet of manufacturing, warehouse and office space and a 26,000 square foot out building (collectively, the "Facility"); (3) the acquisition and installation therein and thereon of certain furnishings, fixtures and equipment including bottle sorters, augers, bottle filling machine equipment, cappers, labelers, conveyors, tray making machines, assemblers, shrink wrappers, palletizers, mixers and blenders (the "Equipment"), all of the foregoing to constitute a facility used for the storage, warehousing, grinding, mixing and packaging of herbs, spices and seasonings to be operated by the Company (the Land, the Facility and the Equipment being collectively referred to as the "Project Facility"); (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including

potential exemptions from certain sales taxes, real estate transfer taxes, mortgage recording taxes and real property taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company agreed upon by the Agency; and

C. No potentially large adverse impacts upon the environment are determined by the Agency to exist, based upon its review of Part 1 of the Full EAF, its review and completion of Part 2 of the Full EAF, and its consideration of the criteria for determining significance contained in the SEQRA Regulations, and none are known to the Agency.

D. The Project involves only the acquisition, internal renovation, and reuse of a large existing industrial manufacturing facility. The Project is properly zoned as of right and therefore does not conflict with the community's plans or goals, or community character. Reuse of the Project Facility will prevent it from becoming vacant, thereby avoiding adverse impacts associated with such vacancy, such as becoming an attractive nuisance, creating health and safety impacts, aesthetic impacts, and impact on community character associated with long-term vacancy within a mixed use area.

E. The Facility is served by existing utilities and infrastructure, including public sewer and water. The Project will not differ appreciably from the prior use of the Land and building, and therefore will not cause any substantial adverse change in existing air quality, water quality, traffic, or noise levels.

F. Because the Project will not result in significant physical changes or disturbance to the exterior of this existing building or the Land, the Agency finds that it will not cause significant adverse impacts to natural resources including vegetation or fauna, habitat, threatened or endangered plant or animal species, or any important historical, archeological, architectural, or aesthetic resource. Impacts on the physical environment are determined to be minimal.

G. For all the foregoing reasons, the Agency hereby finds that the Project will not cause or create any significant adverse environmental impacts, and it hereby issues a negative declaration with respect to the Project. The preparation of an environmental impact statement is not required.

Section 2. The Executive Director or the Chief Financial Officer of the Agency are hereby directed to prepare a negative declaration Notice form with respect to the Project, said negative declaration to be substantially in the form and to the effect of the negative declaration attached hereto and incorporating this Resolution, and to cause copies of said negative declaration Notice and Resolution to be: (A) filed in the main office of the Agency, (B) distributed to the Company, and (C) distributed to the chief executive officers of each of the "affected tax jurisdictions" (within the meaning of the Act).

Section 3. 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:

Michael McMahon	VOTING	_____
Stephen Compagni	VOTING	_____
Clinton Brooks	VOTING	_____
John O. Reagan	VOTING	_____
Johanna Ames	VOTING	_____
Kathleen Burke	VOTING	_____
Donald Richards	VOTING	_____

The foregoing Resolution was thereupon declared and duly adopted.

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

I, the undersigned Secretary of Cortland County Industrial Development Agency (the "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 13, 2023 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 related to the subject matters 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 respect 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 given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present through 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 and affixed the seal of the Agency this 13th day of November, 2023.

Clinton Brooks, Secretary

Consideration of
Inducement of benefits -
iSpice Foods Cortland

A regular meeting of the Cortland County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 40 Main Street, Suite A, in the City of Cortland, Cortland County, New York on November 13, 2023 at 12:00 o'clock p.m., local time.

The meeting was called to order by the Chairman and, upon roll being called, the following members of the Agency were:

PRESENT:

Michael McMahon	Chairman
Stephen Compagni	Vice Chairman
Clinton Brooks	Secretary
John O. Reagan	Treasurer
Johanna Ames	Member
Kathleen Burke	Member
Donald Richards	Member

ABSENT:

FOLLOWING PERSONS WERE ALSO PRESENT:

Brendan O'Bryan	Executive Director
Karen Niday	Chief Financial Officer
Eric J. Mulvihill	Community Relations Specialist
John P. Sidd, Esq.	Agency Counsel

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. _____

RESOLUTION INDUCING OFFICIAL ACTION TOWARD
THE ACQUISITION, CONSTRUCTION, INSTALLATION
AND LEASING OF A CERTAIN COMMERCIAL PROJECT
FOR iSPICE, LLC

WHEREAS, Cortland County Industrial Development Agency (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") and Chapter 77 of

the 1974 Laws of New York, as amended, constituting Section 902 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 commercial 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, 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, iSpice, LLC ("Company") presented an application (the "Application") to the Agency, a copy of which was presented at this meeting and copies of which are on file at the office of the Agency, requesting that the Agency consider undertaking a project ("Project") consisting of the following: (A)(1) the acquisition of a leasehold interest in approximately 21.78 acres of land ("Land") located on Central Avenue, Elm Street, East Court Street and Dio Way in the City of Cortland, Cortland County, New York; (2) the renovation of an existing commercial building on the Land containing approximately 481,000 square feet of manufacturing, warehouse and office space and a 26,000 square foot out building (collectively, "Facility"); (3) the acquisition and installation therein and thereon of certain furnishings, fixtures and equipment including bottle sorters, augers, bottle filling machine equipment, cappers, labelers, conveyors, tray making machines, assemblers, shrink wrappers, palletizers, mixers and blenders ("Equipment"), all of the foregoing to constitute a facility used for the storage, warehousing, grinding, mixing and packaging of herbs, spices and seasonings to be operated by the Company (the Land, the Facility and the Equipment being collectively referred to as the "Project Facility"); (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales taxes, real estate transfer taxes, mortgage recording taxes and real property taxes (collectively, "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company agreed upon by the Agency; and

WHEREAS, the Agency has given due consideration to the Application and to representations by the Company that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Company to undertake the Project in Cortland County, New York, and (B) the completion of the Project Facility will not result in the removal of an industrial or manufacturing plant of the Company or any other proposed occupant of the Project Facility from one area of the State of New York to another area of the State of New York or in the abandonment of a

plant or facility of the Company or any other proposed occupant of the Project Facility located in the State of New York; and

WHEREAS, the Agency desires to encourage the Company to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of Cortland County, New York by undertaking the Project in Cortland County, New York; and

WHEREAS, the Executive Director of the Agency (A) caused notice of a public hearing of the Agency to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project (the "Public Hearing") to be published on October 14, 2023 in the Cortland Standard, a newspaper of general circulation available to residents of the County of Cortland, (B) conducted the Public Hearing on November 1, 2023 at 4:30 o'clock p.m. local time in the Agency's Office located at 40 Main Street, Suite A in the City of Cortland, County of Cortland, New York, (C) prepared a report of the Public Hearing which fairly summarized the views presented at said public hearing and distributed same to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended ("SEQR Act"), and the regulations ("Regulations") adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, "SEQRA"), by resolution adopted by the members of the Agency on November 13, 2023 ("SEQR Resolution"), the Agency has determined that the Project will not have a significant effect on the environment and, therefore, that an environmental impact statement is not required to be prepared with respect to the Project; and

WHEREAS, having complied with the requirements of Section 859-a of the Act and the requirements of SEQRA with respect to the Project, the Agency now desires to make its final determination whether to proceed with the Project;

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

Section 1. The Agency has reviewed the Application and based upon the representations made by the Company to the Agency in the Application and at this meeting and, based thereon, the Agency hereby makes the following findings and determinations with respect to the Project:

(A) The Project constitutes a "project" within the meaning of the Act; and

(B) The completion of the Project Facility will not result in the removal of an industrial or manufacturing plant of the Company or any other proposed occupant of the Project Facility from one area of the State of New York to another area

of the State of New York and the completion of the Project Facility will not result in the abandonment of a plant or facility of a proposed occupant of the Project Facility located in the State of New York; and

(C) The Project Facility will not constitute a project where facilities or property that are primarily used in making retail sales of goods or services to customers who personally visit such facilities constitute more than one-third of the total cost of the Project; and

(D) The granting of the Financial Assistance by the Agency with respect to the Project, through the granting of the various tax exemptions described in Section 2(D) of this Resolution, will promote the job opportunities, health, general prosperity and economic welfare of the inhabitants of Cortland County, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act.

Section 2. The Agency hereby determines that the Agency has now fully complied with the requirements of Section 859-a of the Act and the requirements of SEQRA that relate to the Project.

Section 3. Having reviewed the Report, and having considered fully all comments contained therein, the Agency hereby further determines to proceed with the Project and the granting of the Financial Assistance described in the notice of the Public Hearing.

Section 4. The Agency will (A) acquire an interest in the Project Facility from the Company pursuant to a deed, lease agreement or other documentation to be negotiated between the Agency and the Company (the "Acquisition Agreement"); (B) construct the Facility and acquire and install the Equipment in the Facility or elsewhere on the Land; (C) lease (with the obligation to purchase) or sell the Project Facility to the Company pursuant to a lease agreement or an installment sale agreement (hereinafter the "Project Agreement") between the Agency and the Company whereby the Company will be obligated, among other things, (1) to make payments to the Agency in amounts and at times so that such payments will be adequate to enable the Agency to timely pay all amounts due on the Acquisition Agreement and (2) to pay all costs incurred by the Agency with respect to the Project and/or the Project Facility, including all costs of operation and maintenance, all taxes and other governmental charges, any required payments in lieu of taxes and the reasonable fees and expenses incurred by the Agency with respect to or in connection with the Project and/or the Project Facility, and (D) provide the Financial Assistance with respect to the Project, in accordance with the Agency's uniform tax exemption policy, including (1) exemption from mortgage recording taxes with respect to any documents recorded by the Agency with respect to the Project in the Office of the County Clerk of Cortland County, New York or elsewhere, (2) exemption from sales taxes relating to the acquisition, construction and installation of the Project Facility, (3) exemption from deed transfer taxes and real estate transfer gains taxes on real estate transfers to and from the Agency with respect to the

Project, and (4) exemption from real estate taxes (but not including special assessments and special ad valorem levies) relating to the Project Facility, subject to the obligation of the Company to make payments in lieu of taxes with respect to the Project Facility.

Section 5. Pursuant to Section 875(3) of the Act, the Agency shall recover, recapture, receive, or otherwise obtain from the Company that portion of the Financial Assistance which constitutes state sales and use tax exemptions taken or purported to be taken by the Company to which the Company is not entitled or which are in excess of the amount authorized by the Agency or which are for property or services not authorized by the Agency as part of the Project or were taken by the Company when the Company failed to comply with a material term or condition to use property or services in the manner required by the Agency. The Company shall cooperate with the Agency in its efforts to recover, recapture, receive, or otherwise obtain such state sales and use tax exemptions and shall promptly pay over any such amounts to the Agency. The failure to pay over such amounts to the Agency shall be grounds for the New York State Commissioner of Taxation and Finance to assess and determine state sales and use taxes due from the Company under Article 28 of the Tax Law of the State of New York, together with any relevant penalties and interest due on such amounts.

Section 6. John P. Sidd, Esq., of the law firm of Hancock Estabrook LLP is hereby appointed Special Counsel to the Agency with respect to all matters in connection with the Project. Special Counsel for the Agency is hereby authorized, at the expense of the Company, to work with the Company, counsel to the Company and others to prepare for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution.

Section 7. The Chairman, Vice Chairman and Executive Director of the Agency are hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 8. 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:

Michael McMahon	VOTING	_____
Stephen Compagni	VOTING	_____
Clinton Brooks	VOTING	_____
John O. Reagan	VOTING	_____
Johanna Ames	VOTING	_____
Kathleen Burke	VOTING	_____
Donald Richards	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned Secretary of Cortland County Industrial Development Agency (the "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 13, 2023 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 related to the subject matters 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 respect 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 given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present through 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 and affixed the seal of the Agency this 13th day of November, 2023.

Clinton Brooks, Secretary

*Consider Resolution
authorizing the execution of
documents in connection with
a straight-lease transaction for
1-Spice, LLC Project*

A regular meeting of the Cortland County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 40 Main Street, Suite A, in the City of Cortland, Cortland County, New York on November 13, 2023 at 12:00 o'clock p.m., local time.

The meeting was called to order by the Chairman and, upon roll being called, the following members of the Agency were:

PRESENT:

Michael McMahon	Chairman
Stephen Compagni	Vice Chairman
Clinton Brooks	Secretary
John O. Reagan	Treasurer
Johanna Ames	Member
Kathleen Burke	Member
Donald Richards	Member

ABSENT:

FOLLOWING PERSONS WERE ALSO PRESENT:

Brendan O'Bryan	Executive Director
Karen Niday	Chief Financial Officer
Eric J. Mulvihill	Community Relations Specialist
John P. Sidd, Esq.	Agency Counsel

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. _____

RESOLUTION AUTHORIZING THE EXECUTION OF DOCUMENTS IN CONNECTION WITH A STRAIGHT-LEASE TRANSACTION FOR A COMMERCIAL PROJECT FOR iSPICE, LLC OR AN ENTITY OWNED BY THE SAME PRINCIPALS

WHEREAS, Cortland County Industrial Development Agency (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") and Chapter 77 of the 1974 Laws of New York, as amended, constituting Section 902 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 commercial 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, 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, pursuant to an application (the "Application") presented to the Agency by iSpice, LLC (the "Company"), as well as a cost benefit analysis, the members of the Agency, on November 13, 2023, adopted a resolution (the "Inducement Resolution") whereby the Agency agreed to undertake a project (the "Project") consisting of the following: (A)(1) the acquisition of a leasehold interest in approximately 21.78 acres of land ("Land") located on Central Avenue, Elm Street, East Court Street and Dio Way in the City of Cortland, Cortland County, New York; (2) the renovation of an existing commercial building on the Land containing approximately 481,000 square feet of manufacturing, warehouse and office space and a 26,000 square foot out building (collectively, "Facility"); (3) the acquisition and installation therein and thereon of certain furnishings, fixtures and equipment including bottle sorters, augers, bottle filling machine equipment, cappers, labelers, conveyors, tray making machines, assemblers, shrink wrappers, palletizers, mixers and blenders ("Equipment"), all of the foregoing to constitute a facility used for the storage, warehousing, grinding, mixing and packaging of herbs, spices and seasonings to be operated by the Company (the Land, the Facility and the Equipment being collectively referred to as the "Project Facility"); (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales taxes, real estate transfer taxes, mortgage recording taxes and real property taxes (collectively, "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company agreed upon by the Agency; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the "Agency Documents"): (A) a certain lease to Agency (and a memorandum thereof) (the "Underlying Lease") by and between the Company, as landlord, and the Agency, as tenant pursuant to which the Company will lease to the Agency the Project Facility; (B)

a Uniform Project and Lease Agreement (and a memorandum thereof) (the "Lease Agreement") by and between the Agency and the Company, pursuant to which, among other things, the Company agrees to undertake the Project as agent of the Agency and the Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (C) a payment in lieu of tax agreement (the "Payment in Lieu of Tax Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; and (D) various certificates relating to the Project (the "Closing Documents");

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

Section 1. The Agency hereby finds and determines that:

(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 Project constitutes a "project," as such term is defined in the Act; and

(C) The acquisition of the Project Facility and the lease of the Project Facility to the Company will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of Cortland County, New York and the State of New York and improve their standard of living; and

(D) It is desirable and in the public interest for the Agency to enter into the Agency Documents.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (A) accept the Underlying Lease; (B) proceed with the Project; (C) acquire the Project Facility; (D) lease the Project Facility to the Company pursuant to the Lease Agreement; (E) enter into the Payment in Lieu of Tax Agreement; and (F) grant the Financial Assistance with respect to the Project.

Section 3. The Agency is hereby authorized to acquire a leasehold interest in the Project Facility pursuant to the Underlying Lease 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 Agency is hereby authorized to acquire the Project Facility as described in 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 ratified, confirmed and approved.

Section 5. The form and substance of the Agency Documents as approved by the Chairman, Vice Chairman or Executive Director are hereby approved.

Section 6. (A) The Chairman, Vice Chairman and Executive Director of the Agency are each hereby separately authorized, on behalf of the Agency, to execute and deliver 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, with such changes, variations, omissions and insertions thereto as the Chairman or Vice Chairman or Executive Director shall approve, the execution thereof by the Chairman or Vice Chairman or Executive Director to constitute conclusive evidence of such approval.

(B) The Chairman, Vice Chairman or Executive of the Agency is each hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 7. 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 Agency Documents, 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 to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 8. Pursuant to Section 875(3) of the Act, the Agency shall recover, recapture, receive, or otherwise obtain from the Company that portion of the Financial Assistance which constitutes state sales and use tax exemptions taken or purported to be taken by the Company to which the Company is not entitled or which are in excess of the amount authorized by the Agency or which are for property or services not authorized by the Agency as part of the Project or were taken by the Company when the Company failed to comply with a material term or condition to use property or services in the manner required by the Agency. The Company shall cooperate with the Agency in its efforts to recover, recapture, receive, or otherwise obtain such state sales and use tax exemptions and shall promptly pay over any such amounts to the Agency. The failure to pay over such amounts to the Agency shall be grounds for the New York State Commissioner of Taxation and Finance to assess and determine state sales and use taxes due from the Company under Article 28 of the Tax Law of the State of New York, together with any relevant penalties and interest due on such amounts.

Section 9. 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:

Michael McMahon	VOTING	_____
Stephen Compagni	VOTING	_____
Clinton Brooks	VOTING	_____
John O. Reagan	VOTING	_____
Johanna Ames	VOTING	_____
Kathleen Burke	VOTING	_____
Donald Richards	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned Secretary of Cortland County Industrial Development Agency (the "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 13, 2023 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 related to the subject matters 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 respect 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 given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present through 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 and affixed the seal of the Agency this 13th day of November, 2023.

Clinton Brooks, Secretary

*New York Susquehanna and
Western Railway Corporation
PILOT Information*

The New York, Susquehanna and Western Railway Corporation

1 Railroad Avenue
Cooperstown, New York, 13326
(607) 547-2555

Nathan R. Fenno
President
nfenno@nysw.com

November 6, 2023

Brendon O'Bryan, Executive Director
Cortland County Industrial Development Agency
40 Main Street, Suite A
Cortland, NY 13045

RE: Lease Agreement dated April 12, 1982, as amended

Dear Mr. O'Bryan:

As we recently discussed, the Lease Agreement for the railroad lines in Cortland County (other than the Agency Line) is currently set to terminate on December 31, 2023. By this letter, NYS&W is requesting an extension of the term of the Lease Agreement solely for the purpose of allowing for a coordinated and appropriate transition of the railroad lines (other than the Agency Line) from the payment in lieu of taxes provisions of the Lease Agreement to full taxation of those lines as "railroad ceiling" property under the provisions of New York Real Property Tax Law Article 4 Title 2B.

NYS&W greatly appreciates the relationship it has enjoyed with CCIDA since 1982. From the initial efforts in 1982 to save the railroad from abandonment to the present, this project has been successful in both supporting business development in Cortland County and in improving the condition of the railroad. Just a few of the more recent accomplishments include:

- Development of the Suit-Kote distribution terminal in Cortlandville;
- Improvement and re-purposing of the historic Cortland passenger station for use by the Cortland Community Center;
- Restoration and repurposing of the former Marathan passenger station;
- Development of a brown-field site on Pendleton Street, Cortland for transloading of materials to/from railcar for industries that do not have direct rail service.

As is the case with other infrastructure, the rail lines have also benefitted from the influx of capital funds from other governmental sources, often with the support and assistance of CCIDA. Future projects planned for continued upgrades of the rail line include:

- In 2024, the replacement of 3.41 miles of rail in Cortland County as part of a larger \$5.8 million project supported in part by grants from the Federal CRISI program and NYDOT; and
- In 2025, the replacement of an additional 1 mile of rail as part of a \$6.7 million project again supported in part by grants from the Federal CRISI program and NYDOT.

In 1982, the rail line that runs through Cortland County (as well as Broome, Onondaga, Oneida, Madison and Chenango Counties) was slated for abandonment (meaning the cessation of rail operations) by its owner. A significant factor that was pushing the abandonment decision was the highly punitive real estate taxes imposed on the lines. The main tangible benefit of the 1982 lease was the avoidance of property taxes, with a formula for payments in lieu of taxes based on the traffic levels and revenue generated by train operations. That support from CCIDA allowed NYS&W to justify the acquisition of the rail lines and the many capital improvements that have been made in the subsequent years.

While NYS&W looks forward to continuing to work with CCIDA on economic development projects in the future, we also understand that property tax abatement arrangements cannot last forever. As explained below, changes in the way that railroad property is taxed since 1982 have led us to believe that the termination of the arrangement will not adversely affect the viability of the line so long as the transition is managed to avoid a potentially onerous interim impact.

In general, the real property taxation of railroad property in New York is subject to a multi-step system of assessment, as follows:

- Local assessors determine the fair value of each tax lot, as with any other commercial or industrial property;
- The New York Office of Real Property Services (“ORPS”) independently sets a “ceiling” on the assessment of railroad property by taxing jurisdiction pursuant to NY Real Property Tax Law Article 4 Title 2B. The ceiling is based upon a valuation of the railroad’s land and improvements, using a reproduction cost less depreciation methodology, with an adjustment based on the profitability of the railroad.
- Property taxes are then calculated based on the taxing jurisdictions’ tax rates multiplied by the lower of the local assessors’ valuation or the ceiling determined by ORPS. (It has been our experience in other counties that most local assessors just adopt the ceiling values as determined by ORPS.)

In 2002, as the result of federal litigation challenging the method of calculating railroad ceilings then in use, legislative changes were made to the RPTL. The impact of these changes, which were phased in over ten years, were predicted to reduce taxes by over 45% state wide, and were phased in over ten years with \$7 million of state funding to help alleviate the impact on local municipalities.

In 1990, ORPS ceased preparing railroad ceilings on property, such as the rail lines in Cortland County, that are exempt from taxation. Although this was a cost saving measure for ORPS, it also created gaps in the process when exempt properties are returned to the tax roles:

- To the extent that local assessments were based on ceilings that were calculated prior to the change in law in 2002, those assessments do not reflect the reductions mandated by that change in law; and
- Because of the administrative process for creating new railroad ceilings when the properties are returned to taxable status, a period of time can exist when the properties are technically taxable but have no ceiling.

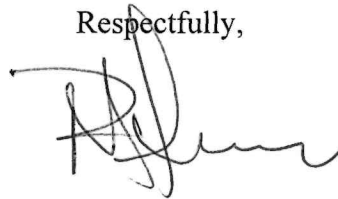
NYS&W’s proposal for the short extension of the lease is:

- NYS&W and CCIDA will work cooperatively to encourage ORPS to produce railroad ceilings for the properties in Cortland County as expeditiously as possible;

- The provisions of the lease will be amended to provide that NYS&W shall pay property taxes based on the railroad ceilings when they are available, retroactive to the taxes that become due and payable on or after January 1, 2024. For example:
 - o If ORPS does not produce ceilings that are applicable by law for the Town and County taxes for the 2024 fiscal year, then NYS&W will pay Town and County taxes for the 2024 fiscal year based upon (i) the 2024 tax rates and (ii) the ceilings produced for the 2025 fiscal year; and
 - o If, as expected, ORPS produces ceilings that are applicable by law for the school taxes for the 2024-2025 fiscal year, NYS&W will pay school taxes based on those ceilings.
 - o These arrangements will continue until railroad ceilings are in place.
 - o In each case, NYS&W will be allowed a credit against the taxes equal to the rents foregone under the extended pilot agreement.

NYS&W appreciates your consideration of this request and looks forward to further conversations with CCIDA.

Respectfully,

A handwritten signature in black ink, appearing to be a stylized name, possibly "R. Allen".

The New York, Susquehanna and Western Railway Corporation
1 Railroad Avenue
Cooperstown, NY 13326
607-547-2555
Fax: 607-547-9834
www.nysw.com

Parcels for Sale-Leaseback Agreement

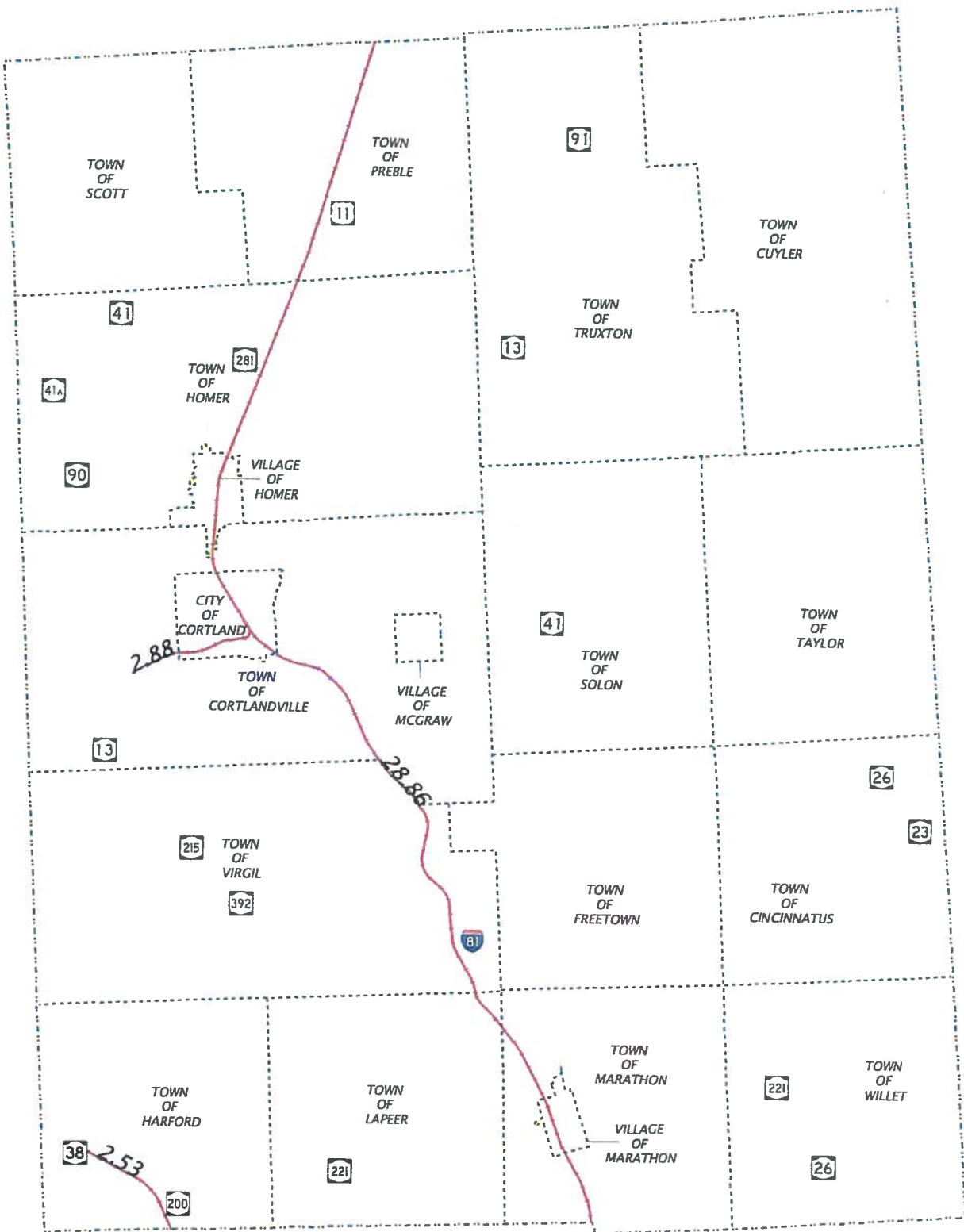
Parcels included in agreement

Cortland County	Owner	ID	2012 Assessment	Comments
Town of Marathon	IDA	167.00-01-47.000	\$872,500	
Village of Marathon	IDA	157.16-02-26.100	\$673,100	
Town of Marathon	IDA	148.00-01-31.000	\$293,500	
Town of Lapeer	IDA	148.00-01-08.000	\$494,600	
Town of Virgil	IDA	128.00-01-35.000	\$26,300	
Town of Virgil	IDA	118.00-01-29.000	\$448,500	
Town of Cortlandville	IDA	97.00-01-54.000	\$537,700	
City of Cortland	IDA	86.60-03-41.000	\$1,378,000	
City of Cortland	IDA	86.59-01-20.000	\$2,500,700	Station
City of Cortland	IDA	86.59-01-19.000	\$102,200	Warehouse
Town of Cortlandville	IDA	76.19-01-56.000	\$334,000	
Village of Homer (Cort'vle)	IDA	76.49-01-14.000	\$344,700	
Village of Homer (Homer)	IDA	66.74-02-35.000	\$36,100	
Town of Homer	IDA	47.00-03-10.000	\$150,000	
Town of Preble	IDA	37.00-02-02.000	\$520,700	
Town of Cortlandville	IDA	87.000-03-21.110	\$209,100	Cincinnati Industrial
City of Cortland	CITY	87.69-01-19.000	\$43,000	NYSW disputes city's ownership
Town of Cortlandville	IDA	87.00-03-16.122	\$134,900	Suit-Kote
			\$9,099,600	
Owned by NYSW not included in agreement				
City of Cortland	NYSW	87.00-03-18.000	\$2,700	Cincinnati Industrial - TAXES PAID IN FULL
City of Cortland	NYSW	86.76-02-07.000	\$80,000	north section of WYE - TAXES PAID IN FULL
Village of Marathon	NYSW	157.20-01-47.000	\$105,400	Station - TAXES PAID IN FULL
			\$188,100	
Owned by CCIDA, Maintained and Operation by NYS&W				
City of Cortland	IDA	86.82-02-19.200		Cortland Industrial Track Maintained by NYSW
City of Cortland	IDA	86.76-02-28.200		Cortland Industrial - no tracks
City of Cortland	IDA	86.76-02-29.000		Cortland Industrial - no tracks

Customer #	Inst.#	Customer Name	Address:1	City	State	Zip	Rate Effective Date	Sum Of Invoice \$\$\$
04-647	NY 1003	CORTLAND WATER	PO BOX 189	CORTLAND	NY	13045		\$0.00 Water line, was \$1.85 per year in 1996
04-654	NY 990	CITY CORTLAND	25 COURT ST.	CORTLAND	NY	13045		\$0.00 water line, no fee
04-663	NY 999	CORTLAND WATER BOARD	25 COURT ST.	CORTLAND	NY	13045		\$0.00 water line, was \$550 per year in 1995
04-722	NY 1012	VILLAGE HOMER	51 N. MAIN ST.	HOMER	NY	13077	01-Jul-13	\$297.83 sewer line
04-723	NY 052	VILLAGE MARATHON	PO BOX 519	MARATHON	NY	13803	01-Jan-13	\$537.60 high power electric line since 1973
04-723	NY 1059	VILLAGE MARATHON	PO BOX 519	MARATHON	NY	13803	01-Nov-12	\$550.91 power line
04-723	NY 960	VILLAGE MARATHON	PO BOX 519	MARATHON	NY	13803		\$0.00 water main, no fee
04-780	NY 1081	Cortland C. Info Tech	60 Central Avenue	Cortland	NY	13045	01-Oct-13	\$1,338.98 fiber line, was \$2,500 in 2008
04-780	NY 954	COUNTY CORTLAND	PO BOX 5590	CORTLAND	NY	13045		\$0.00 private grade crossing

CORTLAND COUNTY

NEW YORK



AMENDMENT TO LEASE AGREEMENT

THIS AMENDMENT TO LEASE AGREEMENT is dated as of January 1, 2013, by and between **CORTLAND COUNTY INDUSTRIAL DEVELOPMENT AGENCY**, a public benefit corporation duly organized and existing under the laws of the State of New York having its office at 37 Church Street, Cortland, New York 13045 (the "Agency") and **THE NEW YORK, SUSQUEHANNA AND WESTERN RAILWAY CORPORATION**, a business corporation duly organized and existing under the laws of the State of New Jersey, having an office for the transaction of business at 1 Railroad Avenue, Cooperstown, New York 13326 (the "Company").

RECITALS

WHEREAS, the Agency and Company entered into a Lease Agreement dated April 15, 1982 as thereafter amended (hereafter the "Lease Agreement"); and

WHEREAS, the Company has requested, and the Agency has approved by resolution adopted on December 10, 2012, certain amendments to the Lease Agreement as set forth herein.

NOW, THEREFORE, for and in consideration of the premises and mutual covenants hereinafter contained, the parties hereby formally covenant, agree and bind themselves as follows (but with respect to the Agency, solely to the extent permitted by Section 12.11 of the Lease Agreement), to wit:

1. Defined Terms: Unless otherwise defined herein, all terms used herein shall have the meaning ascribed to them in the Lease Agreement.

2. Amendment to Section 5.2(b): Effective as of 12:00 a.m. on January 1, 2013, Section 5.2(b) is hereby amended to read as follows:

- (i) Except as provided in Section 10.2, the leasehold estate created hereby as to the Facility, excluding the Agency Line, shall terminate at 11:59 p.m. on December 31, 2023, or on such earlier date as may be permitted by Section 11.1 hereof (the "Ten Year Term"); and
- (ii) Except as provided in Section 10.2, the leasehold estate created hereby as to the Agency Line shall terminate at 11:59 p.m. on December 31, 2048, or on such earlier date as may be permitted by Section 11.1 hereof.

3. Amendment to Section 5.3(a): Effective as of 12:00 a.m. on January 1, 2013, Section 5.3(a) is hereby amended to read as follows:

The annual rent to be paid shall be One Thousand Five Hundred Dollars (\$1,500.00) for the Ten Year Term and shall thereafter be eliminated for the remainder of the term for the Agency Line in consideration of the continued maintenance and upkeep obligations by the Company of the Agency Line. The

company shall pay the annual rent directly to the Agency on the first day of January in each calendar year for the Ten Year Term.

3. Addition of Section 5.6: Conditions. Effective as of 12:00 a.m. on January 1, 2013, Article V of the Lease Agreement is hereby amended by adding the following:

- (a) The Agency reserves the right to sublease portions of the Agency Line for advertising purposes as long as such advertising does not unreasonably interfere with the use and operation of the Agency line by the Company; and
- (b) For the entire Ten Year Term, the Company shall not charge any rent, fees or other amounts to municipalities within Cortland County for any license, easement, right or other privilege for the use of the Facility for the purpose of installing or maintaining utilities including, by way of example but not limitation, water, sewer, electric, gas, telephone, cable, and fiber optic lines or grade crossings, whether such license, easement, right or other privilege now exists or is granted during the Ten Year Term. It is not the intent of the Agency to interfere with the existing process by which a municipality seeks approval from the Company for such rights, including proper engineering and safety reviews, but rather it is the intent of the Agency to eliminate all charges, rents, fees or other amounts payable to the Company for such rights. Any determination of the Company to grant such rights in the future must be made in good faith, in the ordinary course of business of the Company and without regard to the restriction contained herein.

3. No Defaults: The Company hereby represents and warrants to the Agency that no defaults currently exist under the Lease Agreement.

4. Ratification: Except as expressly amended herein, all terms and conditions of the Lease Agreement are hereby ratified by the parties.

IN WITNESS HEREOF, the Agency and Company have executed this Amendment to Lease Agreement as of the date first above written.

**CORTLAND COUNTY
INDUSTRIAL DEVELOPMENT AGENCY**

By:


Garry VanGorder, Executive Director

**THE NEW YORK, SUSQUEHANNA
AND WESTERN RAILWAY CORPORATION**

By:


Nathan R. Fenno, President

AMENDMENT TO LEASE AGREEMENT

THIS AMENDMENT TO LEASE AGREEMENT is dated as of July __, 2012, by and between **CORTLAND COUNTY INDUSTRIAL DEVELOPMENT AGENCY**, a public benefit corporation duly organized and existing under the laws of the State of New York having its office at 37 Church Street, Cortland, New York 13045 (the "Agency") and **THE NEW YORK, SUSQUEHANNA AND WESTERN RAILWAY CORPORATION**, a business corporation duly organized and existing under the laws of the State of New Jersey, having an office for the transaction of business at 1 Railroad Avenue, Cooperstown, New York 13326 (the "Company").

RECITALS

WHEREAS, the Agency and Company entered into a Lease Agreement dated April 15, 1982 as thereafter amended (hereafter the "Lease Agreement"); and

WHEREAS, the Company has requested, and the Agency has approved by resolution adopted on June 11, 2012, certain amendments to the Lease Agreement as set forth herein.

NOW, THEREFORE, for and in consideration of the premises and mutual covenants hereinafter contained, the parties hereby formally covenant, agree and bind themselves as follows (but with respect to the Agency, solely to the extent permitted by Section 12.11 of the Lease Agreement), to wit:

1. **Defined Terms**: All terms used herein shall have the meaning ascribed to them in the Lease Agreement.

2. **Amendment to Section 5.2(b)**: Effective as of 12:00AM on April 16, 2012, Section 5.2(b) is hereby amended to read as follows:

Except as provided in Section 10.2, the leasehold estate created hereby shall terminate at 11:59 pm on December 31, 2012 or on such earlier date as may be permitted by Section 11.1 hereof.

3. **No Defaults**: The Company hereby represents and warrants to the Agency that no defaults currently exist under the Lease Agreement.

4. **Ratification**: Except as expressly amended herein, all terms and conditions of the Lease Agreement are hereby ratified by the parties.

IN WITNESS HEREOF, the Agency and Company have executed this Amendment to Lease Agreement as of the date first above written.

**CORTLAND COUNTY
INDUSTRIAL DEVELOPMENT AGENCY**

By: 
Garry VanGorder, Executive Director

**NEW YORK, SUSQUEHANNA
AND WESTERN RAILWAY CORPORATION**


By: _____
Nathan R. Fenno, President

IN WITNESS HEREOF, the Agency and Company have executed this Amendment to Lease Agreement as of the date first above written.

**CORTLAND COUNTY
INDUSTRIAL DEVELOPMENT AGENCY**

By: _____
Garry VanGorder, Executive Director

**THE NEW YORK, SUSQUEHANNA
AND WESTERN RAILWAY CORPORATION**

By:  _____
Nathan R. Fenno, President

November 19, 2012

John P. Kaminski, Supervisor
Town of Virgil
1176 Church Street
Cortland, New York 13045

Frederick J. Forbes, Sr., Supervisor
Town of Homer
31 N. Main Street
Homer, New York 13077

Genevieve Suits, Mayor
Village of Homer
53 S. Main Street
Homer, New York 13077

Brian Tobin, Mayor
City of Cortland
25 Court Street
Cortland, New York 13045

James Doring, Supervisor
Town of Preble
1968 Preble Road
Preble, New York 13141

Charles S. Adams, Jr., Supervisor
Town of Marathon
40 W. Main Street
Marathon, New York 13903

John Pittman, Mayor
Village of Marathon
18 Tannery Street
PO Box 519
Marathon, New York 13803

Gary F. Cornell, Supervisor
Town of Lapeer
3054 Zelsnack Road
Marathon, New York 13803

Richard C. Tupper, Supervisor
Town of Cortlandville
3577 Terrace Road
Cortland, New York 13045

Michael J. Hoose, Superintendent
Cortland City School District
1 Valley View Drive
Cortland, New York 13045

Nancy Ruscio, Superintendent
Homer Central School District
80 South West Road
Homer, New York 13077

Kraig D. Pritts, Superintendent
Tully Central School District
20 State Street
Tully, New York 13159

Rebecca Stone, Superintendent
Marathon Central School District
1 East Main Street
P.O. Box 339
Marathon, New York 13803

Michael Park, Chairman
Cortland County Legislature
60 Central Avenue
P.O. Box 5590
Cortland, New York 13045-5590

**Re: Cortland County Industrial Development Agency --
New York Susquehanna and Western Railroad**

Ladies and Gentlemen:

Pursuant to Section 859-a of Title 18-A of the General Municipal Law (the "Act"), enclosed please find, on behalf of the Cortland County Industrial Development Agency, a Notice of Public Hearing regarding the above-referenced project.

This correspondence shall also serve as notice pursuant to Section 874(4)(b) of the Act in relation to the Agency's intention to deviate from its Uniform Tax Exemption Policy in relation to this Project. The Agency is considering the renewal of the applicant's existing real property tax exemption, subject to the obligation of the applicant to make payments in lieu of tax in accordance with an existing formula as set forth in the existing Lease Agreement between the applicant and the Agency, for a term of up to 10 years on the Company's Line, as defined in the enclosed Notice of Public Hearing, and 35 years on the Agency's Line, as also defined in the Notice of Public Hearing. The formula provides that the applicant will annually report the number of railroad cars originating and terminating on the Syracuse-Binghamton-Utica railroad line in excess of 7,000 and the applicant will pay into a special trust fund for the benefit of the taxing jurisdictions an amount equal to twenty percent (20%) of the average revenue per car (excluding shipper's surcharge) multiplied by the number of cars in excess of 7,000, minus any annual repayment required at such time by the New York State Department of Transportation as a condition of any operating subsidy (if any).

The reasons for such deviation are, (i) to continue the long-standing, important relationship this applicant has with the community in providing a vital transportation link to local businesses (many of whom are the largest employers in the County), (ii) to continue the long-standing payment in lieu of tax formula for the purpose of consistency for this applicant, which formula predates the Agency's Uniform Tax Exemption Policy, (iii) to prevent any additional real property tax burden to the applicant from being passed on to local employers and (iv) to help strengthen the County's transportation infrastructure without increasing costs to local business and industry. The applicant has indicated to the Agency that the Uniform Tax Exemption Policy would not permit it to fully accomplish these goals without the deviation.

Thank you and if you should have any questions, please do not hesitate to contact me.

Very truly yours,
Menter, Rudin & Trivelpiece, P.C.

John P. Sidd
jsidd@menterlaw.com

JPS/vgc

Enclosure

cc: Garry VanGorder, Executive Director (w/enc.)

**Public Hearing
Cortland County Industrial Development Agency
Friday, December 7, 2012
37 Church St. Cortland, NY**

Project:

Renewal of straight-lease transaction with New York Susquehanna & Western Railway Corporation

IDA Representatives Present:

Garry VanGorder, executive director, Cortland County IDA
Karen Niday, economic development specialist, Cortland County IDA

Roster sign-in:

Kevin Whitney, Cortland County Legislator
Jack Hess, Cortland County Department of Information Technology
Nathan Fenno, NYS&W Railroad
Melanie Boyer, NYS&W Railroad

Karen Niday, economic development specialist of the Cortland County Industrial Development Agency called the public hearing to order at 12:05 a.m. Ms. Niday read the legal notice (see attached) to those in attendance.

Ms. Niday gave those present an opportunity to comment on the said topic.

Jack Hess, speaking for the county department of information technology, requested that a renewal of the CCIDA's lease agreement for NYS&W's use of rail in Cortland County be contingent upon the railroad waiving any current and future fees it charges municipal entities, including Cortland County, for the right to run fiber and other telecommunications infrastructure over the tracks.

After a brief discussion there were no further comments or questions from those in attendance. The public hearing was closed at 12:20 p.m.

Respectfully Submitted
Garry VanGorder
Executive Director/CEO

DATE: December 7, 2012

TIME: 12:00 PM

LOCATION: 37 Church Street, Cortland, NY 13045

PROJECT: NYS & W Railroad

SIGN-IN:

<u>NAME</u>	<u>ADDRESS</u>	<u>PHONE</u>
Kevin Whitney	3609 Delemores Avenue Cortland NY 13045	607 423-2073
JACK HESS	10 ELM AVE HOMER	428-5441
STEVEN FERRARO	122 Ave Cortland NY 13326	547-2555
MICHAEL BROWN	1 Elm Ave Cortland NY 13326	547-2555



LEASE DOCS.

A. Solomon Menter
1910-1978

Antonio E. Caruso

Jeffrey A. Dove

F. Paul Vellano, Jr.

Mitchell J. Katz

Kevin M. Newman

Addison F. Vars III

Thomas J. Fucillo

Vic J. Kopnitsky, Jr.

Joseph W. Russell

Julian B. Modesti

Robert G. Bennett

Josephine Yang-Paty

John P. Sidd

Jennifer K. Frank

Teresa M. Bennett

Douglas P. Needham

Michael J. Balestra

Adam F. Kinney

Anthony A. Marrone II

Of Counsel:

Peter L. Hubbard

James H. McGowan

Richard C. Cummings

*also admitted
in Florida

February 12, 2013

Cortland County Information Technology Department
Attn: Mr. Rob Corpora, Director
60 Central Ave.
Cortland NY 13045

**Re: Cortland County Industrial Development Agency
The New York, Susquehanna & Western Railway Corporation Lease**

Dear Mr. Corpora:

I am the attorney for the Cortland County Industrial Development Agency (the "Agency"). The Agency and The New York, Susquehanna & Western Railway Corporation ("NYS&W") recently entered into an Amendment of a Lease Agreement between the Agency and NYS&W originally dated April 15, 1982, as thereafter amended (the "Lease").

The Amendment extends the term of the Lease, as to a certain portion of the leased premises located in Cortland County, for ten years commencing at 12:00 a.m. on January 1, 2013 and terminating at 11:59 p.m. on December 31, 2023. Under the terms of the Lease, for the entire ten year term, NYS&W is not permitted to charge any rent, fees or other amounts to municipalities within Cortland County for any license, easement, right or other privilege for the use of the leased premises for the purpose of installing or maintaining utilities.

Accordingly, Cortland County Information Technology is no longer required to pay any rent or fees under its existing license agreement with NYS&W for the remainder of the Lease term. Thank you for your attention to this matter and please do not hesitate to contact me if you should have any questions.

Very truly yours,

Menter, Rudin & Trivelpiece, P.C.

John P. Sidd

JPS/ajw

Suite 200 • 308 Maltbie Street • Syracuse, New York 13204 1439
Phone (315) 474-7541 • Fax (315) 474-4040

Suite 500 • 120 Washington Street • Watertown, New York 13601-3330
Phone (315) 786-7950 • Fax (315) 786-7852

www.menterlaw.com

{30220/21080/AJW/00625958.DOCX}



February 12, 2013

Page 2

cc: Nathan R. Fenno, Esq.
Garry VanGorder, Executive Director

NYS&W PILOT Payments

Payee	2016	2017	Total*	2018	2019	2020	2021	2022
Cortland Co.	\$8,344.57	\$23,351.44	\$31,696.01	\$16,066.85	\$10,010.92	\$11,405.13	\$9,490.78	\$12,107.47
Town of Marathon	\$484.40	\$1,355.56	\$1,839.96	\$932.68	\$81.14	\$662.07	\$550.94	\$702.84
Town of Lapeer	\$258.65	\$723.80	\$982.45	\$498.01	\$310.30	\$353.51	\$294.18	\$375.28
Town of Cortlandville	\$519.06	\$1,452.53	\$1,971.59	\$999.41	\$622.71	\$709.43	\$590.36	\$753.12
Town of Virgil	\$1,011.85	\$2,831.56	\$3,843.42	\$1,948.24	\$1,213.91	\$1,382.97	\$1,150.84	\$1,468.14
City of Cortland	\$3,626.35	\$10,147.97	\$13,774.31	\$6,982.26	\$4,350.50	\$4,956.39	\$4,124.46	\$5,261.61
Town of Homer	\$461.98	\$1,292.81	\$1,754.80	\$889.51	\$554.24	\$631.43	\$525.44	\$670.31
Town of Preble	\$634.55	\$1,775.73	\$2,410.28	\$1,221.78	\$761.27	\$867.29	\$721.71	\$920.70
Village of Marathon	\$508.54	\$1,423.11	\$1,931.65	\$979.16	\$610.10	\$695.06	\$578.40	\$737.87
Village of Homer	\$317.50	\$888.48	\$1,205.98	\$611.31	\$380.90	\$433.94	\$361.11	\$460.67
Marathon CSD	\$4,483.09	\$12,545.46	\$17,028.55	\$8,631.85	\$5,378.32	\$6,127.36	\$5,098.88	\$6,504.69
Homer CSD	\$4,869.10	\$13,625.69	\$18,494.79	\$9,375.09	\$5,841.43	\$6,654.96	\$5,537.92	\$7,064.78
City of Cortland SD	\$5,113.16	\$14,308.66	\$19,421.82	\$9,845.01	\$6,134.22	\$6,988.53	\$5,815.50	\$7,418.89
Tully CSD	\$987.65	\$2,763.85	\$3,751.50	\$1,901.65	\$1,184.88	\$1,349.90	\$1,123.32	\$1,433.02
McGraw CSD	\$4,946.53	\$13,842.36	\$18,788.89	\$9,524.17	\$5,934.31	\$6,760.78	\$5,625.98	\$7,177.12
	\$36,567.00	\$102,329.00	\$138,895.99	\$70,407.00	\$43,869.14	\$49,978.77	\$41,589.81	\$53,056.50

Proposed IDA Credit Card Policy

Credit Card Usage Policy

General Policy:

The Cortland County Industrial Development Agency (the “Agency”), at the discretion of the Board of Directors, shall maintain a corporate credit card account for use by its employees whom have been designated to work for the Agency.

A corporate credit card will be issued to personnel from the Corporation at the discretion of and upon approval of the Executive Director of the Corporation. In the instance that the Executive Director should receive a corporate credit card, then the approval shall come from the Chair of the Corporation’s Board of Directors.

The staff member whose name appears on the corporate credit card (the “Cardholder”) shall complete and sign the statement attached to the ‘ Credit Card Usage Policy’ and submit it to the Chief Financial Officer (“CFO”) prior to use of the corporate credit card.

The corporate credit card shall be paid in full monthly by the Agency. No balances except for current charges shall be carried on the card.

All uses of the corporate credit card are subject to the purchasing guidelines outlined in the Agency’s Discretionary Funds Policy.

The credit card may not be used to procure cash advances nor for illegal purchases.

Usage of Card:

An agency credit card shall be issued to an employee of the Cortland County Industrial Development Agency (the “Agency”) at the discretion of and upon approval of the Executive Director. In the instance that the Executive Director should receive a corporate credit card then the approval shall come from the Chair of the Corporation’s Board of Directors.

The staff member whose name appears on the agency credit card (the “Cardholder”) shall complete and sign the statement attached to this Policy and submit it to the Chief Financial Officer (“CFO”) prior to use of the agency credit card.

The Cardholder will sign the credit card immediately upon receipt.

Acceptance of the credit card by the Cardholder implies acceptance and agreement with the policies and procedures set forth in the credit card agreement.

The Cardholder will ensure that use of the credit card is within the purchasing guidelines outlined in the Agency’s Discretionary Funds Policy.

The credit card may not be used to procure cash advances and any illegal purchases.

The Cardholder is responsible at all times for the physical security of the credit card.

The Cardholder will immediately notify both the credit card services company and the Chief Financial Officer if the card is lost or stolen.

The Cardholder shall retain all receipts and will provide them for reconciliation purposes to the CFO at the first available opportunity.

The credit card must be returned immediately to the Agency if:

- Requested by the Executive Director and/or the CFO;
- The Cardholder is no longer employed by the Corporation

The Cardholder agrees to cooperate fully with the Agency if an incorrect charge is identified on the Cardholder's statement.

No purchases of a personal nature shall be made with the corporation credit card.

Monthly Financials

Cortland County IDA
Balance Sheet
October 31, 2023

ASSETS

CURRENT ASSETS		
NBT - Checking 5112	\$	90,486.01
NBT Proj Invest Checking		851,307.50
NBT Money Mkt Savings		49,425.27
Prepaid Expenses		<u>1,459.77</u>
TOTAL CURRENT ASSETS		992,678.55
PROPERTY AND EQUIPMENT		
Land-Railroad Properties		209,818.00
Land-Contento Property		91,835.00
Land-Cleveland St - Apex		303,143.60
Leasehold Improvements		3,376.80
Accum.Depreciation-L.H.I.		(2,532.60)
Office Equipment		5,909.00
Accum.Depreciation-Equip		<u>(5,909.00)</u>
NET PROPERTY & EQUIPMENT		605,640.80
RECEIVABLES		
Lease A/R - Park Outdoor		<u>68,595.69</u>
TOTAL RECEIVABLES		<u>68,595.69</u>
TOTAL ASSETS	\$	<u><u>1,666,915.04</u></u>

LIABILITIES/FUND BALANCE

CURRENT LIABILITIES		
<hr/>		
TOTAL CURRENT LIABILITIES		0.00
LONG TERM LIABILITIES		
Due to BDC-Contento Property	\$	91,835.00
Deferred Inflows-Leases		<u>68,595.69</u>
TOTAL LONG TERM LIABILITIES		160,430.69
TOTAL LIABILITIES		<u>160,430.69</u>
FUND BALANCE		
Unrestricted Earnings		1,495,310.17
Net Income		<u>11,174.18</u>
TOTAL FUND BALANCE		<u>1,506,484.35</u>
TOTAL LIAB & FUND BALANCE	\$	<u><u>1,666,915.04</u></u>

Cortland County IDA
Income Statement
For the Ten Months Ending October 31, 2023

	Current Month	Year to Date
REVENUE		
Interest on Deposits	\$ 2,164.41	\$ 17,944.98
Lease Interest Revenue	0.00	2,161.69
Land Lease	0.00	14,171.31
National Grid Grant Program	0.00	61,149.00
Cort Crown Homes PILOT	0.00	23,902.40
Creamery Hills PILOT	0.00	10,341.33
83-85 Main LLC PILOT	0.00	14,000.00
Lapeer Cortland Solar PILOT	0.00	45,000.00
DG NY 1 C Ville LLC	0.00	22,950.00
Janis Solar LLC	0.00	30,600.00
Yellow 3 LLC	0.00	16,830.00
DG NY C'Ville #3	0.00	22,500.00
	<hr/>	<hr/>
Total Revenue	2,164.41	281,550.71
	<hr/>	<hr/>
TOTAL REVENUE	2,164.41	281,550.71
	<hr/>	<hr/>
EXPENSES		
Apex/Cleveland St Property	373.09	16,383.95
Accounting	0.00	8,000.00
Bank Charges	0.00	20.00
Legal	863.95	3,461.98
Professional Services	0.00	4,250.00
Office Supplies/Maintenance	150.00	150.00
Property Tax-Sewer/Water	0.00	198.03
D & O Insurance	119.50	1,282.32
Depreciation	0.00	506.52
Cort Crown Homes PILOT	0.00	23,902.40
Creamery Hills PILOT	0.00	10,341.33
83-85 Main LLC PILOT	0.00	14,000.00
Lapeer Cortland Solar PILOT	0.00	45,000.00
DG NY 1 C Ville	0.00	22,950.00
Janis Solar LLC	0.00	30,600.00
Yellow 3 LLC	0.00	16,830.00
DG NY C'Ville #3	0.00	22,500.00
BDC Admin Support	0.00	50,000.00
	<hr/>	<hr/>
TOTAL EXPENSES	1,506.54	270,376.53
	<hr/>	<hr/>
NET INCOME	\$ 657.87	\$ 11,174.18
	<hr/> <hr/>	<hr/> <hr/>

Director's Report