

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        |

ABSENT:

REMOTE:

|                 |        |
|-----------------|--------|
| Donald Richards | 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                 |
| Josh Colistra      | I-Spice, LLC                   |

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

Resolution No. 2023-11-13-01

RESOLUTION DETERMINING THAT AN ACTION TO  
UNDERTAKE AN INDUSTRIAL PROJECT FOR I-SPICE,  
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 | Aye |
| Stephen Compagni | VOTING | Aye |
| Clinton Brooks   | VOTING | Aye |
| John O. Reagan   | VOTING | Aye |
| Johanna Ames     | VOTING | Aye |
| Kathleen Burke   | VOTING | Aye |
| Donald Richards  | VOTING | Aye |

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 13<sup>th</sup> day of November, 2023.

  
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Clinton Brooks, Secretary