

RESOLUTION OF THE CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY TAKING OFFICIAL ACTION IN CONNECTION WITH A SALE-LEASEBACK OR LEASE-LEASEBACK TRANSACTION FOR THE 167 GENESEE STREET, LLC FACILITY, APPOINTING 167 GENESEE STREET, LLC AND/OR AN ENTITY FORMED OR TO BE FORMED ON ITS BEHALF AS AGENT OF THE ISSUER FOR THE PURPOSE OF RENOVATING, REHABILITATING AND EQUIPPING THE FACILITY, AND AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDUCEMENT AGREEMENT.

WHEREAS, 167 Genesee Street, LLC, on behalf of itself and/or the principals of 167 Genesee Street, LLC, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the City of Utica Industrial Development Agency (the "Agency") to enter into a transaction in which the Agency will assist in the acquisition, rehabilitation and renovation of an existing $\pm 47,000$ square foot, six-story abandoned building (the "Improvements") situated on a $0.17\pm$ acre parcel of land located at 167 Genesee Street, City of Utica, Oneida County, New York (the "Land"), and the acquisition and installation of equipment in the Improvements (the "Equipment"), all for the adaptive reuse of the Improvements to create affordable housing, commercial and retail space, all for lease to commercial and/or retail and/or residential tenants and to enhance economic development and retain employment in downtown Utica (the Land, Improvements and Equipment collectively, the "Facility"), including, without limitation, the following as they relate to the renovation, rehabilitation and equipping of such Facility, whether or not any materials or supplies described below are incorporated into or become an integral part of such Facility: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with the renovation, rehabilitation and equipping, and (ii) purchases, rentals, uses or consumption of supplies, materials and services of every kind and description used in connection with renovation, rehabilitation and equipping and (iii) all purchases, leases, rentals and uses of equipment, machinery, and other tangible personal property (including installation costs with respect thereto), installed or placed in, upon or under such building; and

WHEREAS, the Company owns the Facility and will lease the Facility to the Agency; and

WHEREAS, the Facility will be leased back to the Company or such other person as may be designated by the Company and agreed upon by the Agency, pursuant to Article 18-A of the General Municipal Law of the State of New York and Chapter 710 of

the Laws of 1981 of the State of New York, as may be amended from time to time (collectively, the "Act"); and

WHEREAS, the Company will sublease portions of the Facility to retail and/or commercial and/or residential tenants, to be determined;

WHEREAS, based on representations made by the Company, less than one-third of the total cost of the Project will be attributed to portions of the Facility that are primarily used in making retail sales to customers who personally visit the Facility; and

WHEREAS, the County of Oneida has released a study entitled, *Oneida County Vision 2020 – Path Toward Prosperity Initiative* (the "Vision 2020 Study"), in which it identifies certain types of housing that need to be filled to meet the demands of changing population and workplace demographics within Oneida County; and

WHEREAS, representations made by the Company in its Application for Financial Assistance indicate that the Project will help to fill the need for housing identified in the Vision 2020 Study in the following respects:

- The Project will provide upscale residential units in downtown Utica at a price that is affordable to middle income professionals;
- The Project will provide efficiency units to fill a need for housing for local secondary education students;
- The Project will provide diverse housing options that the new emerging workforce demands;
- The Project incorporates a parking garage, alleviating the demand for parking in downtown Utica; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in the form of:

- Exemptions from sales and use taxes on materials and equipment purchased in connection with the renovation of the Facility, the value of which is estimated at \$205,494.00 but shall not exceed \$226,043.00; and
- Abatement of real property taxes for a period of ten years during which time the Company will pay no taxes during years 1-2; 25% of taxes during

year 3; 30% of taxes during year 4; 40% of taxes during year 5; 50% of taxes during years 6-7; 60% of taxes during year 8; 70% of taxes during year 9; 80% during year 10 and 100% of taxes thereafter, the value of which is currently estimated at \$113,562,

which financial assistance represents a deviation from the Agency's Uniform Tax Exemption Policy, to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein; and

WHEREAS, prior to the closing of a sale-leaseback or lease-leaseback transaction, and the granting of any financial assistance, a public hearing (the "Hearing") will be held so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency, or the location or nature of the Facility, can be heard; and

WHEREAS, notice of the Hearing will be given prior to the closing of a sale-leaseback or lease-leaseback transaction, and the granting of any tax benefits, and such notice (together with proof of publication) will be substantially in the form annexed hereto as Exhibit A; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as Exhibit B; and

WHEREAS, the Agency has given due consideration to the application of the Company and to representations by the Company that the proposed sale-leaseback or lease-leaseback transaction, is either an inducement to the Company to maintain and expand the Facility in the County or is necessary to maintain the competitive position of the Company in its industry; and

NOW, THEREFORE, BE IT RESOLVED by the City of Utica Industrial Development Agency (a majority of the members thereof affirmatively concurring) that:

Section 1. (a) The renovation, rehabilitation and equipping of the Facility and the financing thereof by the Agency, through the sale or lease of the Facility to the Company by the Agency pursuant to a sale-leaseback or lease-leaseback transaction, will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the City of Utica and the people of the State of New York and improve their standard of living, and thereby serve the public purposes of the Act and the same is, therefore, approved;

- (b) It is desirable and in the public interest for the Agency to enter into a sale-leaseback or lease-leaseback transaction, for the purpose of financing the costs of the renovation, rehabilitation and equipping of the Facility, together with necessary incidental expenses in connection therewith as reflected in the Company's application to the Agency and as amended from time to time prior to the closing of the sale-leaseback or lease-leaseback transaction.
- (c) The Project will promote employment opportunities and prevent economic deterioration in the area served by the Agency by filling the demand for market rate housing units described in the Vision 2020 Study and providing quality housing for employers to attract a quality workforce to the region.

Section 2. The form and substance of a proposed inducement agreement (in substantially the form presented to this meeting) by and between the Agency and the Company setting forth the undertakings of the Agency and the Company with respect to the closing of the sale-leaseback or lease-leaseback transaction, and the development of the Facility (the "Agreement") are hereby approved. The Chairman of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agreement, with such changes in terms and form as the Chairman shall approve. The execution thereof by the Chairman shall constitute conclusive evidence of such approval.

Section 3. Subject to the conditions set forth in Section 4.02 of the Agreement, the Agency shall (i) renovate, rehabilitate and equip the Facility, (ii) lease (with an obligation to purchase) or sell the Facility to the Company pursuant to an agreement by and between the Agency and the Company whereby the Company will be obligated, among other things, to make payments to or for the account of the Agency.

Section 4. The Company is herewith and hereby appointed the agent of the Agency to renovate, rehabilitate, equip and complete the Facility. The Company is hereby empowered to delegate its status as agent of the Agency to agents, subagents, contractors, subcontractors, materialmen, suppliers, vendors and such other parties as the Company may choose in order to renovate, rehabilitate, equip and complete the Facility. The terms and conditions for the appointment of the Company as agent of the Agency for the purposes described in this resolution are set forth in the form of the attached letter

addressed to the Company, marked as **Exhibit C** to this resolution. The form of such letter is incorporated herein by reference and is approved and adopted by the Agency, and the Chairman or Executive Director of the Agency or any other duly authorized official of the Agency are authorized to execute and deliver such letter to the Company. The Agency hereby appoints the agents, subagents, contractors, subcontractors, materialmen, vendors and suppliers of the Company as agents of the Agency solely for purposes of making sales or leases of goods, services, and supplies to the Facility, and any such transaction between any agent, subagent, contractor, subcontractor, materialmen, vendor or supplier, and the Company, as agent of the Agency shall be deemed to be on behalf of the Agency and for the benefit of the Facility. The Company shall indemnify the Agency with respect to any transaction of any kind between and among the agents, subagents, contractors, subcontractors, materialmen, vendors and/or suppliers and the Company, as agent of the Agency.

Section 5. The law firm of Bond, Schoeneck & King, PLLC is appointed Transaction Counsel and Agency Counsel in connection with the sale-leaseback or lease-leaseback transaction.

Section 6. Counsel to the Agency and Transaction Counsel are hereby authorized to work with counsel to the Company and others to prepare, for submission to the Agency, all documents necessary to effect the sale-leaseback or lease-leaseback transaction.

Section 7. The Chairman of the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company, and (ii) 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.

STATE OF NEW YORK }
COUNTY OF ONEIDA } ss:

I, the undersigned Assistant Secretary of the City of Utica Industrial Development Agency DOES HEREBY CERTIFY THAT:

I have compared the foregoing copy of a resolution of the City of Utica Industrial Development Agency (the "Agency"), with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Agency duly convened in public session on June 13, 2017 at 8:00 a.m. local time, at Utica, New York which the following members were:

Members Present: John Buffa, Vin Gilroy, Joseph Hobika, Sr.

Also Present: Jack Spaeth (Executive Director), Linda E. Romano, Esq. (Bond, Schoeneck & King, PLLC)

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

John Buffa voting aye;
Vincent Gilroy, Jr. voting aye; and
Joseph Hobika, Sr. voting aye.

and, therefore, the resolution was declared duly adopted.

The Agreement and the Application are in substantially the form presented to and approved at such meeting.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections 103a and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand this 25th day of July 2017.



Jack N. Spaeth, Assistant Secretary

EXHIBIT A
NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the City of Utica Industrial Development Agency (the "Agency") on the ____ day of _____ 2017 at ____ a.m., local time, at Utica City Hall, Common Council Chambers, First Floor, One Kennedy Plaza, Utica, New York in connection with the following matters:

167 Genesee Street, LLC, on behalf of itself and/or the principals of 167 Genesee Street, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the Agency to enter into a transaction in which the Agency will assist in the acquisition, rehabilitation and renovation of an existing $\pm 47,000$ square foot, six-story abandoned building (the "Improvements") situated on a $0.17\pm$ acre parcel of land located at 167 Genesee Street, City of Utica, Oneida County, New York (the "Land"), and the acquisition and installation of equipment in the Improvements (the "Equipment"), all for the adaptive reuse of the Improvements to create affordable housing, commercial and retail space, all for lease to commercial and/or retail and/or residential tenants and to enhance economic development and retain employment in downtown Utica (the Land, the Improvements and the Equipment referred to collectively as the "Facility"). The Facility will be initially leased, operated and/or managed by the Company.

The Company owns the Facility and will lease the Facility to the Agency, and the Agency will lease the Facility back to the Company. At the end of the lease term, the Agency will terminate its leasehold interest in the Facility. The Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from sales and use taxes, exemptions from mortgage recording taxes and abatement of real property taxes for a period of ten years during which time the Company will pay no taxes during years 1-2; 25% of taxes during year 3; 30% of taxes during year 4; 40% of taxes during year 5; 50% of taxes during years 6-7; 60% of taxes during year 8; 70% of taxes during year 9; 80% during year 10 and 100% of taxes thereafter, which proposed financial assistance represents a deviation from the Agency's Uniform Tax Exemption Policy, to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. A copy of the Application for Financial Assistance filed by the Company with the Agency, including an analysis of the costs and benefits of the proposed Facility, is available for public inspection at the offices of the Agency, One Kennedy Plaza, Utica, New York.

CITY OF UTICA INDUSTRIAL
DEVELOPMENT AGENCY

Dated: _____, 2017

By: /s/ Joseph H. Hobika, Sr., Chairman

EXHIBIT B

MINUTES OF PUBLIC HEARING HELD ON _____, 2017

CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY
2017 LEASE-LEASEBACK TRANSACTION
(167 GENESEE STREET, LLC FACILITY)

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1. Joseph H. Hobika, Sr., Chairman of the City of Utica Industrial Development Agency (the "Agency"), called the hearing to order.
 2. The Chairman then appointed Emmett Martin, Secretary of the Agency, to record the minutes of the hearing.
 3. The Chairman then described the proposed financial assistance and the location and nature of the Facility as follows:

167 Genesee Street, LLC, on behalf of itself and/or the principals of 167 Genesee Street, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the Agency to enter into a transaction in which the Agency will assist in the acquisition, rehabilitation and renovation of an existing ±47,000 square foot, six-story abandoned building (the "Improvements") situated on a 0.17± acre parcel of land located at 167 Genesee Street, City of Utica, Oneida County, New York (the "Land"), and the acquisition and installation of equipment in the Improvements (the "Equipment"), all for the adaptive reuse of the Improvements to create affordable housing, commercial and retail space, all for lease to commercial and/or retail and/or residential tenants and to enhance economic development and retain employment in downtown Utica (the Land, the Improvements and the Equipment referred to collectively as the "Facility"). The Facility will be initially leased, operated and/or managed by the Company.

The Company owns the Facility and will lease the Facility to the Agency, and the Agency will lease the Facility back to the Company. At the end of the lease term, the Agency will terminate its leasehold interest in the Facility. The Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from sales and use taxes, exemptions from mortgage recording taxes and abatement of real property taxes for a period of ten years during which time the Company will pay no taxes during years 1-2; 25% of taxes during year 3; 30% of taxes during

year 4; 40% of taxes during year 5; 50% of taxes during years 6-7; 60% of taxes during year 8; 70% of taxes during year 9; 80% during year 10 and 100% of taxes thereafter, which proposed financial assistance represents a deviation from the Agency's Uniform Tax Exemption Policy, to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. A copy of the Application for Financial Assistance filed by the Company with the Agency, including an analysis of the costs and benefits of the proposed Facility, is available for public inspection at the offices of the Agency, One Kennedy Plaza, Utica, New York.

4. The Chairman then opened up the hearing for comments from the floor for or against the proposed financial assistance and the location and nature of the Project Facility. The following is a listing of the persons heard and a summary of their views:

5. The Chairman then asked if there were any further comments, and, there being none, the hearing was closed at _____ AM.

Jack N. Spaeth, Assistant Secretary

STATE OF NEW YORK)
 : SS.:
COUNTY OF ONEIDA)

I, the undersigned Secretary of the City of Utica Industrial Development Agency,
DO HEREBY CERTIFY:

That I have compared the foregoing copy of the minutes of a public hearing held
by the City of Utica Industrial Development Agency (the "Agency") on
_____, 2017 at _____, local time, at the Utica City Hall, Common
Council Chambers, First Floor, One Kennedy Plaza, Utica, New York, with the original
thereof on file in the office of the Agency, and that the same is a true and correct copy
of the minutes in connection with such matter.

I FURTHER CERTIFY that (i) pursuant to Section 147(f) of the Internal Revenue
Code of 1986, as amended, and Title 1 of Article 18-A of the New York General
Municipal Law, said hearing was open to the general public, and public notice of the
time and place of said hearing was duly given in accordance with such Section 147(f)
and Title 1 of Article 18-A, (ii) the hearing in all respects was duly held, and (iii)
members of the public had an opportunity to be heard.

IN WITNESS WHEREOF, I have hereunto set my hand as of
_____, 2017.

Jack N. Spaeth, Assistant Secretary

EXHIBIT C

(To be copied on Agency letterhead and delivered to the Company when appropriate.)

_____, 2017

Christine Martin, Member
167 Genesee Street, LLC
167 Genesee Street
Utica, New York 13501

Re: *City of Utica Industrial Development Agency 2017 Lease-Leaseback Transaction
(167 Genesee Street, LLC Facility)*

Dear Ms. Martin:

Pursuant to a resolution duly adopted on June 13, 2017, the City of Utica Industrial Development Agency (the "Agency") appointed 167 Genesee Street, LLC, on behalf of itself and/or the principals of 167 Genesee Street, LLC, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") the true and lawful agent of the Agency to enter into a transaction in which the Agency will assist in the acquisition, rehabilitation and renovation of an existing $\pm 47,000$ square foot, six-story abandoned building (the "Improvements") situated on a $0.17\pm$ acre parcel of land located at 167 Genesee Street, City of Utica, Oneida County, New York (the "Land"), and the acquisition and installation of equipment in the Improvements (the "Equipment"), all for the adaptive reuse of the Improvements to create affordable housing, commercial and retail space, all for lease to commercial and/or retail and/or residential tenants and to enhance economic development and retain employment in downtown Utica (the Land, Improvements and Equipment collectively, the "Facility").

It is the intent of the Agency that this agency appointment include, from the effective date of such appointment, authority to purchase, lease and otherwise use on behalf of the Agency all materials, equipment, goods, services and supplies to be incorporated into and made an integral part of the Facility and also include the following activities as they relate to the renovation, rehabilitation and equipping of the Facility, whether or not any materials, equipment or supplies described below are incorporated into or become an integral part of the Facility: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with the renovation, rehabilitation and equipping of the Facility; (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description used in connection with the renovation, rehabilitation and equipping of the Facility including all utility services and (iii) all purchases, leases, rentals and uses of equipment, machinery, and other tangible

Christine Martin

_____, 2017

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personal property (including installation costs), installed or placed in, upon or under such building, including all repairs and replacements of such property.

The agency appointment includes the power to delegate such agency appointment, in whole or in part, to agents, subagents, contractors, subcontractors, materialmen, suppliers and vendors of the Company and to such other parties as the Company chooses so long as they are engaged, directly or indirectly, in the activities hereinbefore described.

In exercising this agency appointment, the Company, its agents, subagents, contractors and subcontractors, should give the supplier or vendor a copy of this letter to show that the Company, its agents, subagents, contractors and subcontractors are each acting as agent for the Agency. Construction contracts, purchase orders and other agreements relating to the project should be executed by the Company, or any sub-agent appointed by the Company, as agent of the Agency. Also, purchases must be billed or invoiced by the vendor to the Company, or any sub-agent appointed by the Company, as agent of the Agency (e.g. "167 Genesee Street, LLC as agent for the City of Utica Industrial Development Agency"). The supplier or vendor should identify the Facility as the "**167 Genesee Street, LLC Facility**" on each bill or invoice and indicate thereon that the Company, its agents, subagents, contractors and subcontractors acted as agent for the City of Utica Industrial Development Agency in making the purchase. You and each of your agents, subagents, contractors and/or subcontractors claiming a sales tax exemption in connection with the Facility must execute a copy of the Contract in Lieu of Exemption Certificate attached hereto, and must complete a New York State Department of Taxation and Finance Form ST-60. Original copies of each Contract in Lieu of Exemption Certificate and completed Form ST-60 must be delivered to the Agency within five (5) days of the appointment of each of your agents, subagents, contractors or subcontractors. Any agent, subagent, contractor or subcontractors of the Company which delivers completed Form ST-60 to the Agency will be deemed to be the agent, subagent, contractor or subcontractor of the Agency for purposes of acquiring, renovating and equipping the Facility. **Failure to comply with these requirements may result in loss of sales tax exemptions for the Facility.**

You should be aware that the New York State General Municipal Law requires you to file with the New York State Department of Taxation and Finance Form ST-340 (Annual Report of Sales and Use Tax Exemptions Claimed by Agent/Project Operator of Industrial Development Agency/Authority) regarding the value of sales tax exemptions you, your agents, consultants or subcontractors have claimed pursuant to the authority we have conferred on you with respect to this Project. This statement must be filed on

Christine Martin
_____, 2017
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an annual basis for as long as the Company is claiming a sales tax exemption. **The penalty for failure to file such statement is the removal of your authority to act as an agent.**

The value of exemptions from sales and use taxes on materials and equipment authorized by the Agency is estimated at \$205,494.00 but shall not exceed \$226,043.00 in the aggregate. If the exemptions claimed by the Company exceed \$226,043.00 it may subject the Company to recapture of sales tax by New York State.

The aforesaid appointment of the Company as agent of the Agency to renovate, rehabilitate and equip the Facility shall expire on June 13, 2018. If, for some reason, this transaction never closes, you will be liable for payment of the sales tax, if applicable and you are not otherwise exempt, on all materials purchased.

Please sign and return a copy of this letter for our files.

Very truly yours,

CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY

By: _____
Jack N. Spaeth, Executive Director

ACCEPTED and AGREED

167 Genesee Street, LLC

By: _____
Christine Martin
Member

TO: All Contractors, Subcontractors,
Suppliers and Vendors, etc. of
167 Genesee Street, LLC

Attached please find a "Contract in Lieu of Exemption Certificate" (the "Contract") which will serve as documentation for not charging 167 Genesee Street, LLC (the "Company") sales or use tax in connection with any purchase, lease, rental or other use of materials, equipment, goods, services or supplies at the facility to be owned or leased by the City of Utica Industrial Development Agency (the "Agency") and described in Addendum A to the aforesaid Contract (the "Facility").

Also attached is a letter signed by the Agency appointing the Company as its agent for the purpose of renovating, rehabilitating and equipping the Facility. This letter authorizes the Company to delegate its authority as agent of the Agency to its agents, subagents, contractors, subcontractors, materialmen, suppliers, vendors and such other parties as the Company authorizes.

In accordance with the authority granted to the Company by the Agency, you are hereby appointed as agent of the Agency for the purpose of making purchases or leases of materials, equipment, goods, services and supplies with respect to the Facility. **Your appointment as agent of the Agency is contingent upon your completing the attached Form ST-60 and returning it to us and the Form ST-60 then being filed by the Agency with the New York State Department of Taxation and Finance.**

Very truly yours,

167 Genesee Street, LLC

By: _____

Name:

Title:

cc: City of Utica Industrial Development Agency

CONTRACT IN LIEU OF EXEMPTION CERTIFICATE

This Contract is entered into by and between **167 Genesee Street, LLC** (the "Company"), as agent for and on behalf of the City of Utica Industrial Development Agency, a public benefit corporation and a governmental agency of the State of New York (the "Agency") in connection with the renovation, rehabilitation, equipping and completion of the facility described in Addendum A hereto (the "Facility") and the contractor or the subcontractor more particularly described on page 2 hereof (the "Contractor").

Pursuant to the authority granted to the Company, as agent of the Agency, the Contractor is hereby appointed agent of said Agency for purposes of completing, executing or otherwise carrying out the obligations imposed under this Contract.

The Contractor acknowledges that the Agency has acquired or will acquire title to or a leasehold interest in the Facility and the Agency is a public benefit corporation and governmental entity of the State of New York. By reason of such status, Agency and its agents acting on its behalf are exempt from payment of all New York State and local sales and use taxes on the purchase or lease of all materials, equipment, goods, services and supplies incorporated into and made an integral component part of any structure, building or real property which becomes the property of Agency, and all equipment, machinery and other tangible personal property (including installation costs with respect thereto) which becomes the property of Agency or in which the Agency has a leasehold interest. In addition, Agency and its agents acting on its behalf are exempt from all sales and use taxes arising out of or connected with the following, as they relate to performance under this Contract: (i) purchases, leases, rentals and other uses of tools, machinery and equipment, and (ii) purchases, leases, rentals, uses or consumption of supplies, goods, materials and services of every kind and description; provided, however, that exemption from sales and use tax with respect to clauses (i) and (ii) above shall apply only if the Contractor is then acting as agent for Agency under the terms of this Contract.

Pursuant to these exemptions from sales and use taxes, the Contractor shall not include such taxes in its contract price, bid, or reimbursable costs, as the case may be. If the Contractor does not comply with the requirements for sales and use tax exemptions, as described above, then it shall be responsible for and pay any and all applicable New York State sales and use taxes, and no portion thereof shall be charged or billed to the Agency or the Company directly or indirectly, the intent of this Contract being that neither Agency nor the Company shall be liable for any of the sales or use taxes described above. This Contract may be accepted by the Contractor in lieu of an exemption certificate, and the Contractor shall retain a copy hereof to substantiate the sales and use tax exemption.

The aforesaid appointment of the Company as agent of the Agency to renovate, rehabilitate and equip the Facility shall expire at the earlier of (a) the completion of

such activities and improvements, or (b) June 13, 2018, provided, however, such appointment may be extended at the discretion of the Agency, upon the written request of the Company if such activities and improvements are not completed by such time, and further provided that the Agency shall not unreasonably withhold its consent to the extension of such appointment.

Based upon representations made by the Company in its Application for Financial Assistance, the value of exemptions from sales and use taxes on materials and equipment authorized by the Agency is estimated at \$205,494.00 but shall not exceed \$226,043.00. If the exemptions claimed by the Company exceed \$226,043.00 it may subject the Company to recapture of sales tax by New York State.

The Agency shall have the right to assign this Contract to the Company by written notice to the Contractor and without written consent of the Contractor, in which case Agency shall be relieved of all obligations hereunder. In the event of such assignment, all applicable sales and use taxes shall be added to the purchase price and paid to the Contractor pursuant to a change order. All of the above provisions with respect to exemptions for New York State sales and use taxes shall apply to all subcontractors and other parties in privity of contract with the Company, Agency or the Contractor pursuant to the terms of this Contract.

OWNER:

167 Genesee Street, LLC

[Insert name of Contractor or Subcontractor]

as agent for and on behalf of the City of Utica Industrial Development Agency

By: _____
Name:
Title:

By: _____
Name:
Title:

DATE: _____

DATE: _____

Address of Contractor or Subcontractor:

cc: City of Utica Industrial Development Agency

ADDENDUM A

DESCRIPTION OF THE FACILITY

The acquisition, rehabilitation and renovation of an existing $\pm 47,000$ square foot, six-story abandoned building (the "Improvements") situated on a $0.17\pm$ acre parcel of land located at 167 Genesee Street, City of Utica, Oneida County, New York (the "Land"), and the acquisition and installation of equipment in the Improvements (the "Equipment"), all for the adaptive reuse of the Improvements to create affordable housing, commercial and retail space, all for lease to commercial and/or retail and/or residential tenants and to enhance economic development and retain employment in downtown Utica (the Land, Improvements and Equipment collectively, the "Facility").

MINUTES OF PUBLIC HEARING HELD ON JUNE 29, 2017

CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY
2017 LEASE-LEASEBACK TRANSACTION
(167 GENESEE STREET, LLC FACILITY)

1. Jack N. Spaeth, Executive Director of the City of Utica Industrial Development Agency (the "Agency"), called the hearing to order.
2. The Executive Director, also being the Assistant Secretary of the Agency, recorded the minutes of the hearing.
3. The Executive Director then described the proposed financial assistance and the location and nature of the Facility as follows:

167 Genesee Street, LLC, on behalf of itself and/or the principals of 167 Genesee Street, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the Agency to enter into a transaction in which the Agency will assist in the acquisition, rehabilitation and renovation of an existing $\pm 47,000$ square foot, six-story abandoned building (the "Improvements") situated on a $0.17\pm$ acre parcel of land located at 167 – 169 Genesee Street, City of Utica, Oneida County, New York (the "Land"), and the acquisition and installation of equipment in the Improvements (the "Equipment"), all for the adaptive reuse of the Improvements to create affordable housing, commercial and retail space, all for lease to commercial and/or retail and/or residential tenants and to enhance economic development and retain employment in downtown Utica (the Land, the Improvements and the Equipment referred to collectively as the "Facility"). The Facility will be initially leased, operated and/or managed by the Company.

The Company owns the Facility and will lease the Facility to the Agency, and the Agency will lease the Facility back to the Company. At the end of the lease term, the Agency will terminate its leasehold interest in the Facility. The Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from sales and use taxes, exemptions from mortgage recording taxes and abatement of real property taxes for a period of ten years during which time the Company will pay no taxes during years 1-2; 25% of taxes during year 3; 30% of taxes during year 4; 40% of taxes during year 5; 50% of taxes during years 6-7; 60% of taxes during year 8; 70% of taxes during year 9; 80% during year 10 and 100% of taxes thereafter, which proposed financial assistance represents a deviation from the Agency's Uniform Tax

Exemption Policy, to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. A copy of the Application for Financial Assistance filed by the Company with the Agency, including an analysis of the costs and benefits of the proposed Facility, is available for public inspection at the offices of the Agency, One Kennedy Plaza, Utica, New York.

4. The Executive Director then opened up the hearing for comments from the floor for or against the proposed financial assistance and the location and nature of the Project Facility. The following is a listing of the persons heard and a summary of their views:

Attendees at the public hearing were Christine Martin and Brian Frank. No comments were made.

5. The Executive Director then asked if there were any further comments, and, there being none, the hearing was closed at 9:30 AM.



Jack N. Spaeth, Assistant Secretary

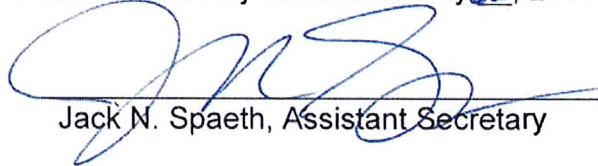
STATE OF NEW YORK)
 : SS.:
COUNTY OF ONEIDA)

I, the undersigned Assistant Secretary of the City of Utica Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the foregoing copy of the minutes of a public hearing held by the City of Utica Industrial Development Agency (the "Agency") on June 29, 2017 at 9:00 a.m. local time, at the Utica City Hall, Common Council Chambers, First Floor, One Kennedy Plaza, Utica, New York, with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the minutes in connection with such matter.

I FURTHER CERTIFY that (i) pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended, and Title 1 of Article 18-A of the New York General Municipal Law, said hearing was open to the general public, and public notice of the time and place of said hearing was duly given in accordance with such Section 147(f) and Title 1 of Article 18-A, (ii) the hearing in all respects was duly held, and (iii) members of the public had an opportunity to be heard.

IN WITNESS WHEREOF, I have hereunto set my hand as of July 25, 2017.


Jack N. Spaeth, Assistant Secretary



ROBERT PALMIERI
MAYOR

CITY OF UTICA

Utica Industrial Development Agency
1 Kennedy Plaza, Utica, New York 13502
(315)792-0195 fax: (315)797-6607

JOSEPH HOBICA, SR
CHAIRMAN

JACK SPAETH
EXECUTIVE DIRECTOR

June 14, 2017

Anthony J. Picente, Jr.
Oneida County Executive
800 Park Avenue
Utica NY 13501

Re: 167 Genesee St., LLC

Dear Mr. Picente:

On June 29, 2017 at 9:30AM, local time, at Utica City Hall, Common Council Chambers, First Floor, One Kennedy Plaza, Utica, New York 13502, the City of Utica Industrial Development Agency (the "Agency") will conduct a public hearing regarding a proposed project for 167 Genesee St., LLC. Attached is a copy of the Notice of Public Hearing describing the project and the financial assistance contemplated by the Agency. The Notice has been submitted to *Observer-Dispatch* for publication.

You are welcome to attend such hearing at which time you will have an opportunity, both orally and in writing, to present your views with respect to the project. We are providing this notice to you, pursuant to Chapters 356 and 357 of the Laws of 1993, as the chief executive officer of an affected tax jurisdiction within which the project is located.

Should you desire to discuss this matter or if you have any questions concerning this notice please feel free to contact Jack Spaeth at the Agency at telephone number 792-0195.

Very truly yours,

CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY

By: _____

Jack N. Spaeth, Executive Director



CITY OF UTICA

Utica Industrial Development Agency
1 Kennedy Plaza, Utica, New York 13502
(315)792-0195 fax: (315)797-6607

ROBERT PALMIERI
MAYOR

JOSEPH HOBICA, SR
CHAIRMAN

JACK SPAETH
EXECUTIVE DIRECTOR

June 14, 2017

Robert Palmieri, Mayor
City of Utica
One Kennedy Plaza
Utica NY 13502

Re: 167 Genesee St., LLC

Dear Mayor Palmieri:

On June 29, 2017 at 9:30AM, local time, at Utica City Hall, Common Council Chambers, First Floor, One Kennedy Plaza, Utica, New York 13502, the City of Utica Industrial Development Agency (the "Agency") will conduct a public hearing regarding a proposed project for 167 Genesee St., LLC. Attached is a copy of the Notice of Public Hearing describing the project and the financial assistance contemplated by the Agency. The Notice has been submitted to *Observer-Dispatch* for publication.

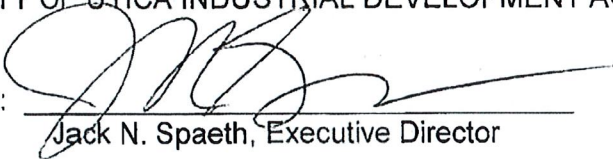
You are welcome to attend such hearing at which time you will have an opportunity, both orally and in writing, to present your views with respect to the project. We are providing this notice to you, pursuant to Chapters 356 and 357 of the Laws of 1993, as the chief executive officer of an affected tax jurisdiction within which the project is located.

Should you desire to discuss this matter or if you have any questions concerning this notice please feel free to contact Jack Spaeth at the Agency at telephone number 792-0195.

Very truly yours,

CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY

By:



Jack N. Spaeth, Executive Director

c: Patricia A. Lindsey, City Clerk



CITY OF UTICA

Utica Industrial Development Agency
1 Kennedy Plaza, Utica, New York 13502
(315)792-0195 fax: (315)797-6607

ROBERT PALMIERI
MAYOR

JOSEPH HOBICA, SR
CHAIRMAN

JACK SPAETH
EXECUTIVE DIRECTOR

June 14, 2017

Christopher Salatino, President
Board of Education
Utica City School District
106 Memorial Parkway
Utica, New York 13501

Re: 167 Genesee St., LLC

Dear Mr. Salatino:

On June 29, 2017 at 9:30AM, local time, at Utica City Hall, Common Council Chambers, First Floor, One Kennedy Plaza, Utica, New York 13502, the City of Utica Industrial Development Agency (the "Agency") will conduct a public hearing regarding a proposed project for 167 Genesee St., LLC. Attached is a copy of the Notice of Public Hearing describing the project and the financial assistance contemplated by the Agency. The Notice has been submitted to *Observer-Dispatch* for publication.

You are welcome to attend such hearing at which time you will have an opportunity, both orally and in writing, to present your views with respect to the project. We are providing this notice to you, pursuant to Chapters 356 and 357 of the Laws of 1993, as the chief executive officer of an affected tax jurisdiction within which the project is located.

Should you desire to discuss this matter or if you have any questions concerning this notice please feel free to contact Jack Spaeth at the Agency at telephone number 792-0195.

Very truly yours,

CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY

By:


Jack N. Spaeth, Executive Director



CITY OF UTICA

Utica Industrial Development Agency
1 Kennedy Plaza, Utica, New York 13502
(315)792-0195 fax: (315)797-6607

ROBERT PALMIERI
MAYOR

JOSEPH HOBICA, SR
CHAIRMAN

JACK SPAETH
EXECUTIVE DIRECTOR

June 14, 2017

Bruce Karam, Superintendent
Utica City School District
106 Memorial Parkway
Utica, New York 13501

Re: 167 Genesee St., LLC

Dear Mr. Karam:

On June 29, 2017 at 9:30AM, local time, at Utica City Hall, Common Council Chambers, First Floor, One Kennedy Plaza, Utica, New York 13502, the City of Utica Industrial Development Agency (the "Agency") will conduct a public hearing regarding a proposed project for 167 Genesee St., LLC. Attached is a copy of the Notice of Public Hearing describing the project and the financial assistance contemplated by the Agency. The Notice has been submitted to *Observer-Dispatch* for publication.

You are welcome to attend such hearing at which time you will have an opportunity, both orally and in writing, to present your views with respect to the project. We are providing this notice to you, pursuant to Chapters 356 and 357 of the Laws of 1993, as the chief executive officer of an affected tax jurisdiction within which the project is located.

Should you desire to discuss this matter or if you have any questions concerning this notice please feel free to contact Jack Spaeth at the Agency at telephone number 792-0195.

Very truly yours,

CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY

By:


Jack N. Spaeth, Executive Director

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the City of Utica Industrial Development Agency (the "Agency") on the 29th day of June 2017 at 9:30 a.m., local time, at Utica City Hall, Common Council Chambers, First Floor, One Kennedy Plaza, Utica, New York in connection with the following matters:

167 Genesee St., LLC, on behalf of itself and/or the principals of 167 Genesee St., LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the Agency to enter into a transaction in which the Agency will assist in the acquisition, rehabilitation and renovation of an existing $\pm 47,000$ square foot, six-story abandoned building (the "Improvements") situated on a $0.17\pm$ acre parcel of land located at 167 Genesee Street, City of Utica, Oneida County, New York (the "Land"), and the acquisition and installation of equipment in the Improvements (the "Equipment"), all for the adaptive reuse of the Improvements to create affordable housing, commercial and retail space, all for lease to commercial and/or retail and/or residential tenants and to enhance economic development and retain employment in downtown Utica (the Land, the Improvements and the Equipment referred to collectively as the "Facility"). The Facility will be initially leased, operated and/or managed by the Company.

The Company owns the Facility and will lease the Facility to the Agency, and the Agency will lease the Facility back to the Company. At the end of the lease term, the Agency will terminate its leasehold interest in the Facility. The Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from sales and use taxes, exemptions from mortgage recording taxes and abatement of real property taxes for a period of ten years during which time the Company will pay no taxes during years 1-2; 25% of taxes during year 3; 30% of taxes during year 4; 40% of taxes during year 5; 50% of taxes during years 6-7; 60% of taxes during year 8; 70% of taxes during year 9; 80% during year 10 and 100% of taxes thereafter, which proposed financial assistance represents a deviation from the Agency's Uniform Tax Exemption Policy, to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. A copy of the Application for Financial Assistance filed by the Company with the Agency, including an analysis of the costs and benefits of the proposed Facility, is available for public inspection at the offices of the Agency, One Kennedy Plaza, Utica, New York.

CITY OF UTICA INDUSTRIAL
DEVELOPMENT AGENCY

Dated: June 14, 2017

By: /s/ Joseph H. Hobika, Sr., Chairman

RESOLUTION OF THE CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY DETERMINING THAT THE ACTION TO PROVIDE FINANCIAL ASSISTANCE FOR A PROJECT PROPOSED BY 167 GENESEE STREET, LLC IS AN UNLISTED ACTION UNDER THE STATE ENVIRONMENTAL QUALITY REVIEW ACT, UNDERTAKING AN UNCOORDINATED REVIEW OF THE PROJECT, AND DETERMINING THAT THE PROJECT WILL NOT HAVE A SIGNIFICANT ADVERSE IMPACT ON THE ENVIRONMENT

WHEREAS, 167 Genesee Street, LLC, on behalf of itself and/or the principals of 167 Genesee Street, LLC, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the City of Utica Industrial Development Agency (the "Agency") to enter into a transaction in which the Agency will assist in the acquisition, renovation and rehabilitation of an existing $\pm 47,000$ square foot, six-story abandoned building (the "Improvements") situated on a $0.17\pm$ acre parcel of land located at 167 – 169 Genesee Street, City of Utica, Oneida County, New York (the "Land"), and the acquisition and installation of equipment in the Improvements (the "Equipment"), all for the adaptive reuse of the Improvements to create affordable housing, commercial and retail space, all for lease to commercial and/or retail and/or residential tenants and to enhance economic development and retain employment in downtown Utica (the Land, the Improvements and the Equipment are referred to collectively as the "Facility" and the renovation, rehabilitation and equipping of the Facility is referred to as the "Project"); and

WHEREAS, the Agency's decision on the Company's application is an action subject to review under the State Environmental Quality Review Act ("SEQRA"), set forth in Article 8 of the New York State Environmental Conservation law, and the implementing regulations set forth at 6 NYCRR Part 617, as amended (the "Regulations"); and

WHEREAS, the Agency desires to comply with the requirements of SEQRA and the Regulations with respect to the Project; and

WHEREAS, the Company has prepared and submitted to the Agency Part 1 of a Short Environmental Assessment Form (the "SEAF"), which the Agency has found to be complete, copies of which are on file at the office of the Agency; and

WHEREAS, the Agency has considered the Project in light of the Type I actions listed in Section 617.4 of the Regulations and in light of the Type II actions listed in Section 617.5 of the Regulations;

WHEREAS, the Agency desires to classify the type of action for which the Agency's decision concerning the Project qualifies and to undertake an uncoordinated review of this action; and

WHEREAS, the Agency has examined Part 1 of the SEAF, together with the Company's application and supporting materials, and the Agency has considered the potential environmental impacts associated with the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Agency hereby classifies the Project as an "Unlisted Action" under SEQRA, as the quoted term is defined in the Regulations.

Section 2. The Agency hereby undertakes an uncoordinated review for Unlisted Actions for this Project and will act as lead agency for purposes of this SEQRA review.

Section 3. The Agency has compared the impacts that may reasonably be expected to result from the Project to the criteria for determining significance identified in Section 617.7(c)(1) of the Regulations.

Section 4. Based that review and its examination of the Company's application, Part 1 of the SEAF, and the Agency's knowledge of the area surrounding the Facility, the Agency makes the following findings and determinations with respect to the Project:

(A) The Facility will not result in (i) substantial adverse change in existing air quality; ground or surface water quality or quantity, traffic or noise levels; a substantial increase in solid waste production; or a substantial increase in potential for erosion, flooding, leaching or drainage problems; (ii) the removal or destruction of large quantities of vegetation or fauna; substantial interference with the movement of a resident or migratory fish or wildlife species; impacts on a significant habitat area; substantial adverse impacts on threatened or endangered species of animal or plant, or the habitat of such species; or (iii) other significant adverse impacts to natural resources;

(B) The Facility will not affect a critical environmental area as designated pursuant to 6 NYCRR 617.14(g);

(C) The Facility will not conflict with the community's current plans or goals as officially approved or adopted;

(D) The Facility will not result in the impairment of the character or quality of important historical, archeological, architectural, or aesthetic resources or of existing community or neighborhood character;

(E) The Facility will not result in a major change in the use of either the quantity or type of energy;

(F) The Facility will not result in the creation of a hazard to human health;

(G) The Facility will not result in a substantial change in the use, or intensity of use, of land including architectural, open space or recreational resources, or in its capacity to support existing uses;

(H) The Facility will not result in encouraging or attracting of a large number of people to a place or places for more than a few days, compared to the number of people who would come to such place absent the action;

(I) The Facility will not result in the creation of a material demand for other actions that would result in one or more of the above consequences;

(J) The Facility will not result in changes in two or more elements of the environment, no one of which has a significant impact on the environment, but when considered together result in a substantial adverse impact on the environment; and

(K) The Facility will not result in two or more related actions undertaken, funded or approved by an agency, none of which has or would have a significant impact on the environment, but when considered cumulatively would meet one or more of the criteria in 6 NYCRR Section 617.7(c).

Section 5. For the reasons set forth more fully in Part 3 of the attached SEAF, the Agency determines that the Project will not have any significant adverse impacts on the environment and the Agency will not require the preparation of an environmental impact statement with respect to the Project.

Section 6. The Agency hereby approves and adopts the attached SEAF with its supporting written elaboration, directs the Executive Director of the Agency to execute Part 3 of the SEAF, and issues a Negative Declaration with respect to the Project.

Section 7. The Executive Director of the Agency is hereby directed to file in the Agency's records the Negative Declaration with respect to the Project, together with a copy of this Resolution. The Executive Director of the Agency and its Staff are further authorized to take any steps necessary to carry out this Resolution.

Section 8. This resolution shall take effect immediately.

[Remainder of page left blank intentionally]

STATE OF NEW YORK)
 : SS.:
COUNTY OF ONEIDA)

I, the undersigned Assistant Secretary of the City of Utica Industrial Development Agency, DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of a resolution of the City of Utica Industrial Development Agency (the "Agency") with the original thereof on file in the office of the Agency, and the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Agency duly convened in public session on June 13, 2017 at 8:00 a.m. local time, at Utica, New York which the following members were:

Members Present: John Buffa, Vin Gilroy, Joseph Hobika, Sr.

Also Present: Jack Spaeth (Executive Director), Linda E. Romano, Esq.
(Bond, Schoeneck & King, PLLC)

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

John Buffa voting aye;
Vincent Gilroy, Jr. voting aye; and
Joseph Hobika, Sr. voting aye.

and, therefore, the resolution was declared duly adopted.

I FURTHER CERTIFY that (i) all directors of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections 103a and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 25th day of July 2017.



Jack N. Spaeth, Assistant Secretary

Short Environmental Assessment Form

Part 1 - Project Information

Instructions for Completing

Part 1 - Project Information. The applicant or project sponsor is responsible for the completion of Part 1. 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.

Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

Part 1 - Project and Sponsor Information			
Name of Action or Project: 167-169 Genesee Rehabilitation			
Project Location (describe, and attach a location map): 167-169 Genesee Street			
Brief Description of Proposed Action: The expectation of the 167 Genesee St. project is to address the economics and aesthetics of this once beautiful, and vibrant area of Downtown Utica. It will provide residential opportunities for the those with a median income level in Oneida county as well as to provide employment opportunities to the low and middle-income population that makes up the majority of residents in a five-mile area. This is a project that addresses these issues -which have currently not been addressed through previous projects in the downtown area.			
Name of Applicant or Sponsor: Christine Martin		Telephone: 315-404-0779	
		E-Mail: cmartin@fostermartin.com	
Address: 2200 Genesee Street			
City/PO: Utica		State: NY	Zip Code: 13502
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.			NO <input type="checkbox"/>
			YES <input type="checkbox"/>
2. Does the proposed action require a permit, approval or funding from any other governmental Agency? If Yes, list agency(s) name and permit or approval: Scenic and Historic - Facade Improvements, UIDA - Financial Incentives/Assistance, City of Utica - Building Permit			NO <input type="checkbox"/>
			YES <input checked="" type="checkbox"/>
3.a. Total acreage of the site of the proposed action?		0.17 acres	
b. Total acreage to be physically disturbed?		0 acres	
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor?		0.17 acres	
4. Check all land uses that occur on, adjoining and near the proposed action.			
<input checked="" type="checkbox"/> Urban <input type="checkbox"/> Rural (non-agriculture) <input type="checkbox"/> Industrial <input checked="" type="checkbox"/> Commercial <input type="checkbox"/> Residential (suburban)			
<input type="checkbox"/> Forest <input type="checkbox"/> Agriculture <input type="checkbox"/> Aquatic <input checked="" type="checkbox"/> Other (specify): <u>Urban Residential</u>			
<input type="checkbox"/> Parkland			

<p>18. Does the proposed action include construction or other activities that result in the impoundment of water or other liquids (e.g. retention pond, waste lagoon, dam)?</p> <p>If Yes, explain purpose and size: _____</p> <p>_____</p> <p>_____</p>	<p>NO</p> <p><input checked="" type="checkbox"/></p>	<p>YES</p> <p><input type="checkbox"/></p>
<p>19. Has the site of the proposed action or an adjoining property been the location of an active or closed solid waste management facility?</p> <p>If Yes, describe: _____</p> <p>_____</p> <p>_____</p>	<p>NO</p> <p><input checked="" type="checkbox"/></p>	<p>YES</p> <p><input type="checkbox"/></p>
<p>20. Has the site of the proposed action or an adjoining property been the subject of remediation (ongoing or completed) for hazardous waste?</p> <p>If Yes, describe: _____</p> <p>Asbestos has been surveyed and remediated as part of the action. _____</p> <p>_____</p>	<p>NO</p> <p><input type="checkbox"/></p>	<p>YES</p> <p><input checked="" type="checkbox"/></p>
<p>I AFFIRM THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE</p> <p>Applicant/sponsor name: <u>Christine Martin</u> Date: <u>6/9/17</u></p> <p>Signature: <u><i>Christine Martin</i></u></p>		

Project:	167 Genesee St, LLC
Date:	6-13-17

**Short Environmental Assessment Form
Part 2 - Impact Assessment**

Part 2 is to be completed by the Lead Agency.

Answer all of the following questions in Part 2 using the information contained in Part 1 and other materials submitted by the project sponsor or otherwise available to the reviewer. When answering the questions the reviewer should be guided by the concept "Have my responses been reasonable considering the scale and context of the proposed action?"

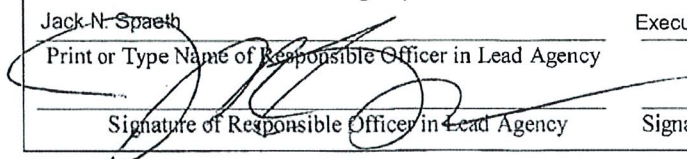
	No, or small impact may occur	Moderate to large impact may occur
1. Will the proposed action create a material conflict with an adopted land use plan or zoning regulations?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2. Will the proposed action result in a change in the use or intensity of use of land?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
3. Will the proposed action impair the character or quality of the existing community?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
4. Will the proposed action have an impact on the environmental characteristics that caused the establishment of a Critical Environmental Area (CEA)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
5. Will the proposed action result in an adverse change in the existing level of traffic or affect existing infrastructure for mass transit, biking or walkway?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
6. Will the proposed action cause an increase in the use of energy and it fails to incorporate reasonably available energy conservation or renewable energy opportunities?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
7. Will the proposed action impact existing:		
a. public / private water supplies?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b. public / private wastewater treatment utilities?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
8. Will the proposed action impair the character or quality of important historic, archaeological, architectural or aesthetic resources?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
9. Will the proposed action result in an adverse change to natural resources (e.g., wetlands, waterbodies, groundwater, air quality, flora and fauna)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
10. Will the proposed action result in an increase in the potential for erosion, flooding or drainage problems?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
11. Will the proposed action create a hazard to environmental resources or human health?	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Project: 167 Genesee St, LLC

Date: 6-13-17

Short Environmental Assessment Form Part 3 Determination of Significance

For every question in Part 2 that was answered "moderate to large impact may occur", or if there is a need to explain why a particular element of the proposed action may or will not result in a significant adverse environmental impact, please complete Part 3. Part 3 should, in sufficient detail, identify the impact, including any measures or design elements that have been included by the project sponsor to avoid or reduce impacts. Part 3 should also explain how the lead agency determined that the impact may or will not be significant. Each potential impact should be assessed considering its setting, probability of occurring, duration, irreversibility, geographic scope and magnitude. Also consider the potential for short-term, long-term and cumulative impacts.

<input type="checkbox"/>	Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action may result in one or more potentially large or significant adverse impacts and an environmental impact statement is required.
<input checked="" type="checkbox"/>	Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action will not result in any significant adverse environmental impacts.
Utica Industrial Development Agency	6-13-17
Name of Lead Agency	Date
Jack N. Spaeth	Executive Director
Print or Type Name of Responsible Officer in Lead Agency	Title of Responsible Officer
	
Signature of Responsible Officer in Lead Agency	Signature of Preparer (if different from Responsible Officer)

PRINT FORM

**Attachment to Short Environmental Assessment Form Part 3 –
Determination of Significance for the 167 Genesee St., LLC Project**

167 Genesee St., LLC (the "Company") applied to the City of Utica Industrial Development Agency (the "Agency") to assist in a certain industrial development facility consisting of the acquisition, renovation and rehabilitation of an existing ±47,000 square foot, six-story abandoned building (the "Improvements") situated on a 0.17± acre parcel of land located at 167 – 169 Genesee Street, City of Utica, Oneida County, New York (the "Land"), and the acquisition and installation of equipment in the Improvements (the "Equipment"), all for the adaptive reuse of the Improvements to create affordable housing, commercial and retail space, all for lease to commercial and/or retail and/or residential tenants and to enhance economic development and retain employment in downtown Utica (the Land, the Improvements and the Equipment are referred to collectively as the "Facility"). All the activities contemplated under the application are referred to collectively as the "Project."

The Agency has compared the impacts that that may reasonably be expected to result from the Project to the criteria for determining significance identified in 6 NYCRR § 617.7(c)(1) and evaluated the issues of causation and significance in light of the standards under the same Section. The Agency examined the Short Environmental Assessment Form ("EAF") for the Project, including the information in Part 1 of the EAF and completing the analyses for Parts 2 and 3 of the EAF, together with other available supporting information relevant to the Project, to identify and analyze the relevant areas of environmental concern.

While this Project may have small impacts relating to traffic, noise, community character, and minor health and safety hazards, the Project will not have any significant adverse impacts on the environment. The Project is consistent in its scope and usage with the existing commercial and other mixed uses in the area, is consistent with the Master Plan for the City of Utica, will not materially increase the burdens on roadways or other infrastructure and utilities, and is proposed with appropriate controls to limit external impacts.

The Project is situated in an urban area that is already fully developed, with a variety of mixed uses nearby. The Land consists of an existing building and the work proposed for the Project will disturb approximately 0.17 acres of the Land. While the Project proposes to modify the existing structures on the Land and will create housing units where none previously existed, the Project is consistent in scale with the surrounding development patterns and aligns with other commercial and residential uses in the community. The Project will add to the aesthetics of the area, incorporating an atrium in the lobby and a façade that is planned to include awnings, outside tables, new windows and bike racks. The façade improvements are under review by and require the approval of the City of Utica Scenic and Historic Committee.

The Project could generate some additional traffic because it is a new commercial and residential use, but these potential impacts would be small and no substantial increase in traffic is expected. The Project incorporates a parking garage to serve the needs of the Project. Traffic generated during construction would be minor and temporary in nature, and during operations, the traffic generated by the Project would be similar to that of other mixed-use venues in the area. The existing roadways have capacity to handle the traffic associated with the Project.

The Project will have little impact on existing utilities. The Project will meet or exceed the State Energy Code requirements and will utilize existing infrastructure and utility connections to service the Facility, including those for its water supply and wastewater treatment. The existing building on the Land is already connected to public utilities which previously served the property and are capable of serving the Project as well.

The Project may have a small impact with respect to health and safety hazards due to the presence of asbestos at the Facility. The Company has represented that asbestos has been surveyed and remediated as part of the Project.

The Project will have no impact on Critical Environmental Areas because none are present on the Land, and it will not adversely change natural resources. The Project will have little impact on flooding and erosion. Stormwater will be directed to established conveyances (storm drains), which have been handling the stormwater on the Land already and have capacity to do so once the Project is in place.

The Project will not result any significant adverse impacts on the environment, and, therefore, an environmental impact statement need not be prepared. Accordingly, this negative declaration is issued.