

**Silver Creek Apartments, LLC -
Deviation Approval Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on February 27, 2024, at 10:30 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”).

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

PRESENT:

Gary Henry	Chairman
Bradley Walters	Vice Chairman
Sagan Sheffield-Smith	Treasurer
Dan Heitzenrater	Secretary
Steven Thorpe	Member
Amy Harding	Member
Daniel DeMarte	Member
Tom Harmon	Member

NOT PRESENT:

Kevin Muldowney	Member
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THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Greg Peterson	Counsel
Lisa Cole	Counsel
Robert Murray	Harris Beach
Matt Fitzgerald	Phillips Lytle
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Kayla Strandburg	IDA Staff
Nate Aldrich	IDA Staff
Jeanette Lo Bello	IDA Staff
Crystal Erhard	IDA Staff

**Silver Creek Apartments, LLC -
Deviation Approval Resolution**

Jason Sample
James Feldmann
Allen Handelman
Ashley Switzer
Tom Whitney

IDA Staff
County Executive Staff
Park Grove Realty
STEL
STEL

The attached resolution no. 02-27-24-01 was offered by Brad Walters, seconded by Tom Harmon:

Resolution No. 02-27-24-01

RESOLUTION AUTHORIZING A DEVIATION FROM THE UNIFORM
TAX EXEMPTION POLICY OF THE COUNTY OF CHAUTAUQUA
INDUSTRIAL DEVELOPMENT AGENCY WITH RESPECT
TO A PROJECT FOR SILVER CREEK APARTMENTS, LLC AND ITS AFFILIATES

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the Laws of 1969 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 71 of the 1972 Laws of New York, as amended, constituting Section 895-h 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 industrial, manufacturing, warehousing, commercial, research and recreation 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, SILVER CREEK APARTMENTS, LLC, a limited liability company duly organized and existing under the laws of the State of New York (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 2.3 acre parcel of land located at 58-62 Main Street (a/k/a 60 Main Street), Village of Silver Creek, Town of Hanover, County of Chautauqua, New York (the “Land”), (2) the demolition of the existing buildings and structures on the Land, (3) the construction of an approximately 50,574 square foot building on the Land, together with related improvements to the Land, including, without limitation, a patio and storage shed (collectively, the “Building”), and (4) the acquisition of certain furniture, fixtures, machinery, equipment and building materials necessary for the completion thereof (collectively, the “Equipment” and together with the Land and the Building, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an affordable multifamily residential rental facility consisting of approximately 51 1-bedroom units and 3 2-bedroom units; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from sales and use taxes, mortgage recording taxes

and real property taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused a letter dated February 14, 2023 (the “Pilot Deviation Notice Letter”) to be mailed to the chief executive officer of each affected tax jurisdiction and such other persons as are required by applicable law, informing said individuals that the Agency would, at its meeting on February 27, 2024 (the “IDA Meeting”), consider a proposed deviation from the Agency’s Uniform Tax Exemption Policy and Guidelines (the “Tax Exemption Policy”) with respect to the payment in lieu of taxes agreement to be entered into by the Agency with respect to the Project Facility; and (B) the members of the Agency conducted the IDA Meeting on the date hereof and reviewed any comments and correspondence received with respect to the proposed deviation from the Tax Exemption Policy; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 874(4) of the Act with respect to the proposed deviation from the Tax Exemption Policy;

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

Section 1. The Agency hereby determines that the Agency has fully complied with the requirements of Section 874(4) of the Act relating to the proposed deviation from the Tax Exemption Policy.

Section 2. Prior to making the determinations set forth in this Resolution, the members of the Agency have considered and weighed all of the factors set forth in the Tax Exemption Policy.

Section 3. Having reviewed all comments and correspondence received at or prior to the IDA Meeting, the Agency hereby approves the proposed deviation from the Tax Exemption Policy as described in the Pilot Deviation Notice Letters (copies of which are attached hereto as Exhibit A) because the Property Tax Exemption (as defined in the Pilot Deviation Notice Letters) is necessary to induce the Applicant to undertake the Project in Chautauqua County. Deviating from the Policy in this instance will advance the job opportunities, general prosperity and economic welfare of the people of the State of New York and Chautauqua County.

Section 4. The Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized and directed, acting individually or jointly, to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution. If the Agency hereafter adopts appropriate final approving resolutions with respect to the proposed straight-lease transaction with the Applicant (the “Transaction”), the Chairman,

Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized and directed, acting individually or jointly, to cause the Agency to (A) enter into one (1) or more Payment in Lieu of Taxes Agreements providing for, among other things, the making of payments in lieu of property taxes consistent with the Pilot Deviation Notice Letters, and (B) file one (1) or more applications for real property tax exemption with the appropriate assessor(s) with respect to the Project Facility.

Section 5. This Resolution shall take effect immediately, but is subject to and conditioned upon the closing of the Transaction.

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

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Daniel DeMarte	AYE
Amy Harding	AYE
Tom Harmon	AYE
Kevin Muldowney	ABSENT

The foregoing resolution was thereupon declared duly adopted.

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

WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on February 27, 2024 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) there was a quorum of the members of the Agency present throughout said meeting; and (E) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law.

WE 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, we have hereunto set our hand this 27th day of February, 2024.



[Assistant] Secretary



[Vice] Chairperson

EXHIBIT A

Pilot Deviation Notice Letters

See Attached



County of Chautauqua Industrial Development Agency

February 14, 2023

CERTIFIED MAIL/RETURN RECEIPT
DELIVERY AND READ RECEIPTS REQUESTED

Paul Wendel, County Executive
Chautauqua County
County Executive's Office
Gerace Office Building
3 N. Erie St.
Mayville, NY 14757

Dr. Katie Ralston, Superintendent
Silver Creek Central School District
Superintendent's Office
1 Dickinson Street
Silver Creek, NY 14136

Jeffrey Hornburg, Mayor
Village of Silver Creek
172 Central Avenue
Silver Creek, NY 14136

Martha Howard, School Board President
SCCS Board of Education
1 Dickinson Street
Silver Creek, NY 14136

Tom Postle, Clerk
Village of Silver Creek
172 Central Avenue
Silver Creek, NY 14136

School District Clerk
SCCS Board of Education
1 Dickinson Street
Silver Creek, NY 14136

Louis Pelletter, Supervisor
Town of Hanover
68 Hanover St.
Silver Creek, NY 14136

Elizabeth VanCheri, Clerk
Town of Hanover
68 Hanover St.
Silver Creek, NY 14136

**NOTICE OF PROPOSED DEVIATION FROM UNIFORM
TAX EXEMPTION POLICY AND GUIDELINES**

Ladies and Gentlemen:

Notice is hereby given that at a meeting of the County of Chautauqua Industrial Development Agency (the "Agency") to be held on February, 27, 2024 at 10:30 a.m., local time, at the offices of the Agency, 201 West Third Street, Jamestown, County of Chautauqua, New York, the Agency will consider whether to approve



the application of SILVER CREEK APARTMENTS, LLC, a limited liability company duly organized and existing under the laws of the State of New York (the “Applicant”), for certain “financial assistance” which, if granted, would deviate from the Agency’s Uniform Tax Exemption Policy and Guidelines (the “Policy”) with respect to the payment of real property taxes.

The Applicant submitted an application for financial assistance (the “Application”) to the Agency requesting that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 2.3 acre parcel of land located at 58-62 Main Street (a/k/a 60 Main Street), Village of Silver Creek, Town of Hanover, County of Chautauqua, New York (the “Land”), (2) the demolition of the existing buildings and structures on the Land, (3) the construction of an approximately 50,574 square foot building on the Land, together with related improvements to the Land, including, without limitation, a patio and storage shed (collectively, the “Building”), and (4) the acquisition of certain furniture, fixtures, machinery, equipment and building materials necessary for the completion thereof (collectively, the “Equipment” and together with the Land and the Building, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an affordable multifamily residential rental facility consisting of approximately 51 1-bedroom units and 3 2-bedroom units; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from sales and use taxes, mortgage recording taxes and real property taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency.

The Project Facility would be initially owned, operated and/or managed by the Applicant (or such other designated entity(ies)).

The Application states that the Applicant is seeking an abatement of real property taxes with respect the Project Facility. Based upon negotiations between representatives of the Applicant and the Agency, the parties contemplate that the Agency may agree to grant a real property tax exemption with respect to the Project Facility (the “Property Tax Exemption”) that would result in a payment in lieu of taxes (“PILOT”) agreement between the Agency and the Applicant and/or its affiliates having a term of thirty (30) fiscal tax years (the “PILOT Term”), with annual PILOT payments with respect to the Project Facility as follows:

PILOT Year	Annual PILOT Payment
1	\$8,566
2	\$8,737
3	\$8,912



County of Chautauqua Industrial Development Agency

4	\$9,090
5	\$9,272
6	\$9,457
7	\$9,646
8	\$9,839
9	\$10,036
10	\$10,237
11	\$10,441
12	\$10,650
13	\$10,863
14	\$11,080
15	\$11,302
16	\$11,528
17	\$11,759
18	\$11,994
19	\$12,234
20	\$12,478
21	\$12,728
22	\$12,982
23	\$13,242
24	\$13,507
25	\$13,777



County of Chautauqua Industrial Development Agency

26	\$14,053
27	\$14,334
28	\$14,620
29	\$14,913
30	\$15,211

Thereafter, and through the end of the term of the lease or installment sale agreement with respect to the Project Facility, the payments would be equal to the real property taxes and assessments that would be payable as if the Project Facility was returned to the tax rolls as taxable property and subject to taxation at its then current, full assessed value, as the same may be reassessed from time to time, and subject to tax rate increases imposed by the affected tax jurisdictions.

The Property Tax Exemption, if approved by the Agency, would be a deviation from the Policy.

The reason for the proposed deviation is that the Property Tax Exemption, if approved by the Agency, is necessary to induce the Applicant to undertake the Project in Chautauqua County. Deviating from the Policy in this instance will advance the job opportunities, general prosperity and economic welfare of the people of the State of New York and Chautauqua County.

The meeting will be streamed on the Agency's website in real-time and a recording of the meeting will be posted on the Agency's website, all in accordance with Section 857 of the New York General Municipal Law, as amended.

Subject to applicable law, copies of the Application, including the request for a deviation from the Policy, are available for review by the public online at www.ccida.com. For additional assistance, contact the Agency at (716) 661-8900.

COUNTY OF CHAUTAUQUA INDUSTRIAL
DEVELOPMENT AGENCY

By: 
Richard E. Dixon
Chief Financial Officer

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on February 27, 2024, at 10:30 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”).

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

PRESENT:

Gary Henry	Chairman
Bradley Walters	Vice Chairman
Sagan Sheffield-Smith	Treasurer
Dan Heitzenrater	Secretary
Steven Thorpe	Member
Daniel DeMarte	Member
Amy Hardin	Member
Tom Harmon	Member

NOT PRESENT:

Kevin Muldowney	Member
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THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Greg Peterson	Counsel
Lisa Cole	Counsel
Robert Murray	Harris Beach
Matt Fitzgerald	Phillips Lytle
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Kayla Strandburg	IDA Staff
Nate Aldrich	IDA Staff
Jeanette Lo Bello	IDA Staff
Crystal Erhard	IDA Staff
Jason Sample	IDA Staff
James Feldmann	County Executive Staff
Allen Handelman	Park Grove Realty

Ashley Switzer
Tom Whitney

STEL
STEL

The attached resolution no. 2-27-24-02 was offered by Brad Walters, seconded by Tom Harmon:

RESOLUTION 02-27-24-02 OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL
DEVELOPMENT AGENCY PURSUANT TO THE STATE ENVIRONMENTAL
QUALITY REVIEW ACT ISSUING A NEGATIVE DECLARATION FOR A CERTAIN
PROJECT FOR
SILVER CREEK APARTMENTS, LLC AND/OR ITS AFFILIATES.

Project Name: Silver Creek Apartments

Location: 58-62 Main Street (a/k/a 60 Main Street), Village of Silver Creek,
Town of Hanover, County of Chautauqua, New York

SEQRA Status: Type I

**Determination
of Significance:** Negative Declaration

WHEREAS, the Agency is authorized and empowered by the provisions of Chapter 1030 of the Laws of 1969 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 71 of the 1972 Laws of New York, as amended, constituting Section 895-e 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, renovating, 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, SILVER CREEK APARTMENTS, LLC, a limited liability company duly organized and existing under the laws of the State of New York (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 2.3 acre parcel of land located at 58-62 Main Street (a/k/a 60 Main Street), Village of Silver Creek, Town of Hanover, County of Chautauqua, New York (the “Land”), (2) the demolition of the existing buildings and structures on the Land, (3) the construction of an approximately 50,574 square foot building on the Land, together with related improvements to the Land, including, without limitation, a patio and storage shed (collectively, the “Building”), and (4) the acquisition of certain furniture, fixtures, machinery, equipment and building materials necessary for the completion thereof (collectively, the “Equipment” and together with the Land and the Building, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an affordable multifamily residential rental facility consisting of approximately 51 1-bedroom units and 3 2-bedroom units; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from sales and use taxes, mortgage recording taxes and real property taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, pursuant to Article 8 of the New York Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “**SEQR Act**”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (“**NYSDEC**”), being 6 NYCRR Part 617, et. seq., as amended (the “**Regulations**” and collectively with the SEQR Act, “**SEQRA**”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS on November 22 2023, the Agency circulated a notice of intent to establish itself as lead agency to all potentially Interested and Involved Agencies (“**Notice**”) pursuant to SEQRA; and

WHEREAS, no interested or involved agency objected within 30 days to the establishment of the Agency as lead agency and thus, the Agency has properly been established as the lead agency for the Project; and

WHEREAS, to aid the Agency in evaluating the significance of potential environmental impacts associated with the Project, the Agency has completed, received and/or reviewed:

- 1) a full Environmental Assessment Form Part I prepared by the Applicant (“**EAF**”);
- 2) the Notice, and all attachments thereto, including: (i) SEQR Notice of Intent to Act as Lead Agency; (ii) list of potentially involved and interested agencies; (iii) the EAF; (iv) the Application; and (v) Acknowledgement of CCIDA to Act as Lead Agency form (collectively (i)-(v), the “**Notice Attachments**”);
- 3) the New York State Department of Environmental Conservation (“**NYSDEC**”) Environmental Resource Mapper (“**ERM**”);
- 4) the NYSDEC DECinfo Locator (“**DEC Locator**”);
- 5) the NYSDEC Environmental Remediation Database (“**ERD**”);
- 6) the NYSDEC Oil & Gas Database (“**Wells Database**”);
- 7) a draft Memorandum of Agreement prepared by the Applicant (“**MOA**”);
- 8) correspondence from the New York State Historic Preservation Office (“**SHPO**”) dated October 23, 2023 (“**SHPO Letter**”);
- 9) correspondence from SHPO dated November 21, 2023 (“**Supplemental SHPO Letter**”);
- 10) a concept site prepared by Harris A. Sanders Architects, PC plan dated October 23, 2023 (“**Concept Plan**”);
- 11) a site plan prepared by Harris A. Sanders Architects, PC dated November 7, 2023 (“**Site Plan**”);
- 12) a concept elevation plan prepared by Harris A. Sanders Architects, PC plan (“**Elevation Plan**”);
- 13) the Application, including all exhibits thereto;
- 14) the New York State Office of Parks, Recreation, and Historic Preservation (“**OPRHP**”) Cultural Resource Information System (“**CRIS**”); and
- 15) other relevant environmental information (collectively, 1-15, together with all analysis and supporting documentation referenced therein or relied upon thereby, are incorporated by reference herein in their entirety and shall be referred to as the “**Environmental Information**”); and

WHEREAS, prior to making a recommendation about the potential environmental significance of the Project, the Agency has reviewed the Environmental Information, consulted various information sources, and considered the list of activities which are Type I Actions outlined in Section 617.4 of the SEQRA regulations, the list of activities that are Type II Actions outlined in Section 617.5 of the SEQRA regulations and the criteria for determining significance outlined in Section 617.7 of the SEQRA regulations; and

WHEREAS, a thorough analysis of the Environmental Information and potential environmental impacts associated with the Project reveals that the Project will not have any potentially significant adverse environmental impacts; and

WHEREAS, it is appropriate that the Agency issue a negative declaration pursuant to SEQRA for the Project.

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

Section 1. Based upon a thorough review and examination of the Project and the Environmental Information, and upon the Agency's knowledge of the area surrounding the Site and such further investigation of the Project and their environmental effects as the Agency has deemed appropriate, the Agency makes the following findings with respect to the Project:

- (A) The Project is a Type I Action because the Project involves the phased reconstruction of a building totaling over 50,000 square feet in a historic district;
- (B) The Agency, as Lead Agency for the Project, has undertaken a coordinated review of the Project in accordance with SEQRA; and
- (C) No potentially significant adverse impacts on the environment are noted in the Environmental Information and none are known to the Agency.

Section 2. Based upon the Agency's review of the Environmental Information and investigations of the potential environmental impacts associated with the Project, considering both the magnitude and importance of each potential environmental impact indicated, and upon the Agency's knowledge of the Land and surrounding area and such further investigations of the Project and its environmental effects as the Agency has deemed appropriate, the Agency has determined that the Project will not have a significant adverse impact upon the environment. The reasons supporting this

determination are as follows:

1. Impact on Land. The Project consists of the demolition of an abandoned/vacant school building and reconstruction of the Building on the Site. The Site is previously developed with the existing abandoned school Building, which totals approximately 57,070 square feet in size. A dilapidated parking lot and access drive service the Site adjacent to Babcock Avenue, with a connecting driveway providing access to Burgess Street.

As detailed in the EAF and Site Plan, the Project will result in no net increase of developed acreage on the Site. Greenspace on the Site will remain at its current acreage, as the Project involves construction primarily within the footprint of the existing Building.

The Project is consistent with the zoning classification of the Site, and the Project will not impact or deter existing or future adjacent land use. In fact, the Project will remove the current dilapidated Building which is a detriment to the Property and surrounding land uses. Accordingly, the Project will not create any potentially significant adverse impacts to land resources or land use.

2. Impact on Geological Features.
The Project does not contain, and is not adjacent to, any unique geologic features or National Natural Landmarks. Accordingly, the Project is not anticipated to create any potentially significant adverse impacts to geological features.
3. Impact on Surface Water. The Site is in a well-developed portion of the Village of Silver Creek and does not include any surface water resources, nor are any immediately adjacent to the Site. The nearest surface water resources are located to the northeast of the Site, across from Babcock Avenue and several adjacent structures as detailed in the ERM. No increase in impervious surfaces is proposed such that stormwater runoff will not increase, and the EAF confirms that stormwater runoff will flow into existing storm drainage facilities at the Site.

With respect to wastewater, the Building will generate sanitary wastewater from tenants. The Village of Silver Creek wastewater treatment plant already services the existing Building and the EAF confirms that there exists sufficient treatment capacity to service the Project following the reconstruction of the Building. Accordingly, the Project will not create any significant adverse impacts on water.

4. Impact on Groundwater. The Project does not increase any risks to groundwater as it is limited to reconstruction of the Building on the Site. The Project does not otherwise entail activities which would entail any risk to groundwater are a part

of the Project. Accordingly, the Project will not create any potentially significant adverse impacts to groundwater.

5. Impact on Flooding. The EAF states that the Project is not located within either the 100-year or 500-year flood plain. Further, the Project does not result in any increase in impervious surfaces on the Site, and all stormwater flow will be handled consistent with the existing layout of the Site. Accordingly, the Project is not anticipated to create any potentially significant adverse impacts to flooding.
6. Impact on Air. The Project will not be a significant source of new air emissions. The Project does not entail the types of uses or activities which would result in significant air emissions. Impacts from construction vehicles will be minor and limited to the 16 month construction timeframe as detailed in the EAF. Accordingly, the Project is not anticipated to create any significant adverse impacts to air resources.
7. Impact on Plants and Animals. The ERM does not show, and the Agency is not aware of, the existence of any threatened or endangered species at the Site. Further, the Site has previously been developed and the Project does not propose or plan for the increase of any development on the Site which would result in the loss of any potential habitat for any species. Accordingly, the Project is not anticipated to create any significant adverse impacts to plants, animals or natural communities, or wildlife habitat.
8. Impact on Agricultural Land Resources. The Project is not within an existing Agricultural District, nor is the Site utilized for agricultural purposes as it has been previously developed, nor are agricultural lands adjacent to the Site. The Project does not entail the types of activities or operations that would be associated with any risk to adjacent agricultural lands. Therefore, the Project will not create any significant adverse impacts to agricultural land resources.
9. Impact on Aesthetic Resources. The Site was previously developed as an educational facility, and the Project's design (as depicted in the Site Plan and Elevation Plan) is consistent with the nature and character of the existing use of the Site and surrounding neighborhood. The Project will not significantly change or alter the look or size of the development on the Site. The Project includes the demolition of a dilapidated structure and the construction of a new senior-housing apartment complex in a manner consistent with the aesthetic makeup of the neighborhood. Renovation is expected to result in positive aesthetic impacts due to the aged nature of the existing Building. The Site is not located near any officially designated scenic or aesthetic resource. Accordingly,

the Project is not anticipated to create any significant adverse impacts to aesthetic resources.

10. Impact on Historic and Archaeological Resources. As detailed in the SHPO Letter and Supplemental SHPO Letter, the existing Building is eligible for listing on the State and National Registers of Historic Places. In addition, CRIS confirms that the Site is located within the Village of Silver Creek Historic District. The SHPO Letter confirms that the existing Building is not structurally sound, and must be demolished as there are no feasible or prudent alternatives to demolition. Accordingly, such demolition, while affiliated with the Project, is unavoidable regardless as to whether or not the Project moves forward.

As detailed in the MOA, the Project includes extensive mitigation measures include the reuse of signage and other architectural elements from the building, as well as salvaging the entry casted stone present on the Building. Further, the Elevation plans show (and the MOA confirms) that the new Building will be aesthetically consistent with the surrounding neighborhood and will not include any lighting or design features which would adversely impact adjacent historic structures in the district. The Project as a whole will benefit the historic district by removing an existing, dilapidated building from the district.

Accordingly, the Project will not create any significant adverse impacts to historical or archaeological resources.

11. Impact on Open Space and Recreation. The Project site does not comprise public open space or areas for recreation, nor does the Project involve the reduction of greenspace on the Site. Accordingly, the Project will not have any adverse impacts to open space or recreational resources.
12. Impact on Critical Environmental Areas. The Project is not located in or substantially contiguous to any Critical Environmental Areas. As such, the Project will not create any significant adverse impacts to Critical Environmental Areas.
13. Impact on Transportation. As detailed on the Site Plan, in order to accommodate the 54 apartment units on the Site, the Project includes construction of additional parking spaces on the Site which will provide for sufficient spaces to service each of the residential units. In addition, traffic volumes generated by age-restricted living communities are typically low compared to other types of residential facilities. Accordingly, both traffic volumes and parking needs for the Project are less substantial than comparable commercial or residential development of a different use. The Project includes sufficient access for both residents, visitors, as

well as emergency fire access. As such, the Project is not anticipated to create any significant adverse impacts to transportation.

14. Impact on Energy. The Project will include continued demand for electricity to service the residential units. As detailed in the EAF, existing utilities service the Site without the need for upgrade or expansion of the same. As such, the Project will not create any significant adverse impacts to energy resources.
15. Impact on Noise, Odor and Light. The Project will not significantly increase ambient noise levels or create new odors or excessive lighting. While the Project will result in temporary impacts due to construction, these impacts will be minor and confined to daytime hours as detailed in the EAF. Further, as detailed in the EAF, noise impacts following completion of construction will be minimal due to the residential nature of the Project. Further, as detailed in the EAF, all lighting will be directed onto the Site to prevent lighting spillover onto adjacent properties. Further, the Project does not include any activities which would result in the production of odors. Accordingly, the Project is not anticipated to create any significant adverse impacts to noise, odors or light.
16. Impact on Public Health. The Project does not entail the types of activities which would pose a risk to public health. The Project does not include the storage of bulk petroleum or hazardous materials. Accordingly, the Project is not anticipated to create any significant adverse impact to public health.
17. Impact on Character of the Community, and Community Plans. The Project will not result in significant population growth, and is consistent with the character of the existing residential area in which it is located. Project will remove a dilapidated and vacant building from the community and replace it with a much-needed senior-living apartment complex. The Project is consistent with the Village of Silver Creek zoning ordinance and no amendment to the existing zoning district is required. Accordingly, the Project will not create any significant adverse impacts to the character of the community or community plans.

Section 3. Since the Project will not have a significant adverse impact on the environment, a negative declaration (“**Negative Declaration**”) pursuant to SEQRA is hereby issued. This Negative Declaration has been prepared pursuant to and in accordance with the requirements of SEQRA.

Section 4. The Chairman and Administrative Director of the Agency are hereby authorized and directed to distribute copies of this Resolution to the Applicant 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, which was adopted by a majority vote of the Agency, shall serve as the Negative Declaration (as defined in 6 N.Y.C.R.R. 617.2(z)) for the Project, and is issued by the Agency, pursuant to and in accordance with, shall take effect immediately.

Section 6. For further information on this Determination of Significance/Negative Declaration contact:

County of Chautauqua Industrial Development Agency
201 West 3rd Street, Suite 115
Jamestown, New York 14701-6902
ATTN: Mark Geise, Administrative Director/CEO
Phone: 716-661-8900
Fax: 716-664-4515

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

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Daniel DeMarte	AYE
Amy Hardin	AYE
Tom Harmon	AYE
Kevin Muldowney	ABSENT

The foregoing resolution was thereupon declared duly adopted.

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

WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on February 27, 2024 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) there was a quorum of the members of the Agency present throughout said meeting; and (E) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law.

WE 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, we have hereunto set our hand this 27th day of February, 2024.



[Assistant] Secretary



[Vice] Chairperson

**Silver Creek Apartments, LLC -
Authorizing Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on February 27, 2024, at 10:30 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”).

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

PRESENT:

Gary Henry	Chairman
Bradley Walters	Vice Chairman
Sagan Sheffield-Smith	Treasurer
Dan Heitzenrater	Secretary
Steven Thorpe	Member
Amy Harding	Member
Daniel DeMarte	Member
Tom Harmon	Member

NOT PRESENT:

Kevin Muldowney	Member
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THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Greg Peterson	Counsel
Lisa Cole	Counsel
Robert Murray	Harris Beach
Matt Fitzgerald	Phillips Lytle
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Kayla Strandburg	IDA Staff
Nate Aldrich	IDA Staff
Jeanette Lo Bello	IDA Staff
Crystal Erhard	IDA Staff
Jason Sample	IDA Staff

**Silver Creek Apartments, LLC -
Authorizing Resolution**

James Feldmann
Allen Handelman
Ashley Switzer
Tom Whitney

County Executive Staff
Park Grove Realty
STEL
STEL

The attached resolution no. 02-27-24-03 was offered by Brad Walters, seconded by Tom Harmon:

Resolution No. 02-27-24-03

RESOLUTION TAKING OFFICIAL ACTION TOWARD AND APPROVING THE
STRAIGHT LEASE DOCUMENTS FOR A CERTAIN PROJECT FOR
SILVER CREEK APARTMENTS, LLC AND/OR ITS AFFILIATES

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the Laws of 1969 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 71 of the 1972 Laws of New York, as amended, constituting Section 895-h 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 industrial, manufacturing, warehousing, commercial, research and recreation 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, SILVER CREEK APARTMENTS, LLC, a limited liability company duly organized and existing under the laws of the State of New York (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 2.3 acre parcel of land located at 58-62 Main Street (a/k/a 60 Main Street), Village of Silver Creek, Town of Hanover, County of Chautauqua, New York (the “Land”), (2) the demolition of the existing buildings and structures on the Land, (3) the construction of an approximately 50,574 square foot building on the Land, together with related improvements to the Land, including, without limitation, a patio and storage shed (collectively, the “Building”), and (4) the acquisition of certain furniture, fixtures, machinery, equipment and building materials necessary for the completion thereof (collectively, the “Equipment” and together with the Land and the Building, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an affordable multifamily residential rental facility consisting of approximately 51 1-bedroom units and 3 2-bedroom units; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from sales and use taxes, mortgage recording taxes and real property taxes (collectively, the “Financial Assistance”); and (C) the lease (with an

obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, in accordance with Section 859-a of the Act, any approval of the Project is contingent upon, inter alia, a determination by the members of the Agency to proceed with the Project following a determination by the Agency that (A) the public hearing and notice requirements and other procedural requirements contained in the Act relating to the Project have been satisfied; and (B) the undertaking of the Project by the Agency and the granting of the Financial Assistance are and will be in compliance with all other applicable requirements of the Act, SEQRA (as hereinafter defined), and all other statutes, codes, laws, rules and regulations of any governmental authority having jurisdiction over the Project and/or the Project Facility (collectively, the “Applicable Laws”); and

WHEREAS, the Administrative Director/CEO of the Agency (A) caused notice of a public hearing of the Agency pursuant to Section 859-a of the Act (the “Public Hearing”) to hear all persons interested in the Project and the Financial Assistance contemplated by the Agency with respect to the Project, to be mailed on December 1, 2023 to the chief executive officer of the County of Chautauqua (the “County”) and of each other affected tax jurisdiction within which the Project Facility is or is to be located, and posted a copy of the Application on the Agency’s website; (B) caused notice of the Public Hearing to be published on December 1, 2023 in *The Observer*, a newspaper of general circulation available to residents of the County; (C) caused the Public Hearing to be conducted on December 12, 2023, at 1:00 p.m., local time, in the Courtroom at Silver Creek Village Hall, 172 Central Avenue, Village of Silver Creek, Town of Hanover, County of Chautauqua, New York; (D) caused the Public Hearing to be streamed on the Agency’s website in real-time and a recording of the Public Hearing to be posted on the Agency’s website, all in accordance with Section 857 of the Act, as amended; and (E) caused a written report of the Public Hearing to be prepared which fairly summarizes the views presented at the Public Hearing and collected written comments from the public (collectively, the “Report”) and distributed the Report 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 adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (the “Regulations” and collectively with the SEQR Act, "SEQRA"), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, the appropriate personnel of the Agency reviewed the environmental assessment form and other materials submitted by the Applicant and made any necessary comments to the members of the Agency, the Agency conducted a coordinated review pursuant to SEQRA, and by resolution of the members of the Agency adopted on February 27, 2023, the Agency determined that (A) the Project is a Type I Action pursuant to SEQRA, and (B) the

Project would have no significant adverse environmental impacts and issued a negative declaration in accordance with SEQRA; and

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused a letter dated February 14, 2024 (the “Pilot Deviation Notice Letter”) to be mailed to the chief executive officer of each affected tax jurisdiction and such other persons as are required by applicable law, informing said individuals that the Agency would, at its meeting on February 27, 2024 (the “IDA Meeting”), consider a proposed deviation from the Agency’s Uniform Tax Exemption Policy and Guidelines (the “Tax Exemption Policy”) with respect to the payment in lieu of taxes agreement to be entered into by the Agency with respect to the Project Facility; and (B) the members of the Agency conducted the IDA Meeting on the date hereof and reviewed any comments and correspondence received with respect to the proposed deviation from the Tax Exemption Policy and approved the proposed deviation from the Tax Exemption Policy; and

WHEREAS, the Agency now desires to make its determination to proceed with the Project and to grant the Financial Assistance, subject to the terms hereof; and

WHEREAS, the Applicant and/or one (1) or more of its affiliates will (A) execute and deliver a certain Company Lease Agreement (the “Company Lease”), pursuant to which the Applicant and/or such affiliate(s) will grant to the Agency a leasehold interest in the Project Facility; (B) execute and deliver a certain Agency Lease Agreement (Uniform Project Agreement) (the “Agency Lease”), pursuant to which the Agency will grant to the Applicant and/or such affiliate(s) a subleasehold interest in the Project Facility; (C) execute and deliver a certain Payment in Lieu of Taxes Agreement (the “PILOT Agreement”), pursuant to which the Agency would grant an exemption from real property taxes with respect to the Project Facility; and (D) execute and deliver certain other certificates, documents, instruments and agreements related to the Project (together with the Company Lease, the Agency Lease and the PILOT Agreement, collectively, the “Transaction Documents”);

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

Section 1. In accordance with Section 859-a of the Act, the Agency has prepared a written cost-benefit analysis with respect to the Project and the granting of the Financial Assistance (the “Analysis”). The Agency has reviewed the Application, the Report and the Analysis, and, based upon the representations made by the Applicant to the Agency and information obtained by the Agency, the Agency has reviewed and assessed all material information necessary to afford a reasonable basis for the Agency to make a determination to approve the Financial Assistance. In addition, the Agency hereby makes the following findings and determinations with respect to the Project:

(a) based on the proposed use of the Project Facility as set forth in the Application, the economic effects of the Project on the area in which it is situated, and the employment reasonably expected to be created and/or maintained by the Project, and an analysis of how the Project contributes to the realization of the public purposes of promoting employment opportunities in the County and the prevention of economic deterioration in the County, the Project will constitute a commercial facility with a significant impact on the area in which it is situated, and will advance the Agency's purposes by promoting employment opportunities and preventing economic deterioration in the County. Therefore, the Project constitutes a "project" within the meaning of the Act;

(b) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Applicant to undertake the Project in the County;

(c) there is a likelihood that the Project would not be undertaken but for the granting of the Financial Assistance by the Agency to the Applicant;

(d) the completion of the Project Facility, the sublease thereof by the Agency to the Applicant and the operation thereof by the Applicant will not result in the removal of a facility or plant of the Applicant or any other occupant or user of the Project Facility from one area of the State of New York (the "State") to another area of the State or in the abandonment of one or more plants or facilities of the Applicant or any other occupant or user located within the State (but outside of the County). Therefore, the provisions of subdivision (1) of Section 862 of the Act are not and will not be violated as a result of the granting of the Financial Assistance by the Agency to the Applicant;

(e) the Project will serve the public purposes of the Act by preserving permanent, private sector jobs, and increasing the overall number of permanent, private sector jobs in the State;

(f) no funds of the Agency shall be used in connection with the Project for the purpose of preventing the establishment of an industrial or manufacturing plant, nor shall any funds of the Agency be given in connection with the Project to any group or organization which is attempting to prevent the establishment of an industrial or manufacturing plant within the State, nor shall any funds of the Agency be used for advertising or promotional materials which depict elected or appointed government officials in either print or electronic media;

(g) the Project Facility does not and will not constitute a project where facilities or property that are primarily used in making retail sales of goods and/or services to customers who personally visit such facilities constitute more than one-third of the total cost of the Project. For purposes of this finding, retail sales shall mean: (i) sales by a registered vendor under Article 28 of the New York Tax Law primarily

engaged in the retail sale of tangible personal property, as defined in subparagraph (i) of paragraph four of subdivision (b) of section 1101 of the New York Tax Law; or (ii) sales of a service to such customers;

(h) the granting of the Financial Assistance by the Agency with respect to the Project will encourage and assist the Applicant in undertaking the Project in the County, will promote the job opportunities, health, general prosperity and economic welfare of the inhabitants of the County and the State and improve their standard of living, and thereby serve the public purposes of the Act;

(i) the Project will not result in the removal or abandonment of a plant or facility of the Applicant or any other occupant or user of the Project Facility, currently located within the County;

(k) there is a lack of safe, clean and modern rental housing (including affordable housing) in the Village of Silver Creek;

(l) such lack of rental housing has resulted in residents leaving the Village of Silver Creek and therefore adversely affecting businesses, retailers, banks, financial institutions, health care and legal services providers and other merchants in the Village of Silver Creek and otherwise adversely impacting the economic health and well-being of the residents and the tax base of the Village of Silver Creek;

(m) the Project Facility, by providing such housing will enable persons to remain in the Village of Silver Creek and thereby to support the businesses, retailers, banks, and other financial institutions, health care and legal services providers and other merchants in the Village of Silver Creek, which will increase the economic health and well-being of the residents of the Village of Silver Creek, help preserve and increase permanent private sector jobs in furtherance of the Agency's public purposes as set forth in the Act, and therefore the Agency finds and determines that the Project Facility is a commercial project within the meaning of Section 854(4) of the Act; and

(n) the Project Facility will provide services, i.e., rental housing (including affordable housing), which but for the Project Facility, would not otherwise be reasonably accessible to the residents of the Village of Silver Creek.

Section 2. The Agency hereby ratifies, confirms and approves all actions heretofore taken by the Administrative Director/CEO, the Chief Financial Officer and the staff of the Agency with respect to the Application, the Analysis and the Public Hearing, including, without limitation, (a) those actions required to ensure full compliance with the requirements of the Act, SEQRA and all other Applicable Laws that relate to the Project, and (b) the appointment of the law firm of Phillips Lytle LLP as Counsel to the Agency with respect to all matters in connection with the Project.

Section 3. The Agency hereby determines that the Agency has fully complied with the requirements of the Act, SEQRA and all other Applicable Laws that relate to the Project.

Section 4. Having considered fully all comments received at or in connection with the Public Hearing and the IDA Meeting, including correspondence received subsequent to the Public Hearing, the Agency hereby further determines to proceed with the Project and the granting of the Financial Assistance, subject to the terms hereof. The Agency hereby approves the granting of (a) an exemption from real property taxes having an estimated value of \$858,978, (b) an exemption from mortgage recording taxes in the maximum amount of \$191,574, and (c) an exemption from sales and use taxes in the maximum amount of \$497,261.

Section 5. The Agency recognizes that due to the complexities of the proposed transaction it may become necessary that certain of the terms approved hereby may require modifications from time to time which will not affect the intent and substance of the authorizations and approvals by the Agency herein. The Agency hereby authorizes the Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency, acting individually or jointly, to approve modifications to the terms approved hereby which do not affect the intent and substance of this Resolution, but may include adjustments to the Financial Assistance granted hereunder. The approval of such modifications shall be evidenced by the certificate of determination of an Agency officer or the execution and delivery by some or all such Agency officers of relevant documents containing such modified terms.

Section 6. The Agency is hereby authorized to (a) acquire an interest in the Project Facility pursuant to the Company Lease and the other Transaction Documents, (b) grant a subleasehold interest in the Project Facility pursuant to the Agency Lease and the other Transaction Documents, (c) grant the Financial Assistance, (d) execute one (1) or more fee and leasehold mortgage, assignment of rents and leases, and security agreements in favor of such bank, governmental agency or financial institution as the Applicant may determine (such bank, governmental agency or financial institution, the "Bank"), encumbering the Project Facility, solely to subject the Agency's interest in the Project Facility to the lien thereof, all to secure one (1) or more loans made by the Bank to the Applicant with respect to the Project Facility, and (e) do all things necessary, convenient or appropriate for the accomplishment thereof. All acts heretofore taken by the Agency with respect to the foregoing are hereby approved, ratified and confirmed.

Section 7. The form and substance of the Transaction Documents, in the forms presented to the members of the Agency, together with such changes as the Chairman, Vice Chairman, Administrative Director/CEO or Chief Financial Officer may hereafter deem necessary or appropriate, are hereby approved. The Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer are hereby authorized, on behalf of the Agency, acting together or individually, to execute and deliver the Transaction Documents to which the Agency is a party 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. The execution and delivery of each such agreement, approval and consent by such person(s) shall be conclusive evidence of such approval.

Section 8. The Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency are hereby further authorized, on behalf of the Agency, acting together or individually, to designate any additional Authorized Representatives (as defined in the Agency Lease) of the Agency.

Section 9. The officers, employees and agents of the Agency are hereby authorized and directed, acting individually or jointly, 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 Transaction Documents, to execute and deliver all such additional certificates, instruments, agreements 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, convenient or appropriate to effect the purposes of this Resolution and to cause compliance with all of the terms, covenants and provisions of the Transaction Documents to which the Agency is a party or which are binding on the Agency.

Section 10. The members of the Agency acknowledge the terms and conditions of Section 875(3) of the Act and the duties and obligations of the Agency thereunder with respect to granting of State Sales and Use Taxes (as such term is defined in Section 875 of the Act) with respect to the Project. The members hereby direct the officers of the Agency to comply with such terms and conditions with respect to the Project and hereby direct Counsel to the Agency to include such terms and conditions in all relevant Transaction Documents.

Section 11. The Chairman, the Vice Chairman, the Administrative Director/CEO and the Chief Financial Officer of the Agency are hereby authorized and directed to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 12. 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:

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Amy Harding	AYE

Daniel DeMarte	AYE
Tom Harmon	AYE
Kevin Muldowney	ABSENT

The foregoing resolution was thereupon declared duly adopted.

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

WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on February __, 2024 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) there was a quorum of the members of the Agency present throughout said meeting; and (E) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law.

WE 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, we have hereunto set our hand this 27th day of February, 2024.



[Assistant] Secretary



[Vice] Chairperson

COUNTY OF CHAUTAUQUA
INDUSTRIAL DEVELOPMENT AGENCY
RESOLUTION 02-27-24-04

A regular meeting of the County of Chautauqua Industrial Development Agency was convened on Tuesday, February 27, 2024, at 12:00 p.m.

The following resolution was duly offered and seconded, to wit:

RESOLUTION OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") AUTHORIZING THE NEGOTIATION AND EXECUTION OF A MANAGEMENT AND ADMINISTRATIVE SERVICES AGREEMENT BY AND BETWEEN THE AGENCY, THE CHAUTAUQUA REGION ECONOMIC DEVELOPMENT CORPORATION ("CREDC"), AND THE CHAUTAUQUA COUNTY CAPITAL RESOURCE CORPORATION ("CCCRC") FOR THE PROVISION OF CERTAIN MANAGEMENT AND ADMINISTRATIVE SERVICES BY THE AGENCY TO CREDC AND CCCRC, AS DESCRIBED HEREIN

WHEREAS, the County of Chautauqua Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the Laws of 1969 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 71 of the 1972 Laws of New York, as amended, constituting Section 895-h 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 industrial, manufacturing, warehousing, commercial, research and recreation 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, CREDC and CCCRC are affiliates of the Agency with interlocking members of their respective boards of directors and members, and provide economic development services for the benefit of the residents of Chautauqua County, New York, and each entity engages in its activities on a county-wide basis; and

WHEREAS, the CCIDA, the CREDC, and the CCCRC share common purposes including, among other things, advancing the job opportunities, health, general prosperity and economic welfare of the residents of Chautauqua County, New York, and to improve their recreation opportunities, prosperity and standard of living; and

WHEREAS, the Agency is experienced and skilled in the performance of general management, business advisory, program performance, real estate matters, lending, bonding, tax abatement matters, grant application submission, compliance matters, marketing and promotional activities supporting investment and job retention and creation initiatives, administrative, fiscal,

and accounting and tax functions for economic development organizations (collectively, the “Management and Administrative Services”); and

WHEREAS, CREDC is in need of such Management and Administrative Services to be performed on its behalf; and

WHEREAS, the CCCRC is in need of such Management and Administrative Services to be performed on its behalf; and

WHEREAS, the Agency desires to provide such Management and Administrative Services to CREDC and CCCRC, and in furtherance thereof, desires to enter into a Management and Administrative Services Agreement, in the form attached hereto as **Exhibit A** (the “Shared Services Agreement”).

NOW, THEREFORE, BE IT RESOLVED BY THE AGENCY AS FOLLOWS:

Section 1. As required under Article 8 of the New York State Environmental Conservation Law, and the regulations promulgated therein at 6 N.Y.C.R.R. Part 617 (collectively referred to as “SEQR”), the Agency has reviewed the Shared Services Agreement and hereby determines that no further SEQR compliance is required pursuant to 6 N.Y.C.R.R. Section 617.5(c)(26) because the contemplated execution of the Shared Services Agreement and provision of Management and Administration Services thereunder is a Type II Action and is considered routine or continuing agency administration and management.

Section 2. The Agency hereby approves of the Shared Services Agreement and authorizes the Chief Executive Officer (the “Authorized Officer”), on behalf of the Agency, to negotiate, execute and deliver the Shared Services Agreement and any other related documents, required to accomplish the purposes of this resolution, with such changes, variations, omissions and insertions as authorized by the Authorized Officer, in consultation with the Agency’s general counsel, the execution thereof by the Authorized Officer to constitute conclusive evidence of such approval.

Section 3. The Authorized Officer, 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 and to execute and deliver all such 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 resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 4. Any and all actions heretofore taken or authorized by the Agency and/or its officers, employees and agents with respect to the foregoing resolutions are hereby ratified, approved and confirmed in all aspects.

Section 5. These resolutions shall take effect immediately.

Dated: February 27, 202

Dated: February 27, 2024

By  _____
Chairman

Date 2/27/24 _____

EXHIBIT A

FORM OF SHARED SERVICES AGREEMENT

[Attached]