Minutes
Board of Directors Meeting
Tuesday November 20, 2018

Board Members Present: Kenneth Kinsey, Kathleen Murphy, Steven Thompson, Michael Frame
Rickey T. Brown

Staff Present: Honora Spillane, Meghan Ryan, Esq., Judith De Laney, John Vavonese, Sue Katzoff, Esq.,
Debra Ramsey-Burns.

Others Present: Aggie Lane, Jennifer Granzow, Mitch Latimer, Bob Wilmott, Rich Puchalski, Patrick Portor,
Christopher Bianch, Max Eberts, Sue Stanczyk, Steve Case, Tim Lynn, Kevin McAuliffe,
Chris Geiger.

Media: WSYR.

I. Public Hearing

300 Washington St LLC

Mr. Frame opened the Public Hearing at 8:30 a.m. and asked Ms. Spillane to read verbatim the Notice of
Public Hearing on the Project. A copy of the notice is attached and included in the minutes.

After Ms. Spillane read the notice, Mr. Frame asked three times if anyone in attendance wished to speak in favor of
the Project.

No one in attendance spoke in favor of the Project.

Mr. Frame then asked if anyone in attendance wished to speak in opposition to the Project.

Aggie Lane of the Urban Jobs Task Force spoke in opposition. Ms. Lane said she was trying to understand how
much of the City’s tax money was exempted for SIDA projects each year. She said she believed the only benefit was
construction jobs and expressed concern that those jobs did not necessarily go to City residents. She noted this
Company already had a PILOT agreement which was about to expire and instead of it going back on the tax rolls the
Agency was about to approve another PILOT. She stated she felt buildings such as this needed to be back on the tax
rolls. Ms. Lane also expressed frustration because she had difficulty accessing PILOT information.

Mr. Frame then asked if anyone wished to speak against the project.

No one spoke.
Mr. Frame asked one last time if anyone wished to speak against the project. No one else spoke in opposition.

Mr. Frame closed the Public Hearing at 8:35am.

**Towers Realty LR, Ltd.**

Mr. Frame opened the Public Hearing at 8:35am and asked Ms. Spillane to read verbatim the Notice of Public Hearing on the Project. A copy of the notice is attached and included in the minutes.

Mr. Frame then asked if anyone in attendance wish to speak in favor of the Project.

Tim Lynn who said he is counsel for the project asked if the Board members had any questions that he could answer. The Board members indicated they had no questions for him.

Mr. Frame then asked an additional two times if anyone else wished to speak in favor of the project. No one else spoke.

Mr. Frame then asked if anyone in attendance wished to speak in opposition of the project.

Aggie Lane of the Urban Job Task Force spoke and said her opposition was about process. She noted in reviewing the analysis provided in the Agenda there was no information available on the PILOT. She objected to a Public Hearing without information involving the PILOT. She then advocated that the Agency’s policy should include an initiative similar to Syracuse Build.

Mr. Frame then asked if anyone else wished to speak in opposition of the project.

Rich Puchalaski of Syracuse United Neighbors (SUN) also spoke against the project. He said expressed concern that the Agency concentrated its energy on downtown developers to the detriment of the Southside and near Westside neighborhoods. He asked for assistance for those neighborhoods in terms of renovation of homes as opposed to demolition.

Mr. Frame asked two additional times if anyone else in attendance wished to speak in opposition of the Project. No one else spoke.

Mr. Frame closed the Public Hearing at 8:45 a.m.

**II. Call Meeting to Order**

Mr. Frame called the meeting to order at 8:45 a.m.

**III. Roll Call**

Mr. Frame acknowledged all Board members were present.

**IV. Proof of Notice**

Mr. Frame noted notice of the meeting had been timely and properly provided.

**V. MINUTES**

Mr. Frame asked for a motion approving the minutes from the October 16, 2018 Board of Directors
Meeting.

Mr. Kinsey made the motion. Ms. Murphy seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED THE MINUTES FROM THE OCTOBER 16, 2018 BOARD OF DIRECTORS MEETING.**

VI. **New Business**

**300 Washington Street LLC**

Ms. Katzoff noting a Public Hearing had just concluded on the Project and a cost benefit analysis had been provided in the Board agenda’s packet asked the members to consider resolutions approving the Project.

She said the first resolution for the Board’s consideration was the Inducement resolution approving the Company as an agent of the Agency and authorizing execution of all documents. In response to a question from Ms. Murphy she reviewed the Project’s benefits for the members. She said in 2017 the Agency’s Board of Directors approved benefits for a proposed project to convert the building to a mixed residential commercial use. The owners now propose the redevelopment of the first floor into retail space and the upper floors 2-10 as residential units. Cost of the project is estimated to be $35,087,000. The owner is requesting benefits from the Agency in the form of mortgage tax exemption valued at $263,152.50, a sales tax exemption valued at $1,329,120.00 and a standard 10 year PILOT agreement with a savings of $4,002,697.00.

Ms. Murphy noting the Project had already started asked if the Company could get benefits for construction already completed. Ms. Katzoff responded the Company would only receive benefits on future expenditures related to the construction and not until after they had closed with the Agency.

There being no other questions, Mr. Frame asked for a motion to approve the resolution.

Ms. Murphy made the motion. Mr. Kinsey seconded the motion. **ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION AUTHORIZING THE UNDERTAKING, ACQUISITION, RENOVATION, EQUIPPING AND COMPLETION OF A MIXED-USE FACILITY; APPOINTING THE COMPANY AS AGENT OF THE AGENCY FOR THE PURPOSE OF THE ACQUISITION, RENOVATION, EQUIPPING AND COMPLETION OF THE PROJECT; AND AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGREEMENT BETWEEN THE AGENCY AND THE COMPANY.**

Ms. Katzoff then offered a PILOT Resolution for the Board’s consideration noting the PILOT schedule was a 10 year standard PILOT offered under the Agency’s UTEP and that if the Project did not perform as expected the Agency could invoke a recapture provision.

There being no discussion Mr. Frame asked for a motion approving the resolution.

Ms. Murphy made the motion. Mr. Kinsey seconded the motion. **ALL BOARD MEMBERS PRESENT WITH THE EXCEPTION OF MR. BROWN WHO OPPOSED IT APPROVED A RESOLUTION APPROVING AN PAYMENT IN LIEU OF TAX SCHEDULE AND AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS BY THE AGENCY IN CONNECTION WITH A PILOT AGREEMENT.**

Ms. Katzoff then offered a Final Resolution for the Project.

There being no discussion Mr. Frame asked for a motion to approve the resolution.

Ms. Murphy made the motion. Mr. Kinsey seconded the motion. **ALL MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS BY THE AGENCY IN CONNECTION WITH A COMMERCIAL PROJECT UNDERTAKEN AT THE REQUEST OF THE COMPANY.**

*Towers Realty LR, Ltd*
Ms. Katzoff noting a Public Hearing had just concluded on this Project and that a cost benefit analysis was included in the Board’s agenda packet said the only resolutions the Board would be considering today would be two SEQRA resolutions and an Inducement resolution. Noting the significant job retention this Project posed she said Agency staff was still working in conjunction with the Assessment office and did not yet have numbers for a PILOT agreement which is currently due to expire 12/31/18 so a PILOT resolution and Final Resolution will not be able to be considered until the December Board meeting.

She then said the first resolution for the Board’s consideration was a SEQRA resolution appointing the Agency “Lead Agency” for purposes of SEQRA.

There being no discussion Mr. Frame asked for a motion to approve the resolution.

Mr. Kinsey made the motion. Ms. Murphy seconded the motion. ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION CLASSIFYING A CERTAIN PROJECT AS A TYPE 1 ACTION AND DECLARING THE INTENT OF THE CITY OF SYRACUSE INDUSTRIAL DEVELOPMENT AGENCY TO BE LEAD AGENCY FOR PURPOSES OF A COORDINATED REVIEW PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT.

Ms. Katzoff then asked the Board to approve a SEQRA resolution determining the Project would have no significant effect on the environment.

There being no discussion Mr. Frame asked for a motion to approve the resolution.

Mr. Kinsey made the motion. Ms. Murphy seconded the motion. ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION DETERMINING THAT THE ACQUISITION, RENOVATION, REPLACEMENT, REPAIR, EQUIPPING, AND COMPLETION OF A CERTAIN PROJECT AT THE REQUEST OF TOWERS REALTY LR, LTD. WILL NOT HAVE A SIGNIFICANT EFFECT ON THE ENVIRONMENT.

Ms. Katzoff then asked the Board members to consider an Inducement resolution for the project noting beyond the PILOT the Company was requesting a sales tax exemption benefit of $300,000 and a mortgage tax exemption of $100,000. extension of its current PILOT agreement expiring 12/31/18.

There being no discussion, Mr. Frame asked for a motion. Ms. Murphy made the motion. Mr. Thompson seconded the motion. ALL BOARD MEMBERS PRESENT WITH THE EXCEPTION OF MR. BROWN WHO ABSTAINED APPROVED A RESOLUTION AUTHORIZING THE UNDERTAKING, ACQUISITION, RENOVATION, REPLACEMENT, REPAIR, EQUIPPING AND COMPLETION OF A COMMERCIAL FACILITY; APPOINTING THE COMPANY AS AGENT OF THE AGENCY FOR THE PURPOSE OF THE ACQUISITION, RENOVATION, REPLACEMENT, REPAIR, EQUIPPING AND COMPLETION OF THE PROJECT; AND AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGREEMENT BETWEEN THE AGENCY AND THE COMPANY.

Alan Byer Auto Sales Inc.

Ms. Spillane advising the members the Agency received an application for financial assistance (included in the Board’ agenda packet) requested they approve a Public Hearing for the Project.

She reviewed the Project noting the Company intended a $3,365,000 renovation of their current sales facility on West Genesee St. She said the Company currently employs 81 people and at project completion anticipates hiring another 12 employees after completion of expansion. She noted they were applying for benefits from the Agency in the form of mortgage and sales tax exemptions along with a Standard 10 Year PILOT agreement.

There being no discussion Mr. Frame asked for a motion to approve the resolution. Mr. Brown made the motion. Mr. Kinsey seconded the motion. ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION DETERMINING THAT THE ACQUISITION, RECONSTRUCTION, RENOVATION, EQUIPPING AND COMPLETION OF A
COMMERCIAL FACILITY AT THE REQUEST OF THE COMPANY CONSTITUTES A PROJECT; DESCRIBING THE FINANCIAL ASSISTANCE IN CONNECTION THEREWITH; AND AUTHORIZING A PUBLIC HEARING.

Northside Genesee Associates

Ms. Katzoff said the Agency had received an application for financial assistance from the Company for a Project located in the 1200-1300 blocks of East Genesee St. (Application in the Board’s agenda packet). She said the owner is seeking benefits from the Agency in the form of a mortgage tax exemption, a sales tax exemption, and a 15 year Priority Commercial and Residential PILOT and requested the Board authorize a Public Hearing for the Project.

There being no discussion Mr. Frame asked for a motion approving the resolution.

Mr. Brown made the motion. Mr. Kinsey seconded the motion. ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION DETERMINING THAT THE ACQUISITION, CONSTRUCTION AND COMPLETION OF A MIXED-USE FACILITY AT THE REQUEST OF THE COMPANY CONSTITUTES A PROJECT; DESCRIBING THE FINANCIAL ASSISTANCE IN CONNECTION THEREWITH; AND AUTHORIZING A PUBLIC HEARING.

Ms. Katzoff then asked the Board members to approve a resolution authorizing the Agency to act as “Lead Agency” for purposes of SEQRA.

There being no discussion, Mr. Frame asked for a motion to approve the resolution.

Mr. Brown made the motion. Mr. Kinsey seconded the motion. ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION CLASSIFYING A CERTAIN PROJECT AS A TYPE I ACTION AND DECLARING THE INTENT OF THE CITY OF SYRACUSE INDUSTRIAL DEVELOPMENT AGENCY TO BE LEAD AGENCY FOR PURPOSES OF A COORDINATED REVIEW PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT.

Acropolis Center LLC

Ms. Katzoff asked the Board to approve a resolution authorizing the Agency to act as “Lead Agency” for purpose of SEQRA for this Project.

She noted the Board had authorized a Public Hearing on this Project located at 337-359 South Salina St. at its October meeting but the hearing would not take place until after a SEQRA review was completed.

There being no discussion, Mr. Frame asked for a motion to approve the resolution.

Mr. Kinsey made the motion. Mr. Thompson seconded the motion. ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A RESOLUTION CLASSIFYING A CERTAIN PROJECT AS A TYPE I ACTION AND DECLARING THE INTENT OF THE CITY OF SYRACUSE INDUSTRIAL DEVELOPMENT AGENCY TO BE LEAD AGENCY FOR PURPOSES OF A COORDINATED REVIEW PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT.

Directors & Officers Insurance

Ms. Spillane requested the Board members approve a proposal for Directors and Officers Liability insurance in the amount of $5,000,000.00 and authorization of a premium not to exceed $7000.00 as a renewal for 2019.

There being no discussion Mr. Frame asked for a motion to approve the proposal.

Ms. Murphy made the motion. Mr. Kinsey seconded the motion. ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A PROPOSAL FOR DIRECTORS AND OFFICERS LIABILITY INSURANCE IN THE AMOUNT OF $5,000,000.00 WITH A PREMIUM NOT TO EXCEED $7000.00.
Mr. Vavonese requested the Board members approve a proposed engagement letter for certified public accounting services from the Company for fiscal year 2018. He noted the fee would be $17,000.00.

There being no discussion Mr. Frame asked for a motion to approve the proposal.

Ms. Murphy made the motion. Mr. Thompson seconded the motion. ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A PROPOSED ENGAGEMENT LETTER FOR CERTIFIED PUBLIC ACCOUNTING SERVICES FROM THE COMPANY FOR FISCAL YEAR 2018.

Annual Board of Directors Evaluation

Ms. Spillane distributed a copy of the annual board evaluation form that is required by the NYS Authorities Budget Office to be completed each year and asked the Board members to complete and return to her.

Conflict of Interest

Ms. Katzoff discussed conflict of interest parameters with the Board members noting that her firm has occasion to represent developers who may also have business before the Agency. She presented general parameters under which the Board would consider granting a waiver including (1) when there would be no deviation from policy (2) the client would also agree to a waiver and (3) A “Chinese Wall” which would be established within the firm to segregate information between attorneys working with clients who also have business with the Agency for the purpose of protecting client confidences.

After discussion among the Board members it was agreed that each time this occurred an individual waiver would be requested from the Board.

Are request was then made to waive a conflict of interest for Commonspace Warren, LLC, a Project that will be coming before the Board in December for review.

Mr. Frame asked for a motion to approve the waiver.

Ms. Murphy made the motion. Mr. Kinsey seconded the motion. ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A WAIVER OF A CONFLICT OF INTEREST RELATIVE TO COMMONSPACE WARREN LLC.

VII. Adjournment

There being no further business to discuss Mr. Frame asked for a motion to adjourn the meeting.

Ms. Murphy made the motion. Mr. Kinsey seconded the motion. ALL BOARD MEMBERS PRESENT UNANIMOUSLY APPROVED A MOTION TO ADJOURN THE MEETING AT 9:05AM.