

A meeting of the Board of Directors of the Greater Syracuse Property Development Corporation ("GSPDC") was convened was convened via video conference on May 18, 2021 at 8:00 a.m.

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

PRESENT:

Patrick Hogan, Chair
El-Java Abdul-Qadir, Vice Chair
Michael LaFlair, Treasurer
Jonathan Link Logan, Secretary
Nancy Quigg

EXCUSED:

FOLLOWING PERSONS WERE ALSO PRESENT:

Katelyn Wright	Executive Director
John Sidd	General Counsel

The following resolution was offered El Java Abdul Qadir, seconded by Jonathan Link Logan, to wit:

Resolution No.: 14 of 2021

**RESOLUTION AUTHORIZING THE
NONCOMPETITIVE SALE OF REAL PROPERTIES**

WHEREAS, New York Not-for-Profit Corporation Law Section 1609(d) authorizes the GSPDC to convey, exchange, sell, or transfer any of its interests in, upon or to real property; and

WHEREAS, New York Not-for-Profit Corporation Law Section 1605(i)(5) requires that a sale of real property be approved a majority vote of the Board of Directors; and

WHEREAS, New York Not-for-Profit Corporation Law Section 1609(f) permits the board of directors to delegate to officers and employees the authority to enter into and execute agreements, instruments of conveyance and all other related documents pertaining to the conveyance of real property by the land bank; and

WHEREAS, Section 4(e) of the GSPDC's Disposition of Real and Personal Property Policy (the "Property Disposition Policy") sets forth the following methods by which the GSDPC is permitted to dispose of its real property: negotiated sale, request for proposals, auction, and noncompetitive sale; and

WHEREAS, Section 4(e)(iv) of the Property Disposition Policy authorizes the GSPDC to sell property to a buyer without first undertaking other methods of disposition when it determines that a benefit to the community will be had by authorizing such sale without competitive procedures for reasons consistent with the GSPDC's mission and purpose and upon a demonstration that the buyer is uniquely qualified to own, develop or otherwise return the property to productive use; and

WHEREAS, all disposals of GSPDC property must be made to qualified buyers pursuant to Section 5 of the Property Disposition Policy; and

WHEREAS, the GSPDC owns certain parcels of real property situate in the County of Onondaga, State of New York and more particularly identified on the Property Sale Information Sheet attached hereto as Schedule A (the "Properties"); and

WHEREAS, the individuals or entities identified on the Property Sale Information Sheet as the buyers (the "Buyers") submitted an offer to purchase the Properties for the prices set forth therein; and

WHEREAS, the Board of Directors has determined that a benefit to the community will be had by selling the Properties to the Buyers without competitive procedures for the reasons identified in the Property Sale Information Sheet which are consistent with the GSPDC's mission and purpose; and

WHEREAS, the Board of Directors has also determined that the Buyers are uniquely qualified to return the Properties to productive use for the reasons identified in the Property Sale Information Sheet; and

WHEREAS, the Buyers are qualified buyers pursuant to Section 5 of the Property Disposition Policy; and

WHEREAS, pursuant to Section 4(e)(iv) of the Property Disposition Policy, the GSDPC is therefore permitted to sell the Properties to the Buyers without first undertaking other methods of disposition and without competitive procedures; and

WHEREAS, the GSPDC desires to sell the Properties to the Buyers identified on the Property Sale Information Sheet at the prices set forth therein; and

WHEREAS, if noted on the Property Sale Information Sheet, the GSPDC shall require the Buyers to execute and deliver a Development Enforcement Mortgage to ensure that the Buyers fulfill their development and use commitments to the GSPDC.

NOW, THEREFORE, BE IT RESOLVED BY THE GREATER SYRACUSE PROPERTY DEVELOPMENT CORPORATION AS FOLLOWS:

Section 1. The recitals above are hereby incorporated into this Resolution as if fully set forth herein.

Section 2. The Members of the Board hereby authorize the GSPDC to sell the Properties to the Buyers identified on the Property Sale Information Sheet and authorize the Executive Director to enter into Contracts to Purchase with the GSPDC as Seller and the Buyers as buyer with respect to the Properties. The Contracts to Purchase shall be agreeable in form and content to the Executive Director and GSPDC counsel.

Section 3. The Chairman, Vice Chairman, Secretary and Treasurer are each hereby authorized to execute all documents on behalf of the GSPDC which may be necessary or desirable to further the intent of this Resolution and do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution. The Executive Director and the Director of Operations of the GSPDC are each also hereby authorized and directed for and in the name and on behalf of the GSPDC to execute agreements, instruments of conveyance and all other related documents pertaining to the conveyance of real property by the GSPDC.

Section 4. All other officers, employees and agents of the GSPDC are hereby authorized 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 Resolution.

Section 5. This Resolution shall take effect immediately.

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

Nancy Quigg	VOTING	<u>Yes</u>
Patrick Hogan	VOTING	<u>Yes</u>
Michael LaFlair	VOTING	<u>Yes</u>
Jonathan Link Logan	VOTING	<u>Yes</u>
El-Java Abdul-Qadir	VOTING	<u>Yes</u>

The foregoing Resolution was thereupon declared and duly adopted.

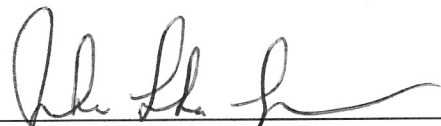
STATE OF NEW YORK)
COUNTY OF ONONADAGA) ss.:

I, the undersigned Secretary of the Greater Syracuse Property Development Corporation (the "GSPDC"), DO HEREBY CERTIFY, that I have compared the foregoing extract of the minutes of the meeting of the directors of GSPDC, including the Resolution contained therein, held on May 18, 2021 with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of GSPDC and of such Resolution set forth therein and of the whole of said original so far as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all directors of GSPDC had due notice of said meeting; (B) said meeting was in all respect duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the directors of GSPDC present through said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of GSPDC this 15th day of June, 2021.



Jonathan Link Logan, Secretary

SCHEDULE A

PROPERTY SALE INFORMATION SHEET

Property Address and Tax Parcel Number:

117-29 Fabius Street
101.-19-03.0

Buyers' Names:

Ted Jeske and Gary Campbell

Purchase Price:

\$48,000

Benefit to the Community Resulting from the Sale:

This sale will:

- Return this property to tax-paying status
- Retain existing industrial jobs on the Near Westside
- Facilitate investment of over \$250,000 into renovation of the building and upgrading the equipment within
- Facilitate creation of additional jobs on the Near Westside

Buyer's Unique Qualifications for Returning the Property to Productive Use:

This property currently holds an industrial painting and metal-coatings business – Anthony River, Inc. Anthony River was the original owner and Ken Abramson bought in as a partner in the mid-1980s. Purportedly it was Anthony's responsibility to pay the property taxes and, after Anthony's death, Ken discovered how delinquent the property was. He entered into a payment plan with the City, but could not keep up with the payments and defaulted. The property is over \$300,000 tax-delinquent with unpaid taxes stretching back to 2004. Ken wishes to retire and sell the business, but the property is so far underwater that tax-foreclosure to discharge these liens seems to be the best/only path to get it back onto the tax rolls and without addressing those liens on the property, no one will want to buy the business. Over the past few years, we have had many conversations with Ken and NBD about a path toward foreclosure, understanding that we would need to coordinate with Ken and a buyer to make the timing of the foreclosure coincide with the sale of the business.

Ted Jeske and Gary Campbell have been working with Ken for the past year to negotiate a purchase and take over the business, with the understanding that they would acquire the property from the Land Bank via tax-foreclosure. Ted is the President of 110 Metalworks and Anthony River, Inc. is one of their subcontractors. Given Ken's desire to retire and dispose of the business, they saw an opportunity to keep this business operating, so they do not lose that piece of their supply chain, and to expand and improve upon it. They have entered into an operating agreement with Ken and are now managing the business.

Given these facts, they seem to be the only logical buyer of the property, which is why we are proposing to sell it noncompetitively for the appraised value. We obtained an appraisal of the property, valuing it at \$48,000.

This sale will ensure that the existing jobs located there will be retained and facilitate the creation of new manufacturing jobs. In addition, Ted and Gary plan to provide health insurance, 401k, and other benefits that the current employees do not receive.

The Land Bank has worked with the City and the buyers to coordinate timing of this foreclosure so that we can convey it to the buyers on the same day it is foreclosed, limiting our liability by ensuring that we are not owners of an operating manufacturing facility for any length of time. Furthermore, we have facilitated this transaction and Mr. Jeske and Mr. Campbell's planned investment by directing our EPA Brownfield Assessment Grant toward this project. We have directed nearly \$70,000 of our \$600,000 grant toward Phase I and II environmental site assessments of this site, which were necessary so that the buyer could obtain a "no further action" letter from the DEC, which they required before they take title.