

**CONVEYANCE DOCUMENTS AUTHORIZATION RESOLUTION
PARC PROJECT**

A regular meeting of County of Clinton Industrial Development Agency (the "Agency") was convened in public session in the offices of the Agency located at 190 Banker Road, Suite 500 in the Town of Plattsburgh, Clinton County, New York on September 15, 2014 at 12:00 o'clock p.m., local time.

The meeting was called to order by the (Vice) Chairperson of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

Trent Trahan	Chairperson
David Hoover	Vice Chairperson
Michael E. Zurlo	Secretary
Kim Murray	Assistant Secretary
Mark Leta	Member
John VanNatten	Member

Excused:

Keith Defayette	Treasurer and Chief Financial Officer
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AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Erin M. Hynes	Executive Director
Barbara Shute	Recording Secretary
George W. Cregg, Jr., Esq.	Agency Counsel

The following resolution was offered by J. VanNatten, seconded by K. Murray, to wit:

Resolution No. 09-14-01

RESOLUTION AUTHORIZING THE EXECUTION OF CERTAIN CONVEYANCE DOCUMENTS (1) FROM THE UNITED STATES OF AMERICA IN CONNECTION WITH THE PLATTSBURGH AIRBASE REDEVELOPMENT CORPORATION PROJECT AND (2) FROM COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY TO PLATTSBURGH AIRBASE REDEVELOPMENT CORPORATION.

WHEREAS, County of Clinton Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 225 of the 1971 Laws of New York, as amended, constituting Section 895-f of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of commercial, manufacturing and industrial 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, on March 9, 2001 (the “Closing”), the Agency undertook the following project (the “Project”): (A) (1) the acquisition from the Air Force Base Conversion Agency, on behalf of the United States of America, (the “USAF”) of a portion of the former Plattsburgh Air Force Base (the “Air Base”) located in the City of Plattsburgh and the Town of Plattsburgh, Clinton County, New York (the “EDC Land”), together with all existing buildings and related utilities and appurtenances located thereon (collectively, the “EDC Facility”) and (2) the acquisition of certain machinery and equipment related thereto (the “EDC Equipment”), all of the foregoing to be leased by the Agency to the Company for the conversion by the Company from military to civilian use (the EDC Land, the EDC Facility and the EDC Equipment being collectively referred to as the “EDC Project Facility”); (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from sales taxes, real property transfer taxes, mortgage recording taxes and real estate taxes (collectively, the “Financial Assistance”); and (C) the lease of the EDC Project Facility to the Company pursuant to the terms of a lease agreement dated as of January 1, 2001 (the “EDC Lease Agreement”) between the Agency and the Company; and

WHEREAS, the United States of America, acting by and through its Secretary of the Air Force (the “Government”) has requested the Agency to accept the following documents in connection with the Project and pursuant to the EDC Lease Agreement: three (3) quitclaim deeds from the Government to the Agency (being collectively referred to as the “Government Documents”) in connection with the conveyance of certain strips of land containing the rail spur located on the Air Base (the “Government Conveyance”); and

WHEREAS, the Agency has been further requested to convey (the “Agency Conveyance,” and collectively with the Government Conveyance, the “Conveyances”) the above mentioned strips of land containing the rail spur received from the Government to Plattsburgh Airbase Redevelopment Corporation (“PARC”), as required by Article XI of the EDC Lease Agreement, pursuant to three (3) quitclaim deeds from the Agency to PARC (being collectively referred to as the “Agency Documents,”); 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 (the “DEC Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (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 Conveyances; and

WHEREAS, Section 617.6(b) of the Regulations provides that a lead agency must be established for (A) all “Type I actions” and (B) any “unlisted action” which involves more than one “involved agency”, unless the Agency determines that there will be no coordinated review of such “unlisted action” (as such quoted terms are defined in the Regulations); and

WHEREAS, pursuant to the Regulations, the Agency has examined the Conveyances in order to make an initial determination as to the potential environmental significance of the Conveyances and the number of agencies that may be involved with respect to the Project, and, based upon such review, it appears that the Conveyances do not appear to constitute a "Type I Action" (as said quoted term is defined in the Regulations), and therefore coordinated review and notification is optional with respect to the actions contemplated by the Agency with respect to the Conveyances; and

WHEREAS, the Agency desires to conduct an uncoordinated review of the Conveyances and to make its initial determination of significance with respect to the Conveyances;

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

Section 1. Pursuant to SEQRA and based upon an examination of the Conveyances, and based further upon the Agency's knowledge of the area surrounding the strips of land containing the rail spur and such further investigation of the strips of land containing the rail spur and their environmental effects as the Agency has deemed appropriate, the Agency makes the following findings and determinations:

(A) The Conveyances consist of (i) the conveyance by the Government to the Agency of certain strips of land containing the rail spur located on the Air Base; and (ii) the subsequent conveyance by the Agency to PARC of said strips of land containing the rail spur located on the Air Base.

(B) No potentially significant impacts on the environment are noted with respect to the Conveyances, and none are known to the Agency.

Section 2. Based upon the foregoing investigation of the potential environmental impacts of the Conveyances and considering both the magnitude and importance of each environmental impact therein indicated, the Agency makes the following findings and determinations with respect to the Conveyances:

(A) The Conveyances constitute an "Unlisted Action" (as said quoted term is defined in SEQRA) and therefore coordinated review and notification of other involved agencies is strictly optional. The Agency hereby determines not to undertake a coordinated review of the Conveyances, and therefore will not seek lead agency status with respect to the Conveyances.

(B) The Conveyances will result in no major impacts and, therefore, are ones that will not cause significant damage to the environment. Therefore, the Agency hereby determines that the Conveyances will not have a significant effect on the environment, and the Agency will not require the preparation of an environmental impact statement with respect to the Conveyances.

(C) As a consequence of the foregoing, the Agency has decided to prepare a negative declaration with respect to the Conveyances.

Section 3. The Executive Director of the Agency is hereby directed to prepare a negative declaration with respect to the Conveyances, said negative declaration to be substantially in the form and to the effect of the negative declaration attached hereto, and to cause copies of said negative declaration to be filed in the main office of the Agency.

Section 4. The Agency hereby determines to proceed with the Conveyances and authorizes the execution by the Agency of the Government Documents and Agency Documents and any other documents needed in connection therewith (collectively, the "Conveyance Documents").

Section 5. The Chairperson (or Vice Chairperson) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Conveyance Documents to the Government and to PARC, 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, all in substantially the form thereof presented to this meeting, with such changes, variations, omissions and insertions as the Chairperson (or Vice Chairperson) shall approve, the execution thereof by the Chairperson (or Vice Chairperson) to constitute conclusive evidence of such approval.

Section 6. The officers, 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 or provided for by the provisions of the Conveyance Documents, and to execute and deliver all such additional 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 and to cause compliance by the Agency with all of the terms, covenants and provisions of the Conveyance Documents binding upon the Agency.

Section 7. 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:

Trent Trahan	VOTING	YES
David Hoover	VOTING	EXCUSED
Michael E. Zurlo	VOTING	YES
Keith Defayette	VOTING	EXCUSED
Kim Murray	VOTING	YES
Mark Leta	VOTING	YES
John VanNatten	VOTING	YES

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned Secretary of County of Clinton Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the resolution contained therein, held on September 15, 2014 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all 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, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 15th day of September, 2014.


Michael E. Zurlo, Secretary

(SEAL)

NOTICE OF DETERMINATION
OF NO SIGNIFICANT EFFECT
ON THE ENVIRONMENT

TO ALL INTERESTED AGENCIES, GROUPS, AND PERSONS:

In accordance with Article 8 (State Environmental Quality Review) of the Environmental Conservation Law (the "Act"), and the statewide regulations under the Act (6 NYCRR Part 617) (the "Regulations"), notice is hereby given that County of Clinton Industrial Development Agency (the "Agency") has reviewed a request from (1) the United States of America, acting by and through its Secretary of the Air Force (the "Government") and (2) Plattsburgh Airbase Redevelopment Corporation ("PARC") in connection with the proposed conveyances described below (the "Conveyances") and that the Agency has determined (A) that the proposed Conveyances are an "Unlisted Action" pursuant to the Regulations, and therefore that coordinated review and notification is optional with respect to said Conveyances; (B) to conduct an uncoordinated review of the Conveyances; (C) that the Conveyances will result in no major impacts and therefore will not have a significant effect on the environment; and (D) therefore that an environmental impact statement is not required to be prepared with respect to the Conveyances. THIS NOTICE IS A NEGATIVE DECLARATION FOR THE PURPOSES OF THE ACT.

1. Lead Agency: The Agency has determined not to follow the coordinated review provisions of the Regulations. Therefore, there is no lead agency for the Conveyances.

2. Person to Contact for Further Information: Erin M. Hynes, Executive Director, County of Clinton Industrial Development Agency, 190 Banker Road, Suite 500 in the Town of Plattsburgh, Clinton County, New York 12901; Telephone No. (518) 563-3100.

3. Identification: Proposed (A) conveyance by the Government to the Agency of certain strips of land containing the rail spur located on the Plattsburgh Air Force Base (the "Air Base") located in the City of Plattsburgh and the Town of Plattsburgh, Clinton County, New York; and (B) subsequent conveyance by the Agency to PARC of said strips of land containing the rail spur located on the Air Base.

4. Description: (A) The conveyance by the Government of certain strips of land containing the rail spur located on the Air Base; and (B) the subsequent conveyance by the Agency to PARC of said strips of land containing the rail spur located on the Air Base.

5. Location: The conveyance property is located on the Plattsburgh Air Force Base (the "Air Base") located in the City of Plattsburgh and the Town of Plattsburgh, Clinton County, New York and more particularly described on subdivision plans entitled "PARC Subdivision Phases II, III, IV and V" prepared by Architecture, Engineering and Land Surveying Northeast PLLC.

6. Reasons for Determination of Non-Significance: By resolution adopted by the members of the Agency on September 15, 2014, the Agency determined that no significant environmental impacts were identified by the Agency in its review of the request and Conveyances and, based upon the Agency's knowledge of the area surrounding the Conveyances and such further investigation of the Conveyances and their environmental effects as the Agency has deemed appropriate, no significant environmental impacts are known to the Agency.

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7. Comment Period: All interested parties, groups and persons disagreeing with or otherwise desiring to comment upon the Agency's initial environmental determination with respect to these Conveyances are invited to submit written comments for consideration by the Agency. All such comments should be sent by mail addressed to Erin M. Hynes, Executive Director at the address specified in paragraph two hereof.

Dated: September 15, 2014

COUNTY OF CLINTON INDUSTRIAL
DEVELOPMENT AGENCY

BY: 
Erin Hynes, Executive Director