

**PRELIMINARY SEQR RESOLUTION  
GREEN NATIONAL DEVELOPMENT, LLC (BEEKMAN TOWERS) PROJECT**

A regular meeting of the Board of Directors of Clinton County Capital Resource Corporation (the “Issuer”) was convened in public session in the offices of the Issuer located at 137 Margaret Street, Suite 208 in the City of Plattsburgh, Clinton County, New York on January 13, 2020 at 12:00 o’clock noon, local time.

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

**PRESENT:**

Trent Trahan	Chairperson
David Hoover	Vice Chairperson
Michael Zurlo	Secretary
Keith DeFayette	Treasurer & Chief Financial Officer
Kim Murray	Assistant Secretary
John VanNatten	Director
Mark Leta	Director

**ABSENT:**

**ISSUER STAFF PRESENT INCLUDED THE FOLLOWING:**

Renee McFarlin	Chief Executive Officer
Toni Moffat	Executive Assistant
George W. Cregg, Jr., Esq.	Issuer Counsel and Bond Counsel
Christopher C. Canada, Esq.	Issuer Counsel and Bond Counsel

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

Resolution No. 01-20-04

**RESOLUTION DIRECTING THE CHIEF EXECUTIVE OFFICER OF CLINTON COUNTY CAPITAL RESOURCE CORPORATION TO TAKE CERTAIN ACTIONS UNDER ARTICLE 8 OF THE ENVIRONMENTAL CONSERVATION LAW IN CONNECTION WITH A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF GREEN NATIONAL DEVELOPMENT, LLC.**

WHEREAS, Clinton County Capital Resource Corporation (the “Issuer”) was created pursuant to Section 1411 of the Not-For-Profit Corporation Law of the State of New York, as amended (the “Enabling Act”). Pursuant to the provisions of the Enabling Act and Revenue Ruling 57-187 and Private Letter Ruling 200936012, the County Legislature of Clinton County, New York (the “County”) adopted a resolution on November 10, 2010 (the “Sponsor Resolution”) (A) authorizing the incorporation of Clinton County Capital Resource Corporation (the “Issuer”) under the Enabling Act and (B) appointing the initial members of the board of directors of the Issuer; and

WHEREAS, in December, 2010, a certificate of incorporation was filed with the New York Secretary of State's Office (the "Certificate of Incorporation") creating the Issuer as a public instrumentality of the County; and

WHEREAS, the Issuer is authorized and empowered by the provisions of the Enabling Act to relieve and reduce unemployment, promote and provide for additional and maximum employment, better and maintain job opportunities, and lessen the burdens of government and act in the public interest, and in carrying out the aforesaid purposes and in exercising the powers conferred in the Enabling Act, the Enabling Act declares that the Issuer will be performing essential governmental functions; and

WHEREAS, to accomplish its stated purposes, the Issuer is authorized and empowered under the Enabling Act to acquire real and personal property; to borrow money and issue negotiable bonds, notes and other obligations therefore; to lease, sell, mortgage or otherwise dispose of or encumber any of its real or personal property upon such terms as it may determine; and otherwise to carry out its corporate purposes in the territory in which the operations of the Issuer are principally to be conducted; and

WHEREAS, Green National Development, LLC, a New York State limited liability company (the "Borrower") has submitted an application (the "Application") to the Issuer, a copy of which Application is on file at the office of the Issuer, which Application requested that the Issuer consider undertaking a project (the "Project") for the benefit of the Borrower, said Project consisting of the following: (A) (1) the acquisition of an interest in an approximately 3.0 acre parcel of land located at 50 Truman Avenue (Tax Map No. 207.10-2-24) in the City of Plattsburgh, Clinton County, New York (the "Land"), together with an existing approximately 85,252 square foot, 11 story building located thereon (the "Facility"), (2) the renovation of the Facility and (3) the acquisition and installation therein and thereon of related fixtures, machinery and equipment (collectively, the "Equipment") (the Land, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to constitute an approximately 124 unit senior living residential facility to be owned and operated by the Borrower and other directly and indirectly related activities; (B) the financing of all or a portion of the costs of the foregoing by the issuance of revenue bonds of the Issuer in one or more issues or series in an aggregate principal amount sufficient to pay the cost of undertaking the Project, together with necessary incidental costs in connection therewith, presently estimated to be \$8,280,000 and in any event not to exceed \$8,500,000 (the "Obligations"); (C) the payment of all or a portion of the costs incidental to the issuance of the Obligations, including issuance costs of the Obligations and any reserve funds as may be necessary to secure the Obligations; and (D) the making of a loan (the "Loan") of the proceeds of the Obligations to the Borrower or such other person as may be designated by the Borrower and agreed upon by the Issuer; 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, being 6 NYCRR Part 617, as amended (the "Regulations", and collectively with the SEQR Act, "SEQRA"), the Issuer must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, Section 617.6(b) of the Regulations provides that (A) for all "Type I actions", a lead agency must be established, and (B) for any "unlisted action" which involves more than one "involved agency", a lead agency must be established if the Issuer determines that there will be a coordinated review of such "unlisted action" (as such quoted terms are defined in the Regulations); and

WHEREAS, pursuant to the Regulations, the Issuer has examined the Application in order to make an initial determination as to the potential environmental significance of the Project and the number of agencies that may be involved with respect to the Project;

WHEREAS, based upon a review of the Application, the Issuer wishes to explore the desirability of following the coordinated review procedures outlined in the Regulations with respect to the Project;

WHEREAS, 6NYCRR Section 617.6 requires that the Issuer review a completed environmental assessment form (an "EAF") prior to making a determination as to the potential environmental significance of the Project; and

WHEREAS, the Issuer has been informed that the Issuer will be receiving an EAF from the Borrower with respect to the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF CLINTON COUNTY CAPITAL RESOURCE CORPORATION, AS FOLLOWS:

Section 1. The Issuer has reviewed the Application and, based upon the representations made by the Borrower to the Issuer in the Application and at this meeting, the Issuer wishes to investigate the advisability of undertaking a coordinated review with respect to the Project.

Section 2. For purposes of investigating the advisability of undertaking a coordinated review with respect to the Project and determining whether the Project may have a "significant effect on the environment" (as such quoted terms are defined under SEQRA), the Executive Director of the Issuer is hereby authorized and directed to take the following actions:

- (A) To obtain an EAF with respect to the Project from the Borrower;
- (B) To review the EAF with counsel to the Issuer, and prepare proceedings to allow the Issuer to comply with the requirements of SEQRA that apply to the Project;
- (C) To contact all other "involved agencies" with respect to the Project for the purpose of ascertaining whether they are interested in undertaking a coordinated review with respect to the Project (as such quoted term is defined under SEQRA);
- (D) In the event that (1) all other "involved agencies" indicate that they are interested in undertaking a coordinated review of the Project, (2) one of the other "involved agencies" indicates that it desires to be designated as "lead agency" with respect to the Project and (3) the other "involved agencies" are amenable to designating such involved agency as "lead agency", to take all necessary steps to indicate the concurrence of the Issuer that such "involved agency" be designated as "lead agency" (as such quoted terms are defined under SEQRA);
- (E) In the event that all other "involved agencies" indicated that they are interested in undertaking a coordinated review of the Project and none of the other "involved agencies" indicates that it desires to be designated as the "lead agency" with respect to the Project, to take all necessary steps to arrange for the Issuer to be designated as "lead agency" with respect to the Project (as such quoted terms are defined under SEQRA); and
- (F) Upon completion of the foregoing steps, to report to the Issuer at its next meeting on the status of the environmental review process with respect to the Project.

Section 3. 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	<u>YES</u>
David Hoover	VOTING	<u>YES</u>
Michael Zurlo	VOTING	<u>YES</u>
Keith DeFayette	VOTING	<u>YES</u>
Kim Murray	VOTING	<u>YES</u>
John VanNatten	VOTING	<u>YES</u>
Mark Leta	VOTING	<u>YES</u>

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of Clinton County Capital Resource Corporation (the “Issuer”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Board of Directors of the Issuer, including the Resolution contained therein, held on January 13, 2020 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 Board of Directors of the Issuer 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 Board of Directors of the Issuer 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 Issuer this 13<sup>th</sup> day of January, 2020.

  
(Assistant) Secretary

(SEAL)