

February 7, 2023

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SCHEDULE “A” ATTACHED HERETO:

Re: Town of Clifton Park Industrial Development Agency
Applicant: Donald C. Greene d/b/a DCG Development Co.
DCG – 26 Wood Road Project

Gentlemen:

In accordance with the provisions of Section 859-a of the New York State General Municipal Law, enclosed please find a copy of an inducement resolution adopted by the Town of Clifton Park Industrial Development Agency with respect to the above-referenced application.

Very truly yours,



James A. Carminucci

JAC:tcp

Enclosure

cc (via email): Jonathan Schopf, Esq.
Melissa C. Yager, CEO

DISTRIBUTION LIST

Town of Clifton Park Industrial Development Agency
Notice of Proposed Financial Assistance
DCG – 26 Wood Road Project

To the Town:

Philip Barrett, Supervisor
Town of Clifton Park
Clifton Park Town Hall
One Town Hall Plaza
Clifton Park, New York 12065
Phone No.: 518-371-6651

To the County:

Theodore Kusnierz, Jr., Chairman
Saratoga County Board of Supervisors
Saratoga County Municipal Center
40 McMaster Street
Ballston Spa, New York 12020
Phone: 518-885-2240

To the School District:

Dr. L. Oliver Robinson, Superintendent
Naomi Hoffman, Board of Education President
Shenendehowa Central School District
5 Chelsea Place
Clifton Park, New York 12065
Phone No.: 518-881-0600

A regular meeting of the Town of Clifton Park Industrial Development Agency was convened in public session at the Clifton Park Town Hall, One Town Hall Plaza, in the Town of Clifton Park, New York on February 6, 2023 at 7:00 o'clock p.m., local time following the conclusion of a public hearing.

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

Joshua O'Leary	Treasurer
Todd Hess	Member
Daniel Fariello	Vice Chairman
Dennis Brobston	Member

ABSENT:

Sheila Barkevich	Secretary
Everett Noakes	Member

ALSO PRESENT:

Melissa C. Yager	CEO
Thomas Gibbs	CFO
James A. Carminucci,	Agency Special Counsel

The following resolution was offered by Mr. Brobston, seconded by Mr. O' Leary, to wit:

RESOLUTION GRANTING PRELIMINARY APPROVAL TOWARD THE PROVIDING OF FINANCIAL ASSISTANCE BY THE TOWN OF CLIFTON PARK INDUSTRIAL DEVELOPMENT AGENCY WITH RESPECT TO A PROJECT CONSISTING OF THE ACQUISITION, CONSTRUCTION, AND INSTALLATION OF THREE APPROXIMATELY 7,200, 26,400 AND 23,760 RESPECTIVELY SQUARE FOOT LIGHT INDUSTRIAL, DISTRIBUTING, COMMERCIAL OFFICE AND WAREHOUSING FACILITIES AT 26 WOOD ROAD IN THE TOWN OF CLIFTON PARK, SARATOGA COUNTY, NEW YORK, UPON APPLICATION OF DONALD C. GREENE D/B/A/ DCG DEVELOPMENT CO. AT A TOTAL PROJECT COST OF \$8,866,000.00.

WHEREAS, the Town of Clifton Park Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of the State of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of the State of New York, as amended (the "Enabling Act"), and Chapter 630 of the 1980 Laws of the State of New York, as amended, constituting Section 925-p 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 and install "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

Donald C. Greene d/b/a/ DCG Development Co., an individual having an address of 800 NYS Route 146, Suite 240, Clifton Park, New York 12065 (the "Applicant"), has requested that the Agency

undertake a project (the "Project") consisting of (A) (1) the acquisition of an interest in an approximately 11.7 acre parcel of land constituting tax map parcel 259.-2-115.1 and located at 26 Wood Road in the Town of Clifton Park, New York (the "Land") (2) the construction on the Land of three approximately 7,200, 26,400 and 23,760 respectively square foot light industrial, distributing, commercial office and warehousing facilities (collectively, the "Facility") to be leased to as of yet unidentified third party tenants (the "Tenants") and (3) the acquisition and installation in the Facility of certain machinery and equipment (the "Equipment" and together with the Land and the Facility, collectively the "Project Facility"), (B) the lease (with the obligation to purchase) or the sale of the Project Facility to the Applicant or such other person as may be designated by the Applicant and agreed upon by the Agency and (C) the providing by the Agency of certain "financial assistance" (as defined in the Act) in the form of exemptions from mortgage recording tax, state and local sales tax and real property taxes; and

WHEREAS, the Applicant has estimated that the total cost of the Project will equal \$8,866,000; and

WHEREAS, the Agency has given due consideration to the Application, and to representations by the Applicant that the undertaking of the Project will be an inducement to the Applicant to undertake the Project in the Town of Clifton Park, New York; and

WHEREAS, the Agency desires to encourage the Applicant to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of Town of Clifton Park, New York by undertaking the Project in Town of Clifton Park, New York; and

WHEREAS, immediately prior to the consideration of this Resolution, a public hearing with respect to the Project was conducted by the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of the State of New York, as amended, and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the "SEQR Act"), the Agency is required to make a determination with respect to the environmental impact of any "Action" (as defined by the SEQR Act) to be taken by the Agency and the approval of the Project constitutes such an "Action";

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE TOWN OF CLIFTON PARK INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

SECTION 1. Based upon the representations made by the Applicant to the Agency, the Agency hereby makes the following findings and determinations with respect to the project:

A. The Project constitutes a "project" within the meaning of the Act; and

B. The undertaking by the Agency of the acquisition, reconstruction and installation of the Project Facility pursuant to the Act, will promote the job opportunities, health, general prosperity and economic welfare of the inhabitants of Town of Clifton Park, New York and the State of New York, improve their standard of living and thereby serve the public purposes of the Act; and

C. Based upon covenants of the Applicant, the completion of the Project will not result in the removal of a facility or plant of the Applicant or any other proposed occupant of the Project Facility from one area of 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 proposed occupant of the Project Facility located in the State except to the extent the foregoing is reasonably necessary to discourage the

Applicant or said occupant from removing such other plant or facility outside the State of New York or is reasonably necessary to preserve the competitive position of the Applicant or said occupant in its respective industry.

SECTION 2. Subject to the conditions set forth in Section 3 of this Resolution, the Agency will (A) acquire, construct and install the Project Facility, or cause the Project Facility to be acquired, constructed and installed, (B) lease (with the obligation to purchase) or sell the Project Facility to Synergy or its designee pursuant to a lease agreement (hereinafter, the "Agreement") between the Agency and Synergy, (3) if requested by Synergy, authorize by future resolution the execution and delivery of a mortgage on its interest in the Project Facility to secure a borrowing by Synergy to finance all or a portion of the costs of the Project and (4) provide the Financial Assistance described in the Application consisting of the following:

Estimated State and Local Sales Tax Exemption	\$262,500
Estimated Mortgage Recording Tax Exemption	\$57,720
Estimated Real property Tax Exemption	\$958,353

SECTION 3. The undertaking of the Project, as contemplated by Section 2 of this Resolution, shall be subject to: (A) agreement between Synergy and the Agency as to payment by Synergy of payments in lieu of taxes with respect to the Project Facility, together with the administrative fee of the Agency with respect to the Project; and (B) the following additional conditions: (1) that Synergy procure all necessary federal, state and local approvals and permits with respect to the construction and operation of the Project Facility, (2) satisfaction by the Agency with the requirements of the Act, and (3) compliance with the SEQRA Act.

SECTION 4. The officers, agents and employees of the Agency are hereby authorized, empowered and directed to proceed with the undertakings provided for therein on the part of the Agency and are further authorized to do all such acts and things and to execute all such documents as may be necessary or convenient to carry out and comply with the terms and provisions of this Resolution.

SECTION 5. Lemery Greisler LLC is hereby appointed Special Counsel to the Agency with respect to all matters in connection with the Project. Special Counsel for the Agency is hereby authorized, at the expense of the Applicant, to work with the Applicant and others to prepare, for submission to the Agency, all documents necessary to effect the undertaking of the Project.

SECTION 6. The Chairman of the Agency is 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 and as may allow the Agency to proceed to its final consideration of the Project.

SECTION 7. This Resolution shall take effect immediately and shall remain in effect until the earlier of (1) the execution and delivery of the Agreement at which time all provisions and conditions hereof shall be deemed merged into such Agreement and (2) the date which is two (2) years from the date hereof.

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

JOSHUA O'LEARY	VOTING AYE
TODD HESS	VOTING AYE
DANIEL FARIELLO	VOTING AYE
DENNIS BROBSTON	VOTING AYE

The foregoing Resolution was thereupon declared duly adopted.


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

I, the undersigned Chairman of the Town of Clifton Park Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on February 6, 2023, including the resolution contained therein, with the original thereof on file in my office, and that the same is a true and correct copy of said original 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 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 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 6th day of Feb., 2023



DANIEL FARELLO, (Assistant) Secretary
VICE CHAIRMAN

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Shenendehowa Central School District
5 Chelsea Place
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Clifton Park, New York 12065**

Lemery Greisler LLC
ATTORNEYS AT LAW
60 RAILROAD PLACE, SUITE 502
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**Dr. L. Oliver Robinson, Superintendent
Shenendehowa Central School District
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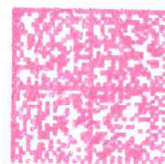


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Lemery Greisler LLC
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Town of Clifton Park
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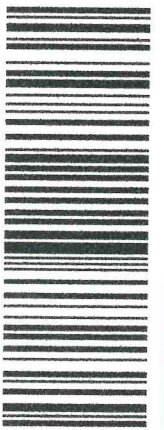
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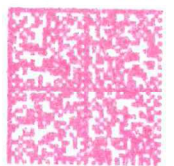
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