Anthony J. Picente Jr.

County Executive

Shawna Papale
Executive Director/Secretary/Treasurer

Timothy Fitzgerald

Assistant Secretary



Oneida County Local Development Corporation
584 Phoenix Drive • Rome, New York 13441
315-338-0393 • Fax-315-338-5694

Stephen R. Zogby Chairman David C. Grow Vice Chairman

Franca Armstrong James J. Genovese, II Aricca R. Lewis Kristen H. Martin Tim R. Reed

To: Oneida County Local Development Corporation Board of Directors

From: Shawna M. Papale

Date: October 10, 2025

RE: OCLDC Meeting Agenda

The Oneida County Local Development Corporation shall meet at 8:00 AM Friday, October 17, 2025, immediately following the conclusion of the meeting of the Oneida County Industrial Development Agency.

Members of the public may join the meeting via Microsoft Teams, access code 214 753 864 388 8, or attend in person. The Minutes of the Corporation's meeting will be transcribed and posted on the OCLDC website.

- Executive Session
- 2. Approve minutes September 5, 2025
- 3. Financial Review
- 4. Consider a resolution authorizing the LDC to enter into an Economic Development Services Agreement with Oneida County Industrial Development Agency and approving the form and execution of related documents, subject to counsel approval.
- 5. Consider a request from **Fulton County Center for Regional Growth** to loan \$75,000.00 in support of the MVREDC Catalyst Project for Workforce development in partnership with Expertise Project, and approving the form of an agreement, subject to counsel approval.

**DRAFT** 

# Minutes of the Meeting of the Oneida County Local Development Corporation

September 5, 2025

#### 584 Phoenix Drive, Rome, NY / Webex Video/Teleconference

<u>Members Present</u>: Steve Zogby, David Grow, Tim Reed, Aricca Lewis, Kristen Martin, James Genovese, and Franca Armstrong.

**EDGE Staff Present**: Shawna Papale, Tim Fitzgerald, Marc Barraco, Mark Kaucher, CJ Hanrahan, Zach Joyce, and Rachel Hadden.

<u>Others Present:</u> Laura Ruberto, Bond, Schoeneck & King; Ken Adamczyk, Fulton County Center for Regional Growth. <u>Others Present Virtual:</u> Mark Levitt and Jenna Peppenelli, Levitt & Gordon.

S. Zogby called the meeting to order at 9:11 AM.

#### <u>Minutes</u> – *July 25, 2025*

S. Zogby presented the draft July 25, 2025 meeting minutes for review. *K. Martin moved to approve the July 25, 2025 meeting minutes as amended. A. Lewis seconded the motion, which carried 7-0.* 

## 2026 Budget

R. Hadden and S. Papale presented the Corporation's draft 2026 budget for consideration. No administrative fees were budgeted in revenue, because it is unknown if the Corporation will receive any applications for bond in 2026. Interest income is budgeted to be slightly lower. IT expenses will go down slightly. There is a PlacerAI sponsorship in the budget, as well as a special projects line item for 2026. With no questions or comments, <u>A. Lewis made a motion to approve the budget as presented. F. Armstrong seconded the motion, which carried 7-0.</u>

#### **Financial Review**

R. Hadden presented the July 31, 2025 interim financial statements for review. Website development costs have been incurred. The \$100K set aside as board restricted is for the job growth initiative & economic development project support, this is being increased to \$125,000 after the board meeting in July that had two applications that were approved totaling \$25K more than what LDC had in restricted funds. With no questions or comments, the LDC received and accepted the interim financials as presented, subject to audit.

#### **Adjournment**

With no further business, S. Zogby asked for a motion to adjourn. <u>At 9:15 AM A. Lewis moved, and J. Genovese seconded a motion to adjourn. Motion carried, 7-0.</u>

Respectfully Submitted, Tim Fitzgerald OCLDC Notes to the Financial Statements **September 30, 2025** 

#### **OCLDC Balance Sheet:**

- 1. Cash decreased by \$16K over the last 12 months; this is due to paying out the \$100K of board restricted funds for the Job Growth Initiative plus additional approved funding of \$25K given to Upstate Family Health Center.
- 2. Marcy Nano Wetlands restriction are funds deposited in escrow with the LDC by EDGE: these funds are to be held in escrow by the LDC to secure the performance by EDGE of certain of its obligations under a Section 404 permit issued by the U.S. Army Corp of Engineers on July 28, 2014; the LDC has recorded a liability of equal amount
- 3. The LDC has one CD for with a balance of \$277K; the CD has an interest rate of 3.25% and matures on 3/23/26, this will not be renewed if a new bond is not secured beforehand.
- 4. Fixed assets have increased; this is relating to the Team Calling Implementation which has a useful life of 5 years.
- 5. LDC went through website redevelopments of \$4905 and qualifies for amortization over a useful life of 3 years and that is the reason for the increase in other assets.
- 6. The balance in accrued expenses is 9 months of the 2025 audit fee
- 7. Funds have been disbursed for the Job Growth Initiative, this reduces restricted fund balance to zero.

#### **OCLDC Budget Comparison Report (Income Statement)**

- 1. Interest income is ahead of budget; this is due to the CD at Key Bank earning an average of \$732.18 per month so far this year.
- 2. In October of 2021, LDC accrued \$52,467.76 for the MVTech Scholarship expense expected in 2022. LDC paid out two payments to MVCC, one in the spring for \$27,299.00 and a payment in the fall of \$24,816.25 totaling \$52,115.25. The difference of \$352.51 has been sitting in our accrued expense account, it was moved to refund the LDC for the scholarship expense not used.
- 3. On the approved minutes from 09/20/24, OCLDC approved supporting the EDGE-ATREG service agreement and \$12,500 was added to the 2025 expenses which was paid on 06/01/2025. It was not originally part of the budget so that is the cause of the big variance between budget and actual. It was approved to recur in 2026 for the same amount so we will see that next year as well.
- **4.** We expensed an additional \$25K related to the \$75K job growth initiative request from Upstate Family Health Center that was not included in the board restricted funds set aside for this project.
- 5. Amortization expense increased due to the website developments that were capitalized this year.
- **6.** Depreciation expense has increased \$123.97 a month related to the Teams Calling implementation. This has a useful life of 5 years.

# Oneida County Local Development Corp Statement of Cash Flows For the Period Ending September 30, 2025

Cash Flows From ( Used by) Operating Activities	
Increase (Decrease) in Net Assets	\$ 2,983
Adjustments for Noncash Transactions	
Depreciation and Amortization	(893)
(Increase) Decrease in Assets	
Accounts Receivable	0
Prepaid Expenses	724
Investments	(16,265)
Increase (Decrease) in Liabilities	
Accounts Payable and Accrued Liabilities	1,847
Net Cash Flows From Operating Activities	(11,605)
Cash Flows From (Used By) Investing Activities Capital Expenditures Net Cash From (Used by) Investing Activities	0
Cash Flows From (Used By) Financing Activities Repayments of Long Term Debt Proceeds from Long Term Debt	0 0
Net Cash Flows (Used by) Financing Activities	0
Not Increase (Decrease) in Cook and Cook Equivalents	(11 GOE)
Net Increase (Decrease) in Cash and Cash Equivalents	(11,605)
Cash and Cash Equivalents, Beginning of Period	26,653
Cash and Cash Equivalents, End of Period	\$ 10,143

# Oneida County Local Development Corp

# **Budget Comparison Report**

# Current Period: 9/1/2025 - 9/30/2025

Budget Period: 1/1/2025 - 12/31/2025

# Fund = 05

# Budget Name = Budget

	Current Period Actual	Current Period Budget	Year-to-Date Actual	Year-to-Date Budget	Yearly Budget	Remaining Budget
Revenue -				<u> </u>		<u> </u>
Interest Income Banks	762.61	666.67	7,112.72	6,000.03	8,000.00	887.28 1
Reimbursements and Refunds	0.00	0.00	352.51	0.00	0.00	(352.51) 2
Revenue	762.61	666.67	7,465.23	6,000.03	8,000.00	534.77
Expenses						
Bank Service Charges	20.00	0.00	20.00	0.00	0.00	(20.00)
Dues and Subscriptions	0.00	833.33	0.00	7,499.97	10,000.00	10,000.00
Support - Special Econ Develop Projects	0.00	1,041.67	0.00	9,375.03	12,500.00	12,500.00
Contract Services Special E-D	0.00	0.00	12,500.00	0.00	0.00	(12,500.00) 3
Contracted Services Auditing	479.16	479.16	4,312.44	4,312.44	5,750.00	1,437.56
Consulting Legal Expenses	1,150.00	1,150.00	10,350.00	10,350.00	13,800.00	3,450.00
Contract Services Marketing	83.50	104.17	751.50	937.53	1,250.00	498.50
Contracted Services- Other	610.42	625.00	5,493.78	5,625.00	7,500.00	2,006.22
Insurance	42.20	83.33	401.08	749.97	1,000.00	598.92
Service Fees -EDGE	10,416.67	10,416.67	93,750.03	93,750.03	125,000.00	31,249.97
Job Growth Initiative	0.00	0.00	25,000.00	0.00	0.00	(25,000.00) 4
Amortization Expense	209.45	75.00	1,203.80	675.00	900.00	(303.80) 5
Depreciation Expense	530.13	406.25	3,903.38	3,656.25	4,875.00	971.62 6
Expenses	13,541.53	15,214.58	157,686.01	136,931.22	182,575.00	24,888.99
Excess or (Deficiency) of						
Revenue Over Expenses	(12,778.92)	(14,547.91)	(150,220.78)	(130,931.19)	(174,575.00)	(24,354.22)

# Oneida County Local Development Corp Balance Sheet September 30, 2025 and 2024

	Current Year	Prior Year
Assets	_	_
Current Assets		
Cash and Cash Equivalents	10,143	26,653 1
Restricted Cash - Marcy Nano Wetlands Escrow	315,656	308,093 2
Investments	277,807	261,541 3
Prepaid Expense	2,327	3,051
Total Current Assets	605,932	599,337
Fixed Assets		
Computer Equipment - Net	13,282	10,966 4
Fixed Assets	13,282	10,966
Other Assets		
Organization Expenses	22,472	17,567 5
Amortization Organization Costs	(13,940)	(12,517)
Total Other Assets	8,532	5,050
Total Assets	627,746	615,353
Liabilities & Net Assets		
Liabilities		
Current Liabilities		
Accounts payable	2,555	543
Accrued Expenses	4,312	4,477 6
Total Current Liabilities	6,868	5,020
Long Term Liabilities		
Marcy Nano Wetlands Escrow	315,656	308,093 2
Total Long Term Liabilities	315,656	308,093
Total Liabilities	322,524	313,113
Net Assets		
OCLDC Net Assets - Board Restricted	0	100,000 7
OCLDC Net Assets	305,223	202,240
Total Net Assets	305,223	302,240
Total Liabilities & Net Assets	627,746	615,353

# Authorizing Resolution Economic Development Services Agreement

Date: October 17, 2025

At a meeting of the Oneida County Local Development Corporation, Oneida County, New York ("OCLDC"), held at 584 Phoenix Drive, Rome, New York on October 17, 2025, the following members of OCLDC were:

MEMBERS PRESENT:	
EDGE STAFF PRESENT:	
ALSO PRESENT:	

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to authorizing an Economic Development Services Agreement with Oneida County Industrial Development Agency.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

RESOLUTION AUTHORIZING OCLDC TO ENTER INTO AN ECONOMIC DEVELOPMENT SERVICES AGREEMENT WITH ONEIDA COUNTY INDUSTRIAL DEVELOPMENT AGENCY.

WHEREAS, pursuant to the purposes and powers contained within Section 1411 of the Not-for-Profit Corporation Law ("N-PCL") of the State of New York (the "State"), as amended (hereinafter collectively called the "Act"), and pursuant to the certificate of incorporation filed on July 7, 2010, the Oneida County Local Development Corporation ("OCLDC") was established as a not-for-profit local development corporation of the State for the purposes of, among other things, undertaking projects and activities within the County of Oneida, State of New York (the "County") for the purpose of relieving and reducing unemployment in the County, bettering and maintaining job opportunities, carrying on scientific research for the purpose of aiding the County by attracting new industry to the County or by encouraging the development of, or retention of, an industry in the County, and lessening the burdens of government and acting in the public interest; and

WHEREAS, OCLDC is a public instrumentality of, but separate and apart from, the County; and

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 372 of the Laws of 1970 of the State of New York (collectively, the "Act"), the Oneida County Industrial Development Agency (the "Agency") was created for the following purposes: to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research, renewable energy and recreation facilities including industrial pollution control facilities, educational or cultural facilities, railroad facilities, horse racing facilities, automobile racing facilities, renewable energy projects, and thereby advance the job opportunities, health, general prosperity and economic welfare of the People of the State of New York and to improve their recreation opportunities, prosperity and standard of living; and

WHEREAS, the Agency has requested OCLDC provide certain services to the Agency to assist the Agency in achieving its public purposes, including but not limited to identifying opportunities in the County where the Agency can promote and develop business, commerce and industry and relieve the burden of County taxpayers by adding new and previously abandoned properties to the tax rolls (collectively, the "Economic Development Services"); and

WHEREAS, the Agency and OCLDC desire to enter into an agreement (the "Services Agreement") whereby OCLDC will provide the Economic Development Services to the Agency; and

WHEREAS, as compensation for the Economic Development Services, the Agency agrees to pay to OCLDC an initial fee of \$75,000.00 upon execution of the Services Agreement; and

WHEREAS, the Agency and OCLDC agree to review on a quarterly, semiannual or annual basis (as the parties deem to be appropriate) the appropriate compensation for Economic Development Services provided by OCLDC.

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Local Development Corporation (a majority of the members thereof affirmatively concurring) as follows:

#### Section 1.

- (a) By virtue of the Act, OCLDC has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and
- (b) Entering into the Services Agreement will relieve and reduce unemployment in the County, better and maintain job opportunities, aid the County by attracting new industry to the County or by encouraging the development of, or retention of, an industry in the County, and lessen the burdens of government and act in the public interest and thereby serve the public purposes of the Act; and
- (c) It is desirable and in the public interest for OCLDC to provide the Economic Development Services to the Agency and enter into the Services Agreement with the Agency.
- <u>Section 2</u>. In consequence of the foregoing, OCLDC hereby determines to: (i) provide the Economic Development Services to the Agency; and (ii) execute, deliver and perform the Services Agreement.
- Section 3. OCLDC is hereby authorized to provide the Economic Development Services to the Agency and enter into the Services Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by OCLDC with respect to such action are hereby approved, ratified and confirmed.
- <u>Section 4</u>. The form and substance of the Services Agreement (in substantially the form presented to OCLDC and which, prior to the execution and delivery thereof, may be redated) is hereby approved.

# Section 5.

- (a) The Chairman, Vice Chairman, Secretary or any member of OCLDC are hereby authorized, on behalf of OCLDC, to execute and deliver the Services Agreement, in substantially the form presented to this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Secretary or any member of OCLDC shall approve, and such other related documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "Closing Documents"). The execution thereof by the Chairman, Vice Chairman, or any member of OCLDC shall constitute conclusive evidence of such approval.
- (b) The Chairman, Vice Chairman, Secretary or member of OCLDC are further hereby authorized, on behalf of OCLDC, to designate any additional authorized representatives of OCLDC.
- Section 6. The officers, employees and agents of OCLDC are hereby authorized and directed for and in the name and on behalf of OCLDC to do all acts and things required or provided for by the provisions of the Closing Documents, and to execute and deliver all such additional certificates, instruments and documents, 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 OCLDC with all of the terms, covenants and provisions of the Closing Documents binding upon OCLDC.

Section 7. This resolution shall take effect immediately.

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

I, the undersigned Secretary of Oneida County Local Development Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Oneida County Local Development Corporation ("OCLDC"), including the resolutions contained therein, held on October 17, 2025 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of OCLDC and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that (i) all members of OCLDC had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of October 17, 2025.

ONEIDA COUNTY LOCAL
DEVELOPMENT CORPORATION

Ву:			
_	Secretary		



August 1, 2025

## Oneida County LDC,

It is with great excitement that FCCRG has been selected as an MVREDC Catalyst Project for Workforce development in partnership with Expertise Project. With that recognition FCCRG plans to apply for the Mohawk Valley Empowers Grant to support workforce development throughout the entire Mohawk Valley in our K-12 schools, BOCES, colleges, businesses and the six-county Workforce Boards. An innovative project like this will go a long way to develop collaboration between economic development, workforce professionals, educators, businesses, and the community.

Partnering with Expertise Project and using streaming video & immersive tools will be sure to shrink the Awareness Gap that exists between schools & employers in our communities. Our collective of students, parents, educators, employers, and partner workforce development organizations will help to create & distribute short videos that introduce different industries & the professionals that work there. The short career exploration videos illustrate how & where to get the training & skills in their schools & local communities. Our teamwork helps people discover good careers, assists employers recruit successful employees, & helps our workforce move forward. This "mobile-virtual-immersive" workforce multiplier would focus on the six-county region of Fulton, Montgomery & Schoharie Counties. Student populations for the six counties would be 64,000+ in grades 7-12. It will also have a focus for students at FMCC, HVCC & MVCC that are already partners. Lastly, it will also assist the six county Workforce Board at job fairs and in all six county offices.

This project has allocated a two-year platform membership for all Mohawk Valley school's grades 7-12 to include virtual reality goggles to use in the schools and with the platform. Expertise Project is a local workforce streaming platform similar to Netflix; however, dedicated to specific industries and careers in the region and state. Videos are made by students for the complete student experience. The plan is to acquire a mobile "igloo" video immersion room that can be used at schools, colleges, job fairs, workforce events and any other events where we can get the word out about careers, businesses, and opportunities in our region. This program has already been lauded by EDC, NYATEP, the local FMS Workforce Board, colleges, and schools locally.

This project was fully funded by the MV EMPOWERS grant (\$549,000.00), but CRG needs your help. CRG would like to request that your IDA help with the up-front costs for getting the project moving. The request is \$75,000.00 and that will be fully paid back upon completion of the drawdowns. We anticipate that its reimbursement will be around 12-15 months while awaiting grant processing. (sooner if possible)

Ronald M. Peters President & CEO Fulton County Center for Regional Growth

Ronp@fccrg.org 518-725-7700

# Authorizing Resolution Fulton County Center for Regional Growth Request for Funding

Date: October 17, 2025

At a meeting of the Oneida County Local Development Corporation, Oneida County, New York ("OCLDC"), held at 584 Phoenix Drive, Rome, New York on October 17, 2025, the following members of OCLDC were:

EDGE STAFF PRESENT:
ALSO PRESENT:

PRESENT:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to authorizing a loan to Fulton County Center for Regional Growth.

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

# RESOLUTION AUTHORIZING OCLDC TO LOAN FUNDS TO FULTON COUNTY CENTER FOR REGIONAL GROWTH.

WHEREAS, pursuant to the purposes and powers contained within Section 1411 of the Not-for-Profit Corporation Law ("N-PCL") of the State of New York (the "State"), as amended (hereinafter collectively called the "Act"), and pursuant to the certificate of incorporation filed on July 7, 2010, ONEIDA COUNTY LOCAL DEVELOPMENT CORPORATION ("OCLDC") was established as a not-for-profit local development corporation of the State for the purposes of, among other things, undertaking projects and activities within the County of Oneida, New York (the "County") for the purpose of relieving and reducing unemployment in the County, bettering and maintaining job opportunities, carrying on scientific research for the purpose of aiding the County by attracting new industry to the County or by encouraging the development of, or retention of, an industry in the County, and lessening the burdens of government and acting in the public interest; and

WHEREAS, OCLDC is a public instrumentality of, but separate and apart from, the County; and

WHEREAS, Fulton County Center for Regional Growth ("FCCRG") has been awarded a Mohawk Valley Empowers Grant totaling \$549,000.00 (the "Grant") to support a workforce development project that will benefit K-12 schools, BOCES, colleges, businesses and workforce boards in the County for the purpose of developing collaboration between economic development, workforce professionals, educators, businesses, and the community (collectively, the "Project"); and

WHEREAS, FCCRG has requested OCLDC extend a loan to FCCRG in the principal sum of \$75,000.00 in support of the Project (the "Loan"), which Loan will be repaid to OCLDC when FCCRG receives the proceeds of the Grant; and

WHEREAS, OCLDC desires to extend the Loan to FCCRG and to enter into an agreement relating to the terms of the Loan (the "Memorandum of Understanding").

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Local Development Corporation (a majority of the members thereof affirmatively concurring) as follows:

### Section 1.

(a) By virtue of the Act, OCLDC has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

- (b) Extending the Loan to FCCRG in support of the Project will (i) relieve and reduce unemployment; (ii) maintain job opportunities; (iii) encourage the retention of one or more industries; and (iv) lessen the burdens of government and act in the public interest and thereby serve the public purposes of the Act; and
- (c) It is desirable and in the public interest for OCLDC to extend the Loan in support of the Project and enter into the Memorandum of Understanding with FCCRG.
- <u>Section 2</u>. In consequence of the foregoing, OCLDC hereby determines to: (i) extend the Loan to FCCRG in support of the Project; and (ii) execute, deliver and perform the Memorandum of Understanding.
- Section 3. OCLDC is hereby authorized to extend the Loan to FCCRG and enter into the Memorandum of Understanding and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by OCLDC with respect to such action are hereby approved, ratified and confirmed.
- <u>Section 4</u>. The form and substance of the Memorandum of Understanding (in substantially the form presented to OCLDC and which, prior to the execution and delivery thereof, may be redated) is hereby approved.

#### Section 5.

- (a) The Chairman, Vice Chairman, Secretary or any member of OCLDC are hereby authorized, on behalf of OCLDC, to execute and deliver the Memorandum of Understanding, in substantially the form presented to this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Secretary or any member of OCLDC shall approve, and such other related documents as may be, in the judgment of the Chairman and OCLDC Counsel, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "Closing Documents"). The execution thereof by the Chairman, Vice Chairman, or any member of OCLDC shall constitute conclusive evidence of such approval.
- (b) The Chairman, Vice Chairman, Secretary or member of OCLDC are further hereby authorized, on behalf of OCLDC, to designate any additional authorized representatives of OCLDC.
- Section 6. The officers, employees and agents of OCLDC are hereby authorized and directed for and in the name and on behalf of OCLDC to do all acts and things required or provided for by the provisions of the Closing Documents, and to execute and deliver all such additional certificates, instruments and documents, 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 OCLDC with all of the terms, covenants and provisions of the Closing Documents binding upon OCLDC.

<u>Section 7</u>. This resolution shall take effect immediately.

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

I, the undersigned Secretary of Oneida County Local Development Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of Oneida County Local Development Corporation ("OCLDC"), including the resolutions contained therein, held on October 17, 2025 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of OCLDC and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that (i) all members of OCLDC had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of October 17, 2025.

ONEIDA COUNTY LOCAL DEVELOPMENT CORPORATION

Ву:			
-	Secretary		