RESOLUTION
(*4042 South LLC Project)*

A regular meeting of the Auburn Industrial Development Authority was convened at Memorial City Hall, 24 South Street, Auburn, New York on September 16, 2026 at 5:00 p.m.

The following resolution was duly offered and seconded, to wit:

Resolution No. 2026-9-1

RESOLUTION OF THE AUBURN INDUSTRIAL DEVELOPMENT AUTHORITY (i) ACCEPTING THE AMENDMENT TO THE APPLICATION OF 4042 SOUTH LLC WITH RESPECT TO A CERTAIN PROJECT (AS MORE FULLY DESCRIBED BELOW); (ii) AUTHORIZING A PUBLIC HEARING WITH RESPECT TO THE PROJECT; AND (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AUTHORITY.

WHEREAS, the Auburn Industrial Development Authority (the "Authority") is authorized and empowered by the provisions of the Auburn Industrial Development Authority Act, Chapter 915 of the 1969 Laws of New York constituting Title 15 of Article 8 of the Public Authorities Law, Chapter 43-A of the Consolidated Laws of New York, as amended (the "Act"), to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial and research facilities, and facilities for use by a federal agency or medical facility, among others, and thereby to advance the job opportunities, health, general prosperity and economic welfare of the people of the City of Auburn and improve their medical care and standard of living; and

WHEREAS, 4042 South LLC, a New York limited liability company (the "**Company**"), previously requested the Authority's assistance with a certain project (the "**Project**") consisting of (i) the acquisition of (A) an approximately 0.10 acre parcel of land located at 40 South Street in the City of Auburn identified as Tax Map No. 116.53-2-39 and (B) an approximately 0.10 acre parcel of land located at 42 South Street in the City of Auburn identified as Tax Map No. 116.53-2-40 (the "**Land**"), improved by a 22-unit residential apartment building and related site improvements (collectively, the "**Existing Improvements**"), (ii) the reconstruction of the Existing Improvements for use by the Company or its affiliates as 22-unit residential apartment building (the "**New Improvements**" and, together with the Existing Improvements, the "**Improvements**"), and (iii) the installation in and around the Improvements of equipment for use by the Company or its affiliates as a residential apartment building (the "**Equipment**" and, together with the Land and the Improvements, the "**Project Facility**"); and

WHEREAS, pursuant to Section 2302 of the Act, on December 17, 2025 the Authority adopted a resolution describing the Project and granting certain financial assistance with respect to the Project (the "**Prior Resolution**"); and

WHEREAS, due to unanticipated increases in the costs of the Project, the Company has submitted an amendment to the application (the "**Application Amendment**") to increase the project costs and the amount of financial assistance requested from the Authority; and

WHEREAS, it is contemplated that the Authority will (i) negotiate and enter into a lease agreement (the "**Lease Agreement**"), leaseback agreement (the "**Leaseback Agreement**") and an agent and financial assistance and project agreement (the "**Agent Agreement**") with the Company, (ii) take title to or retain a leasehold interest in the Project Facility (once the Lease Agreement, Leaseback Agreement, and PILOT Agreement have been negotiated) and (iii) provide financial assistance (the "**Financial Assistance**") to the Company in the form of (A) a sales and use tax exemption for purchases and rentals related to the acquisition, construction and equipping of the Project, and (B) a partial abatement of the mortgage recording tax, all as set forth in the Agent Agreement; and

WHEREAS, pursuant to Section 2307 of the Act, prior to the Authority providing any Financial Assistance to any project, the Authority, among other things, must hold a public hearing with respect to the Project; and

WHEREAS, the actions of the Authority remain subject to the review required by the New York State Environmental Quality Review Act ("**SEQRA**") with respect to the Project.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE AUTHORITY AS FOLLOWS:

Section 1. The Company has presented the Application Amendment in a form acceptable to the Authority. Based upon the representations made by the Company to the Authority in the Company's application, the Authority hereby finds and determines that:

(A) The Application Amendment supersedes all prior applications of the Company for financial assistance; and

(B) By virtue of the Act, the Authority 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

(C) The Authority has the authority to take the actions contemplated herein under the Act; and

(D) The action to be taken by the Authority will further the purposes of the Authority under the Act by increasing employment opportunities in the City of Auburn, preventing economic deterioration and otherwise furthering the purposes of the Authority as set forth in the Act; and

(E) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "**State**") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project

located within the State; and the Authority hereby finds that, based on the Company's application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries.

Section 2. The proposed financial assistance being contemplated by the Authority includes (A) an exemption from all state and local sales and use taxes with respect to the qualifying personal property included in or incorporated into the Project Facility or used in the acquisition, construction, renovation or equipping of the Project Facility; and (B) the partial abatement of the mortgage recording tax.

Section 3. The Chair or Vice Chair of the Authority are hereby authorized, on behalf of the Authority, to cause the issuance of a notice of public hearing, hold a public hearing in compliance with the Act and negotiate (but not execute or deliver) the terms of (A) the Lease Agreement whereby the Company leases the Project Facility to the Authority, (B) the Leaseback Agreement conveying the Project Facility back to the Company, (C) the Agent Agreement whereby the Company makes certain representations and agreements with respect to the Financial Assistance granted to the Company, and (D) related documents; provided (i) the rental payments under the Leaseback Agreement shall include payments of all costs incurred by the Authority arising out of or related to the Project and indemnification of the Authority by the Company for actions taken by the Company and/or claims arising out of or related to the Project; and (ii) the terms of the Agent Agreement are consistent with the Authority's Uniform Tax Exemption Policy or if there is a deviation from such policy that sufficient grounds are stated for such deviation as set forth in Section 2315 of the Act.

Section 4. This Resolution is subject to compliance with the applicable provisions of SEQRA in connection with the Project.

Section 5. The Chair and Vice Chair of the Authority are hereby authorized and directed for and in the name and on behalf of the Authority to do all acts and things required and 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 acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Authority with all of the terms, covenants and provisions of the documents executed for and on behalf of the Authority.

Section 6. This Resolution shall take effect immediately.

Section 7. This Resolution shall supersede the Prior Resolution in all respects. In no event will the Company be entitled to other or additional financial assistance from the Authority.

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

	Yea	Nay	Absent	Abstain
Gwendolyn Webber-McLeod, Chair	x			
Terrence Cuddy, Vice Chair			x	
Daniel Lovell, Secretary	x			
William Andre, Member		x		
Tessa Crawford, Member	x			
Matthew DelFavero, Member	x			
James N. Giannettino, Jr., Member			x	
Courtney Hennigan, Member	x			
Karen Walter, Member		x		

STATE OF NEW YORK)
COUNTY OF CAYUGA) SS:

I, the undersigned Secretary of the Auburn Industrial Development Authority, DO HEREBY CERTIFY:

That I have compared the annex extract of minutes of the meeting of the Auburn Industrial Development Authority (the "**Authority**"), including the resolution contained therein, held on September 16, 2026, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Authority and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matter therein referred to.

I FURTHER CERTIFY, that all members of said Authority had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law of the State (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Authority 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 or repealed.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 18th day of September, 2026.

Daniel Lovell, Secretary