

RESOLUTION
(Upstate Niagara Cooperative, Inc.)

A regular meeting of the Board of Directors of the St. Lawrence County Industrial Development Agency (“Agency”) was convened in public session on May 24, 2011 at Best Western, U.S. Highway 11, Canton, New York.

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

MEMBER	PRESENT	ABSENT
Blevins, Lynn	X	
Hall, Mark	X	
LaBaff, Ernest	X	
McMahon, Andrew J.	X	
Peck, Donald	X	
Staples, Brian	X	
Weekes, Jr., R. Joseph	X	

Also present: Raymond H. Fountain, CEO; Patrick J. Kelly, Deputy CEO; Kimberly Gilbert, CFO, Rich Williams, Facilities Manager; Natalie Sweatland, Administrative Assistant; Brian Norton and Leigh Rodriguez, Business Development Specialists; Edmund J. Russell III, Esq., Agency Counsel.

A motion was duly made and seconded. The following Resolution was placed before the Board of Directors of the Agency.

**ADOPTING FINDINGS PURSUANT TO THE STATE
ENVIRONMENTAL QUALITY REVIEW ACT (“SEQRA”)**
Resolution No. 11-05-20

WHEREAS, Upstate Niagara Cooperative, Inc. (the “Company”), has applied for a loan with the St. Lawrence County Industrial Development Agency Local Development Corporation (the “Lender”) in connection with the updating and refurbishment of an existing dairy processing plant in North Lawrence, New York (the “Project”); and

WHEREAS, the Company has previously submitted to the Agency a Short Form Environmental Assessment Form (the “EAF”) in compliance with Article 8 of the Environmental Conservation Law and Regulations adopted pursuant thereto by the Department of Environmental Conservation of the State (collectively, “SEQRA”) with respect to the Project, a copy of which is attached hereto as Exhibit A.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (the “Agency”) AS FOLLOWS:

Section 1. The action to be taken by the Agency will induce the Company to undertake the Project, thereby increasing employment opportunities in St. Lawrence County, New York, and otherwise furthering the purposes of the Agency.

Section 2. The Agency determines that the Project involves an “Unlisted Action” as said term is defined under SEQRA. The Agency further determines that, based upon the review of the EAF and related documents delivered by the Company to the Lender and other representations made by the Company to the Lender in connection with the Project, (i) the Project will result in no major impacts and, therefore, is one which may not cause significant damage to the environment; (ii) the Project will not have a “significant effect on the environment” as such quoted terms are defined in SEQRA; (iii) no “environmental impact statement” as such quoted term is defined in SEQRA, need be prepared for this action; and (iv) the Agency’s determination constitutes a “negative declaration” for purposes of SEQRA.

Section 3. The Chairman (or Vice Chairman) or Secretary of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 4. This Resolution shall take effect immediately.

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

Member	Aye	Nay	Abstain	Absent
Blevins, Lynn	X			
Hall, Mark	X			
LaBaff, Ernest	X			
McMahon, Andrew J.	X			
Peck, Donald	X			
Staples, Brian	X			
Weekes, Jr., R. Joseph	X			

The resolution was thereupon declared duly adopted.

SECRETARY’S CERTIFICATION

STATE OF NEW YORK)
COUNTY OF ST. LAWRENCE) ss.:

I, the undersigned Secretary of the St. Lawrence County Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Agency, including the resolution contained therein, held on May 24, 2011 with the original thereof on file in my office, and that the same is a true and correct copy of the said original and of such resolution 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 (A) all Directors of said Agency had due notice of said meeting; (B) that the meeting was in all respects duly held; and (C) pursuant to Article 7 of the Public Officers Law (the “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 the Open Meetings Law.

I FURTHER CERTIFY, that there was a quorum of the Directors 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, rescinded or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this 24th day of May, 2011.

/s/
(Mr.) Lynn Blevins, Secretary

[SEAL]

EXHIBIT A

NEGATIVE DECLARATION

Reasons Supporting This Determination:

(See 617.7(a)-(c) for requirements of this determination ; see 617.7(d) for Conditioned Negative Declaration)

If Conditioned Negative Declaration, provide on attachment the specific mitigation measures imposed, and identify comment period (not less than 30 days from date of publication in the ENB)

For Further Information:

Contact Person:

Address:

Telephone Number:

For Type 1 Actions and Conditioned Negative Declarations, a Copy of this Notice is sent to:

Chief Executive Officer , Town / City / Village of

Other involved agencies (If any)

Applicant (If any)

Environmental Notice Bulletin, Room 538, 50 Wolf Road, Albany NY, 12233-1750 (Type One Actions only)

Appendix C
State Environmental Quality Review
SHORT ENVIRONMENTAL ASSESSMENT FORM
For UNLISTED ACTIONS Only

PART I - PROJECT INFORMATION (To be completed by Applicant or Project Sponsor)

1. APPLICANT/SPONSOR Upstate Niagara Cooperative, Inc.	2. PROJECT NAME North Lawrence Acquisition & Equipment
3. PROJECT LOCATION: Municipality <u>North Lawrence, NY</u> County <u>St. Lawrence</u>	
4. PRECISE LOCATION (Street address and road intersections, prominent landmarks, etc., or provide map) <u>22,24,25 CR 52 & 3 Railroad St</u> <u>North Lawrence, NY 12967</u>	
5. PROPOSED ACTION IS: <input type="checkbox"/> New <input type="checkbox"/> Expansion <input checked="" type="checkbox"/> Modification/alteration	
6. DESCRIBE PROJECT BRIEFLY: <u>Acquisition of existing dairy plant - building, land & equipment. Installation of two new high speed production lines.</u>	
7. AMOUNT OF LAND AFFECTED: Initially <u>0</u> acres Ultimately <u>0</u> acres	
8. WILL PROPOSED ACTION COMPLY WITH EXISTING ZONING OR OTHER EXISTING LAND USE RESTRICTIONS? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If No, describe briefly	
9. WHAT IS PRESENT LAND USE IN VICINITY OF PROJECT? <input checked="" type="checkbox"/> Residential <input checked="" type="checkbox"/> Industrial <input checked="" type="checkbox"/> Commercial <input checked="" type="checkbox"/> Agriculture <input type="checkbox"/> Park/Forest/Open Space <input type="checkbox"/> Other Describe:	
10. DOES ACTION INVOLVE A PERMIT APPROVAL, OR FUNDING, NOW OR ULTIMATELY FROM ANY OTHER GOVERNMENTAL AGENCY (FEDERAL, STATE OR LOCAL)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If Yes, list agency(s) name and permit/approvals: <u>Project support is expected from ESD, NYPA and St. Lawrence County IDALDC</u>	
11. DOES ANY ASPECT OF THE ACTION HAVE A CURRENTLY VALID PERMIT OR APPROVAL? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes, list agency(s) name and permit/approvals:	
12. AS A RESULT OF PROPOSED ACTION WILL EXISTING PERMIT/APPROVAL REQUIRE MODIFICATION? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE TO THE BEST OF MY KNOWLEDGE	
Applicant/sponsor name: <u>Upstate Niagara Cooperative, Inc.</u>	Date: <u>5-16-11</u>
Signature: <u><i>Charles J. Williams, Director of Risk Management</i></u>	

If the action is in the Coastal Area, and you are a state agency, complete the Coastal Assessment Form before proceeding with this assessment

PART II - IMPACT ASSESSMENT (To be completed by Lead Agency)

A. DOES ACTION EXCEED ANY TYPE I THRESHOLD IN 6 NYCRR, PART 617.4? Yes No If yes, coordinate the review process and use the FULL EAF.

B. WILL ACTION RECEIVE COORDINATED REVIEW AS PROVIDED FOR UNLISTED ACTIONS IN 6 NYCRR, PART 617.6? If No, a negative declaration may be superseded by another involved agency. Yes No

C. COULD ACTION RESULT IN ANY ADVERSE EFFECTS ASSOCIATED WITH THE FOLLOWING: (Answers may be handwritten, if legible)

C1. Existing air quality, surface or groundwater quality or quantity, noise levels, existing traffic pattern, solid waste production or disposal, potential for erosion, drainage or flooding problems? Explain briefly:

None

C2. Aesthetic, agricultural, archaeological, historic, or other natural or cultural resources; or community or neighborhood character? Explain briefly:

None

C3. Vegetation or fauna, fish, shellfish or wildlife species, significant habitats, or threatened or endangered species? Explain briefly:

None

C4. A community's existing plans or goals as officially adopted, or a change in use or intensity of use of land or other natural resources? Explain briefly:

None

C5. Growth, subsequent development, or related activities likely to be induced by the proposed action? Explain briefly:

None

C6. Long term, short term, cumulative, or other effects not identified in C1-C5? Explain briefly:

None

C7. Other impacts (including changes in use of either quantity or type of energy)? Explain briefly:

None

D. WILL THE PROJECT HAVE AN IMPACT ON THE ENVIRONMENTAL CHARACTERISTICS THAT CAUSED THE ESTABLISHMENT OF A CRITICAL ENVIRONMENTAL AREA (CEA)?

Yes No If Yes, explain briefly:

E. IS THERE, OR IS THERE LIKELY TO BE, CONTROVERSY RELATED TO POTENTIAL ADVERSE ENVIRONMENTAL IMPACTS?

Yes No If Yes, explain briefly:

PART III - DETERMINATION OF SIGNIFICANCE (To be completed by Agency)

INSTRUCTIONS: For each adverse effect identified above, determine whether it is substantial, large, important or otherwise significant. Each effect should be assessed in connection with its (a) setting (i.e. urban or rural); (b) probability of occurring; (c) duration; (d) irreversibility; (e) geographic scope; and (f) magnitude. If necessary, add attachments or reference supporting materials. Ensure that explanations contain sufficient detail to show that all relevant adverse impacts have been identified and adequately addressed. If question D of Part II was checked yes, the determination of significance must evaluate the potential impact of the proposed action on the environmental characteristics of the CEA.

Check this box if you have identified one or more potentially large or significant adverse impacts which **MAY** occur. Then proceed directly to the FULL EAF and/or prepare a positive declaration.


Check this box if you have determined, based on the information and analysis above and any supporting documentation, that the proposed action **WILL NOT** result in any significant adverse environmental impacts **AND** provide, on attachments as necessary, the reasons supporting this determination.

St. Lawrence County IDA

Name of Lead Agency

Raymond H. Fountain


Print or Type Name of Responsible Officer in Lead Agency


Signature of Responsible Officer in Lead Agency

Date

Chief Executive Officer

Title of Responsible Officer


Signature of Preparer (If different from responsible officer)

Reset