

CPH-F SEORA

A meeting of the St. Lawrence County Industrial Development Agency Civic Development Corporation was convened in public session on June 24, 2010 at McCarthy's Restaurant in Canton, New York.

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

MEMBER	PRESENT	ABSENT
Lynn Blevins	X	
Mark C. Hall	X	
Ernest LaBaff	X	
Andrew J. McMahan		X
Brian W. Staples	X	
R. Joseph Weekes, Jr.	X	

The following persons were ALSO PRESENT: Raymond Fountain, CEO; Kimberly Gilbert, CFO; Patrick Kelly, Deputy CEO; Richard Williams, Facilities Manager; Natalie Sweatland, Administrative Assistant; William R. Small, Esq., Agency Counsel.

The following resolution was offered by Mr. LaBaff and seconded by Mr. Weekes:

DETERMINING THAT ACTION TO FINANCE A PROJECT FOR THE BENEFIT OF CANTON-POTSDAM HOSPITAL FOUNDATION IS A TYPE II ACTION FOR PURPOSES OF THE NEW YORK STATE ENVIRONMENTAL QUALITY REVIEW ACT

Resolution No. CDC-10-06-07

WHEREAS, Canton-Potsdam Hospital Foundation (hereinafter referred to as the "Foundation") has presented an application (the "Application") to the St. Lawrence County Industrial Development Agency Civic Development Corporation (the "Issuer") requesting that the Issuer consider an undertaking: (i) to issue its revenue bonds (the "Bonds") in one or more issues or series in an aggregate amount sufficient to finance all or a portion of the cost of the acquisition, construction and equipping of the project facility described in the following paragraph (the "Project Facility"); and (ii) to loan the proceeds from the sale of the Bonds to the Foundation, all pursuant to Section 1411 of the Not-for-Profit Corporation Law of the State of New York, as amended (the "Act"); and

WHEREAS, the proceeds of the Bonds will be used to finance the following project (the "Project") for the Foundation: (A) (1) the acquisition of approximately 24 acres of land located at 49 Lawrence Avenue in Potsdam, New York (the "Land") together with the former St. Mary's School building located thereon (the "Existing Facility"); (2) the construction of an approximately 1,500 square foot addition to the Existing Facility (the "Addition") and renovation of the Existing Facility; and (3) the acquisition and installation in the Existing Facility and the Addition of certain machinery and equipment (the "Equipment" and, together with the Land, the Existing Facility and the Addition, being collectively referred to as the "Project Facility"), all

for use by Canton-Potsdam Hospital (the "Hospital") for medical clinics and outpatient programs; (B) the refinancing of certain outstanding indebtedness of the Foundation incurred to fund costs of acquiring, constructing and renovating the Project Facility; and (C) paying costs incidental to the financing thereof;

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"), the Issuer desires to comply with the SEQRA Act and the Regulations with respect to the Project; and

WHEREAS, to aid the Issuer in determining whether the acquisition, construction, and equipping of the Project Facility may have a significant effect upon the environment, the Foundation has prepared and submitted to the Issuer a short environmental assessment form (the "EAF") and has also submitted the determination of the Village of Potsdam Planning Board (the "Planning Board") under the SEQRA Act and Regulations with respect to the Project Facility (the "Planning Board Determination", and together with the EAF and all supporting documentation attached thereto, collectively referred to as "Environmental Materials"), a copy of which was presented to and reviewed by the Issuer at this meeting and copies of which are on file at the office of the Issuer; and

WHEREAS, pursuant to the Regulations, the Issuer has examined the Environmental Materials in order to make a determination as to the potential environmental significance of the Project Facility; and

WHEREAS, based on the Issuer's review of the Environmental Materials and the determination of the Planning Board, the Project Facility appears to constitute a "Type II Action" (as said quoted term is defined in the Regulations);

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY CIVIC DEVELOPMENT CORPORATION AS FOLLOWS:

(1) Based on an examination of the Environmental Materials, the Planning Board Determination and based further upon the Issuer's knowledge of the area surrounding the Project Facility and such further investigation of the Project Facility and its environmental effects as the Issuer has deemed appropriate, the Issuer makes the following findings and determinations with respect to the Project Facility:

(A) The Project Facility is described in the EAF and the supporting documentation attached thereto;

(B) The Project Facility constitutes a "Type II Action" (as defined in the Regulations); and

(C) Therefore, the Project constitutes a "Type II Action" and no further

action under the SEQRA Act and the Regulations is required with respect to the Project.

(2) 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:

MEMBER	AYE	NAY	ABSTAIN	ABSENT
Lynn Blevins	X			
Mark C. Hall	X			
Ernest LaBaff	X			
Andrew J. McMahon				X
Brian W. Staples	X			
R. Joseph Weekes, Jr.	X			

The foregoing resolution was thereupon declared duly adopted.

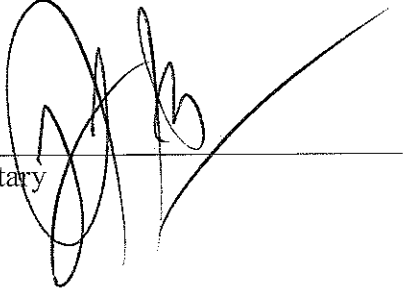
STATE OF NEW YORK)
) SS.:
COUNTY OF ST. LAWRENCE)

I, the undersigned Secretary of the St. Lawrence County Industrial Development Agency Civic Development Corporation (the "Issuer"), DO HEREBY CERTIFY that I have compared the foregoing copy of the minutes of the meeting of the Issuer, including the Resolution contained therein, held on June 24, 2010 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 (i) all members of the Issuer had due notice of said meeting, (ii) said meeting was in all respects duly held, (iii) 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 (iv) there was a quorum of the members 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 24th day of June, 2010.

Secretary 

[SEAL]

State Environmental Quality Review
NEGATIVE DECLARATION
Notice of Determination of Non-Significance

Project Number

Date: June 24, 2010

This notice is issued pursuant to Part 617 of the implementing regulations pertaining to Article 8 (State Environmental Quality Review Act) of the Environmental Conservation Law.

The St. Lawrence County IDA CDC as lead agency, has determined that the proposed action described below will not have a significant environmental impact and a Draft Impact Statement will not be prepared.

Name of Action:

Canton Potsdam Hospital Foundation - Lawrence Ave. project

SEQR Status: Type 1
Unlisted

Conditioned Negative Declaration: Yes
 No

Description of Action:

- (1) the acquisition of approximately 24 acres of land located at 49 Lawrence Avenue in Potsdam, New York (the "Land") together with the former St. Mary's School building located thereon (the "Existing Facility")
- (2) the construction of an approximately 1,500 square foot addition to the Existing Facility (the "Addition") and renovation of the Existing Facility

Location: (Include street address and the name of the municipality/county. A location map of appropriate scale is also recommended.)

49 Lawrence Ave., Potsdam, NY St. Lawrence County

Reasons Supporting This Determination:

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

This project will rehabilitate and put back into service, a building left vacant after St. Mary's School was closed a few years ago. There will be no significant changes to the footprint of the building or land surrounding it.

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: Raymond H. Fountain

Address: 80 SH 310, Suite 6, Canton, NY 13617

Telephone Number: 315-379-9806

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)