

At a meeting of the St. Lawrence County Industrial Development Agency Civic Development Corporation (the “Issuer”) convened in public session on February 16, 2017 in Canton, New York, the following members of the Issuer were:

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

The following persons were ALSO PRESENT: IDA Staff – Patrick J. Kelly, Thomas A. Plastino, Lori Sibley, Kimberly Gilbert, and Richard A. Williams.

Upon motion duly made by Mr. Blevins and seconded by Mr. Hall, the following resolution was duly adopted by the Issuer with its members voting as follows:

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

SEQRA RESOLUTION
 (Clarkson University Project)
 Resolution No. CDC-17-02-02

**RESOLUTION DETERMINING THAT PROPOSED ACTIONS ARE TYPE II
 ACTIONS FOR PURPOSES OF THE NEWYORK STATE
 ENVIRONMENTAL QUALITY REVIEW ACT**

WHEREAS, the St. Lawrence County Industrial Development Agency Civic Development Corporation (the “Issuer”) is considering undertaking a project (the “Project”) for the benefit of Clarkson University (the “University”) consisting of (A) (1) improvements to facilities located on the University’s Hill Campus situated on approximately 640 acres off of Maple Street (Route 11) in the Village of Potsdam, Town of Potsdam, New York (the “Hill Campus”), including utilities, roadways, parking areas and water management facilities (collectively, the “Improvements”), (2) the renovation, reconstruction and equipping of the Ross-Brooks Dining Hall located on the Hill Campus (the “Dining Hall”), (3) the renovation, reconstruction and equipping of the Holcroft House located on the Hill Campus (the “Holcroft

House”), (4) the replacement of the existing roof at the Indoor Recreation Center located on the Hill Campus (the “Recreation Center”), (5) the renovation, reconstruction and equipping of the Cheel Arena located on the Hill Campus (the “Cheel Arena”), (6) the completion of site work related to the Woodstock Village apartment complex located on the Hill Campus (the “Woodstock Village”), (7) the reconstruction of an existing roadway located on the Hill Campus beginning at the westerly end of the entrance to the parking lot for the Townhouse Apartments complex and ending at the westerly end of the parking lot for the Woodstock Village and Andrews S. Schuler Educational Resources Center all located on the Hill Campus, as well as the reconstruction of the driveway loop at the southern entrance of the Center for Advanced Materials Processing located on the Hill Campus, including drainage improvements, curbing, sidewalks, lighting and site grading thereon and therein (collectively, the “Loop Road”) and (8) the acquisition and installation thereon and therein of various machinery and equipment (the “Equipment” and, collectively with the Improvements, the Dining Hall, the Holcroft House, the Recreation Center, the Cheel Arena, the Woodstock Village and the Loop Road, hereinafter referred to as the “Current Project Facility”); (B) the refinancing of all or a portion of the St. Lawrence County Industrial Development Agency Civic Facility Revenue Bonds (Clarkson University Project), Series 2003 (the “Series 2003 Bonds”) issued for the benefit of the University, the proceeds of which were applied in part to finance (1) the renovation and reconstruction of the Hamlin-Powers Residence Hall located on the Hill Campus (the “2003 Facility”), including grading or improvement of the site, (2) the acquisition and installation in the 2003 Facility of certain machinery and equipment and (3) the refinancing of the St. Lawrence County Industrial Development Agency Civic Facility Revenue Bonds (Clarkson University Project), Series 1990 issued to finance the construction and equipping of the Cheel Student Center located on the Hill Campus; (C) the refinancing of the St. Lawrence County Industrial Development Agency Civic Facility Revenue Bonds (Clarkson University Project), Series 2007 (the “Series 2007 Bonds” and, collectively with the Series 2003 Bonds hereinafter referred to as the “Prior Bonds”) issued for the benefit of the University, the proceeds of which were applied in part to finance (1) the acquisition and installation of a telephone system on the Hill Campus and the University’s Old Main Campus situated on approximately 15 acres off of Elm Street in the Village of Potsdam, Town of Potsdam, New York and (2) the refinancing of (a) the University’s 1998 Consolidated Term Loan from KeyBank National Association that refinanced the cost of improvements to the William J. Rowley Science and Engineering Laboratories, the Townhouse Apartments and the Andrew S. Schuler Educational Resources Center all located on the Hill Campus; (b) the St. Lawrence County Industrial Development Agency Civic Facility Revenue Bonds (Clarkson University Project), Series 1999A issued to finance the construction of a new academic building for the School of Business and the School of Liberal Arts, the construction of the Danny Brown Adirondack Lodge and the construction of the Deneka Family Fitness Center all located on the Hill Campus; (c) the Development Authority of the North Country Civic Facility Revenue Bonds (Clarkson University Project), Series 1999A issued to finance the renovation of the Ross, Brooks, Reynolds, and Cubley Residence Halls and Clarkson Hall all located on the Hill Campus; and (d) the St. Lawrence County Industrial Development Agency Civic Facility Revenue Bonds (Clarkson University Project), Series 2001A issued to finance the construction of an addition to and the renovation of Alumni Gym and the renovation of the Science Center all located on the Hill Campus; (D) the funding of a debt service reserve fund, if any, and capitalized interest if any, and (E) paying certain costs and expenses incidental to the issuance of the Bonds; and

WHEREAS, pursuant to the New York State Environmental Quality Review Act (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 SEQR Act and the Regulations with respect to the Project; and

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

1. The acquisition, renovation, reconstruction, installation and equipping of the Current Project Facility and the refinancing of the Prior Bonds constitute “Type II Actions” under 6 NYCRR Sections 617.5(c)(2), 617.5(c)(8), 617.5(c)(23) and 617.5(c)(25), respectively, and no further action under the SEQR Act and the Regulations is required.

2. This resolution shall take effect immediately.

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 annexed extract of the minutes of the meeting of the Issuer held on February 16, 2017 with the original thereof on file in my office and that the same is a true and correct of the proceedings of the Issuer and of the whole of said original insofar as the same relates to the subject matters referred to therein.

I FURTHER CERTIFY that (i) all members of the Issuer had due notice of such meeting, (ii) pursuant to Section 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 Section 104, (iii) said meeting was in all respects duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of St. Lawrence County, New York this 16th day of February, 2017.

Secretary

[SEAL]