

ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
 Resolution No. IDA-18-12-32  
 December 7, 2018

**AUTHORIZING TERMINATION OF LEASE, LEASEBACK AND PAYMENT IN LIEU OF TAXES AGREEMENTS WITH MAXAM NORTH AMERICA, INC.**

**WHEREAS**, the St. Lawrence County Industrial Development Agency (the “SLCIDA”) and Maxam North America, Inc. (the “Company”) entered into Lease, Leaseback and Payment in Lieu of Taxes Agreements (the “Agreements”) dated November 17, 2014 for a certain project located at 3 Cemetery Drive, City of Ogdensburg, St. Lawrence County, State of New York, and

**WHEREAS**, the SLCIDA has determined that the project is not meeting the job creation goals as originally proposed and as more thoroughly described within the Agreements, and

**WHEREAS**, the SLCIDA has met with the Company to discuss the current job numbers at the project location, and

**WHEREAS**, the Company has confirmed that the current business model for the project location does not include a likelihood of reaching the job creation goals as originally proposed, and

**WHEREAS**, the SLCIDA wishes to exercise its rights and privileges to terminate the Agreements, and

**NOW, THEREFORE, BE IT RESOLVED** that the St. Lawrence County Industrial Development Agency does hereby authorize the termination of the Agreements and the conveyance to Maxam North America, Inc. of the facility effective the date of this resolution, and

**BE IT FURTHER RESOLVED** that the St. Lawrence County Industrial Development Agency officers and staff are each hereby designated, authorized, empowered and directed to execute and deliver any and all agreements and other documents required to effectuate the transactions contemplated by this resolution.

Move:	LaBaff			
Second:	Hooper			
<b>VOTE</b>	<b>AYE</b>	<b>NAY</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
Blevins				X
Hall	X			
LaBaff	X			
McMahon	X			
Hooper	X			
Staples	X			
Morrill	X			

I HEREBY CERTIFY that I have compared this copy of this Resolution with the original record in this office, and that the same is a correct transcript thereof and of the whole of said original record.

/s/ \_\_\_\_\_  
 Lori Sibley  
 December 7, 2018