

RESOLUTION
(Norwich Yonkers LLC Project)

A regular meeting of the City of Yonkers Industrial Development Agency was convened on May 20, 2014, at the Mayor's Reception Room, City Hall, 40 South Broadway, Yonkers, New York.

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

Resolution No. 05/2014-14

RESOLUTION OF THE CITY OF YONKERS INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") REGARDING THE AGENCY'S NORWICH YONKERS LLC PROJECT LOCATED AT 5 EXECUTIVE BOULEVARD, YONKERS, NEW YORK

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 83 of the Laws of 1982 of the State of New York, as may be amended from time to time (collectively, the "Act"), the City of Yonkers Industrial Development Agency (the "Agency") was created with the authority and power among other things, to assist with the acquisition of certain projects as authorized by the Act; and

WHEREAS, Norwich Yonkers LLC, a Delaware limited liability company with offices at c/o True North Hotel Group, 7300 West 110th Street, Suite 990, Overland Park, Kansas 66210 (the "Company"), has submitted an application (the "Application") to the Agency, copies of which were presented at this meeting and a copy of which is on file at the office of the Agency, requesting financial assistance through a straight-lease transaction (as each such term is defined in the Act) for a proposed project (the "Project") in the City of Yonkers (the "City"); and

WHEREAS, the Project shall consist of the Agency taking title, possession or control (by deed, lease, sublease, license or otherwise) of approximately 2.9 acres of land at 5 Executive Boulevard, Yonkers, New York (collectively, the "Land"); the lease, sublease, or installment sale of the Land back to the Company; and the construction, renovation, improving, maintenance and equipping thereon of an approximately 84,000 square foot, 4-story hotel facility ("together with the Land, the "Facility"), which Facility will be developed and operated by the Company as a franchised Courtyard by Marriott (or similar nationally recognized hotel flag), all under a lease or sublease from the Agency, all as more fully described in the Application; and

WHEREAS, WHEREAS, on March 25, 2014, the Agency adopted a resolution (the "Inducement Resolution") making certain findings and determinations in respect of the Project; and

WHEREAS, the Agency constitutes a "State Agency" under and pursuant to Article 8 of the Environmental Conservation Law ("SEQRA") and the regulations of the Department of Environmental Conservation of the State of New York thereunder (the "DEC Regulations"); and

WHEREAS, the Agency has made no determination with respect to the Project under SEQRA; and

WHEREAS, in connection with an application for a zoning text amendment to section 43-74. D (5)(J)2 of the Yonkers Zoning ordinance relating to the Project, by notice dated April 2, 2014, the City of Yonkers City Council (the “City Council”) has given notice to the Agency that, unless timely written objections are received by the City Council, the City Council intends to act as lead agency to conduct a coordinated review under SEQRA (the “Coordinated Review”) of the actions relating to such proposed zoning text amendment; and

WHEREAS, the Coordinated Review will include the actions which constitute the Project as hereinabove described; and

WHEREAS, the Agency has no objection to the City Council acting as lead agency with respect to the Coordinated Review under SEQRA.

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows (collectively, this “Resolution”):

Section 1. The Agency consents to the designation of the City Council as lead agency in respect of the Coordinated Review under SEQRA of the actions constituting the Project. The Agency will participate in such review as an involved agency.

Section 2. The Chairman, the Vice Chairman, the President/CEO and the Executive Director of the Agency, or any one of them, are hereby authorized and directed to advise the City Council in writing of the foregoing consent.

Section 3. This Resolution shall take effect immediately.

[The Balance of this Page Intentionally Left Blank]

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

| | <i>Yea</i> | <i>Nay</i> | <i>Abstain</i> | <i>Absent</i> |
|--------------------|------------|------------|----------------|---------------|
| Mike Spano | [✓] | [] | [] | [] |
| Martin Ball, Sr. | [] | [] | [] | [x] |
| Susan Gerry | [✓] | [] | [] | [] |
| Joy Carden | [✓] | [] | [] | [] |
| Cecile D. Singer | [✓] | [] | [] | [] |
| Peter Kischak | [✓] | [] | [] | [] |
| Robert Maccariello | [] | [] | [] | [x] |

The Resolutions were thereupon duly adopted.

SECRETARY'S CERTIFICATION
(Norwich Yonkers LLC Project – Resolution)

STATE OF NEW YORK)
COUNTY OF WESTCHESTER) ss.:

I, the undersigned, Secretary of the City of Yonkers Industrial Development Agency DO
HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the City of Yonkers Industrial Development Agency (the "Agency"), including the resolution contained therein regarding the designation of the City of Yonkers City Council as lead agency under SEQRA for a coordinated review of actions relating to the Agency's Norwich Yonkers LLC Project to be located at 5 Executive Boulevard, Yonkers, New York, held on May 20, 2014, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency 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 all members of said Agency 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 (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 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 or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this 20 day of May, 2014.


Susan Gerry, Secretary

[SEAL]