

**275 Oak Drive LLC/Nestle Waters North America Inc.,  
SEQRA Resolution**

A regular meeting of the Nassau County Industrial Development Agency (the “Agency”) was convened in public session at the offices of the Agency located at 1550 Franklin Avenue, Mineola, Nassau County, New York on May 16, 2019 at 6:30 PM, local time.

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

PRESENT:

Richard Kessel	Chairman
Lewis M. Warren	Vice Chairman
Anthony Simon	2nd Vice Chairman
Amy Flores	Treasurer
Chris Fusco	Asst. Secretary

NOT PRESENT:

Timothy Williams	Secretary
John Coumatos	Asst. Treasurer

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Harry Coghlan	Chief Executive Officer/Executive Director
Danielle Oglesby	Chief Operating Officer/Deputy Executive Director
Joseph Foarile	Chief Financial Officer
Colleen Pereira	Administrative Director
Thomas D. Glascock	Agency Counsel
Andrew Komaromi	Bond/Transaction Counsel

The attached resolution no. 2019-43 was offered by Anthony Simon, seconded by Richard Kessel:

Resolution No. 2019-43

RESOLUTION FINDING THAT ACTION TO UNDERTAKE A  
CERTAIN PROJECT FOR 275 OAK DRIVE LLC/NESTLE WATERS  
NORTH AMERICA INC., IS A TYPE II ACTION UNDER THE  
STATE ENVIRONMENTAL QUALITY REVIEW ACT AND  
IS NOT SUBJECT TO FURTHER REVIEW

**Project Name:** 2019 Nestle Waters Project

**Location:** 275-280 Oak Drive, Syosset, Town of Oyster Bay, New York

**SEQRA Status:** Type II

WHEREAS, the Nassau County Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title I of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”), and Chapter 674 of the 1975 Laws of New York, as amended, constituting Section 922 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, on or about October 6, 2008, the 275 Oak Drive LLC (the “Company”) and Nestle Waters North America Inc. (the “Sublessee”) (the Company and the Sublessee, collectively, the “Applicants”) presented an application for financial assistance (as amended on October 14, 2008, the “Original Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Original Project”) consisting, inter alia, of the following: (A) (1) acquisition of an interest in an approximately 3.56 acre parcel of land located at 275-280 Oak Drive, Syosset, New York (the “Land”), (2) renovations to an approximately 54,416 square foot existing building, together with related improvements, on the Land (collectively, the “Building”) and (3) the acquisition and installation therein and thereon of certain furniture, fixtures, machinery and equipment (the “Original Equipment”), all of the foregoing for use by the Applicants as a zone sales headquarters and as a sales office for its home and office distribution business and as a distribution center (collectively, the “Original Project Facility”); (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions or partial exemptions from sales and use taxes and real property taxes (but not including

special assessments and ad valorem levies) (the “Original Financial Assistance”); (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company, the Sublessee, or such other entity as may be designated by the Applicants and agreed upon by the Agency; and (D) the sublease of the Project Facility by the Sublessee, the Company or such other entity as may be designated by the Applicants and agreed upon by the Agency; and

WHEREAS, the Applicants presented an application for additional financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting, inter alia, of the following: (A) (1) retention of an interest in the Land, (2) renovations to the Building and (3) the acquisition and installation therein and thereon of certain furniture, fixtures, machinery and equipment (the “Equipment”), all of the foregoing for use by the Applicants as a zone sales headquarters and as a sales office for its home and office distribution business and as a distribution center (collectively, the “Project Facility”); (B) the granting of certain additional “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions or partial exemptions from sales and use taxes and real property taxes (but not including special assessments and ad valorem levies) (the “Financial Assistance”); (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company, the Sublessee, or such other entity as may be designated by the Applicants and agreed upon by the Agency; and (D) the sublease of the Project Facility by the Sublessee, the Company or such other entity as may be designated by the Applicants and agreed upon by the Agency; and

WHEREAS, pursuant to Article 8 of the New York 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 N.Y.C.R.R. Part 617, et. seq., as amended (the “Regulations” and collectively with the SEQR Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, pursuant to SEQRA, to aid the Agency in determining whether the Project may have a significant adverse impact upon the environment, the Agency has completed, received and/or reviewed (1) Part 1 of a Short Environmental Assessment Form (“EAF”), dated February 14, 2019; (2) NYSDEC’s Environmental Resource Mapper; (3) New York State Historic Preservation Office’s Cultural Resources Mapper; and (4) other relevant environmental information (collectively, 1, 2, 3, and 4 shall be referred to as the “Environmental Information”); and

WHEREAS, Section 617.2(ak) of the Regulations state that a Type II action is an action or class of actions identified under Section 617.5 of the Regulations; and

WHEREAS, Section 617.5(a) of the Regulations state that actions identified as Type II actions have been determined not to have a significant impact on the environment or are otherwise precluded from environmental review under the SEQR Act; and

WHEREAS, Section 617.5(c)(2) of the Regulations state that Type II actions not subject to further review under SEQRA include “replacement, rehabilitation or reconstruction of a structure or facility, in kind, on the same site, including upgrading buildings to meet building or

fire codes, unless such action meets or exceeds any of the thresholds in section 617.4 of this Part”; and

WHEREAS, to the extent that any land transfer is being undertaken, it is solely to effectuate the Financial Assistance to facilitate the Project Facility and the Agency will only be the nominal title holder for as long as is necessary to effectuate the Financial Assistance; and

WHEREAS, the Project consists of the renovation of the Building, which is existing and presently used as the Applicants zone sales headquarters and warehousing and distribution of bottled water and related products.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. Based upon a thorough review and examination of the Environmental Information and upon the Agency’s knowledge of the area surrounding the Land and such further investigation of the Project and its environmental effects as the Agency has deemed appropriate, the Agency makes the following findings with respect to the Project:

- (1) The Project is a Type II action under SEQRA because it constitutes “replacement, rehabilitation or reconstruction of a structure or facility, in kind, on the same site, including upgrading buildings to meet building or fire codes” and does not meet or exceed any threshold for a Type I action.
- (2) More specifically, the Project includes the renovation of the Building, which is existing, and the acquisition and installation of Equipment in conjunction therewith. The Project will not expand the footprint of the Building nor increase or substantially alter existing environmental conditions on the Land.

Section 2. The Chairman, the Vice Chairman, the Executive Director and the Administrative Director of the Agency are hereby further authorized on behalf of the Agency, or acting together or individually, to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 3. 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:

Richard Kessel	VOTING Aye
Lewis M. Warren	VOTING Aye
Anthony Simon	VOTING Aye
Timothy Williams	NOT PRESENT
Chris Fusco	VOTING Aye
Amy Flores	VOTING Aye
John Coumatos	NOT PRESENT

The foregoing Resolution was thereupon declared duly adopted.

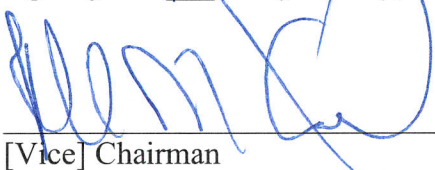
STATE OF NEW YORK                    )  
  ) SS.:  
COUNTY OF NASSAU                    )


We, the undersigned [Assistant] Secretary and [Vice] Chairman of the Nassau County Industrial Development Agency (the "Agency"), do hereby certify that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on May 16, 2019 with the original thereof on file in our office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) 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 (D) there was a quorum of the members of the Agency present throughout said meeting.

WE 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, we have hereunto set our respective hands and affixed the seal of the Agency this 16<sup>th</sup> day of May, 2019.

  
\_\_\_\_\_  
[Vice] Chairman

  
\_\_\_\_\_  
[Asst.] Secretary

(SEAL)