

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

548 Broadway
Monticello, New York 12701
(845) 428-7575 - Voice
(845) 428-7577 - Fax
www.sullivanida.com
TTY 711

NOTICE OF CHANGE IN MEETING LOCATION

TO: Ira Steingart, IDA Chairman
Suzanne Loughlin, IDA Vice Chair
Howard Siegel, IDA Treasurer & Chief Financial Officer
Edward Sykes, IDA Assistant Secretary & Chief Executive Officer
Scott Smith, IDA Assistant Treasurer
Paul Guenther, IDA Member
Joseph Perrello, IDA Member
Carol Roig, IDA Member
Chairman and Members of the Sullivan County Legislature
Josh Potossek, Sullivan County Manager
Walter Garigliano, Esq., IDA Counsel
FROM: Jennifer Flad, Executive Director
DATE: July 8, 2020

PLEASE TAKE NOTICE that in accordance with Governor Cuomo's Executive Order No. 202.48 issued on July 6, 2020, extending Executive order 220.1 which suspends the Open Meetings Law due to the Novel Coronavirus (COVID-19) Emergency, **the Regular Meeting of the County of Sullivan Industrial Development Agency originally scheduled for Monday, July 13, 2020 at 11:00 AM in the Legislative Hearing Room at the Sullivan County Government Center, 100 North Street, Monticello, New York will be held via conference call.**

Members of the public may attend the meeting by dialing 929-205-6099 and entering Meeting ID 965 3793 6483.

SEE REVERSE FOR AGENDA

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MEETING AGENDA

Monday, July 13, 2020

To be held via conference call: Dial 929-205-6099 and enter Meeting ID 965 3793 6483

I. CALL TO ORDER

II. ROLL CALL

III. APPROVAL OF MEETING MINUTES

June 8, 2020 Regular Meeting

IV. BILLS AND COMMUNICATIONS

V. STAFF REPORT

VI. NEW BUSINESS

Resolution: Extending the Sales Tax Abatement Period for the Catskill Hospitality Holding LLC and Catskill Hospitality Operating LLC Project From August 1, 2020 Through and Including January 31, 2021

Resolution: Authorizing the Grant of an Easement to New York State Electric & Gas Corp. (NYSEG) to Provide Electrical Service at the BRR Brothers III, LLC and Sullivan County Fabrication, Inc. Project

Resolution: Appointing RGG Realty LLC and Columbia Ice and Cold Storage Corporation as Agents of the Agency; Making Certain Findings and Determinations; and Authorizing the Execution and Delivery of an Agent and Project Agreement, Lease to Agency, Leaseback to Company, PILOT Agreement, and Related Documents
Any and All Other Business Before the Board

VII. ADJOURN

##

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

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Monticello, New York 12701
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**MEETING MINUTES
Monday, June 8, 2020**

I. CALL TO ORDER

Chairman Steingart called to order the regular meeting of the County of Sullivan Industrial Development Agency at approximately 11:02 AM via teleconference.

II. ROLL CALL

Members Present-

Ira Steingart
Suzanne Loughlin
Howard Siegel
Edward Sykes
Scott Smith
Paul Guenther
Joseph Perrello
Carol Roig

Members Absent-

Staff Present-

Jennifer Flad, Executive Director
Julio Garaicoechea, Project Manager
Deborah Nola, Accounting and Financial Analyst

Staff Absent-

Others Present-

Walter Garigliano, Agency Counsel
Patricio Robayo, *Sullivan County Democrat*
Richard Klein, *Sullivan Catskills Times*
Ken Walter

III. APPROVAL OF MEETING MINUTES

On motion by Mr. Guenther and seconded by Mr. Sykes, the Board voted and the minutes of the May 11, 2020 Meeting were unanimously approved.

IV. BILLS AND COMMUNICATIONS

On a motion by Ms. Loughlin and seconded by Mr. Perrello the schedule of payments was unanimously approved.

V. STAFF REPORT

There were no questions on the staff report. Ms. Flad included a Memorandum regarding proposed New York State legislation approved by the State Legislature and pending signature by Governor Cuomo. The legislation will allow IDAs to make loans and grants available to businesses to help them remain viable during the COVID-19 pandemic. Also, Ms. Flad reminded the Board to discuss and accept the Board Self-Evaluation. The Board accepted the Board Self-Evaluation.

VI. NEW BUSINESS

On a motion made by Mr. Perrello and seconded by Mr. Guenther, the Board voted and unanimously adopted a resolution to provide funding to the Partnership for Economic Development for the second quarter of 2020.

Attorney Garigliano suggested the Board move the proposed resolutions extending the sales tax abatement periods for the Doetsch Family I LLC & Doetsch Family II LLC, Rock Meadow Partners, Forestburgh Hospitality, and Montreign Operating Company projects as a block. Ms. Loughlin made a motion to discuss these four resolutions, and Mr. Sykes seconded the motion. There being no discussion, the Board voted and unanimously adopted the following resolutions:

Resolution extending the sales tax abatement period for the Doetsch Family I LLC & Doetsch Family II LLC project from July 1, 2020 through and including December 31, 2020.

Resolution extending the sales tax abatement period for the Rock Meadow Partners project from July 1, 2020 through and including December 31, 2020.

Resolution extending the sales tax abatement period for the Forestburgh Hospitality project from July 1, 2020 through and including December 31, 2020.

Resolution extending the sales tax abatement period for the Montreign Operating Company project from July 1, 2020 through and including December 31, 2020.

On a motion made by Mr. Siegel and seconded by Mr. Guenther, the Board discussed a resolution to extend the sales tax abatement period for the Veria Lifestyle, Inc. infrastructure project from July 1, 2020 through and including December 31, 2020. Mr. Garaicoechea stated the project owes reports and fees for April. Attorney Garigliano suggested that the Board restrict the abatement to apply only to work on the sewer treatment system. Mr. Siegel made a motion to amend the resolution for the abatement to apply only to work on the sewer treatment system. Ms. Loughlin seconded the motion, the Board voted and the resolution was amended. The Board then voted and unanimously adopted the resolution as amended.

On a motion made by Mr. Guenther and seconded by Mr. Steingart, the Board discussed a resolution authorizing the execution and delivery of a First Amendment to Payment in Lieu of Tax Agreement relating to the RJ Baker Corp. and Beaverkill Studio, Inc. project. Mr. Sykes recused himself from the discussion because he is a Director of the First National Bank of Jeffersonville, which is a creditor to the project. Chairman Steingart called the motion to question and the resolution was adopted with the Board voting as follows:

Ira Steingart	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Suzanne Loughlin	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Edward T. Sykes	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input checked="" type="checkbox"/> Abstain
Howard Siegel	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Scott Smith	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Paul Guenther	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Joseph Perrello	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Carol Roig	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain

On a motion made by Mr. Guenther and seconded by Ms. Loughlin, the Board voted and unanimously approved FY 2019 Reports to the New York State Authorities Budget Office.

VII. PUBLIC COMMENT

The Board briefly discussed the upcoming review of the Agency's Uniform Tax Exempt Policy. The Board then recognized the comments of Ken Walter.

VIII. ADJOURN

On a motion made by Mr. Guenther and seconded by Ms. Loughlin, the Board voted and the meeting was adjourned at approximately 11:22AM.

Respectfully submitted:

Julio Garaicoechea, Project Manager

##

DRAFT

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

548 Broadway, Monticello, NY 12701

845-428-7575

REVISED SCHEDULE OF PAYMENTS AS OF JULY 10, 2020

Vendor	Description	Amount
Cardmember Service	Personal Protective Equipment for Staff; Adobe Acrobat Subscription; Zoom Subscription; Stamps.com Service and Postage; IDA Academy Registration (Flad, Nola)	\$ 506.76
Garigliano Law Offices	Retainer July 2020	\$ 250.00
Garigliano Law Offices	Sales Tax Extension Legal Fee: Catskill Hospitality	\$ 250.00
Kristt Company	Office Supplies	\$ 401.41
Merrill Lynch FBO Deborah Nola	Retirement Contribution- D. Nola	\$ 1,592.00
New Southern Tier Title Agency LLC	August 2020 Office Rent	\$ 2,700.00
RBT CPAs LLP	FY 2019 Audit: Update of Supplemental Schedule and Workpapers	\$ 537.50
Sullivan County Democrat	Subscription Renewal (2 years)	\$ 122.00
Sullivan County Democrat	RGG Realty/ Columbia Ice Notice of Public Hearing (pass-through)	\$ 72.11
Time Warner Cable	Phone and Internet Service 7/1/20 - 7/31/20	\$ 219.95
USDA Rural Development	RMAP Loan Repayment - July 2020	\$ 2,370.41
Wells Fargo Funds	Retirement Contribution- J. Flad	\$ 2,750.00
Wilson Elser Moskowitz Edelman & Dicker LLP	Legal Services Through 5/21/20 re: Catskill Distilling Co. Ltd. Chapter 11	\$ 1,960.00
TOTAL		\$ 13,732.14

I certify that the payments listed above were audited by the Board of the IDA on July 13, 2020 and allowed in the amounts shown. You are hereby authorized and directed to pay each of the claimants in the amount opposite its name.

	<u>7/13/2020</u>
Signature	Date

Expenses Approved and Paid Since Last Regular Meeting (6/8/20)

Vendor	Description	Amount
Crown Equipment Corp.	Seminary Hill RBDG Forklift Purchase- 70% Balance (Approved by Board Resolution #07-18, 3/12/18) (pass-through)	\$ 11,620.00
TOTAL		\$ 11,620.00

Other Expenses and Items Paid Since Last Regular Meeting (6/8/20)—no approval required

Vendor	Description	Amount
Payroll Expenses	Payroll Check Dates: 6/19/20, 7/3/20	\$ 18,091.21
FP Mailing Solutions	Postage for Postage Meter	\$ 300.00
TOTAL		\$ 18,391.21

PILOT Payments Distributed Since Last Regular Meeting (6/8/20)

Payee	Description	Amount
County of Sullivan	RHH Land LLC, Catskill Distilling Co. Ltd. 2020 PILOT	\$ 17,521.90
Town of Bethel	Catskill Distilling Co. Ltd. 2020 PILOT	\$ 3,528.72
Town of Thompson	RHH Land LLC 2020 PILOT	\$ 5,689.50
Monticello Central School	RHH Land LLC, Catskill Distilling Co. Ltd. 2020 PILOT	\$ 37,591.36
TOTAL		\$ 64,331.48

ACTIVITY REPORT – JUNE 2020
COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY, SULLIVAN COUNTY
FUNDING CORPORATION, THE SULLIVAN COUNTY INFRASTRUCTURE LOCAL
DEVELOPMENT CORPORATION

July 7, 2020

At its regular Board meeting on June 8, conducted via teleconference, the County of Sullivan Industrial Development Agency (IDA) approved extensions of the sales tax exemption periods for several ongoing projects, in accordance with the project agreements:

- Doetsch Family I LLC & Doetsch Family II LLC: Cidery in the Town of Delaware
- Rock Meadow Partners LLC, Great Pine LLC, Indian Fields LLC, and NARO Building LLC: Redevelopment of Narrowsburg School in the Town of Tusten
- Forestburgh Hospitality LLC and Forestburgh Property LLC: Luxury camping facility in the Town of Forestburgh
- Montreign Operating Company, LLC: Casino resort in the Town of Thompson
- Veria Lifestyle, Inc.: Infrastructure for the Yo1 Resort in the Town of Thompson

The Board also approved a quarterly payment for services to the Partnership for Economic Development in Sullivan County, Inc.

Also at its June meeting, the IDA Board approved the Fiscal Year 2019 reports to the New York State Authorities Budget Office, and staff submitted the reports via the Public Authorities Reporting Information System (PARIS).

During June staff completed the scope of work of the Fiscal Year 2018 Rural Business Development Grant (RBDG) to facilitate the development of Seminary Hill Ciders in the Town of Delaware. All RBDG-funded equipment has been procured and the IDA will enter into an equipment lease agreement with Seminary Hill Ciders. As with all RBDG-funded equipment leases, these lease payments will be deposited into the IDA's Agri-Business Revolving Loan and Lease Fund, to assist other agriculture-related businesses in Sullivan County.

On June 24 and 25, IDA staff and Board members attended the New York State Economic Development Council's Virtual IDA Academy, which included sessions on new prevailing wage law and other IDA-related legislation; Office of the State Comptroller oversight of IDAs; Board and staff training and best practices; and more.

The IDA Board will resume in-person meetings beginning with its regular monthly meeting on July 13th, which will be held in the Legislative Hearing Room at the Sullivan County Government Center.

The NYS Authorities Budget Office continues its review of economic development in Sullivan County, and staff is making every effort to provide documents and information as requested.

##

County of Sullivan IDA Balance Sheet

ASSETS	12/31/2019	6/30/2020
Current Assets		
Cash & Cash Equivalents	\$ 4,529,410.94	\$ 5,389,763.51
Restricted Cash	\$ 1,588,490.95	\$ 1,046,741.93
Accounts Receivable	\$ 37,019.00	\$ 302,859.28
Prepaid Expense	\$ 2,700.44	\$ 2,700.44
Notes Receivable- Current	\$ 72,344.00	\$ 70,226.00
Due from Fed Agency	\$ 314,401.00	\$ 314,401.00
Due from Related Party	\$ 12,000.00	\$ 12,000.00
Total Current Assets	<u>\$ 6,556,366.33</u>	<u>\$ 7,138,692.16</u>
Non Current Assets		
Notes Receivable	\$ 141,578.00	\$ 105,045.00
Capital Assets	<u>\$ 3,277,518.67</u>	<u>\$ 3,390,288.67</u>
Total Non Current Assets	<u>\$ 3,419,096.67</u>	<u>\$ 3,495,333.67</u>
TOTAL ASSETS	<u>\$ 9,975,463.00</u>	<u>\$ 10,634,025.83</u>
LIABILITIES		
Current Liabilities		
Accounts Payable	\$ 20,213.00	\$ 21,165.23
Accured Payroll	\$ 8,862.91	\$ 8,862.91
Unearned Revenue	\$ 17,300.00	\$ 17,300.00
Proj Escrow Liability	\$ 93,077.77	\$ 88,080.43
PILOT Escrow Liability	\$ 433,223.95	\$ 172,142.53
Sales Tax Escrow Liability	\$ 451,335.03	\$ 269,958.58
Current Portion of Note Payable	<u>\$ 22,440.27</u>	<u>\$ 22,662.00</u>
Total Current Liabilities	<u>\$ 1,046,452.93</u>	<u>\$ 600,171.68</u>
Non Current Liabilities		
Note Payable	<u>\$ 288,029.00</u>	<u>\$ 277,561.00</u>
TOTAL LIABILITIES	<u>\$ 1,334,481.93</u>	<u>\$ 877,732.68</u>
TOTAL NET POSITION	<u><u>\$ 8,640,981.07</u></u>	<u><u>\$ 9,756,293.15</u></u>

CSIDA Profit & Loss Budget vs. Actual

	Jan - Mar 20	Apr - Jun 20	Jan - Jun 20	Annual Budget
Ordinary Income/Expense				
Income				
4000 · Project Fees (one time)	35,710.08	41,771.30	77,481.38	77,625.00
4002 · Agency Annual Fees	504,517.00	952.55	505,469.55	524,267.00
4002.1 · Anticipated Agency Fees	0.00	0.00	0.00	5,000.00
4003 · Application Fees	250.00	250.00	500.00	2,000.00
4004 · Interest Income-Bank & CD	3,377.90	3,129.82	6,507.72	9,500.00
4005 · Interest Income- Loans				
Appel 4	497.25	471.38	968.63	
BHFM, Inc.	352.33	328.15	680.48	
Jane Axamethy	21.31	0.00	21.31	
Jeff Sanitation, Inc.	155.45	210.66	366.11	
Justin Sutherland	218.66	0.00	218.66	
Salt & Pepper	210.82	174.48	385.30	
4005 · Interest Income- Loans	1,455.82	1,184.67	2,640.49	8,500.00
4006 · Late Fee & Misc. Income	95.25	18.06	113.31	500.00
4013 · Farm Assistance RLF				
4013.1a Catskill Distilling Lease 1	0.00	0.00	0.00	
4013.1b Catskill Distilling Lease 2	0.00	0.00	0.00	
4013.10 · Catskill Brewery Van 3	1,328.07	885.38	2,213.45	
4013.11 · Catskill Brewery Brewhouse	6,266.84	3,133.42	9,400.26	
Catskill Brewery Canning Line	0.00	0.00	0.00	
4013.2 · Prohibition Distillery Lease	2,037.15	2,037.15	4,074.30	
4013.3a · Roscoe Beer Co. Lease 1	2,028.93	2,028.93	4,057.86	
4013.3b · Roscoe Beer Co. Lease 2	1,354.47	1,354.47	2,708.94	
4013.4b · Sull County Farms	1,161.21	774.14	1,935.35	
4013.5 · Locust Grove Farm Lease	853.88	2,280.82	3,134.70	
4013.6 · Catskill Brewery Equip Lease	1,871.67	1,247.78	3,119.45	
4013.7 · SCRFH, Inc.				
SCRFH 1 C/F Boxes	925.68	231.42	1,157.10	
SCRFH 2 C/F Machinery	1,248.52	312.13	1,560.65	
SCRFH 3 Misc Equipment	1,590.16	397.54	1,987.70	
SCRFH 4 Van	1,854.92	463.73	2,318.65	
SCRFH 5 Van 2	1,919.24	479.81	2,399.05	
SCRFH 7 Generator	486.96	121.74	608.70	
4013.8 · Sull Cty Farms- Smoker	1,352.67	901.78	2,254.45	
4013.9 · Seminary Hill	1,378.86	2,757.72	4,136.58	
Total 4013 · Farm Assistance RLF	27,659.23	19,407.96	47,067.19	123,774.06
SCRFH Building Lease	0.00	0.00	0.00	
4022 · SCFC Mngt & Admin Svc Agree	0.00	0.00	0.00	40,000.00
4023 · SC Infra LDC Mngmt/Admin Svc Ag	0.00	12,000.00	12,000.00	12,000.00
4900 · Federal Aid	0.00	447,401.00	447,401.00	
4902 · Rebate Service Charge Fee	0.00	5.00	5.00	
Total Income	573,065.28	526,120.36	1,099,185.64	803,166.06
Gross Profit	573,065.28	526,120.36	1,099,185.64	803,166.06

CSIDA Profit & Loss Budget vs. Actual

Expense	Jan - Mar 20	Apr - Jun 20	Jan - Jun 20	Annual Budget
6000 · Personnel **				
Gross Wages	47,979.12	47,965.43	104,321.48	215,440.00
Ins - Disability	75.96	-27.60	43.56	350.00
Ins - Health	0.00	9,020.76	9,020.76	20,000.00
Ins - Pd Fam Lv	352.68	-128.15	202.14	0.00
Other Fringe Ben	0.00	0.00	0.00	3,000.00
PR Processing	548.70	244.55	834.18	1,020.00
Soc Sec & Med	3,670.46	3,669.37	7,980.68	19,470.00
Unemp - Federal	126.00	41.31	167.98	260.00
Unemp - State	208.78	41.35	259.32	600.00
Workers Comp	0.00	0.00	0.00	1,800.00
Total 6000 · Personnel **	52,961.70	60,827.02	122,830.10	261,940.00
6001 · Promotion (SC Partnership)	18,750.00	18,750.00	37,500.00	75,000.00
6002 · Subscriptions	318.57	2,793.85	3,112.42	2,000.00
6003 · Office Supplies	1,346.08	571.57	1,917.65	15,000.00
6003.1 · Non Reimbursable Legal Fees	8,894.51	5,871.60	14,766.11	60,000.00
6003.2 · Non Reimbursable Accounting	7,500.00	1,700.00	9,200.00	9,200.00
6003.3 · Non Reimbursable Consulting	190.00	95.00	285.00	10,000.00
6007 · Rent Expense	8,100.00	8,100.00	16,200.00	32,400.00
6008 · Telephone/Fax/Computer	659.85	975.47	1,635.32	2,700.00
6009 · Insurance	7,573.15	0.00	7,573.15	12,500.00
6010 · Postage	486.85	389.35	876.20	1,800.00
6011 · Repairs and Maintenance	0.00	0.00	0.00	250.00
6012.3 · Conferences & Seminars	0.00	0.00	0.00	2,000.00
6012.4 · Storage	0.00	0.00	0.00	1,980.00
6012.5 · Credit Reports	0.00	0.00	0.00	250.00
6012.6 · Dues	6,650.00	0.00	6,650.00	6,250.00
6016 · Misc. Office Expenses	-0.03	-0.02	-0.05	0.00
6017 · Advertising	92.78	59.55	152.33	500.00
6018 · Equipment Purchase	0.00	0.00	0.00	1,000.00
6019 · Ret'd Ck/Svc Chrg	60.00	0.00	60.00	
6035 · Travel Expenses	748.00	0.00	748.00	2,500.00
6040 · Expense Reserve	0.00	0.00	0.00	3,000.00
Total Expense	114,331.46	100,133.39	223,506.23	500,270.00
Net Ordinary Income	458,733.82	425,986.97	875,679.41	302,896.06
Other Income/Expense				
Other Expense				
6030 · Escrow Acc'ts Bank Svc Chg	0.00	5.00	5.00	
8001 · Interest Expense	1,996.25	1,980.25	3,976.50	
Total Other Expense	1,996.25	1,985.25	3,981.50	
Net Other Income	-1,996.25	-1,985.25	-3,981.50	
Net Income	456,737.57	424,001.72	871,697.91	302,896.06

Catskill Hospitality LLC
DBA- Hampton Inn
16, RACEWAY ROAD,
MONTICELLO, NY 12701

7/2/2020

Board of Directors
County of Sullivan Industrial Development Agency
548 Broadway
Monticello, NY 12701

RE: New York State Sales and Use Tax Exemption
Request for 6 Month Extension
Catskill Hospitality

Ladies and Gentlemen of the Board of Directors,

Please allow this letter to serve as a formal request for a 6 month extension of our Sales and Use Tax Abatement Letter currently expiring July 31, 2020.

We anticipate the project to be completed by the end of the next extension (January 31, 2021). Construction activities to occur during this period include, but are not limited to:

Roofing
Windows
Electric, HVAC and Plumbing Installations
EIFS
Interior Finishes
Fire Suppression System & Alarm
Final Site Work

Should you require any additional information, please do not hesitate to contact us.

Thank you!


Brijesh Patel

Catskill Hospitality Inc

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened via teleconference on July 13, 2020, at 11:00 a.m.

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

	<u>PRESENT</u>	<u>ABSENT</u>
Ira Steingart	[]	[]
Suzanne Loughlin	[]	[]
Edward T. Sykes	[]	[]
Howard Siegel	[]	[]
Scott Smith	[]	[]
Paul Guenther	[]	[]
Joseph Perrello	[]	[]
Carol Roig	[]	[]

The following persons were also present:

Jennifer M. Flad, Executive Director
Julio Garaicoechea, Project Manager
Deborah Nola, Accounting and Financial Analyst
Walter F. Garigliano, Agency General Counsel

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

Resolution No. ____ - 20

RESOLUTION EXTENDING THE SALES TAX ABATEMENT PERIOD FOR THE CATSKILL HOSPITALITY HOLDING LLC ("CATSKILL HOLDING") AND CATSKILL HOSPITALITY OPERATING LLC ("CATSKILL OPERATING" TOGETHER WITH CATSKILL HOLDING COLLECTIVELY, THE "COMPANY") PROJECT FROM AUGUST 1, 2020 THROUGH AND INCLUDING JANUARY 31, 2021

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York ("State"), as amended, and Chapter 560 of the Laws of 1970 of the State, as amended and codified as Section 960 of the General Municipal Law (collectively, the "Act"), the Agency was created with the authority and power to own, lease and sell property as authorized by the Act; and

WHEREAS, on April 5, 2016, the Company and Catskill Hospitality Operating LLC presented an application to the Agency, a copy of which is on file with the Agency, requesting the Agency's assistance with respect to a certain project consisting of the: (i) acquisition, construction, installation and equipping of an approximately 56,000 square foot building intended to be used as a limited service hotel ("Building") situate on one (1) parcel of real estate consisting of approximately

6.59± acres located along Golden Ridge Road, Town of Thompson (“Town”), County of Sullivan, State of New York and identified on the Town tax map as a portion of Section 13, Block 3, Lot 38.1 (“Land”); (ii) acquisition, construction and equipping of the Building; (iii) acquisition, construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools (“Equipment”); (iv) construction of improvements to the Building, the Land and the Equipment (collectively, the Building, the Land and the Equipment are referred to as the “Facility” or the “Project”); and (v) lease of the Project from the Agency to the Company; and

WHEREAS, on or about August 1, 2018, the Agency and the Company entered into an Amended and Restated Agent and Project Agreement pursuant to which the Agency designated the Company as agent of the Agency; and

WHEREAS, contemporaneously with the execution of the Amended and Restated Agent and Project Agreement, the Agency delivered to the Company a Sales Tax Exemption Letter, which letter will expire; and

WHEREAS, by letter from Brijesh Patel, dated July 2, 2020, the Company requested that the sales tax abatement period be extended for another six (6) months to continue the Project.

NOW, THEREFORE, BE IT RESOLVED, that the sales tax abatement period for the Project be, and hereby is, extended from August 1, 2020 through and including January 31, 2021.

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

Ira Steingart	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Suzanne Loughlin	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Edward T. Sykes	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Howard Siegel	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Scott Smith	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Paul Guenther	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Joseph Perrello	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Carol Roig	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain

The resolution was thereupon duly adopted.



NYSEG

May 20, 2020
February 4, 2020

BRR Brothers III, LLC
Attn: Steven Vegliante
P.O. Box 368
Mountain Dale, NY 12763

Re: Tax Map # 62.-1-20.0

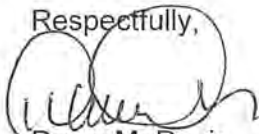
Dear Mr. Vegliante:

Enclosed is a construction sketch and easement for your property located on Glen Wild Rd in the Town of Fallsburg based on your request for electric service.

As we discussed the enclosed easement will need to be signed by the authorized representative of BRR Brothers III, LLC and Sullivan County IDA.

If you should have any questions or concerns, please contact me at 585-484-6549.

Respectfully,


Dawn M. Davis

Contractor to NYSEG

18 Link Drive
P.O. Box 5224, Binghamton, NY 13902
d.davis@nyseg.com

An equal opportunity employer

EASEMENT

THIS INSTRUMENT WITNESSETH THAT COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

& BRR BROTHERS III, LLC

hereinafter called the Grantor(s), being the owner(s) of or having an interest in land situate in the TOWN of FALLSBURGH, County of SULLIVAN, State of New York, fronting on the street or highway known as GLEN WILD RD, bounded NORTHWESTERLY by lands of N/F LETOURNEAU and SOUTHEASTERLY by lands of GLEN WILD RD, for and in consideration of the sum of One and

No/100 Dollars (\$1.00), the receipt of which is hereby acknowledged, does hereby grant and release unto NEW YORK STATE ELECTRIC & GAS CORPORATION, a corporation organized under the laws of the State of New York, having an office at 18 Link Drive in the Town of Kirkwood, County of Broome, State of New York, hereinafter called the Grantee, its lessees, licensees, successors and assigns forever, a permanent easement and right of way, with the right, privilege and authority to construct, reconstruct, relocate, extend, operate, inspect, maintain, repair, replace, and at its pleasure, remove any poles or lines of poles, supporting structures, cables, crossarms, overhead and underground wires, guys, braces, communications facilities and other fixtures and appurtenances which the Grantee shall require now and from time to time for the transmission and/or distribution of electric current and/or for communication purposes, for public or private use, in, upon, over, under, and across said land and/or the highways abutting or running through said land.

The easement and right of way hereby granted and released is -30- feet in width throughout its extent, situate, lying and being as follows:

THE CENTERLINE OF THIS EASEMENT AND RIGHT OF WAY ENTERS GRANTORS LAND ON THE SOUTHEAST FROM THE CENTERLINE OF GLEN WILD ROAD; THENCE SAID CENTERLINE EXTENDS IN A NORTHWESTERLY DIRECTION A DISTANCE OF ABOUT FORTY (40) FEET TO A POINT (GRANTEES NEW POLE 90-1 OF ELECTRIC LINE 426), LOCATED ALONG NORTHERLY BOUNDS OF SAID ROAD. TOGETHER WITH GUYING FACILITIES AND SERVICE EXTENSIONS OUTSIDE STATED EASEMENT WIDTH.

THE GRANTEE, its successors and assigns, are hereby expressly given and granted the right to assign this easement and right of way, or any part thereof, or interest therein, and the same shall be divisible among two or more owners, as to any right or rights created hereunder, so that each assignee or owner shall have the full rights and privileges herein granted, to be owned and enjoyed either in common or severally.

TOGETHER with rights for free ingress and egress over the easement and right of way and other lands of the Grantor(s) for all of the above purposes and the right now and from time to time to trim, cut, burn, treat and/or remove by manual, mechanical and chemical means trees, brush, structures and other obstructions within said easement and right of way and such other trees adjacent to the right of way that, in the opinion of the Grantee, may interfere with the construction, operation and maintenance of its line or lines.

PROVIDED, however, that any damage (other than for trimming, cutting, treating, burning and/or removing trees, brush, structures and other obstructions as above provided) to the property of the Grantor(s), caused by the Grantee in the exercise of its rights under this instrument shall be borne by the Grantee.

RESERVING, however, to the Grantor(s) the rights to cultivate the ground between said poles, towers and supporting structures and beneath said wires and fixtures, and the right to cross and recross said easement and right of way provided that such use of said ground shall not interfere with, obstruct or endanger any rights granted as aforesaid and shall not disturb the grade of said ground as it now exists, and provided that no structure shall be erected, no trees shall be grown, cultivated or harvested, and no excavating, mining or blasting shall be undertaken within the limits of the easement and right of way without written consent of the Grantee. Grantor(s) in said use of said ground shall maintain a clearance of -10- feet or more from Grantee's aerial wires with vehicles, machinery and equipment.

This Instrument shall be binding on and inure to the benefit of the parties hereto and their respective heirs, executors, administrators, successors and assigns.

IN WITNESS WHEREOF, the Grantor(s) ha hereunto set hand(s) and seal(s) this day of

IN F Each Signer Please Include "Title" w/ signature (Owner, President, Manager etc). please don't write in this section Please Notarize on back ->

County of Sullivan Industrial Dev Agency
By: BRR Brothers III, LLC (L.S.)
By: (L.S.)
Address: Address:

EASEMENT

(Personal or Corporate Acknowledgment)

(Personal or Corporate Acknowledgment)

(Subscribing Witness Acknowledgment)

Line 426 Pole 90-Glen Wild Rd

Auth. 9800008392 Parcel No.

Area Cost Center No. RC2J020410

Construction W.O. No. 801000274470

TO
NEW YORK STATE ELECTRIC
& GAS CORPORATION

Dated

STATE OF NEW YORK)
COUNTY OF) ss:

Recorded on the day of

at o'clock M.

In Book of Deeds at

Page and examined.

(Clerk)

Consideration on this document
is less than \$100.00.

State of New York)
County of Sullivan) ss:

On the 19th day of JUNE in the
year 2020, before me, the undersigned, a
Notary Public in and for said State, personally
appeared Daniel Resnick

personally known to me or proved to me on the
basis of satisfactory evidence to be the
individual(s) whose name(s) is (are) subscribed to
the within instrument and acknowledged to me
that he/she/they executed the same in
his/her/their capacity(ies), and that by his/her/their
signature(s) on the instrument, the individual(s) or
the person* upon behalf of which the individual(s)
acted, executed the instrument.

Kristie M. Placide
Notary Public

KRISTIE M. PLACIDE
Notary Public, State of New York
Registration #01PL6176882
Qualified in Ulster County
Commission Expires Sept. 23, 2020

* "For the purposes of this section, the term
"person" means any corporation, joint stock
company, estate, general partnership (including
any registered limited liability partnership or
foreign limited liability partnership), limited liability
company (including a professional service limited
liability company), foreign limited liability company
(including a foreign professional service limited
liability company), joint venture, limited
partnership, natural person, attorney in fact, real
estate investment trust, business trust or other
trust custodian, nominee or any other individual or
entity in its own or any representative capacity."

State of New York)
County of) ss:

On the day of in the
year before me, the undersigned, a
Notary Public in and for said State, personally
appeared

personally known to me or proved to me on the
basis of satisfactory evidence to be the
individual(s) whose name(s) is (are) subscribed to
the within instrument and acknowledged to me
that he/she/they executed the same in
his/her/their capacity(ies), and that by his/her/their
signature(s) on the instrument, the individual(s) or
the person* upon behalf of which the individual(s)
acted, executed the instrument.

Notary Public

* "For the purposes of this section, the term
"person" means any corporation, joint stock
company, estate, general partnership (including
any registered limited liability partnership or
foreign limited liability partnership), limited liability
company (including a professional service limited
liability company), foreign limited liability company
(including a foreign professional service limited
liability company), joint venture, limited
partnership, natural person, attorney in fact, real
estate investment trust, business trust or other
trust custodian, nominee or any other individual or
entity in its own or any representative capacity."

State of New York)
County of) ss:

On the day of
before me personally came
the subscribing witness to the foregoing
instrument, with whom I am personally
acquainted, who being by me duly sworn, did
depone and say that he reside(s) in

in the
that he knew
to be the individual described in and who
executed the foregoing instrument; and that he,
said subscribing witness, was present and saw
same; and that execute the
witness, at the same time, subscribed h said
name as a witness thereto.

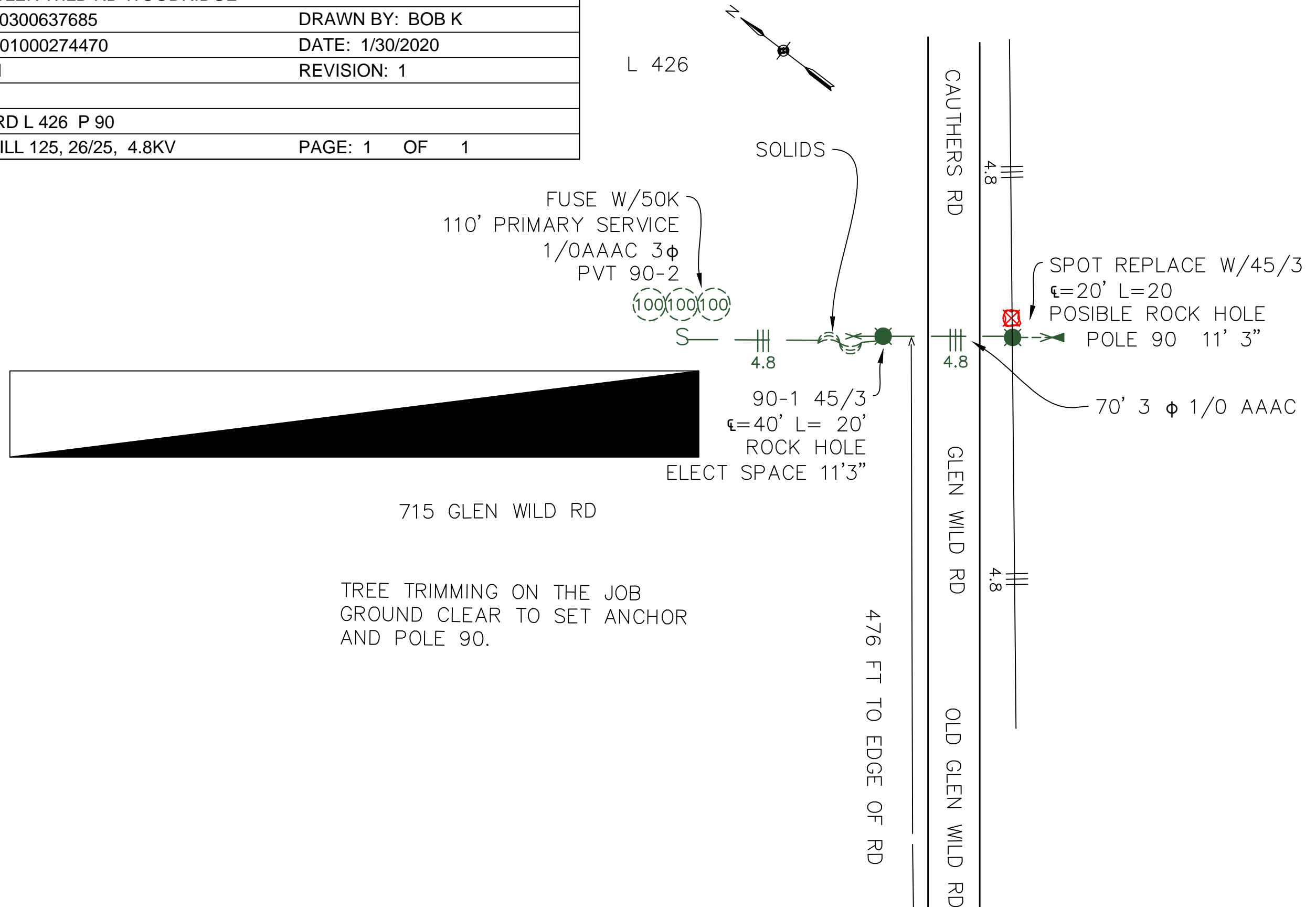
Notary Public

TAX MAP NUMBER

Section Block Lot

RETURN TO
PROPERTY MANAGEMENT
RECORDS CENTER
NEW YORK STATE ELECTRIC & GAS CORP.
POST OFFICE BOX 5224
BINGHAMTON, NEW YORK 13902-5224

PAGE: 1 OF 1



RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened via teleconference on July 13, 2020, at 11:00 a.m.

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

	<u>PRESENT</u>	<u>ABSENT</u>
Ira Steingart	[]	[]
Suzanne Loughlin	[]	[]
Edward T. Sykes	[]	[]
Howard Siegel	[]	[]
Scott Smith	[]	[]
Paul Guenther	[]	[]
Joseph Perrello	[]	[]
Carol Roig	[]	[]

The following persons were also present:

Jennifer M. Flad, Executive Director
Julio Garaicoechea, Project Manager
Deborah Nola, Accounting and Financial Analyst
Walter F. Garigliano, Agency General Counsel

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

Resolution No. ____ - 20

RESOLUTION AUTHORIZING THE GRANT OF AN EASEMENT TO NEW YORK STATE ELECTRIC & GAS CORPORATION ("NYSEG") RELATING TO THE BRR BROTHERS III, LLC AND SULLIVAN COUNTY FABRICATION, INC. ("COMPANY") PROJECT

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York ("State"), as amended, and Chapter 560 of the Laws of 1970 of the State, as amended and codified as Section 960 of the General Municipal Law (collectively, the "Act"), the Agency was created with the authority and power to own, lease and sell property as authorized by the Act; and

WHEREAS, on or about January 28, 2016, the Company presented an application ("Application") to the Agency, a copy of which is on file at the office of the Agency, requesting that the Agency consider undertaking a project consisting of the: (i) acquisition, construction, reconstruction, renovation, rehabilitation, installation and equipping of six (6) buildings

aggregating approximately 180,000± square feet intended to be used to accommodate a metal fabrication factory and storage of manufactured products (collectively, “Existing Buildings”) situate on two (2) parcels of real estate consisting of approximately 138.26± acres located along Glen Wild Road, Town of Fallsburg (“Town”), Woodridge, County of Sullivan (“County”), State and identified on the Town tax map as Section 62, Block 1, Lot 20.1 and Section 63, Block 1, Lot 4 (“Land”); (ii) acquisition, construction and equipping of the Existing Buildings; (iii) acquisition, construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools (“Equipment”); (iv) construction of improvements to the Existing Buildings, the Land and the Equipment (collectively, the Existing Buildings, the Land and the Equipment are referred to as the “Facility” or the “Project”); and (v) lease of the Facility from the Agency to the Company; and

WHEREAS, on or about April 22, 2016, the Agency and the Company closed on a sale/leaseback transaction at which time the Agency acquired title to the Land; and

WHEREAS, on June 12, 2017 by resolution #33-17, the Agency authorized the grant of an easement to NYSEG to install a pole and ground anchor to provide lighting at the Project; and

WHEREAS, the Agency wishes to grant that certain Easement (“Easement”) to NYSEG for installation of a pole and ground anchor to provide additional lighting at the Project; and

WHEREAS, the Agency desires to authorize, empower and direct its Executive Director to execute and deliver the Easement.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE AGENCY AS FOLLOWS:

Section 1. The Executive Director is hereby authorized, on behalf of the Agency, to execute and deliver the Easement and any and all related documents in form approved by Counsel to the Agency and with such changes, variations, omissions and insertions as the Chairman of the Agency shall approve, the execution thereof by the Executive Director of the Agency to constitute conclusive evidence of such approval.

Section 2. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments, documents, and to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or in the opinion of the officer, employee or agent acting on behalf of the Agency desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all the terms, covenants and provisions of the documents for and on behalf of the Agency.

Section 3. The Executive Director or Counsel to the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company; and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 4. This resolution shall take effect immediately.

THE MEMBERS VOTED ON THE FOREGOING RESOLUTION AS FOLLOWS:

Ira Steingart	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Suzanne Loughlin	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Edward T. Sykes	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Howard Siegel	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Scott Smith	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Paul Guenther	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Joseph Perrello	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Carol Roig	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain

and therefore, the resolution was declared duly adopted.

STATE OF NEW YORK :
:ss.:
COUNTY OF SULLIVAN :

I, the undersigned Secretary (or Assistant) of the Agency DO HEREBY CERTIFY THAT:

1. I have compared the foregoing copy of a resolution of the Agency with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.
2. Such resolution was passed at a meeting of the Agency duly convened via teleconference on July 13, 2020 at 11:00 a.m. at which the following members were present:

	<u>PRESENT</u>	<u>ABSENT</u>
Ira Steingart	[]	[]
Suzanne Loughlin	[]	[]
Edward T. Sykes	[]	[]
Howard Siegel	[]	[]
Scott Smith	[]	[]
Paul Guenther	[]	[]
Joseph Perrello	[]	[]
Carol Roig	[]	[]

3. The question of the adoption of the foregoing resolution was duly put to a vote on roll call which resulted as follows:

Ira Steingart	[] Yes	[] No	[] Absent	[] Abstain
Suzanne Loughlin	[] Yes	[] No	[] Absent	[] Abstain
Edward T. Sykes	[] Yes	[] No	[] Absent	[] Abstain
Howard Siegel	[] Yes	[] No	[] Absent	[] Abstain
Scott Smith	[] Yes	[] No	[] Absent	[] Abstain
Paul Guenther	[] Yes	[] No	[] Absent	[] Abstain
Joseph Perrello	[] Yes	[] No	[] Absent	[] Abstain
Carol Roig	[] Yes	[] No	[] Absent	[] Abstain

and therefore, the resolution was declared duly adopted.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 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 Sections 103a and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on the 13th day of July, 2020.

Secretary

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

**548 Broadway
Monticello, New York 12701
845-295-2603**

APPLICATION FOR FINANCIAL ASSISTANCE

I. A. APPLICANT INFORMATION:

Company Name: RGG Realty LLC

Address: 171 E Industry Ct., Deer Park, New York 11787

Phone No.: 516-860-6001

Telefax No.: _____

Email Address: Cono@appleice.com

Fed Id. No.: 85-1082932

Contact Person: Cono Cimino

Principal Owners/Officers/Directors (list owners with 15% or more in equity holdings with percentage ownership):

Principal Owners (Shareholders/Members/Owners): Cono Cimino

Directors/Managers: Cono Cimino

Officers: Cono Cimino

Corporate Structure (attach schematic if Applicant is a subsidiary or otherwise affiliated with another entity)

Form of Entity:

Corporation (Sub-s)

Date of incorporation: _____

State of incorporation: _____

Partnership

General _____ or Limited _____
Number of general partners _____

If applicable, number of limited partners _____
Date of formation: _____
Jurisdiction formation: _____

☒ Limited Liability Company/Partnership (number of members 1)

Date of organization: April 29, 2020
State of organization: New York

☐ Sole Proprietorship

If a foreign organization, is the Applicant authorized to do business in the State of New York? Yes___ No___ N/A ☒ (If so, please append Certificate of Authority.)

B. APPLICANT INFORMATION:

Company Name: Columbia Ice and Cold Storage Corporation

Address: 2990 US Route 9, Hudson, New York 12534

Phone No.: 516-860-6001

Telefax No.: _____

Email Address: Cono@appleice.com

Fed Id. No.: 26-1167036

Contact Person: Cono Cimino

Principal Owners/Officers/Directors (list owners with 15% or more in equity holdings with percentage ownership):

Principal Owners (Shareholders/Members/Owners): Cono Cimino

Directors/Managers: Cono Cimino
Officers: Cono Cimino

Corporate Structure (attach schematic if Applicant is a subsidiary or otherwise affiliated with another entity)

Form of Entity:

√ Corporation (Sub-s)

Date of incorporation: September 27, 2017
State of incorporation: New York

 Partnership

General _____ or Limited _____
Number of general partners _____

If applicable, number of limited partners _____
Date of formation: _____
Jurisdiction formation: _____

 Limited Liability Company/Partnership (number of members _____)

Date of organization: _____
State of organization: _____

 Sole Proprietorship

If a foreign organization, is the Applicant authorized to do business in the State of New York? Yes___ No___ N/A √ (If so, please append Certificate of Authority.)

APPLICANT'S COUNSEL

Name: Cliff Gordon, Attorney at Law

Address: 544 Broadway – P.O. Box 803, Monticello, New York 12701

Phone No.: 845-794-4043

Telefax No.: 845-794-7229

Email Address: cgordonlaw@yahoo.com

II. REQUESTED FINANCIAL ASSISTANCE

Estimated Value

Real Property Tax Abatement (estimated)	\$ TBD
Mortgage Tax Exemption	\$ 3,150
Sales and Use Tax Exemption	\$ 65,136
Issuance by the Agency of Tax Exempt Bonds	\$ N/A

III. PROJECT INFORMATION

A.) Project Location:

Project Address: 33 Plaza Drive, Monticello, New York 12701

Tax Map Number(s): 130-1-17

Located in the Village of: Monticello

Located in Town of Thompson

Located in the School District of Monticello

Located in Hamlet of _____

(i) Are Utilities on Site?

Water/Sewer √

Electric √

Gas

Storm Sewer

(ii) Present legal owner of the site: County of Sullivan

If other than Applicant, by what means will the site be acquired for this Project:

Purchase – under contract for \$425,000

(iii) Zoning of Project Site: Current: See Attachment Proposed: N/A

(iv) Are any variances needed: No

(v) Principal Use of Project upon completion: Ice storage and distribution

B.) Will the Project result in the removal of a plant or facility of the Applicant or a proposed Project occupant from one area of the State of New York to another area of the State of New York? No ; If yes, please explain:

C.) Will the Project result in the abandonment of one or more Plants or facilities of the Applicant or a proposed Project occupant located in the State of New York? No ; If yes, please explain:

D.) If the answer to either question B or C above is yes, you are required to indicate whether any of the following apply to the Project:

1. Is the Project reasonably necessary to preserve the competitive position of the Applicant or such Project Occupant in its industry? Yes ; No √ . If yes, please explain:

2. Is the Project reasonably necessary to discourage the Applicant or such Project Occupant from removing such other plant or facility to a location outside the State of New York? Yes _____; No √ _____. If yes, please explain:

E.) Will the Project include facilities or property that will be primarily used in making retail sales of goods or provide services to customers who personally visit such facilities? No ____; If yes, please contact the Agency for additional information.

F.) Please provide a narrative of the Project and the purpose of the Project (new build, renovations, and/or all equipment purchases). Identify specific uses occurring within the Project. Describe any and all tenants and any/all end users. Describe the proposed acquisitions, construction or reconstruction and a description of the costs and expenditures expected. Attach additional sheets, if necessary.

G.) COSTS AND BENEFITS OF THE PROJECT

Costs = Financial Assistance

Estimated Sales Tax Exemption	\$ 65,136
Estimated Mortgage Tax Exemption	\$ 3,150
Estimated Property Tax Abatement	\$ TBD
Estimated Interest Savings IRB Issue	\$ N/A

Benefits= Economic Development

Jobs created	<u>5</u>
Jobs retained	<u>0</u>
Private funds invested	\$ <u>1,127,750</u>
Other Benefits	<u>N/A</u>

Estimate how many construction/permanent jobs will be created or retained as a result of this Project:

Construction:	10
Permanent:	5
Retained (at current facility):	N/A

Project Costs (Estimates)

Land and Existing Building Purchase	\$ 425,000
Soft Costs (5%)	\$ 10,000
Other (renovations & equipment)	\$ 1,017,750

Total

\$ 1,452,750

In addition to the above estimated capital costs of the project, which must include all costs of real property and equipment acquisition and building construction or reconstruction, you must include details on the amounts to be financed from private sector sources, an estimate of the percentage of project costs financed from public sector sources and an estimate of both the amount to be invested by the Applicant and the amount to be borrowed to finance the Project.

Jeff Bank \$ 315,000

Private \$1,127,750

In addition to the job figures provided above, please indicate the following:

- 1) The projected number of full time equivalent jobs that would be retained and that would be created if the request for financial assistance is granted.

5

- 2) The projected timeframe for the creation of new jobs.

12 months or less

- 3) The estimated salary and fringe benefit averages or ranges for categories of the jobs that would be retained or created if the request for financial assistance is granted.

\$15.00 per hour to \$70,000 a year salary

- 4) An estimate of the number of residents of the economic development region as established pursuant to section two hundred thirty of the Economic Development Law, in which the project is located that would fill such jobs. The labor market area defined by the agency (Mid-Hudson Economic Development Region)

1,433,386

H.) State whether there is a likelihood that the project would not be undertaken but for the financial assistance provided by the Agency, or, if the project could be undertaken without financial assistance provided by the Agency, a statement indicating why the project should be undertaken by the Agency Due to the project being located in a very high tax area, but for the incentives, the project cannot work.

IV. REPRESENTATIONS BY THE APPLICANT

The Applicant understands and agrees with the Agency as follows:

- A) Job Listings. In accordance with Section 858-b (2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA") in which the Project is located.
- B) First Consideration for Employment. In accordance with Section 858-b (2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the Applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.
- C) Annual Sales Tax Filings. In accordance with Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant.
- D) Annual Employment Reports. The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site.
- E) Absence of Conflicts of Interest. The Applicant has received from the Agency a list of the members, officers, and employees of the Agency. No member, officers or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described.
- F.) The Applicant represents that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.

- G.) The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- H.) The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
- I.) The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.

The Applicant and the individual executing this Application on behalf of the Applicant acknowledge that the Agency will rely on the representations made herein when acting on this Application and hereby represent that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

RGG Realty LLC


By: Cono Cimino, Sole Member

Date: June 16, 2020

Columbia Ice and Cold Storage Corporation



By: Cono Cimino, President

Date: June 16, 2020

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

Cono Cimino, being first duly sworn, deposes and says:

1. That I am the Sole Member of RGG Realty LLC and the President of Columbia Ice and Cold Storage Corporation (collectively, the, "Applicant") and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.


Cono Cimino

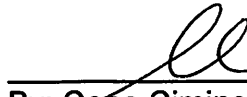
THIS APPLICATION SHALL BE SUBMITTED WITH (I) TWO CHECKS: ONE COVERING A \$250.00 APPLICATION FEE AND THE SECOND COVERING A \$5,000.00 UP-FRONT ESCROW DEPOSIT; AND (II) APPLICANT'S FORMATION DOCUMENTS (IE: IF A CORPORATION: ITS CERTIFICATE OF INCORPORATION AND BYLAWS; IF A LIMITED LIABILITY COMPANY: ITS ARTICLES OF ORGANIZATION AND OPERATING AGREEMENT; IF A LIMITED PARTNERSHIP: ITS CERTIFICATE OF LIMITED PARTNERSHIP AND LIMITED PARTNERSHIP AGREEMENT; OR IF A PARTNERSHIP: ITS PARTNERSHIP AGREEMENT TO:

**COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY
Executive Director
548 Broadway
Monticello, New York 12701**

HOLD HARMLESS AGREEMENT

Applicant hereby releases the COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY and the members, officers, servants, agents and employees thereof ("Agency") from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the Application or the Project described therein or the tax exemptions and other assistance requested therein are favorably acted upon by the Agency, (B) the Agency's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final agreement with the respect to the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

RGG Realty LLC



By: Cono Cimino, Sole Member

Date: June 16, 2020

Columbia Ice and Cold Storage Corporation



By: Cono Cimino, President

Date: June 16, 2020

Section 3: Add a new section §250-14 to Article IV, District Regulations, as follows:

250-14 EBG East Broadway Gateway District

The district regulations for the EBG East Broadway Gateway District shall be as set forth in the Schedule of District Regulations included as an attachment to this chapter.

Section 4: Add an additional "Schedule of District Regulations, East Broadway Gateway District" as an attachment to Chapter 250, as depicted below.

ZONING AND PLANNED UNIT DEVELOPMENT
250 Attachment
Town of Thompson
Schedule of District Regulations
EBG East Broadway Gateway District

Accessory Uses	Permitted Uses	Uses Subject to Site Plan Review and Special Use Permit	Uses Subject to Site Plan Review by Planning Board	Minimum Required								Maximum Permitted		
				Lot Area	Lot Width (feet)	Lot Depth (feet)	Front Yard (feet)	Rear Yard (feet)	One Side Yard (feet)	Both Side Yards (feet)	Habitable Floor Area (square feet)	Density per Acre	Percentage of Lot Coverage	Building Height (feet)
Home occupations	1-family dwelling legally in existence as of January 1, 2020		2-family dwelling legally in existence as of January 1, 2020											
Processing and sale of farm products	Keeping not more than 2 farm animals on lots of under 5 acres, plus 1 additional farm animal per 1 additional acre in excess of 5 acres, provided that no animal housing or structure for the storage of any odor- or dust-producing substances is within 150 feet of any lot line			20,000 square feet	100	125	40	40	15	40	1000 square feet and 20 feet wide	2.0	20%	30
	With central water and sewer		With central water and sewer											
	Without central water and sewer		Without central water and sewer	40,000 square feet	150	150	50	50	20	50	1000 square feet and 20 feet wide	1.0	10%	30
		Mixed Use Development		10 acres	150	300	50	50	25	70	NA	4	30	35
		Gasoline Filling Station		20,000 square feet	100	125	40	50	25	50	NA	NA	30	35
		Car Wash												
		Retail Store		40,000 square feet	200	200	40	50	25	50	NA	NA	30	35
		Wholesale Establishment												
		Office, Business												
		Eating and Drinking Establishment												
		Motor Vehicle Repair Shop												
		Hotel and Motel		7,500 square feet plus 1,500 square feet per rental unit	200	200	40	50	25	50	NA	NA	30	35
				3 acres	150	300	50	50	50	100	NA	NA	30	35
		Storage Facility												
		Manufacturing Establishment												
		Light Manufacturing												
		Warehouse and Distribution Center												
		Trucking Terminal												
		Research Facility and Laboratory												
		Hospital												
		Outdoor Commercial Recreation												
		Public Recreational Facility												
	Greenhouse and Nursery			3 acres	150	300	50	50	50	100	NA	NA	30	35
	Agriculture Operations, but not including cage-type poultry raising, provided that no animal housing or structure for the storage of odor- or dust-producing substances are within 150 feet of any lot line													
	Growing of crops, orchards			5 acres	150	300	50	50	35	70	NA	NA	30 (applies to bldgs. & structures)	35
	Keeping of not more than 25 feet, plus 1 additional farm animal per 1 additional acre in excess of 5 acres			5 acres	150	300	50	50	35	70	NA	NA	30 (applies to bldgs. & structures)	35
	Keeping of livestock			25 acres	150	300	50	50	35	70	NA	NA	30 (applies to bldgs. & structures)	35
	Harvesting of forest products and wild crops			10 acres	No structure shall be within 200 feet of a lot line						NA	NA	NA	NA

Project Description

RGG Realty LLC/Columbia Ice and Cold Storage, proposes to purchase an existing 22,000 square foot facility at 33 Plaza drive SBL 130-1-17 owned by the County of Sullivan for the appraised value of \$425,000. The facility will be used to distribute bagged ice to end users throughout the Catskills and Northern Hudson Valley territory. As the facility needs to work to meet the requirements for our intended use, we will be investing an additional \$1, 017,750 in order to renovate the building, install a freezer, loading dock and small office. We will need approximately 10 construction people to conduct the needed upgrades and 5 full time employees to run the facility. A change of use permit for the facility has been obtained from the Village from Monticello.

Columbia Ice and Cold Storage has been expanding its service territory rapidly into this area. However, the high tax burden in the Village precludes me from making the business decision to invest here. Our application to the SCIDA if successful, will make that decision possible since we can invest in the building up front and get established so that we can be here for the long term and expand in the future. We will be paying and entry level hourly rate of \$15/hr. with management earning up to \$70,000 per year.

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law will be held by the County of Sullivan Industrial Development Agency ("Agency") on Monday, July 13, 2020 at 10:30 a.m., local time, in the Legislative Hearing Room at the Sullivan County Government Center, 100 North Street, Monticello, New York, in connection with the following matter:

RGG Realty LLC ("RGG") and Columbia Ice and Cold Storage Corporation ("Columbia," together with RGG collectively, the "Company") has submitted an application ("Application"), a copy of which is on file with the Agency, requesting the Agency's assistance with respect to a certain project consisting of the: (i) acquisition, construction, reconstruction, renovation, rehabilitation, installation and equipping of an approximately 22,000 +/- square foot building to include an ice distribution facility with associated office space and break room ("Building") situate on one (1) parcel of real estate consisting of approximately four acres located at 33 Plaza Drive, Village of Monticello ("Village"), Town of Thompson ("Town"), County of Sullivan ("County"), State of New York and identified on the Town tax map as Section 130, Block 1, Lot 17 ("Land"); (ii) construction and equipping of the Building; (iii) construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools ("Equipment"); (iv) construction of improvements to the Building, the Land and the Equipment (collectively, the Building, the Land and the Equipment are referred to as the "Facility" or the "Project"); and (v) lease of the Project from the Agency to the Company.

The Agency will acquire title to, or a leasehold interest in, the Facility and lease the Facility back to the Company. The Company will operate the Facility during the term of the Lease. At the end of the lease term, the Company will purchase the Facility from the Agency for a nominal price, or if the Agency holds a leasehold interest, the leasehold interest will be terminated. The Agency contemplates that it will provide financial assistance ("Financial Assistance") to the Company in the form of sales and use tax exemption and a mortgage recording tax exemption, consistent with the policies of the Agency, and a partial real property tax abatement.

A representative of the Agency will be at the above-stated time and place to present a copy of the Company's project application and hear and accept written and oral comments from all persons with views in favor of, opposed or otherwise relevant to the proposed Financial Assistance.

Dated: June 29, 2020

By: COUNTY OF SULLIVAN INDUSTRIAL
DEVELOPMENT AGENCY

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened via teleconference on July 13, 2020, at 11:00 a.m.

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

	<u>PRESENT</u>	<u>ABSENT</u>
Ira Steingart	[]	[]
Suzanne Loughlin	[]	[]
Edward T. Sykes	[]	[]
Howard Siegel	[]	[]
Scott Smith	[]	[]
Paul Guenther	[]	[]
Joseph Perrello	[]	[]
Carol Roig	[]	[]

The following persons were also present:

Jennifer M. Flad, Executive Director
Julio Garaicoechea, Project Manager
Deborah Nola, Accounting and Financial Analyst
Walter F. Garigliano, Agency General Counsel

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

Resolution No. ____ - 20

RESOLUTION OF THE COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY APPOINTING RGG REALTY LLC (“RGG”) AND COLUMBIA ICE AND COLD STORAGE CORPORATION (“COLUMBIA,” TOGETHER WITH RGG COLLECTIVELY, THE “COMPANY”) AS ITS AGENT FOR THE PURPOSE OF CONSTRUCTING THE PROJECT (HEREINAFTER DEFINED); MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT; AND AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGENT AND PROJECT AGREEMENT BETWEEN THE AGENCY AND THE COMPANY; AUTHORIZING THE AGENCY TO EXECUTE THE LEASE TO AGENCY (“LEASE”), LEASEBACK TO COMPANY (“LEASEBACK”), PAYMENT IN LIEU OF TAX AGREEMENT (“PILOT AGREEMENT”) AND RELATED DOCUMENTS WITH RESPECT TO THE CONSTRUCTION OF THE PROJECT

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York ("State"), as amended, and Chapter 560 of the Laws of 1970 of the State, as amended and codified as Section 960 of the General Municipal Law (collectively, the "Act"), the Agency was created with the authority and power to own, lease and sell property as authorized by the Act; and

WHEREAS, on or about June 16, 2020, the Company presented an application to the Agency ("Application"), a copy of which is on file at the office of the Agency, requesting that the Agency consider undertaking a project consisting of the: (i) acquisition, construction, reconstruction, renovation, rehabilitation, installation and equipping of an approximately 22,000 +/- square foot building to include an ice distribution facility with associated office space and break room ("Building") situate on one (1) parcel of real estate consisting of approximately four acres located at 33 Plaza Drive, Village of Monticello ("Village"), Town of Thompson ("Town"), County of Sullivan ("County"), State of New York and identified on the Town tax map as Section 130, Block 1, Lot 17 ("Land"); (ii) construction and equipping of the Building; (iii) construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools ("Equipment"); (iv) construction of improvements to the Building, the Land and the Equipment (collectively, the Building, the Land and the Equipment are referred to as the "Facility" or the "Project"); and (v) lease of the Project from the Agency to the Company; and

WHEREAS, it is contemplated that the Agency will (i) designate the Company as its agent for the purpose of constructing the Project; (ii) negotiate and enter into an Agent and Project Agreement, the Lease, the Leaseback and the PILOT Agreement with the Company (collectively, the "Transaction Documents"); (iii) hold a leasehold interest in the Land and the improvements thereon which constitute the Project; and (iv) provide financial assistance to the Company in the form of (a) sales tax exemption for purchases related to the construction of the Project; (b) a real property tax abatement on increased value resulting from improvements to the Land through the PILOT Agreement; and (c) a mortgage tax exemption for financing related to the Project; and

WHEREAS, the total financial assistance being contemplated by the Agency is greater than \$100,000; and

WHEREAS, the Agency determined that the Application which involves the adaptive reuse of one (1) existing building is a Type II Action under SEQRA and pursuant to the Agency's Resolution, dated September 14, 1998 no further action is required; and

WHEREAS, the Agency has given due consideration to the Application of the Company and to representations by the Company that the proposed financial assistance is an inducement to the Company to undertake the Project; and

WHEREAS, the Agency has considered the following matters as more fully set forth in its Uniform Tax Exemption Policies:

- A. Permanent private sector job creation and retention;
- B. Estimated value of the tax exemption;

- C. Whether the affected taxing jurisdictions shall be reimbursed by the Company if the Project does not fulfill the purposes for which the exemption was granted;
- D. Impact of Project on existing and proposed business or economic development projects;
- E. The amount of private sector investment generated or likely to be generated by the Project;
- F. Demonstrated public support for the Project;
- G. Likelihood of accomplishing the Project in a timely fashion;
- H. Environmental impact;
- I. Extent to which the Project will require additional services including, but not limited to educational, police, transportation, EMS and fire;
- J. Extent to which the Project will provide additional revenues; and
- K. Extent to which the Project will serve the public purposes of the Act by preserving permanent, private sector jobs or increasing the overall number of permanent, private sector jobs in the State;

; and

WHEREAS, the Agency desires to encourage the Company to advance the job opportunities, health, general prosperity and economic welfare of the people of Sullivan County, New York by providing the contemplated financial assistance and undertaking the Project; and

WHEREAS, the Chief Executive Officer has negotiated the Transaction Documents with the Company; and

WHEREAS, the Transaction Documents have been prepared by Agency counsel.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE AGENCY AS FOLLOWS:

Section 1. The Company has presented to the Agency, among other things, an Application in form acceptable to the Agency.

Section 2. Based upon (i) the representations made by the Company to the Agency, the Agency hereby determines that:

- (A) The Project consists of the adaptive reuse of an existing building;
- (B) The Facility is a Type II action under SEQR 6 NYCCR 617.5(c)(2) and accordingly, no further action is needed; and
- (C) The Project qualifies for financial assistance under the Agency's Uniform Tax Abatement Policy.

A copy of this resolution shall together with the attachments thereto be placed on file in the office of the Agency where the same shall be available for

public inspection during business hours.

Section 3. The Agency has determined that the proposed financial assistance exceeds the sum of \$100,000.00 and therefore a public hearing on due notice was held on July 13, 2020 at 10:30 a.m., local time, in the Legislative Hearing Room at the Sullivan County Government Center, 100 North Street, Monticello, New York at which hearing comments relating to the proposed financial assistance were solicited. Said public hearing was open to the general public and public notice of the time and place of said public hearing was duly given in accordance with the applicable provisions of the General Municipal Law of the State.

Section 4. Based upon representations made by the Company to the Agency, the Agency hereby makes, finds and determines as follows:

- (A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act;
- (B) It is desirable and in the public interest for the Agency to (i) acquire a leasehold interest in the Land and improvements constituting the Project; (ii) appoint the Company as its agent for purposes of constructing the Project, and (iii) lease the Land and improvements constituting the Project to the Company pursuant to the Lease subject to the Leaseback and the PILOT Agreement;
- (C) The Agency has the authority to take the actions contemplated therein under the Act; and
- (D) The action to be taken by the Agency will induce the Company to develop the Project, thereby increasing employment opportunities in the County and otherwise furthering the purposes of the Agency as set forth in the Act.

Section 5. Subject to the Company executing an Agent and Project Agreement in form and substance approved by the Chief Executive Officer, the Agency hereby authorizes the Company to proceed with the construction of the Project and hereby appoints the Company as the true and lawful agent of the Agency to construct the Project on behalf of the Agency; with the authority to delegate its status as agent of the Agency to the Company's agents, subagents, contractors, subcontractors, suppliers, vendors and other such parties as the Company may choose. The appointment described above includes the following activities as they relate to the construction of the Project, whether or not the materials, services or supplies described below are incorporated into or become an integral part of the Project; (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with the construction of the Project; (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description in connection with the construction of the Project; and (iii) all purchases, leases, rentals and uses of equipment, machinery, and other tangible personal property (including installation costs with respect thereto), installed or placed in, upon or under the Project,

including all repairs and replacements of such property. This agency appointment includes the power to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agents for the Agency, and in general to do all things which may be requisite or proper for completing the Project, all with the same powers and with the same validity as the Agency could do if acting on its own behalf. The aforesaid appointment of the Company as agent of the Agency to construct and equip the Project shall expire on **December 31, 2020** if the Transaction Documents have not been executed and delivered.

Section 6. Based upon the representation and warranties made by the Company in its application for financial assistance, the Agency hereby authorizes and approves the Company, as its agent, to make purchases of goods and services relating to the Project and that would otherwise be subject to New York State and local sales and use tax in an amount up to \$814,200, which result in New York State and local sales and use tax exemption benefits ("sales and use tax exemption benefits") not to exceed \$65,136. The Agency agrees to consider any requests by the Company for increase to the amount of sales and use tax exemption benefits authorized by the Agency upon being provided with appropriate documentation detailing the additional purchases of property or services.

Section 7. Pursuant to Section 875(3) of the New York General Municipal Law, the Agency may recover or recapture from the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, any sales and use tax exemption benefits taken or purported to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, is not entitled to the sales and use tax exemption benefits; (ii) the sales and use tax exemption benefits are in excess of the amounts authorized to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project; (iii) the sales and use tax exemption benefits are for property or services not authorized by the Agency as part of the Project; or (iv) the sales and use tax exemption benefits are taken in cases where the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project. As a condition precedent of receiving sales and use tax exemption benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, must (i) cooperate with the Agency in its efforts to recover or recapture any sales and use tax exemption benefits, and (ii) promptly pay over any such amounts to the Agency that the Agency demands.

Section 8. The Transaction Documents which were negotiated by the Chief Executive Officer, are hereby approved as to form and substance on condition that: (i) the payments

under the Leaseback include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project; and (ii) the terms of the PILOT Agreement are consistent with the Agency's Uniform Tax Exemption Policy.

Section 9. The Chairman, Executive Director or Chief Executive Officer of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Transaction Documents in the form presented at this meeting all with such changes, variations, omissions and insertions as the Chairman, Executive Director or Chief Executive Officer of the Agency shall approve, the execution thereof by the Chairman, Executive Director or Chief Executive Officer of the Agency to constitute conclusive evidence of such approval.

Section 10. The officers, employees and agents of the Agency are hereby authorized and directed in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of this resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 11. It is hereby found and determined that all formal actions of the Agency concerning and relating to the adoption of this resolution were adopted in an open meeting of the Agency; and that all deliberations of the Agency and of any of its committees that resulted in such formal action were in meetings open to the public, in compliance with all legal requirements.

Section 12. The Executive Director, Chief Executive Officer or Counsel to the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company; and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 13. This resolution shall take effect immediately.

THE MEMBERS VOTED ON THE FOREGOING RESOLUTION AS FOLLOWS:

Ira Steingart	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Suzanne Loughlin	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Edward T. Sykes	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Howard Siegel	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Scott Smith	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Paul Guenther	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Joseph Perrello	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Carol Roig	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain

The resolutions were thereupon duly adopted.

STATE OF NEW YORK :
:SS
COUNTY OF SULLIVAN :

I, the undersigned (Assistant) Secretary of the Agency DO HEREBY CERTIFY THAT:

1. I have compared the foregoing copy of a resolution of the Agency with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.
2. Such resolution was passed at a meeting of the Agency duly convened via teleconference on July 13, 2020 at 11:00 a.m. at which the following members were present:

	<u>PRESENT</u>	<u>ABSENT</u>
Ira Steingart	[]	[]
Suzanne Loughlin	[]	[]
Edward T. Sykes	[]	[]
Howard Siegel	[]	[]
Scott Smith	[]	[]
Paul Guenther	[]	[]
Joseph Perrello	[]	[]
Carol Roig	[]	[]

3. The question of the adoption of the foregoing resolution was duly put to a vote on roll call which resulted as follows:

Ira Steingart	[] Yes	[] No	[] Absent	[] Abstain
Suzanne Loughlin	[] Yes	[] No	[] Absent	[] Abstain
Edward T. Sykes	[] Yes	[] No	[] Absent	[] Abstain
Howard Siegel	[] Yes	[] No	[] Absent	[] Abstain
Scott Smith	[] Yes	[] No	[] Absent	[] Abstain
Paul Guenther	[] Yes	[] No	[] Absent	[] Abstain
Joseph Perrello	[] Yes	[] No	[] Absent	[] Abstain
Carol Roig	[] Yes	[] No	[] Absent	[] Abstain

and therefore, the resolution was declared duly adopted.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 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 Sections 103a and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on the 13th day of July, 2020.

Secretary