

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

MEETING NOTICE

TO: Suzanne Loughlin, IDA Chairperson
Edward Sykes, IDA Vice Chairman
Carol Roig, IDA Secretary
Howard Siegel, IDA Treasurer & Chief Financial Officer
Craig Fleischman, IDA Assistant Secretary
Scott Smith, IDA Assistant Treasurer
Paul Guenther, IDA Member
Sean Brooks, IDA Member
Chairman and Members of the Sullivan County Legislature
Josh Potossek, Sullivan County Manager
John Kiefer, IDA Chief Executive Officer
Walter Garigliano, Esq., IDA Counsel
FROM: Jennifer Flad, Executive Director
DATE: July 7, 2021

PLEASE TAKE NOTICE that there will be a Regular Meeting of the County of Sullivan Industrial Development Agency scheduled as follows:

Date: Monday, July 12, 2021
Time: 11:00 AM
Location: Legislative Hearing Room, Sullivan County Government Center, 100 North Street, Monticello, New York 12701

This meeting video will also be livestreamed on the IDA's YouTube channel:
<https://www.youtube.com/channel/UCqz9C4ODb5PjZNN80oAFctQ>

SEE REVERSE FOR AGENDA

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

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AMENDED MEETING AGENDA

Monday, July 12, 2021

I. CALL TO ORDER

II. ROLL CALL

III. APPROVAL OF MEETING MINUTES

June 14, 2021 Regular Meeting

IV. BILLS AND COMMUNICATIONS

V. STAFF ACTIVITY REPORT

VI. NEW BUSINESS

Resolution: Authorizing an Extension of the Sales Tax Abatement Period for the Catskill Hospitality Operating LLC and Catskill Hospitality Holding LLC Project from August 1, 2021 Through and Including January 31, 2022

Resolution: Authorizing an Amendment to Resolution 22-21

Any and All Other Business Before the Board

VII. PUBLIC COMMENT AND ADJOURN

##

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

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Monticello, New York 12701

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MEETING MINUTES

Monday, June 14, 2021

I. CALL TO ORDER

Chairperson Loughlin called to order the regular meeting of the County of Sullivan Industrial Development Agency at approximately 11:01AM via teleconference.

II. ROLL CALL

Members Present-

Suzanne Loughlin
Edward Sykes
Howard Siegel
Carol Roig
Paul Guenther
Sean Brooks

Members Absent-

Scott Smith
Craig Fleischman

Staff Present-

John Kiefer, Chief Executive Officer
Jennifer Flad, Executive Director
Julio Garaicoechea, Project Manager
Deborah Nola, Accounting and Financial Analyst

Staff Absent-

None

Others Present-

Walter Garigliano, Agency Counsel
Steven Vegliante, Town of Fallsburg Supervisor
Joseph Abraham, *Sullivan County Democrat*
Ken Walter

III. APPROVAL OF MEETING MINUTES

Ms. Flad recommended a change to the proposed minutes striking "Acting Chairperson Loughlin" to "Chairperson Loughlin" on both proposed meeting minutes of the May 10, 2021 Regular Meeting and the June 1, 2021 Special Meeting minutes. On a motion made by Chairperson Loughlin, and seconded by Mr. Siegel the minutes of the May 10, 2021 Regular Meeting; June 1, 2021 Special Meeting were unanimously amended to strike the words "Acting" and unanimously approved.

IV. BILLS AND COMMUNICATIONS

On a motion made by Mr. Siegel, and seconded by Mr. Guenther, the revised schedule of payments showing 15 payments totaling \$25,830.90 was unanimously approved.

V. STAFF ACTIVITY REPORT

Chairperson Loughlin thanked Ms. Flad for making a presentation of IDA Activities at a meeting of the Monticello Kiwanis. Ms. Flad announced that PARIS reports have been submitted as required.

VI. NEW BUSINESS

On a motion made by Mr. Guenther, and seconded by Ms. Roig, the Board discussed and reviewed a resolution authorizing the Second Quarter 2021 Payment to the **Partnership for Economic Development in Sullivan County, Inc.** Chairperson Loughlin called the resolution to question, the Board voted, and unanimously approved the resolution.

On a motion made by Mr. Sykes, and seconded by Mr. Guenther, the Board discussed and reviewed a resolution authorizing an extension of the sales tax abatement period for the **Doetsch Family I, LLC.** and **Doetsch Family II, LLC.** project from July 1, 2021 through and including December 31, 2021. Mr. Garaicoechea stated that all projects before the Board today requesting sales tax abatement extensions are current with respect to reports and fees. Chairperson Loughlin called the resolution to question, the Board voted, and unanimously approved.

On a motion made by Mr. Guenther, and seconded by Mr. Sykes, the Board discussed and reviewed a resolution authorizing an extension of the sales tax abatement period for the **Forestburgh Hospitality, LLC.** and **Forestburgh Property, LLC.** project from July 1, 2021 through and including December 31, 2021. Mr. Garaicoechea stated that the project is current with respect to reports and fees. Attorney Garigliano stated that there has been no construction activity in furtherance of the Project and recommended that the Board approve the resolution to extend the abatement through the end of year however to communicate with the project that this is the final extension unless meaningful activity commences. The Board directed staff to provide formal notice. Chairperson Loughlin called the motion to question, the Board voted, and unanimously approved the resolution.

On a motion made by Ms. Roig, and seconded by Mr. Siegel, the Board discussed and reviewed a resolution authorizing an extension of the sales tax abatement period for the **Rock Meadow Partners, LLC., Great Pine, LLC., Indian Fields, LLC.,** and **NARO Building, LLC.** project from July 1, 2021 through and including December 31, 2021. Chairperson Loughlin called the motion to question, the Board voted, and the resolution was unanimously approved.

On a motion made by Mr. Sykes, and seconded by Mr. Guenther, the Board discussed and reviewed a resolution authorizing an extension of the sales tax abatement period for the **Montreign Operating Company, LLC.** project from July 1, 2021 through and including December 31, 2021. Chairperson Loughlin called the motion to question, the Board voted, and the resolution was unanimously approved.

On a motion made by Mr. Brooks, and seconded by Mr. Guenther, the Board discussed and reviewed a resolution authorizing and approving the execution and delivery of one or more mortgages (and related financing documents) relating to the **Catskill Hospitality Holding, LLC.** and **Catskill Hospitality Operating, LLC.** project. Chairperson Loughlin called the motion to question, the Board voted, and unanimously approved the resolution.

On a motion made by Mr. Guenther, and seconded by Mr. Brooks, the Board discussed and reviewed a resolution authorizing one or more Omnibus Amendments to Project Documents relating to the **BRR Brothers III, LLC.** and **Sullivan County Fabrication, Inc.** project. Chairperson Loughlin recused from discussion because her husband's law firm represents the project. Vice-Chair Sykes called the motion to question, the Board voted, and the resolution was approved as follows:

Suzanne Loughlin	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input checked="" type="checkbox"/> Abstain
Edward T. Sykes	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Howard Siegel	<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
Scott Smith	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" 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

Sean Brooks	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Craig Fleischman	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Absent	<input type="checkbox"/> Abstain

The Board discussed **Community Choice Aggregation** ("CCA"), which allows local governments to procure energy for their residents and businesses. The Agency adopted Resolution 52-18 in 2018 to financially support towns seeking to opt in to CCA. Attorney Garigliano stated that since the NYS Public Service Commission ("PSC") has mandated single billing of power the Towns of Fallsburg, Thompson and Neversink have expressed interest in creating a model CCA local law, and Fallsburg is ready to move forward at this time. The funds authorized by the Agency in 2018, in an amount not to exceed \$100,000, will begin to be used for this purpose. Mr. Siegel asked if those funds are sufficient and appropriate. Mr. Garigliano stated the program will provide funding for professional and consulting fees of municipalities adopting a local law creating a CCA Purchase Power Program. He further answered that it is not certain if the funding authorization is sufficient however there is no need at the moment to allocate any more funding. Mr. Siegel asked about the process of funding. Mr. Garigliano stated that the towns were selected with specific purpose: (i) The Town of Fallsburg because it will realize significant savings through CCA, and because it is home to the Rosemond solar array (ii) The Town of Thompson because it contains the largest amount of non-commercial meters and (iii) The Town of Neversink because residents in this municipality are serviced by two service providers crossing into different Counties which is of unique interest to the PSC. He added that due to the complexity, the PSC may be able to provide additional funding for development of a program in Neversink. Town of Fallsburg Supervisor Steven Vegliante thanked the Board for its vision and allocation of funding for this purpose.

On a motion made by Mr. Sykes, and seconded by Mr. Siegel, the Board discussed and reviewed an application from **Agrarian Feast, LLC** to finance \$100,000.00 from the AgriBusiness Revolving Loan and Lease Fund. Mr. Kiefer stated that the applicant intends to construct and equip a 2,400 square foot Mushroom Production Facility on a 22 acre farm in Livingston Manor. The AgriBusiness Revolving Loan Fund Committee recommends approval of the loan to Agrarian Feast, LLC. Chairperson called the motion to question, the Board voted, and the Board unanimously approved the application.

Ms. Flad updated the Board on the proposed **234 Main Street, LLC** project. She stated that all affected taxing jurisdictions have expressed support for a deviation from the Agency's Uniform Tax Exempt Policy to accommodate the project. She stated that she has requested a revised cost-benefit analysis and will distribute this to the Board upon receipt. Attorney Garigliano added that the assessed value of the property upon buildout is now known, and this value will be used as the PILOT base. If the total benefits to the project exceed \$100,000, a public hearing will be held prior to Board vote on the application.

Ms. Flad informed the Board of the Agency's intent to dispose property that was granted to the Agency with funds from the USDA. The equipment is currently leased to the **Sullivan Catskills Regional Food Hub, Inc.** ("SCRFH"). SCRFH no longer desires to lease a vegetable washer with an approximate value of \$6,000.00. The Agency intends to dispose of the equipment, in accordance with the Agency's Disposition Policy, to local farmer Justin Sutherland who has expressed interest in purchasing the equipment. Attorney Garigliano stated that no Board action was required.

VII. PUBLIC COMMENT AND ADJOURNMENT

Chairperson Loughlin asked those present for Public Comment. The Board recognized the comments of Ken Walter and Joseph Abraham.

On a motion made by Mr. Siegel, and seconded by Mr. Sykes, the Board entered into Executive Session to discuss employment of a particular person at approximately 11:47 AM.

On a motion made by Mr. Brooks, and seconded by Mr. Sykes, the Board exited Executive Session at approximately 12:03 PM.

On a motion made by Mr. Brooks, and seconded by Mr. Siegel, the meeting was adjourned at approximately 12:04 PM.

Respectfully submitted:

Julio Garaicoechea and Jennifer Flad

##

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

548 Broadway, Monticello, NY 12701

845-428-7575

REVISED SCHEDULE OF PAYMENTS: July 12, 2021

No.	Vendor	Description	Amount
1	Cardmember Service	Catskill Distilling Co. Ltd. & SVG 26 LLC UCC Filings (pass-through); Zoom; Stamps.Com; Adobe Acrobat	\$ 88.02
2	Chapin Hospitality Group, LLC	Return of Excess Sales Tax Abatement Escrow Fees (pass-through)	\$ 1,430.00
3	e-Nable Business Solutions	Information Technology professional services 6-1-21	\$ 190.00
4	Garigliano Law Offices	Retainer July 2021	\$ 250.00
5	Garigliano Law Offices	Legal Services re: Equipment Disposition	\$ 500.00
6	Garigliano Law Offices	Catskill Hospitality Sales Tax Exemption Extension Legal Fee (pass-through)	\$ 250.00
7	Krystt Company	Office Supplies	\$ 85.38
8	New Southern Tier Title Agency LLC	Last Owner Title Search re: Agrarian Feast Loan (pass-through)	\$ 162.00
9	New Southern Tier Title Agency LLC	Office Rent August 2021	\$ 2,700.00
10	Sullivan County Partnership	Summer Showcase event registration- J. Garaicoechea	\$ 50.00
11	Shepstone Management Company, Inc.	Updated Cost-Benefit Analysis: 234 Main Street, LLC (pass-through)	\$ 300.00
12	Time Warner Cable	Telephone and Internet Service 7/1/21 - 7/31/21	\$ 259.95
13	USDA Rural Development	RMAP Loan Repayment - July 2021	\$ 2,370.41
14	Wells Fargo Funds	2021 IRA Contribution Match- J. Flad	\$ 3,000.00
15	RBT CPAs, LLP	Final Work re: 2021 Audited Financial Statements	\$ 4,600.00
TOTAL			\$ 16,235.76

I certify that the payments listed above were audited by the Board of the IDA on July 12, 2021 and allowed in the amounts shown. You are hereby authorized and directed to pay each of the claimants in the amount opposite its name.

7/12/2021

Signature

Date

Expenses Approved and Paid Since Last Regular Meeting (6/14/21)

No.	Vendor	Description	Amount
1	AT&T Mobility	IDA Cell Phone Service 6/21/21-7/20/21	\$ 91.67
TOTAL			\$ 91.67

Other Expenses and Items Paid Since Last Regular Meeting (6/14/21)—no approval required

No.	Vendor	Description	Amount
1	Payroll Expenses	Payroll Check Dates: 06/18/2021 & 07/02/2021	\$ 19,538.47
TOTAL			\$ 19,538.47

ACTIVITY REPORT – JUNE 2021
COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY (IDA), SULLIVAN
COUNTY FUNDING CORPORATION (SCFC), THE SULLIVAN COUNTY
INFRASTRUCTURE LOCAL DEVELOPMENT CORPORATION (TSCILDC)

July 7, 2021

On June 1, the Boards of the IDA, SCFC, and TSCILDC met to review and approve their 2020 **audited financial statements** and annual **Public Authorities Reporting Information System** (PARIS) reports to be submitted to the New York State Comptroller. Following the meetings, staff submitted all reports as required by law.

The IDA Board held its regular monthly meeting on June 14 via videoconference. The Board approved the quarterly payment to the **Partnership for Economic Development in Sullivan County, Inc.** The Board also authorized the extension of the sales tax abatement period for four ongoing projects in accordance with the projects' IDA agreements: **Doetsch Family I LLC and Doetsch Family II LLC** (Seminary Hill Cidery in the Town of Delaware); **Forestburgh Hospitality LLC and Forestburgh Property LLC** (Another Sky Campground in the Town of Forestburgh); **Rock Meadow Partners, LLC, Great Pine, LLC, Indian Fields, LLC, and NARO Building LLC** (redevelopment of the Narrowsburg School in the Town of Tusten); and **Montreign Operating Company, LLC** (Resorts World Catskills Casino in the Town of Thompson). The Board also authorized the execution and delivery of mortgages to provide additional financing for the **Catskill Hospitality Holding LLC and Catskill Hospitality Operating LLC** Project (Hampton Inn in the Town of Thompson), and authorized an amendment to the project documents relating to the **BRR Brothers III, LLC and Sullivan County Fabrication, Inc.** Project (metal fabrication facility in the Town of Fallsburg) to amend the property description. Finally, the Board approved an Agri-Business Revolving Loan Fund loan to **Agrarian Feast, LLC** (mushroom production facility in the Town of Callicoon) in the amount of \$100,000. At the meeting the Board also discussed its earlier funding commitment to assist in the development of municipal **Community Choice Aggregation** programs, which allow local governments to procure energy for their residents and businesses. The Town of Fallsburg is ready to move forward with development of a CCA program. Finally, the Board discussed the pending sale of a vegetable washer, purchased by the IDA using USDA grant funds and currently leased to **Sullivan Catskills Regional Food Hub, Inc.**, to a local farmer. The food hub no longer requires the washer and Justin Sutherland, a vegetable grower in the Town of Liberty, wishes to purchase it. This disposition is now in progress.

During June, IDA staff members attended the Summer Showcase hosted by the Sullivan County Partnership for Economic Development at the Eldred Preserve and the Pattern for Progress annual fundraising event at Bethel Woods.

Applications for grant funding are currently being accepted through New York State's Consolidated Funding Application process and various federal grant programs. The **SCFC Grant Application Cost-Share Committee** has approved cost-share proposals to support

two applications for funding: the development of the “**Casa Wabi**” project, an art exhibition and storage space and restaurant on Broadway in Monticello, and the development of Monticello’s **North Street Commons**, a planned mixed-use space in a parklike setting to accommodate daily use and special events, as well as parking in a low-impact, green design.

The IDA Board will resume **in-person meetings** in July. To maintain social distancing, we plan to meet in the Legislative Hearing Room at the Sullivan County Government Center for the remainder of 2021.

The **New York State Authorities Budget Office** continues its review of economic development in Sullivan County. Separately, the **Office of the State Comptroller** is conducting an audit of the Sullivan County Funding Corporation.

##

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

June 29th, 2021

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 on July 31st 2021.

As we are all aware of global material shortage due to COVID 19, this has caused extensive delays to our project. Lot of material is back ordered still and deliveries are not confirmed. At the same time prices went high for which we had to get some more loan from bank which we are in final stages to close the loan.

We anticipate the project to be completed by the end of this year. Construction activities to occur during this period include, but are not limited to:

Electric (final stages), Plumbing and HVAC (Final stages), Sheet rock, Tile, Carpet, FF&E, Paint, Fire Alarm.

Thank You
Brijesh Patel
Catskill Hospitality Inc

A large, stylized handwritten signature in black ink, appearing to read 'B Patel', is written over the printed name 'Brijesh Patel'.

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened in public session at the Sullivan County Government Center, 100 North Street, Village of Monticello, Sullivan County, New York on July 12, 2021 at 11:00 a.m. local time.

The meeting was called to order by Chairperson Suzanne Loughlin, and, upon roll being called, the following members of the Agency were:

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[]	[]
Edward T. Sykes	[]	[]
Carol Roig	[]	[]
Craig Fleischman	[]	[]
Howard Siegel	[]	[]
Scott Smith	[]	[]
Paul Guenther	[]	[]
Sean Brooks	[]	[]

The following persons were also present:

Jennifer M. Flad, Executive Director
John W. Kiefer, Chief Executive Officer
Julio Garaicoechea, Project Manager
Walter F. Garigliano, Agency General Counsel

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

Resolution No. ____ - 21

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, 2021 THROUGH AND INCLUDING JANUARY 31, 2022

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 June 29, 2021, 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, 2021 through and including January 31, 2022.

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

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
Carol Roig	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Craig Fleischman	<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
Sean Brooks	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain

The resolution was thereupon duly adopted.

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened in public session on July 12, 2021, at 11:00 a.m. local time, at the Sullivan County Government Center, 100 North Street, Village of Monticello, Sullivan County, New York.

The meeting was called to order by Chairperson Suzanne Loughlin, and, upon roll being called, the following members of the Agency were:

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[]	[]
Edward T. Sykes	[]	[]
Carol Roig	[]	[]
Howard Siegel	[]	[]
Scott Smith	[]	[]
Paul Guenther	[]	[]
Sean Brooks	[]	[]

The following persons were also present:

Jennifer M. Flad, Executive Director
John W. Kiefer, Chief Executive Officer
Julio Garaicoechea, Project Manager
Walter F. Garigliano, Agency General Counsel

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

Resolution No. __ - 21

RESOLUTION AUTHORIZING AN AMENDMENT TO RESOLUTION NO. 22-21

WHEREAS, on June 14, 2021, the Agency adopted Resolution No. 22-21 authorizing additional financing for the Company’s Project. All capitalized terms not herein defined shall have the respective meanings ascribed thereto in Resolution No. 22-21; and

WHEREAS, on July 8, 2021, the Agency’s General Counsel was advised that, in addition to the loans contemplated by Resolution No. 22-21, a new SBA 7a working capital loan will be made by Bancorp in the amount of TWO HUNDRED FIVE THOUSAND TWO HUNDRED and 00/100 (\$205,200.00) Dollars (“WC Loan”) will be made to replace a prior similar loan which was not fully disbursed and the time frame for full disbursement has expired; and

WHEREAS, the new WC Loan will be secured by a mortgage on the Land; and

WHEREAS, the Agency desires to authorize its Chairperson, Chief Executive Officer or Executive Director, each acting individually, to execute and deliver one or more mortgages and related documents to secure the WC Loan.

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

Section 1. The Chairperson, Chief Executive Officer or Executive Director of the Agency, each acting individually, are hereby authorized, on behalf of the Agency, to execute and deliver one or more mortgages and related documents to secure the WC Loan.

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 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 the foregoing resolutions 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 3. These Resolutions 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:

Suzanne Loughlin	[] Yes	[] No	[] Absent	[] Abstain
Edward T. Sykes	[] Yes	[] No	[] Absent	[] Abstain
Carol Roig	[] Yes	[] No	[] Absent	[] Abstain
Howard Siegel	[] Yes	[] No	[] Absent	[] Abstain
Scott Smith	[] Yes	[] No	[] Absent	[] Abstain
Paul Guenther	[] Yes	[] No	[] Absent	[] Abstain
Sean Brooks	[] Yes	[] No	[] Absent	[] Abstain

and therefore, the resolution was declared duly adopted.

STATE OF NEW YORK :
:SS
COUNTY OF SULLIVAN :

I, the undersigned 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 in public session on the 12th day of July, 2021, at 11:00 a.m., at the Sullivan County Government Center, 100 North Street, Village of Monticello, Sullivan County, New York, at which the following members were present:

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[]	[]
Edward T. Sykes	[]	[]
Carol Roig	[]	[]
Howard Siegel	[]	[]
Scott Smith	[]	[]
Paul Guenther	[]	[]
Sean Brooks	[]	[]

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

Suzanne Loughlin	[] Yes	[] No	[] Absent	[] Abstain
Edward T. Sykes	[] Yes	[] No	[] Absent	[] Abstain
Carol Roig	[] Yes	[] No	[] Absent	[] Abstain
Howard Siegel	[] Yes	[] No	[] Absent	[] Abstain
Scott Smith	[] Yes	[] No	[] Absent	[] Abstain
Paul Guenther	[] Yes	[] No	[] Absent	[] Abstain
Sean Brooks	[] 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 103(a) 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 103(a) 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 12th day of July, 2021.

Carol Roig, Secretary

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on June 14, 2021, at 11:00 a.m. local time via teleconference as authorized by New York Governor Andrew Cuomo's Executive Order No. 202.108.

The meeting was called to order by Chairperson Suzanne Loughlin, and, upon roll being called, the following members of the Agency were:

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[✓]	[]
Edward T. Sykes	[✓]	[]
Carol Roig	[✓]	[]
Craig Fleischman	[]	[✓]
Howard Siegel	[✓]	[]
Scott Smith	[]	[✓]
Paul Guenther	[✓]	[]
Sean Brooks	[✓]	[]

The following persons were also present:

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

The following resolution was duly offered by Sean Brooks, and seconded by Paul Guenther, to wit:

Resolution No. 22 - 21

RESOLUTION (I) AUTHORIZING ADDITIONAL FINANCING FOR THE CATSKILL HOSPITALITY HOLDING LLC ("CHH") AND CATSKILL HOSPITALITY OPERATING LLC ("CHO" AND TOGETHER WITH CHH, COLLECTIVELY, THE "COMPANY") PROJECT; AND (II) AUTHORIZING THE CHAIRMAN, CHIEF EXECUTIVE OFFICER OR EXECUTIVE DIRECTOR TO EXECUTE AND DELIVER ONE OR MORE MORTGAGES AND ALL RELATED DOCUMENTS NECESSARY TO EFFECUATE THE FOREGOING

WHEREAS, the Agency was created by Chapter 560 of the Laws of 1970 of the State of New York, as amended, pursuant to Title I of Article 18-A of the General Municipal Law of the State of New York (collectively, the "Act") as a body corporate and politic and as a public benefit corporation of the State of New York; and

WHEREAS, on April 5, 2016, the Company presented an application ("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 ("County"), 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 June 20, 2016, by Resolution #22-16, the Agency authorized the Company to act as its agent for the purposes of acquiring, constructing, installing and equipping the Facility and conferred on the Company certain financial assistance consisting of: (a) an exemption from all New York State and local sales and use tax for the purchases and rentals related to the Project with respect to the qualifying personal property included in or incorporated into the Facility or used in the acquisition, construction, installation or equipping of the Facility, (b) an exemption from mortgage recording tax, and (c) a partial abatement from real property taxes conferred through a certain payment in lieu of tax agreement requiring the Company to make payments in lieu of taxes ("PILOT") for the benefit of each municipality and school district having taxing jurisdiction over the Project, (collectively, the sales and use tax exemption, the mortgage recording tax exemption, and the partial abatement from real property taxes, are hereinafter collectively referred to as the "Financial Assistance"). Provision of Financial Assistance is subject to the Company entering into the Agent and Project Agreement; and

WHEREAS, on September 12, 2016, by Resolution #32-16, the Agency approved the execution and delivery of one or more mortgages in favor of Jeff Bank in an aggregate amount not to exceed \$8,223,500; and

WHEREAS, the Company was unable to close on the anticipated straight lease transaction with the Agency due to issues associated with Project financing; and

WHEREAS, on February 27, 2017, by Resolution #09-17, the Agency authorized taking title to the Land from the present owner as nominee of the Company; and

WHEREAS, the Agency took title to the Land by Bargain & Sale Deed, dated March 13, 2017 which Deed was recorded on March 22, 2017 in the Sullivan County Clerk's Office as Instrument Number 2017-2254; and

WHEREAS, on or about March 17, 2017, the Company and the Agency entered into the following:

1. Agent and Project Agreement; and
2. Environmental Compliance and Indemnification Agreement; and

WHEREAS, on August 23, 2017, by Resolution #42-17, the Agency approved the execution and delivery of three (3) or more mortgages in favor of The Bancorp Bank in an aggregate amount not to exceed \$12,000,000; and

WHEREAS, in order to obtain Project financing, the Company requested that title to the Land be re-conveyed by the Agency to the Company; and

WHEREAS, by Quitclaim Deed, dated August 10, 2018 the Agency conveyed legal title to the Land to the Company, which Deed was recorded on August 16, 2018 in the Sullivan County Clerk's Office as Instrument Number 2018-5714; and

WHEREAS, on August 1, 2018, the Agency and the Company entered into the following documents:

1. Amended and Rested Agent and Project Agreement, dated August 1, 2018;
2. Environmental Compliance and Indemnification Agreement, dated August 1, 2018;
3. Bill of Sale to Agency, dated August 1, 2018;
4. Bill of Sale to Company, dated August 1, 2018;
5. Lease to Agency and memorandum thereto, dated August 1, 2018;
6. Leaseback to Company and memorandum thereto, dated August 1, 2018; and
7. Payment in Lieu of Tax Agreement, dated August 1, 2018 ("PILOT Agreement");

(Items 1-7 collectively referred to as the "2018 Transaction Documents")
; and

WHEREAS, on or about August 10, 2018, the Company borrowed \$5,345,379 as evidenced by a Promissory Note payable to The Bancorp Bank ("TPL Loan"); and

WHEREAS, the TPL Loan was secured by a Mortgage and Security Agreement ("TPL Mortgage") and an Assignment of Leases and Rents ("TPL ALR") and was to be disbursed as contemplated by a Building Loan Agreement ("TPL BLA"); and

WHEREAS, on or about August 10, 2018, the Company borrowed \$3,207,227 as evidenced by a Promissory Note payable to The Bancorp Bank ("Interim Loan"); and

WHEREAS, the Interim Loan was secured by a Mortgage and Security Agreement ("Interim Mortgage") and an Assignment of Leases and Rents ("Interim ALR") and was to be disbursed as contemplated by a Building Loan Agreement ("Interim BLA"); and

WHEREAS, on or about August 10, 2018, the Company borrowed \$205,000 as evidenced by a Note payable to The Bancorp Bank ("SBA Loan" and together with the TPL Loan and Interim Loan, the "2018 Project Financing"); and

WHEREAS, the SBL Loan was secured by a Mortgage and Security Agreement ("SBA Mortgage") and an Assignment of Leases and Rents ("SBA ALR"); and

WHEREAS, at the time of the Application and the execution of the PILOT Agreement, it was anticipated that the Project would be completed and open for business by the end of 2018; and

WHEREAS, as a result of delays in development of the Project, the Company requested the Agency delay each applicable year of the exemptions contemplated by the PILOT Agreement; and

WHEREAS, on February 10, 2020, the Agency adopted Resolution #04-20 authorizing an amendment of the PILOT Agreement to delay the exemptions for one year, it then being anticipated the Project would be completed in 2020, but after the March 1, 2020 taxable status date; and

WHEREAS, it is the Agency's intent to provide the benefits contemplated by the Agency's Tourism Destination Uniform Tax Exemption Policy over the operating life of the Project; and

WHEREAS, the Company and the Agency entered into an Omnibus Amendment to Project Documents ("Omnibus Amendment"), effective as of February 10, 2020, to delay each applicable year of the exemption contemplated by the PILOT Agreement by one year and to provide for a PILOT payment equal to what taxes would have been if the Agency was not involved in the Project for the payment due February 1, 2020; and

WHEREAS, in July 2020, the Company notified the Agency that the development of the Project would be further delayed; and

WHEREAS, by resolution #37-20, adopted on August 10, 2020 the Agency authorized a Second Amended Payment in Lieu of Tax Agreement to further delay each applicable year of the exemption contemplated by the PILOT Agreement for one (1) additional year; and

WHEREAS, on or about August 10, 2020, the Agency and the Company entered into a Second Omnibus Amendment to further delay each applicable year of the exemption contemplated by the PILOT Agreement by an additional one-year period and to provide for a PILOT payment equal to what taxes would have been if the Agency was not involved in the Project for the payment due February 1, 2021; and

WHEREAS, the Company and the Agency entered into a Second Omnibus Amendment to Project Documents ("Second Omnibus Amendment"), effective as of August 10, 2020, to delay each applicable year of the exemption contemplated by the Omnibus Amendment by an additional one-year period and to provide for a PILOT payment equal to what taxes would have been if the Agency was not involved in the Project for the payment due February 1, 2021; and

WHEREAS, by letter from Brijesh Patel, dated January 8, 2021, the Company notified the Agency that the Project will not be completed until July 2021 (after the 2021 taxable status day of March 1, 2021) and that an additional one-year delay of each applicable year of the exemption contemplated by the Second Omnibus Amendment was requested; and

WHEREAS, by Resolution No. 04-21, the Agency authorized a Third Omnibus Amendment of Project Documents to further delay each applicable year of the exemption contemplated by the PILOT Agreement for one additional year and to provide for a PILOT payment computed on a Total Value Subject to PILOT of \$900,000 for the payment due February 1, 2022; and

WHEREAS, the Company and the Agency entered into a Third Omnibus Amendment to Project Documents ("Third Omnibus Amendment"), effective as of February 8, 2021, to delay each applicable year of the exemption contemplated by the PILOT Agreement by an additional one-year period and to provide for a PILOT payment computed on a base value of \$900,000 Dollars for the payment due February 1, 2022; and

WHEREAS, the various delays associated with development of the Project has resulted in cost overruns estimated to be \$1,109,242 so that as of the date hereof the Project cost is estimated to be \$11,800,000; and

WHEREAS, to assist the Company to complete the Project, The Bancorp Bank and The U.S. Small Business Administration (collectively, "Lenders") have agreed to increase the TPL Loan by \$554,621 to \$5,900,000 and to increase the Interim Loan by \$332,773 to \$3,540,000. As a condition of the additional loans, the Lenders have required the Company to increase its equity contribution to the Project by \$221,848 to \$2,360,000; and

WHEREAS, the Lenders have expressed a preference to redocument the TPL Loan and Interim Loan and requested that the Agency join in execution of two Mortgages and related documents to secure a TPL Loan of \$5,900,000 and an Interim Loan of \$3,540,000; and

WHEREAS, the Agency desires to authorize its Chairman, Chief Executive Officer or Executive Director, each acting individually, to execute and deliver one or more Mortgages and related documents to secure a TPL Loan of \$5,900,000 and an Interim Loan of \$3,540,000.

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

Section 1. The Chairman, Chief Executive Officer or Executive Director of the Agency, each acting individually, are hereby authorized, on behalf of the Agency, to execute and deliver two Mortgages and related documents to secure a TPL Loan of \$5,900,000 and an Interim Loan of \$3,540,000.

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 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 the foregoing resolutions 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 3. These Resolutions 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:

Suzanne Loughlin	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Edward T. Sykes	<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
Craig Fleischman	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Absent	<input 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 type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" 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
Sean Brooks	<input checked="" 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 (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 June 14, 2021 at 11:00 a.m., at which the following members were present:

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[<input checked="" type="checkbox"/>]	[]
Edward T. Sykes	[<input checked="" type="checkbox"/>]	[]
Carol Roig	[<input checked="" type="checkbox"/>]	[]
Craig Fleischman	[]	[<input checked="" type="checkbox"/>]
Howard Siegel	[<input checked="" type="checkbox"/>]	[]
Scott Smith	[]	[<input checked="" type="checkbox"/>]
Paul Guenther	[<input checked="" type="checkbox"/>]	[]
Sean Brooks	[<input checked="" type="checkbox"/>]	[]

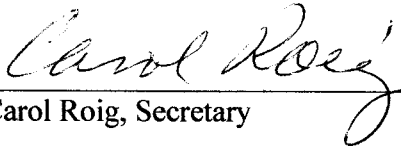
3. The question of the adoption of the foregoing resolution was duly put to a vote on roll call which resulted as follows:

Suzanne Loughlin	[<input checked="" type="checkbox"/>] Yes	[] No	[] Absent	[] Abstain
Edward T. Sykes	[<input checked="" type="checkbox"/>] Yes	[] No	[] Absent	[] Abstain
Carol Roig	[<input checked="" type="checkbox"/>] Yes	[] No	[] Absent	[] Abstain
Craig Fleischman	[] Yes	[] No	[<input checked="" type="checkbox"/>] Absent	[] Abstain
Howard Siegel	[<input checked="" type="checkbox"/>] Yes	[] No	[] Absent	[] Abstain
Scott Smith	[] Yes	[] No	[<input checked="" type="checkbox"/>] Absent	[] Abstain
Paul Guenther	[<input checked="" type="checkbox"/>] Yes	[] No	[] Absent	[] Abstain
Sean Brooks	[<input checked="" type="checkbox"/>] 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 103(a) and (c) and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public via videoconferencing and public notice of the time and place of said meeting was duly given in accordance with such Sections 103(a) and (c) and 104, (iii) the meeting in all respects was duly held via teleconference as authorized by New York Governor Andrew Cuomo's Executive Order No. 202.108, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on the 14th day of June, 2021.



Carol Roig, Secretary