

RESOLUTION

A special meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on January 24, 2022 at 11:00 a.m. local time via videoconference as authorized by Chapter 417 of the Laws of 2021, which took effect on September 2, 2021 and was amended effective January 14, 2022.

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 Sean Brooks, and seconded by Edward T. Sykes, to wit:

Resolution No. 03 - 22

RESOLUTION AUTHORIZING AND DIRECTING THE EXECUTIVE DIRECTOR TO SEND A LETTER TO THE AFFECTED TAXING JURISDICTIONS INFORMING THEM OF A PROPOSED DEVIATION FROM THE AGENCY'S UNIFORM TAX EXEMPTION POLICY IN CONNECTION WITH THE PROPOSED SUNSET LAKE LOCAL DEVELOPMENT CORPORATION 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 January 24, 2022, Sunset Lake Local Development Corporation, a New York Not-for-Profit Corporation (the "Company"), submitted an application to the Agency (the

“Application”), a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) the acquisition of an interest in a 23.74 acre parcel of land improved by the County of Sullivan Adult Care Center; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to making provision for a fixed amount payment in lieu of real property taxes; and (C) the lease of the Agency’s interest in the Project to the Company or such other entity as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, the Agency adopted a Uniform Tax Exemption Policy as required by Section 874 of the General Municipal Law (the “Policy”); and

WHEREAS, the Application requests the Agency deviate from the Policy with respect to the payments proposed to be made under a fixed amount payment in lieu of tax agreement by and between the Agency and the Company (the “PILOT Agreement”) and the duration of the PILOT may exceed twenty (20) years (“collectively, the PILOT Request”); and

WHEREAS, pursuant to Section 874(4) of the Act and the Policy, prior to taking final action on the PILOT Request, the Agency must give the County, Town of Liberty (“Town”) and Liberty Central School District (collectively, the “Affected Tax Jurisdictions”) prior written notice of the proposed deviation from the Policy; and

WHEREAS, the PILOT Request proposes the Company pay the Agency a PILOT Payment due January, 2023 in the amount of THREE HUNDRED FIFTY THOUSAND and 00/100 (\$350,000.00) DOLLARS, with the annual amount of the PILOT Payment increasing by the percentage increase in the Consumer Price Index but with no annual increase exceeding two (2%) percent); and

WHEREAS, the Policy also provides that the period of the exemption shall not exceed twenty (20) years and the PILOT Request is for the period of time the Company shall lease the Project to Sullivan County plus a period not to exceed twenty (20) years thereafter; and

WHEREAS, pursuant to Section 874(4) of the Act and the Policy, prior to taking final action on the PILOT Request, the Agency must adopt a resolution setting forth, with respect to the proposed deviation: (a) the amount of the proposed tax exemption, (b) the amount and nature of the proposed PILOT, (c) indicating the reasons for the proposed deviation, and (d) provide the Affected Tax Jurisdictions prior notice of the proposed deviation from the Policy and the reasons therefore; and

WHEREAS, the reasons the Agency is considering the proposed deviation are as follows:

1. The Company and Town are in a dispute regarding the taxable status of the real property upon which the Project is located (the “Dispute”).
2. If the Agency takes an interest in the Project, the underlying real property will be exempt from ad valorem real estate taxes.

3. The proposed fixed rate PILOT payment due January 1, 2023 is substantially equal to the estimated ad valorem real estate taxes which would be due for the 2022/2023 School Tax year and 2023 County and Town Tax year if the Agency was not involved with the Project.
4. The Agency's interest in the Project will make the outcome of the Dispute irrelevant as to ad valorem real estate taxes due from and after September 1, 2022 ("School Tax") and January 1, 2023 ("County and Town Tax") for the life of the Project.
5. The Company, the Affected Taxing Jurisdictions and any prospective transferee of the Project from the Company can budget for and expect to receive a sum certain or a sum rationally predictable as a PILOT payment and avoid the uncertainty associated with final resolution of the Dispute.

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

Section 1. Having considered the Application, the PILOT Request and the Policy, the Agency hereby authorizes and directs the Executive Director to send a written notice to each of the Affected Tax Jurisdictions informing them that the Agency is considering a proposed deviation from the Policy with respect to the Project and soliciting any comments that such Affected Tax Jurisdictions may have with respect to said proposed deviation.

Section 2. The written notice shall notify the Affected Tax Jurisdictions that the Agency will consider comments received by the Affected Tax Jurisdictions at its regular meeting of the Agency to be held on February 14, 2022 commencing at 11:00 a.m.

Section 3. This Resolution shall take effect immediately.

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

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
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 type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" 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

The resolution was thereupon 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 via videoconference on January 24, 2022 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"/>]	[]
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
Howard Siegel	[<input checked="" type="checkbox"/>] Yes	[] No	[] Absent	[] Abstain
Scott Smith	[<input checked="" type="checkbox"/>] Yes	[] No	[] Absent	[] Abstain
Paul Guenther	[] Yes	[] No	[<input checked="" type="checkbox"/>] 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 videoconference 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 videoconference as authorized by Chapter 417 of the Laws of 2021, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on the 24th day of January, 2022.



Carol Roig, Secretary