

**COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY**

548 Broadway  
Monticello, New York 12701  
(845) 428-7575 - Voice  
(845) 428-7577 - Fax  
[www.sullivanida.com](http://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  
Scott Smith, IDA Assistant Treasurer  
Paul Guenther, IDA Member  
Sean Brooks, IDA Member  
Philip Vallone, 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:** May 4, 2022

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

**Date:** Monday, May 9, 2022  
**Time:** 11:00 AM  
**Location:** Via Zoom Videoconference Call

Because of the Novel Coronavirus (COVID-19) pandemic and in accordance with Chapter 417 of the Laws of 2021, which took effect on September 2, 2021 and was most recently amended effective April 15, 2022 and which allows state and local government meetings that are normally held in person to be held remotely instead, this meeting will be held via Zoom videoconference call.

**Members of the public may attend the meeting by dialing 929-205-6099 and entering Meeting ID 678-518-8985 or by using the following meeting link:**  
<https://us06web.zoom.us/j/6785188985>

This meeting video will also be livestreamed on the [IDA's YouTube Channel](#).

Meeting documents will be posted online [here](#).

**SEE REVERSE FOR AGENDA**

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**MEETING AGENDA  
Monday, May 9, 2022**

**I. CALL TO ORDER**

**II. ROLL CALL**

**III. APPROVAL OF MEETING MINUTES**

April 28, 2022 Special Meeting

**IV. BILLS AND COMMUNICATIONS**

**V. STAFF ACTIVITY REPORT & QUARTERLY FINANCIAL REPORT**

**VI. NEW BUSINESS**

Resolution: Authorizing the Execution and Delivery of a First Amendment to the Agreement By and Between the Agency and the Partnership for Economic Development in Sullivan County, Inc.

Resolution: Appointing NY Mamakating I, LLC as Agent of the Agency 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 a Lease to Agency, Leaseback to Company, Payment in Lieu of Tax Agreement, and Related Documents with Respect to the Construction of the Project

Resolution: Appointing Fay Hospitality Catskills LLC as Agent of the Agency for the Purpose of Acquiring, Constructing, Reconstructing, Renovating, Rehabilitating, Installing and Equipping 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 a Lease to Agency, Leaseback to Company, Payment in Lieu of Tax Agreement, and Related Documents with Respect to the Acquisition, Construction, Reconstruction, Renovation, Rehabilitation, Installation and Equipping of the Project

Resolution: Extending the Sales Tax Abatement Period for the Psychedelic Solar LLC Project from June 1, 2022 Through and Including November 30, 2022

Resolution: Extending the Sales Tax Abatement Period for the RGG Realty LLC and Columbia Ice and Cold Storage Corporation Project from June 1, 2022 Through and Including November 30, 2022

Any and All Other Business Before the Board

**VII. PUBLIC COMMENT AND ADJOURN**

**##**

**COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY**

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**SPECIAL MEETING MINUTES  
Thursday, April 28, 2022**

**I. CALL TO ORDER**

Chairperson Suzanne Loughlin called to order the special meeting of the County of Sullivan Industrial Development Agency at approximately 3:10 PM via video conference.

**II. ROLL CALL**

***Members Present-***

Suzanne Loughlin  
Edward Sykes  
Howard Siegel  
Carol Roig  
Paul Guenther  
Scott Smith  
Sean Brooks  
Philip Vallone

***Members Absent-***

None

***Staff Present-***

John Kiefer, Chief Executive Officer  
Jennifer Flad, Executive Director  
Julio Garaicoechea, Project Manager

***Staff Absent-***

None

***Others Present-***

Walter Garigiano, Agency Counsel

**III. APPROVAL OF MEETING MINUTES**

On a motion made by Mr. Guenther, and seconded by Mr. Smith, the minutes of the April 11, 2022 Regular Meeting were unanimously approved.

**IV. NEW BUSINESS**

On a motion made by Mr. Siegel, and seconded by Mr. Sykes, the Board reviewed and discussed a resolution authorizing and approving the execution and delivery of one or more mortgages (and related financing documents) in an aggregate amount not to exceed \$375,000,000 relating to the **Montreign Operating Company, LLC, Empire Resorts Real Estate I, LLC, and Empire Resorts Real Estate II, LLC** Projects. Chairperson Loughlin called the motion to question, the Board voted, and the resolution was unanimously approved.

**V. PUBLIC COMMENT AND ADJOURN**

Chairperson Loughlin asked those present for public comment. There was none. On a motion made by Mr. Siegel, and seconded by Mr. Smith, the meeting was adjourned at approximately 3:16 PM.

Respectfully submitted:

Julio Garaicoechea, Project Manager

##

# COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

548 Broadway, Monticello, NY 12701

845-428-7575

## REVISED SCHEDULE OF PAYMENTS: MAY 9, 2022

No.	Vendor	Description	Amount
1	AT&T Mobility	Cell Phone Service 4/21/22 - 5/20/22	\$ 91.13
2	Cardmember Services	SC Clerk Recording Fees (pass-through); Acrobat Pro Subscriptions; IDrive Subscription; Zoom Subscription; IDA Virtual Academy Registrations (Kiefer, Garaicoechea, Flad)	\$ 965.91
3	e-Nable Business Solutions	Flad laptop setup; misc. technical services	\$ 285.00
4	Francotyp-Postalia	Postage Meter Rental 4/1/22 - 6/30/22	\$ 91.20
5	Garigliano Law Offices	Retainer: May 2022	\$ 250.00
6	Garigliano Law Offices	Sales Tax Exemption Extension Legal Fees: RGG Realty/ Columbia Ice; Psychedelic Solar	\$ 500.00
7	Garigliano Law Offices	Legal Services re: Appel Revolving Loan First Allonge to Replacement Mortgage Note	\$ 400.00
8	Jacobowitz & Gubits, LLP	Legal Services re: Amendments to Uniform Tax Exemption Policy	\$ 2,037.40
9	Kristt Company	Office Supplies; Copy/Fax/Scan Machine Service Contract	\$ 531.32
10	New Southern Tier Title Agency LLC	Office Rent: June 2022	\$ 2,700.00
11	RBT CPAs, LLP	2021 Financial Statement Audit	\$ 9,200.00
12	Shepstone Management Company, Inc.	Cost- Benefit Analysis: Fay Hospitality Catskills LLC (pass-through)	\$ 3,000.00
13	Sullivan County Democrat	Public Hearing Notice: Fay Hospitality Catskills LLC (pass-through)	\$ 96.56
14	The Vintner Vault	Installation & Training re: Equipment Leased to SVG 26 LLC	\$ 3,500.00
15	Time Warner Cable	Telephone and Internet Service: May 2022	\$ 279.95
16	USDA Rural Development	RMAP Loan Repayment: May 2022	\$ 2,370.41
<b>TOTAL</b>			<b>\$ 26,298.88</b>
I certify that the payments listed above were audited by the Board of the IDA on May 9, 2022 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>5/9/2022</u>
<b>Signature</b>			<b>Date</b>

### Expenses Approved and Paid Since Last Regular Meeting (4/11/22)

No.	Vendor	Description	Amount
	none		
<b>TOTAL</b>			<b>\$ -</b>

### Other Expenses and Items Paid Since Last Regular Meeting (4/11/22)—no approval required

No.	Vendor	Description	Amount
1	Payroll Expenses	Payroll Check Dates: 4/22/22, 5/6/22	\$ 17,496.94
2	Francotyp-Postalia	Postage for Postage Meter 4/26/22	\$ 200.00
<b>TOTAL</b>			<b>\$ 17,696.94</b>

## Jennifer Flad

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**From:** Julio Garaicoechea  
**Sent:** Monday, April 11, 2022 4:51 PM  
**To:** Anthony Perrello  
**Cc:** ssmith@nasrcc.org; martin@sullivanvcg.com; sean@prestigeharris.com  
**Subject:** RE: Local Labor Policy

Good Afternoon Anthony,

I am confirming receipt of your e-mail and attachment. I will submit it to the attention of the Board of Director's, as you requested in our phone conversation earlier today, for their review and consideration.

For your information, the next meeting of the Board of Directors is scheduled for Monday, May 9, 2022 at 11:00AM.

Julio Garaicoechea  
Project Manager  
County of Sullivan Industrial Development Agency  
548 Broadway  
Monticello, New York 12701  
845-428-7575  
845-428-7576  
TDD 711

*This institution is an equal opportunity provider and employer.*

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**From:** Anthony Perrello <anthony@sullivanvcg.com>  
**Sent:** Monday, April 11, 2022 4:40 PM  
**To:** Julio Garaicoechea <juliog@sullivanida.com>  
**Cc:** ssmith@nasrcc.org; martin@sullivanvcg.com; sean@prestigeharris.com  
**Subject:** Local Labor Policy

Julio,

This exact language has been presented and approved in Orange and Dutchess counties. Its currently In review in Putnam as well.

Respectfully,

Anthony Perrello Jr. | Principal



## Sullivan Construction Group, LLC.

*P.O. Box 789*

*Wurtsboro, NY 12790*

*Phone: 845.640.2200*

*Cell: 845.866.4055*

**SULLIVAN CONSTRUCTION IS PROUD TO PARTNER WITH:**



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*Always advancing*



AMERICAN SOCIETY OF  
CONCRETE CONTRACTORS  
*Extending the Capabilities of Those Who Build with Concrete*



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**LABOR POLICY**  
**ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY**  
**Adopted 01-12-17**

The Orange County Industrial Development Agency (IDA) was established for the purpose of creating employment opportunities for, and to promote the general prosperity and economic welfare of the residents of Orange County. The IDA offers economic incentives and benefits to qualified applicants who wish to locate or expand their businesses or facilities in Orange County. When the IDA approves a project, it enters into agreements to extend these incentives and benefits to the applicant.

Construction jobs, though limited in time duration, are vital to the overall employment opportunities and economic growth in Orange County. The IDA believes that companies benefiting from its incentive programs should employ local laborers, mechanics, craft persons, journey workers, equipment operators, truck drivers and apprentices (hereinafter "construction workers"), including those who have returned from military service, during the construction phase of projects. In this way, the IDA can generate significant benefits to advance the County's general prosperity. It is, therefore, the policy of the IDA that firms benefiting from its programs shall employ workers from Orange County and the "local labor" market during all project phases, including the construction phase.

For the purpose of this policy, the "local labor" market for construction workers shall be defined as those individuals living in Orange, Ulster, Sullivan, Dutchess, Putnam, Rockland and Westchester Counties. Applicants receiving IDA benefits shall ensure the contractor/developer hire at least 85% from the "local labor" market for their approved projects. The 85% shall be by contractor and in total at the time of completion of the project. The contractor/developer is mandated to keep daily log sheets of all field workers, commencing on the date of application. Any work performed after application shall be included in the determination of overall compliance with the 85% hiring requirements of this policy. A third-party auditing firm will be engaged to monitor construction work commencing on the date benefits are granted by resolution of the IDA Board.

However, the IDA recognizes that the use of local labor may not be possible for the following reasons and the applicant may request an exemption on a particular contract or trade scope for the following reasons:

1. Warranty issues related to installation of specialized equipment whereby the manufacturer requires installation by only approved installers;
2. Specialized construction is required and no local contractors or local construction workers have the required skills, certifications or training to perform the work;
3. Cost Differentials:
  - a. For projects whose project cost exceeds \$15M, significant cost differentials in bid prices whereby the use of local labor and materials significantly increases the sub contract or contract of a particular trade or work scope by at least 20%. Every reasonable effort should be made by the applicant and or the applicant's contractor to get below the 20% cost differential including, but not limited to, communicating and meeting with local construction trade organizations, such as the Hudson Valley Building and Construction Trades Council and other local Contractor Associations;

- b. For projects whose project cost is less than \$15M, significant cost differentials in bid prices whereby the use of local labor and materials significantly increases the sub contract or contract of a particular trade or work scope by 10% or more. Every reasonable effort should be made by the applicant and or the applicant's contractor to get below the 10% cost differential including, but not limited to, communicating and meeting with local construction trade organizations, such as the Hudson Valley Building and Construction Trades Council and other local Contractor Associations;
4. No labor is available for the project; and
5. The contractor requires key or core persons such as supervisors, foreman or "construction workers" having special skills that are not available in the "local labor" market.

**The request to secure an exemption for the use of non-local labor must be received from the applicant on the exemption form provided by the IDA or the 3<sup>rd</sup> party monitor and received in advance of work commencing.** The request will be reviewed by the 3<sup>rd</sup> party monitor and forwarded to the IDA, at which time the IDA's Audit Committee shall have the authority to approve or disapprove the exemption. The 3<sup>rd</sup> party monitor shall report each authorized exemption to the Board of Directors at its monthly meeting.

In addition, applicants receiving IDA benefits and Contractors on the project shall make every reasonable effort to utilize vendors, material suppliers, subcontractors and professional services from Orange County and the surrounding counties. Applicants and contractors shall be required to keep records of those local vendors, material suppliers, contractors and professional services whom they have solicited and with whom they have contracted with or awarded. This shall be stored in a binder on site and shall be easily available for review by an authorized representative of the IDA, such as the IDA's 3<sup>rd</sup> party monitor. It shall include any documents for solicitation and contracts. It is the goal of the County of Orange and the IDA to promote the use of local veterans on projects receiving IDA benefits. By partnering with local contractors, local contractor groups, local trade unions and contractors awarded work on IDA projects, there are opportunities for veterans to gain both short-term and long-term careers in the construction industry.

Once approved for IDA benefits, all applicants will be required to provide to IDA staff the following information:

1. Contact information for the applicant's representative who will be responsible and accountable for providing information about the bidding and awarding of construction contracts relative to the applicant's project;
2. Description of the nature of construction jobs created by the project, including in as much detail as possible, the number, type and duration of construction positions;
3. The names, contact information, certificate of authorization to do business in the State of New York and copies of current Certificates of NYS Workers' Compensation Insurance, NYS Disability Insurance, General Liability Insurance and proof of current OSHA training certification from all contractors' employees performing work on the site; and
4. A Construction Completion Report listing the names and business locations of prime contractors, subcontractors and vendors who have been engaged in the construction phase of the project.

All Orange County IDA projects are subject to local monitoring by the IDA and any 3<sup>rd</sup> party monitor. The applicant and/or the Construction Manager or General Contractor acting as agent



for the applicant on the project, shall keep a log book on site detailing the number of workers, hours worked and counties and states in which they reside. Proof of residency or copy of drivers' license shall be included in the log book, along with evidence of necessary OSHA certifications. Reports will be on forms provided by the IDA or weekly payroll reports which contain the same information as required on the IDA issued form. The applicant and contractors are subject to periodic inspection or monitoring by the IDA or 3<sup>rd</sup> party monitor.

The 3<sup>rd</sup> party monitor shall issue a report to the IDA staff immediately when an applicant or applicant's contractor is not in compliance with this labor policy. IDA staff shall advise the Audit Committee and/or IDA Board of non-compliance by email or at the next scheduled meeting. If a violation of policy has occurred, IDA staff shall notify the applicant and contractor in writing of non-compliance and give applicant a warning of violation and 72 hours in which to correct such violation. Upon evidence of continued non-compliance or additional violations, the IDA and/or its 3<sup>rd</sup> party monitor shall notify the applicant that the project is in violation of the Orange County IDA Labor Policy and is subject to IDA Board action which may result in the revocation, termination and/or recapture of any or all benefits conferred by the IDA.

**The IDA will use a third party firm or firms to monitor and audit compliance with this local labor policy, the cost of which shall be paid for by the Company in advance of the audits and held in a non-interest bearing escrow account until audits are complete.**

The applicant of an IDA approved project shall be required to maintain a 4' X 8' bulletin board on the project site containing the following information:

1. Contact information of the applicant;
2. Summary of the IDA benefits received;
3. Contractors names and contact information on IDA provided form;
4. Copies of proof of exemption from labor policy;
5. Copies of any warnings or violations of policy;
6. Copy of the Executed Labor Policy.

The bulletin board shall be located in an area that is accessible to onsite workers and visitors, which should be clear and legible at least 10 feet from said board.

The applicant has read the OCIDA Labor Policy and agrees to adhere to it without changes and shall require its construction manager, general contractor and sub-contractors who are not exempt to acknowledge the same. The Applicant understands and agrees that it is responsible for all third-party auditing and monitoring costs.

\_\_\_\_\_  
Applicant Signature

\_\_\_\_\_  
Signature of CM, GC or SC

\_\_\_\_\_  
Company Name

\_\_\_\_\_  
Company Name

\_\_\_\_\_  
Print Name of above signer

\_\_\_\_\_  
Print Name of above signer

\_\_\_\_\_  
Email/phone of Applicant

\_\_\_\_\_  
Email/phone of CM/GC/SC

\_\_\_\_\_  
Date

\_\_\_\_\_  
Date

**ACTIVITY REPORT – APRIL 2022**  
**COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY (IDA), SULLIVAN COUNTY**  
**FUNDING CORPORATION (SCFC), THE SULLIVAN COUNTY INFRASTRUCTURE LOCAL**  
**DEVELOPMENT CORPORATION (TSCILDC)**

May 1<sup>st</sup>, 2022

At its regular monthly meeting on April 11<sup>th</sup> the IDA Board adopted a resolution extending the sales tax abatement period for the **Amytra Development LLC, Eldred Entertainment, LLC and Eldred Hospitality, LLC** Project, for the development of a hospitality facility at the site of the former Eldred Preserve in the Town of Highland. The Board also adopted a resolution approving the **NY Thompson III, LLC** Project, for the development of an approximately 4 MW solar photovoltaic electricity generating facility on Old Route 17 in the Town of Thompson. The Board adopted a resolution approving the **FSH Lodge at Neversink, LLC and 7491 State Route 55 Property Co., LLC** Project, for the redevelopment of the former New Age Health Spa in the Town of Neversink.

The IDA held a special meeting on April 28<sup>th</sup>, at which time the Board adopted a resolution authorizing mortgage financing in an amount not to exceed \$375,000,000 relating to the **Montreign Operating Company, LLC; Empire Resorts Real Estate I, LLC; and Empire Resorts Real Estate II, LLC** Projects. These are the Resorts World Casino, Golf, and Alder Hotel projects in the Town of Thompson.

The IDA has received and is currently reviewing applications from **Fay Hospitality Catskills LLC**, for the acquisition and renovation of the Villa Roma Resort & Conference Center in the Town of Delaware; **NY Liberty II, LLC**, for the development of an approximately 2 MW solar photovoltaic electricity generating facility on Harris Road in the Town of Liberty; and **NY Mamakating I, LLC**, for the development of an approximately 3 MW solar photovoltaic electricity generating facility on Barone Road in the Town of Mamakating.

During April **Monticello Industrial Park LLC** continued to pursue its subdivision and site plan application to the Village of Monticello Planning Board relating to the parcel of land formerly intended for the expansion of the Sullivan County landfill and transferred from the County to the **Sullivan County Funding Corporation (SCFC)** in 2021. Monticello Industrial Park LLC has met the conditions for extension of its Option Agreement with SCFC to July 8, 2022.

##

## County of Sullivan IDA Balance Sheet Quarterly Report

ASSETS	12/31/2021	3/31/2022
Current Assets		
Cash & Cash Equivalents	\$ 6,350,834.00	\$ 6,602,979.00
Restricted Cash*	\$ 1,394,758.00	\$ 1,157,405.00
Accounts Receivable	\$ 17,182.00	\$ 25,115.00
Prepaid Expense	\$ 2,700.00	\$ 2,700.00
Notes Receivable- Current	\$ 39,170.00	\$ 35,130.00
Due from Fed Agency	\$ -	\$ -
Due from Related Party	\$ -	\$ -
	<u>                    </u>	<u>                    </u>
Total Current Assets	\$ 7,804,644.00	\$ 7,823,329.00
	<u>                    </u>	<u>                    </u>
Non Current Assets		
Notes Receivable	\$ 54,035.00	\$ 43,914.00
Capital Assets	\$ 3,014,928.00	\$ 3,032,258.00
	<u>                    </u>	<u>                    </u>
Total Non Current Assets	\$ 3,068,963.00	\$ 3,076,172.00
	<u>                    </u>	<u>                    </u>
TOTAL ASSETS	\$ 10,873,607.00	\$ 10,899,501.00
	<u>                    </u>	<u>                    </u>
LIABILITIES		
Current Liabilities		
Accounts Payable	\$ 18,924.00	\$ 43,173.00
Accrued Payroll	\$ 4,109.00	\$ (155.00)
Unearned Revenue	\$ 195,750.00	\$ 27,003.00
Proj Escrow Liability	\$ 63,077.00	\$ 46,074.00
PILOT Escrow Liability	\$ 363,027.00	\$ 97,908.00
Current Portion of Note Payable	\$ 23,356.00	\$ 23,827.00
	<u>                    </u>	<u>                    </u>
Total Current Liabilities	\$ 668,243.00	\$ 237,830.00
	<u>                    </u>	<u>                    </u>
Non Current Liabilities		
Note Payable	\$ 242,406.00	\$ 237,448.00
	<u>                    </u>	<u>                    </u>
TOTAL LIABILITIES	\$ 910,649.00	\$ 475,278.00
	<u>                    </u>	<u>                    </u>
TOTAL NET POSITION	\$ 9,962,958.00	\$ 10,424,223.00
	<u>                    </u>	<u>                    </u>

\*Restricted cash includes revolving loan and lease fund accounts, project escrows, and PILOT escrows.  
It does not include sales tax escrow funds, which are shown below.

	12/31/2021	3/31/2022
Sales Tax Escrow Funds	\$ 261,612.00	\$ 254,657.00

5/3/2022

# County of Sullivan Industrial Development Agency

## Profit & Loss Budget vs. Actual

	2021			2022		
	Jan-Dec 2021	2021 Budget	% of Budget	Jan-Mar 2022	2022 Budget	% of Budget
<b>Ordinary Income/Expense</b>						
<b>Income</b>						
4000 · Project Fees (one time)	421,269.19	194,000.00	217.15%	\$ 40,708.00	\$ 50,000.00	81.42%
4002 · Agency Annual Fees	511,567.00	515,567.00	99.22%	\$ 510,567.00	\$ 509,067.00	100.29%
4003 · Application Fees	750.00	2,000.00	37.50%	\$ 750.00	\$ 2,000.00	37.50%
4004 · Interest Income-Bank & CD	3,845.15	12,500.00	30.76%	\$ 874.00	\$ 4,500.00	19.42%
4005 · Interest Income- Loans	2,734.38	8,500.00	32.17%	\$ 864.00	\$ 1,850.00	46.70%
4006 · Late Fee & Misc. Income	184.40	500.00	36.88%	\$ 55.00	\$ 500.00	11.00%
4011 · Rental Income- Food Hub Bldg	0.00	0.00		\$ -	\$ -	0.00%
4013 · Farm Assistance RLF	117,583.20	142,000.00	82.81%	\$ 39,225.00	\$ 151,900.00	25.82%
4022 · SCFC Mgt & Admin Svcs	20,000.00	40,000.00	50.00%	\$ 5,000.00	\$ 20,000.00	25.00%
4023 TSCILDC Mgt & Admin Svcs	12,000.00	12,000.00	100.00%	\$ -	\$ 12,000.00	0.00%
Anticipated New Agency Fees	0.00	5,000.00	0.00%	\$ -	\$ 5,000.00	0.00%
<b>Total Income</b>	<b>1,089,933.32</b>	<b>932,067.00</b>	<b>116.94%</b>	<b>\$ 598,043.00</b>	<b>\$ 756,817.00</b>	<b>79.02%</b>
<b>Gross Profit</b>	<b>1,089,933.32</b>	<b>932,067.00</b>	<b>116.94%</b>	<b>\$ 598,043.00</b>	<b>\$ 756,817.00</b>	<b>79.02%</b>
<b>Expense</b>						
6000 · Personnel **	261,432.37	272,800.00	95.83%	\$ 50,670.00	\$ 267,000.00	18.98%
6001 · Promotion (SC Partnership)	56,250.00	75,000.00	75.00%	\$ -	\$ 75,000.00	0.00%
6002 · Subscriptions	4,785.12	5,000.00	95.70%	\$ 1,202.00	\$ 5,000.00	24.04%
6003 · Office Supplies & Misc. Exp.	9,810.44	15,000.00	65.40%	\$ 1,816.00	\$ 15,000.00	12.11%
6003.1 · Non Reimb. Legal Fees	41,033.28	60,000.00	68.39%	\$ 737.00	\$ 60,000.00	1.23%
6003.2 · Non Reimb. Accounting	12,488.10	9,200.00	135.74%	\$ -	\$ 9,200.00	0.00%
6003.3 · Non Reimb. Consulting	783.75	5,000.00	15.68%	\$ -	\$ 5,000.00	0.00%
6007 · Rent Expense	32,400.00	32,400.00	100.00%	\$ 8,100.00	\$ 32,400.00	25.00%
6008 · Telephone/Fax/Computer	3,924.44	3,000.00	130.81%	\$ 1,081.00	\$ 3,000.00	36.03%
6009 · Insurance	10,653.02	15,000.00	71.02%	\$ 6,273.00	\$ 15,000.00	41.82%
6010 · Postage	2,346.90	2,000.00	117.35%	\$ 1,062.00	\$ 2,000.00	53.10%
6012.3 · Conferences & Seminars	189.00	2,000.00	9.45%	\$ 145.00	\$ 2,000.00	7.25%
6035 Travel Expenses	0.00	2,500.00	0.00%	\$ 16.00	\$ 2,500.00	0.64%
6012.4 · Storage	2,993.88	2,400.00	124.75%	\$ -	\$ 2,400.00	0.00%
Equipment Purchases- In House	3,124.52	1,000.00	312.45%	\$ -	\$ 1,000.00	0.00%
6011 Repairs & Maintenance	0.00	250.00	0.00%	\$ -	\$ 250.00	0.00%
6012.6 · Dues	6,000.00	6,650.00	90.23%	\$ 6,600.00	\$ 6,650.00	99.25%
6017 · Advertising	64.83	500.00	12.97%	\$ 57.00	\$ 500.00	11.40%
6012.5 Credit Reports	0.00	250.00	0.00%	\$ -	\$ 250.00	0.00%
6040 Expense Reserve	0.00	3,000.00	0.00%	\$ -	\$ 3,000.00	0.00%
6019 · Ret'd Ck/Svc Chrg	45.00	0.00		\$ 50.00	\$ -	0.00%
<b>Total Expense</b>	<b>448,324.65</b>	<b>512,950.00</b>	<b>87.60%</b>	<b>\$ 77,809.00</b>	<b>\$ 507,150.00</b>	<b>15.34%</b>
<b>Net Ordinary Income</b>	<b>641,608.67</b>	<b>419,117.00</b>	<b>153.09%</b>	<b>\$ 520,234.00</b>	<b>\$ 249,667.00</b>	
<b>Net Income</b>	<b>641,608.67</b>	<b>419,117.00</b>	<b>153.09%</b>	<b>\$ 520,234.00</b>	<b>\$ 249,667.00</b>	

5/3/2022

## **AGREEMENT**

THIS AGREEMENT ("Agreement") is effective as of January 1, 2021, by and between the County of Sullivan Industrial Development Agency, a corporate governmental agency constituting a body corporate and politic and a public benefit corporation of the State of New York, with its principal office located at 548 Broadway, Monticello, New York, 12701 ("Agency") and The Partnership for Economic Development in Sullivan County, Inc., a private 501(c)(6) not-for-profit corporation with its principal offices located at 196 Bridgeville Road, Suite 2, Monticello, New York 12701 ("Partnership").

### **Recitals**

**WHEREAS**, the Partnership's mission is to promote and coordinate the economic development of private businesses in Sullivan County in order to benefit the general public by enhancing the quality of life and improving the standard of living for all the inhabitants of Sullivan County; and

**WHEREAS**, the Agency's mission is to promote economic welfare and recreation opportunities, prevent unemployment and economic deterioration, ensure the prosperity of Sullivan County's inhabitants, and promote tourism and trade; and

**WHEREAS**, the Agency wishes to engage the Partnership to provide services in furtherance of the Agency's mission.

**NOW THEREFORE**, in consideration of the covenants herein contained and other good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, it is mutually agreed as follows:

1. **Payment for Services.**

The Agency agrees to provide payment for services to the Partnership in the aggregate amount of \$225,000, to be paid in twelve (12) equal quarterly installments of \$18,750.00 each covering fiscal periods commencing January 1, 2021 and ending December 31, 2023. Payments are subject to quarterly approval by the Agency.

2. **Services- General.**

The Partnership shall use the Agency funds primarily for its stated purpose of promoting and coordinating the economic development of private businesses in Sullivan County. Examples of these services may include:

- a. Assisting the Agency in marketing its services and programs in order to attract job-creating prospects consistent with the Agency's Uniform Tax Exempt Policy, to drive investment into areas that have little or no chance to attract investment of a significant scale.
- b. Generally, educating businesses on the various programs and services the Agency provides.
- c. Assisting the Agency at its request to educate various audiences about specific projects and their impacts.

d. Providing a platform for Agency outreach to the community via *The Business Edge*, *In the Know*, two Partnership- driven publications, and social media upon request.

e. Any other special requests when needed relative to promoting or facilitating Agency programs.

3. Reporting.

The Partnership shall provide the Agency with an annual report of its activities at times to be arranged between the Partnership and the Agency.

4. Insurance.

Effective as of the date hereof and until the Agency consents in writing to a termination, the Partnership shall maintain or cause to be maintained insurance against such risks and for such amounts as are customarily insured against by not-for-profit entities of like size and type paying, as the same become due and payable, all premiums in respect thereto, including, but not necessarily limited to:

a. Insurance against loss or losses from liabilities imposed by law or assumed in any written contract and arising from personal injury and death or damage to the property of others caused by any accident or occurrence, with limits of not less than \$1,000,000 per accident or occurrence on account of personal injury, including death resulting therefrom, and \$1,000,000 per accident or occurrence on account of damage to the property of others, excluding liability imposed upon the Partnership by any applicable Worker's Compensation Law.

b. Worker's compensation insurance, disability benefits insurance, and each other form of insurance which the Partnership is required by law to provide, covering loss resulting from injury, sickness, disability or death of employees of the Partnership.

All insurance shall be procured and maintained in financially sound and generally recognized responsible insurance companies selected by the Partnership (and reasonably satisfactory to the Agency) and authorized to write such insurance in the State of New York. Such insurance may be written with deductible amounts not exceeding \$2,500.00. All policies evidencing such insurance shall provide for at least thirty (30) days written notice of the cancellation thereof to the Agency.

All such certificates of insurance of the insurers that such insurance is in force and effect, shall be provided to the Agency effective on or before the commencement of the term of this Agreement. Prior to expiration of the policy evidenced by said certificates, the Partnership shall furnish the Agency evidence that the policy has been renewed or replaced or is no longer required by this Agreement.

5. Hold Harmless.

The Partnership shall indemnify and hold harmless the Agency and its directors, officers, employees, members, agents, representatives (except the Partnership), their respective successors and assigns and personal representatives harmless from and against any and all liability for loss or damage to property or injury to or death of any and all persons that may be occasioned by any cause whatsoever pertaining to this Agreement, including without limiting the generality of the foregoing, reasonable attorneys' fees and any other expense, incurred in defending any suits or actions which may arise as a result of any of the foregoing.

6. General Provisions.

a. Notices. All notices required or permitted to be given hereunder shall be in writing and may be delivered by hand, by overnight courier of national reputation, or by United States mail. Notices delivered by mail shall be deemed given three Business Days after being deposited in the United States mail, postage prepaid, registered or certified mail. Notices delivered by overnight courier of national reputation shall be deemed given the next day after mailing providing evidence of receipt and properly addressed. Notices delivered by hand shall be deemed given on the day of delivery. All notices shall be addressed as follows:

if to the Agency:

County of Sullivan Industrial Development Agency  
548 Broadway  
Monticello, New York 12701  
Attn: Chief Executive Officer

with a copy to:

Garigliano Law Offices, LLP  
PO Drawer 1069—449 Broadway  
Monticello, New York 12701

if to the Partnership:

Partnership for Economic Development in Sullivan County, Inc.  
196 Bridgeville Road, Suite 2  
Monticello, New York 12701

b. Governing Law. This Agreement shall be construed and enforced in accordance with the internal laws of the State of New York.

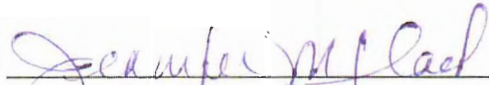
c. Construction. All defined terms used herein shall be applicable equally to the singular and plural forms of such terms. This Agreement executed and delivered in connection with the Agreement shall be interpreted without regard to any canons of construction which require that a document be interpreted or construed against the party which caused the same to be drafted.



- d. Severability. Whenever possible, each provision of this Agreement shall be interpreted in Agreement shall be prohibited by or invalid under applicable law such provision shall be ineffective only to the extent of such prohibition or invalidity without invalidating the remainder of such provision or the remaining provisions of this Agreement.
- e. Headings. All section headings herein have been inserted for convenience of reference only and shall not affect any construction or interpretation of this Agreement.
- f. Assignment and Assigns. The Partnership shall neither assign nor delegate any of its duties arising under this Agreement without the prior written consent of the Agency.
- g. Entire Agreement. This Agreement constitutes the entire agreement between the parties.

IN WITNESS WHEREOF, THE AGENCY and THE PARTNERSHIP have executed this Agreement as of the day and year first above written.

County of Sullivan Industrial Development Agency

  
By: Jennifer M. Flad, Executive Director

Partnership for Economic Development in Sullivan  
County, Inc.

  
By: Marc Baez, President and Chief Executive Officer



## FIRST AMENDMENT TO AGREEMENT

THIS FIRST AMENDMENT TO AGREEMENT ("First Amendment") is effective as of April \_\_, 2022, by and between the County of Sullivan Industrial Development Agency, a corporate governmental agency constituting a body corporate and politic and a public benefit corporation of the State of New York, with its principal office located at 548 Broadway, Monticello, New York 12701 ("Agency") and the Partnership for Economic Development in Sullivan County, Inc., a not-for-profit corporation with its principal offices located at 196 Bridgeville Road, Suite 2, Monticello, New York 12701 ("Partnership") and amends that certain Agreement by and between the Partnership and the Agency, dated January 1, 2021 ("Agreement").

### Recitals

*WHEREAS*, the Agency entered into the Agreement to engage the Partnership to provide the services contemplated by the Agreement; and

*WHEREAS*, the Agency and the Partnership wish to amend the Agreement to increase the aggregate consideration to be paid to the Partnership and to amend the timing of payments.

*NOW THEREFORE*, in consideration of the covenants herein contained and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is mutually agreed as follows:

1. Paragraph 1 of the Agreement is hereby deleted in its entirety and the following is inserted in its place and stead:

"The Agency shall provide payment for services to the Partnership for the period commencing January 1, 2021 and ending December 31, 2023, in the aggregate amount of \$231,250.00. The Partnership acknowledges receipt of payments of \$56,250.00 prior to this First Amendment. The balance of \$175,000 shall be paid during the last month of the current quarter (which ends on June 30, 2022) and the ensuing six (6) calendar quarters in equal installments of \$25,000.00. All payments are subject to quarterly approval by the Agency."

2. Except as amended by this First Amendment, the Agreement remains unchanged and in full force and effect. If there shall be any conflict or inconsistency between the terms of this First Amendment and the Agreement, the terms of this First Amendment shall control.

IN WITNESS WHEREOF, the Agency and the Partnership have executed this First Amendment as of the day and year first above written.

County of Sullivan Industrial Development Agency

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By: Jennifer M. Flad, Executive Director

Partnership for Economic Development in Sullivan  
County, Inc.

---

By: Marc Baez, President and Chief Executive  
Officer

**COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY**  
**548 Broadway**  
**Monticello, New York 12701**  
**845-428-7575**  
**APPLICATION FOR FINANCIAL ASSISTANCE**

**I. APPLICANT INFORMATION:**

Company Name: NY Mamakating I, LLC  
Address: 140 East 45<sup>th</sup> Street, Suite 32B-1, New York, NY 10017  
Phone No: 646-998-6495  
Telefax: NA  
Email Address: peter.dolgos@delawareriversolar.com  
Fed Id No.: 86-2933937  
Contact Person: Peter Dolgos - SVP NY Mamakating I, LLC

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

Principal Owners (Shareholders/Members/Owners): NY DRS Finco IV, LLC (100%)

Directors/Managers: NY DRS Finco IV, LLC

Officers: Richard Winter (CEO), John Tartaglia (President), Peter Dolgos (SVP)

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

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**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: 3/24/2021

State of organization: NY

☐ 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: Law Office of Richard Chun, PLC  
Address: 1225 Franklin Avenue, Suite 325, Garden City, NY 11530  
Phone No.: 646-998-6403  
Telefax No.: 917-591-9441  
Email Address: rchun@rwc-legal.com

## II. REQUESTED FINANCIAL ASSISTANCE

	<u>Estimated Value</u>
Real Property Tax Abatement (estimated)	<u>\$ 0</u>
Mortgage Tax Exemption	<u>\$ Not to Exceed \$33,000</u>
Sales and Use Tax Exemption	<u>\$ Not to Exceed \$42,000</u>
Issuance by the Agency of Tax Exempt Bonds	<u>\$ 0</u>

## III. PROJECT INFORMATION

### A.) Project Location:

Project Address: Barone Road, Mamakating, NY 12790  
Tax Map Number(s): 26.-1-4.2  
Located in the Village of: -----  
Located in Town of Mamakating  
Located in the School District of Ellenville Central School District  
Located in Hamlet of -----

#### (i) Are Utilities on Site?

Water/Sewer No Electric No  
Gas No Storm Sewer No

#### (ii) Present legal owner of the site: NFM Enterprises, LLC

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

NY Mamakating I, LLC will lease a portion of the parcel (approximately 20 acres) from NFM Enterprises, LLC

#### (iii) Zoning of Project Site: Current: Airport Development Proposed: same

#### (iv) Are any variances needed: No

#### (v) Principal Use of Project upon completion: Generation of solar photovoltaic electricity to be distributed through the Orange & Rockland electrical grid to Orange & Rockland customers that are signed up with the Applicant's Community Solar Program.

### 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: NA



- 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: NA
- 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: Not Applicable
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: NA
  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: NA
- 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? Yes      No X If yes, please contact the Agency for additional information. NA
- 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.

The Project is an approximate 3MW<sub>ac</sub> solar photovoltaic electricity generating facility that will be interconnected to the O&R electrical grid. The electricity generated by the array will be sold to O&R customers that enroll in the Applicant's Community Solar Program. The Project is a new build and will be comprised of (a) racking to mount the solar modules (such racking generally to be pile driven into the ground), (b) solar modules, (c) inverters and transformers to sit on a concrete inverter pad and (d) other electrical wiring and system components. Construction will take approximately three to four months. An Interconnection Agreement with O&R has been executed.

The Project is monitored remotely and there are no daily on-site personnel required. Regularly scheduled maintenance will occur at least semi-annually and will consist of (a) cleaning panels (no chemicals), (b) equipment servicing / replacement and (c) project site maintenance (mowing).

The Applicant and Town will enter into a Decommissioning Plan/Agreement that will set forth the details regarding the decommissioning steps and financial surety for removal of the solar facility.

G.) COSTS AND BENEFITS OF THE PROJECT

Costs = Financial Assistance

Estimated Sales Tax Exemption	\$ <u>not to exceed \$42k</u>
Estimated Mortgage Tax Exemption	\$ <u>not to exceed \$33k</u>
Estimated Property Tax Abatement	\$ <u>0</u>
Estimated Interest Savings IRB Issue	\$ <u>0</u>



### Benefits = Economic Development

Jobs created	<u>26-30 (development and construction phase)</u>
Jobs retained	<u>3-4 (contracted work during operation, not full time)</u>
Private funds invested	<u>\$3,787,500 (Sponsor Investment + Debt)</u>
Other Benefits	<ul style="list-style-type: none"><li>- <u>Reduced energy cost to community solar subscribers</u></li><li>- <u>Tax revenue to Town of Mamakating, Sullivan County and Ellenville Central School District</u></li><li>- <u>Local job creation during development phase (surveyors, engineers, sales), construction phase (construction jobs) and operational phase (landscaping, maintenance)</u></li><li>- <u>Contribute to achieving renewable energy generation goals in NYS</u></li></ul>

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

Construction:	<u>26</u>
Permanent:	<u>3 - remotely monitored, no daily on site personnel, these are not full-time jobs</u>
Retained (at current facility):	<u>0 - remotely monitored, no daily on-site personnel</u>
	<u>Note: See further job creation description below.</u>

Project Costs (Estimates)	
Land and Existing Buildings	<u>\$ (Leased)</u>
Soft Costs (5%)	<u>\$ 290,625</u>
Other	<u>\$ 5,521,875</u>
Total	<u>\$ 5,812,500</u>

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. See attached Exhibit A

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

The projected number of fulltime equivalent jobs that would be retained and that would be created if the request for financial assistance is granted.

As indicated above, the Project is monitored remotely and there are no daily on-site personnel required. Regularly scheduled maintenance will occur semi- annually or annually and will consist of (a) cleaning the panels (no chemicals) and (b) equipment servicing/replacement. All jobs created during the 30-year operational phase will be on a contract basis (landscaping and maintenance) and will be locally sourced to the extent possible.

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

The Project is currently in the development phase and there are certain contracted jobs already created (surveying, engineering, sales). The construction phase is expected to be three to four months with a target of commencing construction in the as early as 3<sup>rd</sup> quarter of 2022. Contracted jobs (maintenance and landscaping) during the operational phase (30 years) would commence upon completion of the construction phase, which is expected to be 4<sup>th</sup> quarter 2022 or 1<sup>st</sup> quarter 2023.

- 2) 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.  
As indicated above, all jobs created during the operational phase of the Project will be on a independent contractor basis.

- 3) 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 DevelopmentRegion).

Development Phase: 2-3

Construction Phase: 20-25

Operational Phase: 3-4

Note: The 2015 US Census estimate of the population of the Mid-Hudson Valley Region aged 18-64 is 1,433,386.

- H.) State whether there is a likelihood that the project would not be undertaken butfor 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

The financial assistance provided by the Agency in terms of tax relief will provide financing parties and investors certainty in PILOT payments that will alleviate some of their risk on a Project.



#### 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, officer 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 in 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.

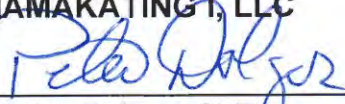


**EXHIBIT A**  
**Source of Funds**

Sponsor Investment	562,500
Tax Equity Investment	1,687,500
Debt	3,225,000
Incentives (NYSERDA estimate)	337,500
Total Source of Funds	5,812,500

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.

NY MAMAKATING I, LLC

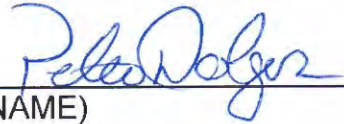
  
By: Peter Dolgos. SVP

Date: 4/27/22

STATE OF NEW YORK )  
COUNTY OF ~~SULLIVAN~~ ) ss.:  
New York

Peter Dolgos, being first duly sworn, deposes and says:

1. That I am the SVP of NY Mamakating I, LLC (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.

  
(NAME)

Subscribed and affirmed to me under penalties of perjury  
this 27 day of April, 2022.

  
(Notary Public)

JULIANA C. MARQUES  
Notary Public, State of New York  
No. 01MA6338149  
Qualified in New York County  
Commission Expires March 7, 2024

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.

(APPLICANT) NY Mamakating I, LLC

By: Peter Dolgos

Name: Peter Dolgos

Title: Senior Vice President

Date: 4/27/22

Sworn to before me this  
27 day of April, 2022.

Juliana C. Marques

Notary Public

JULIANA C. MARQUES  
Notary Public, State of New York  
No. 01MA6338149  
Qualified in New York County  
Commission Expires March 7, 2024

## RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on May 9, 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 most recently amended on April 15, 2022.

The meeting was called to order by Chairperson Suzanne Loughlin, and, upon the 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	[       ]	[       ]
Philip Vallone	[       ]	[       ]

The following persons were also present:

Jennifer M. Flad, Executive Director

John W. Kiefer, Chief Executive Officer

Julio Garaicoechea, Project Manager

Walter F. Garigliano, General Counsel

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

Resolution No. \_\_\_\_\_ - 22

***RESOLUTION OF THE AGENCY APPOINTING NY MAMAKATING I, LLC (“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 A 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 April 27, 2022, 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 construction of an approximately 3MWac solar photovoltaic electricity generating facility that will be interconnected to the Orange & Rockland electrical grid ("Project"). The Project is new construction and will be comprised of (a) racking to mount the solar modules (such racking generally to be pile driven into the ground); (b) solar modules; (c) inverters and transformers to sit on a concrete inverter pad and (d) assorted electrical components and wiring. The solar array will be constructed on one (1) parcel of real estate consisting of approximately 20± acres accessed from Barone Road, Town of Mamakating ("Town"), County of Sullivan ("County"), State and a portion of Town tax map Section 26, Block 1, Lot 4.2 ("Land"); 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, Lease, Leaseback and 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 less than \$100,000; and

**WHEREAS**, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York ("SEQR"), the Agency constitutes a "State Agency"; and

**WHEREAS**, to aid the Agency in determining whether the Project may have significant adverse effects on the environment, the Company has presented a Full Environmental Assessment Form ("EAF") to the Agency with respect to the Project for its review; 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 Executive Director 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:

- (A) An Application in form acceptable to the Agency; and
- (B) An EAF.

Section 2. Based upon (i) the representations made by the Company to the Agency, and (ii) a review of the EAF presented to the Agency, the EAF reviewed and acted upon by the Town Planning Board, and (iii) related documents, the Agency hereby determines that:

- (A) The Project constitutes a Type I Action under the SEQR;
- (B) The Project will result in no major impacts and, therefore, is one which will not cause significant damage to the environment;
- (C) The Project will not have a “significant effect on the environment” as such quoted term is defined in Article 8 of the Environmental Conservation Law and Regulations adopted pursuant thereto by the Department of

- Environmental Conservation;
- (D) No “environmental impact statement” as such quoted term is defined in SEQR need be prepared for this action; and
  - (E) This determination constitutes a negative declaration for purposes of SEQR.

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, and notices of this negative declaration shall be filed in such offices, posted in such places, and published in such publications as shall be necessary to conform with the requirements of SEQR.

Section 3. The Agency has determined that the proposed financial assistance does not exceed the sum of \$100,000.00 and therefore the proposed action is not subject to a public hearing.

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 Executive Director, 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 the Project shall expire on November 30, 2022 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 \$525,000, which result in New York State and local sales and use tax exemption benefits ("sales and use tax exemption benefits") not to exceed \$42,000. 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 Executive Director 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 Community Distributed Generation Uniform Tax Exemption Policy.
- Section 9. The Chairperson, 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 Chairperson, Executive Director or Chief Executive Officer of the Agency shall approve, the execution thereof by the Chairperson, 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 or General 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 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
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
Philip Vallone	<input 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 County of Sullivan Industrial Development Agency ("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 video conference call on May 9, 2022 at 11:00 a.m. 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	[ ]	[ ]
Philip Vallone	[ ]	[ ]

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
Philip Vallone	[ ] 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 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 9<sup>th</sup> day of May, 2022.

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Carol Roig, Secretary

**COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY**  
**One Cablevision Center**  
**Ferndale, New York 12734**  
**845-295-2603**  
**APPLICATION FOR FINANCIAL ASSISTANCE**

I.     A.     APPLICANT INFORMATION:

Company Name:     FAY HOSPITALITY CATSKILLS LLC<sup>1</sup>

Address:            C/O FAY US INVESTMENTS CORP. EMERGE 212, 3  
                          COLUMBUS CIRCLE, NEW YORK, NY 10019

Phone No.:          US: +1 (347) 399-3574 / UK: +44 (0) 7725886335

Telefax No.:        N/A

Email Address:      sandeep.wadhwa@fayinvestment.com

Fed Id. No.:         37-2018607

Contact Person:     SANDEEP WADHWA, PRESIDENT

Principal Owners/Officers/Directors (list owners with 15% or more in equity holdings with percentage ownership): See Attachment A – Acquisition Structure

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Principal Owners (Shareholders/Members/Owners):

Fay Hospitality Catskills LLC Sole Member with 100% Shareholding is Fay Villa Roma LLC;

Fay Villa Roma LLC 'Fay Member' and its Managing Member is Fay US Investments Corporation, with 68.6% Shareholding. Principal and President of Fay US Investments Corportaion is Sandeep Wadhwa.

Fay Villa Roma LLC 'VRZS Member' is VRZS LLC, with 31.4% Shareholding. Principals of VRZS LLC are Steve Mabus and Sahmila Jafri each with a 50% Shareholding.

Directors/Managers: N/A

Officers:N/A

*Corporate Structure (attach schematic if Applicant is a subsidiary or otherwise affiliated with another entity) See Attachment A – Acquisition Structure*

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<sup>1</sup> The Applicant hereby reserves the right to assign, either directly or indirectly, all or part of its rights and obligations under this Application and/or any Inducement Resolution of the Agency, upon the prior written consent of the Agency.

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: 09/29/2021 (NYS AUTHORIZATION 10/18/2021)  
State of organization: DELAWARE

☐ 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: BROWN DUKE & FOGEL, P.C. – STEVEN VEGLIANTE / GEORGE DUKE

Address: 449 BROADWAY, MONTICELLO, NY 12701

Phone No.: 845-434-6688

Telefax No.: 845-436-7788

Email Address: SVEGLIANTE@BDFLEGAL.COM / GDUKE@BDFLEGAL.COM

II. REQUESTED FINANCIAL ASSISTANCE

Estimated Value

Real Property Tax Abatement (estimated)	\$ <u>TBD</u>
Mortgage Tax Exemption	<u>\$219,000.00</u>
Sales and Use Tax Exemption	<u>\$336,000.00</u>
Issuance by the Agency of Tax Exempt Bonds	\$ <u>N/A</u>

III. PROJECT INFORMATION

A.) Project Location: VILLA ROMA RESORT – TOWN OF DELAWARE, NY

Project Address: 356 Villa Roma Road, Calicoon, NY 12723

Tax Map Number(s): See Attachment B – List of Parcels in Project

Located in the Village of: N/A

Located in Town of DELAWARE

Located in the School District of SULLIVAN WEST

Located in Hamlet of CALLICOON

(i) Are Utilities on Site?

Water/Sewer Y

Electric Y

Gas NO

Storm Sewer Y

(ii) Present legal owner of the site: VILLA ROMA RESORT AND CONFERENCE CENTER, INC. AND VILLA ROMA LLC

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

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(iii) Zoning of Project Site: Current: PUD

Proposed: PUD

(iv) Are any variances needed: NO

(v) Principal Use of Project upon completion: RESORT HOTEL AND CONFERENCE CENTER

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:

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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:

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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? Yes – ANCILLARY TO THE OPERATION OF THE RESORT; 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.

See Attachment C – Project Description

See Attachment D – Property Improvement Plan (PIP) Cost Schedule with Temporary Jobs Creation Estimate

See Attachment E – Capital Expenditure Estimate Report for Future Repairs

G.) COSTS AND BENEFITS OF THE PROJECT

Costs = Financial Assistance

Estimated Sales Tax Exemption	\$336,000
Estimated Mortgage Tax Exemption	\$219,000
Estimated Property Tax Abatement	\$ TBD
Estimated Interest Savings IRB Issue	\$ NA

Benefits= Economic Development

Jobs created	0
Jobs retained	269
Private funds invested	\$ 24,808,000
Other Benefits	_____

Estimate how many construction/permanent jobs will be created or retained as a

result of this Project:

Construction:	<u>0</u>
Permanent:	<u>269</u>
Retained (at current facility):	<u>269</u>

Project Costs (Estimates)<sup>2</sup>

Land and Existing Buildings	\$15,750,000
Soft Costs (5%)	\$ 2,250,000
Other	\$ 6,808,000
Total	\$24,808,000

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.

(CAPITAL STACK REQUIRED) It is anticipated that the Project will be financed as follows:

	Source	Use
Purchase Price		15,750,000
Closing Costs		2,158,000
Capex		4,800,000
Interest Reserve (24 months)		2,100,000
Term funding (24 months)	17,100,000	
Equity	2,908,000	
Capex – secondary Facility	4,800,000	
	24,808,000	24,808,000

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.

Jobs retained – 269

Jobs created (temporary construction jobs) – 65

See Attachment D – Property Improvement Plan (PIP) Cost Schedule with Temporary Jobs Creation Estimate

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<sup>2</sup> Estimates for renovations and repairs based on existing conditions survey and cost estimates prepared by Century Construction Consultants LLC, dated July 2020 and December 7, 2021.

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

Approximately 24 months

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- 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.

\$45,000.00 (average)

See Attachment F – Employee Salary Information

- 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

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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 APPLICANT HAS DETERMINED THAT BENEFITS ARE NECESSARY FOR THE SUCCESSFUL PURCHASE, RENOVATION AND OPERATION OF THE RESORT. WITHOUT BENEFITS, IT IS HIGHLY UNLIKELY THAT APPLICANT COULD FINANCIALLY COMPLETE THE PROJECT AND OPERATE THE RESORT.

#### 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.

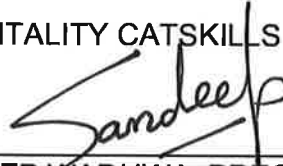
- I.) The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New 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.

DANIEL MARTIN BERGER  
NOTARY PUBLIC-STATE OF NEW YORK  
No. 01BE6395029  
Qualified in Kings County  
My Commission Expires 07-22-2023



FAY HOSPITALITY CATSKILLS LLC



By: SANDEEP WADHWA, PRESIDENT

Date: MARCH 23, 2022


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

SANDEEP WADHWA, being first duly sworn, deposes and says:

1. That I am the PRESIDENT of FAY HOSPITALITY CATSKILLS, LLC (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.

  
SANDEEP WADHWA

Subscribed and affirmed to me under penalties of perjury  
this 23<sup>rd</sup> day of MARCH, 2022.

  
(Notary Public)

DANIEL MARTIN BERGER  
NOTARY PUBLIC-STATE OF NEW YORK  
No. 01BE6395029  
Qualified in Kings County  
My Commission Expires 07-22-2023



**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  
ONE CABLEVISION CENTER  
FERNDAL, NEW YORK 12734**

## 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.

FAY HOSPITALITY CATSKILLS LLC

By: SANDEEP WADHWA, PRESIDENT

Date: MARCH 23, 2022

Sworn to before me this  
23rd day of MARCH, 2022.

Daniel Martin Berger  
Notary Public

DANIEL MARTIN BERGER  
NOTARY PUBLIC-STATE OF NEW YORK  
No. 01BE6395029  
Qualified in Kings County  
My Commission Expires 07-22-2023



# Fay Hospitality Catskills LLC

Application to County of Sullivan  
Industrial Development Agency for  
Financial Assistance for

## Villa Roma Resort and Conference Center



## Benefit/Cost Analysis

*Prepared by:*

**Shepstone Management Company, Inc.**  
**Planning & Research Consultants**  
100 Fourth Street Honesdale, PA 18431  
(570) 251-9550 FAX 251-9551  
[www.shepstone.net](http://www.shepstone.net)  
[mail@shepstone.net](mailto:mail@shepstone.net)

*May, 2022*



## **Fay Hospitality Catskills LLC Benefit/Cost Analysis**

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The project involves the revitalization and upgrading of the resort. It involves an applicant estimated \$7,867,930 (rounded to \$8,000,000) in rehabilitation costs related to real property improvements. An estimated 60% or \$4,800,000 will be spent on otherwise sales-taxable material purchases. It is anticipated the real property will have an equalized assessed value of \$5,000,000.



Fay Hospitality Catskills LLC has applied to the County of Sullivan Industrial Development Agency (IDA) for real property, mortgage and sales tax abatements to assist with bringing this project to completion.



## **Fay Hospitality Catskills LLC Benefit/Cost Analysis**

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New York State law governing IDAs requires "an analysis of the costs and benefits of the proposed project." Shepstone Management Company, Inc. has been requested by the IDA to provide such an analysis on an independent basis. This study is designed to compare the economic benefits of the project, including both direct and indirect revenues generated for local and state government, against the costs to these governments for additional services required. Both direct and indirect costs are considered on this side of the equation as well.



The following is a summary of the findings from this analysis, including supporting materials forming the basis for the conclusions reached regarding benefits and costs related to IDA assistance.

# Fay Hospitality Catskills LLC

## Benefit/Cost Analysis

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### Methods and Assumptions:

The following methods and assumptions were employed for the analysis of this project:

- 1) This new construction project involves an estimated \$4,800,000 in otherwise sales taxable material purchases (assuming 60% material costs for \$8.0 million of real property improvements).
- 2) It is assumed, for purposes of this analysis, that all project construction activities will occur in 2022-2023 with the facility opening some time after March 1, 2023 and real property tax abatement beginning in 2025. It is further assumed the IDA will approve a PILOT Agreement under or comparable to the Sullivan County IDA's [Uniform Tax Exemption Policy Tourism Industry Program \(§301.c\) or a comparable program](#); the PILOT to apply to the estimated costs of improving the existing real property.



# Fay Hospitality Catskills LLC

## Benefit/Cost Analysis

The applicable IDA PILOT schedule follows.

Real Property Tax Tourism Industry Abatement Schedule					
Year	Equalized Assessed Value	Equalized Value of Improvements	% Abatement New Real Property	New \$ Value Abated	Total Value for PILOT
Construction Period	\$ 16,323,954	\$ -	-	\$ -	\$ 16,323,954
1	\$ 16,323,954	\$ 5,000,000	100%	\$ 5,000,000	\$ 16,323,954
2	\$ 16,323,954	\$ 5,000,000	100%	\$ 5,000,000	\$ 16,323,954
3	\$ 16,323,954	\$ 5,000,000	100%	\$ 5,000,000	\$ 16,323,954
4	\$ 16,323,954	\$ 5,000,000	100%	\$ 5,000,000	\$ 16,323,954
5	\$ 16,323,954	\$ 5,000,000	100%	\$ 5,000,000	\$ 16,323,954
6	\$ 16,323,954	\$ 5,000,000	90.0%	\$ 4,500,000	\$ 16,823,954
7	\$ 16,323,954	\$ 5,000,000	80.0%	\$ 4,000,000	\$ 17,323,954
8	\$ 16,323,954	\$ 5,000,000	70.0%	\$ 3,500,000	\$ 17,823,954
9	\$ 16,323,954	\$ 5,000,000	60.0%	\$ 3,000,000	\$ 18,323,954
10	\$ 16,323,954	\$ 5,000,000	50.0%	\$ 2,500,000	\$ 18,823,954
11	\$ 16,323,954	\$ 5,000,000	40.0%	\$ 2,000,000	\$ 19,323,954
12	\$ 16,323,954	\$ 5,000,000	30.0%	\$ 1,500,000	\$ 19,823,954
13	\$ 16,323,954	\$ 5,000,000	20.0%	\$ 1,000,000	\$ 20,323,954
14	\$ 16,323,954	\$ 5,000,000	10.0%	\$ 500,000	\$ 20,823,954
15	\$ 16,323,954	\$ 5,000,000	0.0%	\$ 0	\$ 21,323,954

- 3) The application to the IDA indicates there will be a \$21,900,000 mortgage to which mortgage tax abatement will apply.
- 4) There are expected to be 50 full-time equivalent (FTE) construction jobs created at an average salary of \$64,000 for the construction period. Some 269 jobs will be retained but have not been counted as a specific benefit for purposes of this particular analysis. An economic multiplier of 1.50 is applied to these construction salaries for purposes of calculating personal income benefits and sales attributable to increased buying power, assuming 50% of construction jobs are local residents.

## Fay Hospitality Catskills LLC Benefit/Cost Analysis

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- 5) The annual costs to local government for providing highway maintenance and other non-educational services in the Town of Delaware are expected to be zero because construction employment is unlikely to generate any new residents.
- 6) Sales taxes attributable to food, beverage and retail sales on-site are estimated on the basis that \$5 million in new investment would, at \$250 per square feet, ordinarily purchase the equivalent of 20,000 sf of retail space and, at \$200 per square foot of sales, this should increase annual taxable sales by \$4 million.



- 7) It is assumed room revenue will represent 50% of new sales taxable sales or \$2 million and that room tax at 5% will also apply this share of revenue.

## Fay Hospitality Catskills LLC Benefit/Cost Analysis

- 8) Cash flow streams from benefits and costs are net present valued using a discount rate of 1.55% ([current interest rate on the public debt](#)). Net present value figures include actual costs of abatements and other costs for the construction/start-up period (2022-2024) plus discounted values for 2025-2044, providing a reasonable period for assessing the full benefits and costs of the project.
- 9) Current ad valorem real property tax rates within the Town of Delaware, Sullivan County, are as follows:

Tax Rates		
Tax Category	Rate (Before Equalization)	% of Assessed Value
Medicaid	2.594723	0.26%
NYS Welfare Mandates	1.327000	0.13%
Other NYS Mandates	2.501036	0.25%
County Levy	2.814346	0.28%
<b>County Total</b>	<b>9.237105</b>	<b>0.92%</b>
Town to Highway	6.40914	0.64%
<b>Town Total</b>	<b>6.409140</b>	<b>0.64%</b>
<b>School Tax Rate*</b>	<b>14.990337</b>	<b>1.50%</b>
<b>Combined Total</b>	<b>30.636582</b>	<b>3.06%</b>

\* Estimated for 2022



# Fay Hospitality Catskills LLC

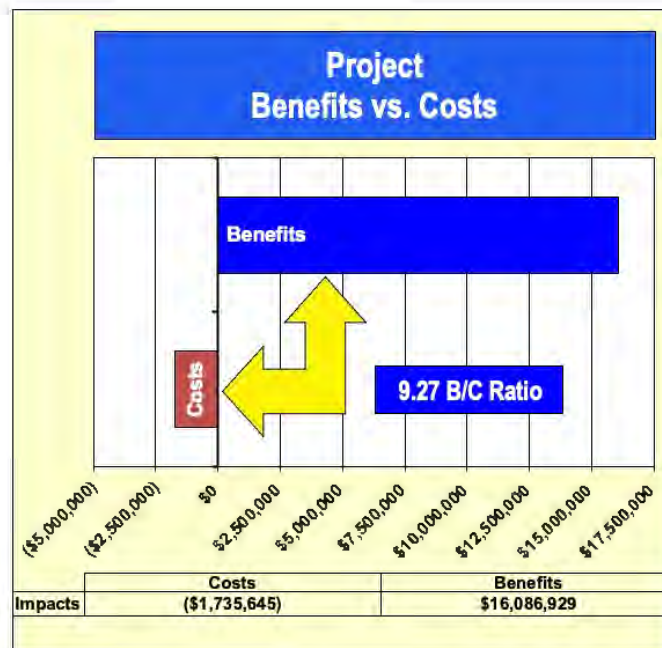
## Benefit/Cost Analysis

### Conclusion:

This project will generate estimated costs of \$1,857,801 in mortgage, real property and sales tax abatements over the period of the standard PILOT agreement. Net present valued this equates to a total cost of \$1,764,368.

The project benefits consist of real property taxes associated with improvements (\$1,986,370), construction payroll gains (\$3,200,000), sales taxes from those payroll gains (\$182,694), sales taxes from operations (\$7,058,081) and room taxes (\$2,259,505) that, altogether, at net present value, total \$14,322,561 combined over the analysis period.

This yields a positive benefit/cost ratio of 9.27. Netting out the construction payroll gains, the ratio is 6.64.



# Fay Hospitality Catskills LLC

## Benefit/Cost Analysis

Project Cost/Benefit Analysis	
<b>Costs (2022-2044)</b>	
Sales Tax Abatements (County)	\$192,000
Sales Tax Abatements (State)	\$192,000
Mortgage Tax Abatements	\$219,000
Real Property Tax Reductions Net of 485-b Benefits	\$1,254,801
<b>Sub-Total (Value of All Abatements) =</b>	<b>\$1,857,801</b>
Net Present Value of Abatements	\$1,735,645
Additional School Costs	\$0
Variable Highway & Other Municipal Costs	\$0
<b>Total Costs (Net Present Value)=</b>	<b>\$1,735,645</b>
<b>Benefits (Net Present Value, 2022-2044)</b>	
Property Taxes Related to Improvements	\$1,986,370
Sales Taxes (General - From Gains in Buying Power)	
County	\$91,347
State	\$91,347
Sales Taxes (From Operations)	
County	\$3,545,500
State	\$3,545,500
Room Taxes	\$2,259,505
<b>Sub-Total (Taxes/Charges) =</b>	<b>\$11,519,569</b>
Personal Income Gains Related to New Jobs	\$3,200,000
Personal Income Gains Related to Multiplier Effects	\$1,367,360
<b>Sub-Total (Income Gains) =</b>	<b>\$4,567,360</b>
<b>Total Benefits =</b>	<b>\$16,086,929</b>
Gross Excess Benefits Over Costs =	\$14,351,284
<b>Gross Benefits to Costs Ratio =</b>	<b>9.27</b>
<b>B/C Ratio Net of Income Gains =</b>	<b>6.64</b>

# Fay Hospitality Catskills LLC

## Benefit/Cost Analysis

Economic Analysis of Project and Requested Tax Abatement Program													
FISCAL YEAR	2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035		
DESCRIPTION	1	2	3	4	5	6	7	8	9	10	11		
Construct / Startup													
Sales Tax Abatement	\$384,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0		
Mortgage Tax Abatement	\$219,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0		
Real Property Tax Abatement	\$0	\$78,889	\$89,381	\$112,066	\$124,307	\$118,890	\$113,037	\$106,726	\$99,934	\$92,639	\$84,816		
Highway/Other Costs	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0		
School Costs	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0		
Real Property Taxes on New Property Value	\$0	\$0	\$0	\$0	\$0	\$18,291	\$37,679	\$58,214	\$79,948	\$102,933	\$127,225		
Total Real Property Taxes Without Project	\$442,598	\$455,875	\$469,552	\$498,147	\$513,092	\$528,485	\$544,339	\$560,669	\$577,489	\$594,814	\$612,658		
Total Real Property Taxes With Project	\$442,598	\$455,875	\$469,552	\$498,147	\$513,092	\$528,485	\$544,339	\$560,669	\$577,489	\$594,814	\$612,658		
Personal Income - Construction Employment	\$3,200,000	\$0	\$0	\$0	\$0	\$546,775	\$582,018	\$618,884	\$657,437	\$697,747	\$739,883		
Personal Income Benefits	\$1,367,360	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0		
Indirect Income Benefits	\$182,694	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0		
Added Sales Tax (General)	\$62,002	\$320,000	\$320,000	\$339,488	\$349,673	\$360,163	\$370,968	\$382,097	\$393,560	\$405,366	\$417,527		
Added Sales Tax (Operations)	\$0	\$103,000	\$106,090	\$109,273	\$112,551	\$115,927	\$119,405	\$122,987	\$126,677	\$130,477	\$134,392		
Room Tax													

Economic Analysis of Project and Requested Tax Abatement Program													
FISCAL YEAR	2036	2037	2038	2039	2040	2041	2042	2043	2044				
DESCRIPTION	12	13	14	15	16	17	18	19	20			Actual	NPV
Sales Tax Abatement	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0			\$384,000	\$384,000
Mortgage Tax Abatement	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0			\$219,000	\$219,000
Real Property Tax Abatement	\$65,521	\$44,991	\$23,170	\$0	\$0	\$0	\$0	\$0	\$0			\$1,254,801	\$1,132,645
Highway/Other Costs	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0			\$0	\$0
School Costs	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0			\$0	\$0
Real Property Taxes on New Property Value	\$152,882	\$179,963	\$208,533	\$238,654	\$245,814	\$253,188	\$260,784	\$268,607	\$276,665			\$2,509,378	\$1,986,370
Total Real Property Taxes Without Project	\$631,038	\$649,969	\$669,468	\$689,552	\$710,239	\$731,546	\$753,493	\$776,097	\$799,380			\$12,692,141	\$10,743,124
Total Real Property Taxes With Project	\$783,920	\$829,933	\$878,001	\$928,206	\$966,053	\$994,734	\$1,014,276	\$1,044,705	\$1,076,046			\$15,201,519	\$12,729,494
Personal Income - Construction Employment	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0			\$3,200,000	\$3,200,000
Personal Income Benefits	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0			\$1,367,360	\$1,367,360
Indirect Income Benefits	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0			\$182,694	\$182,694
Added Sales Tax (General)	\$430,053	\$442,955	\$456,243	\$469,931	\$484,029	\$498,550	\$513,506	\$528,911	\$544,779			\$8,419,400	\$7,091,000
Added Sales Tax (Operations)	\$138,423	\$142,576	\$146,853	\$151,259	\$155,797	\$160,471	\$165,285	\$170,243	\$175,351			\$2,687,037	\$2,259,505
Room Tax													

## 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 Friday, May 6, 2022 at 8:30 a.m. local time, at the Town of Delaware Municipal Building, 104 Main Street, Hortonville, New York, 12745, in connection with the following matter:

Fay Hospitality Catskills LLC ("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 the existing Villa Roma Resort and Conference Center including but not limited to (a) a resort hotel including 139 guest rooms with amenities ("Resort Hotel"); (b) an 18 hole golf course with driving range ("Golf Course"); (c) a golf clubhouse and pro shop ("Golf Clubhouse"); (d) a ski area ("Ski Area"); and (e) multiple pool areas, restaurants, a fitness center, and numerous other recreational facilities ("Related Facilities," and together with the Resort Hotel, the Golf Course, the Golf Clubhouse, and the Ski Area, the "Resort and Conference Center") situate on fourteen (14) parcels of real estate consisting of approximately 434 acres located at Villa Roma Road, County Road 164, and Polster Road, Town of Delaware ("Town"), County of Sullivan ("County"), State of New York and identified on the Town tax map as Section 5, Block 1, Lot 26.2; Section 20, Block 1, Lots 7.1, 8.2, 8.3, 9.1, 9.4, 9.6, 9.8, 9.9, 9.10, 11.3, 11.4, 12.6, and 14.2 ("Land"); (ii) acquisition, construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools ("Equipment"); (iii) construction of improvements to the Resort and Conference Center, the Land and the Equipment (collectively, the Resort and Conference Center, the Land and the Equipment are referred to as the "Project"); and (iv) lease of the Project from the Agency to the Company.

The Agency will acquire title to, or a leasehold interest in, the Project and lease the Project back to the Company. The Company will operate the Project during the term of the Lease. At the end of the lease term, 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 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 to or otherwise relevant to the proposed Financial Assistance. This public hearing will also be livestreamed on the Agency's YouTube channel: <https://www.youtube.com/channel/UCqz9C4ODb5PjZNN80oAFctQ>

Dated: April 22, 2022

By: COUNTY OF SULLIVAN INDUSTRIAL  
DEVELOPMENT AGENCY

County of Sullivan Industrial Development Agency

Name of Project: Fay Hospitality Catskills LLC

May 6, 2022 – Friday, 8:30 AM

Town of Delaware Municipal Building, 104 Main Street,  
Hortonville, Sullivan County, New York

**In attendance:**

Jennifer Flad, IDA

Julio Garaicoechea, IDA

Due to difficulty initiating the live stream, the public hearing was delayed. No members of the public appeared prior to the opening of the public hearing.

Ms. Flad opened the public hearing at approximately 8:57 AM.

No members of the public were present.

Ms. Flad closed the public hearing at approximately 9:05 AM.

May 3, 2022

Julio Garaicoechea  
Project Manager  
County of Sullivan Industrial Development Agency  
548 Broadway  
Monticello, New York 12701  
845-428-7575

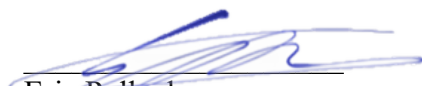
Re: Psychedelic Solar LLC Sales Tax Abatement Letter Extension Request

Mr. Garaicoechea:

Psychedelic Solar LLC requests a six (6) month extension, to November 30, 2022, for its existing Sales Tax Abatement Letter, dated May 31, 2021, currently set to expire May 31, 2022. The project construction has obtained a building permit from the Town of Bethel, has begun procurement of major equipment, and has begun construction mobilization in April 2022. Construction work is expected to complete on or before November 30, 2022, subject to weather and supply chain improvements.

Please contact me if you have any questions about the project or otherwise in connection with this request for extension. We understand that the next meeting of the Board of Directors is scheduled for May 9, 2022, and we respectfully request that this request be included in the agenda for the upcoming meeting. Thank you for your attention to this matter.

Yours truly,

  
Eric Pollock

Vice President of Psychedelic Solar LLC

## RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on May 9, 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 most recently amended on April 15, 2022.

The meeting was called to order by Chairperson Suzanne Loughlin, and, upon the 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	[       ]	[       ]
Philip Vallone	[       ]	[       ]

The following persons were also present:

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

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

Resolution No. \_\_\_\_\_ - 22

***RESOLUTION EXTENDING THE SALES TAX ABATEMENT PERIOD FOR THE PSYCHEDELIC SOLAR LLC (“COMPANY”) PROJECT FROM JUNE 1, 2022 THROUGH AND INCLUDING NOVEMBER 30, 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 or about March 4, 2020, 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: construction of an approximately 2.7 MWAC/4.3MWDC solar photovoltaic electricity generating facility that will be interconnected to the New York State Electric and Gas (“NYSEG”) electrical grid (“Project”) whereby NYSEG customers in NYSEG Load Zone E that are part of the Company’s Community Solar Program will receive such

electricity at a discounted price to the then current NYSEG price. The Project is new construction and will be comprised of (a) racking to mount the solar modules (such racking generally to be pile driven into the ground); (b) solar modules; (c) inverters and transformers to sit on a concrete inverter pad and (d) assorted electrical components and wiring. The solar array will be constructed on a 14.5 ± acre parcel of real estate which is a portion of (2) parcels of real estate consisting of approximately 59.19± acres in the aggregate located at 608-636 Old White Lake Turnpike, Town of Bethel (“Town”), County of Sullivan (“County”), State and identified on the Town tax map as Section 18, Block 1, Lots 26.1 and 25.2 (collectively, the “Solar Array”); and

**WHEREAS**, on or about December 1, 2020, the Agency and the Company entered into an 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 Agent and Project Agreement, the Agency delivered to the Company a Sales Tax Exemption Letter, which letter will expire; and

**WHEREAS**, on or about May 3, 2022, 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 June 1, 2022 through and including November 30, 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
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
Philip Vallone	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain

The resolution was thereupon duly adopted.



RGG Realty LLC  
171 E Industry Ct  
Deer Park, New York 11787  
Attn: Cono Cimino, Sole Member  
and  
Columbia Ice and Cold Storage Corporation  
2990 US Route 9  
Hudson, New York 12534  
Attn: President  
May 3, 2022

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

Dear County of Sullivan Industrial Development Agency:

Please accept this request to extend the sales tax abatement for RGG Realty's project located at 33 Plaza Dr., Village of Monticello, Town of Thompson, County of Sullivan for another 6 months.

This project continues to be to construct a 22,000 +/- square foot building on this location and includes the construction and installation of furniture, fixtures, machinery, equipment, tools, improvements to the building the land and equipment collectively.

Thank you for your consideration.

Regards,



Cono Cimino

President

## RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on May 9, 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 most recently amended on April 15, 2022.

The meeting was called to order by Chairperson Suzanne Loughlin, and, upon the 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	[       ]	[       ]
Philip Vallone	[       ]	[       ]

The following persons were also present:

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

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

Resolution No. \_\_\_\_\_ - 22

***RESOLUTION EXTENDING THE SALES TAX ABATEMENT PERIOD FOR  
RGG REALTY LLC AND COLUMBIA ICE AND COLD STORAGE  
CORPORATION (COLLECTIVELY, THE “COMPANY”) PROJECT FROM  
JUNE 1, 2022 THROUGH AND INCLUDING NOVEMBER 30, 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 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**, on or about November 17, 2020, the Agency and the Company entered into an 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 Agent and Project Agreement, the Agency delivered to the Company a Sales Tax Exemption Letter, which letter has expired; and

**WHEREAS**, on or about May 3, 2022, 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 June 1, 2022 through and including November 30, 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
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
Philip Vallone	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain

The resolution was thereupon duly adopted.