

**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 Potosek, Sullivan County Manager  
John Kiefer, IDA Chief Executive Officer  
Walter Garigliano, Esq., IDA Counsel

**FROM:** Jennifer Flad, Executive Director

**DATE:** February 9, 2023

---

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

**Date:** Monday, February 13, 2023

**Time:** 11:00 AM

**Location:** Southern Tier Title Agency, 548 Broadway, Monticello, New York 12701

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

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

**SEE REVERSE FOR AGENDA**

**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 AGENDA  
MONDAY, FEBRUARY 13, 2023**

**I. CALL TO ORDER**

**II. ROLL CALL**

**III. APPROVAL OF MEETING MINUTES**

January 9, 2023 Regular Meeting; February 7, 2023 Special Meeting

**IV. BILLS AND COMMUNICATIONS**

**V. STAFF REPORT AND QUARTERLY FINANCIAL REPORT**

**VI. NEW BUSINESS**

Resolution: Directing the Recapture of Unauthorized Sales and Use Tax Benefits From Amytra Development LLC, Eldred Entertainment, LLC, and Eldred Hospitality, LLC

Resolution: (I) Authorizing the Amendment of the PILOT Agreement Dated August 1, 2022 Between the Agency, FSH Lodge at Neversink, LLC and 7491 State Route 55 Property Co., LLC; and (II) Authorizing the Chairman, Chief Executive Officer or Executive Director of the Agency to Execute and Deliver Any and All Documents Necessary to Effectuate the Foregoing

Any and All Other Business Before the Board

**VII. PUBLIC COMMENT AND ADJOURN**

**##**

**COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY**

**548 Broadway**

**Monticello, New York 12701**

**Tel: (845) 428-7575**

**Fax: (845) 428-7577**

**TTY 711**

[www.sullivanida.com](http://www.sullivanida.com)

**MEETING MINUTES**

**Monday, January 9, 2023**

**I. CALL TO ORDER**

Chairperson Loughlin called to order the regular meeting of the County of Sullivan Industrial Development Agency at approximately 11:08 AM in the Legislative Hearing Room at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

**II. ROLL CALL**

***Members Present-***

Suzanne Loughlin  
Edward Sykes  
Howard Siegel  
Carol Roig  
Scott Smith

***Members Absent-***

Paul Guenther  
Philip Vallone (\*By telephone)  
Sean Brooks

***Staff Present-***

John Kiefer, Chief Executive Officer  
Jennifer Flad, Executive Director  
Julio Garaicoechea, Project Manager  
Bethanii Padu, Economic Development Coordinator

***Staff Absent-***

None

***Others Present-***

Walter Garigliano, Agency Counsel  
Loreen Gebelein, Sullivan County Center for Workforce Development  
Ken Walter

**III. APPROVAL OF MEETING MINUTES**

On a motion made by Mr. Sykes, and seconded by Mr. Smith, the Board approved the December 12, 2022 Regular Meeting minutes.

**IV. BILLS AND COMMUNICATIONS**

Ms. Flad presented the Board with a Schedule of Payments showing 13 payments totaling \$18,018.91. On a motion made by Mr. Siegel, and seconded by Ms. Roig, the Board voted and the Schedule of Payments was unanimously approved.

**V. STAFF ACTIVITY REPORT**

There were no questions.

**VI. NEW BUSINESS**

On a motion made by Mr. Sykes, and seconded by Ms. Roig, the Board reviewed and discussed the proposed **Amended Governance Committee Policy**. Chairperson called the motion to question, the Board voted, and the Amended Governance Committee Policy was unanimously adopted.

On a motion made by Mr. Sykes, and seconded by Ms. Roig, the Board reviewed and discussed a Rural Microentrepreneur Assistance Program Loan to **Cochecton Holdings, LLC** and **Cochecton Spirits, Inc.** Chairperson Loughlin called the motion to question, the Board voted, and the loan was unanimously approved.

On a motion made by Mr. Sykes, and seconded by Ms. Roig, the Board reviewed and discussed a resolution authorizing the execution and delivery of a mortgage to secure a loan from M1 Bank to **NY Liberty II, LLC** in the original principal amount not to exceed \$4,900,000. Chairperson Loughlin called the motion to question, the Board voted, and the resolution was unanimously approved.

On a motion made by Mr. Siegel, and seconded by Mr. Smith, the Board reviewed and discussed a resolution extending the Sales Tax Abatement Period for the **Catskill Hospitality Holding LLC** and **Catskill Hospitality Operating LLC** Project from February 1, 2023 through and including July 31, 2023. Chairperson Loughlin called the motion to question, the Board voted, and the resolution was unanimously approved.

**VII. PUBLIC COMMENT AND RECESS**

Chairperson Loughlin asked those for present for Public Comment. The Board recognized the comments of Ken Walter. On a motion made by Mr. Siegel, and seconded by Mr. Smith, the meeting was recessed at approximately 11:22 AM to the Legislative Hearing Room at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701 following the meetings of the Sullivan County Funding Corporation and The Sullivan County Infrastructure Local Development Corporation.

**VIII. RECONVENE**

Chairperson Loughlin reconvened the recessed meeting of the County of Sullivan Industrial Development Agency at approximately 11:36 AM in the Legislative Hearing Room at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

**IX. ROLL CALL**

**Members Present-**

Suzanne Loughlin  
Edward Sykes  
Howard Siegel  
Carol Roig  
Scott Smith

**Members Absent-**

Paul Guenther  
Philip Vallone (\*By telephone)  
Sean Brooks

**Staff Present-**

John Kiefer, Chief Executive Officer  
Jennifer Flad, Executive Director  
Julio Garaicoechea, Project Manager  
Bethanii Padu, Economic Development Coordinator

**Staff Absent-**

None

**Others Present-**

Walter Garigliano, Agency Counsel  
Ken Walter

**X. NEW BUSINESS**

On a motion made by Mr. Smith, and seconded by Mr. Siegel, the Board entered into Executive Session to discuss current litigation.

On a motion made by Ms. Roig, and seconded by Mr. Sykes, the Board exited Executive Session at approximately 12:07 PM.

**XI. ADJOURNMENT**

On a motion made by Ms. Roig, and seconded by Mr. Sykes, the meeting was adjourned at approximately 12:07 PM.

Respectfully submitted:  
Julio Garaicoechea, Project Manager  
##

DRAFT

**COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY**

**548 Broadway**

**Monticello, New York 12701**

**Tel: (845) 428-7575**

**Fax: (845) 428-7577**

**TTY 711**

[www.sullivanida.com](http://www.sullivanida.com)

**SPECIAL MEETING MINUTES**

**Tuesday, February 7, 2023**

**I. CALL TO ORDER**

Chairperson Loughlin called to order the special meeting of the County of Sullivan Industrial Development Agency at approximately 9:06 AM in the Legislative Committee Room at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

**II. ROLL CALL**

***Members Present-***

Suzanne Loughlin  
Edward Sykes  
Carol Roig  
Scott Smith  
Sean Brooks

***Members Absent-***

Howard Siegel  
Paul Guenther (\*By telephone)  
Philip Vallone

***Staff Present-***

John Kiefer, Chief Executive Officer  
Jennifer Flad, Executive Director  
Julio Garaicoechea, Project Manager  
Bethanii Padu, Economic Development Coordinator

***Staff Absent-***

None

***Others Present-***

Walter Garigliano, Agency Counsel  
Steven Vegliante, Project Counsel

**III. NEW BUSINESS**

On a motion made by Mr. Sykes, and seconded by Ms. Roig, the Board reviewed and discussed a proposed resolution amending resolution No. 20-22 which appointed **Fay Hospitality Catskills LLC** and Resolution No. 45-22 which extended Fay's appointment to January 31, 2023. Mr. Vegliante briefly updated the Board on the status of the project, which relates to the proposed acquisition of the Villa Roma Resort and Conference Center. There being no further discussion, Ms. Loughlin called the question, the Board voted, and the resolution was unanimously adopted.

**IV. PUBLIC COMMENT AND ADJOURNMENT**

Ms. Loughlin asked those for present for public comment. There was none. On a motion made by Mr. Smith and seconded by Ms. Roig, the meeting was adjourned at approximately 9:08 AM.

Respectfully submitted:

Jennifer Flad, Executive Director

##

**COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY**

**548 Broadway, Monticello, NY 12701**

**845-428-7575**

**SCHEDULE OF PAYMENTS: FEBRUARY 13, 2023**

<b>No.</b>	<b>Vendor</b>	<b>Description</b>	<b>Amount</b>
1	ASICS by WTM	Accounting & Payroll Services- January 2023	\$ 500.00
2	Cardmember Services	SCRFH, Inc. Insurance ( <i>pass-through</i> ); Zoom, GoDaddy, and Adobe subscriptions; AT&T Cell Phone Service; B&H Photo (local backup); Document Recording Fees ( <i>pass-through</i> ).	\$ 2,394.94
3	Callicoon Cooperative Insurance Comp.	Food Hub Policy Renewal	\$ 1,597.15
4	Charter Communications	Phone and Internet Service February 2023	\$ 279.95
5	e-Nable Business Solutions	Trend Micro Subscription Renewal	\$ 174.60
6	e-Nable Business Solutions	Professional Services 1/6/23 - 1/16/23	\$ 427.50
7	Kristt Kelly Office Systems Corp.	Printer (B.Padu)	\$ 448.00
8	Kristt Kelly Office Systems Corp.	Office Supplies	\$ 91.33
9	Walter F. Garigliano, Esq.	Sales Tax Exemption Extension Legal Fee: Catskill Hospitality Holding and Catskill Hospitality Operating ( <i>pass-through</i> )	\$ 250.00
10	Walter F. Garigliano, Esq.	February 2023 Retainer	\$ 250.00
11	Walter F. Garigliano, Esq.	Legal Fees re: Fay Hospitality ( <i>pass-through</i> )	\$ 21,000.00
12	Walter F. Garigliano, Esq.	Legal Fees re: Frito-Lay ( <i>pass-through</i> )	\$ 15,000.00
13	New Southern Tier Title Agency	Office Rent: March 2023	\$ 2,700.00
14	USDA Rural Development	RMAP Loan Payment February 2023	\$ 2,370.41
<b>TOTAL</b>			<b>\$ 47,483.88</b>

I certify that the payments listed above were audited by the Board of the IDA on February 13, 2023 and allowed in the amounts shown. You are hereby authorized and directed to pay each of the claimants in the amount opposite its name.

2/13/2023

\_\_\_\_\_  
Signature

Date

**Expenses Approved and Paid Since Last Regular Meeting (1/9/23)**

<b>No.</b>	<b>Vendor</b>	<b>Description</b>	<b>Amount</b>
1	Mike Preis, Inc	D&O policy renewal premium	\$ 3,395.00
2	FP Mailing Solution	Postage Meter Rental 1/1/23 -3/31/23	\$ 91.20
<b>TOTAL</b>			<b>\$ 3,486.20</b>

**Other Expenses and Items Paid Since Last Regular Meeting (1/9/23)—no approval required**

<b>No.</b>	<b>Vendor</b>	<b>Description</b>	<b>Amount</b>
1	Payroll Expenses	Payroll Check Dates: 1/13/23, 1/27/23, 2/10/23	\$ 31,268.49
2	FP Mailing Solutions	Postage for Postage Meter 2/1/23	\$ 200.00
3	Montreign Operating Company	Return of Duplicate Annual Lease Payment	\$ 166,250.00
<b>TOTAL</b>			<b>\$ 197,718.49</b>

**SEE REVERSE FOR PILOT DISTRIBUTION INFORMATION**

<b>Pilot Distribution #2, 2/1/23</b>	Regency Manor Senior Housing	Beaverkill Studios	Veria Lifestyle, Inc. (Infrastructure)	Veria Lifestyle, Inc. (Wellness Center)	Deb El Foods
Sullivan County	\$ 2,603.86	\$ 1,750.94	\$ 38,254.30	\$ 105,922.44	\$ 14,955.47
Town Bethel					
Town Callicoon					
Village Jeff.					
Town Cochection					
Town Delaware					
Town Fallsburg					
Village Woodridge					
Town Forestburgh					
Town Fremont					
Town Highland					
Town Liberty		\$ 1,906.96			
Town Lumberland					
Town Neversink					
Town Rockland					
Town Tusten					
Town Thompson	\$ 581.19		\$ 16,580.16	\$ 45,908.85	\$ 6,481.99
Village Monticello	\$ 6,272.48				
Eldred School					
Eldred Library					
Fallsburg School					
Fallsburg Library					
Liberty School		\$ 5,842.02			
Liberty Library		\$ 162.24			
Livingston Manor School					
Livingston Manor Library					
Monticello School	\$ 5,301.57		\$ 77,887.26	\$ 215,662.27	\$ 30,449.92
Port Jervis School					
Port Jervis Library					
Sullivan West School					
Sullivan West Library					
Tri Valley School					
Tri Valley Library					
<b>Project Totals</b>	<b>\$ 14,759.10</b>	<b>\$ 9,662.16</b>	<b>\$ 132,721.72</b>	<b>\$ 367,493.56</b>	<b>\$ 51,887.38</b>



<b><u>Pilot Distribution</u></b> <b><u>#2, 2/1/23</u></b>	BRR Brothers III	457 Equities Monticello Corp	Bethel Performing Arts Center	Catskill Hospitality Holding	Mogenavland (Bethel)
Sullivan County	\$ 4,456.67	\$ 5,882.80	\$ 14,346.82	\$ 5,786.36	\$ 18,246.86
Town Bethel			\$ 13,025.22		\$ 14,580.75
Town Callicoon					
Village Jeff.					
Town Cochection					
Town Delaware					
Town Fallsburg	\$ 5,454.74				
Village Woodridge					
Town Forestburgh					
Town Fremont					
Town Highland					
Town Liberty					
Town Lumberland					
Town Neversink					
Town Rockland					
Town Tusten					
Town Thompson		\$ 1,313.05		\$ 2,507.92	
Village Monticello		\$ 14,171.15			
Eldred School					
Eldred Library					
Fallsburg School	\$ 12,358.64				
Fallsburg Library	\$ 268.18				
Liberty School					
Liberty Library					
Livingston Manor School					
Livingston Manor Library					
Monticello School		\$ 11,977.62	\$ 31,703.35	\$ 11,781.27	\$ 37,449.70
Port Jervis School					
Port Jervis Library					
Sullivan West School			\$ 10,601.14		
Sullivan West Library					
Tri Valley School					
Tri Valley Library					
<b>Project Totals</b>	<b>\$ 22,538.23</b>	<b>\$ 33,344.62</b>	<b>\$ 69,676.53</b>	<b>\$ 20,075.55</b>	<b>\$ 70,277.31</b>

<b>Pilot Distribution #2, 2/1/23</b>	Mogenavland (Tusten)	Be Neet / Jeff Sanitation	SPT Ivey 61 Emerald MOB	EPT Concord II	Millennium Pipeline Company
Sullivan County	\$ 8,543.85	\$ 3,123.02	\$ 71,316.93	\$ 73,387.97	\$ 240,097.84
Town Bethel					\$ 7,183.15
Town Callicoon					
Village Jeff.					
Town Cochection					\$ 42,417.64
Town Delaware		\$ 2,369.89			\$ 27,523.31
Town Fallsburg					
Village Woodridge					
Town Forestburgh					\$ 13,823.50
Town Fremont					\$ 19,526.58
Town Highland					\$ 18,624.11
Town Liberty					
Town Lumberland					\$ 28,889.60
Town Neversink					
Town Rockland					
Town Tusten	\$ 5,875.26				\$ 4,073.19
Town Thompson			\$ 30,910.15	\$ 31,807.78	
Village Monticello					
Eldred School					\$ 119,897.46
Eldred Library					\$ 312.93
Fallsburg School					
Fallsburg Library					
Liberty School					
Liberty Library					
Livingston Manor School					
Livingston Manor Library					
Monticello School			\$ 145,204.09	\$ 149,420.81	\$ 10,338.06
Port Jervis School					\$ 42,516.35
Port Jervis Library					\$ 1,638.49
Sullivan West School	\$ 14,285.67	\$ 5,123.20			\$ 256,350.69
Sullivan West Library	\$ 750.25	\$ 269.06			\$ 13,462.92
Tri Valley School					
Tri Valley Library					
<b>Project Totals</b>	<b>\$ 29,455.03</b>	<b>\$ 10,885.17</b>	<b>\$ 247,431.17</b>	<b>\$ 254,616.56</b>	<b>\$ 846,675.82</b>

<b>Pilot Distribution #2, 2/1/23</b>	Veteran NY 55 Sturgis	Nonni's Foods LLC	Center One Holdings LLC	Family I & II LLC (Seminary)	Family III (Seminary Hill Suites)	Peck's Market of Jeffersonville
Sullivan County	\$ 6,429.29	\$ 3,110.67	\$ 5,526.80	\$ 1,285.59	\$ 1,833.68	\$ 5,628.87
Town Bethel						
Town Callicoon						\$ 2,903.77
Village Jeff.						\$ 2,730.90
Town Cochection						
Town Delaware				\$ 975.57	\$ 1,391.48	
Town Fallsburg			\$ 2,887.08			
Village Woodridge			\$ 7,837.06			
Town Forestburgh						
Town Fremont						
Town Highland						
Town Liberty						
Town Lumberland						
Town Neversink						
Town Rockland						
Town Tusten						
Town Thompson	\$ 1,435.03	\$ 1,290.53				
Village Monticello	\$ 15,487.60					
Eldred School						
Eldred Library						
Fallsburg School			\$ 15,326.19			
Fallsburg Library			\$ 332.58			
Liberty School		\$ 10,152.79				
Liberty Library		\$ 281.94				
Livingston Manor School						
Livingston Manor Library						
Monticello School	\$ 13,090.29					
Port Jervis School						
Port Jervis Library						
Sullivan West School				\$ 2,108.97	\$ 3,008.09	\$ 9,329.40
Sullivan West Library				\$ 110.76	\$ 157.98	\$ 489.96
Tri Valley School						
Tri Valley Library						
<b>Project Totals</b>	<b>\$ 36,442.21</b>	<b>\$ 14,835.93</b>	<b>\$ 31,909.71</b>	<b>\$ 4,480.89</b>	<b>\$ 6,391.23</b>	<b>\$ 21,082.90</b>

<b>Pilot Distribution #2, 2/1/23</b>	West Delaware Hydro	Rock Meadow Partners	Yasgur Road Productions	International Contractors Corporation	Theowins LLC
Sullivan County	\$ 39,516.98	\$ 2,539.93	\$ 1,186.32	\$ 1,753.97	\$ 2,992.84
Town Bethel			\$ 947.97	\$ 1,401.57	
Town Callicoon					
Village Jeff.					
Town Cochection					
Town Delaware					
Town Fallsburg					
Village Woodridge					
Town Forestburgh					
Town Fremont					
Town Highland					
Town Liberty					
Town Lumberland					
Town Neversink	\$ 27,093.35				
Town Rockland					\$ 2,674.03
Town Tusten		\$ 1,746.62			
Town Thompson					
Village Monticello					
Eldred School					
Eldred Library					
Fallsburg School					
Fallsburg Library					
Liberty School				\$ 5,928.25	
Liberty Library				\$ 164.63	
Livingston Manor School					\$ 6,527.45
Livingston Manor Library					\$ 129.05
Monticello School					
Port Jervis School					
Port Jervis Library					
Sullivan West School		\$ 4,246.89	\$ 1,986.17		
Sullivan West Library		\$ 223.04	\$ 104.31		
Tri Valley School	\$ 94,609.46				
Tri Valley Library	\$1,980.21				
<b>Project Totals</b>	<b>\$ 163,200.00</b>	<b>\$ 8,756.48</b>	<b>\$ 4,224.77</b>	<b>\$ 9,248.42</b>	<b>\$ 12,323.37</b>

<b>Pilot Distribution #2, 2/1/23</b>	Dimifini- Fallsburg (Rolling V)	Operating Company/ Monticello	Empire Resorts Real Estate I, LLC.	Empire Resorts Real Estate II, LLC.	Metallized Carbon Corporation
Sullivan County	\$ 3,780.21	\$ 457,656.58	\$ 30,860.61	\$ 13,629.32	\$ 1,961.14
Town Bethel					
Town Callicoon					
Village Jeff.					
Town Cochection					
Town Delaware					
Town Fallsburg	\$ 4,626.78				\$ 2,400.33
Village Woodridge					
Town Forestburgh					
Town Fremont					
Town Highland					
Town Liberty					
Town Lumberland					
Town Neversink					
Town Rockland					
Town Tusten					
Town Thompson		\$ 198,357.31	\$ 13,375.59	\$ 5,907.21	
Village Monticello					
Eldred School					
Eldred Library					
Fallsburg School	\$ 10,482.77				
Fallsburg Library	\$ 227.48				
Liberty School					
Liberty Library					
Livingston Manor School					
Livingston Manor Library					
Monticello School		\$ 931,806.85	\$ 62,833.42	\$ 27,749.83	\$ 4,032.23
Port Jervis School					
Port Jervis Library					
Sullivan West School					
Sullivan West Library					
Tri Valley School					
Tri Valley Library					
<b>Project Totals</b>	<b>\$ 19,117.24</b>	<b>\$ 1,587,820.74</b>	<b>\$ 107,069.62</b>	<b>\$ 47,286.36</b>	<b>\$ 8,393.70</b>

<b><u>Pilot Distribution</u></b> <b><u>#2, 2/1/23</u></b>	Pestech Exterminating	Taxing Jurisdiction Totals
Sullivan County	\$ 2,712.34	\$ 1,191,081.27
Town Bethel		\$ 37,138.66
Town Callicoon		\$ 2,903.77
Village Jeff.		\$ 2,730.90
Town Cochection		\$ 42,417.64
Town Delaware		\$ 32,260.25
Town Fallsburg		\$ 15,368.93
Village Woodridge		\$ 7,837.06
Town Forestburgh		\$ 13,823.50
Town Fremont		\$ 19,526.58
Town Highland		\$ 18,624.11
Town Liberty	\$ 2,954.03	\$ 4,860.99
Town Lumberland		\$ 28,889.60
Town Neversink		\$ 27,093.35
Town Rockland		\$ 2,674.03
Town Tusten		\$ 11,695.07
Town Thompson		\$ 356,456.76
Village Monticello		\$ 35,931.23
Eldred School		\$ 119,897.46
Eldred Library		\$ 312.93
Fallsburg School		\$ 38,167.60
Fallsburg Library		\$ 828.24
Liberty School	\$ 9,049.72	\$ 30,972.78
Liberty Library	\$ 251.32	\$ 860.13
Livingston Manor School		\$ 6,527.45
Livingston Manor Library		\$ 129.05
Monticello School		\$ 1,766,688.54
Port Jervis School		\$ 42,516.35
Port Jervis Library		\$ 1,638.49
Sullivan West School		\$ 307,040.22
Sullivan West Library		\$ 15,568.28
Tri Valley School		\$ 94,609.46
Tri Valley Library		\$ 1,980.21
<b>Project Totals</b>	<b>\$ 14,967.41</b>	<b>\$ 4,279,050.89</b>

**ACTIVITY REPORT – JANUARY 2023**  
**COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY (IDA), SULLIVAN COUNTY**  
**FUNDING CORPORATION (SCFC), THE SULLIVAN COUNTY INFRASTRUCTURE LOCAL**  
**DEVELOPMENT CORPORATION (TSCILDC)**

February 8, 2023

The IDA Board held its regular monthly meeting on January 9<sup>th</sup>. At the meeting, the Board adopted an amended **Governance Committee Policy**, at the recommendation of the Governance Committee. The Board also approved a Rural Microentrepreneur Assistance Program loan to **Cochecton Holdings, LLC and Cochecton Spirits, Inc.** The purpose of this \$45,000 loan is to help finance the purchase of a fast-charging electric vehicle station at the borrower’s liquor store in Cochecton. Next, the Board adopted a resolution authorizing a mortgage to secure a loan to **NY Liberty II LLC**, to help finance this community distributed generation solar electric facility located along Harris Road in the Town of Liberty. Last, the Board authorized an extension of the sales tax abatement period for the **Catskill Hospitality Holding LLC and Catskill Hospitality Operating LLC** project, relating to the Hampton Inn off Route 42 in the Town of Thompson. The hotel is open but some equipment and fixtures remain to be purchased.

The Sullivan County Funding Corp. Board also met on January 9<sup>th</sup>, at which time the Board adopted a resolution authorizing a contract for community and economic development services with **Sullivan Catskills Regional Food Hub, Inc.** (SCRFH). Through this agreement, SCRFH will develop a farm-to-school program and an employer-based community supported agriculture program, and will work with A Single Bite, an existing not-for profit organization focused on feeding families and educating students about healthy food choices, to increase A Single Bite’s distribution opportunities and educational impact. SCFC will pay SCRFH for this work according to a five-year payment schedule. At the January 9<sup>th</sup> meeting the SCFC Board also adopted an amended **Governance Committee Policy**.

The Sullivan County Infrastructure Local Infrastructure Development Corporation (TSCILDC) Board met on January 9<sup>th</sup>, to adopt its amended **Governance Committee Policy**.

The IDA Board held a special meeting on February 7<sup>th</sup>, at which time the Board adopted a resolution amending prior resolutions relating to the **Fay Hospitality Catskills LLC** project. This project involves the proposed acquisition of the Villa Roma Resort and Conference Center in the Town of Delaware. It is anticipated that the transaction will close in mid-February.

IDA staff made the second 2023 Payment in Lieu of Tax (PILOT) distribution to the taxing jurisdictions on February 1<sup>st</sup>, in the approximate amount of \$4,279,000. We will continue to collect and distribute PILOTs in the coming weeks. We are also working to gather information for the 2022 internal audits of IDA, SCFC, and TSCILDC.

In coordination with the Sullivan County Chamber of Commerce, IDA staff presented loan and tax abatement programs to students of the Entrepreneurial Training Program along with the Sullivan County Partnership for Economic Development, the Sullivan County Division of Planning, and Jeff Bank.

##

**County of Sullivan IDA Balance Sheet Quarterly Report**

ASSETS	12/31/2021	3/31/2022	6/30/2022	9/30/2022	12/31/2022
Current Assets					
Cash & Cash Equivalents	\$ 6,323,831.00	\$ 6,575,976.00	\$ 6,816,642.00	\$ 6,755,656.00	\$ 6,938,520.00
Revolving Loan & Lease Funds	\$ 1,007,227.00	\$ 1,157,405.00	\$ 975,320.00	\$ 971,322.00	\$ 986,169.00
Accounts Receivable	\$ 17,182.00	\$ 25,115.00	\$ 57,193.00	\$ 38,938.00	\$ 7,360.00
Prepaid Expenses	\$ 2,700.00	\$ 2,700.00	\$ 2,700.00	\$ 2,700.00	\$ 2,700.00
Notes Receivable- Current	\$ 39,170.00	\$ 35,130.00	\$ 39,450.00	\$ 36,149.00	\$ 33,667.00
<b>Total Current Assets</b>	<b>\$ 7,390,110.00</b>	<b>\$ 7,796,326.00</b>	<b>\$ 7,891,305.00</b>	<b>\$ 7,804,765.00</b>	<b>\$ 7,968,416.00</b>
Non Current Assets					
Notes Receivable	\$ 54,035.00	\$ 43,914.00	\$ 135,235.00	\$ 165,888.00	\$ 182,425.00
Capital Assets	\$ 3,014,928.00	\$ 3,032,258.00	\$ 3,037,848.00	\$ 3,045,812.00	\$ 2,855,653.00
<b>Total Non Current Assets</b>	<b>\$ 3,068,963.00</b>	<b>\$ 3,076,172.00</b>	<b>\$ 3,173,083.00</b>	<b>\$ 3,211,700.00</b>	<b>\$ 3,038,078.00</b>
<b>TOTAL ASSETS</b>	<b>\$ 10,459,073.00</b>	<b>\$ 10,872,498.00</b>	<b>\$ 11,064,388.00</b>	<b>\$ 11,016,465.00</b>	<b>\$ 11,006,494.00</b>
LIABILITIES					
Current Liabilities					
Accounts Payable	\$ 18,924.00	\$ 43,173.00	\$ 24,035.00	\$ 12,642.00	\$ 4,130.00
Accrued Payroll	\$ 4,109.00	\$ (155.00)	\$ 527.00	\$ (155.00)	\$ -
Unearned Revenue (Proj. Annual Lease Pmts)	\$ 195,750.00	\$ -	\$ -	\$ -	\$ 189,667.00
Current Portion of Note Payable	\$ 23,356.00	\$ 23,473.00	\$ 23,590.00	\$ 23,708.00	\$ 23,827.00
<b>Total Current Liabilities</b>	<b>\$ 242,139.00</b>	<b>\$ 66,491.00</b>	<b>\$ 48,152.00</b>	<b>\$ 36,195.00</b>	<b>\$ 217,624.00</b>
Non Current Liabilities					
Note Payable	\$ 242,406.00	\$ 237,448.00	\$ 229,926.00	\$ 223,816.00	\$ 217,952.00
<b>TOTAL LIABILITIES</b>	<b>\$ 484,545.00</b>	<b>\$ 303,939.00</b>	<b>\$ 278,078.00</b>	<b>\$ 260,011.00</b>	<b>\$ 435,576.00</b>
<b>TOTAL NET POSITION</b>	<b>\$ 9,974,528.00</b>	<b>\$ 10,568,559.00</b>	<b>\$ 10,786,310.00</b>	<b>\$ 10,756,454.00</b>	<b>\$ 10,570,918.00</b>

The above balance sheet does not include sales tax escrows, project escrows, or PILOT escrows, which are shown below.

	12/31/2021	3/31/2022	6/30/2022	9/30/2022	12/31/2022
Sales Tax Escrow Funds	\$ 261,612.00	\$ 254,657.00	\$ 243,176.00	\$ 237,547.00	\$ 241,458.00
PILOT Escrow Funds	\$ 350,266.00	\$ 103,523.00	\$ 158,948.00	\$ 226,152.00	\$ 621,243.00
<u>Project Escrow Funds</u>	<u>\$ 63,077.00</u>	<u>\$ 73,077.00</u>	<u>\$ 83,077.00</u>	<u>\$ 93,077.00</u>	<u>\$ 63,078.00</u>
Total Escrow Funds Held by IDA:	\$ 674,955.00	\$ 431,257.00	\$ 485,201.00	\$ 556,776.00	\$ 925,779.00

2/3/2023  
accrual basis



## County of Sullivan Industrial Development Agency Profit & Loss Budget vs. Actual

	2022				2022 Yr End	2022 Budget	% of Budget
	Jan-Mar 2022	Apr-Jun 2022	Jul-Sep 2022	Oct-Dec 2022			
<b>Ordinary Income/Expense</b>							
<b>Income</b>							
4000 · Project Fees (one time)	\$ 65,391.00	\$ 395,014.00	\$ 29,168.00	\$ 60,137.00	\$ 549,710.00	\$ 50,000.00	1099.42%
4002 · Agency Annual Fees	\$ 510,567.00	\$ 1,000.00		\$ 11,583.00	\$ 523,150.00	\$ 509,067.00	102.77%
4003 · Application Fees	\$ 750.00	\$ 1,000.00	\$ 1,000.00	\$ 250.00	\$ 3,000.00	\$ 2,000.00	150.00%
4004 · Interest Income-Bank & CD	\$ 850.00	\$ 853.00	\$ 912.00	\$ 917.00	\$ 3,532.00	\$ 4,500.00	78.49%
4005 · Interest Income- Loans	\$ 864.00	\$ 1,203.00	\$ 1,911.00	\$ 1,319.00	\$ 5,297.00	\$ 1,850.00	286.32%
4006 · Late Fee & Misc. Income	\$ 55.00	\$ 20.00	\$ -	\$ 1,049.00	\$ 1,124.00	\$ 500.00	224.80%
4011 · Rental Income- Food Hub Bldg	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	0.00%
4013 · Farm Assistance RLF	\$ 39,225.00	\$ 31,463.00	\$ 31,996.00	\$ 24,500.00	\$ 127,184.00	\$ 151,900.00	83.73%
4022 · SCFC Mgt & Admin Svcs	\$ 5,000.00	\$ 5,000.00	\$ 5,000.00	\$ 5,000.00	\$ 20,000.00	\$ 20,000.00	100.00%
4023 TSCILDC Mgt & Admin Svcs	\$ -	\$ -	\$ -	\$ 12,000.00	\$ 12,000.00	\$ 12,000.00	100.00%
Anticipated New Agency Fees	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,000.00	0.00%
<b>Total Income</b>	<b>\$ 622,702.00</b>	<b>\$ 435,553.00</b>	<b>\$ 69,987.00</b>	<b>\$ 116,755.00</b>	<b>\$ 1,244,997.00</b>	<b>\$ 756,817.00</b>	<b>164.50%</b>
<b>Gross Profit</b>	<b>\$ 622,702.00</b>	<b>\$ 435,553.00</b>	<b>\$ 69,987.00</b>	<b>\$ 116,755.00</b>	<b>\$ 1,244,997.00</b>	<b>\$ 756,817.00</b>	<b>164.50%</b>
<b>Expense</b>							
6000 · Personnel **	\$ 50,670.00	\$ 54,602.00	\$ 63,667.00	\$ 61,798.00	\$ 230,737.00	\$ 267,000.00	86.42%
6001 · Promotion (SC Partnership)	\$ -	\$ 25,000.00	\$ 25,000.00	\$ 25,000.00	\$ 75,000.00	\$ 75,000.00	100.00%
6002 · Subscriptions	\$ 1,202.00	\$ 635.00	\$ 684.00	\$ 678.00	\$ 3,199.00	\$ 5,000.00	63.98%
6003 · Office Supplies & Misc. Exp.	\$ 1,804.00	\$ 2,719.00	\$ 698.00	\$ 1,177.00	\$ 6,398.00	\$ 15,000.00	42.65%
6003.1 · Non Reimb. Legal Fees	\$ 750.00	\$ 23,737.00	\$ 750.00	\$ 4,156.00	\$ 29,393.00	\$ 60,000.00	48.99%
6003.2 · Non Reimb. Accounting	\$ -	\$ 9,200.00	\$ 6,348.00	\$ 6,348.00	\$ 21,896.00	\$ 9,200.00	238.00%
6003.3 · Non Reimb. Consulting	\$ -	\$ 2,060.00	\$ 938.00	\$ 650.00	\$ 3,648.00	\$ 5,000.00	72.96%
6007 · Rent Expense	\$ 8,100.00	\$ 8,100.00	\$ 8,100.00	\$ 8,100.00	\$ 32,400.00	\$ 32,400.00	100.00%
6008 · Telephone/Fax/Computer	\$ 1,081.00	\$ 1,296.00	\$ 1,121.00	\$ 1,114.00	\$ 4,612.00	\$ 3,000.00	153.73%
6009 · Insurance	\$ 6,273.00	\$ -	\$ 8,396.00	\$ -	\$ 14,669.00	\$ 15,000.00	97.79%
6010 · Postage	\$ 1,062.00	\$ 237.00	\$ 291.00	\$ 266.00	\$ 1,856.00	\$ 2,000.00	92.80%
6012.3 · Conferences & Seminars	\$ 145.00	\$ 150.00	\$ -	\$ -	\$ 295.00	\$ 2,000.00	14.75%
6035 Travel Expenses	\$ 16.00	\$ 209.00	\$ -	\$ -	\$ 225.00	\$ 2,500.00	9.00%
6012.4 · Storage	\$ -	\$ -	\$ 2,754.00	\$ -	\$ 2,754.00	\$ 2,400.00	114.75%
Equipment Purchases- In House	\$ 4,064.00	\$ -	\$ -	\$ -	\$ 4,064.00	\$ 1,000.00	406.40%
6011 Repairs & Maintenance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 250.00	0.00%
6012.6 · Dues	\$ 6,600.00	\$ -	\$ -	\$ -	\$ 6,600.00	\$ 6,650.00	99.25%
6017 · Advertising	\$ 57.00	\$ -	\$ 1,201.00	\$ 435.00	\$ 1,693.00	\$ 500.00	338.60%
6012.5 Credit Reports	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 250.00	0.00%
6040 Expense Reserve	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,000.00	0.00%
6019 · Ret'd Ck/Svc Chrg	\$ 50.00	\$ 65.00	\$ -	\$ 65.00	\$ 180.00	\$ -	n/a
<b>Total Expense</b>	<b>\$ 81,874.00</b>	<b>\$ 128,010.00</b>	<b>\$ 119,948.00</b>	<b>\$ 109,787.00</b>	<b>\$ 439,619.00</b>	<b>\$ 507,150.00</b>	<b>86.68%</b>
<b>Net Ordinary Income</b>	<b>\$ 540,828.00</b>	<b>\$ 307,543.00</b>	<b>\$ (49,961.00)</b>	<b>\$ 6,968.00</b>	<b>\$ 805,378.00</b>	<b>\$ 249,667.00</b>	
<b>Net Income</b>	<b>\$ 540,828.00</b>	<b>\$ 307,543.00</b>	<b>\$ (49,961.00)</b>	<b>\$ 6,968.00</b>	<b>\$ 805,378.00</b>	<b>\$ 249,667.00</b>	

*print date 2/3/23*

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on February 13, 2023, at 11:00 a.m. local time at 548 Broadway, Monticello, New York 12701.

The meeting was called to order by Vice Chairman Edward T. Sykes, 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
- Bethanii Padu, Economic Development Coordinator
- Walter F. Garigliano, Agency General Counsel

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

Resolution No. \_\_ - 23

*RESOLUTION DIRECTING THE RECAPTURE OF UNAUTHORIZED SALES AND USE TAX BENEFITS FROM AMYTRA DEVELOPMENT LLC (“AMYTRA”), ELDRED ENTERTAINMENT LLC (“ELDRED ENTERTAINMENT”) AND ELDRED HOSPITALITY LLC (“ELDRED HOSPITALITY” AND TOGETHER WITH AMYTRA AND ELDRED ENTERTAINMENT, COLLECTIVELY THE “COMPANY”)*

*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 19, 2018, the Company presented an application (“Application”) to the Agency, a copy of which is on file at the office of the Agency, requesting that the Agency consider undertaking a project consisting of the: (i) reconstruction, renovation, rehabilitation, installation and equipping of a former restaurant and motel facility to include (a) approximately 3,064 square foot area of event space (“Event Space”); (b) approximately 10,629 square foot of restaurant space (“Restaurant”); (c) approximately 6,953 square foot of office space (“Office”); and (d) approximately 29,536 square foot of accommodation space (“Inn” together with Event Space, Restaurant collectively the, “Building”) situate on one (1) parcel of real estate consisting of approximately 37.93 acres located at 1040 Route 55, Town of Highland (“Town”), Highland, County of Sullivan (“County”), State of New York and identified on the Town tax map as Section 4, Block 1, Lot 3.1 (“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*, since the proposed financial assistance exceeds the sum of \$100,000.00 a public hearing on due notice was held on April 16, 2018 at 9:00 a.m., local time, at the Town of Highland Town Hall, 4 Proctor Road, Eldred, County, State of New York at which hearing comments relating to the proposed financial assistance were solicited; and

*WHEREAS*, by resolution, dated April 20, 2018, the Agency authorized the Company to act as its agent for the purposes of reconstructing, renovating, rehabilitating, installing and equipping the Facility and conferred on the Company certain financial assistance consisting of: (a) an exemption from all State and local sales and use tax for the purchases and rentals related to the Project with respect to the qualifying personal property included in or incorporated into the Facility or used in the reconstruction, renovation, rehabilitation, installation or equipping of the Facility, (b) an exemption from mortgage recording tax, and (c) a partial abatement from real property taxes conferred through a certain payment in lieu of tax agreement requiring the Company to make payments in lieu of taxes for the benefit of each municipality and school district having taxing jurisdiction over the Project, (collectively, the sales and use tax exemption, the mortgage recording tax exemption, and the partial abatement from real property taxes, are hereinafter collectively referred to as the “Financial Assistance”). Provision of Financial Assistance is subject to the Company entering into this Agreement; and

*WHEREAS*, on April 20, 2018, the Agency and the Company entered into an Agent and Project Agreement pursuant to which the Agency designated the Company its agent (“Agent Agreement”); and

*WHEREAS*, by letter, dated November 6, 2019, the Company notified the Agency of an increase in the estimated cost of the Project to \$30,000,000 and requested the Agency increase the otherwise taxable authorized purchases to \$18,000,000, which would result in an increase in the sales tax exemption to \$1,440,000; and

*WHEREAS*, by its November 6, 2019, letter, the Company notified the Agency that two (2) acres of an adjoining parcel depicted on the Town of Highland tax map as 4-1-2 would be added to the Land for the purpose of including additional recreational amenities for the Project; and

*WHEREAS*, on November 18, 2019, the Agency by Resolution # 52-19 approved the increase of authorized purchases and addition of the two- (2) acre recreational site to the Project for purposes of the Agent Agreement, only; and

*WHEREAS*, effective November 18, 2019, the Agency and Company entered into the Amended and Restated Agent and Project Agreement to increase the Financial Assistance to the Company in the form of additional sales and use tax exemption for the Project and to amend the Project description to include the two-(2) acre recreational site to the Agent Agreement, only; and

*WHEREAS*, by letter dated February 3, 2021, the Company notified the Agency of an estimated cost of the Project to \$35,000,000 and requested the Agency increase the otherwise taxable purchases to \$21,000,000, which would result in an increase in the sales tax exemption to \$1,680,000; and

*WHEREAS*, on March 8, 2021, the Agency by Resolution # 08-21 approved the increase of authorized purchases; and

*WHEREAS*, on March 8, 2021, the Agency and the Company entered into a Second Amended and Restated Agent and Project Agreement for the purposes of, among other things, to govern administration of and provide assurances with respect to the provision and recapture of Financial Assistance; and

*WHEREAS*, the Company has submitted Monthly Purchase Reports to the Agency indicating the taxable purchases made without payment of sales tax, and has submitted annual ST-340 Forms to the New York State Department of Taxation and Finance, indicating the total sales and use tax exemptions claimed; and

*WHEREAS*, during a review of these documents, the Agency became aware that the Company made purchases following the termination of the sales tax exemption period on October 31, 2022; and

*WHEREAS*, as contemplated by Section 874 (10)-(12) of the General Municipal Law (“GML”), the Agency established a Project Recapture and Termination Policy which requires the recapture of financial assistance including sales and use tax exemption amounts not authorized by the Agency; and

*WHEREAS*, in accordance with Section 875(3) of the GML, if the Agency determines sales and use tax exemptions claimed by the Company were not authorized by the Agency, then the Agency shall recapture such sales and use tax benefits from the Company; and

*WHEREAS*, Tax Bulletin ST-385 (TB-ST-385) sets forth the procedure to be followed in the event the Agency must recapture unauthorized sales and use tax exemption benefits claimed.

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

Section 1. The Agency hereby makes the following findings:

- A. The Company made purchases during the month of November 2022 without payment of sales tax, after the sales tax exemption period ended on October 31, 2022; and
- B. The total value of the sales and use tax exemption benefits claimed by the Company during the month of November 2022 was in the amount of \$986.89.

Section 2. The Executive Director of the Agency is hereby authorized and directed to recapture the amount of sales and use tax exemption benefits claimed by the Company and not authorized by the Agency, which amount is \$986.89.

Section 3. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 4. These resolutions shall take effect immediately

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

Suzanne Loughlin	<input 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 Agency with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.
2. Such resolution was passed at a meeting of the Agency duly convened in public session on February 13, 2023 at 11:00 a.m. at 548 Broadway, Village of Monticello, Sullivan County, New York, at which the following members were present:

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[ ]	[ ]
Edward T. Sykes	[ ]	[ ]
Carol Roig	[ ]	[ ]
Howard Siegel	[ ]	[ ]
Scott Smith	[ ]	[ ]
Paul Guenther	[ ]	[ ]
Sean Brooks	[ ]	[ ]
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 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections 103(a) and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

*IN WITNESS WHEREOF*, I have hereunto set my hand and seal on the 13<sup>th</sup> day of February, 2023.

---

Carol Roig, Secretary

**RESOLUTION**

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on February 13, 2023 at 11:00 a.m. local time at 548 Broadway, Monticello, New York 12701.

The meeting was called to order by Vice Chairman Edward T. Sykes, 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
- Bethanii Padu, Economic Development Coordinator
- Walter F. Garigliano, General Counsel
- William A. Frank, Special Transaction Counsel (Via Video Conference)

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

Resolution No. \_\_ - 23

***RESOLUTION OF THE AGENCY: I) AUTHORIZING THE AMENDMENT OF THE PILOT AGREEMENT DATED AUGUST 1, 2022 BETWEEN THE AGENCY, FSH LODGE AT NEVERSINK, LLC AND 7491 STATE ROUTE 55 PROPERTY CO., LLC (COLLECTIVELY, THE “COMPANY”); AND (II) AUTHORIZING THE CHAIRMAN, CHIEF EXECUTIVE OFFICER OR EXECUTIVE DIRECTOR OF THE AGENCY TO EXECUTE AND DELIVER ANY AND ALL DOCUMENTS NECESSARY TO EFFECTUATE THE FOREGOING***

***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 11, 2022, by duly adopted Resolution No. 15-22, the Agency approved the application of the Company whereby the Agency agreed to undertake a project consisting of the: (i) acquisition, construction, reconstruction, renovation, rehabilitation, installation and equipping of nine (9) existing buildings aggregating approximately 30,000 +/- square feet, intended to be used as a wellness retreat including thirty-four (34) guest rooms, spa, restaurant and related amenities (“Buildings”) situate on two (2) parcels of real estate consisting of approximately 229.5+/- acres located at 7491 State Route 55 and Seeman Road, Town of Neversink (“Town”), County of Sullivan (“County”), State of New York and identified on the Town tax map as Section 30, Block 1, Lots 39.1 and 39.3 (“Land”); (ii) acquisition, construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools (“Equipment”); (iii) construction of improvements to the Buildings, the Land and the Equipment (collectively, the Buildings, the Land and the Equipment are referred to as the “Project”); and (iv) lease of the Project from the Agency to the Company; and

**WHEREAS**, pursuant to Resolution No. 15-22, the Agency (i) designated the Company as its agent for the purpose of reconstructing, renovating, rehabilitating, installing and equipping the Project; (ii) negotiated and entered into an Agent and Project Agreement dated as of August 1, 2022; (iii) authorized the negotiation and entry into the Lease, the Leaseback and the PILOT Agreement with the Company (collectively with the Agent and Project Agreement, the “Transaction Documents”); (iv) agreed to hold a leasehold interest in the Land, the improvements and personal property thereon which constitute the Project; and (v) agreed to provide financial assistance to the Company in the form of (a) sales tax exemption for purchases related to the reconstruction, renovation, rehabilitation, installation and equipping of the Project; (b) a real property tax abatement on increased value resulting from improvements to the Land through the PILOT Agreement, which Agreement shall include language permitting the Company to seek enhanced benefits, in accordance with the Agency’s recently amended Tourism Industry Program in the event that the Company or any entity acting on the Company’s behalf, applies to the appropriate governmental authorities and receives all necessary approvals to construct market rate workforce housing at a location at or within twenty-five (25) miles of the Project site, with said location to be determined at a future date, and such market rate workforce housing is actually constructed; and (c) a mortgage tax exemption for financing related to the Project; and

**WHEREAS**, subsequent to the adoption of Agency Resolution No. 15-22, it was determined that certain language securing the Company’s obligation to make annual payments pursuant to the PILOT Agreement was inadvertently omitted from said Agreement; and

**WHEREAS**, the Company has acknowledged the need to post security for its payment obligations under the PILOT Agreement and is willing to enter into an amendment to said Agreement; and

**WHEREAS**, given the overall benefits of the Project as set forth in the findings section of Resolution No. 15-22, the Agency has determined that it is in the public interest to authorize the

amendment of the PILOT Agreement to include appropriate language securing the Company's annual payment obligations,

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

Section 1. Agency Resolution No. 15-22, which was duly adopted on April 11, 2022 shall be deemed to be amended to approve the application for Agency benefits with the PILOT Agreement being amended as set forth herein, and the remainder of said Resolution shall remain as originally adopted and amended by Agency Resolution No. 30-22 related to Project financing.

Section 2. The PILOT Agreement dated as of August 1, 2022 shall be amended by adding a new Paragraph 20 stating as follows:

“20. Security for Company's Obligation. The Company shall procure, for the benefit of the Agency, an irrevocable, unconditional letter of credit in form and substance acceptable to the Agency and its counsel to secure the performance by the Company of its financial obligations under this PILOT Agreement for all PILOT Payment dates from Year 1 (as provided in ¶ 3) through Year 15. On or before February 1, 2024 and on each February 1 thereafter that this PILOT Agreement is in effect, the Company shall deliver to the Agency a letter of credit in an amount of not less than 110% of the PILOT Payment which is due as of such date. The letter of credit shall not expire prior to February 28 of the following year and shall provide for automatic renewal unless the Agency is notified that said letter of credit is not being renewed at least sixty (60) days in advance of the expiration date in effect.”

Section 3. The Chairperson, Chief Executive Officer or Executive Director of the Agency, each acting individually, are hereby authorized, on behalf of the Agency, to execute and deliver an amendment to the PILOT Agreement reflecting the additional language set forth in Section 2 of this Resolution, subject to review of the form and content of said documents by Special Transaction Counsel.

Section 4. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such documents and do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing 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 5. 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 6. The Executive Director, Chief Executive Officer or Counsel to the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company; and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 7. A copy of this resolution, together with the attachments thereto, shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

Section 9. 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 in public session on February 13, 2023 at 11:00 a.m. at 548 Broadway, Monticello, Sullivan County, New York, at which the following members were present:

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[    ]	[    ]
Edward T. Sykes	[    ]	[    ]
Carol Roig	[    ]	[    ]
Howard Siegel	[    ]	[    ]
Scott Smith	[    ]	[    ]
Paul Guenther	[    ]	[    ]
Sean Brooks	[    ]	[    ]
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 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections 103(a) and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

***IN WITNESS WHEREOF***, I have hereunto set my hand and seal on the 13<sup>th</sup> day of February, 2023.

---

Carol Roig, Secretary