

**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:** March 8, 2023

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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, March 13, 2023  
**Time:** 11:00 AM  
**Location:** Legislative Committee Room, Sullivan County Government Center, 100 North Street, Monticello, New York 12701

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

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

**SEE REVERSE FOR AGENDA**

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**AMENDED MEETING AGENDA  
MONDAY, MARCH 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: Authorizing the Agency to Provide Funding to the Partnership for Economic development in Sullivan County, Inc. for the First Quarter of 2023

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

Resolution: Authorizing an Amendment of the Adelaar Developer, LLC Payment in Lieu of Taxation Agreement to Authorize Acceptance of a Guaranty from EPR Properties as Financial Security for the 2024 PILOT Payment

Resolution: Extending the Sales Tax Abatement Period for the Doetsch Family III LLC Project From April 1, 2023 Through and Including September 30, 2023

Resolution: Extending the Sales Tax Abatement Period for the Empire Resorts Real Estate I, LLC Project From April 1, 2023 Through and Including September 30, 2023

Resolution: Extending the Sales Tax Abatement Period for the Empire Resorts Real Estate II, LLC Project From April 1, 2023 Through and Including September 30, 2023

Discussion and Approval: Agency Procurement Policy, Investment Policy, and Disposition of Real Property Guidelines

Discussion and Approval: Agency Mission Statement and Performance Measurements

Discussion: Board Member Self-Evaluation (in closed session if desired)

Executive Session: Discussion Regarding Current Litigation

Any and All Other Business Before the Board

**VII. PUBLIC COMMENT AND ADJOURN**

##

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**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

##

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**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: March 13, 2023			
No.	Vendor	Description	Amount
1	Deborah Nola	Accounting & Payroll Services- February 2023	\$ 500.00
2	Cardmember Services	Times Herald Record, Zoom, Adobe, Document Recording Fees ( <i>pass-through</i> ).	\$ 868.00
3	Charter Communications	Phone and Internet Service March 2023	\$ 279.95
4	Bluestein, Shapiro, Frank & Barone	Hudsut,HVFG (January 2023) ( <i>pass through</i> )	\$ 375.00
5	Bluestein, Shapiro, Frank & Barone	Audit confirmation (IDA)	\$ 125.00
6	Bluestein, Shapiro, Frank & Barone	Hudsut,HVFG (February 2023) ( <i>pass through</i> )	\$ 120.00
7	Bluestein, Shapiro, Frank & Barone	Legal fees re: FSH Lodge at Neversink	\$ 390.00
8	New Southern Tier Title Agency	Last Owner Search: Cohecton Holdings ( <i>pass through</i> )	\$ 216.00
9	Flad, Jennifer	Q1 Health Insurance Reimbursement	\$ 3,303.88
10	Flad, Jennifer	Q1 Travel & Misc. Expenses Reimbursement	\$ 1,036.93
11	Padu, Bethanii	Q1 Health/Dental Insurance Reimbursement	\$ 886.68
12	Padu, Bethanii	Q1 Travel & Misc. Expenses Reimbursement	\$ 39.44
13	Law Offices of Brian P. Rourke	Legal fees: Ella Ruffo return of excess escrow funds ( <i>pass through</i> )	\$ 59.00
14	Empire Resorts Real Estate II	Return of 2023 Underemployment Penalty ( <i>pass through</i> )	\$ 13,838.40
15	Montreign Operating Company	Return of 2023 Underemployment Penalty ( <i>pass through</i> )	\$ 137,919.71
16	Walter F. Garigliano, Esq.	Legal fees re: Doetsch Family III, Empire Resorts Real Estate I, Empire Resorts Real Estate II Sales Tax Exemption ( <i>pass through</i> )	\$ 750.00
17	Walter F. Garigliano, Esq.	March 2023 Retainer	\$ 250.00
18	New Southern Tier Title Agency	Office Rent: April 2023	\$ 2,700.00
19	USDA Rural Development	RMAP Loan Payment March 2023	\$ 2,370.41
20	NYS Tax Department	Amytra Sales Tax Recapture ( <i>pass through</i> )	\$ 968.89
<b>TOTAL</b>			<b>\$ 166,997.29</b>
I certify that the payments listed above were audited by the Board of the IDA on March 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.			
_____			3/13/2023
<b>Signature</b>			<b>Date</b>

Expenses Approved and Paid Since Last Approved Payment Schedule (2/15/23)			
No.	Vendor	Description	Amount
1			
2			

Other Expenses and Items Paid Since Last Approved Payment Schedule (2/15/23)—no approval required			
No.	Vendor	Description	Amount
1	Payroll Expenses	Payroll Check Dates: 2/24/23, 3/10/23	\$ 22,403.30
2			
3			
4			
	<b>TOTAL</b>		<b>\$ 22,403.30</b>

SEE REVERSE FOR PILOT DISTRIBUTION INFORMATION

03132023 IDA Schedule of Payments

<b><u>Pilot Distribution</u></b> <b><u>#3, 2/17/23</u></b>	234 Main Street LLC	Amytra Development LLC	Forestburgh Hospitality LLC
Sullivan County	\$ 5,515.13	\$ 14,312.72	\$ 11,978.30
Town Bethel			
Town Delaware			
Town Fallsburg	\$ 6,750.24		
Town Forestburgh			\$ 9,003.07
Town Highland		\$ 7,977.79	
Town Liberty			
Village of Liberty			
Town Tusten			
Town Thompson			
Village Monticello			
Eldred School		\$ 25,604.28	
Eldred Library		\$ 66.83	
Fallsburg School	\$ 15,293.81		
Fallsburg Library	\$ 331.88		
Liberty School			
Liberty Library			
Monticello School			\$ 24,779.33
Sullivan West School			
Sullivan West Library			
Project Totals	\$ 27,891.06	\$ 47,961.62	\$ 45,760.70



<b><u>Pilot Distribution</u></b> <b><u>#3, 2/17/23</u></b>	Hudsut LLC	Loughlin & Billig PC	MHC 83 (HW Portfo	NY Delaware I
Sullivan County	\$ 3,185.54	\$ 1,677.80	\$ 16,498.09	\$ 5,738.12
Town Bethel	\$ 2,545.51			
Town Delaware				\$ 4,354.34
Town Fallsburg				
Town Forestburgh				
Town Highland				
Town Liberty			\$ 17,968.19	
Village of Liberty				
Town Tusten				
Town Thompson		\$ 374.49		
Village Monticello		\$ 4,041.67		
Eldred School				
Eldred Library				
Fallsburg School				
Fallsburg Library				
Liberty School	\$ 10,766.83		\$ 55,045.91	
Liberty Library	\$ 299.00		\$ 1,528.65	
Monticello School		\$ 3,416.07		
Sullivan West School				\$ 9,413.18
Sullivan West Library				\$ 494.36
Project Totals	\$ 16,796.88	\$ 9,510.03	\$ 91,040.84	\$ 20,000.00

<b><u>Pilot Distribution</u></b> <b><u>#3, 2/17/23</u></b>	NY Delaware II	NY Delaware III	NY Delaware IV	NY Delaware V LLC
Sullivan County	\$ 3,959.30	\$ 5,738.12	\$ 5,738.11	\$ 4,590.49
Town Bethel				
Town Delaware	\$ 3,004.50	\$ 4,354.34	\$ 4,354.35	\$ 3,483.48
Town Fallsburg				
Town Forestburgh				
Town Highland				
Town Liberty				
Village of Liberty				
Town Tusten				
Town Thompson				
Village Monticello				
Eldred School				
Eldred Library				
Fallsburg School				
Fallsburg Library				
Liberty School				
Liberty Library				
Monticello School				
Sullivan West School	\$ 6,495.09	\$ 9,413.18	\$ 9,413.18	\$ 7,530.54
Sullivan West Library	\$ 341.11	\$ 494.36	\$ 494.36	\$ 395.49
Project Totals	\$ 13,800.00	\$ 20,000.00	\$ 20,000.00	\$ 16,000.00

<b><u>Pilot Distribution</u></b> <b><u>#3, 2/17/23</u></b>	NY Delaware VI LLC	NY Liberty I LLC	NY Thompson I	NY Thompson II
Sullivan County	\$ 5,738.11	\$ 3,624.32	\$ 5,764.59	\$ 3,026.41
Town Bethel				
Town Delaware	\$ 4,354.35			
Town Fallsburg				
Town Forestburgh				
Town Highland				
Town Liberty		\$ 3,947.28		
Village of Liberty				
Town Tusten				
Town Thompson			\$ 2,498.48	\$ 1,311.70
Village Monticello				
Eldred School				
Eldred Library				
Fallsburg School				
Fallsburg Library				
Liberty School		\$ 12,092.58		
Liberty Library		\$ 335.82		
Monticello School			\$ 11,736.93	\$ 6,161.89
Sullivan West School	\$ 9,413.18			
Sullivan West Library	\$ 494.36			
Project Totals	\$ 20,000.00	\$ 20,000.00	\$ 20,000.00	\$ 10,500.00

<b><u>Pilot Distribution</u></b> <b><u>#3, 2/17/23</u></b>	NY Tusten I LLC	Rosemond Solar LLC	Sunset Lake LDC	SVG 26 LLC
Sullivan County	\$ 5,801.28	\$ 3,163.81	\$ 63,425.71	\$ 7,715.14
Town Bethel				\$ 6,165.04
Town Delaware				
Town Fallsburg		\$ 3,872.34		
Town Forestburgh				
Town Highland				
Town Liberty			\$ 69,077.41	
Village of Liberty				
Town Tusten	\$ 3,989.31			
Town Thompson				
Village Monticello				
Eldred School				
Eldred Library				
Fallsburg School		\$ 8,773.46		
Fallsburg Library		\$ 190.39		
Liberty School			\$ 211,620.08	
Liberty Library			\$ 5,876.79	
Monticello School				\$ 15,834.50
Sullivan West School	\$ 9,699.99			
Sullivan West Library	\$ 509.42			
Project Totals	\$ 20,000.00	\$ 16,000.00	\$ 349,999.99	\$ 29,714.68

<b><u>Pilot Distribution</u></b> <b><u>#3, 2/17/23</u></b>			Taxing Jurisdiction Totals
	The Center for Discovery	Ideal Snacks (Frito-Lay PepsiCo)	
Sullivan County	\$ 4,943.45	\$ 57,183.70	\$ 239,318.24
Town Bethel			\$ 8,710.55
Town Delaware			\$ 23,905.36
Town Fallsburg	\$ 6,050.54		\$ 16,673.12
Town Forestburgh			\$ 9,003.07
Town Highland			\$ 7,977.79
Town Liberty		\$ 39,974.59	\$ 130,967.47
Village of Liberty		\$ 132,776.69	\$ 132,776.69
Town Tusten			\$ 3,989.31
Town Thompson			\$ 4,184.67
Village Monticello			\$ 4,041.67
Eldred School			\$ 25,604.28
Eldred Library			\$ 66.83
Fallsburg School	\$ 13,708.53		\$ 37,775.80
Fallsburg Library	\$ 297.48		\$ 819.75
Liberty School		\$ 190,793.62	\$ 480,319.02
Liberty Library		\$ 5,298.43	\$ 13,338.69
Monticello School			\$ 61,928.72
Sullivan West School			\$ 61,378.34
Sullivan West Library			\$ 3,223.46
Project Totals	\$ 25,000.00	\$ 426,027.03	\$ 1,266,002.83

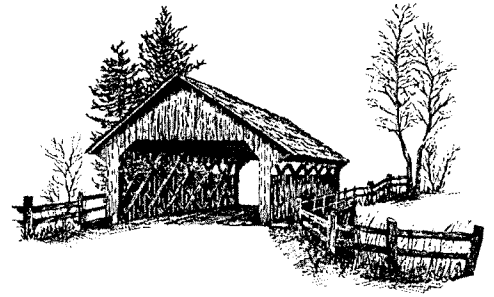
<b><u>Pilot Distribution</u></b> <b><u>#4, 3/9/23</u></b>	Adelaar Developer, LLC	RGG Realty, LLC and Columbia Ice & Cold Storage Corp.	NY Bethel I, LLC.
Sullivan County	\$ 106,836.83	\$ 3,756.87	\$ 8,480.76
Town Bethel			\$6,776.82
Town Thompson	\$ 46,305.17	\$ 838.53	
Village Monticello		\$ 9,049.95	
Monticello School	\$ 217,524.00	\$ 7,649.12	\$17,405.82
Project Totals	\$ 370,666.00	\$ 21,294.47	\$ 32,663.40

<b><u>Pilot Distribution</u></b> <b><u>#4, 3/9/23</u></b>	Montreign Operating Company (Overpayment)	Empire Resorts Real Estate II, LLC (Overpayment)	Taxing Jurisdiction Totals
Sullivan County	\$ (39,752.51)	\$ (3,985.38)	\$ 75,336.57
Town Bethel			\$ 6,776.82
Town Thompson	\$ (17,229.52)	\$ (1,727.34)	\$ 28,186.84
Village Monticello			\$ 9,049.95
Monticello School	\$ (80,937.68)	\$ (8,114.39)	\$ 153,526.87
Project Totals	\$ (137,919.71)	\$ (13,827.11)	\$ 272,877.05

TOWN COUNCIL

SUPERVISOR - CHRISTOPHER MATHEWS  
COUNCILMAN - RICHARD COOMBE, JR.  
COUNCILMAN - SCOTT GREY  
COUNCILMAN - KEITH ZANETTI  
COUNCILWOMAN - NICOLE GORR

**TOWN OF NEVERSINK**  
**P.O. BOX 307, 273 MAIN STREET**  
**GRAHAMSVILLE, NY 12740**  
**845-985-2262 ~ 845-985-7685**  
**FAX 845-985-7686**



March 8, 2023

County of Sullivan Industrial Development Agency  
548 Broadway  
Monticello, New York 12701

**Re: West Delaware Hydro Facility**  
**Town of Neversink 20.-1-24.2**

To Whom It May Concern:

The Town of Neversink joins in the request of the beneficial owner, West Delaware Hydro Associates, LLC, that the existing PILOT on the West Delaware Hydro facility owned by County of Sullivan IDA be extended for a period of 10 additional years with a PILOT payment of \$175,000.

Thank you for your consideration.

Very truly yours,

A handwritten signature in black ink, appearing to read 'C. Mathews', written over a horizontal line.

Christopher Mathews, Supervisor  
Town of Neversink



**BARCLAY DAMON** <sup>LLP</sup>

**Kevin R. McAuliffe**  
*Partner*

March 9, 2023

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

Re: West Delaware Hydro Facility  
Town of Neversink 20.-1-24.2

Dear To Whom, It May Concern:

West Delaware Hydro Associates LLC as the beneficial owner of the West Delaware Hydro Facility located on the parcel identified above, joins in the request of the Town of Neversink, that the existing PILOT on the West Delaware Hydro Facility be extended for a period of ten additional years with an annual PILOT payment of \$175,000.

Thank you for your consideration of this request. If you have any questions I can be reached at [kmcauliffe@barclaydamon.com](mailto:kmcauliffe@barclaydamon.com) or by phone at 315-382-8703.

Very truly yours,

*Kevin R. McAuliffe*

Kevin R. McAuliffe

KRM:djs

**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.

##

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

February 23, 2023

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. As of the date of this report, the closing date is unknown.

The IDA, SCFC, and TSCILDC Board meetings scheduled for February 13<sup>th</sup> were cancelled.

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. On February 17<sup>th</sup> we made the third distribution in the approximate amount of \$1,266,000. We expect to make a final distribution in late February or early March.

In coordination with the Sullivan County Chamber of Commerce, during February 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. Staff also attended the quarterly meeting of the Sullivan-Wawarsing Rural Economic Area Partnership (REAP) Zone Board, and Governor Hochul's announcement of new housing and infrastructure initiatives for the Mid-Hudson Region at Pace University.

We continue to assist our internal auditors as they prepare the 2022 audited financial statements of the IDA, SCFC, and TSCILDC. We are also preparing the 2022 Public Authorities Reporting Information System (PARIS) reports for all three agencies, to be submitted to New York State next month.

##

**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
Total Current Assets	<u>\$ 7,390,110.00</u>	<u>\$ 7,796,326.00</u>	<u>\$ 7,891,305.00</u>	<u>\$ 7,804,765.00</u>	<u>\$ 7,968,416.00</u>
Non Current Assets					
Notes Receivable	\$ 54,035.00	\$ 43,914.00	\$ 135,235.00	\$ 165,888.00	\$ 182,425.00
Capital Assets	<u>\$ 3,014,928.00</u>	<u>\$ 3,032,258.00</u>	<u>\$ 3,037,848.00</u>	<u>\$ 3,045,812.00</u>	<u>\$ 2,855,653.00</u>
Total Non Current Assets	<u>\$ 3,068,963.00</u>	<u>\$ 3,076,172.00</u>	<u>\$ 3,173,083.00</u>	<u>\$ 3,211,700.00</u>	<u>\$ 3,038,078.00</u>
TOTAL ASSETS	<u>\$ 10,459,073.00</u>	<u>\$ 10,872,498.00</u>	<u>\$ 11,064,388.00</u>	<u>\$ 11,016,465.00</u>	<u>\$ 11,006,494.00</u>
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	<u>\$ 23,356.00</u>	<u>\$ 23,473.00</u>	<u>\$ 23,590.00</u>	<u>\$ 23,708.00</u>	<u>\$ 23,827.00</u>
Total Current Liabilities	\$ 242,139.00	\$ 66,491.00	\$ 48,152.00	\$ 36,195.00	\$ 217,624.00
Non Current Liabilities					
Note Payable	<u>\$ 242,406.00</u>	<u>\$ 237,448.00</u>	<u>\$ 229,926.00</u>	<u>\$ 223,816.00</u>	<u>\$ 217,952.00</u>
TOTAL LIABILITIES	<u>\$ 484,545.00</u>	<u>\$ 303,939.00</u>	<u>\$ 278,078.00</u>	<u>\$ 260,011.00</u>	<u>\$ 435,576.00</u>
TOTAL NET POSITION	<u>\$ 9,974,528.00</u>	<u>\$ 10,568,559.00</u>	<u>\$ 10,786,310.00</u>	<u>\$ 10,756,454.00</u>	<u>\$ 10,570,918.00</u>

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
Project Escrow Funds	<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			
Ordinary Income/Expense							
Income							
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%
Total Income	\$ 622,702.00	\$ 435,553.00	\$ 69,987.00	\$ 116,755.00	\$ 1,244,997.00	\$ 756,817.00	164.50%
Gross Profit	\$ 622,702.00	\$ 435,553.00	\$ 69,987.00	\$ 116,755.00	\$ 1,244,997.00	\$ 756,817.00	164.50%
Expense							
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
Total Expense	\$ 81,874.00	\$ 128,010.00	\$ 119,948.00	\$ 109,787.00	\$ 439,619.00	\$ 507,150.00	86.68%
Net Ordinary Income	\$ 540,828.00	\$ 307,543.00	\$ (49,961.00)	\$ 6,968.00	\$ 805,378.00	\$ 249,667.00	
Net Income	\$ 540,828.00	\$ 307,543.00	\$ (49,961.00)	\$ 6,968.00	\$ 805,378.00	\$ 249,667.00	

print date 2/3/23

## RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on March 3, 2023 at 11:00 a.m. local time at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

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

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 AUTHORIZING THE AGENCY TO PROVIDE FUNDING TO THE PARTNERSHIP FOR ECONOMIC DEVELOPMENT IN SULLIVAN COUNTY, INC. FOR THE FIRST QUARTER OF 2023***

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

***WHEREAS***, since 1995, the Agency has contracted for services from the Partnership for Economic Development in Sullivan County, Inc. ("Partnership"); and

**WHEREAS**, at the Agency’s meeting held on May 9, 2022, the Agency authorized execution of a First Amendment to Agreement (“First Amendment”), which amends the Agreement by and between the Agency and the Partnership dated January 1, 2021; and

**WHEREAS**, the Partnership and the Agency entered into the First Amendment effective May 9, 2022; and

**WHEREAS**, the Agency contemplates providing a payment for services to the Partnership for the first quarter of 2023 in the amount of TWENTY-FIVE THOUSAND AND 00/100 (\$25,000.00) Dollars.

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

Section 1. The Agency is hereby authorized to make a payment for services to the Partnership for the first calendar quarter of 2023 in the amount of TWENTY-FIVE THOUSAND AND 00/100 (\$25,000.00) Dollars.

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

Section 3. These resolutions shall take effect immediately.

The question of adoption of the foregoing resolutions were 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

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 March 13, 2023 at 11:00 a.m. at the Sullivan County Government Center, 100 North Street, Village of Monticello, Sullivan County, New York, at which the following members were present:

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[ ]	[ ]
Edward T. Sykes	[ ]	[ ]
Carol Roig	[ ]	[ ]
Howard Siegel	[ ]	[ ]
Scott Smith	[ ]	[ ]
Paul Guenther	[ ]	[ ]
Sean Brooks	[ ]	[ ]
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 13th day of March, 2023.

---

Carol Roig, Secretary

## RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on March 13, 2023, at 11:00 a.m. local time at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

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

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 March 13, 2023 at 11:00 a.m. at the Sullivan County Government Center, 100 North Street, Village of Monticello, Sullivan County, New York, at which the following members were present:

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[ ]	[ ]
Edward T. Sykes	[ ]	[ ]
Carol Roig	[ ]	[ ]
Howard Siegel	[ ]	[ ]
Scott Smith	[ ]	[ ]
Paul Guenther	[ ]	[ ]
Sean Brooks	[ ]	[ ]
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 March, 2023.

---

Carol Roig, Secretary

## RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on March 13, 2023 at 11:00 a.m. local time at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

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

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 CHAIRPERSON 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 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 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 March 13, 2023 at 11:00 a.m. at the Sullivan County Government Center, 100 North Street, 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 March, 2023.

---

Carol Roig, Secretary

## Jennifer Flad

---

**From:** Bob Stanion <bob.stanion@eprkc.com>  
**Sent:** Thursday, March 2, 2023 2:31 PM  
**To:** Walter Garigliano; Jennifer Flad  
**Cc:** Paul Turvey; Chrysa Zinser  
**Subject:** Waterpark PILOT / EPR Properties

**Follow Up Flag:** Follow up  
**Flag Status:** Flagged

**Caution:** This is an external email and may be malicious. Please take care when clicking links or opening attachments.

Walter and Jennifer,

As handled in years past, I would like to formally request the IDA's consideration for the continuation of EPR's parent guaranty as financial security under the PILOT Agreement. For your reference, I have copied below a link to the latest filings, which includes EPR's 2022 Annual Report.

<https://www.sec.gov/edgar/browse/?CIK=1045450&owner=exclude>

If you have any questions or need additional information, please let me know.

Thanks,  
Bob

**Bob Stanion**

Director - Asset Management  
EPR Properties  
NYSE: EPR | [eprkc.com](https://eprkc.com) | (816) 472-1700  
909 Walnut St., Suite 200, Kansas City, MO 64106



## RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on March 13, 2023 at 11:00 a.m. local time at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

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

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 AUTHORIZING AN AMENDMENT OF THE  
ADELAAR DEVELOPER, LLC (“COMPANY”) PAYMENT IN  
LIEU OF TAXATION AGREEMENT TO AUTHORIZE  
ACCEPTANCE OF A GUARANTY FROM EPR PROPERTIES  
AS FINANCIAL SECURITY FOR THE 2024 PILOT PAYMENT***

*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*, the Company presented an application (“Application”) to the Agency, a copy of which is on file with the Agency, requesting the Agency’s assistance with respect to a certain

project consisting of the: (i) the acquisition by the Agency a leasehold interest or other interest in certain property located east of Chalet Road in the Town of Thompson (“Town”), County of Sullivan, State of New York, being more particularly identified as tax map number 15-1-14.4 and containing in the aggregate approximately 131 acres (“Land”); (ii) the construction and equipping on the Land of an approximately 425,000 square-foot indoor water park resort hotel including, but not limited, to (a) an approximately seven-story 324 unit hotel/resort, (b) an approximately 20,000 square-foot conference center with a 6,500 square foot ballroom, (c) an approximately 85,000 square-foot indoor water park, (d) a split-level lobby core on an approximately 47,000 square-foot foot print (94,000 square feet total), (e) a porte-cochere, (f) outdoor pools with concession areas and bars, (g) an outdoor pavilion stage adjacent to the conference center to be used for concerts and other events, and (h) related amenities (collectively, the “Improvements”), (iii) the acquisition in and around the Land and the Improvements of certain items of equipment and other tangible personal property (“Equipment” and collectively with the Land and the Improvements, the “Facility” or “Project”); and

*WHEREAS*, by resolutions, dated March 19, 2013 and March 13, 2017 (collectively, “Resolution”), the Agency authorized the Company to act as its agent for the purposes of constructing and equipping the Project subject to, among other conditions, the Company entering into a Payment in Lieu of Taxation Agreement (“PILOT Agreement”) (Destination Resort Program UTEP); and

*WHEREAS*, the Company, on behalf of the Agency and as the Agency's agent, constructed, installed and equipped the Project materially in accordance with the plans and specifications presented to the Agency; and

*WHEREAS*, the Agency and the Company executed a PILOT Agreement making provision for payments in lieu of taxes by the Company for the benefit of the County, Town and the Monticello Central School District (“School”) (collectively, the County, the Town and the School are referred to as the “Taxing Jurisdictions”); and

*WHEREAS*, the Project is operated by Catskill Resorts TRS, LLC (“CRTRS”), an affiliate of the Company; and

*WHEREAS*, CRTRS and the Company are each indirect subsidiaries of and owned by EPR Properties, a Maryland real estate investment trust (“EPR”), a New York Stock Exchange traded public company; and

*WHEREAS*, Article IX, Section 9, of the PILOT Agreement provides in applicable part as follows:

“The Company shall procure, for the benefit of the Agency, financial security in form and substance acceptable to the Agency (“Financial Security”) to secure the performance by the Company of its financial obligations under this PILOT Agreement for all PILOT Payment dates from Year 3 (as provided in ¶1.3) through Year 18. The Company shall deliver to the Agency Financial Security in an amount equal to 110% of the Agency’s estimate of the Year 1 PILOT Payment



on or before February 1, 2021 with a term to expire not earlier than the following February 28. On each February 1<sup>st</sup> thereafter that this PILOT Agreement is in effect, the Company shall deliver to the Agency a renewal or replacement of the then posted Financial Security, in form and substance acceptable to the Agency in an amount of not less than 110% of the PILOT Payment which is due as of such date. The replacement or renewal Financial Security shall not expire prior to February 28<sup>th</sup> of the following year. In the event that cash security is posted as the Financial Security hereunder, the Agency shall release the Financial Security to the Company within thirty (30) days after the expiration of this Agreement.”

*WHEREAS*, EPR has requested that the Agency accept a guaranty of EPR as security for the PILOT Payment due in February 2024.

***NOW, THEREFORE, BE IT RESOLVED,***

Section 1. The Agency shall accept the guaranty of EPR, as security for the 2024 PILOT Payment, on conditions that all costs related to the Amendment of the PILOT Agreement to implement the intent of this resolution shall be paid by the Company.

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

Section 3. These Resolutions shall take effect immediately

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

Suzanne Loughlin	<input 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

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 March 13, 2023 at 11:00 a.m. at the Sullivan County Government Center, 100 North Street, Village of Monticello, Sullivan County, New York, at which the following members were present:

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[ ]	[ ]
Edward T. Sykes	[ ]	[ ]
Carol Roig	[ ]	[ ]
Howard Siegel	[ ]	[ ]
Scott Smith	[ ]	[ ]
Paul Guenther	[ ]	[ ]
Sean Brooks	[ ]	[ ]
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 March, 2023.

---

Carol Roig, Secretary

**From:** [Julio Garaicoechea](#)  
**To:** [Jennifer Flad](#)  
**Subject:** Fwd: CSIDA w/ Doetsch Family III, LLC (Old Ross House)  
**Date:** Wednesday, March 8, 2023 11:09:49 AM

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For your information

Get [Outlook for iOS](#)

---

**From:** Doetsch, Douglas A. <DDoetsch@mayerbrown.com>  
**Sent:** Wednesday, March 8, 2023 11:08 AM  
**To:** Julio Garaicoechea <juliog@sullivanida.com>  
**Subject:** Re: CSIDA w/ Doetsch Family III, LLC (Old Ross House)

**Caution:** This is an external email and may be malicious. Please take care when clicking links or opening attachments.

Yes, sorry for the delay - I was out of the country for two weeks.

I would like to request an extension. The reason is that the rehabilitation work of the Old Ross House has gone more slowly than expected, given substantial, unexpected replacement and repairs of electrical and plumbing systems. We are just now finishing up with electrical and plumbing, and will then turn to new bathroom and kitchen finishes, followed by the remainder of the rehab.

Sent from my iPhone

On Mar 8, 2023, at 9:28 AM, Julio Garaicoechea <juliog@sullivanida.com> wrote:

**CAUTION: External Email** - Only click on contents you know are safe.

Good Morning Doug,

I am following up on the below. Do you plan to request an extension?

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.*

## RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on March 13, 2023 at 11:00 a.m. local time at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

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

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[       ]	[       ]
Edward T. Sykes	[       ]	[       ]
Carol Roig	[       ]	[       ]
Howard Siegel	[       ]	[       ]
Scott Smith	[       ]	[       ]
Paul Guenther	[       ]	[       ]
Sean Brooks	[       ]	[       ]
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 EXTENDING THE SALES TAX ABATEMENT PERIOD FOR THE DOETSCH FAMILY III LLC (“COMPANY”) PROJECT FROM APRIL 1, 2023 THROUGH AND INCLUDING SEPTEMBER 30, 2023***

***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 August 8, 2022, 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) construction, reconstruction, renovation, rehabilitation, installation and equipping of a building approximately 2,200+/- square feet intended to be used as a short-term lodging facility comprising a total of four (4) units (the “Building”) situate on a parcel of real estate consisting of approximately 0.194+/- acres located at 9291 State Route 97, Callicoon, Town of Delaware (“Town”), County of Sullivan, State of New York and

identified on the Town's tax map as Section 14, Block 5, Lot 33 ("Land"); (ii) acquisition, construction and equipping of the Building; (iii) acquisition, construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools ("Equipment"); (iv) construction of improvements to the Building, the Land and the Equipment (collectively, the Building, the Land and the Equipment are referred to as the "Facility" or the "Project"); and (v) lease of the Facility from the Agency to the Company; and

**WHEREAS**, on or about September 14, 2022, 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 March 8, 2023, 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 April 1, 2023 through and including September 30, 2023.

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.

## RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on March 13, 2023 at 11:00 a.m. local time at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

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

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

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

Resolution No. \_\_\_\_\_ - 23

***RESOLUTION EXTENDING THE SALES TAX ABATEMENT PERIOD FOR THE EMPIRE RESORTS REAL ESTATE I, LLC (COMPANY) PROJECT FROM APRIL 1, 2023 THROUGH AND INCLUDING SEPTEMBER 30, 2023***

***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**, EPT Concord II, LLC (“EPT II”) for itself and on behalf of an entity or entities to be formed (collectively the, “EPT Entities”) submitted an application (“EPT Application”) to the Agency on February 12, 2013, requesting that the Agency undertake a certain project in one or more phases, (the “Master Development Project”) for the benefit of the EPT Entities consisting of: (i) the acquisition by the Agency of a leasehold interest or other interest in approximately seventy-one (71) parcels of land containing in the aggregate approximately 1,735 acres within the Town of Thompson, Sullivan County, New York (the “EPT Land”), (ii) the construction and equipping on the EPT Land of a master planned destination resort community to include (a) an 18-hole golf course with clubhouse and maintenance facilities, (b) a casino resort to include a casino, hotel, harness horse racetrack, grandstand/showroom, simulcast facility, banquet event center, restaurants and related facilities, (c) hotels, (d) a waterpark, (e) a recreational vehicle park, (f) an entertainment village with a cinema and supporting retail facilities, (g) a residential village containing a mix of unit types including condominiums, apartments, townhouses and detached single-family homes, a civic center and an active adult residential community, all or a portion of which will be connected, via a multi-use trail system, to open space (collectively, the “EPT Improvements”), and (iii) the acquisition in and around the EPT Land and the EPT Improvements of certain items of equipment and other tangible personal property (the “EPT Equipment”, and collectively with the EPT Land and the EPT Improvements, the “EPT Project”); and

**WHEREAS**, on October 21, 2013, the Agency and EPT II entered into a Master Development and Agent Agreement authorizing the EPT Entities to proceed with certain work limited in scope to soil erosion and sediment control, clearing and grubbing, earthwork, construction of new roads and improvements and enhancements to existing roads, constructed wetlands, landscaping, sanitary sewer, water, storm sewer, electric power, telephone service, cable tv, internet connectivity, demolition of existing structures, and all other related facility, equipment, improvements and infrastructure costs as set forth in the EPT Application together with a Lease to Agency, Leaseback to Company, Payment in Lieu of Tax Agreement and related documents (collectively the, “EPT Transaction Documents”); and

**WHEREAS**, on or about December 31, 2013, with the consent of the Agency, EPT II transferred a portion of the EPT Land to EPR Concord II, L.P. (“EPR II”); and

**WHEREAS**, the EPT Entities and Empire Resorts Real Estate I, LLC (“ERREI”) , a wholly owned subsidiary of Montreign Operating Company, LLC (“MOC”), entered into an agreement whereby ERREI leased a portion of the EPT Land from the EPT Entities effective only if MOC a wholly owned subsidiary of Empire Resorts, Inc., was selected by the New York State Gaming Facility Location Board to apply to the New York State Gaming Commission (“NYSGC”) for the award of a license to operate a Gaming Facility (as hereinafter defined); and

**WHEREAS**, on December 21, 2015, the NYSGC awarded a Gaming Facility License (the “Gaming Facility License”) to MOC; and

**WHEREAS**, subsequent to the award of the Gaming Facility License, in December 2015, ERREI and EPR II (and its successors or related entities) entered into agreements wherein it was agreed that ERREI will be the entity developing the Monster Golf Course on the Golf Project Land; and



**WHEREAS**, on or about March 25, 2016, ERREI presented an application (“Golf Project Application”) to the Agency requesting that the Agency consider undertaking a project consisting of the: (i) acquisition, construction, installation and equipping of a new eighteen (18) hole golf course (“Golf Course”), an approximately 14,000± square foot clubhouse, an approximately 12,800± square foot maintenance building and related structures (“Buildings”) situate on eleven (11) parcels of real estate consisting of approximately 237± acres located along Thompsonville Road and Chalet Road, Town of Thompson (“Town”), County of Sullivan (“County”), State and identified on the Town tax map as all or a portion of tax map numbers (that existed in 2016) 15.-1-13, 15.-1-14.1, 15.-1-14.2, 15.-1-15, 15.-1-16, 15.-1-17, 15.-1-18, 15.-1-50, 23.-1-52.2, 23.-1-53.2, and 23.-1-54.5 (“Golf Project Land”); (ii) acquisition, construction and equipping of the Golf Course and Buildings; (iii) acquisition, construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools (“Golf Project Equipment”); (iv) construction of improvements to the Golf Course, the Buildings, the Golf Project Land and the Golf Project Equipment (collectively, the Golf Course, the Buildings, the Golf Project Land and the Golf Project Equipment are referred to as the “Golf Project”); and (v) lease of the Golf Project Land from the Agency to ERREI; and

**WHEREAS**, pursuant to General Municipal Law Section 859-a, on Monday, June 13, 2016 at 10:30 a.m., local time, at the Legislative Hearing Room, Sullivan County Government Center, 100 North Street, Monticello, New York, the Agency held a public hearing with respect to the Golf Project and the proposed financial assistance being contemplated by the Agency (the “Golf Project Public Hearing”) whereat interested parties were provided a reasonable opportunity, both orally and in writing, to present their views. A summary of the Minutes of the Golf Project Public Hearing together with the Notice of Golf Project Public Hearing published and forwarded to the affected taxing jurisdictions ten (10) days prior to said Golf Project Public Hearing were attached to Resolution No. 21-16; 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 Golf Project may have significant adverse effects on the environment, ERREI presented a Full Environmental Assessment Form (“EAF”) and supporting SEQR documents, including a Technical Memorandum with Appendices, to the Agency with respect to the Golf Project for its review; and

**WHEREAS**, the Agency determined that the Golf Project is an Unlisted Action under SEQR; and

**WHEREAS**, the Agency gave due consideration to the Golf Project Application of ERREI and to representations by ERREI that the proposed financial assistance is an inducement to ERREI to undertake the Golf Project; and

**WHEREAS**, prior to adoption of Resolution No. 21-16 on June 20, 2016, the Agency considered the following matters as more fully set forth in its then in effect Uniform Tax Exemption Policies (“UTEPS”):

- 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 ERREI if the Golf Project does not fulfill the purposes for which the exemption was granted;
- D. Impact of the Golf 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 Golf Project;
- F. Demonstrated public support for the Golf Project;
- G. Likelihood of accomplishing the Golf Project in a timely fashion;
- H. Environmental impact;
- I. Extent to which the Golf Project will require additional services including, but not limited to educational, police, transportation, EMS and fire;
- J. Extent to which the Golf Project will provide additional revenues; and
- K. Extent to which the Golf 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 Golf Project fell within the Agency’s “Destination Resort Program<sup>a</sup>” under the Agency’s then in effect UTEP; and

**WHEREAS**, as further set forth in Resolution No. 21-16 on June 20, 2016, the Agency determined that, based on representations made by the ERREI to the Agency, a review of the EAF and supporting SEQR documents, including a Technical Memorandum with Appendices, the Golf Project would result in no major impacts and therefore, is one which may not cause significant damage to the environment and 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 New York State Department of Environmental Conservation and that no “environmental impact statement” as such quoted term is defined in SEQR need be prepared for this action, and that such determination constituted a negative declaration of environmental significance for purposes of SEQR and adopted a Negative Declaration of Environmental Significance.

**WHEREAS**, the Agency desired to encourage ERREI 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 Golf Project; and

**WHEREAS**, the Executive Director negotiated the Golf Project Transaction Documents with ERREI; and

**WHEREAS**, on or about December 22, 2016, the Agency (i) designated ERREI as its agent for the purpose of acquiring, constructing, installing and equipping the Golf Project; (ii) negotiated and entered into an Agent Agreement, a Lease, a Leaseback and a PILOT Agreement with ERREI (collectively, the “Golf Project Transaction Documents”); (iii) took a leasehold interest in the Golf Project Land, the improvements and personal property thereon which constitute the Golf Project; and (iv) provided financial assistance to ERREI in the form of (a) sales tax exemption for purchases related to the acquisition, construction, installation and equipping of the Golf Project; (b) a real property tax abatement on increased value resulting from improvements to the Golf Project Land

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<sup>a</sup> The Destination Resort Program was eliminated by the Agency on March 14, 2022 by Resolution No. 10-22.

through a PILOT Agreement; and (c) a mortgage recording tax exemption for financing related to the Golf Project; and

**WHEREAS**, on or about December 22, 2016, the Agency and the EPT Entities entered into a Third Omnibus Amendment of the EPT Transaction Documents to amend the project description to remove the Golf Project Land from the project description and reduce the TVSP as established in Section 1.3(a) of the EPT PILOT Agreement; and

**WHEREAS**, by letter dated March 9, 2022, ERREI requested the Agency amend the Golf Project Transaction Documents to reflect proposed amendments to the Golf Project; and

**WHEREAS**, by letter dated March 23, 2022, ERREI requested the Agency amend the Golf Project PILOT Agreement so the sixteen- (16) year period of benefits starts the year following completion of the Golf Project; and

**WHEREAS**, to aid the Agency in determining whether proposed amendments to the Golf Project may have significant adverse effects on the environment, the Agency reviewed the EAF and supporting SEQR documents, including a Technical Memorandum with Appendices, to the Agency with respect to the Golf Project for its review; and

**WHEREAS**, the Agency determined that based on representations made by ERREI, the proposed amendments to the Golf Project will result in a reduction of impacts and therefore the Golf Project remains an Unlisted Action under SEQR; and

**WHEREAS**, the Agency determined that, based on representations made by ERREI to the Agency, a review of the EAF and supporting SEQR documents, including a Technical Memorandum with Appendices, the Golf Project would result in no major impacts and therefore, is one which may not cause significant damage to the environment and 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 New York State Department of Environmental Conservation and that no “environmental impact statement” as such quoted term is defined in SEQR need be prepared for this action, and that such determination constituted a negative declaration of environmental significance for purposes of SEQR and ratifies the previously adopted Negative Declaration of Environmental Significance; and

**WHEREAS**, on or about March 31, 2022, the Agency and ERREI entered into an (i) Amended and Restated Agent and Project Agreement; (ii) Omnibus Amendment to Project Documents and (iii) First Amended PILOT Agreement to amend the Golf Project Transaction Documents as follows:

- A. Modify the description of the Golf Project to update the reference of “an approximately 14,000± square foot clubhouse” to “a comfort station including restrooms and light snacks”;
- B. Increase the total budget from \$17,600,000 to \$33,700,000;
- C. Increase the total authorized exempt purchases by an additional \$12,125,000;
- D. Increase the authorized sales tax exemption by an additional \$970,000; and
- E. Extend the date for completion to June 1, 2023.
- F. Amend the PILOT Agreement so the sixteen- (16) year period of benefits starts the year following completion of the Golf Project; and

**WHEREAS**, contemporaneously with the execution of the Amended and Restated Agent and Project Agreement, the Agency delivered to the Company a Sales Tax Exemption Letter, which letter will expire on September 30, 2022; and

**WHEREAS**, on or about March \_\_\_\_, 2023, the Company requested that the sales tax abatement period be extended for another six (6) months to expire on September 30, 2023 to continue construction of the Project.

**NOW, THEREFORE, BE IT RESOLVED**, that the sales tax abatement period for the Project be, and hereby is, extended from April 1, 2023 through and including September 30, 2023.

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.

## RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on March 13, 2023 at 11:00 a.m. local time at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

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

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

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

Resolution No. \_\_\_\_\_ - 23

***RESOLUTION EXTENDING THE SALES TAX ABATEMENT PERIOD FOR  
THE EMPIRE RESORTS REAL ESTATE II, LLC (COMPANY") PROJECT  
FROM APRIL 1, 2023 THROUGH AND INCLUDING SEPTEMBER 30, 2023***

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

**WHEREAS**, EPT Concord II, LLC (“EPT II”) for itself and on behalf of an entity or entities to be formed (collectively the, “EPT Entities”) submitted an application (“EPT Application”) to the Agency on February 12, 2013, requesting that the Agency undertake a certain project in one or more phases, (the “Master Development Project”) for the benefit of the EPT Entities consisting of: (i) the acquisition by the Agency of a leasehold interest or other interest in approximately seventy-one (71) parcels of land containing in the aggregate approximately 1,735 acres within the Town of Thompson, Sullivan County, New York (the “EPT Land”), (ii) the construction and equipping on the EPT Land of a master planned destination resort community to include (a) an 18-hole golf course with clubhouse and maintenance facilities, (b) a casino resort to include a casino, hotel, harness horse racetrack, grandstand/showroom, simulcast facility, banquet event center, restaurants and related facilities, (c) hotels, (d) a waterpark, (e) a recreational vehicle park, (f) an entertainment village with a cinema and supporting retail facilities, (g) a residential village containing a mix of unit types including condominiums, apartments, townhouses and detached single-family homes, a civic center and an active adult residential community, all or a portion of which will be connected, via a multi-use trail system, to open space (collectively, the “EPT Improvements”), and (iii) the acquisition in and around the EPT Land and the EPT Improvements of certain items of equipment and other tangible personal property (the “EPT Equipment”, and collectively with the EPT Land and the EPT Improvements, the “EPT Project”); and

**WHEREAS**, on October 21, 2013, the Agency and EPT II entered into a Master Development and Agent Agreement authorizing the EPT Entities to proceed with certain work limited in scope to soil erosion and sediment control, clearing and grubbing, earthwork, construction of new roads and improvements and enhancements to existing roads, constructed wetlands, landscaping, sanitary sewer, water, storm sewer, electric power, telephone service, cable tv, internet connectivity, demolition of existing structures, and all other related facility, equipment, improvements and infrastructure costs as set forth in the EPT Application together with a Lease to Agency, Leaseback to Company, Payment in Lieu of Tax Agreement and related documents (collectively the, “EPT Transaction Documents”); and

**WHEREAS**, on or about December 31, 2013, with the consent of the Agency, EPT II transferred a portion of the EPT Land to EPR Concord II, L.P. (“EPR II”); and

**WHEREAS**, the EPT Entities and Empire Resorts Real Estate II, LLC (“ERREII”), a wholly owned subsidiary of MOC, entered into an agreement whereby ERREII leased a portion of the EPT Land from the EPT Entities effective only if MOC was selected by the New York State Gaming Facility Location Board to apply to the NYSGC for the award of a license to operate a Gaming Facility; and

**WHEREAS**, on December 21, 2015, the NYSGC awarded a Gaming Facility License (the “Gaming Facility License”) to MOC; and

**WHEREAS**, subsequent to the award of the Gaming Facility License, in December 2015, ERREII and EPR II entered into agreements wherein it was agreed that ERREII will be the entity developing an entertainment village hotel; and

**WHEREAS**, on or about August 17, 2017, ERREII presented an application (“EV Hotel Project Application”) to the Agency, a copy of which is on file at the office of the Agency, requesting that the Agency consider undertaking a project consisting of the: (i) acquisition, construction, installation and equipping of a an approximately 124,000 square foot six-story building to include up to 162 rooms, mixed-use spaces including a coffee shop, a restaurant, a night club, and retail, and parking for up to 289 cars (the “EV Hotel”), situate on one (1) parcel of real estate consisting of approximately 22 acres located along Joyland Road and Thompsonville Road, in the Town, County, State and identified on the Town tax map as all or a portion of tax map numbers 23.-1-54.6 (“EV Hotel Project Land”); (ii) acquisition, construction and equipping of the EV Hotel Project; (iii) acquisition, construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools (“EV Hotel Project Equipment”); (iv) construction of improvements to the EV Hotel, the EV Hotel Project Land and the EV Hotel Project Equipment (collectively, the EV Hotel, the EV Hotel Project Land and the EV Hotel Project Equipment are referred to as the “EV Hotel Project”); and (v) lease of the EV Hotel Project from the Agency to ERREII; and

**WHEREAS**, pursuant to General Municipal Law Section 859-a, on Wednesday, August 23, 2017 at 10:30 a.m., local time, at the Legislative Hearing Room, Sullivan County Government Center, 100 North Street, Monticello, New York, the Agency held a public hearing with respect to the EV Hotel Project and the proposed financial assistance being contemplated by the Agency (the “EV Hotel Project Public Hearing”) whereat interested parties were provided a reasonable opportunity, both orally and in writing, to present their views. A summary of the Minutes of the EV Hotel Project Public Hearing together with the Notice of EV Hotel Project Public Hearing published and forwarded to the affected taxing jurisdictions ten (10) days prior to said EV Hotel Project Public Hearing were attached to Resolution No. 40-17; and

**WHEREAS**, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by SEQR, the Town of Thompson Planning Board (“Town Planning Board”), acted as Lead Agency; and

**WHEREAS**, ERREII obtained the necessary environmental and land use approvals for the EV Hotel Project. Specifically, on May 24, 2017, the Town Planning Board issued its Negative Declaration of Environmental Significance pursuant to SEQRA for the EV Hotel Project. Subsequently, on May 24, 2017, the Town Planning Board adopted a resolution independently finding that ERREII had complied with SEQRA and granting the Final Site Development Plan Approval for the EV Hotel Project; and

**WHEREAS**, the Agency gave due consideration to the EV Hotel Project Application of ERREII and to representations by ERREII that the proposed financial assistance is an inducement to ERREII to undertake the EV Hotel Project; and

**WHEREAS**, prior to adoption of Resolution No. 40-17 on August 23, 2017, the Agency considered the following matters as more fully set forth in its then in effect UTEPs:

- 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 ERREII if the EV Hotel Project does not fulfill the purposes for which the exemption was granted;
- D. Impact of EV Hotel 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 EV Hotel Project;
- F. Demonstrated public support for the EV Hotel Project;
- G. Likelihood of accomplishing the EV Hotel Project in a timely fashion;
- H. Environmental impact;
- I. Extent to which the EV Hotel Project will require additional services including, but not limited to educational, police, transportation, EMS and fire;
- J. Extent to which the EV Hotel Project will provide additional revenues; and
- K. Extent to which the EV Hotel 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 EV Hotel Project fell within the Agency’s “Destination Resort Program<sup>a</sup>” under the Agency’s then in effect UTEP; and

**WHEREAS**, the Agency desired to encourage ERREII 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 EV Hotel Project; and

**WHEREAS**, the Agency’s Executive Director negotiated the EV Hotel Project Transaction Documents with ERREII; and

**WHEREAS**, on or about March 1, 2018, the Agency (i) designated ERREII as its agent for the purpose of acquiring, constructing, installing and equipping the EV Hotel Project; (ii) negotiated and entered into an Agent Agreement, a Lease, a Leaseback and a PILOT Agreement with ERREII (collectively, the “EV Hotel Project Transaction Documents”); (iii) took a leasehold interest in the EV Hotel Project Land, the improvements and personal property thereon which constitute the EV Hotel Project; and (iv) provide financial assistance to ERREII in the form of (a) sales tax exemption for purchases related to the acquisition, construction, installation and equipping of the EV Hotel Project; (b) a real property tax abatement on increased value resulting from improvements to the EV Hotel Project Land through a PILOT Agreement; and (c) a mortgage recording tax exemption for financing related to the EV Hotel Project; and

**WHEREAS**, on or about March 1, 2018, the Agency and the EPT Entities entered into a Fifth Omnibus Amendment of the EPT Transaction Documents to amend the project description to remove the EV Hotel Project Land from the project description and reduce the TVSP as established in Section 1.3(a) of the EPT PILOT Agreement; and

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<sup>a</sup> The Destination Resort Program was eliminated by the Agency on March 14, 2022 by Resolution No. 10-22.



**WHEREAS**, by letter dated March 9, 2022, ERREII requested the Agency amend the EV Hotel Project Transaction Documents to reflect proposed amendments to the EV Hotel Project; and

**WHEREAS**, ERREII proposed to amend the EV Hotel project to construct a golf club house inside The Alder Hotel, including locker rooms, a pro shop and offices; and

**WHEREAS**, based on representations made by ERREII to the Agency, a review of the short-form EAF and supporting SEQR documents, the Agency finds that (a) pursuant to 6 NYCRR Section 617.5(c)(1), (2), and (9), the EV Hotel Project is a “Type II action”; and (b) therefore, the Agency hereby determines that no environmental impact statement or any other determination or procedure is required under Article 8 of the Environmental Conservation Law; and

WHEREAS, on or about March 31, 2022, the Agency and ERREII entered into an (i) First Amendment to Agent and Project Agreement; (ii) Amended and Restated Agent and Project Agreement; (iii) Omnibus Amendment to Project Documents and (iv) First Amended PILOT Agreement to amend the EV Hotel Project Transaction Documents as follows:

- A. Modify the description of the EV Hotel Project to include construction of a golf club house inside The Alder Hotel, including locker rooms, a pro shop and offices;
- B. Increase the total budget by \$300,000;
- C. Increase the total authorized exempt purchases by an additional \$250,000;
- D. Increase the sales tax exemption by an additional \$20,000;
- E. Extend the date for completion to June 1, 2023; and
- F. Amend the PILOT Agreement governing the EV Hotel Project to increase the TVSP for periods on and after January 1, 2025; and

**WHEREAS**, contemporaneously with the execution of the Amended and Restated Agent and Project Agreement, the Agency delivered to the Company a Sales Tax Exemption Letter, which letter will expire on September 30, 2022; and

**WHEREAS**, on or about March \_\_\_\_, 2023, the Company requested that the sales tax abatement period be extended for another six (6) months to expire on September 30, 2023 to continue construction of the Project.

**NOW, THEREFORE, BE IT RESOLVED**, that the sales tax abatement period for the Project be, and hereby is, extended from April 1, 2023 through and including September 30, 2023.

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.

# **COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY**

## **PROCUREMENT POLICY**

### **A. Introduction**

1. Scope – In accordance with Article 18-A of the General Municipal Law (the “IDA Act”), Section 104-b of the General Municipal Law, and the Public Authorities Accountability Act of 2005, the County of Sullivan Industrial Development Agency is required adopt procurement policies which will apply to the procurement of goods and services not subject to the competitive bidding requirements of Section 103 of the GML and paid for by an IDA for its own use and account.
2. Purpose – Pursuant to Section 104-b of the GML, the primary objectives of this policy are to assure the prudent and economical use of public monies in the best interests of the taxpayers of a political subdivision or district, to facilitate the acquisition of goods and services of maximum quality at the lowest possible cost under the circumstances and to guard against favoritism, improvidence, extravagance, fraud and corruption.

### **B. Procurement Policy**

1. Determination Required – Prior to commencing any procurement of goods and services, the Executive Director or an authorized designee shall prepare a written statement setting forth the basis for (1) the determination that competitive bidding is not required for such procurement, and if applicable (2) the determination that such procurement is not subject to any requirements set forth in this policy. Such written statements shall be maintained by the Executive Director or such authorized designee in a specially designated procurement file.
2. Procedure for determining whether Procurements are subject to Competitive Bidding – The procedure for determining whether a procurement of goods and services is subject to competitive bidding shall be as follows:
  - a. The Executive Director or an authorized designee shall make the initial determination as to whether competitive bidding is required. This determination will be based on Section 103 of the GML which requires competitive bidding for expenditures of (1) more than \$35,000 for the performance of any public works contract (services, labor or construction), and (2) more than \$20,000 for any purchase contract (acquisition of commodities, materials, supplies or equipment).

- b. The Executive Director or such authorized designee shall review the purchase request against prior years' expenditures and a good faith effort will be made to determine whether it is known or can reasonably be expected that the aggregate purchases of a similar nature will exceed the above competitive bidding procedures shall be followed for said expenditure.
  - c. The Executive Director or such authorized designee shall present any legal issues regarding the applicability of the competitive bidding requirements stated herein to the Agency's Counsel.
- 3. Methods of Competition to be used for Non-Bid Procurements and Procurements Exempt by Statute – Alternative proposals or quotations for goods and services shall be secured by use of written requests for proposals or written quotations, verbal quotations or any other method of procurement which furthers the purposes of this Section except for items excepted herein (see 9 below) or procurements made pursuant to:
  - a. GML, Section 103 (3) (through county contracts), or
  - b. GML, Section 104 (through state contracts), or
  - c. State Finance Law, Section 175-b (from agencies for the blind or severely handicapped), or
  - d. Correction Law, Section 186 (articles manufactured in correctional institutions).
- 4. Procedures for the Purchase of Commodities, Equipment or Goods under \$20,000.
  - a. Up to \$3,000 The discretion of the Executive Director or authorized designee.
  - b. \$3,001 - \$10,000 Documented verbal quotations from at least three vendors.
  - c. \$10,001 - \$20,000 Written/fax quotations from at least three vendors.
- 5. Procedures for the Purchase of Public Works or Services under \$35,000.
  - a. Up to \$6,000 The discretion of the Executive Director or authorized designee.

b. \$6,001 - \$20,000 Documented verbal quotations from at least three vendors.

c. \$20,001 - \$35,000 Written/fax quotations from at least three vendors.

6. Basis for the Award of Contracts – Contracts will be awarded to the lowest responsible vendor who meets the specifications.

7. Circumstances justifying an Award to other than the Lowest Cost quoted.

- a. Delivery requirements
- b. Quality requirements
- c. Quality
- d. Past vendor performance
- e. The unavailability of three or more vendors who are able to quote on a procurement.
- f. It may be in the best interests of the Agency to consider only one vendor who has previous expertise with respect to a particular procurement.

8. Documentation

a. For each purchase made the Executive Director or authorized designee shall set forth in writing the category of procurement that is being made and what method of procurement is specified.

b. The basis for any determination that competitive bidding is not required shall be documented, in writing, by the Executive Director or such authorized designee, and filed with the purchase order or contract therefore.

c. For those items not subject to competitive bidding such as professional services, emergencies, purchased under city contracts or procurements from sole sources, documentation should include a memo to the files which details why the procurement is not subject to competitive bidding and include, as applicable:

- (1) a description of the facts giving rise to the emergency and that they meet the statutory criteria; or
- (2) a description of the professional services; or
- (3) written verification of city contracts; or
- (4) opinions of Counsel, if any; or
- (5) a description of sole source items and how such determinations were made.

d. Whenever an award is made to other than the lowest quote the reasons for doing so shall be set forth in writing and maintained in the procurement file.

e. Whenever the specified number of quotations cannot or will not be secured, the reasons for this shall be indicated in writing and maintained in the procurement file.

9. Exceptions to Bidding

a. Emergency Situation – An emergency exists if the delay caused by soliciting quotes would endanger the health, welfare or property of the County or of the citizens. With approval by the Executive Director such emergency shall not be subject to competitive bidding or the procedures stated above.

b. Resolution Waiving Bidding Requirements – The Agency may adopt a resolution waiving the competitive bidding requirements whenever it is determined to be impracticable.

c. Sole Source – Defined as a situation when there is only one possible source from which to procure goods and/or services and it is shown that the item needed has unique benefits, the cost is reasonable for the product offered and there is no competition available. In this situation, a request for a resolution waiving bidding requirements, as described above, is required.

d. True Lease – Prices will be obtained through quotations whenever possible. The award shall be made on the basis of goods and/or services to be provided, ability to meet the specifications desired and price.

e. Insurance – All insurance policies shall be procured in accordance with the following procedures:

- (1) Premium less than \$10,000 – documented telephone quotations from at least three agents (if available).
  - (2) Premium over \$10,001 – written quotations/fax or proposals from at least three agents (if available)
- f. Professional Services – This category includes services which require special education and/or training, license to practice or are creative in nature. Examples of professional services are: lawyers, doctors, accountants, engineers, artists, etc.
- 10. Minority and Women Business Enterprises – The Agency shall comply with all applicable legal requirements relating to the hiring of such businesses.
- 11. Input from members of the Agency – Comments concerning the procurement policy shall be solicited from the members of the Agency from time to time.
- 12. Annual Review – the Agency shall annually review its policies and procedures.
- 13. Unintentional Failure to Comply – The unintentional failure to comply with the provisions of Section 104-b of the GML shall not be grounds to void action taken or give rise to a cause of action against the Agency or any officer thereof.

Approved and adopted this 18<sup>th</sup> day of May, 2006.  
Modified and readopted this 9<sup>th</sup> day of February, 2015.  
Modified and readopted this 8<sup>th</sup> day of February, 2021.

**COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT**  
**AGENCY AMENDED AND RESTATED INVESTMENT POLICY**

**I. INVESTMENT AND DEPOSIT POLICY**

**A. Introduction**

1. Scope – This investment and deposit policy applies to all monies and other financial resources available for investment and deposit on its own behalf or on behalf of any other entity or individual.
2. Objectives – The primary objectives of the local government’s investment activities are, in priority order:
  - a. to conform with all applicable federal, state and other legal requirements (legal);
  - b. to adequately safeguard principal (safety);
  - c. to provide sufficient liquidity to meet all operating requirements (liquidity); and
  - d. to obtain a reasonable rate of return (yield).
3. Prudence – All participants in the investment process and all participants responsible for depositing the Agency’s funds shall seek to act responsibly as custodians of the public trust and shall avoid any transaction that might impair confidence in the Agency to govern effectively.

Investments and deposits shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the safety of the principal as well as the probable income to be derived.

All participants involved in the investment process and all participants responsible for depositing the Agency’s funds shall refrain from personal business activity that could conflict with proper execution of the investment program or the deposit of the Agency’s funds or which could impair their ability to make impartial investment decisions.
4. Diversification – It is the policy of the Agency to diversify its deposits and investments by financial institution, by investment instrument, and by maturity scheduling.
5. Internal Controls



- a. All money's collected by an officer or employee of the Agency shall be immediately deposited in such depositories and designated by the Agency for the receipt of such funds.
- b. The Agency shall maintain or cause to be maintained a proper record of all book, notes, securities or other evidences of indebtedness held by the Agency for investment and deposit purposes.
- c. The Agency is responsible for establishing and maintaining an internal control structure to provide reasonable, but not absolute, assurance that deposits and investments are safeguarded against loss from unauthorized use or disposition, that transactions are executed in accordance with management's authorization and recorded properly, and are managed in compliance with applicable laws and regulations.

#### 6. Designation of Depositories

In accordance with the IDA Act, the Agency shall designate as depositories of its money those banks and trust companies authorized to serve as such pursuant to said law.

### B. Investment Policy

#### 1. Permitted Investments

Pursuant to GML Section 11, the Agency is authorized to invest moneys not required for immediate expenditure for terms not to exceed its projected cash flow needs in the following types of investments:

- a. Special time deposit accounts;\*
- b. Certificates of deposit;\*
- c. Obligations of the United States of America;\*\*
- d. Obligations guaranteed by agencies of the United States of America where payment of principal and interest are guaranteed by the United States of America;\*\*
- e. Obligations of the State of New York;\*

\* Special time deposit accounts and certificates of deposit are permitted investments provided that (1) they shall be payable within such time as the proceeds shall be needed to meet expenditures for which the moneys were

obtained and (2) they are collateralized in the same manner as set forth in Section VII (C) below for deposits of public funds.

**\*\*** All investment obligations shall be payable or redeemable at the option of the Agency within such times as the proceeds will be needed to meet expenditures for purposes for which the moneys were provided and, in the case of obligations purchased with the proceeds of bonds or notes, shall be payable or redeemable at the option of the Agency within two years of the date of purchase.

## 2. Authorized Financial Institutions and Dealers

The Agency shall maintain a list of financial institutions and dealers, approved for investment purposes and establish appropriate limits to the amount of investments which can be made with each financial institution or dealer. All financial institutions with which the local government conducts business must be credit worthy. Banks shall provide their most recent Consolidated Report of Condition (Call Report) at the request of the Agency. Security dealers not affiliated with a bank shall be required to be classified as reporting dealers affiliated with the New York Federal Reserve Bank, as primary dealers. The Executive Director or Chairman is responsible for evaluating the financial position and maintaining a listing of proposed depositaries, trading partners and custodians. Such listing shall be evaluated at least annually.

## 3. Purchase of Investments

The Agency may contract for the purchase of investments:

- a. Directly, including through a repurchase agreement, from an authorized trading partner.
- b. By participation in a cooperative investment program with another authorized governmental entity pursuant to Article 5G of the GML where such program meets all the requirements set forth in the Office of the State Comptroller Opinion No. 88-46, and the specific program has been authorized by the governing board
- c. By utilizing an ongoing investment program with an authorized trading partner pursuant to a contract authorized by the governing board.

All purchased obligations, unless registered or inscribed in the name of the local government, shall be purchased through, delivered to and held in the custody of a bank or trust company. Such obligations shall be purchased, sold or presented for redemption or payment by such bank or trust company only in accordance with prior written authorization from the officer authorized to make the investment. All such transactions shall be

confirmed in writing to the Agency by the bank or trust company shall be held pursuant to a written custodial agreement as described in GML Section 10.

The custodial agreement shall provide that securities held by the bank or trust company, as agent of and custodian for, the local government, will be kept separate and apart from the general assets of the custodial bank or trust company and will not, in any circumstances, be commingled with or become part of the backing for any other deposit or other liabilities. The agreement shall describe how the custodian shall confirm the receipt and release of the securities. Such agreement shall include all provisions necessary to provide the Agency a perfected interest in the securities.

4. Repurchase Agreements

Repurchase agreements are authorized subject to the following restrictions:

- a. All repurchase agreements must be entered into subject to a Master Repurchase Agreement.
- b. Trading partners are limited to banks or trust companies authorized to do business in New York State and primary reporting dealers.
- c. Obligations shall be limited to obligations of the United States of America and obligations guaranteed by agencies of the United States of America.
- d. No substitution of securities will be allowed.
- e. The custodian shall be a party other than the trading partner.

C. Deposit Policy

1. Collateralization of Deposits

In accordance with the provisions of GML Section 10, all deposits of the Agency, including certificates of deposit and special time deposits, in excess of the amount insured under the provisions of the Federal Deposit Insurance Act shall be secured:

- a. By pledge of “eligible securities” with an aggregate “market value” as provided by GML Section 10, equal to the aggregate amount of deposits from the categories designated in Exhibit A attached hereto.
- b. By an eligible “irrevocable letter of credit” issued by a qualified bank other than the bank with the deposits in favor of the government for a term not to exceed 90 days with an aggregate value equal to 140% of the aggregate amount of deposits and the agreed upon interest, if any. A qualified bank is one whose commercial paper and other unsecured short-term debt obligations are rated in one of the three highest rating categories by at least on nationally recognized statistical rating organization or by a bank that is in compliance with applicable federal minimum risk-based capital requirements.
- c. By an eligible surety bond payable to the government for an amount at least equal to 100% of the aggregate amount of deposits and the agreed upon interest, if any, executed by an insurance company authorized to do business in New York State, whose claims-paying ability is rated in the highest rating category by at least two nationally recognized statistical rating organizations. The terms and conditions of any eligible surety shall be approved by the governing board.

## 2. Safekeeping and Collateralization

Eligible securities used for collateralizing deposits shall be held by the depository bank or trust company subject to security and custodial agreements.

The security agreement shall provide that eligible securities are being pledged to secure local government deposits together with agreed upon interest, if any and any costs or expenses arising out of the collection of such deposits upon default. It shall also provide the conditions under which the securities may be sold, presented for payment, substituted or released and the events, which will enable the local government to exercise its rights against the pledged securities. In the event that the securities are not registered or inscribed in the name of the local government, such securities shall be delivered in a form suitable for transfer or with an assignment in blank to the Agency or its custodial bank.

The custodial agreement shall provide that securities held by the bank or trust company, or agent of and custodian for, the local government, will be kept separate and apart from the general assets of the custodial bank or trust company and will not, in any circumstances, be commingled with or become part of backing for any other deposit or other liabilities. The agreement should also describe that the custodian shall confirm the receipt, substitution or release of the securities. The agreement shall provide for the frequency of revaluation of eligible securities and for the substitution of securities when a change in the rating of a security may cause ineligibility. Such agreement shall include all provisions necessary to provide the Agency a perfected interest in the securities.

Approved and adopted this 12<sup>th</sup> day of August, 2019.

60394-006

## **EXHIBIT A**

### **SCHEDULE OF ELIGIBLE SECURITIES**

- 1) Obligations issued by the United States of America, an agency thereof or a United States government sponsored corporation or obligations fully insured or guaranteed as to the payment of principal and interest by the United States of America, an agency thereof or a United States government sponsored corporation.
- 2) Obligations issued or fully guaranteed by the International Bank for Reconstruction and Development, the Inter-American Development Bank, the Asian Development Bank and the African Development Bank.
- 3) Obligations partially insured or guaranteed by any agency of the United States of America, at a proportion of the market value of the obligation that represents the amount of the insurance or guaranty.
- 4) Obligations issued or fully insured or guaranteed by the State of New York, obligations issued by a municipal corporation, school district or district corporation of the State of New York or obligations of any public benefit corporation which under a specific state statute may be accepted as security for deposit of public moneys
- 5) Obligations issued by states (other than the State of New York) of the United States rated in one of the three highest rating categories by at least one nationally recognized statistical rating organization.
- 6) Obligations of Puerto Rico rated in one of the three highest rating categories by at least one nationally recognized statistical rating organization.
- 7) Obligations of counties, cities and other governmental entities of another state other than the State of New York having the power to levy taxes that are backed by the full faith and credit of such governmental entity and rated in one of the three highest categories by at least one nationally recognized statistical rating organization.
- 8) Obligations of domestic corporations rated one of the four highest rating categories by at least one nationally recognized statistical rating organization.
- 9) Any mortgage related securities, as defined in the Securities Exchange Act of 1934, as amended, which may be purchased by banks under the limitations established by federal bank regulatory agencies.
- 10) Commercial paper and bankers' acceptances issued by a bank (other than the bank with which the money is being deposited or invested) rated in the highest-short term category by at least one nationally recognized statistical rating organization and having maturities of not longer than sixty days from the date they are pledged.

11) Zero-coupon obligations of the United States government marketed as “Treasury STRIPS”.

**COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY**  
**DISPOSITION OF REAL PROPERTY GUIDELINES**  
**ADOPTED PURSUANT TO SECTION 2896 OF THE PUBLIC AUTHORITIES LAW**

**SECTION 1. DEFINITIONS**

A. “Contracting officer” shall mean the officer or employee of the County of Sullivan Industrial Development Agency (hereinafter, the “Agency”) who shall be appointed by resolution to be responsible for the disposition of property.

B. “Dispose” or “disposal” shall mean transfer of title or any other beneficial interest in personal or real property in accordance with section 2897 of the Public Authorities Law.

C. “Property” shall mean personal property in excess of five thousand dollars (\$5,000) in value, and real property, and any inchoate or other interest in such property, to the extent that such interest may be conveyed to another person for any purpose, excluding an interest securing a loan or other financial obligation of another party.

**SECTION 2. DUTIES**

A. The Agency shall:

(i) maintain adequate inventory controls and accountability systems for all property owned by the Agency and under its control;

(ii) periodically inventory such property to determine which property shall be disposed of;

(iii) produce a written report of such property in accordance with subsection B herewith; and

(iv) transfer or dispose of such property as promptly and practicably as possible in accordance with Section 2 below.

B. The Agency shall

(i) publish, not less frequently than annually, a report listing all real property owned in fee by the Agency. Such report shall consist of a list and full description of all real and personal property disposed of during such period. The report shall contain the price received by the Agency and the name of the purchaser for all such property sold by the Agency during such period; and

(ii) shall deliver copies of such report to the Comptroller of the State of New York, the Director of the Budget of State of New York, the Commissioner of the New



York State Office of General Services, and the New York State Legislature (via distribution to the majority leader of the senate and the speaker of the assembly).

## **SECTION 2. TRANSFER OR DISPOSITION OF PROPERTY**

A. Supervision and Direction. Except as otherwise provided herein, the duly appointed contracting officer (the “Contracting Officer”) shall have supervision and direction over the disposition and sale of property of the Agency. The Agency shall have the right to dispose of its property for any valid corporate purpose.

B. Custody and Control. The custody and control of Agency property, pending its disposition, and the disposal of such property, shall be performed by the Agency or by the Commissioner of General Services when so authorized under this section.

C. Method of Disposition. Unless otherwise permitted, the Agency shall dispose of property for not less than its fair market value by sale, exchange, or transfer, for cash, credit, or other property, with or without warranty, and upon such other terms and conditions as the Agency and/or contracting officer deems proper. The Agency may execute such documents for the transfer of title or other interest in property and take such other action as it deems necessary or proper to dispose of such property under the provisions of this section. Provided, however, except in compliance with all applicable law, no disposition of real property, any interest in real property, or any other property which because of its unique nature is not subject to fair market pricing shall be made unless an appraisal of the value of such property has been made by an independent appraiser and included in the record of the transaction.

D. Sales by the Commissioner of General Services (the “Commissioner”). When the Agency shall have deemed that transfer of property by the Commissioner will be advantageous to the State of New York, the Agency may enter into an agreement with the Commissioner pursuant to which Commissioner may dispose of property of the Agency under terms and conditions agreed to by the Agency and the Commissioner. In disposing of any such property, the Commissioner shall be bound by the terms hereof and references to the contracting officer shall be deemed to refer to such Commissioner.

E. Validity of Deed, Bill of Sale, Lease, or Other Instrument. A deed, bill of sale, lease, or other instrument executed by or on behalf of the Agency, purporting to transfer title or any other interest in property of the Agency in accordance herewith shall be conclusive evidence of compliance with the provisions of these guidelines and all applicable law insofar as concerns title or other interest of any bona fide grantee or transferee who has given valuable consideration for such title or other interest and has not received actual or constructive notice of lack of such compliance prior to the closing.

F. Bids for Disposal; Advertising; Procedure; Disposal by Negotiation; Explanatory Statement.

(i) Except as permitted by all applicable law, all disposals or contracts for disposal of property made or authorized by the Agency shall be made after publicly advertising for bids except as provided in subsection (iii) of this Section F.

(ii) Whenever public advertising for bids is required under subsection (i) of this Section F:

(A) the advertisement for bids shall be made at such time prior to the disposal or contract, through such methods, and on such terms and conditions as shall permit full and free competition consistent with the value and nature of the property proposed for disposition;

(B) all bids shall be publicly disclosed at the time and place stated in the advertisement; and

(C) the award shall be made with reasonable promptness by notice to the responsible bidder whose bid, conforming to the invitation for bids, will be most advantageous to the Agency, price and other factors considered; provided, that all bids may be rejected at the Agency's discretion.

(iii) Disposals and contracts for disposal of property may be negotiated or made by public auction without regard to subsections (i) and (ii) of this Section F but subject to obtaining such competition as is feasible under the circumstances, if:

(A) the personal property involved is of a nature and quantity which, if disposed of under subsections (i) and (ii) of this Section F, would adversely affect the state or local market for such property, and the estimated fair market value of such property and other satisfactory terms of disposal can be obtained by negotiation;

(B) the fair market value of the property does not exceed fifteen thousand dollars;

(C) bid prices after advertising therefore are not reasonable, either as to all or some part of the property, or have not been independently arrived at in open competition;

(D) the disposal will be to the state or any political subdivision, and the estimated fair market value of the property and other satisfactory terms of disposal are obtained by negotiation;

(E) the disposal is for an amount less than the estimated fair market value of the property, the terms of such disposal are obtained by public auction or negotiation, the disposal of the property is intended to further the public health, safety or welfare or an economic development interest of the Agency, the state or a political subdivision (to include but not limited to, the prevention or remediation

of a substantial threat to public health or safety, the creation or retention of a substantial number of job opportunities, or the creation or retention of a substantial source of revenues, or where the authority's enabling legislation permits or other economic development initiatives), the purpose and the terms of such disposal are documented in writing and approved by resolution of the board of the Agency; or

(F) such action is otherwise authorized by law.

(iv) (a) An explanatory statement shall be prepared of the circumstances of each disposal by negotiation of:

(1) any personal property which has an estimated fair market value in excess of fifteen thousand dollars;

(2) any real property that has an estimated fair market value in excess of one hundred thousand dollars, except that any real property disposed of by lease or exchange shall only be subject to clauses (3) through (5) of this subparagraph;

(3) any real property disposed of by lease for a term of five years or less, if the estimated fair annual rent is in excess of one hundred thousand dollars for any of such years;

(4) any real property disposed of by lease for a term of more than five years, if the total estimated rent over the term of the lease is in excess of one hundred thousand dollars; or

(5) any real property or real and related personal property disposed of by exchange, regardless of value, or any property any part of the consideration for which is real property.

(B) Each such statement shall be transmitted to the persons entitled to receive copies of the report required under all applicable law not less than ninety (90) days in advance of such disposal, and a copy thereof shall be preserved in the files of the Agency making such disposal.

The Guidelines are subject to modification and amendment at the discretion of the Agency board and shall be filed annually with all local and state agencies as required under all applicable law.

The designated Contracting Officer for the Agency is Jennifer Flad, Executive Director.

548 Broadway  
Monticello, New York 12701  
(845) 428-7575  
(845) 428-7577 FAX



## **Authority Mission Statement and Performance Measurements-- FY 2022**

**Name of Public Authority: County of Sullivan Industrial Development Agency**

### **Public Authority's Mission Statement:**

The County of Sullivan Industrial Development Agency (IDA) was created by an act of the New York State Legislature in 1970, as a public benefit corporation of the State of New York, under Section 906 of the General Municipal Law, to grant tax abatements and to help advance such projects.

Industrial development agencies were created in New York State to attract and enhance industrial and economic development, help create jobs and maintain economic stability within municipal or regional boundaries. Because New York's Constitution prohibits municipalities from making gifts or loans to private companies or individuals, the creation of IDAs provided a viable mechanism to accomplish commercial, recreational, and industrial development goals. Support of a healthy economy, the creation and retention of jobs, on a local, regional and State level is an important policy objective.

The County of Sullivan Industrial Development Agency's primary goal is to promote economic welfare, recreation opportunities, prevent unemployment and economic deterioration, ensure the prosperity of Sullivan County's inhabitants, and promote tourism and trade.

**Date Adopted: 1970.**

### **List of Performance Goals:**

- To meet all legal requirements of the Agency.
- To review project employment goals and the achievement of those goals.
- To make decisions consistent with the Agency's mission statement.
- To make decisions that will promote and ensure the prosperity of the inhabitants of Sullivan County.

**Performance Measurement Questions:**

1. Have the board members acknowledged that they have read and understood the mission of the public authority?
2. Do the board members affirm its membership, board, committee, and management structure?
3. Has the agency complied with the Public Authorities Accountability Act of 2005 and the Public Authorities Reform Act of 2009?
4. Does the agency conduct business in an environment that fosters transparency?
5. Does the agency install and uphold high ethical conduct within the entire organization?

**Discussed, reviewed, and approved by County of Sullivan Industrial Development Agency Board of Directors— (date).**

**##**

Authorities must complete this form and submit the entire document on or before March 31 to the State Authority Budget Office via email to: [info@abo.state.ny.us](mailto:info@abo.state.ny.us)

Authorities are also required to post and maintain their mission statement and performance report on their website.

# COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY CONFIDENTIAL FY 2022 EVALUATION OF BOARD PERFORMANCE

Please check (√) the most appropriate box.

CRITERION	AGREE	SOMEWHAT AGREE	SOMEWHAT DISAGREE	DISAGREE
Board members have a shared understanding of the mission and purpose of the Agency.				
The policies, practices and decisions of the Board are always consistent with this mission.				
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Agency and reviews these annually.				
The Board sets clear and measurable performance goals for the Agency that contribute to accomplishing its mission.				
The decisions of the Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.				
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.				
Board members are knowledgeable about the Agency's programs, financial statements, reporting requirements, and other transactions.				
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.				

The Board knows the statutory obligations of the Agency and if the Agency is in compliance with State law.				
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.				
Board members have sufficient opportunity to research, discuss, question, and prepare before decisions are made and votes taken.				
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.				
The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.				
The Board has identified the areas of most risk to the Agency and works with management to implement risk mitigation strategies before problems occur.				
Board members demonstrate leadership and vision and work respectfully with each other.				

Date Completed: \_\_\_\_\_