

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

548 Broadway
Monticello, New York 12701
(845) 428-7575 - Voice
(845) 428-7577 - Fax
www.sullivanida.com
TTY 711

MEETING NOTICE

TO: Suzanne Loughlin, IDA Chairperson
Edward Sykes, IDA Vice Chairman
Carol Roig, IDA Secretary
Howard Siegel, IDA Treasurer & Chief Financial Officer
Scott Smith, IDA Assistant Treasurer
Paul Guenther, IDA Member
Sean Brooks, IDA Member
Philip Vallone, IDA Member
Kathleen Lara, IDA Member
Chairman and Members of the Sullivan County Legislature
Josh Potosek, Sullivan County Manager
John Kiefer, IDA Chief Executive Officer
Walter Garigiano, Esq., IDA Counsel
FROM: Jennifer Flad, Executive Director
DATE: April 18, 2023

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

Date: Tuesday, April 25, 2023
Time: 10:00 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

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

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AMENDED MEETING AGENDA
TUESDAY, APRIL 25, 2023

- I. CALL TO ORDER**
- II. ROLL CALL**
- III. QUARTERLY FINANCIAL REPORT**
- IV. NEW BUSINESS**

Resolution: Appointing Maude Crawford Realty LLC and Bridgeville Ski Company Inc. d/b/a Holiday Mountain as Agent of the Agency for the Purpose of Acquiring, Constructing, Reconstructing, Renovating, Rehabilitating, Installing and Equipping the Project; Making Certain Findings and Determinations with Respect to the Project; and Authorizing the Execution and Delivery of Project Documents (Holiday Mountain Ski and Fun Park)

Resolution: Authorizing and Approving a Revolving Loan Fund Loan to Cochection Holdings, LLC and Cochection Spirits, Inc.

Any and All Other Business Before the Board

- V. PUBLIC COMMENT AND ADJOURN**

##

County of Sullivan IDA Balance Sheet Quarterly Report

ASSETS		12/31/2022		3/31/2023
Current Assets				
Cash	\$	6,938,521.00	\$	7,098,412.00
Restricted Cash	\$	986,168.00	\$	1,029,758.00
Accounts Receivable	\$	23,914.00	\$	25,917.00
Prepaid Expense	\$	7,814.00	\$	7,814.00
Operating Leases Receivable- Current	\$	122,110.00	\$	121,637.00
Capital Leases Recievable- Current	\$	28,143.00	\$	28,355.00
Notes Receivable- Current	\$	37,653.00	\$	30,297.00
Total Current Assets	\$	8,144,323.00	\$	8,342,190.00
Non-Current Assets				
Operating Leases Receivable	\$	653,316.00	\$	625,772.00
Capital Leases Receivable	\$	243,218.00	\$	236,049.00
Notes Receivable	\$	178,440.00	\$	176,701.00
Capital Assets, Net	\$	2,630,281.00	\$	2,631,269.00
Total Non-Current Assets	\$	3,705,255.00	\$	3,669,791.00
TOTAL ASSETS	\$	11,849,578.00	\$	12,011,981.00
LIABILITIES				
Current Liabilities				
Accounts Payable	\$	4,130.00	\$	25,082.00
Accrued Payroll	\$	4,182.00	\$	-
Unearned Revenue	\$	207,417.00	\$	-
Note Payable- Current	\$	23,805.00	\$	23,946.00
Total Current Liabilities	\$	239,534.00	\$	49,028.00
Non-Current Liabilities				
Note Payable	\$	218,097.00	\$	211,922.00
Total Non-Current Liabilities	\$	218,097.00	\$	211,922.00
TOTAL LIABILITIES	\$	457,631.00	\$	260,950.00
DEFERRED INFLOWS OF RESOURCES				
Leases	\$	775,426.00	\$	747,409.00
TOTAL DEFERRED INFLOWS OF RESOURCES	\$	775,426.00	\$	747,409.00
TOTAL NET POSITION	\$	10,616,521.00	\$	11,003,622.00

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

Sales Tax Escrow Funds	\$	244,020.00	\$	241,519.00
PILOT Escrow Funds	\$	619,048.00	\$	124,541.00
Project Escrow Funds	\$	68,077.00	\$	108,077.00
Total Escrow Funds Held by IDA:	\$	931,145.00	\$	474,137.00

4/17/2023
accrual basis

County of Sullivan Industrial Development Agency

Profit & Loss Budget vs. Actual

	2022			2023		
	Jan-Dec 2022	2022 Budget	% of Budget	Jan- Mar 2023	2023 Budget	% of Budget
Ordinary Income/Expense						
Income						
4000 · Project Fees (one time)	\$ 524,554.00	\$ 50,000.00	1049%	\$ 14,454.00	\$ 30,000.00	48%
4002 · Agency Annual Fees	\$ 525,067.00	\$ 509,067.00	103%	\$ 495,567.00	\$ 502,317.00	99%
4003 · Application Fees	\$ 2,750.00	\$ 2,000.00	138%	\$ 250.00	\$ 2,000.00	13%
4004 · Interest Income-Bank & CD	\$ 3,534.00	\$ 4,500.00	79%	\$ 976.00	\$ 4,500.00	22%
4005 · Interest Income- Loans	\$ 5,342.00	\$ 1,850.00	289%	\$ 2,579.00	\$ 4,000.00	64%
4005.1 Interest Income- Leases	\$ 22,779.00	n/a	n/a	\$ -	n/a	n/a
4006 · Late Fee & Misc. Income	\$ 1,184.00	\$ 500.00	237%	\$ -	\$ -	0%
4011 · Rental Income- Food Hub Bldg	\$ -	\$ -	0%	\$ -	\$ -	0%
4013 · Farm Assistance RLF	\$ 78,430.00	\$ 151,900.00	52%	\$ 48,050.00	\$ 129,000.00	37%
4022 · SCFC Mgt & Admin Svcs	\$ 20,000.00	\$ 20,000.00	100%	\$ 2,500.00	\$ 10,000.00	25%
4023 TSCILDC Mgt & Admin Svcs	\$ 12,000.00	\$ 12,000.00	100%	\$ -	\$ 12,000.00	0%
Anticipated New Agency Fees	\$ -	\$ 5,000.00	0%	\$ -	\$ -	0%
Total Income	\$ 1,195,640.00	\$ 756,817.00	158%	\$ 564,376.00	\$ 693,817.00	75%
Gross Profit	\$ 1,195,640.00	\$ 756,817.00	158%	\$ 564,376.00	\$ 693,817.00	75%
Expense						
6000 · Personnel **	\$ 234,919.00	\$ 267,000.00	88%	\$ 66,175.00	\$ 314,000.00	21%
6001 · Promotion (SC Partnership)	\$ 56,250.00	\$ 75,000.00	75%	\$ 25,000.00	\$ 75,000.00	33%
Hudson Valley Agribusiness	\$ -	n/a	n/a	\$ -	\$ 25,000.00	0%
6002 · Subscriptions	\$ 3,229.00	\$ 5,000.00	65%	\$ 784.00	\$ 5,000.00	16%
6003 · Office Supplies & Misc. Exp.	\$ 7,069.00	\$ 15,000.00	47%	\$ 964.00	\$ 12,000.00	8%
6003.1 · Non Reimb. Legal Fees	\$ 31,793.00	\$ 60,000.00	53%	\$ 1,515.00	\$ 50,000.00	3%
6003.2 · Non Reimb. Accounting	\$ 15,548.00	\$ 9,200.00	169%	\$ 15,000.00	\$ 11,000.00	136%
6003.3 · Non Reimb. Consulting	\$ 3,648.00	\$ 5,000.00	73%	\$ 1,428.00	\$ 5,000.00	29%
6007 · Rent Expense	\$ 32,400.00	\$ 32,400.00	100%	\$ 8,100.00	\$ 32,400.00	25%
6008 · Telephone/Fax/Computer	\$ 4,521.00	\$ 3,000.00	151%	\$ 1,114.00	\$ 4,500.00	25%
6009 · Insurance	\$ 9,515.00	\$ 15,000.00	63%	\$ 3,525.00	\$ 15,000.00	24%
6010 · Postage	\$ 1,856.00	\$ 2,000.00	93%	\$ 974.00	\$ 2,250.00	43%
6012.3 · Conferences & Seminars	\$ 295.00	\$ 2,000.00	15%	\$ -	\$ 2,000.00	0%
6035 Travel Expenses	\$ 225.00	\$ 2,500.00	9%	\$ 136.00	\$ 2,500.00	5%
6012.4 · Storage	\$ 2,754.00	\$ 2,400.00	115%	\$ -	\$ -	0%
Equipment Purchases- In House	\$ 4,064.00	\$ 1,000.00	406%	\$ -	\$ 1,000.00	0%
6011 Repairs & Maintenance	\$ -	\$ 250.00	0%	\$ -	\$ 250.00	0%
6012.6 · Dues	\$ 6,600.00	\$ 6,650.00	99%	\$ 6,730.00	\$ 6,700.00	100%
6017 · Advertising	\$ 1,692.00	\$ 500.00	338%	\$ 221.00	\$ 500.00	44%
6012.5 Credit Reports	\$ -	\$ 250.00	0%	\$ -	\$ 250.00	0%
6040 Expense Reserve	\$ -	\$ 3,000.00	0%	\$ -	\$ 3,000.00	0%
6019 · Ret'd Ck/Svc Chrg	\$ 180.00	n/a	n/a	\$ -	n/a	n/a
8000 Depreciation	\$ 159,314.00	n/a	n/a	\$ -	n/a	n/a
8010 Bad Debt Expense	\$ 5,250.00	n/a	n/a	\$ -	n/a	n/a
Total Expense	\$ 581,122.00	\$ 507,150.00	115%	\$ 131,666.00	\$ 567,350.00	23%
Net Ordinary Income	\$ 614,518.00	\$ 249,667.00	246%	\$ 432,710.00	\$ 126,467.00	
Net Income	\$ 614,518.00	\$ 249,667.00	246%	\$ 432,710.00	\$ 126,467.00	

4/17/2023

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

Monticello, New York 12701

APPLICATION FOR FINANCIAL ASSISTANCE

I. A. APPLICANT INFORMATION:

Company Name: Maude Crawford Realty, LLC

Address: PO Box 1388, Monticello, NY 12701

Phone No.: (845) 794-1210

Telefax No.: N/A

Email Address: mtaylor@combinedenergyservices.com

Fed Id. No.: 92-3269333

Contact Person: Michael C. Taylor

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

Principal Owners (Shareholders/Members/Owners): Michael C. Taylor, Joanna R. Taylor

Directors/Managers: Michael C. Taylor

Officers: Michael C. Taylor

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

Form of Entity:

____ Corporation (Sub-s)

Date of incorporation: _____

State of incorporation: _____

Partnership

General _____ or Limited _____

Number of general partners _____
If applicable, number of limited partners _____
Date of formation: _____
Jurisdiction formation: _____

X Limited Liability Company/Partnership (number of members 2)

Date of organization: March 10, 2023
State of organization: New York

Sole Proprietorship

If a foreign organization, is the Applicant authorized to do business in the State of New York? Yes No N/A X (If so, please append Certificate of Authority.)

B. APPLICANT INFORMATION:

Company Name: Bridgeville Ski Company, Inc. d/b/a Holiday Mountain

Address: PO Box 1388, Monticello NY 12701

Phone No.: (845) 794-1210

Telefax No.:

Email Address: mtaylor@combinedenergyservices.com

Fed Id. No.: 92-3362847

Contact Person: Michael C. Taylor

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

Principal Owners (Shareholders/Members/Owners): Michael C. Taylor, Joanna R. Taylor

Directors/Managers:

Officers: Michael C. Taylor, President; Joanna R. Taylor, Secretary/ Treasurer

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

Form of Entity:

X Corporation (Sub-s)

Date of incorporation: March 9, 2023
State of incorporation: New York

 Partnership

General or Limited

Number of general partners

If applicable, number of limited partners

Date of formation:

Jurisdiction formation:

 Limited Liability Company/Partnership (number of members)

Date of organization:

State of organization:

 Sole Proprietorship

If a foreign organization, is the Applicant authorized to do business in the State of New York? Yes No N/A (If so, please append Certificate of Authority.)

APPLICANT'S COUNSEL

Name: Richard S. Baum, Baum Law PC

Address: 438 Broadway, PO Box 1260, Monticello, NY 12701

Phone No.: (845) 791-1000

Telefax No.: N/A

Email Address: rsbaum@baumlawpc.com

II. REQUESTED FINANCIAL ASSISTANCE

Estimated Value

Real Property Tax Abatement (estimated)	\$ <u>TBD</u>
Mortgage Tax Exemption	\$ <u>50,000</u>
Sales and Use Tax Exemption	\$ <u>280,000</u>
Issuance by the Agency of Tax Exempt Bonds	\$ <u>0</u>

III. PROJECT INFORMATION

A.) Project Location:

Project Address: 99 Holiday Mountain Road

Tax Map Number(s): 32.-2-59

Located in the Village of: N/A

Located in Town of Thompson

Located in the School District of Monticello

Located in Hamlet of Bridgeville

(i) Are Utilities on Site?

Water/Sewer No

Electric Yes

Gas No

Storm Sewer No

(ii) Present legal owner of the site: Holiday Mountain Fun Park, Inc.

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

(iii) Zoning of Project Site: Current: HC-2

Proposed: HC-2

(iv) Are any variances needed: No

(v) Principal Use of Project upon completion: Ski and fun park (outdoor recreation)

B.) Will the Project result in the removal of a plant or facility of the Applicant or a proposed Project occupant from one area of the State of New York to another area of the State of New York? No; If yes, please explain:

C.) Will the Project result in the abandonment of one or more Plants or facilities of the Applicant or a proposed Project occupant located in the State of New York? No; If yes, please explain:

D.) If the answer to either question B or C above is yes, you are required to indicate

whether any of the following apply to the Project:

1. Is the Project reasonably necessary to preserve the competitive position of the Applicant or such Project Occupant in its industry? Yes _____; No _____. If yes, please explain:

2. Is the Project reasonably necessary to discourage the Applicant or such Project Occupant from removing such other plant or facility to a location outside the State of New York? Yes _____; No _____. If yes, please explain:

E.) Will the Project include facilities or property that will be primarily used in making retail sales of goods or provide services to customers who personally visit such facilities? No; If yes, please contact the Agency for additional information.

- F.) Please provide a narrative of the Project and the purpose of the Project (new build, renovations, and/or all equipment purchases). Identify specific uses occurring within the Project. Describe any and all tenants and any/all end users. Describe the proposed acquisitions, construction or reconstruction and a description of the costs and expenditures expected. Attach additional sheets, if necessary.
Rehabilitation of existing ski area and fun park

G.) COSTS AND BENEFITS OF THE PROJECT

Costs = Financial Assistance

Estimated Sales Tax Exemption	\$ 280,000
Estimated Mortgage Tax Exemption	\$ 50,000
Estimated Property Tax Abatement	\$ TBD
Estimated Interest Savings IRB Issue	\$ N/A

Benefits= Economic Development

Jobs created	\$ 205,000
Jobs retained	\$ 225,000
Private funds invested	\$ 5,000,000
Other Benefits	\$ N/A

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

Construction: 10
Permanent: 2 created
Retained (at current facility): 34 (30 part-time, 4 full-time)

Project Costs (Estimates)	
Land and Existing Buildings	\$ 2,500,000
Soft Costs (5%)	\$ included
Other	\$ 2,500,000
Total	\$ 5,000,000

In addition to the above estimated capital costs of the project, which must include all costs of real property and equipment acquisition and building construction or reconstruction, you must include details on the amounts to be financed from private sector sources, an estimate of the percentage of project costs financed from public sector sources and an estimate of both the amount to be invested by the Applicant and the amount to be borrowed to finance the Project.

The \$5,000,000 in capital costs will be 100% from the private sector.

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

- 1) The projected number of full time equivalent jobs that would be retained and that would be created if the request for financial assistance is granted.

4 full-time jobs retained, 2 full-time jobs created

30 part-time jobs retained, 10 part-time jobs created

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

24 months

- 3) The estimated salary and fringe benefit averages or ranges for categories of the jobs that would be retained or created if the request for financial assistance is granted.

Part-time: \$15 per hour, subject to minimum wage laws.

Full-time: Average salary \$65,000 per year plus health, dental, and 401(k).

- 4) An estimate of the number of residents of the economic development region as established pursuant to section two hundred thirty of the Economic Development Law, in which the project is located that would fill such jobs. The labor market area defined by the agency (Mid-Hudson Economic Development Region)

1,433,386

H.) State whether there is a likelihood that the project would not be undertaken but for the financial assistance provided by the Agency, or, if the project could be undertaken without financial assistance provided by the Agency, a statement indicating why the project should be undertaken by the Agency The project is dependent on IDA financial assistance.

IV. REPRESENTATIONS BY THE APPLICANT

The Applicant understands and agrees with the Agency as follows:

- A) Job Listings. In accordance with Section 858-b (2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA") in which the Project is located.
- B) First Consideration for Employment. In accordance with Section 858-b (2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the Applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.
- C) Annual Sales Tax Filings. In accordance with Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant.
- D) Annual Employment Reports. The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site.
- E) Absence of Conflicts of Interest. The Applicant has received from the Agency a list of the members, officers, and employees of the Agency. No member, officers or employee of the Agency has an interest, whether direct or indirect, in any

transaction contemplated by this Application, except as hereinafter described.

- F.) The Applicant represents that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.

- G.) The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- H.) The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
- I.) The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.

The Applicant and the individual executing this Application on behalf of the Applicant acknowledge that the Agency will rely on the representations made herein when acting on this Application and hereby represent that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

Maude Crawford Realty, LLC

Michael C. Taylor

By: Michael C. Taylor, Managing Member

Date: 3-31-23

Bridgeville Ski Company, Inc. d/b/a Holiday Mountain

Michael C. Taylor

By: Michael C. Taylor, President

Date: 3-31-23

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

Michael C. Taylor, being first duly sworn, deposes and says:

1. That I am the Managing Member/ President of Maude Crawford Realty, LLC/ Bridgeville Ski Company, Inc. d/b/a Holiday Mountain (collectively, the, "Applicant") and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.

Michael C. Taylor

Michael C. Taylor

Subscribed and affirmed to me under penalties of perjury
this 31 day of March, 2023

Dawn M. Green

(Notary Public)

DAWN M. GREEN
Notary Public, State of New York
Sullivan County Clerk's # 2764
Commission Expires May 11, 2025

THIS APPLICATION SHALL BE SUBMITTED WITH (I) TWO CHECKS: ONE COVERING A \$250.00 APPLICATION FEE AND THE SECOND COVERING A \$5,000.00 UP-FRONT ESCROW DEPOSIT; AND (II) APPLICANT'S FORMATION DOCUMENTS (IE: IF A CORPORATION: ITS CERTIFICATE OF INCORPORATION AND BYLAWS; IF A LIMITED LIABILITY COMPANY: ITS ARTICLES OF ORGANIZATION AND OPERATING AGREEMENT; IF A LIMITED PARTNERSHIP: ITS CERTIFICATE OF LIMITED PARTNERSHIP AND LIMITED PARTNERSHIP AGREEMENT; OR IF A PARTNERSHIP: ITS PARTNERSHIP AGREEMENT TO:

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY
Executive Director
548 BROADWAY
MONTICELLO, NEW YORK 12701

HOLD HARMLESS AGREEMENT

Applicant hereby releases the COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY and the members, officers, servants, agents and employees thereof ("Agency") from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the Application or the Project described therein or the tax exemptions and other assistance requested therein are favorably acted upon by the Agency, (B) the Agency's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final agreement with the respect to the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

Maude Crawford Realty, LLC

Michael C. Taylor

By: Michael C. Taylor, Managing Member

Date: 3-31-23

Bridgeville Ski Company, Inc. d/b/a Holiday Mountain

Michael C. Taylor

By: Michael C. Taylor, President

Date: 3-31-23

Sworn to before me this

31 day of March, 2023
Dawn M. Green

Notary Public

DAWN M. GREEN
Notary Public, State of New York
Sullivan County Clerk's # 2764
Commission Expires May 11, 2025

Maude Crawford Realty, LLC Bridgeville Ski Company, Inc.

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

Holiday Mountain Ski & Fun Park



Benefit/Cost Analysis

Prepared by:

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

April, 2023

Holiday Mountain Ski & Fun Park Benefit/Cost Analysis

Background:

Maude Crawford Realty, LLC and Bridgeville Ski Company, Inc. (hereinafter referred to as "Holiday Mountain Ski & Fun Park") has applied for financial assistance for the purchase and upgrade of a facility of the same name in the Town of Thompson (Tax Map Parcel 32-2-59). The project, located at 99 Holiday Mountain Road, involves the rehabilitation of the existing ski area and fun park, including new snow-making equipment connected with underground piping improvements.



It is estimated \$5,000,000 will be invested, including \$2,500,000 to purchase the property (of which an estimated \$1,000,000 represents sales taxable personal property). Another \$2,500,000 is expected to be invested in improving the property, all

Holiday Mountain Ski & Fun Park Benefit/Cost Analysis

of which is expected to represent sales taxable materials costs associated with the installation of new snow-making equipment and associated underground water piping. The investment in rehabilitation of the facility will, assuming 60% goes toward taxable real property improvements, and at a 62% equalization rate, yields an estimated \$930,000 of assessed value for new real property improvements. Maude Crawford Realty, LLC and Bridgeville Ski Company, Inc. have applied to the County of Sullivan Industrial Development Agency (IDA) for real property and sales tax abatements to assist with bringing this project to completion.

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



Holiday Mountain Ski & Fun Park Benefit/Cost Analysis

The following is a summary of the findings from this analysis, including supporting sources forming the basis for the conclusion reached.

Methods and Assumptions:

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

- 1) The rehabilitation aspect of the project involves an estimated \$2,500,000 in sales taxable material and equipment purchases for snow-making equipment and associated underground piping connections. There is, additionally, an estimated \$1,000,000 of sales taxable of personal property that is part of the existing Holiday Mountain Ski & Fun Park acquisition, bringing the total sales taxable amount to \$3,500,000.

- 2) It is assumed, for purposes of this analysis, that all construction activities will occur in 2023. It is further assumed that the IDA will approve a PILOT Agreement under the IDA's [Uniform Tax Exemption Policy Tourism Industry Program](#), the PILOT to apply to the equalized assessed value of the real property (\$1,542,419) plus the estimated costs of improving the real property (\$1,500,000) times the 62% equalization rate for the Town of Thompson. The PILOT schedule is detailed in the table to the right.

Real Property Tax Abatement Schedule		
Year	% Abated	PILOT %
1	100.0%	0.0%
2	100.0%	0.0%
3	100.0%	0.0%
4	100.0%	0.0%
5	100.0%	0.0%
6	10.0%	90.0%
7	20.0%	80.0%
8	30.0%	70.0%
9	40.0%	60.0%
10	50.0%	50.0%
11	60.0%	40.0%
12	70.0%	30.0%
13	80.0%	20.0%
14	90.0%	10.0%
15	100.0%	0.0%

Holiday Mountain Ski & Fun Park Benefit/Cost Analysis

- 3) It is assumed there will be a \$5,000,000 mortgage and mortgage tax abatement will be part of this project.
- 4) It is anticipated this Holiday Mountain Ski & Fun Park project will create or retain 16 new full-time equivalent jobs (40 seasonal part-time and 6 full-time) in Sullivan County at an average salary of \$43,125 per year (based upon \$7,500 per year for part-time and \$65,000 per year for full time).
- 5) Additional annual costs to local government for providing highway maintenance and other non-educational services in the Town of Thompson were estimated based on the annual tax levy per household with a total of six new households attracted (25% of employees x employment multiplier of 1.50).
- 6) Additional school costs are anticipated and are based on an estimated new 2-3 students at an average educational cost of \$16,056 net of state aid.
- 7) Sales taxes from operations are based on a very conservative estimate of \$5,000,000 per year of sales adjusted for inflation, with an estimated 50% being new to Sullivan County as the facility would not continue to operate at the same level without the IDA assistance.
- 8) Cash flow streams from benefits and costs are net present valued using a discount rate of 2.566% ([current interest rate on the public debt](#)). Net present value figures include actual costs of abatements and other costs for 2023 plus discounted values for 2024-2044.

Holiday Mountain Ski & Fun Park Benefit/Cost Analysis

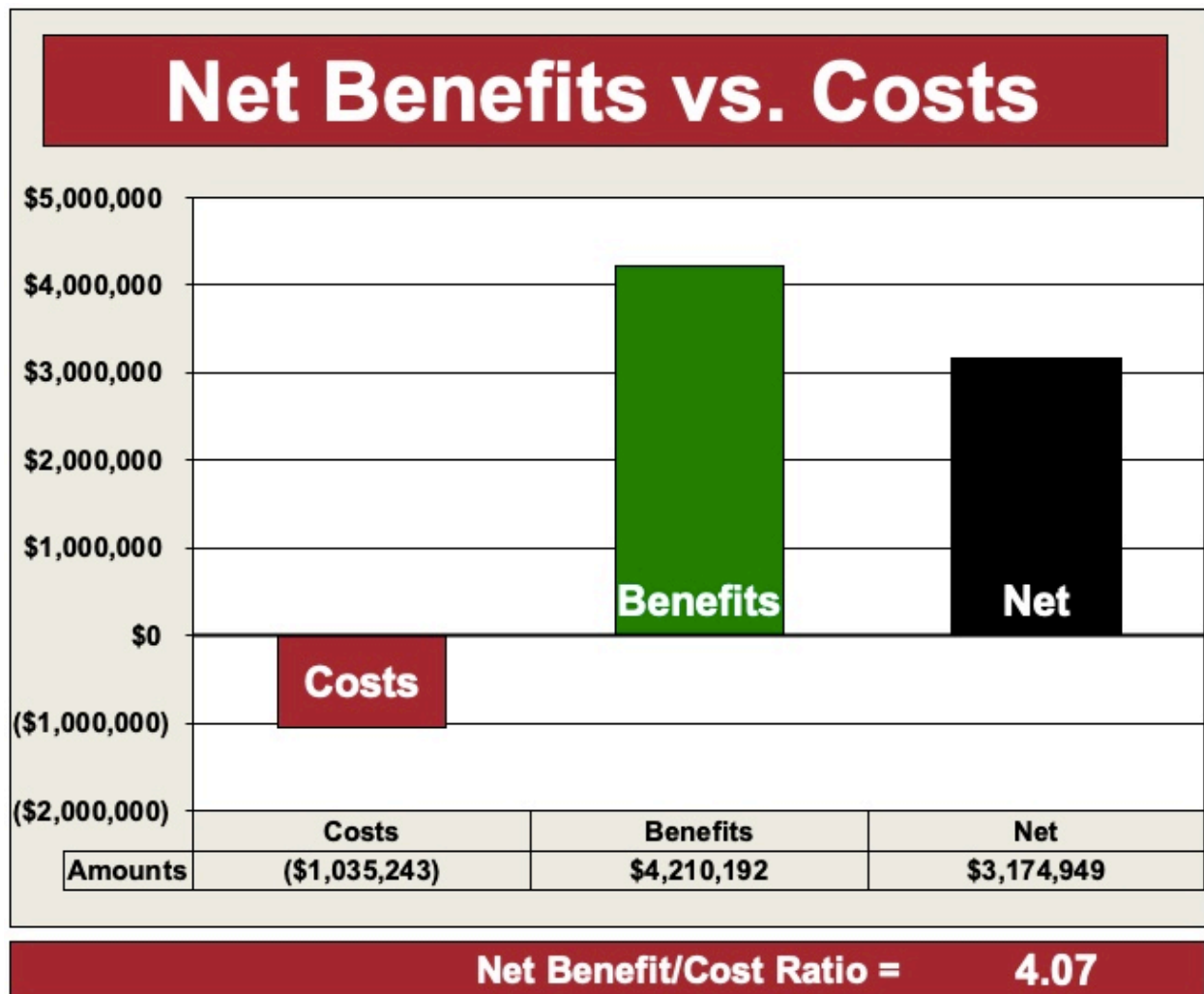
Conclusion:

This project will generate costs of \$550,697 in real property, mortgage and sales tax abatements over the period of the standard PILOT agreement plus five years. Net present value of this equates to a total cost of \$520,043. There are also estimated highway and other municipal costs that, net present value, amount to \$347,462 and school costs (\$167,737 at net present value).

The project benefits, net present value, consist of the new real property taxes that will be generated (\$362,517), the sales taxes from operations (\$3,847,675) and personal income gains, including multiplier effects, (\$3,318,620) total \$7,528,811 over the analysis period.

This yields a positive benefit/cost ratio of 7.27 to 1.00. Leaving aside personal income gains, the ratio is still 4.07 to 1.00.

Holiday Mountain Ski & Fun Park Benefit/Cost Analysis



Holiday Mountain Ski & Fun Park Benefit/Cost Analysis

Cost/Benefit Analysis	
Costs (2023-2044)	
Sales Tax Abatements (County)	\$140,000
Sales Tax Abatements (State)	\$140,000
Mortgage Tax Abatements	\$50,000
Real Property Tax Reductions Net of 485-b Benefits	\$220,697
Sub-Total (Value of All Abatements) =	\$550,697
Net Present Value of Abatements	\$520,043
Additional School Costs	\$167,737
Variable Highway & Other Municipal Costs	\$347,462
Total Costs (Net Present Value)=	\$1,035,243
Benefits (Net Present Value, 2023-2044)	
Real Property Taxes	\$362,517
Sales Taxes (From Operations)	
County	\$1,923,837
State	\$1,923,837
Personal Income Gains (New and Retained Jobs)	\$3,318,620
Total Benefits =	\$7,528,811
Excess Benefits Over Costs =	\$6,493,569
Excess Benefits Over Costs (Net of Income Gains)=	\$3,174,949
Benefits to Costs Ratio =	7.27
Net Benefits to Costs Ratio =	4.07

Holiday Mountain Ski & Fun Park Benefit/Cost Analysis

Economic Analysis of Project and Requested Tax Abatement Program														
FISCAL YEAR	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035		
DESCRIPTION	C1	1	2	3	4	5	6	7	8	9	10	11		
Sales Tax Abatement	\$280,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0		
Mortgage Tax Abatement	\$50,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0		
Real Property Tax Abatement	\$0	\$17,406	\$19,529	\$21,730	\$24,012	\$22,608	\$21,139	\$19,601	\$17,994	\$16,315	\$14,561	\$12,730		
Highway/Other Costs	\$0	\$18,771	\$19,147	\$19,529	\$19,920	\$20,318	\$20,725	\$21,139	\$21,562	\$21,993	\$22,433	\$22,882		
School Costs	\$0	\$9,062	\$9,243	\$9,428	\$9,616	\$9,809	\$10,005	\$10,205	\$10,409	\$10,617	\$10,830	\$11,046		
Real Property Taxes	\$0	\$0	\$0	\$0	\$0	\$3,768	\$7,687	\$11,761	\$15,995	\$20,393	\$24,961	\$29,704		
Personal Income - New/Retained Jobs	\$0	\$175,950	\$183,058	\$186,720	\$190,454	\$194,263	\$198,148	\$202,111	\$206,153	\$210,277	\$214,482	\$218,772		
Indirect Income Benefits	\$0	\$87,975	\$91,529	\$93,360	\$95,227	\$97,132	\$99,074	\$101,056	\$103,077	\$105,138	\$107,241	\$109,386		
Added Sales Tax (Operations)	\$0	\$204,000	\$212,242	\$216,486	\$220,816	\$225,232	\$229,737	\$234,332	\$239,019	\$243,799	\$248,675	\$253,648		

Economic Analysis of Project and Requested Tax Abatement Program													
DESCRIPTION	FISCAL YEAR	2036	2036	2037	2038	2039	2040	2041	2042	2043	2044	TOTALS	
		12	13	14	15	16	17	18	19	20	21	Actual	NPV
Sales Tax Abatement		\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$280,000	\$280,000
Mortgage Tax Abatement		\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$50,000	\$50,000
Real Property Tax Abatement		\$8,657	\$4,415	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$220,697	\$190,043
Highway/Other Costs		\$23,340	\$23,806	\$24,282	\$24,768	\$25,263	\$25,769	\$26,284	\$26,810	\$27,346	\$27,893	\$456,089	\$347,462
School Costs		\$11,267	\$11,492	\$11,722	\$11,957	\$12,196	\$12,440	\$12,689	\$12,942	\$13,201	\$13,465	\$220,177	\$167,737
Real Property Taxes		\$34,626	\$39,734	\$45,032	\$46,851	\$47,788	\$48,744	\$49,719	\$50,713	\$51,727	\$52,740	\$232,409	\$362,517
Personal Income - New/Retained Jobs		\$223,147	\$227,610	\$232,162	\$236,806	\$241,542	\$246,372	\$251,300	\$256,326	\$261,452	\$266,681	\$4,357,106	\$3,318,620
Indirect Income Benefits		\$111,574	\$113,805	\$116,081	\$118,403	\$120,771	\$123,186	\$125,650	\$128,163	\$130,726	\$133,341	\$2,178,553	\$1,659,310
Added Sales Tax (Operations)		\$258,721	\$263,896	\$269,174	\$274,557	\$280,048	\$285,649	\$291,362	\$297,189	\$303,133	\$309,196	\$5,051,717	\$3,847,675

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law will be held by the County of Sullivan Industrial Development Agency ("Agency") on April 21, 2023 at 9:00 a.m., local time, in the Legislative Committee Room, Sullivan County Government Center, 100 North Street, Monticello, New York, in connection with the following matter:

Maude Crawford Realty, LLC ("MCR") and Bridgeville Ski Company, Inc. d/b/a Holiday Mountain ("BSC" together with MCR collectively, the "Company") have submitted an application ("Application"), a copy of which is on file with the Agency, requesting the Agency's assistance with respect to a certain project consisting of the: (i) acquisition, construction, reconstruction, renovation, rehabilitation, installation and equipping of an existing ski and fun park comprised of seven buildings ("Existing Buildings") situate on one (1) parcel of real estate consisting of approximately 152.05± acres located at 99 Holiday Mountain Road, Town of Thompson, County of Sullivan, State of New York and identified on the Town of Thompson tax map as Section 32, Block 2, Lot 59 ("Land"); (ii) acquisition, construction, reconstruction, renovation, rehabilitation, installation and equipping of the Existing Buildings; (iii) acquisition, construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools ("Equipment"); (iv) construction of improvements to the Existing Buildings, the Land and the Equipment (collectively, the Existing Buildings, 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.

The Agency will acquire title to, or a leasehold interest in, the Facility and lease the Facility back to the Company. The Company will operate the Facility during the term of the Lease. At the end of the lease term, the Company will purchase the Facility from the Agency, or if the Agency holds a leasehold interest, the leasehold interest will be terminated. The Agency contemplates that it will provide financial assistance ("Financial Assistance") to the Company in the form of sales and use tax exemption and a mortgage recording tax exemption, consistent with the policies of the Agency, and a partial real property tax abatement.

A representative of the Agency will be at the above-stated time and place to present a copy of the Company's project application and hear and accept written and oral comments from all persons with views in favor of, opposed or otherwise relevant to the proposed Financial Assistance.

Dated: April 6, 2023

By: COUNTY OF SULLIVAN INDUSTRIAL
DEVELOPMENT AGENCY

RESOLUTION

A special meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on April 25, 2023 at 10:00 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	[]	[]
Kathleen Lara	[]	[]

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 OF THE AGENCY APPOINTING MAUDE CRAWFORD REALTY LLC (“MCR”) AND BRIDGEVILLE SKI COMPANY INC. D/B/A HOLIDAY MOUNTAIN (“BSC” TOGETHER WITH MCR COLLECTIVELY, THE “COMPANY”) AS ITS AGENT FOR THE PURPOSE OF ACQUIRING, CONSTRUCTING, RECONSTRUCTING, RENOVATING, REHABILITATING, INSTALLING AND EQUIPPING THE PROJECT (HEREINAFTER DEFINED); MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT; AND AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGENT AND PROJECT AGREEMENT BETWEEN THE AGENCY AND THE COMPANY; AUTHORIZING THE AGENCY TO EXECUTE THE LEASE TO AGENCY

(“LEASE”), LEASEBACK TO COMPANY (“LEASEBACK”), PAYMENT IN LIEU OF TAX AGREEMENT (“PILOT AGREEMENT”) AND RELATED DOCUMENTS WITH RESPECT TO THE ACQUISITION, CONSTRUCTION, RECONSTRUCTION, RENOVATION, REHABILITATION, INSTALLATION AND EQUIPPING OF THE PROJECT

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York ("State"), as amended, and Chapter 560 of the Laws of 1970 of the State, as amended and codified as Section 960 of the General Municipal Law (collectively, the “Act”), the Agency was created with the authority and power to own, lease and sell property as authorized by the Act; and

WHEREAS, on or about March 31, 2023, the Company presented an application to the Agency (“Application”), a copy of which is on file at the office of the Agency, requesting that the Agency consider undertaking a project consisting of the: (i) acquisition, construction, reconstruction, renovation, rehabilitation, installation and equipping of an existing ski and fun park comprised of seven buildings (“Existing Buildings”) situate on one (1) parcel of real estate consisting of approximately 152.05± acres located at 99 Holiday Mountain Road, Town of Thompson, County of Sullivan, State of New York and identified on the Town of Thompson tax map as Section 32, Block 2, Lot 59 (“Land”); (ii) acquisition, construction, reconstruction, renovation, rehabilitation, installation and equipping of the Existing Buildings; (iii) acquisition, construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools (“Equipment”); (iv) construction of improvements to the Existing Buildings, the Land and the Equipment (collectively, the Existing Buildings, 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, it is contemplated that the Agency will (i) designate the Company as its agent for the purpose of reconstructing, renovating, rehabilitating, installing and equipping the Project; (ii) negotiate and enter into an Agent and Project Agreement, the Lease, the Leaseback and the PILOT Agreement with the Company (collectively, the “Transaction Documents”); (iii) hold a leasehold interest in the Land, the improvements and personal property thereon which constitute the Project; and (iv) provide financial assistance to the Company in the form of (a) sales tax exemption for purchases related to the 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; and (c) a mortgage tax exemption for financing related to the Project; and

WHEREAS, the total financial assistance being contemplated by the Agency is greater than \$100,000; and

WHEREAS, the Agency determined that the Application which involves the adaptive reuse of the existing buildings is a Type II Action under SEQR and no further action is required; and

WHEREAS, the Agency has given due consideration to the Application of the Company and to representations by the Company that the proposed financial assistance is an inducement to the Company to undertake the Project; and

WHEREAS, the Agency has considered the following matters as more fully set forth in its Uniform Tax Exemption Policies:

- A. Permanent private sector job creation and retention;
- B. Estimated value of the tax exemption;
- C. Whether the affected taxing jurisdictions shall be reimbursed by the Company if the Project does not fulfill the purposes for which the exemption was granted;
- D. Impact of Project on existing and proposed business or economic development projects;
- E. The amount of private sector investment generated or likely to be generated by the Project;
- F. Demonstrated public support for the Project;
- G. Likelihood of accomplishing the Project in a timely fashion;
- H. Environmental impact;
- I. Extent to which the Project will require additional services including, but not limited to educational, police, transportation, EMS and fire;
- J. Extent to which the Project will provide additional revenues; and
- K. A Cost Benefit Analysis.

; and

WHEREAS, the Agency desires to encourage the Company to advance the job opportunities, health, general prosperity and economic welfare of the people of Sullivan County, New York by providing the contemplated financial assistance and undertaking the Project; and

WHEREAS, the Executive Director has negotiated the Transaction Documents with the Company; and

WHEREAS, the Transaction Documents have been prepared by Agency Counsel.

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

- Section 1. The Company has presented to the Agency, among other things:
- (A) An Application in form acceptable to the Agency; and
 - (B) A Cost/Benefit Analysis relating to the proposed financial assistance.
- Section 2. Based upon (i) the representations made by the Company to the Agency and (ii) related documents, the Agency hereby determines that:
- (A) The Project consists of the adaptive reuse of existing buildings;

- (B) The Project is a Type II action under SEQR 6 NYCCR 617.5(c)(2) and accordingly, no further action is needed; and
- (C) The Project qualifies for financial assistance under the Agency's Uniform Tax Exemption Policy.

A copy of this resolution, together with any 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 3. The Agency has determined that the proposed financial assistance exceeds the sum of \$100,000.00 and therefore a public hearing on due notice was held on April 21, 2023 at 9:00 a.m., local time, in the Legislative Committee Room, Sullivan County Government Center, 100 North Street, Monticello, New York at which hearing comments relating to the proposed financial assistance were solicited. Said public hearing was open to the general public and public notice of the time and place of said public hearing was duly given in accordance with the applicable provisions of the General Municipal Law of the State.

Section 4. Based upon representations made by the Company to the Agency, the Agency hereby makes, finds and determines as follows:

- (A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act;
- (B) It is desirable and in the public interest for the Agency to (i) acquire an interest in the Land and to take a leasehold interest in the improvements and personal property constituting the Project; (ii) appoint the Company as its agent for purposes of reconstructing, renovating, rehabilitating, installing and equipping the Project, and (iii) lease the Land, improvements and personal property constituting the Project to the Company pursuant to the Lease and the Leaseback, subject to the PILOT Agreement;
- (C) The Agency has the authority to take the actions contemplated therein under the Act; and
- (D) The action to be taken by the Agency will induce the Company to develop the Project, thereby increasing employment opportunities in the County and otherwise furthering the purposes of the Agency as set forth in the Act.

Section 5. Subject to the Company executing an Agent and Project Agreement in form and substance approved by the Executive Director, the Agency hereby authorizes the Company to proceed with the acquisition, construction, reconstruction, renovation, rehabilitation, installation and equipping of the Project and hereby appoints the Company as the true and lawful agent of the Agency to acquire, construct, reconstruct, renovate, rehabilitate, install and equip the Project on behalf of the Agency; with the authority to delegate its status as agent of the Agency to the Company's agents, subagents, contractors, subcontractors, suppliers, vendors and

other such parties as the Company may choose. The appointment described above includes the following activities as they relate to the acquisition, construction, reconstruction, renovation, rehabilitation, installation and equipping of the Project, whether or not the materials, services or supplies described below are incorporated into or become an integral part of the Project; (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with the acquisition, construction, reconstruction, renovation, rehabilitation, installation and equipping of the Project; (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description in connection with the acquisition, construction, reconstruction, renovation, rehabilitation, installation and equipping of the Project; and (iii) all purchases, leases, rentals and uses of equipment, machinery, and other tangible personal property (including installation costs with respect thereto), installed or placed in, upon or under the Project, including all repairs and replacements of such property. This Agency appointment includes the power to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agents for the Agency, and in general to do all things which may be requisite or proper for completing the Project, all with the same powers and with the same validity as the Agency could do if acting on its own behalf. The aforesaid appointment of the Company as agent of the Agency to reconstruct and equip the Project shall expire on October 31, 2023 if the Transaction Documents have not been executed and delivered.

Section 6. Based upon the representation and warranties made by the Company in its application for financial assistance, the Agency hereby authorizes and approves the Company, as its agent, to make purchases of goods and services relating to the Project and that would otherwise be subject to New York State and local sales and use tax in an amount up to \$3,500,000, which result in New York State and local sales and use tax exemption benefits ("sales and use tax exemption benefits") not to exceed \$280,000. The Agency agrees to consider any requests by the Company for increase to the amount of sales and use tax exemption benefits authorized by the Agency upon being provided with appropriate documentation detailing the additional purchases of property or services.

Section 7. Pursuant to Section 875(3) of the New York General Municipal Law, the Agency may recover or recapture from the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, any sales and use tax exemption benefits taken or purported to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, is not entitled to the sales and use tax exemption benefits; (ii) the sales and use tax exemption benefits are in excess of the amounts authorized to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project; (iii) the sales and use tax exemption benefits are for property

or services not authorized by the Agency as part of the Project; or (iv) the sales and use tax exemption benefits are taken in cases where the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project. As a condition precedent of receiving sales and use tax exemption benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, must (i) cooperate with the Agency in its efforts to recover or recapture any sales and use tax exemption benefits, and (ii) promptly pay over any such amounts to the Agency that the Agency demands.

Section 8. The Transaction Documents which were negotiated by the Executive Director are hereby approved as to form and substance on condition that: (i) the payments under the Leaseback include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project; and (ii) the terms of the PILOT Agreement are consistent with the Agency's Uniform Tax Exemption Policy.

Section 9. The Chairperson or Executive Director of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Transaction Documents in the form presented at this meeting all with such changes, variations, omissions and insertions as the Chairperson or Executive Director of the Agency shall approve, the execution thereof by the Chairperson or Executive Director of the Agency to constitute conclusive evidence of such approval.

Section 10. The officers, employees and agents of the Agency are hereby authorized and directed in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of this resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 11. It is hereby found and determined that all formal actions of the Agency concerning and relating to the adoption of this resolution were adopted in an open meeting of the Agency; and that all deliberations of the Agency and of any of its committees that resulted in such formal action were in meetings open to the public, in compliance with all legal requirements.

Section 12. The Executive Director or Counsel to the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company; and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 13. This resolution shall take effect immediately.

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

Suzanne Loughlin	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Edward T. Sykes	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Carol Roig	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Howard Siegel	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Scott Smith	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Paul Guenther	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Sean Brooks	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Philip Vallone	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Kathleen Lara	<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 April 25, 2023 at 10:00 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	[]	[]
Kathleen Lara	[]	[]

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
Kathleen Lara	[] 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 25^h day of April, 2023.

Carol Roig, Secretary

RESOLUTION

A special meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on April 25, 2023 at 10:00 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	[]	[]
Kathleen Lara	[]	[]

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 AND APPROVING A REVOLVING LOAN
FUND LOAN TO COCHECTON HOLDINGS, LLC AND COCHECTON
SPIRITS INC.***

WHEREAS, on December 20, 2022, Cochection Holdings, LLC (“Holdings”) and Cochection Spirits Inc. (“Spirits” and together with Holdings, jointly the “Borrower”) submitted a Rural Microentrepreneur Assistance Program (“RMAP”) Loan application to the Agency for a loan in the principal amount of \$45,000.00 to purchase a direct current fast charging vehicle station; and

WHEREAS, the Agency's RMAP Loan Committee reviewed the application and on December 27, 2022, recommended approval of the loan; and

WHEREAS, on January 9, 2023, the Agency approved a \$45,000 RMAP Loan to the Borrower in pari passu with a loan of equal amount from the County of Sullivan ("County"); and

WHEREAS, on January 19, 2023, the County Legislature authorized a Main Street Business Revolving Loan Fund loan in the amount of \$45,000 in pari passu with a loan of equal amount from the Agency; and

WHEREAS, since the date the County approved this loan, for administrative reasons the County has enacted a moratorium on new loans; and

WHEREAS, the Agency wishes to assist the Borrower in bringing the project to completion by making a loan in the amount of \$90,000; and

WHEREAS, the Agency's RMAP Fund has a maximum loan amount of \$50,000; and

WHEREAS, the Agency wishes to make a \$90,000 loan from its Revolving Loan Fund instead of its RMAP Fund; and

WHEREAS, the Revolving Loan Fund guidelines include the following:

- Projects involving capital improvements without corresponding job creation are ineligible.
- All funded projects must create or retain one full-time job for each \$10,000 borrowed.
- Loan terms are generally limited to 7 years; and

WHEREAS, the Agency acknowledges that this loan diverges from the above guidelines as follows:

- This project involves capital improvements without corresponding job creation.
- This project is not expected to directly create or retain jobs.
- The loan term proposed is 10 years; and

WHEREAS, the Agency is authorized to waive loan fund guidelines and given the delay involving this Borrower's application to the Agency and County, the Agency wishes to waive certain of the fund's guidelines.

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

Section 1. The Agency hereby waives the Revolving Loan Fund's requirements, as follows:

- This project involves capital improvements without corresponding job creation.
- This project is not expected to directly create or retain jobs.
- The loan term proposed is 10 years.

In making the foregoing waivers, the Agency has considered, among other facts, the following:

- The long delay in funding the previously approved RMAP loan which included a requirement that the Borrower contemporaneously close on a \$45,000 loan from the County.
- The need for the type of project proposed, which will bring a needed vehicle charging station to a part of the County where a convenient charging station is not currently available.

Section 2. In reliance of the waivers made in Section 1, the Agency hereby approves a \$90,000 loan from the Revolving Loan Fund to the Borrower.

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, 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 resolution.

Section 4. This resolution 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	<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
Kathleen Lara	<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 April 25, 2023 at 10:00 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	[]	[]
Kathleen Lara	[]	[]

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
Kathleen Lara	[] 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 25th day of April, 2023.

Carol Roig, Secretary