

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 Garigliano, Esq., IDA Counsel

FROM: Jennifer Flad, Executive Director

DATE: April 4, 2023

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

Date: Monday, April 10, 2023
Time: 4:00 PM **(NOTE CHANGE IN TIME)**
Location: Legislative Hearing 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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**MEETING AGENDA
MONDAY, APRIL 10, 2023**

I. CALL TO ORDER

II. ROLL CALL

III. APPROVAL OF MEETING MINUTES

March 30, 2023 Special Meeting

IV. BILLS AND COMMUNICATIONS

V. STAFF REPORT

VI. NEW BUSINESS

Resolution: Authorizing the Chairperson and Executive Director of the Agency, Each Acting Individually, to Execute and Deliver That Certain Third Amended Installment Sale Agreement and That Certain Third Amended Agreement for Payments in Lieu of Taxes By and Between the Agency and West Delaware Hydro Associates L.P. and Any and All Related Documents, Agreements, Instruments and Certificates

Resolution: Authorizing and Approving the Execution and Delivery of Any and All Agreements, Certificates, Documents and Instruments Necessary to Apply to the United States Department of Agriculture for a Rural Business Development Grant

Discussion and Approval: Write off Rural Microentrepreneur Assistance Program Loan to ND Pro Media Inc.

Discussion: Application for Benefits from Maude Crawford Realty LLC and Bridgeville Ski Company, Inc. d/b/a Holiday Mountain

Any and All Other Business Before the Board

VII. PUBLIC COMMENT AND ADJOURN

##

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

548 Broadway

Monticello, New York 12701

Tel: (845) 428-7575

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SPECIAL MEETING MINUTES

Thursday, March 30, 2023

I. CALL TO ORDER

Chairperson Loughlin called to order the special meeting of the County of Sullivan Industrial Development Agency at approximately 2:02 PM 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
Howard Siegel
Scott Smith
Kathleen Lara

Members Absent-

Paul Guenther (*By teleconference)
Philip Vallone (*By teleconference)
Sean Brooks (Arrived approximately 2:05 PM)

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
Andrew Arias, Cooper Arias, LLP

Ms. Loughlin welcomed Kathleen Lara to the Board.

III. APPROVAL OF MEETING MINUTES

On a motion made by Mr. Smith, and seconded by Mr. Sykes, the Board approved the March 13, 2023 regular meeting minutes.

IV. NEW BUSINESS

On a motion made by Mr. Siegel, and seconded by Mr. Sykes, the Board reviewed and discussed resolutions extending the sales tax abatement periods for the **Empire Resorts Real Estate I, LLC** and **Empire Resorts Real Estate II, LLC** projects. These are the golf course and Alder Hotel, respectively, in the Town of Thompson. Ms. Lara recused herself from the discussion as she is the Chair of the

Town of Thompson Planning Board. Ms. Flad briefly summarized the status of the projects. There being no further discussion, the Board voted and the resolutions were adopted with Ms. Loughlin, Mr. Sykes, Ms. Roig, Mr. Siegel, and Mr. Smith in favor, Ms. Lara abstained, none opposed, and Mr. Guenther, Mr. Vallone, and Mr. Books absent.

Mr. Brooks entered the meeting.

On a motion made by Mr. Sykes and seconded by Mr. Smith, the Board discussed a resolution amending prior resolutions relating to **Fay Hospitality Catskills LLC**'s proposed acquisition of the Villa Roma Resort and Conference Center. The proposed resolution will extend the Agency's authorization for Fay to act as Agent of the Agency until May 31, 2023, and will require an additional escrow deposit. Ms. Loughlin called the question, the Board voted, and the resolution was adopted with Ms. Loughlin, Mr. Sykes, Ms. Roig, Mr. Siegel, Mr. Smith, Mr. Brooks, and Ms. Lara in favor, none abstained, none opposed, and Mr. Guenther and Mr. Vallone absent.

On a motion made by Mr. Siegel and seconded by Mr. Smith, the Board discussed a resolution authorizing a note and mortgage modification and extension agreement securing a loan made to Supermarket Parts Warehouse, Inc. by Ulster Savings Bank. Supermarket Parts Warehouse, Inc. is a tenant of **BRR Brothers III LLC**, which is party to a straight lease transaction with the Agency. Mr. Garigliano explained that Agency authorization is necessary because the Agency is a party to the mortgage securing the loan, and holds title to the project parcel in the Town of Fallsburg. Ms. Loughlin called the question, the Board voted, and the resolution was adopted with Ms. Loughlin, Mr. Sykes, Ms. Roig, Mr. Siegel, Mr. Smith, Mr. Brooks, and Ms. Lara in favor, none abstained, none opposed, and Mr. Guenther and Mr. Vallone absent.

Mr. Arias gave a brief presentation on the 2022 audited financial statements. Ms. Flad summarized the 2022 Public Authorities Reporting Information System (PARIS) Reports. On a motion made by Mr. Siegel and seconded by Mr. Smith, the Board voted and accepted the financial information contained in the PARIS Reports.

Ms. Flad referred to the 2022 Board Self-Evaluation Forms, the results of which have been compiled and presented to the Board. There were no questions and no further discussion.

V. PUBLIC COMMENT AND ADJOURN

On a motion made by Mr. Brooks and seconded by Mr. Smith, the Board adjourned the meeting at approximately 2:28 PM.

Respectfully submitted:
Jennifer Flad, Executive Director

##

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

548 Broadway, Monticello, NY 12701

845-428-7575

SCHEDULE OF PAYMENTS: April 10, 2023

No.	Vendor	Description	Amount
1	Bluestein, Shapiro, Frank & Barone	Legal fees re: Fay Hospitality	\$ 1,740.00
2	Cardmember Services	Zoom, GoDaddy, GoToMyPC, Adobe, Document Recording Fees (<i>pass-through</i>).	\$ 630.09
3	Charter Communications	Phone and Internet Service April 2023	\$ 279.95
4	Cooper Arias, LLP	2022 Financial Audit	\$ 15,000.00
5	Deborah Nola	Accounting & Payroll Services- April 2023	\$ 500.00
11	Kristt Kelly Office Systems Corp	Office supplies (toner, paper, signs, notepads)	\$ 170.99
12	New Southern Tier Title Agency	Office Rent: May 2023	\$ 2,700.00
14	Sullivan County Democrat	Legal notices	\$ 221.42
15	Walter F. Garigliano, Esq.	Legal fees re: Fay Hospitality (<i>pass through</i>)	\$ 7,700.00
16	Walter F. Garigliano, Esq.	April 2023 Retainer	\$ 250.00
17	USDA Rural Development	RMAP Loan Payment April 2023	\$ 2,370.41
TOTAL			\$ 31,562.86

I certify that the payments listed above were audited by the Board of the IDA on April 10, 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.

4/10/2023

Signature

Date

Expenses Approved and Paid Since Last Regular Meeting (3/13/23)

No.	Vendor	Description	Amount
1			
2			

Other Expenses and Items Paid Since Last Regular Meeting (3/13/23)—no approval required

No.	Vendor	Description	Amount
1	Payroll Expenses	Payroll Check Dates: 3/24/23, 4/7/23	\$ 22,253.84
2	FP Mailing Solutions	Postage for Postage Meter 3/9/23	\$ 200.00
3	Daniel Pierce Library & Fallsburg Library	Reissuance of 2023 PILOT Distribution #2	\$ 3,628.20
TOTAL			\$ 26,082.04

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

March 29, 2023

The IDA Board held its regular monthly meeting on March 13th, at which time the Board adopted the following resolutions:

- Resolution authorizing first quarter 2023 payment to the Partnership for Economic Development in Sullivan County, Inc.
- Resolution directing the recapture of unauthorized sales and use tax benefits from Amytra Development LLC, Eldred Entertainment, LLC, and Eldred Hospitality, LLC (Eldred Preserve/ Homestead Project in the Town of Highland)
- Resolution authorizing the amendment of the Payment in Lieu of Taxation (PILOT) Agreement with FSH Lodge at Neversink, LLC and 7491 State Route 55 Property Co., LLC to require financial security to secure future PILOT payments (former New Age Health Spa in the Town of Neversink)
- Resolution authorizing the amendment of the Adelaar Developer , LLC PILOT Agreement to authorize the acceptance of a guaranty from EPR Properties to secure the 2024 PILOT payment (Kartrite Waterpark Resort in the Town of Thompson)
- Resolution extending the sales tax abatement period for the Doetsch Family III, LLC Old Ross House Project (small lodging facility in the Town of Delaware)

At the meeting the Board also reviewed and approved its Mission Statement, Performance Measurements, Procurement Policy, Investment Policy, and Disposition of Real Property Guidelines.

The Sullivan County Funding Corp. (SCFC) and Sullivan County Infrastructure Local Development Corporation (TSCIDLC) also met on March 13th to review and approve their Mission Statements, Performance Measurements, Procurement Policies, Investment Policies, and Disposition of Real property Guidelines.

During March IDA completed the distribution of its 2023 payments in lieu of tax (PILOTs). This year we collected PILOTs from 58 projects, in the total amount of \$5,930,279.27. One hundred percent of PILOT monies were distributed to the County of Sullivan, fourteen towns, four villages, and eight school districts.

The IDA, SCFC, and TSCILDC Boards will hold special meetings on March 30th to review and approve their 2022 audited financial statements and Public Authorities Reporting Information System (PARIS) Reports.

The next regular meeting of the IDA Board is scheduled for Monday, April 10th. The meeting time has changed from 11:00 AM to 4:00 PM. The meeting will be held in the Legislative Hearing Room at the Sullivan County Government Center.

##

RESOLUTION

The regular meeting of County of Sullivan Industrial Development Agency (“Agency”) was convened on April 10, 2023 at 4:00 p.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 THE CHAIRPERSON AND EXECUTIVE DIRECTOR OF THE AGENCY, EACH ACTING INDIVIDUALLY, TO EXECUTE AND DELIVER THAT CERTAIN THIRD AMENDED INSTALLMENT SALE AGREEMENT AND THAT CERTAIN THIRD AMENDED AGREEMENT FOR PAYMENTS IN LIEU OF TAXES BY AND BETWEEN THE AGENCY AND WEST DELAWARE HYDRO ASSOCIATES L.P. (“COMPANY”) AND ANY AND ALL RELATED DOCUMENTS, AGREEMENTS, INSTRUMENTS AND CERTIFICATES

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

WHEREAS, on or about October 1, 1987, the Agency and the Company entered into an Installment Sale Agreement, dated as of October 1, 1987 (“ISA”) pursuant to which the Agency appointed the Company as its agent to (i) acquire, construct, install and equip a hydroelectric generating facility (“Building”) on two (2) parcels of real estate consisting of approximately 2.465± acres located in the Town of Neversink (“Town”), County of Sullivan (“County”), State (“Land”); (ii) acquire and install thereon and therein certain fixtures, machinery, equipment and tools (“Equipment”); (iii) construct improvements to the Building, the Land and the Equipment (collectively, the Building, the Land and the Equipment are referred to as the “Facility”); and (iv) finance a portion of the costs of the foregoing; and

WHEREAS, the Agency took an interest in the Land in the form of an easement pursuant to that certain Indenture, made as of October 1, 1987 from the Company to the Agency and sold the Facility in installments to the Company pursuant to the ISA subject to that certain Agreement for Payments in Lieu of Taxes, dated as of February 1, 1986 by and between the Agency and the Company; and

WHEREAS, on or about December 31, 2007, the Agency entered into that certain First Amendment to Installment Sale Agreement and that certain First Amendment to Agreement for Payments in Lieu of Taxes to extend the termination dates thereof for five (5) years; and

WHEREAS, on or about December 31, 2012, the Agency entered into that certain Second Amendment and Extension to Installment Sale Agreement and that certain Second Amendment and Extension to Agreement for Payments in Lieu of Taxes to extend the termination dates thereof for ten (10) years; and

WHEREAS, on or about March 9, 2023, the Company and the Town jointly requested that the Agency further extend the project termination date; and

WHEREAS, on or about March 22, 2023, Jennifer Flad, Executive Director of the Agency caused a Notice of Deviation from the Agency’s Uniform Tax Exemption Policy to be sent to the County, Town and Tri-Valley Central School; and

WHEREAS, the Agency contemplates authorizing the execution and delivery of a certain Third Amendment to Installment Sale Agreement (“Third Amended ISA”) and a certain Third Amendment to Agreement for Payments in Lieu of Taxes (“Third Amended PILOT”).

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

Section 1. The Chairperson and Executive Director of the Agency, each acting individually, is hereby authorized, on behalf of the Agency, to execute and deliver the Third Amended ISA and the Third Amended PILOT in the form approved by Counsel to the Agency and with such changes, variations, omissions and insertions as the Chairperson and Executive Director of the Agency shall approve, the execution thereof by the Chairperson and Executive Director of the Agency to constitute conclusive evidence of such approval.

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 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 resolutions were 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 April 10, 2023 at 4:00 p.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 10th day of April, 2023.

Carol Roig, Secretary

RESOLUTION

A regular meeting of County of Sullivan Industrial Development Agency (“Agency”) was convened on April 10, 2023 at 4:00 p.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, General Counsel

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

Resolution No. ____ - 23

RESOLUTION AUTHORIZING AND APPROVING THE EXECUTION AND DELIVERY OF ANY AND ALL AGREEMENTS, CERTIFICATES, DOCUMENTS AND INSTRUMENTS NECESSARY TO APPLY TO THE UNITED STATES DEPARTMENT OF AGRICULTURE (“USDA”) FOR A RURAL BUSINESS DEVELOPMENT GRANT (“RBDG”) NUNC PRO TUNC EFFECTIVE FEBRUARY 28, 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, on February 28, 2023 the Agency applied for an RBDG to assist in the development and expansion of Sullivan County agriculture businesses and/or food and beverage businesses; and

WHEREAS, the proposed project will create and retain jobs, enable local businesses to grow, expand and enhance the overall economy of Sullivan County; and

WHEREAS, funding is sought to purchase equipment to be leased to the ultimate recipient business; and

WHEREAS, the Agency wishes to formally authorize the execution and delivery to the USDA any and all related agreements, certificates, documents and instruments necessary in connection with the application for the RBDG.

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

Section 1. The Chairperson or Executive Director of the Agency, each acting individually, are hereby authorized, on behalf of the Agency, to execute and deliver any and all related agreements, certificates, documents and instruments necessary to make the application for an RBDG all in the form approved by Counsel to the Agency and with such changes, variations, omissions and insertions as the Chairperson or Executive Director shall approve, the execution thereof by the Chairperson or Executive Director to constitute conclusive evidence of such approval.

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 nunc pro tunc effective February 28, 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	[] 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

The resolution was thereupon duly adopted.

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

I, the undersigned Secretary (or Assistant) 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 10, 2023 at 4:00 p.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 10th day of April, 2023.

Carol Roig, Secretary

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY
548 Broadway
Monticello, New York 12701
845-428-7575
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.: _____

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

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

Benefits= Economic Development

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

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

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

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