

THE AGENCY

BROOME COUNTY IDA / LDC

BROOME COUNTY LOCAL DEVELOPMENT CORPORATION

GOVERNANCE COMMITTEE MEETING

September 15, 2021 – 11:45 a.m.
The Agency Conference Room, 2nd Floor
FIVE South College Drive, Suite 201
Binghamton, NY 13905

REVISED AGENDA

1. Call to Order R. Bucci
2. Accept the July 21, 2021 Governance Committee Meeting Minutes R. Bucci
3. Public Comment R. Bucci
4. Review/Discussion/Recommendation of the Broome County Local Development Corporation (The "Issuer") (i) Taking Official Action Toward the Issuance of up to \$55,550,000.00 Principal Amount of Continuing Care Retirement Community Revenue Refunding Bonds for the Purpose of Financing a Certain Project (as Set Forth Below) for the Benefit of Good Shepherd Village at Endwell, Inc.; (ii) Describing the Forms of Financial Assistance Being Contemplated by the Issuer with Respect to Such Project; and (iii) Authorizing a Public Hearing with Respect to Such Financing and the Undertaking of Such Project S.Duncan
5. Adjournment R. Bucci

**BROOME COUNTY LOCAL DEVELOPMENT CORPORATION
GOVERNANCE COMMITTEE
July 21, 2021 - 11:45 a.m.
FIVE South College Drive
The Agency Community Room
Binghamton, NY 13905**

PRESENT: R. Bucci, J. Peduto, B. Rose, C. Sacco, D. Crocker and D. Gates

GUESTS: Howard Rittenberg, Levene, Gouldin & Thompson; 50 Front St. Associates, LLC
Cindy O'Brien, Broome County Legislature

ABSENT: None

STAFF: S. Duncan, T. Gray, N. Abbadessa, C. Hornbeck, B. O'Bryan, T. Ryan and A. Williamson

COUNSEL: J. Meagher (via Teleconference)

PRESIDING: R. Bucci

AGENDA ITEM 1: Chairman Bucci called the meeting to order at 11:45 a.m.

AGENDA ITEM 2: Accept the February 17, 2021 Governance Committee meeting transcript. Chairman Bucci stated that the transcript was sent to committee members to review; any changes or revisions were forwarded back. Hearing no comments, Chairman Bucci stated the transcript is accepted, for the record.

MOTION: No motion necessary.

AGENDA ITEM 3: Public Comment: None

AGENDA ITEM 4: Review/Discussion/Recommendation to Authorize the Executive Director to Request American Rescue Plan Funds in the Amount of \$3,500,000.00 from Broome County, Subject to Approval by the Broome County Legislature for the Purpose of Economic Development, Including, but not Limited to Grants and Other Financial Assistance for Site Development and Other Economic Priorities to Advance the Interests of the Citizens of Broome County. Ms. Duncan stated that the county received American Rescue Plan funds. After several discussions with the county executive's office, the chairman and members of the legislature, the LDC is requesting \$3,500,000.00 of the American Rescue Plan funds.

The LDC will use these funds to create a partnership project for site development; whether it's site mediation, in the form of grants or long-term loan assistance. Today's action would allow the LDC to accept those funds, contingent upon the actions of the legislature. Chairman Bucci asked if there were questions; hearing none, requested a motion.

MOTION: To Recommend the Request to the full Board for Consideration. On a MOTION by Ms. Sacco, seconded by Mr. Peduto, the MOTION CARRIED UNANIMOUSLY.

AGENDA ITEM 5: Adjournment: Chairman Bucci asked for a Motion for Adjournment.

MOTION: On a MOTION by Mr. Rose, seconded by Mr. Gates, the MOTION CARRIED UNANIMOUSLY and the meeting was adjourned at 11:49 a.m.

The next scheduled meeting of the BCLDC Governance Committee is to be determined.

APPLICATION FOR BENEFITS / LDC

INSTRUCTIONS

1. The Agency/**LDC** will not consider any application unless, in the judgment of the Corporation, said application contains sufficient information upon which to base a decision whether to approve or tentatively approve an action.
2. Fill in all blanks, using "none" or "not applicable" or "N/A" where the question is not appropriate to the project which is the subject of this application (the Project).
3. If an estimate is given as the answer to a question, put "est." after the figure or answer, which is estimated.
4. If more space is needed to answer any specific question, attach a separate sheet.
5. When completed, return one (1) hard copy of this application and one (1) electronic copy to the Agency/**LDC** at the address indicated on the application.
6. The Agency/**LDC** will not give final approval to the application until the Corporation receives a completed environmental assessment form concerning the Project which is the subject of this application.
7. Please note that all records in the possession of the Agency/**LDC** (with certain limited exceptions) are open to public inspection and copying. If the applicant feels that there are certain elements of the Project which are in the nature of trade secrets or information, the nature of which is such that if disclosed to the public or otherwise widely disseminated would cause substantial injury to the applicant's competitive position, the applicant may identify such elements in writing and request such elements be kept confidential.
8. The Agency/**LDC** has established a non-refundable application fee of One Thousand (\$1,000) Dollars to cover the anticipated costs of processing this application. A check or money order payable to the Agency/**LDC** must accompany each application. THIS APPLICATION WILL NOT BE ACCEPTED BY THE CORPORATION UNLESS ACCOMPANIED BY THE APPLICATION FEE.
9. The Agency/**LDC** has established a project fee for each project in which the Corporation participates. THIS PROJECT FEE of 1% of the total Project cost IS REQUIRED TO BE PAID BY THE APPLICANT AT OR PRIOR TO THE GRANTING OF ANY FINANCIAL ASSISTANCE BY THE AGENCY/**LDC**. THE APPLICANT IS REQUIRED TO PAY THE AGENCY/**LDC** FIVE THOUSAND (\$5,000) DOLLARS OF THE PROJECT FEE WITHIN 7 DAYS OF THE APPROVAL OF THE PROJECT. PLEASE NOTE THIS FEE IS NON-REFUNDABLE. THE REMAINING BALANCE OF THE PROJECT FEE IS DUE AT TIME OF CLOSING. Failure to close the Bond Project within six (6) months after approval will terminate the Bond agreement. However, a six (6) month extension may be requested by the applicant, but must include an additional FIVE THOUSAND (\$5,000) non-refundable fee. Approval of the extension is at the discretion of The Agency's Executive Director. The additional FIVE THOUSAND (\$5,000) fee will be deducted from The Agency's Project Fee at the time of closing. The applicant will also be expected to pay to The Agency/**LDC** all actual costs incurred in connection with the application including all costs incurred by general counsel and bond counsel. In addition, any cost associated with a requested change, modification or alteration to the Bond agreement during the term of the agreement including, but not limited to refinancing, renaming, reassignment and Bond termination shall be the responsibility of the applicant. The applicant will also be expected to pay to the Agency/**LDC** all actual costs incurred in connection with the application including all costs incurred by general counsel and bond counsel.
10. The Agency/**LDC** will charge annually an administrative fee of \$1,500 to cover ongoing compliance and oversight; the fee shall be payable January 1 of each year until all financing documents shall terminate and be discharged and satisfied.

APPLICATION FOR FINANCIAL ASSISTANCE

APPLICANT

NAME: Good Shepherd Village at Endwell, Inc.

APPLICANT'S STREET ADDRESS: 32 Village Drive

CITY: Endwell

STATE: NY

ZIP: 13760

PHONE: 607-757-3100

NAME OF PERSON(S) AUTHORIZED TO SPEAK FOR APPLICANT WITH RESPECT TO THIS APPLICATION:

Michael J. Keenan

PHONE: 607-484-6056

TITLE: President/CEO

EMAIL: MK@GoodShepherdCommunities.org

APPLICANT'S COUNSEL

NAME: Mark Gorgos

FIRM: Coughlin & Gerhart

EMAIL: MGorgos@cglawoffices.com

ADDRESS: 99 Corporate Drive

CITY: Binghamton

STATE: NY

ZIP: 13904

PHONE: 607-723-9511

APPLICANT'S ACCOUNTANT

NAME: Kyle Edkin

FIRM: Bonadio & Co, LLP

EMAIL: kedkin@bonadio.com

ADDRESS: 171 Sully's Trail

CITY: Pittsford

STATE: NY

ZIP: 14534

PHONE: 585-200-5234

PLEASE OUTLINE ON A SEPARATE SHEET OF PAPER ANY OTHER PROFESSIONALS INVOLVED IN THE PROJECT (I.E., DESIGN PROFESSIONAL, GENERAL CONTRACTOR).

PROJECT SUMMARY

A: TYPE OF PROJECT:

☒

NOT-FOR-PROFIT

☐

OTHER-SPECIFY

B: EMPLOYMENT IMPACT (BROOME COUNTY): EXISTING/RETAINED JOBS:

175-200

NEW JOBS:

0

C: PROJECT COST: \$

55,000,000

D: AMOUNT OF BONDS REQUESTED: \$

55,550,000

E: AMOUNT OF NEW MORTGAGE(S) REQUIRED FOR PROJECT: \$

16,450,000

APPLICANT INFORMATION

EMPLOYER'S FEDERAL ID NO.

20-5580506

NAICS CODE

623311

1. INDICATE TYPE OF BUSINESS ORGANIZATION OF APPLICANT:

☒

CORPORATION INCORPORATED IN WHAT COUNTRY

USA

WHAT STATE

NY

DATE INCORPORATED

2006

TYPE OF CORPORATION

501(c)(3)

AUTHORIZED TO DO BUSINESS IN NEW YORK:

☒

YES

☐

NO

2. IS THE APPLICANT A SUBSIDIARY OR DIRECT OR INDIRECT AFFILIATE OF ANY OTHER ORGANIZATION(S)? IF SO, NAME OF RELATED ORGANIZATION(S) AND RELATIONSHIP:

FGS, Inc. d/b/a Good Shepherd Communities (parent company)

MANAGEMENT OF APPLICANT

List all Board of Directors

NAME AND HOME ADDRESS	OFFICE HELD	OTHER PRINCIPAL BUSINESS
See Attachment A for complete list of Board members		

WITHIN THE PAST FIVE YEARS HAS THE APPLICANT, ANY AFFILIATE, ANY PREDECESSOR ORGANIZATION OR ENTITY, DIRECTOR, OFFICER, OR ANY CONTRACTOR AFFILIATED WITH THE PROPOSED PROJECT BEEN THE SUBJECT OF:

1. an indictment, judgment, conviction, or a grant of immunity, including pending actions, for any business-related conduct constituting a crime? ☐ YES ☒ NO
2. a government suspension or debarment, rejection of any bid or disapproval of any proposed contract, including pending actions, or for lack of responsibility? ☐ YES ☒ NO
3. any final governmental determination of a violation of any public works law or regulation, or labor law regulation? ☐ YES ☒ NO
4. a consent order with the NYS Dept. of Environmental Conservation? ☐ YES ☒ NO
5. an unsatisfied judgment, injunction or lien for any business-related conduct obtained by any federal, state or local government agency including, but not limited to, judgments based on taxes owed and fines and penalties assessed? ☐ YES ☒ NO
6. Has any person listed above or any concern with whom such person has been connected ever been in receivership or been adjudicated in a bankruptcy? ☐ YES ☒ NO

IF THE ANSWER TO ANY QUESTION 1 THROUGH 6 ABOVE IS YES, PLEASE FURNISH DETAILS ON A SEPARATE ATTACHMENT.

APPLICANT'S PRINCIPAL BANK(S) OF ACCOUNT Citizens Bank, N.A.

18 Washington Avenue, Endicott, NY 13760 (607) 754-5021

PROJECT DATA

1. Attach a complete narrative description of Project including location, proposed product lines and market projections, square feet by usage, type of construction, machinery for products, machinery for building, office and parking

2. Attach a photo of the site or existing facility to be improved.

3. Attach copies of preliminary plans or sketches of proposed construction or floor plan of existing facility.

4. Are utilities on site or must they be brought in? If so, which ones?

On-site

5. Who presently is legal owner of building or site?

Good Shepherd Village at Endwell, Inc.

6. Is there a purchase option in force or other legal or common control in the project?
If so, furnish details in a separate attachment.

☐ YES ☒ NO

Is there an existing or proposed lease for all or a portion of the project?

☐ YES ☒ NO

7. If applicant will not occupy 100% of the building in a real estate related transaction, provide information on tenant(s) on a separate sheet including: name, present address, employer fed. ID no., percentage of project to be leased, type of business organization, relationship to applicant, date and term of lease.

8. Zoning district in which Project is located

PDU

9. Are there any variances or special permits required? If yes, please explain:

☐ YES ☒ NO

10. Will the completion of the Project result in the removal of a facility of the Applicant or another proposed occupant of the project from one area of the State of New York to another area of the State? If yes, please explain:

☐ YES ☒ NO

11. Will the completion of the Project result in the abandonment/disposal of one or more facilities of the Applicant located in New York state? If yes, please explain:

☐ YES ☒ NO

12. If the answer to question 10 or 11 is yes, indicate whether any of the following apply to the Project:

A. Is the Project reasonably necessary to preserve the competitive position of the Applicant or such Project Occupant? If yes, please explain: ☒ YES ☐ NO

Need to update facilities to continue to lead the region in retirement living. Lower interest rate will ensure continued viability.

B. Is the Project reasonably necessary to discourage the Applicant or such Project Occupant from relocating outside of New York state? If yes, please explain: ☐ YES ☒ NO

13. Indicate whether any of the following apply to the Project:

A. Will the Project be operated by a not-for-profit corporation? If yes, please explain ☒ YES ☐ NO

Good Shepherd Village at Endwell, Inc.

B. Will the Project likely attract a significant number of visitors from outside the economic development region in which the Project will be located? If yes, please explain: ☒ YES ☐ NO

CCRC's from across the state have visited the community. The community has hosted two CCRC summits with over 100 guests coming from Buffalo to Greenport, LI.

C. Would the Project Occupant, but for the contemplated financial assistance from The Agency/**LDC**, locate the related jobs outside New York state? If yes, please explain: ☐ YES ☒ NO

D. Will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York? ☒ YES ☐ NO

Good Shepherd Village will preserve 177 existing jobs.

14. Please indicate all other local agencies, boards, authorities, districts, commissions or governing bodies (including any federal, city, county and other political subdivision of the State of New York and all state departments, agencies, boards, public benefit corporations, public authorities or commissions) involved in approving or funding or directly undertaking action with respect to the Project. For example, do you need a municipal building permit to undertake the Project? State Historic Preservation? Do you need a zoning approval to undertake the Project? If so, you would list the appropriate municipal building department or planning or zoning commission which would give said approvals.

Town of Union local building permit for renovations.

15. Describe the nature of the involvement of the federal, state or local agencies described above:

Town of Union will ensure code compliance.

16. Has construction work on this project begun? If yes, please discuss in detail the approximate extent of construction and the extent of completion. Indicate in your answer whether such specific steps have been completed as site clearance and preparation, completion of foundations, installation of footings, etc.



YES



NO

Completed site renovations will take place.

17. Please indicate amount of funds expended on this Project by the Applicant in the past three (3) years and the purposes of such expenditures:

None

PROJECT BENEFITS/COSTS

1. NAME OF PROJECT BENEFICIARY ("APPLICANT"):

Good Shepherd Village at Endwell, Inc.

2. PROJECTED PROJECT INVESTMENT:

A. Land-Related Costs

1. Land acquisition

\$ 0

2. Site preparation

\$ 0

3. Landscaping

\$ 0

4. Utilities and infrastructure development

\$ 0

5. Access roads and parking development

\$ 0

6. Other land-related costs (describe)

\$ 0

B. Building-Related Costs

1. Acquisition of existing structures

\$ 0

2. Renovation of existing structures

\$ 14,723,500.00

3. New construction costs

\$ 0

C. Machinery and Equipment Costs

\$ 0

D. Furniture and Fixture Costs

\$ 0

E. Working Capital Costs

\$ 0

F. Professional Services/Development Costs

1. Architecture and Engineering

\$ 10,000.00

2. Accounting/legal

\$ 325,000.00

3. Development Fee

\$

4. Other service-related costs (describe) Underwriter Fee, Title Insurance, Rating Fee

\$ 841,500.00

G. Other Costs - Refinance of existing indebtedness

\$ 39,100,000.00

H. Summary of Expenditures

1. Total Land-Related Costs	\$	
2. Total Building-Related Costs	\$	14,723,500.00
3. Total Machinery and Equipment Costs	\$	
4. Total Furniture and Fixture Costs	\$	
5. Total Working Capital Costs	\$	
6. Total Professional Services/Development Costs	\$	1,176,500.00
7. Total Other Costs	\$	39,100,000.00

TOTAL PROJECT COST	\$	55,000,000.00
AGENCY FEE 1% (1% OF PROJECT COST)	\$	550,000.00
TOTAL PROJECT EXPENDITURES	\$	55,550,00.00

Have any of the above expenditures already been made by the applicant?
If yes, please provide details:



YES



NO

A portion of these expenditures will be to refinance existing indebtedness from 2015 in the approximate sum of \$39,100,000.

Please list any non-financial public benefits that the project will provide:

The project allows Broome County seniors a style of retirement living that enables them to remain in Broome County, and in some cases, return to Broome County.

PROJECTED CONSTRUCTION EMPLOYMENT IMPACT

Please provide estimates of total construction jobs at the Project:

YEAR	CONSTRUCTION JOBS (Annual wages and benefits \$40,000 and under)	CONSTRUCTION JOBS (Annual wages and benefits over \$40,000)
CURRENT	This information will be provided and supplemented	
YEAR 1	as soon as possible	
YEAR 2		
YEAR 3		

Please provide estimates of total annual wages and benefits of total construction jobs at the project:

YEAR	TOTAL ANNUAL WAGES AND BENEFITS
CURRENT	\$ This information will be provided and
YEAR 1	\$ supplemented as soon as possible.
YEAR 2	\$
YEAR 3	\$

*It is the policy of The Agency/**LDC** to require the Applicant to use local labor, contractors and suppliers in projects that The Agency/**LDC** is providing financial assistance for. Please refer to the Appendix A (page 16). Local labor, contractors and suppliers shall be defined as employees and companies residing in the following Counties: Broome, Chemung, Chenango, Cortland, Delaware, Otsego, Schuyler, Steuben, Tioga, and Tompkins.*

PROJECTED PERMANENT EMPLOYMENT IMPACT

<u>CURRENT EMPLOYMENT FIGURES - YEAR ONE</u>	<u>UNDER \$30,000</u>	<u>\$30,000 – \$50,000</u>	<u>\$50,000 – \$75,000</u>	<u>OVER \$75,000</u>
Number of Full-Time Employees (FTE) earning	31	34	11	12
Number of Part-Time Employees earning	76	7	4	2

Total Payroll For Full-Time Employees	\$	639,360	1,307,147	686,782	1,240,722
Total Payroll For Part-Time Employees	\$	737,941	250,306	234,136	249,717
Total Payroll For All Employees	\$	1,377,301	1,557,453	920,918	1,490,439

<u>PROJECTED EMPLOYMENT FIGURES - YEAR ONE</u>	<u>UNDER \$30,000</u>	<u>\$30,000 – \$50,000</u>	<u>\$50,000 – \$75,000</u>	<u>OVER \$75,000</u>
Number of Full-Time Employees (FTE) earning	31	34	11	12
Number of Part-Time Employees earning	76	7	4	2

Total Payroll For Full-Time Employees	\$	658,541	1,346,361	707,385	1,277,944
Total Payroll For Part-Time Employees	\$	760,079	257,815	241,160	257,209
Total Payroll For All Employees	\$	1,418,620	1,604,176	948,545	1,535,153

<u>PROJECTED EMPLOYMENT FIGURES - YEAR TWO</u>	<u>UNDER \$30,000</u>	<u>\$30,000 – \$50,000</u>	<u>\$50,000 – \$75,000</u>	<u>OVER \$75,000</u>
Number of Full-Time Employees (FTE) earning	31	34	11	12
Number of Part-Time Employees earning	76	7	4	2

Total Payroll For Full-Time Employees	\$	678,297	1,386,752	728,607	1,316,282
Total Payroll For Part-Time Employees	\$	782,881	265,549	248,395	264,925
Total Payroll For All Employees	\$	1,461,178	1,652,301	977,002	1,581,207

REPRESENTATIONS BY THE APPLICANT

The Applicant understands and agrees with the Agency/**LDC** as follows:

- 1. JOB LISTINGS:** 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 "DOC") and with the administrative entity (collectively with the DOC, 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.
- 2. 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/**LDC**, 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.
- 3. EMPLOYMENT:** The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency/**LDC**, the Applicant agrees to file, or cause to be filed, with the Corporation, on an annual basis, reports regarding the number of people employed at the Project site. The Chief Executive Office shall submit to the Agency/**LDC** prior to February 1 of each year, a written certification setting forth
 - Number of full-time employees at the Project location in the preceding calendar year;
 - Number of part-time employees at the Project location in the preceding calendar year;
 - Gross payroll of all employees at the Project location in the preceding calendar year.
- 5. ABSENCE OF CONFLICTS OF INTEREST:** The Applicant has received from the Agency/**LDC** a list of the members, officers and employees of the corporation which is publicly viewable at www.theagency-ny.com. No member, officer or employee of the Agency/**LDC** has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:

- 6. APPARENT CONFLICTS:** Has the Applicant provided any personal gifts, loans or campaign contributions to any local or State political party or elected individual in the preceding 12 months?

☐

YES

☒

NO

IF YES, PLEASE DESCRIBE:

- 7. FEES:** This Application must be submitted with a non-refundable \$1,000 application fee to the Agency/**LDC** (Local Development Corporation).

The Agency/**LDC** has established a general Corporation fee in the amount of 1% of the total cost of the project.

The Agency/**LDC** will charge annually an administrative fee of \$1,500 to cover ongoing compliance and oversight; the fee shall be payable January 1 of each year until all financing documents shall terminate and be discharged and satisfied.

Good Shepherd Village at Endwell, Inc.

Applicant

By: Michael J Keenan

Title: President/CEO

DOCUMENT LISTS

(A copy of this list should be provided to Applicant's legal counsel)

Please ensure that the following items are delivered with the application:

1. A \$1,000 Application Fee. ☒ YES ☐ NO
2. An EAF (Environmental Assessment Form). ☒ YES ☐ NO
3. Have financing arrangements been made ☐ YES ☒ NO

Prior to the closing of this transaction, Applicant shall deliver the following documentation (where applicable to the project) to The Agency/LDC's legal counsel:

1. Insurance Certificate
Certificate of Worker's Compensation Insurance (Agency/LDC named as additional insured). ☒ YES ☐ NO
Certificate of General Liability Insurance (Agency/LDC named as additional insured). Limits not less than \$1,000,000 per occurrence/accident and a blanket excess liability not less than \$3,000,000. ☒ YES ☐ NO

Certificate of insurance against loss/damage by fire, lightning or other casualties with a uniform standard extended coverage endorsement in an amount not less than the full replacement value of the Facility (Agency/LDC named as additional insured). ☒ YES ☐ NO
2. Certificate of Incorporation/Articles of Organization together with all amendments or restatements thereto. ☒ YES ☐ NO
3. By-Laws/Operating Agreement together with any amendments thereto. ☒ YES ☐ NO
4. Good Standing Certificate(s) issued by the State of Incorporation/Organization of the Applicant and NYS. ☒ YES ☐ NO
5. Resolutions of the Board of Directors/Members of the Applicant approving the Project. ☒ YES ☐ NO
6. List of all Material Pending Litigation of the Applicant. ☐ YES ☒ NO
7. List of all Underground Storage Tanks containing Hazardous Materials at the Project. ☐ YES ☒ NO
8. List of all Required Environmental Permits for the Project. ☐ YES ☒ NO
9. Legal Description of the Project Premises. ☒ YES ☐ NO
10. Name and title of person signing on behalf of the Applicant. ☒ YES ☐ NO
11. Copy of the proposed Mortgage (if any). ☐ YES ☒ NO
12. Applicant's Federal Tax ID Number (EIN). ☒ YES ☐ NO
13. Tax Map Number of Parcel(s) comprising the Project. ☒ YES ☐ NO
14. Copy of the Certificate of Occupancy (as soon as available) (N/A) ☐ YES ☒ NO

CERTIFICATION

The information contained in this Application, including employment information, is true and correct. The Applicant is aware that any material misrepresentations made in this Application constitute an act of fraud, resulting in revocation of Agency/**LDC** benefits.

As of the date of the Application this project is in substantial compliance with all provisions of GML Article 18-A, including but not limited to, the provisions of GML Section 859-a and GML Section 862(1) (the anti-raid provision) and if the project involves the removal or abandonment of a facility or plant within the state, notification by the IDA to the chief executive officer or officers of the municipality or municipalities in which the facility or plant was located.

Applicant has read and fully understands The Agency/IDA's Uniform Tax Exemption Policy.

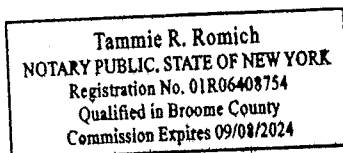
Applicant hereby releases Agency/**LDC** and the members, officers, servants, agents and employees thereof (hereinafter collectively referred to as the Agency/**LDC**) from, agrees that the Agency/**LDC** shall not be liable for and agrees to indemnify, defend and hold the Agency/**LDC** harmless from and against any and all liability arising from or expense incurred by: (i) the Agency/**LDC**'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 issue of bonds requested therein are favorably acted upon by the Agency/**LDC**; and (ii) the Agency/**LDC**'s financing of the Project described therein, 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/**LDC** or the Applicant are unable to find buyers willing to purchase the total bond issue requested, then, and in that event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency/**LDC**, its agents or assigns, all actual costs incurred by the Agency/**LDC** in the processing of the Application, including attorneys' fees, if any.

By: Michael J Keenan
(Applicant)

Sworn to before me this

8th day of September, 2021.

Tammie Romich
(Notary Public)



APPENDIX A – ATTACHMENT TO APPLICATION FOR FINANCIAL ASSISTANCE

Local General Contractor, Subcontractor, Trades and Labor Policy

It is the goal of the Agency/**LDC** (the Corporation) to maximize the use of local labor for each project that receives benefits from the Agency. This policy applies to general contractors, subcontractors, trade professionals, and their employees. The Agency/**LDC**'s Local Labor Area consists of the following New York State counties: Broome, Chemung, Chenango, Cortland, Delaware, Otsego, Schuyler, Steuben, Tioga and Tompkins.

Every applicant is obligated to provide written proof and data (see attached ... forms) to the Agency/**LDC** as to the physical location of all the contractors who worked on the project.

The Agency/**LDC** will review the data provided and determine, on a case-by-case basis and in a fully-transparent manner, whether the Applicant has substantially conformed to the policy.

An Applicant **will not be deficient** if the proposed project requires specifically skilled labor that is unavailable in the Local Labor Area.

An Applicant **will not be deficient** if the proposed project utilizes parts and supplies assembled elsewhere because no such assembly is available in the Local Labor Area.

An Applicant **will be held non-compliant** with the Labor Policy if it imports labor from outside the Local Labor Area when equal labor that is ready, willing, cost-competitive, etc. resides in the Local Labor Area.

*The Agency/**LDC** may determine on a case-by-case basis to waive any portion of this policy for a project or a portion of a project where consideration of warranty issues, necessity of specialized skills, significant cost differentials between local and non-local services, documented lack of workers meeting the Local Labor Requirement or if other compelling circumstances exist.*

In consideration of the extension of financial assistance by the Agency/**LDC** Good Shepherd Village at Endwell (the Applicant) understands the Local Labor Policy and agrees to submit either or both a Local Labor Utilization Report or a Non Local Labor Utilization Report at the time that construction ends on the project to the Agency/**LDC**.

The Applicant understands an Agency/**LDC** tax-exempt certificate is valid for one year from the effective date of the project inducement. If an Applicant wishes to request an extension, a letter must be sent 30 days prior to the end date to the Executive Director, on company letterhead, explaining the necessity for the extension.

The Applicant further understands any request for a waiver to this policy must be submitted in writing and approved by the Agency/**LDC** before a tax-exempt certificate is issued or extended.

The Applicant further understands that if the required forms are not submitted to the Agency/**LDC** the Agency/**LDC** shall have the authority to immediately terminate any and all Financial Assistance being provided to the Project.

I agree to the conditions of this agreement and certify all information provided regarding the construction and employment activities for the Project as of September 8, 2021 (Submission date).

APPLICANT: Good Shepherd Village at Endwell, Inc.

REPRESENTATIVE FOR CONTRACT BIDS/AWARDS: Michael J. Keenan, President/CEO

ADDRESS: 32 Village Drive

CITY: Endwell

STATE: NY

ZIP: 13760

PHONE: 607-757-3100

EMAIL: MK@GoodShepherdCommunities.org

PROJECT ADDRESS: 32 Village Drive, Endwell, NY 13760

AUTHORIZED REPRESENTATIVE: Michael J. Keenan

TITLE: President/CEO

SIGNATURE:

Michael J. Keenan

Sworn to before me this

8th day of September, 2021.

Tammie R. Romich
(Notary Public)

Tammie R. Romich
NOTARY PUBLIC, STATE OF NEW YORK
Registration No. 01R06408754
Qualified in Broome County
Commission Expires 09/08/2024

The following organizations must be solicited for the purpose of meeting the requirements of this Agreement:

The Builders Exchange of the Southern Tier, Inc.
15 Belden Street
Binghamton, NY 13903
brad@bxstier.com
(607) 771-7000

Southern Tier Building Trades Council
1200 Clemens Center Parkway
Elmira, NY 14901
ibew139ba@aol.com
(607) 732-1237

Binghamton/Oneonta Building Trades Council
11 Griswold Street
Binghamton, NY 13904
raikens@juoe158.org
(607) 723-9593

Dodge Reports
<http://construction.com/dodge/submit-project.asp>
830 Third Ave., 6th Floor
New York, NY 10022
support@construction.com
(877) 784-9556

Tompkins-Cortland Building Trades Council
622 West State Street
Ithaca, NY 14850
tbrueribew241@gmail.com
(607) 272-3122

Building Trades
Katie Fairbrother, Secretary
kfairbrother@ualocal112.org
607-723-9593

LOCAL LABOR UTILIZATION REPORT

To be completed for all contractors residing within the Broome County LDC Local Labor Area

APPLICANT: Good Shepherd Village at Endwell, Inc.

PROJECT ADDRESS: 32 Village Drive CITY: Endwell STATE: NY ZIP: 13760

EMAIL: MK@GoodShepherdCommunities.org PHONE: 607-757-3100

GENERAL CONTRACTOR/CONSTRUCTION MANAGER: Lane Construction

CONTACT: Mark Lane

ADDRESS: 113 Court Street CITY: Binghamton STATE: NY ZIP: 13901

EMAIL: Mlane@whlane.com PHONE: 607-775-0600

ITEM	CONTRACT/SUB	ADDRESS	EMAIL	PHONE	AMOUNT
Site/Demo		This information will be			
Foundation/Footings		provided and			
Building		supplemented			
Masonry		as soon as			
Metals		possible.			
Wood/Casework					
Thermal/Moisture					
Doors, Windows & Glazing					
Finishes					
Electrical					
HVAC					
Plumbing					
Specialties					
M& E					
FF & E					
Utilities					
Paving/Landscaping					

CHECK IF CONSTRUCTION IS COMPLETE

☐

I CERTIFY THAT THIS IS AN ACCURATE ACCOUNTING OF THE CONTRACTORS THAT ARE WORKING AT THE PROJECT SITE.

CHECK IF THIS IS YOUR FINAL REPORT

☐_____
Company Representative_____
Date

NON LOCAL LABOR UTILIZATION REPORT To be completed for all contractors not residing within the Broome County LDC Local Labor Area

APPLICANT:

PROJECT ADDRESS: CITY: STATE: ZIP:

EMAIL: PHONE:

GENERAL CONTRACTOR/CONSTRUCTION MANAGER:

CONTACT:

ADDRESS: CITY: STATE: ZIP:

EMAIL: PHONE:

ITEM	CONTRACT/SUB	ADDRESS	EMAIL	PHONE	AMOUNT
Site/Demo		This information			
Foundation/Footings		will be provided			
Building		and supplemented			
Masonry		as soon as			
Metals		possible.			
Wood/Casework					
Thermal/Moisture					
Doors, Windows & Glazing					
Finishes					
Electrical					
HVAC					
Plumbing					
Specialties					
M&E					
FF & E					
Utilities					
Paving/Landscaping					

CHECK IF CONSTRUCTION IS COMPLETE ☐

CHECK IF THIS IS YOUR FINAL REPORT ☐

I CERTIFY THAT THIS IS AN ACCURATE ACCOUNTING OF THE CONTRACTORS THAT ARE WORKING AT THE PROJECT SITE.

Company Representative

Date

Full Environmental Assessment Form
Part 1 - Project and Setting

Instructions for Completing Part 1

Part 1 is to be completed by the applicant or project sponsor. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification.

Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information; indicate whether missing information does not exist, or is not reasonably available to the sponsor; and, when possible, generally describe work or studies which would be necessary to update or fully develop that information.

Applicants/sponsors must complete all items in Sections A & B. In Sections C, D & E, most items contain an initial question that must be answered either "Yes" or "No". If the answer to the initial question is "Yes", complete the sub-questions that follow. If the answer to the initial question is "No", proceed to the next question. Section F allows the project sponsor to identify and attach any additional information. Section G requires the name and signature of the applicant or project sponsor to verify that the information contained in Part 1 is accurate and complete.

A. Project and Applicant/Sponsor Information.

Name of Action or Project: Good Shepherd Village at Endwell Refinance and Renovation		
Project Location (describe, and attach a general location map): 32 Village Drive, Endwell, New York		
Brief Description of Proposed Action (include purpose or need): The proposed action includes the refinance of existing indebtedness in the approximate amount of \$39,100,000 and certain updates and renovations to the existing facility costing approximately \$14,723,500 along with other costs of issuance.		
Name of Applicant/Sponsor: Good Shepherd Village at Endwell, Inc.		Telephone:
		E-Mail:
Address: 32 Village Drive		
City/PO: Endwell	State: NY	Zip Code: 13760
Project Contact (if not same as sponsor; give name and title/role): Michael J. Keenan, President/CEO		Telephone: 607-757-3100
		E-Mail: mk@goodshepherdcommunities.org
Address: 32 Village Drive		
City/PO: Endwell	State: NY	Zip Code: 13760
Property Owner (if not same as sponsor):		Telephone:
		E-Mail:
Address:		
City/PO:	State:	Zip Code:

B. Government Approvals

B. Government Approvals, Funding, or Sponsorship. ("Funding" includes grants, loans, tax relief, and any other forms of financial assistance.)

Government Entity	If Yes: Identify Agency and Approval(s) Required	Application Date (Actual or projected)
a. City Counsel, Town Board, <input type="checkbox"/> Yes <input type="checkbox"/> No or Village Board of Trustees		
b. City, Town or Village <input type="checkbox"/> Yes <input type="checkbox"/> No Planning Board or Commission		
c. City, Town or <input type="checkbox"/> Yes <input type="checkbox"/> No Village Zoning Board of Appeals		
d. Other local agencies <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Town of Union Code Department building permit	December 2021
e. County agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
f. Regional agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
g. State agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
h. Federal agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
i. Coastal Resources. i. Is the project site within a Coastal Area, or the waterfront area of a Designated Inland Waterway? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No ii. Is the project site located in a community with an approved Local Waterfront Revitalization Program? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No iii. Is the project site within a Coastal Erosion Hazard Area? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

C. Planning and Zoning

C.1. Planning and zoning actions.

Will administrative or legislative adoption, or amendment of a plan, local law, ordinance, rule or regulation be the only approval(s) which must be granted to enable the proposed action to proceed? ☐ Yes ☒ No

- If Yes, complete sections C, F and G.
- If No, proceed to question C.2 and complete all remaining sections and questions in Part 1

C.2. Adopted land use plans.

a. Do any municipally- adopted (city, town, village or county) comprehensive land use plan(s) include the site where the proposed action would be located? ☐ Yes ☒ No

If Yes, does the comprehensive plan include specific recommendations for the site where the proposed action would be located? ☐ Yes ☒ No

b. Is the site of the proposed action within any local or regional special planning district (for example: Greenway; Brownfield Opportunity Area (BOA); designated State or Federal heritage area; watershed management plan; or other?) ☐ Yes ☒ No

If Yes, identify the plan(s):

c. Is the proposed action located wholly or partially within an area listed in an adopted municipal open space plan, or an adopted municipal farmland protection plan? ☐ Yes ☒ No

If Yes, identify the plan(s):

C.3. Zoning	
a. Is the site of the proposed action located in a municipality with an adopted zoning law or ordinance. If Yes, what is the zoning classification(s) including any applicable overlay district? 633 - Aged Home	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
b. Is the use permitted or allowed by a special or conditional use permit?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
c. Is a zoning change requested as part of the proposed action? If Yes, i. What is the proposed new zoning for the site?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
C.4. Existing community services.	
a. In what school district is the project site located?	Maine Endwell CSD
b. What police or other public protection forces serve the project site?	Broome County Sheriff, NYS Police
c. Which fire protection and emergency medical services serve the project site?	O.L. Davis Fire Company
d. What parks serve the project site?	Highland Park; Struble Road sports complex

D. Project Details

D.1. Proposed and Potential Development	
a. What is the general nature of the proposed action (e.g., residential, industrial, commercial, recreational; if mixed, include all components)? Residential - senior care and residential facility	
b. a. Total acreage of the site of the proposed action?	63.93 acres
b. Total acreage to be physically disturbed?	0 acres
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor?	119 acres
c. Is the proposed action an expansion of an existing project or use? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
i. If Yes, what is the approximate percentage of the proposed expansion and identify the units (e.g., acres, miles, housing units, square feet)? % _____ Units: _____	
d. Is the proposed action a subdivision, or does it include a subdivision? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If Yes, i. Purpose or type of subdivision? (e.g., residential, industrial, commercial; if mixed, specify types) _____	
ii. Is a cluster/conservation layout proposed? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
iii. Number of lots proposed? _____	
iv. Minimum and maximum proposed lot sizes? Minimum _____ Maximum _____	
e. Will the proposed action be constructed in multiple phases? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
i. If No, anticipated period of construction: _____ 36 months	
ii. If Yes:	
• Total number of phases anticipated _____	
• Anticipated commencement date of phase 1 (including demolition) _____ month _____ year	
• Anticipated completion date of final phase _____ month _____ year	
• Generally describe connections or relationships among phases, including any contingencies where progress of one phase may determine timing or duration of future phases: _____ _____ _____	

f. Does the project include new residential uses? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes, show numbers of units proposed.				
	<u>One Family</u>	<u>Two Family</u>	<u>Three Family</u>	<u>Multiple Family (four or more)</u>
Initial Phase	_____	_____	_____	_____
At completion	_____	_____	_____	_____
of all phases	_____	_____	_____	_____

g. Does the proposed action include new non-residential construction (including expansions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes,	
i. Total number of structures _____ ii. Dimensions (in feet) of largest proposed structure: _____ height; _____ width; and _____ length iii. Approximate extent of building space to be heated or cooled: _____ square feet	

h. Does the proposed action include construction or other activities that will result in the impoundment of any liquids, such as creation of a water supply, reservoir, pond, lake, waste lagoon or other storage? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes,	
i. Purpose of the impoundment: _____ ii. If a water impoundment, the principal source of the water: <input type="checkbox"/> Ground water <input type="checkbox"/> Surface water streams <input type="checkbox"/> Other specify: _____ iii. If other than water, identify the type of impounded/contained liquids and their source. _____ iv. Approximate size of the proposed impoundment. Volume: _____ million gallons; surface area: _____ acres v. Dimensions of the proposed dam or impounding structure: _____ height; _____ length vi. Construction method/materials for the proposed dam or impounding structure (e.g., earth fill, rock, wood, concrete): _____	

D.2. Project Operations

a. Does the proposed action include any excavation, mining, or dredging, during construction, operations, or both? (Not including general site preparation, grading or installation of utilities or foundations where all excavated materials will remain onsite) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes:	
i. What is the purpose of the excavation or dredging? _____ ii. How much material (including rock, earth, sediments, etc.) is proposed to be removed from the site? • Volume (specify tons or cubic yards): _____ • Over what duration of time? _____ iii. Describe nature and characteristics of materials to be excavated or dredged, and plans to use, manage or dispose of them. _____ _____ iv. Will there be onsite dewatering or processing of excavated materials? <input type="checkbox"/> Yes <input type="checkbox"/> No If yes, describe. _____ _____ v. What is the total area to be dredged or excavated? _____ acres vi. What is the maximum area to be worked at any one time? _____ acres vii. What would be the maximum depth of excavation or dredging? _____ feet viii. Will the excavation require blasting? <input type="checkbox"/> Yes <input type="checkbox"/> No ix. Summarize site reclamation goals and plan: _____ _____ _____	

b. Would the proposed action cause or result in alteration of, increase or decrease in size of, or encroachment into any existing wetland, waterbody, shoreline, beach or adjacent area? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes:	
i. Identify the wetland or waterbody which would be affected (by name, water index number, wetland map number or geographic description): _____ _____ _____	

ii. Describe how the proposed action would affect that waterbody or wetland, e.g. excavation, fill, placement of structures, or alteration of channels, banks and shorelines. Indicate extent of activities, alterations and additions in square feet or acres:

iii. Will the proposed action cause or result in disturbance to bottom sediments? ☐ Yes ☒ No
If Yes, describe: _____

iv. Will the proposed action cause or result in the destruction or removal of aquatic vegetation? ☐ Yes ☒ No
If Yes:

- acres of aquatic vegetation proposed to be removed: _____
- expected acreage of aquatic vegetation remaining after project completion: _____
- purpose of proposed removal (e.g. beach clearing, invasive species control, boat access): _____
- proposed method of plant removal: _____
- if chemical/herbicide treatment will be used, specify product(s): _____

v. Describe any proposed reclamation/mitigation following disturbance: _____

c. Will the proposed action use, or create a new demand for water? ☐ Yes ☒ No
If Yes:

i. Total anticipated water usage/demand per day: _____ gallons/day

ii. Will the proposed action obtain water from an existing public water supply? ☒ Yes ☐ No
If Yes:

- Name of district or service area: Town of Union
- Does the existing public water supply have capacity to serve the proposal? ☒ Yes ☐ No
- Is the project site in the existing district? ☒ Yes ☐ No
- Is expansion of the district needed? ☐ Yes ☒ No
- Do existing lines serve the project site? ☒ Yes ☐ No

iii. Will line extension within an existing district be necessary to supply the project? ☐ Yes ☒ No
If Yes:

- Describe extensions or capacity expansions proposed to serve this project: _____
- Source(s) of supply for the district: _____

iv. Is a new water supply district or service area proposed to be formed to serve the project site? ☐ Yes ☒ No
If Yes:

- Applicant/sponsor for new district: _____
- Date application submitted or anticipated: _____
- Proposed source(s) of supply for new district: _____

v. If a public water supply will not be used, describe plans to provide water supply for the project: _____

vi. If water supply will be from wells (public or private), what is the maximum pumping capacity: _____ gallons/minute.

d. Will the proposed action generate liquid wastes? ☐ Yes ☒ No
If Yes:

i. Total anticipated liquid waste generation per day: _____ gallons/day

ii. Nature of liquid wastes to be generated (e.g., sanitary wastewater, industrial; if combination, describe all components and approximate volumes or proportions of each): _____

iii. Will the proposed action use any existing public wastewater treatment facilities? ☒ Yes ☐ No
If Yes:

- Name of wastewater treatment plant to be used: Endicott Water Department
- Name of district: _____
- Does the existing wastewater treatment plant have capacity to serve the project? ☒ Yes ☐ No
- Is the project site in the existing district? ☒ Yes ☐ No
- Is expansion of the district needed? ☐ Yes ☒ No

Page 6 of 13

<p>h. Will the proposed action generate or emit methane (including, but not limited to, sewage treatment plants, landfills, composting facilities)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes:</p> <p>i. Estimate methane generation in tons/year (metric): _____</p> <p>ii. Describe any methane capture, control or elimination measures included in project design (e.g., combustion to generate heat or electricity, flaring): _____</p>			
<p>i. Will the proposed action result in the release of air pollutants from open-air operations or processes, such as quarry or landfill operations? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes: Describe operations and nature of emissions (e.g., diesel exhaust, rock particulates/dust): _____</p>			
<p>j. Will the proposed action result in a substantial increase in traffic above present levels or generate substantial new demand for transportation facilities or services? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes:</p> <p>i. When is the peak traffic expected (Check all that apply): <input type="checkbox"/> Morning <input type="checkbox"/> Evening <input type="checkbox"/> Weekend <input type="checkbox"/> Randomly between hours of _____ to _____.</p> <p>ii. For commercial activities only, projected number of truck trips/day and type (e.g., semi trailers and dump trucks): _____</p> <p>iii. Parking spaces: Existing _____ Proposed _____ Net increase/decrease _____</p> <p>iv. Does the proposed action include any shared use parking? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>v. If the proposed action includes any modification of existing roads, creation of new roads or change in existing access, describe: _____</p> <p>vi. Are public/private transportation service(s) or facilities available within ½ mile of the proposed site? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>vii. Will the proposed action include access to public transportation or accommodations for use of hybrid, electric or other alternative fueled vehicles? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>viii. Will the proposed action include plans for pedestrian or bicycle accommodations for connections to existing pedestrian or bicycle routes? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>			
<p>k. Will the proposed action (for commercial or industrial projects only) generate new or additional demand for energy? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes:</p> <p>i. Estimate annual electricity demand during operation of the proposed action: _____</p> <p>ii. Anticipated sources/suppliers of electricity for the project (e.g., on-site combustion, on-site renewable, via grid/local utility, or other): _____</p> <p>iii. Will the proposed action require a new, or an upgrade, to an existing substation? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>			
<p>l. Hours of operation. Answer all items which apply.</p> <table style="width: 100%;"> <tr> <td style="width: 50%; vertical-align: top;"> <p>i. During Construction:</p> <ul style="list-style-type: none"> • Monday - Friday: <u>Note: 24 hour residential care and</u> • Saturday: _____ use facility • Sunday: _____ • Holidays: _____ </td> <td style="width: 50%; vertical-align: top;"> <p>ii. During Operations:</p> <ul style="list-style-type: none"> • Monday - Friday: _____ • Saturday: _____ • Sunday: _____ • Holidays: _____ </td> </tr> </table>		<p>i. During Construction:</p> <ul style="list-style-type: none"> • Monday - Friday: <u>Note: 24 hour residential care and</u> • Saturday: _____ use facility • Sunday: _____ • Holidays: _____ 	<p>ii. During Operations:</p> <ul style="list-style-type: none"> • Monday - Friday: _____ • Saturday: _____ • Sunday: _____ • Holidays: _____
<p>i. During Construction:</p> <ul style="list-style-type: none"> • Monday - Friday: <u>Note: 24 hour residential care and</u> • Saturday: _____ use facility • Sunday: _____ • Holidays: _____ 	<p>ii. During Operations:</p> <ul style="list-style-type: none"> • Monday - Friday: _____ • Saturday: _____ • Sunday: _____ • Holidays: _____ 		

<p>m. Will the proposed action produce noise that will exceed existing ambient noise levels during construction, operation, or both? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If yes:</p> <p>i. Provide details including sources, time of day and duration:</p> <p>_____</p>	
<p>ii. Will the proposed action remove existing natural barriers that could act as a noise barrier or screen? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Describe: _____</p>	
<p>n. Will the proposed action have outdoor lighting? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If yes:</p> <p>i. Describe source(s), location(s), height of fixture(s), direction/aim, and proximity to nearest occupied structures:</p> <p>_____</p>	
<p>ii. Will proposed action remove existing natural barriers that could act as a light barrier or screen? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Describe: _____</p>	
<p>o. Does the proposed action have the potential to produce odors for more than one hour per day? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes, describe possible sources, potential frequency and duration of odor emissions, and proximity to nearest occupied structures:</p> <p>_____</p>	
<p>p. Will the proposed action include any bulk storage of petroleum (combined capacity of over 1,100 gallons) or chemical products 185 gallons in above ground storage or any amount in underground storage? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes:</p> <p>i. Product(s) to be stored _____</p> <p>ii. Volume(s) _____ per unit time _____ (e.g., month, year)</p> <p>iii. Generally, describe the proposed storage facilities: _____</p>	
<p>q. Will the proposed action (commercial, industrial and recreational projects only) use pesticides (i.e., herbicides, insecticides) during construction or operation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes:</p> <p>i. Describe proposed treatment(s):</p> <p>_____</p>	
<p>ii. Will the proposed action use Integrated Pest Management Practices? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	
<p>r. Will the proposed action (commercial or industrial projects only) involve or require the management or disposal of solid waste (excluding hazardous materials)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p>i. Describe any solid waste(s) to be generated during construction or operation of the facility:</p> <ul style="list-style-type: none"> • Construction: <u>Undetermined</u> tons per _____ (unit of time) • Operation : _____ tons per _____ (unit of time) <p>ii. Describe any proposals for on-site minimization, recycling or reuse of materials to avoid disposal as solid waste:</p> <ul style="list-style-type: none"> • Construction: <u>Only those portions of the facility requiring renovation will be affected</u> • Operation: _____ <p>iii. Proposed disposal methods/facilities for solid waste generated on-site:</p> <ul style="list-style-type: none"> • Construction: <u>Broome County Solid Waste landfill</u> • Operation: _____ 	

s. Does the proposed action include construction or modification of a solid waste management facility? ☐ Yes ☒ No

If Yes:

i. Type of management or handling of waste proposed for the site (e.g., recycling or transfer station, composting, landfill, or other disposal activities): _____

ii. Anticipated rate of disposal/processing:

- _____ Tons/month, if transfer or other non-combustion/thermal treatment, or
- _____ Tons/hour, if combustion or thermal treatment

iii. If landfill, anticipated site life: _____ years

t. Will the proposed action at the site involve the commercial generation, treatment, storage, or disposal of hazardous waste? ☐ Yes ☒ No

If Yes:

i. Name(s) of all hazardous wastes or constituents to be generated, handled or managed at facility: _____

ii. Generally describe processes or activities involving hazardous wastes or constituents: _____

iii. Specify amount to be handled or generated _____ tons/month

iv. Describe any proposals for on-site minimization, recycling or reuse of hazardous constituents: _____

v. Will any hazardous wastes be disposed at an existing offsite hazardous waste facility? ☐ Yes ☐ No

If Yes: provide name and location of facility: _____

If No: describe proposed management of any hazardous wastes which will not be sent to a hazardous waste facility: _____

E. Site and Setting of Proposed Action

E.1. Land uses on and surrounding the project site

a. Existing land uses.

i. Check all uses that occur on, adjoining and near the project site.

☐ Urban ☐ Industrial ☒ Commercial ☒ Residential (suburban) ☒ Rural (non-farm)

☐ Forest ☐ Agriculture ☐ Aquatic ☐ Other (specify): _____

ii. If mix of uses, generally describe:

Typical suburban neighborhood, largely comprised of residential houses, with rural surroundings and ancillary commercial services

b. Land uses and covertypes on the project site.

Land use or Covertype	Current Acreage	Acreage After Project Completion	Change (Acres +/-)
• Roads, buildings, and other paved or impervious surfaces	63 +/-	63 +/-	0
• Forested			
• Meadows, grasslands or brushlands (non-agricultural, including abandoned agricultural)	55 +/-	55 +/-	0
• Agricultural (includes active orchards, field, greenhouse etc.)			
• Surface water features (lakes, ponds, streams, rivers, etc.)			
• Wetlands (freshwater or tidal)			
• Non-vegetated (bare rock, earth or fill)			
• Other Describe: _____			

<p>c. Is the project site presently used by members of the community for public recreation? <i>i. If Yes: explain:</i> _____</p>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<p>d. Are there any facilities serving children, the elderly, people with disabilities (e.g., schools, hospitals, licensed day care centers, or group homes) within 1500 feet of the project site? If Yes, <i>i. Identify Facilities:</i> The applicant's facilities _____</p>	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<p>e. Does the project site contain an existing dam? If Yes: <i>i. Dimensions of the dam and impoundment:</i></p> <ul style="list-style-type: none"> • Dam height: _____ feet • Dam length: _____ feet • Surface area: _____ acres • Volume impounded: _____ gallons OR acre-feet <p><i>ii. Dam's existing hazard classification:</i> _____ <i>iii. Provide date and summarize results of last inspection:</i> _____</p>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<p>f. Has the project site ever been used as a municipal, commercial or industrial solid waste management facility, or does the project site adjoin property which is now, or was at one time, used as a solid waste management facility? If Yes: <i>i. Has the facility been formally closed?</i> • If yes, cite sources/documentation: _____ <i>ii. Describe the location of the project site relative to the boundaries of the solid waste management facility:</i> _____ _____ <i>iii. Describe any development constraints due to the prior solid waste activities:</i> _____</p>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input type="checkbox"/> No
<p>g. Have hazardous wastes been generated, treated and/or disposed of at the site, or does the project site adjoin property which is now or was at one time used to commercially treat, store and/or dispose of hazardous waste? If Yes: <i>i. Describe waste(s) handled and waste management activities, including approximate time when activities occurred:</i> _____</p>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<p>h. Potential contamination history. Has there been a reported spill at the proposed project site, or have any remedial actions been conducted at or adjacent to the proposed site? If Yes: <i>i. Is any portion of the site listed on the NYSDEC Spills Incidents database or Environmental Site Remediation database? Check all that apply:</i></p> <div style="display: flex; justify-content: space-between;"> <div style="width: 45%;"> <input type="checkbox"/> Yes – Spills Incidents database <input type="checkbox"/> Yes – Environmental Site Remediation database <input type="checkbox"/> Neither database </div> <div style="width: 45%;"> Provide DEC ID number(s): _____ Provide DEC ID number(s): _____ </div> </div> <p><i>ii. If site has been subject of RCRA corrective activities, describe control measures:</i> _____</p> <p><i>iii. Is the project within 2000 feet of any site in the NYSDEC Environmental Site Remediation database?</i> If yes, provide DEC ID number(s): _____</p> <p><i>iv. If yes to (i), (ii) or (iii) above, describe current status of site(s):</i> _____</p>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

v. Is the project site subject to an institutional control limiting property uses? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<ul style="list-style-type: none"> • If yes, DEC site ID number: _____ • Describe the type of institutional control (e.g., deed restriction or easement): _____ • Describe any use limitations: _____ • Describe any engineering controls: _____ • Will the project affect the institutional or engineering controls in place? <input type="checkbox"/> Yes <input type="checkbox"/> No • Explain: _____ 	
E.2. Natural Resources On or Near Project Site	
a. What is the average depth to bedrock on the project site? _____ undet feet	
b. Are there bedrock outcroppings on the project site? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes, what proportion of the site is comprised of bedrock outcroppings? _____ %	
c. Predominant soil type(s) present on project site: _____ % _____ % _____ %	
d. What is the average depth to the water table on the project site? Average: _____ undet feet	
e. Drainage status of project site soils: <input checked="" type="checkbox"/> Well Drained: _____ 100 % of site <input type="checkbox"/> Moderately Well Drained: _____ % of site <input type="checkbox"/> Poorly Drained: _____ % of site	
f. Approximate proportion of proposed action site with slopes: <input checked="" type="checkbox"/> 0-10%: _____ 100 % of site <input type="checkbox"/> 10-15%: _____ % of site <input type="checkbox"/> 15% or greater: _____ % of site	
g. Are there any unique geologic features on the project site? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes, describe: _____	
h. Surface water features.	
i. Does any portion of the project site contain wetlands or other waterbodies (including streams, rivers, ponds or lakes)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
ii. Do any wetlands or other waterbodies adjoin the project site? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If Yes to either <i>i</i> or <i>ii</i> , continue. If No, skip to E.2.i.	
iii. Are any of the wetlands or waterbodies within or adjoining the project site regulated by any federal, state or local agency? <input type="checkbox"/> Yes <input type="checkbox"/> No	
iv. For each identified regulated wetland and waterbody on the project site, provide the following information:	
<ul style="list-style-type: none"> • Streams: Name _____ Classification _____ • Lakes or Ponds: Name _____ Classification _____ • Wetlands: Name _____ Approximate Size _____ • Wetland No. (if regulated by DEC) _____ 	
v. Are any of the above water bodies listed in the most recent compilation of NYS water quality-impaired waterbodies? <input type="checkbox"/> Yes <input type="checkbox"/> No	
If yes, name of impaired water body/bodies and basis for listing as impaired: _____	
i. Is the project site in a designated Floodway? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
j. Is the project site in the 100-year Floodplain? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
k. Is the project site in the 500-year Floodplain? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
l. Is the project site located over, or immediately adjoining, a primary, principal or sole source aquifer? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If Yes:	
i. Name of aquifer: _____	

<p>m. Identify the predominant wildlife species that occupy or use the project site: _____</p> <p>N/A _____</p> <p>_____</p>	
<p>n. Does the project site contain a designated significant natural community? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes:</p> <p>i. Describe the habitat/community (composition, function, and basis for designation): _____</p> <p>_____</p> <p>ii. Source(s) of description or evaluation: _____</p> <p>iii. Extent of community/habitat: _____</p> <ul style="list-style-type: none"> • Currently: _____ acres • Following completion of project as proposed: _____ acres • Gain or loss (indicate + or -): _____ acres 	
<p>o. Does project site contain any species of plant or animal that is listed by the federal government or NYS as endangered or threatened, or does it contain any areas identified as habitat for an endangered or threatened species? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes:</p> <p>i. Species and listing (endangered or threatened): _____</p> <p>_____</p> <p>_____</p>	
<p>p. Does the project site contain any species of plant or animal that is listed by NYS as rare, or as a species of special concern? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes:</p> <p>i. Species and listing: _____</p> <p>_____</p> <p>_____</p>	
<p>q. Is the project site or adjoining area currently used for hunting, trapping, fishing or shell fishing? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If yes, give a brief description of how the proposed action may affect that use: _____</p> <p>_____</p> <p>_____</p>	
<p>E.3. Designated Public Resources On or Near Project Site</p>	
<p>a. Is the project site, or any portion of it, located in a designated agricultural district certified pursuant to Agriculture and Markets Law, Article 25-AA, Section 303 and 304? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes, provide county plus district name/number: _____</p>	
<p>b. Are agricultural lands consisting of highly productive soils present? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>i. If Yes: acreage(s) on project site: _____</p> <p>ii. Source(s) of soil rating(s): _____</p>	
<p>c. Does the project site contain all or part of, or is it substantially contiguous to, a registered National Natural Landmark? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes:</p> <p>i. Nature of the natural landmark: <input type="checkbox"/> Biological Community <input type="checkbox"/> Geological Feature</p> <p>ii. Provide brief description of landmark, including values behind designation and approximate size/extent: _____</p> <p>_____</p> <p>_____</p>	
<p>d. Is the project site located in or does it adjoin a state listed Critical Environmental Area? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If Yes:</p> <p>i. CEA name: _____</p> <p>ii. Basis for designation: _____</p> <p>iii. Designating agency and date: _____</p>	

e. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If Yes: <ul style="list-style-type: none"> i. Nature of historic/archaeological resource: <input type="checkbox"/> Archaeological Site <input type="checkbox"/> Historic Building or District ii. Name: _____ iii. Brief description of attributes on which listing is based: _____ 	
f. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
g. Have additional archaeological or historic site(s) or resources been identified on the project site? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If Yes: <ul style="list-style-type: none"> i. Describe possible resource(s): _____ ii. Basis for identification: _____ 	
h. Is the project site within five miles of any officially designated and publicly accessible federal, state, or local scenic or aesthetic resource? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
If Yes: <ul style="list-style-type: none"> i. Identify resource: <u>Highland Park</u> ii. Nature of, or basis for, designation (e.g., established highway overlook, state or local park, state historic trail or scenic byway, etc.): <u>local park</u> iii. Distance between project and resource: _____ <u>2</u> miles. 	
i. Is the project site located within a designated river corridor under the Wild, Scenic and Recreational Rivers Program 6 NYCRR 666? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If Yes: <ul style="list-style-type: none"> i. Identify the name of the river and its designation: _____ ii. Is the activity consistent with development restrictions contained in 6NYCRR Part 666? <input type="checkbox"/> Yes <input type="checkbox"/> No 	

F. Additional Information

Attach any additional information which may be needed to clarify your project.

If you have identified any adverse impacts which could be associated with your proposal, please describe those impacts plus any measures which you propose to avoid or minimize them.

G. Verification

I certify that the information provided is true to the best of my knowledge.

Applicant/Sponsor Name Good Shepherd Village at Endwell Date September 8, 2021

Signature Michael J Keena Title President/CEO

ATTACHMENT A
GOOD SHEPHERD COMMUNITIES & SUBSIDIARIES
(GOOD SHEPHERD COMMUNITIES, GOOD SHEPHERD VILLAGE AT ENDWELL,
GOOD SHEPHERD FAIRVIEW HOME, GOOD SHEPHERD COMMUNITIES FOUNDATION,
CHASE MEMORIAL NURSING HOME)
BOARD OF DIRECTORS – 2021

Chair

Ms. Kathleen A. Bunnell
1112 Airport Road
Binghamton, NY 13905
e-mail: kbunnell14@gmail.com
(H) 770-1152

Mr. Angelo Gallo
4013 Marietta Drive
Vestal, NY 13850
e-mail: agallo1247@gmail.com
(C) 760-6634

Ms. Jill A. Gilbert
303 S. Peterboro St.
Canastota, NY 13032
e-mail: andrewsj@binghamton.edu
(C) 222-7599

Mr. Roger J. Halbert
P.O. Box 321
83 Spring Street
Gilbertsville, NY 13776
e-mail: rhalbert1@stny.rr.com
783-2691

Vice Chair

Mr. Timothy R. Hyle
5550 State Highway 23
Norwich, NY 13815
Timothy.hyle@preferredmutual.com
(W) 847-6161 x1206 (H) 336-9341

President/CEO and Assistant Secretary

Mr. Michael J. Keenan
32 Village Drive
Endwell, NY 13760
e-mail: MK@goodshepherdcommunities.org
Office: 757-3100 Fax: 484-6112

Ms. Joan S. Lacey
113 Chalbourn Road
Vestal, NY 13850
e-mail: jlacey@stny.rr.com
(H) 722-2916

Ms. Dawn Lanouette
Hinman, Howard & Kattell
700 Security Mutual Building
80 Exchange Street
Binghamton, NY 13901
e-mail: dlanouette@hhk.com
(W) 231-6917

Secretary

Ms. JoAnn J. Navarro
3516 Ulmer Street
Endwell, NY 13760
e-mail: jnavarro@binghamton.edu
(W) 777-2108

Ms. Mary Roney
Our Lady of Lourdes Memorial Hospital,
Inc.
169 Riverside Drive
Binghamton, NY 13905
e-mail: mroney@ascension.org
(W) 798-5302
(C) 759-6456
(H) 625-4453

Mrs. Elsie Wager
195 Village Drive
Endwell, NY 13760
e-mail: ewager@stny.rr.com
(C) 348-6457

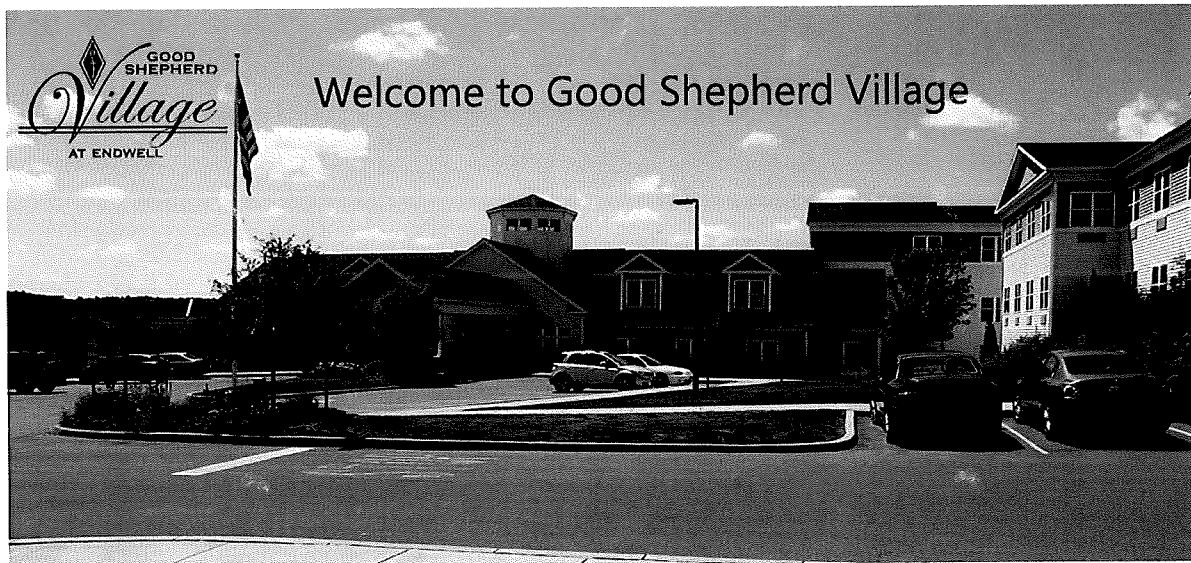
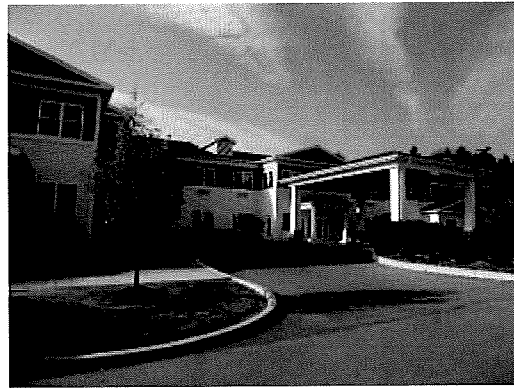
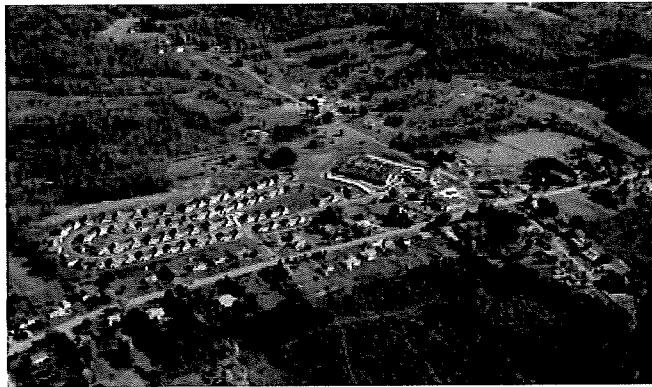
Mr. Eric Webster
454 Powers Road
Binghamton, NY 13903
e-mail: ewebster@whlane.com
(W) 775-0600 x 225
(C) 343-2123

PROJECT DATA

Project Description:

The project will consist of refinancing the existing debt of Good Shepherd Village at Endwell, Inc. of approximately \$39,100,000 and to borrow additional funds for renovations to the facility and to pay closing costs, the aggregate of which is not to exceed \$16,450,000, the final amount to be determined.

Photos:





CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

9/3/2021

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an **ADDITIONAL INSURED**, the policy(ies) must have **ADDITIONAL INSURED** provisions or be endorsed. If **SUBROGATION** IS **WAIVED**, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Arthur J. Gallagher Risk Management Services, Inc. 784 Troy Schenectady Road Latham NY 12110	CONTACT NAME: PHONE (A/C, No, Ext): 518-824-2030 FAX (A/C, No): 518-783-8754 E-MAIL ADDRESS: Lisa_DeWitt@ajg.com	
	INSURER(S) AFFORDING COVERAGE INSURER A: AIX Specialty Insurance Company INSURER B: Citizens Insurance Company of America INSURER C: Allmerica Financial Benefit Insurance Co INSURER D: National Fire & Marine Insurance Co INSURER E: INSURER F:	
INSURED Good Shepherd Village at Endwell, Inc. 32 Village Drive Endwell, NY 137601062	NAIC # 12833 31534 41840 20079	

COVERAGES**CERTIFICATE NUMBER:** 1382892568**REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input checked="" type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:	Y		L1SD99988102	8/1/2021	8/1/2022	EACH OCCURRENCE \$1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$100,000 MED EXP (Any one person) \$5,000 PERSONAL & ADV INJURY \$1,000,000 GENERAL AGGREGATE \$3,000,000 PRODUCTS - COMP/OP AGG \$3,000,000 \$
C	AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input checked="" type="checkbox"/> HIRED AUTO ONLY <input type="checkbox"/> SCHEDULED AUTOS <input checked="" type="checkbox"/> NON-OWNED AUTOS ONLY			AWSD99991802	8/1/2021	8/1/2022	COMBINED SINGLE LIMIT (Ea accident) \$1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE \$
D	UMBRELLA LIAB <input type="checkbox"/> OCCUR <input checked="" type="checkbox"/> EXCESS LIAB <input checked="" type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> DED <input checked="" type="checkbox"/> RETENTION \$ 0			ENSC100159	8/1/2021	8/1/2022	EACH OCCURRENCE \$5,000,000 AGGREGATE \$ \$
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below Y/N <input type="checkbox"/> N/A		N/A			\$	PER STATUTE <input type="checkbox"/> OTH-ER <input type="checkbox"/> E.L. EACH ACCIDENT \$ E.L. DISEASE - EA EMPLOYEE \$ E.L. DISEASE - POLICY LIMIT \$
B	Bikt Bldg/PP Bikt BI/EE			BSD99988500	8/1/2021	8/1/2022	\$92,144,417/\$10,000 \$20,078,388/72 Hr Wt

Agency/LDC, FIVE South College Drive, Suite 201, Binghamton, NY 13905 is an Additional Insured as respects to the General Liability coverage as required by written contract/agreement.

CERTIFICATE HOLDER**CANCELLATION**

Agency/LDC
FIVE South College Drive, Suite 201
Binghamton, NY 13905

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

© 1988-2015 ACORD CORPORATION. All rights reserved.



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

9/2/2021

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an **ADDITIONAL INSURED**, the policy(ies) must have **ADDITIONAL INSURED** provisions or be endorsed. If **SUBROGATION** IS **WAIVED**, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER OneGroup NY, Inc 706 N Clinton Street Syracuse NY 13204	CONTACT NAME: Rachelle Keator, CISR, MLIS	FAX (A/C, No): 315-457-7902	
	PHONE (A/C, No, Ext): 315-413-4420	E-MAIL ADDRESS: rkeator@onegroup.com	
INSURED Good Shepherd Village at Endwell, Inc. 32 Village Drive Endwell, NY 13760	INSURER(S) AFFORDING COVERAGE		NAIC #
	INSURER A: Memic Casualty Company		14164
	INSURER B:		
	INSURER C:		
	INSURER D:		
	INSURER E:		
INSURER F:			

COVERAGES**CERTIFICATE NUMBER:** 1104381994**REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS	
	COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:						EACH OCCURRENCE	\$
							DAMAGE TO RENTED PREMISES (Ea occurrence)	\$
							MED EXP (Any one person)	\$
							PERSONAL & ADV INJURY	\$
							GENERAL AGGREGATE	\$
							PRODUCTS - COMP/OP AGG	\$
								\$
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> NON-OWNED AUTOS ONLY						COMBINED SINGLE LIMIT (Ea accident)	\$
							BODILY INJURY (Per person)	\$
							BODILY INJURY (Per accident)	\$
							PROPERTY DAMAGE (Per accident)	\$
								\$
	UMBRELLA LIAB <input type="checkbox"/> OCCUR EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED <input type="checkbox"/> RETENTION \$						EACH OCCURRENCE	\$
							AGGREGATE	\$
								\$
A	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	<input type="checkbox"/> Y <input type="checkbox"/> N	N/A	6103800335	1/1/2021	1/1/2022	X PER STATUTE <input type="checkbox"/> OTH-ER <input type="checkbox"/>	
							E.L. EACH ACCIDENT	\$ 1,000,000
							E.L. DISEASE - EA EMPLOYEE	\$ 1,000,000
							E.L. DISEASE - POLICY LIMIT	\$ 1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

CERTIFICATE HOLDER**CANCELLATION**

The Agency
Broome County IDA/LDC
Five South College Drive, Suite 201
Binghamton NY 13905

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

© 1988-2015 ACORD CORPORATION. All rights reserved.



**Workers'
Compensation
Board**

**CERTIFICATE OF
NYS WORKERS' COMPENSATION INSURANCE COVERAGE**

1a. Legal Name & Address of Insured (use street address only) Good Shepherd Village at Endwell, Inc. 32 Village Drive Endwell, NY 13760 <i>Work Location of Insured (Only required if coverage is specifically limited to certain locations in New York State, i.e., a Wrap-Up Policy)</i>	1b. Business Telephone Number of Insured 607-753-3100 1c. NYS Unemployment Insurance Employer Registration Number of Insured 1d. Federal Employer Identification Number of Insured or Social Security Number 205580506
2. Name and Address of Entity Requesting Proof of Coverage (Entity Being Listed as the Certificate Holder) The Agency Broome County IDA/LDC Five South College Drive, Suite 201 Binghamton, NY 13905	3a. Name of Insurance Carrier Memic Casualty Company 3b. Policy Number of Entity Listed in Box "1a" 6103800335 3c. Policy effective period 01/01/2021 to 01/01/2022 3d. The Proprietor, Partners or Executive Officers are <input checked="" type="checkbox"/> included. (Only check box if all partners/officers included) <input type="checkbox"/> all excluded or certain partners/officers excluded.

This certifies that the insurance carrier indicated above in box "3" insures the business referenced above in box "1a" for workers' compensation under the New York State Workers' Compensation Law. **(To use this form, New York (NY) must be listed under Item 3A on the INFORMATION PAGE of the workers' compensation insurance policy).** The Insurance Carrier or its licensed agent will send this Certificate of Insurance to the entity listed above as the certificate holder in box "2".

Will the carrier notify the certificate holder within 10 days of a policy being cancelled for non-payment of premium or within 30 days if cancelled for any other reason or if the insured is otherwise eliminated from the coverage indicated on this certificate prior to the end of the policy effective period? ☐ YES ☒ NO


This certificate is issued as a matter of information only and confers no rights upon the certificate holder. This certificate does not amend, extend or alter the coverage afforded by the policy listed, nor does it confer any rights or responsibilities beyond those contained in the referenced policy.

This certificate may be used as evidence of a Workers' Compensation contract of insurance only while the underlying policy is in effect.

Please Note: Upon cancellation of the workers' compensation policy indicated on this form, if the business continues to be named on a permit, license or contract issued by a certificate holder, the business must provide that certificate holder with a new Certificate of Workers' Compensation Coverage or other authorized proof that the business is complying with the mandatory coverage requirements of the New York State Workers' Compensation Law.

Under penalty of perjury, I certify that I am an authorized representative or licensed agent of the insurance carrier referenced above and that the named insured has the coverage as depicted on this form.

Approved by: Pierre Morrisseau
(Print name of authorized representative or licensed agent of insurance carrier)

Approved by:  9/2/2021
(Date)

Title: Chief Executive Officer, Ext. 411

Telephone Number of authorized representative or licensed agent of insurance carrier: 315-413-4420

Please Note: Only insurance carriers and their licensed agents are authorized to issue Form C-105.2. Insurance brokers are NOT authorized to issue it.

F060918000 255

CSC 45
DRAW DOWN

**CERTIFICATE OF INCORPORATION
OF
GOOD SHEPHERD VILLAGE AT ENDWELL, INC.**

**Under Section 402 of the
Not-for-Profit Corporation Law**

THE UNDERSIGNED, being over the age of 18 years, for the purpose of forming a corporation pursuant to Section 402 of the Not-for-Profit Corporation Law of New York, does hereby certify:

FIRST: The name of the corporation is Good Shepherd Village at Endwell, Inc.

SECOND: The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-for-Profit Corporation Law.

THIRD: The Corporation shall be a Type B Corporation under Section 201 of the Not-for-Profit Corporation Law.

FOURTH: The purposes for which the Corporation is formed are:

To establish, construct, own, operate and maintain a fee-for-service continuing care retirement community as defined in Article 46-A of the Public Health Law; provided, however, that the Corporation will not own or operate any such fee-for-service continuing care retirement community or solicit, collect or receive priority reservation fees or enter into priority reservation agreements without first obtaining the appropriate approvals required pursuant to Article 46-A of the Public Health Law. Nothing contained in this certificate of incorporation shall authorize the Corporation to establish, operate, construct, lease or maintain a hospital or to provide hospital service or health related service or to operate a home care services agency, a hospice or a health maintenance organization, or to provide a comprehensive health services plan, as defined in and covered by Articles 28, 36, 40 and 44, respectively, of the Public Health Law, or to solicit, collect or otherwise raise or obtain any funds, contributions or grants from any source for the establishment or operation of any hospital. In addition,

the Corporation's purposes do not authorize the Corporation to establish, operate or maintain an adult home, residence for adults or enriched housing program as provided for by Article 7 of the Social Services Law, or to solicit contributions for any such purpose.

FIFTH: The office of the Corporation shall be located in Broome County.

SIXTH: As a means of accomplishing the foregoing purposes, the Corporation shall have all the powers set forth in Section 202 of the Not-for-Profit Corporation Law of the State of New York and, in general, shall exercise such powers which now are or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth or necessary or incidental to the powers so conferred.

SEVENTH: Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities or have or exercise any powers not permitted to be carried on or exercised:

(1) By a corporation exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or

(2) By a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended.

(3) By a Type B corporation under the New York State Not-for-Profit Corporation Law.

EIGHTH: It is the intention of the Corporation to qualify and remain qualified as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Accordingly:

(1) No part of the net earnings of the Corporation shall inure to the benefit of any individual; provided that nothing contained in this Certificate shall prevent the payment in good faith of reasonable and proper remuneration to any officer, director

or employee of the Corporation, or to any other person, organization, firm, association, corporation or institution in return for services actually rendered to the Corporation, and

(2) No part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall the Corporation participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office, and

(3) Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Supreme Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

(4) In the event that in any year the Corporation qualifies as a "private foundation", as that term is defined in Section 509 of the Internal Revenue Code of 1986, as amended, the Corporation shall conduct its activities in accordance with Section 406 of the Not-for-Profit Corporation Law.

NINTH: The names and addresses of the persons constituting the first Board of Directors of the Corporation are:

Names
James B. Chambers

Addresses
P.O. Box 8
Brackney, PA 18812-0008

Names

Kenneth Coleman

Bruce Edson

Angelò Gallo

Prescott D. Perkins, Jr.

Henry J. Rode II

Jeffrey Smith

Ardra Smyk

Darrell Stone

Addresses

3188 Knapp Road
Vestal, NY 13850

16 Woodside Road East
Apalachin, NY 13732

Piaker & Lyons
92 Hawley Street
Binghamton, NY 13901-3904

57 Front Street
Binghamton, NY 13905-4733

Coughlin & Gerhart
P.O. Box 2039
Binghamton, NY 13902-2039

3600 Lorne Drive
Endicott, NY 13760

16 Columbine Drive
Binghamton, NY 13901

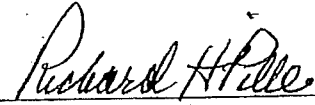
207 N. Duane Avenue
Endicott, NY 13760

TENTH: The duration of the Corporation shall be perpetual.

ELEVENTH: The Secretary of State is hereby designated as agent of the Corporation upon whom process against it may be served. The post office address to which the secretary shall mail a copy of any process against the Corporation served upon him is: Hinman, Howard & Kattell, LLP, 700 Security Mutual Building, 80 Exchange Street, P.O. Box 5250, Binghamton, NY 13902-5250.

TWELFTH: This Certificate of Incorporation is not for the incorporation of an existing unincorporated group.

IN WITNESS WHEREOF, the undersigned has made and signed this Certificate this 10th day of July, 2006, and affirms that the statements made herein are true under penalties of perjury.



Richard H. Pille -
700 Security Mutual Building
80 Exchange Street
Binghamton, NY 13902-5250



STATE OF NEW YORK DEPARTMENT OF HEALTH

Coming Tower

The Governor Nelson A. Rockefeller Empire State Plaza

Albany, New York 12237

Antonia C. Novello, M.D., M.P.H., Dr.P.H.
Commissioner

Dennis P. Whalen
Executive Deputy Commissioner

August 4, 2006

Richard H. Pille, Esq.
Hinman, Howard & Kattell, LLP
700 Security Mutual Building
80 Exchange Street
P.O. Box 5250
Binghamton, New York 13902-5250

Re: Proposed Certificate of Incorporation of
Good Shepherd Village at Endwell, Inc.

Dear Mr. Pille:

We have reviewed the above referenced Certificate of Incorporation, dated July 10, 2006. The proposed Certificate of Incorporation does not require the formal approval of the Continuing Care Retirement Community Council, the Public Health Council or the Department of Health. Paragraph Fourth of said Certificate states that the Corporation is formed:

To establish, construct, own, operate and maintain a fee-for-service continuing care retirement community as defined in Article 46-A of the Public Health Law; provided, however, that the Corporation will not own or operate any such fee-for-service continuing care retirement community or solicit, collect or receive priority reservation fees or enter into priority reservation agreements without first obtaining the appropriate approvals required pursuant to Article 46-A of the Public Health Law. Nothing contained in this certificate of incorporation shall authorize the Corporation to establish, operate, construct, lease or maintain a hospital or to provide hospital service or health related service or to operate a home care services agency, a hospice or a health maintenance organization, or to provide a comprehensive health services plan, as defined in and covered by Articles 28, 36, 40 and 44, respectively, of the Public Health Law, or to solicit, collect or otherwise raise or obtain any funds, contributions or grants from any source for the establishment or operation of any hospital. In addition, the Corporation's purposes do not authorize the

Corporation to establish, operate or maintain an adult home, residence for adults or enriched housing program as provided for by Article 7 of the Social Services Law, or to solicit contributions for any such purpose.

This letter is not to be construed as approval to own or operate a fee-for-service continuing care retirement community or to solicit priority reservation fees or to enter into priority reservation agreements. Furthermore, it is the understanding of this Department, that by filing the proposed Certificate of Incorporation with the Secretary of State, the Corporation acknowledges and agrees that it must obtain all appropriate approvals before engaging in any of the activities mentioned above.

Very truly yours,

A handwritten signature in cursive script that reads "Teresa Beaudett /g".

Teresa Beaudett
Attorney

Enclosure

F060918000255

CERTIFICATE OF INCORPORATION
OF

GOOD SHEPHERD VILLAGE AT ENDWELL, INC.

FILED

2006 SEP 18 AM 10:48

Section 402 of the Not for Profit Corporation Law

lce
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED SEP. 18 2006

TAX \$

Y:

par

Broome

Type B

CSC 45
DRAW DOWN

Filer: Hinman Howard & Kattell, LLP
80 Exchange Street
Binghamton, NY 13902
Cust. Ref#321321Db

DRAWDOWN

RECEIVED
2006 AUG 21 AM 11:07

par 100

8

283

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on **September 18, 2006**



A handwritten signature in black ink, appearing to read "D. A. [unclear]".

Special Deputy Secretary of State

FILING RECEIPT

=====

ENTITY NAME: GOOD SHEPHERD VILLAGE AT ENDWELL, INC.

DOCUMENT TYPE: INCORPORATION (NOT-FOR-PROFIT)

TYPE: B COUNTY: BROO

SERVICE COMPANY: CORPORATION SERVICE COMPANY

SERVICE CODE: 45

=====

FILED:09/18/2006 DURATION:PERPETUAL CASH#:060918000283 FILM #:060918000255

ADDRESS FOR PROCESS

EXIST DATE

HINMAN, HOWARD & KATTELL, LLP
700 SECURITY MUTUAL BLDG.
BINGHAMTON, NY 13902-5250

09/18/2006
80 EXCHANGE STREET PO BOX 5250

REGISTERED AGENT

=====

FILER	FEES	110.00	PAYMENTS	110.00
-----	----		-----	
	FILING	75.00	CASH	0.00
	TAX	0.00	CHECK	0.00
	CERT	0.00	CHARGE	0.00
HINMAN HOWARD & KATTELL, LLP	COPIES	10.00	DRAWDOWN	110.00
0 EXCHANGE STREET	HANDLING	25.00	OPAL	0.00
			REFUND	0.00
BINGHAMTON, NY 13902			-----	

=====

CERTIFICATE OF AMENDMENT OF
THE CERTIFICATE OF INCORPORATION OF
GOOD SHEPHERD VILLAGE AT ENDWELL, INC
UNDER SECTION 803
OF THE NOT-FOR-PROFIT CORPORATION LAW

Michael Keenan, the President and CEO of Good Shepherd Village at Endwell, Inc., hereby certifies:

1. The name of the Corporation is Good Shepherd Village at Endwell, Inc.
2. Its Certificate of Incorporation was filed by the Department of State on September 18, 2006 under the Not-for-Profit Corporation Law of the State of New York; and
3. Good Shepherd Village at Endwell, Inc. is a corporation as defined in subparagraph (a) (5) of Section 102 of the Not-for-Profit Corporation Law and is a Type B corporation as defined in Section 201 of that law.
4. The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation served upon him is:

Chief Executive Officer
Good Shepherd Village at Endwell, Inc.
80 Fairview Ave.
Binghamton, NY 13904

5. The Certificate of Incorporation is amended to restate its statement of purposes in paragraph FOURTH of the Certificate by deleting the second and third sentences thereof and by adding new subparagraphs (a) through (f) as follows:

The current statement of purposes in paragraph FOURTH reads as follows:

To establish, construct, own, operate and maintain a fee-for-service continuing care retirement community as defined in Article 46-A of the Public Health Law; provided, however, that the Corporation will not own or operate any such fee-for-service continuing care retirement community or solicit, collect or receive priority reservation fees or enter into priority reservation agreements without first obtaining the appropriate approvals required pursuant to Article 46-A of the Public Health Law. Nothing contained in this certificate of incorporation shall authorize the Corporation to establish, operate, construct, lease or maintain a hospital or to provide hospital service or health related service or to operate a home care services agency, a hospice or a health maintenance organization, or to

provide a comprehensive health services plan, as defined in and covered by Articles 28, 36, 40, and 44, respectively, of the Public Health Law, or to solicit, collect or otherwise raise or obtain any funds, contributions or grants from any source for the establishment or operation of any hospital. In addition, the Corporation's purposes do not authorize the Corporation to establish, operate or maintain an adult home, residence for adults or enriched housing program as provided for by Article 7 of the Social Services Law, or to solicit contributions for any such purpose.

The restated paragraph FOURTH reads as follows:

The purposes for which the Corporation is formed are:

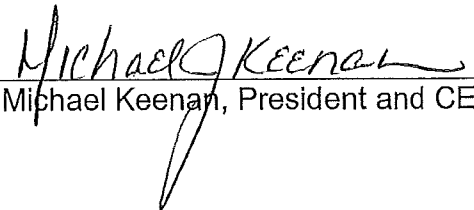
To establish, construct, own, operate and maintain a fee-for-service continuing care retirement community as defined in Article 46-A of the Public Health Law; provided, however, that the Corporation will not own or operate any such fee-for-service continuing care retirement community or solicit, collect or receive priority reservation fees or enter into priority reservation agreements without first obtaining the appropriate approvals required pursuant to Article 46-A of the Public Health Law.

Included within the purpose of owning and operating a fee-for-service continuing care retirement community are these additional purposes:

- (a) Adult Home purpose: The purpose for which the Corporation is formed is to establish, maintain and operate an adult home as defined in Section 2(25) of the Social Services Law, provided however, that the corporation shall not establish or operate such adult home without the prior written approval of the New York State Department of Health.
- (b) Assisted Living Residence purpose: The purpose for which the Corporation is formed is to establish, maintain and operate an assisted living residence as defined in Section 4651 (1) of the Public Health Law; provided, however, that the Corporation shall not establish or operate such assisted living residence without the prior written approval of the New York State Department of Health.
- (c) Enhanced Assisted Living Residence purpose: The purpose for which the Corporation is formed is to establish, maintain and operate an assisted living residence with an enhanced assisted living certificate, as those terms are defined in Section 4651 of the Public Health Law; provided however, that the Corporation shall not establish or operate such assisted living residence with an enhanced assisted living certificate without the prior written approval of the New York State Department of Health.

- (d) Special Needs Assisted Living Residence purpose: The purpose for which the Corporation is formed is to establish, maintain and operate an assisted living residence with a special needs assisted living certificate, as those terms are defined in Section 4651 and 4655 of the Public Health Law; provided however, that the Corporation shall not establish or operate such assisted living residence with a special needs assisted living certificate without the proper written approval of the New York State Department of Health.
- (e) Residential Health Care Facility purpose: The purpose for which the Corporation is formed is to establish, maintain and operate a residential health care facility under Article 28 of the Public Health Law; provided however, that the Corporation shall not establish or operate such residential health care facility under Article 28 of the Public Health Law without the prior written approval of the New York State Department of Health.
- (f) Independent Senior Housing purpose: The purpose for which the Corporation is formed is to establish, maintain and operate independent senior housing facilities, primarily for persons 62 years of age and older.
6. The undersigned have been authorized to execute and file this certificate by the vote of the sole member of the Corporation present at a special meeting held upon due notice.

IN WITNESS WHEREOF, I have signed this certificate this 27 day of March, 2007 and affirm that the statements made herein are true under penalties of perjury.


Michael Keenan, President and CEO

THE ATTORNEY GENERAL HAS NO OBJECTION
TO THE GRANTING OF JUDICIAL APPROVAL
HEREON, ACKNOWLEDGES RECEIPT OF
STATUTORY NOTICE AND DEMANDS SERVICE
OF THE FILED CERTIFICATE. SAID NO OBJECTION
IS CONDITIONED ON SUBMISSION OF THE
MATTER TO THE COURT WITHIN 30 DAYS HEREAFTER.



ASSISTANT ATTORNEY GENERAL

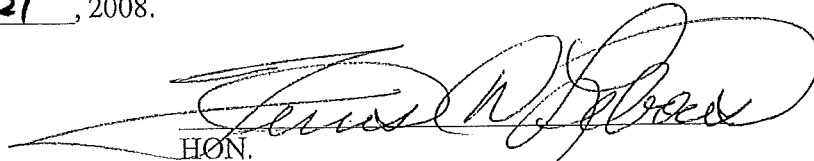


DATE

HON. FERRIS D. LEBOUS

I, _____, a Justice of the Supreme Court of the State of New York,
Sixth Judicial District, do hereby approve the foregoing Certificate of Amendment of the Certificate
of Incorporation of Good Shepherd Village at Endwell, Inc. and consent that the same be filed.

Dated: July 21, 2008.

A large, stylized handwritten signature in black ink, appearing to read "Ferris D. LeBous", is written over a horizontal line.

HON.

Justice of the Supreme Court of the State
of New York, Sixth Judicial District

HON. FERRIS D. LEBOUS

FILING RECEIPT

ENTITY NAME: GOOD SHEPHERD VILLAGE AT ENDWELL, INC.

DOCUMENT TYPE: AMENDMENT (DOMESTIC NFP)
PURPOSES PROCESS

COUNTY: BROO

FILED: 07/23/2008 DURATION: ***** CASH#: 080723000728 FILM #: 080723000663

FILER:

HINMAN HOWARD & KATTELL, LLP
80 EXCHANGE STREET

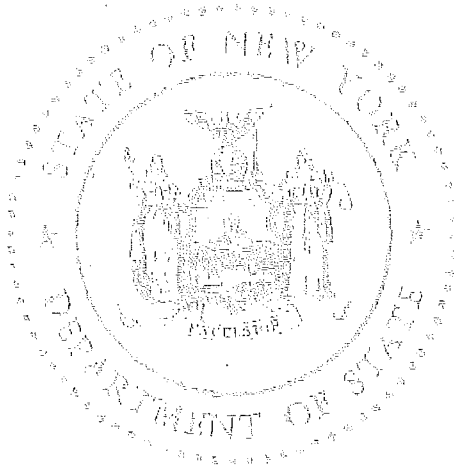
BINGHAMTON, NY 13902

ADDRESS FOR PROCESS:

THE CORPORATION
CHIEF EXECUTIVE OFFICER
BINGHAMTON, NY 13904

80 FAIRVIEW AVE.

REGISTERED AGENT:



SERVICE COMPANY: CORPORATION SERVICE COMPANY - 45

SERVICE CODE: 45

FEES	90.00
FILING	30.00
TAX	0.00
CERT	0.00
COPIES	10.00
HANDLING	50.00

PAYMENTS	90.00
CASH	0.00
CHECK	0.00
CHARGE	0.00
DRAWDOWN	90.00
OPAL	0.00
REFUND	0.00

BYLAWS
OF
GOOD SHEPHERD VILLAGE AT ENDWELL, INC.

BYLAWS
OF
GOOD SHEPHERD VILLAGE AT ENDWELL, INC.

ARTICLE I
Purpose

The purpose of Good Shepherd Village at Endwell, Inc., herein called "Corporation", is to provide suitable housing and health care for elderly men and women on a not-for-profit basis.

ARTICLE II
Membership of the Corporation

The sole member of the Corporation is FGS, Inc. d/b/a Good Shepherd Communities ("Good Shepherd Communities" or "GSC").

ARTICLE III
Board of Directors

3.1 The affairs of the Corporation shall be managed and conducted by a Board of Directors which shall consist of no less than thirteen (13) and no more than (20) persons at least 18 years of age, elected and designated as hereinafter described. Directors to replace Directors whose terms expire shall be elected by resolution of the Board of Directors of GSC at its organizational meeting in each calendar year, the results of which election shall be filed with the Secretary of the Corporation. Directors other than ex-officio directors shall serve a four year term or until their successors are elected. Directors who have served three consecutive full four year terms shall not be eligible for election to the board for a period of one year following the completion of the third full four year term.

The Board of Directors shall therefore be composed of the President/Chief Executive Officer of GSC and up to nineteen (19) board members, with a preference for developing wide ranging specific skill sets, including attorney, engineer, academia, human resources, corporate executive management, certified public accountant/finance/banker, medical professional, faith based and community based.

The Sole Member may, in its discretion, elect Directors for less than four year initial terms from time to time in order to equalize as much as possible the number of Directors' terms which expire in successive years.

3.2 At their annual organizational meeting, the Directors shall recognize new members appointed by Good Shepherd Communities to replace the Directors whose terms have expired (not including ex-officio Directors who are not elected). Such Directors shall serve for four-year terms. Directors who have served three (3) consecutive full four (4) year terms shall not be eligible for election as Directors for a period of one (1) year following the completion of the third full four (4) year term, but may serve as ex-officio Directors.

3.3 An "Independent Director" is a Director who: (1) is not and has not for the past 3 years been an employee or key person of the Corporation and does not have a relative who is, or has been within the past 3 years, a key employee of the Corporation; (2) has not received and does not have a relative who has received, in any of the past 3 fiscal years, more than \$10,000 in direct compensation from the Corporation; (3) is not a current employee of or does not have substantial financial interest in (or have a relative who is a current officer of or has a substantial financial interest in) any entity that has made payments to, or received payments from, the Corporation in any the last 3 fiscal years exceeding the lesser of \$25,000 or 2 percent of the consolidated gross revenue if the entity's consolidated gross revenue was \$500,000 or more but less than \$10,000,000, or the lesser of \$100,000 or 2 percent of the consolidated gross revenue if the entity's consolidated gross revenue was over \$10,000,000; or (iv) is not and does not have a relative who is a current owner, director, officer or employee of the corporation's outside auditor or who has worked on the corporation's audit at any time during the past three years. The term "payment" as used herein does not include charitable contributions, dues or fees paid to the corporation for services which the corporation performs as part of its nonprofit purposes, or payments made by the corporation at fixed or non-negotiable rates or amounts for services received, provided that such services by and to the corporation are available to individual members of the public on the same terms, and such services received by the corporation are not available from another source. 3.4

The Board of Directors shall hold an annual organizational meeting at such date, time and place as the Board shall determine and shall also meet at least four times per year on dates selected by the Board at an hour and place designated by the Chair and on such other occasions as the Chair considers proper.

3.5 Special meetings of the Board of Directors, at which any business may be considered, may be called by the Chair. Special meetings shall be called on written request of not less than three (3) members of the Board, and the notices thereof shall state the business to be considered.

3.6 One more than half the members of the Board (not including Directors who have resigned, ex-officios or whose positions are otherwise vacant) shall constitute a quorum for the transaction of business.

3.7 Notices for meetings of the Board of Directors shall be given to each Director either by telephone, fax, e-mail or other electronic means at least three (3) days before such meeting or by notice sent by first class mail to his/her last known address deposited in the mail at least five (5) business days prior to such meeting.

3.8 Action by Directors or Committees in Writing Without a Meeting. Any action required or permitted to be taken by the Board of Directors or any Committee thereof may be taken without a meeting if all members of the Board or the Committee consent in writing to the adoption of a resolution authorizing the action. Such consent may be written or electronic. If written, the consent must be executed by the director by signing such consent or causing his or her signature to be affixed to such consent by any reasonable means including, but not limited to, facsimile signature. If electronic, the transmission of the consent must be sent by electronic mail and set forth, or be submitted with, information from which it can reasonably be determined that the transmission was authorized by the director. The resolution and the written consents thereto by the members of the Board or Committee shall be filed with the minutes of the proceedings of the Board or Committee.

3.9 Directors' or Committee Meeting by Conference Telephone or Similar Communications Equipment. Any one or more members of the Board of Directors or any Committee thereof may participate in a meeting of such Board or Committee by means of a conference telephone or similar communications equipment or by electronic video screen communication; provided that all persons participating in the meeting can hear each other at the same time and can participate in all matters before the Board of Directors or Committee, including, without limitation, the ability to propose, object to, and vote upon a specific action to be taken by the Board of Directors or Committee. Participation by such means shall constitute presence in person at the meeting.

3.10 Debt. Any and all debt to be taken on by Good Shepherd Village at Endwell must be approved by the Board of Directors of Good Shepherd Communities.

ARTICLE IV
Membership Meetings

The sole Member of the Corporation may take action by resolution of its Board of Directors.

ARTICLE V
Officers

5.1. Officers of the Corporation. The officers of the Corporation shall be:

- (a) Board Chair
- (b) Board Vice-Chair
- (c) President/Chief Executive Officer
- (d) Secretary
- (e) One or more Assistant Secretaries, as may be appointed by the board
- (f) Treasurer
- (g) One or more Assistant Treasurers, as may be appointed by the board
- (h) Chief Financial Officer
- (i) Immediate Past Chair
- (j) Chief Operating Officer

5.2. Officers to be Elected from the Board.

- (a) The Chair, Vice Chair, Secretary and Treasurer shall be elected from the members of the Board of Directors.
- (b) The officers specified in subdivision “a” above shall be elected annually by the Directors from their number by ballot at its organizational meeting under the direction of the senior officer of the previous board still in office as a Director, shall take office immediately upon election and shall serve until the next election of a new class of Directors and until their successors have been elected and qualified.

5.3. Officers Other Than Those Required to be Elected From the Board. The President/Chief Executive Officer shall be appointed by and shall serve at the pleasure of the GSC Board of Directors. One or more Assistant Secretaries and one or more Assistant Treasurers may be appointed by and shall serve at the pleasure of the Board of Directors. Should the board appoint a staff member, that member must remain an employee in good standing. The Chief Financial Officer and Chief Operating Officer shall be appointed by the President/Chief Executive Officer, subject to approval of the Board, and shall serve at the pleasure of the President/Chief Executive Officer.

5.4. Duties of Officers. The officers shall have the duties specified below, additional duties from time to time specified by the Board of Directors and duties normally pertaining to the position they hold.

- (a) Chair. The Chair shall preside at all meetings of the Board, shall be an ex-officio member of all committees of the Board with voting rights, as and to the extent permitted by law and these Bylaws, shall chair the Executive Committee and may execute, in the name of the Corporation, all contracts and applications authorized by the Board or necessary and incidental to the carrying out of the business of the Corporation.
- (b) Vice Chair. The Vice Chair shall act as Chair in the absence of the Chair in all matters including, but not limited to, attendance at all meetings of the Board and the committees, and, when so acting, shall have the power and authority of the Chair.
- (c) President/Chief Executive Officer (called "President" in this subdivision). The President shall be the Chief Executive Officer of the Corporation with all the authority of such position in a business corporation. The President shall have all authority and responsibility necessary to operate the Corporation in all its activities and departments, subject only to these Bylaws and to such policies and directives as may be issued by the Board or its Executive Committee. The President shall, as and to the extent permitted by law, have full voting privileges on the Board of Directors and on all committees of the Board other than the Audit Committee. The President shall act as the duly authorized representative of the Board and the

Corporation in all matters in which the Board has not formally designated some other person to act. The President shall report as directed to the Chair between Board meetings and to the Board and the Executive Committee of the Board at each meeting of those bodies. The President, together with the Treasurer, shall cause the reports required by Section 519 of the Not-for-Profit Corporation Law of the State of New York to be made to the Sole Member at the first meeting of the Board of Directors of the Sole Member held after the completion of the audit of the financial reports of the Corporation for its most recent fiscal year. Unless the Chair or Vice Chair has signed, the President shall sign any deeds, mortgages, bonds, contracts or other instruments which the Board has authority to execute except in cases where the execution shall have been expressly delegated by Board resolution or these Bylaws, or by statute, to some other officer or agent of the Corporation.

- (d) Secretary. The Secretary shall keep or cause to be kept the minutes of all meetings of the Board of Directors and of all committees when asked to do so in books provided for such purpose and shall attend to the giving and serving of all notices of meetings. The Secretary may sign in the name of the Corporation all documents authorized by the Board of Directors by specific or general resolution, and affix the seal to all instruments requiring the same, and shall, in general, perform all duties incidental to the office of Secretary, subject, however, at all times to the direction of the Board of Directors.
- (e) Assistant Secretary. The Assistant Secretary shall act as Secretary in the absence of the Secretary in all matters and shall have the authority of the Secretary, subject, however, at all times to the direction of the Board of Directors.
- (f) Treasurer. Although most of the day-to-day financial work of the Corporation is accomplished by the Chief Financial Officer, the Board of Directors, primarily through its Operations Committee, oversees the financial affairs of the Corporation. The Treasurer also chairs the Operations Committee. Without limiting or affecting the authority of the President with respect to such documents, the Treasurer has the authority to sign notes of the Corporation, checks, drafts, bills and orders for the payment of monies and such power, or portions thereof may be delegated by the Board to such other Officers of the Corporation as the Board may, from time to time designate. The Treasurer shall perform all acts incidental to the office of

Treasurer, subject, however, to the direction of the Board of Directors; shall serve as the Director with chief responsibility for financial affairs; and shall report to the Sole Member at the first meeting of its Board of Directors held after the completion of the audit of the financial records of the Corporation for its most recent fiscal year concerning the assets of the Corporation received during the preceding year by gift, grant, bequest or devise or otherwise received in trust for the Corporation's purposes.

(g) Assistant Treasurer. The Assistant Treasurer shall act as Treasurer in the absence of the Treasurer in all matters and shall have the authority of the Treasurer, subject, however, at all times to the direction of the Board of Directors.

(h) Chief Financial Officer (called "CFO" in this subdivision). The Chief Financial Officer reports to the President, the Board of Directors and the Operations Committee.

1) The CFO shall have responsibility for all the financial books and records of the Corporation and will make available to the Board financial reports and other relevant data on the day-to-day operation of the Corporation.

2. The CFO shall render to the President, to the Board and to the Executive Committee whenever requested, an account of the financial condition of the Corporation and shall be responsible for ensuring that proper controls (in accord with applicable provisions of law and regulations) are established over all assets and funds.

3. Books of account shall be kept by the CFO, in which shall be entered full and accurate accounts of all monies received and paid on account of the Corporation; the CFO shall at all reasonable times exhibit the books and accounts to any officer of the Corporation or member of the Board of Directors, upon application, at the office of the Corporation during business hours. The CFO may sign all financial and related reports, including, but not limited to, governmental reports.

(i) Chief Operating Officer (called "COO" in this subdivision). The Chief Operating Officer reports to the President/Chief Executive Officer, the Board of Directors and

the Operations Committee.

- a. The COO shall identify, recommend and implement the necessary infrastructure and operational policies and procedures necessary to manage the facilities and to explore growth opportunities.
- b. Identification, creation and development of standardized processes and procedures to ensure the delivery of high quality care that is scalable as the organization grows.
- c. Responsible for overseeing the operations and management of GSFH, GSVE, Chase Nursing Home, Chase Community Center and Chase Housing. The purpose of this position is to establish and maintain systems that are effective and efficient to operate the facilities in a manner to safely meet residents' needs in compliance with federal, state and local requirements, and that are effective and efficient to operate the facility in a financially sound manner.

5.5. Term. The term of each officer who is a member of the Board of Directors shall be one year, but an incumbent shall continue in office until a successor shall be chosen. Neither the Chair nor the Vice-Chair may serve more than three consecutive one year terms.

5.6. Removal of Officers. The Board of Directors may recommend removal of any officer except President/CEO and CFO, to the Good Shepherd Communities Board by majority vote at a meeting at which a quorum is present, at any time with or without cause.

5.7. Bonding. At the request of the Board of Directors, any officer shall furnish, at the expense of the corporation, a fidelity bond in such amounts and upon such conditions as may be required by the Board.

ARTICLE VI Committees

6.1 Executive Committee. The Board of Directors may, from time to time, by a resolution adopted by a majority of the entire Board, designate an Executive Committee consisting of the Chair, Vice Chair, Secretary, Treasurer, Chief Executive Officer, and Immediate Past Chair which shall, between meetings of the Board of Directors, possess and exercise all powers of the Board of Directors and management of the affairs of the Corporation except that it shall not have authority (nor shall any other committee have authority) as to the following matters:

- a. The submission to members of any action requiring members' approval by law.
- b. The filling of vacancies on the Board of Directors or any Committee.
- c. The fixing of compensation of Directors for serving on the Board or on any Committee.
- d. The amendment or repeal of these Bylaws or the adoption of new Bylaws.
- e. The amendment or repeal of any resolution of the Board of Directors which by its terms shall not be amendable or repealable.

6.2. Additional Standing Committees. There shall be at least the following committees of the Board, which shall have at least three members, all of whom shall be Directors, and which shall exercise the duties granted to them by the Board, subject to the constraints of the Bylaws and the New York State Not-for-Profit Corporation Law:

- a. Operations Committee. The Operations Committee shall be chaired by the Treasurer and contain board members appointed by the chair, and other members as determined by the board, which shall perform the following tasks:
 - 1) Review all investments of the organization (excluding Good Shepherd Communities Foundation).
 - 2) Oversee the pension plan.
 - 3) Authorize any pension plan changes.
 - 4) Review audit reports.
 - 5) Oversee the Corporation's operations to effectively and efficiently utilize resources (human, fiscal and property) to carry out the Corporation's mission.
 - 6) Propose an annual operating budget, including capital expenditures, for consideration by the Corporation's Board of Directors.
 - 7) Approve rates, fees and all charges for goods and services for consideration by the Board of Directors.

- 8) Propose policies regarding fiscal, personnel and property matters, for consideration by the Board of Directors.
- 9) Ensure the corporation maintains appropriate insurance coverage for its property, liability, Directors and Officers, and other insurance as required.
- 10) Monitor the operations budget versus actual performance, reporting regularly to the Board of Directors.
- 11) Interact with the Resident Care Committee regarding resident care issues and their impact on operations.

b. Buildings & Grounds Committee.

- 1) Make decisions relative to capital equipment and the physical infrastructure at the Binghamton and Endwell campuses.
- 2) Oversee and review any capital project with a budget in excess of \$250,000, established on a project by project basis.
- 3) Discuss management plans, status and any major revisions or change orders.
- 4) Oversee the maintenance and repair of facilities, furnishings and equipment.
- 5) Make recommendations on replacement of worn items or equipment, landscaping and care of grounds and parking facilities.
- 6) Make recommendations to the Operations Committee as necessary.
- 7) Conduct annual inventory, inspection and evaluation of all property and equipment.
- 8) Assist and support personnel in matters related to the buildings and grounds.

c. Resident Care Committee. The Chair will be designated by the Board Chair and approved by the Board and whose purposes shall be to:

- 1) Oversee the quality, quantity and delivery of the Corporation's resident care services.
 - 2) Propose resident care policies for consideration by the Board of Directors.
 - 3) Designate one or more members from the Committee to be a liaison with the Corporation's Resident Council in order to ensure that Directors shall be available at least three times a year to hold meetings with the Resident Council to discuss matters contained in an agenda jointly developed by representatives of the Resident Council and such Committee member(s).
 - 4) Monitor compliance with government regulations relating to resident care, in connection with which duty the Committee will receive and review all regulatory inspection, survey and investigative reports and the Corporation's responses thereto, and appoint a representative to the Corporate Compliance Committee.
 - 5) Evaluate resident care satisfaction and the Corporation's customer service practices.
 - 6) Interact with the Operations Committee regarding resident care issues and their impact on operations.
- d. Audit Committee. The Audit Committee shall consist of Independent Directors who shall perform the following tasks:
- 1) Oversee the accounting and financial reporting processes of the Corporation and the audit of the Corporation's financial statements.
 - 2) Annually retain or renew the retention of an independent auditor to conduct the audit.
 - 3) Upon completion thereof, it shall review the results of the audit and any related management letter with the independent auditor.
 - 4) Review with the independent auditor the scope and planning of the audit prior to the audit's commencement.

- 5) Upon completion of the audit, review and discuss with the independent auditor any material risks and weaknesses in internal controls identified by the auditor, any restrictions on the scope of the auditor's activities or access to requested information, any significant disagreements between the auditor and management, and the adequacy of the Corporation's accounting and financial reporting processes.
- 6) Annually consider the performance and independence of the independent auditor.
- 7) Provide a full report of its activities to the Board, including any identified material risks or weaknesses. Only Independent Directors may participate in any board or committee deliberations or voting related to audit oversight. Directors of the Board that are not independent are permitted to receive and/or hear the audit committee's report to the board on the committee's activities.
- 8) Oversee the adoption, implementation of and compliance with the conflict of interest and whistleblower policies adopted by the Corporation and shall perform all functions and handle all matters required to be performed or handled by Independent Directors pursuant to Section 712-a or any other provisions of the Not-for-Profit Corporation Law of the State of New York, as it may be amended from time to time.
- 9) The Board may seek assistance and advice from non-board or board members who have accounting or financial expertise on all matters brought before the Audit and Compliance Committee, provided that participation in formal deliberations and voting is limited to independent directors. Such individuals shall not be counted in determining the presence of a quorum at any meeting of the Audit and Compliance Committee. As a condition of their participation, such individuals shall agree to be bound by all confidentiality and nondisclosure obligations imposed on directors of the Corporation by these Bylaws or applicable law.

6.3. Other Committees. The Board may from time to time create such other committees as it deems desirable, composed either of members of the Board, non-members of the Board or both, and all of which committees and members shall serve at the pleasure of the Board.

6.4. Members of Committees. Members of all committees shall be designated by the Chair and approved by the Board.

6.5. Any action taken by a board committee must have approval by no less than half plus one of its members.

ARTICLE VII

Attendance

7.1 The following staff members shall attend board meetings and committee meetings where applicable:

- a. Chief Financial Officer
- b. Chief Operations Officer
- c. Executive Director of Good Shepherd Fairview Home
- d. Executive Director of Good Shepherd Communities Foundation
- e. Executive Director of Chase Health

ARTICLE VIII

Discrimination

The Corporation complies with the Federal discrimination law.

ARTICLE IX

Conflict of Interest

8.1. Definitions.

- a. Interested Director. An “Interested Director” is any director who has a direct or indirect Financial Interest or Professional Interest (as defined below) in a contemplated action of the Corporation.
- b. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or a Relative:

- 1) An ownership or investment interest in any entity with which the Corporation has a proposed transaction or arrangement,
- 2) A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a proposed transaction or arrangement, or
- 3) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation either has a transaction or arrangement or is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

- c. Professional Interest. A person has a professional interest if the person has, in the individual's employment capacity, a non-financial association with any party with which the Corporation has a proposed transaction or arrangement.
- d. Affiliate. An "Affiliate" of the Corporation means any entity controlled by, in control of, or under common control with, the Corporation.
- e. Director. A "Director" means any member of the governing board of the Corporation, whether designated as director, trustee, manager, governor, or by any other title.
- f. Key Employee. A "Key Employee" means any person who is in a position to exercise substantial influence over the affairs of the Corporation.
- g. Officer. An "Officer" means any director, trustee, manager, governor, or by any other title, any individual holding an office of the Corporation identified in the Certificate of Incorporation and/or By-Laws.
- h. Related Party. A "Related Party" means (a) any Director, Officer or Key Employee of the Corporation, or any Affiliate; (b) any Relative of any Director, Officer or Key Employee of the Corporation, or any Affiliate; or (c) any entity in which any individual described in clauses (a) and (b) herein has a thirty-five percent (35%) or

greater ownership or beneficial interest or, in the case of a partnership or professional corporation, a direct or indirect ownership interest in excess of five percent (5%).

- i. Related Party Transaction. A “Related Party Transaction” means any transaction, agreement or any other arrangement in which a Related Party has a financial interest and in which the Corporation, or any Affiliate, is a participant. The assessment of, and any determination concerning, any Related Party Transaction, must be considered in strict compliance with the adopted policies and procedures of the Corporation.
- j. Relative. A “Relative” of an individual means his or her spouse, domestic partner, ancestors, brothers and sisters (whether whole or half-blood), children (whether natural or adopted), grandchildren, great-grandchildren, and spouses or domestic partners of brothers, sisters, children, grandchildren and/or great-grandchildren.

8.2 Annual Disclosure Statement. Each Director, prior to taking his/her position on the Board, shall submit in writing to the President and Chief Executive Officer and the Audit Committee, a list of all business or other organizations of which he or a Relative is an officer, director, member, owner, employee or agent, or has a direct or indirect financial interest, with which the Corporation has, or might reasonably be expected in the future to enter into, a relationship or a transaction in which the Director may or could have conflicting interests. The first such statement of a Director shall be included in the Director’s written acceptance of directorship. A written statement shall be re-submitted by each Director each year. A copy of said statements shall be furnished to the Audit Committee, the Chair and to the Vice-Chair of the Board (and to any Director requesting same) who shall become familiar with the same for the purpose of guiding the conduct of the Board should a conflict arise.

8.3. Duty to Disclose.

- a. At such time as any matter comes before the Board or any of its committees in such a manner as to give rise to a conflict of interest or a potential conflict of interest, an Interested Director shall disclose the material facts as to his/her Financial Interest or Professional Interest in such contract or transaction and request to have said disclosure reflected in the official minutes of the Board or any committee thereof.. The potential conflict of interest shall be reported to the Board or the Audit

Committee, as appropriate, and the Interested Director shall answer any reasonable questions of the Board or Audit Committee pertaining to the matter involved which may be required of said Interested Director.

- b. Whenever an Interested Director shall fail to disclose such a potential conflict, then it shall be the duty of any other Director, with knowledge of such a potential conflict on the part of the Interested Director, to make a disclosure to the other Directors at the meeting. Disclosures of an Interested Director's potential conflict of interest shall be made at any meeting in any event, even if the Interested Director is not present.

8.4. Determining Whether a Conflict of Interest Exists. After disclosure of the Financial Interest or Professional Interest and all material facts, and after any discussion with the Interested Person, he/she shall leave the Board of Directors or Audit Committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining members of the Board of Directors or the Audit Committee shall decide if a conflict of interest exists.

8.5 Procedures for Addressing the Conflict of Interest.

- a. An Interested Director may make a presentation at the Board of Directors or Audit Committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the Board of Directors or Audit Committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the Board of Directors or Audit Committee shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of Directors or Audit Committee shall determine by a majority vote of the disinterested directors whether

the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement. The Corporation shall not enter into any Related Party Transaction, or any other transaction involving an Interested Person, unless such a transaction or matter is determined by the Board of Directors to be fair, reasonable and in the Corporation's best interest at the time of such determination

- e. The Board of Directors or Audit Committee shall document, in writing, the information procured, the source of the information and the procedures taken under this section. The individual decision or vote made by each board or committee member shall be recorded along with the final outcome or determination of the board or committee under this procedure for addressing the conflict of interest.

8.6 Authorization of Transactions Concerning Substantial Financial Interest. With respect to any Related Party Transaction in which a Related Party has a substantial financial interest, the Board of Directors or Audit Committee, as appropriate, shall, in addition to the procedures set forth in Section 8.5 above:

- a. Prior to entering into such Related Party Transaction, consider alternative transactions to the extent practicable;
- b. Approve the transaction by not less than majority vote of the Directors or Audit Committee members, as applicable, present at the meeting; and
- c. Contemporaneously document the basis for approval by the Board of Directors or Audit Committee, as applicable, including its consideration of any alternative transactions.

8.7 Restrictions. With respect to any Related Party Transaction, or any other transaction with an Interested Person, considered by the Board of Directors or the Audit Committee, as applicable, no Related Party or Interested Person shall:

- a. Be present at, or participate in, any deliberations;
- b. Attempt to influence deliberations; and/or

- c. Cast a vote on the matter.

Nothing herein shall prohibit the Board of Directors or the Audit Committee, as applicable, from requesting that a Related Party or Interested Person present information concerning a Related Party Transaction, or any other transaction with an Interested Person, at a Board of Directors or Audit Committee meeting prior to the commencement of deliberations or voting relating thereto.

8.8 Records of Proceedings. Without limiting or affecting any other requirements herein, the minutes of the Board of Directors or Audit Committee meetings, as applicable, shall contain:

- a. The names of the Related Party(ies) or Interested Person(s) who disclosed or otherwise were found to have an interest in connection with the proposed transaction, the nature of the interest, any action taken to determine whether a conflict of interest was present or whether the transaction was a Related Party Transaction, and the Board of Directors or Audit Committee's decision as to whether a conflict of interest in fact existed and/or whether the transaction was a Related Party Transaction.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

8.9 In the event a conflict of interest affects the Chair of the Board of Directors or Audit Committee, as applicable, the Vice-Chair (or another appointed disinterested person, as applicable) shall preside for the duration of the discussion and vote thereon, and the policy stated herein shall apply to the Chair with the same force and effect as it is applicable to the other Board members.

8.10. The existence of a conflict of interest shall not prevent an Interested Director from being counted in establishing a quorum of the Board or committee; provided, however, if the matter involved is the item of business for which a Special Meeting has been duly called, and a potential conflict of interest is identified in the notice of meeting, the Interested Director shall not be counted to establish a quorum at said Special Meeting.

8.11 Board members agree to adhere to the standards outlined in the Good Shepherd Communities Code of Conduct.

ARTICLE IX
Indemnification of Officers and Directors

It is the policy of the Corporation to indemnify officers and directors for losses and expenses due to being made a party or being threatened to be made a party to actions and proceedings to the full extent permitted by and consistent with Article 7 of the Not-For-Profit Corporation Law.

ARTICLE X
Bylaws and Amendments

These Bylaws may be revised or amended by resolution of the Board of Directors of GSC.

ARTICLE XI
New York State Not-for-Profit Revitalization Act

The organization shall comply with rules and regulations of the New York State Revitalization Act of 2013. A copy of the act shall follow these bylaws.

STATE OF NEW YORK

DEPARTMENT OF STATE

Certificate of Status

I, ROSSANA ROSADO, Secretary of State of the State of New York and custodian of the records required by law to be filed in my office, do hereby certify that upon a diligent examination of the records of the Department of State, as of the date and time of this certificate, the following entity information is reflected:

Entity Name: GOOD SHEPHERD VILLAGE AT ENDWELL, INC.
DOS ID Number: 3413488
Entity Type: DOMESTIC NOT-FOR-PROFIT CORPORATION
Entity Status: EXISTING
Date of Initial Filing with DOS: 09/18/2006

I certify that the following is a list of documents on file in the Department of State for said entity:

Document Type: CERTIFICATE OF INCORPORATION
Date of Filing: 09/18/2006
Entity Name: GOOD SHEPHERD VILLAGE AT ENDWELL, INC.

Document Type: CERTIFICATE OF AMENDMENT
Date of Filing: 07/23/2008

Above space is left blank intentionally.

No information is available from this office regarding the financial condition, business activity or practices of this entity.

WITNESS my hand and official seal of the Department
of State, at the City of Albany, on September 03, 2021
at 01:40 P.M.



ROSSANA ROSADO, Secretary of State

Brendan C. Hughes

By Brendan C. Hughes
Executive Deputy Secretary of State

Authentication Number: 100000319164 To Verify the authenticity of this document you may access the
Division of Corporation's Document Authentication Website at <http://ecorp.dos.ny.gov>

RESOLUTION OF THE GSC COMBINED BOARD OF DIRECTORS

Of

GOOD SHEPHERD VILLAGE AT ENDWELL, INC.

September 1, 2021

WHEREAS, Good Shepherd Village at Endwell, Inc. (the "Company") owns and operates a fee-for-service continuing care retirement community located on approximately 120 acres at the northeast corner of the intersection of Farm-to-Market Road and Sally Piper Road, Endwell, Town of Union, Broome County, New York.

WHEREAS, on August 6, 2021, this Board approved and recommended proceeding with the refinance of existing 2015 Revenue Bonds plus additional borrowing for certain improvements and capital expenditures (the "2021 Project").

WHEREAS, with approval of this Board, the Company will submit an Application for Benefits to the Broome County Local Development Corporation (the "Issuer"), which will request the Issuer to issue its Continuing Care Retirement Community Revenue Bonds (the "Series 2021 Bonds"), in an aggregate principal amount not to exceed (amount TBD), the proceeds of which will be used for some or all of the following purposes:

(A) the refinancing, in whole or in part, of the outstanding Continuing Care Retirement Community Revenue Refunding Bonds, Series 2015 (the "Series 2015 Bonds"), issued by the Broome County Local Development Corporation (the "BLDC"), in the aggregate principal amount of \$47,350,000;

(B) the payment of all or a portion of redemption costs of the refinanced Series 2015 Bonds;

(C) the payment of all or a portion of the costs incidental to the issuance of the Series 2021 Bonds, including issuance costs of the Series 2021 Bonds and any reserve funds as may be necessary to secure the Series 2021 Bonds; and

(D) certain improvements and capital expenditures in furtherance of the facility operated by the Company.

NOW, THEREFORE, BE IT

RESOLVED, the Company hereby authorizes the submittal of an Application for Benefits to the Agency/BLDC of Broome County for the Series 2021 Bonds.

RESOLVED, that the Company hereby agrees that any one of the Chairman, President, Chief Executive Officer or Chief Financial Officer of the Company be, and each of them hereby

is, authorized and empowered, without further approval and direction of this Board of Directors, to execute and deliver, and each is authorized and empowered to affix the corporate seal to, and attest in the name of the Company, any agreements, documents, certificates and other instruments, and to do and perform any other and further actions including, but not limited to, paying all costs and expenses in connection with the above described actions, as may be necessary or desirable, in the sole judgment of any such officers, or any one of them, in order to consummate the contemplated transaction and effect, implement or consummate the foregoing resolutions and the above described actions.

RESOLVED, that any acts of the Chairman, President, Chief Executive Officer, Chief Financial Officer, or any other officer of the Company, and any person or persons designated and authorized to act by any officer of the Company, on behalf of the Company, which acts would have been authorized by the foregoing resolutions except that such acts were taken prior to the adoption of such resolutions, are hereby severally ratified, confirmed, approved and adopted as the acts of the Company.

Signature:

Michael J. Keenan

Title:

President / CEO

Exhibit A - Property Description

PARCEL 1

ALL THAT TRACT OR PARCEL OF LAND situate in the Town of Union, County of Broome and State of New York, and being twenty (20) acres of land conveyed by Newton M. Hulbert to James L. Roberts, deceased, by deed dated February 4, 1871, and recorded in the Broome County Clerk's Office in Book of Deeds No. 87 at page 157 and is bounded and described as follows: On the North by lands now or formerly of Charles and David Smith; on the East by lands now or formerly of David Smith; on the South by lands now or formerly of Florence Cummings; and on the West by the highway known as the "Smith Road".

PARCEL 2

ALSO, ALL THAT OTHER TRACT OR PARCEL OF LAND situate in the town, county and state aforesaid; being fifty-seven (57) acres or land conveyed by deed dated December 18, 1833, and recorded in Broome County Clerk's Office in Book of Deeds No. 22 at pages 128 and 129. Said premises hereby conveyed are bounded as follows: On the North by lands now or formerly of James Chaucey; on the East by the highway known as the "Smith Road"; on the South by lands now or formerly of Laura Reynolds (1904); and on the West by the highway known as the "Shores Hill Road".

EXCEPTING AND RESERVING THEREFROM the following conveyances made by Harry E. Dealaman and Adolph R. Dealaman and recorded in the Broome County Clerk's Office:

Deed to George A. Hauser and Roberta S. Hauser recorded on April 20, 1954 in Book 859 of Deeds at page 316;

Deed to George A. Hauser and Robert S. Hauser recorded on August 19, 1956 in Book 834 of Deeds at page 38;

Deed to Frank B. LaBelle and Phyllis L. LaBelle recorded on February 13, 1957 in Book 934 of Deeds at page 456;

Deed to Lawrence Muir Gibbs and Kathryn J. Gibbs recorded on November 21, 1963 in Book 1033 at page 197;

Deed to Adolph R. Dealaman and Vivian R. Dealaman recorded July 30, 1964 in Book 1081 at page 661;

PARCEL 3

ALSO, ALL THAT OTHER TRACT OR PARCEL OF LAND situate in the Town of Union, County of Broome and State of New York, being a part of the farm of which William J. Rutherford died seized and a part of Lot No. 165 bounded as follows, to wit: Beginning at a stone marked and standing in the highway and running thence south $85^{\circ} 15'$ East 15 chains and 75 links, along the south line of the lot to a stake and stone, thence north $4^{\circ} 20'$ East 25 chains and 32 links to stake and stone standing in north line of lot, thence along said north line north $85^{\circ} 15'$ West 15 chains and 75 links to the highway, thence southerly along the highway about 25 chains and 32 links to the place of beginning. Containing 39 acres, 3 rods and 20 rods of land, more or less, as surveyed by Wm. H. Ireland, Surveyor, Dec. 4, 1883.

ALSO, EXCEPTING AND RESERVING the following conveyances made by Robert G. Dealaman and recorded in the Broome County Clerk's Office:

Deed to Peter Hudanich and Helen Hudanich recorded on November 8, 1985 in Book 1490 at page 39;

Deed to Lawrence A. Robinson and Lisa M. Robinson recorded October 3, 1989 in Book 1763 at page 462;

Deed to Maynard D. Hall and Dolores A. Hall recorded November 29, 1989 in Book 1768 at page 363;

Deed to Wallace L. Yelverton and Laurie S. Yelverton recorded July 2, 1990 in Book 1782 at page 107;

Deed to Eugene J. Cartie and Marcia C. Cartie recorded September 3, 1992 in Book 1813 at page 571;

PARCEL 4

ALL THAT TRACT OR PARCEL OF LAND situate in the Town of Union, County of Broome and State of New York, bounded and described as follows: Beginning in the center of the highway running north and south, and in the center of the four corners, near where William Shores formerly resided, and running thence east along the center of the highway running east and west to the center of the highway running from near where William J. Rutherford formerly resided north to the Town of Maine; thence north in the center of the highway last aforesaid to land formerly of James Roberts; thence west along the southerly line of lands formerly of the said Roberts to the highway first above mentioned, and thence southerly along the center of the last mentioned highway to the point or place of beginning, containing twenty (20) acres more or less.

Said premises are also described as follows:

ALL THAT TRACT OR PARCEL OF LAND situate in the Town of Union, County of Broome and State of New York, bounded and described as follows:

Parcel East of Cummings Road

BEGINNING at a found 5/8 rebar with "Jennings" cap on the existing Easterly highway boundary of Cummings Road at its intersection with the division line between said property owned by Robert G. Dealaman (TMN 109.03-1-36) on the North and the property now or formerly owned by Lincoln Mack Distributors, Inc. (Liber 1765, Page 537, Recorded November 1, 1989) on the South; said rebar also being measured North 02 degrees 41 minutes 13 seconds West, a distance of 703.64 feet from a found 5/8 rebar at its intersection with said Easterly highway boundary of Cummings Road and the Northerly highway boundary of Sally Piper Road;

RUNNING THENCE from said Point of Beginning, along the last mentioned division line, the following two (2) courses and distances:

- 1) North 86 degrees 58 minutes 50 seconds East, a distance of 1017.17 feet to a point;
- 2) North 02 degrees 22 minutes 22 seconds West, a distance of 1658.07 feet to found 1 inch pipe at its intersection with the division line between said property owned by Robert G. Dealaman (TMN 109.03-1-36) on the South and the property now or formerly owned by Louis and Audrey May Mcha (Liber 1084, Page 376, Recorded October 1, 1964) on the North;

thence South 86 degrees 58 minutes 02 seconds West, along the last mentioned division line, a distance of 136.20 feet to a point at its intersection with the division line between said property owned by Robert G. Dealaman (TMN 109.03-1-37) on the West and said property now or formerly owned by Louis and Audrey May Mcha on the East;

thence North 01 degrees 50 minutes 37 seconds West, along the last mentioned division line, a distance of 929.92 feet to a found wood fence post at its intersection with the division line between said property owned by Robert G. Dealaman (TMN 109.03-1-37) on the South and the property now or formerly owned by John H. and Donna Fuller (Liber 1205, Page 1071, Recorded September 7, 1973) on the North;

thence South 87 degrees 40 minutes 15 seconds West, along the last mentioned division line, a distance of 913.51 feet to a point on said Easterly highway boundary of Cummings Road;

thence along the last mentioned highway boundary, the following three (3) courses and distances:

- 1) South 03 degrees 17 minutes 29 seconds East, a distance of 930.32 feet to a point;
- 2) South 01 degrees 34 minutes 07 seconds East, a distance of 652.44 feet to a point;
- 3) South 03 degrees 24 minutes 36 seconds East, a distance of 1005.51 feet to the POINT OR PLACE OF BEGINNING.

Parcel West of Cummings Road

BEGINNING at a point on the existing Westerly highway boundary of Cummings Road at its intersection with said property owned by Jerry and Stanley F. Kulheim on the South and said property owned by Robert G. Dealaman (TMN 109.03-1-18) on the North;

RUNNING THENCE from said Point of Beginning, South 02 degrees 41 minutes 12 seconds East, along the last mentioned highway boundary, a distance of 689.65 feet to a point at its intersection with the Northerly highway boundary of Sally Piper Road;
thence along the last mentioned highway boundary, the following ten (10) courses and distances:

- 1) North 81 degrees 26 minutes 48 seconds West, a distance of 644.17 feet to a point;
- 2) North 81 degrees 20 minutes 59 seconds West, a distance of 176.36 feet to a point;
- 3) North 85 degrees 04 minutes 28 seconds West, a distance of 102.72 feet to a point;
- 4) North 85 degrees 09 minutes 13 seconds West, a distance of 90.23 feet to a point;
- 5) North 85 degrees 13 minutes 21 seconds West, a distance of 85.00 feet to a point;
- 6) North 84 degrees 40 minutes 13 seconds West, a distance of 71.00 feet to a point;
- 7) North 85 degrees 34 minutes 54 seconds West, a distance of 109.62 feet to a point;
- 8) North 84 degrees 51 minutes 34 seconds West, a distance of 114.87 feet to a point;
- 9) North 86 degrees 24 minutes 12 seconds West, a distance of 169.68 feet to a point;
- 10) North 34 degrees 15 minutes 38 seconds West, a distance of 27.84 feet to a point at its intersection with the Easterly highway boundary of County Route 66 (Farm to Market Road);

thence North 05 degrees 58 minutes 45 seconds East, along the last mentioned highway boundary, a distance of 395.64 feet to a found 1/4 inch rebar at its intersection with the division line between said property owned by Jeffry and Stanley F. Kulheim on the South and the property now or formerly owned by Kevin P. and Kathleen L. O'Brien (Liber 2019, Page 525, Recorded December 27, 2002) on the North;

thence North 86 degrees 07 minutes 06 seconds East, along the last mentioned division line, a distance of 300.70 feet to a found 1/4 inch rebar at its intersection with the division line between said property owned by Robert G. Dealman (TMN 109.03-1-18) on the East and said property now or formerly owned by Kevin P. and Kathleen L. O'Brien on the West, the last mentioned rebar also being at the intersection with the division line between said property owned by Jeffry and Stanley F. Kulheim on the South and said property owned by Robert G. Dealman (TMN 109.03-1-18) on the North, said division line having a tie bearing of South 86 degrees 38 minutes 07 seconds West, and a distance of 1196.24 feet to the Point of Beginning;

thence along said division line between said property owned by Robert G. Dealman (TMN 109.03-1-18) on the East and said property now or formerly owned by Kevin P. and Kathleen L. O'Brien on the West and along the properties now or formerly owned by Edmund P. and Frances E. Wojcik (Liber 1207, Page 382, Recorded April 20, 1973) and Aldo J. and Patricia A. Brozzetti (Liber 1398, Page 253, Recorded February 16, 1984) both on the West, the following three (3) courses and distances:

- 1) North 06 degrees 45 minutes 41 seconds East, passing through a found 5/8 rebar at 193.06 feet, a total distance of 296.17 feet to a found 3/8 rebar;
- 2) South 88 degrees 47 minutes 56 seconds West, a distance of 97.51 feet to a found 5/8 rebar;
- 3) North 06 degrees 23 minutes 47 seconds East, a distance of 148.88 feet to a found 5/8 rebar at its intersection with the division line between said property owned by Robert G. Dealman (TMN 126.01-1-19) on the North and said property now or formerly owned by Patricia A. Brozzetti on the South;

thence South 87 degrees 52 minutes 49 seconds West, a distance of 200.31 feet to a found 5/8 rebar on said Easterly highway boundary of County Route 66 (Farm to Market Road);

thence North 06 degrees 05 minutes 52 seconds East, along the last mentioned highway boundary, a distance of 105.03 feet to a found 1/2 inch rebar with "Marniki" cap at its intersection with the division line between said property owned by Robert G. Dealman (TMN 109.03-1-19) on the South and the property now or formerly owned by Eugene J. and Marcia C. Cartle (Liber 1813, Page 571, Recorded September 3, 1992) on the North;

thence North 86 degrees 54 minutes 47 seconds East, a distance of 201.03 feet to a found 1/2 inch rebar at its intersection with the division line between said property owned by Robert G. Dealman (TMN 109.03-1-18) on the East and said property now or formerly owned by Eugene J. and Marcia C. Cartle on the West;

thence North 06 degrees 09 minutes 13 seconds East, along the last mentioned division line, a distance of 105.04 feet to a found 1/4 inch rebar with "Marniki" cap at its intersection with the division line between said property owned by Robert G. Dealman (TMN 109.03-1-19) on the North and said property now or formerly owned by Eugene J. and Marcia C. Cartle on the South;

thence South 86 degrees 53 minutes 44 seconds West, along the last mentioned division line, a distance of 201.08 feet to a found 1/2 inch rebar with "Marniki" cap on said Easterly highway boundary of County Route 66 (Farm to Market Road);

thence North 06 degrees 03 minutes 59 seconds East, along said Easterly highway boundary, a distance of 155.31 feet to a found 5/8 inch smooth steel pin at its intersection with the division line between said property owned by Robert G. Dealaman (TMN 109.03-1-18) on the South and the property now or formerly owned by Mark W. and Patricia A. Rollo (Liber 1862, Page 442, Recorded February 14, 1996) on the North;

thence along the last mentioned division line and along the properties now or formerly owned by Wallace L. and Laurie S. Yelverton (Liber 1782, Page 107, Recorded July 2, 1990), James J. and Penny S. Short (Liber 2012, Page 148, Recorded October 11, 2002), Charles M. Hudanich (Liber 1924, Page 428, Recorded March 9, 2000), and Lawrence Muir and Kathryn J. Gibbs (Liber 1073, Page 197, Recorded November 21, 1963) all on the West, the following seven (7) courses and distances:

- 1) North 86 degrees 54 minutes 57 seconds East, a distance of 200.87 feet to a found 5/8 rebar;
- 2) North 06 degrees 05 minutes 24 seconds East, a distance of 84.42 feet to a found 1/2 rebar;
- 3) North 04 degrees 08 minutes 37 seconds East, a distance of 20.40 feet to a point;
- 4) North 04 degrees 08 minutes 37 seconds East, a distance of 104.98 feet to a found 5/8 rebar;
- 5) North 02 degrees 54 minutes 12 seconds East, a distance of 99.80 feet to a found 1/2 rebar;
- 6) North 02 degrees 46 minutes 51 seconds East, passing through a found 5/8 inch rebar, for a total distance of 198.91 feet to a point;
- 7) South 86 degrees 53 minutes 59 seconds West, a distance of 200.00 feet to a point on said Easterly highway boundary of County Route 66 (Farm to Market Road);

thence North 01 degrees 27 minutes 34 seconds East, along said Easterly highway boundary, a distance of 47.72 feet to a point at its intersection with the division line between said property owned by Robert G. Dealaman (TMN 109.03-1-18) on the South and the property now or formerly owned by Frank D. and Phyllis L. LaBelle (Liber 944, Page 456, Recorded February 7, 1957) on the North;

thence along the last mentioned division line, the following two (2) courses and distances:

- 1) North 86 degrees 12 minutes 13 seconds East, a distance of 200.00 feet to a point;
- 2) North 01 degrees 27 minutes 34 seconds East, a distance of 200.00 feet to a found 5/8 smooth steel pin at its intersection with the division line between said property owned by Robert G. Dealaman (TMN 109.03-1-18) on the South and the property now or formerly owned by Stanley and Lorraine Koday (Liber 1362, Page 406, Recorded December 17, 1982) on the North;

thence North 86 degrees 12 minutes 13 seconds East, along the last mentioned division line and along the property now or formerly owned by Peter M. and Jamie C. Bernard (Liber 1890, Page 427, Recorded January 22, 1998) on the North, passing through a found 5/8 inch rebar, a distance of 1476.26 feet to a point on said Westerly highway boundary of Cummings Road;

thence along the last mentioned highway boundary, the following two (2) courses and distances:

- 1) South 01 degrees 34 minutes 07 seconds East, a distance of 650.25 feet to a point;
- 2) South 03 degrees 24 minutes 36 seconds East, a distance of 1006.27 feet to the POINT OF BEGINNING.

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **JUL 22 2007**

GOOD SHEPARD VILLAGE OF ENDWELL
INC
80 FAIRVIEW AVE
BINGHAMTON, NY 13904

Employer Identification Number:
20-5580506
DLN:
17053079016047
Contact Person:
DONNA ELLIOT-MOORE ID# 50304
Contact Telephone Number:
(877) 829-5500
Accounting Period Ending:
DECEMBER 31
Public Charity Status:
509(a)(2)
Form 990 Required:
YES
Effective Date of Exemption:
SEPTEMBER 18, 2006
Contribution Deductibility:
YES
Advance Ruling Ending Date:
DECEMBER 31, 2010

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. During your advance ruling period, you will be treated as a public charity. Your advance ruling period begins with the effective date of your exemption and ends with advance ruling ending date shown in the heading of the letter.

Shortly before the end of your advance ruling period, we will send you Form 8734, Support Schedule for Advance Ruling Period. You will have 90 days after the end of your advance ruling period to return the completed form. We will then notify you, in writing, about your public charity status.

Please see enclosed Information for Exempt Organizations Under Section 501(c)(3) for some helpful information about your responsibilities as an exempt organization.

Letter 1045 (DO/CG)

GOOD SHEPARD VILLAGE OF ENDWELL

We have sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,

A handwritten signature in black ink, appearing to read "Robert Choi". The signature is stylized with a large, looped "R" and a cursive "Choi".

Robert Choi
Director, Exempt Organizations
Rulings and Agreements

Enclosures: Information for Organizations Exempt Under Section 501(c)(3)
Statute Extension

Town Of Union

Broome County Real Property (607) 778-2169
Mail pyts to: PO Box 2087, Dept UN, Binghamton NY 13902
Checks payable to: BC Director of OMB

Property Address: 1606 Farm
to Market Rd **Owner:**
Good Shepherd Vill@Endwell
Inc
32 Village Dr
Endwell NY 13760

Account #:
46000368585
Bill #: 0
Tax Map #:
109.03-1-18

SWIS Code: 034689
School Code: 033801
School District:

Land Assessment:
\$29,500.00
Total Assessment:
\$1,925,000.00
Tax Before Star: \$0.00
Star Savings: \$0.00

Front: 0
Depth: 0
Acreage: 63.93
Bank: 0000000

Book #: 2238
Page #: 589
Roll Section: 8
Class: 633

Exemptions:
NON PROFIT

\$1,925,000.00

Levy Description	Tax Value	Tax Rate	Tax Amount
County Services	1925000.0000	172.109765	\$0.00
Town General In&Out	1925000.0000	25.78785	\$0.00
Part Town Out	1925000.0000	15.914911	\$0.00
Town Highway 1 Out	1925000.0000	41.295458	\$0.00
Endwell Fire #1	0.0000	38.080714	\$0.00
Union Library Dist	0.0000	15.693734	\$0.00
Union Parks	0.0000	16.622204	\$0.00
Union Ambulance Dist	0.0000	2.146904	\$0.00

Total Tax: \$0.00

Payment History

(Payments made to the county directly may not be reflected on this site.)

Date	Comments	Amount	Paid By
01/01/2021	Tax Bill	\$0.00	

Tax Due: \$0.00 *

* Does not include penalties or fees, if any.

Penalty Schedule

This table shows the penalties that will be due for late payments on this property.

Pay By	Penalty	Fee	Total Due
02/01/2021	\$0.00	\$0.00	\$0.00 **
03/01/2021	\$0.00	\$0.00	\$0.00 **
03/31/2021	\$0.00	\$1.00	\$1.00 **

** Does not include returned check fees, if any.



Assessor's Tax Map
Section 109.03
Town of Union
Broome County, New York
Horizontal Datum is NAD 83
Map produced: 7/12/2021
This map was produced for tax purposes only and is not to be reproduced or used for surveying or engineering

Property Boundary	Denote Common Owner
Right of Way Line	10
Subdivision Lot Number	11
Block Number	12
Section Number	13
Calculated Acreage	14
Dead Dimension (feet)	15
Field Dimension (feet)	16
Scale Dimension (feet)	17
Released	18
Drawn	19

Revisions
1. 10/1/2021
2. 10/1/2021
3. 10/1/2021
4. 10/1/2021
5. 10/1/2021
6. 10/1/2021
7. 10/1/2021
8. 10/1/2021
9. 10/1/2021
10. 10/1/2021
11. 10/1/2021
12. 10/1/2021
13. 10/1/2021
14. 10/1/2021
15. 10/1/2021
16. 10/1/2021
17. 10/1/2021
18. 10/1/2021
19. 10/1/2021
20. 10/1/2021

Map Location
Town of Union
Town of Vestal

Sheet Index
109.01 109.02 109.03 109.04 109.05
109.06 109.07 109.08 109.09 109.10
109.11 109.12 109.13 109.14 109.15
109.16 109.17 109.18 109.19 109.20
109.21 109.22 109.23 109.24 109.25
109.26 109.27 109.28 109.29 109.30
109.31 109.32 109.33 109.34 109.35
109.36 109.37 109.38 109.39 109.40
109.41 109.42 109.43 109.44 109.45
109.46 109.47 109.48 109.49 109.50
109.51 109.52 109.53 109.54 109.55
109.56 109.57 109.58 109.59 109.60
109.61 109.62 109.63 109.64 109.65
109.66 109.67 109.68 109.69 109.70
109.71 109.72 109.73 109.74 109.75
109.76 109.77 109.78 109.79 109.80
109.81 109.82 109.83 109.84 109.85
109.86 109.87 109.88 109.89 109.90
109.91 109.92 109.93 109.94 109.95
109.96 109.97 109.98 109.99 110.00

Produced by
Broome County Assessor's Office
08