

THE AGENCY

B R O O M E C O U N T Y I D A / L D C

January 19, 2022 • 12:00 p.m. • The Agency Conference Room
FIVE South College Drive, Suite 201, 2nd Floor
Binghamton, New York 13905

REVISED AGENDA

1. Oath of Office/Acknowledgement of Fiduciary J. Meagher
 2. Nomination of Officers J. Meagher/Chairman
 - Chairman
 - Vice Chairman
 - Secretary
 - Treasurer
 3. Approve Transcript – December 15, 2021 Board Meeting Chairman
 4. Public Comment Chairman
 5. Executive Director's Report S. Duncan
 - Updates
 - Internal Financial Report – December 31, 2021
 6. Loan Activity Reports as of December 31, 2021 N. Abbadessa
- New Business**
7. 2022 Meeting Schedule Chairman
 8. Resolution Accepting an Application from 322 Main St, LLC, and Authorizing a Sales and Use Tax Exemption in an Amount Not to Exceed \$4,800.00, Consistent with the Policies of The Agency in Connection with the Renovation and Equipping of the Property and Building Located at 322 Main Street, in the City of Binghamton, Broome County, New York S. Duncan
 9. Discussion Regarding Revised Uniform Tax Exemption Policy for the Broome County Industrial Development Agency S. Duncan
 10. Executive Session: To Discuss the Sale of Property and/or Personnel Items S. Duncan
- Old Business**
11. Adjournment Chairman

BROOME COUNTY INDUSTRIAL DEVELOPMENT AGENCY

IDA Board Meeting Transcript

Held telephonically, December 15, 2021, commencing at
12:03 p.m. Adjourned at 1:56 p.m.

[See attendees at end of Transcript.]

REPORTED BY:

Ria Jara

Reporters Transcription Center

PO Box 903

Binghamton, NY 13903

Chairman Bernardo: I'd like to call this meeting of the Broome County Industrial Development Agency on December 15, 2021 to order.

Looking for a motion to approve the transcript of our November 17th board meeting with comments if you wish.

Mr. Crocker: I'll make a motion.

Chairman Bernardo: Thank you, Dan. Is there a second?

Mr. Rose: Second. Brian.

Chairman Bernardo: Thank you, Brian. Any comments, questions, suggestions? We'll call for a vote. All those in favor, say aye.

Unknown: [Aye -- in unison.]

Chairman Bernardo: Any opposed? Thank you all. We come to the part of our agenda where we have our public comment session. Anybody wishing to speak on any matter concerning the IDA, feel free to state your name and address for the record and please limit your comments to five minutes.

We'll call that session to a close.
executive director report. Stacey, updates please.

Ms. Duncan: Yes. I had a tickle in my throat right at that moment. Excuse me.

Yeah, just a few things. I just wanted to share good news with the board. You know some of the things or items we've been directly and/or tangentially involved with. But if you have not heard, there's been a lot of announcements on state and federal funding, some coming to our community, which is great news. The governor announced the CFA awards as of yesterday, I believe, and some good things happening here in Broome County. There's a few I wanted to just note because we have a lot of project activity in these areas.

The Town of Union did receive \$100,000 to do a smart growth comprehensive plan for the town that will be an update to their 2010 comprehensive plan and tied in with the most recent announcement with the Village of Endicott's \$10 million DRI award. That's also great news. I'm sure we'll somehow integrate into this plan.

And the Village of Endicott, more good news for them, they did receive -- and we worked with them not directly on writing this but through our continued information share, our meetings that Brendan manages. We did discuss the potential application on the Endicott BOA or Brownfield Opportunity Area nomination

for in and around the Huron campus, encouraged them to do that application. They were awarded \$300,000 through Department of State to develop a BOA nomination plan for a 429-acre area. That includes Washington Ave. downtown surrounding manufacturing, commercial, and residential areas. With that, they'll open themselves up. And project developers can open themselves up to the brownfield tax credit program and as well additional federal funds to do abatement and remediation. So that's I think great news for them.

Just a few others that I wanted to note. Buckingham Manufacturing is a perennial applicant and awardee on workforce. So those businesses that have some workforce needs we always encourage to apply. Received \$48,000 to do more training programs. And I know they're doing a lot in-house with the training because of the workforce shortage. They've kind of created their own apprenticeship program.

The UHS most recently was awarded just under a million dollars, \$991,000, to do childcare. So again another topic that we know is a significant need in our community. We're thrilled for them. We got a nice note from John Carrigg for our continued support of the hospital and their efforts.

Then lastly some good news. We joined in on a letter of support and are listed as a partner in Binghamton University's recent announcement of receipt of \$500,000 a shortlist award for the EDA Build Back Better program that is being run through really directly out of the university but in partnership with the downtown incubator and clean energy programs there. One of the things is funding to build a better manufacturing hub in Endicott and then near where activities are happening with iM3 New York. So if successful, that could be \$100 million coming to PME [phonetic].

So a lot of great things happening in and around the community and especially in concentration here. We've always said, you know, Endicott will get its time. It does seem like that's happening. So we're thrilled to support in any way that we can with that. I did get the good fortune to do a tour of iM3's manufacturing facilities and it's coming along nicely. They are very appreciative of our continued support for their growth there.

There's only one other final item I'd like to do on the record in our meeting today. As you all know, Tom Gray is retiring.

Unknown: That's a pretty big lie. You'd hate it when he's gone.

Ms. Duncan: Effective March 31 of 2022. So I'm now trying to slow the clock down a little bit because Tom has been here for 20 years with the organization. He was here when I came here in 2014. I consider him, you know, my own sort of -- I call him -- he doesn't know this. I hope he doesn't mind this. But I think of him as my Yoda. He is my sage consultant and wise --

Unknown: He was here when you were in high school. Come on.

Ms. Duncan: So it will be odd to experience coming here without Tom being here, but we're thrilled for the next chapter for he and Diane. We just have a small -- just something commemorative for him that we'd like to present today. And maybe a cake in your future, Tom is here. You never know.

Unknown: No shit.

[Cross-talking]

Ms. Duncan: So presented to Tom Bucky [phonetic] Gray in recognition of 20 years of commitment to economic and community development with The Agency. Tom, I just can't thank you enough for

your counsel, your humor, and your willingness to help me succeed. I know I speak for the whole team with that. So we will miss you, but we have you on speed dial. So, the best to you and Diane.

Mr. Gray: Thank you. I appreciate it.

Ms. Duncan: That's all that I have for my report.

Chairman Bernardo: Thank you, Stacey. You've all had the chance to look at the internal financial report through November 30th. Any questions?

Unknown: Just one quick question. Several of these we've seen for a long time. But the Grow Hemp, LLC is now 120 days out backgrounder.

Ms. Duncan: They're not gone yet.

Unknown: First of all, I'd like the board to know that I have told the staff that anything that doesn't or hasn't worked up to this point --

[Cross-talking]

Unknown: Actually, Joe and I have been working with the attorneys representing Grow Hemp as well as STREDC which is who we partnered with in the loan to Grow Hemp. The principal died. We still have a personal guarantee with his brother who we will be pursuing at some point. So we're in the beginning

stages of putting more food on Joe's table to get our -- I think a little less than \$50,000.

Unknown: It's in the \$30,000. But I spoke with Dave Rossetti [phonetic] this morning. He's the attorney for STREDC. We both have been in touch with the holdings [sounds like]. In fact, Jim Orband I think is the executor of Jeff Bump's estate. In any event, they're attempting to resurrect that life insurance policy. But we don't have a full set therein of what the assets in the estate are. So whether that's the avenue we take or whether we just go straight out of the territory. So again I'm working directly with Rossetti. We're partners. We haven't, you know, arrived on any agreement, sharing agreements.

Unknown: David Bump is actually at this point in time stronger appearing --

Unknown: He's actually on a tour.

Unknown: -- than his brother was.

Unknown: Yes.

Chairman Bernardo: You're good, right?

Unknown: Yeah.

Chairman Bernardo: Any other questions or comments?

Ms. Duncan: I have one more thing I forgot. I think I'd do a little bragging on some of the team here. In Tom's place, it was recommended that Natalie Abbadessa join the STREDC, which is the Southern Tier Regional Economic Development Corporation. Tom served as the chair of the Loan Committee there. I served on the full board and Tom chaired the Loan Committee. So recommended to George Miner that Natalie step into that role. Did you have your first meeting yet?

Unknown: Yes, we did.

Ms. Duncan: She had her first meeting. So she is now representing Broome County on the STREDC loan. We're excited to have her get started with that.

Chairman Bernardo: One comment. With the exception of our building - and it's nominal - our building cost, year-to-date we're in great shape in every single category of the budget. Revenue-wise, we are out of the water and the expenses are all -- with the exception of that legal bill. I'm kidding though. We're in really good shape.

Ms. Duncan: It's good to know that.

Chairman Bernardo: Any additional questions or comments on the financial or the loan activity with the boards? Moving on to the new business.

Resolution approving an extension of the December 1, 2020 sales and use tax exemption with One North Depot, LLC from December 1, 20 -- it's supposed to be December 1, 20 --

Ms. Duncan: It's a typo. It should be 2021. I'm sorry.

Chairman Bernardo: Thank you. From December 1, 2021. Through and including December 1, 2022, the total amount which shall not exceed \$360,000. Stace?

Ms. Duncan: Yes. This did go through the Governance Committee. I'll just briefly state this is sort of a continuation of a theme we're seeing. I think it's still the continued financial impacts of COVID and related issues. We did get this letter from the North Depot. This is Josh Bishop's project in the City of Binghamton. This is the building just across the railroad tracks from Remlik's, if you're familiar with that area. It is slated to be market-rate apartments. Josh has assured us the project is still in motion. It's just they've been having a lot of delays related to material costs, supply chain delays, and lack of skilled labor. He's requesting, just in time, a term extension for one year through December 31, 2022.

A great question came up by Brian in the Governance Committee. Some of these requests, are they reasonable at this point? My recommendation to Governance was I think, given continued fallout, this is really a year we're still seeing a lot of financial impacts. But anything beyond this year with sort of repeat requests, I would recommend we would do a deeper dive in 2022.

Unknown: Makes perfect sense.

Chairman Bernardo: Mayor, this came out of Governance?

Mr. Bucci: It did. We move it forward as a motion to approve.

Chairman Bernardo: Is there a second?

Mr. Peduto: Second, Jim.

Chairman Bernardo: Jim, thank you. Any discussion? Let's have a vote. All those in favor, say aye.

Unknown: [Aye -- in unison.]

Chairman Bernardo: Any opposed? Any abstentions? Thank you.

Moving on to Item number 7: A resolution accepting an application from the UB Family, LLC. A special purpose entity was established by the company

for a lease/leaseback transaction to facilitate the financing of the construction and development of 549 plus parking spaces within the five-level municipal parking garage located at 183 Water Street in the City of Binghamton, Broome County, New York, to be owned by the Binghamton Local Development Corporation. And the acquisition, construction, development, renovation and equipping of approximately 123 plus or minus new apartments to be constructed on five floors above the aforementioned municipal parking garage; to provide for a state and local sales and use tax exemption benefit in an amount not to exceed \$905,680; to provide a mortgage tax exemption in an amount not to exceed \$187,000; to provide for a real property tax exemption in an amount not to exceed \$18,462,086 pursuant to the PILOT schedule attached hereto as Exhibit A, including a deviation from The Agency's uniform tax exemption policy, and authorizing The Agency to set and conduct a public hearing with respect thereto.

That might be the longest resolution --

[Cross-talking]

Chairman Bernardo: I'd be glad to repeat it after reading it though. Stacey.

Ms. Duncan: Yes. This did also go through Governance. I will note we've done a lot of discussion at this point. At this point in time we are -- the action by the board is to accept and essentially open public deliberation on this project. By accepting the application, it also does authorize us to set up a public hearing at the appropriate time.

I will note a few things on this before I get into some of the detail on the project. You do have in your packet our newer form of cost-benefit analysis. That does provide a deeper dive into some of the project details. This is a new software we're using with MRB Group. So that is included in your packet, just behind your project summary review.

And as well, per the request of the board, we are also working with the National Development Council. We will be getting a sort of a summary, an independent third-party summary, and that I will make available as soon as we receive that. So that will also provide some additional, I think, detail on this project.

It's a complex but really innovative project for the city. I won't spend too much time as we do have Jeff Smetana on the line with United Group. Hi,

Jeff. But it's an exciting project. It's a \$28 million project to remove the existing garage at Water Street. The one that does is attached to and adjacent to the current Boscov's building. It includes the reconstruction of that parking garage and as well, forgive me the exact number of apartments, but over 100 market-rate apartments with a riverfront view. So new tax revenue for the first time. There is currently nothing there that brings in tax revenue at that parcel. So new tax revenue to the city with regard to property taxes.

The PILOT schedule they requested as a deviation. It is a 28-year request. The PILOT schedule is nuanced. Compared to ones we traditionally see, it's structured more like a PILOT increment, a financed PILOT in that some of the debt on the bond is included in the breakdown of the PILOT schedule.

Just some details on that. The City will make payments on PILOT bonds in years one and two. At closing, on financing for the apartments, the apartment owners will pay the City through the owner group. That's \$323,000. That's the City's payment on the debt. As reimbursement for those payments, the City will utilize the PILOT payment plus air rights to

make payments for the PILOT bonds and distribute the balance if any to the city, county, and school district in the form of a PILOT payment. So again this is not the traditional structure we see, but it does cover the cost of the infrastructure within the schedule.

Total payments by apartment owners constitute the total amount to be paid in PILOT and air right payments. The new municipal garage will serve residents, businesses, and visitors, as well as support Boscov's continuing success. As a critical driver of retail activity downtown, it is my understanding that the City and Mayor David are making great progress with Boscov's on longer term lease agreements and renovation to that facility. The apartments will attract the millennial and boomer resident base. The purchase price and new property taxes represent new revenue to the city that would not otherwise be available. And because the City currently owns the site, there are no taxes being paid.

So with that, I think, it may be best at this point is just to see if there are any questions or allow Jeff to offer some comment. Otherwise, let's proceed.

Chairman Bernardo: Yeah, let's. Jeff, would you like to offer anything beyond what Stacey has suggested or said?

Mr. Smetana: Sure. Thanks for having us. Thanks for considering our application. We're very excited about the project. It is a very interesting project. I mean it is putting privately-owned apartments above the publicly-owned garage. They're sitting, overlooking the Chenango River there. They are right in the downtown business district. So it is utilizing this air-rights structure to accomplish that. So it is very interesting. We appreciate everyone's willingness to get into this detailed of a structure and really make something like this work.

Just to clarify some of the explanation of the project. The garage itself of course is being owned and developed by the City's Local Development Corp. So it's described in the overall project in that it will be supporting the apartments, but none of the costs that are within our budget cover any of the costs of the garage. Those are all separate, just if there isn't any misunderstanding on the way the project was initially described.

The abatement of the current garage is

currently underway. Gorick Construction will be starting demolition on December 27th. The process will go forward from there. We expect to be in the City with our project, the apartment project, entitlements in parallel with the garage. They'll proceed through the process hand-in-hand so everyone will have a chance to really understand how the garage is being designed and proposed in the same way that the apartments are being proposed.

This is a project that the United Group will own and operate. We have our own management company, United Plus Property Management. It's been managing multi-family properties for close to 40 years or similar entities that are within the United Group. So we're going to become business owners and part of the community. We're very much looking forward to that.

On the call also is Michael Uccellini who is the principal and CEO of the United Group. He's very excited about the project as well. We're really looking forward to getting into the development process.

Chairman Bernardo: Thank you, Jeff. Any questions for Jeff or Michael before we move to others? Mayor, this was discussed in Governance?

Mr. Bucci: Yes. And just to be back on what Stacey said -- [audio glitch]

Chairman Bernardo: Mayor, you're hanging on us. Go ahead. Start over again.

Mr. Bucci: Okay. I might have to switch to my phone.

Normally we accept an application with the premise of immediately setting a public hearing. In this case, we are accepting the application, as Stacey said, to start the public deliberation on it. But we, as the Governance Committee and the board will then do our deep dive and analysis of the application and the component parts to it. When that's complete, we will set the public hearing. So we're moving it forward as a motion today to accept the application.

Chairman Bernardo: Okay. And to call a public hearing at a later date?

Mr. Bucci: Yes. Yes.

Chairman Bernardo: Is there a second to that motion?

Mr. Peduto: Second. Jim.

Chairman Bernardo: Thank you, Jim. Is there any discussion or questions beyond what we've asked? Let's call for a vote. All those in favor, say aye.

Unknown: [Aye -- in unison.]

Chairman Bernardo: Any opposed? Any abstentions? Carried. Thank you, gentlemen. Item number 8: A resolution accepting an application --

Unknown: I have one, wait. It's the one that's stated?

Ms. Duncan: It's the one. Yeah.

Unknown: Yeah. I got a copy of that. So I'll leave you to that.

[Cross-talking]

Chairman Bernardo: A resolution accepting an application from PM, Property Matters, LLC, and authorizing a sales and use tax exemption in an amount not to exceed \$13,720 consistent with the policies of The Agency in connection with the acquisition, expansion, renovation and the equipping of the property and building located at 21 Emma Street in the City of Binghamton, Broome County, New York. Stacey.

Ms. Duncan: Yes. This is a project that comes all the way from California. PM Press is transitioning its global distribution center, event space, and headquarters from Oakland, California, to Upstate New York at a building located at 21 Emma Street in the City of Binghamton. It will be their new

shipping and receiving center processing over \$1 million in book orders annually and event and book fair space. PM Press is also acquiring Autumn Leaves on the Ithaca Commons as a retail outlet.

They expect that the full cost of transition will be approximately \$1 million. That includes building acquisition, new construction improvements, equipment purchase and associated cost totaling \$853,500. The remainder will be shipping cost and added employee cost and accommodations. Upgrades and additions are needed to create a safe attractive environment for their core operations. The property also requires safety upgrades, minor repairs, and extensive cleaning as it sat vacant for nearly a decade. They will purchase equipment for the warehouse operations and additional office equipment.

PM Press expects three FTEs, full-time employees, to operate in the facility. Two will be stationed at the facility full time while they expect another one person within PM to be at the facility as needed during peak times. And at least one other FTE will be located in Ithaca, New York.

So the project applicant, Andy Pragacz - I have a problem saying that right - is on the call. I

should have checked with him earlier. He's on the call to answer questions.

But a little bit on the project details. Total project cost is about \$945,000 of which, what is eligible for sales tax is \$171,500 which makes them eligible for an exemption up to 8 percent of \$13,720.00.

Chairman Bernardo: Thank you, Stacey. Would the owner like to offer anything in addition to what Stacey has suggested?

Mr. Pragacz: I just want to clarify I'm not the owner. I'm the operator for the new warehouse. I'm actually in our current warehouse out here in Oakland. The only other thing that I want to add is that I'm actually from Binghamton. I'm actually from the First Ward where this building is going. My family actually is living in the First Ward for about a hundred years. So I'm really, really happy and proud to be able to bring this facility to Binghamton. I think it's going to be a tremendous benefit to the community at large. We're hoping to do some large scale beautification of this space, including dealing with the retaining wall that's in the front and really turning it into a really attractive and vibrant space. So thank you very

much for the consideration. Yes.

Ms. Duncan: Thank you.

Chairman Bernardo: Thanks for coming back.
Appreciate it.

Mr. Pragacz: Oh, I actually live in
Binghamton. I'm just out here helping for the
Christmas rush. I mean I've been packing all morning.
I live over on the West Side of Binghamton.

Mr. Bucci: It's a good problem to have,
Andy, packing.

Mr. Pragacz: It is. Oh, it's a great problem
to have. No, no. I have to get in quite early. It was
a very good problem. Agreed.

Chairman Bernardo: Thank you. Mayor, this
came through Governance?

Mr. Bucci: It did. We move it forward as a
motion to approve.

Chairman Bernardo: Is there a second?

Mr. Peduto: I'm on a roll. I got it. You're
not stopping me today.

Chairman Bernardo: Any discussion? We'll
have a vote. All those in favor, say aye.

Unknown: [Aye -- in unison.]

Chairman Bernardo: Any opposed? Any

abstentions? Approved. Thank you very much.

Mr. Peduto: We let Dan back in?

Chairman Bernardo: Yeah.

Mr. Pragacz: Thank you all very much. I hope you have good holidays.

Unknown: [Thank you -- in unison.]

Chairman Bernardo: Item number 9, a resolution approving an extension of the December 20, 2019 sales and use tax exemption agreement with Canopy Growth USA, LLC, and HIP NY Developments, LLC, from December 31, 2021 through and including December 31, 2022 the total of which shall not exceed \$3,200,000. Stacey.

Ms. Duncan: Yes. Very similar to our previous item on the agenda. Similar reasons - delays related to materials and supply costs have delayed this project as well. But most significantly is the regulatory uncertainty regarding hemp and hemp products. They were sort of on a roll pre-COVID and COVID did slow things down, made that less a priority.

I have had multiple conversations with David Culver who is their VP for Government Relations. He had been my main contact with Canopy since their beginning. They're very committed to the location.

They're still very committed to the project. Like many things, they're just significantly delayed. They do still have LeChase Construction locally as their general contractor. We've had follow-ups with them. Things are still proceeding just not at the pace they wish. So this falls in that same category of I think another year is reasonable. Beyond that, I think we would want to take a deeper dive into it.

Chairman Bernardo: Thank you, Stacey. Mayor, this came in for Governance?

Mr. Bucci: It did. We move it forward as a motion to approve.

Chairman Bernardo: Thank you, Mayor. Is there a second?

Mr. Crocker: Second.

[Cross-talking]

Chairman Bernardo: Thank you, Dan. Is there a discussion? No discussion. All those in favor, say aye.

Unknown: [Aye -- in unison.]

Chairman Bernardo: Any opposed? Any abstentions? Moving on.

Item number 10, a discussion regarding conflict of interest policy. I have my name next to

it. I think this went through Governance.

Ms. Duncan: It did.

Chairman Bernardo: Okay. So I'll start with you, Stacey.

Ms. Duncan: Yeah. Essentially, you know, as I said, we do our best to keep pace on the latest guidance and updates from the ABO and the Public Authority's Office in New York State which is our sort of oversight office. In our most recent IDA Academy, they stressed the importance of review of your conflict of interest policy, of ensuring that you have a strong proper protocol in place that align with those. So we had included some information in your packets. What we're recommending is just more of a structured process by which --

And that's the short document sort of the executive summary. Everything on that, that bulleted list, will be the process we will use moving forward. It's just most of it relies on notification at least when agendas come out. So the new process will be when the agendas come out, that anyone with a conflict would notify myself, Joe Meagher, and also - which I did not realize - they recommend your Governance Committee. Rich Bucci is chair. That way it gives time

for Joe to that if there is in fact a conflict and if it's a prohibitive conflict as the lawyers would say. So this document will be the new process and procedure moving forward.

I did want to acknowledge Cheryl made a great point in so much as revisions and in keeping those to a minimum so that there is appropriate time for board members to review. So that was what we discussed. Thank you.

Chairman Bernardo: Mayor, this came before Governance?

Mr. Bucci: Yes. So we move it forward as a motion to approve.

Chairman Bernardo: Okay. Is there any confusion or concern as it relates to this?

Ms. Duncan: No. I think it's just to kind of codify a stronger process. I mean, you know, from time to time we'll get questions from the board. Is this, is it not? I think mostly it just relates to the timing of such information and clarification really.

Chairman Bernardo: Yeah. And a board member has a right. I mean we look to Joe for opinion.

Ms. Duncan: Yes.

Chairman Bernardo: But a board member has

the right to say I clearly have a conflict.

Ms. Duncan: Sure.

Chairman Bernardo: So I'm going to back away from this.

Unknown: At the end of the day it's a self-analysis.

Chairman Bernardo: Yeah. Okay. With the motion at hand, is there a second that goes with that?

Mr. Rose: I'll second it.

Chairman Bernardo: Thank you, Brian. Is there any discussion? If not, we'll have a vote. All those in favor, say aye.

Unknown: [Aye -- in unison.]

Chairman Bernardo: Any opposed? Abstentions? Obviously none. Thank you all. Recommendation to approve changes to the employee handbook, Mr. Peduto.

Mr. Peduto: This was covered in the Personnel Committee earlier today. It comes forward as a motion. I'll let Stacey elaborate very briefly, but I'm primarily concerned on revisions with regard to workplace safety which is the inclusion of the HERO Act, DEI - diversity, equity, inclusion - provisions, and a handful of others --

Ms. Duncan: Yeah, telecommuting.

Mr. Peduto: -- on telecommuting and the sick paid be in line with the statutory requirements. So, hearing your end to that.

Ms. Duncan: Essentially, for the board's information, everything in red print in your document is an item that does require personnel approval.

Mr. Peduto: And we approved it.

Chairman Bernardo: Okay.

Mr. Peduto: And move it forward as a motion.

Chairman Bernardo: Perfect. So there's a motion. Is there a second to that motion?

Mr. Gates: I'll second it.

Chairman Bernardo: Thank you, Dan. Any discussion? Thank you for putting it in red, by the way. No offense, but I wouldn't miss that.

Ms. Duncan: You never read all that?

Chairman Bernardo: I read that entire document. Is there a discussion? It had been nice. So we got it. Let's have a vote. All those in favor, say aye.

Unknown: [Aye -- in unison.]

Chairman Bernardo: Any opposed? Any abstentions? Thank you.

I'm looking for a motion to go into

executive session to discuss personnel matters and the sale of real properties. Is there a motion?

Mr. Crocker: I've a motion.

Chairman Bernardo: Thank you, Dan. Is there a second?

Mr. Gates: Second.

Chairman Bernardo: Thank you, Dan. All those in favor, say aye.

Unknown: [Aye -- in unison.]

Chairman Bernardo: Any opposed? We are here moving in that direction.

[Start of Executive Session at 12:37 p.m.]

[Out of Executive Session at 1:54 p.m.]

Ms. Duncan: Okay.

Chairman Bernardo: We're back into session. I am moving on to Item number 13, which is a recommendation to approve modifications to The Agency's organizational chart and proposed job descriptions. Jim Peduto.

Mr. Peduto: During our Personnel Committee earlier today, we discussed and reviewed proposed modifications to The Agency's organization chart largely precipitated by Tom's retirement. We considered them, reviewed them, and we actually

approved them. We bring that forward to the board as a motion.

Chairman Bernardo: Thank you. Is there a second?

Mr. Crocker: Second.

Chairman Bernardo: Thank you, Dan. Any discussion? We'll have a vote. All those in favor, say aye.

Unknown: [Aye -- in unison.]

Chairman Bernardo: Any opposed? Any abstentions? Carried. Looking for old business. Any old business? No. All right. Looking for a motion to adjourn?

Mr. Rose: So moved.

Mr. Gates: I second.

Chairman Bernardo: All those in favor, say aye.

Unknown: [Aye -- in unison.]

Chairman Bernardo: We are adjourned.

[Adjournment at 1:56 p.m.]

[Attendees: John Bernardo, Jim Peduto, Rich Bucci, Dan Crocker, Brian Rose, Cheryl Sacco, Joe Mirabito, Dan Gates, Stacey Duncan, Tom Gray, Natalie

Abbadessa, Carrie Hornbeck, Brendan O'Bryan, Theresa
Ryan, Amy Williamson, Joe Meagher, Jeff Smetana,
Michael Uccellini, Andy Pragacz, Foxhall Parker, Isaac
Cheng.]

C E R T I F I C A T I O N

I, Ria Jara, certify that the foregoing transcript of
the Broome County Industrial Development Agency was prepared
using digital transcription software and is a true and accurate
record of the proceedings.

Ria Jara

Signature: _____

Date: December 20, 2021

Broome County IDA
Unaudited Internal Financial Status Reports
December 31, 2021

Broome County IDA
Unaudited Financial Statements vs. Budget
Month Ended 12/31/2021

Month # -> 12

	2021 Approved Budget	2021 Revised Budget	Actual YTD thru 12/31/21	Budgeted YTD thru 12/31/21	Variance
INCOME:					
A) Land/Building Income:					
265 Industrial Park Drive	\$ 460,071	\$ 460,071	\$ 3,279,989	\$ 460,071	\$ 2,819,918
ADEC Mortgage	58,838	58,838	58,838	58,838	-
Canopy	100,000	100,000	100,000	100,000	-
FIVE South College Drive Tenant Leases*	87,600	87,600	83,600	87,600	(4,000)
Miscellaneous Income	10,000	10,000	17,059	10,000	7,059
Solar City	5,000	5,000	5,000	5,000	-
Subtotal	721,509	721,509	3,544,486	721,509	2,822,977
B) BCIDA Fees:					
IRB/Sale Leasback Fees	615,000	615,000	706,435	615,000	91,435
Loan Fund Administration	35,000	35,000	35,000	35,000	-
Subtotal	650,000	650,000	741,435	650,000	91,435
C) Other Income:					
Bank Interest	90,000	90,000	127,181	90,000	37,181
TOTAL INCOME	\$ 1,461,509	\$ 1,461,509	\$ 4,413,102	\$ 1,461,509	\$ 2,951,593
EXPENSES:					
A) Administration:					
Salaries	\$ 462,520	\$ 462,520	\$ 443,065	\$ 462,520	\$ 19,455
Benefits	272,749	200,749	191,803	200,749	8,946
Professional Service Contracts	40,000	40,000	32,400	40,000	7,600
Payroll Administration	2,000	2,000	1,897	2,000	103
Investment Management	20,000	20,000	7,882	20,000	12,118
Subtotal	797,269	725,269	677,046	725,269	48,223
B) Office Expense:					
Postage	2,000	2,000	1,456	2,000	544
Telephone/Internet Service	5,000	5,000	6,179	5,000	(1,179)
Equipment & Service/Repair Contracts	15,000	15,000	13,446	15,000	1,554
Supplies	7,000	7,000	8,313	7,000	(1,313)
Travel/Transportation	16,000	16,000	4,797	16,000	11,203
Meetings	17,000	17,000	7,693	17,000	9,307
Training/Professional Development	10,000	10,000	10,016	10,000	(16)
Membership/Dues/Subscriptions	7,000	7,000	8,060	7,000	(1,060)
Audit	15,000	15,000	7,920	15,000	7,080
Legal	70,000	70,000	108,660	70,000	(38,660)
Insurance (Agency, Director & Officers)	18,000	18,000	14,833	18,000	3,167
Contingency	5,000	5,000	888	5,000	4,112
Subtotal	187,000	187,000	192,262	187,000	(5,262)
C) Business Development:					
Advertising	40,000	112,000	89,784	112,000.00	22,216
Printing & Publishing	15,000	15,000	9,844	15,000	5,156
Public Relations Contract	40,000	40,000	33,601	40,000	6,399
Subtotal	95,000	167,000	133,229	167,000	33,771

Broome County IDA
Unaudited Financial Statements vs. Budget
Month Ended 12/31/2021

Month # -> 12

	2021 Approved Budget	2021 Revised Budget	Actual YTD thru 12/31/21	Budgeted YTD thru 12/31/21	Variance
D) FIVE South College Drive Expenses	87,600	87,600	91,628	87,600	(4,028)
E) Building/Property Maintenance:					
Broome Corporate Park					
Maintenance - Mowing/Snowplowing	5,000	5,000	7,364	5,000	(2,364)
600 Main Street					
Maintenance - Mowing/Snowplowing	14,000	14,000	19,365	14,000	(5,365)
Subtotal	19,000	19,000	26,729	19,000	(7,729)
TOTAL EXPENSES	\$ 1,185,869	\$ 1,185,869	\$ 1,120,895	\$ 1,185,869	\$ 64,974
OPERATING INCOME	\$ 275,640	\$ 275,640	\$ 3,292,207	\$ 275,640	\$ 3,016,567

Broome County IDA
Summary of Bank Deposits and Investments

	Account	Month End Balance	Statement Date	Rate
Cash & Bank Deposits				
	Petty Cash	100.00	12/31/2021	
	NBT BCIDA Checking	315,875.57	12/31/2021	0.00%
	NBT BCIDA Money Market	3,263,328.57	12/31/2021	0.1000%
	Total Cash & Bank Deposits	<u>3,579,304.14</u>		
Portfolio Investment Accounts				
	Cash & Equivalents	-	12/31/2021	
	NBT Transition Account	308,045.86	12/31/2021	0.0500%
	CDs & Time Deposits		12/31/2021	
	US Treasury Bonds & Notes	7,072,128.97	12/31/2021	1.12%
	Total Portfolio Value	<u>7,380,174.83</u>		
	Total Cash, Bank Deposit Accounts & Investments	<u><u>10,959,478.97</u></u>		
Loan Funds				
STEED				
	Petty Cash	100.00	12/31/2021	
	NBT STEED Checking	56,263.38	12/31/2021	0.00%
	NBT STEED Money Market	145,190.55	12/31/2021	0.0500%
	Total STEED	<u>201,553.93</u>		
BDF				
	NBT BDF Checking	126.33	12/31/2021	0.00%
	NBT BDF Money Market	496,393.22	12/31/2021	0.0500%
	Total BDF	<u>496,519.55</u>		
	Total Loan Funds	<u><u>698,073.48</u></u>		
	Total Combined Funds	<u><u>11,657,552.45</u></u>		

**Broome County IDA
Account Receivables**

BCIDA Notes Receivable	Beginning Balance	Interest Added To Principal Per 2nd Promissory Note	Interest Rate	Total Principal Payments as of 12/31/2021	Total Interest Payments 12/31/2021	Outstanding Balance as of 12/31/2021	Status	Comments
265 Industrial Park Drive 3/29/2017	3,325,776.00	174,325.64	3.0%	3,500,101.64	335,344.25	-	Paid In Full	Building Sale Monthly Payment
ADEC 8/5/2015	710,000.00		3.0%	250,176.36	107,752.13	459,823.64	Current	Mortgage Agreement Monthly Payment \$4,903.13
Broome County - Solar City 8/15/2016	100,000.00		0.0%	25,000.00	-	75,000.00	Current	Land Lease Annual Payment \$5,000
Precium Holdings - Charles St. 5/23/2017	80,000.00		3.0%	14,069.49	9,889.23	65,930.51	Current	Land Sale Monthly Payment \$443.68

Steed Loan Status

BORROWER	Opening Balance 1/1/2021	Current Balance 12/31/2021	Maturity Date	Status 12/31/2021
17 Kentucky Ave., LLC	196,284.59	182,930.43	1/1/2033	Current
20 Delaware Ave, LLC	92,825.16	72,286.72	1/1/2025	Current
Airport Inn Restaurant, LLC	35,000.00	31,693.35	6/1/2026	Current
Alice's Closet	25,000.00	25,000.00	7/1/2026	Current
Bernice Brews, LLC (Marshall McMurray)	10,000.00	9,371.49	8/1/2026	Current
Better Offer Properties, LLC	30,987.81	22,617.10	3/1/2024	Current
BrightDrive, HCS, LLC	60,000.00	58,118.36	10/1/2026	Current
Bryant Heating & Air	75,000.00	66,724.82	5/1/2026	Current
Concept Systems	45,174.27	23,871.60	10/1/2022	Current
DGC Jewelers, Inc.	15,000.00	13,582.88	6/1/2026	Current
Daniel Liburdi	17,000.00	15,393.90	6/1/2026	Current
Denise O'Donnell	10,000.00	10,000.00	6/1/2026	Current
F.A. Guernsey, Co., Inc.	118,273.72	118,273.72	6/1/2024	Bankruptcy
Fuller Holding Company, LLC	155,531.81	146,897.62	2/1/2035	Current
Highland Hollow Farm, LLC	50,000.00	49,216.80	11/1/2026	Current
Integrated Wood Components, Inc.	100,000.00	100,000.00	9/1/2026	Current
Melissa Beers	25,000.00	22,241.63	5/1/2026	Current
Mountain Fresh Dairy	92,416.06	92,416.06	12/1/2021	Litigation
MS Machining	11,858.65	-	7/1/2022	Current
Odyssey Semiconductor Technology	100,000.00	93,714.76	8/1/2026	Current
Prepared Power (Sabato)	55,994.78	53,788.15	10/1/2033	Current
Paulus Development Company, LLC	237,067.98	214,455.74	6/1/2030	Current
Roberts Stone	31,518.79	11,180.85	7/1/2022	Current
Sirgany Eyecare	58,037.89	21,676.46	4/1/2022	Current
SpecOp Tactical Center	70,453.61	70,453.61	5/1/2024	Litigation
T-Squared Custom Millwork, Inc.	24,651.04	18,014.04	4/1/2024	Current
ZDD LLC, DBA The Shop	-	40,000.00	2/1/2027	Current
TOTAL	1,743,076.16	1,583,920.09		

Business Development Fund Status

BORROWER	Opening Balance 1/1/2021	Current Balance 12/31/2021	Maturity Date	Status 12/31/2021
17 Kentucky Ave., LLC	89,583.06	-	10/1/2033	Paid Off
20 Delaware Ave., LLC	90,504.95	70,480.04	1/1/2025	Current
24 Charlotte Street, LLC	-	100,000.00	1/1/2027	Current
265 Main St, LLC	139,534.87	134,001.00	9/1/2033	Current
Mechanical Specialties Co.	9,487.02	-	7/1/2022	Current
Roberts Stone	20,589.22	7,304.00	7/1/2022	Current
SpecOp Tactical Center	74,856.90	74,856.90	5/1/2024	Litigation
250 Main Street, LLC	48,333.79	46,599.69	10/1/2029	Current
Total	472,889.81	433,241.63		

BR+E Loan Status

BORROWER	Opening Balance 1/1/2021	Current Balance 12/31/2021	Maturity Date	Status 12/31/2021
24 Charlotte Street, LLC	-	50,000.00	1/1/2027	Current
265 Main St, LLC	46,511.70	44,667.11	9/1/2033	Current
Antonio's Bar & Trattoria, LLC	-	25,000.00	3/1/2027	Current
Gordon Dusingberre, DBA Northside Auto	25,000.00	24,215.99	10/1/2026	Current
Grow Hemp, LLC	41,521.67	39,330.62	11/1/2025	150 Days
Prepared Power	46,662.32	44,823.48	10/1/2033	Current
250 Main Street, LLC	48,333.79	46,599.69	10/1/2029	Current
Total	208,029.48	274,636.89		

Loan Delinquency Status

F. A. Guernsey Mountain Fresh Dairy SpecOp Tactical	STEED	Bankruptcy Litigation Litigation
	BDF	Litigation
	BR&E	Delinquent

**BROOME COUNTY INDUSTRIAL DEVELOPMENT AGENCY
LOAN FUNDS ACTIVITY AS OF
December 31, 2021**

STEED ACCOUNT BALANCE: \$ 201,453.93

Amount held at ARC in Washington, DC \$ -

LOAN COMMITMENTS

Commitment Date Expiration Date

Total STEED Loans Commitments

Available to Lend \$ 201,453.93

BDF ACCOUNT BALANCE: \$ 496,519.55

LOAN COMMITMENTS

Commitment Date Expiration Date

Total BDF Loan Commitments \$ -

Available to Lend \$ 496,519.55

BR+E \$ 25,363.11

LOAN COMMITMENTS

Commitment Date Expiration Date

Total BRE Loan Commitments \$ -

Available to Lend \$ 25,363.11



Broome County Industrial Development Agency
Board of Directors Meeting Dates
2022

Regular Board Meeting Time: 12:00 p.m.

January 19, 2022
February 16, 2022
March 16, 2022
April 20, 2022
May 18, 2022
June 15, 2022
July 20, 2022
August 17, 2022
September 21, 2022
October 19, 2022
November 16, 2022
December 21, 2022

The Agency Conference Room
FIVE South College Drive, Suite 201, 2nd Floor
Binghamton, NY 13905

Local Development Corporation (LDC): Meets As Needed

Meeting times are subject to change.
Confirm attendance to Carrie Hornbeck:
clh@theagency-ny.com or by calling 607.584.9000

THE AGENCY

BROOME COUNTY IDA / LDC

SMALL BUSINESS INCENTIVE PROGRAM APPLICATION

The Small Business Incentive Program can provide eligible applicants the following: an eight percent (8%) NYS sales tax exemption on all construction materials, machinery & equipment and FF&E.

Applicants seeking assistance must complete this application and provide additional documentation if required. A **non-refundable** application fee of \$250.00 must be included with this application. Make check payable to The Agency Broome County IDA.

The Applicant requesting a sales tax exemption from the Agency/IDA must include in the application a realistic estimate of the value of the savings anticipated to be received. As per NYS 2013 Budget Law and the regulations expected to be enacted thereunder are expected to require that the Agency/IDA recapture any benefit that exceeds the amount listed in the application.

Please answer all questions. Use "None" or "Not Applicable" where necessary.

APPLICANT

Name 322 Main St, LLC
Address 3225 McLeod Dr, Suite 100
City/State/Zip Las Vegas, NV 89121
Tax ID No. 87-4283142
Contact Name Yosef Birnboim
Title Owner
Telephone (212) 810-2161
E-Mail bing322main@gmail.com

Owners of 20% or more of Applicant Company

Name	%	Corporate Title
<u>HJHBKBA, LLC</u>	<u>80</u>	<u>Owner</u>
<u>Bishop-Rock LLC</u>	<u>20</u>	<u>Owner</u>

Benefit Requested

☒ Sales Tax Exemption

Description of project (check all that apply)

- ☐ New Construction
☒ Existing Facility
 ☒ Acquisition
 ☐ Expansion
 ☒ Renovation/Modernization
☐ Acquisition of machinery/equipment
☐ Other (specify) _____

GENERAL DESCRIPTION OF THE PROJECT

(Attached additional sheets as necessary)

Renovations of the existing building & site at 322 Main Street, Binghamton, NY 13905.
In-unit interior renovations include repairs/improvements to bathrooms (inc. new fixtures), kitchens (inc. new appliances), new/refinished floors, lighting fixtures, painting, etc
Common space interior renovations include improved electrical/plumbing & new laundry room and storage facilities accessible to tenants
Exterior renovations include removal/replacement of siding & roof + driveway & parking site repair + bike rack
Result will provide an updated 12-unit, market rate housing project - improved living facility and amenities for tenants

TAX MAP ID NUMBER: 143.75-1-22

PROJECT TIMELINE

1/17/2022

Start Date

1/17/2023

End Date

322 Main Street, Binghamton, NY 13905

Project Address

Contractor(s) *please refer to required Local Labor Policy

State Environmental Quality Review (SEQR) Act Compliance

The Agency, in granting assistance to the Applicant, is required to comply with the New York State Environmental Quality Review Act (SEQR). This is applicable to projects that require the state or local municipality to issue a discretionary permit, license or other type of Approval for that project.

Does the proposed project require discretionary permit, license or other type of approval by the state or local municipality?

☐ YES – Include a copy of any SEQR or other documents related to this project including Environmental Assessment Form, Final Determination, Local Municipality Negative Declaration.

☒ NO

LOCAL LABOR POLICY

It is the goal of the The Agency 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's Local Labor Area consists of the following New York State counties: Broome, Chemung, Chenango, Cortland, Delaware, Otsego, Schuyler, Steuben, Tioga and Tompkins.

APPLICANT PROJECT COSTS

- A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipping of the project by the APPLICANT.

Building Construction or Renovation

- a. MATERIALS a. \$ 56000
b. LABOR b. \$ 92000

Site Work

- c. MATERIALS c. \$ 4000
d. LABOR d. \$ 8000
e. Non-Manufacturing Equipment e. \$ _____
f. Furniture and Fixtures f. \$ _____
g. LAND and/or BUILDING Purchase g. \$ 350000
h. Soft Costs (Legal, Architect, Engineering) h. \$ 50000
Other (specify) i. Financing i. \$ 24000
j. _____ j. \$ _____
k. _____ k. \$ _____

TOTAL PROJECT COSTS \$ 584000

- B. Sources of Funds for Project Costs:

- a. Bank Financing a. \$ 0
b. Public Sources b. \$ 0

Identify each state and federal grant/credit

_____ \$ _____
_____ \$ _____
_____ \$ _____
Private Lenders \$ 504000

- c. Equity \$ 80000

TOTAL SOURCES \$ 584000

- C. Has the applicant made any arrangements for the financing of this project?

☒ Yes ☐ No

If so, please specify bank, underwriter, etc.

Private Lenders

VALUE OF INCENTIVES

A. Sales Tax Exemption Benefit

Estimated value of goods that will be exempt from New York State and local sales tax (materials, non-manufacturing equipment, furniture and fixtures - **line a,c,e,f from Project Costs**) \$ 60,000.00

Estimated value of New York State and local sales tax exemption (8% of value of eligible goods) \$ 4,800.00

Estimated duration of sales tax exemption 12 months
(The sales tax letter shall be valid for a period of twelve (12) months.)

PROJECTED EMPLOYMENT

Will this investment result in the creation of new jobs? If so, how many? 0.00

Current number of full time employees: 8.00

Estimated annual salary range of jobs to be created:

Annual Salary range from: 0 to 0

Estimated annual salary range of current jobs:

Annual Salary range from: \$35000 to \$60000

****Upon approval of this application, the business agrees to provide FTE and all construction job information, along with its NYS 45 in all years that a sales tax benefit is claimed.***

APPLICATION & ADMINISTRATIVE FEES

A. Application Fee:

A non-refundable application fee of \$250.00 shall be charged to each applicant and accompany the completed application.

\$ 250.00

B. Administrative Fee:

A non-refundable administrative fee is due and payable prior to the issuance of a Sales Tax Letter. The administrative fee is based on the size and scope of the project, and is determined on a case by case basis.

\$ 500.00

TOTAL TAX EXEMPTION FEES

\$ 750.00

This Application, including without limitation, information regarding the amount of New York State and local sales and use tax exemption benefits, is true, accurate and complete.

The Agency reserves the right to terminate, modify, or recapture Agency benefits if :

- (i) an applicant or its sub-agency (if any) authorized to make purchases for the benefit of the project is not entitled to the sales and use tax exemption benefits;***
- (ii) sales and use tax exemption benefits are in excess of the amounts authorized by the Agency to be taken by the applicant or its sub-agents;***
- (iii) sales and use tax exemption benefits are for property or services not authorized by the Agency as part of the project;***
- (iv) the applicant has made material, false, or misleading statements in its application for financial assistance;***
- (v) the applicant has committed a material violation of the terms and conditions of a Project Agreement.***
- (vi) 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.***

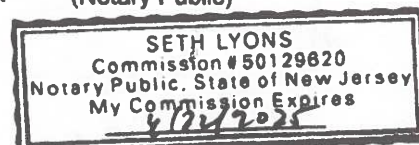
APPLICANT COMPANY

322 Main St, LLC
[Signature] Owner 1/12/2022
Signature Title Date

Sworn to before me this

12 day of January, 20 22.

[Signature]
(Notary Public)



LABOR POLICY

Local General Contractor, Subcontractor, Trades and Labor Policy

It is the goal of the The Agency/IDA to maximize the use of local labor for each project that receives benefits from the Agency/IDA. This policy applies to general contractors, subcontractors, trade professionals, and their employees. The Agency/IDA'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/IDA as to the physical location of all the contractors who worked on the project.

The Agency/IDA 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/IDA 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/IDA 322 Main St. LLC (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.

The Applicant understands an Agency/IDA 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/IDA before a tax-exempt certificate is issued or extended.

The Applicant further understands that if the required forms are not submitted to the Agency/IDA, the Agency/IDA 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 1/12/2022 (Submission date).

APPLICANT: 322 Main St LLC

REPRESENTATIVE FOR CONTRACT BIDS/AWARDS: Yosef Birnboim

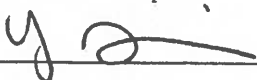
ADDRESS: 3225 McLeod Dr, Suite 100

CITY: Las Vegas STATE: NV ZIP: 89121 PHONE: 212.810.2161

EMAIL: bing322main@gmail.com

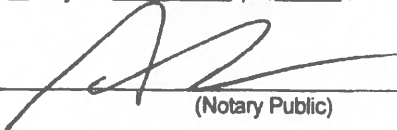
PROJECT ADDRESS: 322 Main Street, Binghamton, NY 13905

AUTHORIZED REPRESENTATIVE: Yosef Birnboim TITLE: Owner

SIGNATURE: 

Sworn to before me this

12 day of January, 2022


(Notary Public)



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

****Documentation of solicitation MUST be provided to the Agency.**

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@iuoe158.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

Broome County Industrial Development Agency Uniform Tax Exemption Policy

Section 1. Purpose

The Mission of the Broome County Industrial Development Agency (“BCIDA”) is to serve as a partner, catalyst, and investor that delivers clear benefits including job opportunities, development sites, and enhanced quality of life. The Agency promotes and leverages all available resources and Broome County’s strengths to foster economic growth and create prosperity in an ethically transparent manner.

The following Uniform Tax Exemption Policy (“UTEP”) will apply to all installment sales and lease agreements in which the BCIDA holds nominal title to real and personal property on behalf of its clients.

Section 2. Statutes Authorizing IDAs

Industrial Development Agencies are formed under and governed by Article 18-A of the New York State General Municipal Law (the “IDA Act”) as public benefit corporations. IDAs, as local authorities, promote, encourage, attract, and develop sites and support investments in real property for the purposes of job creation, business retention and attraction and other economic priorities as identified by their respective community.

The New York Industrial Development Agency Reform Act of 1993 (Chapters 356 and 357) created a new General Municipal Law Section 874 (4) that requires IDAs to establish the Uniform Tax Exemption Policy (UTEP). This written policy shall provide guidelines for the granting of real property, mortgage recording, and sales and use tax exemptions. The Act also requires IDAs to establish a procedure for deviation to the UTEP. IDAs may grant enhanced or reduced benefits on a case-by-case basis and this approval is at the sole discretion of the IDA.

Section 3. Program Objectives

The purpose of the BCIDA is to serve as an economic development tool, often in conjunction with other financing and economic development programs; to provide support to projects for industrial, commercial, housing, and qualified retail, tourism, and other types of projects deemed to have a significant positive economic impact in Broome County. The BCIDA seeks to stimulate desirable and sound economic development to create and retain jobs; strengthen the local tax base; improve the quality of life; provide quality housing; and to align with recognized state, regional, or local development strategies.

Section 4. Types of Financial Assistance

The BCIDA provides financial assistance (collectively, “Financial Assistance” to qualified applicants to advance its mission and program objectives. The types of Financial Assistance are:

A. Real Property Tax Abatements

- B. Sales and Use Tax Exemption (as related to the construction of a project)
- C. Mortgage Recording Tax Exemptions
- D. Industrial Revenue Bonds (IRBs)

Section 5. Real Property Tax Exemptions

- a. The BCIDA maintains a policy for the provision of real property tax abatements for qualified projects. A project will be deemed qualified only after the receipt of; (1) a meeting with BCIDA staff to review project size and scope; (2) a completed Application for Benefits; (3) all required supporting financial documentation; and (4) a project review, including Cost-Benefit Analysis. Upon approval of the Board of Directors, qualified projects may enter a payment in lieu of tax (PILOT) agreement, mortgage recording and sales and use tax agreements. The BCIDA will not consider projects located on sites or facilities that are tax-delinquent or from project applicants that are in arrears on taxes on other sites or facilities.
- b. The base assessment for valuation purposes for all property for which a PILOT agreement is sought shall be no less than; (1) the assessed value at the time of the application or (2) the purchase price of the site or facility. For sites or facilities that were previously exempt from real property taxes; the valuation will be what would have been the assessed value at the time of the application or the purchase price of the facility. The base assessment shall be provided to the BCIDA from the lead assessing unit from the municipality in which the project is located. The BCIDA may, at the expense of the applicant, commission an independent appraisal of the subject property if, for any reason, the proposed project value is in question.
- c. Payment in lieu of tax (PILOT) schedules have been outlined in Appendix A and shall be described in a written PILOT Agreement between the BCIDA and the Project Owner/Sponsor. Project occupants shall pay to the BCIDA or its designee (i.e., affected taxing jurisdictions), the amount calculated pursuant to the applicable PILOT schedule approved by the BCIDA. Payments received under all PILOT agreements shall be proportionally allocated among the affected taxing jurisdiction according to the amount of real property taxes the taxing jurisdiction would otherwise have received but for the BCIDA's involvement. Variations in the proportions shall only be done with the consent of the affected taxing jurisdictions. The approved PILOT Agreement shall take effect during the tax year immediately following the taxable status date of each year and after the BCIDA has acquired an interest in the project.
- d. If the project owner shall fail to make any payment required under the PILOT agreement, its obligation to make the payment so in default shall continue as an obligation of the project owner until such payment in default shall be made in full. The project shall pay the same, together with interest thereon, to the extent

- permitted by law, the greater of; (1) 18% annually, or (2) the annual rate which would be payable if such amounts were delinquent taxes, until so paid in full.
- e. Notwithstanding, the execution of any PILOT agreement, NO project shall be exempt from special assessments and special ad valorem levies lawfully levied and/or assessed against the subject property.
 - f. In any lease transaction (new construction or existing facility), financial benefits received to the project owner shall be passed on to the tenant/occupant. Both the beneficial owner and the tenant/occupant must certify in writing that all tax advantages provided by the BCIDA are accruing to the benefit of the tenant/occupant.

Section 6. Real Property Exemption Deviations

- a. The BCIDA may deviate, on a case-by-case basis from the policies outlined above and any deviation shall require the written notification by the BCIDA to the Chief Executive Officer in advance of the meeting at which the proposed deviation shall be considered. All affected taxing jurisdictions shall receive a copy of the written notice.
- b. Any proposals to deviate from the proportional payments to the affected taxing jurisdiction will require consent by resolution of each of the affected taxing jurisdictions.
- c. A deviation shall be considered on a case-by-case basis and shall be considered an “exception” to the standard benefit. The BCIDA recognizes that in some circumstances, such as a project with significant community impact, a deviation to the UTEP may be required. The BCIDA can exercise flexibility in allowing for other incentives in the discounting of property taxes and can go beyond its standard term of years. The BCIDA may consider any or all of the following factors in making such determination and may provide enhanced benefit or diminished benefits from this UTEP, no single one of which is determinative. In doing so, the BCIDA will set forth in writing, the reasons for any deviation and notify the affected taxing jurisdiction.

Deviations for consideration based on the following types of development and conditions:

- a. Nature of Project
 - Expanding Existing Business
 - Relocation of Business to the Area
 - New Development
 - Complementary Development (supports a larger redevelopment plan or project)
 - Regionally Significant Industry (i.e., semiconductor, advanced manufacturing)
 - Expansion of Industry Supply Chain
- b. Type of Development
 - Residential Rental
 - Targeted Geographic Area:

- iDistrict
- Opportunity Zone
- Low to Moderate Income Area
- Commercial or Industrial Park
- Rural Community
- c. Large Scale Retail/Mixed Use Redevelopment
- d. Recreational/Tourism/Cultural Destination
- e. Adaptive Re-Use/In-Fill/Revitalization of Underutilized Sites
- f. Affordable and/or Supportive Housing
- g. Transit-Oriented-Development
- h. Positively impacts health and community, the environment, and the economy.
Provides access to transportation for employment and other services.
- i. Green Building and Energy-Related Investments
 - Projects that place less stress on municipal infrastructure
- j. Employment Impact
 - Number of Permanent Jobs
 - Percentage of Low-Moderate hires
 - Retention of Existing Jobs
 - Significant Local Partnerships and/or Matching Funds in the project
- k. Documentation by financing instrument of a specific term of PILOT benefit

Section 7. Sales and Use Tax Exemptions

- a. The BCIDA's policy is to grant exemption of state and local sales and use taxes for all qualified and approved projects to the full extent permitted by New York State. Such exemption would cover the purchase of construction materials and equipment and of project related equipment and furnishings until the project is completed, i.e., Certificate of Occupancy.
- b. Operating and Maintenance expenses are incurred by an Agent of the BCIDA for a Project of are not exempt from local and New York State sales and use tax.
- c. The BCIDA will file an "Appointment of Project Operator for Sales Tax Purposes," (Form ST-60), which shall be valid from a period of one-year from the project benefit approval date. Such appointment may be extended or renewed subject to a showing of good cause and any restrictions and/or requirements imposed by the BCIDA or New York State upon such extension or renewal.

Section 8: Mortgage Recording Tax Exemptions

The BCIDA's policy is to grant exemptions from the mortgage recording tax to all qualified and approved projects to the full extent of the law.

Section 9: Industrial Revenue Bonds

- a. The BCIDA, in its effort to stimulate desirable and sound economic development and to create and retain quality employment opportunities, may serve as a vehicle for medium and long-term low interest financial assistance through the issuance

of Industrial Revenue Bonds (IRBs) and other incentives. Eligible costs shall include:

- i. Acquisition
- ii. Construction
- iii. Expansion
- iv. Rehabilitation
- v. Purchase of Equipment

Section 10: Transfers to “Qualified Transferee”

- a. With respect to any project, provided the project owner follows the BCIDA, a transfer of benefit may be considered to a “Qualified Transferee.”
- b. The project owner must notify the BCIDA and its Counsel in writing (the “Transfer Notice and Request”) no later than two (2) months prior to the proposed date of sale, transfer, assignment or conveyance that the company intends to sell, convey, assign or otherwise transfer the Project, or any controlling interest therein, and/or that any person or entity that controls such company, intends to sell, convey, assign or otherwise transfer any of his, her or its interests in and to the company, and in connection with any such sale, transfer or conveyance, request that the PILOT Agreement be transferred or otherwise remain in full force and effect in accordance with its terms. “Controlling interests” means, with respect to the Project, the sale, conveyance, assignment, or tother transfer of more than 49% of the fee title and/or leasehold interest in and to the Project. “Controls” shall mean the ownership of a majority of the legal and beneficial interest in the company, together with the ability to direct the management, affairs, and operations thereof.
- c. The Transfer Notice and Request must contain a representation and warranty from; (1) the Purchaser (as hereinafter defined), and (2) the company, to the best of its knowledge based solely upon the information and documentation provided to it by the Purchaser (as herein defined), and the (3) company, to the best of its knowledge based solely upon the information and documentation provided to it by the Purchaser that each proposed purchaser, transferee, or assignee, is a quaflied transferee or assignee by such information and documentation as the BCIDA, as acting by and through its warranty. “Controls” shall mean the ownership of a majority of the legal and beneficial interest in such purchaser, transferee, or assignee, together with the ability to direct the management, affairs, and operations thereof. The Purchaser shall constitute a “qualified transferee” if the BCIDA determines in its reasonable judgement that:
 - i. The Seller has successfully and continuously owned and operated projects of similar size, scope and use to that of the Project over the then proceeding ten (10) years.
 - ii. The Seller is current on the payment of all real estate taxes, levies, charges, fees, and assessments due and owing to the BCIDA.
 - iii. The Seller is current on the payment of all PILOT payments due and owing to the BCIDA.

- iv. The Purchaser has demonstrated that it has a net worth sufficient to fund the successful ongoing operation and maintenance of the Project.
- v. The Purchaser has not outstanding cases or proceedings, without a judicially mandated settlement agreement.
- vi. The Purchaser is current on the payment of all federal, state and County taxes and has made all filings of all required returns; and
- vii. The Purchaser has furnished to the BCIDA at least two (2) banking reference.

Section 11: General Financial Information Necessary to Apply

- a. A completed, signed, and notarized Application for Benefits
- b. Composition of the applicant' current real estate portfolio at the time of application including type of project and number of square feet or units owned/d and or managed.
- c. Applicants' recent history if obtaining financing commitments for real estate development projects, detailing type of project, financing source and amounts committed.
- d. Bank references for the applicant and financial equity partner (if applicable).
- e. Financial statements for the past three (3) years prior to the time of application from the applicant and each participating principal, partner, or co-venturer that includes the value of assets that each participating principal would contribute to the applicant and verifications that such assets are available. The financial statement may also include any additional information that will be useful in evaluating the applicant's financial reliability and past ability to finance projects (If audited financial statements are not available, please provide certified financial statements. All statements, audited or certified, should be in accordance with generally accepted accounting principles consistently applied.
- f. For applicant dna its development team, a statement regarding any debarments, suspensions, bankruptcy, or loan defaults on real estate development projects and/or government contracts.
- g. A statement describing the expected equity requirements and sources, thea anticipate sources of working capital, and the anticipates sources for the financing of the project, including its construction.
- h. Bank commitment letters and real estate appraisals upon request of the BCIDA

Section 12: Cost Benefit Analysis

In the event of a deviation to the terms of the PILOT agreement, the BCIDA will conduct, at the applicant's expense, an independent, third-party cost-benefit analysis to determine the need for any such deviation and total PILOT value, which shall include:

- a. A comparison of the standard v. the proposed abatement.
- b. An explanation of the financial assumptions used in the analysis.
- c. Operational budget v capital cost budget
- d. Additional documentation relating to the "but for" such assistance, the Project could not move forward; and
- e. Public infrastructure costs and impacts

The value of the incentive offered must exceed the break-even point between the costs and benefits during the duration of a specific term of years unless the BCIDA makes an express determination that the proposed Project is of material significance and requires an even greater or lesser amount of Financial Assistance in the form of greater deviations from the Standard PILOT policy.

Section 13: Recapture of Benefits

It is the policy of the BCIDA to annually review project performance and reserves the right to recapture the value of PILOT Payments, State and County Sales and Use Tax, and mortgage Recording Tax exemptions in accordance with the provisions set forth in the following schedule:

<u>Period</u>	<u>Recapture Amount</u>
Within 3 years	100%
Within 5 years	85%
Within 10 years	75%
Within 15 years	50%
Within 20 years	25%

Section 14: Recapture Trigger Events

- b. Sale (except as expressly permitted pursuant to this UTEP), or closure of a facility within the time the Project receives BCIDA benefits.
- c. Departure of the project from the municipality in which the benefits were originally approved.
- d. Material employment reductions or material failure to meet stated employment creation or retention goals in any tax year to the extent, if any, that such goals are set forth in the PILOT Agreement or any other BCIDA transaction documents.
- e. Significant change in the use of a facility or in business activities by Project applicant or operator.
- f. Ceasing to be an eligible "project" under and as identified in the IDA Act
- g. Material non-compliance with or breach of terms and conditions of BCIDA transaction documents or breach of any zoning, land use or federal, state, or local environmental laws or regulations, material obligations by the project occupant to the United States, State of New York, or any of its political subdivisions, the affected taxing jurisdictions in which obligations were imposed in connection with the Project.
- h. Decrease in projected revenues and/or projected economic benefits from the Project in any given year to the extent, if any, then any such projected revenues and/or economic benefits are set forth in the PILOT Agreement and other BCIDA transaction documents; or
- i. Failure to comply with annual reporting documents or provide the BCIDA with requested information

Section 15: Application Process

- a. Environmental Compliance – Applicant must comply with New York State Environmental Quality Review Act (SEQRA) before applying for benefits.
- b. Preliminary Meeting – Project owner must meet with BCIDA to discuss project.
- c. Application Submittal –
 - i. Project owner submits completed application to the BCIDA (see “General Information Required to Apply”
 - ii. BCIDA Staff Review
 - iii. Independent, third-party cost-benefit (if required)
 - iv. Presentation to BCIDA Governance Committee
- d. BCIDA Inducement Resolution – Project is induced by initial resolution allowing IDA Executive Director to discussions and/or negotiations on any proposed financial assistance
- e. Public Hearing Notification – Public hearing notice summarizing the details of the project and the financial assistance is published in the official newspaper with ten (10) days’ notice prior to hearing date
- f. Public Hearing – Applicant of the project must make a presentation at the Public Hearing scheduled in connection to the Project
- g. BCIDA Final Authorizing Resolution – BCIDA will consider final authorizing resolution for consideration by the Board of Directors
- h. Sales Tax Agreement – BCIDA will issue Sales Tax Agreement to Project owner within in thirty (30) days of Project approval
 - i. Forms of Security – Project owner will provide necessary form of security as outlined in the Application for Benefits
- j. Closing – Contracts and other documents necessary to consummate transaction with are executed by the Company, BCIDA, and any other interest, including payment of any required BCIDA fee.

Section 16: Amendment or Modification

The BCIDA, by resolution and upon notice to taxing jurisdictions, may amend or modify the foregoing policy, as it may, from time to time determine, and in accordance with the Laws of the State of New York.

January 10, 2022

Broome County Industrial Development Agency
Schedule of Uniform Real Property Tax Exemption Policy

COMMERCIAL PROJECTS			INDUSTRIAL PROJECTS		50 OR MORE UNITS	LESS THAN 50 UNITS
Years	New Construction	Improvement on Existing	New	Improved Existing	NEW AND REHABILITATION	NEW AND REHABILITATION
1	100%	50%	100%	100%	100%	100%
2	100%	50%	100%	100%	100%	100%
3	75%	50%	100%	100%	95%	100%
4	75%	50%	75%	75%	90%	75%
5	75%	50%	75%	75%	85%	75%
6	50%	25%	75%	75%	80%	50%
7	50%	25%	75%	50%	75%	50%
8	25%	25%	75%	50%	70%	50%
9	25%	25%	50%	50%	65%	25%
10	25%	25%	50%	25%	60%	25%
11	0%	0%	50%	25%	55%	25%
12	0%	0%	25%	25%	50%	0%
13	0%	0%	25%	25%	45%	0%
14	0%	0%	25%	15%	40%	0%
15	0%	0%	5%	5%	35%	0%
16	0%	0%	0%	0%	30%	0%
17	0%	0%	0%	0%	25%	0%
18	0%	0%	0%	0%	20%	0%
19	0%	0%	0%	0%	15%	0%
20	0%	0%	0%	0%	5%	0%

* Each Schedule Assumes a 2% escalator annually

Recapture Schedule

Period	Recapture Amount
Within 3 years	100%
Within 5 years	85%
Withing 10 years	75%
Within 15 years	50%
Within 20 years	25%