

**ORANGE COUNTY
FUNDING CORPORATION**

**Orange County Business Accelerator
4 Crotty Lane, Suite 100
New Windsor, NY 12553
Phone: 845-234-4192 Fax: 845-220-2228**

Robert T. Armistead, Chairman
Mary Ellen Rogulski, Vice Chairman
Russell O. Vernon, Second Vice Chairman
Stephen Brescia, Secretary
John Steinberg, Jr., Assistant Secretary
Henry VanLeeuwen
Robert J. Schreibeis, Sr.

Joel Kleiman, Chief Financial Officer
Kevin Dowd, Attorney
Laurie Villasuso, Administrative Assistant

Agenda

PLEASE TAKE NOTICE, The Orange County Funding Corporation will hold a regularly scheduled meeting on January 15, 2014 immediately after the regular Orange County Industrial Development Agency meeting in the Orange County Business Accelerator, 4 Crotty Lane, New Windsor, New York, to consider and/or act upon the following:

Order of Business

- **Roll Call**
- **Approval of the minutes from November 20, 2013 meeting**
- **Requests for Payments**
- **Discussions**
 - Purple Heart Hall of Honor
 - Middletown Community Health Center, Inc.
- **Resolutions**
 - Resolution to Appoint CEO
 - Post-Issuance Compliance Procedures
- **Such other and further business as may be presented**
- **Public Comments**
- **Adjournment**

Dated: January 8, 2014

Stephen Brescia, Secretary

By: Robert T. Armistead, Chairman

ORANGE COUNTY FUNDING CORPORATION
MINUTES

November 20, 2013

A regular meeting of the Orange County Funding Corporation was convened in public session on November 20, 2013 at 5:20 P.M. at the Orange County Business Accelerator in New Windsor, New York.

The meeting was called to order by the Chairman, Robert Armistead, and upon roll being called, the following were:

PRESENT: Robert Armistead, Russell Vernon, Mary Ellen Rogulski, John Steinberg, Stephen Brescia

ABSENT: Robert Schreibeis, Henry VanLeeuwen

ALSO PRESENT: Kevin Dowd – Attorney
Laurie Villasuso – Administrative Assistant

Chairman Armistead calls the meeting for the Orange County Funding Corporation, November 20, 2013. Board consists of five members. There is a quorum.

Review of the prior October 16, 2013 meeting minutes. Motion made by Vernon, seconded by Rogulski to approve the minutes as presented. Motion carries with all in favor.

Roll Call taken.

Financial Reports and/or Requests for Payment

Mr. Kleiman reviewed the income and expense summary during the IDA meeting. The Request for Payments contains no income, but a payment of \$573.50.

Motion made by Vernon, seconded by Rogulski, to authorize the reports, payments and vouchers for November 2013. Open for discussion. Motion carries with all in favor.

CNW Real Estate, LLC – Initial Resolution

Mr. Dowd reads aloud the CNW Real Estate LLC Bond resolution. Motion made by Rogulski, seconded by Vernon. Open for discussion. Affirmative votes of all members present resulted in motion carried.

Such other and further business as may be presented

The members have a brief discussion regarding GET and the Micro-Loan Fund.

With no further business, meeting called for adjournment by Chairman Armistead, motion made by Rogulski, seconded by Vernon, the time being 5:35 p.m.

Orange County Funding Corporation
Income and Expense Summary
December 2013

	Dec 13	Jan - Dec 13	Budget	\$ Over Budget
Income				
Closing Fees	\$ 10,000.00	\$ 251,288	\$ -	\$ 251,288
Interest Earnings	\$ 166.80	\$ 1,522	\$ 125	\$ 1,397
Millennium Pipeline Co. LLC	\$ -	\$ 108,000	\$ 108,000	\$ -
Total Income	\$ 10,166.80	\$ 360,809	\$ 108,125	\$ 252,684
Expense				
Administrative Expense	\$ -	\$ -	\$ 5,000	\$ (5,000)
Auditor	\$ -	\$ -	\$ 4,000	\$ (4,000)
Insurance Expense	\$ 10,522.59	\$ 10,523	\$ -	\$ 10,523
Legal	\$ -	\$ 10,063	\$ -	\$ 10,063
Office Supplies & Expenses	\$ -	\$ 1,450	\$ -	\$ 1,450
Total Expense	\$ 10,522.59	\$ 22,036	\$ 9,000	\$ 13,036
Income Over/(Under) Expense	\$ (355.79)	\$ 338,774	\$ 99,125	\$ 239,649

Orange County Funding Corporation

Received for November/December 2013 and January 2014

Monroe Cable Co., Inc (Closing Fee)	60,000.00
Monroe Cable Co., Inc (Closing Fee)	10,000.00
Total	70,000.00

Vouchers & Payments December/January 2014

Kevin T. Dowd (Legal 11/9/13 through 1/6/14)	499.50
PAID Marshall & Sterling - D&O Policy 2014	10,522.59
Total	11,022.09

**ORANGE COUNTY
INDUSTRIAL DEVELOPMENT AGENCY**

Orange County Business Accelerator
4 Crotty Lane, Suite 100
New Windsor, NY 12553
Phone: 845-234-4192 Fax: 845-220-2228

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PROJECT EXPENDITURE APPLICATION FORM

ORGANIZATION

Name of Organization: Purple Heart Hall of Honor, Inc. DATE: 11-13-2013
Project Title: PHASE 1 ENHANCEMENT & ENLARGEMENT
Address: 330 MEADOW AVE
City/Zip Code: NEWBURGH, N.Y. 12550
Telephone: 845-562-0159 E-mail Address: andy@thepurpleheartinc.com
Name of Contact: ANDREW KOMONCHAK
Title: EXECUTIVE DIRECTOR
Specific amount requested from Orange County IDA: \$ 500,000.00

Have you received any Project Expenditures or other forms of assistance from the Orange County Industrial Development Agency in the past? Yes No Dates and amounts

2010 - \$9,000, 2012 \$14,000

Have you received any other assistance from other agencies or organizations? Yes No

If yes, please indicate from whom and the type or amount.

DYSON FOUNDATION \$250,000, McCANN FOUNDATION \$250,000, KAPLAN FOUNDATION \$500,000. GERRY FOUNDATION \$250,000 PENDING

(Please remember that your request will receive the same consideration whether or not you have had previous requests in the past with the Orange County IDA.)

\$50,000 KIRCHHOFF
\$25,000 ADVANCE TESTING
\$250,000 NYS CFA GRANT

ORGANIZATION BACKGROUND

(Include a brief history of your organization.)

DESCRIPTION OF PROJECT

(Please indicate the amount of the project, capital investment, job creation and economic benefit to Orange County and its residents. Please provide a concise description of the need or problem to be addressed. Include the overall goals and purposes of your organization or specific department concerned, the specific purpose of the funds, and how the objective will be accomplished. Moreover, what is unique about your program? Include photos, drafts, charts, drawings, supporting documentation and any phasing, if more than one. Indicate what years funding represents and a breakdown. Please attach additional pages if more space is needed.)

BUDGET

Specific amount requested from the Orange County Industrial Development Agency: \$ 500,000.
(Please include an itemized budget for this project and total program, your current sources of income and expenses, a balance sheet for the past year and contributions from other institutions or organizations, if any.)

TARGET POPULATIONS AND PERFORMANCE SITE(S)

(This project must show its benefits to all of Orange County and the residents or describe the unique benefit to a specific segment of Orange County that may not happen if the Orange County IDA were to reject this Project Expenditure.)

EVALUATION

(How will you determine the impact of this project if funded? [For example, a survey, appraisal of physical improvements or attendance figures.] Please be specific.)

PLEASE RETURN THIS APPLICATION TO:

Orange County Industrial Development Agency
Orange County Business Accelerator
4 Crotty Lane, Suite 100
New Windsor, NY 12553

Organization Background:

Purple Heart Hall of Honor, Inc. is the non-profit organization formed to advise, support, and assist the National Purple Heart Hall of Honor in its mission to collect, preserve, and share the stories of Purple Heart recipients. The organization's team of officers and directors are dedicated to ensuring the Hall of Honor provides memorable experiences to its visitors and continues to educate Americans on the history and significance of the Purple Heart for generations to come.

Description of Project:

Purple Heart Hall of Honor, Inc., is committed to an Enhancement and Expansion Capital Funding Campaign that will address the needs outlined below. The organization has proposed a phased project delivery, beginning with a complete interior redesign, numerous exterior improvements, and technological enhancements that will allow the Hall to be more closely aligned with its mission. Development in these areas will allow the Hall to be the commemorative figure, educational tool, and conduit to healing that it has always strived to be.

The current state of the National Purple Heart Hall of Honor is lacking in a number of critical areas of importance, including the overall experience of the visitors of the Hall, as well as logistical and operational aspects. Though it was only opened in 2006, no input was sought from military museum experts or military consultants, which resulted in a deficient final design.

The most important need that must be addressed is the unequal representation of the five branches of the United States Military. Currently, the Hall places heavy emphasis on ground combat, primarily focused on the Army, and with minimal Marine representation. The remaining branches, Air Force, Navy, and Coast Guard, are severely underserved with almost no representation at all. The Purple Heart is a military decoration awarded to all branches and it is entirely unacceptable to not recognize and provide an equal commemorative and healing experience to those who have served in any branch. It has been acknowledged that visitors of the Hall become captivated in the experience of being surrounded by their comrades. Those in the underrepresented branches who are not provided the same ambiance and visual triggers to evoke memories of their experiences cannot attain this same experience.

Budget:

The Phase 1 Budget is \$3 Million. In order to address the issues outlined herein, the Purple Heart Hall of Honor, Inc. respectfully requests the sum of \$500,000.00 to assist in executing Phase 1 of the proposed project. This disbursement will be used to ensure recipients of the Purple Heart from every branch of the military are equally represented and the Hall can continue the difficult but important undertaking of educating the public and healing those who have given so much.

We have contracted with three of the premier organizations in the military museum world and begun the Schematic Design phase of the project.

Target Population and Performance Site:

The target population is basically every citizen of our country. We have received visitors from every state in the Union. As the **National Purple Heart Hall of Honor** we are the

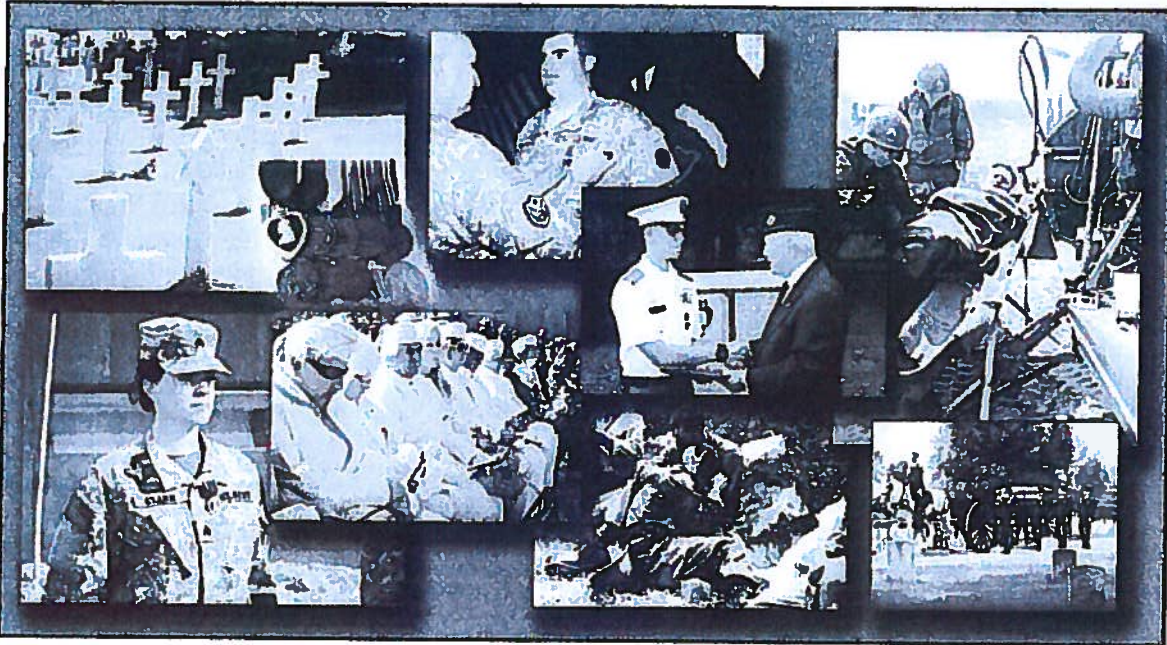
repository of the records and stories of every Purple Heart recipient from every state and territory of the United States. We are also a research and study source for students from Elementary School through College. The "Never Forget" component of our mission is driving an effort to educate our school children to the Purple Heart and the sacrifices made by those individuals. This needs to be greatly expanded and we believe that we should be a part of the curriculum. We currently have some educators who visit us on a yearly basis but again that needs to be greatly expanded through an awareness campaign and possibly volunteer veterans who would act as docents.

Evaluation:

We are currently tracking visits and will continue to do so. Partnering with school districts to expand awareness and educational opportunities would also be a track-able process. The improvements to the overall experience of a visitation for veterans and their families should also contribute to a word-of-mouth campaign that will increase tourism. I personally have met with people who have traveled from the west coast just to visit the Hall of Honor. Partnering with USMA would also be a way to increase visitation.

We have contracted with three of the best organizations in the military museum world and begun the Schematic Design phase of the project.

The National Purple Heart Hall of Honor



Is the repository for the records and stories of those individuals who were awarded the Purple Heart for giving their lives or being wounded in combat with an enemy force. More than 1,800,000 servicemen and women from all branches of service have qualified for this our country's oldest award since 1932. This does not count the more than 57,000 that have died or been wounded in the last ten years in the War on Terror. Not to be forgotten are the more than 3,500,000 parents who gave their children to our country to fight for and defend our freedoms.

The Hall of Honor rises above all the memorials across our country as it represents the sacrifices of all branches in all the conflicts of modern times as we record those noble actions for all time.

It is an institution whose caretakers mirror the patriotic passion of those servicemen and women in action and purpose. Individuals, who go beyond a narrow mission and reward initiative while realizing the importance of fostering an educational atmosphere.

The Board of Directors of Purple Heart Hall of Honor, Inc. support the mission and purpose of the Hall of Honor through fundraising and awareness campaigns. It is time that our nation takes ownership of this institution by pledging their re-

sources to the expansion and enhancement of the Hall. There are naming opportunities available to you as a company or individual as you honor these individuals who have sacrificed so much for the continuance of our freedoms and way of life.

We are frequently asked why in New York not Washington DC? General George Washington awarded the first three "Badges of Merit" in Newburgh, NY a short horseback ride from the encampment of his army where the Hall of Honor is now situated. Those awards are considered the precursor to the modern-day Purple Heart Medal. It is important to remember that it was an award designed to honor extraordinary valor among the common foot soldier. To this day it is an award that can be awarded to any trooper in any branch.

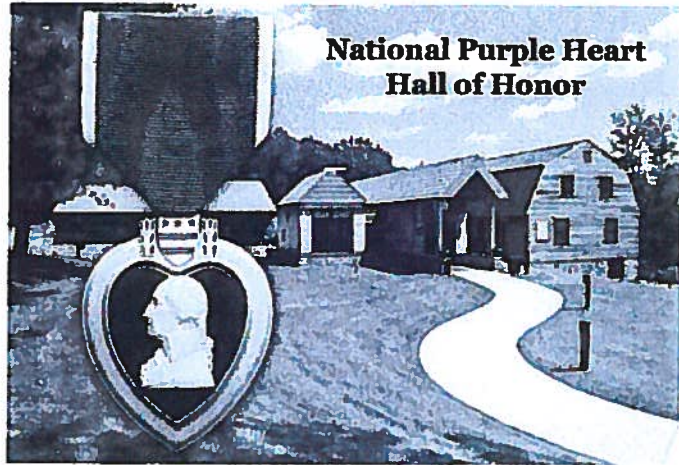
Whether as a company or individual please join us in our effort to create an institution that says "This is the home of those who gave their all".

For information or to make a donation see facing page, call 845-562-0159 or see www.thepurple-heartinc.com

Purple Heart Hall of Honor, inc. is a 501c3. All donations are tax deductible.

Our Nation's oldest military award

From the beaches of Normandy to the skies over Berlin, to the beaches of Guadalcanal, to the shores of Iwo Jima, to the frozen tundra of the Chosin Reservoir, to the jungles and rice paddies of Vietnam, to the deserts of Kuwait and Iraq and the mountains of Afghanistan, America's men and women have shown the willingness to sacrifice their lives and bodies in the name of freedom for their fellow man.



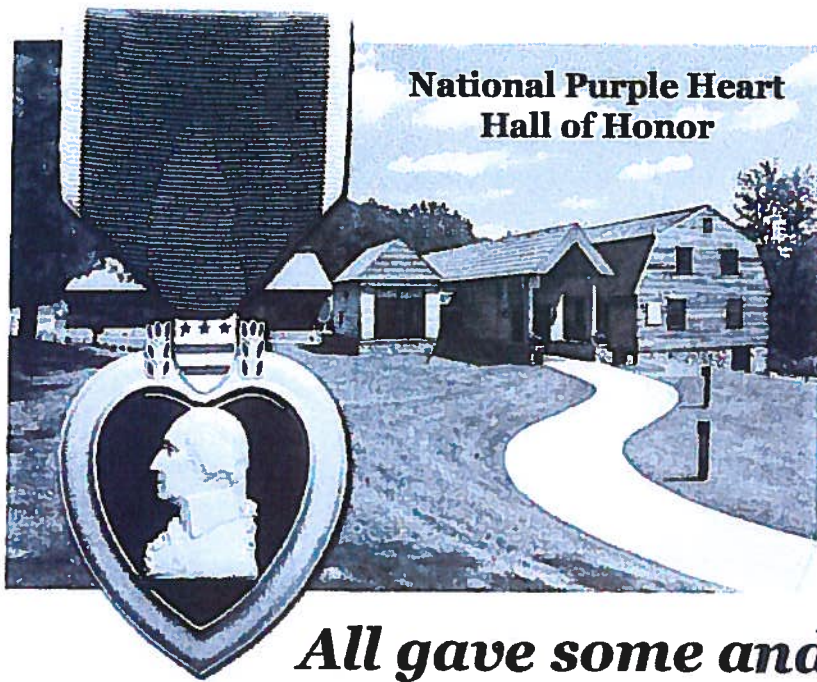
No one who signed on was immune to the possibility of death and maiming. Some received their wounds and went on to illustrious careers while others went back to the job of making America safe and prosperous. From Four Star Generals to Medal of Honor recipients to the voluntarily enlisted men and women who serve today, the Purple Heart is an award that defined their commitment to service and country. Putting their fellow man before themselves.

The National Purple Heart Hall of Honor is the repository of those stories of valor and extraordinary sacrifice. This institution must represent all men and women of all branches of service who have been awarded the Purple Heart. Please join us in our effort to enhance and expand the mission and content of the National Purple Heart Hall of Honor. Visit us at www.thepurpleheartinc.com or call 845-978-3434.



Remembering 1.8 million Purple Heart recipients since 1932 in all branches of service.

1. **Senator Robert Dole** - US Army WWII Italian Campaign - Two Purple Hearts
2. **General H. Norman Schwartzkopf** US Army - Vietnam - Purple Heart
3. **Sgt. Elena Clark (Daughter)** - US Army - PH Afghanistan (Only father/daughter PH known)
4. **HMMCM Robert Clark (Father PH)** - US Navy Vietnam
5. **Senator Daniel Inouye** - US Army WWII - PH Italian Campaign - Medal of Honor recipient
6. **USMA Cadet Harrison Majors** - US Army Afghanistan - Two Purple Hearts
7. **SFC Leroy Petty** - US Army - Afghanistan Medal of Honor recipient - PH
8. **Cpl. Megan Leavey USMC & Wardog Rex** - Iraq - PH



**PURPLE HEART
HALL OF HONOR,
Inc.**

**Enhancement &
Expansion Campaign**

To raise the experience of a visit to the National Purple Heart Hall of Honor to a level commensurate with the sacrifices of those men and women enshrined therein.

All gave some and some gave all.

The National Purple Heart Hall of Honor is located in New Windsor, New York. The Hall's mission is to honor our Purple Heart veterans by researching and collecting their personal histories preserved in their own words, for future generations. Through research, the Hall has identified 1.8 million Americans who have been killed or wounded in combat and that number grows every day. Their names are entered into the Hall of Honor as a reminder to all of the sacrifices made by many and the ultimate sacrifice made by some.

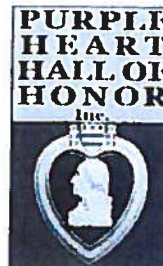
The National Purple Heart Hall of Honor opened on November 10, 2006 and, to date, has registered more than 190,000 Purple Heart recipients from every state in the country. However, due to the response, there is an immediate need to expand and upgrade the technology in the facility. The Board of Directors, known as Purple Heart Hall of Honor, Inc., a 501 (C) (3) corporation has begun this capital campaign to raise the funds to implement those changes.

Company/Organization/Individual/Name: _____
 Contact name: _____
 Address: _____
 City: _____ State: _____ Zip: _____
 Phone: _____ Fax: _____
 Email address: _____
 Phone: _____

Naming opportunities are available, please contact Andy Komonchak to discuss donation. 845-978-3434 or andy@thepurpleheartinc.com

Make checks payable to Purple Heart Hall of Honor, Inc.
 Mail to: 330 Meadow Avenue, Newburgh, NY 12550

*The Purple Heart Hall of Honor, Inc. Board of Directors, is a non-profit, 501(c)(3) organization which was formed to support and enhance the organizational, programmatic and public educational programs at the National Purple Heart Hall of Honor.
 Visit us at www.thepurpleheartinc.com*



I want to acknowledge our dedicated men and women who have given so much in support of our freedoms.

Amount pledged

\$50,000

\$25,000

\$10,000

\$5,000

Other \$ _____

Please contact me regarding Naming Opportunities.

I would like my contribution to honor the following individual.

Enhancement & Expansion Capital Funding Campaign

The National Purple Heart Hall of Honor

MISSION STATEMENT OF PURPLE HEART HALL OF HONOR, INC.

This corporation is formed to advise, support and assist the National Purple Heart Hall of Honor in its mission to collect, preserve and share the stories of Purple Heart recipients. This corporation also exists that it may solicit and accept donations to the Purple Heart Hall of Honor, Inc., in furtherance of this mission. Contributions to this corporation will be used for the enhancement and expansion of the National Purple Heart Hall of Honor to further its technological, educational and research capabilities and to best present the archive to the public.

The National Purple Heart Hall of Honor as well as the memorabilia and remembrances enshrined within, shall stand as a living monument to all of the recipients of the Purple Heart and will educate and inspire Americans of all ages for generations to come.

The General ever desirous to cherish virtuous ambition in his soldiers, as well as to foster and encourage every species of Military merit, directs that whenever any singularly meritorious action is performed, the author of it shall be permitted to wear on his facings, over the left breast, the figure of a heart in purple cloth, or silk, edged with narrow lace or binding.





"The Hall of Honor marks the true pride of freedom and democracy, the precious blood of our men and women spent defending them. We honor the heroes by reminding ourselves, and future generations, of their sacrifices and then acting worthy of them."

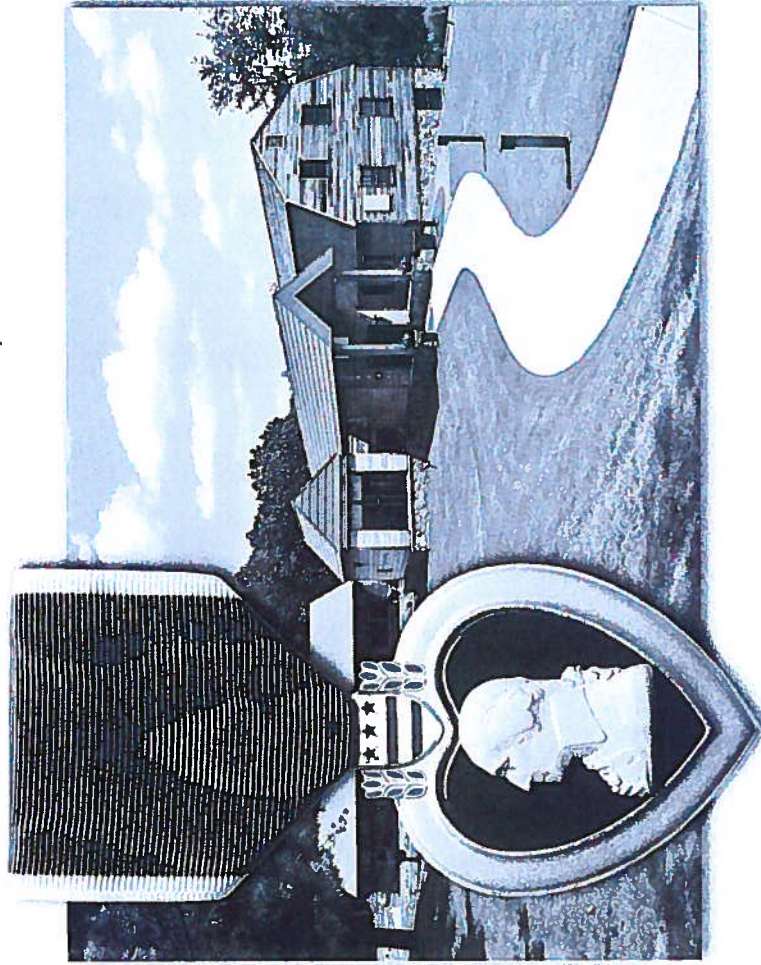
2nd Lt. Robert Dole, Purple Heart Recipient, Former United States Senator, Kansas

"The National Purple Heart Hall of Honor will long be remembered as a special place that represents sacrifice, patriotism, and love of our country."

2nd Lt. Daniel K. Inouye, Purple Heart Recipient, United States Senator, Hawaii



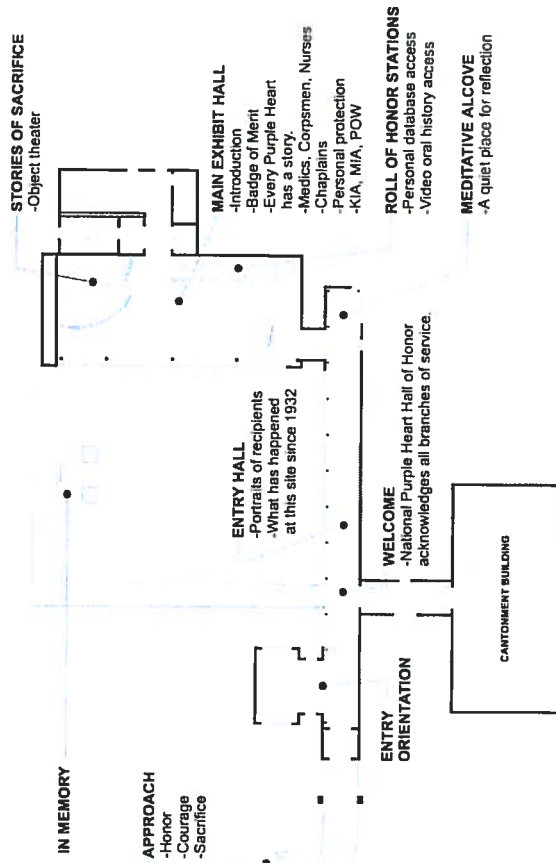
Approximately 1.7 million American men and women have been killed or wounded in military combat, and the number continues to grow. The National Purple Heart Hall of Honor stands in tribute to them and to each of their stories of sacrifice. It is a powerful place, not only the home where these valued and meaningful stories are gathered, preserved, and shared, but also the site of origin for this important military decoration. It is a place of personal and intimate significance where memories are valued and shared, but also a place of learning. Here, visitors get a unique perspective on the nation as each story recalls a specific event or period of time in its history.



The National Purple Heart Hall of Honor is part of the Palisades Interstate Park Commission, PIPC administers 27 parks, parkways and historic sites for the Office of Parks, Recreation and Historic Preservation in NY as well as the Palisades Interstate Park and parkway in New Jersey.



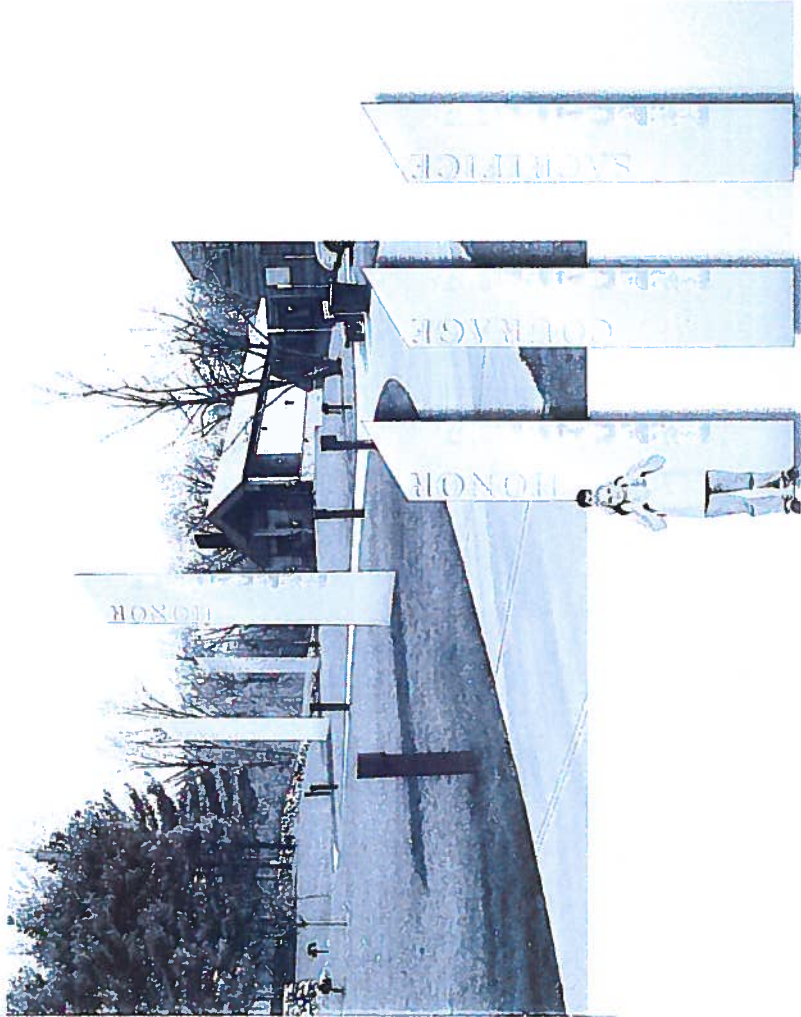
Phase 1 Schematic



Exterior Enhancements

As visitors approach the parking lot from the highway they will glimpse tall pylons proceeding towards the entrance of the NPHHH. Made out of a material such as stainless steel, they will reflect light, adding a dynamic presence to the grounds.

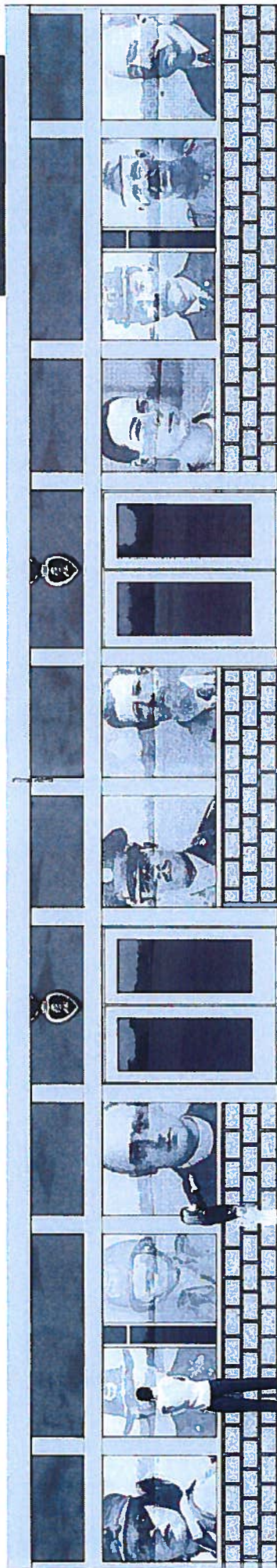
Powerful words, such as "Honor", "Courage", and "Sacrifice", will stand out, signaling the content of the Hall of Honor. As visitors move up the winding path amongst the pylons, they will discover that each pylon features the faces of those who embody these words, Purple Heart recipients. These are the first of many faces that visitors will encounter at the NPHHH, and they act as sentinels, representatives of the hundreds of thousands of others who have shed their blood on the nation's battlefields.



Portrait Wall

There are as many ways to be wounded or killed in action as there are recipients of the award.

Every Purple Heart tells a story.



Portrait Wall

These portraits are printed onto the window-applied material that cuts down on the amount of light entering the Main Exhibit Hall from the Ceremonial Grounds. The quotes and Purple Heart image appear on the treatment covering the clerestory windows above. There is also text on the narrow vertical window elements in between the large portraits.

The Purple Heart Medal has its roots in the Revolutionary War Badge of Merit. However, the Badge fell into disuse after the war ended and remained in obscurity until revived in its present form in 1932.



We are pleased and honored to have one of two existing Badges of Military Merit on permanent display in the Hall of Honor. This award was donated by the family of Elijah Churchill (1755-1841), a Continental Army soldier who was decorated by General George Washington on August 7, 1782.

Entry Hall & Paved Courtyard of Honor

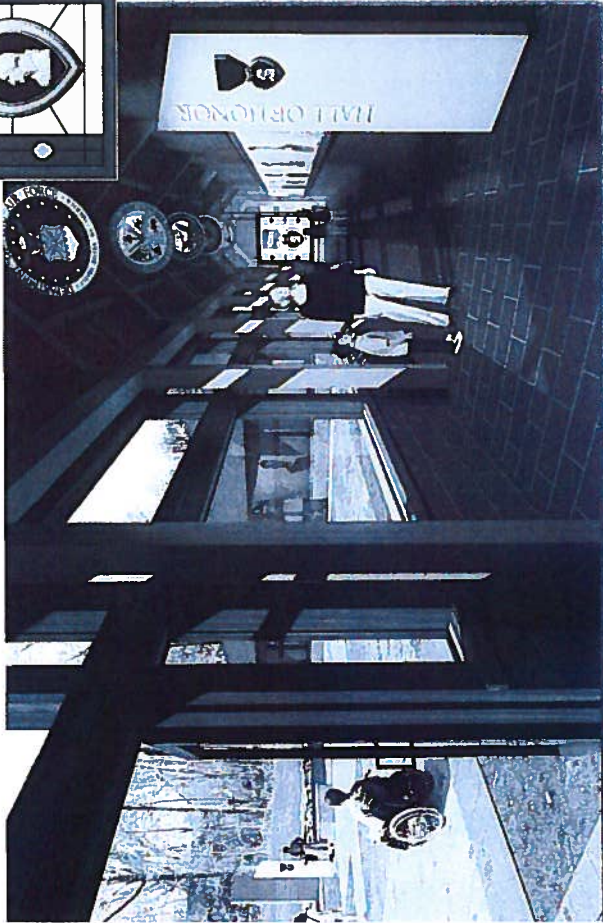
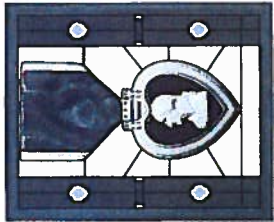
As they enter the building, visitors will be welcomed and oriented by staff. New wall signage will better support the greater in his or her effort to explain the mission of the NPHHH.

Fully oriented, visitors to the NPHHH will proceed down the hall where a new Introductory Panel, enlarged and placed at the right side of the Hall, will grab visitor's attention, reinforce the identity of the Hall of Honor, explain its purpose, and offer basic information about what the Purple Heart is. Large graphic panels

featuring the seals of the five military branches will be located overhead.

Visitors' attention will naturally be drawn outside to the Ceremonial Ground and to a new sculptural element, reminiscent in style to the Entry pylons, that prominently features a quote from George Washington.

A large, stained-glass Purple Heart is dramatically lit and acts as a beacon drawing people down the hall to an alcove with seating, a quiet, call-out area, where visitors can rest or contemplate.



Interpretation in the Entry Hall is located on rails along the windows and on large graphics along the right-side wall. The graphics along the windows will interpret events at

the site of the Ceremonial since 1932 when the first Purple Hearts were awarded on Temple Hill. It will include ceremonies and celebrations that have taken place in the courtyard

itself. Graphics along the right wall feature large portraits of recipients and their quotes.

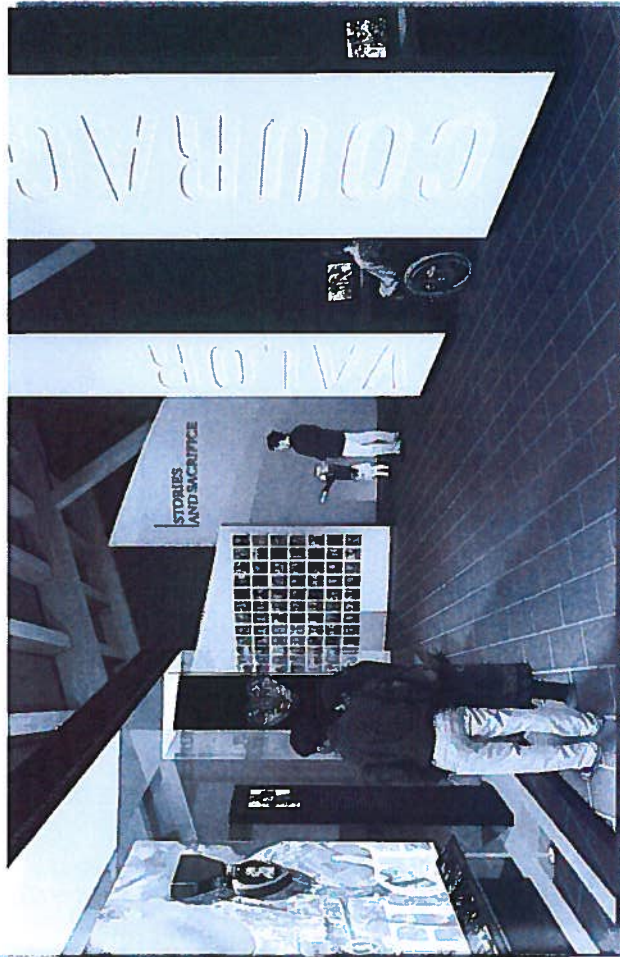
Main Exhibit Hall

Rounding the corner from the Entry Hallway, visitors will enter the Main Exhibit Hall.

The hall will appear darker than it does currently due to graphic treatments placed over the courtyard windows. The graphics (not seen in this view) are a continuation of the theme of recipient portraits and quotes and will add a

human presence to the gallery. The reduced ambient light will allow a level of drama in the space that currently does not exist. For example, the precious Badge of Merit will be exhibited in a more 'jewel-like' setting, and portraits along a wall at the far end of the gallery will glow internally, drawing people towards a theater entry. Other images and

objects will glow similarly, adding emphasis and variety to the visitors' experience. A series of cases lead people towards the theater at the opposite side of the gallery. These cases each feature a different theme and contain related objects, images, and archival material:



1. What is the Purple Heart (presented in more detail than can be addressed in the Entry Hall Intro Panel)

3. Desired by None (with a focus on combat, the terrible context behind each Purple Heart)

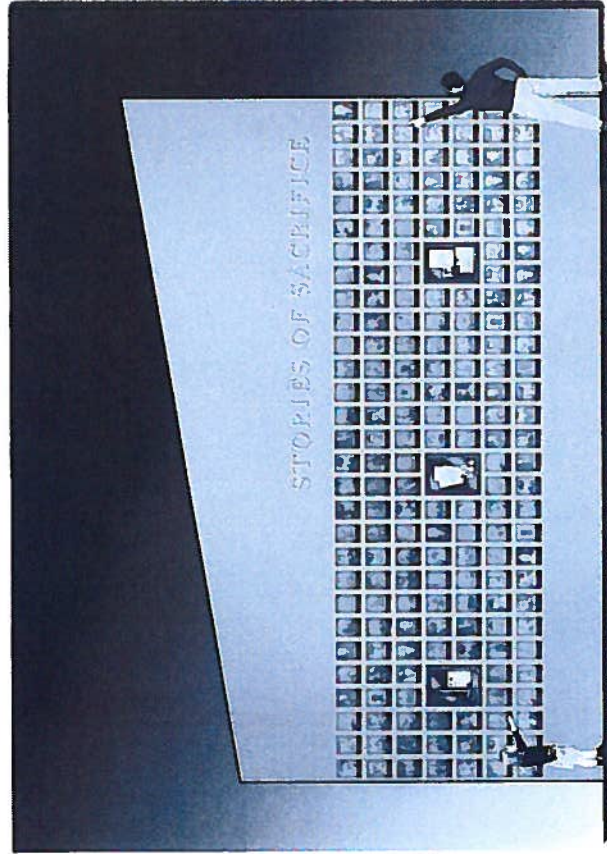
2. Origins (with a focus on George Washington's introduction of the Badge of Merit)

4. Medical Care and Personal Protection (with a focus on the improving technologies that decrease the number of casualties)

5. Chaplains, and Medical Personnel (with a focus on the great relief they have provided to those wounded in action)

Stories of Sacrifice Theater

A main attraction in the hall is the "Stories of Sacrifice" Theater. Its purpose is to give voice, in the most dynamic and accessible way, to the first-person voices of the recipients, those who can best speak to the ordeals they endured. This is an object theater that features a loop of video interviews conducted by the NPHH, tied to contextual footage projected on a scrim with lighting cues that illuminate supporting artifacts, props, or documentation at appropriate times in the story telling. For example, if the main video is of then Lance Corporal Joseph O'Neill talking about being wounded on Hill 881 South, the supporting object might be a weapon like that used against him and a telegram that was sent to his family. Supporting footage or imagery might be of Hill 881 South and Marines in combat. The entire production might last 12-15 minutes, cycling through seven to ten different stories, and visitors can come and go as they please.



Stories of Sacrifice Theater: Exterior Wall
This wall faces visitors as they enter the gallery. It is made up of internally-lit images of Purple Heart recipients that can be changed and updated. Three architect-cases line the wall.

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General George Washington Memorial



"The General ever desirous to cherish virtuous ambition in his soldiers, as well as to foster and encourage every species of military merit, directs that whenever any singularly meritorious action is performed, the author of it shall be permitted to wear on his facings over the left breast, the figure of a laurel wreath, or silk, cloth, or silk, edged with narrow lace or binding."

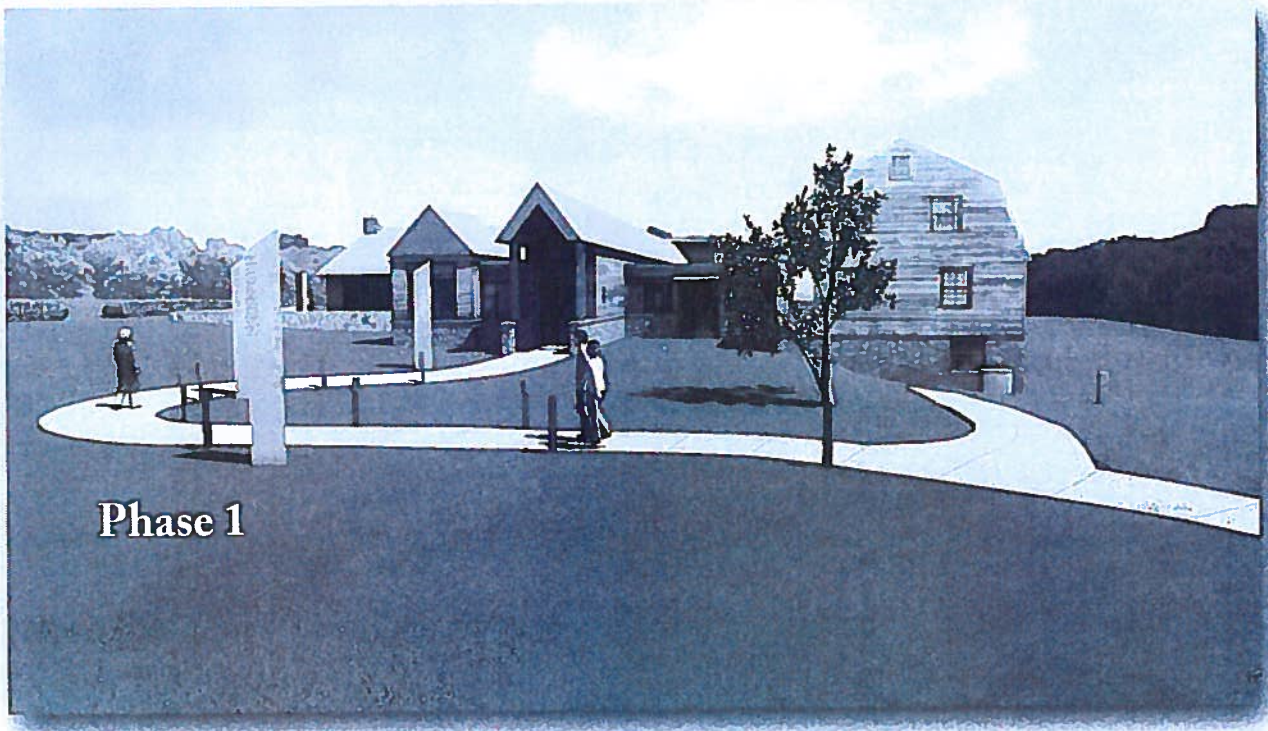
In Memory: Courtyard Pylon
The Courtyard Pylon features a quote from George Washington that in its final design will be clearly legible from inside the Entry Hall. As shown in the rendering on the previous page, there will be a path to the sculptural element leading from the main gallery. Benches (not shown here) will make this spot a destination for reflection in nice weather.

11

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330 Meadow Avenue
Newburgh, New York 12550
845-562-0159
www.thepurpleheartinc.com

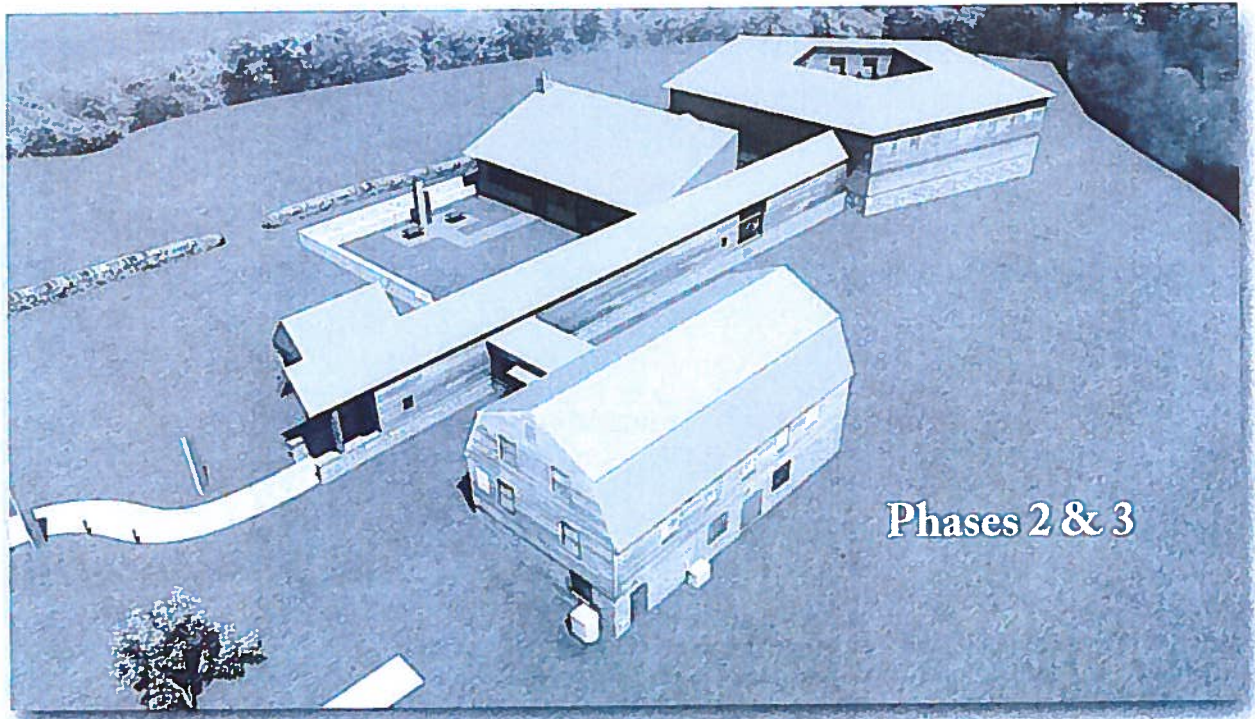
Phase 1

Exterior signage and obelisk features and complete redesign of the interior visitor experience.
Enhancement to ceremonial ground courtyard.



Phase 1

Artistic renditions of proposed enhancements and expansion



Phases 2 & 3

Phases 2 & 3

Addition of 22,000+ S/F to existing Hall with representation for all five branches of service.

The Concept Plan for Phase 1 of the Capital Campaign was funded by the Purple Heart Hall of Honor, Inc. Board of Directors and completed in June 2010 by Joseph C. Long Consulting of Albuquerque, New Mexico and Christopher Chadbourne and Associates, an internationally renowned exhibit design firm based in Boston, Massachusetts. Design fabrication will be carried out by Art Guld, Inc. of West Deptford, New Jersey.

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Robert J. Schreibeis, Sr.

Joel Kleiman, Chief Financial Officer
Kevin Dowd, Attorney
Laurie Villasuso, Administrative Assistant

PRODUCT EXPENDITURE APPLICATION FORM

ORGANIZATION

Name of Organization: **Middletown Community Health Center, Inc.** DATE: **January 7, 2014**

Project Title: **Pathway to Health**

Address: **21 Orchard Street**

City/Zip Code: **Middletown, NY 10940**

Telephone: **845-651-3841** E-mail Address: **Sforni@rubycs.com**

Name of Contact: **Suzanne Forni**

Title: **Business Development Manager at The Ruby Group (Project Development Team)**

Specific amount requested from Orange County Funding Corporation: **\$500,000**

Have you received any grants or other forms of assistance from the Orange County Funding Corporation in the past? Yes No Dates and amounts _____

Have you received any other assistance from other agencies or organizations? Yes No
If yes, please indicate from whom and the type or amount. \$100,000 awarded by NYS Department of Labor

(Please remember that your request will receive the same consideration whether or not you have had previous requests in the past with the OCFC.)

ORGANIZATION BACKGROUND

Middletown Community Health Center, Inc. (MCHC) was founded in 1971 by a group of local community minded activist who identified a healthcare gap for the uninsured and underinsured residents within their community. They partnered with the Regional Economic Community Action Program (RECAP) and applied for and received a \$35,000 Federal grant. Through donated office space, volunteer staff and donated community healthcare provider services, they delivered quality care to the uninsured and underinsured residents within the community. Identified barriers to care in 1971 included transportation and access to affordable care, and today, 40 years later, these barriers still exist. Today, MCHC is a full service diagnostic and treatment center and provides quality affordable healthcare to our residents through eight locations. MCHC is a non-profit community based organization that is committed to the provision of high quality, comprehensive and affordable health care services to all members of the community in order to enhance the quality of life of patients, families and the community as a whole. MCHC is governed a by a volunteer Board of Directors comprised of representative of the community. Daily operations are conducted by MCHC's Executive Team and support staff of 134. MCHC outpatient services include: OB/GYN, Internal Medicine, Pediatrics, Nutrition, Family Planning, Dental, Podiatry, WIC, HIV, LCSW, and HIV counseling and testing and outreach and education. Bi-lingual staff are available as well as a language line.

DESCRIPTION OF PROJECT

The Pathway to Health project is estimated to cost \$10 million which includes an extensive environmental clean-up, rebuilding a deteriorating structure and creating a state-of-the art healthcare center while preserving the historic beauty of the former O&W Railroad station located at 2-20 Low Ave in the City of Middletown. The new, state-of-the-art facility will include 35 exams rooms, 10 treatments rooms, well rooms, patient advocate spaces, group therapy rooms and a pharmacy. Patients will have access to a wide array of services which will include podiatry, dental care, women's health, HIV and AIDS counseling and testing, and nutrition counseling.

This project is necessary because at present MCHC is at capacity in building space and the ability to take on new programs, expand services and enhance existing services is just not possible. The facilities that MCHC will be vacating are owned and operated 100% by the organization. With the addition of the O&W facility and given the fact that MCHC owns their existing facilities, they are positioned to bring on additional programs and expand services without increasing their overhead expenses once.

Since the economic downturn, there has been a rise in obesity, diabetes, mental illness and lack of annual care which has impacted the overall health of our community. MCHC has made great strides through outreach and education to get these patients to visit a healthcare provider before their health issues become chronic. The recent closing of the Horton Campus of Orange Regional Medical Center has made it more difficult for patients in the City of Middletown to access care. Job loss and the increase of low-income families in the County's three cities have led residents to seek care at MCHC who caters to the County's uninsured and under insured populations. In the City of Middletown alone, 32% of households have an income of less than \$35,000. MCHC has continued to successfully serve their community, but needs to keep up with their growth.

The past five years has shown steady growth at 5% annually, proving there is a need for expansion. MCHC's Pathway to Health project is located in Orange County, NY with a population of approximately 375,000 residents. MCHC has a registered patient base of over 20,000 and delivered over 90,000 patient visits in 2012. That same year, MCHC delivered 630 babies. MCHC has a payor mix comprised of 24% Medicaid, 38% Managed Care, 16% Private Insurance, 17% Self Pay, and 5% Medicare.

The new, state-of-the-art facility will include 35 exams rooms, 10 treatments rooms, well rooms, patient advocate spaces, group therapy rooms and a pharmacy. Patients will have access to a wide array of services which will include podiatry, dental care, women's health, HIV and AIDS counseling and testing, and nutrition counseling under one roof.

Economic Benefit:

MCHC embarks on this community partnership project with enthusiasm and commitment to continue their mission of creating new access to Health Care for the residents of Orange County and surrounding communities. The City of Middletown will benefit from this project in many ways. Since the relocation of Orange Regional Medical Center, it has become more difficult for many local residents to access quality, affordable healthcare in their community. Expanding the services provided by MCHC and offering these services in one location means local residents have more direct access to the care that they need. The City has suffered for many years with increased foreclosures, businesses closing and empty buildings in its historic business district. In addition, the Pathway to Health Project brings life back to an area of the city that was once its bustling hub, but has since suffered a depressed economy. This project will bring 95 jobs to the Health Center in the City where the unemployment rate was 9.5% as of February of 2013. At that point, Orange County's unemployment rate was at 8.6%. This new facility will lead to the repurposing of two existing MCHC sites and that will bring with additional jobs, current projections forecast thirty jobs being created at these repurposed facilities. Across the MCHC organization, non-provider employees earn an average of \$32,900 and provider employees' salaries average \$124,300. It is estimated that seventy five percent of the positions will be providers. This job creation and vitality will increase the economic activity for downtown businesses. In addition to creating jobs, this project will present the opportunity for MCHC to continue to be a training resource for the workforce and schools that they support within their communities such as SUNY Orange and BOCES nursing programs.

Over 120 construction jobs will be created for the duration of this project with 90% of these workers coming from the Mid-Hudson region. This number is generated from the scope of work to be done, the size of the project and the amount of restoration needed. These positions will include on-site security, masons, excavators, electricians, roofers, framers, environmental clean-up crews, painters, sprinkler installers, heat and air conditioning installers, plumbers, landscapers and pavers. The wages for these positions will range from \$12 to \$75 per hour.

Funding Structure:

The Project, due to its significant scope and community impact will be funded through a blending of many programs from a variety of funding sources. A MCHC fundraising effort is an integral part of the Project funding. In addition to this MCHC will maximize the amount of private funding available in order to undertake the project. Sources include Federal Historic Rehabilitation Tax Credits as well as Federal New Markets Tax Credits. In addition, to these tax credits resources it is anticipated that the project will receive financing from the Health Center Development Fund through a partnership with the Low Income Investment Fund. Unfortunately, despite MCHC desire to maximize these private and federal government resources there remains a significant gap in project funding that requires local assistance. The City of Middletown has shown its commitment so far by providing the building and funding the provision of a financial development consultant with expertise in tax credits and non-profit financing. It is anticipated that upon completion of the new facility, MCHC will be able to resell its existing property portfolio in order to provide a significant amount of developer equity to support the project. Despite the fundraising efforts so far there remains a significant imperative for support from the State and County.

BUDGET

Specific amount requested from the Orange County Funding Corporation: **\$500,000**

To date, our capital campaign has raised \$35,000. The project was awarded \$100,000 by the Department of Labor in the 2012 CFA round and \$500,000 through NYS Historic Preservation Office in the 2013 CFA round.

The planning phase of this project will cost approximately \$570,000. This is the aspect of the project that we are seeking funding for. The tax credits that make up the majority of the Capital Stack for this project are New Market Tax credits and Historic Tax Credits which represent tremendous investment from outside the community. This is a very important aspect of the project as it represents outside investment in our community, new dollars added to our community. But we are in need of \$500,000 from OCFC in order to get to the point in the project where the Tax Credits will flow in.

Once the planning phase and environmental clean-up of the project is complete construction permits will be secured and construction will begin. It is estimated that the construction phase of the project will take 10-18 months.

Also, please see attached Construction Budget and Scope of Work.

TARGET POPULATIONS AND PERFORMANCE SITE(S)

(This project must show its benefits to all of Orange County and the residents or describe the unique benefit to a specific segment of Orange County that may not happen if the OCFC were to reject this Product Expenditure.)

The overarching goal of the Project is to provide essential health services under one roof in order to provide quality affordable healthcare to the uninsured and underinsured residents of the City of Middletown and Orange County. Eight four percent of the MCHC patients come from Orange County. More than 40% of these patients live under the poverty level. The site of the future MCHC sits in a distressed city within Orange County. According to the 2010 Census, the City of Middletown suffers from a poverty level of 17.3% versus Orange County's rate of 11.4% and would therefore benefit from having additional access to affordable healthcare options. These statistics are clear indicators of the need for low cost healthcare in this area. This project will fit in line with Orange County's most recent Health Assessment which states access to chronic disease incidence, prevalence and mortality, access to preventative education, primary care and early screening, and detection services in the county should be expanded, especially for those at high risk for health disparities – uninsured, recent immigrants, minorities and low-income groups.

Without this new facility MCHC will be unable to meet the rapidly evolving needs of this complex population in the new world of integrated health care. In addition without the requested funds it will be very difficult for MCHC to bring in the over \$7,000,000 in outside equity that this project will introduce into our community. This represents a tremendous opportunity for MCHC to have a drastic multiplier effect, by funding \$500,000 towards the planning of this project 1200% more in economic stimulus will flow into Middletown.

EVALUATION

(How will you determine the impact of this project if funded? [For example, a survey or appraisal of physical improvements or attendance figures.] Please be specific.)

MCHC utilizes a comprehensive Quality Improvement Program to track quality, patient care, clinical and financial performance measures. Also, MCHC, as a Federally Qualified Healthcare Center, is required to report data to the Uniform Data System (UDS), which is a federal data base of all FQHC's across the nation. MCHC conducts an annual independent audit, which includes financial statements and trends including visits, cost per visit, expenses, etc. At our Board meetings, MCHC Executive Team provides data that will include the program performance. Also, MCHC is held to a standard by Health Resources and Services Administration (HRSA), and is required to report extensively on any changes and modifications to program. This is tied to federal requirements on economic and social factors within a community. This type of tracking will allow MCHC to monitor patient growth in their new facilities and the success of consolidating their locations and determining if additional services can be added.



SCOPE OF WORK

The future Middletown Community Health Center facility at 2-20 Low Avenue in the City of Middletown is in need of extensive rehabilitation and renovation before it can open its doors to local communities. The Health Center's most important goal is to create a clean, healthy environment at the 30,000 square foot, former train station while keeping the historic characteristics of the building.

Work to be done includes:

Demolition: Teams will remove debris left behind by former tenants, building materials that are being replaced and overgrowth on the exterior of the building.

Lead and Asbestos Mitigation: The late 1800's building contains large amounts of lead based paint and asbestos in piping insulation, ceiling and wall tiles and in the plaster used on the walls. Painted trim and molding will be removed, stripped of lead paint and re-installed. All materials containing asbestos will be removed and replaced with safer building materials.

Re-building Third Floor: The third floor of the building's north tower has collapsed due to damage caused by a fire in the 1990's and many years of vacancy and disrepair. Construction teams will re-build this section of the brick building.

Removal of Slate Roof: The building's original slate roof will be removed and a new slate style shingle will be installed to give the appearance of slate, but for a lower cost. Since this is a historical preservation project, the developer must abide by certain requirements making the slate-look necessary.

Full Interior Build-out: The building's walls, floors and ceilings must be replaced due to the removal of harmful materials, but also to ensure that the building is structurally sound. In order to create medical offices on the first floor of the building, spaces must be created in the center of the space. This will allow for full use of the space, but also will keep the outer walls untouched for the purpose of preserving their historic features, which include elaborate trim details, antique doors and brick columns.

Replace Electric and Plumbing: In order to make sure this building is up to code, consistent with green building requirements and energy efficiency, all electricity and plumbing must be replaced. The building will be outfitted with enough power to allow for possible future expansion and installation of additional high-powered medical equipment. Cold water chillers will be used for cooling the building and hot water will be used for heat.

Landscaping: In addition to the planting of bushes and shrubs, paver walkways and concrete benches will be installed around the building.

Paving: All parking lots will be re-paved. Blacktop will be used in high-traffic areas and permeable pavement will be installed within the perimeters of parking spaces.



Estimate Proposal

The Ruby Group

330 Route 17a
Goshen, NY 10924

Date Issued: 7/24/2013

Estimate #: 002

To:	
Client	Theresa Maloney Middletown Community Health Center, Inc.
Address	Middletown Community Health Center, Inc. 21 Orchard
City, State, Zip	Middletown, NY 10940
Phone	(845) 326-5165
Fax	
Email	tmaloney@middletownchc.org

Project Information:	
Project	Middletown Community Health Center
Address	2-20 Low Avenue
City, State, Zip	Middletown, NY 10940
Plans Available	
Estimated Start Date	4/1/2013

General Description of Project

Preliminary Construction Budget

Estimate Details

Description

PROFESSIONAL REQUIREMENTS

General Conditions

Fence
Office - Trailer
Office - Utilities
Office - Data
Insurance
Legal
Administration
Printing
Supervision - Project Manager
Supervision - Superintendent
Supervision - Lead Carpenter
Supervision - Laborer
Porta Potty

General Conditions Subtotal = \$279,580.00

Cleaning

Dumpsters
Final Clean
Grout and Tile Clean
Facilities

Cleaning Subtotal = \$32,500.00

Surveying

Stakeout
Foundation Location
Septic Certification
Septic As-Built
Final Survey

Surveying Subtotal = \$3,500.00



Estimate Proposal

PROFESSIONAL REQUIREMENTS Subtotal = \$315,580.00

SITE WORK	
Demolition	
Dumpsters	
Electric & Temporary Lights	
Steel	
Labor	
Tools & Miscellaneous Supplies	
Scaffolding	
Concrete Cutting	
Concrete Disposal	
Loading Dock Removal	
Bathroom Tile Removal Labor	
Bathroom Tile Removal Material	
Environmental Cleanup	
Air Monitoring	
Exterior Clean Up	
	Demolition Subtotal = \$1,576,569.23

Excavation	
Package Price	
Day Rate - Excavator - Machine & Labor	
Day Rate - Dozer - Machine & Labor	
Clearing	
Structural Excavation / Stone / Backfill / Grading	
Driveway	
Asphalt	
Footing & Leader Drains	
Generator Pad	
Fencing	
Underslab Plumbing Excavation	
Trenching	
Columns	
	Excavation Subtotal = \$289,850.00

Landscape	
Package Price	
Turf - Hydroseed	
Turf - Seed & Hay	
Planting Beds	
Screened Topsoil	
Trees	
Irrigation	
Rainwater Collection	
Rake and Seed Disturbed Areas	
	Landscape Subtotal = \$6,485.00
	SITE WORK Subtotal = \$1,872,904.23

MASONRY	
Masonry	
Concrete Pavers	
CMU Block - Labor	
CMU Block - Material	
Bollards	
Lintle	
Masonry Repairs and Reconstruction	



Estimate Proposal

Elevator Shaft

Masonry Subtotal = \$237,500.00
MASONRY Subtotal = \$237,500.00

METALS: STRUCTURAL & MISCELLANEOUS

Steel
 Beam
 Columns
 Labor
 Stair
 Stair - Circular
 Ramp
 Steel Beam Package

Steel Subtotal = \$65,000.00

Metal Framing

Heavy Gauge Metal Framing
 Light Gauge Metal Framing
 Rails - Material
 Rails - Labor

Metal Framing Subtotal = \$216,000.00

METALS: STRUCTURAL & MISCELLANEOUS Subtotal = \$281,000.00

CARPENTRY

Framing
 Package Price - Labor & Materials
 Lift Rental
 Framing Lumber
 Floor Trusses - Material
 Roof Trusses - Material
 Blocking - Labor & Materials
 Sheathing - Labor & Materials

Framing Subtotal = \$9,600.00

Interior Carpentry

New Door Allowance
 Door Adjustment
 Locksmith
 Doors - Materials
 Doors - Labor
 Cabinets & Tops - Material
 Cabinets & Tops - Labor
 Cabinets & Tops - Material & Labor
 Historic Trim Reinstall

Interior Carpentry Subtotal = \$518,200.00

CARPENTRY Subtotal = \$527,800.00

THERMAL & MOISTURE PROTECTION

Insulation
 Fiberglass Batt - Package Price
 Air Sealing
 Insulation Repair
 Rigid

Insulation Subtotal = \$62,000.00

THERMAL & MOISTURE PROTECTION Subtotal = \$62,000.00

DOORS, WINDOWS, & GLASS

Windows & Doors



Estimate Proposal

Glass Partition - Interior	
Skylights	
Windows	
Glass for Doors	
Glass Block	
Interior Doors	
Laminated Glass for Window Repair	
Window Repair	
	Windows & Doors Subtotal = \$184,000.00
Exterior Doors	
Store Front Doors	
Exterior Doors	
Exterior Glass	
	Exterior Doors Subtotal = \$25,500.00
	DOORS, WINDOWS, & GLASS Subtotal = \$209,500.00
FINISHES	
Drywall	
Drywall Grid	
Drywall	
5/8" Fire Code	
Drywall Patch/Spackle	
	Drywall Subtotal = \$186,000.00
Acoustical Ceiling	
Acoustical Ceiling	
Ceiling Tile	
Labor	
Tin Ceiling	
	Acoustical Ceiling Subtotal = \$195,000.00
Flooring	
Raised Flooring	
Raised Flooring	
Floor Prep	
Floor Leveling	
Carpet #1	
Carpet #2,3,4	
Ceramic Tile - Walls and Floors	
Ceramic Tile - Floors only	
WOM	
Bullnose	
Cove Base	
Material Sales Tax	
VCT	
	Flooring Subtotal = \$140,000.00
Painting	
Interior Paint	
Exterior Paint	
	Painting Subtotal = \$70,000.00
	FINISHES Subtotal = \$591,000.00
SPECIALTIES	
Bathroom Accessories	
Grab Bars - 18"	
Grab Bars - 36"	
Grab Bars - 42"	



Estimate Proposal

Mirrors
Soap Dispensers
Waste / Paper Towel Dispenser
Hand Dryer
Toilet Paper Dispenser
Sanitary Napkin Disposal
Partitions
Installation

Bathroom Accessories Subtotal = \$25,823.28

SPECIALTIES Subtotal = \$25,823.28

EQUIPMENT

Appliances
Refrigerator
Range
Dishwasher
Microwave
Allowance
Hoshizaki - Model DCM-270BAH
Hoshizaki - Model DCM-300BAH

Appliances Subtotal = \$2,123.57

EQUIPMENT Subtotal = \$2,123.57

FURNISHINGS

Furnishings
Covered Smoking Materials
Covered Smoking Labor
Furniture

Furnishings Subtotal = \$1,000,000.00

FURNISHINGS Subtotal = \$1,000,000.00

SPECIAL CONSTRUCTION

Fire Suppression
Design - Plans
Fire Suppression Package
Fire Extinguisher Cabinets

Fire Suppression Subtotal = \$243,150.00

Fire Alarm
Design - Plans
Fire Alarm Package

Fire Alarm Subtotal = \$50,000.00

SPECIAL CONSTRUCTION Subtotal = \$293,150.00

CONVEYING SYSTEMS

Conveying Systems
Wheelchair Lift
Elevator

Conveying Systems Subtotal = \$250,000.00

CONVEYING SYSTEMS Subtotal = \$250,000.00

MECHANICAL

Plumbing
Package Price
Underslab Plumbing
Fixture Package
Tankless Water Heater
Gas - Reroute Mains



Estimate Proposal

Gas - Additional RTU	
Gas - Generator	
Fixtures	
Gas Line Package	
Plumbing Demoliton	
	Plumbing Subtotal = \$220,500.00
HVAC	
Package Price	
Cranes for RTU and Generator	
	HVAC Subtotal = \$1,400,000.00
	MECHANICAL Subtotal = \$1,620,500.00
ELECTRICAL	
Electrical	
Package Price	
Electrical Inspection	
Service	
Main Contract	
Soffitt Lighting	
Work Previously by T&J	
Voice and Data	
Generator Unit	
	Electrical Subtotal = \$815,000.00
	ELECTRICAL Subtotal = \$815,000.00
Material Sales Tax	\$2,894.02
Contingency	\$306,519.00
Insurance	\$159,389.88
Overhead & Profit	\$857,268.40
	Estimate Total: \$9,429,952.39

Inclusions, Exclusions, Clarifications (if applicable)

All material is guaranteed to be as specified. All work to be completed in a workmanlike manner according to standard practices. Any alteration or deviation from above specifications involving extra costs will be executed only upon written orders, and will become an extra charge over and above the estimate. All agreements are contingent upon strikes, accidents or delays beyond our control. Owner is to carry fire, flood, earthquake, and other necessary insurance. We are fully covered by Workmen's Compensation Insurance.

Acceptance of Proposal:

The above prices, specifications and conditions are satisfactory and hereby accepted. You are authorized to do the work as specified.

Signature: _____

Date of Acceptance: _____

Print Name: _____

ID	Task Name	Duration	Start	Actual Start	Finish	Actual Finish	% Work Complete	Predecessors
1	Existing Conditions	25 days	Fri 5/3/13	Fri 5/3/13	Thu 6/6/13	NA	45%	
2	Design Layout Meetings MCHC	15 days	Wed 5/1/13	NA	Tue 5/21/13	NA	0%	
3	Historical Tax Credit Part 2 Documentation and Application	10 days	Fri 6/7/13	NA	Thu 6/20/13	NA	0%	1
4	Historical Tax Credit Part 2 Approval	30 days	Fri 7/12/13	NA	Thu 8/22/13	NA	0%	3,5
5	Draft Initial Architectural Designs	25 days	Fri 6/7/13	NA	Thu 7/11/13	NA	0%	1
6	Construction Documents	20 days	Fri 1/31/14	NA	Thu 2/27/14	NA	0%	
7	HVAC Drawings	14 days	Fri 2/28/14	NA	Wed 3/19/14	NA	0%	6
8	Fire Protection Drawings	14 days	Fri 2/28/14	NA	Wed 3/19/14	NA	0%	6
9	Electrical Drawings	18 days	Mon 3/10/14	NA	Wed 4/2/14	NA	0%	6FS+6 days
10	Environmental Cleanup Planning	15 days	Thu 4/25/13	NA	Wed 5/15/13	NA	100%	
11	Budget Environmental Cleanup	5 days	Thu 5/16/13	NA	Wed 5/22/13	NA	100%	10
12	Arrange Financing Environmental Cleanup	20 days	Wed 1/29/14	NA	Tue 2/25/14	NA	0%	
13	Demo Permit for Environmental Cleanup	5 days	Wed 2/26/14	NA	Tue 3/4/14	NA	0%	10,11,12
14	Environmental Cleanup	45 days	Wed 3/5/14	NA	Tue 5/6/14	NA	0%	13
15	Concept Budget	15 days	Mon 4/29/13	NA	Fri 5/17/13	NA	100%	
16	Interim Budget	10 days	Fri 2/28/14	NA	Thu 3/13/14	NA	0%	6
17	Final GMP	15 days	Thu 4/3/14	NA	Wed 4/23/14	NA	0%	9
18	Building Permit	5 days	Thu 4/3/14	NA	Wed 4/9/14	NA	0%	9

 Task
 Split
 Progress
 Milestone
 Summary
 Project Summary
 External Tasks
 External Milestone
 Deadline

Project: Schedule_PreCon_MCHC
Date: Wed 1/8/14



COPPOLASSOCIATES

Design, Architecture & Planning
 6 Old North Park Road
 Newburgh, NY 12550
 P.O. Box 400
 FAX: 845-561-3451
 info@coppolassociates.com

LOT 513, SOUTH PLANK ROAD

Conversion
 of the
 O&W Building
 for
 Middletown
 Community Health
 Center

City of Middletown, NY

1st Floor Plan

REVISIONS

DATE

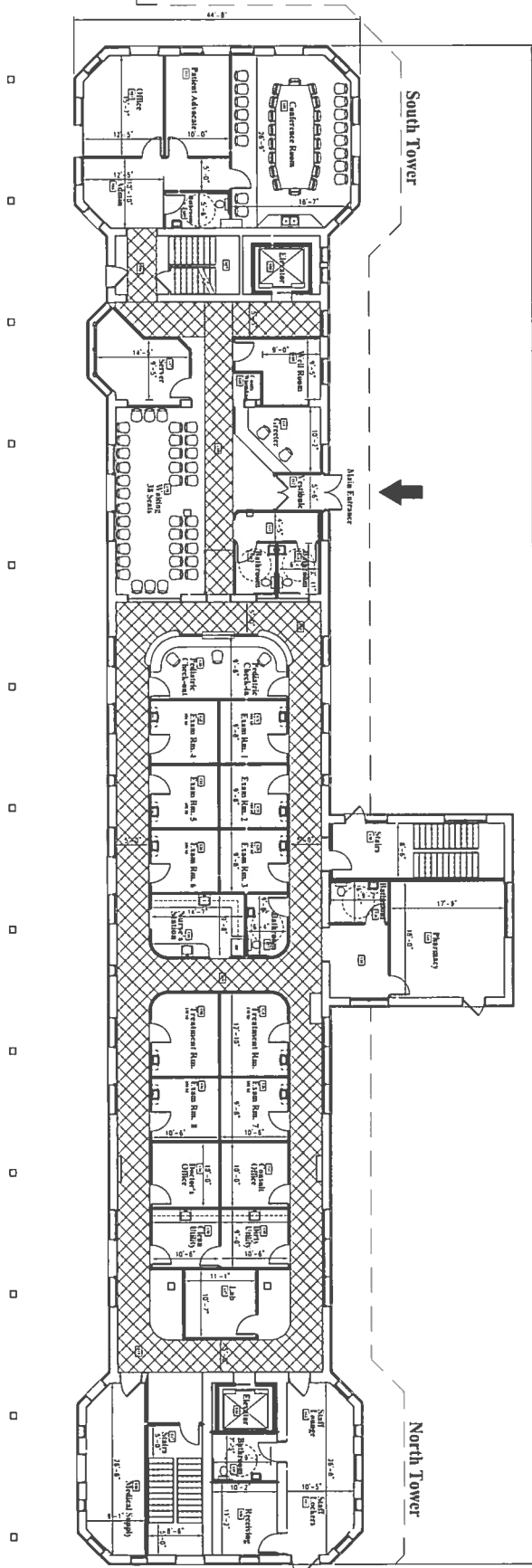
7/16/2013

PROJECT NUMBER

11-58

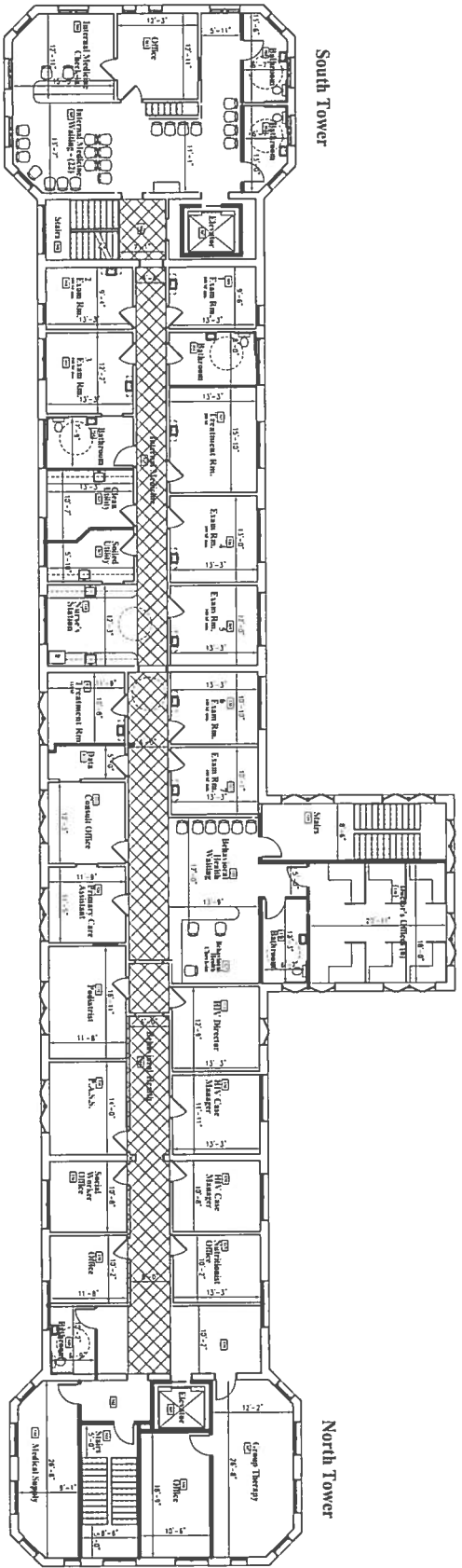
SHEET NUMBER

A4

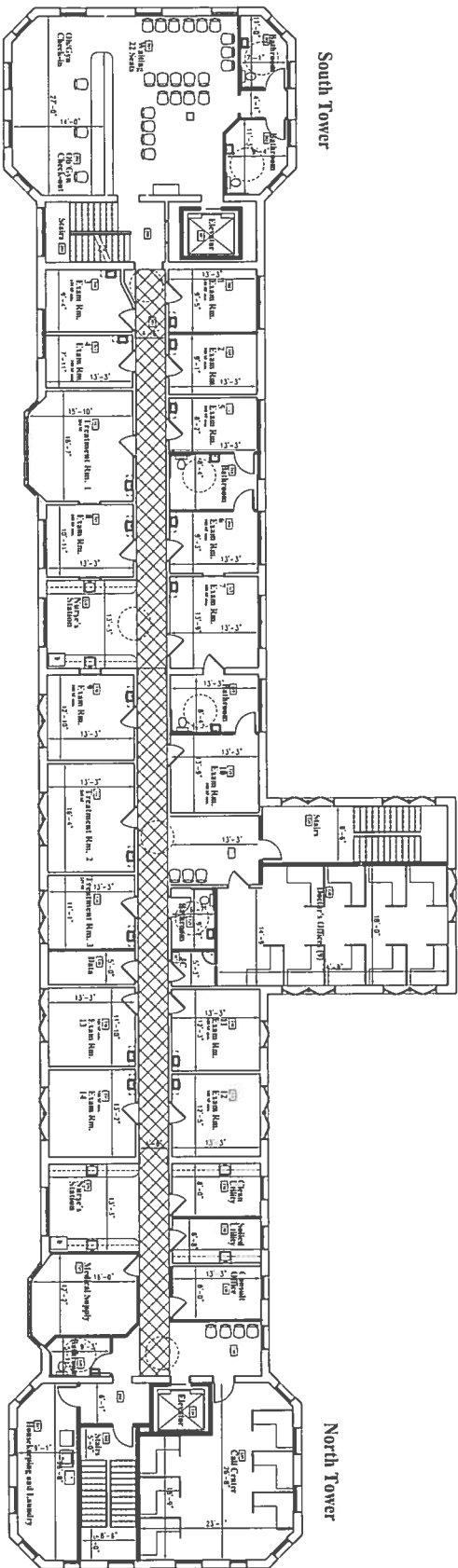


Proposed
1
1st Floor Plan

A4 Scale: 1/8"=1'-0"



**Proposed
1 1st Floor Plan**
A5 Scale: 1/8"=1'-0"



**Proposed
2 2nd Floor Plan**
A5 Scale: 1/8"=1'-0"



Design, Architecture & Planning
6 Old North Plains Road
Newburgh, NY 12550
Tel: 845-562-1200
Fax: 845-562-1201
info@coppola.com

LET'S GO TO THE NEXT LEVEL
Conversion
of the
O&W Building
for
Middletown
Community Health
Center

City of Middletown, NY

2nd & 3rd
Floor Plans

REVISIONS	
DATE	7/16/2013
PROJECT	PHASE 2 VISORS
NO.	11-58
SHEET NUMBER	

A5



Exterior of South Tower



Eastern side view



North tower view



Deterioration and missing roof on north tower.



Western side view



First Floor



First Floor



Fire damage on 2nd floor near north tower



First floor deterioration



Additional fire damage to second floor



**Middletown Community Health Center
at The O&W Building, Middletown, NY**





Middletown Community Health Center

at The O&W Building, Middletown, NY



RESOLUTION
(Post-Issuance Compliance Procedures)

A regular meeting of The Orange County Funding Corporation was convened on January 15, 2014 at 3:00 p.m.

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

**RESOLUTION ADOPTING CERTAIN POST-ISSUANCE
COMPLIANCE PROCEDURES**

WHEREAS, pursuant to the powers and purposes contained in Section 1411 of the Not-For-Profit Corporation Law (the "N-PCL") of the State of New York (the "State"), as amended (hereinafter collectively called the "Act"), and pursuant to its certificate of incorporation filed on May 13, 2010 (the "Certificate"), The Orange County Funding Corporation (the "Corporation") was established as a not-for-profit local development corporation of the State with the authority and power to own, lease and sell personal and real property for the purposes of, among other things, acquiring, constructing and equipping certain projects exclusively in furtherance of the charitable or public purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, by encouraging the development of, or retention of, an industry in the community or area, and lessening the burdens of government and acting in the public interest and to issue bonds, notes and other obligations in furtherance of the foregoing; and

WHEREAS, as an issuer of tax-exempt bonds, the Corporation desires to adopt procedures to ensure compliance of its tax-exempt bond issues with federal tax requirements following the date of issue of such bonds.

NOW, THEREFORE, BE IT RESOLVED by The Orange County Funding Corporation as follows:

Section 1. The Corporation has reviewed and hereby adopts the Post-Issuance Compliance Procedures presented before this meeting and a copy of which is attached to this resolution as Exhibit "A".

Section 2. This resolution shall take effect immediately.

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

	<u>Yea</u>	<u>Nay</u>	<u>Absent</u>	<u>Abstain</u>
Robert T. Armistead	[]	[]	[]	[]
Mary Ellen Rogulski	[]	[]	[]	[]
Russell O. Vernon	[]	[]	[]	[]
Stephen Brescia	[]	[]	[]	[]
John Steinberg, Jr.	[]	[]	[]	[]
Henry VanLeeuwen	[]	[]	[]	[]
Robert J. Schreibeis, Sr.	[]	[]	[]	[]

The Resolution was thereupon declared duly adopted.

Adopted: January 15, 2014

STATE OF NEW YORK)
COUNTY OF ORANGE) SS:

I, the undersigned Secretary of The Orange County Funding Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of The Orange County Funding Corporation (the "Corporation"), including the resolution contained therein, held on January 15, 2014, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Corporation and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the Directors of the Corporation present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of January, 2014.

Stephen Brescia, Secretary

EXHIBIT A

POST-ISSUANCE COMPLIANCE PROCEDURES

[Attached hereto]

THE ORANGE COUNTY FUNDING CORPORATION
Post-Issuance Tax Compliance Procedures
For Conduit Tax-Exempt Bond Issues

January 15, 2014

The purpose of these Post-Issuance Tax Compliance Procedures is to establish post issuance policies and procedures in connection with tax-exempt conduit bonds (the “Bonds”) issued by The Orange County Funding Corporation (the “Issuer”) so that all applicable post-issuance requirements of federal income tax law needed to maintain the tax-exempt status of the Bonds are met. The Bonds are qualified private activity bonds issued by the Issuer the proceeds of which are lent to borrowers owning or operating a qualified facility (each, a “Borrower” and collectively, “Borrowers”). The Bonds are repaid from payments on the loan funded with Bond proceeds. The Issuer reserves the right to use its discretion as necessary and appropriate to make exceptions or request additional provisions as circumstances warrant. The Issuer also reserves the right to change these policies and procedures from time to time.

General

Inasmuch as the Issuer is a responsible conduit issuer authorizing the issuance of Bonds for Borrowers, the Issuer now identifies post-issuance tax compliance procedures for all Bonds authorized by the Issuer on behalf of Borrowers, as well as the Issuer’s expectations and requirements for all such Borrowers of Bond proceeds concerning these procedures.

Post-Issuance Compliance Requirements

1. External Advisors / Documentation

The Issuer and the Borrower shall consult with bond counsel and other legal counsel and advisors, as needed, throughout the Bond issuance process to identify requirements and to establish procedures necessary or appropriate so that the Bonds will continue to qualify for tax-exempt status. Those requirements and procedures shall be documented in the tax compliance agreement (“Tax Agreement”) and/or other documents pertaining to the Bonds that are finalized in connection with the issuance of the Bonds. Those requirements and procedures shall address future compliance with applicable arbitrage rebate requirements, ongoing limitations on private activities at facilities financed with the Bonds during (and in some cases beyond) the period that the Bonds or any bonds refunding the Bonds are outstanding, as well as applicable remediation provisions, and all other applicable post-issuance requirements of federal tax law.

The Borrower also shall consult with bond counsel and other legal counsel and advisors, as needed, following issuance of the Bonds to ensure that all applicable post-issuance requirements in fact are met. This shall include, without limitation, consultation in connection with any potential changes in use of Bond-financed or refinanced assets. Such requirement shall be documented in the Tax Agreement and/or other documents pertaining to the Bonds which are executed in connection with the issuance of the Bonds.

The Issuer shall encourage or require the Borrower to engage expert advisors (each a “Rebate Service Provider”) to assist in the calculation of arbitrage rebate payable in respect of the investment of Bond proceeds in the manner more fully set forth below.

Unless otherwise provided by the indenture or similar document relating to the Bonds, unexpended Bond proceeds shall be held by a trustee or other financial institution, and the investment of Bond proceeds shall be managed by the Borrower. The Borrower shall prepare (or cause the trustee to prepare) regular, periodic statements regarding the investments and transactions involving Bond proceeds and such statements shall be delivered to the Issuer if it so requests.

2. Arbitrage Rebate and Yield

The Borrower shall be responsible for compliance with all requirements under federal arbitrage laws. In particular, the Borrower is responsible for:

- determining the likelihood of complying with an arbitrage rebate exemption;
- if necessary, engaging the services of a Rebate Service Provider and, prior to each rebate calculation date, delivering or causing the trustee to deliver periodic statements concerning the investment of Bond proceeds to the Rebate Service Provider;
- providing to the Rebate Service Provider additional documents and information reasonably requested by the Rebate Service Provider;
- monitoring efforts of the Rebate Service Provider;
- assuring payment of required rebate amounts, if any, no later than 60 days after each 5-year anniversary of the issue date of the Bonds, and no later than 60 days after the last Bond of each issue is redeemed;
- during the construction period of each capital project financed in whole or in part by Bonds, monitoring the investment and expenditure of Bond proceeds and consulting with the Rebate Service Provider to determine compliance with any applicable exceptions from the arbitrage rebate requirements during each 6-month spending period up to 6 months or 18 months, as applicable, following the issue date of the Bonds;
- establishing procedures to ensure all investments are made at fair market value, and
- retaining copies of all arbitrage reports and investment records, and trustee statements as described below under “Record Keeping Requirement” and, upon request, providing such copies to the Issuer.

For Bonds issued after the date hereof, the Borrower, in the Tax Agreement relating to the Bonds and/or other documents finalized at or before the issuance of the Bonds, shall identify an employee and/or officer to undertake the tasks listed above.

3. Use of Bond Proceeds and Bond-Financed or Refinanced Assets

The Borrower shall be responsible for:

- monitoring the use of Bond proceeds (including investment earnings and including reimbursement of expenditures made before bond issuance) and the use of Bond-financed or refinanced assets (e.g., facilities, furnishings or equipment) throughout the term of the Bonds to ensure compliance with covenants and restrictions set forth in the Tax Agreement relating to the Bonds;
- maintaining records identifying the assets or portion of assets that are financed or refinanced with proceeds of each issue of Bonds (including investment earnings and including reimbursement of expenditures made before bond issuance), including a final allocation of Bond proceeds as described below under “Record Keeping Requirement”;
- consulting with bond counsel and other legal counsel and advisers in the review of any change in use of Bond-financed or refinanced assets to ensure compliance with all covenants and restrictions set forth in the Tax Agreement relating to the Bonds;
- conferring at least annually with personnel responsible for the management, administration or use of Bond-financed or refinanced assets to identify and discuss any existing or planned use of Bond-financed or refinanced assets, so as to ensure that those uses are consistent with all covenants and restrictions set forth in the Tax Agreement relating to the Bonds;
- to the extent that the Borrower discovers that any applicable tax restrictions regarding use of Bond proceeds and Bond-financed or refinanced assets will or may be violated, consulting promptly with bond counsel and other legal counsel and advisers to determine a course of action to avoid or prevent this violation or to undertake a remedial action, pursuant to the applicable section(s) of the Treasury Regulations (i.e., Sections 1.141-12, 1.142-2, 1.144-2 and 1.145-2), if such counsel advises that such action is necessary to preserve the tax-exempt status of the Bonds;
- with respect to facilities financed with exempt facility bonds or qualified small issue manufacturing bonds, adopting any such procedures that bond counsel deems appropriate to periodically assess whether such facility continues to qualify as an exempt facility or a qualified manufacturing facility, as applicable; and
- with respect to facilities financed with qualified small issue manufacturing bonds, track all capital expenditures paid or incurred with respect to the bond-financed facility and all other facilities in the same incorporated municipality during the six-year period commencing three (3) years prior to the date of issue of the Bonds and ending three (3) years after such date, to ensure that such expenditures do not exceed \$20,000,000, in accordance with Section 144(a)(4) of the Internal Revenue Code.

For Bonds issued after the date hereof, the Borrower, in the Tax Agreement relating to the Bonds and/or other documents finalized at or before the issuance of the Bonds, shall identify an employee and/or officer to undertake the tasks listed above.

All relevant records and contracts shall be maintained as described below.

4. Reporting Requirement of the Borrower

Following the adoption of these procedures, the Issuer will require all Borrowers to file a certificate that identifies all assets financed with the bond issue (the "Completion Certificate") with the Issuer within six months after all Bond proceeds deposited in the Construction Fund, Project Fund or similar fund or otherwise to be advanced to pay the capital costs of the facilities being financed and all investment earnings thereon but in no event later than on the third anniversary date of issuance of the Bonds. The form of the Completion Certificate to be provided by the Borrowers is attached hereto as **Schedule I**. The Completion Certificate identifies total proceeds spent (including investment earnings) and allocates those funds to expenditures for capital assets.

In respect to Bonds issued after the adoption of these procedures, after filing the Completion Certificate, the Borrower shall file an annual update with the Issuer that either identifies any changes to the Completion Certificate or certifies that nothing has changed (assets sold, new contract, etc.) (the "Annual Certificate"). The form of the Annual Certificate to be filed by the Borrowers is attached hereto as **Schedule II**. In the event that such report indicates a new private use, it shall be accompanied by either (a) a certification of the Borrower that such use, together with other private uses, will not result in private use in excess of five percent (5%) of the proceeds of the Bonds; or (b) an opinion of bond counsel that such use will not cause the Bonds financing such project to become taxable or appropriate remedial action has been taken to preserve the bonds status as tax-exempt bonds.

In respect to Bonds issued after the adoption of these procedures, the Borrower shall supply the Issuer with all reports establishing that the proceeds have satisfied a spending exception to rebate and all reports prepared by the Rebate Servicer Provider that calculate rebate liability. Such reports shall include Evidence of Rebate Calculation and payment (copy of check, if payment required).

5. Record Keeping Requirement

The Borrower shall be responsible for maintaining the following documents for the term of each issue of Bonds (including refunding Bonds, if any) plus at least three years:

- a copy of the Bond closing transcript(s) and other relevant documentation delivered to the Borrower at or in connection with closing of the issue of Bonds;
- a copy of all material documents relating to capital expenditures financed or refinanced by Bond proceeds, including (without limitation) construction contracts, purchase orders, invoices, trustee requisitions and payment records, as well as documents relating to costs reimbursed with Bond proceeds and records identifying the assets or portion of assets that

are financed or refinanced with Bond proceeds, including a final allocation of Bond proceeds and the Final Completion Report filed pursuant to the Loan Agreement; and

- a copy of all records of investments, investment agreements, arbitrage reports and underlying documents, including trustee statements, in connection with any investment agreements, and copies of all bidding documents, if any.

6. Issuer Requirements

The Issuer shall:

- cause bond counsel to prepare the initial Form 8038 to be filed in connection with the issuance of the Bonds and shall cause such Form to be duly filed;
- retain a copy of the Bond closing transcript; and
- retain a copy of all certificates and other documents supplied to the Issuer by the Borrower in connection with the Bonds.

The Issuer shall be responsible for the maintenance of such records for the term of each issue of Bonds (including refunding Bonds, if any) plus at least three years.

Schedule I

DRAFT

PROJECT COMPLETION CERTIFICATE

(To be filed 3 years after issuance and updated annually thereafter)

Name of Bonds: _____
Borrower: _____
Closing Date: _____
Project Description: _____

I am a representative of the above-named Borrower and I hereby certify to The Orange County Funding Corporation (the "Issuer") that all of the proceeds of the above-named Bonds have been expended and the Construction Fund/Project Fund should be closed.

I have attached Exhibit A hereto to identify the various assets paid for or constructed with proceeds of the Bonds and the investment earnings thereon ("Bond-Financed Assets"). All invoices representing costs of the Project should be retained by the Borrower in accordance with the retention policy attached as Schedule II hereto.

In addition, I hereby certify as follows:

- A. _____ Bond Proceeds were the only source of funds used in the Project; OR
_____ Other sources of funds were contributed to Project Costs. Describe what other funds were utilized, what portion of the Project those other funds financed and what allocation method was used.
- B. If a qualified 501(c)(3) bond issue:

_____ 100% of the Project is utilized by a governmental entity or a qualified 501(c)(3) organization in furtherance of its exempt purposes (i.e., no leases or non-qualifying management agreements, etc.); OR

_____ A portion of the Project is leased to, managed or used by a non-exempt person (a "mixed-use project"). If true, identify user and its actual use on attachment hereto.

C. If a governmental bond issue:

_____ 100% of the Project is utilized by a governmental entity organization in furtherance of its exempt purposes (i.e., no leases or non-qualifying management agreements, etc.); OR

_____ A portion of the Project is leased to, managed or used by a non-governmental entity(a "mixed-use project"). If true, identify user and its actual use on attachment hereto.

D. If an exempt facility issue or qualified small issue manufacturing issue:

_____ 100% of the Project is in use for its intended purpose; OR

_____ A portion of the Project is not in use for the intended purpose. If true, please describe.

E. If a qualified small issue manufacturing issue, provide a listing of all capital expenditures paid or incurred with respect to the bond-financed facility (listed by principal user and related person) and all other facilities in the same incorporated municipality during the six-year period commencing three (3) years prior to the date of issue of the Bonds and ending three (3) years after such date. Refer to the Schedule of Small Issue Capital Expenditures contained in the Tax Compliance Agreement.