



Empowering Businesses. Inspiring Growth.

Mary Ellen Rogulski, Chairman • Edward A. Diana, Vice Chairman • John Steinberg, Jr., Second Vice Chairman
• Stephen Brescia, Secretary • Michael Gaydos, Assistant Secretary • Robert J. Schreiber, Sr. • James DiSalvo
Laurie Villasuso, Chief Operating Officer & Executive Vice President • Vincent Cozzolino, Managing Director
Kevin Dowd, Attorney • Russell E. Gaenzle, Harris Beach • Joel Kleiman, Chief Financial Officer

Agenda

PLEASE TAKE NOTICE, The Orange County Industrial Development Agency will hold a regularly scheduled meeting on May 9, 2019 at 2:00 p.m. at the **Orange County Business Accelerator, 4 Crotty Lane, Suite 100, New Windsor, New York**, to consider and/or act upon the following:

Order of Business

- **Roll Call**
- **Approval of the minutes**
 - April 11, 2019 Board Meeting
 - April 11, 2019 Audit Committee Meeting
 - April 11, 2019 Governance Committee Meeting
- **Financial Reports and/or Requests for Payments**
- **New and Unfinished Business**
 - Chairman's Report
 - Chief Operating Officer Report
 - Board Committee Reports (as needed)
 - Governance Committee
 - Accelerator Report
- **Applications/Resolutions**
 - Goshen Plaza Associates, LLC
 - Resolution
 - Warwick Valley, LDC – Shovel Ready Program: CBD/Hemp Processing Facility
 - Resolution
- **Other Board Business**
 - Orange Tower Drive, LLC
- **Executive Session**
- **Adjournment**

Dated: May 2, 2019

Stephen Brescia, Secretary

By: Laurie Villasuso, Chief Operating Officer & Executive Vice President

ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

MINUTES

April 11, 2019

A regular meeting of the Orange County Industrial Development Agency was convened in public session on April 11, 2019 at 2:07 P.M. at the Orange County Business Accelerator in New Windsor, New York.

The meeting was called to order by Chairman, Mary Ellen Rogulski, and upon roll being called, the following were:

PRESENT: Mary Ellen Rogulski, John Steinberg, James DiSalvo, Stephen Brescia,

ABSENT: Michael Gaydos, Robert Schreibeis

ALSO PRESENT: Laurie Villasuso – Chief Operating Officer
Kevin Dowd – IDA Attorney
Russell Gaenzle – Harris Beach
Vincent Cozzolino – Managing Director
Melanie Schouten – Program Director
Cathy Hunter – Compliance Administrator
Christine Cordova – Focus Media
Lisa Sommers – Focus Media
Bill Fioravanti – Orange County
Maureen Halahan – Orange County Partnership
Kaitlynn Perez – Orange County Partnership
Max Cordella – Senator Metzger

Chairman Rogulski calls to order the regular meeting of the Orange County IDA, April 11, 2019 (Pledge of Allegiance is recited). Board consists of five members. There is a quorum.

Roll Call is taken.

Minutes

Review of the March 14, 2019 board meeting minutes. Motion to approve the minutes is made by Mr. Brescia, seconded by Mr. DiSalvo. Motion carries with all in favor.

Review of the March 14, 2019 Audit Committee meeting minutes. Motion to approve the minutes is made by Mr. DiSalvo, seconded by Mr. Steinberg. Motion carries with all in favor.

Review of the March 14, 2019 Governance Committee meeting minutes. Motion to approve the minutes is made by Mr. Diana, seconded by Mr. Steinberg. Motion carries with all in favor.

Financial Reports and/or Requests for Payment

Ms. Villasuso reviews the summary of IDA bank accounts, certificate of deposits, and money market accounts that reflect a total of \$10,995,004 as of March 31, 2019.

Ms. Villasuso reviews the income and expense summary, noting that YTD income is \$71,725 and YTD expenses are \$51,646, with revenues exceeding expenses by \$20,079.

Ms. Villasuso reviews the income and expense summary for the Business Accelerator, noting that revenues YTD are \$120,043, and expenses are \$525,995. Expenses, as anticipated, exceed revenues by \$405,952.

Chairman Rogulski asks for a motion to approve the vouchers and payments in the amount of \$36,637.40 for April. Motion made by Mr. Brescia, seconded by Mr. Steinberg, that the Board accept the financial reports and authorize IDA payments and vouchers. Open for discussion. Affirmative votes of all members present results in motion carried.

Chairman's Report

Chairman Rogulski passes on giving the Chairman's report.

Chief Operating Officer Report

Ms. Villasuso calls the boards attention to a letter from Senator Skoufis in the board packet regarding compliance with the Public Authorities Reform Act. The requested information was readily available on PARIS. Staff was able to comply and send in the information.

Ms. Villasuso informs the board that she and Mr. Cozzolino visited Washington D.C. and met with Congressman Delgado to discuss hemp regulations on the Federal level.

Ms. Villasuso informs the board that the 2018 PARIS reporting is complete. Cathy Hunter, Compliance Administrator, was a great help during the 2018 reporting process. As mentioned, at the March meeting there were a couple of projects that did not respond to the audit letter. Satin Fine Foods is on today's agenda and, pending board approval, will lose a year off their PILOT. Crystal Run Healthcare provided a lot of information but did not fill out all the provided forms making it complicated to report their information. PARIS had to be opened after the fact to correct any inaccuracies. It is anticipated that this would be considered a sign of default during the 2019 reporting process. Management has worked together to set up refined audit parameters going forward. Mr. Dowd has drafted a letter, that will go out in the near future, to all the projects informing of the changes. Contact will be made more frequently with the projects requesting proof of PILOT payments in real time.

Ms. Villasuso informs the board that management is currently comparing anticipated jobs by project, as depicted in their application, against job creation as reported by projects. Once this research is complete, management will discuss the next steps. Underperformers could be considered in default and subject to recapture.

Ms. Villasuso shows the board the new IDA website in line with ABO compliance regulations. Updates include project documents, board and staff bios, applications and guidelines, etc.

Ms. Villasuso calls the boards attention to the revised IDA application that was handed out. Ms. Schouten was tasked with the responsibility of updating the application to meet new compliance regulations.

Ms. Schouten informs the board that some of the updates include; the IDA mission statement, a list of board and staff, application index, and revised financial information requested from the project. It is requested that the project describe the economic impact of the project, and provide a more elaborate breakdown of salaries, benefits, and training. The new project scoring criteria is built into the application, and also the per sector fee schedule amongst other changes.

Chairman Rogulski asks the requested audited financials to be altered to accountant prepared financial statements.

Ms. Villasuso states that this updated application supports the mission of the board to create quality jobs as opposed to quantity. They are looking for a motion to approve the new application with the recommended alterations from the board.

Motion to approve the updated IDA application is made by Mr. DiSalvo, seconded by Mr. Diana. Motion carries with all in favor.

Audit Committee Report

Mr. DiSalvo states that the Committee discussed the protocol for claw back when it came to projects that were not compliant regarding their Sales and Use Tax Exemption. The Committee has established a foundation to take action going forward.

The board is shown a chart breaking down the penalty calculation for claw backs.

Ms. Villasuso reminds the board that this fee would not be kept by the IDA. This recapture fee would either go to the office of Tax and Finance or they would cap the Sales and Use Tax Exemption, if the issue could not be reasonably resolved prior to the completion of construction.

Mr. DiSalvo states that in the future he would like to see a fee set aside for the IDA, as in situations like this additional work has to be done on the IDA side, and there should be payment towards those efforts.

The board discusses having a meeting to review the Labor Policy and make adjustments as needed.

Governance Committee Report

Heritage Trail

Ms. Villasuso informs the board that Governance Committee reviewed a request from the County regarding the Heritage Trail. Due to timing delays and an approaching expiration on the IDA funding, it is being requested that language from the initial agreement be removed to permit the IDA funds be used first towards this section of the trail. It was originally drafted that the IDA funds would be last in with proof presented by the County showing the funds that had already been contributed prior to the IDA contribution. The Committee recommended approval to amend the initial agreement permitting the IDA funds to be used ahead of the funds from the County and other sources.

Mr. Brescia states that he is the one that requested the County come before the board with this request, as it was stated that no additional extensions would be given to this funding request.

Mr. Diana states that his concern regarding this amendment was that if bids come in below the originally predicted \$7.4M that the IDA contribution should be less. He has felt from the beginning that this project should have been solely funded by the County.

Citizens Foundation

Ms. Villasuso informs the board that it is being requested that funds be appropriated to the Citizens Foundation due to their management assistance of the Hemp Cluster. They have been an integral partner to the IDA and Accelerator staff regarding this project. The request is for \$40,000 that was not initially put in the budget, therefore a motion and second would be needed appropriate those funds.

Mr. Dowd reads aloud the Citizens Foundation Resolution. Motion is made by Mr. Diana, seconded by Mr. Brescia, authorizing the retention of the services of the Orange County Citizens Foundation to assist the IDA in matters regarding the establishment and development of a new accelerator in the Town of Warwick. Affirmative votes of all board members results in motion carried.

Accelerator Committee Report

Mr. Cozzolino calls the board's attention to a chart predicting companies assisted and jobs created in 2019 by Accelerator clients.

Mr. Cozzolino states that management and regional partners have been working steadily on the CBD cluster. Great interest has been shown by local companies and distributors. There is a good chance that all the Warwick land parcels related to this cluster will be occupied. As a reminder, this cluster is based around a local CBD processing plant and testing lab in Orange County. This is the first cluster initiative The Accelerator has undertaken that engaged the local farming community.

Citizens Foundation Presentation – Workplace Matters

Nancy Proyect gives a workforce development in Orange County presentation to the board.

Section one is a study based on generation Z work behaviors and motivations and highlights the following:

- They are born between mid-1990 and 2010
- Most racially diverse generation in American History
- 20% of the population in Orange County
- They are stressed and relists due to 911, war, 2008 recession, climate change, adversarial political climate, etc.
- They have an 8 second attention span
- 65% of the jobs that they'll do have not been created
- They value diversity, equality, and inclusion
- They rank purpose ahead of pay
- Willing to work nights and weekend for higher pay
- More inclined to start their own business to safeguard against unemployment
- Used to working alone, but like being in a collaborative environment
- 4 out of 10 prefer personal conversations and teamwork over email and texts
- Multi-taskers
- Prefer living in urbanized areas

Section two is a study based on the future workforce and highlights the following:

- The service providing sector is the fastest growing sector, followed by Healthcare, Social Assistance, and Goods-producing
- Automation will affect routine, physical activities
- Workers will need additional training from experts and additional skill sets

Section three is a study based on workforce barriers and highlights the following:

- Currently 35% of the workforce do not have the skills to perform their current job
- Lack of childcare availability
- 30% of Orange County residents have 1 or no car per household
- There is a large gap between the actual wage and living wage in Orange County

Section four highlights recommendations:

- Focus on small companies and specialized training
- Attract cause-based companies that the upcoming generations will support
- Encourage urban based businesses
- Collaborate local businesses to develop more early-childhood care facilities
- Walkable communities
- Spearhead workforce housing

Ms. Villasuso states that this study falls in line with the recent efforts and mission of the IDA board to support well-paying sustainable jobs in the community. The combined efforts of the IDA and Accelerator are working to help nurture the next generation and actively retain the workforce of tomorrow in Orange County.

Applications/Resolutions

Orange County Choppers, Inc.

Ms. Villasuso informs the board that Orange County Choppers, Inc was on the agenda, but no action will be taken today. Though they were not compliant with the recent 2018 audit requests, their PILOT has ended, and no additional action can really be taken. However, a letter will go out to the affected jurisdictions reminding them the PILOT has ended and that this property should be fully taxable.

Heritage Trail – Resolution

Mr. Dowd reads aloud the Heritage Trail Resolution. Motion is made by Mr. Diana, seconded by Mr. DiSalvo, authorizing the modification of the project agreement with the County of Orange regarding the construction of Segment 2 of the Heritage Trail extension project. Affirmative votes of all board members results in motion carried.

Satin Fine Foods, Inc.

Ms. Villasuso reminds the board that Satin Fine Foods, Inc was one of the projects that failed to respond to the 2018 audit request after multiple attempts via mail and phone. All attempts went unanswered. It was clearly stated in all mail correspondences that failure to respond would result in the reduction of one tax agreement year.

Mr. Dowd reads aloud the Satin Fine Foods, Inc. Resolution. Motion is made by Mr. Steinberg, seconded by Mr. DiSalvo, authorizing the OCIDA to amend the tax agreement to reduce the agency approved partial real property tax abatement benefit to Satin Fine Foods, Inc by one year. Affirmative votes of all board members results in motion carried.

Other Board Business

No other board business is presented.

Adjournment

Meeting called for adjournment, motion made by Mr. DiSalvo, seconded by Mr. Diana, the time being 3:12p.m.

ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

AUDIT COMMITTEE MINUTES

April 11, 2019

Orange County Business Accelerator in New Windsor, New York.
1:00pm- 1:30pm

PRESENT: James DiSalvo, John Steinberg, Edward Diana

ALSO PRESENT: Laurie Villasuso - Chief Operating Officer, Vincent Cozzolino, Melanie Schouten,
Kelly Reilly, Kevin Dowd- Attorney, Kevin Loewke- Loewke Brill

Ms. Villasuso opened the meeting and asked Mr. Loewke to give an overview of the labor audits for all the projects. Mr. Loewke stated that Header Construction is now at 34% which is part of MedParc. He then stated that Sullivan Fire which is part of Dana Distributor was at 84% and now at 85%. Legoland had 84% last month and now at 86%. Sentinel Realty should be done within a few weeks as well as Dana Distributor. Mr. Loewke did state that he spoke to Legoland about the MWBE requirements and they felt there would not be any issues at this point. Mr. Diana stated that what he is hearing is that Dana and Legoland are compliant at this point and Mr. Loewke stated yes and all other projects are above 85%.

Ms. Villasuso stated that in previous meetings we discussed how can we be punitive with the companies in violation of the labor policy. No one could come up with a resolution, so Ms. Villasuso and Mr. Cozzolino came up with a schedule. She presented the schedule using MedParc as an example and is titled Labor Policy Penalty (attached). She went through the attachment and explained how it works. Mr. DiSalvo brought up charging a fee for the extra work that is put in if a company does not comply and, after a bit of discussion, Ms. Villasuso stated that when we update the Labor Policy, we can add that. Mr. Cozzolino brought up if we needed to add this Labor Policy Penalty to our Labor Policy and Ms. Villasuso stated no due to the fact that this is recapture which is already covered in our Labor Policy. Ms. Villasuso asked if everyone agrees with the Labor Policy Penalty and asked if the Audit Committee wanted this brought up in the IDA meeting and Mr. Dowd stated that the full board should know what is going on. The Audit Committee is on board with the Labor Policy Penalty and it will be presented to the full board.

A meeting will be scheduled to go over the Labor Policy in the future.

Mr. Steinberg suggests that in the Audit Committee meeting we should have more discussion about the accounting. Mr. DiSalvo agreed. Mr. Steinberg asked if Joel could start coming to the Audit Committee meetings and present the accounting. The Audit Committee agreed.

Audit Committee Meeting ended.

ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY & ORANGE COUNTY FUNDING CORPORATION

GOVERNANCE COMMITTEE

MINUTES

April 11, 2019

Orange County Business Accelerator in New Windsor, New York.
1:30 - 2:00pm

PRESENT: Edward Diana, James DiSalvo, John Steinberg

ALSO PRESENT: Laurie Villasuso – Chief Operating Officer
Kevin Dowd – IDA Attorney
Vincent Cozzolino – Managing Director
Melanie Schouten – Project Manager

Orange County Industrial Development Agency

Heritage Trail – Expenditure Request Agency

Ms. Villasuso reminds the Committee that since 2016 the IDA has had an agreement with the County to fund \$1M dollars towards the Heritage Trail Section 2. One of the original conditions of the agreement was that the County would show evidence of the previously \$6M+ funds spent, and then the IDA would contribute the remain funding. The County is requesting that the agreement be amended, and that wording be removed so that the IDA funding can come in first.

Mr. Fitzgerald (Hudson Valley Engineering Associates, PC), Mr. Amodio (OC Parks Dept), Mr. Brooks (OC Parks Dept.), and Mr. Porr present on behalf of the County.

Currently the County is executing its certification of construction along with some other necessary steps. It is anticipated that this project will be out to bid by May. Those bids are anticipated by the end of May. From there it will take four to six weeks for shovels to get in the ground. There is a \$7M+ cost for the project. Those costs include construction, inspection, and all project factors.

Ms. Villasuso states that delays were anticipated due to this project being partially funded with State and Federal funds. The IDA funding has been allocated. There is a hard stop for this funding at the end of 2019. Due to that expiration date, it was expected the County would come forward with today's request.

Mr. Diana asks for the total project cost and the breakdown per funder.

Mr. Amodio states that the total project cost is around \$7.7M. Federal funding is \$5.764M, State funding is \$500,000, County funding is around \$443,000, and OCIDA funding is \$1M.

Mr. Diana asks how far that funding extends the trail.

Mr. Amodio states that it extends the trail to East Main Street in Middletown. The final stage extends the trail to Ingrassia Rd.

Mr. Dowd asks the expected time frame for construction.

Mr. Fitzgerald states that the construction will continue into 2020.

Mr. Diana asks what happens if the project ends up costing less than the originally predicted amount? He wants to make sure all funders have skin in the game and make their anticipated contributions.

Mr. Porr states that if that situation presented itself it would allow for more amenities to be installed along the pathway. It is likely that the bids will come in as expected and the funding will get spent.

Motion made by Mr. Diana, seconded by Mr. DiSalvo, recommending the modification of the Heritage Trail project agreement.

Citizens Foundation

Ms. Villasuso informs the Committee that it is being requested that funds be appropriated to the Citizens Foundation due to their management assistance of the Hemp Cluster. They have been an integral partner to the IDA and Accelerator staff regarding this project. The request is for \$40,000 that was not initial put in the budget.

Motion made by Mr. Steinberg, seconded by Mr. DiSalvo, recommending \$40,000 to be appropriated to the Citizens Foundation due to their management assistance of the Hemp Cluster.

Orange County Funding Corporation

TSEC – Expenditure Request

Ms. Villasuso reminds the Committee that they have supported this expenditure request for the past two years. The expenditure request is for \$50,000 it enables grant management and the support they offer to The Accelerator.

Motion made by Mr. DiSalvo, seconded by Mr. Steinberg, recommending the \$50,000 TSEC project expenditure.



Empowering Businesses. Inspiring Growth.

APPLICATION FOR FINANCIAL ASSISTANCE

Goshen Plaza Associates LLC

(Applicant Name)

04/29/2019

(Date of Application)

Orange County Business Accelerator
4 Crotty Lane, Suite 100
New Windsor, NY 12553
Phone: 845-234-4192 Fax: 845-220-2228
www.ocnyida.com
business@ocnyida.com

Updated April 11, 2019



Empowering Businesses. Inspiring Growth.

OCIDA Board

Mary Ellen Rogulski
Chairman

Edward Diana
Vice Chairman

John Steinberg, Jr.
Second Vice Chairman

Stephen Brescia
Secretary

Michael Gaydos
Assistant Secretary

Robert Schreibeis
Board Member

James DiSalvo
Board Member

OCIDA Staff

Laurie Villasuso
Chief Operating Officer
Executive Vice President, Lobbying Designee

Vincent Cozzolino
Managing Director

Kevin Dowd
IDA Attorney

Harris Beach PLLC
IDA Bond Counsel

Joel Kleiman
Chief Financial Officer

Melanie Schouten
Program Director,
FOIL Officer

Kelly Reilly
Project Manager

Catherine Hunter
Compliance Administrator

Marty Borrás
Executive Assistant



Empowering Businesses. Inspiring Growth.

MISSION STATEMENT

“The mission of the Orange County Industrial Development Agency is to **promote economic growth** through a program of incentives-based allocations that assist in the construction, equipping and maintenance of specific types of projects and facilities. The IDA works to advance the health, prosperity and economic welfare of our County’s citizens by **retaining and creating jobs and attracting new businesses.**”



Empowering Businesses. Inspiring Growth.

Index

The sections below make up the information and documents that must be completed and submitted to the OCIDA for a project application to be considered. Failure to provide the required information may cause a delay in the project being considered in a timely manner.

Section I.	Applicant Information:	pg. 5
.....	Financial Information:	pg. 10
Section II.	Project Information:	pg. 11
Section III.	Financial Assistance Requested:	pg. 16
Section IV.	Employment Plan:	pg. 18
Section V.	Representations by the Applicant:	pg. 21

Fill in all blanks, using “none” or “not applicable” or “N/A” where the question does not pertain to the applicant’s project.

Attachments	Hold Harmless Agreement:	pg. 24
.....	Retail Questionnaire:	pg. 27
.....	Fee Schedule:	pg. 29
.....	Project Scoring Criteria:	pg. 32
.....	Labor Policy:	pg. 34



Empowering Businesses. Inspiring Growth.

APPLICATION FOR FINANCIAL ASSISTANCE

I. APPLICANT INFORMATION

A) APPLICANT

Company Name: Goshen Plaza Associates LLC
Mailing Address: c/o Fareri Assoc. 2 Dearfield Drive., Suite 3, Greenwich, Ct.
Phone No.: (203) 422-6700
Fax No.: (203) 422-6797
Fed Id. No.: 47-4376540
Contact Person: Neil DeLuca
Title: Project Executive
Contact Phone No.: (914) 263-1268
Contact Email: njdeluca1@yahoo.com

IDA Management must be able to reach the Applicant's Contact throughout the duration of the Agreement. Should this information change at any time IDA Management should be notified immediately. Please initial stating you understand and consent to the above

Handwritten initials 'ND' in a circle

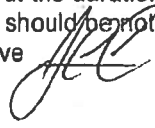
B) INDIVIDUAL COMPLETING APPLICATION

Name: Neil DeLuca
Company Name: Fareri Associates
Title: Goshen Project Leader, Consultant
Address: 15 Bradhurst Ave., Hawthorne, NY 10532
Phone No.: (914) 263-1268 Fax No.:
Email: njdeluca1@yahoo.com

C) APPLICANT'S COUNSEL

Name: Jacobowitz and Gubits LLP, John Cappello, Partner
Address: 158 Orange Ave., P.O. Box 367, Walden, NY 12586
Phone No.: (845) 778-2121
Fax No.: (845) 778-5173
Email: jcc@jacobotiwz.com

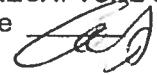
IDA Management must be able to reach the Applicant's Counsel throughout the duration of the Agreement. Should this information change at any time IDA Management should be notified immediately. Please initial stating you understand and consent to the above



D) APPLICANT'S AUDIT CONTACT

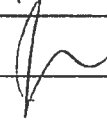
Name: Christopher Sheskier CPA
Address: 2 Dearfield Drive, Suite 3, Greenwich, Ct. 06831
Phone No.: (203) 422-6700
Fax No.: (203) 422-6797
Contact Email: csheskier@farerassociates.com

The IDA is legally required to submit an annual PARIS report to the state that requires information from each project. Applicant participation is **NOT OPTIONAL**. **ALL INFORMATION** must be submitted in a **COMPLETE** and **TIMELY** manner. Failure to comply with this request **WILL RESULT** in a **LOSS/RECAPTURE** of **ALL OR SOME** of your benefits. Please initial stating you understand and consent to the above



E) APPLICANT'S GENERAL CONTRACTOR/CONSTRUCTION MANAGER

Name/Contact: James Carnicelli, Pres. Gateway Development Group
Address: 2 Dearfield Drive, Suite 3, Greenwich, Ct. 06831
Phone No.: (203) 422-6700
Fax No.: (203) 422-6797
Email: jcarnicelli@gatewaydev.com



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

Name	Office Held	% of Ownership	% of Voting Rights
John Fareri	Member	85%	100%
Julie Fareri Zielinski	Member	15%	

**Please attach chart if space provided is not sufficient.

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

Form of Entity

Corporation

Date of Incorporation: _____
 State of Incorporation: _____

Partnership

General _____ or Limited _____
 Number of general partners _____
 If applicable, number of limited partners _____

Date of formation _____
 Jurisdiction of Formation _____

Limited Liability Company/Partnership (number of members 2)

Date of organization: 6/23/15
 State of Organization: NY

Sole Proprietorship

H) If a foreign organization, is the applicant authorized to do business in the State of New York?

Yes or No

If no, please explain below:

N/A

**Please attach narrative if space provided is not sufficient

I) If any of the above persons, or a group of them, owns more than a 50% interest in the company, list all other organizations which are related to the company by such persons having more than a 50% interest in such organizations.

See attached

**Please attach chart if space provided is not sufficient.

J) Is the company related to any other organization by reason of more than 50% common ownership? If so, indicate name of related organization and relationship.

N/A

**Please attach narrative if space provided is not sufficient.

K) Has the Applicant or any of its affiliated organizations ever received OCIDA benefits? Yes or No

If yes, please describe the assisted project below:

**Please attach narrative if space provided is not sufficient.

L) Legal Questions:

1. Is the Company presently the subject of any litigation, or is any litigation threatened, which would have a material adverse effect on the Company's financial condition?

Yes or No

2. Has the company or any of its affiliates ever been involved in bankruptcy, a creditor's rights or receivership proceeding, or sought protection from creditors?

Yes or No

3. Has the Company ever settled a debt with a lending institution for less than the full amount outstanding?

Yes or No

4. Has any senior manager or principal of the Company ever been convicted of any felony or misdemeanor, other than a minor traffic violation, or are any such charges pending?

Yes or No

5. Has the Company or any of its affiliates, been cited for a violation of federal, State or local laws or regulations with respect to labor practices, hazardous wastes, environmental pollution or operating practices?

Yes or No

6. Are there any outstanding judgments or liens pending against the Company other than liens in the normal course of business?

Yes or No

7. Is the Company delinquent on any New York State, federal or local tax obligations?

Yes or No

If your answer is "YES" for any of the above questions, please provide an explanation:

**Please attach narrative if space provided is not sufficient.

M) Has the company (or any related corporation or person) made a public offering or private placement of its stock within the last year? Yes or No

If yes, please attach offering statement used.

N) Brief description of Company History (formation, growth, transitions, location):

Goshen Plaza Assoc. LLC was formed in June, 2015 as a single purpose entity to buy and operate Goshen Plaza. The members of the LLC were John Fareri and Philip Adler. Mr Fareri bought out Mr. Adler's interest in 2017. Julie Fareri Zielinski acquired 15% of the LLC in 2018.

**Please attach narrative if space provided is not sufficient.

Estimated % of sales within the County:

Estimated % of sales outside the County but within NYS:

Estimated % of sales outside NYS but within the U.S.:

Estimated % of sales outside the U.S.:

P) Sales and income projection or a project pro forma for proposed project for the next 3 to 5 years.

see attached proforma

**Please attach chart if space provided is not sufficient

O) Is the applicant (Company) party in compliance with local, state, and federal taxes, workers' protection, and environmental laws? Yes or No

If no, please describe below:

**Please attach narrative if space provided is not sufficient

FINANCIAL INFORMATION OF THE COMPANY

A. For existing businesses:

- The Applicant must submit three (3) years of accountant prepared financial statements.
- The Applicant must submit a current Certificate of Good Standing from the Department of State for the business.

B. For new businesses:

- The Applicant must submit three (3) years of personal tax returns for the owner(s).
- The Applicant must submit three (3) years of tax returns for the related businesses as well as Certificates of Good Standing from the Department of State.

The requested Financial Information of the Company is to be kept confidential and is not subject to the Freedom of Information Law (FOIL).

II. PROJECT INFORMATION

A) Project Address: 84-120 Clowes Ave, Goshen, NY

Tax Map Number 114/5/15
(Section/Block/Lot)

Located in City of _____

Located in Town of Goshen

Located in Village of Goshen

School District of Goshen

B) Are utilities on site?

Water Y Electric Y
Gas Y Sanitary/Storm Sewer Y

C) Present legal owner of the site Goshen Plaza Associates LLC
If other than from applicant, by what means will the site be acquired for this project?
Applicant owns the site.

D) Zoning of Project Site: Current: D/S Proposed: D/S

E) Are any variances needed? none

F) Furnish a copy of any environmental application presently in process of completion concerning this project, providing name and address of the agency, and copy all pending or completed documentation and determinations.

G) Attach copies of preliminary plans or sketches of proposed construction or rehabilitation or both.

H) Statement describing project (i.e. land acquisition, construction of manufacturing facility, etc.):

Re-development of existing shopping center including: demo of all existing buildings and systems, construction of seven new buildings, approx. 107,117 sf, construction of all mechanical systems, storm-water retention, lighting, parking lot, striping, grocery store, CVS and walk-in medical facility.

**Please attach narrative if space provided is not sufficient.

I) Statement describing the impact of incentives on this project, should they be granted:

Incentives will allow for total re-do of the Goshen Plaza, as opposed to the band-aid approaches that have been attempted many times over the years at this location. Incentives would further allow for state of the art mechanicals and an entirely new parking lot, not just a new asphalt course.

**Please attach narrative if space provided is not sufficient.

J) Statement describing the economic benefit to the surrounding community resulting from this project:

The benefits will be immense. Goshen has been without a grocery store for 19 yrs. and the reason is totally economic. The grocery anchors know their importance to the shopping center and our financial dealings to date reflect that knowledge. The incentives will help us stay above water financially.

**Please attach narrative if space provided is not sufficient.

K) Anticipated Date of Operation: _____

L) Principal use of project upon completion:

- | | | | |
|--|--|--|---|
| <input type="checkbox"/> manufacturing | <input type="checkbox"/> warehousing | <input type="checkbox"/> research | <input checked="" type="checkbox"/> offices |
| <input type="checkbox"/> industrial | <input checked="" type="checkbox"/> recreation | <input checked="" type="checkbox"/> retail | <input type="checkbox"/> residential |
| <input type="checkbox"/> training | <input type="checkbox"/> data process | <input checked="" type="checkbox"/> other | |

If other, explain: CVS, grocery store, walk-in primary care medical center and dr. office

M) NAICS Code: _____

N) Estimated Project Costs, including:

Value of property to be acquired: \$ 8,322,000

Value of improvements: \$ 14,127,947

Value of equipment to be purchased: \$ 1,062,675

Estimated cost of engineering/architectural services: \$ 1,130,000

Other: \$ 2,984,532

Total Capital Costs: \$ 27,627,154

Project refinancing; estimated amount (for refinancing of existing debt only) \$ 5,200,000

Sources of Funds for Project Costs:

Bank Financing: \$ 20,720,366

Equity (excluding equity that is attributed to grants/tax credits) \$ 6,906,788

Tax Exempt Bond Issuance (if applicable) \$ _____

Taxable Bond Issuance (if applicable) \$ _____

Public Sources (Include sum total of all state and federal grants and tax credits) \$ 0

Identify each state and federal grant/credit:

_____	\$ _____
_____	\$ _____
_____	\$ _____
_____	\$ _____
Total Sources of Funds for Project Costs:	\$ <u>27,627,154</u>

O) Inter-Municipal Move Determination

Will the project result in the removal of a plant or facility of the applicant from one area of the State of New York to another?

Yes or No

Will the project result in the removal of a plant or facility of another proposed occupant of the project from one area of the State of New York to another area of the State of New York?

Yes or No

Will the project result in the abandonment of one or more plants or facilities located in the State of New York?

Yes or No

If Yes to any of the questions above, explain how, notwithstanding the aforementioned closing or activity reduction, the Agency's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry:

Project Data

1. Project site (land)

(a) Indicate approximate size (in acres or square feet) of project site.

13.7A

(b) Are there buildings now on the project site? Yes No

(c) Indicate the present use of the project site.

CVS, liquor store, laundermat, tax preparation, nail salon

(d) Indicate relationship to present user of project.

Lessor

2. Does the project involve acquisition of an existing building or buildings?

If yes, indicate number, size and approximate age of buildings:

No

3. Does the project consist of the construction of a new building or buildings?

If yes, indicate number and size of new buildings:

Yes...seven new buildings, approx. 107,117 sf.

4. Does the project consist of additions and/or renovations to existing buildings?

If yes, indicate nature of expansion and/or renovation:

No ...all improvements will be razed and re-built new

5. Estimated Start Date of Construction: 06/15/2019

6. Estimated End Date of Construction: 12/15/2021

7. What will the building or buildings to be acquired, constructed or expanded be used for by the company? (Include description of products to be manufactured, assembled or processed, and services to be rendered. . .

None will be used by the company.

. . . including the percentage of building(s) to be used for office space and an estimate of the percentage of the functions to be performed at such office not related to the day-to-day operations of the facilities being financed.)

0%

8. If any space in the project is to be leased to third parties, indicate total square footage of the project amount to be leased to each tenant and proposed use by each tenant.

All spaces to be leased by third parties.

9. List principal items or categories of equipment to be acquired as part of the project.

HVAC, medical equipment including x-ray machines, MRI, fire prev

systems, counter tops, ventilation, security systems, computer system:

10. Has construction work on this project begun? Yes or No

Complete the following

(a) site clearance	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	0 % complete
(b) foundation	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	0 % complete
(c) footings	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	0 % complete
(d) steel	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	0 % complete
(e) masonry work	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	0 % complete
(f) other (describe below)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	0 % complete

III. FINANCIAL ASSISTANCE REQUESTED

A) Benefits Requested:

- Sales Tax Exemption Tax-Exempt/ Taxable Revenue Bond
- Mortgage Recording Tax Exemption Real Property Tax Agreement

B.) Value of Incentives:

IDA PILOT Benefit: Agency staff will indicate the amount of PILOT Benefit based on estimated Project Costs as contained herein and anticipated tax rates and assessed valuation, including the annual PILOT Benefit abatement amount for each year of the PILOT benefit year and the sum total of PILOT Benefit abatement amount for the term of the PILOT as depicted under the heading "Real Property Tax Benefit (Detailed)" of the Application.

Sales and Use Tax:

Estimated value of Sales Tax exemption for facility construction:
 $\$ 7,063,967 \times .08125 = \$ 573,948$

(Amount of Project Cost Subject to Tax X Sales Tax Rate = Total)

Estimated Sales Tax exemption for fixtures and equipment:
 $\$ 1,062,675 \times .08125 = \$ 86,343$

(Amount of Project Cost Subject to Tax X Sales Tax Rate = Total)

Estimated duration of Sales Tax exemption: 3 yrs.
***Should coincide with construction timeline.*

Mortgage Recording Tax Exemption Benefit:

Estimated value of Mortgage: \$ 20,720,366

Estimated value of Mortgage Recording Tax exemption:

$\$ 20,720,366 \times .0075 = \$ 155,403$

(Projected Amount of Mortgage X Mortgage Recording Tax = Total)

Tax-Exempt/ Taxable Revenue Bond Benefit:

Amount of Bonds, if requested: \$ _____

Is a purchaser for the Bonds in place?

Yes or No

Percentage of Project Costs financed from Public Sector sources:

Agency staff will calculate the percentage of Project Costs financed from Public Sector sources based upon Sources of Funds for Project Costs as depicted above under the heading "Estimated Project Costs" (Section II(I)) of the Application.

C.) Likelihood of Undertaking Project without Receiving Financial Assistance

Please confirm by checking the box below, will this project move forward without the requested incentives?

Yes or No

If the Project will be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be given economic incentives by the Agency:

IV. EMPLOYMENT PLAN

A) Current Employee Headcount:

	Current # of jobs at proposed project location or to be relocated to project location	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be RETAINED	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be CREATED upon THREE Years after Project completion	Estimate number of residents of the Labor Market Area in which the Project is located that will fill the FTE and PTE jobs to be created upon THREE Years after Project Completion **
Full time (FTE)	37	12	110	100
Part Time (PTE)	10	6	129	129
Total	47	18	239	229

Full-time Employee Definition: (i) a full-time, permanent, private-sector employee on the Company's payroll, who has worked at the Project Location for a minimum of 35 hours per week for more than six months of a year and who is entitled to receive the usual and customary fringe benefits extended by Recipient to other employees with comparable rank and duties; or (ii) two part-time, permanent, private sector employees on Recipient's payroll, who have worked at the Project Location for a combined minimum of 35 hours per week for more than six months of a year and who are entitled to receive the usual and customary fringe benefits extended by Recipient to other employees with comparable rank and duties.

**For the purposes of this question, please estimate the number of FTE and PTE jobs that will be filled, as indicated in the third column, by residents of the Labor Market Area, in the fourth column. The Labor Market Area includes Orange County and the surrounding region (or six other contiguous counties, including Orange County, chosen at the Agency's discretion).

B) Salary and Fringe Benefits for Jobs to be Created:

Category of Jobs to be Created	Number of Jobs Year 1	Number of Jobs Year 2	Number of Jobs Year 3	Average Salary or Salary Range	Average Fringe Benefit or Range of Fringe Benefits
Management	16	18	21	\$60-\$125K	25-30%
Professional	16	20	24	\$75-\$150k	25-30%
Administrative	20	24	30	\$48-\$65	25-30%
Sales					25-30%
Production/ Manufacturing	151	151	151	\$17.5-\$60k	25-30%
Independent Contractor	8	8	8	\$40-\$60k	---
Other (specify)	5	5	5	\$30-\$40k	---

If there is a salary range larger than \$20,000 in a category above please provide additional breakdown information below:

Salaries above \$20,000 include;
 Professionals: Doctors, Physician Assistants, Nurses, Practice Manager, x-ray technicians,
 Admin: CVS Asst. Managers, Overnight Manager, Store Manager, Asst Managers, Meat Manager,
 Produce Manager, Night Manager, benefits coordinators

**Please attach breakdown if space provided is not sufficient.

C) Salary and Fringe Benefits for Jobs to be Retained:

Category of Jobs to be Retained	Current Number of Jobs	Average Salary or Salary Range	Average Fringe Benefit or Range of Fringe Benefits
Management	3	\$60-\$125k	25-30%
Professional	3	\$75-\$150k	25-30%
Administrative	2	\$40-\$55k	25-30%
Sales			
Production/ Manufacturing			
Independent Contractor	2	\$40-\$55k	---
Other (specify)	8	\$40-\$55	---

If there is a salary range larger than \$20,000 in a category above please provide additional breakdown information below:

Management: Store Manager, Asst Managers
 Professional: Pharmacists
 Administrative: Auditor, Comptroller

**Please attach breakdown if space provided is not sufficient.

D) Please attach a projected hiring plan if conducted on a monthly time frame and not conducted on an annual basis as broken down in the charts above.

E) Describe the benefits or benefits package offered to employees:

All employees will be third party

**Please attach narrative if space provided is not sufficient.

F) Describe internal training and advancement opportunities offered to employees:

N/A

**Please attach narrative if space provided is not sufficient.

V. REPRESENTATIONS BY THE APPLICANT

The Applicant understands and agrees with the Agency as follows:

- A. Job Listings In accordance with Section 858-b(2) of the New York General Municipal Law, the applicant understands and agrees that, if the proposed project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the proposed project must be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entitle") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JPTA") in which the project is located.
- B. First Consideration for Employment In accordance with Section 858-b(2) of the General Municipal Law, the applicant understands and agrees that, if the proposed project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the applicant must first consider persons eligible to participate in JTPA programs who shall be referred by the JPTA Entities for new employment opportunities created as a result of the proposed project.
- C. A liability and contract liability policy for a minimum of three million dollars will be furnished by the Applicant insuring the Agency.
- D. Annual Sales Tax Filings In accordance with Section 874(8) of the General Municipal Law, the Applicant understands and agrees that, if the proposed project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the applicant and all consultants or subcontractors retained by the Applicant.
- E. Annual Employment Reports: The applicant understands and agrees that, if the proposed project receives any Financial Assistance from the Agency, the applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site. The applicant will receive a request for information in the fourth quarter of each year that Financial Assistance is utilized and agrees to return the information by the end of January the following year.
- F. Compliance with N.Y. GML Sec. 862(1): Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

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

- G. Compliance with Applicable Laws: The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- H. False and Misleading Information: The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any

Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.

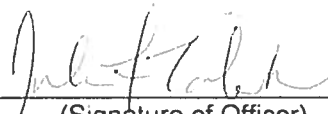
- I. Recapture: Should the Applicant not expend, hire as presented, or violates Sales Tax Exemption regulations, the Agency may view such information/status as failing to meet the established standards of economic performance. In such events, some or all of the benefits taken by the Applicant will be subject to recapture.
- J. Rescission of Benefits Conferred: Applicant understands and agrees that in the event that (a) the Applicant does not proceed to final Agency approval within six (6) months of the date the Agency adopts its initial approval resolution and/or (b) close with the Agency on the requested financial assistance within twelve (12) months of the date the Agency adopts its initial resolution, the Agency reserves its right to rescind and cancel all prior approvals. In the event the Agency rescinds its approvals and the Applicant re-applies to the Agency, the Applicant understands and agrees that its re-application will be subject to any and all changes in law, Agency policies or fees imposed by the Agency that are in effect as of the date of re-application.
- K. Absence of Conflicts of Interest: The applicant has received from the Agency a list of the members, officers, and employees of the Agency. No member, officers or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:
- L. Freedom of Information Law (FOIL): The applicant acknowledges that the OCIDA is subject to New York State's Freedom of Information Law (FOIL). Applicants understand that all project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.

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

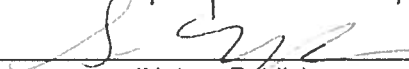
STATE OF NEW YORK)
COUNTY OF ORANGE) ss.:

Julie F. Zielinski, being first duly sworn, deposes and says:

1. That I am the member (Corporate Office) of Goshen Place Associates LLC (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.


(Signature of Officer)

Subscribed and affirmed to me under penalties of perjury
this 1 day of May, 2017.


(Notary Public)

SUSAN E. PHILLIPS
Notary Public, State Of New York
No. 01Pi150-11517
Qualified In Putnam County
Commission Expires April 3, 2023

This Application should be submitted to:

Orange County Industrial Development Agency
c/o Mary Ellen Rogulski, Chairman
Orange County Business Accelerator
4 Crotty Lane, Suite 100
New Windsor, NY 12553.

The Agency will collect an administrative fee at the time of closing.
SEE ATTACHED FEE SCHEDULE

Transaction Counsel
RUSSELL GAENZLE, ESQ.
Harris Beach PLLC
99 Garnsey Road
Pittsford, New York 14534
Tel: (585) 419-8633
Fax: (585) 419-8817



Empowering Businesses. Inspiring Growth.

HOLD HARMLESS AGREEMENT

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

Julia F. Zielinski
(Applicant Signature)

By: _____

Name: Julia F. Zielinski

Title: member

[Signature]
(Notary Public)

Sworn to before me this 1 day
of May, 2019

SUSAN E. PHILLIPS
Notary Public, State Of New York
No. 01PH5041517
Qualified In Putnam County
Commission Expires April 3, 2023



Empowering Businesses. Inspiring Growth.

To be completed/calculated by AGENCY

Real Property Tax Benefits (Detailed):

** This section of this Application will be: (i) completed by IDA Staff based upon information contained within the Application, and (ii) provided to the Applicant for ultimate inclusion as part of this completed Application.

PILOT Estimate Table Worksheet

Dollar Value of New Construction and Renovation Costs	Estimated New Assessed Value of Property Subject to IDA*	County Tax Rate/1000	Local Tax Rate (Town/City/Village)/1000	School Tax Rate/1000

*Apply equalization rate to value

PILOT Year	% Payment	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT	Full Tax Payment w/o PILOT	Net Exemption
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
TOTAL							

*Estimates provided are based on current property tax rates and assessment values

Cost Benefit Analysis:

To be completed/calculated by AGENCY

	<u>Costs =</u> <u>Financial Assistance</u>	<u>Benefits =</u> <u>Economic Development</u>
*Estimated Sales Tax Exemption	\$ _____	New Jobs Created Permanent ____ Temporary ____
		Existing Jobs Retained Permanent ____ Temporary ____
Estimated Mortgage Tax Exemption	\$ _____	Expected Yearly Payroll \$ _____
Estimated Property Tax Abatement	\$ _____	Expected Gross Receipts \$ _____
		Additional Revenues to School Districts _____ _____
		Additional Revenues to Municipalities _____ _____
		Other Benefits _____
Estimated Interest Savings IRB Issue	\$ _____	Private Funds invested \$ _____
		Likelihood of accomplishing proposed project within three (3) years <input type="checkbox"/> Likely or <input type="checkbox"/> Unlikely

* Estimated Value of Goods and Services to be exempt from sales and use tax as a result of the Agency's involvement in the Project. PLEASE NOTE These amounts will be verified and there is a potential for a recapture of sales tax exemptions (see "Recapture" on page 10).

\$ _____ (to be used on the NYS ST-60)



Empowering Businesses. Inspiring Growth.

Fill out when instructed by Agency

RETAIL QUESTIONNAIRE

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or purchase services.

- A) Will any portion of the Project consist of facilities or property that will be primarily used in making sales of goods or services to customers who personally visit the Project site? Yes No
- B) What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the Project? 100% %
- C) Is the Project location or facility likely to attract a significant number of visitors from outside the Mid-Hudson Economic Development Region (i.e.: Orange, Dutchess, Putnam, Rockland, Sullivan, Ulster, and Westchester counties)? Yes No
- D) Will the Project make available goods or services which are not currently reasonably accessible to the residents of the municipality within which the proposed Project would be located? Yes No
- E) Will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York? Yes No

If yes, explain:

Permanent jobs will be created by the grocery store, the Walk-in Health Center and the retail stores.
 Retained jobs will be pharmacists, manager, asst. managers and other existing employees of the CVS., the liquor store and the launder-mat .

**Please attach narrative if space provided is not sufficient.

- F) Will the Project be located in an area designated as an economic development zone pursuant to Article 18-B of the General Municipal Law (Source: <https://esd.ny.gov/empire-zones-program>)? Yes No

If yes, explain:

**Please attach narrative if space provided is not sufficient.

- G) Will the Project be in a census tract or block numbering area (or census tract or block numbering area contiguous thereto) which, according to the most recent census data, has (i) a poverty rate of at least 20% for the year in which the data relates, or at least 20% of households receiving public assistance, and (ii) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates? (Source: United States Census Bureau <https://factfinder.census.gov/>)

Yes No

If yes, explain:

**Please attach narrative if space provided is not sufficient.



Empowering Businesses. Inspiring Growth.

FEE SCHEDULE

Application Fee:

\$5,000 non-refundable, due at application, broken down as follows:

IDA Administrative Fee: \$2,500

IDA Transaction Counsel Fee: \$2,500

Labor Policy Monitoring Fee (based on project cost):

This fee will be deposited into a non-interest bearing escrow account and will fund the ongoing audit of Labor Policy compliance throughout construction. Any unused funds on deposit with the IDA will be returned to the company upon project completion.

Projects less than \$5M:	\$5,000.00
Projects greater than \$5M but less than \$15M:	\$10,000.00
Projects greater than \$15M but less than \$25M:	\$20,000.00
Projects greater than \$25M but less than \$50M:	\$30,000.00
Projects greater than \$50M but less than \$100M:	\$45,000.00
Projects greater than \$100M but less than \$500M:	\$55,000.00
Projects greater than \$500M:	To be determined

Closing Fee:

IDA Fee

***Per OCIDA scoring criteria. See Attached.*

Manufacturing Sector

1% of the first \$2,000,000 of the project cost (as identified on page 12 of this application), plus .5% of amount above that, due at closing (total project cost includes land acquisition costs).*

Distribution/Warehouse Sector

1% of the project cost (as identified on page 12 of this application), due at closing (total project cost includes land acquisition costs).*

Retail Sector - Stores

485B: 2% of the first \$2,000,000 of the project cost (as identified on page 12 of this application), plus 1% of amount above that, due at closing (total project cost includes land acquisition costs).*

Retail Sector – Back Office/Medical

10 year PILOT: 1% of the project cost (as identified on page 12 of this application), due at closing (total project cost includes land acquisition costs).*

Hotel Sector (Per Scoring Criteria)

10 year PILOT: 1% of the project cost (as identified on page 12 of this application), due at closing (total project cost includes land acquisition costs).*

4 year PILOT: 1% of the project cost (as identified on page 12 of this application), due at closing (total project cost includes land acquisition costs).*

Tourism Sector

\$0-\$30M Capital Cost: 1% of the project cost (as identified on page 12 of this application), due at closing (total project cost includes land acquisition costs).*

\$30-\$100M Capital Cost: .75% of the project cost (as identified on page 12 of this application), due at closing (total project cost includes land acquisition costs).*

Over \$100M Capital Cost: .50% of the project cost (as identified on page 12 of this application), due at closing (total project cost includes land acquisition costs).*

“Special Projects”

TBD per project

IDA Transaction Counsel Fee:

One-third (1/3) of IDA fee (minimum of \$30,000 – to be reduced for smaller projects on case by case basis - plus out of pocket expenditures).

Local Labor Policy Monitoring:

The IDA will use a third-party firm or firms to monitor compliance with the Local Labor Policy (attached hereto). All costs incurred by the IDA in connection with such monitoring, should they exceed the amount collected at application, shall be the responsibility of the Company.

NOTE: IDA reserves the right to seek additional IDA and Transaction Counsel fees for exceptionally complex/large transactions.

Please make all Checks payable to:

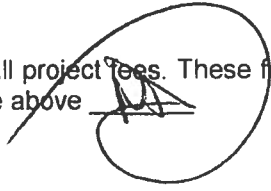
Orange County Industrial Development Agency

Mail to:

4 Crotty Lane

New Windsor, NY 12553


*In the event that an applicant does not seek or does not qualify for an OCIDA PILOT or the equivalent of the State's 485-b program, the fee will be a straight one-half percent (0.5%) of the project cost.

The OCIDA Fee Schedule is the standard used when calculating all project fees. These fees are not open for negotiation. Please initial stating you understand and consent to the above 

Closing Fee:

Please be advised should the Orange County IDA act to adopt the Final Resolution for your project a fee will be due at closing.

If at any time the project costs change prior to the Final Resolution, please inform management immediately for closing fee recalculation purposes.

Please initial stating you understand the foregoing, have provided accurate project costs, and consent to the estimated closing fee provided above 



Empowering Businesses. Inspiring Growth.

PROJECT SCORING CRITERIA

To be completed/calculated by AGENCY

Project Name:

Score:

1. Strategic Vision (0 OR 5)*:

- a. Does the project fit into preferred industry categories (manufacturing, industrial, medical, office, tourism)?
- b. Capitalizes upon un-or-under-employed, available talent pool?

2. Ratable Value (Capital Expenditure) (0 – 5):

- a. Investment in property resulting in increased ratables in municipality.
- b. Utilizes brownfield or otherwise “undesirable” parcel
- c. Return non-taxable property tax rolls
- d. “Brownfield remediation” would receive a 5

3. Number of Jobs (1 – 5):

- a. NOT sliding scale; relative to industry

4. Quality of Jobs (0 – 5):

- a. Defined as

0 = ANY jobs at minimum wage

1 = ALL jobs over \$15/hour

2 = 25% over \$25/hr plus benefits

3 = 50% over \$25/hr plus benefits

4 = 75% over \$25/hr plus benefits

5 = ALL jobs over \$25/hr plus benefits

5. Location (1 OR 5):

- a. 1 = In Orange County
- b. 5 = Designated growth zone, as identified by IDA (ex. Port Jervis, Highland Falls)

6. Desirability (0 – 5)*:

- a. Does the project have local political support?
 - i. Support letter from Supervisor/Mayor
- b. Is there favor, locally, for the project?
- c. Is the project remediating a brownfield or repurposing a zombie property?
- d. Is the parcel located in federally distressed area?
- e. Has project construction already begun?

TOTAL

** Speculative Buildings - identified as a project built with no end-user committed - results in an automatic 0 in these categories*

2-10 - Low/No PILOT

11-20 - Medium/Sector-based PILOT

21-30 - High/Qualifies for "Goliath" PILOT



Empowering Businesses. Inspiring Growth.

LABOR POLICY

Adopted 01-12-17

The Orange County Industrial Development Agency (IDA) was established for the purpose of creating employment opportunities for, and to promote the general prosperity and economic welfare of the residents of Orange County. The IDA offers economic incentives and benefits to qualified applicants who wish to locate or expand their businesses or facilities in Orange County. When the IDA approves a project, it enters into agreements to extend these incentives and benefits to the applicant.

Construction jobs, though limited in time duration, are vital to the overall employment opportunities and economic growth in Orange County. The IDA believes that companies benefiting from its incentive programs should employ local laborers, mechanics, craft persons, journey workers, equipment operators, truck drivers and apprentices (hereinafter "construction workers"), including those who have returned from military service, during the construction phase of projects. In this way, the IDA can generate significant benefits to advance the County's general prosperity. It is, therefore, the policy of the IDA that firms benefiting from its programs shall employ workers from Orange County and the "local labor" market during all project phases, including the construction phase.

For the purpose of this policy, the "local labor" market for construction workers shall be defined as those individuals living in Orange, Ulster, Sullivan, Dutchess, Putnam, Rockland and Westchester Counties. Applicants receiving IDA benefits shall ensure the contractor/developer hire at least 85% from the "local labor" market for their approved projects. The 85% shall be by contractor and in total at the time of completion of the project. The contractor/developer is mandated to keep daily log sheets of all field workers, commencing on the date of application. Any work performed after application shall be included in the determination of overall compliance with the 85% hiring requirements of this policy. A third-party auditing firm will be engaged to monitor construction work commencing on the date benefits are granted by resolution of the IDA Board.

However, the IDA recognizes that the use of local labor may not be possible for the following reasons and the applicant may request an exemption on a particular contract or trade scope for the following reasons:

1. Warranty issues related to installation of specialized equipment whereby the manufacturer requires installation by only approved installers;
2. Specialized construction is required and no local contractors or local construction workers have the required skills, certifications or training to perform the work;
3. Cost Differentials:
 - a. For projects whose project cost exceeds \$15M, significant cost differentials in bid prices whereby the use of local labor and materials significantly increases the sub contract or contract of a particular trade or work scope by at least 20%. Every reasonable effort should be made by the applicant and or the applicant's contractor to get below the 20% cost differential including, but not limited to, communicating and meeting with local construction

trade organizations, such as the Hudson Valley Building and Construction Trades Council and other local Contractor Associations;

- b. For projects whose project cost is less than \$15M, significant cost differentials in bid prices whereby the use of local labor and materials significantly increases the sub contract or contract of a particular trade or work scope by 10% or more. Every reasonable effort should be made by the applicant and or the applicant's contractor to get below the 10% cost differential including, but not limited to, communicating and meeting with local construction trade organizations, such as the Hudson Valley Building and Construction Trades Council and other local Contractor Associations;
- 4 No labor is available for the project; and
 - 5 The contractor requires key or core persons such as supervisors, foreman or "construction workers" having special skills that are not available in the "local labor" market.

The request to secure an exemption for the use of non-local labor must be received from the applicant on the exemption form provided by the IDA or the 3rd party monitor and received in advance of work commencing. The request will be reviewed by the 3rd party monitor and forwarded to the IDA, at which time the IDA's Audit Committee shall have the authority to approve or disapprove the exemption. The 3rd party monitor shall report each authorized exemption to the Board of Directors at its monthly meeting.

In addition, applicants receiving IDA benefits and Contractors on the project shall make every reasonable effort to utilize vendors, material suppliers, subcontractors and professional services from Orange County and the surrounding counties. Applicants and contractors shall be required to keep records of those local vendors, material suppliers, contractors and professional services whom they have solicited and with whom they have contracted with or awarded. This shall be stored in a binder on site and shall be easily available for review by an authorized representative of the IDA, such as the IDA's 3rd party monitor. It shall include any documents for solicitation and contracts. It is the goal of the County of Orange and the IDA to promote the use of local veterans on projects receiving IDA benefits. By partnering with local contractors, local contractor groups, local trade unions and contractors awarded work on IDA projects, there are opportunities for veterans to gain both short-term and long-term careers in the construction industry.

Once approved for IDA benefits, all applicants will be required to provide to IDA staff the following information:

1. Contact information for the applicant's representative who will be responsible and accountable for providing information about the bidding and awarding of construction contracts relative to the applicant's project;
2. Description of the nature of construction jobs created by the project, including in as much detail as possible, the number, type and duration of construction positions;
3. The names, contact information, certificate of authorization to do business in the State of New York and copies of current Certificates of NYS Workers' Compensation Insurance, NYS Disability Insurance, General Liability Insurance and proof of current OSHA training certification from all contractors' employees performing work on the site; and
4. A Construction Completion Report listing the names and business locations of prime contractors, subcontractors and vendors who have been engaged in the construction phase of the project.

All Orange County IDA projects are subject to local monitoring by the IDA and any 3rd party monitor. The applicant and/or the Construction Manager or General Contractor acting as agent for the applicant on the project, shall keep a log book on site detailing the number of workers, hours worked and counties and states in which they reside. Proof of residency or copy of drivers' license shall be included in the log book, along with evidence of necessary OSHA certifications. Reports will be on forms provided by the IDA or weekly payroll reports which contain the same information as required on the IDA issued form. The applicant and contractors are subject to periodic inspection or monitoring by the IDA or 3rd party monitor.

The 3rd party monitor shall issue a report to the IDA staff immediately when an applicant or applicant's contractor is not in compliance with this labor policy. IDA staff shall advise the Audit Committee and/or IDA Board of non-compliance by email or at the next scheduled meeting. If a violation of policy has occurred, IDA staff shall notify the applicant and contractor in writing of non-compliance and give applicant a warning of violation and 72 hours in which to correct such violation. Upon evidence of continued non-compliance or additional violations, the IDA and/or its 3rd party monitor shall notify the applicant that the project is in violation of the Orange County IDA Labor Policy and is subject to IDA Board action which may result in the revocation, termination and/or recapture of any or all benefits conferred by the IDA.

The IDA will use a third party firm or firms to monitor and audit compliance with this local labor policy, the cost of which shall be paid for by the Company in advance of the audits and held in a non-interest bearing escrow account until audits are complete.

The applicant of an IDA approved project shall be required to maintain a 4' X 8' bulletin board on the project site containing the following information:

1. Contact information of the applicant;
2. Summary of the IDA benefits received;
3. Contractors names and contact information on IDA provided form;
4. Copies of proof of exemption from labor policy;
5. Copies of any warnings or violations of policy;
6. Copy of the Executed Labor Policy.

The bulletin board shall be located in an area that is accessible to onsite workers and visitors, which should be clear and legible at least 10 feet from said board.

The applicant has read the OCIDA Labor Policy and agrees to adhere to it without changes and shall require its construction manager, general contractor and sub-contractors who are not exempt to acknowledge the same. The Applicant understands and agrees that it is responsible for all third-party auditing and monitoring costs.



Applicant Signature

Goshen Plaza Assoc. LLC

Company Name

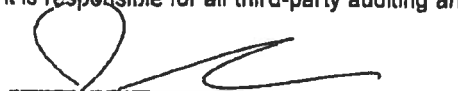
Julie Fareri Ziellinski

Print Name of above signer

jfareri@farerassociates.com

Email/phone of Applicant

Date



Signature of CM, GC or SC

Gateway Development Group

Company Name

James Carnicelli, President

Print Name of above signer

jcarnicelli@gatewaydev.com

Email/phone of CM/GC/SC

Date

**Warwick Valley Local Development Corp.
2 Bank Street
Warwick, NY 10990**

April 5, 2019

Ms. Laurie Villasuso
CEO, Orange County IDA
4 Crotty Lane, Suite 100
New Windsor, New York 12553

Dear Ms. Villasuso,

I am writing on behalf of the Warwick Valley Local Development Corporation. As you know, thanks to the Orange County IDA Shovel Ready program, the Town of Warwick has successfully installed the necessary infrastructure to create a shovel ready corporate park. We have repaid all but the last payment due in a few months. Through this investment we have Citiva Medical under construction with 40-50 jobs at buildout and several offers on remaining lots.

Our latest effort in partnership with the IDA's Accelerator is to create a hemp/CBD oil processing facility in an existing building on site. This is critical to create an Orange County hemp cluster of businesses in an emerging market estimated to be five (5) billion +.

To ensure that we can renovate the structure necessary to launch this accelerator, the WVLDC and the Town of Warwick respectively request \$1,500,000 from the Shovel Ready program so that we can meet the tight schedule needed for this project. We will file an application shortly for your consideration. We will repay this allocation, as we have the initial shovel ready award, with the reimbursement of our existing New York Empire State Development grant for the project and by the sale of our remaining lots.

I again want to thank you and the IDA board for your past support which has been so critical to our success to date. I look forward to meeting with the board.

Sincerely,



Michael P. Sweeton
Vice President, WVLDC
Supervisor, Town of Warwick

MPS/rb

**Warwick Valley Local Development Corp.
2 Bank Street
Warwick, NY 10990**

April 25, 2019

Ms. Laurie Villasuso
CEO, Orange County IDA
4 Crotty Lane, Suite 100
New Windsor, New York 12553

Dear Ms. Villasuso,

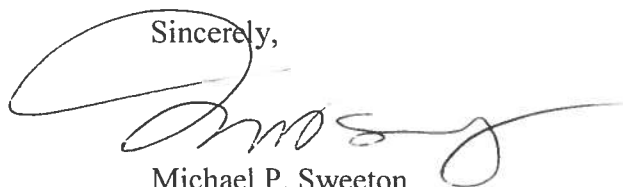
I am writing on behalf of the Warwick Valley Local Development Corporation. As you know, thanks to the Orange County IDA Shovel Ready program, the Town of Warwick has successfully installed the necessary infrastructure to create a shovel ready corporate park.

As you know our latest effort in partnership with the IDA's Accelerator is to create a hemp/CBD oil processing facility which has been so far more successful than we could have imagined.

To ensure that we can renovate the structure necessary to launch this accelerator, the WVLDC and the Town of Warwick respectively request \$1,500,000 from the Shovel Ready program so that we can meet the tight schedule needed for this project. I have enclosed the application and look forward to the May meeting where we can hopefully gain approval.

I again want to thank you and the IDA board for your past support which has been so critical to our success to date. I look forward to meeting with the board.

Sincerely,



Michael P. Sweeton
Vice President, WVLDC
Supervisor, Town of Warwick

MPS/rb



Empowering Businesses. Inspiring Growth.

Shovel Ready Program Application

WARWICK VALLEY LOCAL DEVELOPMENT CORP.
(Applicant Name)

Mary Ellen Rogulski
Chairman

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

Phone: 845-234-4192 Fax: 845-220-2228
www.ocnyida.com

ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

SHOVEL READY PROGRAM APPLICATION

I. APPLICANT INFORMATION

Applicants Name: WARWICK VALLEY LOCAL DEVELOPMENT CORP.
Mailing Address: 2 BANK ST, WARWICK, NY 10990
Phone No.: (845) 986-1156
Fax No.: _____
Fed Id. No.: _____
Contact Person: Robert Krashulik, Pres. / Michael Sweeton, VP

APPLICANT'S COUNSEL

Name: Jeremy Havens
Address: 28 RAILROAD AVE, WARWICK, NY 10990
Phone No.: (845) 957-8500
Fax No.: (212) 457-1149

II. PROJECT INFORMATION

A) Describe in detail the amount of program expenditure being requested by applicant, proposed project/infrastructure and the costs and expenditures expected and sources of payment (provide survey, architects/engineers renderings, etc... if available):

RENOVATE The former DAIRY BARN and POULTRY House for use AS AN ACCELERATOR FOR HEMP/CBD processing, testing and education / TRAINING that will spur job creation as well as economic development. The Building exist ON the site of the former mid orange Correctional facility

B) Furnish a copy of any environmental application (SEQRA) presently in process of completion concerning the project, providing name and address of lead agency, and copy all pending or completed documentation and determinations (include information on status of site plan and any other required approvals):

SUBMITTED TO WARWICK PLANNING BD FOR
SUBDIVISION / SPECIAL USE PERMIT ON 4/22.

Project Data

1. Project site (land)

(a) Indicate approximate size (in acres or square feet) of project site.

Approx 20,000 sqft BUILDING

(b) Are there buildings now on the project site? Yes No

(c) Indicate the present use of the project site.

VACANT

2. Does the project involve acquisition of an existing building or buildings? If yes, indicate use, number, size and approximate age of buildings:

No

3. Does the project consist of the construction of a new building or buildings? If yes, indicate use, number and size of new buildings:

No

4. List principal items or categories of equipment to be acquired as part of the project.

PRODUCTION EQUIPMENT & TESTING EQUIPMENT
FOR CRD OIL HVAC, LIGHTING FOR BUILDING

B) Project Address: 43-49 John Hicks Drive

Tax Map Number 46-1-39.2
(Section/Block/Lot)

Located in City of 46-1-39.2

Located in Town of WARWICK

Located in Village of _____

School District of WARWICK

C) Utilities on site?

Water ✓ Electric ✓
Gas ✓ Sanitary/Storm Sewer ✓

D) Present legal owner of the site _____
If other than from applicant, by what means will the site be acquired for this project? _____

E) Zoning of Project Site: Current: OI Proposed: OI

F) Are variances needed? No

G) Principal/projected use of project upon completion: ACCELERATOR FOR HEMP/CBD INDUSTRY

H) Estimate how many construction/permanent jobs will be created or retained as a result of the project and the estimated annual salary range:

	<u>Number of jobs created</u>	<u>Estimated Annual Salary Range</u>
Construction:	<u> 30-50 </u>	\$ <u> 40,000 </u> to \$ <u> 60,000 </u>
Permanent:	<u> 60-70 </u>	\$ <u> 50,000 </u> to \$ <u> 100,000 </u>
Retained:	_____	\$ _____ to \$ _____

I) Amount being applied for: ² 1,500,000

J) Project Costs (Estimates) and sources of proceeds to pay project costs:

Land	_____
Building	<u> 2,000,000 </u>
Equipment	<u> 2,000,000 </u>
Soft costs	_____
Other	_____
Total	<u> 4,000,000 </u>

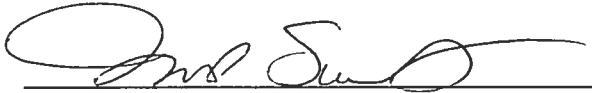
III. REPRESENTATIONS BY THE APPLICANT

The Applicant understands and agrees with the Agency as follows:

- A. Job Listings In accordance with Section 858-b(2) of the New York General Municipal Law, the applicant understands and agrees that, if the proposed project receives any assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the proposed project must be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JPTA Entitle") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JPTA") in which the project is located.
- B. First Consideration for Employment In accordance with Section 858-b(2) of the General Municipal Law, the applicant understands and agrees that, if the proposed project receives any assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the applicant must first consider persons eligible to participate in JPTA programs who shall be referred by the JPTA Entities for new employment opportunities created as a result of the proposed project.

- C. A liability and contract liability policy for a minimum of three million dollars will be furnished by the Applicant insuring the Agency.
- D. Annual Sales Tax Fillings In accordance with Section 874(8) of the General Municipal Law, the Applicant understands and agrees that, if the proposed project receives any sales tax exemptions as part of the assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the applicant and all consultants or subcontractors retained by the Applicant.
- E. Annual Employment Reports The applicant understands and agrees that, if the proposed project receives any assistance from the Agency, the applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site.
- F. Absence of Conflicts of Interest The applicant has received from the Agency a list of the members, officers, and employees of the Agency. No member, officers or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:

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



(Applicant Signature)

Michael P. Sweeten

(Name of Officer)

Vice President - WVDC

(Title)

MARY ELLEN ROGUSKI

This Application should be submitted to the Orange County Industrial Development Agency, c/o ~~Robert T. Armistead~~, Chairman, Orange County Business Accelerator, 4 Crotty Lane, Suite 100, New Windsor, NY 12553.

The Agency will collect an administrative fee as set forth in **ATTACHED FEE SCHEDULE** (page 7)

Counsel

KEVIN T. DOWD, ESQ.
46 Daisy Lane
Montgomery, NY 12549
Tel: (845) 778-5442

CHARLES SCHACHTER, ESQ./
RUSSELL GAENZLE, ESQ.
Harris Beach PLLC
99 Garnsey Road
Pittsford, New York 14534
Tel: (585) 419-8718

HOLD HARMLESS AGREEMENT

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



(Applicant Signature)

By: Michael P. Sweeten

Name: Michael P. Sweeten

Title: Vice President - WVLD



(Notary Public)

Sworn to before me this 16 day
of April, 2019

Melissa A. Stevens
Notary Public, State of New York
No. 01ST6062297
Qualified In Orange County
Commission Expires August 6, 2021

**FEE SCHEDULE FOR THE
ORANGE COUNTY IDA SHOVEL READY PROGRAM
IS AS FOLLOWS:**

Application Fee:

1% of requested amount plus \$2,500 for initial legal costs due upon submission of application

Reimbursement of Program Expenditure and Closing Fee:

Due upon sale or disposition of property (or upon other criteria approved by IDA), an amount equal to the Project Expenditure plus up to 5% (2.5% for IDA, and up to 2.5% for counsel fees)

NOTE: IDA reserves the right to seek additional IDA and Counsel fees for exceptionally complex/large transactions.

Please make all Checks payable to:

Orange County Industrial Development Agency

Mail to:

*4 Crotty Lane
New Windsor, NY 12553*

LABOR POLICY
ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY
Adopted 01-12-17

The Orange County Industrial Development Agency (IDA) was established for the purpose of creating employment opportunities for, and to promote the general prosperity and economic welfare of the residents of Orange County. The IDA offers economic incentives and benefits to qualified applicants who wish to locate or expand their businesses or facilities in Orange County. When the IDA approves a project, it enters into agreements to extend these incentives and benefits to the applicant.

Construction jobs, though limited in time duration, are vital to the overall employment opportunities and economic growth in Orange County. The IDA believes that companies benefiting from its incentive programs should employ local laborers, mechanics, craft persons, journey workers, equipment operators, truck drivers and apprentices (hereinafter "construction workers"), including those who have returned from military service, during the construction phase of projects. In this way, the IDA can generate significant benefits to advance the County's general prosperity. It is, therefore, the policy of the IDA that firms benefiting from its programs shall employ workers from Orange County and the "local labor" market during all project phases, including the construction phase.

For the purpose of this policy, the "local labor" market for construction workers shall be defined as those individuals living in Orange, Ulster, Sullivan, Dutchess, Putnam, Rockland and Westchester Counties. Applicants receiving IDA benefits shall ensure the contractor/developer hire at least 85% from the "local labor" market for their approved projects. The 85% shall be by contractor and in total at the time of completion of the project. The contractor/developer is mandated to keep daily log sheets of all field workers, commencing on the date of application. Any work performed after application shall be included in the determination of overall compliance with the 85% hiring requirements of this policy. A third-party auditing firm will be engaged to monitor construction work commencing on the date benefits are granted by resolution of the IDA Board.

However, the IDA recognizes that the use of local labor may not be possible for the following reasons and the applicant may request an exemption on a particular contract or trade scope for the following reasons:

1. Warranty issues related to installation of specialized equipment whereby the manufacturer requires installation by only approved installers;
2. Specialized construction is required and no local contractors or local construction workers have the required skills, certifications or training to perform the work;
3. Cost Differentials:
 - a. For projects whose project cost exceeds \$15M, significant cost differentials in bid prices whereby the use of local labor and materials significantly increases the sub contract or contract of a particular trade or work scope by at least 20%. Every reasonable effort should be made by the applicant

and or the applicant's contractor to get below the 20% cost differential including, but not limited to, communicating and meeting with local construction trade organizations, such as the Hudson Valley Building and Construction Trades Council and other local Contractor Associations;

- b. For projects whose project cost is less than \$15M, significant cost differentials in bid prices whereby the use of local labor and materials significantly increases the sub contract or contract of a particular trade or work scope by 10% or more. Every reasonable effort should be made by the applicant and or the applicant's contractor to get below the 10% cost differential including, but not limited to, communicating and meeting with local construction trade organizations, such as the Hudson Valley Building and Construction Trades Council and other local Contractor Associations;

4. No labor is available for the project; and
5. The contractor requires key or core persons such as supervisors, foreman or "construction workers" having special skills that are not available in the "local labor" market.

The request to secure an exemption for the use of non-local labor must be received from the applicant on the exemption form provided by the IDA or the 3rd party monitor and received in advance of work commencing. The request will be reviewed by the 3rd party monitor and forwarded to the IDA, at which time the IDA's Audit Committee shall have the authority to approve or disapprove the exemption. The 3rd party monitor shall report each authorized exemption to the Board of Directors at its monthly meeting.

In addition, applicants receiving IDA benefits and Contractors on the project shall make every reasonable effort to utilize vendors, material suppliers, subcontractors and professional services from Orange County and the surrounding counties. Applicants and contractors shall be required to keep records of those local vendors, material suppliers, contractors and professional services whom they have solicited and with whom they have contracted with or awarded. This shall be stored in a binder on site and shall be easily available for review by an authorized representative of the IDA, such as the IDA's 3rd party monitor. It shall include any documents for solicitation and contracts. It is the goal of the County of Orange and the IDA to promote the use of local veterans on projects receiving IDA benefits. By partnering with local contractors, local contractor groups, local trade unions and contractors awarded work on IDA projects, there are opportunities for veterans to gain both short term and long term careers in the construction industry.

Once approved for IDA benefits, all applicants will be required to provide to IDA staff the following information:

1. Contact information for the applicant's representative who will be responsible and accountable for providing information about the bidding and awarding of construction contracts relative to the applicant's project;

2. Description of the nature of construction jobs created by the project, including in as much detail as possible, the number, type and duration of construction positions;
3. The names, contact information, certificate of authorization to do business in the State of New York and copies of current Certificates of NYS Workers' Compensation Insurance, NYS Disability Insurance, General Liability Insurance and proof of current OSHA training certification from all contractors' employees performing work on the site; and
4. A Construction Completion Report listing the names and business locations of prime contractors, subcontractors and vendors who have been engaged in the construction phase of the project.

All Orange County IDA projects are subject to local monitoring by the IDA and any 3rd party monitor. The applicant and/or the Construction Manager or General Contractor acting as agent for the applicant on the project, shall keep a log book on site detailing the number of workers, hours worked and counties and states in which they reside. Proof of residency or copy of drivers' license shall be included in the log book, along with evidence of necessary OSHA certifications. Reports will be on forms provided by the IDA or weekly payroll reports which contain the same information as required on the IDA issued form. The applicant and contractors are subject to periodic inspection or monitoring by the IDA or 3rd party monitor.

The 3rd party monitor shall issue a report to the IDA staff immediately when an applicant or applicant's contractor is not in compliance with this labor policy. IDA staff shall advise the Audit Committee and/or IDA Board of non-compliance by email or at the next scheduled meeting. If a violation of policy has occurred, IDA staff shall notify the applicant and contractor in writing of non-compliance and give applicant a warning of violation and 72 hours in which to correct such violation. Upon evidence of continued non-compliance or additional violations, the IDA and/or its 3rd party monitor shall notify the applicant that the project is in violation of the Orange County IDA Labor Policy and is subject to IDA Board action which may result in the revocation, termination and/or recapture of any or all benefits conferred by the IDA.

The IDA will use a third party firm or firms to monitor and audit compliance with this local labor policy, the cost of which shall be paid for by the Company in advance of the audits and held in a non-interest bearing escrow account until audits are complete.

The applicant of an IDA approved project shall be required to maintain a 4' X 8' bulletin board on the project site containing the following information:

1. Contact information of the applicant;
2. Summary of the IDA benefits received;
3. Contractors names and contact information on IDA provided form;
4. Copies of proof of exemption from labor policy;
5. Copies of any warnings or violations of policy;
6. Copy of the Executed Labor Policy.

The bulletin board shall be located in an area that is accessible to onsite workers and visitors, which should be clear and legible at least 10 feet from said board.

The applicant has read the OCIDA Labor Policy and agrees to adhere to it without changes and shall require its construction manager, general contractor and sub-contractors who are not exempt to acknowledge the same. The Applicant understands and agrees that it is responsible for all third-party auditing and monitoring costs.

<u>WJLDC</u> Applicant Signature	_____ Signature of CM, GC or SC
<u>M. Israel P. Sweeten, VP</u> Company Name	_____ Company Name
<u>M. Israel P. Sweeten VP</u> Print Name of above signer	_____ Print Name of above signer
<u>845-590-3411</u> Email/phone of Applicant	_____ Email/phone of CM/GC/SC
<u>4/25/19</u> Date	_____ Date

May 2, 2019

BOARD OF DIRECTORS

Mary Ellen Rogulski
CHAIRMAN

John Steinberg, Jr.
VICE CHAIRMAN

Stephen Brescia
SECRETARY

Edward A. Diana
ASSISTANT SECRETARY

Robert S. Schreiber, Sr.

James DiSalvo

Michael Gaydos

OPERATIONS STAFF

Laurie Villasuso
CHIEF OPERATING
OFFICER &
EXECUTIVE VICE
PRESIDENT

Joel Kleiman
CHIEF FINANCIAL OFFICER

Kevin T. Dowd
ATTORNEY

VIA REGULAR MAIL AND CERTIFIED MAIL

18 Route 17K, LLC
1520 Decatur Street
Ridgewood, New York 11385
ATTN: Thomas Auringer. Sole Member

**Re: Orange County Industrial Development Agency Sales Tax
Recapture 18 Route 17K Project**

Dear Mr. Auringer:

I am writing in connection with the above-captioned project (the "Project") authorized by the Orange County Industrial Development Agency (the "Agency") and initially undertaken by 18 Route 17K, LLC (the "Company") and the sales and use tax exemption benefits that were granted by the Agency with respect to the Project.

By way of background, your Company filed an application with the Orange County IDA in January, 2017 seeking a Sales and Use Tax exemption, a Mortgage Recording Tax exemption and a ten-year enhanced Payment In Lieu of Tax (PILOT) Agreement for the proposed construction and equipping of a 62,000 square foot fabrication shop and a 4,000 square foot office together with the renovation of two existing buildings on the project site. On March 9, 2017, the OCIDA adopted an Initial Resolution, accepting your Company's application and authorizing the scheduling of a Public Hearing. On April 3, 2017, a Public Hearing was held on your application at the Town Hall in Newburgh, New York. On May 11, 2017, the OCIDA adopted its Final Resolution approving a Sales and Use Tax exemption in an amount not to exceed \$1 million, a Mortgage Recording Tax exemption and a ten-year, 485-b equivalent PILOT Agreement.

On July 21, 2017, the OCIDA's Bond Counsel, Harris Beach, sent to you the Agent, Financial Assistance and Project Agreement together with a complete set of Sales Tax exemption documents which had been executed by the OCIDA's Executive Vice President and Chief Operating Officer. The cover letter from Harris Beach instructed you to return a fully executed and notarized copy of Agent Agreement. This was never done and, unbeknownst to the OCIDA or its Bond Counsel, your Company began using the Sales Tax exemption documents for the purchase of various vehicles and equipment ostensibly for use for the incentivized Project.

In December, 2018, your counsel, Timothy McColgan reached out to the OCIDA's Executive Vice President and Chief Operating Officer to discuss undisclosed matters about the Project. Mr. McColgan's messages were turned over to me as the OCIDA's local

counsel to see what Mr. McColgan wished to discuss. It was at this time that the OCIDA learned of your Company's potential sale of the Project site to an undisclosed buyer and it was also the first time that the OCIDA learned of your Company's use of the Sales and Use Tax exemption documents. I was told by Mr. McColgan that, if the sale went through, your Company knew that it had to repay the Sales Tax savings of \$359,487.46 and Mr. McColgan just wanted to discuss the logistics of how that was to take place.

In January, 2019, your Company filed NYS Form ST-340 (the "ST-340") indicating that it had, in fact, claimed \$359,487.46 total sales and use tax exemptions for the Project from 2017 through December 31, 2018. I was informed by Mr. McColgan that your Company sold the Project property and closed thereon on February 5, 2019. Mr. McColgan indicated to me that if I sent him an OCIDA Invoice for the total amount of sales tax savings, he would see that a check was cut and sent directly to the OCIDA. Following that discussion, the OCIDA adopted a resolution on February 14, 2019, rescinding its previous resolutions granting financial assistance and authorizing the recapture of sales and use tax exemptions claimed. This resolution, together with the OCIDA's Invoice for \$359,487.46 and my cover letter, was sent to Mr. McColgan per his instructions. As of the date of this letter, the OCIDA has never received payment.

I have for your reference and information enclosed a copy of the Agent Agreement, dated as of May 11, 2017, which was never executed by you or returned to the OCIDA (the "Project Agreement"). As such, your Company's use of the Sales and Use Tax documents was totally unauthorized for which the OCIDA demands immediate payment in the amount of \$359,487.46 be sent to the address listed above.

The Agency will then, as required by statute, within thirty (30) days following receipt, remit the same to the New York State Commissioner of Taxation and Finance (the "Commissioner"). Please be advised that failure to pay over such amount shall be grounds for the Commissioner and/or Orange County to assess and determine sales and use taxes due under Article 28 of the New York Tax Law, together with any relevant penalties and interest due on such amounts.

Sincerely,



Kevin T. Dowd
Attorney for Orange County
Industrial Development Agency

cc: Timothy P. McColgan, Esq.
Orange County IDA Board of Directors
New York State Commissioner of Taxation and Finance



Making the Compl

[Learn More](#)

Orange County IDA cites company with defaulting on audit information, terminates PILOT

NEW WINDSOR – A Chester company that received a 10-year payment in lieu of taxes (PILOT) agreement from the Orange County Industrial Development Agency has been placed in default for failure to comply with requirements of an audit.

Satin Fine Foods did not provide the information the IDA required, said agency Chief Operating Officer Laurie Villasuso.

"This board has taken very seriously the fact that when companies are not cooperating like the request for employment figures, that that is an event of default so the IDA Board voted to terminate the final year of Satin Fine Foods PILOT, which is an event of recapture," she said.

That will amount to over \$10,000 that the company will loose had the 10th year of the PILOT remained in effect, said Villasuso.

[HOME](#)

Copyright © 2019 Mid-Hudson News Network, a division of Statewide News Network, Inc.
This story may not be reproduced in any form, by any media, without express written consent.
This includes rewriting, broadcasting and/or printing of material from MidHudsonNews.com,
by websites, radio and television stations, newspapers or other media

3



Making the Compl

[Learn More](#)

HEAR today's news on MidHudsonRadio.com, the Hudson Valley's *only* Internet radio news report.

Opinion

Editorial: Stop Legoland work until it stops pollution

Posted Apr 21, 2019 at 2:16 AM

There is only one way to stop Legoland from continuing to pollute the waterways in Goshen.

Stop construction until the town and the state are sure that the sloppy and half-hearted measures by the company and its construction partners have been replaced by practices that the laws call for, ones that will once and for all keep local streams clean.

Last fall when local streams turned brown from runoff, the state revealed that the project lacked even “basic erosion and sediment controls.” So it comes as no surprise that pollution has continued.

Fines have not worked. That, too, is no surprise considering how much money Legoland has and how much comes from the public. It received \$25 million from the state, \$37 million in tax subsidies after seeking even more and will be the beneficiary of tens of millions of additional dollars with all the road construction necessary in part by the prospect of traffic coming to the site.

So when the state steps in with fines that amount to petty cash, it is not surprising that little gets done.

This week, the state included 22 violations in a consent decree to prevent construction runoff. That follows another order last fall to do the same, making a total of 27 incidents since last May in addition to two by the town.

Legoland and its construction partners have not felt any financial pressure because the first consent decree had a \$50,000 fine and this one includes \$228,050 in fines. For a project with a \$500 million budget, those amounts are too insignificant to be noticed.

Understand the details with
America's largest mortgage lender.*

Learn More

Orange County IDA to advance funds for Heritage Trail extension

MIDDLETOWN – The Orange County Industrial Development Agency is going to front the county \$1 million so construction of the Middletown leg of the Heritage Trail can move forward.

The original deal, three years ago, was for the county to provide initial funding, but it has now asked the IDA to provide its money first and the agency has agreed to that.

IDA Chief Operating Officer Laurie Villasuso said the trail is a great asset to the county.

"The IDA monies will allow it to move more quickly and benefit everybody that uses it," she said.

The trail starts in southern Orange County and will now extend into the City of Middletown. County officials said some time in future, it could go even further toward the Port Jervis area.

HOME

Copyright © 2019 Mid-Hudson News Network, a division of Statewide News Network, Inc.
This story may not be reproduced in any form, by any media, without express written consent.
This includes rewriting, broadcasting and/or printing of material from MidHudsonNews.com,
by websites, radio and television stations, newspapers or other media

Like

Get our new best
price on Unlimited.

HEAR today's news on MidHudsonRadio.com, the Hudson Valley's *only* Internet radio news report.

Military vets get boost from IDA to aid new businesses

By **Daniel Axelrod**

Times Herald-Record

Posted Apr 28, 2019 at 7:16 PM

Updated Apr 28, 2019 at 7:16 PM

NEW WINDSOR – Eric Noll spent five years confused till this spring. Sure, the former U.S. Army drill sergeant and infantryman felt that various private, federal, state and local government agencies wanted to help the military veteran's leatherworking business succeed.

Yet, business questions kept swirling in his mind about which programs to use and how to use them to help his Cornwall business, the Elizabeth Collection, keep customizing boots, belts, wallets and purses.

And what Noll, a 20-year service member till 2012, really needed was help with, well, everything. A business plan? Budgeting? Cheaper rent? Check, check and check.

All that was the case till he recently connected with the Orange County Industrial Agency's Accelerator program, which incubates new businesses and speeds up the growth of nascent firms.

Now, Noll is among at least five military active duty and veteran-owned businesses working with the IDA, a nonprofit public benefit corporation that also considers tax breaks to stimulate local development.

Local business-owning veterans said the Accelerator guides them through the alphabet soup of acronyms for governmental and private programs, agencies and grants to help grow their companies.

Last year, Noll, 45, and his fiancée, Elizabeth Moore, sold \$17,000 of their leather products directly to consumers at their tiny Cornwall shop. But after recently moving into the Accelerator's Newburgh satellite, Accelerator staff

helped them network and advised them to pivot to a more promising business-to-business approach.

“There’s nothing like that with what the Accelerator is doing, saying ‘We’ll help you, we’ll pick you up,’” Noll said. “Without them, we wouldn’t be here. We’d still be in Cornwall trying to make ends meet.”

Help & hand-holding

The Accelerator didn’t set out to help local veterans, said Vincent Cozzolino, managing director of the Orange County IDA and its Accelerator, and Laurie Villasuso, who serves as chief operating officer of both.

But, “In general, there are some qualities that come out in individuals who’ve served in armed services” that made their companies attractive, Villasuso said. “They tend to be disciplined, and have structure, and have plans and want to see them through.”

New Accelerator business owner Jim Meineker, 67, co-owner of the high-end lighting fixture business M and M Specialty Enterprises, said he served in the Coast Guard from 1969 to 1973, “when ships were wooden and men were iron.”

The Coast Guard, Meineker said, made him “much more disciplined, much more understanding of how things work.”

The electronics service technician, who rose to lead field engineer and national product expert for medical imaging device maker Carestream Health before his retirement, thought his lighting fixture company would “just be for fun.”

But the Accelerator, Meineker said, has made him “more results-oriented,” as he and Mayhew seek to launch their new business. Together, they craft custom home lighting designs, from LED bulbs programmed to flash in patterns inside Jack Daniels bottles to river tables, ornate wood slabs with back-lit “river-like” epoxy patterns down the middle.

For Drone Tech UAS CEO Tony Reid, the Accelerator is all about “holding your hand to keep you focused.”

Reid, currently a sergeant in the New York Army National Guard, said he's fast adding accounts to his three-employee business offering drone training and helping companies use drones for security and medical supply-delivery purposes.

Reid's company is minority-owned, another focus of the Accelerator along with businesses owned by women, both of which constitute most of the firms assisted.

Money well spent?

All the veteran-owned businesses are one- to three-employee firms with less than \$100,000 of annual sales. That's also the case for several of the 30 businesses the Accelerator is currently helping in the agency's Newburgh fashion cluster, Warwick Cannabidiol or CBD Cluster, and the Middletown Personal Care Products and Medical Devices Cluster.

The Accelerator money to assist them comes from the fees, now an \$11 million pot, the IDA has collected from businesses applying to be considered for tax breaks and other incentives for development projects.

When it comes to wisely spending the Accelerator's roughly \$2 million annual budget, Villasuso has acknowledged the incubator lost its way between its 2009 inception and its July 2015 rebranding.

She and Cozzolino have previously conceded that, before they took leadership roles in 2015 and 2016 respectively, the Accelerator let businesses pay below-market rent to mull products indefinitely without enough oversight.

Now, the Accelerator more carefully monitors businesses, giving them a three-year window to grow with assistance, and the agency's staff estimates they'll have helped create 168 jobs between 2015 and this December. Among them are 20 at Ziel On Demand Activewear of Newburgh and 21 at handbag and accessory maker Melo of New Windsor.

So, is the Accelerator worth it at an average cost of \$12,600 per job created since 2015? Cozzolino and Villasuso say organically growing giant local companies with hundreds or thousands of jobs is a rare, difficulty feat nowadays. They're satisfied fostering small and medium-sized businesses, which make up the majority of America's workforce.

Former Air Force Capt. Tierra Oliver, 35, is thrilled to be among the entrepreneurs the Accelerator is assisting. As a nurse practitioner and mother seeking a natural eczema treatment for her young daughter, Taylor, Oliver invented Eczesoothe, a salve with organic coco butter, herbs and cucumber water.

“I think it’s fantastic the Accelerator is helping veterans and women and minorities,” Oliver said. “For me, the Accelerator has provided information, and given me more passion, purpose and structure. I wouldn’t be able to afford to do this without them.”

daxelrod@th-record.com