

INITIAL RESOLUTION
(Wallkill Preservation Limited Partnership Project)

A regular meeting of the Orange County Industrial Development Agency was held on October 18, 2023, at 5:00 p.m. (local time) at the Orange County Government Center Community Room, 255 Main Street, Goshen, New York.

The meeting was called to order by Dean Tamburri and upon the roll being duly called, the following members were: Susan Walksi, Giovanni Palladino, Marc Greene, Jeffrey Crist, Dr. Vincent Odock

MEMBERS PRESENT: Susan Walksi, Giovanni Palladino, Marc Greene, Jeffrey Crist, Dr. Vincent Odock

THE FOLLOWING PERSONS WERE ALSO PRESENT: Bill Fioravanti, Susan Katzoff, Marty Borrás, Jose Rojas (AV), Alex Wood, Charlotte Lefkovitz, and Wes McLean (Wallkill Living Center), Jean Everette (Bousquet Holstein), Chris Canada (Hodgson Russ)

The following Resolution was offered by Jeffrey Crist and seconded by Susan Walski:

RESOLUTION OF THE ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) ACCEPTING THE APPLICATION OF WALLKILL PRESERVATION LIMITED PARTNERSHIP, WITH RESPECT TO A CERTAIN PROJECT (AS MORE FULLY DESCRIBED BELOW), (ii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY WITH RESPECT TO SUCH PROJECT AND (iii) AUTHORIZING A PUBLIC HEARING WITH RESPECT TO SUCH PROJECT

WHEREAS, by Title I of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 390 of the Laws of 1972 of the State of New York, (hereinafter collectively called the "*Act*"), the **ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY** (hereinafter called the "*Agency*") was created with the authority, power and for the purpose of, among other things, acquiring, constructing, reconstructing and equipping manufacturing, warehousing, research, commercial, or industrial facilities as authorized by the Act; and

WHEREAS, by application dated September 8, 2023 (the "*Application*"), Wallkill Preservation Limited Partnership, a New York limited partnership (the "*Company*"), requested the Agency undertake, and provide financial assistance to, a project (the "*Project*") consisting of: (A)(i) the acquisition of approximately 14 acres of real property located at 455 Schutt Road Extension, Town of Wallkill, New York (Tax Map No. 50-2-49.22) (the "*Land*") improved by (a) one (1) six-story, approximately 108,900 s.f. residential rental building (the "*Building*") containing 136 affordable residential rental units, amenities and common areas for exclusive use of tenants, and (b) site improvements including 220 surface parking spaces for exclusive use of tenants; (ii)

rehabilitation, reconstruction and equipping of the Building and site improvements including, without limitation, upgrade of units with new bathroom and kitchen cabinets, countertops, fixtures, flooring and appliances, painting, and HVAC, smoke detector and lighting replacement; repair and repainting of Building exterior and installation of new roof and lighting; and upgrades to interior and exterior amenities and common areas (with the Building, collectively, the “**Facility**”); (iii) the acquisition and installation in and on the Facility of furniture, fixtures and equipment (the “**Equipment**” and collectively with the Land and the Facility, the “**Project Facility**”); (B) the granting of certain financial assistance (the “**Financial Assistance**”) in the form of (i) the issuance of tax-exempt revenue bonds (the “**Bonds**”) and incidental taxable revenue bonds in an aggregate principal amount not expected to exceed \$20,000,000 to finance all or a portion of the costs of the Project Facility (including funding capitalized interest for the Project, financing certain costs of issuance, and funding a debt service reserve fund, if any, associated with the Project), and (ii) the grant of exemptions from State and local sales and use tax and mortgage recording tax with respect to the Project; (C) the appointment of the Company or its designee as an agent of the Agency in connection with the acquisition, rehabilitation, reconstruction, equipping and completion of the Project Facility; and (D) the acquisition by the Agency of an interest in the Land and Facility by the Agency pursuant to a lease agreement and the acquisition of an interest in the Equipment pursuant to a bill of sale from the Company and the sale by the Agency of its interest in the Project Facility to the Company pursuant to an installment sale agreement; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law of the State of New York, as amended, and the regulations of the Department of Environmental Conservation of the State of New York promulgated thereunder (collectively referred to hereinafter as “**SEQRA**”), the Agency is required to make a determination with respect to the environmental impact of any “action” (as said quoted term is defined in SEQRA) to be taken by the Agency and the approval of the Project constitutes such an action; and

WHEREAS, the Agency has determined that the approval of the Project constitutes a Type II action as defined in SEQRA, and accordingly, no further review is required; and

WHEREAS, the Project will preserve affordable rental units for seniors, and pursuant to a regulatory agreement between the Company and New York State in connection with an allocation of low income housing tax credits, 58 one-bedroom units will be set aside for persons whose income does not exceed 50% of area median gross income published by the U.S. Department of Housing and Urban Development (“**AMI**”), 58 units two-bedroom units will be set aside at 60% AMI, and the remaining 20 two-bedroom units will be set aside at 80% AMI; and

WHEREAS, the Facility is expected to satisfy the requirements in Section 142 of the Internal Revenue Code of 1986, as amended (the “**Code**”), applicable to a “qualified residential rental project” in order for interest on the Bonds to be excludable from gross income of the owners of the Bonds; and

WHEREAS, pursuant to Article 18-A of the General Municipal Law, the Agency desires to adopt a resolution describing the Project and the Financial Assistance that the Agency is contemplating with respect to the Project; and

WHEREAS, the Agency has not approved undertaking the Project or granting the Financial Assistance; and

WHEREAS, the grant of Financial Assistance to the Project is subject to, among other things, the Agency conducting a public hearing Section 859-a of the Act and finding after a public hearing that the Project will serve the public purposes of the Act by promoting economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State or increasing the overall number of permanent, private sector jobs in the State; and

WHEREAS, interest on the Bonds will not be excludable from gross income for federal income tax purposes unless the issuance of the Bonds is approved by the County Executive of Orange County, New York after the Agency has held a public hearing pursuant to Section 147(f) of the Code on the nature and location of the Project Facility and the issuance of the Bonds; and

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ORANGE COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

SECTION 1. The Company has presented the Application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the Company's Application, the Agency hereby finds and determines that:

(A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(B) The Project constitutes a “project” within the meaning of the Act;

(C) The Agency has the authority to take the actions contemplated herein under the Act; and

(D) The Financial Assistance contemplated with respect to the Project consists of assistance in the form of exemptions from State and local sales and use taxation and mortgage recording tax and the issuance of the Bonds and any incidental taxable revenue bonds. The Company has represented to the Agency that the Financial Assistance will induce the Company to acquire and rehabilitate the Project Facility, thereby preserving jobs and affordable rental housing for seniors in Orange County, New York, and otherwise furthering the purposes of the Agency as set forth in the Act.

SECTION 2. The Agency hereby declares that this Resolution shall represent its declaration of “official intention” in accordance with Treasury Regulation Section 1.150-2. The Agency reasonably expects to reimburse the Company from the proceeds of the Bonds for its expenditures incurred in connection with the Project Facility.

SECTION 3. Each of the Chairperson, Vice Chairperson and/or the Chief Executive Officer of the Agency is hereby authorized, on behalf of the Agency, to hold a public hearing

pursuant to Section 147(f) of the Code and Section 859-a of the Act. A public hearing with respect to the Project and Financial Assistance shall be scheduled with notice thereof published, and such notice, as applicable, shall further be sent to affected tax jurisdictions within which the Project is located.

SECTION 4. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

SECTION 5. Each of the Chairperson, Vice Chairperson and/or the Chief Executive Officer of the Agency is hereby authorized to and may distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution. A copy of this Resolution shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

SECTION 6. In the event that (a) the Company does not proceed to final Agency approval within six (6) months of the date hereof and/or (b) close with the Agency on the proposed Financial Assistance within twelve (12) months of the date hereof, the Agency reserves the right to rescind and cancel this Resolution and all approvals made hereunder or under any other Agency resolution or action.

SECTION 7. These resolutions shall take effect immediately.

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

	<u><i>Yea</i></u>	<u><i>Nay</i></u>	<u><i>Absent</i></u>	<u><i>Abstain</i></u>
Dean Tamburri	X			
Vincent Odock	X			
Marc Greene	X			
Giovanni Palladino	X			
James Rinaldi	X			
Susan Walski	X			
Jeffrey Crist	X			

The Resolutions were thereupon duly adopted.

STATE OF NEW YORK)
COUNTY OF ORANGE) SS:

I, the undersigned Secretary of the Orange County Industrial Development Agency, **DO HEREBY CERTIFY:**


That I have compared the foregoing extract of the minutes of the meeting of the Orange County Industrial Development Agency (the "Agency") including the resolution contained therein, held on the 18th day of October, 2023, with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

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

I FURTHER CERTIFY that there was a quorum of the members of the Agency present throughout said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said Agency this _____ day of October, 2023.



Vincent Odock, Secretary

(S E A L)