

City of Albany Industrial Development Agency

21 Lodge Street
Albany, New York 12207
Telephone: (518) 434-2532
Fax: (518) 434-9846

Tracy Metzger, *Chair*
Susan Pado, *Vice Chair*
Darius Shahinfar, *Treasurer*
Lee Eck, *Secretary*
Dominick Calsolaro
Robert Schofield
Jahkeen Hoke

Sarah Reginelli, *Chief Executive Officer*
Mark Opalka, *Chief Financial Officer*
William Kelly, *Agency Counsel*

To: Darius Shahinfar
Lee Eck
Susan Pado
Tracy Metzger
Dominick Calsolaro

Cc: Robert Schofield
Jahkeen Hoke

Sarah Reginelli
Mark Opalka
William Kelly
Joe Scott
Joe Landy
Andy Corcione
Genevieve Zurowski

Date: May 3, 2019

PLEASE NOTE THAT A PUBLIC HEARING CONCERNING THE FOLLOWING PROJECT(S) WILL BE HELD
At 12:00pm on Wednesday, May 8th, 2019 at 21 Lodge St, Albany, NY 12207
76 North Pearl, LLC

IDA FINANCE COMMITTEE AGENDA

A meeting of the Finance Committee of the City of Albany Industrial Development Agency will be held on Wednesday, May 8th at 12:15 PM at 21 Lodge Street, Albany, NY 12207 (Large Conference Room).

Roll Call

Reading of Minutes of the Finance Committee Meeting of April 10, 2019

Approval of Minutes of the Finance Committee Meeting of April 10, 2019

Report of Chief Financial Officer

- None

Unfinished Business

- A. 76 North Pearl, LLC
 - Possible positive/negative recommendation for Approving Resolutions
- B. TRPS2, LLC
 - Possible positive/negative recommendation for Public Hearing Resolution
- C. FC 705 Broadway, LLC
 - Possible positive/negative recommendation for Public Hearing Resolution

New Business

- A. Consultant Services

Other Business

- A. Agency Update
- B. Legislative Update
- C. Compliance Update

Adjournment

The next regularly scheduled Finance Committee meeting will be held Wednesday, June 12, 2019 at 21 Lodge Street, Albany, NY. Please check the website www.albanyida.com for updated meeting information.

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IDA MINUTES OF FINANCE COMMITTEE MEETING

Wednesday, April 10, 2019 at 12:15 PM

Attending: Darius Shahinfar, Tracy Metzger, and Dominick Calsolaro

Absent: Lee Eck, Susan Pedo

Also Present: Tom Owens, Sarah Reginelli, Mark Opalka, William Kelly, Joe Scott, Joe Landy, Andy Corcione, Genevieve Zurowski, and Mike Bohne

Chair Darius Shahinfar called the Finance Committee meeting of the IDA to order at 12:17 p.m.

Roll Call

Chair Darius Shahinfar reported that all Committee members were present, with the exception of Susan Pedo and Lee Eck.

Reading of Minutes of the March 13, 2019 Finance Committee Meeting

Since the minutes of the previous meeting had been distributed to Committee members in advance for review, Chair Darius Shahinfar made a proposal to dispense with the reading of the minutes.

Approval of Minutes of the March 13, 2019 Finance Committee Meeting

Chair Darius Shahinfar proposed to approve the minutes of the Finance Committee meeting of March 13, 2019. Dominick Calsolaro moved and Tracy Metzger seconded to accept the minutes as presented. A vote being taken, the motion passed unanimously.

Report of Chief Financial Officer

Quarterly Budget Report

Staff gave an overview of the quarterly budget report, which was provided in advance for review.

Unfinished Business

None.

New Business

76 North Pearl, LLC

Staff introduced *76 North Pearl LLC* to the Committee for positive recommendation to the Board for a Public Hearing Resolution. The applicant was present to provide a summary of the project and to answer any questions the Committee may have. The *76 North Pearl LLC* project involves the renovation of a 192,000 square foot commercial office building into 123 apartments, creating 113 construction jobs and 24 new FTE jobs. The Applicant is expected to finalize the selection of a financial institution for lending within the next two weeks. The Committee requested some clarification on the 24 FTEs. Committee and Staff had a robust discussion related to

the benefits and costs of the project in relation to the Mortgage Recording Tax and Sales Tax abatement being requested. The applicant discussed the retail attraction strategy and the rent levels of the apartments with the Committee.

A motion to advance the *76 North Pearl LLC* project to the full board with a positive recommendation for Public Hearing Resolution was made by Dominick Calsolaro, and seconded by Tracy Metzger. A vote being taken, the motion passed unanimously.

TRPS2, LLC

Staff introduced the *TRPS2 LLC* project to the Committee. This project involves the construction of a 45,000 square foot building containing approximately 36-unit apartments and ground-level parking. The *TRPS2 LLC* project will create 160 construction jobs. The Applicant was present to answer any questions that the Committee members may have. Committee suggested requiring a third-party review, as the request entailed an exception to the standard deviation. The Board will discuss the potential third party review at its next meeting. Staff informed the improvements made by neighboring properties and the impact this has in this area.

There was no action taken at this time.

Other Business

Agency Update

The Committee was informed by Staff that 363 Ontario had responded to the Agency's request and is now in compliance. Staff also provided an update regarding the annual reporting for 960 Broadway, LLC, Nipper Apartments, LLC, and 581 Livingston Ave, LLC. Staff advised these projects have been closely monitored by the Agency and are still not in compliance. Staff will provide an overview to the Board at its next meeting.

The Committee discussed recently-passed legislation that would require each industrial development agency to live stream and post video recordings of open meetings and will most likely be in effect January of next year. The Agency has already secured quotes for the purchasing of the technology equipment and implementation cost. Staff also discussed ongoing efforts to create a searchable online interface of documents for all IDA projects.

Staff briefly discussed the proposed legislation regarding the definition of "public works" and Staff will update the Committee as necessary.

Liberty Park Update

Staff and Counsel informed the Committee of the recent communication with relevant parties, and the status of the potential Liberty Park project. Staff will keep the Committee updated with any necessary information.

Correspondence

Committee and Staff discussed the recent correspondence received regarding 40-48 South Pearl Street, LLC project. The Applicant has requested to lower the job count due to difficulty of retail leasing the space following the loss of their initial prospective tenant. Staff will look into the appropriate steps/processes that may be required should the Board decide to grant the request.

There being no further business, the meeting was adjourned at 12:59 p.m.

Respectfully submitted,

Lee Eck, Secretary

TO: City of Albany Industrial Development Finance Committee
FROM: City of Albany Industrial Development Agency Staff
RE: 76 North Pearl, LLC - IDA Application Summary
DATE: January 4, 2019

Applicant: 76 North Pearl, LLC

Managing Members (% of Ownership): Tom Rossi, John Blackburn, and Jeffrey Buell (Each owner controls the General Partnership equally).

Project Location: 76 N Pearl Street, Albany, NY

Project Description: The project involves the renovation of 76 N Pearl Street. The project will take what is currently a 192,000 SF vacant office building and create 123 market rate apartments and a 36,000 SF restaurant/retail commercial space.

Estimated Investment: \$34,543,902 (est)

Community Benefits: Please see the attached CAIDA Project Evaluation and Assistance Framework Staff Analysis for more detail on the Community Benefits metrics below.

- *Revitalization:* The project is located in a Targeted Geography within the City, notably Downtown and in a high vacancy census tract.
- *Job Creation:* The project is committing to the creation of 24 permanent and 113 construction jobs.
- *Investment:* The project is anticipating a project cost of more than \$34 million.

Employment Impact:

- Projected Permanent: 24 FTE jobs
- Projected Retained: N/A
- Projected Construction: 113 jobs

Type of Financing: Straight Lease

Amount of Bonds Requested: None

Estimated Total Purchases Exempt from Sales Tax: \$11,905,714

Estimated Total Mortgage Amount: not to exceed \$22,000,000

Requested PILOT: N/A (Applicant is seeking as-of-right 485a through the City of Albany.)

Estimated Value of Tax Exemptions:

- NYS Sales and Compensating Use Tax: \$952,457
- Mortgage Recording Taxes: \$220,000
- Real Property Taxes: N/A
- Other: N/A

Baseline Requirements:

- Application: Complete
- Meets NYS/CAIDA Requirements: Yes
- Albany 2030 Alignment:
 - Increase job opportunities for all residents.
 - Encourage investment in urban land and buildings for employment and housing.
- Planning Approval Status: Full Planning Board approval
- Meets Project Use Definition: Yes
- Meets “But For” Requirement: Yes, affidavit signed.

Cost Benefit Analysis: See attached Exhibit A: Description of The Project Evaluation and Expected Public Benefits.

Estimated IDA Fee

- Fee amount: \$172,719

CAIDA Mission:The purpose of the Industrial Development Agency is to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing industrial, manufacturing, warehousing, commercial, research and recreation facilities. The Agency aims to protect and promote the health of the inhabitants of the City of Albany by the conservation, protection and improvement of the natural and cultural or historic resources and environment and to control land, sewer, water, air, noise or general environmental pollution derived from the operation of industrial development.

EXHIBIT A

DESCRIPTION OF THE PROJECT EVALUATION AND EXPECTED PUBLIC BENEFITS

76 North Pearl, LLC PROJECT

Pursuant to the City of Albany Industrial Development Agency's (the "Agency") Uniform Criteria for the Evaluation of Projects Policy, the following general uniform criteria were utilized by the "Agency" to evaluate and select the project for which the Agency can provide financial assistance. In the discussions had between the Project Beneficiary and the Agency with respect to the Project Beneficiary's request for Financial Assistance from the Agency with respect to the Project, the Project Beneficiary has represented to the Agency that the Project is expected to provide the following benefits to the Agency and/or to the residents of City of Albany, Albany County, New York (the "Public Benefits"):

Description of Evaluation Criteria/Benefit		Applicable to Project (indicate Yes or No)		Criteria Assessment/ Expected Benefit
1.	Retention direct and indirect of existing jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>Project will increase the level of activity Downtown, thereby promoting the retention of existing jobs.</p> <p>The Company expects that the Project will result in the retention and creation of employment in the retail, restaurant, entertainment and office operations located in the surrounding area.</p>
2.	Creation of direct and indirect new permanent jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>Project will increase the level of activity Downtown, thereby promoting the creation of new permanent jobs.</p> <p>The Project will create 24 new full time equivalent jobs.</p> <p>The Company expects that the Project will result in the retention and creation of employment in the retail, restaurant, entertainment, service and office operations located in the surrounding area.</p>

3.	Estimated value of tax exemptions	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>The exemptions have been weighed against the cumulative benefits of the Project.</p> <p>NYS Sales and Compensating Use Tax Exemption: \$952,457 Mortgage Recording Tax Exemption: \$220,000 Real Property Tax Exemption: N/A</p>
4.	Private sector investment	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Project applicant expects to invest over \$34.5 million of private investment in the Project.
5.	Likelihood of Project being accomplished in a timely fashion	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>High likelihood that Project will be accomplished in a timely fashion.</p> <p>The Project has received a term sheet and letter of intent for Project Financing.</p> <p>The Applicant closed on the purchase of the property in December 2018.</p>
6.	Extent of new revenue provided to local taxing jurisdictions.	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Project will result in new revenue to local taxing jurisdictions under the 485A program through the City of Albany IDA.
7.	Other:	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>The Project will redevelop a vacant property.</p> <p>The Project will increase the consumer base to support local businesses and employers.</p> <p>The Project will have a positive revitalizing effect on the community by developing currently vacant parcel in a strategically identified Downtown location.</p> <p>The Project meets the intent and furthers the implementation of the following City of Albany strategic initiatives: Albany 2030 and the Downtown Revitalization Initiative.</p>



Redburn Development Partners

204 Lafayette Street
Schenectady, NY 12305
518-631-3722

www.redburndev.com

April 1, 2019

Tracy Metzger
Chair
City of Albany Industrial Development Agency
21 Lodge Street
Albany, New York 12207

RE: Request for IDA Assistance for 76 North Pearl Street Project

Dear Ms. Metzger:

Attached is a completed application as well as the appropriate supplementary material required by the City of Albany Industrial Development Agency for the consideration of financial assistance associated with the 76 North Pearl Street project.

As you are aware, the reconstruction of 76 North Pearl Street, better known as the Kenmore Hotel, is the second phase of the much-discussed transformation of Downtown Albany associated with this building. We thank you for all of your support to date. At this time the only assistance our team is requesting from the IDA is a sales tax exemption for construction materials for the duration of the project and a mortgage recording tax exemption.

76 North Pearl Street is a mixed-use rehab that will create 123 market rate apartments and more than 36,000 sqft of commercial space in what is now a completely vacant building. The total cost of the project is \$34.3 million. It is our goal for the street front retail portion of this project to be completed this summer and the apartments to be ready for move in fall of next year.

We strongly believe that bringing an entire block of now vacant storefronts on North Pearl Street back to life sets a great tone that the City of Albany is open for business and is a vibrant, walkable, engaging downtown. The addition of 123 apartment units into the core of downtown the will contribute to a residential mass that will help draw more business into the area and support the local businesses that currently call downtown home.

Please do not hesitate to contact me if you should have any questions or find additional information is needed. I look forward to working with the Agency on this project. Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read 'Jeffrey Buell', with a long, sweeping horizontal line extending to the right.

Jeffrey Buell
Principal
Redburn Development Partners

CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY

APPLICATION

- IMPORTANT NOTICE: The answers to the questions contained in this application are necessary to determine your firm's eligibility for financing and other assistance from the City of Albany Industrial Development Agency. These answers will also be used in the preparation of papers in this transaction. Accordingly, all questions should be answered accurately and completely by an officer or other employee of your firm who is thoroughly familiar with the business and affairs of your firm and who is also thoroughly familiar with the proposed project. This application is subject to acceptance by the Agency.

TO: CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY
c/o Department of Economic Development
21 Lodge Street
Albany, New York 12207

This application by applicant respectfully states:

APPLICANT: 76 North Pearl LLC

APPLICANT'S ADDRESS: 204 Lafayette St

CITY: Schenectady STATE: NY ZIP CODE: 12305

PHONE NO.: 5189448674 FAX NO.: _____ E-MAIL: jbuell@redburndev.com

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

IF APPLICANT IS REPRESENTED BY AN ATTORNEY, COMPLETE THE
FOLLOWING:

NAME OF ATTORNEY: Paul Sciocchetti

ATTORNEY'S ADDRESS: 800 Troy Schenectady Rd Suite 102

CITY: Latham STATE: NY ZIP CODE: 12110

PHONE NO.: (518) 867-3001 FAX NO.: _____ E-MAIL: _____

---NOTE: PLEASE READ THE INSTRUCTIONS ON PAGE 2 HEREOF BEFORE
FILLING OUT THIS FORM.

INSTRUCTIONS

1. The Agency will not approve any application unless, in the judgment of the Agency, said application and the summary contains sufficient information upon which to base a decision whether to approve or tentatively approve an action.
2. Fill in all blanks, using "none" or "not applicable" or "N/A" where the question is not appropriate to the project which is the subject of this application (the "Project").
3. If an estimate is given as the answer to a question, put "(est)" after the figure or answer which is estimated.
4. If more space is needed to answer any specific question, attach a separate sheet.
5. When completed, return one (1) copy of this application to the Agency at the address indicated on the first page of this application.
6. The Agency will not give final approval to this application until the Agency receives a completed environmental assessment form concerning the Project which is the subject of this application.
7. Please note that Article 6 of the Public Officers Law declares that all records in the possession of the Agency (with certain limited exceptions) are open to public inspection and copying. If the applicant feels that there are elements of the Project which are in the nature of trade secrets or information, the nature of which is such that if disclosed to the public or otherwise widely disseminated would cause substantial injury to the applicant's competitive position, the applicant may identify such elements in writing and request that such elements be kept confidential in accordance with Article 6 of the Public Officers Law.
8. The applicant will be required to pay to the Agency all actual costs incurred in connection with this application and the Project contemplated herein (to the extent such expenses are not paid out of the proceeds of the Agency's bonds issued to finance the Project). The applicant will also be expected to pay all costs incurred by general counsel and bond counsel/special counsel to the Agency. The costs incurred by the Agency, including the Agency's general counsel and bond counsel, may be considered as a part of the Project and included as a part of the resultant bond issue.
9. The Agency has established an application fee of One Thousand Five Hundred Dollars (\$1,500) to cover the anticipated costs of the Agency in processing this application. A check or money order made payable to the Agency must accompany each application. **THIS APPLICATION WILL NOT BE ACCEPTED BY THE AGENCY UNLESS ACCOMPANIED BY THE APPLICATION FEE.**

10. The Agency has also established an administrative fee equal to (A) one percent (1%) of the cost of the Project in the case of an Agency Straight Lease Transaction, and (B) one percent (1%) of the aggregate principal amount of the bonds to be issued by the Agency in the case of an Agency Bond Transaction. The Agency has also established an administrative fee for the issuance of refunding bonds for Agency Bond Transactions. The formula for the calculation of the administrative fee for the issuance of refunding bonds is outlined in the Agency's Policy Manual. THESE FEES ARE PAYABLE ON THE CLOSING DATE.

FOR AGENCY USE ONLY

1. Project Number	_____
2. Date application Received by Agency	_____, 20____
3. Date application referred to attorney for review	_____, 20____
4. Date copy of application mailed to members	_____, 20____
5. Date notice of Agency meeting on application posted	_____, 20____
6. Date notice of Agency meeting on application mailed	_____, 20____
7. Date of Agency meeting on application	_____, 20____
8. Date Agency conditionally approved application	_____, 20____
9. Date scheduled for public hearing	_____, 20____
10. Date Environmental Assessment Form ("EAF") received	_____, 20____
11. Date Agency completed environmental review	_____, 20____
12. Date of final approval of application	_____, 20____

SUMMARY OF PROJECT

Applicant: 76 North Pearl LLC

Contact Person: Jeffrey Buell

Phone Number: 518-944-8674

Occupant: 76 North Pearl LLC

Project Location (include Tax Map ID): 76.34-2-16 and 76.34-2-17

Approximate Size of Project Site: 0.73 Acres

Description of Project: The project is a rehab of a +/- 192,000 sqft commercial office building into 123 apartments and approximately 36,000 sqft of commercial space

Type of Project: ☐ Manufacturing ☐ Warehouse/Distribution
☒ Commercial ☐ Not-For-Profit
☐ Other-Specify

Employment Impact: Existing Jobs None (0)
New Jobs Twenty four (24)

Project Cost: \$ 34,543,902

Type of Financing: ☐ Tax-Exempt ☐ Taxable ☒ Straight Lease

Amount of Bonds Requested: \$ N/A

Estimated Value of Tax-Exemptions:

N.Y.S. Sales and Compensating Use Tax:	\$ <u>952,457</u>
Mortgage Recording Taxes:	\$ <u>220,000</u>
Real Property Tax Exemptions:	\$ <u>N/A</u>
Other (please specify):	\$ <u>N/A</u>

Provide estimates for the following:

Number of Full Time Employees at the Project Site before IDA Status:	<u>0</u>
Estimate of Jobs to be Created:	<u>24</u>

Estimate of Jobs to be Retained:	<u>0</u>
Average Estimated Annual Salary of Jobs to be Created:	<u>\$47,000</u>
Annualized Salary Range of Jobs to be Created:	<u>\$23,000-\$75,000</u>
Estimated Average Annual Salary of Jobs to be Retained:	<u>N/A</u>

I. INFORMATION CONCERNING THE PROPOSED OCCUPANT OF THE PROJECT (HEREINAFTER, THE "COMPANY").

A. Identity of Company:

1. Company Name: 76 North Pearl LLC

Present Address: 204 Lafayette St

Zip Code: 12305

Employer's ID No.: 83-1724835

2. If the Company differs from the Applicant, give details of relationship: N/A

3. Indicate type of business organization of Company:

a. _____ Corporation (If so, incorporated in what country?
What State? _____ Date Incorporated? _____ Type of
Corporation? _____ Authorized to do business in New York?
Yes ____; No ____).

b. _____ Partnership (if so, indicate type of partnership _____,
Number of general partners _____, Number of limited partners ____).

c. X Limited liability company,
Date created? 28 Aug 2018.

d. _____ Sole proprietorship

4. Is the Company a subsidiary or direct or indirect affiliate of any other organization(s)? If so, indicate name of related organization(s) and relationship:

The company is a single purpose entity for financing purposes that is controlled by Redburn Development Partners.

B. Management of Company:

1. List all owners, officers, members, directors and partners (complete all columns for each person):

NAME (First, Middle, Last) HOME ADDRESS	OFFICE HELD	OTHER PRINCIPAL BUSINESS
Redburn Real Estate Partners, LP	Limited partnership	
Redburn Real Estate GP, LLC (Tom Rossi, John Blackburn, Jeffrey Buell) - 204 Lafayette St, Schenectady, NY 12305	General partners	Real Estate Development Firm

2. Is the Company or management of the Company now a plaintiff or a defendant in any civil or criminal litigation? Yes ____; No X.

3. Has any person listed above ever been convicted of a criminal offense (other than a minor traffic violation)? Yes ____; No X.

4. Has any person listed above or any concern with whom such person has been connected ever been in receivership or been adjudicated a bankrupt? Yes ____; No X.
(If yes to any of the foregoing, furnish details in a separate attachment).

5. If the answer to any of questions 2 through 4 is yes, please, furnish details in a separate attachment.

C. Principal Owners of Company:

1. Principal owners of Company: Is Company publicly held? Yes ____; No X.
If yes, list exchanges where stock traded:

2. If no, list all stockholders having a 5% or more interest in the Company:

NAME	ADDRESS	PERCENTAGE OF HOLDING
Tom Rossi John Blackburn Jeffrey Buell	Redburn Development Partners 204 Lafayette St Suite 2 Schenectady, NY 12305	The principle owners control the general partner

D. Company's Principal Bank(s) of account:

Pioneer Savings Bank, Capital Bank, Bank of Greene County, SEFCU

II. DATA REGARDING PROPOSED PROJECT

A. Summary: (Please provide a brief narrative description of the Project.)

This project is part of the Kenmore Transformation in downtown Albany. It will create 123 market rate apartments and approximately 36,000 sqft of commercial space. This project is expected to be complete in the Fall of 2020.

B. Location of Proposed Project:

1. Street Address 76 North Pearl Street
2. City of Albany
3. Town of
4. Village of
5. County of Albany
6. Tax Map ID(s): 76.34-2-16 and 76.34-2-17

C. Project Site:

1. Approximate size (in acres or square feet) of Project site: 0.73 Acres
Is a map, survey, or sketch of the project site attached? Yes ____; No X.
2. Are there existing buildings on project site? Yes X; No ____.
 - a. If yes, indicate number and approximate size (in square feet) of each existing building: 192,000 sqft
 - b. Are existing buildings in operation? Yes ____; No X.
If yes, describe present use of present buildings:
 - c. Are existing buildings abandoned? Yes X; No _____. About to be abandoned? Yes ____; No _____. If yes, describe:

The majority of the building has been abandoned since the early 2000s, the athletic club was last operational in 2016. The entire building has been vacant since then.
 - d. Attach photograph of present buildings.

3. Utilities serving project site:
Water-Municipal: Yes
Other (describe)
Sewer-Municipal: Yes
Other (describe)
Electric-Utility: Yes
Other (describe)
Heat-Utility: Yes
Other (describe)
4. Present legal owner of project site: 76 North Pearl LLC
- a. If the Company owns project site, indicate date of purchase: 6 December, 2018; Purchase price: \$ 4,100,000.
- b. If Company does not own the Project site, does Company have option signed with owner to purchase the Project site? Yes ____; No _____. If yes, indicate date option signed with owner: _____, 20____; and the date the option expires: _____, 20_____.
- c. If the Company does not own the project site, is there a relationship legally or by common control between the Company and the present owners of the project site? Yes ____; No _____. If yes, describe:
5. a. Zoning District in which the project site is located: MU-DT
- b. Are there any variances or special permits affecting the site? Yes ____; No X____. If yes, list below and attach copies of all such variances or special permits:

D. Buildings:

1. Does part of the Project consist of a new building or buildings? Yes ____; No X____. If yes, indicate number and size of new buildings:
2. Does part of the Project consist of additions and/or renovations to the existing buildings? Yes X____; No _____. If yes, indicate the buildings to be expanded or renovated, the size of any expansions and the nature of expansion and/or renovation:
- The 2nd-6th floors will be renovated to change the use from office building to apartment dwellings. The first floor and basement will be outfitted for new commercial tenants.
3. Describe the principal uses to be made by the Company of the building or buildings to be acquired, constructed, or expanded:
- The project will create 123 apartments and approximately 36,000 sqft of commercial space

E. Description of the Equipment:

1. Does a part of the Project consist of the acquisition or installation of machinery, equipment or other personal property (the "Equipment")? Yes____; No X. If yes, describe the Equipment:
2. With respect to the Equipment to be acquired, will any of the Equipment be Equipment which has previously been used? Yes____; No____. If yes, please provide detail:

N/A
3. Describe the principal uses to be made by the Company of the Equipment to be acquired or installed:

N/A

F. Project Use:

1. What are the principal products to be produced at the Project?

N/A
2. What are the principal activities to be conducted at the Project?

The project is a mixed-use rehab featuring 123 apartments and 36,000 sqft of commercial space.
3. Does the Project include facilities or property that are primarily used in making retail sales of goods or services to customers who personally visit such facilities? Yes X; No _____. If yes, please provide detail:

The property will provide 123 apartments and 36,000 sqft of commercial space.
4. If the answer to question 3 is yes, what percentage of the cost of the Project will be expended on such facilities or property primarily used in making retail sales of goods or services to customers who personally visit the Project? 100 %
5. If the answer to question 3 is yes, and the answer to question 4 is more than 33.33%, indicate whether any of the following apply to the Project:

a. Will the Project be operated by a not-for-profit corporation? Yes____; No X. If yes, please explain:

b. Is the Project likely to attract a significant number of visitors from outside the economic development region in which the Project will be located? Yes X; No____. If yes, please explain:

The project includes a 300-seat capacity event space that can be used for large events and weddings which often draw large numbers of out of town guests. It also includes a large urban-farm, a first in Albany, which will be available to the public to tour and will likely draw interested visitors from outside Albany.

c. Would the Project occupant, but for the contemplated financial assistance from the Agency, locate the related jobs outside the State of New York? Yes____; No X. If yes, please explain:

d. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the city, town or village within which the Project will be located, because of a lack of reasonably accessible retail trade facilities offering such goods or services? Yes X; No____. If yes, please provide detail:

There are very few event spaces in the capital region capable of hosting 300 guests that isn't created for large corporate events. Having a space like this will draw many of the area's larger events into downtown Albany. Additionally, the farm will provide local residents and restaurants the opportunity to source locally-grown, fresh produce and fish that is grown in an environmentally friendly, aquaponic system.

e. Will the Project be located in one of the following: (i) an area designed as an economic development zone pursuant to Article 18-B of the General Municipal Law; or (ii) 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 (x) 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 (y) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates? Yes X; No____. If yes, please explain:

The project is located in Albany census tract 11 which in 2010 had a poverty rate of 39.3% and an unemployment rate of 28% compared to the state unemployment rate of 7.5%

6. If the answers to any of subdivisions c. through e. of question 5 is yes, 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 X; No____. If yes, please explain:

The project currently has no employees. When complete, the project will add an estimated 24 permanent full and part time jobs as well as drawing a substantial resident and commercial customer base who will inject additional money into the local economy, supporting the hiring of more personnel to support the increased demand on other local commercial establishments.

7. Will the completion of the Project result in the removal of a plant or facility of the Company or another proposed occupant of the Project (a "Project Occupant") from

one area of the State of New York to another area of the State of New York? Yes____; No X. If yes, please explain:

8. Will the completion of the Project result in the abandonment of one or more plants or facilities of the Company located in the State of New York? Yes____; No X. If yes, please provide detail:

9. If the answer to either question 7 or question 8 is yes, indicate whether any of the following apply to the Project:

- a. Is the Project reasonably necessary to preserve the competitive position of the Company or such Project Occupant in its industry? Yes____; No____. If yes, please provide detail:

N/A

- b. Is the Project reasonably necessary to discourage the Company or such Project Occupant from removing such other plant or facility to a location outside the State of New York? Yes____; No____. If yes, please provide detail:

N/A

G. Other Involved Agencies:

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

All approvals are in place from the City of Albany. A gut permit, and framing permit have been issued for this building. Historic part 1 and 2 applications have been approved by SHPO and the National Park Service.

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

All City of Albany approvals have been secured. SHPO and NPS have approved and historic applications.

H. Construction Status:

1. Has construction work on this Project begun? Yes X; No _____. If yes, please discuss in detail the approximate extent of construction and the extent of completion.

Indicate in your answer whether such specific steps have been completed as site clearance and preparation; completion of foundations; installation of footings; etc.:

We have been doing investigative demolition for approximately 3 months and have completed asbestos remediation.

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

Building and land acquisition	\$ 4,100,000
Design (Architecture, engineering, interior)	\$ 296,000
Due diligence (environmental, survey, etc)	\$ 41,500
Demo	\$ 75,000
Marketing	\$ 17,000
Legal	\$ 359,750
TOTAL	\$ 4,889,250

3. Please indicate the date the applicant estimates the Project will be completed:
1 December 2020.

I. Method of Construction After Agency Approval:

1. If the Agency approves the Project which is the subject of this application, there are two methods that may be used to construct the Project. The applicant can construct the Project privately and sell the Project to the Agency upon completion. Alternatively, the applicant can request to be appointed as "agent" of the Agency, in which case certain laws applicable to public construction may apply to the Project. Does the applicant wish to be designated as "agent" of the Agency for purposes of constructing the Project? Yes X; No ____.

2. If the answer to question 1 is yes, does the applicant desire such "agent" status prior to the closing date of the financing? Yes ____; No X.

III. INFORMATION CONCERNING LEASES OR SUBLEASES OF THE PROJECT. (PLEASE COMPLETE THE FOLLOWING SECTION IF THE COMPANY INTENDS TO LEASE OR SUBLEASE ANY PORTION OF THE PROJECT).

A. Does the Company intend to lease or sublease more than 10% (by area or fair market value) of the Project? Yes ____; No X. If yes, please complete the following for each existing or proposed tenant or subtenant:

1. Sublessee name:
Present Address:
City: _____ State: _____ Zip: _____
Employer's ID No.: _____
Sublessee is: ____ Corporation: ____ Partnership: ____ Sole Proprietorship
Relationship to Company: _____

Percentage of Project to be leased or subleased:

Use of Project intended by Sublessee:

Date of lease or sublease to Sublessee:

Term of lease or sublease to Sublessee:

Will any portion of the space leased by this sublessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes____; No____. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II(F)(4) through (6) with respect to such sublessee.

2. Sublessee name:

Present Address:

City: _____ State: _____ Zip:

Employer's ID No.:

Sublessee is:

_____ Corporation: _____ Partnership: _____ Sole Proprietorship

Relationship to Company:

Percentage of Project to be leased or subleased:

Use of Project intended by Sublessee:

Date of lease or sublease to Sublessee:

Term _____ of _____ lease _____ or _____ sublease _____ to

Sublessee:_____

Will any portion of the space leased by this sublessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes____; No____. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II(F)(4) through (6) with respect to such sublessee.

3. Sublessee name:

Present Address:

City: _____ State: _____ Zip:

Employer's ID No.:

Sublessee is:_____ Corporation: _____ Partnership: _____ Sole

Proprietorship

Relationship to Company:

Percentage of Project to be leased or subleased:

Use of Project intended by Sublessee:

Date of lease or sublease to Sublessee:

Term of lease or sublease to Sublessee:

Will any portion of the space leased by this sublessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes____; No____. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II(F)(4) through (6) with respect to such sublessee.

B. What percentage of the space intended to be leased or subleased is now subject to a binding written lease or sublease?

0%

IV. Employment Impact

- A. Indicate the number of people presently employed at the Project site and the **additional** number that will be employed at the Project site at the end of the first and second years after the Project has been completed, using the tables below for (1) employees of the Applicant, (2) independent contractors, and (3) employees of independent contractors. (Do not include construction workers). Also indicate below the number of workers employed at the Project site representing newly created positions as opposed to positions relocated from other project sites of the applicant. Such information regarding relocated positions should also indicate whether such positions are relocated from other project sites financed by obligations previously issued by the Agency.

TYPE OF EMPLOYMENT Employees of Applicant					
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled	Totals
Present Full Time	0	0	0	0	0
Present Part Time	0	0	0	0	0
Present Seasonal	0	0	0	0	0
First Year Full Time	1	1	1	0	3
First Year Part Time	0	0	0	0	0
First Year Seasonal	0	0	0	0	0
Second Year Full Time	1	1	1	0	3
Second Year Part Time	0	0	0	0	0
Second Year Seasonal	0	0	0	0	0

TYPE OF EMPLOYMENT Independent Contractors					
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled	Totals
Present Full Time	0	0	0	0	0
Present Part Time	0	0	0	0	0
Present Seasonal	0	0	0	0	0
First Year Full Time	6	0	0	0	6
First Year Part Time	0	0	0	0	0
First Year Seasonal	0	0	0	0	0
Second Year Full Time	6	0	0	0	6
Second Year Part Time	0	0	0	0	0
Second Year Seasonal	0	0	0	0	0

TYPE OF EMPLOYMENT Employees of Independent Contractors					
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled	Totals
Present Full Time	0	0	0	0	0
Present Part Time	0	0	0	0	0
Present Seasonal	0	0	0	0	0

First Year Full Time	2	2	8	3	15
First Year Part Time	0	0	0	0	0
First Year Seasonal	0	0	0	0	0
Second Year Full Time	2	2	8	3	15
Second Year Part Time	0	0	0	0	0
Second Year Seasonal	0	0	0	0	0

- B. Indicate below (1) the estimated salary and fringe benefit averages or ranges and (2) the estimated number of employees residing in the Capital Region Economic Development Region for all the jobs at the Project site, both retained and created, listed in the tables described in subsection A above for each of the categories of positions listed in the chart below.

RELATED EMPLOYMENT INFORMATION				
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled
Estimated Salary and Fringe Benefit Averages or Ranges	\$58,000	\$43,000	\$37,000	\$32,000
Estimated Number of Employees Residing in the Capital Region Economic Development Region ¹	11	3	7	3

- C. Please describe the projected timeframe for the creation of any new jobs with respect to the undertaking of the Project:

The project is expected to be completed by 1 Dec 2020 and it is anticipated that many of the jobs will be created prior as the team works to fill retail spaces.

¹ The Capital Region Economic Development Region consists of the following counties: Albany, Schenectady, Rensselaer, Greene, Columbia, Saratoga, Warren and Washington.

- D. Please prepare a separate attachment describing in detail the types of employment at the Project site. Such attachment should describe the activities or work performed for each type of employment.

V. Project Cost and Financing Sources

- A. Anticipated Project Costs. State the costs reasonably necessary for the acquisition of the Project site, the construction of the proposed buildings and the acquisition and installation of any machinery and equipment necessary or convenient in connection therewith, and including any utilities, access roads or appurtenant facilities, using the following categories:

<u>Description of Cost</u>	<u>Amount</u>
Land	\$ 357,000
Buildings	\$ 28,287,275
Machinery and equipment costs	\$ 0
Utilities, roads and appurtenant costs	\$ 25,000
Architects and engineering fees	\$ 496,000
Costs of Bond Issue (legal, financial and printing)	\$ 0
Construction loan fees and interest (if applicable)	\$ 2,408,750
Other (specify)	
Insurance, permits, marketing, developer fees, carry costs	\$ 2,969,877
	\$
	\$
TOTAL PROJECT COSTS	\$ 34,543,902

- B. Anticipated Project Financing Sources. State the sources reasonably necessary for the financing of the Project site, the construction of the proposed buildings and the acquisition and installation of any machinery and equipment necessary or convenient in connection therewith, and including any utilities, access roads or appurtenant facilities, using the following categories:

<u>Description of Sources</u>	<u>Amount</u>
Private Sector Financing	\$ <u>22,000,000</u>
Public Sector	
Federal Programs	\$ _____
State Programs	\$ <u>2,000,000</u>
Local Programs	\$ _____
Applicant Equity	\$ <u>10,043,902</u>
Other (specify, e.g., tax credits)	
<u>National Grid Grant</u>	\$ <u>500,000</u>
_____	\$ _____
_____	\$ _____
TOTAL AMOUNT OF PROJECT FINANCING SOURCES	\$ <u>34,543,902</u>

- C. Have any of the above expenditures already been made by the applicant?
Yes X; No _____. If yes, indicate particulars.

The development team has been working on due diligence, design, architecture, site plan, and investigative demolition for more than 18 months.

- D. Amount of loan requested: \$ 22,000,000;

Maturity requested: 5 years.

- E. Has a commitment for financing been received as of this application date, and if so, from whom?

Yes ____; No X. Institution Name: _____

Provide name and telephone number of the person we may contact.

Name: _____ Phone: _____

- F. The percentage of Project costs to be financed from public sector sources is estimated to equal the following: 5.79 %

- G. The total amount estimated to be borrowed to finance the Project is equal to the following: \$ 22,000,000

VI. BENEFITS EXPECTED FROM THE AGENCY

A. Financing

1. Is the applicant requesting that the Agency issue bonds to assist in financing the Project? Yes ____; No X. If yes, indicate:
 - a. Amount of loan requested: ____ Dollars;
 - b. Maturity requested: ____ Years.
2. Is the interest on such bonds intended to be exempt from federal income taxation? N/A Yes ____; No ____.
3. If the answer to question 2 is yes, will any portion of the Project be used for any of the following purposes:
 - a. retail food and beverage services: Yes____; No____
 - b. automobile sales or service: Yes____; No____
 - c. recreation or entertainment: Yes____; No____
 - d. golf course: Yes____; No____
 - e. country club: Yes____; No____
 - f. massage parlor: Yes____; No____
 - g. tennis club: Yes____; No____
 - h. skating facility (including roller skating, skateboard and ice skating): Yes____; No____
 - i. racquet sports facility (including handball and racquetball court): Yes____; No____
 - j. hot tub facility: Yes____; No____
 - k. suntan facility: Yes____; No____
 - l. racetrack: Yes____; No____
4. If the answer to any of the above questions contained in question 3 is yes, please furnish details on a separate attachment.
5. Is the Project located in the City's federally designated Enterprise Zone? Yes____; No X.
6. Is the applicant requesting the Agency to issue federally tax-exempt Enterprise Zone bonds? Yes____; No X.

B. Tax Benefits

1. Is the applicant requesting any real property tax exemption that would not be available to a project that did not involve the Agency? Yes ____; No X.

2. Is the applicant expecting that the financing of the Project will be secured by one or more mortgages? Yes X; No _____. If yes, what is the approximate amount of financing to be secured by mortgages? \$ 22,000,000.

3. Is the applicant expecting to be appointed agent of the Agency for purposes of avoiding payment of N.Y.S. Sales Tax or Compensating Use Tax? Yes X; No _____. If yes, what is the approximate amount of purchases which the applicant expects to be exempt from the N.Y.S. Sales and Compensating Use Taxes? \$ 11,905,714.

4. What is the estimated value of each type of tax-exemption being sought in connection with the Project? Please detail the type of tax-exemption and value of the exemption.

a.	N.Y.S. Sales and Compensating Use Taxes:	\$ <u>952,457</u>
b.	Mortgage Recording Taxes:	\$ <u>220,000</u>
c.	Real Property Tax Exemptions:	\$ <u>N/A</u>
d.	Other (please specify):	\$ <u>N/A</u>
	_____	\$ _____
	_____	\$ _____

5. Are any of the tax-exemptions being sought in connection with the Project inconsistent with the Agency's Uniform Tax Exemption Policy? Yes ____; No X. If yes, please explain.

6. Is the Project located in the City's state designated Empire Zone? Yes ____; No X.

C. Project Cost/Benefit Information. Complete the attached Cost/Benefit Analysis so that the Agency can perform a cost/benefit analysis of undertaking the Project. Such information should consist of a list and detailed description of the benefits of the Agency undertaking the Project (e.g., number of jobs created, types of jobs created, economic development in the area, etc.). Such information should also consist of a list and detailed description of the costs of the Agency undertaking the Project (e.g., tax revenues lost, buildings abandoned, etc.).

VII. REPRESENTATIONS BY THE APPLICANT. The applicant understands and agrees with the Agency as follows:

A. Job Listings. Except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOC") and with the administrative entity (collectively with the DOC, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA"), as replaced by the Workforce Investment Act of 1998 (Public Law 105-220), in which the Project is located.

B. First Consideration for Employment. In accordance with Section 858-b(2) of the New York General Municipal Law, the applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.

C. City Human Rights Law. The applicant has reviewed the provisions of Chapter 48, Article III of the City Code, entitled "The Omnibus Human Rights Law" and agrees to comply with such provisions to the extent that such provisions are applicable to the applicant and the Project.

D. Annual Sales Tax Filings. In accordance with Section 874(8) of the New York General Municipal Law, the applicant understands and agrees that, if the 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 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, including (1) the NYS-45 – Quarterly Combined Withholding, Wage Reporting and Unemployment Insurance Return – for the quarter ending December 31 (the "NYS-45"), and (2) the US Dept. of Labor BLS 3020 Multiple Worksite report if applicable. The applicant also agrees, whenever requested by the Agency, to provide and certify or cause to be provided and certified such information concerning the participation of individuals from minority groups as employees or applicants for employment with regard to the project.

F. Local Labor Information. The applicant is aware of and understands the provisions of Part 24 of the Policy Manual of the Agency. Pursuant to Part 24 of the Policy Manual of the Agency, the applicant agrees to provide information, in form and substance satisfactory to the Agency, relating to construction activities for projects; specifically: (i) the Company's contact person responsible and accountable for providing information about the bidding for and awarding of construction contracts relative to this Application and the Project, (ii) the nature of construction jobs created by the Project, including the number, type, and duration of construction positions; and (iii) submit to the Agency a "Construction Completion Report" listing the names and business locations of prime contractors, subcontractors, and vendors who were engaged in the construction phase of the Project.

G. Additional Fee for Low Income Housing/Tax Credit (9% only) Projects. An annual administrative fee equal to \$10,000 shall be payable annually by the applicant on each January 1 for a term equal to ten (10) years. This annual administrative fee is in addition to the standard administrative fee for Agency Straight Lease Transactions and Agency Bond Transactions and is applicable to Projects which provide for low income housing/tax credit (9% only) projects.

H. Project Benefits Agreement. The applicant agrees to enter into a project benefits agreement with the Agency where the applicant agrees that (1) the amount of Financial

Assistance to be received shall be contingent upon, and shall bear a direct relationship to the success or lack of success of such project in delivering certain described public benefits (the "Public Benefits") and (2) the Agency will be entitled to recapture some or all of the Financial Assistance granted to the applicant if the project is unsuccessful in whole or in part in delivering the promised Public Benefits.

I. Assignment of Agency Abatements. In connection with any Agency Straight Lease Transaction or Agency Bond Transaction, the Agency may grant to the applicant certain exemptions from mortgage recording taxes, sales and use taxes and real property taxes. The applicant understands that the grant of such exemptions by the Agency is intended to benefit the applicant. Subsequently, if the applicant determines to convey the Project and, in connection with such conveyance to assign such exemptions to the purchaser, the applicant understand that any such assignment is subject to review and consent by the Agency, together with the satisfaction of any conditions that may be imposed by the Agency.

J. Post Closing Cost Verification. The applicant agrees (1) the scope of the Project will not vary significantly from the description in the public hearing resolution for the project and (2) to deliver to the Agency within sixty (60) days following the completion date of a project an affidavit providing the total costs of the project. In the event that the amount of the total project costs described in the affidavit at the completion date exceeds the amount described in an affidavit provided by the applicant on the closing date of the project, the applicant agrees to adjust the amounts payable by the applicant to the Agency by such larger amount and to pay to the Agency such additional amounts. In the event that the amount described is less, there shall not be any adjustment to the Agency fees.

K. Representation of Financial Information. Neither this Application nor any other agreement, document, certificate, project financials, or written statement furnished to the Agency or by or on behalf of the applicant in connection with the project contemplated by this Application contains any untrue statement of a material fact or omits to state a material fact necessary in order to make the statements contained herein or therein not misleading. There is no fact within the special knowledge of any of the officers of the applicant which has not been disclosed herein or in writing by them to the Agency and which materially adversely affects or in the future in their opinion may, insofar as they can now reasonably foresee, materially adversely affect the business, properties, assets or condition, financial or otherwise, of the applicant.

L. Agency Financial Assistance Required for Project. The Project would not be undertaken but for the Financial Assistance provided by the Agency or, if the Project could be undertaken without the Financial Assistance provided by the Agency, then the Project should be undertaken by the Agency for the following reasons:

M. Compliance with Article 18-A of the General Municipal Law: The Project, as of the date of this Application, is in substantial compliance with all provisions of article 18-A of the General Municipal including, but not limited to, the provisions of Section 859-a and subdivision one of Section 862; and the provisions of subdivision one of Section 862 of the General Municipal Law will not be violated if Financial Assistance is provided for the Project.

N. Compliance with Federal, State, and Local Laws. The applicant is in substantial compliance with applicable local, state, and federal tax, worker protection, and environmental laws, rules, and regulations.

O. False or Misleading Information. The applicant understands 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 exemptions claimed by reason of Agency involvement in the Project.

P. Absence of Conflicts of Interest. The applicant acknowledges that the members, officers and employees of the Agency are listed on the Agency's website. No member, officer or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:

Q. Additional Information. Additional information regarding the requirements noted in this Application and other requirements of the Agency is included the Agency's Policy Manual which can be accessed at www.albanyida.com.

I affirm under penalty of perjury that all statements made on this application are true, accurate and complete to the best of my knowledge.

By: Jeffrey Buell Applicant
Title: Member

NOTE: APPLICANT MUST ALSO COMPLETE THE APPROPRIATE VERIFICATION
APPEARING ON PAGES 26 THROUGH 29 HEREOF BEFORE A NOTARY PUBLIC AND MUST
SIGN AND ACKNOWLEDGE THE HOLD HARMLESS AGREEMENT APPEARING ON PAGE 30

VERIFICATION

(If Applicant is a Corporation)

STATE OF _____)
) SS.:
COUNTY OF _____)

_____deposes and says that he is the
(Name of chief executive of applicant)

_____of _____,
(Title) (Company Name)

the corporation named in the attached application; that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. Deponent further says that the reason this verification is made by the deponent and not by said company is because the said company is a corporation. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application as well as information acquired by deponent in the course of his duties as an officer of and from the books and papers of said corporation.

(officer of applicant)

Sworn to before me this
_____day of _____, 20__.

(Notary Public)

VERIFICATION

(If applicant is sole proprietor)

STATE OF _____)
) SS.:
COUNTY OF _____)

_____, deposes and says

(Name of Individual)

that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application.

Sworn to before me this
 ____ day of _____, 20__.

(Notary Public)

VERIFICATION

(If applicant is limited liability company)


STATE OF New York) SS.:
COUNTY OF Schenectady

Jeffrey Bell, deposes and says
(Name of Individual)
that he is one of the members of the firm of 76 North Pearl LLC,
(Limited Liability Company)

the limited liability company named in the attached application; that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application as well as information acquired by deponent in the course of his duties as a member of and from the books and papers of said limited liability company.

Sworn to before me this
2nd day of March, 2019




(Notary Public)

VERIFICATION

(If applicant is partnership)

STATE OF _____)

) SS.:

COUNTY OF _____)

_____, deposes and says

(Name of Individual)

that he is one of the members of the firm of _____,

(Partnership Name)

the partnership named in the attached application; that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application as well as information acquired by deponent in the course of his duties as a member of and from the books and papers of said partnership.

Sworn to before me this

____ day of _____, 20__.

(Notary Public)

NOTE: THIS APPLICATION WILL NOT BE ACCEPTED BY THE AGENCY UNLESS THE
HOLD HARMLESS AGREEMENT APPEARING ON PAGE 30 IS SIGNED BY THE APPLICANT.

HOLD HARMLESS AGREEMENT

Applicant hereby releases City of Albany Industrial Development Agency and the members, officers, servants, agents and employees thereof (hereinafter collectively referred to as 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 (i) 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 issue of bonds requested therein are favorably acted upon by the Agency, and (ii) the Agency's financing of the Project described therein; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to find buyers willing to purchase the total bond issue requested, then, and in that event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all actual costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

(Applicant)

BY: _____

Jeffrey Burt

Sworn to before me this
21st day of March, 2021

[Signature]
(Notary Public)



TO: Project Applicants
 FROM: City of Albany Industrial Development Agency
 RE: Cost/Benefit Analysis

In order for the City of Albany Industrial Development Agency (the "Agency") to prepare a Cost/Benefit Analysis for a proposed project (the "Project"), the Applicant must answer the questions contained in this Project Questionnaire (the "Questionnaire") and complete the attached Schedules. This Questionnaire and the attached Schedule will provide information regarding various aspects of the Project, and the costs and benefits associated therewith.

This Questionnaire must be completed before we can finalize the Cost/Benefit Analysis, please complete this Questionnaire and forward it to us at your earliest convenience.

PROJECT QUESTIONNAIRE

1. Name of Project Beneficiary ("Company"):	76 North Pearl LLC
2. Brief Identification of the Project:	Rehab of former office building into 123 market-rate apartments and 36,000 sqft of commercial space
3. Estimated Amount of Project Benefits Sought:	
A. Amount of Bonds Sought:	\$ 0
B. Value of Sales Tax Exemption Sought	\$ 952,457
C. Value of Real Property Tax Exemption Sought	\$ 0
D. Value of Mortgage Recording Tax Exemption Sought	\$ 220,000
4. Likelihood of accomplishing the Project in a timely fashion (please explain):	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Project is fully approved and ready to bid construction.

PROJECTED PROJECT INVESTMENT

A. Land-Related Costs	
1. Land acquisition	\$ 335,500
2. Site preparation	\$ 21,500
3. Landscaping	\$ 0
4. Utilities and infrastructure development	\$ 25,000
5. Access roads and parking development	\$ 0
6. Other land-related costs (describe)	\$ 0

B.	Building-Related Costs	
1.	Acquisition of existing structures	\$ 3,764,500
2.	Renovation of existing structures	\$ 17,488,107
3.	New construction costs	\$ 560,000
4.	Electrical systems	\$ 2,877,630
5.	Heating, ventilation and air conditioning	\$ 2,158,223
6.	Plumbing	\$ 1,438,815
7.	Other building-related costs (describe)	\$ 0
C.	Machinery and Equipment Costs	
1.	Production and process equipment	\$ 0
2.	Packaging equipment	\$ 0
3.	Warehousing equipment	\$ 0
4.	Installation costs for various equipment	\$ 0
5.	Other equipment-related costs (describe)	\$ 0
D.	Furniture and Fixture Costs	
1.	Office furniture	\$ 0
2.	Office equipment	\$ 0
3.	Computers	\$ 0
4.	Other furniture-related costs (describe)	\$ 0
E.	Working Capital Costs	
1.	Operation costs	\$ 0
2.	Production costs	\$ 0
3.	Raw materials	\$ 0
4.	Debt service	\$ 2,408,750
5.	Relocation costs	\$ 0
6.	Skills training	\$ 0
7.	Other working capital-related costs (describe)	\$ 0
F.	Professional Service Costs	
1.	Architecture and engineering	\$ 496,000
2.	Accounting/legal	\$ 359,750
3.	Other service-related costs (describe)	\$ 0
G.	Other Costs	
1.	Insurance, permits, developer fees, carry costs	\$ 2,610,127
2.		\$ 0
H.	Summary of Expenditures	
1.	Total Land-Related Costs	\$ 382,000
2.	Total Building-Related Costs	\$ 28,287,275
3.	Total Machinery and Equipment Costs	\$ 0
4.	Total Furniture and Fixture Costs	\$ 0
5.	Total Working Capital Costs	\$ 2,408,750
6.	Total Professional Service Costs	\$ 855,750
7.	Total Other Costs	\$ 2,610,127

PROJECTED PROFIT

- I. Please provide projected profit as defined by earnings after income tax but before depreciation and amortization:

YEAR	Without IDA benefits	With IDA benefits
1	\$ 393,495	\$ 456,000
2	\$ 399,397	\$ 462,840
3	\$ 405,388	\$ 469,783
4	\$ 411,469	\$ 476,829
5	\$ 417,641	\$ 483,982

PROJECTED CONSTRUCTION EMPLOYMENT IMPACT

- I. Please provide estimates of total construction jobs and the total annual wages and benefits of construction jobs at the Project:

Year	Number of Construction Jobs	Total Annual Wages and Benefits	Estimated Additional NYS Income Tax
Current Year ('19)	113	\$ 2,712,000	\$ 136,674
Year 1 (2020)	113	\$ 2,712,000	\$ 136,674
Year 2		\$	\$
Year 3		\$	\$
Year 4		\$	\$
Year 5		\$	\$

PROJECTED PERMANENT EMPLOYMENT IMPACT

- I. Estimates of the total number of existing permanent jobs to be preserved or retained as a result of the Project are described in the tables in Section IV of the Application.
- II. Estimates of the total new permanent jobs to be created at the Project are described in the tables in Section IV of the Application.

- III. Please provide estimates for the following:

A. Creation of New Job Skills relating to permanent jobs. Please complete Schedule A.

- IV. Provide the projected percentage of employment that would be filled by City of Albany residents:
75%

- A. Provide a brief description of how the project expects to meet this percentage:

We engage in an community based recruiting effort, trying to hire from within the community and the local neighborhood to expand the reach and benefits of the development.

PROJECTED OPERATING IMPACT

I. Please provide estimates for the impact of Project operating purchases and sales:

Additional Purchases (1 st year following project completion)	\$ _____ N/A _____
Additional Sales Tax Paid on Additional Purchases	\$ _____
Estimated Additional Sales (1 st full year following project completion)	\$ _____
Estimated Additional Sales Tax to be collected on additional sales (1 st full year following project completion)	\$ _____

II. Please provide estimates for the impact of Project on existing real property taxes and new payments in lieu of taxes ("Pilot Payments"):

Year	Existing Real Property Taxes (Without IDA involvement)	New Pilot Payments (With IDA)	Total (Difference)
Current Year	N/A	N/A	
Year 1	N/A	N/A	
Year 2	N/A	N/A	
Year 3	N/A	N/A	
Year 4	N/A	N/A	
Year 5	N/A	N/A	
Year 6	N/A	N/A	
Year 7	N/A	N/A	
Year 8	N/A	N/A	
Year 9	N/A	N/A	
Year 10	N/A	N/A	

III. Please provide a detailed description for the impact of other economic benefits and all anticipated community benefits expected to be produced as a result of the Project (attach additional pages as needed for a complete and detailed response): N/A

CERTIFICATION

I certify that I have prepared the responses provided in this Questionnaire and that, to the best of my knowledge; such responses are true, correct, and complete.

I understand that the foregoing information and attached documentation will be relied upon, and constitute inducement for, the Agency in providing financial assistance to the Project. I certify that I am familiar with the Project and am authorized by the Company to provide the foregoing information, and such information is true and complete to the best of my knowledge. I further agree that I will advise the Agency of any changes in such information, and will answer any further questions regarding the Project prior to the closing.

I affirm under penalty of perjury that all statements made on this application are true, accurate and complete to the best of my knowledge.

Date Signed: <u>March 28, 2019.</u>	Name of Person Completing Project Questionnaire on behalf of the Company.
	Name: <u>Jeffrey Bell</u>
	Title: <u>member</u>
	Phone Number: <u>518-944-8674</u>
	Address: <u>204 Lafayette St Schenectady NY</u>
	Signature: <u>Jeffrey Bell</u>

CREATION OF NEW JOB SKILLS

[illegible]

012001.00025 Business 13638594v9





TO: City of Albany Industrial Development Finance Committee
FROM: City of Albany Industrial Development Agency Staff
RE: TRPS2, LLC - IDA Application Summary
DATE: May 3, 2019

Applicant: TSRP2, LLC

Managing Members (% of Ownership): Ronald Stein (100%)

Project Location: 86 Dana Avenue, Albany, NY

Project Description: The project involves the revitalization of four vacant parcels on Dana Avenue. The proposed project includes the construction and installation of a 45,000 sq.ft. apartment building for market-rate, residential housing. The Applicant is proposing 36 one bedroom residential rental units.

Estimated Investment: \$5,583,500 (est)

Estimated Project Real Property Benefit Summary (20 Years):

	Status Quo Taxes (no project)	Project Impact (PILOT Payments)	Net Benefit
Revenue Gain to Taxing Jurisdictions	\$418,339	\$1,588,662	\$1,170,323

	Current Value	Anticipated Future Value*	Net Increase
Property Value Increase	\$357,700	\$3,250,000	\$2,892,300

**Project Impact Assessed Value based on letter from the City of Albany Assessor dated 03-20-19*

At the end of the PILOT period, the project is anticipated to make annual tax payments to the taxing jurisdictions of \$232,454 based on an assessed value of **\$3,250,000** and an annual tax rate of \$71.52.

Community Benefits: Please see the attached CAIDA Project Evaluation and Assistance Framework Staff Analysis for more detail on the Community Benefits metrics below.

- *Revitalization:* The project is located in a Targeted Geography within the City, notably a high vacancy census tract.
- *Job Creation:* The project is committing to the creation of 1 permanent and 160 construction jobs.
- *Investment:* The project is anticipating a project cost of more than \$5.5 million, , the applicant has also committed to the Community Commitments of regional labor and City of Albany labor guarantees.

Employment Impact:

- Projected Permanent: 1 FTE job
- Projected Retained: N/A
- Projected Construction: 160 jobs

Type of Financing: Straight Lease

Amount of Bonds Requested: None

Estimated Total Purchases Exempt from Sales Tax: \$2,405,463

Estimated Total Mortgage Amount: not to exceed \$4,483,500

Requested PILOT: See attached request

Estimated Value of Tax Exemptions:

- NYS Sales and Compensating Use Tax: \$192,437
- Mortgage Recording Taxes: \$44,835
- Real Property Taxes: \$2,212,829
- Other: N/A

Baseline Requirements:

- Application: Complete
- Meets NYS/CAIDA Requirements: Yes
- Albany 2030 Alignment:
 - Increase job opportunities for all residents.
 - Encourage investment in urban land and buildings for employment and housing.
- Planning Approval Status: Full Planning Board approval
- Meets Project Use Definition: Yes
- Meets “But For” Requirement: Yes, affidavit signed.

Cost Benefit Analysis: See attached Exhibit A: Description of The Project Evaluation and Expected Public Benefits.

Estimated IDA Fee

- Fee amount: \$55,835

CAIDA Mission:The purpose of the Industrial Development Agency is to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing industrial, manufacturing, warehousing, commercial, research and recreation facilities. The Agency aims to protect and promote the health of the inhabitants of the City of Albany by the conservation, protection and improvement of the natural and cultural or historic resources and environment and to control land, sewer, water, air, noise or general environmental pollution derived from the operation of industrial development.

EXHIBIT A

DESCRIPTION OF THE PROJECT EVALUATION AND EXPECTED PUBLIC BENEFITS

TRPS2, LLC PROJECT

Pursuant to the City of Albany Industrial Development Agency's (the "Agency") Uniform Criteria for the Evaluation of Projects Policy, the following general uniform criteria were utilized by the "Agency" to evaluate and select the project for which the Agency can provide financial assistance. In the discussions had between the Project Beneficiary and the Agency with respect to the Project Beneficiary's request for Financial Assistance from the Agency with respect to the Project, the Project Beneficiary has represented to the Agency that the Project is expected to provide the following benefits to the Agency and/or to the residents of City of Albany, Albany County, New York (the "Public Benefits"):

Description of Evaluation Criteria/Benefit		Applicable to Project (indicate Yes or No)		Criteria Assessment/ Expected Benefit
1.	Retention direct and indirect of existing jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>Project will increase the level of activity in the Park South neighborhood, thereby promoting the retention of existing jobs.</p> <p>The Company expects that the Project will result in the retention and creation of employment in the retail, restaurant, entertainment and office operations located in the surrounding area.</p>
2.	Creation of direct and indirect new permanent jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>Project will increase the level of activity in the Park South neighborhood, thereby promoting the creation of new permanent jobs.</p> <p>The Project will create 1 new full time equivalent jobs.</p> <p>The Company expects that the Project will result in the retention and creation of employment in the retail, restaurant, entertainment, service and office operations located in the surrounding area.</p>

3.	Estimated value of tax exemptions	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>The exemptions have been weighed against the cumulative benefits of the Project.</p> <p>NYS Sales and Compensating Use Tax Exemption: \$192,437 Mortgage Recording Tax Exemption: \$44,835 Real Property Tax Exemption: \$2,212,829</p>
4.	Private sector investment	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>Project applicant expects to invest over \$5.5 million of private investment in the Project.</p>
5.	Likelihood of Project being accomplished in a timely fashion	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>High likelihood that Project will be accomplished in a timely fashion.</p> <p>The Project has received a term sheet and letter of intent for Project Financing.</p> <p>The Applicant closed on the purchase of the property in 2018.</p>
6.	Extent of new revenue provided to local taxing jurisdictions.	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>Project will result in new revenue to local taxing jurisdictions under the proposed PILOT program through the City of Albany IDA.</p> <p>Project will result in an increase in assessed value from the current total assessment: \$357,000 (Per City of Albany Commissioner of Assessment and Taxation 2018 Assessment Roll) to the estimated improved total assessment: \$3,250,000 (Per City of Albany Commissioner of Assessment and Taxation).</p>

7.	Other:	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>The Project will develop a vacant property and create approximately 36 apartments.</p> <p>The Project has committed to Regional Labor for 90% of the construction work force and to City of Albany Labor for 15% of the construction work force.</p> <p>The Project will increase the consumer base to support local businesses and employers.</p> <p>The Project will have a positive revitalizing effect on the community by developing currently vacant parcels in a strategically identified neighborhood location.</p> <p>The Project meets the intent and furthers the implementation of the following City of Albany strategic initiatives: Albany 2030.</p>
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*****DRAFT - CAIDA Project Evaluation and Assistance Framework Staff Analysis**

Project:	TRPS2, LLC		
Total Score:	11		
*Qualifies for a PILOT Deviation?	YES	**Qualifies for Community Commitment Enhancement?	NO
Total Improved Assessed Value Estimate:	\$3,250,000	Units:	36
Notes/Applicable Program Restrictions:		Improved Assessed Value per Unit Estimate:	\$90,277.78

COMMENTS

Revitalization	Target Geography		
	Distressed Census Tract		Census tract 21 is contiguous to a distressed census tract
	High Vacancy Census Tract	1	Census tract 21 is a high vacancy census tract
	Downtown		
	BID		
	Neighborhood Plan	1	The project is located within the Park South Urban Renewal Plan
	Identified Priority		
	Downtown Residential		
	Tax Exempt/Vacant	1	The Project involves the construction of a building improvements on four vacant parcels
	Identified Catalyst Site	1	Project site is identified directly in the Park South neighborhood plan
	Historic Preservation		
	Community Catalyst	1	Project identified in the PSURP ratified by the Common Council
	Identified Growth Area		
	Manufacturing / Distribution		
	Technology		
	Hospitality		
	Existing Cluster	1	creation/retention perm jobs in industry cluster (medical)
	Conversion to Residential		
	Subtotal	6	
Job Creation	Permanent Jobs		
	3 - 40		project will create 1 FTE
	41-80		
	81 - 120		
	121-180		
	>180		
	Retained Jobs		
	3 - 40	0	
	41-80		
	81 - 120		
	121-180		
	>180		
	Construction Jobs		
	6 - 80	1	
	81 - 160	1	project will create 160 construction jobs
	161 - 240		
	> 241		
	Subtotal	2	
Investment	Financial Commitment		
	2.5M - 10M	1	Total project cost is anticipated to be \$5.83 Million
	10.1M-17.5M		
	17.6M-25M		
	25.1M-30M		
	Subtotal	1	
	Community Commitment		
	MWBE		
	EEO Workforce Utilization		
	Inclusionary Housing		
	Regional Labor	1	Developer commits to Regional Labor for 90% of construction jobs
	City of Albany Labor	1	Developer commits to City of Albany Labor for 15% of construction jobs
	Apprenticeship Program		
	Subtotal	2	**Must achieve subtotal of 3 and threshold of 13 to qualify for Community Commitment enhancement
	Total:	11	*Must achieve threshold of 10 to qualify for deviation
Baseline Requirements	Complete Application	1	
	Meets NYS/CAIDA Requirements	1	
	Albany 2030 Aligned	1	
	Planning Approval	1	
	Meet "Project Use" definition	1	
	"But For" Requirement	1	
		6	

***This analysis is prepared by staff for Board discussion purposes only. The potential scoring represented has not been vetted, agreed upon or in any way approved by the CAIDA Board of Directors



CITY OF ALBANY
DEPARTMENT OF ASSESSMENT
24 EAGLE STREET-ROOM 302
ALBANY, NEW YORK 12207
TELEPHONE (518) 434-5155

KATHY SHEEHAN
MAYOR

TREY KINGSTON
CITY ASSESSOR

March 20, 2019

Joseph Landy
21 Lodge Street
Albany, New York 12207

Re: The Reserve at Park South 2 (74-86 Dana Ave)

Dear Mr. Landy:

At your request, we have reviewed the pro-forma and other spreadsheet data provided by the Applicant with respect to the above referenced project. The following are the salient features of the project:

- An 88-unit apartment complex consisting of:
 - 21 units measuring 940 SF each with monthly rents projected at \$1,300; and
 - 15 units measuring 740 SF each with monthly rents projected at \$1,100.

Based on the above and consistent with the income capitalization methodology utilized by this office for other apartment complex properties throughout the City, we are projecting the current total assessed value for the subject property, consistent with the assumption that the property was in an "as-stabilized" condition as of March 1, 2018 and its value estimate was as of July 1, 2017, to be:

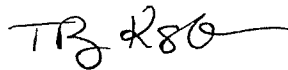
\$3,250,000

For greater clarity, it must be noted that the above total assessed value estimate is provided under the extraordinary assumptions that the improvements are completed as of the pro-forma projected date of completion and are leased to a stabilized occupancy at projected rents at the above date of valuation corresponding to the end of the projected absorption period after the projected date of completion.

As such, all such financial information provided by the Applicant is assumed to be true, correct and reliable and the total assessed value set forth above was predicated, in large measure, based on such data. However, it should be noted that this value may not be valid in other time periods or as conditions change. If new information of significance is brought to this office, the above total assessed value would be subject to change, consistent with such new information.

We trust that the foregoing is sufficient for the IDA's needs. If you have any questions and/or require additional clarification, please do not hesitate to contact us.

Sincerely,

A handwritten signature in black ink, appearing to read "TK 280" followed by a horizontal flourish.

Trey Kingston, Esq.
Assessor

GOLDMAN ATTORNEYS PLLC

Attorneys and Counselors at Law

210 WASHINGTON AVENUE EXTENSION
ALBANY, NEW YORK 12203

TELEPHONE: (518) 431-0941
FAX: (518) 694-4821

Paul J Goldman, Esq.
pgoldman@goldmanpllc.com

April 5, 2019

VIA EMAIL

Mr. Joseph Landy
Senior Economic Developer II
Capitalize Albany Corporation
21 Lodge Street
Albany, New York 12207

RE: IDA Application

Dear Mr. Landy:

In furtherance of the discussion that was had between yourself and Mr. Ronald Stein of TRPS2 LLC, I am enclosing the revised Application, as well as the appropriate supplementary material required by Project Evaluation and Assistance Framework (the "Framework").

Specifically, my client believes that it has satisfied all of the Baseline Requirements since the proposed Project has received final site Planning Board Approval as it is consistent with the Park South Urban Renewal / Redevelopment Plan. I have enclosed the required "But For" statement.

We believe the Project satisfies eleven (11) of the Community Benefit Metrics outlined in the IDA's Project Evaluation and Assistance Framework; (i) High Vacancy Census Tract, (ii) Neighborhood Plan, (iii) Tax Exempt/Vacant, (iv) Identified Catalyst, (v) Existing Cluster, (vi, vii) 81-160 Construction Jobs, (satisfies 2 items), (viii) Financial Commitment \$5.3M (satisfies 1 item), (ix) Regional Labor, and x) City of Albany Labor.

If you have any questions, do not hesitate to call me.

Very truly yours,

GOLDMAN ATTORNEYS PLLC

Paul J. Goldman

PJG
Enclosures

cc: Ronald Stein (w/o encls.)

CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY

APPLICATION

IMPORTANT NOTICE: The answers to the questions contained in this application are necessary to determine your firm's eligibility for financing and other assistance from the City of Albany Industrial Development Agency. These answers will also be used in the preparation of papers in this transaction. Accordingly, all questions should be answered accurately and completely by an officer or other employee of your firm who is thoroughly familiar with the business and affairs of your firm and who is also thoroughly familiar with the proposed project. This application is subject to acceptance by the Agency.

TO: CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY
c/o Department of Economic Development
21 Lodge Street
Albany, New York 12207

This application by applicant respectfully states:

APPLICANT: TRPS2 LLC

APPLICANT'S ADDRESS: 204 Winding Brook Road

CITY: New Rochelle STATE: New York ZIP CODE: 10804

PHONE NO.: 1-917-885-7108 FAX NO.: NA E-MAIL: Ronald.stein@att.net

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

Ron Stein (owner/developer) and Paul Goldman (attorney)

IF APPLICANT IS REPRESENTED BY AN ATTORNEY, COMPLETE THE FOLLOWING:

NAME OF ATTORNEY: Paul J. Goldman, Esq. (Goldman Attorneys PLLC)

ATTORNEY'S ADDRESS: 255 Washington Ave Extension, Suite 108

CITY: Albany STATE: New York ZIP CODE: 12205

PHONE NO.: 518-431-0941 FAX NO.: 518-694-4821 E-MAIL: pgoldman@goldmanpllc.com

NOTE: PLEASE READ THE INSTRUCTIONS ON PAGE 2 HEREOF BEFORE FILLING OUT THIS FORM.

INSTRUCTIONS

1. The Agency will not approve any application unless, in the judgment of the Agency, said application and the summary contains sufficient information upon which to base a decision whether to approve or tentatively approve an action.
2. Fill in all blanks, using “none” or “not applicable” or “N/A” where the question is not appropriate to the project which is the subject of this application (the “Project”).
3. If an estimate is given as the answer to a question, put “(est)” after the figure or answer which is estimated.
4. If more space is needed to answer any specific question, attach a separate sheet.
5. When completed, return one (1) copy of this application to the Agency at the address indicated on the first page of this application.
6. The Agency will not give final approval to this application until the Agency receives a completed environmental assessment form concerning the Project which is the subject of this application.
7. Please note that Article 6 of the Public Officers Law declares that all records in the possession of the Agency (with certain limited exceptions) are open to public inspection and copying. If the applicant feels that there are elements of the Project which are in the nature of trade secrets or information, the nature of which is such that if disclosed to the public or otherwise widely disseminated would cause substantial injury to the applicant’s competitive position, the applicant may identify such elements in writing and request that such elements be kept confidential in accordance with Article 6 of the Public Officers Law.
8. The applicant will be required to pay to the Agency all actual costs incurred in connection with this application and the Project contemplated herein (to the extent such expenses are not paid out of the proceeds of the Agency’s bonds issued to finance the Project). The applicant will also be expected to pay all costs incurred by general counsel and bond counsel/special counsel to the Agency. The costs incurred by the Agency, including the Agency’s general counsel and bond counsel, may be considered as a part of the Project and included as a part of the resultant bond issue.
9. The Agency has established an application fee of One Thousand Five Hundred Dollars (\$1,500) to cover the anticipated costs of the Agency in processing this application. A check or money order made payable to the Agency must accompany each application. **THIS APPLICATION WILL NOT BE ACCEPTED BY THE AGENCY UNLESS ACCOMPANIED BY THE APPLICATION FEE.**
10. The Agency has also established an administrative fee equal to (A) one percent (1%) of the cost of the Project in the case of an Agency Straight Lease Transaction, and (B) one percent (1%) of the aggregate principal amount of the bonds to be

issued by the Agency in the case of an Agency Bond Transaction. The Agency has also established an administrative fee for the issuance of refunding bonds for Agency Bond Transactions. The formula for the calculation of the administrative fee for the issuance of refunding bonds is outlined in the Agency's Policy Manual. THESE FEES ARE PAYABLE ON THE CLOSING DATE.

FOR AGENCY USE ONLY

1. Project Number	_____
2. Date application Received by Agency	_____, 20____
3. Date application referred to attorney for review	_____, 20____
4. Date copy of application mailed to members	_____, 20____
5. Date notice of Agency meeting on application posted	_____, 20____
6. Date notice of Agency meeting on application mailed	_____, 20____
7. Date of Agency meeting on application	_____, 20____
8. Date Agency conditionally approved application	_____, 20____
9. Date scheduled for public hearing	_____, 20____
10. Date Environmental Assessment Form ("EAF") received	_____, 20____
11. Date Agency completed environmental review	_____, 20____
12. Date of final approval of application	_____, 20____

SUMMARY OF PROJECT

Applicant: TRPS2 LLC

Contact Person: Ronald Stein

Phone Number: 1-917-885-7108

Occupant: TRPS2 LLC

Project Location (include Tax Map ID):

74 – 86 Dana Avenue, City of Albany, Albany County, NY 12208

Tax Map ID's: 76.22.4. 9, 10, 11, 13, 14, 15

Approximate Size of Project Site: 45,000 sqft

Description of Project:

Construction and installation of a 36-unit apartment building with 21 one bedroom and 15 studio apartments (approximately 15,000 sqft per floor) and will include a ground level parking garage and 3 residential floors above.

Type of Project: ☐ Manufacturing ☐ Warehouse/Distribution
 ☐ Commercial ☐ Not-For-Profit
 ☒ Other-Specify - Residential

Employment Impact: Existing Jobs: NA

 New Jobs: .5

Project Cost: \$5,583,500

Type of Financing: ☐ Tax-Exempt ☐ Taxable ☒ Straight Lease

Amount of Bonds Requested: NA

Estimated Value of Tax-Exemptions:

N.Y.S. Sales and Compensating Use Tax:	\$ 192,437
Mortgage Recording Taxes:	\$ 44,835
Real Property Tax Exemptions:	\$2,212,829
Other (please specify):	<u>NA</u>

Provide estimates for the following:

Number of Full Time Employees at the Project Site before IDA Status:	<u>NA</u>
Estimate of Jobs to be Created:	<u>.5 (Permanent) and</u> <u>100+ (Construction)</u>
Estimate of Jobs to be Retained:	<u>NA</u>
Average Estimated Annual Salary of Jobs to be Created:	<u>\$45,000</u>
Annualized Salary Range of Jobs to be Created:	<u>\$35,000 - \$50,000</u>
Estimated Average Annual Salary of Jobs to be Retained:	<u>NA</u>

I. INFORMATION CONCERNING THE PROPOSED OCCUPANT OF THE PROJECT (HEREINAFTER, THE "COMPANY").

A. Identity of Company:

1. Company Name: TRPS2 LLC

Present Address: 343 Trenor Drive

Zip Code: New Rochelle, NY 10804

Employer's ID No.: 83-0561126

2. If the Company differs from the Applicant, give details of relationship: Same

3. Indicate type of business organization of Company:

a. NA Corporation (If so, incorporated in what country?

What State? _____ Date Incorporated? _____ Type of Corporation? _____ Authorized to do business in New York? Yes ____; No ____).

b. NA Partnership (if so, indicate type of partnership _____, Number of general partners ____, Number of limited partners ____).

c. X (NYS) Limited liability company,
Date created? May 14, 2018.

d. NA Sole proprietorship

4. Is the Company a subsidiary or direct or indirect affiliate of any other organization(s)? If so, indicate name of related organization(s) and relationship: No

B. Management of Company:

1. List all owners, officers, members, directors and partners (complete all columns for each person):

NAME (First, Middle, Last) HOME ADDRESS	OFFICE HELD	OTHER PRINCIPAL BUSINESS
Ronald Stein 204 Winding Brook Road New Rochelle, NY 10804	Sole Member	NA

2. Is the Company or management of the Company now a plaintiff or a defendant in any civil or criminal litigation? Yes ____; No X

3. Has any person listed above ever been convicted of a criminal offense (other than a minor traffic violation)? Yes ____; No X.

4. Has any person listed above or any concern with whom such person has been connected ever been in receivership or been adjudicated a bankrupt? Yes ____; No X. (If yes to any of the foregoing, furnish details in a separate attachment).

5. If the answer to any of questions 2 through 4 is yes, please, furnish details in a separate attachment. NA

C. Principal Owners of Company:

1. Principal owners of Company: Is Company publicly held? Yes ____; No X. If yes, list exchanges where stock traded:

2. If no, list all stockholders having a 5% or more interest in the Company:

NAME	ADDRESS	PERCENTAGE OF HOLDING
Ronald Stein	204 Winding Brook Road New Rochelle, NY 10804	100%

D. Company's Principal Bank(s) of account: CHASE

II. DATA REGARDING PROPOSED PROJECT

A. Summary: (Please provide a brief narrative description of the Project.)

Construction and installation of a 36-unit apartment building with 21 one bedroom and 15 studio apartments (approximately 15,000 sqft per floor) and will include a ground level parking garage and 3 residential floors above.

B. Location of Proposed Project:

1. Street Address: 74 – 86 Dana Avenue
2. City of: Albany
3. Town of: NA
4. Village of: NA
5. County of: Albany
6. Tax Map ID(s): 76.22.4. 9, 10, 11, 13, 14, 15

C. Project Site:

1. Approximate size (in acres or square feet) of Project site: 15,000 sqft
Is a map, survey, or sketch of the project site attached? Yes X ; No ____.
2. Are there existing buildings on project site? Yes X ; No ____.
 - a. If yes, indicate number and approximate size (in square feet) of each existing building:
- 3 (2 family) homes: 1,600 sqft each condemned and to be demolished as part of project

b. Are existing buildings in operation? Yes ____; No X (Condemned).
If yes, describe present use of present buildings:

c. Are existing buildings abandoned? Yes X ; No _____. About to be abandoned? Yes ____; No _____. If yes, describe:

Condemned and they have been abandoned since at least September 2018.
Vacant - unoccupied parcels of land and buildings that were at least 90% vacant.

d. Attach photograph of present buildings.

See existing Site Plan attached.

3. Utilities serving project site:
Water-Municipal: Municipal – City of Albany
Other (describe)
Sewer-Municipal: Municipal – City of Albany
Other (describe)
Electric-Utility: National Grid
Other (describe)
Heat-Utility: National Grid
Other (describe)
4. Present legal owner of project site: The company (TRPS2 LLC) now owns the entire project site, which was acquired at different times..
- a. If the Company owns project site, indicate date of purchase: from March 2018 through October 2018 ; Purchase price: \$1,063,100.
- b. If Company does not own the Project site, does Company have option signed with owner to purchase the Project site? Yes ____; No _____. If yes, indicate date option signed with owner: _____, 20____; and the date the option expires: _____, 20____.
- c. If the Company does not own the project site, is there a relationship legally or by common control between the Company and the present owners of the project site? Yes ____; No _____. If yes, describe:
5. a. Zoning District in which the project site is located: R-2A within the Park South Planned Development Overlay District.
- b. Are there any variances or special permits affecting the site? Yes ____; No X . If yes, list below and attach copies of all such variances or special permits:

All Approved by Planning Board.

D. Buildings:

1. Does part of the Project consist of a new building or buildings? Yes X ; No _____. If yes, indicate number and size of new buildings: New Building to be constructed
2. Does part of the Project consist of additions and/or renovations to the existing buildings? Yes ____; No X . If yes, indicate the buildings to be expanded or renovated, the size of any expansions and the nature of expansion and/or renovation:
3. Describe the principal uses to be made by the Company of the building or buildings to be acquired, constructed, or expanded: Residential Living and Parking.

E. Description of the Equipment:

1. Does a part of the Project consist of the acquisition or installation of machinery, equipment or other personal property (the "Equipment")? Yes X ; No _____. If yes, describe the Equipment:

Equipment incidental to the installation of the project, such as, without limitation: plumbing, electrical, HVAC, elevators, sprinklers, etc.

2. With respect to the Equipment to be acquired, will any of the Equipment be Equipment which has previously been used? Yes ____; No X . If yes, please provide detail:

3. Describe the principal uses to be made by the Company of the Equipment to be acquired or installed:

Equipment will be used in conjunction with the residential living spaces and parking

F. Project Use:

1. What are the principal products to be produced at the Project? NA

2. What are the principal activities to be conducted at the Project?

Residential living and parking

3. Does the Project include facilities or property that are primarily used in making retail sales of goods or services to customers who personally visit such facilities? Yes X ; No _____. If yes, please provide detail: Will be providing 36 Residential Units

4. If the answer to question 3 is yes, what percentage of the cost of the Project will be expended on such facilities or property primarily used in making retail sales of goods or services to customers who personally visit the Project? 100%

5. If the answer to question 3 is yes, and the answer to question 4 is more than 33.33%, indicate whether any of the following apply to the Project:

- a. Will the Project be operated by a not-for-profit corporation? Yes____; No X . If yes, please explain:
- b. Is the Project likely to attract a significant number of visitors from outside the economic development region in which the Project will be located? Yes____; No X . If yes, please explain:
- c. Would the Project occupant, but for the contemplated financial assistance from the Agency, locate the related jobs outside the State of New York? Yes ____ ; No X . If yes, please explain:
- d. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the city, town or village within which the Project will be located, because of a lack of reasonably accessible retail trade facilities offering such goods or services? Yes X ; No____. If yes, please provide detail: Will be providing market rate apartments where there is demand
- e. Will the Project be located in one of the following: (i) an area designed as an economic development zone pursuant to Article 18-B of the General Municipal Law; or (ii) 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 (x) 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 (y) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates? Yes____; No X . If yes, please explain: _____

Project is part of the Park South Urban Renewal Plan

6. If the answers to any of subdivisions c. through e. of question 5 is yes, 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 X ; No____. If yes, please explain:

The project will retain existing and create new jobs as people move to good, reliable housing, thus either staying or relocating to the City of Albany.

7. Will the completion of the Project result in the removal of a plant or facility of the Company or another proposed occupant of the Project (a "Project Occupant") from one

area of the State of New York to another area of the State of New York? Yes____; No X .
If yes, please explain:

8. Will the completion of the Project result in the abandonment of one or more plants or facilities of the Company located in the State of New York? Yes____; No X . If yes, please provide detail:

9. If the answer to either question 7 or question 8 is yes, indicate whether any of the following apply to the Project:

a. Is the Project reasonably necessary to preserve the competitive position of the Company or such Project Occupant in its industry? Yes____; No____.
If yes, please provide detail: NA

b. Is the Project reasonably necessary to discourage the Company or such Project Occupant from removing such other plant or facility to a location outside the State of New York? Yes____; No____. If yes, please provide detail: NA

G. Other Involved Agencies:

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

- Planning Commission (Site Plan Approval)
-Zoning Board of Appeals (Area Variance)

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

None other than set forth above

H. Construction Status:

1. Has construction work on this Project begun? Yes ____; No X . If yes, please discuss in detail the approximate extent of construction and the extent of completion.

Indicate in your answer whether such specific steps have been completed as site clearance and preparation; completion of foundations; installation of footings; etc.:

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

Approximately \$1,100,000 for the acquisition of the properties and project planning expenses.

3. Please indicate the date the applicant estimates the Project will be completed:
Summer 2020.

I. Method of Construction After Agency Approval:

1. If the Agency approves the Project which is the subject of this application, there are two methods that may be used to construct the Project. The applicant can construct the Project privately and sell the Project to the Agency upon completion. Alternatively, the applicant can request to be appointed as "agent" of the Agency, in which case certain laws applicable to public construction may apply to the Project. Does the applicant wish to be designated as "agent" of the Agency for purposes of constructing the Project? Yes X ; No ____.

2. If the answer to question 1 is yes, does the applicant desire such "agent" status prior to the closing date of the financing? Yes X ; No ____.

III. INFORMATION CONCERNING LEASES OR SUBLEASES OF THE PROJECT. (PLEASE COMPLETE THE FOLLOWING SECTION IF THE COMPANY INTENDS TO LEASE OR SUBLEASE ANY PORTION OF THE PROJECT).

- A. Does the Company intend to lease or sublease more than 10% (by area or fair market value) of the Project? Yes X ; No _____. If yes, please complete the following for each existing or proposed tenant or subtenant:

1. Sublessee name: Market Rate Apartments
Present Address:
City: _____ State: _____ Zip: _____
Employer's ID No.: _____
Sublessee is: _____ Corporation: _____ Partnership: _____ Sole Proprietorship
Relationship to Company: _____

Percentage of Project to be leased or subleased:

Use of Project intended by Sublessee:

Date of lease or sublease to Sublessee:

Term of lease or sublease to Sublessee:

Will any portion of the space leased by this sublessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes____; No____. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II(F)(4) through (6) with respect to such sublessee.

2. Sublessee name: NA

Present Address:

City: _____ State: _____ Zip:

Employer's ID No.:

Sublessee is:

_____ Corporation: _____ Partnership: _____ Sole Proprietorship

Relationship to Company:

Percentage of Project to be leased or subleased:

Use of Project intended by Sublessee:

Date of lease or sublease to Sublessee:

Term of lease or sublease to Sublessee: _____

Will any portion of the space leased by this sublessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes____; No____. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II(F)(4) through (6) with respect to such sublessee.

3. Sublessee name: NA

Present Address:

City: _____ State: _____ Zip:

Employer's ID No.:

Sublessee is: _____ Corporation: _____ Partnership: _____ Sole Proprietorship

Relationship to Company:

Percentage of Project to be leased or subleased:

Use of Project intended by Sublessee:

Date of lease or sublease to Sublessee:

Term of lease or sublease to Sublessee:

Will any portion of the space leased by this sublessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes____; No____. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II(F)(4) through (6) with respect to such sublessee.

B. What percentage of the space intended to be leased or subleased is now subject to a binding written lease or sublease? None.

IV. Employment Impact

A. Indicate the number of people presently employed at the Project site and the **additional** number that will be employed at the Project site at the end of the first and second years after the Project has been completed, using the tables below for (1) employees of the Applicant, (2) independent contractors, and (3) employees of independent contractors. (Do

not include construction workers). Also indicate below the number of workers employed at the Project site representing newly created positions as opposed to positions relocated from other project sites of the applicant. Such information regarding relocated positions should also indicate whether such positions are relocated from other project sites financed by obligations previously issued by the Agency.

TYPE OF EMPLOYMENT Employees of Applicant					
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled	Totals
Present Full Time					0
Present Part Time					0
Present Seasonal					0
First Year Full Time		.5			.5
First Year Part Time					0
First Year Seasonal					0
Second Year Full Time					0
Second Year Part Time			.5		.5
Second Year Seasonal					0

TYPE OF EMPLOYMENT Independent Contractors					
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled	Totals
Present Full Time					0

Present Part Time					0
Present Seasonal					0
First Year Full Time					0
First Year Part Time					0
First Year Seasonal					0
Second Year Full Time					0
Second Year Part Time					0
Second Year Seasonal					0

TYPE OF EMPLOYMENT Employees of Independent Contractors					
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled	Totals
Present Full Time					0
Present Part Time					0
Present Seasonal					0
First Year Full Time					0
First Year Part Time					0
First Year Seasonal					0
Second Year Full Time					0

Second Year Part Time					0
Second Year Seasonal					0

- B. Indicate below (1) the estimated salary and fringe benefit averages or ranges and (2) the estimated number of employees residing in the Capital Region Economic Development Region for all the jobs at the Project site, both retained and created, listed in the tables described in subsection A above for each of the categories of positions listed in the chart below.

RELATED EMPLOYMENT INFORMATION				
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled
Estimated Salary and Fringe Benefit Averages or Ranges	\$50,000 to \$100,000	\$35-60 / hour	\$15-20 / hour	\$10-14 / hour
Estimated Number of Employees Residing in the Capital Region Economic Development Region ¹		.5	.5	

- C. Please describe the projected timeframe for the creation of any new jobs with respect to the undertaking of the Project: .5 in Initial year during creation and 1 in year 2 after occupied

- D. Please prepare a separate attachment describing in detail the types of employment at the Project site. Such attachment should describe the activities or work performed for each type of employment.

¹ The Capital Region Economic Development Region consists of the following counties: Albany, Schenectady, Rensselaer, Greene, Columbia, Saratoga, Warren and Washington.

V. Project Cost and Financing Sources

- A. Anticipated Project Costs. State the costs reasonably necessary for the acquisition of the Project site, the construction of the proposed buildings and the acquisition and installation of any machinery and equipment necessary or convenient in connection therewith, and including any utilities, access roads or appurtenant facilities, using the following categories:

<u>Description of Cost</u>	<u>Amount</u>
Land	\$ <u>1,063,100.00</u>
Buildings	\$ <u>3,876,000.00</u>
Machinery and equipment costs	\$ _____
Utilities, roads and appurtenant costs	\$ _____
Architects and engineering fees	\$ <u>150,000.00</u>
Costs of Bond Issue (legal, financial and printing)	\$ _____
Construction loan fees and interest (if applicable)	\$ _____
Other (specify)	
<u>Demolition, Site Prep, Insurance, Bank Costs,</u>	\$ <u>494,400.00</u>
<u>Landscaping, Marketing, etc.</u>	\$ _____
	\$ _____
TOTAL PROJECT COSTS	\$ <u>5,583,500.00</u>

- B. Anticipated Project Financing Sources. State the sources reasonably necessary for the financing of the Project site, the construction of the proposed buildings and the acquisition and installation of any machinery and equipment necessary or convenient in connection therewith, and including any utilities, access roads or appurtenant facilities, using the following categories:

<u>Description of Sources</u>	<u>Amount</u>
Private Sector Financing	\$ <u>4,483,500.00</u> <u>(Bank Loan)</u>
Public Sector	
Federal Programs	\$ _____
State Programs	\$ _____
Local Programs	\$ _____
Applicant Equity	\$ <u>1,100,000.00</u>
Other (specify, e.g., tax credits)	
_____	\$ _____
_____	\$ _____
_____	\$ _____
TOTAL AMOUNT OF PROJECT FINANCING SOURCES	\$ <u>5,583,500.00</u>

- C. Have any of the above expenditures already been made by the applicant?
Yes X; No _____. If yes, indicate particulars.

\$1,100,000 to date - - property acquisition, survey and engineering fees, insurance,
permits, etc.

- D. Amount of loan requested: \$4,483,500.00;

Maturity requested: 25 years.

- E. Has a commitment for financing been received as of this application date, and if so, from whom?

Yes ____; No X. Institution Name: _____

Provide name and telephone number of the person we may contact.

Name: _____ Phone: _____

- F. The percentage of Project costs to be financed from public sector sources is estimated to equal the following: NA %
- G. The total amount estimated to be borrowed to finance the Project is equal to the following: \$4,483,500.00.

VI. BENEFITS EXPECTED FROM THE AGENCY

A. Financing

1. Is the applicant requesting that the Agency issue bonds to assist in financing the Project? Yes ____; No X. If yes, indicate:
 - a. Amount of loan requested: ____ Dollars;
 - b. Maturity requested: ____ Years.
2. Is the interest on such bonds intended to be exempt from federal income taxation? Yes ____; No _____. NA
3. If the answer to question 2 is yes, will any portion of the Project be used for any of the following purposes: NA
 - a. retail food and beverage services: Yes ____; No ____
 - b. automobile sales or service: Yes ____; No ____
 - c. recreation or entertainment: Yes ____; No ____
 - d. golf course: Yes ____; No ____
 - e. country club: Yes ____; No ____
 - f. massage parlor: Yes ____; No ____
 - g. tennis club: Yes ____; No ____
 - h. skating facility (including roller skating, skateboard and ice skating): Yes ____; No ____
 - i. racquet sports facility (including handball and racquetball court): Yes ____; No ____
 - j. hot tub facility: Yes ____; No ____
 - k. suntan facility: Yes ____; No ____
 - l. racetrack: Yes ____; No ____
4. If the answer to any of the above questions contained in question 3 is yes, please furnish details on a separate attachment. NA
5. Is the Project located in the City's federally designated Enterprise Zone? Yes ____; No X.
6. Is the applicant requesting the Agency to issue federally tax-exempt Enterprise Zone bonds? Yes ____; No X.

B. Tax Benefits

1. Is the applicant requesting any real property tax exemption that would be available to a project that did not involve the Agency? Yes ____; No X.

2. Is the applicant expecting that the financing of the Project will be secured by one or more mortgages? Yes X; No _____. If yes, what is the approximate amount of financing to be secured by mortgages? \$4,483,500.00.

3. Is the applicant expecting to be appointed agent of the Agency for purposes of avoiding payment of N.Y.S. Sales Tax or Compensating Use Tax? Yes X; No _____. If yes, what is the approximate amount of purchases which the applicant expects to be exempt from the N.Y.S. Sales and Compensating Use Taxes? \$2,405,463.00.

4. What is the estimated value of each type of tax-exemption being sought in connection with the Project? Please detail the type of tax-exemption and value of the exemption.

a.	N.Y.S. Sales and Compensating Use Taxes:	\$ <u>192,437</u>
b.	Mortgage Recording Taxes:	\$ <u>44,835</u>
c.	Real Property Tax Exemptions:	\$2,212,829
d.	Other (please specify):	\$NA
	_____	\$ _____
	_____	\$ _____

5. Are any of the tax-exemptions being sought in connection with the Project inconsistent with the Agency's Uniform Tax Exemption Policy? Yes ____; No X. If yes, please explain.

6. Does the Project involve a minimum investment of \$25 million dollars, a minimum of fifteen (15) acres, or a full service hotel? Yes ____; No X. If yes, please provide detail and whether the applicant is seeking a real property tax abatement outside of the Agency's Project Evaluation and Assistance Framework.

7. Is the Project located in the City's state designated Empire Zone? Yes ____; No X.

C. Project Cost/Benefit Information. Complete the attached Cost/Benefit Analysis so that the Agency can perform a cost/benefit analysis of undertaking the Project. Such information should consist of a list and detailed description of the benefits of the Agency undertaking the Project (e.g., number of jobs created, types of jobs created, economic development in the area, community benefits (including community commitment as described in the Agency's Project Evaluation and Assistance Framework), etc.). Such information should also consist of a list and detailed description of the costs of the Agency undertaking the Project (e.g., tax revenues lost, buildings abandoned, etc.).

VII. REPRESENTATIONS BY THE APPLICANT. The applicant understands and agrees with the Agency as follows:

A. Job Listings. Except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the “DOC”) and with the administrative entity (collectively with the DOC, the “JTPA Entities”) of the service delivery area created by the federal job training partnership act (Public Law 97-300) (“JTPA”), as replaced by the Workforce Investment Act of 1998 (Public Law 105-220), in which the Project is located.

B. First Consideration for Employment. In accordance with Section 858-b(2) of the New York General Municipal Law, the applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.

C. City Human Rights Law. The applicant has reviewed the provisions of Chapter 48, Article III of the City Code, entitled “The Omnibus Human Rights Law” and agrees to comply with such provisions to the extent that such provisions are applicable to the applicant and the Project.

D. Annual Sales Tax Filings. In accordance with Section 874(8) of the New York General Municipal Law, the applicant understands and agrees that, if the 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 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, including (1) the NYS-45 – Quarterly Combined Withholding, Wage Reporting and Unemployment Insurance Return – for the quarter ending December 31 (the “NYS-45”), and (2) the US Dept. of Labor BLS 3020 Multiple Worksite report if applicable. The applicant also agrees, whenever requested by the Agency, to provide and certify or cause to be provided and certified such information concerning the participation of individuals from minority groups as employees or applicants for employment with regard to the project.

F. Local Labor Information. The applicant is aware of and understands the provisions of Part 24 of the Policy Manual of the Agency. Pursuant to Part 24 of the Policy Manual of the Agency, the applicant agrees to provide information, in form and substance satisfactory to the Agency, relating to construction activities for projects; specifically: (i) the Company’s contact person responsible and accountable for providing information about the bidding for and awarding of construction contracts relative to this Application and the Project, (ii) the nature of construction jobs created by the Project, including the number, type, and duration of construction positions; and (iii) submit to the Agency a “Construction Completion Report” listing the names and business locations of prime contractors, subcontractors, and vendors who were engaged in the construction phase of the Project.

G. Additional Fee for Low Income Housing/Tax Credit (9% only) Projects. An annual administrative fee equal to \$10,000 shall be payable annually by the applicant on each January 1 for a term equal to ten (10) years. This annual administrative fee is in addition to the standard administrative fee for Agency Straight Lease Transactions and Agency Bond Transactions and is applicable to Projects which provide for low income housing/tax credit (9% only) projects.

H. Project Benefits Agreement. The applicant agrees to enter into a project benefits agreement with the Agency where the applicant agrees that (1) the amount of Financial Assistance to be received shall be contingent upon, and shall bear a direct relationship to the success or lack of success of such project in delivering certain described public benefits (the "Public Benefits") and (2) the Agency will be entitled to recapture some or all of the Financial Assistance granted to the applicant if the project is unsuccessful in whole or in part in delivering the promised Public Benefits.

I. Assignment of Agency Abatements. In connection with any Agency Straight Lease Transaction or Agency Bond Transaction, the Agency may grant to the applicant certain exemptions from mortgage recording taxes, sales and use taxes and real property taxes. The applicant understands that the grant of such exemptions by the Agency is intended to benefit the applicant. Subsequently, if the applicant determines to convey the Project and, in connection with such conveyance to assign such exemptions to the purchaser, the applicant understand that any such assignment is subject to review and consent by the Agency, together with the satisfaction of any conditions that may be imposed by the Agency.

J. Post Closing Cost Verification. The applicant agrees (1) the scope of the Project will not vary significantly from the description in the public hearing resolution for the project and (2) to deliver to the Agency within sixty (60) days following the completion date of a project an affidavit providing the total costs of the project. In the event that the amount of the total project costs described in the affidavit at the completion date exceeds the amount described in an affidavit provided by the applicant on the closing date of the project, the applicant agrees to adjust the amounts payable by the applicant to the Agency by such larger amount and to pay to the Agency such additional amounts. In the event that the amount described is less, there shall not be any adjustment to the Agency fees.

K. Representation of Financial Information. Neither this Application nor any other agreement, document, certificate, project financials, or written statement furnished to the Agency or by or on behalf of the applicant in connection with the project contemplated by this Application contains any untrue statement of a material fact or omits to state a material fact necessary in order to make the statements contained herein or therein not misleading. There is no fact within the special knowledge of any of the officers of the applicant which has not been disclosed herein or in writing by them to the Agency and which materially adversely affects or in the future in their opinion may, insofar as they can now reasonably foresee, materially adversely affect the business, properties, assets or condition, financial or otherwise, of the applicant.

L. Agency Financial Assistance Required for Project. The Project would not be undertaken but for the Financial Assistance provided by the Agency or, if the Project could be undertaken

without the Financial Assistance provided by the Agency, then the Project should be undertaken by the Agency for the following reasons: _____.

M. Compliance with Article 18-A of the General Municipal Law: The Project, as of the date of this Application, is in substantial compliance with all provisions of article 18-A of the General Municipal including, but not limited to, the provisions of Section 859-a and subdivision one of Section 862; and the provisions of subdivision one of Section 862 of the General Municipal Law will not be violated if Financial Assistance is provided for the Project.

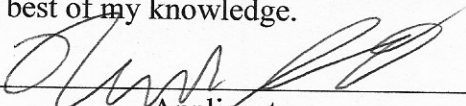
N. Compliance with Federal, State, and Local Laws. The applicant is in substantial compliance with applicable local, state, and federal tax, worker protection, and environmental laws, rules, and regulations.

O. False or Misleading Information. The applicant understands 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 exemptions claimed by reason of Agency involvement in the Project.

P. Absence of Conflicts of Interest. The applicant acknowledges that the members, officers and employees of the Agency are listed on the Agency's website. No member, officer or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described: _____.

Q. Additional Information. Additional information regarding the requirements noted in this Application and other requirements of the Agency is included the Agency's Policy Manual which can be accessed at www.albanyida.com.

I affirm under penalty of perjury that all statements made on this application are true, accurate and complete to the best of my knowledge.


Applicant

By: Ronald Stein, TRPS2 LLC

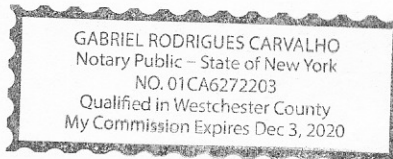
Title: Sole Member

NOTE: APPLICANT MUST ALSO COMPLETE THE APPROPRIATE VERIFICATION APPEARING ON PAGES 27 THROUGH 30 HEREOF BEFORE A NOTARY PUBLIC AND MUST SIGN AND ACKNOWLEDGE THE HOLD HARMLESS AGREEMENT APPEARING ON PAGE 31.

STATE: NEW YORK }
COUNTY: WESTCHESTER } ss:

X 

NOTARY PUBLIC 04.05.19



VERIFICATION

(If Applicant is a Corporation)

STATE OF _____)
) SS.:
COUNTY OF _____)

_____deposes and says that he is the
(Name of chief executive of applicant)

_____of _____,
(Title) (Company Name)

the corporation named in the attached application; that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. Deponent further says that the reason this verification is made by the deponent and not by said company is because the said company is a corporation. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application as well as information acquired by deponent in the course of his duties as an officer of and from the books and papers of said corporation.

(officer of applicant)

Sworn to before me this
____day of _____, 20__.

(Notary Public)

VERIFICATION

(If applicant is sole proprietor)

STATE OF _____)
) SS.:
COUNTY OF _____)

_____, deposes and says

(Name of Individual)

that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application.

Sworn to before me this
___ day of _____, 20__.

(Notary Public)

VERIFICATION

(If applicant is limited liability company)

STATE OF NEW YORK)
) SS.:
COUNTY OF WESTCHESTER)

RONALD STEIN, deposes and says
(Name of Individual)

that he is one of the members of the firm of TRPS2 LLC, a New York


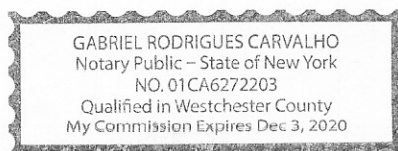
(Limited Liability Company)

the limited liability company named in the attached application; that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application as well as information acquired by deponent in the course of his duties as a member of and from the books and papers of said limited liability company.

TRPS2 LLC



Sworn to before me this
5 day of April, 2019.


(Notary Public)

VERIFICATION

(If applicant is partnership)

STATE OF _____)
) SS.:
COUNTY OF _____)

_____, deposes and says

(Name of Individual)

that he is one of the members of the firm of _____,
(Partnership Name)

the partnership named in the attached application; that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application as well as information acquired by deponent in the course of his duties as a member of and from the books and papers of said partnership.

Sworn to before me this
___ day of _____, 20__.

(Notary Public)

NOTE: THIS APPLICATION WILL NOT BE ACCEPTED BY THE AGENCY UNLESS THE HOLD
HARMLESS AGREEMENT APPEARING ON PAGE 31 IS SIGNED BY THE APPLICANT.

HOLD HARMLESS AGREEMENT

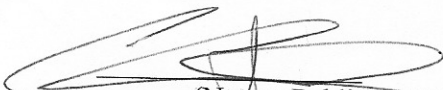
Applicant hereby releases City of Albany Industrial Development Agency and the members, officers, servants, agents and employees thereof (hereinafter collectively referred to as the "Agency") from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (i) 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 issue of bonds requested therein are favorably acted upon by the Agency, and (ii) the Agency's financing of the Project described therein; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to find buyers willing to purchase the total bond issue requested, then, and in that event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all actual costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

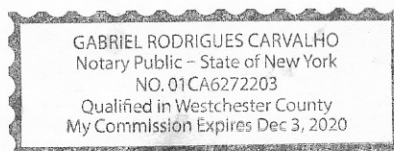
(Applicant) TRPS2 LLC

BY:

Ronald Stein, Member

Sworn to before me this
5 day of April, 2019


(Notary Public)



TO: Project Applicants
 FROM: City of Albany Industrial Development Agency
 RE: Cost/Benefit Analysis

In order for the City of Albany Industrial Development Agency (the “Agency”) to prepare a Cost/Benefit Analysis for a proposed project (the “Project”), the Applicant must answer the questions contained in this Project Questionnaire (the “Questionnaire”) and complete the attached Schedules. This Questionnaire and the attached Schedule will provide information regarding various aspects of the Project, and the costs and benefits associated therewith.

This Questionnaire must be completed before we can finalize the Cost/Benefit Analysis, please complete this Questionnaire and forward it to us at your earliest convenience.

PROJECT QUESTIONNAIRE

1. Name of Project Beneficiary (“Company”):	TRPS2 LLC
2. Brief Identification of the Project:	Construction and installation of a 36-unit apartment building with 21 one bedroom and 15 studio apartments (approximately 15,000 sqft per floor) and will include a ground level parking garage and 3 residential floors above.
3. Estimated Amount of Project Benefits Sought:	
A. Amount of Bonds Sought:	\$ NA
B. Value of Sales Tax Exemption Sought	\$ 192,427
C. Value of Real Property Tax Exemption Sought	\$2,212,829
D. Value of Mortgage Recording Tax Exemption Sought	\$ 44,835
4. Likelihood of accomplishing the Project in a timely fashion (please explain):	Yes <input checked="" type="checkbox"/> No _____. Similar building to The Reserve at Park South located at 85 Dana Ave, Albany NY 12208 that was successfully completed according to the IDA Application. Same Team being used again.

PROJECTED PROJECT INVESTMENT

A. Land-Related Costs	
1. Land acquisition	\$1,063,100
2. Site preparation	\$ 494,400_____
3. Landscaping	\$ _____
4. Utilities and infrastructure development	\$ _____
5. Access roads and parking development	\$ _____
6. Other land-related costs (describe)	\$ _____

B.	Building-Related Costs	
1.	Acquisition of existing structures	\$ _____
2.	Renovation of existing structures	\$ _____
3.	New construction costs	\$3,876,000 _____
4.	Electrical systems	\$ _____
5.	Heating, ventilation and air conditioning	\$ _____
6.	Plumbing	\$ _____
7.	Other building-related costs (describe)	\$ _____
C.	Machinery and Equipment Costs	
1.	Production and process equipment	\$ _____
2.	Packaging equipment	\$ _____
3.	Warehousing equipment	\$ _____
4.	Installation costs for various equipment	\$ _____
5.	Other equipment-related costs (describe)	\$ _____
D.	Furniture and Fixture Costs	
1.	Office furniture	\$ _____
2.	Office equipment	\$ _____
3.	Computers	\$ _____
4.	Other furniture-related costs (describe)	\$ _____
E.	Working Capital Costs	
1.	Operation costs	\$ _____
2.	Production costs	\$ _____
3.	Raw materials	\$ _____
4.	Debt service	\$ _____
5.	Relocation costs	\$ _____
6.	Skills training	\$ _____
7.	Other working capital-related costs (describe)	\$ _____
F.	Professional Service Costs	
1.	Architecture and engineering	\$150,000 _____
2.	Accounting/legal	\$ _____
3.	Other service-related costs (describe)	\$ _____
G.	Other Costs	
1.	_____	\$ _____
2.	_____	\$ _____
H.	Summary of Expenditures	
1.	Total Land-Related Costs	\$1,557,500 _____
2.	Total Building-Related Costs	\$3,876,000 _____
3.	Total Machinery and Equipment Costs	\$ _____
4.	Total Furniture and Fixture Costs	\$ _____
5.	Total Working Capital Costs	\$ _____
6.	Total Professional Service Costs	\$ 150,000 _____
7.	Total Other Costs	\$ _____

PROJECTED PROFIT

- I. Please provide projected profit as defined by earnings after income tax but before depreciation and amortization:

YEAR	Without IDA benefits	With IDA benefits
1	\$ -105,962	\$19,634
2	\$ -95,464	\$32,368
3	\$ -84,900	\$45,489
4	\$ -73,987	\$59,010
5	\$ -62,713	\$72,944

PROJECTED CONSTRUCTION EMPLOYMENT IMPACT

- I. Please provide estimates of total construction jobs and the total annual wages and benefits of construction jobs at the Project:

Year	Number of Construction Jobs	Total Annual Wages and Benefits	Estimated Additional NYS Income Tax
Current Year	80	\$_____TBD_____	\$_____TBD_____
Year 1	80	\$_____TBD_____	\$_____TBD_____
Year 2		\$_____	\$_____
Year 3		\$_____	\$_____
Year 4		\$_____	\$_____
Year 5		\$_____	\$_____

PROJECTED PERMANENT EMPLOYMENT IMPACT

- I. Estimates of the total number of existing permanent jobs to be preserved or retained as a result of the Project are described in the tables in Section IV of the Application.
- II. Estimates of the total new permanent jobs to be created at the Project are described in the tables in Section IV of the Application.
- III. Please provide estimates for the following:
- A. Creation of New Job Skills relating to permanent jobs. Please complete Schedule A.
- IV. Provide the projected percentage of employment that would be filled by City of Albany residents:
- _____
- A. Provide a brief description of how the project expects to meet this percentage:

PROJECTED OPERATING IMPACT

I. Please provide estimates for the impact of Project operating purchases and sales:

Additional Purchases (1 st year following project completion)	\$ _____
Additional Sales Tax Paid on Additional Purchases	\$ _____
Estimated Additional Sales (1 st full year following project completion)	\$ _____
Estimated Additional Sales Tax to be collected on additional sales (1 st full year following project completion)	\$ _____

II. Please provide estimates for the impact of Project on existing real property taxes and new payments in lieu of taxes ("Pilot Payments"): (See Annexed Worksheet)

Year	Existing Real Property Taxes (Without IDA involvement)	New Pilot Payments (With IDA)	Total (Difference)
Current Year	\$16,800	\$0	\$0
Year 1	\$156,435	\$31,109	\$125,326
Year 2	\$159,564	\$31,731	\$127,832
Year 3	\$162,755	\$32,366	\$130,389
Year 4	\$166,010	\$33,013	\$132,997
Year 5	\$169,330	\$33,673	\$135,657
Year 6	\$172,717	\$34,347	\$138,370
Year 7	\$176,171	\$35,034	\$141,137
Year 8	\$179,694	\$35,734	\$143,960
Year 9	\$183,288	\$36,449	\$146,839
Year 10	\$186,954	\$37,178	\$149,776
Year 11	\$190,693	\$46,409	\$144,284
Year 12	\$194,507	\$64,651	\$129,856
Year 13	\$198,397	\$83,605	\$114,793
Year 14	\$202,365	\$94,283	\$108,082
Year 15	\$206,412	\$114,543	\$91,869
Year 16	\$210,541	\$135,575	\$74,965
Year 17	\$214,752	\$157,403	\$57,349
Year 18	\$219,047	\$180,050	\$38,997
Year 19	\$223,427	\$183,651	\$39,777
Year 20	\$227,896	\$187,324	\$40,573
PERMANENT	\$232,454	\$232,454	\$0

III. Please indicate which of the below described community commitments (as defined in the Agency's Project Evaluation and Assistance Framework) will be provided as a result of the Project, and please provide a detailed description of such commitments, together with any other economic benefits and community benefits expected to be produced as a result of the Project (attach additional pages as needed for a complete and detailed response): (See Attached Worksheet and Summary Page)

- ☐ MWBE/DBE Participation
- ☐ EEO Workforce Utilization
- ☐ Inclusionary Housing
- ☒ Regional Labor
- ☒ City of Albany Labor
- ☐ Apprenticeship Program

CERTIFICATION

I certify that I have prepared the responses provided in this Questionnaire and that, to the best of my knowledge; such responses are true, correct, and complete.

I understand that the foregoing information and attached documentation will be relied upon, and constitute inducement for, the Agency in providing financial assistance to the Project. I certify that I am familiar with the Project and am authorized by the Company to provide the foregoing information, and such information is true and complete to the best of my knowledge. I further agree that I will advise the Agency of any changes in such information, and will answer any further questions regarding the Project prior to the closing.

I affirm under penalty of perjury that all statements made on this application are true, accurate and complete to the best of my knowledge.

Date Signed: April 5, 2019.

Name of Person Completing Project Questionnaire on behalf of the Company.

Name: Ron Stein

Title: Member

Phone Number: 917-885-7108

Address: 204 Winding Brook Road, New Rochelle NY

Signature:



SCHEDULE A

CREATION OF NEW JOB SKILLS

Please list the projected new job skills for the new permanent jobs to be created at the Project as a result of the undertaking of the Project by the Company.

[illegible]

Should you need additional space, please attach a separate sheet.

BUT FOR STATEMENT

The Company has submitted its CAIDA Application for Financial Assistance including an exemption from sales and use taxes for the construction of the Project, a payment in lieu of tax under Multi-family Commercial section of the Project Evaluation and Assistance Framework and an exemption from mortgage recording taxes.

The proforma provided by the Company confirms that but for the financial assistance provided by the CAIDA the project would not be financeable as a result of the following factors:

- 1) Project Pro Forma attach hereto as Exhibit A demonstrates that without the PILOT, the Project has a negative debt service coverage ratio ranging from .51 to .71 on the five proforma. This make the Project incapable of obtaining financing. In addition, without the PILOT under the Multi-family Commercial section, the project applicant will be exposed to assessment risk which substantially increases the risk for the construction lender making the Project unfinanceable and unable to receive an appraisal.
- 2) The construction costs at the subject location are necessarily more expensive because the staging of the project is more complicated and the construction must safeguard the existing building improvements on Dana Avenue that are not part of the Project.
- 3) The exemption from sales and use taxes is a critical component of keeping the Project construction costs manageable.

TRPS2, LLC -PILOT Request							
PILOT Year	Tax Rate	Proposed Project					
			Normal Tax				
		Base Assessment	Estimated Total Improved Assessment	Estimated Total Taxes w/o PILOT	Estimated PILOT Payments	Estimated Abatement	% Abatement on Improved Assessment
Construction ⁽¹⁾	\$47.19	-	-	-	-	-	-
1 ⁽²⁾	\$48.13	\$357,000	\$3,250,000	\$156,435	\$31,109	\$125,326	90%
2	\$49.10	\$357,000	\$3,250,000	\$159,564	\$31,731	\$127,832	90%
3	\$50.08	\$357,000	\$3,250,000	\$162,755	\$32,366	\$130,389	90%
4	\$51.08	\$357,000	\$3,250,000	\$166,010	\$33,013	\$132,997	90%
5	\$52.10	\$357,000	\$3,250,000	\$169,330	\$33,673	\$135,657	90%
6	\$53.14	\$357,000	\$3,250,000	\$172,717	\$34,347	\$138,370	90%
7	\$54.21	\$357,000	\$3,250,000	\$176,171	\$35,034	\$141,137	90%
8	\$55.29	\$357,000	\$3,250,000	\$179,694	\$35,734	\$143,960	90%
9	\$56.40	\$357,000	\$3,250,000	\$183,288	\$36,449	\$146,839	90%
10	\$57.52	\$357,000	\$3,250,000	\$186,954	\$37,178	\$149,776	90%
11	\$58.67	\$357,000	\$3,250,000	\$190,693	\$46,409	\$144,284	85%
12	\$59.85	\$357,000	\$3,250,000	\$194,507	\$64,651	\$129,856	75%
13	\$61.05	\$357,000	\$3,250,000	\$198,397	\$83,605	\$114,793	65%
14	\$62.27	\$357,000	\$3,250,000	\$202,365	\$94,283	\$108,082	60%
15	\$63.51	\$357,000	\$3,250,000	\$206,412	\$114,543	\$91,869	50%
16	\$64.78	\$357,000	\$3,250,000	\$210,541	\$135,575	\$74,965	40%
17	\$66.08	\$357,000	\$3,250,000	\$214,752	\$157,403	\$57,349	30%
18	\$67.40	\$357,000	\$3,250,000	\$219,047	\$180,050	\$38,997	20%
19	\$68.75	\$357,000	\$3,250,000	\$223,427	\$183,651	\$39,777	20%
20	\$70.12	\$357,000	\$3,250,000	\$227,896	\$187,324	\$40,573	20%
Permanent	\$71.52	\$357,000	\$3,250,000	\$232,454	\$232,454	\$0	0%
Estimated Total				\$3,800,955	\$1,588,126	\$2,212,829	

COMMUNITY BENEFITS METRICS

- 1) High Vacancy Census Tract. The location of the Project at 74-86 Dana Avenue is located in a High Vacancy Census Tract.
- 2) Neighborhood Plan. The Project is subject to the Park South Urban Renewal Plan.
- 3) Tax Exempt/Vacant. The Project involves the construction of building improvements on four vacant parcels of land known as 74 Dana Avenue (SBL #76.22-4-9), 76 Dana Avenue (SBL # 76.22-4-10), 78 Dana Avenue (SBL #76.22-4-11), 82 Dana Avenue (SBL#76.22-4-13), 84 Dana Avenue (SBL#76.22-4-14), and 86 Dana Avenue (SBL#76.22-4-15).
- 4) Identified Catalyst Site. The Proposed Project is located on Dana Avenue which is an area that contains poor quality housing stock. As part of the Park South area it is subject to the Park South Urban Renewal Plan, the Park South neighborhood development plan and compliment the improvements in that are that have been installed. The Project will accelerate redevelopment in the Park South Area
- 5) Community Catalyst. The Proposed Project is located on Dana Avenue which is an area that contains poor quality housing stock. As part of the Park South area redevelopment area, the Project will accelerate the redevelopment under the Park South Urban Renewal Plan and compliment the improvements in that are that have been installed.
- 6) Existing Cluster. The Proposed Project will create decent and safe housing stock that will facility the educational facilities on New Scotland Avenue (Albany Law School, Albany Medical School and Albany College of Pharmacy) as well providing ancillary benefits for the regional medical facilities such as Albany Medical College and St. Peter's Hospital and the VA Hospital.
- 7) Investment. Per the attached project budget, the Project has an estimated cost of approximately \$5,583,500.
- 8) Regional Labor. The Company will comply with the Regional Labor requirement of the CAIDA Project Evaluation and Assistance Framework.
- 9) City of Albany Labor. The Company will comply with the City of Albany Labor requirement of the CAIDA Project Evaluation and Assistance Framework.
- 10) Employment Construction Jobs. 6-80. The Project will satisfy this requirement for construction jobs.
- 11) Employment Construction Jobs. 81-160. The Project will satisfy this requirement for construction jobs

TO: City of Albany Industrial Development Finance Committee
FROM: City of Albany Industrial Development Agency Staff
RE: FC705 Broadway, LLC - IDA Application Summary
DATE: May 3, 2019

Applicant: FC705 Broadway, LLC

Managing Members (% of Ownership): Melissa F. Zell (50%) and Michael P. Falcone (50%)

Project Location: 705 Broadway, Albany, NY

Project Description: The project involves the construction of a 132 room, limited service hotel at 705 Broadway in Albany. The hotel is an eight story building consisting of 84,534 SF. The hotel will include a guest fitness center and pool, small meeting areas as well as guest dining areas and outdoor seating areas.

Estimated Investment: \$30.4 Million (est)

Estimated Project Real Property Benefit Summary (10 Years):

	Status Quo Taxes (no project)	Project Impact (PILOT Payments)	Net Benefit
Revenue Gain to Taxing Jurisdictions	\$73,644	\$2,782,719	\$2,709,075

	Current Value	Anticipated Future Value*	Net Increase
Property Value Increase	\$134,550	\$16,000,000	\$15,865,450

**Project Impact Assessed Value based on letter from the City of Albany Assessor dated 11-05-18*

At the end of the PILOT period, the project is anticipated to make annual tax payments to the taxing jurisdictions of \$976,596 based on an assessed value of **\$16,000,000** and an annual tax rate of \$61.04.

Community Benefits: Please see the attached CAIDA Project Evaluation and Assistance Framework Staff Analysis for more detail on the Community Benefits metrics below.

- *Revitalization:* The project is located in a Targeted Geography within the City, notably Downtown and in a high vacancy census tract.
- *Job Creation:* The project is committing to the creation of 20 permanent and 100 construction jobs.
- *Investment:* The project is anticipating a project cost of more than \$30.4 million.

Employment Impact:

- Projected Permanent: 25 FTE jobs
- Projected Retained: N/A
- Projected Construction: 100 jobs

Type of Financing: Straight Lease

Amount of Bonds Requested: None

Estimated Total Purchases Exempt from Sales Tax: \$10,000,000

Estimated Total Mortgage Amount: not to exceed \$22,000,000

Requested PILOT: See Attached

Estimated Value of Tax Exemptions:

- NYS Sales and Compensating Use Tax: \$800,000
- Mortgage Recording Taxes: \$220,000
- Real Property Taxes: \$5,989,637
- Other: N/A

Baseline Requirements:

- Application: Complete
- Meets NYS/CAIDA Requirements: Yes
- Albany 2030 Alignment:
 - Increase job opportunities for all residents.
 - Encourage investment in urban land and buildings for employment and housing.
- Planning Approval Status: Full Planning Board approval
- Meets Project Use Definition: Yes
- Meets “But For” Requirement: Yes, affidavit signed.

Cost Benefit Analysis: See attached Exhibit A: Description of The Project Evaluation and Expected Public Benefits.

Estimated IDA Fee

- Fee amount: \$304,150

CAIDA Mission:The purpose of the Industrial Development Agency is to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing industrial, manufacturing, warehousing, commercial, research and recreation facilities. The Agency aims to protect and promote the health of the inhabitants of the City of Albany by the conservation, protection and improvement of the natural and cultural or historic resources and environment and to control land, sewer, water, air, noise or general environmental pollution derived from the operation of industrial development.

EXHIBIT A

DESCRIPTION OF THE PROJECT EVALUATION AND EXPECTED PUBLIC BENEFITS

FC705 BROADWAY, LLC PROJECT

Pursuant to the City of Albany Industrial Development Agency's (the "Agency") Uniform Criteria for the Evaluation of Projects Policy, the following general uniform criteria were utilized by the "Agency" to evaluate and select the project for which the Agency can provide financial assistance. In the discussions had between the Project Beneficiary and the Agency with respect to the Project Beneficiary's request for Financial Assistance from the Agency with respect to the Project, the Project Beneficiary has represented to the Agency that the Project is expected to provide the following benefits to the Agency and/or to the residents of City of Albany, Albany County, New York (the "Public Benefits"):

Description of Evaluation Criteria/Benefit		Applicable to Project (indicate Yes or No)		Criteria Assessment/ Expected Benefit
1.	Retention direct and indirect of existing jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>Project will increase the level of activity Downtown, thereby promoting the retention of existing jobs.</p> <p>The Company expects that the Project will result in the retention and creation of employment in the retail, restaurant, entertainment and office operations located in the surrounding area.</p>
2.	Creation of direct and indirect new permanent jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>Project will increase the level of activity Downtown, thereby promoting the creation of new permanent jobs.</p> <p>The Project will create 25 new full time equivalent jobs.</p> <p>The Company expects that the Project will result in the retention and creation of employment in the retail, restaurant, entertainment, service and office operations located in the surrounding area.</p>

3.	Estimated value of tax exemptions	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>The exemptions have been weighed against the cumulative benefits of the Project.</p> <p>NYS Sales and Compensating Use Tax Exemption: \$800,000 Mortgage Recording Tax Exemption: \$220,000 Real Property Tax Exemption: \$6,055,000</p>
4.	Private sector investment	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>Project applicant expects to invest over \$30.4 million of private investment in the Project.</p>
5.	Likelihood of Project being accomplished in a timely fashion	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>High likelihood that Project will be accomplished in a timely fashion.</p> <p>The Project has received a term sheet and letter of intent for Project Financing.</p> <p>The Applicant closed on the purchase of the property in 2016.</p>
6.	Extent of new revenue provided to local taxing jurisdictions.	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>Project will result in new revenue to local taxing jurisdictions under the proposed PILOT program through the City of Albany IDA.</p> <p>Project will result in an increase in assessed value from the current total assessment: \$384,000 (Per City of Albany Commissioner of Assessment and Taxation 2018 Assessment Roll) to the estimated improved total assessment: \$16,000,000 (Per City of Albany Commissioner of Assessment and Taxation).</p>

7.	Other:	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<p>The Project will develop a vacant property and create approximately 25 FTEs.</p> <p>The Project has committed to Regional Labor for 90% of the construction work force and to City of Albany Labor for 15% of the construction work force.</p> <p>The Project will increase the consumer base to support local businesses and employers.</p> <p>The Project will have a positive revitalizing effect on the community by developing currently vacant parcels in a strategically identified neighborhood location.</p> <p>The Project meets the intent and furthers the implementation of the following City of Albany strategic initiatives: Albany 2030.</p>
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CITY OF ALBANY
DEPARTMENT OF ASSESSMENT
24 EAGLE STREET-ROOM 302
ALBANY, NEW YORK 12207
TELEPHONE (518) 434-5155

KATHY SHEEHAN
MAYOR

TREY KINGSTON
CITY ASSESSOR

November 5, 2018

Joseph Landy
21 Lodge Street
Albany, New York 12207

Re: Hyatt Place Quackenbush Square

Dear Mr. Landy:

At your request, we have reviewed the pro-forma and other spreadsheet data provided by the Applicant with respect to the above referenced project. The following are some of the salient features of the project used to calculate the value below:

- A 132 room hotel;
- 365 days of operation annually;
- \$138.00 average daily rental rate; and
- 65% occupancy rate.

Based on the above and consistent with the income capitalization methodology utilized by this office for other hotel properties throughout the City, we are projecting the current total assessed value for the subject property, consistent with the assumption that the property was in an "as-stabilized" condition as of March 1, 2018 and its value estimate was as of July 1, 2017, to be:

\$16,000,000

For greater clarity, it must be noted that the above total assessed value estimate is provided under the extraordinary assumptions that the improvements are completed as of the pro-forma projected date of completion and are leased to a stabilized occupancy at projected rents at the above date of valuation corresponding to the end of the projected absorption period after the projected date of completion.

As such, all such financial information provided by the Applicant is assumed to be true, correct and reliable and the total assessed value set forth above was predicated, in large measure, based on such data. However, it should be noted that this value may not be valid in other time periods or as

conditions change. If new information of significance is brought to this office, the above total assessed value would be subject to change, consistent with such new information.

We trust that the foregoing is sufficient for the IDA's needs. If you have any questions and/or require additional clarification, please do not hesitate to contact us.

Sincerely,

A handwritten signature in black ink, appearing to read 'TB' followed by a stylized flourish.

Trey Kingston, Esq.
Assessor, City of Albany

December 6, 2018

Tracy Metzger
Chair
City of Albany Industrial Development Agency
21 Lodge Street
Albany, New York 12207

RE: Request for IDA Assistance for FC 705 Broadway, LLC Quackenbush Hotel Project

Dear Ms. Metzger:

Attached is a completed application, as well as the appropriate supplementary material required by the City of Albany Industrial Development Agency for the consideration of financial assistance associated with the FC 705 Broadway, LLC Quackenbush Hotel project.

This application is for the first phase of the Quackenbush Square Development; the 132 room Hotel. In 2015 principals of the Pioneer Companies, a full service real estate company with over 40 years of experience, located in Syracuse, NY, purchased 1.67 acres of vacant land bounded by Broadway to the west, Spencer Street to the north, Montgomery Street to the east and the historic Quackenbush Square buildings to the south. The site had previously been accepted into the New York State Brownfield Cleanup Program. Pioneer completed the site remediation in 2017 at a cost of \$6,000,000 and received a Certificate of Completion in December 2017.

The site's development had gone through numerous iterations prior to our involvement and we have tried several different approaches to create a successful economically sustainable program. Pioneer intends to develop a 132 room select service hotel with construction to begin in spring of 2019. The investment in the hotel will be approximately \$30.4MM.

We are requesting assistance with the hotel project in the form of sales tax exemption; mortgage tax exemption and a Payment in Lieu of Taxes. The project investment is greater than \$25,000,000 and therefore qualifies for a PILOT structure that may be outside of the Project Evaluation and Assistance Framework; this request recognizes that treatment.

To develop a project of this size, scope, complexity and cost in an urban location that is a Targeted Distressed Community presents many challenges. The first hurdle faced was the remediation of the site itself; the significant investment into which was made in good faith and prior to the commitment of any public financial enhancements. The very act of returning the property to a shovel ready, clean site is already a substantial benefit to the community. The hotel will create 25-30 new jobs in a distressed area; the majority of which we hope to fill with local individuals. With the recent redevelopment of historic assets and new construction along Broadway, the established businesses in Quackenbush Square and the new Skyway project this site sits as a focal point to the area's emergence as a thriving urban setting which will act to draw additional investment to the area. The project will add significant usage to the under-utilized Quackenbush garage which will be a direct benefit the City. The hotel will




service events at the Palace Theater and other local venues, the convention center, as well as area businesses.

With construction costs increasing dramatically, the major investment into the remediation of the site and the relative difficulty in attracting both equity and financing providers to a challenging area that is still an untested market, has created economic limitations that require public financial assistance. Without this assistance the project is not economically viable.

We are very excited about this project and working with you and your community. Please do not hesitate to contact me if you should have any questions or find additional information is needed. We look forward to working with the Agency on this project. Thank you.

Sincerely,



Mark W. Roney
Chief Financial Officer

Enclosures

IDA Application
IDA Application Attachment
Operating Proforma
Project Sources & Uses
Project Budget
Request PILOT schedule and comparison
Photos (4) of existing site
Photo of Proposed Lobby
Floor Plans and Architectural Renderings
Planning Board Letter
Site Plan
NYS DEC Certificate of Completion for the Brownfield
Survey
EAF Summary (13 pages)
Subdivision Map-Merger of 16 parcels into one
City of Albany Assessor Letter of Assessment (As Completed)
NYS Attorney General No Action Condominium Letter

CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY

APPLICATION

IMPORTANT NOTICE: The answers to the questions contained in this application are necessary to determine your firm's eligibility for financing and other assistance from the City of Albany Industrial Development Agency. These answers will also be used in the preparation of papers in this transaction. Accordingly, all questions should be answered accurately and completely by an officer or other employee of your firm who is thoroughly familiar with the business and affairs of your firm and who is also thoroughly familiar with the proposed project. This application is subject to acceptance by the Agency.

TO: CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY
c/o Department of Economic Development
21 Lodge Street
Albany, New York 12207

This application by applicant respectfully states:

APPLICANT: FC 705 Broadway, LLC

APPLICANT'S ADDRESS: 333 West Washington Street, Suite 600

CITY: Syracuse STATE: New York ZIP CODE: 13202

PHONE NO: (315) 471-2181 FAX NO: (315) 471-1154 E-MAIL: mark.roney@pioneerco.com

NAME OF PERSON(S) AUTHORIZED TO SPEAK FOR APPLICANT WITH RESPECT TO THIS APPLICATION: **Mark W. Roney**

IF APPLICANT IS REPRESENTED BY AN ATTORNEY, COMPLETE THE FOLLOWING:

NAME OF ATTORNEY: Ms. Cornelia Cahill, Barclay Damon

ATTORNEY'S ADDRESS: 80 State Street

CITY: Albany STATE: NY ZIP CODE: 12207

PHONE NO: (518) 429-4296 FAX NO: (518) 533-2926 E-MAIL: mcahill@barclaydamon.com

NOTE: PLEASE READ THE INSTRUCTIONS ON PAGE 2 HEREOF BEFORE FILLING OUT THIS FORM.

INSTRUCTIONS

1. The Agency will not approve any application unless, in the judgment of the Agency, said application and the summary contains sufficient information upon which to base a decision whether to approve or tentatively approve an action.
2. Fill in all blanks, using "none" or "not applicable" or "N/A" where the question is not appropriate to the project which is the subject of this application (the "Project").
3. If an estimate is given as the answer to a question, put "(est)" after the figure or answer which is estimated.
4. If more space is needed to answer any specific question, attach a separate sheet.
5. When completed, return one (1) copy of this application to the Agency at the address indicated on the first page of this application.
6. The Agency will not give final approval to this application until the Agency receives a completed environmental assessment form concerning the Project which is the subject of this application.
7. Please note that Article 6 of the Public Officers Law declares that all records in the possession of the Agency (with certain limited exceptions) are open to public inspection and copying. If the applicant feels that there are elements of the Project which are in the nature of trade secrets or information, the nature of which is such that if disclosed to the public or otherwise widely disseminated would cause substantial injury to the applicant's competitive position, the applicant may identify such elements in writing and request that such elements be kept confidential in accordance with Article 6 of the Public Officers Law.
8. The applicant will be required to pay to the Agency all actual costs incurred in connection with this application and the Project contemplated herein (to the extent such expenses are not paid out of the proceeds of the Agency's bonds issued to finance the Project). The applicant will also be expected to pay all costs incurred by general counsel and bond counsel/special counsel to the Agency. The costs incurred by the Agency, including the Agency's general counsel and bond counsel, may be considered as a part of the Project and included as a part of the resultant bond issue.
9. The Agency has established an application fee of One Thousand Five Hundred Dollars (\$1,500) to cover the anticipated costs of the Agency in processing this application. A check or money order made payable to the Agency must accompany each application. **THIS APPLICATION WILL NOT BE ACCEPTED BY THE AGENCY UNLESS ACCOMPANIED BY THE APPLICATION FEE.**
10. The Agency has also established an administrative fee equal to (A) one percent (1%) of the cost of the Project in the case of an Agency Straight Lease Transaction, and (B) one percent (1%) of the aggregate principal amount of the

bonds to be issued by the Agency in the case of an Agency Bond Transaction. The Agency has also established an administrative fee for the issuance of refunding bonds for Agency Bond Transactions. The formula for the calculation of the administrative fee for the issuance of refunding bonds is outlined in the Agency's Policy Manual. **THESE FEES ARE PAYABLE ON THE CLOSING DATE.**

FOR AGENCY USE ONLY

1. Project Number	
2. Date application Received by Agency	_____, 20____
3. Date application referred to attorney for review	_____, 20____
4. Date copy of application mailed to members	_____, 20____
5. Date notice of Agency meeting on application posted	_____, 20____
6. Date notice of Agency meeting on application mailed	_____, 20____
7. Date of Agency meeting on application	_____, 20____
8. Date Agency conditionally approved application	_____, 20____
9. Date scheduled for public hearing	_____, 20____
10. Date Environmental Assessment Form ("EAF") received	_____, 20____
11. Date Agency completed environmental review	_____, 20____
12. Date of final approval of application	_____, 20____

SUMMARY OF PROJECT

Applicant: **FC 705 Broadway LLC**

Contact Person: **Mark W. Roney**

Phone Number: **315-200-1851**

Occupant: **(outlined in section I-A)**

Project Location (include Tax Map ID): **705 Broadway 76.27-1-18**

Approximate Size of Project Site: **Commercial Condo 85,000 SF; .53 acres site (0.39 acres site)**

Description of Project: **See Exhibit B attached**

Type of Project: ☐ Manufacturing ☐ Warehouse/Distribution
☒ Commercial ☐ Not-For-Profit
☒ Other-Specify Hospitality

Employment Impact: Existing Jobs: 0

New Jobs: **20 full time and 10 part time**

Project Cost: \$ 30,415,000

Type of Financing: ☐ Tax-Exempt ☐ Taxable ☒ Straight Lease

Amount of Bonds Requested: \$ 0

Estimated Value of Tax-Exemptions:

N.Y.S. Sales and Compensating Use Tax:	<u>\$ 800,000</u>	
Mortgage Recording Taxes:	<u>\$ 220,000</u>	
Real Property Tax Exemptions:	<u>\$ 6,055,000</u>	5,989,637
Other (please specify):	<u>\$ 0</u>	

Provide estimates for the following:

Number of Full Time Employees at the Project Site before IDA Status:	<u>0</u>
Estimate of Jobs to be Created:	<u>30 *</u>
Estimate of Jobs to be Retained:	<u>0</u>
Average Estimated Annual Salary of Jobs to be Created:	<u>\$35,000</u>
Annualized Salary Range of Jobs to be Created:	<u>\$85,000 - \$25,000</u>
Estimated Average Annual Salary of Jobs to be Retained:	<u>\$0</u>

*** 25 Full-Time Equivalents (FTEs)**
(or 20 full-time employees plus 10 part-time employees)

I. INFORMATION CONCERNING THE PROPOSED OCCUPANT OF THE PROJECT (HEREINAFTER, THE "COMPANY").

A. Identity of Company:

1. Company Name: **705 Broadway Hotel, LLC**

Present Address: **c/o Pioneer Companies
333 West Washington Street
Syracuse, NY**

Zip Code: **13202**

Employer's ID No.: **82-0765221**

2. If the Company differs from the Applicant, give details of relationship:
The property is currently owned by FC 705 Broadway, LLC which is owned 50.0% by Melissa F. Zell and 50.0% by Michael P. Falcone; they will continue to be the controlling owners of the entity that will ultimately own the hotel condominium. The details of that entity are indicated above. The transfer to the 705 Broadway Hotel entity will take place at the time of closing the IDA lease and the financing for the hotel.

3. Indicate type of business organization of Company:

a. _____ Corporation (If so, incorporated in what country?
What State? _____ Date Incorporated? _____ Type of
Corporation? _____ Authorized to do business in New York?
Yes ____ ; No ____).

b. ____ Partnership (if so, indicate type of partnership _____,
Number of general partners _____, Number of limited partners ____).

c. ☒ Limited liability company(ies),
Date created? April 26, 2016

d. _____ Sole proprietorship

4. Is the Company a subsidiary or direct or indirect affiliate of any other organization(s)? If so, indicate name of related organization(s) and relationship:

B. Management of Company:

1. List all owners, officers, members, directors and partners (complete all columns for each person):

NAME (First, Middle, Last) HOME ADDRESS	OFFICE HELD	OTHER PRINCIPAL BUSINESS
Melissa F. Zell	Member, Manager	Pioneer Real Estate Companies
Michael P. Falcone	Member, Manager	Pioneer Real Estate Companies
Mark W. Roney	CFO	Pioneer Real Estate Companies

2. Is the Company or management of the Company now a plaintiff or a defendant in any civil or criminal litigation? Yes ____; No **X**.

3. Has any person listed above ever been convicted of a criminal offense (other than a minor traffic violation)? Yes ____; No **X**.

4. Has any person listed above or any concern with whom such person has been connected ever been in receivership or been adjudicated a bankrupt? Yes ____; No **X**.
(If yes to any of the foregoing, furnish details in a separate attachment).

5. If the answer to any of questions 2 through 4 is yes, please, furnish details in a separate attachment.

C. Principal Owners of Company:

1. Principal owners of Company: Is Company publicly held? Yes ____; No **X**.
If yes, list exchanges where stock traded:

2. If no, list all stockholders having a 5% or more interest in the Company:

NAME	ADDRESS	PERCENTAGE OF HOLDING
Melissa F. Zell	1265 Oak Bluff Skaneateles, NY 13152	50.0
Michael P. Falcone	3047 West Lake Road Skaneateles, NY 13152	50.0

D. Company's Principal Bank(s) of account:

M&T Bank

II. DATA REGARDING PROPOSED PROJECT

A. Summary: (Please provide a brief narrative description of the Project.)

Principals of the Pioneer Companies of Syracuse NY purchased the 1.67 acre site that is part of historic Quackenbush Square bounded by Broadway, Spencer and Montgomery streets. The site had been accepted into New York State's Brownfield program prior to Pioneer's involvement. The entire site was remediated at a cost of \$6,000,000 during 2017 and a Certificate of Completion was issued by the NYS Department of Environmental Conservation in December 2017. This project application is for a 132 key Hyatt Place hotel on the corner of Montgomery Street and Spencer Street at a total project cost of approximately \$30,500,000 financed with a combination of owner equity, investor equity, conventional debt and grants. For a more thorough description of the project, please refer to Exhibit B, Section II-A attached.

B. Location of Proposed Project:

1. Street Address: **705 Broadway (Bounded by Spencer & Montgomery)**
2. City of : **Albany**
3. Town of: **N/A**
4. Village of: **N/A**
5. County of: **Albany**
6. Tax Map ID(s): **All parcels have been merged into one: 76.27-1-18. Ultimately upon completion of construction each commercial condominium will have a distinct tax map number.**

C. Project Site:

1. Approximate size (in acres or square feet) of Project site: .53 acres. (0.39 acres)
Is a map, survey, or sketch of the project site attached? Yes X; No ____.
2. Are there existing buildings on project site? Yes ____; No X.
 - a. If yes, indicate number and approximate size (in square feet) of each existing building: **N/A**
 - b. Are existing buildings in operation? **N/A** Yes ____; No ____.
If yes, describe present use of present buildings: **N/A**
 - c. Are existing buildings abandoned? **N/A** Yes ____; No _____. About to be abandoned? Yes ____; No _____. If yes, describe: **N/A**
 - d. Attach photograph of present buildings. **N/A**
3. Utilities serving project site:
Water-Municipal: **City of Albany Water Board**
Other (describe) **Albany County Water Purification District**
Sewer-Municipal: **City of Albany Water Board**
Other (describe) **Albany County Water Purification District**
Electric-Utility: **National Grid**

Other (describe)
Heat-Utility: **National Grid**
Other (describe)

4. Present legal owner of project site: **FC 705 Broadway, LLC**

a. If the Company owns project site, indicate date of purchase:
December, 2015; Purchase price: \$ 4,500,000.

b. If Company does not own the Project site, does Company have option signed with owner to purchase the Project site? Yes ____; No _____. If yes, indicate date option signed with owner: _____, 20____; and the date the option expires: _____, 20____.

c. If the Company does not own the project site, is there a relationship legally or by common control between the Company and the present owners of the project site? Yes ____; No _____. If yes, describe:

5. a. Zoning District in which the project site is located:
DT-MU (Downtown Mixed-Use)

b. Are there any variances or special permits affecting the site? Yes X No _____. If yes, list below and attach copies of all such variances or special permits:

1. **Design Review of Tall Building – permit attached (No longer required)**
2. **Planning Board Approval - attached (Revised Approval 4/23/2019)**

D. Buildings:

1. Does part of the Project consist of a new building or buildings? Yes X; No _____. If yes, indicate number and size of new buildings:

When completed the hotel will be a single building of eight stories, 84,538 sf, the footprint will be 10,567 sf and the condominium site will occupy a total of .53 acres. (0.39 acres)

2. Does part of the Project consist of additions and/or renovations to the existing buildings? Yes ____; No X. If yes, indicate the buildings to be expanded or renovated, the size of any expansions and the nature of expansion and/or renovation:

3. Describe the principal uses to be made by the Company of the building or buildings to be acquired, constructed, or expanded:

Hotel.

E. Description of the Equipment:

1. Does a part of the Project consist of the acquisition or installation of machinery, equipment or other personal property (the "Equipment")? Yes X; No _____. If yes, describe the Equipment:

The facility will have HVAC, elevators and full mechanical systems. Each of the 132 hotel rooms will be fully furnished with bed, chairs, sofas, small appliances, television, desk, tables and night stands.

Additionally the hotel will have fitness equipment, a small commercial kitchen, guest dining tables and chairs, lobby furniture, computers, a small commercial laundry for all on-site linens, and various equipment and furniture throughout the facility.

2. With respect to the Equipment to be acquired, will any of the Equipment be Equipment which has previously been used? Yes ____; No X. If yes, please provide detail:

3. Describe the principal uses to be made by the Company of the Equipment to be acquired or installed:

The building will have HVAC, elevators and full mechanical systems in support of its use as a hotel. The hotel will be equipped as described in section E.1. above, which is consistent with hotels in the select service class. Primary use of equipment and furnishings will be by hotel guests staying in the facility.

F. Project Use:

1. What are the principal products to be produced at the Project?

Hospitality

2. What are the principal activities to be conducted at the Project?

Hospitality

3. Does the Project include facilities or property that are primarily used in making retail sales of goods or services to customers who personally visit such facilities? Yes X; No _____. If yes, please provide detail:

In addition to the hotel rooms, the Project will include private meeting, dining and bar areas offering regionally based breakfast, light dinner options, coffee and drinks for guests and visitors. There will also be a small market in the hotel lobby selling incidentals such as snacks and essential toiletries.

4. If the answer to question 3 is yes, what percentage of the cost of the Project will be expended on such facilities or property primarily used in making retail sales of goods or services to customers who personally visit the Project? 100%

5. If the answer to question 3 is yes, and the answer to question 4 is more than 33.33%, indicate whether any of the following apply to the Project:

- a. Will the Project be operated by a not-for-profit corporation? Yes ____; No X _____. If yes, please explain:

- b. Is the Project likely to attract a significant number of visitors from outside the economic development region in which the Project will be located? Yes X ____; No _____. If yes, please explain:

The project includes a hotel with 132 rooms which will draw visitors from outside the region to take advantage of the convention center, the Palace Theater and other downtown offices and attractions.

- c. Would the Project occupant, but for the contemplated financial assistance from the Agency, locate the related jobs outside the State of New York? Yes X ____; No _____. If yes, please explain:

The development contemplated could be undertaken in any of the markets in which the developer operates including other states.

- d. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the city, town or village within which the Project will be located, because of a lack of reasonably accessible retail trade facilities offering such goods or services? Yes ____; No X _____. If yes, please provide detail:

- e. Will the Project be located in one of the following: (i) an area designed as an economic development zone pursuant to Article 18-B of the General Municipal Law; or (ii) 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 (x) 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 (y) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates? Yes ____; No X _____. If yes, please explain: _____

6. If the answers to any of subdivisions c. through e. of question 5 is yes, 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 X ____; No _____. If yes, please explain:

The hotel that will require at least 20 full time and 10 part time new jobs ranging from management and sales positions to housekeeping and building maintenance employees.

7. Will the completion of the Project result in the removal of a plant or facility of the Company or another proposed occupant of the Project (a "Project Occupant") from one area of the State of New York to another area of the State of New York? Yes____; No X. If yes, please explain:

8. Will the completion of the Project result in the abandonment of one or more plants or facilities of the Company located in the State of New York? Yes____; No X. If yes, please provide detail:

9. If the answer to either question 7 or question 8 is yes, indicate whether any of the following apply to the Project:

- a. Is the Project reasonably necessary to preserve the competitive position of the Company or such Project Occupant in its industry? Yes____; No____. If yes, please provide detail: N/A
- b. Is the Project reasonably necessary to discourage the Company or such Project Occupant from removing such other plant or facility to a location outside the State of New York? Yes____; No____. If yes, please provide detail: N/A

G. Other Involved Agencies:

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

- State of New York: Department of Environmental Conservation; Empire State Development; Office of Parks, Recreation, and Historic Preservation; Department of Health; and Department of Transportation.
- City of Albany: Board of Zoning Appeals; Planning Board; Building & Regulatory Compliance; Parking Authority; Industrial Development Agency; Fire Department; and Water Board.
- Other: National Grid; [Albany County Water Purification District](#)

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

Most of the agencies listed above will be involved in reviewing drawings and contract documents for code compliance and infrastructure capability associated with the granting of building permits.

H. Construction Status:

1. Has construction work on this Project begun? Yes X; No _____. If yes, please discuss in detail the approximate extent of construction and the extent of completion.

Indicate in your answer whether such specific steps have been completed as site clearance and preparation; completion of foundations; installation of footings; etc.:

After purchasing the site, the company remediated the contaminated soils and hazardous materials from the site during 2017 and received a Certificate of Completion from the DEC in December 2017. In November of 2018, a combination of site grading, soil improvements, and structural fill work began to improve the site drainage and appearance and to prepare for potential vertical construction after winter. This work is ongoing and should be complete by the end of January 2019.

(Update: site grading and stabilization is not complete across the entire site due to National Grid supply lines to the Pump Station's transformer requiring relocation.)

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

FC 705 Broadway, LLC has spent approximately \$6,000,000 during the last three years on remediation and stabilization work. Additionally approximately \$700,000 has been spent by the company on engineering and design fees within the prior three years.

3. Please indicate the date the applicant estimates the Project will be completed:

The hotel project is expected to be completed in the 2nd quarter of 2020.

(This could push into the 3rd quarter of 2020 due to delays with Planning Board and IDA Approvals.)

I. Method of Construction After Agency Approval:

1. If the Agency approves the Project which is the subject of this application, there are two methods that may be used to construct the Project. The applicant can construct the Project privately and sell the Project to the Agency upon completion. Alternatively, the applicant can request to be appointed as "agent" of the Agency, in which case certain laws applicable to public construction may apply to the Project. Does the applicant wish to be designated as "agent" of the Agency for purposes of constructing the Project? Yes X; No ____.

2. If the answer to question 1 is yes, does the applicant desire such "agent" status prior to the closing date of the financing? Yes X; No ____.

III. INFORMATION CONCERNING LEASES OR SUBLEASES OF THE PROJECT. (PLEASE COMPLETE THE FOLLOWING SECTION IF THE COMPANY INTENDS TO LEASE OR SUBLEASE ANY PORTION OF THE PROJECT).

A. Does the Company intend to lease or sublease more than 10% (by area or fair market value) of the Project? Yes ____; No X _____. If yes, please complete the following for each existing or proposed tenant or subtenant:

I. Sublessee name:
Present Address:
City: _____ State: _____ Zip: _____
Employer's ID No.: _____
Sublessee is: ____ Corporation: ____ Partnership: ____ Sole Proprietorship
Relationship to Company:
Percentage of Project to be leased or subleased:
Use of Project intended by Sublessee:

Date of lease or sublease to Sublessee:

Term of lease or sublease to Sublessee:

Will any portion of the space leased by this sublessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes____; No____. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II(F)(4) through (6) with respect to such sublessee.

2.

Sublessee name:

Present Address:

City: _____ State: _____ Zip: _____

Employer's ID No.:

Sublessee is:

_____ Corporation: _____ Partnership: _____ Sole Proprietorship

Relationship to Company:

Percentage of Project to be leased or subleased:

Use of Project intended by Sublessee:

Date of lease or sublease to Sublessee:

Term of lease or sublease to Sublessee: _____

Will any portion of the space leased by this sublessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes____; No____. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II(F)(4) through (6) with respect to such sublessee.

3.

Sublessee name:

Present Address:

City: _____ State: _____ Zip: _____

Employer's ID No.:

Sublessee is: _____ Corporation: _____ Partnership: _____ Sole Proprietorship

Relationship to Company:

Percentage of Project to be leased or subleased:

Use of Project intended by Sublessee:

Date of lease or sublease to Sublessee:

Term of lease or sublease to Sublessee:

Will any portion of the space leased by this sublessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes____; No____. If yes, please provide on a separate attachment (a) details and (b) the answers to questions II(F)(4) through (6) with respect to such sublessee.

B. What percentage of the space intended to be leased or subleased is now subject to a binding written lease or sublease? **0%**

IV. Employment Impact

A. Indicate the number of people presently employed at the Project site and the additional number that will be employed at the Project site at the end of the first and second years after the Project has been completed, using the tables below for (1) employees of the Applicant, (2) independent contractors, and (3) employees of independent contractors. (Do not include construction workers). Also indicate below the number of workers

employed at the Project site representing newly created positions as opposed to positions relocated from other project sites of the applicant. Such information regarding relocated positions should also indicate whether such positions are relocated from other project sites financed by obligations previously issued by the Agency.

TYPE OF EMPLOYMENT Employees of Applicant*					
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled	Totals
Present Full Time	0	0	0	0	0
Present Part Time	0	0	0	0	0
Present Seasonal	0	0	0	0	0
First Year Full Time	3	5	5	7	20
First Year Part Time	0	0	0	10	10
First Year Seasonal	0	0	0	0	0
Second Year Full Time	3	5	5	7	20
Second Year Part Time	0	0	0	10	10
Second Year Seasonal	0	0	0	0	0

*Assumes hotel employees are employed by applicant or affiliate

TYPE OF EMPLOYMENT Independent Contractors					
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled	Totals
Present Full Time	0	0	0	0	0

Present Part Time	0	0	0	0	0
Present Seasonal	0	0	0	0	0
First Year Full Time	0	0	0	0	0
First Year Part Time	0	0	0	0	0
First Year Seasonal	0	0	0	0	0
Second Year Full Time	0	0	0	0	0
Second Year Part Time	0	0	0	0	0
Second Year Seasonal	0	0	0	0	0

TYPE OF EMPLOYMENT Employees of Independent Contractors					
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled	Totals
Present Full Time	0	0	0	0	0
Present Part Time	0	0	0	0	0
Present Seasonal	0	0	0	0	0
First Year Full Time	0	0	0	0	0
First Year Part Time	0	0	0	0	0
First Year Seasonal	0	0	0	0	0

Second Year Full Time	0	0	0	0	0
Second Year Part Time	0	0	0	0	0
Second Year Seasonal	0	0	0	0	0

- B. Indicate below (1) the estimated salary and fringe benefit averages or ranges and (2) the estimated number of employees residing in the Capital Region Economic Development Region for all the jobs at the Project site, both retained and created, listed in the tables described in subsection A above for each of the categories of positions listed in the chart below.

RELATED EMPLOYMENT INFORMATION				
	Professional or Managerial	Skilled	Semi-Skilled	Un-Skilled
Estimated Salary and Fringe Benefit Averages or Ranges- <i>based on full time. Fringe benefits will cost an additional approximately 20% of these salaries.</i>	\$85,000-\$42,000	\$42,000-\$35,000	\$35,000-\$30,000	\$30,000-\$25,000
Estimated Number of Employees Residing in the Capital Region Economic Development Region ¹	3	5	5	7FT 10PT

- C. Please describe the projected timeframe for the creation of any new jobs with respect to the undertaking of the Project:

Hotel – 2nd Quarter 2020. Most positions will be filled upon the opening of the hotel. (Time-frame for these jobs could push into 3rd quarter 2020.)

¹ The Capital Region Economic Development Region consists of the following counties: Albany, Schenectady, Rensselaer, Greene, Columbia, Saratoga, Warren and Washington.

- D. Please prepare a separate attachment describing in detail the types of employment at the Project site. Such attachment should describe the activities or work performed for each type of employment.

Refer to Exhibit B Section IV-D

V. Project Cost and Financing Sources

- A. Anticipated Project Costs. State the costs reasonably necessary for the acquisition of the Project site, the construction of the proposed buildings and the acquisition and installation of any machinery and equipment necessary or convenient in connection therewith, and including any utilities, access roads or appurtenant facilities, using the following categories:

REFER TO ATTACHED EXHIBIT B – SECTION V

<u>Description of Cost</u>	<u>Amount</u>
Land	\$ 3,400,000
Buildings	\$ 20,879,000
Machinery and equipment costs	\$ 2,503,000
Utilities, roads and appurtenant costs	\$ 0
Architects and engineering fees	\$ 955,000
Costs of Bond Issue (legal, financial and printing)	\$ 0
Construction loan fees and interest (if applicable)	\$ 482,500
Other (specify)	
<u>Financing (incl'd IDA fees)</u>	\$ 493,000
<u>Legal & Other & Other Soft</u>	\$ 439,000
<u>Project Management</u>	\$ 1,263,500
TOTAL PROJECT COSTS	\$ 30,415,000

- B. Anticipated Project Financing Sources. State the sources reasonably necessary for the financing of the Project site, the construction of the proposed buildings and the acquisition and installation of any machinery and equipment necessary or convenient

in connection therewith, and including any utilities, access roads or appurtenant facilities, using the following categories:

<u>Description of Sources</u>	<u>Amount</u>
Private Sector Financing	\$ <u>22,000,000</u>
Public Sector	
Federal Programs	\$ _____
State Programs	\$ <u>1,200,000</u>
Local Programs	\$ _____
Applicant Equity	\$ <u>7,215,000</u>
Other (specify, e.g., tax credits)	
_____	\$ _____
_____	\$ _____
_____	\$ _____
TOTAL AMOUNT OF PROJECT FINANCING SOURCES	\$ <u>30,415,000</u>

- C. Have any of the above expenditures already been made by the applicant?
Yes X; No _____. If yes, indicate particulars.

To date there have been significant expenditures made primarily on architectural, structural, and mechanical design work.

- D. Amount of loan requested: \$ 0 _____;

Maturity requested: N/A years.

- E. Has a commitment for financing been received as of this application date, and if so, from whom?

Yes ____; No X. Institution Name: M&T Bank

We are working with M&T Bank for the financing on the hotel site and have received a term sheet. The appraisal process has begun and will include assumptions consistent with the request accompanying this application.

Provide name and telephone number of the person we may contact.

Name: Jonathan Leister Phone: 315.424.5064

F. The percentage of Project costs to be financed from public sector sources is estimated to equal the following: 3.9 %

G. The total amount estimated to be borrowed to finance the Project is equal to the following: \$ 22,000,000

VI. BENEFITS EXPECTED FROM THE AGENCY

A. Financing

1. Is the applicant requesting that the Agency issue bonds to assist in financing the Project? Yes ____; No X. If yes, indicate:

- a. Amount of loan requested: ____ Dollars;
- b. Maturity requested: ____ Years.

2. Is the interest on such bonds intended to be exempt from federal income taxation? Yes ____; No ____.

3. If the answer to question 2 is yes, will any portion of the Project be used for any of the following purposes:

- a. retail food and beverage services: Yes____; No____
- b. automobile sales or service: Yes____; No____
- c. recreation or entertainment: Yes____; No____
- d. golf course: Yes____; No____
- e. country club: Yes____; No____
- f. massage parlor: Yes____; No____
- g. tennis club: Yes____; No____
- h. skating facility (including roller skating, skateboard and ice skating): Yes____; No____
- i. racquet sports facility (including handball and racquetball court): Yes____; No____
- j. hot tub facility: Yes____; No____
- k. suntan facility: Yes____; No____
- l. racetrack: Yes____; No____

4. If the answer to any of the above questions contained in question 3 is yes, please furnish details on a separate attachment.

5. Is the Project located in the City's federally designated Enterprise Zone? Yes____; No X.

6. Is the applicant requesting the Agency to issue federally tax-exempt Enterprise Zone bonds? Yes____; No X.

B. Tax Benefits

1. Is the applicant requesting any real property tax exemption that would not be available to a project that did not involve the Agency? Yes X; No ____.

2. Is the applicant expecting that the financing of the Project will be secured by one or more mortgages? Yes X; No _____. If yes, what is the approximate amount of financing to be secured by mortgages? \$ 22,000,000.

3. Is the applicant expecting to be appointed agent of the Agency for purposes of avoiding payment of N.Y.S. Sales Tax or Compensating Use Tax? Yes X; No _____. If yes, what is the approximate amount of purchases which the applicant expects to be exempt from the N.Y.S. Sales and Compensating Use Taxes? \$ 10,000,000.

4. What is the estimated value of each type of tax-exemption being sought in connection with the Project? Please detail the type of tax-exemption and value of the exemption.

a.	N.Y.S. Sales and Compensating Use Taxes:	\$	<u>800,000</u>	
b.	Mortgage Recording Taxes:	\$	<u>220,000</u>	
c.	Real Property Tax Exemptions:	\$	<u>6,055,000</u>	5,989,637
d.	Other (please specify):			
		\$	<u>0</u>	
		\$		

5. Are any of the tax-exemptions being sought in connection with the Project inconsistent with the Agency's Uniform Tax Exemption Policy? Yes X; No _____. If yes, please explain.

Major Project PILOT request.

6. Does the Project involve a minimum investment of \$25 million dollars, a minimum of fifteen (15) acres, or a full service hotel? Yes X; No _____. If yes, please provide detail and whether the applicant is seeking a real property tax abatement outside of the Agency's Project Evaluation and Assistance Framework.

Total project cost is approximately \$30.415MM and therefore exceeds the \$25MM threshold, as a result and due to the economic need of the development we will be seeking a tax abatement structure outside of the Framework.

7. Is the Project located in the City's state designated Empire Zone? Yes ____; No X.

C. Project Cost/Benefit Information. Complete the attached Cost/Benefit Analysis so that the Agency can perform a cost/benefit analysis of undertaking the Project. Such information should consist of a list and detailed description of the benefits of the Agency undertaking the Project (e.g., number of jobs created, types of jobs created, economic development in the area, community benefits (including community commitment as described in the Agency's Project Evaluation and Assistance Framework), etc.). Such information should also consist of a list and detailed description of the costs of the Agency undertaking the Project (e.g., tax revenues lost, buildings abandoned, etc.).

VII. REPRESENTATIONS BY THE APPLICANT. The applicant understands and agrees with the Agency as follows:

A. Job Listings. Except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOC") and with the administrative entity (collectively with the DOC, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA"), as replaced by the Workforce Investment Act of 1998 (Public Law 105-220), in which the Project is located.

B. First Consideration for Employment. In accordance with Section 858-b(2) of the New York General Municipal Law, the applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.

C. City Human Rights Law. The applicant has reviewed the provisions of Chapter 48, Article III of the City Code, entitled "The Omnibus Human Rights Law" and agrees to comply with such provisions to the extent that such provisions are applicable to the applicant and the Project.

D. Annual Sales Tax Filings. In accordance with Section 874(8) of the New York General Municipal Law, the applicant understands and agrees that, if the 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 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, including (1) the NYS-45 – Quarterly Combined Withholding, Wage Reporting and Unemployment Insurance Return – for the quarter ending December 31 (the "NYS-45"), and (2) the US Dept. of Labor BLS 3020 Multiple Worksite report if applicable. The applicant also agrees, whenever requested by the Agency, to provide and certify or cause to be provided and certified such information concerning the participation of individuals from minority groups as employees or applicants for employment with regard to the project.

F. Local Labor Information. The applicant is aware of and understands the provisions of Part 24 of the Policy Manual of the Agency. Pursuant to Part 24 of the Policy Manual of the Agency, the applicant agrees to provide information, in form and substance satisfactory to the Agency, relating to construction activities for projects; specifically: (i) the Company's contact person responsible and accountable for providing information about the bidding for and awarding of construction contracts relative to this Application and the Project, (ii) the nature of construction jobs created by the Project, including the number, type, and duration of construction positions; and (iii) submit to the Agency a "Construction Completion Report" listing the names and business locations of prime contractors, subcontractors, and vendors who were engaged in the construction phase of the Project.

G. Additional Fee for Low Income Housing/Tax Credit (9% only) Projects. An annual administrative fee equal to \$10,000 shall be payable annually by the applicant on each January 1 for a term equal to ten (10) years. This annual administrative fee is in addition to the standard administrative fee for Agency Straight Lease Transactions and Agency Bond Transactions and is applicable to Projects which provide for low income housing/tax credit (9% only) projects.

H. Project Benefits Agreement. The applicant agrees to enter into a project benefits agreement with the Agency where the applicant agrees that (1) the amount of Financial Assistance to be received shall be contingent upon, and shall bear a direct relationship to the success or lack of success of such project in delivering certain described public benefits (the "Public Benefits") and (2) the Agency will be entitled to recapture some or all of the Financial Assistance granted to the applicant if the project is unsuccessful in whole or in part in delivering the promised Public Benefits.

I. Assignment of Agency Abatements. In connection with any Agency Straight Lease Transaction or Agency Bond Transaction, the Agency may grant to the applicant certain exemptions from mortgage recording taxes, sales and use taxes and real property taxes. The applicant understands that the grant of such exemptions by the Agency is intended to benefit the applicant. Subsequently, if the applicant determines to convey the Project and, in connection with such conveyance to assign such exemptions to the purchaser, the applicant understand that any such assignment is subject to review and consent by the Agency, together with the satisfaction of any conditions that may be imposed by the Agency.

J. Post Closing Cost Verification. The applicant agrees (1) the scope of the Project will not vary significantly from the description in the public hearing resolution for the project and (2) to deliver to the Agency within sixty (60) days following the completion date of a project an affidavit providing the total costs of the project. In the event that the amount of the total project costs described in the affidavit at the completion date exceeds the amount described in an affidavit provided by the applicant on the closing date of the project, the applicant agrees to adjust the amounts payable by the applicant to the Agency by such larger amount and to pay to the Agency such additional amounts. In the event that the amount described is less, there shall not be any adjustment to the Agency fees.

K. Representation of Financial Information. Neither this Application nor any other agreement, document, certificate, project financials, or written statement furnished to the Agency or by or on behalf of the applicant in connection with the project contemplated by this Application contains any untrue statement of a material fact or omits to state a material fact necessary in order to make the statements contained herein or therein not misleading. There is no fact within the special knowledge of any of the officers of the applicant which has not been disclosed herein or in writing by them to the Agency and which materially adversely affects or in the future in their opinion may, insofar as they can now reasonably foresee, materially adversely affect the business, properties, assets or condition, financial or otherwise, of the applicant.

L. Agency Financial Assistance Required for Project. The Project would not be undertaken but for the Financial Assistance provided by the Agency or, if the Project could be undertaken without the Financial Assistance provided by the Agency, then the Project should be undertaken by the Agency for the following reasons: _____.

M. Compliance with Article 18-A of the General Municipal Law: The Project, as of the date of this Application, is in substantial compliance with all provisions of article 18-A of the General Municipal including, but not limited to, the provisions of Section 859-a and subdivision one of Section 862; and the provisions of subdivision one of Section 862 of the General Municipal Law will not be violated if Financial Assistance is provided for the Project.

N. Compliance with Federal, State, and Local Laws: The applicant is in substantial compliance with applicable local, state, and federal tax, worker protection, and environmental laws, rules, and regulations.

O. False or Misleading Information: The applicant understands 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 exemptions claimed by reason of Agency involvement in the Project.

P. Absence of Conflicts of Interest: The applicant acknowledges that the members, officers and employees of the Agency are listed on the Agency's website. No member, officer or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described: _____.

Q. Additional Information: Additional information regarding the requirements noted in this Application and other requirements of the Agency is included the Agency's Policy Manual which can be accessed at www.albanyida.com.

I affirm under penalty of perjury that all statements made on this application are true, accurate and complete to the best of my knowledge.

By: MELISSA F. ZELL
Title: MEMBER

NOTE: APPLICANT MUST ALSO COMPLETE THE APPROPRIATE VERIFICATION APPEARING ON PAGES 27 THROUGH 30 HEREOF BEFORE A NOTARY PUBLIC AND MUST SIGN AND ACKNOWLEDGE THE HOLD HARMLESS AGREEMENT APPEARING ON PAGE 31.

VERIFICATION

(If Applicant is a Corporation)

STATE OF _____)
) SS.:
COUNTY OF _____)

_____ deposes and says that he is the
(Name of chief executive of applicant)

_____ of _____,
(Title) (Company Name)

the corporation named in the attached application; that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. Deponent further says that the reason this verification is made by the deponent and not by said company is because the said company is a corporation. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application as well as information acquired by deponent in the course of his duties as an officer of and from the books and papers of said corporation.

(officer of applicant)

Sworn to before me this
____ day of _____, 20__.

(Notary Public)

VERIFICATION

(If applicant is sole proprietor)

STATE OF _____)
) SS.:
COUNTY OF _____)

_____, deposes and says
(Name of Individual)

that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application.

Sworn to before me this
____ day of _____, 20__.

(Notary Public)

VERIFICATION

(If applicant is limited liability company)

STATE OF New York)
) SS.:
COUNTY OF Onondaga

Melissa F. Zell, deposes and says
(Name of Individual)

that he is one of the members of the firm of FC 705 Broadway, LLC.
(Limited Liability Company)

the limited liability company named in the attached application; that he has read the foregoing application and knows the contents thereof; and that the same is true and complete and accurate to the best of his knowledge. The grounds of deponent's belief relative to all matters in the said application which are not stated upon his own personal knowledge are investigations which deponent has caused to be made concerning the subject matter of this application as well as information acquired by deponent in the course of his duties as a member of and from the books and papers of said limited liability company.



Sworn to before me this
6th day of December, 2018

Christine L. Davis
(Notary Public)
CHRISTINE L. SAVKINS-Davis
Notary Public, State of New York
No. 0156111729
Qualified in Onondaga County
Commission Expires August 21, 2022

(If applicant is partnership)

(Notary Public)

012001.00025 Business 13638594v10

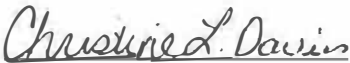
HOLD HARMLESS AGREEMENT

Applicant hereby releases City of Albany Industrial Development Agency and the members, officers, servants, agents and employees thereof (hereinafter collectively referred to as 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 (i) 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 issue of bonds requested therein are favorably acted upon by the Agency, and (ii) the Agency's financing of the Project described therein; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to find buyers willing to purchase the total bond issue requested, then, and in that event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all actual costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

(Applicant)

BY: 

Sworn to before me this
6th day of December, 2018


(Notary Public)

CHRISTINE L. SAWKINS - ~~Dawkins~~
Notary Public, State of New York
No. 015A-1161729
Qualified in ~~Orangetown~~ Orangetown County
Commission Expires August 21, 20 22

TO: Project Applicants
FROM: City of Albany Industrial Development Agency
RE: Cost/Benefit Analysis

In order for the City of Albany Industrial Development Agency (the “Agency”) to prepare a Cost/Benefit Analysis for a proposed project (the “Project”), the Applicant must answer the questions contained in this Project Questionnaire (the “Questionnaire”) and complete the attached Schedules. This Questionnaire and the attached Schedule will provide information regarding various aspects of the Project, and the costs and benefits associated therewith.

This Questionnaire must be completed before we can finalize the Cost/Benefit Analysis, please complete this Questionnaire and forward it to us at your earliest convenience.

PROJECT QUESTIONNAIRE

1. Name of Project Beneficiary (“Company”):	FC 705 Broadway, LLC
2. Brief Identification of the Project:	Quackenbush Square Development
3. Estimated Amount of Project Benefits Sought:	
A. Amount of Bonds Sought:	\$ 0
B. Value of Sales Tax Exemption Sought	\$ 800,000
C. Value of Real Property Tax Exemption Sought	\$ 5,989,637
D. Value of Mortgage Recording Tax Exemption Sought	\$ 220,000
4. Likelihood of accomplishing the Project in a timely fashion (please explain):	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> .Project sponsor has significant experience with major real estate development projects including six hotels and has already made a substantial commitment in terms of dollars and time into the project.

PROJECTED PROJECT INVESTMENT

A. Land-Related Costs	
1. Land acquisition	\$ 1,058,898
2. Site preparation	\$ 3,177,309
3. Landscaping	\$
4. Utilities and infrastructure development	\$
5. Access roads and parking development	\$
6. Other land-related costs (describe)	\$ 32,500

B. Building-Related Costs	
1. Acquisition of existing structures	\$ 0
2. Renovation of existing structures	\$ 0
3. New construction costs	\$ 20,005,793
4. Electrical systems	\$ 0
5. Heating, ventilation and air conditioning	\$ 0
6. Plumbing	\$ 0
7. Other building-related costs (describe)	\$ 0
C. Machinery and Equipment Costs	
1. Production and process equipment	\$
2. Packaging equipment	\$
3. Warehousing equipment	\$
4. Installation costs for various equipment	\$
5. Other equipment-related costs (describe)	\$
D. Furniture and Fixture Costs	
1. Office furniture	\$ 0
2. Office equipment	\$ 0
3. Computers	\$ 0
4. Other furniture-related costs (describe) see description page 10	\$ 2,503,000
E. Working Capital Costs	
1. Operation costs & Franchise Fees	\$ 335,000
2. Production costs	\$ 0
3. Raw materials	\$ 0
4. Debt service	\$ 0
5. Relocation costs	\$ 0
6. Skills training	\$ 0
7. Other working capital-related costs (describe)	\$ 0
F. Professional Service Costs	
1. Architecture and engineering	\$ 955,000
2. Accounting/legal	\$ 71,500
3. Other service-related costs (describe) Financing/Leasing	\$ 510,500
G. Other Costs	
1. CPI/Insurance/Taxes/MRT	\$ 510,000
2. Project Management	\$ 1,263,500
H. Summary of Expenditures	
1. Total Land-Related Costs	\$ 4,260,707
2. Total Building-Related Costs	\$ 20,005,793
3. Total Machinery and Equipment Costs	\$ 0
4. Total Furniture and Fixture Costs	\$ 2,503,000
5. Total Working Capital Costs	\$ 335,000
6. Total Professional Service Costs	\$ 1,537,000
7. Total Other Costs	\$ 1,773,500
	\$30,415,000

PROJECTED PROFIT

I. Please provide projected profit as defined by earnings after income tax but before depreciation and amortization:

YEAR	Without IDA benefits	With IDA benefits
1	\$ (102,370) (512,578)	\$ 23,951 (81,098)
2	\$ 192,009 153,523	\$ 707,314 594,590
3	\$ 248,146 312,038	\$ 770,639 762,902
4	\$ 114,957 307,250	\$ 604,302 768,129
5	\$ 158,136 339,321	\$ 744,250 759,597

PROJECTED CONSTRUCTION EMPLOYMENT IMPACT

I. Please provide estimates of total construction jobs and the total annual wages and benefits of construction jobs at the Project:

Year	Number of Construction Jobs	Total Annual Wages and Benefits	Estimated Additional NYS Income Tax
Current Year	0	\$ 0	\$ 0
Year 1	70	\$ 3,000,000	\$ 240,000
Year 2	30	\$ 1,300,000	\$ 100,000
Year 3	0	\$	\$
Year 4	0	\$	\$
Year 5	0	\$	\$

PROJECTED PERMANENT EMPLOYMENT IMPACT

I. Estimates of the total number of existing permanent jobs to be preserved or retained as a result of the Project are described in the tables in Section IV of the Application.

II. Estimates of the total new permanent jobs to be created at the Project are described in the tables in Section IV of the Application.

III. Please provide estimates for the following:

A. Creation of New Job Skills relating to permanent jobs. Please complete Schedule A.

IV. Provide the projected percentage of employment that would be filled by City of Albany residents:
50%

A. Provide a brief description of how the project expects to meet this percentage:

The company will actively recruit City residents through a variety of methods including job fairs and interacting with local agencies.

PROJECTED OPERATING IMPACT

I. Please provide estimates for the impact of Project operating purchases and sales:

Additional Purchases (1 st year following project completion)	\$ 500,000
Additional Sales Tax Paid on Additional Purchases	\$ 40,000
Estimated Additional Sales (1 st full year following project completion)	\$ 2,000,000
Estimated Additional Sales Tax to be collected on additional sales (1 st full year following project completion)	\$ 160,000

II. Please provide estimates for the impact of Project on existing real property taxes and new payments in lieu of taxes ("Pilot Payments"):

Year	Existing Real Property Taxes (without IDA involvement)	Existing Real Property Taxes (with IDA)	Total Difference
Year 1	\$6,726	\$82,016	\$75,290
Year 2	\$6,860	\$82,060	\$75,200
Year 3	\$6,997	\$82,073	\$75,076
Year 4	\$7,137	\$80,255	\$73,118
Year 5	\$7,280	\$166,729	\$159,449
Year 6	\$7,426	\$169,203	\$161,777
Year 7	\$7,574	\$343,507	\$335,933
Year 8	\$7,726	\$435,878	\$428,152
Year 9	\$7,880	\$530,894	\$523,014
Year 10	\$8,038	\$808,306	\$800,268
	<u>\$73,644</u>	<u>\$2,780,921</u>	<u>\$2,707,277</u>

□

III. Please indicate which of the below described community commitments (as defined in the Agency's Project Evaluation and Assistance Framework) will be provided as a result of the Project, and please provide a detailed description of such commitments, together with any other economic benefits and community benefits expected to be produced as a result of the Project (attach additional pages as needed for a complete and detailed response):

- ☐ MWBE/DBE Participation
- ☐ EEO Workforce Utilization
- ☐ Inclusionary Housing
- ☐ Regional Labor
- ☐ City of Albany Labor
- ☐ Apprenticeship Program

CERTIFICATION

I certify that I have prepared the responses provided in this Questionnaire and that, to the best of my knowledge; such responses are true, correct, and complete.

I understand that the foregoing information and attached documentation will be relied upon, and constitute inducement for, the Agency in providing financial assistance to the Project. I certify that I am familiar with the Project and am authorized by the Company to provide the foregoing information, and such information is true and complete to the best of my knowledge. I further agree that I will advise the Agency of any changes in such information, and will answer any further questions regarding the Project prior to the closing.

I affirm under penalty of perjury that all statements made on this application are true, accurate and complete to the best of my knowledge.

Date Signed: 12/6, 2018

Name of Person Completing Project Questionnaire on behalf of the Company.

Name: Mark W. Roney

Title: CEO

Phone Number: 315-200-1851

Address: 333 W. Washington St Syracuse NY

Signature: Mark W. Roney

CREATION OF NEW JOB SKILLS

New Job Skills	Number of Positions Created (FTE)	Range of Salary and Benefits
<u>General Manager Hotel</u>	1	\$85,000-\$70,000
<u>Assistant GM Hotel</u>	1	\$50,000
<u>Director of Housekeeping</u>	1	\$42,000
<u>Director of Sales</u>	1	\$50,000
<u>Front Office Manager</u>	1	\$45,000
<u>Chief Engineer</u>	1	\$45,000
<u>Front Office Supervisor</u>	1	\$35,000
<u>Housekeeping Supervisor</u>	1	\$35,000
<u>Maintenance Tech</u>	2	\$35,000
<u>Front Office</u>	6	\$35,000
<u>Housekeepers</u>	5	\$30,000
<u>Laundry</u>	2	\$25,000
<u>Attendant</u>	2	\$25,000

Should you need additional space, please attach a separate sheet.

EXHIBIT B

ATTACHMENT TO CAIDA APPLICATION

APPLICANT: FC 705 BROADWAY, LLC

II-A : Proposed Project Summary

This application is for the first phase of the Quackenbush Square Development; the 132 room Hotel. The proposed project is located on a 1.67 acre parcel of vacant land bounded by Broadway to the west, Spencer Street to the north, Montgomery Street to the east and the historic Quackenbush Square buildings to the south.

The project ownership will be structured as a commercial condominium. The hotel is a limited service, eight-story building, consisting of 84,534 SF, with 132 guestrooms located at the corner of Montgomery and Spencer Streets along the east end of the site. The hotel will generally serve business and leisure travelers visiting the Capital District from outside the area. The main drop off and entrance will be at the Montgomery Street elevation with the main lobby one level above Montgomery at the Plaza/Broadway level. The hotel will include a guest fitness center and pool, small meeting areas as well as guest dining areas and outdoor seating areas adjacent to the plaza.

Architecturally, the project has been designed to be compatible with the rich history of Quackenbush Square. High performance metal panels have been selected not only for maximum durability and energy efficiency but also for compatibility and enhancement of the surrounding buildings. As an in-fill development wedged between buildings of very different scales, this project provides the opportunity to bridge that gap. The overall massing of the project is sympathetic to the varied scales of the surrounding structures but prioritizes the human and pedestrian scale of the Quackenbush neighborhood.

The project is located in a downtown high vacancy census tract and has been directly identified in the Clinton Square DRI Plan. As stated in various areas of this application the hotel investment will be \$30.415MM and will create 20-30 permanent jobs and 100 temporary construction jobs. Our intention is to fill those positions from the City of Albany and certainly the direct region; additionally we will encourage the use of Minority and Women Owned Businesses.

IV - A : Employment Impact

We estimate that 20 full time and 10 part time permanent jobs at the hotel and at least 100 temporary construction jobs will be created.

IV - D : Types of Employment

(M)General Manager - Oversight of entire hotel with focus on guest satisfaction, financial performance, cleanliness and food quality. Monitors schedules, workloads and supervises all department heads.

(M)Assistant GM - Assists general manager with inventory management, financials, overall department performance, administrative duties

(M)Director of Sales – Responsible for revenue generation throughout the hotel in various market segments. DOS goes on outside sales calls, books groups/room blocks, and maintains relationships with current guests.

(M)Front Office Manager - Responsible for operation of the front office. Guest welcome, inventory management, posting of room charges, service recovery

(M)Executive Housekeeper - Oversees the entire housekeeping/house-porter operation. Responsible for the cleanliness of the hotel and the guest perception of facilities. Schedules team members and coordinates cleaning of rooms in the hotel

(S)Chief Engineer - Oversees the maintenance operation of the hotel by instituting preventative maintenance programs, fixing HVAC, Mechanicals, Plumbing, Electrical. Ensures good working order of hotel assets.

(S)Front office supervisor - Assists front office manager in overseeing line level staff at the hotel in the absence of the FOM. Assists in scheduling, inventory balancing, administrative duties, light accounting

(S)Housekeeping Supervisor – Assists executive housekeeper in cleaning rooms, assigning duties to line level staff, scheduling and assigning rooms to line level to clean

(SS) Maintenance Tech - - at the direction of Chief Engineer, executes preventative maintenance programs, fixing HVAC, Mechanicals, Plumbing, Electrical. Ensures good working order of hotel assets.

(SS) Front Office – Checks in/out guests, assigns rooms, takes cash/credit for rents, ensures guest satisfaction

(SS) Housekeeping – Cleans guest rooms/Bathrooms

(US)Laundry – Washes linen/terry

(US)Breakfast Attendant – Serves breakfast to guests, busses tables, cleans breakfast area

APPLICANT'S PILOT "ASK"

YEAR	Property Tax Projections Without Proposed Project	Proposed PILOT Payments	Total of Additional Payments	Proposed Reduction on a Percentage Basis
Year 1	\$6,726	\$82,016	\$75,290	96.07%
Year 2	\$6,860	\$82,060	\$75,200	96.28%
Year 3	\$6,997	\$82,073	\$75,076	96.49%
Year 4	\$7,137	\$80,255	\$73,118	96.70%
Year 5	\$7,280	\$166,729	\$159,449	86.45%
Year 6	\$7,426	\$169,203	\$161,777	86.56%
Year 7	\$7,574	\$343,507	\$335,933	66.28%
Year 8	\$7,726	\$435,878	\$428,152	56.34%
Year 9	\$7,880	\$530,894	\$523,014	46.50%
Year 10	\$8,038	\$808,306	\$800,268	16.67%
TOTALS:	\$73,644	\$2,780,921	\$2,707,277	

