

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**

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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.  
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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 / 705 Broadway Hotel, 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 LLP

ATTORNEY'S ADDRESS: 80 State Street

CITY: Albany STATE: New York ZIP CODE: 12207

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

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NOTE: PLEASE READ THE INSTRUCTIONS ON PAGE 2 HEREOF BEFORE FILLING OUT THIS FORM.  
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## 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 / 705 Broadway Hotel, LLC**

Contact Person: **Mark W. Roney**

Phone Number: **315.200.1851**

Occupant: **outlined in section IA**

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

Approximate Size of Project Site: **Commercial Condominium ~ 85,000 SF; 0.39 acre 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><b>\$ 800,000</b></u>
Mortgage Recording Taxes:	<u><b>\$ 220,000</b></u>
Real Property Tax Exemptions:	<u><b>\$ 5,818,076</b></u>
Other (please specify):	<u><b>\$ 0</b></u>

Provide estimates for the following:

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

**\* 25 Full Time Equivalents (20 full-time and 10 part-time)**

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

A. Identity of Company:

1. Company Name: **705 Broadway Hotel, LLC (ultimate owner of hotel condo)**

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 45.0% by Melissa F. Zell, 45.0% by Michael P. Falcone and 10% by Mark W. Roney; Melissa F. Zell and Michael P. Falcone are and 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,  
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	45.0
Michael P. Falcone	3047 West Lake Road Skaneateles, NY 13152	45.0
Mark W. Roney	2405 Wave Way Skaneateles, NY 13152	10.0

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: .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? Yes \_\_\_\_; No \_\_\_\_.  
If yes, describe present use of present buildings: **N/A**
  - c. Are existing buildings abandoned? 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**  
Heat-Utility: **National Grid**

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? **No**. If yes, list below and attach copies of all such variances or special permits:

**Planning Board Approval-Received 4/23/19**

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 .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, a hotel with 132 rooms, 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 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. Site grading and stabilization work was temporarily suspended due to National Grid supply lines to the Pump Station transformer requiring relocation. This work is ongoing and should be complete by the end of June 2019.**

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 \$1,000,000 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:  
**Third Quarter of 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 \_\_\_\_; 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.

<b>TYPE OF EMPLOYMENT</b> <b>Employees of Applicant</b>					
	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

<b>TYPE OF EMPLOYMENT</b> <b>Independent Contractors</b>					
	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>TYPE OF EMPLOYMENT</b> <b>Employees of Independent Contractors</b>					
	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	\$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 <sup>1</sup>	3	5	5	7 FTE 10 PTE

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

**Hotel – 3rd Quarter 2020. Most positions will be filled one to two months prior to the opening of the hotel.**

<sup>1</sup> 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	\$ 1,058,898
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) Site Work	\$ 2,341,102
Financing (including IDA fees)	\$ 493,000
Legal & Other Soft	\$ 439,000
Project Management	\$ 1,263,500
<b>TOTAL PROJECT COSTS</b>	<b>\$ 30,415,000</b>

- 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	\$ 22,000,000
Public Sector	\$ 0
Federal Programs	\$ 0
State Programs	\$ 1,200,000
Local Programs	\$ 0
Applicant Equity	\$ 7,215,000
Other (specify, e.g., tax credits)	
_____	\$ _____
_____	\$ _____
_____	\$ _____
<b>TOTAL AMOUNT OF PROJECT FINANCING SOURCES</b>	<b>\$ 30,415,000</b>

- 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.**

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- 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

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>\$ 5,818,076</u>
d.	Other (please specify):	
	_____	\$ _____
	_____	\$ _____

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.

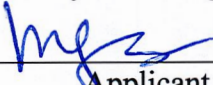
N. Compliance with Federal, State, and Local Laws. The applicant is in substantial compliance with applicable local, state, and federal tax, worker protection, and environmental laws, rules, and regulations.

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](http://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:  Applicant  
Title: Melissa F. Zell  
Member

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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.  
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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  
5<sup>th</sup> day of June, 2019

Christine L. Sawkins - Davies  
(Notary Public)

CHRISTINE L. SAWKINS - Davies  
Notary Public, State of New York  
No. 01SA6151729  
Qualified in Onondaga County  
Commission Expires August 21, 2022

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)

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NOTE: THIS APPLICATION WILL NOT BE ACCEPTED BY THE AGENCY UNLESS THE HOLD  
HARMLESS AGREEMENT APPEARING ON PAGE 31 IS SIGNED BY THE APPLICANT.  
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## 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  
5<sup>th</sup> day of June, 2019

Christine L. Sawkins - Davies  
(Notary Public)

CHRISTINE L. SAWKINS - DAVIES  
Notary Public, State of New York  
No. 01SA6151729  
Qualified in Onondaga County  
Commission Expires August 21, 2022



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

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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”):	<b>FC 705 Broadway, LLC / 705 Broadway Hotel, LLC</b>
2. Brief Identification of the Project:	<b>Quackenbush Square Development</b>
3. Estimated Amount of Project Benefits Sought:	
A. Amount of Bonds Sought:	<b>\$ 0</b>
B. Value of Sales Tax Exemption Sought	<b>\$ 800,000</b>
C. Value of Real Property Tax Exemption Sought	<b>\$ 5,818,076</b>
D. Value of Mortgage Recording Tax Exemption Sought	<b>\$ 220,000</b>
4. Likelihood of accomplishing the Project in a timely fashion (please explain):	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> . <b>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.</b>

### **PROJECTED PROJECT INVESTMENT**

A. Land-Related Costs	
1. Land acquisition	\$ 1,058,898
2. Site preparation	\$ 3,169,309
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	-
2.	Renovation of existing structures	-
3.	New construction costs	-
4.	Electrical systems	<b>\$ 20,005,793</b>
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)	<b>\$ 2,503,000</b>
E.	Working Capital Costs	
1.	Operation costs	<b>\$ 335,000</b>
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	<b>\$ 955,000</b>
2.	Accounting/legal	<b>\$ 71,500</b>
3.	Other service-related costs (describe) <b>Financing/Legal</b>	<b>\$ 510,500</b>
G.	Other Costs	
1.	<b>CPI/Insurance/Taxes/MRT</b>	<b>\$ 510,000</b>
2.	<b>Project Mgt</b>	<b>\$1,263,500</b>
H.	Summary of Expenditures	
1.	Total Land-Related Costs	<b>\$ 4,260,707</b>
2.	Total Building-Related Costs	<b>\$ 20,005,793</b>
3.	Total Machinery and Equipment Costs	-
4.	Total Furniture and Fixture Costs	<b>\$ 2,503,000</b>
5.	Total Working Capital Costs	<b>\$ 335,000</b>
6.	Total Professional Service Costs	<b>\$ 1,537,000</b>
7.	Total Other Costs	<b>\$ 1,773,500</b>
		<b>\$ 30,415,000</b>

## **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	<b>\$ (516,721)</b>	<b>\$ (104,481)</b>
2	<b>\$ 144,053</b>	<b>\$ 565,468</b>
3	<b>\$ 237,719</b>	<b>\$ 668,513</b>
4	<b>\$ 308,724</b>	<b>\$ 749,102</b>
5	<b>\$ 331,926</b>	<b>\$ 732,449</b>

## **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	<b>0</b>	<b>\$ 0</b>	<b>\$ 0</b>
Year 1	<b>70</b>	<b>\$ 3,000,000</b>	<b>\$ 240,000</b>
Year 2	<b>30</b>	<b>\$ 1,300,000</b>	<b>\$ 100,000</b>
Year 3	<b>0</b>		
Year 4	<b>0</b>		
Year 5	<b>0</b>		

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

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			
Year 1	<b>\$6,605</b>	<b>\$82,001</b>	<b>\$75,395</b>
Year 2	<b>\$6,738</b>	<b>\$82,052</b>	<b>\$75,314</b>
Year 3	<b>\$6,872</b>	<b>\$82,072</b>	<b>\$75,200</b>
Year 4	<b>\$7,010</b>	<b>\$82,060</b>	<b>\$75,051</b>
Year 5	<b>\$7,150</b>	<b>\$166,745</b>	<b>\$159,595</b>
Year 6	<b>\$7,293</b>	<b>\$169,220</b>	<b>\$161,927</b>
Year 7	<b>\$7,439</b>	<b>\$343,472</b>	<b>\$336,033</b>
Year 8	<b>\$7,588</b>	<b>\$435,873</b>	<b>\$428,285</b>
Year 9	<b>\$7,739</b>	<b>\$530,920</b>	<b>\$523,181</b>
Year 10	<b>\$7,894</b>	<b>\$808,314</b>	<b>\$800,420</b>
	<b>\$72,327</b>	<b>\$2,782,728</b>	<b>\$2,710,401</b>

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):

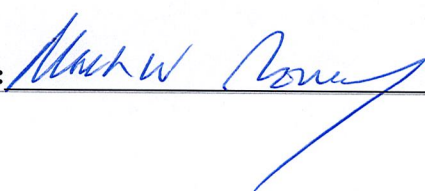
- ☐ MWBE/DBE Participation
- ☐ EEO Workforce Utilization
- ☐ Inclusionary Housing
- ☐ Regional Labor
- ☐ City of Albany Labor
- ☐ Apprenticeship Program

## 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.

<b>Date Signed: June 5, 2019.</b>	<b>Name of Person Completing Project Questionnaire on behalf of the Company.</b>  Name: <b>Mark W. Roney</b> Title: <b>CFO</b> Phone Number: <b>315.200.1851</b> Address: <b>333 West Washington Street</b> <b>Syracuse, NY 13202</b>  Signature: 
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## 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.

## **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"**

<b>YEAR</b>	<b>Property Tax Projections Without Proposed Project</b>	<b>Proposed PILOT Payments</b>	<b>Total of Additional Payments</b>	<b>Proposed Reduction on a Percentage Basis</b>
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%
<b>TOTALS:</b>	<b>\$73,644</b>	<b>\$2,780,921</b>	<b>\$2,707,277</b>	



