

# Albany Industrial Development Agency

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

Anthony J. Ferrara, *Chairman*  
Kathy Sheehan, *Treasurer*  
Susan Pedo, *Secretary*  
Martin Daley  
C. Anthony Owens  
John R. Vero

Michael Yevoli, *Chief Executive Officer*  
Erik J. Smith, *Chief Financial Officer*  
John Reilly, *Agency Counsel*

To: Anthony J. Ferrara  
Kathy Sheehan  
Susan Pedo  
Martin Daley  
C. Anthony Owens  
John R. Vero

Michael Yevoli  
Erik Smith  
John Reilly  
Joseph Scott  
Sarah Reginelli  
Bradley Chevalier

Date: September 14, 2012

## AGENDA

The regular meeting of the City of Albany Industrial Development Agency will be held on **Thursday, September 20th, 2012 at 12:15PM** at the 21 Lodge Street, Albany, NY 12207 (Conference Room).

### Roll Call

### Reading of Minutes of the Regular Meeting of August 16, 2012

### Approval of Minutes of the Regular Meeting of August 16, 2012

### Reports of Committees

### Report of Chief Executive Officer

### Report of Chief Financial Officer

- Financial Report

### Communications

### Unfinished Business

- Scannell Properties #145, LLC Project Synopsis
- Scannell Properties #145, LLC Project Resolution Confirming SEQR Determination
- Scannell Properties #145, LLC Project Approving Resolution
- FC 178WAE, LLC Project Synopsis
- FC 178WAE, LLC Project SEQR Resolution
- FC 178WAE, LLC Project PILOT Deviation Approval Resolution
- FC 178WAE, LLC Project Agent Resolution
- FC 178WAE, LLC Project Approving Resolution
- 581 Livingston Avenue, LLC Project Synopsis
- 581 Livingston Avenue, LLC Project Resolution Confirming SEQR Determination
- 581 Livingston Avenue, LLC Project PILOT Deviation Approval Resolution
- 581 Livingston Avenue, LLC Project Commercial Findings Resolution
- 581 Livingston Avenue, LLC Project Approving Resolution
- Columbia Harriman 455, LLC Project Confirming Resolution

### New Business

- Housing Visions Consultants, Inc. On Behalf of Sheridan Hollow Village, LLC and Sheridan Hollow Enterprises, LLC (to be formed) Project Public Hearing Resolution

### Other Business

### Adjournment

**\* The next regularly scheduled meeting is Thursday, October 18, 2012 at 21 Lodge Street, Albany, NY 12207**

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## IDA MINUTES OF REGULAR MEETING Thursday, August 16, 2012

Attending: Anthony J. Ferrara, Kathy Sheehan, Martin Daley & John Vero

Absent: Susan Pedo & C. Anthony Owens

Also Present: Michael Yevoli, Erik Smith, John Reilly, Joseph Scott, Sarah Reginelli, Bradley Chevalier & Amy Gardner

Chairman Anthony J. Ferrara called the regular meeting of the IDA to order at 12:15PM.

### Roll Call

Chairman Ferrara reported that all Board members were present with the exception of Susan Pedo and C. Anthony Owens.

### Reading of Minutes of the Regular Meeting of July 19, 2012

Since the minutes of the previous meeting had been distributed to Board members in advance for review, Chairman Ferrara made a proposal to dispense with the reading of the minutes.

### Approval of Minutes of the Regular Meeting of July 19, 2012

Chairman Ferrara made a proposal to approve the minutes of the regular Board meeting of July 19, 2012 as presented. A motion to accept the minutes, as presented, was made by Kathy Sheehan and seconded by Martin Daley. A vote being taken, the minutes were accepted unanimously.

### Reports of Committees

None

### Report of Chief Executive Officer

Mike Yevoli advised the Board that in the near future staff will be reaching out to local non-profits and others about how the Capital Resource Corporation could be of potential assistance.

### **Report of Chief Financial Officer**

Erik Smith reviewed the monthly financial report with the Board. Mr. Smith reviewed year-to-date and projected cash inflows and outlays. Mr. Smith advised the Board that the expenditure activity through July 31<sup>st</sup> is consistent with the IDA's budget. At this time the IDA's projected year-end cash balance is \$576,092.

### **Unfinished Business**

None

### **New Business**

#### Columbia 16 NS/16 New Scotland Square, LLC Project Resolution Authorizing Conveyance & Assignment

Counsel provided an overview of the application to the Board. The application requests a transfer of the straight lease transaction related to the Original Project from the Original Company, Columbia 16 NS, and LLC, to the New Company, 16 New Scotland Square, and LLC. The Board was informed that the Applicant had obtained subdivision approval from the City for the parcel of land associated with the Original Project - with an address of 16 New Scotland Avenue. The application requests that the released parcel of land now known as 12 New Scotland Avenue remain with the Original Company and the released parcel of land now known as 123 Morton Avenue remain as part of the Original Project to be transferred. The PILOT agreement, as it relates to 12 New Scotland Avenue, would be terminated with the property returning to City tax rolls. The PILOT agreement would remain with the building and land at 16 New Scotland and the parcel at 123 Morton Avenue with the New Company assuming all the rights and responsibilities of the original IDA agreement.

Ms. Sheehan expressed concern that the public would perceive the proposed transaction as the developer making a profit off of tax benefits given to help induce the development of this successful project. Joe Nicolla of Columbia Development provided a summary on the history of the project including the state of the neighborhood at the time the project was undertaken. Mr. Nicolla also explained that his company is seeking to sell the property so that it can continue to do such projects in Albany. Mr. Vero stated that the history provided by Mr. Nicolla on the project was helpful for him to gain an understanding of the project. Mr. Vero stated that it was his understanding that the Board was being asked to approve an assignment and assumption, not an assignment and assumption modification that alters the existing lease structure. It's a deal the Board already approved and therefore to him the matter being considered was administrative in nature. Ms. Sheehan stated that she wanted it to be known that the Board had discussed the matter in-depth and, ultimately, stand behind its decision.

Chairman Ferrara presented the Columbia 16 NS/16 New Scotland Square, LLC Project Resolution Authorizing Conveyance & Assignment to the Board. A motion to adopt the Resolution was made by Martin Daley and seconded by John Vero. A vote being taken, the Resolution passed unanimously.

### Columbia Harriman 455, LLC Project Confirming Resolution

Staff advised the Board that changes had occurred to the project since its approval in May 2011. An updated application reflecting the changes had been received and reviewed by staff. Staff provided the Board with an overview of the updated application. The size of the project has been reduced from 63,000 SF to 42,000 SF. Debra Lambek with the law firm Segel, Goldman, Mazzotta and Siegel, P.C., legal counsel for the Applicant, and Joe Nicolla of Columbia Development were present. Mr. Nicolla discussed the changes to the project including the request to reduce the previously approved fixed PILOT assessed value. The proposed reduction is a reflection of the change of the project size. The Board discussed fixed PILOT assessed value, both in general and specifically related to this project. The Board advised staff that they would like to review the assessed value of the property further. The Resolution was tabled until the next Board meeting.

### **Communications**

None

### **Other Business**

None

There being no further business, Chairman Ferrara adjourned the meeting at 1:45PM.

Respectfully submitted,

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Susan Pedo, Secretary



**City of Albany IDA**  
2012 Monthly Cash Position  
August 2012

	<b>ACTUAL</b>								<b>PROJECTED</b>				
	January	February	March	April	May	June	July	August	September	October	November	December	YTD Total
<b>Beginning Balance</b>	\$ 655,663	\$ 623,254	\$ 665,288	\$ 686,239	\$ 562,424	\$ 559,852	\$ 480,297	\$ 430,501	\$ 406,384	\$ 551,518	\$ 645,892	\$ 713,919	\$ 655,663
<b>Revenue</b>													
<b>Fee Revenue</b>													
Application Fee	\$ -	\$ -	\$ -	\$ -	\$ 3,000	\$ 4,500	\$ -	\$ 3,000	\$ -	\$ -	\$ -	\$ -	\$ 10,500
Agency Fee	-	-	24,140	-	-	-	-	-	157,491	169,978	81,124	-	432,733
Administrative Fee	-	-	-	500	500	500	-	-	-	-	-	-	1,500
Modification Fee	-	7,663	-	1,500	-	-	-	500	-	-	-	-	9,663
<b>Subtotal - Fee Revenue</b>	\$ -	\$ 7,663	\$ 24,140	\$ 2,000	\$ 3,500	\$ 5,000	\$ -	\$ 3,500	\$ 157,491	\$ 169,978	\$ 81,124	\$ -	\$ 454,396
<b>Other Revenue</b>													
Project Benefit Agreement	\$ -	\$ 100,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 100,000
Interest Income	57	49	60	51	51	47	41	39	34	46	54	59	587
CRC	-	-	-	37,500	-	-	-	-	32,500	10,833	10,833	10,833	102,500
NYS BIC	-	-	-	-	-	-	-	-	-	-	-	-	-
Misc	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Subtotal - Other Revenue</b>	\$ 57	\$ 100,049	\$ 60	\$ 37,551	\$ 51	\$ 47	\$ 41	\$ 39	\$ 32,534	\$ 10,879	\$ 10,887	\$ 10,893	\$ 203,087
<b>Total - Revenue</b>	\$ 57	\$ 107,712	\$ 24,200	\$ 39,551	\$ 3,551	\$ 5,047	\$ 41	\$ 3,539	\$ 190,025	\$ 180,857	\$ 92,011	\$ 10,893	\$ 657,483
<b>Expenditures</b>													
Management Contract	\$ -	\$ -	\$ -	\$ 83,333	\$ -	\$ 20,833	\$ 20,833	\$ 20,833	\$ 41,667	\$ 20,833	\$ 20,833	\$ 20,833	\$ 250,000
APA Contract	5,250	-	-	5,250	-	-	-	-	-	-	-	-	10,500
Audits	-	-	3,100	-	3,900	-	-	-	-	-	-	-	7,000
Agency Counsel	-	-	-	-	-	-	21,000	-	-	-	-	42,000	63,000
ED Support	-	-	-	62,500	-	62,500	-	-	-	62,500	-	62,500	250,000
Sub-lease AHCC	-	65,527	-	12,061	2,222	-	2,278	6,822	3,000	3,000	3,000	3,000	100,910
NYS BIC	27,216	-	-	-	-	-	-	-	-	-	-	-	27,216
D & O Insurance	-	-	-	-	-	1,268	-	-	-	-	-	-	1,268
Misc.	-	150	149	223	-	-	862	-	225	150	150	150	2,058
Other Expenses	-	-	-	-	-	-	4,864	-	-	-	-	-	4,864
<b>Total - Expenditures</b>	\$ 32,466	\$ 65,677	\$ 3,249	\$ 163,367	\$ 6,122	\$ 84,601	\$ 49,837	\$ 27,655	\$ 44,892	\$ 86,483	\$ 23,983	\$ 128,483	\$ 716,817
<b>Ending Balance</b>	\$ 623,254	\$ 665,288	\$ 686,239	\$ 562,424	\$ 559,852	\$ 480,297	\$ 430,501	\$ 406,384	\$ 551,518	\$ 645,892	\$ 713,919	\$ 596,329	\$ 596,329

# City of Albany IDA

Fee Detail by Month

August 2012

	Name	Application Fee	Agency Fee	Administration Fee	Modification Fee	TOTAL FEE
<i>January</i>		\$ -	\$ -	\$ -	\$ -	\$ -
		-	-	-	-	-
		-	-	-	-	-
	<b>TOTAL</b>	\$ -	\$ -	\$ -	\$ -	\$ -
<i>February</i>	Daughters of Sarah	\$ -	\$ -	\$ -	\$ 7,663	\$ 7,663
		-	-	-	-	-
		-	-	-	-	-
	<b>TOTAL</b>	\$ -	\$ -	\$ -	\$ 7,663	\$ 7,663
<i>March</i>	Penta on Braodway	\$ -	\$ 11,015	\$ -	\$ -	\$ 11,015
	4-6 Sheridan, LLC	-	13,125	-	-	13,125
	<b>TOTAL</b>	\$ -	\$ 24,140	\$ -	\$ -	\$ 24,140
<i>April</i>	Living Resources	\$ -	\$ -	\$ 500	\$ -	\$ 500
	AMRI				1,500	
	<b>TOTAL</b>	\$ -	\$ -	\$ 500	\$ 1,500	\$ 2,000
<i>May</i>	Honest Weight Food Co-op	\$ 1,500	\$ -	\$ -	\$ -	\$ 1,500
	Dilek, LLC	1,500	-	-	-	1,500
	Sage Colleges	-	-	500	-	500
		-	-	\$ -	-	-
	<b>TOTAL</b>	\$ 3,000	\$ -	\$ 500	\$ -	\$ 3,500
<i>June</i>	581 Livingston Avenue, LLC	\$ 1,500	\$ -	\$ -	\$ -	\$ 1,500
	Scanell Properties #145, LLC	1,500	-	-	-	1,500
	Albany Institute of History & Art	-	-	500	-	500
	FC 178WAE, LLC	1,500	-	-	-	1,500
		-	-	-	-	-
	<b>TOTAL</b>	\$ 4,500	\$ -	\$ 500	\$ -	\$ 5,000

# City of Albany IDA

Fee Detail by Month

August 2012

	Name	Application Fee	Agency Fee	Administration Fee	Modification Fee	TOTAL FEE
<i>July</i>		\$ -	\$ -	\$ -	\$ -	\$ -
		-	-	-	-	-
		-	-	-	-	-
	<b>TOTAL</b>	\$ -	\$ -	\$ -	\$ -	\$ -
<i>August</i>	Housing Visions Consultant, Inc	\$ 1,500	\$ -	\$ -	\$ -	<b>1,500</b>
	Columbia 16 NS II, LLC	1,500	-	-	-	<b>1,500</b>
	Teresian House	-	-	-	500	-
	<b>TOTAL</b>	\$ 3,000	\$ -	\$ -	\$ 500	\$ 3,500
<i>September</i>	Dilek, LLC	\$ -	\$ 19,444	\$ -	\$ -	\$ 19,444
	Sixty State Place, LLC	-	48,750	-	-	<b>48,750</b>
	Honest Weight Food Co-op	-	89,297	-	-	<b>89,297</b>
	<b>TOTAL</b>	\$ -	\$ 157,491	\$ -	\$ -	\$ 157,491
<i>October</i>	Columbia Harriman 455	\$ -	\$ 92,478	\$ -	\$ -	\$ 92,478
	Scanell Properties #145, LLC	-	77,500	-	-	<b>77,500</b>
	<b>TOTAL</b>	\$ -	\$ 169,978	\$ -	\$ -	\$ 169,978
<i>November</i>	581 Livingston Avenue, LLC	\$ -	\$ 36,400	\$ -	\$ -	\$ -
	FC 178WAE, LLC	-	44,724	-	-	<b>44,724</b>
<i>December</i>	<b>TOTAL</b>	\$ -	\$ 81,124	\$ -	\$ -	\$ 81,124
		\$ -	-	\$ -	\$ -	-
	<b>TOTAL</b>	\$ -	\$ -	\$ -	\$ -	\$ -
<b>2012 TOTAL</b>		\$ 10,500 <i>Application Fee</i>	\$ 432,733 <i>Agency Fee</i>	\$ 1,500 <i>Administration Fee</i>	\$ 9,663 <i>Modification Fee</i>	\$ 454,396 <i>TOTAL FEE</i>

**City of Albany CRC**  
2012 Monthly Cash Position  
August 2012

	<b>ACTUAL</b>								<b>PROJECTED</b>				
	January	February	March	April	May	June	July	August	September	October	November	December	YTD Total
<b>Beginning Balance</b>	\$ 142,598	\$ 142,610	\$ 142,621	\$ 142,633	\$ 100,642	\$ 100,650	\$ 100,659	\$ 79,666	\$ 79,673	\$ 47,179	\$ 36,350	\$ 25,520	\$ 142,598
<b>Revenue</b>													
<b>Fee Revenue</b>													
Application Fee	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Agency Fee	-	-	-	-	-	-	-	-	-	-	-	-	-
Administrative Fee	-	-	-	-	-	-	-	-	-	-	-	-	-
Modification Fee	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Subtotal - Fee Revenue</b>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
<b>Other Revenue</b>													
Interest Income	\$ 12	\$ 11	\$ 12	\$ 9	\$ 9	\$ 8	\$ 7	\$ 7	\$ 7	\$ 4	\$ 3	\$ 2	91
Misc	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Subtotal - Other Revenue</b>	\$ 12	\$ 11	\$ 12	\$ 9	\$ 9	\$ 8	\$ 7	\$ 7	\$ 7	\$ 4	\$ 3	\$ 2	91
<b>Total - Revenue</b>	\$ 12	\$ 11	\$ 12	\$ 9	\$ 9	\$ 8	\$ 7	\$ 7	\$ 7	\$ 4	\$ 3	\$ 2	91
<b>Expenditures</b>													
Management Contract	\$ -	\$ -	\$ -	\$ 37,500	\$ -	\$ -	\$ -	\$ -	\$ 32,500	\$ 10,833	\$ 10,833	\$ 10,833	\$ 102,500
Agency Counsel	-	-	-	-	-	-	21,000	-	-	-	-	-	21,000
Audits	-	-	-	4,500	-	-	-	-	-	-	-	-	4,500
D & O Insurance	-	-	-	-	-	-	-	-	-	-	-	1,364	1,364
Misc.	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total - Expenditures</b>	\$ -	\$ -	\$ -	\$ 42,000	\$ -	\$ -	\$ 21,000	\$ -	\$ 32,500	\$ 10,833	\$ 10,833	\$ 12,197	\$ 129,364
<b>Ending Balance</b>	\$ 142,610	\$ 142,621	\$ 142,633	\$ 100,642	\$ 100,650	\$ 100,659	\$ 79,666	\$ 79,673	\$ 47,179	\$ 36,350	\$ 25,520	\$ 13,325	\$ 13,325

# City of Albany CRC

Fee Detail by Month

August 2012

	Name	Application Fee	Agency Fee	Administration Fee	Modification Fee	TOTAL FEE
<i>January</i>		\$ -	\$ -	\$ -	\$ -	\$ -
		-	-	-	-	-
		-	-	-	-	-
	TOTAL	\$ -	\$ -	\$ -	\$ -	\$ -
<i>February</i>		\$ -	\$ -	\$ -	\$ -	\$ -
		-	-	-	-	-
		-	-	-	-	-
	TOTAL	\$ -	\$ -	\$ -	\$ -	\$ -
<i>March</i>		\$ -	\$ -	\$ -	\$ -	\$ -
		-	-	-	-	-
		-	-	-	-	-
	TOTAL	\$ -	\$ -	\$ -	\$ -	\$ -
<i>April</i>		\$ -	\$ -	\$ -	\$ -	\$ -
		-	-	-	-	-
		-	-	-	-	-
	TOTAL	\$ -	\$ -	\$ -	\$ -	\$ -
<i>May</i>		\$ -	\$ -	\$ -	\$ -	\$ -
		-	-	-	-	-
		-	-	-	-	-
	TOTAL	\$ -	\$ -	\$ -	\$ -	\$ -
<i>June</i>		\$ -	\$ -	\$ -	\$ -	\$ -
		-	-	-	-	-
		-	-	-	-	-
	TOTAL	\$ -	\$ -	\$ -	\$ -	\$ -

# City of Albany CRC

Fee Detail by Month

August 2012

	Name	Application Fee	Agency Fee	Administration Fee	Modification Fee	TOTAL FEE
<i>July</i>		\$ -	\$ -	-	-	-
	TOTAL	\$ -	\$ -	-	-	-
<i>August</i>		\$ -	\$ -	-	-	-
	TOTAL	\$ -	\$ -	-	-	-
<i>September</i>		\$ -	\$ -	-	-	-
	TOTAL	\$ -	\$ -	-	-	-
<i>October</i>		\$ -	\$ -	-	-	-
	TOTAL	\$ -	\$ -	-	-	-
<i>November</i>		\$ -	\$ -	-	-	-
	TOTAL	\$ -	\$ -	-	-	-
<i>December</i>		\$ -	\$ -	-	-	-
	TOTAL	\$ -	\$ -	-	-	-
	<b>2011 TOTAL</b>	\$ -	\$ -	-	-	-
		<i>Application Fee</i>	<i>Agency Fee</i>	<i>Administration Fee</i>	<i>Modification Fee</i>	<i>TOTAL FEE</i>

**CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY  
LEASE/LEASEBACK TRANSACTION  
SCANNELL PROPERTIES #145, LLC PROJECT**

**I. PROJECT IDENTIFICATION:**

1. Project Applicant: Scannell Properties #145, LLC, a New York limited liability company (the "Company").
2. The Project:
  - (A) Acquisition of Land: the acquisition of an interest in a parcel of land containing approximately 7.8 acres and located at 55 Commerce Avenue in the City of Albany, Albany County, New York (the "Land" ), together with the existing improvements located thereon and containing in the aggregate approximately 45,000 square feet of space (the "Existing Facility").
  - (B) Construction: the demolition of the Existing Facility and the construction on the Land of a new building to contain approximately 125,000 square feet of space (the "Facility").
  - (C) Equipment component: the acquisition and installation therein and thereon of certain machinery and equipment (the "Equipment") (the Land, the Facility and the Equipment being collectively referred to as the "Project Facility").
  - (D) Lease: The Project Facility will be leased by the Agency to the Company pursuant to a lease agreement (the "Lease Agreement") by and between the Agency and the Company, which Project Facility will be owned by the Company and operated by the Company or a commercial tenant for use as a warehouse, distribution and office facility and other directly and indirectly related activities.

**II. PRIOR ACTION ON PROJECT:**

3. Inducement Proceedings:
  - (A) Public Hearing Resolution: adopted on June 21, 2012.
  - (B) Public Hearing:
    - (1) Mailed to Affected Taxing Jurisdictions: August 2, 2012.
    - (2) Date Posted: August 2, 2012.
    - (3) Published in Albany Times Union: July 7, 2012
    - (4) Date of Public Hearing: August 16, 2012.
    - (5) Location of Public Hearing: offices of the City of Albany Industrial Development Agency at 21 Lodge Street, Albany, New York.

**III. PROPOSED AGENCY ACTION ON SEPTEMBER 20, 2012:**

4. SEQR Resolution: Confirming Findings of Planning Board.
5. Approving Resolution: Approving the Company's project and the proposed financial assistance.

**IV. DETAILS OF PROPOSED STRAIGHT LEASE TRANSACTION:**

6. Relationship of Agency to Company: The Agency will acquire, construct and install the Project Facility and lease the Project Facility to the Company pursuant to the Lease Agreement.
7. Business Terms: The Agency fee is estimated to be \$77,500 (1% of the Project costs of \$7,750,000 (est)).
8. Basic Documents:
  - (A) Underlying Lease from the Company to the Agency.
  - (B) License Agreement from the Company to the Agency.
  - (C) Bill of Sale to Agency.
  - (D) Lease Agreement by and between the Company and the Agency.
  - (E) Payment in Lieu of Tax Agreement by and between the Agency and the Company.
9. Proposed Closing Date: September, 2012.
10. Special Agency Counsel: Hodgson Russ LLP, Albany, New York.



**RESOLUTION CONFIRMING SEQR DETERMINATION  
SCANNELL PROPERTIES #145, LLC PROJECT**

A regular meeting of City of Albany Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York on September 20, 2012 at 12:15 p.m., local time.

The meeting was called to order by the Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Anthony J. Ferrara	Chairman
Susan Pedo	Secretary
Hon. Kathy Sheehan	Treasurer
Martin Daley	Member
C. Anthony Owens	Member
John R. Vero	Member

**ABSENT:**

**THE FOLLOWING PERSONS WERE ALSO PRESENT:**

Michael J. Yevoli	CEO - Capitalize Albany Corporation
Erik Smith	CFO - Capitalize Albany Corporation
Bradley Chevalier	Economic Development Specialist, Capitalize Albany Corporation
Amy Gardner	Administrative Assistant, Capitalize Albany Corporation
John J. Reilly, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

Resolution No. \_\_\_\_

**RESOLUTION CONCURRING IN THE DETERMINATION BY THE CITY OF  
ALBANY PLANNING BOARD, AS LEAD AGENCY FOR A CERTAIN PROPOSED  
PROJECT FOR SCANNELL PROPERTIES #145, LLC PROJECT.**

WHEREAS, the Agency is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 325 of the 1974 Laws of New York, as amended, constituting Section 903-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State

of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, Scannell Properties #145, LLC, a limited liability company (the “Company”), submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 7.8 acres and located at 55 Commerce Avenue in the City of Albany, Albany County, New York (the “Land”), together with the existing improvements located thereon and containing in the aggregate approximately 45,000 square feet of space (the “Existing Facility”), (2) the demolition of the Existing Facility, (3) the construction on the Land of a new building to contain approximately 125,000 square feet of space (the “Facility”) and (4) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Existing Facility, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to be owned by the Company and operated by the Company or a commercial tenant for use as a warehouse, distribution and office facility and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43 B of the Consolidated Laws of New York, as amended (the “SEQR Act”), and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), the Agency has been informed that (1) the Planning Board of the City of Albany, New York (the “Planning Board”) was designated to act as “lead agency” with respect to the Project, and (2) the Planning Board issued a Determination of Non Significance on August 16, 2012 (the “Negative Declaration”), determining that the acquisition, construction and installation of the Project Facility will not have a “significant effect on the environment”; and

WHEREAS, the Agency is an “involved agency” with respect to the Project and the Agency now desires to concur in the determination by the Planning Board, as “lead agency” with respect to the Project, to acknowledge receipt of a copy of the Negative Declaration and to indicate whether the Agency has any information to suggest that the Planning Board was incorrect in determining that the Project will not have a “significant effect on the environment” pursuant to SEQRA and, therefore, that no environmental impact statement need be prepared with respect to the Project;

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

Section 1. The Agency has received copies of, and has reviewed, the Application and the Negative Declaration (collectively the “Reviewed Documents”) and, based upon said Reviewed Documents, the Agency hereby ratifies and concurs in the designation of the Planning Board as “lead agency” with respect to the Project under SEQRA (as such quoted term is defined in SEQRA).

Section 2. The Agency hereby determines that the Agency has no information to suggest that the Planning Board was incorrect in determining that the Project will not have a “significant effect on the environment” pursuant to the SEQRA and, therefore, that no environmental impact statement need be prepared with respect to the Project (as such quoted phrase is used in SEQRA).

Section 3. The members of the Agency are hereby directed to notify the Planning Board of the concurrence by the Agency that the Planning Board shall be the “lead agency” with respect to the Project, and to further indicate to the Planning Board that the Agency has no information to suggest that the Planning Board was incorrect in its determinations contained in the Negative Declaration.

Section 4. This Resolution shall take effect immediately.

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

Anthony J. Ferrara	VOTING	_____
Susan Pedo	VOTING	_____
Hon. Kathy Sheehan	VOTING	_____
Martin Daley	VOTING	_____
C. Anthony Owens	VOTING	_____
John R. Vero	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK

) SS.:

COUNTY OF ALBANY

)

I, the undersigned Secretary of City of Albany Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the resolution contained therein, held on September 20, 2012, with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency and of such resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respect duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present through said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 20th day of September, 2012.

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Secretary

(SEAL)

**APPROVING RESOLUTION  
SCANNELL PROPERTIES #145, LLC PROJECT**

A regular meeting of City of Albany Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York on September 20, 2012 at 12:15 p.m., local time.

The meeting was called to order by the Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Anthony J. Ferrara	Chairman
Susan Pedo	Secretary
Hon. Kathy Sheehan	Treasurer
Martin Daley	Member
C. Anthony Owens	Member
John R. Vero	Member

**ABSENT:**

**THE FOLLOWING PERSONS WERE ALSO PRESENT:**

Michael J. Yevoli	CEO - Capitalize Albany Corporation
Erik Smith	CFO - Capitalize Albany Corporation
Bradley Chevalier	Economic Development Specialist, Capitalize Albany Corporation
Amy Gardner	Administrative Assistant, Capitalize Albany Corporation
John J. Reilly, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

**RESOLUTION AUTHORIZING EXECUTION OF DOCUMENTS IN CONNECTION  
WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR SCANNELL  
PROPERTIES #145, LLC.**

WHEREAS, the Agency is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 325 of the 1974 Laws of New York, as amended, constituting Section 903-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, Scannell Properties #145, LLC, a limited liability company (the “Company”), submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 7.8 acres and located at 55 Commerce Avenue in the City of Albany, Albany County, New York (the “Land”), together with the existing improvements located thereon and containing in the aggregate approximately 45,000 square feet of space (the “Existing Facility”), (2) the demolition of the Existing Facility, (3) the construction on the Land of a new building to contain approximately 125,000 square feet of space (the “Facility”) and (4) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Existing Facility, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to be owned by the Company and operated by the Company or a commercial tenant for use as a warehouse, distribution and office facility and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to the authorization contained in a resolution adopted by the members of the Agency on June 21, 2012 (the “Public Hearing Resolution”), the Agency’s staff (A) caused notice of a public hearing of the Agency pursuant to Section 859-a(2) of the Act (the “Public Hearing”) to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project to be mailed on July 3, 2012 to the chief executive officer of the county and of the city and school district in which the Project is to be located, (B) caused notice of the Public Hearing to be published on July 7, 2012 in the Albany Times Union, a newspaper of general circulation available to the residents of the City of Albany, (C) conducted the Public Hearing on July 19th at 12:00 o’clock p.m., local time at the offices of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York, and (D) prepared a report of the Public Hearing (the “Report”) which fairly summarized the views presented at said public hearing and distributed same to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6NYCRR Part 617, as amended (collectively with the SEQR Act, “SEQRA”), by resolution adopted by the members of the Agency on September 20, 2012 (the “SEQR Resolution”), the Agency (A) ratified the determination by the Planning Board of the City of Albany, New York (the “Planning Board”) to act as “lead agency” with respect to the Project, (B) acknowledged receipt of a copy of a negative declaration issued by the Planning Board on August 16, 2012 (the “Negative Declaration”), and (C) indicated that the Agency had no information to suggest that the Planning Board was incorrect in authorizing the issuance of the Negative Declaration; and

WHEREAS, the Agency has given due consideration to the Application, and to representations by the Company that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Company to undertake the Project in City of Albany, New York and

(B) the completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York; and

WHEREAS, the Agency desires to encourage the Company to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of City of Albany, New York by undertaking the Project in City of Albany, New York; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the "Agency Documents"): (A) a certain lease to agency (the "Lease to Agency" or the "Underlying Lease") by and between the Company, as landlord, and the Agency, as tenant, pursuant to which the Company will lease to the Agency a portion of the Land and all improvements now or hereafter located on said portion of the Land (collectively, the "Leased Premises"); (B) a certain license agreement (the "License to Agency" or the "License Agreement") by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company will grant to the Agency (1) a license to enter upon the balance of the Land (the "Licensed Premises") for the purpose of undertaking and completing the Project and (2) in the event of an occurrence of an Event of Default by the Company, an additional license to enter upon the Licensed Premises for the purpose of pursuing its remedies under the Lease Agreement (as hereinafter defined); (C) a lease agreement (and a memorandum thereof) (the "Lease Agreement") by and between the Agency and the Company, pursuant to which, among other things, the Company agrees to undertake the Project as agent of the Agency and the Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (D) a payment in lieu of tax agreement (the "Payment in Lieu of Tax Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; (E) if the Company intends to finance the Project with borrowed money, one or more mortgages and any other security documents and related documents (collectively, the "Mortgage") from the Agency and the Company to the Company's lenders with respect to the Project (the "Lender"), which Mortgage will grant liens on and security interests in the Project Facility to secure one or more loans from the Lender to the Company with respect to the Project (collectively, the "Loan"); (F) all building loan and other agreements requested by the Lender in connection with the Loan (collectively with the Mortgage, the "Loan Documents"); and (G) various certificates relating to the Project (the "Closing Documents");

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

Section 1. All action taken by the Chief Executive Officer of the Agency with respect to the Public Hearing with respect to the Project is hereby ratified and confirmed.

Section 2. The law firm of Hodgson Russ LLP is hereby appointed Special Counsel to the Agency with respect to all matters in connection with the Project. Special Counsel for the Agency is hereby authorized, at the expense of the Company, to work with the Company, counsel to the Company, counsel to the Agency and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution. Special Counsel has prepared and submitted an initial draft of the Agency Documents to staff of the Agency.

Section 3. The Agency hereby finds and determines that:

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

(B) The Project constitutes a “project,” as such term is defined in the Act;

(C) The Project site is located entirely within the boundaries of City of Albany, New York;

(D) It is estimated at the present time that the costs of the planning, development, acquisition, construction, and installation of the Project Facility (collectively, the “Project Costs”) will be approximately \$7,750,000;

(E) The completion of the Project will not result in the removal of a plant or facility of the Company or any other proposed occupant of the Project Facility from one area of the State of New York to another area of the State of New York or in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project Facility located in the State of New York;

(F) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of City of Albany, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;

(G) The Agency has reviewed the Hearing Report and has fully considered all comments contained therein; and

(H) It is desirable and in the public interest for the Agency to enter into the Agency Documents.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (A) proceed with the Project; (B) acquire, construct and install the Project Facility; (C) lease the Project Facility to the Company pursuant to the Lease Agreement; (D) enter into the Payment in Lieu of Tax Agreement; (E) secure the Loan by entering into the Loan Documents; and (F) grant the Financial Assistance with respect to the Project.

Section 5. The Agency is hereby authorized (A) to acquire a license in the Licensed Premises pursuant to the License Agreement, (B) to acquire a leasehold interest in the Leased Premises pursuant to the Underlying Lease, (C) to acquire title to the Equipment pursuant to a bill of sale (the “Bill of Sale to Agency”) from the Company to the Agency, and (D) to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisitions are hereby approved, ratified and confirmed.

Section 6. The Agency is hereby authorized to acquire, construct and install the Project Facility as described in the Lease Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition, construction and installation are hereby ratified, confirmed and approved.

Section 7. The Chairman (or Vice Chairman) of the Agency, with the assistance of Agency Counsel and/or Special Counsel, is authorized to negotiate and approve the form and substance of the Agency Documents.



Section 8. (A) The Chairman (or Vice Chairman) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agency Documents, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in the forms thereof as the Chairman (or Vice Chairman) shall approve, the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

(B) The Chairman (or Vice Chairman) of the Agency is hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 9. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing Resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 10. This Resolution shall take effect immediately.

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

Anthony J. Ferrara	VOTING	_____
Susan Pedo	VOTING	_____
Hon. Kathy Sheehan	VOTING	_____
Martin Daley	VOTING	_____
C. Anthony Owens	VOTING	_____
John R. Vero	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of City of Albany Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on September 20, 2012 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 20th day of September, 2012.

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(Assistant) Secretary

(SEAL)

**CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY  
LEASE/LEASEBACK TRANSACTION  
FC 178WAE LLC PROJECT – PHASE II**

**I. PROJECT IDENTIFICATION:**

1. Project Applicant: FC 178WAE LLC, a limited liability company organized and existing under the laws of the State of New York (the “Company”).
2. The Project:
  - (A) Acquisition of Land: the acquisition of an interest in a parcel of land containing approximately 2.09 acres and located at 178 Washington Avenue Extension in the City of Albany, Albany County, New York (the “Land”).
  - (B) Construction: the construction on the Land of a new building to contain approximately 24,000 square feet of space (the “Facility”).
  - (C) Equipment component: the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Facility and the Equipment being collectively referred to as the “Project Facility”).
  - (D) Lease: The Project Facility will be leased by the Agency to the Company pursuant to a lease agreement dated as of October 1, 2012 (the “Lease Agreement”) by and between the Agency and the Company, which Project Facility will be owned by the Company and leased to various medical office/commercial tenants for medical/commercial and other directly and indirectly related activities.

**II. PRIOR ACTION ON PROJECT:**

3. SEQR Compliance:
  - (A) SEQR classification of the Initial Project: Negative Declaration.
  - (B) SEQR Lead Agency: City of Albany Planning Board.
  - (C) Date of Lead Agency Action: June 4, 2010.
  - (D) Date of Agency Action: September 20, 2012.
4. Inducement Proceedings:
  - (A) Public Hearing Resolution: adopted on July 19, 2012.
  - (B) Public Hearing:
    - (1) Mailed to Affected Taxing Jurisdictions: August 2, 2012.
    - (2) Date Posted: August 2, 2012.
    - (3) Published in Albany Times Union: August 4, 2012.
    - (4) Date of Public Hearing: August 16, 2012.
    - (5) Location of Public Hearing: offices of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York.
  - (C) Pilot Deviation Approval Resolution: September 20, 2012.
  - (D) Agent Resolution: September 20, 2012.
  - (E) Approving Resolution: to be adopted on September 20, 2012.

**III. DETAILS OF PROPOSED STRAIGHT LEASE TRANSACTION:**

7. Relationship of Agency to Company: The Agency will acquire, construct and install the Project Facility and lease the Project Facility to the Company pursuant to the Lease Agreement.
8. Business Terms:
  - (A) Payments in Lieu of Taxes: As per the Pilot Deviation Approval Resolution.
  - (B) Agency fee estimated \$44,725 (per July 6, 2012 IDA memo 1% of the Project costs of \$4,472,432).
9. Basic Documents:
  - (A) Underlying Lease from the Company to the Agency.
  - (B) License Agreement from the Company to the Agency.
  - (C) Bill of Sale to Agency.
  - (D) Lease Agreement by and between the Company and the Agency.
  - (E) Payment in Lieu of Tax Agreement by and between the Agency and the Company.
10. Proposed Closing Date: expected to be October, 2012.
11. Special Agency Counsel: Hodgson Russ LLP, Albany, New York.

**SEQR RESOLUTION  
FC 178WAE LLC PROJECT**

A regular meeting of City of Albany Industrial Development Agency (the "Agency") was convened in public session at the office of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York on September 20, 2012 at 12:15 p.m., local time.

The meeting was called to order by the Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Anthony J. Ferrara	Chairman
Susan Pedo	Secretary
Hon. Kathy Sheehan	Treasurer
Martin Daley	Member
C. Anthony Owens	Member
John R. Vero	Member

**ABSENT:**

**AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:**

Michael J. Yevoli	CEO - Capitalize Albany Corporation
Erik Smith	CFO - Capitalize Albany Corporation
Bradley Chevalier	Economic Development Specialist, Capitalize Albany Corporation
Amy Gardner	Administrative Assistant, Capitalize Albany Corporation
John J. Reilly, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

Resolution No. 0912-\_\_

**RESOLUTION ACCEPTING THE DETERMINATION BY THE CITY OF ALBANY PLANNING BOARD TO ACT AS LEAD AGENCY FOR THE ENVIRONMENTAL REVIEW OF THE FC 178WAE LLC PROJECT AND ACKNOWLEDGING RECEIPT OF THE NEGATIVE DECLARATION ISSUED WITH RESPECT THERETO.**

WHEREAS, City of Albany Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 325 of the 1974 Laws of New York, as amended, constituting Section 903-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter

collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in July, 2012, FC 178WAE LLC, a New York limited liability company (the “Company”), presented an application (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (1) the acquisition of an interest in a parcel of land containing approximately 2.09 acres and located at 178 Washington Avenue Extension in the City of Albany, Albany County, New York (the “Land”), (2) the construction on the Land of a new building to contain approximately 24,000 square feet of space (the “Facility”) and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to be owned by the Company and leased to tenants for medical/commercial uses and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on July 19, 2012 (the “Public Hearing Resolution”), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Chief Executive Officer of the Agency (A) caused notice of a public hearing of the Agency (the “Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on August 2, 2012 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the Public Hearing to be posted on August 2, 2012 at the City Hall bulletin board located at 24 Eagle Street in the City of Albany, Albany County, New York, (C) caused notice of the Public Hearing to be published on August 4, 2012 in the Albany Times Union, a newspaper of general circulation available to the residents of the City of Albany, Albany County, New York, (D) conducted the Public Hearing on August 16, 2012 at 12:00 o’clock p.m., local time at offices of the City of Albany Industrial Development Agency located at 21 Lodge Street in the City of Albany, Albany County, New York, and (E) prepared a report of the Public Hearing (the “Public Hearing Report”) fairly summarizing the views presented at such Public Hearing and caused copies of said Public Hearing Report to be made available to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), the Agency has been informed that (A) the City of Albany

Planning Board (the "Planning Board") was designated to act as "lead agency" with respect to the Project and (B) on June 4, 2010, the Planning Board determined that the Project is a "unlisted action" which will not have a "significant effect on the environment" and, therefore, that an "environmental impact statement" is not required to be prepared with respect to the Project and issued a negative declaration with respect thereto (the "Negative Declaration"); and

WHEREAS, at the time that the Planning Board determined itself to be the "lead agency" with respect to the Project, it was not known that the Agency was an "involved agency" with respect to the Project, and, now that the Agency has become an "involved agency" with respect to the Project, the Agency desires to concur in the designation of the Planning Board as "lead agency" with respect to the Project, to acknowledge receipt of a copy of the Negative Declaration and to indicate that the Agency has no information to suggest that the Planning Board was incorrect in determining that the Project will not have a "significant effect on the environment" pursuant to SEQRA;

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

Section 1. (A) The Agency has received copies of, and has reviewed, the Application, an environmental assessment form prepared by the Company and the Negative Declaration (collectively, the "Reviewed Documents") and, based upon said Reviewed Documents and the representations made by the Company to the Agency at this meeting, the Agency hereby ratifies and concurs in the designation of the Planning Board as "lead agency" with respect to the Project (as such quoted term is defined in SEQRA).

(B) The Agency hereby determines that the Agency has no information to suggest that the Planning Board was incorrect in determining that the Project will not have a "significant effect on the environment" pursuant to SEQRA (as such quoted phrase is used in SEQRA).

Section 2. This Resolution shall take effect immediately.

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

Anthony J. Ferrara	VOTING	_____
Susan Pedo	VOTING	_____
Hon. Kathy Sheehan	VOTING	_____
Martin Daley	VOTING	_____
C. Anthony Owens	VOTING	_____
John R. Vero	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of City of Albany Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on September 20, 2012 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this \_\_\_\_ day of September, 2012.

(SEAL)

---

(Assistant) Secretary



**PILOT DEVIATION APPROVAL RESOLUTION  
FC 178WAE LLC PROJECT**

A regular meeting of City of Albany Industrial Development Agency (the “Agency”) was convened in public session at the office of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York on September 20, 2012 at 12:15 p.m., local time.

The meeting was called to order by the Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Anthony J. Ferrara	Chairman
Susan Pedo	Secretary
Hon. Kathy Sheehan	Treasurer
Martin Daley	Member
C. Anthony Owens	Member
John R. Vero	Member

**ABSENT:**

**AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:**

Michael J. Yevoli	CEO – Capitalize Albany Corporation
Erik Smith	CFO – Capitalize Albany Corporation
Bradley Chevalier	Economic Development Specialist, Capitalize Albany Corporation
Amy Gardner	Administrative Assistant, Capitalize Albany Corporation
John J. Reilly, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

Resolution No. \_\_\_\_\_

**RESOLUTION AUTHORIZING A DEVIATION FROM THE AGENCY’S UNIFORM  
TAX EXEMPTION POLICY IN CONNECTION WITH THE PROPOSED PAYMENT IN  
LIEU OF TAX AGREEMENT TO BE ENTERED INTO BY THE AGENCY IN  
CONNECTION WITH THE PROPOSED FC 178WAE LLC PROJECT.**

WHEREAS, City of Albany Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 325 of the 1974 Laws of New York, as amended, constituting Section 903-a of

said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more "projects" (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in July, 2012, FC 178WAE LLC, a New York limited liability company (the "Company"), submitted an application (the "Application") to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the "Project") for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 2.09 acres and located at 178 Washington Avenue Extension in the City of Albany, Albany County, New York (the "Land"), (2) the construction on the Land of a new building to contain approximately 24,000 square feet of space (the "Facility") and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the "Equipment") (the Land, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to be owned by the Company and leased to tenants for medical/commercial uses and other directly and indirectly related activities; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on July 19, 2012 (the "Public Hearing Resolution"), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Chief Executive Officer of the Agency (A) caused notice of a public hearing of the Agency (the "Public Hearing") pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on August 2, 2012 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the Public Hearing to be posted on August 2, 2012 at the City Hall bulletin board located at 24 Eagle Street in the City of Albany, Albany County, New York, (C) caused notice of the Public Hearing to be published on August 4, 2012 in the Albany Times Union, a newspaper of general circulation available to the residents of the City of Albany, Albany County, New York, (D) conducted the Public Hearing on August 16, 2012 at 12:00 o'clock p.m., local time at offices of the City of Albany Industrial Development Agency located at 21 Lodge Street in the City of Albany, Albany County, New York, and (E) prepared a report of the Public Hearing (the "Public Hearing Report") fairly summarizing the views presented at such Public Hearing and caused copies of said Public Hearing Report to be made available to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act") and the regulations (the "Regulations") adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, "SEQRA"), by resolution adopted by the members of the Agency on September 20, 2012 (the "SEQR Resolution"), the Agency (A) concurred in the determination by the City of Albany Planning Board (the "Planning Board") to act as "lead agency" with respect to the Project and (B) indicated that the Agency had no information to suggest that the Planning Board was incorrect in issuing a negative declaration (the "Negative Declaration") determining that the Project will not have a "significant effect on the environment" pursuant to SEQRA; and

WHEREAS, in connection with the Project, the Company has requested that the Agency deviate from its uniform tax exemption policy with respect to the terms of the proposed payment in lieu of tax agreement to be entered into by the Agency with respect to the Project Facility, which proposed deviation is outlined in the letter dated September 7, 2012 (the "Pilot Deviation Letter"), a copy of which Pilot Deviation Letter is attached hereto as Exhibit A; and

WHEREAS, pursuant to Section 874(4) of the Act, prior to taking final action on such request for a deviation from the Agency's uniform tax exemption policy, the Agency must give the chief executive officers of the County and each city, town, village and school district in which the Project Facility is located (collectively, the "Affected Tax Jurisdictions") written notice of the proposed deviation from the Agency's uniform tax exemption policy and the reasons therefor no fewer than ten (10) days prior to the meeting of the Agency at which the members of the Agency shall consider whether to approve such proposed deviation; and

WHEREAS, pursuant to Section 856(15) of the Act, unless otherwise agreed by the affected tax jurisdictions, payments in lieu of taxes must be allocated among the affected tax jurisdictions in proportion to the amount of real property tax and other taxes which would have been received by each affected tax jurisdiction had the Project Facility not been tax exempt due to the status of the Agency; and

WHEREAS, by the Pilot Deviation Letter, the Chief Executive Officer notified the chief executive officers of the Affected Tax Jurisdictions of the proposed deviation from the Agency's uniform tax exemption policy and further notified said chief executive officers that the members of the Agency would consider whether to approve such proposed deviation at this meeting;

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

Section 1. The Agency hereby finds and determines as follows:

(A) The Agency has considered any and all responses from the Affected Tax Jurisdictions to the Pilot Deviation Letter.

(B) The Agency has reviewed and responded to all written comments received from any Affected Tax Jurisdiction with respect to the proposed deviation.

(C) The Agency has given all representatives from an Affected Tax Jurisdictions in attendance at this meeting the opportunity to address the members of the Agency regarding the proposed deviation.

Section 2. Based upon (A) the findings and determinations in Section 1 above, (B) comments received at the Public Hearing, (C) input received at this meeting from the Affected Tax Jurisdictions with

respect to the proposed deviation, (D) the Agency's knowledge of the Project and (E) such further investigation of the Project and the effect of the proposed deviation as the Agency has deemed appropriate, the Agency hereby determines to deviate from the Agency's uniform tax exemption policy with respect to the terms of the proposed payment in lieu of tax agreement to be entered into by the Agency with respect to the Project Facility for the reasons set forth in the Pilot Deviation Letter. Based upon the aforementioned, the Agency hereby approves a deviation from the Agency's uniform tax exemption policy, such deviation to be as described in the Pilot Deviation Letter.

Section 3. Upon preparation by counsel to the Agency of a payment in lieu of tax agreement with respect to the Project Facility reflecting the terms of this resolution (the "Payment in Lieu of Tax Agreement") and approval of same by the Chairman (or Vice Chairman) of the Agency, the Chairman (or Vice Chairman) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Payment in Lieu of Tax Agreement, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in such form as is approved by the Chairman (or Vice Chairman), the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

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

Section 5. This Resolution shall take effect immediately.

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

Anthony J. Ferrara	VOTING	_____
Susan Pado	VOTING	_____
Hon. Kathy Sheehan	VOTING	_____
Martin Daley	VOTING	_____
C. Anthony Owens	VOTING	_____
John R. Vero	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of City of Albany Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on September 20, 2012 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 20<sup>th</sup> day of September, 2012.

---

(Assistant) Secretary

(SEAL)

**EXHIBIT A**

**PILOT DEVIATION LETTER**

CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY

21 Lodge Street  
Albany, New York 12207  
Tel: 518-434-2532  
Fax: 518-434-9846

September 7, 2012

Daniel P. McCoy, Albany County Executive  
112 State Street, Room 200  
Albany, New York 12207

Raymond Colucciello, Superintendent of Schools  
Albany City School District  
Academy Park  
Albany, New York 12207

Hon. Gerald D. Jennings, Mayor  
City of Albany  
City Hall  
Eagle Street  
Albany, New York 12207

Dan Egan, School Board President  
City School District of Albany  
42 Manning Boulevard  
Albany, New York 12203

RE: Proposed Deviation from Uniform Tax Exemption Policy by  
City of Albany Industrial Development Agency  
in connection with its Proposed FC 178WAE LLC Project

Dear Gentlemen:

This letter is delivered to you pursuant to Section 874(4)(c) of the General Municipal Law.

In July, 2012, City of Albany Industrial Development Agency (the "Agency") received an application (the "Application") from FC 178WAE LLC, a New York limited liability company (the "Company"), which Application requested that the Agency consider undertaking a project (the "Project") for the benefit of the Company, said Project to consist of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 2.09 acres and located at 178 Washington Avenue Extension in the City of Albany, Albany County, New York (the "Land"), (2) the construction on the Land of a new building to contain approximately 24,000 square feet of space (the "Facility") and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the "Equipment") (the Land, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to be owned by the Company and leased to tenants for medical/commercial uses and other directly and indirectly related activities; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency.

In connection with the Application, the Company has made a request to the Agency (the "Pilot Request") that the Agency enter into a payment in lieu of tax agreement (the "Proposed Pilot Agreement") which terms would deviate from the Agency's Uniform Tax Exemption Policy (the "Policy"). The Proposed Agreement would not provide any abatements for any special assessments levied on the Project Facility. The Proposed Pilot Agreement would provide that the Company be granted a ten year payment in lieu of tax

agreement on the Facility and any portion of the Equipment assessable as real property pursuant to the New York Real Property Tax Law (collectively, with the Facility, the "Improvements") with an abatement of 50% in year one of the Proposed Pilot Agreement and with a 5% per year decrease in such abatement over the term of the Proposed Pilot Agreement.

The terms of the Proposed Pilot Agreement deviate from the Agency's Policy. The Policy provides that, for a facility similar to the Project Facility, payments in lieu of taxes will normally be determined as follows: a 50% abatement in real property taxes on the Improvements in year one of the payment in lieu of tax agreement with a 10% per year decrease in such abatement over the term of the five year payment in lieu of tax agreement.

The purpose of this letter is to inform you of such Pilot Request and that the Agency is considering whether to grant the Pilot Request and to approve a Proposed Pilot Agreement conforming to the terms of the Pilot Request. The Agency expects to consider whether to approve the terms of the Proposed Pilot Agreement at its meeting scheduled for September 20, 2012 at 12:15 p.m., local time at the offices of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York (the "Meeting"). As described later in this letter, during the meeting on September 20, 2012, the Agency will review the terms of the Pilot Request and, based on the discussions during such meeting the terms of the Pilot Request may be modified.

This letter is forwarded to you for purposes of complying with Section 874 of the General Municipal Law of the State of New York, which requires written notice prior to the Agency taking final action with respect to the Proposed Pilot Agreement (if said Proposed Pilot Agreement may deviate from the provisions of the Agency's Policy).

The Agency considered the following factors in considering the proposed deviation:

**1. The nature of the Project:** The Project involves the construction of a medical/commercial office building complex to be owned by the Company and leased to various medical/commercial office tenants for medical/commercial uses and other directly and indirectly related activities.

The Company has made the Pilot Request because the Project site currently is not subject to real property tax since the Project site is owned by a not-for-profit corporation. In addition, the Company anticipates leasing all or a significant portion of the Facility to other not-for-profit corporations (and if the Facility was owned by a not-for-profit corporation and lease to other not-for-profit corporations, it is expected by no real property taxes would be due and owing on the Project Facility).

**2. The present use of the property:** A vacant lot.

**3. The economic condition of the area at the time of the request of the Company and the economic multiplying effect that the Project will have on the area:** At the time of the application, the economic condition of the area in which the Project Facility is to be located is generally good. The Project will create jobs, both permanent and construction, thus generating revenue for the City of Albany and surrounding areas. Further, the Project will benefit the Daughters of Sarah facility located adjacent to the Project site. Additional benefits created by the Project are described in the Application.

**4. The extent to which the Project will create or retain permanent, private sector jobs and the number of jobs to be created or retained and the salary range of such jobs:**



The Project will create approximately 20 - 30 construction jobs over the approximately one-year construction period with a payroll of approximately \$1,350,000.

The Project will create approximately 9 full-time jobs by the third year of operation. The Company has indicated that they will make every effort to hire local labor to undertake the construction of the Facility. Information regarding the estimated average wage/salary per year for a permanent full time job will be available at the Meeting.

**5. The estimated value of new tax exemptions to be provided:**

Currently, the project site is not subject to any real property taxes because the site is owned by a not-for-profit corporation. Based on an estimate of the assessed value of the Facility, the amount of Pilot payments on the Project Facility would start at approximately \$34,005 and end at \$56,154 over a 10-year period, resulting in approximately \$444,405 of Pilot payments paid by the Company.

**6. The economic impact of the Proposed Pilot Agreement on affected tax jurisdictions:**

The Project will service hospitals and nursing homes in the area by providing outpatient medical treatment services, medical office space and general office use. It is anticipated that the office space will result in the creation of 9 full-time positions in the area. It is anticipated up to 50% of these jobs will be staffed by City of Albany residents. These residents will continue to own homes and to pay school and property taxes. In addition, local retail and service industries will benefit from creation of new jobs within the community.

**7. The impact of the Proposed Pilot Agreement on existing and proposed businesses and economic development projects in the vicinity:**

The impact of the Project is a positive one on the community, as it creates jobs in the community.

**8. The amount of private sector investment generated or likely to be generated by the Proposed Pilot Agreement:**

The investment by the Company will be approximately \$4,472,432. This investment does not include any investment by the tenants to be located in the Facility.

**9. The effect of the Proposed Pilot Agreement on the environment:**

It is likely that the Project will not have a significant effect on the environment.

**10. Project Timing:**

It is anticipated that the Project will be accomplished in a timely fashion.

**11. The extent to which the Proposed Pilot Agreement will require the provision of additional services including, but not limited to, additional educational, transportation, police, emergency medical or fire services:**

It is not anticipated that the Project will have a tremendous burden upon the educational facilities for any school district within the City of Albany, Albany County. After the completion of the Project, the employment at the Project is not anticipated to generate a substantial burden on the highways of the City of Albany or the surrounding area. All necessary emergency medical and police services are available.

**12. Anticipated tax revenues:**

The Company has requested a deviation from the Policy in order to pass said tax savings on to the tenants at the Project in the form of lower lease payments. The benefit of the larger tax abatement under the Proposed Pilot Agreement will not accrue to the Company, but will instead accrue to the tenants at the Project, therefore, enticing these tenants to come into or stay in the area. The creation of new jobs within the community will benefit the local retail and service industries.

**13. The extent to which the Proposed Pilot Agreement will provide a benefit (economic or otherwise) not otherwise available within the municipality in which the Project Facility is located:**

The benefit is a positive one economically, in that the Project will create permanent, private sector jobs.

The Agency will consider the Proposed Pilot Agreement (and the proposed deviation from the Agency's Policy) at the Meeting. The discussion at the Meeting will include a review of (a) the terms of the Pilot Request, (b) other projects where the Agency has approved a deviation from its Policy, and (c) the information contained in this letter and other materials provided by the Company supporting the Pilot Request. Based on the discussion at the Meeting, and the review of any comments received by the Agency with respect to the Pilot Request, the Agency may determine to modify the terms of the Pilot Request.

The Agency would welcome any written comments that you might have on this proposed deviation from the Agency's Policy. In accordance with Section 874 of the General Municipal Law, prior to taking final action at the Meeting, the Agency will review and respond to any written comments received from any affected tax jurisdiction with respect to the proposed deviation. The Agency will also allow any representative of any affected tax jurisdiction present at the Meeting to address the Agency regarding the proposed deviation.

If you have any questions or comments regarding the foregoing, please do not hesitate to contact me at the above telephone number.

Sincerely yours,

/s/ Michael J. Yevoli  
Michael J. Yevoli  
Chief Executive Officer

**AGENT RESOLUTION  
FC 178WAE LLC PROJECT**

A regular meeting of City of Albany Industrial Development Agency (the "Agency") was convened in public session at the office of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York on September 20, 2012 at 12:15 p.m., local time.

The meeting was called to order by the Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Anthony J. Ferrara	Chairman
Susan Pedo	Secretary
Hon. Kathy Sheehan	Treasurer
Martin Daley	Member
C. Anthony Owens	Member
John R. Vero	Member

**ABSENT:**

**AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:**

Michael J. Yevoli	CEO - Capitalize Albany Corporation
Erik Smith	CFO - Capitalize Albany Corporation
Bradley Chevalier	Economic Development Specialist, Capitalize Albany Corporation
Amy Gardner	Administrative Assistant, Capitalize Albany Corporation
John J. Reilly, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

Resolution No. 0912-\_\_

**RESOLUTION APPOINTING FC 178WAE LLC AS AGENT OF CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY FOR THE PURPOSE OF UNDERTAKING AND COMPLETING A PROJECT FOR THE BENEFIT OF THE FC 178WAE LLC.**

WHEREAS, City of Albany Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of 1969 Laws of New York, constituting Title 1 of Article 18 A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 325 of the 1974 Laws of New York, as amended, constituting Section 903-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred

to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in July, 2012, FC 178WAE LLC, a New York limited liability company (the “Company”), submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 2.09 acres and located at 178 Washington Avenue Extension in the City of Albany, Albany County, New York (the “Land”), (2) the construction on the Land of a new building to contain approximately 24,000 square feet of space (the “Facility”) and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to be owned by the Company and leased to tenants for medical/commercial uses and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on July 19, 2012 (the “Public Hearing Resolution”), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Chief Executive Officer of the Agency (A) caused notice of a public hearing of the Agency (the “Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on August 2, 2012 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the Public Hearing to be posted on August 2, 2012 at the City Hall bulletin board located at 24 Eagle Street in the City of Albany, Albany County, New York, (C) caused notice of the Public Hearing to be published on August 4, 2012 in the Albany Times Union, a newspaper of general circulation available to the residents of the City of Albany, Albany County, New York, (D) conducted the Public Hearing on August 16, 2012 at 12:00 o’clock p.m., local time at offices of the City of Albany Industrial Development Agency located at 21 Lodge Street in the City of Albany, Albany County, New York, and (E) prepared a report of the Public Hearing (the “Public Hearing Report”) fairly summarizing the views presented at such Public Hearing and caused copies of said Public Hearing Report to be made available to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York

(collectively with the SEQR Act, "SEQRA"), by resolution adopted by the members of the Agency on September 20, 2012 (the "SEQR Resolution"), the Agency (A) concurred in the determination by the City of Albany Planning Board (the "Planning Board") to act as "lead agency" with respect to the Project and (B) indicated that the Agency had no information to suggest that the Planning Board was incorrect in issuing a negative declaration (the "Negative Declaration") determining that the Project will not have a "significant effect on the environment" pursuant to SEQRA; and

WHEREAS, the Agency's Uniform Tax Exemption Policy (the "Policy") provides a standardized method for the determination of payments in lieu of taxes for a facility similar to the Project Facility. In connection with the Application, the Company made a request to the Agency (the "Pilot Request") that the Agency deviate from the Policy with respect to Project Facility. Pursuant to the Pilot Request, the Chief Executive Officer of the Agency caused a letter dated September 7, 2012 (the "Pilot Deviation Notice Letter") to be mailed to the chief executive officers of the Affected Tax Jurisdictions (as such term is defined in the Act), informing said individuals that the Agency would, at its meeting on September 20, 2012, consider a proposed deviation from the Policy with respect to the payment in lieu of tax agreement to be entered into by the Agency with respect to the Project Facility (the "Payment in Lieu of Tax Agreement") and the reasons for said proposed deviation; and

WHEREAS, by resolution adopted by the members of the Agency on September 20, 2012 (the "Pilot Deviation Approval Resolution"), the members of the Agency determined to deviate from the Agency's Policy with respect to the Project; and

WHEREAS, by further resolution adopted by the members of the Agency on September 20, 2012 (the "Approving Resolution"), the Agency determined to grant the Financial Assistance and to enter into a lease agreement (the "Lease Agreement") between the Agency and the Company and certain other documents related thereto and to the Project (collectively with the Lease Agreement, the "Basic Documents"); and

WHEREAS, although the lease agreement or installment sale agreement and related documentation (collectively, the "Project Documents") have not yet been prepared, the Company has indicated to the Agency that the Company desires to commence the Project prior to completion of the Project Documents between the Agency and the Company related to the Project; and

WHEREAS, in order to preserve the sales tax exemption which forms a major portion of the Financial Assistance, the Agency now desires to temporarily formalize its understandings with the Company regarding the undertaking and completion of the Project by the Company as agent of the Agency;

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

Section 1. In order to preserve the sales tax exemption which forms a major part of the Financial Assistance, and in order to facilitate the commencement of the Project, the Company is hereby temporarily appointed the true and lawful agent of the Agency (A) to undertake and complete the acquisition, renovation and installation of the Project Facility, as the stated agent for the Agency, (B) to make, execute, acknowledge and deliver all contracts, orders, receipts, writings and instruments necessary in connection therewith, and in general to do all things as may be requisite or proper for undertaking and completing the Project with the same powers and the same validity as the Agency could do if acting in its own behalf and (C) to pay all fees, costs and expenses incurred in the acquisition, renovation and installation of the Project Facility from its own funds, said temporary appointment being intended by the Agency to be retroactive to **August 16, 2012** and being intended to last until the earlier to occur of (1) the

execution and delivery of the Project Documents or (2) **November 15, 2012** (or such later date as may be agreed to in writing by the Agency), said temporary appointment to be subject to the following conditions:

(1) The Company will, on behalf of the Agency, undertake and complete the acquisition, renovation and installation of the Project Facility in accordance with the plans of the Company described in the Application (the "Plans").

(2) The Company will not revise the Plans in any material respect without the prior written consent of the Agency, which consent may not be unreasonably withheld or delayed but may be subject to such reasonable conditions as the Agency may deem appropriate.

(3) Title to all materials, equipment, machinery and other items of property intended to be incorporated in or installed as part of the Project Facility shall vest in the Agency immediately upon delivery to the Project Facility site, at which time such materials, machinery and other items of property shall become the sole property of the Agency. The Company shall execute, deliver and record or file all instruments necessary or appropriate to so vest title in the Agency and shall take all action necessary or appropriate to protect such title against claims of any third persons. Title to the Project shall be conveyed by the Agency to the Company pursuant to the provisions of the Project Documents.

(4) All materials, equipment, machinery and other items of personal property intended to be incorporated in or installed as part of the Project Facility shall be ordered and purchased by the Company, as agent of the Agency, and invoices therefore shall be directed to the Company, as agent of the Agency. The Agency hereby appoints the Company as agent of the Agency to make such purchases of said materials, equipment, machinery and other items of personal property; provided, however, that NO SUCH CONTRACT SHALL RESULT IN THE ASSUMPTION BY THE AGENCY OF ANY OBLIGATION TO PAY ANY COSTS AND EXPENSES, and the Company shall be solely liable for and shall agree to pay all funds necessary to make all payments required under such contracts.

(5) The Company shall indemnify, defend and hold the Agency (and its members, officers, agents, employees and servants) harmless from all claims and liabilities for labor, services, materials and supplies, including equipment, ordered or used in connection with the undertaking and completion of the Project (including any expenses incurred by the Agency and its members, officers, agents, employees and servants, in defending any claims, suits or actions which may arise as a result of any of the foregoing), whether or not such claims or liabilities arise as a result of the Company acting as agent for the Agency pursuant to the authority conferred upon it by this Resolution.

(6) The Company shall indemnify, defend and hold the Agency (and its members, officers, agents, employees and servants) harmless from all claims and liabilities for loss or damage to property or any injury to or death of any person that may be occasioned by any cause whatsoever in relation to the Project, including any expenses incurred by the Agency (and its members, officer, agents, employees and servants) in defending any claims, suits or actions which may result as a result of the foregoing.

(7) The Company shall give or cause to be given all notices and comply or cause compliance with all laws, ordinances, rules, regulations and requirements of all governmental agencies and public authorities applying to or affecting the undertaking and completion of the Project (the applicability of all such laws, ordinances, rules, regulations and requirements shall be

determined both as if the Agency were deemed to be the owner of the Project Facility and as if the Company and not the Agency were deemed to be the owner of the Project Facility), and the Company will defend and save the Agency and its officers, members, agents, employees and servants harmless from all fines and penalties due to failure to comply therewith. All permits and licenses necessary for the undertaking and completion of the Project shall be procured promptly by the Company.

(8) The Company shall agree, and by executing this Resolution does agree, that as agent for the Agency the Company will comply with all laws applicable to the Agency in connection with the undertaking and completion of the Project by the Agency (the applicability of all such laws, ordinances, rules, regulations and requirements shall be determined both as if the Agency were deemed to be the owner of the Project Facility and as if the Company and not the Agency were deemed to be the owner of the Project Facility).

(9) The Company is hereby authorized to advance such funds as may be necessary to acquire, construct and install the Project Facility as agent of the Agency. Any costs or expenses incurred by the Agency or by the Company as agent of the Agency with respect to the Project shall be paid by the Company.

(10) The Company shall supply the Chairman or Vice Chairman of the Agency with a general liability insurance policy naming the Company and the Agency as insureds and providing coverage in the minimum amounts of ONE MILLION DOLLARS (\$1,000,000) per person and FIVE MILLION DOLLARS (\$5,000,000) per occurrence, which insurance policy shall (a) also name the members, officers, agents, employees and servants of the Agency as additional insureds, as their interests shall appear, and (b) also provide contractual liability insurance coverage insuring the Company's obligations pursuant to paragraphs (5) and (6) hereof to indemnify, defend and save harmless the Agency and its members, officers, agents, employees and servants, as their interests shall appear.

(11) The Company shall supply the Chairman or Vice Chairman of the Agency with policies, or certificates evidencing such policies, of workers' compensation insurance, disability benefits insurance and each other form of insurance which the Agency or the Company is required by law to provide, covering loss resulting from injury, sickness, disability or death of employees of the Company or the Agency who are located at or assigned to work on the Project.

(12) The obligations and agreements of the Agency contained herein shall be deemed the obligations and agreements of the Agency and not of any member, officer, agent (other than the Company), employee or servant of the Agency in his individual capacity, and the members, officers, agents (other than the Company), employees and servants of the Agency shall not be liable personally hereon or be subject to any personal liability or accountability based upon or in respect hereof or of any transaction contemplated hereby.

(13) The obligations and agreements of the Agency contained herein shall not constitute or give rise to an obligation of the State of New York or the City of Albany, New York, and neither the State of New York nor the City of Albany, New York shall be liable thereon, and further, such obligations and agreements shall not constitute or give rise to a general obligation of the Agency, but rather shall constitute limited obligations of the Agency payable solely from the revenues of the Agency derived and to be derived from the lease, sale or other disposition of the Project (excepting funds payable pursuant to paragraphs (5), (6) and (15) of this Section 1 of this Resolution).

(14) Notwithstanding any provision of this Resolution to the contrary, the Agency shall not be obligated to take any action pursuant to any provision hereof unless (a) the Agency shall have been requested to do so in writing by the Company and (b) if compliance with such request is reasonably expected to result in the incurrence by the Agency (or any member, officer, agent (other than the Company), employee or servant of the Agency) of any liability, fees, expenses or other costs, the Agency shall have received from the Company security or indemnity satisfactory to the Agency for protection against all such liability and for the reimbursement of all such fees, expenses and other costs.

(15) Payment by the Company of all fees and expenses incurred by the Agency with respect to the Project, including (A) the Agency's administrative fee with respect to the Project and (B) the fees and expenses of Agency counsel and/or special Agency counsel related to the Project.

(16) (A) The Company acknowledges receipt of notice of Section 874(8) of the Act, which requires that the Company as agent of the Agency must annually file a statement with the New York State Department of Taxation and Finance (the "Annual Sales Tax Report"), on a form and in such a manner as is prescribed by the Commissioner of Taxation and Finance, of the value of all sales tax exemptions claimed by the Company under the authority granted by the Agency. Pursuant to Section 874(8) of the Act, the penalty for failure to file the Annual Sales Tax Report shall be removal of authority to act as agent of the Agency. Additionally, if the Company shall fail to comply with the requirements of this subsection (16), the Company shall immediately cease to be the agent of the Agency in connection with the Project. A current sample form of such Annual Sales Tax Report required to be completed by the Company pursuant to this Resolution is attached hereto as Exhibit A. For future filings of the Annual Sales Tax Report, the Company is responsible for obtaining from the New York State Department of Taxation and Finance any updated or revised versions of such Annual Sales Tax Report.

(B) The Company agrees to furnish to the Agency a copy of each such Annual Sales Tax Report submitted to the New York State Department of Taxation and Finance by the Company pursuant to Section 874(8) of the Act.

(17) The Company acknowledges receipt of notice of Section 874(9) of the Act, which requires that the Company as the agent must file within thirty (30) days of the date of this Resolution a statement with the New York State Department of Taxation and Finance, on a form and in such manner as is prescribed by the Commissioner of Taxation and Finance (the "Thirty-Day Sales Tax Report"), identifying the Company as agent of the Agency, setting forth the taxpayer identification number of the Company, giving a brief description of the goods and/or services intended to be exempted from sales taxes as a result of such appointment as agent, indicating a rough estimate of the value of the goods and/or services to which such appointment as agent relates, indicating the date when such designation as agent became effective and indicating the date upon which such designation as agent shall cease. A current sample form of such Thirty-Day Sales Tax Report required to be completed by the Company pursuant to this Resolution is attached hereto as Exhibit B. For future filings of the Thirty-Day Sales Tax Report, the Company is responsible for obtaining from the New York State Department of Taxation and Finance any updated or revised versions of such Thirty-Day Sales Tax Report.

(18) The foregoing appointment of the Company as agent of the Agency is subject to the condition that, in the event that Project Documents are not executed and delivered by the Agency and the Company on or before **November 15, 2012** (or such later date as may be agreed to in writing by the Agency), the foregoing appointment of the Company as agent of the Agency



may be revoked by the Agency, retroactive to **August 16, 2012**, and thereupon the Agency shall notify the New York State Department of Taxation and Finance of such revocation.

(19) The Company acknowledges receipt of notice of Section 858-b of the Act, which requires that the Company list new employment opportunities created as a result of the Project with the following entities (hereinafter, the "JTPA Entities"): (a) the New York State Department of Labor Community Services Division and (b) the administrative entity of the service delivery area created by the federal job training partnership act (P.L. No. 97-300) in which the project is located (while currently cited in Section 858-b of the Act, the Federal Job Training Partnership Act was repealed effective June 1, 2000, and has been supplanted by the Workplace Investment Act of 1998 (P.L. No. 105-220)). The Company agrees, where practicable, to first consider for such new employment opportunities persons eligible to participate in federal job training partnership programs who shall be referred by the JTPA Entities.

(20) The following additional conditions: None.

Section 2. This Resolution shall take effect upon the date that all of the following shall have occurred: (A) the Company shall have accepted the provisions of this Resolution; (B) the Company shall have delivered two copies of this Resolution, with the acceptance clauses thereof fully executed by the Company, to the Chairman or Vice Chairman of the Agency; (C) the Company shall have obtained the insurance policies required by paragraphs (10) and (11) of Section 1 hereof and shall have delivered evidence thereof to the Chairman or Vice Chairman of the Agency, such evidence to be in such form as the Chairman or the Vice Chairman of the Agency shall deem appropriate; (D) the Company shall have paid the Agency's administrative fee with respect to Project; and (E) the Agency shall deliver to the Company a copy of this Resolution with the receipt and acknowledgment executed by the Agency.

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

Anthony J. Ferrara	VOTING	_____
Susan Pedeo	VOTING	_____
Hon. Kathy Sheehan	VOTING	_____
Martin Daley	VOTING	_____
C. Anthony Owens	VOTING	_____
John R. Vero	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

### ACCEPTANCE

The Company hereby accepts the appointment to act as agent of the Agency in connection with the Project and the Company accepts the provisions of this Resolution, including the conditions contained in Section 1 of this Resolution, and agrees to comply with such provisions and conditions.

IN WITNESS WHEREOF, the Company has caused this Acceptance to be executed in its name as of this \_\_\_\_ day of September, 2012.

FC 178WAE LLC

BY: \_\_\_\_\_  
Authorized Officer

### RECEIPT

The undersigned hereby acknowledges receipt of the items called for in Section 2 of this Resolution and acknowledges that therefore this Resolution is in full force and effect.

CITY OF ALBANY INDUSTRIAL  
DEVELOPMENT AGENCY

BY: \_\_\_\_\_  
(Vice) Chairman

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

I, the undersigned (Assistant) Secretary of City of Albany Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on September 20, 2012, 2012 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 20<sup>th</sup> day of September, 2012.

\_\_\_\_\_  
(Assistant) Secretary

(SEAL)

EXHIBIT A  
ANNUAL SALES TAX REPORT

# Annual Report of Sales and Use Tax Exemptions Claimed by Agent/Project Operator of Industrial Development Agency/Authority (IDA)

**ST-340**  
(3/11)

For Period Ending December 31, \_\_\_\_\_ (enter year)

## Project information

Name of IDA agent/project operator	Federal employer identification number (FEIN)	
Street address	Telephone number	
City	State	ZIP code
Name of IDA agent/project operator's authorized representative, if any		
Street address		Telephone number
City	State	ZIP code
Name of IDA		
Name of project		
Street address of project site		
City	State	ZIP code

- 1 Project purpose (mark an X in the appropriate box):**
- ☐ Services      ☐ Construction      ☐ Agriculture, forestry, fishing  
☐ Wholesale trade      ☐ Retail trade      ☐ Finance, insurance or real estate  
☐ Transportation, communication, electric, gas, or sanitary services  
☐ Manufacturing      ☐ Other (specify) \_\_\_\_\_
- 2 Date project began (mm/dd/yy):** \_\_\_\_\_
- 3 Beginning date of construction or installation (mm/dd/yy; see instructions):** \_\_\_\_\_ ; ☐ actual ☐ expected
- 4 Completion date of construction phase of project (mm/dd/yy; see instructions):** \_\_\_\_\_ ; ☐ actual ☐ expected
- 5 Completion date of project (mm/dd/yy; see instructions):** \_\_\_\_\_ ; ☐ actual ☐ expected
- 6 Duration of project (actual or expected; years/months):** \_\_\_\_\_

<b>7 Total sales and use tax exemptions (actual tax savings; NOT total purchases) .....</b>	<b>7</b>	<b>\$</b>
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**Certification:** I certify that the above statements are true, complete, and correct, and that no material information has been omitted. I make these statements with the knowledge that willfully providing false or fraudulent information with this document may constitute a felony or other crime under New York State Law, punishable by a substantial fine and possible jail sentence. I also understand that the Tax Department is authorized to investigate the validity of any information entered on this document.

Print name of officer, employee, or authorized representative signing for the IDA agent/project operator	Title of person signing
Signature	Date

**Failure to annually file a complete report may result in the removal of authority to act as an IDA agent/project operator.**

Mail completed report to: **NYS Tax Department, IDA Unit, W A Harriman Campus, Albany NY 12227.**

## Instructions

### General information

#### Who must file?

The General Municipal Law (GML) and the Public Authorities Law require the agent/project operator (also known as *project occupant*) of an Industrial Development Agency or Authority (IDA) to file an annual report with the Tax Department. The agent/project operator required to file this report is the person **directly** appointed by the IDA to act for and to represent the IDA for the project. The agent/project operator is ordinarily the one for whom the IDA project was created.

There is usually only one agent/project operator directly appointed by the IDA for an IDA project. However, if the IDA directly appoints multiple agents/project operators, each agent/project operator must file this form (unless they are related corporations).

Only the agent/project operator(s) directly appointed by the IDA must file Form ST-340. Contractors, subcontractors, consultants, or agents appointed by the agent/project operator(s) should **not** themselves file Form ST-340. However, the agent/project operator(s) must include on Form ST-340 information obtained from such contractors, subcontractors, consultants, and agents, as described below.

#### What must be reported?

The report must show the **total value of all state and local sales and use taxes exempted** during the calendar year, as a result of the project's designation as an IDA project. This includes:

- the value of the exemptions obtained by the agent/project operator; and
- the value of the exemptions obtained by your contractors, subcontractors, consultants, and others, whether or not appointed as agents of the IDA.

The report requires only the **total combined** exemptions obtained by the above people. A break down of the total is not required. However, since the report must include the value of the exemptions they obtained, the agent/project operator must keep records of the amounts others report to the agent/project operator.

It is important that the agent/project operator make it clear to the contractors, subcontractors, consultants, and others that they must keep accurate tax information and have it available so that the agent/project operator can comply with the annual reporting requirements.

Do not include in this report the amount of any sales and use tax exemptions arising out of other provisions of the Tax Law (for example, manufacturer's production equipment exemption, research and development exemption, or contractor's exemption for tangible personal property incorporated into a project of an exempt organization).

See instructions below for additional information required.

#### When is the report due?

You must file Form ST-340 on a calendar-year basis. It is due by the last day of February of the following year. The reporting requirement applies to IDA projects started on or after July 21, 1993.

### Project information

At the top of the form, identify the reporting period by entering the year in the space provided. If an address is required, always include the ZIP code.

#### Name of IDA agent/project operator

Enter the name, address, federal employer identification number (FEIN), and telephone number of the IDA agent/project operator.

#### Name of IDA agent/project operator's authorized representative

Enter the name, address, title (for example, attorney or accountant), and telephone number of the individual authorized by the IDA agent/project operator to submit this report.

#### Name of IDA

Enter the name and address of the IDA. If more than one IDA is involved in a particular project, the IDA agent/project operator must file a separate report for the tax exemptions attributable to each IDA.

#### Name of project

Enter the name of the project and the address of the project site. If the IDA agent is involved in more than one project, a separate report must be filed by the IDA agent/project operator for each project, even if authorized by the same IDA.

### Line instructions

**Line 1 — Project purpose** — Check the box that identifies the purpose of the project. If you check *Other*, please be specific in identifying its purpose.

**Line 2** — Enter the date the project started (this means the earliest of the date of any bond or inducement resolution, the execution of any lease, or any bond issuance). Include month, day, and year.

**Line 3** — Enter the date on which you, or your general contractor or subcontractor, actually began, or expect to begin, construction or installation on the project. If the project does not involve any construction, enter **Does not apply**.

**Line 4** — Enter the date the construction phase of the project was completed. If it has not been completed by the end of the reporting period, enter the date you expect to complete this phase of the project.

**Line 5** — Enter the date on which installation, lease, or rental of property (for example, machinery or computers) on the project ended. If the project was not completed by the end of the reporting period, enter the date the project is expected to be completed.

**Line 6** — Enter the total number of years and months from the project's inception to its completion or expected completion.

**Line 7** — Enter the total amount of New York State and local sales and compensating use taxes exempted during the reporting period (if none, enter "0") as a result of the project's receipt of IDA financial assistance. This includes exemptions obtained at the time of purchase as well as through a refund or credit of tax paid. Include the sales and use taxes exempted on purchases of property or services incorporated into or used on the exempt project. This includes the taxes exempted on purchases made by or on behalf of the agent/project operator, the general contractor for the project, and any subcontractors, consultants, or others. Do **not** enter total purchases on line 7.

### Signature area

Enter the name and title of the person signing on behalf of the IDA agent/project operator (for example, the IDA agent/project operator's officer, employee, or other authorized representative). The IDA agent/project operator's officer, employee, or authorized representative must sign the report. Enter the date signed.

Mail completed report to: **NYS Tax Department, IDA Unit, Bldg 8 Rm 738, W A Harriman Campus, Albany NY 12227.**

### Need help?

 **Telephone assistance** is available from 8 a.m. to 5:55 p.m. (eastern time), Monday through Friday.  
Business tax information: 1 800 972-1233  
Forms and publications: 1 800 462-8100  
From areas outside the U.S. and outside Canada: (518) 485-6800  
Fax-on-demand forms: 1 800 748-3676

Hearing and speech impaired (telecommunications device for the deaf (TDD) callers only): 1 800 634-2110 (8 a.m. to 5:55 p.m., eastern time).



**Internet access:** [www.tax.state.ny.us](http://www.tax.state.ny.us)



**Persons with disabilities:** In compliance with the Americans with Disabilities Act, we will ensure that our lobbies, offices, meeting rooms, and other facilities are accessible to persons with disabilities. If you have questions about special accommodations for persons with disabilities, please call 1 800 225-5829.



**If you need to write,** address your letter to: NYS Tax Department, Taxpayer Contact Center, W A Harriman Campus, Albany NY 12227.

### Privacy notification

The Commissioner of Taxation and Finance may collect and maintain personal information pursuant to the New York State Tax Law, including but not limited to, sections 171, 171-a, 287, 308, 429, 475, 505, 697, 1096, 1142, and 1415 of that Law; and may require disclosure of social security numbers pursuant to 42 USC 405(c)(2)(C)(i).

This information will be used to determine and administer tax liabilities and, when authorized by law, for certain tax offset and exchange of tax information programs as well as for any other lawful purpose.

Information concerning quarterly wages paid to employees is provided to certain state agencies for purposes of fraud prevention, support enforcement, evaluation of the effectiveness of certain employment and training programs and other purposes authorized by law.

Failure to provide the required information may subject you to civil or criminal penalties, or both, under the Tax Law.

This information is maintained by the Director of Records Management and Data Entry, NYS Tax Department, W A Harriman Campus, Albany NY 12227; telephone 1 800 225-5829. From areas outside the United States and outside Canada, call (518) 485-6800.

## EXHIBIT B

## THIRTY-DAY SALES TAX REPORT



New York State Department of Taxation and Finance

# IDA Appointment of Project Operator or Agent For Sales Tax Purposes

# ST-60

(2/11)

The industrial development agency or authority (IDA) must submit this form within 30 days of the appointment of a project operator or agent, whether appointed directly by the IDA or indirectly by the operator or another agent.

For IDA use only

Name of IDA		IDA project number (use OSC numbering system for projects after 1998)	
Street address		Telephone number ( )	
City	State	ZIP code	
Name of IDA project operator or agent		Mark an X in the box if directly appointed by the IDA: <input type="checkbox"/>	Employer identification or social security number
Street address		Telephone number ( )	Primary operator or agent? <input type="checkbox"/> Yes <input type="checkbox"/> No
City	State	ZIP code	
Name of project		Purpose of project (see instructions)	
Street address of project site			
City	State	ZIP code	
Description of goods and services intended to be exempted from sales and use taxes			
Date project operator or agent appointed (mm/dd/yy)		Date project operator or agent status ends (mm/dd/yy)	Mark an X in the box if this is an extension to an original project: <input type="checkbox"/>
Estimated value of goods and services to be exempted from sales and use taxes as a result of the project's designation as an IDA project:			

**Certification:** I certify that the above statements are true, complete, and correct, and that no material information has been omitted. I make these statements with the knowledge that willfully providing false or fraudulent information with this document may constitute a felony or other crime under New York State Law, punishable by a substantial fine and possible jail sentence. I also understand that the Tax Department is authorized to investigate the validity of any information entered on this document.

Print name of officer or employee signing on behalf of the IDA	Print title	
Signature	Date	Telephone number ( )

## Instructions

## Filing requirements

An IDA must file this form within 30 days of the date the IDA appoints any project operator or other person as agent of the IDA, for purposes of extending any sales and compensating use tax exemptions.

The IDA must file a separate form for each person it appoints as agent, whether directly or indirectly, and regardless of whether the person is the primary project operator or agent. If the IDA authorizes a project operator or agent to appoint other persons as agent of the IDA, the operator or agent making such an appointment must advise the IDA that it has done so, so that the IDA can file a form within 30 days of the date of the new agent's appointment. The IDA should not file this form for a person hired to work on an IDA project if that person is not appointed as agent of the IDA. The IDA need not file this form if the IDA does not extend any sales or use tax exemption benefits for the project.

If an IDA modifies a project, such as by extending it beyond its original completion date, or by increasing or decreasing the amount of sales and use tax exemption benefits authorized for the project, the IDA must, within 30 days of the change, file a new form with the new information.

If an IDA revokes or cancels the appointment of an agent, or if a form it filed is not valid for any reason, the IDA must send a letter to the address below for filing this form, indicating that it has done so or that the previously filed form is no longer valid, and the effective date of the change. It should attach to the letter a copy of the form it originally filed. The IDA need not send a letter for a form that is not valid merely because the "Completion date of project" has passed.

## Purpose of project

For Purpose of project, enter one of the following:

- |  |                   |
|--|-------------------|
| - Services   | - Construction    |
| - Agriculture, forestry, fishing                                     | - Wholesale trade |
| - Finance, insurance, real estate                                    | - Retail trade    |
| - Transportation, communication,<br>electric, gas, sanitary services | - Manufacturing   |
|  | - Other (specify) |

## Mailing instructions

Mail completed form to:

**NYS TAX DEPARTMENT  
IDA UNIT  
W A HARRIMAN CAMPUS  
ALBANY NY 12227**

## Privacy notification

The Commissioner of Taxation and Finance may collect and maintain personal information pursuant to the New York State Tax Law, including but not limited to, sections 5-a, 171, 171-a, 287, 308, 429, 475, 505, 697, 1096, 1142, and 1415 of that Law; and may require disclosure of social security numbers pursuant to 42 USC 405(c)(2)(C)(i).

This information will be used to determine and administer tax liabilities and, when authorized by law, for certain tax offset and exchange of tax information programs as well as for any other lawful purpose.

Information concerning quarterly wages paid to employees is provided to certain state agencies for purposes of fraud prevention, support enforcement, evaluation of the effectiveness of certain employment and training programs and other purposes authorized by law.

Failure to provide the required information may subject you to civil or criminal penalties, or both, under the Tax Law.

This information is maintained by the Manager of Document Management, NYS Tax Department, W A Harriman Campus, Albany NY 12227; telephone (518) 457-5181.

## Need help?



**Internet access: [www.tax.ny.gov](http://www.tax.ny.gov)**  
(for information, forms, and publications)



**Sales Tax Information Center:** (518) 485-2889  
To order forms and publications: (518) 457-5431



**Text Telephone (TTY) Hotline**  
(for persons with hearing and  
speech disabilities using a TTY): (518) 485-5082



**APPROVING RESOLUTION  
FC 178WAE LLC PROJECT**

A regular meeting of City of Albany Industrial Development Agency (the "Agency") was convened in public session at the office of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York on September 20, 2012 at 12:15 p.m., local time.

The meeting was called to order by the Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Anthony J. Ferrara	Chairman
Susan Pedo	Secretary
Hon. Kathy Sheehan	Treasurer
Martin Daley	Member
C. Anthony Owens	Member
John R. Vero	Member

**ABSENT:**

**AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:**

Michael J. Yevoli	CEO - Capitalize Albany Corporation
Erik Smith	CFO - Capitalize Albany Corporation
Bradley Chevalier	Economic Development Specialist, Capitalize Albany Corporation
Amy Gardner	Administrative Assistant, Capitalize Albany Corporation
John J. Reilly, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

Resolution No. 0912-\_\_

**RESOLUTION AUTHORIZING EXECUTION OF DOCUMENTS IN CONNECTION  
WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR FC 178WAE  
LLC (THE "COMPANY").**

WHEREAS, City of Albany Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 325 of the 1974 Laws of New York, as amended, constituting Section 903-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring,

constructing, reconstructing, improving, maintaining, equipping and furnishing of commercial, manufacturing and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in July, 2012, FC 178WAE LLC, a New York limited liability company (the “Company”), submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 2.09 acres and located at 178 Washington Avenue Extension in the City of Albany, Albany County, New York (the “Land”), (2) the construction on the Land of a new building to contain approximately 24,000 square feet of space (the “Facility”) and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to be owned by the Company and leased to tenants for medical/commercial uses and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on July 19, 2012 (the “Public Hearing Resolution”), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Chief Executive Officer of the Agency (A) caused notice of a public hearing of the Agency (the “Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on August 2, 2012 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the Public Hearing to be posted on August 2, 2012 at the City Hall bulletin board located at 24 Eagle Street in the City of Albany, Albany County, New York, (C) caused notice of the Public Hearing to be published on August 4, 2012 in the Albany Times Union, a newspaper of general circulation available to the residents of the City of Albany, Albany County, New York, (D) conducted the Public Hearing on August 16, 2012 at 12:00 o’clock p.m., local time at offices of the City of Albany Industrial Development Agency located at 21 Lodge Street in the City of Albany, Albany County, New York, and (E) prepared a report of the Public Hearing (the “Public Hearing Report”) fairly summarizing the views presented at such Public Hearing and caused copies of said Public Hearing Report to be made available to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), by resolution adopted by the members of the Agency on

September 20, 2012 (the “SEQR Resolution”), the Agency (A) concurred in the determination by the City of Albany Planning Board (the “Planning Board”) to act as “lead agency” with respect to the Project and (B) indicated that the Agency had no information to suggest that the Planning Board was incorrect in issuing a negative declaration (the “Negative Declaration”) determining that the Project will not have a “significant effect on the environment” pursuant to SEQRA; and

WHEREAS, the Agency’s Uniform Tax Exemption Policy (the “Policy”) provides a standardized method for the determination of payments in lieu of taxes for a facility similar to the Project Facility. In connection with the Application, the Company made a request to the Agency (the “Pilot Request”) that the Agency deviate from the Policy with respect to Project Facility. Pursuant to the Pilot Request, the Chief Executive Officer of the Agency caused a letter dated September 7, 2012 (the “Pilot Deviation Notice Letter”) to be mailed to the chief executive officers of the Affected Tax Jurisdictions (as such term is defined in the Act), informing said individuals that the Agency would, at its meeting on September 20, 2012, consider a proposed deviation from the Policy with respect to the payment in lieu of tax agreement to be entered into by the Agency with respect to the Project Facility (the “Payment in Lieu of Tax Agreement”) and the reasons for said proposed deviation; and

WHEREAS, by resolution adopted by the members of the Agency on September 20, 2012 (the “Pilot Deviation Approval Resolution”), the members of the Agency determined to deviate from the Agency’s Policy with respect to the Project; and

WHEREAS, the Agency has given due consideration to the Application, and to representations by the Company that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Company to undertake the Project in City of Albany, New York and (B) while the completion of the Project Facility may result in the removal of a facility of the tenant or any other proposed occupant of the Project Facility from one area of the State of New York to another area of the State of New York or in the abandonment of one or more plants or facilities of the tenant or any other proposed occupant of the Project Facility located within the State of New York, the Company has represented that such abandonment and removal are reasonably necessary to preserve the competitive position of the tenant or the proposed occupant of the Project Facility in their respective industries, as the expansion is necessary for the growth of the business in the competitive marketplace; and

WHEREAS, the Agency desires to encourage the Company to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of City of Albany, New York by undertaking the Project in City of Albany, New York; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the “Agency Documents”): (A) a certain lease to agency (the “Lease to Agency” or the “Underlying Lease”) by and between the Company, as landlord, and the Agency, as tenant, pursuant to which the Company will lease to the Agency a portion of the Land and all improvements now or hereafter located on said portion of the Land (collectively, the “Leased Premises”); (B) a certain license agreement (the “License to Agency” or the “License Agreement”) by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company will grant to the Agency (1) a license to enter upon the balance of the Land (the “Licensed Premises”) for the purpose of undertaking and completing the Project and (2) in the event of an occurrence of an Event of Default by the Company, an additional license to enter upon the Licensed Premises for the purpose of pursuing its remedies under the Lease Agreement (as hereinafter defined); (C) a lease agreement (and a memorandum thereof) (the “Lease Agreement”) by and between the Agency and the Company, pursuant to which, among other things, the Company agrees to undertake the Project as agent of the Agency and the Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the

Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (D) a payment in lieu of tax agreement (the "Payment in Lieu of Tax Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; (E) if the Company intends to finance the Project with borrowed money, one or more mortgages and any other security documents and related documents (collectively, the "Mortgage") from the Agency and the Company to the Company's lenders with respect to the Project (the "Lender"), which Mortgage will grant liens on and security interests in the Project Facility to secure one or more loans from the Lender to the Company with respect to the Project (collectively, the "Loan"); (F) all building loan and other agreements requested by the Lender in connection with the Loan (collectively with the Mortgage, the "Loan Documents"); and (G) various certificates relating to the Project (the "Closing Documents");

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

Section 1. All action taken by the Chief Executive Officer of the Agency with respect to the Public Hearing with respect to the Project is hereby ratified and confirmed.

Section 2. The law firm of Hodgson Russ LLP is hereby appointed Special Counsel to the Agency with respect to all matters in connection with the Project. Special Counsel for the Agency is hereby authorized, at the expense of the Company, to work with the Company, counsel to the Company, counsel to the Agency and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution. Special Counsel has prepared and submitted an initial draft of the Agency Documents to staff of the Agency.

Section 3. The Agency hereby finds and determines that:

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

(B) The Project constitutes a "project," as such term is defined in the Act;

(C) The Project site is located entirely within the boundaries of City of Albany, New York;

(D) It is estimated at the present time that the costs of the planning, development, acquisition, construction, reconstruction and installation of the Project Facility (collectively, the "Project Costs") will be approximately \$4,472,432;

(E) While the completion of the Project Facility may result in the removal of a facility of the tenant or any other proposed occupant of the Project Facility from one area of the State of New York to another area of the State of New York or in the abandonment of one or more plants or facilities of the tenant or any other proposed occupant of the Project Facility located within the State of New York, the Company has represented that such abandonment and removal are reasonably necessary to preserve the competitive position of the tenant or the proposed occupant of the Project Facility in their respective industries, as the expansion is necessary for the growth of the business in the competitive marketplace;

(F) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare

of the citizens of City of Albany, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;

(G) The Agency has reviewed the Public Hearing Report and has fully considered all comments contained therein; and

(H) It is desirable and in the public interest for the Agency to enter into the Agency Documents.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (A) proceed with the Project; (B) acquire the Project Facility; (C) lease the Project Facility to the Company pursuant to the Lease Agreement; (D) enter into the Payment in Lieu of Tax Agreement; (E) secure the Loan by entering into the Loan Documents; and (F) grant the Financial Assistance with respect to the Project.

Section 5. The Agency is hereby authorized (A) to acquire a license in the Licensed Premises pursuant to the License Agreement, (B) to acquire a leasehold interest in the Leased Premises pursuant to the Underlying Lease, (C) to acquire title to the Equipment pursuant to a bill of sale (the "Bill of Sale to Agency") from the Company to the Agency, and (D) to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisitions are hereby approved, ratified and confirmed.

Section 6. The Agency is hereby authorized to acquire, construct and install the Project Facility as described in the Lease Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition, construction and installation are hereby ratified, confirmed and approved.

Section 7. The Chairman (or Vice Chairman) of the Agency, with the assistance of Agency Counsel and/or Special Counsel, is authorized to negotiate and approve the form and substance of the Agency Documents.

Section 8. (A) The Chairman (or Vice Chairman) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agency Documents, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in the forms thereof as the Chairman (or Vice Chairman) shall approve, the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

(B) The Chairman (or Vice Chairman) of the Agency is hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 9. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing Resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 10. This Resolution shall take effect immediately.

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

Anthony J. Ferrara	VOTING	_____
Susan Pedo	VOTING	_____
Hon. Kathy Sheehan	VOTING	_____
Martin Daley	VOTING	_____
C. Anthony Owens	VOTING	_____
John R. Vero	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of City of Albany Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on September 20, 2012 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this \_\_\_\_ day of September, 2012.

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(Assistant) Secretary

(SEAL)

**CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY  
LEASE/LEASEBACK TRANSACTION  
581 LIVINGSTON AVENUE LLC PROJECT**

**I. PROJECT IDENTIFICATION:**

1. Project Applicant: 581 Livingston Avenue LLC, a New York limited liability company (the "Company").
2. The Project:
  - (A) Acquisition of Land: the acquisition of an interest in a parcel of land containing approximately 2.73 acres and located at 581 Livingston Avenue in the City of Albany, Albany County, New York (the "Land") together with the existing facility containing approximately 10,000 square foot building located on the Land (the "Existing Facility").
  - (B) Construction: the demolition of the Existing Facility and the construction of a new building to contain approximately 36,000 square feet of space (the "Facility").
  - (C) Equipment component: the acquisition and installation therein and thereon of certain machinery and equipment (the "Equipment") (the Land, the Facility and the Equipment being collectively referred to as the "Project Facility").
  - (D) Lease: The Project Facility will be leased by the Agency to the Company pursuant to a lease agreement (the "Lease Agreement") by and between the Agency and the Company, which Project Facility will be owned and operated by the Company and leased to tenants for residential uses and other directly and indirectly related activities.

**II. PRIOR ACTION ON PROJECT:**

3. Inducement Proceedings:
  - (A) Public Hearing Resolution: adopted on July 19, 2012.
  - (B) Public Hearing:
    - (1) Mailed to Affected Taxing Jurisdictions: August 2, 2012.
    - (2) Date Posted: August 2, 2012.
    - (3) Published in Albany Times Union: August 4, 2012
    - (4) Date of Public Hearing: August 16, 2012.
    - (5) Location of Public Hearing: offices of the City of Albany Industrial Development Agency at 21 Lodge Street, Albany, New York.
4. Payment In Lieu of Taxes:
  - (A) Deviation Letter Mailed: September 12, 2012.

**III. PROPOSED AGENCY ACTION ON SEPTEMBER 20, 2012:**

5. SEQR Resolution: Confirming Findings of Planning Board.
6. Deviation Approval Resolution: Approving the Deviation for the PILOT Agreement.



7. Commercial Findings Resolution – Confirming the Project qualifies as a “project” under the General Municipal Law.
8. Approving Resolution: Approving the Company’s project and the proposed financial assistance.

**IV. DETAILS OF PROPOSED STRAIGHT LEASE TRANSACTION:**

9. Relationship of Agency to Company: The Agency will acquire, construct and install the Project Facility and lease the Project Facility to the Company pursuant to the Lease Agreement.
10. Business Terms: The Agency fee is estimated to be \$36,400 (1% of the Project costs of \$3,640,000 (est)).
11. Basic Documents:
  - (A) Underlying Lease from the Company to the Agency.
  - (B) License Agreement from the Company to the Agency.
  - (C) Bill of Sale to Agency.
  - (D) Lease Agreement by and between the Company and the Agency.
  - (E) Payment in Lieu of Tax Agreement by and between the Agency and the Company.
12. Proposed Closing Date: September, 2012.
13. Special Agency Counsel: Hodgson Russ LLP, Albany, New York.

**RESOLUTION CONFIRMING SEQR DETERMINATION  
581 LIVINGSTON AVENUE LLC PROJECT**

A regular meeting of City of Albany Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York on September 20, 2012 at 12:15 p.m., local time.

The meeting was called to order by the Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Anthony J. Ferrara	Chairman
Susan Pedo	Secretary
Hon. Kathy Sheehan	Treasurer
Martin Daley	Member
C. Anthony Owens	Member
John R. Vero	Member

**ABSENT:**

**THE FOLLOWING PERSONS WERE ALSO PRESENT:**

Michael J. Yevoli	CEO - Capitalize Albany Corporation
Erik Smith	CFO - Capitalize Albany Corporation
Bradley Chevalier	Economic Development Specialist, Capitalize Albany Corporation
Amy Gardner	Administrative Assistant, Capitalize Albany Corporation
John J. Reilly, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

Resolution No. \_\_\_\_

**RESOLUTION CONCURRING IN THE DETERMINATION BY THE CITY OF  
ALBANY PLANNING BOARD, AS LEAD AGENCY FOR A CERTAIN PROPOSED  
PROJECT FOR THE PROPOSED 581 LIVINGSTON AVENUE LLC PROJECT.**

WHEREAS, the Agency is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 325 of the 1974 Laws of New York, as amended, constituting Section 903-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State

of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, 581 Livingston Avenue LLC, a New York State limited liability company (the “Company”), submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 2.73 acres and located at 581 Livingston Avenue in the City of Albany, Albany County, New York (the “Land), together with the existing 10,000 square foot building located thereon (the “Existing Facility”), (2) the demolition of the Existing Facility, (3) the construction on the Land of a new building to contain approximately 36,000 square feet of space (the “Facility”) and (4) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Existing Facility, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to be owned by the Company and leased to tenants for residential uses and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43 B of the Consolidated Laws of New York, as amended (the “SEQR Act”), and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), the Agency has been informed that (1) the Planning Board of the City of Albany, New York (the “Planning Board”) was designated to act as “lead agency” with respect to the Project, and (2) the Planning Board issued a Determination of Non Significance on March 15, 2012 (the “Negative Declaration”), determining that the acquisition, construction and installation of the Project Facility will not have a “significant effect on the environment”; and

WHEREAS, the Agency is an “involved agency” with respect to the Project and the Agency now desires to concur in the determination by the Planning Board, as “lead agency” with respect to the Project, to acknowledge receipt of a copy of the Negative Declaration and to indicate whether the Agency has any information to suggest that the Planning Board was incorrect in determining that the Project will not have a “significant effect on the environment” pursuant to SEQRA and, therefore, that no environmental impact statement need be prepared with respect to the Project;

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

Section 1. The Agency has received copies of, and has reviewed, the Application and the Negative Declaration (collectively the “Reviewed Documents”) and, based upon said Reviewed Documents, the Agency hereby ratifies and concurs in the designation of the Planning Board as “lead agency” with respect to the Project under SEQRA (as such quoted term is defined in SEQRA).

Section 2. The Agency hereby determines that the Agency has no information to suggest that the Planning Board was incorrect in determining that the Project will not have a “significant effect on the environment” pursuant to the SEQRA and, therefore, that no environmental impact statement need be prepared with respect to the Project (as such quoted phrase is used in SEQRA).

Section 3. The members of the Agency are hereby directed to notify the Planning Board of the concurrence by the Agency that the Planning Board shall be the “lead agency” with respect to the Project, and to further indicate to the Planning Board that the Agency has no information to suggest that the Planning Board was incorrect in its determinations contained in the Negative Declaration.

Section 4. This Resolution shall take effect immediately.

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

Anthony J. Ferrara	VOTING	_____
Susan Pedo	VOTING	_____
Hon. Kathy Sheehan	VOTING	_____
Martin Daley	VOTING	_____
C. Anthony Owens	VOTING	_____
John R. Vero	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK

) SS.:

COUNTY OF ALBANY

)

I, the undersigned Secretary of City of Albany Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the resolution contained therein, held on September 20, 2012, with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency and of such resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respect duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present through said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 20th day of September, 2012.

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Secretary

(SEAL)

**PILOT DEVIATION APPROVAL RESOLUTION  
581 LIVINGSTON AVENUE LLC PROJECT**

A regular meeting of City of Albany Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York on September 20, 2012 at 12:15 p.m., local time.

The meeting was called to order by the Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Anthony J. Ferrara	Chairman
Susan Pedo	Secretary
Hon. Kathy Sheehan	Treasurer
Martin Daley	Member
C. Anthony Owens	Member
John R. Vero	Member

**ABSENT:**

**THE FOLLOWING PERSONS WERE ALSO PRESENT:**

Michael J. Yevoli	CEO - Capitalize Albany Corporation
Erik Smith	CFO - Capitalize Albany Corporation
Bradley Chevalier	Economic Development Specialist, Capitalize Albany Corporation
Amy Gardner	Administrative Assistant, Capitalize Albany Corporation
John J. Reilly, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

Resolution No. \_\_\_\_\_

**RESOLUTION AUTHORIZING A DEVIATION FROM THE AGENCY'S UNIFORM TAX EXEMPTION POLICY IN CONNECTION WITH THE PROPOSED PAYMENT IN LIEU OF TAX AGREEMENT TO BE ENTERED INTO BY THE AGENCY IN CONNECTION WITH THE PROPOSED 581 LIVINGSTON AVENUE LLC PROJECT.**

WHEREAS, the Agency is authorized and empowered by the provisions of Chapter 1030 of 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 325 of the 1974 Laws of New York, as amended, constituting Section 903-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research, and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job

opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, reconstruct, renovate and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, reconstructed, renovated and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, 581 Livingston Avenue LLC, a New York State limited liability company (the “Company”), submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 2.73 acres and located at 581 Livingston Avenue in the City of Albany, Albany County, New York (the “Land), together with the existing 10,000 square foot building located thereon (the “Existing Facility”), (2) the demolition of the Existing Facility, (3) the construction on the Land of a new building to contain approximately 36,000 square feet of space (the “Facility”) and (4) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Existing Facility, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to be owned by the Company and leased to tenants for residential uses and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to the authorization contained in a resolution adopted by the members of the Agency on July 19, 2012 (the “Public Hearing Resolution”), the Chairman of the Agency (A) caused notice of a public hearing of the Agency (the “Public Hearing”) pursuant to Section 859-a of the Act to hear all persons interested in the Project and the Financial Assistance being contemplated by the Agency with respect to the Project, to be mailed on August 2, 2012 to the chief executive officers of each county, city, town and school district in which the Project Facility is (or will be) located, (B) caused notice of the Public Hearing to be published on August 4, 2012 in The Times Union, a newspaper of general circulation available to the residents of the City of Albany, Albany County, New York, (C) conducted the Public Hearing on August 16, 2012, at 12:00 o’clock, noon, local time at the offices of the Agency located in the office of the Department of Economic Development and Planning at 21 Lodge Street in the City of Albany, Albany County, New York in the City of Albany, Albany County, New York, and (D) prepared a report of the Public Hearing (the “Public Hearing Report”) which fairly summarized the views presented at said Public Hearing and distributed same to the members of the Agency and to the Mayor of the City of Albany, New York (the “Mayor”); and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6NYCRR Part 617, as amended (collectively with the SEQR Act, “SEQRA”), by resolution adopted by the members of the Agency on September 20, 2012 (the “SEQR Resolution”), the Agency (A) ratified the determination by the Planning Board of the City of Albany, New York (the “Planning Board”) to act as “lead agency” with respect to the Project, (B) acknowledged receipt of a copy of a negative declaration issued by the Planning Board on March 15, 2012 (the “Negative Declaration”), and (C) indicated that the Agency had no information to suggest that the Planning Board was incorrect in authorizing the issuance of the Negative Declaration; and

WHEREAS, in connection with the Project, the Company has requested that the Agency deviate from its uniform tax exemption policy with respect to the terms of the proposed payment in lieu of tax agreement to be entered into by the Agency with respect to the Project Facility, which proposed deviation is outlined in the letter dated September 12, 2012 (the "Pilot Deviation Letter"), a copy of which Pilot Deviation Letter is attached hereto as **Schedule A**; and

WHEREAS, pursuant to Section 874(4) of the Act, prior to taking final action on such request for a deviation from the Agency's uniform tax exemption policy, the Agency must give the chief executive officers of the county and each city, town, village and school district in which the Project Facility is located (collectively, the "Affected Tax Jurisdictions") written notice of the proposed deviation from the Agency's uniform tax exemption policy and the reasons therefor prior to the meeting of the Agency at which the members of the Agency shall consider whether to approve such proposed deviation; and

WHEREAS, on September 12, 2012, the Chief Executive Officer of the Agency sent a copy of the Pilot Deviation Letter to the Affected Tax Jurisdictions to notify the Affected Tax Jurisdictions of the proposed deviation from the Agency's uniform tax exemption policy in connection with the Project; and

WHEREAS, through the Pilot Deviation Letter, the Chief Executive Officer of the Agency notified the chief executive officers of the Affected Tax Jurisdictions of the proposed deviation from the Agency's uniform tax exemption policy and further notified said chief executive officers that the members of the Agency would consider whether to approve such proposed deviation at this meeting;

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

Section 1. The Agency hereby finds and determines as follows:

(A) The Agency has considered any and all responses from the Affected Tax Jurisdictions to the Pilot Deviation Letter.

(B) The Agency has reviewed and responded to all written comments received from the Affected Tax Jurisdictions with respect to the proposed deviation.

(C) The Agency has given all representatives from the Affected Tax Jurisdictions in attendance at this meeting the opportunity to address the members of the Agency regarding the proposed deviation.

Section 2. Based upon (A) the findings and determinations in Section 1 above, (B) any comments received at the Public Hearing, (C) input received at this meeting from the Affected Tax Jurisdictions with respect to the proposed deviation, (D) the Agency's knowledge of the Project, (E) the recommendations of Agency staff, and (F) such further investigation of the Project and the effect of the proposed deviation as the Agency has deemed appropriate, the Agency hereby determines to deviate from the Agency's uniform tax exemption policy with respect to the terms of the proposed payment in lieu of tax agreement to be entered into by the Agency with respect to the Project Facility for the reasons set forth in the Pilot Deviation Letter. Based upon the aforementioned, the Agency hereby approves a deviation from the Agency's uniform tax exemption policy, the terms of the approved deviation to be as described in the Pilot Deviation Letter attached hereto as **Schedule A**.

Section 3. Upon preparation by Special Counsel to the Agency of a payment in lieu of tax agreement with respect to the Project Facility reflecting the terms of this resolution (the "Payment in Lieu of Tax



Agreement”) and approval of same by the Chairman (or Vice Chairman) of the Agency, the Chairman (or Vice Chairman) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Payment in Lieu of Tax Agreement, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in such form as is approved by the Chairman (or Vice Chairman), the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

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

Section 5. This Resolution shall take effect immediately.

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

Anthony J. Ferrara	VOTING	_____
Susan Pedo	VOTING	_____
Hon. Kathy Sheehan	VOTING	_____
Martin Daley	VOTING	_____
C. Anthony Owens	VOTING	_____
John R. Vero	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of City of Albany Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the resolution contained therein, held on September 20, 2012, with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency and of such resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 20th day of September, 2012.

---

(Assistant) Secretary

(SEAL)

## **SCHEDULE "A"**

### **PILOT DEVIATION LETTER**

#### **CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY**

21 Lodge Street  
Albany, New York 12207  
Tel: 518-434-2532  
Fax: 518-434-9846

September 12, 2012

Hon. Gerald D. Jennings, Mayor  
City of Albany  
City Hall  
Eagle Street  
Albany, New York 12207

Hon. Daniel P. McCoy, County Executive  
Office of the County Executive  
County Office Building  
112 State Street, Room 200  
Albany, New York 12207

Dr. Raymond Colucciello  
Superintendent of Schools  
Albany City School District  
Academy Park  
Albany, New York 12207

RE: Proposed Deviation from Uniform Tax Exemption Policy by  
City of Albany Industrial Development Agency in connection  
with its Proposed 581 Livingston Avenue LLC Project

Gentlemen:

581 Livingston Avenue LLC, a New York limited liability company (the "Company") presented an application (the "Application") to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the "Project") for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 2.73 acres and located at 581 Livingston Avenue in the City of Albany, Albany County, New York (the "Land"), together with the existing 10,000 square foot building located thereon (the "Existing Facility"), (2) the demolition of the Existing Facility, (3) the construction on the Land of a new building to contain approximately 36,000 square feet of space (the "Facility") and (4) the acquisition and installation therein and thereon of certain machinery and equipment (the "Equipment") (the Land, the Existing Facility, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to be owned by the Company and leased to tenants for residential uses and other directly and indirectly related activities; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency.

In connection with the Application, the Company has made a request to the Agency (the "PILOT Request") that the Agency enter into a payment in lieu of tax agreement (the "Proposed PILOT Agreement") which terms would deviate from the Agency's Uniform Tax Exemption Policy (the "Policy"). The Proposed Agreement would not provide any abatements for any special assessments levied on the Project Facility.

The Proposed PILOT Agreement would provide that the Company be granted a ten year payment in lieu of tax agreement on the Facility and any portion of the Equipment assessable as real property pursuant to the New York Real Property Tax Law (collectively, with the Facility, the "Improvements"). The estimated payment terms of the Proposed PILOT Agreement are attached as Exhibit A to this letter.

The terms of the Proposed PILOT Agreement deviate from the Agency's Policy. The Policy provides that, for a facility similar to the Project Facility, payments in lieu of taxes will normally be determined as follows: a 50% abatement in real property taxes on the Improvements in year one of the payment in lieu of tax agreement with a 10% per year decrease in such abatement over the term of the five year payment in lieu of tax agreement. Further, the Agency's Policy provides that the amount of the assessed value of the Project Facility will change as the assessed value is established annually by the Assessor of the City of Albany.

The purpose of this letter is to inform you of such PILOT Request and that the Agency is considering whether to grant the PILOT Request and to approve a Proposed PILOT Agreement conforming to the terms of the PILOT Request. The Agency expects to consider whether to approve the terms of the Proposed PILOT Agreement at its meeting scheduled for September 20, 2012 at 12:15 p.m., local time at the offices of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York (the "Meeting"). As described later in this letter, during the meeting on September 20, 2012, the Agency will review the terms of the PILOT Request and, based on the discussions during such meeting the terms of the PILOT Request may be modified.

This letter is forwarded to you for purposes of complying with Section 874 of the General Municipal Law of the State of New York, which requires written notice prior to the Agency taking final action with respect to the Proposed PILOT Agreement (if said Proposed PILOT Agreement may deviate from the provisions of the Agency's Policy).

The Agency considered the following factors in considering the proposed deviation:

1. The nature of the proposed Project:

The Project involves the demolition of an existing 10,000 square foot building and the construction of a new 36,000 square foot building at 581 Livingston Avenue in downtown Albany. The Company is undertaking the Project in connection with the redevelopment of the project site.

2. The nature of the property before the undertaking of the Project:

The existing 10,000 square foot facility is vacant and in poor condition and will be demolished to make room for a 36,000 square foot facility that will add approximately 50 new residential housing rental options to downtown Albany.

3. The economic condition of the area at the time of the application and the economic multiplying effect that the Project will have on the area:

At the time of the filing of the Application, the economic condition of the area in which the Project Facility is located is generally average. The existing facility is vacant.

The development of the Project Facility will provide additional residential options for downtown Albany. The additional residential options will potentially provide additional customers for the business and entertainment facilities located in the downtown business district and add to further development. Additional benefits created by the Project are described in the Application.

4. The extent to which the Project will create or retain permanent, private sector jobs and the number of jobs to be created or retained and the salary range of such jobs:

The Project will create approximately 25 construction jobs with estimated construction costs of approximately \$3,265,000.

The Project will create approximately 1 full-time job within the first year of operation. .

5. The estimated value of tax exemptions to be provided:

As described in Exhibit A, the amount of estimated PILOT payments to be paid by the Company on the Project Facility are estimated to equal approximately \$1,036,023.

There would be no reduction in the current tax payments currently being paid with respect to the existing project site.

6. The economic impact of the Proposed PILOT Agreement on affected tax jurisdictions:

The economic impact of the Project PILOT Agreement is positive as the PILOT payments will increase as the assessed value of the Project Facility and the local tax rates increase.

In addition, the development of the Project Facility is expected to spur additional development in the downtown sections of the City of Albany.

7. The impact of the proposed Project on existing and proposed businesses and economic development projects in the vicinity:

The impact of the Project is a positive one on the community, as it creates provides for the substantial construction on a site that is currently underutilized in downtown Albany. This level and scale of development will improve the downtown economic climate. The local restaurants and entertainment facilities will benefit from the undertaking of the Project.

8. The amount of private sector investment generated or likely to be generated by the proposed Project:

The investment by the Company will be approximately \$3,640,000.

9. The effect of the proposed Project on the environment:

It is likely that the Project will not have a significant effect on the environment.

10. The likelihood of accomplishing the proposed Project in a timely fashion:

It is anticipated that the Project will be accomplished in a timely fashion.

11. The extent to which the Proposed PILOT Agreement will require the provision of additional services including, but not limited to, additional educational, transportation, police, emergency medical or fire services:

It is not anticipated that the Project will have a tremendous burden upon the educational facilities for any school district within the City of Albany, Albany County. After the completion of the Project, the residents of the Facility are not anticipated to generate a substantial burden on the highways of the City of Albany or the surrounding area. All necessary emergency medical and police services are available.

12. Anticipated tax revenues:

It is expected that sales tax and occupancy tax revenues will increase due to the undertaking of the Project.

13. The extent to which the Proposed PILOT Agreement will provide a benefit (economic or otherwise) not otherwise available within the municipality in which the Project Facility is located:

The benefit is a positive one economically, in that the Project will promote the development of the downtown of the City of Albany.

The Agency will consider the Proposed PILOT Agreement (and the proposed deviation from the Agency's Policy) at the Meeting. The discussion at the Meeting will include a review of (a) the terms of the PILOT Request, (b) other projects where the Agency has approved a deviation from its Policy, and (c) the information contained in this letter and other materials provided by the Company supporting the PILOT Request. Based on the discussion at the Meeting, and the review of any comments received by the Agency with respect to the PILOT Request, the Agency may determine to modify the terms of the PILOT Request.

The Agency would welcome any written comments that you might have on this proposed deviation from the Agency's Policy. In accordance with Section 874 of the General Municipal Law, prior to taking final action at the Meeting, the Agency will review and respond to any written comments received from any affected tax jurisdiction with respect to the proposed deviation. The Agency will also allow any representative of any affected tax jurisdiction present at the Meeting to address the Agency regarding the proposed deviation.

Hon. Gerald D. Jennings, Mayor  
Hon Daniel McCoy, County Executive  
Dr. Raymond Colucciello, Superintendent  
September 12, 2012  
Page 5

If you have any questions or comments regarding the foregoing, please do not hesitate to contact me at the above telephone number.

Sincerely yours,

/s/ Michael J. Yevoli  
Michael J. Yevoli  
Chief Executive Officer

# SCHEDULE A

## ESTIMATED PILOT PAYMENT SCHEDULE

### 581 LIVINGSTON AVENUE LLC PROJECT

Year	Existing Real Property Taxes (Without IDA involvement)	Abatement Percentage Under the Proposed PILOT Agreement	New Pilot Payments (With IDA)	Total (Differences) (Abatement Savings)
Current Year	13,020	0%	N/A	N/A
Year 1	133,619	50%	72,695	60,923
Year 2	137,627	50%	74,876	62,751
Year 3	141,756	45%	83,586	58,170
Year 4	146,009	45%	86,093	59,915
Year 5	150,389	40%	95,533	54,856
Year 6	154,901	40%	98,399	56,502
Year 7	159,548	35%	108,626	50,922
Year 8	164,334	30%	119,377	44,957
Year 9	169,264	20%	138,394	30,870
Year 10	174,342	10%	158,444	15,898



**COMMERCIAL FINDING RESOLUTION  
581 LIVINGSTON AVENUE LLC PROJECT**

A regular meeting of City of Albany Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York on September 20, 2012 at 12:15 p.m., local time.

The meeting was called to order by the Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Anthony J. Ferrara	Chairman
Susan Pedo	Secretary
Hon. Kathy Sheehan	Treasurer
Martin Daley	Member
C. Anthony Owens	Member
John R. Vero	Member

**ABSENT:**

**THE FOLLOWING PERSONS WERE ALSO PRESENT:**

Michael J. Yevoli	CEO - Capitalize Albany Corporation
Erik Smith	CFO - Capitalize Albany Corporation
Bradley Chevalier	Economic Development Specialist, Capitalize Albany Corporation
Amy Gardner	Administrative Assistant, Capitalize Albany Corporation
John J. Reilly, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

Resolution No. \_\_\_\_\_

**RESOLUTION (A) DETERMINING THAT THE PROPOSED 581 LIVINGSTON AVENUE LLC IS A COMMERCIAL PROJECT, AND (B) MAKING CERTAIN FINDINGS REQUIRED UNDER THE GENERAL MUNICIPAL LAW.**

WHEREAS, City of Albany Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 325 of the 1974 Laws of New York, as amended, constituting Section 903-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research, recreation and civic

facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, 581 Livingston Avenue LLC, a New York State limited liability company (the “Company”), submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 2.73 acres and located at 581 Livingston Avenue in the City of Albany, Albany County, New York (the “Land), together with the existing 10,000 square foot building located thereon (the “Existing Facility”), (2) the demolition of the Existing Facility, (3) the construction on the Land of a new building to contain approximately 36,000 square feet of space (the “Facility”) and (4) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Existing Facility, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to be owned by the Company and leased to tenants for residential uses and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to the authorization contained in a resolution adopted by the members of the Agency on July 19, 2012 (the “Public Hearing Resolution”), the Chairman of the Agency (A) caused notice of a public hearing of the Agency (the “Public Hearing”) pursuant to Section 859-a of the Act to hear all persons interested in the Project and the Financial Assistance being contemplated by the Agency with respect to the Project, to be mailed on August 2, 2012 to the chief executive officers of each county, city, town and school district in which the Project Facility is (or will be) located, (B) caused notice of the Public Hearing to be published on August 4, 2012 in The Times Union, a newspaper of general circulation available to the residents of the City of Albany, Albany County, New York, (C) conducted the Public Hearing on August 16, 2012, at 12:00 o’clock, noon, local time at the offices of the Agency located in the office of the Department of Economic Development and Planning at 21 Lodge Street in the City of Albany, Albany County, New York in the City of Albany, Albany County, New York, and (D) prepared a report of the Public Hearing (the “Public Hearing Report”) which fairly summarized the views presented at said Public Hearing and distributed same to the members of the Agency and to the Mayor of the City of Albany, New York (the “Mayor”); and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6NYCRR Part 617, as amended (collectively with the SEQR Act, “SEQRA”), by resolution adopted by the members of the Agency on September 20, 2012 (the “SEQR Resolution”), the Agency (A) ratified the determination by the Planning Board of the City of Albany, New York (the “Planning Board”) to act as “lead agency” with respect to the Project, (B) acknowledged receipt of a copy of a negative declaration issued by the Planning Board on March 15, 2012 (the “Negative Declaration”), and (C) indicated that the Agency had no

information to suggest that the Planning Board was incorrect in authorizing the issuance of the Negative Declaration; and

WHEREAS, to aid the Agency in determining whether the Project qualifies for Financial Assistance as a commercial project within the meaning of the Act, the Applicant has submitted to the Agency the following (collectively, the “Project Qualification Documents”): (A) the Application, and (B) a comprehensive report entitled “Albany 2030 – The City of Albany Comprehensive Plan” (the “2030 Plan”);

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

Section 1. Based upon an examination of the Project Qualification Documents and based further upon the Agency’s knowledge of the area surrounding the Project and such further investigation of the Project and its economic effects as the Agency has deemed appropriate, the Agency makes the following findings and determinations with respect to the Project:

A. That the Application indicates that the Project will create 1 full time job at the Project Facility and 25 temporary construction jobs.

B. That the 2030 Plan provides that improving housing in the City of Albany is an explicit goal of the Plan.

C. That increasing investment, both public and private, in the area surrounding the Project Facility (the “Neighborhood”) is a vehicle for improving private market conditions and as a strategy to maximize the use of vacant buildings and lots.

D. That undertaking the Project is consistent with the provisions in the 2030 Plan.

E. That undertaking the Project will provide good quality housing to individuals seeking to reside and work in the City of Albany.

F. That undertaking the Project will improve the quality of housing in the City of Albany.

G. That not undertaking the Project would most likely result in the further deterioration of housing stock in the City of Albany and discourage future commercial and residential development and expansion in the Neighborhood.

H. That the creation of affordable housing has a direct and important impact upon the success or failure of the commercial businesses in the City of Albany.

Section 2. Based upon the foregoing review of the Project Qualification Documents and based further upon the Agency’s knowledge of the area surrounding the Project Facility and such further investigation of the Project and its economic effects as the Agency has deemed appropriate, the Agency makes the following determinations with respect to the Project:

A. That (1) the Project Facility will provide necessary infrastructure for area employers, (2) that completion of the Project Facility will have an impact upon the creation, retention and expansion of employment opportunities in the City of Albany and in the State of New York, and (3)

that completion of the Project will assist in promoting employment opportunities and assist in preventing economic deterioration in the City of Albany and in the State of New York.

B. That the acquisition, construction and installation of the Project Facility is essential to the retention of existing employment and the creation of new employment opportunities and is essential to the prevention of economic deterioration of businesses located in the City of Albany.

C. That the Project constitutes a “commercial” project, within the meaning of the Act.

D. That the Project will serve the public purposes of the Act by preserving permanent, private sector jobs or by increasing the overall number of permanent, private sector jobs in the State of New York.

Section 3. This Resolution shall take effect immediately.

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

Anthony J. Ferrara	VOTING	_____
Susan Pedo	VOTING	_____
Hon. Kathy Sheehan	VOTING	_____
Martin Daley	VOTING	_____
John Vero	VOTING	_____
C. Anthony Owens	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of City of Albany Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the resolution contained therein, held on September 20, 2012, with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency and of such resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respect duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present through said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 20th day of September, 2012.

\_\_\_\_\_  
(Assistant) Secretary

(SEAL)

**APPROVING RESOLUTION  
581 LIVINGSTON AVENUE LLC PROJECT**

A regular meeting of City of Albany Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York on September 20, 2012 at 12:15 p.m., local time.

The meeting was called to order by the Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Anthony J. Ferrara	Chairman
Susan Pedo	Secretary
Hon. Kathy Sheehan	Treasurer
Martin Daley	Member
C. Anthony Owens	Member
John R. Vero	Member

**ABSENT:**

**THE FOLLOWING PERSONS WERE ALSO PRESENT:**

Michael J. Yevoli	CEO - Capitalize Albany Corporation
Erik Smith	CFO - Capitalize Albany Corporation
Bradley Chevalier	Economic Development Specialist, Capitalize Albany Corporation
Amy Gardner	Administrative Assistant, Capitalize Albany Corporation
John J. Reilly, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

Resolution No. \_\_\_\_

**RESOLUTION AUTHORIZING EXECUTION OF DOCUMENTS IN CONNECTION  
WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR 581  
LIVINGSTON AVENUE LLC.**

WHEREAS, the Agency is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 325 of the 1974 Laws of New York, as amended, constituting Section 903-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, 581 Livingston Avenue LLC, a New York State limited liability company (the “Company”), submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 2.73 acres and located at 581 Livingston Avenue in the City of Albany, Albany County, New York (the “Land), together with the existing 10,000 square foot building located thereon (the “Existing Facility”), (2) the demolition of the Existing Facility, (3) the construction on the Land of a new building to contain approximately 36,000 square feet of space (the “Facility”) and (4) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Existing Facility, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to be owned by the Company and leased to tenants for residential uses and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to the authorization contained in a resolution adopted by the members of the Agency on July 19, 2012 (the “Public Hearing Resolution”), the Chairman of the Agency (A) caused notice of a public hearing of the Agency (the “Public Hearing”) pursuant to Section 859-a of the Act to hear all persons interested in the Project and the Financial Assistance being contemplated by the Agency with respect to the Project, to be mailed on August 2, 2012 to the chief executive officers of each county, city, town and school district in which the Project Facility is (or will be) located, (B) caused notice of the Public Hearing to be published on August 4, 2012 in The Times Union, a newspaper of general circulation available to the residents of the City of Albany, Albany County, New York, (C) conducted the Public Hearing on August 16, 2012, at 12:00 o’clock, noon, local time at the offices of the Agency located in the office of the Department of Economic Development and Planning at 21 Lodge Street in the City of Albany, Albany County, New York in the City of Albany, Albany County, New York, and (D) prepared a report of the Public Hearing (the “Public Hearing Report”) which fairly summarized the views presented at said Public Hearing and distributed same to the members of the Agency and to the Mayor of the City of Albany, New York (the “Mayor”); and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6NYCRR Part 617, as amended (collectively with the SEQR Act, “SEQRA”), by resolution adopted by the members of the Agency on September 20, 2012 (the “SEQR Resolution”), the Agency (A) ratified the determination by the Planning Board of the City of Albany, New York (the “Planning Board”) to act as “lead agency” with respect to the Project, (B) acknowledged receipt of a copy of a negative declaration issued by the Planning Board on March 15, 2012 (the “Negative Declaration”), and (C) indicated that the Agency had no information to suggest that the Planning Board was incorrect in authorizing the issuance of the Negative Declaration; and

WHEREAS, the Agency has given due consideration to the Application, and to representations by the Company that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Company to undertake the Project in City of Albany, New York and (B) the completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York; and

WHEREAS, the Agency desires to encourage the Company to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of City of Albany, New York by undertaking the Project in City of Albany, New York; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the "Agency Documents"): (A) a certain lease to agency (the "Lease to Agency" or the "Underlying Lease") by and between the Company, as landlord, and the Agency, as tenant, pursuant to which the Company will lease to the Agency a portion of the Land and all improvements now or hereafter located on said portion of the Land (collectively, the "Leased Premises"); (B) a certain license agreement (the "License to Agency" or the "License Agreement") by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company will grant to the Agency (1) a license to enter upon the balance of the Land (the "Licensed Premises") for the purpose of undertaking and completing the Project and (2) in the event of an occurrence of an Event of Default by the Company, an additional license to enter upon the Licensed Premises for the purpose of pursuing its remedies under the Lease Agreement (as hereinafter defined); (C) a lease agreement (and a memorandum thereof) (the "Lease Agreement") by and between the Agency and the Company, pursuant to which, among other things, the Company agrees to undertake the Project as agent of the Agency and the Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (D) a payment in lieu of tax agreement (the "Payment in Lieu of Tax Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; (E) if the Company intends to finance the Project with borrowed money, one or more mortgages and any other security documents and related documents (collectively, the "Mortgage") from the Agency and the Company to the Company's lenders with respect to the Project (the "Lender"), which Mortgage will grant liens on and security interests in the Project Facility to secure one or more loans from the Lender to the Company with respect to the Project (collectively, the "Loan"); (F) all building loan and other agreements requested by the Lender in connection with the Loan (collectively with the Mortgage, the "Loan Documents"); and (G) various certificates relating to the Project (the "Closing Documents");

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

Section 1. All action taken by the Chief Executive Officer of the Agency with respect to the Public Hearing with respect to the Project is hereby ratified and confirmed.

Section 2. The law firm of Hodgson Russ LLP is hereby appointed Special Counsel to the Agency with respect to all matters in connection with the Project. Special Counsel for the Agency is hereby authorized, at the expense of the Company, to work with the Company, counsel to the Company, counsel to the Agency and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution.



Section 3. The Agency hereby finds and determines that:

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

(B) The Project constitutes a “project,” as such term is defined in the Act;

(C) The Project site is located entirely within the boundaries of City of Albany, New York;

(D) It is estimated at the present time that the costs of the planning, development, acquisition, construction, and installation of the Project Facility (collectively, the “Project Costs”) will be approximately \$3,640,000;

(E) The completion of the Project will not result in the removal of a plant or facility of the Company or any other proposed occupant of the Project Facility from one area of the State of New York to another area of the State of New York or in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project Facility located in the State of New York;

(F) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of City of Albany, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;

(G) The Agency has reviewed the Hearing Report and has fully considered all comments contained therein; and

(H) It is desirable and in the public interest for the Agency to enter into the Agency Documents.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (A) proceed with the Project; (B) acquire, construct and install the Project Facility; (C) lease the Project Facility to the Company pursuant to the Lease Agreement; (D) enter into the Payment in Lieu of Tax Agreement; (E) secure the Loan by entering into the Loan Documents; and (F) grant the Financial Assistance with respect to the Project.

Section 5. The Agency is hereby authorized (A) to acquire a license in the Licensed Premises pursuant to the License Agreement, (B) to acquire a leasehold interest in the Leased Premises pursuant to the Underlying Lease, (C) to acquire title to the Equipment pursuant to a bill of sale (the “Bill of Sale to Agency”) from the Company to the Agency, and (D) to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisitions are hereby approved, ratified and confirmed.

Section 6. The Agency is hereby authorized to acquire, construct and install the Project Facility as described in the Lease Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition, construction and installation are hereby ratified, confirmed and approved.

Section 7. The Chairman (or Vice Chairman) of the Agency, with the assistance of Agency Counsel and/or Special Counsel, is authorized to negotiate and approve the form and substance of the Agency Documents.

Section 8. (A) The Chairman (or Vice Chairman) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agency Documents, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in the forms thereof as the Chairman (or Vice Chairman) shall approve, the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

(B) The Chairman (or Vice Chairman) of the Agency is hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 9. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing Resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 10. This Resolution shall take effect immediately.

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

Anthony J. Ferrara	VOTING	_____
Susan Peto	VOTING	_____
Hon. Kathy Sheehan	VOTING	_____
Martin Daley	VOTING	_____
C. Anthony Owens	VOTING	_____
John R. Vero	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of City of Albany Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on September 20, 2012 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 20th day of September, 2012.

---

(Assistant) Secretary

(SEAL)

**CONFIRMING RESOLUTION  
COLUMBIA HARRIMAN 455 LLC PROJECT**

A regular meeting of City of Albany Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York on September 20, 2012 at 12:15 p.m., local time.

The meeting was called to order by the Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Anthony J. Ferrara	Chairman
Susan Pedo	Secretary
Hon. Kathy Sheehan	Treasurer
Martin Daley	Member
C. Anthony Owens	Member
John R. Vero	Member

**ABSENT:**

**AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:**

Michael J. Yevoli	CEO - Capitalize Albany Corporation
Erik Smith	CFO - Capitalize Albany Corporation
Bradley Chevalier	Economic Development Specialist, Capitalize Albany Corporation
Amy Gardner	Administrative Assistant, Capitalize Albany Corporation
John J. Reilly, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

Resolution No. \_\_\_\_

**RESOLUTION CONFIRMING AN APPROVING RESOLUTION ADOPTED BY THE CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY ON MAY 19, 2011 AUTHORIZING EXECUTION OF DOCUMENTS IN CONNECTION WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR COLUMBIA HARRIMAN 455 LLC (THE "COMPANY").**

WHEREAS, City of Albany Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 325 of the 1974 Laws of New York, as amended, constituting

Section 903-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct and install one or more "projects" (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in November, 2010, Columbia Harriman 455 LLC, a New York limited liability company (the "Company"), presented an application (the "Application") to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the "Project") for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 3.53 acres having an address of 455 Patroon Creek Boulevard (tax map no. 53.00-1-13.2) in the City of Albany, Albany County, New York (the "Land"), (2) the construction on the Land of a building to contain approximately 63,000 square feet of space, together with a surface parking facility and related amenities (collectively, the "Facility"), and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the "Equipment"), all of the foregoing to be owned by the Company for use by the Company as retail offices, commercial, technology and medical uses and other directly and indirectly related activities; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on December 16, 2010 (the "Public Hearing Resolution"), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Chief Executive Officer of the Agency (A) caused notice of a public hearing of the Agency (the "Public Hearing") pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on February 7, 2011 to the chief executive officers of the county and of each city, town, village and school district in which the Project is or is to be located, (B) caused notice of the Public hearing to be posted on January 9, 2011 on a bulletin board located at the City Hall Rotunda located at 24 Eagle Street, in the City of Albany, Albany County, New York, (C) caused notice of the Public Hearing to be published on January 10, 2011 in the Albany Times Union, a newspaper of general circulation available to the residents of the City of Albany, Albany, New York, (D) conducted the Public Hearing on January 20 and February 17, 2011 at 12:00 o'clock p.m., local time at offices of the City of Albany Industrial Development Agency, 21 Lodge Street in the City of Albany, Albany County, and (E) prepared a report of the Public Hearing (the "Hearing Report") fairly summarizing the views presented at such Public Hearing and caused copies of said Hearing Report to be made available to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act") and the regulations (the "Regulations")

adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, "SEQRA"), the Agency has been informed that (A) the City of Albany Planning Board (the "Planning Board") was designated to act as the "lead agency" with respect to the Project and (B) on December 9, 2010 the Planning Board determined that that the Project is a "unlisted action" which will not have a "significant effect on the environment" and, therefore, that an "environmental impact statement" is not required to be prepared with respect to the Project and issued a negative declaration with respect thereto (the "Negative Declaration"); and

WHEREAS, the Agency's Uniform Tax Exemption Policy (the "Policy") provides a standardized method for the determination of payments in lieu of taxes for a facility similar to the Project Facility. In connection with the Application, the Company made a request to the Agency (the "Initial Pilot Request") that the Agency deviate from the Policy with respect to Project Facility. In connection with the Initial Pilot Request, the Chief Executive Officer of the Agency sent a notice to the chief executive officers of the "Affected Tax Jurisdictions" (as defined in the Act) pursuant to Section 874(4) of the Act, informing said individuals that the Agency had received the Initial Pilot Request and that the members of the Agency would consider said request at a meeting of the members of the Agency scheduled to be held on May 19, 2011. The Chief Executive Officer of the Agency caused a letter dated April 26, 2011 (the "Initial Pilot Deviation Notice Letter") to be mailed to the chief executive offices of the Affected Tax Jurisdictions, informing said individuals that the Agency would, at its meeting on May 19, 2011, consider a proposed deviation from the Policy with respect to the payment in lieu of tax agreement to be entered into by the Agency with respect to the Project Facility (the "Payment in Lieu of Tax Agreement") and the reasons for the proposed deviation; and

WHEREAS, by resolution adopted on May 19, 2011 (the "Approving Resolution"), the Agency approved the execution and deliver of the following documents (hereinafter collectively referred to as the "Agency Documents"): (A) a certain lease to agency (the "Lease to Agency" or the "Underlying Lease") by and between the Company, as landlord, and the Agency, as tenant, pursuant to which the Company will lease to the Agency a portion of the Land and all improvements now or hereafter located on said portion of the Land (collectively, the "Leased Premises"); (B) a certain license agreement (the "License to Agency" or the "License Agreement") by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company will grant to the Agency (1) a license to enter upon the balance of the Land (the "Licensed Premises") for the purpose of undertaking and completing the Project and (2) in the event of an occurrence of an Event of Default by the Company, an additional license to enter upon the Licensed Premises for the purpose of pursuing its remedies under the Lease Agreement (as hereinafter defined); (C) a lease agreement (and a memorandum thereof) (the "Lease Agreement") by and between the Agency and the Company, pursuant to which, among other things, the Company agrees to undertake the Project as agent of the Agency and the Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (D) a payment in lieu of tax agreement (the "Payment in Lieu of Tax Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; (E) if the Company intends to finance the Project with borrowed money, one or more mortgages and any other security documents and related documents (collectively, the "Mortgage") from the Agency and the Company to the Company's lenders with respect to the Project (the "Lender"), which Mortgage will grant liens on and security interests in the Project Facility to secure one or more loans from the Lender to the Company with respect to the Project (collectively, the "Loan"); (F) all building loan and other agreements requested by the Lender in connection with the Loan (collectively with the Mortgage, the "Loan Documents"); and (G) various certificates relating to the Project (the "Closing Documents"); and

WHEREAS, as described in the letter dated August 2, 2012 and attached as Schedule A to this resolution (the "Company Letter"), the Company has advised the Agency that the proposed size of the Project Facility has changed and, accordingly, several aspects of the Project, including, but not limited to, the projected employment levels to be generated by the Project, have changed; and

WHEREAS, pursuant to the Company Letter and an amended application received by the Agency (the "Amended Application") reflecting the downsizing of the square footage of the Facility, the Chief Executive Officer of the Agency caused an amended notice to be sent to the chief executive officers of the Affected Tax Jurisdictions pursuant to Section 874(4) of the Act (the "Amended Pilot Deviation Letter"), informing said individuals that the Agency had been advised of the downsizing of the Facility, and as a result the Agency would, at its meeting on September 20, 2012, consider a proposed amended deviation from the Policy with respect to the Payment in Lieu of Tax Agreement;

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

Section 1. The Agency hereby finds and determines that:

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

(B) The Project constitutes a "project," as such term is defined in the Act;

(C) The Project site is located entirely within the boundaries of City of Albany, New York;

(D) It is estimated at the present time that the costs of the planning, development, acquisition, construction, reconstruction and installation of the Project Facility (collectively, the "Project Costs") will now be equal to approximately \$9,247,759;

(E) The completion of the Project will not result in the removal of a plant or facility of the Company or any other proposed occupant of the Project Facility from one area of the State of New York to another area of the State of New York or in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project Facility located in the State of New York, as provided in the Act;

(F) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of City of Albany, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;

(G) The Agency has reviewed the Hearing Report and has fully considered all comments contained therein; and

(H) It is desirable and in the public interest for the Agency to enter into the Agency Documents.

Section 2. The Agency hereby further finds and determines as follows:

(A) The Agency has considered any and all responses from the Affected Tax Jurisdictions to the Amended Pilot Deviation Letter.

(B) The Agency has reviewed and responded to all written comments received from any Affected Tax Jurisdiction with respect to the proposed deviation.

(C) The Agency has given all representatives from an Affected Tax Jurisdictions in attendance at this meeting the opportunity to address the members of the Agency regarding the proposed deviation.

Section 3. Based upon (A) the findings and determinations in Section 2 above, (B) comments received at the Public Hearing, (C) input received at this meeting from the Affected Tax Jurisdictions with respect to the proposed deviation, (D) the Agency's knowledge of the Project and (E) such further investigation of the Project and the effect of the proposed deviation as the Agency has deemed appropriate, the Agency hereby determines to deviate from the Agency's uniform tax exemption policy with respect to the terms of the proposed payment in lieu of tax agreement to be entered into by the Agency with respect to the Project Facility for the reasons set forth in the Amended Pilot Deviation Letter. Based upon the aforementioned, the Agency hereby approves a deviation from the Agency's uniform tax exemption policy, such deviation to be as described in the Amended Pilot Deviation Letter.

Section 4. The Agency hereby confirms the Approving Resolution, and the execution and delivery of the Agency Documents, including the Payment in Lieu of Tax Agreement, all as revised to reflect the modifications in the Project described in Schedule A attached and in the Amended Application delivered by the Company.

Section 5. Except as otherwise provided by this Resolution, the terms of the Approving Resolution are confirmed and ratified.

Section 6. This Resolution shall take effect immediately.

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

Anthony J. Ferrara	VOTING	_____
Susan Pedo	VOTING	_____
Hon. Kathy Sheehan	VOTING	_____
Martin Daley	VOTING	_____
C. Anthony Owens	VOTING	_____
John R. Vero	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.



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

I, the undersigned (Assistant) Secretary of City of Albany Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on September 20, 2012 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 20th day of September, 2012.

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(Assistant) Secretary

(SEAL)

SCHEDULE A  
COMPANY COUNSEL LETTER

**SEGEL, GOLDMAN, MAZZOTTA & SIEGEL, P.C.**

*Attorneys and Counselors at Law*

9 WASHINGTON SQUARE  
ALBANY, NEW YORK 12205

TELEPHONE: (518) 452-0941  
FAX: (518) 452-0417

**Debra J. Lambek**  
dlambek@sgmalbany.com

August 2, 2012

**Via Email**

Mr. Erik Smith  
City of Albany Industrial Development Agency  
c/o Capitalize Albany Corporation  
21 Lodge Street  
Albany, New York 12207

Re: Columbia Harriman 455 LLC ("Company") and  
the City of Albany Industrial Development Agency ("Agency")  
Straight Lease Transaction relating to  
455 Patroon Creek Boulevard, Albany, New York ("Project")

Dear Mr Smith:

In 2010 the Company presented a proposed project to the Agency regarding the construction of an approximately 63,000 square foot building at 455 Patroon Creek Boulevard, City and County of Albany, State of New York. The only financial assistance the Company requested from the Agency was a payment in lieu of tax agreement. On May 19, 2011 the Agency adopted a resolution authorizing the payment in lieu of tax agreement to the Company.

As a result of the recent economic downturn and lack of leasing activity in the Albany market, the Company has had difficulty finding tenants to occupy the building. Therefore, the Company decided to reduce the size of the building to 42,000 square feet, basically taking one floor off the building. The Company is in the process of negotiating space with several tenants and is confident that the modified building size will lead to full occupancy, many of the tenants are a result of expansion in the Albany market or a consolidation into the area. The Company has a signed lease with RBC Capital Markets LLC ("Tenant"). This Tenant is currently located in the City of Albany at 677 Broadway. The Tenant decided to move to the new building in order to expand its existing operations as there is no additional space at 677. Existing tenants located at 677 Broadway have committed to take over the existing RBC space as the result of expansions in the Albany market. There will be no vacancy at 677 Broadway as a result of the Tenant's expansion into 455 Patroon Creek Boulevard.

C:\Users\bbrewer.SGMALBANY\AppData\Local\Microsoft\Windows\Temporary Internet  
Files\Content.Outlook\NC45R6LL\Erik Smith letter (2).doc

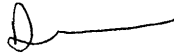
**SEGEL, GOLDMAN, MAZZOTTA & SIEGEL, P.C.**  
*Attorney and Counselors at Law*

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Please let me know if you require any further information in order to review the proposed project modification and closing of the payment in lieu of tax agreement. Thank you for your attention to this matter.

Very truly yours,

SEGEL, GOLDMAN, MAZZOTTA & SIEGEL, P.C.



Debra J. Lambek

DJL/mml

Enc.

cc: A. Joseph Scott, Esq. (Via Email, w/enclosures)

**TO:** City of Albany Industrial Development Agency Board

**FROM:** City of Albany Industrial Development Agency Staff

**RE:** Housing Visions Consultants, Inc. - IDA Application Summary (REVISED)

**DATE:** September 18, 2012

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**Applicant:** Housing Visions Consultants, Inc. on behalf of “Sheridan Hollow Village, LLC” (to be formed) and “Sheridan Hollow Enterprises, LLC” (to be formed)

**Managing Members (% of Ownership):**

- Sheridan Hollow Village, LLC ownership will consist of HV Consultants Holding Co., LLC (.01%) as managing member - whose sole member is Housing Visions Consultants, Inc. a 501(c)(3) organization - and Key Community Development Corporation (99.99%).
- Sheridan Hollow Enterprises, LLC ownership will consist of Housing Visions Consultants, Inc. (100%) as sole member.

**Project Location:** Sheridan Hollow Neighborhood - scattered site

**Project Description:** The Sheridan Hollow Village project is part of a comprehensive neighborhood revitalization strategy in the Sheridan Hollow neighborhood proposed by non-profit organizations Housing Visions Consultants, Inc., Habitat for Humanity Capital District, Touhey Home Ownership Foundation. The project entails the construction of approximately 17 buildings by entities of Housing Visions Consultants, Inc. which will encompass 57 quality affordable rental housing units, 1,000 +/- SF of on-site management/community space, and 9,900 +/- SF of commercial space. The on-site management/ community space and commercial space will be part of two mixed-use buildings that will include affordable housing on the second and third floors.

**Estimated Total Project Cost:** \$13,904,169 (estimated amount spent to date is over \$100,000)

**Type of Financing:** Straight Lease

**Amount of Bonds Requested:** None

**Estimated Total Purchases Exempt from Sales Tax:** \$4,749,543

**Estimated Total Mortgage Amount:** \$6,109,453

**Total Current Assessment:** \$141,450

**Estimated Total Improved Assessment:** \$4,750,000 (per discussion with Commissioner of Assessment & Taxation)

**Requested PILOTs:**

- Sheridan Hollow Village, LLC is requesting a PILOT on 57 units of affordable housing and 1,000 +/- SF of associated community space in which the payment will be calculated as 10% of the “Shelter Rent” (aggregate collected annual tenant paid rents less owner paid utilities). The PILOT will operate for a period of 20 years. Taxes on full assessment will be paid in Year 21 and every year thereafter. Sheridan Hollow Village, LLC’s PILOT request does not deviate from the Agency’s Uniform Tax Exemption Policy for affordable housing.
- Sheridan Hollow Enterprises, LLC is requesting a PILOT on 9,900 +/- SF of commercial space which will equate to 50% abatement on the improved assessment value in Year 1. At which time the abatement on the improved assessment value decreases at 5% per year for the following 9 years. Taxes on full assessment will be paid in Year 11 and every year thereafter. Sheridan Hollow Enterprises, LLC’s PILOT request deviates from the Agency’s Uniform Tax Exemption Policy as it mimics the New York States recommended 485b PILOT.

**Estimated Value of Total PILOT Payments:**

- Total PILOT Payments: \$938,182 (*Sheridan Hollow Village, LLC with 20 year PILOT for residential and community space at \$831,898. Sheridan Hollow Enterprises, LLC with 10 year PILOT for commercial at \$106,285*)

**Estimated Value of Total Tax Exemptions:**

- NYS Sales and Compensating Use Tax: \$415,311 (*Sheridan Hollow Village, LLC for residential and community space at \$379,963. Sheridan Hollow Enterprises, LLC for commercial at \$35,348*)
- Mortgage Recording Taxes: \$76,368 (*Sheridan Hollow Village, LLC only*)
- Real Property Taxes: \$3,842,871 (*Sheridan Hollow Village, LLC with 20 year PILOT for residential and community space at \$3,806,769. Sheridan Hollow Enterprises, LLC with 10 year PILOT for commercial at \$36,102*)
- Other: N/A

**Employment Impact:**

- Projected Permanent: (2) new FTE jobs created and (16) FTE jobs retained
- Projected Construction: (45) jobs

**Strategic Initiatives:**

- Appears to be in line with Albany 2030 (defer final conclusion to Department of Development & Planning)
  - Furthers the plan’s vision to provide safe, livable neighborhoods that include walkable streets, housing choices, mixed-use neighborhood centers, and access to downtown.
  - Targets blighting influences.
  - Encourages investment in urban land and buildings for employment and housing.
  - Increases employment opportunities for all residents
  - Supports the retention, expansion and recruitment of new businesses that pledge to hire local residents.

**Planning Board Actions:**

- Currently seeking necessary approvals. Applicant expects approvals in late September or early to middle of October.

**Estimated IDA Fee**

- Fee amount: \$139,042

**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.

**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: Housing Visions Consultants, Inc. on behalf of "Sheridan Hollow Village, LLC"  
(to be formed) and Sheridan Hollow Enterprises, LLC (to be formed)

APPLICANT'S ADDRESS: 1201 E. Fayette St., Suite 26

CITY: Syracuse STATE: New York ZIP CODE: 13210

PHONE NO.: 315-472-3820 FAX NO.: 315-471-3921 E-MAIL: jrudgick@housingvisions.org

NAME OF PERSON(S) AUTHORIZED TO SPEAK FOR APPLICANT WITH RESPECT TO  
THIS APPLICATION: Justin Rudgick, Regional Development Manager  
Benjamin Lockwood, Director of Development

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

NAME OF ATTORNEY: Cannon Heyman & Weiss, LLP – Steven Weiss  
ATTORNEY'S ADDRESS: 726 Exchange St., Suite 516

CITY: Buffalo STATE: New York ZIP CODE: 14210

PHONE NO.: 716-856-1700 FAX NO.: 716-856-2311 E-MAIL: sweiss@chwattys.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 eight (8) copies 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 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.

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: Housing Visions Consultants, Inc. on behalf of “Sheridan Hollow Village, LLC” (to be formed) and “to be named” Sheridan Hollow Enterprises, LLC (to be formed)

Contact Person: Justin Rudgick

Phone Number: 315-472-3820

Occupant: Sheridan Hollow Village, LLC and Sheridan Hollow Enterprises, LLC (to be formed)

Project Location: Albany, New York

Approximate Size of Project Site: 58,023 square feet or 1.33 acres

### Description of Project:

Sheridan Hollow Village (Project Name) is part of a comprehensive neighborhood revitalization strategy in the Sheridan Hollow neighborhood in Albany directly bordering downtown. Not-for-profit organizations – Housing Visions (HV), Habitat for Humanity Capital District (HfHCD), and Touhey Home Ownership Foundation will aid in redeveloping Sheridan Hollow as a mixed-income, mixed-use sustainable community. This comprehensive project will effect broad change by creating opportunities for affordable new construction home ownership, quality rental housing, retail and commercial investments, streetscape improvements, enhanced public safety and public park restoration.

Housing Visions will bring to the neighborhood quality affordable rental housing and mixed-use development comprising of commercial space that will be seamlessly integrated in the fabric of the neighborhood. Housing Visions will develop commercial and community space in two mixed-use buildings as part of a larger quality affordable housing development to construct 57 units of rental housing through the Federal & State Low Income Housing Tax Credit program administered by NYS Homes & Community Renewal. Housing Visions will develop a total of 2 mixed-use buildings providing a total of 9,900 square feet of commercial space on the 1<sup>st</sup> floor and quality affordable rental housing on the 2<sup>nd</sup> and 3<sup>rd</sup> floors. Each mixed-use building will have 12 residential units. One of the two mixed-use buildings will be marketed and occupied by retail and commercial investments. The mixed-use buildings on the corner of Dove St. and Sheridan Ave. (203-205 Sheridan Ave) will have approximately 5,800 square feet of commercial space of which Housing Visions has received a Letter of Intent from a potential commercial tenant to establish a gourmet sandwich and coffee shop occupying 2,500 square feet (est). In the second mixed-use building (203-209 Sheridan Ave.), Housing Visions has partnered with Habitat for Humanity Capital District to relocate their offices from North Pearl Street to become an anchor tenant as part of the Sheridan Hollow revitalization occupying approximately 4,100 square feet. Additionally, this building will also contain Housing Visions property management, maintenance, and community space. The Housing Visions’ on-site management office and community space is an accessory space to the development of the affordable housing project and

is not considered "commercial" as it will be separated from the commercial condo. That space accounts for approximately 1,700 square feet out of the total 5,800 square feet.

It is anticipated that Housing Visions will construct approximately 17 buildings of which 2 will be mixed-use providing 57 units of quality affordable housing with 9,900 square feet of commercial space. It is anticipated that construction will begin in early spring (est. May 2013) with an 18 month construction period with completion by November 2014. The buildings will obtain their Certificate of Occupancy on a rolling basis with the first building anticipated within six months after commencement of construction.

Housing Visions will leverage its successful experience as a vertically integrated not-for-profit affordable housing developer, property manager, and general contractor focusing on improving run down neighborhoods through a scattered-site urban infill "block-by-block" approach that improves the quality of life. In order to promote both quality of life and economic development, it is necessary to include commercial and retail space along side quality affordable home ownership and rental opportunities. The neighborhood is in close proximity to the city's central business district, local shopping, state office buildings, entertainment venues and transportation hubs. This proximity provides the impetus to focus on the neighborhood's redevelopment and enhancement potential. This project will bring back to life a busy corridor and restore a sense of revitalization, investment, beauty and community to a geographically important neighborhood.

Type of Project: ☐ Manufacturing ☐ Warehouse/Distribution  
☒ Commercial (9,900 square feet est.) ☐ Not-For-Profit  
☒ Other-Specify Quality Affordable Rental Housing (57 units est.) and approximately 1,000 square feet of community space.

Employment Impact: New Jobs – est. 45 construction jobs  
est. 2 FTE permanent jobs (additional jobs are expected with leasing of additional commercial space)

Project Cost: \$13,904,169

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

Amount of Bonds Requested: Not Applicable

Estimated Value of Tax-Exemptions:

N.Y.S. Sales and Compensating Use Tax: **RESIDENTIAL**  
\$379,963 est. ( $\$7,915,906 \times 60\% \times 8\%$ )  
( $\$7,874,222 + \$41,684$ ) = \$7,915,906  
(Subtotal Contractor Cost + General Requirements)

**COMMERCIAL**

\$35,348 est. (\$736,421 \* 60% \* 8%)  
(\$694,737 + \$41,684) = 736,421

**TOTAL: \$415,311**

Mortgage Recording Taxes:

**RESIDENTIAL ONLY**  
\$76,368 est. (\$6,109,453 x 1.25%)

Real Property Tax Exemptions:

**RESIDENTIAL** – 20 Year Exemption  
\$3,806,769 est.

**COMMERCIAL** - 10 Year Exemption  
\$36,102 est.

**TOTAL: \$3,842,871 est.**

Other (please specify):

\$ \_\_\_\_\_

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

A. Identity of Company:

1. Company Name: Sheridan Hollow Village, LLC and Sheridan Hollow Enterprises, LLC (to be formed)

Present Address: 1201 E. Fayette St., Suite 26, Syracuse, NY

Zip Code: 13210

Employer's ID No.: 16-1598458 (Housing Visions Consultants, Inc.)

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

Housing Visions Consultants, Inc. will be the sole member of the managing member of Sheridan Hollow Village, LLC and the sole member of the Sheridan Hollow Enterprises, LLC. Housing Visions is a not-for-profit 501(C)(3) community-based neighborhood revitalization organization.

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, Sheridan Hollow Village, LLC and  
Sheridan Hollow Enterprises, LLC.  
Date created? To be formed (will form upon award of funding –

anticipated December 2012)..

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:

\*see organizational chart - Sheridan Hollow Village, LLC: Housing Visions Consultants, Inc. is the sole member of HV Consultants Holding Co., LLC which will be the Managing Member of Sheridan Hollow Village, LLC (to be formed). Housing Visions is a 501(c)(3) not for profit organization and as such has no owners. Sheridan Hollow Village, LLC (to be formed) will be controlled by HV Consultants Holding Co., LLC (owns .01%) and our equity investor Key Community Development Corporation will own 99.99%. This organizational structure is routinely established when utilizing Low Income Housing Tax Credits for financing.

\*see organization chart – Sheridan Hollow Enterprises, LLC: Housing Visions Consultants, Inc. is the sole member of Sheridan Hollow Enterprises, LLC (to be formed),

which is created to specifically "own and manage" the commercial spaces propose to be developed as part of the comprehensive mixed-use, mixed-income neighborhood revitalization project known as Sheridan Hollow Village.

B. Management of Company:

1. List all owners, officers, members, directors and partners (complete all columns for each person): Sheridan Hollow Village, LLC is proposed to be owned by HV Consultants Holding Co., LLC which Housing Visions Consultants, Inc. is the sole member, and also owned by Key Community Development Corporation. Housing Visions Consultants, Inc. has no owners but does have a Board of Directors.

Sheridan Hollow Enterprises, LLC is proposed to be owned by Housing Visions Consultants, Inc., which is a not-for-profit organization and as such has no owners. Housing Visions is managed by a Board of Directors. Please see attached document for BoD listing.

NAME (First, Middle, Last) HOME ADDRESS	OFFICE HELD	OTHER PRINCIPAL BUSINESS
Please see attached organizational chart for both Sheridan Hollow Village, LLC and Sheridan Hollow Enterprises, LLC (both to be formed)		

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: N/A



NAME	ADDRESS	PERCENTAGE OF HOLDING
Sheridan Hollow Village, LLC (to be formed):		
Key Community Development Corp.	127 Public Square Cleveland, OH 44114-1302	99.99%
HV Consultants Holding Co, LLC	1201 E. Fayette St., Suite 26, Syracuse, NY 13210	0.01%
Sheridan Hollow Enterprises, LLC (to be formed):		
Housing Visions Consultants, Inc.	1201 E. Fayette St., Suite 26, Syracuse, NY 13210	100%

D. Company's Principal Bank(s) of account: Housing Visions Consultants, Inc. – KeyBank

## II. DATA REGARDING PROPOSED PROJECT

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

Please see description provided on page 4 & 5.

B. Location of Proposed Project:

1. Street Address Sheridan Ave., Dove St. and Orange St.
2. City of Albany
3. Town of
4. Village of
5. County of Albany

C. Project Site:

1. Approximate size (in acres or square feet) of Project site: 1.33 acres. The project encompasses 2 neighborhood blocks in Sheridan Hollow as part of a comprehensive scattered-site urban infill neighborhood revitalization project.  
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: Currently there are 3 dilapidated structures on 3 separate parcels. The existing structures are two family residences approximately 1,800 square feet.
- 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 X; No \_\_\_\_\_. If yes, describe:  
  
The remaining existing buildings are in substantial disrepair and have deteriorated beyond reasonable rehabilitation.
- d. Attach photograph of present buildings. Please see attached

3. Utilities serving project site:
  - Water-Municipal: City of Albany Water
  - Other (describe)
  - Sewer-Municipal: City of Albany (combined) Sewer
  - Other (describe)
  - Electric-Utility: National Grid – each residential unit individually metered
  - Other (describe)
  - Heat-Utility: National Grid – each residential unit individually metered
  - Other (describe)
  
4. Present legal owner of project site: Housing Visions Consultants, Inc. has effective site control of all applicable properties through executed purchase agreements as well as pledged properties. Housing Visions is in the process of acquiring, closing and taking title to the properties which will occur before the funding application deadline of October 25, 2012. Please see attached property listing spreadsheet.
  - a. If the Company owns project site, indicate date of purchase: \_\_\_\_\_, 20\_\_\_\_; Purchase price: \$\_\_\_\_\_.
  - 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-2B
  
  - 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:
 

Housing Visions has submitted application to apply for use variance and area variances for the proposed Sheridan Hollow Village development as well as to the Planning Board for site plan approvals.

**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: Housing Visions is proposing to construct approximately 17 new buildings as part of the Sheridan Hollow Village neighborhood revitalization effort in conjunction with Habitat for Humanity Capital District. 2 buildings out of the 17 will be designed as mixed-use with commercial/office component on the 1<sup>st</sup> floor with residential units on the 2<sup>nd</sup> and 3<sup>rd</sup> floor. The total square footage for the commercial space is approximately 9,900 sqft. Additionally, there will be an additional 1,000 square feet (est.) for community space. Housing Visions is proposing to construct 57 residential units of quality affordable housing with a tentative bedroom

unit configuration of: (31) one-bedrooms; (8) two-bedrooms; (15) three-bedrooms; and (3) four-bedrooms.

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:

Housing Visions Consultants, Inc. will apply for Federal & State Low Income Housing Tax Credits through the NYS Homes & Community Renewal to develop a comprehensive neighborhood revitalization project featuring scattered site urban infill development comprising of mixed-use and mixed-income. 12 out of the 17 newly constructed buildings will be primarily Two Family Residential (rowhouse). 3 will be designed as Three Family Residential. The overall project is designed to provide quality affordable housing for individuals/families with Area Median Income between 50% and 80%. There will be a total of 9,900 sq. ft. of commercial space in two buildings and approximately 1,000 square feet of community in one building.

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: Housing Visions will provide HVAC equipment in both the residential units and in the commercial space. The commercial units will be a 'vanilla box.' The residential units will be move-in ready for occupants with all appliances provided.

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 provided detail:

3. Describe the principal uses to be made by the Company of the Equipment to be acquired or installed: The HVAC equipment will be utilized to provide heating and cooling to the 57 residential units and 9,900 square feet of commercial space and appliances in the living units will be used for necessary daily life.

F. Project Use:

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

To be determined. The 5,800 out of the 9,900 square feet of commercial space will be marketed as development for retail and commercial enterprise to cater to not only the neighborhood but the hundreds of state employees that park their vehicles on the street in this neighborhood, specifically around the proposed mixed-use buildings. The primary focus of Sheridan Hollow Village is to provide quality affordable mixed-income housing through the development of 57 total units through the construction of 17 new buildings.

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

The principal activity will be primarily constructing affordable housing. However, approximately 9,900 square feet of commercial space will be developed. 4,100 square feet of that space will be occupied by Habitat for Humanity Capital District as they will relocate from their current office to one of the mixed-use building to become an anchor tenant in the redeveloped Sheridan Hollow neighborhood. The remaining commercial space will be actively marketed to businesses. Housing Visions has already received a Letter of Intent from an entrepreneur wanting to establish a gourmet sandwich and coffee shop.

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:

Habitat for Humanity Capital District will relocate their office to the corner of Sheridan Ave. and Dove Street to become an anchor tenant in one of the mixed-use buildings. Habitat will occupy approximately 4,100 square feet.

Housing Visions and Habitat will work collaboratively to market the commercial space of approximately 5,800 square feet in the other mixed-use building. Currently, we have a Letter of Intent from an entrepreneur to occupy approximately 2,500 square feet to establish a gourmet sandwich and coffee shop.

Part of the comprehensive revitalization project is to provide not only commercial space but quality affordable housing. Habitat with the Touhey Home Ownership Foundation will provide 20 home ownership opportunities (10 single family and 10 two family owner occupied residences) to be seamlessly integrated with Housing Visions 17 buildings providing 57 units of quality affordable housing as part of the first phase of a multi-phase neighborhood revitalization plan.

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% . – of the entire \$13.9 million quality affordable housing development.

The bulk of the \$13.9 million project is primarily the development of 57 units of quality affordable housing. Housing Visions is planning to create condo unit for the commercial space in order to lease 100% of the space in the mixed-use building with the "Sheridan Hollow Enterprises, LLC (to be formed), and Sheridan Hollow Village, LLC (to be formed) will manage the residential portion of the project. Each mixed-use building with commercial component will effectively have 2 condo units – 1 for commercial and 1 for residential.

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 reasonable 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:

While there is access to retail trade facilities outside of the neighborhood there is none that exist within the current neighborhood which exhibits a need to develop the proposed Sheridan Hollow Village project featuring mixed-use, mixed-income affordable housing. In order to promote both quality of life and economic development, it is necessary to include commercial and retail space along side quality affordable home ownership and rental opportunities. Housing Visions and its partners recognize that the availability retail and commercial services is a necessary component to the development of high quality, vibrant neighborhoods. The mixed use buildings will serve as a leading investment in the neighborhood and provide a more attractive business environment for additional private investment. 95.4% of the City of Albany, NY Local Advisory Report: October 2011 survey respondents identified economic development as an integral component of neighborhood quality of life and availability of incentives for expanding or relocating businesses as a powerful strategy for stimulating the local economy

The Sheridan Hollow neighborhood is a distressed urban market area characterized by an abundance of vacant housing and land due to de-industrialization and disinvestment. The housing stock and infrastructure is deteriorating due to disinvestment and there are limited resources to fund revitalization efforts. Topographic lines between the Capital area and Arbor Hill define the area, but its terrain places it

out of direct visual and physical connection with the surrounding context of Albany despite its advantageous geographic location. The neighborhood is in close proximity to the city's central business district, local shopping, state office buildings, entertainment venues and transportation hubs. This proximity provides the impetus to focus on the neighborhood's redevelopment and enhancement potential. This project will bring back to life a busy corridor and restore a sense of revitalization, investment, beauty and community to an ignored, yet geographically important neighborhood. This comprehensive project will effect broad change by creating opportunities for affordable home ownership, quality rental housing, new retail and commercial investments, streetscape improvements, enhanced public safety and overall neighborhood revitalization

- 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:

According to the 2000 US Census, 36% of all households had an income of less than \$10,000. 30% had household income between \$10,000 and \$39,999. The project encompasses two census tracts #2 and #11 in the City of Albany. The qualified census tract information depicts a 45.77% poverty rate for #2 and a 50% poverty rate for #11.

Sheridan Hollow is largely devoid of quality services, retail, commercial and recreational space. The City of Albany, NY Local Advisory Report: October 2011 specifically includes the redevelopment of Sheridan Hollow as a key priority in its Quality of Life initiative, citing the significant presence of vacant and underutilized properties in the neighborhood. The Sheridan Hollow neighborhood is a distressed urban market area characterized by an abundance of vacant housing and land due to de-industrialization and disinvestment. The housing stock and infrastructure is deteriorating due to disinvestment and there are limited resources to fund revitalization efforts. According to the 2000 Census, the median household income was reported at \$20,313 which is significantly below the Area Median Income for the Capital Region.

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:

It is anticipated that Housing Visions will create 2 FTE new permanent jobs – property manager and maintenance technician.

Additional permanent jobs will be created through the development of the remaining 5,800 square feet of commercial space. For instance, the project has a "Letter of Intent" from the "Sheridan's" gourmet sandwich and coffee shop to occupy approximately 2,500 square feet of the commercial space and is anticipated to create approximately 4 FTE permanent management positions, 4 FTE permanent staff positions, and 16 temporary/part-time crew positions –

which is contingent upon financing. The estimated jobs created from the "The Sheridan's" is not reported as employment impact as currently there is an "Intent to Lease" the space but it is not a firm commitment at this time.

Currently, the project is estimating to create 2 new FTE positions with additional jobs being created upon completion of the project.

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: N/A

a. Is the Project reasonably necessary to preserve the competitive position of the Company on 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.

New York State Homes & Community Renewal – Low Income Housing Tax Credit Approval

New York State Office of Community Renewal – Urban Initiatives Grant



City of Albany Department of Development & Planning – Board of Zoning Appeals and Planning Board.

City of Albany Division of Buildings and Regulatory Compliance – Building Permits

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

Housing Visions utilizes Low Income Housing Tax Credits as a primary vehicle of financing which is awarded and administered by the NYS Homes & Community Renewal. The Low Income Housing Tax Credits enable Housing Visions to obtain private equity to finance the development. Housing Visions also applied for a \$200,000 Urban Initiatives Grant through the New York State Office of Community Renewal to aid in developing commercial space.

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:

Housing Visions has incurred expenses from the project architect associated with the schematic design of the proposed Sheridan Hollow Village project. The total payment associated with preliminary design and documentation for funding submission is \$83,550.

Housing Visions has also purchased or in the process of purchasing several properties through effective site control from signed purchase agreements. It is estimated that the total acquisition cost prior to funding submission will be \$110,000.

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: Housing Visions has a Letter of Intent from Habitat for Humanity Capital District to occupy approximately 4,100 square feet and the same from "Sheridan's" eatery to occupy approximately 2,500 square feet but both are contingent upon project financing and agreement of tax exemption. Housing Visions is proposing to also develop 57 units of quality affordable housing as part of the overall Sheridan Hollow Village project.

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% Housing Visions has a Letter of Intent from Habitat for Humanity Capital District and "Sheridan's."

IV. Employment Impact

A. Indicate below the number of people presently employed at the project site and the number that will be employed at the project site at end of the first and second years after the project has been completed (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					
	PROFESSIONAL MANAGERIAL	SKILLED	SEMI- SKILLED	UNSKILLED	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	1	1		2
First Year Part Time	unknown	unknown	unknown	unknown	
First Year Seasonal	unknown	unknown	unknown	unknown	
Second Year Full Time	0	1	1		2
Second Year Part Time	unknown	unknown	unknown	unknown	
Second Year Seasonal	unknown	unknown	unknown	unknown	

\* It is difficult to make absolute job creation estimates for the entire site as we are still actively seeking tenants for the commercial space development.

B. 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. See Schedule A

V. Project Cost

A. Anticipated Project Costs. State the costs reasonably necessary for the acquisition of the project site and the construction of the proposed project including 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	\$200,000
Buildings	\$35,000
Machinery and equipment costs	\$0
Utilities, roads and appurtenant costs	\$0
Architects and engineering fees	\$616,000

Costs of Bond issue (legal, financial and printing)	\$ _____
Construction loan fees and interest (if applicable)	\$443,190
Other Appraisal	\$11,800
Legal Fees	\$107,850
Property Surveys	\$55,430
Insurance	\$24,000
IDA Fee & Closing Costs	\$139,042
Title & Recording Fees	\$84,483
NYS DHCR Fees	\$109,963
Phase I ESA	\$25,000
NYSERDA Energy Star	\$45,600
Market Study	\$9,000
Misc. Soft Costs	\$169,794
TOTAL SOFT COST	\$1,840,882 (minus acquisition)
Construction	
Site Work	\$1,100,000
Environmental Remediation	\$75,000
Asbestos & Lead Abatement	\$100,000
Residential	\$6,490,500
Commercial	\$685,150
Insurance	\$118,309
General Requirements	\$514,138
Overhead	\$171,379
Profit	\$514,138
TOTAL CONSTRUCTION COST	\$9,768,613
Project Contingency	\$448,500
Developer's Fee	\$1,326,378 (split with Habitat for Humanity)
TOTAL DEVELOPMENT COST	\$13,619,375
Working Capital	\$45,000
Capitalization of Ops Reserves	\$136,194
Capitalization of Repl. Reserves	\$103,600
TOTAL PROJECT COST	\$13,904,169

B. Have any of the above expenditures already been made by applicant?  
Yes X; No \_\_\_\_\_. (If yes, indicate particular.)

Architectural Fees, Legal and Acquisition

V. 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 ☒ 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: N/A
  - 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
  - i. skating, skateboard and ice skating): Yes \_\_\_\_; No \_\_\_\_
  - j. racquet sports facility (including handball and racquetball court): Yes \_\_\_\_; No \_\_\_\_
  - k. hot tub facility: Yes \_\_\_\_; No \_\_\_\_
  - l. suntan facility: Yes \_\_\_\_; No \_\_\_\_
  - m. 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 \_\_\_\_ N/A
6. Is the applicant requesting the Agency to issue federally tax-exempt Enterprise Zone bonds? Yes \_\_\_\_; No \_\_\_\_ N/A

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 \_\_\_\_.
2. Is the applicant expecting that the financing of the Project will be secured by one or more mortgages? Yes ☒; No \_\_\_\_\_. If yes, what is the approximate amount of financing to be secured by mortgages? \$6,109,453 (Key Bank Construction Loan).
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 ☒; 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? \$4,749,543 (60% of \$7,915,906)

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:	\$415,311 (Total)
b.	Mortgage Recording Taxes:	\$76,368
c.	Real Property Tax Exemptions:	\$3,842,871 (Total)
d.	Other (please specify):	
		\$ _____
		\$ _____

5. Are any of the tax-exemptions being sought in connection with the Project inconsistent with the Agency's tax-exemption policy contained in its Rules and Regulations? 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.).

VI. 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") 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 agrees to endeavor to comply with the provisions of Article XI, Division 2 of the City Code, entitled "The Omnibus Human Rights

Law". The Applicant understands that it is not subject to the provisions of The Omnibus Human Rights Law.

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.

F. 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.

G. Absence of Conflicts of Interest: The applicant has received from the Agency a list of the members, officers and employees of the Agency. No member, officer or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:

(Applicant)

BY: 

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NOTE: APPLICANT MUST ALSO COMPLETE THE APPROPRIATE VERIFICATION APPEARING ON PAGES 18 THROUGH 21 HEREOF BEFORE A NOTARY PUBLIC AND MUST SIGN AND ACKNOWLEDGE THE HOLD HARMLESS AGREEMENT APPEARING ON PAGE 22

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VERIFICATION

(If Applicant is a Corporation)

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

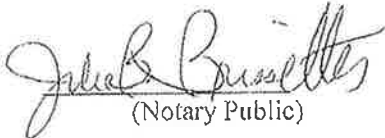
Betsy S. Dunlap deposes and says that she is the  
(Name of chief executive of applicant)

Executive Vice President of Housing Visions Consultants, Inc.  
(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  
10<sup>th</sup> day of Sept, 2022

  
(Notary Public)

JULIE B. BRISSETTE  
Notary Public, State of New York  
Qualified in Onon. Co. No. 01BR4871970  
Commission Expires Sept. 29, 2024

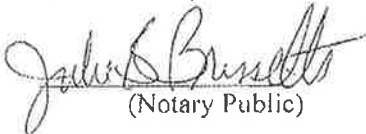
## HOLD HARMLESS AGREEMENT

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  
10<sup>th</sup> day of Sept, 2012.

  
(Notary Public)

JULIE B. BRISSETTE  
Notary Public, State of New York  
Qualified in Onon. Co. No. 01BR4871970  
Commission Expires Sept. 29, 2014.

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.

Since we need this Questionnaire to 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"): Sheridan Hollow Village, LLC (to be formed), and Sheridan Hollow Enterprises, LLC (to be formed)
2. Brief Identification of the Project: Comprehensive Mixed-Use, Mixed-Income neighborhood revitalization project providing 57 units of quality affordable housing and 9,900 square feet of commercial space.
3. Estimated Amount of Project Benefits Sought:
  - A. Amount of Bonds Sought: \$ N/A
  - B. Value of Sales Tax Exemption Sought \$415,311 (total)
  - C. Value of Real Property Tax Exemption Sought \$3,842,871 (total)
  - D. Value of Mortgage Recording Tax Exemption Sought \$76,368

### PROJECTED PROJECT INVESTMENT

- A. Land-Related Costs
  1. Land acquisition \$200,000
  2. Site preparation \$1,100,000
  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	\$35,000
2.	Renovation of existing structures	\$ _____
3.	New construction costs	\$7,876,613 (residential) \$792,000 (commercial)
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)	\$45,000
F.	Professional Service Costs	
1.	Architecture and engineering	\$616,000
2.	Accounting/legal	\$ _____
3.	Other service-related costs (describe)	\$ _____
G.	Other Costs	
1.	Legal Costs	\$107,850
2.	IDA Fee & Costs	\$139,042
3.	Other Soft Costs	\$977,992
4.	Developer Fee	\$1,326,378
5.	Contingency	\$448,500
6.	Project Reserves (Capital and Replacement)	\$239,794

H.	Summary of Expenditures	
1.	Total Land-Related Costs	\$1,300,000
2.	Total Building-Related Costs	\$8,703,613
3.	Total Machinery and Equipment Costs	\$ _____
4.	Total Furniture and Fixture Costs	\$ _____
5.	Total Working Capital Costs	\$45,000
6.	Total Professional Service Costs	\$616,000
7.	Total Other Costs	\$3,239,556

### PROJECTED PROFIT

I. Please provide projected profit as defined by earnings after income tax but before depreciation and amortization: Property Tax Exemption Only (See Attached Chart "Sheridan Hollow – Operating Profit Analysis" for Details)

YEAR	Without IDA benefits	With IDA benefits
1	Infeasible (-\$98,214)	\$19,787
2	Infeasible (-\$109,552)	\$20,542
3	Infeasible (-\$112,975)	\$20,809
4	Infeasible (-\$116,624)	\$20,949
5	Infeasible (-\$120,512)	\$20,954

### 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			\$
Year 1	15 est.	<p>Skilled Trades:            Avg. \$16.00/hr. (\$33,280/yr)            with benefits est. 30% (\$9,684)            = \$42,964 Total Wages and Benefits per employee            TOTAL: \$644,460 Total Wages &amp; Benefits</p>	<p>Skilled Trades:            Est. \$2,147 per employee            TOTAL EST. \$32,205</p>
	20 est.	<p>Semi-Skilled Trades:            Avg. \$13.00/hr. (\$27,040/yr)            with benefits est. 30% (\$8,112)            = \$35,152 Total Wages and Benefits per employee            TOTAL: \$703,040 Total Wages &amp; Benefits</p>	<p>Semi-Skilled Trades:            Est. \$1,744 per employee            TOTAL EST. \$34,880</p>
	10 est.	<p>Unskilled Trades:            Avg. \$9.00/hr. (\$18,720/yr)            with benefits est. 30% (\$5,616)            = \$24,336 Total Wage and Benefits per employee            TOTAL: \$243,360 Total Wages &amp; Benefits</p>	<p>Unskilled Trades:            Est. \$1,207 per employee            TOTAL EST. \$12,070</p>
Year 2	15 est.	<p>Skilled Trades:            Avg. \$16.00/hr. (\$33,280/yr)            with benefits est. 30% (\$9,684)            = \$42,964 Total Wages and Benefits per employee            TOTAL: \$644,460 Total Wages &amp; Benefits</p>	<p>Skilled Trades:            Est. \$2,147 per employee            TOTAL EST. \$32,205</p>
	20 est.	<p>Semi-Skilled Trades:            Avg. \$13.00/hr. (\$27,040/yr)            with benefits est. 30% (\$8,112)            = \$35,152 Total Wages and Benefits per employee            TOTAL: \$703,040 Total Wages &amp; Benefits</p>	<p>Semi-Skilled Trades:            Est. \$1,744 per employee            TOTAL EST. \$34,880</p>

	10 est.	Unskilled Trades: Avg. \$9.00/hr. (\$18,720/yr) with benefits est. 30% (\$5,616) = \$24,336 Total Wage and Benefits per employee TOTAL: \$243,360 Total Wages & Benefits	Unskilled Trades: Est. \$1,207 per employee TOTAL EST. \$12,070
Year 3		\$ _____	\$ _____
Year 4		\$ _____	\$ _____
Year 5		\$ _____	\$ _____

The estimate for 45 construction jobs was provided through the New York State Association for Affordable Housing using their "Fact Sheet." It states that a 100 unit LIHC apartment creates during construction: 122 jobs; \$7,889,000 in local income and \$826,800 in local taxes. The Fact Sheet is attached.

### PROJECTED PERMANENT EMPLOYMENT IMPACT

- I. Please provide estimates of total number of existing permanent jobs to be preserved or retained as a result of the Project:

Year		Professional	Skilled	Semi-Skilled	Unskilled
Current Year	0				
Year 1	0	0		0	
Year 2	0	0		0	
Year 3	0	0		0	
Year 4	0	0		0	
Year 5	0	0		0	

- II. Please provide estimates of total new permanent jobs to be created at the Project:

Year		Professional	Skilled	Semi-Skilled	Unskilled
Current Year	0	0		0	0
Year 1	1	1		0	0
Year 2	0	0		0	0
Year 3	0	0		0	0
Year 4	0	0		0	0
Year 5	0	0		0	0

\*These numbers do not include the economic activity and new jobs that will be created by the occupants of the commercial space developed.

- 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: To Be Determined – Housing Visions will hire a qualified property manager and maintenance technician from the Albany area. Habitat currently employs 16 people from the Albany area.

- A. Provide a brief description of how the project expects to meet this percentage: Housing Visions will actively market the project in local papers, trade publications and through the network of partnerships developed with the City of Albany, Habitat for Humanity, the Touhey Homeownership Foundation, and local subcontractors working on the project.

#### **PROJECTED OPERATING IMPACT**

I. Please provide estimates for the impact of Project operating purchases and sales: UNKNOWN. The impact will be directly determined by the tenants that lease the commercial space and their associated local purchases. The affordable housing residents will provide additional local purchases in the City of Albany as it would be expected that they will conduct much of their shopping and services near their homes.

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

Please see attached document exhibiting Operating Budget Pro Forma and Rents  
INCLUDES BOTH COMMERCIAL AND RESIDENTIAL

Year	Existing Real Property Taxes (Without IDA involvement)	New Pilot Payments (With IDA)	Total (Difference)
Current Year	\$5,174	\$5,174	\$0
Year 1	\$187,185	\$41,356	\$145,829
Year 2	\$192,901	\$42,799	\$150,102
Year 3	\$198,585	\$44,296	\$154,289
Year 4	\$204,543	\$45,849	\$158,694
Year 5	\$210,679	\$47,459	\$163,220
Year 6	\$216,999	\$49,129	\$167,870
Year 7	\$223,509	\$50,861	\$172,648
Year 8	\$230,214	\$52,657	\$177,557
Year 9	\$237,121	\$54,520	\$182,601
Year 10	\$244,235	\$56,452	\$187,783

- III. Please provide a brief description for the impact of other economic benefits expected to be produced as a result of the Project: The total project cost for the proposed Sheridan Hollow project is estimated at \$13,904,169. The total construction budget cost is estimated at \$9,768,613 of which Housing Visions actively solicits local sub-contractors and vendors to utilize in developing the project. It is estimated that at least 50% of the construction cost will be infused into the local economy.

The City of Albany will increase their tax base from the current rate even with the proposed PILOT agreement. In Year 1, the tax rate with the PILOT will increase the tax base of the properties from \$5,174 to \$41,879. Housing Visions and its' partners believe the location of Sheridan Hollow adjacent to downtown and the state office complex is ripe for redevelopment. The initial investment in Sheridan Hollow will reap residual private investment that will enhance the neighborhood and the City of Albany.

### CERTIFICATION

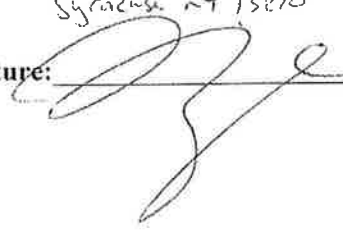
I certify that I have prepared the responses provided in this Questionnaire and that, to the best of my knowledge, such responses are true, correct and complete.

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.

Date Signed: Sept. 10, 200<sup>12</sup>

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

Name: Justin Rudgick  
Title: Regional Dev. Mgr.  
Phone Number: 315 422 3820  
Address: 1201 E. Fayette St  
Syracuse NY 13210

Signature: 

## SCHEDULE A

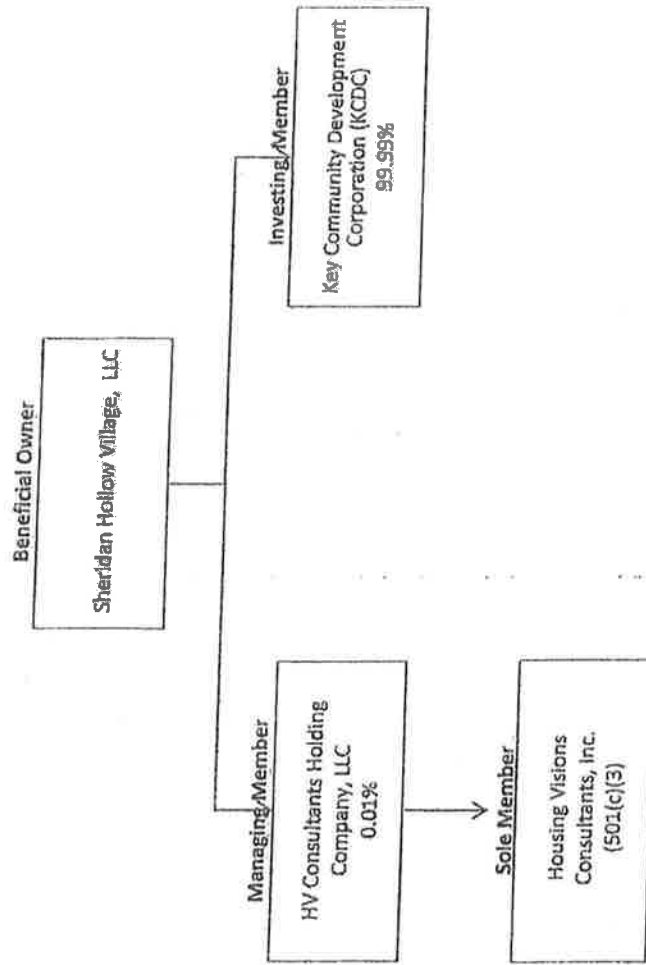
### CREATION OF NEW JOB SKILLS

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.

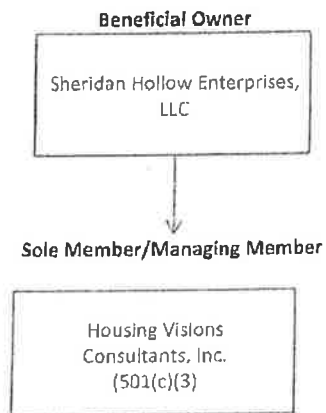
New Job Skills	Number of Positions Created	Wage Rate
Property Manager	1	Est. \$41,000 plus benefits
Maintenance Technician	1	Est. \$31,000 plus benefits

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

Sheridan Hollow Village, LLC - Proposed Ownership Structure



**Sheridan Hollow Enterprises, LLC - Proposed Ownership Structure**



## Agency Narrative

### Housing Visions

#### Introduction:

A taskforce at University United Methodist Church in Syracuse, New York led in 1990 to the formation of Housing Visions Unlimited, Inc. as an independent not-for-profit 501 (c) (3) corporation with the specific mission of revitalizing the neighborhood near the church. The success of Housing Visions in turning this previously deteriorated crime-ridden neighborhood into a vibrant, attractive place to live has resulted in numerous requests to apply its revitalization model to other neighborhoods. Thus, Housing Visions now has a track record of success in neighborhoods in seven cities in New York State with a total investment of over \$195 million and a portfolio of 267 buildings with 905 units of quality, affordable housing.

Housing Visions purchases, develops, substantially rehabilitates or newly constructs homes, and performs property management functions with emphasis on urban infill, scattered site, neighborhood based development. Housing Visions collaborates and partners with local neighborhood organizations that are interested in improving the quality of housing and the quality of life in their communities. Each partnership is unique, merging the abilities and the dedication of those involved to bring about a long lasting revitalization.

#### History & Organizational Growth

**Creation & Mission:** In the late 1980's, the Greater East Genesee Street Neighborhood in Syracuse, New York began showing signs of neglect and distress. Many of its inhabitants were living in substandard conditions. Many apartments had unsafe wiring, broken plumbing, leaky roofs, and peeling, lead-based paint. Along with the obvious physical deterioration, the area was suffering from significant increases in crime. People avoided the neighborhood by taking other streets. Property values were down and bank foreclosures were up. Now that has all changed. Housing Visions Unlimited, Inc. developed and constructed 10 Low Income Housing Tax Credit (LIHTC) projects with 78 buildings and a total of 229 housing units in this neighborhood. The result of the hard work of Housing Visions is the lowest percentage of vacant buildings in any quadrant of the City of Syracuse and recently, a renewed interest in market rate housing by other organizations. Housing Visions Unlimited, Inc. has revitalized the neighborhood, is transforming lives and sustaining the success in this, its original neighborhood.

The Housing Visions' Board of Directors developed nine guiding principles for development that all its developments adhere to today. The guiding principles are:

- **Comprehensive approach to neighborhoods**
- **Neighborhood involvement**
- **Mixture of rental and homeownership**
- **Resident participation**
- **Resident selection criteria**
- **Critical mass**
- **Use of existing buildings to the extent possible**
- **Quality construction**
- **Emphasis on private capital**



Housing Visions Unlimited, Inc. was granted Community Housing Development Organization (CHDO) status in 1996 and is a New York State Neighborhood Preservation Company.

Housing Visions serves low- to moderate-income families including special populations such as the physically handicapped, victims of domestic violence, frail elderly and homeless veterans. Our operating funding derives primarily from fees received on projects developed. The primary vehicle for financing Housing Visions capital projects is the LIHTC program. Housing Visions has been awarded 31 LIHTC reservations in its 20 year history with 14 of those allocations occurring in the past 5 years.

**Expansion:** In 1996, Housing Visions was invited by the City of Syracuse to expand outside of its' original neighborhood footprint to a Northside neighborhood. To facilitate the expansion of HVU's service area in its neighborhood revitalization model, Housing Visions Consultants, Inc. (HVC) and Housing Visions Development Group, Inc. (HVDG) were formed as non-profit affiliated corporations allowing for neighborhood partnerships. To honor a core principle of Housing Visions, neighborhood representation is achieved by partnering with local neighborhood organizations interested in improving the quality of housing and the quality of life in their communities. Each partnership is unique to the specific project, merging the abilities and the dedication of those involved to bring about a long lasting revitalization. The staff of Housing Visions Unlimited, Inc. performs the consulting, development, and property management functions for each of the Housing Visions' companies.

Housing Visions is currently transforming neighborhoods in Auburn, Binghamton, Cortland, Oswego, Rome, Syracuse, and Utica, New York. The cumulative tax credit developments total 31 LIHTC allocations totaling 236 buildings with 785 housing units.

**Construction Company Formation:** In 2002, Housing Visions decided that it wanted a general contractor that could quote projects well in advance of doing the work and that shared the same values regarding quality construction. In order to fill these needs, Housing Visions Construction Co., Inc. (HVCC) was formed as a not-for-profit affiliate of Housing Visions Unlimited, Inc. to provide construction services in an effort to halt the physical and economic deterioration of urban areas and increase the availability of quality housing to low and moderate income residents. The Housing Visions Construction Co., Inc. Board of Directors consists of business leaders throughout the community.

HVCC has acted as the general contractor on 16 LIHTC housing developments with Housing Visions totaling 152 buildings with 547 housing units. Currently, HVCC has 5 projects under construction with delivery dates on all 5 projects within the next 2-15 months. A list of all work HVCC currently has under construction is attached.

As a commitment to quality construction and sustainability all projects that Housing Visions develops and HVCC constructs are Energy Star Labeled Homes. In addition, all of the HVCC Construction Project Managers have received Building Performance Institute Training ([www.bpi.org](http://www.bpi.org)) to ensure that what is drawn on the architectural plans is delivered in the field correctly and that each building is a high performer in energy efficiency. In addition to building efficiency, the past 5 developments Housing Visions have undertaken all follow New York State's Green Building Initiative. This Initiative closely resembles Enterprise's Green Communities program. The results of the Initiative are buildings that are healthy, sustainable, and designed in a manner that benefits the entire community.

**Circles™ Program Added:** Visions for Change, Inc. a not-for-profit 501(c) (3) affiliate of Housing Visions, was established in 2009 to implement the national Circles™ model to eliminate poverty for the residents in Housing Visions' affordable housing units. It is apparent that the combination of the Circles™ initiative





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coupled with a neighborhood revitalization strategy addressing quality affordable housing is a dynamic strategy that can lead families out of poverty. Quality affordable housing is the single biggest hurdle to self-sufficiency. Without stable, quality, affordable housing it is nearly impossible to escape from poverty.

The Circles™ initiative helps stabilize a family's situation so that the members can focus on building relationships and the resources to thrive. Each Circle is comprised of a family working to get out of poverty called a Circle Leader and between two and four middle-class Circle Allies who are willing to befriend the family and support its members in their ongoing efforts. Each family and its allies set goals that are unique to their own needs and circumstances and which will lead towards self-sufficiency.

The primary goals of the initiative are to:

- Provide the training, networking and social capital necessary to help families rise from – and stay out – of poverty.
- Recruit and train community volunteers and social services staff members to become allies who provide tangible support and assistance that enables families in their journey.

The Circles model was developed by the Move the Mountain Leadership Center. Move the Mountain was initiated by Mid Iowa Community Action, the agency that tested and promoted the self-sufficiency program model, Family Development. Circles™ is the next evolutionary step, bringing community volunteers to partner with families who are pursuing economic well-being to end poverty in their communities.

The Circles™ Campaign is led by a National Guiding Coalition that is made up of experts in the anti-poverty field, people in poverty, people of color, people from many disciplines, and people from nationally recognized anti-poverty organizations.

## Housing Visions Management Company Qualifications

Housing Visions Consultants, Inc. and its affiliate companies (HV) have over 18 years experience in the management of affordable housing. HV has become a premier affordable housing manager in the Central New York area with an exceptional track record for managing well maintained, customer focused and fiscally sound properties.

HV has a strong belief in enhancing the quality of life for our residents that becomes obvious with our style of management. Over the years it has become apparent that resident selection and resident empowerment are the two key management elements that have aided in our success. HV's policy regarding resident selection is stringently, but fairly implemented to ensure eligibility as well as housing suitability for all applicants. During this selection process, emphasis is put on neighborly conduct as well as taking pride in your home and being empowered. Once a resident, HV assists with the formation of resident organizations, neighborhood watch groups, special activities committees, etc. to ensure that all



our neighborhoods offer residents and other community members alike access to desired programs and services locally.

The breakdown listed below details the number of projects, properties and units currently managed by the organization.

<i><b>Property Name</b></i>	<i><b>Type of Property</b></i>	<i><b># of Properties</b></i>	<i><b># of Units</b></i>	<i><b>Location</b></i>	<i><b>Type of Subsidies</b></i>
Beechwood	Family	8	20	Syracuse, NY	LIHTC, NYS HTF
Canal Village	Family	19	33	Rome, NY	LIHTC, HOME
Cortland Crown Homes	Family	8	30	Cortland, NY	LIHTC, HOME, HTF
Eaglewood East	Family	9	26	Syracuse, NY	LIHTC, OTDA (HHAP)
Group I	Family	3	9	Syracuse, NY	LIHTC
Group II	Family	4	14	Syracuse, NY	LIHTC
Group III	Family	8	26	Syracuse, NY	LIHTC, NYS HTF, NYS HOME
Group IV	Family	3	9	Syracuse, NY	LIHTC, city HOME
Group IX	Family	6	15	Syracuse, NY	LIHTC
Group V	Family	7	17	Syracuse, NY	LIHTC, NYS HTF
Group VI	Family	3	9	Syracuse, NY	LIHTC, city HOME
Group VII	Family	9	25	Syracuse, NY	LIHTC, NYS HTF, city HOME
Group VIII	Family	4	9	Syracuse, NY	LIHTC, city HOME
Kemble Square	Family	8	37	Utica, NY	LIHTC, ARRA/TCAP, city HOME
Kembleton	Family	7	27	Utica, NY	LIHTC, NYS HTF, city HOME
Loguen Homes	Family	10	28	Syracuse, NY	LIHTC, NYS HTF, TE Bonds
Maple Heights	Family	13	50	Syracuse, NY	LIHTC, NYS HTF, OTDA (HHAP)
Mayfield I	Family	8	23	Utica, NY	LIHTC
Mayfield II	Family	7	17	Utica, NY	LIHTC, city HOME
Mayfield III	Family	6	16	Utica, NY	LIHTC
Mayfield IV	Family	5	15	Utica, NY	LIHTC, NYS HTF, city HOME
Oswego Phase I	Family	9	54	Oswego, NY	LIHTC, HOME
Oswego Phase II	Family	9	58	Oswego, NY	LIHTC
Prospect Hill	Family	15	50	Syracuse, NY	LIHTC, NYS HTF



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				NY	
Rutger Manor	Family	12	33	Utica, NY	LIHTC, ACC, city HOME
Salina Square	Family	7	23	Syracuse, NY	LIHTC, NYS HTF, city HOME
Steuben Village	Family	19	49	Utica, NY	LIHTC, ACC
Westlake	Family	3	12	Auburn, NY	LIHTC
Willow Commons	Family	<u>5</u>	<u>15</u>	Utica, NY	LIHTC, NYS HTF
		<b>234</b>	<b>749</b>		

The organization anticipates managing the units listed below within the next 24 months.

Oswego Phase III	Family	10	57	Oswego, NY	LIHTC, HOME
Lockport Canal Homes	Family	9	30	Lockport, NY	LIHTC, HOME, OTDA (HHAP)
Genesee Crossing	Family	<u>13</u>	<u>33</u>	Utica, NY	City of Utica, HOME, HTF
		<b>32</b>	<b>120</b>		

# HOUSING VISIONS CONSULTANTS, INC. BOARD OF DIRECTORS

2012

Elected November 22 & December 13, 2010

First	Last	Company	Address	City	Zip	Phone	e-mail
Charles	Chappell, Jr.		240 Waldorf Pkwy	Syracuse		446-4475	
Kenyon M.	Craig	Housing Visions Unlimited, Inc.	1201 E. Fayette St.	Syracuse	13210	(w) 472-3820 (h) 655-1069	krcraig@housingvisions.org
Betsy	Dunlap	Housing Visions Unlimited, Inc.	1201 E Fayette St	Syracuse	13210	(w) 472-3820 (h) 652-3651	bdunlap@housingvisions.org
Richard	Hezel	Hezel Associates, LLC	731 James St, Suite 300	Syracuse	13203	422-3512	Richard@Hezel.com
Robert	Hough	Chevron Energy Solutions Company	413 Brooklea Dr	Fayetteville	13066	637-5449 (c) 491-8796 (f) 866-420-0355	BHough@Chevron.com
Matt	Irish	Irish-Millar Construction	140 Intrepid Lane	Syracuse	13205	(w) 492-8564	m.irish@irish-millar.com
David	Mankiewicz	University Hill Corporation	460 West First St	Fulton	13069	(h) 593-6393	dmankiewicz@mda-cny.com
Maryann	Winters	Sirchia & Cuomo	6007 Fair Lakes Blvd, Ste 200	E. Syracuse	13057	(w) 471-0465 (h) 637-1150	MWintersCPA@SirchiaCuomo.com

2011

CHAIR – Richard Hezel

PRESIDENT – Kenyon Craig

EXECUTIVE VICE PRESIDENT – Betsy Dunlap

TREASURER – Maryann Winters

SECRETARY – David Mankiewicz



**HOUSINGVISIONS**

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**MEMORANDUM**

**TO:** Bradley Chevalier, Senior Economic Developer  
**FROM:** Justin Rudgick, Regional Development Manager  
**RE:** Proposed PILOT for Sheridan Hollow Village  
**DATE:** 9/17/12

The following explanation is offered to provide greater detail for the PILOTS being sought from the Albany Industrial Development Agency for the Sheridan Hollow Village project. As you know, the project is a mixed-use and low-income affordable rental housing project undertaken by Housing Visions Consultants, Inc. as part of a larger comprehensive neighborhood revitalization development with Habitat for Humanity Capital District and the Touhey Home Ownership Foundation. The project includes 57 units of affordable rental housing with a mixture of 1, 2, 3, and 4 bedroom apartments that will be affordable to individuals and families earning between 50%-80% of the area median income with below market rents ranging approximately from \$500 to \$923 per month. In addition, the project will construct 9,900 square feet of commercial space in two mixed-used buildings (approximately 5,800 sq. ft. and 4,100 sq. ft.) with rents established at approximately \$8 per square foot.

As outlined in the materials submitted with the IDA application, the proposed PILOTS are broken into two categories: Residential and Commercial. Housing Visions is seeking a Residential PILOT exemption to pay 10% of the sheltered rents of the project for a term of 20 Years. The Commercial PILOT exemption follows the NYS Standard 10 Year with a 50% abatement on the improved assessed value in Year 1 with a 5% decrease in abatement each year for 10 years with taxes paid on full assessment in Year 11 and every year thereafter. "Sheltered Rents" are defined as the budgeted total collected rents minus the owner paid utilities.

The assessors improved value is based upon initial construction cost estimates provided to the Assessor's Office, the commercial portion of the project requires a PILOT because of current market and neighborhood conditions. Housing Visions' and its neighborhood partners Habitat for Humanity and the Touhey Homeownership Foundation believe the location adjacent to successful downtown development and the state office complex are ideal for revitalization however, years of neglect and disinvestment make the initial commercial investment in Sheridan Hollow more risky than any development that will follow and have kept traditional lending institutions at bay. As a not-for-profit organization with a mission of neighborhood revitalization, Housing Visions' believes the commercial development is necessary and an organizational risk worthy of our mission and the greater Sheridan Hollow development.

Based upon these assumptions, the total payment of the residential PILOT is estimated in Year 1 as \$34,927 and the commercial PILOT is estimated at \$6,429 with a total year 1 PILOT payment of \$41,356. If the properties remain as status quo without the development of Sheridan Hollow Village, then the city would only be projected to collect \$5,174 which there is a net gain to the city of approximately \$36,182 with the proposed PILOTS.

If you have any requests regarding this matter, please do not hesitate to contact me.

Sheridan Hollow Village - Property Listing (Housing Visions)

Street #	Street Name	Tax ID #	Owner	Site Control	Type of Site Control	Date of Site Control	Lot Size	Total Site Square Footage	Current Assessment	Per Thousand	Current Taxes	Proposed Address per Site Plan	Proposed # of Residential Units	Proposed Commercial Sq.ft. (est.)	Est. Construction Cost	Improved Total Assessment	Improved Total Taxes	Proposed Rents - residential (Aggregate)	Proposed Tax Agreement (10% of rents) Residential (Year 1)	Proposed Rents - Commercial (Year)	Improved Commercial Assessment	Improved Commercial Taxes w/o PILOT	Total Improved Assessment	Proposed Tax Agreement - Commercial (Year 1) 50% Abatement	Proposed Tax Agreement - Commercial (Year 2) 45% Abatement	Proposed Tax Agreement - Commercial (Year 3) 40% Abatement	Proposed Tax Agreement - Commercial (Year 4) 35% Abatement	Proposed Tax Agreement - Commercial (Year 5) 30% Abatement	Proposed Tax Agreement - Commercial (Year 6) 25% Abatement	Proposed Tax Agreement - Commercial (Year 7) 20% Abatement	Proposed Tax Agreement - Commercial (Year 8) 15% Abatement	Proposed Tax Agreement - Commercial (Year 9) 10% Abatement	Proposed Tax Agreement - Commercial (Year 10) 5% Abatement	Full Assessment Taxes - Commercial (Year 11) 0% Abatement
10	Dove St.	65.81-3-58	City of Albany --> Pledged to Habitat	yes	Letter from Habitat	8-28-12	21.73 x 60	1,304	\$1,300	1.3	\$44	203-205 Sheridan Ave.	12	5,800	\$2,313,670	\$875,000	\$35,000	\$84,617	\$8,462	\$46,400	\$155,000	\$7,065	\$134,300	\$4,124	\$4,573	\$5,045	\$5,540	\$6,061	\$6,609	\$7,183	\$7,787	\$8,420	\$9,084	\$9,780
20	Dove St.	65.81-3-55	City of Albany --> Pledged to Habitat	yes	Letter from Habitat	8-28-12	110 x 60	6,600	\$11,100	11.1	\$374																							
201	Sheridan Ave.	65.81-3-54	City of Albany --> Pledged to Habitat	yes	Letter from Habitat	8-28-12	50 x 99	4,950	\$8,300	8.3	\$282																							
201	Sheridan Ave.	65.81-3-54	City of Albany --> Pledged to Habitat	Yes	Letter from Habitat	8-28-12	50 x 99	4,950	\$8,300	8.3	\$0	201 Sheridan Ave.	2		\$318,718	\$200,000	\$6,800	\$16,180	\$1,618															
199	Sheridan Ave.	65.81-3-53	Anna Panchick	yes	Purchase Contract	8-30-12	25.10 x 99	2,485	\$30,550	30.5	\$2,444	199 Sheridan Ave.	2		\$318,718	\$200,000	\$6,800	\$16,180	\$1,618															
231	Orange St.	65.81-2-49	Zafer Jaouni	Yes	Purchase Contract	5-16-12	22 x 85.6	1,883	\$2,000	2.0	\$92	231 Orange St.	3		\$478,077	\$200,000	\$6,800	\$24,220	\$2,423															
233	Orange St.	65.81-2-50	Zafer Jaouni	Yes	Purchase Contract	5-16-12	22.09 x 85.61	1,891	\$2,000	2.0	\$68																							
235	Orange St.	65.81-2-51	Zafer Jaouni	Yes	Purchase Contract	5-16-12	21.26 x 85.62	1,820	\$1,900	1.9	\$65	233 Orange St.	2		\$318,718	\$200,000	\$6,800	\$16,180	\$1,618															
237	Orange St.	65.81-2-52	Zafer Jaouni	Yes	Purchase Contract	5-16-12	22.92 x 85.63	1,963	\$3,900	3.9	\$133	235 Orange St.	3		\$478,077	\$200,000	\$6,800	\$24,230	\$2,423															
182	Sheridan Ave.	65.81-4-22	Habitat	Yes	Letter from Habitat	8-28-12	24.67 x 110	2,714	\$5,000	5.0	\$170	182 Sheridan Ave.	3		\$478,077	\$200,000	\$6,800	\$24,230	\$2,423															
184	Sheridan Ave.	65.81-4-21	Habitat	Yes	Letter from Habitat	8-28-12	25.65 x 100	2,565	\$1,500	1.5	\$51	184 Sheridan Ave.	2		\$318,718	\$200,000	\$6,800	\$16,180	\$1,618															
157	Sheridan Ave.	65.81-3-32	Maria Kuhse	Yes	Purchase Contract	5-18-12	27.63 x 53.03	1,465	\$2,900	2.9	\$99	157 Sheridan Ave.	2		\$318,718	\$200,000	\$6,800	\$16,180	\$1,618															
159	Sheridan Ave.	65.81-3-33	Estate of Claire Murray	Yes	Purchase Contract	5-24-12	21.91 x 53.03	1,162	\$2,900	2.9	\$99	159 Sheridan Ave.	2		\$318,718	\$200,000	\$6,800	\$16,180	\$1,618															
161	Sheridan Ave.	65.81-3-34	Neville Moore	Yes	Purchase Contract	8-8-12	20.52 x 62.2	1,276	\$2,900	2.9	\$99	161 Sheridan Ave.	2		\$318,718	\$200,000	\$6,800	\$16,180	\$1,618															
149	Sheridan Ave.	65.81-6-78	ACDA --> pledged to Habitat	yes	Letter from Habitat	8-28-12	18.35 x 99	1,817	\$10,000	10.0	\$340	147 Sheridan Ave.	2		\$318,718	\$200,000	\$6,800	\$16,180	\$1,618															
147	Sheridan Ave.	65.81-6-77	Housing Visions	Yes	HV Owns	7-16-12	31.51 x 99	3,119	\$10,000	10.0	\$340																							
145	Sheridan Ave.	65.81-6-76	Housing Visions	Yes	HV Owns	7-16-12	22.02 x 99	2,180	\$8,000	8.0	\$272	145 Sheridan Ave.	2		\$318,718	\$200,000	\$6,800	\$16,180	\$1,618															
217	Sheridan Ave.	65.73-2-68	Habitat	yes	Letter from Habitat	8-28-12	25 x 90	2,250	\$6,000	6.0	\$204	217 Sheridan Ave.	2		\$318,718	\$200,000	\$6,800	\$16,180	\$1,618															
219	Sheridan Ave.	65.73-2-69	Habitat	yes	Letter from Habitat	8-28-12	25.20 x 90	2,268	\$6,000	6.0	\$204	219 Sheridan Ave.	2		\$318,718	\$200,000	\$6,800	\$16,170	\$1,617															
221	Sheridan Ave.	65.73-2-70	Habitat	yes	Letter from Habitat	8-28-12	25 x 90	2,250	\$6,000	6.0	\$204	221 Sheridan Ave.	2		\$318,714	\$200,000	\$6,800	\$16,175	\$1,618															
203	Sheridan Ave.	65.72-2-61	Habitat	yes	Letter from Habitat	8-28-12	22.10 x 70	1,547	\$3,200	3.2	\$147	203-209 Sheridan Ave.	12	5,800 sqft Total (est.) 4,100 sqft rentable with est. 1,700 sqft for Housing Visions' Office & Community Space)	\$2,198,100	\$875,000	\$24,750	\$84,617	\$8,462	\$32,800	\$109,552	\$4,994	\$98,652	\$2,828	\$3,151	\$3,491	\$3,849	\$4,225	\$4,620	\$5,035	\$5,471	\$5,929	\$6,409	\$6,912
205	Sheridan Ave.	65.72-2-62	Habitat	yes	Letter from Habitat	8-28-12	23.35 x 70	1,635	\$3,400	3.4	\$156																							
207	Sheridan Ave.	65.72-2-63	City of Albany --> Pledged to Habitat	yes	Letter from Habitat	8-28-12	21.65 x 90	1,949	\$2,200	2.2	\$88																							
209	Sheridan Ave.	65.73-2-64	City of Albany --> Pledged to Habitat	yes	Letter from Habitat	8-28-12	22 x 90	1,980	\$2,100	2.1	\$84																							
58,023 (1.33 acres)									\$141,450		\$6,059		57		\$9,788,613	\$4,750,000	\$161,750	\$436,068	\$43,607	\$79,200	\$264,552	\$12,059	\$232,952	\$8,952	\$7,724	\$8,536	\$9,399	\$10,286	\$11,229	\$12,218	\$13,258	\$14,349	\$15,493	\$16,692

Sheridan Hollow Project - TOTAL COMMERCIAL SPACE PILOT Analysis									
Calendar Year	Project Year	Tax Rate <sup>(2)</sup>	Status Quo		Requested PILOT				
			Current Assessment <sup>(3)</sup>	Current Tax <sup>(4)</sup>	Total Improved Assessment <sup>(5)</sup>	Tax w/o PILOT <sup>(6)</sup>	PILOT Payment <sup>(7)</sup>	Abatement Savings <sup>(8)</sup>	% of Abatement on Improved Assessment <sup>(9)</sup>
2012	0	\$45.581500	\$9,338	\$426	\$0	\$0	\$0	\$0	0%
2013	1	\$46.948945	\$9,338	\$438	\$264,552	\$12,420	\$6,429	\$5,991	50%
2014	2	\$48.357413	\$9,338	\$452	\$264,552	\$12,793	\$7,239	\$5,554	45%
2015	3	\$49.808136	\$9,338	\$465	\$264,552	\$13,177	\$8,092	\$5,085	40%
2016	4	\$51.302380	\$9,338	\$479	\$264,552	\$13,572	\$8,990	\$4,583	35%
2017	5	\$52.841451	\$9,338	\$493	\$264,552	\$13,979	\$9,934	\$4,046	30%
2018	6	\$54.426695	\$9,338	\$508	\$264,552	\$14,399	\$10,926	\$3,473	25%
2019	7	\$56.059496	\$9,338	\$523	\$264,552	\$14,831	\$11,969	\$2,861	20%
2020	8	\$57.741280	\$9,338	\$539	\$264,552	\$15,276	\$13,065	\$2,210	15%
2021	9	\$59.473519	\$9,338	\$555	\$264,552	\$15,734	\$14,216	\$1,518	10%
2022	10	\$61.257724	\$9,338	\$572	\$264,552	\$16,206	\$15,424	\$782	5%
2023	11 <sup>(1)</sup>	\$63.095456	\$9,338	\$589	\$264,552	\$16,692	\$0	\$0	0%
2024	12	\$64.988320	\$9,338	\$607	\$264,552	\$17,193	\$0	\$0	0%
2025	13	\$66.937969	\$9,338	\$625	\$264,552	\$17,709	\$0	\$0	0%
2026	14	\$68.946109	\$9,338	\$644	\$264,552	\$18,240	\$0	\$0	0%
2027	15	\$71.014492	\$9,338	\$663	\$264,552	\$18,787	\$0	\$0	0%
2028	16	\$73.144927	\$9,338	\$683	\$264,552	\$19,351	\$0	\$0	0%
2029	17	\$75.339274	\$9,338	\$704	\$264,552	\$19,932	\$0	\$0	0%
2030	18	\$77.599453	\$9,338	\$725	\$264,552	\$20,530	\$0	\$0	0%
2031	19	\$79.927436	\$9,338	\$746	\$264,552	\$21,146	\$0	\$0	0%
2032	20	\$82.325259	\$9,338	\$769	\$264,552	\$21,780	\$0	\$0	0%
2033	21	\$84.795017	\$9,338	\$792	\$264,552	\$22,433	\$0	\$0	0%
Total <sup>(10)</sup>				\$5,026		\$142,386	\$106,285	\$36,102	

Notes:

- (1) Full assessment value will be paid (End of Proposed PILOT)
- (2) Assumed a tax rate of \$45.581500 (does not include any applicable special ad valorem taxes) in 2012 w/ estimated escalation of 3% thereafter
- (3) Current assessment as per City of Albany tax roll and discussions with Commissioner of Assessment & Taxation (note: pro-rata share of building sq.ft.)
- (4) Current assessment divided by 1,000 multiplied by appropriate tax rate
- (5) Total improved assessment as per Applicant's discussion with Commissioner of Assessment & Taxation
- (6) Total improved assessment divided by 1,000 multiplied by appropriate tax rate
- (7) NYS Standard 485b PILOT - 10 years of abatement that starts at 50% and then decreases 5% thereafter until full assessment in Year 11
- (8) Difference of PILOT Payment from Tax w/o PILOT
- (9) Percent abatement on increased assessment via PILOT requested by Applicant
- (10) Denotes calculation for 10 year period

\*\*\* Analysis is ONLY an estimate \*\*\*

# Sheridan Hollow Project - TOTAL RESIDENTIAL PILOT Analysis

Calendar Year	Project Year	Status Quo		Current Tax		Total Tax w/o PILOT <sup>(4)&amp;(7)</sup>	Total Collected Rents (est.)	Owner Paid Utilities (est.)	Sheltered Rents (est.)	Requested PILOT		Estimated Net Gain to City for Total PILOT Payments VS. Status Quo
		Total Current Assessment <sup>(3)</sup>	Total Current Tax - Status Quo <sup>(4)&amp;(5)</sup>	Total Improved Assessment <sup>(6)</sup>	Total Tax w/o PILOT <sup>(4)&amp;(7)</sup>					Total PILOT Payment <sup>(4)&amp;(8)</sup>	Total Abatement Savings <sup>(9)</sup>	
2012	0	\$131,022	\$4,699	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$4,699
2013	1	\$131,022	\$4,840	\$4,440,000	\$172,631	\$414,265	\$65,000	\$349,265	\$349,265	\$34,927	\$137,705	\$30,087
2014	2	\$131,022	\$4,985	\$4,440,000	\$177,810	\$422,550	\$66,950	\$355,600	\$355,600	\$35,560	\$142,250	\$30,575
2015	3	\$131,022	\$5,134	\$4,440,000	\$183,144	\$431,001	\$68,959	\$362,043	\$362,043	\$36,204	\$146,940	\$31,070
2016	4	\$131,022	\$5,288	\$4,440,000	\$188,639	\$439,621	\$71,027	\$368,594	\$368,594	\$36,859	\$151,779	\$31,571
2017	5	\$131,022	\$5,447	\$4,440,000	\$194,298	\$448,414	\$73,158	\$375,256	\$375,256	\$37,526	\$156,772	\$32,078
2018	6	\$131,022	\$5,610	\$4,440,000	\$200,127	\$457,382	\$75,353	\$382,029	\$382,029	\$38,203	\$161,924	\$32,592
2019	7	\$131,022	\$5,779	\$4,440,000	\$206,131	\$466,530	\$77,613	\$388,916	\$388,916	\$38,892	\$167,239	\$33,113
2020	8	\$131,022	\$5,952	\$4,440,000	\$212,315	\$475,860	\$79,942	\$395,918	\$395,918	\$39,592	\$172,723	\$33,640
2021	9	\$131,022	\$6,131	\$4,440,000	\$218,684	\$485,377	\$82,340	\$403,037	\$403,037	\$40,304	\$178,380	\$34,173
2022	10	\$131,022	\$6,315	\$4,440,000	\$225,245	\$495,085	\$84,810	\$410,275	\$410,275	\$41,027	\$184,217	\$34,713
2023	11 <sup>(1)</sup>	\$131,022	\$6,504	\$4,440,000	\$232,002	\$504,987	\$87,355	\$417,632	\$417,632	\$41,763	\$190,239	\$35,259
2024	12	\$131,022	\$6,699	\$4,440,000	\$238,962	\$515,086	\$89,975	\$425,111	\$425,111	\$42,511	\$196,451	\$35,812
2025	13	\$131,022	\$6,900	\$4,440,000	\$246,131	\$525,388	\$92,674	\$432,714	\$432,714	\$43,271	\$202,860	\$36,371
2026	14	\$131,022	\$7,107	\$4,440,000	\$253,515	\$535,896	\$95,455	\$440,441	\$440,441	\$44,044	\$209,471	\$36,937
2027	15	\$131,022	\$7,320	\$4,440,000	\$261,120	\$546,614	\$98,318	\$448,296	\$448,296	\$44,830	\$216,291	\$37,509
2028	16	\$131,022	\$7,540	\$4,440,000	\$268,954	\$557,546	\$101,268	\$456,278	\$456,278	\$45,628	\$223,326	\$38,088
2029	17	\$131,022	\$7,766	\$4,440,000	\$277,022	\$568,697	\$104,306	\$464,391	\$464,391	\$46,439	\$230,583	\$38,673
2030	18	\$131,022	\$7,999	\$4,440,000	\$285,333	\$580,071	\$107,435	\$472,636	\$472,636	\$47,264	\$238,070	\$39,264
2031	19	\$131,022	\$8,239	\$4,440,000	\$293,893	\$591,672	\$110,658	\$481,014	\$481,014	\$48,101	\$245,792	\$39,862
2032	20	\$131,022	\$8,486	\$4,440,000	\$302,710	\$603,506	\$113,978	\$489,528	\$489,528	\$48,953	\$253,757	\$40,466
2033	21 <sup>(2)</sup>	\$131,022	\$8,741	\$4,440,000	\$311,791	\$615,576	\$117,397	\$0	\$0	\$0	\$0	\$0
Total <sup>(11)</sup>			\$130,043		\$4,638,666					\$831,898	\$3,806,769	\$701,854

## Notes:

- (1) Full commercial assessment value will be paid (End of Proposed Commercial PILOT)
- (2) Full residential assessment value will be paid (End of Proposed Residential PILOT)
- (3) Summary of Current Assessments. See specific PILOT spreadsheets for details.
- (4) Assumed a commercial tax rate of \$45.582300 and residential tax rate of \$33.9886 (does not include any applicable special ad valorem taxes) in 2012 w/ estimated escalation of 3% thereafter. See specific PILOT spreadsheets for details.
- (5) Summary of Current Taxes. See specific PILOT spreadsheets for details.
- (6) Summary of Total Improved Assessments. See specific PILOT spreadsheets for details.
- (7) Summary of Taxes without PILOT. See specific PILOT spreadsheets for details.
- (8) Summary of PILOT Payments. See specific PILOT spreadsheets for details.
- (9) Summary of Abatement Savings. See specific PILOT spreadsheets for details.
- (10) Summary of 10 year commercial and 20 year residential PILOT payments as well as 10 years (Years 11-20) of regular commercial taxes
- (11) Denotes Calculation for 20 Year Period

\*\*\*Analysis is ONLY an estimate\*\*\*



# Sheridan Hollow Project - TOTAL PILOT Analysis

Calendar Year	Project Year	Status Quo		Total Current Tax - Status Quo (4)&(5)	Total Improved Assessment <sup>(6)</sup>	Total Tax w/o PILOT <sup>(4)&amp;(7)</sup>	Requested PILOT		Estimated PILOT Payments & Full Taxes Paid Over 20 Years for Project <sup>(10)</sup>	Estimated Net Gain to City for Total PILOT Payments Vs. Status Quo
		Current Tax					Total PILOT Payment <sup>(4)&amp;(8)</sup>	Total Abatement Savings <sup>(9)</sup>		
		Total Current Assessment <sup>(3)</sup>								
2012	0	\$141,450	\$5,174	\$0	\$0	\$0	\$0	\$0	\$5,174	\$36,027
2013	1	\$141,450	\$5,329	\$4,750,000	\$187,185	\$41,356	\$143,696	\$41,356	\$41,356	\$37,310
2014	2	\$141,450	\$5,489	\$4,750,000	\$192,801	\$42,799	\$147,804	\$42,799	\$42,799	\$38,643
2015	3	\$141,450	\$5,654	\$4,750,000	\$198,585	\$44,296	\$152,025	\$44,296	\$44,296	\$40,026
2016	4	\$141,450	\$5,823	\$4,750,000	\$204,543	\$45,849	\$156,362	\$45,849	\$45,849	\$41,461
2017	5	\$141,450	\$5,998	\$4,750,000	\$210,679	\$47,459	\$160,818	\$47,459	\$47,459	\$42,951
2018	6	\$141,450	\$6,178	\$4,750,000	\$216,999	\$49,129	\$165,397	\$49,129	\$49,129	\$44,497
2019	7	\$141,450	\$6,363	\$4,750,000	\$223,509	\$50,861	\$170,101	\$50,861	\$50,861	\$46,103
2020	8	\$141,450	\$6,554	\$4,750,000	\$230,214	\$52,657	\$174,933	\$52,657	\$52,657	\$47,769
2021	9	\$141,450	\$6,751	\$4,750,000	\$237,121	\$54,520	\$179,898	\$54,520	\$54,520	\$49,498
2022	10	\$141,450	\$6,953	\$4,750,000	\$244,235	\$56,452	\$184,999	\$56,452	\$56,452	\$51,293
2023	11 <sup>(1)</sup>	\$141,450	\$7,162	\$4,750,000	\$251,562	\$41,763	\$190,239	\$41,763	\$58,455	\$52,327
2024	12	\$141,450	\$7,377	\$4,750,000	\$259,109	\$42,511	\$196,451	\$42,511	\$59,704	\$53,382
2025	13	\$141,450	\$7,598	\$4,750,000	\$266,882	\$43,271	\$202,860	\$43,271	\$60,980	\$54,458
2026	14	\$141,450	\$7,826	\$4,750,000	\$274,888	\$44,044	\$209,471	\$44,044	\$62,284	\$55,556
2027	15	\$141,450	\$8,061	\$4,750,000	\$283,135	\$44,830	\$216,291	\$44,830	\$63,617	\$56,676
2028	16	\$141,450	\$8,303	\$4,750,000	\$291,629	\$45,628	\$223,326	\$45,628	\$64,979	\$57,819
2029	17	\$141,450	\$8,552	\$4,750,000	\$300,379	\$46,439	\$230,583	\$46,439	\$66,371	\$58,985
2030	18	\$141,450	\$8,808	\$4,750,000	\$309,390	\$47,264	\$238,070	\$47,264	\$67,794	\$60,175
2031	19	\$141,450	\$9,073	\$4,750,000	\$318,672	\$48,101	\$245,792	\$48,101	\$69,247	\$61,388
2032	20	\$141,450	\$9,345	\$4,750,000	\$328,231	\$48,953	\$253,757	\$48,953	\$70,733	\$61,388
2033	21 <sup>(2)</sup>	\$141,450	\$9,625	\$4,750,000	\$338,078	\$0	\$0	\$0	\$0	\$0
Total <sup>(11)</sup>			\$143,199		\$5,029,747	\$938,182	\$3,842,871	\$938,182	\$1,129,542	\$986,343

## Notes:

- (1) Full commercial assessment value will be paid (End of Proposed Commercial PILOT)
- (2) Full residential assessment value will be paid (End of Proposed Residential PILOT)
- (3) Summary of Current Assessments. See specific PILOT spreadsheets for details.
- (4) Assumed a commercial tax rate of \$45.582300 and residential tax rate of \$33.9886 (does not include any applicable special ad valorem taxes) in 2012 w/ estimated escalation of 3% thereafter. See specific PILOT spreadsheets for details.
- (5) Summary of Current Taxes. See specific PILOT spreadsheets for details.
- (6) Summary of Total Improved Assessments. See specific PILOT spreadsheets for details.
- (7) Summary of Taxes without PILOT. See specific PILOT spreadsheets for details.
- (8) Summary of PILOT Payments. See specific PILOT spreadsheets for details.
- (9) Summary of Abatement Savings. See specific PILOT spreadsheets for details.
- (10) Summary of 10 year commercial and 20 year residential PILOT payments as well as 10 years (Years 11-20) of regular commercial taxes
- (11) Denotes Calculation for 20 Year Period

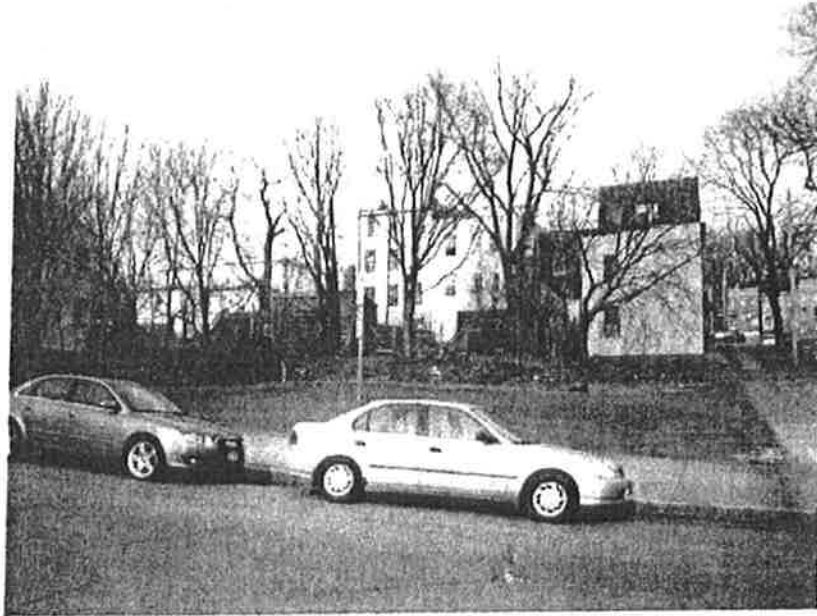
\*\*\*Analysis is ONLY an estimate\*\*\*

Sheridan Hollow Village - Operating Profit Analysis  
With and Without PILOT Benefits

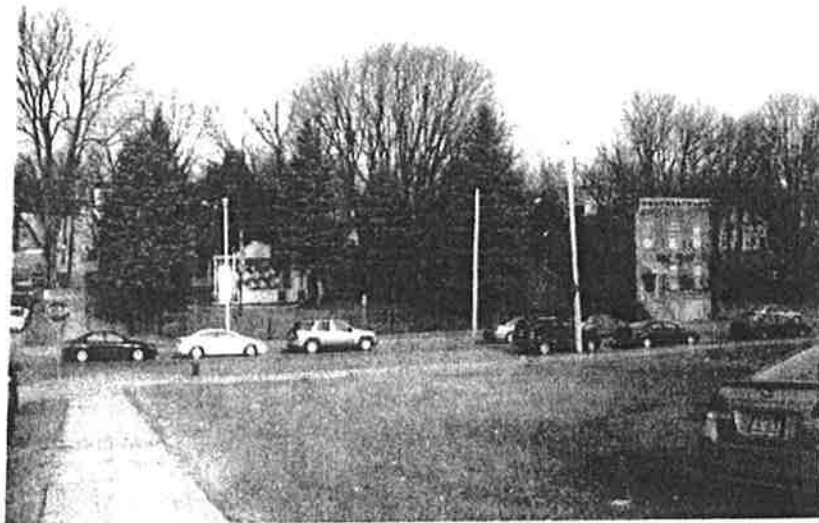
Operating Budget with PILOT				
Residential		Commercial		Profit
Year	Net Cash Flow	Year	Cash Flow	Total
1	\$10,932	1	\$8,855	\$19,787
2	\$11,560	2	\$8,982	\$20,542
3	\$11,849	3	\$8,960	\$20,809
4	\$12,052	4	\$8,897	\$20,949
5	\$12,162	5	\$8,792	\$20,954
6	\$12,339	6	\$8,645	\$20,984
7	\$27,543	7	\$8,449	\$35,992
8	\$49,639	8	\$8,205	\$57,844
9	\$48,638	9	\$7,909	\$56,547
10	\$47,529	10	\$7,558	\$55,087
11	\$46,309	11	\$7,151	\$53,460
12	\$44,970	12	\$7,511	\$52,481
13	\$43,512	13	\$7,857	\$51,369
14	\$41,924	14	\$8,188	\$50,112
15	\$40,206	15	\$8,503	\$48,709
16	\$51,588	16	\$8,798	\$60,386
17	\$49,983	17	\$9,075	\$59,058
18	\$48,238	18	\$9,333	\$57,571
19	\$46,347	19	\$9,567	\$55,914
20	\$39,979	20	\$9,780	\$49,759

Operating Budget without PILOT				
Residential		Commercial		Profit
Year	Net Cash Flow	Year	Cash Flow	Total
1	-\$101,078	1	\$2,864	-\$98,214
2	-\$112,980	2	\$3,428	-\$109,552
3	-\$116,850	3	\$3,875	-\$112,975
4	-\$120,939	4	\$4,315	-\$116,624
5	-\$125,259	5	\$4,747	-\$120,512
6	-\$129,652	6	\$5,173	-\$124,479
7	-\$119,166	7	\$5,588	-\$113,578
8	-\$101,937	8	\$5,995	-\$95,942
9	-\$107,961	9	\$6,392	-\$101,569
10	-\$114,254	10	\$6,777	-\$107,477
11	-\$120,822	11	\$7,152	-\$113,670
12	-\$127,680	12	\$7,512	-\$120,168
13	-\$134,833	13	\$7,858	-\$126,975
14	-\$142,296	14	\$8,189	-\$134,107
15	-\$150,077	15	\$8,504	-\$141,573
16	-\$144,949	16	\$8,799	-\$136,150
17	-\$153,008	17	\$9,076	-\$143,932
18	-\$161,412	18	\$9,334	-\$152,078
19	-\$170,172	19	\$9,568	-\$160,604
20	-\$183,628	20	\$9,781	-\$173,847

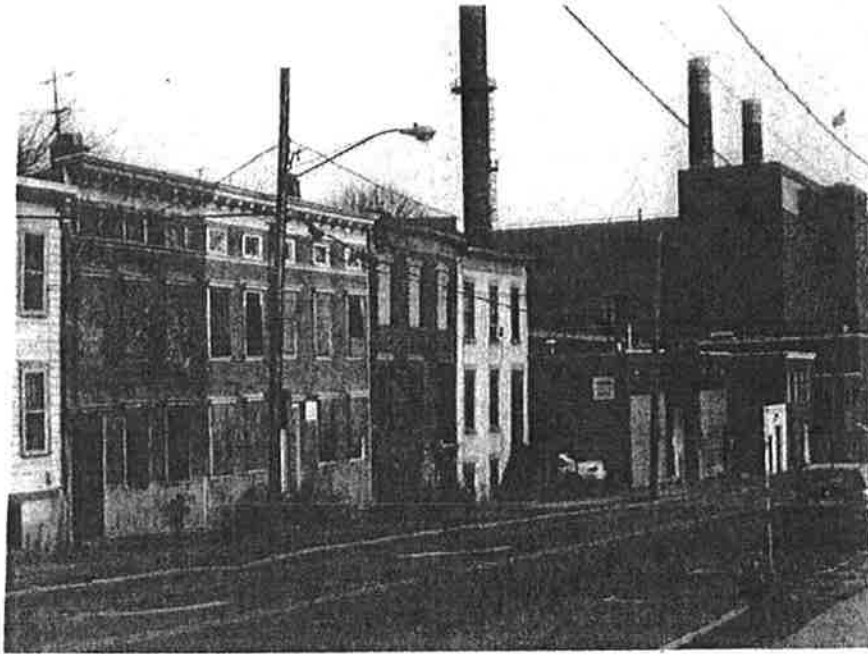
\* Estimates are from the Residential Operating Budget and Commercial Operating Budget with and without PILOT Benefits



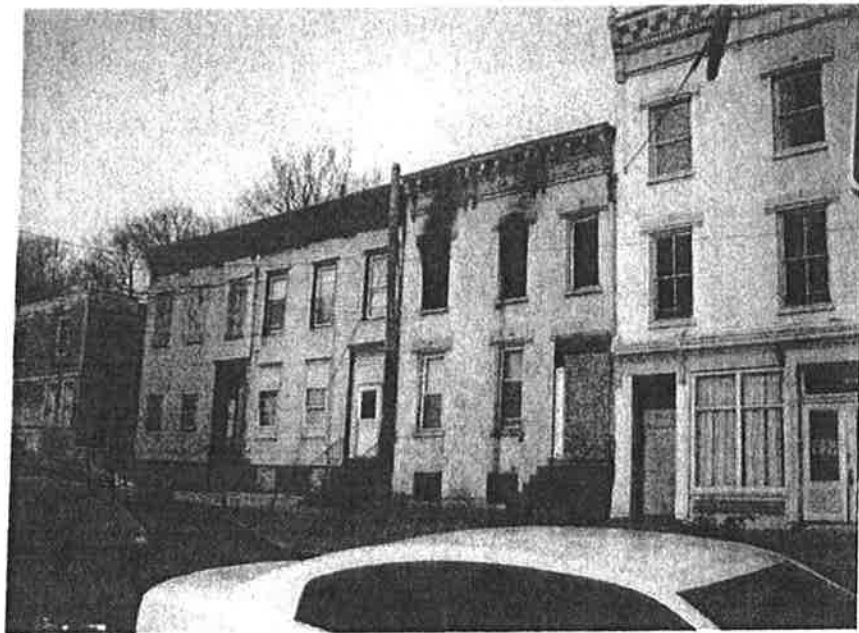
203-209 Sheridan Ave: Site of Mixed-Use Building



203-205 Sheridan: Site of Mixed Use Building  
201 and 199 Sheridan



149, 147, 145 Sheridan Ave.



157, 159, 161 Sheridan Ave. (Recently Demolished Due to Fire)

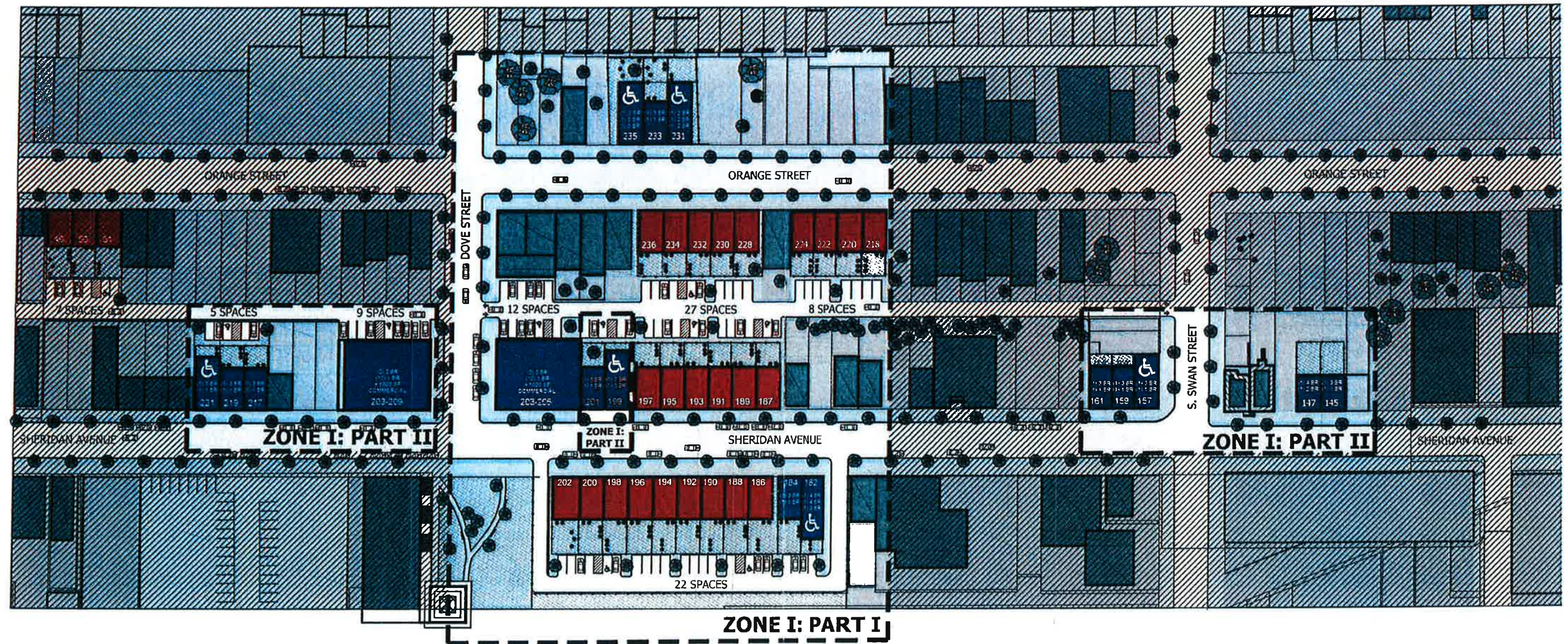
**SHERIDAN HOLLOW VILLAGE SUBMISSIONS****PROJECT TIMELINE**

August 27, 2012

**Project: Sheridan Hollow Village****Applicant: Housing Visions  
Syracuse, NY**

<b>Municipal Board</b>	<b>Aspect</b>	<b>Submission Date</b>	<b>Meeting Date</b>
Planning Board	Zone 1, Part 1	Resubmission September 6, 2012	September 20, 2012
Zoning Board	Zone 1, Part 2	August 29, 2012	September 27, 2012
Planning Board	Zone 1, Part 2	September 6, 2012 &, if required (re-submission) October 4, 2012	September 20, 2012  October 18, 2012





Habitat for Humanity/Touhey  
27 Buildings Shown
  Housing Visions Consultants  
22 Buildings Shown
  Future Development Zone

#### HOUSING VISIONS UNIT BREAKDOWN

ZONE I, PART I:	ZONE I, PART II:
12 1 BEDROOMS	19 1 BEDROOMS
5 2 BEDROOMS	3 2 BEDROOMS
6 3 BEDROOMS	9 3 BEDROOMS
2 4 BEDROOMS	1 4 BEDROOMS

57 TOTAL UNITS

**ADA UNITS:**

3	1 BEDROOMS (157 SHERIDAN AVE.) (199 SHERIDAN AVE.) (221 SHERIDAN AVE.)
1	2 BEDROOMS (231 SHERIDAN AVE.)
1	3 BEDROOMS (235 ORANGE ST.)
1	4 BEDROOMS (182 SHERIDAN AVE.)

## PLAN C-3

# Sheridan Hollow

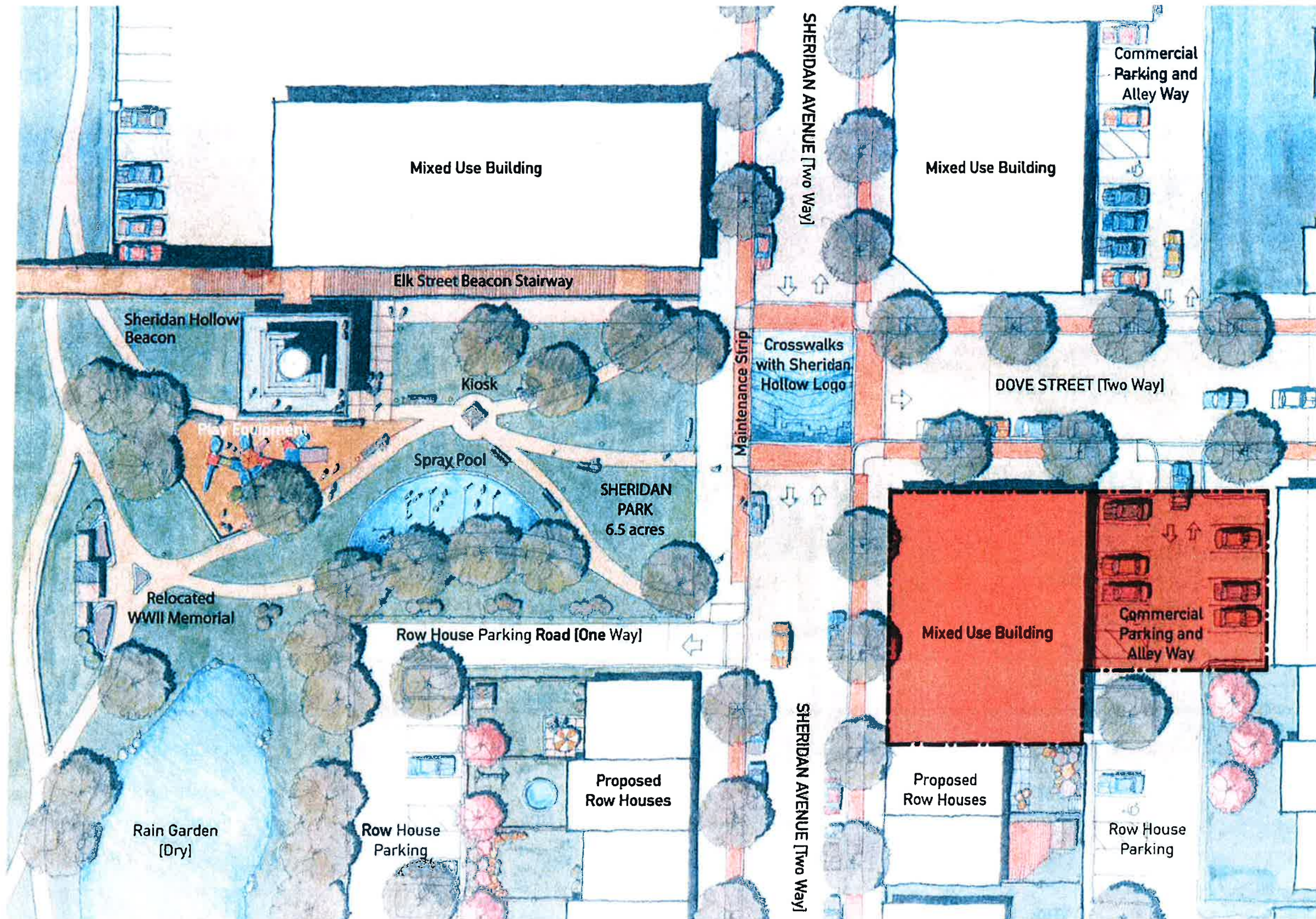
Overall Layout Plan

Date: 09/04/12  
Scale: 1" = 100'-0"



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SITE PLAN DETAIL





① PROPOSED MIXED-USE BUILDING - SOUTH ELEVATION - FROM SHERIDAN STREET  
1/8" = 1'-0"

Sheridan Hollow: Housing Visions Consultants, Inc.

City of Albany, New York - Board of Zoning Appeals Submission

Date: 07/11/12

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



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① PROPOSED MIXED-USE BUILDING - WEST ELEVATION - FROM DOVE STREET  
1/8" = 1'-0"

Sheridan Hollow: Housing Visions Consultants, Inc.

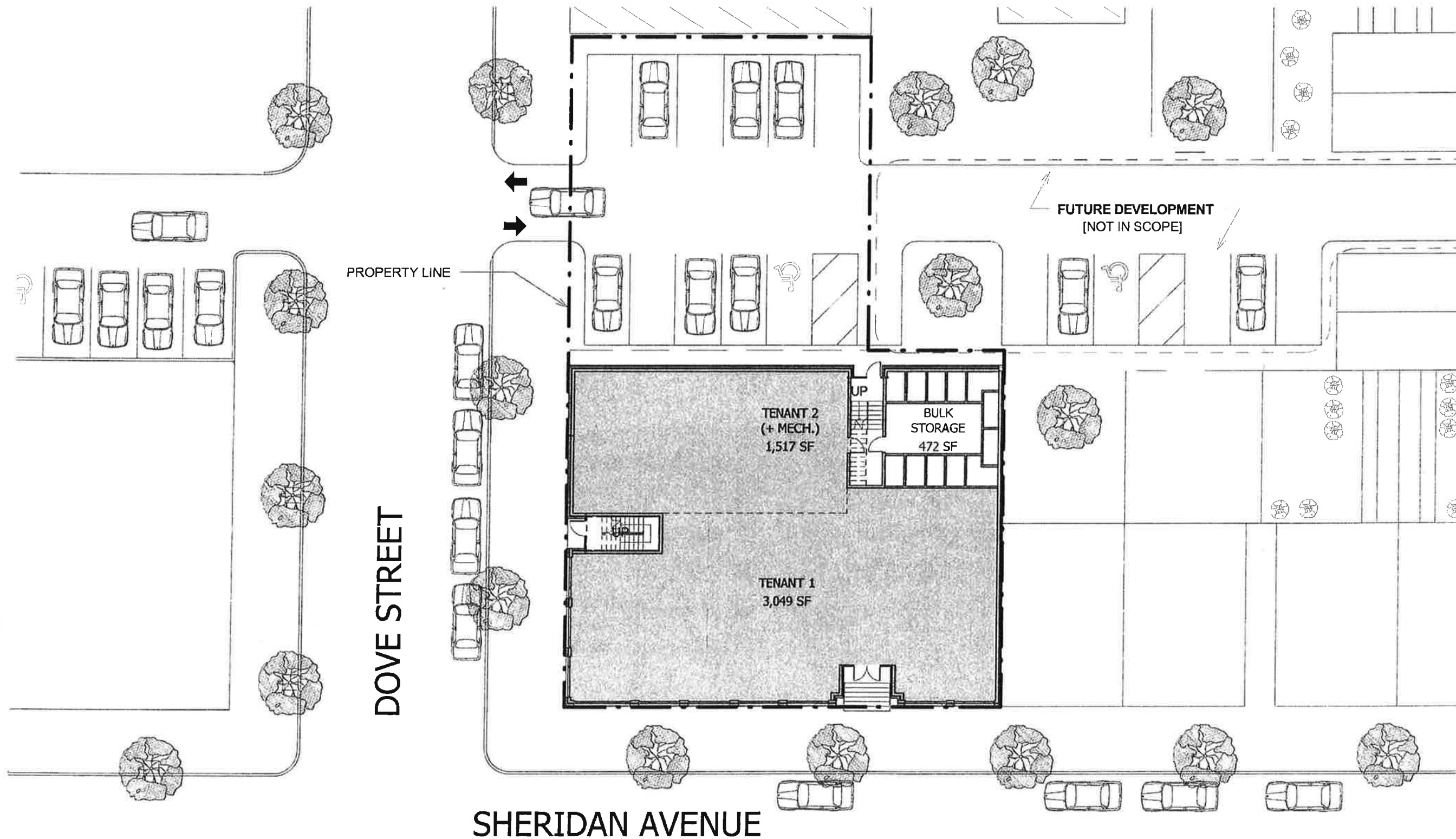
Date: 07/11/12

City of Albany, New York - Board of Zoning Appeals Board

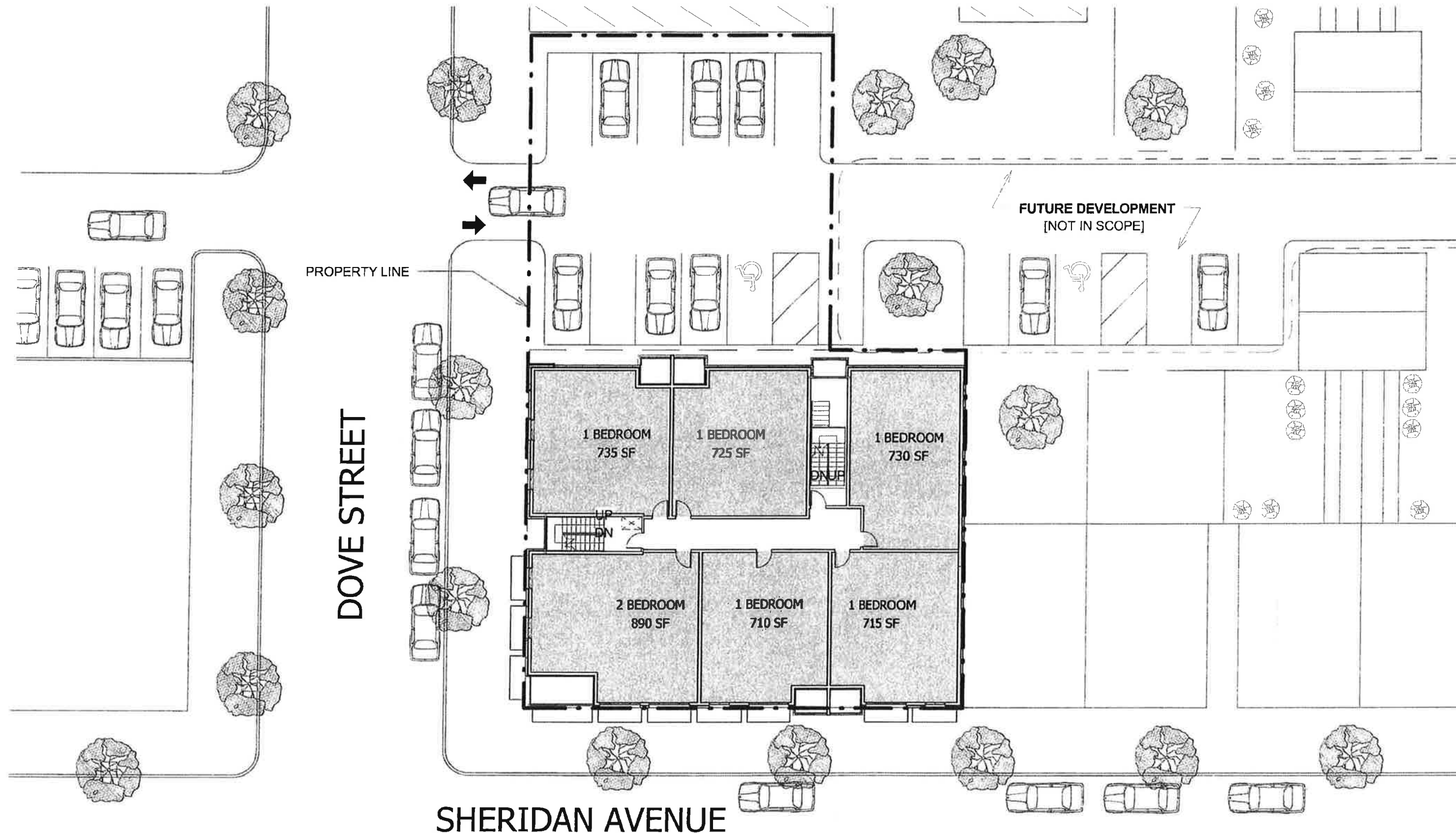
Scale: 1/8" = 1'-0"



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1 PROPOSED MIXED-USE BUILDING - 1ST FLOOR  
1" = 20'-0"



① PROPOSED MIXED-USE BUILDING - 2RD FLOOR  
1" = 20'-0"

Sheridan Hollow: Housing Visions Consultants, Inc.

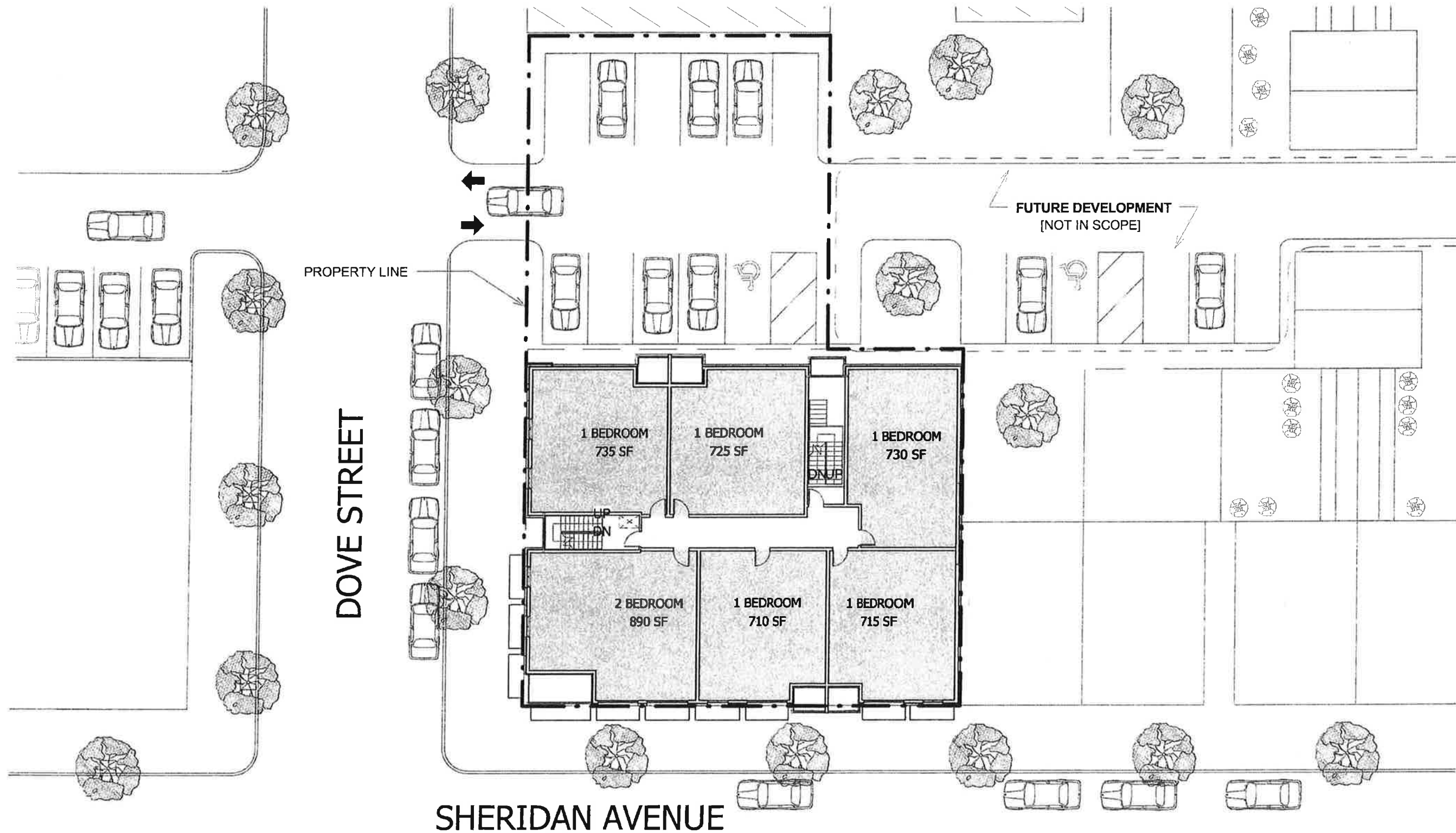
City of Albany, New York - Board of Zoning Appeals Submission

Date: 07/11/12

Scale: 1" = 20'-0"



3tarchitects.com



① PROPOSED MIXED-USE BUILDING - 3RD FLOOR  
1" = 20'-0"

Sheridan Hollow: Housing Visions Consultants, Inc.

City of Albany, New York - Board of Zoning Appeals Submission

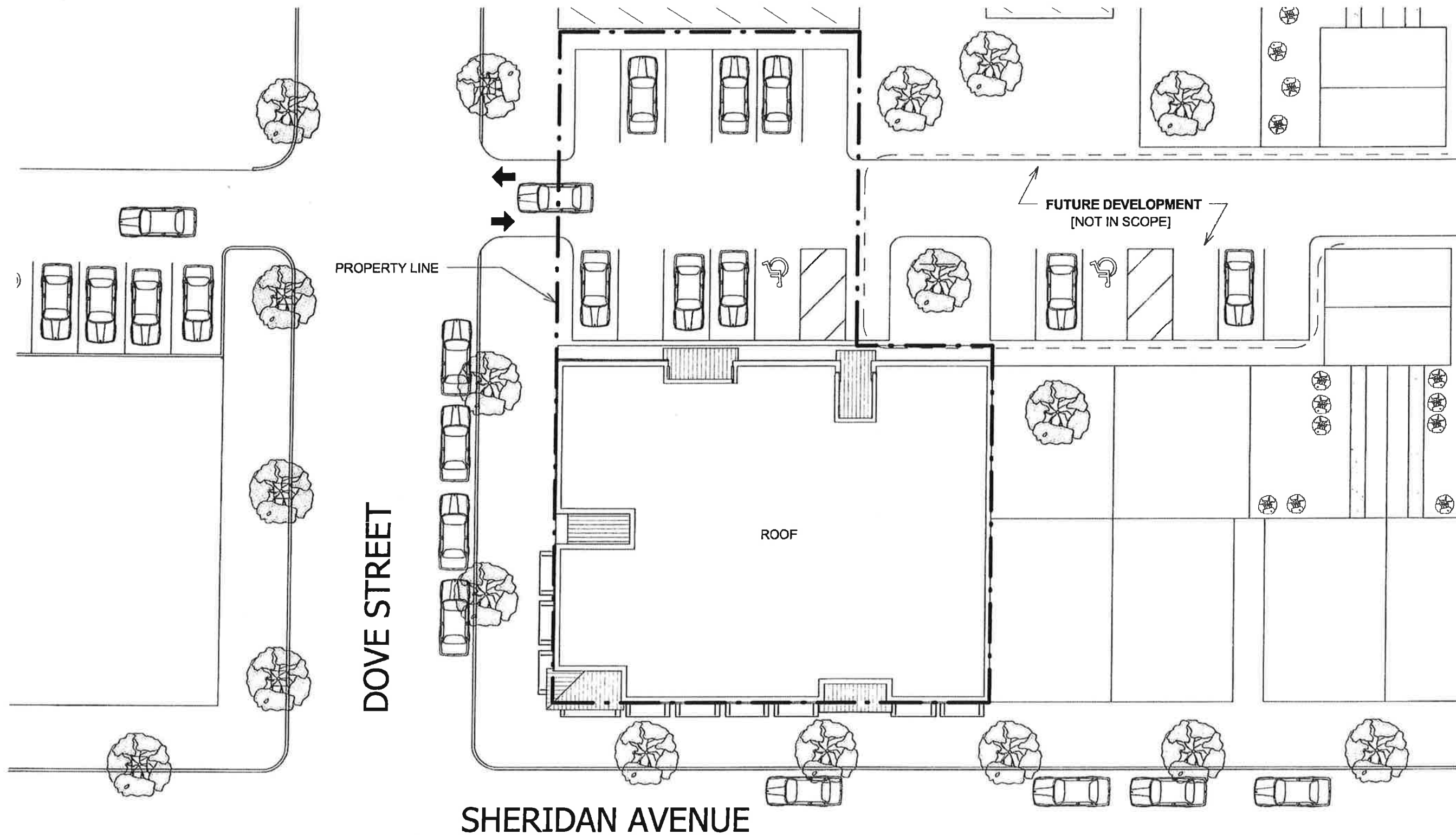
Date: 07/11/12

Scale: 1" = 20'-0"



3tarchitects.com



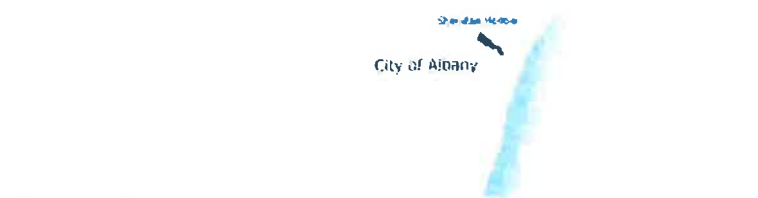


① PROPOSED MIXED-USE BUILDING - ROOF PLAN  
1" = 20'-0"

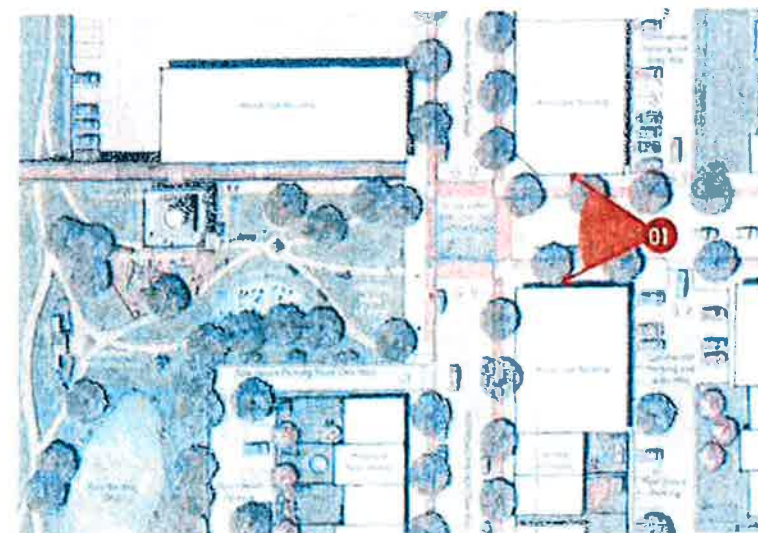




After (Proposed)



Location Map



Key Plan

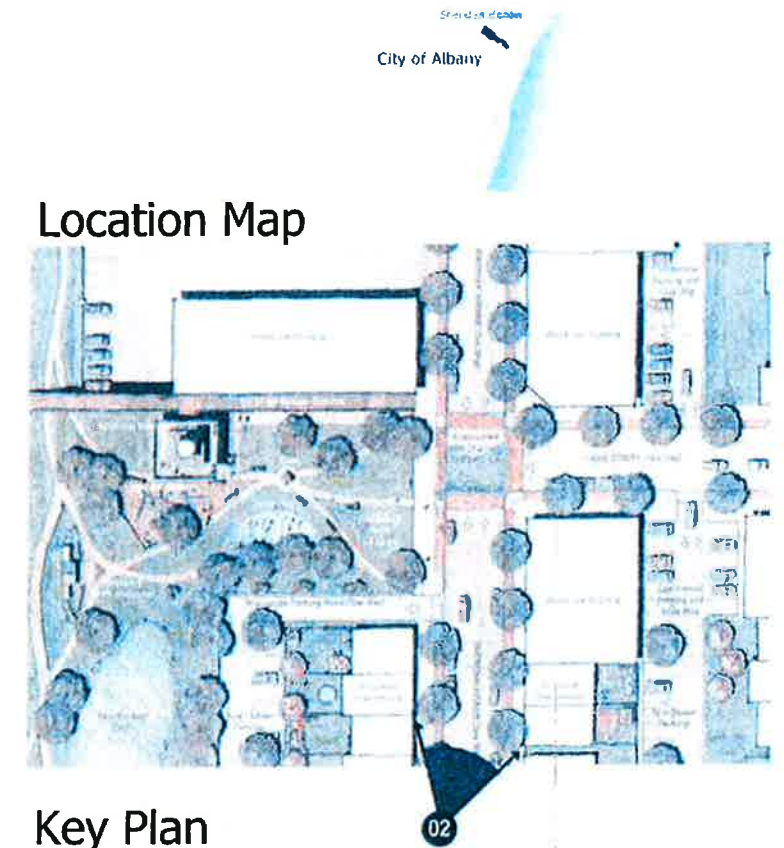


Before (Existing)





After (Proposed)



Before (Existing)





**HOUSINGVISIONS**

Real Plans. Real People. Real Progress.

**MEMORANDUM**

**TO:** Bradley Chevallier, Senior Economic Developer  
**FROM:** Justin Rudgick, Regional Development Manager  
**RE:** Sheridan Hollow Charrette  
**DATE:** 9/5/2012

Sheridan Hollow Village is part of a comprehensive neighborhood revitalization strategy in the Sheridan Hollow neighborhood in Albany directly bordering downtown. Not for profit organizations Housing Visions (HV), Habitat for Humanity Capital District (HfHCD), and the Touhey Home Ownership Foundation will redevelop Sheridan Hollow as a mixed-income, mixed-use sustainable community. This comprehensive project will effect broad change by creating opportunities for affordable new construction home ownership, quality rental housing, retail and commercial investments, streetscape improvements, enhanced public safety and public park restoration.

The entire comprehensive project is informed by widespread community participation and input collected throughout an intensive four-day design charrette. The Sheridan Hollow charrette was a collaborative planning event that engaged all affected parties, including stakeholders, residents, business owners and city departments, to create and support a feasible plan that represents transformative change. Transformational partnerships originated from the charrette such as Housing Visions' partnership with Habitat for Humanity Capital District, Touhey Home Ownership Foundation, 3t Architects, ITT Technical Institute, City of Albany, and other community and academic partners to holistically revitalize the Sheridan Hollow neighborhood.

The proposed Sheridan Hollow Village project began as an open public design charrette process. Over a four-day period, 400+ stakeholders attended and participated in the interactive design process. Included in the charrette was the collection of stakeholders' likes, dislikes, preferences, etc... for the collectively agreed upon design aesthetics and direction of planning in the Sheridan Hollow neighborhood. The project has been presented to the public and it has been submitted to the City of Albany's Board of Zoning Appeals as well as the Planning Board. Each and every time, the project team seeks open and honest input and feedback on the project and its aesthetics. The entire project team is devoted to continuing an open dialogue regarding the design intent and aesthetics for the project. Included in this process was the general public, the neighbors and governing bodies. Frankly, this world-class collaborative process could not be more transparent and open to feedback from each and every person that may be affected by the project. The additional effort and appropriately developed attitude amongst the team members will serve to create the pinnacle example of comprehensive neighborhood revitalization, and that is Sheridan Hollow Village.

If you have any requests regarding this matter, please do not hesitate to contact me.



## NOTIFICATION OF LOCAL ACTION DECISION OF THE CITY OF ALBANY BOARD OF ZONING APPEALS

► Important Note: This is not a building permit. All building permits must be approved and issued by the Division of Building & Codes prior to the start of any construction.

ADDRESS OF SUBJECT PROPERTY: 203-205 Sheridan Ave. AKA 10-20 Dove St.  
IN THE MATTER OF: Use Variance, Area Variance and Parking Lot Permit to allow for the construction of a three (3)-story, +/- 16,500 sq. ft. mixed use structure with ten (10) residential dwelling units, a +/- 5,500 sq. ft. ground-level restaurant and an eleven (11)-space accessory parking lot.

APPLICANT: Housing Visions Unlimited, Inc. c/o 3T Architects

ADDRESS: 418 Broadway, Albany, NY 12207

CASE NUMBER: 8-12, 4014

DATE APPLICATION RECEIVED: 7/11/12

DATE OF HEARING: 8/8/12

DATE OF DECISION: 8/8/12

WARD: 3

DECISION: Approved

N.A.: Sheridan Hollow

HISTORIC/ SPECIAL DISTRICT(S): N/A

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The request is Approved, by the following vote:

For: 5	Apostol: Y	Ray: Y
Against: 0	Cronin: Y	Tucker-Ross: Y
Abstain: 0	Moran: N/A	Viele: Y

### Site Description

The property in question is located on the northeast corner of Sheridan Avenue and Dove Street in an R-2B One- and Two-Family Medium-Density Residential zoning district. The 0.16-acre lot to be created consists of parcels currently known as 203 Sheridan Avenue, 10 and 20 Dove Street, which are improved with a small municipal park and war memorial.

### Relevant Considerations

The applicant is proposing to construct a three-story mixed use building at the site in question. The building is proposed to have twelve residential dwelling units, which are to comprise 11,000 square feet of floor area on the upper two stories of the building. The ground level will consist of approximately 5,500 square feet of commercial floor space to be dedicated to a restaurant use. The proposed use is not a permitted use in the applicable R-2B zoning district:

*§ 375-65 R-2B One- and Two-Family Medium-Density Residential District.*

*A. Principal permitted uses shall be as follows:*

- (1) Single-family detached dwellings.*
- (2) Two-family detached dwellings.*
- (3) Semidetached dwellings.*
- (4) Single-family row dwellings.*
- (5) Two-family row dwellings.*
- (6) Houses of worship.*

The applicant indicates that it has secured an agreement to lease the proposed commercial floor space to a

restaurant user. The restaurant concept it roughly described as follows:

*"Sheridan's (a temporary name) is to be a social justice-infused, "fast-casual" restaurant that will serve distinctive soups, salads and sandwiches to its friends and neighbors in and around Sheridan Hollow. In addition to providing flavorful and affordable alternatives to pizza and fast food, the restaurant will serve as an on-the-job training center for those returning to the community from a period of incarceration. Sheridan's owners aim to do well while doing good..."*

*...Operating from 10:30 a.m. to 8 p.m. seven days a week, Sheridan's will target two primary markets: daytime workers and community residents. It is anticipated that weekday, on-site lunch clientele will include office workers from the Central Avenue/Washington Avenue sector, who will be attracted by the ambiance of the restaurant, the quality of the food, and the novelty of riding on the Sheridan Hollow Beacon elevator. It is also expected that workers from the businesses in the Sheridan Hollow and Arbor Hill sectors will frequent Sheridan's for lunch. Sheridan's will also deliver to offices and businesses in these three sectors (and perhaps beyond), offering customers the facility of on-line ordering. In the evenings and on weekends, Sheridan's will be geared more to community residents through, for example, the offering of family specials..."*

The residential dwellings units proposed consist of ten, one-bedroom apartments ranging from 710 to 735 square feet in size and two, two-bedroom apartments, 890 square feet each in size. Access to the residences will be provided from the street frontage as well as a private alley to the rear of the building. The applicant states:

*"The three story building is congruent and in scale with the existing buildings of the area. The dwelling units expand the residential capacity of Sheridan Hollow, a desire currently described within the City's Comprehensive Plan. Lot coverage is similar to the surrounding properties with zero building setbacks and small rear yards."*

Further, that the subject location is a high traffic area within the neighborhood which will diminish any impacts that a commercial operation may have at this location. An 11-space parking lot will be located in the rear of the structure, contiguous with an alley to be installed at the rear of properties along the applicable block of Sheridan Avenue / Orange Street. The applicant is requesting a Parking Lot Permit to allow the proposed parking area in excess of four vehicles:

*§ 375-174 Development and maintenance of parking and loading areas.*

*Authorization of the Board shall be required for parking, storage or garaging for more than four vehicles. Every parcel of land used in whole and in part as a public or private parking area or loading area, including a commercial parking lot and automobile or trailer sales lot, shall be developed and maintained in accordance with this article.*

The applicant is also seeking an Area Variance pertaining to the parking allocation, as the cumulative use requires a total of 122 off-street parking spaces per Zoning Ordinance specifications:

<u>Use</u>	<u>Allocation Requirement</u>	<u>Unit # / Sq. Ft.</u>	<u># of Spaces</u>
Apartment Houses	1 per unit	12 units	12
Restaurant, Sit-down	1 per 50 sq. ft. of dining room floor area	5,500 sq. ft.	110
Total Required Parking Spaces	---	---	122

The newly constructed building will be constructed on the site of an existing City Park and War Memorial that are to be relocated elsewhere in the vicinity of the property. The applicant has initiated the processes that are necessary for relocating the park and memorial.

### **Findings**

The proposed mixed-use building is consistent with conceptual plans for the greater neighborhood area as well as historical land use patterns within the neighborhood. The location at the street intersection of

Sheridan Avenue and Dove Street, adjacent to a City Park and in the midst of foot traffic generated by neighboring office uses, has been carefully considered. The location is intended to be a focal point of the neighborhood area as well as the subject development proposal. To this end it is also a suitable location for the multiple residences that will accompany the proposal. Accordingly, the Use Variance is granted in the context of a carefully considered plan that is reflective of the objectives of the City's Comprehensive Plan.

The Board finds that, in accordance with §375-26(B)(2)(a), the Use Variance granted is the minimum necessary, and that:

- a. The applicant has demonstrated an unnecessary hardship, in that they cannot realize a reasonable return with a permitted use of the building.
- b. This hardship is unique to this property.
- c. Granting the variance will not alter the essential character of the neighborhood.
- d. The hardship was not self-created.

The required 112 parking space provision is unreasonable given the context and built character of the area. The provision of parking on this scale would be inordinately expensive and/or drastically in conflict with the relatively dense, vibrant, pedestrian-friendly environment being established as a part of the greater project plans. Being that the restaurant floor plan has not yet been fully detailed, the 5,500 square foot area is not an accurate calculation of the dining room floor area based upon which the parking requirement is applied. This results in an overly conservative estimate of parking demand. The associated residences are not physically or socioeconomically geared to multi-car households. The off-street parking provided, coupled with existing on-street parking capacity, will adequately serve the development.

The Board finds that, in accordance with §375-26(B)(1)(a), the Area Variance granted is the minimum necessary, and that:

- a. No undesirable change will be produced in the character of the neighborhood nor will a detriment to nearby properties be created.
- b. The benefit sought cannot be achieved by some method feasible to the applicant other than the granting of the variance.
- c. The requested variance is not substantial.
- d. Granting the variance will not have an adverse impact on the physical or environmental conditions in the neighborhood.
- e. The hardship may have been self-created, but this does not preclude the granting of the area variance in this circumstance.

The Board hereby authorizes the Parking Lot Permit, as per §375-174.

The Board hereby issues a negative declaration under SEQR for this unlisted action, as the proposed construction will not result in any significant adverse environmental impacts.

I, G. Michael Apostol, representing the Board of Zoning Appeals of the City of Albany, hereby certify that the foregoing is a true copy of a decision of the Board made at a meeting thereof duly called and held on August 8, 2012.

Signed: G. Michael Apostol Date: 8/8/12

► Important Note: Unless otherwise specified by the Board, this decision shall expire and become null and void if the applicant fails to obtain any necessary zoning, building, or other permits or comply with the conditions of such decision within six (6) months of the date of signature.

**NOTIFICATION OF LOCAL ACTION**  
**DECISION OF THE CITY OF ALBANY BOARD OF ZONING APPEALS**

► Important Note: This is not a building permit. All building permits must be approved and issued by the Division of Building & Codes prior to the start of any construction.

ADDRESS OF SUBJECT PROPERTY: 182 Sheridan Ave.

IN THE MATTER OF: Area Variance to allow for the construction of a row dwelling that is three (3) stories in height.

APPLICANT: Housing Visions Unlimited, Inc. c/o 3T Architects

ADDRESS: 418 Broadway, Albany, NY 12207

CASE NUMBER: 8-12, 4009

DATE APPLICATION RECEIVED: 7/11/12

DATE OF HEARING: 8/8/12

DATE OF DECISION: 8/8/12

WARD: 3

DECISION: Approved

N.A.: Sheridan Hollow

HISTORIC/ SPECIAL DISTRICT(S): N/A

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The request is Approved, by the following vote:

For: 5	Apostol: Y	Ray: Y
Against: 0	Cronin: Y	Tucker-Ross: Y
Abstain: 0	Moran: NIA	Viele: Y

**Site Description**

The property in question is located on the south side of Sheridan Avenue between South Swan and Dove Streets in an R-2B One- and Two-Family Medium-Density Residential zoning district. The to-be-created lot will consist of the parcel known as 182 Sheridan Avenue and a portion of the parcel at 184 Sheridan Avenue. 182 Sheridan Avenue is improved with a three-story, 3,036 square foot residential structure. 184 Sheridan Avenue is vacant and unimproved.

**Relevant Considerations**

The applicant, Housing Visions Unlimited, is proposing to construct a row house dwelling at the property in question. The home is one of 29 single- and two-family residences proposed to be constructed as a part of the Sheridan Hollow Phase I development resulting from the partnership of the applicant, Capital District Habitat for Humanity and the Touhey Homeownership Foundation. The properties are to be located in an R-2B zoning district, which sets forth the following yard requirements for new construction:

*§ 375-65 R-2B One- and Two-Family Medium-Density Residential District.*

*D. Yard requirements shall be as follows:*

*(1) Row houses.*

- (a) Minimum total lot area: 2,000 square feet.*
- (b) Minimum land area per dwelling unit: 1,000 square feet.*
- (c) Minimum lot width: 20 feet.*
- (d) Minimum lot depth: 100 feet.*
- (e) Minimum front yard: five feet, unless previously built on lot line.*
- (f) Minimum side yard: zero feet.*
- (g) Minimum rear yard: 25 feet.*
- (h) Maximum building height: 2 1/2 stories or 35 feet, whichever is less.*

(i) Maximum lot coverage, including accessory buildings: 50%.

The applicant is requesting a variance from the following regulation to allow for the construction of the proposed dwelling:

<u>Yard Regulation</u>	<u>Requirement</u>	<u>Proposed</u>
Maximum Building Height*	2.5 stories	3 stories

The proposed construction is exemption from the off-street parking requirement established in § 375-185:

*§ 375-187 Parking space in fully developed residential districts.*

*The parking requirements of § 375-185 shall not apply to one- and two-family residences in residential districts where residents are permitted to build with no open space accessible from the street.*

### **Findings**

The requested variance is not substantial. The proposed dwelling is evaluated within the context of a comprehensive redevelopment that proposes buildings of varying heights within proximity to each other. These variations are consistent with the historic building fabric of the neighborhood, some of which remains. This consistency in character will not result in any undesirable change and will complement existing physical attributes inherent within the neighborhood.

The Board finds that, in accordance with §375-26(B)(1)(a), the variance granted is the minimum necessary, and that:

- a. No undesirable change will be produced in the character of the neighborhood nor will a detriment to nearby properties be created.
- b. The benefit sought cannot be achieved by some method feasible to the applicant other than the granting of the variance.
- c. The requested variance is not substantial.
- d. Granting the variance will not have an adverse impact on the physical or environmental conditions in the neighborhood.
- e. The hardship may have been self-created, but this does not preclude the granting of the area variance in this circumstance.

The Board hereby issues a negative declaration under SEQR for this unlisted action, as the proposed construction will not result in any significant adverse environmental impacts.

I, G. Michael Apostol, representing the Board of Zoning Appeals of the City of Albany, hereby certify that the foregoing is a true copy of a decision of the Board made at a meeting thereof duly called and held on August 8, 2012.

Signed: \_\_\_\_\_



Date: 8/8/12

► Important Note: Unless otherwise specified by the Board, this decision shall expire and become null and void if the applicant fails to obtain any necessary zoning, building, or other permits or comply with the conditions of such decision within six (6) months of the date of signature.

## NOTIFICATION OF LOCAL ACTION DECISION OF THE CITY OF ALBANY BOARD OF ZONING APPEALS

► Important Note: This is not a building permit. All building permits must be approved and issued by the Division of Building & Codes prior to the start of any construction.

ADDRESS OF SUBJECT PROPERTY: 184 Sheridan Ave.

IN THE MATTER OF: Area Variance to allow for the construction of a row dwelling that is three (3) stories in height.

APPLICANT: Housing Visions Unlimited, Inc. c/o 3T Architects

ADDRESS: 418 Broadway, Albany, NY 12207

CASE NUMBER: 8-12, 4010

DATE APPLICATION RECEIVED: 7/11/12

DATE OF HEARING: 8/8/12

DATE OF DECISION: 8/8/12

WARD: 3

DECISION: Approved

N.A.: Sheridan Hollow

HISTORIC/ SPECIAL DISTRICT(S): N/A

---

The request is Approved, by the following vote:

For: 5	Apostol: Y	Ray: Y
Against: 0	Cronin: Y	Tucker-Ross: Y
Abstain: 0	Moran: N/A	Viele: Y

### Site Description

The property in question is located on the south side of Sheridan Avenue between South Swan and Dove Streets in an R-2B One- and Two-Family Medium-Density Residential zoning district. The to-be-created lot will consist of portions of the vacant and unimproved parcels known as 184 and 186 Sheridan Avenue.

### Relevant Considerations

The applicant, Housing Visions Unlimited, is proposing to construct a row house dwelling at the property in question. The home is one of 29 single- and two-family residences proposed to be constructed as a part of the Sheridan Hollow Phase I development resulting from the partnership of the applicant, Capital District Habitat for Humanity and the Touhey Homeownership Foundation. The properties are to be located in an R-2B zoning district, which sets forth the following yard requirements for new construction:

*§ 375-65 R-2B One- and Two-Family Medium-Density Residential District.*

*D. Yard requirements shall be as follows:*

*(1) Row houses.*

- (a) Minimum total lot area: 2,000 square feet.*
- (b) Minimum land area per dwelling unit: 1,000 square feet.*
- (c) Minimum lot width: 20 feet.*
- (d) Minimum lot depth: 100 feet.*
- (e) Minimum front yard: five feet, unless previously built on lot line.*
- (f) Minimum side yard: zero feet.*
- (g) Minimum rear yard: 25 feet.*
- (h) Maximum building height: 2 1/2 stories or 35 feet, whichever is less.*
- (i) Maximum lot coverage, including accessory buildings: 50%.*

The applicant is requesting a variance from the following regulation to allow for the construction of the proposed dwelling:

<u>Yard Regulation</u>	<u>Requirement</u>	<u>Proposed</u>
Maximum Building Height*	2.5 stories	3 stories

The proposed construction is exemption from the off-street parking requirement established in § 375-185:

*§ 375-187 Parking space in fully developed residential districts.*

*The parking requirements of § 375-185 shall not apply to one- and two-family residences in residential districts where residents are permitted to build with no open space accessible from the street.*

### **Findings**

The requested variance is not substantial. The proposed dwelling is evaluated within the context of a comprehensive redevelopment that proposes buildings of varying heights within proximity to each other. These variations are consistent with the historic building fabric of the neighborhood, some of which remains. This consistency in character will not result in any undesirable change and will complement existing physical attributes inherent within the neighborhood.

The Board finds that, in accordance with §375-26(B)(1)(a), the variance granted is the minimum necessary, and that:

- a. No undesirable change will be produced in the character of the neighborhood nor will a detriment to nearby properties be created.
- b. The benefit sought cannot be achieved by some method feasible to the applicant other than the granting of the variance.
- c. The requested variance is not substantial.
- d. Granting the variance will not have an adverse impact on the physical or environmental conditions in the neighborhood.
- e. The hardship may have been self-created, but this does not preclude the granting of the area variance in this circumstance.

The Board hereby issues a negative declaration under SEQR for this unlisted action, as the proposed construction will not result in any significant adverse environmental impacts.

I, G. Michael Apostol, representing the Board of Zoning Appeals of the City of Albany, hereby certify that the foregoing is a true copy of a decision of the Board made at a meeting thereof duly called and held on August 8, 2012.

Signed: G. Michael Apostol Date: 8/8/12

► Important Note: Unless otherwise specified by the Board, this decision shall expire and become null and void if the applicant fails to obtain any necessary zoning, building, or other permits or comply with the conditions of such decision within six (6) months of the date of signature.

## NOTIFICATION OF LOCAL ACTION DECISION OF THE CITY OF ALBANY BOARD OF ZONING APPEALS

► Important Note: This is not a building permit. All building permits must be approved and issued by the Division of Building & Codes prior to the start of any construction.

ADDRESS OF SUBJECT PROPERTY: 231 Orange St.

IN THE MATTER OF: Area Variance to allow for the construction of a row dwelling that is three (3) stories in height on a lot 86 feet in depth.

APPLICANT: Housing Visions Unlimited, Inc. c/o 3T Architects

ADDRESS: 418 Broadway, Albany, NY 12207

CASE NUMBER: 8-12, 4011

DATE APPLICATION RECEIVED: 7/11/12

DATE OF HEARING: 8/8/12

DATE OF DECISION: 8/8/12

WARD: 3

DECISION: Approved

N.A.: Sheridan Hollow

HISTORIC/ SPECIAL DISTRICT(S): N/A

---

The request is Approved, by the following vote:

For: 5	Apostol: Y	Ray: Y
Against: 0	Cronin: Y	Tucker-Ross: Y
Abstain: 0	Moran: NIA	Viele: Y

### Site Description

The property in question is located on the north side of Orange Street between South Swan and Dove Streets in an R-2B One- and Two-Family Medium-Density Residential zoning district. The to-be-created lot will consist of portions of the vacant and unimproved parcels known as 231 and 233 Orange Street.

### Relevant Considerations

The applicant, Housing Visions Unlimited, is proposing to construct a row house dwelling at the property in question. The home is one of 29 single- and two-family residences proposed to be constructed as a part of the Sheridan Hollow Phase I development resulting from the partnership of the applicant, Capital District Habitat for Humanity and the Touhey Homeownership Foundation. The properties are to be located in an R-2B zoning district, which sets forth the following yard requirements for new construction:

*§ 375-65 R-2B One- and Two-Family Medium-Density Residential District.*

*D. Yard requirements shall be as follows:*

*(1) Row houses.*

- (a) Minimum total lot area: 2,000 square feet.*
- (b) Minimum land area per dwelling unit: 1,000 square feet.*
- (c) Minimum lot width: 20 feet.*
- (d) Minimum lot depth: 100 feet.*
- (e) Minimum front yard: five feet, unless previously built on lot line.*
- (f) Minimum side yard: zero feet.*
- (g) Minimum rear yard: 25 feet.*
- (h) Maximum building height: 2 1/2 stories or 35 feet, whichever is less.*
- (i) Maximum lot coverage, including accessory buildings: 50%.*



The applicant is requesting variances from the following regulations to allow for the construction of the proposed dwelling:

<u>Yard Regulation</u>	<u>Requirement</u>	<u>Proposed</u>
Minimum Lot Depth	100 feet	86 feet
Maximum Building Height*	2.5 stories	3 stories

The proposed construction is exemption from the off-street parking requirement established in § 375-185:

*§ 375-187 Parking space in fully developed residential districts.*

*The parking requirements of § 375-185 shall not apply to one- and two-family residences in residential districts where residents are permitted to build with no open space accessible from the street.*

### **Findings**

The requested variance is not substantial. The proposed dwelling is evaluated within the context of a comprehensive redevelopment that proposes buildings of varying heights within proximity to each other. These variations are consistent with the historic building fabric of the neighborhood, some of which remains. This consistency in character will not result in any undesirable change and will complement existing physical attributes inherent within the neighborhood. The deficit in total lot depth is not uncommon amongst lots within the immediate area, many of which are developed with homes of a similar style and scale.

The Board finds that, in accordance with §375-26(B)(1)(a), the variances granted are the minimum necessary, and that:

- a. No undesirable change will be produced in the character of the neighborhood nor will a detriment to nearby properties be created.
- b. The benefit sought cannot be achieved by some method feasible to the applicant other than the granting of the variances.
- c. The requested variances are not substantial.
- d. Granting the variances will not have an adverse impact on the physical or environmental conditions in the neighborhood.
- e. The hardship may have been self-created, but this does not preclude the granting of area variances in this circumstance.

The Board hereby issues a negative declaration under SEQR for this unlisted action, as the proposed construction will not result in any significant adverse environmental impacts.

I, G. Michael Apostol, representing the Board of Zoning Appeals of the City of Albany, hereby certify that the foregoing is a true copy of a decision of the Board made at a meeting thereof duly called and held on August 8, 2012.

Signed: G. Michael Apostol Date: 8/8/12

► Important Note: Unless otherwise specified by the Board, this decision shall expire and become null and void if the applicant fails to obtain any necessary zoning, building, or other permits or comply with the conditions of such decision within six (6) months of the date of signature.

**NOTIFICATION OF LOCAL ACTION  
DECISION OF THE CITY OF ALBANY BOARD OF ZONING APPEALS**

► Important Note: This is not a building permit. All building permits must be approved and issued by the Division of Building & Codes prior to the start of any construction.

ADDRESS OF SUBJECT PROPERTY: 233 Orange St.

IN THE MATTER OF: Area Variance to allow for the construction of a row dwelling that is three (3) stories in height on a lot 86 feet in depth.

APPLICANT: Housing Visions Unlimited, Inc. c/o 3T Architects

ADDRESS: 418 Broadway, Albany, NY 12207

CASE NUMBER: 8-12, 4012

DATE APPLICATION RECEIVED: 7/11/12

DATE OF HEARING: 8/8/12

DATE OF DECISION: 8/8/12

WARD: 3

DECISION: Approved

N.A.: Sheridan Hollow

HISTORIC/ SPECIAL DISTRICT(S): N/A

---

The request is Approved, by the following vote:

For: 5	Apostol: Y	Ray: Y
Against: 0	Cronin: Y	Tucker-Ross: Y
Abstain: 0	Moran: N/A	Viele: Y

**Site Description**

The property in question is located on the north side of Orange Street between South Swan and Dove Streets in an R-2B One- and Two-Family Medium-Density Residential zoning district. The to-be-created lot will consist of portions of the vacant and unimproved parcels known as 233 and 235 Orange Street.

**Relevant Considerations**

The applicant, Housing Visions Unlimited, is proposing to construct a row house dwelling at the property in question. The home is one of 29 single- and two-family residences proposed to be constructed as a part of the Sheridan Hollow Phase I development resulting from the partnership of the applicant, Capital District Habitat for Humanity and the Touhey Homeownership Foundation. The properties are to be located in an R-2B zoning district, which sets forth the following yard requirements for new construction:

*§ 375-65 R-2B One- and Two-Family Medium-Density Residential District.*

*D. Yard requirements shall be as follows:*

*(1) Row houses.*

- (a) Minimum total lot area: 2,000 square feet.*
- (b) Minimum land area per dwelling unit: 1,000 square feet.*
- (c) Minimum lot width: 20 feet.*
- (d) Minimum lot depth: 100 feet.*
- (e) Minimum front yard: five feet, unless previously built on lot line.*
- (f) Minimum side yard: zero feet.*
- (g) Minimum rear yard: 25 feet.*
- (h) Maximum building height: 2 1/2 stories or 35 feet, whichever is less.*
- (i) Maximum lot coverage, including accessory buildings: 50%.*

The applicant is requesting variances from the following regulations to allow for the construction of the proposed dwelling:

<u>Yard Regulation</u>	<u>Requirement</u>	<u>Proposed</u>
Minimum Lot Depth	100 feet	86 feet
Maximum Building Height*	2.5 stories	3 stories

The proposed construction is exemption from the off-street parking requirement established in § 375-185;

*§ 375-187 Parking space in fully developed residential districts.*

*The parking requirements of § 375-185 shall not apply to one- and two-family residences in residential districts where residents are permitted to build with no open space accessible from the street.*

### **Findings**

The requested variance is not substantial. The proposed dwelling is evaluated within the context of a comprehensive redevelopment that proposes buildings of varying heights within proximity to each other. These variations are consistent with the historic building fabric of the neighborhood, some of which remains. This consistency in character will not result in any undesirable change and will complement existing physical attributes inherent within the neighborhood. The deficit in total lot depth is not uncommon amongst lots within the immediate area, many of which are developed with homes of a similar style and scale.

The Board finds that, in accordance with §375-26(B)(1)(a), the variances granted are the minimum necessary, and that:

- a. No undesirable change will be produced in the character of the neighborhood nor will a detriment to nearby properties be created.
- b. The benefit sought cannot be achieved by some method feasible to the applicant other than the granting of the variances.
- c. The requested variances are not substantial.
- d. Granting the variances will not have an adverse impact on the physical or environmental conditions in the neighborhood.
- e. The hardship may have been self-created, but this does not preclude the granting of area variances in this circumstance.

The Board hereby issues a negative declaration under SEQR for this unlisted action, as the proposed construction will not result in any significant adverse environmental impacts.

I, G. Michael Apostol, representing the Board of Zoning Appeals of the City of Albany, hereby certify that the foregoing is a true copy of a decision of the Board made at a meeting thereof duly called and held on August 8, 2012.

Signed: G. Michael Apostol Date: 8/8/12

► Important Note: Unless otherwise specified by the Board, this decision shall expire and become null and void if the applicant fails to obtain any necessary zoning, building, or other permits or comply with the conditions of such decision within six (6) months of the date of signature.

## NOTIFICATION OF LOCAL ACTION DECISION OF THE CITY OF ALBANY BOARD OF ZONING APPEALS

► Important Note: This is not a building permit. All building permits must be approved and issued by the Division of Building & Codes prior to the start of any construction.

ADDRESS OF SUBJECT PROPERTY: 235 Orange St.

IN THE MATTER OF: Area Variance to allow for the construction of a row dwelling that is three (3) stories in height on a lot 86 feet in depth.

APPLICANT: Housing Visions Unlimited, Inc. c/o 3T Architects

ADDRESS: 418 Broadway, Albany, NY 12207

CASE NUMBER: 8-12, 4013

DATE APPLICATION RECEIVED: 7/11/12

DATE OF HEARING: 8/8/12

DATE OF DECISION: 8/8/12

WARD: 3

DECISION: Approved

N.A.: Sheridan Hollow

HISTORIC/ SPECIAL DISTRICT(S): N/A

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The request is Approved, by the following vote:

For: 5	Apostol: Y	Ray: Y
Against: 0	Cronin: Y	Tucker-Ross: Y
Abstain: 0	Moran: N/A	Viele: Y

### Site Description

The property in question is located on the north side of Orange Street between South Swan and Dove Streets in an R-2B One- and Two-Family Medium-Density Residential zoning district. The to-be-created lot will consist of portions of the vacant and unimproved parcels known as 235 and 237 Orange Street.

### Relevant Considerations

The applicant, Housing Visions Unlimited, is proposing to construct a row house dwelling at the property in question. The home is one of 29 single- and two-family residences proposed to be constructed as a part of the Sheridan Hollow Phase I development resulting from the partnership of the applicant, Capital District Habitat for Humanity and the Touhey Homeownership Foundation. The properties are to be located in an R-2B zoning district, which sets forth the following yard requirements for new construction:

*§ 375-65 R-2B One- and Two-Family Medium-Density Residential District.*

*D. Yard requirements shall be as follows:*

*(1) Row houses.*

- (a) Minimum total lot area: 2,000 square feet.*
- (b) Minimum land area per dwelling unit: 1,000 square feet.*
- (c) Minimum lot width: 20 feet.*
- (d) Minimum lot depth: 100 feet.*
- (e) Minimum front yard: five feet, unless previously built on lot line.*
- (f) Minimum side yard: zero feet.*
- (g) Minimum rear yard: 25 feet.*
- (h) Maximum building height: 2 1/2 stories or 35 feet, whichever is less.*
- (i) Maximum lot coverage, including accessory buildings: 50%.*

The applicant is requesting variances from the following regulations to allow for the construction of the proposed dwelling:

<u>Yard Regulation</u>	<u>Requirement</u>	<u>Proposed</u>
Minimum Lot Depth	100 feet	86 feet
Maximum Building Height*	2.5 stories	3 stories

The proposed construction is exemption from the off-street parking requirement established in § 375-185:

*§ 375-187 Parking space in fully developed residential districts.*

*The parking requirements of § 375-185 shall not apply to one- and two-family residences in residential districts where residents are permitted to build with no open space accessible from the street.*

### Findings

The requested variance is not substantial. The proposed dwelling is evaluated within the context of a comprehensive redevelopment that proposes buildings of varying heights within proximity to each other. These variations are consistent with the historic building fabric of the neighborhood, some of which remains. This consistency in character will not result in any undesirable change and will complement existing physical attributes inherent within the neighborhood. The deficit in total lot depth is not uncommon amongst lots within the immediate area, many of which are developed with homes of a similar style and scale.

The Board finds that, in accordance with §375-26(B)(1)(a), the variances granted are the minimum necessary, and that:

- No undesirable change will be produced in the character of the neighborhood nor will a detriment to nearby properties be created.
- The benefit sought cannot be achieved by some method feasible to the applicant other than the granting of the variances.
- The requested variances are not substantial.
- Granting the variances will not have an adverse impact on the physical or environmental conditions in the neighborhood.
- The hardship may have been self-created, but this does not preclude the granting of area variances in this circumstance.

The Board hereby issues a negative declaration under SEQR for this unlisted action, as the proposed construction will not result in any significant adverse environmental impacts.

I, G. Michael Apostol, representing the Board of Zoning Appeals of the City of Albany, hereby certify that the foregoing is a true copy of a decision of the Board made at a meeting thereof duly called and held on August 8, 2012.

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# NYS AFH

NEW YORK STATE AGENCY FOR AFFORDABLE HOUSING  
212.262.5000 • 800.455.6868 • NY.gov/AFH  
PHONE 609.462.1200 FAX 609.462.1206 WEB www.nysafh.org

## How the LIHTC Works

- The Department of Treasury issues states the authority to allocate tax credits – through the Housing Credit program – to develop rental housing affordable to low-income families, earning less than 60% of the area median income.
- In 2011, each state received an allocation of \$2.15 per capita in LIHTC.
- State housing agencies establish criteria, through a Qualified Allocation Plan (QAP), for awarding LIHTC based on local housing needs. Developers apply to the state housing agency, and are competitively awarded LIHTC based on whether their project meets QAP criteria.
- Investors provide equity to a developer in exchange for the tax credits, which they can take as a dollar for dollar reduction on federal income tax for 10 years.
- \$75 billion was invested in housing tax credits between 1987 and 2008. (Ernst & Young)
- There are two types of LIHTC – the 4% LIHTC subsidizes 30% of the project's low income unit cost, and the 9% LIHTC covers 70% of the unit cost.
- Typically, 50-60% of the project's financing comes from LIHTC equity, 20% from mortgage debt and 20-30% from other subsidies.
- LIHTC housing must remain affordable for at least 30 years.

## The LIHTC is the Largest and most Successful Housing Program

- Since its creation in 1986 through the Tax Reform Act, the LIHTC has resulted in 2.4 million affordable apartments, creating 120,000 units annually between 2000 and 2010. (NCSHA)
- Approximately 90% of all affordable housing is financed through the LIHTC.

## The LIHTC Creates Jobs and Promotes Economic Development

- In 2008, the LIHTC created approximately 90,000 new fulltime jobs.
- A 100 unit LIHTC apartment creates during construction: 122 jobs, \$7,889,000 in local income and \$826,800 in local taxes; and generates on an ongoing sustained annual basis: 30 jobs, \$2,385,300 in local income, and \$441,000 in local taxes.\*

## The LIHTC Program Ensures Sustainable, Top-Quality Affordable Housing

- The public/private partnership behind the LIHTC results in rigorous oversight of the development and maintenance of every LIHTC project by state and federal housing agencies, and private investors.
- The private sector bears the risk, not the government. To continue claiming the LIHTC and to receive a strong return on their investment, investors must ensure that a project is well maintained through a 15 year compliance period – or else face tax credit recapture.
- Foreclosure risk is minimal – over the last 25 years, nationwide, less than 1% of LIHTC properties have foreclosed.



NEW YORK STATE AGENCY FOR AFFORDABLE HOUSING

### The Low Income Housing Tax Credit in New York

- \$6 billion in LIHTC has been allocated by New York State's housing agency since 1986, producing 1,200 affordable housing projects, with 53,000 units throughout the state.
- Annually, New York State receives approximately \$40 million in LIHTC.
- 3,000 affordable housing units annually are produced in New York State by the LIHTC, generating \$236,670,000 in local income during construction, including:
  - \$69,024,000 in local business owner's income
  - \$167,637,000 in local wages and salaries
  - \$24,804,000 in local taxes

In addition to construction-related revenue, those 3,000 units also generate \$71,559,000 in ongoing, sustained annual local income, including:

- \$34,404,000 in local business owners income
  - \$37,149,000 in local wages and salaries
  - \$13,230,000 in local taxes\*
- 4,560 new jobs are created every year in New York by LIHTC projects. 3,660 of these are created during construction, and 900 are permanent ongoing jobs.\*

### LIHTC Allocation for Flood Relief

#### H.R. 3769, the Irene and Lee Tax Relief Storm Recovery Act

Extreme flooding from hurricanes Irene and Lee have displaced thousands of New York State residents, damaging homes and devastating communities. Many of them are low and moderate income families who are unable to rebuild. Costs from these natural disasters continue driving up municipal expense, as communities work to restore infrastructure, roads, public facilities and other services for those in need.

**H.R 3769, the Irene and Lee Storm Recovery Act would award to ten flood damaged state an additional 50 percent of their annual LIHTC allocation to assist in rebuilding much needed housing affordable to low and moderate income residents. This equates to \$20 million in additional LIHTC for New York, to support the production or rehabilitation of 1500 units of affordable housing.**

There is strong precedence for this request and the effectiveness of extra LIHTC allocations to alleviate flood devastation:

- Midwest states received a bonus of \$8 per capita in LIHTC for 2008, 2009, and 2010.
- From 2006 to 2008 the Gulf Opportunity Zone Act awarded \$1.075 billion annually, \$3.3 billion total, of addition LIHTC to Alabama, Louisiana and Mississippi to rebuild from flooding by hurricanes Katrina and Wilma.

**PUBLIC HEARING RESOLUTION  
HOUSING VISIONS CONSULTANTS, INC. ON BEHALF OF  
SHERIDAN HOLLOW VILLAGE, LLC AND  
SHERIDAN HOLLOW ENTERPRISES, LLC (TO BE FORMED) PROJECT**

A regular meeting of City of Albany Industrial Development Agency (the "Agency") was convened in public session at the office of the Agency located at 21 Lodge Street in the City of Albany, Albany County, New York on September 20, 2012 at 12:15 p.m., local time.

The meeting was called to order by the (Vice) Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

Anthony J. Ferrara	Chairman
Susan Pedo	Secretary
Hon. Kathy Sheehan	Treasurer
Martin Daley	Member
C. Anthony Owens	Member
John R. Vero	Member

**ABSENT:**

**AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:**

Michael J. Yevoli	CEO - Capitalize Albany Corporation
Erik Smith	CFO - Capitalize Albany Corporation
Bradley Chevalier	Economic Development Specialist, Capitalize Albany Corporation
Amy Gardner	Administrative Assistant, Capitalize Albany Corporation
John J. Reilly, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

Resolution No. 0912-\_\_

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OF CITY OF ALBANY INDUSTRIAL DEVELOPMENT AGENCY TO HOLD A PUBLIC HEARING REGARDING A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF HOUSING VISIONS CONSULTANTS, INC. (THE "APPLICANT") ON BEHALF OF SHERIDAN HOLLOW VILLAGE, LLC AND SHERIDAN HOLLOW ENTERPRISES, LLC (TO BE FORMED).



WHEREAS, City of Albany Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 325 of the 1974 Laws of New York, as amended, constituting Section 903-a of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, Housing Visions Consultants, Inc. (the “Applicant”) on behalf of Sheridan Hollow Village, LLC and Sheridan Hollow Enterprises, LLC (to be formed), each limited liability companies (collectively, the “Company”), submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in 23 parcels of land containing in the aggregate approximately 1.33 acres encompassing two (2) neighborhood blocks in Sheridan Hollow generally located at Sheridan Avenue, Orange Street and Dove Street in the City of Albany, Albany County, New York (collectively, the “Land”), together with approximately three buildings located thereon (collectively, the “Existing Facility”), (2) the demolition of Existing Facility and the construction on the Land of approximately 17 new buildings to consist of 57 rental housing units and two (2) mixed-use buildings (collectively, the “Facility”) and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Existing Facility, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to be owned by the Company and leased to tenants for quality affordable housing, commercial usage and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to Section 859-a of the Act, prior to the Agency providing any “financial assistance” (as defined in the Act) of more than \$100,000 to any project, the Agency, among other things, must hold a public hearing pursuant to Section 859-a of the Act with respect to said project; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 859-a of the Act with respect to the Project;

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

Section 1. The Agency hereby authorizes the Chief Executive Officer of the Agency, after consultation with the members of the Agency and Agency Counsel, (A) to establish the time, date and

place for a public hearing of the Agency to hear all persons interested in the Project (the "Public Hearing"); (B) to cause the Public Hearing to be held in a city, town or village where the Project Facility is or is to be located, and to cause notice of such Public Hearing to be given to the public by publishing a notice or notices of such Public Hearing in a newspaper of general circulation available to the residents of the governmental units where the Project Facility is or is to be located, such notice or notices to comply with the requirements of Section 859-a of the Act; (C) to cause notice of the Public Hearing to be given to the chief executive officer of the county and of each city, town, village and school district in which the Project Facility is or is to be located to comply with the requirements of Section 859-a of the Act; (D) to conduct such Public Hearing; (E) to cause a report of the Public Hearing fairly summarizing the views presented at such Public Hearing (the "Report") to be prepared; and (F) to cause a copy of the Report to be made available to the members of the Agency.

Section 2. The Chairman, Vice Chairman and/or the Chief Executive Officer of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 3. All action taken by the Chief Executive Officer of the Agency in connection with the Public Hearing with respect to the Project prior to the date of this Resolution is hereby ratified and confirmed.

Section 4. This Resolution shall take effect immediately.

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

Anthony J. Ferrara	VOTING	_____
Susan Pedo	VOTING	_____
Hon. Kathy Sheehan	VOTING	_____
Martin Daley	VOTING	_____
C. Anthony Owens	VOTING	_____
John R. Vero	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of City of Albany Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on September 20, 2012 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 20<sup>th</sup> day of September, 2012.

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(Assistant) Secretary

(SEAL)