

City of Albany Industrial Development Agency

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

Susan Pedo, Chair
Lee Eck, Vice Chair
Darius Shahinfar, Treasurer
Anthony Gaddy, Secretary
Robert Schofield
Elizabeth Staubach
Joseph Better

Sarah Reginelli, Chief Executive Officer
Thomas Conoscenti, COO/Interim CFO
Andy Corcione, Project Services Director
Marisa Franchini, Agency Counsel
A. Joseph Scott, Special Counsel

To: Darius Shahinfar
Susan Pedo
Lee Eck
Anthony Gaddy

Robert Schofield
Elizabeth Staubach
Joseph Better

CC: Sarah Reginelli
Marisa Franchini
Joe Scott
Emma Fullem

Thomas Conoscenti
Andy Corcione
Erin Grace

Date: February 4, 2022

IDA FINANCE COMMITTEE MEETING

A meeting of the Finance Committee of the City of Albany Industrial Development Agency will be held on **Wednesday, February 9th, 2022 at 12:15 pm** and conducted telephonically pursuant to recently passed legislation.

AGENDA

Roll Call, Reading & Approval of the Minutes of the Finance Committee Meeting of January 12, 2022

Report of Chief Financial Officer

- A. None

Unfinished Business

- A. None

New Business

- A. 1415 Washington Property, LLC
 - i. Discussion & possible positive/negative recommendation for a Change in Ownership Resolution

Other Business

- A. Agency Update
- B. Compliance Update

Adjournment

City of Albany Industrial Development Agency

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

Susan Pedo, *Chair*
Lee Eck, *Vice Chair*
Darius Shahinfar, *Treasurer*
Anthony Gaddy, *Secretary*
Robert Schofield
Elizabeth Staubach
Joseph Better

Sarah Reginelli, *Chief Executive Officer*
Thomas Conoscenti, *COO/Interim CFO*
Andy Corcione, *Project Services Director*
Marisa Franchini, *Agency Counsel*
A. Joseph Scott, *Special Counsel*

MINUTES OF IDA FINANCE COMMITTEE MEETING

Wednesday, January 12, 2022

Attending: Darius Shahinfar, Susan Pedo, Lee Eck, Anthony Gaddy, Robert Schofield and Elizabeth Staubach

Absent: Joseph Better

Also Present: Sarah Reginelli, Ashley Mohl, Erin Grace, Andy Corcione, Mike Bohne, Renee McFarlin, Tom Conoscenti, Emma Fullem, Jesse McCaughey, Marisa Franchini, and Joe Scott

Public Present: Sarah Woodworth, Moshe Bloorian, Yeshaya Cohen, Lori Harris and Robert Ryan

Chair Darius Shahinfar called the Finance Committee meeting of the IDA to order at 12:15 p.m.

Roll Call, Reading and Approval of Minutes of the December 8, 2021 Finance Committee Meeting

A roll call of the Committee members present was held. Finance Committee Chair Darius Shahinfar reported that all Committee members were present, with the exception of Joseph Better and Lee Eck. Since the minutes of the previous meeting had been distributed to Committee members in advance for review, Mr. Shahinfar made a proposal to dispense with the reading of the minutes. Mr. Shahinfar proposed to approve the minutes of the Finance Committee meeting of December 8, 2021. A motion was made by Susan Pedo and seconded by Anthony Gaddy to accept the minutes as presented. The motion to accept the minutes as presented was passed with all present members voting aye.

Report of Chief Financial Officer

Staff provided a quarterly financial report to the Committee, highlighting that year-to-date actual revenues were approximately \$1.8M and year-to-date expenses were approximately \$925K.

Unfinished Business

733 Broadway

Staff provided Committee members with an overview of the project, noting that in 2014, Norstar Development undertook an approximately \$5.1 million conversion of a mostly vacant 48,000 square foot building into 29 residential units and 2 commercial retail spaces totaling approximately 2,200 square feet. Currently, the commercial spaces contain a law firm and Norstar's offices. As a result of Norstar's decision to move its operations outside the immediate Albany area, the property has been put up for sale. Staff noted that the project applicant – the potential purchaser, Greyhill Group – as well as a representative for the

current owner were present to answer any questions. The Committee received a third-party financial analysis summary, focusing on the reasonableness of financial returns for both the proposed seller and buyer of the project. The Committee had an opportunity to ask questions of the third-party financial professional who conducted the analysis, a copy of which had been distributed to Committee members in advance for review.

Committee Chair Darius Shahinfar called for a motion to enter executive session to discuss the financial history of a project beneficiary. The motion was put forward by Susan Pedo and seconded by Anthony Gaddy. A vote being taken, the motion passed unanimously. The Committee entered executive session at 12:22 p.m.

Lee Eck entered the meeting at 12:26 p.m.

A motion to leave executive session was made at 12:44 p.m. by Susan Pedo and seconded by Anthony Gaddy. A vote being taken, the motion passed unanimously, with all present members voting aye. No action was taken during executive session.

Upon resumption of regular Committee session, Susan Pedo made a motion for positive recommendation for *Assignment & Assumption of PILOT*, and the motion was seconded by Anthony Gaddy. A vote being taken, the motion passed unanimously, with all members present voting aye.

New Business

Property Acquisition/ Disposition Report

Staff advised the committee that the Agency must prepare an annual report of the Agency's real property, in order to be compliant with Public Authority Law. Staff reviewed the annual report with the committee, which states that the Agency does not own any real property as of December 31, 2021.

Annual Investment Report

Staff advised the committee that in compliance with Public Authority Laws, the Agency prepares an annual report of the Agency's investments. Staff reviewed the annual investment report with the committee. Staff noted that Teal, Becker & Chiaramonte has been engaged to perform an audit of the 2021 financial activity of the Agency and which is underway and is expected to be complete in March 2022.

Liberty Park

Upon conferring with special counsel, the Committee determined that no discussion of Liberty Park was necessary on this occasion.

Other Business

Agency Update

Staff reported to the Committee that IDA orientation and training sessions have been scheduled with newly elected members of the Common Council, as well as with recently confirmed members of the IDA Board.

Staff noted that the NYS Economic Development Council had postponed their annual conference until February 28 – March 1, citing current public health advisories

Staff gave a brief update on the close-out process/status of the Small Business Assistance Program grants.

Staff noted that the pre-application forms for American Rescue Plan (ARP) funding in the City of Albany have been posted on the City website.

Compliance Update

Staff reminded Committee members to return their completed 2021 Financial Disclosure and Conflict of Interest forms before the end of January and noted that that annual compliance process had begun earlier in the month.

Noting that there was no further business, the meeting was adjourned by Chair Shahinfar at 12:56 p.m. by motion made by Anthony Gaddy and seconded by Lee Eck, with the motion passing unanimously.

Respectfully submitted,

Anthony Gaddy, Secretary



February 8, 2022

Hon. Susan Pedo, Chairperson
City of Albany Industrial Development Agency
21 Lodge Street
Albany, NY 12207

Re: 1415 Washington Ave-Private Dormitory Project
Request for Consent to Change in Entity Structure

Dear Chair Pedo,

As you may recall, we are the project sponsor for a private student dormitory project to be located at 1415 Washington Ave. On September 23, 2021, the City of Albany Industrial Development Agency (IDA) approved our project for assistance which will enable us to proceed with construction of the 240+/- unit private student dormitory with 560+/- beds and associated amenities. On October 26th, 2021, we also received City of Albany Planning Board approval to allow for construction of the project.

Since that time, we have been actively pursuing financing and equity partners that will join us and assist with acquisition and construction financing to enable our vision for Albany's newest state-of-the-art student housing facility to become a reality.

As a result of coordinating with financing and equity partners, the original corporate structure of the project sponsor 1415 Washington Property, LLC is proposed to be altered. We understand that it is the IDA's policy that any change in ownership of an IDA applicant occurring over a twelve month period involving greater than 25% of ownership interests requires prior written consent from the IDA. As such, please allow this correspondence to serve as a request for IDA consent to allow for a change in the ownership structure of 1415 Washington Property, LLC.

We have been fortunate to attract highly successful and reputable equity and financing partners to join us in this endeavor. As you'll see for the attached Company Overviews, Adam Real Estate America ("AARE") and Extra Group (Alon Blue Square Israel, Ltd., "ARBS") are both ideally suited to provide the necessary support and strength to ensure the success of our Albany project. In order to provide the necessary level of legal and financial protection of their investments, AARE and ARBS will become members of 1415 Washington Property Holdings, LLC, which will become the sole member of the project applicant LLC. AARE will become a 15% ownership member and ARBS will become an 85% ownership member. The original members of the project applicant (Evan M. Podob, Michael R. Pullman and Adam S. Pullman) will hold a 22.5% interest in the AARE entity. This proposed structure will grant to AARE and ARBS a sufficient level of financial protection to enable them to fully participate in the financing of this project. A new entity comprised of the 3 original members along with AARE will act as

the managing member of the revised project sponsor LLC. An organizational chart along with a revised IDA Application is submitted herewith reflecting the proposed ownership changes.

On behalf of our entire project team, thank you in advance for considering our request for your consent to a change in ownership structure. Thank you as well for all of your past efforts including approval of assistance to make our project viable. Without your prior approval for project assistance, we would likely not have been able to attract the interest and participation of the quality partners now seeking to join us to help make our project a reality. We look forward to introducing our proposed partners to you and to answer any questions you or Board members may have.

Sincerely,

A handwritten signature in black ink, appearing to read "Evan Podob", with a stylized flourish at the end.

Evan M. Podob
Scenic Investments

EMP/ab
Encls.

Cc: Sarah Reginelli, CEO, Albany IDA
Thomas Conoscenti, COO, Albany IDA
Marisa Franchini, IDA Counsel
A. Joseph Scott, IDA Special Counsel



February 8, 2022

Hon. Susan Pedo, Chairperson
City of Albany Industrial Development Agency
21 Lodge Street
Albany, NY 12207

Re: 1415 Washington Ave-Private Dormitory Project
Request for Consent to Change in Entity Structure

Dear Chair Pedo,

Please allow this correspondence to serve as a supplemental narrative to the letter from 1415 Washington Property, LLC (the "Project Applicant") dated on or about the date hereof, in connection with the consent to alter the existing organizational structure for the private student dormitory project to be located at 1415 Washington Avenue (this "Project").

I am one of the co-founders of Adam America Real Estate ("AARE") and as further described in the Company Overviews that are being provided, AARE is an owner, developer, manager and operator of residential and retail real estate. AARE has grown to become a leader in the development of high-quality mixed-use properties, including two university housing projects – a 299-unit rental development in New Haven, Connecticut and a 1,201-bed student housing project in Miami, Florida (the "Miami Project"). AARE has substantial experience working with various partners, municipalities and governmental entities to ensure our developments add significant value to the communities we engage with. Along with our investors, Alon Blue Square Israel Ltd. ("ARBS") – whom we have successfully partnered with on the Miami Project – we believe our joint partnership with Scenic Investments ("Scenic") is ideally suited to provide the necessary financial support and strength to ensure the success of this Project. ARBS serves as the U.S. arm of Extra Group, which is a highly successful real estate investment company with Moti Ben-Moshe as the ultimate beneficial owner.

In the updated organizational structure, AARE and ARBS will join Scenic to become members of the Project Applicant with each of the members owning Class A interests which represent 100% of the equity investment in this Project as follows: (i) AARE and Scenic owning a combined 15% ownership interest (AARE will own 11.625% and Scenic will retain 3.375%) and (ii) ARBS owning an 85% ownership interest. This structure will provide Scenic, AARE and ARBS with a sufficient level of legal and financial protection to enable such parties to fully participate in the financing of this Project. Scenic and AARE will manage this Project and make all development and other day-to-day decisions managing this Project, subject to certain major decision rights requiring the consent of ARBS¹.

¹ Major decisions to include, among other things, (i) approval of construction financing, (ii) any sale of the property, (iii) materially amending or modifying the business plan or budget, and (iv) mortgaging or granting a security interest in the property.

Based on your prior approval to implement IDA benefits for this Project, we are highly incentivized to participate in this Project with Scenic. On behalf of AARE, I appreciate your willingness to work with us on this Project and we look forward to partnering with Scenic to undertake this transformative Project in the City of Albany.

Very Truly Yours,



Omri Sachs
Adam America Real Estate

Cc: Sarah Reginelli, CEO, Albany IDA
Thomas Conoscenti, COO, Albany IDA
Marisa Franchini, IDA Counsel
A. Joseph Scott, IDA Special Counsel

City of Albany Industrial Development Agency

Application for Assistance

Date: 02/08/21

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

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

This application respectfully states:

APPLICANT:

Name: 1415 Washington Property, LLC
Address: c/o Scenic Investments, 157 Columbus Ave., #515
City: New York State: NY Zip: 10023
Federal ID/EIN: Website:
Primary Contact: Evan Podob
Title: Member
Phone: (914) 879-2005 Email: evan@scenicinvestment.com

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

EVAN PODOB

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

NAME OF ATTORNEY: ANDREW BRICK, ESQ.

ATTORNEY'S ADDRESS: 2 COMPUTER DRIVE WEST - SUITE 100, ALBANY, NY 12205

PHONE: (518) 489-9423 E-MAIL: ANDY@BRICKFIRM.COM

NOTE: PLEASE READ THE INSTRUCTIONS ON PAGE 3 HEREOF BEFORE FILLING OUT THIS FORM.

INSTRUCTIONS

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

DATED: JULY 18, 2019

Answer all questions. Use "None" or "Not Applicable" where necessary.

SUMMARY OF PROJECT

Applicant: 1415 Washington Property, LLC

Contact Person: Evan Podob

Phone Number: (914) 879-2005

Occupant: Students

Project Location (include Tax Map ID): 1415 Washington Avenue 53.-1-25

Approximate Size of Project Site: 2.85 acres

Description of Project: Applicant proposes to demolish the existing 95 room hotel (CrestHill Suites) and construct a new private dormitory. The new building will have 240+/- units being a mixture of 1,2 and 4 bedroom units. The total number of beds will be 560+/- beds. The building will be five stories over parking with parking for 207 +/- vehicles. In addition to indoor amenity spaces, there will be an 8,000+/- sf outdoor community courtyard/ampitheater and an 8,300+/- sf plaza. Bike storage and bike racks will be provided.

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

Employment Impact: Existing FTE Jobs: 11
Retained FTE Jobs: 0
FTE Jobs Created: 8
Construction Jobs Created: 300

Project Cost: \$79,945,770

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

Amount of Bonds Requested: \$0

Estimated Value of Tax-Exemptions:

N.Y.S. Sales and Compensating Use Tax:	\$2,544,000
Mortgage Recording Taxes:	\$520,000
Real Property Tax Exemptions: (auto-calculated)	\$4,846,644
Other (please specify):	

Provide estimates for the following:

Average Estimated Annual Salary of Jobs to be Created:	\$36,000
Annualized Salary Range of Jobs to be Created:	30,000-60,000
Estimated Average Annual Salary of Jobs to be Retained:	\$0

I. APPLICANT INFORMATION

A) Applicant:

Name: 1415 Washington Property, LLC

Address: c/o Scenic Investments, 157 Columbus Ave., #515

City: New York State: NY Zip: 10023

Federal ID/EIN: Website:

Primary Contact: Evan Podob

Title: Member

Phone: (914) 879-2005 Email: evan@scenicinvestment.com

B) Real Estate Holding Company (if different from Applicant):

Will a separate company hold title to/own the property related to this Project? If yes:

Name: n/a

Address:

City: State: Zip:

Federal ID/EIN: Website:

Primary Contact:

Title:

Phone: Email:

Describe the terms and conditions of the lease between the Applicant and the Real Estate Holding Company. If there is an option to purchase the property, provide the date option was signed and the date the option expires:

C) Current Project Site Owner (if different from Applicant or Real Estate Holding Company):

Name: Albany Crest Hill Suites, LLC
Title: Owner
Address: 101 Taylor Ave
City: Essington State: PA Zip: 19029
Phone: Email:

D) Attorney:

Name: Andrew Brick, Esq.
Firm Name: Brick Law Firm, P.C.
Address: 2 Computer Drive West, Suite 100
City: Albany State: NY Zip: 12205
Phone: (518) 489-9423 Email: andy@brickfirm.com

E) General Contractor:

Name: TBD
Firm Name:
Address:
City: State: Zip:
Phone: Email:

II. APPLICANT'S COMPANY OWNERSHIP & HISTORY**A) Company Organization:**

Year founded: Founded in which state: NAICS Code:

Type of ownership (e.g., C-Corp, LLC):

B) Company Management

Name	Office Held	Other Principal Business
1415 Washington Property Holdings, LLC	n/a	n/a
UALBANY STUDENT HOUSING MM, LLC	Member	Scenic Investments
AARE UALBANY Student Housing LLC	Member	Adam America
ARBS 1415 Washington, Albany LLC	Member	Alon Blue Square Israel, Ltd.

Company Ownership:

List all stockholders, members, or partners with ownership of greater than 5% and attach an organizational ownership chart with complete name, TIN, DOB, home address, office held, and other principal businesses (if applicable).

Name	Office Held	% of Ownership	% of Voting Rights
AARE UALBANY Student Housing LLC	Member	15	
ARBS 1415 Washington, Albany LLC	Member	85	
UALbany Student Housing MM, LLC	Managing Member	0	

Is the Applicant or management of the company now a plaintiff or a defendant in any civil or criminal litigation?

☐ Yes ☒ No

If yes, describe:

Has any person listed above ever been a plaintiff or a defendant in any civil or criminal litigation?

☐ Yes ☒ No

If yes, describe:

Has any person listed above ever been charged with a crime other than a minor traffic violation?

☐ Yes ☒ No

If yes, describe:

Has any person listed above ever been convicted of a crime other than a minor traffic violation?

☐ Yes ☒ No

If yes, describe:

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

If yes, describe:

C) Company Description:

Describe in detail the Company's background, products, customers, goods and services:

Scenic Investments created a single purpose entity for the Albany Development, 1415 Washington Property, LLC. 1415 Washington Property, LLC will be the developer and manager of the property. As shown on the attached organizational chart, Adam America [AARE] and Extra Holding [ARBS] will become equity/financing partners with percentage interests in the Project Sponsor LLC. Since its founding in 2011, Scenic Investments has built a reputation for delivering exceptional properties crafted to stand out in high growth markets. Led by three principals with many years of development experience, our team understands that attention to detail is necessary to create communities destined for long-term success. Scenic Investments thinks outside the box, pairing the right location with the right product to deliver on the unique needs of each city and neighborhood it enters. Our buildings seek to provide an authentic-to-market, high-quality living experience that promotes a sense of belonging and community among residents. One way we achieve this is a commitment to prioritizing creativity and superior design in our common areas. This provides natural and programmed opportunities for people to congregate together, sparks connections and friendships that are rooted within the property, and ultimately instills in our residents a love for where they live. Scenic possesses the comprehensive capabilities to oversee the full life cycle of multifamily developments and seeks to hold on to their properties for the long-term.

Both of our equity/financing partners, Adam America (AARE) and Extra Holding (ARBS) are well positioned to be able to provide the equity and financing required to make this project a success. Additional information about our equity/finance partners is included with this revised application.

Existing Banking Relationship(s):

Gamma Real Estate, 101 Park Ave, 11th Floor, NY, NY 10178

Has the Company ever received incentives tied to job creation?

☐ Yes ☒ No

If yes, describe:

Were the goals met?

☐ Yes ☐ No ☒ N/A

If no, why not?

Additional sheets may be attached, if necessary.

III. PROJECT DESCRIPTION AND DETAILS

A) Assistance requested from the Agency:

Select all that apply:

- ☒ Exemption from Sales Tax
- ☒ Exemption from Mortgage Tax
- ☒ Exemption from Real Property Tax
- ☐ Taxable Bonds
- ☐ Tax-exempt Bonds (typically for non-for-profits or qualified manufacturers)
- ☐ Other, specify:

B) Project Description:

Attach a map, survey or sketch of the Project site, identifying all existing or new buildings/structures.

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

Demolish existing Crest Hill Suites hotel and replace with 560+/- bed student housing facility.

Location of Proposed Project:

Street Address - Tax Map ID(s):

Is the Applicant the present legal owner of the Project site? ☐ Yes ☒ No

If yes: Date of Purchase: Purchase Price:

If no:

1. Present legal owner of the Project site:

2. Is there a relationship, legally or by common control, between the Applicant and the present owner of the Project site? ☒ Yes ☐ No

If yes:

3. Does the Applicant have a signed option to purchase the site? ☐ Yes ☐ No ☐ N/A

If yes: Date option signed: Date option expires:

Is the Project site subject to any property tax certiorari? ☐ Yes ☒ No

Describe the Project including, scope, purpose (e.g., new build, renovations, and/or equipment purchases, equipment leases, etc.), timeline, and milestones. The Project scope must entail only future work, as the Agency's benefits are not retroactive:

How many units will the project encompass (include total of number of commercial and residential units)?

How many square feet of commercial space will the project entail?

Applicant proposes to demolish the existing 95 room hotel (CrestHill Suites) and construct a new private dormitory. The new building will have 240+/- units being a mixture of 1,2 and 4 bedroom units. The total numbr of beds will be 560+/- beds. The building will be five stories over parking with parking for 207 +/- vehicles. In addition to indoor amenity spaces, there will be an 8,000+/- sf outdoor community courtyard/ampitheater and an 8,300+/- sf plaza. Bike storage and bike racks will be provided.

Applicant will also participate in funding for the variety of solutions including pedestrian and bicycle improvements along Wasington Ave. as recommended in the 2019 Washington Ave/Patroon Creek Corridor Study.

Groundbreaking is anticipated for June 2022 with completion of construction and occupancy by June/July 2024.

Would this Project be undertaken **but for** the Agency's financial assistance? ☐ Yes ☒ No

If yes, describe why the Agency's financial assistance is necessary and the effect the Project will have on the Applicant's business or operations:

THE PROPOSED PROJECT FAILS TO MEET THE RISK-ADJUSTED RETURN THRESHOLDS OF INVESTORS. THE ASSISTANCE REQUESTED FROM THE IDA (i) EFFECTIVELY REDUCES THE CAPITALIZED DEVELOPMENT COSTS, THUS INCREASING THE PROJECT RETURNS TO ACCEPTABLE RISK-ADJUSTED LEVELS, AND (ii) ALLEVIATES THE LEASE-UP RISK THROUGH REAL PROPERTY TAX EXEMPTION YEARS. WITH THE ASSISTANCE OF THE IDA, THIS PROJECT WILL RE-TRANSFORM 1415 WASHINGTON AVENUE FROM AN OLDER PROPERTY TO A VIBRANT STAND-OUT STUDENT COMMUNITY THAT WILL HAVE POSITIVE FISCAL AND ECONOMIC IMPACT ON THE LOCAL COMMUNITY THROUGH JOB CREATION, SUBSTANTIAL INCREMENTAL REAL PROPERTY TAXES, AND ECONOMIC OUTPUT. THIS PRIVATIZED, TAX-GENERATING STUDENT HOUSING DEVELOPMENT SEEKS TO MAXIMIZE VALUE FOR ALL COMMUNITY STAKEHOLDERS.

C) Project Site Occupancy

Select Project type for all end-users at Project site (choose all that apply):

- | | |
|---|--|
| <input type="checkbox"/> Industrial | <input type="checkbox"/> Service* |
| <input type="checkbox"/> Acquisition of existing facility | <input type="checkbox"/> Back-office |
| <input checked="" type="checkbox"/> Housing | <input type="checkbox"/> Mixed use |
| <input checked="" type="checkbox"/> Multi-tenant | <input type="checkbox"/> Facility for Aging |
| <input type="checkbox"/> Commercial | <input type="checkbox"/> Civic facility (not-for-profit) |
| <input type="checkbox"/> Retail* | <input checked="" type="checkbox"/> Other |

* The term "retail sales" means (1) sales by a registered vendor under Article 28 of the Tax Law of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property, as defined in Section 1101(b)(4)(i) of the Tax Law, or (2) sales of a service to customers who personally visit the Project location. If "retail" or "service" is checked, complete the Retail Questionnaire contained in Section IV.

Note that it is the position of the Agency that housing projects constitute "retail projects," as such term is defined under the IDA Statute.

List the name(s) of the expected tenant(s), nature of the business(es), and percentage of total square footage to be used by each tenant. Additional sheets may be attached, if necessary:

Company:	Nature of Business:	% of total square footage:
1. <input type="text"/>	<input type="text"/>	<input type="text"/>
2. <input type="text"/>	<input type="text"/>	<input type="text"/>
3. <input type="text"/>	<input type="text"/>	<input type="text"/>

Are there existing buildings on project site? ☒ Yes ☐ No

a. If yes, indicate number and approximate size (in square feet) of each existing building:

b. Are existing buildings in operation? ☒ Yes ☐ No ☐ N/A

If yes, describe present use of present buildings:

c. Are existing buildings abandoned? ☐ Yes ☒ No ☐ N/A

About to be abandoned?

☒ Yes ☐ No ☐ N/A

If yes, describe:

d. Attach photograph of present buildings.

IV. RETAIL QUESTIONNAIRE

(Fill out if end users are “retail” or “service” as identified in Section III)

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

- A) Will any portion of the Project consist of facilities or property that will be primarily used in making sales of goods or services to customers who personally visit the Project site?¹ ☐ Yes ☒ No
- If yes, continue with the remainder of the Retail Questionnaire. If no, do not complete the remainder of the Retail Questionnaire.

- B) What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the Project?

100

Note that it is the position of the Agency that housing projects constitute “retail projects,” as such term is defined under the IDA Statute. Accordingly, please answer “yes” and insert “100%” if your project is a housing project. If the answer is less than 33.33% do not complete the remainder of the Retail Questionnaire. If the answer to Question A is Yes and the answer to Question B is greater than 33.33%, complete the remainder of the Retail Questionnaire:

1. Is the Project location or facility likely to attract a significant number of visitors from outside the Capital Region Economic Development Region (i.e., Albany, Schenectady, Rensselaer, Greene, Columbia, Saratoga, Warren, and Washington counties)? ☒ Yes ☐ No
2. Will the Project make available goods or services which are not currently reasonably accessible to the residents of the municipality within which the proposed Project would be located? ☒ Yes ☐ No
3. Will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York? ☐ Yes ☒ No
If yes, explain:
4. Will the Project be located in an area designated as an economic development zone pursuant to Article 18-B of the General Municipal Law (Source: <https://esd.ny.gov/empire-zones-program>)? ☐ Yes ☒ No
If yes, explain:
5. Will the Project be in a “highly distressed” census tract (as defined by the United States Census Bureau <https://factfinder.census.gov/>) ☒ Yes ☐ No

If yes, explain:

Project is located in City of Albany Census Tract #3.

Note that it is the position of the Agency that housing projects constitute “retail projects,” as such term is defined under the IDA Statute. Accordingly, please answer “yes” and insert “100%” if your project is a housing project.¹

V. ENVIRONMENTAL REVIEW AND PERMITTING

The Applicant must comply with the State Environmental Quality Review Act (SEQRA) before the Agency can vote on proposed financial incentives. It is the Applicant's responsibility to provide a copy of the final SEQRA determination to the Agency.

Environmental Assessment Form: ☐ Short Form ☐ Long Form

Lead Agency: CITY OF ALBANY PLANNING BOARD

Agency Contact: Bradley Glass

Date of submission: August 2020

Status of submission: Approved October 2021

Final SEQRA

determination: Negative Declaration-September 2021

A) Site Characteristics:

Describe the present zoning and land use regulation: MU-CU

Will the Project meet zoning and land use regulations for the proposed location? ☒ Yes ☐ No

Is a change in zoning and land use regulation is required? ☐ Yes ☒ No

If yes, specify the required change and status of the change request:

If the proposed Project is located on a site where the known or potential presence of contaminants is complicating the development/use of the property, describe the potential Project challenge:

no

Does part of the Project consist of a new building or buildings?

☒ Yes ☐ No

If yes, indicate number and size of new buildings:

NEW MULTISTORY BUILDING OF 414,850+/- SQUARE FEET.

Does part of the Project consist of additions and/or renovations to the existing buildings?

☐ Yes ☐ No

If yes, indicate the buildings to be expanded or renovated, the size of any expansions and the nature of expansion and/or renovation:

n/a

VI. INTER-MUNICIPAL MOVE DETERMINATION

The Agency is required by State law to make a determination that, if completion of a Project benefiting from the Agency's financial assistance results in the removal of a plant of the Project occupant from one area of the State to another area of the State or in the abandonment of one or more plants or facilities of the Project occupant located within the State, Agency financial assistance is required to prevent the Project occupant from relocating out of the State, or it is reasonably necessary to preserve the Project occupant's competitive position in its respective industry.

Will the Project result in the removal of a plant of the Project occupant from one area of the State to another area of the State? ☐ Yes ☒ No

Will the Project result in the abandonment of one or more plants or facilities of the Project occupant located within the State? ☐ Yes ☒ No

If yes to either question above, explain how notwithstanding the aforementioned closing or activity reduction, the Agency's financial assistance is required to prevent the Project from relocating out of the State or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry:

n/a

Does the Project involve relocation or consolidation of a Project occupant from another municipality?

Within New York State: ☐ Yes ☒ No

Within the City of Albany: ☐ Yes ☒ No

If yes, explain:

n/a

VII. EMPLOYMENT INFORMATION**A) Current and Projected Employee FTEs ("Year One" will begin upon the issuance of Certificate of Occupancy or a Temporary Certificate of Occupancy):**

		Projected FTEs			
	Current FTEs	New Year 1- 20 ²³	New Year 2 - 20 ²⁴	New Year 3 - 20 ²⁵	Total Year 4-20 ²⁶
Full-time		0	5	5	5
Part-time		0	3	3	3
Seasonal					

B) Employment Plan in FTE

Estimate the number of full-time equivalent (FTE) jobs that are expected to be retained and created as part of this Project. One FTE is equivalent to 35 hours of work per week or 1,820 hours per year. Convert part-time jobs into FTE by dividing the total number of hours for all part-time resources by 35 hours per week or 1,820 hours per year. ("Year One" will begin upon the issuance of Certificate of Occupancy or a Temporary Certificate of Occupancy):

Attach a list that describes in detail the types of employment for this Project, including the types of activities or work performed and the projected timeframe for creating new jobs.

Occupation in Company	Current (Retained) Permanent FTE		Projected <u>New</u> Permanent FTE			
	Average Annual Salary or Hourly Wage ²	Number of Current FTE	FTE in Year 1 20 ²³	FTE in Year 2 20 ²⁴	FTE in Year 3 20 ²⁵	Total New FTE by Year 4 20 ²⁶
Professional/Management	\$67,500	0	1	1	1	1
Administrative	\$50,000	0	1	1	1	1
Sales	\$40,000 + Commission	0	1	1	1	1
Services	\$50,000	0	2	2	2	2
Manufacturing		0				
High-Skilled		0				
Medium-Skilled		5		3	3	3
Basic-Skilled		6				
Other (specify)						
Total (auto-calculated)		11	5	8	8	8

² Wages are defined as all remuneration paid to an employee. Remuneration means every form of compensation for employment paid by an employer to an employee; whether paid directly or indirectly by the employer, including salaries, commissions, bonuses, and the reasonable money value of board, rent, housing, lodging, or similar advantage received. Where gratuities are received from a person other than the employer, the value of such gratuities shall be included as part of the remuneration paid by the employer. Source: <https://labor.ny.gov>.

VIII. INDEPENDENT CONTRACTOR RESOURCES

Estimate the number of full-time equivalent (FTE) jobs that are contracted to independent contractors (e.g., contractors or subcontractors) that would be retained and created as part of this Project.

Attach a list that describes in detail the types of contract resources for this Project, including the types of activities or work performed and the projected timeframe for creating new contractor positions.

("Year One" will begin upon the issuance of Certificate of Occupancy or a Temporary Certificate of Occupancy):

	Current FTEs	Projected			
		New Year 1-20 ²³	New Year 2-20 ²⁴	New Year 3-20 ²⁵	Total Year 4-20 ²⁶
Full-time		0	0	0	0
Part-time		0	0	0	0
Seasonal		0	0	0	0

IX. CONSTRUCTION LABOR

**Construction Jobs are defined by the number of persons individually identified on the pay roll of the General Contractor/Subcontractor in relation to the project.*

Number of construction workers expected to be hired for this Project: 300

When does the applicant anticipate the start of construction? June 2022

When does the applicant anticipate the completion of construction? June/July 2024

What is the total value of construction contracts to be executed? \$54,945,770

Describe the general contractor's plans and selection process for using regional and/or City of Albany construction labor or regional and/or City of Albany sub-contractors:

APPLICANT HAS MET WITH TWO (2) GENERAL CONTRACTORS, ONE WHICH IS BASED IN THE CITY OF ALBANY AND ONE IN SOUTHERN SARATOGA COUNTY. BOTH GENERAL CONTRACTORS UTILIZE SUBCONTRACTORS FROM THE CAPITAL DISTRICT. APPLICANT IS COMMITTING TO USE OF WMBE, EEO LABOR, CITY OF ALBANY LABOR, AND APPRENTICESHIP PROGRAMS.

X. PROJECT COSTS AND FINANCING

Attach additional

A) Project Costs

Description of Cost	Amount
Land	\$9,000,000
Buildings	\$54,945,770
Machinery and Equipment Cost	
Utilities, roads and appurtenant costs	
Architects and engineering fees	\$2,500,000
Cost of Bond Issue (legal, financial and printing)	
Construction loan fees and interest (if applicable)	\$3,500,000
Other (specify)	
Soft Costs	\$7,000,000
FF&E	\$3,000,000
TOTAL PROJECT COST (auto-calculated)	\$79,945,770

Have any of the above costs been paid or incurred as of the date of this application? ☒ Yes ☐ No

If yes, describe:

LAND ESCROW AND ARCHITECTURE FEES TOTALING APPROXIMATELY \$500,000.00

B) Sources of Funds for Project Costs

Equity:

\$27,981,020

Bank Financing:

\$51,964,750

Tax Exempt Bond Issuance:

\$0

Taxable Bond Issuance

\$0

Public Sources (Include total of all State and Federal grants and tax credits):

Identify each State and Federal program:

Public Funds Total (auto-calculated):

\$0

Additional sheets may be attached, as necessary.

TOTAL: (auto-calculated)

\$79,945,770

Amount of total financing requested from lending institutions:

\$52,000,000

Amount of total financing related to existing debt refinancing:

\$0

Has a commitment for financing been received?

☐

Yes

☒

No

If yes:

Lending Institution:

Contact:

Phone:

XI. PROJECT EVALUATION AND ASSISTANCE FRAMEWORK

Project Evaluation and Assistance Framework. If applicable, complete the following Matrix that is part of the Agency's Project Evaluation and Assistance Framework.

Baseline Requirements (Must Achieve All)

<input checked="" type="checkbox"/> Complete Application	<input checked="" type="checkbox"/> Albany 2030 Aligned	<input checked="" type="checkbox"/> Meet Project Use Definition
<input checked="" type="checkbox"/> Meets NYS/CAIDA Requirements	<input type="checkbox"/> Planning Approval (if applicant) Approval Date : <input type="text"/>	<input checked="" type="checkbox"/> "But For" Requirement

Community Benefit Metrics (Must Achieve 10)

Revitalization Target Geography <input checked="" type="checkbox"/> Distressed Census Tract <input type="checkbox"/> High Vacancy Census Tract <input type="checkbox"/> Downtown <input type="checkbox"/> BID <input type="checkbox"/> Neighborhood Plan	Investment Financial Commitment (cumulative) <input checked="" type="checkbox"/> 2.5M - 10M <input checked="" type="checkbox"/> 10.1 - 17.5M <input checked="" type="checkbox"/> 17.6M - 25M	Employment Permanent Jobs (cumulative) <input type="checkbox"/> 3 - 40 <input type="checkbox"/> 41 - 80 <input type="checkbox"/> 81 - 120 <input type="checkbox"/> 121 - 180 <input type="checkbox"/> > 180
Identified Priority <input type="checkbox"/> Downtown Residential <input type="checkbox"/> Tax Exempt/Vacant <input type="checkbox"/> Identified Catalyst Site <input type="checkbox"/> Historic Preservation <input type="checkbox"/> Community Catalyst	Community Commitment <input checked="" type="checkbox"/> MWBE/DBE Participation <input checked="" type="checkbox"/> EEO Workforce Utilization <input type="checkbox"/> Inclusionary Housing <input type="checkbox"/> Regional Labor <input checked="" type="checkbox"/> City of Albany Labor <input checked="" type="checkbox"/> Apprenticeship Program	Retained Jobs (cumulative) <input type="checkbox"/> 3 - 40 <input type="checkbox"/> 41 - 80 <input type="checkbox"/> 81 - 120 <input type="checkbox"/> 121 - 180 <input type="checkbox"/> > 180
Identified Growth Area <input type="checkbox"/> Manufacturing/Distribution <input type="checkbox"/> Technology <input type="checkbox"/> Hospitality <input checked="" type="checkbox"/> Existing Cluster <input type="checkbox"/> Conversion to Residential		Construction Jobs (cumulative) <input checked="" type="checkbox"/> 6 - 80 <input checked="" type="checkbox"/> 81 - 160 <input checked="" type="checkbox"/> 161 - 240 <input checked="" type="checkbox"/> > 240

XII. ESTIMATED VALUE OF INCENTIVES

A) Property Tax Exemption:

Agency staff will complete this section with the Applicant based on information submitted by the Applicant and the City of Albany Assessor. **If you are requesting an exception to the PILOT schedule that cannot be accommodated by the UTEP or the CAIDA Project Evaluation and Assistance Framework, please provide additional sheets indicating the proposed PILOT payments.**

Does your project meet the definition of "large project" as defined in the Framework (\$25 Million, 15 Total Acres or Full Service Hotel)? ☒ Yes ☐ No

Current assessed full assessed value of the property **before** Project improvements or the **purchase price of the property**, whichever is higher:

Estimated new assessed full value of property **after** Project improvement based on letter from the City of Albany Assessor:

Estimated real property 2019 tax rate per dollar of full assessment (auto-calculated):

**assume 2% annual increase in tax rate*

Estimated Completed Assessed Value per Unit based on letter from the City of Albany Assessor:

PILOT Year	Existing Real Property Taxes	Estimated Real Property Taxes on Improved Value Without PILOT ³	Estimated Total Without PILOT	PILOT Abatement % based on Framework schedule Abatement percentages must be entered in decimals	*Estimated PILOT Payments
1	\$ 440,273	\$415,813	\$856,086	100%	\$440,273
2	\$ 449,078	\$424,129	\$873,208	100%	\$ 449,078
3	\$ 458,060	\$432,612	\$890,672	100%	\$ 458,060
4	\$ 467,221	\$441,264	\$908,485	100%	\$ 467,221
5	\$ 476,565	\$450,090	\$926,655	100%	\$ 476,565
6	\$ 486,097	\$459,091	\$945,188	100%	\$ 486,097
7	\$ 495,819	\$468,273	\$964,092	90%	\$ 542,646
8	\$505,735	\$477,639	\$983,374	80%	\$ 601,263
9	\$515,850	\$487,191	\$1,003,041	70%	\$ 662,007
10	\$526,167	\$496,935	\$1,023,102	60%	\$ 724,941
11	\$536,690	\$506,874	\$1,043,564	50%	\$ 790,127
12	\$547,424	\$517,011	\$ 1,064,435	40%	\$ 857,631
13	\$558,372	\$527,352	\$ 1,085,724	30%	\$ 927,519
14	\$569,540	\$537,899	\$ 1,107,439	20%	\$ 999,859
15	\$580,931	\$548,657	\$ 1,129,587	10%	\$ 1,074,722
16				0%	
17				0%	
18				0%	
19				0%	
20				0%	
			\$ 14,804,652		\$ 9,958,008

**PILOT payments may not fall short of \$675 per door or .97 per Square Foot as applicable from Framework*

Please note that after year twelve (12) of any Multi-Family Commercial PILOT, a bifurcated structure commences whereby projects shall pay the greater of: (a) scheduled pilot payments as stated by assistance schedule or (b) 11.5% of gross revenue.

Notwithstanding anything herein to the contrary, if the project consists of an **affordable housing project**, the applicant shall make annual payments in lieu of property taxes pursuant to the PILOT Agreement with respect to the project as follows: (i) An amount equal to ten percent (10%) of the shelter rents (rents, excluding the component thereof, if any, attributable to energy and utility costs paid by the applicant) payable by the tenants in connection with the housing project.

If the applicant is requesting assistance that is a deviation from the Agency's UTEP, please refer to the Agency's Project Evaluation and Assistance Framework to determine the appropriate, potential standard deviation abatement schedule: <http://albanyida.com/wp-content/uploads/2012/03/CAIDA-PILOT-Program-Board-Revised-1.pdf>

³ The figures in this column assume that the Project is completed as described in the Application and without the involvement of the Agency and, therefore, subject to real property taxes. However, as provided in this Application, the Applicant has certified that it would not undertake the Project without the financial assistance granted by the Agency. Accordingly, this column is prepared solely for the purpose of determining the estimated amount of the real property tax abatement being granted by the Agency.

If the Applicant is requesting assistance that is greater than the Agency's standard UTEP deviations identified in the Project Evaluation and Assistance Framework, describe the incentives and provide a justification for this PILOT request:

B) Sales and Use Tax Benefit:

Note: The figures below will be provided to the New York State Department of Taxation and Finance and represents the maximum amount of sales and use tax benefit that the Agency may authorize with respect to the application.

Costs for goods and services that are subject to State and local sales and use tax ⁴ :	\$31,800,000
Estimated State and local sales and use tax benefit (sales tax amount multiplied by 8.0% plus additional use tax amounts):	\$2,544,000

C) Mortgage Recording Tax Benefit:

Mortgage amount (include construction, permanent, bridge financing or refinancing):	\$52,000,000
Estimated mortgage recording tax exemption benefit (mortgage amount multiplied by 1%) ⁵ :	\$520,000

D) Percentage of Project Costs Financed from Public Sector:

Percentage of Project costs financed from public sector: .099
(Total B + C + D + E below / A Total Project Cost)

A. Total Project Cost:	\$79,945,770
B. Estimated Value of PILOT (auto-filled):	\$4,846,644
C. Estimated Value of Sales Tax Incentive:	\$2,544,000
D. Estimated Value of Mortgage Tax Incentive:	\$520,000
E. Total Other Public Incentives (tax credits, grants, ESD incentives, etc.):	\$0

⁴ Sales and use tax (sales tax) is applied to: tangible personal property (unless specifically exempt); gas, electricity, refrigeration and steam, and telephone service; selected services; food and beverages sold by restaurants, taverns, and caterers; hotel occupancy; and certain admission charges and dues. For a definition of products, services, and transactions subject to sales tax see the following links:

<https://www.tax.ny.gov/bus/st/subject.htm> and

https://www.tax.ny.gov/pubs_and_bulls/tg_bulletins/st/quick_reference_guide_for_taxable_and_exempt_property_and_services.htm.

⁵ The Mortgage Recording Tax in Albany County is equal to 1.25%. However, the Agency is authorized under the IDA Statute to exempt only 1.00%.

XIII. COST BENEFIT ANALYSIS

In order for the City of Albany Industrial Development Agency (the “Agency”) to prepare a Cost/Benefit Analysis for a proposed project (the “Project”), the Applicant must answer the questions contained in this Project Questionnaire (the “Questionnaire”). Such information should consist of a list and detailed description of the benefits of the Agency undertaking the Project (e.g., number of jobs created, types of jobs created, economic development in the area, community benefits (including community commitment as described in the Agency’s Project Evaluation and Assistance Framework), etc.). Such information should also consist of a list and detailed description of the costs of the Agency undertaking the Project (e.g., tax revenues lost, buildings abandoned, etc.).

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

PROJECT QUESTIONNAIRE

1. Name of Project Beneficiary (“Company”):	1415 Washington Property LLC	
2. Brief Identification of the Project:	Student Housing	
3. Estimated Amount of Project Benefits Sought:	\$ 7,910,644	
A. Amount of Bonds Sought:		\$0
B. Value of Sales Tax Exemption Sought		\$2,544,000
C. Value of Real Property Tax Exemption Sought		\$4,846,644
D. Value of Mortgage Recording Tax Exemption Sought		\$520,000
4. Likelihood of accomplishing the Project in a timely fashion (please explain):	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
<div style="border: 1px solid black; padding: 5px;">Project will be constructed in single phase</div>		

PROJECTED PROJECT INVESTMENT

A. Land-Related Costs	
1. Land acquisition	\$ 9,000,000
2. Site preparation	\$ 1,390,000
3. Landscaping	\$ 200,000
4. Utilities and infrastructure development	\$ 350,000
5. Access roads and parking development	
6. Other land-related costs (describe)	\$ 550,000
B. Building-Related Costs	
1. Acquisition of existing structures	
2. Renovation of existing structures	
3. New construction costs	\$ 54,945,770
4. Electrical systems	
5. Heating, ventilation and air conditioning	
6. Plumbing	
7. Other building-related costs (describe)	\$ 1,576,900
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	\$ 2,476,020
2. Office equipment	\$ 523,980
3. Computers	
4. Other furniture-related costs (describe)	
E. Working Capital Costs	
1. Operation costs	\$ 850,000
2. Production costs	
3. Raw materials	
4. Debt service	\$ 3,500,000
5. Relocation costs	
6. Skills training	
7. Other working capital-related costs (describe)	
F. Professional Service Costs	
1. Architecture and engineering	\$ 2,500,000
2. Accounting/legal	\$ 222,000
3. Other service-related costs (describe)	\$ 335,417
G. Other Costs	
1. _____	\$ 777,126
2. _____	\$ 748,557
H. Summary of Expenditures	
1. Total Land-Related Costs	\$ 11,490,000
2. Total Building-Related Costs	\$ 56,522,670
3. Total Machinery and Equipment Costs	\$ 0
4. Total Furniture and Fixture Costs	\$ 3,000,000
5. Total Working Capital Costs	\$ 4,350,000
6. Total Professional Service Costs	\$ 3,057,417
7. Total Other Costs	\$ 1,525,683
	\$ 79,945,770

PROJECTED NET OPERATING INCOME

I. Please provide projected Net Operating Income:

YEAR	Without IDA benefits	With IDA benefits
1	\$ 4,677,943	\$ 5,614,695
2	\$ 4,764,533	\$ 5,783,136
3	\$ 4,907,469	\$ 5,956,630
4	\$ 5,054,693	\$ 6,135,329
5	\$ 5,206,334	\$ 6,319,388

PROJECTED CONSTRUCTION EMPLOYMENT IMPACT

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

Year	Number of Construction Jobs	Total Annual Wages and Benefits	Estimated Additional NYS Income Tax
Current Year	0		
Year 1	150	10000000	700000
Year 2	150	92000000	644000
Year 3			
Year 4			
Year 5			

PROJECTED PERMANENT EMPLOYMENT IMPACT

- I. Estimates of the total number of existing permanent FTE jobs to be preserved or retained as a result of the Project are described in the tables in Section VII of the Application.
- II. Estimates of the total new permanent FTE jobs to be created at the Project are described in the tables in Section VII of the Application.
- III. Please provide estimates for the following:
- A. Creation of New Job Skills relating to permanent jobs. Please complete Schedule A.

PROJECTED OPERATING IMPACT

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

Additional Purchases (1 st year following project completion)	\$ 326,000
Additional Sales Tax Paid on Additional Purchases	\$ 26,100
Estimated Additional Sales (1 st full year following project completion)	
Estimated Additional Sales Tax to be collected on additional sales (1 st full year following project completion)	

II. Please provide estimates for the impact of Project on existing real property taxes and new payments in lieu of taxes ("Pilot Payments"): If you are requesting an exception that cannot be accommodated by the auto-calculated fields, please provide additional sheets indicating the proposed PILIOT payments.

Year	Existing Real Property Taxes (Without Project)	New Pilot Payments (With IDA)	Total (Difference)
Current Year	\$431,640	\$431,640	\$0
Year 1	\$ 440,273	\$440,273	\$0
Year 2	\$ 449,078	\$ 449,078	\$0
Year 3	\$ 458,060	\$ 458,060	\$0
Year 4	\$ 467,221	\$ 467,221	\$0
Year 5	\$ 476,565	\$ 476,565	\$0
Year 6	\$ 486,097	\$ 486,097	\$0
Year 7	\$ 495,819	\$ 542,646	\$46,827
Year 8	\$505,735	\$ 601,263	\$95,528
Year 9	\$515,850	\$ 662,007	\$146,157
Year 10	\$526,167	\$ 724,941	\$198,774
Year 11	\$536,690	\$ 790,127	\$253,437
Year 12	\$547,424	\$ 857,631	\$310,207
Year 13	\$558,372	\$ 927,519	\$369,146
Year 14	\$569,540	\$ 999,859	\$430,319
Year 15	\$580,931	\$ 1,074,722	\$493,791
Year 16			
Year 17			
Year 18			
Year 19			
Year 20			
			\$ 2,344,187

ADDITIONAL COMMUNITY BENEFITS

The City of Albany Industrial Development Agency is supportive of inclusionary development practices. Please indicate which of the below described community benefits (as defined in the Agency's Project Evaluation and Assistance Framework) will be provided as a result of the Project, and please provide a detailed description of such benefits, together with any other economic benefits and community benefits expected to be produced as a result of the Project (attach additional pages as needed for a complete and detailed response). Examples of these benefits include:

- | | |
|--------------------------------|---------------------------------|
| (A) MWBE/DBE Participation; | (L) Downtown Residential; |
| (B) EEO; | (M) Tax Exempt/Vacant Property; |
| (C) Workforce Utilization; | (N) Identified Catalyst Site; |
| (D) Inclusionary Housing; | (O) Historic Preservation; |
| (E) Regional Labor; | (P) Community Catalyst; |
| (F) City of Albany Labor; | (Q) Manufacturing/Distribution; |
| (G) Apprenticeship Program; | (R) Technology; |
| (H) Distressed Census Tract; | (S) Hospitality; |
| (I) High Vacancy Census Tract; | (T) Existing Cluster; and |
| (J) Downtown BID; | (U) Conversion to Residential. |
| (K) Neighborhood Plan; | |

The project will include important community benefits including MWBE/DBE participation, EEO workforce utilization, City of Albany labor, and contractors with licensed apprenticeship programs. This student housing project will also significantly benefit the local economy. A 2012 study conducted by Brown University determined that students living in off-campus housing spent approximately \$11,400 in the local economy during the academic year. For this project, that would amount to \$6,384,000.00 a year in local spending (11,400 x 560 beds).

XIV. OTHER

Is there anything else the Agency's board should know regarding this Project?

Since its founding in 2011, Scenic Investments has built a reputation for delivering exceptional properties crafted to stand out in high growth markets popular with millennials. Led by three principals with a combined 33 years of real estate experience including analysis, underwriting and development, our team understands that attention to detail is necessary to create communities destined for long term success. The addition of our equity and financing partners, AARE and Extra Holding, will ensure our project's successful completion.

Scenic Investments pairs the right location with the right project to deliver on the unique needs of each city in which it develops. Our buildings provide an authentic, high quality living experience that promotes a sense of belonging and community among residents.


We believe we can continue this tradition in Albany and value the opportunity to do so.

CERTIFICATION

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

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

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

Date Signed: 02/08/2022	Name of Person Completing Project Questionnaire on behalf of the Company. Name: Michael Pullman Title: Managing Partner Phone Number: 248-514-4599 Address: 20 West 64th Street, Apt. 23E New York, NY 10023 Signature: 
--------------------------------	--

REPRESENTATIONS, CERTIFICATIONS AND INDEMNIFICATION

Michael Pullman (name of CEO or another authorized representative of Applicant) confirms and says that he/she is the Managing Partner (title) of 1415 Washington Property (name of corporation or other entity) named in the attached Application (the "Applicant"), that he/she has read the foregoing Application and knows the contents thereof, and hereby represents, understands, and otherwise agrees with the Agency and as follows:

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

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

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

D. Annual Sales Tax Filings. In accordance with Section 874(8) of the New York General Municipal Law, the applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the applicant and all consultants or subcontractors retained by the applicant.

E. Annual Employment Reports. The applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the Project site, including (1) the NYS-45 – Quarterly Combined Withholding, Wage Reporting and Unemployment Insurance Return – for the quarter ending December 31 (the "NYS-45"), and (2) the US Dept. of Labor BLS 3020 Multiple Worksite report if applicable. The applicant also agrees, whenever requested by the Agency, to provide and certify or cause to be provided and certified such information concerning the participation of individuals from minority groups as employees or applicants for employment with regard to the project.

F. Local Labor Information. The applicant is aware of and understands the provisions of Part 24 of the Policy Manual of the Agency. Pursuant to Part 24 of the Policy Manual of the Agency, the applicant agrees to provide information, in form and substance satisfactory to the Agency, relating to construction activities for projects; specifically: (i) the Company's contact person responsible and accountable for providing information about the bidding for and awarding of construction contracts relative to this Application and the Project, (ii) the

nature of construction jobs created by the Project, including the number, type, and duration of construction positions; and (iii) submit to the Agency a “Construction Completion Report” listing the names and business locations of prime contractors, subcontractors, and vendors who were engaged in the construction phase of the Project.

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

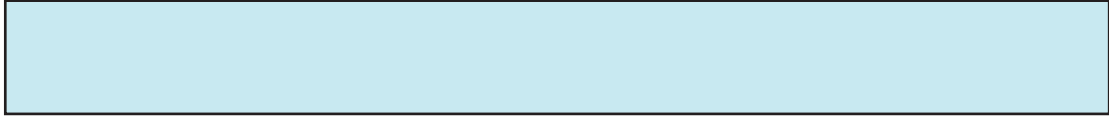
H. Uniform Agency Project Agreement. The applicant agrees to enter into a uniform agency project agreement with the Agency where the applicant agrees that (1) the amount of Financial Assistance to be received shall be contingent upon, and shall bear a direct relationship to the success or lack of success of such project in delivering certain described public benefits (the “Public Benefits”) and (2) the Agency will be entitled to recapture some or all of the Financial Assistance granted to the applicant if (a) the project is unsuccessful in whole or in part in delivering the promised Public Benefits, (b) certain “recapture events” occur (e.g., failure to complete the Project, sale or transfer of the Project, failure to make the estimated investment, failure to maintain job employment levels and failure to make annual reporting filings with the Agency).

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

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

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

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



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

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

O. False or Misleading Information. The applicant understands that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemptions claimed by reason of Agency involvement in the Project.

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



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

R. Onsite Visits. The applicant acknowledges that under the Agency's Policy Manual regarding monitoring and administration of projects, the Project is subject to periodic onsite visits by Agency staff.


S. Change in Control of Project Applicant. In connection with any Agency Straight Lease Transaction or Agency Bond Transaction, the Agency may grant to the applicant certain exemptions from mortgage recording taxes, sales and use taxes and real property taxes. The applicant understands that the grant of such exemptions by the Agency is intended to benefit the applicant. Subsequently, if the applicant determines to enter into a merger, sale of the entity, consolidation or sale of ownership interests of the project applicant, the applicant understand that any such merger, sale of the entity, consolidation or sale of ownership interests of the applicant is subject to review and consent by the Agency, together with the satisfaction of any conditions that may be imposed by the Agency.

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

_____, being first duly sworn, deposes and says:

1. That I am the Managing Partner (Corporate Office) of 1415 Washington Property LLC (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.

2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate, and complete.


(Signature of Officer)

Subscribed and affirmed to me under penalties of perjury.


This ___ day of _____, 20__

(Notary Public)

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
__ day of ____, 20__.

(Notary Public)

SCHEDULE A

CREATION OF NEW JOB SKILLS

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

[illegible]

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

**NEW YORK STATE FINANCIAL REPORTING
REQUIREMENTS FOR INDUSTRIAL DEVELOPMENT AGENCIES**

Be advised that the New York General Municipal Law imposes certain reporting requirements on IDAs and recipients of IDA financial assistance. Of importance to IDA Applicants is Section 859 (<https://www.nysenate.gov/legislation/laws/GMU/859>). This section requires IDAs to transmit financial statements within 90 days following the end of an Agency's fiscal year ending December 31, prepared by an independent, certified public accountant, to the New York State Comptroller, and the Commissioner of the New York State Department of Economic Development. These audited financial statements shall include supplemental schedules listing the following information:

1. All straight-lease ("sale-leaseback") transactions and whether or not they are obligations of the Agency.
2. All bonds and notes issued, outstanding or retired during the period and whether or not they are obligations of the Agency.
3. All new bond issues shall be listed and for each new bond issue, the following information is required:
 - a. Name of the Project financed with the bond proceeds.
 - b. Whether the Project occupant is a not-for-profit corporation.
 - c. Name and address of each owner of the Project.
 - d. The estimated amount of tax exemptions authorized for each Project.
 - e. The purpose for which the bond was issued.
 - f. The bond interest rate at issuance and, if variable, the range of interest rates applicable.
 - g. Bond maturity date.
 - h. Federal tax status of the bond issue.
 - i. Estimate of the number of jobs created and retained for the Project.
4. All new straight lease transactions shall be listed and for each new straight lease transaction, the following information is required:
 - a. Name of the Project.

- b. Whether the Project occupant is a not-for-profit corporation.
- c. Name and address of each owner of the Project.
- d. The estimated amount of tax exemptions authorized for each Project.
- e. The purpose for which each transaction was made.
- f. Method of financial assistance utilized for each Project, other than the tax exemptions claimed by the Project.
- g. Estimate of the number of jobs created and retained for the Project.

Sign below to indicate that you have read and understood the above.

Signature:



Name:

Michael Pullman

Title:

Managing Partner

Company:

1415 Washington Property LLC

Date:

02/08/22

ENTITY CHART
1415 WASHINGTON AVENUE
ALBANY, NEW YORK 12206

