



## Project Modification Request

DATE:	October 25, 2019
APPLICANT:	390 East CBM. LLC
PROJECT NAME:	East Avenue Courtyard by Marriott
PROJECT ADDRESS:	390 East Avenue Rochester, NY 14067
MODIFICATION REQUESTED: (Check all that apply)	
<input checked="" type="checkbox"/> Increase in Project Costs of:	\$ <u>2,000,000</u> Original Project Cost: \$ <u>22,000,000</u>
<input checked="" type="checkbox"/> Extend Sales Tax Exemption Date to:	<u>June 30, 2021</u>
Reason for extension: <b>Design modifications and delays in obtaining final project permitting.</b>	
*Amount of Exemptions Taken to Date: \$ <u>0</u>	
<input type="checkbox"/> New Tenant: Provide Name, Business Description, Square Feet to be occupied:	
<input type="checkbox"/> Other:	
Assistance Requested: (check all that apply)	
<input checked="" type="checkbox"/> Property Tax Abatement	<input type="checkbox"/> As of: <u>10/25/19</u>
<input checked="" type="checkbox"/> Mortgage Tax Exemption	<input type="checkbox"/> Full Time: <u>0</u>
<input checked="" type="checkbox"/> Sales Tax Exemption	<input type="checkbox"/> Part Time: <u>0</u>
<p><i>Applicant hereby represents that (i) it is not in default under any documents executed in connection with the Project being modified; (ii) if assignment, assignee must agree to assume Applicant's rights, interest, duties, obligations and liability set forth in any documents executed in connection with the Project being modified; and (iii) Applicant will pay all applicable fees of the Agency and its counsel in connection with the modification/assignment of said Project.</i></p>	
Signed: <u>James D. Taylor</u>	Date: <u>10.25.19</u>
Print Name: <u>JAMES D. TAYLOR, VICE PRESIDENT</u>	
<b>Approval for Modification is recommended</b>	
Date of Original Approval _____	
Estimated value of incremental benefits: _____	
Executive Director _____	Date: _____

Motion By:

A. Meleo

Seconded By:

L. Balzner

### RESOLUTION

(390 East CBM, LLC Project)

A regular meeting of the County of Monroe Industrial Development Agency d/b/a Imagine Monroe (the "Agency"), was held at the Parma Town Hall, 1300 Hilton-Parma Road, Hilton, New York 14468, on November 19, 2019.

After the meeting had been duly called to order, the Chair announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to a certain Project more particularly described below.

RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY D/B/A IMAGINE MONROE (THE "AGENCY") AUTHORIZING (i) ADDITIONAL FINANCIAL ASSISTANCE TO 390 EAST CBM, LLC (THE "COMPANY") IN AMOUNTS EXCEEDING THE AMOUNTS APPROVED BY THE AGENCY IN ITS RESOLUTION ADOPTED ON MAY 21, 2019 AND (ii) AUTHORIZING THE EXTENSION OF THE SALES TAX EXEMPTION BENEFIT GRANTED THE COMPANY THROUGH JUNE 30, 2020

WHEREAS, by Title I of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 55 of the Laws of 1972 of the State of New York (collectively, the "Act"), the Agency was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, by Resolution duly adopted on May 21, 2019 (the "Authorizing Resolution"), the Agency appointed 390 EAST CBM, LLC, a New York limited liability company, for itself or an entity formed or to be formed (collectively, the "Company"), the true and lawful agent of the Agency to undertake a certain project (the "Project") consisting of: (A) the acquisition of a leasehold interest in an approximately 1.68-acre parcel of land located at 390 East Avenue in the City of Rochester, New York (the "Land") together with the East Avenue Inn located thereon (the "Existing Improvements"); (B)(i) the demolition of the Existing Improvements and (ii) the construction in its place of a 4-story Courtyard by Marriott Hotel (the "Improvements"); and (C) the acquisition and installation therein, thereon or thereabout of certain machinery, equipment and related personal property (the "Equipment" and, together with the Land and the Improvements, the "Facility"); and

WHEREAS, the Company previously requested the Agency approve a mortgage amount of \$17,200,000 which would result in mortgage recording tax savings through the Agency of \$129,000; and

WHEREAS, the Company has now requested the Agency approve a mortgage amount of \$19,200,000 which would result in mortgage recording tax savings through the Agency of \$144,000; and

WHEREAS, the Agency previously appointed the Company as its true and lawful agent to receive sales tax exemption through December 31, 2020 (the "Sales and Use Tax Exemption Benefits"); and

WHEREAS, the Company has requested the Agency grant an extension to the Sales and Use Tax Exemption Benefits through June 30, 2021; and

WHEREAS, the Agency desires to adopt a resolution authorizing (i) the increase in savings on mortgage recording tax, (ii) the extension of Sales and Use Tax Exemption Benefits to the Company and (iii) the execution and delivery of any document necessary and incidental thereto.

NOW, THEREFORE, BE IT RESOLVED by the County of Monroe Industrial Development Agency d/b/a Imagine Monroe as follows:

Section 1. Based upon the representation and warranties made by the Company in its request, the Agency hereby authorizes and approves a mortgage in the amount of \$19,200,000, which results in mortgage recording tax savings through the Agency of \$144,000.

Section 2. Based upon the representation and warranties made by the Company in its request, the Agency hereby authorizes and approves the Company, as its agent, to continue to make purchases of goods and services relating to the Project and that would otherwise be subject to New York State and local sales and use tax through June 30, 2021. The Agency agrees to consider any requests by the Company for another extension or an increase to the amount of Sales and Use Tax Exemption Benefits authorized by the Agency upon being provided with appropriate documentation detailing the additional purchases of property or services.

Section 3. The Executive Director, Chairman or Vice Chairman of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver any agreements, documents or certificates necessary and incidental to providing the Company with partial mortgage recording tax exemption.

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

Section 5. In consequence of the foregoing, the officers, employees and agents of the Agency are further authorized and directed for and in the name and on behalf of the Agency to execute and deliver any future mortgage, security agreement and such other collateral instruments as may be required by the Company's lender for the purpose of subjecting the Agency's interest in the Facility (except its Unassigned Rights, as defined in the Leaseback Agreement) to the lien of a mortgage and for no other purpose.

Section 6. This resolution shall take effect immediately.

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

	<u>Yea</u>	<u>Nay</u>	<u>Absent</u>	<u>Abstain</u>
Jay Popli		X		
Anthony Meleo	X			
Troy Milne	X			
Jared Lusk		X		
Lisa Bolzner	X			
Ann L. Burr	X			

The Resolutions were thereupon duly adopted.

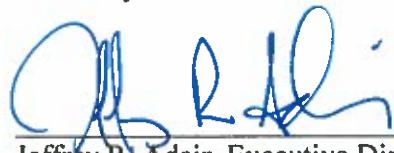
STATE OF NEW YORK )  
COUNTY OF MONROE ) ss.:

I, the undersigned Executive Director of the County of Monroe Industrial Development Agency d/b/a Imagine Monroe, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the County of Monroe Industrial Development Agency d/b/a Imagine Monroe (the "Agency"), including the resolutions contained therein, held on November 19, 2019, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with Sections 103 and 104 of the New York Public Officers Law (Open Meetings Law) that all members of the Agency had due notice of the meeting and that the meeting was in all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand on this 19<sup>th</sup> day of November, 2019.



Jeffrey R. Adair, Executive Director



## PROJECT MODIFICATION REQUEST

If you have any questions or need assistance, please call 585.753.2000.

Applicant: 390 East CBM LLC (Courtyard Rochester East End)  
 Project Address: 390 East Avenue, Rochester, NY 14607  
 Contact Name: James D Taylor, VP  
 Contact Company: 390 East CBM LLC  
 Contact Address: 762 Brooks Ave, Rochester, NY 14619  
 Contact Email: jimt@buildtaylor.com Contact Phone: 585.330.9801

Employment in Monroe County: \_\_\_\_\_ 56 (construction)  
 Full Time Part Time As of Date

**Modification Requested:** Check all that apply. (Attach additional page if necessary). Legal fees apply.

\*\*\*A substantial change in project costs or scope may require a new application. \*\*\*

☐ **Increase in Project Costs:** Must complete page 2. (If there is a significant change in Project Scope, an application will be required.)

**Assistance Requested:** Check all that apply.

☐ Property Tax Abatement

☐ Mortgage Tax Exemption

☐ Sales Tax Exemption

**Project Cost Information:** \$ \_\_\_\_\_ \$ \_\_\_\_\_ \$ 0  
 Original Project Cost Increase in Project Costs New Project Costs

☒ **Extend or Renew Sales Tax Exemption:** (If exemption date has expired, a \$350 fee applies.)

12/31/2020

09/30/2021

\$216,000

Current Expiration Date

Requested Expiration Date

Amount of Exemptions Taken to Date

**Reason for Extension:**

An Article 78 action filed by a few neighbors delayed the project start from June to October 2019. Furthermore, COVID-19 has impacted availability of labor, materials and furnishings required to meet the original timeline. The opening is currently scheduled for May 5, 2021 but equipment purchases may extend into Q3.

☐ **New Tenant:** Include name, business description, and square feet to be occupied.

Applicant hereby represents that (i) it is not in default under any documents executed in connection with the Project being modified; (ii) Applicant will pay all applicable fees of the Agency and its counsel in connection with the modification of the Project.

Signed: James D. Taylor Date: 10/12/2020

Print Name and Title: James D. Taylor, Vice President

Staff Use Only:

2/20

Date Received 10/12/20 Date of Original Approval: 5/24/19 New Code 2602 19013 B

Motion By: Tony Melco  
Seconded By: Jay Popli

**RESOLUTION**  
(390 East CBM, LLC Project)

A regular meeting of the County of Monroe Industrial Development Agency (the "Agency"), was held at the Agency's offices at 50 West Main Street, Suite 1150, Rochester, New York 14614, on November 17, 2020 at 12:00 p.m., in accordance with Executive Order Number 202.1, as extended by subsequent executive orders.

After the meeting had been duly called to order, the Chair announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to a certain Project more particularly described below.

RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") AUTHORIZING THE EXTENSION OF THE SALES AND USE TAX EXEMPTION BENEFITS (AS HEREINAFTER DEFINED) GRANTED TO 390 EAST CBM, LLC (THE "COMPANY") THROUGH DECEMBER 31, 2021, AND THE EXECUTION OF RELATED DOCUMENTS.

WHEREAS, by Title I of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 55 of the Laws of 1972 of the State of New York (collectively, the "Act"), the Agency was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, by Resolution duly adopted on May 21, 2019, the Agency appointed 390 East CBM, LLC, a New York limited liability company, for itself or an entity formed or to be formed (collectively, the "Company"), the true and lawful agent of the Agency to undertake a certain project (the "Project") consisting of: (A) the acquisition of a leasehold interest in an approximately 1.68-acre parcel of land located at 390 East Avenue in the City of Rochester, New York (the "Land") together with the East Avenue Inn located thereon (the "Existing Improvements"); (B)(i) the demolition of the Existing Improvements and (ii) the construction in its place of a 4-story Courtyard by Marriott Hotel (the "Improvements"); and (C) the acquisition and installation therein, thereon or thereabout of certain machinery, equipment and related personal property (the "Equipment" and, together with the Land and the Improvements, the "Facility"); and

WHEREAS, the Agency previously appointed the Company as its true and lawful agent to make purchases of goods and services relating to the Project that would otherwise be subject to New York State and local sales and use tax (the "Sales and Use Tax Exemption Benefits") through December 31, 2020; and

WHEREAS, the Company has, pursuant to a certain Project Modification Request dated October 12, 2020, requested the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2021; and

WHEREAS, the Agency desires to adopt a resolution authorizing the extension of the Sales and Use Tax Exemption Benefits to the Company and the execution and delivery of any documents necessary and incidental thereto.

NOW, THEREFORE, BE IT RESOLVED by the County of Monroe Industrial Development Agency as follows:

Section 1. Based upon the representation and warranties made by the Company in its request, the Agency hereby authorizes and approves the Company, as its agent, to continue to make purchases of goods and services relating to the Project and that would otherwise be subject to New York State and local sales and use tax through **December 31, 2021**. The Agency agrees to consider any requests by the Company for another extension or an increase to the amount of Sales and Use Tax Exemption Benefits authorized by the Agency upon being provided with appropriate documentation detailing the additional purchases of property or services.

Section 2. The Executive Director, Chairman or Vice Chairman of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver any agreements, documents or certificates necessary and incidental to providing the Company with the Sales and Use Tax Exemption Benefits and necessary to effectuate the above-described changes with respect to the Facility.

Section 3. The Executive Director, Chairman or Vice Chairman of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of such Executive Director, Chairman or Vice Chairman of the Agency acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 4. This resolution shall take effect immediately.

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

	<u>Yea</u>	<u>Nay</u>	<u>Absent</u>	<u>Abstain</u>
Jay Popli	✓			
Anthony Meleo	✓			
Troy Milne	✓			
Lisa Bolzner	✓			
Joseph Alloco			✓	
Rhett King	✓			
Ann L. Burr	✓			

The Resolutions were thereupon duly adopted.



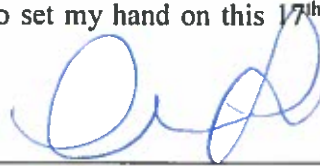
STATE OF NEW YORK )  
COUNTY OF MONROE ) ss.:

I, the undersigned Executive Director of the County of Monroe Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the County of Monroe Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on November 17, 2020, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with Sections 103 and 104 of the New York Public Officers Law (Open Meetings Law) that all members of the Agency had due notice of the meeting and that the meeting was in all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand on this 17<sup>th</sup> day of November, 2020.



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Ana J. Liss, Executive Director