



BOARD MEETING AGENDA

December 17, 2024

12:00 p.m. CityPlace Building

- A. Call Meeting to Order
- B. Pledge of Allegiance
- C. Approval of Minutes – November 19, 2024
- D. Public Comments
- E. Local Labor Monitoring Report – November – Kevin Loewke
- F. Local Labor Exemptions Report – November – Kevin Loewke
- G. Financial Report – November - Gregg Genovese
- H. Applications for Consideration
 - 1. AlchLight LLC
 - 2. Woerner Industries LLC
 - 3. Waffle8er Inc
 - 4. 2851 Clover LLC
- I. Project Modifications
 - 1. I-Square, LLC – PILOT Modification and Extension
 - 2. Sibley Redevelopment LP – Extension
 - 3. Sibley Mixed Use LLC – Extension
 - 4. Sibley Commercial LLC - Extension
- J. Governance Committee Report – A. Burr
 - Renew Annual Contracts
 - Auditing Services Contract
 - Accounting & Chief Financial Officer Contract
 - Local Labor Monitoring Contract
 - Local Labor Exemption Processing Contract
 - Legal Services Contract
 - Real Estate Brokerage Firm
- K. Executive Director – Discussion Items
 - Brew Road Sale Update
 - SAM Grant
 - Travel Report
 - 2025 Meeting Schedule
 - Dashboard

L. Executive Session under Section 105(f) of the Public Officers Law.
Staff Performance Evaluations

M. Chair Burr – Discussion Items

N. Adjourn Meeting

Next meeting: Tuesday, January 21, 2025



COUNTY OF MONROE
COMIDA

INDUSTRIAL DEVELOPMENT AGENCY

DRAFT
BOARD MEETING MINUTES
November 19, 2024

Time & Place: 12:00 p.m. at City Place

Board Present: A. Burr, L. Bolzner, R. King, T. Tolefree, N. Jones (via Zoom)

Also Present: R. Finnerty, R. Baranello, Esq., T. Francis, A. Clark, K. Loewke, G. Genovese, H. Maffucci

Chair Burr called the meeting to order at 12:00 p.m. and R. King led the board in the Pledge of Allegiance.

Chair Burr introduced and welcome new board member Truman Tolefree.

On motion by R. King, second by L. Bolzner, all aye, minutes of the October 15, 2024 meeting were approved.

K. Loewke presented the local labor monitoring report for October 2024.

K. Loewke presented the local labor exemption report for October 2024.

G. Genovese presented the financial report for October 2024 and introduced Mike Cicero from High Probability Advisors.

Deputy Director R. Finnerty presented the following projects for consideration:

120 Main Hotel LLC

120 Main Hotel LLC is proposing the renovation, reconstruction and rehabilitation of the former 14-story Rochester Riverside Hotel in the City of Rochester. The renovated facility will consist of: a parking garage with 329 structured and surface parking spaces; a 123 room hotel with restaurants and retail space on floors 1, 2 and 3; banquet and meeting spaces on floor 4; and 171 residential units on floors 6-14. The residential portion will have 1-2 bedroom units with rent ranges from \$1,000-\$1,654 per month. 20% (34) of the residential units will be set aside for individuals earning 60% of the area median income and will be a representative cross section of units. This project is considered “retail” under Section 862 of the General Municipal Law, however, the project qualifies for benefits under the “highly distressed area” exception (project is located contiguous to a distressed census tract). The \$61 million project is projected to create 27 jobs over three years. At the request of the City of Rochester, this project is seeking a special 20 year property tax abatement, sales tax and mortgage record tax exemptions. The benefit to incentive ratio is 3:1

The applicant was represented by Tom Fox, Director of Development, Ellicott Development Company. The applicant confirmed awareness of the local labor policy and that exemptions must be requested 45 days in advance. The applicant does not anticipate any local labor exemptions at this time. Ms. Baranello stated that, at the public hearing, which was held on November 14, 2024, members of the public asked clarifying question about the project but were no comments in favor of or against the financial assistance being contemplated by the Agency.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON NOVEMBER 14, 2024, WITH RESPECT TO A CERTAIN PROJECT BEING UNDERTAKEN BY 120 MAIN HOTEL LLC OR A RELATED ENTITY FORMED OR TO BE FORMED (COLLECTIVELY, THE "COMPANY"); (ii) MAKING A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA; (iii) APPOINTING THE COMPANY AS AGENT OF THE AGENCY; (iv) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, RENOVATION AND EQUIPPING OF THE PROJECT, (B) A PARTIAL MORTGAGE RECORDING TAX EXEMPTION AND (C) A REAL PROPERTY TAX ABATEMENT STRUCTURED THROUGH A PAYMENT-IN-LIEU-OF-TAX AGREEMENT ("PILOT AGREEMENT"); AND (v) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF A PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT, PILOT AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

On motion by L. Bolzner, second by T. Tolefree for inducement and final resolution approving a sales tax exemption, mortgage recording tax exemption and a real property tax abatement, a roll call vote resulted as follows and the motion carried:

| | | | |
|-------------|-----|---------|-----|
| T. Tolefree | Yea | R. King | Yea |
| L. Bolzner | Yea | A. Burr | Yea |
| N. Jones | Yea | | |

2851 Clover LLC

2851 Clover LLC is proposing the construction of a new housing development in the Town of Pittsford. This development has been designed around the desires of the Town of Pittsford for affordable workforce housing. The property is currently run down, has been vacant for almost 10 years and needs significant asbestos removal. This new development will consist of 175 units (122 one bedroom, 42 two-bedroom, and 12 3-bedroom) with rents ranging from \$1,599-\$3,199 per month. Per COMIDA's policy, 35 (20%) of the 175 units will be set aside as affordable for those earning 80% of the area median income at rents of \$1,350-\$2,096. These affordable units will be a representative cross section of all units. This \$41 million project is projected to create 8 new FTEs over the next three years. 2851 Clover LLC is seeking approval of a real property tax abatement, sales tax exemption and mortgage recording tax exemption.

The applicants, Danny Daniele, President and Anthony Daniele, President, presented their application for consideration. A. Daniele stated that the project could move forward without the real property tax abatement but requested that the board consider modifying the set aside should the board determine that the real property tax abatement is not warranted. H. Maffucci stated that age-in-place housing is needed in the Town of Pittsford and this project will provide that.

Benefits will be considered at a later date.

Pittsford Canalside Properties, LLC

Pittsford Canalside Properties LLC is proposing to construct a mixed-use development on 7.5 acres in the Village of Pittsford. The development will consist of 156 units (3% Studios, 36% 1 Bedrooms, 38% 2

Bedrooms and 21% 3 bedrooms) with rents ranging from \$1800 to \$3500. Per COMIDA's policy, 32 (20%) of the 156 units will be set aside as affordable for those earning 80% of the area median income. These affordable units will be a representative cross section of all units. In addition to the residential portion, the development will include a clubhouse and restaurant facility along the Erie Canal. This site will also feature public benefit and amenities including new public access points to the canal, sidewalks, gazebos, benches, landscaping and docks. This \$73 million phased project is projected to create 24 new FTEs over the next three years. Pittsford Canalside Properties LLC is seeking approval of sales tax and mortgage recording tax exemptions.

The applicant's representative, Chris Nadler, General Counsel, Mark IV Enterprises, presented their application for consideration .

Benefits will be considered at a later date.

N. Jones left the meeting.

Unither Manufacturing LLC

Unither Manufacturing, LLC is a pharmaceutical contract and manufacturing organization focused on pre-measured single-use dosage forms, located in the Town of Henrietta. The Monroe County facility is the company's only U.S. manufacturing site. Unither was approved for a property tax abatement, sales tax and mortgage recording tax exemptions for Phase 1 of their 5 year expansion plan in 2019. For Phase 2, Unither is proposing a 65,000 sq. ft. expansion. The expansion will host new sterile manufacturing areas and will allow for an increase in current capacity and additional production lines. The new facility will also house a state of the art laboratory and warehouse. The \$14 million project is projected to create 50 FTEs in addition to the existing 303 FTEs. Unither Manufacturing LLC is seeking approval of a sales tax exemption only. The benefit to incentive ratio is 12:1.

The applicant was represented by David DeCarlo, Director of Finance. The applicant confirmed awareness of the local labor policy and that exemptions must be requested 45 days in advance. The applicant does not anticipate any local labor exemptions at this time. Ms. Baranello stated that there were no comments at the public hearing, which was held on November 14, 2024.

The board considered the following resolution: **RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY TAKING OFFICIAL ACTION (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON NOVEMBER 14, 2024, WITH RESPECT TO THE UNITHER MANUFACTURING LLC (THE "COMPANY") PROJECT (THE "PROJECT"); (ii) MAKING A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA; (iii) APPOINTING THE COMPANY AS AGENT OF THE AGENCY; (iv) PROVIDING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE UNDERTAKING OF THE PROJECT; AND (v) AUTHORIZING THE EXECUTION AND DELIVERY OF A PROJECT AGREEMENT AND RELATED DOCUMENTS.**

On motion by T. Tolefree, second by L. Bolzner for inducement and final resolution approving a sales tax exemption, a roll call vote resulted as follows and the motion carried:

T. Tolefree Yea R. King Yea

| | | | |
|------------|--------|---------|-----|
| L. Bolzner | Yea | A. Burr | Yea |
| N. Jones | Absent | | |

HIS Land LLC

HIS Land LLC, a real estate holding company, is proposing the renovation of a vacant facility in the City of Rochester, to attract new international tenants specializing in framers for eyewear and lenses. Renovations for this facility require new roofing, HVAC and other electrical work. The \$520,845 project is projected to create 85 FTEs over the next three years. HIS Land LLC is seeking approval of a sales tax exemption only. The benefit to incentive ratio is 590:1.

The applicant was represented by Patrick Ho, CEO/Chairman and Jennifer Ott, Controller. The applicant confirmed awareness of the local labor policy and that exemptions must be requested 45 days in advance. The applicant does not anticipate any local labor exemptions at this time.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY TAKING OFFICIAL ACTION TO APPOINT (i) HIS LAND, LLC OR A RELATED ENTITY FORMED OR TO BE FORMED (COLLECTIVELY, THE "COMPANY") AS ITS AGENT TO UNDERTAKE A CERTAIN PROJECT; (ii) PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE UNDERTAKING OF THE PROJECT; (iii) AUTHORIZE THE EXECUTION AND DELIVERY OF A PROJECT AGREEMENT AND RELATED DOCUMENTS; AND (iv) MAKE A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA.

On motion by R. King, second by L. Bolzner for inducement and final resolution approving a sales tax exemption, a roll call vote resulted as follows and the motion carried:

| | | | |
|-------------|--------|---------|-----|
| T. Tolefree | Yea | R. King | Yea |
| L. Bolzner | Yea | A. Burr | Yea |
| N. Jones | Absent | | |

Deputy Director R. Finnerty presented the following modifications for consideration:

Apple Latta LLC – Extension

Apple Latta II LLC, a real estate holding company, is constructing a senior housing project in the Town of Greece. The \$58.6 million project was originally approved in May 2015. The project was approved for a custom real property tax abatement, mortgage recording tax and sales tax exemptions. The project received a renewal and extension in 2020, an increase in 2021 and an extension in 2024. The applicant is now seeking an extension of the sales tax exemption through December 31, 2026 due to construction delays and material shortages.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") AUTHORIZING THE EXTENSION OF THE SALES AND USE TAX EXEMPTION BENEFITS GRANTED TO APPLE LATTA II LLC (THE "COMPANY") THROUGH DECEMBER 31, 2026, AND THE EXECUTION OF RELATED DOCUMENTS.

On motion by T. Tolefree, second by L. Bolzner, all aye, motion carried to approve an extension of the sales tax exemption through December 31, 2026.

1733 Ridge Road LLC – Extension

1733 Ridge Rd. LLC is the owner of the former Irondequoit Mall, which is being redeveloped as SkyView on the Ridge. In March 2018, the applicant was approved for a real property tax abatement and sales and mortgage recording tax exemptions. In October 2020 and December 2022, the applicant was approved for extensions of the sales tax exemption. The applicant is now seeking another extension of the sales tax exemption through December 31, 2026 due to material shortages and delays from current economic conditions.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") AUTHORIZING THE EXTENSION OF THE SALES TAX EXEMPTION BENEFITS GRANTED TO 1733 RIDGE RD LLC (THE "COMPANY") THROUGH DECEMBER 31, 2026, AND THE EXECUTION OF RELATED DOCUMENTS.

On motion by R. King, second by L. Bolzner, all aye, motion carried to approve an extension of the sales tax exemption through December 31, 2026.

Jay's Acquisition II LLC – Increase

Jay's Acquisitions II LLC is redeveloping the Triangle Building located in the City of Rochester. Originally approved in July 2023, the project includes the reconstruction and renovation of the existing building into a multi-tenant mixed use facility, with the ground floor as commercial space and new residential space above. The ground floor will be occupied by Colgate Rochester Crozer Divinity School. The new residential space will contain approximately 36 residential apartments with a mixture of studio, one-bedroom and two-bedroom apartments which will be targeted to Eastman School of Music Students. The applicant is requesting an increase of \$22,501 in the mortgage recording tax exemption from \$32,445 to \$54,945 to account for the upfront funding of the \$3 million Restore NY grant awarded to the project. Total project costs will remain the same.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING ADDITIONAL FINANCIAL ASSISTANCE TO JAY'S ACQUISITIONS II LLC IN AMOUNTS EXCEEDING THE AMOUNTS PREVIOUSLY APPROVED BY THE AGENCY AND THE EXECUTION OF RELATED DOCUMENTS.

On motion by R. King, second by T. Tolefree, all aye, motion carried to approve an increase of the mortgage recording tax exemption to an amount not to exceed \$54,945.

APM Holdings LLC/TFI Rochester NY LLC – Assumption

APM Holdings, LLC is a real estate holding company for Addison Precision Manufacturing Corporation. Addison was founded in 1951 and provides complex, close tolerance precision machined parts for the aircraft, aerospace, medical and defense industries throughout the world. TFI Rochester NY LLC is purchasing the building and will assume the PILOT Agreement.

The applicant was represented by Greg Nearpass, Esq. Woods, Oviatt, Gilman.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") AUTHORIZING THE ASSIGNMENT BY APM HOLDINGS LLC OF CERTAIN FINANCIAL ASSISTANCE AND DOCUMENTS IN CONNECTION WITH A CERTAIN PROJECT LOCATED ON GATES GREECE TOWN LINE ROAD IN THE TOWN OF GREECE, NEW YORK, TO TFI ROCHESTER NY LLC AND TO ADDISON PRECISION MANUFACTURING LLC; AND THE EXECUTION OF RELATED DOCUMENTS.

On motion by T. Tolefree, second by R. King, all aye, motion carried to approve the sale of the facility and assignment of the real property tax abatement.

The Governance Committee Report was given by Chair Burr. The Governance Committee met on November 5, 2024 and reviewed the current housing policy as well as the published RFP for a housing study. The committee discussed changes to the current housing policy that included reverting back to a 10% affordable set aside while the housing study is being undertaken. The committee decided to not make any changes to the current policy and will revisit the policy discussion once the housing study is complete.

Deputy Director R. Finnerty introduced Jeff Hoffman, Director of Foundation Development, Ivelisse Marrero, Director of Family Child Care and Hayley Izard, Administration Assistant from Rochester Childfirst Network. Mr. Hoffman provided a program update and reviewed their request for a contract extension. On motion by R. King, second by L. Bolzner, all aye, motion carried to approve an extension of the contract with Rochester Childfirst Network programs through June 30, 2025.

Deputy Director R. Finnerty provided detail on New York State Economic Development Council Competitiveness Project and its new program called the New Economic Blueprint. This project will make recommendations to improve New York's business climate, identify regulatory challenges and fixes, address the affordability issues, and develop solutions on outward migration that is costing New York valuable resources. NYSEDC estimated the study would cost approximately \$100,000 and is soliciting their membership for contributions. On motion by R. King, second by T. Tolefree, all aye, motion carried to approve a \$5,000 contribution to the NYSEDC to support the undertaking of the Competitiveness Project.

Deputy Director R. Finnerty reviewed the current dashboard.

On motion by R. King, second by L. Bolzner, all aye, motion carried to enter into executive session under Section 105(h) to discuss the proposed sale of real property.

On motion by L. Bolzner, second by T. Tolefree, motion carried to come out of executive session and continue the regular meeting.

On motion by T. Tolefree, second by R. King, all aye, motion carried to authorize the Executive Director to negotiate the purchase price and enter into a contract for sale of the properties located at 30, 75, and 141 Brew Road.

There being no further business to discuss, on motion by T. Tolefree, second by L. Bolzner, all aye, the regular meeting of the Board was adjourned at 1:26 p.m.



November 2024 Monthly C.O.M.I.D.A. Report

December 5th, 2024

1. This report covers our site visits between November 1st, 2024 and November 30th, 2024.
2. During this period Loewke Brill made 52 monthly site visits.
3. During this period Loewke Brill made “2” Follow up visits.
4. Loewke Brill checked for residence with 1176 workers.
5. Of those workers, there were “4” non-compliant.
 - a. 1- No proof of residence
 - i. 11/12/24 – Jay’s Acquisitions II, LLC – Precision Builders – 1 no ID, compliant on follow up visit 11/13/24
 - b. 3 – Out of Area
 - i. 11/11/24 – Gannett Partners I, LLC – ISQ 3 workers out of area. Project claimed they had waiver, they did not. Workers were removed and off site on follow up visit 11/12/24
 - c. 0 – Invalid ID
6. There were “0” new COMIDA sign(s) delivered

November 2024 COMIDA Verified Local Labor Exemption Report

Board Meeting – December 17th, 2024

The following Verified Local Labor Exemption Requests were processed in November 2024

- **Fairlife, LLC** – Vitrified Tile – Specialty Construction: Fairlife, LLC uses Argelith Hexalith tile in their production plants around the country. This specialized tile is used in a number of dairy facilities across America, and specifically in New York state. This particular tile, created by Argelith Ceramic Tiles has been installed at 3 HP Hood facilities, 2 Byrne facilities, Chobani, Cayuga Milk Ingredients, LePrino, and Friesland Campina, all within NY. There is a factory training program that is required to install these tiles. We have been provided a list of companies that have employees who have been trained. None are within the local area. There are two contractors that will be performing the work due to scheduling issues on the project. One of which is Integrated Industrial Services Inc based out of Syracuse NY, which will be performing 1/3 of the work. Unfortunately they do not have workers who live in the local area that can perform the installation. The other company is Stogsdill Tile Co, based in Huntley Illinois. We had conversations with EG Sackett tile, who is also performing work at the Fairlife facility, however they don't have the factory trained employees on staff to perform the installation.
- **Fairlife, LLC** – Tarsco Bolted Tank – Specialty/Lack of Local Labor: Tarsco Bolted Tank is being hired to erect and install the fire protection water storage tank by the fire pump house on the Fairlife, LLC project located at 1900 Tebor Road in Webster. JF Ahern, which is the fire protection company on site that currently has an exemption, has a design build contract with Haskell and has chosen Tarsco for this scope. JF Ahern has been utilizing Davis-Ulmer Fire Protection, a local company here in Rochester for the majority of fire protection labor on the project. Davis-Ulmer, a union contractor, has confirmed they have no local workforce capable of performing this scope, and there are no certified companies in the local 10 county area. Fire tanks such as this are not common in our area as most water is pumped from underground utilities, they are more common in the NYC area and exist on rooftops. We asked Haskell if any local crane operators could be utilized in the process, however, crane operators are unnecessary as everything is erected piece by piece on site. Haskell has provided photos to show how the tanks are erected.
- **Home Leasing, LLC** – I.C. Construction – Lack of Local Labor: I.C. Construction is asking for an exemption for union painters on the Home Leasing, LLC project. Local 150 has provided a letter stating that they cannot provide local union painters for the Tailor Square project. They will be pulling union painters from Erie County but will replace them with local painters as they come available. The project is nearing completion and they are hoping to finish on schedule, but will not be able to if they have to wait for local workers. Loewke Brill considers this waiver request to be valid and recommends the waiver to be processed.

COMIDA
Statement of Financial Position

| | Year To Date 11/30/2024 | Year Ending 12/31/2023 |
|---|----------------------------|---------------------------|
| | Actual | Actual |
| Assets | | |
| Current Assets | | |
| Cash and Cash Equivalents | 1,286,339 | 5,637,860 |
| Cash - Grant Funding | 7,072,973 | - |
| Accounts Receivable, Net | 143,652 | 151,709 |
| Short Term Investments | 13,690,416 | 12,349,432 |
| Prepaid Expenses | 152,731 | 19,901 |
| Total Current Assets | 22,346,111 | 18,158,902 |
| Long-term Assets | | |
| Property & Equipment | 633,300 | 625,000 |
| Other Long-term Assets | 260,511 | 260,511 |
| Total Long-term Assets | 893,811 | 885,511 |
| Total Assets | 23,239,922 | 19,044,413 |
| Liabilities and Net Assets | | |
| Liabilities | | |
| Short-term Liabilities | | |
| Accounts Payable | 12,739 | 143,283 |
| Accrued Liabilities | 192,979 | 584,239 |
| Grant Liabilities | 7,072,973 | - |
| Total Short-term Liabilities | 7,278,691 | 727,522 |
| Long Term Liabilities | 335,927 | 335,926 |
| Total Liabilities | 7,614,618 | 1,063,448 |
| Net Assets | | |
| Net Assets | 17,980,964 | 15,098,946 |
| Change In Net Assets | (2,355,660) | 2,882,019 |
| Total Net Assets | 15,625,304 | 17,980,965 |
| Total Liabilities and Net Assets | 23,239,922 | 19,044,413 |

Summary Statement of Activities - All Funds with Prior Year

| | Year To Date 11/30/2024 | Year To Date 11/30/2024 | Prior Year To Date 11/30/2023 |
|---------------------------------|----------------------------|----------------------------|----------------------------------|
| | Actual | Budget | Actual |
| Revenue | | | |
| Fee Income | 701,725 | 2,291,667 | 1,819,904 |
| Interest Income | 687,459 | 320,833 | 291,120 |
| Total Revenue | 1,389,184 | 2,612,500 | 2,111,024 |
| Payroll | | | |
| Program & Community Development | 377,463 | 328,167 | 269,786 |
| General & Administrative | 2,673,058 | 2,627,682 | 1,704,645 |
| Total Expenses | 3,743,019 | 3,614,390 | 2,690,860 |
| Change In Net Assets | (2,355,661) | (1,001,890) | (579,836) |



APPLICATION SUMMARY

DATE: December 17, 2024

APPLICANT: Alchlight, LLC
1999 Lake Avenue, Suite A512
Rochester, NY 14615

PROJECT ADDRESS: 1999 Lake Avenue, Suite A512
Rochester, NY 14615

PROJECT SUMMARY: Alchlight, LLC, a technology company specializing in advanced ultrafast laser material fabrication located in the City of Rochester, is proposing the purchase of a motorized 3D surface profiler. This equipment will be crucial to Alchlight’s manufacturing process, allowing them to evaluate their manufacturing process and quality control. The \$145,279 project is projected to create 3 FTEs over the next three years. Alchlight, LLC has applied for a Great Rebate on the equipment purchase through the Monroe County Industrial Development Corporation and is seeking approval of the sales tax exemption through COMIDA. The Benefit/Incentive ratio is 140:1.

PROJECT AMOUNT: \$145,279- Sales Tax Exemption Only
EXEMPTIONS: \$11,622

JOBS: EXISTING: 3.5 | FTEs
NEW: 3 | FTEs

PUBLIC HEARING DATE: N/A

BENEFIT TO INCENTIVE RATIO: 140:1

SEQR: TYPE II ACTION UNDER SEQR SECTION 617.5

ELIGIBILITY: APPROVED GREATRATE/REBATE - EQUIPLUS ONLY

APPROVED PURPOSE: JOB CREATION

County of Monroe Industrial Development Agency

MRB Cost Benefit Calculator



Date: December 17, 2024
 Project Title: Alchlight LLC
 Project Location: 1999 Lake Avenue, Suite A512, Rochester, NY 14615

Economic Impacts

Summary of Economic Impacts over the Life of the PILOT

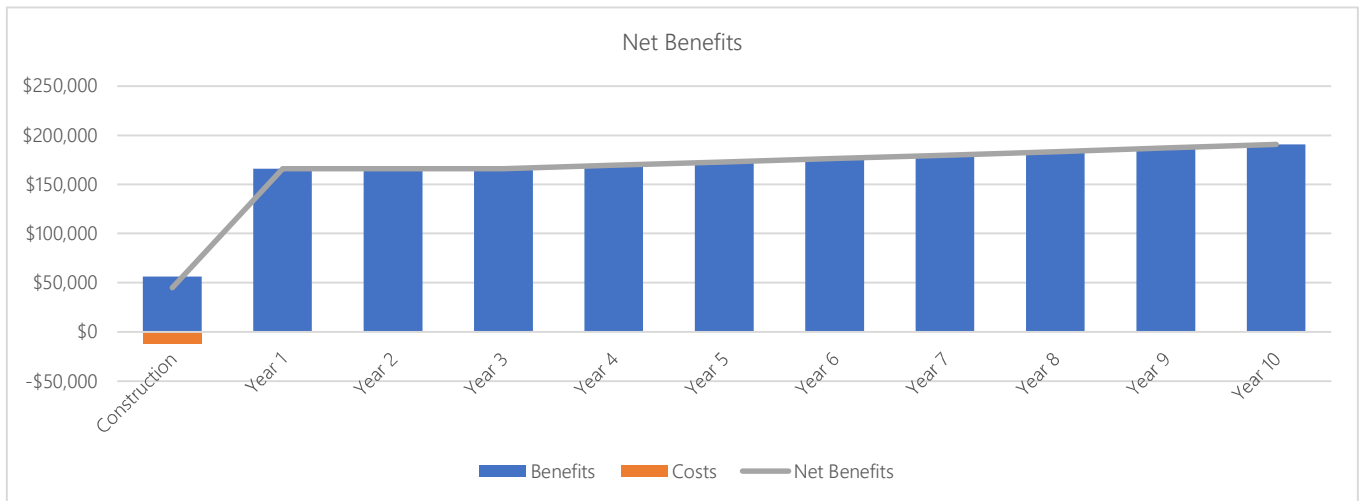
Project Total Investment

\$145,279

| Temporary (Construction) | | | |
|--------------------------|-----------|----------|-----------|
| | Direct | Indirect | Total |
| Jobs | 1 | 0 | 1 |
| Earnings | \$44,790 | \$8,498 | \$53,288 |
| Local Spend | \$116,223 | \$28,930 | \$145,153 |

| Ongoing (Operations) | | | |
|----------------------------------|-------------|-----------|-------------|
| Aggregate over life of the PILOT | | | |
| | Direct | Indirect | Total |
| Jobs | 3 | 1 | 4 |
| Earnings | \$1,333,454 | \$325,943 | \$1,659,397 |

Figure 1



Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.

Figure 2

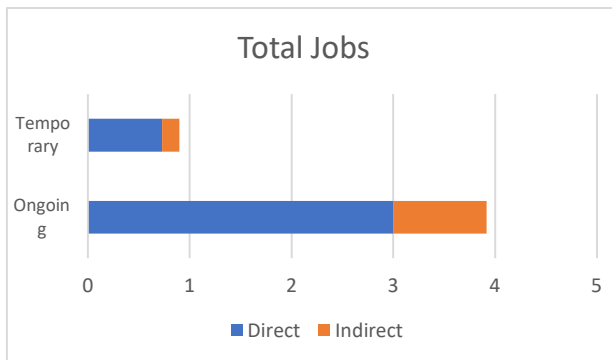
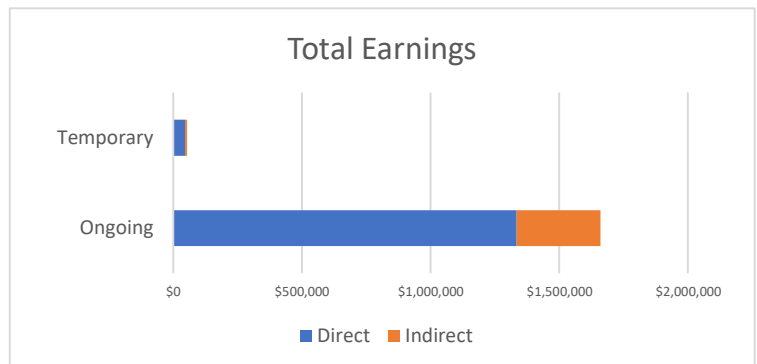


Figure 3



Fiscal Impacts



Cost-Benefit Analysis Tool powered by MRB Group

Estimated Costs of Exemptions

| | Nominal Value | Discounted Value* |
|--|-----------------|-------------------|
| Property Tax Exemption | \$0 | \$0 |
| Sales Tax Exemption | \$11,622 | \$11,622 |
| Local Sales Tax Exemption | \$5,811 | \$5,811 |
| State Sales Tax Exemption | \$5,811 | \$5,811 |
| Mortgage Recording Tax Exemption | \$0 | \$0 |
| Local Mortgage Recording Tax Exemption | \$0 | \$0 |
| State Mortgage Recording Tax Exemption | \$0 | \$0 |
| Total Costs | \$11,622 | \$11,622 |

State and Local Benefits

| | Nominal Value | Discounted Value* |
|---|--------------------|--------------------|
| Local Benefits | \$1,724,674 | \$1,550,541 |
| To Private Individuals | \$1,712,685 | \$1,539,763 |
| Temporary Payroll | \$53,288 | \$53,288 |
| Ongoing Payroll | \$1,659,397 | \$1,486,474 |
| Other Payments to Private Individuals | \$0 | \$0 |
| To the Public | \$11,989 | \$10,778 |
| Increase in Property Tax Revenue | \$0 | \$0 |
| Temporary Jobs - Sales Tax Revenue | \$373 | \$373 |
| Ongoing Jobs - Sales Tax Revenue | \$11,616 | \$10,405 |
| Other Local Municipal Revenue | \$0 | \$0 |
| State Benefits | \$89,060 | \$80,068 |
| To the Public | \$89,060 | \$80,068 |
| Temporary Income Tax Revenue | \$2,398 | \$2,398 |
| Ongoing Income Tax Revenue | \$74,673 | \$66,891 |
| Temporary Jobs - Sales Tax Revenue | \$373 | \$373 |
| Ongoing Jobs - Sales Tax Revenue | \$11,616 | \$10,405 |
| Total Benefits to State & Region | \$1,813,733 | \$1,630,609 |

Benefit to Cost Ratio

| | Benefit* | Cost* | Ratio |
|--------------------|--------------------|-----------------|--------------|
| Local | \$1,550,541 | \$5,811 | 267:1 |
| State | \$80,068 | \$5,811 | 14:1 |
| Grand Total | \$1,630,609 | \$11,622 | 140:1 |

*Discounted at 2%

Additional Comments from IDA

This is a good project.

Does the IDA believe that the project can be accomplished in a timely fashion? Yes

Motion By: _____
Seconded By: _____

RESOLUTION
(Alchlight, LLC Project)
OSC Code 2602-24-033A

A regular meeting of the County of Monroe Industrial Development Agency (the "Agency"), was held at the Agency's offices located at 50 West Main Street, Rochester, New York 14614, on December 17, 2024 at 12:00 p.m.

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 TAKING OFFICIAL ACTION TO APPOINT (i) ALCHLIGHT, LLC OR A RELATED ENTITY FORMED OR TO BE FORMED (COLLECTIVELY, THE "COMPANY") AS ITS AGENT TO UNDERTAKE A CERTAIN PROJECT AS MORE FULLY DESCRIBED BELOW; (ii) PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE UNDERTAKING OF THE PROJECT; (iii) AUTHORIZE THE EXECUTION AND DELIVERY OF A PROJECT AGREEMENT AND RELATED DOCUMENTS; AND (iv) MAKE A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA (AS DEFINED BELOW).

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, **ALCHLIGHT, LLC**, a New York limited liability company for itself or a related entity formed or to be formed (collectively, the "Company") has requested that the Agency assist with a certain Project (the "Project"), consisting of the purchase and installation of one (1) Motorized 3D Surface Profiler (model # VK-X3100) (the "Equipment") to be located at the Company's offices at 1991 Lake Avenue in the City of Rochester, New York 14615 for use in the Company's manufacturing process which involves creating surface textures on various materials; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Project and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, it is contemplated that the Agency will (i) negotiate a project agreement (the "Project Agreement"), pursuant to which the Agency will appoint the Company as its agent for the

purpose of undertaking the Project and (ii) provide financial assistance (the "Financial Assistance") to the Company in the form of sales and use tax exemptions for purchases and rentals related to the acquisition and installation of the Equipment; and

WHEREAS, pursuant to the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto at 6 N.Y.C.R.R. Part 617, as amended (collectively referred to as "SEQRA"), the Agency must satisfy the applicable requirements set forth in SEQRA, as necessary, prior to making a final determination whether to undertake the Project.

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

Section 1. The Company has presented an application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the Company's application and other correspondence submitted by the Company to the Agency, the Agency hereby finds and determines that:

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

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

(c) It is desirable and in the public interest for the Agency to appoint the Company as its agent for purpose of undertaking the Project; and

(d) The action to be taken by the Agency will induce the Company to undertake the Project, thereby increasing employment opportunities in Monroe County and otherwise furthering the purposes of the Agency as set forth in the Act; and

(e) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Company's application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries; and

(f) Pursuant to SEQRA, the Project constitutes a "Type II Action" as said term is defined in SEQRA, and therefore no further action is required to be taken under SEQRA.

Section 2. The Agency hereby approves the cost/benefit report submitted by the Company listing the proposed cost/benefits of the Project.

Section 3. Subject to the Company executing the Project Agreement and the delivery to the Agency of a binder, certificate or other evidence of liability insurance policy for the Project satisfactory to the Agency, the Agency hereby authorizes the Company to proceed with the acquisition and installation of the Equipment and hereby appoints the Company as the true and lawful agent of the Agency to acquire and install the Equipment, and such appointment includes the following activities as they relate to the completion, use, repair and maintenance of the Equipment and the purchase, use, lease, placement, installation, repair, maintenance and replacement of the Equipment, whether or not any materials or supplies described below are incorporated into or become an integral part of the Equipment: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with repairing and maintaining the Equipment, (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description in connection with acquisition and installation of the Equipment, and (iii) all purchases, leases, rentals and uses of equipment, machinery, and other tangible personal property (including installation costs with respect thereto), installed or placed in, upon or under the Equipment, including all repairs, maintenance and replacement of all such property. Said agents are authorized to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agents for the Agency, and in general to do all things which may be requisite or proper for completing the Project, all with the same powers and with the same validity as the Agency could do if acting on its own behalf. As agent of the Agency, the Company is authorized to delegate such agency, in whole or in part, to agents, subagents, contractors, subcontractors, contractors and subcontractors of such agents and subagents and to such other parties as the Company chooses; provided, however, the Project Agreement shall expire on **December 31, 2025** (unless extended for good cause by the Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency).

Section 4. Based upon the representation and warranties made by the Company in its application for financial assistance, the Agency hereby authorizes and approves (i) the Company as its agent, 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 in an amount up to **\$145,279**, which result in New York State and local sales and use tax exemption benefits ("sales and use tax exemption benefits") not to exceed **\$11,622**. The Agency agrees to consider any requests by the Company for 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 5. Pursuant to Section 875(3) of the New York General Municipal Law, the Agency may recover or recapture from the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, any sales and use tax exemption benefits taken or purported to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, is not entitled to the sales and use tax exemption benefits; (ii) the sales and use tax exemption benefits are in excess of the amounts authorized to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project; (iii) the sales and use tax exemption benefits are for property or services not authorized by the Agency as part of the Project; or (iv) the sales and use tax exemption benefits are taken in cases where the Company, its agents, consultants,

subcontractors, or any other party authorized to make purchases for the benefit of the Project, fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project. As a condition precedent of receiving sales and use tax exemption benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, shall (i) cooperate with the Agency in its efforts to recover or recapture any sales and use tax exemption benefits, and (ii) promptly pay over any such amounts to the Agency that the Agency demands.

Section 6. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency are hereby authorized, on behalf of the Agency, to negotiate the Project Agreement, pursuant to which the Agency will appoint the Company as its agent for the purpose of undertaking the Project.

Section 7. The Executive Director, Deputy 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, Deputy 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 8. This resolution shall take effect immediately.

[Remainder of Page Intentionally Left Blank]

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

| | <i><u>Yea</u></i> | <i><u>Nay</u></i> | <i><u>Absent</u></i> | <i><u>Abstain</u></i> |
|-----------------|-------------------|-------------------|----------------------|-----------------------|
| | | | | |
| Lisa Bolzner | | | | |
| Rhett King | | | | |
| Norman Jones | | | | |
| Truman Tolefree | | | | |
| 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 December 17, 2024, 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 17th day of December, 2024.

Ana J. Liss, Executive Director

APPLICATION FOR ASSISTANCE

Each applicant seeking assistance must complete this application and provide required supplemental forms/documentation.

Please answer all questions. Use "None" or "Not Applicable" where necessary. Information in this application may be subject to public review under New York State Law, except for information that is considered deniable by the Freedom of Information Law. This form is available at www.monroecountybusiness.org/application.

Please send completed application via email to EconomicDevelopment@monroecounty.gov. A **non-refundable** application fee of \$350.00 is required. Please see page 12 for additional information on costs and fees.

I. APPLICANT

A. Applicant Information

Name: Alchlight LLC
 Address: 1999 Lake Avenue, Suite A512
 City/State/Zip: Rochester, NY, 14615
 Tax Id No.: 320397656
 Contact Name: Chi Vinh Ngo
 Title: General Manager and Senior Scientist
 Telephone: 585-434-0561
 E-Mail: chivinhngo@alchlight.com

B. Applicant's Legal Counsel

Name: _____
 Firm: _____
 Address: _____
 City/State/Zip: _____
 Telephone: _____
 Email: _____

C. Owners of Applicant Company (must total 100%). If an LLC, LP or similar, all members/partners must be listed

| Name | % | Corporate Title |
|--------------------|------------|-----------------|
| <u>Chunlei Guo</u> | <u>100</u> | <u>LLC</u> |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

D. Is the business applying for assistance certified as an MWBE or service-disabled veterans' agency? Yes No

II. PROJECT

A. Address of proposed project facility

Address: 1999 Lake Avenue, Suite A512

Tax Map Parcel Number: 075.83-1-18.004/EBPK

City/Town/Village: Rochester

School District: _____

Zip: 14615

Current Legal Owner of Property:

Kodak

B. Benefits Requested (Check all that apply)

- Sales Tax Exemption
- Mortgage Recording Tax Exemption
- Real Property Tax Abatement
- Industrial Revenue Bond Financing

C. Description of project (check all that apply)

- New Construction
- Existing Facility
 - Acquisition
 - Expansion
- Renovation/Modernization
- Acquisition of machinery/equipment
- Other (specify) _____

D. Proposed User(s)/Tenant(s) of the Facility

If there are multiple Users/Tenants, please attach additional pages.

Are the user and owner related entities? Yes No

Company Name: _____

Address: _____

City/State/Zip: _____

Tax ID No: _____

Contact Name: _____

Title: _____

Telephone: _____

Email: _____

% of facility to be occupied by user/tenant _____

E. Owners of User/Tenant Company (must total 100%)

If an LLC, LP or similar, all members/partners must be listed

| Name | % | Corporate Title |
|--------------------|------------|-----------------|
| <u>Chunlei Guo</u> | <u>100</u> | <u>LLC</u> |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

F. Project Timeline

Proposed Date of Acquisition: 12/18/2024

Proposed Commencement Date of Construction: 12/26/2024

Anticipated Completion Date: 12/31/2024

G. Contractor(s)

Keyence

II.PROJECT (cont'd)

H. DESCRIPTION OF THE PROJECT AND BACKGROUND ON USER(S) OF THE FACILITY

NAICS Code: 541715

AlchLight, LLC is a leading technology company based in Rochester, New York, specializing in advanced ultrafast laser material fabrication. We currently rent office and laboratory space at Kodak.

In this proposed project, we plan to purchase a Motorized 3D Surface Profiler (model VK-X3100) from KEYENCE. This equipment will be crucial for our manufacturing process, which involves creating surface textures on various materials. It will play a key role in evaluating the morphology and dimensions of these tiny structures, ensuring product uniformity and high-quality outcomes.

II. PROJECT (cont'd)

I. Would the project be undertaken without financial assistance from the Agency? Yes No

Please explain why financial assistance is necessary.

As mentioned earlier, the proposed project is crucial for our manufacturing process. While we are currently in discussions with the seller to acquire the equipment, financial assistance is essential for our overall budget plan, including operating the equipment and developing human resources

Financial assistance is crucial for us to:

- Ensure operational funding: The grant will cover the operational costs of the new equipment, including maintenance, repairs, and energy consumption.
- Invest in human capital: A portion of the funds will be allocated to training and developing our workforce, enabling them to operate the new equipment efficiently.
- Enhance productivity and product quality: Investing in new technology will improve our productivity and product quality, making us more competitive in the market.
- Create jobs: Additional job opportunities will be created for local residents, contributing to the reduction of the current high unemployment rate in the United States. Specifically, creating jobs in Monroe County will directly benefit the community.

Therefore, we believe that providing financial support for this project will not only benefit our company but also contribute to the economic development of Monroe County.

J. Are other facilities or related companies located within New York State?

Yes No

Location:

Will the Project result in the removal of an industrial or manufacturing 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, explain how the Agency's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Applicant or User's competitive position in its respective industry:

K. State Environmental Quality Review (SEQR) Act Compliance

COMIDA, in granting assistance to the Applicant, is required to comply with the New York State Environmental Quality Review Act (SEQR).

Does the proposed project require discretionary permit, license or other type of approval by the state or local municipality?

- YES - Include a copy of any SEQR documents related to this Project including Environmental Assessment Form, Final Determination, Local Municipality Negative Declaration, etc.
- NO

III. PROPERTY TAX ABATEMENT/PAYMENT IN LIEU OF TAX AGREEMENT (PILOT)

Check One:

JOBSPLUS

Requirements:

- Applicant must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

LEASEPLUS

Requirements:

- University and/or medical related facilities in which a 501(c)3 entity leases from a for-profit entity.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

ENHANCED JOBSPLUS

Requirements:

- A minimum \$15 million investment **AND**
- A minimum of 100 new jobs

GREEN JOBSPLUS

Requirements:

- LEED® Certification – Project must be rated as Certified, Gold, Silver or Platinum by the United States Green Building Council's Leadership in Energy and Environmental Design (LEED®) Green Building Rating System.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

SHELTER RENT

For student housing or affordable housing projects.

Local Tax Jurisdiction Sponsored PILOT

NO PROPERTY TAX ABATEMENT IS SOUGHT FOR THIS PROJECT

IV. APPLICANT PROJECT COSTS

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipment of the project by the APPLICANT.

Building Construction or Renovation

- a. Materials a. \$ 0
- b. Labor b. \$ 0

Site Work

- c. Materials c. \$ 0
- d. Labor d. \$ 0
- e. Non-Manufacturing Equipment e. \$ 145,279
- f. Manufacturing Equipment f. \$ 0
- g. Equipment Furniture and Fixtures g. \$ 0
- h. Land and/or Building Purchase h. \$ 0
- i. Soft Costs (Legal, Architect, Engineering) i. \$ 0
- Other (specify) j. N/A j. \$ 0
- k. _____ k. \$ _____
- l. _____ l. \$ _____
- m. _____ m. \$ _____

Total Project Costs (must equal Total Sources) \$ _____

B. Sources of Funds for Project Costs:

- a. Tax-Exempt Industrial Revenue Bond a. \$ 0
- b. Taxable Industrial Revenue Bond b. \$ 0
- c. Bank Financing c. \$ 0
- d. TOTAL Public Sources d. \$ 145,279

Identify below each state and federal grant/credit totaling the amount for d.)

DoD SBIR \$ 145,279
 _____ \$ _____
 _____ \$ _____
 _____ \$ _____

- e. Equity e. \$ _____

TOTAL SOURCES (must equal Total Project Costs) \$ 145,279

C. Has the applicant made any arrangements for the financing of this project

Yes No

If yes, please specify bank, underwriter, etc.

V. COMPLETE FOR EACH USER/TENANT THAT IS SEEKING SALES TAX EXEMPTIONS USER(S)/TENANT(S) PROJECT COSTS

Use additional sheets as necessary

Company Name _____

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement, and/or equipping of the project by the user(s)/tenant(s) for which a sales tax exemption is requested.

Estimated Costs Eligible for Sales Tax Exemption Benefit

- a. Materials a. \$ _____
- b. Labor b. \$ _____
- c. Non-Manufacturing Equipment c. \$ _____
- d. Manufacturing Equipment d. \$ _____
- e. Furniture and Fixtures e. \$ _____

Other (specify): f. _____ f. \$ _____
 g. _____ g. \$ _____
 h. _____ h. \$ _____
 i. _____ i. \$ _____

Total Project Costs \$ _____

Value of Incentives
Alchlight LLC

| | |
|--|------------|
| A. IDA PILOT Benefits: | |
| Current Assessment | |
| Value of New Construction & Renovation Costs | |
| Estimated New Assessed Value Subject to IDA | \$0 |
| Current Taxes | \$0 |
| Current Taxes Escalator | 2% |
| PILOT Terms - Years | 10 |
| County Tax rate/\$1,000 | |
| Local Tax Rate* Tax Rate/\$1,000 | |
| School Tax Rate /\$1,000 | |
| Total Tax Rate | 0.00000 |
| B. Sales Tax Exemption Benefit: | |
| Estimated value of Sales Tax exemption: | \$11,622 |
| Estimated duration of ST exemption: | 12/31/2025 |
| C. Mortgage Recording Tax Exemption (MRTE) Benefit: | |
| Estimated Value of MRTE: | \$0 |
| D. Industrial Revenue Bond Benefit | |
| IRB inducement amount: | \$0 |
| E. Percentage of Project Costs financed from Public Sector sources: | |
| Total Value of Incentives: | \$11,622 |
| Project Construction Costs: | \$145,279 |
| | 8.00% |

| PILOT Schedule | | | | | | | |
|----------------|--------------|---------------------|--------------------|---------------------|--------------------|-------------------------------|-----------------|
| PILOT Year | % Abatement | County PILOT Amount | Local PILOT Amount | School PILOT Amount | Total PILOT Amount | Full Tax Payment w/o PILOT*** | Net Exemption** |
| | Total | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| 1 | 0% | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| 2 | 0% | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| 3 | 0% | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| 4 | 0% | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| 5 | 0% | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| 6 | 0% | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| 7 | 0% | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| 8 | 0% | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| 9 | 0% | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| 10 | 0% | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |

VII. PROJECTED EMPLOYMENT

Complete for each Applicant or User/Tenant

Company Name: AlchLight LLC

Applicant: or User/Tenant:

Applicant/Tenant creating jobs must submit most recent NYS-45 or equivalent.

| | Current # of jobs at proposed project location or to be relocated to project location | IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be RETAINED | IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be CREATED upon THREE Years after Project completion | Estimate number of residents of the Labor Market Area in which the Project is located that will fill the FTE and PTE jobs to be created upon THREE Years after Project Completion ** |
|-----------------|---|---|--|--|
| Full time (FTE) | 2 | 2 | 2 | 2 |
| Part Time (PTE) | 3 | 3 | 2 | 2 |
| Total | 3.5 | 3.5 | 3 | 3 |

** For purposes of this question, please estimate the number of FTE and PTE jobs that will be filled, as indicated in the third column, by residents of the Labor Marker Area, in the fourth column. The Labor Marker Area includes: Monroe County, Orleans County, Genesee County, Wyoming County, Livingston County, Ontario County, Wayne County, Yates County, and Seneca County chosen at the Agency's discretion.

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VIII. LOCAL LABOR

To be completed by all Applicants and Users/Tenants of Projects which include the construction of new, expanded or renovated facilities:

Company Name AlchLight LLC

Applicant: and/or User/Tenant:

The County of Monroe Industrial Development Agency (IDA) was established for the purpose of creating employment opportunities for, and to promote the general prosperity and economic welfare of the residents of Monroe County. The IDA offers economic incentives and benefits to qualified applicants who wish to locate or expand their businesses or facilities in Monroe County. When the IDA approves a project, it enters into agreements to extend these incentives and benefits to the applicant.

Construction jobs are vital to the overall employment opportunities and economic growth in Monroe County. The IDA believes that companies benefiting from its incentive programs should employ local laborers, mechanics, craft persons, journey workers, equipment operators, truck drivers and apprentices ("construction workers"), during the construction phase of projects.

CVN

100% Local Labor

Applicants receiving IDA benefits **must** ensure that the it and/or its contractor/developer hire **100% of its construction workers from the local labor market.**

CVN

Local Labor Market

For the purpose of this policy, the local labor market is defined as construction workers residing in the following counties in New York State: Monroe, Genesee, Livingston, Orleans, Ontario, Seneca, Steuben, Wayne, Wyoming and Yates.

CVN

Bid Processing

Local participation in qualified projects receiving IDA economic incentives and benefits is vital to the economic growth of Monroe County. As such, all applicants/contractors/developers of a qualified project with a minimum \$5,000,000 investment must place any and all invitations to bid in the Builders Exchange of Rochester Plan Room (<https://robex.com/planroom/>) two weeks before the bids are due.

CVN

Monitoring

A third-party auditing firm ("Project Monitor") will be engaged to monitor construction work commencing on the date benefits are granted by resolution of the IDA Board.

Once approved for IDA benefits, all applicants will be required to provide to the Project Monitor and the Exemption Processor (as hereinafter defined) the following information:

1. Contact information for the applicant's representative who will be responsible and accountable for providing information about the bidding and awarding of construction contracts relative to the applicant's project; and
2. Description of the nature of construction jobs created by the project, including in as much detail as possible, the number, type and duration of construction positions.

All Monroe County IDA projects are subject to local monitoring by the IDA and the Project Monitor. Proof of residency or copy of drivers' license shall be checked by the Project Monitor during the Project Monitor's periodic inspection of the project.

The Project Monitor shall issue a report to the IDA staff immediately when an applicant or applicant's contractor is not in compliance with this labor policy. IDA staff shall advise the IDA Board of non-compliance by email or at the next scheduled meeting. If a violation of policy has occurred, the Project Monitor shall notify the applicant and contractor of such non-compliance and give applicant a warning of violation and 72 hours in which to correct such violation. Upon evidence of continued non-compliance or additional violations, the IDA and/or the Project Monitor shall notify the applicant that the project is in violation of the Monroe County IDA Labor Policy and is subject to IDA Board action which may result in the revocation, termination and/or recapture of any or all benefits conferred by the IDA.

CVN

Signage

The applicant/contractor/developer of an IDA approved project shall be required to maintain a sign, provided by the Project Monitor, on the project site at all times during construction. This sign shall be located in an area that is accessible to onsite workers and visitors, which should be clear and legible.

CVN

Exemption Process

In some instances, use of 100% local labor may not be possible for any of the following reasons:

- Warranty issues related to installation of specialized equipment whereby the manufacturer requires installation by only approved installers (a copy of the equipment warranty confirming the use of specific installers must be provided). The granting of an exemption for the use of non-local labor on warranty related grounds is expressly conditioned on either (i) said non-local sub-contractors being enrolled in a New York State certified apprenticeship program (proof of such enrollment shall be provided to the IDA upon request) or (ii) the hiring of an apprentice/apprentices or local construction laborer(s) to assist in the installation.
- Specialized construction is required and no local contractors or local construction workers have the required skills, certifications or training to perform the work (proof of communication with local contractors, or details of the specialized construction must be provided);
- Significant cost differentials in bids whereby use of local labor significantly increases the cost of the project. Three (3) bids are required and a cost differential of 25% is deemed significant. Where there is a significant cost differential, that if the local labor contractor agrees to reduce the bid to the average of the two bids, no waiver will be granted. However, if the average is still 25% or more, a waiver will be granted (copies of all bids/proposals received, including pricing, must be provided to confirm cost differential).
- No local labor available for the project (if local bids were solicited with no response, please provide a copy of the bid, explain how it was advertised, and list who the bids were requested from).

The request to secure an exemption for the use of non-local labor must be received from the applicant on the exemption form provided by the IDA or the 3rd party exemption monitor (the "Exemption Processor") and received by the Exemption Process forty-five (45) days in advance of work commencing. The request will be reviewed by the Exemption Processor and forwarded to the IDA, at which time the IDA's Executive Director shall have the authority to approve or disapprove the exemption. The Exemption Processor shall report each authorized exemption to the Board of Directors at its monthly meeting.

The applicant has read the Labor Policy and agrees to adhere to it without changes and shall require its construction manager, general contractor and sub-contractors who are not exempt to acknowledge the same.

The foregoing terms have been read, reviewed and understood by the Applicant or User/Tenant and all appropriate personnel. Furthermore, the undersigned agrees and understands that the information contained herein must be transmitted and conveyed in a timely fashion to all applicable subcontractors, suppliers and materialman. Furthermore, the undersigned agrees to post and maintain a sign, provided by COMIDA, in a prominent, easily accessible location, identifying the project as a recipient of COMIDA assistance and the local labor requirements associated with this assistance.

Furthermore, the undersigned realizes that failure to abide by the terms herein could result in COMIDA revoking all or any portion of benefits it deems reasonable in its sole discretion for any violation hereof.

AlchLight LLC

(APPLICANT COMPANY)

(TENANT COMPANY)

Chi Vinh
Ngo

Digitally signed by Chi Vinh Ngo
 DN: cn=US, o=AlchLight LLC, cn=Chi Vinh Ngo, email=Erchi.vinhngo@alchlight.com
 Reason: I agree to the terms defined by the placement of my signature in this document
 Location:
 Date: 2024.11.22 09:38:20-05'00'
 Foit! PDF Reader Version: 2024.3.0

General Manager and Senior Scientist 11/21/2024

Signature _____, Title _____ Date _____

Signature _____, Title _____ Date _____

IX. FEES

| Transaction Type | Fees |
|--|---|
| Real Property Tax Abatement (PILOT Agreement) including Sales Tax Exemption* and/or partial Mortgage Recording Tax Exemption. | Application Fee: Non-refundable \$350.00 IDA Fee: 0.75% of the total project cost Legal Fee: 33% of the IDA fee. Minimum fee of \$4,000. |
| Sales Tax Exemption* and/or partial Mortgage Recording Tax Exemption | Application Fee: Non-refundable \$350.00 IDA Fee: 0.50% of the total project cost Legal Fee: 33% of the IDA fee. Minimum fee of \$4,000 if transaction includes mortgage recording tax exemption. Minimum fee of \$750 if transaction is sales tax exemption only. |
| Small Business Sales Tax Exemption (Non-retail projects with total project costs under \$500,000) | Application Fee: Non-refundable \$350.00 IDA Fee: Flat fee of \$750 (\$500 for certified M/WBE or certified service disabled Veterans) Legal Fee: Flat fee of \$750 |
| Bond: Taxable or Tax-Exempt Including any/all of the following: 1. PILOT Agreement 2. Sales Tax Exemption 3. Partial Mortgage Recording Tax Exemption | Application Fee: Non-refundable \$350.00 IDA Fee: 1.25% of the total project cost Legal Fee: 33% of the IDA fee. Designated Bond Counsel fee is based on the complexity and amount of the transaction. |
| Bond: Taxable or Tax-Exempt | Application Fee: Non-refundable \$350.00 IDA Fee: 1.00% of the total project cost Legal Fee: 33% of the IDA fee. Designated Bond Counsel fee is based on the complexity and amount of the transaction. |

*If the sales tax benefits are required prior to closing, a non-refundable twenty-five percent (25%) of the IDA fee and Legal fees are payable at that time. This amount will be applied towards the IDA fee and Legal fee.

AlchLight LLC

(APPLICANT COMPANY)

Chi Vinh
Ngo

Digitally signed by Chi Vinh Ngo
DN: c=US, o=AlchLight LLC, cn=Chi Vinh
Ngo, email=chi.vinh.ngo@alchlight.com
Reason: I agree to the terms defined by the
placement of my signature in this document
Location:
Date: 2024.11.22 09:38:44-05'00'
Foxit PDF Reader Version: 2024.3.0

General Manager and Senior Scientist 11/21/2024

Signature

, Title

Date

(TENANT COMPANY)

Signature

, Title

Date

X. CERTIFICATION

The undersigned company officer and/or user/tenant officer each hereby certifies, on behalf of the company and/or user/tenant, respectively (each singularly and together, the "Applicant"), as follows:

- A. The information contained in this Application, including employment information, is true and correct. The Applicant is aware that any material misrepresentation made in this Application constitutes an act of fraud, resulting in revocation of COMIDA benefits.
- B. The undersigned, on behalf of the Applicant, hereby certifies that the Applicant, and all parties which have ownership of the Applicant are current and will remain current on all real property, federal, state, sales, income and withholding taxes throughout the term of any agreements made in connection with this Application.
- C. Absence of Conflicts of Interest – The Applicant has received from the Agency a list of the members, officers and employees of the Agency. No member, officers or employees of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as herein described: _____
- D. Compliance with N.Y. GML Sec. 862(1): Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:
 § 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing 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, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
- E. Compliance with Applicable Laws: The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- F. False and Misleading Information: The Applicant confirms and acknowledges 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 exemption claimed by reason of the Agency's involvement the Project.
- G. Recapture: Should the Applicant not expend as projected or hire as presented, the Agency may view such information/status as failing to meet the established standards of economic performance. In such events, some or all of the benefits taken by the Applicant will be subject to recapture.
- H. Pay Equity: The Applicant and/or user/tenant officer certifies on behalf of the company and/or user/tenant (the Applicant) has not been the subject of an adverse finding under the equal pay laws within the previous five years, has disclosed any pending equal pay claims against the company at time of application, and shall disclose to COMIDA any pending claims or adverse findings under the equal pay laws during the term of COMIDA financial assistance agreement.
- I. Applicant hereby releases the COMIDA ("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 (A) the Agency's examination and processing of, and action pursuant to or upon, this Application, regardless of whether or not this Application or the Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (B) the Agency's acquisition, construction, renovation and/or equipping of the Project described herein; and (C) any further action taken by the Agency with respect to the Project; 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. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law, that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency in connection with the Project may be subject to recapture by the Agency under such terms and conditions as will be set forth in the Agent Agreement to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation, information regarding the amount of New York State and local sales and use tax exemption benefits, is true, accurate and complete.

APPLICANT COMPANY

AlchLight LLC

Chi Vinh Ngo, General Manager and Senior Scientist 11/21/2024
 Signature, Title, Date

TENANT COMPANY

_____, _____, _____
 Signature, Title, Date





APPLICATION SUMMARY

DATE: December 17, 2024

APPLICANT: Woerner Industries, LLC
485 Hague St.
Rochester, NY 14606

PROJECT ADDRESS: 322 Oak St.
Rochester, NY 14606

PROJECT SUMMARY: Woerner Industries, LLC, a manufacturer of church furniture and machined equipment, proposes the purchase and renovation of a 24,742 square foot building in the City of Rochester. Woerner Industries recently acquired an Ohio based company and plans to consolidate operations into the newly renovated facility. Woerner Industries will allow the current owners to lease a portion of the building until they find a new location, after which they plan to renovate the remainder of the building. This \$2.9 million project is expected to create 4 new FTEs over the next three years in addition to its existing 18.5 FTEs. The applicant is requesting sales and mortgage recording tax exemptions only. The Benefit/incentive ratio is 52:1.

PROJECT AMOUNT: \$2,920,000
EXEMPTIONS: \$47,440 Sales Tax Exemption
\$21,900 Mortgage Recording Tax Exemption

| | | |
|------------------------|------|------|
| JOBS: EXISTING: | 18.5 | FTEs |
| NEW: | 4 | FTEs |

BENEFIT TO INCENTIVE RATIO: 52 : 1

SEQR: TYPE II ACTION UNDER SEQR SECTION 617.5

ELIGIBILITY: MANUFACTURER

APPROVED PURPOSE: JOB CREATION

County of Monroe Industrial Development Agency

MRB Cost Benefit Calculator

Date: December 17, 2024
 Project Title: Woerner Industries, LLC
 Project Location: 322 Oak St., Rochester, NY 14606



Economic Impacts

Summary of Economic Impacts over the Life of the PILOT

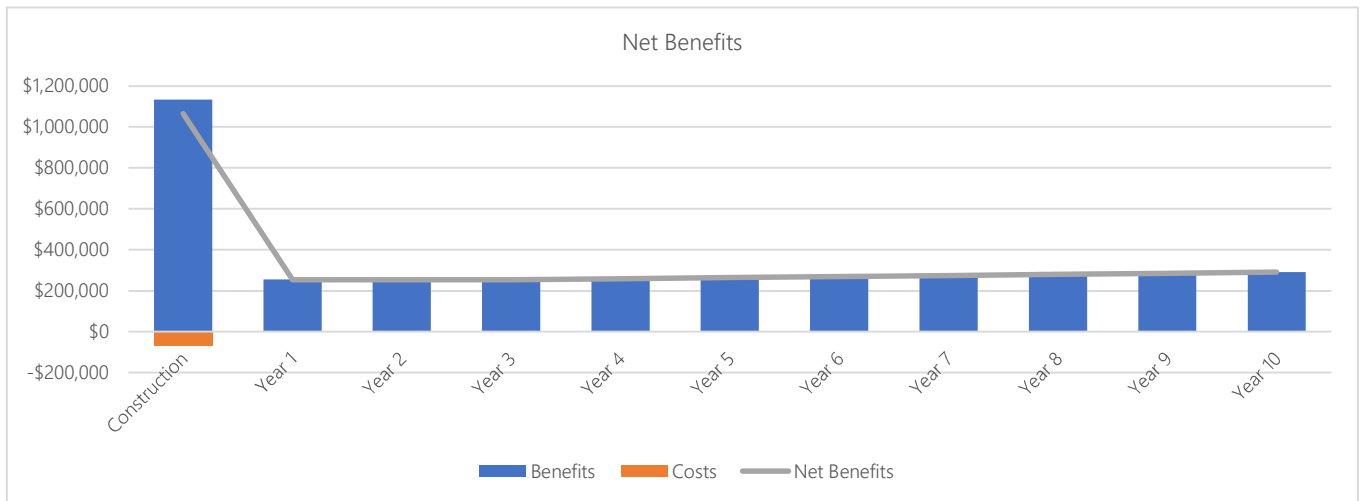
Project Total Investment

\$2,920,000

| Temporary (Construction) | | | |
|--------------------------|-------------|-----------|-------------|
| | Direct | Indirect | Total |
| Jobs | 15 | 3 | 18 |
| Earnings | \$900,242 | \$170,813 | \$1,071,055 |
| Local Spend | \$2,336,000 | \$581,475 | \$2,917,475 |

| Ongoing (Operations) | | | |
|----------------------------------|-------------|-----------|-------------|
| Aggregate over life of the PILOT | | | |
| | Direct | Indirect | Total |
| Jobs | 4 | 1 | 5 |
| Earnings | \$2,201,258 | \$332,343 | \$2,533,600 |

Figure 1



Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.

Figure 2

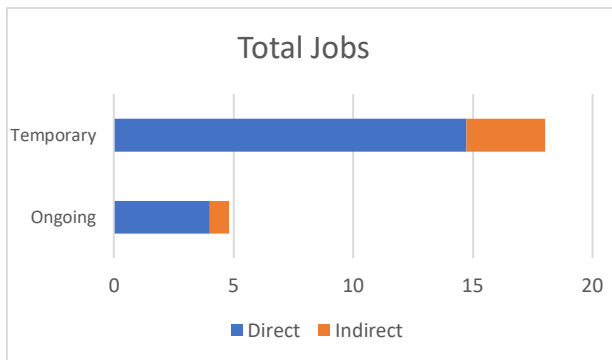
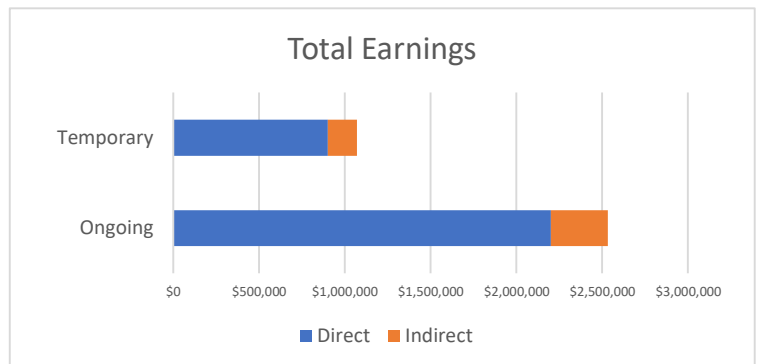


Figure 3



Fiscal Impacts



Cost-Benefit Analysis Tool powered by MRB Group

Estimated Costs of Exemptions

| | Nominal Value | Discounted Value* |
|--|-----------------|-------------------|
| Property Tax Exemption | \$0 | \$0 |
| Sales Tax Exemption | \$47,440 | \$47,440 |
| Local Sales Tax Exemption | \$23,720 | \$23,720 |
| State Sales Tax Exemption | \$23,720 | \$23,720 |
| Mortgage Recording Tax Exemption | \$21,900 | \$21,900 |
| Local Mortgage Recording Tax Exemption | \$7,300 | \$7,300 |
| State Mortgage Recording Tax Exemption | \$14,600 | \$14,600 |
| Total Costs | \$69,340 | \$69,340 |

State and Local Benefits

| | Nominal Value | Discounted Value* |
|---|--------------------|--------------------|
| Local Benefits | \$3,694,816 | \$3,422,152 |
| To Private Individuals | \$3,604,656 | \$3,340,634 |
| Temporary Payroll | \$1,071,055 | \$1,071,055 |
| Ongoing Payroll | \$2,533,600 | \$2,269,579 |
| Other Payments to Private Individuals | \$0 | \$0 |
| To the Public | \$90,160 | \$81,518 |
| Increase in Property Tax Revenue | \$64,927 | \$58,133 |
| Temporary Jobs - Sales Tax Revenue | \$7,497 | \$7,497 |
| Ongoing Jobs - Sales Tax Revenue | \$17,735 | \$15,887 |
| Other Local Municipal Revenue | \$0 | \$0 |
| State Benefits | \$187,442 | \$173,713 |
| To the Public | \$187,442 | \$173,713 |
| Temporary Income Tax Revenue | \$48,197 | \$48,197 |
| Ongoing Income Tax Revenue | \$114,012 | \$102,131 |
| Temporary Jobs - Sales Tax Revenue | \$7,497 | \$7,497 |
| Ongoing Jobs - Sales Tax Revenue | \$17,735 | \$15,887 |
| Total Benefits to State & Region | \$3,882,258 | \$3,595,865 |

Benefit to Cost Ratio

| | Benefit* | Cost* | Ratio |
|--------------------|--------------------|-----------------|-------------|
| Local | \$3,422,152 | \$31,020 | 110:1 |
| State | \$173,713 | \$38,320 | 5:1 |
| Grand Total | \$3,595,865 | \$69,340 | 52:1 |

*Discounted at 2%

Additional Comments from IDA

This is a good project.

Does the IDA believe that the project can be accomplished in a timely fashion? Yes

Motion By: _____
Seconded By: _____

RESOLUTION
(Woerner Industries, LLC Project)
OSC Code 2602-24-032A

A regular meeting of the County of Monroe Industrial Development Agency (the "Agency"), was held at the Agency's Offices, 50 West Main Street, Rochester, New York 14614, on December 17, 2024 at 12:00 p.m.

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 TAKING OFFICIAL ACTION (i) APPOINTING WOERNER INDUSTRIES, LLC OR A RELATED ENTITY FORMED OR TO BE FORMED (COLLECTIVELY, THE "COMPANY") AS ITS AGENT TO UNDERTAKE A CERTAIN PROJECT AS MORE FULLY DESCRIBED BELOW; (ii) MAKING A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA (AS DEFINED BELOW); (iii) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, RENOVATION AND EQUIPPING OF THE PROJECT, AND (B) A PARTIAL MORTGAGE RECORDING TAX EXEMPTION; AND (v) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF A PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

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, **WOERNER INDUSTRIES, LLC**, a New York limited liability company, for itself or a related entity formed or to be formed (collectively, the "Company") has requested that the Agency assist with a certain Project (the "Project"), consisting of: (A) the acquisition of a leasehold interest in an approximately 1.42-acre parcel of land located at 322 Oak Street in the City of Rochester, New York 14608 and all other lands in the City of Rochester where, by license or easement or other agreement, the Company or its designees are making improvements that benefit the Project (the "Land") together with the existing approximately 24,742 square-foot building thereon (the "Existing Improvements"); (B) the renovation of the Existing Improvements including, but not limited to, electrical upgrades, heating/cooling upgrades, new bathrooms, break room and office space, dust collection system and fire suppression system (collectively, 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, the Existing Improvements and the Improvements, the "Facility") for use by the Company in its business of manufacturing church furniture including, but not limited to,

wood altars, communion tables, pulpits and also for the manufacture of machined equipment; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, it is contemplated that the Agency will (i) negotiate a project agreement (the "Project Agreement"), pursuant to which the Agency will appoint the Company as its agent for the purpose of undertaking the Project, (ii) negotiate and enter into a lease agreement (the "Lease Agreement") and leaseback agreement (the "Leaseback Agreement") with the Company and (iii) provide financial assistance (the "Financial Assistance") to the Company in the form of (a) a sales and use tax exemption for purchases and rentals related to the acquisition, renovation and equipping of the Facility and (b) a partial mortgage recording tax exemption for financing relating to the Project; and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities which may arise in connection with the transactions contemplated by the lease of the Facility; and

WHEREAS, pursuant to the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto at 6 N.Y.C.R.R. Part 617, as amended (collectively referred to as "SEQRA"), the Agency must satisfy the applicable requirements set forth in SEQRA, as necessary, prior to making a final determination whether to undertake the Project.

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

Section 1. The Company has presented an application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the application and other correspondence submitted by the Company to the Agency, the Agency hereby finds and determines that:

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

(b) The Facility constitutes a "project", as such term is defined in the Act; and

(c) It is desirable and in the public interest for the Agency to appoint the Company as its agent for purposes of undertaking the Project; and

(d) The action to be taken by the Agency will induce the Company to undertake the Project, thereby increasing employment opportunities in Monroe County and otherwise furthering the purposes of the Agency as set forth in the Act; and

(e) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the

Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Company's application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries; and

(f) Pursuant to SEQRA, the Project constitutes a "Type II Action" as said term is defined in SEQRA, and therefore no further action is required to be taken under SEQRA.

Section 2. The Agency hereby determines that the acquisition of a leasehold interest in and the renovation, equipping, repair and maintenance of the Facility by the Agency and the lease or sublease of the Facility to the Company will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the County of Monroe and the people of the State of New York and improve their standard of living, thereby serving the public purposes of the Act and, therefore, the same is approved.

Section 3. The Agency hereby approves the cost/benefit report submitted by the Company listing the proposed cost/benefits of the Project.

Section 4. Subject to the Company executing the Project Agreement and the delivery to the Agency of a binder, certificate or other evidence of liability insurance policy for the Project satisfactory to the Agency, the Agency hereby authorizes the Company to proceed with the acquisition, renovation and equipping of the Project and hereby appoints the Company as the true and lawful agent of the Agency to acquire, renovate and equip the Facility, and such appointment includes the following activities as they relate to the construction, erection, completion, use, repair and maintenance of the Improvements and the purchase, use, lease, placement, installation, repair, maintenance and replacement of the Equipment, whether or not any materials or supplies described below are incorporated into or become an integral part of the Improvements or the Equipment: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with acquiring, renovating, equipping, repairing and maintaining the Facility, (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description in connection with acquiring, renovating, equipping, repairing and maintaining the Facility, and (iii) all purchases, leases, rentals and uses of equipment, machinery, and other tangible personal property (including installation costs with respect thereto), installed or placed in, upon or under the Improvements, Land or the Equipment, including all repairs, maintenance and replacement of all such property. Said agents are authorized to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agents for the Agency, and in general to do all things which may be requisite or proper for completing the Facility, all with the same powers and with the same validity as the Agency could do if acting on its own behalf. As agent of the Agency, the Company is authorized to delegate such agency, in whole or in part, to agents, subagents, contractors, subcontractors, contractors and subcontractors of such agents and subagents and to such other parties as the Company chooses; provided, however, the Project Agreement shall expire on **December 31, 2025** (unless extended for good cause by the Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency) if the Lease Agreement and

Leaseback Agreement contemplated have not been executed and delivered. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency are authorized and directed to execute and deliver to said agent an appropriate letter on Agency letterhead describing the authority granted under this resolution.

Section 5. Based upon the representation and warranties made by the Company in its application for financial assistance, the Agency hereby authorizes and approves (i) the Company as its agent, 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 in an amount up to **\$593,000** which results in New York State and local sales and use tax exemption benefits ("sales and use tax exemption benefits") not to exceed **\$47,440**. The Agency agrees to consider any requests by the Company for 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; (ii) a mortgage (or mortgages), in connection with the financing of the Facility or portions thereof and including any refinancing thereof, securing an aggregate principal amount not to exceed **\$2,920,000**, resulting in a mortgage tax exemption not to exceed **\$21,900**; and (iii) a partial real property tax abatement.

Section 6. Pursuant to Section 875(3) of the New York General Municipal Law, the Agency may recover or recapture from the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, any sales and use tax exemption benefits taken or purported to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, is not entitled to the sales and use tax exemption benefits; (ii) the sales and use tax exemption benefits are in excess of the amounts authorized to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project; (iii) the sales and use tax exemption benefits are for property or services not authorized by the Agency as part of the Project; or (iv) the sales and use tax exemption benefits are taken in cases where the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project. As a condition precedent of receiving sales and use tax exemption benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, shall (i) cooperate with the Agency in its efforts to recover or recapture any sales and use tax exemption benefits, and (ii) promptly pay over any such amounts to the Agency that the Agency demands.

Section 7. The form and substance of the Lease Agreement and Leaseback Agreement (each in substantially the forms presented to the Agency and which, prior to the execution and delivery thereof, may be redated) are hereby approved.

Section 8. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency are hereby authorized, on behalf of the Agency, to negotiate and execute (A) the Lease Agreement whereby the Company leases the Project to the Agency and (B) the related Leaseback Agreement conveying the Project back to the Company; provided, that, the rental payments under the Leaseback Agreement include payments of all costs incurred by the Agency

arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project.

Section 9. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver any mortgage, assignment of leases and rents, security agreement, UCC-1 Financing Statements and all documents reasonably contemplated by these resolutions or required by any lender identified by the Company (the "Lender") up to a maximum principal amount necessary to undertake the Project, acquire the Facility and/or finance or refinance equipment and other personal property and related transactional costs (hereinafter, with the Lease Agreement and Leaseback Agreement are collectively referred to as, the "Agency Documents"); and, where appropriate, the Secretary or Assistant Secretary of the Agency is hereby authorized to affix the seal of the Agency (if any) to the Agency Documents and to attest the same, all with such changes, variations, omissions and insertions as the Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency shall approve, the execution thereof by the Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency to constitute conclusive evidence of such approval; provided in all events recourse against the Agency is limited to the Agency's interest in the Project.

Section 10. The Executive Director, Deputy 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, Deputy 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 11. This resolution shall take effect immediately.

[Remainder of Page Intentionally Left Blank]

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

| | <u><i>Yea</i></u> | <u><i>Nay</i></u> | <u><i>Absent</i></u> | <u><i>Abstain</i></u> |
|-----------------|-------------------|-------------------|----------------------|-----------------------|
| Lisa Bolzner | | | | |
| Rhett King | | | | |
| Norman Jones | | | | |
| Truman Tolefree | | | | |
| 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 December 17, 2024, 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 17th day of December, 2024.

Ana J. Liss, Executive Director



APPLICATION FOR ASSISTANCE

Each applicant seeking assistance must complete this application and provide required supplemental forms/documentation.

Please answer all questions. Use "None" or "Not Applicable" where necessary. Information in this application may be subject to public review under New York State Law, except for information that is considered deniable by the Freedom of Information Law. This form is available at www.monroecountybusiness.org/application.

Please send completed application via email to EconomicDevelopment@monroecounty.gov. A non-refundable application fee of \$350.00 is required. Please see page 12 for additional information on costs and fees.

I. APPLICANT

A. Applicant Information

Name: WOERNER INDUSTRIES. LLC
 Address: 485 HAGUE ST
 City/State/Zip: ROCHESTER, NY 14606
 Tax Id No.: PITTSFORD
 Contact Name: JOHN LITTLE
 Title: OWNER
 Telephone: 585-235-1991
 E-Mail: JOHNL@WOERNERINDUSTRIES.COM

B. Applicant's Legal Counsel

Name: DAVID CLAIR
 Firm: HARRIS BEACH PLLC
 Address: 99 GARNSEY RD
 City/State/Zip: PITTSFORD NY 14534
 Telephone: 585-419-8800
 Email: dclar@harrisbeach.com

C. Owners of Applicant Company (must total 100%). If an LLC, LP or similar, all members/partners must be listed

| Name | % | Corporate Title |
|--------------------|------------|-------------------|
| <u>JOHN LITTLE</u> | <u>100</u> | <u>SOLE OWNER</u> |
| <u> </u> | <u> </u> | <u> </u> |
| <u> </u> | <u> </u> | <u> </u> |
| <u> </u> | <u> </u> | <u> </u> |
| <u> </u> | <u> </u> | <u> </u> |
| <u> </u> | <u> </u> | <u> </u> |
| <u> </u> | <u> </u> | <u> </u> |

D. Is the business applying for assistance certified as an MWBE or service-disabled veterans' agency? Yes No

II. PROJECT

A. Address of proposed project facility

Address: 322 OAK STREET

Tax Map Parcel Number: _____

City/Town/Village: ROCHESTER NY

School District: ROCHESTER

Zip: 14606

Current Legal Owner of Property:

WILD BILL'S WHOLESALE

B. Benefits Requested (Check all that apply)

Sales Tax Exemption

Mortgage Recording Tax Exemption

Real Property Tax Abatement

Industrial Revenue Bond Financing

C. Description of project (check all that apply)

New Construction

Existing Facility

Acquisition

Expansion

Renovation/Modernization

Acquisition of machinery/equipment

Other (specify) _____

D. Proposed User(s)/Tenant(s) of the Facility

If there are multiple Users/Tenants, please attach additional pages.

Are the user and owner related entities? Yes No

Company Name: _____

Address: _____

City/State/Zip: _____

Tax ID No: _____

Contact Name: _____

Title: _____

Telephone: _____

Email: _____

% of facility to be occupied by user/tenant _____

E. Owners of User/Tenant Company (must total 100%)

If an LLC, LP or similar, all members/partners must be listed

| Name | % | Corporate Title |
|------|---|-----------------|
|------|---|-----------------|

| | | |
|-------|-------|-------|
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

F. Project Timeline

Proposed Date of Acquisition: 12/31/2024

Proposed Commencement Date of Construction: 03/2025

Anticipated Completion Date: 12/2025

G. Contractor(s)

Capstone Construction Services LLC

Taylor

II.PROJECT (cont'd)

H. DESCRIPTION OF THE PROJECT AND BACKGROUND ON USER(S) OF THE FACILITY

NAICS Code: 332710, 332721, 337127

Woerner Industries, Inc. has manufactured a full line of church furniture as well as machined equipment for over 100 years. Our products are sold through dealers nationwide.

Offerings include wood altars and communion tables, pulpits and lecterns, congregational wood chairs made from solid oak, various styles of celebrant and sanctuary seating, prie dieu's / kneeler's of many styles and sizes, baptismal fonts, credence and offertory tables, and various other items and accessories from bible stands to book racks to personal kneeler. Our metal shop produces paper processing equipment as well as contract manufacturing.

Woerner Industries has the opportunity to purchase an Ohio based company and bring it New York State. With the acquisition of this company we are looking to consolidate and move our existing operation in one location in the Monroe County/Rochester area. We expect to create at least 10 jobs over the next 5 years once through this process. If we are able to acquire the Ohio Based Kneeler Company we will Consolidate our operation into one location in the Monroe County/ Rochester. This would result in employment locally as well as creating local suppliers for any outwork processes needed. We would also need to complete this opportunity to purchase this company to prevent our competitors from Pennsylvania and Illinois from obtaining it.

We currently have a Letter of Intent with the owner of 322 Oak St, a 24,742 square foot building located in the city of Rochester, who has requested to lease a portion of the facility while they prepare for the move to their new location. We will continue to occupy 485 Hague St. until our lease expires in 2026 and the new facility is renovated. The property owner plans to lease facility to new tenants . We have an agreement in the works to start modifications at 322 Oak St. while the current owners still occupy a portion of the building. We plan to request as increase from COMIDA in the future as we don't yet have reliable cost estimates for all of the following expenses.

Once we obtain the property we will need to do the following in order to move from our current facility:

- Zoning
- Environmental
- Building Inspection
- Electric Upgrade
- Electric in Production Space
- Lighting Upgrade
- CAT 5 For Computers & Phones
- Furnace/AC for Office
- Air Lines in Production Space
- Bathroom Added
- Bathroom Modified
- Break Room
- Office Space Remodeled
- Air Make Up Unit
- Spray Booth
- Fire Suppression System
- Dust Collection System
- Move of Equipment
- Electric Fence
- Storage Racks
- Storage Trailer
- Purchase New Equipment

+

II. PROJECT (cont'd)

- I. Would the project be undertaken without financial assistance from the Agency? Yes No

Please explain why financial assistance is necessary.

We would not be able to purchase the equipment and make the modifications necessary to make the business acquisition and building purchase successful.

- J. Are other facilities or related companies located within New York State?

Yes No

Location:

Will the Project result in the removal of an industrial or manufacturing 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, explain how the Agency's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Applicant or User's competitive position in its respective industry:

- K. State Environmental Quality Review (SEQR) Act Compliance

COMIDA, in granting assistance to the Applicant, is required to comply with the New York State Environmental Quality Review Act (SEQR).

Does the proposed project require discretionary permit, license or other type of approval by the state or local municipality?

- YES - Include a copy of any SEQR documents related to this Project including Environmental Assessment Form, Final Determination, Local Municipality Negative Declaration, etc.

NO

III. PROPERTY TAX ABATEMENT/PAYMENT IN LIEU OF TAX AGREEMENT (PILOT)

Check One:

JOBSPLUS

Requirements:

- Applicant must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

LEASEPLUS

Requirements:

- University and/or medical related facilities in which a 501(c)3 entity leases from a for-profit entity.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

ENHANCED JOBSPLUS

Requirements:

- A minimum \$15 million investment **AND**
- A minimum of 100 new jobs

GREEN JOBSPLUS

Requirements:

- LEED® Certification – Project must be rated as Certified, Gold, Silver or Platinum by the United States Green Building Council's Leadership in Energy and Environmental Design (LEED®) Green Building Rating System.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

SHELTER RENT

For student housing or affordable housing projects.

Local Tax Jurisdiction Sponsored PILOT

NO PROPERTY TAX ABATEMENT IS SOUGHT FOR THIS PROJECT

IV. APPLICANT PROJECT COSTS

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipment of the project by the APPLICANT.

Building Construction or Renovation

- a. Materials a. \$ _____
- b. Labor b. \$ _____

Site Work

- c. Materials c. \$ 218000
- d. Labor d. \$ 327000
- e. Non-Manufacturing Equipment e. \$ _____
- f. Manufacturing Equipment f. \$ _____
- g. Equipment Furniture and Fixtures g. \$ 300,000
- h. Land and/or Building Purchase h. \$ 2,000,000
- i. Soft Costs (Legal, Architect, Engineering) i. \$ _____
- Other (specify) j. Moving j. \$ 75000
- k. _____ k. \$ _____
- l. _____ l. \$ _____
- m. _____ m. \$ _____

Total Project Costs \$ 2,920,000
(must equal Total Sources)

B. Sources of Funds for Project Costs:

- a. Tax-Exempt Industrial Revenue Bond a. \$ _____
- b. Taxable Industrial Revenue Bond b. \$ _____
- c. Bank Financing c. \$ 2,920,000
- d. Public Sources d. \$ _____

Identify each state and federal grant/credit

_____ \$ _____
 _____ \$ _____
 _____ \$ _____
 _____ \$ _____

- e. Equity \$ _____

TOTAL SOURCES \$ 2,920,000
(must equal Total Project Costs)

C. Has the applicant made any arrangements for the financing of this project

Yes No

If yes, please specify bank, underwriter, etc.

TBD - ESL

V. COMPLETE FOR EACH USER/TENANT THAT IS SEEKING SALES TAX EXEMPTIONS USER(S)/TENANT(S) PROJECT COSTS

Use additional sheets as necessary

Company Name _____

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement, and/or equipping of the project by the user(s)/tenant(s) for which a sales tax exemption is requested.

Estimated Costs Eligible for Sales Tax Exemption Benefit

- a. Materials a. \$ _____
- b. Labor b. \$ _____
- c. Non-Manufacturing Equipment c. \$ _____
- d. Manufacturing Equipment d. \$ _____
- e. Furniture and Fixtures e. \$ _____
- Other (specify): f. _____ f. \$ _____
- g. _____ g. \$ _____
- h. _____ h. \$ _____
- i. _____ i. \$ _____

Total Project Costs \$ _____

VII. PROJECTED EMPLOYMENT

Complete for each Applicant or User/Tenant

Company Name: Woerner Industries, LLC

Applicant: or User/Tenant:

Applicant/Tenant creating jobs must submit most recent NYS-45 or equivalent.

| | Current # of jobs at proposed project location or to be relocated to project location | IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be RETAINED | IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be CREATED upon THREE Years after Project completion | Estimate number of residents of the Labor Market Area in which the Project is located that will fill the FTE and PTE jobs to be created upon THREE Years after Project Completion ** |
|-----------------|---|---|--|--|
| Full time (FTE) | 17 | 17 | 4 | 4 |
| Part Time (PTE) | 3 | 3 | | |
| Total | 18.5 | 18.5 | 4 | 4 |

** For purposes of this question, please estimate the number of FTE and PTE jobs that will be filled, as indicated in the third column, by residents of the Labor Marker Area, in the fourth column. The Labor Marker Area includes: Monroe County, Orleans County, Genesee County, Wyoming County, Livingston County, Ontario County, Wayne County, Yates County, and Seneca County chosen at the Agency's discretion.

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VIII. LOCAL LABOR

To be completed by all Applicants and Users/Tenants of Projects which include the construction of new, expanded or renovated facilities:

Company Name WOERNER INDUSTRIES, LLC

Applicant: **and/or User/Tenant:**

The County of Monroe Industrial Development Agency (IDA) was established for the purpose of creating employment opportunities for, and to promote the general prosperity and economic welfare of the residents of Monroe County. The IDA offers economic incentives and benefits to qualified applicants who wish to locate or expand their businesses or facilities in Monroe County. When the IDA approves a project, it enters into agreements to extend these incentives and benefits to the applicant.

Construction jobs are vital to the overall employment opportunities and economic growth in Monroe County. The IDA believes that companies benefiting from its incentive programs should employ local laborers, mechanics, craft persons, journey workers, equipment operators, truck drivers and apprentices ("construction workers"), during the construction phase of projects.

X **100% Local Labor**
Applicants receiving IDA benefits *must* ensure that the it and/or its contractor/developer hire *100% of its construction workers from the local labor market.*

X **Local Labor Market**
For the purpose of this policy, the local labor market is defined as construction workers residing in the following counties in New York State: Monroe, Genesee, Livingston, Orleans, Ontario, Seneca, Steuben, Wayne, Wyoming and Yates.

X **Bid Processing**
Local participation in qualified projects receiving IDA economic incentives and benefits is vital to the economic growth of Monroe County. As such, all applicants/contractors/developers of a qualified project with a minimum \$5,000,000 investment must place any and all invitations to bid in the Builders Exchange of Rochester Plan Room (<https://robex.com/planroom/>) two weeks before the bids are due.

X **Monitoring**
A third-party auditing firm ("Project Monitor") will be engaged to monitor construction work commencing on the date benefits are granted by resolution of the IDA Board.

Once approved for IDA benefits, all applicants will be required to provide to the Project Monitor and the Exemption Processor (as hereinafter defined) the following information:

1. Contact information for the applicant's representative who will be responsible and accountable for providing information about the bidding and awarding of construction contracts relative to the applicant's project; and
2. Description of the nature of construction jobs created by the project, including in as much detail as possible, the number, type and duration of construction positions.

All Monroe County IDA projects are subject to local monitoring by the IDA and the Project Monitor. Proof of residency or copy of drivers' license shall be checked by the Project Monitor during the Project Monitor's periodic inspection of the project.

The Project Monitor shall issue a report to the IDA staff immediately when an applicant or applicant's contractor is not in compliance with this labor policy. IDA staff shall advise the IDA Board of non-compliance by email or at the next scheduled meeting. If a violation of policy has occurred, the Project Monitor shall notify the applicant and contractor of such non-compliance and give applicant a warning of violation and 72 hours in which to correct such violation. Upon evidence of continued non-compliance or additional violations, the IDA and/or the Project Monitor shall notify the applicant that the project is in violation of the Monroe County IDA Labor Policy and is subject to IDA Board action which may result in the revocation, termination and/or recapture of any or all benefits conferred by the IDA.

X

Signage

The applicant/contractor/developer of an IDA approved project shall be required to maintain a sign, provided by the Project Monitor, on the project site at all times during construction. This sign shall be located in an area that is accessible to onsite workers and visitors, which should be clear and legible.

X

Exemption Process

In some instances, use of 100% local labor may not be possible for any of the following reasons:

- o Warranty issues related to installation of specialized equipment whereby the manufacturer requires installation by only approved installers (a copy of the equipment warranty confirming the use of specific installers must be provided). The granting of an exemption for the use of non-local labor on warranty related grounds is expressly conditioned on either (i) said non-local sub-contractors being enrolled in a New York State certified apprenticeship program (proof of such enrollment shall be provided to the IDA upon request) or (ii) the hiring of an apprentice/apprentices or local construction laborer(s) to assist in the installation.
- o Specialized construction is required and no local contractors or local construction workers have the required skills, certifications or training to perform the work (proof of communication with local contractors, or details of the specialized construction must be provided);
- o Significant cost differentials in bids whereby use of local labor significantly increases the cost of the project. Three (3) bids are required and a cost differential of 25% is deemed significant. Where there is a significant cost differential, that if the local labor contractor agrees to reduce the bid to the average of the two bids, no waiver will be granted. However, if the average is still 25% or more, a waiver will be granted (copies of all bids/proposals received, including pricing, must be provided to confirm cost differential).
- o No local labor available for the project (if local bids were solicited with no response, please provide a copy of the bid, explain how it was advertised, and list who the bids were requested from).

The request to secure an exemption for the use of non-local labor must be received from the applicant on the exemption form provided by the IDA or the 3rd party exemption monitor (the "Exemption Processor") and received by the Exemption Process forty-five (45) days in advance of work commencing. The request will be reviewed by the Exemption Processor and forwarded to the IDA, at which time the IDA's Executive Director shall have the authority to approve or disapprove the exemption. The Exemption Processor shall report each authorized exemption to the Board of Directors at its monthly meeting.

The applicant has read the Labor Policy and agrees to adhere to it without changes and shall require its construction manager, general contractor and sub-contractors who are not exempt to acknowledge the same.

The foregoing terms have been read, reviewed and understood by the Applicant or User/Tenant and all appropriate personnel. Furthermore, the undersigned agrees and understands that the information contained herein must be transmitted and conveyed in a timely fashion to all applicable subcontractors, suppliers and materialman. Furthermore, the undersigned agrees to post and maintain a sign, provided by COMIDA, in a prominent, easily accessible location, identifying the project as a recipient of COMIDA assistance and the local labor requirements associated with this assistance.

Furthermore, the undersigned realizes that failure to abide by the terms herein could result in COMIDA revoking all or any portion of benefits it deems reasonable in its sole discretion for any violation hereof.

Woerner Industries,LLC

(APPLICANT COMPANY)

(TENANT COMPANY)


 Digitally signed by John Little
 DN: cn=US,
 e=john@woernerindustries.com,
 o=Woerner Industries, LLC, cn=John
 Little
 Reason: I have reviewed this document
 Date: 2024.10.31 15:28:49-0400'

John Little **Owner** 11/28/2024

Signature , Title Date

Signature , Title Date


IX. FEES

| Transaction Type | Fees |
|--|---|
| Real Property Tax Abatement (PILOT Agreement) including Sales Tax Exemption* and/or partial Mortgage Recording Tax Exemption. | Application Fee: Non-refundable \$350.00 IDA Fee: 0.75% of the total project cost Legal Fee: 33% of the IDA fee. Minimum fee of \$4,000. |
| Sales Tax Exemption* and/or partial Mortgage Recording Tax Exemption | Application Fee: Non-refundable \$350.00 IDA Fee: 0.50% of the total project cost Legal Fee: 33% of the IDA fee. Minimum fee of \$4,000 if transaction includes mortgage recording tax exemption. Minimum fee of \$750 if transaction is sales tax exemption only. |
| Small Business Sales Tax Exemption (Non-retail projects with total project costs under \$500,000) | Application Fee: Non-refundable \$350.00 IDA Fee: Flat fee of \$750 (\$500 for certified M/WBE or certified service disabled Veterans) Legal Fee: Flat fee of \$750 |
| Bond: Taxable or Tax-Exempt Including any/all of the following: 1. PILOT Agreement 2. Sales Tax Exemption 3. Partial Mortgage Recording Tax Exemption | Application Fee: Non-refundable \$350.00 IDA Fee: 1.25% of the total project cost Legal Fee: 33% of the IDA fee. Designated Bond Counsel fee is based on the complexity and amount of the transaction. |
| Bond: Taxable or Tax-Exempt | Application Fee: Non-refundable \$350.00 IDA Fee: 1.00% of the total project cost Legal Fee: 33% of the IDA fee. Designated Bond Counsel fee is based on the complexity and amount of the transaction. |

*If the sales tax benefits are required prior to closing, a non-refundable twenty-five percent (25%) of the IDA fee and Legal fees are payable at that time. This amount will be applied towards the IDA fee and Legal fee.

Woerner Industries, LLC

(APPLICANT COMPANY)

John Little  Owner 11/26/2024

Signature, Title Date

(TENANT COMPANY)

Signature, Title Date

X. CERTIFICATION

The undersigned company officer and/or user/tenant officer each hereby certifies, on behalf of the company and/or user/tenant, respectively (each singularly and together, the "Applicant"), as follows:

- A. The information contained in this Application, including employment information, is true and correct. The Applicant is aware that any material misrepresentation made in this Application constitutes an act of fraud, resulting in revocation of COMIDA benefits.
- B. The undersigned, on behalf of the Applicant, hereby certifies that the Applicant, and all parties which have ownership of the Applicant are current and will remain current on all real property, federal, state, sales, income and withholding taxes throughout the term of any agreements made in connection with this Application.
- C. Absence of Conflicts of Interest – The Applicant has received from the Agency a list of the members, officers and employees of the Agency. No member, officers or employees of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as herein described: _____
- D. Compliance with N.Y. GML Sec. 862(1): Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:
 § 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing 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, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
- E. Compliance with Applicable Laws: The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- F. False and Misleading Information: The Applicant confirms and acknowledges 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 exemption claimed by reason of the Agency's involvement the Project.
- G. Recapture: Should the Applicant not expend as projected or hire as presented, the Agency may view such information/status as failing to meet the established standards of economic performance. In such events, some or all of the benefits taken by the Applicant will be subject to recapture.
- H. Pay Equity: The Applicant and/or user/tenant officer certifies on behalf of the company and/or user/tenant (the Applicant) has not been the subject of an adverse finding under the equal pay laws within the previous five years, has disclosed any pending equal pay claims against the company at time of application, and shall disclose to COMIDA any pending claims or adverse findings under the equal pay laws during the term of COMIDA financial assistance agreement.
- I. Applicant hereby releases the COMIDA ("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 (A) the Agency's examination and processing of, and action pursuant to or upon, this Application, regardless of whether or not this Application or the Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (B) the Agency's acquisition, construction, renovation and/or equipping of the Project described herein; and (C) any further action taken by the Agency with respect to the Project; 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. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law, that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency in connection with the Project may be subject to recapture by the Agency under such terms and conditions as will be set forth in the Agent Agreement to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation, information regarding the amount of New York State and local sales and use tax exemption benefits, is true, accurate and complete.

APPLICANT COMPANY

Woerner Industries, LLC


 Digitally signed by John Little
 DN: cn=John Little, email=j.little@woernerindustries.com, o=Woerner Industries, LLC, ou=John Little
 Reason: I have reviewed this document.
 Date: 2024.10.31 15:29:16-0400'

John Little, Owner 11/26/2024

Signature, Title Date

TENANT COMPANY

 Signature, Title Date



APPLICATION SUMMARY

DATE: December, 17 2024

APPLICANT: Waffle8er, LLC
155 Balta Drive
Rochester, NY 14623

PROJECT LOCATION: 3780 West Ridge Road
Rochester, NY 14626

PROJECT SUMMARY: Waffle8er, LLC, a food production manufacturer specializing in waffles and other frozen foods, proposes the renovation of 3780 West Ridge Road, a 133,000 square foot building in the Town of Greece. Renovations include conversion of the facility from a dry storage warehouse to food manufacturing plant. A special 13-year real property tax abatement is supported by the Town of Greece in order to be competitive with offers from southern states luring the business. Waffle8er, LLC plans to create 133 FTEs over the next three years. The \$8.6 million project is seeking a custom real property tax abatement, mortgage recording tax exemption, and sales tax exemption. The cost/benefit ratio is 80:1.

PROJECT AMOUNT: \$8,665,354 Lease/Leaseback with Abatement
\$173,400 Sales Tax Exemption
\$27,992 Mortgage Recording Tax Exemption

| | | |
|------------------------|-----|------|
| JOBS: EXISTING: | 0 | FTEs |
| NEW: | 133 | FTEs |
| REQUIREMENT: | 133 | FTEs |

PUBLIC HEARING DATE: December 12, 2024

BENEFIT TO INCENTIVE RATIO: 80:1

SEQR: INTERNAL RENOVATIONS ONLY; SEQR PROCESS COMPLETE.

ELIGIBILITY: MANUFACTURER

APPROVED PURPOSE: JOB CREATION

County of Monroe Industrial Development Agency

MRB Cost Benefit Calculator

Date: December 17, 2024
 Project Title: Waffle8er, LLC
 Project Location: 3780 West Ridge Road, Rochester, NY 14626

Economic Impacts

Summary of Economic Impacts over the Life of the PILOT

Project Total Investment

\$8,665,354

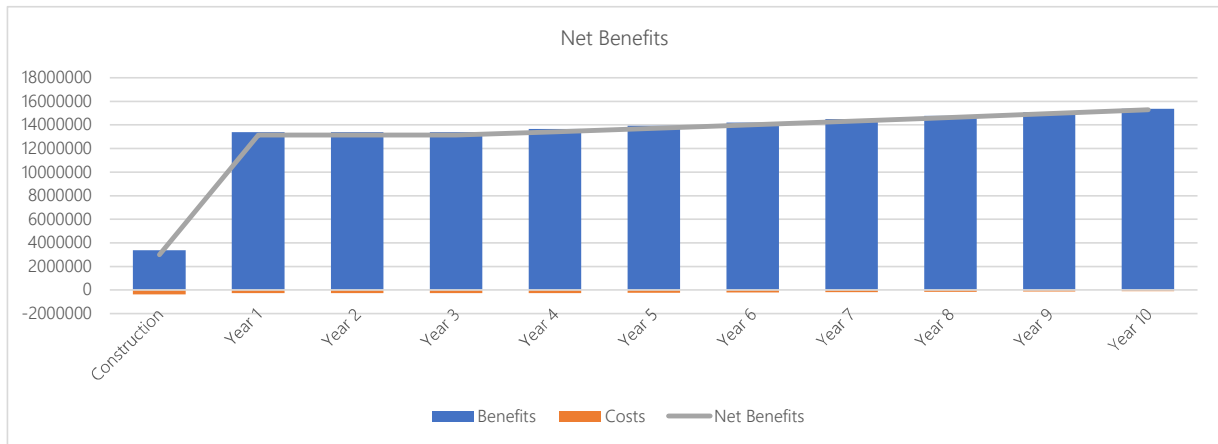
Temporary (Construction)

| | Direct | Indirect | Total |
|-------------|-------------|-------------|-------------|
| Jobs | 44 | 10 | 54 |
| Earnings | \$2,671,547 | \$506,903 | \$3,178,450 |
| Local Spend | \$6,932,283 | \$1,725,576 | \$8,657,859 |

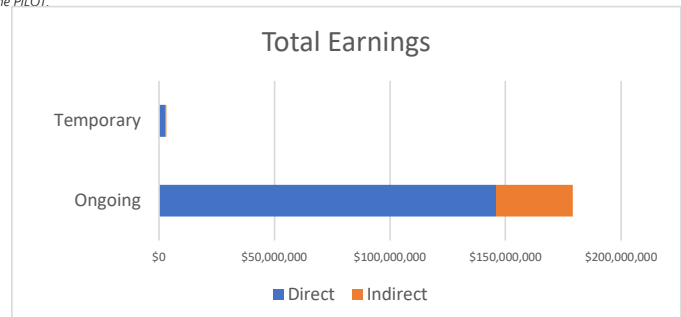
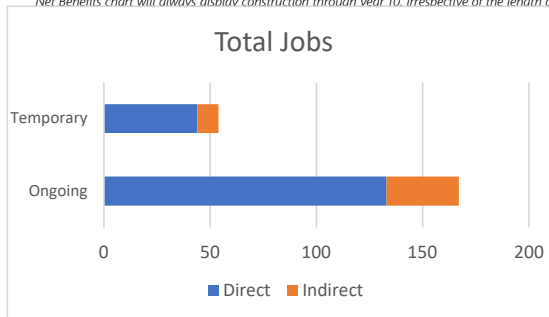
Ongoing (Operations) Aggregate over life of the PILOT

| | Direct | Indirect | Total |
|----------|---------------|--------------|---------------|
| Jobs | 133 | 34 | 167 |
| Earnings | \$145,912,123 | \$33,229,477 | \$179,141,600 |

Figure 1



Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.



Fiscal Impacts



Cost-Benefit Analysis Tool powered by MRB Group

Estimated Costs of Exemptions

| | Nominal Value | Discounted Value* |
|--|--------------------|--------------------|
| Property Tax Exemption | \$2,077,354 | \$1,883,225 |
| Sales Tax Exemption | \$173,400 | \$173,400 |
| Local Sales Tax Exemption | \$86,700 | \$86,700 |
| State Sales Tax Exemption | \$86,700 | \$86,700 |
| Mortgage Recording Tax Exemption | \$27,992 | \$27,992 |
| Local Mortgage Recording Tax Exemption | \$9,331 | \$9,331 |
| State Mortgage Recording Tax Exemption | \$18,661 | \$18,661 |
| Total Costs | \$2,278,746 | \$2,084,617 |

State and Local Benefits

| | Nominal Value | Discounted Value* |
|---|----------------------|----------------------|
| Local Benefits | \$183,596,291 | \$159,552,149 |
| To Private Individuals | \$182,320,050 | \$158,782,872 |
| Temporary Payroll | \$3,178,450 | \$3,178,450 |
| Ongoing Payroll | \$179,141,600 | \$155,604,422 |
| Other Payments to Private Individuals | \$0 | \$0 |
| To the Public | \$929,025 | \$769,277 |
| Increase in Property Tax Revenue | (\$347,215) | (\$342,203) |
| Temporary Jobs - Sales Tax Revenue | \$22,249 | \$22,249 |
| Ongoing Jobs - Sales Tax Revenue | \$1,253,991 | \$1,089,231 |
| Other Local Municipal Revenue | \$0 | \$0 |
| State Benefits | \$9,480,643 | \$8,256,709 |
| To the Public | \$9,480,643 | \$8,256,709 |
| Temporary Income Tax Revenue | \$143,030 | \$143,030 |
| Ongoing Income Tax Revenue | \$8,061,372 | \$7,002,199 |
| Temporary Jobs - Sales Tax Revenue | \$22,249 | \$22,249 |
| Ongoing Jobs - Sales Tax Revenue | \$253,991 | \$1,089,231 |
| Total Benefits to State & Region | \$193,076,934 | \$167,808,858 |

Benefit to Cost Ratio

| | Benefit* | Cost* | Ratio |
|--------------------|----------------------|--------------------|-------------|
| Local | \$159,552,149 | \$1,979,256 | 81:1 |
| State | \$8,256,709 | \$105,361 | 78:1 |
| Grand Total | \$167,808,858 | \$2,084,617 | 80:1 |

*Discounted at 2%

Additional Comments from IDA

Does the IDA believe that the project can be accomplished in a timely fashion? Yes

Motion By: _____
Seconded By: _____

RESOLUTION
(Waffle8er LLC Project)
OSC Code 2602-24-030A

A regular meeting of the County of Monroe Industrial Development Agency (the "Agency"), was held at the Agency's Offices, 50 West Main Street, Rochester, New York 14614, on December 17, 2024 at 12:00 p.m.

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 (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON DECEMBER 12, 2024, WITH RESPECT TO A CERTAIN PROJECT (AS DEFINED BELOW) BEING UNDERTAKEN BY WAFFLE8ER LLC, OR A RELATED ENTITY FORMED OR TO BE FORMED (COLLECTIVELY, THE "COMPANY"); (ii) MAKING A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA (AS DEFINED BELOW); (iii) APPOINTING THE COMPANY AS AGENT OF THE AGENCY; (iv) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, RENOVATION AND EQUIPPING OF THE PROJECT, (B) A PARTIAL MORTGAGE RECORDING TAX EXEMPTION AND (C) A REAL PROPERTY TAX ABATEMENT STRUCTURED THROUGH A PAYMENT-IN-LIEU-OF-TAX AGREEMENT ("PILOT AGREEMENT"); AND (v) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF A PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT, PILOT AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

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, **WAFFLE8ER LLC**, a New York limited liability company, for itself or a related entity formed or to be formed (collectively, the "Company") has requested that the Agency assist with a certain Project (the "Project"), consisting of: (A) the acquisition of a leasehold interest in an existing approximately 133,000 square-foot building (the "Existing Improvements") located at 3780 West Ridge Road in the Town of Greece, New York 14626 and all other lands in the Town of Greece where, by license or easement or other agreement, the Company or its designees are making improvements that benefit the Project (the "Land"); (B) the renovation of the Existing Improvements including, but not limited to, turning it from a dry storage facility into a food manufacturing plant with wash-down walls, fire suppressants, ammonia-driven cold storage, electrical upgrades, new flooring, drainage and various office

improvements (collectively, 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, the Existing Improvements and the Improvements, the "Facility"), all for use by the company in its business as a producer of waffles and other frozen foods; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, pursuant to Section 859-a of the Act, on Thursday, December 12, 2024, at 10:00 a.m., local time, at the Greece Town Hall, One Vince Tofany Boulevard, Greece, New York 14612, the Agency held a public hearing with respect to the Project and the proposed Financial Assistance (as defined below) being contemplated by the Agency, whereat interested parties were provided a reasonable opportunity, both orally and in writing, to present their views; and

WHEREAS, it is contemplated that the Agency will (i) negotiate a project agreement (the "Project Agreement"), pursuant to which the Agency will appoint the Company as its agent for the purpose of undertaking the Project, (ii) negotiate and enter into a lease agreement (the "Lease Agreement"), leaseback agreement (the "Leaseback Agreement") and payment-in-lieu-of-tax agreement (the "PILOT Agreement") with the Company and (iii) provide financial assistance (the "Financial Assistance") to the Company in the form of (a) a sales and use tax exemption for purchases and rentals related to the acquisition, renovation and equipping of the Facility, (b) a partial mortgage recording tax exemption for financing relating to the Project and (c) a partial real property tax abatement structured through the PILOT Agreement; and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities which may arise in connection with the transactions contemplated by the lease of the Facility; and

WHEREAS, pursuant to the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto at 6 N.Y.C.R.R. Part 617, as amended (collectively referred to as "SEQRA"), the Agency must satisfy the applicable requirements set forth in SEQRA, as necessary, prior to making a final determination whether to undertake the Project.

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

Section 1. The Company has presented an application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the application and other correspondence submitted by the Company to the Agency, the Agency hereby finds and determines that:

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

(b) The Facility constitutes a "project", as such term is defined in the Act;
and

(c) It is desirable and in the public interest for the Agency to appoint the Company as its agent for purposes of undertaking the Project; and

(d) The action to be taken by the Agency will induce the Company to undertake the Project, thereby increasing employment opportunities in Monroe County and otherwise furthering the purposes of the Agency as set forth in the Act; and

(e) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Company's application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries; and

(f) Pursuant to SEQRA, the Project constitutes a "Type II Action" as said term is defined in SEQRA, and therefore no further action is required to be taken under SEQRA.

Section 2. The Agency hereby determines that the acquisition of a leasehold interest in and the construction, equipping, repair and maintenance of the Facility by the Agency and the lease or sublease of the Facility to the Company will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the County of Monroe and the people of the State of New York and improve their standard of living, thereby serving the public purposes of the Act and, therefore, the same is approved.

Section 3. The Agency hereby approves the cost/benefit report submitted by the Company listing the proposed cost/benefits of the Project.

Section 4. Subject to the Company executing the Project Agreement and the delivery to the Agency of a binder, certificate or other evidence of liability insurance policy for the Project satisfactory to the Agency, the Agency hereby authorizes the Company to proceed with the acquisition, renovation and equipping of the Project and hereby appoints the Company as the true and lawful agent of the Agency to acquire, renovate and equip the Facility, and such appointment includes the following activities as they relate to the construction, erection, completion, use, repair and maintenance of the Improvements and the purchase, use, lease, placement, installation, repair, maintenance and replacement of the Equipment, whether or not any materials or supplies described below are incorporated into or become an integral part of the Improvements or the Equipment: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with acquiring, constructing, equipping, repairing and maintaining the Facility, (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description in connection with acquiring, constructing, equipping, repairing and maintaining the Facility, and (iii) all purchases, leases, rentals and uses of

equipment, machinery, and other tangible personal property (including installation costs with respect thereto), installed or placed in, upon or under the Improvements, Land or the Equipment, including all repairs, maintenance and replacement of all such property. Said agents are authorized to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agents for the Agency, and in general to do all things which may be requisite or proper for completing the Facility, all with the same powers and with the same validity as the Agency could do if acting on its own behalf. As agent of the Agency, the Company is authorized to delegate such agency, in whole or in part, to agents, subagents, contractors, subcontractors, contractors and subcontractors of such agents and subagents and to such other parties as the Company chooses; provided, however, the Project Agreement shall expire on **December 31, 2025** (unless extended for good cause by the Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency) if the Lease Agreement, Leaseback Agreement and PILOT Agreement contemplated have not been executed and delivered. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency are authorized and directed to execute and deliver to said agent an appropriate letter on Agency letterhead describing the authority granted under this resolution.

Section 5. Based upon the representation and warranties made by the Company in its application for financial assistance, the Agency hereby authorizes and approves (i) the Company as its agent, 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 in an amount up to **\$2,167,500** which results in New York State and local sales and use tax exemption benefits ("sales and use tax exemption benefits") not to exceed **\$173,400**. The Agency agrees to consider any requests by the Company for 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; (ii) a mortgage (or mortgages), in connection with the financing of the Facility or portions thereof and including any refinancing thereof, securing an aggregate principal amount not to exceed **\$3,732,283**, resulting in a mortgage tax exemption not to exceed **\$27,992**; and (iii) a partial real property tax abatement.

Section 6. Pursuant to Section 875(3) of the New York General Municipal Law, the Agency may recover or recapture from the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, any sales and use tax exemption benefits taken or purported to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, is not entitled to the sales and use tax exemption benefits; (ii) the sales and use tax exemption benefits are in excess of the amounts authorized to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project; (iii) the sales and use tax exemption benefits are for property or services not authorized by the Agency as part of the Project; or (iv) the sales and use tax exemption benefits are taken in cases where the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project. As a condition precedent of receiving sales and use tax exemption benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, shall (i) cooperate with the Agency in its efforts to recover or recapture any sales and use tax

exemption benefits, and (ii) promptly pay over any such amounts to the Agency that the Agency demands.

Section 7. The form and substance of the Lease Agreement, the Leaseback Agreement and the PILOT Agreement (each in substantially the forms presented to the Agency and which, prior to the execution and delivery thereof, may be redated) are hereby approved.

Section 8. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency are hereby authorized, on behalf of the Agency, to negotiate and execute (A) the Lease Agreement whereby the Company leases the Project to the Agency, (B) the related Leaseback Agreement conveying the Project back to the Company, and (C) the PILOT Agreement; provided, that, (i) the rental payments under the Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project; and (ii) the terms of the PILOT Agreement are consistent with the Agency's Uniform Tax Exemption Policy or the procedures for deviation have been complied with.

Section 9. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver any mortgage, assignment of leases and rents, security agreement, UCC-1 Financing Statements and all documents reasonably contemplated by these resolutions or required by any lender identified by the Company (the "Lender") up to a maximum principal amount necessary to undertake the Project, acquire the Facility and/or finance or refinance equipment and other personal property and related transactional costs (hereinafter, with the Lease Agreement, Leaseback Agreement and PILOT Agreement are collectively referred to as, the "Agency Documents"); and, where appropriate, the Secretary or Assistant Secretary of the Agency is hereby authorized to affix the seal of the Agency (if any) to the Agency Documents and to attest the same, all with such changes, variations, omissions and insertions as the Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency shall approve, the execution thereof by the Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency to constitute conclusive evidence of such approval; provided in all events recourse against the Agency is limited to the Agency's interest in the Project.

Section 10. The Executive Director, Deputy 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, Deputy 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 11. 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><i>Yea</i></u> | <u><i>Nay</i></u> | <u><i>Absent</i></u> | <u><i>Abstain</i></u> |
|-----------------|-------------------|-------------------|----------------------|-----------------------|
| Lisa Bolzner | | | | |
| Rhett King | | | | |
| Norman Jones | | | | |
| Truman Tolefree | | | | |
| 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 December 17, 2024, 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 17th day of December 2024.

Ana J. Liss, Executive Director



APPLICATION FOR ASSISTANCE

Each applicant seeking assistance must complete this application and provide required supplemental forms/documentation.

Please answer all questions. Use "None" or "Not Applicable" where necessary. Information in this application may be subject to public review under New York State Law, except for information that is considered deniable by the Freedom of Information Law. This form is available at www.monroecountybusiness.org/application.

Please send completed application via email to EconomicDevelopment@monroecounty.gov. A non-refundable application fee of \$350.00 is required. Please see page 12 for additional information on costs and fees.

I. APPLICANT

A. Applicant Information

Name: Waffle8er, LLC
 Address: 155 Balta Drive
 City/State/Zip: Rochester, NY 14623
 Tax Id No.: 99-4181511
 Contact Name: Michael Pinkowski
 Title: President
 Telephone: 716-982-4600
 E-Mail: mp@waffle8er.com

B. Applicant's Legal Counsel

Name: Anthony Scalia, Esq.
 Firm: Dawson Law Firm, PC
 Address: 1844 Penfield Road
 City/State/Zip: Penfield, NY 14526
 Telephone: 585-381-8240
 Email: ascalialia@dlfpc.com

C. Owners of Applicant Company (must total 100%). If an LLC, LP or similar, all members/partners must be listed

| Name | % | Corporate Title |
|--|-----------|-----------------------|
| <u>Michael Pinkowski</u> | <u>51</u> | <u>President</u> |
| <u>William A. Dolan II / E. Jay Wegman</u> | <u>49</u> | <u>Vice-President</u> |
| <u> </u> | <u> </u> | <u> </u> |
| <u> </u> | <u> </u> | <u> </u> |
| <u> </u> | <u> </u> | <u> </u> |
| <u> </u> | <u> </u> | <u> </u> |
| <u> </u> | <u> </u> | <u> </u> |

D. Is the business applying for assistance certified as an MWBE or service-disabled veterans' agency? Yes No

II. PROJECT

A. Address of proposed project facility

Address: 3780 West Ridge Road

Tax Map Parcel Number: 073.02-1-74.1

City/Town/Village: Town of Greece 262801

School District: Greece Central School District

Zip: 14626

Current Legal Owner of Property:

WF Elmridge, LLC

B. Benefits Requested (Check all that apply)

Sales Tax Exemption

Mortgage Recording Tax Exemption

Real Property Tax Abatement

Industrial Revenue Bond Financing

C. Description of project (check all that apply)

New Construction

Existing Facility

Acquisition

Expansion

Renovation/Modernization

Acquisition of machinery/equipment

Other (specify) _____

D. Proposed User(s)/Tenant(s) of the Facility

If there are multiple Users/Tenants, please attach additional pages.

Are the user and owner related entities? Yes No

Company Name: Waffle8er, LLC

Address: 155 Balta Drive

City/State/Zip: Rochester, NY 14623

Tax ID No: 99-4181511

Contact Name: Michael Pinkowski

Title: President

Telephone: 716-982-4600

Email: mp@waffle8er.com

% of facility to be occupied by user/tenant 100%

E. Owners of User/Tenant Company (must total 100%)

If an LLC, LP or similar, all members/partners must be listed

| Name | % | Corporate Title |
|--|-----------|-----------------------|
| <u>Michael Pinkowski</u> | <u>51</u> | <u>President</u> |
| <u>William A. Dolan II / E. Jay Wegman</u> | <u>49</u> | <u>Vice-President</u> |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

F. Project Timeline

Proposed Date of Acquisition: 01/01/2025

Proposed Commencement Date of Construction: 01/01/2025

Anticipated Completion Date: 07/31/2025

G. Contractor(s)

TBD

II.PROJECT (cont'd)

H. DESCRIPTION OF THE PROJECT AND BACKGROUND ON USER(S) OF THE FACILITY

NAICS Code: **311812**_____

The Waffle8er project is a planned food manufacturing and cold storage facility at Elmridge Plaza in the Town of Greece, NY. This will add to the town's large food production sector, bolster the plaza, and strengthen the Ridge Road corridor, one of Monroe County's main locations for commerce.

The planned production facility of waffles and other frozen foods will provide 188 manufacturing jobs to the community with above average wages, averaging over \$50,000 per year. The goal is to bring 6 griddles to the plant by year 5, with an annual production capacity of over 840 million waffles.

Mike and his team bring decades of food manufacturing experience to this opportunity. Mike is the CEO of SatisPie, another local food manufacturer specializing in pre-baked pies that sells to customers such as Walmart, Wegmans and other big box retailers and distributors. Mike also has previous experience in waffle production specifically from his time operating a plant in Atlanta, Georgia.

This facility will not only add jobs, but will provide support to the existing retailers and restaurants in the plaza and the immediate area adding even more employment opportunities, and a positive tax revenue generation.

The building at Elmridge Plaza is approximately 133,000 square feet. Planned improvements for the facility include turing it from a dry storge warehouse to a food manufacturing plant with wash down walls, fire suppressants, ammonia driven cold storage, electrical upgrades, flooring, drainage, along with numerous other office and administrative improvements.

II. PROJECT (cont'd)

- I. Would the project be undertaken without financial assistance from the Agency? Yes No

Please explain why financial assistance is necessary.

Food manufacturing and cold storage have extremely high barriers to entry, mostly in the form of large capital expenditures. This particular project will require an investment close to \$30 million dollars over 5 years in the form of equipment and significant leasehold improvements in the building at 3780 West Ridge Road. Without financial assistance helping to keep costs down, the project is not financially feasible, which is why other states that have indicated their willingness to support this project are being considered.

Other states such as South Carolina and Tennessee have indicated their willingness to support this project in the form of incentives such as building a building and then gifting said building back to us over a short period.

- J. Are other facilities or related companies located within New York State?

Yes No

Location:

SatisPie, LLC 155 Balta Drive

Rochester, NY 14623

Will the Project result in the removal of an industrial or manufacturing 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, explain how the Agency's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Applicant or User's competitive position in its respective industry:

- K. State Environmental Quality Review (SEQR) Act Compliance

COMIDA, in granting assistance to the Applicant, is required to comply with the New York State Environmental Quality Review Act (SEQR).

Does the proposed project require discretionary permit, license or other type of approval by the state or local municipality?

YES - Include a copy of any SEQR documents related to this Project including Environmental Assessment Form, Final Determination, Local Municipality Negative Declaration, etc.

NO

III. PROPERTY TAX ABATEMENT/PAYMENT IN LIEU OF TAX AGREEMENT (PILOT)

Check One:

JOBSPLUS

Requirements:

- Applicant must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

LEASEPLUS

Requirements:

- University and/or medical related facilities in which a 501(c)3 entity leases from a for-profit entity.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

ENHANCED JOBSPLUS

Requirements:

- A minimum \$15 million investment **AND**
- A minimum of 100 new jobs

GREEN JOBSPLUS

Requirements:

- LEED® Certification – Project must be rated as Certified, Gold, Silver or Platinum by the United States Green Building Council's Leadership in Energy and Environmental Design (LEED®) Green Building Rating System.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

SHELTER RENT

For student housing or affordable housing projects.

Local Tax Jurisdiction Sponsored PILOT

NO PROPERTY TAX ABATEMENT IS SOUGHT FOR THIS PROJECT

IV. APPLICANT PROJECT COSTS

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipment of the project by the APPLICANT.

Building Construction or Renovation

- a. Materials a. \$ 2,067,500
- b. Labor b. \$ 2,067,500

Site Work

- c. Materials c. \$ _____
- d. Labor d. \$ _____
- e. Non-Manufacturing Equipment e. \$ _____
- f. Manufacturing Equipment f. \$ 3,851,354
- g. Equipment Furniture and Fixtures g. \$ 100,000
- h. Land and/or Building Purchase h. \$ _____
- i. Soft Costs (Legal, Architect, Engineering) i. \$ 75,000
- Other (specify) j. Contingency j. \$ 504,000
- k. _____ k. \$ _____
- l. _____ l. \$ _____
- m. _____ m. \$ _____

Total Project Costs \$ 8,665,354
(must equal Total Sources)

B. Sources of Funds for Project Costs:

- a. Tax-Exempt Industrial Revenue Bond a. \$ _____
- b. Taxable Industrial Revenue Bond b. \$ _____
- c. Bank Financing c. \$ 3,732,283
- d. Public Sources d. \$ _____

Identify each state and federal grant/credit

NYS ESD \$ 4,000,000

_____ \$ _____

_____ \$ _____

_____ \$ _____

- e. Equity \$ 933,071

TOTAL SOURCES \$ 8,665,354
(must equal Total Project Costs)

C. Has the applicant made any arrangements for the financing of this project

Yes No

If yes, please specify bank, underwriter, etc.
 Completion of financing is on pause until grants and
incentives are finalized.

V. COMPLETE FOR EACH USER/TENANT THAT IS SEEKING SALES TAX EXEMPTIONS USER(S)/TENANT(S) PROJECT COSTS

Use additional sheets as necessary

Company Name _____

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement, and/or equipping of the project by the user(s)/tenant(s) for which a sales tax exemption is requested.

Estimated Costs Eligible for Sales Tax Exemption Benefit

- a. Materials a. \$ _____
- b. Labor b. \$ _____
- c. Non-Manufacturing Equipment c. \$ _____
- d. Manufacturing Equipment d. \$ _____
- e. Furniture and Fixtures e. \$ _____
- Other (specify): f. _____ f. \$ _____
- g. _____ g. \$ _____
- h. _____ h. \$ _____
- i. _____ i. \$ _____

Total Project Costs \$ _____

Value of Incentives
Waffle8er, LLC

| A. IDA PILOT Benefits: | |
|---|-------------|
| Current Assessment | \$4,726,600 |
| Value of New Construction & Renovation Costs | \$2,067,500 |
| Estimated New Assessed Value Subject to IDA | \$6,794,100 |
| Current Taxes | \$183,061 |
| Current Taxes Escalator | 2% |
| PILOT Terms - Years | 13 |
| County Tax rate/\$1,000 | 7.31000 |
| Local Tax Rate* Tax Rate/\$1,000 | 6.89000 |
| School Tax Rate /\$1,000 | 24.53000 |
| Total Tax Rate | 38.73000 |
| B. Sales Tax Exemption Benefit: | |
| Estimated value of Sales Tax exemption: | \$173,400 |
| Estimated duration of ST exemption: | 12/31/2025 |
| C. Mortgage Recording Tax Exemption (MRTE) Benefit: | |
| Estimated Value of MRTE: | \$27,992 |
| D. Industrial Revenue Bond Benefit | |
| IRB inducement amount: | \$0 |
| E. Percentage of Project Costs financed from Public Sector sources: | |
| Total Value of Incentives: | \$2,278,746 |
| Project Construction Costs: | \$8,665,354 |
| | 26.30% |

PILOT Schedule

| PILOT Year | % Abatement | County PILOT Amount | Local PILOT Amount | School PILOT Amount | Total PILOT Amount | Full Tax Payment w/o PILOT*** | Net Exemption** |
|------------|--------------|---------------------|--------------------|---------------------|--------------------|-------------------------------|--------------------|
| | Total | \$337,012 | \$317,648 | \$1,130,902 | \$1,785,562 | \$3,862,916 | \$2,077,354 |
| 1 | 95% | \$2,483 | \$2,341 | \$8,333 | \$13,157 | \$263,135 | \$249,979 |
| 2 | 95% | \$2,533 | \$2,387 | \$8,500 | \$13,420 | \$268,398 | \$254,978 |
| 3 | 90% | \$5,167 | \$4,870 | \$17,339 | \$27,377 | \$273,766 | \$246,390 |
| 4 | 90% | \$5,270 | \$4,968 | \$17,686 | \$27,924 | \$279,241 | \$251,317 |
| 5 | 80% | \$10,752 | \$10,134 | \$36,079 | \$56,965 | \$284,826 | \$227,861 |
| 6 | 70% | \$16,450 | \$15,505 | \$55,202 | \$87,157 | \$290,523 | \$203,366 |
| 7 | 60% | \$22,372 | \$21,087 | \$75,074 | \$118,533 | \$296,333 | \$177,800 |
| 8 | 50% | \$28,525 | \$26,886 | \$95,720 | \$151,130 | \$302,260 | \$151,130 |
| 9 | 40% | \$34,914 | \$32,908 | \$117,161 | \$184,983 | \$308,305 | \$123,322 |
| 10 | 30% | \$41,548 | \$39,161 | \$139,421 | \$220,130 | \$314,471 | \$94,341 |
| 11 | 20% | \$48,433 | \$45,650 | \$162,525 | \$256,609 | \$320,761 | \$64,152 |
| 12 | 10% | \$55,577 | \$52,384 | \$186,498 | \$294,458 | \$327,176 | \$32,718 |
| 13 | 0% | \$62,987 | \$59,368 | \$211,364 | \$333,719 | \$333,719 | \$0 |
| - | | - | - | - | - | - | - |
| - | | - | - | - | - | - | - |

VII. PROJECTED EMPLOYMENT

Complete for each Applicant or User/Tenant

Company Name: Waffle8er

Applicant: or User/Tenant:

Applicant/Tenant creating jobs must submit most recent NYS-45 or equivalent.

| | Current # of jobs at proposed project location or to be relocated to project location | IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be RETAINED | IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be CREATED upon THREE Years after Project completion | Estimate number of residents of the Labor Market Area in which the Project is located that will fill the FTE and PTE jobs to be created upon THREE Years after Project Completion ** |
|-----------------|---|---|--|--|
| Full time (FTE) | 0 | n/a | 133 | 133 |
| Part Time (PTE) | 0 | n/a | (above) | (above) |
| Total | 0 | n/a | 133 | 133 |

** For purposes of this question, please estimate the number of FTE and PTE jobs that will be filled, as indicated in the third column, by residents of the Labor Marker Area, in the fourth column. The Labor Marker Area includes: Monroe County, Orleans County, Genesee County, Wyoming County, Livingston County, Ontario County, Wayne County, Yates County, and Seneca County chosen at the Agency's discretion.

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VIII. LOCAL LABOR

To be completed by all Applicants and Users/Tenants of Projects which include the construction of new, expanded or renovated facilities:

Company Name Waffle8er, LLC

Applicant: **and/or User/Tenant:**

The County of Monroe Industrial Development Agency (IDA) was established for the purpose of creating employment opportunities for, and to promote the general prosperity and economic welfare of the residents of Monroe County. The IDA offers economic incentives and benefits to qualified applicants who wish to locate or expand their businesses or facilities in Monroe County. When the IDA approves a project, it enters into agreements to extend these incentives and benefits to the applicant.

Construction jobs are vital to the overall employment opportunities and economic growth in Monroe County. The IDA believes that companies benefiting from its incentive programs should employ local laborers, mechanics, craft persons, journey workers, equipment operators, truck drivers and apprentices ("construction workers"), during the construction phase of projects.

mp **100% Local Labor**
Applicants receiving IDA benefits *must* ensure that the it and/or its contractor/developer hire *100% of its construction workers from the local labor market.*

mp **Local Labor Market**
For the purpose of this policy, the local labor market is defined as construction workers residing in the following counties in New York State: Monroe, Genesee, Livingston, Orleans, Ontario, Seneca, Steuben, Wayne, Wyoming and Yates.

mp **Bid Processing**
Local participation in qualified projects receiving IDA economic incentives and benefits is vital to the economic growth of Monroe County. As such, all applicants/contractors/developers of a qualified project with a minimum \$5,000,000 investment must place any and all invitations to bid in the Builders Exchange of Rochester Plan Room (<https://robex.com/planroom/>) two weeks before the bids are due.

mp **Monitoring**
A third-party auditing firm ("Project Monitor") will be engaged to monitor construction work commencing on the date benefits are granted by resolution of the IDA Board.

Once approved for IDA benefits, all applicants will be required to provide to the Project Monitor and the Exemption Processor (as hereinafter defined) the following information:

1. Contact information for the applicant's representative who will be responsible and accountable for providing information about the bidding and awarding of construction contracts relative to the applicant's project; and
2. Description of the nature of construction jobs created by the project, including in as much detail as possible, the number, type and duration of construction positions.

All Monroe County IDA projects are subject to local monitoring by the IDA and the Project Monitor. Proof of residency or copy of drivers' license shall be checked by the Project Monitor during the Project Monitor's periodic inspection of the project.

The Project Monitor shall issue a report to the IDA staff immediately when an applicant or applicant's contractor is not in compliance with this labor policy. IDA staff shall advise the IDA Board of non-compliance by email or at the next scheduled meeting. If a violation of policy has occurred, the Project Monitor shall notify the applicant and contractor of such non-compliance and give applicant a warning of violation and 72 hours in which to correct such violation. Upon evidence of continued non-compliance or additional violations, the IDA and/or the Project Monitor shall notify the applicant that the project is in violation of the Monroe County IDA Labor Policy and is subject to IDA Board action which may result in the revocation, termination and/or recapture of any or all benefits conferred by the IDA.

mp

Signage

The applicant/contractor/developer of an IDA approved project shall be required to maintain a sign, provided by the Project Monitor, on the project site at all times during construction. This sign shall be located in an area that is accessible to onsite workers and visitors, which should be clear and legible.

mp

Exemption Process

In some instances, use of 100% local labor may not be possible for any of the following reasons:

- o Warranty issues related to installation of specialized equipment whereby the manufacturer requires installation by only approved installers (a copy of the equipment warranty confirming the use of specific installers must be provided). The granting of an exemption for the use of non-local labor on warranty related grounds is expressly conditioned on either (i) said non-local sub-contractors being enrolled in a New York State certified apprenticeship program (proof of such enrollment shall be provided to the IDA upon request) or (ii) the hiring of an apprentice/apprentices or local construction laborer(s) to assist in the installation.
- o Specialized construction is required and no local contractors or local construction workers have the required skills, certifications or training to perform the work (proof of communication with local contractors, or details of the specialized construction must be provided);
- o Significant cost differentials in bids whereby use of local labor significantly increases the cost of the project. Three (3) bids are required and a cost differential of 25% is deemed significant. Where there is a significant cost differential, that if the local labor contractor agrees to reduce the bid to the average of the two bids, no waiver will be granted. However, if the average is still 25% or more, a waiver will be granted (copies of all bids/proposals received, including pricing, must be provided to confirm cost differential).
- o No local labor available for the project (if local bids were solicited with no response, please provide a copy of the bid, explain how it was advertised, and list who the bids were requested from).

The request to secure an exemption for the use of non-local labor must be received from the applicant on the exemption form provided by the IDA or the 3rd party exemption monitor (the "Exemption Processor") and received by the Exemption Process forty-five (45) days in advance of work commencing. The request will be reviewed by the Exemption Processor and forwarded to the IDA, at which time the IDA's Executive Director shall have the authority to approve or disapprove the exemption. The Exemption Processor shall report each authorized exemption to the Board of Directors at its monthly meeting.

The applicant has read the Labor Policy and agrees to adhere to it without changes and shall require its construction manager, general contractor and sub-contractors who are not exempt to acknowledge the same.

The foregoing terms have been read, reviewed and understood by the Applicant or User/Tenant and all appropriate personnel. Furthermore, the undersigned agrees and understands that the information contained herein must be transmitted and conveyed in a timely fashion to all applicable subcontractors, suppliers and materialman. Furthermore, the undersigned agrees to post and maintain a sign, provided by COMIDA, in a prominent, easily accessible location, identifying the project as a recipient of COMIDA assistance and the local labor requirements associated with this assistance.

Furthermore, the undersigned realizes that failure to abide by the terms herein could result in COMIDA revoking all or any portion of benefits it deems reasonable in its sole discretion for any violation hereof.

Waffle8er, LLC

(APPLICANT COMPANY)

michael pinkowski president 11/22/2024

 Signature , Title Date

Waffle8er, LLC

(TENANT COMPANY)

michael pinkowski president 11/22/2024

 Signature , Title Date

IX. FEES

| Transaction Type | Fees |
|--|---|
| Real Property Tax Abatement (PILOT Agreement) including Sales Tax Exemption* and/or partial Mortgage Recording Tax Exemption. | Application Fee: Non-refundable \$350.00 IDA Fee: 0.75% of the total project cost Legal Fee: 33% of the IDA fee. Minimum fee of \$4,000. |
| Sales Tax Exemption* and/or partial Mortgage Recording Tax Exemption | Application Fee: Non-refundable \$350.00 IDA Fee: 0.50% of the total project cost Legal Fee: 33% of the IDA fee. Minimum fee of \$4,000 if transaction includes mortgage recording tax exemption. Minimum fee of \$750 if transaction is sales tax exemption only. |
| Small Business Sales Tax Exemption (Non-retail projects with total project costs under \$500,000) | Application Fee: Non-refundable \$350.00 IDA Fee: Flat fee of \$750 (\$500 for certified M/WBE or certified service disabled Veterans) Legal Fee: Flat fee of \$750 |
| Bond: Taxable or Tax-Exempt Including any/all of the following: 1. PILOT Agreement 2. Sales Tax Exemption 3. Partial Mortgage Recording Tax Exemption | Application Fee: Non-refundable \$350.00 IDA Fee: 1.25% of the total project cost Legal Fee: 33% of the IDA fee. Designated Bond Counsel fee is based on the complexity and amount of the transaction. |
| Bond: Taxable or Tax-Exempt | Application Fee: Non-refundable \$350.00 IDA Fee: 1.00% of the total project cost Legal Fee: 33% of the IDA fee. Designated Bond Counsel fee is based on the complexity and amount of the transaction. |

*If the sales tax benefits are required prior to closing, a non-refundable twenty-five percent (25%) of the IDA fee and Legal fees are payable at that time. This amount will be applied towards the IDA fee and Legal fee.

Waffle8er, LLC

(APPLICANT COMPANY)

Michael Pinkowski president 11/21/2024
Signature , Title Date

Waffle8er, LLC

(TENANT COMPANY)

Michael Pinkowski President 11/21/2024
Signature , Title Date

X. CERTIFICATION

The undersigned company officer and/or user/tenant officer each hereby certifies, on behalf of the company and/or user/tenant, respectively (each singularly and together, the "Applicant"), as follows:

- A. The information contained in this Application, including employment information, is true and correct. The Applicant is aware that any material misrepresentation made in this Application constitutes an act of fraud, resulting in revocation of COMIDA benefits.
- B. The undersigned, on behalf of the Applicant, hereby certifies that the Applicant, and all parties which have ownership of the Applicant are current and will remain current on all real property, federal, state, sales, income and withholding taxes throughout the term of any agreements made in connection with this Application.
- C. Absence of Conflicts of Interest – The Applicant has received from the Agency a list of the members, officers and employees of the Agency. No member, officers or employees of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as herein described: _____
- D. Compliance with N.Y. GML Sec. 862(1): Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:
§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing 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, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
- E. Compliance with Applicable Laws: The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- F. False and Misleading Information: The Applicant confirms and acknowledges 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 exemption claimed by reason of the Agency's involvement the Project.
- G. Recapture: Should the Applicant not expend as projected or hire as presented, the Agency may view such information/status as failing to meet the established standards of economic performance. In such events, some or all of the benefits taken by the Applicant will be subject to recapture.
- H. Pay Equity: The Applicant and/or user/tenant officer certifies on behalf of the company and/or user/tenant (the Applicant) has not been the subject of an adverse finding under the equal pay laws within the previous five years, has disclosed any pending equal pay claims against the company at time of application, and shall disclose to COMIDA any pending claims or adverse findings under the equal pay laws during the term of COMIDA financial assistance agreement.
- I. Applicant hereby releases the COMIDA ("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 (A) the Agency's examination and processing of, and action pursuant to or upon, this Application, regardless of whether or not this Application or the Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (B) the Agency's acquisition, construction, renovation and/or equipping of the Project described herein; and (C) any further action taken by the Agency with respect to the Project; 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. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law, that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency in connection with the Project may be subject to recapture by the Agency under such terms and conditions as will be set forth in the Agent Agreement to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation, information regarding the amount of New York State and local sales and use tax exemption benefits, is true, accurate and complete.

APPLICANT COMPANY

Waffle8er, LLC

Michael Pinkowski President 11/22/2024
Signature, Title Date

TENANT COMPANY

Waffle8er, LLC

Michael Pinkowski President 11/22/2024
Signature, Title Date



TOWN OF GREECE

One Vince Tofany Boulevard • Greece, NY 14612

Tel: (585) 225-2000 • Fax (585) 723-2459

www.greecenyny.gov

William D. Reilich
Supervisor

November 20, 2024

Ana J. Liss, Executive Director
County of Monroe Industrial Development Agency
CityPlace, 50 West Main Street, Suite 1150
Rochester, New York 14614

RE: WD Elmridge LLC ("Applicant")
 Letter of Support for Proposed PILOT Agreement

Dear Ms. Liss:

The Town of Greece has received a request from the Applicant to support a Special Payment in Lieu of Taxes (PILOT) Agreement with the County of Monroe Industrial Development Agency ("COMIDA") for the proposed redevelopment of a portion of Elmridge Center by Applicant which is located on approximately 10.435 Acres of land situated at the business locations generally known as 3780 West Ridge, Greece, New York ("the Project").

The proposed project includes an investment of approximately \$9 million in the first year to renovate the commercial property and includes adaptive re-use of 130,000 square feet of floor space to accommodate a light industrial and manufacturing tenant which will create 133 full-time jobs by year 3 and approximately 188 by year 5. It is our understanding that local contractors and suppliers will be used for construction which also contributes to the local economy.

Please feel free to contact me should you have any questions. We look forward to working with you on this Project.

Sincerely,



William D. Reilich

Greece Town Supervisor

SCHEDULE A

"Total Tax Payment" shall be calculated as follows:

| TAX YEAR | COUNTY AND TOWN TAX YEAR | SCHOOL TAX YEAR | TOTAL TAX VALUATION |
|----------|--------------------------|-----------------|----------------------------|
| YEAR 1 | 2025 | 2025-2026 | FULLY ASSESSED VALUE X .5 |
| YEAR 2 | 2026 | 2026-2027 | FULLY ASSESSED VALUE X .5 |
| YEAR 3 | 2027 | 2027-2028 | FULLY ASSESSED VALUE X .10 |
| YEAR 4 | 2028 | 2028-2029 | FULLY ASSESSED VALUE X .10 |
| YEAR 5 | 2029 | 2029-2030 | FULLY ASSESSED VALUE X .20 |
| YEAR 6 | 2030 | 2030-2031 | FULLY ASSESSED VALUE X .30 |
| YEAR 7 | 2031 | 2031-2032 | FULLY ASSESSED VALUE X .40 |
| YEAR 8 | 2032 | 2032-2033 | FULLY ASSESSED VALUE X .50 |
| YEAR 9 | 2033 | 2033-2034 | FULLY ASSESSED VALUE X .60 |
| YEAR 10 | 2034 | 2034-2035 | FULLY ASSESSED VALUE X .70 |
| YEAR 11 | 2035 | 2035-2036 | FULLY ASSESSED VALUE X .80 |
| YEAR 12 | 2036 | 2036-2037 | FULLY ASSESSED VALUE X .90 |
| YEAR 13 | 2037 | 2037-2038 | FULL TAXES |

During the term of this PILOT Agreement, the total taxable valuation for each Total Tax Payment shall be calculated such that a graduated abatement factor (the "Abatement Factor") shall be applied to the fully assessed value. The abatement schedule shall allow for a 95% exemption from taxation for the fully assessed value in Year 1.

Once the Total Taxable Valuation is established using the Abatement Factor, the Total Tax Payment shall be determined by multiplying the Total Taxable Valuation by the respective tax rate for each Affected Taxing Jurisdiction (after application of any applicable equalization rate). After Year 12, the Facility shall be subject to full taxation by the Affected Taxing Jurisdictions.

Total Tax Valuation = Fully Assessed Value x Abatement Factor



APPLICATION SUMMARY

DATE: December 17, 2024

APPLICANT: 2851 Clover LLC
2851 Monroe Ave
Rochester, NY 14618

PROJECT LOCATION: 2851 Clover Street
Pittsford, NY 14543

PROJECT SUMMARY: 2851 Clover LLC, is proposing the construction of a new housing development in the Town of Pittsford designed around the desires of the Town for affordable workforce housing. The proposed development will include 122 one-bedroom, 42 two-bedroom, and 12 3-bedroom apartments with rents ranging from \$1,599-\$3,199 per month. This \$41 million project is projected to create 8 new FTEs over the next three years. 2851 Clover LLC is seeking approval of sales tax and mortgage recording tax exemptions. The benefit/incentive ratio is 17:1.

PROJECT AMOUNT: \$41,298,000
\$1,447,440 Sales Tax Exemption
\$285,000 Mortgage Recording Tax Exemption

| | | |
|------------------------|---|------|
| JOBS: EXISTING: | 0 | FTEs |
| NEW: | 8 | FTEs |

PUBLIC HEARING DATE: December 9, 2024

BENEFIT TO INCENTIVE RATIO: 17:1

SEQR: REVIEWED AND PROCESS IS COMPLETE.

ELIGIBILITY: NEW COMMERCIAL CONSTRUCTION WITH INCREASE TO THE TAX BASE

APPROVED PURPOSE: JOB CREATION

County of Monroe Industrial Development Agency

MRB Cost Benefit Calculator



Date: November 19, 2024
 Project Title: 2851 Clover LLC
 Project Location: 2851 Clover St, Rochester, NY 14534

Economic Impacts

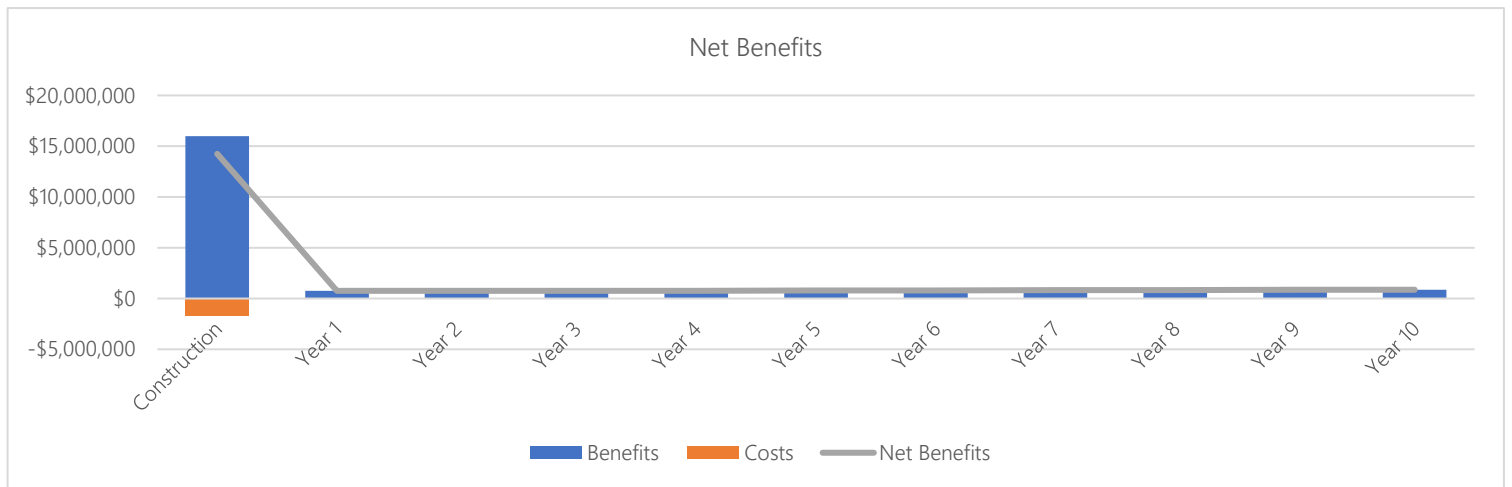
Summary of Economic Impacts over the Life of the PILOT

Project Total Investment
 \$41,298,000

| Temporary (Construction) | | | |
|--------------------------|--------------|-------------|--------------|
| | Direct | Indirect | Total |
| Jobs | 234 | 46 | 280 |
| Earnings | \$12,727,354 | \$2,363,095 | \$15,090,449 |
| Local Spend | \$33,038,400 | \$8,094,860 | \$41,133,260 |

| Ongoing (Operations) | | | |
|----------------------------------|-------------|-------------|-------------|
| Aggregate over life of the PILOT | | | |
| | Direct | Indirect | Total |
| Jobs | 8 | 5 | 13 |
| Earnings | \$5,079,825 | \$2,496,275 | \$7,576,100 |

Figure 1



Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.

Figure 2

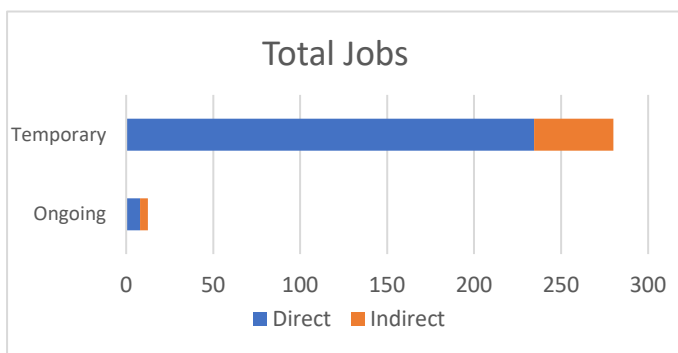
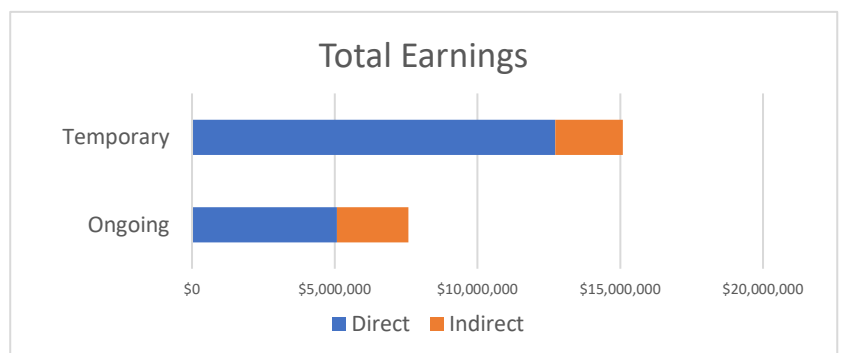


Figure 3



Fiscal Impacts



Cost-Benefit Analysis Tool powered by MRB Group

Estimated Costs of Exemptions

| | Nominal Value | Discounted Value* |
|--|--------------------|--------------------|
| Property Tax Exemption | \$0 | \$0 |
| Sales Tax Exemption | \$1,447,440 | \$1,447,440 |
| Local Sales Tax Exemption | \$723,720 | \$723,720 |
| State Sales Tax Exemption | \$723,720 | \$723,720 |
| Mortgage Recording Tax Exemption | \$285,000 | \$285,000 |
| Local Mortgage Recording Tax Exemption | \$95,000 | \$95,000 |
| State Mortgage Recording Tax Exemption | \$190,000 | \$190,000 |
| Total Costs | \$1,732,440 | \$1,732,440 |

State and Local Benefits

| | Nominal Value | Discounted Value* |
|---|---------------------|---------------------|
| Local Benefits | \$29,268,802 | \$27,799,516 |
| To Private Individuals | \$22,666,549 | \$21,877,059 |
| Temporary Payroll | \$15,090,449 | \$15,090,449 |
| Ongoing Payroll | \$7,576,100 | \$6,786,611 |
| Other Payments to Private Individuals | \$0 | \$0 |
| To the Public | \$6,602,253 | \$5,922,457 |
| Increase in Property Tax Revenue | \$6,443,587 | \$5,769,318 |
| Temporary Jobs - Sales Tax Revenue | \$105,633 | \$105,633 |
| Ongoing Jobs - Sales Tax Revenue | \$53,033 | \$47,506 |
| Other Local Municipal Revenue | \$0 | \$0 |
| State Benefits | \$1,178,661 | \$1,137,607 |
| To the Public | \$1,178,661 | \$1,137,607 |
| Temporary Income Tax Revenue | \$679,070 | \$679,070 |
| Ongoing Income Tax Revenue | \$340,925 | \$305,397 |
| Temporary Jobs - Sales Tax Revenue | \$105,633 | \$105,633 |
| Ongoing Jobs - Sales Tax Revenue | \$53,033 | \$47,506 |
| Total Benefits to State & Region | \$30,447,462 | \$28,937,123 |

Benefit to Cost Ratio

| | Benefit* | Cost* | Ratio |
|--------------------|---------------------|--------------------|-------------|
| Local | \$27,799,516 | \$818,720 | 34:1 |
| State | \$1,137,607 | \$913,720 | 1:1 |
| Grand Total | \$28,937,123 | \$1,732,440 | 17:1 |

*Discounted at 2%

Additional Comments from IDA

This is a good project.

Does the IDA believe that the project can be accomplished in a timely fashion? Yes

Motion By: _____
Seconded By: _____

RESOLUTION
(2851 Clover, LLC Project)
OSC Code 2602-24-028A

A regular meeting of the County of Monroe Industrial Development Agency (the "Agency"), was held at the Agency's Offices, 50 West Main Street, Rochester, New York 14614, on December 17, 2024 at 12:00 p.m.

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 (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON DECEMBER 9, 2024, WITH RESPECT TO A CERTAIN PROJECT (AS DEFINED BELOW) BEING UNDERTAKEN BY 2851 CLOVER, LLC, OR A RELATED ENTITY FORMED OR TO BE FORMED (COLLECTIVELY, THE "COMPANY"); (ii) MAKING A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA (AS DEFINED BELOW); (iii) APPOINTING THE COMPANY AS AGENT OF THE AGENCY; (iv) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF THE PROJECT AND (B) A PARTIAL MORTGAGE RECORDING TAX EXEMPTION; AND (v) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF A PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

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, **2851 CLOVER, LLC**, a New York limited liability company, for itself or a related entity formed or to be formed (collectively, the "Company") has requested that the Agency assist with a certain Project (the "Project"), consisting of: (A) the acquisition of a leasehold interest in a portion of an approximately 5.33-acre parcel of land located at 2851 Clover Street in the Town of Pittsford, New York 14534 and all other lands in the Town of Pittsford where, by license or easement or other agreement, the Company or its designees are making improvements that benefit the Project (the "Land"); (B)(i) the demolition of the existing approximately 44,722 square-foot vacant building thereon, and (ii) the construction in its place of an apartment living community to be known as Pittsford Oaks, consisting of approximately 175-units made up of one-, two- and three-bedroom apartments (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 Project is subject to the Agency's Housing Policy; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, pursuant to Section 859-a of the Act, on Monday, December 9, 2024, at 4:00 p.m., local time, in the Town Board Meeting Room (lower level) at the Pittsford Town Hall, 11 South Main Street, Pittsford, New York 14534, the Agency held a public hearing with respect to the Project and the proposed Financial Assistance (as defined below) being contemplated by the Agency, whereat interested parties were provided a reasonable opportunity, both orally and in writing, to present their views; and

WHEREAS, based upon comments received at the above-referenced public hearing, the Board may consider waiving the set-aside requirement from the Agency's Housing Policy; and

WHEREAS, it is contemplated that the Agency will (i) negotiate a project agreement (the "Project Agreement"), pursuant to which the Agency will appoint the Company as its agent for the purpose of undertaking the Project, (ii) negotiate and enter into a lease agreement (the "Lease Agreement") and leaseback agreement (the "Leaseback Agreement") with the Company and (iii) provide financial assistance (the "Financial Assistance") to the Company in the form of (a) a sales and use tax exemption for purchases and rentals related to the acquisition, construction and equipping of the Facility and (b) a partial mortgage recording tax exemption for financing relating to the Project; and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities which may arise in connection with the transactions contemplated by the lease of the Facility; and

WHEREAS, pursuant to the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto at 6 N.Y.C.R.R. Part 617, as amended (collectively referred to as "SEQRA"), the Agency must satisfy the applicable requirements set forth in SEQRA, as necessary, prior to making a final determination whether to undertake the Project; and

WHEREAS, the Town Board of the Town of Pittsford (the "Town Board"), as lead agency, conducted a review of the Project pursuant to the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and its implementing regulations at 6 N.Y.C.R.R. Part 617 (collectively referred to as "SEQRA"), which resulted in the issuance of a negative declaration by the Town Board, dated May 7, 2024 (the "Negative Declaration"), concluding the SEQRA process.

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

Section 1. The Company has presented an application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the application

and other correspondence submitted by the Company to the Agency, the Agency hereby finds and determines that:

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

(b) According to the Town of Pittsford Comprehensive Plan Update, adopted October 1, 2019, the Town of Pittsford has cited a need for incentives to developers to develop more affordable housing in the Town of Pittsford for residents aged 55 and over; and

(c) Such lack of housing has adversely affecting employers, businesses, retailers, banks, financial institutions, insurance companies, health and legal services providers and other merchants in the Town of Pittsford and otherwise adversely impacting the economic health and well-being of the residents of the Town of Pittsford and the tax base of the Town of Pittsford; and

(d) The Facility, by providing such housing options will enable persons remain in, or return to, the Town of Pittsford and thereby to support the businesses, retailers, banks, and other financial institutions, insurance companies, health care and legal services providers and other merchants in the Town of Pittsford which will increase the economic health and well-being of the residents of the Town of Pittsford, help preserve and increase permanent private sector jobs in the Town of Pittsford, all in furtherance of the Agency's public purposes as set forth in the Act, and therefore the Agency finds and determines that the Facility is a commercial project within the meaning of Section 854(4) of the Act; and

(e) The Facility will provide services, i.e., housing, which, but for the Facility, would not otherwise be reasonably accessible to the residents of the Town of Pittsford; and

(f) The Facility constitutes a "project", as such term is defined in the Act; and

(g) It is desirable and in the public interest for the Agency to appoint the Company as its agent for purposes of undertaking the Project; and

(h) The action to be taken by the Agency will induce the Company to undertake the Project, thereby increasing employment opportunities in Monroe County and otherwise furthering the purposes of the Agency as set forth in the Act; and

(i) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Company's application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably

necessary to preserve the competitive position of the Project occupants in their respective industries; and

(j) The Town Board has conducted a review of the Project pursuant to Article 8 of the Environmental Conservation Law and 6 N.Y.C.R.R. Part 617 (collectively referred to as "SEQRA"). In addition to classifying the Project as an "Unlisted Action" pursuant to SEQRA, the Town Board also issued a Negative Declaration on May 7, 2024, determining that the Project did not present a potential significant adverse environmental impact. The Agency, having reviewed the materials presented by the Company, further determines that the Project does not pose a potential significant adverse environmental impact and thus ratifies the Negative Declaration previously issued by the Town Board pursuant to 6 N.Y.C.R.R. § 617.7.

Section 2. The Agency hereby determines that the acquisition of a leasehold interest in and the construction, equipping, repair and maintenance of the Facility by the Agency and the lease or sublease of the Facility to the Company will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the County of Monroe and the people of the State of New York and improve their standard of living, thereby serving the public purposes of the Act and, therefore, the same is approved.

Section 3. As a result of comments received at the public hearing, the Agency hereby waives the set-aside requirement contained in the Agency's Housing Policy.

Section 4. The Agency hereby approves the cost/benefit report submitted by the Company listing the proposed cost/benefits of the Project.

Section 5. Subject to the Company executing the Project Agreement and the delivery to the Agency of a binder, certificate or other evidence of liability insurance policy for the Project satisfactory to the Agency, the Agency hereby authorizes the Company to proceed with the acquisition, construction and equipping of the Project and hereby appoints the Company as the true and lawful agent of the Agency to acquire, construct and equip the Facility, and such appointment includes the following activities as they relate to the construction, erection, completion, use, repair and maintenance of the Improvements and the purchase, use, lease, placement, installation, repair, maintenance and replacement of the Equipment, whether or not any materials or supplies described below are incorporated into or become an integral part of the Improvements or the Equipment: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with acquiring, constructing, equipping, repairing and maintaining the Facility, (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description in connection with acquiring, constructing, equipping, repairing and maintaining the Facility, and (iii) all purchases, leases, rentals and uses of equipment, machinery, and other tangible personal property (including installation costs with respect thereto), installed or placed in, upon or under the Improvements, Land or the Equipment, including all repairs, maintenance and replacement of all such property. Said agents are authorized to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agents for the Agency, and in general to do all things which may be requisite or proper for completing the Facility, all with the same powers and with the same validity as the Agency could do if acting on its own behalf. As agent of the Agency, the Company is authorized to delegate such agency, in whole or in part, to agents, subagents, contractors, subcontractors, contractors and subcontractors of such agents and subagents and to

such other parties as the Company chooses; provided, however, the Project Agreement shall expire on **December 31, 2027** (unless extended for good cause by the Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency) if the Lease Agreement and Leaseback Agreement contemplated have not been executed and delivered. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency are authorized and directed to execute and deliver to said agent an appropriate letter on Agency letterhead describing the authority granted under this resolution.

Section 6. Based upon the representation and warranties made by the Company in its application for financial assistance, the Agency hereby authorizes and approves (i) the Company as its agent, 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 in an amount up to **\$18,093,000** which results in New York State and local sales and use tax exemption benefits ("sales and use tax exemption benefits") not to exceed **\$1,447,440**. The Agency agrees to consider any requests by the Company for 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 and (ii) a mortgage (or mortgages), in connection with the financing of the Facility or portions thereof and including any refinancing thereof, securing an aggregate principal amount not to exceed **\$38,000,000**, resulting in a mortgage tax exemption not to exceed **\$285,000**.

Section 7. Pursuant to Section 875(3) of the New York General Municipal Law, the Agency may recover or recapture from the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, any sales and use tax exemption benefits taken or purported to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, is not entitled to the sales and use tax exemption benefits; (ii) the sales and use tax exemption benefits are in excess of the amounts authorized to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project; (iii) the sales and use tax exemption benefits are for property or services not authorized by the Agency as part of the Project; or (iv) the sales and use tax exemption benefits are taken in cases where the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project. As a condition precedent of receiving sales and use tax exemption benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, shall (i) cooperate with the Agency in its efforts to recover or recapture any sales and use tax exemption benefits, and (ii) promptly pay over any such amounts to the Agency that the Agency demands.

Section 8. The form and substance of the Lease Agreement and the Leaseback Agreement (each in substantially the forms presented to the Agency and which, prior to the execution and delivery thereof, may be redated) are hereby approved.

Section 9. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency are hereby authorized, on behalf of the Agency, to negotiate and execute (A) the Lease Agreement whereby the Company leases the Project to the Agency, (B) the related

Leaseback Agreement conveying the Project back to the Company; provided, that, the rental payments under the Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project.

Section 10. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver any mortgage, assignment of leases and rents, security agreement, UCC-1 Financing Statements and all documents reasonably contemplated by these resolutions or required by any lender identified by the Company (the "Lender") up to a maximum principal amount necessary to undertake the Project, acquire the Facility and/or finance or refinance equipment and other personal property and related transactional costs (hereinafter, with the Lease Agreement and Leaseback Agreement are collectively referred to as, the "Agency Documents"); and, where appropriate, the Secretary or Assistant Secretary of the Agency is hereby authorized to affix the seal of the Agency (if any) to the Agency Documents and to attest the same, all with such changes, variations, omissions and insertions as the Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency shall approve, the execution thereof by the Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency to constitute conclusive evidence of such approval; provided in all events recourse against the Agency is limited to the Agency's interest in the Project.

Section 11. The Executive Director, Deputy 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, Deputy 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 12. This resolution shall take effect immediately.

[Remainder of Page Intentionally Left Blank]

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

| | <i><u>Yea</u></i> | <i><u>Nay</u></i> | <i><u>Absent</u></i> | <i><u>Abstain</u></i> |
|-----------------|-------------------|-------------------|----------------------|-----------------------|
| | | | | |
| Lisa Bolzner | | | | |
| Rhett King | | | | |
| Norman Jones | | | | |
| Truman Tolefree | | | | |
| 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 December 17, 2024, 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 17th day of December 2024.

Ana J. Liss, Executive Director



APPLICATION FOR ASSISTANCE

Each applicant seeking assistance must complete this application and provide required supplemental forms/documentation.

Please answer all questions. Use "None" or "Not Applicable" where necessary. Information in this application may be subject to public review under New York State Law, except for information that is considered deniable by the Freedom of Information Law. This form is available at www.monroecountybusiness.org/application.

Please send completed application via email to EconomicDevelopment@monroecounty.gov. A **non-refundable** application fee of \$350.00 is required. Please see page 12 for additional information on costs and fees.

I. APPLICANT

A. Applicant Information

Name: 2851 Clover LLC
 Address: 2851 Monroe Ave
 City/State/Zip: Rochester, NY 14618
 Tax Id No.: 163.02-1-24.111
 Contact Name: Anthony Daniele
 Title: member
 Telephone: 585-943-4055
 E-Mail: AJD@DanieleFamily.com

B. Applicant's Legal Counsel

Name: Jerry Goldman
 Firm: Woods Oviatt Gilman LLP
 Address: 1900 Bausch and Lomb Place
 City/State/Zip: Rochester, NY 14618
 Telephone: 585-987-2800
 Email: jgoldman@woodsoviatt.com

C. Owners of Applicant Company (must total 100%). If an LLC, LP or similar, all members/partners must be listed

| Name | % | % | Corporate Title |
|------------------------|-----------|---|-----------------|
| <u>Anthony Daniele</u> | <u>50</u> | % | <u>member</u> |
| <u>Danny Daniele</u> | <u>50</u> | % | <u>member</u> |
| <u> </u> | <u> </u> | % | <u> </u> |
| <u> </u> | <u> </u> | % | <u> </u> |
| <u> </u> | <u> </u> | % | <u> </u> |
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| <u> </u> | <u> </u> | % | <u> </u> |
| <u> </u> | <u> </u> | % | <u> </u> |

II. PROJECT

A. Address of proposed project facility

Address: 2851 Clover Street

Tax Map Parcel Number: 163.02-1-24.111

City/Town/Village: Town of Pittsford

School District: Pittsford

Zip: 14534

Current Legal Owner of Property:

2851 Clover LLC

B. Benefits Requested (Check all that apply)

- Sales Tax Exemption
- Mortgage Recording Tax Exemption
- Real Property Tax Abatement
- Industrial Revenue Bond Financing

C. Description of project (check all that apply)

- New Construction
- Existing Facility
 - Acquisition
 - Expansion
- Renovation/Modernization
- Acquisition of machinery/equipment
- Other (specify) Tear down & redevelopment

D. Proposed User(s)/Tenant(s) of the Facility

If there are multiple Users/Tenants, please attach additional pages.

Are the user and owner related entities? Yes No

Company Name: _____

Address: _____

City/State/Zip: _____

Tax ID No: _____

Contact Name: _____

Title: _____

Telephone: _____

Email: _____

% of facility to be occupied by user/tenant _____

E. Owners of User/Tenant Company (must total 100%)

If an LLC, LP or similar, all members/partners must be listed

| Name | % | Corporate Title |
|-------|---|-----------------|
| _____ | % | _____ |
| _____ | % | _____ |
| _____ | % | _____ |
| _____ | % | _____ |

F. Project Timeline

Proposed Date of Acquisition: December 2023

Proposed Commencement Date of Construction: Dec 2024

Anticipated Completion Date: January 2027

G. Contractor(s)

Christa Construction (Rochester NY)

II. PROJECT (cont'd)

H. **Would the project be undertaken without financial assistance from the Agency?** Yes No

Please explain why financial assistance is necessary.

Members of the town board of Pittsford approved this new development contain to accommodate local individuals and families with occupations including current and retired teachers, firefighters, public services, hospitality services, and other similar workforce careers. Without agency support this development can not financially exist.

Financial Assistance is necessary to cover the expanded costs and expenses now required to provide affordable/workforce housing to young professionals and families wishing to live in Pittsford.

The redevelopment of this dilapidated old development, which has remained a vacant eyesore for now almost 10 years, has recently been found to contain asbestos. The asbestos abatement contamination has significantly increased the project cost due to increased remediation and demolition required to redevelop into a safe NY code compliant housing community.

Construction and Labor Costs have risen approximately 25-35% in less than 3.5 years. A Sales Tax and Mortgage tax agreement is a requirement of financing in order to make this project cash flow positive and financing is not possible without Agency support.

Without agency support to cover the increased costs, this project will not move forward.

I. **Are other facilities or related companies located within New York State?**

Yes No

Location:

Bellagio Apartments

1384 Empire Blvd, Rochester NY 14618

Will the Project result in the removal of an industrial or manufacturing 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, explain how the Agency's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Applicant or User's competitive position in its respective industry:

J. **State Environmental Quality Review (SEQR) Act Compliance**

COMIDA, in granting assistance to the Applicant, is required to comply with the New York State Environmental Quality Review Act (SEQR).

Does the proposed project require discretionary permit, license or other type of approval by the state or local municipality?

YES - Include a copy of any SEQR documents related to this Project including Environmental Assessment Form, Final Determination, Local Municipality Negative Declaration, etc.

NO

II. PROJECT (cont'd)

K. DESCRIPTION OF THE PROJECT AND BACKGROUND ON USER(S) OF THE FACILITY

NAICS Code: 531110

Pittsford Oaks is a new locally developed 175 unit apartment living community concept. Pittsford Oaks was designed around the desires of the town of Pittsford to allow for the first affordable workforce housing in Pittsford designed specifically to include housing options for local individuals and families with affordable local occupations including teachers, firefighters, hospitality services, etc.

This property was purchased by a senior living entity approximately five years ago with the intent of constructing senior living options. After two years of due diligence and significant capital expenditures including permit ready design and development construction documents (including final SEQR and town approvals to construct) the entity soon realized after receiving final construction bid quotes that the financial proformas would not allow for an un-subsidized new construction development of any kind given the significantly increased costs of labor, materials, and interest rates post COVID. The previous developer walked away from the project after spending hundreds of thousands of dollars in due diligence and pre-development soft costs. The project was abandoned for almost 3 years, and the new current developer (This Applicant) took over in hopes of finding a path to the finish line while incorporating the wishes of the town board of Pittsford to incorporate affordable housing.

This new development plan received Zoning and SEQR approvals in May of this year (2024). The current developer is a long time Pittsford community resident family who has developed multiple properties in the Rochester area including a recent 98 unit apartment development (The Bellagio, Penfield, NY)

The new development will consist of approximately 175 units broken out as approximately 122 one-bedroom units with average rental rates of \$1,599 per month, 42 two-bedroom units with average rental rates of \$2,369 per month, and 12 three-bedroom units with average rental rates of \$3,199 per month.

Per COMIDA's current housing policy, 20% (35) of the units will be set aside as affordable for those earning 80% of the area median income at rents of \$1,350-\$2,096. These units will be a representative cross section of all unity.

Twelve new permanent job positions will be created. Four full-time jobs will consist of one General Manager, one Leasing Manager, one Facilities Manager, and one Facilities Coordinator. Eight-part time jobs will consist of four house cleaning associates responsible for maintaining the interior building and units in a clean and sanitary environment including mopping, sweeping, vacuuming, general house cleaning, indoor plant maintenance, elevator cleaning, unit change-over cleaning/sanitizing, and unit pre-leasing inspections and cleaning. Four additional part-time jobs will include two facilities maintenance crews along with two outdoor facilities maintenance crews all focusing on snow removal, salt spreading, lawn care, lawn mowing, plant care, plant trimming, external paint and wall maintenance, general maintenance activities, minor plumbing repairs, inventory of general provisions, garage cleanliness and maintenance, dog clean up, and patio/public areas clean up and maintenance.

[SEE "Exhibit A" FOR CURRENT CONDITIONS AND DEVELOPMENT RENDERINGS.]

III. PROPERTY TAX ABATEMENT/PAYMENT IN LIEU OF TAX AGREEMENT (PILOT)

Check One:

JOBSPLUS

Requirements:

- Applicant must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is 1

LEASEPLUS

Requirements:

- University and/or medical related facilities in which a 501(c)3 entity leases from a for-profit entity.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is .

ENHANCED JOBSPLUS

Requirements:

- A minimum \$15 million investment **AND**
- A minimum of 100 new jobs

GREEN JOBSPLUS

Requirements:

- LEED® Certification – Project must be rated as Certified, Gold, Silver or Platinum by the United States Green Building Council's Leadership in Energy and Environmental Design (LEED®) Green Building Rating System.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is

SHELTER RENT

For student housing or affordable housing projects.

Local Tax Jurisdiction Sponsored PILOT

NO PROPERTY TAX ABATEMENT IS SOUGHT FOR THIS PROJECT

IV. APPLICANT PROJECT COSTS

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipment of the project by the APPLICANT

Building Construction or Renovation

- a. Materials a. \$ 12,610,000
- b. Labor b. \$ 10,750,000

Site Work

- c. Materials c. \$ 2,510,000
- d. Labor d. \$ 3,625,000
- e. Non-Manufacturing Equipment e. \$ _____
- f. Manufacturing Equipment f. \$ _____
- g. Equipment Furniture and Fixtures g. \$ 2,973,000
- h. Land and/or Building Purchase h. \$ 3,930,000
- i. Soft Costs (Legal, Architect, Engineering) i. \$ 4,900,000
- Other (specify) j. _____ j. \$ _____
- k. _____ k. \$ _____
- l. _____ l. \$ _____
- m. _____ m. \$ _____

Total Project Costs (must equal Total Sources) \$ 41,298,000

B. Sources of Funds for Project Costs:

- a. Tax-Exempt Industrial Revenue Bond a. \$ _____
- b. Taxable Industrial Revenue Bond b. \$ _____
- c. Bank Financing c. \$ 38,000,000
- d. Public Sources d. \$ _____

Identify each state and federal grant/credit

_____ \$ _____
 _____ \$ _____
 _____ \$ _____
 _____ \$ _____

- e. Equity e. \$ 3,298,000

TOTAL SOURCES (must equal Total Project Costs) \$ 41,298,000

C. Has the applicant made any arrangements for the financing of this project

Yes No

If yes, please specify bank, underwriter, etc.

Local community bank
 -Canandaigua National Bank

V. COMPLETE FOR EACH USER/TENANT THAT IS SEEKING SALES TAX EXEMPTIONS USER(S)/TENANT(S) PROJECT COSTS

Use additional sheets as necessary

Company Name _____

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement, and/or equipping of the project by the user(s)/tenant(s) for which a sales tax exemption is requested.

Estimated Costs Eligible for Sales Tax Exemption Benefit

- a. Materials a. \$ _____
- b. Labor b. \$ _____
- c. Non-Manufacturing Equipment c. \$ _____
- d. Manufacturing Equipment d. \$ _____
- e. Furniture and Fixtures e. \$ _____
- Other (specify) f. _____ f. \$ _____
- g. _____ g. \$ _____
- h. _____ h. \$ _____
- i. _____ i. \$ _____

Total Project Costs \$ _____ 0



Value of Incentives
2851 Clover LLC

| | |
|--|--------------|
| A. IDA PILOT Benefits: | |
| Current Assessment | \$2,638,500 |
| Value of New Construction & Renovation Costs | \$15,120,000 |
| Estimated New Assessed Value Subject to IDA | \$17,758,500 |
| Current Taxes | \$102,690 |
| Current Taxes Escalator | 2% |
| PILOT Terms - Years | 10 |
| County Tax rate/\$1,000 | 8.08000 |
| Local Tax Rate* Tax Rate/\$1,000 | 3.60000 |
| School Tax Rate /\$1,000 | 27.24000 |
| Total Tax Rate | 38.92000 |
| B. Sales Tax Exemption Benefit: | |
| Estimated value of Sales Tax exemption: | \$1,447,440 |
| Estimated duration of ST exemption: | 12/31/2026 |
| C. Mortgage Recording Tax Exemption (MRTE) Benefit: | |
| Estimated Value of MRTE: | \$285,000 |
| D. Industrial Revenue Bond Benefit | |
| IRB inducement amount: | \$0 |
| E. Percentage of Project Costs financed from Public Sector sources: | |
| Total Value of Incentives: | \$1,732,440 |
| Project Construction Costs: | \$41,298,000 |
| | 4.19% |

PILOT Schedule

| PILOT Year | % Abatement | County PILOT Amount | Local PILOT Amount | School PILOT Amount | Total PILOT Amount | Full Tax Payment w/o PILOT*** | Net Exemption** |
|------------|--------------|---------------------|--------------------|---------------------|--------------------|-------------------------------|-----------------|
| | Total | \$1,337,723 | \$596,015 | \$4,509,848 | \$6,443,587 | \$6,443,587 | \$0 |
| 1 | 0% | \$122,170 | \$54,432 | \$411,869 | \$588,470 | \$588,470 | \$0 |
| 2 | 0% | \$124,613 | \$55,521 | \$420,106 | \$600,240 | \$600,240 | \$0 |
| 3 | 0% | \$127,105 | \$56,631 | \$428,508 | \$612,245 | \$612,245 | \$0 |
| 4 | 0% | \$129,647 | \$57,764 | \$437,078 | \$624,489 | \$624,489 | \$0 |
| 5 | 0% | \$132,240 | \$58,919 | \$445,820 | \$636,979 | \$636,979 | \$0 |
| 6 | 0% | \$134,885 | \$60,097 | \$454,736 | \$649,719 | \$649,719 | \$0 |
| 7 | 0% | \$137,583 | \$61,299 | \$463,831 | \$662,713 | \$662,713 | \$0 |
| 8 | 0% | \$140,334 | \$62,525 | \$473,108 | \$675,968 | \$675,968 | \$0 |
| 9 | 0% | \$143,141 | \$63,776 | \$482,570 | \$689,487 | \$689,487 | \$0 |
| 10 | 0% | \$146,004 | \$65,051 | \$492,221 | \$703,277 | \$703,277 | \$0 |
| - | | - | - | - | - | - | - |
| - | | - | - | - | - | - | - |

VII. PROJECTED EMPLOYMENT

Complete for each Applicant or User/Tenant

Company Name: 2851 Clover, LLC

Applicant: or User/Tenant:

Applicant/Tenant creating jobs must submit most recent NYS-45 or equivalent.

| | Current # of jobs at proposed project location or to be relocated to project location | IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be RETAINED | IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be CREATED upon THREE Years after Project completion | Estimate number of residents of the Labor Market Area in which the Project is located that will fill the FTE and PTE jobs to be created upon THREE Years after Project Completion ** |
|-----------------|---|---|--|--|
| Full time (FTE) | 0 | 0 | 4 | 4 |
| Part Time (PTE) | 0 | 0 | 8 | 8 |
| Total | 0 | 0 | 8 | 8 |

** For purposes of this question, please estimate the number of FTE and PTE jobs that will be filled, as indicated in the third column, by residents of the Labor Marker Area, in the fourth column. The Labor Marker Area includes: Monroe County, Orleans County, Genesee County, Wyoming County, Livingston County, Ontario County, Wayne County, Yates County, and Seneca County chosen at the Agency's discretion.

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VIII. LOCAL LABOR

To be completed by all Applicants and Users/Tenants of Projects which include the construction of new, expanded or renovated facilities:

Company Name 2851 CLOVER, LLC

Applicant: and/or User/Tenant:

The County of Monroe Industrial Development Agency (IDA) was established for the purpose of creating employment opportunities for, and to promote the general prosperity and economic welfare of the residents of Monroe County. The IDA offers economic incentives and benefits to qualified applicants who wish to locate or expand their businesses or facilities in Monroe County. When the IDA approves a project, it enters into agreements to extend these incentives and benefits to the applicant.

Construction jobs are vital to the overall employment opportunities and economic growth in Monroe County. The IDA believes that companies benefiting from its incentive programs should employ local laborers, mechanics, craft persons, journey workers, equipment operators, truck drivers and apprentices ("construction workers"), during the construction phase of projects.

AD
Initial **100% Local Labor**
Applicants receiving IDA benefits **must** ensure that the it and/or its contractor/developer hire **100% of its construction workers from the local labor market.**

AD
Initial **Local Labor Market**
For the purpose of this policy, the local labor market is defined as construction workers residing in the following counties in New York State: Monroe, Genesee, Livingston, Orleans, Ontario, Seneca, Steuben, Wayne, Wyoming and Yates.

AD
Initial **Bid Processing**
Local participation in qualified projects receiving IDA economic incentives and benefits is vital to the economic growth of Monroe County. As such, all applicants/contractors/developers of a qualified project with a minimum \$5,000,000 investment must place any and all invitations to bid in the Builders Exchange of Rochester Plan Room (<https://robex.com/planroom/>) two weeks before the bids are due.

AD
Initial **Monitoring**
A third-party auditing firm ("Project Monitor") will be engaged to monitor construction work commencing on the date benefits are granted by resolution of the IDA Board.

Once approved for IDA benefits, all applicants will be required to provide to the Project Monitor and the Exemption Processor (as hereinafter defined) the following information:

1. Contact information for the applicant's representative who will be responsible and accountable for providing information about the bidding and awarding of construction contracts relative to the applicant's project; and
2. Description of the nature of construction jobs created by the project, including in as much detail as possible, the number, type and duration of construction positions.

All Monroe County IDA projects are subject to local monitoring by the IDA and the Project Monitor. Proof of residency or copy of drivers' license shall be checked by the Project Monitor during the Project Monitor's periodic inspection of the project.

The Project Monitor shall issue a report to the IDA staff immediately when an applicant or applicant's contractor is not in compliance with this labor policy. IDA staff shall advise the IDA Board of non-compliance by email or at the next scheduled meeting. If a violation of policy has occurred, the Project Monitor shall notify the applicant and contractor of such non-compliance and give applicant a warning of violation and 72 hours in which to correct such violation. Upon evidence of continued non-compliance or additional violations, the IDA and/or the Project Monitor shall notify the applicant that the project is in violation of the Monroe County IDA Labor Policy and is subject to IDA Board action which may result in the revocation, termination and/or recapture of any or all benefits conferred by the IDA.

AD

Signage

Initial

The applicant/contractor/developer of an IDA approved project shall be required to maintain a sign, provided by the Project Monitor, on the project site at all times during construction. This sign shall be located in an area that is accessible to onsite workers and visitors, which should be clear and legible.

AD

Exemption Process

Initial

In some instances, use of 100% local labor may not be possible for any of the following reasons:

- o Warranty issues related to installation of specialized equipment whereby the manufacturer requires installation by only approved installers (a copy of the equipment warranty confirming the use of specific installers must be provided). The granting of an exemption for the use of non-local labor on warranty related grounds is expressly conditioned on either (i) said non-local sub-contractors being enrolled in a New York State certified apprenticeship program (proof of such enrollment shall be provided to the IDA upon request) or (ii) the hiring of an apprentice/apprentices or local construction laborer(s) to assist in the installation.
- o Specialized construction is required and no local contractors or local construction workers have the required skills, certifications or training to perform the work (proof of communication with local contractors, or details of the specialized construction must be provided);
- o Significant cost differentials in bids whereby use of local labor significantly increases the cost of the project. Three (3) bids are required and a cost differential of 25% is deemed significant. Where there is a significant cost differential, that if the local labor contractor agrees to reduce the bid to the average of the two bids, no waiver will be granted. However, if the average is still 25% or more, a waiver will be granted (copies of all bids/proposals received, including pricing, must be provided to confirm cost differential).
- o No local labor available for the project (if local bids were solicited with no response, please provide a copy of the bid, explain how it was advertised, and list who the bids were requested from).

The request to secure an exemption for the use of non-local labor must be received from the applicant on the exemption form provided by the IDA or the 3rd party exemption monitor (the "Exemption Processor") and received by the Exemption Process forty-five (45) days in advance of work commencing. The request will be reviewed by the Exemption Processor and forwarded to the IDA, at which time the IDA's Executive Director shall have the authority to approve or disapprove the exemption. The Exemption Processor shall report each authorized exemption to the Board of Directors at its monthly meeting.

The applicant has read the Labor Policy and agrees to adhere to it without changes and shall require its construction manager, general contractor and sub-contractors who are not exempt to acknowledge the same.

The foregoing terms have been read, reviewed and understood by the Applicant or User/Tenant and all appropriate personnel. Furthermore, the undersigned agrees and understands that the information contained herein must be transmitted and conveyed in a timely fashion to all applicable subcontractors, suppliers and materialman. Furthermore, the undersigned agrees to post and maintain a sign, provided by COMIDA, in a prominent, easily accessible location, identifying the project as a recipient of COMIDA assistance and the local labor requirements associated with this assistance.

Furthermore, the undersigned realizes that failure to abide by the terms herein could result in COMIDA revoking all or any portion of benefits it deems reasonable in its sole discretion for any violation hereof.

2851 CLOVER, LLC

 (APPLICANT COMPANY)
 member

 Signature Title Date
 Member 11/2025

 (TENANT COMPANY)

 Signature , Title Date

IX. FEES

| Transaction Type | Fees |
|---|--|
| Lease/Leaseback including any/all of the following: 1. PILOT Agreement 2. Sales and Tax Exemption* 3. Mortgage Tax Exemption | Application Fee: Non-refundable \$350.00 IDA Fee: 0.75% of the total project cost Legal Fee: 0.33% of the IDA fee. Minimum fee of \$4,000. |
| Sales Tax Exemption* and/or Mortgage Recording Tax Exemption | Application Fee: Non-refundable \$350.00 IDA Fee: 0.50% of the total project cost Legal Fee: 0.33% of the IDA fee. Minimum fee of \$4,000 if transaction includes mortgage recording tax exemption. Minimum fee of \$750 if transaction is sales tax exemption only. |
| Bond: Taxable or Tax-Exempt with Lease/Leaseback Including any/all of the following: 1. PILOT Agreement 2. Sales Tax Exemption* 3. Mortgage Tax Exemption | Application fee: Non-refundable \$350 IDA Fee: 1.25% of the total project cost Legal Fee: 0.33% of IDA fee Designated Bond Counsel fee is based on the complexity and amount of the transaction |
| Bond: Taxable or Tax-Exempt | Application fee: Non-refundable \$350 IDA Fee: 1.00% of the total project cost Legal fee: 0.33% of the IDA fee Designated Bond Counsel fee is based on the complexity and amount of the transaction. |

*If the sales tax benefits are required prior to closing, a non-refundable twenty-five percent (25%) of the IDA fee and Legal fees are payable at that time. This amount will be applied towards the IDA fee and Legal fee.

2851 CLOVER, LLC

 (APPLICANT COMPANY)
 member

 Signature Title Date
 Member 11/24

 (TENANT COMPANY)

 Signature , Title Date

X. CERTIFICATION

The undersigned company officer and/or user/tenant officer each hereby certifies, on behalf of the company and/or user/tenant, respectively (each singularly and together, the "Applicant"), as follows:

- A. The information contained in this Application, including employment information, is true and correct. The Applicant is aware that any material misrepresentation made in this Application constitutes an act of fraud, resulting in revocation of COMIDA benefits.
- B. The undersigned, on behalf of the Applicant, hereby certifies that the Applicant, and all parties which have ownership of the Applicant are current and will remain current on all real property, federal, state, sales, income and withholding taxes throughout the term of any agreements made in connection with this Application.
- C. Compliance with N.Y. GML Sec. 862(1): Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:
 § 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing 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, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
- D. Compliance with Applicable Laws: The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- E. False and Misleading Information: The Applicant confirms and acknowledges 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 exemption claimed by reason of the Agency's involvement the Project.
- F. Recapture: Should the Applicant not expend as projected or hire as presented, the Agency may view such information/status as failing to meet the established standards of economic performance. In such events, some or all of the benefits taken by the Applicant will be subject to recapture.
- G. Pay Equity: The Applicant and/or user/tenant officer certifies on behalf of the company and/or user/tenant (the Applicant) has not been the subject of an adverse finding under the equal pay laws within the previous five years, has disclosed any pending equal pay claims against the company at time of application, and shall disclose to COMIDA any pending claims or adverse findings under the equal pay laws during the term of COMIDA financial assistance agreement.
- H. Applicant hereby releases the COMIDA ("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 (A) the Agency's examination and processing of, and action pursuant to or upon, this Application, regardless of whether or not this Application or the Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (B) the Agency's acquisition, construction, renovation and/or equipping of the Project described herein; and (C) any further action taken by the Agency with respect to the Project; 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. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law, that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency in connection with the Project may be subject to recapture by the Agency under such terms and conditions as will be set forth in the Agent Agreement to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation, information regarding the amount of New York State and local sales and use tax exemption benefits, is true, accurate and complete.

APPLICANT COMPANY

2851 CLOVER, LLC

[Handwritten Signature]

 member

 Signature, Title, Date
[Handwritten: member 11/24]

TENANT COMPANY

 Signature, Title, Date

EXHIBIT A













2 EAST ELEVATION



1 SOUTH ELEVATION

FINISH LEGEND

| | | | |
|---|---|---|---------------------------------|
|  | STONE VENEER: BRIGHTON LEDGESTONE |  | SIDING COLOR 1: CHAMPAGNE |
|  | ASPHALT SHINGLES: CHARCOAL BLACK |  | SIDING COLOR 2: GRANITE GRAY |
|  | TRIM COLOR: WHITE |  | SIDING COLOR 3: CARBON |



2 WEST ELEVATION



1 NORTH ELEVATION

FINISH LEGEND

| | | | |
|---|---|---|---------------------------------|
|  | STONE VENEER: BRIGHTON LEDGESTONE |  | SIDING COLOR 1: CHAMPAGNE |
|  | ASPHALT SHINGLES: CHARCOAL BLACK |  | SIDING COLOR 2: GRANITE GRAY |
|  | TRIM COLOR: WHITE |  | SIDING COLOR 3: CARBON |

Full Environmental Assessment Form
Part 1 - Project and Setting

Instructions for Completing Part 1

Part 1 is to be completed by the applicant or project sponsor. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification.

Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information; indicate whether missing information does not exist, or is not reasonably available to the sponsor; and, when possible, generally describe work or studies which would be necessary to update or fully develop that information.

Applicants/sponsors must complete all items in Sections A & B. In Sections C, D & E, most items contain an initial question that must be answered either “Yes” or “No”. If the answer to the initial question is “Yes”, complete the sub-questions that follow. If the answer to the initial question is “No”, proceed to the next question. Section F allows the project sponsor to identify and attach any additional information. Section G requires the name and signature of the project sponsor to verify that the information contained in Part 1 is accurate and complete.

A. Project and Sponsor Information.

| | | |
|---|--------|------------|
| Name of Action or Project: | | |
| Project Location (describe, and attach a general location map): | | |
| Brief Description of Proposed Action (include purpose or need): | | |
| Name of Applicant/Sponsor: | | Telephone: |
| | | E-Mail: |
| Address: | | |
| City/PO: | State: | Zip Code: |
| Project Contact (if not same as sponsor; give name and title/role): | | Telephone: |
| | | E-Mail: |
| Address: | | |
| City/PO: | State: | Zip Code: |
| Property Owner (if not same as sponsor): | | Telephone: |
| | | E-Mail: |
| Address: | | |
| City/PO: | State: | Zip Code: |

B. Government Approvals

B. Government Approvals, Funding, or Sponsorship. (“Funding” includes grants, loans, tax relief, and any other forms of financial assistance.)

| Government Entity | If Yes: Identify Agency and Approval(s) Required | Application Date (Actual or projected) |
|---|--|--|
| a. City Council, Town Board, or Village Board of Trustees <input type="checkbox"/> Yes <input type="checkbox"/> No | | |
| b. City, Town or Village Planning Board or Commission <input type="checkbox"/> Yes <input type="checkbox"/> No | | |
| c. City Council, Town or Village Zoning Board of Appeals <input type="checkbox"/> Yes <input type="checkbox"/> No | | |
| d. Other local agencies <input type="checkbox"/> Yes <input type="checkbox"/> No | | |
| e. County agencies <input type="checkbox"/> Yes <input type="checkbox"/> No | | |
| f. Regional agencies <input type="checkbox"/> Yes <input type="checkbox"/> No | | |
| g. State agencies <input type="checkbox"/> Yes <input type="checkbox"/> No | | |
| h. Federal agencies <input type="checkbox"/> Yes <input type="checkbox"/> No | | |
| i. Coastal Resources. <ul style="list-style-type: none"> <li data-bbox="121 829 1485 861">i. Is the project site within a Coastal Area, or the waterfront area of a Designated Inland Waterway? <input type="checkbox"/> Yes <input type="checkbox"/> No <li data-bbox="121 892 1485 924">ii. Is the project site located in a community with an approved Local Waterfront Revitalization Program? <input type="checkbox"/> Yes <input type="checkbox"/> No <li data-bbox="121 924 1485 955">iii. Is the project site within a Coastal Erosion Hazard Area? <input type="checkbox"/> Yes <input type="checkbox"/> No | | |

C. Planning and Zoning

C.1. Planning and zoning actions.

Will administrative or legislative adoption, or amendment of a plan, local law, ordinance, rule or regulation be the only approval(s) which must be granted to enable the proposed action to proceed? Yes No

- **If Yes**, complete sections C, F and G.
- **If No**, proceed to question C.2 and complete all remaining sections and questions in Part 1

C.2. Adopted land use plans.

a. Do any municipally- adopted (city, town, village or county) comprehensive land use plan(s) include the site where the proposed action would be located? Yes No

If Yes, does the comprehensive plan include specific recommendations for the site where the proposed action would be located? Yes No

b. Is the site of the proposed action within any local or regional special planning district (for example: Greenway Brownfield Opportunity Area (BOA); designated State or Federal heritage area; watershed management plan; or other?) Yes No

If Yes, identify the plan(s):

c. Is the proposed action located wholly or partially within an area listed in an adopted municipal open space plan, or an adopted municipal farmland protection plan? Yes No

If Yes, identify the plan(s):

C.3. Zoning

a. Is the site of the proposed action located in a municipality with an adopted zoning law or ordinance. Yes No
If Yes, what is the zoning classification(s) including any applicable overlay district?

b. Is the use permitted or allowed by a special or conditional use permit? Yes No

c. Is a zoning change requested as part of the proposed action? Yes No

If Yes,

i. What is the proposed new zoning for the site? _____

C.4. Existing community services.

a. In what school district is the project site located? _____

b. What police or other public protection forces serve the project site?

c. Which fire protection and emergency medical services serve the project site?

d. What parks serve the project site?

D. Project Details

D.1. Proposed and Potential Development

a. What is the general nature of the proposed action (e.g., residential, industrial, commercial, recreational; if mixed, include all components)?

b. a. Total acreage of the site of the proposed action? _____ acres
b. Total acreage to be physically disturbed? _____ acres
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? _____ acres Includes Cloverwood

c. Is the proposed action an expansion of an existing project or use? Yes No
i. If Yes, what is the approximate percentage of the proposed expansion and identify the units (e.g., acres, miles, housing units, square feet)? % _____ Units: _____

d. Is the proposed action a subdivision, or does it include a subdivision? Yes No

If Yes,

i. Purpose or type of subdivision? (e.g., residential, industrial, commercial; if mixed, specify types)

ii. Is a cluster/conservation layout proposed? Yes No

iii. Number of lots proposed? _____

iv. Minimum and maximum proposed lot sizes? Minimum _____ Maximum _____

e. Will proposed action be constructed in multiple phases? Yes No

i. If No, anticipated period of construction: _____ months

ii. If Yes:

- Total number of phases anticipated _____
- Anticipated commencement date of phase 1 (including demolition) _____ month _____ year
- Anticipated completion date of final phase _____ month _____ year
- Generally describe connections or relationships among phases, including any contingencies where progress of one phase may determine timing or duration of future phases: _____

f. Does the project include new residential uses? Yes No
 If Yes, show numbers of units proposed.

| | <u>One Family</u> | <u>Two Family</u> | <u>Three Family</u> | <u>Multiple Family (four or more)</u> |
|---------------|-------------------|-------------------|---------------------|---------------------------------------|
| Initial Phase | _____ | _____ | _____ | _____ |
| At completion | _____ | _____ | _____ | _____ |
| of all phases | _____ | _____ | _____ | _____ |

g. Does the proposed action include new non-residential construction (including expansions)? Yes No
 If Yes,

i. Total number of structures _____

ii. Dimensions (in feet) of largest proposed structure: _____ height; _____ width; and _____ length

iii. Approximate extent of building space to be heated or cooled: _____ square feet

h. Does the proposed action include construction or other activities that will result in the impoundment of any liquids, such as creation of a water supply, reservoir, pond, lake, waste lagoon or other storage? Yes No
 If Yes,

i. Purpose of the impoundment: _____

ii. If a water impoundment, the principal source of the water: Ground water Surface water streams Other specify: _____

iii. If other than water, identify the type of impounded/contained liquids and their source.

iv. Approximate size of the proposed impoundment. Volume: _____ million gallons; surface area: _____ acres

v. Dimensions of the proposed dam or impounding structure: _____ height; _____ length

vi. Construction method/materials for the proposed dam or impounding structure (e.g., earth fill, rock, wood, concrete):

D.2. Project Operations

a. Does the proposed action include any excavation, mining, or dredging, during construction, operations, or both? Yes No
 (Not including general site preparation, grading or installation of utilities or foundations where all excavated materials will remain onsite)
 If Yes:

i. What is the purpose of the excavation or dredging? _____

ii. How much material (including rock, earth, sediments, etc.) is proposed to be removed from the site?

- Volume (specify tons or cubic yards): _____
- Over what duration of time? _____

iii. Describe nature and characteristics of materials to be excavated or dredged, and plans to use, manage or dispose of them.

iv. Will there be onsite dewatering or processing of excavated materials? Yes No
 If yes, describe. _____

v. What is the total area to be dredged or excavated? _____ acres

vi. What is the maximum area to be worked at any one time? _____ acres

vii. What would be the maximum depth of excavation or dredging? _____ feet

viii. Will the excavation require blasting? Yes No

ix. Summarize site reclamation goals and plan: _____

b. Would the proposed action cause or result in alteration of, increase or decrease in size of, or encroachment into any existing wetland, waterbody, shoreline, beach or adjacent area? Yes No
 If Yes:

i. Identify the wetland or waterbody which would be affected (by name, water index number, wetland map number or geographic description): _____

ii. Describe how the proposed action would affect that waterbody or wetland, e.g. excavation, fill, placement of structures, or alteration of channels, banks and shorelines. Indicate extent of activities, alterations and additions in square feet or acres:

iii. Will proposed action cause or result in disturbance to bottom sediments? Yes No

If Yes, describe: _____

iv. Will proposed action cause or result in the destruction or removal of aquatic vegetation? Yes No

If Yes:

- acres of aquatic vegetation proposed to be removed: _____
- expected acreage of aquatic vegetation remaining after project completion: _____
- purpose of proposed removal (e.g. beach clearing, invasive species control, boat access): _____
- proposed method of plant removal: _____
- if chemical/herbicide treatment will be used, specify product(s): _____

v. Describe any proposed reclamation/mitigation following disturbance: _____

c. Will the proposed action use, or create a new demand for water? Yes No

If Yes:

i. Total anticipated water usage/demand per day: _____ gallons/day

ii. Will the proposed action obtain water from an existing public water supply? Yes No

If Yes:

- Name of district or service area: _____
- Does the existing public water supply have capacity to serve the proposal? Yes No
- Is the project site in the existing district? Yes No
- Is expansion of the district needed? Yes No
- Do existing lines serve the project site? Yes No

iii. Will line extension within an existing district be necessary to supply the project? Yes No

If Yes:

- Describe extensions or capacity expansions proposed to serve this project: _____
- Source(s) of supply for the district: _____

iv. Is a new water supply district or service area proposed to be formed to serve the project site? Yes No

If Yes:

- Applicant/sponsor for new district: _____
- Date application submitted or anticipated: _____
- Proposed source(s) of supply for new district: _____

v. If a public water supply will not be used, describe plans to provide water supply for the project: _____

vi. If water supply will be from wells (public or private), maximum pumping capacity: _____ gallons/minute.

d. Will the proposed action generate liquid wastes? Yes No

If Yes:

i. Total anticipated liquid waste generation per day: _____ gallons/day

ii. Nature of liquid wastes to be generated (e.g., sanitary wastewater, industrial; if combination, describe all components and approximate volumes or proportions of each): _____

iii. Will the proposed action use any existing public wastewater treatment facilities? Yes No

If Yes:

- Name of wastewater treatment plant to be used: _____
- Name of district: _____
- Does the existing wastewater treatment plant have capacity to serve the project? Yes No
- Is the project site in the existing district? Yes No
- Is expansion of the district needed? Yes No

- Do existing sewer lines serve the project site? Yes No
- Will line extension within an existing district be necessary to serve the project? Yes No

 If Yes:

- Describe extensions or capacity expansions proposed to serve this project: _____

iv. Will a new wastewater (sewage) treatment district be formed to serve the project site? Yes No
 If Yes:

- Applicant/sponsor for new district: _____
- Date application submitted or anticipated: _____
- What is the receiving water for the wastewater discharge? _____

v. If public facilities will not be used, describe plans to provide wastewater treatment for the project, including specifying proposed receiving water (name and classification if surface discharge, or describe subsurface disposal plans):

vi. Describe any plans or designs to capture, recycle or reuse liquid waste: _____

e. Will the proposed action disturb more than one acre and create stormwater runoff, either from new point sources (i.e. ditches, pipes, swales, curbs, gutters or other concentrated flows of stormwater) or non-point source (i.e. sheet flow) during construction or post construction? Yes No
 If Yes:

- How much impervious surface will the project create in relation to total size of project parcel?
 _____ Square feet or _____ acres (impervious surface)
 _____ Square feet or _____ acres (parcel size)
- Describe types of new point sources. _____

- Where will the stormwater runoff be directed (i.e. on-site stormwater management facility/structures, adjacent properties, groundwater, on-site surface water or off-site surface waters)?

 - If to surface waters, identify receiving water bodies or wetlands: _____

 - Will stormwater runoff flow to adjacent properties? Yes No

iv. Does proposed plan minimize impervious surfaces, use pervious materials or collect and re-use stormwater? Yes No

f. Does the proposed action include, or will it use on-site, one or more sources of air emissions, including fuel combustion, waste incineration, or other processes or operations? Yes No
 If Yes, identify:

- Mobile sources during project operations (e.g., heavy equipment, fleet or delivery vehicles)

- Stationary sources during construction (e.g., power generation, structural heating, batch plant, crushers)

- Stationary sources during operations (e.g., process emissions, large boilers, electric generation)

g. Will any air emission sources named in D.2.f (above), require a NY State Air Registration, Air Facility Permit, or Federal Clean Air Act Title IV or Title V Permit? Yes No
 If Yes:

- Is the project site located in an Air quality non-attainment area? (Area routinely or periodically fails to meet ambient air quality standards for all or some parts of the year) Yes No
- In addition to emissions as calculated in the application, the project will generate:
 - _____ Tons/year (short tons) of Carbon Dioxide (CO₂)
 - _____ Tons/year (short tons) of Nitrous Oxide (N₂O)
 - _____ Tons/year (short tons) of Perfluorocarbons (PFCs)
 - _____ Tons/year (short tons) of Sulfur Hexafluoride (SF₆)
 - _____ Tons/year (short tons) of Carbon Dioxide equivalent of Hydroflouorocarbons (HFCs)
 - _____ Tons/year (short tons) of Hazardous Air Pollutants (HAPs)

h. Will the proposed action generate or emit methane (including, but not limited to, sewage treatment plants, landfills, composting facilities)? Yes No

If Yes:

i. Estimate methane generation in tons/year (metric): _____

ii. Describe any methane capture, control or elimination measures included in project design (e.g., combustion to generate heat or electricity, flaring): _____

i. Will the proposed action result in the release of air pollutants from open-air operations or processes, such as quarry or landfill operations? Yes No

If Yes: Describe operations and nature of emissions (e.g., diesel exhaust, rock particulates/dust): _____

j. Will the proposed action result in a substantial increase in traffic above present levels or generate substantial new demand for transportation facilities or services? Yes No
See Traffic Study

If Yes:

i. When is the peak traffic expected (Check all that apply): Morning Evening Weekend
 Randomly between hours of _____ to _____.

ii. For commercial activities only, projected number of semi-trailer truck trips/day: _____

iii. Parking spaces: Existing _____ Proposed _____ Net increase/decrease _____

iv. Does the proposed action include any shared use parking? Yes No

v. If the proposed action includes any modification of existing roads, creation of new roads or change in existing access, describe: _____

vi. Are public/private transportation service(s) or facilities available within 1/2 mile of the proposed site? Yes No

vii. Will the proposed action include access to public transportation or accommodations for use of hybrid, electric or other alternative fueled vehicles? Yes No

viii. Will the proposed action include plans for pedestrian or bicycle accommodations for connections to existing pedestrian or bicycle routes? Yes No

k. Will the proposed action (for commercial or industrial projects only) generate new or additional demand for energy? Yes No

If Yes:

i. Estimate annual electricity demand during operation of the proposed action: _____

ii. Anticipated sources/suppliers of electricity for the project (e.g., on-site combustion, on-site renewable, via grid/local utility, or other): _____

iii. Will the proposed action require a new, or an upgrade to, an existing substation? Yes No

l. Hours of operation. Answer all items which apply.

| | |
|--|---|
| <p>i. During Construction:</p> <ul style="list-style-type: none"> • Monday - Friday: _____ • Saturday: _____ • Sunday: _____ • Holidays: _____ | <p>ii. During Operations:</p> <ul style="list-style-type: none"> • Monday - Friday: _____ • Saturday: _____ • Sunday: _____ • Holidays: _____ |
|--|---|

| | |
|---|--|
| <p>m. Will the proposed action produce noise that will exceed existing ambient noise levels during construction, operation, or both? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If yes:</p> <p>i. Provide details including sources, time of day and duration:</p> <p>_____</p> <p>_____</p> | |
| <p>ii. Will proposed action remove existing natural barriers that could act as a noise barrier or screen? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Describe: _____</p> <p>_____</p> | |
| <p>n. Will the proposed action have outdoor lighting? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If yes:</p> <p>i. Describe source(s), location(s), height of fixture(s), direction/aim, and proximity to nearest occupied structures:</p> <p>_____</p> <p>_____</p> | |
| <p>ii. Will proposed action remove existing natural barriers that could act as a light barrier or screen? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Describe: _____</p> <p>_____</p> | |
| <p>o. Does the proposed action have the potential to produce odors for more than one hour per day? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes, describe possible sources, potential frequency and duration of odor emissions, and proximity to nearest occupied structures: _____</p> <p>_____</p> <p>_____</p> | |
| <p>p. Will the proposed action include any bulk storage of petroleum (combined capacity of over 1,100 gallons) or chemical products 185 gallons in above ground storage or any amount in underground storage? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p>i. Product(s) to be stored _____</p> <p>ii. Volume(s) _____ per unit time _____ (e.g., month, year)</p> <p>iii. Generally describe proposed storage facilities: _____</p> <p>_____</p> | |
| <p>q. Will the proposed action (commercial, industrial and recreational projects only) use pesticides (i.e., herbicides, insecticides) during construction or operation? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p>i. Describe proposed treatment(s):</p> <p>_____</p> <p>_____</p> <p>_____</p> | |
| <p>ii. Will the proposed action use Integrated Pest Management Practices? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> | |
| <p>r. Will the proposed action (commercial or industrial projects only) involve or require the management or disposal of solid waste (excluding hazardous materials)? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p>i. Describe any solid waste(s) to be generated during construction or operation of the facility:</p> <ul style="list-style-type: none"> • Construction: _____ tons per _____ (unit of time) • Operation : _____ tons per _____ (unit of time) <p>ii. Describe any proposals for on-site minimization, recycling or reuse of materials to avoid disposal as solid waste:</p> <ul style="list-style-type: none"> • Construction: _____ _____ • Operation: _____ _____ <p>iii. Proposed disposal methods/facilities for solid waste generated on-site:</p> <ul style="list-style-type: none"> • Construction: _____ _____ • Operation: _____ _____ | |

s. Does the proposed action include construction or modification of a solid waste management facility? Yes No
 If Yes:
 i. Type of management or handling of waste proposed for the site (e.g., recycling or transfer station, composting, landfill, or other disposal activities): _____
 ii. Anticipated rate of disposal/processing:
 • _____ Tons/month, if transfer or other non-combustion/thermal treatment, or
 • _____ Tons/hour, if combustion or thermal treatment
 iii. If landfill, anticipated site life: _____ years

t. Will proposed action at the site involve the commercial generation, treatment, storage, or disposal of hazardous waste? Yes No
 If Yes:
 i. Name(s) of all hazardous wastes or constituents to be generated, handled or managed at facility: _____

 ii. Generally describe processes or activities involving hazardous wastes or constituents: _____

 iii. Specify amount to be handled or generated _____ tons/month
 iv. Describe any proposals for on-site minimization, recycling or reuse of hazardous constituents: _____

 v. Will any hazardous wastes be disposed at an existing offsite hazardous waste facility? Yes No
 If Yes: provide name and location of facility: _____

 If No: describe proposed management of any hazardous wastes which will not be sent to a hazardous waste facility:

E. Site and Setting of Proposed Action

E.1. Land uses on and surrounding the project site

a. Existing land uses.
 i. Check all uses that occur on, adjoining and near the project site.
 Urban Industrial Commercial Residential (suburban) Rural (non-farm)
 Forest Agriculture Aquatic Other (specify): _____
 ii. If mix of uses, generally describe:

b. Land uses and coverytypes on the project site.

| Land use or Coverytype | Current Acreage | Acreage After Project Completion | Change (Acres +/-) |
|--|-----------------|----------------------------------|--------------------|
| • Roads, buildings, and other paved or impervious surfaces | | | |
| • Forested | | | |
| • Meadows, grasslands or brushlands (non-agricultural, including abandoned agricultural) | | | |
| • Agricultural (includes active orchards, field, greenhouse etc.) | | | |
| • Surface water features (lakes, ponds, streams, rivers, etc.) | | | |
| • Wetlands (freshwater or tidal) | | | |
| • Non-vegetated (bare rock, earth or fill) | | | |
| • Other Describe: _____ _____ | | | |

c. Is the project site presently used by members of the community for public recreation? Yes No
i. If Yes: explain: _____

d. Are there any facilities serving children, the elderly, people with disabilities (e.g., schools, hospitals, licensed day care centers, or group homes) within 1500 feet of the project site? Yes No
If Yes,
i. Identify Facilities:

e. Does the project site contain an existing dam? Yes No
If Yes:
i. Dimensions of the dam and impoundment:

- Dam height: _____ feet
- Dam length: _____ feet
- Surface area: _____ acres
- Volume impounded: _____ gallons OR acre-feet

ii. Dam's existing hazard classification: _____
iii. Provide date and summarize results of last inspection:

f. Has the project site ever been used as a municipal, commercial or industrial solid waste management facility, or does the project site adjoin property which is now, or was at one time, used as a solid waste management facility? Yes No
If Yes:
i. Has the facility been formally closed? Yes No

- If yes, cite sources/documentation: _____

ii. Describe the location of the project site relative to the boundaries of the solid waste management facility:

g. Have hazardous wastes been generated, treated and/or disposed of at the site, or does the project site adjoin property which is now or was at one time used to commercially treat, store and/or dispose of hazardous waste? Yes No
If Yes:
i. Describe waste(s) handled and waste management activities, including approximate time when activities occurred:

h. Potential contamination history. Has there been a reported spill at the proposed project site, or have any remedial actions been conducted at or adjacent to the proposed site? Yes No
If Yes:
i. Is any portion of the site listed on the NYSDEC Spills Incidents database or Environmental Site Remediation database? Check all that apply: Yes No
 Yes – Spills Incidents database Provide DEC ID number(s): _____
 Yes – Environmental Site Remediation database Provide DEC ID number(s): _____
 Neither database
ii. If site has been subject of RCRA corrective activities, describe control measures: _____

iii. Is the project within 2000 feet of any site in the NYSDEC Environmental Site Remediation database? Yes No
If yes, provide DEC ID number(s): _____
iv. If yes to (i), (ii) or (iii) above, describe current status of site(s):

v. Is the project site subject to an institutional control limiting property uses? Yes No

- If yes, DEC site ID number: _____
- Describe the type of institutional control (e.g., deed restriction or easement): _____
- Describe any use limitations: _____
- Describe any engineering controls: _____
- Will the project affect the institutional or engineering controls in place? Yes No
- Explain: _____

E.2. Natural Resources On or Near Project Site

a. What is the average depth to bedrock on the project site? _____ feet

b. Are there bedrock outcroppings on the project site? Yes No
 If Yes, what proportion of the site is comprised of bedrock outcroppings? _____%

c. Predominant soil type(s) present on project site: _____ %
 _____ %
 _____ %

d. What is the average depth to the water table on the project site? Average: _____ feet

e. Drainage status of project site soils: Well Drained: _____ % of site
 Moderately Well Drained: _____ % of site
 Poorly Drained _____ % of site

f. Approximate proportion of proposed action site with slopes: 0-10%: _____ % of site
 10-15%: _____ % of site
 15% or greater: _____ % of site

g. Are there any unique geologic features on the project site? Yes No
 If Yes, describe: _____

h. Surface water features.

i. Does any portion of the project site contain wetlands or other waterbodies (including streams, rivers, ponds or lakes)? Yes No

ii. Do any wetlands or other waterbodies adjoin the project site? Yes No
 If Yes to either *i* or *ii*, continue. If No, skip to E.2.i.

iii. Are any of the wetlands or waterbodies within or adjoining the project site regulated by any federal, state or local agency? Yes No

iv. For each identified regulated wetland and waterbody on the project site, provide the following information:

- Streams: Name _____ Classification _____
- Lakes or Ponds: Name _____ Classification _____
- Wetlands: Name _____ Approximate Size _____
- Wetland No. (if regulated by DEC) _____

v. Are any of the above water bodies listed in the most recent compilation of NYS water quality-impaired waterbodies? Yes No
 If yes, name of impaired water body/bodies and basis for listing as impaired: _____

i. Is the project site in a designated Floodway? Yes No

j. Is the project site in the 100 year Floodplain? Yes No

k. Is the project site in the 500 year Floodplain? Yes No

l. Is the project site located over, or immediately adjoining, a primary, principal or sole source aquifer? Yes No
 If Yes:
 i. Name of aquifer: _____

| | |
|---|--|
| m. Identify the predominant wildlife species that occupy or use the project site: _____ _____ _____ | |
| n. Does the project site contain a designated significant natural community? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> Describe the habitat/community (composition, function, and basis for designation): _____ _____ <i>ii.</i> Source(s) of description or evaluation: _____ <i>iii.</i> Extent of community/habitat: <ul style="list-style-type: none"> • Currently: _____ acres • Following completion of project as proposed: _____ acres • Gain or loss (indicate + or -): _____ acres | |
| o. Does project site contain any species of plant or animal that is listed by the federal government or NYS as endangered or threatened, or does it contain any areas identified as habitat for an endangered or threatened species? <input type="checkbox"/> Yes <input type="checkbox"/> No | |
| p. Does the project site contain any species of plant or animal that is listed by NYS as rare, or as a species of special concern? <input type="checkbox"/> Yes <input type="checkbox"/> No | |
| q. Is the project site or adjoining area currently used for hunting, trapping, fishing or shell fishing? <input type="checkbox"/> Yes <input type="checkbox"/> No If yes, give a brief description of how the proposed action may affect that use: _____ _____ | |
| E.3. Designated Public Resources On or Near Project Site | |
| a. Is the project site, or any portion of it, located in a designated agricultural district certified pursuant to Agriculture and Markets Law, Article 25-AA, Section 303 and 304? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes, provide county plus district name/number: _____ | |
| b. Are agricultural lands consisting of highly productive soils present? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>i.</i> If Yes: acreage(s) on project site? _____ <i>ii.</i> Source(s) of soil rating(s): _____ | |
| c. Does the project site contain all or part of, or is it substantially contiguous to, a registered National Natural Landmark? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> Nature of the natural landmark: <input type="checkbox"/> Biological Community <input type="checkbox"/> Geological Feature <i>ii.</i> Provide brief description of landmark, including values behind designation and approximate size/extent: _____ _____ _____ | |
| d. Is the project site located in or does it adjoin a state listed Critical Environmental Area? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> CEA name: _____ <i>ii.</i> Basis for designation: _____ <i>iii.</i> Designating agency and date: _____ | |

| |
|---|
| <p>e. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p style="margin-left: 20px;">i. Nature of historic/archaeological resource: <input type="checkbox"/> Archaeological Site <input type="checkbox"/> Historic Building or District</p> <p style="margin-left: 20px;">ii. Name: _____</p> <p style="margin-left: 20px;">iii. Brief description of attributes on which listing is based: _____</p> |
| <p>f. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> |
| <p>g. Have additional archaeological or historic site(s) or resources been identified on the project site? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p style="margin-left: 20px;">i. Describe possible resource(s): _____</p> <p style="margin-left: 20px;">ii. Basis for identification: _____</p> |
| <p>h. Is the project site within five miles of any officially designated and publicly accessible federal, state, or local scenic or aesthetic resource? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p style="margin-left: 20px;">i. Identify resource: _____</p> <p style="margin-left: 20px;">ii. Nature of, or basis for, designation (e.g., established highway overlook, state or local park, state historic trail or scenic byway, etc.): _____</p> <p style="margin-left: 20px;">iii. Distance between project and resource: _____ miles.</p> |
| <p>i. Is the project site located within a designated river corridor under the Wild, Scenic and Recreational Rivers Program 6 NYCRR 666? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p style="margin-left: 20px;">i. Identify the name of the river and its designation: _____</p> <p style="margin-left: 20px;">ii. Is the activity consistent with development restrictions contained in 6NYCRR Part 666? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> |

F. Additional Information

Attach any additional information which may be needed to clarify your project.

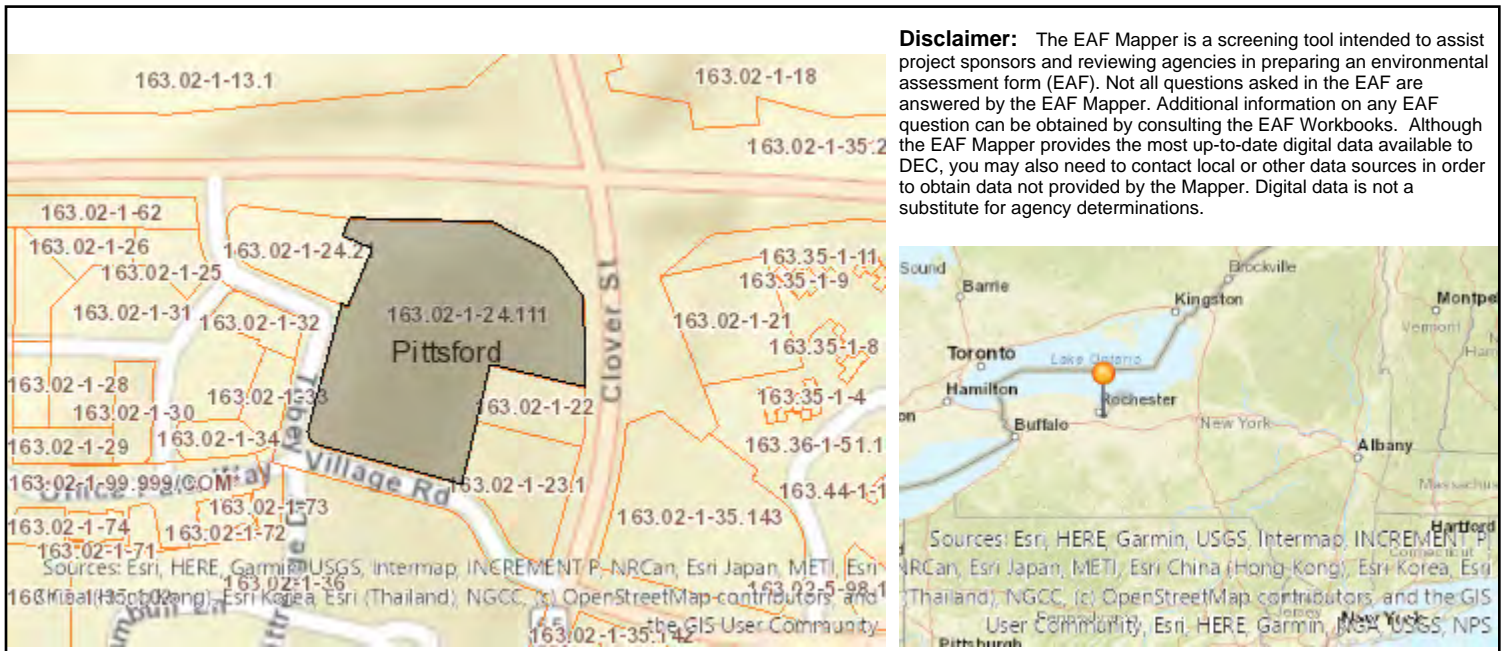
If you have identified any adverse impacts which could be associated with your proposal, please describe those impacts plus any measures which you propose to avoid or minimize them.

G. Verification

I certify that the information provided is true to the best of my knowledge.

Applicant/Sponsor Name _____ Date _____

Signature  _____ Title _____



| | |
|--|---|
| B.i.i [Coastal or Waterfront Area] | No |
| B.i.ii [Local Waterfront Revitalization Area] | Yes |
| C.2.b. [Special Planning District] | Yes - Digital mapping data are not available for all Special Planning Districts. Refer to EAF Workbook. |
| C.2.b. [Special Planning District - Name] | NYS Heritage Areas: West Erie Canal Corridor |
| E.1.h [DEC Spills or Remediation Site - Potential Contamination History] | Digital mapping data are not available or are incomplete. Refer to EAF Workbook. |
| E.1.h.i [DEC Spills or Remediation Site - Listed] | Digital mapping data are not available or are incomplete. Refer to EAF Workbook. |
| E.1.h.i [DEC Spills or Remediation Site - Environmental Site Remediation Database] | Digital mapping data are not available or are incomplete. Refer to EAF Workbook. |
| E.1.h.iii [Within 2,000' of DEC Remediation Site] | No |
| E.2.g [Unique Geologic Features] | No |
| E.2.h.i [Surface Water Features] | No |
| E.2.h.ii [Surface Water Features] | Yes |
| E.2.h.iii [Surface Water Features] | Yes - Digital mapping information on local and federal wetlands and waterbodies is known to be incomplete. Refer to EAF Workbook. |
| E.2.h.v [Impaired Water Bodies] | No |
| E.2.i. [Floodway] | No |
| E.2.j. [100 Year Floodplain] | No |
| E.2.k. [500 Year Floodplain] | No |
| E.2.l. [Aquifers] | Yes |
| E.2.l. [Aquifer Names] | Principal Aquifer, Primary Aquifer |
| E.2.n. [Natural Communities] | No |

| | |
|---|--|
| E.2.o. [Endangered or Threatened Species] | No |
| E.2.p. [Rare Plants or Animals] | No |
| E.3.a. [Agricultural District] | No |
| E.3.c. [National Natural Landmark] | No |
| E.3.d [Critical Environmental Area] | No |
| E.3.e. [National or State Register of Historic Places or State Eligible Sites] | Yes - Digital mapping data for archaeological site boundaries are not available. Refer to EAF Workbook. |
| E.3.e.ii [National or State Register of Historic Places or State Eligible Sites - Name] | Eligible property:2867 Clover Street No nearby structures listed on National Register |
| E.3.f. [Archeological Sites] | No |
| E.3.i. [Designated River Corridor] | No |

At a Regular Meeting of the Town Board of the Town of Pittsford, New York held at the Town Hall, 11 South Main Street, Pittsford, New York, on the 7th day of May, 2024.

PRESENT: William A. Smith, Jr., Supervisor
Kim Taylor, Deputy Supervisor
Naveen Havannavar, Councilmember
Cathleen A. Koshykar, Councilmember
Stephanie M. Townsend, Councilmember

ABSENT: None

In the Matter

of

THE ADOPTION OF PROPOSED LOCAL LAW NO. 4
of 2024: AMENDMENT TO THE PROVISIONS OF THE
TOBEY PLANNED UNIT DEVELOPMENT DISTRICT
(TOBEY PUD), PARCELS 8 AND 12.

Adoption Resolution

WHEREAS, true and correct copies of proposed Local Law No. 4 of 2024: Amendment to the Provisions of the Tobey Planned Unit Development District (Tobey PUD), Parcels 8 and 12, were placed upon the desks of all members of the Town Board of the Town of Pittsford, New York, more than seven (7) calendar days, exclusive of a Sunday, prior to the 16th day of April, 2024; and

WHEREAS, there was duly published in a newspaper previously designated as an official newspaper for publication of public notices, and posted upon the bulletin board maintained by the Town Clerk pursuant to §40(6) of the Town Law, a notice of public hearing to the effect that the Town Board would hold a public hearing on the 16th day of April, 2024, at 6:00 P.M., Local Time, at the Pittsford Town Hall, 11 South Main Street, Pittsford, New York, on the aforesaid Local Law; and

WHEREAS, the said public hearing was duly opened on April 16, 2024 at 6:00 P.M., Local Time, and continued through May 7, 2024, at 6:00 P.M., Local Time, at the Pittsford Town Hall, Pittsford, New York, at which time it was closed, and all persons present were given an opportunity to be heard, whether speaking in favor of or against the adoption of the aforesaid Local Law; and

WHEREAS, subsequent to the closing of said public hearing, and after all persons interested had been heard, the Town Board considered the adoption of the aforesaid Local Law; and

WHEREAS, the Town Board has issued a Negative Declaration of Environmental Significance on said Local Law, pursuant to the New York State Environmental Quality Review Act ("SEQRA"), on May 7, 2024; and

WHEREAS, it was the decision of the Town Board that said Local Law No. 4 of 2024 should be adopted;

NOW, on a motion duly made and seconded, it was

RESOLVED, that the findings and resolutions set forth in the SEQRA Resolution are hereby incorporated by reference into this Resolution; and it was further

RESOLVED, that Local Law No. 4 of 2024: Amendment to the Provisions of the Tobey Planned Unit Development District (Tobey PUD), Parcels 8 and 12, be adopted by the Town Board of the Town of Pittsford, New York, to read as annexed hereto; and it was further


RESOLVED, that within twenty (20) days subsequent to the 7th day of May, 2024, there shall be filed with the Secretary of State one certified copy of said Local Law No. 4 of 2024.

Said matter having been put to a vote, the following votes were recorded:

| | | |
|-----------------------|--------|-----|
| William A. Smith, Jr. | VOTING | AYE |
| Kim Taylor | VOTING | AYE |
| Naveen Havannavar | VOTING | AYE |
| Cathleen A. Koshykar | VOTING | AYE |
| Stephanie M. Townsend | VOTING | AYE |

The Resolution was thereupon declared duly adopted.

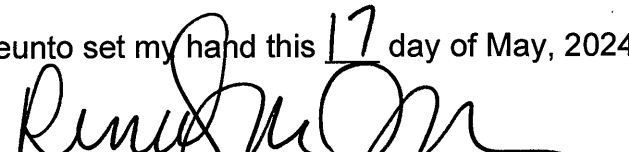
DATED: May 7, 2024.



Renee M. McQuillen, Town Clerk

I, RENEE M. McQUILLEN, Town Clerk of the Town of Pittsford, New York, DO HEREBY CERTIFY that I have compared a copy of the resolution as herein specified with the original in the minutes of the meeting of the Town Board of the Town of Pittsford and that the same is a correct transcript thereof and the whole of the said original.

IN WITNESS WHEREOF, I have hereunto set my hand this 17 day of May, 2024.



Renee M. McQuillen, Town Clerk

**BE IT ENACTED BY THE
TOWN BOARD OF THE
TOWN OF PITTSFORD
NEW YORK
AS FOLLOWS:**

**LOCAL LAW NO. 4 OF 2024:
THE ADOPTION OF PROPOSED LOCAL LAW
NO. 4 OF 2024: AMENDMENT TO THE PROVISIONS
OF THE TOBEY PLANNED UNIT DEVELOPMENT DISTRICT
(TOBEY PUD), PARCELS 8 AND 12**

Sec. 1 Title

This Local Law shall be known as "Local Law No. 4 of 2024: Amendment to the Provisions of the Tobey Planned Unit Development District (Tobey PUD), Parcels 8 and 12".

Sec. 2 Regulation of the Tobey Planned Unit Development District

The provisions of the "Tobey Planned Unit Development Zoning, Land Use and Development Regulations", originally adopted June 12, 1973, as previously amended, are hereby amended to read as set forth on "Exhibit A", attached hereto and made a part hereof.

Sec. 3 Severability

If any clause, sentence, phrase, paragraph or any part of this Local Law shall for any reason be adjudicated finally by a court of competent jurisdiction to be invalid, such judgment shall not affect, impair or invalidate the remainder of this Local law, but shall be confined in its operation and effect to the clause, sentence, phrase, paragraph or part thereof, directly involved in the controversy or action in which such judgment shall have been rendered. It is hereby declared to be the legislative intent that the remainder of this Local Law would have been adopted had any such provision been excluded.

Sec. 4 Effective Date

This Local Law shall take effect immediately upon filing with the Secretary of State.

**TOWN OF PITTSFORD, NEW YORK
TOBEY PLANNED UNIT DEVELOPMENT
ZONING, LAND USE, AND DEVELOPMENT GUIDELINES**

Purpose and Intent:

In accordance with the Town of Pittsford Zoning Law, the Town Board approved the creation of the Tobey Planned Unit Development District (Tobey PUD) on June 12, 1973. The creation of the Tobey PUD divides the development area into discrete development parcels and stipulated specific permitted uses along with design guidelines.

The purpose of the Tobey PUD is to create a land use pattern and development guidelines that will maintain the quality of life for residents and their neighborhoods, to enhance the rural, historic, open space and agricultural aspect of life for the community, and to protect the heritage of Pittsford by employing design standards that are sensitive to the existing community character while being responsive to the future needs and development goals of Pittsford.

The Tobey PUD achieves these goals by limiting the extent of non-residential uses within the PUD, by specifying the extent of office development, and by requiring architectural and landscape design of a residential nature, all with the purpose and intent of creating and preserving the Jefferson Road/Clover Street intersection as a scenic western gateway to the Pittsford community.

Current and any future considerations with respect to the Tobey PUD must take into account the traffic burdens already experienced by this gateway to the Town, and the increased traffic which will result from development within the Tobey PUD, as well as development within the Town and surrounding communities.

General Requirements:

The following general requirements shall apply to all parcels and land use areas described herein.

1. Any infrastructure studies required to accommodate the rational, efficient and cost effective development of the land uses defined herein shall, at the discretion of the Town Board, be prepared by the affected landowners. Costs shall be prorated in accordance with benefits to each landowner as determined by the Pittsford Town Board.
2. Wherever there are inconsistencies between other regulations and these Regulations, the more restrictive will apply unless a determination to the contrary is made upon application to the Town Board.
3. All uses within the Tobey PUD will be subject to site plan review by the Planning Board in accordance with Section 185-76 of the Town of Pittsford Zoning Law. Site specific Environmental Impact Statements may be required for projects to ensure consistency with the Town of Pittsford Comprehensive Plan by virtue of land use, density and design.
4. For purposes of regulating development and use of parcels within the Tobey PUD after initial construction and occupancy, any change of use to one not specified herein may only be authorized by the Pittsford Town Board in accordance with Section 185-70 of the Town

Zoning Law.

5. All buffers and greenways as indicated on the July 15, 1996 URS report and described on the map contained therewith shall be preserved and maintained as part of the PUD. In addition, that parcel of land, as shown on the foregoing map, west of Clover Street and south of the existing Tobey Village Road and east of the access road from the Tobey Village Office Park to the senior living community, shall continue to be preserved as open space, with the exception of the establishment of a parking field (not to exceed 54 spaces) to benefit the Market Rate Apartment House located on Parcel 8 of this PUD.
6. There shall be no storage of any materials outside of any structure, except as may be specifically hereinafter permitted, including any outside refuse containers, dumpsters or other trash receptacles, except that trash receptacles of the minimum size necessary for temporary storage of refuse materials shall be permitted in Parcels 7, 8, 9, 11 and 13 hereinafter described, provided that any such containers shall be approved as part of the site plan by the Planning Board and shall be properly screened from view and appropriately maintained and sanitized so as to avoid health and odor problems. With respect to any approved refuse containers, the hours of collection shall be subject to the approval of the Planning Board.

General Design Requirements:

In designing site development plans and architectural details for structures within the Tobey PUD, the following guidelines will apply. These guidelines will be followed by all reviewing agencies of the Town of Pittsford.

Design Requirements

1. Facades of new buildings should be broken down into smaller masses of varied sizes and orientations to create smaller, human-scale, pedestrian-friendly environments in keeping with the residential character of the community.
2. Unless specific provisions to the contrary are provided herein, no structure shall exceed 30 feet in height. Chimneys attached to such structures may extend 10 feet above the highest point of the building structure. One flagpole, used exclusively for the display of flags, not exceeding 30 feet in height, is permitted.
3. A variety of roof types, heights and gable orientations will be provided in order to retain the town's diverse, yet traditional character. Very steep, flat or very low pitched roofs should be avoided.
4. Building design should creatively reflect traditional elements of the Town. Diversity that is in tune with the massing, proportion and street relationships of traditional buildings will be required. Village-like clusters of buildings should be encouraged over individual structures isolated by parking areas or lawns. Dormers and other architectural elements should be kept in proportion with overall building design. Architectural detailing will be used to create variety and interest of new buildings.
5. The use of traditional materials such as painted or stained wood clapboards, end trim and natural brick and stone, should be encouraged. Materials, textures and colors that are

compatible with existing adjacent residential development will be required.

6. A variety of traditional windows will be required. Excessive regularity or irregularity, large picture windows and glass curtain walls shall be avoided.
7. Signage should be used to provide direction to drivers and pedestrians in commercial and office complexes and should be at scale appropriate to such uses. Consistent, well-designed signage systems for each development parcel will be required as an element of site plan approval. Specific signage requirements are detailed in the specific provisions for each development parcel. In no case will illumination of signage be permitted, unless specifically authorized by the Town Board.

Landscape Architecture/Site Planning

1. New buildings are subject to Design Review and Historic Preservation Board approval.
2. New non-residential buildings should be located with parking areas behind the buildings in order to create non-residential centers that reflect traditional development patterns, such as those found in the Village of Pittsford. Resulting developments should preserve a gateway appearance through this intersection.
3. Attractive pedestrian-oriented open spaces should be created by clustering buildings together to preserve open space along other sections of the street or behind the buildings.
4. Street trees will be required to shade and enclose the street and to define the edge of the public areas and private space.
5. Pedestrian-oriented environments, particularly within residential areas, commercial and office complexes and as entry features between parking facilities and buildings in stand-alone developments, will be required.
6. The design of new buildings will reflect the historic architecture of the town in terms of scale, massing, roof shape, gable orientation, window size, shape, and spacing, and exterior materials. Special attention to compatibility of color, materials, form and textures with adjacent structures and the context of the project site with its surroundings will be required.
7. Large buildings will be required to be compatible with the townscape by designing breaks in the building mass and roof lines, and by including appropriate architectural detail. New buildings should be scaled down into groupings of smaller structures to avoid large bulky masses.

Parking and Traffic

1. Where practicable, parking should be located behind commercial and office structures to visually screen them from the road. As an alternative, depressed parking lots that minimize parking lot visibility may be acceptable. Terrain will govern the acceptable parking approach.
2. Landscaping of parking areas designed to provide shade and buffer adjoining uses will be required. Large areas of asphalt should be divided into smaller units through the use of landscaping or other innovative techniques.

3. Adjacent non-residential areas will be required, where practicable, to share parking areas and provide inter-connections.
4. Outdoor lighting should be screened by shields or hoods to prevent glare onto adjacent premises. Intensity levels of individual fixtures should be reduced by utilizing a large number of smaller light poles. In smaller pedestrian areas, lights will be utilized to improve the quality of lighting. All outdoor lighting should be limited to 3,000 K or less.

Specific Provisions:

The following land uses, building coverage (maximum square footage), residential unit counts, and site design guidelines will apply to each land use area delineated on the attached conceptual map entitled "Proposed Land Use Plan - Tobey Planned Unit Development" prepared by URS Consultants, Inc. and dated July 16, 1996. SBL numbers identify and describe parcel location and configuration reference official County Tax maps produced and maintained by the Monroe County Real Property Tax Agency, approved in 1981 and revised as of March 19, 1996.

Parcel 1 (SBL: 163.36-01-51) Tobey Court

Uses: Uses for this parcel will continue as single family townhomes with no more than ninety-four (94) total units developed.

Access: Access will continue to be provided via the present access road, At such time as existing Tobey Road is abandoned as a public road, the Town of Pittsford will ensure adequate access to the realigned Tobey Road is provided.

Landscaping: Will be maintained as currently provided.

Signage: Shall be in accordance with Section 185-134 of the Pittsford Town Code.

Parcel 2 (SBL: 163.12-2-1) Tobey Crescent

Uses: Currently fully developed with six (6) residential single family units. No additional development will be permitted on this parcel.

Access: Access is provided through Stonecreek Lane which intersects with Tobey Road at a point directly across from Tobey Brook.

Landscape: A landscape buffer will be maintained along the Tobey Road frontage.

Signage: Shall be in accordance with Section 185-134 of the Pittsford Town Code.

Parcel 3 (SBL: 163.12-1-20 to 51 to 77) Tobey Woods; and

Parcel 4 (SBL 163.12-1 -2 to 19 to 52 to 76) Tobey Brook

Uses: Currently fully developed with thirty-two (32) and forty-two (42) residential units respectively. No additional development will be permitted for these parcels.

Signage: Shall be in accordance with Section 185-134 of the Pittsford Town Code.

Parcel 5 (SBL: 163.12-1-1 and a portion of 163.02-1-35.1) Tobey Meadows and Clover Estates

Uses: Currently fully developed. No additional development will be permitted for this parcel.

Landscaping: Vegetative screening will be established and maintained along the parcel's eastern and southern boundary. In addition, the floodplain/wetlands complex adjacent to the West Brook of Allens Creek will be maintained as permanent open space with provisions for establishing connecting trailway access at the discretion of the Town of Pittsford.

Signage: Signs shall be in accordance with the following:

- A. One freestanding sign at the entranceway to the development will be permitted. Such sign and structure containing such sign shall together not exceed 4 feet in height and 8 feet in length above grade and shall not have more than one side. Such sign shall not be closer than ten feet to any lot line, and shall not obstruct vehicular or pedestrian visibility. Such sign may be illuminated by one clear constant landscape light arranged so that it does not project, dispense or display any light rays onto adjacent properties or right-of-ways.
- B. The Planning Board shall approve the location, design and construction of any proposed sign, as well as any landscaping for any proposed sign.

Parcel 6 (SBL: 163.02-1-35.1 [portion]) Future Residential

Uses: No more than two (2) single family residential units shall be developed.

Access: Shared access will be established along Clover Street and will be coordinated with the NYS Department of Transportation.

Landscaping: Residential units will be screened from view and noise by a vegetative berm along the parcels frontage on Clover Street. Additionally, the floodplain/wetlands complex centered on the West Branch shall be preserved as permanent open space with provisions for trail access at the discretion of the Town of Pittsford.

Signage: Shall be in accordance with Section 185-134 of the Pittsford Town Code.

Parcel 7 (SBL: 163.02-1-35.1 (portion) Senior Living Community

This parcel shall be subject to the general requirements, general design requirements, landscape architecture and site plan requirements, and traffic and parking requirements as outlined above, except as modified by the November 19, 2002 Town Board Resolution, which replaces the Resolutions dated July 17, 2001 and December 19, 1995.

Parcel 8 (SBL: 163.02-1-24.211, -24.21, -25, -34, and -63 to -72)

Uses: As further clarification and definition of the requirement for this parcel, which contains both an office park known as Tobey Village Office Park and a commercial/retail area formerly known as Barn Bazaar, the following shall apply:

A. **Tobey Village Office Park (Including Pittsford Federal Credit Union).** This 14.79 acre portion of the parcel includes 155,640 square feet of existing building usable area* (refer to Exhibit “B”: Tobey Village Office Park- Building Layout and Parking Map and Exhibit “C”: Tobey Village Office Park- Area Calculations dated 6/6/19). There are 696 parking spaces directly associated with the Office Park inclusive of handicapped accessible spaces.

Further development of loft/second floor spaces within the footprint of existing buildings is allowable, not to exceed 15,000 usable square feet, reasonably consistent with Exhibit “C”, and subject to NYS building code compliance. No further development within basement areas, beyond that which currently exists, is allowed. No further buildings or expansion of footprints shall be allowed on this portion of Parcel 8, except for minor building entrance modifications to update and improve existing individual buildings. (These modifications shall not result in additional usable area.) Expansion of usable area or changes in use within the Office Park area, shall be dependent on evaluation of the parking conditions at that time.

As part of the Building Permit application, a current parking survey of the area shall be provided to the Building Inspector for expansion of usable area or changes in use within the Office Park. At the Building Inspector’s discretion, the parking survey may be referred to the Planning Board for review to ensure adequate parking is maintained to ensure safety and security of the Office Park.

Uses within Tobey Village Office Park shall be limited to general offices, business services and professional/medical offices.

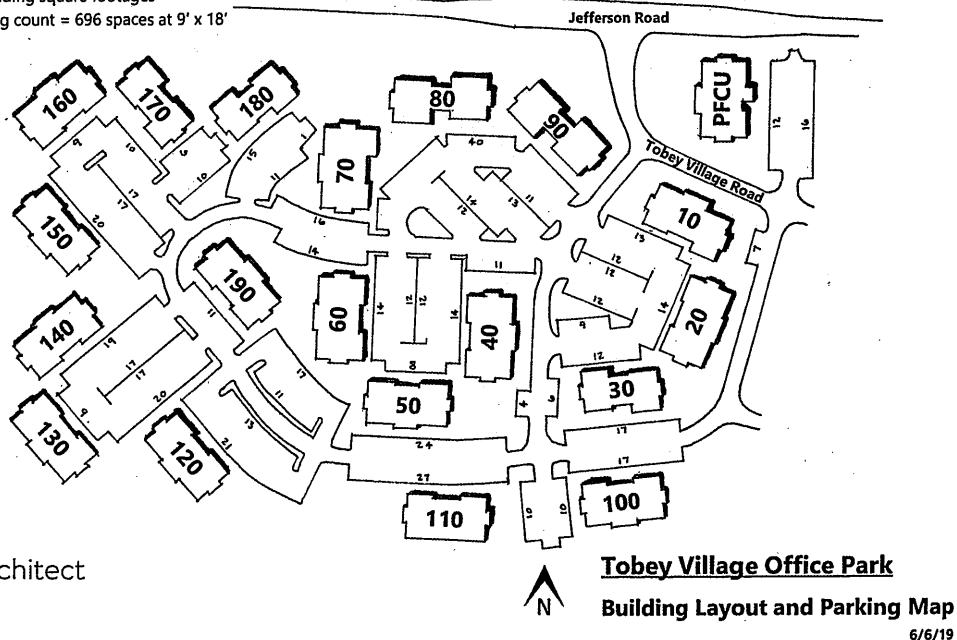
* Total Usable Area

BOMA (ANSI/BOMA Z65.1-2010) defines usable area as occupant area plus building amenity areas that are convertible to Occupant Area. Shared conference rooms, exercise areas/fitness centers, childcare centers, and vending areas are classified as Building Amenity Areas. Usable area does not include Building Service Areas, such as building lobby and corridors; fire control center and equipment; restrooms and janitors’ closets; mechanical, electrical and communications rooms and closets; truck loading, receiving and trash; or building management and maintenance.

Notes:

- Refer to Exhibit “C” (Tobey Village Office Park Area Calculations) for building square footages
- Total existing parking count = 696 spaces at 9’ x 18’

Exhibit “B”



JDurfee, Architect
 435 W Kuns Road
 Henrietta, New York
 14457

6/6/19

EXHIBIT "C"

**TOBEY VILLAGE OFFICE PARK
AREA CALCULATIONS
6/6/19**

| A | B | C | D | E | F | G | H | I |
|-------|------------------------------|---|---------------|--|---|---------------------------------------|--------------------------------------|--|
| BLDG. | First Floor Usable Area (SF) | First Floor Interior Gross Area (SF) | Basement Type | Potential Basement Net Usable SF (Finished Area) | Existing Basement Usable SF (Finished Area) | Potential Loft/Second Floor Usable SF | Existing Loft/Second Floor Usable SF | Existing First Floor, Existing Basement and Potential Loft/Second Floor Usable SF (Combined Total) |
| 2 | 10 | 6753 | 7,674 | None | - | - | - | 6,753 |
| 3 | 20 | 6836 | 7,736 | None | - | 1,013 | 1,013 | 7,831 |
| 4 | 20 | 5280 | 6,000 | Full | 5,080 | - | - | 5,280 |
| 5 | 20 | 6836 | 7,736 | None | - | 1,800 | - | 8,636 |
| 6 | 20 | 6836 | 7,736 | None | - | 1,800 | - | 8,636 |
| 7 | 60 | 6836 | 7,736 | None | - | 1,800 | - | 8,636 |
| 8 | 75 | 7135 | 8,131 | None | - | 1,800 | - | 8,935 |
| 9 | 80 | 6836 | 7,736 | Full - Daylight | 6,632 | 3,100 | 1,800 | 13,746 |
| 10 | 90 | 6836 | 7,736 | Full - Daylight | 6,632 | 4,093 | 1,800 | 13,729 |
| 11 | 100 | 6836 | 7,736 | None | - | 1,800 | - | 8,636 |
| 12 | 130 | 7133 | 8,106 | None | - | 1,013 | 800 | 9,148 |
| 13 | 120 | 6836 | 7,736 | None | - | 1,100 | - | 7,936 |
| 14 | 130 | 6836 | 7,736 | None | - | 750 | - | 7,586 |
| 15 | 140 | 7088 | 8,054 | None | - | - | - | 7,088 |
| 16 | 150 | 6836 | 7,736 | None | - | 1,800 | - | 8,636 |
| 17 | 160 | 3240 | 6,000 | Full - Daylight | 5,080 | 1,524 | - | 6,604 |
| 18 | 170 | 3830 | 6,633 | Full - Walkout | 5,640 | 1,640 | - | 11,011 |
| 19 | 180 | 3280 | 6,000 | Full - Walkout | 3,080 | 4,290 | - | 11,094 |
| 20 | 190 | 6836 | 7,736 | None | - | 1,800 | - | 8,636 |
| 21 | 20 TV RD (FFCLD) | 4230 | 5,134 | Full - Walkout | 3,896 | 3,896 | 1,333 | 9,679 |
| 22 | Totals | 129,334 | 146,800 | | 38,049 | 23,038 | 3,363 | 178,477 |
| 23 | | | | | | | | |
| 24 | Revised 6/6/2019 | | | | | | | |
| 25 | | Notes: | | | | | | |
| 26 | | 1) Existing Parking = 606 spaces (at assumed 41,000 SF yield) 174,000 SF allowable area | | | | | | |
| 27 | | 2) Existing Usable = 135,640 SF (Total all levels) | | | | | | |

1) Signage: There will be no advertising signage which is visible from West Jefferson Road, Tobey Village Road or Clover Street for Tobey Village Office Park except as follows:

- a. One identification sign structure at Tobey Village Road and Clover Street for the Office Park with a base feature of 135 square feet and four (4) 2 sided signs at 6 square feet each side.
- b. One identification sign at Tobey Village Road and Jefferson Road for the Office Park with a base feature of 135 square feet and four (4) 2 sided signs at 6 square feet each side (existing)
- c. One identification sign at Tobey Village Road and West Jefferson Road for a Pittsford Federal Credit Union ground mounted sign up to 15 square feet.
- d. Pittsford Federal Credit Union ground mounted sign up to 12 square feet marking the parking lot entrance to Pittsford Federal Credit Union on Tobey Village Road.

B. Market Rate Apartment House. The commercial/retail area formerly known as Barn Bazaar and a portion of Parcel 12 is to be redeveloped for up to 175 dwelling units of Market Rate Apartments. The "project area" specifically includes a 5.333 +/- acre portion of Parcel 8, a 1.157 +/- acre portion of Parcel 12 and a 0.518 +/- acre parcel used for apartment parking on the south side of Tobey Village Road. The "project area" totals 7.008 +/- acres. The maximum gross square footage of the Apartment House is limited to 287,000 square feet. The unit count of apartments must be reasonably similar to (16)-studios, (102)-one bedroom, (45)-two bedroom, and (12)-three bedroom apartments, as indicated on the Town Board submission dated April 30, 2024.

The following items relate to the Market Rate Apartment House project described above:

- 1) Access: Access to the project shall be derived from the existing Tobey Village Road.
- 2) Height: The permitted maximum height of the Market Rate Apartment House:
 - a. The height of the building, as measured from finished grade at the main entrance to the highest roofline of the building, shall not exceed 48 feet. Building heights measured around the building from finished grade shall not exceed 59 feet to the highest roofline of the building. The building's appearance, including rooflines, materials, and colors, is subject to approval by the Design Review and Historic Preservation Board. Chimneys and/or venting is allowed to extend above roof lines as required by building code.
- 3) Setbacks: The minimum setbacks shall be as follows:
 - a. To Tobey Village Road right-of-way (ROW) - 20 feet.
 - b. To the rear property line of 2867 Clover Street - 40 feet.
 - c. To the West Jefferson Road ROW - 75 feet.
 - d. To the Clover Street ROW transition to West Jefferson Road - 120 feet.
 - e. To the Clover Street ROW - 190 feet.
 - f. To the Pittsford Federal Credit Union property line - 15 feet.
- 4) Parking:
 - a. This Market Rate Apartment House contemplates parking underneath the residential units, as well as surface parking. The parking requirement shall be a minimum of 1.75 spaces per dwelling unit, which must be provided on the project area. Further expansion of parking on Parcel 12 beyond the land banked parking shown on plans submitted to the Town Board received February 15, 2024, is prohibited.
 - b. Locations for electric vehicle parking and charging is subject to approval by the Department of Public Works and the Town Fire Marshal.
 - c. Parking lot lighting shall be dark sky compliant except as may be approved by the Planning Board.
- 5) Landscaping:
 - a. The land between the Market Rate Apartment House and Pittsford Federal Credit Union, West Jefferson Road, and Clover Street will be maintained as open space, except for required emergency access.
 - b. Landscaping is required to be consistent with the Tobey PUD general provisions.
 - c. As part of the site plan review process, the final landscaping plan will be subject to review and approval by the Planning Board, with a focus on buffering public views, adjacent residential uses, and the historic home on Clover Street. The Planning Board will apply the landscaping cost requirements set forth in Town Code §185-194(C).
- 6) Signage: There will be no advertising signage which is visible from West Jefferson Road, Tobey Village Road or Clover Street for the Market Rate Apartment House except as follows:

- a) Signage is subject to issuance of a Building Permit and Design Review and Historic Preservation Board approval. Interior lighting of signage is prohibited.
- b) One one-sided identification sign at or near the intersection of Clover Street and West Jefferson Road, not to exceed 40 square feet.
- c) One identification sign at Tobey Village Road and Clover Street, which may be two-sided and not to exceed 24 square feet per side.
- d) One identification sign at the main driveway entrance on Tobey Village Road which may be two-sided and not to exceed 20 square feet per side. Exterior illumination is permitted for this identification sign.
- e) Directional, informational and/or wayfinding signage shall be permitted on Tobey Village Road and the development parcels, subject to Department of Public Works review and possibly Design Review and Historic Preservation Board approval.
- f) Temporary signage during construction: a total of two (2) two-sided signs, not to exceed 32 square feet per side, will be allowed and located at the intersection of Tobey Village Road with West Jefferson Road and Tobey Village Road with Clover Street.

Parcels 9 and 10 (SBL: 163.02-1-13; SBL: 163.02-1-15 and 16) Allowed Uses

YMCA Use: An allowed use for these parcels is a YMCA facility, being a structure not to exceed a total of 140,000 square feet of gross floor area in a two (2) story building (or three (3) stories if a “walk-out” level is built below the grade at the main building entrance), with a building footprint not to exceed 75,000 square feet of gross floor area, and the building height to be no higher than 50 feet above grade at the main entrance to the building. As used in these Regulations, the term “gross floor area” shall mean the interior floor area measured from the interior surface of the exterior enclosure of the building, and excluding the roof. The building placement as demonstrated in Exhibit A hereto designates the “Building Area” in which the facility is to be located as well as an example of a building footprint that reflects a gross floor area of 75,000 square feet. All normally accepted services consistent with modern YMCA facilities, including medical offices and rehabilitation facilities not to exceed 15,000 square feet of gross floor area, and including food services and access to credit union/banking ATM and related services, are allowed. Up to a total of 675 parking spaces are permitted, including up to 60 accessible parking spaces (which accessible parking spaces will satisfy then current Americans with Disabilities Act (“ADA”) Standards for Accessible Design). Further, additions to and/or expansion of the allowed YMCA use or other use may be permitted by the Town Board up to an additional 43,200 square feet of gross floor area (for a total of up to 183,200 square feet of gross floor area) including an additional gross floor area of footprint of up to 23,143 square feet (for a total footprint not to exceed 98,143 square feet of gross floor area, with additional parking up to an additional 125 parking spaces (for a total of 800 parking spaces), including up to an additional 20 accessible parking spaces (for a total of 80 accessible parking spaces), which accessible parking spaces will satisfy then current ADA Standards for Accessible Design. Such expansion may be in one (1) or more phases and may be either a separate building (including a maintenance and storage building ancillary to the YMCA facility not to exceed 3,000 square feet of gross floor area and 20 feet in height (the “Maintenance Facility”)) and/or an addition to the main building. Any such expansion may only be permitted by the Town Board if it is shown that such additional development, mitigated as necessary, will not result in an undue burden on traffic. The building structures and any additions and/or expansions may be located in one or more portions of Parcels 9 and 10 designated on Exhibit A hereto as “Building Area” (and, with respect to the Maintenance Facility only, on any other portion of Parcel 10) provided that the building structures and any expansions shall be setback no less than 4 feet from the property lines (being

setback approximately 140 feet from the existing centerline of Jefferson Road and approximately 90 feet from the existing centerline of Clover Street).

Applicability of General Requirements. Design Requirements. Landscape Architecture/Site Planning and Parking and Traffic Provisions.

The new Southeast Family Branch YMCA to be located on Parcels 9 and 10 will be a unique structure to the Tobey PUD. The size, scale and mass of a facility such as the new Southeast Family Branch need to be consistent with other modern YMCA's and bring special considerations that differ from development that consists of mixed use or multiple structures found on adjacent parcel locations. Accordingly, when applying the above portions of these Regulations with respect to the design, development and/or use of Parcels 9 and/or 10 for or in connection with YMCA use, the various Boards and other bodies with jurisdiction over the project will provide appropriate exceptions and allowances to the Regulations. Specifically, the following unique features will be permitted:

- A. Storage of trucks and large snow removal equipment outside of structures will be permitted on such portions of Parcels 9 and/or 10 as will reduce to the extent possible their visibility from either Jefferson Road or Clover Street. In addition, trash receptacles of the minimum size necessary for temporary storage of refuse materials shall also be permitted in Parcels 9 and 10, provided that any such containers shall be approved as part of the site plan by the Planning Board and shall be properly screened from view and appropriately maintained and sanitized so as to avoid health and odor problems.
- B. The facade of the YMCA building shall be scaled, massed and broken up into varying sizes as appropriate and feasible to the unique programmatic areas of a YMCA such as natatoriums and gymnasiums. Human scale and pedestrian friendly environments shall be utilized and contextual character of the architecture will harmonize with and compliment the Pittsford community.
- C. The height of the structure shall be 50 feet above grade at the main entrance to the building. Chimneys, cupolas and other similar architectural accents attached to the structure may extend up to 10 feet above the highest point of the building structure. One flagpole, used exclusively for the display of flags, not exceeding 50 feet in height, is permitted. Roof types and height may vary in order to retain the Town's character. Efforts will be utilized to avoid expansive flat or low pitched roofs; however flat roofs may be utilized as and where required for mechanical equipment and/or to achieve economies in construction and/or construction costs. The use of curtain wall type construction shall be allowed. Locations shall be contextual, in concert with materiality and the philosophy of the YMCA mission and allow the use for sustainable practices.
- D. The parking areas and/or outdoor recreation uses may be located within that portion of Parcels 9 and 10 designated on Exhibit A hereto as "Site Development Area". A covered pedestrian walkway(s) will be allowed to be constructed or installed in the area designated on Exhibit A as "Site Development Area" (subject to concept plan review by the Town Board and site plan review by the Planning Board), the square footage of which shall not be included in the calculation of the maximum square footage of gross floor area of any and all buildings

permitted to be constructed in Parcels 9 and 10 pursuant to these PUD regulations.

YMCA Signage: All signs shall be approved, as to design, in accordance with the provisions of Article XXXI of Chapter 185 of the Town Code. In addition, the following specific sign requirements shall apply:

- A. Temporary signage announcing that the site is the “Future Home of the YMCA”, or similar language, and/or language acknowledging or referring to any donor, sponsor or philanthropist is allowed, with one doable-sided sign along Clover Street and one double-sided along Jefferson Road. Such signs may be erected after transfer of ownership of the property to the YMCA and shall each not be larger than eight (8) feet by twelve (12) feet in size and setback at least twenty-five (25) feet from the paved roadway.
- B. At the time the facility is constructed: (i) a monument sign with (x) YMCA text and/or logo, (y) text and/or logo of any donor, sponsor or philanthropist, and/or (z) the text and, at YMCA’s option, text and logo of any health care provider operating the medical offices and rehabilitation facilities may be placed at the main entrance on Jefferson Road. Such sign may be a two-sided illuminated sign which is up to seven (7) feet in width and up to six (6) feet two (2) inches in height; with a minimum base of seven (7) feet in width and three (3) feet four (4) inches in height; and (ii) a monument sign with (x) YMCA text and/or logo, (y) text and/or logo of any donor, sponsor or philanthropist, and/or (z) the text and, at YMCA’s option, text and logo of any health care provider operating the medical offices and rehabilitation facilities may be placed at the south side of the entrance on Clover Street. Such sign shall be a one-sided illuminated sign facing north which is up to six (6) feet in width and up to five (5) feet two (2) inches in height; with a minimum base of six (6) feet in width and two (2) feet four (4) inches in height.
- C. Up to two (2) signs are allowed on corners of the building, one facing Clover Street and one facing Jefferson Road. Such signs may each be up to eighty-four (84) inches in height and up to ninety-seven and one half (97.5) inches in width and contain YMCA text and/or logo and, at YMCA’s option, text and/or logo of any donor, sponsor or philanthropist.
- D. The following additional signs will be allowed on the building:
 1. A front door main entrance sign on the northerly side of the building containing (i) YMCA text and/or logo, and/or (ii) text and/or logo of any donor, sponsor or philanthropist constructed of brushed aluminum letters up to thirty-six (36) inches in height and up to one hundred forty four (144) inches in width;
 2. A sign at or above the entrance on the westerly side of the building containing YMCA text and/or logo up to twenty-four (24) inches in height and up to ninety-six (96) inches in width. This sign may be visible from Jefferson Road;
 3. A sign on the building at or above the entrance to the child daycare center containing YMCA text and/or logo and appropriate additional identifying information, including logo, up to twenty-four (24) inches in height and up to ninety-six (96) inches in width; and
 4. A sign on the building at or above the entrance to the medical offices and/or

rehabilitation facilities containing text and appropriate identifying information, including logo regarding the health care provider operating the same up to twenty-four (24) inches in height and up to ninety-six (96) inches in width.

E. No other signs shall be visible from Jefferson Road or Clover Street.

Office Campus Mixed Use: These parcels are, alternatively, approved for up to 10,000 square feet per acre of gross floor area for the creation of an office campus, which shall exclude medical office use, and which may include residentially designed executive hotel-type facilities, and may also include retail uses which would be limited to ancillary services required for the office and executive hotel units; further, provided that the foregoing uses shall be subject to prior approval by the Town Board for the purposes of determining whether the specific concept site plan creates an appropriate balance of uses for the area, and whether the plan would place an undue burden with respect to traffic and other environmental considerations.

Office Campus Mixed Use Signage: All signs shall be approved, as to design, in accordance with the provisions of Article XXXI of Chapter 185 of the Town Code. In addition, the following specific sign requirements shall apply:

- A. Signs shall be limited to one sign or structure at each entrance from the public right-of-way.
- B. If the sign is part of a stone, brick or other permanent structure, the sign shall not exceed 16 square feet in size and the structure and sign shall not exceed three feet in height.
- C. No other signs shall be visible from Jefferson Road or Clover Street.

Concept Plan Approval: Prior to the review, by the Town Planning Board, of a specific site plan for development of the parcel for any allowed use, the Town Board shall review and approve the site concept as to general layout, building location and configuration, general architecture, parking and traffic management and related site development. This review, as well as subsequent reviews by the Planning Board and other bodies having jurisdiction over the project, will be conducted in conformance with the exceptions, allowances and requirements set forth herein with respect to the development of Parcels 9 and 10 for YMCA use.

Access: The main access point for any allowed use shall be provided along Jefferson Road and shall be aligned with the existing Tobey Village Road. Such access shall include a signalized intersection with turning lanes, as approved by the NYS Department of Transportation. A second access point for any allowed use shall be provided on Clover Street at its existing curb-cut location and will only permit ingress from (and not egress to) the southbound lane of Clover Street. In addition to the foregoing, the pre-existing access point at the southwestern portion of Parcel 9 along Jefferson Road (NY Route 252) shall be preserved for future use, but may only be developed for vehicular egress going westbound and shall be subject to all applicable New York State Department of Transportation requirements.

Landscaping: For any allowed use, landscape buffer shall be established along the Jefferson Road frontage, adjacent to residential uses to the west and along the parcel's northern boundary.

Western Boundary Buffer Area: That portion of Parcel 9 located west of the area designated "Parking and Recreation Area" on Exhibit A hereto shall be maintained as a buffer (the "Buffer Area") in which no buildings, structures or improvements may be constructed, erected or installed excepting only any improvements constructed, erected or installed solely for the purposes of (i) surface and stormwater retention and/or drainage, and (ii) providing utility services only to the YMCA facility. Notwithstanding the foregoing, in the event additions to and/or expansions of the allowed YMCA use or other use are permitted by the Town Board up to an additional 43,200 square feet of gross floor area as hereinbefore provided in these regulations, any and all additional parking in connection with any such permitted additions and/or expansions (up to an additional 125 parking spaces) shall be located in the eastern half of the Buffer Area if impracticable or undesirable to fit in the existing designated Parking and Recreation Area.

Parcel 11 (SBL: 163.02-1-17 and 18) Limited Business

(Parcel added by Resolution dated July 16,1996).

Uses: This parcel is presently a pre-existing, non-conforming use as a garden store. The parcel also contains a single family dwelling in conformity with the residential zoning applicable to this parcel. In adding this parcel to the PUD, the present garden store usage and single family residence are being affirmatively approved. However, this Resolution recognizes that the current garden store use, parking and outside storage is not totally contained within the limits of tax parcels identified and in no way legitimizes this condition. As a condition of authorizing the previously non-conforming use, the existing structure must be contained within the parcel boundaries, including outside storage and permitted traffic/parking. Such conformance shall be subject to approval by the Planning Board. A plan shall be submitted to the Planning Board within six months of the approval of this Resolution.

The redevelopment of this parcel is approved for up to 10,000 square feet of gross usage area per acre which shall include floor area and any area used for outside storage or display. The uses allowed include a garden store along with ancillary uses including garden supply sales, lawn mower and garden power equipment sales and service, garden implement and tool sales, florist shop, landscape material sales, residential greenhouse and supply sales and residential pool sales and supplies. Such redevelopment is subject to the following conditions:

- A. No redevelopment can proceed without the current structures being brought into compliance.
- B. Outside storage shall be limited to the garden store seasonal materials only which shall be adjacent to the garden store structures.
- C. One dumpster or similar refuse container shall be allowed on this portion of the property, provided it is properly screened by use of vegetative buffer of fencing.
- D. Any change of use from those stipulated herein shall be subject to the approval by the Town Board. In considering such change in use, the Town Board shall consider whether the change maintains an appropriate balance of uses for the area, and whether the uses contemplated would place an undue burden with respect to traffic and other environmental considerations. In addition, given the other uses in the PUD, any future changes of use should be uses closely aligned to those approved herein and not for office, commercial or multifamily residential uses.

Access: All access to uses will be derived from no more than two points of access on Clover Street. New access may not be established closer than 200 feet from the intersection of the right-of-way lines of Clover Street and Jefferson Road.

Landscaping: In addition to the general guidelines stipulated herein, a vegetative buffer visually screening intrusive uses from Jefferson Road shall be maintained. Mature trees shall be retained and incorporated into the site development plan particularly the mature trees that line the bank of the West Branch of Allens Creek as it bisects the site. All uses will be visually screened from view of users of the New York State Erie Canal and adjacent towpath. Pedestrian access between the greenway along the Erie Canal and the proposed Allens Creek West Branch green way will be integrated into any approved pedestrian access required as a condition of site plan approval.

Signage: Signs shall be in accordance with the following:

- A. One free-standing sign near a public highway stating the property address and/or business name will be permitted. Such sign shall not exceed 16 square feet in size per side, and shall not have more than two sides. The highest point of such signs shall not exceed four feet above grade. Such signs shall not be closer than 10 feet to any lot line and shall not obstruct vehicular or pedestrian visibility.
- B. Each business may have one sign on the face of any building structure setting forth the name of the business or office therein. Any such sign shall not exceed one foot in height by two feet in length. Each sign shall be uniform in size, style, materials, lettering and coloring. Such sign shall not contain advertising or other promotional material.
- C. No other internal signage shall be visible from Jefferson Road or Clover Street. All signs shall be subject to prior approval by the Planning Board.

Parcel 12 (SBL: 163.02-1-22/23) Residential Office

(Parcel added by Resolution dated July 16, 1996).

Uses: (a) On tax parcel 163.02-1-22, single family detached residential use, or alternate use as a bed and breakfast or office, in the existing structure shall be permitted. In addition, any modifications or additions to existing structures shall be designed to maintain the architectural integrity and residential character of this tax parcel, (b) On tax parcel 163.02-1-23.1, permitted uses shall be: parking limited to 11 spaces and a fire lane to complement the development of Parcel 8 (Market Rate Apartment House). No buildings may be constructed on this tax parcel.

Access: The access point to Clover Street on tax parcel 163.02-1-22 shall be maintained in its present location. Access to tax parcel 163.02-1-23.1 remains to and from Tobey Village Road.

Landscape: As provided in general requirements, all parking should meet the locational requirements outlined in General Design Guidance Section of this Resolution and will be screened from view from Clover Street by berming and landscape plant materials. Lighting shall be designed to minimize its impact on adjacent residential uses.

Signage: Signs shall be in accordance with Section 185-134 and/or Section 185-138 of the Pittsford

Town Code (depending on the use of the property), as well as a monument entry sign for the principal use of Parcel 8 (Market Rate Apartment House) at a location and size to be determined by the Planning Board.

Outside refuse storage: Trash receptacles of the minimum size necessary for temporary storage of refuse materials shall be permitted provided that any such containers shall be approved as part of the site plan by the Planning Board and shall be properly screened from view and appropriately maintained and sanitized so as to avoid health and odor problems.

Parcel 13 (SBL: 163.02-1-21) Residential/Office

(Parcel added by Resolution dated July 16, 1996).

Uses: Uses allowed for this 1.55 acre site will include no more than 5 single family detached residential units or 9 townhomes, provided the site planning, amenities and architectural design is consistent with units currently available in Parcel 1, Tobey Court. As an alternative, no more than 10,000 square feet/acre of gross floor area for nonmedical personal service office space may be constructed. Should an office plan be presented, that portion of the parcel east of Allens Creek West Branch will be reserved for required floodwater storage and as a vegetative buffer between office uses and adjacent residential units. No development will be permitted within the floodway.

Additionally, no building constructed on 1.55 acre site shall exceed an average height of thirty six and five one-hundredth's (36.05) feet and thirty seven and one-half (37.5) feet at its highest point.

Access: Access will be derived from existing Tobey Road at the southwest corner of the parcel. At such time as the right-of-way for Tobey Road is abandoned to the Town of Pittsford, the parcel owner shall acquire portions of that right-of-way from Monroe County for use as access and parking.

Landscaping: Existing mature vegetation east of Allens Creek West Branch shall remain. In addition, mature trees west of Allens Creek West Branch will be saved and incorporated into a landscape plan where practicable. All parking should meet the locational requirements outlined in General Design Guidance Section of this Resolution and will be screened from view from Clover Street and residences in Tobey Court by berming and landscape plant materials. Low level residential scale lighting shall be required in order to minimize the project's impact on adjacent residential uses and roadways.

Signage:

Signs shall be in accordance with the following:

- A. One freestanding sign near a public highway stating the property address only will be permitted. Such sign shall not exceed 2 feet in height and 4 feet in length and shall not have more than two sides. Such sign shall be at least 2 feet and 6 inches above grade, and the highest point of any structure containing such sign shall not exceed four feet and six inches above grade. Such sign shall not be closer than ten feet to any lot line, and shall not obstruct vehicular or pedestrian visibility. Such sign may be illuminated by one clear constant landscape light per side of the sign, arranged so that it does not project, dispense or display any light rays onto adjacent properties or right-of-ways. Such landscape lights shall be extinguished not later than 10:00 p.m.
- B. One sign affixed to the face of the building in close proximity to the main entrance stating only the name of the business or offices therein. Such sign shall not exceed two feet by

two feet in size and shall not extend above the height of the main entrance door. Said sign may not be illuminated except by entrance lighting otherwise approved for the building.

- C. The location and landscaping for the freestanding sign shall be as per the application and the site plan modification design dated 04/13/98.
- D. The foregoing signs shall be of a design and construction approved by the Planning Board.

Trash Receptacles:

An enclosure for the temporary storage of refuse shall be allowed subject to the following conditions:

- A. A covered enclosure not larger than 9 feet 4 inches by 13 feet 4 inches in size to accommodate standard wheeled trash containers, constructed of split face block in accordance with the design of the office building on the site, shall be permitted.
- B. The enclosure shall be located and landscaped as proposed in the application and the site plan modification design dated 4/13/98 in the northwest corner of the parcel with a setback of 4 feet from the westerly lot line and 8 feet from the northerly lot line being permitted.
- C. At all times the landscaping will include evergreens of sufficient height and maturity to adequately screen the enclosure.
- D. At no time shall the enclosure contain any trash dumpster or similar device.
- E. The enclosure shall not result in a reduction of available parking spaces approved and required for the site.
- F. Trash removal from the enclosure shall occur at times similar to that provided for residential trash removal in the surrounding neighborhood.
- G. The enclosure will be properly maintained so as to prevent odors or any unsanitary conditions, and the enclosure shall be kept closed and secured except when in use.
- H. The foregoing shall be subject to such further conditions and approvals as may be imposed by the Planning Board which may include approval of the trash receptacles and hours for trash removal.

Parcel 14 (SBL: 163.02-1-20) Community Service/Residential (Parcel added by Resolution

dated July 16,1996).

Uses: Uses will continue as public services. Any expansion of that use will, however, be consistent and compatible with future residential use of the property. As such time as the current use is discontinued, the parcel shall revert to single family residential use or, as an alternative, townhomes at a density and with a design compatible with those provided in Parcel 1, Tobey Court.

Access: Access will continue to be provided from- existing Tobey Road. As such time as Tobey Road is realigned, the Town of Pittsford will ensure that new access be provided in a manner which provides adequate site distance for emergency vehicles accessing the site.

Landscape: As currently provided.

Signage: Signs shall be in accordance with the following:

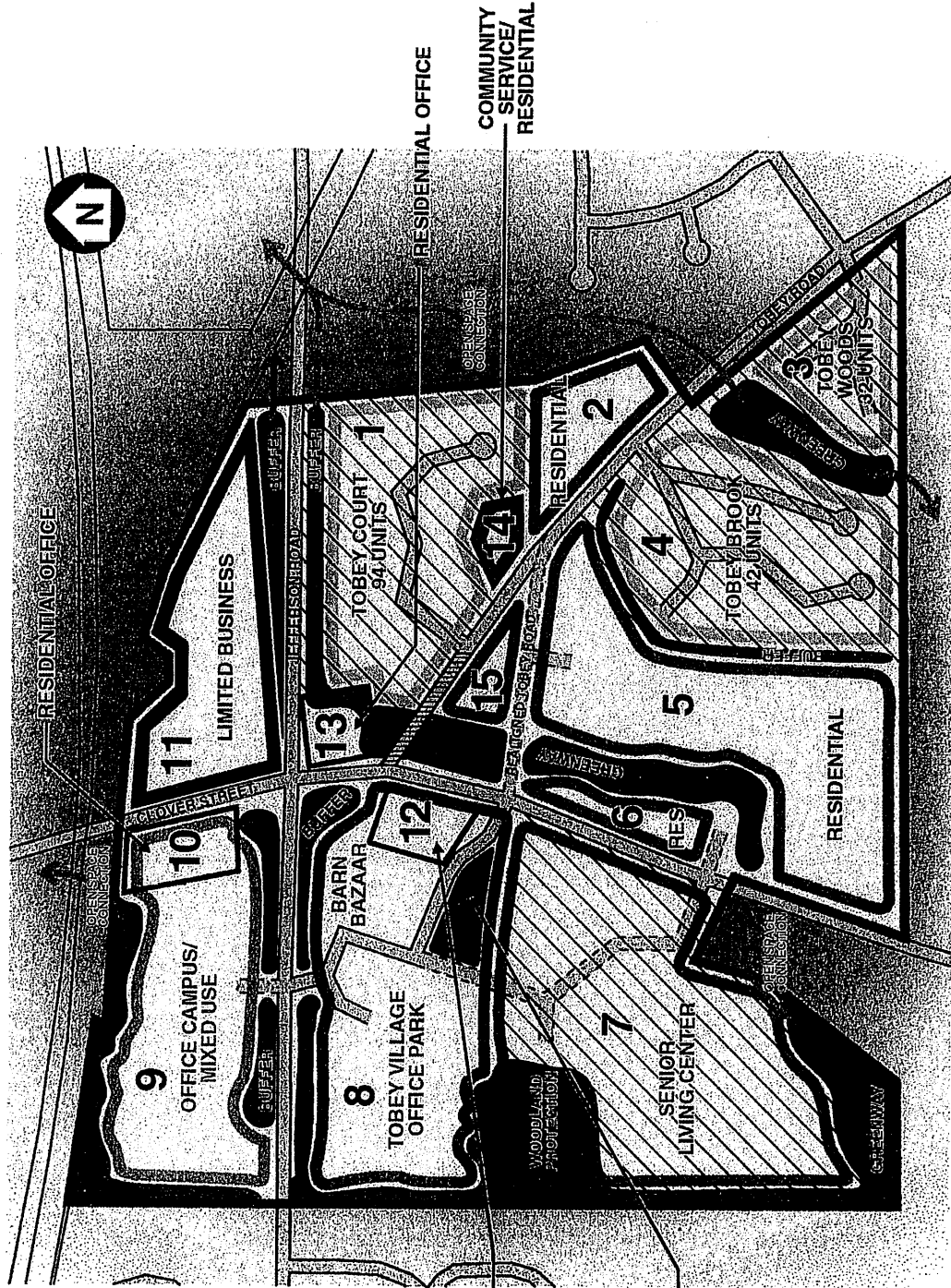
- A. One freestanding sign at the entranceway to the Ambulance facility will be permitted. Such sign and structure containing such sign shall together not exceed 3 feet in height and 6 feet in length above grade and shall not have more than two sides. Such sign shall not be closer than ten feet to any lot line, and shall not obstruct vehicular or pedestrian visibility. Such sign may be illuminated by one clear constant landscape light per side arranged so that it does not project, dispense or display any light rays onto adjacent properties or right-of-ways.
- B. The Planning Board shall approve the location, design and construction of any proposed sign, as well as any landscaping for any proposed sign.

Parcel 15 IS BL: 163.02-1035.1 [portion])

This parcel was a portion of Parcel 5. It was deeded to the Town of Pittsford, without cost and without reservation to use and/or for disposition. In addition, that property immediately south of this parcel has been deeded, without cost and without restriction, to the County of Monroe for the realignment of Tobey Road.

7/15/96

LAND USE PLAN TOBEY PLANNED UNIT DEVELOPMENT



NOT TO SCALE

No Changes Proposed

URS
CONSULTANTS, INC.

RESIDENTIAL OFFICE

PERMANENT
OPEN SPACE

RESIDENTIAL OFFICE

COMMUNITY
SERVICE/
RESIDENTIAL

Minutes of the Pittsford Town Board for May 7, 2024

**TOWN OF PITTSFORD
TOWN BOARD
May 7, 2024**

Proceedings of a meeting of the Pittsford Town Board held on Tuesday, August 8, 2024, at 6:00 P.M. local time in the Lower-Level Meeting Room of Town Hall, 11 South Main Street, in person.

PRESENT: Supervisor William A. Smith, Jr.; Councilmembers Naveen Havannavar, Cathy Koshykar, Stephanie Townsend, and Kim Taylor.

ABSENT: None.

ALSO PRESENT: Staff Members: Robert Koegel, Town Attorney; Paul Schenkel, Commissioner of Public Works; Renee McQuillen, Town Clerk; Kelly Eldred, Assistant to the Supervisor; Shelley O'Brien, Communications Director; Doug DeRue, Director of Planning and Zoning; Salvatore Tantalo, Code Enforcement.

ATTENDANCE: Eight members of the public along with an interpreter attended.

Supervisor Smith called the Town Board meeting to order at 6:00 P.M. and invited all to join in the Pledge to Flag.

SUPERVISORS ANNOUCEMENTS

The next Zoning Code update meeting will be held on Thursday, May 30 at 6:00 P.M. in the Town Board meeting room at Town Hall.

MINUTES OF THE APRIL 16 MEETING APPROVED

A Resolution to approve the minutes of the Town Board meeting of April 16, was offered by Councilmember Townsend, seconded by Deputy Supervisor Taylor, and voted on by members as follows: Ayes: Havannavar, Koshykar, Taylor, Townsend, and Smith. Nays: none.

The Resolution was declared carried as follows:

RESOLVED, that the Minutes of the April 16, Town Board meeting are approved.

LEGAL MATTERS

PUBLIC COMMENTS

No comments were submitted.

CONTINUATION OF PUBLIC HEARING FOR LOCAL LAW #4 of 2024

Supervisor Smith explained this is a continuation for the public hearing for the change to the zoning code of the Tobey PUD which would allow for the Pittsford Oaks development to move forward. The Supervisor then asked for any member of the public wished to speak, hearing none, submitted comments were read by the Town Clerk from M. Tomaino, T. Shay, J. Bellizia, P. Bellizia, D. Seager and A. Ganguly and the Supervisor declared the hearing closed.

Board member discussion began with Councilmember Koshykar noting a change under Parcel 11 indicating the property would be parking instead of a land bank as previously discussed. The developer and Town Planning staff explained having the parking on the site plan now does not change the developer's intent to have it be land bank and only become parking if they cannot reach the 1.75 parking spots required per unit. Following additional discussion on the matter it was determined that the local law would be amended to reflect the original wording of land bank.

Minutes of the Pittsford Town Board for May 7, 2024

Deputy Supervisor Taylor commented she has concerns but is confident in both the Design Review Historic Preservation Board and the Planning Board to work out details. Councilmember Townsend agreed with Deputy Supervisor Taylor and cited residents need/want for this type of development and that the increased assessment on the property benefits the Town. Councilmember Havannavar shared the following positives he sees with this project which included preapproved size and parking, an increase in the tax base allowing for more mixed income and moving forward will clean up the location. A negative of the project is the possible traffic issues that could arise but can be mitigated with enforcement and education.

AMENDMENT TO ADOPTION RESOLUTION – LOCAL LAW NO. 4

Councilmember Koshykar made a motion to remove the strikethrough from the words “land banked” and delete the word “parking” in under Exhibit A, Parcel 8 (SBL: 163.02-1-24.211,-24.21,-25, -34, and -63 to -72),Section B(4)a, seconded by Councilmember Havannavar and voted on by members as follows: Ayes: Havannavar, Koshykar, Taylor, Townsend, and Smith. Nays: none.

The Resolution was declared carried as follows:

RESOLVED, to remove the strikethrough from the words “land banked” and delete the word “parking” in under Exhibit A, Parcel 8 (SBL: 163.02-1-24.211, -24.21, -25, -34, and -63 to -72),Section B(4)a.

SEQRA RESOLUTION

Supervisor Smith moved that a Negative Declaration of Environmental Significance be made, with respect to proposed Local Law No. 4 of 2024, seconded by Deputy Supervisor Taylor and voted on by members as follows: Ayes: Havannavar, Koshykar, Taylor, Townsend, and Smith. Nays: none.

The Resolution was declared carried as follows:

RESOLVED, that a negative Declaration of Environmental Significance be made with respect to proposed Local Law No. 4 of 2024, as set forth in the written SEQRA Resolution submitted herewith.

ADOPTION RESOLUTION – LOCAL LAW NO. 4

Councilmember Havannavar moved the enactment of Local Law No. 4 of 2024, amending the provisions of the Tobey Planned Unit Development District, as set forth in the proposed Adoption Resolution, seconded by Supervisor Smith and voted on by members as follows: Ayes: Havannavar, Koshykar, Taylor, Townsend, and Smith. Nays: none.

The Resolution was declared carried as follows:

RESOLVED, the enactment of Local Law No. 4 of 2024, amending the provisions of the Tobey Planned Unit Development District, as set forth in the proposed Adoption Resolution submitted herewith.

FINANCE MATTERS

PUBLIC COMMENTS

No comments were submitted.

EQUIPMENT SURPLUS APPROVAL

A resolution to approve the surplus items was offered by Deputy Supervisor Taylor, seconded by Councilmember Townsend, and voted on by members as follows: Ayes: Havannavar, Koshykar, Taylor, Townsend, and Smith. Nays: none.

The Resolution was declared carried as follows:

Minutes of the Pittsford Town Board for May 7, 2024

Be it resolved, that the attached list of equipment be declared surplus and be removed from the Town's inventory.

| Asset # | Description | Department | Cost | Status |
|---------|-------------------|------------|--------------|---------|
| 18967 | Toro 8' ZTR Mower | Parks | \$ 31,998.96 | Auction |

BUDGET AMENDMENT APPROVED

A resolution to approve the budget amendment was offered by Councilmember Koshykar, seconded by Councilmember Townsend, and voted on by members as follows: Ayes: Havannavar, Koshykar, Taylor, Townsend, and Smith. Nays: none.

The Resolution was declared carried as follows:

Be it resolved that the following is approved:

That 1.3310.2026.0002.0004 (General Fund – Traffic) be increased by \$15,700.00 for two radar speed trailers.

The source of the funds will be American Rescue Plan Act (ARPA) Federal Aid totaling \$15,700.00. The Finance Director is authorized to amend the budget and make transfers as necessary to facilitate the expenditure of these funds.

PERSONNEL MATTERS

PUBLIC COMMENTS

No comments were submitted.

HIRING/PERSONNEL ADJUSTMENTS APPROVED

A Resolution to approve the recommendations for new hires and status and/or salary changes was offered for approval by Deputy Supervisor Taylor, seconded by Councilmember Townsend, and voted on by members as follows: Ayes: Havannavar, Koshykar, Taylor, Townsend, and Smith. Nays: none.

The Resolution was declared passed as follows:

RESOLVED, that the Town Board approves the appointment for the following employee(s):

| Name | Position | Reason | Rate | Effective Date |
|-----------------|----------------------|-------------|---------|----------------|
| Casandra Schrom | Rec Supervisor | Promo/Title | \$30.22 | 05/06/2024 |
| Bryce Wallman | Seasonal Laborer-HWY | Rehire | \$18.35 | 05/08/2024 |
| Joseph Angora | Seasonal Laborer-HWY | Rehire | \$18.35 | 05/20/2024 |
| Adam Tata | Seasonal Laborer-HWY | Rehire | \$18.35 | 05/28/2024 |

OTHER BUSINESS

Supervisor Smith shared that May was Asian American Pacific Islander heritage month.

Deputy Supervisor Taylor announced tomorrow is Bike to School Day and for drivers to be aware lots of students and parents biking tomorrow.

Councilmember Havannavar reminded everyone that the Town will be hosting a free rabies clinic on Thursday, May 9, from 4:30pm to 7pm at the Highway garage.

Councilmember Havannavar shared updates on the research he and Supervisor Smith have done about the possibility of adding a town text notification system for emergency situations when they occur within the Town. He commented the Town is already part of the Hyper-Reach system operated by Monroe County Office of Emergency Management and 9-1-1. All land lines are automatically enrolled,

Minutes of the Pittsford Town Board for May 7, 2024

cell phone numbers need to be registered, the link to register <https://www.monroecounty.gov/safety-ecd> will be shared in Town communications. Supervisor Smith further commented that he met with the Perinton Supervisor regarding their experience with the notification system they utilize.

Board members also discussed cell phone service dead zones and if there is a way for the Town to better target those areas in need of better coverage.

PUBLIC COMMENT

With no further business, the meeting adjourned at 7:17 P.M.

Respectfully submitted,

Renee McQuillen
Town Clerk



MODIFICATION SUMMARY

DATE: December 17, 2024

APPLICANT:

I-Square, LLC
85 Excel Drive
Rochester, NY 14621

PROJECT LOCATION:

Titus Avenue- South of Cooper Road
Rochester, NY 14617

MODIFICATION REQUEST:

I-Square is a mixed-use town center development in the Town of Irondequoit. The project was originally approved in March 2013 for a custom real property tax abatement, mortgage recording tax and sales tax exemptions. This ongoing project has received several extensions of the sales tax exemption through December 31, 2024. The applicant is requesting to modify the PILOT agreement by adjusting the construction milestone, adding a parcel and removing another parcel. The Town of Irondequoit and the West Irondequoit School District are supportive of the modifications. For information purposes, the applicant is in the process of buying back The Market building located at 400 Bakers Park that was sold last year. In addition, the applicant is requesting another extension of the sales tax exemption through December 31, 2026.

PROJECT AMOUNT

ORIGINAL
\$9,900,000

Motion By: _____
Seconded By: _____

RESOLUTION
(I-Square, LLC Project)
OSC Project Code: 2602-13-014F

A regular meeting of the County of Monroe Industrial Development Agency (the "Agency"), was held at the Agency's offices located at 50 West Main Street, Rochester, New York 14614, on December 17, 2024 at 12:00 p.m.

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 I-SQUARE, LLC (THE "COMPANY") THROUGH DECEMBER 31, 2026, 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 Resolutions duly adopted on March 19, 2013 (collectively, the "Authorizing Resolution"), the Agency appointed **I-Square, 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 the acquisition by lease or otherwise, and interest in various properties located just south of the intersection of Titus Avenue and Cooper Road in the Town of Irondequoit, County of Monroe, New York (the "Land"); (B) the demolition of the existing improvements and the construction on the Land of a new road extension and a mixed-use "Town Center" comprised of approximately seven new buildings totaling at least 92,000 square feet of space, consisting of, but not limited to, an art gallery, outdoor amphitheater stage with room for 400 spectators, a community learning and business conference center, rooftop gardens, retail space, restaurants, office and residential space (collectively, the "Improvements"), and (C) the acquisition and installation therein, thereon or thereabout of various machinery, equipment and related personal property (the "Equipment" and, together with the Land and the Improvements, the "Facility"); all pursuant the Act; 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, 2019; and

WHEREAS, the Agency subsequently extended the Company's exempt status for Sales and Use Tax Exemption Benefits in connection with the Project through June 30, 2020; and

WHEREAS, the Company then requested the Agency grant a further extension to its sales tax exemption through December 31, 2021; and

WHEREAS, the Company, pursuant to a certain Project Modification Request, dated October 26, 2021, requested the Agency grant a further extension to the Sales and Use Tax Exemption Benefits through June 30, 2023; and

WHEREAS, the Company, pursuant to a certain Project Modification Request, dated May 17, 2023, requested the Agency grant a further extension to the Sales and Use Tax Exemption Benefits through December 31, 2024; and

WHEREAS, the Company now desires a further extension to its Sales and Use Tax Exemption Benefits and has, pursuant to a certain Project Modification Request, dated December 9, 2024, requested the Agency grant a further extension to the Sales and Use Tax Exemption Benefits through December 31, 2026; and

WHEREAS, the Agency desires to adopt a resolution authorizing the extension of 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, 2026**. 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, Deputy 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, Deputy 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, Deputy 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><i>Yea</i></u> | <u><i>Nay</i></u> | <u><i>Absent</i></u> | <u><i>Abstain</i></u> |
|-----------------|-------------------|-------------------|----------------------|-----------------------|
| Lisa Bolzner | | | | |
| Rhett King | | | | |
| Norman Jones | | | | |
| Truman Tolefree | | | | |
| Ann L. Burr | | | | |

The Resolutions were thereupon duly adopted.

[Remainder of Page Intentionally Left Blank]

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 December 17, 2024, 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 17th day of December, 2024.

Ana J. Liss, Executive Director

Motion By: _____
Seconded By: _____

RESOLUTION
(I-Square, LLC Project Modification)
OSC Code: 2602-13-014F

A regular meeting of the County of Monroe Industrial Development Agency (the "Agency"), was held at the Agency's Offices, 50 West Main Street, Rochester, New York 14614, on December 17, 2024 at 12:00 p.m.

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 AUTHORIZING THE EXECUTION AND
DELIVERY OF AN AMENDED AND RESTATED PILOT AGREEMENT
AND RELATED DOCUMENTS IN CONNECTION WITH THE I-SQUARE,
LLC PROJECT

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, **I-SQUARE, LLC** (the "Company") previously submitted an application (the "Application") to the Agency requesting the Agency's assistance with respect to a certain project (the "Project") consisting of: (A) the acquisition of a leasehold interest in various properties located south of the intersection of Titus Avenue and Cooper Road in the Town of Irondequoit, County of Monroe, New York (the "Land"); (B) the demolition of the existing improvements and the construction on the Land of a new road extension and a mixed-use "town center" comprised of multiple buildings totaling approximately 92,000 square feet, consisting of, but not limited to, retail, restaurants, office and residential uses (collectively, the "Improvements"), and (C) the acquisition and installation therein, thereon or thereabout of various machinery, equipment and related personal property (the "Equipment" and, together with the Land and the Improvements, the "Facility"); and

WHEREAS, as contemplated by the Application, effective June 1, 2013, the Agency and the Company entered into a lease agreement whereby the Company leased the Facility to the Agency (the "Original Lease Agreement"), a related leaseback agreement whereby the Agency leased the Facility back to the Company (the "Original Leaseback Agreement"), and a Payment in Lieu of Tax Agreement (the "Original PILOT Agreement"), by and between the Company and the Agency, and approved as to form by the Town of Irondequoit (the "Town") and the West Irondequoit Central School District (the "School"); and

WHEREAS, the Town and the School confirmed their support for the Project and the Original PILOT Agreement as evidenced by their respective approving resolutions; and

WHEREAS, the Company, pursuant to correspondence, dated May 22, 2017, requested that the Agency, the Town and the School amend and restate the PILOT Agreement, pursuant to the terms of that certain Amended and Restated PILOT Agreement, dated as of August 1, 2017, by and between the Agency and the Company (as so amended and restated, the "2017 PILOT Agreement"); and

WHEREAS, the Agency, the Town and the School confirmed their support for the 2017 PILOT Agreement as evidenced by their respective approving resolutions; and

WHEREAS, the Company, pursuant to correspondence, dated December 7, 2018, requested that the Agency, the Town and the School amend and restate the 2017 PILOT Agreement pursuant to the terms of that certain Amended and Restated PILOT Agreement, dated as of February 1, 2019, by and between the Agency and the Company (as so amended and restated, the "2019 PILOT Agreement"; and, together with the Original PILOT Agreement and the 2017 PILOT Agreement, the "Prior PILOT Agreements"); and

WHEREAS, in connection with the 2019 PILOT Agreement and in order to add certain parcels now comprising the Land to the Project, the Original Lease Agreement and the Original Leaseback Agreement were amended, pursuant to that certain First Amendment to Lease Agreement and that certain First Amendment to Leaseback Agreement, each dated as of February 1, 2019, and each by and between the Agency and the Company; and

WHEREAS, the Agency, the Town and the School confirmed their support for the 2019 PILOT Agreement as evidenced by their respective approving resolutions and/or correspondence; and

WHEREAS, on or before January 31, 2020, the Company demolished or caused to be demolished all existing improvements located on parcels identified as tax map numbers 076.15-6-48; 076.15-6-42; 076.15-6-49; 076.15-6-41; 076.15-6.40; 076.15-6-39; and 076.15-6-56.1, as required by Section 3 of the 2019 PILOT Agreement; and

WHEREAS, the Prior PILOT Agreements contained Milestones (as defined therein), the following of which the Company has satisfied:

(a) on or about December 31, 2017, the Company demonstrated an aggregate Investment (as defined herein) of Five Million Five Hundred Thousand Dollars (\$5,500,000) in the Project; and

(b) on or about December 31, 2019, the Company demonstrated that it has completed construction of approximately 33,000 square feet of the Project; and

(c) on or about December 31, 2021, the Company demonstrated an aggregate Investment of at least Nine Million Dollars (\$9,000,000) in the Project.

WHEREAS, the Company has represented to the Agency that, as of December 31, 2021, it has completed construction of 47,000 square feet of the Facility; and

WHEREAS, as of December 31, 2023, the Company has demonstrated compliance with the job creation requirements set forth in Section 7 of the 2019 PILOT Agreement; and

WHEREAS, on or about July 24, 2024, the Company notified the Town, the School and the Agency that it desires to remove 633 Titus Avenue (tax map number 076.15-6-11) ("633 Titus Avenue") from the Project; and

WHEREAS, 633 Titus Avenue was removed from the Project by Amendment to Agreements, dated as of September 3, 2024, by and between the Agency and the Company; and

WHEREAS, the Company has now requested that the Agency, the Town and the School further amend and restate the 2019 PILOT Agreement pursuant an Amended and Restated PILOT Agreement in order to (i) modify the total square footage of the Facility from approximately 92,000 square feet to a minimum of 55,000 square feet, (ii) add a certain parcel of land located at 41 Lorraine Drive (tax map number 076-15.6-45) to the Land, the Facility and the Project and (iii) modify the Milestones with respect to the square footage constructed as of December 31, 2021; and

WHEREAS, the Town and the School confirmed their support for the Amended and Restated PILOT Agreement as evidenced by their respective approving resolutions; and

WHEREAS, the Agency desires to adopt a resolution authorizing the amendment and restatement of the 2019 PILOT Agreement as described below.

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

Section 1. The Agency hereby ratifies the removal of 633 Titus Avenue from definitions of Land, the Facility and the Project and amends the definition of the Land, the Facility and the Project to include 41 Lorraine Drive.

Section 2. The Agency hereby approves amending the total square footage of the Facility from approximately 92,000 square feet to 55,000 square feet.

Section 3. The Agency hereby approves amending Section 6 of the PILOT Agreement, regarding "Milestone Provisions" to reduce the total square footage of the Facility required to be completed by December 31, 2021 to 47,000 square feet.

Section 4. The Executive Director, Deputy Director, Chair or Vice Chair 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, Deputy Director, Chair or Vice Chair 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. 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><i>Yea</i></u> | <u><i>Nay</i></u> | <u><i>Absent</i></u> | <u><i>Abstain</i></u> |
|-----------------|-------------------|-------------------|----------------------|-----------------------|
| Lisa Bolzner | | | | |
| Rhett King | | | | |
| Norman Jones | | | | |
| Truman Tolefree | | | | |
| 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 December 17, 2024, 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 17th day of December, 2024.

Ana J. Liss, Executive Director



PROJECT MODIFICATION REQUEST

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

| | | |
|------------------|---|------------------------------------|
| Applicant: | <u>I-Square, LLC</u> | |
| Project Address: | <u>Various Properties South of the Intersection of Titus and Cooper</u> | |
| Contact Name: | <u>Michael Nolan</u> | |
| Contact Company: | <u>I-Square, LLC</u> | |
| Contact Address: | <u>85 Excel Drive, Rochester, NY 14621</u> | |
| Contact Email: | <u>mnolan@i-square.us</u> | Contact Phone: <u>585-943-1941</u> |

| | | | |
|-------------------------------------|-----------|-----------|-----------------|
| Employment in Monroe County: | <u>15</u> | <u>58</u> | <u>10/31/23</u> |
| | 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

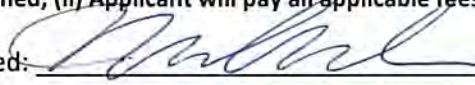
Extend or Renew Sales Tax Exemption: (If exemption date has expired, a \$350 fee applies.)

| | | |
|-------------------------|---------------------------|------------------------------------|
| <u>12/31/2024</u> | <u>12/31/2026</u> | \$ <u>537,952</u> |
| Current Expiration Date | Requested Expiration Date | Amount of Exemptions Taken to Date |

Reason for Extension:
 Work continues on the buildout of the project.

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:  Date: 12-9-2024

Print Name and Title: Michael Nolan, Member

Staff Use Only: _____ Date Received _____ Date of Original Approval: _____ New Code 2602 _____ 2/20

I-Square, llc

85 Excel Drive

Rochester, NY 14621

(585) 943-1941

December 5, 2024

COMIDA

1150 City Place

50 W. Main Street

Rochester, NY 14614

Ana J. Liss,

Per our pilot agreement milestone provisions (section 6 paragraph c), by 12/31/21 I-Square was required to have invested at least \$9,000,00 into the project and completed the construction of the 92,000 square foot town center.

Due to many circumstances beyond our control, we have not yet completed construction of the entire town center. The primary issues were reduced demand for commercial/retail space, the covid 19 pandemic, shortage of building materials, and limited availability of contractors.

As of today, we have constructed approximately 47,000 square feet.

As of June 30, 2023 our aggregate investment is \$10,120,000.

As of 10/31/23 we have 15 full time and 58 part time employees.

We are requesting that COMIDA:

- 1) Considers the final construction milestone requirement satisfied.
- 2) add 41 Lorraine Drive (076.15-6-51)
- 3) Remove 633 Titus Ave (076.15-6-11.1)

These changes are supported by the Town of Irondequoit and the West Irondequoit Central School District per their respective resolutions.

We do plan to continue construction of this project, create more local jobs, and continue to invest in our community.

Also please note that we are in the process of buying back The Market building located at 400 Bakers Park. This is for your information and does not require any further action from COMIDA.

Thank you,

A handwritten signature in blue ink, appearing to read 'Michael Nolan', with a stylized flourish at the end.

Michael Nolan

Sole Member



MODIFICATION SUMMARY

DATE: December 17, 2024

APPLICANT:

| |
|--|
| Sibley Redevelopment Limited Partnership Redevelopment LLC 260 East Main Street Rochester, NY 14604 |
|--|

PROJECT LOCATION:

| |
|---|
| 228-280 East Main Street Rochester, NY 14604 |
|---|

MODIFICATION REQUEST:

| |
|---|
| Sibley Redevelopment Limited Partnership, is one of 3 entities created to redevelop the former Sibley Building in the City of Rochester. The project was approved in December 2012. The applicant has been approved for several extensions of the sales tax exemption. The applicant is now seeking an additional extension of the sales tax exemption through December 31, 2026 as they continue to attract new tenants to lease the vacant space. |
|---|

PROJECT AMOUNT

| |
|--------------------------------|
| <u>ORIGINAL</u> \$8,250,000 |
|--------------------------------|

Motion By: _____
Seconded By: _____

RESOLUTION

(Sibley Redevelopment Limited Partnership Project Modification)
OSC Code 2602-12-067H

A regular meeting of the County of Monroe Industrial Development Agency (the "Agency"), was held at the Agency's Offices, 50 West Main Street, Rochester, New York 14614, on December 17, 2024 at 12:00 p.m.

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 (i) THE EXTENSION OF THE SALES TAX EXEMPTION BENEFIT GRANTED TO SIBLEY REDEVELOPMENT LIMITED PARTNERSHIP (THE "COMPANY") THROUGH DECEMBER 31, 2026; AND (ii) 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 December 18, 2012, the Agency appointed **Sibley Redevelopment Limited Partnership**, a limited partnership, 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: (i) the acquisition of a leasehold or other interest in an approximately 3.21-acre parcel of land located at 228-280 Main Street in the City of Rochester, New York (the "Land"), together with the existing 12-story, approximately 980,000 square foot former Sibley Department Store located thereon (the "Existing Improvements"), a portion of which Existing Improvements are to continue to be leased to various remaining tenants; and (ii) the acquisition and installation of various machinery, equipment and personal property therein and thereon (the "Equipment" and, together with the Land, the Existing Improvements 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, 2018; and

WHEREAS, the Company pursuant to a certain Project Modification Request, dated January 3, 2019, requested the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2019; and

WHEREAS, the Company subsequently submitted a Project Modification Request, dated December 17, 2019, requesting the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2020; and

WHEREAS, the Company subsequently submitted a Project Modification Request, dated October 29, 2020, requesting the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2021; and

WHEREAS, the Company subsequently submitted a Project Modification Request, dated November 30, 2021, requesting the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2022; and

WHEREAS, the Company subsequently submitted a Project Modification Request, dated November 23, 2022, requesting the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2023; and

WHEREAS, the Company, pursuant to a certain Project Modification Request, dated November 29, 2023, requested the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2024; and

WHEREAS, the Company has, pursuant to a certain Project Modification Request, dated December 4, 2024, requested the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2026; and

WHEREAS, the Agency now desires to adopt a resolution authorizing the further extension of 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, 2026**. 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, Deputy 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 extension.

Section 3. The Executive Director, Deputy 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, Deputy 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.

[Remainder of Page Intentionally Left Blank]

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

| | <u><i>Yea</i></u> | <u><i>Nay</i></u> | <u><i>Absent</i></u> | <u><i>Abstain</i></u> |
|-----------------|-------------------|-------------------|----------------------|-----------------------|
| | | | | |
| Lisa Bolzner | | | | |
| Rhett King | | | | |
| Norman Jones | | | | |
| Truman Tolefree | | | | |
| 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 December 17, 2024, 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 17th day of December, 2024.

Ana J. Liss, Executive Director

PROJECT MODIFICATION REQUEST

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

| | | |
|------------------|--|---------------------------|
| Applicant: | WinnDevelopment (Sibley Redevelopment LLC) | |
| Project Address: | 228-280 East Main Street, Rochester NY 14604 | |
| Contact Name: | Sean Brooks | |
| Contact Company: | WinnCompanies | |
| Contact Address: | 260 East Main Street, Rochester, NY 14604 | |
| Contact Email: | sbrooks@wincco.com | Contact Phone: 5853131687 |

| | | | |
|-------------------------------------|------------|------------|------------------|
| Employment in Monroe County: | <u>788</u> | <u>122</u> | <u>12/4/2024</u> |
| | 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.)

| | | |
|-------------------------|---------------------------|------------------------------------|
| <u>12/31/2024</u> | <u>12/31/2025</u> | \$ <u>631,159.91</u> |
| Current Expiration Date | Requested Expiration Date | Amount of Exemptions Taken to Date |

Reason for Extension:
 Tenant improvement and capital expenditures associated with leasing remaining sq ft.

New Tenant: Include name, business description , and square feet to be occupied.
 Bandwidth - Networking - 31,247 rentable sq ft

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:  Digitally signed by Kevin Corcoran Date: 12/04/2024
Date: 2024.12.04 19:15:39 -05'00'

Print Name and Title: Kevin Corcoran VP Development Asset Management



December 4, 2024

Robin Finnerty, Deputy Director
County of Monroe Industrial Development Agency 50
West Main Street, Suite 1150
Rochester, NY 14614

Sibley Mixed Use, Sibley Redevelopment, & Sibley Commercial Project Modification Request

Robin,

Thank you for considering Winn Development's project modification requests for Sibley Mixed Use LLC, Sibley Redevelopment I LP, and Sibley Commercial LLC.

During fiscal year 2024, we built and delivered The Duke Event Space within Sibley Mixed Use reactivating ~5,000 square feet for \$282k in TI and Capex costs. We are still working diligently to buildout and lease the remaining space within Sibley Mixed Use.

Within Sibley Redevelopment I and II in fiscal year 2024, we built and delivered SWBR and completed Landlord common area work on the 4th and 5th floors, reactivating ~45,000 square feet for \$7.5M in TI and Capex costs. We have 40k square feet that remains to be built out/occupied on the first, second, and third floors.

Within Sibley Commercial, we completed the buildout and delivery of Haley Aldrich in fiscal year 2024, reactivating 10k square feet for \$1.0M. We have 10k square feet that remains to be built out/occupied.

None of this would be possible without the continued support of Monroe County. Please let us know if we can answer any additional questions and in advance, thank you for the continued support.

All our best,

Kevin Corcoran
Vice President, Development Asset Management

260 East Main Street Suite 2000 Rochester, New York 14604



MODIFICATION SUMMARY

DATE: December 17, 2024

APPLICANT:

| |
|---|
| Sibley Mixed Use LLC 260 East Main Street Rochester, NY 14604 |
|---|

PROJECT LOCATION:

| |
|---|
| 228-280 East Main Street Rochester, NY 14604 |
|---|

MODIFICATION REQUEST:

| |
|--|
| Sibley Mixed Use LLC was originally approved for a custom PILOT for the redevelopment of the former Sibley's department store in 2012. In 2016, the project was approved for sales and mortgage recording tax exemptions. The applicant has been approved for several extensions of the sales tax exemptions. The applicant is now seeking an extension of the sales tax exemption through December 31, 2026 due to tenant improvement fit-out of the remaining commercial space necessary to fully occupy and stabilize commercial space. |
|--|

PROJECT AMOUNT

| |
|---------------------------------|
| <u>ORIGINAL</u> \$54,509,650 |
|---------------------------------|

Motion By: _____
Seconded By: _____

RESOLUTION
(Sibley Mixed Use LLC Project Modification)
OSC Code 2602-16-070G

A regular meeting of the County of Monroe Industrial Development Agency (the "Agency"), was held at the Agency's Offices, 50 West Main Street, Rochester, New York 14614, on December 17, 2024 at 12:00 p.m.

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 (i) THE EXTENSION OF THE SALES AND USE TAX EXEMPTION BENEFITS (AS HEREINAFTER DEFINED) GRANTED TO SIBLEY MIXED USE LLC (THE "COMPANY") THROUGH DECEMBER 31, 2026; AND (ii) 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 17, 2016, the Agency appointed **SIBLEY MIXED USE LLC**, a New York corporation, for itself or a related 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 renovation of approximately 39,000 square feet of leasable retail space on the first floor of the existing building located at 250 East Main Street in the City of Rochester, New York and the conversion of Floors 9 through 12 of the building into ninety-six (96) new apartments with an entrance on the first floor and amenities on the second floor (the "Improvements"); and (B) the acquisition and installation therein, thereon or thereabout of certain machinery, equipment and related personal property (the "Equipment" and, together with 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 June 30, 2020; and

WHEREAS, the Company, pursuant to a certain Project Modification Request, dated September 9, 2020, requested the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2021; and

WHEREAS, the Company subsequently submitted a Project Modification Request, dated November 30, 2021, requesting the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2022; and

WHEREAS, the Company subsequently submitted a Project Modification Request, dated November 23, 2022, requesting the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2023; and

WHEREAS, the Company, pursuant to a certain Project Modification Request, dated November 29, 2023, requested the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2024; and

WHEREAS, the Company, pursuant to a certain Project Modification Request, dated December 4, 2024, has requested the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2026; and

WHEREAS, the Agency desires to adopt a resolution authorizing the extension of 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, 2026**. 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, Deputy 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 extension.

Section 3. The Executive Director, Deputy 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, Deputy 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.

[Remainder of Page Intentionally Left Blank]

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

| | <u><i>Yea</i></u> | <u><i>Nay</i></u> | <u><i>Absent</i></u> | <u><i>Abstain</i></u> |
|-----------------|-------------------|-------------------|----------------------|-----------------------|
| | | | | |
| Lisa Bolzner | | | | |
| Rhett King | | | | |
| Norman Jones | | | | |
| Truman Tolefree | | | | |
| 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 December 17, 2024, 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 17th day of December, 2024.

Ana J. Liss, Executive Director

PROJECT MODIFICATION REQUEST

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

| | | |
|------------------|--|---------------------------|
| Applicant: | WinnDevelopment (Sibley Mixed Use LLC) | |
| Project Address: | 228-280 East Main Street, Rochester NY 14604 | |
| Contact Name: | Sean Brooks | |
| Contact Company: | WinnCompanies | |
| Contact Address: | 260 East Main Street, Rochester, NY 14604 | |
| Contact Email: | sbrooks@winco.com | Contact Phone: 5853131687 |

| | | | |
|-------------------------------------|------------|-----------|-------------------|
| Employment in Monroe County: | <u>172</u> | <u>59</u> | <u>12/04/2024</u> |
| | 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.)

| | | |
|-------------------------|---------------------------|------------------------------------|
| <u>12/31/2024</u> | <u>12/31/2025</u> | \$ <u>1,348,773.52</u> |
| Current Expiration Date | Requested Expiration Date | Amount of Exemptions Taken to Date |

Reason for Extension:
 Tenant improvement and capital expenditures associated with leasing remaining sq ft.

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:  Digitally signed by Kevin Corcoran Date: 12/04/2024
Date: 2024.12.04 19:14:39 -05'00'

Print Name and Title: Kevin Corcoran VP Development Asset Management



MODIFICATION SUMMARY

DATE: December 17, 2024

APPLICANT:

| |
|--|
| Sibley Commercial LLC 260 East Main Street Rochester, NY 14604 |
|--|

PROJECT LOCATION:

| |
|---|
| 228-280 East Main Street Rochester, NY 14604 |
|---|

MODIFICATION REQUEST:

| |
|---|
| Sibley Commercial LLC was originally approved for a custom real property tax abatement for the redevelopment of the former Sibley's department store in 2012. In 2016, the project was approved for sales and mortgage recording tax exemptions. The project has been approved for several extensions of the sales tax exemption. The applicant is again requesting an extension of the sales tax exemption through December 31, 2026 due to tenant improvement fit-out of the remaining commercial space necessary to fully occupy and stabilize commercial space. |
|---|

PROJECT AMOUNT

| |
|---------------------------------|
| <u>ORIGINAL</u> \$14,447,659 |
|---------------------------------|

Motion By: _____
Seconded By: _____

RESOLUTION
(Sibley Commercial LLC Project)
OSC Project Code 2602-16-069G

A regular meeting of the County of Monroe Industrial Development Agency (the "Agency"), was held at the Agency's offices located at 50 West Main Street, Rochester, New York 14614, on December 17, 2024 at 12:00 p.m.

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 SIBLEY COMMERCIAL LLC (THE "COMPANY") THROUGH DECEMBER 31, 2026, 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 Resolutions duly adopted on May 17, 2016, May 19, 2020, July 20, 2021 and July 19, 2022, the Agency appointed **Sibley Commercial 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 by lease, license or otherwise, of an interest in an approximately 72,912 square-foot portion of the existing building located at 250 East Main Street in the City of Rochester, New York (the "Existing Improvements"); (B) the conversion of the Existing Improvements into a commercial condominium unit (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 Existing Improvements and the Improvements, the "Facility"); all pursuant the Act; and

WHEREAS, the Company, pursuant to a certain Project Modification Request, dated March 27, 2023, requested the Agency extend its authorization of the Company 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, 2024; and

WHEREAS, the Company has, pursuant to a certain Project Modification Request, dated December 4, 2024, requested the Agency grant an extension to the Sales and Use Tax Exemption Benefits through December 31, 2026; and

WHEREAS, the Agency desires to adopt a resolution authorizing the extension of 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, 2026**. 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, Deputy 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 extension.

Section 3. The Executive Director, Deputy 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, Deputy 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.

[Remainder of Page Intentionally Left Blank]

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

| | <u><i>Yea</i></u> | <u><i>Nay</i></u> | <u><i>Absent</i></u> | <u><i>Abstain</i></u> |
|-----------------|-------------------|-------------------|----------------------|-----------------------|
| | | | | |
| Lisa Bolzner | | | | |
| Rhett King | | | | |
| Norman Jones | | | | |
| Truman Tolefree | | | | |
| 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 December 17, 2024, 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 17th day of December, 2024.

Ana J. Liss, Executive Director

PROJECT MODIFICATION REQUEST

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

| | | |
|------------------|--|---------------------------|
| Applicant: | WinnDevelopment (Sibley Commercial LLC) | |
| Project Address: | 228-280 East Main Street, Rochester NY 14604 | |
| Contact Name: | Sean Brooks | |
| Contact Company: | WinnCompanies | |
| Contact Address: | 260 East Main Street, Rochester, NY 14604 | |
| Contact Email: | sbrooks@winco.com | Contact Phone: 5853131687 |

| | | | |
|-------------------------------------|-----------|-----------|------------------|
| Employment in Monroe County: | <u>53</u> | <u>11</u> | <u>12/4/2024</u> |
| | 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.)

| | | |
|-------------------------|---------------------------|------------------------------------|
| <u>12/31/2024</u> | <u>12/31/2025</u> | \$ <u>369,334.46</u> |
| Current Expiration Date | Requested Expiration Date | Amount of Exemptions Taken to Date |

Reason for Extension:
 Tenant improvement and capital expenditures associated with leasing remaining sq ft.

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:  Digitally signed by Kevin Corcoran Date: 12/04/2024
Date: 2024.12.04 19:13:15 -05'00'

Print Name and Title: Kevin Corcoran VP Development Asset Management

| | |
|---------------------|----------------------------------|
| Staff Use Only: | 2/20 |
| Date Received _____ | Date of Original Approval: _____ |
| | New Code 2602 _____ |

**2025 Annual Contract Review
December 3, 2024**

All contracts subject to annual board approval

Auditor Contract

RFP Issued: November 2020
Awarded to: Mengel, Metzger, Barr & Co.
Term: Fiscal years ending 2020 - 2024
2022 Amount: \$11,550 (for 2021 audit)
2023 Amount: \$11,850 (for 2022 audit)
2024 Amount: \$12,150 (for 2023 audit)
2025 Amount: \$12,450 (for 2024 audit)

Accounting & Chief Financial Officer Contract

RFP Issued: December 2021
Awarded to: The Bonadio Group
Term: January 1, 2022 – December 31, 2025
2022 Amount: \$55,860
2023 Amount: \$56,975
2024 Amount: \$58,125
2025 Amount: \$59,275

Local Labor Monitoring Contract

RFP Issued: December 2021
Awarded to: Loewke Brill Consulting Group
Term: January 1, 2022 – December 31, 2025
2022 Amount: \$77,000
2023 Amount: \$77,000
2024 Amount: \$77,000
2025 Amount: \$77,000

Local Labor Exemption Processing Contract

RFP Issued: December 2021
Awarded to: The Bonadio Group
Term: January 1, 2022 – December 31, 2025
2022 Amount: \$28,000
2023 Amount: \$28,000
2024 Amount: \$28,000
Bonadio through 8/31/24: \$2,333/month. Loewke Brill: \$600 per exemption

Legal Contract

RFP Issued: April 2021
Awarded to: Harris Beach
Term: January 1, 2022 – December 31, 2025
2022 Amount: Fee schedule set by board
2023 Amount: Fee schedule set by board
2024 Amount: Fee schedule set by board
2025 Amount: Fee schedule set by board

COMIDA Travel Report 2024

| Name of Attendee(s) | Dates | Location | Description | Total Cost |
|---|------------|-----------------|--|-------------------------------|
| Robin Finnerty Allison Clark Ana Liss Rokele Mikell-Castillo | March 2024 | Albany, NY | <u>NYSEDC Spring Economic Development Conference</u> – Two day conference with economic developers throughout NYS including IDAs. This is an opportunity for staff to network with other regional partners. Various training session thought the two day. | \$2889 \$722 per person |
| Robin Finnerty Allison Clark Ana Liss Rokele Mikell-Castillo | May 2024 | Cooperstown, NY | <u>NYSEDC Annual Economic Development Conference</u> – Three day conference with economic developers throughout NYS including IDA. This is an opportunity for staff to network with other regional partners. Various training session thought the two day. | \$4,860 \$1,215 per person |
| Conor Martin | June 2024 | Albany, NY | Conor took the basic economic development course offered by NYSEDC. This course was designed to introduce economic developers new to the economic development field to the practices of a broad economic development program. Basic themes addressed include: Concepts of economic development, trends in economic development, development location, practical techniques, and best practices of successful economic development. The course was taught by multiple instructors occupying various roles within the economic development profession. | \$1,336 total |



2025 COMIDA Board Meetings

12:00 p.m.

City Place

50 West Main Street

Rochester, NY 14614

(Meetings are held every 3rd Tuesday of the month unless noted)

Meeting Dates

January 21, 2025

February 18, 2025

March 25, 2025

(Annual Meeting - 4th Tuesday)

April 15, 2025

May 20, 2025

June 17, 2025

July 15, 2025

August 19, 2025

September 16, 2025

October 21, 2025

November 18, 2025

December 16, 2025



COUNTY OF MONROE
COMIDA
 INDUSTRIAL DEVELOPMENT AGENCY

Dashboard

December 2024

| Incentives Summary | | | | | | | |
|----------------------|----------------|----------------------------------|----------------|--------------|----------------|--------------------------|-----------------|
| Sales Tax Exemptions | | Mortgage Recording Tax Exemption | | PILOTS | | Total Company Investment | |
| Year To Date | Prior Year End | Year To Date | Prior Year End | Year To Date | Prior Year End | Year To Date | Prior Year End |
| 22 | 29 | 13 | 11 | 12 | 12 | \$340,047,153 | \$1,138,208,960 |

| Jobs Summary | | | | | | | |
|--------------------------|----------------|--|----------------|---------------------------------|----------------|--------------------|----------------|
| Number of Total Projects | | Existing Jobs Retained per Application | | New Jobs Projected by Applicant | | New Jobs Required* | |
| Year To Date | Prior Year End | Year To Date | Prior Year End | Year To Date | Prior Year End | Year To Date | Prior Year End |
| 23 | 26 | 1245 | 321 | 704 | 490 | 168 | 118 |

| Fees for Approved Projects (includes all app and agency fees) | | | | | |
|---|------------------|-------------------|------------------|-------------------|------------------|
| Total | | Paid to Date | | Outstanding | |
| 2024 Projects YTD | 2023 Projects YE | 2024 Projects YTD | 2023 Projects YE | 2024 Projects YTD | 2023 Projects YE |
| \$2,260,486 | \$10,091,277 | \$578,806 | \$5,668,293 | \$1,681,680 | \$4,422,984 |

| Workforce Development Fund Beginning Balance \$2,500,000 | | | | | |
|---|-------------|-----------------|-------------|--------------|-------------|
| Allocated Fee income | | Committed Funds | | Fund Balance | |
| 2024 YTD | 2023 YE | 2024 YTD | 2023 YE | 2024 YTD | 2023 YE |
| \$51,582 | \$1,774,162 | \$2,479,000 | \$2,970,000 | \$133,661 | \$1,304,162 |

| Solar WD Fund | | | |
|-----------------------|------------------------|-------------------|----------|
| Fees Approved to Date | Fees Collected to Date | Allocated to Date | Balance |
| \$75,000 | \$50,000 | \$0 | \$50,000 |

*Required jobs are calculated as 10% of the existing jobs, with a minimum of 1 job. Enhanced JobsPlus is 100 jobs with a minimum of \$15,000,000 investment. There is no job creation requirement for projects that only receive sales tax exemptions.