

Motion By: R. King
Seconded By: T. The Free

RESOLUTION

(Assignment of Legacy at Maiden Park Project to Nine Lives Properties LLC)
OSC Code 2602-25-001A

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 January 21, 2025 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 ASSIGNMENT BY LEGACY AT MAIDEN PARK LLC OF CERTAIN FINANCIAL ASSISTANCE AND DOCUMENTS (EACH AS DEFINED BELOW) IN CONNECTION WITH A CERTAIN PROJECT LOCATED ON MAIDEN LANE IN THE TOWN OF GREECE, NEW YORK, TO NINE LIVES PROPERTIES LLC; AND THE EXECUTION OF RELATED DOCUMENTS.

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

WHEREAS, by resolution duly adopted on May 19, 2015, the Agency appointed Legacy at Maiden Park, a New York limited liability company ("Legacy"), 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 6.6-acre parcel of vacant land located at 749 Maiden Lane in the Town of Greece, New York (Tax Map ID # 075.05-2-3.2) (the "Land"); (B) the construction thereon of an approximately 57,000 square-foot, single-story, 79-unit assisted-living facility with parking space for 45 vehicles, landscaping and related 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 and the Improvements, the "Facility"); and

WHEREAS, the Agency and Legacy executed and delivered (i) a certain Lease Agreement, dated as of September 1, 2015, by and between Legacy and the Agency, pursuant to which Legacy leased the Facility to the Agency (the "Lease Agreement"), a memorandum of which (the "Memorandum of Lease") was recorded in the Monroe County Clerk's Office on October 15, 2015 in Liber 11605 of Deeds, at Page 507; (ii) a certain Leaseback Agreement, dated as of September 1, 2015, by and between the Agency and Legacy, pursuant to which the Agency leased the Facility back to Legacy (the "Leaseback Agreement"), a memorandum of which was recorded in the Monroe County Clerk's Office on October 15, 2015 in Liber 11605 of Deeds, at Page 512 (the "Memorandum of Leaseback"); and (iii) a certain Payment-In-Lieu-Of-

Tax Agreement, dated as of September 1, 2015, by and between the Agency and Legacy (the "PILOT Agreement"; and, together with Lease Agreement and the Leaseback Agreement, the "Documents"); and

WHEREAS, pursuant to the Documents, the Agency provided financial assistance (the "Financial Assistance") to Legacy in the form of (a) sales and use tax exemptions for purchases and rentals related to the acquisition, construction 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, by Application for Assumption, dated December 12, 2024, Legacy (herein, the "Assignor") has requested the Agency's approval of the sale of the Facility and assignment of the Financial Assistance and the Documents to Nine Lives Properties LLC, a Massachusetts limited liability company (herein, the "Assignee"); and

WHEREAS, Assignor and the Assignee represent that the sale of the Facility to the Assignee will not in any way change the use of the Facility and that the Facility will continue to constitute a "project" as such quoted term is defined in the Act; and

WHEREAS, the Agency now desires to adopt a resolution: (i) approving the sale of the Facility, (ii) approving the assignment of the Financial Assistance and the Documents to the Assignee and (iii) approving the execution of any and all documents necessary to effectuate the assignment of the Financial Assistance and the Documents.

NOW, THEREFORE, BE IT RESOLVED by the County of Monroe Industrial Development Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby consents to the sale of Assignor's rights, title and interests in and to the Facility to the Assignee.

Section 2. The Agency hereby consents to the assignment of the Financial Assistance and the Documents from Assignor to the Assignee.

Section 3. The Executive Director, Deputy Director, Chairman or Vice Chairman of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver any and all documents necessary to effectuate the above-described assignments and continuation of the Financial Assistance and the Documents with respect to the Facility.

Section 4. This resolution shall take effect immediately.

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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	X			
Rhett King	X			
Norman Jones	X			
Truman Tolefree	X			
Raymond A. Ryerse Jr.	X			
Ann L. Burr	X			

The Resolutions were thereupon duly adopted.

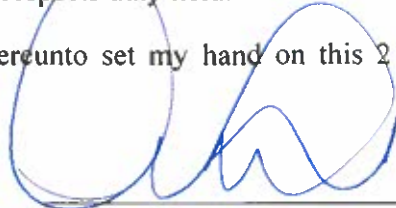
STATE OF NEW YORK)
COUNTY OF MONROE) ss.:

I, the undersigned Executive Director of the County of Monroe Industrial Development Agency, 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 January 21, 2025, 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 21st day of January, 2025.



Ana J. Liss, Executive Director