



County of Monroe Industrial Development Agency

APPLICATION FOR ASSISTANCE

Each applicant seeking assistance must complete this application and provide required supplemental form/documentation. A **non-refundable** application fee of \$350.00 must be included with this application. Make check payable to COMIDA. Please see page 10 for additional information on costs and fees.

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.monroecountyida.org.

I. APPLICANT

A. **Name** REN SQUARE, LLC
Address 34 Elton Street
City/State/Zip Rochester, NY 14607
Tax ID No. _____
Contact Name Patrick Dutton
Title Member
Telephone (585) 704-1546
E-Mail patrickdutton7@gmail.com

B. **Owners of Applicant Company (must total 100%)**

Name	%	Corporate Title
Gary Dutton	34	Member
Patrick Dutton	33	Member
Luke Dutton	33	Member

C. **Applicant's Legal Counsel**

Name Phillip Borrelli
Firm Borrelli & Yots
Address 133 S. Fitzhugh Street
City/State/Zip Rochester, NY 14608
Telephone (585) 454-1905
Fax _____
Email pborrelli@borrelliyots.com

II. PROJECT

A. **Address of proposed project facility**
190-194 E. Main Street
Rochester, NY 14604
Tax Map Parcel Number 121.23-2-10
City/Town/Village Rochester
School District Rochester
Current Legal Owner of Property
Ren Square, LLC

B. **Proposed User(s)/Tenant(s) of the Facility**

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

Company Name TBD
Address _____
City/State/Zip _____
Tax ID No. _____
Contact Name _____
Title _____
Telephone _____
E-Mail _____

% of facility to be occupied by company _____

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

Name	%	Corporate Title
_____	_____	_____
_____	_____	_____
_____	_____	_____

D. **Benefits Requested (Check all that apply)**

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

E. Description of project (check all that apply)

- ☐ New Construction
- ☒ Existing Facility
- ☐ Acquisition
- ☐ Expansion
- ☒ Renovation/Modernization
- ☐ Acquisition of machinery/equipment
- ☒ Other (specify) Redevelopment of vacant building

GENERAL DESCRIPTION OF THE PROJECT AND BACKGROUND ON USER(S) OF THE FACILITY
(Attached additional sheets as necessary)

PROJECT DESCRIPTION

The historic Glenny Building, located in the central heart of downtown Rochester, is embarking on a complete transformation that will enliven our Main Street corridor for years to come. Nearly abandoned and nearly demolished, this long vacant building offers exceptional redevelopment potential.

The Glenny Building is a six (6) story structure containing 33,000 SF and is listed on the National Register of Historic Places within a certified Historic District. The building will be redeveloped into a dynamic mixed-use property consisting of 25 apartments on Floors 2-6 and commercial space on Floors 1 and Lower Level.

RESIDENTIAL DEVELOPMENT PROGRAM

The residential component of the development will include twenty-five (25) market rate studio, 1BR, and 2BR loft-style apartments with a median price point of \$1,150 per month, far below the downtown average. Our team believes this is a critical segment of the marketplace currently underserved. It is important for our community's success to have housing options for everyone and this project helps accomplish this goal. Our target audience includes millennials, workforce housing, tech entrepreneurs, city residents, empty nesters, current downtown employees, college students, and more.

The pricing of the apartments starts at \$875 per month for a loft-style studio and top out at \$2,080/month for a 2BR 2BA loft with floor to ceiling windows. Here are some additional affordability details about our apartments:

- > We have five (5) Efficiency units, or studios, priced under the 80% Gross Rent Limits
- > All of our ten (10) 1 Bedroom units are priced under the 80% Gross Rent Limits
- > Five (5) of our 2 Bedroom units are priced under the 90% Gross Rent Limits
- > The remaining five (5) 2 Bedroom units are priced just at the 120% Gross Rent Limits.

For all of our residential units, we plan on working with people in the 80%, 90% and 120% AMA brackets as our philosophy is to design and construct apartments and commercial space for your typical Rochesterians, not your one-percenters.

***** Attached is a one-page summary outlining the square footage and anticipated pricing of all apartments.

COMMERCIAL DEVELOPMENT PROGRAM

In addition to the loft apartments, we will deliver two (2) floors, roughly 7,000 SF, of creative commercial space for lease. Targeted businesses include, but not limited to, technology related businesses looking to locate within the Innovation Zone, corporate headquarters, marketing and advertising firms, breweries and distilleries, banking and insurance institutions, legal and accounting firms, real estate companies, and more. The creative class including artists, woodworkers, and other makers will be targeted as well. We have no commercial lease commitments at this time and will be building the space ready to build out custom for our future tenant(s).

DEVELOPER SUMMARY

Attached, please find a detailed summary of the development team which highlights other projects recently completed and/or currently under construction.

II. PROJECT (cont'd)

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

☒ Yes ☐ No

Location:

Please refer to summary of Developer and other projects, with is attached for your review.

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, notwithstanding the aforementioned closing or activity reduction, the Agency's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry**:

G. Please confirm by checking the box, below, if there is likelihood that the Project would not be undertaken but for the Financial Assistance provided by the Agency?

☐ Yes ☒ No

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken with the Financial Assistance to be provided by the Agency**:

This project is extremely important for success of Main Street in downtown Rochester. The margins are razor thin, extremely expensive proj and with costs rising exponentially every day due to the pandemic. We are therefore seeking all the help we can get.

**To be completed with Agency assistance.

H. PROJECT TIMELINE

Proposed Date of Acquisition

12/06/2013

Proposed Commencement Date of Construction

11/01/2020

Anticipated Completion Date

12/31/2021

I. Contractor(s)

General Contractor

Luke Dutton // Dutton Properties

J. State Environmental Quality Review (SEQR) Act Compliance

Imagine Monroe, in granting assistance to the Applicant, is required to comply with the New York State Environmental Quality Review Act (SEQR). This is applicable to projects that require the state or local municipality to issue a discretionary permit, license or other type of Approval for that project.

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:

- 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 _____.

☐ **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 in new plant, machinery and equipment or renovation of existing building(s) **AND**
- A minimum of 100 new jobs from new companies locating in Monroe County, or existing companies expanding operations here.

☐ **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 RENTS**

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 equipping of the project by the APPLICANT.

Building Construction or Renovation

- a. MATERIALS a. \$ 2,000,000
b. LABOR b. \$ 750,000

Site Work

- c. MATERIALS c. \$ 50,000
d. LABOR d. \$ 50,000
e. Non-Manufacturing Equipment e. \$ 300,000
f. Furniture and Fixtures f. \$ 350,000
g. LAND and/or BUILDING Purchase g. \$ 200,000
h. Manufacturing Equipment h. \$ 0
i. Soft Costs (Legal, Architect, Engineering) i. \$ 100,000

Other (specify) j. _____ j. \$ _____
k. _____ k. \$ _____
l. _____ l. \$ _____
m. _____ m. \$ _____

Total Project Costs \$ 3,800,000

- B. Sources of Funds for Project Costs:

- a. Tax-Exempt Industrial Revenue Bond a. \$ 0
b. Taxable Industrial Revenue Bond b. \$ 0
c. Tax-Exempt Civic Facility Bond c. \$ 0
d. Bank Financing d. \$ 3,800,000
e. Public Sources e. \$ _____

Identify each state and federal grant/credit

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

- f. Equity \$ _____
TOTAL SOURCES \$ 3,800,000

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

☒ Yes ☐ No

If so, please specify bank, underwriter, etc.

Upstate Bank

Bank Representative: Frank Cipriano

V. COMPLETE FOR EACH USER/TENANT THAT IS SEEKING SALES TAX EXEMPTION 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. Furniture and Fixtures d. \$ _____
Other (specify) e. _____ e. \$ _____
f. _____ f. \$ _____
g. _____ g. \$ _____
h. _____ h. \$ _____

Total \$ 0

A non-refundable fee of ½% on TOTAL(e) above is due and payable upon issuance of a Sales Tax Letter to User(s)/Tenant(s)

User/Tenant Company

Signature , Title Date

For Office Use Only	
Total Assessment Value	
Land	Building
Applicant 2602-	
User/Tenant 2602-	
RM	

VI. Value of Incentives

Project name: *REN SQUARE, LLC*

A. IDA PILOT Benefits:

Current Land Assessment	Taxes on Land	0
Dollar Value of New Construction & Renovation Costs		
Estimated New Assessed Value of Project Subject to IDA	0	

County Tax rate/\$1,000

Local Tax Rate* Tax Rate/\$1,000

School Tax Rate /\$1,000

Total Tax Rate 0.00

PILOT Year	% Payment	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT Amount	Full Tax Payment w/o PILOT	Net Exemption
1	90%	0	0	0	0	0	0
2	80%	0	0	0	0	0	0
3	70%	0	0	0	0	0	0
4	60%	0	0	0	0	0	0
5	50%	0	0	0	0	0	0
6	40%	0	0	0	0	0	0
7	30%	0	0	0	0	0	0
8	20%	0	0	0	0	0	0
9	10%	0	0	0	0	0	0
10	0%	0	0	0	0	0	0
Total		0	0	0	0	0	0

* Local Tax Rate for Town/City/Village

B. Sales Tax Exemption Benefit:

Estimated value of Sales Tax exemption:	<u>\$216,000</u>
Estimated duration of Sales Tax exemption:	<u>12/31/2021</u>

C. Mortgage Recording Tax Exemption Benefit:

Estimated Value of Mortgage Recording Tax exemption:	<u>\$28,500</u>
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D. Industrial Revenue Bond Benefit

IRB inducement amount, if required:	<u>\$0</u>
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E. Percentage of Project Costs financed from Public Sector sources:

Total Value of Incentives:	<u>\$244,500.00</u>	<u>6.43%</u>
Sources of Funds (Section IV.B.)	<u>\$3,800,000.00</u>	

** All estimates are based on current tax rates.

VII. PROJECTED EMPLOYMENT

Complete for each Applicant or User/Tenant

REN SQUARE, LLC

Company Name: _____

Applicant: ☒

or

User/Tenant: ☐

You **must** include a copy of the most recent NYS-456 Quarterly Combined Withholding, Wage Reporting and Unemployment Insurance Return OR if you have multiple locations within New York State, the Bureau of Labor – BLS 3020 – Multiple Worksite Report

	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	0.0	0.0	0.0
Part Time (PTE)	0.0	0.0	2.0	2.0
Total	0.0	0.0	2.0	2.0

** 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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CONSIDERING WE DO NOT HAVE ANY COMMERCIAL TENANTS SECURED FOR OUR COMMERCIAL SPACE AT THIS TIME, IT IS IMPOSSIBLE TO PREDICT THE NUMBER OF JOBS TO BE ADDED/RETAINED BY OUR FUTURE TENANTS.

THE COMPLETED REDEVELOPMENT WILL INCLUDE ROUGHLY 7,000 SF OF ATTRACTIVE, BRAND NEW COMMERCIAL SPACE. WE HOPE TO ATTRACT EITHER A NEW BUSINESS TO THE AREA, OR A LOCAL BUSINESS SEEKING GROWTH. IT IS HIGHLY LIKELY JOBS WILL BE CREATED AS A RESULT OF OUR COLLECTIVE EFFORTS ON THIS BUILDING, BUT IMPOSSIBLE TO IDENTIFY THE EXACT NUMBER OF JOBS CREATED.

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 REN SQUARE, LLC
Applicant: ☒ or User/Tenant: ☐

All project employees of the general contractor, subcontractor, or sub to a subcontractor (contractors) working on the project must reside within the following counties in the State of New York: Monroe, Genesee, Livingston, Ontario, Orleans, Seneca, Steuben, Wayne, Wyoming or Yates. The All-Local Labor criterion will be verified based on employment, payroll and related records.

Imagine Monroe understands that at certain times local labor may not be available within the local area. Under this condition, applicants are required to complete a waiver request of the All-Local Labor requirement 45 days in advance of commencing work. Contractors do not have to be local companies as defined herein, but must employ local people to qualify under the All-Local Labor criterion.

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 Imagine Monroe, in a prominent, easily accessible location, identifying the project as a recipient of Imagine Monroe 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 Imagine Monroe revoking all or any portion of benefits it deems reasonable in its sole discretion for any violation hereof.

REN SQUARE, LLC // LUKE DUTTON

(APPLICANT or USER/TENANT COMPANY)



MEMBER

10/05/2020

Signature

, Title

Date

IX. FEES

1. Application Fee - Send with Completed Application

A non-refundable application fee of Three Hundred Fifty Dollars (\$350.00) shall be charged each applicant.

2. Administrative Fee - Paid at Closing

- (a) For tax-exempt IRB bond issues, the fee shall be one percent (1%) of the project amount. For projects that utilize a Payment In Lieu of Taxes (PILOT) agreement, an additional one-quarter percent (1/4%) will be added.
 - (b) For lease/leaseback transactions and taxable bond issues, the fee shall be one-half percent (1/2%) of the project amount. For projects that utilize a Payment In Lieu of Taxes (PILOT) agreement, an additional one-quarter percent (1/4%) will be added.
 - (c) For refunding outstanding COMIDA bond issues, the fee shall be one-quarter percent (1/4%) of the new issuance amount.
3. If a sales tax letter is required prior to closing, a non-refundable twenty-five percent (25%) of the Administrative Fee and Agency Counsel fee is payable at that time. This amount will be applied towards the Administrative fee and Agency Counsel Fee. The Sales Tax Letter shall only be for a three (3) month period. If the project does not have a formal closing within three (3) months of the sales tax letter being issued, and an extension is not granted, the balance of the Administrative fee and Agency Counsel fee become immediately due and payable.
4. Agency Counsel fee is one-third (1/3) of the Agency's Administrative fee, with a minimum fee for a lease/leaseback transaction of \$4,000.00.
5. Designated Bond Counsel fee is based on the complexity and amount of the transaction.

REN SQUARE, LLC // PATRICK DUTTON

(APPLICANT or USER/TENANT COMPANY)

	MEMBER	10/05/2020
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 Imagine Monroe benefits.
- B. The undersigned, on behalf of the Applicant, hereby certifies that the Applicant, and all parties which own a minimum of 20% 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. Applicant hereby releases the Imagine Monroe ("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.

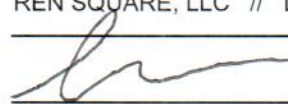
APPLICANT COMPANY

REN SQUARE, LLC // PATRICK DUTTON

	MEMBER	10/05/20
Signature	, Title	Date

USER/TENANT COMPANY

REN SQUARE, LLC // LUKE DUTTON

	MEMBER	10/5/2020
Signature	, Title	Date