

Motion By: Jay Popli
Seconded By: Lisa Balzner

RESOLUTION
(Carriage Street LLC)

A regular meeting of the County of Monroe Industrial Development Agency d/b/a Imagine Monroe Powered By COMIDA (the "Agency"), was held at the Rush Town Hall, 5977 East Henrietta Road, Rush, New York 14543, on February 19, 2019.

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

RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY D/B/A IMAGINE MONROE POWERED BY COMIDA (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON FEBRUARY 15, 2019, WITH RESPECT TO THE CARRIAGE STREET LLC (THE "COMPANY") PROJECT (THE "PROJECT"); (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 REAL PROPERTY TAX ABATEMENT STRUCTURED THROUGH A PAYMENT-IN-LIEU-OF-TAX AGREEMENT ("PILOT AGREEMENT"); (v) AUTHORIZING FINANCIAL ASSISTANCE TO HAN-TEK IN THE FORM OF A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, RENOVATION AND EQUIPPING OF THE PROJECT; AND (vi) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF AN AGENT, FINANCIAL ASSISTANCE AND 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, **CARRIAGE STREET LLC**, a Delaware limited liability company, for itself or an entity formed or to be formed (collectively, the "Company"), submitted an application, attached hereto as **Exhibit A**, to the County of Monroe Industrial Development Agency d/b/a Imagine Monroe Powered By COMIDA (the "Agency") requesting the Agency to assist with a certain project (the "Project") consisting of: (A) the acquisition of a leasehold interest in an aggregate approximately 16.83-acre parcel of land located at 10-11 Carriage Street in the Village of Honeoye Falls, New York (collectively, the "Land") together with one existing approximately 80,736 square-foot vacant building and one existing approximately 80,500

square-foot building thereon (collectively, the "Existing Improvements"); (B) the renovation and repurposing of the Existing Improvements (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"), to be subleased to (i) Han-Tek, a manufacturer of material handling, robotic cells and automation equipment ("Han-Tek"); (ii) McQuillen Inc., McQuillen Manufacturing Division, a manufacturer of high precision components and assemblies, for both Research and Development and production; and (iii) Trison Business Solutions, Inc., a supplier of engineering services specializing in Research and Development companies (collectively, the "Tenants"); 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 Friday, February 15, 2019, at 10:00 a.m., local time, at the Honeoye Falls Village Hall, 5 East Street, Honeoye Falls, New York 14472, the Agency held a public hearing with respect to the Project and the proposed Financial Assistance being contemplated by the Agency (the "Public Hearing"), whereat interested parties were provided a reasonable opportunity, both orally and in writing, to present their views; a copy of the Notice of Public Hearing published in the *Democrat and Chronicle*, the affidavit of publication of such newspaper, and Minutes of the Public Hearing are attached hereto as **Exhibit B**; and

WHEREAS, it is contemplated that the Agency will (i) negotiate an agent agreement (the "Agent Agreement"), pursuant to which the Agency will appoint Han-Tek as its agent for the purpose of acquiring, renovating and equipping 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, (iii) take title to or a leasehold interest in the Land, the Improvements and personal property constituting the Facility (once the Lease Agreement, Leaseback Agreement and PILOT Agreement have been negotiated), (iv) provide financial assistance (A) to the Company in the form of a partial real property tax abatement structured through the PILOT Agreement and (B) to Han-Tek in the form of a sales and use tax exemption for purchases and rentals related to the Facility (collectively, the "Financial Assistance"); 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 d/b/a Imagine Monroe Powered By COMIDA 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 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 acquiring, renovating and equipping the Project; and

(d) The action to be taken by the Agency will induce the Company to develop 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 SEQR, the Project constitutes a "Type II Action" as said term is defined in SEQR, and therefore no further action is required to be taken under SEQR.

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 Han-Tek executing the Agent 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 Han-Tek to proceed with the acquisition, renovation and equipping of the Project and hereby appoints Han-Tek 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, Han-Tek 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 Han-Tek chooses; provided, however, the Agent Agreement shall expire on **June 30, 2020** (unless extended for good cause by the Executive 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, 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) Han-Tek 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 **\$300,000**, which result in New York State and local sales and use tax exemption benefits ("sales and use tax exemption benefits") not to exceed **\$24,000**. The Agency agrees to consider any requests by Han-Tek 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) real property tax abatement pursuant to the Agency's uniform tax exemption policy for a ten (10) year term under a modification of its JobsPlus program, as approved by the Village Board of Trustees and the Honeoye Falls-Lima Central School District.

Section 6. Pursuant to Section 875(3) of the New York General Municipal Law, the Agency may recover or recapture from Han-Tek, 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 Han-Tek, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) Han-Tek, 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 Han-Tek, 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 Han-Tek, 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, Han-Tek, 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, 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, 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, Chairman or Vice Chairman of the Agency shall approve, the execution thereof by the Executive 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, Chairman or Vice Chairman of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of such Executive Director, Chairman or Vice Chairman of the Agency acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 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>
Jay Popli	X			
Anthony Meleo	X			
Gary Collins	X			
Troy Milne			X	
Jared Lusk	X			
Lisa Bolzner	X			
Ann L. Burr	X			

The Resolutions were thereupon duly adopted.

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

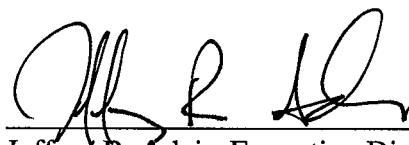
I, the undersigned Executive Director of the County of Monroe Industrial Development Agency, DO HEREBY CERTIFY:

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

That the Lease Agreement and the Leaseback Agreement contained in this transcript of proceedings are each in substantially the form presented to the Agency and approved by said meeting.

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 19th day of February, 2019.

A handwritten signature in black ink, appearing to read 'J. R. Adair', is written over a horizontal line.

Jeffrey R. Adair, Executive Director

EXHIBIT A

APPLICATION

[See Attached]

IMAGINE MONROE

POWERED BY COMIDA

APPLICATION SUMMARY

DATE: February 19, 2019

APPLICANT:

Carriage Street LLC
8171 E. Main Rd.
LeRoy, NY 14482

PROJECT LOCATION & TENANTS:

10-11 Carriage Street
Honeoye Falls, NY 14472

Tenants: Trison Business Solutions, Inc.
McQuillen Inc.
Han-Tek Inc.

PROJECT SUMMARY:

Carriage Street LLC (Carriage St.) a real estate holding company, will facilitate the occupancy of two buildings totaling 161,236 sq. ft., which were left vacant in 2013, when the GM Fuel Cell operations transferred to Michigan. Tenants will include: McQuillen Inc., a manufacturer of high precision components and assemblies, Trison Business Solutions, Inc. a supplier of engineering services, and Han-Tek Inc. a manufacturer of material handling, robotic cells and automation equipment. The tenants will maintain their current operations in neighboring counties. The applicant is requesting a custom property tax abatement. The School and Village taxing jurisdictions have approved supporting resolutions. Han-Tek Inc. is also requesting sales tax exemption on furniture and equipment purchases totaling \$300,000. The project will create 17.5 FTE positions, the requirement is 1 FTE. The Benefit to Incentive ratio is 86 : 1.

PROJECT AMOUNT:

\$1,285,000 Lease/Leaseback with Custom Abatement

JOBS: EXISTING:

NEW:

REQUIREMENT:

2	FTEs
17.5	FTEs
1	FTEs

REAL PROPERTY TAXES:

EXISTING:

PROPOSED:

\$ 418,724	(TAXED IN FULL)
\$ 157,021	(CUSTOM ABATEMENT - TAXING JURISDICTION ABATEMENT)

PUBLIC HEARING DATE:

February 15, 2019

BENEFIT TO INCENTIVE RATIO:

86 : 1

SEQR:

REVIEWED AND PROCESS IS COMPLETE.

ELIGIBILITY:

REHABILITATION OF EXISTING COMMERCIAL BUILDING VACANT FOR A LONG TIME

APPROVED PURPOSE:

JOB CREATION



Board Report

Table 1: Basic Information

Project Applicant	Carriage St. Trison McQuillen
Project Name	Carriage St. Trison McQuillen
Project Industry	Miscellaneous Manufacturing
Type of Transaction	Lease
Project Cost	\$1,285,000
Employment at Application (Annual FTEs)	0
Direct Employment Expected to Result from Project (Annual FTEs)	18
Direct Employment Required for PILOT (Annual FTEs)	1

Table 2: Estimated State & Regional Benefits / Estimated Project Incentives Analysis (Discounted Present Value*)

Total State and Regional Benefits	\$2,067,316	
Total Project Incentives	\$24,000	
State and Regional Benefits to Incentives Ratio	86.1:1	
Projected Employment	State	Region
Total Employment	42	42
Direct**	18	18
Indirect***	7	7
Induced****	16	16
Temporary Construction (Direct and Indirect)	0	0

Table 3: Estimated State & Regional Benefits (Discounted Present Value*)

Total State and Regional Benefits	\$2,067,316
Income Tax Revenue	\$1,387,803
Sales Tax Revenue	\$669,526
IDA Fee	\$9,988

Table 4: Estimated Project Incentives (Discounted Present Value*)

Total Project Incentives	\$24,000
Sales Tax	\$24,000

* Figures over 10 years and discounted by 2%

** Direct - The recipient of IDA assistance adds new jobs to the regional economy and/or retains jobs at risk of being lost to another region. Investments that result in displacing existing jobs (e.g., most retail and many service sector industries) do not fall under this definition.

*** Indirect - The recipient of IDA assistance makes purchases from regional firms, which stimulates suppliers to add jobs and payroll that are new to the regional economy or are saved from being lost to competitors outside the region.

**** Induced - The recipient of IDA assistance by adding to and/or retaining payroll stimulates household spending that is new to the regional economy and/or saved from being lost to competitors outside the region.

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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.growmonroe.org.

I. APPLICANT

A. Name Carriage Street LLC
Address 8171 E. main Rd
City/State/Zip Le Roy NY 14482
Tax ID No. 83-2305853
Contact Name Carl McQuillen
Title President
Telephone 585-768-2322
E-Mail carl@mcquillenc.com

B. Owners of 20% or more of Applicant Company

Name	%	Corporate Title
<u>Carl McQuillen</u>	<u>49</u>	<u>President</u>
<u>Susan McQuillen</u>	<u>49</u>	<u>Secretary</u>

C. Applicant's Legal Counsel

Name Jake Whiting
Firm Whiting Law Firm
Address 31 W. main St
City/State/Zip Le Roy NY 14482
Telephone 585-768-6550
Fax _____
Email jake@whiting@gmail.com

II. PROJECT

A. Address of proposed project facility
10-11 Carriage Street
Honeoye Falls, NY
Tax Map Parcel Number _____
City/Town/Village Honeoye Falls
School District Honeoye Falls-Lima School
Current Legal Owner of Property
Carriage Street LLC

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

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

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

% of facility to be occupied by company _____

C. Owners of 20% or more of User/Tenant Company

Name	%	Corporate Title
<u>See attached</u>		

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) _____

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

*See attached
supplemental info*

II. PROJECT (cont'd)

- F. 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, 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**:

The taxes currently levied on
10-11 Carnegie street are
much too high. we were
looking out of state for the
project if this does not work
out

**To be completed with Agency assistance.

H. PROJECT TIMELINE

Proposed Date of Acquisition

11/2018

Proposed Commencement Date of Construction

n/a

Anticipated Completion Date

n/a

- I. Contractor(s)

n/a
n/a

- 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). 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. \$ _____
b. LABOR b. \$ _____

Site Work

- c. MATERIALS c. \$ _____
d. LABOR d. \$ _____
e. Non-Manufacturing Equipment e. \$ _____
f. Furniture and Fixtures f. \$ _____
g. LAND and/or BUILDING Purchase g. \$ 685,000
h. Manufacturing Equipment h. \$ _____
i. Soft Costs (Legal, Architect, Engineering) i. \$ _____

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

Total Project Costs \$ 0

- B. Sources of Funds for Project Costs:

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

Identify each state and federal grant/credit

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

- f. Equity \$ 685,000
TOTAL SOURCES \$ 0

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

☐ Yes ☒ No

If so, please specify bank, underwriter, etc.

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

Use additional sheets as necessary

Company Name Carriage Street LLC

- 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 1/4% on TOTAL(e) above is due and payable upon issuance of a Sales Tax Letter to User(s)/Tenant(s)

Carriage Street LLC
User/Tenant Company

Sharon M. Smith du 1/4/19
Signature Title Date

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

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. \$ _____
b. LABOR b. \$ _____

Site Work

- c. MATERIALS c. \$ _____
d. LABOR d. \$ _____
e. Non-Manufacturing Equipment e. \$ _____
f. Furniture and Fixtures f. \$ _____
g. LAND and/or BUILDING Purchase g. \$ _____
h. Manufacturing Equipment h. \$ _____
i. Soft Costs (Legal, Architect, Engineering) i. \$ _____
Other (specify) j. \$ _____
k. \$ _____
l. \$ _____
m. \$ _____

Total Project Costs \$ 0 0

- B. Sources of Funds for Project Costs:

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

Identify each state and federal grant/credit

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

- f. Equity \$ _____
TOTAL SOURCES \$ 0 0

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

☐ Yes ☒ No

If so, please specify bank, underwriter, etc.

IV. 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. \$ _____
f. \$ _____
g. \$ _____
h. \$ _____

Total \$ 0

A non-refundable fee of 1/4% on TOTAL(e) above is due and payable upon issuance of a Sales Tax Letter to User(s)/Tenant(s)

Treem Business Solutions
User/Tenant Company

Susan Overholt Pres 1/4/19
Signature Title Date

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

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. \$ _____
b. LABOR b. \$ _____

Site Work

- c. MATERIALS c. \$ _____
d. LABOR d. \$ _____
e. Non-Manufacturing Equipment e. \$ _____

- f. Furniture and Fixtures f. \$ 300,000.00
g. LAND and/or BUILDING Purchase g. \$ 300,000.00
h. Manufacturing Equipment h. \$ 30,000.00

- i. Soft Costs (Legal, Architect, Engineering) i. \$ _____

Other (specify) j. _____ j. \$ _____

k. _____ k. \$ _____

l. _____ l. \$ _____

m. _____ m. \$ _____

Total Project Costs \$ 630,000.00

- B. Sources of Funds for Project Costs:

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

Identify each state and federal grant/credit

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

- f. Equity f. \$ _____

TOTAL SOURCES \$ 0

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

☐ Yes ☒ No

If so, please specify bank, underwriter, etc.

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

Use additional sheets as necessary

Company Name Han-Tek, Inc.

- 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 1/2% on TOTAL(c) above is due and payable upon issuance of a Sales Tax Letter to User(s)/Tenant(s)

Han-Tek, Inc.
User/Tenant Company

[Signature] Pres 1/7/19
Signature Title Date

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

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. \$ _____
b. LABOR b. \$ _____

Site Work

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

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

Total Project Costs \$ _____ 0

- B. Sources of Funds for Project Costs:

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

Identify each state and federal grant/credit

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

- f. Equity \$ _____
TOTAL SOURCES \$ _____ 0

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

☐ Yes ☐ No

If so, please specify bank, underwriter, etc.

IV. 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 1/4% on TOTAL(a) above is due and payable upon issuance of a Sales Tax Letter to User(s)/Tenant(s)

McQuillen Inc
User/Tenant Company

Susan McQuillen Inc 1/4/19
Signature Title Date

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

Value of Incentives

PROJECT NAME: Carriage Street LLC

Custom PILOT at request of the Taxing Jurisdictions

A. IDA PILOT Benefits:

Current Land Assessment

Dollar Value of New Construction & Renovation Costs

Estimated New Assessment Value of Project Subject to IDA

41,872

985,000 Taxes on Land

0.00

\$985,000

County Tax rate/\$1,000 10.24

Town Tax Rate Tax Rate/\$1,000 4.23

Village Tax Rate/\$1,000 3.71

School Tax Rate /\$1,000 24.33

Total Tax Rate** 42.51

PILOT Year	Percent of Abatement	County Share (24.08%)	Town Share (9.95%)	Village Share (3.71%)	School District Share (57.23%)	Total Jobs Plus PILOT Payment Amount	Full Tax Payment w/o PILOT Abatement	Net Annual PILOT Exemption
1	100%	0	0	0	0	0	41,872	41,872
2	100%	0	0	0	0	0	41,872	41,872
3	100%	0	0	0	0	0	41,872	41,872
4	80%	2,017	833	731	4,793	8,374	41,872	33,498
5	70%	3,026	1,250	1,096	7,190	12,562	41,872	29,311
6	60%	4,035	1,667	1,462	9,586	16,749	41,872	25,123
7	45%	5,548	2,292	2,010	13,181	23,030	41,872	18,843
8	40%	6,052	2,500	2,193	14,379	25,123	41,872	16,749
9	30%	7,060	2,917	2,558	16,776	29,311	41,872	12,562
10	0%	10,086	4,167	3,654	23,965	41,872	41,872	0
TOTAL		37,824	15,625	13,704	89,869	157,021	418,724	261,702

* reflects taxes on existing value of land

B. Sales Tax Exemption Benefit:

Estimated value of Sales Tax exemption for facility construction:

Estimated Sales Tax exemption for fixtures and equipment:

Estimated duration of Sales Tax exemption:

Estimated value of Mortgage Recording Tax exemption:

Industrial Revenue Bond Benefit

IRB Inducement amount, if required:

Percentage of Project Costs financed from Public Sector sources:

Total Value of Incentives:

Sources of Funds (Section IV.B.)

** All estimates are based on current tax rates.

\$0

\$24,000

18 Months

\$2,250

\$0

VII. PROJECTED EMPLOYMENT

Complete for each Applicant or User/Tenant

Company Name: Trison Business Solutions

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)	60	60	6	6
Part Time (PTE)	2	2	1	1
Total	62 0.0	62 0.0	7 0.0	7 0.0

** 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 Market Area, in the fourth column. The Labor Market 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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Trison Business Solutions
Salary and Fringe Benefits for Jobs to be Retained and/or Created: *Trade Secret*

Category of Jobs to be Retained and Created	Average Annual Salary or Range of Salary	Average Annual Fringe Benefits or Range of Fringe Benefits (stated as a percentage)
Management	\$ 88,000 - \$100,000	5%
Professional	\$ 45,000 - \$120,000	5%
Administrative	\$ 35,000 - \$90,000	5%
Production		
Independent Contractor		
Other		

Estimated Annual Salary of NEW jobs

AVERAGE	\$ 50,000
HIGH	\$ 60,000
LOW	\$ 45,000

This information constitutes a "trade secret" and/or "information obtained from a commercial enterprise and which if disclosed would cause substantial injury to the competitive position of the subject enterprise", and, is thereby exempt from disclosure pursuant to New York Freedom of Information Law.

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VII. **PROJECTED EMPLOYMENT**

Complete for each Applicant or User/Tenant

Company Name: Han-Tek, inc.

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)	52	52	10	75%
Part Time (PTE)	1	1		
Total	0-0 53	0-0 53	0-0	75% 0-0

** 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 Market Area, in the fourth column. The Labor Market 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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Salary and Fringe Benefits for Jobs to be Retained and/or Created:

Category of Jobs to be Retained and Created	Average Annual Salary or Range of Salary	Average Annual Fringe Benefits or Range of Fringe Benefits (stated as a percentage)
Management	\$100,000 - \$130,000	
Professional	\$90,000 - 100,000	
Administrative	\$35,000 - 65,000	
Production	\$35,000 - \$55,000	
Independent Contractor		
Other		

Estimated Annual Salary of NEW jobs

AVERAGE	XXXXXXXXXXXX
HIGH	\$120,000.00
LOW	\$30,000.

This information constitutes a "trade secret" and/or "information obtained from a commercial enterprise and which if disclosed would cause substantial injury to the competitive position of the subject enterprise", and, is thereby exempt from disclosure pursuant to New York Freedom of Information Law.

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VII. PROJECTED EMPLOYMENT

Complete for each Applicant or User/Tenant

Company Name: McQuillen Inc

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	5	5
Part Time (PTE)	0	0	5	5
Total	0 0.0	0 0.0	5 0.0	5 0.0

** 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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McQuillan, Inc

Salary and Fringe Benefits for Jobs to be Retained and/or Created:

Trade Secret

Category of Jobs to be Retained and Created	Average Annual Salary or Range of Salary	Average Annual Fringe Benefits or Range of Fringe Benefits (stated as a percentage)
Management	\$ 100,000	5%
Professional	\$ 70,000 - 80,000	5%
Administrative	\$ 31,000	1%
Production		
Independent Contractor		
Other <i>Skilled Trades</i>	\$ 30,000 - \$ 50,000	1%

Estimated Annual Salary of NEW jobs

AVERAGE	\$ 45,000
HIGH	\$ 60,000
LOW	\$ 30,000

This information constitutes a "trade secret" and/or "information obtained from a commercial enterprise and which if disclosed would cause substantial injury to the competitive position of the subject enterprise", and, is thereby exempt from disclosure pursuant to New York Freedom of Information Law.

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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 Trison Business Solutions Inc.
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, Wayne, Wyoming or Yates. The All-Local Labor criterion will be verified based on employment, payroll and related records.

COMIDA 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 prior to beginning construction. 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 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.

Trison Business Solutions Inc.
(APPLICANT or USER/TENANT COMPANY)

Susan McFadden President 12/27/18
Signature Title Date

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 Han-Tek 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, Wayne, Wyoming or Yates. The All-Local Labor criterion will be verified based on employment, payroll and related records.

COMIDA 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 prior to beginning construction. 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 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.

Han-Tek, Inc.
(APPLICANT or USER/TENANT COMPANY)

[Signature] President 12/19/18
Signature Title Date

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 McQuillen Inc.
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, Wayne, Wyoming or Yates. The All-Local Labor criterion will be verified based on employment, payroll and related records.

COMIDA 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 prior to beginning construction. 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 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.

McQuillen Inc.
(APPLICANT or USER/TENANT COMPANY)

Susan McQuillen Sec 12/27/18
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.

Carriage Street LLC
(APPLICANT or USER/TENANT COMPANY)

Signature: Sharon Mueller Sec Title: 12/18/18 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 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 County of Monroe Industrial Development Agency ("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

Carriage Street LLC
Susan McQuillen Sec 12/27/18
Signature Title Date

USER/TENANT COMPANY

Tyson Business
Susan McQuillen Solution
Susan McQuillen Pres. 12/27/18
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 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 in 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 County of Monroe Industrial Development Agency ("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

Carriage Street LLC
Susan Macfarland 12/18/18
Signature Title Date

USER/TENANT COMPANY

Ham-Tek, Inc.
[Signature] Pres 12/19/18
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 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 County of Monroe Industrial Development Agency ("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

Carriage Street LLC
Susan Marshall Sec. 12/27/18
Signature , Title Date

USER/TENANT COMPANY

McGraw Hill Inc.
Susan Marshall Sec. 12/27/18
Signature , Title Date

II. Project Question B:

Tenants:

Trison Business Solutions, Inc.
17 Bank Street
Leroy, NY 14482
16-1596358
Susan McQuillen
President
585-490-9337
trison@rochester.rr.com

McQuillen Inc.
8171 E. Main Road
Leroy, NY 14482
16-1364650
Carl McQuillen
President
585-768-2322
Carl@mcquilleneng.com

Han-Tek Inc.
100 Rawson Road
Building 220
Victor, NY 14564
16-1155127
Patrick Tobin
585-255-0445
ptobin@han-tek.com

II Project Question C:

Trison Business Solutions, Inc.
Susan McQuillen 51% President
Carl McQuillen 49% Vice-President

McQuillen Inc.
Carl McQuillen 50% President
Susan McQuillen 50% Vice-President

Han-Tek

Jon Tobin 97.5% Chairman
Timothy Lemley 2.5% Chief Operating Officer

II Project Question E. Description of Project:

The applicant's intention for purchasing 10-11 Carriage Street Honeoye Falls, NY was to repurpose the specialized GM Fuel Cell buildings which had been vacant since GM's departure from New York over 5 years ago.

The background of the tenants are as follows:

Han-Tek is a manufacturer of material handling, robotic cells and automation equipment.

McQuillen Inc., McQuillen Manufacturing Division is a manufacturer of high precision components and assemblies, for both Research and Development and production.

Trison Business Solutions, Inc. is a supplier of engineering services, specializing in Research and Development companies.

II Project Question F:

McQuillen Inc. 8171 E. Main Road Leroy, NY 14482

Trison Business Solutions, Inc. 17 Bank Street Leroy, NY 14482

Han-Tek, Inc. 100 Rawson Road Bldg. 220 Victor, NY 14564

**Resolution
Board of Trustees
Village of Honeoye Falls**

WHEREAS, REAL PROPERTY KNOWN AS 10/11 CARRIAGE STREET, VILLAGE OF HONEOYE FALLS UPON WHICH TWO BUILDINGS ARE SITUATE, HAS BEEN VACANT FOR AN EXTENSIVE PERIOD OF TIME AFTER THE GENERAL MOTORS COMPANY MOVED OUT, AND THE PROPERTY HAS BEEN FOR SALE SINCE THE PROPERTY WAS VACATED BY GENERAL MOTORS; AND

WHEREAS, A POTENTIAL BUYER HAS COME FORTH INDICATING ITS' WILLINGNESS TO PURCHASE THE PROPERTY UPON CONDITION THAT THE POTENTIAL BUYER RECEIVE A 10 YEAR PILOT THROUGH COMIDA FOR 100% OF ALL TAXES DUE ON THE PROPERTY FROM THE HONEOYE FALLS-LIMA SCHOOL DISTRICT, COUNTY OF MONROE, TOWN OF MENDON AND VILLAGE OF HONEOYE FALLS; AND

WHEREAS, THE CONTINUED VACANCY OF THE BUILDINGS ON SAID PROPERTY CREATES A NUISANCE BECAUSE THE BUILDINGS WILL BE UNDER DISREPAIR, UNSAFE, CREATE FIRE HAZARDS, ATTRACT VERMIN AND OTHER PESTS ENDANGERING THE HEALTH AND WELFARE OF THE RESIDENTS OF THE VILLAGE, TOWN, COUNTY AND SCHOOL DISTRICT; AND

WHEREAS, THE OCCUPANCY AND USE OF THE BUILDINGS BY A NEW OWNER WILL BENEFIT THE COUNTY, TOWN, SCHOOL DISTRICT AND THE VILLAGE IN NUMEROUS WAYS INCLUDING BRINGING NEW JOBS TO THE VILLAGE, TOWN, COUNTY AND SCHOOL DISTRICT; AND

WHEREAS, THE POTENTIAL OWNER HAS INDICATED IT CANNOT PURCHASE THE SAID PROPERTY WITHOUT A 10 YEAR PILOT PROGRAM IN ACCORDANCE WITH THE ATTACHED TAX ABATEMENT SCHEDULE BY THE COUNTY, TOWN, SCHOOL DISTRICT AND VILLAGE; AND

NOW THEREFORE, THE BOARD OF TRUSTEES AFTER DUE DISCUSSION AND DELIBERATION HEREBY ADOPT THE FOLLOWING RESOLUTION:

RESOLVED, THAT THE BOARD FINDS IT IS IN THE BEST INTEREST OF THE VILLAGE, COUNTY, SCHOOL DISTRICT AND TOWN THAT SAID PROPERTY AT 10/11 CARRIAGE STREET, VILLAGE OF HONEOYE FALLS BE PURCHASED AND OCCUPIED BY A NEW OWNER WHICH SHALL BRING JOBS TO THE VILLAGE, TOWN, COUNTY AND SCHOOL DISTRICT, AMONG OTHER BENEFITS; AND IT IS

FURTHER RESOLVED, THAT THE BOARD OF TRUSTEES OF VILLAGE OF HONEOYE FALLS AFFIRMS AND PROMISES THAT IT WILL WORK WITH ALL INTERESTED PARTIES, IE. THE OWNER, POTENTIAL BUYER, COUNTY, TOWN AND SCHOOL DISTRICT TO CAUSE A PURCHASE AGREEMENT TO BE ENTERED INTO BY OWNER AND BUYER AND THE TRUSTEES HEREBY APPROVE THE PILOT AGREEMENT TO BE PROVIDED IN ACCORDANCE WITH THE ATTACHED "CARRIAGE STREET PROPERTIES DRAFT KEY POINTS OF A PILOT AGREEMENT" WHICH INCLUDES THE PILOT PAYMENT SCHEDULE FOR SAID PROPERTY FROM ALL TAXING AUTHORITIES, THE COUNTY, TOWN, SCHOOL DISTRICT AND VILLAGE.

DATED: 10/15/18

AYE

NAY

Richard B. Milne

X

James Alfieri

X

Stanley Worboys

X

Gerard Pavelsky

X

10/11 Carriage Street – PILOT Schedule

Year 1	0% Tax Assessment
Year 2	0% Tax Assessment
Year 3	0% Tax Assessment
Year 4	20% Tax Assessment
Year 5	30% Tax Assessment
Year 6	40% Tax Assessment
Year 7	55% Tax Assessment
Year 8	60% Tax Assessment
Year 9	70% Tax Assessment
Year 10	100% Tax Assessment

This agreement will become effective March 1, 2019.

The term of the agreement will be 10-years.

The agreement will include the taxing municipalities of the Honeoye Falls Lima School District, The County of Monroe, The Town of Mendon and The Village of Honeoye Falls.

As a condition of the agreement, the 2018 Tax Certiorari Law Suit will be discontinued.

During the development of the 2019 tax roll, the assessed value of the property shall be reduced to the purchase price of the property.



RESOLUTION

At a Regular Meeting of the Board of Education of the Honeoye Falls-Lima Central School District (the "Board of Education"), held on January 22, 2019 at 20 Church Street, Honeoye Falls, New York;

The meeting was called to order by Amy West, President of the Board of Education, and upon roll being called, the following members were:

PRESENT: Joseph Alati, Carol Bellavia, David Francis, David Ghidiu, Gary Stottler, Stephanie Templeton, Amy West, Lawrence Young

ABSENT: Caralyn Ross

OTHERS ALSO PRESENT: Superintendent, Gene Mancuso; Assistant Superintendent for Business and Operations, Bruce Capron; Assistant Superintendent for Curriculum and Instruction, Renee Williams; District Clerk, Rhonda Schaefer; additional administrative staff; and staff members of the Manor Intermediate School.

The following Resolution was offered by Stephanie Templeton and seconded by Gary Stottler.

WHEREAS, the buildings located at 10 and 11 Carriage Street in the Town of Mendon, Village of Honeoye Falls, and Honeoye Falls-Lima School District ("Carriage Street Properties") have been vacant since the departure of the General Motors Company in or about December 2012; and

WHEREAS, during this time period the Carriage Street Properties fell into disrepair; and

WHEREAS, a potential buyer of the Carriage Street Properties approached the taxing jurisdictions regarding its desire to purchase and rehabilitate the Carriage Street Properties, as well as to add jobs to the community; and

WHEREAS, in order to purchase the Carriage Street Properties, such buyer requested a payment in lieu of tax agreement which would provide a temporary reduction in real property tax; and

WHEREAS, the occupancy and rehabilitation of the Carriage Street Properties will benefit the County, Town, Village, School District and community in multiple ways, including the creation of jobs, investment of resources into our community, and revitalization of the area.

WHEREAS, such buyer has requested a ten year payment in lieu of tax agreement under the following payment schedule:

Year	Tax Abatement
Year 1	100%
Year 2	100%
Year 3	100%
Year 4	80%
Year 5	70%
Year 6	60%
Year 7	45%
Year 8	40%
Year 9	30%
Year 10	0%

WHEREAS, such buyer has further agreed to discontinue the pending 2018 tax certiorari litigation involving the Carriage Street Properties; and

WHEREAS, the Town of Mendon and Village of Honeoye Falls support the proposed payment in lieu of tax agreement schedule; and

NOW, THEREFORE, BE IT RESOLVED that:

1. The Board of Education finds it is in the best interest of the County, Town, Village, School District and community to for the purchase and rehabilitation of the Carriage Street Properties as well as the creation of jobs that will result from such purchase; and
2. The Board of Education hereby supports a payment in lieu of tax agreement pursuant to the terms outlined above.

AND, THEREFORE, BE IT FURTHER RESOLVED, that the Board of Education hereby authorizes the Superintendent to provide a copy of this resolution to the County of Monroe Industrial Development Agency in support of the proposed payment in lieu of tax agreement for the Carriage Street Properties.

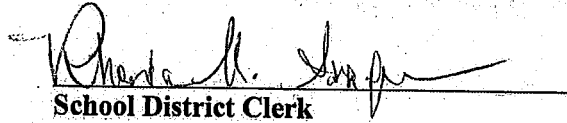
The question of the adoption of the foregoing Resolution was duly put to a vote, which resulted as follows:

AYES: 8

NAYS: 0

The Resolution was thereupon declared adopted.

Dated: January 22, 2019



School District Clerk
Honeoye Falls-Lima Central School District

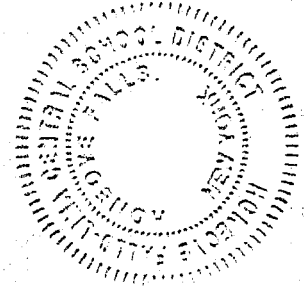


EXHIBIT B

PUBLIC NOTICE DOCUMENTS

[See Attached]

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law will be held by the County of Monroe Industrial Development Agency d/b/a Imagine Monroe Powered By COMIDA (the "Agency") on the 15th day of February, 2019 at 10:00 a.m., local time, at the Honeoye Falls Village Hall, 5 East Street, Honeoye Falls, New York 14472, in connection with the following matter:

CARRIAGE STREET LLC, a Delaware limited liability company, or an 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 aggregate approximately 16.83-acre parcel of land located at 10-11 Carriage Street in the Village of Honeoye Falls, New York (collectively, the "Land") together with one existing approximately 80,736 square-foot vacant building and one existing approximately 80,500 square-foot building thereon (collectively, the "Existing Improvements"); (B) the renovation and repurposing of the Existing Improvements (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"), to be subleased to (i) Han-Tek, a manufacturer of material handling, robotic cells and automation equipment; (ii) McQuillen Inc., McQuillen Manufacturing Division, a manufacturer of high precision components and assemblies, for both Research and Development and production; and (iii) Trison Business Solutions, Inc., a supplier of engineering services specializing in Research and Development companies (collectively, the "Tenants").

The Agency will acquire a leasehold interest in the Facility and lease the Facility back to the Company. The Company will operate and/or manage the Facility during the term of the lease. At the end of the lease term the Agency's leasehold interest will be terminated. The Agency contemplates that it will provide financial assistance (the "Financial Assistance") to the Company in the form of sales and use tax exemptions, consistent with the policies of the Agency, and a partial real property tax abatement.

The Agency will, at the above-stated time and place, present a copy of the Company's Application (including the Benefit/Incentive analysis) and hear all persons with views in favor of or opposed to either the location or nature of the Facility, or the proposed financial assistance being contemplated by the Agency. In addition, at, or prior to, such hearing, interested parties may submit to the Agency written materials pertaining to such matters.

Dated: February 1, 2019

COUNTY OF MONROE INDUSTRIAL
DEVELOPMENT AGENCY D/B/A IMAGINE
MONROE POWERED BY COMIDA

By: Jeffrey R. Adair, Executive Director

HARRIS BEACH ^{PLLC}

ATTORNEYS AT LAW

99 GARNSEY ROAD
PITTSFORD, NY 14534
(585) 419-8800

RACHEL C. BARANELLO

DIRECT: (585) 419-8769
FAX: (585) 419-8816
RBARANELLO@HARRISBEACH.COM

February 1, 2019

Hon. Cheryl Dinolfo, County Executive
County Office Building
39 West Main Street
Rochester, New York 14614
CERTIFIED MAIL RECEIPT#:
91 7199 9991 7039 2312 7891

Mr. Richard B. Milne, Mayor
Honeoye Falls Village Hall
5 East Street
Honeoye Falls, New York 14472
CERTIFIED MAIL RECEIPT#:
91 7199 9991 7039 2312 7907

Ms. Gina Hurley, Clerk/Treasurer
Honeoye Falls Village Hall
5 East Street
Honeoye Falls, New York 14472
CERTIFIED MAIL RECEIPT#:
91 7199 9991 7039 2312 7914

Dr. Renee Williams, Superintendent
Honeoye Falls-Lima Central School District
20 Church Street
Honeoye Falls, New York 14472
CERTIFIED MAIL RECEIPT#:
91 7199 9991 7039 2312 7921

**Re: County of Monroe Industrial Development Agency d/b/a Imagine Monroe
Powered By COMIDA – Notice of Public Hearing and Proposed PILOT
Deviation with respect to Carriage Street LLC Project
10-11 Carriage Street in the Village of Honeoye Falls, New York**

Ladies and Mr. Milne:

On Friday, February 15, 2019 at 10:00 a.m. local time, at Honeoye Falls Village Hall, 5 East Street, Honeoye Falls, New York 14472, the County of Monroe Industrial Development Agency d/b/a Imagine Monroe Powered By COMIDA (the "Agency") will conduct a public hearing in accordance with Article 18-A of the New York State General Municipal Law, to consider the approval of certain financial assistance for the benefit of the Project including a payment-in-lieu-of-tax-agreement (the "PILOT Agreement") between the Agency and Carriage Street LLC (the "Company"), the terms of which deviate from the Agency's uniform tax exemption policy (the "UTEP"). Attached is a copy of the Notice of Public Hearing describing the project and financial assistance contemplated by the Agency.

You are welcome to attend such hearing at which time you will have an opportunity to review the project application (copy enclosed) and present your views, both orally and in writing, with respect to the project. The public hearing is being conducted pursuant to Section 859-a of the General Municipal Law. We are providing this notice to you, pursuant to General Municipal Law Section 859-a, as the chief executive officer of an affected tax jurisdiction within which the project is located.

Hon. Cheryl Dinolfo
Mr. Richard B. Milne
Ms. Gina Hurley
Dr. Renee Williams
February 1, 2019
Page 2

HARRIS BEACH PLLC
ATTORNEYS AT LAW

The Agency proposes to provide financial assistance (the "Financial Assistance") to the Company in the form (1) the leasing of the Facility for a term of up to ten (10) years, pursuant to which the Agency will obtain from the Company a leasehold or other interest in the Facility and lease its interest the Facility back to the Company, (2) a sales and use tax exemptions on all equipment and building materials to incorporated into the Facility, and (3) the execution of the PILOT Agreement providing the Company with a partial real property tax abatement. The proposed Financial Assistance deviates from the Agency's UTEP to the extent that the proposed terms of the PILOT Agreement contemplated for the Project entail the calculation as set forth below. The Board of Trustees of the Village of Honeoye Falls (the "Village") has approved the proposed PILOT terms as set forth in a resolution adopted on October 15, 2018 and the Board of Education of the Honeoye Falls-Lima Central School District (the "School District") has approved the proposed PILOT terms as set forth in a resolution adopted on January 22, 2019 (copies of each resolution are attached). The modified JobsPlus abatement schedule approved by the Village and the School District is as follows:

<u>Year</u>	<u>% Exempt</u>
1	100%
2	100%
3	100%
4	80%
5	70%
6	60%
7	45%
8	40%
9	30%
10	0%

Upon due consideration of the Company's application, the various positive economic and social impacts of the Project, and the Project's general satisfaction of several considerations set forth within Section D of the UTEP, including, but not limited to (i) the expansion and retention of employment opportunities in Monroe County; and (ii) the substantial capital investment associated with the Project derived from both public and Company sources, the Agency desires to approve the proposed terms of the PILOT Agreement.

We are providing this letter to you, pursuant to Section 874 of the General Municipal Law, as the Chief Executive Officer of an affected tax jurisdiction within which the Facility is located to notify you of a proposed deviation from the Agency's UTEP. Prior to the above-described meeting date, comments on the proposed deviation may be sent to the Agency to the attention of Jeffrey R. Adair, Executive Director, at 50 West Main Street, Suite 8100, Rochester, New York 14614. The Agency will review any correspondence received from any affected tax jurisdiction regarding such proposed deviation. The Agency will allow any representative of an

Hon. Cheryl Dinolfo
Mr. Richard B. Milne
Ms. Gina Hurley
Dr. Renee Williams
February 1, 2019
Page 3

HARRIS BEACH PLLC
ATTORNEYS AT LAW

affected tax jurisdiction present at the meeting to consider the proposed deviation to address the Agency regarding such proposed deviation.

Very truly yours,

Rachel Baranello
Rachel C. Baranello

RCB/lap
Enclosures

cc: Jeffrey R. Adair
Carl McQuillen
Jake Whiting, Esq.

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law will be held by the County of Monroe Industrial Development Agency d/b/a Imagine Monroe Powered By COMIDA (the "Agency") on the 15th day of February, 2019 at 10:00 a.m., local time, at the Honeoye Falls Village Hall, 5 East Street, Honeoye Falls, New York 14472, in connection with the following matter:

CARRIAGE STREET LLC, a Delaware limited liability company, or an 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 aggregate approximately 16.83-acre parcel of land located at 10-11 Carriage Street in the Village of Honeoye Falls, New York (collectively, the "Land") together with one existing approximately 80,736 square-foot vacant building and one existing approximately 80,500 square-foot building thereon (collectively, the "Existing Improvements"); (B) the renovation and repurposing of the Existing Improvements (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"), to be subleased to (i) Han-Tek, a manufacturer of material handling, robotic cells and automation equipment; (ii) McQuillen Inc., McQuillen Manufacturing Division, a manufacturer of high precision components and assemblies, for both Research and Development and production; and (iii) Trison Business Solutions, Inc., a supplier of engineering services specializing in Research and Development companies (collectively, the "Tenants").

The Agency will acquire a leasehold interest in the Facility and lease the Facility back to the Company. The Company will operate and/or manage the Facility during the term of the lease. At the end of the lease term the Agency's leasehold interest will be terminated. The Agency contemplates that it will provide financial assistance (the "Financial Assistance") to the Company in the form of sales and use tax exemptions, consistent with the policies of the Agency, and a partial real property tax abatement.

The Agency will, at the above-stated time and place, present a copy of the Company's Application (including the Benefit/Incentive analysis) and hear all persons with views in favor of or opposed to either the location or nature of the Facility, or the proposed financial assistance being contemplated by the Agency. In addition, at, or prior to, such hearing, interested parties may submit to the Agency written materials pertaining to such matters.

Dated: February 1, 2019

COUNTY OF MONROE INDUSTRIAL
DEVELOPMENT AGENCY D/B/A IMAGINE
MONROE POWERED BY COMIDA

By: Jeffrey R. Adair, Executive Director

**Resolution
Board of Trustees
Village of Honeoye Falls**

WHEREAS, REAL PROPERTY KNOWN AS 10/11 CARRIAGE STREET, VILLAGE OF HONEOYE FALLS UPON WHICH TWO BUILDINGS ARE SITUATE, HAS BEEN VACANT FOR AN EXTENSIVE PERIOD OF TIME AFTER THE GENERAL MOTORS COMPANY MOVED OUT, AND THE PROPERTY HAS BEEN FOR SALE SINCE THE PROPERTY WAS VACATED BY GENERAL MOTORS; AND

WHEREAS, A POTENTIAL BUYER HAS COME FORTH INDICATING ITS' WILLINGNESS TO PURCHASE THE PROPERTY UPON CONDITION THAT THE POTENTIAL BUYER RECEIVE A 10 YEAR PILOT THROUGH COMIDA FOR 100% OF ALL TAXES DUE ON THE PROPERTY FROM THE HONEOYE FALLS-LIMA SCHOOL DISTRICT, COUNTY OF MONROE, TOWN OF MENDON AND VILLAGE OF HONEOYE FALLS; AND

WHEREAS, THE CONTINUED VACANCY OF THE BUILDINGS ON SAID PROPERTY CREATES A NUISANCE BECAUSE THE BUILDINGS WILL BE UNDER DISREPAIR, UNSAFE, CREATE FIRE HAZARDS, ATTRACT VERMIN AND OTHER PESTS ENDANGERING THE HEALTH AND WELFARE OF THE RESIDENTS OF THE VILLAGE, TOWN, COUNTY AND SCHOOL DISTRICT; AND

WHEREAS, THE OCCUPANCY AND USE OF THE BUILDINGS BY A NEW OWNER WILL BENEFIT THE COUNTY, TOWN, SCHOOL DISTRICT AND THE VILLAGE IN NUMEROUS WAYS INCLUDING BRINGING NEW JOBS TO THE VILLAGE, TOWN, COUNTY AND SCHOOL DISTRICT; AND

WHEREAS, THE POTENTIAL OWNER HAS INDICATED IT CANNOT PURCHASE THE SAID PROPERTY WITHOUT A 10 YEAR PILOT PROGRAM IN ACCORDANCE WITH THE ATTACHED TAX ABATEMENT SCHEDULE BY THE COUNTY, TOWN, SCHOOL DISTRICT AND VILLAGE; AND

NOW THEREFORE, THE BOARD OF TRUSTEES AFTER DUE DISCUSSION AND DELIBERATION HEREBY ADOPT THE FOLLOWING RESOLUTION:

RESOLVED, THAT THE BOARD FINDS IT IS IN THE BEST INTEREST OF THE VILLAGE, COUNTY, SCHOOL DISTRICT AND TOWN THAT SAID PROPERTY AT 10/11 CARRIAGE STREET, VILLAGE OF HONEOYE FALLS BE PURCHASED AND OCCUPIED BY A NEW OWNER WHICH SHALL BRING JOBS TO THE VILLAGE, TOWN, COUNTY AND SCHOOL DISTRICT, AMONG OTHER BENEFITS; AND IT IS

FURTHER RESOLVED, THAT THE BOARD OF TRUSTEES OF VILLAGE OF HONEOYE FALLS AFFIRMS AND PROMISES THAT IT WILL WORK WITH ALL INTERESTED PARTIES, IE. THE OWNER, POTENTIAL BUYER, COUNTY, TOWN AND SCHOOL DISTRICT TO CAUSE A PURCHASE AGREEMENT TO BE ENTERED INTO BY OWNER AND BUYER AND THE TRUSTEES HEREBY APPROVE THE PILOT AGREEMENT TO BE PROVIDED IN ACCORDANCE WITH THE ATTACHED "CARRIAGE STREET PROPERTIES DRAFT KEY POINTS OF A PILOT AGREEMENT" WHICH INCLUDES THE PILOT PAYMENT SCHEDULE FOR SAID PROPERTY FROM ALL TAXING AUTHORITIES, THE COUNTY, TOWN, SCHOOL DISTRICT AND VILLAGE.

DATED: 10/15/18

AYE

NAY

Richard B. Milne

X

James Alfieri

X

Stanley Worboys

X

Gerard Pavelsky

X

10/11 Carriage Street – PILOT Schedule

Year 1	0% Tax Assessment
Year 2	0% Tax Assessment
Year 3	0% Tax Assessment
Year 4	20% Tax Assessment
Year 5	30% Tax Assessment
Year 6	40% Tax Assessment
Year 7	55% Tax Assessment
Year 8	60% Tax Assessment
Year 9	70% Tax Assessment
Year 10	100% Tax Assessment

This agreement will become effective March 1, 2019.

The term of the agreement will be 10-years.

The agreement will include the taxing municipalities of the Honeoye Falls Lima School District, The County of Monroe, The Town of Mendon and The Village of Honeoye Falls.

As a condition of the agreement, the 2018 Tax Certiorari Law Suit will be discontinued.

During the development of the 2019 tax roll, the assessed value of the property shall be reduced to the purchase price of the property.



RESOLUTION

At a Regular Meeting of the Board of Education of the Honeoye Falls-Lima Central School District (the "Board of Education"), held on January 22, 2019 at 20 Church Street, Honeoye Falls, New York;

The meeting was called to order by Amy West, President of the Board of Education, and upon roll being called, the following members were:

PRESENT: Joseph Alati, Carol Bellavia, David Francis, David Ghidiu, Gary Stottler, Stephanie Templeton, Amy West, Lawrence Young

ABSENT: Caralyn Ross

OTHERS ALSO PRESENT: Superintendent, Gene Mancuso; Assistant Superintendent for Business and Operations, Bruce Capron; Assistant Superintendent for Curriculum and Instruction, Renee Williams; District Clerk, Rhonda Schaefer; additional administrative staff; and staff members of the Manor Intermediate School.

The following Resolution was offered by Stephanie Templeton and seconded by Gary Stottler.

WHEREAS, the buildings located at 10 and 11 Carriage Street in the Town of Mendon, Village of Honeoye Falls, and Honeoye Falls-Lima School District ("Carriage Street Properties") have been vacant since the departure of the General Motors Company in or about December 2012; and

WHEREAS, during this time period the Carriage Street Properties fell into disrepair; and

WHEREAS, a potential buyer of the Carriage Street Properties approached the taxing jurisdictions regarding its desire to purchase and rehabilitate the Carriage Street Properties, as well as to add jobs to the community; and

WHEREAS, in order to purchase the Carriage Street Properties, such buyer requested a payment in lieu of tax agreement which would provide a temporary reduction in real property tax; and

WHEREAS, the occupancy and rehabilitation of the Carriage Street Properties will benefit the County, Town, Village, School District and community in multiple ways, including the creation of jobs, investment of resources into our community, and revitalization of the area.

WHEREAS, such buyer has requested a ten year payment in lieu of tax agreement under the following payment schedule:

Year	Tax Abatement
Year 1	100%
Year 2	100%
Year 3	100%
Year 4	80%
Year 5	70%
Year 6	60%
Year 7	45%
Year 8	40%
Year 9	30%
Year 10	0%

WHEREAS, such buyer has further agreed to discontinue the pending 2018 tax certiorari litigation involving the Carriage Street Properties; and

WHEREAS, the Town of Mendon and Village of Honeoye Falls support the proposed payment in lieu of tax agreement schedule; and

NOW, THEREFORE, BE IT RESOLVED that:

1. The Board of Education finds it is in the best interest of the County, Town, Village, School District and community to for the purchase and rehabilitation of the Carriage Street Properties as well as the creation of jobs that will result from such purchase; and
2. The Board of Education hereby supports a payment in lieu of tax agreement pursuant to the terms outlined above.

AND, THEREFORE, BE IT FURTHER RESOLVED, that the Board of Education hereby authorizes the Superintendent to provide a copy of this resolution to the County of Monroe Industrial Development Agency in support of the proposed payment in lieu of tax agreement for the Carriage Street Properties.

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

AYES: 8

NAYS: 0

The Resolution was thereupon declared adopted.

Dated: January 22, 2019



School District Clerk

Honeoye Falls-Lima Central School District

