

APPLICATION FOR ASSISTANCE

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

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

Please send completed application via email to EconomicDevelopment@monroecounty.gov. A non-refundable application fee of \$350.00 is required. Please see page 10 for additional information on costs and fees.

I. APPLICANT

Α.	Approant information		В.	Applicant's Legal Counsel		
	Name:	Skull Diamond and Heart Capital, LLC		Name: Firm:	Rick Harmon	
	Address:	375 Double Wood Lane	_	Address:	Harmon and Davies	
	City/State/Zip:	Bluemont, VA 20135	-	City/State/Zip:	2306 Columbia Avenue	
	Tax Id No.:	85-3038504	-	Telephone:	Lancaster, PA 17603	
	Contact Name:	Robert Poltrino	-	Email:	800-238-2803	
	Title:	Chief Acquisition Officer	-		RHarmon@h-dlaw.com	
	Telephone: E-	585-330-3338	-			
	Mail:	Rob@sdhcap.com	_			
C.		olicant Company (must total 100%). If an t		imilar, all membe %	Corporate Title	
C.	Owners of App		LC, LP or s			
C.	Owners of App	Name	LC, LP or s			
c. -		Name			Corporate Title	
c. -		Name			Corporate Title	
c. -		Name			Corporate Title	
c .		Name			Corporate Title	
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c .		Name			Corporate Title	
-		Name			Corporate Title	
c. -		Name			Corporate Title	



II. PROJECT

A.	Address of proposed project facility 250 East Main Street	B. Proposed User(s)/Tenant(s) of the Facility If there are multiple Users/Tenants, please attach additional page.				
	Rochester, NY 14604					
	Tax Map Parcel Number: 106.800-0001-031.002/0100	Are the user and owner related entities? Yes No Company Name: N/A				
	City/Town/Village: Rochester	Address: N/A				
	School District: Rochester	City/State/Zip: N/A				
	Current Legal Owner of Property:	Tax ID No: N/A				
	Winn Development	Contact Name: N/A Title: N/A				
		Telephone: N/A				
C.	Owners of User/Tenant Company (must total 100%)	Email: N/A				
	If an LLC, LP or similar, all members/partners must be listed	% of facility to be occupied by user/tenant N/A				
	Name % Corporate Title					
<u>Ch</u>	nance Wright 100 Chief Operating Officer	D. Benefits Requested (Check all that apply)				
_		✓ Sales Tax Exemption				
_						
_		Real Property Tax Abatement				
_		Industrial Revenue Bond Financing				
E. De	scription of project (check all that apply)					
□ Ne	ew Construction					
☑ Ex	sisting Facility					
	Acquisition					
	Expansion					
	Renovation/Modernization					
∠ Ac	equisition ofmachinery/equipment					
Ot	her (specify)					

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

NAICS Code: 523900

Our intent is to renovate 6,734 square feet of space on the second floor of Sibley Square. The space will consist of open office, meeting rooms, private offices, small data center, and other flexible spaces. Approximately 2,000 square feet will be reserved for Skull Diamond and Heart Capitals' Rochester, NY office with the remaining space to be allocated to portfolio companies and service providers. Total project cost is estimated at \$675,000.

Since our inception in September of 2020 we have made five investments with a goal of 3-7 investments per year and recognize Rochester as being an underutilized source of technology and talent. Our investment in Rochester will create direct hire jobs (10-15 FTE), as well as encourage tech talent coming out of our local colleges and universities to conduct business here.

The ecosystem we are creating is one that wholistically supports the early stage small businesses that we are fostering. Equity financing, services offerings via a LOC (marketing, legal, IT, GTM, etc) as well as other vehicles are utilized with the goal of providing each of these companies with access to the tools and experts needed to accelerate their business. We see the value in supporting companies through every stage of their evolution.



II. PROJECT (cont'd)

F. Are other facilities or related companies located within New York State?	H.	Project Timeline 4/1/2021 Proposed Date of Acquisition:
☐Yes ✔No		Proposed Commencement Date of Construction: 7/1/2021
Location:		Anticipated Completion Date: 10/1/2021
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	l.	Contractor(s) Not yet selected - Currently in Design Development Stage
Will the Project result in the abandonment of one or more plants or facilities of the Project occupant located within the state? Yes No If Yes to either question, explain how the Agency's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Applicant or User's competitive position in its respective industry:	J.	State Environmental Quality Review (SEQR) Act Compliance COMIDA, in granting assistance to the Applicant, is required to comply with the New York State Environmental Quality Review Act (SEQR). Does the proposed project require discretionary permit, license or other type of approval by the state or local municipality? YES - Include a copy of any SEQR documents related to this Project including Environmental Assessment Form, Final Determination, Local Municipality Negative Declaration, etc.
G. Would the project be undertaken without financial assistance from the Agency?		№ NO
Yes VNo		
Please explain why financial assistance is necessary.		
Skull Diamond and Heart Capital is a company based of mortar operations. We did not plan to open an office in headcount and investment growth. This unplanned exp While having an office will enable us to better network a proportionally limits our ability to invest in emerging sma (inception date of 9/2020) whose acceleration was unprand see more headcount in our horizon.	2021 b ansion nd cros	and is a 10 year lease commitment to Rochester. ss collaborate, it is a significant expense and
Without this funding we will have to significantly scale be volatility in price and supply of construction materials hat formal office space will impede our growth and operation monies saved by this incentive program allow for single goals.	as place nal car	ed unforeseen strain on our resources. A lack of
Failure to secure the funds will prevent Skull Diamond a Sibley Square/Winn Development.	nd Hea	art Capital from signing the 10 year lease with



PROPERTY TAX ABATEMENT/PAYMENT IN LIEU OF TAX AGREEMENT (PILOT) 111. **Check One:** Requirements: Applicant must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is **LEASEPLUS** Requirements: University and/or medical related facilities in which a 501(c)3 entity leases from a for-profit entity. Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is **ENHANCED JOBSPLUS** Requirements: A minimum \$15 million investment AND A minimum of 100 new jobs **GREEN JOBSPLUS** Requirements: LEED® Certification – Project must be rated as Certified, Gold, Silver or Platinum by the United States Green Building Council's Leadership in Energy and Environmental Design (LEED®) Green Building Rating System. Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is SHELTER RENT For student housing or affordable housing projects. Local Tax Jurisdiction Sponsored PILOT NO PROPERTY TAX ABATEMENT IS SOUGHT FOR THIS PROJECT



IV. APPLICANT PROJECT COSTS

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

Building Construction or Renovation a. \$ 300,000 a. Materials 200,000 b. Labor Site Work c. Materials c. \$_ d. Labor e. \$ 45,000 e. Non-Manufacturing Equipment f. Manufacturing Equipment \$ 70,000 g. Furniture and Fixtures h. \$ ⁰ h. Land and/or Building Purchase \$_60,000 i. Soft Costs (Legal, Architect, Engineering) i. Other (specify) I. \$____ s 675,000 **Total Project Costs** (must equal Total Sources) Sources of Funds for Project Costs: a. Tax-Exempt Industrial Revenue Bond a. \$_____ b. Taxable Industrial Revenue Bond b. \$____ c. Bank Financing d. \$____ d. Public Sources Identify each state and federal grant/credit \$ 600,000 e. Equity \$600,000 **TOTAL SOURCES** (must equal Total Project Costs) Has the applicant made any arrangements for the financing of this project Yes No If yes, please specify bank, underwriter, etc.

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

U	se additional shee	ts as necessary	
C	ompany Name		
ΓE	habilitation, impro-	vement, and/or equip	struction, acquisition, oping of the project by the temption is requested.
Е	stimated Costs Elig	gible for Sales Tax E	xemption Benefit
a	. Materials		a. \$
b.	. Labor		b. \$
c.	Non-Manufactur	ing Equipment	c. \$
d.	. Manufacturing E	quipment	d. \$
d.	. Furniture and Fit	dures	d. \$
	Other (specify):	e	e. \$
		f	f. \$
		g	g. \$
		h	h. \$
To	otal Project Costs		s \$ 0



VI. Value of Incentives

Project	t name:		Skull Diamon	Skull Diamond and Heart Capital, LLC					
Curren Dollar		ment Construction & R	enovation Costs ject Subject to IDA		Taxes on L	and	0		
	County Tax Ra Local Tax Ra School Tax R Total Tax Ra	te* Tax Rate/\$1, Rate /\$1,000	000	0.00					
PILOT Year	% Abatement	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT Amount	Full Tax Payment w/o PiLO	Net T Exempti	ion	
3 4 5 6	1 90% 2 80% 3 70% 4 60% 5 50% 6 40% 7 30% 3 20% 9 10%		0 0 0 0 0 0 0	0 0 0 0 0 0 0	0 0 0 0 0 0 0	0 0 0 0 0 0 0	0 0 0 0 0 0 0	0 0 0 0 0 0 0 0	
* Local Tax Rate for Town/City/Village B. Sales Tax Exemption Benefit: Estimated value of Sales Tax exemption: Estimated duration of Sales Tax exemption: 12/31/2021									
C. Mortgage Recording Tax Exemption Benefit: Estimated Value of Mortgage Recording Tax exemption: \$0									
D. Indu		e Bond Benefit ent amount, if re	quired:			\$0			
E. Perce	entage of Proje	ect Costs financed	from Public Sector	sources:					

Total Value of Incentives:

4.92%

\$33,200.00

\$675,000.00

^{**} All estimates are based on current tax rates.

VII. PROJECTED EMPLOYMENT

Complete for each Applicant or User/Tenant

Company Name	Skull Diamond and Heart Capital,	LLC
A ALLIAMITY LIMITION		

Applicant: 🗹 or User/Tenant: 🗌

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

	Current # of jobs at proposed project location or to be relocated to project location	IF FINANCIAL ASSISTANCE IS GRANTED — project the number of FTE and PTE jobs to be RETAINED	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be CREATED upon THREE Years after Project completion	Estimate number of residents of the Labor Market Area in which the Project is located that will fill the FTE and PTE jobs to be created upon THREE Years after Project Completion **
Full time (FTE)	2	2	10	10
Part Time (PTE)	2	2	2	2
Total	3.00	3.00	11.00	11.00

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

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VIII. LOCAL LABOR

To be completed by all Applicants and Users/Tenants of Projects which include the construction of new, expanded or renovated facilities:
Company Name Skull Diamond and Heart Capital, LLC
Applicant: 🗹 and/or User/Tenant: 🗌
All project employees of the general contractor, subcontractor, or sub to a subcontractor (contractors) working on the project must reside within the following counties in the State of New York: Monroe, Genesee, Livingston, Ontario, Orleans, Seneca, Steuben, Wayne, Wyoming or Yates. The All-Local Labor criterion will be verified pased on employment, payroll and related records.
COMIDA understands that at certain times local labor may not be available within the local trea. Under this condition, applicants are required to complete a waiver request of the Allocal Labor requirement 45 days in advance of commencing work. Contractors do not have to be local companies as defined herein, but must employ local people to qualify under the All-Local Labor criterion.
The foregoing terms have been read, reviewed and understood by the Applicant or User/Tenant and all appropriate personnel. Furthermore, the undersigned agrees and inderstands that the information contained herein must be transmitted and conveyed in a mely 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 esult in COMIDA revoking all or any portion of benefits it deems reasonable in its ole discretion for any violation hereof.
Skull Diamond and Heart Capital, LLC
(APPLICANT COMPANY) (TENANT COMPANY)
Robert Digitally signed by Robert Politrino Date: 2021.03.29 Chief Acquisition Officer \$2921 12:59:51 -04:00*



, Title

Date

Signature

Signature

Date

, Title

IX. FEES

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

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

Skull Diamond and Heart Capital, LLC

	(APPLICANT C	OMPANY)		(TENANT COMPANY)		
Robert Poltrino	Propert Pulging					
Signature		, Title	Date	Signature	, Title	Date



X. CERTIFICATION

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

- A. The information contained in this Application, including employment information, is true and correct. The Applicant is aware that any material misrepresentation made in this Application constitutes an act of fraud, resulting in revocation of COMIDA benefits.
- B. The undersigned, on behalf of the Applicant, hereby certifies that the Applicant, and all parties which have ownership of the Applicant are current and will remain current on all real property, federal, state, sales, income and withholding taxes throughout the term of any agreements made in connection with this Application.
- C. Compliance with N.Y. GML Sec. 862(1): Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

 § 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
- D. <u>Compliance with Applicable Laws:</u> 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. <u>False and Misleading Information:</u> The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
- F. Recapture: Should the Applicant not expend as projected or hire as presented, the Agency may view such information/status as failing to meet the established standards of economic performance. In such events, some or all of the benefits taken by the Applicant will be subject to recapture.
- G. Pay Equity: The Applicant and/or user/tenant officer certifies on behalf of the company and/or user/tenant (the Applicant) has not been the subject of an adverse finding under the equal pay laws within the previous five years, has disclosed any pending equal pay claims against the company at time of application, and shall disclose to COMIDA any pending claims or adverse findings under the equal pay laws during the term of COMIDA financial assistance agreement.
- H. Applicant hereby releases the COMIDA ("Agency") from, agrees that the Agency shall not be liable for, and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, this Application, regardless of whether or not this Application or the Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (B) the Agency's acquisition, construction, renovation and/or equipping of the Project described herein; and (C) any further action taken by the Agency with respect to the Project; including, without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law, that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency in connection with the Project may be subject to recapture by the Agency under such terms and conditions as will be set forth in the Agent Agreement to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation, information regarding the amount of New York State and local sales and use tax exemption benefits, is true, accurate and complete.

APPLICAN	II COMPA	ANY		TENANT COM	IPANY	
Skull Dia	mond and	d Heart Capital,	LLC			
Robert Poltrino	Digitally aigned by Robert Politino Date: 2021.03.29 13.00:36 -0410°	Chief Acquisition Officer	3/29/21	<u> </u>		
Signature		, Title	Date	Signature	, Title	Date



Cost-Benefit Analysis for Skull Diamond and Heart Capital, LLC

Prepared by COMIDA using InformAnalytics

Executive Summary

INVESTOR Skull Diamond and Heart Capital, LLC

TOTAL INVESTED \$675.0 Thousand

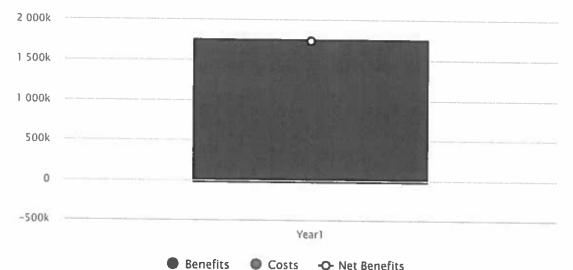
LOCATION 250 East Main Street, Rochester, NY 14604

TIMELINE 1 Years

FIGURE 1

Discounted* Net Benefits for Skull Diamond and Heart Capital, LLC by Year

Total Net Benefits: \$1,741,000



Costs

-O- Net Benefits

FIGURE 2

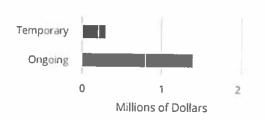
Total Jobs





FIGURE 3

Total Payroll



Direct

Spillover

Discounted at 2%

Proposed Investment

Skull Diamond and Heart Capital, LLC proposes to invest \$675.0 thousand at 250 East Main Street, Rochester, NY 14604 over 1 years. COMIDA staff summarize the proposed with the following: Renovate office space in Sibley Square



TABLE 1

Proposed Investments

Description	Amount	
CONSTRUCTION SPENDING		
6734 sq ft	\$500,000	
OTHER SPENDING	e P fraid for the transformational and proposity of right (a) (b) (b) (b) (b) (b) (b) (b) (b) (b) (b	
non-manufacturing equip	\$45,000	
FF&E	\$70,000	
Soft Costs	\$60,000	
Total Investments	\$675,000	
Discounted Total (2%)	\$675,000	

FIGURE 4

Location of Investment



May not sum to total due to rounding.

Cost-Benefit Analysis

A cost-benefit analysis of this proposed investment was conducted using InformAnalytics, an economic impact model developed by CGR. The report estimates the impact that a potential project will have on the local economy based on information provided by COMIDA. The report calculates the costs and benefits for specified local taxing districts over the first 1 years, with future returns discounted at a 2% rate.



TABLE 2

Estimated Costs or Incentives

COMIDA is considering the following incentive package for Skull Diamond and Heart Capital, LLC.

Description	Nominal Value	Discounted Value*
Sales Tax Exemption	\$38,000	\$38,000
Total Costs	\$38,000	\$38,000

May not sum to total due to rounding.

^{*} Discounted at 2%



TABLE 3

State & Regional Impact (Life of Project)

The following table estimates the total benefits from the project over its lifetime.

Description	Direct	Spillover	Tota
REGIONAL BENEFITS	\$966,000	\$711,000	\$1,678,000
To Private Individuals	\$954,000	\$703,000	\$1,657,000
Temporary Payroll	\$184,000	\$58,000	\$243,000
Ongoing Payroll	\$770,000	\$644,000	\$1,414,000
To the Public	\$12,000	\$9,000	\$21,000
Temporary Sales Tax Revenue	\$2,000	\$726	\$3,000
Ongoing Sales Tax Revenue	\$10,000	\$8,000	\$18,000
STATE BENEFITS	\$59,000	\$43,000	\$101,000
To the Public	\$59,000	\$43,000	\$101,000
Temporary Income Tax Revenue	\$8,000	\$3,000	\$11,000
Ongoing Income Tax Revenue	\$38,000	\$31,000	\$69,000
Temporary Sales Tax Revenue	\$2,000	\$739	\$3,000
Ongoing Sales Tax Revenue	\$10,000	\$8,000	\$18,000
Fotal Benefits to State & Region	\$1,025,000	\$754,000	\$1,779,000
Discounted Total Benefits (2%)	\$1,025,000	\$754,000	\$1,779,000

May not sum to total due to rounding.



TABLE 4

Benefit to Cost Ratio

The following benefit to cost ratios were calculated using the discounted totals.

 Description	Benefit*	Cost*	Ratio
Region	\$1,678,000	\$19,000	90:1
State	\$101,000	\$19,000	5:1
Grand Total	\$1,779,000	\$38,000	47:1

May not sum to total due to rounding.

CGR has exercised reasonable professional care and diligence in the production and design of the InformAnalytics^{tos} tool. However, the data used is provided by users. InformAnalytics does not independently verify, validate or audit the data supplied by users. CGR makes no representations or warranties with respect to the accuracy of the data supplied by users.

^{*} Discounted at 2%