

Essex County Capital Resource Corporation
April 22, 2021 Meeting
10:00AM
7566 Court Street, Elizabethtown, NY 12932

Present: Darren Darrah (via conference call)
Jamie Rogers (via conference call)
James Bowen (via conference call)
Roy Holzer (via conference call)
Matthew Courtright (via conference call)
James Monty

Also Present: Jody Olcott
Carol Calabrese

Absent: John Boyea

Open of Meeting

Chairman Darren Darrah opened the meeting at 10:16AM.

Approval of Minutes

1. March 25, 2021 Annual Meeting Minutes

Motion #2021-11: A motion to approve the March 25, 2021 annual meeting minutes was made by James Monty and seconded by Jamie Rogers. All members were in favor.

Bond Project: 89 Greenwood Street LLC

89 Greenwood Apartments is a senior and disabled housing project that includes 122 units in Lake Placid. Proposed project includes purchase of building and minor renovations. Total project is projected at \$27 million and project is requesting up to \$19,400,000 in tax-exempt bond financing, mortgage recording tax abatement (estimated at \$228,750) and has received sales tax exemption incentive through IDA in an amount not to exceed \$64,000. There are currently 1 full time office manager 1 full time maintenance supervisor and 4 part time maintenance/janitorial staff. All units are one bedroom. Each unit is 530 sq. ft. and rents for approximately \$1100 per month. The property is age restricted (62+) and for disabled residents. All 122 units are project-based Section 8. The building was constructed in 1979 and enjoys 100% occupancy. Recent community upgrades include 2011- new windows/lights in the community room, 2015 – new exterior LED lighting and 2016 – two new elevators. The units have a galley-style kitchen, bathroom, living room and are all one bedroom. All units have carpet and vinyl tile. They do not have air conditioning but are allowed to utilize standing air conditioning units if needed. Tenants pay for electric heat and hot water. The landlord pays for cold water, trash and sewer. Each unit has grab bars in the bathroom and pull cords in the bathroom and bedroom. An emergency call system will alert the manager’s office or a 24-hour call service. Each floor has a meter room, trash room, janitor room with slop sink and lounge area. There is a Village trolley that is at the Property to take residents to town 3-4 times per day and a downtown senior bus service exists that frequents the property, which is provided by the Village.

The building is accessed by key only and tenants may call a 24-hour maintenance line in case of a lock-out or maintenance emergency. An onsite manager is on the property 5 days a week. Coin operated laundry machines are available as well as free paved parking.

Motion #2021-12: A motion to approve the 89 Greenwood Street LLC project request of up to \$19,400,000 tax exempt bond financing and mortgage recording tax abatement estimated at \$228,750 was made by Jamie Rogers and seconded by Roy Holzer. All members were in favor. Resolution of the Essex County Capital Resource Corporation (the "issuer") (i) taking official action toward the issuance of up to \$19,400,000 principal amount of multi-family housing revenue bonds for the purpose of financing a certain project (as set forth below) for the benefit of 89 Greenwood Street, LLC; (ii) describing the forms of financial assistance being contemplated by the issuer with respect to such project; and (iii) authorizing a public hearing with respect to such financing and the undertaking of such project WHEREAS, pursuant to the purposes and powers contained within Section 1411 of the Not-for-Profit Corporation Law ("N-PCL") of the State of New York (the "State"), as amended (hereinafter, collectively, the "Act"), and pursuant to its Certificate of Incorporation filed on June 17, 2010 (the "Certificate"), the ESSEX COUNTY CAPITAL RESOURCE CORPORATION (the "Issuer") was established as a not-for-profit local development corporation of the State with the authority and power to own, lease and sell personal and real property for the purposes of, among other things, acquiring, constructing and equipping certain projects exclusively in furtherance of the charitable or public purposes of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, by encouraging the development of, or retention of, an industry in the community or area, and lessening the burdens of government and acting in the public interest; and WHEREAS, 89 GREENWOOD STREET, LLC (the "Company"), a New York limited liability company, has submitted an application to the Issuer, copies of which were presented at this meeting and a copy of which is on file at the office of the Issuer, requesting the Issuer issue its tax-exempt multi-family housing revenue bonds in one or more series in the aggregate principal amount not to exceed \$19,400,000 (the "Bonds") for the purpose of financing a certain project (the "Project"), consisting of: (i) the renovation, reconstruction, rehabilitation and operation of an approximately 109,000 square-foot residential apartment building consisting of approximately one hundred twenty-two (122) one bedroom units (the "Existing Improvements"), all of which are HUD Section 8 subsidized, together with other related site work, exterior access and egress improvements, curbage, signage, utility and related exterior improvements (collectively, the "Improvements"), located on approximately 2.20 acres of real property located at 89 Greenwood Street in the Village of Lake Placid, Essex County, New York (the "Land", being more particularly described as tax parcel No. 42.142-4-4.000); (iii) the acquisition of and installation in and around the Land, the Existing Improvements, and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the "Equipment" and, collectively with the Land, the Existing Improvements and the Improvements, the "Facility"); and (iv) funding a debt service reserve fund, if any, and paying capitalized interest, if any, and certain other costs incidental to the issuance of the Bonds (the costs associated with items (i) through (iv) above being hereinafter collectively referred to as the "Project Costs"); and WHEREAS, the Issuer is contemplating providing financial assistance to the Company with respect to the Project (the "Financial Assistance") in the form of (i) the issuance of the Bonds in an amount not to exceed the lesser of the Project Costs or \$19,400,000, and (ii) an exemption from all mortgage recording taxes with respect to any qualifying mortgage to secure the Bonds or the Company's obligations relating to the Bonds; and WHEREAS, the Company reasonably expects that it will (1) pay or incur certain capital expenditures in connection with the Project prior to the issuance of the Bonds, (2) use funds from sources other than proceeds of the Bonds which are or will be available on a short-term basis to pay for such capital expenditures, and (3) reimburse itself for the use of such funds with proceeds of the Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE ESSEX COUNTY CAPITAL RESOURCE CORPORATION AS FOLLOWS: Section 1. The Company has presented an application in a form acceptable to the Issuer. Based upon the representations made by the Company to the Issuer in the Company's application, the Issuer hereby finds and determines that: (A) By virtue of the Act and the Certificate, the Issuer 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 the Certificate; and (B) It is desirable and in the public interest for the Issuer to issue its Bonds to finance the Project Costs, together with certain related costs and amounts, in an aggregate amount presently estimated to be \$19,400,000, all in furtherance of the Issuer's purposes; and (C) The Issuer has the authority to take the actions contemplated herein under the Act and the Certificate; and (D) The action to be taken by the Issuer will induce the Company to undertake the Project, thereby bettering and maintaining job opportunities in Essex County, New York, and reducing the burdens of government for Essex County and in furtherance of the purposes of the Issuer as set forth in the Act; and (E) The Company is not undertaking the Project in place of, on behalf of, for the benefit of, or at the request of the Issuer.

Section 2. This resolution shall authorize the Issuer to hold a public hearing as required by Section 147(f) of the Code. Section 3. The proposed Financial Assistance being contemplated by the Issuer includes (i) financing a portion of the Project Costs by the issuance of the Bonds in an amount not to exceed the lesser of the Project Costs or \$19,400,000, and (ii) an exemption from all mortgage recording taxes with respect to any qualifying mortgage to secure the Bonds or the Company's obligations relating to the Bonds. Section 4. The granting of the Financial Assistance, as contemplated by Section 3 of this Resolution, shall be subject to: (A) agreement by the Issuer, the Company and the purchaser of the Bonds on mutually acceptable terms for the Bonds and for the sale and delivery thereof and mutually acceptable terms and conditions for the security for the payment thereof; and (B) approval by the Board of Supervisors of Essex County, New York, of the issuance of the Bonds in accordance with the provisions of Section 147(f) of the Code; and (C) holding a public hearing as required by Section 147(f) of the Code. Section 5. The Company is hereby authorized to conduct such environmental, engineering, economic, feasibility and other studies and preliminary planning and budgetary processes necessary or convenient to enable the Issuer to make its final determination whether to approve the Financial Assistance, and the Company is further authorized to advance such funds as may be necessary for such purpose, subject, to the extent permitted by law, to reimbursement from the proceeds of the sale of the Bonds, if the Bonds are issued. Section 6. Harris Beach PLLC, as Bond Counsel for the Issuer, is hereby authorized to work with counsel to the Company and others to prepare for submission to the Issuer, all documents necessary to effect the authorization, issuance and sale of the Bonds and reimbursement of the cost of all such work prior to the date hereof is hereby authorized to the extent permitted by the Code. Section 7. This Resolution shall constitute the adoption of "official intent" (within the meaning of the United States Treasury Regulations Section 1.150-2(d)) with respect to issuance of the Bonds and the original expenditures which are reasonably expected to be reimbursed from the proceeds of the Bonds. Section 8. The officers, employees and agents of the Issuer are hereby authorized and directed for and in the name and on behalf of the Issuer 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 the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Issuer with all of the terms, covenants and provisions of the documents executed for and on behalf of the Issuer. Section 9. The Chairman, Vice Chairman and/or Chief Executive Officer of the Issuer are hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Motion #2021-13: A motion to approve TEFRA hearing for 89 Greenwood Street LLC. for May 12, 2021 at the Village of Lake Placid hall was made by Jamie Rogers and seconded by Roy Holzer. All members were in favor. NOTICE IS HEREBY GIVEN that a joint public hearing pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code") and Section 859-a of Title 1 of Article 18-a of the General Municipal Law of the State of New York, as amended, and Chapter 563 of the Laws of 1973 of the State of New York (hereinafter collectively called the "Act") will be held by the ESSEX COUNTY CAPITAL RESOURCE CORPORATION (the "Issuer") and the ESSEX COUNTY INDUSTRIAL DEVELOPMENT AGENCY (the "Agency") on May 12, 2021, at the Village of North Elba, 2693 Main Street, Lake Placid NY at 10:00 a.m. local time, in connection with the matters described below. PLEASE NOTE the special hearing logistics and instructions included at the end of this notice. 89 GREENWOOD STREET, LLC (the "Company"), a New York limited liability company, has submitted an application to the Issuer, copies of which were presented at this meeting and a copy of which is on file at the office of the Issuer, requesting the Issuer issue its tax-exempt multi-family housing revenue bonds in one or more series in the aggregate principal amount not to exceed \$19,400,000 (the "Series 2021 Bonds") for the purpose of financing a certain project (the "Project"), consisting of: (i) the renovation, reconstruction, rehabilitation and operation of an approximately 109,000 square-foot residential apartment building consisting of approximately one hundred twenty-two (122) one bedroom units (the "Existing Improvements"), all of which are HUD Section 8 subsidized, together with other related site work, exterior access and egress improvements, curbage, signage, utility and related exterior improvements (collectively, the "Improvements"), located on approximately 2.20 acres of real property located at 89 Greenwood Street in the Village of Lake Placid, Essex County, New York (the "Land", being more particularly described as tax parcel No. 42.142-4-4.000); (iii) the acquisition of and installation in and around the Land, the Existing Improvements, and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the "Equipment" and, collectively with the Land, the Existing Improvements and the Improvements, the "Facility"); and (iv) funding a debt service reserve fund, if any, and paying capitalized interest, if any, and certain other costs incidental to the issuance of the Bonds (the costs associated with items (i) through (iv) above being hereinafter collectively referred to as the "Project Costs"). The Company also submitted an application to the Agency requesting the Agency's assistance with the Project. The Agency is contemplating providing financial assistance to the Company with respect to the Project (the "Financial Assistance") in the form of an exemption from all New York State and local sales and use taxes with respect to the qualifying personal property included within the Facility or used in the acquisition, construction and equipping of the Facility. The Company is and will be the initial owner of all of the facilities financed or refinanced with the Series 2021 Bonds. The Issuer will loan the proceeds of the Series 2021 Bonds to the Company to finance the Project pursuant to a Loan Agreement, executed and delivered contemporaneously with the issuance of the Series 2021 Bonds (the "Loan Agreement"), by and between the Issuer and the Company. All of the facilities to be financed or refinanced with the Series 2021 Bonds are located in the County of Essex (the "County") on the Land. The Company has requested that the Issuer issue the Series 2021 Bonds. The Series 2021 Bonds will be special limited obligations of the Issuer payable solely from the revenues derived from the payments made by the Company pursuant to the Loan Agreement. A representative of the Issuer and the Agency will, at the above-stated time, hear and accept written comments from all persons with views in favor of or opposed to either the issuance of the Series 2021 Bonds, the granting of the Financial Assistance or the location or nature of the Project. At said public hearing, interested parties will be provided reasonable opportunity to present their views, both orally and in writing, with respect to the Project. A copy of the Company's application is available on the Issuer's website for review by interested persons. It is intended that the Series 2021 Bonds will be issued as exempt facility bonds for a qualified residential rental project pursuant to Section 142(a)(7) of the Code and that interest on the Series 2021 Bonds will be excluded from gross income for federal income tax purposes, pursuant to Section 103(a)

of the Code. Under the Code, approval of the issuance of the tax-exempt Series 2021 Bonds by the Board of Supervisors of Essex County is necessary under Section 147(f) of the Code. THE SERIES 2021 BONDS SHALL NOT BE A DEBT OF THE STATE OF NEW YORK OR ANY POLITICAL SUBDIVISION THEREOF, INCLUDING ESSEX COUNTY, NEW YORK, AND NEITHER THE STATE OF NEW YORK NOR ANY POLITICAL SUBDIVISION THEREOF, INCLUDING ESSEX COUNTY, NEW YORK, SHALL BE LIABLE THEREON. PLEASE NOTE SPECIAL PUBLIC HEARING CONDUCT INSTRUCTIONS AND INFORMATION: A representative of the Agency will be at the above-stated time to present a copy of the Company's Project Application, which is available for viewing on the Issuer's and the Agency's website at:

<http://www.essexcountyyida.com/newsite/>. Given the ongoing COVID-19 public health crisis and related Executive Orders issued by Governor Andrew M. Cuomo, the Issuer and the Agency will not be able to accommodate any in-person public attendance or participation at this hearing. Nonetheless, in furtherance of federal regulations requiring interested individuals to have a reasonable opportunity to express their view at this hearing, and in accordance with Executive Order 202.15 issued by Governor Andrew M. Cuomo allowing such hearing to continue if the Issuer and the Agency are able to hold the public hearing remotely through use of Microsoft Teams, the Issuer and the Agency will provide all interested persons of the public the opportunity, at the time and on the date indicated above, to provide oral comments with respect to the Project, the issuance of the Series 2021 Bonds and/or the granting of the Financial Assistance via virtual public hearing via live video conference at:

<https://teams.microsoft.com/l/meetup-join/19%3a56ca3b5d7cb14e578474f6965b7a3e6e%40thread.tacv2/1619109879435?context=%7b%22Tid%22%3a%22ae4139da-4c60-49d1-a5bd-fdd5c35241d0%22%2c%22Oid%22%3a%22e542ada6-a507-4abf-97ce-e2a43419e016%22%7d>

Or by calling toll free: (602) 580-9830 and access code 6222759. The Issuer and the Agency also encourages all interested parties to submit written comments to the Issuer and the Agency, as applicable, which will be included within the public hearing record. Any written comments may be sent to Essex County Capital Resource Corporation and Essex County Industrial Development Agency, as applicable, Attention: Jody Olcott, Co-Director, 7566 Court Street, Elizabethtown, New York 12932 and/or via email at jolcott@essexcountyyida.com no later than May 12, 2021.

Adjourn

Motion #2021-14: A motion to adjourn the meeting at 10:30AM was made by James Monty and seconded by Darren Darrah. All members were in favor.