

of the State (Title 1 of Article 18-A of the New York General Municipal Law of the State), as amended (the "Act"), to promote the economic welfare and prosperity of the inhabitants of Essex County, New York (the "County") and to actively promote, attract, encourage and develop economically sound commerce and industry within the County; and WHEREAS, the Agency desires to assist The Peaks Lake Placid, LLC, a New York limited liability company (the "Company") located in Lake Placid, New York, and its successors and assigns (the "Company"), in its acquisition, construction, equipping and furnishing of a certain Project (as hereinafter defined); and WHEREAS, the Project consists of (A) (i) the construction, renovation and equipping of a building in the Town of Elba, New York, to be owned and operated by the Company as a combined residential housing community, including approximately 90 condominium units and 265 rental apartment residences (the "Facility"), (ii) the acquisition and installation of various machinery, equipment and furnishings for the Facility, including substantial rehabilitation (the "Equipment"), and (iii) certain necessary preliminary and incidental expenses related thereto (the Facility and the Equipment hereinafter collectively referred to as the "Project"); and (B) the granting of certain other "financial assistance" (within the meaning of Section 854(14) of the General Municipal Law) with respect to the Project and its financing, including potential exemptions from New York State sales and use tax (the "Financial Assistance"); and (C) the lease of the Project to the Company or such other person as may be designated by the Company and agreed upon by the Agency. During the lease term, the Project will be owned by the Agency and leased to the Company; and WHEREAS, pursuant to the Act the Agency is authorized and empowered to provide the Finance Assistance to the Project through a "straight-lease transaction" (as defined in Section 854(15) of the General Municipal Law of the State); and WHEREAS, on March 24, 2022, the Agency adopted an initial project resolution (the "Inducement Resolution") which (i) accepted the Company's application, (ii) authorized the scheduling and conduct of a public hearing in compliance with the Act, (iii) described the contemplated forms of Financial Assistance to be provided by the Agency; and (iv) authorized the lease arrangement with the Company and related documents; and WHEREAS, in accordance with the Inducement Resolution, the Agency published and forwarded a notice of public hearing to the "Affected Tax Jurisdictions") at least ten (10) days prior to said public hearing (the "Public Hearing"); and WHEREAS, pursuant to Section 859-a of the Act, the Agency held the Public Hearing on April 29, 2022 at 9:00 a.m. at 7566 Court Street, Elizabethtown, New York, which hearing was also made available by video/audio conference pursuant to executive order 202.1 (2020) of the Governor of the State with respect to the Project and the proposed Financial Assistance (as hereinafter defined) being contemplated by the Agency where interested parties were provided a reasonable opportunity, both orally and in writing, to present their views; and WHEREAS, in furtherance of the foregoing and in order in order to assist the Company, the Company will lease the Project to the Agency pursuant to a Company Lease Agreement (the "Company Lease Agreement") and the Agency has agreed to lease the Project to the Company pursuant to an Agency Lease between the Company and the Agency (the "Agency Lease"), and a Project Agreement between the Agency and the Company (the "Project Agreement" and together with the Company Lease Agreement and the Agency Lease, the "Transaction Documents") for good and valuable consideration in the amount of approximately \$1.00 and to provide Financial Assistance, whereby the Company will be obligated to lease the Project from the Agency and the Agency will be obligated to lease the Project to the Company until the termination of the Agency Lease; and WHEREAS, the Agency's retention of a leasehold interest in the Project throughout the Agency Lease will enable the Agency to pass on State law tax benefits to the Company and its contractors and subcontractors; and WHEREAS, the Agency is authorized to grant a mortgage and security interest in and with respect to the Project and assign the Transaction Documents to a lender secured by the Company, as collateral, as may be required by such lender, if applicable; and WHEREAS, the Agency has considered the proposed Project pursuant to the State Environmental Quality Review Act, as codified under Article 8 of the Environmental Conservation Law and Regulations adopted pursuant thereto by the Department of Environmental Conservation of the State (collectively, "SEQRA") and pursuant to its review of the Company's application and related materials provided by the Company;

and NOW, THEREFORE, BE IT RESOLVED by the Essex County Industrial Development Agency, as follows:

Section 1. Based upon the representations made by the Company to the Agency in the Company's application, 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) It is desirable and in the public interest for the Agency to appoint the Company as agent to undertake the Project and to empower the Company to appoint its contractors and subcontractors as indirect agents of the Agency; and (C) The action to be taken by the Agency will induce the Company to undertake the Project, thereby increasing employment opportunities within Essex County, New York, and otherwise furthering the purposes of the Agency as set forth in the Act; and (D) The Project will not result in the removal of a facility or 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 facility or plant 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 (E) Based upon a review of the Company's application and related materials, the Agency has identified the Project as a "Type II Action" within the meaning of SEQRA, for which no formal SEQRA review is necessary.

Section 2. The Agency hereby authorizes the Company to proceed with the acquisition, renovation, construction, reconstruction, rehabilitation and equipping of the Project and hereby appoints the Company as the true and lawful agent of the Agency and hereby authorizes the execution of the Transaction Documents by the Agency.

Section 3. To provide for the consummation of the transaction contemplated herein, the Chairman, Vice Chairman or any other appropriate officer of the Agency, alone or in conjunction with such officers, are hereby authorized and directed to execute, acknowledge and deliver, for and in the name and on behalf of the Agency, the Transaction Documents, and any other documents in connection with the Financial Assistance or the financing of the Project by the Company, including any necessary mortgages (collectively, the "Agency Documents") upon the advice of special counsel to the Agency.

Section 4. The Chairman, Vice Chairman or any other appropriate officer of the Agency, alone or in conjunction with such officers, are authorized and directed to execute, deliver and, if applicable file, for and in the name and on behalf of the Agency, any certifications, financing statements, assignments and other instruments and documents which are necessary or appropriate to perfect the assignments contemplated in the Agency Documents and to consummate the transactions contemplated in the Agency Documents.

Section 5. Pursuant to Section 875(3) of the Act, the Agency may recover or recapture from the Company, 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 the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) the Company, 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 the Company, 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; (iv) the Company has made a material false statement on its application for financial assistance; (v) the sales and use tax exemption benefits are taken in cases where the Company, 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; and/or (vi) the Company obtains mortgage recording tax benefits

and/or real property tax abatements and 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 (collectively, items (i) through (vi) hereby defined as a "Recapture Event"). As a condition precedent of receiving sales and use tax exemption benefits and real property tax abatement benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, must (i) if a Recapture Event determination is made by the Agency, cooperate with the Agency in its efforts to recover or recapture any sales and use tax exemption benefits, mortgage recording tax benefits and/or real property tax abatements abatement benefits, and (ii) promptly pay over any such amounts to the Agency that the Agency demands, if and as so required to be paid over as determined by the Agency. Section 6. It is found and determined that all formal actions of the Agency concerning and relating to the adoption of this Resolution were adopted in an open meeting of the Agency, and that all deliberations of the Agency that resulted in those formal actions were in meetings open to the public, in compliance with the law. Section 7. This Resolution shall take effect and be in force immediately or at the earliest time permitted by law. A motion to approve sales tax exemption was made by Jamie Rogers and seconded by James Bowen. All members were in favor.

Business Park Development

1. Moriah Business Park
 - a. Lot #4 Building (High Peaks Hospice) – There was an ant issue at the building and the perimeter of the building has been sprayed.
 - b. Whistlepig Rye Whiskey Update – Building 1 of 8 has been completed. Concrete began for other buildings
 - c. Lot #10 (Pre-Tech Plastics) – No update
 - d. Lot #11 (2.73 acres retained by IDA) – No update

Business Development Updates

1. Marketing/Internet Based Marketing Monthly Report – Marketing report sent, no comments
2. Grant Administration
 - a. USDA Rural Development Grant (Essex County) – IDA and other lenders closed on War Cannon Spirits yesterday. The business is hoping for a soft opening in July if equipment is shipped in time. IDA loan \$130,000 (\$80,0000 USDA and \$50,000 ESD fund).
 - b. LEAF COVID-19 Grant Program (North Elba) – Site visits to a majority of the businesses were conducted over the last 2 weeks (17 completed to date). Main Street construction is a big issue with retail businesses who are struggling to operate with decreased foot traffic due to sidewalk construction.
3. Workforce Development – STEM program article to be distributed to the board for the next meeting.

New Business

1. May Abstract

Motion #2022-35: A motion to approve the May Abstract for Payment was made by Jamie Rogers and seconded by John. All members were in favor.

2. Next Meeting – July 14, 2022

Adjourn Meeting

Motion #2022-36: A motion to adjourn the meeting at 9:35AM was made by Jamie Rogers and seconded by James Monty. All members were in favor.