

DRAFT AGENDA

**WESTCHESTER COUNTY
INDUSTRIAL DEVELOPMENT AGENCY
Thursday, June 11 2020
8:30 AM – 9:30 AM**

Roll Call

Adopt May 14, 2019 Meeting Minutes

New Business

Ongoing Business

- Resolution to approve inducement of Kirby Commons project
- Resolution to approve inducement of Southern Land project

Agency Business

- Resolution to authorize Memorandum of Understanding with Mount Vernon IDA
- IDA Loan Program, Presented by Michael Curti

Public Comment

Motion to Adjourn Meeting

NEXT MEETING JULY 9, 2020

**WESTCHESTER COUNTY
INDUSTRIAL DEVELOPMENT AGENCY
Thursday, May 14, 2020
8:30 AM – 9:30 AM**

PRESENT

Amy Allen
Anthony Justic
Joan McDonald
Aleida Frederico
Stephen Jones
Rich McSpedon
Wiley Harrison

IDA STAFF

Ann Marie Berg
Bridget Gibbons
Chloë Zung

IDA COUNSEL

Michael Curti
John Buckley

ALSO PRESENT

Michael Grella
Seth Mandelbaum
Stephanie Rhoades
Damon Maher
Ruth Walter
Jordan Brandes
Matthew Picket

Roll Call

Noting that in Executive Order 202.1 the Governor relaxed the Open Meetings Law to allow meetings of public bodies to be held remotely by conference call or similar services, Ms. McDonald requested a motion to open the meeting. Upon the motion of Ms. Allen, and seconded by Mr. Harrison the meeting was opened at 8:31 AM.

Adopt April 9, 2019 Meeting Minutes

Upon the motion of Ms. Frederico and seconded by Ms. Allen the meeting minutes of the April 9, 2020 meeting were adopted. The vote is below:

Amy Allen: Y
Aleida Frederico: Y
Wiley Harrison: Y
Stephen Jones: Y
Tony Justic: Y
Richard McSpedon: Y
Joan McDonald: Y

New Business

- Presentation of the Economic Impact Statement for Kirby Commons
 - Mr. Grella presented the economic impact statement for the Kirby Commons project to the board. Kirby commons is a mixed use development in Mt. Kisco that is a joint venture between Charter Realty and Gotham Realty consisting of about 50,000 square feet of retail space, 217 rental residences at market rate, and about 896 parking spaces across two garages. This will replace two surface level parking lots owned by the Village of Mount Kisco. The Kirby Commons team was selected by the Village after an RFP process. Currently the property is owned by the Village and is not currently on the tax rolls
 - The project cost is about \$130 million, of which \$93 million is dedicated towards construction. The source of the funds include \$34 million of the Developer's own funds, a financing of \$80 million, and \$4 million in grants from Empire State Development. The applicants are seeking a 30 year PILOT with an estimated current value of \$35 million, mortgage recording tax of approximately \$900,000, and sales tax exemption of about \$4 million.
 - The expected output of the project over the 30-year PILOT period is \$932.1 million, including wages to workers of \$357 million. The project anticipates creating 37 direct permanent positions, and 15 indirect and induced jobs. The total fiscal benefits to the County over the 30-year PILOT period is \$25,194,590. This is the total of the one-time sales tax revenue from construction earnings, 30-years sales tax revenue from new activity, and 30-year property tax revenue of the PILOT. The total benefits to cost is \$0.85 for every \$1.00 in benefits to the project. This is only inclusive of the tax perspective and does not include the economic benefits to the community in terms of new wages, new job creation, and the additional parking for the Village of Mount Kisco.
 - Applicant stated that the costs due to the site conditions, parking requirements, and MetroNorth entry permit necessitate the Agency benefits.

- Project is committed to sustainability and has outlined in its application its environmentally friendly construction methods.
- Mr. McSpedon asked about the length of the PILOT agreement and whether Mt. Kisco had agreed to the 7% affordable housing number. Ms. McDonald stated that the Village of Mt. Kisco had stated that 7% affordable to 90% AMI was within their community planning guidelines.
- Ms. McDonald asked if the 600 parking spots were a village requirement or an MTA requirement. Mr. Kelly stated that the requirement is from the Village and the MTA did not request them directly. The RFP issued by the Village was for increasing and maintaining the parking that exists in the current lot.
- Mr. McSpedon asked who owns the property. Mr. Mandelbaum stated that the Village of Mt. Kisco currently owns the property, which generates nothing in property taxes. This project will bring the property onto the property tax roles for the County and Village. While this is a 30-year PILOT it is still an increase from the current property tax generation of zero.
- Ms. McDonald stated that after her conversation with the Village of Mt. Kisco she was comfortable with the affordable housing requirement as the municipality leaders showcased how this was a need in their community
- Mr. McSpedon asked if there was any interest in committing to hiring local or using local suppliers for materials. Mr. Kelly stated that they have put together a local participation plan for past projects and can definitely do that for this project.
- No action was taken on this item. The applicant will be before the Board in the coming months for consideration for inducement.

Ongoing Business

Agency Business

- **Resolution to Approve Extension of Project Terms for IDA Projects Delayed Due to COVID-19**
 - Mr. Curti presented a resolution approving an extension of project terms for IDA projects that are delayed due to COVID-19. This resolution creates an administrative framework for allowing 120 day delays for IDA projects impacted by COVID-19. Any delays longer than 120 days would require board approval.
 - Mr. McSpedon asked if 120-days was really long enough given that projects cannot pick up right where they left off. Mr. Curti stated that they did not want to create too long a period where the Agency staff operated without Board approval.
 - Upon the motion of Mr. McSpedon and seconded by Mr. Justic the resolution was adopted. The vote is as follows:
 - Amy Allen: Y
 - Aleida Frederico: Y
 - Wiley Harrison: Y
 - Stephen Jones: Y
 - Tony Justic: Y

Richard McSpedon: Y

Joan McDonald: Y

- Approval of Business Council of Westchester Sponsorship Increase
 - Bridget Gibbons and Mr. Curti presented the resolution approving an increase in this sponsorship amount of the Business Council of Westchester events. Mr. Curti addressed the Conflict of Interest Policy regarding this resolution for the Board. There are two questions: 1. Do these facts and circumstances require disclosure? and 2. Do I have to recuse or abstain from any action as a result of said relationship? The threshold for the first question is that any relationship requires a disclosure, which the Board members can do at the open meeting. The second question depends on whether there is a material benefit to the directors with this project? With regards to the specific issue of the Business Council of Westchester and the Board Members, Stephen Jones, Wiley Harrison, Aleida Frederico, and Anthony Justic being members of the BCW, his advice was that given that the BCW is essentially the Chamber of Commerce for the County, and there is no direct benefit for the members, the members of the BCW may vote on these matters but should disclose their relationship to the organization.
 - Mr. Jones, Mr. Justic, Ms. Frederico, and Mr. Harrison are members of the Business Council of Westchester.
 - Upon the motion of Mr. Jones and seconded by Mr. Harrison the resolution was adopted. The vote is below:
 - Amy Allen: Y
 - Aleida Frederico: Y
 - Wiley Harrison: Y
 - Stephen Jones: Y
 - Tony Justic: Y
 - Richard McSpedon: Y
 - Joan McDonald: Y
- Resolution to Approve Contract with Crafted Creative LLC for On-Going Website Maintenance and Training
 - Bridget Gibbons presented a resolution authorizing the IDA to enter into a contract with Crafted Creative LLC for on-going website maintenance and training. Crafted Creative designed the website for the Agency but we do require some on-going support and training. This resolution would approve bringing Crafted Creative on at monthly basis at \$1000.00 a month for 12-months.
 - Mr. Harrison asked if this was in the budget. Ms. Gibbons stated that this was not in the original budget. Ms. Allen asked if there was bandwidth in the budget for this unanticipated cost. Ms. Gibbons stated that the budget does account for unanticipated costs.
 - Upon the motion of Mr. Harrison and seconded by Ms. Allen the resolution was adopted. The vote is below:
 - Amy Allen: Y

Aleida Frederico: Y
Wiley Harrison: Y
Stephen Jones: Y
Tony Justic: Y
Richard McSpedon: Y
Joan McDonald: Y

- Resolution to Approve Contract with Crafted Creative LLC for Development of Relocation Services Content on Agency's Website
 - Bridget Gibbons presented a resolution authorizing the Agency to enter into an agreement with Crafted Creative LLC for development of content on the Agency website with regards to relocation services for businesses. This section will create content and resources for businesses to relocate to Westchester. There has been anecdotal evidence of businesses looking to relocate to Westchester County, and this site will be a resource for them. Crafted Creative LLC has drafted a proposal that they can get this site created and launched in two weeks at the cost of \$26,260.
 - Ms. McDonald asked if the maintenance contract that was just approved will cover the maintenance of this new site and whether it will track the number of hits on the site and where they're coming from. Ms. Gibbons stated that we currently can monitor the hits on the page and where the IP address is but it will not require any more details. She said that we can potentially add a small survey to collect some data on the site visitors.
 - Ms. Frederico stated that she strongly supports the creation of this site.
 - Ms. Allen asked if there were any plans to market this new site. Ms. Gibbons stated that given the urgency of this need they will not initially do a formal campaign for this site, but they ideally would launch a marketing campaign for the site upon doing further research.
 - Upon the motion of Ms. Frederico and seconded by Mr. Justci the resolution was adopted. The vote is:
Amy Allen: Y
Aleida Frederico: Y
Wiley Harrison: Y
Stephen Jones: Y
Tony Justic: Y
Richard McSpedon: Y
Joan McDonald: Y

Public Comment

Motion to Adjourn Meeting

Upon the motion of Mr. Harrison and seconded by Mr. Jones the meeting was adjourned at 9:34 AM.

NEXT MEETING JUNE 11, 2020

COUNTY OF WESTCHESTER INDUSTRIAL DEVELOPMENT AGENCY
RESOLUTION

Regarding the
KIRBY COMMONS PROJECT
(17 BRITTON LANE & 1 MAIN STREET, TOWN/VILLAGE OF MOUNT KISCO)

WHEREAS, the New York State Industrial Development Agency Act and the Agency's enabling legislation, respectively constituting Article 18-A and Section 923-a of the General Municipal Law (Chapter 24 of the Consolidated Laws of New York) (the "Act") authorizes the Agency: (1) to promote the economic welfare, recreational opportunities and prosperity of its inhabitants, and (2) to promote, attract, encourage and develop recreation and economically sound commerce and industry through governmental action for the purpose of preventing unemployment and economic deterioration; and

WHEREAS, an application dated March 5, 2020 (the "Application") has been submitted to the Agency by Kirby Commons, LLC, a New York limited liability company (the "Company"), requesting financial assistance through a straight-lease transaction (as each such term is defined in the Act) for a proposed project in the Town/Village of Mount Kisco (the "Project"); and

WHEREAS, the Project shall consist of the Agency taking title, possession or control (by deed, lease, license or otherwise) of the land and improvements located at 17 Britton Lane and 1 Main Street, New York (presently improved as municipal surface parking lots) (the "Facility"); the lease, sublease, or installment sale of the Facility back to the Company; and the construction, improving, maintaining and equipping of two mixed use buildings and parking garages, with 613,000 gross square feet (approximately), consisting of: (x) 217 residences and related amenities, of which approximately 7% of the residences shall be set aside for households at 90% of the Westchester County median income; (y) 50,000 square feet of retail (approximately) and 3,000 square feet of community space (approximately); and (z) two new garage parking facilities containing 896 parking spaces, 336 of which shall be dedicated commuter parking spaces (the "Project Facility"), all as more fully described in the Application; and

WHEREAS, the Company has represented that the Project is expected to maintain and increase employment in the County of Westchester and has made additional factual representations concerning itself and the Project upon which the Agency is relying in adopting this resolution; and

WHEREAS, the Company has represented that the requested financial assistance is essential to the economic viability of the Project, and is a necessary component of the financial structure of the Project; and

WHEREAS, subject to the provisions of this Resolution, the Agency contemplates that it will provide financial assistance to the Company in connection with the Project, in the form of exemptions from sales and use taxes, mortgage recording tax and real property tax, consistent with the Uniform Tax Exemption Policy and other policies of the Agency (collectively, the

“Financial Assistance”), to be more particularly described in an Authorizing Resolution to be adopted by the Agency prior to the closing of the contemplated transactions; and

WHEREAS, in compliance with the Act, in accordance with Sections 923-a and 859-a thereof, the Agency will give notice of and hold a public hearing regarding the Project and the granting of the Financial Assistance following publication of public notice thereof as required by law; and

WHEREAS, prior to final authorization of the Project and the granting of the Financial Assistance thereunder, the Agency may require the Company to provide to the Agency such further information, together with such letters or reports from interested parties and governmental agencies or officials (collectively, the “Supplemental Materials”) to enable the Agency to make and to confirm findings and determinations that the Facility qualifies as a “project” under the Act and that the Facility satisfies all other requirements of the Act; and

WHEREAS, the Agency intends to induce the Company to proceed with the development of the Project pending completion of arrangements by the Company and the Agency for the provision by the Agency of Financial Assistance; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law (“SEQRA”) and the regulations of the Department of Environmental Conservation of the State of New York thereunder (the “DEC Regulations”), the Agency constitutes a “State Agency”; and

WHEREAS, the Agency has made no determination with respect to the Project under SEQRA; and

WHEREAS, the Applicant shall agree to indemnify the Agency against certain losses, claims, expenses, damages the liabilities which may arise in connection with the transactions contemplated.

NOW, THEREFORE, the County of Westchester Industrial Development Agency hereby resolves as follows:

Section 1. Qualification of Project. Based upon the representations made by the Company to the Agency in the Application, and subject to the delivery to the Agency of such Supplemental Materials as the Agency may require, and to further confirmation by the Agency upon receipt and review of same, the Agency hereby determines that undertaking and providing financial assistance to the Project: (i) will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of the County of Westchester and the State of New York and improve their standard of living, (ii) will preserve the competitive position of the Project and will not result in the removal of an industrial, manufacturing or commercial plant of the Company or any occupant of the Project 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 Company or any occupant of the Project except as permitted by the Act, and (iii) is authorized by the Act and will be in furtherance of the policy of the State of New York as set forth therein.

Section 2. SEQRA. The Agency hereby finds and determines that this Resolution constitutes a determination of compliance with technical requirements within the meaning of

Section 617.5(c)(27) of the DEC Regulations and does not constitute, and shall not be deemed to constitute an approval by the Agency of the Project for the purpose of SEQRA.

Section 3. Authorization to Proceed. The Agency hereby authorizes the Company to proceed with the Project as herein described. Subject to the other terms of this resolution, the Agency, in its discretion, will provide such Financial Assistance as may be permitted by law and may be suitable to advance the Project, including exemptions from sales and use taxes, mortgage recording tax and real property tax, which will not deviate from the Uniform Tax Exemption Policy of the Agency, all to be more particularly described in a final authorizing resolution to be adopted by the Agency prior to the closing of the transactions described herein. The Chairperson of the Agency, the Executive Director, or any person either of them shall delegate, are hereby authorized to negotiate, in accordance with the terms of the Act, the terms of the transactions between the Agency and the Company which will permit the provision of Financial Assistance to the Project in an amount necessary to undertake and complete the Project.

Section 4. Further Conditions. The granting of the Financial Assistance, as contemplated by Section 3 of this Resolution, shall be subject to, inter alia:

(a) the delivery by the Company of such Supplemental Materials as the Agency may require, and the confirmation by the Agency of the findings set forth in Section 1 above upon receipt and review of any such Supplemental Materials by the Agency; and

(b) the Agency shall give notice of and hold a public hearing with respect to the Project as described in Section 7 below; and

(c) the Company's receipt of all State and local permits and approvals to undertake the Project; and

(d) the review of the Project by the Agency pursuant to SEQRA, and compliance by the Agency with all applicable terms and conditions of SEQRA and the DEC Regulations in respect of the Project; and

(e) the Company shall demonstrate to the satisfaction of the Agency that the Company has engaged in meaningful good faith discussions with an appropriate representative or representatives of organized labor to determine whether and to what extent union and/or local labor can feasibly be employed in the construction or renovation of the Project; and

(f) the Agency's adoption of a final Authorizing Resolution authorizing the undertaking of the Project, the granting of the Financial Assistance by the Agency, and the form and content of the proposed instruments and agreements governing the terms and conditions of the Project (the "Project Agreements"); and

(g) the obligations of the Agency under the Project Agreements shall be special, limited obligations of the Agency payable solely from the receipts and income of the Project and the Facility, and the Agency shall in no way be liable for the payment of the costs of the Project or any other amount owed by the Company.

Section 5. Assistance of Company. The members, representatives, and agents of the Agency are hereby authorized and directed to take all actions deemed appropriate to assist the Company in commencing and carrying out the Project.

Section 6. No Recourse or Personal Liability. No provision of this resolution or any other related document shall constitute or give rise to a charge upon the general credit of the Agency or impose upon the Agency a pecuniary liability. No recourse shall be had for the payment of, or the performance of any obligation in connection therewith against any member, representative or agent of the Agency, nor is or shall any such person become personally liable for any such payment or performance.

Section 7. Municipal Review. The members, representatives and agents of the Agency are hereby authorized, in accordance with Sections 923-a and 859-a of the Act to give notice of and hold a public hearing with respect to the Project. The issuance of Financial Assistance by the Agency is subject to the condition that no objection by resolution of the governing body of the Town/Village of Mount Kisco shall have been made and delivered to the Agency within 30 days of notice being provided to such municipality.

Section 8. GML Section 875. The terms and conditions of subdivision 3 of Section 875 of the General Municipal Law are hereby incorporated herein and made a part of this resolution.

Section 9. Effect of Resolution. In adopting this resolution, notwithstanding any other provision hereof, the Agency assumes no responsibility for obtaining or assisting the Company in obtaining financing, including the provision of sales tax exemptions and/or other incentives, for the Project. Nothing contained in this resolution shall be construed as a commitment by the Agency to provide financing for the Project. This resolution is not a contract between the Agency and the Company and it shall not be construed as such. A copy of this resolution shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

Section 10. Effective Date. This resolution shall take effect immediately.

Adopted: June 11, 2020

COUNTY OF WESTCHESTER INDUSTRIAL DEVELOPMENT AGENCY
RESOLUTION

Regarding the
SOUTHERN LAND COMPANY PROJECT
(250 MAMARONECK AVENUE, WHITE PLAINS)

WHEREAS, the New York State Industrial Development Agency Act and the Agency's enabling legislation, respectively constituting Article 18-A and Section 923-a of the General Municipal Law (Chapter 24 of the Consolidated Laws of New York) (the "Act") authorizes the Agency: (1) to promote the economic welfare, recreational opportunities and prosperity of its inhabitants, and (2) to promote, attract, encourage and develop recreation and economically sound commerce and industry through governmental action for the purpose of preventing unemployment and economic deterioration; and

WHEREAS, an application dated January 30, 2020 (the "Application") has been submitted to the Agency by Mamaroneck White Plains, LLC, a Delaware limited liability company (the "Company"), requesting financial assistance through a straight-lease transaction (as each such term is defined in the Act) for a proposed project in the City of White Plains (the "Project"); and

WHEREAS, the Project shall consist of the Agency taking title, possession or control (by deed, lease, license or otherwise) of the land and improvements located at 250 Mamaroneck Avenue, White Plains, New York (presently used as a YMCA facility with a gymnasium, daycare, offices, two pools, an single room occupancy units) (the "Facility"); the lease, sublease, or installment sale of the Facility back to the Company; and the demolition of the Facility for the construction, improving, maintaining and equipping of a mixed use building, with 184,858 rentable square feet and 237,120 gross square feet (approximately), consisting of: (x) 177 residential efficiency, one, two, and three bedroom units (approximately) and related amenities; (y) 1,876 rental square feet of ground floor retail (approximately); and (z) a parking garage for residential tenants and retail patrons (the "Project Facility"), all as more fully described in the Application; and

WHEREAS, the Company has represented that the Project is expected to maintain and increase employment in the County of Westchester and has made additional factual representations concerning itself and the Project upon which the Agency is relying in adopting this resolution; and

WHEREAS, the Company has represented that the requested financial assistance is essential to the economic viability of the Project, and is a necessary component of the financial structure of the Project; and

WHEREAS, subject to the provisions of this Resolution, the Agency contemplates that it will provide financial assistance to the Company in connection with the Project, in the form of exemptions from sales and use taxes, mortgage recording tax and real property tax, consistent with the Uniform Tax Exemption Policy and other policies of the Agency (collectively, the

“Financial Assistance”), to be more particularly described in an Authorizing Resolution to be adopted by the Agency prior to the closing of the contemplated transactions; and

WHEREAS, in compliance with the Act, in accordance with Sections 923-a and 859-a thereof, the Agency will give notice of and hold a public hearing regarding the Project and the granting of the Financial Assistance following publication of public notice thereof as required by law; and

WHEREAS, prior to final authorization of the Project and the granting of the Financial Assistance thereunder, the Agency may require the Company to provide to the Agency such further information, together with such letters or reports from interested parties and governmental agencies or officials (collectively, the “Supplemental Materials”) to enable the Agency to make and to confirm findings and determinations that the Facility qualifies as a “project” under the Act and that the Facility satisfies all other requirements of the Act; and

WHEREAS, the Agency intends to induce the Company to proceed with the development of the Project pending completion of arrangements by the Company and the Agency for the provision by the Agency of Financial Assistance; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law (“SEQRA”) and the regulations of the Department of Environmental Conservation of the State of New York thereunder (the “DEC Regulations”), the Agency constitutes a “State Agency”; and

WHEREAS, the Agency has made no determination with respect to the Project under SEQRA; and

WHEREAS, the Applicant shall agree to indemnify the Agency against certain losses, claims, expenses, damages the liabilities which may arise in connection with the transactions contemplated.

NOW, THEREFORE, the County of Westchester Industrial Development Agency hereby resolves as follows:

Section 1. Qualification of Project. Based upon the representations made by the Company to the Agency in the Application, and subject to the delivery to the Agency of such Supplemental Materials as the Agency may require, and to further confirmation by the Agency upon receipt and review of same, the Agency hereby determines that undertaking and providing financial assistance to the Project: (i) will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of the County of Westchester and the State of New York and improve their standard of living, (ii) will preserve the competitive position of the Project and will not result in the removal of an industrial, manufacturing or commercial plant of the Company or any occupant of the Project 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 Company or any occupant of the Project except as permitted by the Act, and (iii) is authorized by the Act and will be in furtherance of the policy of the State of New York as set forth therein.

Section 2. SEQRA. The Agency hereby finds and determines that this Resolution constitutes a determination of compliance with technical requirements within the meaning of

Section 617.5(c)(27) of the DEC Regulations and does not constitute, and shall not be deemed to constitute an approval by the Agency of the Project for the purpose of SEQRA.

Section 3. Authorization to Proceed. The Agency hereby authorizes the Company to proceed with the Project as herein described. Subject to the other terms of this resolution, the Agency, in its discretion, will provide such Financial Assistance as may be permitted by law and may be suitable to advance the Project, including exemptions from sales and use taxes, mortgage recording tax and real property tax, which will not deviate from the Uniform Tax Exemption Policy of the Agency, all to be more particularly described in a final authorizing resolution to be adopted by the Agency prior to the closing of the transactions described herein. The Chairperson of the Agency, the Executive Director, or any person either of them shall delegate, are hereby authorized to negotiate, in accordance with the terms of the Act, the terms of the transactions between the Agency and the Company which will permit the provision of Financial Assistance to the Project in an amount necessary to undertake and complete the Project.

Section 4. Further Conditions. The granting of the Financial Assistance, as contemplated by Section 3 of this Resolution, shall be subject to, inter alia:

(a) the delivery by the Company of such Supplemental Materials as the Agency may require, and the confirmation by the Agency of the findings set forth in Section 1 above upon receipt and review of any such Supplemental Materials by the Agency; and

(b) the Agency shall give notice of and hold a public hearing with respect to the Project as described in Section 7 below; and

(c) the Company's receipt of all State and local permits and approvals to undertake the Project; and

(d) the review of the Project by the Agency pursuant to SEQRA, and compliance by the Agency with all applicable terms and conditions of SEQRA and the DEC Regulations in respect of the Project; and

(e) the Company shall demonstrate to the satisfaction of the Agency that the Company has engaged in meaningful good faith discussions with an appropriate representative or representatives of organized labor to determine whether and to what extent union and/or local labor can feasibly be employed in the construction or renovation of the Project; and

(f) the Agency's adoption of a final Authorizing Resolution authorizing the undertaking of the Project, the granting of the Financial Assistance by the Agency, and the form and content of the proposed instruments and agreements governing the terms and conditions of the Project (the "Project Agreements"); and

(g) the obligations of the Agency under the Project Agreements shall be special, limited obligations of the Agency payable solely from the receipts and income of the Project and the Facility, and the Agency shall in no way be liable for the payment of the costs of the Project or any other amount owed by the Company.

Section 5. Assistance of Company. The members, representatives, and agents of the Agency are hereby authorized and directed to take all actions deemed appropriate to assist the Company in commencing and carrying out the Project.

Section 6. No Recourse or Personal Liability. No provision of this resolution or any other related document shall constitute or give rise to a charge upon the general credit of the Agency or impose upon the Agency a pecuniary liability. No recourse shall be had for the payment of, or the performance of any obligation in connection therewith against any member, representative or agent of the Agency, nor is or shall any such person become personally liable for any such payment or performance.

Section 7. Municipal Review. The members, representatives and agents of the Agency are hereby authorized, in accordance with Sections 923-a and 859-a of the Act to give notice of and hold a public hearing with respect to the Project. The issuance of Financial Assistance by the Agency is subject to the condition that no objection by resolution of the governing body of the City of White Plains shall have been made and delivered to the Agency within 30 days of notice being provided to such municipality.

Section 8. GML Section 875. The terms and conditions of subdivision 3 of Section 875 of the General Municipal Law are hereby incorporated herein and made a part of this resolution.

Section 9. Effect of Resolution. In adopting this resolution, notwithstanding any other provision hereof, the Agency assumes no responsibility for obtaining or assisting the Company in obtaining financing, including the provision of sales tax exemptions and/or other incentives, for the Project. Nothing contained in this resolution shall be construed as a commitment by the Agency to provide financing for the Project. This resolution is not a contract between the Agency and the Company and it shall not be construed as such. A copy of this resolution shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

Section 10. Effective Date. This resolution shall take effect immediately.

Adopted: June 11, 2020

COUNTY OF WESTCHESTER INDUSTRIAL DEVELOPMENT AGENCY
RESOLUTION

Regarding

A PROPOSED MEMORANDUM OF UNDERSTANDING WITH
THE CITY OF MOUNT VERNON INDUSTRIAL AGENCY

WHEREAS, the New York State Industrial Development Agency Act, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) authorizes and provides for the creation of industrial development agencies in the several counties, cities, villages and towns in the State of New York and empowers such agencies, among other things, to acquire, construct, reconstruct, lease, improve, maintain, equip and furnish land, any building or other improvement, and all real and personal properties, including but not limited to machinery and equipment, deemed necessary in connection therewith, whether or not now in existence or under construction, which shall be suitable for manufacturing, warehousing, research, commercial, industrial or civic purposes, to the end that such agencies may be able to promote, develop, encourage, assist and advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York and to improve their prosperity and standard of living; and

WHEREAS, pursuant to and in accordance with the provisions of the Enabling Act, the County of Westchester Industrial Development Agency (the “Agency”) was established by Chapter 788 of the Laws of 1976 of the State of New York, as amended by Chapter 564 of the Laws of 1983 (together with the Enabling Act, the “Act”) for the benefit of the County of Westchester (“County”) and the inhabitants thereof; and

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 786 of the Laws of 1976 of the State of New York, as amended (together with the Enabling Act, the “MV Act”), the City of Mount Vernon Industrial Development Agency (“MVIDA”) was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping civic, industrial, manufacturing and commercial facilities as authorized by the MV Act; and

WHEREAS, the MVIDA is presently prohibited from offering “financial assistance”, as that term is defined in the General Municipal Law; and

WHEREAS, the Agency and the MVIDA have jointly agreed that until such time as the MVIDA has filed its annual audited financial statements with the New York State Comptroller, the MVIDA will defer all “projects”, as that term is defined in the Enabling Act (the “Projects”), located wholly or partially within the City of Mount Vernon (“City”) to the Agency; and

WHEREAS, the intent of this arrangement is to foster and facilitate the momentum of Projects which will expand economic opportunities for City and County residents and improve their quality of life; and

WHEREAS, in consideration of the MVIDA's temporary deferral of any Project(s), the Agency will share any agency fee, charge, or commission received by the Agency in connection with any Projects originating from the City with the MVIDA; and

WHEREAS, the parties seek to memorialize this arrangement in a memorandum of understanding ("MOU"); and now

BE IT RESOLVED, that the Agency is hereby authorized to enter into the MOU with the MVIDA; and to do and cause to be done any and all acts and things necessary or proper for carrying out the actions contemplated by and referred to in this resolution and the MOU, said execution being conclusive evidence of such approval; and be it further

RESOLVED, that the Chairwoman or Executive Director of the Agency is hereby authorized and directed to execute and deliver such other documents and instruments, subject to the approval of counsel, and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated by this resolution, said execution being conclusive evidence of such approval; and be it further

RESOLVED, that this resolution shall become effective immediately upon its adoption.

Adopted: June 11, 2020