281-301 WARNER AVE LLC PILOT Deviation Resolution

A regular meeting of the Nassau County Industrial Development Agency (the "Agency") was convened in public session at the Theodore Roosevelt Executive & Legislative Building, Ceremonial Chambers, 1550 Franklin Avenue, Mineola, Nassau County, New York on November 18, 2021 at 6:55 p.m., local time.

The meeting was called to order by the Chairman, upon roll being called, the following members of the Agency were:

PRESENT:

Richard Kessel Chairman
Lewis M. Warren Vice Chairman
Anthony Simon 2nd Vice Chairman

Amy Flores Treasurer

John Coumatos Asst. Treasurer Chris Fusco Asst. Secretary

Timothy Williams Secretary

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Harry Coghlan Chief Executive Officer/Executive Director

Danielle Oglesby Chief Operating Officer/Deputy Executive Director

Colleen Pereira Administrative Director

Thomas D. Glascock Agency Counsel

Andrew Komaromi Bond/Transaction Counsel

The attached resolution no. 2021-80 was offered by Anthony Simon, seconded by Chris Fusco.

Resolution No. 2021-80

RESOLUTION AUTHORIZING A DEVIATION FROM THE UNIFORM TAX EXEMPTION POLICY OF THE NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY WITH RESPECT TO A PROJECT FOR 281-301 WARNER AVE LLC.

WHEREAS, the Nassau County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, 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"), and Chapter 674 of the 1975 Laws of New York, as amended, constituting Section 922 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more "projects" (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, 281-301 WARNER AVE LLC, a limited liability company organized and existing under the laws of the State of New York (the "Applicant"), has presented an application for financial assistance (the "Application") to the Agency, which Application requests that the Agency consider undertaking a project (the "Project") consisting of the following: (A)(1) the retention of an interest in an approximately 39,000 +/- square foot parcel of land located at 281-301 Warner Avenue, Village of Roslyn, Town of North Hempstead, Nassau County, New York (Section: 7, Block: F; Lot: 636) (the "Land"), (2) the construction of an 109,000 +/- square foot building (collectively, the "Building") on the Land, together with related improvements to the Land, including surface parking spaces, (3) the acquisition of certain furniture, fixtures, machinery and equipment (the "Equipment') necessary for the completion thereof (collectively, the "Project Facility"), all of the foregoing for use by the Applicant as a transit-oriented mixed use development consisting of approximately fifty-four (54) residential rental apartment units, including eleven (11) affordable residential rental apartments, and 6,600 +/- square feet of commercial space adjacent to the Long Island Rail Road Roslyn Train Station, with six (6) residential rental apartments units comprised of three (3) one-bedroom units and three (3) two-bedroom units designated at 120.0% AMI Nassau County and five (5) residential rental apartments units comprised of two (2) one-bedroom units and three (3) two-bedroom units designated at 80.0% AMI Nassau County; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes, mortgage recording taxes and sales and use taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, the Application states that the Applicant is seeking an exemption from real property taxes with respect to the Project Facility that constitutes a deviation from the Agency's Uniform Tax Exemption Policy (the "Tax Exemption Policy"); and

WHEREAS, pursuant to Section 874(4) of the Act, (A) the Executive Director of the Agency caused a letter dated November 1, 2021 (the "Pilot Deviation Notice Letter") mailed to the chief executive officer of each affected tax jurisdiction, informing said individuals that the Agency would, at its meeting on November 18, 2021 (the "IDA Meeting"), consider a proposed deviation from the Tax Exemption Policy with respect to the payments in lieu of real property taxes to be made pursuant to a payment in lieu of taxes agreement to be entered into by the Agency with respect to the Project Facility; and (B) the members of the Agency conducted the IDA Meeting on the date hereof and reviewed any comments and correspondence received with respect to the proposed deviation from the Tax Exemption Policy; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 874(4) of the Act with respect to the proposed deviation from the Tax Exemption Policy;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

<u>Section 1</u>. Prior to making the determinations set forth in this resolution, the members of the Agency have considered the following factors set forth in the Tax Exemption Policy: (1) the extent to which the Proposed Project would create or retain permanent jobs; (2) the extent to which the Proposed Project would create construction jobs; (3) the estimated value of tax exemptions to be provided with respect to the Proposed Project; (4) the amount of private sector investment generated or likely to be generated by the Proposed Project; (5) the likelihood of the Proposed Project being accomplished in a timely manner; (6) the extent of new revenue that would be provided to affected tax jurisdictions as a result of the Proposed Project; (7) whether affected tax jurisdictions would be reimbursed by the Applicant if a Proposed Project does not fulfill the purposes for which an exemption was provided, (8) the impact of the Proposed Project on existing and proposed businesses and economic development projects in the vicinity, (9) the demonstrated public support for the Proposed Project, (10) the effect of the Proposed Project on the environment, (11) the extent to which the Proposed Project would require the provision of additional services, including, but not limited to, additional educational, transportation, police, emergency, medical or fire services, and (12) any other miscellaneous public benefits that might result from the Proposed Project.

<u>Section 2</u>. The Agency hereby determines that the Agency has fully complied with the requirements of Section 874(4) of the Act relating to the proposed deviation from the Tax Exemption Policy.

Section 3. Having reviewed all comments and correspondence received at or prior to the IDA Meeting, the Agency hereby approves the proposed deviation from the Tax Exemption Policy as described in the Pilot Deviation Notice Letter (a copy of which is attached hereto as Exhibit A) because the proposed deviation is necessary to induce the Applicant to undertake the

Proposed Project and because the PILOT payments would not be lower than the real property taxes that should otherwise apply with respect to the Land and the existing improvements thereon as of the closing date of the transaction.

Section 4. The Chairman, the Vice Chairman, the Chief Executive Officer/Executive Director, Chief Operating Officer and the Administrative Director of the Agency are each hereby authorized and directed, acting individually or jointly, to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution. If the Agency hereafter adopts appropriate final approving resolutions with respect to the proposed straight-lease transaction with the Applicant (the "Transaction"), the Chairman, the Vice Chairman, the Chief Executive Officer/Executive Director, Chief Operating Officer and the Administrative Director of the Agency are each hereby authorized and directed, acting individually or jointly, to cause the Agency to (A) enter into a Payment in Lieu of Taxes Agreement with the Applicant, providing, among other things, that the Applicant shall make payments in lieu of taxes consistent with the formula set forth in the PILOT Deviation Notice Letter, and (B) file an application for real property tax exemption with the appropriate assessor(s) with respect to the Project Facility.

<u>Section 5</u>. This Resolution shall take effect immediately, but is subject to and conditioned upon the closing of the Transaction.

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

Richard Kessel	VOTING	AYE
Lewis M. Warren	VOTING	AYE
Anthony Simon	VOTING	AYE
Timothy Williams	VOTING	AYE
Chris Fusco	VOTING	AYE
Amy Flores	VOTING	AYE
John Coumatos	VOTING	AYE

The foregoing Resolution was thereupon declared duly adopted.

) SS.:

COUNTY OF NASSAU

We, the undersigned [Vice] Chairman and [Assistant] Secretary of the Nassau County Industrial Development Agency (the "Agency"), do hereby certify that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on November 18, 2021 with the original thereof on file in our office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our respective hands and affixed the seal of the Agency this 18th day of November 2021.

[Assistant] Secretary

Vice] Chairman

(SEAL)

PILOT DEVIATION LETTER



November 1, 2021

CERTIFIED MAIL, RETURN RECEIPT REQUESTED and FIRST CLASS MAIL

County Executive Laura Curran County of Nassau 1550 Franklin Avenue Mineola, NY 11501

Supervisor Judi Bosworth Town of North Hempstead 220 Plandome Road Manhasset, NY 11030

Mayor John Durkin Incorporated Village of Roslyn 1200 Old Northern Boulevard Roslyn NY 11509

Allison Brown, Superintendent Roslyn School District 300 Harbor Hill Road Roslyn, NY 11576

NOTICE OF PUBLIC HEARING REGARDING A PROPOSED PROJECT AND FINANCIAL ASSISTANCE

Ladies and Gentlemen:

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Section 859-a of the General Municipal Law, as amended, will be held by the Nassau County Industrial Development Agency (the "Agency") on the 15th day of November, 2021, at 3:00 p.m., local time, at Village Hall, 1200 Old Northern Blvd., Village of Roslyn, Town of North Hempstead, Nassau County, New York, with respect to the following project:







281-301 WARNER AVE LLC, a limited liability company organized and existing under the laws of the State of New York (the "Applicant"), has presented an application for financial assistance (the "Application") to the Agency, which Application requests that the Agency consider undertaking a project (the "Project") consisting of the following: (A)(1) the retention of an interest in an approximately 39,000 +/- square foot parcel of land located at 281-301 Warner Avenue, Village of Roslyn, Town of North Hempstead, Nassau County, New York (Section: 7, Block: F; Lot: 636) (the "Land"), (2) the construction of an 109,000 +/- square foot building (collectively, the "Building") on the Land, together with related improvements to the Land, including surface parking spaces, (3) the acquisition of certain furniture, fixtures, machinery and equipment (the "Equipment") necessary for the completion thereof (collectively, the "Project Facility"), all of the foregoing for use by the Applicant as a transit-oriented mixed use development consisting of approximately fifty-four (54) residential rental apartment units, including eleven (11) affordable residential rental apartments, and 6,600 +/- square feet of commercial space adjacent to the Long Island Rail Road Roslyn Train Station; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes, mortgage recording taxes and sales and use taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity as may be designated by the Applicant and agreed upon by the Agency.

The Project Facility would be initially owned, operated and/or managed by the Applicant or such other entity as may be designated by the Applicant and agreed upon by the Agency (the Applicant or such other entity, collectively, the "Company").

The Company would receive Financial Assistance from the Agency in the form of potential exemptions or partial exemptions from real property taxes, sales and use taxes and mortgage recording taxes.

A representative of the Agency will at the above-stated time and place hear and accept comments from all persons with views with respect to the Project. Interested parties may present their views both orally and in writing with respect to the Project.

Subject to applicable law, copies of the Application, which includes a description of the anticipated costs and benefits of the Project, are available for review by the public during business hours at the offices of the Agency at One West Street, Mineola, New York (from 9:00 a.m. to 5:00 p.m. Monday through Friday). The Application is also posted on the Agency's website at https://nassauida.org/projects-documents, under Applications.

Finally, the Agency also encourages all interested parties to submit written comments to the Agency (for the Agency's receipt no later than November 17, 2021 at 3:00 p.m.), which will all be included within the public hearing record. Any written comments may be sent to Nassau County Industrial Development Agency, One West Street, 4th Floor, Mineola, New York 11501, Attn: Harry Coghlan, Chief Executive Officer/Executive Director and/or via email at info@nassauida.org.

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY

By: Harry Coghlan

Chief Executive Officer



November 1, 2021

CERTIFIED MAIL, RETURN RECEIPT REQUESTED and FIRST CLASS MAIL

County Executive Laura Curran County of Nassau 1550 Franklin Avenue Mineola, NY 11501

Supervisor Judi Bosworth Town of North Hempstead 220 Plandome Road Manhasset, NY 11030

Mayor John Durkin Incorporated Village of Roslyn 1200 Old Northern Boulevard Roslyn NY 11509

Allison Brown, Superintendent Roslyn School District 300 Harbor Hill Road Roslyn, NY 11576

NOTICE OF PROPOSED DEVIATION FROM UNIFORM TAX EXEMPTION POLICY

Ladies and Gentlemen:

Notice is hereby given that at a meeting of the Nassau County Industrial Development Agency (the "Agency") to be held on November 18, 2021at 6:45 p.m. local time and to be conducted in the Nassau County Ceremonial Chamber, 1550 Franklin Avenue, Mineola, New York 11501, the Agency will consider whether to approve the application of the Applicant (as defined below), for certain "financial assistance" which, if granted, would deviate from the Agency's Uniform Tax Exemption Policy (the "Policy") with respect to the payment of real property taxes. The meeting of the Agency will be open to the public.







At the meeting of the Agency, the Agency will consider the application of 281-301 WARNER AVE LLC, a limited liability company organized and existing under the laws of the State of New York (the "Applicant"), has presented an application for financial assistance (the "Application") to the Agency, which Application requests that the Agency consider undertaking a project (the "Project") consisting of the following(A)(1) the retention of an interest in an approximately 39,000 +/- square foot parcel of land located at 281-301 Warner Avenue, Village of Roslyn, Town of North Hempstead, Nassau County, New York (Section: 7, Block: F; Lot: 636) (the "Land"), (2) the construction of an 109,000 +/- square foot building (collectively, the "Building") on the Land, together with related improvements to the Land, including surface parking spaces, (3) the acquisition of certain furniture, fixtures, machinery and equipment (the "Equipment") necessary for the completion thereof (collectively, the "Project Facility"), all of the foregoing for use by the Applicant as a transit-oriented mixed use development consisting of approximately fifty-four (54) residential rental apartment units, including eleven (11) affordable residential rental apartments, and 6,600 +/- square feet of commercial space adjacent to the Long Island Rail Road Roslyn Train Station; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes, mortgage recording taxes and sales and use taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity as may be designated by the Applicant and agreed upon by the Agency.

The Application states that the Applicant is seeking an abatement of real property taxes. However, based upon preliminary negotiations between representatives of the Applicant and the Agency, the parties contemplate that the Agency may agree to grant a real property tax exemption (the "Property Tax Exemption") with respect to the Project Facility as follows:

- (i) for the period commencing on the date of the closing of the Project transaction (the "Closing Date") to and including the day prior to the Effective Date (as defined below), payments shall be equal to one hundred percent (100%) of the real property taxes and assessments that would be levied annually upon the Land and the existing improvements thereon as of the date of closing without taking into consideration the transfer of ownership, jurisdiction, supervision or control of the Project Facility to the Agency; and
- (ii) for the period commencing on the Effective Date and continuing for twenty-two (22) full fiscal tax years thereafter, fixed payments equal to the sum of the BASE PILOT and the IMPROVEMENT PILOT.

Thereafter, and through the end of the term of the project agreement, lease or installment sale agreement with respect to the Project Facility, the payments would be equal to the real property taxes and assessments that would be payable as if the Project Facility were returned to the tax rolls as taxable property and subject to taxation at its then current, full assessed value, as the same may be reassessed from time to time, and subject to tax rate increases imposed by the affected tax jurisdictions.

For the purposes of the foregoing, the following terms shall have the following meanings:

(a) "BASE PILOT" shall be deemed to mean the amount of all real property taxes and assessments payable on the Land and the existing improvements thereon as of the Closing Date, which amount shall be increased by 1.23% per year (compounded) after the third (3rd) fiscal tax year. Except as set forth in the immediately preceding sentence, the BASE PILOT shall not increase or decrease during the term of the PILOT Agreement. The BASE PILOT shall be reduced by any special taxes, assessments or levies that the Applicant is required to pay separately to the affected tax jurisdictions. In calculating the Base PILOT, the Agency shall take into account the most recent assessment data (i.e., assessed value and tax rates) available as of the Closing Date including any applicable approved tax certiorari stipulation or other settlement or arrangement with the applicable tax assessor(s).

- (b) "IMPROVEMENT PILOT" shall be deemed to mean the product of the following amounts, as determined by the Agency: (i) the Assessed Value of the Improvement, (ii) the PILOT Rate, and (iii) the number 0.01, as phased in and adjusted pursuant to Exhibit A attached hereto. The term "Assessed Value of the Improvement" shall be deemed to mean the product of (y) the fair market value of the Project Facility (less the market value used in the calculation of the BASE PILOT) for real property tax valuation purposes, computed as of the estimated date of completion, as determined by the Agency using a methodology reasonably selected by the Agency, and (z) the level of assessment used by the Nassau County Assessor as of the year in which the Closing Date occurs. The PILOT Rate shall be evidenced by School Tax Bills, Village Tax Bills, if any and General Tax Bills based on the most recent assessment data available to the Agency as of the year in which the Closing Date occurs. The IMPROVEMENT PILOT shall be reduced by any special taxes, assessments or levies that the Applicant is required to pay separately to the affected tax jurisdictions.
- (c) "Effective Date" shall be deemed to mean for each affected tax jurisdiction the first day of the first fiscal tax year following the first taxable status date occurring subsequent to the last to occur of (i) the Agency acquiring an interest in the Project Facility, (ii) the filing by the Agency of the appropriate application for tax exemption with the Nassau County Tax Assessor, and (iii) the acceptance of such Application by such assessor.

The Property Tax Exemption, if approved by the Agency, would constitute a deviation from the Policy.

The reason for the deviation is that the Property Tax Exemption, if approved by the Agency, is necessary to induce the Applicant to undertake the Project and that the PILOT payments would not be lower than the real property taxes that should otherwise apply with respect to the Land and the existing improvements thereon as of the Closing Date.

Sincerely,

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY

By:

Chief Executive Officer

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BASE PILOT + IMPROVEMENT PILOT	BASE PILOT + IMPROVEMENT PILOT	BASE PILOT + IMPROVEMENT PILOT	BASE PILOT + IMPROVEMENT PILOT	BASE PILOT + IMPROVEMENT PILOT	BASE PILOT + IMPROVEMENT PILOT	BASE PILOT + IMPROVEMENT PILOT	BASE PILOT + IMPROVEMENT PILOT	BASE PILOT + IMPROVEMENT PILOT	BASE PILOT + IMPROVEMENT PILOT	BASE PILOT + IMPROVEMENT PILOT	TOTAL PILOT	0.9474 AV	0.8947 AV	0.8421 AV	0.7895 AV	0.7368 AV	0.6842 AV	0.5789 AV	0.5263 AV	0.4737 AV	0.4211 AV	0.3136 AV 0.3684 AV	0.2632 AV	0.2105 AV	0.1579 AV	0.1053 AV	0.0526 AV	0.00 AV	0.00 AV	0.00 AV	000 00	200	Assessed Value of Improvement ("AV")
												Rate * 1.2615	Rate * 1.2461	Rate * 1.2310	Rate * 1.2160	Rate * 1 2013	Rate 7 1.1722	Rate * 1.1580	Rate * 1.1439	Rate * 1.1300	Rate * 1.1163	Rate * 1 1027	Rate * 1.0761	Rate * 1.0630	Rate * 1.0501	Rate * 1.0374	Rate * 1.0248	Rate * 1 0123		SUM OF TAX RATES AS OF YEAR OF CLUSING ("RATE")		NIA.	PILOT RATE

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AV*PILOT RATE	AV*PILOT RATE	AV*PILOT RATE								
BASE PILOT + IMPROVEMENT PILOT	BASE PILOT + IMPROVEMENT PILOT	BASE PILOT + IMPROVEMENT PILOT								