

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY (IDA)
MINUTES OF **SPECIAL** BOARD MEETING
February 15, 2021

Present

Board Members: Austin DuBois, Chairman
Christina Amato, Michael Kelly, Gregory Nato,
Marlon Ramos, Adam Pollick and Nancy Thomas

Staff: Cherisse Vickers, Executive Director
Counsel: Robert McLaughlin, Whiteman, Osterman and Hanna, LLP

GUESTS: Hank Gross – Mid Hudson News

1. **Roll Call:** Chairman Austin DuBois called the meeting to order and accepted the proof of notice of meeting.
2. **Executive Session:** with a motion made by Christina Amato and seconded by Nancy Thomas, the board voted to go into Executive Session to discuss proposed, pending, or ongoing legislation, unanimously agreed.
3. **Executive Session:** a motion for the board to come out of Executive Session was made by Nancy Thomas, seconded by Mike Kelly, and unanimously agreed.

No actions or decisions were taken during Executive Session.

4. **Resolution No. 2021-02-15-01, Scheduling of a Public Hearing to Consider Revisions to the Agency's Uniform Tax Exempt Policy**

On a motion made by Mike Kelly and seconded by Marlon Ramos, the board voted to schedule a public hearing regarding revisions to the Agency's Uniform Tax Exempt Policy so the taxing jurisdictions and general public may be able to comment and provide input. A roll call for Resolution 2021-02-15-01 was performed with all voting aye unanimously.

5. **Resolution No. 2021-02-15-02, Authorization for Public Hearing for Attic Labs**

On a motion made by Christina Amato and seconded by Nancy Thomas, with the understanding that two sections are still to be edited/ revised in the Uniform Tax Exempt Policy, the board voted unanimously to approve/pass Resolution No. 2021-02-15-02, "Resolution Authorizing a Public Hearing Regarding a Proposed Project to be Undertaken for the Benefit of The Foundry Phase 3, LP."

6. **Adjournment**

A motion to adjourn the board meeting was made by Nancy Thomas, seconded by Christina Amato, and unanimously passed.

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY

Resolution No. 2021-02-15-01

**RESOLUTION AUTHORIZING ISSUANCE OF A
NOTICE OF A PUBLIC HEARING TO CONSIDER
REVISIONS TO THE AGENCY UNIFORM TAX EXEMPTION POLICY**

A special meeting of the City of Newburgh Industrial Development Agency (the "Agency") was convened in public session by video conference in accordance with Governor Cuomo's Executive Order Nos. 202.1 as amended on February 15, 2021 at 6:00 o'clock p.m., local time.

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

PRESENT:

Austin DuBois	Chairman
Nancy Thomas	Vice Chair
Marlon Ramos	Treasurer
Christina Amato	Secretary
Michael Kelly	Member
Gregory Nato	Member
Adam Pollack	Member

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Cherisse Vickers	Executive Director
Robert J. McLaughlin, Esq.	Agency Counsel

The following resolution was offered by Christina Amato, seconded by Nancy Thomas, to wit:

Resolution No. 2021-02-15-01

**RESOLUTION AUTHORIZING ISSUANCE OF A NOTICE OF A PUBLIC HEARING
TO CONSIDER REVISIONS TO THE AGENCY UNIFORM TAX EXEMPTION
POLICY.**

WHEREAS, City of Newburgh 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" or the "Act") and Chapter 577 of the 1982 Laws of New York, as amended, constituting Section 913 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 commercial, manufacturing and industrial 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, subsection (4) of Section 874 of the Act, as added by Chapters 356 and 357 of the Laws of 1993 of the State of New York, requires that the Agency establish a uniform tax exemption policy, with input from affected tax jurisdictions; and

WHEREAS, in accordance with the Act, the Agency has adopted a uniform tax exemption policy (the "Existing Policy") providing for guidelines for the claiming of real property, mortgage recording and sales tax exemptions; and

WHEREAS, members of the Agency have conducted a review of the Existing Policy; and

WHEREAS, the Agency desires to amend and supplement the Existing Policy; and

WHEREAS, pursuant to Section 874 of the Act, prior to taking final action on amendments to the Existing Policy, the Agency must adopt a resolution providing the affected tax jurisdictions prior written notice of the proposed amendments to the Existing Policy; and

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

Section 1. The Agency hereby authorizes the Chair, any Vice Chair or any Officer of the Agency, to send a written notice to the chief executive officers of each of the affected tax jurisdictions informing them that the Agency is considering amendments to the Existing Policy in substantially the form of the draft of said letter attached hereto as Exhibit A, and soliciting any comments that such affected tax jurisdictions may have with respect to such amendments.

Section 2. This Resolution shall take effect immediately.

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

Austin DuBois	VOTING	YES
Nancy Thomas	VOTING	YES
Marlon Ramos	VOTING	YES
Christina Amato	VOTING	YES
Michael Kelly	VOTING	YES
Gregory Nato	VOTING	YES
Adam Pollack	VOTING	YES

The foregoing Resolution was thereupon declared duly adopted

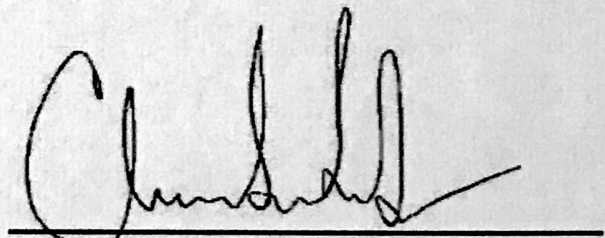
STATE OF NEW YORK)
) ss.:
COUNTY OF ORANGE)

I, the undersigned Secretary of the City of Newburgh Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on February 15, 2021 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I 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.

I 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, I have hereunto set my hand and affixed the seal of the Agency this
_18__ day of February 2021.



Secretary

(SEAL)

EXHIBIT A

NOTICE OF PUBLIC HEARING TO THE AFFECTED TAX JURISDICTIONS ISSUED IN
ACCORDANCE WITH AGENCY RESOLUTION DATED FEBRUARY 15, 2021

CITY OF NEWBURGH INDUSTRIAL DEVELOPMENT AGENCY
83 Broadway, Third Floor
Newburgh, New York 12551-1298
Tel: 845-569-7369

February 25, 2021

CERTIFIED MAIL – RETURN RECEIPT REQUESTED

The Honorable Steven M. Neuhaus
County Executive of Orange County
Orange County Government Center
255 Main Street
Goshen, New York 10924

Robert Padilla, Superintendent of Schools
Newburgh Enlarged School District
124 Grand Street
Newburgh, New York 12550

The Honorable Torrance Harvey, Mayor
City of Newburgh
83 Broadway
Newburgh, New York 12551

Carol Mineo, Board President
Newburgh Enlarged School District
124 Grand Street
Newburgh, New York 12550

RE: Proposed Amendments to Uniform Tax Exemption
Policy by the City of Newburgh Industrial
Development Agency (“Agency”)

Honorable Sirs:

Pursuant to Section 874 of the General Municipal Law of the State of New York, the Agency has an existing Uniform Tax Exemption Policy (the “Existing Policy”) which Existing Policy can be viewed on the Agency’s website located at:

<https://www.cityofnewburgh-ny.gov/industrial-development-agency>

By Resolution adopted by the members of the Agency on February 15, 2021, the Agency is considering revising the Existing Policy in several respects (collectively, the “Revisions”).

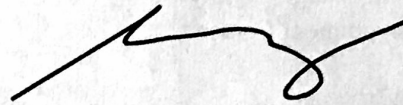
The purpose of this letter is to inform you (i) of the Revisions and (ii) that the Agency is considering the terms of a new Uniform Tax Exemption Policy incorporating the Revisions (the “Draft Policy”). Enclosed for your review and comment(s) is a copy of the Draft Policy as well as a redline of the Draft Policy against the Existing Policy.

The Agency expects to conduct a public hearing (the “Public Hearing”) on March 22, 2021 at 1:00 o’clock p.m., local time. PLEASE TAKE NOTICE that by reason of the State Emergency Disaster declared by Governor Cuomo as well and the City of Newburgh State of Emergency, this public hearing will be held virtually on the Zoom platform. Meeting participation must be gained by passcode. Call 845-569-7369 or email idadirector@cityofnewburgh-ny.gov for registration details in connection

with the Project described below. In addition, instructions on how to attend and participate at the meeting will be posted on the Agency website on or before Noon, March 22, 2021. This letter is provided to you for the purpose of complying with Section 874 of the General Municipal Law of the State of New York.

The Agency would welcome any written comments that you may have on the Draft Policy. In accordance with Section 874 of the General Municipal Law, prior to the Public Hearing, the Agency will review and respond to any written comments received from any affected tax jurisdiction with respect to the Revisions and the Draft Policy. The Agency will also allow any representative of any affected tax jurisdiction present at the Public Hearing to address the Agency regarding the proposed Draft Policy.

Sincerely,

A handwritten signature in black ink, appearing to read 'Austin DuBois', with a stylized flourish at the end.

Austin DuBois, Chairman
City of Newburgh
Industrial Development Agency

Enclosures (Existing Policy and Draft Policy)

**CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY**

Resolution No. 2021-02-15-02

**RESOLUTION AUTHORIZING
A PUBLIC HEARING REGARDING A PROPOSED PROJECT
TO BE UNDERTAKEN FOR THE BENEFIT OF
THE FOUNDRY PHASE 3, LP**

A special meeting of the City of Newburgh Industrial Development Agency (the “Agency”) was convened in public session by video conference in accordance with Governor Cuomo’s Executive Order Nos. 202.1 as amended on February 15, 2021 at 6:00 o'clock p.m., local time.

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

PRESENT:

Austin DuBois	Chairperson
Nancy Thomas	Vice Chairperson
Marlon Ramos	Treasurer
Christina Amato	Secretary
Michael Kelly	Member
Adam Pollick	Member
Gregory Nato	Member

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Cherisse Vickers	Executive Director
Robert J. McLaughlin, Esq.	Agency Counsel

The following resolution was offered by Michael Kelly, seconded by Marlon Ramos, to wit:

Resolution No. 2021-02-15-02

RESOLUTION AUTHORIZING THE CHAIR OR ANY VICE CHAIR OR ANY OFFICER OF THE CITY OF NEWBURGH INDUSTRIAL DEVELOPMENT AGENCY TO HOLD A PUBLIC HEARING REGARDING A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF THE FOUNDRY PHASE 3, LP.

WHEREAS, the City of Newburgh 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” or the “Act”) and Chapter 577 of the 1982 Laws of New York, as amended, constituting Section 913 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, warehousing, research, commercial and industrial 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, on February 3, 2021, The Foundry Phase 3, LP, a New York limited partnership (the "Company") or such other person(s) or entities as may be designated by the Company and agreed upon by the Agency (collectively, the "Company"), submitted an application (the "Application") to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the "Project") for the benefit of the Company, said Project consisting of the following: (A) the acquisition of an interest in an approximately 76,841 square foot parcel of real property located at 43-45 Edward Street, Newburgh, NY (the “Land”), (2) the rehabilitation and improvement of the existing structures on the Land of improvements consisting of 59 residential units to be rented as multifamily apartments (the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Facility, and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to constitute a community solar system and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to Section 859-a of the Act, prior to the Agency providing any “financial assistance” (as defined in the Act) of more than \$100,000 to any project, the Agency, among other things, must hold a public hearing pursuant to Section 859-a of the Act with respect to said project; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 859-a of the Act with respect to the Project;

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

Section 1. The Agency hereby authorizes the Chair, any Vice Chair or Officer of the Agency, after consultation with the members of the Agency and Agency Counsel, (A) to establish the time, date and place for a public hearing of the Agency to hear all persons interested in the Project (the “Public Hearing”); (B) to cause the Public Hearing to be held in a city, town or village where the Project Facility is or is to be located, and to cause notice of such Public Hearing to be given to the public by publishing a notice or notices of such Public Hearing in a newspaper of general circulation available to the residents of the governmental units where the Project Facility is or is to be located, such notice or notices to comply with the requirements of Section 859-a of the Act; (C) to cause notice of the Public Hearing to be given to the chief executive officer of the county and of each city, town, village and school district in which the Project

Facility is or is to be located to comply with the requirements of Section 859-a of the Act; (D) to conduct or cause the holding of such Public Hearing; (E) to cause a report of the Public Hearing fairly summarizing the views presented at such Public Hearing (the “Report”) to be prepared; and (F) to cause a copy of the Report to be made available to the members of the Agency.

Section 2. The Chair, any Vice Chair and/or Officer of the Agency is 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.

Section 3. All action taken by the Chair, any Vice Chair and/or Officer of the Agency in connection with the Public Hearing with respect to the Project prior to the date of this Resolution is hereby ratified and confirmed.

Section 4. This Resolution shall take effect immediately.

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

Austin DuBois	VOTING	YES
Nancy Thomas	VOTING	YES
Marlon Ramos	VOTING	YES
Christina Amato	VOTING	YES
Michael Kelly	VOTING	YES
Adam Pollick	VOTING	YES
Gregory Nato	VOTING	YES

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) SS.:
COUNTY OF ORANGE)

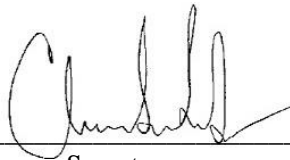
I, the undersigned Secretary of the City of Newburgh Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that

I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on February 15, 2021 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I 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.

I 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, I have hereunto set my hand and affixed the seal of the Agency this _18_ day of February 2021.



Secretary

(SEAL)