



BOARD OF DIRECTORS **SPECIAL** MEETING
Minutes of August 11, 2025

The Board of Directors of the City of Newburgh IDA met on Monday, August 11 at 11:07 pm at 401 Washington Street, Newburgh, NY 12550.

Present:

Board Members: Michael Nepl, Chair
Vickiana DeMora, Treasurer
Alexandra Church, Vice Chair
Sharonda Powell, Secretary

Staff: Cherisse Vickers, Executive Director
Adriana Huaynalaya, Financial Administrator

Counsel: Robert McLaughlin, Esq., Whiteman Osterman & Hanna LLP

Guests: Corey Sims Foster, FSH Newburgh Hotel, LLC

1. **Public Hearing:** Grand Street Newburgh Property Co, LLC (FSH Newburgh Hotel LLC) Project
2. **Roll Call:** Michael Nepl, Chair called the meeting to order at 11:27 am. A quorum was declared to be met.
3. *Resolution #2025-08-11-01 Authorizing Third Amendment to Resolution NO. 2022-02-16-03 In Connection with a Lease/Leaseback Transaction for a Project for Grand Street Newburgh Property Co, LLC (FSH Newburgh Hotel, LLC)*

The Agency has determined that the proposed amendments are consistent with (i) the Application, as amended, on file with the Agency, and (ii) the Approving Resolution, as amended by (1) the First Amending Resolution and (2) the Second Amending Resolution; and Section 874(4)(a) of the Act requires the Agency to adopt a uniform tax-exempt policy for the provision of Financial Assistance; and the Policy permits the Agency to adopt a resolution, for good cause shown, increasing the Financial Assistance, extending the period for completion of the Project Facility, and extending the period for exemption from sales and use tax; and the Agency now desires, pursuant to its UTEP

and Section 874(4)(a) of the Act, to amend the Approving Resolution, as previously amended by (i) the First Amending Resolution and (ii) the Second Amending Resolution, as set forth herein.

Ms. Church: Motion to approve

Ms. DeMora: Motion seconded

A roll call was taken for the vote.

Mr. Neppl: Yes

Ms. Church: Yes

Ms. DeMora: Yes

Ms. Powell: Yes

VOTE: Unanimously passed

4. **Discussion: Agency Labor Policy**

Mr. McLaughlin shared with the board for the IV5 project, the local steelworkers' union has agreed to reduce the local labor requirement to 50%. This agreement is reportedly in formal writing, but documentation has not yet been presented to the board. A formal presentation is expected at the next meeting, after which an amendment to the approving resolution may be considered. This waiver is notable because it is requested by the union itself, which the board generally views as a reasonable basis for approval.

For the Liberty Street project, the developer has requested relief from the labor policy. Attorney Catherine Kemp is preparing a memo for the board, to be distributed by the end of the month, so members can review and decide whether to amend the approving resolution. Since another housing project was approved at the same time, similar requests may arise, and consistent treatment may be warranted. Mr. Church asked whether waivers are typically sought at the application stage or post-approval. Mr. McLaughlin noted that they are generally considered during the application and approval process. The IV5 request differs from Liberty Street's because it is union-driven, whereas Liberty Street's appears to result from the developer's late realization of policy impacts. Mr. Neppl raised concerns that granting a waiver could alter cost and staffing assumptions from the original approval, requiring further review rather than a simple waiver. Mr. McLaughlin agreed this impact analysis is necessary, especially for housing projects, though it may ultimately have no effect.

5. **Adjournment**

A motion to adjourn was made by Ms. Church and seconded by Ms. DeMora. Unanimously passed at 11:36 am.

**CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY**

Resolution No. 2025-08-11-01

**RESOLUTION AUTHORIZING THIRD AMENDMENT TO
RESOLUTION NO. 2022-02-16-03
IN CONNECTION WITH A LEASE/LEASEBACK TRANSACTION FOR A
PROJECT FOR GRAND STREET NEWBURGH PROPERTY CO, LLC
(FSH NEWBURGH HOTEL, LLC)**

A special meeting of City of Newburgh Industrial Development Agency (the "Agency") was convened in public session at the Newburgh Activity Center, 401 Washington Street, Newburgh, New York on August 11, 2025, at 11:00 o'clock a.m., local time.

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

PRESENT:

Michael Nepl	Chair
Alexandra Church	Vice Chair
Vickiana DeMora	Treasurer
Sharonda Powell	Acting Secretary

ABSENT:

NONE.

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Cherisse Vickers	Executive Director
Adriana Huaynalaya	Financial Administrator
Robert J. McLaughlin, Esq.,	Agency Counsel

The following resolution was offered by Alexandra Church, seconded by Vickiana DeMora, to wit:

Resolution No. 2025-08-11-01

RESOLUTION AUTHORIZING THIRD AMENDMENT TO RESOLUTION NO. 2022-02-16-03 IN CONNECTION WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR GRAND STREET NEWBURGH PROPERTY CO, LLC (FSH NEWBURGH HOTEL, LLC)

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”) 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 industrial, manufacturing, warehousing, commercial, and research and recreation 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, lease, improve, maintain, equip, and furnish one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed, leased, improved, maintained, equipped, and furnished, and to convey said projects or to lease said projects; and

WHEREAS, on July 30, 2021, Grand Street Newburgh Property Co, LLC, a New York limited liability company (“Grand Street”) and FSH Newburgh Hotel LLC, a New York limited liability company (“FSH”) or such other person(s) or entities as may be designated by the Company and agreed upon by the Agency (collectively, the “Company”), submitted a joint application (the “Application”) to the Agency, which Application was amended by the Company on or about October 19, 2021 and February 16, 2022, a copy of which Application, as amended, 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 1.78 acre parcel of real property located at 48-54-62 Grand Street, Newburgh, New York (the “Land”), (2) the rehabilitation and improvement of the existing three buildings on the Land totaling approximately 79,072 square feet to consist of a hotel, events venue, spa and dining and bar facilities (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”), (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, by Resolution No. 2021-09-15-02 adopted by the members of the Agency on September 15, 2021 (the “First Public Hearing Resolution”), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the First Public Hearing Resolution, the Chair and the Executive Director of the Agency (A) caused notice of a public hearing of the Agency (the “First Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed or hand delivered on October 21, 2021 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the First Public Hearing to be posted on October 31, 2021 on a public bulletin board located at the Newburgh City Hall located at 83 Broadway, City of Newburgh, Orange County, New York, (C) caused notice of the First Public Hearing to be published on October 26, 2021 in the Times Herald Record, a newspaper of general circulation available to the residents of the City of Newburgh, Orange County, New York, (D) conducted the First Public Hearing on November 4, 2021 at 1:00 o'clock p.m., local time at offices of the City of Newburgh Industrial Development Agency located at City Hall, 83 Broadway, Orange County, Newburgh, New York, and (E) caused to be prepared a report of the First Public Hearing (the “First Public Hearing Report”) fairly summarizing the views presented at such First Public Hearing and caused a copy of said First Public Hearing Report to be made available to the members of the Agency and the public by posting the same to the Agency website; and

WHEREAS, by Resolution No. 2021-11-15-02 adopted by the members of the Agency on November 15, 2021 (the “Second Public Hearing Resolution”), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Second Public Hearing Resolution, the Chair and the Executive Director of the Agency (A) caused notice of a public hearing of the Agency (the “Second Public Hearing”, and together with the First Public Hearing, the “Initial Public Hearings”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed or hand delivered on November 29, 2021 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the Second Public Hearing to be posted on November 29, 2021 on a public bulletin board located at the Newburgh City Hall located at 83 Broadway, City of Newburgh, Orange County, New York, (C) caused notice of the Second Public Hearing to be published on December 2, 2021 in the Times Herald Record, a newspaper of general circulation available to the residents of the City of Newburgh, Orange County, New York, (D) conducted the Second Public Hearing on December 20, 2021 at 6:00 o'clock p.m., local time at offices of the City of Newburgh Industrial Development Agency located at City Hall, 83 Broadway, Orange County, Newburgh, New York, and (E) caused to be prepared a report of the Second Public Hearing (the “Second Public Hearing Report”) fairly summarizing the views presented at such Second Public Hearing and caused a copy of said Second Public Hearing Report to be made available to the members of the Agency and the public by posting the same to the Agency website; and

WHEREAS, in connection with the Application, the Company made a request to the Agency (the “Pilot Request”) to deviate from the Agency’s Uniform Tax Exemption Policy (the

“Policy”) with respect to the payments to be made under a payment in lieu of tax agreement by and between the Agency and the Company (the “Proposed Pilot Agreement”); and

WHEREAS, pursuant to Section 874(4) of the Act and the Policy, prior to taking final action on the Pilot Request for a deviation from the Policy, the Agency gave the chief executive officers of the County of Orange, and each city, town, village and school district in which the Project is located (collectively, the “Affected Tax Jurisdictions”) prior written notice (the “Deviation Notice”) of the proposed deviation from the Policy and the reasons therefore; and

WHEREAS, the Policy provides that the real property tax abatements to be provided by the Agency shall apply only to the value added by an applicant's construction or renovation activities to the existing parcel and improvements involved (the “Added Value”); and

WHEREAS, the comparison of the current Added Value of the Project to the proposed deviation from the Policy proposed by the Company were provided to the Affected Tax Jurisdictions in the Deviation Notice; and

WHEREAS, the Deviation Notice requested comments to be submitted at the Second Public Hearing; and

WHEREAS, the Second Public Hearing was kept open by the hearing officer for the submission of additional written public comments until the consideration of an approving resolution for the Project; and

WHEREAS, during the Initial Public Hearings, (A) approximately 42 public officials and members of the public spoke and provided their comments on the Project; and (B) more than 60 letters, petitions and/or signatures in support and in opposition were received by the Agency and made a part of the public record of such Initial Public Hearings; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York at 6 NYCRR Part 617 (the “Regulations”, and collectively with the SEQR Act, “SEQRA”), the Agency has been informed that (1) the City of Newburgh Planning Board (the “Planning Board”) declared itself to act as “lead agency” for a “coordinated review” of a “Type I Action” with respect to the Project on September 21, 2021, (2) the Planning Board exercised due diligence in identifying other “involved agencies” known at that time; and (3) the Planning Board issued a Determination of Significance through the issuance of a Negative Declaration issued on October 20, 2020 and affirmed on October 19, 2021 (the “Negative Declaration”) determining that the acquisition, reconstruction, renovation and installation of the Project Facility will not have any significant adverse environmental impacts; and

WHEREAS, the Agency determined by Resolution No. 2022-02-16-02 adopted by the members of the Agency on February 16, 2022 (the “SEQRA Resolution”) that (i) the Agency is an “involved agency” with respect to the Project, (ii) the Agency (1) concurred in the determination by the Planning Board, as “lead agency” with respect to the Project, to acknowledge receipt of a copy of the Negative Declaration and (2) determined that it had no information to suggest that the

Planning Board was incorrect in determining that the Project will not have a “significant effect on the environment” pursuant to SEQRA and (iii) that by reason of the foregoing, the Agency determined that no environmental impact statement need be prepared with respect to the Project; and

WHEREAS, by Resolution No. 2022-02-16-03 adopted by the members of the Agency on February 16, 2022 (the “Approving Resolution”), the Agency approved the Application for the requested with the requested Financial Assistance and deviation from the Policy and set forth the conditions and recapture events for the Project; and

WHEREAS, by Resolution No. 2022-10-17-03 (the “First Amending Resolution”) adopted by the members of the Agency on October 17, 2022, the Agency amended certain provisions of the Approving Resolution regarding the Financial Assistance and description of recapture events due to the changes in the Project financing and the timing of the acquisition of the Project Facility; and

WHEREAS, by Resolution No. 2024-06-17-01 (the “Second Amending Resolution”) adopted by the members of the Agency on June 17, 2024, the Agency further amended certain provisions of the Approving Resolution regarding the Financial Assistance and description of recapture events due to additional changes in the Project financing and the timing of the acquisition of the Project Facility; and

WHEREAS, on July 28, 2025, the Company submitted a second amended application (the “Second Amended Application”) which requested, among other things, an increase in Financial Assistance and certain changes to the description of recapture events due to additional changes in the Project financing; and

WHEREAS, pursuant to the authorization contained in the First Public Hearing Resolution and the Second Public Hearing Resolution, the Chair and the Executive Director of the Agency (A) caused notice of a public hearing of the Agency (the “Third Public Hearing”), pursuant to Section 859-a of the Act, to hear all persons interested in the Second Amended Application and increased Financial Assistance being contemplated by the Agency with respect to the Project, to be mailed or hand delivered on July 31, 2025 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the Third Public Hearing to be posted on August 5, 2025, on a public bulletin board located at the Newburgh City Hall located at 83 Broadway, City of Newburgh, Orange County, New York, (C) caused notice of the Third Public Hearing to be published on July 31, 2025, in the Mid-Hudson Times, a newspaper of general circulation available to the residents of the City of Newburgh, Orange County, New York, and (D) conducted the Third Public Hearing on August 11, 2025, at 11:00 o'clock a.m., local time at the Newburgh Activity Center, 401 Washington Street, Newburgh, New York; and

WHEREAS, to aid the Agency in determining whether the Project qualifies for the increased Financial Assistance contemplated by the Second Amended Application, the Agency has reviewed the following (collectively, the “Project Qualification Documents”): (A) the Second Amended Application; (B) the updated Cost Benefit Analysis dated August 7, 2025 and prepared

by the MRB Group at the request of the Agency; (C) the published Test of Reasonableness dated August 7, 2025 and prepared by the MRB Group at the request of the Agency and which was discussed with the public at the Third Public Hearing; (D) the transcripts of the Initial Public Hearings and the public comments made at the Third Public Hearing; and (E) copies of correspondence from governmental officials supporting the commercial/economic impacts of the Project (the “Local Support”); and

WHEREAS, the Agency has determined that the proposed amendments are consistent with (i) the Application, as amended, on file with the Agency, and (ii) the Approving Resolution, as amended by (1) the First Amending Resolution and (2) the Second Amending Resolution; and

WHEREAS, Section 874(4)(a) of the Act requires the Agency to adopt a uniform tax-exempt policy for the provision of Financial Assistance; and

WHEREAS, the Policy permits the Agency to adopt a resolution, for good cause shown, increasing the Financial Assistance, extending the period for completion of the Project Facility, and extending the period for exemption from sales and use tax; and

WHEREAS, the Agency now desires, pursuant to its UTEP and Section 874(4)(a) of the Act, to amend the Approving Resolution, as previously amended by (i) the First Amending Resolution and (ii) the Second Amending Resolution, as set forth herein.

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

Section 1. All of the findings and determinations of the Agency set forth in the SEQRA Resolution are hereby ratified and confirmed.

Section 2. All of the findings and determinations of the Agency set forth in the Approving Resolution, as amended by (i) the First Amending Resolution and (ii) the Second Amending Resolution, are hereby ratified and confirmed except as modified hereby.

Section 3. In accordance with the Application and the Cost Benefit Analysis, the projected total Financial Assistance provided to the Company for the Project as set forth in the Approving Resolution is hereby amended in its entirety as follows:

[SEE CHART FOLLOWING PAGE]

<u>ASSISTANCE</u>	<u>AMOUNT OF APPROVED (2022) FINANCIAL ASSISTANCE</u>	<u>AMOUNT OF REVISED FINANCIAL ASSISTANCE (2025)</u>
Payment in Lieu of Real Estate Taxes	\$4,510,525	No change
Mortgage Recording Tax Exemption	\$235,725	\$255,675
Sales and Compensating Use Tax Exemption	\$433,416	\$1,537,335
TOTAL APPROVED FINANCIAL ASSISTANCE	\$5,179,666	\$6,303,535

Section 2. Exhibit A of the Approving Resolution (Description of the Expected Public Benefits), as amended, is deleted and the attached Exhibit A is substituted in its place and stead.

Section 3. Exhibit B of the Approving Resolution (Description of Recapture Events), as amended, is deleted and the attached Exhibit B is substituted in its place and stead.

Section 4. This Resolution shall take effect immediately.

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

Michael Nepl	VOTING	YES
Alexandra Church	VOTING	YES
Vickiana DeMora	VOTING	YES
Sharonda Powell	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 August 11, 2025 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 11th day of August 2025.



Secretary

(SEAL)

EXHIBIT A

DESCRIPTION OF THE EXPECTED PUBLIC BENEFITS

In the discussions had between the Project Beneficiary (Grand Street Newburgh Property Co., LLC and FSH Newburgh Hotel, LLC), and the Agency with respect to the Project Beneficiary's request for Financial Assistance (including, without limitation, the Pilot Request) from the Agency with respect to the Project, the Project Beneficiary has represented to the Agency that the Project is expected to provide the following benefits to the Agency and/or to the residents of the City of Newburgh, Orange County, New York (the "Public Benefits"):

Description of Benefit		Applicable to Project (indicate Yes or No)		Expected Benefit
1.	Retention of existing jobs	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Zero (0) full time equivalent existing jobs at the Project Facility (vacant or abandoned land).
2.	Creation of new permanent jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Sixty-one (61) full time or part time private sector jobs at the Project Facility and up to twelve (12) indirect full time or part time private sector jobs at the Project Facility within six (6) months of completion of the Project.
3.	Estimated of tax exemptions	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Approximately (i) \$1,537,335 in sales tax exemption; (ii) \$4,510,525 in real estate tax exemption; and (iii) up to \$255,675 in mortgage recording tax exemption
4.	Creation of construction employment for local labor (i.e., labor resident in the area comprised of Hudson Valley Region as described in Agency Local Labor Policy)	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Average of eighty-one (81) direct and forty-one (41) indirect full time equivalent construction jobs at the Project Facility for local labor during an estimated construction period of twenty-six (26) months, commencing within twelve (12) months of the date of the last amendment to the Approving Resolution. The Company agrees that the Project will comply with the Agency's Local Labor Policy. In connection with Labor Policy, the Agency will contract with an independent consultant to review the Company's compliance with the Labor Policy and the Company will establish an

				escrow account with the Agency for the purposes of paying the costs and fees of such independent consultant.
5.	Private sector investment	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	\$45,964,801 invested at the Project Facility within thirty-six (36) months of the date of the date of the last amendment to the Approving Resolution for the Project.
6.	Creation of new revenues for local taxing jurisdictions	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	\$1,756,179 of new revenues for local taxing jurisdictions and special districts with respect to the Project Facility within two (2) years of the date of completion of Project operations by the Company/Project Beneficiary.
7.	Attract customers from outside the Economic Development Region	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Project is proximate to several tourism destinations; the Project Facility will allow visitors a place to stay in the City.
8.	Adaptive reuse of an existing deteriorating structure.	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Project rehabilitates three (3) historic structures which have each been vacant and deteriorating for decades.
9.	Regional wealth creation (majority of sales/customers from outside of the City)	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	The Project will primarily promote visitors from outside the City to spend time in the City.
10.	Alignment with local planning and development efforts	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	The City Planning Department has approved the Project.
11.	Promotes walkable community areas	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Project will encourage daily/multiple day visitors; Project intended to promote local use through restaurants, entertainment, and rooftop facility.
12.	Elimination or reduction in blight	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Current buildings are vacant and deteriorating.
13.	City official support	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	City Mayor and members of the City Counsel are supportive of the Project.
14.	Historic building designation	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	County historian has discussed historic nature of the three structures.
15.	Brownfield remediation	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Not applicable.

EXHIBIT B

DESCRIPTION OF THE RECAPTURE EVENTS

In connection with the Project and the granting of the Financial Assistance, the Agency and the Project Beneficiary/Company agree that the following shall constitute recapture events with respect to the Project and the granting of the Financial Assistance:

1.	Failure of the Project Beneficiary to document to the satisfaction of the Agency the construction, reconstruction, renovation, and/or installation of the Project Facility within 36 months of the date of the last amendment to the Approving Resolution for the Project.
2.	Failure of the Project Beneficiary to document to the satisfaction of the Agency the completion of the acquisition, construction, reconstruction, renovation, and/or installation of the Project Facility within 26 months of the commencement of construction.
3.	Failure by the Project Beneficiary to document to the satisfaction of the Agency the creation of at least 80% of the average full time equivalent local labor construction jobs at the Project Facility during the construction period described on Exhibit A .
4.	Failure by the Project Beneficiary to document to the satisfaction of the Agency the creation of at least 80% of the full time equivalent new jobs at the Project Facility listed on Exhibit A .
5.	Failure by the Project beneficiary to develop a program designed to focus job opportunities for residents from the City of Newburgh and Orange County.
6.	Failure by the Project Beneficiary to document to the satisfaction of the Agency that at least 80% of the private sector investment described on Exhibit A occurred with respect to the Project Facility within 4 years of the date of the last amendment to the Approving Resolution for the Project.
7.	Failure by the Project Beneficiary to document to the satisfaction of the Agency that at least 80% of the new revenues for local taxing jurisdictions and special districts described on Exhibit A attached hereto were created within 5 years of the date of completion of the Project by the Project Beneficiary.
8.	Failure by the Project Beneficiary to document to the satisfaction of the Agency that the Project has substantially complied with the requirements of the Agency SEQR Resolution.
9.	Liquidation of substantially all of the Project Beneficiary's (or its members or related party) operating assets at the Project Facility and/or cessation of substantially all of the Project Beneficiary's operations at the Project Facility during the initial 10 years after completion of the Project.
10.	Relocation of all or substantially all of Project Beneficiary's operations at the Project Facility to another site, or the sale, lease, or other disposition of all or substantially all of the Project Facility at any time.
11.	Failure by the Project Beneficiary to comply with the annual reporting requirements or to provide the Agency with requested information.
12.	Sublease or assignment of all or part of the Project Facility in violation of any Project Facility Agreement.

13.	A change in the use of the Project Facility, other than as described on Exhibit A and other directly and indirectly related uses, in violation of any Project Facility Agreement.
14.	Failure by the Project Beneficiary to use best efforts to establish an intern and training program with Orange County Community College or other workforce development or training program serving Newburgh residents for hospitality and food/beverage industry and jobs within 26 months of commencement of construction.