

COUNTY OF ROCKLAND INDUSTRIAL DEVELOPMENT AGENCY

AUTHORIZING RESOLUTION

Regarding the Authorization of a Straight Lease Transaction
Oak Tree Apartments Housing Project

WHEREAS, the County of Rockland Industrial Development Agency (the “Agency”) is authorized under the laws of the State of New York, and in particular under the provisions of the New York State Industrial Development Agency Act and the Agency’s enabling legislation, respectively constituting Article 18-A and Section 925-1 of the General Municipal Law (Chapter 24 of the Consolidated Laws of New York), as amended (the “Act”), to provide financial assistance (“Financial Assistance”) for purposes of promoting economic development within the County of Rockland; and

WHEREAS, Oak Tree Apartments, LLC (the “Company”) has submitted an Application for Financial Assistance dated September 6, 2023 (the “Application”) to the Agency for Financial Assistance with respect to the acquisition and development of land of approximately 13 acres located at 1-72 Oak Tree Lane, Garnerville in the Town of Haverstraw, County of Rockland, New York (the “Premises”) currently consisting of vacant residential style bungalows, and the construction thereon of a multi-family development consisting of 228 residential units with modern amenities (the “Project”); and

WHEREAS, the Application sets forth certain information with respect to the Project, including that Agency Financial Assistance is needed for the Company to move forward with the Project in Rockland County and New York State; and

WHEREAS, the Agency proposes to provide Financial Assistance to the Company in developing the Project by entering into a straight-lease transaction (as such term is defined in the Act); and

WHEREAS, in order to provide Financial Assistance to the Company for the Project, the Agency intends to enter a lease/leaseback arrangement with respect to the Premises, the improvements and the equipment, to enter into a payment in lieu of taxes agreement, and to issue a sales tax letter (the lease/leaseback arrangement, payment in lieu of taxes agreement and sales tax letter together being the “Project Documents”); and

WHEREAS, based on the Application, the Agency has made certain findings and determinations in its inducement resolution regarding the Project adopted on September 21, 2023, which by this reference are adopted and confirmed as though made on the date hereof; and

WHEREAS, on October 6, 2023, the Agency published in *The Journal News* a notice of a public hearing for the Project to be held on October 18, 2023, which public hearing was duly held on such date at the Town of Haverstraw Town Hall, 1 Rosman Road, Garnerville, NY 10923; and

WHEREAS, the Agency has reviewed the Application in accordance with its Uniform Project Evaluation Criteria; and

WHEREAS, the Agency has notified the affected taxing jurisdictions of the proposed project as required by the Act and the Uniform Tax Exemption Policy;

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

Section 1. The Agency has reviewed various environmental documents submitted by the Company with respect to the Project and determines that based on such documents and other supporting documentation the action of the Agency requested by the Company will not result in any significant adverse environmental impacts.

Section 2. The Agency hereby finds and determines that undertaking and providing Financial Assistance to the Company in connection with the Project (i) will promote a higher quality of housing in the Town of Haverstraw and will promote additional commerce in the neighborhood of the Project, and therefore satisfies the criteria of being a commercial project within the meaning of the Act, and is authorized by and will be in furtherance of the policy of the State as set forth in said Act, and (ii) will promote and maintain the commercial health, general prosperity and economic welfare of the citizens of the County of Rockland and the State of New York and improve their standard of living, as well as prevent economic deterioration.

Section 3. The Agency hereby approves Financial Assistance for the Project in the form of: (i) state and local sales tax exemptions in the amount of \$3,350,000 with respect to the \$40,000,000 cost of using or acquiring materials and equipment for the Project; (ii) payment in lieu of tax benefits in amounts to be determined by the respective taxing jurisdictions; and (iii) exemptions from mortgage recording tax with respect to an approximately \$53,000,000 mortgage securing the financing for the Project (to the extent permitted by applicable law). The Agency shall appoint the Company as the Agency's agent for purposes of acquiring and installing the Project.

Section 4. The substance and form of the Project Documents, substantially in the forms of the Agency's typical straight lease documents, payment in lieu of taxes agreements and sales tax agreements (such forms being the Agency's "Project Agreement") are hereby approved, with such changes as may be approved by an Authorized Representative of the Agency. Any Authorized Representative of the Agency is hereby authorized to execute, acknowledge and deliver the Project Documents in final form with such changes as may be approved by the executing party. The execution of any such agreement by the duly authorized executing party shall constitute conclusive evidence of any approval by this Section. The Secretary of the Agency is hereby authorized to affix the seal of the Agency on any of the foregoing agreements and attest the same.

Section 5. Any Authorized Representative of the Agency is hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for in connection with the execution of all Project Documents and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary, or in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of this resolution

and to cause compliance by the Agency with the terms, covenants and provisions of the Project Documents.

Section 6. The Chairman and the Executive Director of the Agency (as used in this resolution, the “Authorized Representatives”) are each hereby authorized and directed to execute and deliver all Project Documents with respect to property comprising the Project in such form as deemed reasonable or necessary.

Section 7. All covenants, stipulations, obligations and agreements of the Agency contained in this resolution and the Project Documents shall be deemed to be the covenants, stipulations, obligations and agreements of the Agency to the full extent authorized or permitted by law, and such covenants, stipulations, obligations and agreements shall be binding upon the Agency and its successors from time to time and upon any board or body to which any powers or duties, affecting such covenants, stipulations, obligations and agreements shall be transferred by or in accordance with law. Except as otherwise provided in this resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the Agency or the members thereof by the provisions of this resolution and the Project Documents shall be exercised or performed by the Agency or by such members, officers, board or body as may be required by law to exercise such powers and to perform such duties.

Section 8. No covenant, stipulation, obligation or agreement contained in this resolution or the Project Documents shall be deemed to be a covenant, stipulation, obligation or agreement of any member, officer, agent or employee of the Agency or the County of Rockland in his or her individual capacity and neither the members of the Agency nor any officer shall be subject to any personal liability or accountability by reason of the execution thereof.

Section 9. The law firm of Hawkins Delafield & Wood LLP is hereby appointed counsel to the Agency for this Straight Lease transaction.

Section 10. The Chairman of the Agency or his designee is hereby authorized and directed to deliver a certified copy of this resolution to the County Executive of the County of Rockland for review in accordance with the Act. This resolution shall take effect immediately upon approval by the County Executive of the County of Rockland as provided by the Act

ADOPTED: November 28, 2023

VOTE: Aye_____ Nay_____

CERTIFIED to be a true and correct copy of the resolution adopted on November 28, 2023 by the Members of the County of Rockland Industrial Development Agency.

By: _____
Name: Peggy Zugibe
Title: Secretary

STATUTORY APPROVAL

I, Edwin J. Day, the elected County Executive of the County of Rockland and serving a term as County Executive of the County of Rockland, hereby approve the foregoing resolution adopted by the County of Rockland Industrial Development Agency pursuant to and for all purposes of Chapter 925-1 of the New York General Municipal Law.

Date: _____, 2023

By: _____
Edwin J. Day
County Executive of the
County of Rockland