

3 Neptune Road, Suite A21, Poughkeepsie, NY 12601  
Tel. # - (845) 463-5400 / Fax # - (845) 463-0100

**NOTICE AND CONFIRMATION**  
**BOARD OF DIRECTORS REGULAR MEETING**

**Wednesday, June 14, 2023**  
8:15 AM

**DATE:** June 8, 2023

**TO:** Mark Doyle, Vice Chair  
Kathleen Bauer, Secretary/Treasurer  
Amy Bombardieri  
Jamie Piccone II  
Don Sagliano  
Al Torreggiani

**FROM:** Tim Dean, Chairman

---

A regular meeting of the Dutchess County Industrial Development Agency [DCIDA] has been scheduled for **Wednesday, June 14, 2023 at 8:15 AM** at 3 Neptune Road, Suite A21, Poughkeepsie, NY 12601.

**In compliance with NYS Senate Bill S88**, signed into law on August 27, 2019 and effective as of January 2020, this meeting will be recorded.

**PLEASE TAKE NOTICE** that the Dutchess County Industrial Development Agency (the "Agency") Board Meeting scheduled for June 14, 2023 can also be viewed electronically via conference call by the public. Members of the public may listen to the Board meeting by logging into the Zoom Platform at <https://us06web.zoom.us/j/87942462914> or calling 1-929-436-2866 Meeting ID: 879 4246 2914. The meeting will be recorded and will be posted to the Agency's website.

The purpose of the meeting is to consider the following:

1. Conflict of Interest Disclosures
2. Proof of Meeting Notice
3. Bills and Communications
4. Approval of Minutes  
May 23, 2023
5. Report of the Treasurer
  - A. Financial Report
6. Reports of Committees
7. Unfinished Business
8. New Business
  - A. Potential Reconsideration of a Preliminary Resolution for Tompkins Terrace Housing, L.P. (City of Beacon) to induce a Project providing for Sales and Use Tax Exemption for an approximately \$43,672,109 project for the rehabilitation, renovation, and improvement of the 193-unit affordable housing complex located at 194 Tompkins Terrace in Beacon, NY.

Information Copy		
William F.X. O'Neil, DC Executive A. Gregg Pulver, Chairman, DC Legislators Ronald Hicks, Dutchess County	Sarah Lee, Executive Director Jane Denbaum, CFO Donald Cappillino, Counsel Elizabeth Cappillino, Counsel	B. Hunter, WEOK/WPDH H. Gross, Mid-Hudson News

Dutchess County **DCida** Industrial Development Agency

3 Neptune Road, Suite A21, Poughkeepsie, NY 12601  
Tel. # - (845) 463-5400 / Fax # - (845) 463-0100

**BOARD OF DIRECTORS REGULAR MEETING**

**Wednesday, June 14, 2023**  
8:15 AM

**AGENDA**

1. Roll Call
2. Conflict of Interest Disclosures
3. Proof of Meeting Notice
4. Bills and Communications
5. Approval of Minutes  
May 23, 2023
6. Report of the Treasurer
  - A. Financial Report
7. Reports of Committees
8. Unfinished Business
9. New Business
  - A. Potential Reconsideration of a Preliminary Resolution for Tompkins Terrace Housing, L.P. (City of Beacon) to induce a Project providing for Sales and Use Tax Exemption for an approximately \$43,672,109 project for the rehabilitation, renovation, and improvement of the 193-unit affordable housing complex located at 194 Tompkins Terrace in Beacon, NY.
10. Adjournment

**In compliance with NYS Senate Bill S88**, signed into law on August 27, 2019 and effective as of January 2020, this meeting will be recorded.

**PLEASE TAKE NOTICE** that the Dutchess County Industrial Development Agency (the "Agency") Board Meeting scheduled for June 14, 2023 can also be viewed electronically via conference call by the public. Members of the public may listen to the Board meeting by logging into the Zoom Platform at <https://us06web.zoom.us/j/87942462914> or calling 1-929-436-2866 Meeting ID: 879 4246 2914. The meeting will be recorded and will be posted to the Agency's website.



Dutchess County **DCIDA** Industrial Development Agency

*3 Neptune Road, Poughkeepsie, NY 12601  
Tel. # - (845) 463-5400 / Fax # - (845) 463-0100*

**BOARD OF DIRECTORS SPECIAL MEETING**  
Tuesday, May 23, 2023

**Present:** Mark Doyle, Vice Chairman  
Kathleen Bauer, Secretary/Treasurer  
Amy Bombardieri  
Jamie Piccone II  
Don Sagliano  
Al Torreggiani

**Unable to Attend:** Tim Dean, Chairman

**Also Present:** Sarah Lee, Executive Director  
Jane Denbaum, CFO  
Jasmin Haylett, Office Administrator  
Amanda Gomes, Marketing & Dev. Manager  
Don Cappillino and Elizabeth Cappillino (Counsel)  
Ed Kellogg & Jonathan DalPos (Mirbeau of Beacon)  
Justin Glanda, Alexander Stekler, & Sam Adams (Tompkins Terrace)  
Doreen Tignanelli, Jim Beretta & Clark Gebman (Members from the public)  
Hank Gross, Media

---

On Tuesday, May 23, 2023, the Dutchess County Industrial Development Agency [DCIDA] Board of Directors special meeting was called to order by Vice Chairman Doyle at 8:05 AM. Present was Kathleen Bauer, Amy Bombardieri, Mark Doyle, Jamie Piccone II, Don Sagliano and Al Torreggiani. Unable to attend was Tim Dean. Quorum was established with (6) members in-person.

**CONFLICT OF INTEREST DISCLOSURES**

Vice Chairman Doyle asked board members if they had any potential conflicts with any items on the agenda. No potential conflict was noted.

**PROOF OF MEETING NOTICE**

The meeting notice was published on May 18, 2023.

**BILLS AND COMMUNICATIONS**

None

**APPROVAL OF MINUTES**

April 12, 2023

Vice Chairman Doyle asked for a motion to approve the April 12, 2023 regular meeting minutes of the Dutchess County Industrial Development Agency.

A motion was made by Ms. Bauer, duly seconded by Mr. Torreggiani to approve the DCIDA Board of Directors regular meeting minutes for April 12, 2023. Roll call vote was taken, all voted in favor, and the motion was carried.

**REPORT OF THE TREASURER**

None

**REPORTS OF COMMITTEES**

None

**UNFINISHED BUSINESS**

None

**NEW BUSINESS**

A. For Consideration and Approval of a Final Authorizing Resolution for Mirbeau of Beacon LLC (City of Beacon) to approve a Project providing for a Mortgage Tax Exemption, Sales Tax Exemption and a Payment in Lieu of Taxes for an approximately \$73,098,000 project for construction and re-development at 7 Craig House Lane to construct a new 85-room spa resort at the former Tioranda Estate in Beacon, NY.

Ms. Lee noted the following:

- This is the final authorizing approval for the project
- Mirbeau is proposing to invest about \$73 million to readapt and reuse the former Howland Estate also known as Craig House into an 85-room spa
- The public hearing was held on April 10<sup>th</sup> and the transcript and written comments were forwarded to the board
- At the preliminary meeting, Ed Kellogg and Jonathan DalPos gave a detailed presentation of the project
- Ed Kellogg is present to answer any further questions the board may have about this project

Questions, responses and comments ensued.

Vice Chairman Doyle asked for a motion to approve the Final Authorizing Resolution for Mirbeau of Beacon LLC.

A motion was made by Mr. Piccone, duly seconded by Mr. Torreggiani to approve the Final Authorizing Resolution for Mirbeau of Beacon LLC (City of Beacon) to approve a Project providing for a Mortgage Tax Exemption, Sales Tax Exemption and a Payment in Lieu of Taxes for an approximately \$73,098,000 project for construction and re-development at 7 Craig House Lane to construct a new 85-room spa resort at the former Tioranda Estate in Beacon, NY. Roll call vote was taken, all voted in favor, and the motion was carried.

- B. For Consideration and Approval of a Preliminary Resolution for Tompkins Terrace Housing, L.P. (City of Beacon) to induce a Project providing for Sales and Use Tax Exemption for an approximately \$43,672,109 project for the rehabilitation, renovation, and improvement of the 193-unit affordable housing complex located at 194 Tompkins Terrace in Beacon, NY.

Ms. Lee noted the following:

- Tompkins Terrace is a 193 unit rental income subsidized garden style housing development in the City of Beacon
- The property was originally built in 1973 and has been owned and operated by Related Management Companies since 2018
- Related Management hopes to go through the LDC for the tax-exempt bond and the mortgage tax exemption and go through the IDA for the sales tax exemptions to renovate of the property and to ensure the continuation of the property as a low to moderate income housing development
- The development is 50 years old and has only undergone minor renovations since 2008 under the previous owner
- The project will also have a pilot which has been separately negotiated directly with the City of Beacon
- The project has the support of the City of Beacon
- Originally, Tompkins Terrace planned to come through the IDA for the tax-exempt bond which required the Dutchess County IDA to request an approval for an increase in their bond allocation. The NYS ESD Regional Council approved the request on May 12<sup>th</sup>. Since then it was determined the request will be bifurcated with the bond issuance and mortgage tax exemption request going through the LDC and the sales tax exemption request through the DCIDA.

Mr. Cappillino noted that the following:

- This particular project came in as an IDA application
- Upon review with bond council, it became clear it was more advantageous for them to come through with the bond issuance via the LDC
- The LDC cannot exempt sales tax, but the IDA can
- This is a preliminary resolution to start the process
- The second part of it will be presented at the LDC meeting and the bond issuance would be part of that
- There is no property tax exemption through the IDA.

Discussion, questions, responses and comments ensued.

Mr. Cappillino noted the following corrections to the preliminary resolution:

- On page 2 of 6, paragraph (A), remove the two brackets around (aka 194 Tompkins Terrace) and also remove [INSERT DESCRIPTION OF BUILDINGS]

Vice Chairman Doyle asked for a motion to approve the Preliminary Resolution for Tompkins Terrace Housing along with the corrections noted above by Mr. Cappillino.

A motion was made by Mr. Sagliano, duly seconded by Ms. Bauer to approve the Preliminary Resolution for Tompkins Terrace Housing, L.P. (City of Beacon) to induce a Project providing for Sales and Use Tax Exemption for an approximately \$43,672,109 project for the rehabilitation,



## Dutchess County Industrial Development Agency

06/02/23

## Balance Sheet

Accrual Basis

As of May 31, 2023

	May 31, 23
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
1010 · Cash	
1152 · Money Market TD Bank	839,667.61
1155 · CD1- Salisbury	253,978.45
1156 · CD2 - Salisbury	1,565,790.45
<b>Total 1010 · Cash</b>	<b>2,659,436.51</b>
<b>Total Checking/Savings</b>	<b>2,659,436.51</b>
<b>Accounts Receivable</b>	
11000 · Accounts Receivable	8,861.00
<b>Total Accounts Receivable</b>	<b>8,861.00</b>
<b>Total Current Assets</b>	<b>2,668,297.51</b>
<b>Fixed Assets</b>	
1390 · Furniture & Equipment	
1680 · Furniture & Equipment	3,115.81
1710 · Accumulated Depreciation	-3,115.81
<b>Total 1390 · Furniture &amp; Equipment</b>	<b>0.00</b>
<b>Total Fixed Assets</b>	<b>0.00</b>
<b>Other Assets</b>	
1175 · Other Assets	
1310 · Prepaid Expense	2,856.47
<b>Total 1175 · Other Assets</b>	<b>2,856.47</b>
1600 · Escrow Deposits	
1601 · Cricket Valley Escrow Deposit	1,800,236.64
<b>Total 1600 · Escrow Deposits</b>	<b>1,800,236.64</b>
<b>Total Other Assets</b>	<b>1,803,093.11</b>
<b>TOTAL ASSETS</b>	<b>4,471,390.62</b>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
<b>Accounts Payable</b>	
20000 · *Accounts Payable	3,645.50
<b>Total Accounts Payable</b>	<b>3,645.50</b>
<b>Total Current Liabilities</b>	<b>3,645.50</b>
<b>Long Term Liabilities</b>	
2300 · Escrow Deposit Liability	
2301 · Cricket Valley Escrow Deposit	1,800,236.64
<b>Total 2300 · Escrow Deposit Liability</b>	<b>1,800,236.64</b>
<b>Total Long Term Liabilities</b>	<b>1,800,236.64</b>
<b>Total Liabilities</b>	<b>1,803,882.14</b>
<b>Equity</b>	
2490 · Fund Balance	
3200 · Fund Balance IDA	-25,000.00
<b>Total 2490 · Fund Balance</b>	<b>-25,000.00</b>

4:32 PM

Dutchess County Industrial Development Agency

06/02/23

Balance Sheet

Accrual Basis

As of May 31, 2023

---

	<u>May 31, 23</u>
30000 · Opening Balance Equity	1,447,427.47
32000 · Unrestricted Net Assets	1,082,672.75
Net Income	162,408.26
Total Equity	<u>2,667,508.48</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b><u>4,471,390.62</u></b>

## Dutchess County Industrial Development Agency Profit & Loss Budget vs. Actual January through May 2023

	Jan - May 23	Budget	\$ Over Budget	% of Budget
<b>Ordinary Income/Expense</b>				
<b>Income</b>				
4000 · Cash Revenues				
4020 · Administrative Fees	339,207.82	375,000.00	-35,792.18	90.5%
4030 · Application Fees	2,000.00	2,000.00	0.00	100.0%
4035 · Compliance Fees	22,043.00	18,000.00	4,043.00	122.5%
4040 · Fees - Other	6,500.00	44,000.00	-37,500.00	14.8%
4910 · Interest	28,231.82	8,000.00	20,231.82	352.9%
<b>Total 4000 · Cash Revenues</b>	<b>397,982.64</b>	<b>447,000.00</b>	<b>-49,017.36</b>	<b>89.0%</b>
<b>4150 · PILOT Payments</b>	<b>1,555,622.26</b>			
<b>Total Income</b>	<b>1,953,604.90</b>	<b>447,000.00</b>	<b>1,506,604.90</b>	<b>437.0%</b>
<b>Expense</b>				
6000 · Expenditures				
6240 · Audit	0.00	15,000.00	-15,000.00	0.0%
6260 · Dues, Publications, Subs	750.00	4,000.00	-3,250.00	18.8%
6280 · Insurance	4,424.17	4,300.00	124.17	102.9%
6350 · Misc	3,262.48	4,000.00	-737.52	81.6%
6500 · Professional Service Contracts	212,500.00	600,000.00	-387,500.00	35.4%
6510 · Professional Services	10,153.25	58,000.00	-47,846.75	17.5%
6520 · Rent	2,874.48	1,100.00	1,774.48	261.3%
6530 · Supplies	0.00	1,000.00	-1,000.00	0.0%
6550 · Travel & Meetings	1,610.00	2,500.00	-890.00	64.4%
<b>Total 6000 · Expenditures</b>	<b>235,574.38</b>	<b>689,900.00</b>	<b>-454,325.62</b>	<b>34.1%</b>
<b>6450 · PILOT Payment</b>	<b>1,555,622.26</b>			
<b>Total Expense</b>	<b>1,791,196.64</b>	<b>689,900.00</b>	<b>1,101,296.64</b>	<b>259.6%</b>
<b>Net Ordinary Income</b>	<b>162,408.26</b>	<b>-242,900.00</b>	<b>405,308.26</b>	<b>-66.9%</b>
<b>Net Income</b>	<b>162,408.26</b>	<b>-242,900.00</b>	<b>405,308.26</b>	<b>-66.9%</b>

**PRELIMINARY RESOLUTION  
(Tompkins Terrace Housing, L.P. 2023 Project)**

A regular meeting of the Dutchess County Industrial Development Agency was convened in public session on June 14, 2023 at 8:00 a.m., local time, at the office of the Dutchess County Industrial Development Agency, Three Neptune Road, Poughkeepsie, New York.

The meeting was called to order by the (Vice) Chairman, with the following members being:

PRESENT: Timothy Dean, Chairman  
Mark Doyle, Vice Chairman  
Kathleen M. Bauer, Secretary/Treasurer  
Alfred D. Torreggiani  
Donald R. Sagliano  
Ronald J. Piccone, II  
Amy L. Bombardieri

ABSENT:

ALSO PRESENT: Sarah Lee, Executive Director  
Jane Denbaum, Chief Financial Officer  
Donald Cappillino, Counsel  
Elizabeth A. Cappillino, Counsel

On motion duly made by [ ] and seconded by [ ], the following resolution (the “**Resolution**”) was placed before the members of the Dutchess County Industrial Development Agency:

**Resolution (i) Taking official action toward the issuance of financial assistance to Tompkins Terrace Housing, L.P. (Tompkins Terrace Housing, L.P. 2023 Project) in the form of potential exemption from sales and use taxes; and (ii) authorizing the execution and delivery of an agreement by and between the Agency and Tompkins Terrace Housing, L.P. with respect to such financial assistance.**

**WHEREAS**, by Title 1 of Article 18-A of the General Municipal Law of the State of New York as amended and Chapter 335 of the Laws of 1977 of the State of New York (collectively the “**Act**”), the Dutchess County Industrial Development Agency (the “**Agency**”) was created with the authority and power to provide financial assistance for the purpose of, among other things, acquiring, renovating and equipping certain facilities as authorized by the Act; and

**WHEREAS**, Tompkins Terrace Housing, L.P., a New York limited partnership having offices at 30 Hudson Yards, 72<sup>nd</sup> Floor, New York, New York 10001 (the “**Company**”), has submitted an application to the Agency requesting the Agency provide certain “financial assistance” (within the meaning of the Act) with respect to the Facility (hereinafter defined),

including potential exemptions from certain sales and use taxes (the “**Financial Assistance**”) for the following project (the “**Project**”) consisting of:

- (A) the acquisition of an approximately 16.2-acre parcel of land located at 1-193 Tompkins Terrace (aka 194 Tompkins Terrace) in the City of Beacon, Dutchess County, New York bearing Tax Grid ID No.130200-5955-19-588084-0000 (the “**Land**”, together with the existing 193-unit affordable housing complex located on the Land (the “**Existing Improvements**”));
- (B) the rehabilitation, renovation, refurbishment and upgrading of the Existing Improvements, including, but not limited to, (i) exterior improvements including replacement of all roofing, gutters, windows, siding, unit entry and patio doors, lighting, property signage and painting; (ii) interior improvements including replacement of all unit flooring, lighting and plumbing fixtures plus new appliances (including Energy Star refrigerators), toilets, exhaust fans, sinks, and kitchen/bathroom cabinets and countertops, as well as HVAC improvements; (iii) other ancillary improvements to the site including landscaping enhancements, drainage repairs, new entrance breezeways, a new playground, upkeep to parking areas, concrete flatwork repairs, and accessibility (ADA) upgrades to the site; (iv) installation of security cameras as needed and installation of in-unit WiFi throughout the site to provide free WiFi access to residents; and (v) related amenities and improvements (collectively, the “**Improvements**”);
- (C) the acquisition and installation in and around the Improvements of certain items of machinery, equipment, fixtures, furniture and other incidental tangible personal property (collectively, the “**Equipment**”, and together with the Land, the Existing Improvements and the Improvements, the “**Facility**”) to be owned by the Agency and leased to the Company to be used as part of the Facility; and

**WHEREAS**, the Project includes the following, as they relate to the acquisition, construction, improvement, reconstruction, repair, renovation, installation, furnishing, equipping, and completion of such Facility, whether or not any materials or supplies described below are incorporated into or become an integral part of such Facility: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with acquisition, construction, improvement, reconstruction, repair, and renovation of the Facility; and (ii) purchases, rentals, uses or consumption of supplies, materials and services of every kind and description used in connection with acquisition, construction, improvement, reconstruction, repair and renovation of the Facility and installation of the equipment; and

**WHEREAS**, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted by the Department of Environmental Conservation of the State of New York (the laws and regulations hereinafter collectively referred to as “**SEQRA**”), the Agency is required

to determine whether the Project may have a significant effect on the environment and therefore require the preparation of an Environmental Impact Statement; and

**WHEREAS**, to aid the Agency in determining whether the Project may have a significant impact on the environment, the Company has prepared and submitted to the Agency, along with the Application, a Short Environmental Assessment Form (the “EAF”) for the Project; and

**WHEREAS**, pursuant to the EAF and based on a review of the Application and representations by the Company, the Project constitutes a Type II action as said term is defined in SEQRA, and therefore no further action with respect to the Project is required under SEQRA; and

**WHEREAS**, the Agency has not yet held a hearing pursuant to §859-a of the Act (the “Hearing”); and

**WHEREAS**, although the resolution authorizing the Financial Assistance has not yet been presented for approval by the Agency, a Preliminary Agreement relative to the proposed Financial Assistance has been presented for approval by the Agency.

**NOW, THEREFORE, BE IT RESOLVED** by the Dutchess County Industrial Development Agency, as follows:

1. Based upon the representations made by the Company to the Agency, the Agency hereby finds and determines that for the Project:

- (a) the Project constitutes a “project” within the meaning of the Act;
- (b) The Financial Assistance will not result in the abandonment of a facility of the Company located elsewhere in the State of New York;
- (c) the Project constitutes a Type II action as said term is defined in SEQRA, and therefore no further action with respect to the Project is required under SEQRA.
- (d) The Financial Assistance will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of Dutchess County, New York, and improve their standard of living, and thereby serve the public purposes of the Act; and
- (e) It is desirable and in the public interest for the Agency to assist the Company by granting the Financial Assistance.

2. Subject to the conditions set forth in ¶3 of this Resolution, the Agency will:

- (a) acquire a leasehold interest in the Facility;

- (b) sublease the Facility to the Company pursuant to agreements by and between the Agency and the Company;

3. The provision of Financial Assistance herein, as contemplated by ¶2 of this Resolution, shall be subject to:

- (a) the execution and delivery by the Company of the Preliminary Agreement attached hereto as Exhibit “A” setting forth certain conditions for the provision of the Financial Assistance;
- (b) the holding of a Hearing pursuant to §859-a of the Act; and
- (c) the adoption of an authorizing resolution approving the Financial Assistance.

4. The form and substance of a proposed Preliminary Agreement (in substantially the form presented to this meeting) by and between the Agency and the Company setting forth the undertakings of the Agency and the Company with respect to the provision of Financial Assistance is hereby approved. The Executive Director of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Preliminary Agreement and the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency hereto and to attest to this meeting, with such changes in terms and conditions as the Executive Director shall constitute conclusive evidence of such approval.

5. Pursuant to §875(3) of the Act and under the Agency policy concerning Maintaining Performance Based Incentives (the “MPBI”), the Agency may recover, recapture or receive from the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, any sales and use tax exemption benefits taken or purported to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, is not entitled to the sales and use tax exemption benefits; (ii) the sales and use tax exemption benefits are in excess of the amounts authorized to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project; (iii) the sales and use tax exemption benefits are for property or services not authorized by the Agency as part of the Project; and/or (iv) the sales and use tax exemption benefits are taken in cases where the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project in the manner approved by the Agency in connection with the Project (collectively, items (i) through (iv) hereby defined as a “**Recapture Event**”). The MPBI Policy provides for the return of other incentives as set forth therein.

6. As a condition precedent of receiving sales and use tax exemption benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, must (i) if a Recapture Event determination is made by the

Agency, cooperate with the Agency in its efforts to recover or recapture any sales and use tax exemption benefits, and (ii) promptly pay over any such amounts to the Agency that the Agency demands, if and as so required to be paid over as determined by the Agency.

7. The law firm of Nixon Peabody LLP, Rochester, New York is hereby appointed Transaction Counsel to the Agency in relation to the provisions of Financial Assistance.

8. Counsel to the Agency and Transaction Counsel are hereby authorized to work with counsel to the Company and others to prepare for submission to the Agency all documents necessary to effect the authorization and provision of Financial Assistance. The Company shall be responsible for the fees of Agency, Agency's Counsel and Transaction Counsel in relation to this Project and the provision of Financial Assistance.

9. The Agency hereby approves and authorizes the following actions by the Chairman of the Agency, prior to the granting of any Financial Assistance with respect to the Project, after consultation with Agency Counsel: (i) to establish the time, date and place for a public hearing of the Agency to hear all persons interested in the Project and the proposed Financial Assistance being contemplated by the Agency with respect to the Project, said public hearing to be held in the City of Beacon, Dutchess County, New York; (ii) to cause notice of such public hearing to be given to the public by publishing a notice in accordance with the applicable provisions of the Act, as well as, at the same time, provide notice of the hearing to the chief executive officer of each affected tax jurisdiction; (iii) to conduct such public hearing or cause such hearing to be conducted by his designee; and (iv) to cause a stenographic transcript of said public hearing to be promptly prepared and cause copies of said report to be made available to the members of the Agency.

10. The Executive Director 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. The Agency hereby appoints each Member of the Agency, Agency Counsel and Transaction Counsel to serve as an Assistant Secretary of the Agency for purposes of this project.

11. This Resolution shall take effect immediately.

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

Timothy Dean, Chairman	VOTING
Mark Doyle, Vice Chairman	VOTING
Kathleen M. Bauer, Secretary/Treasurer	VOTING
Alfred D. Torreggiani	VOTING
Donald R. Sagliano	VOTING

Ronald J. Piccone, II

VOTING

Amy L. Bombardieri

VOTING

The Resolution was thereupon declared duly adopted.

Adopted: June 14, 2023

DRAFT

**PRELIMINARY AGREEMENT**  
**(Tompkins Terrace Housing, L.P. 2023 Project)**

**THIS PRELIMINARY AGREEMENT** (the “**Preliminary Agreement**”), made as of June 14, 2023 between the **DUTCHESS COUNTY INDUSTRIAL DEVELOPMENT AGENCY**, a public benefit corporation, organized and existing under the General Municipal Law of the State of New York, having offices at Three Neptune Road, Poughkeepsie, New York 12601 (the “**Agency**”), and **TOMPKINS TERRACE HOUSING, L.P.**, a New York limited partnership having offices at 30 Hudson Yards, 72<sup>nd</sup> Floor, New York, New York 10001 (the “**Company**”).

**WHEREAS**, by Title 1 of Article 18-A of the General Municipal Law of the State of New York as amended and Chapter 335 of the Laws of 1977 of the State of New York (collectively the “**Act**”), the Agency was created with the authority and power to provide financial assistance for the purpose of, among other things, acquiring, renovating and equipping certain facilities as authorized by the Act; and

**WHEREAS**, the Company has submitted an application to the Agency requesting the Agency provide certain “financial assistance” (within the meaning of the Act) with respect to the Facility (hereinafter defined), including potential exemptions from certain sales and use taxes (collectively, the “**Financial Assistance**”) for the following project (the “**Project**”) consisting of:

- (A) the acquisition of an approximately 16.2-acre parcel of land located at 1-193 Tompkins Terrace (aka 194 Tompkins Terrace) in the City of Beacon, Dutchess County, New York bearing Tax Grid ID No.130200-5955-19-588084-0000 (the “**Land**”, together with the existing 193-unit affordable housing complex located on the Land (the “**Existing Improvements**”));
- (B) the rehabilitation, renovation, refurbishment and upgrading of the Existing Improvements, including, but not limited to, (i) exterior improvements including replacement of all roofing, gutters, windows, siding, unit entry and patio doors, lighting, property signage and painting; (ii) interior improvements including replacement of all unit flooring, lighting and plumbing fixtures plus new appliances (including Energy Star refrigerators), toilets, exhaust fans, sinks, and kitchen/bathroom cabinets and countertops, as well as HVAC improvements; (iii) other ancillary improvements to the site including landscaping enhancements, drainage repairs, new entrance breezeways, a new playground, upkeep to parking areas, concrete flatwork repairs, and accessibility (ADA) upgrades to the site; (iv) installation of security cameras as needed and installation of in-unit WiFi throughout the site to provide free WiFi access to residents; and (v) related amenities and improvements (collectively, the “**Improvements**”);
- (C) the acquisition and installation in and around the Improvements of certain items of machinery, equipment, fixtures, furniture and other incidental tangible personal property (collectively, the “**Equipment**”, and together

with the Land, the Existing Improvements and the Improvements, the "Facility") to be owned by the Agency and leased to the Company to be used as part of the Facility; and

**WHEREAS**, the Project includes the following, as they relate to the acquisition, construction, improvement, reconstruction, repair, renovation, installation, furnishing, equipping, and completion of such Facility, whether or not any materials or supplies described below are incorporated into or become an integral part of such Facility: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with acquisition, construction, improvement, reconstruction, repair, and renovation of the Facility; and (ii) purchases, rentals, uses or consumption of supplies, materials and services of every kind and description used in connection with acquisition, construction, improvement, reconstruction, repair and renovation of the Facility and installation of the equipment; and

**WHEREAS**, the Agency has determined that the financing of the Project will promote and further the purposes of the Act; and

**WHEREAS**, on June 14, 2023, the Agency adopted a Preliminary Resolution (the "**Preliminary Resolution**") accepting the Project and authorizing the execution of this Preliminary Agreement.

**NOW, THEREFORE**, in consideration of the mutual covenants contained herein, the Agency and the Company agree as follows:

1. Undertakings of the Agency. Based upon the statements, representations, and undertakings of the Company and subject to the conditions set forth herein and in the Preliminary Resolution, the Agency agrees as follows:

(a) The Agency shall adopt, or cause to be adopted, such proceedings and authorize the execution of such documents as may be necessary or advisable for (i) construction, installation, furnishing and equipping of the Facility and the financing of such costs; and (ii) the subleasing of the Facility to the Company and leasing the equipment to the Company, all as shall be authorized by law and be mutually satisfactory to the Agency and the Company.

(b) The Agency shall acquire a leasehold interest in the Facility and enter into an agreement to sublease the Facility to the Company (the "**Lease Agreement**"). The Lease Agreement shall contain all provisions required by law and such other provisions as shall be mutually acceptable to the Agency and the Company.

(c) The Agency shall take or cause to be taken such other acts and adopt such further proceedings as may be required to implement the aforesaid undertakings or as it may deem appropriate in pursuance thereof.

2. Representations of the Company. The Company hereby represents to the Agency that:

(a) The Facility is located in Dutchess County, New York;

(b) The proposed financing of the Project will enhance the ability of the Company to fill an unmet need and serve its local population by providing rehabilitated, modernized, upgraded affordable workforce housing units thereby contributing to increased employment opportunities in Dutchess County, New York lessen the burdens of government and contribute to the public interest; and

(c) The Project will comply with all applicable federal, state, and local laws, ordinance, rules, and regulations and the Company shall obtain all necessary approvals and permits required thereunder.

3. Undertakings of the Company. Based upon the statements, representations, and undertakings of the Agency and subject to the conditions set forth herein and in the Preliminary Resolution, the Company agrees as follows:

(a) The Company shall use all reasonable efforts necessary or desirable to enter into a contract or contracts for the acquisition of the Facility (to the extent not heretofore acquired) and on the terms and conditions set forth in the Lease Agreement, transfer to the Agency, or cause to be transferred to the Agency, title to or a leasehold interest in, the Facility.

(b) (i) To the extent the Agency is not defended and indemnified under a policy of insurance maintained by the Company, and subject to any subrogation waivers contained in the Lease Agreement, the Company shall defend and indemnify the Agency and hold the Agency harmless from all losses, expenses, claims, damages and liabilities arising out of or based on: (1) labor, services, materials and supplies, including equipment, ordered or used in connection with the acquisition of the Facility and installation of equipment in the Facility (including any expense incurred by the Agency in defending any claims, suits or actions which may arise as a result of any of the foregoing) except that the Company shall not be required to indemnify the Agency for the willful or grossly negligent conduct of the Agency, its employees, agents, or representatives; or (2) any untrue statement or alleged untrue statement of a material fact necessary in order to make the statements herein, in the light of the circumstances under which they were made, not misleading.

(ii) The Company shall not permit to stand, and shall at its own expense take all steps reasonably necessary to remove, any mechanic's or other liens against the Facility for labor for the construction, renovation, installation, furnishing and equipping of the Facility.

(iii) To the extent the Agency is not defended and indemnified under a policy of insurance maintained by the Company, and subject to any subrogation waivers contained in the Lease Agreement, the Company shall indemnify and hold the Agency harmless from all claims and liabilities for loss or damage to property or any injury to or death of any person that may be occasioned subsequent to the date hereof by any cause whatsoever in relation to the Project, including any expenses incurred by the Agency in defending any claims, suits or actions which may arise as a result of the foregoing, except that the Company shall not be required to indemnify

the Agency for the willful or grossly negligent conduct of the Agency, its employees, agents, or representatives.

(c) The Company shall take such further action and adopt such further proceedings as may be required to implement its aforesaid undertakings or as it may deem appropriate in pursuance thereof.

4. General Provisions.

(a) This Preliminary Agreement shall take effect on the date of execution hereof until the Lease Agreement becomes effective. It is the intent of the Agency and the Company that this Preliminary Agreement be superseded in its entirety by the Lease Agreement.

(b) It is understood and agreed by the Agency and the Company that the execution of the Lease Agreement and related documents are subject to: (i) obtaining all necessary governmental approvals; and (ii) approval of the members of the Agency.

(c) The Company agrees that they will reimburse the Agency for all reasonable and necessary direct out-of-pocket expenses which the Agency may incur as a consequence of executing this Preliminary Agreement or performing its obligations hereunder, including but not limited to, the cost of causing a notice of any public hearing held with respect to the Project to be published, the cost of making and transcribing records of said hearings and the reasonable fees and expenses charged and incurred by Agency Counsel and Transaction Counsel in connection with their representation of the Agency in this matter and their preparation of any documents pertaining to the provisions of Financial Assistance.

(d) All commitments of the Agency under ¶1 hereof and of the Company under ¶¶2 and 3 hereof (excepting the obligations of the Company set forth in subparagraphs 3(b) and 4(c) hereof, which shall survive the termination of this Preliminary Agreement) are subject to the condition that the Lease Agreement shall have been executed no later than fifteen (15) months from the date hereof (or such other date as shall be mutually satisfactory to the Agency and the Company).

**[Remainder of Page Intentionally Left Blank. Signature Page Follows].**

**IN WITNESS WHEREOF**, the parties hereto have entered into this Preliminary Agreement as of the 14th day of June, 2023.

DUTCHESS COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY

By: \_\_\_\_\_  
Sarah Lee, Executive Director

TOMPKINS TERRACE HOUSING, L.P.

By: \_\_\_\_\_  
[Name, Title]

DRAFT

# Dutchess County Industrial Development Agency

## MRB Cost Benefit Calculator



Date: May 11, 2023  
 Project Title: 13022301  
 Project Location: City of Beacon

### Economic Impacts

Summary of Economic Impacts over the Life of the PILOT

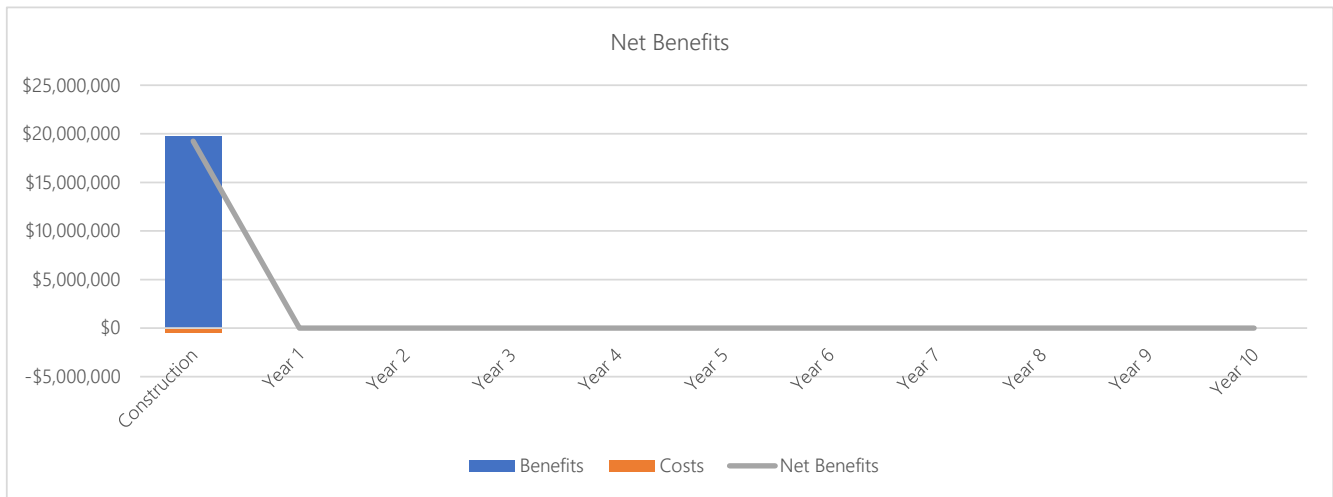
**Project Total Investment**

\$43,672,109

Temporary (Construction)			
	Direct	Indirect	Total
Jobs	156	71	227
Earnings	\$14,448,018	\$4,184,777	\$18,632,795
Local Spend	\$34,937,687	\$13,437,586	\$48,375,273

Ongoing (Operations)			
Aggregate over life of the PILOT			
	Direct	Indirect	Total
Jobs	0	0	0
Earnings	\$1,188,450	\$633,625	\$1,822,075

Figure 1



Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.

Figure 2

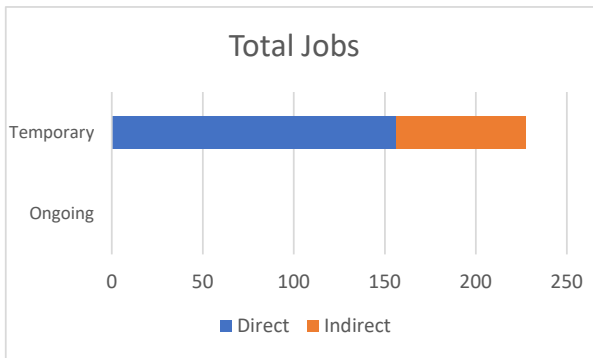
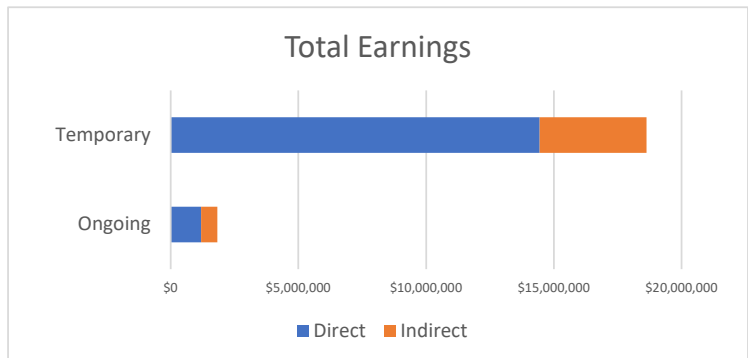


Figure 3



# Fiscal Impacts



Cost-Benefit Analysis Tool powered by MRB Group

## Estimated Costs of Exemptions

	Nominal Value	Discounted Value*
Property Tax Exemption	\$0	\$0
Sales Tax Exemption	\$471,671	\$471,671
Local Sales Tax Exemption	\$220,113	\$220,113
State Sales Tax Exemption	\$251,558	\$251,558
Mortgage Recording Tax Exemption	\$0	\$0
Local Mortgage Recording Tax Exemption	\$0	\$0
State Mortgage Recording Tax Exemption	\$0	\$0
<b>Total Costs</b>	<b>\$471,671</b>	<b>\$471,671</b>

## State and Local Benefits

	Nominal Value	Discounted Value*
<b>Local Benefits</b>	<b>\$20,582,096</b>	<b>\$20,517,075</b>
<b>To Private Individuals</b>	<b>\$20,454,870</b>	<b>\$20,390,356</b>
Temporary Payroll	\$18,632,795	\$18,632,795
Ongoing Payroll	\$1,822,075	\$1,757,561
Other Payments to Private Individuals	\$0	\$0
<b>To the Public</b>	<b>\$127,227</b>	<b>\$126,719</b>
Increase in Property Tax Revenue	\$0	\$0
Temporary Jobs - Sales Tax Revenue	\$114,126	\$114,126
Ongoing Jobs - Sales Tax Revenue	\$13,101	\$12,594
Other Local Municipal Revenue	\$0	\$0
<b>State Benefits</b>	<b>\$1,065,871</b>	<b>\$1,062,388</b>
<b>To the Public</b>	<b>\$1,065,871</b>	<b>\$1,062,388</b>
Temporary Income Tax Revenue	\$838,476	\$838,476
Ongoing Income Tax Revenue	\$81,993	\$79,090
Temporary Jobs - Sales Tax Revenue	\$130,430	\$130,430
Ongoing Jobs - Sales Tax Revenue	\$14,972	\$14,393
<b>Total Benefits to State &amp; Region</b>	<b>\$21,647,967</b>	<b>\$21,579,464</b>

## Benefit to Cost Ratio

	Benefit*	Cost*	Ratio
Local	\$20,517,075	\$220,113	93:1
State	\$1,062,388	\$251,558	4:1
<b>Grand Total</b>	<b>\$21,579,464</b>	<b>\$471,671</b>	<b>46:1</b>

\*Discounted at 2%

### Additional Comments from IDA

The project also has other community benefits such as ensuring an existing affordable income restricted housing development remains operational for an additional 40 years.

Does the IDA believe that the project can be accomplished in a timely fashion? Yes



## Evaluation of Projects Requesting IDA Benefits

**Project:** Tompkins Terrace #13022301 **Location:** City of Beacon

**Type of Business:** Housing – Affordable income-restricted

### Agency Request

Sales Tax  Mortgage Tax Exemption  PILOT

### Company Description:

Related Affordable is a subsidiary of Related Companies. Related Affordable’s primary focus is on preserving America’s affordable housing stock by acquiring and/or redeveloping affordable assets which are often financially distressed or at risk of losing their affordability.

### Project Description:

Tompkins Terrace is a 193-unit rental-subsidized garden style housing development in Beacon. The property was originally built in 1973 and has been owned and operated by Related Management Company since 2018. Related Affordable hopes to redevelop the property through the use of IDA sales tax-exemptions and LDC bonds, LDC mortgage tax exemptions and Low-Income Tax Housing Tax Credits in order to ensure the continuation of a low to moderate income housing development for residents of Dutchess County.

The Development is 50 years old and has only undergone a minor renovation in 2008 under the previous owner. Related Affordable plans to modernize and upgrade all the units without displacing any of the residents.

The proposed project will entail the repairs to the building exteriors including new roofing, siding, gutters, windows and doors and improved lighting with a particular focus on the livability and quality of life for the residents. All units will be upgraded with modern appliances, new HVAC system, new kitchens and baths. Shared spaces will include landscaping repairs and improvements, a new playground and new security cameras as needed.

In addition, Related Affordable will make investments to provide free in-unit Wi-Fi throughout the property available to all residents and guests of Tompkins Terrace.

### Project Timeline:

Proposed date for commencement of acquisition or construction: Summer 2023

The actual or expected dates of:

Construction completion: Q1 2025

Occupancy: Current

**Total Cost of Project:**

Amount Private Investment

Total Project Cost \$ 45,270,313 Private Investment: \$ 45,270,313

Amount of other public financial assistance, grants and source \$ 0

Construction Costs: \$ 14,642,259 Equipment: \$ included in construction costs

**Company Incentives:**

Amount of Sales tax benefits:	\$471,671
Amount of Mortgage Recording Tax:	\$0
Estimated real property tax exemption with PILOT	\$0

**Estimated amount of benefit to State & Region\*:**

Anticipated Property Tax revenue:	\$N/A
Anticipated Sales Tax revenue	\$127,227
Benefit to Cost Ratio	8:1

*\*figures based on MRB algorithms***Estimated Property Value Increase**

Current Assessed Value	Current Property Tax (2022)	Estimated New Assessed Value <sup>1</sup>	Net Increase	Est. Year 1 PILOT Payment
\$9,700,000	\$283,619	unknown	unknown	\$310,000

1. Once fully constructed

**Employment Impact****Committed total FTE jobs:** 5

Number of existing FTE jobs to be retained 5

Total Number of new FTE Jobs to be created 0 over 2 years.

Annualized Average Salary Range of FTE jobs \$ 54,000

Estimated Hourly Wage Average: \$29/hr

Total Number of Construction Jobs to be created 35

Jobs created in the Hospitality Industry is estimated to have the following spillover impact.

Impact Type	Temporary (Construction) Employment	Permanent (Operations) Impact
Initial	40	5
Direct	5	2
Indirect	2	1
Induced	9	1
Total Effect	56	9

*Lightcast Impact Scenario Report 5/11/2023*

**Community Benefits:**

- *Revitalization:* The development is 50 years old and has only undergone minor renovations in 2008. The project will ensure the development remains an affordable housing development with modern and current safety features for at least another 40 years.
- *Investment:* The project has an estimated project cost of approximately \$44 million.
- *Community Commitment:* The project is committing to retaining the low to moderate income restricted housing development without the displacement of current residents.
- Use of Local Contractor(s) and Labor: Yes  No

**Project is consistent with Agency’s Mission:** Yes, the project will promote economic development resulting in construction jobs and permanent employment.

**The Project has municipal support:**

Municipal Support  PILOT  N/A

**CEO Comments of Importance**

The project would preserve a critical housing asset for Dutchess County, especially in the City of Beacon where affordability is outpacing the rest of Dutchess County.

The Applicant has stated that without the IDA’s assistance the project will not be able to move forward.

Related Affordable has negotiated a 40-year extension of the PILOT currently on the property originally established under the Mitchel Lama program. Therefore, an IDA PILOT is not part of this request.

**Board Member QUESTIONS /COMMENTS**

---



---



---



---



---



---

Completed by Board Member \_\_\_\_\_ Date \_\_\_\_\_ 202\_\_  
Print name \_\_\_\_\_

**Mission Statement:**

The Dutchess County Industrial Development Agency [DCIDA] was created to further economic development in Dutchess County by providing financial assistance to private entities through tax incentives including the issuance of bonds to facilitate the building of capital projects with the resultant construction jobs and permanent follow on employment.