

City of Poughkeepsie Industrial Development Agency

P.O. Box 4971

Poughkeepsie, New York 12601

MEETING AGENDA, 2022

April 26, 2022

- Chairperson call meeting to order
- Roll call by Secretary
- Approval of Agenda
- Public Comment
- Resolution: Authorizing an Additional Mortgage Tax Exemption
in Connection with 160 Union Holdings LLC
- Adjourn Meeting

Date: April 26, 2022

At a special meeting of the City of Poughkeepsie Industrial Development Agency (the "Agency") duly convened by the Chairperson of the Agency and held on Wednesday, April 26, 2022, at 7:00 p.m. at Common Council Chambers, Poughkeepsie City Hall, 62 Civic Center Plaza, 3rd Floor, Poughkeepsie, New York 12601, the following members of the Agency were:

Present:

Absent:

After the meeting had been duly called to order, the Chairperson announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to the 160 Union Holdings LLC Facility Project of the Agency.

The following resolution was duly moved and seconded, discussed and adopted with the following members voting:

Voting Aye

Voting Nay

RESOLUTION OF THE CITY OF POUGHKEEPSIE INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") AUTHORIZING AN ADDITIONAL MORTGAGE TAX EXEMPTION IN CONNECTION WITH THE 160 UNION HOLDINGS LLC FACILITY PROJECT OF THE AGENCY, AUTHORIZING CERTAIN OFFICERS OF THE AGENCY TO HAVE PREPARED, EXECUTE AND DELIVER AN AMENDMENT THE LEASE AND PROJECT AGREEMENT DATED AS OF NOVEMBER 1, 2020 BETWEEN THE AGENCY AND 160 UNION HOLDINGS LLC; AND MAKING CERTAIN OTHER FINDINGS AND DETERMINATIONS IN RELATION THERETO

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 304 of the Laws of 1974 of the State of New York, as amended (collectively, the "Act"), the City of Poughkeepsie Industrial Development Agency (the "Agency") was created with the authority and power, among other things, to promote, develop, encourage and assist in the acquisition, construction, improvement, maintenance, equipping and furnishing of certain industrial, manufacturing, warehousing, commercial, research, civic and recreation facilities as authorized by the Act in order to promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of the City of Poughkeepsie, New York and of the State of New York and to improve their standard of living; and

WHEREAS, the Agency entered into a Lease and Project Agreement dated as of November 1, 2020 (the "Project Agreement") with 160 Union Holdings, LLC (the "Company") relating to a project described therein (the "Project"); and

WHEREAS, Section 7 of the Project Agreement authorized exemptions from mortgage recording taxes to the extent permitted by applicable law in connection with the acquisition, financing, construction financing and/or permanent financing, or any subsequent refinancing, of the costs of the acquisition, renovation, construction, reconstruction, refurbishing and equipping of the Project and Section 10 of the Project Agreement authorized the Chair or the Vice Chair of the Agency, on behalf of the Agency, to execute, deliver and record any mortgage in an aggregate principal amount of up to \$8,640,000.00; and

WHEREAS, the Company provided a note and mortgage in the principal amount of \$7,200,000.00 (the "Original Note") dated November 6, 2022, to CPC Funding SPE 1 LLC, (the "Original Note and Mortgage") and such Original Note and Mortgage has an outstanding principal balance of \$6,956,968.15 (the "Outstanding Mortgage Amount"); and

WHEREAS, the Company will be refinancing the Original Note and Mortgage and will be providing a consolidated promissory note and consolidated mortgage to The Bank of Greene County in the aggregate amount of \$9,000,000.00 (the "New Mortgage Amount"); and

WHEREAS, in order to continue to make the Project financially feasible for the Company to redevelop this parcel of land in the City of Poughkeepsie, the Agency is desirous of authorizing an additional exemption from mortgage recording taxes to the extent permitted by applicable law, in an amount not to exceed the difference between the Outstanding Mortgage Amount and the New Mortgage Amount; and

WHEREAS, pursuant to Section 859-a of the General Municipal Law, as the provision of such additional mortgage tax exemption benefit will not exceed \$100,000, there is no requirement for the on Agency to conduct a public hearing with respect to such additional mortgage tax exemption benefit,

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

- Section 1. The Agency finds and determines that in order to continue to make the Project financially feasible for the Company to redevelop this parcel of land in the City of Poughkeepsie, an additional exemption from mortgage recording taxes, to the extent permitted by applicable law, in an amount not to exceed the difference between the Outstanding Mortgage Amount and the New Mortgage Amount is warranted and necessary.
- Section 2. The Chair or Vice-Chair of the Agency (each an authorized officer) of the Agency are hereby authorized to have prepared, execute and deliver the Amendment to Project Agreement, with such provisions and conditions not inconsistent with the provisions hereof.
- Section 3. The Chair or the Vice Chair of the Agency, on behalf of the Agency, are authorized to execute, deliver an record an additional mortgage and any related refinancing documents and to provide any affidavit as to taxation for project mortgage in an amount not to exceed the difference between the Outstanding Mortgage Amount and the New Mortgage Amount.
- Section 4. Section 10 of the Project Agreement is hereby amended to read as follows:

Section 10. The Chair or the Vice Chair of the Agency are hereby further authorized, on behalf of the Agency, to execute, deliver and record any mortgage or mortgages in an aggregate principal amount of up to **\$8,640,000.00**, plus any additional mortgage amounts as may be authorized by the Agency, and any assignment of leases and rents, security agreement, UCC-1 Financing Statements and all documents reasonably contemplated by these resolutions or required by any lender identified by the Company (the "Lender") to undertake the Project and/or finance or re-finance acquisition and Project costs, equipment and other personal property and related transactional costs (the "Lender Documents"; and, together with the Agency Documents, the "Project Documents") and, where appropriate, the Secretary of the Agency is hereby authorized to affix the seal of the Agency to the Project Documents and to attest the same, all with such changes, variations, omissions and insertions as the Chair of the Agency shall approve, the execution thereof by the Chair of the Agency to constitute conclusive evidence of such approval; provided, in all events, recourse against the Agency is limited to the Agency's interest in the Facility.

- Section 5. The Chair Person and Vice-Chair of the Agency each are authorized to execute and deliver documentation reasonable or necessary to make effective the Amendment to Project Agreement authorized by this resolution.

- Section 6. The effectiveness of this resolution is conditioned upon the Company agreeing to pay reasonable fees and expenses of the Agency, including counsel to the Agency, in connection with the matter addressed by the Amendment to Project Agreement.
- Section 7. Subject to the condition set forth in Section 6, this resolution shall take effect immediately.

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

I, the undersigned, Secretary of the City of Poughkeepsie Industrial Development Agency,
DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the City of Poughkeepsie Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on April 26, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with the New York Open Meetings Law, constituting Chapter 511 of the Laws of 1976 of the State of New York, that all members of said Agency had due notice of said meeting and that the meeting was in all respects duly held.

I FURTHER CERTIFY, that 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 resolutions are in full force and effect and have not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency
this _____ day of April, 2022.

By: _____
Vincent Pedi
Secretary