

**MINUTES OF THE
VILLAGE OF PORT CHESTER
INDUSTRIAL DEVELOPMENT AGENCY**

HELD: July 14, 2021

TIME AND PLACE: 6:30 P.M at Village Hall and by WebEx Virtual conferencing

A meeting of the Village of Port Chester Industrial Development Agency was convened on Wednesday July 14, 2021 at 6:30 p.m. in the Village Hall 1st Floor Conference Room, 222 Grace Church Street, Port Chester, NY and via WebEx Virtual Conferencing.

ROLL CALL

The PCIDA meeting was called to order at 6:30 p.m. by Chairman Frank Ferrara. On the motion of Board member Richard Cuddy, which was seconded by Board member John Hiensch, the meeting was called to order with the following additional Board members being present: Daniel Brakewood, Michael Brescio, Richard O’Connell, and James Taylor.

Also in attendance was Administrative Director Christopher Steers, Board Counsel Justin Miller (via WebEx), Treasurer Anthony Siligato, Acting Planning Director Curt Lavalla and Acting Board Secretary Constance Phillips.

Roll Call

<u>MEMBER</u>	<u>MOTION</u>	<u>SECOND</u>	<u>YES</u>	<u>NO</u>	<u>ABSTAIN</u>
<u>BRAKEWOOD</u>			<u>x</u>		
<u>BRESCIO</u>			<u>x</u>		
<u>CUDDY</u>	<u>x</u>		<u>x</u>		
<u>FERRARA</u>			<u>x</u>		
<u>HIENSCH</u>		<u>x</u>	<u>x</u>		
<u>O’CONNELL</u>			<u>x</u>		
<u>TAYLOR</u>			<u>x</u>		

CHAIRMAN'S REMARKS

Remembering Dennis Pilla

Prior to starting the official business of the evening, Chairman Ferrara asked that a moment of silence be observed for former Port Chester Mayor and IDA Board member Dennis Pilla. He offered his personal remembrances of Mr. Pilla as both a private citizen and public servant.

Return of in person Meetings

Tonight's meeting marks the return of in person meetings and Chairman Ferrara wanted to clarify for Board members how they may attend and participate in meetings. Remote participation is no longer allowed with the expiration of the Governor's emergency regulations. There must be a quorum of Board members physically at the meeting. Board members may participate remotely provided they are properly noticed. Otherwise, they cannot vote.

FOIL Request and Response

A FOIL Request was received from a resident of Port Chester that wanted a list of benefits granted by the PCIDA since 2018. This individual was dissatisfied with the response that pointed them in the direction of pertinent documents posted on the IDA website and responded with an e-mail that she asked be read into the record.

Essentially, this individual feels the PCIDA does not do enough to explain how it functions to the public. Chairman Ferrara told the Board that he has invited this person to meet with him and Board Secretary Constance Phillips to hear her thoughts on how the Agency can improve communicating its mission and its procedures to the public.

OLD BUSINESS

16-18 North Main Street

Represented by Peter Carriero Owner and Aldo Vitagliano Esq. for the Modification of Scope of Work. The matter was discussed at the June meeting and a resolution has been prepared for the Board.

Essentially the project has received Village approvals for changes they have sought for the project to make it more financially viable in light behavior changes brought on by the pandemic. The restaurant space will now be smaller, with a portion of the mezzanine made into a 7th apartment.

On the motion of Board member Richard Cuddy, which was seconded by Board member Richard O’Connell, the resolution to modify the scope of work for the project at 16-18 North Main Street was approved.

Roll Call

<u>MEMBER</u>	<u>MOTION</u>	<u>SECOND</u>	<u>YES</u>	<u>NO</u>	<u>ABSTAIN</u>
<u>BRAKEWOOD</u>			<u>x</u>		
<u>BRESCIO</u>			<u>x</u>		
<u>CUDDY</u>	<u>x</u>		<u>x</u>		
<u>FERRARA</u>			<u>x</u>		
<u>HIENSCH</u>			<u>x</u>		
<u>O’CONNELL</u>		<u>x</u>	<u>x</u>		
<u>TAYLOR</u>			<u>x</u>		

AUTHORIZING RESOLUTION
(1618 North Main, LLC Project)

A regular meeting of the Village of Port Chester Industrial Development Agency was convened on Wednesday, July 14, 2021 at 6:30 p.m. at 222 Grace Church Street, Port Chester, New York 10573.

The PCIDA meeting was called to order at 6:30 p.m. by Chairman Frank Ferrara. On the motion of Board member Richard Cuddy, which was seconded by Board member John Hiensch, the meeting was called to order with the following additional Board members being present: Daniel Brakewood, Michael Brescio, Richard O’Connell, and James Taylor.

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Administrative Director Christopher Steers Board Counsel Justin Miller (via WebEx), Treasurer Anthony Siligato, Acting Planning Director Curt Lavalla and Acting Board Secretary Constance Phillips.

The following resolution was duly offered and seconded, to wit:

Resolution No. 07/2021 - __

RESOLUTION OF THE VILLAGE OF PORT CHESTER INDUSTRIAL DEVELOPMENT AGENCY (THE “AGENCY”)
 (i) APPROVING THE MODIFICATION OF THE SCOPE OF A CERTAIN PROJECT (AS MORE FULLY DESCRIBED

BELOW) PREVIOUSLY UNDERTAKEN FOR THE BENEFIT OF 1618 NORTH MAIN, LLC (THE “COMPANY”); AND (ii) AUTHORIZING THE TO EXECUTION AND DELIVERY OF DOCUMENTS RELATING TO SAME

WHEREAS, by Title I of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 632 of the Laws of 1972 of the State of New York, as amended (hereinafter collectively called the “Act”), the **VILLAGE OF PORT CHESTER INDUSTRIAL DEVELOPMENT AGENCY** (hereinafter called “Agency”) was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping civic, industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, pursuant to a certain Project Authorizing Resolution adopted by the Agency on January 10, 2018 (the “Project Authorizing Resolution”), the Agency appointed **1618 NORTH MAIN, LLC** (the “Company”) as its agent to undertake a certain project (the “Project”) consisting of: (i) the acquisition by the Agency of a leasehold interest in certain real property located at 16-18 North Main Street, Port Chester, New York (the “Land”, being more particularly described as tax parcel numbers 142.31-1-25 and 142.31-1-26, as may be merged) along with the existing improvements thereon consisting principally of (a) an approximately 2,500 square foot vacant restaurant facility and connected 6-story building structure and (b) a 3-story mixed use building comprising approximately 4,000 square feet of rentable space, along with related infrastructure improvements (the “Existing Improvements”); (ii) the demolition and rehabilitation of portions of the Existing Improvements and the planning, design, construction, operation and leasing by the Company of a multi-tenanted, mixed use redevelopment project that will include: (a) an expanded restaurant facility with mezzanine, and (b) newly constructed 5-story addition with six (6) apartment units located on upper floors, along with related utility improvements, signage, curbage, sidewalks, and landscaping improvements (collectively, the “Improvements”); (iii) the acquisition of and installation in and around the Existing Improvements and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the “Equipment” and, collectively with, the Land, the Existing Improvements and the Improvements, the “Facility”); and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the “Straight Lease Transaction”); and

WHEREAS, in furtherance of the Project, and in accordance with the Project Authorizing Resolution, the Agency and the Company entered into the Straight Lease Transaction as of April 16, 2019, which included the following documents and agreements: (i) that certain Agent and Financial Assistance and Project Agreement, dated as of April 16, 2019 (the “Agent Agreement”), (ii) that certain Lease Agreement, dated as of April 16, 2019, a memorandum of which was recorded in the Office of the Westchester County Clerk on May 9, 2019 at Control Number 591003049 (the “Lease Agreement”), (iii) that certain Leaseback Agreement, dated as of April 16, 2019, a memorandum of which was recorded in the Office of the Westchester County Clerk on May 9, 2019 at Control Number 591003042 (the “Leaseback Agreement”), (iv) that certain Payment-in-Lieu-of-Tax Agreement, dated as of April 16, 2019 (the “PILOT

Agreement”), (v) that certain PILOT Mortgage, dated as of April 16, 2019 (the “PILOT Mortgage”), and (vi) related documents (collectively, the “Project Documents”); and

WHEREAS, the Company has advised the Agency that certain elements of the project have been revised, which include the removal of certain restaurant mezzanine space to provide for an additional apartment unit (the “Project Scope Modifications”), and the Company has secured all necessary local permits and approvals to undertake such Project Scope Modifications; and

WHEREAS, at the request of the Company, the Agency desires to amend the description of the “Project” as contained within the Project Documents as follows: (i) the acquisition by the Agency of a leasehold interest in certain real property located at 16-18 North Main Street, Port Chester, New York (the “Land”, being more particularly described as tax parcel numbers 142.31-1-25 and 142.31-1-26, as may be merged) along with the existing improvements thereon consisting principally of (a) an approximately 2,500 square foot vacant restaurant facility and connected 6-story building structure and (b) a 3-story mixed use building comprising approximately 4,000 square feet of rentable space, along with related infrastructure improvements (the “Existing Improvements”); (ii) the demolition and rehabilitation of portions of the Existing Improvements and the planning, design, construction, operation and leasing by the Company of a multi-tenanted, mixed use redevelopment project that will include: (a) an expanded restaurant facility ~~with mezzanine~~ **with adjacent 1,100 square foot apartment unit**, and (b) newly constructed 5-story addition with six (6) apartment units located on upper floors, along with related utility improvements, signage, curbage, sidewalks, and landscaping improvements (collectively, the “Improvements”); (iii) the acquisition of and installation in and around the Existing Improvements and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the “Equipment” and, collectively with, the Land, the Existing Improvements and the Improvements, the “Facility”); and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the “Straight Lease Transaction”); and

WHEREAS, the Agency desires to amend the Project Documents to include the above-described Project to reflect the Project Scope Modifications pursuant to a certain Omnibus Amendment Agreement to be entered into by and between the Agency and the Company (the “Omnibus Amendment”), together with related documents necessary to effectuate the above-mentioned amendment (collectively, the “Amendments”); and

WHEREAS, all other provisions and terms of the Project Documents will remain the same without revision.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE VILLAGE OF PORT CHESTER INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Agency hereby authorizes the Project Scope Modifications.

Section 2. Subject to the Company’s payment of all costs and fees associated with undertaking the Amendments, the Chairman, Vice Chairman and/or Administrative Director of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Omnibus Amendment and other related documents necessary to effectuate the Amendments in forms thereof approved by the Chairman, Vice Chairman and/or Administrative Director with such changes (including without limitation any change in the dated date of such documents), variations, omissions and insertions as the Chairman, Vice Chairman and/or Administrative Director shall approve. The execution of the foregoing documents by the Chairman, Vice Chairman and/or Administrative Director of the Agency shall constitute conclusive evidence of such approval.

Section 3. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to 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 the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 4. These Resolutions shall take effect immediately.

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

	<i>Yea</i>	<i>Nay</i>	<i>Absent</i>	<i>Abstain</i>
Hon. Frank Ferrara	[x]	[]	[]	[]
Michael Brescio	[x]	[]	[]	[]
Hon. Daniel Brakewood	[x]	[]	[]	[]
Richard D. Cuddy	[x]	[]	[]	[]
John Heinsch	[x]	[]	[]	[]
James T. Taylor, II	[x]	[]	[]	[]
Richard O'Connell	[x]	[]	[]	[]

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

I, the undersigned, Secretary/Counsel, of the Village of Port Chester Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Village of Port Chester Industrial Development Agency (the “Agency”), including the resolution contained therein, held on July 14, 2021, 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 resolution 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 all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

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 resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this 14th day of July, 2021.

Constance R Phillips
Secretary

APPROVAL OF MINUTES - June 9, 2021

On the motion of Board member James Taylor, which was seconded by Board member John Hiensch, the minutes of the June 9, 2021 meeting were approved.

Roll Call

<u>MEMBER</u>	<u>MOTION</u>	<u>SECOND</u>	<u>YES</u>	<u>NO</u>	<u>ABSTAIN</u>
<u>BRAKEWOOD</u>			x		
<u>BRESCIO</u>			x		
<u>CUDDY</u>			x		
<u>FERRARA</u>			x		
<u>HIENSCH</u>		x	x		
<u>O'CONNELL</u>			x		
<u>TAYLOR</u>	x		x		

WORKSHOP

**Refining Project Evaluation Criteria and Defining Commercial Projects
with Victoria Storrs of Camoin Associates and Storrs Associates**

Chairman Ferrara introduced the Workshop as a way to address varying concerns that have arisen since the UTEP amendment aligning PCIDA policies with Village priorities was passed in the Spring of 2020.

Essentially, the Board crafted a PILOT schedule that it knew would be a work in progress that would have to be tailored using the experience of analyzing projects that apply to the Agency for financial assistance.

In addition, Board members had retained considerable discretion in the granting of financial assistance but now find it might be better to have a more defined path to benefit.

Finally, Board Counsel Justin Miller has cautioned the Board that if it keeps separate Residential and Commercial PILOT schedules that it must strictly define how it would handle hybrid projects like Transit Oriented Development that are the bulk of what the Agency expects to see given that it has been encouraged by the Village.

The Workshop with Ms. Storrs was designed to discuss the following items:

- Enhanced PILOT Qualification
- Residential vs Commercial PILOTs
- The Concept of Benefits
- Creating PILOT Term for Individual Projects and Discouraging Excessive Use

- Where the PCIDA is in the process and points to consider

After a lengthy discussion the Board decided to use just one PILOT schedule and introduce a scoring system as a gateway to the most robust PILOT terms available.

In addition, Ms. Storrs introduced a draft of a Project Evaluation Worksheet that the PCIDA can use to score and benchmark different projects.

It was agreed that staff would work with Ms. Storrs to flesh out the Board's decisions and that the IDA would hold another workshop at a special meeting prior to the Agency's August meeting.

AD REPORT

Administrative Director Christopher Steers requested as by Law each of the Board members fill out and return to him an annual Board of Directors Evaluation that must be presented as part of the ABO PARIS reports next month.

Mr. Steers also met with various applicants and developers to discuss IDA potential benefits, PILOTs, etc. (all are provided in the monthly report).

Mr. Steers continues to work with the Westchester County IDA and participated in an Opportunity Zone Round Table discussion hosted by Westchester County. The participants included local municipalities and IDA's and was led by Gerrie Post, AICP of Ferrandino & Associates (F&A). The topics centered on the existing mechanics of the Opportunity Zone program, the coming changes to it; and the assistance being offered by F&A to all affected municipalities through the County's office of Economic Development. Mr. Steers suggested it might be helpful for the Board to consider sponsoring an event hosted by the County that could better explain the benefits of the program and the coming improvements to it.

IDA Secretary Resignation

A letter was received from acting Board Secretary Constance Phillips tendering her resignation as of the end of her contract in September 2021. She expressed her thanks and appreciation working with the Board, however heavy workloads at the Village make it impossible to continue effectively as acting secretary.

IDA Grant Program

Chairman Ferrara said the Grant program is officially closed. There were a few final applications that are being closed out. An official vote is needed to authorize payment and finalize the grant program. The final awardees and their awards based on annual sales and numbers of employees are as follows:

Applicant	Address	Recommended Award
El Patron Barbershop	34 North Main St.	\$1,000
Oriental Day Spa	211 Irving Ave., Suite C	\$1,000
X-S Hair Salon	163 North Main St.	\$769.13

X-S had qualified for up to \$2,000 but had insufficient documentation.

On the motion of Board member James Taylor, which was seconded by Board member Richard Cuddy, the Board approved the final grant payments

Roll Call

<u>MEMBER</u>	<u>MOTION</u>	<u>SECOND</u>	<u>YES</u>	<u>NO</u>	<u>ABSTAIN</u>
<u>BRAKEWOOD</u>			<u>x</u>		
<u>BRESCIO</u>			<u>x</u>		
<u>CUDDY</u>		<u>x</u>	<u>x</u>		
<u>FERRARA</u>			<u>x</u>		
<u>HIENSCH</u>			<u>x</u>		
<u>O'CONNELL</u>			<u>x</u>		
<u>TAYLOR</u>	<u>x</u>		<u>x</u>		

TREASURERS REPORT

Treasurer Anthony Siligato provided the Board with a review of the monthly invoices:

Approval of Invoices

Constance Phillips
Anthony Siligato
Christopher Steers
Curt LaValla
Harris Beach - Gen Corporate Matters
Camoin Associates

On the motion of Board member James Taylor, which was seconded by Board member Richard Cuddy, the monthly invoices were approved.

Roll Call

<u>MEMBER</u>	<u>MOTION</u>	<u>SECOND</u>	<u>YES</u>	<u>NO</u>	<u>ABSTAIN</u>
<u>BRAKEWOOD</u>			<u>x</u>		
<u>BRESCIO</u>			<u>x</u>		
<u>CUDDY</u>		<u>x</u>	<u>x</u>		
<u>FERRARA</u>			<u>x</u>		
<u>HIENSCH</u>			<u>x</u>		
<u>O'CONNELL</u>			<u>x</u>		
<u>TAYLOR</u>	<u>x</u>		<u>x</u>		

Budget Amendment

Treasurer Anthony Siligato said he is seeking approval of a Budget Amendment for Camoin Associates. \$5,000 was approved in the prior fiscal year. For the new year there is a proposal for just under \$10,000 which needs Board approval. He asked the Board for up to \$15,000 for flexibility.

On the motion of Board member James Taylor, which was seconded by Board member Richard Cuddy, the budget amendment was approved.

Roll Call

<u>MEMBER</u>	<u>MOTION</u>	<u>SECOND</u>	<u>YES</u>	<u>NO</u>	<u>ABSTAIN</u>
<u>BRAKEWOOD</u>			<u>x</u>		
<u>BRESCIO</u>			<u>x</u>		
<u>CUDDY</u>		<u>x</u>	<u>x</u>		
<u>FERRARA</u>			<u>x</u>		
<u>HIENSCH</u>			<u>x</u>		
<u>O'CONNELL</u>			<u>x</u>		
<u>TAYLOR</u>	<u>x</u>		<u>x</u>		

PARIS update

Every August the Board must file its audit and an update on its active projects to the ABO through the PARIS reporting system.

Mr. Siligato said the audit is complete and the Auditors will present at the August meeting. A draft copy will be provided to the Board in advance.

In addition, the PARIS report is complete and a near complete draft is included in the Board's back up this month. A final draft will be provided in time for the August meeting.

Agency Financial Snapshot

Mr. Siligato also provided the Board with the Financial Snapshot:

Port Chester Industrial Development Agency - Fiscal Year June 1, 2021 to May 31, 2022 Cash Analysis & Net Assets Report As of June 30, 2021

Cash on Hand @ 6/1/2021 \$293,593.88

Deposits/Wire Transfers/ Interest Received :

JP Morgan Chase	Interest Earned - June 2021	1.08
TD Bank	Interest Earned - June 2021	12.78

Total Deposits/Transfers/Interest \$ 13.86

Checks Written / Disbursements :

Christopher Steers-A/P	Administrative Director - May 2021	\$ (1,500.00)
Anthony Siligato-A/P	Treasurer / CFO - May 2021	\$ (750.00)
Joelle Rovello-A/P	Deputy CFO - March thru May 2021	\$ (250.00)
Constance Phillips-A/P	Secretary - May 2021	\$ (400.00)
Curt Lavalla-A/P	Planner - May 2021	\$ (500.00)
Harris Beach, PLLC	PCIDA Corporate Matters - May 2021	\$ (1,225.00)
Village of Port Chester	PCTV Video Services & Website (Squarespace)	\$ (2,872.80)

Checks Written / Disbursements during June 2021 \$ (7,497.80)

Cash on Hand @ 6/30/2021 \$286,109.94

Reconciliation of Bank Accounts

JPMorgan Chase (Beginning Balance)	\$ 138,107.39
Deposits	\$ -
Interest Earned	\$ 1.08
Checks Presented	\$ (7,497.80)
Total JPMorgan Chase (Ending Balance)	\$ 130,610.67

TD Bank (Beginning Balance)	\$ 155,486.49
	\$ -
Interest Earned	\$ 12.78
Total TD Bank (Ending Balance)	\$ 155,499.27

Total Bank Balance @ 6/30/2021 \$ 286,109.94

Camoin Associates Inc. - Reasonableness Assessment Report for Tarry Lighthouse Application - Chk#1871 - 7/8/2021 \$ (4,800.00)

PCIDA Net Assets @ 6/30/2021 \$ 281,309.94

Prepared by PCIDA Financial Officer

CORRESPONDENCE

Chairman Ferrara acknowledged a number of e-mails received objecting to development in the downtown. The Board suggested that a separate web page be created to catalog the correspondence but more importantly be a resource on the Village’s zoning and accompanying mitigations, which does not seem to be widely understood. It was thought that the IDA could address general concerns that might be expressed in the community, even if they are not the purview of the PCIDA.

ADJOURNMENT

On the motion of Board member James Taylor, which was seconded by Board member Richard Cuddy, the meeting was adjourned to August 11, 2021

Next meeting August 11, 2021 at Village Hall Conference Room, with an extraordinary Work Session likely to be scheduled before then.

ROLL CALL

<u>MEMBER</u>	<u>MOTION</u>	<u>SECOND</u>	<u>YES</u>	<u>NO</u>	<u>ABSTAIN</u>
<u>BRAKEWOOD</u>			<u>x</u>		
<u>BRESCIO</u>			<u>x</u>		
<u>CUDDY</u>		<u>x</u>	<u>x</u>		
<u>FERRARA</u>			<u>x</u>		
<u>HIENSCH</u>			<u>x</u>		
<u>O’CONNELL</u>			<u>x</u>		
<u>TAYLOR</u>	<u>x</u>		<u>x</u>		

Respectfully submitted,

Constance R. Phillips