

**City of Utica
Industrial Development Agency
Application**

The information required by this form is necessary to determine the eligibility of your project for IDA benefits. Please answer all questions; insert "NONE", or "NOT APPLICABLE", where necessary. If an estimate is given, put "EST." after the figure. Attach additional sheets if more space is needed for a response than is provided. Return three copies of this application to the City of Utica Industrial Development Agency.

All information contained in this form will be treated confidentially, to the extent permitted by law.

A project financed through this Agency involves the preparation and execution of significant legal documents. Please consult with an attorney before signing any documents in connection with the proposed project.

PART I

Applicant

Applicant's legal Name: Impact Utica - Chancellor Broad, LLC

Principal Address: 509 2nd Street, ST 1
Utica, NY 13501-2450

Project Address: 700 Broad Street
Utica, NY 13501

Telephone Number(s): 315-735-5246

Federal Identification Number: 88-3759797

Company IRS Filing Office Location: Department of Treasury – IRS, Ogden, UT 84201-0011

Company Officer completing this application:

Name: Dave Williams

Title: President, Central New York Community Solutions, Inc. ("CNYCS")

Phone: 315.404.1820 cell _____ office _____

Email: dhw.williams@gmail.com.

1. A. **Is the applicant a:**

() Corporation: If YES, Public () Private ()
If a PUBLIC Corporation, on which exchange is it listed?

() Sole Proprietorship
() Partnership
() Subchapter S
() DISC
(x) Other (specify) Limited Liability Company

B. State of incorporation, if applicable: New York

2. **Stockholders, Directors, Officers, Partners or Members**

A. Provide the following information in regard to principal stockholders or parties:

<u>Name</u>	<u>Home Address</u>	<u>Percentage of Ownership</u>
People First - Chancellor/Br	509 Second Street, Utica, N	100

B. Provide the following information in regard to officers and directors:

<u>Company Officer</u>	<u>Name and Home Address</u>	<u>Other Principal Business Affiliation</u>
President, CNYCS	Dave Williams, 16 Geer Ave., U	
Vice President, CNYCS	Lou Parrotta, 1220 Greenview, F	
Director, CNYCS	Frank Meola, 33 Nob Road Utic	
Director, CNYCS	Nelson Santiago, 343 Gilbert St	
Director, CNYCS	Linda Zulla, 509 Second St. Apt	
Director, CNYCS	Carmen Durante, Carmen Duran	

- C. Is the applicant or any of the persons listed in 2(A) above related, directly or indirectly, to any other entity by more than 50% common ownership? If also, indicate name of such entity and the relationship.

N/A This is a typical structure for low-income housing tax credit ("LIHTC") transactions. The investor provides equity to the project in return for the allocation of LIHTCs. To receive the greatest amount of tax benefits (e.g. depreciation),

the investor maintains a 99.99% limited partner interest in the project owner (i.e., the Applicant, Impact Ulica - Chancellor Broad, LLC). Despite the investor's large interest, the project owner is managed and controlled by the general partner (People First

- Chancellor/Broad), which only maintains a 0.01% interest. Because we are still soliciting investors, we cannot provide any further details on the investor member at this time. Project owner will be controlled by the general partner

- D. Is the applicant affiliated with any other entity, directly or indirectly, other than as indicated in response to paragraph C above? If YES, please indicate name and relationship of such other entity and the address thereof:

The applicant will be the owner of a low-income housing tax credit ("LIHTC") project developed by the Vecino Group New York, LLC and the Municipal Housing Authority of the City of Ulica New York ("UMHA").

People First - Chancellor/Broad, LLC ("People First") will be the sole member in the Applicant, initially. CNYCS, an instrumentality controlled by UMHA, will be the sole member of People First.

At the financial closing for construction, a LIHTC investor will be admitted to the Applicant as an investor member and will own a 99.99% interest, and People First's interest will be reduced to 0.01%.

3. **Applicant's accountant**

Name and Title: _____

Name of Firm: EFPR Group, CPAs

Address: 6390 Main Street, Suite 200
Williamsville, NY 14221

Telephone Number: (716) 634-0700 Email: _____

4. **Applicant's attorney**

Name and Title: Julie McGovern

Name of Firm: Reno Cavanaugh

Address: 455 Massachusetts Ave, NW, Suite 400
Washington, DC 20001

Telephone: (202)349-2472 Email: jmcgovern@renocavanaugh.com

5. **References** (Individuals and institutions in this section may be contacted)

A. Banking/Financial Institution:

<u>Name of Institution</u>	<u>Address and Phone Number</u>	<u>Account Officer/ Contact Person</u>
Bank of Utica	222 Genesee St., Utica, NY	Brian Loughlin

References relate to UMHA

B. Business suppliers (list three largest accounts)

<u>Name of Supplier</u>	<u>Address and Phone Number</u>	<u>Account Officer/ Contact Person</u>
Home Depot	PO Box 70293, Philadelphia, PA	
Lowe's Home Improvement	710 Horation St, Utica, NY 13501	
W.B. Mason	9396 River Rd., Marcy, NY 13401	Andrew Daley

C. Major customers (list three largest)

<u>Name of Customer</u>	<u>Address and Phone Number</u>	<u>Account Officer/ Contact Person</u>
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6. **Business Description**

A. Describe nature of business and principal products and/or services:

Impact Utica - Chancellor Broad, LLC ("Impact Utica") is a single purpose entity formed

for the development of 700 Broad Street.

The sole purpose of this entity will be for these developments, providing **affordable and supportive housing.**

The Vecino group (developer) has a purchase contract for 700 Broad Street.

B. Describe the geographical market(s) served:

City of Utica, Oneida County

7. **Present location(s) of business operations**

A. List present location(s):

1. NA

2.

3.

B. For what purpose is each of these used?

1.

2.

3.

C. For each of your present locations which are RENTED, provide the following information:

D. Name of Landlord

Landlord's Address

Landlord's

Telephone Number

1. N/A

2.

3.

Amount of Space

Annual Rental

Lease Termination Date

1.

2.

3.

D. For each of your present locations which you OWN, provide the following information:

	<u>Location</u>	<u>Annual Mortgage Payment</u>	<u>Termination Date</u>
1.	NA	NA	NA
2.			
3.			

E. List which of your present locations, if any, will be vacated if IDA approval for your project is given:

None

If any of these locations will be sublet or sold, provide information concerning your ability to do so:

PART II

Reasons for Project

Please explain in detail why you want to undertake this project and define scope of project:

700 Broad Street adaptive reuse will provide updated amenities and improvements for 74 units and common areas. This renovation will greatly increase the quality of life for our tenants within the 74 new units, and lock in affordability for decades to come. Renovations will include updated systems to increase energy efficiency, modern unit layout to increase accessibility options, as well as building wide Wi-Fi.

Physical improvements will include exterior renovations such as new doors, roofs and necessary repointing.

Within the units, modern kitchen layouts, upgraded cabinets and counters, as well as bathroom vanities, floors, sinks and

bathroom vanities, floors, sinks and tubs will occur. General site repairs include sidewalk, curb and asphalt repair, as well as upgraded landscaping and new entrances.

Why are you requesting the involvement of the IDA in your project?

The New York State Housing Finance Agency (HFA) requires an IDA for financing commitments. HFA will provide a 30-year bond

on this development; they will require the PILOT to be coterminous with their bond. Additionally, HFA likes to see entities contribute to the project, which is evidenced by IDA involvement through the PILOT, mortgage recording tax, and sales tax exemption. This project supports aims of the Utica Housing Study by increasing the stock of new and safe, affordable housing as well as rehabilitating underutilized buildings into affordable housing.

How will the applicant's plans be affected if IDA approval is not granted?

HFA will not approve funding for this project without a property tax abatement.

If the IDA is not involved, we do not envision the HFA supporting the funding of this development.

Please confirm by checking the box, below, if there is likelihood that the Project would not be undertaken but for the Financial Assistance provided by the Agency?

Yes or No

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken by the Agency:

N/A

Identify the assistance being requested of the Agency (select all that apply):

1. Exemption from Sales Tax Yes or No
2. Exemption from Mortgage Tax Yes or No
3. Exemption from Real Property Tax Yes or No
4. Tax Exempt Financing * Yes or No

* (typically for not-for-profits & small qualified manufacturers)

A. **Type of Project**

Check category or categories best describing your project (O - Owner) and all end-users (T – Tenant(s)) and the square footage of each:

	Manufacturing		sf
	Industrial (Assembly or Service)		sf
	Research and Development		sf
	Warehousing		sf
	Commercial		sf
	Pollution Control		sf
T	Housing	105,000	sf
	Back Office		sf
	Facility for Aging		sf
	Multi-Tenant		sf
	Retail		sf
	Recreational		sf
	Other (specify)		sf
		Total	105,000 sf

B. **Description of Proposed Project**

Check all appropriate categories which apply to the proposed project:

- | | | |
|--|--|---|
| 1. Acquisition of land | YES(<input checked="" type="checkbox"/>) | NO(<input type="checkbox"/>) |
| 2. Acquisition of existing building | YES(<input checked="" type="checkbox"/>) | NO(<input type="checkbox"/>) |
| 3. Renovations to existing building | YES(<input checked="" type="checkbox"/>) | NO(<input type="checkbox"/>) |
| 4. Construction of addition to existing building | YES(<input type="checkbox"/>) | NO(<input checked="" type="checkbox"/>) |
| 5. Demolition | YES(<input type="checkbox"/>) | NO(<input checked="" type="checkbox"/>) |
| 6. Construction of a new building | YES(<input type="checkbox"/>) | NO(<input checked="" type="checkbox"/>) |
| 7. Acquisition of machinery and/or equipment | YES(<input checked="" type="checkbox"/>) | NO(<input type="checkbox"/>) |
| 8. Installation of machinery and/or equipment | YES(<input checked="" type="checkbox"/>) | NO(<input type="checkbox"/>) |
| 9. Other (specify) _____ | YES(<input type="checkbox"/>) | NO(<input type="checkbox"/>) |

C. What is the zoning classification of the proposed site?

Urban Mixed Use

D. For what purpose was the site most recently used (e.g. light manufacturing, heavy manufacturing, assembly, etc.)?

Residential

<u>Location(s)</u>	<u>Street Address</u>	<u>Number of Floors/ SF/floor</u>
700 Broad St	700 Broad St. Utica, NY 13501	4 floors, 105,000 sf

F. Is the site in an Empire Zone? (X) Yes () No

Is the business Empire Zone certified at this location: () Yes (X) No

Attach a copy of the last Business Annual Report filed.

Is the proposed project located within the boundary of a Central New York Regional Transportation (Centro) District? (X) Yes () No

G. 1. Please describe in detail the facility to be acquired, constructed or renovated (including number of buildings and other existing structures or facilities) and attach plot plans, photos or renderings, if available.

700 Broad Street, a building currently used for Wilcor storage, will be converted to a 74-unit residential development. There will be no new buildings, just the addition of 74 units to the current historic warehouse. This building will be acquired at time of financial closing, anticipated to be December 2022.

2. If construction or renovation work on this project has already begun, please describe the work in detail.

N/A

3. What is the estimated useful life of the:

a. Facility: 50 Years

b. Equipment: 40 Years

H. List the principal items or categories of equipment to be acquired as part of the project. Principle categories will include HVAC, flooring, cabinets, appliances, roofing, rough & finish carpentry and site work.

I. If any of this equipment has already been purchased or ordered, please attach all invoices and purchase orders and list amounts paid and dates of expected delivery as well as a brief description:

J. N/A

K. If the construction or operation of the proposed project will require any local ordinance or variance to be obtained or requires a permit or prior approval of any state or federal agency or body (other than normal occupancy/construction permits), please specify:

HFA funding approval is required. Site plan was approved by City of Utica.

NYS/HUD approval for ownership change to new ownership entity for tax credits must be provided.

SEQR and HUD environmental review are required.

L. Will the project have a significant effect on the environment, YES (—) NO (x). If YES, please describe the effect. **Important: please attach Environmental Assessment Form to this Application**

M. Will a related real estate holding company, partnership or other entity be involved in the ownership structure of the Transaction? YES() NO(X) If YES, please explain:

M. 1. With regard to the present owner of the project site, please give:

Name: Claris, LLC, William Corrigan

Address: 700 Broad
Utica NY 13501

Telephone Number: 315-527-3617

2. If the applicant already owns the project site, indicate:

a. date of purchase: _____

b. purchase price: _____

3. If the project site is mortgaged, please indicate:

a. balance of mortgage: _____

b. holder of mortgage: _____

N. Is there a relationship, legally, by virtue of common control, or through related persons, directly or indirectly, between the applicant and the present owner of the project site?
YES () NO (X) If YES, please explain:

O. Is the company currently a tenant in the building to be occupied?

YES () NO (X)

P. Are you planning to use/develop the entire proposed facility?

YES (X) NO ()

If NO, give the following information with respect to present tenants:

1. Present Tenant Information

a.	<u>Name of Business</u>	<u>Floors Occupied</u>	<u>Square Feet Occupied</u>	<u>Nature of Tenant's Business</u>
<hr/>				
<hr/>				
<hr/>				
<hr/>				

b. Which of the above tenants will be vacating upon your initial use of the facility? How many jobs will be affected?

<u>Name of Firm</u>	<u>Jobs</u>	<u>Square Footage Now Occupied</u>
<hr/>		
<hr/>		

c. For those tenants who will remain after your initial occupancy of the site, provide the following transaction:

<u>Name of Tenant</u>	<u>Term of Lease</u>	<u>Renewal Options</u>	<u>Square Footage Now Occupied</u>
<hr/>			
<hr/>			

Are any of the above tenants related to the owner of the facility? YES () NO ()

d. If the applicant will be occupying the premises of any of the tenants listed in (c) when their lease expires, please list.

e. Please provide copies of all present lease(s) at the proposed project site.

f. Do you propose to lease part of the project facility to firms not presently tenants?

YES () NO (X) If YES, provide details of your proposals:

The building will be residential, with no commercial space.

g. Will financing by the Agency for the Project result in the removal or abandonment of a plant or other facility of the applicant or any related entity presently located in another area in the State of New York? YES () NO (X)

If the answer is YES, please explain briefly the reasons for the move.

Is the proposed project reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the State of New York?
YES () NO ()

Is the proposed project reasonably necessary to preserve the competitive position of the project occupant in its respective industry? YES () NO ()

h. If any of the parties who will be tenants in this project are related to or affiliated with the applicant, please identify them:

N/A

1. Please attach any written agreements (e.g., options, purchase contracts, invoices, etc.) concerning the acquisition of the real property or equipment for this proposed facility.

2. Employment *

- a. List your present employment in the City of Utica, if any, and an estimate of the employment at the proposed facility at the end of two years. NOTE: New York State considers Full Time employment as 35 hours or more. Full-time jobs, plus the combination of two or more part-time jobs that, when combined together, constitute the equivalent hours of a full-time position (35 or more hours).

Employment	Current # of applicant's jobs at/or to be located at proposed project location	Number of FTE jobs to be RETAINED	Number of FTE jobs to be CREATED two years after project completion	Estimate number of residents in Labor Market Area that will fill projected jobs two years after project completion
Full-Time (FTE)	3	3		

The Labor Market Area consists of the following counties: Oneida, Lewis, Herkimer, Otsego, Madison and Oswego

- b. Characterize the labor force to be associated with this project location according to the following categories:

Category	Current/ Anticipated	Avg Salary or Salary Range	Avg Fringe Benefits or Range
Officers			
Sales/Supervisory			
Clerical	2	\$40,000	\$10,000
Plant/Production			
Other (specify)	1	\$49,000	\$12,250

Notes:

- c. Estimate the Annual Payroll for the employees associated with the project location.

Currently	End of Year One	End of Year Two
\$ 109,085	\$ 112,001	\$ 114,801

* Company/Applicant will be required to submit Annual Project Monitoring Reports (attached) along with a copy of the NYS 45 (four quarters) for a minimum of five (5) years for any commercial project and ten (10) years for any industrial/manufacturing project, or for the length of UIDA involvement in the project. Annual Project Monitoring Reports will be compared to employment counts as stated above and companies whose reported counts fall below those levels above will be subject to the Agency's Recapture Provisions Policy.

Sources of Funds for Project Costs:

		% of Total project costs
Bank Financing:	\$ <u>1,950,000</u>	<u>4.4%</u>
Equity (excluding equity attributed to grants/tax credits)	\$ <u>1,460,000</u>	<u>3.3%</u>
Tax Exempt Bond Issuance (if applicable)	\$ _____	_____
Taxable Bond Issuance (if applicable)	\$ _____	_____
Public Sources (Include sum total of all state and federal grants and tax credits)	\$ <u>41,190,000</u>	<u>92.3%</u>

Identify each state and federal grant/credit:

<u>4% Tax Credits</u>	\$ <u>17,800,000</u>
<u>HFA Subsidy</u>	\$ <u>13,900,000</u>
<u>Historic Tax Credit Equity</u>	\$ <u>9,490,000</u>
_____	\$ _____

Total Sources of Funds for Project Costs: \$ 44,600,000 100%

Have any of the above costs been paid or incurred as of the date of this Application?

Yes No. If Yes, describe particulars: A portion of the A&E costs have been incurred

Mortgage Recording Tax Exemption Benefit: Amount of mortgage that would be subject to mortgage recording tax:

Mortgage Amount (include sum total of construction/permanent/bridge financing): \$ _____

Estimated Mortgage Recording Tax Exemption Benefit (product of mortgage Amount as indicated above multiplied by 0.75%): \$ _____

Please Note: The New York State General Municipal Law was recently amended to reflect that industrial development agencies are not exempt from the additional mortgage recording tax of .25% that is assessed to properties that are located within a regional transportation district. Oneida County is located within the Central New York Regional Transportation District; as such, all UIDA projects will be exempt from .75% of mortgage recording tax, but must pay .25% of mortgage recording tax, which will be directed to the Transportation District.

3. Estimated Project Cost

Listed the costs necessary for the construction, acquisition or renovation of the project (this should NOT include working capital needs, moving expenses, work in progress, stock in trade, applicant's debt repayment, real estate broker fees or your legal fees):

Acquisition of Land	\$ <u>0</u>
Acquisition of Building(s)	\$ <u>1,900,000</u>
Renovation Costs	\$ <u>33,538,936</u>
New Construction of Buildings	\$ <u>0</u>
Machinery and Equipment (other than furniture costs)	\$ <u>250,000</u>
Furniture and Fixtures	\$ <u>74,000</u>
Installation Costs	\$ <u>20,000</u>
Architectural/Engineering Fees	\$ <u>1,430,000</u>
Fees (other than your own counsel and brokerage fees)	\$ <u>3,254,994</u>
Interest on Interim Financings	\$ <u>2,909,934</u>
Other (specify) <u>Legal</u>	\$ <u>1,222,136</u>
<u>Reserves, Financing</u>	
 Total Project Cost	\$ <u>44,600,000</u>

Sales and Use Tax: Gross amount of costs for goods and services that are subject to State and local Sales and Use tax - said amount to benefit from the Agency's Sales and Use Tax exemption benefit:

\$ 20,000,000

Estimated State and local Sales and Use Tax Benefit (product of 8.75% multiplied by the figure, above):

\$ 1,750,000

4. Real Estate Taxes

List separately the proposed project's Real Estate Taxes and/or Assessed Value as it applies to land and building:

Project's	Real Estate Taxes	Assessed Value
Land(s)	\$	\$
Building(s)	\$ 13,896	\$ 207,100
Total	\$ 13,896	\$ 207,100

Calculate the value of the PILOT exemption anticipated for the project described:

\$ 5,219,664

5. Project Schedule

Indicate the estimated dates for the following:

- a. Construction commencement: 1/2023
- b. Construction completion: 8/2024
- c. Project financing: List the dates and in what amounts the estimated funds will be required:

All HFA and tax credit financing will be secured at the December 2022 financial closing. The PILOT and sales tax exemption approvals will be necessary prior to the financial closing.

- d. Indicate the name of the incorporated municipality in which the facility will be located and the applicant's (or any related entity's) estimated capital expenditures in such municipality during the past three years:

City of Utica

- e. What do you expect the applicant's (or any related entities) capital expenditures to be in the above municipality during the next three years (including this project):

\$55,000,000 estimate

- f. If the applicant or any related entity has previously secured the benefit of tax exempt financing in the City of Utica, whether through IDA, the New York Job Development Authority or any other entity, please explain (indicate date, location of financed facility, and outstanding balance):

No

- g. Has the applicant or any related entity received the benefit of tax exempt financing anywhere within the United States within the past 90 days or is the applicant or any related entity contemplating the receipt of such financing assistance within the next 90 days? YES () NO (–) if YES, please explain.

No

6. Project Financing Efforts

IT IS THE APPLICANT'S RESPONSIBILITY TO SECURE A PURCHASER FOR IDA BONDS ISSUED IN CONJUNCTION WITH THIS PROJECT. Below are a series of questions relating to your efforts to secure financing for your project if IDA approval is granted.

- A. Has the applicant contacted any bank, financial/lending institution or private investor in regard to the financing for this project? YES (X) NO () If YES, please give details:

NYS HFA will provide construction and permanent financing on the development.

The team is awaiting tax credit syndication offers from three entities
to provide the necessary credit enhancement.

B. Have you obtained a financial commitment for this project? YES (X) NO ()

1. If YES, please briefly describe this commitment and attach related correspondence:

HFA has approved this project to move forward, but formal
commitment will not occur until after October Credit Committee
and November Board meetings.

2. If NO, please explain how you will be able to finance this project:

C. Are there any other governmental agencies that you have contacted concerning financial assistance in regard to your proposed project? YES (X) NO () If YES, please explain:

City of Utica HOME Program

D. 1. Will the applicant's obligations be guaranteed, and if so, by whom?

The Vecino Group New York, LLC, or an affiliate, will provide construction guarantees for the project. After completion, UMHA or its affiliate plans to assume guarantees.

2. Is the guarantor related to or affiliated with the applicant?

Vecino is the developer of the project and is not expected to have an ownership interest in the applicant. UMHA is affiliated with the applicant as People First - Chancellor/Broad, LLC is an affiliate of UMHA.

E. Financial Information (Attach the Following).

1. Financial Statements for the last three fiscal years.
2. Pro forma Balance Sheet as at start of operations at project site.
3. Projected Profit and Loss Statements for first two years of operation at project site.
4. Projected "Cash Flow" Statement, by quarters, for first year of operation at project site.

REPRESENTATIONS AND CERTIFICATION BY APPLICANT

The undersigned requests that this Application be submitted for review to the City of Utica Industrial Development Agency (the "Agency") and its Board of Directors.

Approval of the Application can be granted solely by this Agency's Board of Directors. The undersigned acknowledges that Applicant shall be responsible for all costs incurred by the Agency and its counsel in connection with the attendant negotiations whether or not the transaction is carried to a successful conclusion.

The Applicant further understands and agrees with the Agency as follows:

1. **Annual Sales Tax Filings.** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant.
2. **Annual Employment Reports.** The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site as well as tax benefits received with the action of the Agency. Failure to provide such reports as provided in the transaction documents will be an Event of Default under the Lease (or Leaseback) Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Employment Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.
3. **Absence of Conflict of Interest.** The Applicant has consulted the Agency website of the list of the Agency members, officers and employees of the Agency. No member, officer, or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as herein after described (if none, state "none"):
4. **Hold Harmless.** Applicant hereby releases the Agency and its members, officers, servants, agents and employees from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the Application or the Project described therein or the tax

exemptions and other assistance requested therein are favorably acted upon by the Agency, (B) the Agency's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final agreement with respect to the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

5. The Applicant acknowledges that the Agency has disclosed that the actions and activities of the Agency are subject to the Public Authorities Accountability Act signed into law January 13, 2006 as Chapter 766 of the 2005 Laws of the State of New York.
6. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). **Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.**
7. The Applicant acknowledges that it has been provided with a copy of the Agency's recapture policy (the "Recapture Policy"). The Applicant covenants and agrees that it fully understands that the Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
8. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.

9. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
10. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.

11. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.

12. The Applicant and the individual executing this Application on behalf of the Applicant acknowledge that the Agency will rely on the representations made herein when acting on this Application and hereby represent that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

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

Dave Williams, being first duly sworn, deposes and says:

1. That I am the President (Corporate Office) of CNYCS, the sole member of People First -- Chancellor/Broad, LLC, which is the sole member of Impact Utica - Chancellor Broad, LLC (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.

Dave Williams
(Signature of Officer)

Subscribed and affirmed to me under penalties of perjury this 26th day of October, 2022

[Signature]
(Notary Public)



If the application has been completed by or in part by other than the person signing this application for the applicant please indicate who and in what capacity:

By: *[Signature]*

Name: John J. Furman

Title: Director of Grants, Municipal Housing Authority

Date: October 26, 2022

Return the original application and six copies with a check in the amount of \$250.00 made payable to: Utica Industrial Development Agency, 1 Kennedy Plaza, Utica, New York, Attn.: Jack N. Spaeth, Executive Director.

**UTICA INDUSTRIAL DEVELOPMENT AGENCY
COST/BENEFIT ANALYSIS
Required by §859-a(3) of the
New York General Municipal Law**

TO BE ATTACHED TO AND MADE PART OF APPLICATION TO THE AGENCY

Name of Applicant: Impact Utica - Chancellor Broad, LLC

Address of Project: Broad Street Warehouse
700 Broad Street, Utica, NY 13501

Description of Project:

The proposed project will involve the adaptive reuse of a historic warehouse. The finished project will yield 74 residential units, consisting of 20 supportive units and 54 affordable units. Improvements will include exterior renovations such as new doors, roofs, windows and necessary repointing. The 74 residential units will have full kitchens, bathrooms, full size appliances and have a similar look and feel to market rate developments.

Name of all Sublessees or Other Occupants of Facility:

Principals or Parent Company of Applicant:

Robert R. Calli, Executive Director; Louis Parrotta, Board Chairman; Shelley Penge, Deputy Director

Principals of any Sublessee or Occupant:

NA

Product/Services of Applicant:

Affordable housing development and management; Operator of rental assistance and human service programs.

Estimated Completion Date of Project: 12/2024

Type of Financing/Structure:

_____ Tax-Exempt Financing

_____ Taxable Financing

Lease/Leaseback, Sale/Leaseback

_____ Other

Explain: _____

Types of Benefits Tax-Exempt Bonds
Expected to Receive: X Sales Tax Until Completion Date
 Mortgage Tax Abatement
 X Real Property Tax Abatement

Project Costs - Capital Investment

Land	\$ 0	Cost per Acre \$	<u> </u>
Existing Building	\$ 2,000,000		
Rehab of Existing Building	\$ 33,532,936		
Construction of New Building	\$ 0	Cost per Sq Ft \$	<u> </u>
Addition or Expansion	\$ 0	Cost per Sq Ft \$	<u> </u>
Engineering and Architectural Fees	\$ 1,430,000		
Equipment (detail below)	\$ 250,000		
Legal Fees			
Bank, Bond, Transaction, Company, Credit Provider, Trustee	\$ 3,254,994		
Finance Charges			
Title Insurance, Environmental Review, Bank Commitment Fee, Appraisals, etc.	\$ 4,132,070*		
 TOTAL COST OF PROJECT	 \$ 44,600,000		

Type of Equipment to be Purchased Maintenance Equipment
 *Includes fees and reserves

Grants or Loans expected to be received (by who and amount)
 HFA First Mortgage \$ 1,950,000
 HFA PHP Subsidy \$ 13,900,000
 _____ \$ _____

Company Information

Existing Jobs 3
 Created Jobs (by year 3) 0
 Retained Jobs 3

BENEFITS

Taxable Goods and Services

		Spending Rate	Wages	Expenditures	Sales Tax Rate	State/ Local Sales Tax Revenues
Direct Jobs						
_____	Created	36.0%	x _____	= _____	x 8.75%	= _____
<u>3</u>	Existing	36.0%	x <u>109,805</u>	= <u>39,530</u>	x 8.75%	= <u>3,459</u>
Indirect Jobs						
_____	Created	36.0%	x _____	= _____	x 8.75%	= _____
_____	Existing	36.0%	x _____	= _____	x 8.75%	= _____
<u>40</u>	Construction	36.0%	x <u>3,200,000</u>	= <u>1,152,000</u>	x 8.75%	= <u>100,800</u>
	Totals		<u>3,309,805</u>	<u>1,191,530</u>		<u>104,259</u>
					x 3 years =	<u>312,777</u>

Real Property Taxes

Local (3 year) real property tax benefit (assuming 66 % of jobs existing and created own a residence with an average assessment of \$ 75,000 and the remainder of jobs existing and created pay real property taxes through rent based on an average assessment per apartment of \$ 25,000 Current tax rate: 66.25/\$1000 of AV

Real Property Taxes Paid \$ 34,781

3 Yr Comparative Benefits \$ 347,558

COSTS

Real Property Taxes Abated on Improvements only (3-year period) \$ 139,022

Mortgage Tax Abated \$ _____

Estimated Sales Tax Abated During Construction Period \$ 1,750,000

3 Yr Comparative Costs \$ 1,889,022

(If there is tax-exempt financing of all or a portion of the project cost, there is a neutral cost/benefit because of lower interest rates by reason of exclusion of interest from gross income of bondholders for purposes of Federal and State income taxes. Taxable financing carries the same cost/benefit for State Income Tax purposes. Such cost/benefits cannot be qualified.)

**City of Utica Industrial Development Agency
One Kennedy Plaza, Utica, New York 13502**

RETAIL DETERMINATION

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

Please answer the following:

- A. Will any portion of the project consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

Yes or No. If the answer is yes, please continue.

For purposes of Question A, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- B. What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the project? 0 %
If the answer is less than 33% do not complete the remainder of the retail determination.

If the answer to A is Yes **AND** the answer to Question B is greater than **33.33%**, indicate which of the following questions below apply to the project:

1. Will the project be operated by a not-for-profit corporation Yes or No.

2. Is the Project location or facility likely to attract a significant number of visitors from outside the City of Utica?

Yes or No

If yes, please provide a third party market analysis or other documentation supporting your response.

3. Is the predominant purpose of the project to make available goods or services which would not, but for the project, be reasonably accessible to the residents of the municipality within which the proposed project would be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?

Yes or No

If yes, please provide a third party market analysis or other documentation supporting your response.

4. Will the project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes or No.

If yes, explain The PILOT will preserve current employment for the Chancellor Apartments.

The ownership of Chancellor Apartments will be converted from public to private ownership, with the equity investor owning the greatest share.

5. Is the project located in an area that has been designated an Empire Zone? Yes or No

The undersigned hereby certifies that the information contained in this Retail Determination is true, accurate and complete.

Print Name of Applicant: Impact Utica - Chancellor Broad, LLC

Print Name of Authorized Representative: David Williams

Title: President, Central NY Community Solutions, Inc.

Signature: 

Date: 10/25/22