

Date: April 16, 2019

At a meeting of the Town of Islip Industrial Development Agency (the “**Agency**”), held at Islip Town Hall, 655 Main Street, Islip, New York, on the 16th day of April, 2019, the following members of the Agency were:

Present: Chairwoman Angie M. Carpenter
 Councilwoman Trish Bergin Weichbrodt
 Councilman John C. Cochrane Jr.
 Councilwoman Mary Kate Mullen
 Councilman James P. O’Connor

Absent:

Also Present:

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to acquisition of a leasehold interest in and title to a certain industrial development facility more particularly described below (Bay Shore Senior Residence, LLC 2019 Facility) and the leasing of the facility to Bay Shore Senior Residence, LLC.

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

Voting Aye

Voting Nay

Chairwoman Angie M. Carpenter
Councilwoman Trish Bergin Weichbrodt
Councilman John C. Cochrane Jr.
Councilwoman Mary Kate Mullen
Councilman James P. O’Connor

RESOLUTION OF THE TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE APPOINTMENT OF BAY SHORE SENIOR RESIDENCE, LLC, A NEW YORK LIMITED LIABILITY COMPANY, ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF BAY SHORE SENIOR RESIDENCE, LLC AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING AS AGENT OF THE AGENCY FOR THE PURPOSE OF ACQUIRING, CONSTRUCTING AND EQUIPPING THE FACILITY, APPROVING THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF SUCH INDUSTRIAL DEVELOPMENT FACILITY AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE FACILITY AND APPROVING THE FORM, SUBSTANCE AND EXECUTION OF RELATED DOCUMENTS

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 47 of the Laws of 1974 of the State of New York, as amended from time to time (collectively, the “**Act**”), the Town of Islip Industrial Development Agency (the “**Agency**”), was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, Bay Shore Senior Residence, LLC, a New York limited liability company, on behalf of itself and/or the principals of Bay Shore Senior Residence, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”), has applied to the Agency for assistance in connection with acquisition of an approximately 1.17 acre parcel of land located at 28 Park Avenue, Bay Shore, New York; 32 Park Avenue, Bay Shore, New York; and 34 Park Avenue, Bay Shore, New York (collectively, the “**Land**”), and the demolition of an existing approximately 10,713 square foot building and the construction of an approximately 86,168 square foot located thereon, including a four (4) story building containing approximately seventy-five (75) units of affordable senior housing and an approximately 8,000 square foot community center, which community center may, upon completion, be condominiumized and transferred to a not-for-profit corporation and released from the Project (the “**Improvements**”) including, but not limited to, a sprinkler system, HVAC, electrical equipment, plumbing, and elevators (the “**Equipment**”); and, together with the Land and the Improvements, the “**Facility**”), all to be leased by the Agency to, and used by the Company for residential rental units for seniors ages 55 and over with units affordable to households at or below fifty percent (50%), sixty percent (60%), and eighty-five percent (85%) of area median income, as well as a community center (the “**Project**”); and

WHEREAS, the Agency will acquire a leasehold interest in the Land and the Improvements pursuant to a certain Company Lease Agreement, dated as of April 1, 2019, or such other date as the Chairman, the Executive Director, or the Deputy Executive Director of

the Agency and counsel to the Agency shall agree (the “**Company Lease**”), by and between the Company and the Agency; and

WHEREAS, the Agency will acquire title to the Equipment pursuant to a certain Bill of Sale, dated the Closing Date (as defined in the hereinafter defined Lease Agreement) (the “**Bill of Sale**”), from the Company to the Agency; and

WHEREAS, the Agency will sublease and lease the Facility to the Company pursuant to a certain Lease and Project Agreement, dated as of April 1, 2019, or such other date as the Chairman, the Executive Director, or the Deputy Executive Director of the Agency and counsel to the Agency shall agree to the Agency shall agree (the “**Lease Agreement**”), by and between the Agency and the Company; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in the form of: (i) exemptions from mortgage recording taxes for one or more mortgages securing an amount presently estimated to be \$25,800,000 but not to exceed \$35,000,000 in connection with the financing of the acquisition, renovation and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, renovating, redeveloping and equipping the Facility, (ii) exemptions from sales and use taxes in an approximate amount not to exceed \$1,132,128, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, and (iii) abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit C hereof); and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, as security for a loan or loans, the Agency and the Company will execute and deliver to a lender or lenders not yet determined (collectively, the “**Lender**”), a mortgage or mortgages, and such other loan documents satisfactory to the Agency, upon advice of counsel, in both form and substance, as may be reasonably required by the Lender, to be dated a date to be determined, in connection with the financing, any refinancing or permanent financing of the costs of the acquisition, construction and equipping of the Facility (collectively, the “**Loan Documents**”); and

WHEREAS, a public hearing was held on March 18, 2019, and a supplemental public hearing was held on April 15, 2019 (collectively, the “**Hearing**”) and notice of the public hearing and the supplemental hearing was given and such notice (together with proof of publication) together with the minutes of each Hearing are in substantially in the form annexed hereto as Exhibits A-1, A-2 and B-1 and B-2 respectively; and

WHEREAS, the Agency has given due consideration to the application of the Company and to representations by the Company that the proposed Facility is either an inducement to the Company to maintain and expand the Facility in the Town of Islip or is necessary to maintain the competitive position of the Company in its industry; and

WHEREAS, the Agency required the Company to provide to the Agency a feasibility report (the “**Feasibility Study**”), together with letters from interested parties (the “**Letter of Support**”) (the Feasibility Study and the Letters of Support are collectively, the “**Requisite Materials**”) to enable the Agency to make findings and determinations that the Facility qualifies as a “project” under the Act and that the Facility satisfies all other requirements of the Act, and such Requisite Materials are listed below and attached as Exhibit D hereof:

1. National Development Council Report of Bay Shore Senior Residences, dated February 1, 2019, by National Development Council;
2. Letter from Andrew R. Garbarino, New York State Assembly 7th District, dated December 13, 2018;
3. Letter from Donna deLuca Periconi, President of Bay Shore Chamber of Commerce, dated January 3, 2019;
4. Letter from Steven J. Flotteron, Suffolk County Legislator, dated December 11, 2018
5. Letter from Mary Louise Cohen, President of Bay Shore – Brightwaters Summit Council, dated December 11, 2018;
6. New York Law Journal Article, dated March 22, 2017 on Eligibility of Residential Developments for IDA Benefits by Anthony Guardino, Esq.; and
7. Ryan et al. v. Town of Hempstead Industrial Development Agency et al.; and

WHEREAS, the Agency’s Uniform Tax Exemption Policy (“**UTEP**”), which such UTEP is annexed hereto as Exhibit E, provides for the granting of financial assistance by the Agency for unusual projects pursuant to Section I A. 4; and

WHEREAS, the Company has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transaction contemplated by the leasing of the Facility by the Agency to the Company;

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. In connection with the acquisition, construction and equipping of the Facility the Agency hereby makes the following determinations and findings based upon the Agency’s review of the information provided by the Company with respect to the Facility, including, the Company’s Application, the Requisite Materials and other public information:

(a) There is a lack of affordable, safe, clean and modern housing in the Town of Islip;

(b) Such lack of housing has resulted in individuals leaving the Town of Islip and therefore adversely affecting employers, businesses, retailers, banks, financial institutions,

insurance companies, health and legal services providers and other merchants in the Town of Islip and otherwise adversely impacting the economic health and well-being of the residents of the Town of Islip, employers, and the tax base of the Town of Islip;

(c) The Facility, by providing such housing will enable persons to remain in the Town of Islip and thereby to support the businesses, retailers, banks, and other financial institutions, insurance companies, health care and legal services providers and other merchants in the Town of Islip which will increase the economic health and well-being of the residents of the Town of Islip, help preserve and increase permanent private sector jobs in furtherance of the Agency's public purposes as set forth in the Act, and therefore the Agency finds and determines that the Facility is a commercial project within the meaning of Section 854(4) of the Act;

(d) The Facility will provide services, i.e., housing, which but for the Facility, would not otherwise be reasonably accessible to the residents of the Town of Islip.

Section 2. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a "project", as such term is defined in the Act; and

(c) The acquisition, construction and equipping of the Facility and the leasing of the Facility to the Company, will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Town of Islip, and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The acquisition, construction and equipping of the Facility is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and

(e) Based upon representations of the Company and counsel to the Company, the Facility conforms with the local zoning laws and planning regulations of the Town of Islip, Suffolk County, and all regional and local land use plans for the area in which the Facility is located; and

(f) It is desirable and in the public interest for the Agency to lease the Facility to the Company; and

(g) The Company Lease will be an effective instrument whereby the Agency leases the Land and the Improvements from the Company; and

(h) The Lease Agreement will be an effective instrument whereby the Agency leases the Facility to the Company, the Agency and the Company set forth the terms and conditions of their agreement regarding payments-in-lieu of taxes, the Company agrees to comply with all Environmental Laws (as defined therein) applicable to the Facility and will

describe the circumstances in which the Agency may recapture some or all of the benefits granted to the Company; and

(i) The Loan Documents to which the Agency is a party will be effective instruments whereby the Agency and the Company agree to secure the Loan made to the Company by the Lender.

Section 3. The Agency has assessed all material information included in connection with the Company's application for financial assistance, including but not limited to, the cost-benefit analysis prepared by the Agency and such information has provided the Agency a reasonable basis for its decision to provide the financial assistance described herein to the Company.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (i) lease the Land and the Improvements from the Company pursuant to the Company Lease, (ii) execute, deliver and perform the Company Lease, (iii) lease and sublease the Facility to the Company pursuant to the Lease Agreement, (iv) execute, deliver and perform the Lease Agreement, (v) grant a mortgage on and security interest in and to the Facility pursuant to the Loan Documents, and (vi) execute, deliver and perform the Loan Documents to which the Agency is a party.

Section 5. The Agency is hereby authorized to acquire the real property and personal property described in Exhibit A and Exhibit B, respectively, to the Lease Agreement, and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 6. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company in connection with the acquisition, construction and equipping of the Facility in the form of: (i) exemptions from mortgage recording taxes for one or more mortgages securing an amount presently estimated to be \$25,800,000 but not to exceed \$35,000,000 in connection with the financing of the acquisition, renovation and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, renovating, redeveloping and equipping the Facility, (ii) exemptions from sales and use taxes in an approximate amount not to exceed \$1,132,128, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, and (iii) abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit C hereof.

Section 7. Subject to the provisions of this resolution, the Company is herewith and hereby appointed the agent of the Agency to acquire, construct and equip the Facility. The Company is hereby empowered to delegate its status as agent of the Agency to its agents, subagents, contractors, subcontractors, materialmen, suppliers, vendors and such other parties as the Company may choose in order to acquire, construct and equip the Facility. The Agency hereby appoints the agents, subagents, contractors, subcontractors, materialmen, vendors and suppliers of the Company as agents of the Agency solely for purposes of making sales or leases of goods, services and supplies to the Facility, and any

such transaction between any agent, subagent, contractor, subcontractor, materialmen, vendor or supplier, and the Company, as agent of the Agency, shall be deemed to be on behalf of the Agency and for the benefit of the Facility. This agency appointment expressly excludes the purchase by the Company of any motor vehicles, including any cars, trucks, vans or buses which are licensed by the Department of Motor Vehicles for use on public highways or streets. The Company shall indemnify the Agency with respect to any transaction of any kind between and among the agents, subagents, contractors, subcontractors, materialmen, vendors and/or suppliers and the Company, as agent of the Agency. The aforesaid appointment of the Company as agent of the Agency to acquire, construct and equip the Facility shall expire at the earlier of (a) the completion of such activities and improvements, (b) a date which the Agency designates, or (c) the date on which the Company has received exemptions from sales and use taxes in an amount not to exceed \$1,132,128 in connection with the purchase or lease of equipment, building materials, services or other personal property; provided however, such appointment may be extended at the discretion of the Agency, upon the written request of the Company if such activities and improvements are not completed by such time. The aforesaid appointment of the Company is subject to the completion of the transaction and the execution of the documents contemplated by this resolution.

Section 8. The Company shall agree to comply with Section 875 of the Act. The Company shall further agree that the exemption of sales and use tax provided pursuant to the Act and the appointment of the Company as agent of the Agency pursuant to this Authorizing Resolution is subject to termination and recapture of benefits pursuant to Section 875 of the Act and the recapture provisions of the Lease Agreement.

Section 9. The form and substance of the Company Lease, the Lease Agreement and the Loan Documents to which the Agency is a party (each in substantially the forms presented to or approved by the Agency and which, prior to the execution and delivery thereof, may be redated and renamed) are hereby approved.

Section 10.

(a) The Chairman, the Executive Director, or the Deputy Executive Director of the Agency or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Company Lease, the Lease Agreement and the Loan Documents to which the Agency is a party, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, the Executive Director, or the Deputy Executive Director of the Agency or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the “**Agency Documents**”). The execution thereof by the Chairman, the Executive Director, or the Deputy Executive Director of the Agency or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, the Executive Director, or the Deputy Executive Director of the Agency or any member of the Agency are further hereby authorized, on behalf of the

Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 11. 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 or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 12. Any expenses incurred by the Agency with respect to the Facility shall be paid by the Company. The Company has agreed to pay such expenses and further shall agree to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the Facility.

Section 13. This resolution shall take effect immediately.

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

I, the undersigned Assistant Secretary of the Town of Islip Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Town of Islip Industrial Development Agency (the “Agency”), including the resolutions contained therein, held on the 16th day of April, 2019, 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.

That the Agency Documents contained in this transcript of proceedings are each in substantially the form presented to the Agency and/or approved by said meeting.

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 all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 16th day of April, 2019.

By: 
Assistant Secretary

EXHIBIT A-1

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Title 1 of Article 18-A of the New York State General Municipal Law will be held by the Town of Islip Industrial Development Agency on the 18th day of March, 2019, at 9:30 a.m., local time, at the Town of Islip, Offices of Economic Development, 40 Nassau Avenue, Islip, New York 11751 in connection with the following matters:

Bay Park Holdings, LLC, a New York limited liability company, on behalf of itself and/or the principals of Bay Park Holdings, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”) has submitted its application, for financial assistance (the “**Application**”) to the Town of Islip Industrial Development Agency (the “**Agency**”), to enter into a transaction in which the Agency will assist in the acquisition of an approximately 1.17 acre parcel of land located at 28 Park Avenue, Bay Shore, New York; 32 Park Avenue, Bay Shore, New York; and 34 Park Avenue, Bay Shore, New York (collectively, the “**Land**”), and the demolition of an existing approximately 10,713 square foot building and the construction of an approximately 86,168 square foot located thereon, including a four (4) story building containing approximately seventy-five (75) units of affordable senior housing and an approximately 8,000 square foot community center, which community center may, upon completion, be condominiumized and transferred to a not-for-profit corporation and released from the Project (the “**Improvements**”) including, but not limited to, a sprinkler system, HVAC, electrical equipment, plumbing, and elevators (the “**Equipment**”; and, together with the Land and the Improvements, the “**Facility**”), all to be leased by the Agency to, and used by the Company for residential rental units for seniors ages 55 and over with units affordable to households at or below fifty percent (50%), sixty percent (60%), and eighty-five percent (85%) of area median income, as well as a community center (the “**Project**”). The Facility will be initially owned, operated and/or managed by the Company.

The Agency will acquire a leasehold interest in the Land and the Improvements and title to the Equipment and will lease and sublease the Facility to the Company. The Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from mortgage recording taxes and sales and use taxes and abatement of real property taxes on the Facility, all consistent with the policies of the Agency.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. At the hearing, all persons will have the opportunity to review the application for financial assistance filed by the Company with the Agency and an analysis of the costs and benefits of the proposed Facility.

Dated: March 7, 2019

TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY

By: William G. Mannix
Title: Executive Director

EXHIBIT A-2

**NOTICE OF SUPPLEMENTAL PUBLIC HEARING ON PROPOSED PROJECT
AND FINANCIAL ASSISTANCE RELATING THERETO**

**A Supplemental Public Hearing will be held to amend the name of the Company
in connection with the Facility. The complete Notice of Supplemental Public Hearing is
printed below as follows:**

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Title 1 of Article 18-A of the New York State General Municipal Law will be held by the Town of Islip Industrial Development Agency on the 15th day of April, 2019, at ____ a.m., local time, at the Town of Islip, Offices of Economic Development, 40 Nassau Avenue, Islip, New York 11751 in connection with the following matters:

Bay Shore Senior Residence, LLC, a New York limited liability company, on behalf of itself and/or the principals of Bay Shore Senior Residence, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”) has submitted its application, for financial assistance (the “**Application**”) to the Town of Islip Industrial Development Agency (the “**Agency**”), to enter into a transaction in which the Agency will assist in the acquisition of an approximately 1.17 acre parcel of land located at 28 Park Avenue, Bay Shore, New York; 32 Park Avenue, Bay Shore, New York; and 34 Park Avenue, Bay Shore, New York (collectively, the “**Land**”), and the demolition of an existing approximately 10,713 square foot building and the construction of an approximately 86,168 square foot located thereon, including a four (4) story building containing approximately seventy-five (75) units of affordable senior housing and an approximately 8,000 square foot community center, which community center may, upon completion, be condominiumized and transferred to a not-for-profit corporation and released from the Project (the “**Improvements**”) including, but not limited to, a sprinkler system, HVAC, electrical equipment, plumbing, and elevators (the “**Equipment**”; and, together with the Land and the Improvements, the “**Facility**”), all to be leased by the Agency to, and used by the Company for residential rental units for seniors ages 55 and over with units affordable to households at or below fifty percent (50%), sixty percent (60%), and eighty-five percent (85%) of area median income, as well as a community center (the “**Project**”). The Facility will be initially owned, operated and/or managed by the Company.

The Agency will acquire a leasehold interest in the Land and the Improvements and title to the Equipment and will lease and sublease the Facility to the Company. The Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from mortgage recording taxes and sales and use taxes and abatement of real property taxes on the Facility, all consistent with the policies of the Agency.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. At the hearing, all persons will have the opportunity to review the application for financial assistance filed by the Company with the Agency and an analysis of the costs and benefits of the proposed Facility.

Dated: April 5, 2019

TOWN OF ISLIP INDUSTRIAL
DEVELOPMENT AGENCY
By: William G. Mannix
Title: Executive Director

EXHIBIT B-1

MINUTES OF PUBLIC HEARING HELD ON
MARCH 18, 2019

TOWN OF BROOKHAVEN INDUSTRIAL DEVELOPMENT AGENCY
(BAY PARK HOLDINGS, LLC 2019 FACILITY)

Section 1. _____, _____ of the Town of Islip Industrial Development Agency (the “**Agency**”) called the hearing to order.

Section 2. _____ then appointed _____ the hearing officer of the Agency, to record the minutes of the hearing.

Section 3. The hearing officer then described the proposed transfer of the real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility as follows:

Bay Park Holdings, LLC, a New York limited liability company, on behalf of itself and/or the principals of Bay Park Holdings, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”) has submitted its application, for financial assistance (the “**Application**”) to the Town of Islip Industrial Development Agency (the “**Agency**”), to enter into a transaction in which the Agency will assist in the acquisition of an approximately 1.17 acre parcel of land located at 28 Park Avenue, Bay Shore, New York; 32 Park Avenue, Bay Shore, New York; and 34 Park Avenue, Bay Shore, New York (collectively, the “**Land**”), and the demolition of an existing approximately 10,713 square foot building and the construction of an approximately 86,168 square foot located thereon, including a four (4) story building containing approximately seventy-five (75) units of affordable senior housing and an approximately 8,000 square foot community center, which community center may, upon completion, be condominiumized and transferred to a not-for-profit corporation and released from the Project (the “**Improvements**”) including, but not limited to, a sprinkler system, HVAC, electrical equipment, plumbing, and elevators (the “**Equipment**”; and, together with the Land and the Improvements, the “**Facility**”), all to be leased by the Agency to, and used by the Company for residential rental units for seniors ages 55 and over with units affordable to households at or below fifty percent (50%), sixty percent (60%), and eighty-five percent (85%) of area median income, as well as a community center (the “**Project**”). The Facility will be initially owned, operated and/or managed by the Company

The Agency will acquire a leasehold interest in the Land and the Improvements and title to the Equipment and lease the Facility to the Company. The Agency contemplates that it will provide financial assistance to the Company in the

form of exemptions from mortgage recording taxes in connection with the financing or any subsequent refinancing of the Facility, exemptions from sales and use taxes in connection with the construction and equipping of the Facility and exemption of real property taxes consistent with the policies of the Agency.

Section 4. The hearing officer then opened the hearing for comments from the floor for or against the proposed transfer of real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility. The following is a listing of the persons heard and a summary of their views:

Section 5. The hearing officer then asked if there were any further comments, and, there being none, the hearing was closed at _____ a.m./p.m.

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

I, the undersigned Assistant Secretary of the Town of Islip Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the foregoing copy of the minutes of a public hearing held by the Town of Islip Industrial Development Agency (the “**Agency**”) on March 18, 2019, at 9:30 a.m., local time, at Town of Islip, Offices of Economic Development, 40 Nassau Avenue, Islip, New York 11751, with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the minutes in connection with such matter.

IN WITNESS WHEREOF, I have hereunto set my hand as of March 18, 2019.

Assistant Secretary

EXHIBIT B-2

MINUTES OF SUPPLEMENTAL PUBLIC HEARING HELD ON
APRIL 15, 2019

TOWN OF ISLIP INDUSTRIAL DEVELOPMENT AGENCY
(BAY SHORE SENIOR RESIDENCE, LLC 2019 FACILITY)

Section 1. _____ of the Town of Islip Industrial Development Agency (the “**Agency**”) called the hearing to order.

Section 2. _____ then appointed himself the hearing officer of the Agency, to record the minutes of the hearing.

Section 3. The hearing officer then described the proposed transfer of the real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility as follows:

Bay Shore Senior Residence, LLC, a New York limited liability company, on behalf of itself and/or the principals of Bay Shore Senior Residence, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”) has submitted its application, for financial assistance (the “**Application**”) to the Town of Islip Industrial Development Agency (the “**Agency**”), to enter into a transaction in which the Agency will assist in the acquisition of an approximately 1.17 acre parcel of land located at 28 Park Avenue, Bay Shore, New York; 32 Park Avenue, Bay Shore, New York; and 34 Park Avenue, Bay Shore, New York (collectively, the “**Land**”), and the demolition of an existing approximately 10,713 square foot building and the construction of an approximately 86,168 square foot located thereon, including a four (4) story building containing approximately seventy-five (75) units of affordable senior housing and an approximately 8,000 square foot community center, which community center may, upon completion, be condominiumized and transferred to a not-for-profit corporation and released from the Project (the “**Improvements**”) including, but not limited to, a sprinkler system, HVAC, electrical equipment, plumbing, and elevators (the “**Equipment**”; and, together with the Land and the Improvements, the “**Facility**”), all to be leased by the Agency to, and used by the Company for residential rental units for seniors ages 55 and over with units affordable to households at or below fifty percent (50%), sixty percent (60%), and eighty-five percent (85%) of area median income, as well as a community center (the “**Project**”). The Facility will be initially owned, operated and/or managed by the Company.

The Agency will acquire a leasehold interest in the Land and the Improvements and title to the Equipment and will lease and sublease the Facility to the Company. The Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from mortgage recording taxes and sales and use taxes and

abatement of real property taxes on the Facility, all consistent with the policies of the Agency.

Section 4. The hearing officer then opened the hearing for comments from the floor for or against the proposed transfer of real estate, the other financial assistance proposed by the Agency and the location and nature of the Facility. The following is a listing of the persons heard and a summary of their views:

5. The hearing officer then asked if there were any further comments, and, there being none, the hearing was closed at _____ a.m./p.m.

EXHIBIT C

Proposed PILOT Schedule

Schedule of payments-in-lieu-of-taxes: Town of Islip (including any existing incorporated village and any village which may be incorporated after the date hereof, within which the Facility is wholly or partially located), Bay Shore School District, Suffolk County and Appropriate Special Districts

Bay Park Holdings (28, 32, and 34 Park Ave., Bay Shore, NY 11706)

Formula: \$75,000 per year for two construction years followed by a 15-year PILOT starting at \$1200 per rental unit with 2% annual increases.

<u>Year</u>	<u>\$ per Unit</u>	<u>PILOT (based on 75 rental units)</u>
1	\$1200	\$90,000
2	\$1224	\$91,800
3	\$1248	\$93,600
4	\$1273	\$95,475
5	\$1299	\$97,425
6	\$1325	\$99,375
7	\$1351	\$101,325
8	\$1378	\$103,350
9	\$1406	\$105,450
10	\$1434	\$107,550
11	\$1463	\$109,725
12	\$1492	\$111,900
13	\$1522	\$114,150
14	\$1552	\$116,400
15	\$1583	\$118,725

EXHIBIT D

Requisite Materials

1. National Development Council Report of Bay Shore Senior Residences, dated February 1, 2019, by National Development Council;
2. Letter from Andrew R. Garbarino, New York State Assembly 7th District, dated December 13, 2018;
3. Letter from Donna deLuca Periconi, President of Bay Shore Chamber of Commerce, dated January 3, 2019;
4. Letter from Steven J. Flotteron, Suffolk County Legislator, dated December 11, 2018;
5. Letter from Mary Louise Cohen, President of Bay Shore – Brightwaters Summit Council, dated December 11, 2018;
6. New York Law Journal Article, dated March 22, 2017 on Eligibility of Residential Developments for IDA Benefits by Anthony Guardino, Esq.; and
7. Ryan et al. v. Town of Hempstead Industrial Development Agency et al.

EXHIBIT D-1

National Development Council Report of Bay Shore Senior Residences, dated February 1, 2019, by National Development Council

EXHIBIT D-2

Letter from Andrew R. Garbarino, New York State Assembly 7th District, dated December 13, 2018

EXHIBIT D-3

Letter from Donna deLuca Periconi, President of Bay Shore Chamber of Commerce,
dated January 3, 2019

EXHIBIT D-4

Letter from Steven J. Flotteron, Suffolk County Legislator, dated December 11, 2018

EXHIBIT D-5

Letter from Mary Louise Cohen, President of Bay Shore – Brightwaters Summit Council,
dated December 11, 2018

EXHIBIT D-6

New York Law Journal Article, dated March 22, 2017 on Eligibility of Residential Developments for IDA Benefits by Anthony Guardino, Esq.

Ryan et al. v. Town of Hempstead Industrial Development Agency et al

EXHIBIT E

Town of Islip Industrial Development Agency Uniform Tax Exemption Policy