

INITIAL RESOLUTION
(SDC Realty Acquisition LLC)

A regular meeting of the City of Yonkers Industrial Development Agency was convened at 9:00 a.m. on July 22, 2015, at the Mayor's Reception Room – City Hall, 40 South Broadway, Yonkers, New York 10701.

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

Resolution No. 07/2015-22

INITIAL RESOLUTION OF THE CITY OF YONKERS INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") (i) ACCEPTING THE APPLICATION OF SDC REALTY ACQUISITION LLC WITH RESPECT TO A CERTAIN PROJECT (AS DESCRIBED BELOW) LOCATED AT 1086 NORTH BROADWAY, YONKERS, NEW YORK; (ii) AUTHORIZING A PUBLIC HEARING WITH RESPECT TO THE PROJECT; AND (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY WITH RESPECT TO THE PROJECT

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 83 of the Laws of 1982 of the State of New York, as may be amended from time to time (collectively, the "Act"), the City of Yonkers Industrial Development Agency (the "Agency") was created with the authority and power among other things, to assist with the acquisition of certain projects as authorized by the Act; and

WHEREAS, SDC REALTY ACQUISITION LLC, a New York limited liability company, with offices at 1250 Waters Place, Bronx, New York 10461, on behalf of itself or an affiliated entity to be formed (the "Company"), has submitted an application (the "Application") to the Agency, copies of which were presented at this meeting and a copy of which is on file at the office of the Agency, requesting financial assistance through a straight-lease transaction (as each such term is defined in the Act) for a proposed project (the "Project") in the City of Yonkers (the "City");

WHEREAS, the Project shall consist of: (i) the Agency taking title, possession or control (by deed, lease, sublease, license or otherwise) of the former Boyce Thompson Institute and greenhouses, 6.09 acres located on the southeast corner of North Broadway and Executive Boulevard (1086 North Broadway), Yonkers, New York (Section 3, Block 3455, Lot 66) (collectively, the "Project Site"), currently owned by the City; (ii) the lease, sublease, or installment sale of the Project Site to the Company; and (iii) the restoration, construction, reconstruction, renovation, improving, maintenance and equipping of the existing 60,000 square foot, two (2) story building thereon, the demolition of the greenhouse structures, and the construction and equipping of an approximately 18,000 square foot, two-story addition to the existing structure and a new free standing two level glass and aluminum building, all intended to contain a combination of uses, including retail stores, banks, offices, medical offices, commercial schools and/or restaurants; (collectively, the "Facility"), which Facility will be

developed and operated by the Company under a lease or sublease from the Agency, all as more fully described in the Application; 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 (the "State"); and

WHEREAS, subject to the provisions of this Resolution, the Agency contemplates that it will provide financial assistance to the Company in connection with the Project, in the form of exemptions from sales and use taxes and mortgage recording tax and the partial abatement of real property taxes, consistent with the Uniform Tax Exemption Policy and other policies of the Agency (collectively, the "Financial Assistance"), to be more particularly described in an Authorizing Resolution to be adopted by the Agency prior to the closing of the contemplated transactions; and

WHEREAS, in furtherance of the Project, the Agency is contemplating taking title to or a leasehold interest in the Facility for a period of time so as to enable the Company to enter into an agreement with the Agency regarding payments in lieu of real property taxes (the "PILOT Agreement"); and

WHEREAS, in compliance with the Act, the Agency will hold a public hearing regarding the granting of the Financial Assistance following publication of public notice thereof as required by law; and

WHEREAS, prior to final authorization of the Project and the granting of the Financial Assistance thereunder, the Agency may require the Company to provide to the Agency such further information, together with such letters or reports from interested parties and governmental agencies or officials (collectively, the "Supplemental Materials") to enable the Agency to make and to confirm 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

WHEREAS, the Company plans to undertake the construction, renovation, reconstruction, furnishing and equipping of the Facility following the authorization of the Project by the Agency; and

WHEREAS, the Agency constitutes a "State Agency" under and pursuant to Article 8 of the Environmental Conservation Law ("SEQRA") and the regulations of the Department of Environmental Conservation of the State of New York thereunder (the "DEC Regulations"); and

WHEREAS, the Agency has made no determination with respect to the Project under SEQRA.

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

Section 1. The Company has presented an application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the Company's application, and subject to the delivery to the Agency of such Supplemental Materials as the Agency may require, and to further confirmation by the Agency upon receipt and review of same, in connection with the acquisition, construction and equipping of the Facility, the Agency hereby makes the following determinations and findings:

(a) The acquisition, renovation, reconstruction and equipping of the Facility and the financing thereof by the Agency, and the provision of other financial assistance in connection therewith pursuant to the Act: (i) will not result in the removal of an industrial, manufacturing or commercial plant of the Company or any occupant of the Project 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 Company or any occupant of the Project except as permitted by the Act; (ii) will promote the job opportunities, health, general prosperity and the economic welfare of the inhabitants of the City and the people of the State and improve their standard of living, and thereby serve the public purposes of the Act; and (iii) is authorized by the Act and will be in furtherance of the policy of the State as set forth therein; and the same is, therefore, approved.

(b) It is desirable and in the public interest for the Agency to grant financial assistance for the purpose of financing the costs of the acquisition, renovation, reconstruction and equipping of the Facility.

Section 2. The Agency hereby finds and determines that this Resolution constitutes a determination of compliance with technical requirements within the meaning of Section 6.17.5(c)(28) of the DEC Regulations and does not constitute, and shall not be deemed to constitute an approval by the Agency of the Project for the purpose of SEQRA.

Section 3. Subject to the other terms of this Resolution, the Agency, in its discretion, will provide such Financial Assistance as may be permitted by law and may be suitable to advance the Project, including exemptions from sales and use tax and mortgage recording tax and a partial abatement of real property taxes, which will not deviate from the Uniform Tax Exemption Policy of the Agency, all to be more particularly described in a final authorizing resolution to be adopted by the Agency prior to the closing of the transactions described herein.

Section 4. The granting of the Financial Assistance, as contemplated by Section 3 of this Resolution, shall be subject to, inter alia:

(a) the delivery by the Company of such Supplemental Materials as the Agency may require, and the confirmation by the Agency of the findings set forth in Section 1 above upon receipt and review of any such Supplemental Materials by the Agency; and

(b) the Agency shall give notice of and hold a public hearing with respect to the Project in accordance with Section 859-a of the Act; and

(c) the Company's receipt of all State and local permits and approvals to undertake the Project; and

(d) the review of the Project by the Agency pursuant to SEQRA, and compliance by the Agency with all applicable terms and conditions of SEQRA and the DEC Regulations in respect of the Project; and

(e) the Agency's adoption of a final Authorizing Resolution authorizing the undertaking of the Project, the granting of the Financial Assistance by the Agency, and the form and content of the proposed instruments and agreements governing the terms and conditions of the Project (the "Project Agreements"); and

(f) the obligations of the Agency under the Project Agreements shall be special, limited obligations of the Agency payable solely from the receipts and income of the Project and the Facility, and the Agency shall in no way be liable for the payment of the costs of the Project or any other amount owed by the Company.

Section 5. The members, representatives and agents of the Agency are hereby authorized, in accordance with Section 859-a of the Act, to give notice of and to hold a public hearing with respect to the Project.

Section 6. The Chairman, the Vice Chairman, the President/CEO and the Executive Director of the Agency are hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 7. The terms and conditions of subdivision 3 of Section 875 of the General Municipal Law are hereby incorporated herein and made a part of this Resolution.

Section 8. Nothing contained in this Resolution shall be construed as a commitment by the Agency to provide financing for the Project.

Section 9. This Resolution shall take effect immediately.

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

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Mayor Mike Spano	[]	[]	[]	[*]
Martin Ball, Sr.	[]	[]	[]	[*]
Deputy Mayor Susan Gerry	[✓]	[]	[]	[]
Melissa Nacerino	[✓]	[]	[]	[]
Hon. Cecile D. Singer	[✓]	[]	[]	[]
Peter Kischak	[✓]	[]	[]	[]
Robert Maccariello	[]	[*]	[]	[]

The Resolutions were thereupon duly adopted.

