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5-7-18

**Troy Industrial Development Authority (TIDA)**

**Application for Tax Exempt Bond Financing and/or Straight-Lease Transaction**

**I. APPLICANT INFORMATION**

Company Name: **Fourth Street Troy, LLC**

Address: **c/o The Rosenblum Companies, 300 Great Oaks Blvd, Suite 310, Albany, NY 12203**

Phone No.: **518-869-9302**

Fax No.: \_\_\_\_\_

Federal Tax ID: **14-1809735**

Contact Person: **Seth Rosenblum or Jeffrey Mirel**

E-Mail: **seth@rosenblumcompanies.com; jmirel@rosenblumcompanies.com**

Date: **April 16, 2018**

a. Form of Entity:

Corporation

Partnership (General \_\_\_ or Limited \_\_\_; Number of General Partners \_\_\_ and, if applicable, Number of Limited Partners \_\_\_ List Partners in section below.

Limited Liability Company, Number of Members 1

Sole Proprietorship

Please also indicate whether the Company will utilize any affiliates and/or real estate holding companies to undertake the proposed project. If so, please provide names and details for all such entities.

**Fourth Street Troy, LLC is a 100% owned subsidiary of Rosenblum Properties, L.L.C. The interests listed in Section (b.) below represent the principal ownership of Rosenblum Properties, L.L.C.**

b. Principal Owners/Officers/Directors: (List owners with 5% or more in equity holdings with percentage of ownership)

Name	Address	Percentage Ownership/Office
Jack Rosenblum Irrev. Tr	Jack Rosenblum Irrev. Tr. c/o Seth Rosenblum	49.50%
Jack Rosenblum Irrev. Tr	Jack Rosenblum Irrev. Tr. c/o Seth Rosenblum	49.50%

(Use attachments if necessary)

c. If a corporation, partnership, limited liability company:

What is the date of establishment? January 19, 2018 Place of organization Delaware

If a foreign organization, is the Applicant authorized to do business in the State of New York? Yes

*(Attach organizational chart or other description if applicant is a subsidiary or otherwise affiliated with another entity)* See (b) above

d. Attach certified financial statements for the company's last three complete fiscal years. If the company is publicly held, attach the latest Form 10K as well. N/A; company was formed January 19, 2018.

## II. APPLICANT'S COUNSEL

Name/Firm: Milan K. Tyler, Phillips Lytle LLP  
Address: 340 Madison Avenue, 17th Floor, New York, NY 10173-1922  
  
Phone No.: 212-508-0439  
Fax No.: 212-308-9079  
E-Mail: MTyler@phillipsllytle.com

## III. PROJECT INFORMATION:

a. Please provide a brief narrative description of the Project (attach additional sheets or documentation as necessary).

**Consolidation of parcels at 134-142 Fourth St. and 144-146 Fourth St. and demolition of vacant suburban-style bank branch building with drive-through canopies. Construct a new, +/- 94,000 square foot, five-story transit-oriented mixed use building on combined parcels with up +/- 80 market rate apartments, tenant amenity space, approximately 2,000 to 3,000 square feet of commercial space on the first floor, and onsite indoor/rear parking for residents (approx. 50 spaces est.) accessible from Williams Street Alley. 144-146 Fourth Street is currently a municipal parking lot; as a condition of acquiring this property for the Project, Applicant must provide reasonable replacement parking. To that end, Applicant has a contract to purchase a private parking lot at 153 Fourth Street from Capitaland Taxi used for its taxi fleet, which will ultimately be transferred to the City for a new municipal lot. To address Capitaland's need for fleet parking, Applicant applied for and has been approved to acquire two properties from the City of Troy's surplus property inventory- 163 Fourth Street and 86 Ferry Street - which border Capitaland's office at 159 Fourth Street. Applicant will reconfigure 159 Fourth, 163 Fourth and 86 Ferry into a single parcel, including demolition of a vacant blighted row house at 163 Fourth, grading, paving and striping. See III(s) herein for more information.**

b. Location of Project (all information mandatory – attach current tax bills with proof of current payment)

Project Address: 134-142 Fourth Street ("Parcel 1"); 144-146 Fourth Street ("Parcel 2")  
City: Troy  
Name of School District: Troy CSD  
Tax Map No.: 101.61-7-2; 101.61-7-22

Describe Existing Improvements, if any:

Parcel 1: 3,632 Sq.Ft. single story slab on grade former bank branch building with drive-through canopy and adjacent parking lot

Parcel 2: Parking lot

c. Are Utilities on Site? Water: Yes Electric: Yes Gas: Yes Sanitary/Storm Sewer: Yes Telecom: Yes

d. Identify Present legal owner and all tenants of the site if other than Applicant and by what means will the site be acquired for this Project (please include details regarding purchase and sale agreement, if applicable, including all contingencies):

Fourth Street Troy, LLC

e. Zoning of Project Site:

Current:	<u>B-4</u>	Proposed:	<u>N/A</u>
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f. Are any zoning approvals needed? Identify: Area Variance, Zoning Code Section 285-61.D.(5)(b) - project will exceed maximum maximum residential density allowed in district B-4 for medium-rise buildings.

g. Local Permitting and Approvals – Does the project require local planning or permitting approvals? If so, please explain. Site plan; building permit Will a site plan application to be filed? Yes If so, please include copy if prepared. Attached. Includes site plan approval and permitting for additional assemblage properties as described per III(a) above.

h. Has another entity been designated lead agent under the State Environmental Quality Review Act ("SEQRA")? X; If yes, please explain:

The City of Troy Planning Commission is lead agency for SEQRA

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

i. Will the Project result in the removal of a plant or facility of the Applicant or a proposed Project occupant from one area of the State of New York to another area of the State of New York? No; If yes, please explain:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

j. Will the Project result in the abandonment of one or more plants or facilities of the Applicant or a proposed Project occupant located in the State of New York? No; If yes, explain:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
k. If the answer to either question i. or j. is yes, **you are required to** indicate whether any of the following apply to the Project:

1. Is the Project reasonably necessary to preserve the competitive position of the Company or such Project Occupant in its industry? Yes \_\_\_\_\_; No \_\_\_\_\_. If yes, please provide detail:

N/A

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2. Is the Project reasonably necessary to discourage the Company or such Project Occupant from removing such other plant or facility to a location outside the State of New York? Yes \_\_\_\_\_; No \_\_\_\_\_. If yes, please provide detail:

N/A

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**NOTES: If you answer "yes" to questions i. or j., above, and fail to provide a detailed response within question k.(1) or k.(2), above, then the Authority will be barred from providing any financial assistance.**

**THE AUTHORITY IS REQUIRED TO NOTIFY THE CHIEF EXECUTIVE OFFICER OF THE MUNICIPALITY FROM WHICH YOUR FACILITY IS BEING RELOCATED OR ABANDONED. THIS NOTIFICATION WILL BE SENT PRIOR TO THE AUTHORITY'S CONDUCT OF REQUIRED PUBLIC HEARINGS(S).**

**CERTIFICATION: Based upon the answers provided within i. j., k(1), and k(2), above, the Company hereby certifies to the Authority that the undertaking of the proposed project and provision of financial assistance to the Company by the Authority will not violate GML Section 862(1).**

l. Does the Project include facilities or property that are primarily used in making retail sales of goods or provide services to customers who personally visit such facilities? Yes \_\_\_\_\_; If yes, please explain:

**2,000 - 3,000 square feet (est) of commercial space on the first floor will be available for lease to retail, restaurant, and/or office users.**

m. If the answer to l. is yes, what percentage of the cost of the Project will be expended on such facilities or property primarily used in making retail sales of goods or any services to customers who personally visit the Project? 2.5 - 3.5% (est)

n. If more than 33.33%, indicate whether any of the following apply to the Project:

1. Will the Project be operated by a not-for-profit corporation? Yes \_\_\_\_; No \_\_\_\_\_. If yes, please explain:

N/A

2. Is the Project likely to attract a significant number of visitors from outside the economic development region in which the Project will be located? Yes \_\_\_\_; No \_\_\_\_\_. If yes, please explain:

N/A

3. Would the Project occupant, but for the contemplated financial assistance from the Authority, locate the Project and related jobs outside of New York State? Yes \_\_\_\_; No \_\_\_\_\_. If yes, please explain:

N/A

4. 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 City within which the Project will be located because of a lack of reasonably accessible retail trade facilities offering such goods or services? Yes \_\_\_\_; No \_\_\_\_\_. If yes, please explain:

N/A

5. Will the Project be located in one of the following: (i) an area designed as an Empire Zone pursuant to Article 18-B of the General Municipal Law; or (ii) a census tract or block numbering area (or census tract or block number area contiguous thereto) which, according to the most recent census data, has (x) a poverty rate of at least 20% for the year in which the data relates, or at least 20% of households receiving public assistance, and (y) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates? Yes \_\_\_\_; No \_\_\_\_\_. If yes, please explain:

N/A

o. Does the Company intend to lease or sublease more than 10% (by area or fair market value) of the Project? Yes X; No \_\_\_\_\_. If yes, please complete the following for EACH existing or proposed tenant or subtenant:

Sub lessee name: N/A - residential and commercial tenants to be identified

Present Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

Employer's ID No.: \_\_\_\_\_

Sub lessee is a: \_\_\_\_\_ (Corporation, LLC, Partnership, Sole Proprietorship)

Relationship to Company: \_\_\_\_\_

Percentage of Project to be leased or subleased: \_\_\_\_\_

Use of Project intended by Sub lessee: \_\_\_\_\_

Date and Term of lease or sublease to Sub lessee: \_\_\_\_\_

Will any portion of the space leased by this sub lessee be primarily used in making retail sales of goods or services to customers who personally visit the Project? Yes \_\_\_\_; No \_\_\_\_\_. If yes, please provide on a separate attachment (a) details and (b) the answers to questions I. 1-5 with respect to such sub lessee.

p. Project Costs (Estimates):

Category	Amount
Land-acquisition	\$782,250 (est)
Buildings-Construction/Renovation (No FF&E)	\$14,118,752 (est)
Utilities, roads and appurtenant costs	
Machinery and Equipment (All FF&E)	\$75,000 (est)
Soft Costs (Architect, Legal and Engineering)	\$792,313 (est)
Costs of Bond issue	
Construction Loan Fees and interest	\$664,453 (est)
Other (specify)	\$2,249,520 (est) for contingency, carrying costs, and start-up
Total Project Costs	\$18,682,288

Please include supplemental sheets as necessary with all project cost details, including the following:

**Mandatory:** In addition to the above estimated of capital costs of the project, which must include all costs of real property and equipment acquisition and building construction or reconstruction, you must include details on the amounts to be financed from private sector sources, an estimate of the percentage of project costs financed from public sector sources (all public grants, loans and tax credits to be applied for), and an estimate of both the amount to be invested by the applicant and the amount to be borrowed to finance the project.

**Applicant's objective is to finance the project at a 90% Loan To Cost. Applicant is exploring possible competitive grant opportunities but no applications have been made at the time of this request.**

q. Job Creation:

Construction jobs created by the Project: 120 (est)\* Anticipated Dates of Construction: 11/1/18 - 5/31/20 (est)  
 \* estimate of total jobs; average full time employment during construction is 40 (est)

Permanent jobs created by the Project

**Column A:** Insert the job titles that exist within the company at the time of application, as well as any job titles that will be established as a result of the Project.

**Column B:** Indicate the entry level wage for each listed job title either in terms of hourly pay or annual salary.

**Column C:** For each listed job title insert the number of positions that exist at the time of application.

**Column D:** Insert the number of jobs to be created during year one of the Project for each listed job title.

**Column E:** Insert the number of jobs to be created during year two of the Project for each listed job title.

**Column F:** Insert the number of jobs to be created during year three of the Project for each listed job title.

**Column G:** Indicate the total number of jobs to be created for each listed title as a result of the Project. (Column D + Column E + Column F = Column G)

(A) Job Title	(B) Annual or Hourly Wages	(C) Current Number of Positions	(D) Jobs Created: Year One	(E) Jobs Created: Year Two	(F) Jobs Created: Year Three	(G) Total Jobs Created
Property Manager	\$45,000 (est)	0	0.5 (est)	0.5 (est)	0.5 (est)	0.5 (est)
Building Maintenance	\$40,000 (est)	0	0.75 (est)	0.75 (est)	0.75 (est)	0.75 (est)
<b>TOTALS:</b>						

In addition to the job figures provided above, please indicate the following:

- 1) The projected number of full time equivalent jobs that would be retained and that would be created if the request for financial assistance is granted.

**No jobs would be retained since the project site is currently vacant. If the request is granted there would be 1.25 FTE positions created in property management and building maintenance. These would be employees of the property management company. There would be additional employment for the commercial space; however, the tenancy is presently unknown and staffing will be outside the Applicant's control.**

- 2) The projected timeframe for the creation of new jobs.

**Construction jobs would be created throughout the duration of construction of late 2018 into early 2020. Permanent jobs would begin once construction is nearing completion in early 2020.**

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- 3) The estimated salary and fringe benefit averages or ranges for categories of the jobs that would be retained or created if the request for financial assistance is granted.

**The average salary would be \$42,500 (est) with projected fringe benefits of \$5,000 (est) per year.**

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- 4) An estimate of the number of residents of the economic development region as established pursuant to section two hundred thirty of the economic development law, in which the project is located that would fill such jobs. The labor market area defined by the Authority (Capital Economic Development Region)

**It is estimated that 100% of hiring will come from within the economic development region.**

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TIDA Financial Assistance Requested and Company Estimates

A. Estimated Project Costs eligible for Industrial Development Authority Financial Assistance

1. Sales and Use Tax (X) Check if Requested

A. Amount of Project Cost Subject to Sales and Use Tax: **\$ 11,209,372 (est)**

Sales and Use Tax Rate: 8.00 %

B. Estimated Sales Tax (A X .08): **\$ 896,749 (est)**

2. Mortgage Recording Tax Exemption (X) Check if Requested

A. Projected Amount of Mortgage: **\$ 16,814,059 (est)\*\***

Mortgage Recording Tax Rate: ~~1.25 %~~ **\*\*1.00%**

B. Estimated Mortgage Recording Tax (A X .0125): **\$ 168,140 (est)**

3. Real Property Tax Exemption (X) Check if Requested

A. Projected Increase in Assessed Value on Project: **\$ 5,934,000 (est)**

B. Total Applicable Tax Rates Per \$1000: **\$ 43.44 (est)**

C. Estimated Annual Taxes without PILOT (A X B)/1,000: **\$ 278,016 (est)**

4. Interest Exemption (Bond transactions only) (  ) Check if Requested

a. Total Estimated Interest Expense Assuming Taxable Interest: **\$**

b. Total Estimated Interest Expense Assuming Tax-exempt Interest Rate: **\$**

B. Estimated Benefits of Industrial Development Authority Financial Assistance

1. Current Company employment in Capital Economic Development Region **N/A**

2. Current Company payroll in Capital Economic Development Region **\$ N/A**

3. Project Jobs to be Created over 3 years **1.25 FTE (est)**

Is the company delinquent in the payment of any state or municipal property taxes?  Yes  No

Is the company delinquent in the payment of any income tax obligation?  Yes  No

Is the company delinquent in the payment of any loans?  Yes  No

Is the company currently in default on any of its loans?  Yes  No

Are there currently any unsatisfied judgments against the company?  Yes  No

Are there currently any unsatisfied judgments against any of the company's principals?  Yes  No

Has the company ever filed for bankruptcy?  Yes  No

Have any of the company's principals ever personally filed for bankruptcy, or in any way sought protection from creditors?  Yes  No

Are there any current or pending real estate tax assessment challenges associated with the proposed project realty and/or improvements?  Yes  No

Is the proposed project realty currently subject to any exemption from real estate taxes?  Yes  No

Are there any current or pending criminal investigations or indictments of the Company or any of its principals or equity holders (including any and all holders of equity or ownership of Company parent organizations)?  Yes  No

If the answer to any of the questions above is "Yes," please provide additional comments in the space below and on additional pages if necessary.

**Applicant is requesting a reduction of the assessment for Parcel 1; the assessed value exceeds the market value of the property.**

r. For Industrial Revenue Bonds ONLY, including this project, list capital expenditures of the company at Project location:

Category	Last Three Years	Next Three Years
Land		
Building		
Equipment		
Soft Costs		
Other		
Total		

s. State whether there is a likelihood that the project would not be undertaken but for the financial assistance provided by the Authority, or, if the project could be undertaken without financial assistance provided by the Authority, a statement indicating why the project should be undertaken by the Authority

**There is a likelihood that the project would not be undertaken but for the financial assistance provided by the Authority; see attached.**

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t. List any other positive impacts that the Project may have on the City of Troy:

**See attached.**

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### **III. Project Information**

#### **s. State whether there is a likelihood that the project would not be undertaken but for the financial assistance provided by the Authority, or, if the project could be undertaken without financial assistance provided by the Authority, a statement indicating why the project should be undertaken by the Authority**

The Project is located in the highly-distressed Census Tract 407; per the U.S. Census Bureau, 2012-2016 5-Year American Community Survey, 40.6% of all residents in this census tract have incomes below the poverty level. While the immediate neighborhood is seeing some positive momentum from a handful of pioneering new retailers and restaurants, this area south of Congress Street has otherwise suffered from an extended period of disinvestment. Significant new residential development like that proposed for the Project is untested.

The Project is also subject to elevated construction costs. These include but are not limited to:

- urban fill conditions and anticipated hazardous material abatement;
- difficult logistics due to a constricted site bounded on three sides by two highly trafficked roadways and an existing three-story building;
- structured parking necessary to mitigate neighborhood parking impact;
- design to meet or exceed the latest, more stringent energy codes revised in October 2016;
- flood mitigation; the project site is located in the one hundred-year floodplain, necessitating mitigation solutions as well as additional ongoing carrying costs for flood insurance.

Costs are further exacerbated by the assemblage and preparation of three additional properties required of Applicant in order to pursue the Project at 134-142 Fourth Street. Applicant approached the City of Troy about purchasing the adjacent parcel at 144-146 Fourth St, currently a surface parking lot, in order to achieve the project footprint, proposed unit count and commensurate rental income for project feasibility. As a condition of the sale, the City requires that Applicant find reasonable replacement parking to accommodate commercial/retail traffic in the neighborhood. To that end, Applicant has a contract to purchase a private parking lot at 153 Fourth Street from Capitaland Taxi used for its taxi fleet, which will ultimately be transferred to the City for a new municipal lot. To address Capitaland's need for fleet parking, Applicant applied for and has been approved to acquire two properties which border Capitaland's office at 159 Fourth Street from the City of Troy's surplus property inventory; purchase is required by City as-is, and thus at Applicant's sole risk. Applicant, at its expense, will 1) remove the existing vacant row house at 163 Fourth Street and 2) clear the vacant lot at 86 Ferry. Both properties will then be graded, newly paved and striped prior to being transferred to Capitaland. 153 Fourth will also benefit from paving repairs effected by Applicant.

This project will not be feasible without the requested financial assistance due to the combination of an unproven location and higher relative project costs enumerated above, as well as forecasted interest rate increases. Moreover, because the project consists solely of new construction, it is not eligible for a number of other grants/incentives like the National Grid Main Street Program.

#### **t. List any other positive impacts that the Project may have on the City of Troy:**

Applicant has purchased 134-142 Fourth St., the former Keybank branch, located at the corner of two main thoroughfares, Congress and Fourth Streets, and one block north of Ferry Street. Following a consolidation with First Niagara, KeyBank shuttered this location in 2017. In keeping with the Applicant's focus on best-in-class properties (see enclosed "About The Rosenblum Companies"), the proposed project will avert a prolonged vacancy at 134-142 Fourth Street and address the continued

appetite for convenient, quality, downtown housing while remaking an important City gateway by:

- removing the outmoded, suburban-style KeyBank branch building, a hotspot of persistent public safety issues, and an adjacent municipal surface lot that is also inconsistent with the streetscape;
- constructing a new five-story transit-oriented mixed use building on the combined parcels with first floor retail space and concealed onsite parking appropriate to the existing urban built environment;
- Providing +/- 80 studio, one and two-bedroom units and tenant amenities consistent with the City of Troy's Comprehensive Plan goal to "aggressively pursue new downtown housing opportunities in the Central Business District, therefore establishing a new residential neighborhood."

The project will support another Comprehensive Plan goal - "To capitalize on downtown Troy's emerging identity as a center for recreation, dining and culture" – by attracting an estimated 100+ residents to patronize downtown retailers including those new businesses on the ground floor of the building itself or proximal to the property. Reactivating the combined Project parcels will encourage more walking traffic south of Congress Street, as will relocating the municipal parking lot to 153 Fourth Street, creating additional opportunities/visibility for retail and residential development. This includes the newly squared off corner parcel assemblage of 163 Fourth/159 Fourth/86 Ferry if Capitaland chooses to redevelop or sell the property. At a minimum, Applicant will demolish the conspicuous blighted and structurally unsound building at 163 Fourth Street and recondition both the remaining land and the untended vacant lot at 86 Ferry. The Applicant is currently undertaking a historically sensitive renovation of the former Troy Record newspaper property situated in a similarly peripheral location and although construction is not complete, the surrounding neighborhood is already attracting additional commercial (retail, office, mixed use) investment.

With regard to parking, although no off-street parking spaces are required in the B-4 zone, (i) approximately 50 onsite parking spaces will be provided which will minimize the demand of building residents for on-street parking; and (ii) Applicant will use a single access point for the Property on the secondary Williams Street Alley, thereby eliminating two curb cuts that currently egress to the busy Fourth Street arterial and creating the opportunity for additional street parking in place of the curb cuts. Further, Applicant is collaborating with CDTA and the City on a new Bus Rapid Transit (BRT) station planned for the southeast corner of Fourth and Congress and intends to provide indoor bike storage/repair to facilitate resident use of alternate/mass transit.

Finally, this project will support over one-hundred jobs during construction as well as several permanent new jobs, and ultimately generate significant additional property tax revenue



## About The Rosenblum Companies

**The Rosenblum Companies** is one of the largest developers and a full-service owner-operator of premier commercial properties in the Capital Region totaling over **one million square feet**. For nearly four decades, Rosenblum has provided 'better spaces' and real estate services to Fortune 500 corporations, regional businesses, medical practices, government agencies and nonprofit institutions alike. Founded in 1979, The Rosenblum Companies was the first to construct office space on Washington Avenue Extension in Albany, New York, ultimately completing ten new buildings, eight of which comprised the *Corporate Plaza* campus. In 1990, the company developed another unique parcel at the nexus of the region's main transportation routes into *Great Oaks*, a TOBY ("The Office Building of the Year") award recipient and **one of the most desirable office parks** in the Albany area.

In 2009, The Rosenblum Companies began to diversify with the conversion of a derelict former car dealership built in 1928 into 24 customized residences called *17 Chapel Boutique Condominiums*. Downtown Albany's first and only luxury condo building, 17 Chapel was a catalyst for the City's urban housing renaissance, with hundreds of new units following into development. 17 Chapel has received numerous accolades including a 2012 *Sustainable Cities Award* from the Historic Albany Foundation and in 2014, the *Albany Business Review* recognized 17 Chapel as one of "50 Projects That Are Reshaping Life and Business in the Capital Region."



*The News Apartments (rendering)*



*17 Chapel Boutique Condominiums*

Today, The Rosenblum Companies' real estate portfolio in Upstate New York encompasses office, industrial, retail, self-storage, and mixed use properties. Consistent with 17 Chapel, the company's development practice favors infill and adaptive reuse projects. In 2016, Rosenblum celebrated the opening of a new Save-A-Lot discount neighborhood grocery store in an empty former office building, providing a walkable neighborhood amenity particularly for limited-income residents. That same year, Rosenblum began work on a \$24M renovation of the century-old Troy Record building and construction of a contextually appropriate addition to provide 101 market rate residential apartments, tenant amenity space and ground floor retail, a first of its type in Troy's Central Business District. Subsequently, the company launched ValuSpace® Personal Storage with a \$7M, three-story, 88,000 square foot flagship storage facility in Albany; the project included removing a blighted one-story 1950s-era building that had struggled through revolving tenancies. A second location, ValuSpace Troy, is slated to open in July 2018 on the site of a former commercial diesel repair facility.

The Rosenblum Companies also provides comprehensive property management and related services to investors and end-users delivered by an in-house staff of experts in property operations, real estate transactions, project management and marketing.

## V. REPRESENTATIONS BY THE APPLICANT

The Applicant understands and agrees with the Authority as follows:

- A. **Job Listings:** In accordance with Section 1967-a(2) of the New York Public Authorities Law, the applicant understands and agrees that, if the Project receives any Financial Assistance from the Authority, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA") in which the Project is located.
- B. **First Consideration for Employment:** In accordance with Section 1967-a(2) of the New York Public Authorities Law, the applicant understands and agrees that, if the Project receives any Financial Assistance from the Authority, except as otherwise provided by collective bargaining agreements, where practicable, the applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.
- C. **Annual Sales Tax Filings:** In accordance with Section 1964-a(9) of the New York Public Authorities Law, the applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Authority, in accordance with Section 1964-a(9) of the Public Authorities 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.
- D. **Annual Employment Reports:** The applicant understands and agrees that, if the Project receives any Financial Assistance from the Authority, the applicant agrees to file, or cause to be filed, with the Authority, on an annual basis, reports regarding the number of people employed at the project site.
- E. **Absence of Conflicts of Interest:** The applicant has received from the Authority a list of the members, officers, employees and Counsel of the Authority. No member, officer, employee, or Counsel of the Authority has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:

N/A

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**HOLD HARMLESS AGREEMENT AND APPLICATION DISCLAIMER**  
**CERTIFICATION PURSUANT TO NEW YORK STATE**  
**FREEDOM OF INFORMATION LAW ("FOIL")**

Applicant hereby releases the TROY INDUSTRIAL DEVELOPMENT AUTHORITY and the members, officers, servants, agents and employees thereof (the "Authority") from, agrees that the Authority shall not be liable for and agrees to indemnify, defend and hold the Authority harmless from and against any and all liability arising from or expense incurred by (A) the Authority'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 Authority, (B) the Authority's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Authority 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 Authority or the Applicant are unable to reach final agreement with the respect to the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Authority, its agents or assigns, all costs incurred by the Authority in the processing of the Application, including attorneys' fees, if any.

Through submission of this Application for Financial Assistance (this "Application"), the Company acknowledges that the Authority, as a public benefit corporation, is subject to the New York State Freedom of Information Law ("FOIL") and Open Meetings Law ("OML"), as codified pursuant to the Public Officers Law ("POL") of the State of New York (the "State"). Accordingly, unless portions hereof are otherwise protected in accordance with this Certification, this Application, including all Company-specific information contained herein, is subject to public disclosure in accordance with applicable provisions of the POL, Article 18-A of the General Municipal Law ("GML") and the Public Authorities Accountability Act of 2005, as codified within the Public Authorities Law ("PAL") of the State. Specifically, this Application may be disclosed by the Authority to any member of the public pursuant to a properly submitted request under FOIL and the Authority is further required to affirmatively disclose certain provisions contained herein pursuant to the GML and PAL, including the identification of the Company, general project description, location proposed capital investment and job estimates.

Notwithstanding the foregoing, the Company, pursuant to this Certification, may formally request that the Authority consider certain information contained within this Application and other applicable supporting materials proprietary information and "trade secrets", as defined within POL Section 87(2)(d). To the extent that any such information should qualify as trade secrets, the Company hereby requests that the Authority redact same in the event that formal disclosure is requested by any party pursuant to FOIL. Application Sections or information requested by Company for Redaction\*:

N/A

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(\* - Please indicate specific sections within Application that the Company seeks to qualify as "trade secrets". Additional correspondence or supporting information may be attached hereto. Please also note that notwithstanding the Company's request, the Authority shall make an independent determination of the extent to which any information contained herein may be considered as such)

In the event that the Authority is served with or receives any subpoena, request for production, discovery request, or information request in any forum that calls for the disclosure of the Application, in entirety, specifically including but not limited to any demand or request for production or review of Company-designated trade secrets, the Authority agrees to notify the Company as promptly as is reasonably possible, and to utilize its best efforts to: oppose or decline any such request; preserve the confidentiality and non-disclosure of such requested confidential material; and maintain such information and prevent inadvertent disclosure in responding to any such discovery or information request. The Company understands and agrees that all reasonable costs, including attorney's fees, associated with any such formal undertaking by the Authority to protect the trade secrets from disclosure shall be reimbursed by the Company to the Authority.

The undersigned officer of the applicant deponent acknowledges and agrees that the applicant shall be and is responsible for all costs incurred by the Authority and legal counsel for the Authority, whether or not the Application, the proposed project it describes, the attendant negotiations, or the issue of bonds or other transaction or agreement are ultimately ever carried to successful conclusion and agrees that the Authority shall not be liable for and agrees to indemnify, defend and hold the Authority harmless from and against any and all liability arising from or expense incurred by (A) the Authority's examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application or the proposed project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Authority, (B) the Authority's acquisition, construction and/or installation of the proposed project described herein and (C) any further action taken by the Authority with respect to the proposed project; including without limiting the generality of the foregoing, all causes of action and attorney's fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing.

By executing and submitting this Application, the applicant covenants and agrees to pay the following fees to the Authority, the same to be paid at the times indicated:

- (a) The sum of \$2,500, plus the sum of \$500 as a non-refundable processing fee, to be paid upon submission of the Application;
- (b) An Administrative Fee amounts to be determined using the schedule on Page 2 hereof for all other projects for which the Authority provides financial assistance, to be paid at transaction closing;
- (c) An amount to be determined by Authority Staff payable to the Authority's bond/transaction counsel for the preparation and review of the inducement resolution, the environmental compliance resolution, TEFRA hearing proceedings and the tax questionnaire assuming no further activity occurs after the completion of the inducement proceedings, to be paid within ten (10) business days of the receipt of bond/transaction counsel's invoice;
- (d) All fees, costs and expenses incurred by the Authority for (1) legal services, including but not limited to those provided by the Authority's general counsel or bond/transaction counsel, and (2) other consultants retained by the Authority in connection with the proposed project; with all such charges to

be paid by the applicant at the closing or, if the closing does not occur, within ten (10) business days of receipt of the Authority's invoices therefore please note that the applicant is entitled to receive a written estimate of fees and costs of the Authority's bond/transaction counsel;

- (e) The cost incurred by the Authority and paid by the applicant, including bond/transaction counsel and the Authority's general counsel's fees and the processing fees, may be considered as a costs of the project and included in the financing of costs of the proposed project, except as limited by the applicable provisions of the Internal Revenue Code with respect to tax-exempt bond financing.

The applicant further covenants and agrees that the applicant is liable for payment to the Authority of all charges referred to above, as well as all other actual costs and expenses incurred by the Authority in handling the application and pursuing the proposed project notwithstanding the occurrence of any of the following:

- (a) The applicant's withdrawal, abandonment, cancellation or failure to pursue the Application;
- (b) The inability of the Authority or the applicant to procure the services of one or more financial institutions to provide financing for the proposed project;
- (c) The applicant's failure, for whatever reason, to undertake and/or successfully complete the proposed project; or
- (d) The Authority's failure, for whatever reason, to issue tax-exempt revenue bonds in lieu of conventional financing.

The applicant and the individual executing this Application on behalf of applicant acknowledge that the Authority and its counsel will rely on the representations made in this Application when acting hereon and hereby represents 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.

**Company Acknowledgment and Certification:**

The undersigned, being a duly authorized representative of the Company, hereby and on behalf of the Company, certifies to the best of his or her knowledge and under the penalty of perjury that all of the information provided by the Company within this Application for Financial Assistance is true, accurate and complete.

The Company, on behalf of itself and all owners, occupants and/or operators receiving or that will receive financial assistance from the Authority (collectively, the "Recipients") hereby certifies that the Recipients are in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.

The Company, on behalf of itself and all Recipients, hereby further acknowledges that the submission of any knowingly false or knowingly misleading information herein or within any agreement with the Authority may lead to the immediate termination of any financial assistance and the reimbursement of an amount equal to all or part of any tax exemptions claimed by reason of the Authority's involvement in the project, including all costs of the Authority relating to same. The Company has reviewed and accepts the terms of the Authority's Project Recapture and Termination Policy.

By:   
Name: Seth D. Rosenblum  
Title: President, Rosenblum Development Corporation, its Manager

State of New York )

County of Albany ) ss.:

On the 7 day of May in the year 2018 before me, the undersigned, personally appeared Seth D. ROSENBLUM, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signatures on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

  
Notary Public



Troy Industrial Development Authority

**Project Summary and Financial Assistance Cost Benefit Analysis**

*(This page to be completed by TIDA Staff)*

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**Company Name:** \_\_\_\_\_

**Project Description:** \_\_\_\_\_

**Project Location:** \_\_\_\_\_

**City:** \_\_\_\_\_

**School District:** \_\_\_\_\_

**Estimated Cost of Industrial Development Authority Financial Assistance**

1. **Sales and Use Tax Exemption**

A. **Amount of Project Cost Subject to Sales and Use Tax:** \$

**Sales and Use Tax Rate:** \_\_\_\_\_ 8%

B. **Estimated Exemption (A X .08):** \$

2. **Mortgage Recording Tax Exemption**

A. **Projected Amount of Mortgage:** \$

**Mortgage Recording Tax Rate:** \_\_\_\_\_ 1.25%

B. **Estimated Exemption (A X .0125):** \$

3. **Real Property Tax Exemption**

A. **Projected Increase in Assessed Value on Project:** \$

B. **Total Applicable Tax Rates Per \$1000:** \$

C. **Total Annual Taxes without PILOT (A X B)/1,000:** \$

D. **PILOT Exemption Rate (see TIDA Uniform Tax Exemption Policy):** %

E. Average Annual PILOT Payment (C X D):	\$
F. Net Exemption over PILOT term ((C-E) x 7, 10 or 15)):	\$
4. Interest Exemption (Bond transactions only)	
a. Estimated Interest Expense Assuming Taxable Interest:	\$
b. Estimated Interest Expense with tax-exempt Interest Rate:	\$
c. Interest Exemption (a - b):	\$

**Estimated Benefits of Industrial Development Authority Financial Assistance**

1. Jobs to be retained in the Capital Economic Development Region	
2. Current Company payroll in the Capital Economic Development Region	\$
3. Project Jobs to be Created over 3 years	
4. Total Project Investment	\$
5. Non IDA financing leveraged	\$
6. Other project benefits:	

Authority Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Applicant Signature: \_\_\_\_\_ Date: \_\_\_\_\_