

# City of Troy Industrial Development Authority

April 22, 2016

10:00 AM

Meeting Minutes

**Present:** Kevin O'Bryan, Hon. Robert Doherty, Susan Farrell, Hon. Dean Bodnar, Tina Urzan, Paul Carroll and Lou Anthony

**Absent:** Steve Bouchey

**Also in attendance:** Justin Miller, Paul Goetz, Mary Ellen Flores, James Lozano, Dep. Mayor Monica Kurzejeski, Deanne DalPos, Michael Uccellini, Thomas Uccellini, Tim Haskins and Denee Zeigler

The Chairman called the meeting to order at 10:00 a.m.

## I. Minutes

The board reviewed the minutes from the March 11, 2016 board meeting.

**Hon. Dean Bodnar made a motion to approve the March 11, 2016 meeting minutes.**

**Tina Urzan seconded the motion, motion carried.**

## II. SaxBST Audit

Paul Goetz spoke to the board about the recently completed 2015 audit. A copy of the draft financial statements and the management letter were distributed to the board members for review. He advised that it shows as a draft until it is signed by management. In this case it will be Joe Mazzariello, James Lozano and the chairman. He explained that the letter attached is where any negative comments or findings would be made and pointed out that there is nothing to report.

Mr. Goetz advised that page 3 of the report, the auditor's opinion, sets up the responsibilities of management and outlines what is being audited. Mr. Goetz advised that the IDA received an unqualified opinion; the highest level. Mr. Goetz explained that the next section discusses the Management Discussion and Analysis letter, but because this is a smaller entity it is not needed.

Mr. Goetz discussed the section Statement of Internal Controls which is found towards the end of the report.

Mr. Goetz discussed the Statement of Net Position. He advised that it compares the amounts from 2014 and 2015. Two items show much different amounts; \$1.2 in assets at the end of 2014 to \$308,000 at the end of 2015. He advised that the Riverfront Park Access project and the administrative support agreement with the City of Troy both were significant expenses. Mr. Goetz noted that there is cash assets of \$308,000 and a reimbursement check that was deposited in 2016 for \$250,000.

The rest of the report discusses the accounting policies, transactions with the City of Troy and the community development projects. He advised that the last section of the report discusses internal controls and compliance; both with nothing to report.

**Paul Carroll made a motion to accept the 2015 audit as presented by Paul Goetz of SaxBST.  
Tina Urzan seconded the motion, motion carried.**

The Chairman advised that he would like to adjourn the IDA portion of the meeting and convene the CRC portion of the meeting at 10:18 a.m.

The IDA reconvened at 10:22 a.m.

III. PARIS report

The chairman advised that the presentation of the PARIS report will be at the next meeting. He wanted to stress that this is a very important document for the board to sign off on and wants it to be ready with time to review before we vote on it.

IV. Project Pipeline

Mrs. Kurzejeski advised the board that the project pipeline report was used by Bill to track upcoming and in process projects. She advised that there are a couple of items that need some updating before it is ready for the board members to review. The chairman advised that he would like this to be a report that we visit several times a year. Mr. Doherty asked if completed projects stay on the report. Mrs. Kurzejeski advised that the pipeline will show where it is in the process. It also shows potential projects that have reached out to us or have filled out applications already.

V. HV Housing, LLC

The chairman introduced Michael Uccellini to the board to discuss the changes in their student housing project. Mr. Uccellini introduced Tim Haskins, project developer, and Thomas Uccellini. Mr. Haskins advised that the best way to present this project is to note what will be different from the previously approved project.

Mr. Haskins explained that the 2014 project was contemplated as a land lease transaction that would have taken place between the school and the developer. When that project did not go forward, the school sold the entire tract to the developer instead. He advised that the previous project was for 330 beds and will now be 268 beds. The other difference is with an increase of 65 parking spaces at the suggestion of the planning commission.

Mr. Haskins advised that they also made a significant change in vehicle access. In the initial project, there was a one way exit onto VanDenburgh Ave. He advised that it was important to them to have an exit that allowed traffic to exit both ways onto VanDenburgh Avenue and felt it would help with traffic issues on Morrison Ave. Mr. Haskins advised that they were able to widen the road to

two lanes as long as archeological monitoring while excavating. Mr. Haskins advised that the exit on Morrison Ave is going to be restricted to a right-hand turn out only.

Mr. Haskins advised that to comply with the complete streets program, they will be leveling out the property so that it is at street level with the intersection. This will decrease the height of the building and allow for future improvements such as adding a sidewalk going down the hill. Mr. Haskins advised that the changes will allow them to add a road that goes completely around the property.

Mr. Uccellini advised that they expected to have the student housing ready for the end of June 2017. Mr. Haskins advised that there will be a mix of 2 and 4 bedroom units and will have an amenity space, business/student center, yoga and security space. Mrs. Kurzejeski asked if there will be 24 hour security. Mr. Uccellini advised that no, students will have to buzz people in after hours.

Mr. Doherty asked about the outcome of the traffic study that was done. Mr. Haskins advised that the results of the study shows no need for a traffic light to be added at the entrance of the site. He advised that the changes they will be making will reduce the cars by 35 cars during the peak a.m. and p.m. times because the students will be on site rather than traveling to and from the school. Mr. Haskin advised there is updated traffic signalizations that will be put in place called lead pedestrian interval which will stop traffic in all directions and allow them to cross the street.

The board asked if there is a fill agreement with the college. Mr. Uccellini advised there is no agreement but will be working closely with them.

Mrs. Kurzejeski advised that she recently spoke to a resident of the Stowe farm area who has been happy with the student housing projects that have happened in that area. She advised that the new projects spark improvements to be made by some of the older apartments in that area.

Mr. Bodnar asked if there is any CDTA shuttle service. Mr. Haskins advised no, it will be a walkable area and there is a large CDTA station in front of the college. Mr. Bodnar noted that it is a long walk. Mr. Uccellini advised that HVCC has a great relationship with CDTA. Tina Urzan asked for clarification on the traffic flow. Mr. Haskins indicated it on the aerial maps.

Mrs. Kurzejeski asked about the total acreage that they own. Mr. Uccellini advised that it is about 40 acres and indicated it on the map. He also showed where the subdivision will occur. Mr. Haskins advised that they will be going in front of the planning commission in April. Mr. Doherty commended them on their presentation. (See attached Resolution 04/16 #1)

**Hon. Dean Bodnar made a motion to approve the initial resolution for HV Housing, LLC.**

**Susan Farrell seconded the motion, motion carried.**

VI. Financials

Jim Lozano talked about the balance sheet for the month of March. He noted the status of the cash and noted that change was due to The Community Builders project. He also noted the PILOT payment for Dinosaur BBQ has not been received. Mrs. Urzan asked how far behind they are. Mrs. Zeigler advised that there was a change within the company and they have new contact/billing information. The chairman advised that the PILOT reporting coming out of the City needs to be tightened up going forward. Mr. Bodnar asked if a demand letter will be sent. Mr. Miller advised he will look into.

Mr. Lozano wanted to note that the \$250,000 reimbursement from the City of Troy for the Riverfront Park Access project has been received and deposited and will show on next month's balance sheet.

Mr. Lozano noted that there was a surplus on the income statement. He advised that is the result of The Community Builders project. He added that there are very limited operating expenses.

**Tina Urzan made a motion to approve the financials as presented.**

**Paul Carroll seconded the motion, motion carried.**

VII. Adjournment

With no additional business to discuss, the IDA portion of the meeting was adjourned at 10:45 a.m.

**Hon. Dean Bodnar made a motion to adjourn the IDA meeting.**  
**Tina Urzan seconded the motion, motion carried.**

**INITIAL PROJECT RESOLUTION**  
(*HV Housing, LLC Project*)

A regular meeting of the Troy Industrial Development Authority (the “Authority”) was convened on April 22, 2016 at 10:00 a.m., local time, at 433 River Street, 5<sup>th</sup> Floor, Troy, New York 12180.

The meeting was called to order by the Vice Chairman and, upon roll being called, the following members of the Authority were:

<u>MEMBER</u>	<u>PRESENT</u>	<u>ABSENT</u>
Kevin O’Bryan	X	
Hon. Dean Bodnar	X	
Hon. Robert Doherty	X	
Steve Bouchey		X
Louis Anthony	X	
Paul Carroll	X	
Adam Hotaling		X
Susan Farrell	X	
Tina Urzan	X	

The following persons were ALSO PRESENT: Paul Goetz, James Lozano, Mary Ellen Flores, Deanna DelPos, Michael Uccellini, Thomas Uccellini, Tim Haskins, Justin Miller Esq. and Denee Zeigler.

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 a proposed project for the benefit of HV Housing, LLC.

On motion duly made by Hon. Dean Bodnar and seconded by Susan Farrell, the following resolution was placed before the members of the Troy Industrial Development Authority:

Member	Aye	Nay	Abstain	Absent
Kevin O’Bryan	X			
Hon. Dean Bodnar	X			
Hon. Robert Doherty	X			
Steve Bouchey				X
Louis Anthony	X			
Paul Carroll	X			
Adam Hotaling				X
Susan Farrell	X			
Tina Urzan	X			

Resolution No. 04/16 #1

RESOLUTION OF THE TROY INDUSTRIAL DEVELOPMENT AUTHORITY (THE "AUTHORITY") (i) ACCEPTING THE APPLICATION OF HV HOUSING, LLC (COLLECTIVELY, THE "COMPANY") IN CONNECTION WITH A CERTAIN PROJECT (AS MORE FULLY DEFINED BELOW); (ii) AUTHORIZING THE SCHEDULING, NOTICE AND CONDUCT OF A PUBLIC HEARING WITH RESPECT TO THE PROJECT; AND (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AUTHORITY WITH RESPECT TO THE PROJECT

WHEREAS, by Title 11 of Article 8 of the Public Authorities Law of the State of New York, as amended, and Chapter 759 of the Laws of 1967 of the State of New York, as amended (hereinafter collectively called the "Act"), the **TROY INDUSTRIAL DEVELOPMENT AUTHORITY** (hereinafter called the "Authority") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, **HV HOUSING, LLC**, for itself and/or on behalf of an entity to be formed (collectively, the "Company"), has requested the Authority's assistance with a certain project (the "Project") consisting of (i) the acquisition by the Authority of a leasehold interest in approximately 13 acres of real property located at 45 Vandenburg Avenue at the corner of Morrison Avenue and Vandenburg Avenue, Troy, New York 12180 (the "Land", being more particularly identified as a portion of TMID No. 112.69-1-10) and the existing site and infrastructure improvements located thereon being comprised of five (5) buildings containing approximately 91,793 square feet of space along with existing site improvements (the "Existing Improvements"), (ii) the demolition of portions of the Existing Improvements and the planning, design, engineering, construction, operation and maintenance upon the Land and around the Existing Improvements of a four (4) story residential facility including seventy-two (72) units of rental residential housing containing 268 beds along with related common area space, related exterior access and egress improvements, parking, curbage, site work and landscaping improvements (collectively, the "Improvements"), and (iii) the acquisition and installation by the Company in and around the Existing Improvements and Improvements of certain items of equipment and other tangible personal property necessary and incidental in connection with the Company's development of the Project in and around the Land, Existing Improvements and Improvements (the "Equipment", and collectively with the Land, the Existing Improvements and the Improvements, the "Facility"); and

WHEREAS, pursuant to the Act, the Authority desires to adopt a resolution describing the Project and the Financial Assistance (as hereinafter defined) that the Authority is contemplating with respect to the Project; and

WHEREAS, it is contemplated that the Authority will (i) accept the Application submitted by the Company; (ii) approve the scheduling, notice and conduct of a Public Hearing with respect to the Project; and (iii) approve the negotiation, but not the execution or delivery, of certain documents in furtherance of the Project, as more fully described below.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE TROY INDUSTRIAL DEVELOPMENT AUTHORITY AS FOLLOWS:

Section 1. The Company has presented an application in a form acceptable to the Authority. Based upon the representations made by the Company to the Authority in the Company's application and in related correspondence, the Authority hereby finds and determines that:

(A) By virtue of the Act, the Authority 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 Authority has the authority to take the actions contemplated herein under the Act; and

(C) The action to be taken by the Authority will induce the Company to develop the Project, and otherwise furthering the purposes of the Authority as set forth in the Act; and

(D) The Project will not result in the removal of a commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Authority hereby finds that, based on the Company's application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries; and

Section 2. The proposed Financial Assistance being contemplated by the Authority includes (i) a sales and use tax exemption for materials, supplies and rentals acquired or procured in furtherance of the Project by the Company as agent of the Authority; (ii) mortgage recording tax exemption(s) in connection with secured financings undertaken by the Company in furtherance of the Project; and (iii) an abatement or exemption from real property taxes levied against the Land and Facility pursuant to a PILOT Agreement to be negotiated.

Section 3. The Chairman, Vice Chairman, and/or Executive Director/Chief Executive Officer of the Authority are hereby authorized, on behalf of the Authority, to schedule, notice and conduct a public hearing in compliance with the Act and negotiate (but not execute or deliver) the terms of (A) a Lease Agreement, pursuant to which the Company leases the Project to the Authority (or, a Deed of conveyance to the Authority whereby the Authority will acquire fee title to the Land and Project), (B) a related Leaseback Agreement, pursuant to which the Authority leases its interest in the Project back to the Company, (C) a PILOT Agreement,

pursuant to which the Company agrees to make certain payments in-lieu-of real property taxes, and (D) related documents thereto; *provided* (i) the rental payments under the Leaseback Agreement include payments of all costs incurred by the Authority arising out of or related to the Project and indemnification of the Authority by the Company for actions taken by the Company and/or claims arising out of or related to the Project and (ii) the terms of the PILOT Agreement are consistent with the Authority's Uniform Tax Exemption Policy or the procedures for deviation have been complied with.

Section 4. The officers, employees and agents of the Authority are hereby authorized and directed for and in the name and on behalf of the Authority to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Authority with all of the terms, covenants and provisions of the documents executed for and on behalf of the Authority.

Section 5. These Resolutions shall take effect immediately.

**SECRETARY'S CERTIFICATION**

STATE OF NEW YORK            )  
COUNTY OF RENSSELAER    )

I, Denee Zeigler, the undersigned, Secretary of the Troy Industrial Development Authority (the "Authority"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Authority, including the Resolution contained therein, held on April 22, 2016, with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Authority had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Authority present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Authority this 22nd day of April, 2016.

A handwritten signature in cursive script that reads "Denee Zeigler". The signature is written in black ink and is positioned above a horizontal line.

(SEAL)