

# Troy Industrial Development Authority

December 16, 2016

10:00 AM

Meeting Minutes

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

**Absent:** Paul Carroll and Adam Hotaling

**Also in attendance:** Robert Ryan, Cheryl Kennedy, Jim Lozano, Mary Ellen Flores, Deanne DalPos, Sharon Martin, Lucas Nathan, Andy Patel, Kalpen Patel, Minesh Patel, Tom Sawyer and Denee Zeigler.

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

## I. Minutes

The board reviewed the minutes from the November 18, 2016 board meeting.

**Tina Urzan made a motion to approve the November 18, 2016 meeting minutes.**

**Lou Anthony seconded the motion, motion carried.**

## II. Mlock Parcel

Mr. Strichman advised the board that they did extend the option to purchase the lot and in the meantime, the City of Troy has received a grant in the amount of \$450,000 to help purchase the site. He added that they will be working with the new owner of 701 River Street to come up with a plan for the site. The board looked forward to discussing it at further board meetings.

## III. Troy Lodging Associates, LLC – Initial Project Resolution

Mr. Strichman introduced the people from Visions Hotel to discuss the project. He advised that the project has received planning commission approvals for a hotel to be built at the corner of Fifth Avenue and Congress Street. Mr. Patel explained that this project is a Hilton brand called Tru. This particular brand is geared towards millennials; less time is spent in the rooms and more in the lobby. The lobby is much larger than other hotels and contains activities for the guests to do and interact with each other. He advised that there will be 98 rooms. Mr. Patel advised there are some challenges that we faced with the small site; it has caused the cost of the project to increase by about \$2 Million. He added that after going through the planning commission it was requested that they have three stair towers, update the facade and add underground parking. He advised they would like to start in May. Mr. Patel expects about 28,000 guests each year. He added that they recently finished a hotel project in East Greenbush. This project will take between 14-18 months to complete due to the underground parking and other site work. Ms. Urzan asked how many stories

the building will be. Mr. Patel advised five stories; including the underground parking. Ms. Urzan asked how many parking spots there will be. Mr. Patel advised that they will have a little fewer than 93 parking spots, but we have worked out with the City that there is additional parking in the surrounding areas. Ms. Urzan asked if there is a restaurant no site. Mr. Patel advised no and added that all of the activities will be in the lobby. He explained that the model is designed to have people congregate in the lobby and mingle instead of in small groups in the rooms. Mr. Doherty asked about their background and other projects they have completed. Mr. Patel advised that he started in the hotel business about 25 years ago. They have completed most of their projects in upstate New York; the Utica/Buffalo/Rochester area. Mr. Patel advised that the Visions company tries to give back to the communities they build in. He talked about some of the community events that they hold and services they extend to the surrounding residents; holiday events and assistance to fire victims. The board asked who the property was purchased from. Mr. Patel advised they bought the land from Mr. Ucellini. He added that this is our first downtown hotel. Ms. Urzan asked how many employees. Mr. Patel advised that this is their first Tru project and he is planning on 10-15 local employees. Ms. Urzan asked about the landscaping. Mr. Patel advised that the site is very tight so there will be minimal landscaping, but he will do as much as they can to soften the look of the site. Ms. Urzan asked about the underground parking. Mr. Patel advised that they will enter in from Sixth Ave and the main hotel entrance will be on Seventh Ave. He added that they will have a circular drop off at the entrance and a deck/patio area outside on the first floor. The board agreed that this is an important corner that is considered a gateway to the downtown and City Station across the street. The chairman advised that this project already has planning approval, but we will get another look at this project. Mr. Bodnar asked about the exterior of the building. Mr. Patel advised this was something they discussed during the planning process and it was decided that the stucco look they usually have on the outside is not going to be used. He added that the hotel will have a more urban, modern look to it. (See attached Resolution 12/16 #1)

**Hon. Bob Doherty made a motion to approve the Initial Project Resolution for Troy Lodging Associates, LLC project.  
Tina Urzan seconded the motion, motion carried.**

IV. Executive Director Report

Mr. Strichman advised that the project at 515 River Street was tabled at the last planning meeting in order to discuss the bicycle trail that is set to go behind the property. Mr. Strichman advised there is an easement in place and they will be working with the South Troy trial group. He added that the applicant is in need of all of the parking spots; it will be something they need to work out.

Mr. Strichman advised that 444 River Street was pulled from this agenda and will be discussed at the next meeting. He added that we don't expect any changes to the deal.

Mr. Strichman advised that there are three projects in the pipeline; a downtown residential project, office space and the Canon building.

V. Financials

Ms. Flores advised that there is \$915,000 in assets versus \$38,000 in liabilities leaving \$877,000 in equity. There are no other items of significance on the balance sheet.

Ms. Flores advised that the profit and loss report shows a \$2,500 in loss for the month and \$566,000 profit for the year.

**Susan Farrell made a motion to accept the financials as presented.**

**Hon. Dean Bodnar seconded the motion, motion carried.**

VI. Old Business

No old business to discuss.

VII. New Business

Mr. Strichman reminded the board members to complete the end of the year board member evaluations.

The chairman advised that the Mayor has decided on a replacement for vice chairman, Mr. Bouchey. He added that if anyone was interested in the position, please come forward. If not, the replacement person will be a good fit for the position.

The board had a general discussion about the Troy school board representative.

Mr. Strichman advised that we will have our annual meeting next month.

Mr. Doherty wanted to note the importance of Steve's position in the city and on the boards. Mr. Strichman advised that he really enjoys working here and noted that the politics were a little different than he expected. He added that it is challenging due to resource issues, but he has starting to understand the strengths of his staff and would like to spend some additional time working on the LDC and IDA projects. Mr. Strichman noted that there is a lot of great opportunity here. He is looking forward to moving some of the big projects forward. Mr. Bodnar spoke about the positive, notable changes that have occurred over the last six years downtown. The chairman agreed and hoped that there will be more projects to come and developers that are willing to come to Troy. Mr. Doherty noted a few mistakes along the way, but moving forward we will do better. The board agreed that we need to keep the statements positive in order to move these important projects forward and keep them coming in. Mr. Doherty agreed and advised some pushback is okay, but the comments must be constructive.

VIII. Adjournment

With no other items to discuss, the IDA portion of the meeting was adjourned at 10:42 a.m.

**Tina Urzan made a motion to adjourn the IDA meeting.**

**Hon. Dean Bodnar seconded the motion, motion carried.**

**INITIAL PROJECT RESOLUTION**  
*(Troy Lodging Associates LLC Project)*

A regular meeting of the Troy Industrial Development Authority (the “Authority”) was convened on December 16, 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	
Louis Anthony	X	
Paul Carroll		X
Adam Hotaling		X
Susan Farrell	X	
Tina Urzan	X	

The following persons were ALSO PRESENT: Robert Ryan, Cheryl Kennedy, Jim Lozano, Mary Ellen Flores, Deanne DalPos, Sharon Martin, Lucas Nathan, Andy Patel, Kalpen Patel, Minesh Patel, Tom Sawyer 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 Troy Lodging Associates LLC.

On motion duly made by Hon. Bob Doherty and seconded by Tina Urzan, 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			
Louis Anthony	X			
Paul Carroll				X
Adam Hotaling				X
Susan Farrell	X			
Tina Urzan	X			

Resolution No. 12/16 #1

RESOLUTION OF THE TROY INDUSTRIAL DEVELOPMENT AUTHORITY (THE "AUTHORITY") (i) ACCEPTING THE APPLICATION OF TROY LODGING ASSOCIATES LLC (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, **TROY LODGING ASSOCIATES 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 .75 acres of real property located at 1610 Sixth Avenue, Troy, New York 12180 (the "Land", being more particularly identified as TMID No. 101.62-1-1) and the existing parking, site and infrastructure improvements located thereon (the "Existing Improvements"), (ii) the planning, design, engineering, construction, and improvement of the Land and Existing Improvements into a five story hotel facility comprised of approximately 45,000 square feet and 98 hotel rooms, along with a first floor parking garage, exterior access and egress improvements, curbage, utility and related exterior improvements (collectively, the "Improvements"), (iii) the acquisition and installation by the Company in and around the Land, 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 (iv) the lease of the Facility to the Company 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) an Agent and Financial Assistance and Project Agreement (the "Agent Agreement"), (B) 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), (C) a related Leaseback Agreement, pursuant to which the Authority leases its interest in the Project back to the Company, (D) a PILOT Agreement, pursuant to which the Company agrees to make certain payments in-lieu-of real property taxes, and (E) 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 December 16, 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 16<sup>th</sup> day of December, 2016.

*Denee Zeigler*

