

Date: December 20, 2021

At a meeting of the Town of Hempstead Industrial Development Agency (the “Agency”), held at Town Hall Pavilion, 1 Washington Street, Hempstead, New York 11550, on the 20th day of December, 2021 at 9:00 a.m., the following members of the Agency were present:

Present: Florestano Girardi, Chairman
Rev. Dr. Eric C. Mallette, Treasurer
Jack Majkut, Secretary
Thomas J. Grech, Member
Robert Bedford, Member

Excused: Lorraine Rhoads, Agency Administrator

Also Present: Frederick E. Parola, Chief Executive Officer
Edie Longo, Chief Financial Officer
Michael Lodato, Deputy Executive Director
Laura Tomeo, Deputy Agency Administrator
Arlyn Eames, Deputy Financial Officer
John Ryan, Esq., Agency Counsel
Paul V. O’Brien, Esq., Transaction Counsel

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 the acquisition of a leasehold interest in or title to a certain industrial development facility more particularly described herein (S&S Atlantic Realty, Inc. 2021 Facility), and the leasing of such facility to S&S Atlantic Realty, Inc.

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

Voting Aye

Voting Nay

Abstaining

RESOLUTION OF THE TOWN OF HEMPSTEAD
INDUSTRIAL DEVELOPMENT AGENCY (THE “AGENCY”)
APPROVING THE APPOINTMENT OF S&S ATLANTIC
REALTY, INC., A NEW YORK CORPORATION, ON BEHALF
OF ITSELF AND/OR THE PRINCIPALS OF S&S ATLANTIC
REALTY, INC. AND/OR AN ENTITY FORMED OR TO BE
FORMED ON BEHALF OF ANY OF THE FOREGOING AS
AGENT OF THE AGENCY FOR THE PURPOSE OF
ACQUIRING, CONSTRUCTING AND EQUIPPING OF AN
INDUSTRIAL DEVELOPMENT FACILITY, APPROVING THE
ACQUISITION, CONSTRUCTION AND EQUIPPING OF
SUCH FACILITY AND MAKING CERTAIN FINDINGS AND
DETERMINATIONS WITH RESPECT TO SUCH FACILITY
AND APPROVING THE FORM, SUBSTANCE AND
EXECUTION OF RELATED DOCUMENTS

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 529 of the Laws of 1971 of the State of New York, as the same may be amended from time to time (collectively, the “**Act**”), the Town of Hempstead Industrial Development Agency (the “**Agency**”) was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, S&S Atlantic Realty, Inc., a New York corporation, on behalf of itself and/or the principals of S&S Atlantic Realty, Inc. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”), submitted its application for financial assistance (the “**Application**”) to the Town of Hempstead Industrial Development Agency (the “**Agency**”) to enter into a transaction in which the Agency will assist in the acquisition of an interest in an approximately 1.2 acre parcel of land located at 418 Atlantic Avenue, Oceanside, Town of Hempstead, Nassau County, New York (the “**Land**”), the demolition of the existing structures and improvements on the Land, the construction of an approximately 22,500 square foot building containing approximately 23 residential units (consisting of approximately twenty-two (22) 2-bedroom apartments and one (1) 1-bedroom apartment) on the Land (the “**Improvements**”), and the acquisition of certain fixtures, equipment and personal property necessary for the completion thereof (the “**Equipment**”; and together with the Land and the Improvements, the “**Facility**”), which Facility is to be subleased by the Agency to the Company and further sub-subleased by the Company to future tenants for use as a transit-oriented “affordable workforce housing” complex (the “**Project**”); and

WHEREAS, a public hearing (the “**Hearing**”) was held on September 13, 2021 and notice of the Hearing was given and such notice (together with proof of publication) together with the minutes of the Hearing are in substantially the forms annexed hereto as Exhibits A and B, respectively; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in the form of (i) exemptions from sales and use taxes in an amount not to exceed

\$213,497, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, (ii) exemptions from mortgage recording tax (excluding the portion of the mortgage recording tax allocated to transportation districts referred to in Section 253(2)(a) of the Tax Law of the State of New York), for one or more mortgages securing the principal amount not to exceed \$3,537,240 in connection with the financing of the acquisition, construction and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, constructing and equipping of the Facility, and (iii) abatement of real property taxes (as set forth in the PILOT Schedule annexed as Exhibit C hereof); and

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

1. Feasibility Study prepared by R.D. Geronimo Ltd. dated January 22, 2021;
2. Cost-Benefit Analysis prepared by the Agency (using InformAnalytics) dated February 11, 2021;
3. New York Law Journal article published 3-22-17 on Eligibility of Residential Developments for IDA Benefits by Anthony Guardino, Esq.; and
4. Ryan et al. v Town of Hempstead Industrial Development Agency et al.

WHEREAS, the Agency’s Uniform Tax Exemption Policy (“**UTEP**”), a copy of which is annexed hereto as Exhibit E, provides for the granting of financial assistance by the Agency for unusual projects pursuant to Sections 1(A) and (B); and

WHEREAS, the financial assistance to be granted by the Agency to the Company would represent a deviation from the UTEP because the payment in lieu of taxes arrangement with respect to the Facility would be for a term of up to fifteen (15) years; and

WHEREAS, by letter dated November 29, 2021 (collectively, the “**Deviation Notice**”), a copy of which is annexed hereto as Exhibit E, the Agency provided notice to each affected tax jurisdiction of the proposed deviation from the UTEP and the respective dates of the Public Hearing and of the date of this meeting of the Agency and invited each affected tax jurisdiction to provide their comments either in person or in writing to the Agency at such Public Hearing or this meeting with respect to the location and nature of the Facility, the financial assistance to be granted by the Agency to the Company and the Agency’s deviation from the UTEP; and

WHEREAS, pursuant to Article 8 of the New York Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “**SEQR Act**”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (“**NYSDEC**”), being 6 N.Y.C.R.R. Part 617, et. seq.,

as amended (the “**Regulations**” and collectively with the SEQR Act, “**SEQRA**”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, pursuant to SEQRA, to aid the Agency in determining whether the Project may have a significant adverse impact upon the environment, the Agency has completed, received and/or reviewed: (1) Part 1 of a Full Environmental Assessment Form (“**EAF**”), dated August 21, 2020; (2) the New York State Cultural Resource Information System (“**CRIS**”); (3) NYSDEC’s Environmental Resource Mapper (“**ERM**”); (4) a United States Fish and Wildlife Service National Wetlands Inventory Map (“**US FWS Map**”); (5) correspondence from the New York State Office of Parks, Recreation and Historic Preservation (“**OPRHP Letter**”) dated February 4, 2020; (6) the Application; and (7) other relevant environmental information (collectively, (1)-(7) shall be referred to as the “**Environmental Information**”); and

WHEREAS, prior to making a recommendation about the potential environmental significance of the Project, the Agency has reviewed the Environmental Information, consulted various information sources, and considered the list of activities which are Type I Actions outlined in Section 617.4 of the Regulations, the list of activities that are Type II Actions outlined in Section 617.5 of the Regulations and the criteria for determining significance outlined in Section 617.7 of the Regulations; and

WHEREAS, a thorough analysis of the Environmental Information and potential environmental impacts associated with the Project reveals that the Project will not have any potentially significant adverse environmental impacts; and

WHEREAS, it is appropriate that the Agency issue a negative declaration pursuant to SEQRA for the Project; and

WHEREAS, the Agency will acquire a leasehold interest in the Land and the Improvements pursuant to a certain Company Lease Agreement, dated as of December 1, 2021, or such other date as the Chairman, the Chief Executive Officer, the Chief Financial Officer or the Deputy Executive Director of the Agency and counsel to the Agency shall agree (the “**Company Lease**”), by and between the Company and the Agency; and

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

WHEREAS, the Agency will sublease and lease the Facility to the Company pursuant to a certain Lease and Project Agreement, dated as of December 1, 2021 or such other date as the Chairman, the Chief Executive Officer, the Chief Financial Officer or the Deputy Executive Director of the Agency and counsel to the Agency shall agree (the “**Lease Agreement**”), by and between the Agency and the Company; and

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

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

WHEREAS, the Company has represented to the Agency that the approval of the Project and the transactions contemplated by the Lease Agreement shall not result in the removal of an industrial or manufacturing plant of any Facility occupant(s) from one area of the State to another area of the State or in the abandonment of one or more plants of facilities of the Facility occupant(s) located within the State; and

WHEREAS, as security for a loan or loans, the Agency and the Company will execute and deliver to a lender or lenders not yet determined (collectively, the “**Lender**”), one (1) or more mortgages, and such other loan documents satisfactory to the Agency, upon advice of counsel, in both form and substance as may be reasonably required by the Lender, to be dated a date to be determined, in connection with the financing, any refinancing or permanent financing of the acquisition, construction and equipping of the Facility (collectively, the “**Loan Documents**”); and

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

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

Section 1. Based upon the Agency’s review of the Environmental Information and investigations of the potential environmental impacts associated with the Project, considering both the magnitude and importance of each potential environmental impact indicated, and upon the Agency’s knowledge of the Land and surrounding area and such further investigations of the Project and its environmental effects as the Agency has deemed appropriate, the Agency has made the following findings:

(a) the Project is an Unlisted Action pursuant to SEQRA as the Project involves the construction of less than 500 new residential units in a town with a population of greater than 150,000 persons,

(b) no potentially significant adverse impacts on the environment are noted in the Environmental Information and none are known to the Agency and, therefore, the Project will not have a significant adverse impact upon the environment. The reasons supporting this determination are attached as Exhibit G.

(c) Since the Project will not have a significant adverse impact on the environment, a negative declaration (the “**Negative Declaration**”) pursuant to SEQRA is hereby issued.

This Negative Declaration has been prepared pursuant to and in accordance with the requirements of SEQRA. This Resolution shall serve as the Negative Declaration (as defined in 6 N.Y.C.R.R. 617.2(y)) for the Project, and is issued by the Agency, pursuant to and in accordance with SEQRA in an uncoordinated environmental impact review, and shall take effect immediately.

Section 2. The Agency hereby determines that the Agency has fully complied with the requirements of the Act, SEQRA and all other applicable laws that relate to the Project.

Section 3. In connection with the acquisition, construction and equipping of the Facility, the Agency hereby makes the following determinations and findings based upon the Agency's review of the information provided by the Company with respect to the Facility, including, the Application, the Requisite Materials and other public information:

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

(b) Such lack of rental housing has resulted in residents leaving the Town of Hempstead and therefore adversely affecting businesses, retailers, banks, financial institutions, insurance companies, health and legal services providers and other merchants in the Town of Hempstead and otherwise adversely impacting the economic health and well-being of the residents of the Town of Hempstead and the tax base of the Town of Hempstead;

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

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

Section 4. The Agency hereby finds and determines:

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

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

(c) The acquisition, construction and equipping of the Facility, and the leasing and subleasing of the Facility to the Company will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Town of

Hempstead and the State of New York, and improve their standard of living and thereby serve the public purposes of the Act; and

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

(e) Based upon the representations of the Company, the transactions contemplated by the Lease Agreement shall not result in the removal of any facility or plant of any Facility occupant(s) from one area of the State to another area of the State or in the abandonment of one or more facilities or plants of the Facility occupant(s) located within the State; and

(f) The Facility does not and will not constitute a project where facilities or property that are primarily used in making retail sales of goods and/or services to customers who personally visit such facilities constitute more than one-third of the total cost of the Project. For purposes of this finding, retail sales shall mean: (i) sales by a registered vendor under Article 28 of the New York Tax Law primarily engaged in the retail sale of tangible personal property, as defined in subparagraph (i) of paragraph four of subdivision (b) of section 1101 of the New York Tax Law; or (ii) sales of a service to such customers; and

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

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

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

(j) The Lease Agreement will be an effective instrument whereby (i) the Agency leases and subleases the Facility to the Company, (ii) the Agency and the Company set forth the terms and conditions of their agreement regarding payments-in-lieu-of-taxes, (iii) the Company agrees to comply with all Environmental Laws (as defined therein) applicable to the Facility and (iv) the Agency and the Company describe the circumstances in which the Agency may recapture some or all of the benefits granted to the Company; and

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

Section 5. The Agency has assessed all material information included in connection with the Application, including but not limited to, the Application and the Requisite Materials, and such information has provided the Agency a reasonable basis for its decision to provide the financial assistance described herein to the Company.

Section 6. In consequence of the foregoing, the Agency hereby determines to: (i) lease the Land and the Improvements from the Company pursuant to the Company Lease, (ii) execute, deliver and perform the Company Lease, (iii) lease and sublease the Facility to the Company pursuant to the Lease Agreement, (iv) execute, deliver and perform the Lease Agreement, (v) grant a mortgage on and security interests in and to the Facility pursuant to the Loan Documents, and (vi) execute, deliver and perform the Loan Documents to which the Agency is a party.

Section 7. The Agency is hereby authorized to acquire the real property and personal property described in Exhibit A and Exhibit B, respectively, to the Lease Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 8. The Agency is hereby authorized to execute and deliver the Loan Documents in connection with the financing of the costs of acquiring, constructing and equipping the Facility and any future Loan Documents in connection with any future refinancing or permanent financing of such costs of acquiring, constructing and equipping of the Facility without the need for any further or future approvals of the Agency.

Section 9. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company in connection with the acquisition, construction and equipping of the Facility in the form of (i) exemptions from sales and use taxes in an amount not to exceed \$213,497, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, (ii) exemptions from mortgage recording tax (excluding the portion of the mortgage recording tax allocated to transportation districts referred to in Section 253(2)(a) of the Tax Law of the State of New York), for one or more mortgages securing the principal amount not to exceed \$3,537,240 in connection with the financing of the acquisition, construction and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, constructing and equipping of the Facility, and (iii) abatement of real property taxes (as set forth in the PILOT Schedule annexed as Exhibit C hereof), consistent with the deviation set forth in the Deviation Notice, for the reasons set forth in the Deviation Notice and after consideration of the factors set forth in the UTEP.

Section 10. Subject to the provisions of this resolution, the Company is herewith and hereby appointed the agent of the Agency to acquire, construct and equip the Facility. The Company is hereby empowered to delegate its status as agent of the Agency to its agents, subagents, contractors, subcontractors, materialmen, suppliers, vendors and such other parties as the Company may choose in order to acquire, construct and equip the Facility. The Agency hereby appoints the agents, subagents, contractors, subcontractors, materialmen, vendors and suppliers of the Company as agents of the Agency solely for purposes of making purchases or leases of goods, services and supplies to the Facility, and any such transaction between any agent, subagent, contractor, subcontractor, materialmen, vendor or supplier, and the Company, as agent of the Agency, shall be deemed to be on behalf of the Agency and for the benefit of the Facility. This agency appointment expressly excludes the purchase by the Company of any motor vehicles, including any cars, trucks,

vans or buses which are licensed by the Department of Motor Vehicles for use on public highways or streets. The Company shall indemnify the Agency with respect to any transaction of any kind between and among the agents, subagents, contractors, subcontractors, materialmen, vendors and/or suppliers and the Company, as agent of the Agency. The aforesaid appointment of the Company as agent of the Agency to acquire, construct and equip the Facility shall expire at the earlier of (a) the completion of such activities and improvements, (b) a date which the Agency designates, or (c) the date on which the Company and its agents, subagents, contractors, subcontractors, materialmen, vendors and/or suppliers have received exemptions from sales and use taxes in an aggregate amount not to exceed \$213,497 in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility; provided however, such appointment may be extended at the discretion of the Agency, upon the written request of the Company if such activities and improvements are not completed by such time. The aforesaid appointment of the Company is subject to the execution of the documents contemplated by this resolution.

Section 11. The Company is hereby notified that it will be required to comply with Section 875 of the Act. The Company is further notified that the exemption of sales and use tax provided pursuant to the Act and the appointment of the Company as agent of the Agency pursuant to this resolution are subject to termination and recapture of benefits pursuant to Sections 859-a and 875 of the Act and the recapture provisions of the Lease Agreement.

Section 12. The form and substance of the Company Lease, the Lease Agreement and the Loan Documents to which the Agency is a party (each in substantially the forms presented to or approved by the Agency and which, prior to the execution and delivery thereof, may be redated and renamed) are hereby approved.

Section 13.

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

(b) The Chairman, the Chief Executive Officer, the Chief Financial Officer, the Deputy Executive Director or any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives (as defined in and pursuant to the Lease Agreement) of the Agency.

Section 14. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 15. Any expenses incurred by the Agency with respect to the Facility shall be paid by the Company. The Company shall agree to pay such expenses and further agrees to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the Facility.

Section 16. This resolution shall take effect immediately.

ADOPTED: December 20, 2021

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

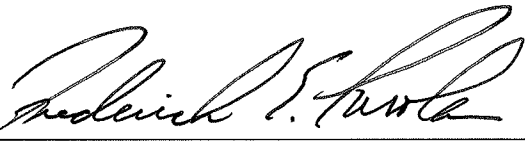
We, the undersigned Chief Executive Officer and Chairman of the Town of Hempstead Industrial Development Agency, DO HEREBY CERTIFY:

That we have compared the annexed extract of the minutes of the meeting of the Town of Hempstead Industrial Development Agency (the “**Agency**”), including the resolutions contained therein, held on December 20, 2021 and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

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

WE FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with the New York Open Meetings Law, constituting Chapter 511 of the Laws of 1976 of the State of New York, that all members of said Agency had due notice of said meeting and that the meeting was all respects duly held.

IN WITNESS WHEREOF, we have hereunto set our hands as of the ____ day of December, 2021.

By: 
Frederick E. Parola
Chief Executive Officer

By: 
Florestano Girardi
Chairman

EXHIBIT A

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Title 1 of Article 18-A of the New York State General Municipal Law (the “**Hearing**”) will be held by the Town of Hempstead Industrial Development Agency on the ____ day of December, 2021, at ____ a.m., local time, at Hempstead Town Hall, Town Hall Courtroom, 350 Front Street, Hempstead, New York, 11550, in connection with the following matters:

S&S Atlantic Realty, Inc., a New York corporation, on behalf of itself and/or the principals of S&S Atlantic Realty, Inc. and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”), submitted its application for financial assistance (the “**Application**”) to the Town of Hempstead Industrial Development Agency (the “**Agency**”) to enter into a transaction in which the Agency will assist in the acquisition of an interest in an approximately 1.2 acre parcel of land located at 418 Atlantic Avenue, Oceanside, Town of Hempstead, Nassau County, New York (the “**Land**”), the demolition of the existing structures and improvements on the Land, the construction of an approximately 22,500 square foot building containing approximately 23 residential units (consisting of approximately twenty-two (22) 2-bedroom apartments and one (1) 1-bedroom apartment) on the Land (the “**Improvements**”), and the acquisition of certain fixtures, equipment and personal property necessary for the completion thereof (the “**Equipment**”; and together with the Land and the Improvements, the “**Facility**”), which Facility is to be subleased by the Agency to the Company and further sub-subleased by the Company to future tenants for use as a transit-oriented “affordable workforce housing” complex (the “**Project**”). The Facility would be initially owned, operated and/or managed by the Company.

The Agency contemplates that it would provide financial assistance to the Company in the form of exemptions from mortgage recording taxes in connection with the financing or any subsequent refinancing of the Facility, exemptions from sales and use taxes and abatement of real property taxes.

The Company has requested that the Agency provide financial assistance to the Company in the form of abatements of real property taxes for a term of up to fifteen (15) years (the “**PILOT Benefit**”). The proposed PILOT Benefit deviates from the Agency’s Uniform Tax Exemption Policy adopted October 21, 2020, as amended to date (the “**Policy**”), because the proposed PILOT Benefit would be for a term of up to fifteen (15) years instead of ten (10) years. Copies of the proposed fifteen (15) year PILOT payment schedule are available on the Agency’s website at [____]. The Agency is considering the proposed deviation from the Policy due to the current nature of the property and because the Project would not be economically viable without a PILOT for a term of up to fifteen (15) years.

A representative of the Agency will, at the above-stated time and place, hear and accept oral comments from all persons with views in favor of or opposed to either the Project or the financial assistance requested by the Company. Comments may also be submitted to the Agency in writing or electronically prior to or during the Hearing by e-mailing them to

[_____]. Minutes of the Hearing will be transcribed and posted on the Agency's website.

Members of the public have the opportunity to review the application for financial assistance filed by the Company with the Agency and an analysis of the costs and benefits of the proposed Facility, which can be found on the Agency's website at www.tohida.org.

The Agency anticipates that the members of the Agency will consider a resolution to approve the Project and the financial assistance requested by the Company, including the proposed fifteen (15) year PILOT Benefit, at the Agency's Board Meeting (the "**Board Meeting**") to be held on December __, 2021, at 9:00 a.m. local time, at 1 Washington Street, Town Hall Pavilion, Hempstead, New York 11550.

The Hearing and the Board Meeting will be streamed on the Agency's website in real-time. Video recordings of the Hearing and the Board Meeting will be posted on the Agency's website, all in accordance with Section 857 of the New York State General Municipal Law.

Dated: November __, 2021

TOWN OF HEMPSTEAD INDUSTRIAL
DEVELOPMENT AGENCY

By: Frederick E. Parola
Title: Chief Executive Officer

EXHIBIT B

Minutes from Public Hearing held on December 13, 2021

EXHIBIT C

Form of proposed PILOT Benefits

EXHIBIT D

Requisite Materials (in order as follows)

1. Feasibility Study prepared by R.D. Geronimo Ltd. dated January 22, 2021;
2. Cost-Benefit Analysis prepared by the Agency (using InformAnalytics) dated February 11, 2021;
3. New York Law Journal article published 3-22-17 on Eligibility of Residential Developments for IDA Benefits by Anthony Guardino, Esq.; and
4. Ryan et al. v Town of Hempstead Industrial Development Agency et al.

EXHIBIT E

Town of Hempstead Industrial Development Agency Uniform Tax Exemption Policy

EXHIBIT F

PILOT Deviation Notice

EXHIBIT G

REASONS SUPPORTING THE DETERMINATION OF SIGNIFICANCE FOR A CERTAIN PROJECT FOR S&S ATLANTIC REALTY, INC.

Name of Project: S&S Group, Retail and Real Estate - Apartment Complex Development

Location: 418 Atlantic Avenue, Oceanside, Town of Hempstead, New York

SEQR Status: Unlisted

Determination of Significance: Negative Declaration

1. Impact on Land. The Project consists of the demolition of existing commercial and residential structures and the construction of an approximately 22,500 square foot building containing approximately 23 residential units (consisting of approximately twenty-two (22) 2-bedroom apartments and one (1) 1-bedroom apartment) on the Land. The zoning classification of a portion of the Land will change as a result of the Project from Business X to CA Residence via a rezoning of the Land, however, the EAF notes that existing land uses in the vicinity of the Project site include both commercial and residential uses. Residential uses currently make up a portion of the Land and abut the Land. Specifically, the EAF identifies adjacent mixed commercial use, and residential developments. The Land is previously developed, and the existing structures on the Land have been demolished to allow for the construction of the Facility. The EAF further notes that there will be a minimal increase in the acreage of the Land covered by paved and impervious surfaces. Accordingly, the Project will not create any potentially significant adverse impacts to land resources or land use.
2. Impact on Geological Features. The Project does not contain, and is not adjacent to, any unique geologic features or National Natural Landmarks. Accordingly, the Project will not create any potentially significant adverse impacts to geological features.
3. Impact on Surface Water. The Project is in a well-developed area and the EAF, EAF Mapper, and ERM note that the site does not contain any surface water features. The EAF does identify waterbodies in the vicinity of the Land, however, the ERM and US FWS Map clarify that the wetlands and waterbodies identified are located on other parcels, across Atlantic Avenue. The Land is well outside of any NYSDEC buffers for the adjacent wetlands, and not disturbance or impacts to the buffer area are anticipated. In addition, the EAF notes that stormwater runoff resulting from the impervious surfaces associated with the Project will be appropriately managed by on-site stormwater detention facilities. As the Project includes a minimal increase in impervious surfaces, stormwater runoff is not anticipated to increase as a result of the

Project. The EAF further notes that no stormwater runoff flows to adjacent properties. Accordingly, the Project will not create any significant adverse impacts on surface water.

4. Impact on Groundwater. The EAF states that the Project includes additional demand for water, and will generate liquid waste, however, existing water and sewer lines with adequate capacity currently service the Land. No expansion of the water or sewer districts will be required in connection with the Project. While the Project is located over a sole source aquifer, the Project does not involve the bulk storage of petroleum or chemical products, or any other activities which would entail any substantial risk to groundwater generally or the aquifer specifically. The depth to the water table for the site exceeds three feet according to the EAF. Accordingly, the Project will not create any potentially significant adverse impacts to groundwater.
5. Impact on Flooding. The EAF states that the Project is not located within a designated floodway, however, the Land is located in the 100-year floodplain. Nevertheless, the Project is located in a well-developed area and the Land is previously developed. Further, as the Project includes a minimal increase in impervious surfaces, stormwater runoff is not anticipated to appreciably increase as a result of the Project. All stormwater runoff associated with the Project will be appropriately managed by on-site stormwater detention facilities. The EAF further notes that no stormwater runoff flows to adjacent properties. Accordingly, the Project will not create any potentially significant adverse impacts to flooding.
6. Impact on Air. The Project will not be a significant source of air emissions. The Project does not entail the types of activities or operations that require the Company to acquire air registration permits or that are associated with a significant potential for air emissions. Any impacts to air quality from construction activities will be minor, and temporary in nature. Accordingly, the Project will not create any significant adverse impacts to air resources.
7. Impact on Plants and Animals. The Project site is in a well-developed area and has been previously developed. Further, no wildlife species were identified in the EAF, EAF Mapper, or ERM as occupying or using the Land. The EAF states that the Land contains a designated significant natural community, however, the EAF clarifies that the community consists of low salt marsh, high salt marsh, and salt panne located to the south of the Land. As detailed herein, all stormwater runoff associated with the Project will be appropriately managed by on-site stormwater detention facilities. The EAF further notes that no stormwater runoff flows to adjacent properties. Accordingly, the Project will not create any significant adverse impacts to plants, animals or natural communities, or wildlife habitat.
8. Impact on Agricultural Land Resources. The Project is not located within a County-certified Agricultural District and the Land is neither currently used for agricultural purposes nor zoned to be used as such. Therefore, the Project will not create any significant adverse impacts to agricultural land resources.

9. Impact on Aesthetic Resources. As noted in the EAF, the Project is within five miles of several officially designated federal, state or local scenic or aesthetic resources. However, as described above, the Land is previously developed and will be converted from older commercial and residential structures to a new, aesthetically pleasing residential structure. The redevelopment of the site will be consistent with adjacent development, and will replace the previously removed aging structures from the Land. The Project is expected to be aesthetically beneficial as a result of the above. Accordingly, the Project will not create any significant adverse impacts to aesthetic resources.
10. Impact on Historic and Archaeological Resources. The OPRHP Letter confirms that the Project will not have an impact on any archaeological and/or historic resources. Further, the property is previously developed and the Improvements are consistent with surrounding land uses. Accordingly, the Project will not create any significant impacts to historic or archaeological resources.
11. Impact on Open Space and Recreation. The Project does not include the reduction of any open or recreational spaces. Accordingly, the Project will not create any significant impacts to open space or recreational resources.
12. Impact on Critical Environmental Areas. The Project is not located in or substantially contiguous to any Critical Environmental Areas. As such, the Project will not create any significant adverse impacts to Critical Environmental Areas.
13. Impact on Transportation. The EAF notes that the Project is not expected to result in a substantial increase in traffic above present levels. The Land is previously developed, and the minor increase in residential units associated with the Project is not expected to appreciably increase traffic levels. As such, the Project will not create any significant adverse impacts to transportation.
14. Impact on Energy. The Project may result in an increase in energy use from current usage, however, the Project will not result in substantial increase in the use of energy as the Land is previously developed, and no significant energy infrastructure improvements are necessary to accommodate the Project. As such, the Project will not create any significant adverse impacts to energy resources.
15. Impact on Noise, Odor and Light. The Project is consistent with surrounding land uses and is not expected to appreciably increase ambient noise levels or to create odors or excessive lighting as the Land is previously developed. Further, any impacts to noise and/or odor from construction activities will be minor, and temporary in nature. Accordingly, the Project will not create any significant adverse impacts relating to noise, odors or light.
16. Impact on Public Health. The Project does not entail the types of activities or operations that are associated with a significant potential for affecting public health,

such as storing large amounts of hazardous or toxic materials. Any hazardous and or waste materials generated by during construction will be properly handled and disposed of in accordance with applicable laws and regulations. Accordingly, the Project will not create any significant adverse impact to public health.

17. Impact on Character of the Community, and Community Plans. The Project is consistent with nearby commercial and residential developments, and serves to revitalize the underutilized Land by removing existing blight and replacing it with a vibrant residential development. The Project is not anticipated to result in adjacent development which would negatively impact the character of the community or community plans. Accordingly, the Project will not create any significant adverse impacts to the character of the community or community plans.