

**Tompkins County Industrial Development Agency /
Tompkins County Development Corporation**
Application for Incentives

Date: 10.7.2020

I. APPLICANT INFORMATION (company receiving benefit)

Name of Company/Applicant: Carpenter Park Apartments, LLC

Owner: _____

Address: 46 Prince Street, Suite 2003

City: Rochester State: NY Zip: 14607

Primary Contact (First, Last): Andrew V. Bodewes

Phone: (585) 435-4766 Email: abodewes@parkgrovellc.com Fax: (585) 486-5745

If a separate company will hold title to/own the property, please provide the name and contact information for that entity:

Name of (Holding) Company: Cayuga Medical Center

Owner: Cayuga Health System

Address: 101 Dates Drive

City: Ithaca State: NY Zip: 14850

Primary Contact (First, Last): Tony Votaw

Phone: (607) 2275542 Email: tvotaw@cayugamed.org Fax: () -

Describe the terms and conditions of the lease between the applicant and the owner of the property:

The current and permanent landowner of the Development site is Cayuga Medical Center. The applicant is a partnership between Park Grove Development LLC, Baldwin Real Estate Development Corp, and Cayuga Medical Center. The applicant has entered into a 70 year ground lease to allow for development of the parcel (the parcel will be subdivided into 3 parcels- the proposed development will be on 1 parcel) to ensure affordable housing can be brought to downtown Ithaca.

Select the type of incentives being requested (select all that apply):

- | | |
|---|--|
| <input type="checkbox"/> Tax-Exempt Bonds | <input type="checkbox"/> Taxable Bonds |
| <input type="checkbox"/> Real Property Tax Exemption | |
| <input type="checkbox"/> Standard Tax Exemption (7-year) | |
| <input checked="" type="checkbox"/> Other (attach justification) | |
| <input type="checkbox"/> CIITAP: <input type="checkbox"/> 7-year | |
| <input type="checkbox"/> CIITAP: <input type="checkbox"/> 10-year (requires determination of financial need – see CIITAP for details) | |
| <input checked="" type="checkbox"/> Sales Tax Exemption | <input checked="" type="checkbox"/> Mortgage Recording Tax Exemption |

Applicant Attorney: Woods Oviatt

Address: 1900 Bausch & Lomb Place

City: Rochester State: NY Zip: 14604

Primary Contact (if different from above:): James Pronti

Phone: (585 987-2830 Email: jpronti@woodsoviatt.com Fax: (585)445-2330

Applicant Accountant: DeJoy, Knauf and Blood, LLP

Address: 280 E. Broad St #300

City: Rochester State: NY Zip: 14604

Primary Contact (if different from above:): _____

Phone: (585 546-1840 Email: _____ Fax: () -

Applicant Engineer/Architect (if known): Passero Associates

Address: 242 W. Main Street #100

City: Rochester State: NY Zip: 14614

Primary Contact (if different from above:): Jess Sudol

Phone: (585)760-8543 Email: jsudol@passero.com Fax: () -

Applicant Contractor (if known): DiMarco Constructors

Address: 1950 Brighton-Henrietta Townline Road

City: Rochester State: NY Zip: 14623

Primary Contact (if different from above:): John L. DiMarco II

Phone: (585 272-7760 Email: jld2@dimarcogroup.com Fax: () -

II. BUSINESS HISTORY

Year company was founded: 2018 NAICS Code: 531110

Type of ownership (i.e. C-Corp, LLC): LLC

Describe in detail company background, products, customers, goods and services:

See attached company description

Major Customers:

Low-income individuals and families earning 50-60% AMI.

Major Suppliers: TBD

Has your business every received incentives that required job creation? Yes No

If yes, please describe: _____

Were the goals met? Yes No

If no, why were the goals not met? N/A

Annual sales to customers in Tompkins County: \$ N/A

Percent of annual sales subject to local sales tax: 0 %

Value of annual supplies, raw materials and vendor services that are purchased from firms in Tompkins County: \$ 10,000

III. PROJECT DESCRIPTION AND DETAILS

Project Location (all addresses and tax parcels): 36.-1-3.5

Property Size (acres): existing: Current 8.9 acre parcel to be subdivided into 3 separate parcels proposed: .831 acre (Parcel 2 of 3 to be subdivided)

Building Size (square feet): existing: n/a proposed: 44,600

Proposed Dates: start: March 2021 end: March 2022

Please provide a narrative of the Project and the purpose of the Project (new build, renovations, and/or equipment purchases, etc.). Identify specific uses occurring within the Project. Describe any and all tenants and end users:

See the attached narrative.

Is there a likelihood that the Project would not be undertaken but for the financial assistance provided by the Agency? Yes No

If yes, describe the reasons why the Agency's financial assistance is necessary and the effect the Project will have on the Applicant's business or operations. Focus on competitiveness issues, project shortfalls, etc.:

Carpenter Park Apartments will be constructed for residents at 50%-60% AMI to address the shortfall of affordable housing available to families who have the most financial risk. An affordable development with 100% of units at low income levels (50%-60% AMI) will a project more difficult to cover recurring operating expenses and debt service costs of the project. Other recent affordable projects in Tompkins County have included units at or above 80% AMI and have received additional program specific subsidies from NYS to cover operating and debt service costs. The project applicant is committed to providing affordable housing to households most in need within the Tompkins County community low-moderate households. Accordingly, the applicant is asking for a PILOT at 12% of projected year 1 NOI, increasing at 2% annually. This is the same PILOT provided to INHS for the 210 Hancock project. In addition, a sales tax and mortgage tax recording exemption and reduction in IDA fee of 1/2 of project costs.

If no, provide a narrative indicating why the Project should be undertaken by the Agency:

If the Applicant is unable to obtain financial assistance for the Project what will be the impact on the County/City/Town/Village?

There will be a continued shortage of quality affordable housing for individuals and families living in Ithaca, specifically within the downtown core.

Describe what green building practices you plan to use: The building will conform to the US Green Building Council LEED and comply with New York State HCR's mandatory energy efficiency strategies, and energy efficiency practices such as limiting lead exposure, radon mitigation, ENERGY STAR rated appliances, equipment and lighting, low-VOC building materials and integrated pest management. The Energy Efficiency Program is NYSERDA Low-Rise New Construction Program (LRNCP) and the Green Building Program is LEED version 4, BD+C Homes.

Will this project result in a regular increase in overnight visitors to your facility (e.g. for training programs)? Yes No

If yes, number of visitors per year: _____

Average duration of stays (days): _____

Occupancy

Select Project type for all end users at Project site (select all that apply):

- | | |
|---|--|
| <input type="checkbox"/> Industrial | <input type="checkbox"/> Service*, ** |
| <input type="checkbox"/> Acquisition of existing facility | <input type="checkbox"/> Back office |
| <input checked="" type="checkbox"/> Housing | <input type="checkbox"/> Mixed use |
| <input checked="" type="checkbox"/> Multi-tenant | <input type="checkbox"/> Facility for aging |
| <input type="checkbox"/> Commercial | <input type="checkbox"/> Civic facility (not for profit) |
| <input type="checkbox"/> Retail*, ** | <input type="checkbox"/> Other |

* For Purposes of this question, the term "retail sales" means (1) sales by a registered vendor under Article 28 of the Tax Law of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law, or (2) sales of a service to customers who personally visit the project location.

** If Applicant checked "retail" or "service," complete the Retail Questionnaire contained in Section X.
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List the name(s), nature of business of proposed tenant(s), and percentage of total square footage to be used for each tenant (additional sheets may be attached, if necessary):

Business	Nature of Business	% of total square footage 1.
1. Rental Housing		100%
2. _____	_____	_____
3. _____	_____	_____

IV. PROJECT COSTS AND FINANCING

Project Costs

	Amount (\$)
Land and/or Building Acquisition: <u>0.831</u> acres <u>44,600</u> square feet	\$0
New Building Construction: <u>44,600</u> square feet	\$7,301,401
Building Addition(s): _____ square feet	\$
Infrastructure Work:	\$825,488
Reconstruction/Renovation: _____ square feet	\$
Manufacturing Equipment:	\$
Non-Manufacturing Equipment (furniture, fixtures, etc.):	\$100,000
Soft Costs (professional services, etc.):	\$1,231,895
Other (Specify): <u>Financing</u>	\$625,430
TOTAL:	\$10,084,214

Have any of the above costs been paid or incurred as of the date of this application? Yes No

If yes, describe particulars: \$155K (Architect \$35K, Engineering \$49K, Environmental \$14K, Appraisal \$11K, Legal \$4K, Entitlements \$27K, Other Fees \$15K)

Sources of Funds for Project Costs

	\$1,650,000
Bank Financing	\$
Equity	\$
Tax Exempt Bond Issuance (if applicable)	\$
Taxable Bond Issuance (if applicable)	
Public Sources (Include sum total of all state and federal grants and tax credits)	\$8,434,214
Identify each State and federal grant/credit:	
<u>LHC Equity</u>	\$8,130,387
<u>Tompkins County</u>	\$300,000
<u>HTF</u>	\$3,827
Total sources of funds for Project costs:	\$10,084,214

Project refinancing of existing debt only (estimated): \$ _____
 Amount of anticipated financing from a lending institution: \$ 1,650,000

Note: The applicant must inform the TCIDA/TCDC at the time of issuance of commitment letter if the financing will exceed the amount stated here.

V. VALUE OF INCENTIVES

Property Tax Exemption: *(Agency staff will fill out property tax exemption information based on information submitted by the applicant).*

Assumptions: \$ _____ Value of increase in assessment
 _____ Annual increase in assessment/tax rate

New taxes paid: \$ _____ **Taxes Abated:** \$ _____

Year	County	School	City/Town	Village	Total	County	School	City/Town	Village	Total
1										
2										
3										
4										
5										
6										
7										
Totals										

See attached PILOT calculation.

If the applicant is requesting incentives that are greater than the Agency's Standard Tax Exemption (7 years), please provide a description of the incentive and a justification:

See attached request for Financial Assistance.

Sales and Use Tax Benefit:

Gross amount of costs for goods and services that are subject to State and local sales and use tax – said amount to benefit from the Agency's sales and use tax exemption benefit: \$5,000,000

Estimated State and local sales and use tax benefit (product of sales and use tax amount as indicated above multiplied by 8%) \$400,000

Note: The estimate provided above will be provided to the New York State Department of Taxation and Finance and represents the maximum amount of sales and use tax benefit that the Agency may authorize with respect to the application.

Employment Plan

Occupation in Company	Current (Retained) Permanent FTE* Jobs		Projected New Permanent FTE* Jobs			
	Average Annual Salary Ranges/ Hourly Wage	Number of Employees	Year 1	Year 2	Year 3	Total New Jobs
Professional	25K - 30K	.5 FTE	.5 FTE			
				N/A		
Clerical						
Sales						
Services	25K - 30K	.5 FTE	.5 FTE			
Construction						
Manufacturing						
High Skilled						
Medium Skilled						
Basic Skilled						
Other (describe)						
Total		1 FTE	1 FTE			

- Full Time Equivalent (FTE) employee is equal to 40 hours a week worked. Two or more Part-time employees whose total weekly hours add up to 40 hours are counted as one FTE.

What percentage of your current positions are occupied by women? N/A %

What percentage of your current positions are occupied by minorities? N/A %

Estimated percentage of new hires who would be unemployed at time of hire: N/A %

Estimate the number of residents of the labor market area in which the Project is located that will fill the projected new jobs to be created. *(The Agency defines the labor market area as Tompkins County and the contiguous counties; Cayuga, Seneca, Schuyler, Chemung, Tioga, and Cortland Counties)* _____

Are you willing to pay a livable wage, as defined by the Alternatives Federal Credit union (AFCU) of Ithaca, NY to all employees for the duration of the abatements? Yes No

If no, estimate the percentage of the current workforce whose wages meet or exceed the livable wage, as defined by AFCU. _____% **Direct employees of Baldwin will earn living wage. We cannot guarantee other employees will be paid living wage.**

Please describe your strategy for ensuring diversity in hiring:

Baldwin will work diligently to ensure diversity in hiring. Baldwin has a proven track record of success in ensuring diversity in hiring practices.

VII. CONSTRUCTION LABOR

Note: Applicants will be required to comply with the Agency's Local Labor Utilization Policy.

Will you use contractors who:

Have a certified apprenticeship program	<input checked="" type="checkbox"/> Yes	<u>TBD</u> %	<input type="checkbox"/> No
Pay a prevailing wage	<input checked="" type="checkbox"/> Yes	<u> </u> %	<input type="checkbox"/> No
Use local labor	<input checked="" type="checkbox"/> Yes	<u>30-35</u> %	<input type="checkbox"/> No

Estimate the number of construction jobs 68

VIII. ENVIRONMENTAL REVIEW AND PERMITTING

Environmental Assessment Form - Short Form Long Form

Submitted to: City of Ithaca

Agency Name: Planning Department

Agency Address: 108 East Green Street

City: Ithaca State: NY Zip: 14850

Date of submission: 10/17/19 Status of submission: Negative Declaration
obtained on May 26, 2020

The Applicant must comply with the State Environmental Quality Review Act (SEQRA) before the Agency can vote on proposed financial incentives. It is the applicant's responsibility to provide a copy of the-SEQRA determination by another entity.

Permits: Describe other permits required and status of approval process.

Permit	Status
1. <u>Negative Declaration</u>	<u>Obtained on May 26, 2020</u>
2. <u>Site permit</u>	<u>TBD</u>
3. <u>Building permit</u>	<u>TBD</u>

IX. OTHER

Do you have anything else you would like to tell the TCIDA regarding this project?

The owner (Park Grove Development) has given careful consideration to a critical need of affordable housing for Tompkins County. The incorporation of an affordable apartment building into the Carpenter Park development was a specific request of the City of Ithaca. Park Grove has made significant investments within the Tompkins County community, including East Pointe and Triphammer Apartments, and is committed to continuing to make investments in the Tompkins County community- that are consistent with the City of Ithaca's and Tompkins County's visions. .

X. RETAIL QUESTIONNAIRE (Fill out if end users are "retail" or "service" as identified in Section III)

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the project site to undertake either a retail sale transaction or to purchase services.

- A. Will any portion of the Project (including that portion of the cost to be financed from equity or other sources) consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site? Yes No

If yes, please continue. If no, do not complete the remainder of the retail questionnaire and proceed to the next section of the application.

For Purposes of this question, the term "retail sales" means (1) sales by a registered vendor under Article 28 of the Tax Law of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law, or (2) sales of a service to customers who personally visit the project location.

- B. What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the Project? 0 %

If the answer is less than 33.33% do not complete the remainder of the retail determination and proceed to the next section of the application.

If the answer to Question A is Yes AND the answer to Question B is greater than 33.33%, indicate which of the following questions below apply to the Project:

1. Will the Project be operated by a not-for-profit corporation? Yes No
2. Is the Project location or facility likely to attract a significant number of visitors from outside Tompkins County? Yes No

If yes, please provide a third party market analysis or other documentation supporting your response.

3. Will the Project make available goods or services which are not currently reasonably accessible to the residents of the municipality within which the proposed Project would be located? Yes No

If yes, please provide a third party market analysis or other documentation supporting your response.

4. Will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York? Yes No

If yes, explain: _____

XI. INTER-MUNICIPAL MOVE DETERMINATION

The Agency is required by State law to make a determination that, if completion of a Project benefiting from the Agency financial assistance results in the removal of an industrial or manufacturing plant of the Project occupant from one area of the State to another area of the State or in the abandonment of one or more plants or facilities of the project occupant located within the State, Agency financial assistance is required to prevent the Project occupant from relocating out of the State, or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry.

Will the Project result in the removal of an industrial or manufacturing plant of the Project occupant from one area of the state to another area of the State? Yes No

Will the Project result in the abandonment of one or more plants or facilities of the Project occupant located within the State? Yes No

If yes to either question explain how notwithstanding the aforementioned closing or activity reduction the Agency's financial assistance is required to prevent the Project from relocating out of the State or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry:

Does the Project involve relocation or consolidation of a Project occupant from another municipality:

Within New York State: Yes No

Within County/City/Town/Village: Yes No

If yes to either question above, please explain: _____

REPRESENTATIONS, CERTIFICATIONS AND INDEMNIFICATION

Andrew V. Bodewes confirms and says that he is the Partner of Carpenter Park Apartments, LLC named in the attached Application (the "Applicant"), that he has read the foregoing Application and knows the contents thereof, and hereby represents, understands, and otherwise agrees with the Agency and as follows:

- A. Job Listings. In accordance with Section 858-b(2) of the New York General Municipal Law, the applicant understands and agrees that, if the proposed Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the proposed Project must 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 Entitle") of the service delivery area created by the Federal Job Training Partnership Act (Public Law 97-300) ("JTPA") in which the proposed Project is located.
- B. First Consideration for Employment. In accordance with Section 858-b(2) of the General Municipal Law, the applicant understands and agrees that, if the proposed Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the applicant must 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 proposed Project.
- C. Employment Reports. The Applicant understands and agrees that, if the proposed Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, at least annually or as otherwise required by the Agency, reports regarding the number of people employed at the project site, salary levels, contractor utilization, local construction labor utilization and such other information (collectively, "Employment Reports") that may be required from time to time on such appropriate forms as designated by the Agency. Failure to provide Employment Reports within 30 days of an Agency request shall be an Event of Default under the PILOT Agreement between the Agency and Applicant and, if applicable, an Event of Default under the Project Agreement between the Agency and Applicant.
- D. Local Labor Utilization Reporting. The Applicant understands and agrees that, if the proposed Project receives any Financial Assistance from the Agency, the Applicant agrees to comply with the Local Labor Utilization Policy, which requires providing documentation that construction bids were solicited from local firms and monthly construction labor reporting as outlined in the Policy.
- E. Diversity and Inclusion. The Applicant understands and agrees that, if the proposed Project receives Financial Assistance from the Agency, the Applicant agrees to comply with the Diversity and Inclusion Policy, which requires owner-occupied facilities and facilities with on-site employees to join the Tompkins County Diversity Consortium and provide annual reports on the make up of the workforce and efforts to increase diversity and inclusion as outlined in the Policy.
- F. Hold Harmless Provision. The Applicant acknowledges and agrees that the Applicant shall be and is responsible for all costs of the Agency incurred in connection with any actions required to be taken by the Agency in furtherance of the Application including the Agency's costs of general counsel and/or the Agency's bond/transaction counsel 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 Agency shall not be liable for and agrees to indemnify, defend, and hold the Agency harmless from and against any and all liability arising from or expense incurred by: (i) the Agency'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 Agency, (ii) the Agency's acquisition, construction and/or installation of the Project described therein and (iii) any further action taken by the Agency 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.

- G. Sales Tax. In accordance with Section 874(8) of the General Municipal Law, the Applicant understands and agrees that, if the proposed Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal 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. Copies of all filings shall be provided to the Agency.


Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law and the policies of the Agency that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency in connection with the Project, may be subject to recapture and/or termination by the Agency under such terms and conditions as will be established by the Agency and set forth in transaction documents to be entered into by and between the Agency and the Applicant.

- H. Fees. By executing and submitting this Application, the applicant covenants and agrees to pay the following fees:
- (i) An application fee of \$1,000 due at time of application submission. A reduced application fee may be negotiated for projects with a total cost under \$5 million.
 - (ii) An Administrative Fee in accordance with the Administrative Fee Policy effective as of the date of this application, to be paid at transaction closing (unless otherwise outlined in the Project Agreement or authorizing resolution). This fee will be equal to 1% of the project costs;
 - (iii) All fees, costs and expenses incurred by the Agency for (1) legal services, including but not limited to those provided by the Agency's general counsel or bond/transaction counsel, and (2) other consultants retained by the Agency 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 Agency's invoices therefore please note that the Applicant is entitled to receive a written estimate of fees and costs of the Agency's bond/transaction counsel; Agency transaction counsel fees shall be an amount equal to one-third (1/3) of the Agency's Administrative Fee set forth in (ii) above with a minimum fee of \$20,000 plus out of pocket expenditures unless otherwise agreed to in writing for smaller projects.
 - (iv) The cost incurred by the Agency and paid by the Applicant, including bond/transaction counsel and the Agency's general counsel's fees and the processing fees, may be considered as a cost 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.

If 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 Applicant is unable to find buyers willing to purchase the bond issue requested, or if the Applicant is unable to facilitate the sale/leaseback or lease/leaseback transaction, then, upon presentation of an invoice, the Applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

- I. FOIL. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.

- J. Financial Review. The Applicant acknowledges that the Agency shall undertake an assessment of all material information included in connection with the Application for Financial Assistance as necessary to afford a reasonable basis for the decision by the Agency to provide Financial Assistance for the Project, including, but not limited to qualification of the proposed project under the GML (including any retail analysis, as applicable), conducting a full application review, review of applicant financial history and project pro-formas, and consideration of all local development priorities.
- K. The Applicant represents and warrants that the information contained in this Application, to the best of the Applicant's knowledge, is true, accurate and complete.
- L. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, State and federal tax, worker protection and environmental laws, rules and regulations.
- M. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provisions of Section 859-a(5) and Section 862(1) of the New York General Municipal Law.
- N. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement in the Project.
- O. The Applicant and the individual executing this application on behalf of Applicant acknowledge that the Agency and its counsel will rely on the representations and covenants 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.

Signature: 
 Print Name: Andrew V. Bodewes
 Title: Managing Member
 Company: Carpenter Park Apartments, LLC
 Date: 10/7/2020

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

On the 7th day of October in the year 2020, before me, the undersigned, personally appeared Andrew V. Bodewes, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

ARLENE M. BOVILL
 Notary Public - State of New York
 No. 01BO6322582
 Qualified in Monroe County
 My Commission Expires April 6, 2023


 Notary Public

**NEW YORK STATE FINANCIAL REPORTING
REQUIREMENTS FOR INDUSTRIAL DEVELOPMENT AGENCIES**

Please be advised that the New York General Municipal Law imposes certain reporting requirements on IDAs and recipients of IDA financial assistance. Of particular importance to IDA applicants is Section 859 (copy attached). This section requires IDAs to transmit financial statements within 90 days following the end of an Agency's fiscal year ending December 31, prepared by an independent, certified public accountant, to the New York State Comptroller, the Commissioner of the New York State Department of Economic Development. These audited financial statements shall include supplemental schedules listing the following information:

1. All straight-lease ("sale-leaseback") transactions and whether or not they are obligations of the Agency.
2. All bonds and notes issued, outstanding or retired during the period and whether or not they are obligations of the Agency.
3. All new bond issues shall be listed and for each new bond issue, the following information is required:
 - a. Name of the project financed with the bond proceeds.
 - b. Whether the project occupant is a not-for-profit corporation.
 - c. Name and address of each owner of the project.
 - d. The estimated amount of tax exemptions authorized for each project.
 - e. Purpose for which the bond was issued.
 - f. Bond interest rate at issuance and, if variable, the range of interest rates applicable.
 - g. Bond maturity date.
 - h. Federal tax status of the bond issue.
 - i. Estimate of the number of jobs created and retained for the project.
4. All new straight lease transactions shall be listed and for each new straight lease transaction, the following information is required:
 - a. Name of the project.
 - b. Whether the project occupant is a not-for-profit corporation.
 - c. Name and address of each owner of the project.
 - d. The estimated amount of tax exemptions authorized for each project.
 - e. Purpose for which each transaction was made.
 - f. Method of financial assistance utilized for each project, other than the tax exemptions claimed by the project.
 - g. Estimate of the number of jobs created and retained for the project.

Please sign below to indicate that you have read and understood the above.

Signature:  _____

Print Name: Andrew V. Bodewes

Title: Managing Member

Company: Carpenter Park Apartments, LLC

Date: 10/7/2020



Park Grove Realty

Development & Management

Company Description

Carpenter Park Apartments, LLC (the “applicant”) is a single purpose entity created for the purposes of providing a 42-unit low income affordable apartment building (the “project”) in downtown Ithaca, NY. Carpenter Park Apartments, LLC is a partnership between Park Grove Development LLC and Baldwin Real Estate development Corp, the primary developers of the project, and Cayuga Medical Center, a non-for-profit entity. Baldwin Real Estate Development will also be responsible for the property management-including the employment function of the applicant.

Park Grove Realty is a real estate development and management company based in Rochester, NY that focuses on multi- family residential, mixed-use and commercial projects. Founded by Andrew Crossed and Andrew Bodewes, Park Grove’s mission is to develop high quality projects that add value to real estate and the community by providing positive growth through management of the property as a long-term asset.

Currently, Park Grove has an active pipeline of development projects located throughout New York State, New Jersey and North Carolina, ranging from large market rate developments, historic rehabilitations of industrial facilities, and several multi-family affordable projects. Since its founding in 2015, Park Grove has successfully developed several new construction multi-family communities as well as repositioned and rehabilitated a mixed-use industrial facility and existing apartment projects.

Both men are former partners of Conifer Realty, LLC where they led the Development Department from 2008 until mid-2015, managing a team of over 15 professionals. During that time, Conifer grew from approximately 4,000 apartment units to over 14,000 units with offices in Rochester, Syracuse, Mt. Laurel NJ, and Baltimore, MD.

Relevant Affordable Housing Project Experience:

- Big Tree Glen, Batavia, NY
- Hillside/Roosevelt, LLC, Syracuse, NY
- Conifer Village of Ithaca, Ithaca, NY
- Poets Landing, LLC, Dryden, NY
- Wincoram Commons, Coram, NY
- Biltmore Crossing, LLC, Horseheads, NY
- Market Apartments at Corpus Christi, LLC, Rochester, NY
- Conifer Village of Cayuga Meadows, Ithaca, NY

Baldwin Real Estate Development Corp is DiMarco Group Company. Baldwin provides a wide range of real estate development and property management throughout New York State and Pennsylvania. Baldwin Real Estate Development Corp currently manages nearly 4,000 multifamily residential units and



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over 2.5 million square feet of retail and commercial space. They specialize in affordable housing, market rate, and senior living housing.

Relevant Affordable Housing Experience:

- Creek View Apartments, Canandaigua, NY
- Riverknoll at Radisson, Baldwinsville, NY (3 Phase Project)
- Lake Ravine, Rochester, NY

Cayuga Medical Center, a member hospital of Cayuga Health System, is the only federally designated Sole-Community hospital in Tompkins County. CMC's mission is: "to deliver the highest quality healthcare, in partnership with our community, one person at a time." As such, CMC is vital to ensuring access to quality health care services to residents of Tompkins and surrounding counties. Cayuga Health System's service area spans Tompkins, Schuyler and Cortland Counties and reaches into the surrounding counties of Cayuga, Tioga and Yates counties. Cayuga Medical Center is the fourth largest employer in Tompkins County with over 1,500 health-care professionals and a medical staff of more than 200 affiliated physicians.



Narrative

Carpenter Park Apartments is a proposed new 42-unit state-of-the-art affordable building to be constructed as part of a broader transformational mixed-use development. The affordable component is integral to the overall community that will include market rate apartments, commercial space and a new medical office building. CMC is the not-for-profit partner. The site for the project is at the gateway to the City of Ithaca, west of Route 13 on Third Street, just north of the interchange with NYS Routes 96 and 89. It is ideally located near all the necessary amenities and services in the City. It is located in a census tract contains approximately 23% of households with an income below the poverty level (census tract 8). Carpenter Park Apartments will consist of 32 units (26 1-bedroom and 6 2-bedroom) serving those at 50% or below of area AMI and 10 units (8 1-bedroom and 2 2-bedroom) serving those at or below 60% of the AMI. The building will be built to the same level of quality and specifications as the two mixed use building on the Carpenter Park Site. The building will be a 4-story wood frame and the exterior of the building will be a combination of brick, cement board siding, and glass. The building will have a single elevator and central corridor on each floor. There will be a community room, manager's office, laundry room and a community patio and playground. Each unit will have a patio or balcony. 10% of the units will be designed as fully accessible and 4% will be designed for the hearing and visually impaired. Surface parking of 16 spaces will be provided as a part of the site plan.

The site and its future use, has numerous benefits to the residents of the Carpenter Park community. Aldi's grocery store is directly across the street and walkable to the project. The Ithaca Farmers Market is immediately adjacent to the site. This is the largest farmers market in Tompkins County and is well attended by local farmers throughout the Finger Lakes area. The local co-op grocery store Greenstar is located immediately south of the site. This is the new location for Greenstar and will be a great benefit for the low-income families. Greenstar and Aldi's will present very convenient shopping and employment opportunities for residents. The site will provide easy access to much needed healthcare for income restricted households given the close proximity to the CMC's medical office building. CMC has committed to accepting Medicaid recipients. The mixed-use and commercial space will provide other amenities and employment opportunities for residents. The future site promotes a walkable, bikeable neighborhood with increased sidewalk footprints and traffic calming measures along route 13 with the addition of a 4-way traffic light.

The Project has received a significant amount of support and backing by the City of Ithaca and quality affordable housing has continually been an important need in the City, as voiced by community leaders and members. Importantly, Tompkins County recently awarded the project with the maximum award in its annual local funding round with a \$300,000 award evidencing the local community's advocacy of the project. The city has expressed unanimous local support as well.



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The Carpenter Park Affordable building's entitlement process is part of the larger Carpenter Park community. In July of 2019 the Carpenter Park Project received unanimous vote of referral from the City of Ithaca Common Council for the Planning & Development Board to proceed with SEQR declaration, PUDOD, and Site Plan approval. In May 2020 we received SEQR Negative Declaration and preliminary Site Plan Approval. In September of 2020, the project obtained final site plan approval.

The project team engaged Newmark Knight and Frank to perform a market study in August 2020 for the proposed development. The market study concluded that "clear support is evident for workforce/supportive housing project of this nature targeting one and two person households" given a number of factors, including (i) Extensive and long wait list at all affordable properties in the market are, (ii), occupancy rates of over 98% in all rental housing,(iii), absorption of over 8 units per month on other new affordable and market rate projects, (iv) increasing rent levels in the Ithaca market with limited land for development, (v) high quality finishes and features relative to comparable product, and (vi) significant unmet demand for affordable housing units. Many of the recent affordable developments within Tompkins County have included units whose targeted AMI levels are above 80% AMI and have been quickly leased up. The development is set to address a significant shortage of affordable housing at income levels at 50%-60% AMI, which represent families most in need of quality affordable housing, in one of the most critical neighborhoods within Tompkins County- a means to provide quality affordable housing to the low income and minority community.



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Request for Financial Assistance

Carpenter Park Apartments

Park Grove Development, LLC is requesting a 30-year PILOT with a year one tax upon substantial occupancy of \$17,957, increasing at 2% annually. In addition, a sales tax exemption and mortgage recording exemption are requested, as well as a concession to the administrative fee to be ½% of project costs.

These requests follows the general intent and policy of the recent TCAD PILOTS for affordable housing proposals. It is the maximum amount this project can afford which is 12% of NOI. The revenue on this project is limited since the building will target very low income households and families under 50% and 60% of AMI. This means that families will pay less in rent to make it affordable at the lower income levels. With only 42 units there are fixed operating expenses spread over fewer units with less income to cover these costs. This proposed PILOT is critical to making this deal financially feasible.

Park Grove Development has fully leveraged all sources of financing, including maximizing LIHTC and permanent bank loan size. Given significant increases in construction costs over the past year and our commitment to provide market-rate level quality for low income households, use of a 581-a tax exemption would make this project financially infeasible or would require less affordable units to pay taxes and other operating costs. Further, receipt of a PILOT at a level greater than a 581-a assures compliance with HCR's State Housing Goals- and greatly increases the likelihood of HCR funding of the Project. As such the PILOT, sales tax and mortgage tax recording exemption are necessary financial assistance to Carpenter Park Apartments.

Please see attached 30 year income projections with 581-a tax liability for an affordable housing project, and the corresponding requested PILOT terms.

Thank you for your consideration.

Carpenter Park Apartments Projected Taxes

Year	1	2	3	4	5	6	7	8	9	10
Net Operating Income (before taxes and debt service)	\$ 149,638	\$ 151,029	\$ 152,395	\$ 153,731	\$ 155,037	\$ 156,310	\$ 157,546	\$ 158,745	\$ 159,902	\$ 161,016
PILOT Proposed	\$ 17,957	\$ 18,316	\$ 18,682	\$ 19,056	\$ 19,437	\$ 19,825	\$ 20,222	\$ 20,626	\$ 21,039	\$ 21,460
581-a Estimated Tax	\$ 43,556	\$ 43,961	\$ 44,358	\$ 44,747	\$ 45,127	\$ 45,498	\$ 45,858	\$ 46,207	\$ 46,544	\$ 46,868
Difference	\$ (25,599)	\$ (25,645)	\$ (25,676)	\$ (25,692)	\$ (25,691)	\$ (25,672)	\$ (25,636)	\$ (25,580)	\$ (25,505)	\$ (25,408)

Year	11	12	13	14	15	16	17	18	19	20
Net Operating Income (before taxes and debt service)	\$ 162,084	\$ 163,102	\$ 164,067	\$ 164,976	\$ 165,826	\$ 166,614	\$ 167,334	\$ 167,985	\$ 168,561	\$ 169,060
PILOT Proposed	\$ 21,889	\$ 22,327	\$ 22,773	\$ 23,229	\$ 23,693	\$ 24,167	\$ 24,650	\$ 25,143	\$ 25,646	\$ 26,159
581-a Estimated Tax	\$ 47,179	\$ 47,475	\$ 47,756	\$ 48,020	\$ 48,268	\$ 48,497	\$ 48,707	\$ 48,896	\$ 49,064	\$ 49,209
Difference	\$ (25,290)	\$ (25,148)	\$ (24,983)	\$ (24,792)	\$ (24,575)	\$ (24,330)	\$ (24,056)	\$ (23,753)	\$ (23,418)	\$ (23,050)

Year	21	22	23	24	25	26	27	28	29	30
Net Operating Income (before taxes and debt service)	\$ 169,475	\$ 169,804	\$ 170,041	\$ 170,182	\$ 170,222	\$ 170,155	\$ 169,976	\$ 169,680	\$ 169,261	\$ 168,713
PILOT Proposed	\$ 26,682	\$ 27,216	\$ 27,760	\$ 28,316	\$ 28,882	\$ 29,460	\$ 30,049	\$ 30,650	\$ 31,263	\$ 31,888
581-a Estimated Tax	\$ 49,330	\$ 49,426	\$ 49,495	\$ 49,536	\$ 49,547	\$ 49,528	\$ 49,476	\$ 49,390	\$ 49,268	\$ 49,108
Difference	\$ (22,648)	\$ (22,210)	\$ (21,734)	\$ (21,220)	\$ (20,665)	\$ (20,068)	\$ (19,427)	\$ (18,740)	\$ (18,005)	\$ (17,220)

PILOT Proposed	\$ 728,461
581-a Total	\$ 1,429,895
Total Difference	\$ (701,434)

PILOT proposed is a fixed amount based on 12% of NOI in year one with 2% increase each year