

**Tompkins County Industrial Development Agency /
Tompkins County Development Corporation**
Application for Incentives [DRAFT]

Date: 7.05.23

I. APPLICANT INFORMATION (company receiving benefit)

Name of Company/Applicant: Visum Development Group LLC

Owner: Todd Fox

Address: Project Address: 507-510 W. State St.

City: Ithaca State: NY Zip: 14850

Primary Contact (First, Last): Julia

Phone: (607)269-7300 Email: julia@visumdevelopment.com Fax: (n/a) -

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: Stately Apartments LLC, Stately Apartments Housing Development Fund Company, Inc.

Owner: Visum Development Group LLC, Steuben Churchpeople Against Poverty, Incorporated d/b/a Arbor Housing and Development

Address: 226 Cecil Malone Dr., Suite 3

City: Ithaca State: NY Zip: 14850

Primary Contact (First, Last): Bucher, Julia

Phone: (607)269-7300 Email: julia@visumdevelopment.com Fax: (n/a) -

Describe the terms and conditions of the lease between the applicant and the owner of the property:
There is no lease between the applicant and owner of the property.

At construction closing title of the property will transfer to the owners described above. The applicant owns/controls the managing member of Stately Apartments LLC (with participation from Arbor Housing and Development). A project ownership structure chart is included in this submission.

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

- Tax-Exempt Bonds Taxable Bonds
- Real Property Tax Exemption
- Standard Tax Exemption (7-year)
- Other (attach justification) Standard affordable housing PILOT - 30 years
- CIITAP: 7-year
- CIITAP: 10-year (requires determination of financial need – see CIITAP for details)
- Sales Tax Exemption Mortgage Recording Tax Exemption

Applicant Attorney: Cannon Heyman & Weiss, LLP

Address: 726 Exchange St., Ste. 500

City: Buffalo State: NY Zip: 14210

Primary Contact (if different from above.): Tim Favaro

Phone: (716)853-5100 Email: tfavaro@chwattys.com Fax: (n/a) -

Applicant Accountant: Heveron & Company CPAs

Address: 260 Plymouth Avenue South

City: Rochester State: NY Zip: 14608

Primary Contact (if different from above.): Daniel O'Dea

Phone: (585)232-2956 Email: dodea@heveroncpa.com Fax: (n/a) -

Applicant Engineer/Architect (if known): SWBR Architecture

Address: 387 E. Main St.

City: Rochester State: NY Zip: 14604

Primary Contact (if different from above.): E. Joseph Gibbons III

Phone: (585)232-8300 Email: jgibbons@swbr.com Fax: (n/a) -

Applicant Contractor (if known): Pike/LeCesse

Address: 15 Circle St.

City: Rochester State: NY Zip: 14607

Primary Contact (if different from above.): Jason Socola

Phone: (585)487-7229 Email: jsocola@lecesseconstruction.com Fax: (n/a) -

II. BUSINESS HISTORY

Year company was founded: 2016 NAICS Code: 236117

Type of ownership (i.e. C-Corp, LLC): NY limited liability company

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

Visum is an Ithaca, NY-based real estate investment company, specializing in new construction and redevelopment of residential properties. After being nominated the fastest-growing company in Upstate NY by Inc.5000 and the #24 fastest-growing private real estate company in the U.S., Visum is expanding its portfolio and has a \$160 Million pipeline of 11 projects and 750 units under development.

Major Customers:
Various tenants TBD, including 1 non-residential tenant and 57 residential households with annual income at or below 30-60% of 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? _____

Annual sales to customers in Tompkins County: \$ Visum is a landlord - it does not sell goods or services.

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: \$ N/A

III. PROJECT DESCRIPTION AND DETAILS

Project Location (all addresses and tax parcels): 507 W. State St. (72-3-18.2), 510 W. State St. (72-3-8), Ithaca, NY 14850

Property Size (acres): existing: 17,946 sq. ft. proposed: 17,946 sq. ft.

Building Size (square feet): existing: n/a proposed: 60,480 GSF

Proposed Dates: start: October 2023 end: April 2025

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:

Stately Apartments is a mixed use, HCR funded affordable housing development to be located at 510 W. State Street in downtown Ithaca. The project will involve the demolition of two existing buildings and new construction of one 60,480 gsf mixed-use building with 57 apartments. Stately Apartments will serve supportive service residents and low-income family households earning 30% - 60% AMI.

Common areas will include a community room, indoor bike parking, exterior resident patio, tot lot, gardens, common laundry, unit bulk storage, supportive service areas, and a management office. 1373 nsf of commercial space will be located on the ground floor with a separate entrance on W State Street. The tenant for this space has yet to be determined but will complement the emerging business trends in the W. State Street neighborhood which features a new brewery, a variety of restaurants, as well as long-time local service businesses. Visum will master-lease the space on a triple net basis and is actively engaged with prospective sub-lease commercial tenants that will benefit the residential tenants in the building.

Stately Apartments includes 20 units supported by New York State Empire State Supportive Housing Initiative (ESSHI) in partnership with Catholic Charities of Tompkins/Tioga (CCTT). 5 of these units (3 one-bed, 2 two-bed) will be reserved for homeless survivors of domestic violence. 15 units (11 one-bed and 4 two-bed) will serve homeless individuals with a history of Substance Use Disorders (SUD). CCTT, which began its Tompkins County services in 1997, will serve as the service provider. Additionally, 6 units (10.5% of total units) will be accessible for people with mobility impairment and 3 units (approximately 5% of total units) will be fully adapted for hearing and visually impaired. All units will be visitable and adaptable.

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.:

This project involves new construction of much needed affordable housing in Ithaca, NY. In order to maintain rents at the targeted affordable levels (30-60% of AMI), real estate tax relief is essential. An IDA PILOT agreement will enable the project to operate viably while charging rent consistent with the restrictions required by its affordable housing funding sources.

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

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

The City of Ithaca has tremendous unmet need for affordable rental housing for households whose annual income is 30-60% of AMI. If real property tax relief is unavailable to the project, it will not be operationally viable, and the City's unmet need for affordable rental housing will remain unresolved at the present level.

Describe what green building practices you plan to use:

The project will comply with NYS Homes and Community renewal green building requirements, including the agency's sustainability requirements. It will also comply with 2020 Enterprise Green Communities Plus program requirements.

Will this project result in a regular increase in overnight visitors to your facility (e.g. for training programs)?

Yes No not applicable

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 checked="" 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.

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. <u>57 TBD residential units/tenants</u>	<u>residential residents</u>	<u>97%</u>
2. <u>1 TBD non-residential tenant</u>	<u>TBD</u>	<u>3%</u>
3. _____	_____	_____

IV. PROJECT COSTS AND FINANCING

Project Costs

	Amount (\$)
Land and/or Building Acquisition: <u>n/a</u> acres <u>17,946</u> square feet	<u>\$ 1,200,000</u>
New Building Construction: <u>60,480</u> square feet	<u>\$ 20,539,238</u>
Building Addition(s): <u>n/a</u> square feet	<u>\$</u>
Infrastructure Work:	<u>\$</u>
Reconstruction/Renovation: <u>n/a</u> square feet	<u>\$</u>
Manufacturing Equipment:	<u>\$</u>

Non-Manufacturing Equipment (furniture, fixtures, etc.):	<u>\$ 30,000</u>
Soft Costs (professional services, etc.):	<u>\$ 7,819,312</u>
Other (Specify): _____	<u>\$ _____</u>
TOTAL:	<u>\$ 29,588,550</u>

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

If yes, describe particulars: Predevelopment soft costs i.e. architect, environmental, appraisal, market study fees, etc.

Sources of Funds for Project Costs (permanent sources)

Bank Financing	<u>\$ 2,455,000</u>
Equity	<u>\$ 20,015,217 (19,324,261 i</u>
Tax Exempt Bond Issuance (if applicable) n/a	<u>\$ tax credit equity)</u>
Taxable Bond Issuance (if applicable) n/a	<u>\$ _____</u>
Public Sources (Include sum total of all state and federal grants and tax credits)	<u>\$ 7,118,333</u>

Identify each State and federal grant/credit:

<u>HCR subsidy loans</u>	<u>\$ 7,018,333</u>
<u>Tomkins County loan</u>	<u>\$ 100,000</u>
_____	<u>\$ _____</u>

Total sources of funds for Project costs: \$ 29,588,550

Project refinancing of existing debt only (estimated): \$ n/a

Amount of anticipated financing from a lending institution: \$ 2,455,000 permanent period

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. \$14,619,149 construction period

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
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- 1
- 2
- 3
- 4
- 5
- 6
- 7

Totals

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:

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: \$ n/a

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

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.

Mortgage Recording Tax Benefit:

Mortgage Amount (include construction/permanent/bridge financing/refinancing): \$ n/a

Estimated mortgage recording tax exemption benefit (product of mortgage amount as indicated above multiplied by .0025): \$ _____

Complete for bond applicants only: *(Projected 25 year borrowing term)* not applicable

	Without Bonds	With Bonds
First Year Debt Service	\$ _____	\$ _____
Total Debt Service	\$ _____	\$ _____

Percentage of Project costs financed from public sector:

A. Total Project Cost \$ 29,588,550

B. Estimated Value of PILOT	\$ 2,012,614
C. Estimated Value of Sales Tax Incentive	\$ <u>n/a</u>
D. Estimated Value of Mortgage Tax Incentive	\$ <u>n/a</u>
E. Total Other Public Incentives (tax credits, grants, ESD incentives, etc.)	\$ <u>7,018,333</u> NYS HCR subsidy, \$100,000 Tompkins County loan

Calculation of percentage of Project costs financed from public sector: 31 %
(Total B + C + D + E above / Total Project Cost)

VI. EMPLOYMENT INFORMATION

Note: Annual employment reporting will be required during the course of the abatement.

Describe the benefits you offer to your employees:

Visum offers competitive paid vacation, sick, and parental leave time to all employees.

Describe the internal training and advancement opportunities you offer to your employees:

Management staff for the proposed project will complete fair housing and other management training periodically as required by NYS HCR and other project funding sources.

The project owner will have no employees - however the property manager will provide maintenance and management personnel to support the project.

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	n/a					
Clerical						
Sales						
Services						
Construction						
Manufacturing						
High Skilled						
Medium Skilled						
Basic Skilled						
Other (describe)						
Total						

* 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) n/a

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. n/a %

Please describe your strategy for ensuring diversity in hiring:

The GC contract will include equal opportunity hiring requirements, as well as minority and women owned business, service disabled owned veteran business and section 3 business employment requirements of NYS HCR.

The property owner will have no employees.

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>20</u> %	<input type="checkbox"/> No
Pay a prevailing wage	<input type="checkbox"/> Yes	<u> </u> %	<input checked="" type="checkbox"/> No
Use local labor	<input checked="" type="checkbox"/> Yes	<u>40</u> %	<input type="checkbox"/> No

Estimate the number of construction jobs

125

VIII. ENVIRONMENTAL REVIEW AND PERMITTING

Environmental Assessment Form - Short Form Long Form

Submitted to: City of Ithaca

Agency Name: City of Ithaca Planning and Development Board

Agency Address: 108 E. Green St.

City: Ithaca State: NY Zip: 14850

Date of submission: 2021 Status of submission: Neg Dec Adopted 7.27.21

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.

Please describe any short-term construction impacts or other long-term impacts to existing or adjacent businesses/tenants as well as any mitigations that were identified as part of the environmental review and or permitting process:

The City of Ithaca adopted a negative declaration under SEQR for the proposed project in July 2021 indicating that proposed project will result in no significant adverse impact on the environment.

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

Permit

Status

1. building permit issuance estimated September 2023

2.	Preliminary and Final Site Plan Approval	Received
3.		

IX. OTHER

Do you have anything else you would like to tell the TCIDA regarding this project?
 The applicant appreciates the IDA's support of this most important mixed-use, mixed-income, affordable housing development project because it will create 57 units of much needed affordable rental housing in Ithaca, NY.
 The IDA's financial support is critical to ensuring that the project can operate feasibly while maintaining rents at affordable levels.

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? 3 %

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: _____

XII. PAYMENT IN LIEU OF PROVIDING AFFORDABLE HOUSING UNITS

If this project is subject to a payment in lieu of providing affordable housing units on site per the Workforce Housing Policy, when will the payment be made?

At PILOT closing

- Equal installments over the first three years of operation (subject to a deferral fee of 20% of the payment amount due at closing)

REPRESENTATIONS, CERTIFICATIONS AND INDEMNIFICATION

Todd Fox (name of CEO or other authorized representative of Applicant) confirms and says that he/she is the CEO (title) of Visum Development Group LLC (name of corporation or other entity) named in the attached Application (the "Applicant"), that he/she 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) A non-refundable application fee of \$1,000 due at time of application submission.
 - (ii) An Administrative Fee in accordance with the "fees" section of the Agency's Uniform Tax Exemption Policy (UTEF) 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 (unless otherwise outlined in the UTEF) will be equal to 1% of the project costs that are positively impacted by IDA incentives. This includes the value of construction or renovations of improvements to property that is impacted by property and sales tax abatement and the value of machinery, furniture, fixtures and equipment that are impacted by the sales tax abatement.
 - (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.

COUNTY OF TOMPKINS) SS:
COUNTY OF TOMPKINS)

On the 12 day of July in the year 2023 before me, the undersigned, personally appeared Todd Fox, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signatures on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.



Notary Public

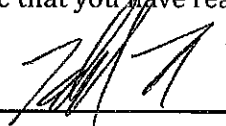
THOMAS J. CANNON
Notary Public, State of New York
Reg. No. 01CA6398775
Qualified in Cortland County
Commission Expires 10/7/23

**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: Todd Fox

Title: CEO

Company: Visum Development Group LLC

Date: 7/12/13

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: Todd Fox

Title: CEO

Company: Visum Development Group LLC

Date: 7/12/23

STATE OF NEW YORK)

7/5/23

510 W State Street DRAFT Projected Taxes

(payment schedule subject to budget adjustments during pre-construction phase; final budget prior to closing will establish PILOT schedule)

Year	1	2	3	4	5	6	7	8	9	10
Net Operating Income (before taxes and debt service)	\$ 283,818	\$ 285,783	\$ 287,676	\$ 289,491	\$ 291,225	\$ 292,872	\$ 294,427	\$ 295,884	\$ 297,237	\$ 298,479
PILOT Proposed	\$ 34,058	\$ 34,739	\$ 35,434	\$ 36,143	\$ 36,866	\$ 37,603	\$ 38,355	\$ 39,122	\$ 39,905	\$ 40,703
581-a Estimated Tax	\$ 97,838	\$ 98,817	\$ 99,805	\$ 100,803	\$ 101,811	\$ 102,829	\$ 103,857	\$ 104,896	\$ 105,945	\$ 107,004
Difference	\$ (63,780)	\$ (64,077)	\$ (64,371)	\$ (64,660)	\$ (64,945)	\$ (65,226)	\$ (65,502)	\$ (65,774)	\$ (66,040)	\$ (66,301)

Year	11	12	13	14	15	16	17	18	19	20
Net Operating Income (before taxes and debt service)	\$ 299,606	\$ 300,610	\$ 301,485	\$ 302,222	\$ 302,816	\$ 303,258	\$ 303,541	\$ 303,655	\$ 303,594	\$ 303,347
PILOT Proposed	\$ 41,517	\$ 42,347	\$ 43,194	\$ 44,058	\$ 44,939	\$ 45,838	\$ 46,755	\$ 47,690	\$ 48,643	\$ 49,616
581-a Estimated Tax	\$ 108,074	\$ 109,155	\$ 110,246	\$ 111,349	\$ 112,462	\$ 113,587	\$ 114,723	\$ 115,870	\$ 117,029	\$ 118,199
Difference	\$ (66,557)	\$ (66,808)	\$ (67,052)	\$ (67,291)	\$ (67,523)	\$ (67,749)	\$ (67,968)	\$ (68,180)	\$ (68,385)	\$ (68,583)

Year	21	22	23	24	25	26	27	28	29	30
Est. Net Operating Income (before taxes and debt service)	\$ 306,380	\$ 309,444	\$ 312,539	\$ 315,664	\$ 318,821	\$ 322,009	\$ 325,229	\$ 328,481	\$ 331,766	\$ 335,084
PILOT Proposed	\$ 50,609	\$ 51,621	\$ 52,653	\$ 53,706	\$ 54,780	\$ 55,876	\$ 56,994	\$ 58,133	\$ 59,296	\$ 60,482
581-a Estimated Tax	\$ 119,381	\$ 120,575	\$ 121,781	\$ 122,999	\$ 124,228	\$ 125,471	\$ 126,725	\$ 127,993	\$ 129,273	\$ 130,565
Difference	\$ (68,772)	\$ (68,954)	\$ (69,127)	\$ (69,292)	\$ (69,448)	\$ (69,595)	\$ (69,732)	\$ (69,859)	\$ (69,977)	\$ (70,083)

PILOT Proposed	\$ 1,381,675
Estimated 581-a Total	\$ 3,403,290
Total Savings	\$ 2,021,614

Fees		
IDA	(1% of Hard Costs)	\$205,692
IDA Attorney	(approx 33% of IDA fee)	\$68,564
	IDA app	\$1,000
	Total	\$275,256

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

Proposed 30 year PILOT with an option to renew for 20 more years (coterminus with the affordability period underwritten by DHCR)

I. PROJECT INFORMATION:

Developer: Visum Development Group LLC (“Visum”)

Project Type: Stately Apartments (“the Project”) is a shovel-ready mixed use development involving demolition of 2 existing buildings and new construction of one mixed use building. The Project will be located on a lot at 510 West State Street, Ithaca NY 14850. The site is within Census Tract 0001.00, which is not a 2023 QCT.

General Description: The proposal includes 57 apartments: 1 studio, 18 one-bedroom, and 38 two-bedroom units. The project will serve supportive service residents and low-income family households earning 30% - 60% AMI. Common areas include a community room, common laundry, unit bulk storage, supportive service areas, and a management office. The project includes one approximately 1373 nsf commercial space with a separate entrance along West State Street.

Supportive/Senior Housing (target populations, service provider): The project includes 20 units supported by NYS ESSHI. In partnership with Catholic Charities of Tompkins/Tioga (“CCTT”), the project received a conditional ESSHI award on December 20, 2021 to provide services and operating funding for 20 supportive housing units. 5 units (3 one-bed, 2 two-bed) will be reserved for homeless survivors of domestic violence. 15 units (11 one-bed and 4 two-bed) will serve homeless individuals with a history of SUD.

CCTT, which began its Tompkins County services in 1997, will serve as service provider.

Commercial/Civic Space: The project includes approximately 1373 nsf (876 leaseable sf) of ground-floor commercial space opening directly onto the sidewalk on W. State St. An active ground floor is anticipated to host a local business and will complement the emerging business trends in the W. State St. neighborhood, which features a new brewery, a variety of restaurants, as well as long-time local service businesses. Visum will master-lease the space on a triple net basis (in order to minimize operating expenses associated with the commercial space) and is actively engaged with prospective sub-lease commercial tenants that will benefit the residential tenants in the building.

II. PROJECT DESIGN AND SCOPE OF WORK:

Proposed improvements to the property: The site combines two parcels that contain two existing vacant buildings, which will both be demolished as part of the project.

Design: The Project will be an infill development connecting two parcels of land. It involves new construction of a 60,480 gsf mixed-use building. The building is uniquely shaped, with a portion being 4 stories and a portion being 5 stories. The building has an elevator and will be clad in brick, corrugated metal, and fiber cement siding. The proposed building contains 57 dwelling units, community spaces, indoor bike parking, ground floor commercial space, with an exterior resident patio, tot lot, and gardens.

Accessible and adaptable units: The project will have 6 accessible units (10.5%) for people

with mobility impairment. Three units (approx. 5% of the total units) will be fully adapted for hearing and visually impaired. All units will be visitable and adaptable.

Utilities: Rent will include common area utilities, water, and broadband. Tenants will be responsible for paying electricity. All mechanical systems and appliances are electric powered.

Green building and energy efficiency: Stately will pursue stretch goals by meeting Energy Star Multifamily New Construction v1.1, Enterprise Green Communities 2020 Plus, DOE Zero Energy Ready Homes, and EPA Indoor airPLUS. The addition of high-performance packaged heat pumps for heating and cooling, central heat pump water heaters for domestic hot water, and continuous envelope insulation will aid in increased energy efficiency and building resiliency.

Parking available to the project: On-street parking is available both immediately by the building and in nearby residential areas a short walk from the site. The City of Ithaca Director of Parking has confirmed that the City accepts requests for on- street, reserved ADA parking for persons with disabilities and will review these requests on an individual basis. There are several local parking garages located within ¼ mile of the site. Public transit is also available at the site.

Grounds, seating areas, and open space: The north street front will have a lush garden with interest throughout the seasons. The east street front will include children’s play area with seating and a landscaped garden.

III. SITE INFORMATION:

Current land use, existing buildings on site, easements, deed restrictions: The site combines two parcels, which include two buildings that will be demolished because of their blighting impact. 510 W. State St is a one-story, concrete masonry retail building. 507 W. Seneca St. is a two-story, two-unit wood-frame house with a one-bedroom unit and a two-bedroom unit and detached wood-frame garage. Both buildings are vacant and are not able to be leased because of the deteriorated condition.

The property’s deed (Tompkins County document number 2018-03734) indicated that the property is subject to a driveway agreement with 512 W. State St. (the first parcel immediately west of 510). The development team for Stately Apartments has communicated with the owner of 512 W. State St. and has agreed to build a concrete driveway between the properties as part of the City’s site plan approval process.

Current/future Ownership: Visum currently holds title to the site through Ithaca Office Space LLC. Todd Fox is the Principal and has common control of Ithaca Office Space LLC and Visum. Prior to closing, a Housing Development Fund Company (“HDFC”) will be formed with Steuben Churchpeople Against Poverty, Incorporated d/b/a Arbor Housing and Development (“Arbor”) as the Sole Member. The HDFC will have a nominal fee title interest in the property and transfer beneficial ownership to a to-be-formed New York limited partnership (“LP”) formed for the purpose of owning, developing and managing the Project. The LP will consist of a managing General Partner (0.005% membership interest) with Visum as its Sole Member, a Co-GP (0.005% membership interest) with Arbor as its Sole Member,

and an unrelated investor member of the LP (99.98% membership interest controlled by the Investor Limited Partner and 0.01% membership interest controlled by the Investor Special Limited Partner).

Environmental Issues: Soil samples collected from the site identified very low concentrations of volatile organic compounds (“VOCs”) 10-15 feet below the ground surface. The concentrations of VOCs detected do not exceed NYSDEC standards for residential use, and do not appear to represent a remedial concern. The project design and budget include a sub-slab depressurization system (SSD) to mitigate the potential for soil vapor intrusion.

Zoning/Status of Local Approvals: The project has completed local planning approvals and has full readiness to proceed upon obtaining building permits. The project received a SEQR Negative Declaration from the City of Ithaca Planning and Development Board (“PDB”) on July 27, 2021, and a Board of Zoning Appeals variance on August 3, 2021. The project received preliminary and final Site Plan Review approval on August 24, 2021.

With the approved variance, the proposed project complies with all zoning dimensional and use requirements. The zoning variance allows the project to align the floor levels between the State St. and Seneca St. portions of the building.

IV. PROJECT LOCATION AND MARKET INFORMATION:

Project location and neighborhood: Stately Apartments will be located within 0.3 miles of three bus stops served by over 20 different bus routes. The project site is located near several urban parks. It is two blocks from Washington Park, a 2.5-acre green. It is also 2.5 blocks from the Cayuga Waterfront Trail, a recreational circuit outlining the Cayuga Inlet and connecting central Ithaca to the Cayuga Lake waterfront, Stewart Park, the Ithaca Farmers Market, the Ithaca Children’s Garden, Cass Park with its sports and marina facilities on a grade-separated paved trail.

V. PROJECT FINANCING INFORMATION:

Status of subsidy financing: The project received commitment for a Tompkins County loan in the amount of \$100,000.

The project received a conditional ESSHI award on December 20, 2021 for \$500,000 in annual ESSHI operating funds to cover 20 ESSHI units (\$25,000 per unit). The contract will cover rental assistance and supportive services for the 20 units.

Status of tax abatement or PILOT agreement: Ithaca Area Economic Development confirmed that Stately Apartments is eligible to apply for a PILOT, which includes tax payment fixed at 12% of NOI with a 2% annual increase for 30 years.

VI. DEVELOPMENT TEAM AND OWNERSHIP INFORMATION:

Development team members:

Applicant/Co-Developer **Visum.** Visum is the current owner of the property via Ithaca Office Space LLC. Visum will be responsible for all aspects of development, provide all guarantees or letters of credit and any additional equity required to complete the project.

Non-Profit Co-Developer/Property Manager/Beneficial Owner Arbor, a local 501(c)(3), shall materially participate in the development process by providing feedback to budget preparations, 3rd party engagements, architectural and sustainability design and all aspects of the financing for the project. In addition to Arbor’s role in the operations as co-owner through the regulatory period, Arbor will be responsible for property management including marketing, lease up, tenant qualification, and HCR compliance. Arbor has surplus capacity to handle a new deal. Arbor will have a Right of First Refusal (ROFR) following the initial 15-year tax credit compliance period.

Architect SWBR

General Contractor LECESSE

Additional Development Team Members Sustainable Comfort Inc. as sustainability consultant, **Heveron & Company** (WBE) as accountant, **Cannon Heyman & Weiss** as attorney, **Stantec** as environmental engineer, and **Marathon Engineering** as civil engineer.

Effective project control: Visum and Arbor will make development decisions in tandem. When required, Visum will have effective control of the project as guarantor.

- VII. DEVELOPMENT TIMELINE: The development team received site plan approval on August 24, 2021.
- 7.28.23 – Construction Document Submission
 - 9.28.23 – Construction Finance Closing & Construction Commencement within 2 weeks
 - April 2025 – Construction Completion and Initial Occupancy
 - October 2025 – 100% Occupancy
 - December 2025 – Perm Closing