

MINUTES OF MEETING

RIVERHEAD IDA ECONOMIC JOB DEVELOPMENT CORPORATION

July 17, 2023

The meeting was called to order by Chairman James Farley at 6:54pm

Present: James Farley – Chairman
 Lori Ann Pipczynski- Vice Chair
 Lee Mendelson -Treasurer
 Douglas Williams – Assist. Treasurer
 Anthony (Tony) Barresi - Secretary

Absent:

Signifying a quorum.

Others in Attendance: Tracy Stark-James, Executive Director RIDA
 William Weir, RIDA Agency Counsel
 Terance Walsh, Agency Counsel

By motion of Anthony Barresi and second by Doug Williams the proposed agenda was adopted.

PRESENTATION: The presentation for the application request by Related Companies was made during the Riverhead Industrial Development meeting on July 17th for the same project. The request to utilize bond financing and the mortgage recording tax will be made through the Economic Job Development Corporation.

CORRESPONDENCE: There was no correspondence.

MINUTES

Adoption of **RESOLUTION #15-23 APPROVES MINUTES OF THE MEETING** March 27, 2023

The members moved to dispense with the reading of and voted on the meeting minutes. Lori Ann Pipczynski offered the following resolution, which was seconded by Doug Williams.

RESOLVED, the minutes of the meetings of March 27, 2023 as prepared and e-mailed be and are hereby approved, and

BE IT FURTHER RESOLVED, that copies of said minutes be maintained in the files of the Riverhead IDA Economic Job Development Corporation and become a part of the record of the Corporation.

Vote: 5 Yes

TREASURERS REPORT

Lee Mendelson reported that the balance of the LDC account as of \$4,180.68.

#15-23 RESOLUTION ACCEPTS TREASURER'S REPORT AS OF June 30, 2023.

WHEREAS, Denise Cooper, CPA, submitted monthly financial report to the Riverhead Industrial Development Agency Economic Job Development Corporation for the period of June 1 to June 30, 2023,

NOW, THEREFORE, BE IT FURTHER RESOLVED, said monthly financial report dated July 5, 2023 covering the month of June, be and are hereby accepted and any expenses as listed are authorized for payment.

Member Douglas Williams made a motion to accept Treasurer's Report, which was seconded by Member Anthony Barresi. **Motion approved.**

Vote: 5 Yes

COMMITTEE REPORTS

Audit Committee – None

Governance Committee – None

Finance Committee – None

OLD BUSINESS - None

NEW BUSINESS**RESOLUTION #16-23**

Member Lori Ann Pipczynski offered the following resolution. Anthony Barresi seconded.

Counsel explained that the corporation is considering an inducement resolution as opposed to considering simply accepting the application is a requirement of the federal income tax code when we are issuing tax exempt bonds and being they are for affordable housing bonds they qualify for tax exempt. Taking official action now means they can start being reimbursed for

capital costs and costs they are incurring now. The clock starts ticking going back 60 days from today. We do have to hold a separate public hearing for each entity and the Supervisor will need to approve the issuance of the tax exempt bonds. The two projects will close simultaneously.

RESOLUTION OF THE RIVERHEAD IDA ECONOMIC JOB DEVELOPMENT CORPORATION TAKING OFFICIAL ACTION TOWARD THE ISSUANCE OF ITS REVENUE BONDS IN AN AMOUNT SUFFICIENT TO FINANCE CERTAIN COSTS OF ACQUIRING, RENOVATING, EQUIPPING, FURNISHING THE RIVERHEAD HOUSING, L.P. PROJECT, MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT AND REQUESTING THE SUPERVISOR OF THE TOWN OF RIVERHEAD TO APPROVE THE ISSUANCE OF THE BONDS.

WHEREAS, pursuant to and in accordance with the provisions of Section 1411 of the New York Not-for-Profit Corporation Law, as amended (collectively, the "Act"), the Riverhead IDA Economic Job Development Corporation (the "Issuer") was created with the authority and power to issue its revenue bonds for the purpose of, among other things, financing and/or refinancing the acquisition, construction, renovation and equipping of certain facilities as authorized by the Act; and

WHEREAS, Riverhead Housing, L.P., a duly organized and validly existing New York limited partnership (the "Company"), has applied to the Issuer to issue its Revenue Bonds, Series 2023 (River Pointe Apartments Project) (the "Series 2023 Bonds"), as tax exempt bonds under Section 142(d) of the Code, in an aggregate principal amount presently estimated to be \$31,800,000 but not to exceed \$37,000,000, to finance a certain project consisting of:

(A) the acquisition of an approximately 6.8 acre parcel of land located at 821 East Main Street, Riverhead, New York 11901 (the "Land"), together with an affordable housing complex located thereon consisting of nine (9) two-story buildings totaling approximately 137,606 square feet, comprised of thirty-three (33) one-bedroom units, ninety-two (92) two-bedroom units, and ten (10) three-bedroom units (the "Existing Improvements");

(B) the rehabilitation, renovation, refurbishment and upgrading of the Existing Improvements, including, but not limited to, (i) exterior improvements consisting of replacement of roofs, siding, windows, and exterior painting, (ii) interior renovations to residential units, common areas, and building systems, (iii) site improvements including

landscaping, paving, lighting, playground equipment, signage, building access controls, and security systems, (iv) installation of Wi-Fi in residential units and common areas, and (v) related amenities and improvements (the “**New Improvements**”, and together with the Existing Improvements, the “**Improvements**”);

(C) the acquisition and installation in and around the Improvements of certain items of machinery, equipment, fixtures, furniture and other incidental tangible personal property (collectively, the “**Equipment**”, and together with the Land and the Improvements, the “**Facility**”); and

(D) paying all or a portion of the costs incidental to the issuance of the Series 2023 Bonds, including issuance costs of the Series 2023 Bonds, capitalized interest, and any reserve funds as may be necessary to secure the Series 2023 Bonds (collectively, paragraphs (A), (B), (C), and (D) shall be referred to herein as the “**Project**”); and

WHEREAS, the proceeds of the Series 2023 Bonds will be loaned by the Issuer to the Company for the financing of the Project, pursuant to the Act; and

WHEREAS, the Act authorizes and empowers the Issuer to issue its revenue bonds to promote, develop, encourage and assist projects such as the Project and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, pursuant to Section 147(f) of the Code, interest on the Series 2023 Bonds will not be excluded from gross income for federal income tax purposes unless the issuance of the Series 2023 Bonds is approved by the “applicable elected representative” of the Town of Riverhead after a public hearing (the “**Public Hearing**”) has been held on the Project and the issuance of the Series 2023 Bonds; and

WHEREAS, prior to the issuance of the Series 2023 Bonds, public notice of the Public Hearing will be given as required by Section 147(f) of the Code, the notice of which (together with proof of publication) will be substantially in the form annexed hereto as Exhibit A and such notice will comply with all requirements of the Code; and

WHEREAS, the Public Hearing will be held to hear all persons with views in favor of or opposed to the issuance of the Series 2023 Bonds, the Project, and the other financial assistance contemplated by the Issuer; and

WHEREAS, the Company reasonably expects that it will pay or incur certain capital expenditures in connection with the Project prior to the issuance of the Series 2023 Bonds for the Project; and

WHEREAS, the Company will use funds from sources other than the proceeds of the Series 2023 Bond which are or will be available on a short-term basis to pay for preliminary expenditures and the acquisition, renovation, equipping and furnishing of the Project; and

WHEREAS, the Company reasonably expects that it will reimburse itself for the use of such funds with proceeds of indebtedness to be issued by the Issuer to finance the costs of the Project; and

WHEREAS, the Series 2023 Bonds are expected to be issued in an aggregate principal amount presently estimated to be approximately \$31,800,000 but not to exceed \$37,000,000; and

NOW, THEREFORE, BE IT RESOLVED by the Riverhead IDA Economic Job Development Corporation (a majority of the members thereof affirmatively concurring) as follows:

Section 1. (a) The financing of the Project by the Issuer through the issuance of the Series 2023 Bonds pursuant to the Act, and the provision of other financial assistance in connection therewith pursuant to the Act, will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the Town of Riverhead and the people of the State of New York and improve their standard of living, and thereby serve the public purposes of the Act and the same is, therefore, approved;

(b) It is desirable and in the public interest for the Issuer to issue the Series 2023 Bonds for the purposes of financing the costs of the acquisition, renovation, equipping and furnishing of the Project, together with necessary incidental expenses in connection therewith as reflected in the Company's application to the Issuer, as amended from time to time prior to the issuance of the Series 2023 Bonds. The currently estimated aggregate principal amount of the Series 2023 Bonds to be issued is approximately \$31,800,000, but not to exceed \$37,000,000.

Section 2. Subject to the adoption of a final authorization resolution after the Public Hearing has been held and approval of the issuance of the Series 2023 Bonds by the Yvette Aguiar, Supervisor, Town of Riverhead, Suffolk County, and the compliance with any other applicable provisions of the Code, the Issuer shall (i) issue the Series 2023 Bonds in an amount and with maturities, an interest rate, redemption terms and other terms and provisions to be determined by a further resolution of the Issuer, (ii) loan the proceeds of the Series 2023 Bonds to the Company pursuant to the terms of a Loan Agreement whereby the Company will be obligated, among other things, to make loan payments to or for the account

of the Issuer in amounts and at times so that such loan payments will be adequate to pay the principal of, premium, if any, and interest on the Series 2023 Bonds, and (iii) secure the Series 2023 Bonds in such manner as the Issuer, the Company and the purchaser(s) of the Series 2023 Bonds mutually deem appropriate. If the proceeds of the sale of the Series 2023 Bonds are insufficient to finance the Project, the Issuer will, subject to the terms and conditions to be agreed upon between the Issuer and the Company, and upon the request of the Company, take such actions and execute such documents as may be necessary to effect the issuance from time to time of additional bonds, whether on a parity with the Series 2023 Bonds or otherwise, for the purpose of paying the costs of completing the Project.

Section 3. To the extent the Company has paid or incurred or will pay or incur preliminary expenditures or hard costs in connection with the Project with its current funds, it reasonably expects to reimburse itself with proceeds from the Series 2023 Bonds. This Resolution is intended to be a declaration of official intent pursuant to Section 1.150-2 of the Treasury Regulations to reimburse prior expenditures made by the Company for the Project with proceeds of the Series 2023 Bonds.

Section 4. The law firm of Nixon Peabody LLP is hereby appointed Bond Counsel to the Issuer in connection with the issuance of the Series 2023 Bonds.

Section 5. Counsel to the Issuer and Bond Counsel are hereby authorized to work with counsel to the Company and others to prepare, for submission to the Issuer, all documents necessary to effect the authorization, issuance and sale of the Series 2023 Bonds.

Section 6. The Chairman and the Executive Director of the Issuer are hereby authorized and directed (i) to distribute copies of this resolution to the Company, (ii) to request the Yvette Aguiar, Supervisor, Town of Riverhead, Suffolk County to approve the issuance of the Series 2023 Bonds following the Public Hearing, and (iii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 7. This resolution shall take effect immediately and shall be continuously available for inspection by the general public during normal business hours at the Issuer's office.

VOTE: 5 Yes

Seeing no further business, Lee Mendelson motioned to adjourn the meeting. Lori Ann Pipczynski seconded. The meeting adjourned at 6:57pm

7/28/23

Date

AMR

[REDACTED]

Secretary/Asst. 1