

**SALES TAX LETTER EXTENSION RESOLUTION
STAR ESTATE DEVELOPMENT GROUP, LLC PROJECT**

A regular meeting of Ulster County Industrial Development Agency (the “Agency”) was convened in public session at the Ulster County Office Building, Legislative Chambers, 6th floor located at 244 Fair Street in the City of Kingston, Ulster County, New York on October 21, 2020 at 9:00 o’clock a.m., local time.

The meeting was called to order by the (Vice) Chair of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

James Malcolm	Chair
Faye Storms	Vice Chair/Assistant Treasurer
Diane Eynon, Ph.D.	Treasurer
Michael J. Ham	Secretary
Orlando Reece	Assistant Secretary
Daniel Savona	Assistant Secretary
Richard O. Jones	Chief Financial Officer/Member

Each of the members present participated in the meeting telephonically pursuant to Executive Order No. 202.1, as supplemented, issued by New York State Governor Andrew M. Cuomo, suspending provisions of Article 7 of the Public Officers Law that require public in-person access to public meetings and authorizing board members to participate in said meetings by conference call or similar service.

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Rose Woodworth	Chief Executive Officer
Joseph P. Eriole, Esq.	Local Counsel

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. 1020 –

**RESOLUTION APPROVING THE DELIVERY OF AGENCY REVISED SALES TAX
DOCUMENTS FOR THE STAR ESTATE DEVELOPMENT GROUP, LLC PROJECT**

WHEREAS, Ulster County Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 787 of the 1976 Laws of New York, as amended, constituting Section 923 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing,

warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, pursuant to a resolution duly adopted by the members of the Agency on November 9, 2016 (the “Approving Resolution”), the Agency agreed to assist Star Estate Development Group, LLC (the “Company”) in undertaking a project (the “Project”) consisting of the following: (A) (1) the acquisition of an interest in an approximately 27.30 acre parcel of land located at 1835 Broadway (Tax Map #80.1-4-5.200) in the Town of Esopus, Ulster County, New York (the “Land”), together with two (2) buildings located thereon containing in the aggregate approximately 24,100 square feet of space (collectively, the “Facility”), (2) the reconstruction and renovation of the Facility and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Facility and the Equipment being collectively referred to as the “Project Facility”), all of the foregoing to be owned by the Company and operated as a craft distillery facility and event space with tasting and merchandise rooms and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real property transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, the Company has sent a request to the Agency (the “Company Request”), a copy of same is attached as **Schedule A**, indicating that there have been some delays in completing the Project and that due to such delays the Company has requested that the expiration date contained in the sales tax letters originally delivered by the Agency to the Company be extended;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF ULSTER COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Agency has reviewed the Company Request and, based upon the representations made to the Agency in the Company Request, the Agency hereby makes the following findings and determinations with respect to the Project:

- (A) The Project constitutes a “project” within the meaning of the Act;
- (B) The Project does not differ from the Project approved by the Agency pursuant to the Approval Resolution and as described in the Agency Documents (as defined in the Approval Resolution);
- (C) The approval of the request by the Company does not result in any additional Financial Assistance and therefore a new public hearing under the Act is not required;
- (D) The existing sales tax letter expired on September 30, 2020 and the new expiration date will be May 31, 2021; and

(E) The granting of the Financial Assistance by the Agency with respect to the Project, will promote the job opportunities, health, general prosperity and economic welfare of the inhabitants of Ulster County, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act; and

(F) Upon compliance with the provisions of the Act, the Agency is authorized under the Act to undertake the Project in order to promote the job opportunities, health, general prosperity and economic welfare of the inhabitants of Ulster County, New York and the State of New York and improve their standard of living.

Section 2. In consequence of the foregoing, the Agency hereby determines to execute and deliver revised sales tax letters and related documents to the Company and its contractors (the "Agency Revised Sales Tax Documents") to reflect the new completion date of the Project, subject to the following conditions: (A) the payment of the Agency's administrative fee, as reviewed by the Chair, Agency Counsel and Agency Special Counsel, (B) evidence satisfactory to the Agency and its staff that the Company is in compliance with the Agency's policies relating to the Project; (C) the payment of the fees and expenses of the Agency Counsel and Agency Special Counsel, (D) the execution and delivery of documents prepared by the Agency Special Counsel to provide for the extension of the sales tax letters, and (E) the following additional conditions: _____.

Section 3. The Chair (or Vice Chair) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agency Revised Sales Tax Documents, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto.

Section 4. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Revised Sales Tax Documents and the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Revised Sales Tax Documents and the Agency Documents binding upon the Agency.

Section 5. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

James Malcolm	VOTING	_____
Faye Storms	VOTING	_____
Diane Eynon, Ph.D.	VOTING	_____
Michael J. Ham	VOTING	_____
Orlando Reece	VOTING	_____
Daniel Savona	VOTING	_____
Richard O. Jones	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of Ulster County Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on October 21, 2020 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”) except as modified by Executive Order 202.1, as supplemented, said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present, either in-person or appearing telephonically in accordance with Executive Order 202.1, as supplemented, throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this _____ day of October, 2020.

(Assistant) Secretary

(SEAL)

SCHEDULE A
COMPANY REQUEST
- SEE ATTACHED -

From: Paul Seres <paul@thehudsonhouseeny.com>
Sent: Friday, September 25, 2020 2:38 PM
To: Rose Woodworth <execdir@ulstercountyida.com>
Cc: Charles Ferri <charles@thehudsonhouseeny.com>
Subject: Sales Tax Exemption Extension

Rose,

Thank you for taking the time to speak with me today.

As discussed, this email serves as our formal request to extend our sales tax exemption for the Star Estate Development Group's project located at 1835 Broadway (US Rt 9W) West Park, NY 12493. Due to a stoppage of work in the Spring because of Covid, and because of delays related to the pandemic, our construction completion date has been pushed back and delayed. Therefore, we are respectfully asking for a 6 month extension to our sales tax exemption period.

Please let me know if you have any questions.

Best regards,

Paul Seres



PAUL SERES
Chief Operating Officer
The Hudson House NY
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