

**TOWN OF RIVERHEAD
INDUSTRIAL DEVELOPMENT AGENCY
DATED: 03-28-22**

**#18-22 AUTHORIZES REFINANCING AND PERMANENT FINANCING FOR 20 WEST
MAIN, LLC**

Lori Ann Pipczynski offered the following resolution, which was seconded by Lee Mendelson.

WHEREAS, upon proceedings held the Agency induced 20 West Main, LLC (the “**Company**”) to acquire real property at 20 West Main Street, Riverhead, New York 11901 to be renovated as commercial offices as more particularly set forth in Agency resolution number 37-15 adopted June 1, 2015 (the “**Facility**”), which, among other inducements, granted an exemption from mortgage recording tax up to \$1,475,500; and

WHEREAS, the Company duly acquired the real property and constructed the required renovations and has placed the Facility into service at a total detailed cost of \$1,484,771.74; and

WHEREAS, the Agency acquired a leasehold interest in the Facility pursuant to a certain Ground Lease dated as of July 17, 2015 (the “**Ground Lease**”), by and between the Agency and the Company; and

WHEREAS, the Agency leased the Facility back to the Company pursuant to a certain Lease Agreement dated as of July 17, 2015 (the “**Lease Agreement**”), as amended to date, by and between the Agency and the Company; and

WHEREAS, Peoples Bank United (the “**Lender**”) has issued its commitment letter to provide permanent financing for the Facility in the amount currently estimated to be \$2,200,000 (the “**Loan**”); and

WHEREAS, the Agency now contemplates that it will authorize the execution of one or more mortgages securing an amount presently estimated to be \$2,200,000 but not to exceed \$3,500,000, in connection with the financing of the construction, renovation, and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, constructing and equipping the Facility; and

WHEREAS, as security for the Loan being made to the Company by the Lender, the Company has further requested to the Agency that it join with the Company in executing and delivering to the Lender one or more mortgages and such other loan documents, satisfactory to the Agency, upon advice of counsel, in both form and substance, as may be reasonably requested by the Lender (the “**Loan Documents**”); and

NOW, THEREFORE BE IT RESOLVED,

Section 1. The Agency hereby finds and determines:

- (a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act.
- (b) The Facility continues to constitute a “project” as such term is defined in the Act.
- (c) The financing of the Facility will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of the Town of Riverhead, Suffolk

County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act.

- (d) The financing of the Facility as contemplated in this resolution is reasonably necessary to maintain the competitive position of the Company in its industry.
- (e) It is desirable and in the public interest for the Agency to assist in the financing of the Facility.
- (f) The Loan Documents will be effective instruments whereby the Agency and the Company agree to secure the Loan and assign to the Lender their respective rights under the Lease Agreement (except the Agency's certain unassigned rights).

Section 2. In consequence of the foregoing, the Agency hereby determines to execute, deliver and perform the Loan Documents to which the Agency is a party.

Section 3. The Agency is hereby authorized to execute and deliver the Loan Documents in connection with the financing of the costs of constructing, renovating, and equipping the Facility and any future Loan Documents in connection with any future refinancing or permanent financing of such costs of constructing, renovating, and equipping of the Facility without the need for any further or future approvals of the Agency.

Section 4. The Agency hereby authorizes and approves the execution of one or more mortgages securing an amount presently estimated to be \$2,200,000 but not to exceed \$3,500,000, in connection with the financing of the construction, renovation, and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of constructing, renovating, and equipping the Facility.

Section 5. The Chairman or Vice Chairman are hereby authorized, on behalf of the Agency, to execute and deliver the Loan Documents to which the Agency is a party, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman and Vice Chairman or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman, Vice Chairman, and counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "**Agency Documents**").

Section 6. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 7. Any expenses incurred by the Agency with respect to the Facility shall be paid by the Company. The Company agrees to pay such expenses and further agrees to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims

for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the Facility.

BE IT FURTHER RESOLVED that this resolution shall become effective upon the payment by 20 West Main, LLC of the Agency fee of \$2,500. and all reasonable Agency counsel fees.

VOTE: 4 Yes
1 Absent

DATE: 3/31/2022


Secretary/Asst.