



APPLICATION FOR ASSISTANCE

Each applicant seeking assistance must complete this application and provide required supplemental form/documentation. A non-refundable application fee of \$350.00 must be included with this application. Make check payable to COMIDA. Please see page 10 for additional information on costs and fees.

Please answer all questions. Use "None" or "Not Applicable" where necessary. Information in this application may be subject to public review under New York State Law, except for information that is considered deniable by the Freedom of Information Law. This form is available at www.growmonroe.org.

I. APPLICANT

A. Name Fairview Hotel Group LLC
 Address 7 Van Auker Street
 City/State/Zip Rochester, NY
 Tax ID No. _____
 Contact Name Michael M. Spoleta
 Title Owner
 Telephone (585) 436-2701
 E-Mail mmspoleta@spoleta.com

B. Owners of 20% or more of Applicant Company

Name	%	Corporate Title
<u>Michael M. Spoleta</u>	<u>100%</u>	<u>Owner</u>
_____	_____	_____
_____	_____	_____

C. Applicant's Legal Counsel

Name Betsy D. Brugg
 Firm Woods Oviatt Gilman LLP
 Address 1900 Bausch & Lomb Place
 City/State/Zip Rochester, NY 14604
 Telephone (585) 987-2800
 Fax (585) 454-3968
 Email bbrugg@woodsoviatt.com

II. PROJECT

A. Address of proposed project facility
TBD- Vacant Land

 Tax Map Parcel Number 176.050-001-059.23
 City/Town/Village Henrietta, NY
 School District Rush-Henrietta
 Current Legal Owner of Property
2695 Commercial LLC

B. Proposed User(s)/Tenant(s) of the Facility

If there are multiple Users/Tenants, please attach additional pages.

Company Name Fairview Hotel Group LLC
 Address 7 Van Auker Street
 City/State/Zip Rochester, NY 14608
 Tax ID No. _____
 Contact Name Michael M. Spoleta
 Title Owner
 Telephone (585) 436-2701
 E-Mail mmspoleta@spoleta.com
 % of facility to be occupied by company 100%

C. Owners of 20% or more of User/Tenant Company

Name	%	Corporate Title
_____	_____	_____
_____	_____	_____

- D. Benefits Requested (Check all that apply)
- Sales Tax Exemption
 - Industrial Revenue Bond Financing
 - Mortgage Recording Tax Exemption
 - Real Property Tax Abatement

E. Description of project (check all that apply)

- New Construction
- Existing Facility
 - Acquisition
 - Expansion
 - Renovation/Modernization
- Acquisition of machinery/equipment
- Other (specify) _____

GENERAL DESCRIPTION OF THE PROJECT AND BACKGROUND ON USER(S) OF THE FACILITY
(Attached additional sheets as necessary)

Fairview Hotel Group LLC is planning to build a 127-room hotel on a 4.02 +/- acre lot on Fair Avenue, off Calkins Road, in Henrietta, NY between the ROC Dome Arena and the new Henrietta Public Library. The proposed hotel will help serve the needs of the ROC Dome Arena and be constructed on land originally part of the Dome property. The ROC Dome does not have an on-site hotel, which limits the ability to book certain business and recreational events, such as youth sports and business associations that may require on premises hotel rooms. The immediate proximity of the proposed hotel will make the Dome a more attractive and competitive venue.

This will be the first dual-brand hotel in Rochester and the first (purpose built) Wingate/Hawthorn Suites dual brand in the country. Franchise rights have been granted by Wyndham Hotel Group to operate a dual-brand, 72,449 square foot, 4-story hotel that will be split between two of Wyndham's midscale brands:

- Wingate By Wyndham® (81 guestrooms)
- Hawthorn Suites By Wyndham® (46 extended stay suites)

Dual-brand hotels have been gaining momentum in popularity over the past few years. They offer consumers more choice and result in savings on construction and operating costs since the two brands share a lobby, lounge, indoor pool, fitness center, laundry facilities, conference room, and parking. With pool for both conventional rooms and extended stay suites it focus's on recreational and business travelers with special emphasis on support for local businesses and their individual and group requirements.

Spoleta, one of Rochester's leading construction and development companies, will be the General Contractor for the project. Spoleta was chosen to construct the first Microtel brand hotel in Rochester, a brand that was acquired by Wyndham in 2008. Spoleta has developed and/or constructed 17 hotels over the last few decades. The project is unique in that Wyndham selected Rochester, Spoleta, and this desirable location as a test site for their first ever purpose-built dual-brand hotel combining Wingate and Hawthorn Suites.

Conveniently located with easy access to the New York State Thruway (I-90), I-390, and the Greater Rochester International Airport. Wyndham, the world's largest hotel company, is a trusted flag with strong brand equity and award-winning hospitality experience.

Contracts are in place for Emerald Hospitality Associates, Inc. to manage the dual-brand hotel. Emerald has a strong track record of success. They have been providing outstanding hospitality management, guests services, and hotel consulting services since 1999. Their clients include the dual-brand Home2 Suites and Tru by Hilton at the Williamsville Buffalo Airport in Buffalo, NY, Hilton Garden Inns, Homewood Suites by Hilton, DoubleTree by Hilton, Residence Inns by Marriott, SpringHill Suites by Marriott, Hyatt Place, and many others in New York as well as nine other states from Florida to Texas to Michigan.

II. PROJECT (cont'd)

F. Are other facilities or related companies located within New York State?

Yes No

Location:

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**:

No current projects.

G. Please confirm by checking the box, below, if there is likelihood that the Project would not be undertaken but for the Financial Assistance provided by the Agency?

Yes No

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken with the Financial Assistance to be provided by the Agency**:

The Town recognizes that the hotel will support the ROC Dome, an important asset to the Town of Henrietta & Monroe County (as the Dome is a venue for the business & entertainment events that bring visitors to Town & Monroe County).
The project is not viable w/o Jobs Plus program.

**To be completed with Agency assistance.

H. PROJECT TIMELINE

Proposed Date of Acquisition

Own's Property

Proposed Commencement Date of Construction

04/01/2020

Anticipated Completion Date

10/01/2021

I. Contractor(s)

Spoleta Construction

J. State Environmental Quality Review (SEQR) Act Compliance

COMIDA, in granting assistance to the Applicant, is required to comply with the New York State Environmental Quality Review Act (SEQR). This is applicable to projects that require the state or local municipality to issue a discretionary permit, license or other type of Approval for that project.

Does the proposed project require discretionary permit, license or other type of approval by the state or local municipality?

YES – Include a copy of any SEQR documents related to this Project including Environmental Assessment Form, Final Determination, Local Municipality Negative Declaration, etc.

NO

III. PROPERTY TAX ABATEMENT/PAYMENT IN LIEU OF TAX AGREEMENT (PILOT)

Check One:

JOBSPLUS

Requirements:

- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

LEASEPLUS

Requirements:

- University and/or medical related facilities in which a 501(c)3 entity leases from a for-profit entity.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

ENHANCED JOBSPLUS

Requirements:

- A minimum \$15 million investment in new plant, machinery and equipment or renovation of existing building(s) **AND**
- A minimum of 100 new jobs from new companies locating in Monroe County, or existing companies expanding operations here.

GREEN JOBSPLUS

Requirements:

- LEED® Certification – Project must be rated as Certified, Gold, Silver or Platinum by the United States Green Building Council's Leadership in Energy and Environmental Design (LEED®) Green Building Rating System.
- Company must commit to a 10% increase in full-time equivalent employment, measured on the existing impacted employee base, over a 3 year period. The required number of jobs is _____.

SHELTER RENTS

for student housing or affordable housing projects.

Local Tax Jurisdiction Sponsored PILOT

NO PROPERTY TAX ABATEMENT IS SOUGHT FOR THIS PROJECT

IV. APPLICANT PROJECT COSTS

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipping of the project by the APPLICANT.

Building Construction or Renovation

- a. MATERIALS a. \$ 7,249,395
- b. LABOR b. \$ 4,382,977

Site Work

- c. MATERIALS c. \$ 558,000
- d. LABOR d. \$ 322,000
- e. Non-Manufacturing Equipment e. \$ 50,000
- f. Furniture and Fixtures f. \$ 1,850,000
- g. LAND and/or BUILDING Purchase g. \$ 1,800,000
- h. Manufacturing Equipment h. \$ _____
- i. Soft Costs (Legal, Architect, Engineering) i. \$ 600,000
- Other (specify) j. _____ j. \$ _____
- k. _____ k. \$ _____
- l. _____ l. \$ _____
- m. _____ m. \$ _____

Total Project Costs \$ 16,812,372

B. Sources of Funds for Project Costs:

- a. Tax-Exempt Industrial Revenue Bond a. \$ _____
- b. Taxable Industrial Revenue Bond b. \$ _____
- c. Tax-Exempt Civic Facility Bond c. \$ _____
- d. Bank Financing d. \$ 11,768,660
- e. Public Sources e. \$ _____

Identify each state and federal grant/credit

- _____ \$ _____
- _____ \$ _____
- _____ \$ _____
- _____ \$ _____

f. Equity \$ 5,043,712
TOTAL SOURCES \$ 16,812,372

C. Has the applicant made any arrangements for the financing of this project?

Yes No

If so, please specify bank, underwriter, etc.

Seeking conventional construction and permanent financing from local and regional banks that have expressed interest.

IV. COMPLETE FOR EACH USER/TENANT THAT IS SEEKING SALES TAX EXEMPTION USER(S)/TENANT(S) PROJECT COSTS

Use additional sheets as necessary

Company Name _____

A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipping of the project by the user(s)/tenant(s) for which a sales tax exemption is requested.

Estimated Costs Eligible for Sales Tax Exemption Benefit

- a. MATERIALS a. \$ _____
- b. LABOR b. \$ _____
- c. Non-Manufacturing Equipment c. \$ _____
- d. Furniture and Fixtures d. \$ _____
- Other (specify) e. _____ e. \$ _____
- f. _____ f. \$ _____
- g. _____ g. \$ _____
- h. _____ h. \$ _____

Total \$ _____ 0

A non-refundable fee of 1/2% on TOTAL(e) above is due and payable upon issuance of a Sales Tax Letter to User(s)/Tenant(s)

 User/Tenant Company

Signature _____, Title _____ Date _____

For Office Use Only	
Total Assessment Value	
Land	Building
Applicant 2602- <u>20-011A</u>	
User/Tenant 2602-	
RM	

VI. Value of Incentives

Project name: *Indus South Union Street, LLC*

A. IDA PILOT Benefits:

Current Land Assessment	789,000	Taxes on Land	38,124
Dollar Value of New Construction & Renovation Costs	18,500,000		
Estimated New Assessed Value of Project Subject to IDA	19,289,000		

County Tax rate/\$1,000	10.56
Local Tax Rate* Tax Rate/\$1,000	
School Tax Rate /\$1,000	37.76
Total Tax Rate	<u>48.32</u>

PILOT Year	% Payment	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT Amount	Full Tax Payment w/o PILOT	Net Exemption
1	90%	27,868	0	99,649	127,516	970,169	804,528
2	80%	47,404	0	169,505	216,908	970,169	715,136
3	70%	66,940	0	239,361	306,300	970,169	625,744
4	60%	86,476	0	309,217	395,692	970,169	536,352
5	50%	106,012	0	379,073	485,084	970,169	446,960
6	40%	125,548	0	448,929	574,476	970,169	357,568
7	30%	145,084	0	518,785	663,868	970,169	268,176
8	20%	164,620	0	588,641	753,260	970,169	178,784
9	10%	184,156	0	658,497	842,652	970,169	89,392
10	0%	203,692	0	728,353	932,044	970,169	0
Total		<u>1,157,798</u>	<u>0</u>	<u>4,140,006</u>	<u>5,297,805</u>	<u>9,701,690</u>	<u>4,022,640</u>

* Local Tax Rate for Town/City/Village

B. Sales Tax Exemption Benefit:

Estimated value of Sales Tax exemption for facility construction:	<u>1,481,380</u>
Estimated Sales Tax exemption for fixtures and equipment:	<u>224,000</u>
Estimated duration of Sales Tax exemption:	<u>June 30, 2021</u>

C. Mortgage Recording Tax Exemption Benefit:

Estimated Value of Mortgage Recording Tax exemption:	<u>\$154,500</u>
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D. Industrial Revenue Bond Benefit

IRB inducement amount, if required:	<u>\$0</u>
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E. Percentage of Project Costs financed from Public Sector sources:

Total Value of Incentives:	<u>\$5,882,519.84</u>	<u>22.84%</u>
Sources of Funds (Section IV.B.)	<u>\$25,750,000.00</u>	

** All estimates are based on current tax rates.

VII. PROJECTED EMPLOYMENT

Complete for each Applicant or User/Tenant

Company Name: Fairview Hotel Group LLC

Applicant: or User/Tenant:

You must include a copy of the most recent NYS-456 Quarterly Combined Withholding, Wage Reporting and Unemployment Insurance Return OR if you have multiple locations within New York State, the Bureau of Labor – BLS 3020 – Multiple Worksite Report

	Current # of jobs at proposed project location or to be relocated to project location	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be RETAINED	IF FINANCIAL ASSISTANCE IS GRANTED – project the number of FTE and PTE jobs to be CREATED upon THREE Years after Project completion	Estimate number of residents of the Labor Market Area in which the Project is located that will fill the FTE and PTE jobs to be created upon THREE Years after Project Completion **
Full time (FTE)	0.0	0.0	7.0	7.0
Part Time (PTE)	0.0	0.0	5.0	5.0
Total	0.0	0.0	12.0	12.0

** For purposes of this question, please estimate the number of FTE and PTE jobs that will be filled, as indicated in the third column, by residents of the Labor Marker Area, in the fourth column. The Labor Marker Area includes: Monroe County, Orleans County, Genesee County, Wyoming County, Livingston County, Ontario County, Wayne County, Yates County, and Seneca County chosen at the Agency's discretion.

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VIII. LOCAL LABOR

To be completed by all Applicants and Users/Tenants of Projects which include the construction of new, expanded or renovated facilities:

Company Name Fairview Hotel Group LLC
Applicant: or User/Tenant:

All project employees of the general contractor, subcontractor, or sub to a subcontractor (contractors) working on the project must reside within the following counties in the State of New York: Monroe, Genesee, Livingston, Ontario, Orleans, Seneca, Wayne, Wyoming or Yates. The All-Local Labor criterion will be verified based on employment, payroll and related records.

COMIDA understands that at certain times local labor may not be available within the local area. Under this condition, applicants are required to complete a waiver request of the All-Local Labor requirement prior to beginning construction. Contractors do not have to be local companies as defined herein, but must employ local people to qualify under the All-Local Labor criterion.

The foregoing terms have been read, reviewed and understood by the Applicant or User/Tenant and all appropriate personnel. Furthermore, the undersigned agrees and understands that the information contained herein must be transmitted and conveyed in a timely fashion to all applicable subcontractors, suppliers and materialman. Furthermore, the undersigned agrees to post and maintain a sign, provided by COMIDA, in a prominent, easily accessible location, identifying the project as a recipient of COMIDA assistance and the local labor requirements associated with this assistance.

Furthermore, the undersigned realizes that failure to abide by the terms herein could result in COMIDA revoking all or any portion of benefits it deems reasonable in its sole discretion for any violation hereof.

Fairview Hotel Group LLC
(APPLICANT or USER/TENANT COMPANY)

[Signature] _____ 2/5/20
Signature , Title Date

IX. FEES

1. Application Fee - Send with Completed Application

A non-refundable application fee of Three Hundred Fifty Dollars (\$350.00) shall be charged each applicant.

2. Administrative Fee - Paid at Closing

- (a) For tax-exempt IRB bond issues, the fee shall be one percent (1%) of the project amount. For projects that utilize a Payment In Lieu of Taxes (PILOT) agreement, an additional one-quarter percent (1/4%) will be added.
- (b) For lease/leaseback transactions and taxable bond issues, the fee shall be one-half percent (1/2%) of the project amount. For projects that utilize a Payment In Lieu of Taxes (PILOT) agreement, an additional one-quarter percent (1/4%) will be added.
- (c) For refunding outstanding COMIDA bond issues, the fee shall be one-quarter percent (1/4%) of the new issuance amount.
3. If a sales tax letter is required prior to closing, a non-refundable twenty-five percent (25%) of the Administrative Fee and Agency Counsel fee is payable at that time. This amount will be applied towards the Administrative fee and Agency Counsel Fee. The Sales Tax Letter shall only be for a three (3) month period. If the project does not have a formal closing within three (3) months of the sales tax letter being issued, and an extension is not granted, the balance of the Administrative fee and Agency Counsel fee become immediately due and payable.
4. Agency Counsel fee is one-third (1/3) of the Agency's Administrative fee, with a minimum fee for a lease/leaseback transaction of \$4,000.00.
5. Designated Bond Counsel fee is based on the complexity and amount of the transaction.

Fairview Hotel Group LLC

(APPLICANT or USER/TENANT COMPANY)

Michael J. Spolito
Signature

Owner
Title

2/5/20
Date

X. CERTIFICATION

The undersigned company officer and/or user/tenant officer each hereby certifies, on behalf of the company and/or user/tenant, respectively (each singularly and together, the "Applicant"), as follows:

- A. The information contained in this Application, including employment information, is true and correct. The Applicant is aware that any material misrepresentation made in this Application constitutes an act of fraud, resulting in revocation of COMIDA benefits.
- B. The undersigned, on behalf of the Applicant, hereby certifies that the Applicant, and all parties which own a minimum of 20% of the Applicant are current and will remain current on all real property, federal, state, sales, income and withholding taxes throughout the term of any agreements made in connection with this Application.
- C. Compliance with N.Y. GML Sec. 862(1): Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would 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 or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.

- D. Compliance with Applicable Laws: 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.
- E. False and Misleading Information: 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 the Project.
- F. Recapture: Should the Applicant not expend as projected or hire as presented, the Agency may view such information/status as failing to meet the established standards of economic performance. In such events, some or all of the benefits taken by the Applicant will be subject to recapture.
- G. Applicant hereby releases the County of Monroe Industrial Development Agency ("Agency") from, 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 (A) the Agency's examination and processing of, and action pursuant to or upon, this Application, regardless of whether or not this Application or the Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (B) the Agency's acquisition, construction, renovation and/or equipping of the Project described herein; and (C) 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. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law, 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 by the Agency under such terms and conditions as will be set forth in the Agent Agreement to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this

Application, including without limitation, information regarding the amount of New York State and local sales and use tax exemption benefits, is true, accurate and complete.

APPLICANT COMPANY

Fairview Hotel Group LLC
Julia P. Spitzer Owner 2/5/20

Signature , Title Date

USER/TENANT COMPANY

Signature , Title Date