



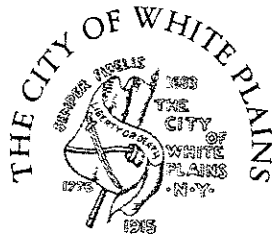
**COMMON COUNCIL  
AGENDA  
SPECIAL MEETING  
OCTOBER 26, 2015  
6:00 PM**

**RESOLUTION:**

1. Communication from Corporation Counsel in relation to Westchester County Industrial Development Agency's issuance of Sales Tax and Tax Exemptions in relation to Maple and Broadway Holdings, LLC, for proposed development at 60 South Broadway. **F/S**
2. Resolution of no objection to Westchester County Industrial Development Agency's issuance of Sales Tax and Tax Exemptions to demolish an existing structure and construct 95,600 square feet of retail space and 756,300 square feet of residential space at South Broadway on behalf of Maple and Broadway Holdings, LLC, by leasing and subleasing said office space.  
**ADOPTED 4 - 0.**

**DISCUSSION:**

3. Memorandum of Understanding for the White Plains Education and Training Center.
4. Capital Projects: Park Fence Replacement Phase I; Water Fund Species Management; Garage Elevator Modernization FY 2016.
5. Water Rates Schedule of Fees.



**DEPARTMENT OF LAW**  
**MUNICIPAL BUILDING • 255 MAIN STREET • WHITE PLAINS, NEW YORK 10601**

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**JOHN G. CALLAHAN**  
Corporation Counsel

**CAROL L. VAN SCOYOC**  
Chief Deputy Corporation Counsel

**DANIEL K. SPENCER**  
Deputy Corporation Counsel

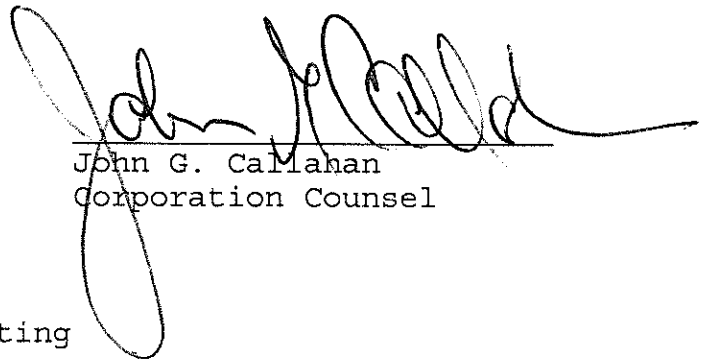
To the Honorable Mayor and Members of the Common Council of The  
City of White Plains

On September 24, 2015, the Westchester County Industrial Development Agency ("WCIDA") mailed notice to the Mayor of the City of White Plains, in accordance with Section 923-a of the General Municipal Law, which notice was received on September 28, 2015, that the Westchester County Industrial Development Agency intended to issue sales tax and tax exemptions to demolish an existing structure and construct 95,600 square feet of retail space and 756,300 square feet of residential space at 60 South Broadway, White Plains, on behalf of Maple and Broadway Holdings, LLC, pursuant to an inducement resolution of the WCIDA dated September 24, 2015, by leasing the property from Maple and Broadway Holdings, LLC ("the Applicant") and leasing it back to said party. The WCIDA may only undertake a project if they provide thirty (30) days prior notice to the municipality within which the project is located and the legislative body fails to adopt and deliver a resolution objecting to the project to the WCIDA within those 30 days.

Allowing the WCIDA to undertake the project would result in the City of White Plains ("the City") losing over 2.5 million dollars in sales tax and mortgage recording tax revenue over several years - making it difficult for the City to stay within the New York State real property tax cap. In consideration for the Common Council not objecting to the WCIDA undertaking the project, the Applicant has agreed to pay to the City the equivalent of the sales tax and the mortgage recording tax which the City would have received if the property was not granted exemptions by the WCIDA as can be seen from the accompanying letter of William S. Null, Applicant's attorney, dated October 26, 2015, authorized by the Applicant.

/s

Accordingly, submitted for your consideration is an resolution that provides that the Common Council will not object to the WCIDA undertaking the project, based upon the Applicant's agreement that it will make payments to the City equivalent to the mortgage recording tax for the permanent financing and payment over approximately four years which will equal the amount of City sales tax which would have been imposed upon the project but for the exemption granted by the WCIDA.



John G. Callahan  
Corporation Counsel

Dated: October 26, 2015  
(for the October 26, 2015 meeting  
of the Common Council)

# CUDDY & FEDER<sup>LLP</sup>

445 Hamilton Avenue, 14th Floor  
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October 26, 2015

BY HAND

Hon. Thomas M. Roach, Mayor, and  
Members of the Common Council  
City of White Plains  
Municipal Building  
255 Main Street  
White Plains, New York 10601

Re: Maple and Broadway Holdings, LLC  
Application for Site Plan & Special Permit Approval  
Premises: 60 South Broadway, White Plains, New York

Dear Mayor Roach and Members of the Common Council:

On behalf of Maple and Broadway Holdings, LLC (the "Applicant") in cooperation with Urstadt Biddle Properties Inc., the owner of the Premises, we respectfully submit this letter in connection with the pending Application for Site Plan and Special Permit Approval for the proposed redevelopment of the Westchester Pavilion site at 60 South Broadway.

As you know, the Applicant has applied to Westchester County Industrial Development Agency (the "County IDA") for benefits to facilitate the redevelopment of these Premises, which benefits include real property tax abatements (which will be obtained by entering into an Agreement for Payments-in-Lieu-of-Taxes ("PILOT")), sales tax and mortgage recording tax exemptions (collectively the "IDA Benefits"). The feasibility of this project, as proposed, depends upon receipt of the IDA Benefits.

We have been advised that, due to its concern about the loss of revenue anticipated by exemptions obtained through IDA Benefits and limitations in raising revenue that affect the City as a result of New York State's tax "cap," the City of White Plains is considering sending notification to the County IDA that it objects to the Applicant's receipt of the IDA Benefits. Such an objection would prevent the Applicant from receiving the IDA Benefits which, in turn, would jeopardize this project moving forward. Accordingly, we are writing to request your forbearance in sending any such notification, or otherwise objecting to the Applicant's receipt of IDA Benefits. In order to obtain your commitment not to object, we propose the following:

1. Sales Tax:

The Applicant will make the City whole on any sales tax that it otherwise would have received in connection with the construction of the development, but which sales tax has been exempted in connection with the IDA Benefits, as follows:

- a. The redevelopment of the Premises will take approximately 4 years following demolition.

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- b. Estimated sales tax attributable to the City's portion ranges around \$2 million-plus ramping up from commencement of construction to the completion of the project.
- c. Therefore it is proposed that the sales tax "reimbursement" to the City of White Plains for its portion would be paid over an approximately 4-year period with a "true-up" at the end, based upon documents that will be filed with the County IDA confirming the amount of the sales tax exemption utilized by the Applicant, or such other reasonable documents that the Applicant may provide to document sales tax amounts.
- d. Assuming the project ultimately is approved by the City of White Plains, the first year of "reimbursement" would require a payment of \$300,000 within 6 months of the issuance of the Building Permit for the foundation, or by December 31, 2016 whichever is later; the second year would require a payment of \$700,000 within 18 months of the issuance of the Building Permit, or by December 31, 2017, whichever is later; and the third year would require a payment of \$800,000 within 30 months of the issuance of the Building Permit, or by December 31, 2018, whichever is later (subject to the "true-up"); and thereafter, the "true-up" would occur within 30 days of the Applicant filing documents with the County IDA confirming the amount of the sales tax exemption utilized by the Applicant, or such other reasonable documents that the Applicant may provide to document such sales tax amounts, which documents would be filed in the fourth year. This final payment will constitute the "true-up" crediting prior payments and balancing amounts the City would have been entitled to receive, but for the exemption from the IDA Benefits for this project.

2. **Mortgage Recording Tax:**

The Applicant will make the City whole on any mortgage recording tax that it otherwise would have received in connection with the construction of the development, but which mortgage tax has been exempted in connection with the IDA Benefits. The City of White Plains will receive its allocable portion of the mortgage recording tax from the filing of the permanent mortgage financing for the development (retiring the construction financing), which is anticipated to occur approximately five (5) years from the issuance of a Building Permit for the foundation. Subject to being credited for the amount of mortgage recording tax that the City actually will receive as a result of the recording of the permanent mortgage in the Office of the Westchester County Clerk, the Applicant will pay the City a sum equal to the mortgage recording tax, as if the full amount of the permanent mortgage financing was subject to such mortgage recording tax, without any

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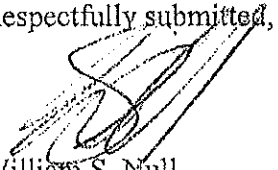
exemption by reason of the IDA Benefits. It is projected that the City's portion of such mortgage recording tax for this development will exceed \$500,000.

We understand that there is limited time within which the City must act to respond to the County IDA and, therefore, we respectfully request your consideration of these terms and, in consideration thereof, your confirmation that you will not object to the Applicant's receipt of the IDA Benefits.

Please incorporate this letter into the Official Record of the Proceedings.

Thank you for your consideration.

Respectfully submitted,



William S. Null

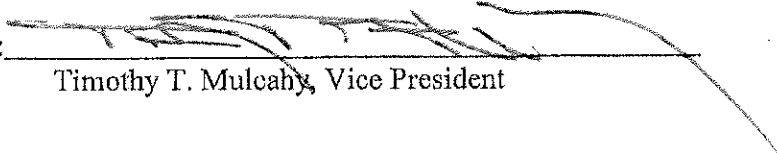
WSN:yp

Cc: John G. Callahan, Esq., Corporation Counsel and Chief-of-Staff; Messrs. Timothy Mulcahy, George Vomvolakis and John Malone, Lennar Multifamily Communities LLC; Mr. Willing L. Biddle, Urstadt Biddle Properties Inc.; Eon S. Nichols, Esq.; and Seth Mandelbaum, Esq.

THE TERMS SET FORTH HEREIN ARE  
AUTHORIZED BY AND ACCEPTABLE TO  
THE UNDERSIGNED:

MAPLE AND BROADWAY HOLDINGS, LLC

By: \_\_\_\_\_



Timothy T. Mulcahy, Vice President

RESOLUTION OF NO OBJECTION TO WESTCHESTER COUNTY INDUSTRIAL DEVELOPMENT AGENCY'S ISSUANCE OF SALES TAX AND TAX EXEMPTIONS TO DEMOLISH AN EXISTING STRUCTURE AND CONSTRUCT 95,600 SQUARE FEET OF RETAIL SPACE AND 756,300 SQUARE FEET OF RESIDENTIAL SPACE AT 60 SOUTH BROADWAY ON BEHALF OF MAPLE AND BROADWAY HOLDINGS, LLC BY LEASING AND SUBLEASING SAID OFFICE SPACE.

WHEREAS, on September 24, 2015, the Westchester County Industrial Development Agency ("WCIDA") mailed notice to the Mayor of the City of White Plains, pursuant to Section 923-a of the General Municipal Law, which notice was received on September 28, 2015, that the Westchester County Industrial Development Agency intended to issue sales tax and tax exemptions to demolish an existing structure and construct 95,600 square feet of retail space and 756,300 square feet of residential space at 60 South Broadway, White Plains, on behalf of Maple and Broadway Holdings, LLC, pursuant to an inducement resolution of the WCIDA dated September 24, 2015, by leasing the property from Maple and Broadway Holdings, LLC ("the Applicant") and leasing it back to said party; and

WHEREAS, the City of White Plains ("the City") has complied with the New York State real property tax cap since its inception; and

WHEREAS, it is difficult, in light of the State real property tax cap, for the City to forego any sales tax income or mortgage recording tax; and

WHEREAS, pursuant to General Municipal Law §923-a the WCIDA may only undertake a project if they provide thirty (30) days

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prior notice to the municipality within which the project is located and the legislative body fails to adopt and deliver a resolution objecting to the project to the WCIDA within those 30 days; and

WHEREAS, the City is entitled to object to tax exemptions for a project which would cost the treasury of the City over 2.5 millions dollars over several years; and

WHEREAS, the Applicant, through its attorney, in a letter dated October 26, 2015 and authorized by the Applicant, has agreed to pay to the City the amount of sales tax revenue which the City would have received without the exemption over an approximately four year period : i.e. (1) \$300,000 with 6 months of the issuance of a building permit to construct the foundation or by December 31, 2016, whichever is later; (2) \$700,000 with 18 months of the issuance of a building permit to construct the foundation or by December 31, 2017, whichever is later; (3) \$800,000 with 30 months of the issuance of a building permit to construct the foundation or by December 31, 2018, whichever is later; and (4) a final payment representing the balance of the total amount of City sales tax benefit received during the project less the amount of the prior payments, within 30 days after the Applicant files its final report with the WCIDA of the total amount of the sales tax benefit received during construction and has agreed that the City will receive the City's allocable share of the mortgage recording tax or the City's portion thereof on the full amount of the permanent



financing for the project either through payment of mortgage recording tax on said amount or by a direct payment of the balance of the City's said allocable share less any payments made as mortgage recording taxes toward the City's allocable share at the time that the mortgage for permanent financing is recorded, said payment to be due 30 days after recording of the mortgage for permanent financing; and

WHEREAS, based upon the Applicant's agreement to pay the above-referenced items, the Common Council of the City of White Plains ("Common Council") hereby agrees that it will not object to the WCIDA project approved on September 24, 2015; and

WHEREAS, such failure to object to the aforesaid project pursuant to General Municipal Law §923-a in no way binds the Common Council to approve Applicant's site plan or any other approval needed for the aforesaid project pending before or to be submitted to the Common Council.

NOW, THEREFORE, BE IT RESOLVED, that, for the reasons stated above, the Common Council does hereby not object to the issuance of sales tax and tax exemptions by the WCIDA to finance the demolition of an existing structure and the construction of 95,600 square feet of retail space and 756,300 square feet of residential space at 60 South Broadway on behalf of Maple and Broadway Holdings, LLC, pursuant to an inducement resolution of the WCIDA dated September 24, 2015, by leasing the property from Maple and Broadway Holdings, LLC and leasing it back to said party.