

White Plains Urban Renewal Agency

2014-15 Annual Report



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1. Introduction

The following Annual Report for the White Plains Urban Renewal Agency (“Agency”) has been completed pursuant to the Public Authorities Reform Act (PARA) of 2009. The White Plains Urban Renewal Agency constitutes a “local authority”; therefore, this annual report follows the reporting requirements for local authorities, pursuant to Chapter 506 of the laws of 2009. This Annual Report summarizes the activities of the Agency for the Fiscal Year beginning on July 1, 2014 and ending on June 30, 2015.



Main-Mamaroneck Phase I-City Center

The PARA of 2009 requires local authorities to submit annually to the Authorities Budget Office, a complete and detailed report or reports setting forth the following:

- Operations and accomplishments
- Financial reports
- Mission statement and performance measurements
- Schedule of debt issuance
- Compensation schedule
- Projects undertaken/underway
- Property acquisitions and dispositions in excess of \$15,000
- Code of ethics
- Assessment of internal control structure and procedures
- Legislation that forms statutory basis for Agency
- Agency and board structure description
- By-laws
- Material changes in operations and programs
- Four-year financial plan
- Board performance evaluations
- Description of total assets
- Pending litigation

The following report provides detailed information about these 17 reporting requirements for FY2014-15, in the order that they are listed in the 2009 PARA.

2. Operations and Accomplishments (July 1, 2014 – June 30, 2015)

A. Administrative Accomplishments

The Agency's administrative activities are summarized in Table 1, below.

Date	Resolution #	Action Taken
August 13, 2014	07-2014	Agency adopted a Resolution Amending the Community Development Position Title and Salary Schedule for Fiscal Year July 1, 2014 to June 30, 2015.
November 24, 2014	10-2014	Agency adopted a Resolution approving the 2013-14 Mission Statement and Performance Measures and the 2013-14 Annual Report.
	11-2014	Agency adopted a Resolution Amending the Community Development Position Title and Salary Schedule for Fiscal Year July 1, 2014 to June 30, 2015.
March 18, 2015	02-2015	Agency adopted a Resolution appointing Linda Puoplo as Acting Executive Director of the White Plains Urban Renewal Agency.
	03-2015	Agency adopted the Administrative Budget for Fiscal Year beginning July 1, 2015 and ending June 30, 2016.

B. Project Accomplishments

The following is a list of active Agency projects during FY 2014-15.

- Central Renewal Project—55 Bank Street
- Main-Mamaroneck Phase 1 Urban Renewal Project (Metropolitan Plaza WP, LLC Phase II)
- General Neighborhood Renewal Plan (the Community Development Rehabilitation Program Revolving Fund)
- Post Road/Lexington Avenue Urban Renewal Project
- Designation of White Plains Urban Renewal Area 14 (WPUR-14) – Westchester Avenue Urban Renewal Project.
- Longview Avenue Parking Garage Lease and Site Plan Amendment.

Date	Resolution #	Action Taken
September 2, 2014	08-2014	Agency adopted a Resolution modifying the Land Disposition Agreement and Site Plan for 55 Bank Street.
September 18, 2014	09-2014	Agency adopted a Resolution approving a lease amendment for the Lexington Avenue Garage.
November 18, 2014	12-2014	Agency adopted a resolution approving the WPUR-14 Urban Renewal Area Designation
January 7, 2015	01-2015	Agency adopted a resolution approving the Phase I Urban Renewal Plan for Westchester Avenue (WPUR-14 Project Area)

More information including detailed summaries of the Agency's operations and milestones with respect to specific urban renewal projects is provided in Section 8 of this Annual Report.

3. Financial Reports

A. Audited Financials

The Agency audited financials in accordance with Generally-Accepted Accounting Practices (“GAAP”) per section 2 (10) of the NY State Finance Law are prepared as part of the City’s (Certified Accounting Financial Reports (“CAFR”) and are posted on the City’s website when available.

B. Grants and Subsidy Programs

The Agency receives no direct grant or subsidy program funds. Funding to pay Community Development Block Grant employees is received by the City of White Plains and all allocations of funds are as authorized by the City of White Plains Common Council.

C. Operating and Financial Risks

The Agency has not identified any operating or financial risks.

D. Current Bond Ratings

The Agency had no outstanding bonds issued during fiscal year July 1, 2014 through June 30, 2015.

E. Long-term Liabilities

Liabilities

The Agency has no long term liabilities.

Leases

The Agency leases four of its properties - Bronx Street Lot, Water Street Lot, and Franklin-Windsor Lot to the City for municipal parking, and leases the land on which the City Center Municipal Parking Garage is located to the City of White Plains and LC White Plains, LLC as tenants in common which own the City Center Municipal Parking Garage.

Employee Benefit Plans

The Agency has no employees for which it directly provides employee benefit plans or incurs liabilities. Employee benefits and liabilities for the Community Development Program employees and retirees are provided through the Federal funding for those respective programs which programs are maintained and implemented by the City of White Plains.

4. Mission Statement and Performance Measures

The Mission Statement for the Agency, as originally adopted on March 31, 2010, and reaffirmed in subsequent years, reads as follows:

“It is the mission of the Agency to accomplish its goals of eliminating substandard and insanitary conditions and areas, and revitalizing municipally designated distressed areas; promoting redevelopment of these areas with safe, sanitary and economically viable residential, non-residential, commercial, and industrial properties and uses; and enabling in these areas the redevelopment of, conservation,

restoration or improvements of private and public facilities and infrastructure in a manner benefiting the citizens, residents, businesses, government and community objectives of the City of White Plains as expressed in the White Plains Comprehensive Plan.”

The Mission Statement of the Agency has not been changed and continues to be relevant and serves the needs of the Agency. The Mission Statement and Performance Measurements Report are provided in Appendix A.

5. Schedule of Debt Issuance

The Agency had no outstanding bonds issued or notes outstanding during fiscal year July 1, 2014 through June 30, 2015.

6. Compensation Schedule

A. Members

The members of the Agency serve with no compensation of any kind.

B. Staff

There are no officers, directors or employees whose URA salaries are in excess of \$100,000. The Agency employs no direct full or part-time administrative staff on urban renewal matters.

Pursuant to the 1990 Cooperation Agreement between the Agency and the City of White Plains, the Agency employs the staff of the White Plains Community Development Program who works exclusively on eligible federally funded Community Development Block Grant Program projects and activities, according to project and activity funding allocations approved by the Common Council. Within the approved project and activity budgets, the Agency approves the salary and compensation schedule for these employees.

The Agency reimburses the City of White Plains for time spent by the following city staff on Agency business, according to the compensation schedule provided in Table 3.

- Commissioner of Planning
- Environmental Officer
- Drafter 2
- Corporation Council/Law Department Attorney
- Deputy Commissioner of Finance and Senior Accountant

Table 3. 2014-15 Agency Compensation Schedule (Reimbursement to City of White Plains)		
Title/Position	Hourly Rate	Total
<i>Planning and Environmental</i>		
Executive Director	\$113.88	
Drafter 2	\$57.13	
Deputy Commissioner	\$87.23	
Subtotal		\$3,346.05
<i>Legal</i>		
Attorney	\$100	
Subtotal		\$800.00
<i>Finance/Audit</i>		
Deputy Finance Commissioner	\$94.96	
Subtotal		\$2,337.31
Total Agency Reimbursement to City		\$6,483.36

7. Biographical Information

Biographical information including salary reporting is required for all Directors and Officers and Employees whose salary is in excess of \$100,000. There were no Agency Directors, Officers, or Employees who met these criteria in fiscal year 2014-15.

8. Projects Undertaken/Underway During Fiscal Year (July 1, 2014-June 30, 2015)

The Agency's project accomplishments during FY 2014-15 are summarized below.

A. 55 Bank Street - Central Renewal Project NY-R 37

Modifications to the Land Disposition Agreement (LDA) and the Site Plan for the project were approved by the Agency (Resolution 08-2014, Appendix C) and the Common Council on September 2, 2014. The modifications to the LDA and Preliminary Plans including the development of more affordable housing in the Core Area, the reduction of the building height, and the elimination of a visually obtrusive 7-story parking structure are all consistent with the objectives and strategies of the City's 1997 Comprehensive Plan and 2006 Plan Update.

B. Main-Mamaroneck Phase I Project WPUR-13

Metropolitan Plaza WP, LLC Phase II

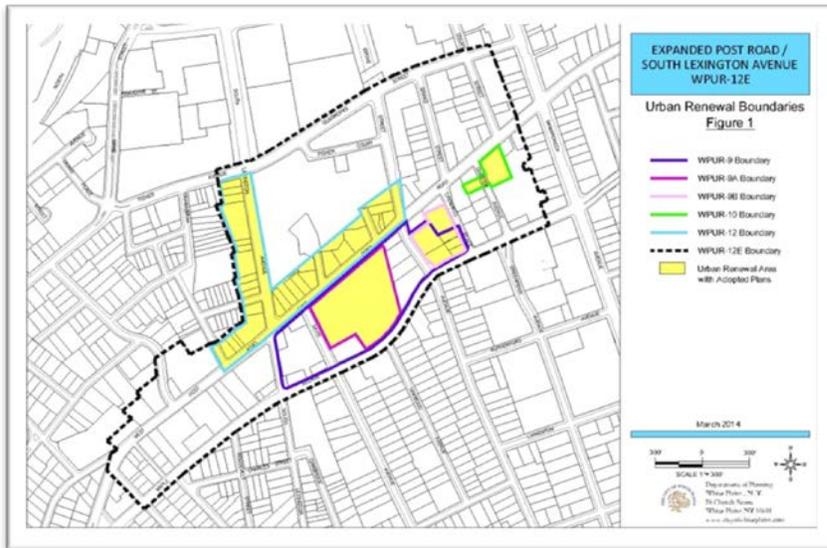
Construction on the Phase II hotel for the Metropolitan was completed in FY2014-15. In particular, the Cambria Suites Hotel at 250 Main Street, several ground floor restaurants, and the Planet Fitness Gym have all opened for business as of the date of this report.



C. Post Rd/South Lexington Ave. Project WPUR-12E

In FY 2014-15, Agency staff began to reevaluate this designated area and consider expanding it further along East Post Road. Staff prepared a preliminary vacancy rate report with

accompanying maps. As of the date of this report, staff continues to evaluate this designated area, determine priorities, and consider its expansion to promote economic development along the Post Road corridor.



D. Westchester Avenue Urban Renewal Project (Project No. WPUR-14)

In FY 2014-15, the Agency designated a new Urban Renewal Area called the Westchester Avenue Urban Renewal Project Area – Project No. WPUR-14.



Pursuant to Section 502 of Article 15 of the NYS General Municipal Law, the White Plains Urban Renewal Agency determined that certain properties along the Westchester Avenue corridor were appropriate for urban renewal. Agency staff prepared the Urban Renewal Project Area Designation Report for the Westchester Avenue Urban Renewal Project, and approved the area designation on November 18, 2014 (Resolution 12-2014, Appendix C). The “Westchester Avenue Urban Renewal Project Area” was officially designated as an Urban Renewal Project Area – WPUR-14 by the Common Council on December 1, 2014. The WPUR-14 Project Area encompasses 19 parcels of land totaling approximately 6.2 acres on the north side of Westchester Avenue directly opposite the Westchester Mall.

The Area Designation Report for the Westchester Avenue Urban Renewal Project No. WPUR – 14 demonstrates that the Westchester Avenue Project Area is appropriate for urban renewal for the following reasons:

1. Irregularity of the lots
2. Inadequacy of streets, circulation, and parking
3. Inadequate utilization of land
4. Poorly functioning drainage area
5. Traffic safety and congestion

Furthermore, the Agency found that:

1. Due to the factors inhibiting redevelopment listed above, the proposed WPUR-14 Project Area requires substantial continuing capital investment and rehabilitation to arrest the conditions causing these properties to be in a blighted condition and causing the area represented by these properties to be a blighting influence on the surrounding area, as defined in NYS General Municipal Law Section 502.4;
2. Capital investment in expanded municipal parking facilities would help to alleviate parking shortages in the area that contribute to the blighted or blighting conditions. This could best be effectuated by the inclusion of these municipal parking properties into the Westchester Avenue Urban Renewal Project WPUR-14 Project Area, which would facilitate otherwise unavailable public and private alternatives, including public/private partnerships, available under the provisions of Article 15 of the NYS General Municipal Law;
3. Consistent with NYS General Municipal Law Section 502.4, it is appropriate that the certain identified Project Area parcels and improvements be included in the Westchester Avenue Urban Renewal Project WPUR-14 Project Area, even though these buildings and improvements are “not in themselves substandard or insanitary,” but are properties, “the inclusion of which is deemed necessary for the effective undertaking of one or more urban renewal programs;” and
4. The implementation of an urban renewal project in the Westchester Avenue Urban Renewal Project WPUR-14 Project Area is in the interest of sound community planning and in the public interest.

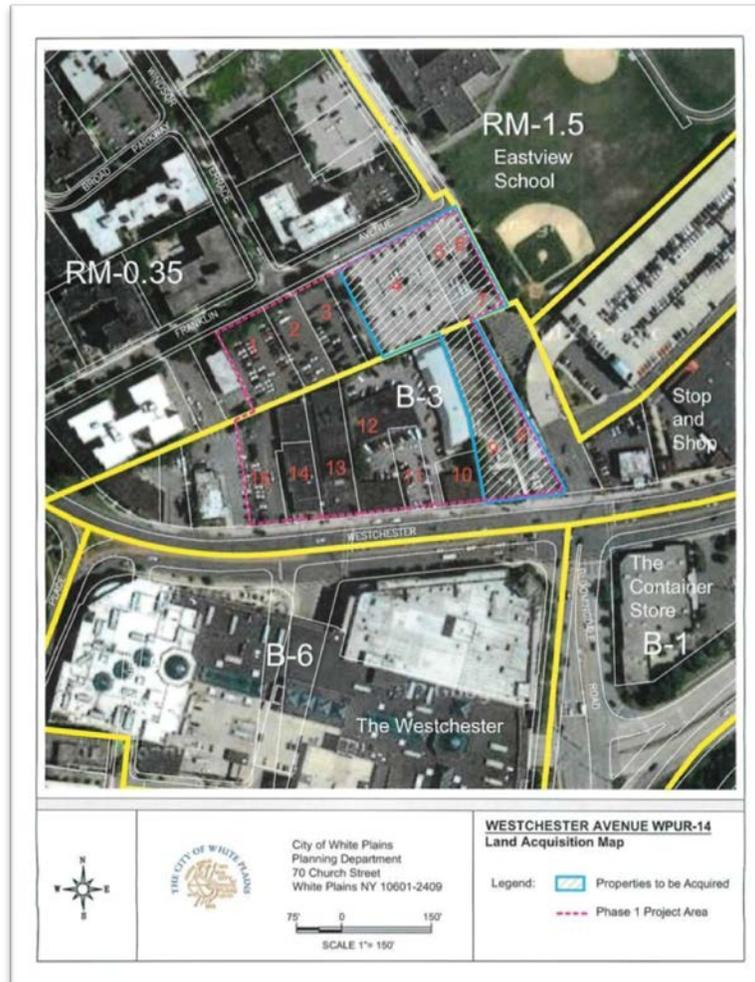
Agency staff further recommended, pursuant to GML Section 505, that due to the scope of the Westchester Avenue Project Area, it is appropriate to have the urban renewal activities in the designated area carried out in stages. Consequently, staff prepared the Westchester Avenue Urban Renewal Plan Phase I, which was adopted by the Agency on January 7, 2015 (Resolution 01-2015, Appendix C) and by the Common Council on March 2, 2015.

The objectives of the Phase I Westchester Avenue Urban Renewal Plan are highlighted below. A more in depth description is provided in the Plan, which is attached as a part of Appendix C.

1. Eliminate substandard conditions
2. Promote mixed-use redevelopment
3. Improve public safety by creating a safe and attractive pedestrian environment
4. Improve safety and efficiency in vehicular access and circulation
5. Address deficiencies in off-street parking
6. Enhance the aesthetics and overall image of the project area
7. Generate economic activity and increase the tax base

Phase I of the Plan also provides for the acquisition of properties by the Agency and a designated private redeveloper including a 153-space municipal

parking lot for the purpose of constructing a parking garage that will increase available spaces for off-street, overnight parking for residents of the neighborhood and sufficient parking to meet the parking needs of new development in the Phase I Project Area.



E. Longview Avenue Parking Garage

On September 18, 2014, the Agency adopted a Resolution (Resolution 09-2014, Appendix C) approving an amendment to the lease agreement between the City of White Plains Urban Renewal Agency and the White Plains Hospital Medical Center for parking spaces in the Longview Avenue Parking garage. The Longview Garage, as constructed, contains 758 parking spaces of which 349 were subleased to the Hospital. This amendment enabled the hospital to lease an additional 88 parking spaces on the fifth floor of the garage, as well as allow stacked parking in certain areas of the garage. Since Hospital parking now occupies over 50% of the total parking spaces in the garage, the Hospital pays 51.05% and 3.30% of the expenses specified in the Lease and Sublease relating to Basic and Additional Rental as well as Extraordinary Rent, if applicable.

9. Acquisition or Disposal of Real Property

PARA requires local authorities to report all real property having an estimated fair market value in excess of \$15,000 that was acquired or disposed of during the fiscal year.

A. Real Property and Price Received

The Agency purchased no real property in FY2014-15.

B. Property Sold by Agency

The Agency did not sell any property in FY2014-15.

10. Code of Ethics

The Code of Ethics of the City of White Plains includes and makes reference to the White Plains Urban Renewal Agency. The City of White Plains Code of Ethics is contained in the Municipal Code of the City of White Plains Article V and appears on the Urban Renewal Agency website www.cityofwhiteplains.com/urbanrenewal. Disclosure Filings by Agency members must be made annually and submitted to the Westchester County Ethics Board as required by Public Authorities Law.

Agency members have also executed Acknowledgements of Fiduciary Duty which are on file in the Agency offices in the Planning Department.

11. Internal Controls and Procedures Assessment

For financial reporting and audit purposes, the Urban Renewal Agency is treated as a “Component Unit” of the City of White Plains. The Agency audit is submitted annually to the NYS Office of the Comptroller as a component unit of the City in the Annual Update Document (AUD). The Agency audit is contained in the City’s Comprehensive Annual Finance Report (CAFR) as a component unit.

The Agency section of the OSC Annual Update Document and City CAFR are shown on the Agency’s website at: <http://whiteplainsny.gov/index.aspx?nid=156>. The Agency’s section is posted on the Agency’s website each year as soon as the OSC Annual Update Document and City CAFR are completed for the fiscal year.

12. Statutory Basis of the Agency

The Agency’s enabling legislation is General Municipal Law (“GML”) Article 15-A Section 554, and is attached as Appendix B to this report.

13. Agency Description and Board Structure

A. Description

The White Plains Urban Renewal Agency (WPURA) is a public benefit corporation authorized by Title 14, Article 15-B of New York State General Municipal Law to exercise certain powers to carry out urban renewal projects approved by the Common Council which conform to and promote the goals and objectives of the City's Comprehensive Plan.

B. Board Structure

Committees and committee members

Governance Committee

Larry Delgado, Vice Chair
James Glatthaar, Board member
Norman DiChiara, Board member
Christopher N. Gomez, Executive Director

Audit Committee

Dan Moriarty, Board member
Norman DiChiara, Board member
James Glatthaar, Board member
Michael Genito, Treasurer

Board meetings and attendance

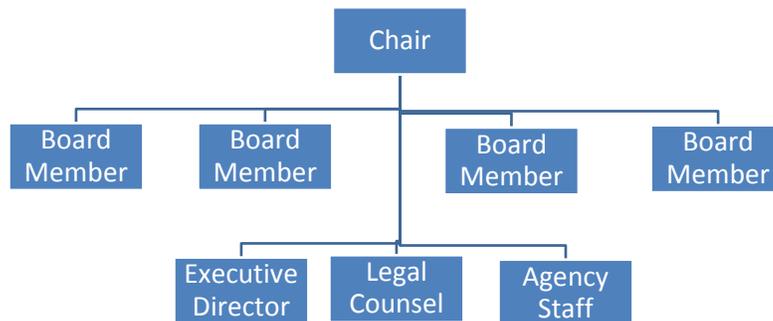
Meeting Date	Attendance	
August 13, 2014	<u>URA Members</u> Mayor Thomas Roach, Chair Larry Delgado, Vice Chair Daniel Moriarty	<u>Other</u> Elizabeth Cheteny, Executive Director John Callahan, Counsel Arthur Gutekunst, Legal Counsel Carol Endres, Finance Rod Johnson, Staff Kristi Knecht, Staff Jim Noonan
November 24, 2014	<u>URA Members</u> Mayor Thomas Roach, Chair Norman DiChiara, Secretary James Glatthaar Daniel Moriarty	<u>Other</u> John Callahan, Counsel Michael Genito, Treasurer Elizabeth Cheteny, Executive Director Arthur Gutekunst, Legal Counsel Rod Johnson, Staff
January 7, 2015	<u>URA Members</u> Mayor Thomas Roach, Chair Norman DiChiara, Secretary James Glatthaar Daniel Moriarty	<u>Other</u> John Callahan, Counsel Michael Genito, Treasurer Elizabeth Cheteny, Executive Director Arthur Gutekunst, Legal Counsel Eileen McClain, Staff Kristi Knecht, Staff
March 18, 2015	<u>URA Members</u> Mayor Thomas Roach, Chair Larry Delgado, Vice Chair Norman DiChiara, Secretary James Glatthaar Daniel Moriarty	<u>Other</u> John Callahan, Counsel Michael Genito, Treasurer Linda Puoplo, Acting Executive Director Arthur Gutekunst, Legal Counsel Rod Johnson, Staff Kristi Knecht, Staff

Major Agency units, subsidiaries

The Agency is comprised of a five member board including the Mayor and four other members appointed by the Mayor. The Agency does not have any subsidiaries.

Number of Employees

The Agency has no full or part time administrative employees funded by the Agency. All work is performed under an Agreement with the City of White Plains for reimbursement of City staff time spent on Agency matters. During the 2014-15 fiscal year, there were five (5) full time and two (2) part time employees funded through the Federal Community Development Program. The Position, Title and Salary Schedule for 2014-15 was adopted by Agency Resolution 11-2014 and is attached as Appendix C.

Organizational Chart**14. Charter and Bylaws**

See Appendix D.

15. Material Operating or Program Changes

Although not in Fiscal Year 2014-15, Christopher N. Gomez was appointed Executive Director of the White Plains Urban Renewal Agency on July 16, 2015 by Resolution 06-2015. In addition, Larry Delgado, Vice Chairman of the Urban Renewal Agency resigned effective September 2015. A new member will be appointed in the near future.

16. 4 -Year Financial Plan

The 2014-15 operating/administrative budget is provided in Table 5, below.

**Table 5. White Plains Urban Renewal Agency
FY 2014-2015 Proposed Administrative Budget**
Org. 2639

OBJECT	DESCRIPTION	Proposed Modified Budget
4.005	Financial & Auditing	8,804
4.008	Legal Services	3,000
4.023	Program Services	1,196
4.095	Workers' Compensation Premium	2,500
4.096	Unemployment Insurance	3,500
4.101	Liability Insurance	22,000
	Total	41,000

The current and projected capital budget is provided in Table 6 below.

Table 6. White Plains Urban Renewal Agency Combined Federal Budget, NYR-37

CODE	REVENUES	Modified Budget 4/30/2014	Proposed Modified Budget	Increase (Decrease)
02203	HUD CD Block Grant	\$ 3,480,800	\$ 3,480,800	\$
02204	Project Capital Grant	55,524,997	55,524,997	-
02214	HUD Financial Setlmnt Grant:	10,672,053	10,672,053	-
02282	WPURA State Grant	1,721,275	1,721,275	-
02286	WPURA-7 Contributions	94,238	94,238	-
06614	Land Sale Proceeds	10,756,729	10,756,729	-
06619	Other Minor Sales	600	600	-
06694	Rental Income/NYR-37	1,628,636	1,717,751	89,115
06696	Commissions	22,497	22,497	-
06698	Refund P/Y Expenses	64,720	64,720	-
06699	Miscellaneous	123,288	123,288	-
077XX	Interest Income	4,802,801	4,802,840	39
	Total Revenues	\$ 88,892,634	\$ 88,981,788	\$ 89,154
CODE	EXPENDITURES			
4.801	Total Survey & Planning-Pt. 1	\$ 441,530	\$ 441,530	\$
4.810	Administrative Overhead	11,510,356	11,587,510	77,154
4.815	Legal Services	1,070,000	1,070,000	-
4.818	Project Consultants	309,466	309,466	-
4.820	Interest Expense	12,225,033	12,225,033	-
4.830	Survey & Planning	263,495	263,495	-
4.840	Real Estate Acquisition	597,753	597,753	-
4.841	Acquisition Costs	44,091,214	44,091,214	-
4.843	Relocation Costs	32,671	32,671	-
4.844	Relocation Expenses	4,125,339	4,125,339	-
4.845	Disposal Costs	793,329	793,329	-
4.846	Temp Op Acq Prop/NYR-37	538,856	550,856	12,000
4.850	Site Clearance	2,601,889	2,601,889	-
4.855	Project Improvements	10,291,703	10,291,703	-
	Total Expenditures	\$ 88,892,634	\$ 88,981,788	\$ 89,154

17. Board Performance Evaluations

The aggregated results of the Annual Board of Directors Evaluation Questionnaire will be provided to the ABO.

The Evaluation Questionnaire is attached as Appendix E; however, the results are not included with this Annual Report because, according to the ABO, board discussion of its performance “would constitute a matter made confidential, by state law that, therefore, could be conducted in private.”

18. Buying or Selling Without Competitive Bidding

PARA requires local authorities to disclose any assets and services bought or sold without competitive bidding, including their nature, names of parties involved, contract price compared to fair market value, a detailed explanation justifying the purchase or sale without competitive bidding, certification by the CEO and CFO that terms of purchase or sale were reviewed and comply with procurement guidelines.

No assets were bought or sold by the Agency in FY 2013-14 without competitive bidding. Applicants were screened using HUD income eligibility criteria and our affordable rental housing program priority areas.

19. Description of Material Pending Litigation

There is no pending litigation.

APPENDICES



APPENDIX A

EXHIBIT A

White Plains Urban Renewal Agency Mission Statement and Performance Measurements

Name of Public Authority: White Plains Urban Renewal Agency

A. Public Authority's Mission Statement:

Section I. Legal Authority and Purpose of the Agency

The purpose of the White Plains Urban Renewal Agency ("Agency") is to exercise its powers under General Municipal Law ("GML") Article 15-A Section 554 to carry out urban renewal projects approved by the Common Council of the City of White Plains ("Common Council of the City" or "City") which projects and the plans therefor conform to and promote the effectuation of the goals and objectives of the Comprehensive Plan of the City of White Plains, as the same may from time to time be amended. Pursuant to GML Section 502(6) a plan for an urban renewal project must conform to the "comprehensive community plan." This term is interchangeable with "master plan" or "general plan." In White Plains, an active urban renewal plan must be in conformance with the City's 1997 Comprehensive Plan, as amended to date ("White Plains Comprehensive Plan").

Pursuant to GML Section 554 and Section 583, the Agency was created and is authorized to "plan and undertake one or more urban renewal projects and shall have the powers necessary or convenient to carry out and effectuate such project or projects and the purposes and provisions of this article fifteen of this chapter." The purpose of providing an urban renewal agency, and specifically here the Agency with such powers is to enable such agency to carry out, within the City of White Plains an urban renewal program which is defined in Article 15 Section 502(3) as "a program established, conducted and planned by a municipality for the redevelopment, through clearance, re-planning, reconstruction, rehabilitation, and concentrated code enforcement, or a combination of these and other methods, of substandard and insanitary areas of such municipalities, and for recreational and other facilities incidental or appurtenant thereto, pursuant to and in accordance with article eighteen of the constitution and this article. The terms "clearance, re-planning, reconstruction and rehabilitation" shall include renewal, redevelopment, conservation, restoration or improvement or any combination thereof as well as relocation activities and the testing and reporting of methods and techniques for the arrest, prevention and elimination of slums and blight; the term "program" may mean or include and be interchangeable with the term "project."

Section II. Agency Stakeholders

The stakeholders of the Agency are the citizens and businesses of the City of White Plains. Within each designated urban renewal project area the direct stakeholders are those affected by and the beneficiaries of the particular urban renewal project in that designated area, and those outside the designated project area who are most directly impacted by the implementation of an urban renewal project plan within the designated project area, including any and all residents of the City of White Plains.

Section III. Goals of the Agency

The goals of the Agency are to work with the City to:

- (1) eliminate substandard and insanitary conditions and areas, and revitalize municipally designated distressed areas;
- (2) promote redevelopment of these areas with safe, sanitary and economically viable residential, non-residential, commercial, and industrial properties and uses; and
- (3) enable in these areas the redevelopment of, conservation, restoration or improvements of private and public facilities and infrastructure.

(Substandard or insanitary areas include under General Municipal Law Section 502(4) “a slum, blighted, deteriorated or deteriorating area, or an area which has a blighting influence on the surrounding area. . .”)

Section IV: Mission of the Agency

It is the mission of the Agency to accomplish its goals of eliminating substandard and insanitary conditions and areas, and revitalizing municipally designated distressed areas; promoting redevelopment of these areas with safe, sanitary and economically viable residential, non-residential, commercial, and industrial properties and uses; and enabling in these areas the redevelopment of, conservation, restoration or improvements of private and public facilities and infrastructure in a manner benefitting the citizens, residents, businesses, government and community objectives of the City of White Plains as expressed in the White Plains Comprehensive Plan.

Originally Adopted: March 31, 2010 (Agency Resolution 01-2010)

Reaffirmed: September 30, 2011 (Agency Resolution 08-2011)
September 24, 2012 (Agency Resolution 04-2012)
April 14, 2014 (Agency Resolution 02-2014)
November 24, 2014 (Agency Resolution 10-2014)

B. List of Performance Goals:

Performance Goals:

To accomplish the goals of the Agency as expressed in its Mission Statement, the Agency works with the City to exercise its powers under GML Section 554 for the benefit of the community of White Plains, to establish for each area designated by the Common Council of the City as a substandard or insanitary area, as defined in General Municipal Law Section 502(4), a planned program of urban renewal including:

- (1) the formal designation of an urban renewal project area by the Agency and Common Council of the City, pursuant to General Municipal Law Section 504.
- (2) the adoption, or amendment of an existing urban renewal plan for the redevelopment of the designated area, such plan being subject to the review and report of the White Plains Planning Board and approval of the Common Council of the City pursuant to GML Section 505. The approval of the urban renewal plan shall include how it conforms to the White Plains Comprehensive Plan.
- (3) specification in the urban renewal plan, or amendments thereto, of the powers of the Agency to be exercised in the implementation of the approved plan.
- (4) implementation of the urban renewal plan, which may include but is not limited to:
 - a. acquisition of public or private property within the designated project area as specifically identified in the adopted urban renewal plan for the designated area as approved by the City,
 - b. designation of private or public entities for the redevelopment, as defined under GML Section 503(3), of public or private property within the designated project area as specifically provided for in the adopted urban renewal plan,
 - c. disposition of acquired property within the designated project area for redevelopment, as specifically identified in the adopted urban renewal plan for the designated project area, and
 - d. authorizing a redevelopment program as defined under GML 502(3) for public or private infrastructure specifically identified in the adopted urban renewal plan for the designated project area,
 - e. redevelopment as defined under GML 502(3) of the disposed property within the designated project area as specifically identified in the adopted urban renewal plan.

Assessment of Implementation of Goals

All goals, objectives and strategies for the redevelopment of a particular designated urban renewal project area are specified in the adopted urban renewal plan which is subject to the approval of the Common Council of the City after review and report from the Planning Board and after a public hearing before both the Planning Board and the Common Council of the City. Any amendments to such plans or project area boundaries are also subject to public hearings. The urban renewal plans are public documents. The notice of all meetings, all urban renewal agency resolutions and the urban renewal plans are available for public review and are posted on the Agency's website. Any member of the public can monitor and assess the implementation of each urban renewal plan and the effect of each urban renewal project by visiting the project sites, reviewing the enabling legislation for each project and project modification, reviewing the urban renewal plans, and reviewing all project documents, including site plans and building plans which are available for public review during regular office hours at the offices of the Agency located in the City Hall Annex.

As a small public benefit corporation, the Agency is not involved in projects spread out over multiple jurisdictions or involving substantial financial resources, as is the case with many public authorities. As such, the monitoring of its performance by the Agency can be and is performed on a level very close to the projects in which it is involved. The following are performance measures for the Agency in assessing its implementation of its mission goals and objectives.

1. Is the urban renewal plan for a designated urban renewal project area moving forward consistent with the time frame established in the urban renewal plan?
2. Is the urban renewal plan for a designated urban renewal project area being implemented as specified in the urban renewal plan? Are the powers designated in the adopted urban renewal plan to be used by the Agency being used and are the results of using such powers achieving the objectives specified in the urban renewal plan?
3. Have there been any changes to the White Plains Comprehensive Plan since the adoption of the urban renewal plan which affect the plans conformance with the Comprehensive Plan or necessitate adjustments to the urban renewal plan?
4. Have there been any changes within the designated project area which necessitate a reevaluation of the area designated, either necessitating the inclusion of more or fewer properties?
5. Each redevelopment, reconstruction, rehabilitation or other plan for the redevelopment of a component of the urban renewal project is reviewed by the Agency management and by the Agency members ("Agency Board") to assess its conformance to the adopted urban renewal plan and the land use requirements of the City of White Plains.

6. The budget for each urban renewal project is reviewed by Agency management on a monthly basis and by the Agency Board at least twice a year to determine if the urban renewal project is on budget and at what rate funds are being expended under the budget.
7. A status report of each open urban renewal project is presented to the Agency Board at Agency meetings as part of the Director's Report.
8. All meetings of the Agency are noticed and open to the public.

APPENDIX B:

General Municipal Law ("GML") Article 15-A Section 554

Subject to the provisions of article fifteen of this chapter, an agency is authorized to plan and undertake one or more urban renewal projects and shall have the powers necessary or convenient to carry out and effectuate such project or projects and the purposes and provisions of this article and article fifteen of this chapter, including but not limited to the following powers: (1) to sue and be sued; (2) to have a seal and alter the same at pleasure; (3) to have perpetual succession; (4) to make and execute contracts and all other instruments necessary or convenient for the exercise of its powers and functions; (5) to make and alter by-laws for its organization and internal management; (6) to acquire or contract to acquire from any person, firm, corporation or government, by subsidy, contribution, gift, grant, bequest, devise, purchase, pursuant to the provisions of the eminent domain procedure law, or otherwise, real or personal property or any interest therein, including but not limited to air rights, and easements or other rights of user, necessary for the use and development of such air rights, to be developed as air rights sites for the elimination of the blighting influences over an area or areas consisting principally of land in streets, alleys, highways, and other public rights of way, railway or subway tracks, bridge or tunnel approaches or entrances, or other similar facilities which have a blighting influence on the surrounding area and over which air rights sites are to be developed for the elimination of such blighting influences, provided, however, that the acquisition of any air rights over railroad tracks, rights-of-way or facilities and easements or other rights of user necessary for the use and development of such air rights are to be subject to the provisions of section fifty-one-a of the railroad law; (7) to appoint officers, agents and employees, prescribe their duties, fix their compensation and delegate to one or more of such officers, agents or employees such powers or duties as it may deem proper; (8) with the consent of the municipality to use agents, employees, and facilities of the municipality, paying to the municipality its agreed proportion of the compensation or costs; (9) to insure or provide for the insurance of its property or operations as required by law and also against such other risks as it may deem advisable; (10) to invest any moneys held in reserve or sinking funds or any moneys not required for immediate use or disbursement at the discretion of the agency in obligations of the state or the United States government or obligations of which the principal and interest are guaranteed by the state or the United States government; (11) to cooperate with the federal government and apply for and accept advances, loans, grants, subsidies, contributions and any other form of financial assistance from the federal government, or from the state, county, municipality or other public body or from any sources public or private, for the purposes of this article and article fifteen of this chapter; and to give such security as may be required and to enter into and carry out contracts or agreements in connection therewith; provided, however, that any application for a loan, subsidy or grant to the federal government or the state shall be subject to the prior approval of the governing body; and to include in any contract for financial assistance with the federal government for or with respect to an urban renewal project, or with respect to any other program authorized under the federal housing act of nineteen hundred forty-nine, and all other federal laws amendatory and supplemental thereto, such conditions imposed pursuant to federal laws as the agency may deem reasonable and appropriate and which are not inconsistent with the purposes of this article or article fifteen of this chapter. Such conditions may include but shall not be limited to (a) provisions requiring payments of not less than certain minimum salaries and wages to architects, engineers, technicians, laborers, mechanics and other personnel; (b) provisions prohibiting rebates and kickbacks; and (c) provisions requiring contractors and subcontractors to furnish reports and other data to the secretary of labor; (d) provisions requiring payment of actual reasonable moving and related expenses as well as supplemental and additional payments, to individuals, families, business concerns or non-profit organizations due to displacement, so that disproportionate injuries are not suffered as a result of such program, as may be required by and pursuant to a federal financial assistance contract. (12) to apply for and accept the local grants-in-aid required under such federal laws, in the form of appropriations, cash, municipal services and facilities, or any other form; (13) to borrow money and issue bonds or other obligations; (14) to provide for demolition and clearance of property, improvement of property, or development and use of air rights and concomitant easements or other rights of user necessary for the use and development of such air rights and air rights sites, including the remedying

of unsuitable topographical, subsoil or other physical conditions which impede development within the urban renewal area, and construction of foundations and platforms as well as other necessary sitework, by the agency or by the municipality or by the persons, firm or corporation to whom such property, air rights and easements or air rights site, is sold or leased, provided, however, that any such work upon or affecting railroad property, right-of-way or facilities shall be subject to the approval of and joint supervision by the railroad company or companies affected. No work upon or affecting railroad property, right-of-way or facilities shall be progressed without the approval of the railroad company or companies, and in connection with all such projects upon or affecting railroad property, right-of-way or facilities appropriate standards for safety of operations, ventilation and lighting shall be subject to the approval of the railroad company or companies affected; (15) to develop, test and report methods and techniques and carry out demonstration and other activities in relation to or in connection with one or more programs of urban renewal or other programs relating to the arrest and prevention of conditions of deterioration or blight. In carrying out such demonstration and other activities an agency may itself reconstruct, repair, rehabilitate or otherwise improve such real property or may sell, lease or otherwise dispose of real property, for the effectuation of such activities or purposes by the purchaser or lessee thereof, pursuant to the provisions of section five hundred fifty-six of this article; (16) to prepare or cause to be prepared a general neighborhood renewal plan for an area consisting of an urban renewal area or areas, together with any adjoining areas having specially related problems, and which is of such size that urban renewal activities may have to be initiated in stages; (17) to prepare or cause to be prepared a community-wide plan or program for urban renewal which shall conform to the comprehensive community plan for the development of the municipality as a whole; (18) to conduct examinations and investigations, hear testimony and take proof, under oath at public or private hearings on any material matters. (19) to convey, assign, grant or otherwise transfer all of its right, title and interest in any urban renewal program, or part thereof, or any right, title or interest in or to any real or personal property, contract, claim or other interest acquired or held by it in connection with such program, or part thereof, with or without consideration, to the municipality, subject to the prior approval of the governing body, upon such terms and conditions as may be reasonable and appropriate to effectuate such transfer not inconsistent with the purposes of this article or article fifteen of this chapter or any contract for financial assistance from the federal government, or from the state or other public body, for any of the purposes of such articles or either of them.

APPENDIX C

WHITE PLAINS URBAN RENEWAL AGENCY

RESOLUTION 07-2014

RESOLUTION AMENDING THE COMMUNITY DEVELOPMENT POSITION TITLE AND SALARY SCHEDULE FOR FISCAL YEAR JULY 1, 2014 TO JUNE 30, 2015, INCLUDING:

I. AMENDING THE COMMUNITY DEVELOPMENT POSITION TITLE AND SALARY SCHEDULE FOR FISCAL YEAR 2014-15, EFFECTIVE SEPTEMBER 2, 2014.

WHEREAS:

- A. General Municipal Law (“GML”) Article 15 provides in the definition of urban renewal at Section 501.3, “a program established, conducted and planned by a municipality for the redevelopment, through clearance, re-planning, reconstruction, rehabilitation, and concentrated code enforcement, or a combination of these and other methods, of substandard and insanitary areas of such municipalities, and for recreation and other facilities incidental or appurtenant thereto . . .The terms ‘clearance, re-planning, reconstruction and rehabilitation’ shall include renewal, redevelopment, conservation, restoration or improvement or any combination thereof as well as relocation activities and the testing and reporting of methods and techniques for the arrest, prevention and elimination of slums and blight; the term ‘program’ may mean or include and be interchangeable with the term ‘project’”.
- B. Among its powers under GML Article 15-A, an urban renewal agency has the authority, pursuant to Section 554(7) “to appoint officers, agents and employees, prescribe their duties, fix their compensation and delegate to one or more of such officers, agents or employees such powers or duties as it may deem proper”.
- C. Among its powers under GML Article 15-A, an urban renewal agency has the further authority, pursuant to GML Section 554(8) “with the consent of the municipality to use agents, employees and facilities of the municipality, paying to the municipality its agreed proportion of the compensation or costs”.
- D. Further among its powers under GML Article 15-A, pursuant to GML Section 554(1) an urban renewal agency has the power “to cooperate with the federal government and apply for and accept advances, loans, grants, subsidies, contributions and any other form of financial assistance from the federal government, or from the state, county, municipality or other public body or from sources public or private, for the purposes of this article and article fifteen of this chapter”.
- E. Further among the purposes of an urban renewal agency under GML Article 15 and 15-A, pursuant to GML Section 554(16) is the power “to prepare or cause to be prepared a general neighborhood renewal plan for an area consisting of an urban renewal area or areas, together with any adjoining areas having specially related problems”.
- F. Pursuant to GML Section 554(7) and (11), and in cooperation with the City of White Plains (“City”) and the Federal Government, particularly the U.S. Department of Housing and Urban Development (“HUD”), the White Plains Urban Renewal Agency (“Agency”) with Community Development Block Grant (“CDBG”) Program grant funds directed to the Agency by the City, employs certain persons whose positions are

NOW, THEREFORE, BE IT RESOLVED:

1. The Agency hereby finds that:
 - a. The continued employment of Agency employees funded by the Community Development Block Grant program to assist the Agency in the carrying out of its program of urban renewal pursuant to GML Articles 15 and 15-A at the highest level for the residents of White Plains is necessary and in the public interest;
 - b. Federal funding for Community Development has declined significantly over the past five years.
 - c. Federal funding through the Community Development Program for Agency employees for fiscal year 2014-15 is available from HUD, subject to HUD regulations and continued approval of the Community Development Block Grant Program Budget by the Common Council.
 - d. The Amended 2014-15 Community Development Program Position Title and Salary Schedule, effective September 2, 2014, reflects position title and allocation modifications listed herein above in paragraph I.1.
2. The Agency hereby approves the Amended 2014-15 Community Development Program Position Title and Salary Schedule revised in its entirety, effective September 2, 2014, as attached hereto as Exhibit A and made a part hereof.
3. The Agency hereby determines that all personnel cost shall be allocated and charged to the Community Development according to the percentage of salary allocation shown in Exhibits A hereof.
4. This Resolution shall take effect September 2, 2014 with respect to the 2014-15 Community Development Program Position Title and Salary Schedule.

Dated: August 8, 2014

Adopted: August 13, 2014

Exhibit A

WHITE PLAINS URBAN RENEWAL AGENCY COMMUNITY DEVELOPMENT PROGRAM 2014-15 POSITION TITLE AND SALARY SCHEDULE

AMENDED

Effective September 2, 2014

Resolution #07-2014

FULL TIME POSITIONS			
Position Title	Funding Source	Grade/Step	Annual Salary
Rehabilitation Officer I	CD 005 - 100%	12/2	\$65,797
Community Development Assistant	CD 090 - 50% CD 005 - 50%	9/1	\$26,163 \$26,163
Code Enforcement Officer	CE 314 - 100%	10/21	\$76,515

PART TIME POSITIONS			
Position Title	Funding Source	Grade/Step	Annual Salary
PT Rehabilitation Program Representative	CD 005	Hourly	\$30/hour, up to an annual maximum of \$7,000.
PT Community Development Aide	CD090	Hourly	\$10.55/hour, up to an annual maximum of \$1,000.
<i>PT Community Development Analyst</i>	<i>CD090</i>	<i>Hourly</i>	<i>\$30/hour Annual Max \$24,000</i>

Revised: August 8, 2014

WHITE PLAINS URBAN RENEWAL AGENCY

RESOLUTION 8-2014

RESOLUTION AMENDING THE “CONTRACT FOR SALE OF LAND FOR PRIVATE REDEVELOPMENT BY AND BETWEEN THE WHITE PLAINS URBAN RENEWAL AGENCY (“AGENCY”), THE CITY OF WHITE PLAINS (“CITY”) AND LCOR 55 BANK STREET LLC (“LCOR LDA”), APPROVED BY THE AGENCY ON MAY 23, 2007 AND, APPROVED BY THE COMMON COUNCIL OF THE CITY ON JUNE 14, 2007, AS AMENDED BY THE FIRST AMENDMENT, APPROVED BY THE AGENCY ON JULY 17, 2008 AND BY THE COMMON COUNCIL OF THE CITY ON AUGUST 8, 2008 (“FIRST LDA AMENDMENT”)(TOGETHER WITH THE LCOR LDA THE “AMENDED LDA”) TO FURTHER AMEND THE AMENDED LDA AND THE PRELIMINARY PLANS, AND AMEND THE PROJECT PHASING (“SECOND LDA AMENDMENT”).

A. The Bank Street Municipal Parking Lot consists of the following parcels of land:

1. Disposition Parcels 27, 28, 28A, and 29, located in the Central Renewal Project, NY R-37; and
2. The Bank Street Parcel identified as part of Section 125.82, Block 1, Lot 7, and formerly known as Ward 2, Block 25000, Parcel PA., (“Bank Street Parcel”)

(No. 1 and 2 together, the “Bank Street Lot” or the “Property”)

B. The Bank Street Lot has been operated as a municipal parking lot serving primarily business commuters working in area office buildings or commuting to New York City from the White Plains Metro North Station. Parking fees are at municipal parking rates.

C. A history of the Bank Street Lot and Amended LDA is provided in Agency Resolutions 10-2007, 11-2007, 12-2007, and Resolution 11-2008. These Resolutions are incorporated herein by reference. The defined terms in those resolutions have the same meaning in this Resolution.

D. As noted in the history of the Bank Street Lot contained in these resolutions, the regulations and controls of the Central Renewal Plan were extended with respect to certain as yet undeveloped or underdeveloped Central Renewal Project Disposition Parcels, including Disposition Parcels 27, 28, 28A and 29, for a period of ten years after the July 6, 1999 expiration of the Central Renewal Plan. By Agency Resolution 6-2009, adopted April 1, 2009, the Central Renewal Plan was further amended for a period of ten years after the July 6, 2009 expiration.

E. The purpose of an urban renewal agency is to carry out a program of urban renewal pursuant to an adopted urban renewal plan, which plan, as defined in General Municipal Law Section 502.7 “shall conform to the comprehensive community plan for the development of the municipality as whole and which shall be consistent with local objectives.” As noted in Agency Resolutions 11-2007, 12-2007, and 20-2007, and 11-2008, the 1997 Comprehensive Plan and 2006 Comprehensive Plan Update state the following strategies for the downtown, and the area in which the Bank Street Lot is located:

1997 Plan Strategies:

- * Promote development site(s) near the railroad station as prime location(s) for future development of primary office space or mixed use, where uses such as residential/office/retail/entertainment would interact with and take advantage of the railroad and other mass transportation facilities.
- * Expand parking opportunities that serve railroad commuters, adjacent to and accessible to the railroad and TransCenter using funding from either Metro-North or public-private partnerships.
- * The addition of mixed retail/residential or office/residential uses in the Core Area requires an innovative strategy that would include zoning incentives, conversions, and the adaptive reuse of obsolete non-residential structures.
- * The development of the major remaining sites within the Core Area needs to be assessed in terms of providing a diversity of uses to ensure vitality and maximize the efficient use of available resources such as the area's excellent public transportation access.
- * Pedestrian traffic should continue to be a consideration in the review of all development plans. The advanced technology of the City's Traffic Department should be continually assessed and upgraded if necessary to continue to be used to facilitate the development of such plans.
- * The pedestrian experience should be enhanced by enlivening blank walls along the facade of Galleria, along Hamilton Avenue, and other locations where large buildings provide little visual interest. This is especially important along major pedestrian thoroughfares such as the streets that lead from the TransCenter to the downtown.

2006 Update Strategies:

- * Provide necessary financial incentives, zoning and regulatory changes, as may be appropriate, to encourage the construction of additional multi-family housing in downtown White Plains serving a variety of income groups for both rental and ownership and focusing on the needs of young professionals, seniors and others who would benefit from proximity to restaurants, shops, employment opportunities, cultural facilities and transportation. (1997 Comprehensive Plan)
- * Affordable housing should be developed for a broader range of incomes, and the term "affordable" should be replaced with the same terms used by the City for income groups shown above (referring to HUD established income categories). These income groups are defined by percentages of median income, which is a known number. These incomes should be adjusted annually according to U.S. Department of Housing and Urban Development issued incomes.
- * The goal should be to provide housing that is affordable to families at median income and below, with a diversity of income groups represented. The City should make every effort to maximize the number of units to help the greatest number of families, and, to the maximum extent practicable, construct affordable housing in or in proximity to the buildings generating the requirement for the affordable units.
- * The required percentage of affordable units in new multi-family projects is not identified by this Plan because market forces might change the acceptable number in the future. However, under current market conditions in the Core Area, the City should seek to increase that percentage, as supported by market conditions.

F. Consistent with the affordable housing strategies of the 2006 Comprehensive Plan Update, the LCOR LDA and the Amended LDA provide for LCOR to acquire the Bank Street Lot and develop a mixed use, mixed income project which would include up to 20% of the units affordable to families between 60% and 100% of median income, with incomes averaging no greater than 80% of median income.

G. Resolution 20-2007, which is incorporated herein by reference, provides a detailed description of the designation of LCOR by the Agency and Common Council, as qualified and eligible sponsor for the redevelopment of the Bank Street Lot and of the approval of the "Contract for Sale of Land for Private Redevelopment by and among the White Plains Urban Renewal Agency, City of White Plains and LCOR 55 Bank Street LLC," the LCOR LDA, on May 23, 2007.

H. Pursuant to Section 507(c) and (d) of the General Municipal Law, "A Notice of Availability for Public Examination" of the identity of LCOR, a description of the proposed disposition, disposition price and summary of the LCOR LDA was published in the official newspaper of the City of White Plains

I. On June 4, 2007, the Common Council held a public hearing on the LCOR LDA approved by the Agency and, itself, approved the LCOR LDA on June 14, 2007.

J. On June 28, 2007, the Agency and the City conveyed the Bank Street Lot to LCOR 55 Bank Street LLC.

K. The LCOR LDA, at Section 101(b), provided for the method of payment of the purchase price of Twenty-One Million Five Hundred Thousand dollars (\$21,500,000.00) with a cash price of Fifteen Million Five Hundred Thousand (\$15,500,000.00) for the Bank Street Lot to be paid by LCOR in specified installment payments.

L. The first installment payment for the Bank Street Lot, in the amount of \$6,000,000, was made by LCOR 55 Bank Street LLC at closing, on June 28, 2007.

M. After LCOR failed to make the second installment payment of \$6,000,000.00 by June 30, 2008, on July 2, 2008, the Common Council and Agency held a special meeting at which LCOR, among other things, presented a series of proposed modifications to the LCOR LDA, which modifications included a modification to the installment payment schedule for the third and fourth installment payments set forth in Section 101(b) of the LCOR LDA, modifications to the Preliminary Plans which are incorporated in the LCOR LDA as Exhibit B, and modifications to the Project construction phasing set forth in the LCOR LDA.

N. Based on Agency staff and outside counsel review and modifications, the Agency adopted Resolution 11-2008 amending the LCOR LDA ("First LDA Amendment). The First LDA Amendment also amended the LCOR LDA Preliminary Plans with the "First LDA Modified Preliminary Plans."

O. Resolution 11-2008 replaced Preliminary Plans listed in Exhibit "B" of the LCOR LDA and dated June 4 and June 5, 2007, with the First LDA Modified Preliminary Plans dated July 14, 2008 which were approved by the Agency and made the following findings regarding such plans:

1. The proposed modifications to the approved Preliminary Plans incorporated in Exhibit “B” of the approved LCOR LDA constitute modifications of a major nature as described in Section 201(g)(ii) of the LCOR LDA.

2. The First LDA Modified Preliminary Plans revise the location and design of the residential, retail, parking and commuter parking elements of the approved Redevelopment, but do not change the essential components of the Redevelopment.

3. The proposed major modifications to the Preliminary Plans are consistent with the urban renewal plans applicable to the Project Area.

4. The proposed major modifications to the Preliminary Plans are consistent with the objectives and strategies of the City’s 1997 Comprehensive Plan and 2006 Plan Update, including, particularly, the objective of developing more affordable housing in the Core Area.

5. The proposed major modifications to the Preliminary Plans are consistent with the scope, concept, uses, operations, bulk, massing and appearance of the proposed Redevelopment, demonstrating a positive reduction in overall mass and an increase in usable at-grade open space on the site.

6. Consistent with Section 201(g)(ii) of the approved LCOR LDA, the Agency has given priority to and expedited in every possible way its review of the proposed major modifications.

P. The amendments to the LCOR LDA approved in the First LDA Amendment are detailed in Agency Resolution 11-2008 incorporated herein by reference.

Q. The Agency submitted the First LDA Amendment to the Common Council for review and consideration after a duly noticed public hearing held on August 8, 2008.

R. After the duly noticed public hearing held on August 8, 2008, the Common Council adopted a resolution approving the First LDA Amendment, incorporating the First LDA Modified Preliminary Plans, which was recorded in the Office of the Clerk of the County of Westchester on August 26, 2008, in Control Number 482700428 (the LDA First Amendment and the LDA collectively referred to herein as the “Amended LDA”).

S. On November 2, 2009, the Common Council adopted a resolution granting site plan approval to a revised application for the Redevelopment which included a gross floor area of 537, 669 square feet, with 561 residential units, including 112 affordable units, and 5,941 square feet of retail space.

T. By Resolution 5-2013, adopted on May 30, 2013, the Agency adopted an amendment to the Amended LDA relating to the time of payment of the third and fourth installment payments and the willingness of LCOR to potentially waive the obligations of the City and the Agency to remediate the Property should LCOR receive Brownfields Cleanup Funds for such remediation from the State of New York. This proposed amendment was referred to the Common Council and subsequently withdrawn on June 3, 2013.

U. Pursuant to the terms of the Amended LDA, LCOR has made all installment payments due under the Amended LDA and has, to date, complied with the terms and conditions of the Amended LDA and neither the Agency nor the City has found LCOR to be in default of the Amended LDA.

V. By letters submitted to the Agency on July 30, 2014 and August 6, 2014, LCOR has requested the Agency and the Common Council to consider certain additional amendments to the Amended LDA (the "Second LCOR Amendments") and to approve certain modified Preliminary Plans with various revision dates from March 11, 2014 to July 29, 2014, (the "Second LCOR Modified Preliminary Plans").

W. The Second LCOR Amendments and Second LCOR Modified Preliminary Plans have been reviewed and modified by Agency staff and Agency Counsel. The modified LCOR Amendments ("Second LDA Amendment") and the modified Second LCOR Modified Preliminary Plans ("Second LDA Modified Preliminary Plans") are described in this Resolution in Resolved Clause 2 herein below and attached to this Resolution 8-2014 as Exhibit A.

X. The Agency staff recommends that the Agency find the proposed Second LDA Amendment to the Amended LDA and the proposed Second LDA Modified Preliminary Plans incorporated therein as Exhibit "B" to be consistent with the 1997 Comprehensive Plan as amended by the 2006 Comprehensive Plan Update and with the controlling Urban Renewal Plans, and be approved by the Agency and submitted to the Common Council for its review and consideration, subject to a mandatory public notice, public review, and public hearing.

NOW, THEREFORE, BE IT RESOLVED THAT

1. Based on its review of the record, analysis of the proposed Second LDA Amendment to the Amended LDA incorporating the Second LDA Modified Preliminary Plans, comments and recommendations of Agency and City staff, and the independent review of the proposed Second LDA Amendment and Second LDA Modified Preliminary Plans by Agency members, the Agency hereby makes the following findings with respect to the proposed Second LDA Modified Preliminary Plans submitted as Exhibit "B" to the Second LDA Amendment:

a. The proposed modifications to the Preliminary Plans dated July 14, 2008 are incorporated in Exhibit "B" of the approved Amended LDA. These modifications, "the Second LDA Modified Preliminary Plans," retain the overall square footage and land use distribution of the floor area to be developed as provided by the amended site plan approved by the Common Council on November 2, 2009. Specifically, the residential development to be provided is unchanged at 561 rental housing units, including 112 affordable rental housing units. Thus, the overall population density (in terms of residential units/acre) is unchanged. The retail component of the project provided in the Second LDA Modified Preliminary Plans (a total of 6,345 square feet) represents an insignificant refinement of the retail component (5,941 square feet) of the approved amended site plan.

b. While the Second LDA Modified Preliminary Plans do not change the basic land use types or overall density of the Redevelopment, they revise the location and design of the residential, retail, parking and commuter parking elements and potential parking for an adjacent hotel site as well as the timing of the phases of the approved Redevelopment.

c. The alterations in the form of the development as described in the Second LDA Modified Preliminary Plans constitute modifications of a major nature as described in Section 201(g)(ii) of the Amended LDA. The basic form of the development has been changed from a high-rise to a moderate-rise, more contextual design.

d. The proposed major modifications to the Preliminary Plans incorporated as Exhibit "B" of the Amended LDA are consistent with the urban renewal plans applicable to the Project Area.

e. The proposed major modifications to the Preliminary Plans incorporated as Exhibit “B” of the Amended LDA are consistent with the objectives and strategies of the City’s 1997 Comprehensive Plan and 2006 Plan Update, including, particularly, the objective of developing more affordable housing in the Core Area.

f. The proposed major modifications to the Preliminary Plans incorporated as Exhibit “B” of the Amended LDA are consistent with the scope, concept, land uses, density, and total bulk of the proposed Redevelopment and represent a positive reduction in building height. In addition, the Second LDA Modified Preliminary Plans eliminates the visually obtrusive, 7-story parking structure that was part of approved amended site plan.

g. Consistent with the Amended LDA as amended by the Second LDA Preliminary Plans, the Agency defers consideration and approval of the design, lay-out and type of parking to be located in the Project Parking Facility to the Common Council as part of its site plan review. The parking layout and design shown on following plans submitted as part of the Second LDA Modified Preliminary Plans and listed in Exhibit “B” of the Second LDA Amendment address parking which are subject to Common Council site plan, not Agency Preliminary Plan approval:

Plan prepared by SLCE Architects, dated March 11, 2014, numbered and titled as follows:

- a. A-100 Cellar Floor Plan
- b. A-100.1 Cellar Plan (Phase 1)
- c. A-101 Cellar Mezzanine
- d. A-101.1 Cellar Mezzanine (Phase 1)
- e. A-102 First Floor Plan (Site Plan)
- f. A-102A First Floor Plan (Enlarged)
- g. A-102.1 First Floor Plan (Phase 1)

h. The following plan submitted as part of the Second LDA Modified Preliminary Plans and listed in Exhibit “B” of the Second LDA Amendment requires additional information to be submitted as part of any SWPPP approval by the Commissioner of Public Works or any site plan approval by the Common Council but does not require approval by the Agency as Preliminary Plans as that term is defined in the Amended LDA and further amended by the Second LDA Amendment:

Plan prepared by SLCE Architects, dated July 29, 2014, numbered and titled as follows:

A-1 Drawing List & Zoning Analysis - 55 Bank St. Zoning Analysis is not verified by the Agency and is subject to approval by the Common Council as part of its site plan approval process.

Plans prepared by John Meyer Consulting, last revised March 11, 2014 or as otherwise noted, numbered and titled as follows:

SP-15 SWPPP Certifications

i. The following plans are approved as part of the Second LDA Modified Preliminary Plans:

Plans prepared by John Meyer Consulting, last revised March 11, 2014, numbered and titled as follows:

- a. SP-1 Existing Conditions Map, July 10, 2014
- b. SP-2 Site Demolition Plan
- c. SP-3.1 Site Layout and Landscaping Plan (Phase 1), May 15, 2014
- d. SP-3.2 Site Layout and Landscaping Plan (Phase 2), March 31, 2014
- e. SP-3.3 Bank Street Frontage Detail Plan
- f. SP-3.4 Cellar Signage Plan, March 31, 2014
- g. SP-4.1 Site Grading Plan (Phase 1)
- h. SP-4.2 Site Grading Plan (Phase 2)
- i. SP-5 Site Utilities Plan, July 10, 2014
- j. SP-5.1 Stormwater and Sanitary Sewer Replacement, May 15, 2014
- k. SP-5.2 City of White Plains Sanitary Sewer Standards Details, July 17, 2014
- l. SP-5.3 City of White Plains Development Notes, July 17, 2014
- m. SP-6 Site Erosion and Sediment Control Plan
- n. SP-7 Site Lighting Plan
- o. SP-8.1 Site Landscaping Plan (Phase 1)
- p. SP-8.2 Site Landscaping Plan (Phase 2)
- q. SP-9 Site Details
- r. SP-10 Site Details
- s. SP-11 Site Details
- t. SP-12 City of White Plains Site Details
- u. SP-13 City of White Plains Site Details
- v. SP-14 Autoturn Truck Turning Analysis
- w. SP-15 SWPPP Certifications - Not subject to Agency review
- x. SP-16 Usable Open Space Analysis Plan

Plans prepared by SLCE Architects, dated March 11, 2014, numbered and titled as follows:

1. A-100 Cellar Floor Plan
2. A-100.A Cellar Alternate Parking Stacker Plan for Future Hotel
3. A-101 Cellar Mezzanine
4. A-101.1 Cellar Mezzanine (Phase 1)
5. A-102 First Floor Plan (Site Plan)
6. A-102A First Floor Plan (Enlarged)
7. A-102.1 First Floor Plan (Phase 1)
8. A-103 2nd Floor Plan
9. A-103A 2nd Floor Plan (North Building)
10. A-103B 2nd Floor Plan (South Building)
11. A-103.1 2nd Floor Plan (Phase 1)
12. A-104 3rd Floor Plan
13. A-104A 3rd Floor Plan (North Building)
14. A-104B 3rd Floor Plan (South Building)
15. A-105 4th-9th Floor Plan
16. A-105A 4th-9th Floor Plan (North Building)
17. A-105B 4th-9th Floor Plan (South Building)
18. A-106 10th-15th Floor Plan
19. A-106A 10th-15th Floor Plan (North Building)
20. A-106B 10th-15th Floor Plan (South Building)
21. A-107 16th Floor Plan
22. A-107A 16th Floor Plan (North Building)
23. A-107B 16th Floor Plan (South Building)
24. A-108 Main Roof Plan
25. A-109 Bulkhead Plan
26. A-201 East Elevation
27. A-202 West Elevation
28. A-203 Elevations - North Building
29. A-204 Elevations - South Building
30. A-205 Elevations - South Building
31. A-210 Schematic Section
32. A-211 Schematic Section
33. P-100 Plumbing Cellar Plan
34. P-101 Plumbing Cellar Mezzanine Plan

2. Based on its review of the record, analysis of the proposed Second LDA Amendment to the Amended LDA, comments and recommendations of Agency and City staff, and the independent review of the proposed Second LDA Amendment and Second LDA Modified Preliminary Plans by Agency members, the Agency hereby determines that the Second LDA Modified Preliminary Plans listed in Exhibit "B" of the Amended LDA and dated March 11, 2014, as modified by this Resolution herein, are hereby approved by the Agency.

3. Based on its review of the record, analysis of the proposed amendments to the LCOR LDA, comments and recommendations of Agency staff, and the independent review of the proposed amendments and Preliminary Plans by Agency members, the Agency hereby further amends the Amended LDA by approval of the Second LDA Amendment attached hereto and made a part hereof as Exhibit A.

4. The Second LDA Amendment incorporating the Second LDA Modified Preliminary Plans as Exhibit "B", being described and approved herein, shall be subject to the following actions:

a. Publication of a notice in the official newspaper of the City of White Plains of a Notice of Availability for Public Examination of the Second LDA Amendment and Second LDA Modified Preliminary Plans, and notice of public hearing before the Common Council.

b. A duly noticed public hearing before the Common Council of the City of White Plains.

c. Action by the Common Council to affirm its status as Lead Agency for the environmental review of the Redevelopment, and a finding that the Second LDA Modified Preliminary Plans and Amended LDA as further amended by the Second LDA Amendment are consistent with prior environmental findings and will not have a significant adverse impact on the environment.

d. Approval by the Common Council of the Second LDA Amendment incorporating the new Second LDA Modified Preliminary Plans as a new Exhibit "B" replacing the First LDA Modified Preliminary Plans.

5. To enable the necessary actions to be taken, the Executive Director is hereby authorized and directed, pursuant to Section 507 (c) and (d) of the General Municipal Law, to request the Common Council to cause to be published in the official newspaper of the City of White Plains "A Notice of Availability for Public Examination" which notice shall include the notice of the availability for review of the Second LDA Amendment and new Second LDA Modified Preliminary Plans.

6. The Executive Director is further authorized and directed to request the Common Council to hold a duly noticed public hearing on the Second LDA Amendment and Second LDA Modified Preliminary Plans not less than ten days after the publication of the notice described in Section 6 herein above.

7. The Corporation Counsel of the City and Counsel to the Agency is hereby authorized to make minor changes and conforming modifications to the Amended LDA, as amended by the Second LDA Amendment, which are necessary to conform the Amended LDA to the language and terms of the Second LDA Amendment. Such changes or modifications shall be indicated to the Agency and the Common Council in writing.

Exhibit A

WHITE PLAINS URBAN RENEWAL AGENCY

and

CITY OF WHITE PLAINS

and

LCOR 55 BANK STREET LLC

**SECOND AMENDMENT TO CONTRACT FOR SALE OF
LAND FOR PRIVATE REDEVELOPMENT**

Record and Return To:

John G. Callahan, Esq.
Corporation Counsel
Department of Law
City of White Plains
255 Main Street
White Plains, New York 10601

Exhibit A

**SECOND AMENDMENT
TO
CONTRACT FOR SALE OF LAND FOR PRIVATE REDEVELOPMENT**

Disposition of Parcels 27, 28, 28A and 29 in the Central Renewal Project, Project No. NY R-37
and
Urban Renewal Parcel 1 in the Bank Street Urban Renewal Project, Project No. WPUR-11

This Second Amendment (this "**Second Amendment**") made as of the ___ day of August 2014, between the WHITE PLAINS URBAN RENEWAL AGENCY, a public benefit corporation (which, together with any successor, public body or officer hereafter designated by or pursuant to law, is hereinafter called the "**Agency**"), established pursuant to Articles 15 and 15A of the General Municipal Law of the State of New York and having its offices at 255 Main Street, White Plains, New York 10601, the CITY OF WHITE PLAINS (the "**City**"), a municipal corporation, having its offices at City Hall, 255 Main Street, White Plains, New York 10601, and LCOR 55 BANK STREET LLC, a Delaware limited liability company having an office at c/o LCOR Incorporated, One Penn Plaza, Suite 3310, New York, New York 10119 (the "**Redeveloper**").

WITNESSETH

WHEREAS, the Agency, the City and the Redeveloper entered into a Contract For Sale of Land for Private Redevelopment, dated June 28, 2007 (referred to herein as the "**LDA**"), which was recorded in the Office of the Clerk of the County of Westchester on July 12, 2007, in Control Number 471920293, in respect of the Urban Renewal Project known as the Central Renewal Project, Project No. NY R-37 ("**Project NY-37**") and the Bank Street Urban Renewal Project, Project No. WPUR-11 ("**Project WPUR-11**") (Project NY-37 and Project WPUR-11 are collectively referred to herein as the "**Project**"); and

WHEREAS, the Project is located in the area known as the Bank Street Municipal Parking Lot in the City and consists of urban renewal parcels 27, 28, 28A, and 29 in Project NY R-37 and Urban Renewal Parcel 1 which is the only parcel in Project WPUR-11, all as more particularly described in Exhibit A, attached hereto and made a part hereof, and is collectively referred to herein as the "**Property**"; and

WHEREAS, based upon the August 2008 adoption by the Agency and the Common Council of the City of White Plains (the "**Common Council**") of certain Resolutions the LDA was amended by the First Amendment to Contract of Sale of Land for Private Redevelopment, dated August 19, 2008 (the "**First Amendment**"), which was recorded in the Office of the Clerk of the County of Westchester on August 26, 2008, in Control Number 482700428 (the First Amendment and the LDA collectively referred to herein as "the Amended LDA"); and

WHEREAS, the Redeveloper has requested the Agency and the Common Council to consider certain additional amendments to the Amended LDA (the "**Second Proposed**

Amendments") and to approve certain modified Preliminary Plans (the "Second Modified Preliminary Plans"); and

WHEREAS, the Agency has reviewed and considered the Second Proposed Amendments together with the Second Modified Preliminary Plans, and, by adoption of Agency Resolution ___-2014, the Agency has approved the Second Proposed Amendments and Second Modified Preliminary Plans; and

WHEREAS, the Common Council has reviewed and considered the Second Proposed Amendments and the Second Modified Preliminary Plans, and, by adoption of Resolutions of the Common Council on September ___, 2014, the Common Council approved the Second Proposed Amendments and the Second Modified Preliminary Plans; and

WHEREAS, the Agency and the Common Council confirm that the Redeveloper has not been declared in default of the Amended LDA and has complied to date with the terms and provisions thereof, including the payment to the Agency of all Installment Payments due hereunder; and

WHEREAS, the City, the Agency, and the Redeveloper now desire to modify and amend the Amended LDA on the terms, conditions and provisions hereinafter set forth.

NOW, THEREFORE, IN CONSIDERATION of the Property and the mutual obligations of the parties hereto, each of them does hereby covenant and agree with the others as follows:

1. All capitalized words, terms or phrases used herein but not otherwise defined herein shall have the meanings ascribed to those words, terms or phrases in the Amended LDA. Similarly, any capitalized words, terms or phrases defined herein and previously used in the Amended LDA shall have the meanings ascribed to those words herein in their stead and place.

2. The Redeveloper has applied for funding to New York State under the Empire State Development Corporation the Brownfield Cleanup Program ("BCP"). Should the Redeveloper secure full funding for the scope of work requested from the BCP and, thereafter, is authorized by the City and Agency to redevelop the Property in accordance redevelopment plan substantially consistent with the BCP plans associated with an application dated May 1, 2013, and a Brownfield Site Cleanup Agreement Index No. C360131-12-13 submitted to New York State, then the requirements of Section 305(iii) of the Amended LDA shall not apply.

3. From and after the date hereof, Section 5 of the First Amendment is deleted and the following shall be deemed to be Section 202(a)(i) of the Amended LDA thereof and inserted in lieu thereof:

All plans and specifications with respect to construction of the Redevelopment shall be in conformity with the Urban Renewal Plan, the Agreement, the First Amendment and this Second Amendment and all applicable federal, state and local laws and regulations. Within one hundred and fifty (150) days of delivery of the approved and executed Second

Amendment to the Counsel to the Agency, which delivery shall be no more than five (5) days after approval of this Second Amendment, the Redeveloper shall submit an application for Site Plan Approval. At the time of such application, the Redeveloper shall also provide the financial plan for the Redevelopment, including projected revenues and expenses for at least the first five years of operation after completion of each of Phase One and Phase Two of the Redevelopment, completion to mean upon Initial Occupancy after completion of each Phase. After the later of the attainment of Site Plan Approval, and the attainment of construction financing, the Redeveloper shall, with respect to each Phase One, no later than twelve (12) months thereafter, and with respect to Phase Two, no later than 36 months thereafter, submit to the Agency and the City, its application for a Building Permit or Building Permits, together with the required plans, drawings, specifications, and related documents, and the proposed construction schedule with respect to the relevant Phase of the Redevelopment (such plans, drawings, specifications, related documents, and proposed construction schedule, as may be necessary or required by the City in order to obtain a Building Permit or Building Permits, together with any and all changes therein that may thereafter be made are, except as otherwise clearly indicated by the context, hereinafter collectively called "Construction Plans"). Obtainment of construction financing shall be evidenced by the submission to the Counsel for the Agency of documents evidencing the closing of the construction loan for the Redevelopment.

4. From and after the date hereof, Section 201(a)(iii) of the Amended LDA is deleted and the following shall be and be deemed to be inserted in lieu thereof:

(iii) The construction of a five hundred seventy (570) space parking garage, utilizing, as may be needed, a combination of stacked parking (on mechanical equipment), valet parking and at-grade parking in order to accommodate the joint-use of the residential, retail, and commuter-parking needs (collectively, the "**Parking Facility**"). Each resident of the Residential Units shall be entitled to one (1) parking space in the Parking Facility. The Parking Facility shall also be utilized by tenants and patrons of the Retail Facility and shall be able to accommodate future use by patrons of an adjacent hotel of up to 120 rooms, if and when constructed. The Parking Facility shall provide daytime commuter parking for at least 200 vehicles and up to 300 stacked vehicles all at then-applicable City parking rates (the "**Commuter Parking**") as provided for in the Amended LDA..

5 From and after the date hereof, Section 7 of the First Amendment is deleted and the following shall be deemed to be Section 202(b)(iii) of the Amended LDA and inserted in lieu thereof:

With respect to the construction schedule mentioned in the preceding paragraph, it is understood that the Redeveloper may elect to construct the Improvements in phases, In such event, in addition to providing the required Commuter Parking, Phase One Improvements will include fifty-seven (57) Affordable Units and will contain that portion of the Parking Facility sufficient to meet the parking needs of the Phase One Residential Units (including but not limited to the fifty-seven (57) Affordable Units, the Commuter Parking, the parking for the

Retail Facility constructed in Phase One, as well as showing how parking could be provided for the adjacent hotel, if and when constructed, which spaces need not be actually provided until the Initial Occupancy of the adjacent hotel up to a maximum of 120 rooms, if such occurs and if site plan approval for that adjacent hotel is approved with parking in the Parking Facility which approval would require the Redeveloper to authorize said hotel site plan application to use the Parking Facility. Phase Two Improvements will include the remaining fifty-five (55) Affordable Units and the Phase Two Residential Units, including any Additional Market Units, any Retail Facility not constructed in Phase One, and required parking for such uses (including but not limited to any remaining Affordable Units). In total there shall be approximately five hundred and sixty-one (561) combined Phase One and Phase Two Residential Units and no less than 112 Affordable Units in the combined Phase One and Phase Two which shall be subject to the Abatement. The allocation of the number of Affordable Units between the Phase One Residential Units and the Phase Two Residential Units may be modified from that set forth herein, once both Phases are constructed. However, upon completion of Phase Two, there shall be no less than 112 Affordable Units and the allocation of the units by unit size may not be changed from that approved in the combined Site Plan Approval for Phase One Residential Units and Phase Two Residential Units.

6 From and after the date hereof, references in the Amended LDA to “Preliminary Plans” shall be and be deemed to be references to the Second Modified Preliminary Plans described in, and annexed hereto, and made a part hereof as Exhibit B.

7. Except as modified and amended by this Second Amendment, all of the terms, covenants and conditions of the Amended LDA are hereby ratified and confirmed and shall continue to be and remain in full force and effect.

8. This Second Amendment and all rights hereunder shall be governed by the laws of the State of New York and the applicable laws of the United States and shall be binding upon, and shall inure to the benefit of, the Agency, the City and the Redeveloper, their heirs, executors, administrators, successors and assigns.

9. This Second Amendment may be executed in one or more counterparts, each of which shall be an original, but all of which when taken together shall constitute one and the same instrument.

10. If any provision in this Second Amendment shall for any reason be held to be invalid, illegal or unenforceable in any respect, then unless such provision substantially affects the material terms hereof, such invalidity, illegality or unenforceability shall not affect any other provision hereof, and this Agreement shall be construed as if such invalid, illegal or unenforceable provision had never been contained herein.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

**[SIGNATURE PAGE TO THE SECOND AMENDMENT
TO
CONTRACT FOR SALE OF LAND FOR PRIVATE REDEVELOPMENT]**

IN WITNESS WHEREOF, the Agency has caused this Second Amendment to be duly executed in its name and on behalf of its Chairman and its seal to be hereunto duly affixed and attested, the City has caused this Agreement to be duly executed in its name and on behalf of its Executive Officer and its seal to be hereunto duly affixed and attested and the Redeveloper has duly executed this Agreement on the day first above written.

WITNESS: **WHITE PLAINS URBAN RENEWAL AGENCY**

_____ By: _____
Thomas M. Roach, Chairman

(SEAL)
Approved as to Form

Arthur Gutekunst for John G. Callahan
Counsel to the White Plains Urban Renewal Agency

WITNESS: **CITY OF WHITE PLAINS**

_____ By: _____
Thomas M. Roach, Mayor

(SEAL)
Approved as to Form

Arthur Gutekunst for John G. Callahan
Corporation Counsel

WITNESS: **LCOR 55 BANK STREET LLC,**
a Delaware limited liability company
By: LCOR Property Company II LLC, sole member
By: LCOR Land LLC, sole member
By: LCOR Operating Company, LLC, sole member
By: LCOR/Cal Associates LLC, sole member

By: _____
James M. Driscoll, Senior Vice President

ACKNOWLEDGMENT

STATE OF NEW YORK)
 :SS:
COUNTY OF WESTCHESTER)

On the ____ day of August in the year 2014, before me, the undersigned personally appeared Thomas M. Roach, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Notary Public

STATE OF NEW YORK)
 :SS:
COUNTY OF WESTCHESTER)

On the ____ day of August in the year 2014, before me, the undersigned personally appeared James M. Driscoll, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Notary Public

EXHIBIT A

DESCRIPTION OF THE PROPERTY

Section 125.82 Block 1 Tax Lots 7 and 8.1
and Section 125.74 Block 6 Tax Lot 6.1 and 7.1

All that certain parcel of land in the City of White Plains, County of Westchester, and State of New York and being more particularly bounded and described as follows:

BEGINNING at a point along the westerly line of Bank Street at the point of intersection with the division line between Disposition Parcel 26 on the north and Disposition Parcel 27 on the south as shown on Filed Map No. 26730. Said point being the northeasterly corner of the herein described parcel and having coordinates of North 375,753.27 and East 654,086.84 in the New York State Plane Coordinate System, East Zone (NAD 1927).

Running thence along said westerly line of Bank Street the following three courses and distances:

- 1) South 28 degrees 51 minutes 53.5 seconds West, 2.491 feet;
- 2) Southerly along a 384.01 foot radius curve deflecting to the left through a central angle of 26 degrees 15 minutes 28.9 seconds, an arc distance of 175.988 feet;
- 3) South 02 degrees 36 minutes 24.7 seconds West, 192.735 feet to the division line between Disposition Parcel 29 on the north and Disposition Parcel 29A on the south ;

Thence along said division line, North 87 degrees 23 minutes 35.3 seconds West, 175.361 feet;

Thence southwesterly along a 1188.33 foot radius curve deflecting to the right through a central angle of 01 degrees 28 minutes 55 seconds, an arc distance of 30.736 feet subtended by a chord bearing South 50 degrees 26 minutes 17.5 seconds West, 30.74 feet;

Thence South 51 degrees 10 minutes 45 seconds West, 211.24 feet;

Thence North 51 degrees 48 minutes 29 seconds West, 39.62 feet to the southeasterly corner of lands acquired by the State of New York as shown on filed Map No. 21286;

Thence northeasterly along the easterly line of said lands (Metro North Railroad) along a 1522.76 foot radius curve deflecting to the left through a central angle of 19 degrees 03 minutes 56 seconds, an arc distance of 506.71 feet subtended by a chord bearing North 28 degrees 40 minutes 00 seconds East, 504.37 feet and South 71 degrees 42 minutes 18 seconds East, 8.17 feet to the southwesterly corner of Disposition Parcel 28;

Thence along the division line between said Disposition Parcel 28 on the east and the aforesaid Metro North Railroad on the west, the following three courses and distances:

- 1) North 16 degrees 43 minutes 40 seconds East, 47.740 feet;
- 2) North 14 degrees 38 minutes 50 seconds East, 22.335 feet;
- 3) North 11 degrees 16 minutes 32 seconds East, 17.074 feet to the aforesaid southerly line of Disposition Parcel 26;

Thence along said line, South 76 degrees 51 minutes 18 seconds East, 184.266 feet to the point of BEGINNING.

EXHIBIT B

Plans prepared by John Meyer Consulting, last revised July 17, 2014 (unless indicated otherwise), numbered and titled as follows:

- a. SP-1 Existing Conditions Map, revised July 10, 2014 per DPW Comments
- b. SP-2 Site Demolition Plan, revised March 11, 2014 per City Comments
- c. SP-3.1 Site Layout Plan (Phase 1), revised May 15, 2014 per DPW Comments
- d. SP-3.2 Site Layout Plan (Phase 2), revised March 31, 2014 per City
- e. SP-3.3 Bank Street Frontage Layout Plan, revised March 11, 2014 per
- f. SP-3.4 Cellar Signage Plan, revised March 31, 2014 per City Comments
- g. SP-4.1 Site Grading Plan (Phase 1), revised/issued March 11, 2013
- h. SP 4.2 Site Grading Plan (Phase 2), revised/issued March 11, 2014
- i. SP-5 Site Utilities Plan, revised July 10, 2014 per DPW Comments
- j. SP-5.1 Stormwater and Sanitary Sewer Replacement Plan, revised
- k. SP-5.2 City of White Plains Sanitary Sewer Standards Details, revised
- l. SP-5.3 City of White Plains Development Notes, issued July 17, 2014
- m. SP-6 Site Erosion and Sediment Control Plan, revised/issued March
- n. SP-7 Site Lighting Plan, revised/issued March 11, 2014 per City Comments
- o. SP-8.1 Site Landscaping Plan (Phase 1), revised/issued March 11,
- p. SP-8.2 Site Landscaping Plan (Phase 2), revised/issued March 11,
- q. SP-9 Site Details, revised/issued March 11, 2014 per City Comments
- r. SP-10 Site Details, revised/issued March 11, 2014 per City Comments
- s. SP-11 Site Details, revised/issued March 11, 2014 per City Comments
- t. SP-12 City of White Plains Site Details, revised/issued March 11,

- u. SP-13 City of White Plains Site Details, revised/issued March 11,
- v. SP-14 Autoturn Truck Turning Analysis, revised/issued March 11,
- w. SP-15 SWPPP Certifications, revised/issued March 11,2014 per City
- x. SP-16 Usable Open Space Analysis Plan, revised/issued March 11,

City Comments

per City Comments

per City Comments

May 15, 2014 per DPW Comments

July 17, 2014 per DPW Comments

per DPW Comments

11, 2014 per City Comments

EXHIBIT B (Cont'd)

Plans prepared by SLCE Architects, last revised March 11, 2014 (previously revised September 26, 2013), numbered and titled as follows:

- a. A-1 Drawing List & Zoning Analysis
- b. A-100 Cellar Floor Plan
- c. A-100.1 Cellar Plan (Phase 1)

- d. A-101 Cellar Mezzanine
- e. A-101.1 Cellar Mezzanine (Phase 1)
- f. A-102 First Floor Plan (Site Plan)
- g. A-102A First Floor Plan (Enlarged)
- h. A-102.1 First Floor Plan (Phase 1)
- i. A-103 2nd Floor Plan
- j. A-103A 2nd Floor Plan (North Building)
- k. A-103B 2nd Floor Plan (South Building)
- l. A-103.1 2nd Floor Plan (Phase 1)
- m. A-104 3rd Floor Plan
- n. A-104A 3rd Floor Plan (North Building)
- o. A-104B 3rd Floor Plan (South Building)
- p. A-105 4th-9th Floor Plan
- q. A-105A 4th-9th Floor Plan (North Building)
- r. A-105B 4th-9th Floor Plan (South Building)
- s. A-106 10th-15th Floor Plan
- t. A-106A 10th-15th Floor Plan (North Building)
- u. A-106B 10th-15th Floor Plan (South Building)
- v. A-107 16th Floor Plan
- w. A-107A 16th Floor Plan (North Building)
- x. A-107B 16th Floor Plan (South Building)
- y. A-108 Main Roof Plan
- z. A-109 Bulkhead Plan

aa. A-201 East Elevation

bb. A-202 West Elevation

cc. A-203 Elevations - North Building

dd. A-204 Elevations - South Building

ee. A-205 Elevations - South Building

ff. A-210 Schematic Section, revised/issued March 11, 2014 per City

gg. A-211 Schematic Section

hh. P-101 Plumbing Cellar Mezzanine Plan Phase 1

Comments

WHITE PLAINS URBAN RENEWAL AGENCY

RESOLUTION 9-2014

RESOLUTION APPROVING AN AMENDMENT TO THE LEASE AGREEMENT BY AND BETWEEN THE CITY OF WHITE PLAINS AND THE WHITE PLAINS URBAN RENEWAL AGENCY AND THE SUBLEASE AGREEMENT BY AND BETWEEN THE WHITE PLAINS URBAN RENEWAL AGENCY AND White Plains HOSPITAL MEDICAL CENTER FOR PARKING SPACES IN THE LONGVIEW AVENUE PARKING GARAGE DATED OCTOBER 30, 2008

WHEREAS, on April 18, 2007, the White Plains Urban Renewal Agency adopted Resolution 17-2007 entitled "RESOLUTION (A) DESIGNATING WHITE PLAINS HOSPITAL CENTER AS THE QUALIFIED AND ELIGIBLE SPONSOR FOR THE LEASE OF A MINIMUM OF ONE HALF OF THE PARKING SPACES IN THE APPROVED LONGVIEW AVENUE MUNICIPAL PARKING GARAGE, LOCATED IN THE EAST POST ROAD PHASE II URBAN RENEWAL PROJECT, PROJECT NO. WPUR-9B ("LONGVIEW GARAGE"); (B) APPROVING THE REDEVELOPER'S STATEMENT FOR PUBLIC DISCLOSURE, SUBMITTED ON BEHALF OF WHITE PLAINS HOSPITAL CENTER; (C) APPROVING THE PROPOSED LEASE AND LEASE TERMS; AND (D) AUTHORIZING PUBLICATION OF THE NOTICE OF AVAILABILITY FOR PUBLIC EXAMINATION OF THE "REDEVELOPER'S STATEMENT FOR PUBLIC DISCLOSURE," AND OF THE PROPOSED LEASE" ("the Resolution"); and

WHEREAS, said Resolution authorized a lease by and between the City of White Plains, the White Plains Urban Renewal Agency and the White Plains Hospital Center ("the Hospital") upon terms specified in Whereas clause HH regarding the rental of the parking spaces including the calculation of the rent and the timing of the rental payments; and

WHEREAS, the Resolution provided for the following provisions for the rental to be paid directly to the City from the Hospital as follows:

- a. Basic Rent, being an amount equal to the percentage of the amount which the City shall, from time to time, be scheduled to pay during the fiscal year of the City as debt service on obligations issued by the City for the construction of the Longview Avenue Parking Garage and for Capital Improvements thereto (as such term will be defined in the Parking and Operation and Maintenance Agreement to be entered into by the City, the Agency and the Hospital), as shall be required or authorized under the Parking and Operation and Maintenance Agreement. such percentage being equal to a fraction, the numerator of which is the number of Hospital leased parking spaces and the denominator of which is the total number of parking spaces in the Longview Avenue Parking Garage;
- b. Additional Rent equal to the Hospital's percentage of costs of ordinary operating expenses, as defined in the Parking and Operation and Maintenance

Agreement, non-recurring repairs, as defined in the Parking and Operation and Maintenance Agreement, and the cost of non-financed Capital Improvements made pursuant to the Parking and Operation and Maintenance Agreement, as each is scheduled to be paid by the City during a fiscal year of the City; and

- c. Extraordinary Rent in the event that interest on obligations of the City issued to pay for the costs of construction of the Longview Avenue Parking Garage or Capital Improvements thereto are determined to be includable in the gross income of the holder of such obligations for purposes of federal income taxation under the Internal Revenue Code due to an action, failure to act or omission of the Hospital, including, but not limited to, the loss of the Hospital's Section 501(c) (3) status under the Internal Revenue Code; and

WHEREAS, a document was entered into designated as the Lease Agreement by and Between the City of White Plains and the White Plains Urban Renewal Agency and the Sublease Agreement by and Between the White Plains Urban Renewal Agency and White Plains Hospital Medical Center for Parking Spaces in the Longview Avenue Parking Garage dated October 30, 2008 (“the Lease and Sublease”), upon the same general terms provided for in the aforesaid resolution; and

WHEREAS, the Longview Garage, as constructed, contained 758 parking spaces of which 324 were subleased as Hospital parking and 25 additional spaces were also subleased to White Plains Hospital Medical Center (“the Hospital”) for the uses provided for in the Lease and Sublease located on the sixth, seventh and eighth floors of the Longview Garage for which the Hospital was to pay 42.74% and 3.30% of the expenses specified in the Lease and Sublease relating to Basic and Additional Rent as well as the Extraordinary Rent, if applicable; and

WHEREAS, the Hospital desires to obtain the use of the fifth floor of the Longview Garage (an additional 88 parking spaces) upon the same rental terms as above adjusting the percentage for the additional number of spaces which those spaces represent, i.e., 412 spaces subleased as Hospital parking and 25 additional spaces also subleased to the Hospital for the uses provided for in the Lease and Sublease located on the fifth, sixth, seventh and eighth floors of the Longview Garage for which the Hospital would pay 51.05% and 3.30% of the expenses specified in the Lease and Sublease relating to Basic and Additional Rent as well as the Extraordinary Rent, if applicable; and

WHEREAS, the Hospital has requested permission to provide stacked parking within the area of its sublease where allowed by the Commissioner of Parking, in the following areas:

- (a) Any of the area comprising the Hospital Spaces (i.e.: vehicles do not have to be parked within the lines so long as they do not impede the travel lane);

- (b) The approximately 19' x 19' area in the northwest corner of each level of the Premises as more particularly shown on Exhibit A attached hereto and made a part hereof;
- (c) The approximately 19' x 19' area in the southwest corner of each level of the Premises as more particularly shown on Exhibit A;
- (d) The "hatched" areas in the Premises adjacent to the gates separating the Premises from the balance of the Garage as more particularly shown on Exhibit A; and
- (e) The approximately 34' x 38' area on the roof level normally utilized as a turnaround area as more particularly shown on Exhibit A; and

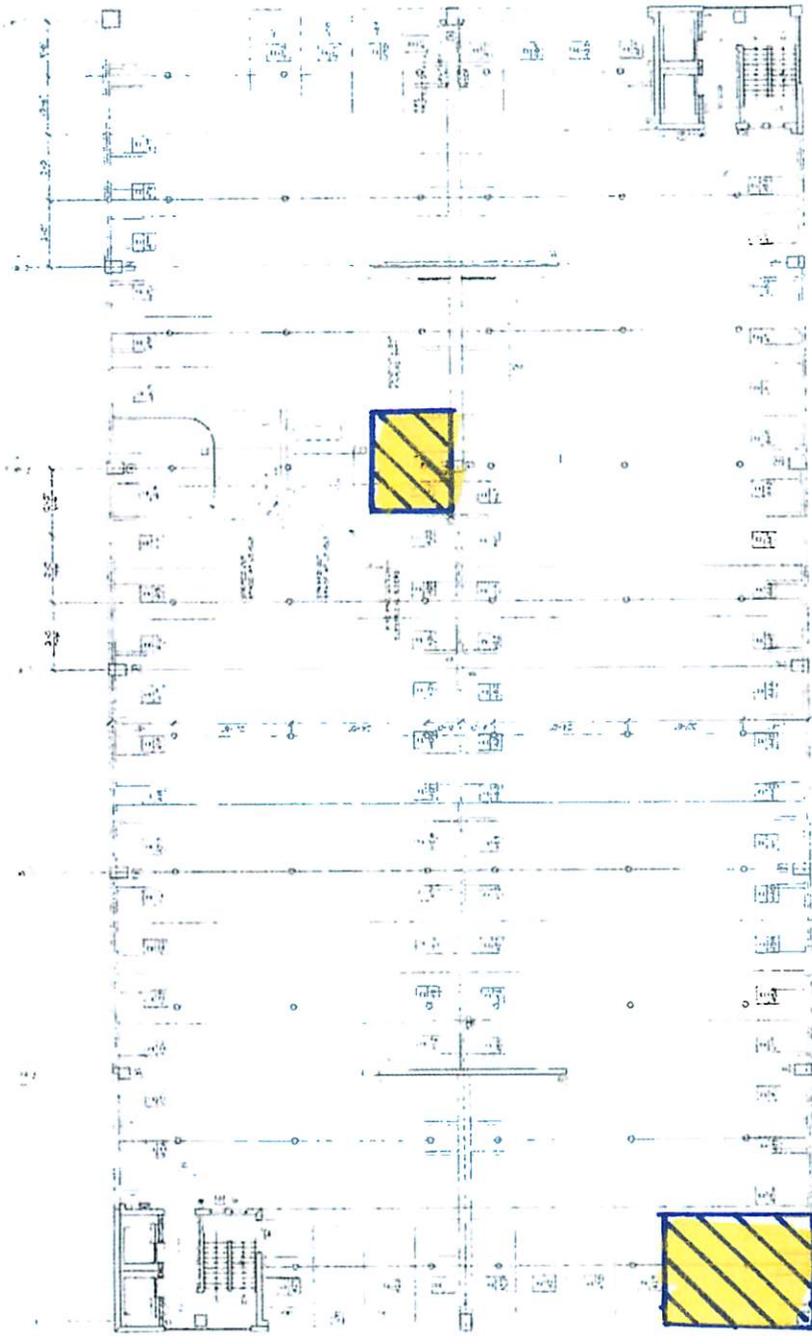
WHEREAS, the Hospital has agreed that the cost of moving the gate separating the Hospital spaces from the remainder of the garage from the sixth floor to the fifth floor shall be at the sole expense of the Hospital; and

WHEREAS, this proposed amendment (i.e., to increase the area subleased to the Hospital, to allow stacked parking in certain areas subleased to the Hospital and to require the Hospital to pay all costs incurred to move the gate from the sixth floor to the fifth floor) will be consistent with the terms of the Lease and Sublease and will be consistent with the findings of Resolution 17-2007 regarding this project;

NOW, THEREFORE BE IT RESOLVED THAT

1. The Agency, hereby, approves the aforementioned amendment to the Lease and Sublease, in a form acceptable to the Counsel to the Agency and subject to the Common Council approving the aforementioned amendment to the Lease and Sublease in a form acceptable to the Corporation Counsel.

APPROVED: September 18, 2014

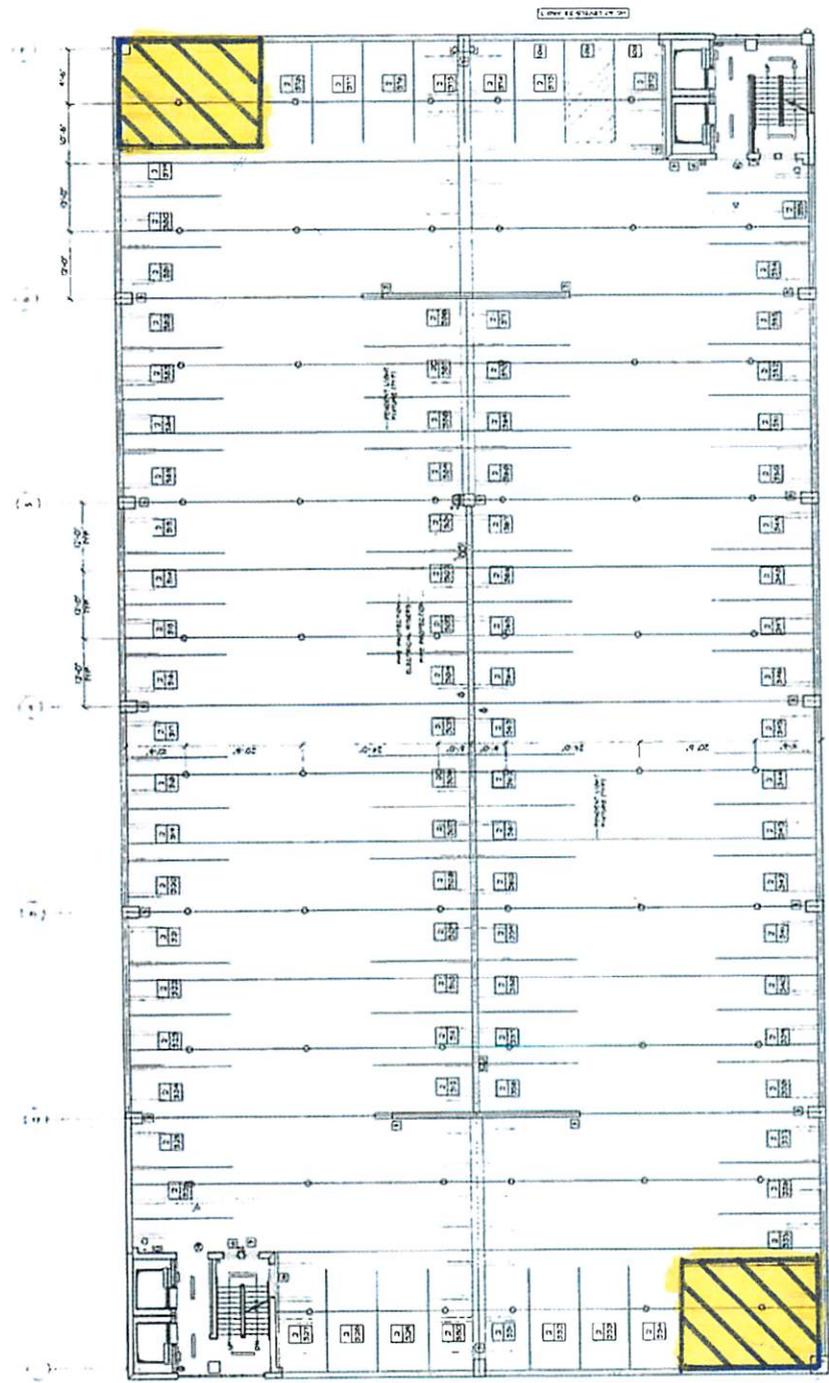


GATE Level (5)
stacking areas N.T.S

- 1. SEE ALL OTHERS FOR DETAILS AT EACH END OF PROJECT
- 2. SEE ALL OTHERS FOR DETAILS AT EACH END OF PROJECT
- 3. SEE ALL OTHERS FOR DETAILS AT EACH END OF PROJECT
- 4. SEE ALL OTHERS FOR DETAILS AT EACH END OF PROJECT
- 5. SEE ALL OTHERS FOR DETAILS AT EACH END OF PROJECT
- 6. SEE ALL OTHERS FOR DETAILS AT EACH END OF PROJECT
- 7. SEE ALL OTHERS FOR DETAILS AT EACH END OF PROJECT
- 8. SEE ALL OTHERS FOR DETAILS AT EACH END OF PROJECT
- 9. SEE ALL OTHERS FOR DETAILS AT EACH END OF PROJECT
- 10. SEE ALL OTHERS FOR DETAILS AT EACH END OF PROJECT

<p>CONSTRUCTION DOCUMENTS GROUP THEIR EXISTENCE AND CONSTRUCTION IS RESPONSIBLE TO REVIEW THE BIDDING CONSTRUCTION DOCUMENT SET</p>	<p>JMC JACOBS MARSHALL JACOBS ARCHITECTS</p>	<p>STRUCTURAL SECTION SEE ARCHITECT'S PLAN FOR DETAILS DATE: 08/12/10</p>	<p>THE CITY OF WHITE PLAINS ENGINEER DATE: 08/12/10</p>	<p>DATE: 08/12/10</p>
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Exhibit A



THE FOLLOWING SIGNAGE APPLIES TO LEVELS 6, 7, AND 8

*Levels 6, 7, and 8
 stacking areas n.t.s.*

- LEGEND**
- 1 SECURITY CAMERA HALL MOUNTED AT BOTTOM EDGE OF PRECAST TEU
 - 2 SECURITY CAMERA CORNER MOUNTED
 - 3 BLUE LIGHT 15" BY 15" SURFACE MOUNTED
 - 4 HALL - SPACE MAINTAIN SYSTEM
 - 5 FIRE STAIRWELL
 - 6 COLD WATER ROSE
 - 7 HALL BENCH
 - 8 EXIT SIGN MOUNTED SIDE AND ARROW INDICATE DIRECTION OF EXIT
 - 9 SIGNAGE - MOUNTED TO WALL AT BOTTOM OF ALL STAIRWELLS
 - 10 SECURITY CAMERA HALL MOUNTED TO BE EXCLUDED FOR REPORT
 - 11 RECESSED CEILING LIGHT
 - 12 PRECAST CEILING LIGHT
 - 13 ELECTRICAL COMPONENTS FOR ILLUMINATION ONLY
 - 14 PRECAST SIGNAGE

EXEMPT FROM DOCUMENTS SUBMITTAL
 THE CONTRACTOR SHALL BE RESPONSIBLE TO PROVIDE THE NECESSARY GENERAL CONTRACTOR EQUIPMENT

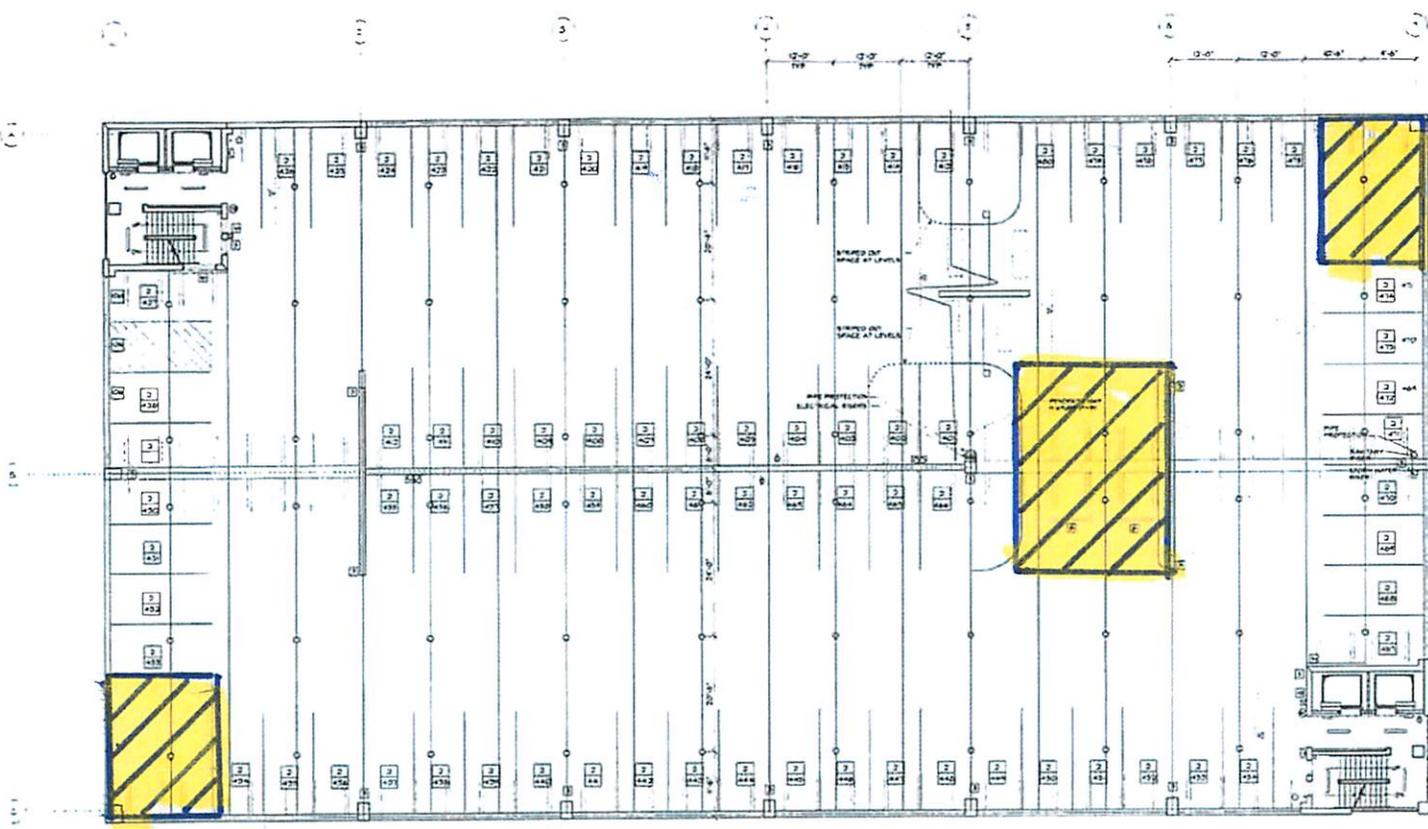
JMC
 JACKSON MASONRY CONSTRUCTION

STRUCTURAL CONSULTANTS & SERVICES, P.C.
 100 WEST 10TH STREET, SUITE 200
 NEW YORK, NY 10011

JACK STONE ENGINEERS P.C.
 807 BROADWAY, SUITE 1000
 NEW YORK, NY 10013

THE CITY OF WHITE PLAINS
 DEPARTMENT OF PUBLIC WORKS
 200 MAIN STREET, SUITE 1000
 WHITE PLAINS, NY 10610





- LEGEND
- KT SECURITY CAMERA WALL MOUNTED (AT BOTTOM EDGE OF PRECAST YIELD)
 - CT SECURITY CAMERA CORNER MOUNTED
 - BL BLUE LIGHT SYSTEM SURFACE MOUNTED
 - HP MULTI-SPACE PARKING METER
 - FS FIRE STANDPIPE
 - WR WARM WATER RISER
 - HR HALL RISER
 - EM EXIT SIGN BAYONET SIDE AND MIRROR INDICATE FACE OF SIGN
 - FL 4' LONG FLUORESCENT STRIP LIGHT AT CEILING IN ALL STAIRWELLS
 - RL RECESSED CEILING LIGHT
 - PL PENDENT CEILING LIGHT MARKING DECK
- ELECTRICAL EQUIPMENT FOR LOCATION ONLY
NO ELECTRICAL DATA AND SPECS FOR
FUTURE SPECIFICATIONS

*Roof Level
stacking areas*

N.T.S.

CONSTRUCTION DOCUMENTS CONSIST OF PLANS AND SPECIFICATIONS IN THEIR ENTIRETY. EACH CONTRACTOR IS RESPONSIBLE TO REVIEW THE ENTIRE CONSTRUCTION DOCUMENT SET.

JMC
1000 Boulevard
White Plains, NY 10606
914.261.1111

STRUCTURAL CONSULTING SERVICES, P.C.
17 FEDERAL ROAD BRIDGEVILLE, CT 06008
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THE CITY OF WHITE PLAINS
DEPARTMENT OF PUBLIC WORKS
BUREAU OF ENGINEERING
255 MAIN STREET WHITE PLAINS, NY 10601
PHONE (914) 422-1218 FAX (914) 422-1448

CONTRACT #
A02934 1001

REFLECTED CEILING PLAN
PARKING LEVEL

A-504

WHITE PLAINS URBAN RENEWAL AGENCY

RESOLUTION 10-2014

I. RESOLUTION OF THE WHITE PLAINS URBAN RENEWAL AGENCY APPROVING THE 2013-14 MISSION STATEMENT AND PERFORMANCE MEASURES AND THE 2013-14 ANNUAL REPORT

WHEREAS:

- A. Chapter 506 of the Laws of 2009, known as the 2009 Public Authorities Reform Act or "PARA," requires that State and local public authorities subject to PARA develop and adopt a mission statement. The Act further requires that such authorities and agencies develop performance measures to assist the Authorities Budget Office ("ABO") in determining how well such authorities and agencies are doing in carrying out their missions (together "Mission Statement and Performance Measures").
- B. PARA also requires such State and local public authorities to prepare and make publicly available an Annual Report which documents the extent to which the agency is furthering its mission and meeting its performance measures.
- C. The White Plains Urban Renewal Agency ("Agency"), established under General Municipal Law ("GML") Article 15-B Section 583, is a local public authority subject to the requirements of PARA.
- D. In response to ABO Policy Guidance and in compliance with PARA, the Agency originally adopted the "Mission Statement and Performance Measures," attached hereto as Exhibit A.
- E. Agency staff has prepared an Annual Report for fiscal year 2013-14, attached hereto as Exhibit B, which includes responses to all of the annual reporting requirements of PARA.
- F. All members of the Agency have received, reviewed and executed the "Acknowledgement of Fiduciary Duties and Responsibilities" statement provided by the NYS Authorities Budget Office pursuant to Public Authorities Law Section 2824(1)(h), attached hereto as Exhibit C.

NOW, THEREFORE, BE IT RESOLVED THAT:

- 1. All Agency Board members present at this Agency meeting hereby acknowledge that they have read and understand the "Mission Statement and Performance Measures," the 2013-14 Annual Report, and this Resolution 02-2014.
- 2. Based on the foregoing, the Agency Board, hereby finds the "Mission Statement and Performance Measures," originally adopted on March 31, 2010 continues to be an accurate statement of the mission of the Agency and an accurate description of the measures available to the Agency to assess and evaluate its performance in the implementation of its mission.

3. The Agency Board further finds that the 2013-14 Annual Report is an accurate description of the Agency as required under PARA.
4. The Agency finds that each member of the Board has provided a signed “Acknowledgement of Fiduciary Duties and Responsibilities”.
5. Based on the above findings, the Agency hereby adopts Resolution 02-2014 and its attachments, reaffirming the (1) “Mission Statement and Performance Measures,” and (2) approving the 2013-14 Annual Report.

Dated: November 18, 2014

Adopted: November 24, 2014

WHITE PLAINS URBAN RENEWAL AGENCY

RESOLUTION 11-2014

RESOLUTION AMENDING THE COMMUNITY DEVELOPMENT POSITION TITLE AND
SALARY SCHEDULE FOR FISCAL YEAR JULY 1, 2014 TO JUNE 30, 2015,
EFFECTIVE NOVEMBER 24, 2014.

WHEREAS:

- A. General Municipal Law ("GML") Article 15 provides in the definition of urban renewal at Section 501.3, "a program established, conducted and planned by a municipality for the redevelopment, through clearance, re-planning, reconstruction, rehabilitation, and concentrated code enforcement, or a combination of these and other methods, of substandard and insanitary areas of such municipalities, and for recreation and other facilities incidental or appurtenant thereto . . .The terms 'clearance, re-planning, reconstruction and rehabilitation' shall include renewal, redevelopment, conservation, restoration or improvement or any combination thereof as well as relocation activities and the testing and reporting of methods and techniques for the arrest, prevention and elimination of slums and blight; the term 'program' may mean or include and be interchangeable with the term 'project'".
- B. Among its powers under GML Article 15-A, an urban renewal agency has the authority, pursuant to Section 554(7) "to appoint officers, agents and employees, prescribe their duties, fix their compensation and delegate to one or more of such officers, agents or employees such powers or duties as it may deem proper".
- C. Among its powers under GML Article 15-A, an urban renewal agency has the further authority, pursuant to GML Section 554(8) "with the consent of the municipality to use agents, employees and facilities of the municipality, paying to the municipality its agreed proportion of the compensation or costs".
- D. Further among its powers under GML Article 15-A, pursuant to GML Section 554(1) an urban renewal agency has the power "to cooperate with the federal government and apply for and accept advances, loans, grants, subsidies, contributions and any other form of financial assistance from the federal government, or from the state, county, municipality or other public body or from sources public or private, for the purposes of this article and article fifteen of this chapter".
- E. Further among the purposes of an urban renewal agency under GML Article 15 and 15-A, pursuant to GML Section 554(16) is the power "to prepare or cause to be prepared a general neighborhood renewal plan for an area consisting of an urban renewal area or areas, together with any adjoining areas having specially related problems".
- F. Pursuant to GML Section 554(7) and (11), and in cooperation with the City of White Plains ("City") and the Federal Government, particularly the U.S. Department of Housing and Urban Development ("HUD"), the White Plains Urban Renewal Agency ("Agency") with Community Development Block Grant ("CDBG") Program grant funds directed to the Agency by the City, employs certain persons whose positions are

NOW, THEREFORE, BE IT RESOLVED:

1. The Agency hereby finds that:
 - a. The continued employment of Agency employees funded by the Community Development Block Grant program to assist the Agency in the carrying out of its program of urban renewal pursuant to GML Articles 15 and 15-A at the highest level for the residents of White Plains is necessary and in the public interest;
 - b. Federal funding for Community Development has declined significantly over the past five years.
 - c. Federal funding through the Community Development Program for Agency employees for fiscal year 2014-15 is available from HUD, subject to HUD regulations and continued approval of the Community Development Block Grant Program Budget by the Common Council.
 - d. The Amended 2014-15 Community Development Program Position Title and Salary Schedule, effective November 24, 2014, reflects position title and allocation modifications listed herein above in paragraph I.1.
2. The Agency hereby approves the Amended 2014-15 Community Development Program Position Title and Salary Schedule revised in its entirety, effective November 24, 2014 as attached hereto as Exhibit A and made a part hereof.
3. The Agency hereby determines that all personnel cost shall be allocated and charged to the Community Development according to the percentage of salary allocation shown in Exhibit A hereof.
4. This Resolution shall take effect November 24, 2014 with respect to the 2014-15 Community Development Program Position Title and Salary Schedule.

Dated: November 18, 2014

Adopted: November 24, 2014

Exhibit A

WHITE PLAINS URBAN RENEWAL AGENCY COMMUNITY DEVELOPMENT PROGRAM 2014-15 POSITION TITLE AND SALARY SCHEDULE

AMENDED

Effective November 24, 2014

Resolution #11-2014

FULL TIME POSITIONS			
Position Title	Funding Source	Grade/Step	Annual Salary
Rehabilitation Officer I	CD 005 - 100%	12 / 2	\$65,797
Community Development Assistant	CD 090 - 50%	9 / 1	\$26, 163
	CD005 - 50%		\$26, 163
Code Enforcement Officer	CE314 - 100%	1 0 / 21	\$76,515

PART TIME POSITIONS			
Position Title	Funding Source	Grade/Step	Annual Salary
PT Rehabilitation Program Representative	CD 005	Hourly	\$30/hour, up to an annual maximum of \$7,000.
PT Community Development Aide	CD090	Hourly	\$10.55/hour, up to an annual maximum of \$1,000.
PT Community Development Analyst	CD090	Hourly	\$30/hour, up to an annual maximum of \$24,000.
<i>PT Community Development Aide</i>	<i>CD090</i>	<i>Hourly</i>	<i>\$13.35/hour, up to an annual maximum of \$15,000.</i>

Revised: November 18, 2014

WHITE PLAINS URBAN RENEWAL AGENCY
RESOLUTION 12-2014

RESOLUTION (1) FINDING THE PROPOSED AREA FOR THE WESTCHESTER AVENUE URBAN RENEWAL PROJECT, PROJECT NO. WPUR-14 DESCRIBED HEREIN TO BE APPROPRIATE FOR URBAN RENEWAL; (2) RECOMMENDING THAT THE COMMON COUNCIL DELINEATE AND DESIGNATE THE AREA FOR THE WESTCHESTER AVENUE URBAN RENEWAL PROJECT, PROJECT NO. WPUR-14, AND, (3) UPON SAID DESIGNATION, DIRECTING THE AGENCY STAFF TO PREPARE AN URBAN RENEWAL PLAN FOR THAT AREA FOR SUBMISSION TO THE AGENCY.

WHEREAS:

- A. The staff of the White Plains Urban Renewal Agency (the "Agency") and the Department of Planning undertook and prepared the Urban Renewal Project Area Designation Report for the Westchester Avenue Urban Renewal Project No. WPUR – 14 ("Project Area Designation Report") dated November 18, 2014, to assess the conditions of the properties located in the area proposed for designation as the Westchester Avenue Urban Renewal Project Area, Project No. WPUR-14, shown on Figure 1, "Westchester Avenue Urban Renewal Project, URP-14 Parcels and Zoning," which delineates the project area boundary and parcels. The Project Area includes a total of 19 properties totaling 6.2 acres along portions of Westchester Avenue and Franklin Avenue. The 19 properties are also listed on Table 1 in said Report.
- B. The properties located in the proposed Westchester Avenue Project Area have not been previously reviewed or considered for urban renewal project designation.
- C. The Area Designation Report for the Westchester Avenue Urban Renewal Project No. WPUR – 14, dated November 18, 2014, demonstrates that the Westchester Avenue Project Area is appropriate for urban renewal in accordance with Section 502 of Article 15 of the NYS General Municipal Law for the following reasons:
 1. Irregularity of the lots
 2. Inadequacy of streets, circulation, and parking
 3. Inadequate utilization of land
 4. Poorly functioning drainage area
 5. Traffic safety and congestion
- D. As a result, Agency staff has found that:
 1. The area has the potential to have a blighting influence on surrounding residential and commercial properties.
 2. The proper development or redevelopment of this area can best be effectuated under the provisions of Article 15 of the NYS General Municipal Law; and
 3. The implementation of an urban renewal project in this area is in the interest of sound community planning and in the public interest.
- E. The Agency staff has recommended that the Agency find the Westchester Avenue Project Area to be appropriate for urban renewal in accordance with NYS General Municipal Law Section 502.
- F. The Agency staff has further recommended, pursuant to NYS General Municipal Law Section 505, that, due to the scope of the Westchester Avenue Project Area, it is appropriate to (a) have the urban renewal activities in the designated area carried out in stages and (b) prepare urban

renewal plans for each portion of the Westchester Avenue Project Area in phases.

- G. Based on its findings, Agency and City Staff have recommended that the Agency find that
1. Due to the factors inhibiting redevelopment listed above, the proposed WPUR-14 Project Area requires substantial continuing capital investment and rehabilitation to arrest the conditions causing these properties to be in a blighted condition and causing the area represented by these properties to be a blighting influence on the surrounding area, as defined in NYS General Municipal Law Section 502.4;
 2. Capital investment in expanded municipal parking facilities would help to alleviate parking shortages in the area that contribute to the blighted or blighting conditions. This could best be effectuated by the inclusion of these municipal parking properties into the Westchester Avenue Urban Renewal Project WPUR-14 Project Area, which would facilitate otherwise unavailable public and private alternatives, including public/private partnerships, available under the provisions of Article 15 of the NYS General Municipal Law;
 3. Consistent with NYS General Municipal Law Section 502.4, it is appropriate that the certain identified Project Area parcels and improvements be included in the Westchester Avenue Urban Renewal Project WPUR-14 Project Area, even though these buildings and improvements are “not in themselves substandard or insanitary,” but are properties, “the inclusion of which is deemed necessary for the effective undertaking of one or more urban renewal programs;” and
 4. The implementation of an urban renewal project in the Westchester Avenue Urban Renewal Project WPUR-14 Project Area is in the interest of sound community planning and in the public interest.

NOW THEREFORE BE IT RESOLVED THAT:

- A. The Urban Renewal Agency hereby finds that the proposed Westchester Avenue Urban Renewal Project Area WPUR-14 is necessary and appropriate to address the blighted or blighting area represented by these properties.
- B. The Agency further finds that not to address the blighted or blighting conditions of this area may tend to impair or arrest the sound growth and development of the surrounding area, including the preservation and growth of retail and commercial office businesses and governmental uses in the surrounding area, the downtown and the City as a whole.
- C. The Agency hereby makes the following findings with respect to the delineation and designation of the proposed Westchester Avenue Urban Renewal Project WPUR-14 Project Area:
 1. Due to the factors inhibiting redevelopment listed above, the proposed WPUR-14 Project Area requires substantial continuing capital investment and rehabilitation to arrest the conditions causing these properties to be in a blighted or blighting condition and causing the area represented by these properties to be a blighted or blighting area, as defined in NYS General Municipal Law Section 502.4;
 2. Capital investment in expanded municipal parking facilities would help to alleviate parking shortages in the area that contribute to the blighted or blighting conditions. This could best be effectuated by the inclusion of these municipal parking properties into the Westchester Avenue Urban Renewal Project WPUR-14 Project Area, which would facilitate otherwise unavailable public and private alternatives,

including public/private partnerships, available under the provisions of Article 15 of the NYS General Municipal Law;

3. Consistent with NYS General Municipal Law Section 502.4, it is appropriate that the certain identified Project Area parcels and improvements be included in the Westchester Avenue Urban Renewal Project WPUR-14 Project Area, even though these buildings and improvements are “not in themselves substandard or insanitary,” but are properties, “the inclusion of which is deemed necessary for the effective undertaking of one or more urban renewal programs;” and
 4. The implementation of an urban renewal project in the Westchester Avenue Urban Renewal Project WPUR-14 Project Area is in the interest of sound community planning and in the public interest.
- D. The Agency hereby recommends that the Common Council, on its own motion and pursuant to Section 504 of Article 15 of NYS General Municipal Law, approve the delineation and designation of the “Westchester Avenue Urban Renewal Project. WPUR-14 Project Area, to include the 19 properties as shown in the “Urban Renewal Project Area Designation Report for the Westchester Avenue Urban Renewal Project No. WPUR – 14,” attached hereto and made a part hereof as shown in Figure 1 of said Report and listed on Table 1 of said Report.
- E. The Agency further recommends that the Common Council request that the Agency prepare an Urban Renewal Plan for the first phase of the Westchester Avenue WPUR-14 Project, to address the long term rehabilitation, operation, maintenance of, and the continued capital investment in affording “maximum opportunity to private enterprise, consistent with the sound needs of the municipality as a whole, for the undertaking of an urban renewal program.”

Dated: November 19, 2014

Adopted: November 24, 2014

WHITE PLAINS URBAN RENEWAL
AGENCY RESOLUTION 1-2015

RESOLUTION OF THE WHITE PLAINS URBAN RENEWAL AGENCY ADOPTING AN URBAN RENEWAL PLAN FOR THE WESTCHESTER AVENUE URBAN RENEWAL PROJECT, PROJECT NO. WPUR-14 WHICH PROJECT AREA WAS DELINEATED AND DESIGNATED AS AN URBAN RENEWAL AREA BY THE COMMON COUNCIL AT ITS MEETING OF DECEMBER1, 2014.

WHEREAS:

- A. Pursuant to Section 504 of the New York State General Municipal Law (“GML”), at its meeting of November 24, 2014, the White Plains Urban Renewal Agency (“Agency”) reviewed (1) a report, dated November 18, 2014 (“Project Area Designation Report”) on the conditions of properties located within an area fronting on Westchester Avenue proposed by Agency staff and the Department of Planning as appropriate for urban renewal, such area being defined and described herein as the Westchester Avenue Urban Renewal Project, Project No. WPUR-14 (“Westchester Avenue Project Area” or “Project Area” and (2) further received comments and recommendations from Agency staff and the Planning Department.

- B. The Project Area Designation Report prepared by Agency staff and the Planning Department identified the following conditions within the Westchester Avenue Project Area:
 - 1. the Project Area includes 19 properties, totaling 6.2 acres, located along portions of Westchester Avenue and Franklin Avenue, which properties are listed in Table 1 of the Project Area Designation Report and shown in Figure 1 of that Report;
 - 2. the properties located in the proposed Westchester Avenue Project Area have not been previously reviewed or considered for urban renewal project designation; and
 - 3. the properties in the Project Area are characterized by the following:
 - a. irregularity of the lots;
 - b. inadequacy of streets, circulation, and parking;
 - c. inadequate utilization of land;
 - d. poorly functioning drainage area; and
 - e. traffic safety issues and congestion.

- C. As a result of the conditions identified in the Westchester Project Area Report, Agency staff recommended that the Agency make the following findings:
 - 1. the Project Area has the potential to have a blighting influence on surrounding residential and commercial properties;
 - 2. the Project Area is appropriate for urban renewal as defined in GML Sections 502.3, 502.7 and 505;
 - 3. The proper development or redevelopment of this area can best be effectuated under the provisions of GML Articles 15 and 15A; and
 - 4. The implementation of an urban renewal project for this Project Area, pursuant to a

duly adopted urban renewal plan, is in the interest of sound community planning and is in the public interest.

- D. The Agency staff further recommended, pursuant to GML Section 505, that, due to the scope of the Westchester Avenue Project Area, it is appropriate to have the urban renewal activities in the designated area carried out in stages.
- E. Based on its review of the Westchester Avenue Project Area Report and the recommendations of the Agency and Planning Department staff, the Agency, at its meeting of November 24, 2014, made the following findings in Agency Resolution 12-2014:
1. Due to the factors inhibiting redevelopment [listed in Agency Resolution 12-2014], the proposed WPUR-14 Project Area requires substantial continuing capital investment and rehabilitation to arrest the conditions causing these properties to be in a blighted condition and causing the area represented by these properties to have a blighting influence on the surrounding area, as defined in Section 502.4;
 2. Capital investment in expanded municipal parking facilities would help to alleviate parking shortages in the area that contribute to the blighted or blighting conditions. This could best be effectuated by the inclusion of these municipal parking properties into the Westchester Avenue Urban Renewal Project WPUR-14 Project Area, which would facilitate otherwise unavailable public and private alternatives, including public/private partnerships, available under the provisions of Article 15 of the NYS General Municipal Law;
 3. Consistent with NYS GML Section 502.4, it is appropriate that certain identified Project Area parcels and improvements be included in the Westchester Avenue Urban Renewal Project WPUR-14 Project Area, even though these buildings and improvements are "not in themselves substandard or insanitary," but are properties "the inclusion of which is deemed necessary for the effective undertaking of one or more urban renewal programs;"
 4. The implementation of an urban renewal project in the Westchester Avenue Urban Renewal Project WPUR-14 Project Area is in the interest of sound community planning and in the public interest;
 5. The designation and delineation of the proposed Westchester Avenue Urban Renewal Project Area WPUR-14 is both necessary and appropriate to address the blighted or blighting area represented by these properties; and
 6. Not to address the blighted or blighting conditions of this area may tend to impair or arrest the sound growth and development of the surrounding area, including the preservation and growth of retail and commercial, office, businesses and governmental uses in the surrounding area, the downtown and the City as a whole.
- F. Based on the findings made by the Agency in Resolution 12-2014, the Agency recommended in said Resolution that the Common Council, on its own motion and pursuant to GML Section 504, approve the delineation and designation of the Westchester Avenue Urban Renewal Project known as the WPUR-14 Project Area, to

include the 19 properties as shown in Table 1 and Figure 1 of the Project Area Designation Report which Table and Figure were also attached to and made a part of Resolution 12-2014.

- G. By adoption of Agency Resolution 12-2014, the Agency further recommended that the Common Council request that the Agency prepare an Urban Renewal Plan for the first phase of the Westchester Avenue WPUR-14 Project, to address the long term rehabilitation, operation, and maintenance needs in the Project Area, including the need for continued capital investment in the Project Area while affording the "maximum opportunity to private enterprise, consistent with the sound needs of the municipality as a whole, for the undertaking of an urban renewal program," as required by GML Section 505.4(c).
- H. Pursuant to GML Section 504, and based upon the recommendations and findings of the White Plains Urban Renewal Agency made in Agency Resolution 12-2014, on December 1, 2014, the Common Council adopted a resolution finding that the proposed Westchester Avenue Urban Renewal Project No. WPUR-14, as described in Agency Resolution 12-2014 and shown on Figure 1 of the Project Area Designation Report, encompassing the 19 properties in said Project Area, as listed on Table 1 of said Report (both Figure 1 and Table 1 being attached to the Common Council resolution and included as exhibits in the Phase I Westchester Avenue Urban Renewal Plan) is a substandard or insanitary area which may tend to impair or arrest the sound growth and development of the City and which is suitable and appropriate for urban renewal as that term is defined in GML Section 502.3.
- I. Consistent with its findings and pursuant to Section 504 of the General Municipal Law, in said Common Council resolution, the Common Council delineated and designated the Westchester Avenue Urban Renewal Project, Project No. WPUR-14.
- J. Further consistent with its findings and pursuant to Section 505.1 of the General Municipal Law, in said Common Council resolution, the Common Council directed the Agency to prepare an urban renewal plan for the Westchester Avenue Urban Renewal Project No. WPUR-14, and further directed the Agency, upon Agency approval of such plan, to cause it to be submitted to the Planning Board for review and submission of a certified report to the Common Council after a duly noticed public hearing.
- K. An urban renewal plan is defined in General Municipal Law at Section 502.7 as "A plan for an urban renewal project which shall conform to the comprehensive community plan for the development of the municipality as a whole and which shall be consistent with local objectives. Such urban renewal plan shall include but shall not be limited to: a statement of proposed land uses; proposed land acquisition, demolition and removal of structures; proposed acquisition of air rights and concomitant easements or other rights of user necessary for the use and development of such air rights; proposed methods or techniques of urban renewal; proposed public, semi-public, private or community facilities or utilities; a statement as to proposed new codes and ordinances and amendments to existing codes and ordinances as are required or necessary to effectuate the plan; proposed program of code enforcement; a proposed time schedule for the

effectuation of such plan, and such additional statements or documentation as the agency may deem appropriate.”

- L. Consistent with GML Section 505 and with the directions of the Common Council to the Agency in its resolution, adopted December 1, 2014, designating and delineating the Westchester Avenue Urban Renewal Project Area, Project No. WPUR-14, for the Agency to prepare an urban renewal plan for the Project Area, Agency staff has prepared and submitted to the Agency a proposed Westchester Avenue Urban Renewal Area Project No. WPUR-14 Phase I Urban Renewal Plan, dated December 30, 2014 (“Westchester Avenue Phase I Urban Renewal Plan” or “Phase I Plan”), which Phase I Plan was submitted to the Agency members on December 31, 2014 and appears on the agenda of the Agency for its meeting of January 7, 2015.

- M. The Westchester Avenue Phase I Urban Renewal Plan states that its vision is “to transform the underutilized site into a vibrant, mixed-use development that transitions from commercial uses along Westchester Avenue to residential uses along Franklin Avenue, thereby harnessing the full potential of the site, increasing the tax base, and creating a welcoming place for people to live, work and shop.”

- N. Based on this vision statement and the issues identified in the Westchester Avenue Urban Renewal Project Area Report, the Phase I Plan sets forth the following goals related to improving conditions in the Phase I Project Area:
 - 1. To eliminate substandard conditions;
 - 2. To promote mixed-use redevelopment of underutilized land;
 - 3. To create a safe and attractive pedestrian environment;
 - 4. To improve safety and efficiency in vehicular access and circulation;
 - 5. To address deficiencies in off-street parking;
 - 6. To enhance the aesthetics and overall image of the Project Area; and
 - 7. To help generate economic activity and increase the tax base.

- O. The Phase I Plan addresses the consistency of the Phase I Plan with the 1997 Comprehensive Plan of the City of White Plains as amended through 2006 (“Comprehensive Plan”), which Comprehensive Plan meets the definition of a “comprehensive community plan” in GML Section 502.6, and demonstrates that the Westchester Avenue Project Area is identified in the City’s Comprehensive Plan as an “Area Where Major Redevelopment Could Occur,” with recommendations for its redevelopment included in the Comprehensive Plan discussions of New Corridors and Major Properties. Specific Comprehensive Plan recommendations for the redevelopment of the proposed Westchester Avenue Urban Renewal Project Area are listed below:
 - 1. Intersections with high degrees of pedestrian-vehicular conflict are predominantly found along ... Westchester Avenue. Possible modifications to reduce these conflicts include neck downs (sidewalk extensions at intersections), pavement design changes used in other communities, more pedestrian crosswalks, and curbside parking during non-rush hour periods.
 - 2. The Plan’s vision for this segment of Westchester Avenue is a medium density commercial corridor that clearly separates the commercial “Specialty Retail Area” on the south side of Westchester Avenue from the intermediate business district to

- the north of Westchester Avenue.
3. The zoning along the northerly side of Westchester Avenue from the supermarket access road to Armory Place should remain B-3 Intermediate Business district. Any development in this area must be carefully assessed to ensure that traffic and parking impacts will not negatively impact residential uses in the RM-0.35 residential district along Franklin Avenue.
 4. Protect the residential neighborhoods of Eastview and Carhart, which abut the Core Area's Specialty Retail Area and Westchester Avenue, from intrusion of commercial uses, accessory uses and their impacts, including parking, traffic and conversion of residential uses to nonresidential uses.
 5. The Plan's vision for the Eastview School and the adjacent publicly and privately-owned properties running through to Westchester Avenue ... envisions the unified redevelopment of the northern Westchester Avenue frontage with new commercial uses, particularly including a supermarket.
 6. From an overall perspective, Westchester Avenue would provide a more appropriate frontage for retail development than would the Eastview property. The area presently contains a mix of uses, including a municipal parking lot with development significantly less than the zoning potential. The opening of The Westchester has increased the value of Westchester Avenue as a retail location. Any commercial development along this frontage should have access from Westchester Avenue, preferably at the Bloomingdale Road intersection and not from neighborhood streets such as Franklin Avenue or Amherst Place.
- P. The Phase I Plan includes, but is not limited to, the components set forth in GML Section 502.7 for an urban renewal plan, including the following:
1. a statement of proposed land uses under the heading "Permitted Uses";
 2. proposed land acquisition, demolition and removal of structures under the heading "Land Acquisition;
 3. proposed methods or techniques of urban renewal described throughout the Phase I Plan;
 4. proposed acquisition and redevelopment of public, semi-public, private or community facilities or utilities;
 5. a statement of proposed new codes and ordinances and amendments to existing codes and ordinances as are required or necessary to effectuate the Phase I Plan under the heading "Permitted Uses";
 6. proposed program of code enforcement consistent with the City's codes and regulations; and
 7. a proposed time schedule for the effectuation of the Phase I Plan; and
 8. such additional statements or documentation as the Agency may deem appropriate.
- Q. GML Sections 505.2-4 set forth the procedure for the approval of an urban renewal plan after an urban renewal area has been designated pursuant to General Municipal Law Section 504:
1. The Agency must prepare or cause to be prepared an urban renewal plan for all or a part of the designated project area. The Agency staff has presented such a plan, the Westchester Avenue Phase I Urban Renewal Plan, for the Agency's consideration

- pursuant to GML Section 505.1.
2. Upon acceptance of an urban renewal plan, the Agency must submit such plan for the designated area to the Planning Board which board, after a duly noticed public hearing, must certify to the Common Council, as the governing body, whether such plan complies with the requirements of GML 502.7 and conforms to the findings made pursuant to GML Section 504.
 3. No later than 10 weeks after the date the urban renewal plan is referred to the Planning Board and after the duly noticed public hearing, the board must certify to the Common Council as the governing body:
 - (a) its unqualified support for the plan;
 - (b) its qualified approval with recommendations for modifications identified in its certification; or
 - (c) its disapproval of the plan.
 4. After a duly noticed public hearing has been held by the Common Council, either after receipt of the certified report from the Planning Board or after the date upon which such report is due from the Planning Board, the Common Council may take one of the following actions:
 - (a) if the Planning Board certifies its unqualified approval of the plan, the Common Council may approve the urban renewal plan by a majority vote;
 - (b) if the Planning Board certifies its disapproval of the plan or fails to make a report within the ten week time frame allotted, the Common Council can still approve the plan but it must be by a three-fourths vote; or
 - (c) if the Planning Board gives a qualified certification with recommendations for modifications, the Common Council may approve the plan with the recommended modifications of the Planning Board by a majority vote or approve the plan without the Planning Board modifications by a three-fourths vote.
 5. After approving the urban renewal plan, the Common Council must make the applicable findings set forth in GML 505.4.

R. The Agency has reviewed and considered the Westchester Avenue Phase I Urban Renewal Plan and this Resolution 1-2015 prepared by Agency staff.

NOW, THEREFORE BE IT RESOLVED THAT:

1. The Agency hereby finds that the Westchester Avenue Phase I Urban Renewal Plan for the Westchester Avenue Urban Renewal Project No. WPUR- 14, dated December 30, 2014, is consistent with the Comprehensive Plan, which Plan is the “comprehensive community plan” for the City of White Plains identified and described in GML Section 502.6.
2. The Agency hereby further finds that the Westchester Avenue Phase I Urban Renewal Plan includes the components of an urban renewal plan and meets the requirements of GML Section 502.7
3. The Agency hereby further finds that the vision for the delineated and designated Westchester Avenue Urban Renewal Project No. WPUR- 14 as set forth in the Westchester Avenue Phase I Urban Renewal Plan is appropriate and is in the interest of sound

community planning and in the public interest.

4. The Agency hereby approves the Westchester Avenue Phase I Urban Renewal Plan for the Westchester Avenue Urban Renewal Project No. WPUR- 14, dated December 30, 2014.
5. The Agency hereby directs the Executive Director of the Agency to submit the Westchester Avenue Phase I Urban Renewal Plan for the Westchester Avenue Urban Renewal Project No. WPUR- 14, dated December 30, 2014, to the Planning Board with detailed directions to that Board, as set forth in GML Section 505, regarding the holding by the Planning Board of a public hearing on the Westchester Avenue Phase I Urban Renewal Plan and the required procedures and alternatives for the Planning Board to follow in its review and certification to the Common Council of a report on said Westchester Avenue Phase I Urban Renewal Plan.

Dated: December 31, 2014

Approved: January 7, 2015

**WHITE PLAINS URBAN RENEWAL AGENCY
WESTCHESTER AVENUE URBAN RENEWAL
AREA**

**PROJECT NO. WPUR – 14
PHASE I URBAN RENEWAL PLAN**



Prepared by: White Plains Urban Renewal Agency Staff

Submitted to: White Plains Urban Renewal Agency

Date: December 30, 2014

Adopted: January 7, 2015

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I. INTRODUCTION

A. LEGAL AUTHORITY

Based on the recommendation of the White Plains Urban Renewal Agency (“the Agency”), the City of White Plains (“the City”), by resolution of the Common Council, has designated the Westchester Avenue Urban Renewal Area as “White Plains Urban Renewal Area 14” (“WPUR-14”) pursuant to §504 of Article 15 of the New York State General Municipal Law. The Agency represents the City in carrying out the provisions of New York General Municipal Law (“GML”) Articles 15 and 15-A and the following Local Laws of the City of White Plains incorporating GML Article 15-A: Local Law 1963, Ch. 573, § 1 and § 2; Local Law 1964, Ch. 266, § 583; and Local Law 1964, Ch. 928, § 1 (together referred to herein as the “Urban Renewal Law”). In accordance with the requirements set forth in Article 15, this Urban Renewal Plan for the Westchester Avenue Urban Renewal Area has been prepared to promote and regulate development within the Urban Renewal Area as defined below. It is based, in part, on the findings of the December 2014 *Westchester Avenue Urban Renewal Area Designation Study*.

B. PROJECT OVERVIEW

By designating the Westchester Avenue Urban Renewal Area, the City of White Plains acknowledged the condition of “slum and blight,” as defined in the Urban Renewal Law and such areas proximate thereto which are becoming slum or blighted due to substandard, insanitary, deteriorated or deteriorating conditions. The City of White Plains through the White Plains Urban Renewal Agency intends to address these conditions by undertaking a renewal process within the designated area, including clearance, re-planning and regulatory revisions, reconstruction, redevelopment, rehabilitation, restoration and/or conservation related to public and private improvements. Pursuant to the provisions of the Urban Renewal Law, it is recommended that the urban renewal activities to be undertaken in the Urban Renewal Area be carried out in stages. This document, the “Westchester Avenue Urban Renewal Area Phase I Plan” constitutes the plan for the revitalization of a 5.17-acre portion of the designated approximately 6.2-acre Westchester Avenue Urban Renewal Area (see Figure 1, “Westchester Avenue WPUR-14 Parcels, Zoning, and Phase I Project Area”).

The purpose of this plan (referred to herein as the “Westchester Avenue Urban Renewal Area Phase I Plan” (“the Phase I Plan”) is to stimulate and guide public and private investments, and to identify the specific activities necessary to redevelop the Phase I Project Area (“the Project Area”). The Phase I Plan is based on the vision, goals, and objectives, listed below, and includes the following components, as stipulated in the Urban Renewal Law:

- A proposed land use plan;
- Proposed land acquisition, demolition, and removal of structures and other clearance activities;
- A statement of proposed redevelopment activities, including planned land uses, maximum density, and building requirements;
- Proposed acquisition of easements or other rights of user necessary for the use and development of the Project Area;
- Proposed methods or techniques of urban renewal;
- Proposed public, semi-public, private or community facilities or utilities;
- A statement as to proposed new codes and ordinances and amendments to existing codes and ordinances as are required or necessary to effectuate the plan; and
- Proposed program of code enforcement; a proposed time schedule for the effectuation of such plan, and such additional statements or documentation as the agency may deem appropriate.

II. DESCRIPTION OF THE PROJECT

A. PROJECT AREA BOUNDARY

URBAN RENEWAL AREA BOUNDARY

The Westchester Avenue Urban Renewal Project Area was officially designated as “Urban Renewal Project Area - WPUR-14” by unanimous vote of the Common Council at its December 1, 2014 meeting. The boundary of the Urban Renewal Area WPUR-14 is shown in Figure 1, the Urban Renewal Area encompasses 19 parcels of land comprising approximately 6.2 acres. It is located directly north of The Westchester shopping mall and extends from Westchester Avenue to Franklin Avenue. The WPUR-14 area, located immediately west of the Bloomingdale Road exit off Interstate-287, has excellent highway access. It lies just outside the City’s downtown area and is about one mile from the White Plains TransCenter and Metro North rail station. See Figure 2, “Project Location.”

PHASE I PROJECT AREA BOUNDARY

The Phase I Project Area was selected for the Phase I Plan based on the fact that the majority of the total land area of the Phase I parcels is held by or contracted to be sold to one common owner. As shown in Figure 1 the Phase I Project Area includes 15 of the 19 parcels in the Westchester Avenue Urban Renewal Area. Table 1, “Westchester Avenue WPUR-14 Phase I Project Area: Existing Land Use, Ownership, and Zoning” provides the characteristics of the 15 individual parcels.

B. VISION, GOALS, AND OBJECTIVES

VISION

The overall vision for the area is to transform the underutilized site into a vibrant, mixed-use development that transitions from commercial uses along Westchester Avenue to residential uses along Franklin Avenue, thereby harnessing the full potential of the site, increasing the tax base, and creating a welcoming place for people to live work and shop.

GOALS

Based on this vision and the issues identified in the Westchester Avenue Urban Renewal Project Area Designation Study, this Plan is guided by the following goals related to improving conditions in the Phase I Project Area:

1. To eliminate substandard conditions;
2. To promote mixed-use redevelopment of underutilized land;
3. To create a safe and attractive pedestrian environment;
4. To improve safety and efficiency in vehicular access and circulation;
5. To address deficiencies in off-street parking;
6. To enhance the aesthetics and overall image of the Project Area; and
8. To help generate economic activity and increase the tax base.

TABLE 1
WESTCHESTER AVENUE WPUR-14 PHASE I PROJECT AREA
Existing Land Use, Ownership, and Zoning

Map #	Address	SBL	Land Area (sf)	Acres	Owner	Land Use	Improved	Zoning District	Max FAR	Max Building Coverage	Height (Max)	
											Stories	Feet
1	30-36 Franklin Ave	126.61-3-23	15,801	0.36	70 Westchester, LLC	Car dealership auto storage	Unimproved	RM-0.35	3.2	60%	6 (n)	125
2	38-40 Franklin Ave	126.61-3-24	10,530	0.24	70 Westchester, LLC	Car dealership auto storage	Unimproved	RM-0.35	3.2	60%	6 (n)	125
3	42-44 Franklin Ave	126.61-3-25	10,475	0.24	70 Westchester, LLC	Car dealership auto storage	Unimproved	RM-0.35	3.2	60%	6 (n)	125
4	50 Franklin Ave	126.61-3-26	27,897	0.64	City of White Plains	Municipal Parking Lot	Unimproved	RM-0.35	3.2	60%	6 (n)	125
5	58-60 Franklin Ave	26.61-3-27	6,664	0.15	City of White Plains	Municipal Parking Lot	Unimproved	RM-0.35	3.2	60%	6 (n)	125
6	62 Franklin Ave	126.61-3-28	6,821	0.16	City of White Plains	Municipal Parking Lot	Unimproved	RM-0.35	3.2	60%	6 (n)	125
7	Franklin Ave	126.61-3-29	4,031	0.09	City of White Plains	Municipal Parking Lot	Unimproved	RM-0.35	3.2	60%	6 (n)	125
8	116 Westchester Ave	126.61-3-10	20,460	0.47	Winnick Realty LLC	Car Rental	2,106 sf Bldg.	B-3	2	80%	4	50
9	106 Westchester Ave	126.61-3-11	17,876	0.41	Doyle, Helen Hartwell	Westchester Burger Co.	2,979 sf Bldg.	B-3	2	80%	4	50
10	92-98 Westchester Ave	126.61-3-12	6,250	0.14	Saber White Plains, LLC	1 retail, 2 vacant	4,331 sf Bldg.	B-3	2	80%	4	50
11	84-88 Westchester Ave	126.61-3-14	7,622	0.17	Chauncey White Plains, LLC	Auto service parking	Unimproved	B-3	2	80%	4	50
12	80 Westchester Ave	126.61-3-13	52,053	1.19	Chauncey White Plains, LLC	Auto service center	26,060 sf Bldg.	B-3	2	80%	4	50
13	70 Westchester Ave	126.61-3-15	15,991	0.37	70 Westchester, LLC	Car dealership	23,754 sf Bldg.	B-3	2	80%	4	50
14	64-68 Westchester Ave	126.61-3-16.1	9,098	0.21	70 Westchester, LLC	Car dealership		B-3	2	80%	4	50
15	62 Westchester Ave	126.61-3-16.2	18,141	0.42	70 Westchester, LLC	Car dealership	Unimproved	B-3	2	80%	4	50

Total Land Area (sf) 225,151 5.17 acres

(n) – The number of stories may be increased within the maximum height as measured in feet, with a front yard of not less than 20 feet, on issuance of a special permit by the Common Council.

OBJECTIVES

To achieve such comprehensive redevelopment within the WPUR-14 Project Area the objectives of the Phase I Plan include the following:

ELIMINATE SUBSTANDARD CONDITIONS

- Remove impediments to land assemblage in order to provide a site for construction of a new mixed-use development.
- Remove substandard structures and land uses that do not contribute to the vitality of the neighborhood, which have a blighting influence on the Project Area, the surrounding residential and commercial area, and are incompatible with recommendations of the Comprehensive Plan.
- Identify any potential for contaminated materials in the project area has been properly investigated and remediated, as appropriate.

PROMOTE MIXED-USE REDEVELOPMENT

- Facilitate new mixed-use development, including new multi-family housing; retail and service uses, and shared private/public parking through appropriate modifications to City land use regulations, including zoning regulations.

IMPROVE PUBLIC SAFETY BY CREATING A SAFE AND ATTRACTIVE PEDESTRIAN ENVIRONMENT

- Acquire the driveway that runs along the east side of the Westchester Burger Company building, located at 106 Westchester Avenue, for the following purposes: to address existing safety hazards for pedestrians and vehicles; and to provide access to a new parking garage to serve the entire Project Area.
- Acquire or obtain an easement from the Avis/Budget car rental site (116 Westchester Avenue) for the purpose of developing a pedestrian walkway/sidewalk connecting the Franklin-Windsor/Eastview neighborhood with the Project Area and other destinations on Westchester Avenue and beyond.

IMPROVE SAFETY AND EFFICIENCY IN VEHICULAR ACCESS AND CIRCULATION

- Re-design and improve vehicular circulation areas. This shall include but not be limited to:
 - Providing for shared access points to public roads;
 - Re-designing the Westchester Burger driveway to: eliminate the existing steep change in grade and two-way traffic on the narrow driveway; improve obstructed sight lines; and provide shared access and parking with adjoining lots; and
 - Focusing site ingress and egress at the existing traffic signal at Paulding Street;
- Provide needed changes in signal timing and phasing.
- Maintain good truck access to businesses within the urban renewal area while limiting truck movement on residential streets.

ADDRESS DEFICIENCIES IN OFF-STREET PARKING

- Transfer ownership of the 153-space Franklin municipal parking lot from the City to the Agency for the purpose of re-developing the existing surface lot into a parking garage that increases the number of available spaces on the site, for use by existing residents of the neighborhood and for the future development of the Phase I Project Area.
- Design a parking structure that will accommodate required parking for the private mixed-use development in the urban renewal area.

ENHANCE THE AESTHETICS AND OVERALL IMAGE OF THE PROJECT AREA

- Provide clear development standards for the mixed-use redevelopment of the area.
- Remove large areas of deteriorating structures and surface parking.
- Move uses that have a negative visual impact to below grade locations thereby retaining existing business while utilizing prime street level space for retail and pedestrian friendly uses.

GENERATE ECONOMIC ACTIVITY AND INCREASE THE TAX BASE

- Replace unimproved surface parking areas and under-developed one story structures with new multi-story mixed-use buildings that will generate higher tax revenues and create both temporary construction and permanent operating jobs.

C. PROPOSED LAND USE PLAN

As stated above, the Common Council has designated the WPUR-14 Urban Renewal Area and instructed the Agency to prepare an Urban Renewal Plan for its revitalization. This Plan proposes clearance and redevelopment activities for deteriorated properties and key underutilized sites within the Phase I Project Area. These activities include the demolition of existing improvements, followed by construction of a new mixed-use development.

LAND ACQUISITION AND LAND USE MAP

Acquisition Parcels may be acquired by any means permitted pursuant to applicable Laws. Regardless of the method of acquisition, every Acquisition Parcel acquired by the City or the Agency will be subject to the controls of, and developed in accordance with General Municipal Law Articles 15 and 15A, and with this Plan. The following properties are proposed to be acquired for the purpose of achieving the objectives stated herein:

<u>Address</u>	<u>Owner</u>	<u>SBL</u>	<u>Land Area</u>	<u>Current Use</u>
116 Westchester Avenue	Winnick Realty LLC	126.61-3-10	20,460	Motor vehicle rental
106 Westchester Avenue	Helen Hartwell Doyle	126.61-3-11	17,876	Restaurant
50 Franklin Avenue	City of White Plains	126.61-3-26	27,897	Parking lot
58-60 Franklin Avenue	City of White Plains	126.61-3-27	6,664	Parking lot
62 Franklin Avenue	City of White Plains	126.61-3-28	6,821	Parking lot
Franklin Avenue	City of White Plains	126.61-3-29	4,031	Parking lot

Figure 3, entitled, “Land Acquisition Map,” shows the area proposed for redevelopment and the 6 parcels proposed for acquisition.

This plan does not compel the City or the Agency to acquire these parcels. The buildings on properties acquired in accordance with this Plan are not proposed for demolition at this time, as they are not needed to effectuate the objectives of this Plan.

The Plan seeks to minimize commercial uses and activities on the Franklin Avenue side of the site as follows:

- Prohibit or restrict commercial loading activities from the Franklin Avenue side of the site.
- Permit access from Franklin Avenue to the development site only to above-ground parking garage to be developed on Franklin Avenue and only for municipal parking facility permit holders and residents of any new development in the Project Area.
- Prohibit above-ground commercial uses fronting on Franklin Avenue.

LAND USE PROVISIONS AND BUILDING REQUIREMENTS

PERMITTED USES

The Phase I Plan's land use strategy consists of blending the uses currently permitted in the existing B-3 and RM-1.35 zoning districts. The land uses permitted by the underlying zoning of the WPUR-14 are generally appropriate. However, with the acquisition and assemblage of parcels for redevelopment, certain existing parcels currently located in different districts with different dimensional standards and permitted uses may be appropriate for classification as a single development site. Therefore, some zoning changes to dimensional standards and permitted uses may be needed to achieve the goals of this Plan. By encouraging re-development through one mixed-use development site, coverage in the B-3 may be extended into the RM-0.35 portion of the site provided the aggregate building coverage for the development site does not exceed the total combined coverage permitted on each lot.

Mixed-use development with ground floor retail and residential and/or office space above will be encouraged in the appropriate zoning district.

The vision for the urban renewal area is to promote a vibrant mixed-use district that will provide new residential development while incorporating ground floor retail, restaurant, and motor vehicle sales and rental facilities while relocating the accessory repair shops below grade which preserves the character of the surrounding area and is compatible with the existing scale of the area and current uses. Retail uses developed and/or enhanced along Westchester Avenue should serve both the surrounding neighborhoods and attract shoppers to the area. The retail uses will include restaurants, shops, and personal services. Uses that complement and support the existing and new multi-family residential uses will be a component of redevelopment of the area. Subject to the amendments described in this section, the existing zoning districts are generally appropriate to implement the land use objectives for the area.

III. CONFORMITY TO THE COMPREHENSIVE PLAN AND CONSISTENCY WITH LOCAL OBJECTIVES

The City's Comprehensive Plan is recognized as the guide for future development of the City of White Plains. Combined, these documents meet the NYS General Municipal Law definition of a "comprehensive community

plan," and establish goals and strategies for the redevelopment and revitalization of the Westchester Avenue corridor area.

The Westchester Avenue Project Area is identified in the City's Comprehensive Plan as an "Area Where Major Redevelopment Could Occur," and recommendations for its redevelopment are included in the discussions of New Corridors and Major Properties. Specific Plan recommendations for the redevelopment of the proposed Westchester Avenue Urban Renewal Project Area are listed below:

- Intersections with high degrees of pedestrian-vehicular conflict are predominantly found along ... Westchester Avenue. Possible modifications to reduce these conflicts include neck downs (sidewalk extensions at intersections), pavement design changes used in other communities, more pedestrian crosswalks, and curbside parking during non-rush hour periods.
- The Plan's vision for this segment of Westchester Avenue is a medium density commercial corridor that clearly separates the commercial "Specialty Retail Area" on the south side of Westchester Avenue from the intermediate business district to the north of Westchester Avenue.
- The zoning along the northerly side of Westchester Avenue from the supermarket access road to Armory Place should remain B-3 Intermediate Business district. Any development in this area must be carefully assessed to ensure that traffic and parking impacts will not negatively impact residential uses in the RM-0.35 residential district along Franklin Avenue.
- Protect the residential neighborhoods of Eastview and Carhart, which abut the Core Area's Specialty Retail Area and Westchester Avenue, from intrusion of commercial uses, accessory uses and their impacts, including parking, traffic and conversion of residential uses to nonresidential uses.
- The Plan's vision for the Eastview School and the adjacent publicly and privately-owned properties running through to Westchester Avenue ... envisions the unified redevelopment of the northern Westchester Avenue frontage with new commercial uses, particularly including a supermarket.
- From an overall perspective, Westchester Avenue would provide a more appropriate frontage for retail development than would the Eastview property. The area presently contains a mix of uses, including a municipal parking lot with development significantly less than the zoning potential. The opening of The Westchester has increased the value of Westchester Avenue as a retail location. Any commercial development along this frontage should have access from Westchester Avenue, preferably at the Bloomingdale Road intersection and not from neighborhood streets such as Franklin Avenue or Amherst Place.

The proposed designation of the project area for urban renewal purposes is consistent with identification in the Comprehensive Plan as an "Area Where Major Redevelopment Could Occur". In addition, the designation of the Project Area is consistent with the Plan's identification of public safety issues related to pedestrian/vehicular conflicts along the Westchester Avenue corridor. The Phase I Plan's goals for the area are all consistent with the use of urban renewal powers to assist in the redevelopment of the area. In addition, the Westchester Avenue Urban Renewal Phase I Plan conforms to all local requirements, including zoning requirements, as amended.

IV. PROJECT PROPOSALS

To achieve the development envisioned in this Plan, a program of acquisition and demolition will be undertaken by a combination of actions by a designated private redeveloper(s) and the City of White Plains. These activities will result in the disposition of properties in the Phase I Project Area for redevelopment in accordance with this Plan. This program of acquisition and demolition is discussed below.

A. LAND ACQUISITION

This Plan provides for the acquisition of properties in the Phase I Project Area by the Agency and a designated private redeveloper for redevelopment purposes. Properties to be acquired for redevelopment are listed in Section II(C) above. No acquisition and development of air rights is contemplated. The specific land acquisition actions are listed below:

- The 153-space municipal parking lot on Franklin Avenue will be acquired by the Agency for the purpose of constructing a parking garage that will increase available spaces for off-street, overnight parking for residents of the neighborhood and sufficient parking to meet the parking needs of new development in the Phase I Project Area.
- The driveway adjacent to the Westchester Burger Company building and rear parking area, located at 106 Westchester Avenue, will be acquired for the purpose of providing safe ingress to the Project Area and safe access to surface parking for the restaurant use at 106 Westchester Avenue.
- A portion of the Avis/Budget rental car parcel (116 Westchester Avenue) will be acquired to allow for the construction of a sidewalk/pedestrian walkway that will connect the Franklin-Windsor/Eastview neighborhood with Westchester Avenue.

The following will apply to the acquisition of property in the Project Area by the White Plains Urban Renewal Agency:

- All real property within the Project Area shown on the Land Acquisition Map as “to-be-acquired” (“TBA”) may be acquired for redevelopment and/or clearance. In general, however, the intention is not to acquire the parcels for demolition but for rights that may include acquisition of fee or easement interest, including leasehold interests in and/or encumbering the real property.
- Where property information and final engineering designs indicate the need for minor revisions in the assemblage parcel property lines, those properties which are “not-to-be-acquired” (“NTBA”) may be acquired, in whole or in part (severance), as needed.
- Similarly, where property information and final engineering designs indicate the need for revisions in severance lines, properties identified as TBA may not be acquired.
- Additionally, property identified as TBA as part of an assemblage of parcels may subsequently be determined to be unnecessary for the assemblage parcel, thus making unnecessary the acquisition of said property, even though it is designated as TBA.

B. RELOCATION

There are no housing units in the Phase I Project Area. As a result, implementation of the Phase I Plan will not require the relocation of any residences.

It is important to note that the Phase I Plan does not require the acquisition of the Westchester Burger restaurant building or of the Avis/Budget rental car building. In addition, it is anticipated that some of the existing on-site businesses will be incorporated in the redevelopment, though not necessarily in their present locations.

C. DEMOLITION

The goals of this Plan do not require the demolition of buildings on the properties “to-be-acquired,” nor does the project involve the rehabilitation of any existing buildings.

D. REDEVELOPMENT

The Phase I Plan calls for the redevelopment of approximately 5.17 acres with a mixed-use project that will transition from commercial uses permitted in the B-3 Zoning District to residential uses along Franklin Avenue in the RM-0.35 Zoning District with the construction of a parking garage that will accommodate the needs of the neighborhood as well as the new residential and commercial uses. The Plan also calls for a redesign of vehicular and pedestrian access to the commercial portion of the site and Franklin Avenue neighborhood.

V. REDEVELOPER OBLIGATIONS

A. RECORDABLE AGREEMENTS

The instrument by which the City or Agency disposes of any Acquisition Parcel within the Project Area or any part thereof to a redeveloper (the “Land Disposition Agreement”) will be recorded in with the Westchester County Clerk Office of Land Records, and with copies provided to the Corporation Counsel, City Clerk of the City of White Plains, Counsel for the Agency, and the Executive Director of the Agency. Such instruments will contain all covenants running with the land which incorporate this Plan by reference and require compliance with the terms and restrictions set forth in this Plan. An amendment to this Plan that becomes effective after the date of disposition of an Acquisition Parcel to a redeveloper will not apply to the real property comprising such Acquisition Parcel unless, following the effective date of such amendment, the City and/or Agency and the owner of such real property execute a written agreement, approved as to form by the City’s Corporation Counsel and, in the case where such disposition of acquired property was by the Agency, the Counsel to the Agency, providing that such amendment shall thereafter apply to such real property.

B. LAND USE RESTRICTION

To prevent speculation in land holding in the Project Area, all private developers will be required to commence and complete the building of all proposed approved improvements within a reasonable time following their acquisition of the real property and any easements or leasehold interested therein.

C. TIMELY PERFORMANCE

Each redeveloper will be required to expeditiously apply for all required governmental approvals and to begin and complete the redevelopment and construction of the improvements mandated by this Plan and agreed upon in the approved Land Disposition Agreement and such other disposition instruments within a reasonable time.

D. NON-DISCRIMINATION

Each redeveloper, its successors and assigns of the land conveyed or any part thereof, and any lessee of the land conveyed or any part thereof (i) will not enter into any agreement, lease, conveyance, or other instrument which restricts the sale, lease, or occupancy of such land or any part thereof upon the basis of race, color, national origin,

ancestry, lineage status, religion, creed, age, sex, marital status, sexual orientation, or disability, and (ii) will comply with all applicable Federal, State, and City laws in effect from time to time prohibiting discrimination or segregation by reason of race, color, national origin, ancestry, alienage status, religion, creed, age, sex, marital status, sexual orientation, or disability in the sale, lease, or occupancy of the property.

E. DESIGN REVIEW

The Agency may require any redeveloper to submit site plans, landscape plans, architectural drawings, outline specifications, schedules of materials and finishes, and/or final working drawings, in sufficient detail to permit determination of compliance with the controls of this Plan and the Land Disposition Agreement, for Agency approval prior to approval of such plans by the Common Council of the City of White Plains. Prior to commencement of construction, the designated redeveloper shall submit to the Agency any material change to such documents requiring approval by the Agency, whether or not approval by the Common Council is required. Prior to action on such changes the Agency shall consult with the Counsel to the Agency and Agency staff. In addition, the City's Design Review Board will review any proposed new buildings and signage.

F. RESTRICTION ON TRANSFER PRIOR TO COMPLETION

A redeveloper of any real property, easement, or leasehold interest therein, which has been acquired from the White Plains Urban Renewal Agency pursuant to Article 15A of the General Municipal Law, or by the City acting in its urban renewal capacity, pursuant to General Municipal Law Article 15, may not sell, without prior approval of the Agency and the Common Council, any or all interest in Project Area property prior to the completion of redevelopment activities.

G. CERTIFICATE OF COMPLETION

Each redeveloper of an Acquisition Parcel will be required to provide the Agency with "as-built" drawings, which the Agency will use for final determination of compliance and issuance of a Certificate of Completion in accordance with the terms of the disposition instruments.

VI. PROPOSED PUBLIC, SEMI-PUBLIC, PRIVATE, OR COMMUNITY FACILITIES OR UTILITIES

To achieve the community's objectives and to target public investments in a manner which benefits the community, the Agency may improve or construct public facilities and utilities within public rights-of-way, easements, or on public property. These may include public utilities; street improvements; pedestrian sidewalks, crosswalks, signalization improvements, etc.; recreational facilities and open spaces; parking facilities and safety-related public facilities.

In addition, the designated redeveloper(s) will make improvements to facilities, such as, but not limited to, municipal and private parking; water, storm and sanitary sewer lines; vehicular and pedestrian access and circulation; landscaping; and other such improvements that may be needed to adequately serve the Project Area and the affected surrounding community. Public facilities contemplated within the Phase I Urban Renewal Area include such street and sidewalk improvements, including connections to the property line, as may be necessary to serve any proposed development, and off-street parking facilities to serve residents of the neighborhood.

Public improvements may include the design, construction, reconstruction, repair or replacement of sidewalks, streets, pedestrian amenities and other public infrastructure deemed appropriate to achieve the goals and objectives of the Phase I Plan, including, but not limited to:

1. Sidewalks, crosswalks, pedestrian-oriented lighting, and other pedestrian improvements.
2. On- and off-street parking facilities and structures;
3. Signage for directional and informational purposes;
4. Streetscape amenities including benches, lights, and bus shelters;
5. Storm water, sanitary sewer, water, power, communication, and other public or private utility infrastructure;
6. Upgraded streets, if needed;
7. Attractive, adequate, and durable landscaping treatments;
8. Right-of-way improvements, as needed, to enhance safe and convenient auto, pedestrian, transit, and bicycle access;
9. Improvements related to the function of the Project Area as a major gateway to downtown White Plains;
10. Publicly accessible pedestrian plazas, pocket park, or rooftop recreational facilities.

VII. PROPOSED METHODS OR TECHNIQUES OF URBAN RENEWAL

This Plan proposes acquisition of designated properties in the Project Area, designation of easements over certain parcels, and reuse of certain of the properties for development of new housing, businesses, and parking.

VIII. STATEMENT AS TO PROPOSED NEW CODES AND ORDINANCES AND AMENDMENTS TO EXISTING CODES AND ORDINANCES AS ARE REQUIRED OR NECESSARY TO EFFECTUATE THIS PLAN

The Zoning Ordinance may be amended to allow limited retail or service uses in the RM-0.35 zoning district consistent with a mixed-used project, which transitions from commercial along Westchester Avenue to Residential along Franklin Avenue, provided that access to parking and loading areas for those commercial uses occurs on Westchester Avenue.

Amendments to the Zoning Ordinance with respect to the dimensional standard in the B-3 (Intermediate Business District) or to the dimensional and use standards in the RM-0.35 (Residential Multi-Family District), including height and coverage, may be necessary to facilitate the planned redevelopment of the Phase I Project Area.

Also, amendments to allow for accessory motor vehicle repair shops to be located anywhere on the site provided all access for the use is from a County or State road and the use is located entirely below grade.

Finally, amendments to the Zoning Ordinance with respect to “development sites,” which amendments are consistent with the Comprehensive Plan objectives for the Project Area, may be necessary to facilitate the planned redevelopment of the Phase I Project Area and improvement of properties in the Project Area. Moreover, it may be necessary to make amendments to the Traffic Ordinance or Sign Ordinance to effectuate the implementation of this Plan.

IX. PROPOSED TIME SCHEDULE FOR THE EFFECTUATION OF THIS PLAN

Effectuation of this Plan will commence upon approval and adoption of the Phase I Plan by the Common Council of the City of White Plains (“Common Council”). The time schedule that follows is a general guide and contains approximate target dates that the City will make every reasonable effort to meet:

1. Zoning Ordinance Amendment: April 2015
2. Acquisition of Real Property: July 2015
3. Disposition and Redevelopment: September 2015

X. DURATION OF PLAN CONTROLS

The regulations and controls contained in this Plan shall be binding and effective by redevelopment agreement, deed or lease upon all purchasers or lessees of land (and their heirs or assigns) in the Project Area, covered by the Plan, from the date of approval of this Plan by the Common Council of the City of White Plains for a period of forty (40) years, unless amended as provided herein.

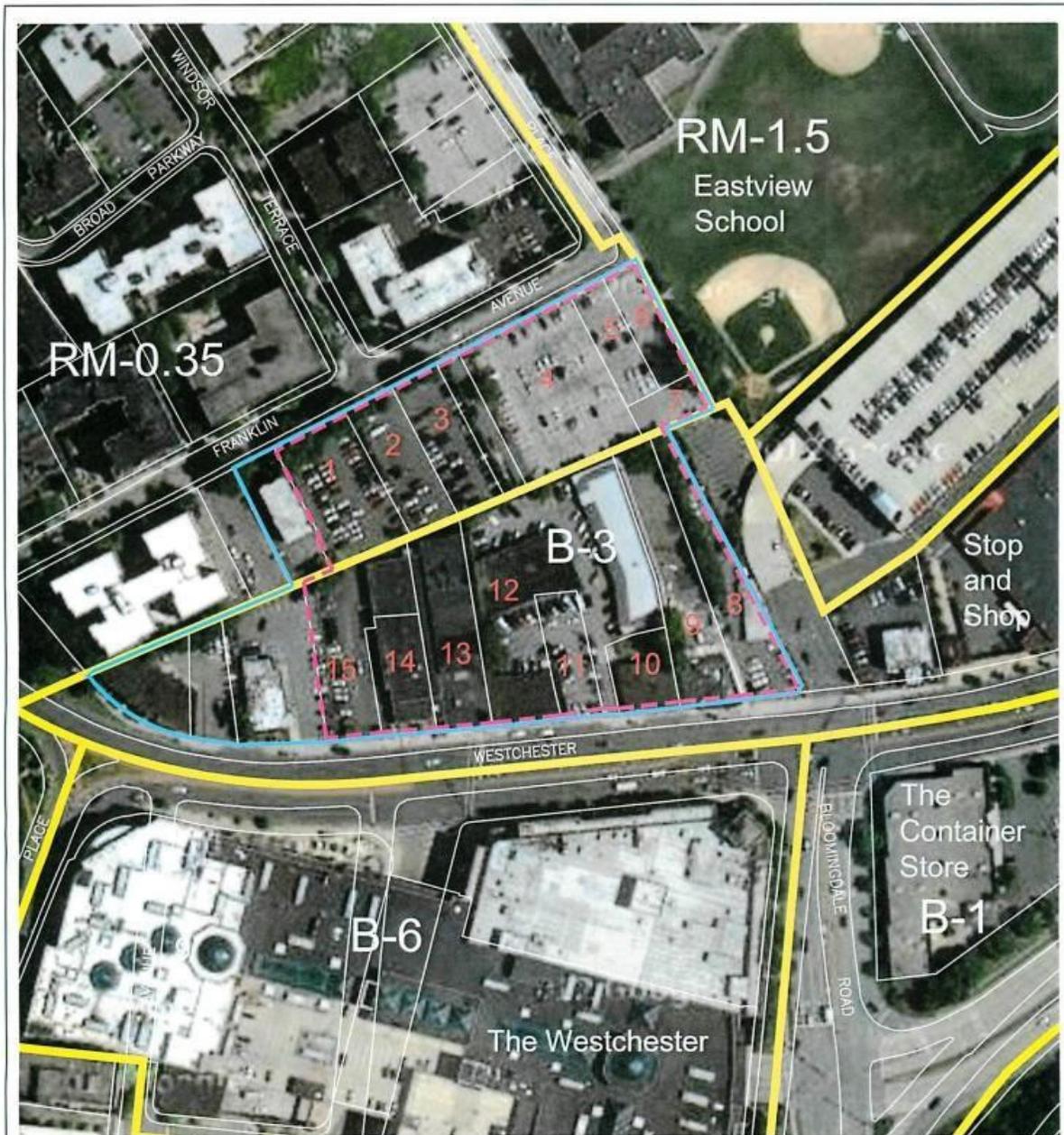
XI. PROCEDURE FOR CHANGES IN APPROVED PLAN

The provisions of this Plan may be modified or amended at any time by the Common Council in accordance with the provisions of Article 15 and Article 15A of New York General Municipal Law. This Urban Renewal Plan may be modified at any time by the City of White Plains, provided: if modified after the lease or sale of real property in the Project Area, the modification must be consented to by the redeveloper or redevelopers of such real property or the successor or successors in interest affected by the proposed modification. Where the proposed modification will substantially change said Plan, the approval of the proposed modification shall follow the same procedure as that which governed the adoption of this Plan. AMENDMENT PROCESS Any provision of this Urban Renewal Plan may be amended if the Common Council determines that it is necessary and desirable to do so. Such an amendment must be approved in the same manner as was the adoption of this Urban Renewal Plan (including a public hearing). Amendments refer to major, substantive changes in proposals set forth in the Urban Renewal Plan. Minor amendments may be approved by the Common Council after public discussion and opportunity for public comment at a Common Council meeting without a formal public hearing.

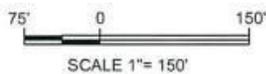
XII. PROVISIONS TO PRESERVE THE INTEGRITY OF THIS PLAN

In order to preserve the integrity of this Plan, the consent of the Common Council, or its designee, will be required, for three years after approval of the Plan, for issuance of a building construction or alteration permit, or certificate of occupancy for a structure or use within the Project Area, unless construction, alteration, or use is necessary for the immediate protection of public health and safety. The Common Council, or its designee, shall base its authorization upon a determination that the proposed construction, alteration or use is consistent with this Plan.

FIGURE 1



City of White Plains
 Planning Department
 70 Church Street
 White Plains NY 10601-2409



**WESTCHESTER AVENUE WPUR-14
 Parcels, Zoning and Phase 1
 Project Area**

- Legend:
- Zoning Districts Lines
 - Project Area Parcels
 - Westchester Avenue Urban Renewal Area
 - Phase 1 Project Area

FIGURE 2

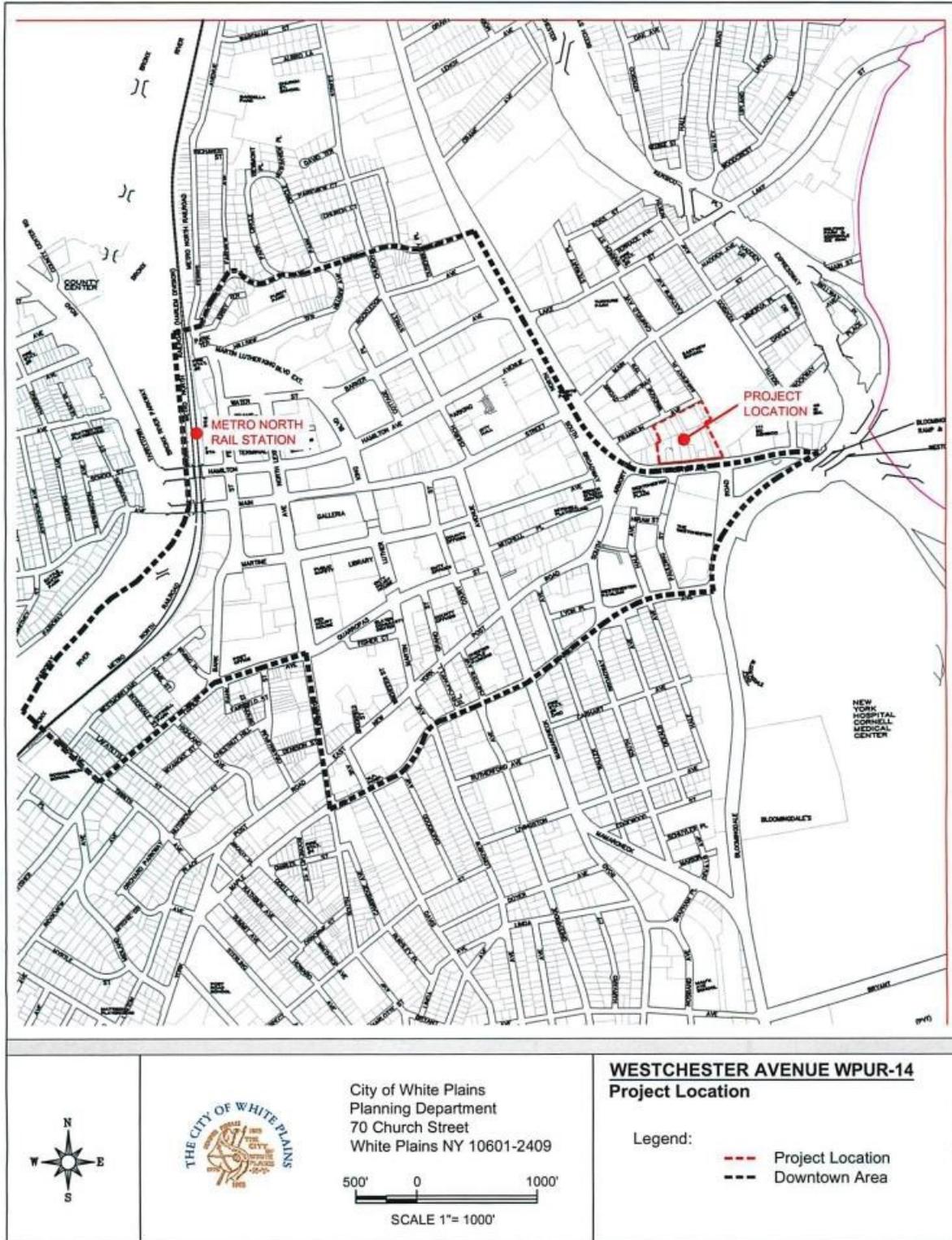


FIGURE 3

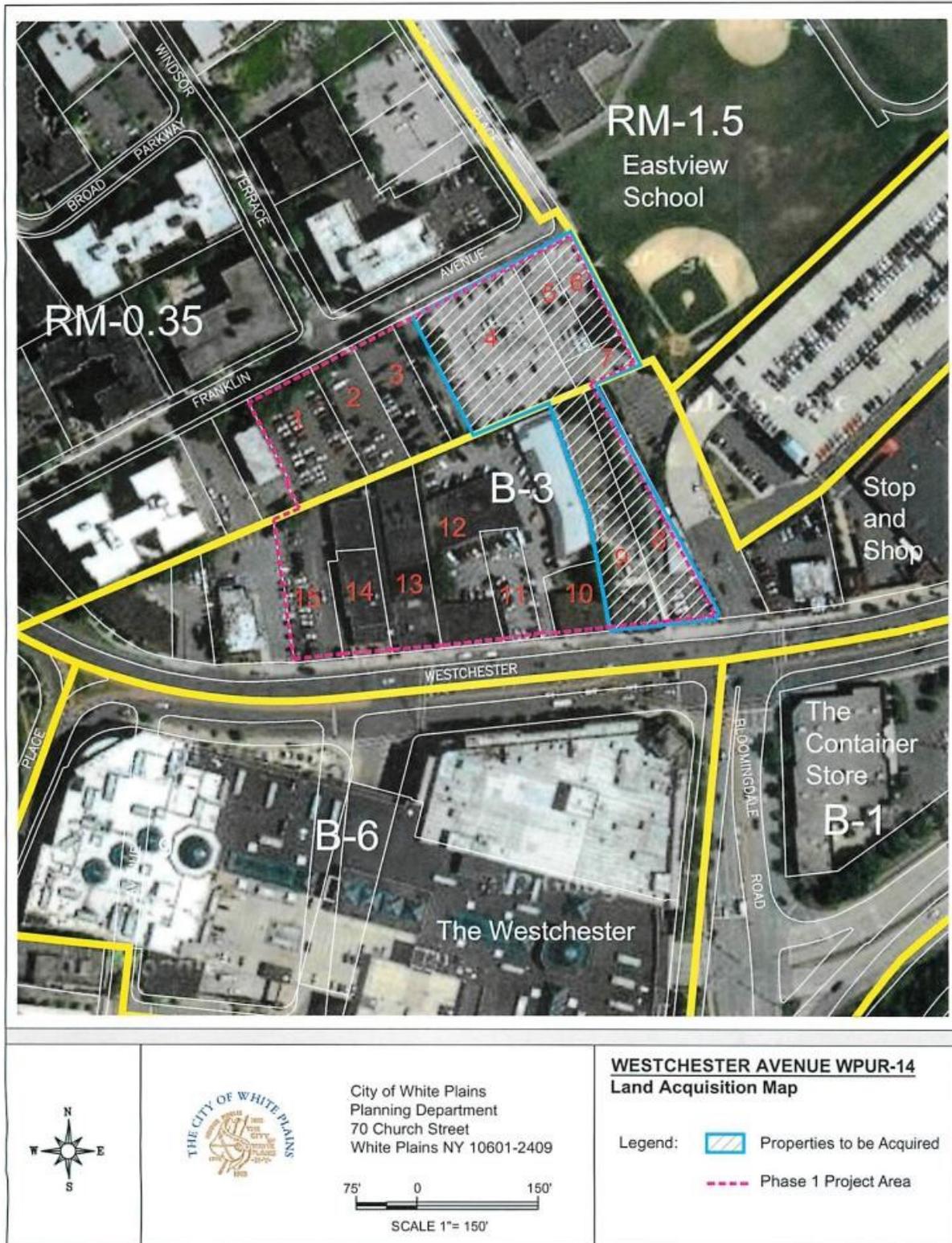


EXHIBIT A
WESTCHESTER AVENUE URBAN RENEWAL PROJECT
PROJECT NO. WPUR-14
PHASE I PROJECT AREA

Boundary Description

All that certain plot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being in the City of White Plains, County of Westchester, State of New York, bounded and described as follows:

BEGINNING at a point formed by the division line between property now or formerly 50 Westchester Avenue Realty, and property now or formerly 70 Westchester Avenue, LLC, and the northerly side of Westchester Avenue, said point being distant 509.72 feet to the southerly side of Franklin Avenue;

THENCE, from said point of beginning, along said division line, N.02°54'00"E ., a distance of 97.67 feet;

THENCE, N.00°12'40"E ., a distance of 75.11 feet;

THENCE, N.02°42'50"E ., a distance of 18.47 feet to a point on the southerly side of property at 26 Franklin Avenue;

THENCE, along the division line between property now or formerly 26 Franklin Avenue, LLC, and property now or formerly 70 Westchester Avenue, LLC, N.76°39'45"E ., a distance of 36.96 feet;

THENCE, N.17°33'10"W ., a distance of 39.75 feet;

THENCE, N.72°26'50"E ., a distance of 5.00 feet;

THENCE, N.17°33'10"W ., a distance of 120.00 feet to a point on the southerly side of Franklin Avenue;

THENCE, along said southerly side of Franklin Avenue, N.72°41'02"E ., a distance of 156.65 feet;

THENCE, N.72°38'30"E., a distance of 328.95 feet to a point on the division line between property now or formerly City of White Plains and White Plains City School District (Eastview Middle School);

THENCE, along said division line, S.17°21'30"E ., a distance of 200.16 feet to a point on the northerly side of 120 Westchester Garage LLC;

THENCE, along the division line between property now or formerly 120 Westchester Garage LLC, Winnick Realty LLC, and property now or formerly City of White Plains, S.77°15'00"W ., a distance of 59.83 feet;

THENCE, along the division line between 120 Westchester Garage LLC, and Winnick Realty LLC, S.17°51'02"E ., a distance of 342.60 feet to a point;

THENCE, still along the division line between 120 Westchester Garage LLC and Winnick Realty LLC, S.39°21'37"W ., a distance of 11.66 feet to a point on the northerly side of Westchester Avenue;

THENCE, along said northerly side of Westchester Avenue, N.85°40'00"W ., a distance of 569.05 feet to the division line between property now or formerly 50 Westchester Avenue Realty and property now or formerly 70 Westchester Avenue, LLC, the point and place of BEGINNING.

WHITE PLAINS URBAN RENEWAL AGENCY

RESOLUTION 02-2015

RESOLUTION APPOINTING LINDA PUOPLO AS ACTING EXECUTIVE DIRECTOR OF THE WHITE PLAINS URBAN RENEWAL AGENCY.

WHEREAS, Linda Puoplo is currently serving as Acting Planning Commissioner of the City of White Plains;

NOW, THEREFORE, BE IT RESOLVED THAT

1. The White Plains Urban Renewal Agency hereby appoints Linda Puoplo to serve as Acting Executive Director of the White Plains Urban Renewal Agency.
2. The Acting Executive Director shall receive no additional salary and compensation for said office.
3. This resolution shall take effect immediately.

Dated: March 13, 2015

Adopted: March 18, 2015

WHITE PLAINS URBAN RENEWAL AGENCY

RESOLUTION 03-2015

**RESOLUTION ADOPTING THE URBAN RENEWAL AGENCY ANNUAL ADMINISTRATIVE BUDGET
FOR FISCAL YEAR BEGINNING JULY 1, 2015 AND ENDING JUNE 30, 2016**

WHEREAS:

- A. The administrative budget of the Agency was last amended by Resolution 03-2014 on April 29, 2014.
- B. Each year the Agency has adopted a detailed administrative budget to provide for a systematic control of the administrative expenses of the White Plains Urban Renewal Agency on an annual basis.
- C. The Agency has been advised by its Treasurer and Legal Counsel to provide for unemployment insurance, workers' compensation insurance and liability insurance in its proposed Administrative Budget.
- D. A proposed Administrative Budget which includes funding for requirements for the fiscal year beginning July 1, 2015 and ending June 30, 2016 (FY 2015-16) has been prepared by Agency staff, a copy of which is attached hereto as Exhibit A.
- E. The Agency has reviewed the proposed Administrative Budget for FY 2015-16.

NOW, THEREFORE, BE IT RESOLVED THAT:

- 1. The Agency hereby determines that the proposed Administrative Budget for the Fiscal Year represents a reasonable projection of expenditures necessary to carry out the urban renewal program for the Fiscal Year.
- 2. The proposed Administrative Budget for the Fiscal Year attached hereto as Exhibit A and made a part hereof, be and it hereby is, approved and adopted for the Agency's fiscal year beginning July 1, 2015 and ending June 30, 2016.
- 3. This Resolution shall take effect July 1, 2015.

Dated: March 13, 2015

Adopted: March 18, 2015

Exhibit A

WHITE PLAINS URBAN RENEWAL AGENCY

2015-16 ADMINISTRATIVE BUDGET

Effective July 1, 2015

Resolution #03-2015

**White Plains Urban Renewal Agency
FY 2015-2016 Proposed Administrative Budget**

Org.
2639

<u>OBJECT</u>	<u>DESCRIPTION</u>	<u>Proposed Modified Budget</u>
4.005	Financial & Auditing	5,500
4.008	Legal Services	3,000
4.023	Program Services	8,295
4.095	Workers' Compensation Premium	2,500
4.096	Unemployment Insurance	3,500
4.101	Liability Insurance	<u>11,901</u>
	Total	<u><u>34,696</u></u>

Dated: March 13, 2015

Adopted: _____, 2015

WHITE PLAINS URBAN RENEWAL AGENCY

RESOLUTION 04-2015

RESOLUTION AMENDING THE “CONTRACT FOR SALE OF LAND FOR PRIVATE REDEVELOPMENT BY AND BETWEEN THE WHITE PLAINS URBAN RENEWAL AGENCY (“AGENCY”), THE CITY OF WHITE PLAINS (“CITY”) AND LCOR 55 BANK STREET LLC (“LCOR LDA”), APPROVED BY THE AGENCY ON MAY 23, 2007 AND, APPROVED BY THE COMMON COUNCIL OF THE CITY ON JUNE 14, 2007, AS AMENDED BY THE FIRST AMENDMENT, APPROVED BY THE AGENCY ON JULY 17, 2008 AND BY THE COMMON COUNCIL OF THE CITY ON AUGUST 8, 2008 (“FIRST LDA AMENDMENT”)(TOGETHER WITH THE LCOR LDA AND THE FIRST LDA AMENDMENT “THE “FIRST AMENDED LDA”) AND AS FURTHER AMENDED BY THE SECOND AMENDMENT APPROVED BY THE AGENCY ON AUGUST 13, 2014 AND, APPROVED BY THE COMMON COUNCIL ON SEPTEMBER 2, 2014 (“SECOND LDA AMENDMENT”) (TOGETHER WITH THE LCOR LDA AND THE FIRST LDA AMENDMENT “THE “AMENDED LDA”) TO FURTHER AMEND THE AMENDED LDA TO ALLOW THE SUBDIVISION OF THE PREMISES TO ACCOMMODATE THE PHASING OF THE PROPERTY AND TO APPROVE THE TRANSFER OF THE SUBDIVIDED PARCELS TO TWO SEPARATE OWNERS(“THIRD LDA AMENDMENT”).

A. The former Bank Street Municipal Parking Lot consisted of the following parcels of land:

1. Disposition Parcels 27, 28, 28A, and 29, located in the Central Renewal Project, NY R-37; and
2. The Bank Street Parcel identified as part of Section 125.82, Block 1, Lot 7, and formerly known as Ward 2, Block 25000, Parcel PA., (“Bank Street Parcel”)

(No. 1 and 2 together, the “Bank Street Lot” or the “Property”)

B. The Bank Street Lot had been operated as a municipal parking lot serving primarily business commuters working in area office buildings or commuting to New York City from the White Plains Metro North Station. Parking fees are at municipal parking rates.

C. A history of the Bank Street Lot and Amended LDA is provided in Agency Resolutions 10-2007, 11-2007, 12-2007, and Resolution 11-2008. These Resolutions are incorporated herein by reference. The defined terms in those resolutions have the same meaning in this Resolution.

D. As noted in the history of the Bank Street Lot contained in these resolutions, the regulations and controls of the Central Renewal Plan were extended with respect to certain as yet undeveloped or underdeveloped Central Renewal Project Disposition Parcels, including

Disposition Parcels 27, 28, 28A and 29, for a period of ten years after the July 6, 1999 expiration of the Central Renewal Plan. By Agency Resolution 6-2009, adopted April 1, 2009, the Central Renewal Plan was further amended for a period of ten years after the July 6, 2009 expiration.

E. The purpose of an urban renewal agency is to carry out a program of urban renewal pursuant to an adopted urban renewal plan, which plan, as defined in General Municipal Law Section 502.7 “shall conform to the comprehensive community plan for the development of the municipality as whole and which shall be consistent with local objectives.” As noted in Agency Resolutions 11-2007, 12-2007, and 20-2007, and 11-2008, the 1997 Comprehensive Plan and 2006 Comprehensive Plan Update state the following strategies for the downtown, and the area in which the Bank Street Lot is located:

1997 Plan Strategies:

- * Promote development site(s) near the railroad station as prime location(s) for future development of primary office space or mixed use, where uses such as residential/office/retail/entertainment would interact with and take advantage of the railroad and other mass transportation facilities.

- * Expand parking opportunities that serve railroad commuters, adjacent to and accessible to the railroad and TransCenter using funding from either Metro-North or public-private partnerships.

- * The addition of mixed retail/residential or office/residential uses in the Core Area requires an innovative strategy that would include zoning incentives, conversions, and the adaptive reuse of obsolete non-residential structures.

- * The development of the major remaining sites within the Core Area needs to be assessed in terms of providing a diversity of uses to ensure vitality and maximize the efficient use of available resources such as the area’s excellent public transportation access.

- * Pedestrian traffic should continue to be a consideration in the review of all development plans. The advanced technology of the City’s Traffic Department should be continually assessed and upgraded if necessary to continue to be used to facilitate the development of such plans.

- * The pedestrian experience should be enhanced by enlivening blank walls along the facade of Galleria, along Hamilton Avenue, and other locations where large buildings provide little visual interest. This is especially important along major pedestrian thoroughfares such as the streets that lead from the TransCenter to the downtown.

2006 Update Strategies:

- * Provide necessary financial incentives, zoning and regulatory changes, as may be appropriate, to encourage the construction of additional multi-family housing in downtown White Plains serving a variety of income groups for both rental and ownership and focusing on the needs of

young professionals, seniors and others who would benefit from proximity to restaurants, shops, employment opportunities, cultural facilities and transportation. (1997 Comprehensive Plan)

* Affordable housing should be developed for a broader range of incomes, and the term “affordable” should be replaced with the same terms used by the City for income groups shown above (referring to HUD established income categories). These income groups are defined by percentages of median income, which is a known number. These incomes should be adjusted annually according to U.S. Department of Housing and Urban Development issued incomes.

* The goal should be to provide housing that is affordable to families at median income and below, with a diversity of income groups represented. The City should make every effort to maximize the number of units to help the greatest number of families, and, to the maximum extent practicable, construct affordable housing in or in proximity to the buildings generating the requirement for the affordable units.

* The required percentage of affordable units in new multi-family projects is not identified by this Plan because market forces might change the acceptable number in the future. However, under current market conditions in the Core Area, the City should seek to increase that percentage, as supported by market conditions.

F. Consistent with the affordable housing strategies of the 2006 Comprehensive Plan Update, the LCOR LDA and the Amended LDA provide for LCOR to acquire the Bank Street Lot and develop a mixed use, mixed income project which would include up to 20% of the units affordable to families between 60% and 100% of median income, with incomes averaging no greater than 80% of median income.

G. Resolution 20-2007, which is incorporated herein by reference, provides a detailed description of the designation of LCOR by the Agency and Common Council, as qualified and eligible sponsor for the redevelopment of the Bank Street Lot and of the approval of the “Contract for Sale of Land for Private Redevelopment by and among the White Plains Urban Renewal Agency, City of White Plains and LCOR 55 Bank Street LLC,” the LCOR LDA, on May 23, 2007.

H. Pursuant to Section 507(c) and (d) of the General Municipal Law, “A Notice of Availability for Public Examination” of the identity of LCOR, a description of the proposed disposition, disposition price and summary of the LCOR LDA was published in the official newspaper of the City of White Plains

I. On June 4, 2007, the Common Council held a public hearing on the LCOR LDA approved by the Agency and, itself, approved the LCOR LDA on June 14, 2007.

J. On June 28, 2007, the Agency and the City conveyed the Bank Street Lot to LCOR 55 Bank Street LLC.

K. The LCOR LDA, at Section 101(b), provided for the method of payment of the purchase price of Twenty-One Million Five Hundred Thousand dollars (\$21,500,000.00) with a cash price of Fifteen Million Five Hundred Thousand (\$15,500,000.00) for the Bank Street Lot to be paid by LCOR in specified installment payments.

L. The first installment payment for the Bank Street Lot, in the amount of \$6,000,000, was made by LCOR 55 Bank Street LLC at closing, on June 28, 2007.

M. After LCOR failed to make the second installment payment of \$6,000,000.00 by June 30, 2008, on July 2, 2008, the Common Council and Agency held a special meeting at which LCOR, among other things, presented a series of proposed modifications to the LCOR LDA, which modifications included a modification to the installment payment schedule for the third and fourth installment payments set forth in Section 101(b) of the LCOR LDA, modifications to the Preliminary Plans which are incorporated in the LCOR LDA as Exhibit B, and modifications to the Project construction phasing set forth in the LCOR LDA.

N. Based on Agency staff and outside counsel review and modifications, the Agency adopted Resolution 11-2008 amending the LCOR LDA ("First LDA Amendment). The First LDA Amendment also amended the LCOR LDA Preliminary Plans with the "First LDA Modified Preliminary Plans."

O. Resolution 11-2008 replaced Preliminary Plans listed in Exhibit "B" of the LCOR LDA and dated June 4 and June 5, 2007, with the First LDA Modified Preliminary Plans dated July 14, 2008 which were approved by the Agency and made the following findings regarding such plans:

1. The proposed modifications to the approved Preliminary Plans incorporated in Exhibit "B" of the approved LCOR LDA constitute modifications of a major nature as described in Section 201(g)(ii) of the LCOR LDA.

2. The First LDA Modified Preliminary Plans revised the location and design of the residential, retail, parking and commuter parking elements of the approved Redevelopment, but do not change the essential components of the Redevelopment.

3. The proposed major modifications to the Preliminary Plans were consistent with the urban renewal plans applicable to the Project Area.

4. The proposed major modifications to the Preliminary Plans were consistent with the objectives and strategies of the City's 1997 Comprehensive Plan and 2006 Plan Update, including, particularly, the objective of developing more affordable housing in the Core Area.

5. The proposed major modifications to the Preliminary Plans are consistent with the scope, concept, uses, operations, bulk, massing and appearance of the proposed Redevelopment,

demonstrating a positive reduction in overall mass and an increase in usable at-grade open space on the site.

6. Consistent with Section 201(g)(ii) of the approved LCOR LDA, the Agency has given priority to and expedited in every possible way its review of the proposed major modifications.

P. The amendments to the LCOR LDA approved in the First LDA Amendment are detailed in Agency Resolution 11-2008 incorporated herein by reference.

Q. The Agency submitted the First LDA Amendment to the Common Council for review and consideration after a duly noticed public hearing held on August 8, 2008.

R. After the duly noticed public hearing held on August 8, 2008, the Common Council adopted a resolution approving the First LDA Amendment, incorporating the First LDA Modified Preliminary Plans, which was recorded in the Office of the Clerk of the County of Westchester on August 26, 2008, in Control Number 482700428 (the LDA First Amendment and the LDA collectively referred to herein as the "First Amended LDA").

S. On November 2, 2009, the Common Council adopted a resolution granting site plan approval to a revised application for the Redevelopment which included a gross floor area of 537, 669 square feet, with 561 residential units, including 112 affordable units, and 5,941 square feet of retail space.

T. By Resolution 5-2013, adopted on May 30, 2013, the Agency adopted an amendment to the First Amended LDA relating to the time of payment of the third and fourth installment payments and the willingness of LCOR to potentially waive the obligations of the City and the Agency to remediate the Property should LCOR receive Brownfields Cleanup Funds for such remediation from the State of New York. This proposed amendment was referred to the Common Council and subsequently withdrawn on June 3, 2013.

U. Pursuant to the terms of the First Amended LDA, LCOR has made all installment payments due under the First Amended LDA and has, to date, complied with the terms and conditions of the First Amended LDA and neither the Agency nor the City has found LCOR to be in default of the First Amended LDA.

V. By letters submitted to the Agency on July 30, 2014 and August 6, 2014, LCOR requested the Agency and the Common Council to consider certain additional amendments to the First Amended LDA (the "Second LCOR Amendments") and to approve certain modified Preliminary Plans with various revision dates from March 11, 2014 to July 29, 2014, (the "Second LCOR Modified Preliminary Plans").

W. The Second LCOR Amendments and Second LCOR Modified Preliminary Plans were reviewed and modified by Agency staff and Agency Counsel. The modified LCOR Amendments ("Second LDA Amendment") and the modified Second LCOR Modified Preliminary Plans ("Second LDA Modified Preliminary Plans") were approved by the Agency in Resolution 8-2014

adopted on August 13, 2014 and has been recorded in the Office of the Westchester County Clerk.

X. After holding a public hearing upon due notice, the Common Council approved the Second LDA Amendment and granted site plan approval to a revised application for the Redevelopment on September 2, 2014.

Y. Subsequent to said site plan approval, LCOR determined that it needed to subdivide the Property, for the purpose of separately financing the two phases of the Redevelopment, into two parcels; the North Tower parcel consisting of the entire parking facility and the north residential tower and the at grade parking lot as well as most of the infrastructure servicing the two buildings and the South Tower parcel consisting primarily of the space occupied by the south residential towers including a portion of an amenity deck. Said subdivision was approved by the Planning Board of the City of White Plains by resolution on February 10, 2015.

Z. Further, LCOR entered into or will enter into joint venture agreements in connection with the Redevelopment of the Property. LCOR Holdings LLC and the California State Teachers Retirement System ("the LCOR Group"), the current beneficial owners of the Redeveloper (the California State Teachers Retirement System having succeeded to Lehman Brothers interest in the Redeveloper in 2012 through the bankruptcy court), are to retain a 10% interest in the North Tower Parcel and a 50% interest in the South Tower Parcel. The remaining interests will be held by PRISA LHC LLC and its affiliates (the "PRISA Group") as part of a joint venture agreement with the LCOR Group. LCOR Development Services LLC (part of the LCOR Group) will enter into a development services agreement to be the developer on behalf of the above-referenced owners of the Redevelopment.

AA. By letter dated March 5, 2015, LCOR requested the Agency and the Common Council to consider certain amendments to the Amended LDA after discussions with Agency Counsel and staff in order to:

1. Retroactively recognize and confirm that LCOR may subdivide (the "Subdivision") the Premises into two (2) separate and distinct parcels and tax lots, each with their own tax map identification, to facilitate the financing and construction of the Project in two phases which Subdivision has already been approved by the Planning Board by "Resolution adopted February 10, 2015 approving an Application made by LCOR 55 Bank Street, LLC, for Subdivision of the Property known as 55 Bank Street (SBL: 125.82-1-7.1), in accordance with the Requirements of the City Of White Plains Zoning Ordinance, Subdivision Regulations, and State Environmental Quality Review Act." The Subdivision created a so-called North Tower Parcel ("North Tower Parcel") and a so-called South Tower Parcel ("South Tower Parcel");

2. Permit LCOR to transfer and convey the North Tower Parcel to WP North Tower LLC (the "North Tower Owner") and the South Tower Parcel to WP South Tower LLC (the "South Tower Owner"), so that the North Tower Owner will construct Phase I on the North Tower Parcel and the South Tower Owner will construct Phase II on the South Tower Parcel. Phase I and Phase II are more specifically described in the Third Amendment;

3. Permit the North Tower Owner and the South Tower Owner to enjoy the benefits and assume the burdens under the LDA relative to the Phase I portion of the Project and the Phase II portion of the Project, respectively;

4. Have the City and the Agency recognize the separateness of the Phase I Project and the Phase II Project and, accordingly, among other things, agree that after commencement of the Phase I portion of the Project the undertakings related to the Phase II portion of the Project require, within thirty-six (36) months of the closing of the construction financing on Phase I, submission of an application for a Building Permit on the Phase II portion of the Project. The intent is that the obligations of LCOR under the LDA shall be assigned and delegated to the North Tower Owner with respect to the construction by the North Tower Owner of Phase I on the North Tower Parcel and to the South Tower Owner with respect to the construction by the South Tower Owner of Phase II on the South Tower Parcel;

5. Permit such other additional amendments to the LDA as set forth and contemplated under the Third Amendment;

NOW, THEREFORE, BE IT RESOLVED THAT

1. Based on its review of the record, analysis of the proposed Third LDA Amendment to the Amended LDA, comments and recommendations of Agency and City staff, and the independent review of the proposed Third LDA Amendment, the Agency hereby makes the following findings with respect to the proposed Third LDA Amendment:

a. There are no significant modifications to the approved amended site plan or the Preliminary Plans.

b. There is no change to the basic land use types and overall density of the Redevelopment.

c. The approved site plan remains consistent with the urban renewal plans applicable to the Project Area.

d. The approved site plan remains consistent with the objectives and strategies of the City's 1997 Comprehensive Plan and 2006 Plan Update, including, particularly, the objective of developing more affordable housing in the Core Area.

2. Based on its review of the record, analysis of the proposed Third LDA Amendment to the Amended LDA, comments and recommendations of Agency and City staff, and the independent review of the proposed Third LDA Amendment, the Agency hereby determines that the subdivision of the Premises will aid in the financing and construction of the Redevelopment and will not change the nature of the previously approved project nor its timetable for redevelopment and retroactively approves the subdivision of the Premises.

3. Based on its review of the record, analysis of the proposed Third LDA Amendment to the Amended LDA, comments and recommendations of Agency and City staff, and the

independent review of the proposed Third LDA Amendment, the Agency hereby determines that the transfer of the North Tower parcel to WP North Tower LLC (owned 10% by the LCOR Group and 90% by the PRISA Group) and the South Tower parcel to WP South Tower LLC (owned 50% by the LCOR Group and 50% by the PRISA Group) is hereby approved based upon WP North Tower LLC and WP South Tower LLC agreeing to assume the responsibilities and obligations of developing Phase I and Phase II of the Redevelopment, respectively.

4. Based on its review of the record, analysis of the proposed Third LDA Amendment to the LCOR LDA, comments and recommendations of Agency staff, and the independent review of the proposed amendments by Agency members, the Agency hereby further amends the Amended LDA by approval of the Third LDA Amendment attached hereto and made a part hereof as Exhibit A, which will provide among other matters that:

a. The schedule for the development shall remain effectively the same, WP North Tower LLC shall have 12 months from site plan approval and the closing of its construction financing to apply for a building permit for Phase I of the Redevelopment and WP South Tower LLC shall have 36 months to apply for a building permit for Phase II after the site plan approval and the closing of construction financing for WP North Tower LLC as provided in paragraph 3 of the Second LDA Amendment.

b. All parking obligations shall be enforced against the WP North Tower LLC since the parking facilities are all located on North Tower parcel.

c. All water and sewer charges shall be initially billed to and any liens for unpaid charges shall be levied upon the North Tower parcel since there will be only one water line into the Premises and the water meter shall be located on the North Tower parcel.

d. The easement required by condition 44 of the September 2, 2014 site plan approval for the Redevelopment shall be provided as stated in said condition subject to the approval of the Corporation Counsel and the Commissioner of Public Works of the City.

5. The Third LDA Amendment being described and approved herein, shall be subject to the following actions:

a. Publication of a notice in the official newspaper of the City of White Plains of a Notice of Availability for Public Examination of the Third LDA Amendment, and notice of public hearing before the Common Council.

b. A duly noticed public hearing before the Common Council of the City of White Plains.

c. Action by the Common Council to affirm its status as Lead Agency for the environmental review of the Redevelopment, and a finding that the Amended LDA as further amended by the Third LDA Amendment are consistent with prior environmental findings and will not have a significant adverse impact on the environment.

d. Approval by the Common Council of the Third LDA Amendment.

6. To enable the necessary actions to be taken, the Executive Director is hereby authorized and directed, pursuant to Section 507 (c) and (d) of the General Municipal Law, to request the Common Council to cause to be published in the official newspaper of the City of White Plains "A Notice of Availability for Public Examination" which notice shall include the notice of the availability for review of the Third LDA Amendment.

7. The Executive Director is further authorized and directed to request the Common Council to hold a duly noticed public hearing on the Third LDA Amendment not less than ten days after the publication of the notice described in Section 6 herein above.

8. The Corporation Counsel of the City and Counsel to the Agency is hereby authorized to make minor changes and conforming modifications to the Amended LDA, as amended by the Third LDA Amendment, which are necessary to conform the Amended LDA to the language and terms of the Third LDA Amendment. Such changes or modifications shall be indicated to the Agency and the Common Council in writing.

Dated: March 13, 2015

Adopted: March 18, 2015

APPENDIX D

BY-LAWS
of the
WHITE PLAINS URBAN RENEWAL AGENCY

ARTICLE I
THE AGENCY

Section 1 - Name of Agency: The name of the agency is the "White Plains Urban Renewal Agency."

Section 2 - Members: The agency consists of five members, pursuant to Chapter 573 of the Laws of 1963 of the State of New York.

Section 3 - Seal of the Agency: The seal of the agency shall be in the form of a circle and shall bear the inscription "White Plains Urban Renewal Agency, White Plains, New York, and the year of its incorporation, to wit, 1963."

Section 4 - Office of the Agency: The office of the agency shall be at 255 Main Street, White Plains, New York, or at such other place or places as the agency may, from time to time, designate.

ARTICLE II
OFFICERS AND EMPLOYEES

Section 1 - Officers: The officers of the agency shall be a chairman, vice chairman and secretary, who shall be elected at the annual meeting of the agency from among the members of the agency and shall hold office for one (1) year thereafter or until their successors are elected and qualified; and a Treasurer, as described in Section 6 hereof; and a Records Management Officer, as described in Section 8, who shall be appointed by the agency and serve at the pleasure of the agency.

Section 2 - Chairman: The Chairman shall preside at all meetings of the agency, appoint committees and perform such other duties

as may be required by law or as may be ordered by the agency, the Chairman shall sign all bonds, contracts, deeds, leases or other instruments made by the agency.

Section 3 - Vice Chairman: The Vice Chairman shall act in the capacity of the Chairman in his absence and shall perform all the duties of the Chairman, including the signing of documents as provided above in the absence or incapacity of the Chairman and during a vacancy in the office of Chairman.

Section 4 - Secretary and Assistant Secretary: The Secretary shall keep the records of the agency and shall record the names of the individuals in attendance and record all votes and shall keep a record of the proceedings of the agency in a minute book to be kept for such purpose. He shall keep in safe custody the seal of the agency and shall have the power to affix said seal to all contracts or instruments authorized to be executed by the agency and to attest to the authenticity thereof, and to certify as to the authenticity of copies thereof, and shall perform such other duties as the agency may determine. The agency shall also appoint or contract for an Assistant Secretary who, in the absence or disability of the Secretary,, shall perform all of the duties of the Secretary as set forth above.

Section 5 - Executive Director: The agency shall appoint an Executive Director who shall be the administrative head of the agency. He shall see that the plans, orders, directives, rules and contracts of the agency are faithfully executed. He shall attend all meetings of the agency. He

shall carry out all official correspondence and is authorized to prepare, sign and submit all applications, reports, forms, documents and records required or authorized by the agency. The Executive Director shall be authorized to requisition and purchase commodities where the cost of same shall not exceed \$5,000.00 and to contract for services where the cost of same shall not exceed \$7,000.00. The Executive Director is hereby authorized to effect, or in the case of site improvement contract awarded by the City, to concur in, changes in previously awarded demolition, site clearance and site improvement contracts, by the authorizing of Change Orders thereto, up to the following amounts:

- i) Demolition - \$7,000.00
- ii) Site clearance - \$7,000.00
- iii) Site improvements - \$10,000,

but in no event shall any Change Order for demolition, site clearance or site improvements amount to more than 10% of the original contract amount. The transfer of any funds necessary to carry out the work provided by such Change Order shall be made upon requisition by the Commissioner of Public Works to the Agency and approval of such requisition by the Executive Director.

The Executive Director shall inform the agency at its next regularly scheduled meeting of any change orders authorized by him since its previous meeting. The Executive Director shall serve at the pleasure of the agency. He shall receive such compensation as shall be fixed by the agency and may be bonded as the agency may deem necessary.

Section 6 - Treasurer and Assistant Treasurer: The Treasurer shall be responsible to the agency and shall have care and custody of all funds of the agency and shall deposit the same in the name of the Agency in such bank or banks as the agency shall select. He shall disburse funds on behalf of the agency and shall have the authority to issue checks when he is in receipt of a payment voucher duly certified by the Executive Director or by the Budget Officer who shall be appointed by the Executive Director. He shall also jointly sign all bonds of the agency with the Chairman. The agency shall also appoint or contract for an Assistant Treasurer who, in the absence or disability of the Treasurer, shall perform the duties of the Treasurer as set forth above, except for the signing of bonds of the agency.

Section 7 - Attorney and Assistant Attorney: The agency shall appoint or contract for an Attorney who shall be responsible to the agency. He shall be the legal advisor to the agency and the Executive Director, the Treasurer and other officials of the agency. He shall furnish opinions or written reports on any question of law involving the agency. He shall draw or approve all bonds, contracts, deeds or other instruments to which the agency is a party or in which it has an interest. The agency may also appoint or contract for an Assistant Attorney who, in the absence or disability of the Attorney, shall perform all the duties of the Attorney as set forth above.

Section 8 - Records Management Officer and Assistant Records Management Officer: The Agency shall appoint a Records Management Officer who

shall be an officer of the Agency. The Records Management Officer shall be responsible for the agency's compliance with the requirements of Article 54-A of the Arts and Cultural Affairs Law. The agency shall also appoint an Assistant Records Management Officer who, in the absence or disability of the Records Management Officer, shall perform all the duties of the Records Management Officer.

Section 9 - Other Employees: Such other employees as the agency shall determine are necessary for the proper administration of the urban renewal program shall be appointed and shall be subject to removal by the Executive Director.

Section 10 - Powers and Duties of the Members: The powers and duties of the members of the agency shall be as set forth in Article XV-A of the General Municipal Law of the State of New York.

The members of the agency shall perform such duties as are incumbent upon them by reason of their office and shall be given such other responsibilities and duties as are incidental to the office and which may from time to time be authorized by resolution of the agency.

ARTICLE III

MEETINGS

Section 1 - Annual Meeting: The annual meeting of the agency shall be held on the third Tuesday in July or as soon thereafter as may be feasible, for the purpose of receiving the annual report of the Executive Director, election of officers and for the conduct of such other business as may come before the meeting.

Section 2 - Regular Meetings: Regular meetings of the agency shall be held on the third Tuesday of the month or as needed for the transaction of business of the agency. In the event that the date of a regular meeting shall fall on a legal holiday the meeting shall be held on a day as close thereto as possible, said date to be determined by the Chairman. Notice of such meeting with an agenda shall be delivered to each of the members at least four (4) days in advance of such meeting.

Section 3 - Special Meetings: Special meetings may be called by the Chairman when he deems it advisable and shall be called by him at the request of any two members of the agency for the purpose of transacting any business designated in the call. At the special meeting the business to be transacted shall be only that stated in the notice of such meeting, except that any other business may be transacted at such meeting by the unanimous consent of all the members of the agency.

The call for a special meeting may be delivered to any member of the agency or left at the residence or place of business or may be mailed to his business or home address and such delivery or mailing must be performed at least two (2) days prior to the date of such meeting.

Section 4 - Quorum: At all meetings of the agency the following shall be the order of business:

- A. Roll Call
- B. Reading and approval of the minutes of the previous meeting and any intervening special meeting

- C. Communications
- D. Report of the Executive Director
- E. Reports of committees
- F. Unfinished business
- G. New business
- H. Adjournment

ARTICLE IV
AMENDMENTS

Section 1 - Amendments to By-Laws: The by-laws may be amended at any stated or special meeting by a majority of the members of the agency provided the proposed amendment shall have been submitted in writing to the members of the agency at least five (5) days prior to the stated or special meeting at which a vote is taken on said proposed amendment.

APPENDIX E

APPENDIX E:

Board Performance Evaluation Questionnaire

Exhibit E

Confidential Evaluation of Board Performance

Criteria	Agree	Somewhat Agree	Somewhat Disagree	Disagree
Board members have a shared understanding of the mission and purpose of the Authority.				
The policies, practices and decisions of the Board are always consistent with this mission.				
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles				
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.				
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.				
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.				
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.				
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.				
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.				
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.				
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.				
Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.				
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.				
The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually				
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.				
Board members demonstrate leadership and vision and work respectfully with each other				

Date Completed: _____