



BABYLON INDUSTRIAL DEVELOPMENT AGENCY

MATTHEW T MCDONOUGH
CHIEF EXECUTIVE OFFICER

FORM APPLICATION FOR FINANCIAL ASSISTANCE

DATE: November 7, 2017

APPLICATION OF: WR Communities - E LLC
Company Name of Beneficial User of Proposed Project
(Not Realty or Special Purpose Entity (SPE) created for liability)

CURRENT ADDRESS: c/o Albanese Development Corporation
1050 Franklin Ave, Suite 200, Garden City, NY 11530

ADDRESS OF PROPERTY TO RECEIVE BENEFITS: 1 Washington Avenue, Wyandanch, NY 11798

Tax Map # District 0100 Section 040.00 Block 02.00 Part of Lot (s) 48.006

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Part I: User (Applicant) & Owner Data (if different)**1. User Data (Applicant):**A. **User:** WR Communities - E LLC**Address:** c/o Albanese Development Corporation1050 Franklin Ave, Suite 200, Garden City, NY 11530**Federal Employer ID #:** [REDACTED]**Website:** _____**NAICS Code:** 531110(The North American Industry Classification System (NAICS) is the standard used by Federal statistical agencies in classifying business establishments for the purpose of collecting, analyzing, and publishing statistical data related to the U.S. business economy. www.census.gov/eos/www/naics.)**Name of User Officer Certifying Application:** [REDACTED]**Title of Officer:** [REDACTED]**Phone Number:** [REDACTED] **E-mail:** [REDACTED]**B. Business Type:**Sole Proprietorship Partnership
LLCPrivately Held Public Corporation

Listed on _____

State of Incorporation/Formation: New York**C. Nature of Business:**

(e.g., "manufacturer of _____ for _____ industry"; "distributor of _____")

Construction and operation of residential affordable housing project.**D. User Counsel:****Firm Name:** Albanese & Albanese LLP**Address:** 1050 Franklin Ave, Suite 500, Garden City, NY 11530**Individual Attorney:** Arthur L. Colozzi**Phone Number:** 516-248-7000 **E-mail:** ALColozzi@albaneselegal.com

E. Principal Stockholders, Members or Partners, if any, of the User (5% or more equity):

Name	Percent Owned
WRC-E Manager LLC	100%
Community Development Corporation of Long Island	10%*
Albanese WRC-E LLC	90%*

*Members of WRC-E Manager LLC

F. Has the User, or any subsidiary or affiliate of the User, or any stockholder, partner, member, officer, director or other entity with which any of these individuals is or has been associated with:

i. ever filed for bankruptcy, been adjudicated bankrupt or placed in receivership or otherwise been or presently is the subject of any bankruptcy or similar proceeding? (if yes, please explain)

No.

ii. been convicted of a felony, or misdemeanor, or criminal offense (other than a motor vehicle violation)? (if yes, please explain)

No.

G. If any of the above persons (see "E", above) or a group of them, owns more than 50% interest in the User, list all other organizations which are related to the User by virtue of such persons having more than a 50% interest in such organizations.

WR Communities LLC (Master Developer); Albanese Development Corporation (Developer);

Albanese Organization, Inc. (Affiliate); A3 Construction LLC (Construction Manager);

WRC-E Manager LLC (Parent); Albanese WRC-E LLC (Managing Member)

H. Is the User related to any other organization by reason of more than a 50% ownership? If so, indicate name of related organization and relationship:

No.

I. List parent corporation, sister corporations and subsidiaries:

WR Communities LLC (Master Developer); Albanese Development Corporation (Developer);

Albanese Organization, Inc. (Affiliate); A3 Construction LLC (Construction Manager);

WRC-E Manager LLC (Parent); Albanese WRC-E LLC (Managing Member)

Town of Babylon Industrial Development Agency

J. Has the User (or any related corporation or person) been involved in or benefited by any prior industrial development financing in the municipality in which this project is located, whether by this agency or another issuer? (Municipality herein means city, town or village, or if the project is not in an incorporated city, town or village, the unincorporated areas of the county in which it is located.) If so, explain in full:

WR Communities - A LLC (a/k/a 40 Station Drive, Wyandanch, NY 11798);

WR Communities - B LLC (a/k/a 10 Station Drive, Wyandanch, NY 11798)

K. List major bank references of the User:

2. Owner Data

**** (for co-applicants for assistance or where a landlord/tenant relationship will exist between the owner and the user) ****

A. Owner (together with the User, the "Applicant"): _____

Address: _____

Federal Employer ID #: _____ Website: _____

NAICS Code: _____

Name of Owner Officer Certifying Application: _____

Title of Officer: _____

Phone Number: _____ E-mail: _____

B. Business Type:

Sole Proprietorship Partnership Privately Held

Public Corporation Listed on _____

State of Incorporation/Formation: _____

C. Nature of Business:

(e.g., "manufacturer of _____ for _____ industry"; "distributor of _____"; or "real estate holding company")

D. Are the User and the Owner Related Entities? Yes No

i. If yes, the remainder of the questions in this Part I, Section 2 (with the exception of "F" below) need not be answered if answered for the Owner.

ii. If no, please complete all questions below.

E. Owner's Counsel:

Firm Name: _____

Address: _____

Individual Attorney: _____

Phone Number: _____ E-mail: _____

F. Principal Stockholders or Partners, if any (5% or more equity):

Name	Percent Owned
_____	_____
_____	_____
_____	_____

G. Has the Owner, or any subsidiary or affiliate of the Owner, or any stockholder, partner, officer, director or other entity with which any of these individuals is or has been associated with:

i. ever filed for bankruptcy, been adjudicated bankrupt or placed in receivership or otherwise been or presently is the subject of any bankruptcy or similar proceeding? (if yes, please explain)

ii. been convicted of a felony or criminal offense (other than a motor vehicle violation)? (if yes, please explain)

H. If any of the above persons (see "F", above) or a group of them, owns more than 50% interest in the Owner, list all other organizations which are related to the Owner by virtue of such persons having more than a 50% interest in such organizations.

I. Is the Owner related to any other organization by reason of more than a 50% ownership? If so, indicate name of related organization and relationship:

J. List parent corporation, sister corporations and subsidiaries:

K. Has the Owner (or any related corporation or person) been involved in or benefited by any prior industrial development financing in the municipality in which this project is located, whether by this agency or another issuer? (Municipality herein means city, town or village, or if the project is not in an incorporated city, town or village, the unincorporated areas of the county in which it is located.) If so, explain in full:

L. List major bank references of the Owner:

Part II – Operation at Current Location

1. Current Location Address: N/A.

2. Owned or Leased: N/A.

3. Describe your present location (acreage, square footage, number of buildings, number of floors, etc.):

N/A.

4. Type of operation (manufacturing, wholesale, distribution, retail, etc.) and products and/or services:

N/A.

5. Are other facilities or related companies of the Applicant located within the State?

Yes No

A. If yes, list the Address: N/A.

6. If yes to above ("5"), will the completion of the project result in the removal of such facility or facilities from one area of the state to another OR in the abandonment of such facility or facilities located within the State? Yes No

A. If no, explain how current facilities will be utilized: N/A.

B. If yes, please indicate whether the project is reasonably necessary for the Applicant to maintain its competitive position in its industry or remain in the State and explain in full:

N/A.

7. Has the Applicant actively considered sites in another state? Yes No

A. If yes, please list states considered and explain: N/A.

8. Is the requested financial assistance reasonably necessary to prevent the Applicant from moving out of New York State? Yes No

A. Please explain: N/A.

9. Number of full-time employees at current location and average salary: N/A.

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Part III – Project Data

1. **Project Type:**

A. What type of transaction are you seeking?: (Check one)

- Straight Lease Taxable Bonds Tax-Exempt Bonds
 Equipment Only Straight Lease

B. Type of benefit(s) the Applicant is seeking: (Check all that apply)

- Sales Tax Exemption Mortgage Recording Tax Exemption
 Real Property Tax Abatement:

2. **Location of project:**

A. Street Address: 1 Washington Avenue, Wyandanch, NY 11798

B. Tax Map: District 0100 Section 040.00 Block 02.00 Part of Lot(s) 48.006

C. Municipal Jurisdiction:

- i. Village: Hamlet of Wyandanch
 ii. School District: Wyandanch Union Free School District
 iii. Library: Wyandanch Public Library

D. Acreage: 0.964 acres or 41,979 square feet

3. **Project Components (check all appropriate categories):**

- A. Construction of a new building Yes No
 i. Square footage: 102,600 square feet
- B. Renovations of an existing building Yes No
 i. Square footage: _____
- C. Demolition of an existing building Yes No
 i. Square footage: _____
- D. Land to be cleared or disturbed Yes No
 i. Square footage/acreage: 41,979 square feet
- E. Construction of addition to an existing building Yes No
 i. Square footage of addition: _____
 ii. Total square footage upon completion: _____
- F. Acquisition of an existing building Yes No
 i. Square footage of existing building: _____

G. Installation of machinery and/or Equipment Yes No

i. List principal items or categories of equipment to be acquired: _____

Electrical, Plumbing, HVAC, Bathroom, Kitchen Fixtures / Appliances, and other Mechanical Equipment for Operation of Residential Apartment Building.

4. Current Use at Proposed Location:

A. Does the Applicant currently hold fee title to the proposed location?

i. If no, please list the present owner of the site: Town of Babylon L.D. Corporation II

B. Present use of the proposed location: Vacant, cleared land.

C. Is the proposed location currently subject to an IDA transaction (whether through this Agency or another?) Yes No

i. If yes, explain: _____

D. Is there a purchase contract for the site? (if yes, attach): Yes No

E. Is there an existing or proposed lease for the site? (if yes, attach): Yes No

Existing Development Lease.

5. Proposed Use:

A. Describe the specific operations of the Applicant or other users to be conducted at the project site: Own and operate a 124-unit affordable residential apartment housing complex.

B. Proposed product lines and market demands: Affordable residential rental housing.

C. If any space is to be leased to third parties, indicate the tenant(s), total square footage of the project to be leased to each tenant, and the proposed use by each tenant:

Residential tenants to be selected pursuant to an affirmative fair housing marketing plan (AFHMP)

based on the tenants' income at limits of 50%, 60%, 90% or 100% of Area Median Income.

D. Need/purpose for project (e.g., why is it necessary, effect on Applicant's business):

Creation of new affordable and workforce residential rental housing that directly
advances the goals of the Town of Babylon's Wyandanch Rising community
revitalization initiative, namely to improve the social and economic conditions and
sustainability of the Hamlet of Wyandanch.

E. Will any portion of the project be used for the making of retail sales to customers who personally visit the project location? Yes No

i. If yes, what percentage of the project location will be utilized in connection with the sale of retail goods and/or services to customers who personally visit the project location? _____

6. Project Work:

A. Has construction work on this project begun? If yes, complete the following:

- i. Site Clearance: Yes No % Complete _____
- ii. Foundation: Yes No % Complete _____
- iii. Footings: Yes No % Complete _____
- iv. Steel: Yes No % Complete _____
- v. Masonry: Yes No % Complete _____
- vi. Other: _____

B. What is the current zoning? T-5 Urban (Subject to Straight Path Corridor Form-Based Code).

C. Will the project meet zoning requirements at the proposed location?

Yes No

D. If a variance or change of zoning is required, please provide the details/status of the variance or change of zone request:

E. Have site plans been submitted to the appropriate planning department? Yes No

7. Project Completion Schedule:

A. What is the proposed commencement date for the acquisition and the construction/renovation/equipping of the project?

i. Acquisition: January 12, 2018

ii. Construction/Renovation/Equipping: January 12, 2018

B. Provide an accurate estimate of the time schedule to complete the project and when the first use of the project is expected to occur: _____

Construction Financing Closing - January 12, 2018

Construction Completion / C of O - September 12, 2019

Permanent Financing Closing - June 16, 2020

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Part IV – Project Costs and Financing

I. Project Costs:

A. Give an accurate estimate of cost necessary for the acquisition, construction, renovation, improvement and/or equipping of the project location:

<u>Description</u>	<u>Amount</u>
Land and/or building acquisition	\$ 273,700
Building(s) demolition/construction	\$ 26,624,680
Building renovation	\$ _____
Site Work	\$ 2,145,587
Machinery and Equipment	\$ _____
Legal Fees	\$ 450,000
Architectural/Engineering Fees	\$ 1,605,000
Financial Charges	\$ 3,121,190
Other (Specify)	\$ 5,363,164
<small>Other Soft Costs, Fees and Capitalized Reserves.</small>	
Total	\$ 39,583,321

2. Method of Financing:

	<u>Amount</u>	<u>Term</u>
A. Tax-exempt bond financing:	\$ _____	_____ years
B. Taxable bond financing:	\$ _____	_____ years
C. Conventional Mortgage:	\$ 14,000,000	30 years
D. SBA (504) or other governmental financing:	\$ _____	_____ years
E. Public Sources (include sum of all State and federal grants and tax credits):	\$ 22,180,982	
F. Other loans: (Suffolk County; Town HOME)	\$ 1,750,000; 330,000	30 years
G. Owner/User equity contribution:	\$ 1,322,339	15 years
Total Project Costs	\$ 39,583,321	

i. What percentage of the project costs will be financed from public sector sources?

61.3%

3. **Project Financing: (**Complete only if Bond Financing is being utilized**)**

A. Have any of the above costs been paid or incurred (including contracts of sale or purchase orders) as of the date of this application? Yes No

i. If yes, provide detail on a separate sheet.

B. Are costs of working capital, moving expenses, work in progress, or stock in trade included in the proposed uses of bond proceeds? Give details:

C. Will any of the funds borrowed through Agency Bonds be used to repay or refinance an existing mortgage or outstanding loan? Give details:

D. Has the Applicant made any arrangements for the marketing or the purchase of the bond or bonds? If so, indicate with whom.

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Part V – Project Benefits

1. Mortgage Recording Tax Benefit:

A. Mortgage Amount for exemption (include sum total of construction/permanent/bridge financing):

\$ 45,200,000

B. Estimated Mortgage Recording Tax Exemption (product of Mortgage Amount and current Mortgage Recording Tax Rate):

339,000 .75% AAA
\$ 474,600 (45,200,000 x 1.05%) 02-09-18

2. Sales and Use Tax Benefit:

A. Gross amount of costs for goods and services that are subject to State and local Sales and Use Tax (such amount to benefit from the Agency's exemption):

\$ \$21,800,359

B. Estimated State and local Sales and Use Tax exemption (product of current State and Local Sales and Use Tax Rate and figure above):

\$ 1,880,281 (21,800,359 x 8.625%)

C. If your project has a landlord/tenant (owner/user) arrangement, please provide a breakdown of the number in "B" above:

i. Owner: \$ _____

ii. User: \$ _____

3. Real Property Tax Benefit:

A. Identify and describe if the project will utilize a real property tax exemption benefit other than the Agency's PILOT benefit:

N/A.

B. Agency PILOT Benefit:

i. Term of PILOT requested: 40 Years. (coterminous w/ NYS HCR regulatory agreement).

ii. Upon acceptance of this application, the Agency staff will create a PILOT schedule and indicate the estimated amount of PILOT Benefit based on anticipated tax rates and assessed valuation and attached such information to Exhibit A hereto. At such time, the Applicant will certify that it accepts the proposed PILOT schedule and requests such benefit to be granted by the Agency.

**** This application will not be deemed complete and final until Exhibit A hereto has been completed and executed.****

Part VI – Employment Data

1. List the Applicant’s and each users present employment, and estimates of (i) employment at the proposed project location at the end of year one and year two following project completion and (ii) the number of residents of the Labor Market Area* (“LMA”) that would fill the full-time and part-time jobs at the end of year second year following completion:

	<u>Present</u>	<u>First Year</u>	<u>Second Year</u>	<u>Residents of LMA</u>
Full-Time	<u>0</u>	<u>7</u>	<u>7</u>	<u>7</u>
Part-Time**	<u> </u>	<u> </u>	<u> </u>	<u> </u>

* The Labor Market Area includes the Town of Babylon, Nassau and Suffolk Counties.

Full-Time Employee shall mean, with respect to an Annual Period, an individual on the payroll of, receiving customary benefits from, and directly employed during such Annual Period by, any Company Group Entity (and excluding any individuals employed by temporary employment or similar agencies) and each of whom works within the Town for any Company Group Entity during such Annual Period on a “full-time basis” (i.e., working at least a 35-hour week, subject to customary vacation, holiday and sick leave).

****Agency converts Part-time staff to Full-Time Equivalent Employee** as follows, with respect to an Annual Period, two (2) individuals on the payroll of, receiving customary benefits from, and directly employed during such Annual Period by, any Company Group Entity (and excluding any individuals employed by temporary employment or similar agencies) and each of whom works within the Town for any Company Group Entity during such Annual Period on a “part-time basis” (i.e., working at least a 20-hour week, subject to customary vacation, holiday and sick leave).

2. Salary and Fringe Benefits:

Category of Jobs to be Retained and Created	Number of Employees	Average Salary or Range of Salary	Average Fringe Benefits or Range of Fringe Benefits
Management	2	55,000 - 84,000	13,805 - 21,084
Professional			
Administrative	1	46,350	11,634
Production			
Supervisor	1	70,000	19,880
Laborer	3	41,200	11,701
Other			

Note: The Agency reserves the right to visit the facility to confirm that job creation numbers are being met.

3. Annualized salary range of jobs to be created in the first two years (see question #1).

FROM \$ 41,200 TO \$ 84,000

4. List the number of *Construction jobs (if applicable) to be created by the Applicants Project.

	<u>First Year</u>	<u>Second Year</u>	<u>Third Year</u>
* Full-Time	<u>45</u>	<u>90</u>	<u>90</u>
** Part-Time	<u>10</u>	<u>15</u>	<u>20</u>

*Construction jobs are defined as full-time equivalents (FTE), or 2,080-hour units of labor (one construction period job equates to one full-time job for 1 year).

**A part-time or temporary job may be considered one job by other models, but would constitute only a fraction of a job. For example, if a laborer or craftsman worked only 3 months on a construction or renovation project (assuming no overtime), that would be considered one-quarter of a job.

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Part VII – Representations, Certifications and Indemnification

1. Is the Applicant in any litigation which would have a material adverse effect on the Applicant's financial condition? (if yes, furnish details on a separate sheet)

Yes No

2. Has the Applicant or any of the management of the Applicant, the anticipated users or any of their affiliates, or any other concern with which such management has been connected, been cited for a violation of federal, state or local laws or regulations with respect to:

a. Labor practices, (with respect to workers and/or their working conditions and/or their wages, including but not limited to pending or threatened labor strikes, hand billing, consumer boycotts, mass demonstrations or other similar incidents; unfair labor practices complaints; incurred, or potentially incurred, liability including withdrawal liability with respect to an employee benefit plan, including a pension plan; any complaints, claims, proceedings or litigation arising from alleged discrimination in the hiring, firing, promoting, compensating or general treatment of employees. Please consider "discrimination" to include sexual harassment.)

Yes No (If yes, furnish details on a separate sheet)

b. hazardous wastes, environmental pollution,

Yes No (If yes, furnish details on a separate sheet)

c. other operating practices

Yes No (If yes, furnish details on a separate sheet)

3. Is there a likelihood that the Applicant would not proceed with this project without the Agency's assistance? (If yes, please explain why; if no, please explain why the Agency should grant the benefits requested)

Yes No

Without the above benefits provided during the construction phase, there would be insufficient funds to construct the project. Without the PILOT during the operating phase, the project would not be economically viable.

4. If the Applicant is unable to obtain financial assistance from the Agency for the project, what would be the impact on the Applicant and on the municipality?

The Applicant would not be able to construct the project and would be forced to forfeit tens of millions of dollars of State and Federal tax credits awarded for this project, which would jeopardize future funding awards. This would have a devastating effect on the existing completed phases and future phases of the Wyandanch Rising revitalization initiative. Moreover, since the long term economic success of our region depends on access to quality affordable housing options for Long Island's workforce, the region as a whole would be adversely impacted.

5. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if financial assistance is provided for the proposed project:

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

Initial AAA

6. The Applicant understands and agrees that in accordance with Section 858-b(2) of the General Municipal Law, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the project will be listed with the New York State Department of Labor, Community Services Division and with the administrative entity of the service delivery area created pursuant to the Job Training Partnership Act (PL 97-300) in which the project is located (collectively, the "Referral Agencies"). The Applicant also agrees, that it will, except as otherwise provided by collective bargaining contracts or agreements to which they are parties, first consider for such new employment opportunities persons eligible to participate in federal job training partnership programs who shall be referred by the Referral Agencies

Initial AAA

7. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving financial assistance for the proposed project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.

Initial AAA

8. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any financial assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.

Initial AAA

9. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.

Initial AAA

10. In accordance with Section 862(1) of the New York General Municipal Law the Applicant understands and agrees that projects which result in the removal of an industrial or manufacturing plant of the project occupant from one area of the State to another area of the State or in the abandonment of one or more plants or facilities of the project occupant within the State is ineligible for financial assistance from the Agency, unless otherwise approved by the Agency as reasonably necessary to preserve the competitive position of the project in its respective industry or to discourage the project occupant from removing such other plant or facility to a location outside the State.

Initial *AM*

11. The Applicant represents and warrants that to the Applicant's knowledge neither it nor any of its affiliates, nor any of their respective partners, members, shareholders or other equity owners, and none of their respective employees, officers, directors, representatives or agents is, nor will they become a person or entity with who United States persons or entities are restricted from doing business under regulations of the Office of Foreign Asset Control (OFAC) of the Department of the Treasury (including those named on OFAC's Specially Designated and Blocked Persons List or under any statute, executive order including the September 24, 2001, Executive Order Block Property and Prohibiting Transactions with Persons Who Commit, Threaten to Commit, or Support Terrorism, or other governmental action and is not and will not assign or otherwise transfer this Agreement to, contract with or otherwise engage in any dealings or transactions or be otherwise associated with such persons or entities.

Initial *AM*

Initial after receipt and acceptance of Schedule A and Schedule B

12. The Applicant confirms and hereby acknowledges it has received the Agency's fee schedule attached hereto as Schedule A and agrees to pay such fees, together with any expenses incurred by the Agency, including those of Transaction Counsel, with respect to the Facility. The Applicant agrees to pay such expenses and further agrees to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the project.

Initial _____

13. The Applicant hereby agrees to comply with Section 875 of the General Municipal Law. The Company further agrees that the financial assistance granted to the project by the Agency is subject to recapture pursuant to Section 875 of the Act and the Agency's Recapture Policy, attached hereto as Schedule B.

Initial _____

Part VIII – Submission of Materials

Please send under separate cover all information directly to Agency Counsel:

William F. Dudine, Partner
Katten Muchin Rosenman LLP
575 Madison Avenue
New York, NY 10022-2585

1. Financial statements for the last two fiscal years (unless included in the Applicant's annual report).
2. Applicant's annual reports (or 10-K's if publicly held) for the two most recent fiscal years.
3. Quarterly reports (form 10-Q's) and current reports (form 8-K's) since the most recent annual report, if any.
4. In addition, please attach the financial information described in items A, B, and C of any expected guarantor of the proposed bond issue.
5. Completed Long Environmental Assessment Form.
6. Most recent quarterly filing of NYS Department of Labor Form 45, as well as the most recent fourth quarter filing. Please remove or redact any employee Social Security numbers and note the full-time equivalency for part-time employees.

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Part IX – Certification

Anthony A. Albanese (name of representative of company submitting application) deposes and says that he or she is the Authorized Person (title) of WR Communities - E LLC, the corporation (company name) named in the attached application; that he or she has read the foregoing application and knows the contents thereof; and that the same is true to his or her knowledge.

Deponent further says that s/he is duly authorized to make this certification on behalf of the entity named in the attached Application (the "Applicant") and to bind the Applicant. The grounds of deponent's belief relative to all matters in said Application which are not stated upon his/her personal knowledge are investigations which deponent has caused to be made concerning the subject matter this Application, as well as information acquired by deponent in the course of his/her duties in connection with said Applicant and from the books and papers of the Applicant.

As representative of the Applicant, deponent acknowledges and agrees that Applicant shall be and is responsible for all costs incurred by the Town of Babylon Industrial Development Agency (hereinafter referred to as the "Agency") in connection with this Application, the attendant negotiations and all matters relating to the provision of financial assistance to which this Application relates, whether or not ever carried to successful conclusion. If, for any reason whatsoever, the Applicant fails to conclude or consummate necessary negotiations or fails to act within a reasonable or specified period of time to take reasonable, proper, or requested action or withdraws, abandons, cancels or neglects the application or if the Applicant is unable to find buyers willing to purchase the total bond issue required, then upon presentation of invoice, Applicant shall pay to the Agency, its agents or assigns, all actual costs incurred with respect to the application, up to that date and time, including fees to bond or transaction counsel for the Agency and fees of general counsel for the Agency. Upon successful conclusion and sale of the transaction contemplated herein, the Applicant shall pay to the Agency an administrative fee set by the Agency in accordance with its fee schedule in effect on the date of the foregoing application, and all other appropriate fees, which amounts are payable at closing.



Representative of Applicant

Sworn to me before this _____
Day of _____, 20 _____

(seal)

Part IX – Certification

Property Owner (if different from Applicant)

_____ (name of representative of owner submitting application)
deposes and says that he or she is the _____ (title) of _____,
the corporation (company name) named in the attached application; that he or she has read the foregoing
application and knows the contents thereof; and that the same is true to his or her knowledge.

Deponent further says that s/he is duly authorized to make this certification on behalf of the entity
named in the attached Application (the "Applicant") and to bind the Applicant. The grounds of
deponent's belief relative to all matters in said Application which are not stated upon his/her personal
knowledge are investigations which deponent has caused to be made concerning the subject matter this
Application, as well as information acquired by deponent in the course of his/her duties in connection
with said Applicant and from the books and papers of the Applicant.

As representative of the Applicant, deponent acknowledges and agrees that Applicant shall be and is
responsible for all costs incurred by the Town of Babylon Industrial Development Agency (hereinafter
referred to as the "Agency") in connection with this Application, the attendant negotiations and all
matters relating to the provision of financial assistance to which this Application relates, whether or not
ever carried to successful conclusion. If, for any reason whatsoever, the Applicant fails to conclude or
consummate necessary negotiations or fails to act within a reasonable or specified period of time to take
reasonable, proper, or requested action or withdraws, abandons, cancels or neglects the application or if
the Applicant is unable to find buyers willing to purchase the total bond issue required, then upon
presentation of invoice, Applicant shall pay to the Agency, its agents or assigns, all actual costs incurred
with respect to the application, up to that date and time, including fees to bond or transaction counsel for
the Agency and fees of general counsel for the Agency. Upon successful conclusion and sale of the
transaction contemplated herein, the Applicant shall pay to the Agency an administrative fee set by the
Agency in accordance with its fee schedule in effect on the date of the foregoing application, and all
other appropriate fees, which amounts are payable at closing.

Representative of Applicant

Sworn to me before this _____
Day of _____, 20 _____

(seal)

EXHIBIT A

Proposed PILOT Schedule

Upon acceptance of the Application and completion of the Cost Benefit Analysis, the Agency will attach the proposed PILOT Schedule, together with the estimates of net exemptions based on estimated tax rates and assessment values to this Exhibit.

Applicant requests that the PILOT be structured the same as the PILOT for the residential components of Wyandanch Rising - Building A and Wyandanch Rising - Building B, with annual payments of +/- \$100,000 fixed for forty (40) years, to be coterminous with the regulatory agreement the Applicant will enter into with New York State Homes & Community Renewal.

Application: WR Communities – E, LLC

EXHIBIT A

Payments in Lieu of Taxes on the Land and the Buildings:

For the period commencing on the PILOT Commencement Date (hereinafter defined) until the earlier of (i) the date on which the straight lease transaction is terminated or (ii) the date on which the Agency no longer has a leasehold interest in the Facility, the Company shall make PILOT payments as follows:

Definitions

PILOT Commencement Date = the Taxable Status Date of the Town (i.e., March 1) immediately following the issuance of a certificate of occupancy, certificate of completion or any other document that attests to compliance with applicable building codes after completion of construction of the Facility.

A = The “**Full Assessed Value**” of the Facility as determined by the Town Tax Assessor immediately after the issuance by the Town of a final Certificate of Occupancy for the Facility and any modification of the assessed value as thereafter determined by the Town Tax Assessor.

B = the “**Base PILOT**” which equals the Stabilized Assessed Value multiplied by the then current tax rate of the Town for such Tax Year.

C = The current tax rate of the Town then in effect for such Tax Year.

S = The “**Stabilized Base Assessed Value**”, which equals \$27,930 (the assessed value of the Facility Realty on the Commencement Date).

Tax Year = Each Tax Year of the Town currently commences December 1 and ends November 30. The first Tax Year below shall commence on the December 1 of the year immediately following the March 1 of such year immediately succeeding issuance of a certificate of occupancy, certificate of completion or any other document that attests to compliance with applicable building codes after completion of construction of the Facility.

Tax Year

1 through 30, inclusive	B	+	0		
31	B	+	((A-S) x C)	x	9.1%
32	B	+	((A-S) x C)	x	18.2%

33	B	+	((A-S) x C)	x	27.3%
34	B	+	((A-S) x C)	x	36.4%
35	B	+	((A-S) x C)	x	45.5%
36	B	+	((A-S) x C)	x	54.6%
37	B	+	((A-S) x C)	x	63.7%
38	B	+	((A-S) x C)	x	72.8%
39	B	+	((A-S) x C)	x	81.9%
40	B	+	((A-S) x C)	x	91.0%

41 and thereafter

Full taxes due on the assessed value of the Facility Realty in accordance with the then current tax rate of the Town and then current assessed value of the Facility Realty.

Exhibit A

Estimate of Net PILOT Exemptions

AAA
02-09-18

1 Washington Avenue
Wyandanch, NY 11798
0100 000.00 00.00 000.000

February 9, 2018

Assuming Constants of:

2017-2018	Projected Assessed Value	114020	
	Tax rate for Hems eligible for PILOT	337.7722	385,128
	Other Non-Abated taxes		35,109
			420,237

	Abate	Tax	
Yrs 1-30 @	100.0%	0.0%	
Yrs 31-40	-9.1%	9.1%	increments

Estimated Construction completion - 9/12/2019

		2.00%	40 BASE PILOT	Year PILOT	Incremental	Increment					
		Rate	27930	Abate	PILOT	PILOT	Non-Abated	To be Paid	Savings		
					86090						
2020	2021	358.0385	1	100,000	100.0%	0.0%	-	100,000	35,110	135,110	308,250
2021	2022	365.1993	2	102,000	100.0%	0.0%	-	102,000	35,110	137,110	314,400
2022	2023	372.5033	3	104,040	100.0%	0.0%	-	104,040	35,110	139,150	320,700
2023	2024	379.9534	4	106,120	100.0%	0.0%	-	106,120	35,110	141,230	327,100
2024	2025	387.5525	5	108,245	100.0%	0.0%	-	108,245	35,110	143,355	333,650
2025	2026	395.3036	6	110,410	100.0%	0.0%	-	110,410	35,110	145,520	340,300
2026	2027	403.2097	7	112,615	100.0%	0.0%	-	112,615	35,110	147,725	347,150
2027	2028	411.2739	8	114,870	100.0%	0.0%	-	114,870	35,110	149,980	354,050
2028	2029	419.4994	9	117,165	100.0%	0.0%	-	117,165	35,110	152,275	361,150
2029	2030	427.8894	10	119,510	100.0%	0.0%	-	119,510	35,110	154,620	368,350
2030	2031	436.4472	11	121,900	100.0%	0.0%	-	121,900	35,110	157,010	375,750
2031	2032	445.1761	12	124,340	100.0%	0.0%	-	124,340	35,110	159,450	383,250
2032	2033	454.0796	13	126,825	100.0%	0.0%	-	126,825	35,110	161,935	390,900
2033	2034	463.1612	14	129,360	100.0%	0.0%	-	129,360	35,110	164,470	398,750
2034	2035	472.4244	15	131,950	100.0%	0.0%	-	131,950	35,110	167,060	406,700
2035	2036	481.8729	16	134,585	100.0%	0.0%	-	134,585	35,110	169,695	414,850
2036	2037	491.5104	17	137,280	100.0%	0.0%	-	137,280	35,110	172,390	423,150
2037	2038	501.3406	18	140,025	100.0%	0.0%	-	140,025	35,110	175,135	431,600
2038	2039	511.3674	19	142,825	100.0%	0.0%	-	142,825	35,110	177,935	440,250
2039	2040	521.5947	20	145,680	100.0%	0.0%	-	145,680	35,110	180,790	449,050
2040	2041	532.0266	21	148,595	100.0%	0.0%	-	148,595	35,110	183,705	458,000
2041	2042	542.6671	22	151,565	100.0%	0.0%	-	151,565	35,110	186,675	467,200
2042	2043	553.5204	23	154,600	100.0%	0.0%	-	154,600	35,110	189,710	476,500
2043	2044	564.5908	24	157,690	100.0%	0.0%	-	157,690	35,110	192,800	486,050
2044	2045	575.8826	25	160,845	100.0%	0.0%	-	160,845	35,110	195,955	495,800
2045	2046	587.4003	26	164,060	100.0%	0.0%	-	164,060	35,110	199,170	505,700
2046	2047	599.1483	27	167,340	100.0%	0.0%	-	167,340	35,110	202,450	515,800
2047	2048	611.1313	28	170,690	100.0%	0.0%	-	170,690	35,110	205,800	526,100
2048	2049	623.3539	29	174,105	100.0%	0.0%	-	174,105	35,110	209,215	536,650
2049	2050	635.8210	30	177,585	100.0%	0.0%	-	177,585	35,110	212,695	547,400
2050	2051	648.5374	31	181,135	90.9%	9.1%	50,780	231,915	35,110	267,025	507,550
2051	2052	661.5081	32	184,760	81.8%	18.2%	103,658	288,418	35,110	323,528	465,850
2052	2053	674.7383	33	188,455	72.7%	27.3%	158,584	347,019	35,110	382,129	422,300
2053	2054	688.2331	34	192,225	63.6%	36.4%	215,692	407,917	35,110	443,027	376,800
2054	2055	701.9978	35	196,070	54.5%	45.5%	274,973	471,043	35,110	506,153	329,400
2055	2056	716.0378	36	199,990	45.4%	54.6%	336,609	536,599	35,110	571,709	279,850
2056	2057	730.3586	37	203,990	36.3%	63.7%	400,529	604,519	35,110	639,829	228,250
2057	2058	744.9658	38	208,070	27.2%	72.8%	466,870	674,940	35,110	710,050	174,450
2058	2059	759.8851	39	212,230	18.1%	81.9%	535,781	748,011	35,110	783,121	118,400
2059	2060	775.0624	40	216,475	9.0%	91.0%	607,184	823,659	35,110	858,769	60,050
				\$6,040,220			\$3,150,640	\$9,190,860	\$1,404,400	\$10,595,260	\$15,467,450

SCHEDULE A

Agency's Fee Schedule

AAA
02-09-18

SCHEDULE A

Agency's Fee Schedule

2/9/2018

1 Washington, Avenue
Wyandanch, NY 11798 **(Wyand SD)**
0100 000.00 00.00 000.000

Application Fee **\$ 1,500**

Estimated Public Hearing Notice and Deviation Memo delivery **\$ 1,100**

Large Development

1-15 M	15,000,000	1.00%	150,000
15- 25 M	10,000,000	0.75%	75,000
25 - 35 M	10,000,000	0.50%	50,000
< 35 M	4,583,321	0.25%	11,460

Estimated (Estimated Project costs **39,583,321** **\$ 286,460**

Plus .75% of estimated savings **132,650**

Estimated Closing fee **\$ 419,110** **\$ 419,110**

Total Estimated Fees **\$ 421,710**

Estimated Savings

Est PILOT				\$15,467,450
Est Mtg Rec	pg 16	45,200,000	0.75	339,000
Est Sales Tax	pg 16	21,800,359	0.08625	1,880,281
Estimated Savings				17,686,731
.75% of Estimated Savings				132650

SCHEDULE B

Agency's Recapture Policy

Application: WR Communities-E LLC

SCHEDULE B

Recapture of Agency Benefits.

It is understood and agreed by the parties to this Agreement that the Agency is entering into this Agreement in order to provide financial assistance to the Lessee for the Project and to accomplish the public purposes of the Act. In consideration therefor, the Lessee hereby agrees that if the Lessee shall fail to cause substantial completion of the Facility on or prior to the Substantial Completion Date, the Lessee shall pay to the Agency as a return of public benefits conferred by the Agency one hundred percent (100%) of the Benefits (as defined below).

As used in this Section 8.5, the term "Benefits" shall mean, collectively:

(1) all real estate tax benefits which have accrued to the benefit of the Lessee commencing from and after the "Commencement Date", and during the period of time that the Agency had a leasehold or controlling interest in the Facility Realty, such tax benefits to be computed by subtracting the payments in lieu of taxes paid under Section 4.3 hereof, if any, (which amount may be zero) from those payments which the Lessee would have been required to pay during the term of this Agreement (within the meaning of Section 3.2 hereof) had the Town determined the amount of such real estate taxes as would be due if the Agency had not had a leasehold or controlling interest in the Facility Realty during such term; and

(2) all miscellaneous benefits derived from the Agency's participation in the straight-lease transaction contemplated by this Agreement, including, but not limited to, any exemption from any applicable state or local sales and use tax, and filing and recording fees accruing from and after the date hereof.

Notwithstanding the foregoing, no recapture payment will be due this under Section 8.5 if the failure to substantially complete the Project has arisen as a direct, immediate result of (i) a taking or condemnation by governmental authority of all or substantially all of the Facility Realty, (ii) the inability at law of the Lessee to substantially complete the Project which inability shall have arisen in good faith through no fault on the part of the Lessee or any Affiliate or (iii) a Force Majeure event pursuant to Section 9.1 hereof.

617.20
Appendix B
Short Environmental Assessment Form

Instructions for Completing

Part 1 - Project Information. The applicant or project sponsor is responsible for the completion of Part 1. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information.

Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

Part 1 - Project and Sponsor Information			
Name of Action or Project: Wyandanch Rising - Building E1			
Project Location (describe, and attach a location map): 1 Washington Avenue, Wyandanch, NY 11798			
Brief Description of Proposed Action: Construction of new affordable and workforce residential rental housing, consisting of 124 apartment units.			
Name of Applicant or Sponsor: WR Communities - E LLC		Telephone: 516-746-6000	
		E-Mail: aaa@albaneseorg.com	
Address: c/o Albanese Development Corporation, 1050 Frankin Ave, Ste 200			
City/PO: Garden City		State: NY	Zip Code: 11530
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.			NO YES
			X
2. Does the proposed action require a permit, approval or funding from any other governmental Agency? If Yes, list agency(s) name and permit or approval:			NO YES
Town of Babylon Department of Planning & Development - Building Permit			X
3.a. Total acreage of the site of the proposed action?		.964	acres
b. Total acreage to be physically disturbed?		.964	acres
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor?		3.483	acres
4. Check all land uses that occur on, adjoining and near the proposed action.			
<input type="checkbox"/> Urban <input type="checkbox"/> Rural (non-agriculture) <input type="checkbox"/> Industrial <input type="checkbox"/> Commercial <input checked="" type="checkbox"/> Residential (suburban)			
<input type="checkbox"/> Forest <input type="checkbox"/> Agriculture <input type="checkbox"/> Aquatic <input checked="" type="checkbox"/> Other (specify): <u>Retail</u>			
<input type="checkbox"/> Parkland			

5. Is the proposed action, a. A permitted use under the zoning regulations?	NO	YES	N/A
		X	
b. Consistent with the adopted comprehensive plan?		X	
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	NO	YES	
			X
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area? If Yes, identify: _____	NO	YES	
		X	
8. a. Will the proposed action result in a substantial increase in traffic above present levels?	NO	YES	
		X	
			X
b. Are public transportation service(s) available at or near the site of the proposed action?			X
c. Are any pedestrian accommodations or bicycle routes available on or near site of the proposed action?			X
9. Does the proposed action meet or exceed the state energy code requirements? If the proposed action will exceed requirements, describe design features and technologies: _____	NO	YES	
			X
10. Will the proposed action connect to an existing public/private water supply? [If Yes, does the existing system have capacity to provide service? <input type="checkbox"/> NO <input checked="" type="checkbox"/> YES] If No, describe method for providing potable water: _____	NO	YES	
			X
11. Will the proposed action connect to existing wastewater utilities? [If Yes, does the existing system have capacity to provide service? <input type="checkbox"/> NO <input checked="" type="checkbox"/> YES] If No, describe method for providing wastewater treatment: _____	NO	YES	
			X
12. a. Does the site contain a structure that is listed on either the State or National Register of Historic Places?	NO	YES	
		X	
b. Is the proposed action located in an archeological sensitive area?		X	
13. a. Does any portion of the site of the proposed action, or lands adjoining the proposed action, contain wetlands or other waterbodies regulated by a federal, state or local agency?	NO	YES	
		X	
		X	
b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody? If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: _____			
14. Identify the typical habitat types that occur on, or are likely to be found on the project site. Check all that apply: <input type="checkbox"/> Shoreline <input type="checkbox"/> Forest <input type="checkbox"/> Agricultural/grasslands <input type="checkbox"/> Early mid-successional <input type="checkbox"/> Wetland <input type="checkbox"/> Urban <input type="checkbox"/> Suburban			
15. Does the site of the proposed action contain any species of animal, or associated habitats, listed by the State or Federal government as threatened or endangered?	NO	YES	
		X	
16. Is the project site located in the 100 year flood plain?	NO	YES	
		X	
17. Will the proposed action create storm water discharge, either from point or non-point sources? If Yes, a. Will storm water discharges flow to adjacent properties? <input checked="" type="checkbox"/> NO <input type="checkbox"/> YES b. Will storm water discharges be directed to established conveyance systems (runoff and storm drains)? If Yes, briefly describe: _____ _____	NO	YES	
		X	
		X	

18. Does the proposed action include construction or other activities that result in the impoundment of water or other liquids (e.g. retention pond, waste lagoon, dam)? If Yes, explain purpose and size: _____ _____	NO	YES
	X	
19. Has the site of the proposed action or an adjoining property been the location of an active or closed solid waste management facility? If Yes, describe: _____ _____	NO	YES
	X	
20. Has the site of the proposed action or an adjoining property been the subject of remediation (ongoing or completed) for hazardous waste? If Yes, describe: _____ _____	NO	YES
	X	

I AFFIRM THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE

Applicant/sponsor name: WR Communities - E LLC

Date: 11 / 07 / 2017

Signature: 

Part 2 - Impact Assessment. The Lead Agency is responsible for the completion of Part 2. Answer all of the following questions in Part 2 using the information contained in Part 1 and other materials submitted by the project sponsor or otherwise available to the reviewer. When answering the questions the reviewer should be guided by the concept "Have my responses been reasonable considering the scale and context of the proposed action?"

	No, or small impact may occur	Moderate to large impact may occur
1. Will the proposed action create a material conflict with an adopted land use plan or zoning regulations?		
2. Will the proposed action result in a change in the use or intensity of use of land?		
3. Will the proposed action impair the character or quality of the existing community?		
4. Will the proposed action have an impact on the environmental characteristics that caused the establishment of a Critical Environmental Area (CEA)?		
5. Will the proposed action result in an adverse change in the existing level of traffic or affect existing infrastructure for mass transit, biking or walkway?		
6. Will the proposed action cause an increase in the use of energy and it fails to incorporate reasonably available energy conservation or renewable energy opportunities?		
7. Will the proposed action impact existing: a. public / private water supplies? b. public / private wastewater treatment utilities?		
8. Will the proposed action impair the character or quality of important historic, archaeological, architectural or aesthetic resources?		
9. Will the proposed action result in an adverse change to natural resources (e.g., wetlands, waterbodies, groundwater, air quality, flora and fauna)?		

	No, or small impact may occur	Moderate to large impact may occur
10. Will the proposed action result in an increase in the potential for erosion, flooding or drainage problems?		
11. Will the proposed action create a hazard to environmental resources or human health?		

Part 3 - Determination of significance. The Lead Agency is responsible for the completion of Part 3. For every question in Part 2 that was answered "moderate to large impact may occur", or if there is a need to explain why a particular element of the proposed action may or will not result in a significant adverse environmental impact, please complete Part 3. Part 3 should, in sufficient detail, identify the impact, including any measures or design elements that have been included by the project sponsor to avoid or reduce impacts. Part 3 should also explain how the lead agency determined that the impact may or will not be significant. Each potential impact should be assessed considering its setting, probability of occurring, duration, irreversibility, geographic scope and magnitude. Also consider the potential for short-term, long-term and cumulative impacts.

<input type="checkbox"/> Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action may result in one or more potentially large or significant adverse impacts and an environmental impact statement is required.	
<input type="checkbox"/> Check this box if you have determined, based on the information and analysis above, and any supporting documentation, that the proposed action will not result in any significant adverse environmental impacts.	
_____	_____
Name of Lead Agency	Date
_____	_____
Print or Type Name of Responsible Officer in Lead Agency	Title of Responsible Officer
_____	_____
Signature of Responsible Officer in Lead Agency	Signature of Preparer (if different from Responsible Officer)