

**AUTHORIZING RESOLUTION**  
*(Peekskill Firehouse Kitchen Incubator Project)*

A regular meeting of the Peekskill Facilities Development Corporation was convened on February 22, 2022, at 7:00 p.m. at 840 Main Street, Peekskill, New York 10566

The meeting was called to order by the Chair, with the following members being:

Present: Ms. Post, Ms. Thompson, Ms. Bell-Smith, Mr. Kravitz, Dr. Mauricio

Absent:

Staff Present: Mr. Rudikoff, Ms. Lockwood, Mr. Boyd

Also Present: PIDA and PLDC Board Member, Ms. Claxton, Mike Miner, MJM Video

On motion duly made and seconded, the following resolution was placed before the members of the City of Peekskill Industrial Development PFDC:

Resolution No. 2022 – 01

**RESOLUTION OF THE PEEKSKILL FACILITIES DEVELOPMENT CORPORATION (THE “CORPORATION”) AUTHORIZING CERTAIN PRELIMINARY MATTERS RELATING TO THE PEEKSKILL FIREHOUSE KITCHEN INCUBATOR PROJECT**

WHEREAS, pursuant to Sections 402 and 1411 of the Not-For-Profit Corporation Law (“N-PCL”) of the State of New York, the Peekskill Facilities Development Corporation (“PFDC”) was established as a domestic, not-for-profit local development corporation pursuant to a Certificate of Incorporation (the “Certificate”) to undertake certain charitable and public purposes, among other things, including relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, carrying on scientific research for the purpose of aiding the City of Peekskill, New York (the “City”) by attracting new industry to the City or by encouraging the development of, or retention of, an industry in the City, and lessening the burdens of government and acting in the public interest; and

WHEREAS, the City owns of a certain parcel of real property and existing improvements located at 701 Washington Street (Tax Parcel Number No. 32.20-9-1) in the City of Peekskill upon which is situated the former, vacant 8,000 square foot Centennial Hose Municipal Fire Station (the “Property”); and

WHEREAS, PFDC, the City and the City of Peekskill Industrial Development Agency (“PIDA”), along with the support of the County of Westchester (the “County”) are in the process of investigating the feasibility of transforming the Property into “The Peekskill Firehouse Kitchen Incubator”, which would include a licensed five (5) kitchen facility for the public

economic development benefit of helping startup food businesses (“Foodpreneurs”) start up and grow (collectively, the “Project”, as more specifically described herein); and

WHEREAS, the Project is contemplated to be a unique kitchen incubator facility to provide (i) commercial kitchens ‘for lease’ to Foodpreneurs and other food production and food sales entrepreneurs, (ii) community-based food skills training services and programs for food entrepreneurs, (iii) job training and other workforce development initiatives; and

WHEREAS, it is contemplated that the Project will be structured as a “public-private partnership” led by PFDC to serve as Project owner and developer, with PIDA and the County providing programming and financial support for the construction and long-term operation of the Facility by a selected tenant operator and/or directly engaged staff to oversee operations; and

WHEREAS, in furtherance of the Project and to allow PFDC to undertake the planning, design, engineering, construction, renovation and initial equipping of the Property, the parties contemplate working collaboratively to allow PFDC to acquire title to the Property (the “Transfer”), which may be undertaken through the surplus of the property by the City to PFDC pursuant to and in accordance with Section 1411(d) of the Not-for-Profit Corporation Law (“N-PCL”); and

WHEREAS, as a primary source of funding to undertake the planning, design, engineering, construction, renovation and initial equipping of the Property, PFDC will apply to the US Department of Commerce – Economic Development Administration (“EDA”) for grant funding in an amount contemplated to be approximately \$3.3M (the “EDA Grant”); and

WHEREAS, in order to support the Project and provide necessary local matching funds for the EDA Grant, it is contemplated that PIDA will provide (i) non-recourse financial assistance in the form of real property tax exemptions (if applicable), and (ii) up to \$700,000.00 in Project funding in the form of qualified matching funds for the EDA Grant and certain soft costs to support the planning, design, engineering, permitting, and various start-up costs, financing and operator procurement soft cost requirements to successfully apply for the EDA Grant and assist PFDC with the implementation of the Project (collectively, the “PIDA Assistance”); and

WHEREAS, PFDC and the Project in general have received financial support from the County in connection with predevelopment architectural, engineering, feasibility and grant writing resources from the County, and the County has expressed an intention of continuing to be involved and providing resources to the Project in the form of soft cost expenditures and the provision of other programmatic resources, including workforce development programs and other collateral assistance (collectively, the “County Support”); and

WHEREAS, PFDC, the City, PIDA and the County desire to establish a Project Oversight Committee (the “Project Committee”) one (1) member of which will be appointed by the Common Council, to guide the development of the Project, establish Project operational models, oversee solicitation of selected operator(s) and staffing, oversee engagement of

contractors for the redevelopment, and generally guide the ongoing long term operations of the Project; and

WHEREAS, the City originally acquired the Property from the County subject to a reverter clause requiring continued municipal use (the “Reverter”), and in furtherance of the Project and the Transfer, the City and PFDC will work with the County to either secure a release, modification and/or waiver of the Reverter that will permit PFDC to acquire title to the Property and undertake the Project; and

WHEREAS, PFDC, the City and PIDA desire to (i) enter into a non-binding Memorandum of Understanding (the “Local MOU”) outlining the major development objectives and their respective roles in developing the proposed Project, and (ii) PFDC, the City and County also desire to enter into a companion Memorandum of Understanding (the “County MOU”) relating to the same; and

WHEREAS, PFDC desires to authorize (i) continued preliminary undertakings with respect to the Project, including ongoing coordination of planning, design, engineering and feasibility studies for the Project, (ii) the submission of the application to EDA for the EDA Grant, (iii) execution and delivery of the Local MOU and County MOU, and (iv) related matters with respect to the Project.

NOW, THEREFORE, BE IT RESOLVED BY THE DIRECTORS OF THE PEEKSKILL FACILITES DEVELOPMENT CORPORATION AS FOLLOWS:

Section 1. The PFDC hereby authorizes the continued preliminary undertakings with respect to the Project, including ongoing coordination of planning, design, engineering and feasibility studies for the Project.

Section 2. The PFDC hereby authorizes the Chairman, Vice Chairman and/or Executive Director to finalize and submit the application to EDA for the EDA Grant.

Section 3. The PFDC hereby authorizes the Chairman, Vice Chairman and/or Executive Director to finalize, execute and deliver the Local MOU and County MOU in substantially the forms set before this meeting.

Section 4. The members, officers, employees and agents of the PFDC are hereby authorized and directed for and in the name and on behalf of the PFDC to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the PFDC with all of the terms, covenants and provisions of the documents executed for and on behalf of the PFDC.

Section 5. These Resolutions shall take effect immediately upon adoption.