

The intent of the Troy City Hall Grant and the Public Access Improvement Grant was to provide for consulting and design services for 200 parking spaces and riverfront access. This “public” component is required in order to be able to legally make use of the grant funds now remaining at \$3,688,631.00 as stated in the Land Development Agreement.

Based on the last plan submitted there is no longer a public parking component. If it is the intent to justify the “public” component requirement by leasing, granting easements to or transferring ownership of the “public” areas of the Project to the City as seems to be provided for in the Land Development Agreement excerpt below then TIDA should be made aware of the proposed structure of the deal before granting tax relief.

Article II, Section 2.2

The Land Development Agreement states that the transfer of the Land by the City to the Developer shall be subject to:

- (i) reserved rights of access, egress and required utility construction in the forms of permanent easements and rights of way
- (ii) a reserved right of way for the continued existence and location of Front Street through the Land, as may be approved by the City (by and through the Mayor);
- (iii) a reserved leasehold interest in the Project to be held by TIDA in connection with a non-recourse straight lease transaction (the "Straight-Lease Transaction") to be entered into by TIDA and the Company pursuant to Section 1963 of the Public Authorities Law ("PAL"); and
- (iv) a reserved leasehold or easement interest in the as-completed Parking Improvements (as may be required to secure the City Grant Funding, as defined herein) and Infrastructure Improvements to be memorialized in one or more agreements by and between the Company and the City (the "City Reserved Interest"), such City Reserved Interest to be sufficient to qualify the City Grant Funding (collectively; the foregoing being the "Reserved Rights").

The TIDA should understand what these leaseholds or easements will mean to the City in terms of annual expense for maintenance and upkeep. This is a common ruse where the maintenance and upkeep of the “public” components of a project are dumped on the municipality.

Since the new plan has not yet been reviewed we must assume that the TIDA is being asked to act on a request for tax relief based on the old plan. Once again, is it appropriate to be granting tax relief before the scope and finances of the project are understood by the City?

Article II, Section 2.4 (b)

The Company shall within the earlier of

- (i) ninety (90) days after the date hereof, or
- (ii) within ten (10) business days after the Company's receipt of preliminary site plan approval submit one or more Applications for Financial Assistance to TIDA for consideration and approval in accordance with TIDA 's standard procedures.

I read this to say that they should have applied to the TIDA by February 5, 2015.

Also, keep in mind that the Kirchhoff/Sequence proposal states on page 7 that “the movement experience down to the park will be a series of urban gardens maintained by our key partners”