

**Town of Riverhead Industrial Development Agency
Board Meeting
January 6, 2025 5:00 pm Riverhead Town Hall**

P R O P O S E D A G E N D A

- I. Call to Order**

- II. Consideration of Proposed Agenda**

- III. Consideration of the Minutes:** Consideration of December 2, 2024 minutes.
RESOLUTION #-01-25

- IV. Correspondence:** None

- V. Presentation:** None

- VI. Treasurer's Report:**
RESOLUTION #02-25 Accepts Report of Expenses and Authorizes Payment
of Bills as of December 31, 2024

- VII. Committee Reports**
 - a. Audit: None
 - b. Governance: None
 - c. Finance Committee: None

- IX. Old Business –**
 - a. Consideration to Accept Amended Application for Island Water Park dba
Scott's Point **RESOLUTION # #34-24**

- X. New Business –** None

- XI. Adjournment**

December 30, 2024

Date: December 2, 2024

At a meeting of the Town of Riverhead Industrial Development Agency (the “**Agency**”), held at Town Hall, 4 West Second Street, in Riverhead, New York, in said Town, on December 2, 2024 at 5:00 p.m. o’clock, Prevailing Time.

Present: James B. Farley, Chairman
Lee Mendelson, Treasurer
Doug Williams, Asst. Treasurer
Lori Ann Pipczynski, Vice Chairwoman

Absent:

Also Present: Tracy Stark-James, Executive Director
Terance V. Walsh, Esq., Transaction Counsel

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action to accept a revised application for a certain industrial development facility more particularly described below (Island Water Park Corp./Island Water Park Operations, LLC 2021 Facility).

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

Voting Aye

Voting Nay

RESOLUTION #34-24

DATED DECEMBER 2, 2024

A RESOLUTION AUTHORIZING THE TOWN OF RIVERHEAD INDUSTRIAL DEVELOPMENT AGENCY TO ACCEPT AN APPLICATION FOR A CERTAIN PROPOSED PROJECT AMENDMENT FOR THE AGENCY'S ISLAND WATER PARK CORP./ISLAND WATER PARK OPERATIONS, LLC 2021 FACILITY

WHEREAS, the Town of Riverhead Industrial Development Agency (the "**Agency**") previously provided assistance to Island Water Park Corp., a business corporation organized and existing under the laws of the State of New York (the "**Company**"), and Island Water Park Operations, LLC, a limited liability company organized and existing under the laws of the State of New York (the "**Sublessee**"), for a project originally described as: (a) the acquisition of an approximately 42 acre parcel of land located at 5835 Middle Country Road, Calverton, New York 11933 (SCTM# 0600-135.00-01.00-007.034) (the "**Land**"), the construction of an approximately 75,000 square foot building thereon (the "**Improvements**"), and the acquisition and installation therein of certain equipment and personal property, not part of the Equipment (as defined below) (the "**Facility Equipment**"; and together with the Land and the Improvements, the "**Company Facility**"), which Company Facility is subleased by the Agency to the Company and subleased by the Company to the Sublessee; and (b) the acquisition and installation of certain equipment and personal property, including but not limited to, kitchen equipment, computer and information technology systems, lighting, furniture, televisions, HVAC, plumbing and equipment for its attractions as more fully described below (the "**Equipment**"; and together with the Company Facility, the "**Facility**"), which Equipment is leased by the Agency to the Sublessee and which Facility is used by the Sublessee as an indoor/outdoor extreme water sports park including an indoor surf pool, rock climbing walls, indoor and outdoor volleyball courts, a zip line, spectator seating, obstacle courses, bumper boats, water slides, fitness center, spa, a pro shop, restaurants and recreational facility to be used year-round by visitors of the Town of Riverhead (the "**Original Project**"); and

WHEREAS, the Agency acquired a leasehold interest in the Land and the Improvements pursuant to a certain Company Lease Agreement, dated as of December 1, 2021 (the "**Company Lease**"), by and between the Company, as lessor, and the Agency, as lessee, and a memorandum of Company Lease was to be recorded in the Suffolk County Clerk's office; and

WHEREAS, The Agency currently leases the Facility to the Company pursuant to a certain Lease and Project Agreement, dated as of December 1, 2021 (the "**Lease Agreement**"), by and between the Agency, as lessor, and the Company, as lessee, and a memorandum of Lease Agreement was to be recorded in the Suffolk County Clerk's office; and

WHEREAS, the Equipment is leased to the Sublessee by the Agency pursuant to an Equipment Lease Agreement, dated as of December 1, 2021 (the "**Equipment Lease**"), between the Agency and the Sublessee; and

WHEREAS, The Company is sub-subleasing the Company Facility to the Sublessee pursuant to a certain Sublease Agreement, dated as of December 1, 2021 (the “**Sublease Agreement**”), by and between the Company, as sublessor and the Sublessee, as sublessee; and

WHEREAS, it has since come to the Agency’s attention that the construction and configuration of the project by the Company and the Sublessee deviates substantially from the description of the Original Project that was previously authorized by the Agency; and

WHEREAS, the Agency has determined to afford the Company and the Sublessee with the opportunity to submit an amended application to the Agency describing the project that the Company and the Sublessee now intend to develop; and

WHEREAS, the Company and the Sublessee have submitted an Amended Application for Financial Assistance, received by the Agency on November 13, 2024 (the “**Amended Application**”), to the Agency in order to reflect a change in the description of the Original Project; and

WHEREAS, the Agency, subject to the provisions of this resolution, shall accept the Amended Application for further consideration of the amended project described in the Amended Application (the “**Amended Project**”), all pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 624 of the Laws of 1980 of the State of New York, as the same may be amended from time to time (collectively, the “**Act**”); and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the economic development and construction job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law (the “**SEQR Act**”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the “**Regulations**” and together with the SEQR Act, “**SEQR**”), the Agency constitutes a “State Agency”; and

WHEREAS, as of the date of this due diligence resolution, no determination for the Amended Project has been made under SEQR; and

WHEREAS, based on representations from the Company and the Sublessee in the Amended Application submitted to the Agency, the continued “financial assistance” (as such term is defined in the Act) with respect to the Amended Project in the form of abatement of real property taxes, exemptions from mortgage recording taxes and exemptions from sales and use taxes will be an inducement to the Company and the Sublessee to undertake the Amended Project and there is a likelihood that the Amended Project would not be undertaken but for the granting of such “financial assistance” by the Agency to the Company and the Sublessee; and

WHEREAS, the Company and the Sublessee have agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the Amended Project.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE TOWN OF RIVERHEAD INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Agency hereby accepts for review the Amended Application from the Company and the Sublessee, and authorizes the staff of the Agency to undertake such preliminary due diligence and analysis of the Amended Application and to obtain from the Company and the Sublessee and other third parties any information related thereto as staff of the Agency may deem necessary or advisable.

Section 2. Nothing herein shall be construed as committing the Agency to consider the approval of the Amended Project until such time as: (i) all of the requirements of SEQR have been satisfied to the extent applicable, (ii) all necessary and appropriate information related to the Amended Project received and reviewed, and (iii) the Company and the Sublessee have provided the Agency with evidence that all necessary state and local approvals, including but not limited to site plan approvals, architectural review, zoning approvals, environmental approvals, and permits with respect to the Facility have been approved.

Section 3. The Chairman, Vice Chairman or any member of the Agency are hereby authorized and directed (i) to distribute copies of this resolution to the Company and the Sublessee, and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 4. Any expenses incurred by the Agency with respect to the Original Project or the Amended Project shall be paid by the Company and the Sublessee. By its acceptance hereof, the Company and the Sublessee agree 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 Facility.

Section 5. The law firm of Nixon Peabody LLP, is hereby appointed transaction counsel to the Agency with respect to all matters in connection with the Project. Counsel for the Agency is hereby authorized, at the expense of the Company and the Sublessee, to work with the Company and the Sublessee, counsel to the Company and the Sublessee, and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution.

Section 6. This Resolution shall take effect immediately.

The question of the adoption of the foregoing resolution was duly put to a vote on roll call which resulted as follows:

<u>James B. Farley</u>	<u>VOTE</u>
<u>Doug Williams</u>	<u>VOTE</u>
<u>Lee Mendelson</u>	<u>VOTE</u>
<u>Lori Ann Pipczynski</u>	<u>VOTE</u>

The resolution was thereupon declared duly adopted.

