

INDUCEMENT RESOLUTION
(RC Car Wash, LLC Project)

A regular meeting of the City of Hornell Industrial Development Agency was convened on March 6, 2025.

The following resolution was duly offered and seconded, to wit:

Resolution No. 03/2025 – ____

RESOLUTION OF THE CITY OF HORNELL INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") (i) ACCEPTING THE APPLICATION OF RC CAR WASH, LLC (THE "COMPANY") WITH RESPECT TO A CERTAIN PROJECT DESCRIBED BELOW, (ii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY WITH RESPECT TO THE PROJECT, (iii) MAKING A DETERMINATION UNDER SEQRA (AS HEREINAFTER DEFINED), (iv) AUTHORIZING A PUBLIC HEARING WITH RESPECT TO THE PROJECT, (iv) AUTHORIZING THE EXECUTION OF A PROJECT AGREEMENT PURSUANT TO CERTAIN TERMS AND CONDITIONS SET OUT BELOW; AND (v) AUTHORIZING THE EXECUTION AND DELIVERY OF A PROJECT AGREEMENT AND REALTED DOCUMENTS

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 670 of the Laws of 1974 of the State of New York, as amended (hereinafter collectively called the "Act"), the **CITY OF HORNELL INDUSTRIAL DEVELOPMENT AGENCY** (the "Agency") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping civic, industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, **RC CAR WASH LLC**, on behalf of itself or an entity to be formed (the "Company"), has submitted an application (the "Application") to the Agency requesting the Agency's assistance with a certain project (the "Project") consisting of: (i) the acquisition, construction and equipping of an approximately a new tunnel express car wash on approximately 2.25 acres of vacant land (the "Improvements") located at Hornell Street Extension, City of Hornell, New York (being more fully identified as tax map number 151.10-01-070.000) and on any lands located in the City of Hornell and occupied by license or easement during construction or improved by third parties for the benefit of the Project. (the "Land"), and (ii) the acquisition and installation by the Company in and around the Improvements certain items of machinery, equipment and other tangible personal property (the "Equipment"; and, collectively with the Land and the Improvements, the "Facility"); and

WHEREAS, pursuant to Article 18-A of the General Municipal Law the Agency desires to adopt a resolution describing the Project and the Financial Assistance (as defined below) that the Agency is contemplating with respect to the Project; and

WHEREAS, the Company has represented to the Agency that the Project will include facilities or property that are primarily used in making retail sales, as defined within Section 862(2) of the Act, to customers who personally visit the Facility. Notwithstanding the foregoing, and based upon the Application and supporting materials prepared and presented by the Company to the Agency, and pursuant to Section 862(2)(b) of the Act, the predominant purpose of the Project will be to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the City of Hornell because of a lack of reasonably accessible retail trade facilities offering such goods or services; and

WHEREAS, it is contemplated that the Agency will (1) hold a public hearing with respect to the Project; (2) negotiate a certain project agreement (the "Project Agreement") pursuant to which the Agency will designate the Company as its agent for the purpose of acquiring, constructing, reconstruction, renovating and equipping the Project; negotiate a certain lease agreement (the "Lease Agreement") pursuant to which the Company leases the Facility to the Company; and negotiate a certain leaseback agreement (the "Leaseback Agreement") pursuant to which the Agency leases its interest in the Facility back to the Company; and (3) provide financial assistance to the Company in the form of (a) a sales and use tax exemption for purchases and rentals related to the acquisition, construction, reconstruction, renovation and equipping of the Project, and (b) a mortgage recording tax exemption as permitted by New York State law (together, the "Financial Assistance"); and

WHEREAS, the Agency desires to execute the Project Agreement and provide the Company with a sales and use tax exemption for purchases and rentals related to the acquisition, construction, reconstruction, renovation and equipping of the Project, provided however,

- A. That the Financial Assistance provided to the Company by the Agency under the Project Agreement shall not exceed one hundred thousand dollars (\$100,000) in the aggregate until such time a public hearing is held by the Agency and a subsequent resolution is adopted;
- B. That the Mayor of the City of Hornell and Financial Assistance provides confirming approval of the Project Under Section 862(2)(c) of New York General Municipal Law; and

WHEREAS, pursuant to the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto at 6 N.Y.C.R.R. Part 617, as amended (collectively referred to as "SEQRA"), the Agency must satisfy the applicable requirements set forth in SEQRA, as necessary, prior to making a final determination whether to undertake the Project.

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

Section 1. The Company has presented the Application in a form acceptable to the Agency and based upon the representations made by the Company to the Agency in the Application, the Agency hereby finds and determines that:

(A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(B) The Agency has the authority under the Act to take the actions contemplated herein; and

(C) The action to be taken by the Agency will induce the Company to develop the Project, thereby increasing employment opportunities in the City of Hornell, New York, and otherwise furthering the purposes of the Agency as set forth in the Act; and

(D) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries.

(E) The predominant purpose of the Project is to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the City of Hornell, New York.

Section 2. The Project involves an Unlisted Action under SEQRA as that term is defined by 6 N.Y.C.R.R. Part 617.2(al). The Agency is acting as Lead Agency pursuant to SEQRA and conducting an Uncoordinated Review pursuant to 6 N.Y.C.R.R. Part 617.6 Based upon a thorough and comprehensive review by the Agency of the Application, minutes of the City of Hornell Planning Board meeting on August 13, 2024, attached hereto as Exhibit A and related documents delivered by the Company to the Agency, as well as other representations made by the Company to the Agency in connection with the Project, the Agency hereby finds that the Project will result in no potential significant adverse environmental impacts requiring the preparation of an environmental impact statement for the action. Thus, the Agency issues a Negative Declaration for the action pursuant to 6 N.Y.C.R.R. Part 617.7 of the SEQRA findings.

Section 3. The Chairman, Vice Chairman and/or Executive Director of the Agency are hereby authorized, on behalf of the Agency, to hold a public hearing in compliance with the Act.

Section 4. The Chairman, Vice Chairman and/or Executive Director of the Agency are hereby authorized, on behalf of the Agency, to execute the Project Agreement and immediately provide the Company with a sales and use tax exemption for purchases and rentals related to the acquisition, construction, reconstruction, renovation and equipping of the Project, provided however:

A. That the Financial Assistance provided to the Company by the Agency under the Project Agreement shall not exceed one hundred thousand dollars (\$100,000) in the aggregate until such time a public hearing is held by the Agency and a subsequent resolution is adopted; and

B. That the Mayor of the City of Hornell and Financial Assistance provides confirming approval of the Project Under Section 862(2)(c) of New York General Municipal Law.

Section 5. Based upon representations and warranties made by the Company in the Application and subject to Section 4 hereinabove, the Agency hereby authorizes and approves the Company, as its agent, to make purchases and/or rentals of goods and services relating to the Project, that would otherwise be subject to New York State and local sales and use tax in an amount up to **\$2,337,125**, which result in New York State and local sales and use tax exemption benefits ("Sales and Use Tax Exemption Benefits") not to exceed **\$186,970.00**. The Agency agrees to consider any requests by the Company for increase to the amount of Sales and Use Tax Exemption Benefits authorized by the Agency upon being provided with appropriate documentation detailing the additional purchases and/or rentals of property or services.

Section 6. Pursuant to Section 875(3) of the New York General Municipal Law, the Agency may recover or recapture from the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases and/or rentals for the benefit of the Project, any Sales and Use Tax Exemption Benefits taken or purported to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases and/or rentals for the benefit of the Project, if it is determined that: (i) the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases and/or rentals for the benefit of the Project, is not entitled to the Sales and Use Tax Exemption Benefits; (ii) the Sales and Use Tax Exemption Benefits are in excess of the amounts authorized to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases and/or rentals for the benefit of the Project; (iii) the Sales and Use Tax Exemption Benefits are for property or services not authorized by the Agency as part of the Project; or (iv) the Sales and Use Tax Exemption Benefits are taken in cases where the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases and/or rentals for the benefit of the Project, fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project.

As a condition precedent to receiving Sales and Use Tax Exemption Benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases and/or rentals for the benefit of the Project, shall (i) cooperate with the Agency in its efforts to recover or recapture any sales and use tax exemption benefits, and (ii) promptly pay over any such amounts to the Agency that the Agency demands.

Section 7. Subject to the Company executing the Agency Documents and the delivery to the Agency of a binder, certificate or other evidence of a liability insurance policy for the Facility satisfactory to the Agency, the Agency hereby authorizes the Company to proceed with the undertaking of the Project and hereby appoints the Company as the true and lawful agent of the Agency, pursuant to the provisions of the Agency Documents: (i) to construct, reconstruct, renovate, refurbish and equip the Facility; (ii) to make, execute, acknowledge and

deliver any contracts, orders, receipts, writings and instructions as the stated agent for the Agency with the authority to delegate such agency, in whole or in part, to agents, subagents, contractors, and subcontractors of such agents and subagents and to such other parties as the Company chooses; and (iii) in general, to do all things which may be requisite or proper for completing the Project, all with the same powers and the same validity that the Agency could do if acting in its own behalf; provided, however, the Company's status as agent of the Agency and related sales tax exemption letter shall expire on **December 31, 2026** (unless extended for good cause by the Chair, Executive Director or other authorized representative of the Agency).

Section 8. The Chairman, Vice Chairman and/or Executive Director of the Agency are hereby authorized, on behalf of the Agency, to negotiate the terms of a Lease Agreement, pursuant to which the Company leases the Facility to the Agency; a Leaseback Agreement, pursuant to which the Agency leases its interest in the Facility back to the Company, and related documents; provided, however, (i) the rental payments under the Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project.

Section 9. The Agency is hereby authorized to conduct a public hearing in compliance with the Act.

Section 10. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency 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 Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 11. These Resolutions 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:

	<i>Yea</i>	<i>Nay</i>	<i>Absent</i>	<i>Abstain</i>
David Parmley	[X]	[]	[]	[]
John Carbone	[X]	[]	[]	[]
Ed Flaitz	[X]	[]	[]	[]
John Buckley	[X]	[]	[]	[]
Richard Andolina Jr.	[X]	[]	[]	[]

The Resolutions were thereupon duly adopted.

CERTIFICATION
(RC Car Wash, LLC Project)

STATE OF NEW YORK)
COUNTY OF STEUBEN) ss.:

I, the undersigned, Executive Director of the City of Hornell Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the City of Hornell Industrial Development Agency (the "Agency"), including the resolution contained therein, held on April 6, 2025, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this 6th day of April, 2025.



Secretary

Exhibit A

City of Hornell Planning Board – Minutes August 13, 2024

Present: Pamela Aini, Eileen Lehman, Pamela Markel, William Norton, Melissa Tingley.

Absent:, Robert Peisher.

Also Present: Alex Amering, Costich Engineering; Larry Bacon, City of Hornell Code Enforcement Office; Eric Basset, Bassett Group; Matt Bragg, Crisantha Construction; Dustin Broderick, Real Clean Car Wash; Cade Krueger, DDS Companies; Heather Reynolds, Planning Office.

P&D Committee: James Bassage, Lita Brown, John Carbone, Shannon Davis, and Dan Warriner.

Meeting was called to order at 6:29 P.M.

- **The Residences Phase III SEQR**

The motion was made to approve the SEQR resolution by Norton, 2nd by Tingley. The motion passed with all “ayes”.

- **The Residences Phase III Project Site Plans**

The board reviewed site plans for phase III of “The Residences” to be located at 500 Residence Way. Cade Krueger from DDS Companies gave a presentation of the future development. The site is 29 acres. There will be 14 new buildings with four units each of 2-bedroom units. Each unit will be between 1100-1200 square feet. They are villa-style buildings to be slab on grade. The developer must fill out forms through Steuben County 911 to determine the correct street addresses. A new pump station must be built to accommodate the additional units.

The motion was made to approve these site plans by Lehman, 2nd by Norton. The motion passed with all “ayes”.

- **Real Clean Car Wash SEQR**

The motion was made to approve the SEQR resolution by Markel, 2nd by Norton. The motion passed with all “ayes”.

- **Real Clean Car Wash Site Plans**

The board reviewed site plans for Real Clean Car Wash to be located at Hornell Street Extension. Alex Amering of Costich Engineering presented the future development to the board. Phase 1 of the environmental is complete including geotechnical borings. Dustin Broderick has closed on the property at this time. It is zoned I-1, light industrial. There will be two queue lines for cars to wait. A water reclamation system is used to recycle water where appropriate. There

will be an oil/water separator. There will be plenty of landscaping including shrubs around the dumpster area. LED downlighting will ensure that the neighbors are not disturbed by lights. The vacuums produce around 88 decibels of sound, which is acceptable, and are located on the Alstom side, not the residential side.

The motion was made to approve these site plans by Norton, 2nd by Markel. The motion passed with all “ayes”.

Meeting was called to a close at 7:27 PM.

Respectfully Submitted,
Heather Reynolds
Director, Mayor’s Planning Office

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