



AGENDA

MEETING OF THE START-UP NY APPROVAL BOARD

TUESDAY, DECEMBER 11, 2018, 1:30 P.M.

**STATE CAPITOL, ROOM 131
ALBANY, NEW YORK
AND
633 THIRD AVENUE, 37TH FLOOR
NEW YORK, NEW YORK**

- I. Welcome and Introductions
- II. Ratification of Minutes from START-UP NY Approval Board Meeting of 10/26/17
- III. Consideration of Amendment to Mount Saint Mary College Campus Plan
- IV. Consideration of Amendment to University of Rochester Campus Plan
- V. Other Issues



DRAFT – SUBJECT TO REVIEW AND REVISION¹

START-UP NY Approval Board

Meeting Minutes

State Capitol, Room 131, Albany

01:30 P.M., Thursday, October 26, 2017

The following Board members were present: John Maggiore (Chair), Governor's Appointee, Director of Policy; Abraham M. Lackman, Temporary President of the Senate's Appointee, Senior Officer for Civic Affairs at the Simons Foundation

The meeting was called to order by Chairman Maggiore at 1:36 P.M. Chairman Maggiore introduced himself as well as Mr. Lackman. Chairman Maggiore then gave a brief overview of the board, and the amendments that were being considered.

The first item on the agenda was the adoption of the minutes from the Board's previous meeting. At 1:37 P.M., Chairman Maggiore noted that that his title was incorrect, and opened the floor to any additional amendments. Chairman Maggiore made a motion to amend the minutes from the previous meeting and so moved; Mr. Lackman seconded the motion. The motion carried.

The Board approved the minutes from its Thursday, June 1, 2017 meeting by unanimous vote.

At 1:38 P.M., the Board turned to consideration of Hofstra University's amended campus plan. Hofstra University proposed the designation of 2,621 ft² of vacant space on campus, as well as removing 2,621 ft² of designated space on campus.

Ms. Patricia Hartle of ESD summarized Hofstra's plan as follows:

"Hofstra University has submitted an amended Designation Plan pursuant to §220.9 of the Economic Development START-UP NY regulations. This is the first amendment Hofstra University has submitted for Board consideration.

¹ The video recording of this meeting of the START-UP NY Approval Board constitutes the official record of the meeting. To the extent of any conflict between these minutes and the video recording, the conflict should be resolved in favor of the video recording.



The University is proposing to amend their campus plan to add 2,621 ft² of space consisting of three modular units at the new Oak Street Center on Hofstra's campus. The additional space at the Oak Street Center will accommodate two potential businesses – a cyber security technologies company in the formative stage of development projecting more than 20 net new jobs and a software development company projecting about 17 net new jobs.

Hofstra is proposing to remove 2,621 ft² of space previously approved at the ideaHUB at the Axinn Library that is no longer available for use. They will, however, maintain 441 ft² of space at the ideaHUB. No additional square footage would be applied against the 75,000 ft² that may be designated by private colleges and universities in Nassau as the removal and addition were the same. To date, 13,555 ft² has been designated and applied toward the 75,000 ft² limit in Nassau County.

Hofstra University will continue to target high technology businesses including information technology, clean energy; biotechnology; engineering and advanced materials; food technology and digital film technologies.”

At 1:40 P.M., Chairman Maggiore opened the floor to questions and comments regarding Hofstra's campus plan amendment.

Hearing no questions or comments, Chairman Maggiore made a motion to move Hofstra University's plan to a vote and Mr. Lackman seconded the motion. By roll call, the board unanimously approved the amendment.

At 1:41 P.M., the Board turned to consideration of New York University's campus plan amendment. New York University proposed to designate 23,694 ft² of vacant space among two locations in Kings County and one additional location in New York County.

Ms. Hartle summarized New York University's plan as follows:

“New York University (NYU) has submitted an amended Designation Plan pursuant to §220.9 of the Economic Development START-UP NY regulations. This is the first amendment NYU has submitted for Board consideration.

NYU is proposing to add 23,694 ft² of space divided as follows:

8,090 ft² of space to support early stage, high-tech companies engaged in big data analytics and health research in a vacant building in Brooklyn. NYU has a company interested in the space and projects 45 high-technology jobs. The space is currently being renovated by NYU.



13,134 ft² of space is being proposed at the Varick Street BioLabs. NYU has had 30 inquiries from companies interested in locating to this space and in participating in START-UP NY projecting a combined estimated 156 net new jobs.

2,470 ft² of vacant space at the Veterans Future Labs to sponsor early-stage, high-tech, veteran-owned businesses is also being proposed. NYU has received 3 inquiries about the space estimating 10-12 net new jobs in the first year.

Of the 23,694 ft² being proposed, 10,560 ft² would be applied against the 75,000 ft² that may be designated by private colleges and universities in Kings County and 13,134 ft² would be applied against the 75,000 ft² in New York County.

To date, 19,349 ft² has been applied against the 75,000 ft² limit in Kings county and 23,241 ft² has been applied against the 75,000 ft² limit in New York County

NYU will continue to target high technology businesses including digital media, clean tech, healthcare IT, cyber security, financial technology, information technology, education technology and mobile applications.”

At 1:43 P.M., Chairman Maggiore opened the floor to questions and comments regarding New York University’s campus plan amendment. Hearing no questions or comments, Chairman Maggiore made a motion to move New York University’s amended plan to a vote. Mr. Lackman seconded the motion. By roll call vote, the Board unanimously approved New York University’s plan.

At 1:43 P.M., the Board then turned to consideration of SUNY Downstate Medical Center’s campus plan amendment. SUNY Downstate Medical Center proposed to designate 14,347 ft² of additional vacant space. Ms. Patricia Hartle of ESD summarized SUNY Downstate Medical Center’s plan as follows:

“SUNY Downstate Medical Center has submitted an amended Designation Plan pursuant to §220.5 of the Economic Development START-UP NY regulations. The Commissioner of Economic Development is responsible for designating SUNY Downstate Medical Center tax-free NY areas that include 16-v incubator space, but any other campus land or space must be advanced to the Board for review and approval. This is the second amendment for SUNY Downstate Medical Center before the board.

SUNY Downstate Medical Center is proposing to amend their campus plan to include 14,347 ft² of additional vacant space at Industry City to the 5,037 ft² already designated.



The additional space will allow SUNY Downstate Medical Center to accommodate a rapidly expanding software development company already participating in STARTUP NY projecting an additional 50 net new jobs to the 25 currently projected.

The 14,347 ft² of space proposed for designation by SUNY Downstate Medical Center would be applied against the 75,000 ft² that may be designated by private colleges and universities in Kings County. Kings County currently has 19,349 ft² allocated.

SUNY Downstate Medical Center’s original campus plan was approved July 3, 2014.”

At 1:45 P.M., Chairman Maggiore opened the floor to questions and comments regarding SUNY Downstate Medical Center’s campus plan amendment. Hearing no questions or comments, Chairman Maggiore made a motion to move SUNY Downstate Medical Center’s plan to a vote. Mr. Lackman seconded the motion. By roll call vote, the Board unanimously approved SUNY Downstate Medical Center’s plan.

At 1:46 P.M., Chairman Maggiore opened the floor to additional questions or concerns regarding the STARTUP NY Approval Board. Mr. Lackman inquired as to when the next meeting would be, or if we had anything in the queue. Ms. Hartle indicated that there is nothing in the queue as of now.

At 1:46 P.M., Mr. Maggiore moved to adjourn the meeting. The motion was seconded, and by unanimous vote the meeting was adjourned.

Respectfully submitted,

Allison Argust



MEETING OF THE START-UP NY APPROVAL BOARD

DECEMBER 11, 2018, 1:30 P.M.

**ROOM 131 NYS CAPITAL BUILDING, ALBANY AND
633 THIRD AVENUE, 37TH FLOOR
NEW YORK, NEW YORK**

Resolution 038

WHEREAS, Mount Saint Mary College has submitted an amendment to its existing Plan to designate vacant space as a Tax-Free NY Area pursuant to Econ. Dev. L. § 435 and the Commissioner of Economic Development, having determined that the Plan meets the statutory and regulatory requirements for approval, has forwarded the Plan to the Board.

WHEREAS, the Board has determined that Mount Saint Mary College's amended Plan, a copy of which is attached hereto, proposing to designate 811 ft² of additional space at 102 S William Street and 3,916 ft² of vacant space at 2 Johnes Street in Newburgh complies with the eligibility criteria of 5 NYCRR § 220.5 and the space described therein is eligible to be approved as a Tax-Free NY Area.

NOW, THEREFORE, BE IT RESOLVED, that the Board does hereby approve, pursuant to Econ. Dev. L. § 435(2), Mount Saint Mary College's amended Plan to sponsor the abovementioned additional 4,727ft² of vacant space as a Tax-Free NY Area.



Resolution 039

WHEREAS, University of Rochester has submitted an amendment to its existing Plan to remove space and designate new space as a Tax-Free NY Area pursuant to Econ. Dev. L. § 435 and the Commissioner of Economic Development, having determined that the Plan meets the statutory and regulatory requirements for approval, has forwarded the Plan to the Board.

WHEREAS, the Board has determined that University of Rochester's amended Plan, a copy of which is attached hereto, proposing to add 23,547 ft² of new vacant space on the 6th floor at the Sibley Square building in Rochester off campus and remove 57,864 ft² in Eastman Business Park, complies with the eligibility criteria of 5 NYCRR § 220.5 and the space described therein is eligible to be approved as a Tax-Free NY Area. The 48,030 ft² of space at Lennox Tech Enterprise Center previously designated, will remain part of University of Rochester's TFA.

NOW, THEREFORE, BE IT RESOLVED, that the Board does hereby approve, pursuant to Econ. Dev. L. § 435(2), University of Rochester's amended Plan to sponsor the abovementioned additional 23,547 ft² of vacant space as a Tax-Free NY Area and remove 57,864 ft² from the Tax-Free NY Area.

Mount Saint Mary's College
Proposed AMENDED Campus Designation Plan
December 2018

Mount Saint Mary's College (MSM) has submitted an amended Designation Plan pursuant to §220.9 of the Economic Development START-UP NY regulations. The amendment must be submitted for approval pursuant to the procedures and requirements set forth in §220.8 (Application process for eligible private university or college campuses for approval as a Tax-Free NY Area). This is the third amendment Mount Saint Mary's College has submitted for Board consideration.

SUMMARY OF TAX-FREE SPACE PROPOSED FOR DESIGNATION

Mount Saint Mary's College is proposing to amend their campus plan to add 811 ft² of additional space at 102 S William Street and 3,916 ft² of vacant space at 2 Johnes Street in Newburgh. Mount Saint Mary's College currently has designated 16,681 ft² of space.

The proposed space will allow MSM College to accommodate an already approved START-UP NY business to locate to space with the required ceiling height necessary to operate and more efficient ventilation.

MSM's original campus plan was approved 9/25/14.

TYPES OF BUSINESSES

Educational and training products	Bio-Tech
Health and fitness products and software	Green products
Healthcare business intelligence and analytics	Agricultural and food production
Medical device development and testing	Media products
Market Research in social, health and education areas	Pharmaceutical manufacturing

STATUTORY AND REGULATORY COMPLIANCE

Pursuant to Econ. Dev. L. §432(2), private colleges and universities in upstate New York may designated up to 2.4 million ft² of vacant land or space in upstate New York.

The 4,727 ft² of space being proposed in this amendment will increase the total amount of square footage against the 2.4 million ft² for private universities located upstate. To date, 518,504 ft² of the 2.4 million ft² has been designated. This amendment will increase that amount to 523,231 ft² (*does not include other proposals being considered today*).

ESD has conducted a review of the Mount Saint Mary's designation package and has found it to be in compliance with all statutory and regulatory requirements.

University of Rochester
Proposed AMENDED Campus Designation Plan
December 2018

The University of Rochester (UR) has submitted an amended Designation Plan pursuant to §220.9 of the Economic Development START-UP NY regulations. The amendment must be submitted for approval pursuant to the procedures and requirements set forth in § 220.8 (Application process for eligible private university or college campuses for approval as a Tax-Free NY Area.) This is the first amendment UR has submitted for Board consideration.

SUMMARY OF TAX-FREE SPACE PROPOSED FOR DESIGNATION

UR is proposing to amend their campus plan to designate 23,547 ft² of new vacant space on the 6th floor at the Sibley Square building in Rochester off campus.

The proposed space is at the NextCorp (an affiliate of the University of Rochester formerly known as High Tech Rochester) headquarters in the Sibley Square (formerly known as the Sibley Building). NextCorp is the anchor of the City of Rochester's Downtown Innovation Zone and the renovation of the historic Sibley Square has been defined in the regional plan to grow and attract companies in fields such as life science, clean energy, optics/imaging and food processing.

UR is also proposing to remove 57,864 ft² in Eastman Business Park off campus, as businesses that have located to this space are not participants of the START-UP NY Program and other space is not being utilized. The UR also has 48,030 ft² of designated space at Lennox Tech Enterprise Center, which was the former headquarters for NextCorps. This combined space would total of 71,577 ft² with the new proposal.

This amended space will allow UR to attract and accommodate anticipated growth of new START-UP NY businesses in new, state-of-the-art space in the heart of downtown Rochester. The ESD Regional Office supports the proposed amendment.

The UR original campus plan designated 105,894 ft² and was approved July 1, 2014.

TYPES OF BUSINESSES

Advanced Materials	Information Technology
Bioengineering	Life Sciences
Biomaterials	Manufacturing
Biotechnology	Medical Devices
Chemical Industry	Nanotechnology
Communications/Electronics	Optics, Photonics and Imaging
Energy (Technology, Storage)	Semiconductor Industry
Functional Films/Printing	

STATUTORY AND REGULATORY COMPLIANCE

Pursuant to Econ. Dev. L. § 432(2), private colleges and universities in upstate New York may designate up to 2.4 million ft of vacant land or space in upstate New York.

The proposed 23,547 sq. ft. of space being added in this amendment and the 57,864 s/f proposed for removal will decrease the total amount of square footage against the 2.4 million sq. ft. limit for private universities located upstate. To date, 518,504 ft² of the 2.4 million ft² has been designated. With this approval, 484,187 s/f ft of the 2.4 million sq. ft. available will be designated (*does not include other proposals being considered today*).

ESD has conducted a review of the UR designation package and has found it to be in compliance with all statutory and regulatory requirements.



Mount Saint Mary College
NEWBURGH, NEW YORK | LEADING • CARING • INNOVATING



**HUDSON VALLEY CENTER
FOR
INNOVATION**

innovation • invention • inspiration



STARTUPNY APPLICATION

"StartUp Newburgh"

Amendment Application 10/24/18

1. StartUp Newburgh will be located on property owned or leased by Mount Saint Mary College (MSMC) which has its principle address at 330 Powell Avenue, Newburgh NY 12550. The following persons are designated the main and alternate contact for the college:

Main contact: James Raimo Vice President for
Auxiliary Services, 330 Powell
Ave. Newburgh, NY 12550
James.raimo@msmc.edu
845-569-3227

Alternate contact: Michael J. O'Keefe
Executive Director of Operations and
Risk Management, 330 Powell Ave.
Newburgh, NY 12550
Michael.okeefe@msmc.edu
845-569-3597

John Lonczak
STARTUPNEWBURGH
330 Powell Ave. Newburgh, NY
12550
zesign@aol.com
845-569-4043

2. **Identification of the space and/or land being designated**

337 Liberty Street and 351 Liberty Street, Newburgh NY 12550

337 Liberty Street is a two story warehouse that is partially used for college warehouse and storage space. The first floor contains 20,555 SF and the second floor 11,235 SF (total of 31,790 SF). The bulk of the second floor is unused at this time. This parcel sits on 1.1 acres and has its public street access via a garage door and a separate pedestrian door entrance. Trucks and utility vehicles can drive into the building, and there is a loading dock at the rear of the building that provides direct access to the second floor.

351 Liberty Street is a 0.1 acre adjacent property which provides access to the rear loading dock of 337 Liberty St. The lot has its own street access, provides storage space for college vehicles and equipment, and is secured with a gated fence.

The college leases this commercial building and lot, and re-negotiated the lease in 2013 to include the second floor in addition to the previously leased first floor. The college is the sole tenant and has exclusive rights to the entire building and the adjacent secured parking lot and loading dock. The duration of the lease was also extended until June 30th, 2018. We have spoken with the landlord regarding use of the

space as part of StartUpNY and he has requested that if the application is approved, the lease be re-negotiated. We will seek to extend the lease to cover a ten-year period. MSMC seeks to use 7,698 SF of unused space on the second floor of 337 Liberty Street and the adjacent lot at 351 Liberty Street for StartUp Newburgh. The 7,698 SF is noted on the attached building sketch. This section of the second floor is already separated from the rear portion (3,537 SF) of the floors so the tax-free area will be readily distinguished from the non-tax-free area.

218' Ann' Street, 'Newburgh' NY 12550'

5,300 SF at 218 Ann Street for production operation and offices. The term of the lease is 5 years. This parcel has public street access via a garage door and a separate pedestrian door entrance. It also has another garage door on building side accessible via an adjoining gated fenced area (Parking Lot) which is the exclusive use of 218 Ann Street. Trucks can drive in through either door.

The mailing address is 218 Ann Street which actually is 220 Ann Street on Tax map. The parking lot adjacent to it, is actually 218 Ann Street (35-2-34). Offices at the rear of 218/220 Ann Street are actually the rear section of 221 Broadway and appears as 219 Broadway on Tax Map.

15 Little Brook Lane, Newburgh, NY 12550

2,674 SF at 15 Little Brook Lane, Unit B. The term of the lease is 2 years with another 2 year option. The space has a drive in door and also a main office door with ample parking in the front lot.

102 S. William Street, Newburgh, NY 12550, aka 11 Spring Street, Newburgh, NY 12550

987 SF at 102 S William Street, Studio G20. The term of the lease is 2 years with another 2 year option. The space has a main door and access to freight elevator and loading dock.

102 S. William Street, Newburgh, NY 12550, aka 11 Spring Street, Newburgh, NY 12550

811 SF at 102 S. William Street, Studio 1C. The term of the lease is 2 years with another 2 year option. The space has 12' usable hgt, windows, ventilation system access, a main door, freight elevator and loading dock.

2 Johnes Street, Newburgh, NY 12550.

4000 SF at 2 Johnes Street. The term of the lease is 3 years with an option for 3 more years. The space has 13' usable hgt, windows along the south side, main door and a loading dock.

- 2.1 Digital files containing the building locations and specifications as polygon shape files:
Attachment E – 337 and 351 Liberty. [Attachment E-2- 218 Ann Street](#). [Attachment E-3 – 15 Little Brook Lane](#). [Attachment E-4 –102 S. William Street](#). [Attachment E-5 – 102 S. William Street](#). [Attachment E-6 – 2 Johnes Street](#).
- 2.2 Special software required to open. ArcGIS was used to create files.
Digital files containing the building locations and specifications as point shapefiles:
Attachment E. Special software required to open. ArcGIS was used to create files.
- 2.3 Pdf file of campus property and designated space and land:
Attachment F- 337 and 351 Liberty. [Attachment F-2- 218 Ann Street](#). [Attachment F-3- 15 Little Brook Lane](#) . [Attachment F-4-102 S. William Street](#). [Attachment F-5 – 102 S. William Street](#). [Attachment F-6 – 2 Johnes Street](#) .
- 2.4 Spreadsheet with specific building information:
Attachment A – 337 and 351 Liberty. [Attachment A – 218 Ann Street](#). [Attachment A – 15 Little Brook Lane](#). [Attachment A – 102 S. William Street](#). [Attachment A – 102 S. William Street](#). [Attachment A – 2 Johnes Street](#).
- 2.5 Floor plan/sketch of:
Attachment D – 337 and 351 Liberty Street. [Attachment D-2 –218 Ann Street](#). [Attachment D-3 – 15 Little Brook Lane](#). [Attachment D-4 –102 S. William Street](#). [Attachment D-5 – 102 S. William Street](#). [Attachment D-6 – 2 Johnes Street](#).
- 2.6 A description of the type of business(es) that the campus intends to locate in 337 Liberty, 351 Liberty, [218 Ann Street](#), [15 Little Brook Lane](#), [102 S. William Street](#) and [102 S. William Street](#). [2 Johnes Street](#).
- 3.1 StartUp Newburgh is an affiliation between Mount Saint Mary College and the Hudson Valley Center for Innovation Inc. (HVCFI, a.k.a. iCANny) , formed for the purpose of providing a launch pad with experienced oversight for prospective StartUpNY applicants and a tax free zone to attract new sustainable economic development in the City of Newburgh and surrounding communities. MSMC is an undergraduate and graduate private academic institution with an emphasis on healthcare, life- sciences, nursing, teaching and business education. It is the only college offering and seeking to integrate programs such as Master in Business Administration, Masters in Nursing, and Masters in Education along the west bank of the Hudson River between Albany and Nyack.

HVCFI, an Empire State Development Corporation Certified Business Incubator, has assisted start-up companies as well as emerging and mature-stage entities develop and commercialize products and services via its network of qualified executives, mentors, coaches and professionals since 2005. The City of Newburgh is a small city afflicted with all the elements associated with urban blight, lack of opportunities and distress. It does, however, possess an excellent city infrastructure, strategic location, wide ranging culture, and an emerging revitalization.

Together, MSMC as the lead academic organization, and HVCFI as the supporting manager will launch a physical launch pad for start-ups, early stage ventures and international companies anxious to commercialize products and services in the United States from the Hudson Valley. Operating as StartUp Newburgh, MSMC and HVCFI will offer technical and business guidance to start-ups as well as emerging and mature entities engaged in the development and commercialization of: information technology, renewable and alternative energy products, energy efficiency management systems and products, educational products, medical devices, pharmaceutical manufacturing, physical fitness products, bio-tech, media products, food harvesting and production, and green products/production.

StartUp Newburgh will foster the development of new businesses relevant to emerging cultural/commerce trends and entities that seek an affiliation through the StartUpNY economic development program, adding economic and social vitality to the City of Newburgh and the Hudson Valley.

The HVCFI was awarded its status as a Certified Business Incubator as the result of a successful 2013 Consolidated Funding Application. The affiliation with MSMC and the launch of StartUp

Newburgh is in compliance with the CFA award to generate new and expansive sources of assistance to Hudson Valley start-ups, emerging, mature and international companies seeking opportunities for commercialization. HVCFI will function as the "manager" and will incorporate its business and technical resources, access to the investment community, and its global network for commercialization, as they relate to mentors, advisors, executives, and professionals.

StartUp Newburgh will attract companies with areas of concentration in:

- Educational and training products
- New educational delivery platforms
- Health and Fitness products and software
- Healthcare business intelligence and analytics products
- Medical device development and testing
- Pharmaceutical manufacturing
- Market Research in Social, Health and Educational Areas
- Bio-tech
- Green Products
- Agricultural and Food Production
- Media Products
- Integration of fitness, education and life science business opportunities
- Integration of environmental sciences and business opportunities
- Applied Social Sciences that:
 - o improve access and quality healthcare in distressed communities

- o address/communicate preventative and responsible health practices
- o utilize The City of Newburgh as a research lab for tailored solutions and test market
- o engage motivated individuals to uncover and commercialize business propositions
- o promote partnerships between public and private entities

No business will be considered that is prohibited per the StartUpNY program regulations.

3.2 Academic mission of the sponsor-Mount Saint Mary College

Mount Saint Mary College is an independent, coeducational institution committed to providing students with a liberal arts education to prepare them for lives of leadership and service.

Through a variety of majors and professional programs, students are also prepared for career entry or graduate and professional studies.

Consistent with Judea-Christian values and the Dominican tradition of education that values the inherent worth of the individual, the mission of Mount Saint Mary College is to create an environment which fosters close student-faculty interaction that enables students to reach their full potential as lifelong learners.

Mount Saint Mary College strives to provide a stimulating environment that promotes the intellectual and personal growth of undergraduate, graduate and continuing education students.

3.3 How the anticipated businesses will align with or further the academic mission of the campus in knowledge creation, knowledge diffusion, and formation of values as factors in its consideration of a tax-free zone

The City of Newburgh, New York is culturally, racially, socially and economically diverse with an excellent infrastructure including hospitals, private and public colleges, broadband and access via private and public transportation. However, with the demise of its manufacturing base, the City has evolved to become an economically distressed community with a high level of unemployment and a lack of opportunities for meaningful and sustainable jobs or career training for its citizens. MSMC is a beacon of higher education that is fully integrated in the community and spiritual life of Newburgh. Many MSMC graduates remain in the area to serve the community in the areas of healthcare and nursing through the region's hospitals, clinics and community healthcare facilities; in the areas of teaching through the local primary and secondary school systems; and in business, social services and financial endeavors.

The StartUp Newburgh program will offer students in teaching, life sciences and business programs opportunities to experience nontraditional career paths by working with StartUp Newburgh companies or establishing pursuits in social and commercial entrepreneurship. This experience will prepare students to enter a workforce with entrepreneurial experience and initiative skills, adding value to employers. Additionally, students will understand how to initiate their own job

opportunities having been prepared to address societal and commercial realities and opportunities with their acquired know-how based on solid ethical standards.

3.4 Comprehensive undergraduate, graduate education and professional education

Mount Saint Mary College undergraduate programs leading to Bachelor Degrees include:

Business, Education, Nursing, Mathematics, Information Technology, Natural Sciences, Philosophy & Religious Studies, Social Sciences, Psychology, Human Services, Communications, Marketing, Media, Public Relations and Journalism.

Mount Saint Mary College graduate programs leading to a Masters Degree include:

Education, Nursing, and Business(MBA)

3.5 Research

An MSMC/StartUpNY program will serve to build on the college's research center initiatives and develop products that address critical societal issues confronting our country and economy.

These include the very relevant areas of "education", "gerontology" and "adolescence", all which have been studied at MSMC for decades. Utilizing this knowledge base to develop products and marketable research is the basis for local and nationally oriented business building.

Mount Saint Mary College has three main research centers:

The **Mount Saint Mary College Center for Adolescent Research and Development (CARD)** is a clearinghouse for research initiatives. These include the psychological, social, cultural, educational, and health-related issues endemic to contemporary adolescents and young adults. The center assists in appropriate research-based program development for schools, agencies, and families, and hosts an annual conference each spring focused on Adolescence in the 21st Century. The center also assists in appropriate research-based program development for schools, agencies, and families.

The **Mount Saint Mary College Collaborative for Equity Literacy and Learning (CELL)** mission is to actively conduct research that has a direct impact on classroom literacy instruction and the preparation of teachers of literacy, and that provides support and outreach to teachers, schools, and other stakeholders who have the goal of promoting literacy equity in the surrounding communities.

The **Mount Saint Mary College Center on Aging and Policy (COAP)**, established in 2006, with funding from a National Institute of Health (NIH) grant, promotes an interdisciplinary perspective, dedicated to excellence in research and scholarship in the field of gerontology. It is a national resource for the Area Agencies on Aging (AAAs).

Undergraduate students engage in research during summer sessions as part of the **Summer Undergraduate Research Experience (SURE)** program. Students from all disciplines work with faculty mentors to conduct a research project and analyze and

present the results. In the fall semester the students present their findings as part of the SURE Symposium.

3.6 Diversity

The City of Newburgh is culturally, economically and racially diverse. It has a population of about 29,000 residents living within its 3.8 square miles. This population swells during the work day due to a number of businesses, medical practices and St. Luke's Cornwall Hospital. According to the 2010 Census the City of Newburgh's ethnicity is as follows: 47.9% Hispanic/Latina, 30.2% Black/African-American, 39.4% Non-Hispanic White, and 5.2% persons reporting 2 or more races. The median household income is \$36,153.00.

An MSMC/StartUpNY endeavor would provide training and work experience for its base community to develop relevant marketable business skills and associated compensation. This would equate to higher incomes than that of existing low skill labor. It would move people off of public assistance programs and create hope and opportunity in a somewhat hopeless economic climate. Another element of diversity is to retain or attract MSMC alumni making them social and economic contributors to the community. Attracting companies that work in the targeted commercial disciplines will stimulate local job growth and economic development. Ideally, they would utilize the many vacant buildings that await adaptation and reutilization into contemporary/new age industries. Slowing the exodus of young people and college graduates from the Hudson Valley in pursuit of better opportunity is a major goal. This trend is decades old and affects families of all economic levels in the City of Newburgh. Many social programs for young at-risk children have been getting the attention and support to move them out of poverty through educational programs. Instead of contributing back to the community that nurtured them, they realize that they must leave the area due to lack of opportunity. The City of Newburgh hasn't been the beneficiary of these programs, but its children have and it's been a ticket to somewhere else.

3.7 Culture

Historically the City of Newburgh has been the cultural center of the Mid-Hudson Valley. Although this reputation has diminished over the last 50 years, it still has many institutions which offer excellent cultural venues.

The City of Newburgh boasts the second largest designated Historical District in the state. This district includes architecture that exhibits historic designs by [Calvert Vaux](#), [Andrew Jackson Downing](#) and [Frederick Law Olmstead](#). Its [East End Historic District](#), recognized by the [National Register of Historic Places](#) and the [Montgomery-Grand-Liberty Streets Historic District](#), has the most [contributing properties](#) of any historic district in the state. Contrasting this is an active chapter of Habitat for Humanity. In over a decade it has rehabbed or built over 75 homes, providing great living opportunities for deserving residents and rebuilding neighborhoods in the process.

Due to the two colleges-Mount Saint Mary College and Orange County Community College, additional cultural venues for students and the local community are many. The U.S. Military Academy at West Point, located about 10 miles south of the City of Newburgh, also offers many cultural options to local residents.

The City of Newburgh waterfront is home to about a dozen restaurants which draw customers from the entire region to enjoy fine dining and views of the Hudson Highlands. Other restaurants around town are also destinations to those willing to capture the local vibe.

In recent years, the city has seen an influx of citizens and businesses move in from Brooklyn and New York City. Newburgh has been described as "just like Brooklyn, only affordable." This influx is bringing demand for supporting business like restaurants, shops, galleries and other urban-hip venues. But new local economic opportunities have been limited.

3.8 Regional economic development

Healthcare, life sciences, nursing and social sciences are critical components of the infrastructure of the community. The overall healthcare sector is a leader in sustainable job creation in the Hudson Valley region. The Mid-Hudson Regional Economic Development Council (MHREDC) 2009 report on industry ranking by job count in the Hudson Valley region ranked healthcare related jobs first through sixth. The MHREDC foresees job growth in the health care sector due to the implementation of the Affordable Care Act.

With the implementation of the Affordable Care Act and the increase in the age demographic of the region, the healthcare sector will play an increasingly important role in the growth of the region and to support the continually expanding minority and impoverished in the region.

The region is also home to specialized manufacturing, distribution centers, farming, food and beverage production, and a wide range of growing artisanal and creative arts industries. Traditional technology based business in entrepreneurial form isn't as prevalent as it is in other New York areas. Although IBM has been a significant player in the Mid-Hudson Valley, other high technology organizations are scarce, particularly on the west side of the Hudson.

StartUp Newburgh will attract start-ups, emerging and mature companies in industries stated in section 3.1. It is projected that each member company will grow into a position to offer internships to students, specific job training to local citizens, full time permanent jobs in sustainable industries, encourage member companies to remain in Newburgh and establish a hub for development of new industries.

3.9 Internship and training opportunities

Coinciding with the academic mission of the sponsor (MSMC), opportunities will exist for

both undergraduate and graduate students to have internships at StartUp Newburgh affiliated companies both in the areas of healthcare and business.

Those students involved in healthcare, nursing and the life-sciences will interface with member companies and participate in the areas of:

- Product and/or service development and implementation
- Product or service validation and testing
- Interfacing with community needs
- Exposing students to entrepreneurial pursuits in the healthcare industry
- Integration of new technologies (wearables, virtual, telephony, etc.)

Graduate students in teaching and business will be involved with member companies through:

- Exposing and incorporating students to the applicant process, evaluation and due diligence
- Assisting to identify, engage and converge academic, entrepreneurial and community leaders, partners and objectives
- Working as and with HVCFI mentors, advisors, coaches and executives to facilitate creation and execution of business processes such as business plans, marketing plans, financial strategies, feasibility studies and investor materials
- Promotion of member technologies and services to the global community
- Establish distance entrepreneurial and business education curriculum to businesses and academic institutions in emerging nations
- Assist in the creation of job training curriculum for Newburgh residents in manufacturing, assembly, customer service, critical care facilities and many other essential sustainable healthcare jobs
- Explore reductions in healthcare costs by implementing tele-health, mobile health and remote critical care options
- Design financing strategies for emerging healthcare entities (venture, crowdfunding, angel, and corporate)
- Opportunities for small businesses and nonprofit research organizations that conduct research leading to the development of products and services that improve the quality of life, health and well-being of older people

3.10 Direct job opportunities for campus graduates

Through aforementioned internships and working relationships, undergraduate and graduate students will gain critical insights and participate directly in the business development process which may lead to permanent jobs/venture opportunities within the community. These jobs will fortify retention of MSMC graduates and foster community growth and involvement.

3.11 Internationalization

A key component of StartUp Newburgh is the creation of an International Landing Zone (ILZ) where foreign companies are encouraged to take advantage of New York's Hudson Valley as a location to launch sales, manufacturing, and distribution of new products and services for the U.S. market. StartUp Newburgh will be a launch point to commercialize healthcare, medical and clean-tech products along with other types of technologies. The majority of entities in the StartUp Newburgh ILZ

will have US-based and trained staff, with technical and non-technical job opportunities. StartUp Newburgh will provide the location, interns, administrative and managerial staffing as well as connectivity to local and regional manufacturers, logistics, service providers, professional and technical advisors.

Conversely, products developed at the StartUp Newburgh facility by US-based entities, where applicable, will be made available to the international community for licensing, sale, partnering, and collaboration through the Global NY initiative.

MSMC's Office of International Programs provides opportunities for current students to engage in academic and internship programs throughout the world. A second focus of the office is the establishment of programs on MSMC's campus for international students. Students from Puerto Rico, Brazil, and other South American countries have already participated. This program aligns well with the creation of a nLZ.

3.12 Specific area specialization of the campus

Mount Saint Mary College is recognized for its Education, Nursing, Business, Life Science and Liberal Arts programs. The Mount Saint Mary College Center for Adolescent Research and Development (CARD), Mount Saint Mary College Collaborative for Equity Literacy and Learning (CELL), and The Mount Saint Mary College Center on Aging and Policy (COAP) afford additional basis of specialization directly actionable with StartUp Newburgh's proposed focus.

4. Mount Saint Mary College's StartUp Newburgh program will generate positive community and economic benefits

During the recent launch of the Affordable Care Act people seeking insurance were asked to enroll through a website, signifying the infiltrating nature of the internet on our society. The Pew Research on Smartphone Ownership in 2013 revealed that 91% of citizens have cell phones and almost 60% have smart phones. This includes the impoverished and lowest income communities such as the City of Newburgh. Thus, the delivery of health care services and information along with remote-patient monitoring via smartphones becomes relevant to the function of StartUp Newburgh.

StartUp Newburgh will support start-up and emerging enterprises in their development of new technologies, and products targeting the medical profession, including collaboration with relevant academic and corporate partners.

4.1 Increased employment opportunities

StartUp Newburgh will create employment opportunities for MSMC graduates, local services and other employee prospects via:

- the growth of "Landing Zone" companies in the accelerator (management, research, development and manufacturing jobs),
- the adaptation and implementation of accelerator IP, knowledge or know-how by local healthcare markets/industries, and
- the establishment of new business resulting from the accelerator activities

4.2 Opportunities for internship, vocational training and learning experiences for

undergraduate and graduate study

The expectation is that all of the college's academic divisions will have the opportunity for their students to partake in experiential learning opportunities at the undergraduate and graduate level.

Employment opportunities generated by StartUp Newburgh companies will provide the necessary training for employees to become valuable contributors to their endeavors. These experiences will also generate the skills necessary for the new economy thereby making the employees desirable to other businesses.

4.3 Diversification of local economy

As noted earlier, the Industry Ranking by Job Count in the Hudson Valley region showed healthcare related jobs first through sixth. The MHREDC also reported this past year's expansions at several of the region's hospitals. The MHREDC foresees job growth in the health care sector due to the implementation of the Affordable Care Act. Diversifying beyond this growth trend will be five-fold. The 1st area will be to utilize this existing healthcare, educational and social services assets as a research, product development and test bed, building opportunities/products that can be utilized by vital local industries. The 2nd area will include businesses that build upon the region's life science, environmental and farming/food focus. The 3rd area of diversification will be to build upon the clean technology sector which has been established albeit struggling in the region. The 4th area of diversification will address advanced manufacturing processes and associated opportunities. The 5th area of diversification will address expanding on the established local artisanal business.

The potential for new business in the area is highly desirable, as it will facilitate Newburgh's economic expansion by utilizing its excellent infrastructure and strategic location. A commercialization launchpad that utilizes existing MSMC and local educational and business elements, and instills capability, confidence and processes is crucial to advancing the economic resurgence of the City of Newburgh and the Mid-Hudson region.

4.4 Environmental sustainability

This region is as sensitized to the value and sustainability of the environment as any area in the U.S. The City of Newburgh, sited on Newburgh Bay, offers a majestic view of the natural surroundings, including Storm King Mountain, the subject of a 1962 event that spawned the birth of the modern environmental movement and led to the National Environmental Policy Act (NEPA) and New York's State Environmental Quality Review Act (SEQRA). Across the river and in clear view from Newburgh is the Beacon Institute, another bastion of environmental study. Peter Seeger's Clearwater was founded within the sights of Newburgh. Newburgh is home to sustainable movement and it should also be home to sustainable emerging technologies. Local economic initiatives,

such as "ARiverOfOpportunities-www.newburghny.org", have been soliciting sustainable businesses in green and clean tech. A StartUp Newburgh endeavor would build upon this and aid businesses that are already seeking to relocate here.

Targeted StartUp Newburgh industries include businesses in food, life sciences and environmental development, clean energy technologies, traditional and holistic health care, education and new educational platforms or methods, and advanced manufacturing processes. They all have a critical basis in environmental sustainability.

4.5 Entrepreneurship

Start Up Newburgh intends to promote entrepreneurship within the typical fields of life science, healthcare technology, and business/management. Perhaps where StartUp Newburgh is most unique will be in the attempt to stimulate entrepreneurship in the fields of nursing and teaching. These areas traditionally train students for institutionalized service roles such as those in hospitals or schools and not those of entrepreneurial or inventive pursuit. However, it is our belief that teachers and nurses are uniquely qualified to pursue entrepreneurial endeavors. They are typically the key player at the point of constituent contact and the provider of medical or educational technology. This first hand vantage point provides the knowledge and opportunity to uncover new methods or technologies addressing products and solutions from a human or behavioral aspect. It would engage and encourage nursing and teaching students and professionals to brainstorm and develop solutions to healthcare and educational products that could only be derived from direct use and constituent contact. This viewpoint could also be the basis of a business opportunity that offers existing technology companies critical insight and market research on both constituent and provider roles and acceptance.

In addition to the aforementioned focus of StartUp Newburgh, entrepreneurship centered on broad based emerging technology, cultural trends, societal needs, environmental opportunities and food production/processing will be sought out and undertaken.

4.6 Positive linkages to existing business not in competition with START-UP businesses, especially small scale businesses

U.S. small business make up a major percentage of all new hiring, according to the U.S. Department of Commerce. Each company housed within StartUp Newburgh will require services from surrounding local entities such as office supplies, food, fuel, transportation and travel services. Once a business cluster is established and an atmosphere of business and services are present, it can be leveraged to attract major business employers. Utilizing the local region as a research center for new product development either from informational gathering or product testing scenarios will be valuable to both StartUpNY companies and established nearby metro NYC companies and will likely develop into a thriving StartUpNY business itself. Encouraging commercial pursuits based upon knowledge gained by working professionals in either government, social, educational or health roles will likely stimulate additional new business. Local trucking and transportation services, materials and supplies businesses, packing and fulfillment businesses, accounting and law services, as

well as cleaning and maintenance services will benefit from the increased business due to a StartUpNY classification in the City of Newburgh.

4.7 Boost to local economy

A StartUpNY tax-free zone will generate great interest and draw business and jobs to the area. As noted above, the City of Newburgh is ripe for economic support, and provides excellent potential as a place to build businesses with its many available buildings. A willing and capable workforce is ready to get to work. Opportunities for their children would become available, thereby limiting the current and typical generational city flight.

4.8 Magnet for economic and social growth

Geographically the City of Newburgh is at crossroads of multiple interstate highways- Interstate Route 84 with east-west routes, Interstate Route 87 (NY State Thruway) with north-south routes, international air service (Stewart International Airport- Newburgh), commercial rail with intermodal facilities given its Hudson River Port, and maritime shipping. It's important to note that the Port of The City of Newburgh was a historic key to the industry and commerce of the Mid-Hudson Region. This port, which has both rail and road access, is a unique asset of the City of Newburgh that has been somewhat dormant in the near past but is currently being revitalized.

The strategic location, midway between New York City and Albany, at all transport crossroads and with easy access to other regional markets and business centers, and situated on arguably the most picturesque viewshed of the Hudson Highlands is becoming rediscovered as an ideal location to live and work. Its attraction has lured young professionals and artisans being priced out of New York City area communities as well as those looking for alternative quality of life situations. As a small city, once a manufacturing, economic and cultural stalwart, but afflicted with corporate flight and urban blight over the last half century, it does have problems typical of such cities. However, the city has seen a number of promising social and cultural developments that point to renewal and its community is dedicated to advancing the cause at many levels. A StartUp Newburgh endeavor would be a welcome component to the city's resurgence by utilizing existing long term city stakeholders like Mount Saint Mary College, the healthcare and educational communities, concerned and dedicated citizens, and numerous supporting small business and workforces.

5. A description of the process the campus or college will follow to select businesses to participate in the Tax-Free NY Program

The StartUp Newburgh Review Committee will ensure that applicants meet the criteria of the academic mission of MSMC and the mission of HVCFI.

StartUp Newburgh will follow the admission guidelines of its partner, HVCFI. These admission policies include:

- 1 Submitting and acceptance of the StartUpNY Application
- 1 Completing the StartUp Newburgh Application
- 1 Review and interview by the StartUp Newburgh Review Committee

This committee will consist of two Mount Saint Mary College members, one HVCFI member, one MSMC faculty member and other faculty members as needed based on the applicant's business and at least one member of the local IDA or City of Newburgh Economic Development representative. For certain technical or unusual applicants an ad hoc representative with subject matter expertise may be added. Final decision making authority rests with the MSMC representatives.

The process for selecting companies into the StartUp Newburgh program will be as follows:

1. Qualify companies that conform to the scope of StartUp Newburgh businesses as detailed in 3.1 and 3.2. They may be established, local, regional, distant or off-shore companies or companies who have graduated from a certified NY incubator.
2. Qualify companies that are aligned with the academic mission/programs of the college.
3. Qualify companies that have positive community and economic benefit.
4. Qualify the company's management team.
5. Qualify the validity/marketability of their business plan, product, process and service.
6. Qualify prospects for potential academic internships, collaboration or project funding.
7. Qualify prospects for local job creation, sustainability and ability to gain funding.
8. Qualify prospects for commitment to the StartUpNY program, MSMC and the HVCFI.
9. Obtain company signature of acceptance and commitment to StartUpNy and StartUp Newburgh.
10. Orientation process for StartUp Newburgh company. This will include aspects that include: academic department review, administrative processes, facility review and selection.
11. Ensure establishment of Academic/Mentorship/Business advisor review, schedule/timetable review as per needs defined in prior steps.
12. Ongoing periodic review process, evaluation, direction, remedial actions and sign-off.

6.1 Conflict of interest guidelines- See attachment G

6.2 Attestation regarding tax-exempt bonds- See attachment H

6.3 Certification regarding non-elimination of space or programs- See attachment I

6.4 Certification of 30-day required submissions-See attachment J

6.5 Statement regarding accuracy and completion of application-See attachment K

Attachments

A-2. Excel spreadsheet with amended building information

B-2. City of Newburgh Tax Map with 337 Liberty and 218 Ann Street

B-3. Town of Newburgh Map – 15 Little Brook Lane

B-4/ B-5. City of Newburgh Map –102 S. William Street

B-6. City of Newburgh Tax Map – 2 Johnes Street

C. City of Newburgh Tax Map, Section 11 – 337 Liberty Street

C-2. City of Newburgh Tax Map, Section 11 – 218 Ann Street

C-3. Town of Newburgh Tax Map, Section – 15 Little Brook Lane

C-4/C-5. City of Newburgh Tax Map Section – 102 S. William Street

C-6. City of Newburgh Tax Map Section – 2 Johnes Street

D. Floor plan/sketch – 337 Liberty Street

D-2. Floor plan/sketch – 218 Ann Street

D-3. Floor plan/sketch – 15 Little Brook Lane

D-4. Floor plan/sketch – 102 S. William Street

D-5 Floor plan/sketch – 102 S.William Street

D-6 Floor plan/sketch – 2 Johnes Street

E. GIS file – 337 & 351 Liberty Street, and campus property

E-2 GIS file – 218 Ann Street

E-3. GIS file – 15 Little Brook Lane

E-4/E-5. GIS file – 102 S. William Street

E-6. GIS file – 2 Johnes Street

F. Designated space 337 Liberty Street and campus property

F-2. PDF file of 218 Ann Street designated space and land

F-3 Designated Space Plan of 15 Little Brook Lane

F-4. Designated Space Plan of 102 S.William Street

F-5. Designated Space Plan of 102 S. William Street

F-6 Designated Space Plan of 2 Johnes Street

L – Aerial Image of 337 Liberty Street

L-2A – Aerial Image of 218 Ann Street

L-2B – Aerial Image of 218 Ann St. 337 Liberty St. Relative to Campus

L-3A – Aerial Image of 15 Little Brook Lane

L-3B – Aerial Image of 15 Little Brook Lane Relative to Campus

L-4A/L-5A – Aerial Image of 102 S. William Street

L-4B/L-5B – Aerial Image of 102 S. William Street to Campus

L-6A – Aerial Image of 2 Johnes Street

L-6B – Aerial Image of 2 Johnes Street to Campus

G. Conflict of interest guidelines

H. Attestation regarding tax-exempt bonds

I. Certification regarding non-elimination of space or programs

J. Certification of 30-Day required submissions

K. Statement regarding accuracy and completion of application

StartUp Newburgh
Attachment A-2 Amended

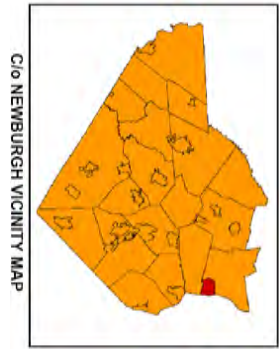
Location	Property owner	Property type	Street address	City	County	Zip code	Parcel ID#	Space type	SqFt	Acres	Description	On-campus	W/in 1 mile of campus	Latitude	Longitude	Note
City of Newburgh	R.H. Campbell, Inc.	1	337 Liberty St.	Newburgh	Orange	12550	Tax map# 331100 S.B.L. # 11-4-29	B	7,698	N/A	2nd floor	Yes		41.508372	-74.011069	Leased
City of Newburgh	R.H. Campbell, Inc.	1	351 Liberty St.	Newburgh	Orange	12550	Tax map#331100 S.B.L. # 11-4-25	D	n/a	0.1	Parking lot	Yes		41.508722	-74.011203	Leased
City of Newburgh	Newburgh Commercial	2	218 Ann Street	Newburgh	Orange	12550	Tax Map#331100 S.B.L. # 35-2-36.1	F	4,182	N/A	Warehouse	No	Yes	41.29566	-74.010197	Leased
City of Newburgh	Newburgh Commercial	2	221 Broadway	Newburgh	Orange	12550	Tax Map #331100 S.B.L. # 35g 2g 13	F	1,140	N/A	Office	No	Yes	41.30005	74.010206	Leased
Town of Newburgh	James T. Beesmer	2	15 Little Brook Ln	Newburgh	Orange	12550	Tax Map# 334600.034 S.B.L. 34g 1g 26.1	G	2,674	N/A	Office	No	No	41.32415	74.034779	Leased
City of Newburgh	Atlas/DF	2	102 S.William St	Newburgh	Orange	12550	Tax Map #331100 S.B.L.# 39g 5g 28.1	C	987	N/A	Warehouse	No	Yes	41.49675	74.011908	Leased
City of Newburgh	Atlas/DF	2	102 S. William St	Newburgh	Orange	12550	Tax Map#331100 S.B.L.# 39g5g28.1	C	811	N/A	Warehouse	No	Yes	41,49675	74.011908	Leased
City of Newburgh	R.H. Campbell, Inc	2	2 Johnes St	Newburgh	Orange	12550	Tax Map#331100 S.B.L.# 46-2-12	C	3916	N/A	Warehouse	No	Yes	41,494671	74.010071	Leased

Property Type

- 1 - on campus
- 2 - 1 mile off campus
- 3 - State asset

Space Type

- A - Entire Building
- B - Floor within building
- C - Room within building
- D - Land on campus
- E - Land off campus
- F - Entire building off campus
- G - Partial building off campus
- H - State asset



LEGEND

STATE OR COUNTY LINE	---	1	TAX MAP BLOCK NO.	2	TAX MAP LOT NO.	3
SECTION LINE	---	4	SECTION	5	SECTION	6
WATER BOUNDARY	---	7	WATER BOUNDARY	8	WATER BOUNDARY	9
PROPERTY LINE	---	10	PROPERTY LINE	11	PROPERTY LINE	12

ORANGE COUNTY-NEW YORK

Prepared by
 Orange County Tax Map Department
 100 N. 17th Street, Room 207
 Newburgh, NY 12551
 Phone 845.391.2488 Fax 845.391.2489



CITY OF NEWBURGH

Scale 1" = 600'
 Section No. KEY MAP
 AND 59 SECTIONS
 SECTION 60

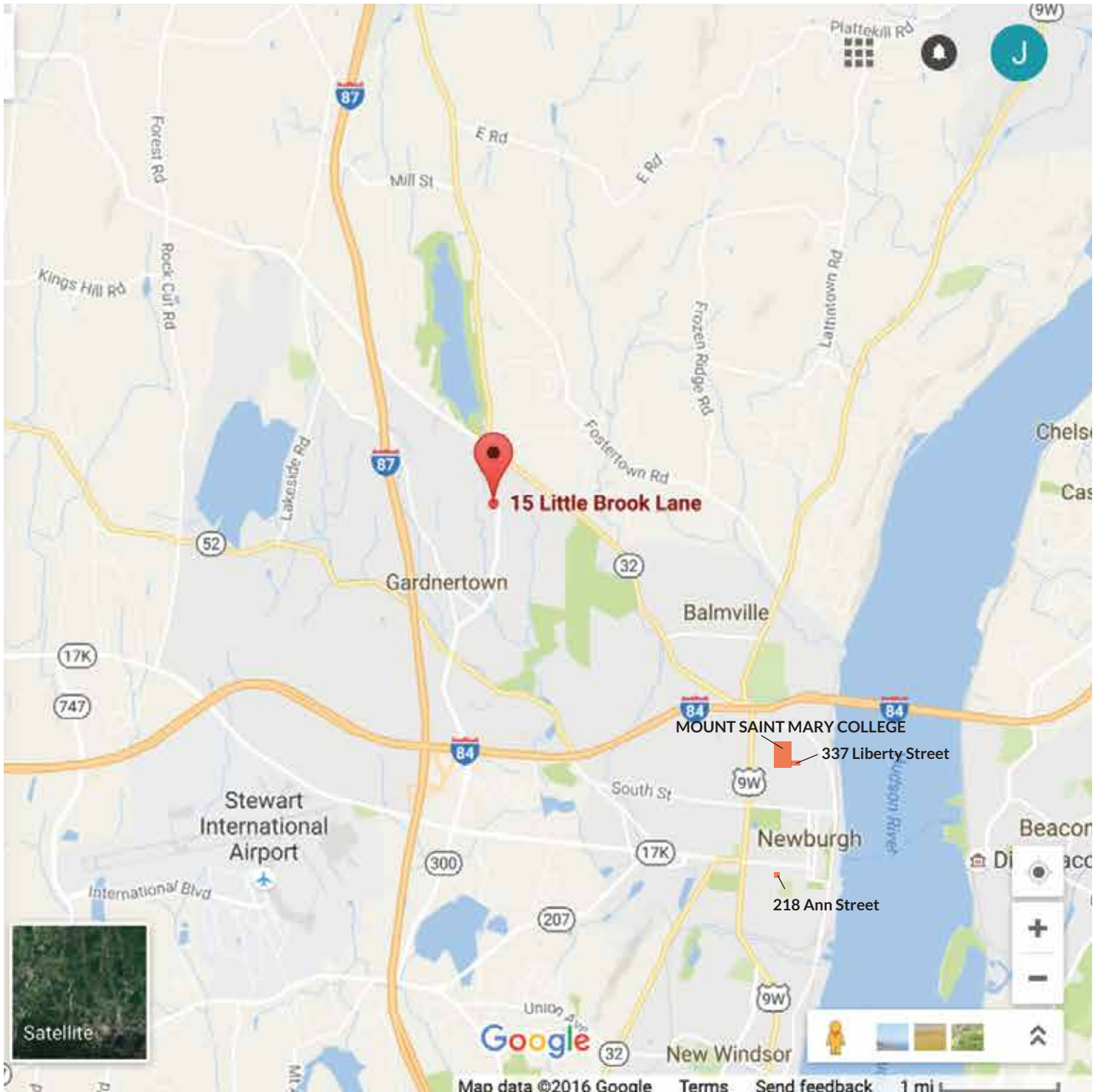
Amended Plan to include
 218 Ann Street

Designated Area
 (337 & 351 Liberty Street)

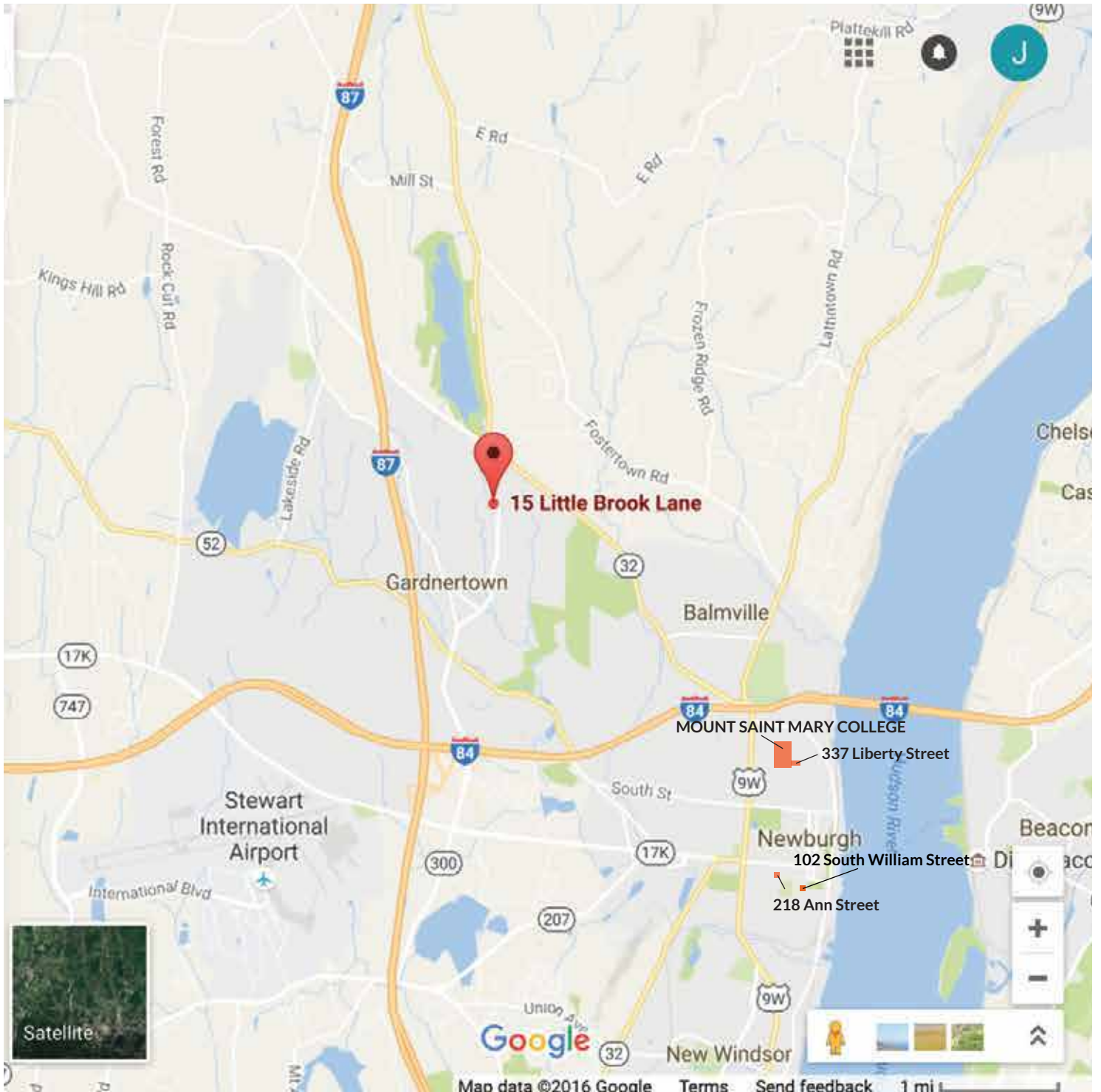
Mount Saint Mary Collge
 (Section 8)

Attachment B-2

REVISION	02/07/03
	02/07/03
	02/07/03
	02/07/03
	02/07/03



Attachment B-3



Attachment B-4/B-5

LEGEND

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40	41	42	43	44	45	46	47	48	49	50
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ORANGE COUNTY-NEW YORK

THE OFFICIAL MAP OF THE CITY OF NEWBURGH, NEW YORK, AS OF THE YEAR 1990, SHOWING THE BOUNDARIES OF THE CITY OF NEWBURGH, NEW YORK, AND THE BOUNDARIES OF THE TOWNS OF NEWBURGH, NEW YORK, AND NEW WINDSOR, NEW YORK, AND THE BOUNDARIES OF THE COUNTY OF ORANGE, NEW YORK, AND THE BOUNDARIES OF THE COUNTY OF DUTCHESS, NEW YORK.



CITY OF NEWBURGH

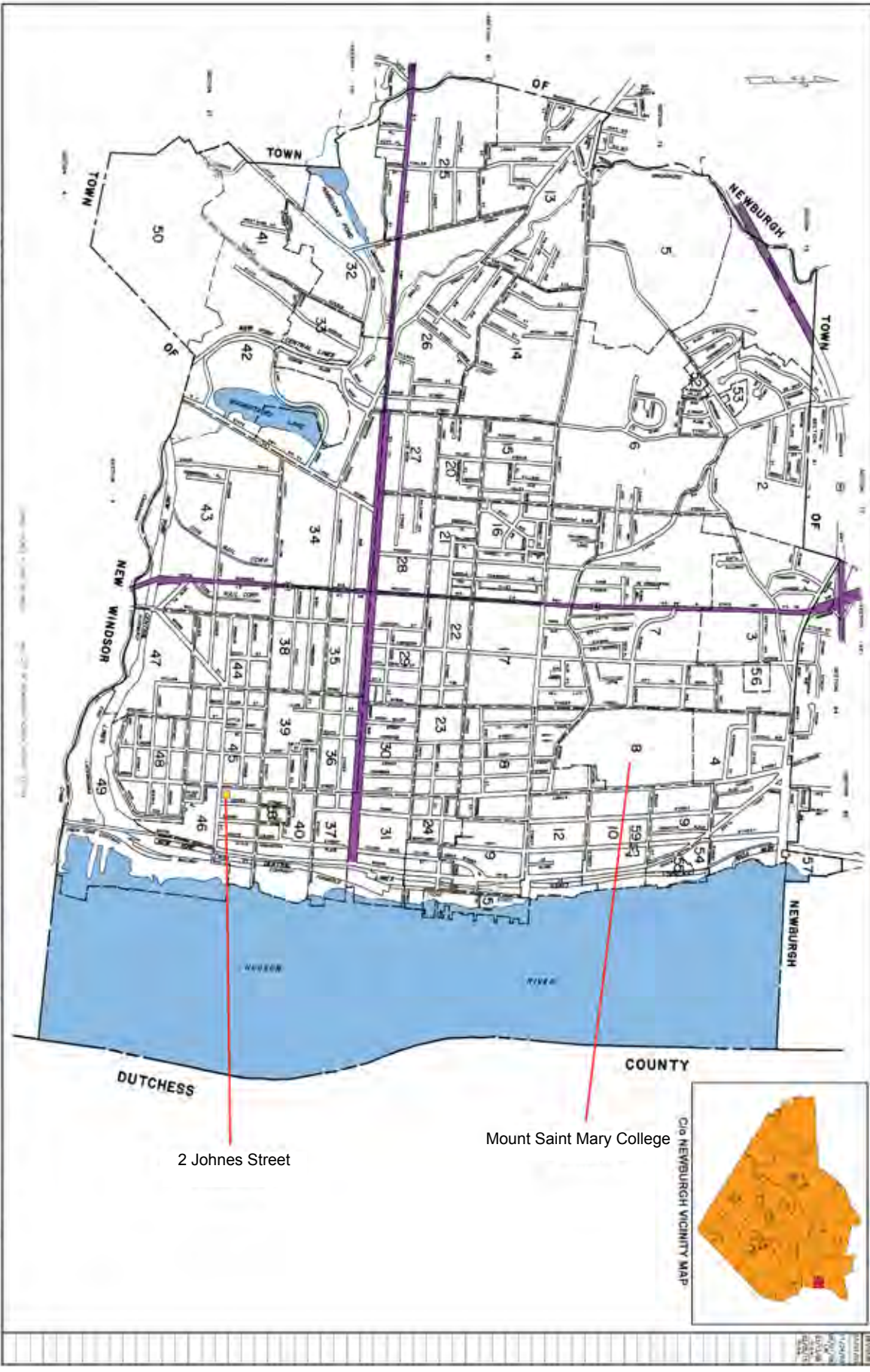
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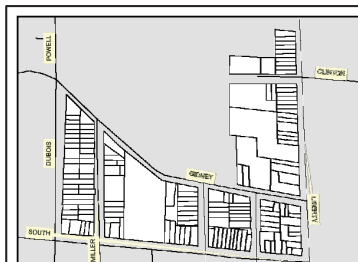
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Map No. 100

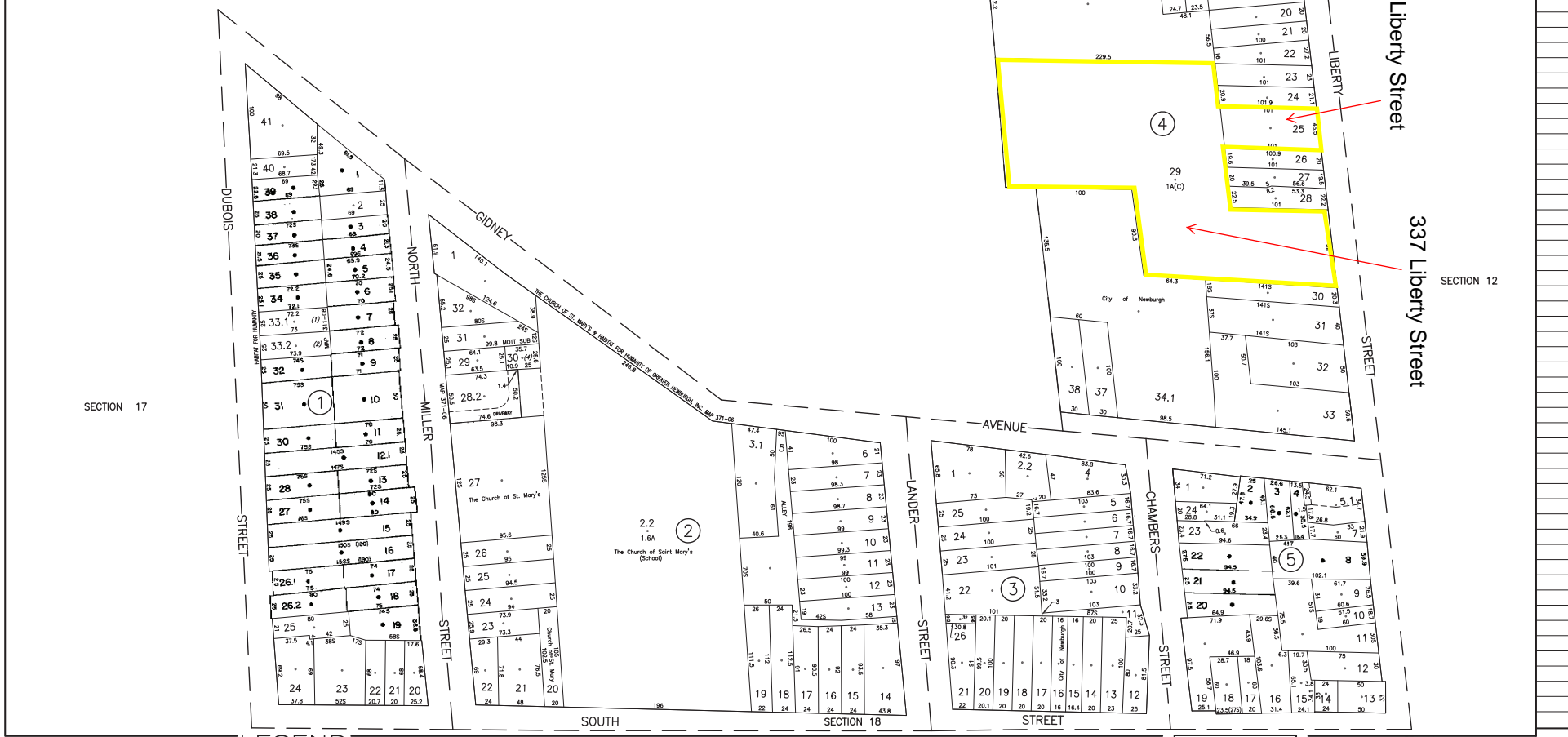
Section No. 100

Map No. 100





VICINITY MAP



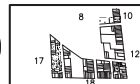
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BLOCK OR SECTION LIMIT	MATCH LINE	AREAS	STATE HIGHWAYS
SPECIAL DISTRICT LIMIT	WATER FEATURES	DIMENSIONS	COUNTY HIGHWAYS
PROPERTY LINE	GRID COORDINATE/CENTROID	PORTRION OF TAX LOT	TOWN ROADS

ORANGE COUNTY-NEW YORK

Prepared by
Orange County Tax Map Department
124 Main Street, Coxsack, N.Y. 12024
Phone 845.291.2498 Fax 845.291.2499

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PURPOSES FOR TAX PURPOSES ONLY
NOT TO BE USED FOR CONVEYANCE



331100
CITY OF NEWBURGH
Scale 1" = 50'
Section No. 11

REVISION
03/01/03
10/17/03
06/09/04
01/05/05
10/03/06
10/20/06
05/11/07
08/22/07
01/29/08
05/12/08
10/06/08
07/01/09
07/08/09

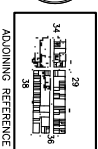
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CITY TOWN OR VILLAGE	ASSESSOR'S NAME	ASSESSOR'S NO.	ASSESSOR'S NO.	ASSESSOR'S NO.	ASSESSOR'S NO.
SCHOOL DISTRICT LINE	WATER SYSTEMS	WATER SYSTEMS	WATER SYSTEMS	WATER SYSTEMS	WATER SYSTEMS
PROPERTY LINE	PORTION OF THE LOT	TOWN ROAD	TOWN ROAD	TOWN ROAD	TOWN ROAD

LEGEND

ORANGE COUNTY-NEW YORK

Orange County Tax Map Department
 100 N. Broadway, 3rd Floor
 P.O. Box 2488, Albany, NY 12240-2488
 Phone: 518/462-3488 Fax: 518/462-3489

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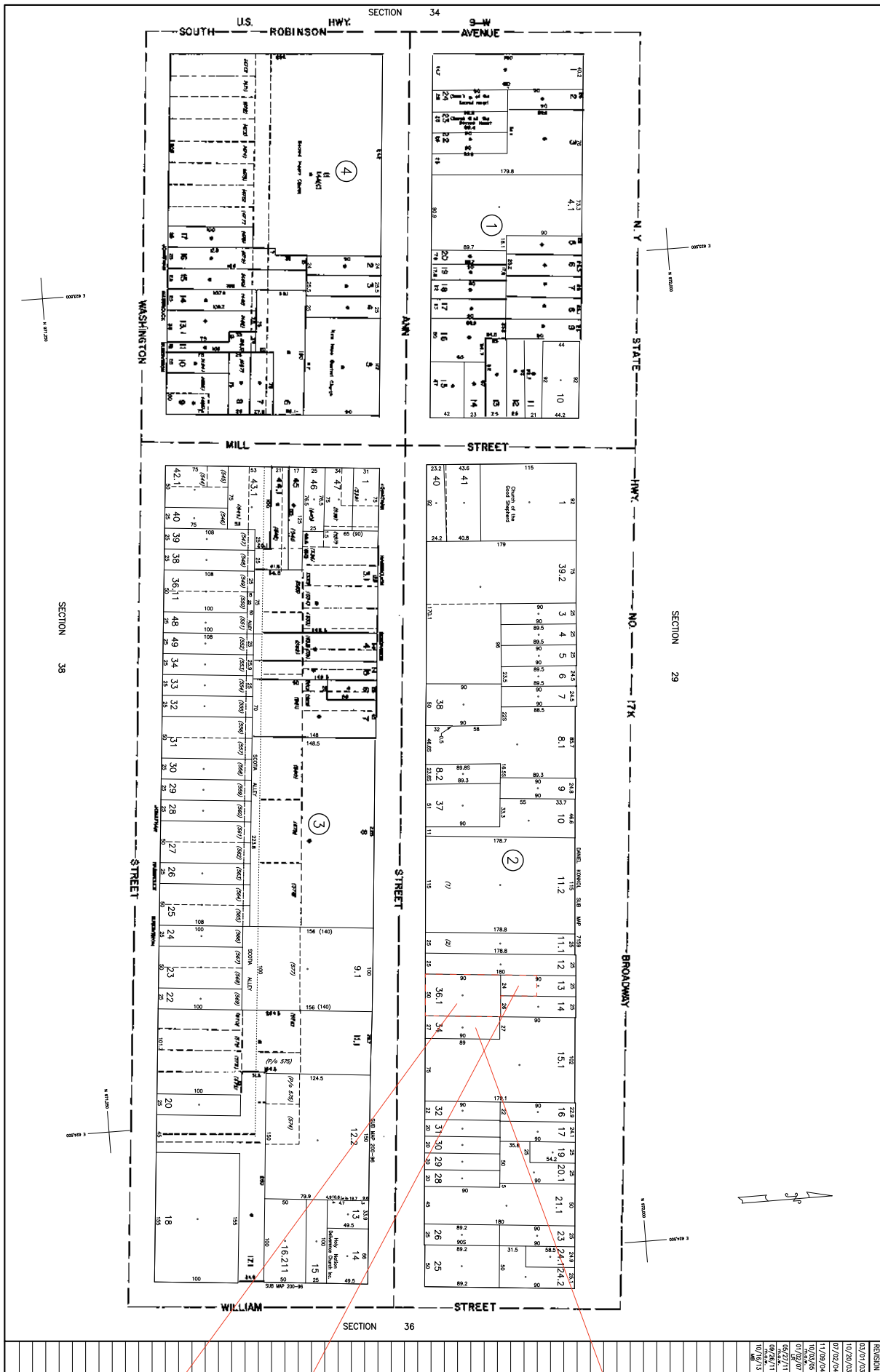


CITY OF NEWBURGH

Scale 1" = 50'

Section No. 35

TAX YEAR 2015



220 Ann Street - Mailing Address 218 Ann Street - 35-2-36.1

Attachment C-2

218 Ann Street - 35-2-34

221 Broadway - 35-2-13

REVISION	DATE
02/01/03	
10/20/03	
07/22/04	
11/28/04	
06/27/07	
06/27/11	
06/27/11	
10/14/13	

15 Little Brook Lane

215E

[illegible]

ORANGE COUNTY—NEW YORK



ADJOINING REFERENCE

334600
TOWN OF NEWBURGH

Scale 1"=400' Section No. 34

TAX YEAR 2018

Attachment C-3

[illegible]

Attachment D

218 Ann Street Office,
Aka 219 Broadway on
Tax Maps with a mailing
address of 221 Broadway.
There is no access to
Broadway

218 Ann Street
Newburgh, NY 12550
Aka 220 Ann Street on
Tax Maps

Parking Lot
Aka 218 Ann Street
on Tax Maps

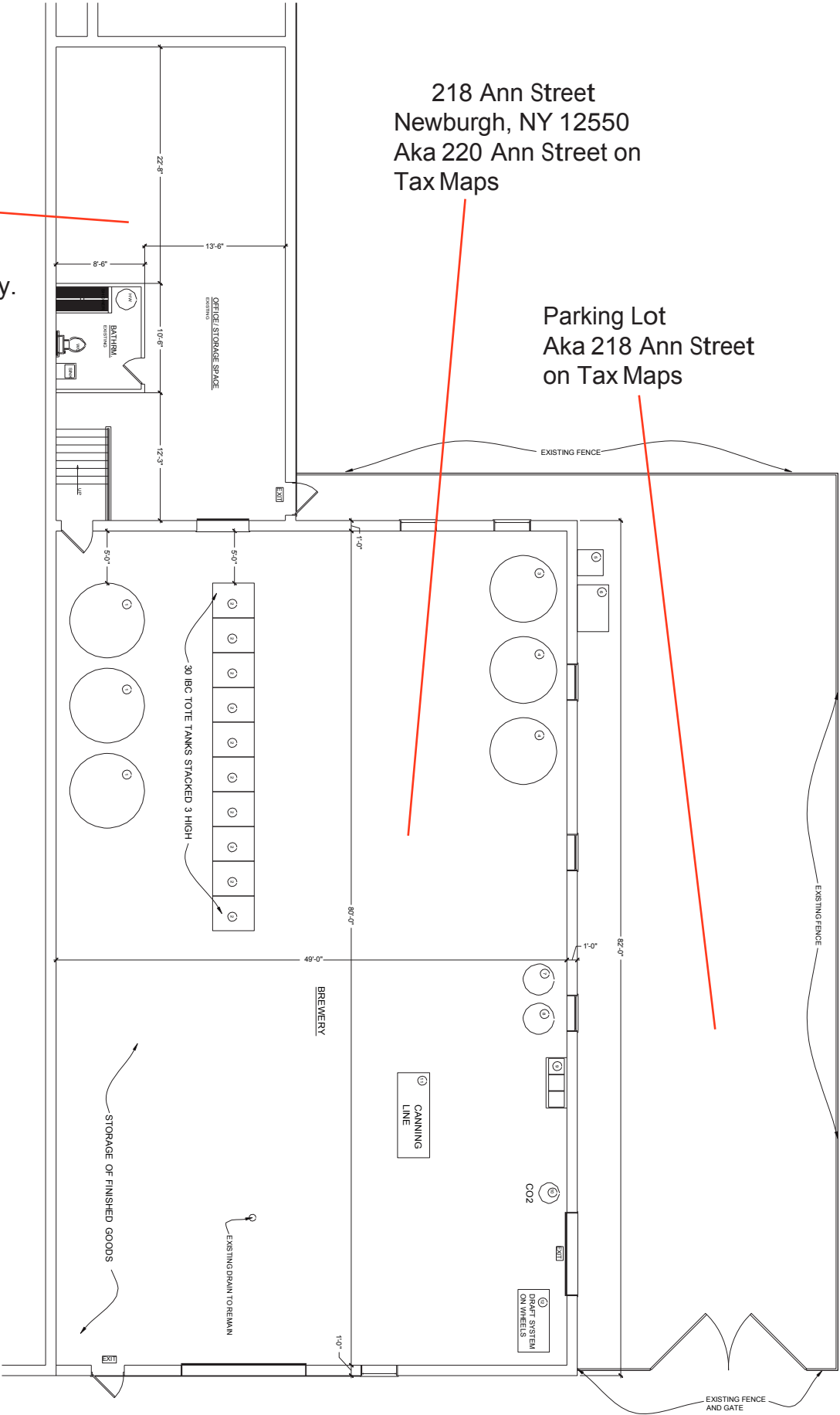
#	NAME	MANUFACTURER/ MODEL	REMARKS
1	BULK STORAGE TANK	CHEM-TAINER #T08525AUC	1200 GALLON
2	IBC TOTE TANK	WTO #T335	48" L x 36" W x 85" H 330 GALLON
3	80 BBL FEEDER	FEEDER CRAFTERS	80 BBL FEEDER
4	40 BBL LIN-TANK		40 BBL LIN-TANK
5	AC HEAT PUMP	COOLMAN COMMERCIAL #CGS211203-2365	16 TON
6	GLYCOL CHILLER	GAD CHILLERS #GDL051170N	48.2" L x 86.7" W
7	WATER HEATER	NAVEREN #NWE-240A	17.3" L x 13.2" W x 27.4" H GAS FIRED
8	AIR COMPRESSOR	INGERSOLL RAND #SMDL51V	48" L x 30" W x 70" H 60 GALLON
9	3 COMPARTMENT SINK	MODEL #CLOS-1008 OR APPROVED EQUAL	72" L x 22" D (NO DIRECT DRAIN CONNECTION)
10	CO2 TANK		600 LB. CAPACITY
11	CANNING SYSTEM	WILD GOOSE CANNING #WGC150	38.5" L x 89.6" W x 90" H 700 LBS
12	DRAFT SYSTEM		

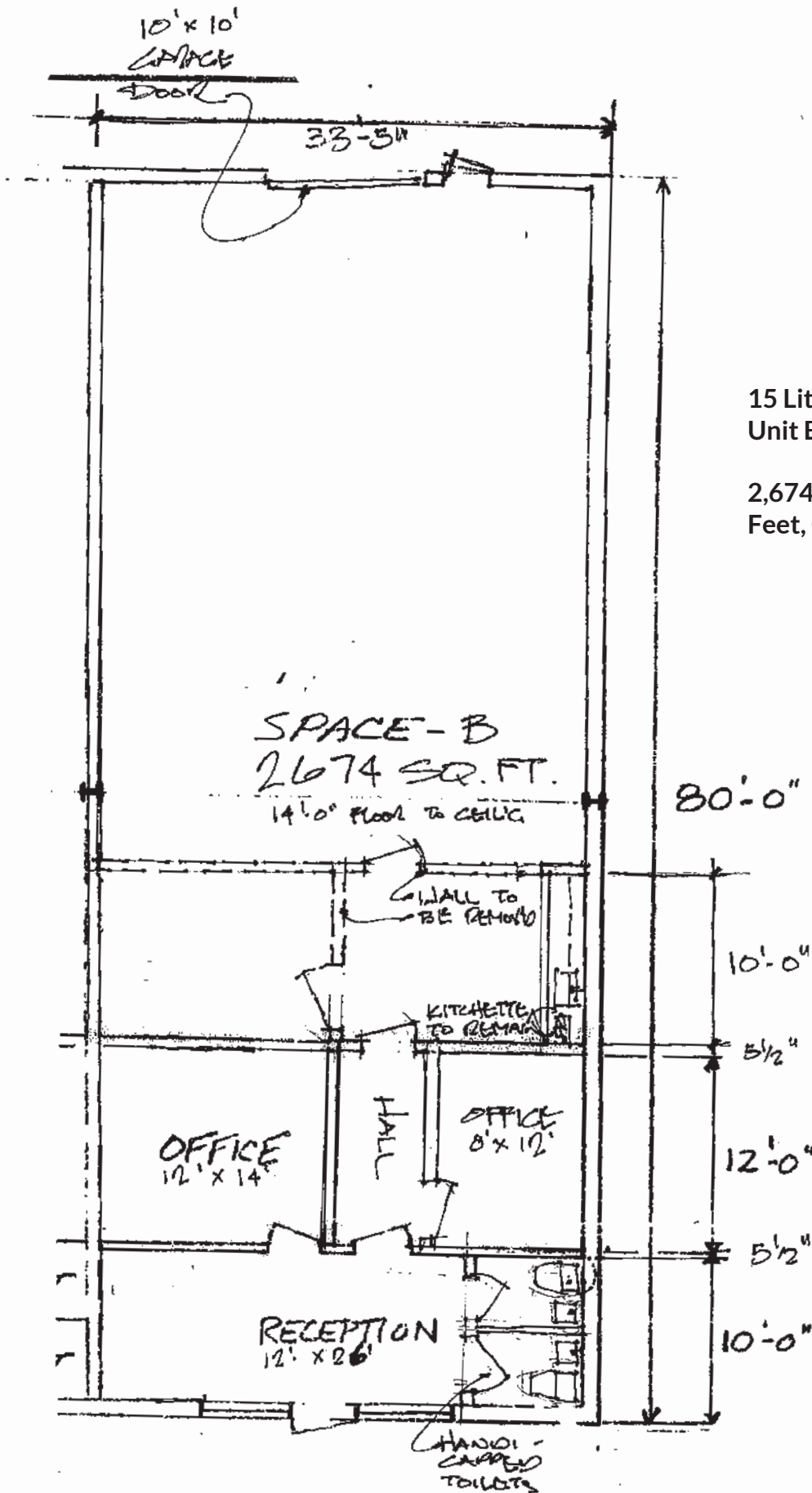
EQUIPMENT LIST

#	ROOM NAME	WALL FINISH	CEILING FINISH	FLOOR FINISH
1	BREWERY	CONC. BLOCK (EXISTING)	EXISTING	CONCRETE (EXISTING)
2	BATHROOMS	PAINTED GIP. BD. (EXISTING)	EXISTING	CONCRETE (EXISTING)
3	OFFICE/STORAGE	PAINTED GIP. BD. & CONC. BLOCK (EXISTING)	EXISTING	CONCRETE (EXISTING)

ROOM FINISH SCHEDULE

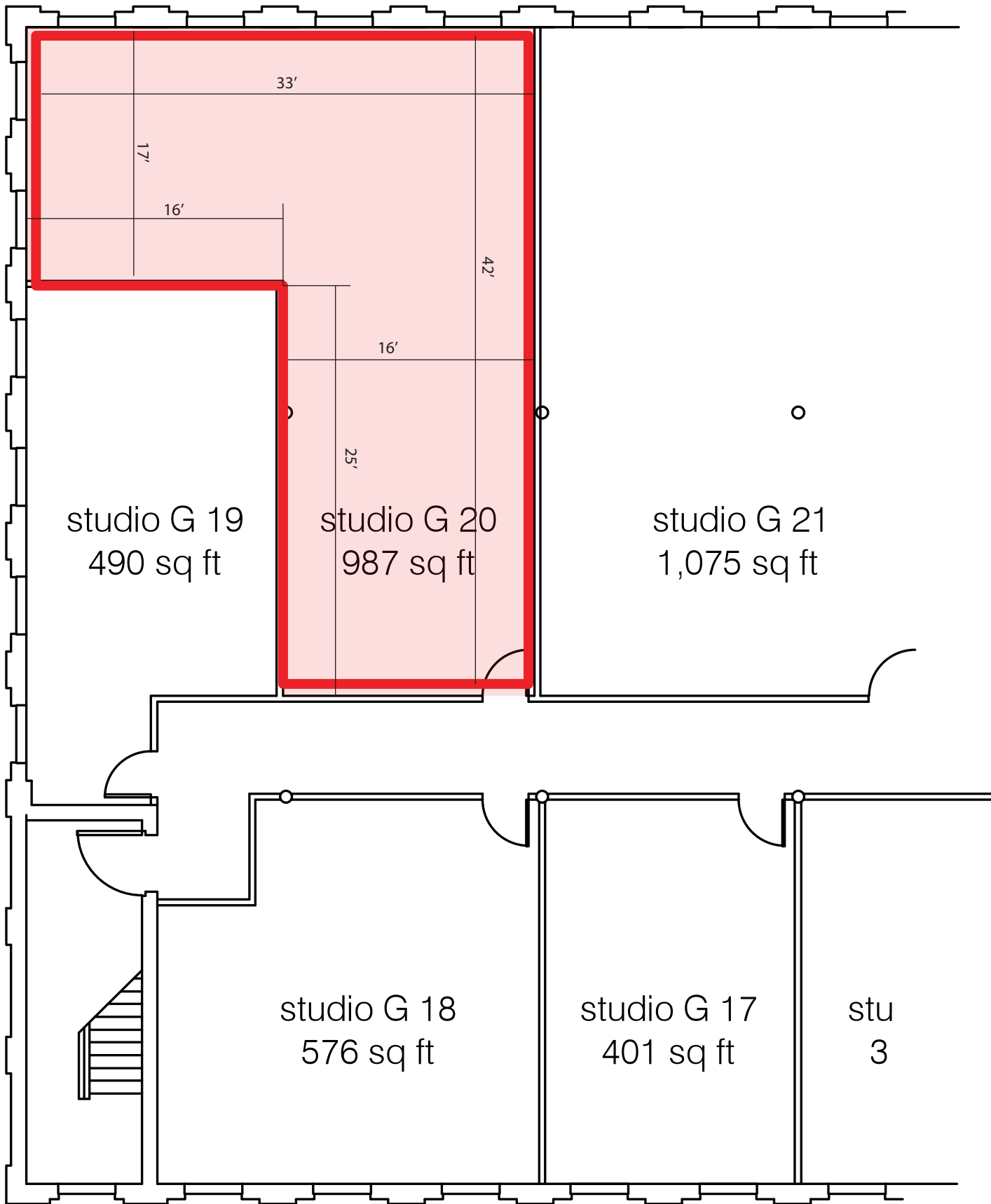
Building Square Footage
Brewery - 4,182
Office - 1,140
Total - 5,322





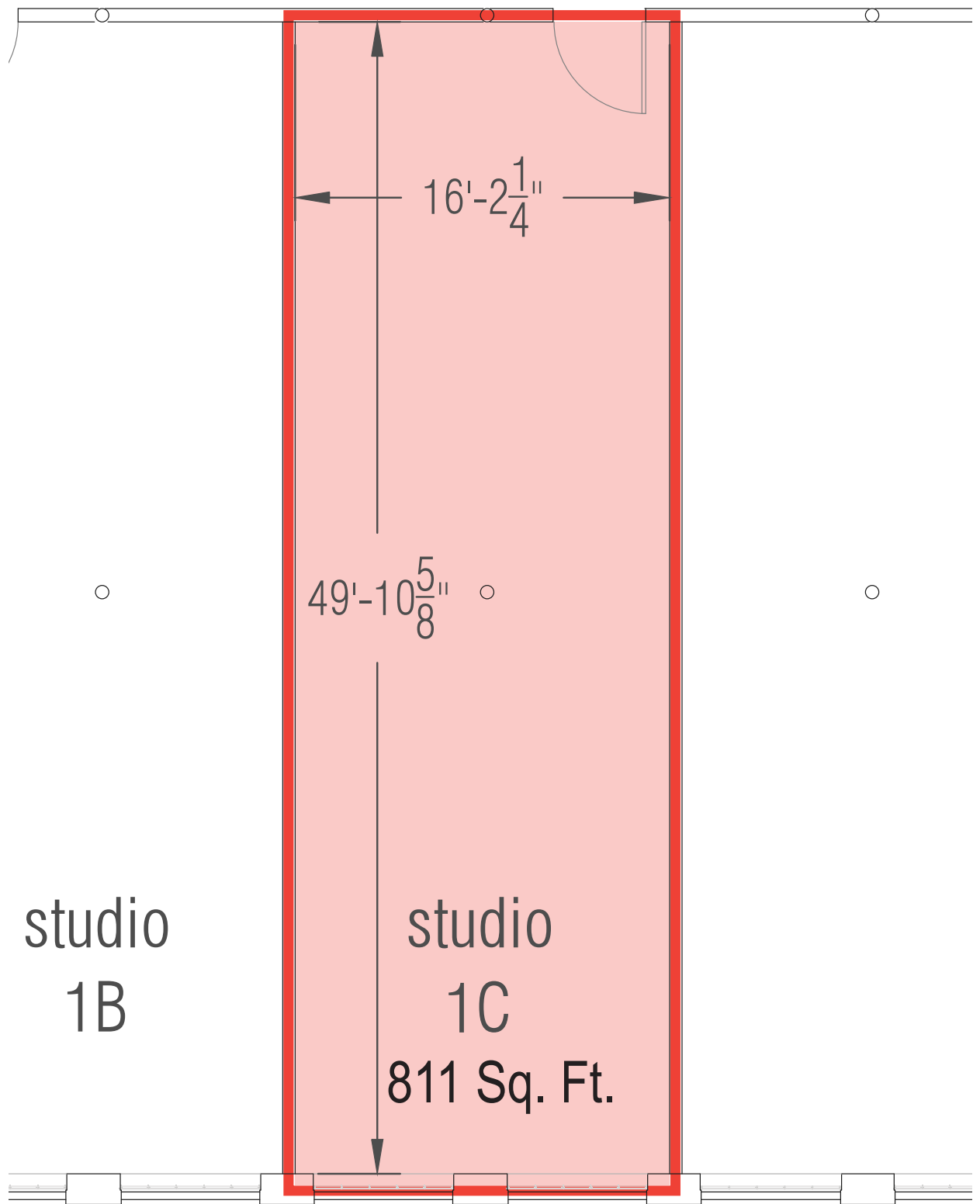
15 Little Brook Lane
Unit B

2,674 Total Square
Feet, Currently Vacant



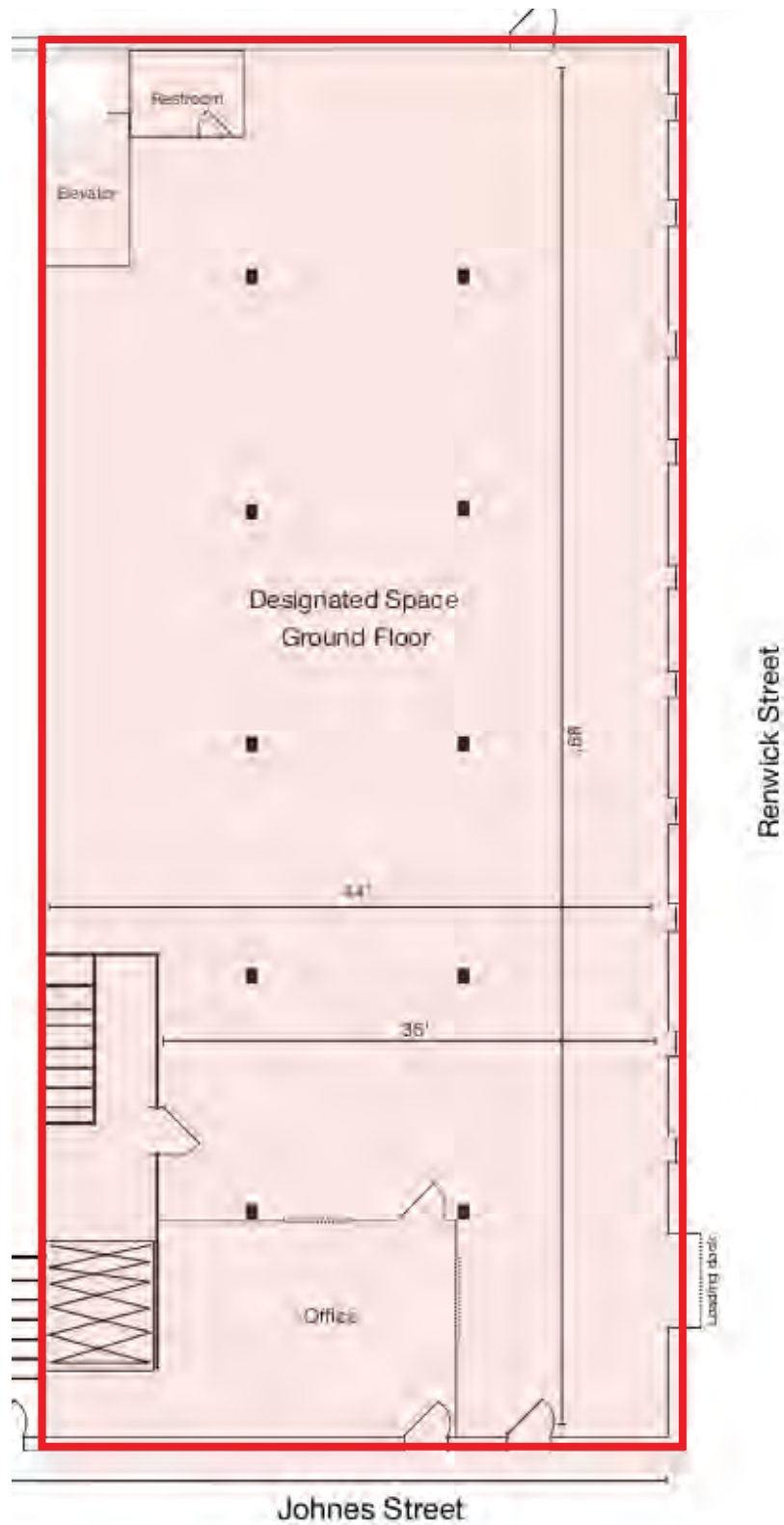
102 South William Street

Attachment D-4

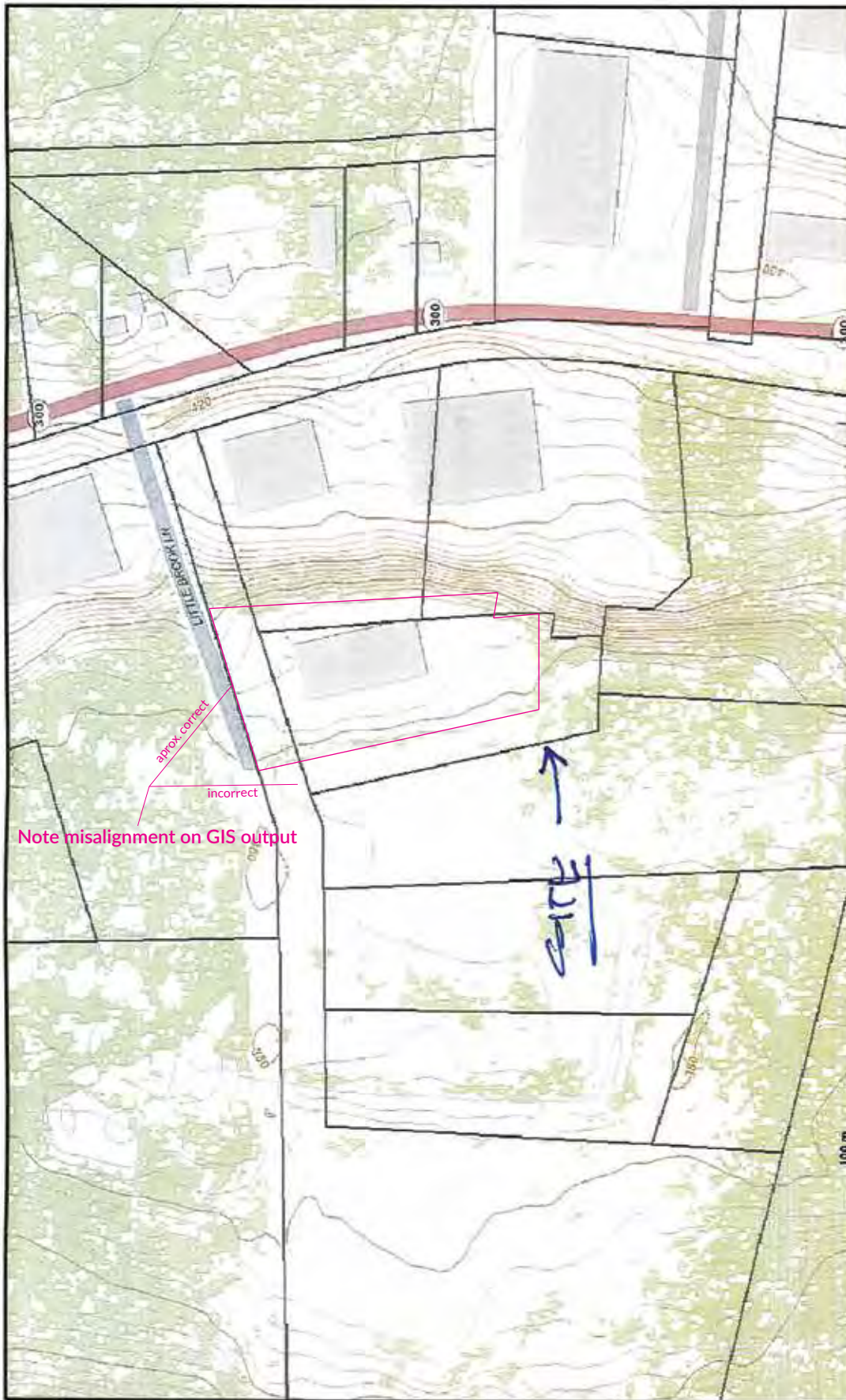


102 South William Street

Attachment D-5



2 Johnes Street



Osborne Tech.

15 Little Brook Lane, Newburgh NY

Orange County G.I.S. Division 22 Wells Farm Rd Goshen, New York 10924 Phone: 845.615.3790

DISCLAIMER: This map is a product of Orange County Information Technology GIS Division. The data depicted here have been developed with extensive cooperation from other County departments, as well as other Federal, State and Local government agencies. Orange County makes no representations as to the accuracy of the information in the mapping data, but rather, provide said information as is. Orange County expressly disclaims responsibility for damages or liability that may arise from the use of the map.

Printed: Oct 21, 2016





Osborne Tech.

15 Little Brook Lane, Newburgh NY

Orange County G.I.S. Division 22 Wells Farm Rd Goshen, New York 10924 Phone: 845.615.3799

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Printed: Oct 21, 2016



102 S. William Street, Newburgh, New York

C.M.W. / Tuesday, November 22, 2016



FOR VISUAL REFERENCE ONLY

DISCLAIMER: City of Newburgh makes no representations and provides no warranties, expressed or implied, concerning the accuracy, completeness, or suitability of this map for any particular purpose, and/or for title infringement and assumes no liability for the use or misuse of such data.

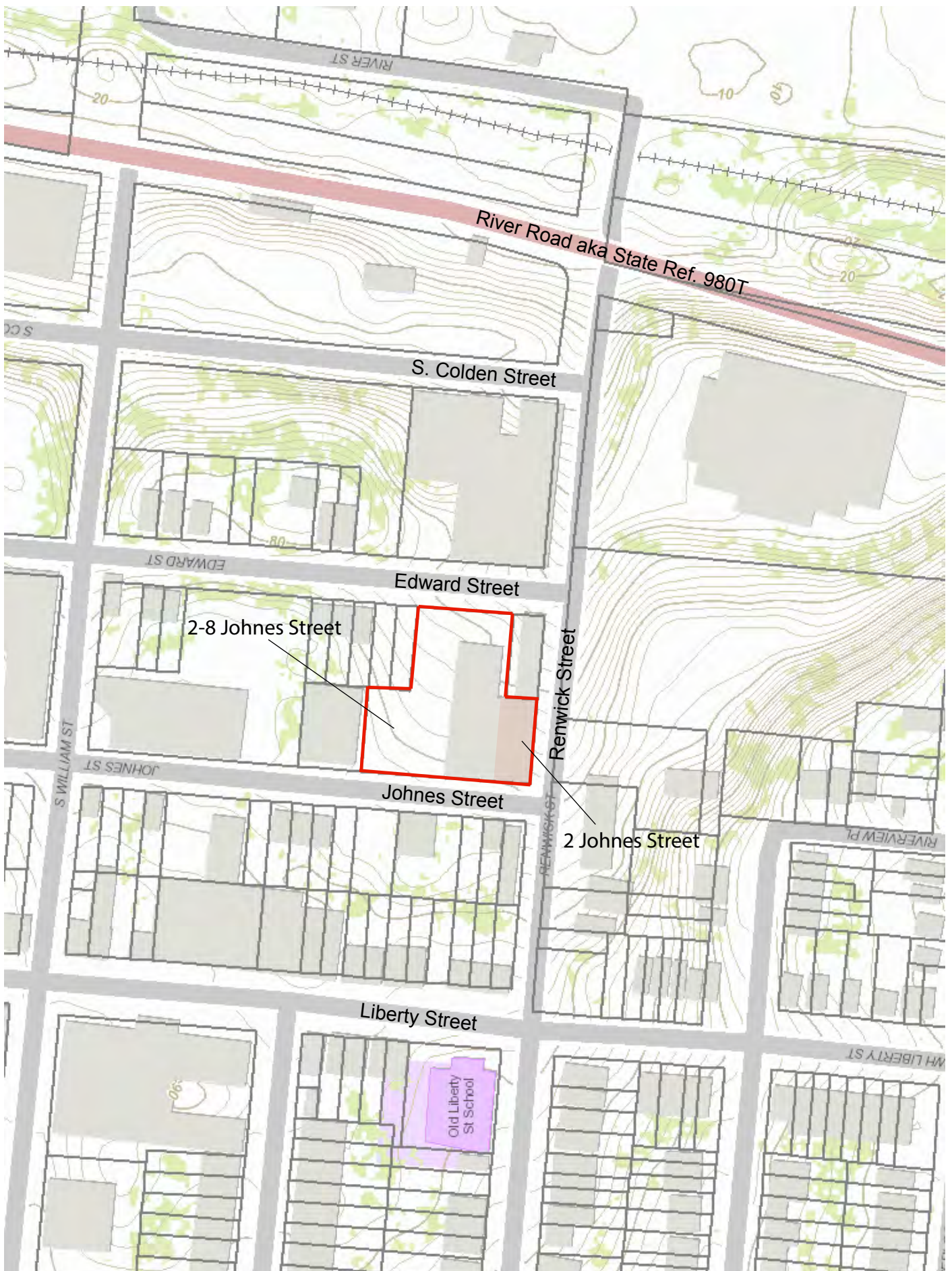
0 15 30 60 90 120



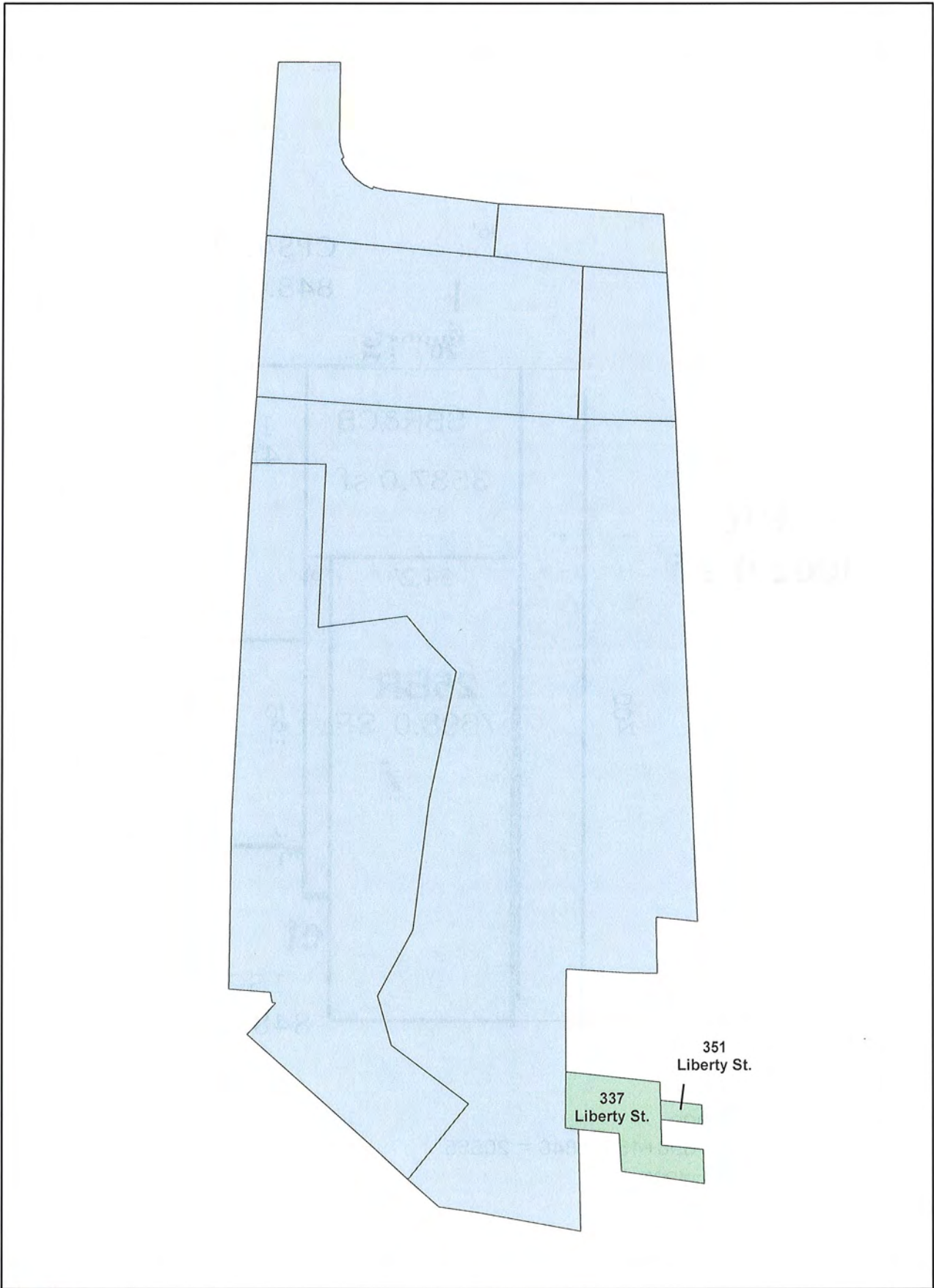
1 inch = 100 feet

Attachment E-4/E-5





Designated Space Map

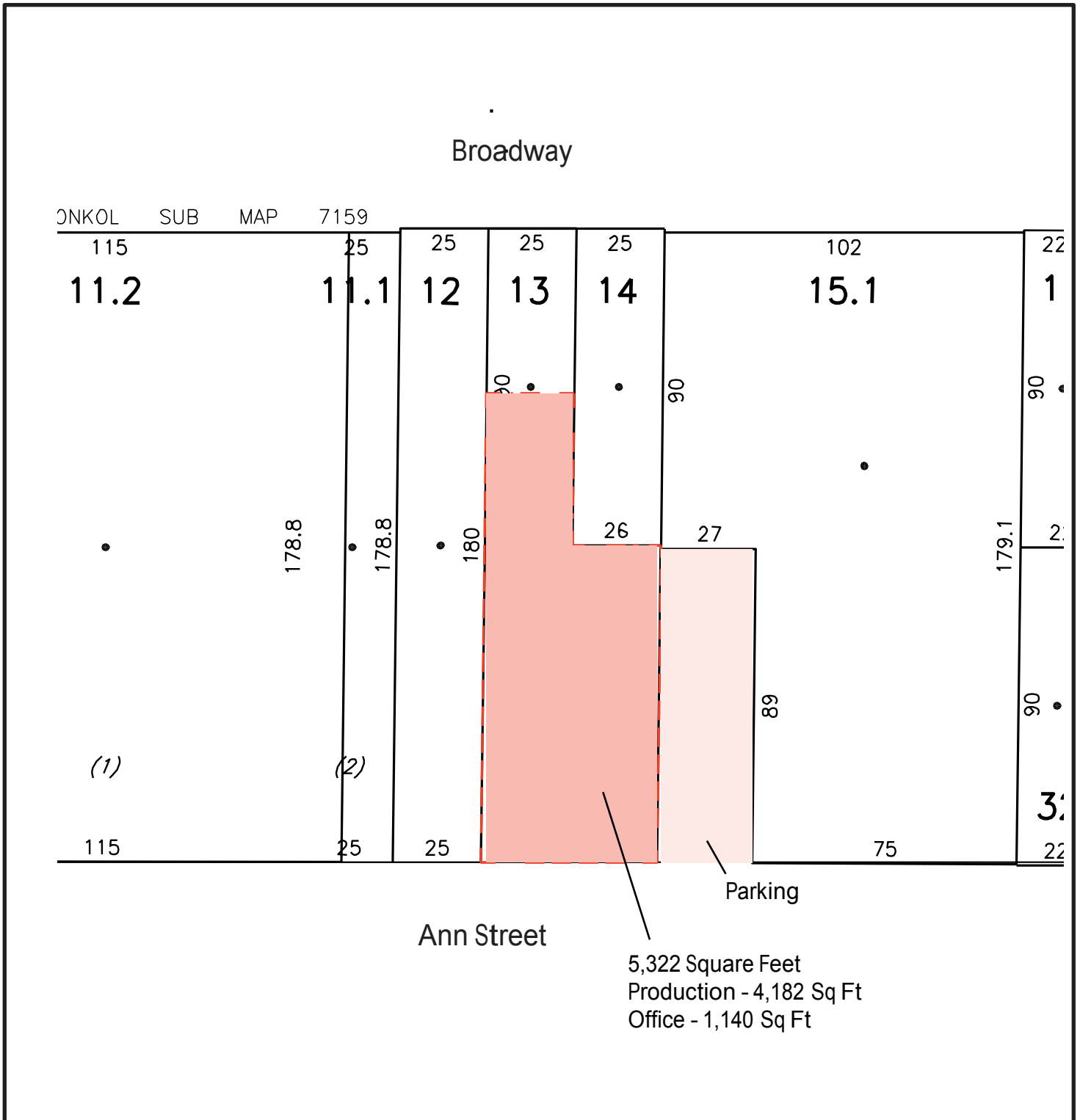


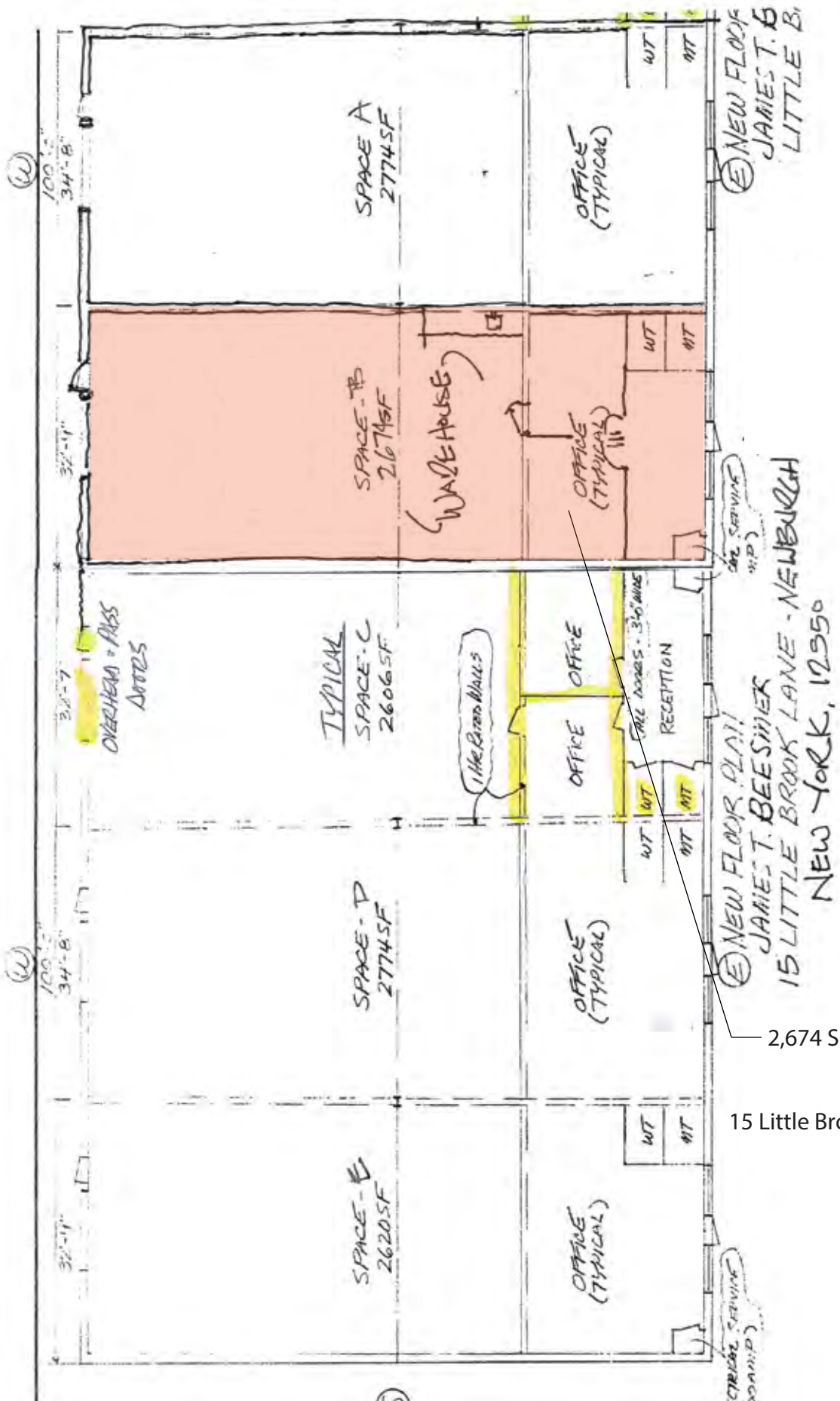
Mount St. Mary Parcels
Selected Parcels

0 150 300 600 Feet

7/31/14

Designated Space Map

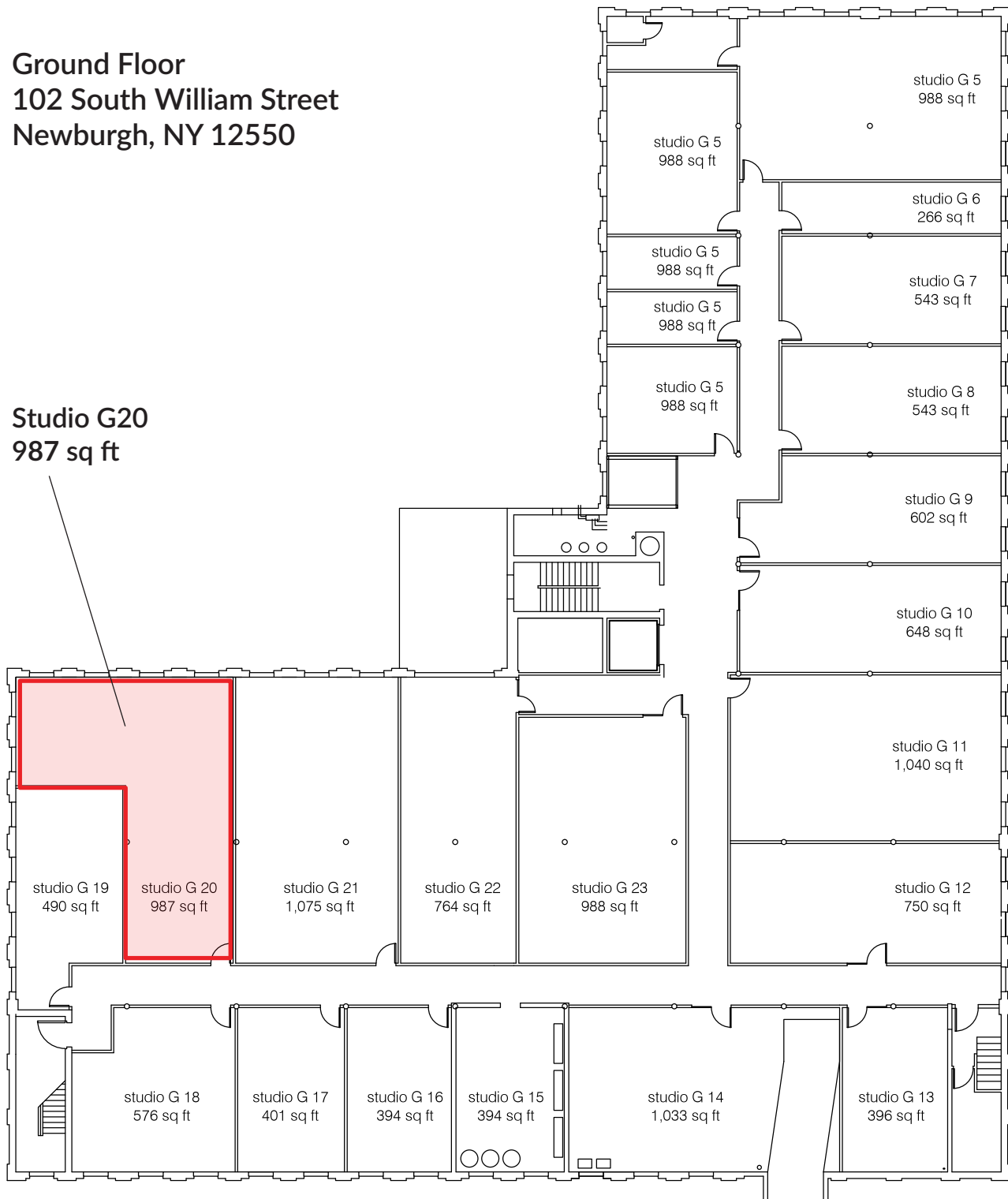




Designated Space Map

Ground Floor
102 South William Street
Newburgh, NY 12550

Studio G20
987 sq ft

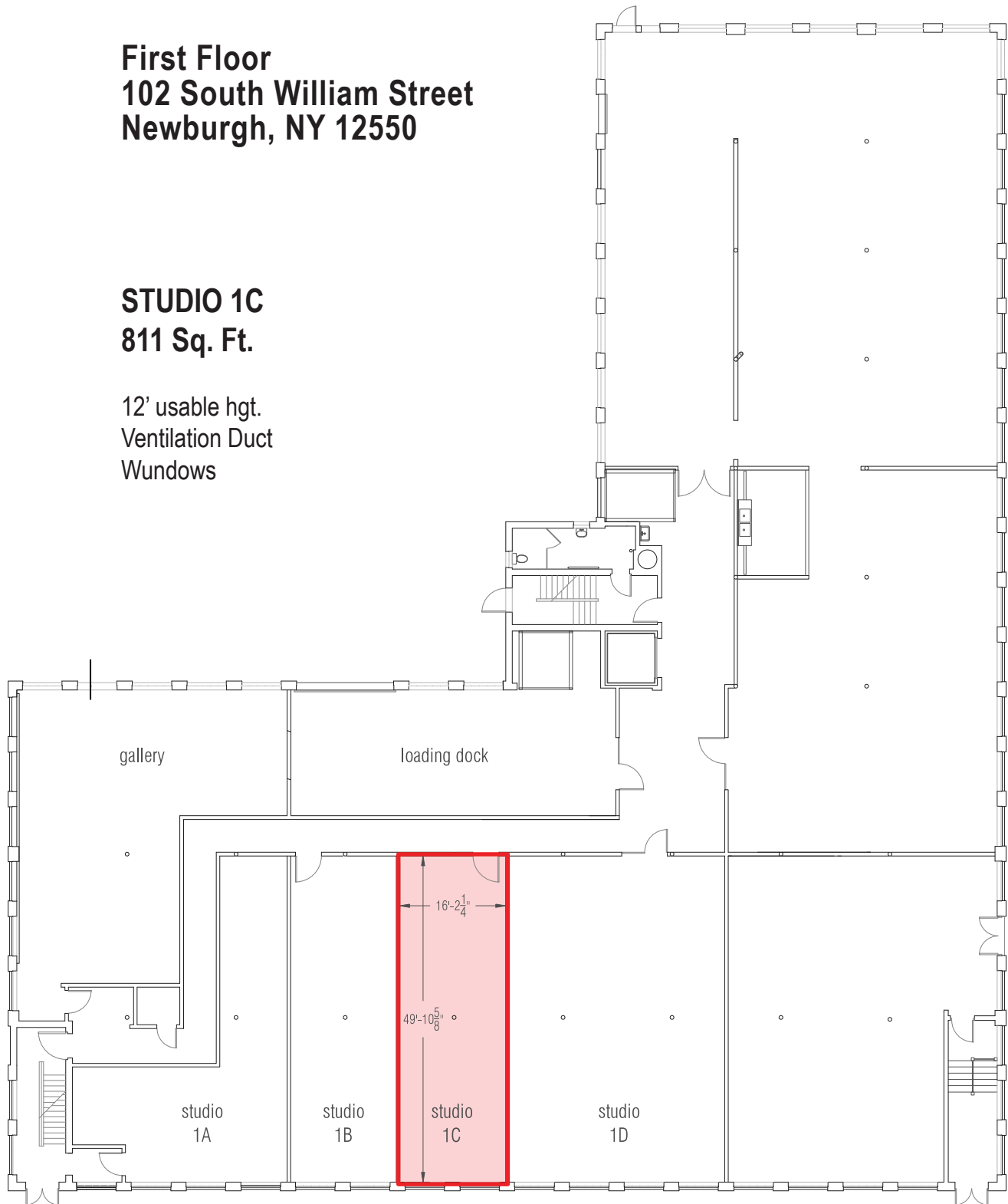


Designated Space Map

First Floor
102 South William Street
Newburgh, NY 12550

STUDIO 1C
811 Sq. Ft.

12' usable hgt.
Ventilation Duct
Wundows



Designated Space Map

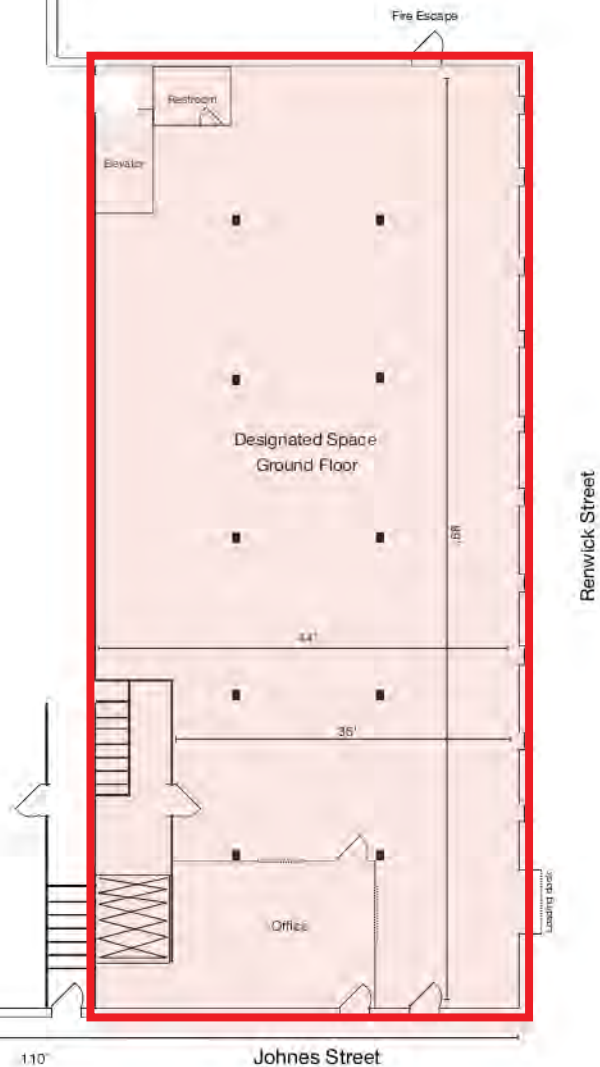
First Floor
2 Johnes Street
Newburgh, NY 12550

3,916 Sq. Ft.

13' usable hgt.
 Windows

180'

(Warehouse, different tenant)





Attachment L



ATTACHMENT-L-2A
218 Ann Street

1995

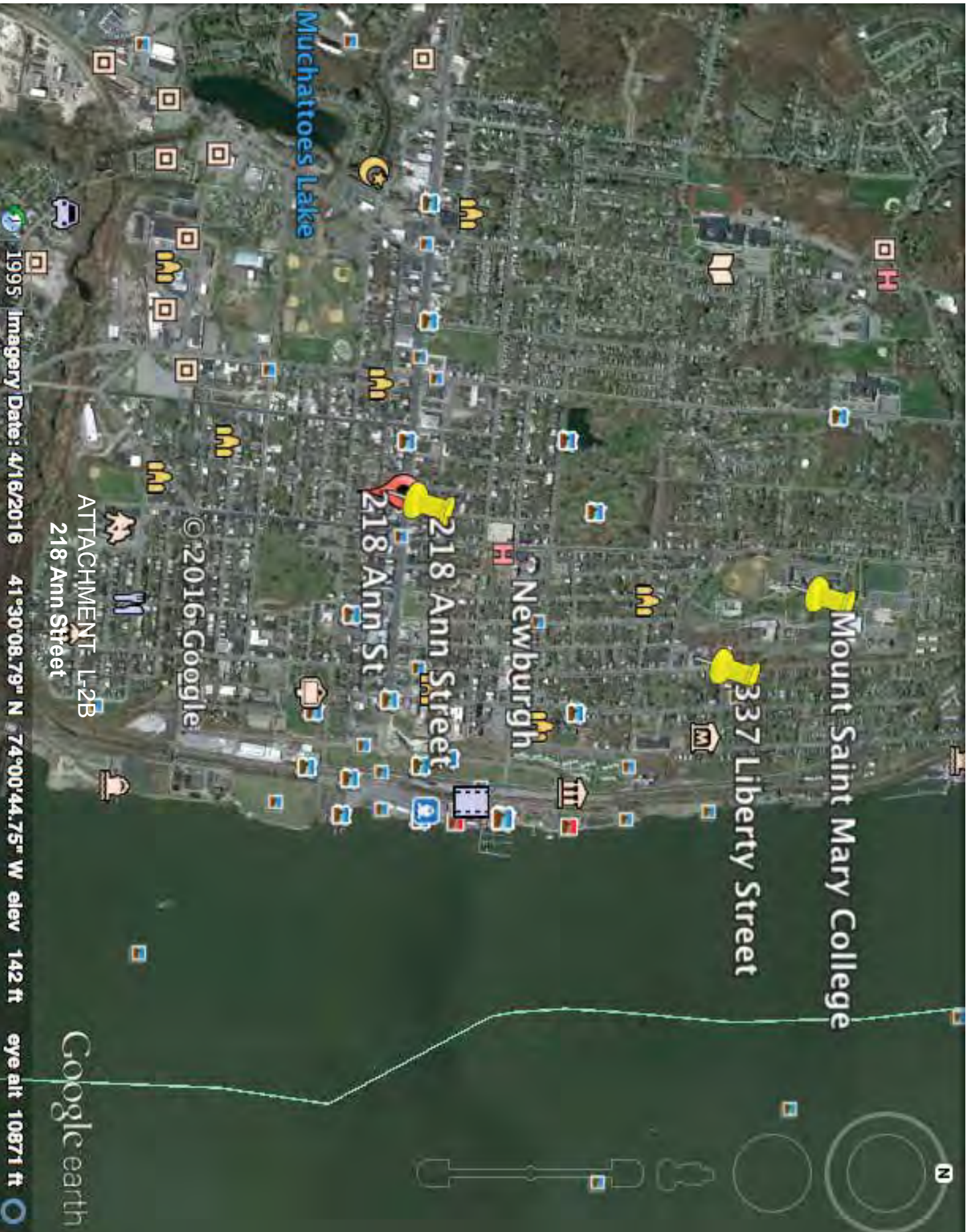
Imagery Date: 4/16/2016

41°29'59.71" N

74°01'02.22" W elev 171 ft

eye alt 1785 ft





Mount Saint Mary College

337 Liberty Street

218 Ann Street

218 Ann St

Muchachoos Lake

©2016 Google

ATTACHMENT L-2B

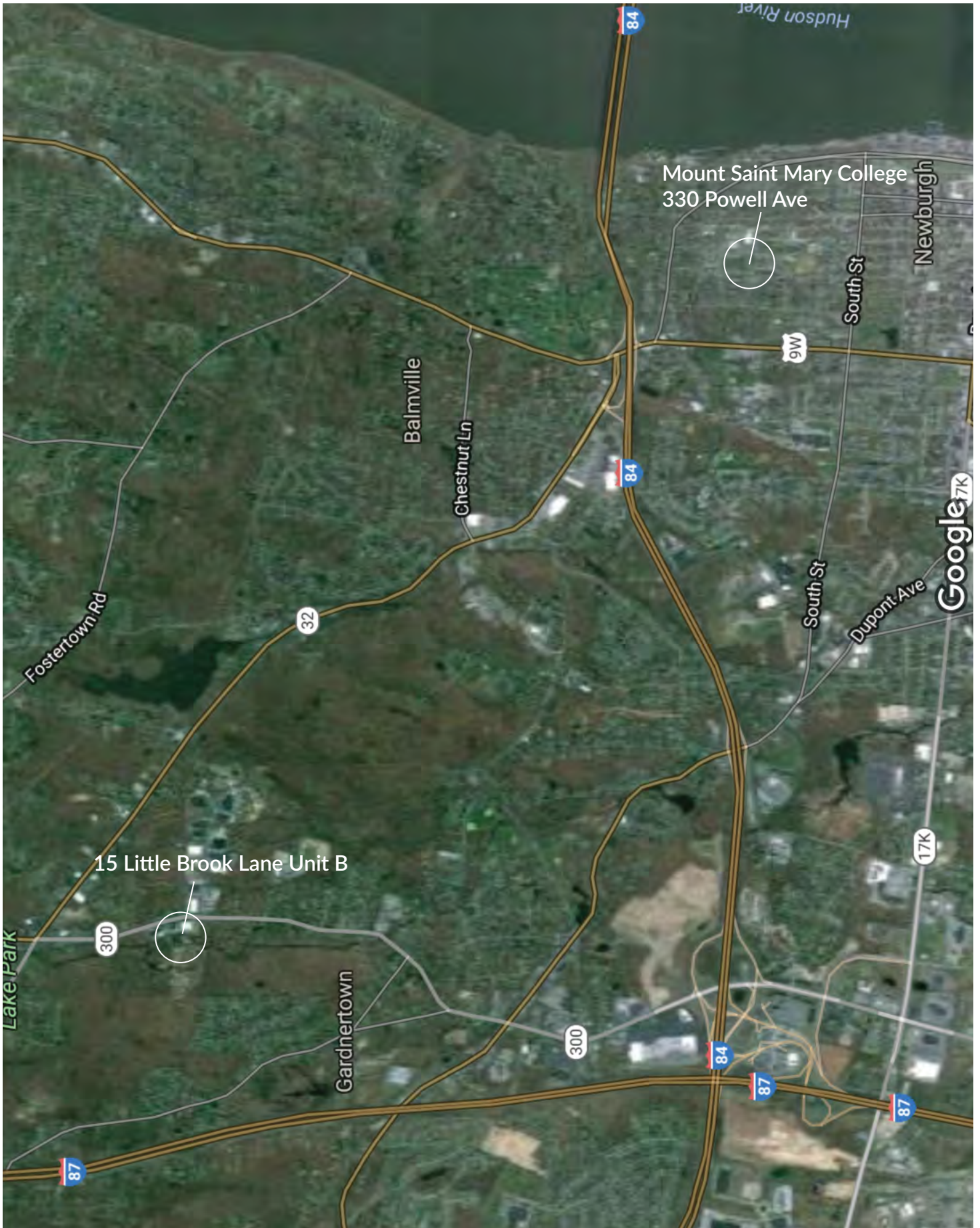
218 Ann Street

1995 Imagery Date: 4/16/2016 41°30'08.79" N 74°00'44.75" W elev 142 ft eye alt 10871 ft

Google earth



Attachment L-3A



Attachment L-3B



Attachment L-4A/ L-5A





2 Johnes Street

Attachment L-6A



2 Johnes Street Relative to MSMC Campus

CONFLICT OF INTEREST POLICY

1. **Scope.** The following statement of policy applies to each member of StartUp Newburgh. It is intended to serve as guidance for all persons participating in any capacity with StartUp Newburgh.
2. **Service.** Service as an official of Mount Saint Mary College shall not be used as a means for private benefit or inurement for the official, a relative thereof, or any entity in which the official, or relative thereof, has a business interest.
3. **Vendor.** No official who is a vendor or employee of a vendor of goods or services to Mount Saint Mary College, or who has a business interest in such vendor, or whose relative has a business interest in such vendor, shall vote on, or participate in the administration by the College as the case may be, of any transaction with such vendor.
4. **Disclosure.** Upon becoming aware of an actual or potential conflict of interest, an official shall advise the president of the College of his or her or a relative's business interest in any such existing or proposed vendor with the College
5. **Records.** The College shall maintain a written record of all disclosures of actual or potential conflicts of interest made pursuant to paragraph four (Disclosure) of this policy and shall report such disclosure, on a calendar year basis, by January 31st of each year, to the auditor for the College. The auditor shall forward such reports to the commissioner, who shall make public such reports.

The following definitions are provided to help you decide whether a relationship should be disclosed:

Business Interest: An official of the College has a business interest in an entity if the individual owns or controls ten percent or more of the stock of the entity (or one percent in the case of an entity the stock of which is regularly traded on an established securities exchange), or serves as an officer, director or partner of the entity.

Relative: A relative of an official of the College shall mean any person living in the same household as the individual and any person who is a direct descendant of that individual's grandparents or the spouse of such descendant.

Official: An official of the College shall mean an employee or other person involved in the administration of the College at the level of dean and above, a member of the college's board of trustees, as well as any other person with decision-making authority over the College's StartUp NY Program.



Mount Saint Mary College

330 Powell Avenue, Newburgh, New York 12550 • www.msmc.edu


October 17, 2018

Mr. Howard Zemsky, Commissioner
N.Y.S. Department of Economic Development
633 Third Avenue
New York, NY 10017

Dear Commissioner Zemsky:

This letter serves to attest that the property identified in attachment A of the Start-Up NY campus plan amendment (Start-Up Newburgh) has not been financed with any tax-exempt bonds. In addition, Mount Saint Mary College has not relocated or eliminated any academic programs, administrative programs, offices, housing facilities, dining facilities, athletic facilities, or any other facility, space or program that actively serves students, faculty or staff in order to create vacant land or space to be designated as a Tax-Free NY Area. In addition, this letter also attests that the College notified the respective municipal CEO and economic development representative more than 30 days ago of our intention to pursue a Start-Up NY site at the property identified in attachment A. Finally, this letter also certifies that the information contained in the campus plan amendment, including all attachments, is complete and accurate to the best of our ability.

Sincerely,


Jason N. Adsit
President

cc: Mr. Art Glass
Mr. James Raimo

Attachments H & I & J & K



START-UP NY
Campus Plan for Designation of Tax-Free Area(s) Memorandum

Re: University of Rochester Campus Plan for Designation of Tax-Free Area(s) ("Campus Plan")

Date: 11/30/18

For campus Office of the President:

The arrangement documented in the attached Campus Plan is aligned to the academic mission of [insert campus name] and in accordance with all policies, procedures, and guidelines.

Richard Feldman
Signature of campus President

Richard Feldman
Print Name

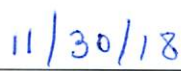
To: Mr. Howard Zemsky, President & CEO of Empire State Development
and Commissioner of the Department of Economic Development.
From: President Richard Feldman of University of Rochester
Re: University of Rochester Campus Plan for Designation of Tax-Free Area(s)
Date: November 30, 2018

I, President Richard Feldman of the University of Rochester hereby certify the following:

- a.) we have consulted with the chief executive officer of the municipality or municipalities and notified the local economic development entity representing the area that a proposed Tax-Free NY Area is locating outside the campus boundaries at least 30 days prior to submitting the plan to you and
- b.) we comply with conflict of interest guidelines; and attached copies of the policies and/or guidelines herewith; and
- c.) we are aware of the non-governmental use limitations associated with state issued tax exempt bonds and if our proposed Tax-Free NY Area was financed with tax exempt bonds, we will: 1.) make potential businesses aware of these limitations when marketing property; and 2.) take appropriate steps to ensure that non-governmental use of property funded with tax-exempt bonds will not jeopardize the tax exempt status of state issued bonds; and
- d.) the information contained in the enclosed application is accurate and complete.



PRESIDENT'S SIGNATURE



DATE

University of Rochester

START-UP NY Campus Plan

Campus Name / Address: University of Rochester
500 Joseph C. Wilson Blvd.
Rochester, NY 14627

University Contact Person: Mike Kennerknecht
Economic Development Coordinator
& Assistant Director for State Relations
(585) 275-1043
Mike.Kennerknecht@URMC.Rochester.edu

- 1. Proposed Space:** The proposed space for the University of Rochester STARTUP-NY Plan includes 23,547 square feet of space at the NextCorps (an affiliate of the University of Rochester formerly known as High Tech Rochester) headquarters in the Sibley Square (formerly known as the Sibley Building), along with 48,030 sq. ft. of space at the Lennox Tech Enterprise Center (TEC), which was the former headquarters for NextCorps. The University Has designated 71,577 sq. ft. of START-UP NY designated space.

The University of Rochester START-UP NY Plan has designated 71,577 sq. ft. in accordance with New York Economic Development Law Article 21, § 435 and is in a county that contains a city with a population of one hundred thousand or more without a university center as defined in subdivision seven of section three hundred fifty of the education law on the effective date of this article. NextCorps' Finger Lakes Business Accelerator project and the revitalization of historic Sibley Square in downtown Rochester provide significant support. NextCorps is the anchor of the City of Rochester's Downtown Innovation Zone and the \$200 million renovation of the historic Sibley Square has been defined as a critical asset in the regional plan to grow and attract companies in fields such as life science, clean energy, optics/imaging and food processing.

The addresses of the proposed TFA locations are as follows:

NextCorps (23,547 sf)
260 East Main Street, Suite 6000
Rochester, NY 14604

NextCorps Lennox Tech Enterprise Center (TEC) (48,030 sf)
150 Lucius Gordon Drive
West Henrietta, NY 14586

Site Maps & Information: See property designation and additional attachments

- 2. Total Square Footage:** The University of Rochester START-UP NY Plan has designated 71,577 sq. ft.

3. Types of Businesses:

The University of Rochester START-UP NY plan would focus on attracting eligible companies in the broad fields of science, engineering, social science, health science, business, and music. Industry sectors would include (although not limited to):

Advanced Materials
Bioengineering
Biotechnology
Chemical Industry
Communications/Electronics
Energy (Technology)
Information Technology
Life Sciences
Manufacturing
Medical Devices
Nanotechnology
Optics, Photonics and Imaging
Semiconductor Industry

New Startup Companies

In furtherance of this goal, we would, in partnership with NextCorps and their mission to be a catalyst for entrepreneurship and innovation-based economic development, seek eligible startup companies that can grow. The startup companies targeted for the University's START-UP NY program are a close fit to NextCorps' mission, since these startups are high-tech and life science companies that are creating new solutions to real world problems.

NextCorps is the region's only state and federal designated business incubator. In addition to high tech incubation and acceleration services, NextCorps also runs a number of other programs supporting business growth, including:

- The National Institute of Standards and Technology's (NIST) Hollings Manufacturing Extension Partnership (MEP) Program – NextCorps serves as the regional office for the MEP program, which is a national network dedicated to assisting the growth of small to mid-sized manufacturing companies in the Finger Lakes region;

- Luminate NY – The world’s largest accelerator for photonics, optics, and imaging companies supported with \$10 million from New York State through the FLREDC;
- NEXUS-NY – a New York State Energy Research and Development Authority (NYSERDA)-supported startup incubation/acceleration program for clean energy companies across the state;
- Rochester Venture Challenge – An annual startup business competition;
- The Entrepreneurs Network – A four-month accelerator program for startups or existing businesses seeking to grow;
- NYSERDA’s EIR Program – A statewide program that matches entrepreneurs-in-residence/mentors with clean-energy startups; and
- University of Rochester’s Student Incubator – part of the Ain Center for Entrepreneurship and facilitates student-run businesses.

Expansion of Established Companies

The University’s START-UP NY plan would also focus on attracting eligible established companies seeking to expand, including those aligned with Finger Lakes regional technology clusters – energy storage, biomaterials advanced manufacturing, and functional films and functional printing – as well as information technology, and the optics, photonics, imaging, and display sectors in the Rochester region, which is one of the oldest, largest clusters in the nation.

Key areas that will be explored with eligible businesses include:

Research: Companies commercializing University of Rochester research or with technology interests that align with University programs and can be further developed through collaborations.

Training, experiential learning or mentoring: Learning opportunities for students and trainees can be facilitated between companies and University of Rochester programs or centers.

Access to facilities/research infrastructure: Companies may have use for some of the shared research facilities and centers at the University of Rochester. Additionally, companies may have unique equipment that could be utilized by faculty or students.

4. **Alignment with University Academic Mission:** The University of Rochester’s Mission Statement is: “Learn, Discover, Heal, Create— and Make the World Ever Better.” The University has significant core competencies in health and medicine, data sciences, vision, optics, sound, energy and environment, among others. Research and education are central elements of the University of Rochester mission. The University comprises over 700 research active faculty, approximately 1,000 doctoral students, and over 250 postdoctoral trainees engaged in scientific research. The university’s annual research expenditures were approximately \$363 million for fiscal year 2017. This mission and

core strengths in education, research and innovation can be leveraged through the START-UP NY program to support the creation of new companies and the growth of existing companies.

The University and its partners would leverage its comprehensive combination of infrastructure, research, education, talent, expertise, and public-private partnerships to enable companies to grow and thrive. Through the Laboratory for Laser Energetics and the Institute of Optics, as well as programs like the Center for Emerging and Innovative Sciences, a New York State designated Center for Advanced Technology, our Center of Excellence for Data Science, the newly-formed Rochester Data Science Consortium, and assets like URnano, a state-of-the-art nanofabrication center serving the University community as well as industry and others, the University would support university-industry collaborative research and technology transfer in commercially relevant technologies, as well as access to the facilities, specialized equipment, and skilled talent resources needed to improve product development and create new technologies.

Research programs and academic expertise is primarily resident in the Schools across the University of Rochester. Research, educational and internship opportunities with aligned companies will be activity explored, particularly among the following schools:

School of Arts and Sciences
Hajim School of Engineering and Applied Sciences
School of Medicine and Dentistry
Eastman School of Music
Eastman Institute of Oral Health
School of Nursing
Simon Business School
Warner School of Education

Note: As discussed later, businesses must meet eligibility criteria outlined in START-UP NY Regulations (5 NYCRR § 220.6).

The University would expect to engage both nascent startups and growing established companies, recognizing our region's past economic success was founded upon developing ideas into international companies, such as Kodak, Xerox, and Bausch & Lomb.

5. **Community & Economic Benefits:** The University of Rochester is the largest private employer in Upstate New York and the fifth largest private employer overall. The University of Rochester is proud to be a national leader in translating discoveries into new technologies and practical applications that improve public health, enhance our national security, and help our nation move toward a sustainable clean energy future. We have brought education, research, and commercialization together to become a major hub of innovation and economic growth. Whether it is new imaging technologies

that can more accurately diagnose breast cancer, a platform to identify new drugs to treat age-related diseases, or a way to harness the power of internet-based crowd sourcing more effectively, University of Rochester scientists are committed to developing innovations into valuable products and services to make the world ever better.

The University of Rochester has launched more than 58 high-technology startup firms, including iCardiac Technologies, Vaccinex, Lucid, Inc., Sydor Instruments, and QED Technologies, to just name a few. University of Rochester has led to numerous transformational discoveries, including the “dithering” algorithm used for image rendering on virtually every printer and computer screen; a surfactant to boost lung development in premature infants; the Haemophilus influenzae type B (Hib) vaccine preventing meningitis in children (e.g. Prevnar) ; and the Human Papillomavirus (HPV) vaccine protecting against cervical cancer (Gardasil, Ceravix). Additionally, our advancements in LASIK surgery that have improved the vision of tens of thousands of people. The University’s place among the nation’s leading universities reflects our strong commitment to transferring viable research discoveries to the marketplace.

The industry clusters identified in the Finger Lakes/University of Rochester START-UP NY Plan are aligned with the Finger Lakes Regional Economic Development Council sector strategies, as well as the following regional strategies key to the Council’s goal of building a diverse, knowledge-based economy for the 21st Century: Optimize Business Creation, Retention, and Expansion and Strengthen Academic and Industry Partnerships.

The companies that participate in the University’s START-UP NY program will generate positive community and economic benefits through job creation, including opportunities for student internships and academic collaborations, and will help spur additional entrepreneurial opportunities by building up the local ecosystem and helping to attract investment capital and additional talent to the region.

- 6. Outreach, Review & Selection Process for Companies:** The University of Rochester, NextCorps, Excell Partners- an affiliate of the University of Rochester, that is a seed and early stage venture fund that invests in high tech startups supporting the Finger Lakes region’s economic pillars, and our community partners like Greater Rochester Enterprise, will make startup companies and businesses aware of the program via the one-on-one meetings it has with companies, entrepreneurs, and through their traditional outreach and marketing methods. NextCorps alone meets with 200-300 entrepreneurs each year, to provide assistance and evaluate companies for admission into its incubator programs. The websites for the University of Rochester, NextCorps, and Excell Partners will also contain information about the START-UP NY program and benefits, as will electronic newsletters and social media channels.

The University and its partnering organizations will also make a concerted effort to target outreach to qualified veteran, minority, and women-owned business enterprises (MWBE). The University of Rochester already has established supplier diversity programs and will build on those relationships to encourage MWBE participation.

Initial Review

An initial review of the applications will examine overall eligibility. The evaluation may include a meeting with the applicant and will ensure the applicant meets all the necessary requirements (e.g., business type, review potential competitors, etc.). This initial review will be performed by representatives from the Office of Government and Community Relations, the Office of the Senior Vice President for Research, and the Office of the Vice President and General Counsel.

Eligible businesses will be invited to apply.

Full Review

Applications reaching the second stage of review will be evaluated more comprehensively for factors including: economic and community benefit, business model, technology cluster and alignment with specific University domains of excellence and mission. The evaluations will consider:

Academic and Research Alignment

- Is the business in an industry aligned with current and/or developing University research, scholarly, and creative activity?
- Does the business provide experiential learning and workforce opportunities (e.g., internships, fellowships, full-time jobs) for students and graduates?
- Does the business provide areas for partnership and advancement for faculty and students?
- Will the business provide access to research instrumentation, tools, and/or equipment necessary to advance the academic and research mission?
- Will the business fund scholarships, campus facilities or other academic services or amenities?
- Will the business and/or its employees contribute to instruction or provide student mentoring?
- Does the business offer the use of company resources, intellectual property or expertise to support the academic mission?

Economic Benefit

- How many net new jobs will be created?
- Is the business viable in both the short- and long-term?
- Will the business attract private financial investment?
- Does the business plan to make capital investments (e.g., renovation, new construction)?
- Are the new jobs in critical areas of the economy?

- How will the University financially benefit from the terms of the lease?

Community Benefits

- Does the business have the support of one or more municipal or community entities?
- Is the business recruiting employees from the local workforce?
- Does the business invest in underserved, economically distressed regions?
- Is the business owned by a veteran, minority, or a woman?
- Will the business rely on suppliers within the local and regional economy?

A Review Committee comprised of representatives the University of Rochester, NextCorps, Excell Partners, and the community will review applications. The Review Committee will be comprised of the following individuals or their designee:

- University's Senior Vice President for Administration and Finance, Chief Financial Officer and Treasurer
- University's Vice President and General Counsel
- University's Senior Vice President for Research
- University's Associate Vice President for Technology Ventures
- University's Executive Director for the Office of Government & Community Relations
- President of NextCorps
- CEO of Excell Partners, Inc.
- University Faculty Representative (designated by Chair of the Faculty Senate)
- Mayor, City of Rochester *Ex-Officio*
- Executive, County of Monroe *Ex-Officio*

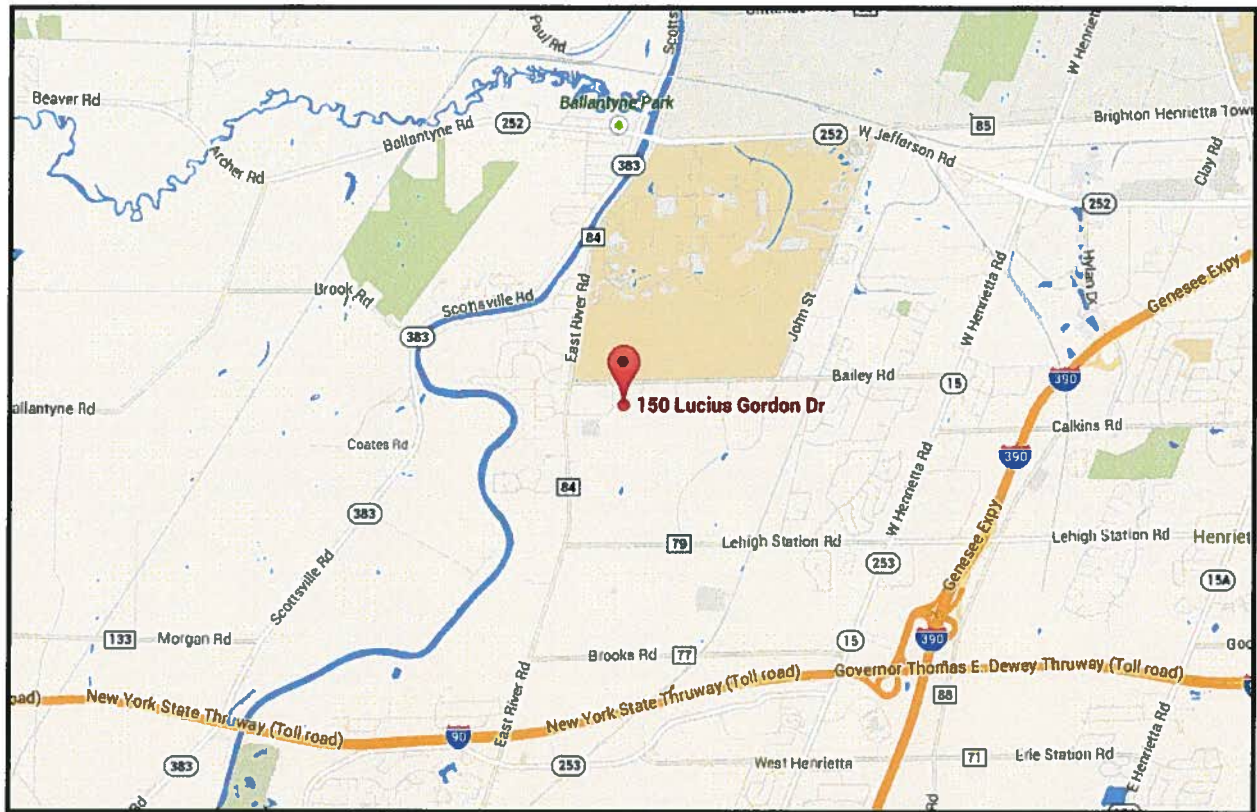
Following an initial review, the Review Committee may ask the company to formally present to the Review Committee to provide additional information. If the Review Committee approves the application (simple majority) based on the criteria outlined above, the University will then work with the Applicant to develop the balance of the information required by the State application and forward the application to the New York State Commissioner for Economic Development for approval.

7. Attachments/Enclosures:

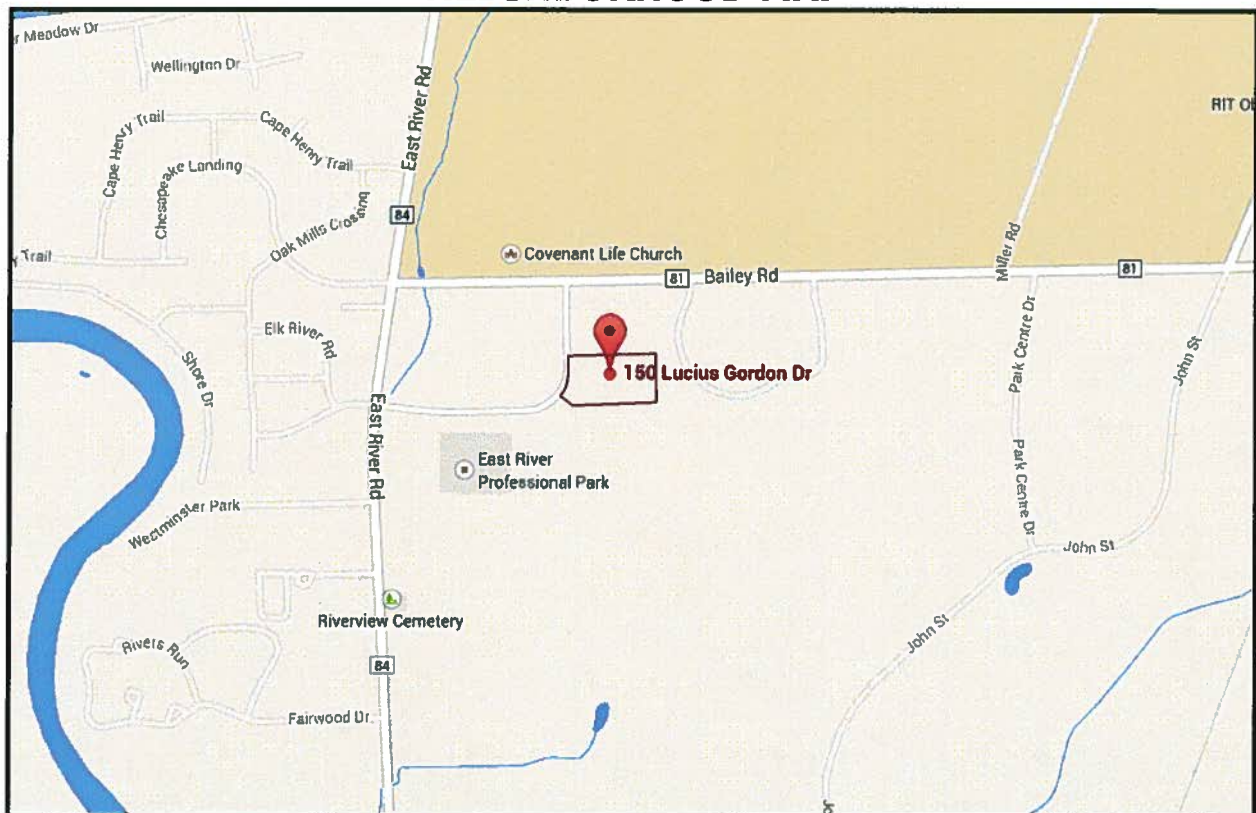
- Maps and files of the proposed tax free space
 - Property designations and details for proposed tax-free spaces
 - NextCorps' Lennox Tech Enterprise Center site maps and floor plans
 - NextCorps' headquarters at Sibley Square site maps and floor plans
- Excel spreadsheet of property to be designated
- Conflict of Interest Policy
 - Please see the attached University of Rochester Policy on Conflicts of Interest Related to the START-UP NY Program.
- Tax Exempt Bonds:

- i. Please see the attached letter.
 - ii. The Lennox Tech Enterprise Center has not been financed with any tax exempt bonds. The facility was built in 1997 and is owned outright by NextCorps.
 - iii. NextCorps at Sibley Square also does not have any tax exempt bond financing. Construction was completed in 2018 and the space is also owned outright by NextCorps.
- e. All designated space is considered on-campus, as it is owned by or will be under lease by the University of Rochester (or its affiliates).
- f. A statement signed by the President of the University seeking the designation that the information contained in this application to the maximum extent possible is accurate and complete.

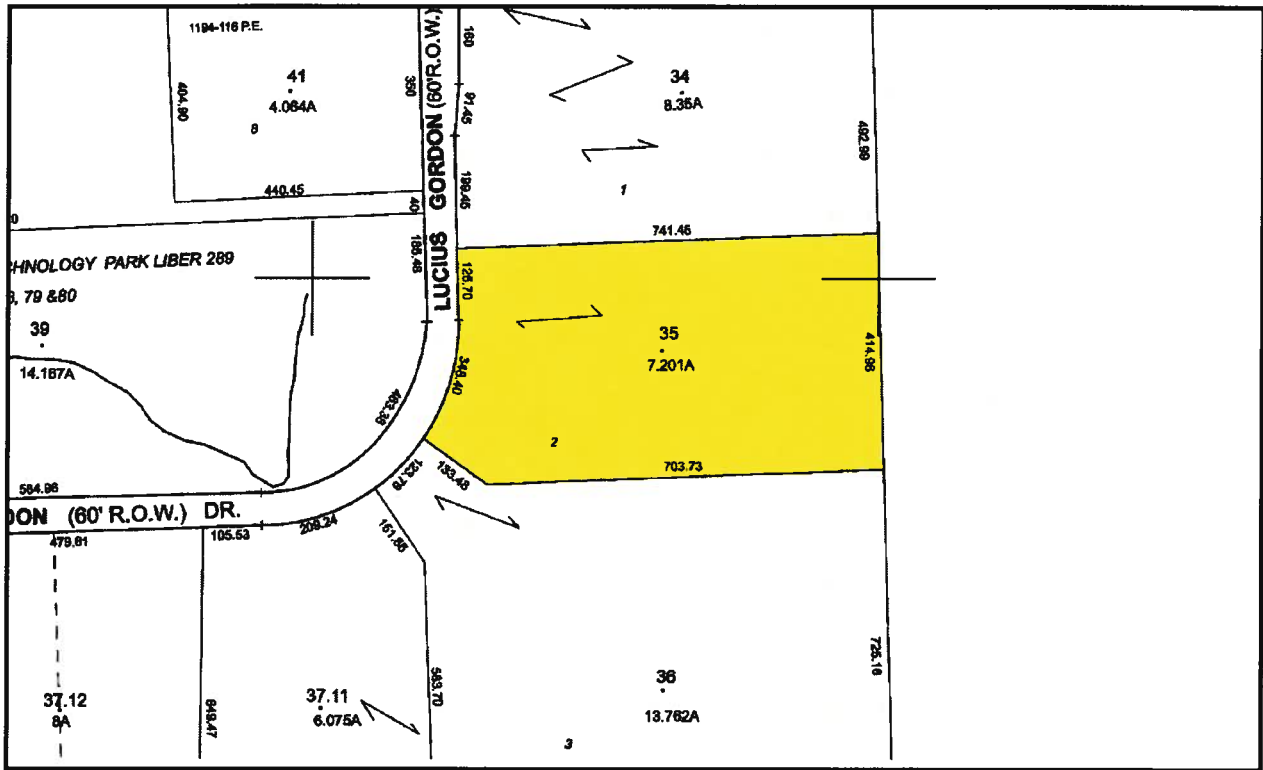
AREA MAP



NEIGHBORHOOD MAP

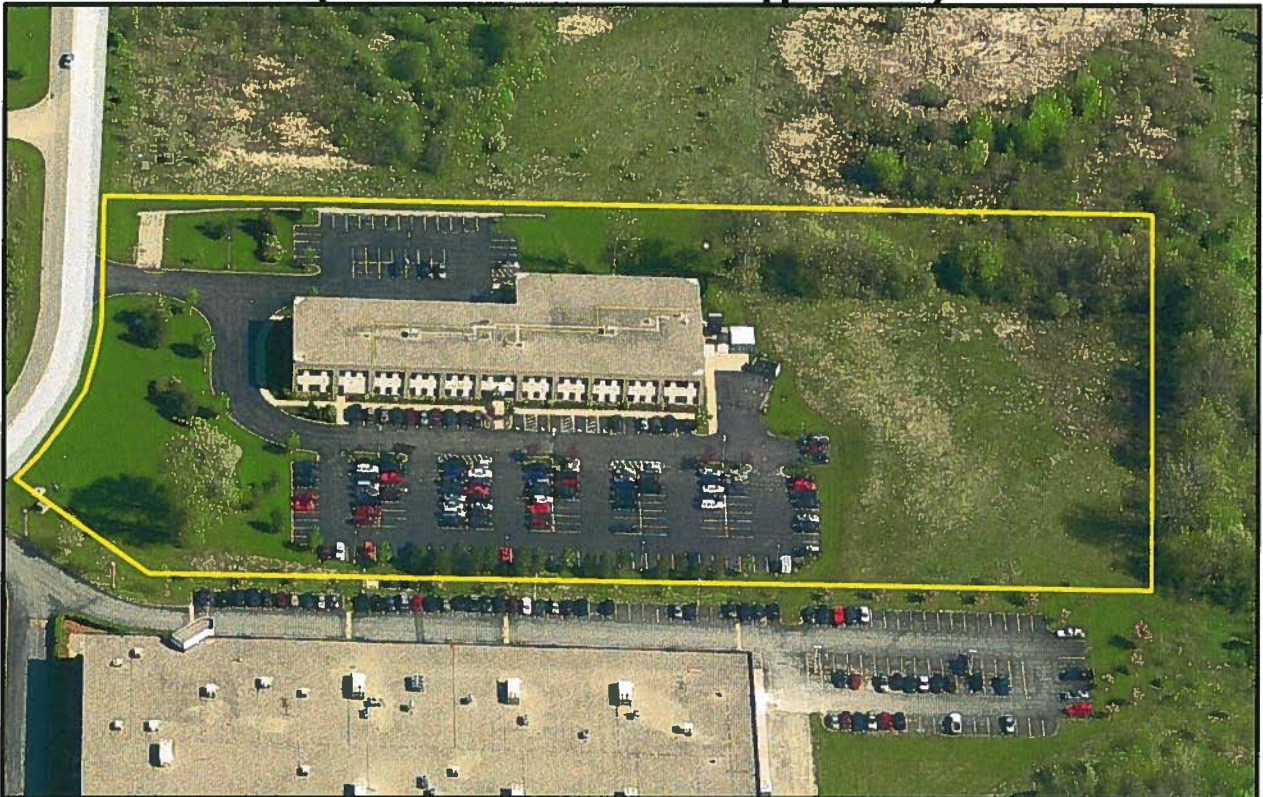


TAX MAP



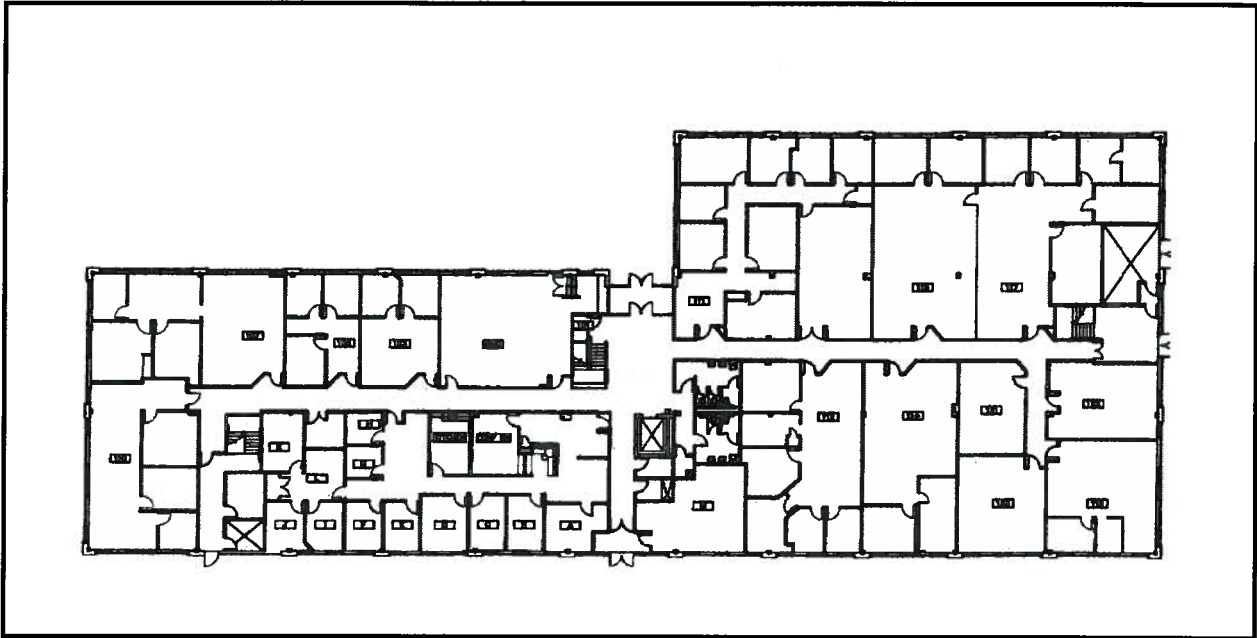
AERIAL IMAGE

(Delineation of Tax Parcel is Approximate)

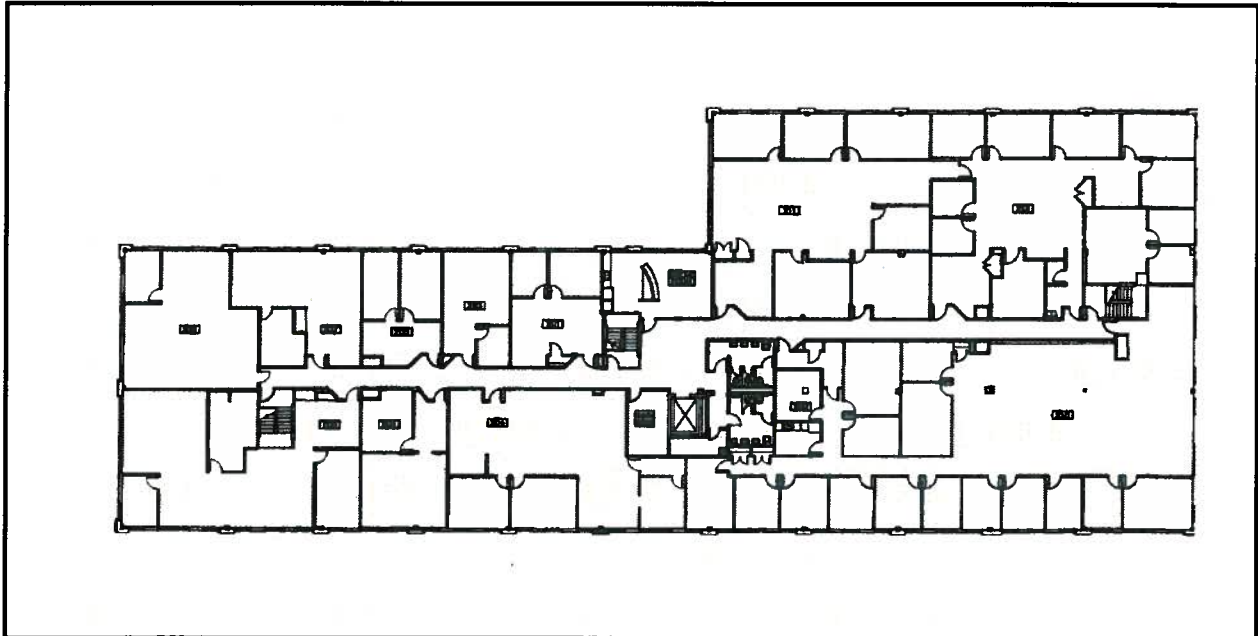


BUILDING PLAN

First Floor



Second Floor



LUCIUS GORDON DRIVE LOOKING NORTH



LUCIUS GORDON DRIVE LOOKING SOUTH

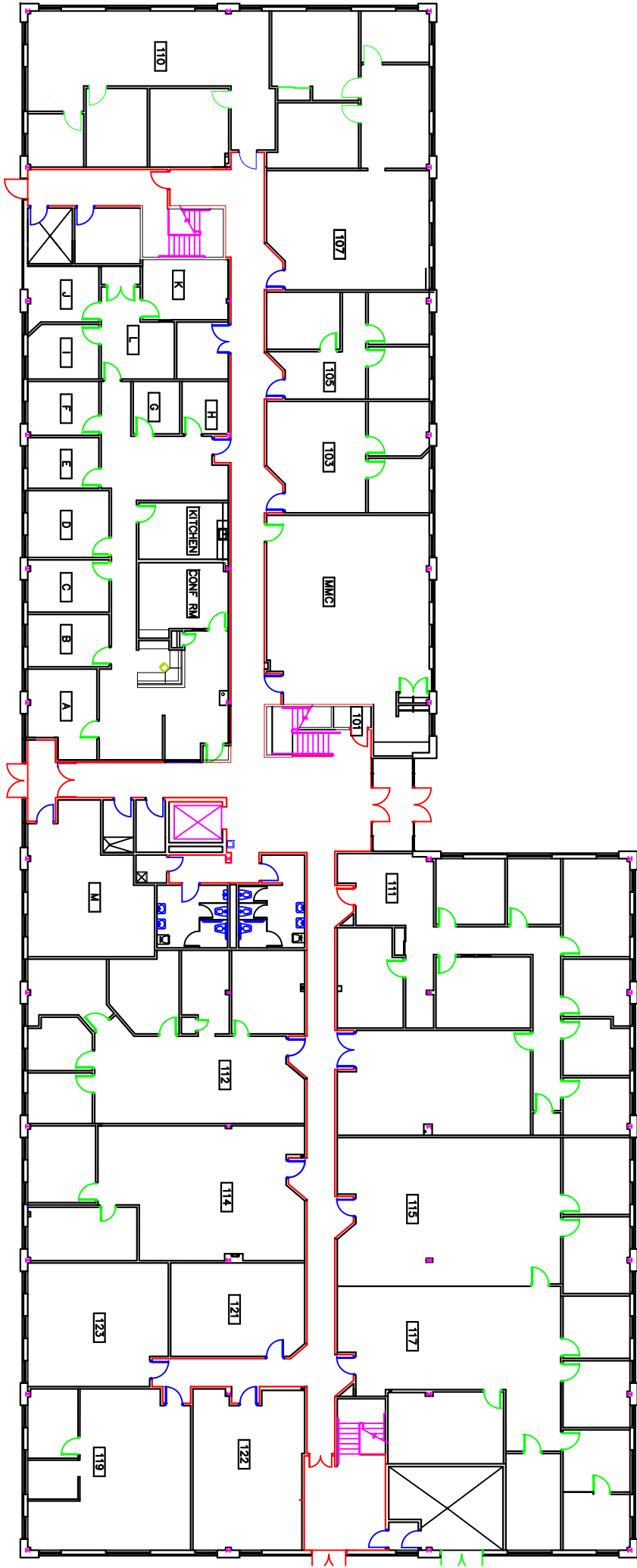


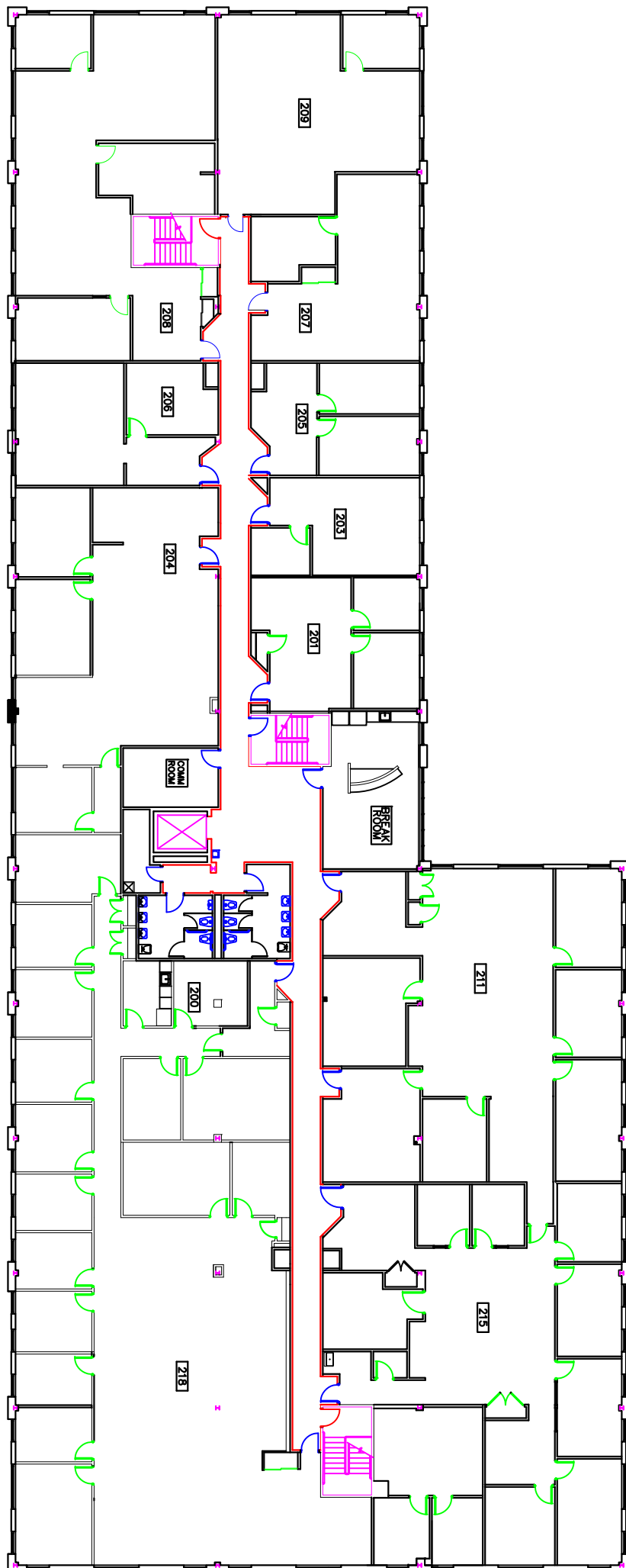
NORTH & WEST ELEVATIONS OF SUBJECT



SOUTH & EAST ELEVATIONS OF SUBJECT







BY-LAWS
OF
HIGH TECH ROCHESTER INC.

Amended Effective: August 16, 2010

TABLE OF CONTENTS

	<u>Page</u>
ARTICLE I - MEMBERS	1
Section 1. Composition.....	1
Section 2. Rights and Powers of the University	1
Section 3. Annual Report to the University.....	1
ARTICLE II - BOARD OF DIRECTORS	1
Section 1. Power of Board and Qualification of Directors	1
Section 2. Number and Term of Office.	2
Section 3. Composition of Board of Directors.	2
Section 4. Organization.....	3
Section 5. Resignations and Removal of Directors.	3
Section 6. Newly Created Directorships and Vacancies.....	3
Section 7. Action by the Board of Directors.....	3
Section 8. Place of Meeting	4
Section 9. Annual Meetings.....	4
Section 10. Regular Meetings	4
Section 11. Special Meetings.....	4
Section 12. Waivers of Notice	4
Section 13. Quorum.	4
Section 14. Compensation	4
ARTICLE III - COMMITTEES	5
Section 1. Executive Committee and Other Standing Committees	5
Section 2. Finger Lakes Manufacturers Council.	5
Section 3. Other Advisory Councils.	6
Section 4. Special Committees	6
Section 5. Meetings.....	7
Section 6. Quorum and Manner of Acting.....	7
Section 7. Tenure of Members of Committees of the Board	7
Section 8. Alternate Members	7
ARTICLE IV - OFFICERS	7
Section 1. Number	7
Section 2. Term of Office and Qualifications.....	7
Section 3. Additional Officers	7
Section 4. Removal of Officers.....	7
Section 5. Resignation	7
Section 6. Vacancies	7
Section 7. Chairperson.....	8
Section 8. Vice Chairpersons.....	8
Section 9. Treasurer	8
Section 10. Secretary	8
Section 11. President.....	8

	<u>Page</u>
Section 12. Appointed Officers	8
Section 13. Assignment and Transfer of Stocks, Bonds and Securities	8
ARTICLE V - CONTRACTS, CHECKS, DRAFTS AND BANK ACCOUNTS	9
Section 1. Execution of Contracts.....	9
Section 2. Loans.....	9
Section 3. Checks, Drafts, etc	9
Section 4. Deposits	9
ARTICLE VI - INDEMNIFICATION AND INSURANCE.....	9
Section 1. Authorized Indemnification	9
Section 2. Prohibited Indemnification	9
Section 3. Advancement of Expenses.....	10
Section 4. Indemnification of Others	10
Section 5. Determination of Indemnification	10
Section 6. Binding Effect.....	10
Section 7. Insurance	10
Section 8. Nonexclusive Rights	11
ARTICLE VII - CONFLICTS OF INTEREST	11
Section 1. Definition of Conflicts of Interest.....	11
Section 2. Disclosure of Conflicts of Interest	11
Section 3. Approval of Contracts and Transactions Involving Potential Conflicts of Interest	11
Section 4. Validity of Actions.....	12
Section 5. Employee Conflicts of Interest	12
ARTICLE VIII - COMPENSATION	12
Section 1. Reasonable Compensation.....	12
Section 2. Approval of Compensation.....	12
ARTICLE IX - GENERAL	13
Section 1. Office	13
Section 2. Books and Records	13
Section 3. Seal.....	13
Section 4. Loans to Directors and Officers.....	13
Section 5. Fiscal Year	13
ARTICLE X - AMENDMENTS	13
Section 1. Certificate of Incorporation	13
Section 2. By-laws	14

**BY-LAWS
OF
HIGH TECH ROCHESTER INC.**

ARTICLE I - MEMBERS

Section 1. Composition. The sole member of the Corporation shall be the University of Rochester (the "University").

Section 2. Rights and Powers of the University. Except as otherwise provided in these Bylaws, including without limitation Articles II and X, the University shall have and exercise all the rights and powers of corporate membership created by the laws of the State of New York and the Certificate of Incorporation and Bylaws of the Corporation.

Section 3. Annual Report to the University.

(a) At the annual meeting of the University in its capacity as the sole member of the Corporation, the Board of Directors shall present a report certified by an independent public or certified public accountant selected by the Board of Directors, showing in appropriate detail the following:

(i) the assets and liabilities, including the trust funds, of the Corporation as of the end of the twelve month fiscal period terminating not more than six months prior to said meeting;

(ii) the principal changes in assets and liabilities, including trusts funds, during said fiscal period;

(iii) the revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes during said fiscal period;

(iv) the expenses or disbursements of the Corporation for both general and restricted purposes, during said fiscal period; and

(v) a summary of the activities of the Corporation during the preceding year.

(b) The annual report shall be filed with the minutes of the annual meeting of the University in its capacity as the sole member of the Corporation.

ARTICLE II - BOARD OF DIRECTORS

Section 1. Power of Board and Qualification of Directors. The Corporation shall be managed by its Board of Directors. Each Director shall be at least eighteen (18) years of age.

Section 2. Number and Term of Office.

(a) The Board of Directors shall consist of not less than nine (9) nor more than twenty (20) members, the number of Directors to be determined from time to time by resolution of the entire Board of Directors, provided that no decrease in the number of Directors shall shorten the term of any incumbent Director.

(b) At each Annual Meeting of the University acting in its capacity as the sole member, Directors shall be elected to hold office until the next Annual Meeting and until their successors have been elected and qualified.

(c) Each Director shall have one vote.

Section 3. Composition of Board of Directors.

(a) The Board shall consist of at least two-thirds (2/3) of individuals who are not affiliated with the University of Rochester ("Independent Directors"). Individuals are affiliated with the University of Rochester if they are directors, officers or employees of the University of Rochester or any organization directly or indirectly controlled by, or under direct or indirect common control with, the University of Rochester. For purposes of this section, "control" and "controlled" shall mean the authority, directly or indirectly, to vote a majority of the securities or interests having ordinary voting power for the election of directors (or other comparable controlling body).

(b) The University shall elect to the Board of Directors one (1) employee or partner of each member of record of the Corporation as of June 1, 2007, or such member's successor ("Legacy Members"); provided, however, that employees of the University shall not be elected to the Board of Directors pursuant to this Section 3(b) and the University shall not be considered a Legacy Member for purposes of these By-laws. Such individuals shall be considered Independent Directors. Each Legacy Member shall recommend one (1) of its employees or partners to the University for such purpose; provided that the University shall not be required to appoint the recommended individual and may reasonably request that the Legacy Member recommend another representative. A Legacy Member may, at any time, provide written notice to the University surrendering its right to recommend a Board representative.

(c) The Chair of the Finger Lakes Manufacturers Council shall serve as an *ex officio*, voting member of the Board of Directors and shall be considered an Independent Director.

(d) The President of the Corporation shall serve as an *ex officio*, voting member of the Board of Directors.

(e) A designee of the Board of Directors of the COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY ("COMIDA") shall serve as a voting member of the Board of Directors and shall be considered an Independent Director, for so long as the Professional Services Agreement, effective January 1, 2010, between the Corporation and COMIDA, remains in full force and effect.

(f) The County Executive for Monroe County, New York, the Mayor of the City of Rochester, New York, the President of the University of Rochester and the President of Rochester Institute of Technology shall each serve as a non-voting ex-officio member of the Board of Directors.

Section 4. Organization. At each meeting of the Board of Directors, the Chairperson, or, in the absence of the Chairperson, a Vice Chairperson, shall preside, or in the absence of either of such officers, a chairperson chosen by a majority of the Directors present shall preside. The Secretary shall act as secretary of the meeting. In the event the Secretary shall be absent from any meeting of the Board of Directors, the meeting shall select its secretary.

Section 5. Resignations and Removal of Directors.

(a) Any Director of the Corporation may resign at any time by giving written notice to the Chairperson, or to the Secretary. Such resignation shall take effect at the time specified therein or, if no time be specified, then on delivery.

(b) Any or all of the Directors may be removed for cause by the University at any time, or by vote of two-thirds of the Board of Directors provided the proposed action was included in the notice of the meeting, and there is a quorum of not less than a majority of the entire Board of Directors present at the meeting of Directors at which such action is taken. As used in these Bylaws, "entire Board of Directors" means the total number of Directors that the Corporation would have if there were no vacancies.

Section 6. Newly Created Directorships and Vacancies. Newly created Directorships resulting from an increase in the number of Directors and vacancies occurring in the Board of Directors for any reason shall be filled by the University after recommendation by the Board of Directors based upon the vote of a majority of Directors then in office, regardless of their number. Directors elected to fill newly created Directorships shall hold office until their successors have been elected or appointed and qualified; there shall be no classification of these Directors until the next annual meeting of the University acting in its capacity as the sole member. Directors elected to fill vacancies shall serve until the next annual meeting at which the election of Directors is in the regular order of business, and until their successors are elected and have qualified.

Section 7. Action by the Board of Directors.

(a) Except as otherwise provided by law or in these By-laws, the act of the Board of Directors means action at a meeting of the Board by vote of a majority of the Directors present at the time of the vote, if a quorum is present at such time.

(b) Any action required or permitted to be taken by the Board of Directors or any committee thereof may be taken without a meeting if all members of the Board or the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of the Board or committee shall be filed with the minutes of the proceedings of the Board or committee.

(c) Any one or more members of the Board of Directors or any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Section 8. Place of Meeting. The Board of Directors may hold its meetings at the principal office of the Corporation, or at such place or places within the State of New York as the Board of Directors may from time to time by resolution determine.

Section 9. Annual Meetings. As soon as practical after each annual election of Directors, the Board of Directors shall meet for the purpose of organization and the transaction of other business. Written notice of the annual meeting of the Board of Directors shall be given personally, by mail or by e-mail to each Director at least five (5) days in advance of the meeting.

Section 10. Regular Meetings. The Board shall hold at least four (4) regular meetings in each fiscal year. Regular meetings of the Board of Directors may be held at such dates and times as may be fixed from time to time by the Chairperson. Written notice of each regular meeting shall be given personally, by mail or by e-mail to each Director at least five (5) days in advance of the meeting.

Section 11. Special Meetings. Special meetings of the Board of Directors may be called at any time by the Chairperson or President, and shall be called by the Chairperson within ten (10) days after receipt of a written request from the University or from not less than one-quarter of the Directors. Notice shall be given orally, by facsimile, by electronic mail or by mail not less than three (3) days before the meeting and shall state the purposes, time and place of the meeting.

Section 12. Waivers of Notice. Notice of a meeting need not be given to any Director who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice.

Section 13. Quorum.

(a) A majority of the entire Board of Directors shall constitute a quorum for the transaction of business.

(b) A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. Notice of the time and place of the adjourned meeting shall be given to any Director not present at the time of the adjournment.

Section 14. Compensation. Directors shall receive no compensation for their services but may be reimbursed for the expenses reasonably incurred by them in the performance of their duties.

ARTICLE III - COMMITTEES

Section 1. Executive Committee and Other Standing Committees. The Board of Directors, by resolution adopted by a majority of the entire Board, may designate from among its members an Executive Committee and other standing committees consisting of three (3) or more Directors. The standing committees shall have such authority as set forth in these Bylaws or the Board shall by resolution provide; and the Executive Committee shall have all the authority of the Board, except that no such committee shall have authority as to the following matters:

- (a) The submission to the University of any action requiring University approval under the law.
- (b) The filling of vacancies in the Board or in any committee.
- (c) The fixing of compensation of the Directors for serving on the Board or on any committee.
- (d) The amendment or repeal of the By-laws, or the adoption of new By-laws.
- (e) The amendment or repeal of any resolution of the Board which by its terms, shall not be so amendable or repealable.

Any reference in these By-laws to the Board of Directors shall include the Executive Committee unless the context or express provision otherwise provide.

Section 2. Finger Lakes Manufacturers Council.

(a) The Board of Directors shall designate a Finger Lakes Manufacturers Council ("FLMC") in order to advise the Board on matters of significance in the field of manufacturing generally and relevant to the Regional Technology Development Center ("RTDC") division of the Corporation (the "RTDC Division") specifically. The FLMC shall be advisory in nature and may provide the Board of Directors with non-binding recommendations as to such matters.

(b) The FLMC shall have between one (1) and thirty (30) members from the following constituencies:

- (i) manufacturing companies;
- (ii) technology companies;
- (iii) academic manufacturing;
- (iv) banking or investment;
- (v) New York State governmental economic development (such as the Empire State Development Corporation);
- (vi) Finger Lakes' region economic development; and

- (vii) workforce development organizations.
- (c) The President of the Corporation shall be an *ex officio*, voting member of the FLMC.
- (d) The FLMC shall elect a Chairperson (the “FLMC Chair”) and Vice-Chairperson annually from among its members. The FLMC Chair shall be from a manufacturing or technology company.
- (e) The FLMC shall meet at least quarterly and shall have the following specific responsibilities:
 - (i) providing input on the performance of and candidates to serve as the Corporation’s RTDC Director;
 - (ii) reviewing and commenting on and recommending to the Board of Directors the budget for the RTDC Division;
 - (iii) conducting a quarterly financial review of the RTDC Division and its progress against budget;
 - (iv) reviewing the RTDC Division’s success measures and impact;
 - (v) establishing and recommending to the Board of Directors the RTDC Division’s operating plan and objectives;
 - (vi) providing input on and recommending to the Board of Directors the RTDC Division’s strategic plan;
 - (vii) serving as ambassadors for the RTDC Division and its services; and
 - (viii) understanding and advocating for manufacturing needs in the Finger Lakes’ Region.

Section 3. Other Advisory Councils.

- (a) The Board of Directors may designate other advisory councils.
- (b) Such councils shall be advisory in nature and may provide the Board of Directors with non-binding recommendations.

Section 4. Special Committees. The Board of Directors may designate special committees, each of which shall consist of such persons and shall have such authority as is provided in the resolution designating the committee, except that such authority shall not exceed the authority conferred on the Executive Committee by Section 1 of this Article III.

Section 5. Meetings. Meetings of committees shall be held at such time and place as shall be fixed by the Chairperson of the Corporation or the chairperson of the committee or by vote of a majority of all of the members of the committee.

Section 6. Quorum and Manner of Acting. Unless otherwise provided by resolution of the Board of Directors, a majority of all of the members of a committee shall constitute a quorum for the transaction of business and the vote of a majority of all of the members of the committee shall be the act of the committee.

The procedures and manner of acting of the Executive Committee and of the committees of the Board shall be subject at all times to the directions of the Board of Directors.

Section 7. Tenure of Members of Committees of the Board. Each committee of the Board and every member thereof shall serve at the pleasure of the Board.

Section 8. Alternate Members. The Board of Directors may designate one (1) or more Director as alternate members of the Executive Committee or of any standing committee of the Board, who may replace any absent member or members at any meeting of such committee.

ARTICLE IV - OFFICERS

Section 1. Number. The officers of the Corporation shall be a Chairperson, one (1) or more Vice Chairpersons, a Treasurer, a Secretary, a President and such other officers as the Board of Directors may in its discretion determine. Any two (2) or more offices may be held by the same person, except the offices of Chairperson and Secretary.

Section 2. Term of Office and Qualifications. With the exception of the President, those officers whose titles are specifically mentioned in Section 1 of this Article shall be elected by the Board of Directors at its Annual Meeting. Unless a shorter term is provided in the resolution of the Board electing such officer, the term of office of each officer shall extend to the next Annual Meeting and until the officer's successor is elected or appointed and qualified. The Chairperson, Vice Chairperson(s), Treasurer and Secretary shall be elected from among the Directors.

Section 3. Additional Officers. Additional officers may be elected for such period, have such authority and perform such duties, either in an administrative or subordinate capacity, as the Board of Directors may from time to time determine.

Section 4. Removal of Officers. Any officer may be removed by the Board of Directors with or without cause at any time.

Section 5. Resignation. Any officer may resign at any time by giving written notice to the Board of Directors, or to the Chairperson or to the Secretary. Any such resignation shall take effect at the time specified therein, or, if no time be specified, then upon delivery.

Section 6. Vacancies. A vacancy in any office shall be filled by the Board of Directors.

Section 7. Chairperson. The Chairperson shall preside at all meetings of the Board of Directors at which the Chairperson is present. The Chairperson shall also perform such other duties as may be assigned from time to time by the Board.

Section 8. Vice Chairpersons. In the absence or incapacity to act of the Chairperson, or if the office of Chairperson be vacant, the Vice Chairperson or, if there be more than one Vice Chairperson, the Vice Chairpersons in order of seniority as determined by the Board of Directors, shall preside at all meetings of the Board of Directors, and shall perform the duties and exercise the powers of the Chairperson, subject to the right of the Board from time to time to extend or confine such powers and duties or to assign them to others. Each Vice Chairperson shall have such powers and shall perform such other duties as may be assigned by the Board of Directors or the Chairperson.

Section 9. Treasurer. The Treasurer shall, if required by the Board of Directors, obtain a bond for the faithful discharge of his duties, in such sum and with such sureties as the Board of Directors shall require. The Treasurer shall keep and maintain the books of account and shall have charge and custody of, and be responsible for, all funds and securities of the Corporation, and deposit all such funds in the name of and to the credit of the Corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors. The Treasurer shall also perform all other duties customarily incident to the office of Treasurer and such other duties as from time to time may be assigned by the Board of Directors.

Section 10. Secretary. It shall be the duty of the Secretary to act as secretary of all meetings of the Board of Directors, and to keep the minutes of all such meetings in a proper book or books to be provided for that purpose; the Secretary shall see that all notices required to be given by the Corporation are duly given and served; the Secretary shall keep a current list of the Corporation's Directors and officers and their residence addresses; the Secretary shall be custodian of the seal of the Corporation and shall affix the seal, or cause it to be affixed, to all agreements, documents and other papers requiring the same. The Secretary shall have custody of the minute book containing the resolutions of the University acting in its capacity as the sole member and the minutes of all meetings of the Board of Directors, the Executive Committee, and any other committees which may keep minutes, and of all other contracts and documents which are not in the custody of the Treasurer of the Corporation, or in the custody of some other person authorized by the Board of Directors to have such custody.

Section 11. President. The President shall act as the chief executive officer of the Corporation and shall supervise generally the management of the affairs of the Corporation subject only to the supervision of the Board. The President shall be responsible to the Board of Directors and shall perform such duties as may be assigned from time to time by the Board.

Section 12. Appointed Officers. The Board of Directors may delegate to any officer or committee the power to appoint and to remove any subordinate officer, agent or employee.

Section 13. Assignment and Transfer of Stocks, Bonds and Securities. The Chairperson, the Vice Chairpersons, the Treasurer, the Secretary, and each of them, shall have power to assign, or to endorse for transfer, under the corporate seal, and to deliver, any stock,

bonds, subscription rights, or other securities, or any beneficial interest therein, held or owned by the Corporation.

ARTICLE V - CONTRACTS, CHECKS, DRAFTS AND BANK ACCOUNTS

Section 1. Execution of Contracts. The Board of Directors, except as in these By-laws otherwise provided, may authorize any officer or officers, agent or agents, in the name of and on behalf of the Corporation to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances; but, unless so authorized by the Board of Directors, or expressly authorized by these By-laws, no officers, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniarily in any amount for any purpose.

Section 2. Loans. No loans shall be contracted on behalf of the Corporation unless specifically authorized by the Board of Directors.

Section 3. Checks, Drafts, etc. All checks, drafts and other orders for the payment of money out of the funds of the Corporation, and all notes or other evidences of indebtedness of the Corporation, shall be signed on behalf of the Corporation in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 4. Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

ARTICLE VI - INDEMNIFICATION AND INSURANCE

Section 1. Authorized Indemnification. Unless clearly prohibited by law or Section 2 of this Article, the Corporation shall indemnify any person ("Indemnified Person") made, or threatened to be made, a party in any action or proceeding, whether civil, criminal, administrative, investigative or otherwise, including any action by or in the right of the Corporation, by reason of the fact that he or she (or his or her testator or intestate), whether before or after adoption of this Section, (a) is or was a Director or officer of the Corporation, or (b) in addition is serving or served, in any capacity, at the request of the Corporation, as a Director or officer of any other Corporation, or any partnership, joint venture, trust, employee benefit plan or other enterprise. The indemnification shall be against all judgments, fines, penalties, amounts paid in settlement (provided the Corporation shall have consented to such settlement) and reasonable expenses, including attorneys' fees and costs of investigation, incurred by an Indemnified Person with respect to any such threatened or actual action or proceeding, and any appeal thereof.

Section 2. Prohibited Indemnification. The Corporation shall not indemnify any person if a judgment or other final adjudication adverse to the Indemnified Person (or to the person whose actions are the basis for the action or proceeding) establishes, or the Board of Directors in good faith determines, that such person's acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated or that he or she personally gained in fact a financial profit or other advantage to which he or she was not legally entitled.

Section 3. Advancement of Expenses. The Corporation shall, on request of any Indemnified Person who is or may be entitled to be indemnified by the Corporation, pay or promptly reimburse the Indemnified Person's reasonably incurred expenses in connection with a threatened or actual action or proceeding prior to its final disposition. However, no such advancement of expenses shall be made unless the Indemnified Person makes a binding, written commitment to repay the Corporation, with interest, for any amount advanced for which it is ultimately determined that he or she is not entitled to be indemnified under the law or Section 2 of this Article. An Indemnified Person shall cooperate in good faith with any request by the Corporation that common legal counsel be used by the parties to such action or proceeding who are similarly situated unless it would be inappropriate to do so because of actual or potential conflicts between the interests of the parties.

Section 4. Indemnification of Others. Unless clearly prohibited by law or Section 2 of this Article, the Board of Directors may approve Corporation indemnification as set forth in Section 1 of this Article or advancement of expenses as set forth in Section 3 of this Article, to a person (or the testator or intestate of a person) who is or was employed by the Corporation or who is or was a volunteer for the Corporation, and who is made, or threatened to be made, a party in any action or proceeding, by reason of the fact of such employment or volunteer activity, including actions undertaken in connection with service at the request of the Corporation in any capacity for any other Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise.

Section 5. Determination of Indemnification. Indemnification mandated by a final order of a court of competent jurisdiction will be paid. After termination or disposition of any actual or threatened action or proceeding against an Indemnified Person, if indemnification has not been ordered by a court the Board of Directors shall, upon written request by the Indemnified Person, determine whether and to what extent indemnification is permitted pursuant to these By-laws. Before indemnification can occur the Board of Directors must explicitly find that such indemnification will not violate the provisions of Section 2 of this Article. No Director with a personal interest in the outcome, or who is a party to such actual or threatened action or proceeding concerning which indemnification is sought, shall participate in this determination. If a quorum of disinterested Directors is not obtainable, the Board of Directors shall act only after receiving the opinion in writing of independent legal counsel that indemnification is proper in the circumstances under then applicable law and these By-laws.

Section 6. Binding Effect. Any person entitled to indemnification under these By-laws has a legally enforceable right to indemnification which cannot be abridged by amendment of these By-laws with respect to any event, action or omission occurring prior to the date of such amendment.

Section 7. Insurance. The Corporation is not required to purchase Directors' and officers' liability insurance, but the Corporation may purchase such insurance if authorized and approved by the Board of Directors. To the extent permitted by law, such insurance may insure the Corporation for any obligation it incurs as a result of this Article or operation of law and it may insure directly the Directors, officers, employees or volunteers of the Corporation for liabilities against which they are not entitled to indemnification under this Article as well as for liabilities against which they are entitled or permitted to be indemnified by the Corporation.

Section 8. Nonexclusive Rights. The provisions of this Article shall not limit or exclude any other rights to which any person may be entitled under law or contract. The Board of Directors is authorized to enter into agreements on behalf of the Corporation with any Director, officer, employee or volunteer providing them rights to indemnification or advancement of expenses in connection with potential indemnification in addition to the provisions therefore in this Article, subject in all cases to the limitations of Section 2 of this Article.

ARTICLE VII - CONFLICTS OF INTEREST

Section 1. Definition of Conflicts of Interest. A conflict of interest will be deemed to exist whenever an individual is in the position to approve or influence Corporation policies or actions which involve or could ultimately harm or benefit financially: (a) the individual; (b) any member of his immediate family (spouse, parents, children, brothers or sisters, and spouses of these individuals); or (c) any organization in which he or an immediate family member is a director, officer, member, partner or more than 10% shareholder. Service on the board of another not-for-profit Corporation does not constitute a conflict of interest.

Section 2. Disclosure of Conflicts of Interest. A Director or officer shall disclose a conflict of interest: (a) prior to voting on or otherwise discharging his duties with respect to any matter involving the conflict which comes before the Board or any committee; (b) prior to entering into any contract or transaction involving the conflict; (c) as soon as possible after the Director or officer learns of the conflict; and (d) on the annual conflict of interest disclosure form. The Secretary of the Corporation shall distribute annually to all Directors and officers, a form soliciting the disclosure of all conflicts of interest, including specific information concerning the terms of any contract or transaction with the Corporation and whether the process for approval set forth in Section 3 of this Article VIII was used.

Section 3. Approval of Contracts and Transactions Involving Potential Conflicts of Interest. A Director or officer who has or learns about a potential conflict of interest should disclose promptly to the Secretary of the Corporation the material facts surrounding any actual or potential conflict of interest, including specific information concerning the terms of any contract or transaction with the Corporation. All effort should be made to disclose any such contract or transaction and have it approved by the Board before the arrangement is entered into.

Following receipt of information concerning a contract or transaction involving a potential conflict of interest, the Board shall consider the material facts concerning the proposed contract or transaction including the process by which the decision was made to recommend entering into the arrangement on the terms proposed. The Board shall approve only those contracts or transactions in which the terms are fair and reasonable to the Corporation and the arrangements are consistent with the best interests of the Corporation. Fairness includes, but is not limited to, the concepts that the Corporation should pay no more than fair market value for any goods or services which the Corporation receives and that the Corporation should receive fair market value consideration for any goods or services that it furnishes others. The Board shall set forth the basis for its decision with respect to approval of contracts or transactions involving conflicts of interest in the minutes of the meeting at which the decision is made, including the basis for determining that the consideration to be paid is fair to the Corporation.

Section 4. Validity of Actions. No contract or other transaction between the Corporation and one or more of its Directors or officers, or between the Corporation and any other Corporation, firm, association or other entity in which one or more of its Corporation or officers are Directors, directors or officers, or have a substantial financial interest, shall be either void or voidable for this reason alone or by reason alone that such Director or Directors or officer or officers are present at the meeting of the Board of Directors, or of a committee thereof, which authorizes such contract or transaction, or that his or their votes are counted for such purpose, if the material facts as to such Director's or officer's interest in such contract or transaction and as to any such common directorship, officership or financial interest are disclosed in good faith or known to the Board or committee, and the Board or committee authorizes such contract or transaction by a vote sufficient for such purpose without counting the vote or votes of such interested Director or officers. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee which authorizes such contract or transaction. At the time of the discussion and decision concerning the authorization of such contract or transaction, the interested Director or officer should not be present at the meeting.

Section 5. Employee Conflicts of Interest. An employee of the Corporation with a potential conflict of interest in a particular matter shall promptly and fully disclose the potential conflict to his supervisor. The employee shall thereafter refrain from participating in deliberations and discussion, as well as any decisions, relating to the matter and follow the direction of the supervisor as to how the Corporation decisions which are the subject of the conflict will be determined. The Chairperson shall be responsible for determining the proper way for the Corporation to handle Corporation decisions which involve unresolved employee conflicts of interest. In making such determinations, the Chairperson may consult with legal counsel.

The Chairperson shall report to the Board at least annually concerning employee conflicts of interest which have been disclosed and contracts and transactions involving employee conflicts which the Chairperson has approved.

ARTICLE VIII - COMPENSATION

Section 1. Reasonable Compensation. It is the policy of the Corporation to pay no more than reasonable compensation for personal services rendered to the Corporation by officers and employees. The Directors of the Corporation shall not receive compensation for fulfilling their duties as Directors, although Directors may be reimbursed for actual out-of-pocket expenses which they incur in order to fulfill their duties as Directors. Expenses of spouses will not be reimbursed by the Corporation unless the expenses are necessary to achieve a Corporation purpose.

Section 2. Approval of Compensation. The Board of Directors must approve in advance the amount of all compensation for officers of the Corporation.

Before approving the compensation of an officer, the Board shall determine that the total compensation to be provided by the Corporation to the officer is reasonable in amount in light of the position, responsibility and qualification of the officer for the position held, including the

result of an evaluation of the officer's prior performance for the Corporation, if applicable. In making the determination, the Board shall consider total compensation to include the salary and the value of all benefits provided by the Corporation to the individual in payment for services. At the time of the discussion and decision concerning an officer's compensation, the officer should not be present in the meeting. The Board shall obtain and consider appropriate data concerning comparable compensation paid to similar officers in like circumstances.

The Board shall set forth the basis for its decisions with respect to compensation in the minutes of the meeting at which the decisions are made, including the conclusions of the evaluation and the basis for determining that the individual's compensation was reasonable in light of the evaluation and the comparability data.

ARTICLE IX - GENERAL

Section 1. Office. The office of the Corporation shall be at such place in the County of Monroe, State of New York, as the Board of Directors may determine.

Section 2. Books and Records. There shall be kept at the office of the Corporation (1) correct and complete books and records of account; (2) minutes of the proceedings of the University acting in its capacity as the sole member, the Board of Directors and the Executive Committee; (3) a current list of the Directors and officers of the Corporation and their residence addresses; (4) a copy of these By-laws; (5) a copy of the Corporation's application for recognition of exemption with the Internal Revenue Service; and (6) copies of the past three (3) years information returns to the Internal Revenue Service.

Section 3. Seal. The corporate seal shall be in the form of a circle and shall have inscribed thereon the following: High Tech Rochester Inc., 1987 New York Not-for-Profit Corporation.

Section 4. Loans to Directors and Officers. No loans other than through the purchase of bonds, debentures, or similar obligations of the type customarily sold in public offerings, or through ordinary deposit of funds in a bank, shall be made by the Corporation to its Directors or officers, or to any other Corporation, firm, association or other entity in which one or more of its Directors or officers are Directors or officers or hold a substantial financial interest except as allowed by law.

Section 5. Fiscal Year. The fiscal year of the Corporation shall commence July 1 in each calendar year and end on June 30.

ARTICLE X - AMENDMENTS

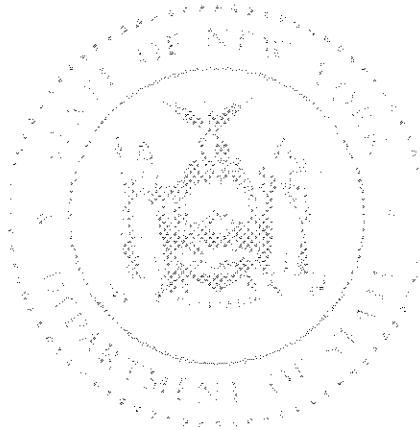
Section 1. Certificate of Incorporation. Any amendment to or repeal of the purposes of the Corporation, as set forth in the Corporation's Certificate of Incorporation; any merger or consolidation of the Corporation or adoption of a plan therefor; any sale of all or substantially all of the Corporation's assets; or any dissolution or liquidation of the Corporation or adoption of a plan therefor must be approved by a majority of the entire Board of Directors before being submitted to the University in its capacity as sole member for approval.

Section 2. By-laws. The By-laws of the Corporation may be amended or repealed by the University in its capacity as sole member upon recommendation of a majority of the entire Board of Directors; provided, however, that until August 31, 2012, any amendment to Article II, Sections 3(a), 3(b) and 6, Article VI, or this Article X, must be approved by a majority of the Independent Directors before being submitted to the University for approval.

State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of HIGH TECH ROCHESTER INC. was filed on 10/28/1987, under the name of HIGH TECHNOLOGY OF ROCHESTER, INC., as a Not-for-Profit Corporation and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment HIGH TECHNOLOGY OF ROCHESTER, INC., changing its name to HIGH TECH ROCHESTER INC., was filed 07/16/2007.



*WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 09th day of August two
thousand and eleven.*

A handwritten signature in dark ink, appearing to read "Neil Hayes", is written over a faint circular outline.

First Deputy Secretary of State

FILING RECEIPT

=====

ENTITY NAME: HIGH TECH ROCHESTER INC.

DOCUMENT TYPE: AMENDMENT (DOMESTIC NFP)
PROCESS NAME

COUNTY: MONR

=====

FILED:07/16/2007 DURATION:***** CASH#:070716000559 FILM #:070716000549

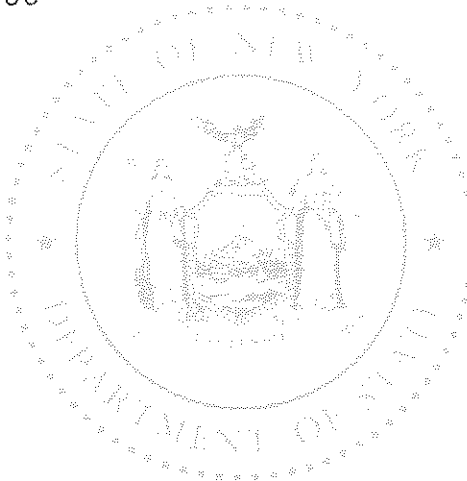
FILER:

NIXON PEABODY LLP
CLINTON SQUARE
P.O. BOX 31051
ROCHESTER, NY 14603

ADDRESS FOR PROCESS:

THE CORPORATION
150 LUCIUS GORDON DRIVE
WEST HENRIETTA, NY 14586

REGISTERED AGENT:



=====

SERVICE COMPANY: ALBANY CORPORATE RESEARCH LTD. - 41

SERVICE CODE: 41

FEES	65.00

FILING	30.00
TAX	0.00
CERT	0.00
COPIES	10.00
HANDLING	25.00

PAYMENTS	65.00

CASH	0.00
CHECK	0.00
CHARGE	0.00
DRAWDOWN	65.00
OPAL	0.00
REFUND	0.00

***State of New York }
Department of State }*** ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and seal of the Department of State on July 17, 2007



A handwritten signature in black ink, appearing to read "Neil A. ...", is written over the printed title.

Special Deputy Secretary of State

070716000549

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
HIGH TECHNOLOGY OF ROCHESTER, INC.**

Under Section 803 of the Not-for-Profit Corporation Law

The undersigned, being the President of High Technology of Rochester, Inc. ("the Corporation"), in order to amend the Corporation's Certificate of Incorporation, certifies that:

FIRST: The name of the Corporation is High Technology of Rochester, Inc.

SECOND: The Certificate of Incorporation of the Corporation was filed by the Department of State of the State of New York on October 28, 1987.

THIRD: The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-for-Profit Corporation Law. The Corporation is a Type B corporation under Section 201 of the Not-for-Profit Corporation Law, and after the amendment of its Certificate effected herein, the Corporation shall be a Type B corporation under Section 201.

FOURTH: The Certificate of Incorporation is hereby amended to change Paragraph 1 relating to the name of the Corporation:

"1. The name of the Corporation is High Tech Rochester Inc."

FIFTH: This amendment of the Certificate of Incorporation was authorized by the Members and the Board of Directors of the Corporation.

SIXTH: The Secretary of State of the State of New York is hereby designated as the agent of the Corporation upon whom process in any action or proceeding against the Corporation may be served. The post office address to which the Secretary of State shall mail a copy of any such process so served is: High Tech Rochester Inc., 150 Lucius Gordon Drive, West Henrietta, New York 14586.

IN WITNESS WHEREOF, we have made and subscribed this certificate and hereby affirm under the penalties of perjury that its contents are true this 13 day of July, 2007.


Name: Paul Wetenhall
Title: President

ACR-41

070716000549

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
HIGH TECHNOLOGY OF ROCHESTER, INC.

Under Section 803 of the New York Not-for-Profit Corporation Law

2007 JUL 16 AM 10:19

Brawdown

1CC

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED

JUL 16 2007

TAX \$
BY:

Monroe

Filed by:

Nixon Peabody LLP
Clinton Square, P.O. Box 31051
Rochester, New York 14603

2007 JUL 18 PM 2:22

RECEIVED
10650757.1

559

EXHIBIT A

LEGAL DESCRIPTION

The Unit designated as Unit No. 5 in the Declaration of Condominium establishing THE SIBLEY CONDOMINIUMS ("Condominium") located in Rochester, Monroe County, New York, (hereinafter called the "Property"), made by Sibley Redevelopment Limited Partnership under the Condominium Act of the State of New York, as amended (Article 9-B of the Real Property Law of the State of New York), dated as of March 29, 2016, and recorded in the office of the County Clerk of Monroe County on May 5, 2016 in Liber 11691 of Deeds at page 109, as amended by the First Amendment to the Declaration of Sibley Condominiums dated as of April 6, 2017, and recorded in the office of the County Clerk of Monroe County on April 17, 2017 in Liber 11847 of Deeds at page 63 ("Declaration"), which Unit is also designated as Tax Account No. 106.800-0001-031.002/0500 on the Floor Plans, as amended, of the building comprising the Condominium ("Building"), certified by The Architectural Team, and filed with said Declaration, as amended, in the Office of the County Clerk of Monroe County in Civil Action File No. 2016-4983 ("Unit").

TOGETHER with an undivided 4.004% interest in the Common Elements of the Property described in said Declaration called the "Common Elements".

The land area of the Condominium Property is described as follows:

ALL THAT TRACT OR PARCEL OF LAND containing 3.280 acres more or less, situate in the City of Rochester, County of Monroe, and State of New York, as shown on the drawing entitled "The Sibley Building, Instrument Survey," prepared by BME Associates, having drawing number 8904-574, dated May 2012, being more particularly bounded and described as follows:

Beginning at the intersection of the northerly right-of-way line of East Main Street (95.64' Right-of-Way) with the easterly right-of-way line of North Clinton Avenue (66' Right-of- Way); thence

1) N 17° 25' 49" W, along said easterly right-of-way line of North Clinton Avenue, a distance of 334.19 feet to the southwesterly boundary corner of lands now or formerly of SJ Parking LLC -- COMIDA (T.A. No. 106.80-1-33.3); thence

The following seven (7) courses along the southerly boundary line of said lands of SJ Parking LLC -- COMIDA:

2) N 71° 43' 06" E, a distance of 165.00 feet to a point; thence

3) N 17° 25' 49" W, a distance of 48.00 feet to a point; thence

4) N 72° 31' 47" E, a distance of 17.25 feet to a point; thence

5) N 17° 12' 05" W, a distance of 3.96 feet to a point; thence

6) N 71° 44' 15" E, a distance of 64.79 feet to a point; thence

7) N $21^{\circ} 05' 21''$ E, a distance of 44.80 feet to a point; thence

8) Northeasterly, along a curve to the left, having a radius of 55.00 feet, a distance of 31.56 feet to a point on the westerly right-of-way line of Franklin Court (66' Right-of-Way); thence

The following four (4) courses along said Franklin Court:

9) S $54^{\circ} 18' 14''$ E, a distance of 44.53 feet to a point; thence

10) N $45^{\circ} 00' 20''$ E, a distance of 10.00 feet to a point; thence

11) S $44^{\circ} 59' 40''$ E, a distance of 61.00 feet to a point; thence

12) S $54^{\circ} 18' 14''$ E, along said westerly right-of-way line, a distance of 13.17 feet to a point on the westerly right-of-way line of Franklin Street (66' Right-of-Way); thence

13) S $37^{\circ} 27' 44''$ E, along said westerly right-of-way line of Franklin Street, a distance of 220.58 feet to a point on the westerly right-of-way line of Liberty Pole Mall (63' Right-of-Way); thence

14) S $21^{\circ} 39' 56''$ W, along said westerly right-of-way line of Liberty Pole Mall, a distance of 192.82 feet to a point on the aforementioned northerly right-of-way line of East Main Street; thence

15) S $72^{\circ} 23' 31''$ W, along said northerly right-of-way line of East Main Street, a distance of 312.31 feet to the Point of Beginning.

NextCorps, Inc.
Sibley 6th Floor
Phase 1

Room Number	Type of Space	Estimated Usable Area in Sq Ft
6000 Office		2,000
6101 Office		264
6102 Lab		655
6103 Office		582
6104 Office		808
6105 Office		572
6106 Office		805
6107 Office		577
6108 Office		815
6208 Office		137
6210 Office		137
6212 Office		137
6214 Office		163
6300 Office		6,312
6303 Office		41
6305 Office		41
6307 Office		41
6308 Office		487
6309 Office		42
6312 Office		344
6313 Office		209
6314 Office		344
6315 Office		100
6316 Office		671
6317 Office		98
6318 Office		539
6322 Office		359
6325 Office		1,515
6401 Lab		501
6402 Office		189
6403 Lab		279
6404 Office		305
6405 Lab		250
6406 Office		149
6407 Lab		250
6408 Office		153
6409 Lab		251
6410 Office		148
6411 Lab		250
6412 Office		153

NextCorps, Inc.
Sibley 6th Floor
Phase 1

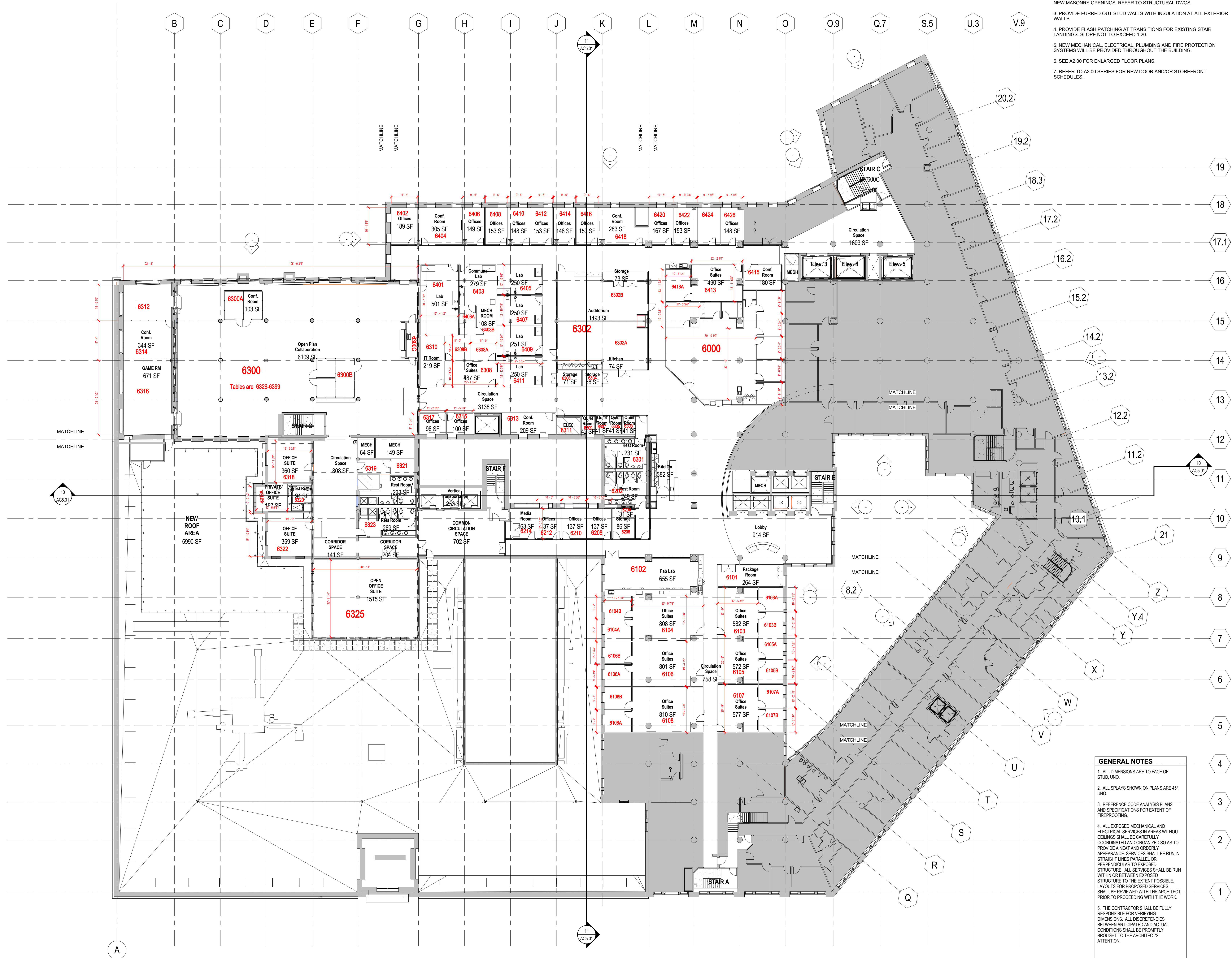
Room Number	Type of Space	Estimated Usable Area in Sq Ft
6413	Office	490
6414	Office	148
6415	Office	180
6416	Office	153
6418	Office	283
6420	Office	167
6422	Office	153
6424	Office	152
6426	Office	148
		23,547

High Tech Rochester Inc.
Sibley 6th Floor
Phase 1

Room Number	Type of Space	Estimated Usable Area in Sq Ft
6000 Office		2,000
6101 Office		264
6102 Lab		655
6103 Office		582
6104 Office		808
6105 Office		572
6106 Office		805
6107 Office		577
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6406 Office		149
6407 Lab		250
6408 Office		153
6409 Lab		251
6410 Office		148
6411 Lab		250
6412 Office		153

High Tech Rochester Inc.
Sibley 6th Floor
Phase 1

Room Number	Type of Space	Estimated Usable Area in Sq Ft
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6415	Office	180
6416	Office	153
6418	Office	283
6420	Office	167
6422	Office	153
6424	Office	152
6426	Office	148
		23,547



OVERALL PROPOSED PLAN GENERAL NOTES:

1. THE NOTES SHOWN REPRESENT THE GENERAL SCOPE OF WORK TO BE PERFORMED. THE CONTRACTOR SHALL BE RESPONSIBLE FOR CONDUCTING THEIR OWN INVESTIGATION OF THE PROPERTY IN ORDER TO COMPLETELY SATISFY THEMSELVES AS TO THE FULL SCOPE OF WORK. THE DRAWINGS AND SPECS SHALL SERVE ONLY AS A BASIS FOR REQUIRED NEW WORK AND SHALL IN NO WAY LIMIT THE COMPLETION OF ALL REQUIRED WORK. NOTIFY THE ARCHITECT IMMEDIATELY OF ANY DISCREPANCIES IN THE DRAWINGS FOR ANY UNFORSEEN CONDITIONS.
2. PROVIDE MISCELLANEOUS LOOSE STEEL LINTELS AS REQUIRED FOR ALL NEW MASONRY OPENINGS. REFER TO STRUCTURAL DWGS.
3. PROVIDE FURRED OUT STUD WALLS WITH INSULATION AT ALL EXTERIOR WALLS.
4. PROVIDE FLASH PATCHING AT TRANSITIONS FOR EXISTING STAIR LANDINGS. SLOPE NOT TO EXCEED 1:20.
5. NEW MECHANICAL, ELECTRICAL, PLUMBING AND FIRE PROTECTION SYSTEMS WILL BE PROVIDED THROUGHOUT THE BUILDING.
6. SEE A2.00 FOR ENLARGED FLOOR PLANS.
7. REFER TO A3.00 SERIES FOR NEW DOOR AND/OR STOREFRONT SCHEDULES.

GENERAL NOTES

1. ALL DIMENSIONS ARE TO FACE OF STUD. UNO.
2. ALL SPLAYS SHOWN ON PLANS ARE 45° UNO.
3. REFERENCE CODE ANALYSIS PLANS AND SPECIFICATIONS FOR EXTENT OF FIREPROOFING.
4. ALL EXPOSED MECHANICAL AND ELECTRICAL SERVICES IN AREAS WITHOUT CEILINGS SHALL BE CAREFULLY COORDINATED AND ORGANIZED SO AS TO PROVIDE A NEAT AND ORDERLY APPEARANCE. SERVICES SHALL BE RUN IN STRAIGHT LINES PARALLEL OR PERPENDICULAR TO EXPOSED STRUCTURE. ALL SERVICES SHALL BE RUN WITHIN OR BETWEEN EXPOSED STRUCTURE TO THE EXTENT POSSIBLE. LAYOUTS FOR PROPOSED SERVICES SHALL BE REVIEWED WITH THE ARCHITECT PRIOR TO PROCEEDING WITH THE WORK.
5. THE CONTRACTOR SHALL BE FULLY RESPONSIBLE FOR VERIFYING DIMENSIONS. ALL DISCREPANCIES BETWEEN ANTICIPATED AND ACTUAL CONDITIONS SHALL BE PROMPTLY BROUGHT TO THE ARCHITECT'S ATTENTION.

tat
the architectural team

The Architectural Team, Inc.
50 Commandant's Way at Admiral's Hill
Chelsea MA 02150
T 617.889.4402
F 617.884.4329
www.architecturalteam.com
©2012 The Architectural Team, Inc.

Consultant:

Revision:

Architect of Record:

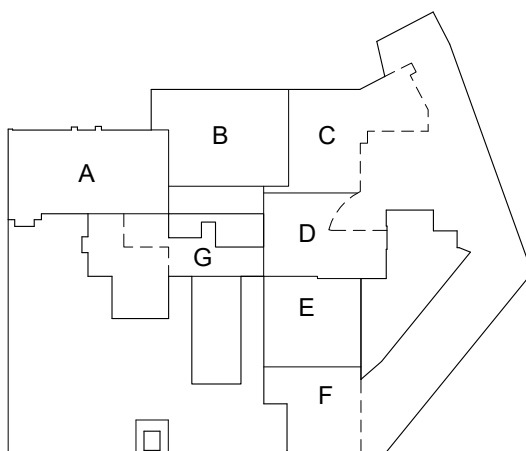
EDA Project No.: 01-01-14720

Drawn: MJA

Checked: MB

Scale: As indicated

Key Plan:



Project Name:

HTR BUSINESS
ACCELERATOR

150 Lucius Gordon Drive, West
Henrietta, NY 14586

Sheet Name:

OVERALL FLOOR PLAN -
LEVEL 6

Project Number:

14114.00

Issue Date:

11/18/2016

Sheet Number:

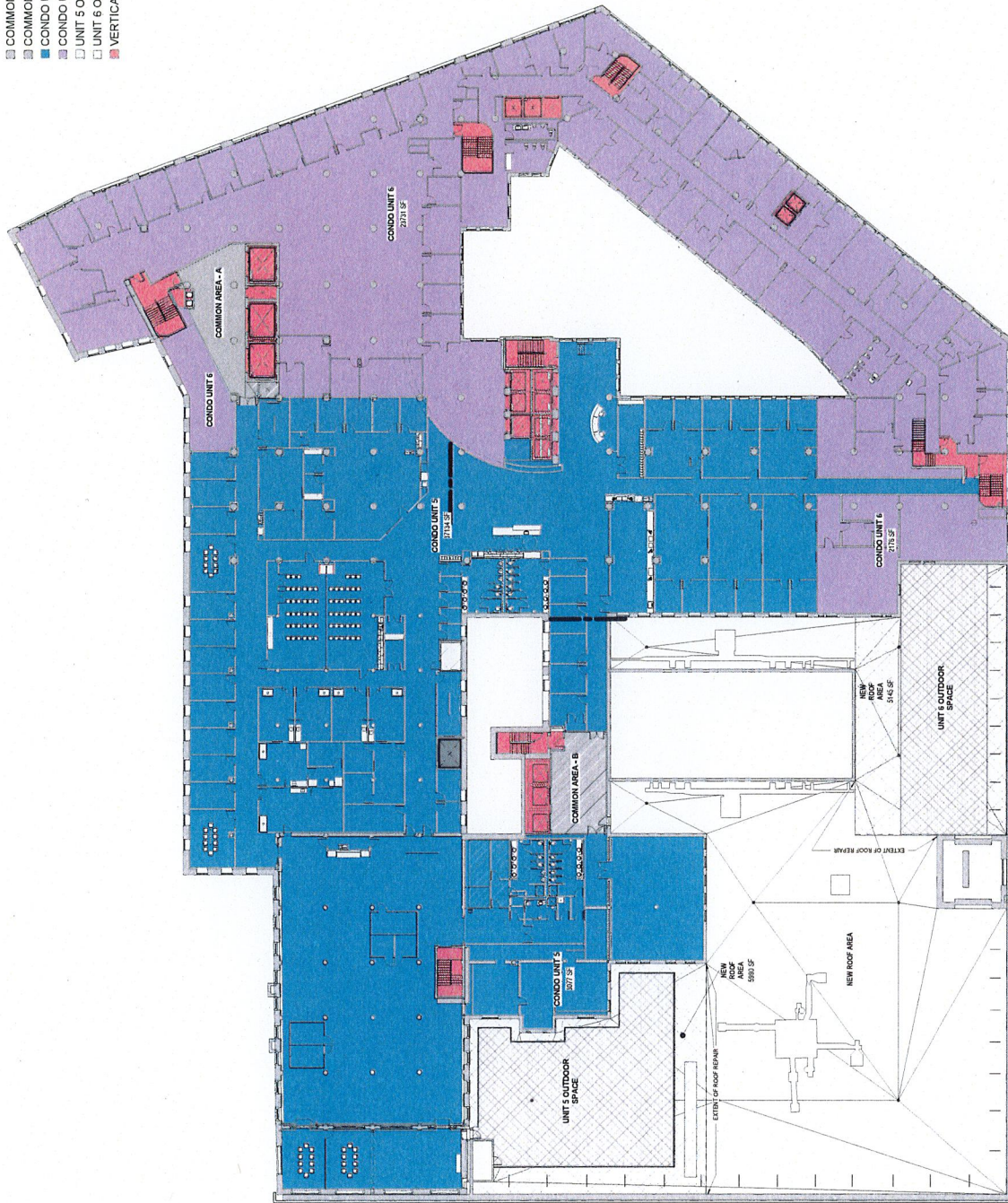
AC1.06

956 SQ FT
702 SQ FT
40210 SQ FT
26584 SQ FT
5990 SQ FT
5145 SQ FT

- COMMON AREA - A
- COMMON AREA - B
- CONDO UNIT 5
- CONDO UNIT 6
- UNIT 5 OUTDOOR SPACE
- UNIT 6 OUTDOOR SPACE
- VERTICAL TRANSPORTATION

SCHEDULE "M"

FLOOR PLANS



SIBLEY HIGH TECH ROCHESTER

25 FRANKLIN STREET ROCHESTER NY 14604

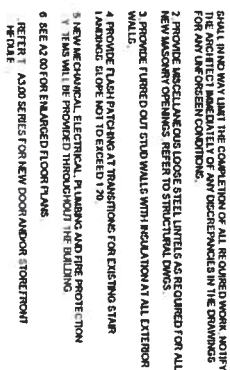
LEVEL 6 - CONDO UNIT
5 & 6

05/09/2016

DECLARANT SIBLEY REDEVELOPMENT LP
ARCHITECT: The Architectural Team 14114.00

Scale: 1/16" = 1'-0"

tat the architectural team



The Architectural Team, Inc.
50 Commandant's Way at Admiral's Hill
Chelsea MA 02150
T 617 889 4402
F 617 884 4329
www.architecturalteam.com
©2012 The Architectural Team, Inc.

Revision:

Architect of Record:

EDA Project No. 01-01-14720

Drawn: MJA

Checked: MB

Scale: As indicated

Key Plan:



Project Name:
HTR BUSINESS
ACCELERATOR - BID
SET

25 FRANKLIN STREET
ROCHESTER NY 14604

Sheet Name:

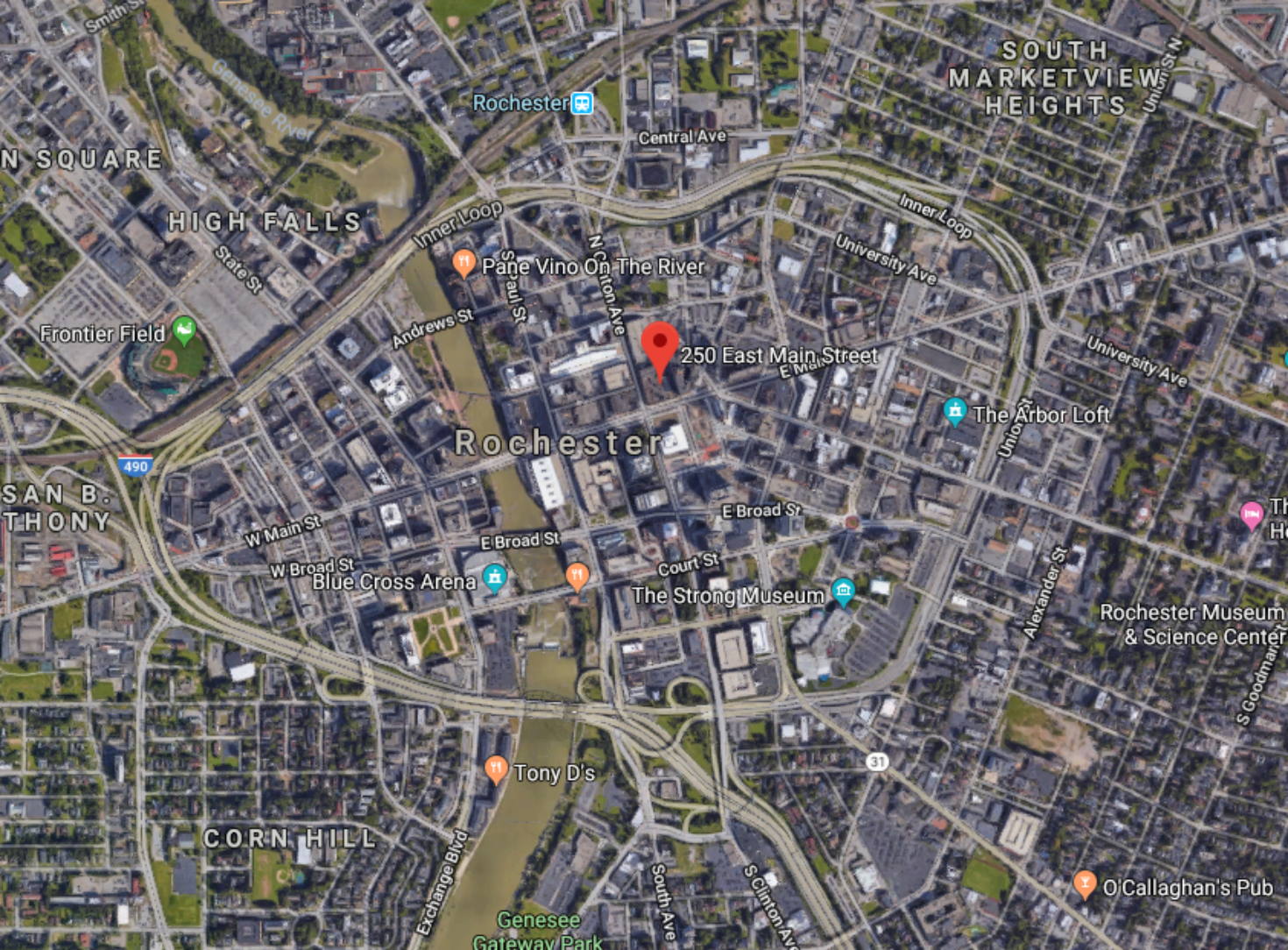
OVERALL FLOOR PLAN -
LEVEL 6

Project Number:

14114.00

Issue Date:

11/18/2016



SOUTH
MARKETVIEW
HEIGHTS

N SQUARE

HIGH FALLS

Rochester

Central Ave

Inner Loop

Pane Vino On The River

250 East Main Street

Rochester

University Ave

University Ave

The Arbor Loft

Frontier Field

490

SAN B.
THONY

W Main St

W Broad St

Blue Cross Arena

E Broad St

E Broad St

Court St

The Strong Museum

Rochester Museum
& Science Center

Tony D's

CORN HILL

Exchange Blvd

Genesee
Gateway Park

South Ave

S Clinton Ave

31

O'Callaghan's Pub

S Goodman St

Location	UniqueID	16VIncubator	Owner	PropertyType	StreetAddress	City
City of Rochester		Yes	NextCorps	1	260 East Main Street, Suite 6000	Rochester
Town of Henrietta		Yes	NextCorps	1	150 Lucious Gordon Drive	West Henrietta

* 1= on campus
2= 1 mile off campus
3= State Asset

** A=entire building
B=floor within building
C=Room within building
D=land on campus
E= land off campus
F=entire building off campus
G=partial building off campus
H=state asset

ZipCode	ParcelID	Building	SpaceType	SqFt	Acres	Description	onCampus	Within1mileOfCampus
14604		Sibley Square	B	23547		Sixth Floor	Yes	
14586		Lennox Tech Enterprise Center	A	48030		NYS Incubator	Yes	

More than 1 mile off campus	Latitude	Longitude	Note	Upstate	Downstate	County
	43.1578490	-77.605718				Monroe
	43.0703420	-77.682892				Monroe

UNIVERSITY OF ROCHESTER POLICY
ON
CONFLICTS OF INTEREST
RELATED TO THE START-UP NY PROGRAM

June 6, 2014

Scope

This policy applies to all decisions and activities of the University of Rochester, and those of its directors, officers and employees in connection with its role in the START-UP NY Program.

Definitions

For purposes of this policy:

“Business Interest” in an entity shall mean that the individual (a) owns or controls 10% or more of the stock of the entity (or 1% in the case of an entity the stock of which is regularly traded on an established securities exchange); or (b) serves as an officer, director or partner of the entity.

A “Conflict of Interest” exists whenever an Official has a Business Interest, or other interest or activity outside the University, which has the possibility, whether potential, actual, or perceived, of (a) compromising the Official’s judgment, (b) influencing the Official’s decision or behavior with respect to the START-UP NY Program, or (c) resulting in personal gain, or their Relative’s gain or advancement.

“Official” shall mean shall mean (a) any University employee at the level of Dean and above, (b) any University employee or member of the University’s Board of Trustees with decision-making authority with respect to the University’s START-UP NY Program, and (c) all individuals who serve on the University’s Review Committee that recommends businesses for acceptance into the Program, whether or not they are University employees.

“Relative” shall mean any person living in the same household as an Official, and any person who is a direct descendant of an Official’s grandparents or is the spouse of such a descendant.

“START-UP NY Program” means the SUNY Tax-Free Areas to Revitalize and Transform Upstate New York Program established by Article 21 of the NYS Economic Development Law.

Policy and Procedure

Service as an Official of the University shall not be used as a means for private benefit or inurement for the Official, an Official’s Relative, or any entity in which the Official or Relative has a Business Interest. Accordingly, any Official who is an owner or employee of, or has a Business Interest in, an entity that is the subject of any matter pertaining to the University’s START-UP NY Program, or in which their Relative has a Business Interest, shall not vote on or

otherwise participate in the administration by the University of any START-UP NY matter involving such entity.

Any Official or other campus representative who becomes aware of a potential, actual or apparent Conflict of Interest, whether their own or that of another Official, related to the University's START-UP NY Program, must disclose that interest to the President of the University and the University's General Counsel.

The University shall maintain a written record of all disclosures of potential, actual or apparent Conflicts of Interest made pursuant to this policy, and shall report such disclosures, on a calendar year basis, by January 31st of each year, to the University's auditor. The auditor shall forward such reports to the Commissioner of Economic Development of the State of New York. It is expected that the Commissioner will make such reports public.

There are no exceptions to this policy.

OFFICE OF THE SENIOR VICE PRESIDENT FOR ADMINISTRATION AND FINANCE
AND CHIEF FINANCIAL OFFICER

Holly G. Crawford

Senior Vice President for Administration and Finance
and Chief Financial Officer



November 16, 2018

Howard Zemsky
Commissioner
New York State Department of Economic Development
625 Broadway
Albany, NY 12207

Re: To be designated Tax-Free NY Areas at NextCorps

Dear Commissioner Zemsky:

In connection with the University of Rochester's amendment for the additional designation of certain Tax-Free NY Areas pursuant to the START-UP NY program, this letter confirms that as of the date hereof the proposed Tax-Free NY Areas at NextCorps have not been financed with any tax-exempt bonds.

We are aware of the non-governmental use limitations associated with state issued tax exempt bonds and if our proposed Tax-Free NY Area was financed with tax exempt bonds, we will: 1) make potential businesses aware of these limitations when marketing property; and 2) take appropriate steps to ensure that non-governmental use of property funded with tax-exempt bonds will not jeopardize the tax exempt status of state issued bonds.

Sincerely,

A handwritten signature in black ink, appearing to read "Holly G. Crawford", with a long horizontal stroke extending to the right.

Holly Crawford
Sr. Vice President for Administration & Finance, CFO