

HARRIS BEACH ^{PLLC}

ATTORNEYS AT LAW

Ulster County Economic Development Alliance, Inc.
Attn: Timothy Weidemann
P.O. Box 1800
244 Fair Street
Kingston, NY 12402

July 13, 2022
Invoice #8868629

Firm Attorney: Thomas Garry
Firm Matter Numbers: 2230870.415694

Client Name: Ulster County Economic Development Alliance,
Inc.
Matter Name: IBM Tech City - WEST

July Invoice for Statement of Services and Disbursements

ACCOUNT SUMMARY FOR THIS MATTER

TOTAL FEES THIS INVOICE\$29,209.00

TOTAL AMOUNT DUE FOR THIS INVOICE\$29,209.00

PREVIOUS OUTSTANDING BALANCE FOR THIS MATTER\$43,193.60

TOTAL AMOUNT DUE FOR THIS MATTER AS OF CURRENT INVOICE (07/13/22).....\$72,402.60

OUTSTANDING INVOICE DETAIL AS OF: 07/13/22

<u>Invoice</u>	<u>Date</u>	<u>Original Amount</u>	<u>Payments/Credits</u>	<u>Amount Due</u>
8865397	06/23/22	43,193.60	0.00	43,193.60
	TOTALS	\$43,193.60	\$0.00	\$43,193.60

PROFESSIONAL SERVICES RENDERED:

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>NARRATIVE</u>	<u>HOURS</u>	<u>AMOUNT</u>
05/19/22	DG	Review and discuss with Jared Kasschau request to add labor requirements into the PSA. Modify the PSA to include requirements for prevailing wages or a project labor agreement, local preferences and a dispute resolution mechanism. Modify the Substantial Completion definition and the section of the PSA on purchaser's financial commitment to invest in the requisite Recreational Facilities for the Project.	2.50	900.00
05/20/22	JAK	Teleconference with D. Pennessi re PSA; communications with T. Weidemann regarding labor language.	0.30	109.20
05/23/22	DG	Review final labor requirement provisions. Revise PSA to Incorporate final agreed-to labor provisions. Distribute revised PSA internally and incorporate comments. Recirculate updated draft.	3.00	1,080.00
05/24/22	DG	Review License Agreement and circulate internally. Review PSA and circulate updated version to Dan Pennessi at National Resources.	1.50	540.00
05/25/22	DG	Review and comment on draft explanatory statement required under PAL for negotiated disposition. Review changes to the PSA requested by Dan Pennessi. Make recommendations to Jared Kasschau and Mike Curti with respect to the requested changes, including proposed new language for the Substantial Completion definition.	3.00	1,080.00
05/26/22	DG	Review feedback from Tim Weidemann to purchaser's requested changes to the Labor Requirements language. Analyze how the defined term, Substantial Completion, is used in the PSA. Discuss with Jared Kasschau. Modify the PSA to address purchaser's comments and client's feedback.	2.00	720.00
05/31/22	DG	Review issue regarding Lot 600, including review of PSA for ITech East. Modify PSA to include Lot 600 within the scope of the agreement, including a provision for a closing credit to Purchase in the event that Lot 600 is not transferred at Closing.	2.00	720.00
06/01/22	MVC	Attend to various closing matters. Multiple conversations regarding closing with Jared Kasschau and Dan Grippo.	7.00	2,660.00
06/01/22	JAK	Communications with T. Weidemann regarding questions posed by D. Pennessi and upcoming board meeting; review correspondence with CA Johnson; review draft edits to PSA addressing status of foreclosure; review correspondence with D. Pennessi regarding revisions to PSA.	2.30	837.20

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>NARRATIVE</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/01/22	DG	Meet with Jared Kasschau and Mike Curti to review closing statement and checklist in preparation for upcoming closing on IBM Tech East and signing of PSA on West. Review latest labor requirements and policy received earlier today. Discuss internally. Revise PSA to incorporate new labor provisions. Revise PSA to reference the Environmental Indemnity. Review PSA and ancillary documents to assess information needed to finalize execution copies.	4.50	1,620.00
06/02/22	MVC	Participate in public meeting regarding adoption of PSA and related documents.	1.50	570.00
06/02/22	JAK	Communications with M. Curti and D. Grippo regarding resolutions and impending board meeting; Receipt and review of draft revised PSA language involving lot 600 and prevailing wage from D. Pennessi; teleconference with D. Pennessi and D. Grippo; Communications with T. Weidemann regarding same.	2.50	910.00
06/02/22	DG	Review Purchaser's comments on and proposed changes to PSA labor requirements and Lot 600 provisions. Telephone call with Dan Pennessi and Jared Kasschau to discuss the proposed changes, including discussion about the scope and duration of the labor requirements. Draft memo summarizing and analyzing Purchaser's requested changes. Review SEQRA provisions regarding environmental review for Unlisted Actions, including whether EAF required. Review, revise and circulate UCEDA resolution for disposition in preparation for the UCEDA Board meeting. Listen to the Board meeting.	6.50	2,340.00
06/03/22	MVC	Attend to matters relating to the adoption of the purchase and sale agreement and ancillary documents. Review SEQRA, tax foreclosure, and Public Authorities Law related issues. Draft and respond to emails related to same.	6.00	2,280.00
06/03/22	JAK	Review most recent version of PSA forwarded by T. Weidemann; communications with HBPLLC team, including D. Grippo; review and edit execution copy of PSA; review and respond to questions raised by T. Weidemann re EAF and Neg Dec	2.20	800.80
06/03/22	DG	Prepare execution version of the SPA. Further review of EDUCE Board resolution.	2.00	720.00
06/06/22	MVC	Attend to closing matters relating to the Purchase and Sale Agreement and related matters.	7.00	2,660.00
06/06/22	JAK	Communications with HBPLLC team regarding ancillary documents to closing west; review draft closing checklist for west.	0.90	327.60
06/06/22	DG	Participate in conference on closing documentation. Review escrow letter for title company.	1.50	540.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>NARRATIVE</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/07/22	DG	Review and then draft escrow closing letter to title company.	1.00	360.00
06/08/22	MVC	Participate in multiple conference calls and discussions with client regarding finalization of purchase and sale negotiation. Attend to various matters related to sale of property.	4.00	1,520.00
06/08/22	DG	Review Section 16.31 language with Tim Weidemann and Jared Kasschau.	0.50	180.00
06/09/22	CN	T/c with Dan regarding settlement statement and various costs. Saving items and collating documents on Netdocs.	1.00	135.00
06/13/22	JAK	Communications with M. Curti and T. Weidemann regarding ABO notice.	0.30	109.20
06/14/22	DG	Review form of PSA signed by purchaser for closing on June 8th to confirm that purchaser signed the correct/final version negotiated between the parties.	0.50	180.00
06/17/22	CN	Creating closing index and transcript for distribution to UCEDA. Follow up on outstanding items. T/c with Dan Grippo regarding the same.	2.00	270.00
06/22/22	DG	Review PSA and documents from ITech East to identify documents necessary to sign PSA and place into escrow with title company for future closing.	1.00	360.00
06/23/22	DG	Review of pre-contract signing ancillary documents. Review PSA signed by UCEDA. Discuss with Jared Kasschau the date for the PSA. Correspond with Tim Weidemann for additional information and request page swaps with PSA dated the date of the Board resolution. Discuss pre-contract-signing and closing documents with Jared Kasschau and Chris Nardi. Create Execution Versions of License Agreement and Environmental Indemnity. Draft correspondence to purchaser's counsel., including request to supply organizational documents for Purchaser and Consent of Members to purchase the property. Revise title escrow letter.	5.00	1,800.00
06/24/22	DG	Compare Tech City East and West title escrow letters. Review Consent of Members evidence of authorization. Look into whether opinion of counsel necessary as a pre-contract-signing document.	2.00	720.00
06/27/22	DG	Review form of Quit Claim Deed used for the Tech East closing on June 8th. Review deed restriction language to be included in the Tech West deed restricting use of a portion of the property in perpetuity to recreational and park use. Review status of Tech West contract signing and signing of ancillary documents such as the License and Environmental Compliance and Indemnity Agreement.	3.00	1,080.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>NARRATIVE</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/28/22	DG	Review status. Follow up on request for revised Board resolution needed to date the Purchase and Sale Agreement. Map out structure for signing ancillary documents and placing them into escrow with the title company pending closing of the transaction. Communicate with Jared Kasschau.	2.00	720.00
06/30/22	DG	Review status with Jared Kasschau, including finalization of signed PSA, and correspondence with purchaser's counsel for organizational and authority documents and execution of the License and Environmental Indemnity.	1.00	360.00
TOTAL HOURS AND FEES			81.50	\$29,209.00

TIMEKEEPER SUMMARY			
<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Curti, M.	380.00	25.50	9,690.00
Kasschau, J.	364.00	8.50	3,094.00
Grippio, D.	360.00	44.50	16,020.00
Nardi, C.	135.00	3.00	405.00
TOTALS		81.50	\$29,209.00

TOTAL AMOUNT DUE FOR THIS INVOICE.....\$29,209.00

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REMITTANCE

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PAYMENT INSTRUCTIONS

Payment by Credit Card

<https://www.harrisbeach.com>

Choose "Make a Payment" at the very lower right hand corner of our Homepage.
Include the Firm Matter Number and Invoice Number which are referenced on this invoice above.



Payment by Wire or ACH

Bank Name: Sterling National Bank
Account Name: Harris Beach, PLLC Operating A/C
Account #: 6700337453
ABA #: 221970443
Swift Code: STETUS33

Payment by Check (U.S. Only)

Please include this remittance or print your matter and invoice number (8868629) in the check memo. Mail to:

HARRIS BEACH PLLC
The Omni
333 Earle Ovington Blvd, Suite 901
Uniondale, NY 11553

Reference Information

Firm Matter Number: 2230870.415694
Attorney: Thomas Garry

For questions please contact: billing@harrisbeach.com
Federal Tax Id: 84-1623836