

Build NYC Resource Corporation Finance Committee Discussion

The Finance Committee convened on December 7, 2018 to discuss the following projects:

- Charles B. Wang Community Health Center, Inc.
- Trustees of Spence School

Finance Committee Members: Andrea Feirstein and Jacques-Philippe Piverger. Barry Dinerstein joined a separate call on December 6th.

Build NYC Staff Members: Kyle Brandon, Emily Marcus, Krishna Omolade.

Start: 1:30 PM

End: 2:00 PM

Charles B. Wang Community Health Center, Inc.

Charles B. Wang Community Health Center, Inc. (“CBWCHC”), a New York not-for-profit corporation and its affiliate, Healthview CBWCHC Inc. (“Healthview”), a New York not-for-profit corporation seek approximately \$30,000,000 in tax-exempt revenue bonds (the “Bonds”). Proceeds from the Bonds will be used as part of a plan of financing to: (1) finance the design, construction, furnishing and equipping of an approximately 80,000 square foot building including 34 enclosed off-street parking spaces located on an approximately 12,410 square foot parcel of land located at 131-72 40th Road, Flushing, NY 11354 (the “Facility”), and (2) pay for certain costs related to the issuance of the Bonds. The Facility will be owned by Healthview and will be operated by CBWCHC as a primary care health center and will allow CBWCHC to expand its services and better serve the needs of its clients.

Ms. Feirstein asked whether the project would represent an expansion of CBWCHC, or if an existing facility was being relocated.

Ms. Marcus responded that the project represented an expansion of CBWCHC—their existing 5 facilities are operating at full capacity and the new Facility will help provide higher quality service to new and existing customers.

Mr. Phillipe asked whether CBWCHC owns any of their existing facilities, or if they lease.

Ms. Marcus responded that its likely that they are leasing, and this project represents their first acquisition, but that she would confirm.

Ms. Feirstein asked if it was correct that CBWCHC doesn't have any outstanding debt, and if this was their first bond issuance.

Ms. Marcus responded that its true that CBWCHC has no outstanding debt, and that its certainly their first time working with BuildNYC.

Mr. Dinerstein asked why a BSA variance was necessary, and what the approval consists of.

Ms. Marcus responded that the BSA variance was necessary to change the minimum setback provisions, and to allow for the construction of below-ground parking spaces.

The committee recommended the Project to seek authorization at the December 11th Board meeting.

Trustees of Spence School, Inc.

Trustees of the Spence School, Inc. (the "School"), a New York not-for-profit education corporation exempt from federal taxation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as borrower, is seeking approximately \$30,000,000 in tax-exempt revenue notes (the "Notes"). Proceeds from the Notes, together with funds of the School and capital campaign funds, will be used as part of a plan of financing to fund a portion of the costs of: (1) demolishing an existing building located on an approximately 15,005 square foot parcel of land located at 412 East 90th Street, New York, New York (the "Project Site"); (2) designing, developing, constructing, furnishing and equipping an approximately 53,500 square foot six-story building at the Project Site which is expected to include a gymnasium and other athletic facilities and ancillary spaces, a multipurpose space, one or more classrooms and other instructional facilities, food service facilities, one or more offices, a greenhouse and a rooftop planting area, and ancillary facilities related to the foregoing (the "Facility"); and (3) pay for certain costs related to the issuance of the Notes. The Facility will be owned and operated by the School for athletic and educational purposes. The School owns and operates a private independent girls' school serving students from kindergarten through Grade 12.

Mr. Brandon stated that nothing substantial about the project has changed since it last came before the Finance Committee and the Board. The only change is that the School is seeking an additional \$5,000,000.

The committee recommended the Project to seek authorization at the December 11th Board meeting.

Mr. Omolade provided the following information to Committee Members via email on Monday, December 10th:

- Charles B. Wang is leasing all of its other locations.
- The project does not require a special permit. Charles B. Wang applied for, and received, Board of Standards and Appeals approval of a variance from than the height, setback, and parking requirements allowed as-of-right.
- Charles B. Wang does not have any other bond issuances and we believe that this is their first ever bond issuance.
- The main source of income for the organization are health insurance reimbursements, mostly from Medicaid and Medicare.
- The new facility will serve new clients and will be an addition to the organization's existing facilities in Queens and Manhattan which are at capacity.