

NOTE – All red text is added, not part of original document as received, and is represented as opinion only.

MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding is entered into this ___ day of June, 2020 by and between the TOWN OF WOODSTOCK (the “Town”) whose address is 45 Comeau Drive, Woodstock, N.Y. 12498 and SELINA WOODSTOCK REAL ESTATE LLC (“Selina”), whose address is 112-16 Vestry Street, N.Y., N.Y. 10013, as follows:

WHEREAS, Selina acquired the property known as the Woodstock Lodge, Tax Parcel 27.14-2-15.100, (the “Lodge” or the “Property”);

WHEREAS, after acquisition of the Lodge, Selina obtained building permits from the Town to undertake renovations of the Property;

WHEREAS, unbeknownst to Selina, the prior Property owner had enlarged off-street gravel parking areas by laying down gravel without site plan approval from the Woodstock Planning Board (the “Planning Board”);

– Should be clearly defined to convey the parking areas have undergone major alteration and not just simply “laying down gravel”. This should be verified according to photographs and satellite imagery provided and available. Also, the expansion not properly permitted is not to code according to MDRA Memo.

WHEREAS, notices of violation were issued for the unlawful expansion of the Lodge’s off-street parking areas;

WHEREAS, the Town Code provides that building permits cannot be issued until site violations are cured;

WHEREAS, the Planning Board determined that full site plan approval would be required to cure the violations;

– ZBA determination stated site plan approval would be required before permits could be issued for further construction, this includes remedy of violation. Planning Board also has recognized this determination. With respect to Temporary Certificate of Occupancy 260-82, 260-99B (1) (2) , 260-74, and 260-99C apply and prevent issuance of such. When issuance is possible Temporary Certificates of Occupancy require a performance guarantee of verified full value of unfinished project. Additionally, this requirement couldn't be met until Planning Board approval has been obtained as nobody knows what the project can be until approved.

WHEREAS, the use of the Property for lodging and related uses was and continues to be a lawful nonconforming use;

-Due to violation the Property is no longer compliant with Zoning Law.

WHEREAS, given the nonconforming use status of the Lodge, the COVID-19 pandemic and lodging being deemed an essential business, the complete cessation of all use of the Property during the site plan review process is not warranted, especially given that the unlawful parking expansion was by the prior Property owner, not Selina;

-“status of Lodge” should be corrected to “status of site” as to eliminate any potential this pertains only to one building. If Selina had exercised due diligence and consulted with representatives and professionals retained from former site owner, they would have known of issues relative to site.

WHEREAS, the Town and Selina desire to set forth reasonable conditions so that Selina can operate the Property as a nonconforming use in a safe manner during 2020, consistent with all COVID-19 protocols and a mandatory Code of Conduct;

-“reasonable” is subjective and open to interpretation as to definition in this matter and must be defined. Should also require to be safe and compliant with Zoning Code as well as Covid19.

WHEREAS, the Town and Selina desire to express the terms of their understanding, the Town and Selina agree as follows:

1. Selina shall continue and pursue with due diligence delay the issuance of a site plan approval for the Property by the Planning Board.

-Define the meaning and context of “delay”. This is also open ended as to time frame.

2. Selina shall be entitled to occupy during 2020 the following cabins with the following capacity limits:

- a. Cabin 7 for up to 2 adults;

- b. Cabin 8, which has 3 rooms, each of which can accommodate 2 adults per room, for a total of 6 adults; and

-Cabin 8 building permit was rescinded and has no Certificate of Occupancy. As MDRA has pointed noted 260-99C requires four criteria to be met to issue a Temporary Certificate of occupancy. Selina does not meet all four.

- c. Cabin 9, which has 5 rooms, each of which can accommodate 2 adults per room, for a total of 10 adults.

-It is believed Cabin 9 had additional rooms added when renovated in 2017. The current building 9 is larger than previous building in photographs. This could have added use which is restricted. If rooms were in fact added this should be determined and additional restrictions should be imposed upon further construction on site to balance out the room count to comply with restrictions imposed previously.

3. Selina will operate the Lodge pursuant to the Code of Conduct attached hereto as Exhibit A and incorporated herein by reference. In order to be able to be a guest at the Lodge, each person shall be required to satisfactorily complete the Questionnaire attached hereto as

Exhibit B and incorporated herein by reference. Selina will retain at the Property a copy of the Questionnaire completed by each guest.

-Health requirements of this nature should be followed as handed down by NYS and Ulster County Board of Health, any other guideline should not be agreed to by Town Board as they are not health professionals with health credentials.

4. The Property will not be open for restaurant or bar use by the public unless and until such use is allowed by the Executive Orders issued by Governor Cuomo in response to the COVID-19 pandemic. Until such time, food and beverage service will be for lodging guests only and will be undertaken in compliance with the Code of Conduct.

-Restaurants are already allowed to operate as take out venues. Lodge structure should not reopen until zoning code and Board of Health requirements are met. Occupancy capacity of the lodge structure, dining area, and terrace seem overstated as to what I would expect as legal capacity. These three areas are stated in Area Summary to have combined capacity of 150 persons and should be verified for legal occupancy accuracy. Additionally, the lodge structure also does not have a Certificate of Occupancy and can't be issued as noted previously.

5. The pool will remain closed until its re-opening is authorized by Executive Order of the Governor.

-Pool historically has been for hotel guests only and not open to general public. Full Board of Health requirements must be verified and approved by County. No poolside Special Events should take place as this adds use which is restricted according to non conforming use designation.

5. Selina shall be allowed to re-commence work on Cabin 1 and the studio. Upon completion of such work, Selina shall be entitled to operate those facilities in 2020 if: (a) the

Town Building Inspector determines all work is compliance with all applicable codes; (b) the Town Supervisor determines that Selina has operated the Lodge in conformity with this Memorandum of Understanding and is diligently pursuing site plan approval; and (c) occupancy limits are consistent with then-applicable requirements relating to the COVID-19 pandemic.

-Cabin one has been noted in MDRA Memo, and according to photographic evidence appears to have undergone expansion. This would likely require a variance from the ZBA prior to issuance of permit even if permissible, as well as variances being necessary for other buildings on site. The “studio” is noted on map by Colin M. Houston, PLS, North and Houston seemingly dated May 9, 2016, and also on a map by Scott A. Lane, P.E. which was revised June 20, 2019 as being a shed. There are no Building Permits or Certificate of Occupancy noted on the updated Building Permit record for this alteration which may have been completed illegally. The building does not appear to be a studio currently. This change of use from shed to studio would add occupancy and additional use which is restricted according to sub division granted previously as well as the non conforming use regulation of the site.

6. Selina hereby consents to reasonable inspections by the Town Building Inspector or other Town officials as appropriate to verify compliance with the Code of Conduct and this Memorandum of Understanding.

-The term “reasonable” is subjective and must be defined.

AGREED:

TOWN OF WOODSTOCK

Woodstock Town Supervisor

SELINA WOODSTOCK REAL ESTATE LLC

By:

Its: