

**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”);

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;

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

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;

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;

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.

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

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

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.

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.

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

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.

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.

AGREED:

TOWN OF WOODSTOCK

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Woodstock Town Supervisor

SELINA WOODSTOCK REAL ESTATE LLC

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By:

Its: