Jefferson County Industrial Development Agency

800 Starbuck Avenue, Suite 800 Watertown, New York 13601 Telephone 315-782-5865 / 800-553-4111 Fax 315-782-7915 www.icida.com

TO:

JCIDA Loan Review Committee

Robert E. Aliasso, Jr., Chair

David Converse John Jennings

FROM:

David J. Zembiec, CEO

DATE:

October 20, 2021

SUBJECT:

JCIDA Loan Review Committee Meeting

A JCIDA Loan Review Committee meeting has been scheduled for Wednesday, October 27, 2021 at 8:00 a.m. in the board room, 800 Starbuck Avenue, Watertown, NY.

Please confirm your attendance with Peggy Sampson <u>pssampson@jcida.com</u> at your earliest convenience.

Thank you.

pss

C:

Lyle Eaton

Joy Nuffer

Marshall Weir

W. Edward Walldroff

Paul Warneck

William Johnson

Lisa L'Huillier

Kent Burto

Greg Gardner

Christine Powers

Rob Aiken

Media

Jefferson County Industrial Development Agency

800 Starbuck Avenue, Suite 800 Watertown, New York 13601 82-5865 or (800) 553-4111 Facsimile (315) 782-79

Telephone: (315) 782-5865 or (800) 553-4111 Facsimile (315) 782-7915 www.jcida.com

JCIDA LOAN REVIEW COMMITTEE Wednesday, October 27, 2021 8:00 a.m.

AGENDA

I.	Call to Order
II.	Pledge of Allegiance
III.	Standard Machine and Fabrication
IV.	Other/Unfinished business

1. NY 18144 Game Farm, LLC

V. Adjournment

Jefferson County Industrial Development Agency Loan Review Committee

Date: 10/27/2021

Borrower: Standard Machine and Fabrication

Additional

Amount: \$20,000.00

Project: Mr. Poirier has established a machine shop

that we originally gave a \$20,000 MICRO loan there are some equipment expenses that have created a funding shortfall. He is requesting an additional \$20,000, for a \$40,000 total

MICRO loan

Personnel: Owner, add 2 positions in year one

Sources and Uses:

Terms:

Add to original \$20,000 loan, term-5 year loan, 5 % interest, re-amortize to one loan Staff recommends interest only until closing can occur

Financials:

A review of the forcasted financials are slightly optimistic, however there is definitely a need for this type of business, so we believe this will be a sound investment for the owner

Collateral:

UCC filing, second position lien on assets of the organization and personal guarantee of Justin Poirier Subordinate to Watertown Savings Bank

Proforma-Standard Machine and Fabrication

Year 1	Year 2	Year 3
\$148,913	\$297,826	\$487,221
\$0	\$0	\$0
\$148,913	\$297,826	\$487,221
\$108,431	\$108,431	\$108,431
\$40,482	\$189,395	\$378,790
\$17,327	\$17,327	\$17,327
\$57,809	\$206,722	\$396,117
\$15,011	\$15,011	\$15,011
\$42,798	\$191,711	\$381,106
	\$148,913 \$0 \$148,913 \$108,431 \$40,482 \$17,327 \$57,809 \$15,011	\$148,913 \$297,826 \$0 \$0 \$148,913 \$297,826 \$108,431 \$108,431 \$40,482 \$189,395 \$17,327 \$17,327 \$57,809 \$206,722 \$15,011 \$15,011



JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY Resolution Number 11.04.2021.03

RESOLUTION FOR AUTHORIZING A MICRO ENTERPRISE LOAN TO Standard Machine and Fabrication

WHEREAS, Justin Poirier, owner of Standard Machine and Fabrication, requested by application to this Agency a Micro Enterprise Loan for an additional Twenty Thousand Dollars (\$20,000.00) to purchase additional equipment for the machine shop, and

WHEREAS, Staff reviewed this request and recommends approval of an additional \$20,000 for a total loan of \$40,000. The total amount will be amortized using the original terms (five-year amortization with a rate of 5%). Staff also recommends interest only until the closing can occur. Personnel will include the owner and 2 additional positions in year one. Collateral will remain a second position lien on the equipment behind Watertown Savings Bank and a personal guarantee of Justin Poirier, and

WHEREAS, on October 27, 2021, the Loan Review Committee of the Jefferson County Industrial Development Agency reviewed this request and recommended approval of the additional loan and original terms to the full Board of Directors, and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Industrial Development Agency that it herein approves an additional Twenty Thousand Dollar (\$20,000.00) loan to Standard Machine and Fabrication with all terms and conditions as set forth in this Resolution, and be it further,

RESOLVED, that the Chairman, Vice Chairman, Secretary and/or Chief Executive Officer are authorized and directed to execute any and all documents necessary to carry out the purposes of this Resolution.

This resolution shall take effect immediately.

W. Edward Walldroff Secretary

Original Loan Request

Jefferson County Industrial Development Agency Loan Review Committee

Date:

6/23/2021

Borrower:

Standard Machine and Fabrication

Amount:

\$20,000.00

Project:

Purchase of equipment to establish a machine shop that will provide service

to local vehicle repair shops.

Personnel:

Owner, add 2 positions in year one

Sources and Uses:

 Personal Cash
 \$50,000

 Bank Loan
 \$230,000

 JCIDA MICRO Loan
 \$20,000

 Total Project
 \$300,000

Building/Land \$179,900
Equipment & Expenses \$89,000
Advertising \$15,000
Reserves \$16,100

\$300,000

Terms:

5 year loan, 5 % interest, contingent on bank financing

Financials:

A review of the forcasted financials are slightly optimistic, however there is definitely a need for this type of business, so we believe this will be a sound investment for the owner

Collateral:

UCC filing, second position lien on assets of the organization and personal guarantee of Justin Poirier

Proforma-Standard Machine and Fabrication

Proforma Sales	Year 1	Year 2	Year 3
Sales	\$148,913	\$297,826	\$487,221
Cost of Goods Sold	\$0	\$0	\$0
Gross Profit	\$148,913	\$297,826	\$487,221
Expenses	\$108,431	\$108,431	\$108,431
Net Profit	\$40,482	\$189,395	\$378,790
Depreciation	\$17,327	\$17,327	\$17,327
Cash Flow	\$57,809	\$206,722	\$396,117
Debt Service Requirem	\$10,482	\$10,482	\$10,482
Excess Cash	\$47,327	\$196,240	\$385,635

^{*}No provision shown for taxes

^{*}No provision shown for Owner's Draw

^{*}The yearly expenses will most likely increase, not stay static

^{*}Cost of goods sold may be \$0 if all work is remanufactured?



Single Stage Electric Powered 3 HP Air Compressor

Mfr: Ingersoll Rand

Part #: IRTCSS3L3

Features and Benefits:

- 60 gallon vertical tank
- Maximum operating pressure is 135 PSI
- 230/1/60, nominal amp draw motor: 6.5 electric ASME receiver size: 60
- 11.3 CFM at 90 PSI
- 10.3 CFM at 135 PSI

Ingersoll Rand Single Stage Electric Powered 3 HP Air Compressor.

Single stage air 3HP compressor, 60 Gallon tank, 230V. \$1222.99 With \$80.00 in shipping



Flyer

Page 1 of 1



7.5 HP Rotary Compressor, Std Pkg, 230-1-60,80 ga

Mfr: Ingersoll Rand

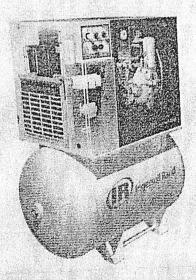
Part #: IRTUP6-7.5-150

Features and Benefits:

- 7.5hp, 25CFM @ 150 PSI, 230-1-60, 80 gallon tank
- Quiet Operation fully enclosed units operating at 65 dBA
- Tank-mounted design for easy installation "Plug and Play"
- Air-cooled after-cooler and Full Voltage Motor Starter included
- Nation-wide Service Coverage 24 hours / 7 days

The 5-15hp Ingersoll Rand UP Series air compressors provide best-in-class performance in rotary screw technology. Whisper quiet operation enables installation closer to point of-use. Standard features include air-cooled aftercooler, full voltage motor starter, dual control, 9,000 hour Ultra Coolant (oil), hour meter and mounted on an ASME rated tank. Bring your facility into the 21st century with the latest rotary screw compressor technology from Ingersoll Rand.

\$7999.99





AXE EQUIPMENT

1040 North Union - P.O. Box 296 - Council Grove, KS 66846 620-767-5211 - 800-251-0018 Fax # 620-767-5482 Website: www.axeequipment.com

QUOTATION

TO:

Standard Machine & Fab Adam Center, MD

DATE: 10-20-21

FOB Factor	SHIP VIA Truck	TERMS		D SHIP DATE weeks
QTY	ITEM#	DESCRIPTION	UNIT PRICE	TOTAL
1	SW-20E-OS	Spraywasher, Electric Heat 32" Working Height, 20" Dia. Turntab 5 hp Pump, 230 Volt, 1 Phase, 55 Galle Head Rack, Dual 7 Day Timers, Digita Controller, Circuit Breakers, Auto Air Hot Tank Size 11"x 24"x 12" Single F	ons, il Thermo Inducer,	\$ 10,185.00
1	SW-2432E-OS	Spraywasher, Electric Heat 32" Working Height, 24" Dia. Turntab 5 hp Pump, 230 Volt, 1 Phase, 75 Gall Head Rack, Dual 7 Day Timers, Digita Controller, Circuit Breakers, Auto Air Hot Tank Size 10"x 30"x 12" Single P	ons, l Thermo Inducer,	\$ 11,765.00
1 5	SW-2832E-R Ligh	t Blue Max Spraywasher, 32" Working Height, 28" Dia. Turntable 7.5 hp Pump, 110 Gallons, Powder Coal Low Level Protection Head Rack/Crank Rack, Dual 7 Day Timers, Digital Thermo Controller, Circuit Breakers, Auto Air 1	ated	\$14,190.00

Hot Tank Size 13"x 34"x 11"

240 VOLT 1 PHASE, ELECTRIC HEAT

DISBURSEMENT STATEMENT

270.00 80.00 2,125.72 230,000.00 3,005.00 1,650.00 80,000.00 67 80,000,08 250.00 \$ 1,650.00 \$ 125.00 1,725.00 75.00 65.00 40.00 85.00 1,500.00 463.72 15.00 62.00 70.20 40.00 SELLER COSTS BUYER COSTS 40.00 S 5.00 \$ 199.80 720.00 Watertown Savings Bank to JRP PROPERTIES OF NNY, LLC CONBOY, McKAY, BACHMAN & KENDALL, LLP Lender's Attorney Fees Assignment of Rents & Leases w/Affidavit BROWNELL ABSTRACT CORPORATION Interest Due (10/15/21 - 11/1/21) Loan Amount - Watertown Savings Bank October 15, 2021 Flood Zone determination Real estate tax service fee NYS Department of State UCC-3 filing (discharge) WATERTOWN SAVINGS BANK Insurance tracking fee Purchase of equipment JEFFERSON COUNTY CLERK Mortgage Recording Post-closing redate Deed - recording TRUESDELLS MACHINE Abstract update Mortgage Tax Appraisal Fee Deed Stamps UCC filing UCC filing TP/RP

2,879.00

1,650.00 \$

1,229.00

SCHWERZMANN & WISE, P.C.

Title Insurance

Attorney fee/ Buyer

126.52

126.52

Certificate of Good Standing

CSC

1,600.00

1,600.00

Seller attorney fee

BARCLAY DAMON LLP

5,400.00

5,400.00

Cushman& Wakefield

* Commission due

* Total Seller expenses

Commission due

Keller Williams NNY

4,400.00

4,400.00

\$ 101,536.24 \$ 128,463.76	S 180,000,00	S (1.000.00) S 353.39	\$ 1,249.29	1,057.94	\$ (12,451,32)	\$ 169,209.30	\$ 128,463.76	\$ 40,745.54	,
TOTAL DISBURSEMENTS BALANCE OF LOAN AFTER DISBURSEMENTS	PURCHASE PRICE - Real Property.	Tax pronations - County - eredit due Seller	lax prorations - School - credit due Seller Protency Firet oil - condit due Seller	Soller Cleans and the Country of the	TOTAL NET DIE SELLED	יסייניים ספימבוופא	MÎNUS BALANCE OF LOAN	DUE TO SELLER Cathler's Certified Check to	BERNIER, FECK, GOZALKOWSKI & CARR REALTY, LLC

ACKNOWLEDGED AND ACCEPTED BY:

JRP PROPERTIES OF NNY, LLC

-9-

snter-Agency Public Financing

Programs

The following is a compilation of public financing program opportunities currently available within Jefferson County.

Please contact the agency listed for each financing program for more information regarding project eligibility and application process

An Application for Financial Assistance is enclosed.

pplicant (Company) Name: Standard Machie and Fabric. Has Ll. pplicant Address: 19438 US Rt II Adams Center hone: 315 767 8944
ernal Use Only
aff Signature and Date of Submission:
vised Date:, Revision #:
mpleted Application Date:

Document Date: February 4, 2021

Application for Financial Assistance

Date	e of Application: 10/20/21
Applicant (Company) Information:	^
Applicant Name: Standard Machine a	no Fabrications UC
Applicant Address: 15/58 W. Rt // AD	
Phone: 315 7107 8944	Fax:
Website:	E-mail:
Federal ID#:	NAICS:
State and Year or Incorporation/Organization:	
List of stockholders, members, or partners of Applicar	nt:
Individual Completing Application:	
Name: Justin Pointer	
Title: Owner	0.15
Address: 19749 MMCFor Rd Allony	Center
Phone:	Fax:
E-Mail:	
Company Councel (if applicable):	
Company Counsel (if applicable):	
Name of Attorney:	
Firm Name:	
Address:	
Phone:	Fax:
E-mail:	
Company Acknowledgment and Certification:	The contents contained in this Application to
the best of my knowledge and belief are true, acc	
T. 1. 2.11	
Truston Poirier	
Print Name	Signature
- warder	10/20/21
Title	Date
Internal Use Only:	
Signature of Agency Representative	Date
Revised Date:, Revi	ision #:

Schedule B

Bankruptcy, Litigation and Felony History

Describe any bankruptcy history, litigation history having a material effect on the business solvency, or convicted felony activity associated with the owners, management, or officers of the business.

 Are any of the officers, owners, or management of the business presently under indictment, on parole, or probation? If yes, describe below: 	YES NO
	 _ _ _ '
 Have any of the owners, officers, or management of the business ever been charged with or arrested for any criminal offense other than a minor traffic infraction? If yes, describe below. 	
	- - -
3. Have any of the owners, officers, or management of the business ever been convicted of any criminal offense, other than a minor traffic infraction? If yes, describe below.	
Has the business, its present owners, officers, or management ever been the subject of bankruptcy proceedings? If yes, describe below.	
Signature Justin Pointer Owned Printed Name and Title	10/20/21 Date
Revised Date:, Revision #:	

Document Date: February 4, 2021

Schedule C

Confirmation Documentation:

The applicant understands and agrees that if the Project receives assistance from the Agency/Corporation—either tax incentives or loans—the applicant agrees to provide the Agency/Corporation, if requested, with a copy of their 'Annual Report', their 'Annual Audit Report', their corporate or personal tax returns and/or their New York State Form 'NYS-45' (Quarterly Combined Withholding, Wage Reporting and Unemployment Insurance Return), as appropriate, throughout the period that benefits are provided the company. These reporting requirements—specifically identified in Closing Documents, Loan Documents or other project specific agreements—may be used by the Agency/Corporation to assist us in verifying that commitments made as part of this application—regarding stated goals for employment or capital investment in the project—are being achieved.

Signature of Applicant

Date

Revised Date:_____, Revision #:_____

Schedule D

Employment Plan

(A)	(B)	(C)	(D)	(E)	(F)	(G)
	Annual or	Current	Jobs	Jobs	Jobs	Total Jobs
Job Title	Hourly Wages	Number of Positions	Created: Year One	Created:	Created:	to be
	2	PUSITIONS		Year Two	Year Three	Created
Owner Machinist			2			
Machinist	50K/yr					
	,					
						_
TOTALS:						

Instructions:

Column A:	job titles that will be established as a result of the project.
Column B:	Indicate the entry level wage for each listed job title either in terms of hourly pay or annual salary.
Column C:	For each listed job title insert the number of positions that exist at the time of application.
Column D:	Insert the number of jobs to be created during year one of the project for each listed job title.

Column E: Insert the number of jobs to be created during year two of the project for each listed job title.

Column F: Insert the number of jobs to be created during year three of the project for each listed job

Column G: Indicate the total number of jobs to be created for each listed title as a result of the project. (Column D + Column E + Column F = Column G)

Use as many o	opies of this form as necessary.	
Revised Date:	, Revision #:	

Document Date: February 4, 2021

			10/22/21
5	Signature of Applicant		Date
p to a	The following information is required by compliance with Federal Laws prohibition participate in this program. You are not to do so. This information will not be us against you in any way. However, if you ace/national origin of individual applicant	ng discrimination required to furnised in evaluating u choose not to fu	against applicants seeking to sh this information, but are encou your application or to discriminate urnish it, we are required to note t
H	thnicity: lispanic or <i>Latino</i> lot Hispanic or Latino		
V A	lace: (Mark one or more) Vhite Black or <i>African</i> merican Indian/Alaska Native Vative Hawaiian or Other Pacific Islan	Asia	_ n
G	ender: Male <u>/</u> Female		
Rev	vised Date:	, Revision #:	

Background Checks

All applicants may be subject to background checks.

In the interest of insuring that 'public' benefits provided to any applicant for either tax incentives, loans or a combination of both is being provided to an individual or company of good reputation, the Agency reserves the right, and the applicant hereby acknowledges the Agency's right, to conduct a thorough background check using whatever methods the Agency deems appropriate

Signature of Applicant

Date

Revised Date:_____, Revision #:_____

BARCLAY DAMON^{up}

Genevieve M. Trigg Special Counsel

October 20, 2021

David Zembiec Executive Director Jefferson County IDA 800 Starbuck Avenue, Suite 800 Watertown, NY 13601

RE: NY 18144 Game Farm, LLC Project

Dear Mr. Zembiec:

Our client, Forefront Power LLC, through its parent company, MyPower Corp., desires to sell 100% of its membership interests in the project applicant, NY 18144 Game Farm, LLC to Distributed Solar Projects, LLC (the "Project Assignee"). On behalf of our client, we respectfully request your consent for the Project Assignee to execute the IDA transaction documents as the sole owner of NY 18144 Game Farm, LLC, subject to mutually agreed upon revisions.

Distributed Solar Projects, LLC is the wholly-owned project development arm of Distributed Solar Development, LLC ("DSD"). DSD began as GE Solar, which was the community solar division of General Electric and carried forward GE's 120-year history of energy work. Today, DSD is backed by one of the largest renewable energy investors in the world, Blackrock Real Assets and is one of the largest and most prominent developers, owners, and operators of community solar projects in the United States. Additional information about DSD is attached.

We would be happy to provide any additional information which you may require.

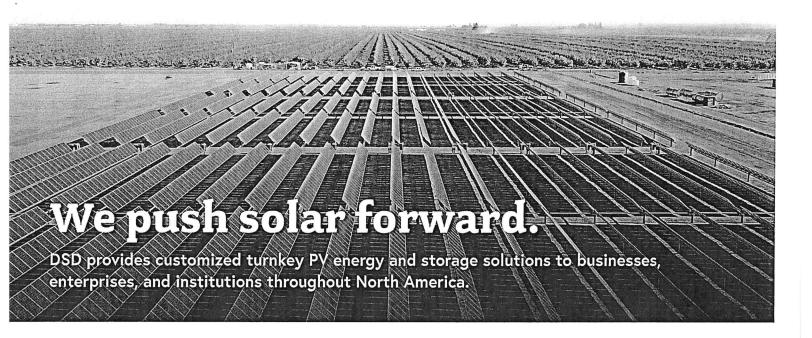
Very truly yours,

/s./ Genevieve Trigg

Genevieve M. Trigg

GMT:lks





Transforming Energy

The status quo is draining dollars and the health of our planet. So we're leading the charge to transform the way organizations harness energy.

At DSD, we're thinking outside the box about the future of commercial, industrial and municipal energy. Because true, transformative change never comes from the status quo. It's born of ingenuity.

With unparalleled capabilities including development, structured financing, project acquisition and long-term asset ownership, DSD creates significant value for our commercial, industrial and municipal customers and partners.

Financing Partners

In July 2019, GE Solar was relaunched as Distributed Solar Development (DSD). DSD is backed by one of the largest renewable energy power equity investment platforms in the world, BlackRock Real Assets.

Our unique position is strengthened by funds raised for project development and deployment from powerful financing partners like Morgan Stanley, Credit Suisse, Bank of America, and Rabobank.

Chart Leagurant &

27 Karahiran 16 2

Our team brings a distinct combination of ingenuity, rigor, and accountability to every project we manage, acquire, own and maintain.



>450 lifetime GWh renewable energy production

>\$785 million project funds raised

120 years energy legacy from GE

DSD) I

Our Solutions

Your facilities have their own unique energy challenges, which deserve a one-of-a-kind renewable energy solution.

That's why, at DSD, we assume a product-agnostic, innovation-first approach that delivers real, sustainable economic results.

Solar Canopy & Carports

DSD's solar canopy and carport configurations are best-inclass, delivering superior aesthetics for parking lot, garagetop and land coverage applications.

Rooftop

Our rooftop applications are specially designed to consider building structural integrity, rooftop lifespan and mounting options, as well as snow and wind.

Ground-Mount

Ideal for large applications, our ground-mounted solar power solutions are born from a rigorous design and geotechnical process.

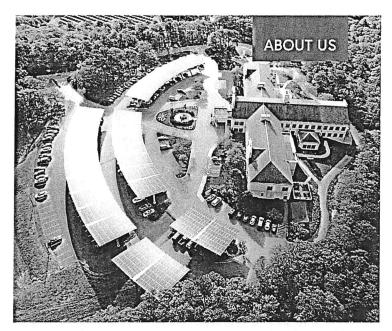
Energy Storage

DSD deploys battery storage as a fully integrated offering to derive optimal value from your solar power configuration. Our PV storage solutions are tailored to your unique consumption pattern and electric tariff.

Project Financing and Acquisition

DSD has full lifecycle expertise as an owner of renewable energy assets. This allows us to offer unique flexibility and ensure projects are built to high quality standards.

Unlike other developers, DSD has the capabilities in-house to deliver turnkey solar & storage projects from initial assessment through ownership and operation, ensuring customers have a trusted partner long-term.



Our 1 MW canopy for Partners HealthCare in Spaulding, MA.

Our Process

The transition to renewable energy is a big one. A dedicated DSD Team is here to guide you through it seamlessly, every step of the way.

Assess & Design

We start by working with you to design a solution that integrates with your site's specific needs, architecturally and logistically. We then provide a system performance estimate and a comparative savings projection.

Finance & Develop

We secure financing for your solar energy project and prepare for construction. Our development process involves working with local government, utility, and community members to receive project approval

hereight!

We collaborate with your team to minimize impact to your facility and daily operations. We also leverage local workers for construction process that adheres to high standards for parety, quality and efficiency.

Characterica & Chestaticate

Once your new solar-energy solution is launched and operational, we nomitor and maintain all assets to ansure safety and optimal performance or years to come

To learn about clean-energy opportunities for your organization, please visit dedrenewables.com/contact



Unlock Revenue for Your Solar Energy Projects

DSD has quick capital for acquiring projects at any stage of the development process.

DSD is backed by some of the largest renewable energy power equity investment platforms in the world, including BlackRock Real Assets as a majority investor.

Our unique position is strengthened by an initial \$250 million fund from Morgan Stanley, Silicon Valley Bank and Fifth Third Bank, to finance solar projects through 2020 with more funding on the way for 2021 and beyond.

Immediate Value

DSD can provide developers immediate value, no matter your project stage by leveraging our deep development experience across the United States. DSD's deep solar expertise enables us to acquire and manage projects at any stage of the project lifecycle.

The marketplace is missing a competitive, easy-to-use, transparent platform for financing and ongoing ownership. That's where DSD comes in. Our solid financial position, reinforced by support from BlackRock Real Assets, allows us to pay lucrative rates for your projects so you can cash out.

Castr Aktisjäskatitioss Kiethitijaan

We deliver maximum value by taking a multi-disciplinary approach to ensure our projects meet our partners' needs.

- Adherance to trust and transparency throughout the process
- Ready to support from initial discussions to project closing
 - Focus on a streamlined process to mitigate delays and disruptions
 - Dedicated to getting you paid more and faster than you otherwise would

DSD//

Our Acquisition Process

As a highly experienced developer and owner-operator, we are deeply familiar with the complexities of commercial, industrial, and municipal solar projects.

This allows us to prioritize efficiency and minimize risks while providing our partner developers with a seamless acquisition process.

Step 1: Asset Evaluation

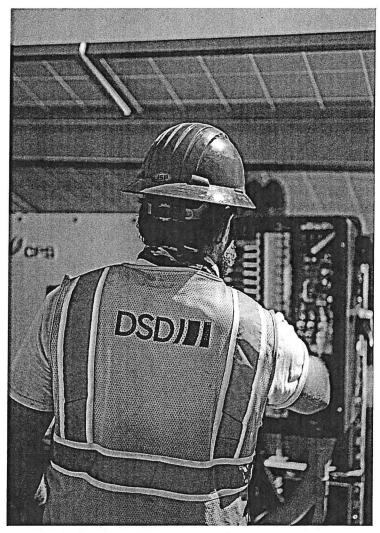
DSD's team of solar experts assesses your organization's projects to create a valuation. This includes capital investments, site quality, siting and land permitting, interconnection status, construction progress, as well as any offtaker agreements.

Step 2: Contract

We can work with your team to figure out the right process and timing for acquiring your projects, whether this may be immediately or down the road after certain development milestones. Our team will review all documents, including a project acquisition agreement, to prepare for ownership transfer at closing.

Step 3: Project Closing

The torch is passed from your organization to DSD. You can now cash out and move on to your next project. Any landowners, customers, or other project stakeholders are in good hands with our team.



DSD has the engineering, development, and construction expertise needed to acquire projects at any stage.

"DSD has the resources and talent to ensure [our projects'] longterm value. We're looking forward to working with them on these projects and potentially more in the future."

John Henreitend

CEO Oak Leaf Energy Partners

To learn about clean-energy opportunities for your organization, please visit dedrenewables.com/contact