

Notice of Board Meeting

Date: February 17, 2022

To: John Jennings
David Converse
W. Edward Walldroff
Paul Warneck
William Johnson
Lisa L'Huillier

From: Chairman Robert Aliasso

Re: Notice of Board of Directors' Meeting

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The Jefferson County Industrial Development Agency will hold their monthly Board Meeting on **Thursday, March 3, 2022 at 8:30 a.m.** in the board room at 800 Starbuck Avenue, Watertown, NY.

The live stream link will be available at www.jcida.com.

Zoom:

<https://us02web.zoom.us/j/84355250468?pwd=R0t4VjRpdGJBZDJrL2JQYVVVjKytDdz09>

If the link doesn't work, click on Join Meeting and enter the information below:

Meeting ID: 843 5525 0468

Passcode: 011440

1-929-205-6099 US (New York)

Please confirm your attendance with Peggy Sampson pssampson@jcida.com at your earliest convenience.

pss

c: David Zembiec, CEO
Marshall Weir
Lyle Eaton
Christine Powers
Greg Gardner
Kent Burto
Rob Aiken
Justin Miller, Esq.
Media

BOARD MEETING AGENDA
Thursday, March 3, 2022 - 8:30 a.m.

- I. Call to Order**
- II. Pledge of Allegiance**
- III. Privilege of the Floor**
- IV. Minutes – February 3, 2022**
- V. Treasurer’s Report – February 28, 2022**
- VI. Committee Reports**
 - a. Alternative Energy Ad Hoc Committee**
 - b. Building and Grounds Ad Hoc Committee**
 - c. Loan Review Committee**
- VII. Unfinished Business**
- VIII. New Business**
 - 1. MetalCraft Marine Site Plan Approval**
- IX. Counsel**
 - 1. Initial Project Resolution No. 03.03.2022.01 for OYA Ellisburg Solar LLC**
 - 2. Initial Project Resolution No. 03.03.2022.02 for OYA Lane Road LLC**
- X. Adjournment**

**Jefferson County Industrial Development Agency
Board Meeting Minutes
February 3, 2022**

DRAFT

The Jefferson County Industrial Development Agency held their board meeting on Thursday, February 3, 2022 in the board room at 800 Starbuck Avenue, Watertown, NY.

Present: Robert E. Aliasso, Jr., W. Edward Walldroff, Paul Warneck, David Converse, Lisa L'Huillier

Zoom: John Jennings, William Johnson

Excused: None

Absent: None

Also Present (Zoom): Justin Miller, Esq., Christine Powers, Rob Aiken, Craig Fox (Watertown Daily Times)

Staff Present: David Zembiec, Marshall Weir, Lyle Eaton, Peggy Sampson, Jay Matteson

- I. Call to Order:** Chairman Aliasso called the meeting to order at 8:36 a.m.
- II. Privilege of the Floor:** Chairman Aliasso invited guests to speak. No one spoke.
- III. Minutes:** Minutes of the meeting held January 6, 2022 were presented. A motion to approve the minutes as presented was made by Mr. Converse, seconded by Mr. Walldroff. All in favor. Carried.
- IV. Treasurer's Report:** Mr. Warneck reviewed the financials for the period ending January 31, 2022. He reported three MICRO loan delinquencies. Chairman Aliasso asked Mr. Eaton if he is comfortable with the \$31,000 bad debt allowance at this time. Mr. Eaton said yes. After discussion, a motion was made by Mr. Warneck to accept the financial report as presented, seconded by Ms. L'Huillier. All in favor. Carried.
- V. Committee Reports:**
 - a. Alternative Energy Ad Hoc Committee** – Mr. Johnson said that committee has not met recently. Mr. Zembiec said that he received a call yesterday from a utility scale project.
 - b. Building and Grounds Ad Hoc Committee** – Mr. Zembiec reviewed the meeting minutes. He said that they discussed issues to go back to the YMCA with and indicated that the YMCA is still working and looking to sign the new agreement in April.
 - i. 146 Arsenal Street Remediation** – Mr. Zembiec reported that the cement slab in the electrical room will be removed. He said there is 40 square feet out of 200 square feet that was found to contain PCBs, and we know from the area already remediated that the PCBs have likely migrated into the surrounding slab. He said that he is waiting for the proposal, but noted that it will still fall within the budget.

Chairman Aliasso said that it is his opinion that BCA signed off and should be responsible for the new discovery. Mr. Warneck is wondering how we got all the way through the project and an oops shows up. Mr. Zembiec said that there was no reason to believe there was an issue in the electrical room. The areas previously inspected had no evidence of the old tile and mastic. It was by chance we found old tile and mastic under some of the equipment and a portion of the "good" tile. Mr. Zembiec said it will be removed which will not include testing nor scarification.

Chairman Aliasso asked what the timeline will be. Mr. Zembiec said that Purcell is pursuing it now and will get proposals out next week.

Mr. Matteson left the meeting at 9:02 a.m.

c. Loan Review Committee

- i. **Resolution No. 02.03.2022.01 for April Miralles d/b/a Pink Kettle, LLC** – A motion was made by Mr. Converse, seconded by Ms. L'Huillier to discuss the resolution. Mr. Converse reviewed the meeting minutes/resolution. He said the Loan Review Committee is recommending a \$24,800 MICRO loan for 5 years at 5% to purchase equipment to start a bubble tea business to be located in Salmon Run Mall. Chairman Aliasso pointed out that the original loan request was for \$35,000; however, staff and Ms. Miralles agreed that \$24,800 was more appropriate. He said that it is a startup business which has some risk. Mr. Walldroff asked if Ms. Miralles is credit worthy. Mr. Eaton said it's marginal. Chairman Aliasso read the resolution. A motion was made by Mr. Converse to approve the resolution, seconded by Mr. Jennings. All in favor. Carried.

VI. Unfinished Business:

1. **Ratify BCA Contract for Business Complex** – Mr. Zembiec said the 2019 agreement for \$249,700 was signed and the work is nearly complete but upon review of meeting minutes noticed that the board did not officially approve it although it was discussed several times. He said the agreement was for Phase I which included topography, site work, highway access, permits, etc.

A motion was made by Mr. Walldroff to ratify approval of the contract, seconded by Mr. Converse. Roll call vote was taken. Mr. Jennings – Yea, Mr. Converse – Yea, Mr. Walldroff – Yea, Mr. Warneck, Mr. Johnson – Yea, Ms. L'Huillier – Yea, Mr. Aliasso – Yea. Carried.

2. **MDD, LLC Stipulation Agreement** – Mr. Zembiec said that we noticed the sales tax overage during our annual reporting. He noted that supplies went up but they used more than we approved. Attorney Miller said there was an overage and they have agreed to return the excess (\$16,600). He said the purpose of the agreement is to memorialize that. He said the IDA has an obligation to return those dollars to the Department of State Tax and Finance which requires a report each year (Form ST-62).

A motion was made by Mr. Warneck to approve the Stipulation Agreement, seconded by Mr. Johnson. All in favor. Carried.

VII. New Business:

1. **2022 Committee Structure** – Chairman Aliasso said that Mr. Warneck will chair the alternative energy committee and Mr. Johnson will remain a member. A motion was made by Ms. L’Huillier to approve the committee structure, seconded by Mr. Jennings. All in favor. Carried.
2. **Resolution No. 02.03.2022.02 to Cancel Service Agreement with Waste Management for dumpster at 146 Arsenal Street** – A motion was made by Mr. Warneck to approve the resolution, seconded by Mr. Converse. All in favor. Carried.

VIII. Counsel:

Executive Session – At 9:18 a.m., a motion was made by Mr. Warneck to go into executive session to seek the advice of counsel, seconded by Mr. Jennings. Board Members including JCLDC board members, staff, and counsel remained.

At 9:32 a.m. a motion to leave executive session was made by Mr. Warneck, seconded by Mr. Converse. All in favor. Carried.

- IX. Adjournment:** With no further business before the board, a motion to adjourn was made by Mr. Warneck, seconded by Mr. Converse. All in favor. The meeting adjourned at 9:33 a.m.

Respectfully submitted,

Peggy Sampson

JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY
Income Statement for the Five Month Period Ending February 28, 2022

Prepared by Lyle Eaton, February 23, 2022

UNRECONCILED

	Current Year Budget	Year-to-Dat e Total	Current Month	Previous Month	Balance Remaining
Revenues					
Application & Process Fees	\$ 10,000.00	3,750.00	\$ 0.00	5,000.00	6,250.00
Bond Admin Fee	3,000.00	3,000.00	0.00	3,000.00	0.00
PILLOT/Sale Leaseback Fees	900,000.00	327,142.33	0.00	0.00	572,857.67
Fee Income - RLF Program	10,000.00	14,474.24	0.00	0.00	(4,474.24)
Fee Income - Micro Program	5,000.00	8,389.12	0.00	0.00	(3,389.12)
Interest Income	2,000.00	542.06	0.00	60.89	1,457.94
Interest Income - RLF Program	24,185.00	7,367.46	1,355.30	1,080.39	16,817.54
Interest Income - City Fund	3,600.00	1,639.98	651.73	328.00	1,960.02
Interest Income - Micro Prog.	7,650.00	3,762.85	814.30	908.57	3,887.15
Late Payment Penalty - Micro	0.00	123.78	22.58	7.46	(123.78)
Miscellaneous Income	1,500.00	20,358.31	0.00	0.00	(18,858.31)
Total Revenues	966,935.00	390,550.13	2,843.91	10,385.31	576,384.87
Operations					
Office Expense	1,500.00	1,849.89	0.00	1,313.45	(349.89)
Admin Services Exp	549,215.00	228,840.00	45,768.00	45,768.00	320,375.00
Depreciation Expense - Siding	0.00	6,789.80	1,357.96	1,357.96	(6,789.80)
D&O Insurance	15,000.00	6,302.90	1,260.58	1,260.58	8,697.10
Commercial Insurance	0.00	12,310.15	2,462.03	2,462.03	(12,310.15)
FTZ Expense	1,250.00	1,250.00	0.00	0.00	0.00
Legal- Retainer	0.00	7,500.00	1,500.00	1,500.00	(7,500.00)
Legal - Unrestricted	50,000.00	20,529.29	0.00	139.64	29,470.71
Legal YMCA	10,000.00	575.00	0.00	250.00	9,425.00
Accounting & Auditing	12,000.00	11,400.00	0.00	0.00	600.00
Coffeen Park Taxes	1,800.00	1,743.44	0.00	1,743.44	56.56
Airport Park Taxes	1,200.00	1,056.39	0.00	1,056.39	143.61
Fees Expense	3,000.00	110.00	0.00	0.00	2,890.00
Bad Debt--RLF	190,000.00	0.00	0.00	0.00	190,000.00
Bad Debt--Micro	31,000.00	0.00	0.00	0.00	31,000.00
RLF Program Expense	10,000.00	14,474.24	0.00	0.00	(4,474.24)
Microenterprise Program Exp	5,000.00	8,389.12	0.00	0.00	(3,389.12)
RLF Audit Expense	800.00	0.00	0.00	0.00	800.00
146 Arsenal Bldg Maintenance	0.00	890.75	0.00	750.00	(890.75)
Plowing 146 Arsenal	0.00	15,900.00	0.00	15,900.00	(15,900.00)
IDA 146 Arsenal Bldg Expense	43,372.00	19,526.80	241.46	2,217.00	23,845.20
Building Depreciation	0.00	12,217.35	2,443.47	2,443.47	(12,217.35)
146 Arsenal Gas	0.00	1,010.56	0.00	803.80	(1,010.56)
146 Arsenal Electric	0.00	14,950.82	0.00	4,644.43	(14,950.82)
146 Arsenal Water	0.00	1,205.70	0.00	43.38	(1,205.70)
Miscellaneous - Unrestricted	200.00	103.21	0.00	103.21	96.79
Total Operations	925,337.00	388,925.41	55,033.50	83,756.78	536,411.59
Total Revenue	966,935.00	390,550.13	2,843.91	10,385.31	576,384.87
Total Expenses	925,337.00	388,925.41	55,033.50	83,756.78	536,411.59
Net Income Over Expenditures	\$ 41,598.00	1,624.72	\$ (52,189.59)	(73,371.47)	39,973.28

For Internal Use Only

JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY
146 Arsenal Expenses for the Five Month Period Ending February 28, 2022
Prepared by Lyle Eaton

	Current Year Budget	Year-to-Date Total	Current Month	Previous Month	% YTD of Budget
Expenses					
146 Arsenal Bldg Maintenanc	\$ 0.00	890.75	\$ 0.00	750.00	0.00
Plowing 146 Arsenal	0.00	15,900.00	0.00	15,900.00	0.00
IDA 146 Arsenal Bldg Expens	43,372.00	19,526.80	241.46	2,217.00	45.02
Building Depreciation	0.00	12,217.35	2,443.47	2,443.47	0.00
146 Arsenal Gas	0.00	1,010.56	0.00	803.80	0.00
146 Arsenal Electric	0.00	14,950.82	0.00	4,644.43	0.00
146 Arsenal Water	0.00	1,205.70	0.00	43.38	0.00
Total Expenses	\$ 43,372.00	65,701.98	\$ 2,684.93	26,802.08	151.48

Jeff Co Industrial Development Agency
Balance Sheet
February 28, 2022

ASSETS

Current Assets		
General Checking	\$	211,554.03
Savings Account		689,581.88
Microenterprise Account		82,015.33
City Loan Account		209,874.82
Revolving Loan Fund Account		1,937,911.76
PILOT Monies Receivable		7,044.04
Miscellaneous Receivable		209,736.30
Acct Receivable - Rogers		17,519.31
RLF Loans Receivable		2,501,968.81
Microenterprise Loans Rec.		221,569.63
Watn. Economic Growth Fund Rec		77,691.68
Allowance for Bad Debt-RLF		(190,000.00)
Allow. for Bad Debts-MICRO		(30,641.75)
Prepaid Expense		26,508.41
		<hr/>
Total Current Assets		5,972,334.25
Property and Equipment		
Accum Depr - Building	(1,027,924.41)	
Accum Depr. Equipment	(52,269.66)	
Accumulated Depreciation Sidin	(13,579.60)	
		<hr/>
Total Property and Equipment		(1,093,773.67)
Other Assets		
IT Server	6,050.00	
Galaxy Tablets	13,366.00	
146 Arsenal WIP Remediation	2,277,028.01	
Corp. Park Improvements	209,995.14	
Airport Property	884,326.02	
Intangible Asset	53,195.00	
WIP Airport	198,578.60	
WIP Intersection	244,973.52	
Woolworth Building	505,000.00	
Rail Siding CCIP	244,434.00	
146 Ars Building Improvements	730,948.56	
WIP Arsenal Deck & Sidewalks	1,495.00	
		<hr/>
Total Other Assets		5,369,389.85
		<hr/>
Total Assets	\$	<u><u>10,247,950.43</u></u>

LIABILITIES AND CAPITAL

Current Liabilities		
Accounts Payable - Unrestrict	\$	87,225.71
PILOT Monies Payable		7,044.04
RLF Loan Payable		2,000,000.00
Due HUD - RLF Interest		82.88
Due HUD - MICRO Interest		0.82
Due HUD - CITY Loan Interest		1.77
Due To JCIDA		(0.02)
Maintenance Reserve Convergys		14,445.48
Maintenance Expense Convergys		25,927.57
Car Freshner Signage		11,000.00
		<hr/>

Jeff Co Industrial Development Agency
Balance Sheet
February 28, 2022

Total Current Liabilities		2,145,728.25
Long-Term Liabilities		
Due NYS/IAP L.T.	180,159.78	
Deferred Revenue - Rogers	<u>18,000.51</u>	
Total Long-Term Liabilities		<u>198,160.29</u>
Total Liabilities		2,343,888.54
Capital		
General Fund Bal - Unrestrict.	1,826,227.59	
Fund Bal - RLF Restricted	4,419,309.27	
Fund Bal - Micro Restricted	414,850.76	
Fund Bal - City Restricted	262,489.22	
Cap. Impr. Convergys	979,560.33	
Net Income	<u>1,624.72</u>	
Total Capital		<u>7,904,061.89</u>
Total Liabilities & Capital		<u>\$ 10,247,950.43</u>

Jeff Co Industrial Development Agency
General Checking Cash Receipts Journal
For the Period From Feb 1, 2022 to Feb 28, 2022

Filter Criteria includes: Report order is by Check Date. Report is printed in Detail Format.

Date	Account ID	Transaction	Line Description	Debit Amnt	Credit Amnt
2/2/22	125001 100001	000058	Invoice: 3697 OYA ELLISBURG SOLAR, LLC	2,500.00	2,500.00
2/2/22	125001 100001	000091	Invoice: 3696 OYA LANE ROAD, LLC	2,500.00	2,500.00
2/2/22	125001 100001	1235	Invoice: 3695 JEFFERSON COUNTY INDUSTRIAL	2,097.28	2,097.28
2/2/22	125001 100001	2187	Invoice: 3694 JEFFERSON COUNTY INDUSTRIAL	3,618.56	3,618.56
2/11/22	207005 205602 100001	1421	DUE MICRO DUE SHLDC MAIN STREET CRAFTS & DRAFTS	269.03	134.51 134.52
2/17/22	207005 205602 100001	836	DUE MICRO DUE SHLDC MAIN STREET CRAFTS & DRAFTS	5,891.60	2,945.80 2,945.80
2/17/22	207005 205602 100001	19422	DUE MICRO DUE SHLDC PAINFULL ACRES	989.37	565.35 424.02
				<u>17,865.84</u>	<u>17,865.84</u>

Jeff Co Industrial Development Agency
Microenterprise Cash Receipts Journal
For the Period From Feb 1, 2022 to Feb 28, 2022

Filter Criteria includes: Report order is by Check Date. Report is printed in Detail Format.

Date	Account ID	Transaction	Line Description	Debit Amnt	Credit Amnt
2/2/22	127003 416003 103003	1000	Invoice: 3621 2/22 INTEREST THERARTPY	190.64	152.30 38.34
2/2/22	127003 416003 103003	9325	Invoice: 3624 2/22 INTEREST WILLOWBROOK ENTERPRISE, INC.	754.85	588.18 166.67
2/2/22	127003 416003 416103 103003	217	Invoice: 3492 9/21 & 10/21 INTEREST 9/21 & 10/21 LATE FEES SARAH'S BARBER SHOP	400.00	314.97 62.45 22.58
2/2/22	127003 416003 103003	1040	Invoice: 3411 10/21 INTEREST \$5.43, 11/21 INTEREST \$113.40, 12/21 PARTIAL INTEREST \$78.82 COLLEEN'S CHERRY TREE INN	1,500.00	1,302.35 197.65
2/11/22	127003 103003	1041	Invoice: 3411 COLLEEN'S CHERRY TREE INN	261.40	261.40
2/11/22	127003 416003 103003	6457	Invoice: 3281 2/22 INTEREST THE SCRUB HUB	352.06	329.40 22.66
2/17/22	127003 416003 103003	7716	Invoice: 3329 2/22 INTEREST MAIN STREET CRAFTS & DRAFTS	134.51	121.74 12.77
2/17/22	127003 416003 103003	3753	Invoice: 3282 2/22 INTEREST THOUSAND ISLANDS AREA HABITAT FOR HUMAN	754.85	700.42 54.43
2/23/22	127003 416003 103003	7721	Invoice: 3329 INTEREST MAIN STREET CRAFTS & DRAFTS	2,945.80	2,940.06 5.74
2/23/22	127003 416003 103003	7724	Invoice: 3274 2/22 INTEREST PAINFULL ACRES	565.37	474.79 90.58
2/23/22	127003 416003 103003	1055	Invoice: 3670 2/22 INTEREST STANDARD MACHINE AND FABRICATION	750.00	586.99 163.01
				<u>8,609.48</u>	<u>8,609.48</u>

Jeff Co Industrial Development Agency

RLF Cash Receipts Journal

For the Period From Feb 1, 2022 to Feb 28, 2022

Filter Criteria includes: Report order is by Check Date. Report is printed in Detail Format.

Date	Account ID	Transaction	Line Description	Debit Amnt	Credit Amnt
2/2/22	126002	81147	Invoice: 2526		2,739.18
	415002		1/22 INTEREST		140.14
	120102		MEADOWBROOK TERRACE	2,879.32	
2/2/22	126002	81090	Invoice: 2526		2,727.81
	415002		12/21 INTEREST		151.51
	120102		MEADOWBROOK TERRACE	2,879.32	
2/11/22	126002	2117	Invoice: 1405		1,219.71
	415002		2/22 INTEREST		88.12
	120102		MLR,LLC	1,307.83	
2/23/22	126002	6258	Invoice: 3540		6,202.95
	415002		1/22 INTEREST		975.53
	120102		RBM MANUFACTURING CORP	7,178.48	
				<u>14,244.95</u>	<u>14,244.95</u>

Jeff Co Industrial Development Agency
City Loan Fund Cash Receipts Journal
For the Period From Feb 1, 2022 to Feb 28, 2022

Filter Criteria includes: Report order is by Check Date. Report is printed in Detail Format.

Date	Account ID	Transaction	Line Description	Debit Amnt	Credit Amnt
2/2/22	127204	3726	Invoice: 2943		342.63
	415504		1/22 INTEREST		326.58
	104004		CURRENT APPLICATIONS	669.21	
2/17/22	127204	3751	Invoice: 2943		344.06
	415504		2/22 INTEREST		325.15
	104004		CURRENT APPLICATIONS	669.21	
				<u>1,338.42</u>	<u>1,338.42</u>

Jeff Co Industrial Development Agency

Miscellaneous Receivables

As of Feb 28, 2022

Filter Criteria includes: 1) Includes Drop Shipments. Report order is by ID. Report is printed in Detail Format.

Customer ID Customer Bill To Contact Telephone 1	Invoice/CM	0 - 30	31 - 60	61 - 90	Over 90 days	Amount Due
CIDC CARTHAGE INDUSTRIAL DEV. COR JOHN MCHUGH 493-4429	PR 3-23-12				-338.38	-338.38
CIDC CARTHAGE INDUSTRIAL DEV. COR					-338.38	-338.38
CONVALT CONVALT ENERGY. LLC	3669				27,486.30	27,486.30
CONVALT CONVALT ENERGY. LLC					27,486.30	27,486.30
MLR,LLC MLR,LLC	3660			182,450.00		182,450.00
MLR,LLC MLR,LLC				182,450.00		182,450.00
Report Total				182,450.00	27,147.92	209,597.92

Jeff Co Industrial Development Agency

PILOT Receivables

As of Feb 28, 2022

Filter Criteria includes: 1) Includes Drop Shipments. Report order is by ID. Report is printed in Detail Format.

Customer ID Customer Bill To Contact Telephone 1	Invoice/CM	0 - 30	31 - 60	61 - 90	Over 90 days	Amount Due
SCHOLASTIC SCHOLASTIC STRUCTURES INC.	3687		7,044.04			7,044.04
SCHOLASTIC SCHOLASTIC STRUCTURES INC.			7,044.04			7,044.04
Report Total			7,044.04			7,044.04

Jefferson County Industrial Development Agency
 City Loan Fund Receivables
 February 28, 2022

	Recipient	Date Issued	Original Amount	Current Balance	Current Status	Purpose of Loan
1	Current Applications	Apr-15	101,403.00	77,691.68	Current	Manufacturing Plant Expansion
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						
21						
22						
23						
24						
	Total CITY FUNDR		101,403.00	77,691.68	-	

**Jeff Co Industrial Development Agency
Unrestricted Aged Payables
As of Feb 28, 2022**

Filter Criteria includes: 1) Includes Drop Shipments. Report order is by ID. Report is printed in Detail Format.

Vendor	Invoice/CM #	Date	Net To Pay
PURCELL CONSTRUCTION	1	9/25/21	17,213.63
	RETAINAGE #2	10/25/21	26,738.47
	REQ. #3	11/25/21	12,747.92
	#4 RETAINAGE	12/24/21	3,595.99
	5	1/28/22	26,929.70
			<hr/>
PURCELL CONSTRUCTION			87,225.71
			<hr/>
			87,225.71
			<hr/> <hr/>

**Jeff Co Industrial Development Agency
Cash Disbursements Journal
For the Period From Feb 1, 2022 to Feb 28, 2022**

Filter Criteria includes: Report order is by Date. Report is printed in Detail Format.

Date	Check #	Account ID	Line Description	Debit Amount	Credit Amount
2/2/22	7703	200001 100001	Invoice: 92034721 ABJ FIRE PROTECTION CO	1,511.00	1,511.00
2/2/22	7704	200001 100001	Invoice: 7-624-14289 FEDERAL EXPRESS CORP.	42.53	42.53
2/2/22	7705	200001 200001 100001	Invoice: 8841741-DECEMBER Invoice: 8841741 HARRIS BEACH	1,500.00 1,500.00	3,000.00
2/2/22	7706	200001 100001	Invoice: 2355-* JEFF COUNTY LDC	45,768.00	45,768.00
2/2/22	7707	200001 100001	Invoice: 0213323 S&W SERVICES, INC.	332.50	332.50
2/4/22	7708	200001 100001	Invoice: 22022 CITY COMPTROLLER	268.89	268.89
2/4/22	7709	200001 100001	Invoice: 7-645-44476 FEDERAL EXPRESS CORP.	70.92	70.92
2/4/22	7711	200001 100001	Invoice: 21.1231.REV PARADIGM ENVIRONMENTAL, LLC	133,123.50	133,123.50
2/4/22	7713	200001 200001 100001	Invoice: #5 Invoice: 4 PURCELL CONSTRUCTION	523,064.30 68,323.78	591,388.08
2/7/22	7714	200001 100001	Invoice: 0001851-2021 CITY COMPTROLLER	43.38	43.38
2/11/22	7715	200001 100001	Invoice: 92034949 ABJ FIRE PROTECTION CO	373.50	373.50
2/11/22	7716	200001 100001	Invoice: 2/22 MAIN ST JEFFERSON COUNTY INDUSTRIAL	134.51	134.51
2/11/22	7717	200001 100001	Invoice: 42237 MRB GROUP	1,000.00	1,000.00
2/11/22	7718	200001 200001 200001 200001 100001	Invoice: 45157-1/22 Invoice: 451150-1/22 Invoice: 2-19-2022 Invoice: 21922 NATIONAL GRID	1,052.50 645.97 803.80 2,945.96	5,448.23
2/11/22	7719	200001 100001	Invoice: 2/22 MAIN ST SACKETS HARBOR LDC	134.52	134.52
2/23/22	7720	200001 200001 100001	Invoice: 8844411 Invoice: 8844410 HARRIS BEACH	900.00 1,500.00	2,400.00
2/23/22	7721	200001 100001	Invoice: PAYOFF MAIN ST JEFFERSON COUNTY INDUSTRIAL	2,945.80	2,945.80
2/23/22	7722	200001 100001	Invoice: PAYOFF MAIN ST SACKETS HARBOR LDC	2,945.80	2,945.80
2/23/22	7723	200001 100001	Invoice: 2169599-2/22 WESTELCOM	241.46	241.46
2/23/22	7724	200001 100001	Invoice: 2/22 PAINFULL JEFFERSON COUNTY INDUSTRIAL	565.37	565.37
2/23/22	7725	200001 100001	Invoice: 2/22 PAINFULL SACKETS HARBOR LDC	424.02	424.02
Total				792,162.01	792,162.01

	A	B	C	D	E	F	G	H	I
1	JCIDA WIP 146 ARSENAL ABATEMENT								Revised
2	GL# 150200								Board
3									Allocation
4	Vendor Payments			Amount					1/6/2022
5	Date	Vendor	Invoice#	Paid	Paid Date	Check#	Balance	Retainage	2,600,000
6	07/02/21	SES	1272	13,150.00	7/15/2021	7558	13,150.00		2,586,850.00
7	06/30/21	PARADiGM	21.0630.45	6,035.00	7/15/2021	7563	19,185.00		2,580,815.00
8	06/30/21	Harris Beach	8811903	6,325.00	7/22/2021	7565	25,510.00		2,574,490.00
9	07/16/21	Bernier Carr	21-641	48,695.00	7/25/2021	7570	74,205.00		2,525,795.00
10	07/14/21	PARADiGM	21.0714.5	7,250.00	7/29/2021	7573	81,455.00		2,518,545.00
11	7/xx/21	Thomas Trash Service	7-INVOICES	1,600.00	7/29/2021	7572	83,055.00		2,516,945.00
12	08/08/21	PARADiGM	21.0806.03	12,500.00	8/12/2021	7582	95,555.00		2,504,445.00
13	07/30/21	Harris Beach	8815480	4,325.00	8/12/2021	7583	99,880.00		2,500,120.00
14	07/31/21	Bernier Carr	21-787	898.07	8/24/2021	7587	100,778.07		2,499,221.93
15	08/31/21	DANC--Tipping Fees	Aug-21	1,071.32	9/9/2021	7599	101,849.39		2,498,150.61
16	08/30/21	PARADiGM	21-0621-5	5,300.00	9/16/2021	7605	107,149.39		2,492,850.61
17	09/07/21	Thomas Trash Service	19700005	200.00	9/16/2021	7606	107,349.39		2,492,650.61
18	08/31/21	Harris Beach	8821006	4,900.00	9/23/2021	7615	112,249.39		2,487,750.61
19	08/31/21	Bernier Carr	21-889	4,055.00	9/23/2021	7607	116,304.39		2,483,695.61
20	09/07/21	DANC--Tipping Fees	472959	30.24	9/23/2021	7608	116,334.63		2,483,665.37
21	09/30/21	Bernier Carr	21-1012	4,942.20	10/21/2021	7633	121,276.83		2,478,723.17
22	09/25/21	Purcell	1	327,058.87	10/28/2021	7639	448,335.70	17,213.63	2,151,664.30
23	10/25/21	Pufcell	2	508,031.02	10/28/2021	7641	956,366.72	26,738.47	1,643,633.28
24	10/31/21	PARADiGM	21.1021.10	26,708.92	11/16/2021	7656	983,075.64		1,616,924.36
25	10/31/21	Bernier Carr	21-1149	3,294.80	11/18/2021	7653	986,370.44		1,613,629.56
26	11/16/21	PARADiGM	21.1116.10	69,565.00	12/1/2021	7665	1,055,935.44		1,544,064.56
27	11/25/21	Purcell	#3	254,958.42	12/1/2021	7666	1,310,893.86	12,747.92	1,289,106.14
28	11/30/21	PARADiGM	21.1130.7	163,230.00	12/16/2021	7674	1,474,123.86		1,125,876.14
29	12/31/21	PARADiGM	21.1231.6	133,123.50	2/4/2022	7713	1,607,247.36		992,752.64
30	12/31/21	Bernier Carr	21-1391	3,294.80	1/27/2022	7694	1,610,542.16		989,457.84
31	12/25/21	PURCELL	#4	68,323.78	2/4/2022	7711	1,678,865.94	3,515.99	921,134.06
32	01/28/22	PURCELL	#5	523,064.30	2/4/2022	7711	2,201,930.24	26,929.70	398,069.76
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1	JCIDA WIP 146 ARSENAL ABATEMENT								
2	GL# 150200								
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4	Vendor Payments PURCELL			Amount					Contract
5	Date		Invoice#	Billed	Paid Date	Check#	Balance	Retainage	1,700,378.00
6	09/25/21		1	344,272.50			344,272.50	17,213.63	1,356,105.50
7	10/25/21		2	534,769.50			879,042.00	26,738.47	821,336.00
8	11/25/21		3	254,958.40			1,134,000.40	12,747.92	566,377.60
9	12/25/21		4	68,323.78			1,202,324.18	3,595.99	498,053.82
10	01/28/22		5	523,064.30			1,725,388.48	26,929.70	-25,010.48
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1	JCIDA WIP 146 ARSENAL ABATEMENT									
2	GL# 150200								Board	
3									approved 71/2%	
4	Vendor Payments-BCA			Amount						7/9/2021
5	Date	Vendor	Invoice#	Paid	Paid Date	Check#	Balance	Retainage	127,528.00	
6	07/16/21		21-641	48,695.00			48,695.00		78,833.00	
7	07/31/21		21-787	898.07			49,593.07		77,934.93	
8	08/31/21		21-889	4,055.00			53,648.07		73,879.93	
9	09/30/21		21-1012	4,942.20			58,590.27		68,937.73	
10	10/31/21		21-1194	3,294.80			61,885.07		65,642.93	
11	12/31/21		21-1391	3,294.80			65,179.87		62,348.13	
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1	JCIDA WIP 146 ARSENAL ABATEMENT								
2	GL# 150200								Board
3									Allocation
4	Vendor Payments- PARADIGM			Amount					7/9/2021
5	Date	Vendor	Invoice#	Paid	Paid Date	Check#	Balance	Retainage	249,500
6	06/30/21		21.0630.45	6,035.00			6,035.00		243,465.00
7	07/14/21		21.0714.5	7,250.00			13,285.00		236,215.00
8	08/08/21		21.0806.03	12,500.00			25,785.00		223,715.00
9	08/30/21		21.0621.5	5,300.00			31,085.00		218,415.00
10	10/31/21		21.1021.10	26,708.92			57,793.92		191,706.08
11	11/16/21		21.1116.10	69,565.00			127,358.92		122,141.08
12	11/30/21		21.1130.7	163,230.00			290,588.92		-41,088.92
13	12/31/21		21.1231.6	133,123.50			423,712.42		-174,212.42
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**Jefferson County Industrial Development Agency
Alternative Energy Ad hoc Committee Meeting Minutes
February 11, 2022**

Present: Paul Warneck, Chair; William Johnson, Christine Powers

Excused: John Jennings

Also Present: David Zembiec, Marshall Weir, Lyle Eaton, Peggy Sampson, David Paulsen
Zoom: Justin Miller, Esq.

- I. Call to Order:** Chair Warneck called the meeting to order at 10:30 a.m.
- II. Pledge of Allegiance**
- III. OYA Ellisburg Solar LLC / OYA Lane Road LLC** – Mr. Warneck said that we have received two applications that he and Lyle have used to run through the state’s new model and noted that they won’t exceed 41% taxation. He asked what the process will be to get these out to the taxing jurisdictions. Mr. Zembiec said that we will notify them and allow them to comment. He said the applications will be on the next loan review agenda.
- IV. EDF Renewables** – Mr. Warneck said the company wants to start negotiating a PILOT for the 119 MW project that will be located in Clayton/Orleans while they wait for ORES to deem the application complete. Mr. Warneck asked Attorney Miller if we can accept the application before ORES makes their determination. Attorney Miller said that once the company signs our application, they agree to reimburse the agency for any legal fees incurred in the process. Mr. Warneck said that we need to ask for an application to start the process.
- V. Borrego Solar** – Mr. Warneck said the company is planning a 110 MW project in Rutland and indicated that he is okay with Mr. Zembiec setting up informational meetings. He said that we need to request the total annual lease payment and ask if there is an escalator built in. Mr. Zembiec noted that the application will be updated to ask for the information going forward. He said that he will invite them in for a presentation.
- VI. Other/Unfinished Business:**
 - 1. Executive Session:** At 10:56 a.m. a motion was made by Mr. Johnson to enter into executive session to seek legal counsel, seconded by Ms. Powers. Committee members, staff, David Paulsen and Counsel remained.

At 11:30 a.m. a motion was made by Mr. Johnson to leave executive session, seconded by Ms. Powers. No action was taken.

**Jefferson County Industrial Development Agency
Alternative Energy Ad hoc Committee Meeting Minutes
February 11, 2022**

- VII. Adjournment:** With no further business before the committee, Mr. Johnson made a motion to adjourn the meeting, seconded by Ms. Powers. The meeting adjourned at 11:30 a.m.

Respectfully submitted,

Peggy Sampson

**Jefferson County Industrial Development Agency
Loan Review Committee Meeting Minutes
February 23, 2022**

Present: Rob Aliasso, Christine Powers
Zoom: John Jennings

Excused: David Converse (Chair), Kent Burto

Also Present: David Zembiec, Marshall Weir, Lyle Eaton, Peggy Sampson, Paul Warneck, Alex Marchenkoff (Town of Pamela Assessor)
Zoom: Bill Johnson

- I. Call to Order:** Mr. Aliasso called the meeting to order at 8:00 a.m.
- II. Pledge of Allegiance**
- III. Other**
 - 1. OYA Ellisburg Solar LLC** – A request for a PILOT for a 5 MW/AC solar project to be located in Ellisburg, NY. The committee reviewed the application, cost benefit analysis (CBA) and summary sheet for the proposed project. Mr. Aliasso asked Mr. Eaton to update the summary sheet to reflect \$5,500 MW instead of \$5,000. Mr. Eaton said that he will update the document.

Mr. Zembiec said that he asked the developer if they have a community adder and they responded no. He said that he will contact them again to ask if they will be applying for it. If so, Mr. Eaton will update the summary sheet and CBA. Mr. Johnson said that he will contact National Grid to find out if there is always a community adder.

Mr. Jennings pointed out that this project doesn't show the cost for a decommissioning bond and wondered if it is lumped into the total. Mr. Zembiec will follow up with the developer.

Attorney Miller pointed out that the CBA shows a \$87,758 nominal value for property tax exemption and asked if it represents the first year. Mr. Eaton said that it represents 15 years. Attorney Miller said that the agency fee will be \$148,845 for the developer to have a real property savings of \$87,758. He said that he has questions for the CBA program developer (MRB Group) such as how they discount benefits over 15 years. Mr. Eaton said that he is not convinced that it is accurate for solar projects.

**Jefferson County Industrial Development Agency
Loan Review Committee Meeting Minutes
February 23, 2022**

Mr. Jennings asked if the state model accounts for inflation. Mr. Warneck said that the state will review the model every year.

Mr. Eaton and Attorney Miller both indicated that land value is an issue. They are working with Jefferson County Real Property to take a uniform approach, so the assessors assign the land value in order for the agency to bill it properly.

Mr. Zembiec left the meeting at 8:59 a.m.

Ms. Powers asked at what point do we share the final numbers with the developer after the final computation. Attorney Miller said the CBA is a one-stop-shop and goes to the board with the summary sheet that shows the pilot payment section. He said that the developer will want to see the \$5,500. He said that we can't tell them the land value, as we do not determine it. We can only use assumptions to make our best estimate. The developer can always go to the assessor after construction.

Attorney Miller said the board can consider the Initial Project Resolution at the March meeting, which accepts the application as complete and authorizes staff to schedule a public hearing. He noted that we do not have to schedule the public hearing until we have clarified the project numbers.

A motion was made by Ms. Powers to move the request to the full board of directors, seconded by Mr. Jennings. All in favor.

2. **OYA Lane Road LLC** – A request for a PILOT for a 3.1 MW/AC solar project to be located in the Town of Pamela, NY. The committee reviewed the application, cost benefit analysis (CBA) and summary sheet for the proposed project.

A motion was made by Ms. Powers to move the request to the full board of directors, seconded by Mr. Jennings. All in favor.

- IV. **Adjournment:** With no further business before the committee, Ms. Powers made a motion to adjourn the meeting, seconded by Mr. Jennings. The meeting adjourned at 9:02 a.m.

Respectfully submitted,

Peggy Sampson

Peggy Sampson

From: David Zembiec
Sent: Friday, February 11, 2022 3:26 PM
To: Justin S. Miller
Cc: Peggy Sampson; Marshall Weir
Subject: MetalCraft Marine site plan approval RE: Covenants
Attachments: 1981 Covenants for original Industrial Park.pdf; Metalcraft storage bldg site plan.pdf

Justin,

MetalCraft Marine is planning to build 2 storage buildings in back of the main building in the corporate park. Their property is located in the original industrial park with the older set of covenants (similar to those for the new portion of the park, but slightly different in how they can be amended).

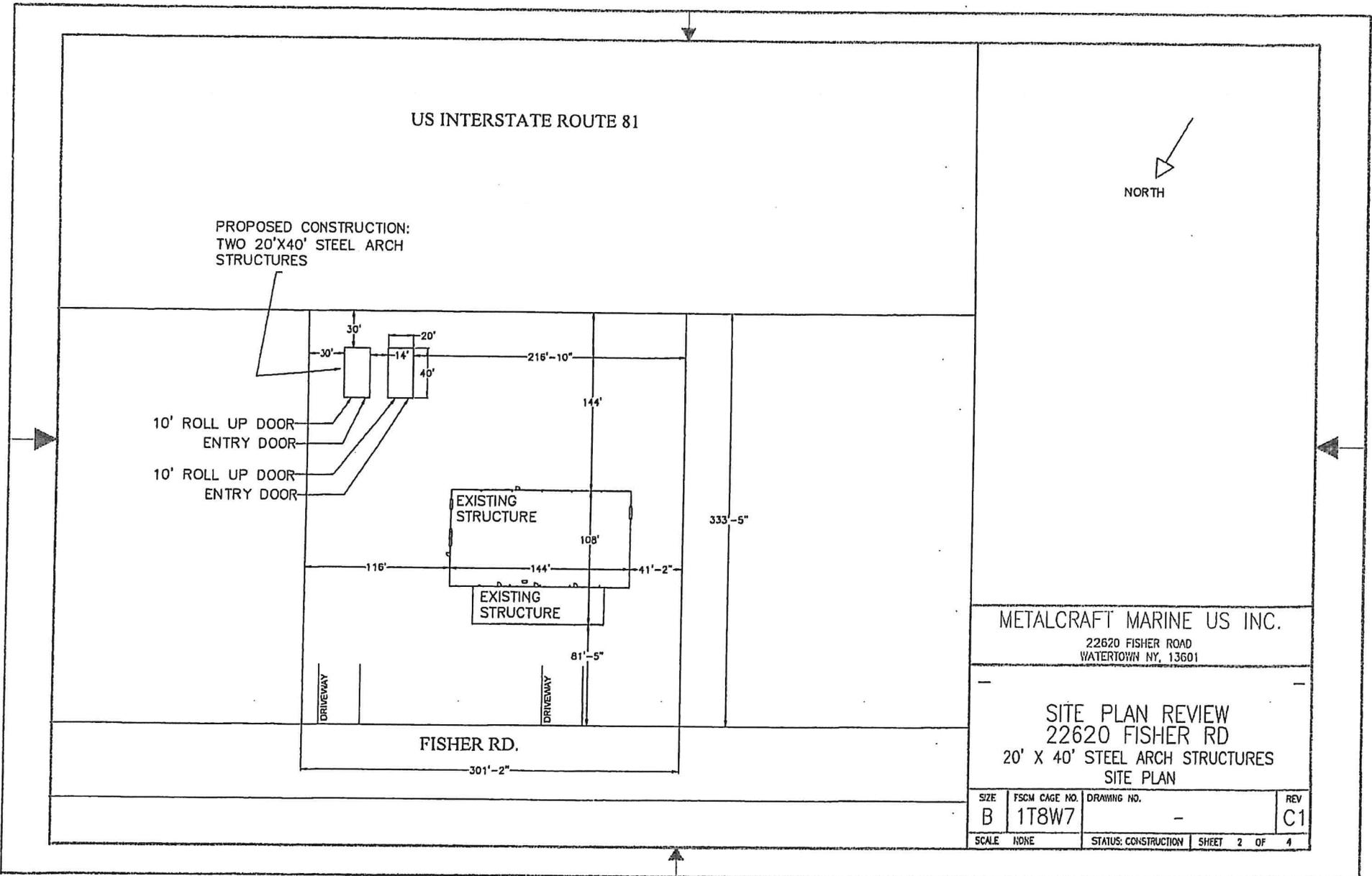
The buildings are set back 30' from the rear and side property lines, so they meet the 20' minimum requirement.

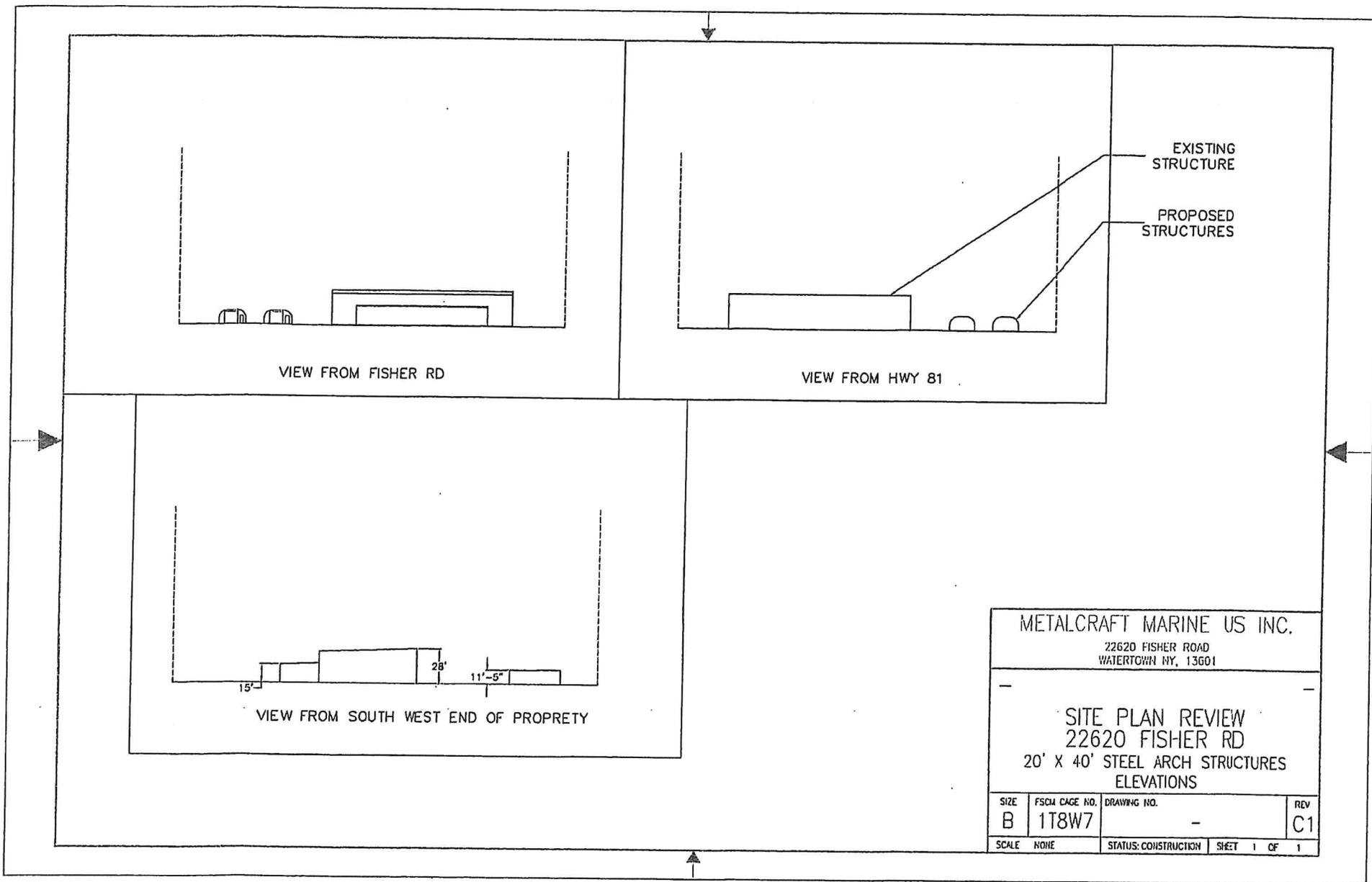
Under the "Building Construction Standards" at the bottom of p. 2, I believe the board just has to approve the plan and elevations, correct?

TIMIING:

1. We can bring to the board meeting on March 3rd for approval.
2. Will share with other corporate park tenants and request comments by March 2nd.
3. Town planning board meets March 7th and expects to approve plan then.

-dave





GENERAL NOTES

1. DIMENSIONS ARE IN FEET UNLESS OTHERWISE NOTED.

REVISIONS

REV	SH	ITEM	DESCRIPTION	DATE	APPVL SIG & ORG
C1	ALL		STRUCTURES MOVED TO 30' OFFSET DISTANCE.	20/12/2021	

NO.	TITLE	DRAWING NO.
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REFERENCE DOCUMENTS

SPECIAL NOTATIONS

METALCRAFT MARINE US INC.
 22620 FISHER ROAD,
 WATERTOWN, NY
 13601
 PHONE: (315) 501-4015
 CONTRACT/PO NO.

METALCRAFT MARINE US INC.
 22620 FISHER ROAD
 WATERTOWN NY, 13601

DESIGNED: AB 2021-12-13
 DRAWN: AB 2021-12-13
 CHECKED: - CHKD_DATE
 APPROVED: - APVD_DATE

SITE PLAN REVIEW
 22620 FISHER RD
 20' X 40' STEEL ARCH STRUCTURES
 TITLE SHEET

APPROVAL	SIZE B	FSCM CAGE NO. 1T8W7	DRAWING NO. -	REV C1
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SIGNATORY TITLE SCALE NONE STATUS: CONSTRUCTION SHEET 1 OF 4

SH	REV	TITLE
4	CI	ADDITIONAL DETAILS
3	CI	ADJACENT PROPERTIES
2	CI	SITE LAYOUT
1	CI	TITLE SHEET

SHEET REVISION STATUS AND TITLE INDEX

INITIAL PROJECT RESOLUTION
(OYA Ellisburg Solar LLC Project)

A regular meeting of the Jefferson County Industrial Development Agency convened on Thursday March 3, 2022 at 8:30 a.m.

The following resolution was duly offered and seconded, to wit:

Resolution No. 03.03.2022.01

RESOLUTION OF THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) ACCEPTING AN APPLICATION SUBMITTED BY OYA ELLISBURG SOLAR LLC WITH RESPECT TO A CERTAIN PROJECT (AS DESCRIBED BELOW); (ii) AUTHORIZING THE SCHEDULING AND CONDUCT OF A PUBLIC HEARING WITH RESPECT TO THE PROJECT; (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY; (iv) ADOPTING FINDINGS WITH RESPECT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT (“SEQRA”); AND (v) AUTHORIZING THE NEGOTIATION OF CERTAIN AGREEMENTS RELATING TO THE PROJECT.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 369 of the Laws of 1971 of the State of New York, as amended (hereinafter collectively called the “Act”), the **JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY** (the “Agency”) was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, **OYA ELLISBURG SOLAR LLC**, for itself and/or for an entity or entities to be formed (collectively, the “Company”), has submitted an application to the Agency requesting the Agency's assistance with a certain project (the “Project”) consisting of: (i) the acquisition by the Agency of a leasehold interest in approximately 30 acres of real property located at 13624 County Route 91 in the Town of Ellisburg, New York (the “Land”, being more particularly described as a portion of tax parcel No. 112.00-1-26.1); (ii) the planning, design, construction and operation of a 5MWac PV solar electrical generation system, including panel foundations, inverters, transformers, interconnect wiring, utility connections, sitework, landscaping, fencing, security and related improvements (collectively, the “Improvements”); (iii) the acquisition of and installation in and around the Land and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the “Equipment”; and, collectively with the Land and the Improvements, the “Facility”); and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time

and sublease such interest in the Facility back to the Company (the "Straight Lease Transaction"); and

WHEREAS, pursuant to and in accordance with Section 859-a of the Act, the Agency desires to schedule and conduct a public hearing (the "Public Hearing") relating to the Project and the proposed financial assistance contemplated by the Agency (collectively, the "Financial Assistance"), such Financial Assistance to include a partial real property tax abatement through the execution of an agreement with the Agency regarding payments in lieu of real property taxes to be made for the benefit of the Affected Tax Jurisdictions; and

WHEREAS, pursuant to the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto at 6 NYCRR Part 617, as amended (collectively referred to as "SEQRA"), the Agency must satisfy the applicable requirements set forth in SEQRA, as necessary, prior to making a final determination whether to undertake the Project; and

WHEREAS, the Town of Ellisburg (the "Town"), acting as "lead agency" (as such term is defined under SEQRA), previously reviewed the Project pursuant to SEQRA and issued a "negative declaration" (as such term is defined under SEQRA) with respect to the Project (the "Negative Declaration", a copy of which, along with related Environmental Assessment Form, or "EAF"), is attached hereto as **Exhibit A**); and

WHEREAS, the Agency desires to (i) accept the Application, (ii) authorize the scheduling and conduct of a public hearing pursuant to and in accordance with the Act, and (iii) negotiate, but not enter into an Agent and Financial Assistance and Project Agreement (the "Agent Agreement"), a Lease Agreement (the "Lease Agreement"), a Leaseback Agreement (the "Leaseback Agreement"), a Payment-in-Lieu-of-Tax Agreement (the "PILOT Agreement"), and related documents with the Company.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Company has presented an Application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the Company's Application, the Agency hereby finds and determines that:

(A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(B) The Agency has the authority to take the actions contemplated herein under the Act; and

(C) The action to be taken by the Agency will induce the Company to develop the Project, thereby creating significant employment opportunities and critical investment in

Jefferson County, New York, and otherwise furthering the purposes of the Agency as set forth in the Act; and

(D) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Company's application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries; and

(E) Based upon a review of the Application, EAF and the Negative Declaration submitted to the Agency, the Agency hereby:

(i) consents to and affirms the status of the Town as Lead Agency for review of the Project, within the meaning of, and for all purposes of complying with SEQRA; and

(ii) ratifies the proceedings undertaken by the Town pursuant to SEQRA with respect to the construction and equipping of the Project pursuant to SEQRA, including the Negative Declaration; and

(iii) Based upon the review by the Agency of the EAF, Negative Declaration and related documents delivered by the Company to the Agency and other representations made by the Company to the Agency in connection with the Project, the Agency hereby finds that (a) the Project will result in no major impacts and, therefore, is one which may not cause significant damage to the environment; (b) the Project will not have a "significant effect on the environment" (as such quoted term is defined under SEQRA); and (c) no "environmental impact statement" (as such quoted term is defined under SEQRA) need be prepared for this action. This determination constitutes a "negative declaration" (as such quoted terms are defined under SEQRA) for purposes of SEQRA.

Section 2. The proposed financial assistance being contemplated by the Agency includes a partial real property tax abatement through the execution of an agreement with the Agency regarding payments in lieu of real property taxes to be made for the benefit of the Affected Tax Jurisdictions.

Section 3. The Chairman, Vice Chairman, and/or the Chief Executive Officer of the Agency are hereby authorized, on behalf of the Agency, to negotiate the terms of the Agent Agreement, Lease Agreement, Leaseback Agreement, PILOT Agreement, and related documents; *provided*, the provisions of the rental payments under the Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the Project and

indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project.

Section 4. The Agency hereby authorizes the scheduling and conduct a public hearing in compliance with the Act.

Section 5. Harris Beach PLLC, as General and Transaction Counsel for the Agency, is hereby authorized to work with counsel to the Company and others to prepare for submission to the Agency of all documents necessary to effect the foregoing authorizations.

Section 6. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 7. These Resolutions shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

	Yea	Nay	Absent	Abstain
Robert E. Aliasso, Jr.	[]	[]	[]	[]
David J. Converse	[]	[]	[]	[]
John Jennings	[]	[]	[]	[]
William W. Johnson	[]	[]	[]	[]
Lisa L'Huillier	[]	[]	[]	[]
W. Edward Walldroff	[]	[]	[]	[]
Paul J. Warneck	[]	[]	[]	[]

The Resolution was thereupon duly adopted.

STATE OF NEW YORK)
COUNTY OF JEFFERSON) SS:

I, the undersigned (Acting) Secretary of Jefferson County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of Jefferson County Industrial Development Agency (the "Agency"), including the resolution contained therein, held on March 3, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this ___ day of March, 2022.

W. Edward Walldroff, (Acting) Secretary

[SEAL]

EXHIBIT A

SEQRA MATERIALS

PART II - ENVIRONMENTAL ASSESSMENT (To be completed by Agency)

A. DOES ACTION EXCEED ANY TYPE I THRESHOLD IN 6 NYCRR, PART 617.12? If yes, coordinate the review process and use the FULL EAF.
 Yes No

B. WILL ACTION RECEIVE COORDINATED REVIEW AS PROVIDED FOR UNLISTED ACTIONS IN 6 NYCRR, PART 617.6? If No, a negative declaration may be superseded by another involved agency.
 Yes No

C. COULD ACTION RESULT IN ANY ADVERSE EFFECTS ASSOCIATED WITH THE FOLLOWING: (Answers may be handwritten, if legible)
 C1. Existing air quality, surface or groundwater quality or quantity, noise levels, existing traffic patterns, solid waste production or disposal, potential for erosion, drainage or flooding problems? Explain briefly:
 C2. Aesthetic, agricultural, archaeological, historic, or other natural or cultural resources; or community or neighborhood character? Explain briefly:
 C3. Vegetation or fauna, fish, shellfish or wildlife species, significant habitats, or threatened or endangered species? Explain briefly:
 C4. A community's existing plans or goals as officially adopted, or a change in use or intensity of use of land or other natural resources? Explain briefly.
 C5. Growth, subsequent development, or related activities likely to be induced by the proposed action? Explain briefly.
 C6. Long term, short term, cumulative, or other effects not identified in C1-C5? Explain briefly.
 C7. Other impacts (including changes in use of either quantity or type of energy)? Explain briefly.

D. WILL THE PROJECT HAVE AN IMPACT ON THE ENVIRONMENTAL CHARACTERISTICS THAT CAUSED THE ESTABLISHMENT OF A CEA?
 Yes No

E. IS THERE, OR IS THERE LIKELY TO BE, CONTROVERSY RELATED TO POTENTIAL ADVERSE ENVIRONMENTAL IMPACTS?
 Yes No If Yes, explain briefly

PART III - DETERMINATION OF SIGNIFICANCE (To be completed by Agency)

INSTRUCTIONS: For each adverse effect identified above, determine whether it is substantial, large, important or otherwise significant. Each effect should be assessed in connection with its (a) setting (i.e. urban or rural); (b) probability of occurring; (c) duration; (d) irreversibility; (e) geographic scope; and (f) magnitude. If necessary, add attachments or reference supporting materials. Ensure that explanations contain sufficient detail to show that all relevant adverse impacts have been identified and adequately addressed.

Check this box if you have identified one or more potentially large or significant adverse impacts which MAY occur. Then proceed directly to the FULL EAF and/or prepare a positive declaration.

Check this box if you have determined, based on the information and analysis above and any supporting documentation, that the proposed action WILL NOT result in any significant adverse environmental impacts AND provide on attachments as necessary, the reasons supporting this determination:

Town of Ellisburg

Name of Lead Agency

Cindy Shaw Zonemaster

Print or Type Name of Responsible Officer in Lead Agency Title of Responsible Officer

Cindy Shaw _____

Signature of Responsible Officer in Lead Agency Signature of Preparer (If different from responsible officer)

3/16/21

Date

Jefferson County Industrial Development Agency

Project Summary				Date	2/23/2022
Project	OYA ELLISBURG SOLAR	NAICS: 221114	Est Start	Jun-22	Completion Dec-22
Location	13624 CR91, ADAMS, NY.	Project Acres	School	Belleville-Henderson	
Tax Parcel:	112.00-1-26.1	Total Acres	Project Type	5 MW/AC Solar	
TOWN OF ELLISBURG		29.78 209.1	Village		
Community Distributed Generation		% of Prodi	Town	Erlisburg	
Total Project Costs	<u>9,922,967</u>		Jobs		
Land			Retained	0	
Infrastructure	558,122		Added		
Solar Equipment Cists	7,271,742		Total	<u>0</u>	
Furniture & Fixtures			Next Five Years	0	
Equipment			Construction Jobs		
Equip. /NYS Production			Current Assessment	171,800 Land	
Exemption			Final Assessment	1,588,091 Project	
Eng/Arch Fees	109,045		Agency Fee	\$148,845	
Finance Charges			App Fee Paid	Paid (1/28/22)	
Legal Fees	201,938		Agency Fee is calculated based on the fee schedule on the Application. This project is under \$10 Million so the fee is 1.5% of Total Project Costs.		
Interconnect	0 1,082,120				
Other-Soft Costs	700,000				
Total	<u>9,922,967</u>				

Sales Tax Exemption- WAIVED

Total Material		
<u>Instillation@ 40%</u>		
4% County Tax	0	0
4% NYS Tax	0	
	<u>0</u>	

Ellisburg Tax Rates

			% Distribution
County	7.445202	2021	0.38708425
Town	2.156701	2021	0.11212926
School	9.632158	2020	0.5007865
	<u>19.234061</u>		<u>1</u>

Mortgage Recording Tax -WAIVED

Est Mortgage Amount	
MRT Savings	0

Total Project Costs

Project Costs	9,922,967
Fed ITC Grant	2,662,031
NYSERDA	733,260
Total Grants	3,395,291
Net Project Costs	<u>6,527,676</u>

PILOT	5MW	2% ESC Project	2% ESC W/O PILOT	Total PILOT
Year 1	36,286	471	30,545	36,756
Year 2	35,574	480	31,156	36,054
Year 3	34,877	490	31,779	35,366
Year 4	34,193	499	32,415	34,692
Year 5	33,522	509	33,063	34,032
Year 6	32,865	520	33,725	33,385
Year 7	32,221	530	34,399	32,751
Year 8	31,589	541	35,087	32,129
Year 9	30,969	551	35,789	31,521
Year 10	30,362	562	36,505	30,925
Year 11	29,767	574	37,235	30,341
Year 12	29,183	585	37,979	29,768
Year 13	28,611	597	38,739	29,208
Year 14	28,050	609	39,514	28,659
Year 15	27,500	621	40,304	28,121
	<u>475,569</u>	<u>8,139</u>	<u>528,235</u>	<u>483,707</u>
	90%			92%

County	Town	School	Total
14,228	4,121	18,407	36,756
13,956	4,043	18,055	36,054
13,690	3,966	17,711	35,366
13,429	3,890	17,373	34,692
13,173	3,816	17,043	34,032
12,923	3,743	16,719	33,385
12,677	3,672	16,401	32,751
12,437	3,603	16,090	32,129
12,201	3,534	15,785	31,521
11,970	3,468	15,487	30,925
11,744	3,402	15,194	30,341
11,523	3,338	14,908	29,768
11,306	3,275	14,627	29,208
11,093	3,213	14,352	28,659
10,885	3,153	14,083	28,121
<u>187,236</u>	<u>54,238</u>	<u>242,234</u>	<u>483,707</u>

NYA SOLAR/WIND MODEL ASSESSMENT	1,588,091	NO COMM CR
Mil Rate	19.23	
Ellisburg Fire	0.62	
Total For Assessment	<u>19.85</u>	
	1.99%	Tax Load
Community or Market Transition Credit	0	
Community Adder	0	

Land Current Assess	171,800	209.1	821.62	29.78	24,468
Current Assess Per Acre					
Project Acreage					
Current Project Assessment					
New Project Land Assess. #VALUE!					
Land Lease Per Acre	1,000	29.78	29,780	Annual Esc. 2%	
Project Acreage					
Annual Lease					
Current Tax			\$3,304		

Jefferson County Industrial Development Agency

MRB Cost Benefit Calculator

Date February 22, 2022
 Project Title OYA ELLISBURG - NO MARKET CREDIT
 Project Location 13624 CR 91, ADAMS, NY



Economic Impacts

Summary of Economic Impacts over the Life of the PILOT

Project Total Investment

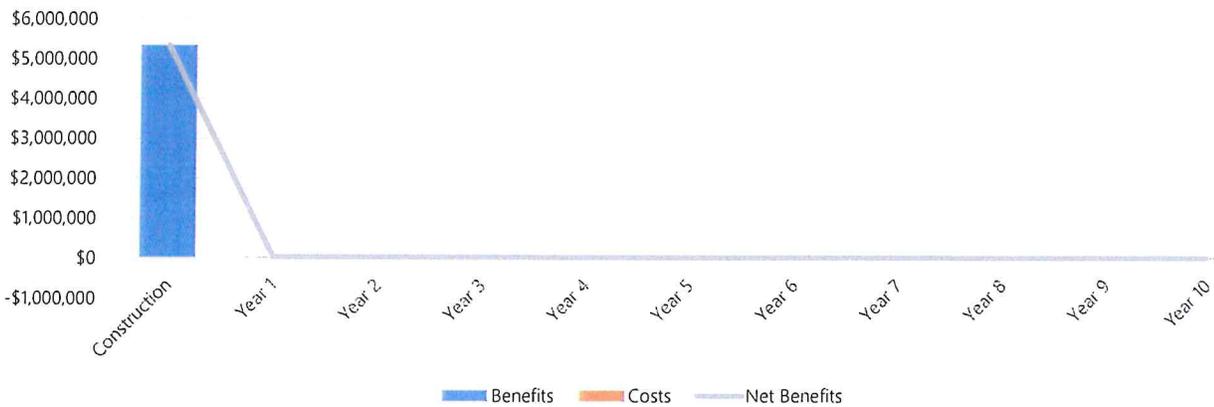
\$9,922,967

		Temporary (Construction)		
		Direct	Indirect	Total
Jobs		40	20	60
Earnings		\$4,103,512	\$937,384	\$5,040,896
Local Spend		\$9,922,967	\$3,366,168	\$13,289,135

		Ongoing (Operations)		
		Direct	Indirect	Total
Jobs		0	0	0
Earnings		\$0	\$0	\$0

Figure 1

Net Benefits



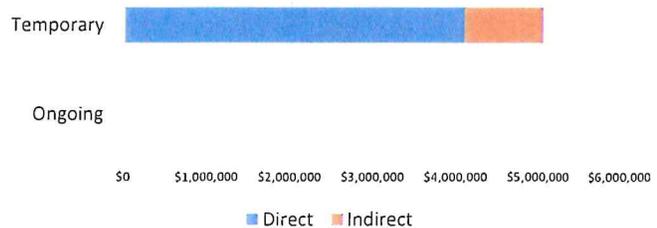
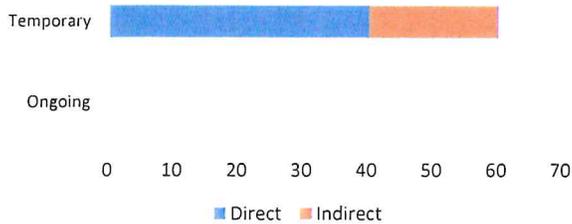
Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.

Figure 2

Figure 3

Total Jobs

Total Earnings



Fiscal Impacts



Cost-Benefit Analysis Tool powered by MRB Group

Estimated Costs of Exemptions

	Nominal Value	Discounted Value*
Property Tax Exemption	\$44,527	\$31,918
Sales Tax Exemption	\$0	\$0
Local Sales Tax Exemption	\$0	\$0
State Sales Tax Exemption	\$0	\$0
Mortgage Recording Tax Exemption	\$0	\$0
Local Mortgage Recording Tax Exemption	\$0	\$0
State Mortgage Recording Tax Exemption	\$0	\$0
Total Costs	\$44,527	\$31,918

State and Local Benefits

	Nominal Value	Discounted Value*
Local Benefits	\$5,498,339	\$5,440,460
To Private Individuals	<u>\$5,040,896</u>	<u>\$5,040,896</u>
Temporary Payroll	\$5,040,896	\$5,040,896
Ongoing Payroll	\$0	\$0
Other Payments to Private Individuals	\$0	\$0
To the Public	<u>\$457,443</u>	<u>\$399,564</u>
Increase in Property Tax Revenue	\$426,568	\$368,689
Temporary Jobs - Sales Tax Revenue	\$30,875	\$30,875
Ongoing Jobs - Sales Tax Revenue	\$0	\$0
Other Local Municipal Revenue	\$0	\$0
State Benefits	\$262,127	\$262,127
To the Public	<u>\$262,127</u>	<u>\$262,127</u>
Temporary Income Tax Revenue	\$226,840	\$226,840
Ongoing Income Tax Revenue	\$0	\$0
Temporary Jobs - Sales Tax Revenue	\$35,286	\$35,286
Ongoing Jobs - Sales Tax Revenue	\$0	\$0
Total Benefits to State & Region	\$5,760,465	\$5,702,587

Benefit to Cost Ratio

	Benefit*	Cost*	Ratio
Local	\$5,440,460	\$31,918	170:1
State	\$262,127	\$0	:1
Grand Total	\$5,702,587	\$31,918	179:1

*Discounted at 2%

Additional Comments from IDA

Est 2% cost escalation on Taxes on land current full value with no project and 2% esc on taxes if the project was at full value taxation...PILOT payments are calculated at base \$5,500. per MW increasing bt 2% annually , inverted. Land taxes are added to the base PILOT payment to calculate full annual PILOT payment.

Does the IDA believe that the project can be accomplished in a timely fashion? Yes

MRB Cost Benefit Calculator

Jefferson County Industrial Development Agency

Date
 Project Title
 Project Location

Construction Phase - Project Assumptions

Project Costs

	Project Costs Value
Enter total project costs:	<input type="text" value="\$9,922,967"/>
Local Construction Spending* % of locally sourced materials and labor	<input type="text" value="100%"/>
In-region construction spending	<input type="text" value="\$9,922,967"/>

Construction Economic Impacts

Industry	NAICS	% of Total Investment	Investment by Type
Industrial Building Construction	236210	100%	\$9,922,967
[Not Applicable]	0		\$0
[Not Applicable]	0		\$0
<i>Most projects will only have one line related to construction type.</i>		100%	\$9,922,967

Operation Phase - Project Assumptions

Jobs and Earnings from Operations

[NAICS Lookup](#)

Year 1 - Enter NAICS	NAICS	Count	Per Job Annual Earnings	Total Earnings
Solar Electric Power Generation	221114	0	\$0	\$0
0				\$0
0				\$0
0				\$0
0				\$0
0				\$0
Total		0		\$0

Year 2	NAICS	Count	Per Job Annual Earnings	Total Earnings
Solar Electric Power Generation	221114	0	\$0	\$0
0	0			\$0
0	0			\$0
0	0			\$0
0	0			\$0
0	0			\$0
Total		0		\$0

Year 3+ (Full Employment)	NAICS	Count	Per Job Annual Earnings	Total Earnings
Solar Electric Power Generation	221114	0	\$0	\$0
0	0			\$0
0	0			\$0
0	0			\$0
0	0			\$0
0	0			\$0
Total		0		\$0

Fiscal Impact Assumptions

Estimated Costs of Incentives

	%	Value	
Sales Tax Exemption		<input type="text" value="\$0"/>	PILOT Term (Years) <input type="text" value="15"/>
Local Sales Tax Rate	3.50%	<input type="text" value="\$0"/>	Escalation Factor <input type="text" value="2%"/>
State Sales Tax Rate	4.00%	<input type="text" value="\$0"/>	Discount Factor <input type="text" value="2%"/>
Mortgage Recording Tax Exemption		<input type="text" value="\$0"/>	
Local	0.25%	<input type="text" value="\$0"/>	
State	0.50%	<input type="text" value="\$0"/>	
Total Costs		<input type="text" value="\$44,527"/>	<i>Includes PILOT exemption, calculated below.</i>

NYISO Zone	E - Mohawk Valley	
Plant Type	Solar - Fixed Axis	
System Size	5,000	(kW Wind/kW AC Solar)
Date of Operation	1/1/2023	
Taxable Status Date	3/1/2023	
System Age at Taxable Status Date	0	

Before Tax Discount Rate - WACC	8.00%
Tax Load	1.99%
Loaded Discount Rate	9.99%

Annual Ground Lease Payment (if applicable)	\$29,780
Annual Ground Lease Escalator (if applicable)	2.00%

Project is Solar and 5,000kW or less and is reimbursed at the VDER rate. Please input additional data below:

VDER Inputs			
Utility Company	National Grid		
DRV Rate	\$0.2100	\$/kwh	
Community or Market Transition Credit	\$0.0000	\$/kwh	
or Community Adder	\$0	\$	

Note: VDER projects may receive either a Community or Market Transition Credit OR a Community Adder, but they never receive both.

Data for Model Operation:	
Efficiency Factor for Plant Type	18.05%
Typical Expense for Zone (\$/kw)	\$16.54
Fraction of Off-taker Credits to Owner	95%
Expense Scale	1.4550
ValGroup#	1
NYISO Zone	E
Group-Zone	1E
Utility Loss Adjustment Factor	1.084
Economic Life	25
Degradation - 0.5% Per Annum	0.005
Inverter Size	5000
Inverter Age	0
Inverter Replacement Cycle	15
Inverter Replacement Cost New	\$0.10
Inflation (for OpEx)	2.00%

year	2023 1	2024 2	2025 3	2026 4	2027 5	2028 6	2029 7	2030 8	2031 9
Production	7,868,385	7,850,295	7,789,306	7,749,766	7,710,227	7,691,703	7,631,148	7,591,608	7,552,068
<u>VDER Value Stack:</u>									
Energy \$	243,178	246,353	254,681	257,756	244,940	237,622	236,351	232,822	218,716
Capacity \$	66,349	67,624	68,049	66,726	66,855	64,736	62,537	56,075	53,496
DRV Rate	116,852	117,565	117,386	119,597	119,331	116,852	117,298	117,565	117,386
MTC and/or CC	-	-	-	-	-	-	-	-	-
Community Adder	-	-	-	-	-	-	-	-	-
VDER Total	426,380	431,542	440,116	444,079	431,126	419,210	416,186	406,462	389,598
<u>Tier 1 not applicable</u>									
Energy \$	236,141	239,224	247,311	250,297	237,852	230,746	229,511	226,085	212,387
Capacity \$	69,841	71,183	71,631	70,238	70,374	68,144	65,829	59,027	56,311
Tier 1 Total	305,983	310,408	318,942	320,535	308,226	298,889	295,340	285,111	268,699
Income	\$ 426,380	\$ 431,542	\$ 440,116	\$ 444,079	\$ 431,126	\$ 419,210	\$ 416,186	\$ 406,462	\$ 389,598
Expense*	\$ 120,302	\$ 122,708	\$ 125,162	\$ 127,665	\$ 130,219	\$ 132,823	\$ 135,479	\$ 138,189	\$ 140,953
Lease	\$ 29,780	\$ 30,376	\$ 30,983	\$ 31,603	\$ 32,235	\$ 32,880	\$ 33,537	\$ 34,208	\$ 34,892
Decommissioning	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000
Inverter (Solar Only)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Expenses	\$ 157,082	\$ 160,084	\$ 163,145	\$ 166,268	\$ 169,453	\$ 172,703	\$ 176,017	\$ 179,397	\$ 182,845
EBITDA	\$ 269,298	\$ 271,459	\$ 276,971	\$ 277,811	\$ 261,672	\$ 246,508	\$ 240,170	\$ 227,065	\$ 206,753
Discount Factor	0.9092	0.8266	0.7515	0.6833	0.6212	0.5648	0.5135	0.4668	0.4244
Disc Cash Flow	\$ 244,839	\$ 224,387	\$ 208,149	\$ 189,818	\$ 162,552	\$ 139,223	\$ 123,323	\$ 106,005	\$ 87,755

Present Value of Cash Flow: \$ 1,588,091 Value for Improvements Only

*Expense includes O&M, Insurance, Management.

2032 10	2033 11	2034 12	2035 13	2036 14	2037 15	2038 16	2039 17	2040 18	2041 19	2042 20
7,533,111	7,472,989	7,433,449	7,393,910	7,374,519	7,314,831	7,275,291	7,235,751	7,215,927	7,156,672	7,117,132
207,999	189,185	181,603	167,725	161,151	150,049	148,264	139,952	140,698	140,542	143,426
51,782	47,896	44,063	38,897	38,023	36,699	53,120	52,298	57,922	59,940	58,146
119,331	55,213	54,921	54,837	54,584	55,314	54,892	53,460	53,371	53,198	52,824
-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-
379,112	292,294	280,587	261,459	253,758	242,062	256,276	245,710	251,990	253,680	254,396
201,980	183,711	176,348	162,872	156,488	145,707	143,973	135,902	136,627	136,475	139,275
54,507	50,417	46,382	40,944	40,024	38,630	55,916	55,051	60,970	63,095	61,207
256,488	234,128	222,730	203,816	196,512	184,337	199,889	190,953	197,597	199,570	200,482
\$ 379,112	\$ 292,294	\$ 280,587	\$ 261,459	\$ 253,758	\$ 242,062	\$ 256,276	\$ 245,710	\$ 251,990	\$ 253,680	\$ 254,396
\$ 143,772	\$ 146,647	\$ 149,580	\$ 152,572	\$ 155,623	\$ 158,736	\$ 161,911	\$ 165,149	\$ 168,452	\$ 171,821	\$ 175,257
\$ 35,590	\$ 36,302	\$ 37,028	\$ 37,768	\$ 38,524	\$ 39,294	\$ 40,080	\$ 40,882	\$ 41,699	\$ 42,533	\$ 43,384
\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000
\$ -	\$ -	\$ -	\$ -	\$ -	\$ 500,000	\$ -	\$ -	\$ -	\$ -	\$ -
\$ 186,362	\$ 189,949	\$ 193,608	\$ 197,340	\$ 201,147	\$ 705,030	\$ 208,990	\$ 213,030	\$ 217,151	\$ 221,354	\$ 225,641
\$ 192,750	\$ 102,345	\$ 86,979	\$ 64,119	\$ 52,611	\$ (462,968)	\$ 47,286	\$ 32,680	\$ 34,839	\$ 32,326	\$ 28,755
0.3859	0.3508	0.3190	0.2900	0.2637	0.2397	0.2179	0.1982	0.1802	0.1638	0.1489
\$ 74,381	\$ 35,907	\$ 27,744	\$ 18,595	\$ 13,872	\$ (110,982)	\$ 10,306	\$ 6,476	\$ 6,276	\$ 5,295	\$ 4,282

2043 21	2044 22	2045 23	2046 24	2047 25
7,077,593	7,057,336	6,998,514	6,958,974	6,919,434
141,798	147,301	142,515	145,120	142,747
55,088	59,115	62,037	62,075	61,906
53,520	51,999	51,707	51,611	51,435
-	-	-	-	-
-	-	-	-	-
250,406	258,415	256,259	258,806	256,088
137,695	143,038	138,391	140,920	138,616
57,987	62,226	65,302	65,342	65,164
195,682	205,265	203,693	206,263	203,781
\$ 250,406	\$ 258,415	\$ 256,259	\$ 258,806	\$ 256,088
\$ 178,762	\$ 182,338	\$ 185,984	\$ 189,704	\$ 193,498
\$ 44,252	\$ 45,137	\$ 46,039	\$ 46,960	\$ 47,899
\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000
\$ -	\$ -	\$ -	\$ -	\$ -
\$ 230,014	\$ 234,474	\$ 239,024	\$ 243,664	\$ 248,397
\$ 20,392	\$ 23,941	\$ 17,236	\$ 15,142	\$ 7,691
0.1354	0.1231	0.1119	0.1017	0.0925
\$ 2,761	\$ 2,947	\$ 1,929	\$ 1,541	\$ 711

Application to

FEB - 7 2022

Jefferson County Industrial Development Agency (JCIDA)

- Tax Exempt Bond Financing
- Taxable Bond Financing
- Lease Leaseback Transaction

Please contact the agency for more information
regarding project eligibility and application process.

Applicant (Company) Name:

OYA Ellisburg Solar LLC

Applicant Address:

144 Front Street West, Suite 700, Toronto, ON M5J 2L7

Phone:

+1 416-840-3358

E-mail:

mariana.pires@oyasolar.com | john.mcdonough@oyasolar.com

Application Date: 12/17/2021

Internal Use Only

Staff Signature and Date of Submission: Deborah Embler

Completed Application Date: 2/18/22 Staff Initial DEE

Revised Date: _____, Revision #: _____

Document Date: January 6, 2022

Fee Schedule

Updated as of the date of the document

Taxable and Tax Exempt Industrial Development Revenue Bonds

Application Fee:	A non-refundable fee of \$2,500.00 is payable to the JCIDA at the time the application is submitted. This fee will be credited towards the total fee at closing.
Fee:	First \$10 million 1.5% of the principal amount of the bond series. \$10 million - \$20 million 1% of the bond series. Any amount over \$20 million 0.5% of the bond series. Annual Fee - \$1,500.00
Point of Contact:	David Zembiec CEO JCIDA+1 (315) 782-5865

Lease Leaseback Transactions

Application Fee:	A non-refundable fee of \$2,500.00 is payable to the JCIDA at the time the application is submitted. This fee will be credited towards the total fee at closing.
Fee:	With a PILOT: First \$10 million 1.5% Second \$10-\$20 million - 0.5% Any amount over \$20 million - 0.25% No PILOT 25% of the abatement value Annual Fee - \$1,000.00 Application for Re-Assignment of benefits to new ownership - \$2,000.00
Renewable Energy Projects:	Annual Administrative Fee - \$1,500.00
Point of Contact:	David Zembiec - CEO JCIDA +1 (315)782-5865

Revised Date: _____, Revision #: _____

Section I: Applicant Information

Please answer all questions. Use None or Not Applicable where necessary.

A) Applicant Information-company receiving benefit:

Applicant Name: OYA Ellisburg Solar LLC

Applicant Address: 144 Front Street West Suite 700, Toronto ON M5J2L7

Phone: 416-840-3358 Fax: _____

Website: www.oyasolar.com E-mail: mariana.pires@oyasolar.com

Federal ID#: 86-2140637 NAICS: _____

Will a Real Estate Holding Company be utilized to own the Project property/facility? Yes or No

What is the name of the Real Estate Holding Company: _____

Federal ID#: _____

State and Year of Incorporation/Organization: _____

List of stockholders, members, or partners of Real Estate Holding Company: _____

Renewable Energy Projects: Attach ownership chart and indicate companies that will eventually own and operate project _____

B) Individual Completing Application:

Name: Mariana Pires

Title: Project Coordinator

Address: 144 Front Street West, Suite 700, Toronto, ON M5J 2L7

Phone: +1 416-840-3358 x154 Fax: _____

E-Mail: mariana.pires@oyasolar.com

C) Company Contact (if different from Section B above):

Name: Taymaz Jahani

Title: Chief Operating Officer

Address: 144 Front Street West, Suite 700, Toronto, ON M5J 2L7

Phone: +1 416-840-3358 Fax: _____

E-Mail: taymaz.jahani@oyasolar.com

D) Company Counsel:

Revised Date: _____, Revision #: _____

Name of Attorney: Bernadette Corpuz (General Counsel)
 Firm Name: OYA Solar US GP Inc., general partner of OYA Solar NY, L.P.
 Address: 144 Front Street West Suite 700, Toronto ON M5J2L7
 Phone: +1 416-840-3358 x122 Fax: +1 716-819-4650
 E-mail: bernadette.corpuz@oyaventures.com

E) Identify the assistance being requested of the Agency (select all that apply):

1. Exemption from Sales Tax Yes or No
2. Exemption from Mortgage Tax Yes or No
3. Exemption from Real Property Tax Yes or No
4. Tax Exempt Financing * Yes or No

* (typically for not-for-profits and qualified small manufacturers)

F) Applicant Business Information (check appropriate category):

Corporation	<input type="checkbox"/>	Partnership	<input type="checkbox"/>
Public Corporation	<input type="checkbox"/>	Joint Venture	<input type="checkbox"/>
Sole Proprietorship	<input type="checkbox"/>	Limited Liability Company	<input checked="" type="checkbox"/>

Other (please specify) _____
 Year Established: 2021
 State in which Organization is established: Delaware

G) List all applicant stockholders, members or partners with % of ownership greater than 5% (including all parent entities) [INCLUDE CHART]

NOTE: All applicants must include a current ownership chart reflecting equity ownership. Applications will not be accepted or deemed complete without this information.

The Agency's acceptance of this application will be specific to the existing equity ownership of the applicant and the Agency's ultimate approval is likewise specific to the applicant equity ownership (the taxpayer beneficiaries of the Agency's financial assistance). The Agency's approval of any proposed project shall be specific to the equity ownership of the Company at the time of application to the Agency. The Agency's approval of any financial assistance, including real property tax exemptions, is non-transferrable and may not be assigned or assumed without the Agency's prior written consent. Any transfer in excess of fifty percent (50%) of the equity voting interests of the Company (including all parent companies of the Company through and including the ultimate taxpayer(s) owning or controlling

Revised Date: _____, Revision #: _____

the Company), other than to a Related Person of the Company, shall be deemed an assignment and require the prior written consent of the Agency. Any proposed assignment shall require the prior written consent of the Agency upon written application no less than 45 days prior to a regularly scheduled meeting of the Agency.

<u>Name</u>	<u>% of ownership</u>
OYA Solar CDG LLC	100%
_____	_____
_____	_____

H) Applicant Business Description:

Describe in detail company background, products, customers, goods and services. Description is critical in determining eligibility: OYA Ellisburg Solar LLC will construct, own and operate a 5.0 MW AC Community Distributed Generation solar array in Jefferson County. The project will generate electricity by using solar photo-voltaic panels. The project will be interconnected to National Grid Distribution system. The project will benefit National Grid retail customers who subscribe to a portion of the project through a community solar program.

Estimated % of sales within Jefferson County: 50%

Estimated % of sales outside Jefferson County, but within New York State: 50%

Estimated % of sales outside New York State but within the U.S.: 0

Estimated % of sales outside the U.S. 0

(*Percentage to equal 100%)

I) What percentage of your total annual supplies, raw materials and vendor services are purchased from firms in Jefferson County. Include list of vendors, raw material suppliers and percentages for each. Provide supporting documentation including estimated percentage of local purchases.
Approximately 10%. All the consultants services has been procured from local consultants.

Revised Date: _____, Revision #: _____

Section II: Project Description & Details

A) Project Location:

List your current operation(s) locations in Jefferson County:

List your current operation(s) locations in New York State:

Provide the Property Address of the proposed Project:

13624 County Route 91 Adams, NY 13605

Parcel ID:112.00-1-26.1

Will the completion of the Project result in the removal, or reduction of an industrial or manufacturing plant of the Applicant from: one area of New York State to Jefferson County; or within Jefferson County?

Yes or No

If Yes, please provide details _____

Will the completion of the Project result in the abandonment of one or more plants or facilities of the Applicant located within New York State?

Yes or No

If Yes, please provide details _____

Will the Proposed Project cause Applicant s current operations within Jefferson County to be closed or be subjected to reduced activity?

Yes or No

If Yes, please provide details _____

If Yes to any of the above three (3) questions, Applicant must complete Section IV of this Application.

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Will the completion of the Project result in the abandonment, removal, or reduction of an industrial or manufacturing plant of a closely aligned competitor from one area of New York State or Jefferson County?

Yes or No

If Yes, please provide details _____

SBL Number for Property upon which proposed Project will be located: 112.00-1-26.1

What are the current real estate taxes on the proposed Project Site? N/A

If amount of current taxes is not available, provide assessed value for each:

Land: \$ 171,800.00 Buildings(s): \$ _____

** If available please include a copy of current tax bill.

Are Real Property Taxes current? Yes or No. If no, please explain _____

Town/City/Village: Ellisburg School District: Belleville-Henderson

Does the Applicant or any related entity currently hold fee title to the Project site? Yes or No

If No, indicate name of present owner of the Project Site: South Jeff Land Co LLC

Does Applicant or related entity have an option/contract to purchase the Project site? Yes or No

B) Please provide narrative of project and the purpose of the project (new build, renovations, and/or equipment purchases). Identify specific uses occurring within the project. Describe any and all tenants and any/all end users: (This information is critical in determining project eligibility): _____

The project is a 5.0 MW AC Community Distributed Generation solar array in Jefferson County which will be owned and operated by the applicant. The project will generate electricity by using solar photo-voltaic panels. The project will be interconnected to the National Grid Distribution system. The project will receive credits for the power provided to National Grid which will in turn be sold at a discount to National Grid retail customers who subscribe to a portion of the project through a community solar program. The PILOT agreement, if approved by the IDA will help generate long term revenue for the Town, County and School District.

Describe the reasons why the Agency's Financial Assistance is necessary, and the effect the Project will have on the Applicant's business or operations. Focus on competitiveness issues, project shortfalls, etc... Your eligibility determination will be based in part on your answer (attach additional pages if necessary): The project is not financially viable at the full tax rates which are subject to unknown increases.

Obtaining a PILOT Agreement that provides a lower and predictable tax payment is critical to making the project viable.

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Please confirm by checking the box, below, if there is a strong possibility that the Project would not be undertaken but for the Financial Assistance provided by the Agency?

Yes or No

If Yes, please provide details: The project would likely not be undertaken with out a PILOT Agreement. The project needs to have some cost certainty for taxes in order to be financially viable.

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken by the Agency: The project would likely not be undertaken with out a PILOT Agreement.

If the Applicant is unable to obtain Financial Assistance for the Project, what will be the impact on the Applicant? If the applicant can not obtain the Financial Assistance provide by a PILOT Agreement the project would likely be terminated resulting in the write off of the applicant investment to date and the inability to pay rent to the landowner for the term of the lease.

C) Will Project include leasing any equipment Yes or No

If Yes, please describe: _____

D) Site Characteristics:

Describe the present use of the proposed Project site: Agricultural

Will the Project meet zoning/land use requirements at the proposed location? Yes or No

If Yes, please provide local zoning reference that applies: The project has all ready received a Zoning Permit permit from the Town.

For Renewable Energy Projects provide acres leased or owned: 29.78 acres

Describe the present zoning/land use: Zoning- AR Agricultural and Rural Residential Use- Agricultural Fields and Wodded Areas

Revised Date: _____, Revision #: _____

Describe required zoning/land use, if different: N/A

If a change in zoning/land use is required, please provide details/status of any request for change of zoning/land use requirements: N/A

Is the proposed project located on a site where the known or potential presence of contaminants is complicating the development/use of the property? If yes, please explain: No

Have site plans been submitted to the appropriate planning board or department?

Yes or No

** If yes, please provide the Agency with a copy of the related State Environmental Quality Review Act (SEQR) Environmental Assessment Form that may have been required to be submitted along with the site plan application to the appropriate planning department. Please provide the Agency with the status with respect to any required planning department approval: _____

The Town has issued a Zoning Permit.

Has the Project received site plan approval from the planning department? Yes or No.

If Yes, please provide the Agency with a copy of the planning department approval along with the related SEQR determination.

E) Has a Phase I Environmental Assessment been prepared, or will one be prepared with respect to the proposed project site? Yes or No If yes, please provide a copy.

F) Have any other studies or assessments been undertaken with respect to the proposed project site that indicate the known or suspected presence of contamination that would complicate the site s development?

Yes or No. If yes, please provide copies of the study

G) Provide any additional information or details: Wetland delineation and Survey have been completed.

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H) Select Project Type for all end users at project site (you may check more than one):

** Please check any and all end users as identified below.

Industrial	<input type="checkbox"/>	Back Office	<input type="checkbox"/>
Acquisition of Existing Facility	<input type="checkbox"/>	Retail	<input type="checkbox"/>
Housing	<input type="checkbox"/>	Mixed Use	<input type="checkbox"/>
Equipment Purchase	<input type="checkbox"/>	Facility for Aging	<input type="checkbox"/>
Multi-Tenant	<input type="checkbox"/>	Civic Facility (not for profit)	<input type="checkbox"/>
Commercial	<input type="checkbox"/>	Other _____	<input type="checkbox"/>

** Will customers personally visit the Project site for either of the following economic activities? If yes with respect to either economic activity indicated below, complete the Retail Questionnaire contained in Section III of the Application.

Retail Sales: Yes or No

Services: Yes or No

For purposes of this question, the term retail sales means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the Tax Law) primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

I) Project Information:

Estimated costs in connection with Project:

Renewable Energy Projects use Cost Section on page 12.

- 1. Land and/or Building Acquisition: \$ _____
 _____ acres _____ square feet
- 2. New Building Construction: _____ square feet \$ _____
- 3. New Building Addition(s): _____ square feet \$ _____
- 4. Infrastructure Work \$ _____
- 5. Reconstruction/Renovation: _____ square feet \$ _____
- 6. Manufacturing Equipment: \$ _____
- 7. Non-Manufacturing Equipment (furniture, fixtures, etc.): \$ _____
- 8. Soft Costs: (professional services, etc.): \$ _____
- 9. Other, Specify: _____ \$ _____

TOTAL Capital Costs: \$ _____

Project refinancing; estimated amount
(for refinancing of existing debt only)

\$ _____

Sources of Funds for Project Costs:

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Bank Financing:	\$ <u>6,002,762.00</u>
Equity (excluding equity that is attributed to grants/tax credits)	\$ <u>524,914.00</u>
Tax Exempt Bond Issuance (if applicable)	\$ _____
Taxable Bond Issuance (if applicable)	\$ _____
Public Sources (Include sum total of all state and federal grants and tax credits)	\$ _____
Identify each state and federal grant/credit:	
<u>Investment Tax Credit</u>	\$ <u>2,662,031.00</u>
<u>NYSERDA MW Block</u>	\$ <u>733,260.00</u>
_____	\$ _____
Total Sources of Funds for Project Costs:	\$ <u>9,922,968.00</u>

Have any of the above costs been paid or incurred as of the date of this Application? Yes or No

If Yes, describe particulars: _____

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Renewable Energy Project: Project Costs

1. Project size	5.0 MWac 6.6 MWdc
2. Solar equipment costs (panels, racking, all solar equipment to inverters)	\$ <u>7,271,742.01</u>
3. Site equipment and FF&E costs (on-production equipment from inverter to interconnection, including site fencing, security and other equipment)	\$ _____
4. Site work and land preparation costs (earthwork, roadways, landscaping, and site plan improvements, highway cuts, wetland mitigation and other onsite infrastructure costs)	\$ <u>558,121.99</u>
5. All interconnection costs whether direct or indirect expense through utility	\$ <u>1,082,120.00</u>
6. All pre-development costs, including planning, engineering, site plan and permitting	\$ <u>109,045.00</u>
7. Battery storage costs	\$ _____
8. All other soft costs including legal, planning and permitting	\$ <u>201,938.00</u>
9. Community benefit payments or impact fees	\$ _____
10. Community adder	\$ _____
11. Community or market transition credit	\$ _____
12. Other (please identify):	\$ <u>699,908.00</u>

Decommissioning Bond, IDA Fee, Subscriptions

Total: \$ 9,922,968.00

Have any of the above costs been paid or incurred as of the date of this Application? Yes or No

If Yes, describe particulars: Pre development cost for permitting and engineering

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Mortgage Recording Tax Exemption Benefit: Amount of mortgage that would be subject to mortgage recording tax:

Mortgage Amount (include sum total of construction/permanent/bridge financing): \$ _____

Estimated Mortgage Recording Tax Exemption Benefit (product of mortgage Amount as indicated above multiplied by __%): \$ _____

Construction Cost Breakdown:

Total Cost of Construction \$ 8,911,983.00 (sum of 2,3,4,5, and/or 7 in Question I, above)

Cost for materials: \$ 3,798,392.83

% sourced in Jefferson County: 8 %

% sourced in New York State 12 % (including Jefferson County)

List major material suppliers if known TBD

Cost for labor: \$ 4,536,213

Expected Full-Time Equivalent Jobs during construction _____

Expected Total Labor Hours during construction _____

List major subcontractors, if known TBD

Sales and Use Tax: Gross amount of costs for goods and services that are subject to State and local Sales and Use tax - said amount to benefit from the Agency's Sales and Use Tax exemption benefit:

\$ _____

Estimated State and local Sales and Use Tax Benefit (product of ____% multiplied by the figure, above):

\$ _____

*** Note that the estimate provided above will be provided to the New York State Department of Taxation and Finance. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to undertake the total amount of investment as proposed within this Application, and that the estimate, above, represents the maximum amount of sales and use tax benefit that the Agency may authorize with respect to this Application. The Agency may utilize the estimate, above, as well as the proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered.*

Real Property Tax Benefit:

Identify and describe if the Project will utilize a real property tax exemption benefit OTHER THAN the Agency's PILOT benefit: _____

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JCIDA PILOT Benefit: Agency staff will indicate the amount of PILOT Benefit based on estimated Project Costs as contained herein and anticipated tax rates and assessed valuation, including the annual PILOT Benefit abatement amount for each year of the PILOT benefit year and the sum total of PILOT Benefit abatement amount for the term of the PILOT as depicted in Section II(I) of the Application.

Percentage of Project Costs financed from Public Sector sources: Agency staff will calculate the percentage of Project Costs financed from Public Sector sources based upon Sources of Funds for Project Costs as depicted above in Section II(I) of the Application.

J) For the proposed facility, please indicate the square footage for each of the uses outlined below:

*If company is paying for FFE for tenants, please include in cost breakdown

	Square Footage	Cost	% of Total Cost of Project
Manufacturing/Processing			
Warehouse			
Research & Development			
Commercial			
Retail (see section K)			
Office			
Specify Other			

K) What is your project timetable (Provide dates):

1. Start date: acquisition of equipment or construction of facilities: June, 2022
2. Estimated completion date of project: December, 2022
3. Project occupancy estimated starting date of operations: December, 2022
4. Have construction contracts been signed? Yes or No
5. Has Financing been finalized? Yes or No

****** *If constructions contracts have been signed, please provide copies of executed construction contracts and a complete project budget. The complete project budget should include all related construction costs totaling the amount of the new building construction, and/or new building addition(s), and/or renovation.*

L) Is the proposed Project necessary to expand Applicant employment: Yes or No

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Is the proposed Project necessary to retain existing employment: Yes or No

M) Employment Plan (Specific to the proposed project location):

	Current # of jobs at proposed project location or to be relocated at project location	IF FINANCIAL ASSISTANCE IS GRANTED project the number of FTE jobs to be RETAINED	IF FINANCIAL ASSISTANCE IS GRANTED project the number of FTE jobs to be CREATED upon THREE Years after Project completion
**Full time (FTE)			

** By statute, Agency staff must project the number of FTE jobs that would be retained and created if the request for Financial Assistance is granted. Agency staff will project such jobs over the Three-Year time period following Project completion. convert part-time jobs into FTE jobs by dividing the number of part-time jobs by two (2). A FTE job is one that works the equivalent of a 40-hour week for 48 weeks. A part-time job is one that works the equivalent of a 20-hour week for 24 weeks.

Salary and Fringe Benefits for Jobs to be Retained and Created:

Category of Jobs to be Retained and Created	FTE	Average Salary or Range of Salary	Average Fringe Benefits or Range of Fringe Benefits
Management			
Professional			
Administrative			
Production			
Transportation/Logistics			
Warehousing			
Other			
TOTAL			

Employment at other locations in County/City/Town/Village: (provide address and number of employees at each location):

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Location Address		
Full time		
Part Time		
Total		

N) Will any of the facilities described above be closed or subject to reduced activity? Yes or No

*** If any of the facilities described above are located within the State of New York, and you answered Yes to the question, above, you must complete Section IV of this Application.*

*** Please note that the Agency may utilize the foregoing employment projections, among other items, to determine the Financial Assistance that will be offered by the Agency to the Applicant. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to retain the number of jobs and create the number of jobs with respect to the Project as set forth in this Application.*

O) Is the proposed Project reasonably necessary to prevent the Applicant from moving out of New York State? Yes or No. Out of Jefferson County? Yes or No.

If yes, please explain and identify the other locations being investigated, type of assistance offered and provide supporting documentation if available: _____

P) What competitive factors led you to inquire about sites outside of Jefferson County or New York State? N/A

Q) Have you contacted or been contacted by other Local, State and/or Federal Economic Development Agencies? Yes or No.

Have you applied, or intend to apply for additional Grant Funding, or tax incentives? Yes or No.

If yes, please identify which agencies and what other Local, State and/or Federal assistance and the assistance sought and dollar amount that is anticipated to be received: NYSERDA Block Allocation TBD and Federal ITC

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Section III Retail Questionnaire

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

Please answer the following:

- A. Will any portion of the Project (including that portion of the cost to be financed from equity or other sources) consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

Yes or No. If the answer is yes, please continue. If no, proceed to section V

For purposes of Question A, the term retail sales means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the Tax Law) primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- B. What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the project? 0 %. **If the answer is less than 33% do not complete the remainder of the retail determination and proceed to section V.**

If the answer to A is Yes AND the answer to Question B is greater than 33.33%, indicate which of the following questions below apply to the project:

1. Will the Project be operated by a not-for-profit corporation Yes or No.

2. Is the Project location or facility likely to attract a significant number of visitors from outside the economic development region (list specific County or ED region) in which the project will be located?

Yes or No

If yes, please provide a third-party market analysis or other documentation supporting your response.

3. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the municipality within which the proposed Project would be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?

Yes or No

If yes, please provide a third-party market analysis or other documentation supporting your response.

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4. Will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes or No.

If yes, explain _____

5. Is the Project located in a Highly Distressed Area? Yes or No

Section IV Inter-Municipal Move Determination

The Agency is required by State law to make a determination that, if completion of a Project benefiting from Agency Financial Assistance results in the removal of an industrial or manufacturing plant of the Applicant from one area of New York State to another area of the State; or in the abandonment of one or more plants or facilities of the Applicant located within the New York State, Agency Financial Assistance is required to prevent the Applicant from relocating out of the New York State, or is reasonably necessary to preserve the Applicant's competitive position in its respective industry.

Explain how the Agency's Financial Assistance is required to prevent the Project from relocating out of New York State, or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry: _____

Section V Adaptive Reuse Determination

(Adaptive Reuse is the process of adapting old structures or sites for new purposes)

Are you applying for a tax incentive under the Adaptive Reuse Program? Yes or No

If No, please proceed to next Section

A) What is the age of the structure (in years) _____

B) Has the structure been vacant or underutilized for a minimum of 3 years? (Underutilized is defined as a minimum of 50% of the rentable square footage of the structure being utilized for a use for which the structure was not designed or intended) Yes or No. How many years? _____

C) Is the structure currently generating insignificant income? (Insignificant income is defined as income that is 50% or less than the market rate income average for that property class) Yes or No
If yes, please provide dollar amount of income being generated, if any _____

D) Does the site have historical significance? Yes or No

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E) Are you applying for either State/Federal Historical Tax Credit Programs? Yes or No. If yes, provide estimated value of tax credits _____

F) Summarize the financial obstacles to development that this project faces without Agency or other public assistance. Please provide the Agency with documentation to support the financial obstacles to development (you will be asked to provide cash flow projections, documenting costs, expenses and revenues with and without IDA and other tax credits included indicating below average return on investment rates compared to regional industry averages): _____

G) Briefly summarize the demonstrated support that you intend to receive from local government entities. Please provide the Agency documentation of this support in the form of signed letters from these entities:

H) Please indicate other factors that you would like the Agency to consider such as: structure or site presents significant public safety hazard and or environmental remediation costs, site or structure is located in distressed census tract, structure presents significant costs associated with building code compliance, site has historical significance, site or structure is presently delinquent in property tax payments:

Section VI: Estimate of Real Property Tax Abatement Benefits and Percentage of Project Costs financed from Public Sector sources

**** Section V of this Application will be: (i) completed by IDA Staff based upon information contained within the Application, and (ii) provided to the Applicant for ultimate inclusion as part of this completed Application.**

PILOT Estimate Table Worksheet

Dollar Value of New Construction and Renovation Costs	Estimated New Assessed Value of Property Subject to IDA*	County Tax Rate/1000	Local Tax Rate (Town/City/Village)/1000	School Tax Rate/1000

*Apply equalization rate to value

PILOT Year	% Payment	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT	Full Tax Payment w/o PILOT	Net Exemption
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
TOTAL							

***Estimates provided are based on current property tax rates and assessment values**

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Percentage of Project Costs financed from Public Sector Table Worksheet:

Total Project Cost	Estimated Value of PILOT	Estimated Value of Sales Tax Incentive	Estimated Value of Mortgage Tax Incentive	Total of Other Public Incentives (Tax Credits, Grants, ESD Incentives, etc.)

Calculate %

(Est. PILOT + Est. Sales Tax+ Est. Mortgage Tax+ Other)/Total Project Costs: _____%

JCIDA will also complete a Cost-Benefit analysis using information contained within this Application, and available to the Public.

Section VII Representations, Certifications and Indemnification

Taymaz Jahani (name of CEO or other authorized representative of Applicant) confirms and says that he/she is the Chief Operating Officer (title) of OYA Ellisburg Solar LLC (name of corporation or other entity) named in the attached Application (the Applicant), that he/she has read the foregoing Application and knows the contents thereof, and hereby represents, understands, and otherwise agrees with the Agency and as follows:

- A. Job Listings: In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the DOL) and with the administrative entity (collectively with the DOL, the JTPA Entities) of the service delivery area created by the federal job training partnership act (Public Law 97-300) (JTPA) in which the Project is located.
- B. First Consideration for Employment: In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the Applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.
- C. Annual Sales Tax Filings: In accordance with Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be

Revised Date: _____, Revision #: _____

filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant. Copies of all filings shall be provided to the Agency.

- D. **Employment Reports:** The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, at least annually or as otherwise required by the Agency, reports regarding the number of people employed at the project site, salary levels, contractor utilization and such other information (collectively, Employment Reports) that may be required from time to time on such appropriate forms as designated by the Agency. Failure to provide Employment Reports within 30 days of an Agency request shall be an Event of Default under the PILOT Agreement between the Agency and Applicant and, if applicable, an Event of Default under the Agent Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Employment Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.
- E. The Applicant acknowledges that certain environmental representations will be required at closing. The Applicant shall provide with this Representation, Certification and Indemnification Form copies of any known environmental reports, including any existing Phase I Environmental Site Assessment Report(s) and/or Phase II Environmental Investigations. The Agency may require the Company and/or owner of the premises to prepare and submit an environmental assessment and audit report, including but not necessarily limited to, a Phase I Environmental Site Assessment Report and a Phase II Environmental Investigation, with respect to the Premises at the sole cost and expense of the owner and/or the Applicant. All environmental assessment and audit reports shall be completed in accordance with ASTM Standard Practice E1527-05, and shall be conformed over to the Agency so that the Agency is authorized to use and rely on the reports. The Agency, however, does not adopt, ratify, confirm or assume any representation made within reports required herein.
- F. The Applicant and/or the owner, and their successors and assigns, hereby release, defend and indemnify the Agency from any and all suits, causes of action, litigations, damages, losses, liabilities, obligations, penalties, claims, demands, judgments, costs, disbursements, fees or expenses of any kind or nature whatsoever (including, without limitation, attorneys , consultants and experts fees) which may at any time be imposed upon, incurred by or asserted or awarded against the Agency, resulting from or arising out of any inquiries and/or environmental assessments, investigations and audits performed on behalf of the Applicant and/or the owner pursuant hereto, including the scope, level of detail, contents or accuracy of any environmental assessment, audit, inspection or investigation report completed hereunder and/or the selection of the environmental consultant, engineer or other qualified person to perform such assessments, investigations, and audits.
- G. **Hold Harmless Provision:** The Applicant acknowledges and agrees that the Applicant shall be and is responsible for all costs of the Agency incurred in connection with any actions required to be taken by the Agency in furtherance of the Application including the Agency s costs of general counsel and/or the Agency s bond/transaction counsel whether or not the Application, the proposed Project it describes, the attendant negotiations, or the issue of bonds or other transaction or agreement are ultimately ever carried to successful conclusion and agrees that the Agency shall not be liable for and agrees to indemnify, defend, and hold the Agency

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harmless from and against any and all liability arising from or expense incurred by: (i) the Agency's examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application or the proposed Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (ii) the Agency's acquisition, construction and/or installation of the proposed Project described herein; and (iii) any further action taken by the Agency with respect to the proposed Project including, without limiting the generality of the foregoing, all causes of action and attorney's fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law and the policies of the Agency that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency, any mortgage recording tax exemption claimed by the Applicant and approved by the Agency, and/or any real property tax abatement claimed by the Applicant and approved by the Agency, in connection with the Project, may be subject to recapture and/or termination by the Agency under such terms and conditions as will be established by the Agency and set forth in transaction documents to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation information regarding the amount of the New York State and local sales and use tax exemption benefit, the amount of the mortgage recording tax exemption benefit, and the amount of the real property tax abatement, if and as applicable, to the best of the Applicant's knowledge, is true, accurate and complete.

H. This obligation includes an obligation to submit an Agency Fee Payment to the Agency in accordance with the Agency Fee policy effective as of the date of this Application

I. By executing and submitting this Application, the Applicant covenants and agrees to pay the following fees to the Agency and the Agency's general counsel and/or the Agency's bond/transaction counsel, the same to be paid at the times indicated:

(i) a non-refundable \$ ____ application and publication fee (the Application Fee);

(ii) a \$ ____ expense deposit for the Agency's Counsel Fee Deposit.

(iii) Unless otherwise agreed to by the Agency, an amount equal to _____ percent (_____ %) of the total project costs.

(iv) All fees, costs and expenses incurred by the Agency for (1) legal services, including but not limited to those provided by the Agency's general counsel and/or the Agency's bond/transaction counsel, thus note that the Applicant is entitled to receive a written estimate of fees and costs of the Agency's general counsel and the Agency's bond/transaction counsel; and (2) other consultants retained by the Agency in connection with the proposed project, with all such charges to be paid by the Applicant at the closing.

J. If the Applicant fails to conclude or consummate the necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable proper or requested action, or withdraws, abandons, cancels, or neglects the Application, or if the Applicant is unable to find buyers willing to purchase the bond issue requested, or if the Applicant is unable to facilitate the sale/leaseback or lease/leaseback transaction, then, upon the presentation of an invoice, Applicant shall pay to the Agency, its agents, or assigns all actual costs incurred by

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the Agency in furtherance of the Application, up to that date and time, including but not necessarily limited to, fees of the Agency's general counsel and/or the Agency's bond/transaction counsel.

- K. The Applicant acknowledges and agrees that all payment liabilities to the Agency and the Agency's general counsel and/or the Agency's bond and/or transaction counsel as expressed in Sections H and I are obligations that are not dependent on final documentation of the transaction contemplated by this Application.
- L. The cost incurred by the Agency and paid by the Applicant, the Agency's general counsel and/or bond/transaction counsel fees and the processing fees, may be considered as a cost of the Project and included in the financing of costs of the proposed Project, except as limited by the applicable provisions of the Internal Revenue Code with respect to tax-exempt bond financing.
- M. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). **Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.**
- N. The Applicant acknowledges that it has been provided with a copy of the Agency's Policy for Termination of Agency Benefits and Recapture of Agency Benefits Previously Granted (the Termination and Recapture Policy). The Applicant covenants and agrees that it fully understands that the Termination and Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Termination and Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
- O. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:
- § 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
- P. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- Q. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial

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Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency s involvement the Project.

R. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.

S. The Applicant and the individual executing this Application on behalf of Applicant acknowledge that the Agency and its counsel will rely on the representations and covenants made in this Application when acting hereon and hereby represents that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

STATE OF NEW YORK)
COUNTY OF JEFFERSON) ss.:

Taymaz Jahani, being first duly sworn, deposes and says:

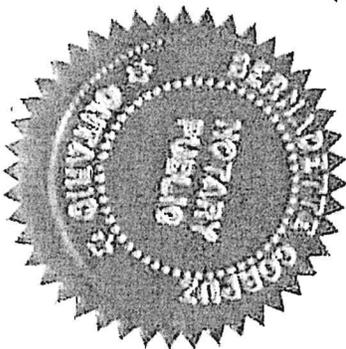
1. That I am the Chief Operating Officer (Corporate Office) of OYA Ellisburg Solar LLC (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.

Taymaz Jahani
(Signature of Officer)

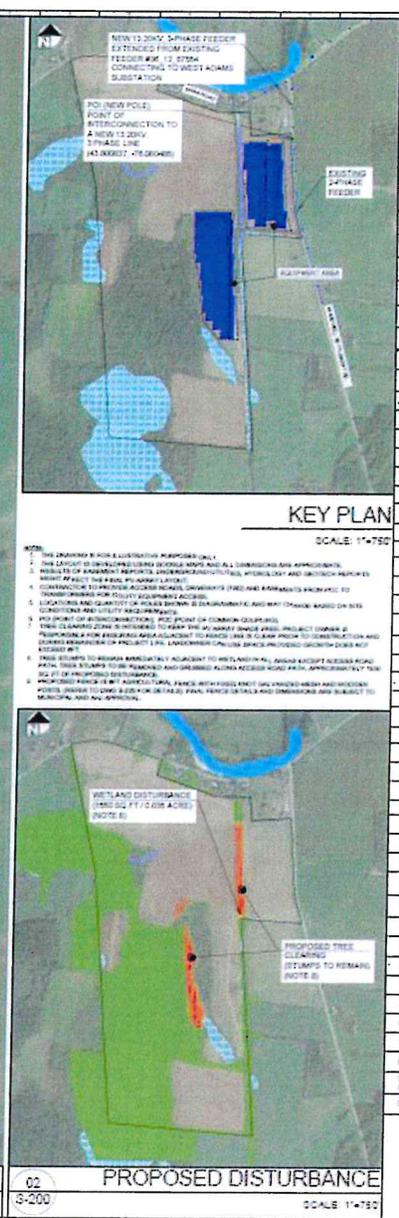
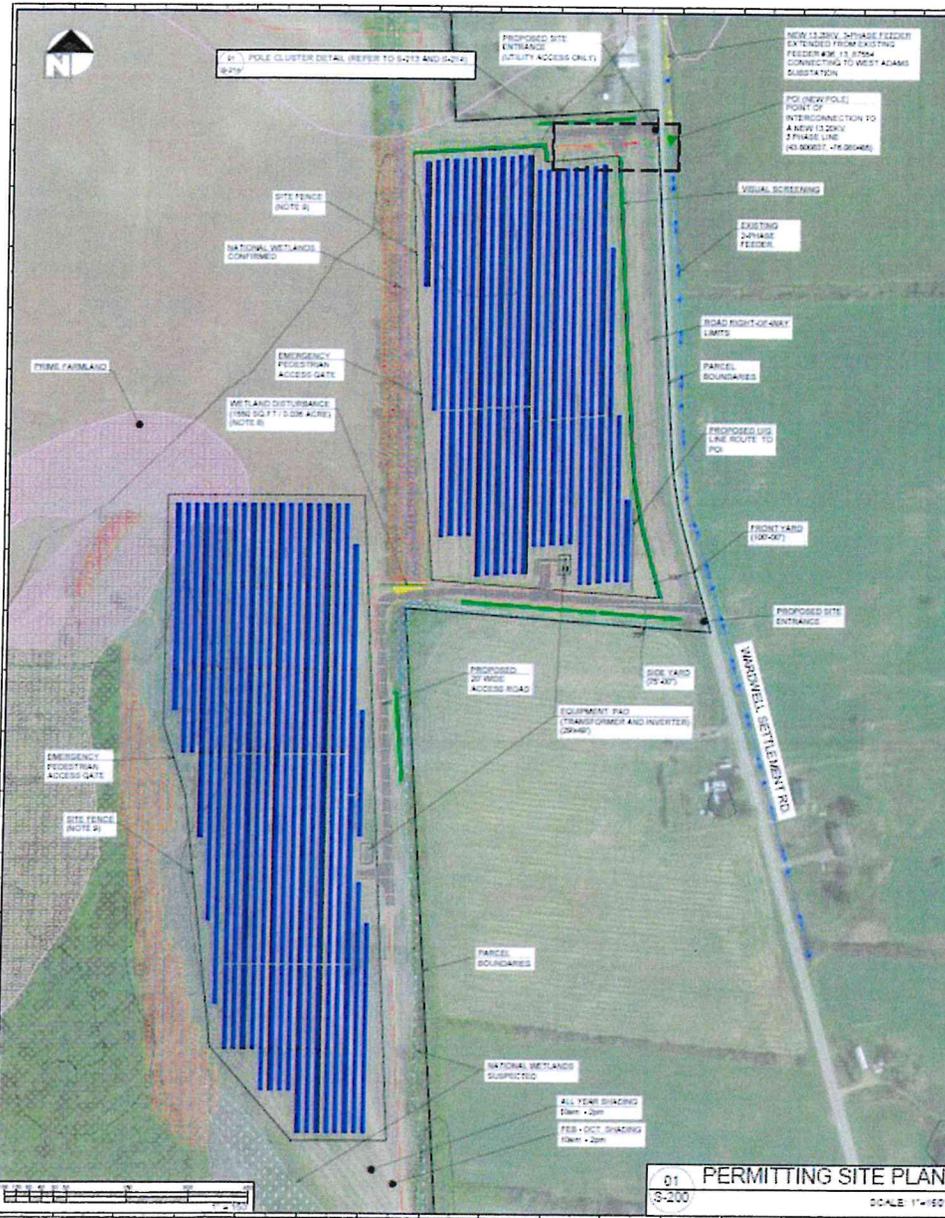
Subscribed and affirmed to me under penalties of perjury
this 20 day of February, 2020

Bernadette Corpuz
(Notary Public)

Bernadette Corpuz
Province of Ontario, Country
of Canada
No expiration on Notary



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SYMBOL	DESCRIPTION	SYMBOL	DESCRIPTION
[Symbol]	PARCEL BOUNDARY	[Symbol]	1X METAL PILES A-X DRAWING NUMBER
[Symbol]	SITE FENCE	[Symbol]	EQUIPMENT PADS
[Symbol]	SETBACK BY TOWN	[Symbol]	WATER BODIES (STREAM/LAKE)
[Symbol]	POI - EXISTING NEW UTILITY POLE	[Symbol]	EXISTING ROAD
[Symbol]	NEW UTILITY POLE	[Symbol]	PROPOSED ACCESS ROAD
[Symbol]	NEW DEVELOPER POLE	[Symbol]	EXISTING DEVELOPER AREA
[Symbol]	EXISTING UTILITY POLE	[Symbol]	TREE CLEARING (STUMPS TO REMAIN)
[Symbol]	PROPOSED HV LINE (UNDER GROUND)	[Symbol]	NATIONAL WETLANDS SUSPECTED
[Symbol]	PROPOSED HV LINE (OVERHEAD)	[Symbol]	NATIONAL WETLANDS CONFIRMED
[Symbol]	EXISTING UTILITY HV LINE	[Symbol]	PROPOSED WETLANDS DISTURBANCE
[Symbol]	NEW 3-PHASE LINE BY UTILITY	[Symbol]	PRIME FARMLAND
[Symbol]	CONTOUR LINES	[Symbol]	ALL YEAR SHADING (20'x100')
[Symbol]	ONE STRING OF 30 PANELS TRACKER	[Symbol]	FEB + OCT SHADING (20'x100')
[Symbol]		[Symbol]	PROPOSED VISUAL SCREENING

GENERAL	
ZONE PROVISION	N/A
SETBACK REQUIREMENTS	SOLAR LAW
MAX LOT COVERAGE	N/A
FRONT YARD	100.00 FT
REAR YARD	75.00 FT
WETLAND BUFFER	N/A
BUILDING HEIGHTS (MAXIMUM)	N/A

SYSTEM SUMMARY	
SYSTEM SIZE (DC)	2000 KW DC
SYSTEM SIZE (AC)	5000 KW AC
MODULES	
MANUFACTURER AND OUTPUT	TRINA SOLAR
MODULE QTY	12000
1 STRING SIZE	30

TRACKERS	
MANUFACTURER/MODEL	MAXIM RADIUS SINGLE AXIS TRACKER
SIZE	400' X 400'
MODULE CONFIGURATION	PORTLAND
PITCH	25.00 FT
PILES QTY	2000

SITE USAGE	
TOTAL PARCEL AREA	207.18 ACRES
FENCED IN AREA	26.30 ACRES
FENCE PERIMETER	725.71 FT
MODULE COVERAGE & FOOT PRINT	1.9%
MODULE COVERAGE AREA (FOOT PRINT)	1.96 ACRES
VISUAL SCREENING	2405.71 FT
TRANSFORMER TO POLE DISTANCE	795.00 FT
POLE TO POLE DISTANCE	170.00 FT
ACCESS ROAD WIDTH	20.00 FT
ACCESS ROAD LENGTH	208.00 FT
PARCEL FORESTED AREA	40.06 ACRES
TREE CLEARING AREA (NOTE B)	1.50 ACRES
FARMLAND AREA	18.40 ACRES
WETLAND AREA (DEGRADED AND COMPROMISED)	0.00 ACRES
DISTURBED WETLAND AREA (NOTE B)	0.00 ACRES (1500 SQ FT)

DEVELOPER:

 OYA SOLAR NY LP
 335 MADISON AVE. 4TH FLOOR
 NEW YORK, NY 10017
 T: +1 866 284 7380
 WWW.OYASOLAR.COM

OYA PROJECT MANAGER:
 MARIANA PIREZ
 335 MADISON AVE. NEW YORK, NY 10017
 +1 416 840 3388 EXT 154

PROPERTY OWNER:
 SOUTH JEFF LAND CO LLC

PARCEL ID:
 112.00-1-26.1

ENGINEERING PERMIT-DEAL:

PRELIMINARY DESIGN NOT FOR CONSTRUCTION

REV	DATE	DESCRIPTION	BY
01	2020-11-17	PERMITTING SITE PLAN	MM
02	2020-11-17	WETLAND DISTURBANCE LAYOUT	KA
03	2020-11-17	LANDSCAPE LAYOUT/REGISTRATION	KA
04	2020-11-17	LAYOUT LAYOUT FOR A-10 SUBMIT	KA

PROJECT NAME AND ADDRESS:
 OYA ELLISBURG
 13024 COUNTY ROUTE 91
 ADAMS, NY 13005
 GPS: 43.799993, -76.066022

DRAWING TITLE:
 PERMITTING SITE PLAN

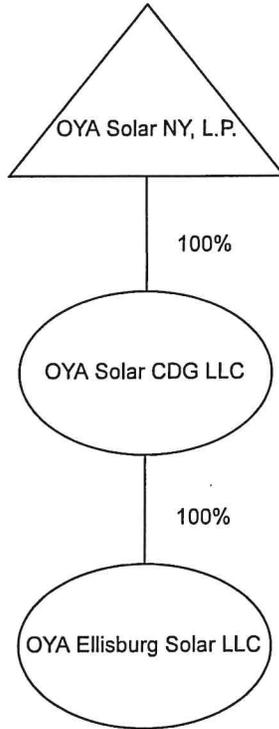
CHECKED BY: MM **DRAWN BY:** KA

PROJECT NUMBER: 2020-NY-17

UNITS: IMPERIAL **DRAWING NUMBER:** S-200
SCALE: 1"=100'

Section I: Applicant Information

Section: G) List all applicant stockholders, members or partners with % of ownership greater than 5% (including all parent entities)



INITIAL PROJECT RESOLUTION
(OYA Lane Road LLC Project)

A regular meeting of the Jefferson County Industrial Development Agency convened on Thursday March 3, 2022 at 8:30 a.m.

The following resolution was duly offered and seconded, to wit:

Resolution No. 03.03.2022.02

RESOLUTION OF THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) ACCEPTING AN APPLICATION SUBMITTED BY OYA LANE ROAD LLC WITH RESPECT TO A CERTAIN PROJECT (AS DESCRIBED BELOW); (ii) AUTHORIZING THE SCHEDULING AND CONDUCT OF A PUBLIC HEARING WITH RESPECT TO THE PROJECT; (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY; (iv) ADOPTING FINDINGS WITH RESPECT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT (“SEQRA”); AND (v) AUTHORIZING THE NEGOTIATION OF CERTAIN AGREEMENTS RELATING TO THE PROJECT.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 369 of the Laws of 1971 of the State of New York, as amended (hereinafter collectively called the “Act”), the **JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY** (the “Agency”) was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, **OYA LANE ROAD LLC**, for itself and/or for an entity or entities to be formed (collectively, the “Company”), has submitted an application to the Agency requesting the Agency's assistance with a certain project (the “Project”) consisting of: (i) the acquisition by the Agency of a leasehold interest in approximately 20 acres of real property located at 22106 Lane Road in the Town of Pamela, New York (the “Land”, being more particularly described as a portion of tax parcel No. 74.13-1-1.1); (ii) the planning, design, construction and operation of a 3.1MWac PV solar electrical generation system, including panel foundations, inverters, transformers, interconnect wiring, utility connections, sitework, landscaping, fencing, security and related improvements (collectively, the “Improvements”); (iii) the acquisition of and installation in and around the Land and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the “Equipment”; and, collectively with the Land and the Improvements, the “Facility”); and (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the “Straight Lease Transaction”); and

WHEREAS, pursuant to and in accordance with Section 859-a of the Act, the Agency desires to schedule and conduct a public hearing (the “Public Hearing”) relating to the Project and the proposed financial assistance contemplated by the Agency (collectively, the “Financial Assistance”), such Financial Assistance to include a partial real property tax abatement through the execution of an agreement with the Agency regarding payments in lieu of real property taxes to be made for the benefit of the Affected Tax Jurisdictions; and

WHEREAS, pursuant to the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto at 6 NYCRR Part 617, as amended (collectively referred to as “SEQRA”), the Agency must satisfy the applicable requirements set forth in SEQRA, as necessary, prior to making a final determination whether to undertake the Project; and

WHEREAS, the Town of Pamela Planning Board (the “Planning Board”), acting as “lead agency” (as such term is defined under SEQRA), previously reviewed the Project pursuant to SEQRA and on May 5, 2021 issued a “negative declaration” (as such term is defined under SEQRA) with respect to the Project (the “Negative Declaration”, a copy of which, along with related Environmental Assessment Form, or “EAF”), is attached hereto as **Exhibit A**); and

WHEREAS, the Agency desires to (i) accept the Application, (ii) authorize the scheduling and conduct of a public hearing pursuant to and in accordance with the Act, and (iii) negotiate, but not enter into an Agent and Financial Assistance and Project Agreement (the “Agent Agreement”), a Lease Agreement (the “Lease Agreement”), a Leaseback Agreement (the “Leaseback Agreement”), a Payment-in-Lieu-of-Tax Agreement (the “PILOT Agreement”), and related documents with the Company.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Company has presented an Application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the Company's Application, the Agency hereby finds and determines that:

(A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(B) The Agency has the authority to take the actions contemplated herein under the Act; and

(C) The action to be taken by the Agency will induce the Company to develop the Project, thereby creating significant employment opportunities and critical investment in Jefferson County, New York, and otherwise furthering the purposes of the Agency as set forth in the Act; and

(D) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Company's application, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries; and

(E) Based upon a review of the Application, EAF and the Negative Declaration submitted to the Agency, the Agency hereby:

(i) consents to and affirms the status of the Planning Board as Lead Agency for review of the Project, within the meaning of, and for all purposes of complying with SEQRA; and

(ii) ratifies the proceedings undertaken by the Planning Board pursuant to SEQRA with respect to the construction and equipping of the Project pursuant to SEQRA, including the Negative Declaration; and

(iii) Based upon the review by the Agency of the EAF, Negative Declaration and related documents delivered by the Company to the Agency and other representations made by the Company to the Agency in connection with the Project, the Agency hereby finds that (a) the Project will result in no major impacts and, therefore, is one which may not cause significant damage to the environment; (b) the Project will not have a "significant effect on the environment" (as such quoted term is defined under SEQRA); and (c) no "environmental impact statement" (as such quoted term is defined under SEQRA) need be prepared for this action. This determination constitutes a "negative declaration" (as such quoted terms are defined under SEQRA) for purposes of SEQRA.

Section 2. The proposed financial assistance being contemplated by the Agency includes a partial real property tax abatement through the execution of an agreement with the Agency regarding payments in lieu of real property taxes to be made for the benefit of the Affected Tax Jurisdictions.

Section 3. The Chairman, Vice Chairman, and/or the Chief Executive Officer of the Agency are hereby authorized, on behalf of the Agency, to negotiate the terms of the Agent Agreement, Lease Agreement, Leaseback Agreement, PILOT Agreement, and related documents; *provided*, the provisions of the rental payments under the Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project.

Section 4. The Agency hereby authorizes the scheduling and conduct a public hearing in compliance with the Act.

Section 5. Harris Beach PLLC, as General and Transaction Counsel for the Agency, is hereby authorized to work with counsel to the Company and others to prepare for submission to the Agency of all documents necessary to effect the foregoing authorizations.

Section 6. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 7. These Resolutions shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

	Yea	Nay	Absent	Abstain
Robert E. Aliasso, Jr.	[]	[]	[]	[]
David J. Converse	[]	[]	[]	[]
John Jennings	[]	[]	[]	[]
William W. Johnson	[]	[]	[]	[]
Lisa L'Huillier	[]	[]	[]	[]
W. Edward Walldroff	[]	[]	[]	[]
Paul J. Warneck	[]	[]	[]	[]

The Resolution was thereupon duly adopted.

STATE OF NEW YORK)
COUNTY OF JEFFERSON) SS:

I, the undersigned (Acting) Secretary of Jefferson County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of Jefferson County Industrial Development Agency (the "Agency"), including the resolution contained therein, held on March 3, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this ___ day of _____, 2022.

W. Edward Walldroff, (Acting) Secretary

[SEAL]

EXHIBIT A

SEQRA MATERIALS

Project : _____
 Date : _____

Full Environmental Assessment Form
Part 3 - Evaluation of the Magnitude and Importance of Project Impacts
and
Determination of Significance

Part 3 provides the reasons in support of the determination of significance. The lead agency must complete Part 3 for every question in Part 2 where the impact has been identified as potentially moderate to large or where there is a need to explain why a particular element of the proposed action will not, or may, result in a significant adverse environmental impact.

Based on the analysis in Part 3, the lead agency must decide whether to require an environmental impact statement to further assess the proposed action or whether available information is sufficient for the lead agency to conclude that the proposed action will not have a significant adverse environmental impact. By completing the certification on the next page, the lead agency can complete its determination of significance.

Reasons Supporting This Determination:

To complete this section:

- Identify the impact based on the Part 2 responses and describe its magnitude. Magnitude considers factors such as severity, size or extent of an impact.
- Assess the importance of the impact. Importance relates to the geographic scope, duration, probability of the impact occurring, number of people affected by the impact and any additional environmental consequences if the impact were to occur.
- The assessment should take into consideration any design element or project changes.
- Repeat this process for each Part 2 question where the impact has been identified as potentially moderate to large or where there is a need to explain why a particular element of the proposed action will not, or may, result in a significant adverse environmental impact.
- Provide the reason(s) why the impact may, or will not, result in a significant adverse environmental impact
- For Conditional Negative Declarations identify the specific condition(s) imposed that will modify the proposed action so that no significant adverse environmental impacts will result.
- Attach additional sheets, as needed.

Determination of Significance - Type 1 and Unlisted Actions

SEQR Status: Type 1 Unlisted

Identify portions of EAF completed for this Project: Part 1 Part 2 Part 3

Upon review of the information recorded on this EAF, as noted, plus this additional support information

and considering both the magnitude and importance of each identified potential impact, it is the conclusion of the
Town of Pamela Planning Board _____ as lead agency that:

A. This project will result in no significant adverse impacts on the environment, and, therefore, an environmental impact statement need not be prepared. Accordingly, this negative declaration is issued.

B. Although this project could have a significant adverse impact on the environment, that impact will be avoided or substantially mitigated because of the following conditions which will be required by the lead agency:

There will, therefore, be no significant adverse impacts from the project as conditioned, and, therefore, this conditioned negative declaration is issued. A conditioned negative declaration may be used only for UNLISTED actions (see 6 NYCRR 617.7(d)).

C. This Project may result in one or more significant adverse impacts on the environment, and an environmental impact statement must be prepared to further assess the impact(s) and possible mitigation and to explore alternatives to avoid or reduce those impacts. Accordingly, this positive declaration is issued.

Name of Action: OYA Lane Road Solar Project

Name of Lead Agency: Town of Pamela Planning Board

Name of Responsible Officer in Lead Agency: Walt VanTassel

Title of Responsible Officer: Planning Board Chairmam and Zoning Officer

Signature of Responsible Officer in Lead Agency: Walter Van Tassel Date: 5/5/21

Signature of Preparer (if different from Responsible Officer) _____ Date: _____

For Further Information:

Contact Person: Walt VanTassel

Address:

Telephone Number:

E-mail:

For Type 1 Actions and Conditioned Negative Declarations, a copy of this Notice is sent to:

Chief Executive Officer of the political subdivision in which the action will be principally located (e.g., Town / City / Village of)

Other involved agencies (if any)

Applicant (if any)

Environmental Notice Bulletin: <http://www.dec.ny.gov/enb/enb.html>

PRINT FULL FORM

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Jefferson County Industrial Development Agency

Project Summary

Date **2/9/2022**

Project OYA LANE ROAD, LLC	NAICS: 221114			Project #
Location 22106 LANE ROAD, TOWN OF PAMELIA	Project Acres	Total Acres		School General Brown
Tax Parce 74.13-1-1.1	19.71	64		Project Type 3.1MW/AC (3,100 KW)
Est. COD 12/1/2022				Village
Community Distributed Generation	% of Proj	NYS Tax	County Tax	Town PAMELIA
Total Project Costs <u>7,524,553</u>				Jobs
Land				Retained 0
Infrastructure 250,000				Added
Building				Total <u>0</u>
Furniture & Fixtures				Next Five Years 0
Equipment				Construction Jobs 9
Equip. /NYS Production 4,973,857	0	0	0	Current Assessment 86,000 Land
Ointerconnect 1,321,600				Final Assessment 929,016 Project
Eng/Arch Fees 111,890				Agency Fee \$112,868
Finance Charges				App Fee Paid Paid(1/28/22)
Decommissioning, Bond Fees 660,000				Agency Fee is calculated based on the fee schedule on the Application. This project is under \$10 Million so the fee is 1.5% of Total Project Costs.
Solar Installation Labor				
Other-Soft Costs <u>207,206</u>				
Total <u>7,524,553</u>				

Sales Tax Exemption- WAIVED

Total Material		
Instillation@ 40%	0	
4% County Tax	0	0
4% NYS Tax	0	
	<u>0</u>	

Pamelia Tax Rates

		% Distribution
County	13.519213	2021 0.41482459
Town	0	2021 0
School	19.070979	2020 0.58517541
	<u>32.590192</u>	<u>1</u>

Mortgage Recording Tax WAIVED

Est Mortgage Amount	
MRT Savings	0

Total Project Costs	7,524,553
Fed ITC Grant	1,700,000
NY Sun Award	
Total Grants	<u>1,700,000</u>
Net Project Costs	<u>5,824,553</u>

PILOT	PILOT PAYMNT 3.1 MW/AC	Project 2% Esc. Land Payment	2% Esc. W/O PILOT	(Land & PILOT) Total PILOT
Year 1	22,497	863	30,277	23,360
Year 2	22,056	880	30,882	22,936
Year 3	21,624	898	31,500	22,522
Year 4	21,200	916	32,130	22,116
Year 5	20,784	934	32,773	21,718
Year 6	20,376	953	33,428	21,329
Year 7	19,977	972	34,097	20,949
Year 8	19,585	992	34,779	20,577
Year 9	19,201	1,011	35,474	20,212
Year 10	18,825	1,032	36,184	19,856
Year 11	18,455	1,052	36,907	19,508
Year 12	18,094	1,073	37,645	19,167
Year 13	17,739	1,095	38,398	18,834
Year 14	17,391	1,117	39,166	18,508
Year 15	17,050	1,139	39,950	18,189
	<u>294,853</u>	<u>14,927</u>	<u>523,589</u>	<u>309,780</u>
	56%			59%

County	Town	School	Total
9,690	0	13,670	23,360
9,515	0	13,422	22,936
9,342	0	13,179	22,522
9,174	0	12,941	22,116
9,009	0	12,709	21,718
8,848	0	12,481	21,329
8,690	0	12,259	20,949
8,536	0	12,041	20,577
8,385	0	11,828	20,212
8,237	0	11,619	19,856
8,092	0	11,415	19,508
7,951	0	11,216	19,167
7,813	0	11,021	18,834
7,677	0	10,830	18,508
7,545	0	10,644	18,189
<u>128,504</u>	<u>0</u>	<u>181,276</u>	<u>309,780</u>

NYS Model Assessment	929,016	NO COMM CR	Project Per Acre	Land	Current	Current
			New Land	Current	Assess	Project
			Assessment	Assess	Per Acre	Project
Mil Rate	32.59		0	86,000	64	1,343.75
Special Assessment	0.00				19.71	26,485
Total	<u>32.59</u>				New Project Land Assess. 0	
Tax Load	3.26		Land Lease	Project	Annual	
Market Credit	0		Per Acre	Acres	Lease	
Community Adder	0		900	19.71	17,739	Esc 2%
			No Project Taxes \$2,803			

Jefferson County Industrial Development Agency

MRB Cost Benefit Calculator

Date: February 8, 2022
 Project Title: OYA LANE ROAD NO MARKET CREDIT
 Project Location: TOWN OF PAMELA



Economic Impacts

Summary of Economic Impacts over the Life of the PILOT

Project Total Investment

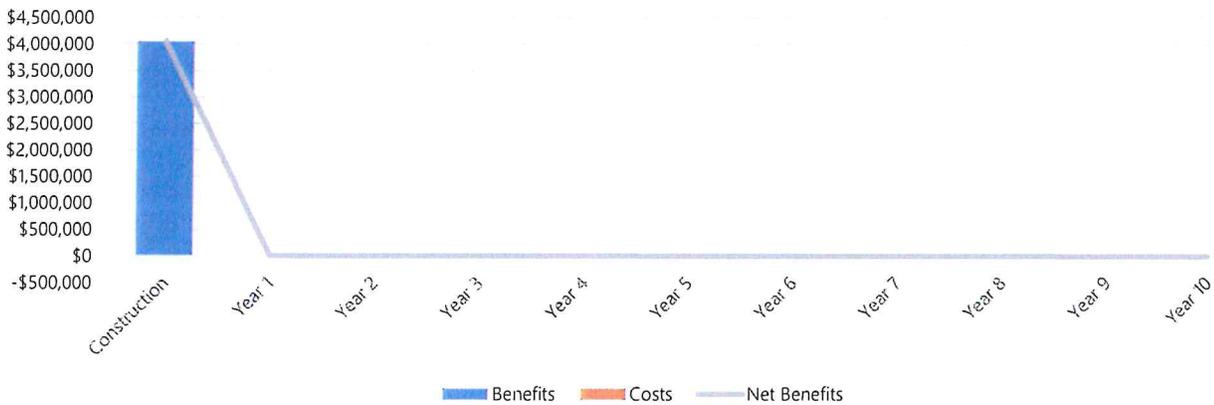
\$7,524,553

	Temporary (Construction)		
	Direct	Indirect	Total
Jobs	31	15	46
Earnings	\$3,111,679	\$710,815	\$3,822,495
Local Spend	\$7,524,553	\$2,552,554	\$10,077,107

	Ongoing (Operations)		
	Direct	Indirect	Total
Jobs	0	0	0
Earnings	\$0	\$0	\$0

Figure 1

Net Benefits

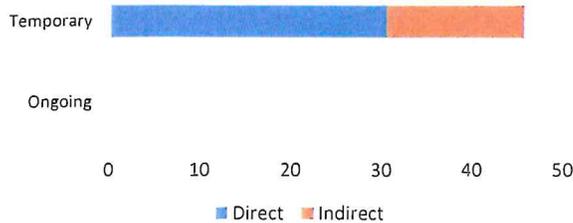


Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.

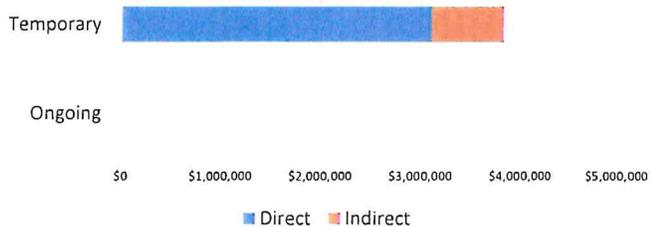
Figure 2

Figure 3

Total Jobs



Total Earnings



Fiscal Impacts



Cost-Benefit Analysis Tool powered by MRB Group

Estimated Costs of Exemptions

	Nominal Value	Discounted Value*
Property Tax Exemption	\$202,608	\$169,080
Sales Tax Exemption	\$0	\$0
Local Sales Tax Exemption	\$0	\$0
State Sales Tax Exemption	\$0	\$0
Mortgage Recording Tax Exemption	\$0	\$0
Local Mortgage Recording Tax Exemption	\$0	\$0
State Mortgage Recording Tax Exemption	\$0	\$0
Total Costs	\$202,608	\$169,080

State and Local Benefits

	Nominal Value	Discounted Value*
Local Benefits	\$4,108,255	\$4,072,644
To Private Individuals	\$3,822,495	\$3,822,495
Temporary Payroll	\$3,822,495	\$3,822,495
Ongoing Payroll	\$0	\$0
Other Payments to Private Individuals	\$0	\$0
To the Public	\$285,760	\$250,149
Increase in Property Tax Revenue	\$262,348	\$226,736
Temporary Jobs - Sales Tax Revenue	\$23,413	\$23,413
Ongoing Jobs - Sales Tax Revenue	\$0	\$0
Other Local Municipal Revenue	\$0	\$0
State Benefits	\$198,770	\$198,770
To the Public	\$198,770	\$198,770
Temporary Income Tax Revenue	\$172,012	\$172,012
Ongoing Income Tax Revenue	\$0	\$0
Temporary Jobs - Sales Tax Revenue	\$26,757	\$26,757
Ongoing Jobs - Sales Tax Revenue	\$0	\$0
Total Benefits to State & Region	\$4,307,025	\$4,271,413

Benefit to Cost Ratio

	Benefit*	Cost*	Ratio
Local	\$4,072,644	\$169,080	24:1
State	\$198,770	\$0	:1
Grand Total	\$4,271,413	\$169,080	25:1

*Discounted at 2%

Additional Comments from IDA

Sales Tax and Mortgage Recording Tax Waived. 2% Tax escalation assumed. Current Tax is on land value only. Land assessed at \$86,000.; Mil rate \$28.03 /M

Does the IDA believe that the project can be accomplished in a timely fashion? Yes

MRB Cost Benefit Calculator

Jefferson County Industrial Development Agency

Date
 Project Title
 Project Location

Construction Phase - Project Assumptions

Project Costs	Project Costs Value
Enter total project costs:	<input type="text" value="\$7,524,553"/>
Local Construction Spending*	
% of locally sourced materials and labor	<input type="text" value="100%"/>
In-region construction spending	<input type="text" value="\$7,524,553"/>

Construction Economic Impacts

Industry	NAICS	% of Total Investment	Investment by Type
Industrial Building Construction	236210	100%	\$7,524,553
[Not Applicable]	0		\$0
[Not Applicable]	0		\$0
		100%	\$7,524,553

Most projects will only have one line related to construction type.

Operation Phase - Project Assumptions

Jobs and Earnings from Operations

NAICS Lookup

Year 1 - Enter NAICS	NAICS	Count	Per Job Annual Earnings	Total Earnings
Solar Electric Power Generation	221114	0	\$0	\$0
0				\$0
0				\$0
0				\$0
0				\$0
0				\$0
0				\$0
Total		0		\$0

Year 2	NAICS	Count	Per Job Annual Earnings	Total Earnings
Solar Electric Power Generation	221114			\$0
0	0			\$0
0	0			\$0
0	0			\$0
0	0			\$0
0	0			\$0
0	0			\$0
Total		0		\$0

Year 3+ (Full Employment)	NAICS	Count	Per Job Annual Earnings	Total Earnings
Solar Electric Power Generation	221114			\$0
0	0			\$0
0	0			\$0
0	0			\$0
0	0			\$0
0	0			\$0
Total		0		\$0

Fiscal Impact Assumptions

Estimated Costs of Incentives

	%	Value			
Sales Tax Exemption		<input type="text" value="\$0"/>	PILOT Term (Years)	<input type="text" value="15"/>	
Local Sales Tax Rate	3.50%	<input type="text" value="\$0"/>	Escalation Factor	<input type="text" value="2%"/>	
State Sales Tax Rate	4.00%	<input type="text" value="\$0"/>	Discount Factor	<input type="text" value="2%"/>	
Mortgage Recording Tax Exemption		<input type="text" value="\$0"/>			
Local	0.25%	<input type="text" value="\$0"/>			
State	0.50%	<input type="text" value="\$0"/>			
Total Costs		<input type="text" value="\$202,608"/>	<i>Includes PILOT exemption, calculated below.</i>		

NYISO Zone	E - Mohawk Valley	
Plant Type	Solar - Fixed Axis	
System Size	3,100	(kW Wind/kW AC Solar)
Date of Operation	1/1/2022	
Taxable Status Date	3/1/2022	
System Age at Taxable Status Date	0	

Before Tax Discount Rate - WACC	8.00%
Tax Load	3.26%
Loaded Discount Rate	11.26%

Annual Ground Lease Payment (if applicable)	\$18,000
Annual Ground Lease Escalator (if applicable)	2.00%

Project is Solar and 5,000kW or less and is reimbursed at the VDER rate. Please input additional data below:

VDER Inputs		
Utility Company	National Grid	
DRV Rate	\$0.2100	\$/kwh
Community or Market Transition Credit	\$0.0000	\$/kwh
or Community Adder	\$0	\$

Note: VDER projects may receive either a Community or Market Transition Credit OR a Community Adder, but they never receive both.

Data for Model Operation:	
Efficiency Factor for Plant Type	18.05%
Typical Expense for Zone (\$/kw)	\$16.54
Fraction of Off-taker Credits to Owner	95%
Expense Scale	1.5045
ValGroup#	1
NYISO Zone	E
Group-Zone	1E
Utility Loss Adjustment Factor	1.084
Economic Life	25
Degradation – 0.5% Per Annum	0.005
Inverter Size	3100
Inverter Age	0
Inverter Replacement Cycle	15
Inverter Replacement Cost New	\$0.10
Inflation (for OpEx)	2.00%

year	2022 1	2023 2	2024 3	2025 4	2026 5	2027 6	2028 7	2029 8	2030 9
Production	4,878,399	4,853,884	4,842,601	4,804,855	4,780,341	4,755,826	4,744,274	4,706,797	4,682,282
<i>VDER Value Stack:</i>									
Energy \$	155,121	150,013	151,968	157,101	158,994	151,084	146,566	145,778	143,598
Capacity \$	35,331	41,137	41,927	42,190	41,370	41,450	40,137	38,773	34,767
DRV Rate	72,448	72,448	72,890	72,779	74,150	73,985	72,448	72,725	72,890
MTC and/or CC	-	-	-	-	-	-	-	-	-
Community Adder	-	-	-	-	-	-	-	-	-
VDER Total	262,901	263,598	266,785	272,070	274,514	266,519	259,151	257,276	251,255
<i>Tier 1 not applicable</i>									
Energy \$	150,632	145,672	147,570	152,555	154,393	146,712	142,325	141,560	139,442
Capacity \$	37,191	43,302	44,134	44,411	43,547	43,632	42,249	40,814	36,597
Tier 1 Total	187,823	188,974	191,704	196,965	197,940	190,344	184,574	182,374	176,039
Income	\$ 262,901	\$ 263,598	\$ 266,785	\$ 272,070	\$ 274,514	\$ 266,519	\$ 259,151	\$ 257,276	\$ 251,255
Expense*	\$ 77,125	\$ 78,668	\$ 80,241	\$ 81,846	\$ 83,483	\$ 85,153	\$ 86,856	\$ 88,593	\$ 90,365
Lease	\$ 18,000	\$ 18,360	\$ 18,727	\$ 19,102	\$ 19,484	\$ 19,873	\$ 20,271	\$ 20,676	\$ 21,090
Decomissioning	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340
Inverter (Solar Only)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Expenses	\$ 99,465	\$ 101,368	\$ 103,308	\$ 105,288	\$ 107,307	\$ 109,366	\$ 111,467	\$ 113,609	\$ 115,794
EBITDA	\$ 163,436	\$ 162,230	\$ 163,476	\$ 166,783	\$ 167,207	\$ 157,153	\$ 147,684	\$ 143,667	\$ 135,460
Discount Factor	0.8988	0.8078	0.7261	0.6526	0.5865	0.5272	0.4738	0.4259	0.3828
Disc Cash Flow	\$ 146,895	\$ 131,055	\$ 118,696	\$ 108,841	\$ 98,075	\$ 82,849	\$ 69,978	\$ 61,185	\$ 51,851

Present Value of Cash Flow: \$ 929,016 Value for Improvements Only

*Expense includes O&M, Insurance, Management.

2031 10	2032 11	2033 12	2034 13	2035 14	2036 15	2037 16	2038 17	2039 18	2040 19	2041 20
4,657,768	4,645,947	4,608,739	4,584,224	4,559,710	4,547,620	4,510,680	4,486,166	4,461,651	4,449,293	4,412,622
134,894	128,281	116,674	111,995	103,434	99,377	92,527	91,424	86,296	86,754	86,655
33,167	32,105	29,696	27,319	24,116	23,574	22,753	32,935	32,425	35,911	37,163
72,779	34,958	34,051	33,870	33,817	33,660	34,109	33,848	32,964	32,908	32,801
-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-
240,841	195,344	180,421	173,184	161,367	156,611	149,390	158,207	151,685	155,573	156,618
130,991	124,569	113,298	108,754	100,441	96,501	89,850	88,778	83,799	84,243	84,147
34,913	33,795	31,259	28,757	25,385	24,815	23,951	34,668	34,132	37,801	39,119
165,904	158,363	144,557	137,511	125,826	121,316	113,801	123,446	117,930	122,045	123,266
\$ 240,841	\$ 195,344	\$ 180,421	\$ 173,184	\$ 161,367	\$ 156,611	\$ 149,390	\$ 158,207	\$ 151,685	\$ 155,573	\$ 156,618
\$ 92,172	\$ 94,015	\$ 95,896	\$ 97,814	\$ 99,770	\$ 101,765	\$ 103,800	\$ 105,876	\$ 107,994	\$ 110,154	\$ 112,357
\$ 21,512	\$ 21,942	\$ 22,381	\$ 22,828	\$ 23,285	\$ 23,751	\$ 24,226	\$ 24,710	\$ 25,204	\$ 25,708	\$ 26,223
\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340
\$ -	\$ -	\$ -	\$ -	\$ -	\$ 310,000	\$ -	\$ -	\$ -	\$ -	\$ -
\$ 118,024	\$ 120,297	\$ 122,616	\$ 124,982	\$ 127,395	\$ 439,856	\$ 132,366	\$ 134,927	\$ 137,538	\$ 140,202	\$ 142,920
\$ 122,817	\$ 75,046	\$ 57,804	\$ 48,202	\$ 33,972	\$ (283,245)	\$ 17,024	\$ 23,280	\$ 14,147	\$ 15,371	\$ 13,698
0.3440	0.3092	0.2779	0.2498	0.2245	0.2018	0.1814	0.1630	0.1465	0.1317	0.1184
\$ 42,254	\$ 23,206	\$ 16,065	\$ 12,041	\$ 7,627	\$ (57,158)	\$ 3,088	\$ 3,795	\$ 2,073	\$ 2,024	\$ 1,621

2042 21	2043 22	2044 23	2045 24	2046 25
4,388,108	4,363,593	4,350,966	4,314,564	4,290,049
88,430	87,424	90,813	87,860	89,463
36,051	34,154	36,651	38,463	38,487
32,569	32,997	32,058	31,877	31,817
-	-	-	-	-
-	-	-	-	-
157,049	154,575	159,523	158,200	159,767
85,871	84,894	88,185	85,318	86,874
37,948	35,952	38,580	40,487	40,512
123,819	120,846	126,766	125,805	127,386
\$ 157,049	\$ 154,575	\$ 159,523	\$ 158,200	\$ 159,767
\$ 114,604	\$ 116,896	\$ 119,234	\$ 121,619	\$ 124,051
\$ 26,747	\$ 27,282	\$ 27,828	\$ 28,384	\$ 28,952
\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340	\$ 4,340
\$ -	\$ -	\$ -	\$ -	\$ -
\$ 145,691	\$ 148,518	\$ 151,402	\$ 154,343	\$ 157,343
\$ 11,358	\$ 6,057	\$ 8,121	\$ 3,857	\$ 2,424
0.1064	0.0956	0.0859	0.0772	0.0694
\$ 1,208	\$ 579	\$ 698	\$ 298	\$ 168

Application to

FEB - 7 2022

Jefferson County Industrial Development Agency (JCIDA)

- Tax Exempt Bond Financing
- Taxable Bond Financing
- Lease Leaseback Transaction

Please contact the agency for more information
regarding project eligibility and application process.

Applicant (Company) Name:
OYA LANE ROAD LLC

Applicant Address:
144 Front Street West, Suite 700, Toronto, ON M5J 2L7

Phone:
+1 416-840-3358

E-mail:
mariana.pires@oyasolar.com | john.mcdonough@oyasolar.com

Application Date: 12/17/2021

Internal Use Only

Staff Signature and Date of Submission: Dan J Zambico
Completed Application Date: 2/15/22 Staff Initial DJ

Revised Date: _____, Revision #: _____

Document Date: January 6, 2022

Fee Schedule

Updated as of the date of the document

Taxable and Tax Exempt Industrial Development Revenue Bonds

Application Fee:	A non-refundable fee of \$2,500.00 is payable to the JCIDA at the time the application is submitted. This fee will be credited towards the total fee at closing.
Fee:	First \$10 million 1.5% of the principal amount of the bond series. \$10 million - \$20 million 1% of the bond series. Any amount over \$20 million 0.5% of the bond series. Annual Fee - \$1,500.00
Point of Contact:	David Zembiec CEO JCIDA+1 (315) 782-5865

Lease Leaseback Transactions

Application Fee:	A non-refundable fee of \$2,500.00 is payable to the JCIDA at the time the application is submitted. This fee will be credited towards the total fee at closing.
Fee:	With a PILOT: First \$10 million 1.5% Second \$10-\$20 million - 0.5% Any amount over \$20 million - 0.25% No PILOT 25% of the abatement value Annual Fee - \$1,000.00 Application for Re-Assignment of benefits to new ownership - \$2,000.00
Renewable Energy Projects:	Annual Administrative Fee - \$1,500.00
Point of Contact:	David Zembiec - CEO JCIDA +1 (315)782-5865

Revised Date: _____, Revision #: _____

Section I: Applicant Information

Please answer all questions. Use None or Not Applicable where necessary.

A) Applicant Information-company receiving benefit:

Applicant Name: OYA LANE ROAD LLC

Applicant Address: 144 Front Street West Suite 700, Toronto ON M5J2L7

Phone: 416-840-3358 Fax: _____

Website: www.oyasolar.com E-mail: mariana.pires@oyasolar.com

Federal ID#: 86-1749319 NAICS: _____

Will a Real Estate Holding Company be utilized to own the Project property/facility? Yes or No

What is the name of the Real Estate Holding Company: _____

Federal ID#: _____

State and Year of Incorporation/Organization: _____

List of stockholders, members, or partners of Real Estate Holding Company: _____

Renewable Energy Projects: Attach ownership chart and indicate companies that will eventually own and operate project _____

B) Individual Completing Application:

Name: Mariana Pires

Title: Project Coordinator

Address: 144 Front Street West, Suite 700, Toronto, ON M5J 2L7

Phone: +1 416-840-3358 x154 Fax: _____

E-Mail: mariana.pires@oyasolar.com

C) Company Contact (if different from Section B above):

Name: Taymaz Jahani

Title: Chief Operating Officer

Address: 144 Front Street West, Suite 700, Toronto, ON M5J 2L7

Phone: +1 416-840-3358 Fax: _____

E-Mail: taymaz.jahani@oyasolar.com

D) Company Counsel:

Revised Date: _____, Revision #: _____

Name of Attorney: Bernadette Corpuz (General Counsel)
 Firm Name: OYA Solar US GP Inc., general partner of OYA Solar NY, L.P.
 Address: 144 Front Street West Suite 700, Toronto ON M5J2L7
 Phone: +1 416-840-3358 x122 Fax: +1 716-819-4650
 E-mail: bernadette.corpuz@oyaventures.com

E) Identify the assistance being requested of the Agency (select all that apply):

- 1. Exemption from Sales Tax Yes or No
- 2. Exemption from Mortgage Tax Yes or No
- 3. Exemption from Real Property Tax Yes or No
- 4. Tax Exempt Financing * Yes or No

* (typically for not-for-profits and qualified small manufacturers)

F) Applicant Business Information (check appropriate category):

Corporation Partnership
 Public Corporation Joint Venture
 Sole Proprietorship Limited Liability Company
 Other (please specify) _____
 Year Established: 2021
 State in which Organization is established: Delaware

G) List all applicant stockholders, members or partners with % of ownership greater than 5% (including all parent entities) [INCLUDE CHART]

NOTE: All applicants must include a current ownership chart reflecting equity ownership. Applications will not be accepted or deemed complete without this information.

The Agency's acceptance of this application will be specific to the existing equity ownership of the applicant and the Agency's ultimate approval is likewise specific to the applicant equity ownership (the taxpayer beneficiaries of the Agency's financial assistance). The Agency's approval of any proposed project shall be specific to the equity ownership of the Company at the time of application to the Agency. The Agency's approval of any financial assistance, including real property tax exemptions, is non-transferrable and may not be assigned or assumed without the Agency's prior written consent. Any transfer in excess of fifty percent (50%) of the equity voting interests of the Company (including all parent companies of the Company through and including the ultimate taxpayer(s) owning or controlling

Revised Date: _____, Revision #: _____

the Company), other than to a Related Person of the Company, shall be deemed an assignment and require the prior written consent of the Agency. Any proposed assignment shall require the prior written consent of the Agency upon written application no less than 45 days prior to a regularly scheduled meeting of the Agency.

<u>Name</u>	<u>% of ownership</u>
OYA Solar CDG LLC	100%
_____	_____
_____	_____

H) Applicant Business Description:

Describe in detail company background, products, customers, goods and services. Description is critical in determining eligibility: OYA LANE ROAD LLC will construct, own and operate a 3.1 MW AC Community Distributed Generation solar array in Jefferson County. The project will generate electricity by using solar photo-voltaic panels. The project will be interconnected to National Grid Distribution system. The project will benefit National Grid retail customers who subscribe to a portion of the project through a community solar program.

Estimated % of sales within Jefferson County: 50%

Estimated % of sales outside Jefferson County, but within New York State: 50%

Estimated % of sales outside New York State but within the U.S.: 0

Estimated % of sales outside the U.S. 0

(*Percentage to equal 100%)

I) What percentage of your total annual supplies, raw materials and vendor services are purchased from firms in Jefferson County. Include list of vendors, raw material suppliers and percentages for each. Provide supporting documentation including estimated percentage of local purchases. Approximately 10%. All the consultants services has been procured from local consultants.

Revised Date: _____, Revision #: _____

Section II: Project Description & Details

A) Project Location:

List your current operation(s) locations in Jefferson County:

List your current operation(s) locations in New York State:

Provide the Property Address of the proposed Project:

Address: 22106 Lane Rd, Pamela, NY 13601

Parcel ID: 74.13-1-1.1

Will the completion of the Project result in the removal, or reduction of an industrial or manufacturing plant of the Applicant from: one area of New York State to Jefferson County; or within Jefferson County?

Yes or No

If Yes, please provide details _____

Will the completion of the Project result in the abandonment of one or more plants or facilities of the Applicant located within New York State?

Yes or No

If Yes, please provide details _____

Will the Proposed Project cause Applicant s current operations within Jefferson County to be closed or be subjected to reduced activity?

Yes or No

If Yes, please provide details _____

If Yes to any of the above three (3) questions, Applicant must complete Section IV of this Application.

Revised Date: _____, Revision #: _____

Will the completion of the Project result in the abandonment, removal, or reduction of an industrial or manufacturing plant of a closely aligned competitor from one area of New York State or Jefferson County?

Yes or No

If Yes, please provide details _____

SBL Number for Property upon which proposed Project will be located: 74.13-1-1.1

What are the current real estate taxes on the proposed Project Site? N/A

If amount of current taxes is not available, provide assessed value for each:

Land: \$ 156,364.00 Buildings(s): \$ _____

** If available please include a copy of current tax bill.

Are Real Property Taxes current? Yes or No. If no, please explain _____

Town/City/Village: Pamelia School District: General Brown Central

Does the Applicant or any related entity currently hold fee title to the Project site? Yes or No

If No, indicate name of present owner of the Project Site: Anthony P. Crupi Trust

Does Applicant or related entity have an option/contract to purchase the Project site? Yes or No

B) Please provide narrative of project and the purpose of the project (new build, renovations, and/or equipment purchases). Identify specific uses occurring within the project. Describe any and all tenants and any/all end users: (This information is critical in determining project eligibility): _____

The project is a 3.1 MW AC Community Distributed Generation solar array in Jefferson County which will be owned and operated by the applicant.

The project will generate electricity by using solar photo-voltaic panels. The project will be interconnected to the National Grid Distribution system. The project will receive credits for the power provided to National Grid which will in turn be sold at a discount to National Grid retail customers who subscribe to a portion of the project through a community solar program.

The PILOT agreement, if approved by the IDA will help generate long term revenue for the Town, County and School District.

Describe the reasons why the Agency's Financial Assistance is necessary, and the effect the Project will have on the Applicant's business or operations. Focus on competitiveness issues, project shortfalls, etc... Your eligibility determination will be based in part on your answer (attach additional pages if necessary): The project is not financially viable at the full tax rates which are subject to unknown increases.

Obtaining a PILOT Agreement that provides a lower and predictable tax payment is critical to making the project viable.

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Please confirm by checking the box, below, if there is a strong possibility that the Project would not be undertaken but for the Financial Assistance provided by the Agency?

Yes or No

If Yes, please provide details: The project would likely not be undertaken with out a PILOT Agreement. The project needs to have some cost certainty for taxes in order to be financially viable.

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken by the Agency: The project would likely not be undertaken with out a PILOT Agreement.

If the Applicant is unable to obtain Financial Assistance for the Project, what will be the impact on the Applicant? If the applicant can not obtain the Financial Assistance provide by a PILOT Agreement the project would likely be terminated resulting in the write off of the applicant investment to date and the inability to pay rent to the landowner for the term of the lease.

C) Will Project include leasing any equipment Yes or No

If Yes, please describe: _____

D) Site Characteristics:

Describe the present use of the proposed Project site: Agricultural vacant land

Will the Project meet zoning/land use requirements at the proposed location? Yes or No

If Yes, please provide local zoning reference that applies: The project has all ready received Site Plan Approval from the Town.

For Renewable Energy Projects provide acres leased or owned: 19.71 acres

Describe the present zoning/land use: Rural Residence

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Describe required zoning/land use, if different: N/A

If a change in zoning/land use is required, please provide details/status of any request for change of zoning/land use requirements: N/A

Is the proposed project located on a site where the known or potential presence of contaminants is complicating the development/use of the property? If yes, please explain: No

Have site plans been submitted to the appropriate planning board or department?

Yes or No

** If yes, please provide the Agency with a copy of the related State Environmental Quality Review Act (SEQR) Environmental Assessment Form that may have been required to be submitted along with the site plan application to the appropriate planning department. Please provide the Agency with the status with respect to any required planning department approval: _____

The project has been approved by the Town.

Has the Project received site plan approval from the planning department? Yes or No.

If Yes, please provide the Agency with a copy of the planning department approval along with the related SEQR determination.

E) Has a Phase I Environmental Assessment been prepared, or will one be prepared with respect to the proposed project site? Yes or No If yes, please provide a copy.

F) Have any other studies or assessments been undertaken with respect to the proposed project site that indicate the known or suspected presence of contamination that would complicate the site s development?
 Yes or No. If yes, please provide copies of the study

G) Provide any additional information or details: Wetland delineation have been completed and ESA Phase 1 is underway.

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H) Select Project Type for all end users at project site (you may check more than one):

** Please check any and all end users as identified below.

Industrial	<input type="checkbox"/>	Back Office	<input type="checkbox"/>
Acquisition of Existing Facility	<input type="checkbox"/>	Retail	<input type="checkbox"/>
Housing	<input type="checkbox"/>	Mixed Use	<input type="checkbox"/>
Equipment Purchase	<input type="checkbox"/>	Facility for Aging	<input type="checkbox"/>
Multi-Tenant	<input type="checkbox"/>	Civic Facility (not for profit)	<input type="checkbox"/>
Commercial	<input type="checkbox"/>	Other _____	<input type="checkbox"/>

** Will customers personally visit the Project site for either of the following economic activities? If yes with respect to either economic activity indicated below, complete the Retail Questionnaire contained in Section III of the Application.

Retail Sales: Yes or No Services: Yes or No

For purposes of this question, the term retail sales means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the Tax Law) primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

I) Project Information:

Estimated costs in connection with Project:

Renewable Energy Projects use Cost Section on page 12.

- 1. Land and/or Building Acquisition: \$ _____
 _____ acres _____ square feet
- 2. New Building Construction: _____ square feet \$ _____
- 3. New Building Addition(s): _____ square feet \$ _____
- 4. Infrastructure Work \$ _____
- 5. Reconstruction/Renovation: _____ square feet \$ _____
- 6. Manufacturing Equipment: \$ _____
- 7. Non-Manufacturing Equipment (furniture, fixtures, etc.): \$ _____
- 8. Soft Costs: (professional services, etc.): \$ _____
- 9. Other, Specify: _____ \$ _____

TOTAL Capital Costs: \$ _____

Project refinancing; estimated amount
(for refinancing of existing debt only)
Sources of Funds for Project Costs:

\$ _____

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Bank Financing:	\$ <u>2,900,000.00</u>
Equity (excluding equity that is attributed to grants/tax credits)	\$ <u>2,600,000.00</u>
Tax Exempt Bond Issuance (if applicable)	\$ _____
Taxable Bond Issuance (if applicable)	\$ _____
Public Sources (Include sum total of all state and federal grants and tax credits)	\$ _____
Identify each state and federal grant/credit:	
<u>Investment Tax Credit</u>	\$ <u>1,700,000.00</u>
_____	\$ _____
_____	\$ _____
Total Sources of Funds for Project Costs:	\$ <u>7,200,000.00</u>

Have any of the above costs been paid or incurred as of the date of this Application? Yes or No

If Yes, describe particulars: _____

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Renewable Energy Project: Project Costs

1. Project size	3.1 MWac 4.13 MWdc
2. Solar equipment costs (panels, racking, all solar equipment to inverters)	\$ <u>4,973,857.27</u>
3. Site equipment and FF&E costs (on-production equipment from inverter to interconnection, including site fencing, security and other equipment)	\$ _____
4. Site work and land preparation costs (earthwork, roadways, landscaping, and site plan improvements, highway cuts, wetland mitigation and other onsite infrastructure costs)	\$ <u>250,000.00</u>
5. All interconnection costs whether direct or indirect expense through utility	\$ <u>1,321,620.00</u>
6. All pre-development costs, including planning, engineering, site plan and permitting	\$ <u>111,890.00</u>
7. Battery storage costs	\$ _____
8. All other soft costs including legal, planning and permitting	\$ <u>207,206.54</u>
9. Community benefit payments or impact fees	\$ _____
10. Community adder	\$ _____
11. Community or market transition credit	\$ _____
12. Other (please identify):	\$ <u>660,000.00</u>
<u>Decommissioning Bond, IDA Fee, Subscriptions</u>	

Total:	\$ <u>7,524,573.82</u>

Have any of the above costs been paid or incurred as of the date of this Application? Yes or No

If Yes, describe particulars: Pre development cost for permitting and engineering

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Mortgage Recording Tax Exemption Benefit: Amount of mortgage that would be subject to mortgage recording tax:

Mortgage Amount (include sum total of construction/permanent/bridge financing): \$ _____

Estimated Mortgage Recording Tax Exemption Benefit (product of mortgage Amount as indicated above multiplied by ___%): \$ _____

Construction Cost Breakdown:

Total Cost of Construction \$ 6,545,477.27 (sum of 2,3,4,5, and/or 7 in Question I, above)

Cost for materials: \$ 4,973,857.27

% sourced in Jefferson County: 8 %

% sourced in New York State 12 % (including Jefferson County)

List major material suppliers if known TBD

Cost for labor: \$ 3,434,001.89

Expected Full-Time Equivalent Jobs during construction _____

Expected Total Labor Hours during construction _____

List major subcontractors, if known TBD

Sales and Use Tax: Gross amount of costs for goods and services that are subject to State and local Sales and Use tax - said amount to benefit from the Agency's Sales and Use Tax exemption benefit:

\$ _____

Estimated State and local Sales and Use Tax Benefit (product of ___% multiplied by the figure, above):

\$ _____

*** Note that the estimate provided above will be provided to the New York State Department of Taxation and Finance. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to undertake the total amount of investment as proposed within this Application, and that the estimate, above, represents the maximum amount of sales and use tax benefit that the Agency may authorize with respect to this Application. The Agency may utilize the estimate, above, as well as the proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered.*

Real Property Tax Benefit:

Identify and describe if the Project will utilize a real property tax exemption benefit OTHER THAN the Agency's PILOT benefit: _____

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JCIDA PILOT Benefit: Agency staff will indicate the amount of PILOT Benefit based on estimated Project Costs as contained herein and anticipated tax rates and assessed valuation, including the annual PILOT Benefit abatement amount for each year of the PILOT benefit year and the sum total of PILOT Benefit abatement amount for the term of the PILOT as depicted in Section II(I) of the Application.

Percentage of Project Costs financed from Public Sector sources: Agency staff will calculate the percentage of Project Costs financed from Public Sector sources based upon Sources of Funds for Project Costs as depicted above in Section II(I) of the Application.

J) For the proposed facility, please indicate the square footage for each of the uses outlined below:

*If company is paying for FFE for tenants, please include in cost breakdown

	Square Footage	Cost	% of Total Cost of Project
Manufacturing/Processing			
Warehouse			
Research & Development			
Commercial			
Retail (see section K)			
Office			
Specify Other			

K) What is your project timetable (Provide dates):

1. Start date: acquisition of equipment or construction of facilities: August, 2022
2. Estimated completion date of project: January, 2023
3. Project occupancy estimated starting date of operations: January, 2023
4. Have construction contracts been signed? Yes or No
5. Has Financing been finalized? Yes or No

****** *If constructions contracts have been signed, please provide copies of executed construction contracts and a complete project budget. The complete project budget should include all related construction costs totaling the amount of the new building construction, and/or new building addition(s), and/or renovation.*

L) Is the proposed Project necessary to expand Applicant employment: Yes or No

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Is the proposed Project necessary to retain existing employment: Yes or No

M) Employment Plan (Specific to the proposed project location):

	Current # of jobs at proposed project location or to be relocated at project location	IF FINANCIAL ASSISTANCE IS GRANTED project the number of FTE jobs to be RETAINED	IF FINANCIAL ASSISTANCE IS GRANTED project the number of FTE jobs to be CREATED upon THREE Years after Project completion
**Full time (FTE)			

** By statute, Agency staff must project the number of FTE jobs that would be retained and created if the request for Financial Assistance is granted. Agency staff will project such jobs over the Three-Year time period following Project completion. convert part-time jobs into FTE jobs by dividing the number of part-time jobs by two (2). A FTE job is one that works the equivalent of a 40-hour week for 48 weeks. A part-time job is one that works the equivalent of a 20-hour week for 24 weeks.

Salary and Fringe Benefits for Jobs to be Retained and Created:

Category of Jobs to be Retained and Created	FTE	Average Salary or Range of Salary	Average Fringe Benefits or Range of Fringe Benefits
Management			
Professional			
Administrative			
Production			
Transportation/Logistics			
Warehousing			
Other			
TOTAL			

Employment at other locations in County/City/Town/Village: (provide address and number of employees at each location):

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Location Address		
Full time		
Part Time		
Total		

N) Will any of the facilities described above be closed or subject to reduced activity? Yes or No

*** If any of the facilities described above are located within the State of New York, and you answered Yes to the question, above, you must complete Section IV of this Application.*

*** Please note that the Agency may utilize the foregoing employment projections, among other items, to determine the Financial Assistance that will be offered by the Agency to the Applicant. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to retain the number of jobs and create the number of jobs with respect to the Project as set forth in this Application.*

O) Is the proposed Project reasonably necessary to prevent the Applicant from moving out of New York State? Yes or No. Out of Jefferson County? Yes or No.

If yes, please explain and identify the other locations being investigated, type of assistance offered and provide supporting documentation if available: _____

P) What competitive factors led you to inquire about sites outside of Jefferson County or New York State? N/A

Q) Have you contacted or been contacted by other Local, State and/or Federal Economic Development Agencies? Yes or No.

Have you applied, or intend to apply for additional Grant Funding, or tax incentives? Yes or No.

If yes, please identify which agencies and what other Local, State and/or Federal assistance and the assistance sought and dollar amount that is anticipated to be received: _____

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Section III Retail Questionnaire

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

Please answer the following:

- A. Will any portion of the Project (including that portion of the cost to be financed from equity or other sources) consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

Yes or No. If the answer is yes, please continue. If no, proceed to section V

For purposes of Question A, the term retail sales means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the Tax Law) primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- B. What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the project? 0%. If the answer is less than 33% do not complete the remainder of the retail determination and proceed to section V.

If the answer to A is Yes AND the answer to Question B is greater than 33.33%, indicate which of the following questions below apply to the project:

1. Will the Project be operated by a not-for-profit corporation Yes or No.

2. Is the Project location or facility likely to attract a significant number of visitors from outside the economic development region (list specific County or ED region) in which the project will be located?

Yes or No

If yes, please provide a third-party market analysis or other documentation supporting your response.

3. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the municipality within which the proposed Project would be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?

Yes or No

If yes, please provide a third-party market analysis or other documentation supporting your response.

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4. Will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes or No.

If yes, explain _____

5. Is the Project located in a Highly Distressed Area? Yes or No

Section IV Inter-Municipal Move Determination

The Agency is required by State law to make a determination that, if completion of a Project benefiting from Agency Financial Assistance results in the removal of an industrial or manufacturing plant of the Applicant from one area of New York State to another area of the State; or in the abandonment of one or more plants or facilities of the Applicant located within the New York State, Agency Financial Assistance is required to prevent the Applicant from relocating out of the New York State, or is reasonably necessary to preserve the Applicant's competitive position in its respective industry.

Explain how the Agency's Financial Assistance is required to prevent the Project from relocating out of New York State, or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry: _____

Section V Adaptive Reuse Determination

(Adaptive Reuse is the process of adapting old structures or sites for new purposes)

Are you applying for a tax incentive under the Adaptive Reuse Program? Yes or No

If No, please proceed to next Section

- A) What is the age of the structure (in years) _____
- B) Has the structure been vacant or underutilized for a minimum of 3 years? (Underutilized is defined as a minimum of 50% of the rentable square footage of the structure being utilized for a use for which the structure was not designed or intended) Yes or No. How many years? _____
- C) Is the structure currently generating insignificant income? (Insignificant income is defined as income that is 50% or less than the market rate income average for that property class) Yes or No
 If yes, please provide dollar amount of income being generated, if any _____

D) Does the site have historical significance? Yes or No

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E) Are you applying for either State/Federal Historical Tax Credit Programs? Yes or No. If yes, provide estimated value of tax credits _____

F) Summarize the financial obstacles to development that this project faces without Agency or other public assistance. Please provide the Agency with documentation to support the financial obstacles to development (you will be asked to provide cash flow projections, documenting costs, expenses and revenues with and without IDA and other tax credits included indicating below average return on investment rates compared to regional industry averages): _____

G) Briefly summarize the demonstrated support that you intend to receive from local government entities. Please provide the Agency documentation of this support in the form of signed letters from these entities:

H) Please indicate other factors that you would like the Agency to consider such as: structure or site presents significant public safety hazard and or environmental remediation costs, site or structure is located in distressed census tract, structure presents significant costs associated with building code compliance, site has historical significance, site or structure is presently delinquent in property tax payments:

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Section VI: Estimate of Real Property Tax Abatement Benefits and Percentage of Project Costs financed from Public Sector sources

**** Section V of this Application will be: (i) completed by IDA Staff based upon information contained within the Application, and (ii) provided to the Applicant for ultimate inclusion as part of this completed Application.**

PILOT Estimate Table Worksheet

Dollar Value of New Construction and Renovation Costs	Estimated New Assessed Value of Property Subject to IDA*	County Tax Rate/1000	Local Tax Rate (Town/City/Village)/1000	School Tax Rate/1000

*Apply equalization rate to value

PILOT Year	% Payment	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT	Full Tax Payment w/o PILOT	Net Exemption
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
TOTAL							

***Estimates provided are based on current property tax rates and assessment values**

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Percentage of Project Costs financed from Public Sector Table Worksheet:

Total Project Cost	Estimated Value of PILOT	Estimated Value of Sales Tax Incentive	Estimated Value of Mortgage Tax Incentive	Total of Other Public Incentives (Tax Credits, Grants, ESD Incentives, etc.)

Calculate %

(Est. PILOT + Est. Sales Tax+ Est. Mortgage Tax+ Other)/Total Project Costs: _____ %

JCIDA will also complete a Cost-Benefit analysis using information contained within this Application, and available to the Public.

Section VII Representations, Certifications and Indemnification

Taymaz Jahani (name of CEO or other authorized representative of Applicant) confirms and says that he/she is the Chief Operating Officer (title) of OYA Lane Road LLC (name of corporation or other entity) named in the attached Application (the Applicant), that he/she has read the foregoing Application and knows the contents thereof, and hereby represents, understands, and otherwise agrees with the Agency and as follows:

- A. **Job Listings:** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the DOL) and with the administrative entity (collectively with the DOL, the JTPA Entities) of the service delivery area created by the federal job training partnership act (Public Law 97-300) (JTPA) in which the Project is located.
- B. **First Consideration for Employment:** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the Applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.
- C. **Annual Sales Tax Filings:** In accordance with Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be

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filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant. Copies of all filings shall be provided to the Agency.

- D. **Employment Reports:** The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, at least annually or as otherwise required by the Agency, reports regarding the number of people employed at the project site, salary levels, contractor utilization and such other information (collectively, Employment Reports) that may be required from time to time on such appropriate forms as designated by the Agency. Failure to provide Employment Reports within 30 days of an Agency request shall be an Event of Default under the PILOT Agreement between the Agency and Applicant and, if applicable, an Event of Default under the Agent Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Employment Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.
- E. The Applicant acknowledges that certain environmental representations will be required at closing. The Applicant shall provide with this Representation, Certification and Indemnification Form copies of any known environmental reports, including any existing Phase I Environmental Site Assessment Report(s) and/or Phase II Environmental Investigations. The Agency may require the Company and/or owner of the premises to prepare and submit an environmental assessment and audit report, including but not necessarily limited to, a Phase I Environmental Site Assessment Report and a Phase II Environmental Investigation, with respect to the Premises at the sole cost and expense of the owner and/or the Applicant. All environmental assessment and audit reports shall be completed in accordance with ASTM Standard Practice E1527-05, and shall be conformed over to the Agency so that the Agency is authorized to use and rely on the reports. The Agency, however, does not adopt, ratify, confirm or assume any representation made within reports required herein.
- F. The Applicant and/or the owner, and their successors and assigns, hereby release, defend and indemnify the Agency from any and all suits, causes of action, litigations, damages, losses, liabilities, obligations, penalties, claims, demands, judgments, costs, disbursements, fees or expenses of any kind or nature whatsoever (including, without limitation, attorneys , consultants and experts fees) which may at any time be imposed upon, incurred by or asserted or awarded against the Agency, resulting from or arising out of any inquiries and/or environmental assessments, investigations and audits performed on behalf of the Applicant and/or the owner pursuant hereto, including the scope, level of detail, contents or accuracy of any environmental assessment, audit, inspection or investigation report completed hereunder and/or the selection of the environmental consultant, engineer or other qualified person to perform such assessments, investigations, and audits.
- G. **Hold Harmless Provision:** The Applicant acknowledges and agrees that the Applicant shall be and is responsible for all costs of the Agency incurred in connection with any actions required to be taken by the Agency in furtherance of the Application including the Agency s costs of general counsel and/or the Agency s bond/transaction counsel whether or not the Application, the proposed Project it describes, the attendant negotiations, or the issue of bonds or other transaction or agreement are ultimately ever carried to successful conclusion and agrees that the Agency shall not be liable for and agrees to indemnify, defend, and hold the Agency

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harmless from and against any and all liability arising from or expense incurred by: (i) the Agency's examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application or the proposed Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (ii) the Agency's acquisition, construction and/or installation of the proposed Project described herein; and (iii) any further action taken by the Agency with respect to the proposed Project including, without limiting the generality of the foregoing, all causes of action and attorney's fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law and the policies of the Agency that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency, any mortgage recording tax exemption claimed by the Applicant and approved by the Agency, and/or any real property tax abatement claimed by the Applicant and approved by the Agency, in connection with the Project, may be subject to recapture and/or termination by the Agency under such terms and conditions as will be established by the Agency and set forth in transaction documents to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation information regarding the amount of the New York State and local sales and use tax exemption benefit, the amount of the mortgage recording tax exemption benefit, and the amount of the real property tax abatement, if and as applicable, to the best of the Applicant's knowledge, is true, accurate and complete.

- H. This obligation includes an obligation to submit an Agency Fee Payment to the Agency in accordance with the Agency Fee policy effective as of the date of this Application
- I. By executing and submitting this Application, the Applicant covenants and agrees to pay the following fees to the Agency and the Agency's general counsel and/or the Agency's bond/transaction counsel, the same to be paid at the times indicated:
- (i) a non-refundable \$_____ application and publication fee (the Application Fee);
 - (ii) a \$_____ expense deposit for the Agency's Counsel Fee Deposit.
 - (iii) Unless otherwise agreed to by the Agency, an amount equal to _____ percent (_____%) of the total project costs.
 - (iv) All fees, costs and expenses incurred by the Agency for (1) legal services, including but not limited to those provided by the Agency's general counsel and/or the Agency's bond/transaction counsel, thus note that the Applicant is entitled to receive a written estimate of fees and costs of the Agency's general counsel and the Agency's bond/transaction counsel; and (2) other consultants retained by the Agency in connection with the proposed project, with all such charges to be paid by the Applicant at the closing.
- J. If the Applicant fails to conclude or consummate the necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable proper or requested action, or withdraws, abandons, cancels, or neglects the Application, or if the Applicant is unable to find buyers willing to purchase the bond issue requested, or if the Applicant is unable to facilitate the sale/leaseback or lease/leaseback transaction, then, upon the presentation of an invoice, Applicant shall pay to the Agency, its agents, or assigns all actual costs incurred by

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the Agency in furtherance of the Application, up to that date and time, including but not necessarily limited to, fees of the Agency's general counsel and/or the Agency's bond/transaction counsel.

- K. The Applicant acknowledges and agrees that all payment liabilities to the Agency and the Agency's general counsel and/or the Agency's bond and/or transaction counsel as expressed in Sections H and I are obligations that are not dependent on final documentation of the transaction contemplated by this Application.
- L. The cost incurred by the Agency and paid by the Applicant, the Agency's general counsel and/or bond/transaction counsel fees and the processing fees, may be considered as a cost of the Project and included in the financing of costs of the proposed Project, except as limited by the applicable provisions of the Internal Revenue Code with respect to tax-exempt bond financing.
- M. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). **Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.**
- N. The Applicant acknowledges that it has been provided with a copy of the Agency's Policy for Termination of Agency Benefits and Recapture of Agency Benefits Previously Granted (the Termination and Recapture Policy). The Applicant covenants and agrees that it fully understands that the Termination and Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Termination and Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
- O. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:
- § 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
- P. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- Q. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial

Revised Date: _____, Revision #: _____

Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency s involvement the Project.

R. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.

S. The Applicant and the individual executing this Application on behalf of Applicant acknowledge that the Agency and its counsel will rely on the representations and covenants made in this Application when acting hereon and hereby represents that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

STATE OF NEW YORK)
COUNTY OF JEFFERSON) ss.:

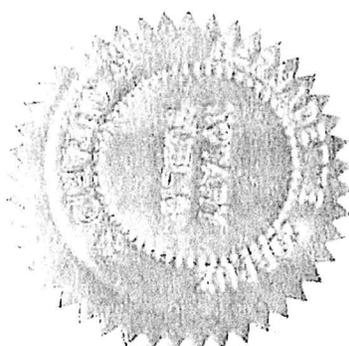
Taymaz Jahani, being first duly sworn, deposes and says:

1. That I am the Chief Operating Officer (Corporate Office) of OYA Lane Road LLC (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.

Taymaz Jahani
(Signature of Officer)

Subscribed and affirmed to me under penalties of perjury
this 2nd day of February, 2022

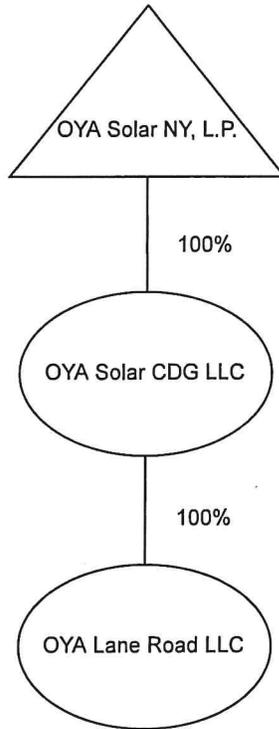
(Notary Public)
Bernadette Corpuz
Province of Ontario, Country
of Canada
NO EXPIRY on Notary



Revised Date: _____, Revision #: _____

Section I: Applicant Information

Section: G) List all applicant stockholders, members or partners with % of ownership greater than 5% (including all parent entities)



Jefferson County Industrial Development Agency
 800 Starbuck Avenue, Suite 800
 Watertown, NY 13601
 (315) 782-5865

2022 Board Attendance

Name	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
Aliasso, Robert	P	P										
Converse, David	P	P										
Jennings, John	P	P										
Johnson, William	P	P										
L'Huilier, Lisa	P	P										
Walldroff, W. Edward	P	P										
Warneck, Paul	P	P										
Totals:	7	7										
P - Present												
- Excused												
- Absent												