

Jefferson County Industrial Development Agency
800 Starbuck Avenue, Suite 800
Watertown, New York 13601
Telephone: (315) 782-5865 or (800) 553-4111 Facsimile (315) 782-7915
www.jcida.com

Notice of Board Meeting

Date: January 24, 2025

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

From: Chairman Robert Aliasso

Re: Notice of Board of Directors' Meeting

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The Jefferson County Industrial Development Agency will hold its Board Meeting on **Thursday, February 6, 2025 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=R0t4VjRPdGJBZDJrL2JQYVVjKytDdz09>
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: Marshall Weir, CEO
Lyle Eaton
Jay Matteson
Robin Stephenson
Dr. Gregory A. Gardner
Rob Aiken
Dawn Robinson
Charles Capone
Justin S. Miller, Esq.
Stephen Maier, Esq.
Media

BOARD MEETING AGENDA
Thursday, February 6, 2025 - 8:30 a.m.

- I. Call to Order**
- II. Pledge of Allegiance**
- III. Privilege of the Floor**
- IV. Minutes – January 9, 2025**
- V. Treasurer’s Report – January 31, 2025**
- VI. Committee Reports**
 - a. Alternative Energy Ad Hoc Committee**
 - b. Building & Grounds Ad Hoc Committee**
- VII. Unfinished Business**
 - 1. Consideration of Executive Session**
- VIII. New Business**
 - 1. Resolution No. 02.06.2025.01 to Borrow Money from JCLDC**
- IX. Counsel**
 - 1. Initial Project Resolution No. 02.06.2025.02 for AES Black River Solar, LLC**
- X. Adjournment**

**Jefferson County Industrial Development Agency
Annual Board Meeting Minutes
January 9, 2025**

CONFIDENTIAL

The Jefferson County Industrial Development Agency held its annual board meeting on Thursday, January 9, 2025 in the board room at 800 Starbuck Avenue, Watertown, NY.

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

Excused: None

Absent: None

Also Present: Charles Capone
Zoom: Justin Miller, Esq, (Harris Beach)

Staff Present: Marshall Weir, Jay Matteson, Lyle Eaton, Peggy Sampson, Robin Stephenson

- I. Call to Order:** Chairman Aliasso called the meeting to order at 9:44 a.m.
- II. Privilege of the Floor:** No one spoke.
- III. Minutes:** Minutes of the meeting held on December 5, 2024 were presented. A motion to approve the minutes as presented was made by Mr. Johnson, seconded by Mr. Converse. All in favor. Carried.
- IV. Treasurer's Report:** Mr. Warneck reviewed the financials for the period ending December 31, 2024. He said that it is the PILOT/lease-leaseback fees and grant income that make us look like we are falling behind; however, he said everything else looks in line with expenses and the balance sheet from month to month looks fine with no major changes. He reviewed the delinquent accounts – Colleen's Cherry Tree Inn is running two months behind, and Painful Acres is now eight months behind and could be a write-off issue this year. He mentioned that Attorney Miller said that projects that are in default have a statutory 10% default rate, and he wondered if we should start reporting it that way moving forward (i.e. Convalt is showing in default with the original interest instead of the default interest). After discussion, a motion was made by Mr. Warneck to accept the financial statement as presented, seconded by Mr. Johnson. All in favor. Carried.
- V. Committee Reports:**
 - a. Audit Committee**
 - i. Resolution No. 01.09.2025.01 to Engage Auditors for Annual Audit** – Mr. Warneck reviewed the committee meeting minutes. The Audit Committee met on December 13, 2024 and recommended approval of the engagement letter presented by Bowers CPAs. The fee for the audit and other services is \$13,250. A motion was made by Mr. Converse to approve the resolution, seconded by Ms. L'Huillier. All in favor. Carried.

Jefferson County Industrial Development Agency
Annual Board Meeting Minutes
January 9, 2025

b. Governance Committee

i. Resolution No. 01.09.2025.02 for Annual Internal Policy and Procedure

Review – The Governance Committee met on December 13, 2024 to review the bylaws, mission statement/performance measurements the disposition of real property guidelines, investment policy with internal controls, the procurement policy and the proposed project progress assessment and employment verification policy. A motion was made by Mr. Warneck to approve the resolution, seconded by Mr. Walldroff. All in favor. Carried.

ii. Proposed Application – Mr. Walldroff said the changes are a result of the OSC audit follow-up to address audit deficiencies. He said the changes will supply the statistical information and also for the applicants to verify and satisfy the state’s requirements and give us the enforcement we need to go after the information. A motion was made by Mr. Walldroff to approve the application, seconded by Mr. Warneck. All in favor. Carried.

iii. Summary Results of Confidential Evaluation of Board Performance – The Governance Committee reviewed the board evaluations. A motion was made by Ms. L’Huillier to accept the summary results, seconded by Mr. Walldroff. All in favor. The summary will be sent to the ABO.

c. Alternative Energy – Mr. Warneck said there was a new project in the newspaper for a large-scale solar project that will be in Wilna and the Town of Croghan in Lewis County. He said they filed their three-day notice that they are going to file an application. He said that Mr. Eaton heard about a project on County Route 66 in the Town of Hounsfield for a small solar project that will fall under local zoning. There was discussion that they need to come to the IDA and Mr. Weir confirmed that he has talked with them but indicated that we have not received an application.

Mr. Johnson said he is wondering if we should approach one of the three utility-grade developers and find out if they are thinking about coming to the IDA for a PILOT so we can get ahead of it. Mr. Warneck said that prior to the state’s evaluation model, AES had preliminary discussions with Dave Zembiec, so he would choose to talk with them. Mr. Weir said that he has had discussions about the proposed Wilna project. He said the project will be led by the Lewis County IDA because there will be more of the project in Lewis County. Mr. Warneck said that if Lewis County wants to be the lead, then we want to make sure that their PILOT terms are consistent with ours. Mr. Johnson said that’s why we should address them sooner than later.

Attorney Miller said that his firm is dealing with AES in Franklin County for a 100MW project that involves two towns and one school and also a 200MW deal with Nextera in Cayuga County that involves three school districts and one town. He said there’s a way to allocate the amount of megawatts within a particular tax parcel so the allocation isn’t an issue. He said in regard to the Lewis project there’s going to be a real divergence of interest because Jefferson County is telling our IDA that we need to charge full taxes on the County millage and that’s not going to happen to Lewis County. He said this project might be big enough for Jefferson County to take a different approach on the financial model, so getting in early and talking about those things could be beneficial. He said the model where they have to pay full tax to one taxing jurisdiction and then get abated on others through a PILOT

**Jefferson County Industrial Development Agency
Annual Board Meeting Minutes
January 9, 2025**

Alternate Energy continued -

they have to pay full tax to one taxing jurisdiction and then get abated on others through a PILOT contract can be done in a formula but said it's going to look a lot different than a straight abatement in Lewis County.

Mr. Walldroff mentioned that OYA is in bankruptcy. Attorney Miller said that we approved a transfer for two of the projects, but noted that it they haven't closed. He said their intended buyer that didn't execute before filing is going to be the stalkinghorse bid to take it out of the bankruptcy and then we would sign the same documents post-filing, but he hasn't received an update from them since before the holidays. He said that they intend to keep our leases and PILOTs in good standing.

- d. **Building and Grounds Committee** – Mr. Condino reported that there was a meeting in December. He said a lot of the meeting was listening to Alex Morgia talk about his concept of putting a sign on the back of his building that faces Interstate 81. He said the committee felt that he needed to make a formal request in order to move forward. Mr. Weir said that he has not received a formal request. Mr. Warneck said that we should find out whether we can even approve it if we wanted to. Mr. Condino agrees but wants to see the facts first to see what is being proposed then we can ask counsel and the town and the zoning and look at those things to see if we can do it and if we would want to do it.

Mr. Condino said the committee also talked about the business complex infrastructure water and sewer project. He said that he and Mr. Weir will schedule a project close-out meeting with the contractor because it is his understanding that the project is complete, and the infrastructure is in. He said that we will be moving forward on the inventory one sheet and would entertain another committee meeting to discuss the BCA concept of the park. Mr. Weir said that he will have BCA pause in order to talk about the details of what the park will look like.

Mr. Johnson said that if we are ever going to make this a shovel-ready site then we need to address getting power to the site. Mr. Condino agreed. Mr. Weir said it is a complicated process.

Mr. Condino said the Town of Hounsfield sewer project is very close to going out to bid. He said there are a couple of details with the DEC that are expected to be completed and approved within the next several months, then the project will go out to bid and be completed this year.

Mr. Johnson said that Mr. Piche is waiting on talking points for a support letter for a grant for the Town of Hounsfield's project. Mr. Weir said he sent it out a couple of weeks ago and indicated that he would follow up.

Mr. Warneck readdressed the signage in the park. He said the deed covenants say that there is a permanent restriction for any sign that has to be on-site use. He said that his point is if that is the legal advice then we are wasting the town's time, Mr. Morgia's time, and everyone's time if that is set in the deed restriction that we don't have the ability to weigh in. Mr. Weir said that Attorney Miller believes that it is pretty cut and dry that the covenant reads something to the effect of advertising the owner's premises.

**Jefferson County Industrial Development Agency
Annual Board Meeting Minutes
January 9, 2025**

Building and Grounds continued -

Mr. Weir said that Attorney Miller's opinion at first blush was that the spirit of that was to advertise the business that is in the park, but the covenant itself says to advertise the owner's premises and so he believes that piece was the sticking point because Mr. Morgia said he would be advertising the owner's premises (his business in Sackets Harbor). Mr. Warneck said his point is why waste everyone's time if it is a case of 'we can't do it'.

Mr. Warneck said another issue that came up at the committee meeting was the quality along the 81 corridor with brush and junk. Mr. Weir said it is DOT owned land and indicated that he has had a brief discussion with Jim Lawrence about it and was told that they have started cleaning up some of it.

VI. Unfinished Business: None.

VII. New Business:

- 1. Proposed Committee Structure for 2025** – A motion was made by Mr. Condino to approve the committee structure, seconded by Mr. Warneck. All in favor. Carried.
- 2. Resolution No. 01.09.2025.03 to Appoint Board Member to WICLDC Board** – The JCIDA is a member of the Watertown Industrial Center LDC and shall appoint one member to their board of directors. A motion was made by Mr. Warneck to appoint John Condino for a term to expire December 31, 2027, seconded by Mr. Converse. All in favor. Carried.

VIII. Counsel: None.

IX. Adjournment: With no further business before the board, a motion to adjourn was made by Mr. Condino, seconded by Mr. Warneck. All in favor. The meeting was adjourned at 10:16 a.m.

Respectfully submitted,
Peggy Sampson

JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY
 Prepared by Lyle Eaton,
Income Statement for the One Month Period Ending January 31, 2025

	Current Year Budget	Year-to-Dat e Total	Current Month	Previous Month	Balance Remaining
Revenues					
Application & Process Fees	\$ 12,000.00	0.00	\$ 0.00	5,002.00	12,000.00
PILOT/Sale Leaseback Fees	594,433.00	0.00	0.00	0.00	594,433.00
Fee Income - RLF Program	43,000.00	0.00	0.00	48,130.87	43,000.00
Fee Income - Micro Program	24,000.00	1,876.06	1,876.06	(1,876.06)	22,123.94
Interest Income	3,000.00	0.00	0.00	22.30	3,000.00
Interest Income - RLF Program	60,000.00	4,672.50	4,672.50	3,438.23	55,327.50
Interest Income - City Fund	14,987.00	1,250.00	1,250.00	0.00	13,737.00
Interest Income - Micro Prog.	5,000.00	699.09	699.09	391.33	4,300.91
Late Payment Penalty - Micro	300.00	0.00	0.00	0.00	300.00
Miscellaneous Income	500.00	51.83	51.83	0.00	448.17
YMCA Income	0.00	1.00	1.00	0.00	(1.00)
Total Revenues	757,220.00	8,550.48	8,550.48	55,108.67	748,669.52
Operations					
Office Expense	2,000.00	0.00	0.00	63.65	2,000.00
Admin Services Exp	453,399.00	200.00	200.00	59,475.00	453,199.00
Depreciation Expense - Siding	16,296.00	1,357.96	1,357.96	1,357.96	14,938.04
D&O Insurance	17,000.00	1,372.08	1,372.08	1,372.08	15,627.92
Commercial Insurance	10,000.00	850.72	850.72	850.72	9,149.28
Legal- Retainer	18,000.00	0.00	0.00	1,500.00	18,000.00
Legal - Unrestricted	8,600.00	0.00	0.00	21,472.93	8,600.00
Accounting & Auditing	19,000.00	0.00	0.00	1,500.00	19,000.00
Coffeen Park Taxes	2,500.00	2,987.15	2,987.15	0.00	(487.15)
Airport Park Taxes	1,200.00	1,106.13	1,106.13	0.00	93.87
Deferit Expense	5,000.00	0.00	0.00	0.00	5,000.00
Fees Expense	500.00	0.00	0.00	0.00	500.00
Bad Debt--RLF	0.00	0.00	0.00	110,000.00	0.00
RLF Program Expense	41,300.00	0.00	0.00	48,130.87	41,300.00
Microenterprise Program Exp	24,000.00	0.00	0.00	0.00	24,000.00
Building Depreciation- 146 Ars	123,000.00	0.00	0.00	8,893.63	123,000.00
Miscellaneous - Unrestricted	438.00	0.00	0.00	0.00	438.00
Total Operations	742,233.00	7,874.04	7,874.04	254,616.84	734,358.96
Total Revenue	757,220.00	8,550.48	8,550.48	55,108.67	748,669.52
Total Expenses	742,233.00	7,874.04	7,874.04	254,616.84	734,358.96
Net Income Over Expenditures	\$ 14,987.00	676.44	\$ 676.44	(199,508.17)	14,310.56

JCIDA BALANCE SHEET

<u>Current Assets</u>	IDA	<u>12/31/2024</u>	<u>1/31/2025</u>
General Checking	\$	635,161.55	\$ 661,967.55
Savings Account		258,974.77	258,997.07
PILOT Checking		78,630.40	494,558.24
Microenterprise Account		104,358.86	109,834.97
City Loan Account		42,515.62	43,765.97
Revolving Loan Fund Account		2,071,499.21	2,029,741.24
PILOT Monies Receivable		505.38	403,614.33
Miscellaneous Receivable		71,842.80	38,124.40
RLF Loans Receivable		2,266,635.78	2,265,113.78
Microenterprise Loans Rec.		117,398.45	114,675.04
Want Economic Growth Rec		249,498.75	249,498.75
Allowance for Bad Debt-RLF		(190,000.00)	(300,000.00)
Allow. for Bad Debts-MICRO		(35,000.00)	(35,000.00)
Prepaid Expense		20,455.49	18,232.69
Total Current Assets	\$	<u>5,692,477.06</u>	<u>\$ 6,353,124.03</u>
<u>Property and Equipment</u>			
Accum Depr - Building		(1,291,806.05)	(1,300,699.68)
Accum Depr. Equipment		(52,269.66)	(52,269.66)
Accumulated Depreciation Sidin		(58,392.28)	(61,108.20)
Total Property and Equipment		(1,402,467.99)	(1,414,077.54)
<u>Other Assets</u>			
IT Server		6,050.00	6,050.00
Equipment		13,366.00	13,366.00
Corp. Park Improvements		209,995.14	209,995.14
Airport Property		884,326.02	884,326.02
Intangible Asset		53,195.00	53,195.00
WIP Airport		586,088.91	608,992.82
WIP Intersection		244,973.52	244,973.52
Woolworth Building		505,000.00	505,000.00
Rail Siding CCIP		244,434.00	244,434.00
Land 146 Arsenal		126,577.50	126,577.50
146 Ars Building Improvements		3,264,556.08	3,264,556.08
Total Other Assets		6,138,562.17	6,161,466.08
Total Assets	\$	<u><u>10,428,571.24</u></u>	<u><u>\$ 11,100,512.57</u></u>

JCIDA BALANCE SHEET

LIABILITIES AND CAPITAL

Current Liabilities

Accounts Payable - Unrestricte	\$ 69,396.52	\$ 67,520.46
PILOT Monies Payable	5,783.18	800,397.12
RLF Loan Payable	700,000.00	700,000.00
Due HUD - RLF Interest	1,379.78	1,558.18
Due HUD - MICRO Interest	7.45	8.33
Due HUD - CITY Loan Interest	11.44	11.79
ARPA Airport Sewer	916,000.00	916,000.00
Car Freshner Signage	11,000.00	11,000.00
Total Current Liabilities	\$ 1,703,578.37	\$ 2,496,495.88

Long-Term Liabilities

Due NYS/IAP L. T.	180,159.78	180,159.78
Total Long-Term Liabilities	180,159.78	180,159.78

Total Liabilities	1,883,738.15	2,676,655.66
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Capital

General Fund Bal - Unrestrict.	3,704,602.38	2,855,950.89
Fund Bal - RLF Restricted	4,109,139.27	4,109,139.27
Fund Bal - Micro Restricted	190,659.76	190,659.76
Fund Bal - City Restricted	287,870.22	287,870.22
Cap. Impr. Convergys	979,560.33	979,560.33
Net Income	(737,250.46)	676.44
Total Capital	8,534,581.50	8,423,856.91

Total Liabilities & Capital	10,418,319.65	11,100,512.57
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Jefferson County IDA
Balance Sheet
January 31, 2025

ASSETS

Current Assets		
General Checking	\$	661,967.55
Savings Account		258,997.07
PILOT Checking Account		494,558.24
Microenterprise Account		109,834.97
City Loan Account		43,765.97
Revolving Loan Fund Account		2,029,741.24
PILOT Monies Receivable		403,614.33
Miscellaneous Receivable		38,124.40
RLF Loans Receivable		2,265,113.78
Microenterprise Loans Rec.		114,675.04
Watn. Economic Growth Fund Rec		249,498.75
Allowance for Bad Debt-RLF		(300,000.00)
Allow. for Bad Debts-MICRO		(35,000.00)
Prepaid Expense		18,232.69
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Total Current Assets		6,353,124.03
Property and Equipment		
Accum Depr - Building	(1,300,699.68)	
Accum Depr. Equipment	(52,269.66)	
Accumulated Depreciation Sidin	(61,108.20)	
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Total Property and Equipment		(1,414,077.54)
Other Assets		
IT Server	6,050.00	
Equipment	13,366.00	
Corp. Park Improvements	209,995.14	
Airport Property	884,326.02	
Intangible Asset	53,195.00	
WIP Airport	608,992.82	
WIP Intersection	244,973.52	
Woolworth Building	505,000.00	
Rail Siding CCIP	244,434.00	
Land 146 Arsenal	126,577.50	
146 Ars Building Improvements	3,264,556.08	
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Total Other Assets		6,161,466.08
Total Assets	\$	<u><u>11,100,512.57</u></u>

LIABILITIES AND CAPITAL

Current Liabilities		
Accounts Payable - Unrestricted	\$	67,520.46
PILOT Monies Payable		800,397.12
RLF Loan Payable		700,000.00
Due HUD - RLF Interest		1,558.18
Due HUD - MICRO Interest		8.33
Due HUD - CITY Loan Interest		11.79
ARPA Airport Sewer		916,000.00
Car Freshner Signage		11,000.00
		<hr/>
Total Current Liabilities		2,496,495.88
Long-Term Liabilities		

Jefferson County IDA
Balance Sheet
January 31, 2025

Due NYS/IAP L.T.	180,159.78	
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Total Long-Term Liabilities		180,159.78
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Total Liabilities		2,676,655.66
Capital		
General Fund Bal - Unrestrict.	2,855,950.89	
Fund Bal - RLF Restricted	4,109,139.27	
Fund Bal - Micro Restricted	190,659.76	
Fund Bal - City Restricted	287,870.22	
Cap. Impr. Convergys	979,560.33	
Net Income	676.44	
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Total Capital		8,423,856.91
		<hr/>
Total Liabilities & Capital	\$	11,100,512.57
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Jefferson County IDA
General Checking Cash Receipts Journal
For the Period From Jan 1, 2025 to Jan 31, 2025

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
1/9/25	125001 100001	29	Invoice: 4003 GSP 24658 CR 47 NORTH	1.00	1.00
1/9/25	125001 100001	28	Invoice: 4004 GSP 24658 CR 47 SOUTH LLC	1.00	1.00
1/17/25	121001 100001	EFT	Invoice: 3989 NEXAMP BUTTERVILLE ROAD	5,798.45	5,798.45
1/17/25	121001 100001	EFT	Invoice: 3990 NEXAMP PAMELA SOLAR	35,574.18	35,574.18
1/17/25	121001 100001	EFT	Invoice: 3991 WADDINGHAM ROAD SOLAR, LLC	28,459.35	28,459.35
1/23/25	425001 100001	2928784	REFUND FEDERAL EXPRESS-AR GLOBAL	51.83	51.83
1/23/25	125001 100001	401736	Invoice: 7-10-2021 DROIN DISTRIBUTION LTD	300.00	300.00
1/23/25	207005 205602 100001	19971	DUE IDA DUE SHLDC PAINFULL ACRES	500.00	285.00 215.00
1/27/25	121001 100001	EFT12723	Invoice: 3979 ASA CLAYTON NY SOLAR, LLC	8,893.55	8,893.55
1/30/25	200001 100001	2223	Invoice: 4007 JEFFERSON COUNTY INDUSTRIAL	48,130.87	48,130.87
1/30/25	425005 100001	27238	ANNUAL LEASE PAYMENT YMCA	1.00	1.00
				127,711.23	127,711.23

Jefferson County IDA
City Loan Fund Cash Receipts Journal
For the Period From Jan 1, 2025 to Jan 31, 2025

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
1/9/25	415504 104004	4511	1/2025 INTEREST ONLY HALE'S BUS GARAGE, LLC	<u>1,250.00</u>	<u>1,250.00</u>
				<u>1,250.00</u>	<u>1,250.00</u>

Jefferson County IDA
Microenterprise Cash Receipts Journal
For the Period From Jan 1, 2025 to Jan 31, 2025

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
1/9/25	127003 416003 103003	1076	Invoice: 3698 INTEREST PINK KETTLE, LLC	468.01	416.58 51.43
1/9/25	127003 416003 103003	10128	Invoice: 3624 INTEREST. WILLOWBROOK ENTERPRISE, INC.	754.85	680.32 74.53
1/9/25	127003 125001 103003	19752	Invoice: 3978 INTEREST DROIN DISTRIBUTION LTD	386.66	286.66 100.00
1/9/25	127003 416003 103003	952708	Invoice: 3850 INTEREST CLAYTON ISLAND TOURS, LLC	773.31	633.45 139.86
1/23/25	127003 416003 103003	1078	Invoice: 3698 INTEREST PINK KETTLE, LLC	468.01	418.31 49.70
1/30/25	127003 416003 103003	00280	Invoice: 3978 INTEREST DROIN DISTRIBUTION LTD	386.66	288.09 98.57
1/30/25	408001 103003	8163	REFUND MADMIN FEE IN EXCESS OS 20% CASH CVOLLECTED JEFFERSON COUNTY INDUSTRIAL	1,876.06	1,876.06
1/30/25	416003 103003	8162	INTEREST PAINFULL ACRES	285.00	285.00
				5,398.56	5,398.56

Jefferson County IDA
RLF Cash Receipts Journal
For the Period From Jan 1, 2025 to Jan 31, 2025

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
1/9/25	126002	12736	Invoice: 3914		435.90
	415002		INTEREST		576.73
	120102		MARZANO EXCAVATING, LLC	1,012.63	
1/9/25	126002	1660	Invoice: 3912		551.98
	415002		INTEREST		1,239.10
	120102		THREE MILE BAY VENTURES, LLC	1,791.08	
1/23/25	126002	8041	Invoice: 3949		534.12
	415002		INTEREST		731.67
	120102		SACKETS HARBOR BREW PUB, LLC	1,265.79	
1/30/25	415002	3157	PARTIAL INTEREST		2,125.00
	120102		CONVALT ENERGY. LLC	2,125.00	
				6,194.50	6,194.50

**Jefferson County IDA
Micro Loans Receivable
As of Jan 31, 2025**

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

Customer	Amount Due
COLLEEN'S CHERRY TREE INN	19,517.91 3 Months
CLAYTON ISLAND TOURS, LLC	27,339.00
DROIN DISTRIBUTION LTD	19,425.25
PAINFULL ACRES	8,289.07 Interest Paid through 2/1/2025
PINK KETTLE, LLC	11,509.41
TASTE OF DESIGN	7,958.44 1 month
THERARTPY	3,475.34
WILLOWBROOK ENTERPRISE, INC.	17,160.62
	114,675.04

**Jefferson County IDA
Revolving Loan Fund Receivables
As of Jan 31, 2025**

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

Customer	Amount Due	
CONVALT ENERGY, LLC	850,000.00	7/12/22
CONVALT ENERGY, LLC	850,000.00	Default
JEFFERSON COUNTY INDUSTRIAL	700,000.00	8/23/21
JEFFERSON COUNTY INDUSTRIAL	700,000.00	
LCO DESTINY, LLC	207,045.62	2/9/23
LCO DESTINY, LLC	207,045.62	Default
MARZANO EXCAVATING, LLC	114,909.99	12/8/23
MARZANO EXCAVATING, LLC	114,909.99	
SACKETS HARBOR BREW PUB, LLC	145,800.76	4/9/24
SACKETS HARBOR BREW PUB, LLC	145,800.76	
THREE MILE BAY VENTURES, LLC	247,267.41	12/1/23
THREE MILE BAY VENTURES, LLC	247,267.41	
	2,265,023.78	

Jefferson County IDA**Cash Disbursements Journal****For the Period From Jan 1, 2025 to Jan 31, 2025**

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

Date	Check #	Account ID	Line Description	Debit Amount	Credit Amount
1/23/25	8156	200001 100001	Invoice: 236728 BOWERS & COMPANY, CPAs PLCC	1,500.00	1,500.00
1/23/25	8157	200001 100001	Invoice: CVONVALT 25 JEFFERSON COUNTY INDUSTRIAL	2,125.00	2,125.00
1/23/25	8158	200001 100001	Invoice: CONVALT 25 SACKETS HARBOR LDC	500.00	500.00
1/23/25	8159	200001 100001	Invoice: 2025 TOWN OF HOUNSFIELD	1,106.13	1,106.13
1/23/25	8160	200001 100001	Invoice: 2025 COFFEEN TOWN OF WATERTOWN	2,987.15	2,987.15
1/23/25	8161	200001 100001	Invoice: COBB 1 SACKETS HARBOR LDC	215.00	215.00
1/23/25	8162	200001 100001	Invoice: COB JEFFERSON COUNTY INDUSTRIAL	285.00	285.00
1/24/25	8163	200001 100001	Invoice: MICRO ADM JEFFERSON COUNTY INDUSTRIAL	1,876.06	1,876.06
1/29/25	8164	200001 100001	Invoice: 24-1250 BERNIER, CARR & ASSOCIATES, P.C.	22,903.91	22,903.91
	Total			33,498.25	33,498.25

Jefferson County IDA
Unrestricted Aged Payables
As of Jan 31, 2025

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
JEFFERSON COUNTY INDUSTRIAL	CK19927	8/26/24	565.35
JEFFERSON COUNTY INDUSTRIAL			565.35
JEFF COUNTY LDC	ADMIN12	12/1/24	59,475.00
JEFF COUNTY LDC			59,475.00
NORTH COUNTRY CONTRACTORS	3112-1	11/11/24	7,056.09
NORTH COUNTRY CONTRACTORS			7,056.09
SACKETS HARBOR LDC	CK 19927	8/26/24	424.02
SACKETS HARBOR LDC			424.02
			67,520.46

JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY
Resolution Number 02.06.2025.01

**RESOLUTION TO BORROW MONEY FROM THE JEFFERSON COUNTY LOCAL
DEVELOPMENT CORPORATION**

WHEREAS, a request to borrow a \$1,500,000 non interest bearing loan with no maturity date from the Jefferson County Local Development Corporation for the sewer line expansion project at the Business Complex at the Watertown International Airport. Any grant proceeds will be used to pay down the loan, and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Industrial Development Agency that it herein approves the request, and be it further,

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

This resolution shall take effect immediately.

W. Edward Walldroff
Secretary

Jefferson County Industrial Development Agency

Project Summary

Date 1/27/2025

Project AES BLACK RIVER SOLAR	NAICS:	SITE	19172 CR66
Location 292 MADISON AVE, FLOOR 15	Project Acres	School	SACKETS HARBOR
CITY NEW YORK, NY 10017	Leased 19	Project Type	2.4 MW/AC
Tax Parcel 89.00-2-4.1	Total Acres 255	Village	
Community Distributed Generation	7%	Town	HPOUNSFIELD
Total Project Costs		Jobs	
Land 9,263,822		Retained	0
Infrastructure 2,741,061		Added	
Building		Total	0
Interconnect Costs 616,889		Next Five Years	0
Equipment 2,572,419		Construction Jobs	30
Equip. /NYS Production 2,368,173		Current Assessment	41,045 Land
Exemption		Final Assessment	1,000,000
Eng/Arch Fees 932,280		Agency Fee	\$138,957
Finance Charges		App Fee Paid	5,000
Legal Fees		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 0			
Other-Soft Costs 33,000			
Total	9,263,822		

Sales Tax Exemption

Total Material	4151258	
Instillation@ 40%	0	
4% County Tax	166,050	0
4% NYS Tax	166,050	
	<u>332,101</u>	

Hounsfield Tax Rates

		% Distribution
County	6.423142	2023 0.35338498
Town	1.719836	2023 0.09462101
School	10.033069	2023 0.55199401
	<u>18.176047</u>	<u>1</u>

Mortgage Recording Tax

Est Mortgage Amount	\$6,947,866
MRT Savings	52,109

Total

Project Costs	9,263,822
Fed ITC Grant	
NY Sun Award	
Total Grants	0
Net Project Costs	<u>9,263,822</u>

PILOT	2%Escalation Inverted 5500/MW	Full Taxes	
		Land Only Current Taxes	W/O PILOT Project Taxes
Year 1	17,417.12	746.04	18,176.05
Year 2	17,075.61	746.04	18,176.05
Year 3	16,740.79	746.04	18,176.05
Year 4	16,412.54	746.04	18,176.05
Year 5	16,090.73	746.04	18,176.05
Year 6	15,775.22	746.04	18,176.05
Year 7	15,465.90	746.04	18,176.05
Year 8	15,162.65	746.04	18,176.05
Year 9	14,865.34	746.04	18,176.05
Year 10	14,573.87	746.04	18,176.05
Year 11	14,288.10	746.04	18,176.05
Year 12	14,007.95	746.04	18,176.05
Year 13	13,733.28	746.04	18,176.05
Year 14	13,464.00	746.04	18,176.05
Year 15	13,200.00	746.04	18,176.05
	<u>228,273.10</u>	0.00	<u>11,190.54</u>
			<u>272,640.71</u>

84%

\$5,500 per MW , increasing by 2% per year, inverted.

Underlying Property

19 Acres of 255 are being leased for this project, Taxes are calculated on an appraised value of \$2,160.25 per acre for current period.

Jefferson County Industrial Development Agency

MRB Cost Benefit Calculator

Date January 27, 2025
 Project Title ASA BLACK RIVER SOLAR
 Project Location 19172 CR 66, TOWN OF HOUNSFIELD



Economic Impacts

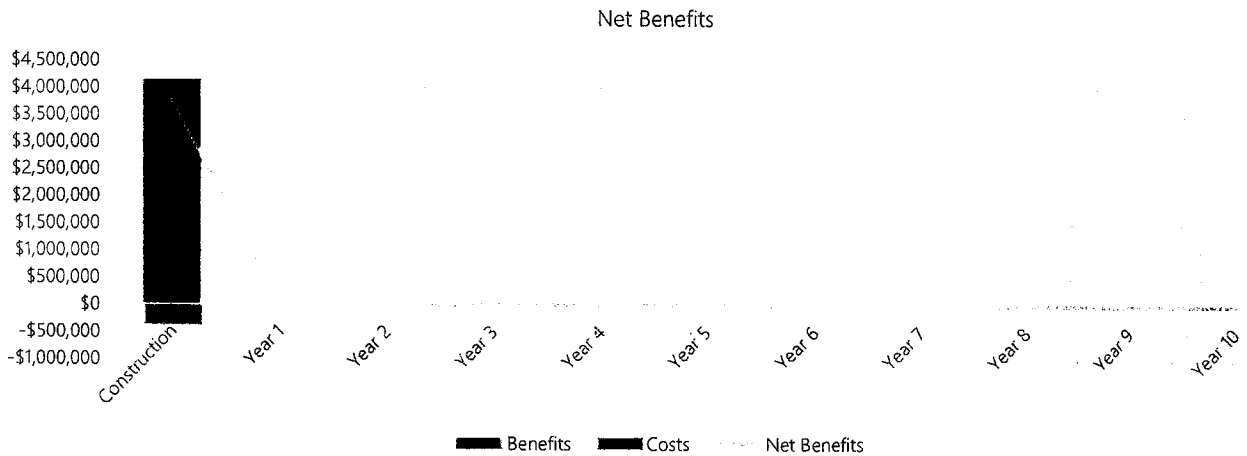
Summary of Economic Impacts over the Life of the PILOT

Project Total Investment
\$9,263,822

Temporary (Construction)			
	Direct	Indirect	Total
Jobs	30	14	43
Earnings	\$3,198,073	\$716,317	\$3,914,390
Local Spend	\$8,298,542	\$2,631,268	\$10,929,810

Ongoing (Operations)			
Aggregate over life of the PILOT			
	Direct	Indirect	Total
Jobs	0	0	0
Earnings	\$0	\$0	\$0

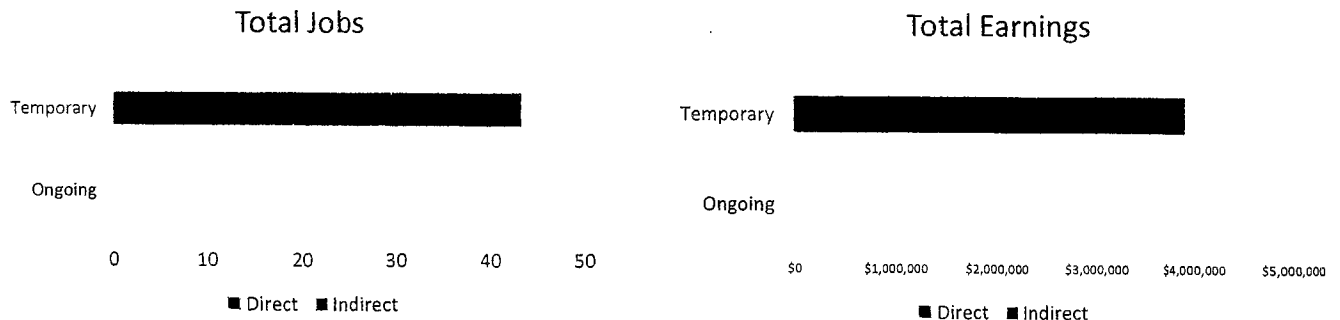
Figure 1



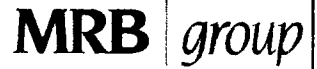
Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.

Figure 2

Figure 3



Fiscal Impacts



Cost-Benefit Analysis Tool powered by MRB Group

Estimated Costs of Exemptions

	Nominal Value	Discounted Value*
Property Tax Exemption	\$44,367	\$36,576
Sales Tax Exemption	\$332,101	\$332,101
Local Sales Tax Exemption	\$166,051	\$166,051
State Sales Tax Exemption	\$166,051	\$166,051
Mortgage Recording Tax Exemption	\$52,109	\$52,109
Local Mortgage Recording Tax Exemption	\$17,370	\$17,370
State Mortgage Recording Tax Exemption	\$34,739	\$34,739
Total Costs	\$428,577	\$420,786

State and Local Benefits

	Nominal Value	Discounted Value*
Local Benefits	\$4,158,873	\$4,129,177
To Private Individuals	\$3,914,390	\$3,914,390
Temporary Payroll	\$3,914,390	\$3,914,390
Ongoing Payroll	\$0	\$0
Other Payments to Private Individuals	\$0	\$0
To the Public	\$244,483	\$214,787
Increase in Property Tax Revenue	\$217,082	\$187,386
Temporary Jobs - Sales Tax Revenue	\$27,401	\$27,401
Ongoing Jobs - Sales Tax Revenue	\$0	\$0
Other Local Municipal Revenue	\$0	\$0
State Benefits	\$203,548	\$203,548
To the Public	\$203,548	\$203,548
Temporary Income Tax Revenue	\$176,148	\$176,148
Ongoing Income Tax Revenue	\$0	\$0
Temporary Jobs - Sales Tax Revenue	\$27,401	\$27,401
Ongoing Jobs - Sales Tax Revenue	\$0	\$0
Total Benefits to State & Region	\$4,362,422	\$4,332,725

Benefit to Cost Ratio

	Benefit*	Cost*	Ratio
Local	\$4,129,177	\$219,996	19:1
State	\$203,548	\$200,790	1:1
Grand Total	\$4,332,725	\$420,786	10:1

*Discounted at 2%

Additional Comments from IDA

This is a good project.

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

Application to 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:

AES Black River Solar, LLC

Applicant Address:

292 Madison Avenue, Floor 15, New York, NY 10017

Phone:

[REDACTED]

E-mail:

[REDACTED]

Application Date: 12/23/24

Internal Use Only

Staff Signature and Date of Submission: _____

Completed Application Date: _____ Staff Initial _____

Revised Date: _____, Revision #: _____

Document Date: December 5, 2024

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 \$5,000.00 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:	Marshall Weir – CEO JCIDA +1 (315) 782-5865

Lease Leaseback Transactions

Application Fee:	A non-refundable fee of \$5,000.00 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 - \$1,500.00 Application for Re-Assignment of benefits to new ownership - \$2,000.00
Point of Contact:	Marshall Weir - CEO JCIDA +1 (315)782-5865

Revised Date: _____, Revision #: _____

Document Date: 12/5/2024

**HOLD HARMLESS AGREEMENT AND APPLICATION DISCLAIMER
CERTIFICATION PURSUANT TO NEW YORK STATE
FREEDOM OF INFORMATION LAW (“FOIL”)**

Through submission of this Application for Financial Assistance (this "Application"), the Company acknowledges that the Agency, as a public benefit corporation, is subject to the New York State Freedom of Information Law ("FOIL") and Open Meetings Law ("OML"), as codified pursuant to the Public Officers Law ("POL") of the State of New York (the "State"). Accordingly, unless portions hereof are otherwise protected in accordance with this Certification, this Application, including all Company-specific information contained herein, is subject to public disclosure in accordance with applicable provisions of the POL, Article 18-A of the General Municipal Law ("GML") and the Public Authorities Accountability Act of 2005, as codified within the Public Authorities Law ("PAL") of the State. **Specifically, this Application may be disclosed by the Agency to any member of the public pursuant to a properly submitted request under FOIL and the Agency is further required to affirmatively disclose certain provisions contained herein pursuant to the GML and PAL, including the identification of the Company, general project description, location proposed capital investment and job estimates.**

Notwithstanding the foregoing, **the Company, pursuant to this Certification, may formally request that the Agency consider certain information contained within this Application and other applicable supporting materials proprietary information and "trade secrets", as defined within POL Section 87(2)(d).** To the extent that any such information should qualify as trade secrets, the Company hereby requests that the Agency redact same in the event that formal disclosure is requested by any party pursuant to FOIL. Application Sections or information requested by Company for Redaction*:

(* - Please indicate specific sections within Application that the Company seeks to qualify as "trade secrets". Additional correspondence or supporting information may be attached hereto. Please also note that notwithstanding the Company's request, the Agency shall make an independent determination of the extent to which any information contained herein may be considered as such)

In the event that the Agency is served with or receives any subpoena, request for production, discovery request, or information request in any forum that calls for the disclosure of the Application, in entirety, specifically including but not limited to any demand or request for production or review of Company-designated trade secrets, the Agency agrees to notify the Company as promptly as is reasonably possible, and to utilize its best efforts to: oppose or decline any such request; preserve the confidentiality and non-disclosure of such requested confidential material; and maintain such information and prevent inadvertent disclosure in responding to any such discovery or information request. The Company understands and agrees that all reasonable costs, including attorney's fees, associated with any such formal undertaking by the Agency to protect the trade secrets from disclosure shall be reimbursed by the Company to the Agency.

Revised Date: _____, Revision #: _____

Name of Attorney: Rob Panasci
 Firm Name: Young Sommer LLC
 Address: Executive Woods, Five Palisades Drive, Albany, NY 12205
 Phone: [REDACTED] Fax: [REDACTED]
 E-mail: [REDACTED]

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>
AES Renewable Holdings DevCo NC, LLC	100%
_____	_____
_____	_____

H) Applicant Business Description:

Describe in detail company background, products, customers, goods and services. Description is critical in determining eligibility: In New York, we operate 96 projects across the state with a total of more than 850+ MW. The scope of our work ranges from community scale distributed energy solar projects to utility- scale solar-plus storage clean energy solutions, to the largest operating wind portfolio in the state.

Estimated % of sales within Jefferson County: TBD

Estimated % of sales outside Jefferson County, but within New York State: 100%

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. The Project will have minimal, if any, annual supplies. After operations begin, the Project will contract with local vendors to provide maintenance services at the Project site.

Revised Date: _____, Revision #: _____

Section II: Project Description & Details

A) Project Location:

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

One of AES's subsidiaries currently owns and operates 1 community solar project in Watertown, NY

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

AES's subsidiaries currently owns and operates 852MW of wind and solar assets throughout New York State

Provide the Property Address of the proposed Project:

19172 County RT 66, Hounsfield, NY 13601

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: 89.00-2-4.1

What are the current real estate taxes on the proposed Project Site? \$4,301.01

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

Land: \$ _____ 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: Hounsfield School District: Sackett's Harbor School District

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: _____

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): _____

Sapphire Solar is a 2.4 MWac community solar development project located off of State Route 3 in Hounsfield, New York.

The Sapphire Solar Project is also known by its project company as AES Black River Solar, LLC.

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 Agency's financial assistance will help mitigate the risks associated with this Project,

support the economics of the project, and is needed to remain competitive with similar projects in the state.

Revised Date: _____, Revision #: _____

Is there 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 will not be built without the Financial Assistance.

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: N/A

If the Applicant is unable to obtain Financial Assistance for the Project, what will be the impact on the Applicant? Project will not proceed

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: The Applicant's proposed project covers approximately 19 acres of the 255.44 acre parcel. The current use of the project site is vacant agricultural land, with sufficient brush serving as a natural buffer from State Route 3.

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 Town of Hounsfield Zoning Law
Town of Hounsfield Site Plan Approval received on 9/3.

For Renewable Energy Projects – provide acres leased or owned: 19

Describe the present zoning/land use: Agricultural Residential with an Arterial Corridor Protection Overlay District

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: No zoning/land use change is needed.

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: Site Plan Approval and SEQR Negative Declaration received by the Town of Hounsfield Planning Board on 9/3/24.

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: N/A

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

Revised Date: _____, Revision #: _____

** 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 <u>Solar</u>	<input checked="" 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 11.

- 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: \$ _____

Revised Date: _____, Revision #: _____

Renewable Energy Project: Project Costs

1. Project size	2.4 MWac 3.367 MWdc
2. Solar equipment costs (panels, racking, all solar equipment to inverters)	\$ 2,368,173
3. Site equipment and FF&E costs (on-production equipment from inverter to interconnection, including site fencing, security and other equipment)	\$ 2,572,419
4. Site work and land preparation costs (earthwork, roadways, landscaping, and site plan improvements, highway cuts, wetland mitigation and other onsite infrastructure costs)	\$ 2,741,061
5. All interconnection costs whether direct or indirect expense through utility	\$ 616,889
6. All pre-development costs, including planning, engineering, site plan and permitting	\$ 932,280
7. Battery storage costs	\$ _____
8. Battery storage capacity	_____ MWac _____ MWdc
9. All other soft costs including legal, planning and permitting	\$ _____
10. Community benefit payments or impact fees	\$ _____
11. Community adder	\$ _____
12. Community or market transition credit	\$ _____
13. Total annual lease amount for project	\$ _____
14. Other (please identify):	\$ 33,000

Total:	\$ 9,263,822

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

If Yes, describe particulars: Engineering and permitting costs have been incurred thus far. EPC engagement is ongoing.

Revised Date: _____, Revision #: _____

Project refinancing; estimated amount

(for refinancing of existing debt only)

\$ _____

Sources of Funds for Project Costs:

Bank Financing:	\$ <u>6,947,866.5</u>
Equity (excluding equity that is attributed to grants/tax credits)	\$ <u>2,147,556.5</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)	\$ <u>168,399</u>

Identify each state and federal grant/credit:

<u>NY-SUN Base Incentive</u>	\$ <u>168,399</u>
<u>LICBC Federal Award</u>	\$ <u>TBD</u>
_____	\$ _____

Total Sources of Funds for Project Costs: \$ 9,263,822

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

If Yes, describe particulars: Please see above for project costs

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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): \$ 6,947,866.5

Estimated Mortgage Recording Tax Exemption Benefit (product of mortgage Amount as indicated above multiplied by 0.75%): \$ 52,109

Construction Cost Breakdown:

Total Cost of Construction \$ 8,298,542 (sum of 2,3,4,5, and/or 7 in Question I, above)

Cost for materials: \$ 4,151,258.3

% sourced in Jefferson County: TBD %

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

List major material suppliers if known TBD

Cost for labor: \$ 1,779,110.7

Expected Full-Time Equivalent Jobs during construction 30

Expected Total Labor Hours during construction 6,823

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:

\$ 1,831,752

Estimated State and local Sales and Use Tax Benefit (product of 8 % multiplied by the figure, above):

\$ 146,540

*** 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: N/A

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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: Q2 2025
2. Estimated completion date of project: Q1 2026
3. Project occupancy – estimated starting date of operations: Q1 2026
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.*

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

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)	0		

** 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	0		
Professional			
Administrative			
Production			
Transportation/Logistics			
Warehousing			
Other			
TOTAL			

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

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: AES is developing projects throughout New York State and the United States.

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

Communities that provide financial assistance.

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: Federal Low Income Community Bonus Credit Award

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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? _____%. **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 _____

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

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

Joshua Baird (name of CEO or other authorized representative of Applicant) confirms and says that he/she is the Senior Director, Development (title) of AES Black River 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

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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 \$ ^{5,000} 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 1.5 percent (1.5 %) 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 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.
- N. 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.
- O. 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.
- P. 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 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.
- Q. 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

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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.

- R. 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.

M&H Virginia
 STATE OF NEW YORK M&H Prince William
 COUNTY OF NEW YORK) ss.:

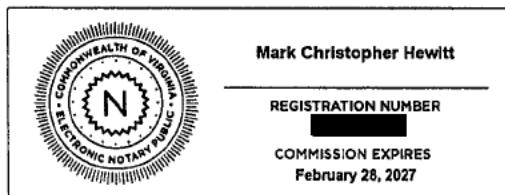
Joshua Baird _____, being first duly sworn, deposes and says:

1. That I am the Senior Director Dev (Corporate Office) of AES Clean Energy (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.

 (Signature of Officer)

Subscribed and affirmed to me under penalties of perjury
 this 23rd day of December, 2024.

 (Notary Public) _____
 My Commission Expires 02/28/2027



Notarized remotely online using communication technology via Proof.

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RESOLUTION NO. 120F24

Proposed Action: Sapphire Solar Photovoltaic Project

RESOLUTION DETERMINING THAT THE PROPOSED SAPPHIRE SOLAR PHOTOVOLTAIC PROJECT IS A TYPE 1 ACTION AND WILL NOT HAVE A SIGNIFICANT ADVERSE IMPACT ON THE ENVIRONMENT

WHEREAS, AES Black River Solar, LLC (Applicant) is proposing the Sapphire Solar Photovoltaic Project (Project), located in the Town of Hounsfield, Jefferson County, New York; and

WHEREAS, the Project has been classified by the Town of Hounsfield Planning Board as a "Type I Action" as defined by the State Environmental Quality Review Act (SEQRA) in 6 NYCRR Part 617.4; and

WHEREAS, the Town of Hounsfield Planning Board sent a letter and Part 1 of a Full Environmental Assessment Form (FEAF) to other potentially "Interested Agencies" and "Involved Agencies" (as these terms are defined in the SEQRA Regulations found at 6 NYCRR Part 617.2), indicating the Town Planning Board's desire to serve as the "Lead Agency" (as this quoted term is defined in the SEQRA Regulations) and to complete a coordinated review of the Project (in accordance with 6 NYCRR Part 617.6); and

WHEREAS, responses from Interested and Involved Agencies were requested, and each of the potentially Interested and Involved Agencies has agreed to, or raised no objections to, the Town of Hounsfield Planning Board serving as Lead Agency for the Project; and

WHEREAS, pursuant to the SEQRA Regulations, the Town of Hounsfield Planning Board has considered the significance of the potential environmental impacts of the Project by (a) using the criteria specified in Section 617.7 of the SEQRA Regulations, and (b) examining the FEAF for the Project, including the facts and conclusions in Parts 1, 2 and 3 of the FEAF, together with other available supporting information, to identify the relevant areas of environmental concern:

NOW, THEREFORE, BE IT

RESOLVED that, the Town of Hounsfield Planning Board hereby establishes itself as Lead Agency for the Project; and

BE IT FURTHER RESOLVED, that based upon an examination of the FEAF and other available supporting information, and considering both the magnitude and importance of each relevant area of environmental concern, and based further upon the Town's knowledge of the area surrounding the Project, the Town of Hounsfield Planning Board makes the determination that the

Project will not have a significant adverse environmental impact and that the Project will not require the preparation of a Draft Environmental Impact Statement; and

BE IT FURTHER RESOLVED, that as a consequence of such findings and declaration, and in compliance with the requirements of SEQRA, the Town of Hounsfield Planning Board, as Lead Agency, hereby directs the Town of Hounsfield Planning Board Chair to sign the FEAF Part 3 – Determination of Significance indicating that a Negative Declaration has been issued for the Project; this Resolution shall take effect immediately and will be properly noticed.

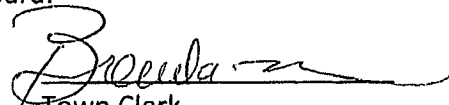
The question of the adoption of the foregoing resolution was duly put to a vote, and upon roll call, the vote was as follows:

Cheryl Payne - Yes	Les Brooks - Yes
Tim Lehman - Abstain	RS Filley - Yes
Mel Westburn - Yes	

The foregoing resolution was thereupon declared duly adopted.

Dated: 9/3/2024

I hereby certify that this resolution was adopted on 9/3/2024 and is recorded in the Meeting Minutes of the Town of Hounsfield Planning Board.


Town Clerk

INITIAL PROJECT RESOLUTION
(AES Black River Solar, LLC Project)

A regular meeting of the Jefferson County Industrial Development Agency convened on Thursday, February 6, 2025 at 8:30 a.m.

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

Resolution No. 02.06.2025.02

RESOLUTION OF THE JEFFERSON COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) ACCEPTING AN APPLICATION SUBMITTED BY AES BLACK RIVER 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; AND (iv) 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, **AES BLACK RIVER SOLAR, LLC** (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 19 acres of real property located at 19172 County Route 66 in the Town of Hounsfield, New York (the “Land”, being more particularly described as a portion of tax parcel No. 89.00-2-4.1, as may be subdivided); (ii) the planning, design, construction and operation of a 2.4MWac 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) an exemption from all State and local sales and use taxes with respect to qualifying personal property included in or incorporated into the Facility or used in the construction and equipping of the Facility; (b) mortgage recording tax exemption for project financing; and (c) 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, 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. The

Agency authorizes the issuance of notice letters to applicable municipal officials in accordance with the Act.

Section 2. The proposed financial assistance being contemplated by the Agency includes (a) an exemption from all State and local sales and use taxes with respect to qualifying personal property included in or incorporated into the Facility or used in the construction and equipping of the Facility; (b) mortgage recording tax exemption for project financing; and (c) 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 Murtha Cullina 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 J. Condino	[]	[]	[]	[]
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 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 February 6, 2025, 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 _____, 2025.

W. Edward Walldroff, Secretary

[SEAL]

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

2025 Board Attendance

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