

**Schofield Solar LLC -  
Deviation Approval Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on November 22, 2022, at 10:00 A.M., local time, at (i) the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”), and (ii) the SUNY Fredonia Tech Incubator, 214 Central Avenue, Dunkirk, County of Chautauqua, New York (the “Incubator”), and was conducted by videoconferencing in compliance with Section 103-a of the New York State Public Officers Law.

The meeting was called to order by the Secretary and, upon roll being called, the following members of the Agency were:

PRESENT:

(Vacant)	Vice Chairman	
(Vacant)	Treasurer	
Sagan Sheffield -Smith	Member	Incubator
Gary Henry	Secretary	IDA Office
Steven Thorpe	Member	IDA Office
Jay Churchill	Member	IDA Office
Rhonda Johnson	Member	IDA Office
Dan Heitzenrater	Member	IDA Office

NOT PRESENT:

Mike Metzger	Chairman
Kevin Muldowney	Member
Brad Walters	Member

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Greg Peterson	Counsel
Crystal Almeter	Counsel
Jeanette Lo Bello	IDA Staff
Rosie Strandburg	IDA Staff
Kayla Strandburg	IDA Staff
Kristine Morabito	IDA Staff
Monica Simpson	CCPEG Staff
Crystal Erhard	IDA Staff
Nate Aldrich	IDA Staff

Jason Toczdlowski  
Chris Lanski  
Adam Rowles  
Greg Bacon

IDA Staff  
Exelco/Newbrook, Inc.  
Saturn Power  
Post Journal

The attached resolution no. 11-22-22-01 was offered by Sagan Sheffield-Smith, seconded by Rhonda Johnson:

Resolution No. 11-22-22-01

RESOLUTION AUTHORIZING A DEVIATION FROM THE UNIFORM  
TAX EXEMPTION POLICY OF THE COUNTY OF CHAUTAUQUA  
INDUSTRIAL DEVELOPMENT AGENCY WITH RESPECT TO A  
PROJECT FOR SCHOFIELD SOLAR LLC AND/OR ITS AFFILIATES

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the Laws of 1969 of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 71 of the 1972 Laws of New York, as amended, constituting Section 895-h of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, SCHOFIELD SOLAR LLC, a limited liability company duly organized and existing under the laws of the State of New York (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1 the acquisition of an interest in an approximately 25 acre portion of an approximately 113.6 acre parcel of land located at 5208 W. Main Road, Fredonia, Town of Pomfret, Chautauqua County, New York (collectively, the “Land”), (2) the acquisition, construction, installation, and equipping on the Land of: (i) solar photovoltaic modules mounted on a 1-axis tracking steel structure, (ii) inverters and transformers, (iii) underground and overhead electrical lines, (iv) fencing, and (v) a system of access roads, parking, landscaping and related improvements to the Land (collectively, the “Improvements”), and (3) the acquisition and installation of certain furniture, fixtures, machinery and equipment necessary for the completion thereof (the “Equipment” and together with the Land and the Improvements, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an approximately 5 megawatt A/C solar-powered electrical generation facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes, mortgage recording taxes and sales and use taxes (collectively, the “Financial

Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, the Application states that the Applicant is seeking an exemption from real property taxes with respect to the Improvements that, if granted, would constitute a deviation from the Agency’s established Uniform Tax Exemption Policy and Guidelines (the “Tax Exemption Policy”) that is published on the Agency’s website; and

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused letters dated October 14, 2022 (the “Pilot Deviation Notice Letters”) to be mailed to the chief executive officer of each affected tax jurisdiction, informing said individuals that the Agency would, at its meeting on November 22, 2022 (the “IDA Meeting”), consider a proposed deviation from the Tax Exemption Policy with respect to the payment in lieu of taxes agreement to be entered into by the Agency with respect to the Improvements; and (B) the members of the Agency conducted the IDA Meeting on the date hereof and reviewed any comments and correspondence received with respect to the proposed deviation from the Tax Exemption Policy; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 874(4) of the Act with respect to the proposed deviation from the Tax Exemption Policy;

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

Section 1. The Agency hereby determines that the Agency has fully complied with the requirements of Section 874(4) of the Act relating to the proposed deviation from the Tax Exemption Policy.

Section 2. Prior to making the determinations set forth in this Resolution, the members of the Agency have considered and weighed all of the factors set forth in the Tax Exemption Policy.

Section 3. Having reviewed all written comments and correspondence received at or prior to the IDA Meeting, the Agency hereby approves the proposed deviation from the Tax Exemption Policy as described in the Pilot Deviation Notice Letters (copies of which are attached hereto as Exhibit A) because the Property Tax Exemption (as defined in the Pilot Deviation Notice Letters) is necessary to induce the Applicant to undertake the Project in Chautauqua County. Deviating from the Policy in this instance will advance the job opportunities, general prosperity and economic welfare of the people of the State of New York and Chautauqua County.

Section 4. The Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized and directed, acting individually or jointly, to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this

Resolution. If the Agency hereafter adopts appropriate final approving resolutions with respect to the proposed straight-lease transaction with the Applicant (the “Transaction”), the Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized and directed, acting individually or jointly, to cause the Agency to (A) enter into a Payment in Lieu of Taxes Agreement providing for, among other things, the making of payments in lieu of property taxes consistent with the Pilot Deviation Notice Letters, and (B) file an application for real property tax exemption with the appropriate assessor(s) with respect to the Improvements.

Section 5. This Resolution shall take effect immediately, but is subject to and conditioned upon the closing of the Transaction.

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

Michael Metzger	ABSENT
Gary Henry	AYE
Steven Thorpe	AYE
Brad Walters	ABSENT
Jay Churchill	AYE
Kevin Muldowney	ABSENT
Rhonda Johnson	AYE
Sagan Sheffield –Smith	AYE
Dan Heitzenrater	AYE

The foregoing Resolution was thereupon declared duly adopted.

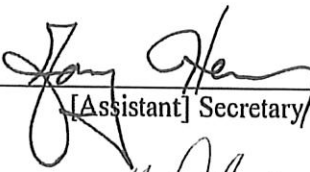
STATE OF NEW YORK )  
 ) SS.:  
COUNTY OF CHAUTAUQUA )


WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on November 22, 2022 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) the meeting was duly held by videoconferencing in compliance with the requirements of Section 103-a of the Open Meetings Law, including, but not limited to, the notice provisions of such Section; (E) there was a quorum of the members of the Agency present throughout said meeting and the minimum number of members required for a quorum was physically present at one of the locations specified in the notice of the meeting, (F) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law; (G) members of the public were permitted to view such meeting via video and to participate in the proceedings via videoconference in real time to the same extent that that public participation was permitted to members of the public present in person.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our hand this 22<sup>nd</sup> day of November, 2022.

  
\_\_\_\_\_  
[Assistant] Secretary

  
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[Vice] Chairman

**EXHIBIT A**

Pilot Deviation Notice Letters

See Attached



County of Chautauqua Industrial Development Agency

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October 14, 2022

**EMAIL & US MAIL DISTRIBUTION**  
**CERTIFIED MAIL/RETURN RECEIPT**  
**DELIVERY AND READ RECEIPTS REQUESTED**

Paul Wendel, County Executive  
Chautauqua County  
County Executive's Office  
Gerace Office Building  
3 N. Erie St.  
Mayville, NY 14757

Brad Zilliox, Superintendent  
Superintendent's Office  
Fredonia Central School District  
425 East Main Road  
Fredonia, NY 14063

Dan Pacos, Town Supervisor  
Town of Pomfret  
9 Day Street  
Fredonia, NY 14063

**NOTICE OF PROPOSED DEVIATION FROM UNIFORM  
TAX EXEMPTION POLICY AND GUIDELINES**

Gentlemen:

Notice is hereby given that at a meeting of the County of Chautauqua Industrial Development Agency (the "Agency") to be held on November 22, 2022 at 10:00 a.m., local time, simultaneously at the offices of the Agency, 201 West Third Street, Jamestown, County of Chautauqua, New York, and at the Fredonia Technology Incubator, 214 Central Avenue, Dunkirk, County of Chautauqua, New York, the Agency will consider whether to approve the application of SCHOFIELD SOLAR LLC, a limited liability company duly organized and existing under the laws of the State of New York (the "Applicant"), for certain "financial assistance" which, if granted, would deviate from the Agency's Uniform Tax Exemption Policy and Guidelines (the "Policy") with respect to the payment of real property taxes.

The Applicant submitted an application for financial assistance (the "Application") to the Agency requesting that the Agency consider undertaking a project (the "Project") consisting of the following: (A)(1) the acquisition of an interest in an approximately 25 acre portion of an approximately 113.6 acre parcel of land located at 5208 W. Main Road, Fredonia, Town of Pomfret, Chautauqua County, New York (collectively, the





“Land”), (2) the acquisition, construction, installation, and equipping on the Land of: (i) solar photovoltaic modules mounted on a 1-axis tracking steel structure, (ii) inverters and transformers, (iii) underground and overhead electrical lines, (iv) fencing, and (v) a system of access roads, parking, landscaping and related improvements to the Land (collectively, the “Improvements”), and (3) the acquisition and installation of certain furniture, fixtures, machinery and equipment necessary for the completion thereof (the “Equipment” and together with the Land and the Improvements, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an approximately 5 megawatt A/C solar-powered electrical generation facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes, mortgage recording taxes and sales and use taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency.

The Project Facility would be initially owned, operated and/or managed by the Applicant (or such other designated entity(ies) as may be designated by the Applicant and agreed upon by the Agency).

The Application states that the Applicant is seeking an abatement of real property taxes with respect the Project Facility. Based upon negotiations between representatives of the Applicant and the Agency, the parties contemplate that the Agency may agree to grant a real property tax exemption with respect to the Improvements only (the “Property Tax Exemption”). The Property Tax Exemption would result in a payment in lieu of taxes (“PILOT”) agreement between the Agency and the Applicant and/or its affiliates having a term of twenty-five (25) fiscal tax years (the “PILOT Term”), with annual PILOT payments with respect to the Improvements as follows:

<b>PILOT Year</b>	<b>Annual PILOT Payment</b>
1	\$3,750 per Megawatt A/C
2	Year 1 PILOT Payment increased by 2%
3	Year 2 PILOT Payment increased by 2%
4	Year 3 PILOT Payment increased by 2%
5	Year 4 PILOT Payment increased by 2%
6	Year 5 PILOT Payment increased by 2%
7	Year 6 PILOT Payment increased by 2%
8	Year 7 PILOT Payment increased by 2%
9	Year 8 PILOT Payment increased by 2%
10	Year 9 PILOT Payment increased by 2%
11	Year 10 PILOT Payment increased by 2%
12	Year 11 PILOT Payment increased by 2%
13	Year 12 PILOT Payment increased by 2%



County of Chautauqua Industrial Development Agency

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14	Year 13 PILOT Payment increased by 2%
15	Year 14 PILOT Payment increased by 2%
16	Year 15 PILOT Payment increased by 2%
17	Year 16 PILOT Payment increased by 2%
18	Year 17 PILOT Payment increased by 2%
19	Year 18 PILOT Payment increased by 2%
20	Year 19 PILOT Payment increased by 2%
21	Year 20 PILOT Payment increased by 2%
22	Year 21 PILOT Payment increased by 2%
23	Year 22 PILOT Payment increased by 2%
24	Year 23 PILOT Payment increased by 2%
25	Year 24 PILOT Payment increased by 2%

No exemption from real property taxes and assessments would be granted by the Agency with respect to the Land or the existing improvements thereon and the Land and such improvements would remain on the tax rolls as taxable property subject to taxation at their then current, full assessed value, as the same may be reassessed from time to time, and subject to tax rate increases imposed by the affected tax jurisdictions.

Thereafter, and through the end of the term of the lease or installment sale agreement with respect to the Project Facility, the payments would be equal to the real property taxes and assessments that would be payable as if the Improvements were returned to the tax rolls as taxable property and subject to taxation at its then current, full assessed value, as the same may be reassessed from time to time, and subject to tax rate increases imposed by the affected tax jurisdictions.

The Property Tax Exemption, if approved by the Agency, would be a deviation from the Policy.

The reason for the proposed deviation is that the Property Tax Exemption, if approved by the Agency, is necessary to induce the Applicant to undertake the Project in Chautauqua County. Deviating from the Policy in this instance will advance the job opportunities, general prosperity and economic welfare of the people of the State of New York and Chautauqua County.

The meeting will be streamed on the Agency's website in real-time and a recording of the meeting will be posted on the Agency's website, all in accordance with Section 857 of the New York General Municipal Law, as amended.

Copies of the Application, including the request for a deviation from the Policy, are available for review by the public online at [www.ccida.com](http://www.ccida.com). For additional assistance, contact the Agency at (716) 661-8900.



County of Chautauqua Industrial Development Agency

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COUNTY OF CHAUTAUQUA INDUSTRIAL  
DEVELOPMENT AGENCY

By: Richard E Dixon  
Richard E. Dixon  
Chief Financial Officer

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on November 22, 2022, at 10:00 A.M., local time, at (i) the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”), and (ii) the SUNY Fredonia Tech Incubator, 214 Central Avenue, Dunkirk, County of Chautauqua, New York (the “Incubator”), and was conducted by videoconferencing in compliance with Section 103-a of the New York State Public Officers Law.

The meeting was called to order by the Secretary and, upon roll being called, the following members of the Agency were:

**PRESENT:**

(Vacant)	Vice Chairman	
(Vacant)	Treasurer	
Sagan Sheffield -Smith	Member	Incubator
Gary Henry	Secretary	IDA Office
Steven Thorpe	Member	IDA Office
Jay Churchill	Member	IDA Office
Rhonda Johnson	Member	IDA Office
Dan Heitzenrater	Member	IDA Office

**NOT PRESENT:**

Mike Metzger	Chairman
Kevin Muldowney	Member
Brad Walters	Member

**THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:**

Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Greg Peterson	Counsel
Crystal Almeter	Counsel
Jeanette Lo Bello	IDA Staff
Rosie Strandburg	IDA Staff
Kayla Strandburg	IDA Staff
Kristine Morabito	IDA Staff
Monica Simpson	CCPEG Staff
Crystal Erhard	IDA Staff
Nate Aldrich	IDA Staff
Jason Toczdlowski	IDA Staff
Chris Lanski	Exelco/Newbrook, Inc.
Adam Rowles	Saturn Power
Greg Bacon	Post Journal

The attached resolution no. 11-22-22-02 was offered by Sagan Sheffield-Smith, seconded by Rhonda Johnson:

**Resolution No. 11-22-22-02**

RESOLUTION OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL  
DEVELOPMENT AGENCY PURSUANT TO THE STATE  
ENVIRONMENTAL QUALITY REVIEW ACT CONCERNING THE  
DETERMINATION OF SIGNIFICANCE FOR A CERTAIN PROJECT FOR  
SCHOFIELD SOLAR LLC AND/OR ITS AFFILIATES

**Name of Project:** Schofield Solar Project

**Location:** 5208 West Main Road, Town of Pomfret, Chautauqua County, New York  
(SBL 128.00-5-59)

**SEQR Status:** Type I

**Determination  
of Significance:** Negative Declaration

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of the New York State Industrial Development Agency Act, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 71 of the 1972 Laws of New York, as amended, constituting Section 895-h of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, renovating, improving, maintaining, equipping and furnishing of commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to, among other things, (i) acquire by purchase, lease, gift, bequest, devise or otherwise real or personal property or interests therein; and (ii) acquire, construct, reconstruct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, SCHOFIELD SOLAR LLC, a limited liability company duly organized and existing under the laws of the State of New York (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 25 acre portion of an approximately 113.6 acre parcel of land located at 5208 W. Main Road, Fredonia, Town of Pomfret, Chautauqua County, New York (collectively, the “Land”), (2) the acquisition, construction, installation, and equipping on the Land of: (i) solar photovoltaic modules mounted on a 1-axis tracking steel

structure, (ii) inverters and transformers, (iii) underground and overhead electrical lines, (iv) fencing, and (v) a system of access roads, parking, landscaping and related improvements to the Land (collectively, the “Improvements”), and (3) the acquisition and installation of certain furniture, fixtures, machinery and equipment necessary for the completion thereof (the “Equipment” and together with the Land and the Improvements, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an approximately 5 megawatt A/C solar-powered electrical generation facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes, mortgage recording taxes and sales and use taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, pursuant to Article 8 of the New York Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (“NYSDEC”), being 6 NYCRR Part 617, et. seq., as amended (the “Regulations” and collectively with the SEQR Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, the Town of Pomfret (“Town”) undertook a coordinated review of the Project in accordance with SEQRA in which it consulted with all other Involved and Interested Agencies, but such consultation did not include the Agency as the Agency had not yet received an application or otherwise been contemplated as an Involved Agency; and

WHEREAS, since the Agency was not included in the Town’s coordinated review, it has its own obligation to comply with SEQRA; and

WHEREAS, pursuant to SEQRA, to aid the Agency in determining whether the Project may have a significant adverse impact upon the environment, the Agency has received and reviewed: (1) a Part 1 of a Full Environmental Assessment Form dated April 22, 2022 and clarified by letter dated November 9, 2022 (collectively, the “EAF”); (2) NYSDEC’s Environmental Resource Mapper (“NYSDEC Mapper”); (3) the New York State Cultural Resource Information System (“CRIS”); (4) an Application for Financial Assistance dated September 6, 2022 (“PILOT Application”); (5) a letter from the New York State Office of Parks, Recreation and Historic Preservation dated March 29, 2022 (“SHPO No Effect Letter”); (6) an email from the Applicant on October 17, 2022 clarifying certain parts of the EAF (“Applicant Email”); (7) a Stormwater Pollution Prevention Plan dated April 2022 (“SWPPP”); (8) a Wetland Delineation dated November 2021 (“Wetland Delineation”); (9) a NYSDEC Wetland Delineation Verification for BR-2 dated June 23, 2022 (“BR-2 Verification”); (10) a New York State Department of Agriculture and Markets Final Notice of Intent dated September 22, 2022 (“NYSDAM NOI”); (11) a U.S. Natural Resources Conservation Service Soil Survey dated November 15, 2021 (“Soil Survey”); (12) a U.S. Fish and Wildlife Endangered Species Act Section 7(c) List dated October 22, 2021 (“Species List”); (13) a U.S. Fish and Wildlife

Endangered Species Act Section 4(d) IPaC Consistency Letter (“IPaC Consistency Letter”); (14) other relevant environmental information (collectively, 1-14 shall be referred to as the “Environmental Information”); and

WHEREAS, prior to making a recommendation about the potential environmental significance of the Project, the Agency has reviewed the Environmental Information, consulted various information sources, and considered the list of activities which are Type I Actions outlined in Section 617.4 of the SEQRA regulations, the list of activities that are Type II Actions outlined in Section 617.5 of the SEQRA regulations and the criteria for determining significance outlined in Section 617.7 of the SEQRA regulations; and

WHEREAS, a thorough analysis of the Environmental Information and potential environmental impacts associated with the Project reveals that the Project will not have any potentially significant adverse environmental impacts; and

WHEREAS, it is appropriate that the Agency issue a negative declaration pursuant to SEQRA for the Project.

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

**Section 1.** Based upon a thorough review and examination of the Project and Environmental Information, and upon the Agency’s knowledge of the area surrounding the Land and such further investigation of the Project and its environmental effects as the Agency has deemed appropriate, the Agency makes the following findings with respect to the Project:

- (A) The Project is Type I Action pursuant to SEQRA, as the Project involves the construction and operation of solar-powered electrical generation facilities totaling over 10 acres of disturbance;
- (B) The Agency has undertaken a coordinated review of the Project in accordance with the requirements of SEQRA; and
- (C) No potentially significant adverse impacts on the environment are noted in the Environmental Information and none are known to the Agency.

**Section 2.** Based upon the Agency’s review of the Environmental Information and investigations of the potential environmental impacts associated with the Project, considering both the magnitude and importance of each potential environmental impact indicated, and upon the Agency’s knowledge of the Land and surrounding area and such further investigations of the Project and its environmental effects as the Agency has deemed appropriate, the Agency has determined that the Project will not have a significant adverse impact upon the environment. The reasons supporting this determination are as follows:

1. **Impact on Land.** The Project consists of the construction of solar panels on an approximately 24.8 acres (“Site”) of an approximately 110 acre parcel and a new gravel



access road. The Project involves the construction and operation of a 5 megawatt (MW) A/C community distributed solar-powered electrical generation facility covering approximately 24.8 acres of vacant farmland and connecting to a 13.8 kV distribution system. The Project will include electrical equipment, accessories, concrete pads to support equipment and a new gravel access road. Approximately 28 acres of the approximately 110 acre parcel will be physically disturbed by the Project.

The Site is zoned AR1 (Agricultural/Residential), and as noted in the EAF, a Special Use Permit was issued for the Project. The Project is consistent with the Land's existing zoning classification, and will not impact or deter existing or future adjacent land use.

The average depth to the water table at the Site is 3.6 feet, and there are no bedrock outcroppings on the Site. While helix screws reaching a depth of 8 to 10 feet into the ground may be necessary to support the solar arrays, there will be minimal physical disturbance of land since the helix screws do not have large physical footprints, and the Land is relatively level, without steep slopes. The Project does not involve any other ground disturbance such as excavation, mining or dredging and will be completed in a single phase.

The Project will create no new impervious surfaces compared to the total parcel size of 114.3 acres, and the only proposed point source will be a gravel road. While there will be temporary runoff during construction, it will be discharged onsite and controlled by stormwater and sediment/erosion control best management practices. As described in the SWPPP, all cleared areas will be reclaimed and allowed to revegetate, and areas adjacent to the impervious areas will remain as permanent filter strips to reduce runoff and erosion. Further, the PV panels are tracking panels and will rotate thorough the day, minimizing any drip effect due to stormwater. And as addressed in the SWPPP, all cleared areas will be reclaimed and allowed to revegetate and stormwater mitigation measures will be implemented to prevent erosion.

As noted in the EAF and NYSDEC Mapper, the Project is not within a Coastal Area, a waterfront area of a Designated Inland Waterway, an area with an approved Local Waterfront Revitalization Program or a Coastal Erosion Hazard Area.

Based on the foregoing, the Project is not anticipated to create any potentially significant adverse impacts to land resources or land use.

2. Impact on Geological Features. The Project does not contain and is not adjacent to any unique geologic features or National Natural Landmarks. Accordingly, the Project will not create any potentially significant adverse impacts to geological features.
3. Impact on Surface Water. The EAF and Wetland Delineation note that the Land contains intermittent streams, one of which is a class C stream, and approximately 34.6 acres of wetlands, including Palustrine emergent wetlands and a palustrine forested wetlands. The Wetland Delineation shows three wetlands on the Land, only one of which is on the Site.

As confirmed by NYSDEC in the BR-2 Verification, the jurisdictional wetlands on the Land are outside of the area to be disturbed by the Project. The Project will limit stream and wetland impacts by keeping all work away from the wetland areas.

Further, as mentioned above, the EAF demonstrates that the Project will minimize new impervious surfaces, creating only approximately 0.8 acres of such surfaces. The Project will replace untreated discharges from agricultural activities. Moreover, as described in the SWPPP, the Project was designed to limit impervious cover, and stormwater will be adequately managed by the SWPPP.

Lastly, the EAF demonstrates that no additional water demand will be created by the Project. Accordingly, the Project will not create any significant adverse impacts on surface water.

4. Impact on Groundwater. The EAF also demonstrates that the Project will not create a new demand for water, generate or discharge liquid wastes, or involve bulk storage of chemicals or production of hazardous waste or any other activities that would pose a threat to groundwater. The EAF notes that no solid waste generation is anticipated during operation and that solid waste generated during construction will arrive by shipping container, and pallets and protective covers will be recycled as feasible. Further, solid waste disposal will comply with all applicable guidelines.

There is an unplugged gas well on the Land. But, as noted in the Applicant Email, the well will not be disturbed by the Project; and the well is outside of Site. The existing gas line will be relocated outside of the Site, and the Applicant will obtain all necessary approvals for the gas line relocation. Accordingly, the Project is not anticipated to create any significant adverse impacts to groundwater.

5. Impact on Flooding. Although the depth to water table is 1.5 feet, the EAF states that the Project will not result in the development of lands which are subject to flooding and does not include the impoundment of water. The Project is not within a designated floodway, the 100-year or 500-year floodplain.

The Project minimizes the use of impervious surfaces and will be constructed in accordance with any applicable local laws for flood damage prevention. Additionally, the mitigation requirements of SWPPP will ensure that any stormwater runoff is adequately managed. Accordingly, the Project is not anticipated to create any significant adverse impacts to flooding.

6. Impact on Air. The Project will not include significant sources of air emissions, and the Project does not entail the types of activities or operations that require the Applicant to obtain air registration permits or that are associated with a significant potential for air emissions. As demonstrated in the EAF, any impacts to air quality from construction activities will be minor and temporary in nature.

Additionally, the Project will produce clean energy which will benefit local residents and the environment by replacing energy sources which involve the combustion of fossil fuels and air emissions with clean energy. Accordingly, the Project is not anticipated to create any significant adverse impacts to air resources.

7. Impact on Plants and Animals. As noted in the EAF, the Project will result in a loss of 25.8 acres of agricultural lands, with 25 acres being converted to commercial solar and 0.8 acres converted to a gravel access road. The limited ground disturbance by the Project leaves adequate habitat and will not significantly disrupt existing species that may be present. Additionally, 24.1 acres of agricultural land of an approximately 110 acre parcel will remain, including the forested and wetland areas on the Land.

Although some impacts to flora and fauna will occur from the construction of the Project as a result of the conversion of agricultural areas to a solar farm, the EAF and NYSDEC Mapper note that no threatened, endangered, rare or special concern species are found on or near the Site, and no such species will be impacted by the Project. Further, the Site does not contain a designated significant natural community.

While the NYSDEC Mapper does not list any endangered species of plant or animal within the limits of the Site, the Species List notes the potential presence of northern long-eared bat, a federally and state threatened species, and monarch butterfly, a candidate species. The Town of Pomfret has no documented summer or winter occurrences of the northern long-eared bat. In addition, because no clearing of forested area will occur as part of the Project, there will be no impact to the northern long-eared bat resulting from the Project, and the IPaC Consistency Letter supports this conclusion.

The Project will not substantially interfere with the nesting/breeding, foraging or overwintering habitat for any species because the surrounding areas provide a similar and suitable habitat for these species, and the Project would not fragment the habitat or reduce the value of the surrounding land to the species. Moreover, the Project will not involve the use of pesticides during construction or operation. Accordingly, the Project is not anticipated to create any significant adverse impacts on plants and animals.

8. Impact on Agricultural Land Resources. The EAF notes that the Project is located in a designated agricultural district, CHAU002, and will result in the conversion of farmland to a solar farm. The EAF also notes that the Site consists of highly productive soils. All of the site is farmland of statewide importance and prime farmland if drained, and the entire site consists highly productive soils according to the Soil Survey. However, as demonstrated by the NYSDAM NOI Waiver, the owner of the Site has completed a waiver from the requirement with NYSDAM to undertake the Notice of Intent process in connection with the Project. While NYSDAM considers the placement of solar panels on a property a permanent conversion of agricultural land, as mentioned in the Applicant Email, a decommissioning plan was prepared for the Project.

Additionally, the Project is consistent with the Town's Comprehensive Agricultural

Protection Plan which seeks to encourage the development of facilities that generate clean, renewable energy to promote economic development and green infrastructure throughout the Town. As the Town Comprehensive Agricultural Protection Plan recognizes, “[a]lternative energy facilities [such as solar] can provide additional revenue sources to farmers while not impacting much land, thereby increasing the agricultural viability of the Town.” Moreover, the Project includes only a small fraction of the overall agricultural land located in the region and will not result in increased development pressure on farmland or significantly decreased agricultural land in the County. Accordingly, the Project will not create any significant adverse impacts to agricultural land.

9. Impact on Aesthetic Resources. The EAF notes that the Project is within 1.5 miles of Lake Erie State Park but is not within 5 miles of any other officially designated and publicly accessible federal, state or local scenic or aesthetic resources. Any resulting visual impacts will be minor in nature, since the Project does not have a large visual profile and is otherwise aesthetically unobtrusive. Further, existing mature trees along the western portion of the property will be retained to provide natural screening for the Project. Moreover, the Project will comply with the screening and setback requirements of the Town of Pomfret Zoning Code. Accordingly, the Project is not anticipated to create any significant adverse impacts to aesthetic resources.
10. Impact on Historic and Archaeological Resources. The Project was submitted to the Division for Historic Preservation of the Office of Parks, Recreation and Historic Preservation through the Cultural Resource Information System (CRIS), and the SHPO No Effect Letter in response determined that no historic properties, including archaeological and/or historic resources would be affected by the Project. Further, the Site is not located in an area flagged as sensitive for archaeological resources, and the SHPO No Effect Letter confirms this finding. Accordingly, the Project will not create any significant impacts to historic or archeological resources.
11. Impact on Open Space and Recreation. The Site is not in an area listed in an adopted municipal open space plan, is not used by members of the community for public recreation, and neither the Site nor any adjoining area is used for hunting, trapping, fishing or shell fishing. Accordingly, the Project will not create any significant impacts to open space or recreational resources.
12. Impact on Critical Environmental Areas. The Project is not located in or substantially contiguous to any Critical Environmental Areas. Accordingly, the Project will not create any significant impacts to Critical Environmental Areas.
13. Impact on Transportation. The Project does not involve the types of activities or operations that would be associated with an increased flow of traffic. Accordingly, the Project is not anticipated to create any significant adverse impacts on transportation.
14. Impact on Energy. The Project will not generate any new or additional demand for energy. Rather, the Project will be a source of clean, renewable energy which will

benefit the community and the environment. Accordingly, the Project will not create any significant adverse impacts on energy.

15. Impact on Noise, Odor and Light. The Project is not expected to appreciably create odors or excessive lighting. The Project is expected to increase noise levels during construction on Monday through Saturday during the hours of 7:00 AM to 7:00 PM and all day during operations. However, any impacts to noise or odor from construction activities will be minor and temporary in nature, and operation noise will be minimal. Accordingly, the Project will not create any significant adverse impacts on noise, odor or light.
16. Impact on Public Health. The Project does not involve the types of activities or operations that are associated with a significant potential for affecting public health, including the use, creation, disposal or storage of a hazardous or toxic substance. Further, any solid waste generated at the Site will be properly disposed of pursuant to Federal, State and local laws and regulations, and the photovoltaic panels will be properly disposed of. Accordingly, the Project is not anticipated to create any significant adverse impact to public health.
17. Impact on Character of the Community and Community Plans. The Project will provide clean, renewable energy for the area. This use is consistent with the underlying goals behind the Town of Pomfret's Zoning Code, which establishes section 300-35 "[i]n order to promote and protect the use of solar systems," and Town of Pomfret Local Law #2 of 2016, which seeks to balance the rights of neighbors and property owners while preserving the rights of property owners to install solar collection systems without excess regulation.

The Town of Pomfret and the Village of Fredonia are working on a Joint Comprehensive Plan which will address solar development. Nevertheless, the use proposed by the Project is consistent with the Town's current land use goals set out the Town of Pomfret 2000 Comprehensive Plan. While the Comprehensive Plan does not specifically address solar arrays, the land use goals repeatedly emphasize the importance of promoting land uses which protect environmental resources.

While the Project results in the conversion of agricultural land to a solar farm, the Project is not anticipated to result in secondary development effects or significant population growth. Additionally, the Town Zoning Code and the Town Local Law #2 of 2016 impose screening and setback requirements to protect adjacent properties from impacts. Accordingly, the Project will not create any significant adverse impacts to the character of the community or community plans.

**Section 3.** Since the Project will not have a significant adverse impact on the environment, a negative declaration ("Negative Declaration") pursuant to SEQRA is hereby issued, and the EAF Parts II and III prepared by the Town are hereby adopted by the Agency. This Negative Declaration has been prepared pursuant to and in accordance with the requirements of SEQRA.

**Section 4.** The Chairman, the Vice Chairman, the Executive Director and the Administrative

Director of the Agency are hereby further authorized on behalf of the Agency, or acting together or individually, to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**Section 5.** This Resolution, which is adopted by a majority vote of the Agency, shall serve as the Negative Declaration (as defined in 6 N.Y.C.R.R. 617.2(y)) for the Project, and is issued by the Agency pursuant to and in accordance with SEQRA in a coordinated environmental impact review, shall take effect immediately.

**Section 6.** For further information on this Negative Declaration contact:

County of Chautauqua Industrial Development Agency  
201 West 3rd Street, Suite 115  
Jamestown, New York 14701-6902  
ATTN: Mark Geise, Administrative Director/CEO  
Phone: 716-661-8900  
Fax: 716-664-4515

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

Michael Metzger	ABSENT
Gary Henry	AYE
Steven Thorpe	AYE
Brad Walters	ABSENT
Jay Churchill	AYE
Kevin Muldowney	ABSENT
Rhonda Johnson	AYE
Sagan Sheffield –Smith	AYE
Dan Heitzenrater	AYE

The foregoing Resolution was thereupon declared duly adopted.

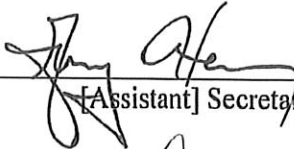
STATE OF NEW YORK            )  
  ) SS.:  
COUNTY OF CHAUTAUQUA    )

WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on November 22, 2022 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) the meeting was duly held by videoconferencing in compliance with the requirements of Section 103-a of the Open Meetings Law, including, but not limited to, the notice provisions of such Section; (E) there was a quorum of the members of the Agency present throughout said meeting and the minimum number of members required for a quorum was physically present at one of the locations specified in the notice of the meeting, (F) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law; (G) members of the public were permitted to view such meeting via video and to participate in the proceedings via videoconference in real time to the same extent that that public participation was permitted to members of the public present in person.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our hand this 22<sup>nd</sup> day of November, 2022.

  
\_\_\_\_\_  
[Assistant] Secretary

  
\_\_\_\_\_  
[Vice] Chairman



**Schofield Solar LLC -  
Approving Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on November 22, 2022, at 10:00 A.M., local time, at (i) the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”), and (ii) the SUNY Fredonia Tech Incubator, 214 Central Avenue, Dunkirk, County of Chautauqua, New York (the “Incubator”), and was conducted by videoconferencing in compliance with Section 103-a of the New York State Public Officers Law.

The meeting was called to order by the Secretary and, upon roll being called, the following members of the Agency were:

PRESENT:

(Vacant)	Vice Chairman	
(Vacant)	Treasurer	
Sagan Sheffield -Smith	Member	Incubator
Gary Henry	Secretary	IDA Office
Steven Thorpe	Member	IDA Office
Jay Churchill	Member	IDA Office
Rhonda Johnson	Member	IDA Office
Dan Heitzenrater	Member	IDA Office

NOT PRESENT:

Mike Metzger	Chairman
Kevin Muldowney	Member
Brad Walters	Member

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Greg Peterson	Counsel
Crystal Almeter	Counsel
Jeanette Lo Bello	IDA Staff
Rosie Strandburg	IDA Staff
Kayla Strandburg	IDA Staff
Kristine Morabito	IDA Staff
Monica Simpson	CCPEG Staff
Crystal Erhard	IDA Staff
Nate Aldrich	IDA Staff
Jason Toczdlowski	IDA Staff
Chris Lanski	Exelco/Newbrook, Inc.

Adam Rowles  
Greg Bacon

Saturn Power  
Post Journal

The attached resolution no. 11-22-22-03 was offered by Sagan Sheffield-Smith, seconded by Rhonda Johnson:

RESOLUTION TAKING OFFICIAL ACTION TOWARD AND APPROVING THE  
STRAIGHT LEASE DOCUMENTS FOR A CERTAIN PROJECT FOR  
SCHOFIELD SOLAR LLC AND/OR ITS AFFILIATES

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the Laws of 1969 of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 71 of the 1972 Laws of New York, as amended, constituting Section 895-h of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, SCHOFIELD SOLAR LLC, a limited liability company duly organized and existing under the laws of the State of New York (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 25 acre portion of an approximately 113.6 acre parcel of land located at 5208 W. Main Road, Fredonia, Town of Pomfret, Chautauqua County, New York (collectively, the “Land”), (2) the acquisition, construction, installation, and equipping on the Land of: (i) solar photovoltaic modules mounted on a 1-axis tracking steel structure, (ii) inverters and transformers, (iii) underground and overhead electrical lines, (iv) fencing, and (v) a system of access roads, parking, landscaping and related improvements to the Land (collectively, the “Improvements”), and (3) the acquisition and installation of certain furniture, fixtures, machinery and equipment necessary for the completion thereof (the “Equipment” and together with the Land and the Improvements, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an approximately 5 megawatt A/C solar-powered electrical generation facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes, mortgage recording taxes and sales and use taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, in accordance with Section 859-a of the Act, any approval of the Project is contingent upon, inter alia, a determination by the members of the Agency to proceed with the Project following a determination by the Agency that (A) the public hearing and notice requirements and other procedural requirements contained in the Act relating to the Project have been satisfied; and (B) the undertaking of the Project by the Agency and the granting of the Financial Assistance are and will be in compliance with all other applicable requirements of the Act, SEQRA (as hereinafter defined), and all other statutes, codes, laws, rules and regulations of any governmental authority having jurisdiction over the Project and/or the Project Facility (collectively, the “Applicable Laws”); and

WHEREAS, the Administrative Director/CEO of the Agency (A) caused notice of a public hearing of the Agency pursuant to Section 859-a of the Act (the “Public Hearing”) to hear all persons interested in the Project and the Financial Assistance contemplated by the Agency with respect to the Project, to be mailed on October 14, 2022 to the chief executive officer of the County of Chautauqua (the “County”) and of each other affected tax jurisdiction within which the Project Facility is or is to be located, and posted a copy of the Application on the Agency’s website; (B) caused notice of the Public Hearing to be published on October 15, 2022 in *The Observer*, a newspaper of general circulation available to residents of the County; (C) caused the Public Hearing to be conducted on October 27, 2022, at 10:00 a.m., local time, at “Town Board Room”, 9 Day Street, Fredonia, Town of Pomfret, County of Chautauqua, New York; (D) caused the Public Hearing to be streamed on the Agency’s website in real-time and a recording of the Public Hearing to be posted on the Agency’s website, all in accordance with Section 857 of the Act, as amended; and (E) caused a written report of the Public Hearing to be prepared which fairly summarizes the views presented at the Public Hearing and collected written comments from the public (collectively, the “Report”) and distributed the Report to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”), and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (the “Regulations” and collectively with the SEQR Act, “SEQRA”), the appropriate personnel of the Agency reviewed the environmental assessment form and other materials submitted by the Applicant and made any necessary comments to the members of the Agency, and by resolution of the members of the Agency adopted on November 22, 2022, the Agency determined that a thorough analysis of the potential environmental impacts associated with the Project revealed that the Project will not have any potentially significant adverse environmental impacts; and

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused a letter dated October 14, 2022 (the “Pilot Deviation Notice Letter”) to be mailed to the chief executive officer of each affected tax jurisdiction, informing said individuals that the Agency would, at its meeting on November 22, 2022 (the “IDA Meeting”), consider a proposed deviation from the Agency’s Uniform Tax Exemption Policy and Guidelines (the “Tax Exemption Policy”) with respect to the payment in lieu of taxes agreement to be entered into by the Agency with respect to the Improvements and pursuant to which the

Agency would grant an exemption from real property taxes with respect to the Improvements only; and (B) the members of the Agency conducted the IDA Meeting on the date hereof, reviewed any comments and correspondence received with respect to the proposed deviation from the Tax Exemption Policy and approved the proposed deviation from the Tax Exemption Policy; and

WHEREAS, the Agency now desires to make its determination to proceed with the Project and to grant the Financial Assistance, subject to the terms hereof; and

WHEREAS, the Applicant and/or one (1) or more of its affiliates will (A) execute and deliver a certain Company Lease Agreement (the “Company Lease”), pursuant to which the Applicant and/or such affiliate(s) will grant to the Agency a leasehold interest in the Project Facility; (B) execute and deliver a certain Agency Lease Agreement (Uniform Project Agreement) (the “Agency Lease”), pursuant to which the Agency will grant to the Applicant and/or such affiliate(s) a subleasehold interest in the Project Facility; (C) execute and deliver a certain Payment in Lieu of Taxes Agreement (the “PILOT Agreement”) pursuant to which the Agency would grant an exemption from real property taxes with respect to the Improvements only; and (D) execute and deliver certain other certificates, documents, instruments and agreements related to the Project (together with the Company Lease, the Agency Lease and the PILOT Agreement, collectively, the “Transaction Documents”);

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

**Section 1.** In accordance with Section 859-a of the Act, the Agency has prepared a written cost-benefit analysis with respect to the Project and the granting of the Financial Assistance (the “Analysis”). The Agency has reviewed the Application, the Report and the Analysis, and, based upon the representations made by the Applicant to the Agency and information obtained by the Agency, the Agency has reviewed and assessed all material information necessary to afford a reasonable basis for the Agency to make a determination to approve the Financial Assistance. In addition, the Agency hereby makes the following findings and determinations with respect to the Project:

(a) based on the proposed use of the Project Facility as set forth in the Application, the economic effects of the Project on the area in which it is situated, and the employment reasonably expected to be created and/or maintained by the Project, and an analysis of how the Project contributes to the realization of the public purposes of promoting employment opportunities in the County and the prevention of economic deterioration in the County, the Project will constitute a commercial facility with a significant impact on the area in which it is situated, and will advance the Agency’s purposes by promoting employment opportunities and preventing economic deterioration in the County. Therefore, the Project constitutes a “project” within the meaning of the Act;

(b) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Applicant to undertake the Project in the County;

(c) there is a likelihood that the Project would not be undertaken but for the granting of the Financial Assistance by the Agency to the Applicant;

(d) the completion of the Project Facility, the sublease thereof by the Agency to the Applicant and the operation thereof by the Applicant will not result in the removal of a facility or plant of the Applicant or any other occupant or user of the Project Facility from one area of the State of New York (the "State") to another area of the State or in the abandonment of one or more plants or facilities of the Applicant or any other occupant or user located within the State (but outside of the County). Therefore, the provisions of subdivision (1) of Section 862 of the Act are not and will not be violated as a result of the granting of the Financial Assistance by the Agency to the Applicant;

(e) the Project will serve the public purposes of the Act by preserving permanent, private sector jobs, and increasing the overall number of permanent, private sector jobs in the State;

(f) no funds of the Agency shall be used in connection with the Project for the purpose of preventing the establishment of an industrial or manufacturing plant, nor shall any funds of the Agency be given in connection with the Project to any group or organization which is attempting to prevent the establishment of an industrial or manufacturing plant within the State, nor shall any funds of the Agency be used for advertising or promotional materials which depict elected or appointed government officials in either print or electronic media;

(g) the Project Facility does not and will not constitute a project where facilities or property that are primarily used in making retail sales of goods and/or services to customers who personally visit such facilities constitute more than one-third of the total cost of the Project. For purposes of this finding, retail sales shall mean: (i) sales by a registered vendor under Article 28 of the New York Tax Law primarily engaged in the retail sale of tangible personal property, as defined in subparagraph (i) of paragraph four of subdivision (b) of section 1101 of the New York Tax Law; or (ii) sales of a service to such customers;

(h) the granting of the Financial Assistance by the Agency with respect to the Project will encourage and assist the Applicant in undertaking the Project in the County, will promote the job opportunities, health, general prosperity and economic welfare of the inhabitants of the County and the State and improve their standard of living, and thereby serve the public purposes of the Act; and

(i) the Project will not result in the removal or abandonment of a plant or facility of the Applicant or any other occupant or user of the Project Facility, currently located within the County.

**Section 2.** The Agency hereby ratifies, confirms and approves all actions heretofore taken by the Administrative Director/CEO, Chief Financial Officer and the staff of the Agency

with respect to the Application, the Analysis and the Public Hearing, including, without limitation, (a) those actions required to ensure full compliance with the requirements of the Act, SEQRA and all other Applicable Laws that relate to the Project, and (b) the appointment of the law firm of Phillips Lytle LLP as Counsel to the Agency with respect to all matters in connection with the Project.

**Section 3.** The Agency hereby determines that the Agency has fully complied with the requirements of the Act, SEQRA and all other Applicable Laws that relate to the Project.

**Section 4.** Having considered fully all comments received at or in connection with the Public Hearing and the IDA Meeting, including correspondence received subsequent to the Public Hearing, the Agency hereby further determines to proceed with the Project and the granting of the Financial Assistance, subject to the terms hereof. The Agency hereby approves the granting of (a) an exemption from real property taxes having an estimated value of \$649,432, (b) an exemption from mortgage recording taxes in the maximum amount of \$100,000, and (c) an exemption from sales and use taxes in the maximum amount of \$400,000.

**Section 5.** The Agency recognizes that due to the complexities of the proposed transaction it may become necessary that certain of the terms approved hereby may require modifications from time to time which will not affect the intent and substance of the authorizations and approvals by the Agency herein. The Agency hereby authorizes the Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency, acting individually or jointly, to approve modifications to the terms approved hereby which do not affect the intent and substance of this Resolution, but may include adjustments to the Financial Assistance granted hereunder. The approval of such modifications shall be evidenced by the certificate of determination of an Agency officer or the execution and delivery by some or all such Agency officers of relevant documents containing such modified terms.

**Section 6.** The Agency is hereby authorized to (a) acquire an interest in the Project Facility pursuant to the Company Lease and the other Transaction Documents, (b) grant a subleasehold interest in the Project Facility pursuant to the Agency Lease and the other Transaction Documents, (c) grant the Financial Assistance, (d) execute one (1) or more fee and leasehold mortgage, assignment of rents and leases, and security agreements in favor of such bank, governmental agency or financial institution as the Applicant may determine (such bank, governmental agency or financial institution, the "Bank"), encumbering the Project Facility, solely to subject the Agency's interest in the Project Facility to the lien thereof, all to secure one (1) or more loans made by the Bank to the Applicant with respect to the Project Facility, and (e) do all things necessary, convenient or appropriate for the accomplishment thereof. All acts heretofore taken by the Agency with respect to the foregoing are hereby approved, ratified and confirmed.

**Section 7.** The form and substance of the Transaction Documents, in the forms presented to the members of the Agency, together with such changes as the Chairman, the Vice Chairman, the Administrative Director/CEO or the Chief Financial Officer may hereafter deem necessary or appropriate, are hereby approved. The Chairman, the Vice Chairman, the Administrative Director/CEO and the Chief Financial Officer are hereby authorized, on behalf of

the Agency, acting together or individually, to execute and deliver the Transaction Documents to which the Agency is a party and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same. The execution and delivery of each such agreement, approval and consent by such person(s) shall be conclusive evidence of such approval.

**Section 8.** The Chairman, the Vice Chairman, the Administrative Director/CEO and the Chief Financial Officer of the Agency are hereby further authorized, on behalf of the Agency, acting together or individually, to designate any additional Authorized Representatives (as defined in the Agency Lease) of the Agency.

**Section 9.** The officers, employees and agents of the Agency are hereby authorized and directed, acting individually or jointly, for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Transaction Documents, to execute and deliver all such additional certificates, instruments, agreements 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, convenient or appropriate to effect the purposes of this Resolution and to cause compliance with all of the terms, covenants and provisions of the Transaction Documents to which the Agency is a party or which are binding on the Agency.

**Section 10.** The members of the Agency acknowledge the terms and conditions of Section 875(3) of the Act and the duties and obligations of the Agency thereunder with respect to granting of State Sales and Use Taxes (as such term is defined in Section 875 of the Act) with respect to the Project. The members hereby direct the officers of the Agency to comply with such terms and conditions with respect to the Project and hereby direct Counsel to the Agency to include such terms and conditions in all relevant Transaction Documents.

**Section 11.** The Chairman, the Vice Chairman, the Administrative Director/CEO and the Chief Financial Officer of the Agency are hereby authorized and directed to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**Section 12.** This Resolution 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:

Michael Metzger	ABSENT
Gary Henry	AYE
Steven Thorpe	AYE
Brad Walters	ABSENT
Jay Churchill	AYE
Kevin Muldowney	ABSENT
Rhonda Johnson	AYE
Sagan Sheffield –Smith	AYE
Dan Heitzenrater	AYE

The foregoing Resolution was thereupon declared duly adopted.

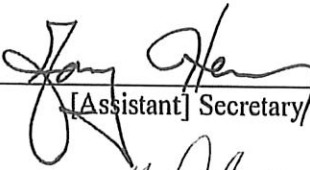
STATE OF NEW YORK )  
 ) SS.:  
COUNTY OF CHAUTAUQUA )


WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on November 22, 2022 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) the meeting was duly held by videoconferencing in compliance with the requirements of Section 103-a of the Open Meetings Law, including, but not limited to, the notice provisions of such Section; (E) there was a quorum of the members of the Agency present throughout said meeting and the minimum number of members required for a quorum was physically present at one of the locations specified in the notice of the meeting, (F) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law; (G) members of the public were permitted to view such meeting via video and to participate in the proceedings via videoconference in real time to the same extent that that public participation was permitted to members of the public present in person.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our hand this 22<sup>nd</sup> day of November, 2022.

  
\_\_\_\_\_  
[Assistant] Secretary

  
\_\_\_\_\_  
[Vice] Chairman

**Scinta Solar LLC -  
Deviation Approval Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on November 22, 2022, at 10:00 A.M., local time, at (i) the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”), and (ii) the SUNY Fredonia Tech Incubator, 214 Central Avenue, Dunkirk, County of Chautauqua, New York (the “Incubator”), and was conducted by videoconferencing in compliance with Section 103-a of the New York State Public Officers Law.

The meeting was called to order by the Secretary and, upon roll being called, the following members of the Agency were:

PRESENT:

(Vacant)	Vice Chairman	
(Vacant)	Treasurer	
Sagan Sheffield -Smith	Member	Incubator
Gary Henry	Secretary	IDA Office
Steven Thorpe	Member	IDA Office
Jay Churchill	Member	IDA Office
Rhonda Johnson	Member	IDA Office
Dan Heitzenrater	Member	IDA Office

NOT PRESENT:

Mike Metzger	Chairman
Kevin Muldowney	Member
Brad Walters	Member

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Greg Peterson	Counsel
Crystal Almeter	Counsel
Jeanette Lo Bello	IDA Staff
Rosie Strandburg	IDA Staff
Kayla Strandburg	IDA Staff
Kristine Morabito	IDA Staff
Monica Simpson	CCPEG Staff
Crystal Erhard	IDA Staff
Nate Aldrich	IDA Staff
Jason Toczdlowski	IDA Staff

Chris Lanski  
Adam Rowles  
Greg Bacon

Exelco/Newbrook, Inc.  
Saturn Power  
Post Journal

The attached resolution no. 11-22-22-04 as offered by Jay Churchill, seconded by Steven Thorpe:

Resolution No. 11-22-22-04

RESOLUTION AUTHORIZING A DEVIATION FROM THE UNIFORM  
TAX EXEMPTION POLICY OF THE COUNTY OF CHAUTAUQUA  
INDUSTRIAL DEVELOPMENT AGENCY WITH RESPECT TO A  
PROJECT FOR SCINTA SOLAR LLC AND/OR ITS AFFILIATES

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the Laws of 1969 of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 71 of the 1972 Laws of New York, as amended, constituting Section 895-h of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, SCINTA SOLAR LLC, a limited liability company duly organized and existing under the laws of the State of New York (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 26 acre portion of an approximately 36 acre parcel of land located at 7030 S. Stockton Cassadaga Road, Cassadaga, Town of Stockton, Chautauqua County, New York (collectively, the “Land”), (2) the acquisition, construction, installation, and equipping on the Land of: (i) solar photovoltaic modules mounted on a 1-axis tracking steel structure, (ii) switchgear, combiner boxes, inverters and transformers, (iii) underground and overhead electrical lines, (iv) fencing, and (v) a system of access roads, parking, landscaping and related improvements to the Land (collectively, the “Improvements”), and (3) the acquisition and installation of certain furniture, fixtures, machinery and equipment necessary for the completion thereof (the “Equipment” and together with the Land and the Improvements, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an approximately 5 megawatt A/C solar-powered electrical generation facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes, mortgage recording taxes and sales and use taxes; and (C) the lease

(with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, the Application states that the Applicant is seeking an exemption from real property taxes with respect to the Improvements that, if granted, would constitute a deviation from the Agency's established Uniform Tax Exemption Policy and Guidelines (the "Tax Exemption Policy") that is published on the Agency's website; and

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused letters dated October 14, 2022 (the "Pilot Deviation Notice Letters") to be mailed to the chief executive officer of each affected tax jurisdiction, informing said individuals that the Agency would, at its meeting on November 22, 2022 (the "IDA Meeting"), consider a proposed deviation from the Tax Exemption Policy with respect to the payment in lieu of taxes agreement to be entered into by the Agency with respect to the Improvements; and (B) the members of the Agency conducted the IDA Meeting on the date hereof and reviewed any comments and correspondence received with respect to the proposed deviation from the Tax Exemption Policy; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 874(4) of the Act with respect to the proposed deviation from the Tax Exemption Policy;

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

Section 1. The Agency hereby determines that the Agency has fully complied with the requirements of Section 874(4) of the Act relating to the proposed deviation from the Tax Exemption Policy.

Section 2. Prior to making the determinations set forth in this Resolution, the members of the Agency have considered and weighed all of the factors set forth in the Tax Exemption Policy.

Section 3. Having reviewed all written comments and correspondence received at or prior to the IDA Meeting, the Agency hereby approves the proposed deviation from the Tax Exemption Policy as described in the Pilot Deviation Notice Letters (copies of which are attached hereto as Exhibit A) because the Property Tax Exemption (as defined in the Pilot Deviation Notice Letters) is necessary to induce the Applicant to undertake the Project in Chautauqua County. Deviating from the Policy in this instance will advance the job opportunities, general prosperity and economic welfare of the people of the State of New York and Chautauqua County.

Section 4. The Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized and directed, acting individually or jointly, to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution. If the Agency hereafter adopts appropriate final approving resolutions with respect

to the proposed straight-lease transaction with the Applicant (the “Transaction”), the Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized and directed, acting individually or jointly, to cause the Agency to (A) enter into a Payment in Lieu of Taxes Agreement providing for, among other things, the making of payments in lieu of property taxes consistent with the Pilot Deviation Notice Letters, and (B) file an application for real property tax exemption with the appropriate assessor(s) with respect to the Improvements.

Section 5. This Resolution shall take effect immediately, but is subject to and conditioned upon the closing of the Transaction.

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

Michael Metzger	ABSENT
Gary Henry	AYE
Steven Thorpe	AYE
Brad Walters	ABSENT
Jay Churchill	AYE
Kevin Muldowney	ABSENT
Rhonda Johnson	AYE
Sagan Sheffield –Smith	AYE
Dan Heitzenrater	AYE

The foregoing Resolution was thereupon declared duly adopted.

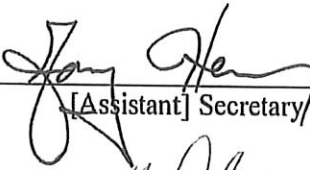
STATE OF NEW YORK )  
 ) SS.:  
COUNTY OF CHAUTAUQUA )


WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on November 22, 2022 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) the meeting was duly held by videoconferencing in compliance with the requirements of Section 103-a of the Open Meetings Law, including, but not limited to, the notice provisions of such Section; (E) there was a quorum of the members of the Agency present throughout said meeting and the minimum number of members required for a quorum was physically present at one of the locations specified in the notice of the meeting, (F) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law; (G) members of the public were permitted to view such meeting via video and to participate in the proceedings via videoconference in real time to the same extent that that public participation was permitted to members of the public present in person.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our hand this 22<sup>nd</sup> day of November, 2022.

  
\_\_\_\_\_  
[Assistant] Secretary

  
\_\_\_\_\_  
[Vice] Chairman



**EXHIBIT A**

Pilot Deviation Notice Letters

See Attached



County of Chautauqua Industrial Development Agency

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October 14, 2022

**EMAIL & US MAIL DISTRIBUTION**  
**CERTIFIED MAIL/RETURN RECEIPT**  
**DELIVERY AND READ RECEIPTS REQUESTED**

Dave Wilson, Town Supervisor  
Town of Stockton  
7344 Route 380  
Stockton, NY 14784

Chuck Leichner, Superintendent  
Cassadaga Valley CSD  
5935 Route 60, P.O. Box 540  
Sinclairville, NY 14782

County Executive P.J. Wendel  
Chautauqua County  
3 North Erie Street  
Mayville, NY 14757

**NOTICE OF PROPOSED DEVIATION FROM UNIFORM  
TAX EXEMPTION POLICY AND GUIDELINES**

Gentlemen:

Notice is hereby given that at a meeting of the County of Chautauqua Industrial Development Agency (the "Agency") to be held on November 22, 2022 at 10:00 a.m., local time, simultaneously at the offices of the Agency, 201 West Third Street, Jamestown, County of Chautauqua, New York, and at the Fredonia Technology Incubator, 214 Central Avenue, Dunkirk, County of Chautauqua, New York, the Agency will consider whether to approve the application of SCINTA SOLAR LLC, a limited liability company duly organized and existing under the laws of the State of New York (the "Applicant"), for certain "financial assistance" which, if granted, would deviate from the Agency's Uniform Tax Exemption Policy and Guidelines (the "Policy") with respect to the payment of real property taxes.

The Applicant submitted an application for financial assistance (the "Application") to the Agency requesting that the Agency consider undertaking a project (the "Project") consisting of the following: (A)(1) the acquisition of an interest in an approximately 26 acre portion of an approximately 36 acre parcel of land located at 7030 S. Stockton Cassadaga Road, Cassadaga, Town of Stockton, Chautauqua County, New York (collectively, the "Land"), (2) the acquisition, construction, installation, and equipping on the Land of: (i) solar

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201 W. Third Street, Suite 115, Jamestown, NY 14701-6902  
PH 716-661-8900 / FAX 716-664-4515  
[ccida@ccida.com](mailto:ccida@ccida.com)





County of Chautauqua Industrial Development Agency

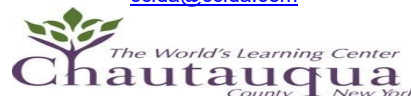
photovoltaic modules mounted on a 1-axis tracking steel structure, (ii) switchgear, combiner boxes, inverters and transformers, (iii) underground and overhead electrical lines, (iv) fencing, and (v) a system of access roads, parking, landscaping and related improvements to the Land (collectively, the "Improvements"), and (3) the acquisition and installation of certain furniture, fixtures, machinery and equipment necessary for the completion thereof (the "Equipment" and together with the Land and the Improvements, collectively, the "Project Facility"), all of the foregoing for use by the Applicant and/or its affiliates as an approximately 5 megawatt A/C solar-powered electrical generation facility; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes, mortgage recording taxes and sales and use taxes; and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency.

The Project Facility would be initially owned, operated and/or managed by the Applicant (or such other designated entity(ies) as may be designated by the Applicant and agreed upon by the Agency).

The Application states that the Applicant is seeking an abatement of real property taxes with respect the Project Facility. Based upon negotiations between representatives of the Applicant and the Agency, the parties contemplate that the Agency may agree to grant a real property tax exemption with respect to the Improvements only (the "Property Tax Exemption"). The Property Tax Exemption would result in a payment in lieu of taxes ("PILOT") agreement between the Agency and the Applicant and/or its affiliates having a term of twenty-five (25) fiscal tax years (the "PILOT Term"), with annual PILOT payments with respect to the Improvements as follows:

<b>PILOT Year</b>	<b>Annual PILOT Payment</b>
1	\$3,500 per Megawatt A/C
2	Year 1 PILOT Payment increased by 2%
3	Year 2 PILOT Payment increased by 2%
4	Year 3 PILOT Payment increased by 2%
5	Year 4 PILOT Payment increased by 2%
6	Year 5 PILOT Payment increased by 2%
7	Year 6 PILOT Payment increased by 2%
8	Year 7 PILOT Payment increased by 2%
9	Year 8 PILOT Payment increased by 2%
10	Year 9 PILOT Payment increased by 2%
11	Year 10 PILOT Payment increased by 2%
12	Year 11 PILOT Payment increased by 2%
13	Year 12 PILOT Payment increased by 2%

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County of Chautauqua Industrial Development Agency

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14	Year 13 PILOT Payment increased by 2%
15	Year 14 PILOT Payment increased by 2%
16	Year 15 PILOT Payment increased by 2%
17	Year 16 PILOT Payment increased by 2%
18	Year 17 PILOT Payment increased by 2%
19	Year 18 PILOT Payment increased by 2%
20	Year 19 PILOT Payment increased by 2%
21	Year 20 PILOT Payment increased by 2%
22	Year 21 PILOT Payment increased by 2%
23	Year 22 PILOT Payment increased by 2%
24	Year 23 PILOT Payment increased by 2%
25	Year 24 PILOT Payment increased by 2%

No exemption from real property taxes and assessments would be granted by the Agency with respect to the Land or the existing improvements thereon and the Land and such improvements would remain on the tax rolls as taxable property subject to taxation at their then current, full assessed value, as the same may be reassessed from time to time, and subject to tax rate increases imposed by the affected tax jurisdictions.

Thereafter, and through the end of the term of the lease or installment sale agreement with respect to the Project Facility, the payments would be equal to the real property taxes and assessments that would be payable as if the Improvements were returned to the tax rolls as taxable property and subject to taxation at its then current, full assessed value, as the same may be reassessed from time to time, and subject to tax rate increases imposed by the affected tax jurisdictions.

The Property Tax Exemption, if approved by the Agency, would be a deviation from the Policy.

The reason for the proposed deviation is that the Property Tax Exemption, if approved by the Agency, is necessary to induce the Applicant to undertake the Project in Chautauqua County. Deviating from the Policy in this instance will advance the job opportunities, general prosperity and economic welfare of the people of the State of New York and Chautauqua County.

The meeting will be streamed on the Agency’s website in real-time and a recording of the meeting will be posted on the Agency’s website, all in accordance with Section 857 of the New York General Municipal Law, as amended.



County of Chautauqua Industrial Development Agency

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Copies of the Application, including the request for a deviation from the Policy, are available for review by the public online at [www.ccida.com](http://www.ccida.com). For additional assistance, contact the Agency at (716) 661-8900.

COUNTY OF CHAUTAUQUA INDUSTRIAL  
DEVELOPMENT AGENCY

By: Richard E. Dixon

Richard E. Dixon  
Chief Financial Officer

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201 W. Third Street, Suite 115, Jamestown, NY 14701-6902  
PH 716-661-8900 / FAX 716-664-4515  
[ccida@ccida.com](mailto:ccida@ccida.com)



A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on November 22, 2022, at 10:00 A.M., local time, at (i) the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”), and (ii) the SUNY Fredonia Tech Incubator, 214 Central Avenue, Dunkirk, County of Chautauqua, New York (the “Incubator”), and was conducted by videoconferencing in compliance with Section 103-a of the New York State Public Officers Law.

The meeting was called to order by the Secretary and, upon roll being called, the following members of the Agency were:

PRESENT:

(Vacant)	Vice Chairman	
(Vacant)	Treasurer	
Sagan Sheffield -Smith	Member	Incubator
Gary Henry	Secretary	IDA Office
Steven Thorpe	Member	IDA Office
Jay Churchill	Member	IDA Office
Rhonda Johnson	Member	IDA Office
Dan Heitzenrater	Member	IDA Office

NOT PRESENT:

Mike Metzger	Chairman
Kevin Muldowney	Member
Brad Walters	Member

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Greg Peterson	Counsel
Crystal Almeter	Counsel
Jeanette Lo Bello	IDA Staff
Rosie Strandburg	IDA Staff
Kayla Strandburg	IDA Staff
Kristine Morabito	IDA Staff
Monica Simpson	CCPEG Staff
Crystal Erhard	IDA Staff
Nate Aldrich	IDA Staff
Jason Toczdlowski	IDA Staff
Chris Lanski	Exelco/Newbrook, Inc.
Adam Rowles	Saturn Power
Greg Bacon	Post Journal

The attached resolution no. 11-22-22-05 was offered by Jay Churchill, seconded by Steven Thorpe:

**Resolution No. 11-22-22-05**

RESOLUTION OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL  
DEVELOPMENT AGENCY PURSUANT TO THE STATE  
ENVIRONMENTAL QUALITY REVIEW ACT CONCERNING THE  
DETERMINATION OF SIGNIFICANCE FOR A CERTAIN PROJECT FOR  
SCINTA SOLAR LLC AND/OR ITS AFFILIATES

**Name of Project:** Scinta Solar Project

**Location:** 7030 Stockton-Cassadaga Road, Town of Stockton, Chautauqua County,  
New York (SBL 216.00-1-9.1)

**SEQR Status:** Type I

**Determination  
of Significance:** Negative Declaration

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of the New York State Industrial Development Agency Act, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 71 of the 1972 Laws of New York, as amended, constituting Section 895-h of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, renovating, improving, maintaining, equipping and furnishing of commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to, among other things, (i) acquire by purchase, lease, gift, bequest, devise or otherwise real or personal property or interests therein; and (ii) acquire, construct, reconstruct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, SCINTA SOLAR LLC, a limited liability company duly organized and existing under the laws of the State of New York (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 26 acre portion of an approximately 36 acre parcel of land located at 7030 S. Stockton Cassadaga Road, Cassadaga, Town of Stockton, Chautauqua County, New York (collectively, the “Land”), (2) the acquisition, construction, installation, and equipping on the Land of: (i) solar photovoltaic modules mounted on a 1-axis tracking steel



structure, (ii) switchgear, combiner boxes, inverters and transformers, (iii) underground and overhead electrical lines, (iv) fencing, and (v) a system of access roads, parking, landscaping and related improvements to the Land (collectively, the “Improvements”), and (3) the acquisition and installation of certain furniture, fixtures, machinery and equipment necessary for the completion thereof (the “Equipment” and together with the Land and the Improvements, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an approximately 5 megawatt A/C solar-powered electrical generation facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing; and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, pursuant to Article 8 of the New York Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (“NYSDEC”), being 6 NYCRR Part 617, et. seq., as amended (the “Regulations” and collectively with the SEQR Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, the Town of Stockton (“Town”) undertook a coordinated review of the Project in accordance with SEQRA in which it consulted with all other Involved and Interested Agencies, but such consultation did not include the Agency as the Agency had not yet received an application or otherwise been contemplated as an Involved Agency; and

WHEREAS, since the Agency was not included in the Town’s coordinated review, it has its own obligation to comply with SEQRA; and

WHEREAS, pursuant to SEQRA, to aid the Agency in determining whether the Project may have a significant adverse impact upon the environment, the Agency has received and reviewed: (1) a Part 1 of a Full Environmental Assessment Form dated September 14, 2021 and clarified by a letter from the Applicant dated November 9, 2022 (collectively, the “EAF”); (2) NYSDEC’s Environmental Resource Mapper (“NYSDEC Mapper”); (3) the New York State Cultural Resource Information System (“CRIS”); (4) an Application for Financial Assistance dated June 30, 2022 (“PILOT Application”); (5) a letter from the New York State Office of Parks, Recreation and Historic Preservation dated February 26, 2021 (“SHPO No Effect Letter”); (6) a Stormwater Pollution Prevention Plan dated April 2022 (“SWPPP”); (7) a Wetland Delineation dated January 2021 (“Wetland Delineation”); (8) a Notice of Intent Filing by the New York State Energy Research and Development Authority (“NYSERDA”) with the New York State Department of Agriculture and Markets (“NYSDAM”) dated June 15, 2022 (“NYSERDA NOI Filing”); (9) a Final Notice of Intent Letter from NYSDAM to NYSDERDA dated June 17, 2022 (“NYSDAM NOI”); (10) a U.S. Natural Resources Conservation Service Soil Survey dated November 14, 2020 (“Soil Survey”); (11) a U.S. Fish and Wildlife Endangered Species Act No Take Letter dated September 9, 2021 (“No Take Letter”); and (12) other relevant environmental information (collectively, 1-12 shall be referred to as the “Environmental Information”); and

WHEREAS, prior to making a recommendation about the potential environmental significance of the Project, the Agency has reviewed the Environmental Information, consulted various information sources, and considered the list of activities which are Type I Actions outlined in Section 617.4 of the SEQRA regulations, the list of activities that are Type II Actions outlined in Section 617.5 of the SEQRA regulations and the criteria for determining significance outlined in Section 617.7 of the SEQRA regulations; and

WHEREAS, a thorough analysis of the Environmental Information and potential environmental impacts associated with the Project reveals that the Project will not have any potentially significant adverse environmental impacts; and

WHEREAS, it is appropriate that the Agency issue a negative declaration pursuant to SEQRA for the Project.

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

**Section 1.** Based upon a thorough review and examination of the Project and Environmental Information, and upon the Agency's knowledge of the area surrounding the Land and such further investigation of the Project and its environmental effects as the Agency has deemed appropriate, the Agency makes the following findings with respect to the Project:

- (A) The Project is Type I Action pursuant to SEQRA, as the Project involves the construction and operation of solar-powered electrical generation facilities totaling over 10 acres of disturbance;
- (B) The Agency has undertaken a coordinated review of the Project in accordance with the requirements of SEQRA; and
- (C) No potentially significant adverse impacts on the environment are noted in the Environmental Information and none are known to the Agency.

**Section 2.** Based upon the Agency's review of the Environmental Information and investigations of the potential environmental impacts associated with the Project, considering both the magnitude and importance of each potential environmental impact indicated, and upon the Agency's knowledge of the Land and surrounding area and such further investigations of the Project and its environmental effects as the Agency has deemed appropriate, the Agency has determined that the Project will not have a significant adverse impact upon the environment. The reasons supporting this determination are as follows:

1. **Impact on Land.** The Project consists of the construction of solar arrays on an approximately 23.5 acre portion ("Site") of an approximately 37.8 acre parcel. The Project involves the construction and operation of a 5 megawatt (MW) A/C community distributed solar-powered electrical generation facility covering approximately 21.55 acres of vacant farmland and connecting to a 34.5kV distribution system. The Project

will include electrical equipment, accessories, concrete pads to support equipment and a new gravel access road. Approximately 23.5 acres of the approximately 36.4 acre parcel will be physically disturbed by the Project.

The Site is zoned A (Agricultural), and as noted in the EAF, a Special Use Permit was issued for the Project. Thus, the Project is consistent with the Land's existing zoning classification, and will not impact or deter existing or future adjacent land use.

The average depth to the water table at the Site is 1 foot, and there are no bedrock outcroppings on the Site. While helix screws reaching a depth of 8 to 10 feet into the ground may be necessary to support the solar arrays, there will be minimal physical disturbance of land since the helix screws do not have large physical footprints, and most of the Site is relatively level without steep slopes. Only a small portion of the Site has slopes of 15% or more. The Project does not involve any other ground disturbance such as excavation, mining or dredging and will be completed in a single phase.

The Project will create only 1.49 acres of new impervious surfaces compared to the total parcel size of 114.3 acres, and no new point sources are proposed. Further, the PV panels are tracking panels and will rotate thorough the day, minimizing any drip effect due to stormwater. While there will be temporary runoff during construction, it will be discharged onsite and controlled by stormwater and sediment/erosion control best management practices and the SWPPP. Further, the PV panels are tracking panels and will rotate thorough the day, minimizing any drip effect due to stormwater. And as addressed in the SWPPP, all cleared areas will be reclaimed and allowed to revegetate and stormwater mitigation measures will be implemented to prevent erosion.

As noted in the EAF and NYSDEC Mapper, the Project is not within a Coastal Area, a waterfront area of a Designated Inland Waterway, an area with an approved Local Waterfront Revitalization Program or a Coastal Erosion Hazard Area.

Based on the foregoing, the Project is not anticipated to create any potentially significant adverse impacts to land resources or land use.

2. Impact on Geological Features. The Project does not contain and is not adjacent to any unique geologic features or National Natural Landmarks. Accordingly, the Project will not create any potentially significant adverse impacts to geological features.
3. Impact on Surface Water. The EAF and Wetland Delineation note that the Land contains a National Wetland Inventory wetland, a New York State regulated wetland and two ditches, one of which is likely federal jurisdictional and another which is non-jurisdictional. The wetlands include a palustrine emergent/palustrine forested wetland and a palustrine emergent wetland.

According to the EAF, 0.04 acres of Class 2 wetlands will be lost due to the Project. But, as demonstrated by the Wetland Delineation, jurisdictional wetlands on the Site cover a total of approximately 0.69 acres, and the state regulated Class 2 wetland totals

approximately 2,180.8 acres. Further, as noted in the EAF, the Applicant will obtain all necessary approvals from the U.S. Army Corp of Engineers and NYSDEC related to the wetlands prior to construction, and the Project has been designed to limit impacts to wetlands.

As mentioned above, the EAF demonstrates that the Project will minimize new impervious surfaces, creating only approximately 1.49 acres of such surfaces. As described in the SWPPP, the Project was designed to limit impervious cover, and stormwater will be adequately managed by the SWPPP. Moreover, the Project, through the SWPPP, will better manage stormwater and prevent untreated agricultural discharges.

Lastly, the EAF demonstrates that no additional water demand will be created by the Project. Accordingly, the Project will not create any significant adverse impacts on surface water.

4. Impact on Groundwater. The EAF also demonstrates that the Project will not create a new demand for water, generate or discharge liquid wastes, or involve bulk storage of chemicals or production of hazardous waste or any other activities that would pose a threat to groundwater. As the EAF Mapper shows, the site is at least in part over a principal aquifer. However, the aquifer will not be impacted by the Project because the solar panels do not generate water pollution.

The EAF notes that no solid waste generation is anticipated during operation and that solid waste generated during construction will arrive by shipping container. Further, pallets and protective covers will be recycled as feasible. Solid waste disposal will comply with all applicable guidelines.

Although there is a plugged and abandoned gas well on the Land, as noted in the Applicant Email, the well will not be disturbed by the Project; and the well is outside of Site. Accordingly, the Project is not anticipated to create any significant adverse impacts to groundwater.

5. Impact on Flooding. The EAF states that the Project will not result in the development of lands which are subject to flooding and does not include the impoundment of water. The Project is not within a designated floodway, the 100-year or 500-year floodplain.

The Project will be constructed in accordance with any applicable local laws for flood damage prevention, and the Project has been designed to minimize the use of impervious surfaces. Additionally, the mitigation requirements of SWPPP will ensure that any stormwater runoff is adequately managed. Accordingly, the Project is not anticipated to create any significant adverse impacts to flooding.

6. Impact on Air. The Project will not include significant sources of air emissions, and it does not entail the types of activities or operations that would require the Applicant to obtain air registration permits or that are associated with a significant potential for air emissions. As demonstrated in the EAF, any impacts to air quality from construction

activities will be minor and temporary in nature.

Additionally, the Project will produce clean energy which will benefit local residents and the environment by replacing energy sources which involve the combustion of fossil fuels and air emissions with clean energy. Accordingly, the Project is not anticipated to create any significant adverse impacts to air resources.

7. Impact on Plants and Animals. As noted in the EAF, the Project will result in a loss of 23 acres of meadows, grasslands or brushlands. And while 23 of those acres will be used for the solar arrays, the limited ground disturbance and lack of tree clearing leaves adequate habitat and will not significantly disrupt existing species that may be present. Additionally, 13.42 acres of vacant agricultural land will remain, and the forested areas on the Land will not be impacted by the Project.

The EAF notes the predominant wildlife species at the Site as squirrels, raccoons, rabbits, white-tailed deer, raptors, songbirds, snakes, skunks, chipmunks, gophers and groundhogs. The Project will not substantially interfere with the nesting/breeding, foraging or over-wintering habitat for any species because the surrounding areas provide a similar and suitable habitat for these species, and the Project would not fragment the habitat or reduce the value of the surrounding land to the species. Moreover, the Project will not involve the use of pesticides during construction or operation.

Although some impacts to flora and fauna will occur from the construction of the Project as a result of the conversion of meadows, grassland or brushland areas to a solar farm, the EAF and NYSDEC Mapper note that no threatened, endangered, rare or special concern species are found on or near the Site, and no such species will be impacted by the Project. Further, the Site does not contain a designated significant natural community.

While the NYSDEC Mapper does not list any endangered species of plant or animal within the limits of the Site, the No Take Letter describes the possibility of three endangered freshwater mussels: clubshell (*Pleurobema clava*); rayed bean (*Villosa fabilis*); and northern riffleshell (*Spioblasma torulosa rangiana*). But, as determined in the No Take Letter, the species are not likely to be impacted by the Project “as no in-stream work is proposed in Cassadaga Creek, which is 0.5 miles east of the Project.”

Accordingly, the Project is not anticipated to create any significant adverse impacts on plants and animals.

8. Impact on Agricultural Land Resources. The EAF notes that the Project is located in a designated agricultural district, CHAU002, and the Site consists of highly productive soils. All of the site is farmland of statewide importance and prime farmland, with 22.7 acres in highly productive soils according to the Soil Survey. However, as demonstrated by the NYSDAM NOI Waiver in response to the NYSERDA NOI Filing, the owner of the Site has a waiver from the requirement for the New York State Department of Agriculture and Markets (“NYSDAM”) to undertake the Notice of Intent process in connection with the Project. While NYSDAM considers the placement of solar panels on

a property a permanent conversion of agricultural land, as mentioned in the Applicant Email, a decommissioning plan was prepared for the Project. Moreover, the Project includes only a small fraction of the overall agricultural land located in the region and will not result in increased development pressure on farmland or significantly decreased agricultural land in the County. Accordingly, the Project will not create any significant adverse impacts to agricultural land.

9. Impact on Aesthetic Resources. The EAF notes that the Project is not within 5 miles of any officially designated and publicly accessible federal, state or local scenic or aesthetic resources. Any resulting visual impacts will be minor in nature, since the Project does not have a large visual profile and is otherwise aesthetically unobtrusive. Further, existing mature trees will be retained to provide natural screening for the Project. Moreover, the Project will comply with the screening and setback requirements of the Town of Stockton Zoning Code. Accordingly, the Project is not anticipated to create any significant adverse impacts to aesthetic resources.
10. Impact on Historic and Archaeological Resources. Although the EAF Mapper notes the potential presence of archeological sites, the Project was submitted to the Division for Historic Preservation of the Office of Parks, Recreation and Historic Preservation through the Cultural Resource Information System (CRIS), and the SHPO No Effect Letter in response determined that no historic properties, including archaeological and/or historic resources would be impacted by the Project. Accordingly, the Project will not create any significant impacts to historic or archeological resources.
11. Impact on Open Space and Recreation. The Site is not in an area listed in an adopted municipal open space plan, is not used by members of the community for public recreation and neither the Site nor any adjoining area is used for hunting, trapping, fishing or shell fishing. Accordingly, the Project will not create any significant impacts to open space or recreational resources.
12. Impact on Critical Environmental Areas. The Project is not located in or substantially contiguous to any Critical Environmental Areas. Accordingly, the Project will not create any significant impacts to Critical Environmental Areas.
13. Impact on Transportation. The Project does not involve the types of activities or operations that would be associated with an increased flow of traffic. Accordingly, the Project is not anticipated to create any significant adverse impacts on transportation.
14. Impact on Energy. The Project will not generate any new or additional demand for energy. Rather, the Project will be a source of clean, renewable energy which will benefit the community and the environment. Accordingly, the Project will not create any significant adverse impacts on energy.
15. Impact on Noise, Odor and Light. The Project is not expected to appreciably create odors or excessive lighting. The Project is expected to increase noise levels during construction on Monday through Saturday during the hours of 7:00 AM to 7:00 PM and all day during

operations. However, any impacts to noise or odor from construction activities will be minor and temporary in nature, and any noise during operation will be minimal. Accordingly, the Project will not create any significant adverse impacts on noise, odor or light.

16. Impact on Public Health. The Project does not involve the types of activities or operations that are associated with a significant potential for affecting public health, including the use, creation, disposal or storage of a hazardous or toxic substance. Further, any solid waste generated at the Site will be properly disposed of pursuant to Federal, State and local laws and regulations; and the photovoltaic panels will be properly disposed of. Accordingly, the Project is not anticipated to create any significant adverse impact to public health.
17. Impact on Character of the Community and Community Plans. The Project will provide clean, renewable energy for the area. This use is consistent with the underlying goals behind the Town of Stockton Zoning Code's stated objective to "enhance and preserve the quality of living, health, and safety for the municipality." And, as recognized in Town Local Law 2021-2, solar energy systems are important for generating electricity, reducing greenhouse gas emissions and supporting economic development. To promote solar energy development, the law seeks to balance the rights of neighbors and property owners while preserving the rights of property owners to install solar collection systems without excess regulation.

The Town of Stockton does not have a Comprehensive Plan. While the Project results in the conversion of agricultural land to a solar farm, the Project is not anticipated to result in secondary development effects or significant population growth. Additionally, the Town Zoning Code and the Town Local Law 2021-2 impose screening and setback requirements to protect adjacent properties from impacts. Accordingly, the Project will not create any significant adverse impacts to the character of the community or community plans.

**Section 3.** Since the Project will not have a significant adverse impact on the environment, a negative declaration ("Negative Declaration") pursuant to SEQRA is hereby issued, and the EAF Parts II and III prepared by the Town are hereby adopted by the Agency. This Negative Declaration has been prepared pursuant to and in accordance with the requirements of SEQRA.

**Section 4.** The Chairman, the Vice Chairman, the Executive Director and the Administrative Director of the Agency are hereby further authorized on behalf of the Agency, or acting together or individually, to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**Section 5.** This Resolution, which is adopted by a majority vote of the Agency, shall serve as the Negative Declaration (as defined in 6 N.Y.C.R.R. 617.2(y)) for the Project, and is issued by the Agency pursuant to and in accordance with SEQRA in a coordinated environmental impact review, shall take effect immediately.

**Section 6.** For further information on this Negative Declaration contact:

County of Chautauqua Industrial Development Agency  
201 West 3rd Street, Suite 115  
Jamestown, New York 14701-6902  
ATTN: Mark Geise, Administrative Director/CEO  
Phone: 716-661-8900  
Fax: 716-664-4515

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

Michael Metzger	ABSENT
Gary Henry	AYE
Steven Thorpe	AYE
Brad Walters	ABSENT
Jay Churchill	AYE
Kevin Muldowney	ABSENT
Rhonda Johnson	AYE
Sagan Sheffield –Smith	AYE
Dan Heitzenrater	AYE

The foregoing Resolution was thereupon declared duly adopted.

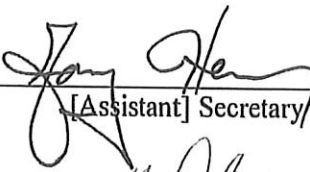
STATE OF NEW YORK )  
 ) SS.:  
COUNTY OF CHAUTAUQUA )


WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on November 22, 2022 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) the meeting was duly held by videoconferencing in compliance with the requirements of Section 103-a of the Open Meetings Law, including, but not limited to, the notice provisions of such Section; (E) there was a quorum of the members of the Agency present throughout said meeting and the minimum number of members required for a quorum was physically present at one of the locations specified in the notice of the meeting, (F) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law; (G) members of the public were permitted to view such meeting via video and to participate in the proceedings via videoconference in real time to the same extent that that public participation was permitted to members of the public present in person.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our hand this 22<sup>nd</sup> day of November, 2022.

  
\_\_\_\_\_  
[Assistant] Secretary

  
\_\_\_\_\_  
[Vice] Chairman

**Scinta Solar LLC -  
Approving Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on November 22, 2022, at 10:00 A.M., local time, at (i) the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”), and (ii) the SUNY Fredonia Tech Incubator, 214 Central Avenue, Dunkirk, County of Chautauqua, New York (the “Incubator”), and was conducted by videoconferencing in compliance with Section 103-a of the New York State Public Officers Law.

The meeting was called to order by the Secretary and, upon roll being called, the following members of the Agency were:

PRESENT:

(Vacant)	Vice Chairman	
(Vacant)	Treasurer	
Sagan Sheffield -Smith	Member	Incubator
Gary Henry	Secretary	IDA Office
Steven Thorpe	Member	IDA Office
Jay Churchill	Member	IDA Office
Rhonda Johnson	Member	IDA Office
Dan Heitzenrater	Member	IDA Office

NOT PRESENT:

Mike Metzger	Chairman
Kevin Muldowney	Member
Brad Walters	Member

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Greg Peterson	Counsel
Crystal Almeter	Counsel
Jeanette Lo Bello	IDA Staff
Rosie Strandburg	IDA Staff
Kayla Strandburg	IDA Staff
Kristine Morabito	IDA Staff
Monica Simpson	CCPEG Staff
Crystal Erhard	IDA Staff
Nate Aldrich	IDA Staff
Jason Toczdlowski	IDA Staff
Chris Lanski	Exelco/Newbrook, Inc.

Adam Rowles  
Greg Bacon

Saturn Power  
Post Journal

The attached resolution no. 11-22-22-06 was offered by Jay Churchill, seconded by Steven Thorpe:

RESOLUTION TAKING OFFICIAL ACTION TOWARD AND APPROVING THE  
STRAIGHT LEASE DOCUMENTS FOR A CERTAIN PROJECT FOR  
SCINTA SOLAR LLC AND/OR ITS AFFILIATES

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the Laws of 1969 of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 71 of the 1972 Laws of New York, as amended, constituting Section 895-h of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, SCINTA SOLAR LLC, a limited liability company duly organized and existing under the laws of the State of New York (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 26 acre portion of an approximately 36 acre parcel of land located at 7030 S. Stockton Cassadaga Road, Cassadaga, Town of Stockton, Chautauqua County, New York (collectively, the “Land”), (2) the acquisition, construction, installation, and equipping on the Land of: (i) solar photovoltaic modules mounted on a 1-axis tracking steel structure, (ii) switchgear, combiner boxes, inverters and transformers, (iii) underground and overhead electrical lines, (iv) fencing, and (v) a system of access roads, parking, landscaping and related improvements to the Land (collectively, the “Improvements”), and (3) the acquisition and installation of certain furniture, fixtures, machinery and equipment necessary for the completion thereof (the “Equipment” and together with the Land and the Improvements, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an approximately 5 megawatt A/C solar-powered electrical generation facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes, mortgage recording taxes and sales and use taxes; and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, in accordance with Section 859-a of the Act, any approval of the Project is contingent upon, inter alia, a determination by the members of the Agency to proceed with the Project following a determination by the Agency that (A) the public hearing and notice requirements and other procedural requirements contained in the Act relating to the Project have been satisfied; and (B) the undertaking of the Project by the Agency and the granting of the Financial Assistance are and will be in compliance with all other applicable requirements of the Act, SEQRA (as hereinafter defined), and all other statutes, codes, laws, rules and regulations of any governmental authority having jurisdiction over the Project and/or the Project Facility (collectively, the “Applicable Laws”); and

WHEREAS, the Administrative Director/CEO of the Agency (A) caused notice of a public hearing of the Agency pursuant to Section 859-a of the Act (the “Public Hearing”) to hear all persons interested in the Project and the Financial Assistance contemplated by the Agency with respect to the Project, to be mailed on October 14, 2022 to the chief executive officer of the County of Chautauqua (the “County”) and of each other affected tax jurisdiction within which the Project Facility is or is to be located, and posted a copy of the Application on the Agency’s website; (B) caused notice of the Public Hearing to be published on October 15, 2022 in *The Observer*, a newspaper of general circulation available to residents of the County; (C) caused the Public Hearing to be conducted on October 27, 2022, at 11:30 a.m., local time, at Stockton Volunteer Fire Station, 28 Stockton-Kimball Stand Rd., Stockton, Town of Stockton, County of Chautauqua, New York; (D) caused the Public Hearing to be streamed on the Agency’s website in real-time and a recording of the Public Hearing to be posted on the Agency’s website, all in accordance with Section 857 of the Act, as amended; and (E) caused a written report of the Public Hearing to be prepared which fairly summarizes the views presented at the Public Hearing and collected written comments from the public (collectively, the “Report”) and distributed the Report to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”), and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (the “Regulations” and collectively with the SEQR Act, “SEQRA”), the appropriate personnel of the Agency reviewed the environmental assessment form and other materials submitted by the Applicant and made any necessary comments to the members of the Agency, and by resolution of the members of the Agency adopted on November 22, 2022, the Agency determined that a thorough analysis of the potential environmental impacts associated with the Project revealed that the Project will not have any potentially significant adverse environmental impacts; and

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused a letter dated October 14, 2022 (the “Pilot Deviation Notice Letter”) to be mailed to the chief executive officer of each affected tax jurisdiction, informing said individuals that the Agency would, at its meeting on November 22, 2022 (the “IDA Meeting”), consider a proposed deviation from the Agency’s Uniform Tax Exemption Policy and Guidelines (the “Tax Exemption Policy”) with respect to the payment in lieu of taxes agreement to be entered into by the Agency with respect to the Improvements and pursuant to which the Agency would grant an exemption from real property taxes with respect to the Improvements

only; and (B) the members of the Agency conducted the IDA Meeting on the date hereof, reviewed any comments and correspondence received with respect to the proposed deviation from the Tax Exemption Policy and approved the proposed deviation from the Tax Exemption Policy; and

WHEREAS, the Agency now desires to make its determination to proceed with the Project and to grant the Financial Assistance, subject to the terms hereof; and

WHEREAS, the Applicant and/or one (1) or more of its affiliates will (A) execute and deliver a certain Company Lease Agreement (the “Company Lease”), pursuant to which the Applicant and/or such affiliate(s) will grant to the Agency a leasehold interest in the Project Facility; (B) execute and deliver a certain Agency Lease Agreement (Uniform Project Agreement) (the “Agency Lease”), pursuant to which the Agency will grant to the Applicant and/or such affiliate(s) a subleasehold interest in the Project Facility; (C) execute and deliver a certain Payment in Lieu of Taxes Agreement (the “PILOT Agreement”) pursuant to which the Agency would grant an exemption from real property taxes with respect to the Improvements only; and (D) execute and deliver certain other certificates, documents, instruments and agreements related to the Project (together with the Company Lease, the Agency Lease and the PILOT Agreement, collectively, the “Transaction Documents”);

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

**Section 1.** In accordance with Section 859-a of the Act, the Agency has prepared a written cost-benefit analysis with respect to the Project and the granting of the Financial Assistance (the “Analysis”). The Agency has reviewed the Application, the Report and the Analysis, and, based upon the representations made by the Applicant to the Agency and information obtained by the Agency, the Agency has reviewed and assessed all material information necessary to afford a reasonable basis for the Agency to make a determination to approve the Financial Assistance. In addition, the Agency hereby makes the following findings and determinations with respect to the Project:

(a) based on the proposed use of the Project Facility as set forth in the Application, the economic effects of the Project on the area in which it is situated, and the employment reasonably expected to be created and/or maintained by the Project, and an analysis of how the Project contributes to the realization of the public purposes of promoting employment opportunities in the County and the prevention of economic deterioration in the County, the Project will constitute a commercial facility with a significant impact on the area in which it is situated, and will advance the Agency’s purposes by promoting employment opportunities and preventing economic deterioration in the County. Therefore, the Project constitutes a “project” within the meaning of the Act;

(b) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Applicant to undertake the Project in the County;

(c) there is a likelihood that the Project would not be undertaken but for the granting of the Financial Assistance by the Agency to the Applicant;

(d) the completion of the Project Facility, the sublease thereof by the Agency to the Applicant and the operation thereof by the Applicant will not result in the removal of a facility or plant of the Applicant or any other occupant or user of the Project Facility from one area of the State of New York (the "State") to another area of the State or in the abandonment of one or more plants or facilities of the Applicant or any other occupant or user located within the State (but outside of the County). Therefore, the provisions of subdivision (1) of Section 862 of the Act are not and will not be violated as a result of the granting of the Financial Assistance by the Agency to the Applicant;

(e) the Project will serve the public purposes of the Act by preserving permanent, private sector jobs, and increasing the overall number of permanent, private sector jobs in the State;

(f) no funds of the Agency shall be used in connection with the Project for the purpose of preventing the establishment of an industrial or manufacturing plant, nor shall any funds of the Agency be given in connection with the Project to any group or organization which is attempting to prevent the establishment of an industrial or manufacturing plant within the State, nor shall any funds of the Agency be used for advertising or promotional materials which depict elected or appointed government officials in either print or electronic media;

(g) the Project Facility does not and will not constitute a project where facilities or property that are primarily used in making retail sales of goods and/or services to customers who personally visit such facilities constitute more than one-third of the total cost of the Project. For purposes of this finding, retail sales shall mean: (i) sales by a registered vendor under Article 28 of the New York Tax Law primarily engaged in the retail sale of tangible personal property, as defined in subparagraph (i) of paragraph four of subdivision (b) of section 1101 of the New York Tax Law; or (ii) sales of a service to such customers;

(h) the granting of the Financial Assistance by the Agency with respect to the Project will encourage and assist the Applicant in undertaking the Project in the County, will promote the job opportunities, health, general prosperity and economic welfare of the inhabitants of the County and the State and improve their standard of living, and thereby serve the public purposes of the Act; and

(i) the Project will not result in the removal or abandonment of a plant or facility of the Applicant or any other occupant or user of the Project Facility, currently located within the County.

**Section 2.** The Agency hereby ratifies, confirms and approves all actions heretofore taken by the Administrative Director/CEO, Chief Financial Officer and the staff of the Agency with respect to the Application, the Analysis and the Public Hearing, including, without



limitation, (a) those actions required to ensure full compliance with the requirements of the Act, SEQRA and all other Applicable Laws that relate to the Project, and (b) the appointment of the law firm of Phillips Lytle LLP as Counsel to the Agency with respect to all matters in connection with the Project.

**Section 3.** The Agency hereby determines that the Agency has fully complied with the requirements of the Act, SEQRA and all other Applicable Laws that relate to the Project.

**Section 4.** Having considered fully all comments received at or in connection with the Public Hearing and the IDA Meeting, including correspondence received subsequent to the Public Hearing, the Agency hereby further determines to proceed with the Project and the granting of the Financial Assistance, subject to the terms hereof. The Agency hereby approves the granting of (a) an exemption from real property taxes having an estimated value of \$689,470, (b) an exemption from mortgage recording taxes in the maximum amount of \$100,000, and (c) an exemption from sales and use taxes in the maximum amount of \$400,000.

**Section 5.** The Agency recognizes that due to the complexities of the proposed transaction it may become necessary that certain of the terms approved hereby may require modifications from time to time which will not affect the intent and substance of the authorizations and approvals by the Agency herein. The Agency hereby authorizes the Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency, acting individually or jointly, to approve modifications to the terms approved hereby which do not affect the intent and substance of this Resolution, but may include adjustments to the Financial Assistance granted hereunder. The approval of such modifications shall be evidenced by the certificate of determination of an Agency officer or the execution and delivery by some or all such Agency officers of relevant documents containing such modified terms.

**Section 6.** The Agency is hereby authorized to (a) acquire an interest in the Project Facility pursuant to the Company Lease and the other Transaction Documents, (b) grant a subleasehold interest in the Project Facility pursuant to the Agency Lease and the other Transaction Documents, (c) grant the Financial Assistance, (d) execute one (1) or more fee and leasehold mortgage, assignment of rents and leases, and security agreements in favor of such bank, governmental agency or financial institution as the Applicant may determine (such bank, governmental agency or financial institution, the "Bank"), encumbering the Project Facility, solely to subject the Agency's interest in the Project Facility to the lien thereof, all to secure one (1) or more loans made by the Bank to the Applicant with respect to the Project Facility, and (e) do all things necessary, convenient or appropriate for the accomplishment thereof. All acts heretofore taken by the Agency with respect to the foregoing are hereby approved, ratified and confirmed.

**Section 7.** The form and substance of the Transaction Documents, in the forms presented to the members of the Agency, together with such changes as the Chairman, the Vice Chairman, the Administrative Director/CEO or the Chief Financial Officer may hereafter deem necessary or appropriate, are hereby approved. The Chairman, the Vice Chairman, the Administrative Director/CEO and the Chief Financial Officer are hereby authorized, on behalf of the Agency, acting together or individually, to execute and deliver the Transaction Documents to

which the Agency is a party and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same. The execution and delivery of each such agreement, approval and consent by such person(s) shall be conclusive evidence of such approval.

**Section 8.** The Chairman, the Vice Chairman, the Administrative Director/CEO and the Chief Financial Officer of the Agency are hereby further authorized, on behalf of the Agency, acting together or individually, to designate any additional Authorized Representatives (as defined in the Agency Lease) of the Agency.

**Section 9.** The officers, employees and agents of the Agency are hereby authorized and directed, acting individually or jointly, for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Transaction Documents, to execute and deliver all such additional certificates, instruments, agreements 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, convenient or appropriate to effect the purposes of this Resolution and to cause compliance with all of the terms, covenants and provisions of the Transaction Documents to which the Agency is a party or which are binding on the Agency.

**Section 10.** The members of the Agency acknowledge the terms and conditions of Section 875(3) of the Act and the duties and obligations of the Agency thereunder with respect to granting of State Sales and Use Taxes (as such term is defined in Section 875 of the Act) with respect to the Project. The members hereby direct the officers of the Agency to comply with such terms and conditions with respect to the Project and hereby direct Counsel to the Agency to include such terms and conditions in all relevant Transaction Documents.

**Section 11.** The Chairman, the Vice Chairman, the Administrative Director/CEO and the Chief Financial Officer of the Agency are hereby authorized and directed to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

**Section 12.** This Resolution 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:

Michael Metzger	ABSENT
Gary Henry	AYE
Steven Thorpe	AYE
Brad Walters	ABSENT
Jay Churchill	AYE
Kevin Muldowney	ABSENT
Rhonda Johnson	AYE
Sagan Sheffield –Smith	AYE
Dan Heitzenrater	AYE

The foregoing Resolution was thereupon declared duly adopted.

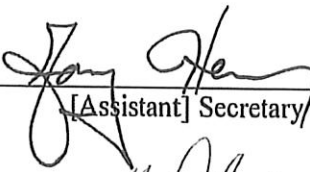
STATE OF NEW YORK )  
 ) SS.:  
COUNTY OF CHAUTAUQUA )


WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on November 22, 2022 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

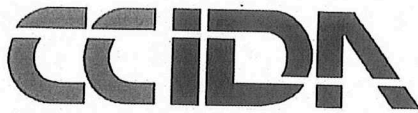
WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public at both locations at which members of the Agency were present, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; (D) the meeting was duly held by videoconferencing in compliance with the requirements of Section 103-a of the Open Meetings Law, including, but not limited to, the notice provisions of such Section; (E) there was a quorum of the members of the Agency present throughout said meeting and the minimum number of members required for a quorum was physically present at one of the locations specified in the notice of the meeting, (F) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law; (G) members of the public were permitted to view such meeting via video and to participate in the proceedings via videoconference in real time to the same extent that that public participation was permitted to members of the public present in person.

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our hand this 22<sup>nd</sup> day of November, 2022.

  
\_\_\_\_\_  
[Assistant] Secretary

  
\_\_\_\_\_  
[Vice] Chairman



County of Chautauqua Industrial Development Agency

RESOLUTION NUMBER 11-22-22-07  
OF THE MEMBERS OF  
COUNTY OF CHAUTAUQUA  
INDUSTRIAL DEVELOPMENT AGENCY  
TO APPROVE AN AL TECH LOAN TO EXCELCO/NEWBROOK, INC.

November 22, 2022

Resolution authorizing AL Tech Revolving Loan Fund loan for Excelco/Newbrook, Inc., or its successors, in the amount of \$500,000.00.

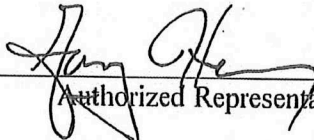
WHEREAS, the County of Chautauqua Industrial Development Agency ("CCIDA") has been presented with an AL Tech Revolving Loan Fund application from Excelco/Newbrook, Inc. (the "Company") for the purpose of working capital. The loan request is in the amount of \$500,000.00. Loan terms are 5-years at 4.00% interest with principal and interest payments made monthly, and

WHEREAS, the loan shall be secured by (i) a subordinate lien position on all business assets including, but not limited to, furniture, fixtures, machinery, equipment, inventory, and accounts receivable, (ii) an unlimited personal guarantee provided by Christopher J. Lanski, (iii) life insurance in the amount of the loan on the life of Christopher J. Lanski, and

WHEREAS, the Company shall maintain fire and hazard insurance on all corporate assets, with CCIDA listed as assignee and loss payee in an amount equal to the outstanding indebtedness to CCIDA at all times over the course of the loan, and appraisals for the property must be received prior to the loan closing, where applicable, and

WHEREAS, commitment and financing documents of other lenders are to be satisfactory to the CCIDA, where applicable, and

NOW THEREFORE, BE IT RESOLVED, that the Administrative Director, Chairman, or any officer of CCIDA, are hereby authorized by the Members to sign any and all documents and other instruments necessary in order to effectuate the above.

By   
Authorized Representative

Date 11-22-22

**RESOLUTION 11-22-22-08 RESOLUTION OF THE MEMBERS OF THE  
CHAUTAUQUA REGION ECONOMIC DEVELOPMENT CORPORATION  
APPROVING ACCEPTANCE OF COUNTY FUNDING AND ENTRY INTO  
CONTRACTUAL AGREEMENT FOR TRAIL/GREENWAY DEVELOPMENT**

**November 22, 2022**

I, Michael Metzger, Chairman of the Chautauqua Region Economic Development Corporation, a public benefit corporation (“CREDC”) hereby certify that at a meeting of the Members of the CREDC duly called and held at the CCIDA Board Room, 201 West Third Street, Jamestown, County of Chautauqua New York, and at the Fredonia Technology Incubator, 214 Central Avenue, Dunkirk, County of Chautauqua New York, at 10:00 a.m. on the 22<sup>nd</sup> day of November, 2022 at which a quorum was present, the following resolutions were unanimously adopted:

WHEREAS, The Chautauqua County Greenway Plan (“the Plan”) was developed in 2012 and defines steps for Chautauqua County and various stakeholders to take to:

- Formalize and maintain the county’s rural outdoor lifestyle;
- Fulfill the desire for Chautauqua County to be recognized as a four season destination for active living and outdoor recreation; and,
- Capitalize on the positive economic impact that can be realized through providing goods and services that County residents and visitors desire; and

WHEREAS, one of the Plan’s goals is to create a stakeholder group to establish goals and advocate for resources; formalize delivery and implementation strategies of greenways development between the County and its partners; pursue resources corroboratively; foster partnerships between conservation and recreation organizations, public agencies, landowners, private sector companies, local municipalities, and dedicated individuals; promote, educate, and facilitate Trail Town concepts in local business districts; and, promote, educate, and facilitate Activity Hub concepts to identified landowners; and

WHEREAS, in the last few years, there is a renewed momentum with additional interest in collaboration among individual trail groups, and new resources being invested into Chautauqua County’s trail system; and

WHEREAS, several individual trail groups and private outdoor recreation businesses have been meeting to discuss a collaborative structure to advance the continued maintenance of existing trails, development of new trails, and the promotion of individual trails as well as the County’s overall trail system and supporting outdoor recreation assets, and

WHEREAS, with the support of the Sheldon Foundation and the Chautauqua Region Economic Development Corporation (CREDC), the partners have been working with Camoin Associates to initiate an organizational planning process for the multiple recreational trail user groups within Chautauqua County to work together for the purpose of cooperation and for leveraging financial resources; and

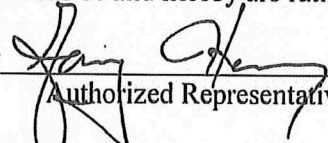
WHEREAS, Camoin has recommended, and partners have agreed to move forward by working together as a county through private/public partnerships, through a collaborative group, the "Friends of the Chautauqua County Greenways", to better position the county to raise the necessary capital and programmatic resources to realize the primary objectives outlined in the 2012 Greenway Plan and in the subsequent addendum; and

WHEREAS, this collaborative will be housed within CREDC's Partnership for Economic Growth initiative and is consistent with the Partnership's overarching goals is to promote and facilitate the development of vibrant places with enriching experiences for citizens and visitors alike, with dynamic communities in which to live and recreate; and

WHEREAS, CREDC desires to hire a part-time contractual employee to coordinate this endeavor, and

WHEREAS, Chautauqua County will provide CREDC with \$35,000 in funding through the 3% Occupancy Tax Program for Tourism Development to advance this initiative in 2023,

NOW, THEREFORE, BE IT RESOLVED, that the Administrative Director, Chief Financial Officer, Chairman, or any officer of CCIDA be and hereby is authorized to execute and deliver any and all documents necessary to effectuate the foregoing resolution, and given full ability to enter into agreements and expend funds in a manner consistent with the goals of CREDC, and that such actions be and hereby are ratified in all respects.

By  \_\_\_\_\_  
Authorized Representative

Date 11-22-22