

**Wells Enterprises, Inc. (2023 SEQRA) -
SEQRA Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the "Agency") was convened in public session on December 19, 2023, at 10:00 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the "IDA Office").

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

PRESENT:

Gary Henry	Chairperson
Bradley Walters	Vice Chairperson
Sagan Sheffield-Smith	Treasurer
Dan Heitzenrater	Secretary
Steven Thorpe	Member
Kevin Muldowney	Member
Daniel DeMarte	Member
Amy Harding	Member

NOT PRESENT:

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
Lisa Cole	Counsel
Bob Murray	Harris Beach
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Kayla Strandburg	IDA Staff
Jeanette Lo Bello	IDA Staff
Jason Sample	IDA Staff
James Feldman	County Executive Staff
Dick Kennedy	Wells Enterprises Inc.
Brad Galles	Wells Enterprises Inc.
Chris Schastok	CBRE

Vince DeJoy
Kate Wdowiasz
Greg Bacon
Jonathan Epstein

City of Dunkirk
City of Dunkirk
Jamestown Post Journal
Buffalo News

The attached resolution no. 12-19-23-01 was offered by Brad Walters, seconded by Kevin Muldowney:

RESOLUTION 12-19-23-01 OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL
DEVELOPMENT AGENCY PURSUANT TO THE STATE ENVIRONMENTAL
QUALITY REVIEW ACT ISSUING A NEGATIVE DECLARATION FOR A CERTAIN
PROJECT FOR
WELLS ENTERPRISES, INC. AND/OR ITS AFFILIATES.

Project Name: Wells Enterprises, Inc. Reconstruction

Location: 1 Ice Cream Dr, City of Dunkirk, NY 14048

SEQRA Status: Type I

**Determination
of Significance:** Negative Declaration

WHEREAS, 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-e 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 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, WELLS ENTERPRISES, INC., a corporation duly organized and existing under the laws of the State of Iowa and qualified to do business in the State of New York as a foreign corporation (including an entity to be formed for the purposes described herein, collectively, 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 approximately 23 parcels of land aggregating

approximately 18.3 acres located at 1 Ice Cream Drive, City of Dunkirk, County of Chautauqua, New York (the "**Land**"), (2) the redevelopment of the existing approximately 234,000 square foot building located on the Land (collectively, the "**Building**" and together with the Land, collectively, the "**Facility**"), together with related improvements to the Land, and (3) the acquisition of certain furniture, fixtures, machinery and equipment (the "**Equipment**") necessary for the completion thereof (collectively, the "**Project Facility**"), all of the foregoing for use by the Applicant and/or its affiliates as a manufacturing 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 (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 on August 25, 2023, the Agency circulated a notice of intent to establish itself as lead agency to all potentially Interested and Involved Agencies ("**Notice**") pursuant to SEQRA; and

WHEREAS, no interested or involved agency objected within 30 days to the establishment of the Agency as lead agency and thus, the Agency has properly been established as the lead agency for the Project; and

WHEREAS, to aid the Agency in evaluating the significance of potential environmental impacts associated with the Project, the Agency has completed, received and/or reviewed:

- 1) a full Environmental Assessment Form Part I prepared by the Applicant ("**EAF**");
- 2) the Notice, and all attachments thereto, including: (i) SEQR Notice of Intent to Act as Lead Agency; (ii) list of potentially involved and interested agencies; (iii) the EAF; (iv) the Application; and (v) Acknowledgement of CCIDA to Act as Lead Agency form (collectively (i)-(v), the "**Notice Attachments**");
- 3) the New York State Department of Environmental Conservation ("**NYSDEC**") Environmental Resource Mapper ("**ERM**");

- 4) the NYSDEC DECinfo Locator (“**DEC Locator**”);
- 5) the NYSDEC Environmental Remediation Database (“**ERD**”);
- 6) the NYSDEC Oil & Gas Database (“**Wells Database**”);
- 7) an Air Facility Registration Certificate (“**Air Registration**”) issued by NYSDEC;
- 8) building permits for demolition issued by the City of Dunkirk Housing, Building, and Zoning Office (“**Demo Permits**”);
- 9) City of Dunkirk Zoning Board of Appeals approval (“**Variance Approval**”); and
- 10) the Application, including all exhibits thereto;
- 11) an Overall Site Plan & Phasing Plan prepared by Metzger Civil Engineering, PLLC (“**Phasing Plan**”);
- 12) an architectural plan prepared by Metzger Civil Engineering, PLLC dated December 15, 2023 (“**Architectural Plans**”);
- 13) the New York State Office of Parks, Recreation, and Historic Preservation (“**OPRHP**”) Cultural Resource Information System (“**CRIS**”); and
- 14) other relevant environmental information (collectively, 1-14, together with all analysis and supporting documentation referenced therein or relied upon thereby, are incorporated by reference herein in their entirety and 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 BOARD OF DIRECTORS OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. Based upon a thorough review and examination of the Project and the Environmental Information, and upon the Agency’s knowledge of the area surrounding the Site and such further investigation of the Project and their environmental effects as

the Agency has deemed appropriate, the Agency makes the following findings with respect to the Project:

- (A) The Project is a Type I Action because the Project involves the phased reconstruction of a building totaling over 100,000 square feet;
- (B) The Agency, as Lead Agency for the Project, has undertaken a coordinated review of the Project in accordance with SEQR; 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 purchase of the phased demolition and reconstruction of the Building on the Site located in the City of Dunkirk's M-1 Light Industrial District. The Site is previously developed with the existing Building, which totals approximately 234,000 square feet in size. Existing railroad tracks border the Site to the north and east, with residential uses located to the southwest and west of the Site. An existing substation servicing the Building is located to the east of the Site, while an existing wastewater pretreatment facility that services the Site is located to the North of the Building. Following reconstruction, the Building's footprint will drop significantly, and greenspace on the Site will increase from 1 acre to 6.6 acres following completion of reconstruction. The Building will cover only 53% of the Site and total approximately 202,000 square feet, whereas the City of Dunkirk's bulk regulations governing the Light Industrial District allows for up to 80% lot coverage.

As detailed in the Phasing Plan and EAF, the Building will be reconstructed in multiple phases in order to allow for continued operation out of the Building during reconstruction. Construction hours are limited to daytime hours in order to avoid impacts to neighboring properties. This phased approach will limit overall disturbance of the Site at any one time. The Project is consistent with the existing land use of the Site, and the use of the Building will not change. The

zoning classification of the Site will not change as a result of the Project, and the Project will not impact or deter existing or future adjacent land use.

Accordingly, the Project will not 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 is not anticipated to create any potentially significant adverse impacts to geological features.

3. Impact on Surface Water. The Site does not include any surface water resources, nor are any immediately adjacent to the Site. The nearest surface water resources are located to the southwest of the Site, across from Main Street and several adjacent structures as detailed in the ERM. Additionally, the Project involves a significant reduction in the footprint of the Building which will result in a corresponding decrease in stormwater runoff at the Site as there will be a net decrease in impermeable surfaces. The EAF confirms that stormwater runoff will flow into existing storm drainage facilities at the Site.

With respect to wastewater, the Building will continue to generate both sanitary wastewater from employees as well as process wastewater from the industrial activities at the Building. All industrial wastewater will be pretreated at the Facility's pretreatment wastewater plant prior to discharge to the City of Dunkirk's wastewater treatment plant. The City of Dunkirk's wastewater treatment plant already services the existing building and the EAF confirms that there exists sufficient treatment capacity to service the Project following the reconstruction of the Building. Accordingly, the Project will not create any significant adverse impacts on water.

4. Impact on Groundwater. The Project does not increase any risks to groundwater as it is limited to reconstruction of the Building on the Site. While the Project includes the bulk storage of petroleum as detailed in the EAF, the ERD notes that the Building already includes such bulk storage of petroleum. Further, the EAF notes that the bulk storage will be accomplished with appropriate containment measures in place. The Wells Database indicates that a plugged oil well is located on the northeastern corner of the Site, adjacent to the existing rail lines and in an undeveloped portion of the Site. As detailed in the Architectural Plans, the Project does not include any development of that area of the Site, accordingly, no impacts to the existing well are anticipated. The Project does not otherwise entail activities which would entail any risk to groundwater are a part of the Project. Accordingly, the Project will not create any potentially significant adverse impacts to groundwater.

5. Impact on Flooding. The EAF states that the Project is not located within either the 100-year or 500-year flood plain. Further, the Project results in a significant decrease in the overall footprint of the Building, resulting in approximately 5.6 acres of new greenspace on the Site. Accordingly, the Project is not anticipated to create any potentially significant adverse impacts to flooding.
6. Impact on Air. The Project will not be a significant source of new air emissions. The Building is currently registered in accordance with 6 NYCRR Part 201-4 for an Air Facility Registration Certificate (Registration ID: 9-0634-00026/00008). The existing Building makes use of a biogas flare which will also be utilized following reconstruction in order to safely and efficiently process methane gas associated with the anaerobic digester that aids in the disposal of Facility waste. The EAF details that the air emissions following reconstruction will total 160.3 metric tons of methane per years, however, the EAF also confirms that no further NYSDEC air permitting or registration will be required for the Project. While heavy equipment will be utilized during construction, these impacts will be minor and temporary. The Facility will operate in accordance with all applicable laws and regulations. Accordingly, the Project is not anticipated to create any significant adverse impacts to air resources.
7. Impact on Plants and Animals. The ERM does not show, and the Agency is not aware of, the existence of any threatened or endangered species at the Site. Further, the Site has previously been developed and the Project does not propose or plan for the increase of any development on the Site which would result in the loss of any potential habitat for any species. In fact, the Project will result in an increase in greenspace on the Site and a reduction in impervious surfaces. Accordingly, the Project is not anticipated to create any significant adverse impacts to plants, animals or natural communities, or wildlife habitat.
8. Impact on Agricultural Land Resources. The Project is not within an existing Agricultural District, nor is the Site utilized for agricultural purposes as it has been previously developed, nor are agricultural lands adjacent to the Site. The Project does not entail the types of activities or operations that would be associated with any risk to adjacent agricultural lands. Therefore, the Project will not create any significant adverse impacts to agricultural land resources.
9. Impact on Aesthetic Resources. The Site is previously developed as an industrial facility, and the Project is consistent with the nature and character of the existing use of the Site. The Project will not significantly change or alter the look or size of the development on the Site. The Project does involve a modest increase in height of the existing Building to 40' whereas the underlying zoning district

allows for heights up to 30', however, this renovation is expected to result in positive aesthetic impacts due to the aged nature of the existing Building. The nearest aesthetic resource noted in the EAF (the Dunkirk Lighthouse) is located on the opposite side of the City of Dunkirk, with significant development existing between the Site and the Lighthouse itself. Accordingly, the Project is not anticipated to create any significant adverse impacts to aesthetic resources.

10. Impact on Historic and Archaeological Resources. CRIS confirms that the Site is not located in proximity to buildings or sites listed on the National or State Register of Historic Places, or that have been determined to be eligible for listing on the State Register of Historic Places. Further, CRIS confirms that the Site is not located in or adjacent to an area designated as sensitive for archaeological sites. In addition, the Project results in construction within the existing footprint of the Building, and the proposed use of the Site is consistent with the historical industrial use of the Site. Accordingly, the Project will not create any significant adverse impacts to historical or archaeological resources.
11. Impact on Open Space and Recreation. The Project site does not comprise public open space or areas for recreation. Nevertheless, the Project does result in a net increase of approximately 5.6 acres of greenspace on the Site. Accordingly, the Project will not have any adverse 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. As such, the Project will not create any significant adverse impacts to Critical Environmental Areas.
13. Impact on Transportation. As detailed on the Architectural Plans, in order to accommodate the approximately 250 new employees for the Facility, the Project includes construction of additional parking spaces on the Site which, when coupled with the Facility's existing parking located across Main Street, provides for one parking space per employee on-Site. Existing traffic patterns will continue, with access to the Site serviced from a private road (Ice Cream Drive), and access to the parking lot associated with the Site from both Main Street and Marsden Street. While the number of employees associated with the Facility will increase, the increase is coupled with an appropriate increase in available parking. Further, the increase will be distributed across existing shift times, further mitigating any impact to roadways. As such, the Project is not anticipated to create any significant adverse impacts to transportation.
14. Impact on Energy. The Project will include continued demand for electricity

consistent with the Building's existing use as an industrial facility. As detailed in the EAF, the Building will be serviced by the local utility provider through the existing power grid, without the need for an upgrade to the existing adjacent substation servicing the Building. Further, the reduction in square footage of total building area will decrease the total area to be heated or cooled. As such, the Project will not create any significant adverse impacts to energy resources.

15. Impact on Noise, Odor and Light. The Project will not increase ambient noise levels or create new odors or excessive lighting because the current use of the Site as an industrial facility will be maintained. While the onsite pretreatment plant may result in some onsite odors as noted in the EAF, the Project does not include any change in processes which would result in increased odors. As detailed in the Architectural Plans, all lighting on the Site will include adjustable light shielding so as to avoid any light spillage onto adjacent properties. While temporary noise impacts associated with construction are anticipated, such impacts will be minor and confined to daytime hours as detailed in the EAF. Accordingly, the Project is not anticipated to create any significant adverse impacts to noise, odors or light.
16. Impact on Public Health. The Project will not increase activities or operations that are associated with a significant potential for affecting public health, such as storing large amounts of hazardous or toxic materials. As detailed in the EAF, solid waste produced during construction and operation of the Building will be disposed of by a local waste hauler. The ERD notes that a contaminated site (the former Niagara Motors site, E907025) is located to the north of the Facility. As detailed in the ERD, the primary contaminants of concern include semi-volatile organic compounds (SVOCs) and metals, primarily in the upper two feet of cover soils. The ERD further notes that groundwater flows from the Niagara Motors site to the north, away from the Facility. In addition, groundwater in the vicinity of the Facility is not utilized as a source of drinking water - accordingly, exposure via ingestion of groundwater is not anticipated. 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 not result in significant population growth, and is consistent with the character of the existing industrial area in which it is located. The Facility has served, and will continue to serve, as a major industrial employer in the City of Dunkirk. The Project will make use of an existing industrial site adjacent to local railroad lines, in the City's Light Industrial District. 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. This Negative Declaration has been prepared pursuant to and in accordance with the requirements of SEQRA.

Section 4. The Chairman and Administrative Director 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 5. This Resolution, which was 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(z)) for the Project, and is issued by the Agency, pursuant to and in accordance with, shall take effect immediately.

Section 6. For further information on this Determination of Significance/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

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

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Kevin Muldowney	AYE
Daniel DeMarte	AYE
Amy Harding	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 December 19, 2023 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) there was a quorum of the members of the Agency present throughout said meeting; and (E) 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.

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 19th day of December, 2023.



[Assistant] Secretary



Vice Chairperson

**Wells Enterprises, Inc. (2023 PILOT) -
Deviation Approval Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on December 19, 2023, at 10:00 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”).

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

PRESENT:

Gary Henry	Chairperson
Bradley Walters	Vice Chairperson
Sagan Sheffield-Smith	Treasurer
Dan Heitzenrater	Secretary
Steven Thorpe	Member
Kevin Muldowney	Member
Daniel DeMarte	Member
Amy Harding	Member

NOT PRESENT:

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
Lisa Cole	Counsel
Bob Murray	Harris Beach
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Kayla Strandburg	IDA Staff
Jeanette Lo Bello	IDA Staff
Jason Sample	IDA Staff
James Feldman	County Executive Staff
Dick Kennedy	Wells Enterprises Inc.
Brad Galles	Wells Enterprises Inc.
Chris Schastok	CBRE
Vince DeJoy	City of Dunkirk

**Wells Enterprises, Inc. (2023 PILOT) -
Deviation Approval Resolution**

Kate Wdowiasz
Greg Bacon
Jonathan Epstein

City of Dunkirk
Jamestown Post Journal
Buffalo News

The attached resolution no. 12-19-23-02 was offered by Brad Walters, seconded by Kevin Muldowney:

Resolution No. 12-19-23-02

RESOLUTION AUTHORIZING A DEVIATION FROM THE UNIFORM
TAX EXEMPTION POLICY OF THE COUNTY OF CHAUTAUQUA
INDUSTRIAL DEVELOPMENT AGENCY WITH RESPECT
TO A PROJECT FOR WELLS ENTERPRISES, INC. AND 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, WELLS ENTERPRISES, INC., a corporation duly organized and existing under the laws of the State of Iowa and qualified to do business in the State of New York as a foreign corporation (including an entity to be formed for the purposes described herein, collectively, 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 approximately 23 parcels of land aggregating approximately 18.3 acres located at 1 Ice Cream Drive, City of Dunkirk, County of Chautauqua, New York (the “Land”), (2) the redevelopment of the existing approximately 234,000 square foot building located on the Land (collectively, the “Building” and together with the Land, collectively, the “Facility”), together with related improvements to the Land, and (3) the acquisition of certain furniture, fixtures, machinery and equipment (the “Equipment”) necessary for the completion thereof (collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as a manufacturing 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 (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 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused a letter dated December 7, 2023 (the “Pilot Deviation Notice Letter”) to be mailed to the chief executive officer of each affected tax jurisdiction and such other persons as are required by applicable law, informing said individuals that the Agency would, at its meeting on December 19, 2023 (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 Project Facility; 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 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 one (1) or more Payment in Lieu of Taxes Agreements providing for, among other things, the making of payments in lieu of property taxes consistent with the Pilot Deviation Notice Letters, and (B) file one (1) or more applications for real property tax exemption with the appropriate assessor(s) with respect to the Project Facility.

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:

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Kevin Muldowney	AYE
Daniel DeMarte	AYE
Amy Harding	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 December 19, 2023 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) there was a quorum of the members of the Agency present throughout said meeting; and (E) 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.

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 19th day of December, 2023.



[Assistant] Secretary



[Vice] Chairperson

EXHIBIT A

Pilot Deviation Notice Letters

See Attached



County of Chautauqua Industrial Development Agency

September [], 2023

**VIA CERTIFIED MAIL/RETURN RECEIPT
DELIVERY AND READ RECEIPTS REQUESTED**

[Addressees]

[NOTE: Must also send to District Clerk of
the School District]

**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 September 26, 2023 at 10:00 a.m., local time, at Fredonia Technology Incubator, 214 Central Avenue, 1st Floor, City of Dunkirk, County of Chautauqua, New York, the Agency will consider whether to approve the application of WELLS ENTERPRISES, INC., a corporation duly organized and existing under the laws of the State of Iowa and qualified to do business in the State of New York as a foreign corporation (including an entity to be formed for the purposes described herein, collectively, 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 approximately 23 parcels of land aggregating approximately 18.3 acres located at 1 Ice Cream Drive, City of Dunkirk, County of Chautauqua, New York (the "Land"), (2) the redevelopment of the existing approximately 234,000 square foot building located on the Land (collectively, the "Building" and together with the Land, collectively, the "Facility"), together with related improvements to the Land, and (3) the acquisition of certain furniture, fixtures, machinery and equipment (the "Equipment") necessary for the completion thereof (collectively, the "Project Facility"), all of the foregoing for use by the Applicant and/or its affiliates as a manufacturing 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 (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.

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County of Chautauqua Industrial Development Agency

The Project Facility would be initially owned, operated and/or managed by the Applicant (or such other entity(ies) designated by the Applicant and approved 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 Project Facility (the "Property Tax Exemption") that 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 ten (10) fiscal tax years (the "PILOT Term"), with annual PILOT payments with respect to the Project Facility as follows:

PILOT Year	Annual PILOT Payment
1	\$196,303
2	\$198,266
3	\$200,249
4	\$202,251
5	\$204,274
6	\$206,316
7	\$208,380
8	\$210,463
9	\$212,568
10	\$214,694

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 Project Facility was 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.



County of Chautauqua Industrial Development Agency

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.

Subject to applicable law, 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. For additional assistance, contact the Agency at (716) 661-8900.

COUNTY OF CHAUTAUQUA INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Richard E. Dixon
Chief Financial Officer

201 W. Third Street, Suite 115, Jamestown, NY 14701-6902
PH 716-661-8900 / FAX 716-664-4515
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**Wells Enterprises, Inc. (2023 Substation PILOT Amendment) -
Deviation Approval Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on December 19, 2023, at 10:00 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”).

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

PRESENT:

Gary Henry	Chairperson
Bradley Walters	Vice Chairperson
Sagan Sheffield-Smith	Treasurer
Dan Heitzenrater	Secretary
Steven Thorpe	Member
Kevin Muldowney	Member
Daniel DeMarte	Member
Amy Harding	Member

NOT PRESENT:

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
Lisa Cole	Counsel
Bob Murray	Harris Beach
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Kayla Strandburg	IDA Staff
Jeanette Lo Bello	IDA Staff
Jason Sample	IDA Staff
James Feldman	County Executive Staff
Dick Kennedy	Wells Enterprises Inc.
Brad Galles	Wells Enterprises Inc.
Chris Schastok	CBRE
Vince DeJoy	City of Dunkirk

**Wells Enterprises, Inc. (2023 Substation PILOT Amendment) -
Deviation Approval Resolution**

Kate Wdowiasz
Greg Bacon
Jonathan Epstein

City of Dunkirk
Jamestown Post Journal
Buffalo News

The attached resolution no. 12-19-23-03 was offered by Brad Walters, seconded by
Kevin Muldowney:

Resolution No. 12-19-23-03

RESOLUTION AUTHORIZING A DEVIATION FROM THE UNIFORM
TAX EXEMPTION POLICY OF THE COUNTY OF CHAUTAUQUA
INDUSTRIAL DEVELOPMENT AGENCY WITH RESPECT
TO A PROJECT FOR WELLS ENTERPRISES, INC. AND 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, WELLS ENTERPRISES, INC., a corporation duly organized and existing under the laws of the State of Iowa and qualified to do business in the State of New York as a foreign corporation (including an entity to be formed for the purposes described herein, collectively, the “Applicant”), previously presented an application for financial assistance (the “Original Application”) to the Agency, which Original Application requested that the Agency consider undertaking a project (the “Original Project”) consisting of, *inter alia*, the following: (A)(1) the acquisition of an interest in an approximately 2.9 acre parcel of land located at 115 West Doughty Street Extension, City of Dunkirk, County of Chautauqua, New York (the “Land”), (2) the construction and installation of a power substation and related improvements on the Land (collectively, the “Improvements” and together with the Land, the “Facility”), and (3) the acquisition of certain furniture, fixtures, machinery and equipment (the “Equipment”) necessary for the completion thereof (collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an electrical substation facility; (C) 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 (collectively, the “Original Financial Assistance”); and (D) 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, by resolution adopted by the members of the Agency on September 24, 2019 (the “Authorizing Resolution”), the Agency determined to proceed with the Original Project, to grant the Original Financial Assistance and to enter into the “straight lease transaction” (as such quoted term is defined in the Act) contemplated by the Lease Agreement (as hereinafter defined) and the other Transaction Documents (as defined in the Lease Agreement); and

WHEREAS, the Agency leased the Facility from the Applicant pursuant to the terms and conditions set forth in that certain Company Lease Agreement dated as of March 1, 2021 (the “Company Lease”) between the Applicant, as lessor, and the Agency, as lessee; and

WHEREAS, the Agency subleased the Facility to the Applicant, all pursuant to the terms and conditions set forth in that certain Agency Lease Agreement (Uniform Project Agreement) dated as of March 1, 2021 (the “Lease Agreement”) between the Agency and the Applicant and in the other Transaction Documents (as defined in the Lease Agreement); and

WHEREAS, pursuant to a certain Payment in Lieu of Taxes Agreement dated as of March 1, 2021 (the “PILOT Agreement”) between the Applicant and the Agency, the Applicant agreed to make certain payments in lieu of real property taxes with respect to the Facility; and

WHEREAS, pursuant to an application for financial assistance submitted to the Agency by the Applicant on or about August 18, 2023 (the “Application”), the Applicant has requested that the Agency consider undertaking a new project with respect to the Project Facility (collectively, the “Project”), consisting of the following: (A) the extension of the term of the Agency’s interest in the Facility; and (B) the granting of certain additional “financial assistance” (within the meaning of Section 854(14) of the Act) in the form of an amended exemption from real property taxes (collectively, the “Additional Financial Assistance”); and

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused a letter dated December 7, 2023 (the “Pilot Deviation Notice Letter”) to be mailed to the chief executive officer of each affected tax jurisdiction and such other persons as are required by applicable law, informing said individuals that the Agency would, at its meeting on December 19, 2023 (the “IDA Meeting”), consider a proposed deviation from the Agency’s Uniform Tax Exemption Policy and Guidelines (the “Tax Exemption Policy”) with respect to an amendment to the PILOT Agreement to be entered into by the Agency with respect to the Project Facility (the “PILOT Amendment”); 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 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 Project (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 the PILOT Amendment providing for, among other things, the making of payments in lieu of property taxes consistent with the Pilot Deviation Notice Letters, and (B) file one (1) or more applications for real property tax exemption with the appropriate assessor(s) with respect to the Project Facility.

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:

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Kevin Muldowney	AYE
Daniel DeMarte	AYE
Amy Harding	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 December 19, 2023 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) there was a quorum of the members of the Agency present throughout said meeting; and (E) 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.

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 19th day of December, 2023.



[Assistant] Secretary



[Vice] Chairperson

EXHIBIT A

Pilot Deviation Notice Letters

See Attached



County of Chautauqua Industrial Development Agency

September [], 2023

VIA CERTIFIED MAIL/RETURN RECEIPT
DELIVERY AND READ RECEIPTS REQUESTED

[Addressees]

[NOTE: Must also send to District Clerk of
the School District]

**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 September 26, 2023 at 10:00 a.m., local time, at Fredonia Technology Incubator, 214 Central Avenue, 1st Floor, City of Dunkirk, County of Chautauqua, New York, the Agency will consider whether to approve the application of WELLS ENTERPRISES, INC., a corporation duly organized and existing under the laws of the State of Iowa and qualified to do business in the State of New York as a foreign corporation (including an entity to be formed for the purposes described herein, collectively, the "Applicant"), for certain additional "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 previously submitted an application for financial assistance (the "Original Application") to the Agency requesting that the Agency consider undertaking a project (the "Original Project") consisting of, *inter alia*, the following: (A)(1) the acquisition of an interest in an approximately 2.9 acre parcel of land located at 115 West Doughty Street Extension, City of Dunkirk, County of Chautauqua, New York (the "Land"), (2) the construction and installation of a power substation and related improvements on the Land (collectively, the "Improvements" and together with the Land, the "Facility"), and (3) the acquisition of certain furniture, fixtures, machinery and equipment (the "Equipment") necessary for the completion thereof (collectively, the "Project Facility"), all of the foregoing for use by the Applicant and/or its affiliates as an electrical substation facility; (C) 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 (collectively, the "Original Financial Assistance"); and (D) the lease (with an obligation to

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County of Chautauqua Industrial Development Agency

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.

Pursuant to an application for financial assistance submitted to the Agency by the Applicant on or about [___], 2023 (the "Application"), the Applicant has requested that the Agency consider undertaking a new project with respect to the Project Facility (collectively, the "Project"), consisting of the following: (A) the extension of the term of the Agency's interest in the Facility; and (B) the granting of certain additional "financial assistance" (within the meaning of Section 854(14) of the Act) in the form of an amended exemption from real property taxes (collectively, the "Additional Financial Assistance").

The Project Facility would be initially owned, operated and/or managed by the Applicant (or such other entity(ies) designated by the Applicant and approved 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 an amended real property tax exemption with respect to the Project Facility (the "Property Tax Exemption") that would result in an amended payment in lieu of taxes ("PILOT") agreement between the Agency and the Applicant and/or its affiliates having a term of ten (10) fiscal tax years (the "PILOT Term"), which PILOT Term would commence effective as of the 2024/25 School Tax Year and the 2025 General Tax Year. The Property Tax Exemption would require annual PILOT payments with respect to the Project Facility as follows:

PILOT Year	Annual PILOT Payment
1	\$15,800
2	\$15,958
3	\$16,118
4	\$16,279
5	\$16,442
6	\$16,606
7	\$16,772
8	\$16,940
9	\$17,109
10	\$17,280

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 Project Facility was returned to the tax rolls as taxable property and subject to taxation at its then

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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.

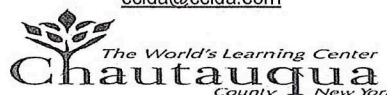
The meeting will be streamed on the Agency's website in real-time and a recording of the meeting will be posted on the Agency's website, all in accordance with Section 857 of the New York General Municipal Law, as amended.

Subject to applicable law, 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. For additional assistance, contact the Agency at (716) 661-8900.

COUNTY OF CHAUTAUQUA INDUSTRIAL
DEVELOPMENT AGENCY

By: _____
Richard E. Dixon
Chief Financial Officer

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**Wells Enterprises, Inc. (2023 Substation PILOT Amendment) -
Authorizing Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the "Agency") was convened in public session on December 19, 2023, at 10:00 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the "IDA Office").

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

PRESENT:

Gary Henry	Chairperson
Bradley Walters	Vice Chairperson
Sagan Sheffield-Smith	Treasurer
Dan Heitzenrater	Secretary
Steven Thorpe	Member
Kevin Muldowney	Member
Daniel DeMarte	Member
Amy Harding	Member

NOT PRESENT:

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
Lisa Cole	Counsel
Bob Murray	Harris Beach
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Kayla Strandburg	IDA Staff
Jeanette Lo Bello	IDA Staff
Jason Sample	IDA Staff
James Feldman	County Executive Staff
Dick Kennedy	Wells Enterprises Inc.
Brad Galles	Wells Enterprises Inc.
Chris Schastok	CBRE
Vince DeJoy	City of Dunkirk

**Wells Enterprises, Inc. (2023 Substation PILOT Amendment) -
Authorizing Resolution**

Kate Wdowiasz
Greg Bacon
Jonathan Epstein

City of Dunkirk
Jamestown Post Journal
Buffalo News

The attached resolution no. 12-19-23-04 was offered by Brad Walters, seconded by Kevin Muldowney:

Resolution No. 12-19-23-04

RESOLUTION TAKING OFFICIAL ACTION TOWARD AND APPROVING THE
STRAIGHT LEASE DOCUMENTS FOR A CERTAIN PROJECT FOR
WELLS ENTERPRISES, INC. 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, WELLS ENTERPRISES, INC., a corporation duly organized and existing under the laws of the State of Iowa and qualified to do business in the State of New York as a foreign corporation (including an entity to be formed for the purposes described herein, collectively, the "Applicant"), previously presented an application for financial assistance (the "Original Application") to the Agency, which Original Application requested that the Agency consider undertaking a project (the "Original Project") consisting of, *inter alia*, the following: (A)(1) the acquisition of an interest in an approximately 2.9 acre parcel of land located at 115 West Doughty Street Extension, City of Dunkirk, County of Chautauqua, New York (the "Land"), (2) the construction and installation of a power substation and related improvements on the Land (collectively, the "Improvements" and together with the Land, the "Facility"), and (3) the acquisition of certain furniture, fixtures, machinery and equipment (the "Equipment") necessary for the completion thereof (collectively, the "Project Facility"), all of the foregoing for use by the Applicant and/or its affiliates as an electrical substation facility; (C) 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 (collectively, the "Original Financial Assistance"); and (D) 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, by resolution adopted by the members of the Agency on September 24, 2019 (the “Authorizing Resolution”), the Agency determined to proceed with the Original Project, to grant the Original Financial Assistance and to enter into the “straight lease transaction” (as such quoted term is defined in the Act) contemplated by the Lease Agreement (as hereinafter defined) and the other Transaction Documents (as defined in the Lease Agreement); and

WHEREAS, the Agency leased the Facility from the Applicant pursuant to the terms and conditions set forth in that certain Company Lease Agreement dated as of March 1, 2021 (the “Company Lease”) between the Applicant, as lessor, and the Agency, as lessee; and

WHEREAS, the Agency subleased the Facility to the Applicant, all pursuant to the terms and conditions set forth in that certain Agency Lease Agreement (Uniform Project Agreement) dated as of March 1, 2021 (the “Lease Agreement”) between the Agency and the Applicant and in the other Transaction Documents (as defined in the Lease Agreement); and

WHEREAS, pursuant to a certain Payment in Lieu of Taxes Agreement dated as of March 1, 2021 (the “PILOT Agreement”) between the Applicant and the Agency, the Applicant agreed to make certain payments in lieu of real property taxes with respect to the Facility; and

WHEREAS, pursuant to an application for financial assistance submitted to the Agency by the Applicant on or about August 18, 2023 (the “Application”), the Applicant has requested that the Agency consider undertaking a new project with respect to the Project Facility (collectively, the “Project”), consisting of the following: (A) the extension of the term of the Agency’s interest in the Facility; and (B) the granting of certain additional “financial assistance” (within the meaning of Section 854(14) of the Act) in the form of an amended exemption from real property taxes (collectively, the “Additional Financial Assistance”); 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 Additional 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 Additional Financial Assistance contemplated by the

Agency with respect to the Project, to be mailed on December 7, 2023 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 December 8, 2023 in [*The Observer*], a newspaper of general circulation available to residents of the County; (C) caused the Public Hearing to be conducted on December 18, 2023, at 10:00 a.m., local time, at Fredonia Technology Incubator, Large Conference Room - 1st floor, 214 Central Avenue, City of Dunkirk, 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 Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, 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, the Agency conducted a coordinated review pursuant to SEQRA, and by resolution of the members of the Agency adopted on December 19, 2023, the Agency determined that (A) the Project is a Type I Action pursuant to SEQRA, and (B) the Project would have no significant adverse environmental impacts and issued a negative declaration in accordance with SEQRA; and

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused a letter dated December 7, 2023 (the "Pilot Deviation Notice Letter") to be mailed to the chief executive officer of each affected tax jurisdiction and such other persons as are required by applicable law, informing said individuals that the Agency would, at its meeting on December 19, 2023 (the "IDA Meeting"), consider a proposed deviation from the Agency's Uniform Tax Exemption Policy and Guidelines (the "Tax Exemption Policy") with respect to an amendment to the PILOT Agreement to be entered into by the Agency with respect to the Project Facility (the "PILOT Amendment"); 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 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 Additional 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 Amendment to Company Lease Agreement (the "Company Lease Amendment"), pursuant to which the Applicant and/or such affiliate(s) will, inter alia, extend the term of the Company Lease; (B) execute and deliver a certain Amendment to Agency Lease Agreement (Uniform Project Agreement) (the "Lease Amendment"), pursuant to which the Agency will extend the term of the Lease Agreement; (C) execute and deliver a certain Amendment to Payment in Lieu of Taxes Agreement (the "PILOT Amendment"), pursuant to which the Agency would grant an additional exemption from real property taxes with respect to the Project Facility; and (D) execute and deliver certain other certificates, documents, instruments and agreements related to the Project (together with the Company Lease Amendment, the Lease Amendment and the PILOT Amendment, 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 Additional 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 Additional Financial Assistance. In addition, the Agency hereby makes the following findings and determinations with respect to the Project:

(a) based on the continued 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 continues to 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 Additional 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 Additional Financial Assistance by the Agency to the Applicant;

(d) the completion of the Project, the sublease of the Project Facility 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 Additional 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 Additional 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, the 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 Additional Financial Assistance, subject to the terms hereof. The Agency hereby approves the granting of an amended exemption from real property taxes having an estimated value of \$450,897.

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 Additional 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) execute and deliver the Company Lease Amendment, the Lease Amendment, the PILOT Amendment and the other Transaction Documents, (b) grant the Additional Financial Assistance, and (c) 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, Vice Chairman, Administrative Director/CEO or Chief Financial Officer may hereafter deem necessary or appropriate, are hereby approved. The Chairman, Vice Chairman, Administrative Director/CEO and 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, Vice Chairman, Administrative Director/CEO and 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 Lease Agreement) 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 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 11. 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:

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Kevin Muldowney	AYE
Daniel DeMarte	AYE
Amy Harding	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 December 19, 2023 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) there was a quorum of the members of the Agency present throughout said meeting; and (E) 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.

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 19th day of December, 2023.



[Assistant] Secretary



[Vice] Chairperson

**Wells Enterprises, Inc. (2023 Project Agreement) -
Authorizing Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on December 19, 2023, at 10:00 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”).

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

PRESENT:

Gary Henry	Chairperson
Bradley Walters	Vice Chairperson
Sagan Sheffield-Smith	Treasurer
Dan Heitzenrater	Secretary
Steven Thorpe	Member
Kevin Muldowney	Member
Daniel DeMarte	Member
Amy Harding	Member

NOT PRESENT:

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
Lisa Cole	Counsel
Bob Murray	Harris Beach
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Kayla Strandburg	IDA Staff
Jeanette Lo Bello	IDA Staff
Jason Sample	IDA Staff
James Feldman	County Executive Staff
Dick Kennedy	Wells Enterprises Inc.
Brad Galles	Wells Enterprises Inc.
Chris Schastok	CBRE
Vince DeJoy	City of Dunkirk

**Wells Enterprises, Inc. (2023 Project Agreement) -
Authorizing Resolution**

Kate Wdowiasz
Greg Bacon
Jonathan Epstein

City of Dunkirk
Jamestown Post Journal
Buffalo News

The attached resolution no. 12-19-23-05 was offered by Brad Walters, seconded by Kevin Muldowney:

Resolution No. 12-19-23-05

RESOLUTION TAKING OFFICIAL ACTION TOWARD AND APPROVING THE
STRAIGHT LEASE DOCUMENTS FOR A CERTAIN PROJECT FOR
WELLS ENTERPRISES, INC. 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, WELLS ENTERPRISES, INC., a corporation duly organized and existing under the laws of the State of Iowa and qualified to do business in the State of New York as a foreign corporation (including an entity to be formed for the purposes described herein, collectively, the "Applicant"), previously presented an application for financial assistance (the "Original Application") to the Agency, which Original Application requested that the Agency consider undertaking a project (the "Original Project") consisting of, *inter alia*, the following: (A)(1) the acquisition of an interest in approximately 23 parcels of land aggregating approximately 18.3 acres located at 1 Ice Cream Drive, City of Dunkirk, County of Chautauqua, New York (the "Existing Land"), (2) the renovation of the existing approximately 234,000 square foot building located on the Existing Land (collectively, the "Existing Building" and together with the Existing Land, collectively, the "Existing Facility"), together with related improvements to the Existing Land, and (3) the acquisition of certain furniture, fixtures, machinery and equipment (the "2020 Existing Facility Equipment") necessary for the completion thereof (collectively, the "Existing Project Facility"), all of the foregoing for use by the Applicant and/or its affiliates as a manufacturing facility; (B)(1) the acquisition of an interest in an approximately 2.9 acre parcel of land located at 115 West Doughty Street Extension, City of Dunkirk, County of Chautauqua, New York (the "New Land" and together with the Existing Land, the "Land"), (2) the construction and installation of a power substation and related improvements on the New Land

(collectively, the “New Improvements” and together with the New Land, the “New Facility;” the Existing Facility and the New Facility are referred to herein collectively as the “Facility”), and (3) the acquisition of certain furniture, fixtures, machinery and equipment (the “2020 New Facility Equipment” and together with the 2020 Existing Facility Equipment, the “2020 Equipment”) necessary for the completion thereof (collectively, the “New Project Facility” and together with the Existing Project Facility, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates in connection with the operation of the Existing Project Facility; (C) 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 and sales and use taxes (collectively, the “Financial Assistance”); and (D) 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, by resolution adopted by the members of the Agency on September 24, 2019 (the “Authorizing Resolution”), the Agency determined to proceed with the Original Project, to grant the Original Financial Assistance and to enter into the “straight lease transaction” (as such quoted term is defined in the Act) contemplated by the Project Agreement (as hereinafter defined) and the other Transaction Documents (as defined in the Project Agreement); and

WHEREAS, the Agency appointed the Applicant as agent of the Agency to complete the acquisition, construction, renovation, installation and equipping of the Project Facility, and the Applicant agreed to act as agent of the Agency to complete the acquisition, construction, renovation, installation and equipping of the Project Facility, all pursuant to the terms and conditions set forth in that certain Uniform Project Agreement dated as of March 1, 2020 (the “Project Agreement”) between the Agency and the Applicant and in the other Transaction Documents; and

WHEREAS, pursuant to an application for financial assistance submitted to the Agency by the Applicant on or about August 18, 2023 (the “Application”), the Applicant has requested that the Agency consider undertaking a new project with respect to the Project Facility (collectively, the “Project”), consisting of the following: (A)(1) the extension of the term of the Agency’s interest in the Existing Land, (2) the renovation and redevelopment of the Existing Building, together with related improvements to the Existing Land, and (3) the acquisition of certain additional building materials, furniture, fixtures, machinery and equipment (the “2023 Existing Facility Equipment” and together with the 2020 Existing Facility Equipment, the “Existing Facility Equipment”) necessary for the completion of the Existing Project Facility, all of the foregoing for use by the Applicant and/or its affiliates as a manufacturing facility; (B)(1) the extension of the term of the Agency’s interest in the New Land, (2) the renovation of the New Improvements, and (3) the acquisition of certain additional building materials, furniture, fixtures, machinery and equipment (the “2023 New Facility Equipment” and together with the 2020 New Facility Equipment, the “New Facility Equipment”) necessary for the completion of the New Project Facility, all of the foregoing for use by the Applicant and/or its affiliates in

connection with the operation of the Existing Project Facility; and (C) 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 additional exemptions or partial exemptions from sales and use taxes (collectively, the “Additional Financial Assistance”); 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 Additional 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 Additional Financial Assistance contemplated by the Agency with respect to the Project, to be mailed on December 7, 2023 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 December 8, 2023 in [*The Observer*], a newspaper of general circulation available to residents of the County; (C) caused the Public Hearing to be conducted on December 18, 2023, at 10:00 a.m., local time, at Fredonia Technology Incubator, Large Conference Room - 1st floor, 214 Central Avenue, City of Dunkirk, 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 Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, 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, the Agency conducted a coordinated review pursuant to SEQRA, and by resolution of the members of the Agency adopted on December 19, 2023, the

Agency determined that (A) the Project is a Type I Action pursuant to SEQRA, and (B) the Project would have no significant adverse environmental impacts and issued a negative declaration in accordance with SEQRA; and

WHEREAS, the Agency now desires to make its determination to proceed with the Project and to grant the Additional 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 Uniform Project Agreement (the “2024 Project Agreement”), pursuant to which the Agency will grant the Additional Financial Assistance; and (B) execute and deliver certain other certificates, documents, instruments and agreements related to the Project (together with the 2024 Project 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 Additional 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 Additional Financial Assistance. In addition, the Agency hereby makes the following findings and determinations with respect to the Project:

(a) based on the continued 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 constitutes 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 Additional 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 Additional Financial Assistance by the Agency to the Applicant;

(d) the completion of the Project, the sublease of the Project Facility 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 Additional 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 Additional 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, the 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 Additional Financial Assistance, subject to the terms hereof. The Agency hereby approves the granting of an additional exemption from sales and use taxes in an amount not to exceed \$11,500,000.

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 Additional 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) execute and deliver the 2024 Project Agreement and the other Transaction Documents, (b) grant the Additional Financial Assistance, and (c) 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, Vice Chairman, Administrative Director/CEO or Chief Financial Officer may hereafter deem necessary or appropriate, are hereby approved. The Chairman, Vice Chairman, Administrative Director/CEO and 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, Vice Chairman, Administrative Director/CEO and 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 Project Agreement) 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 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 11. 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 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:

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Kevin Muldowney	AYE
Daniel DeMarte	AYE
Amy Harding	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 December 19, 2023 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) there was a quorum of the members of the Agency present throughout said meeting; and (E) 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.

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 19th day of December, 2023.



[Assistant] Secretary



[Vice] Chairperson

**Wells Enterprises, Inc. (2023 PILOT) -
Authorizing Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on December 19, 2023, at 10:00 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”).

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

PRESENT:

Gary Henry	Chairperson
Bradley Walters	Vice Chairperson
Sagan Sheffield-Smith	Treasurer
Dan Heitzenrater	Secretary
Steven Thorpe	Member
Kevin Muldowney	Member
Daniel DeMarte	Member
Amy Harding	Member

NOT PRESENT:

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
Lisa Cole	Counsel
Bob Murray	Harris Beach
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Kayla Strandburg	IDA Staff
Jeanette Lo Bello	IDA Staff
Jason Sample	IDA Staff
James Feldman	County Executive Staff
Dick Kennedy	Wells Enterprises Inc.
Brad Galles	Wells Enterprises Inc.
Chris Schastok	CBRE
Vince DeJoy	City of Dunkirk

**Wells Enterprises, Inc. (2023 PILOT) -
Authorizing Resolution**

Kate Wdowiasz
Greg Bacon
Jonathan Epstein

City of Dunkirk
Jamestown Post Journal
Buffalo News

The attached resolution no. 12-19-23-06 was offered by Brad Walters, seconded by Kevin Muldowney:

Resolution No. 12-19-23-06

RESOLUTION TAKING OFFICIAL ACTION TOWARD AND APPROVING THE
STRAIGHT LEASE DOCUMENTS FOR A CERTAIN PROJECT FOR
WELLS ENTERPRISES, INC. 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, WELLS ENTERPRISES, INC., a corporation duly organized and existing under the laws of the State of Iowa and qualified to do business in the State of New York as a foreign corporation (including an entity to be formed for the purposes described herein, collectively, 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 approximately 23 parcels of land aggregating approximately 18.3 acres located at 1 Ice Cream Drive, City of Dunkirk, County of Chautauqua, New York (the "Land"), (2) the redevelopment of the existing approximately 234,000 square foot building located on the Land (collectively, the "Building" and together with the Land, collectively, the "Facility"), together with related improvements to the Land, and (3) the acquisition of certain furniture, fixtures, machinery and equipment (the "Equipment") necessary for the completion thereof (collectively, the "Project Facility"), all of the foregoing for use by the Applicant and/or its affiliates as a manufacturing 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 (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 December 7, 2023 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 December 8, 2023 in [*The Observer*], a newspaper of general circulation available to residents of the County; (C) caused the Public Hearing to be conducted on December 18, 2023, at 10:00 a.m., local time, at Fredonia Technology Incubator, Large Conference Room - 1st floor, 214 Central Avenue, City of Dunkirk, 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 Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, 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, the Agency conducted a coordinated review pursuant to SEQRA, and by resolution of the members of the Agency adopted on December 19, 2023, the Agency determined that (A) the Project is a Type I Action pursuant to SEQRA, and (B) the

Project would have no significant adverse environmental impacts and issued a negative declaration in accordance with SEQRA; and

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused a letter dated December 7, 2023 (the “Pilot Deviation Notice Letter”) to be mailed to the chief executive officer of each affected tax jurisdiction and such other persons as are required by applicable law, informing said individuals that the Agency would, at its meeting on December 19, 2023 (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 Project Facility; 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 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 Project Facility; 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, the 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 an exemption from real property taxes having an estimated value of \$3.

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, and (d) 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, Vice Chairman, Administrative Director/CEO or Chief Financial Officer may hereafter deem necessary or appropriate, are hereby approved. The Chairman, Vice Chairman, Administrative Director/CEO and 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, Vice Chairman, Administrative Director/CEO and 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 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 11. 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:

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Kevin Muldowney	AYE
Daniel DeMarte	AYE
Amy Harding	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 December 19, 2023 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) there was a quorum of the members of the Agency present throughout said meeting; and (E) 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.

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 19th day of December, 2023.



[Assistant] Secretary



[Vice] Chairperson



County of Chautauqua Industrial Development Agency

**RESOLUTION NUMBER 12-19-23-07
OF THE MEMBERS OF
COUNTY OF CHAUTAUQUA
INDUSTRIAL DEVELOPMENT AGENCY
TO APPROVE AN AL TECH LOAN, EDA CARES ACT FUNDS, AND/OR CRLF LOAN(S) TO
BAILEY MANUFACTURING COMPANY, LLC**

December 19, 2023

Resolution authorizing AL Tech Revolving Loan Fund, EDA Cares Act Fund and/or CRLF loan(s) for Bailey Manufacturing Company, LLC in the amount of \$130,000.00.

WHEREAS, the County of Chautauqua Industrial Development Agency (“CCIDA”) has been presented with an AL Tech, EDA Cares Act Fund and CRLF application from Bailey Manufacturing Company, LLC (the “Company”) for the purpose of real estate. The loan request is in the amount of **\$130,000.00**. The loan terms are for 10-years (“Term”) at 4.00% interest (the “Loan”) with principal and interest payments made monthly, and

WHEREAS, the loan shall be secured by (i) a subordinate lien mortgage position on the real estate located at 11003 Bennett State Road, Forestville, NY 14062 SBL Nos 83.00-2-25.2 & 83.00-2-26 behind the bank’s 1st mortgage, (ii) a subordinate lien assignment of rents by Bailey Manufacturing Company, LLC behind the bank and CCIDA’s existing assignment, (iii) a subordinate lien position on all business assets including, but not limited to, furniture, fixtures, machinery, equipment, inventory, and accounts receivable behind the bank and CCIDA’s existing assignment, (iv) unlimited personal guarantee provided by John Hines, (v) key-man life insurance in the amount of the loan provided by John Hines, and


WHEREAS, a Transaction Screen may be accepted in lieu of a Phase I appraisal, and

WHEREAS, Building Invoices may be accepted in lieu of an appraisal, and

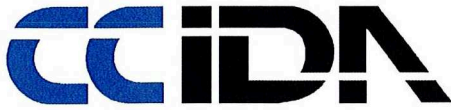
WHEREAS, the Company shall maintain fire and hazard insurance on all company assets, with CCIDA listed as assignee and loss payee in an amount equal to the outstanding indebtedness to CCIDA at all times over the course of the loan, and appraisals for the property must be received prior to the loan closing,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

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

Date 12/19/23



County of Chautauqua Industrial Development Agency

**RESOLUTION 12-19-23-08 OF THE MEMBERS OF THE
COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY
APPROVING ENTRY INTO VARIOUS GRANT AGREEMENTS WITH
CHAUTAUQUA COUNTY**

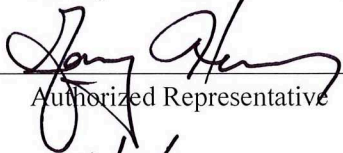
December 19, 2022

I, Gary Henry, Chairman of the County of Chautauqua Industrial Development Agency, a public benefit corporation ("CCIDA") hereby certify that at a meeting of the Members of the CCIDA duly called and held at the CCIDA Board Room, 201 West Third Street, Jamestown, County of Chautauqua New York at 10:00 a.m. on the 19th day of December, 2023 at which a quorum was present, the following resolutions were unanimously adopted:

WHEREAS, Chautauqua County desires to Contract with the CCIDA to carryout/manage the following projects and enhanced business development services:

- Chautauqua County shall provide a sum of \$161,107.00 for Business Development, Assistance, and Promotion; and
- Chautauqua County shall provide a sum of \$80,000 for Tourism Business and Destination Development and Promotion.

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 the CCIDA, and that such actions be and hereby are ratified in all respects.

By 
 Authorized Representative

Date 12/19/23

Board of Directors

Gary Henry
Owner
Fancher Chair Co., Inc.

Kevin Muldowney
PED Chair

Brad Walters
Executive Director -
Southern Tier Builders
Association

Steven Thorpe
President -
Sheet Metal Workers Local
Union No 112

Sagan Sheffield-Smith
Chief Financial Officer-
Double A Vineyards

Dan Heitzenrater
President & CEO
Chautauqua County
Chamber of Commerce

Dan DeMarte
President -
Jamestown Community
College

Amy Harding
Vice President -
Lake Shore Savings Bank



County of Chautauqua Industrial Development Agency

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College

Amy Harding
Vice President –
Lake Shore Savings Bank

**COUNTY OF CHAUTAUQUA
INDUSTRIAL DEVELOPMENT AGENCY
RESOLUTION 12-19-23-09**

A regular meeting of the County of Chautauqua Industrial Development Agency was convened on Tuesday, December 19, 2023, at 10:00 a.m.

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

RESOLUTION 12-19-23-09 OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY (THE “AGENCY”) NEGOTIATE, EXECUTE, AND DELIVER A FIRST AMENDMENT TO LEASE AGREEMENT TO BE ENTERED INTO WITH THE CHAUTAUQUA LAKE AND WATERSHED MANAGEMENT ALLIANCE, INC. (THE “ALLIANCE”)

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 895-h of the 2019 Laws of the State of New York, as amended (collectively, the "Act"), the Agency was created with the authority and power, among other things to promote, develop, encourage and assist in the acquisition, construction, improvement, maintenance, equipping and furnishing of certain industrial, manufacturing, warehousing, commercial, research and recreation facilities as authorized by the Act in order to promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of the County of Chautauqua, New York and of the State of New York and to improve their standard of living; and

WHEREAS, pursuant to a certain Lease Agreement dated as of January 15, 2016 (the “Prime Lease”), the Agency is the lessee of certain real property and improvements located at 201 West Third Street, Jamestown, New York 14702, as more particularly described in the Prime Lease (the “Leased Premises”); and

WHEREAS, the Prime Lease has a termination date of March 31, 2026 (the “Termination Date”); and

WHEREAS, pursuant to a certain Lease Agreement dated as of January 1, 2023 (the “Sublease”) the Agency subleased a portion of the Leased Premises, consisting of 325+/- square feet located on the first floor of the Leased Premises, as more particularly described in the Sublease (the “Subleased Premises”), to the Alliance for an annual rent payment of \$2,400.00 per year; and

WHEREAS, the Alliance has utilized the Subleased Premises as office space for its



County of Chautauqua Industrial Development Agency

business operations, and in collaboration with the Agency and the Agency's purposes and powers; and

WHEREAS, the Agency and Alliance desire to amend the Sublease for the purpose of extending the term of the Sublease to expire as of the Termination Date, and for such other purposes agreed to by the Agency and Alliance (the "Amendment"); and

WHEREAS, on September 20, 2023, the Agency obtained an independent appraisal from KLV Appraisal Group, Inc. (the "Appraisal") that determined the fair market rent value of the Subleased Premises to be \$4,712.50 per year; and

WHEREAS, in accordance with the provisions of the New York Public Authorities Law ("PAL"), and subject to such exceptions and/or requirements set forth in the PAL, the Agency may dispose of an interest in its property by sale, lease, exchange, transfer, for cash, credit or other property, with or without warranty, and upon such terms and conditions as are determined by the Agency to be appropriate and reasonable and consistent with the PAL; and

WHEREAS, pursuant to Section 2897(6)(c)(iv) of the PAL, the Agency is permitted to dispose of real property or an interest in real property by negotiation (without bidding or advertising) to a political subdivision of New York State, such as the Alliance; and

WHEREAS, pursuant to Section 2897(7)(a)(i) and (ii) of the PAL, the Agency is permitted to lease the Subleased Premises to the Alliance for less than the Subleased Premises' fair market value, as (i) the terms and conditions of the Sublease prohibit assignment of the Sublease by the Alliance, and (ii) the Alliance's use of the Subleased Premises as its office is within the purposes of the Agency to act in the public interest, as the co-location of the Agency and Alliance will facilitate greater collaboration on shared projects and initiatives and create a cohesive environment for the Agency and Alliance to collaborate; and

WHEREAS, pursuant to PAL Section 2897(7)(c), prior to the Agency leasing the Subleased Premises to the Alliance, said disposition being undertaken for consideration in an amount less than the fair market value of the Subleased Premises, the Agency must consider certain information as set forth in PAL §2897(7)(b) including taking into consideration the description and purpose of the transaction, the description of the asset to be transferred, the kind and amount of benefit to the public, the value received compared to the fair market value, and its mission and purposes and related thereto, the required information with respect to the foregoing and with regard to the proposed below fair market value disposition of property is attached hereto as Exhibit A; and

WHEREAS, the information that was provided to the Agency as contained within Exhibit A has been simultaneously made available to the public; and

WHEREAS, in accordance with the requirements of the PAL, the Agency must make a determination that there is no reasonable alternative to the proposed below-market value transfer as described herein that would achieve the same purpose of such transfer; and



County of Chautauqua Industrial Development Agency

WHEREAS, in furtherance of the mission and purposes of the Agency, the Agency hereby desires to amend the Sublease and to authorize the execution and delivery of the Amendment for the purposes described herein.

NOW, THEREFORE, BE IT RESOLVED BY THE AGENCY AS FOLLOWS:

Section 1. The Agency has determined that approval of the proposed Amendment is within the purposes, mission and statutory authority of the Agency.

Section 2. As required under Article 8 of the New York State Environmental Conservation Law, and the regulations promulgated therein at 6 N.Y.C.R.R. Part 617 (collectively referred to as “SEQR”), the Agency has reviewed the Amendment the hereby determines that no further SEQR compliance is required pursuant to 6 N.Y.C.R.R. Section 617.5(c)(32) because the contemplated Amendment is a Type II Action and is considered a lease renewal where there will be no material change in conditions or the scope of permitted activities.

Section 3. In accordance with the findings set forth in Exhibit A, the Agency has determined that there is no reasonable alternative to the proposed below-market value transfer as described herein that would achieve the same purpose of such transfer being to act in the public interest by providing an interest in the Subleased Premises to the Alliance for purposes of utilizing the Subleased Premises for its business operations.

Section 4. The Agency hereby approves of and authorizes the Amendment in accordance with the forgoing resolutions and authorizes the Chief Executive Officer (the “Authorized Officer”), on behalf of the Agency, to execute and deliver the Amendment and any other related documents, required to accomplish the purposes of this resolution, with such changes, variations, omissions and insertions as authorized by the Authorized Officer, in consultation with the Agency’s general counsel, the execution thereof by the Authorized Officer to constitute conclusive evidence of such approval.

Section 5. The Authorized Officer, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 6. Any and all actions heretofore taken or authorized by the Agency and/or its officers, employees and agents with respect to the foregoing resolutions are hereby ratified, approved and confirmed in all aspects.



Section 7. These resolutions shall take effect immediately.

Dated: December 19, 2023

Exhibit A

Below Fair Market Value Conveyance Findings

Pursuant to and in accordance with Sections 2897(7)(b) and (c) of the Public Authorities Law (“PAL”), the County of Chautauqua Industrial Development Agency (the “Agency”) has prepared the following information for the Agency board and the public:

Transaction and Purpose: The Agency proposes to amend a certain Lease Agreement dated as of January 1, 2023 (the “Sublease”) by and between the Agency and Chautauqua Lake and Watershed Management Alliance, Inc. (the “Alliance”) for 325 square feet of office space on the 1st Floor of the BWB Center, 201 West Third Street, Jamestown, New York (the “Subleased Premises”)

- (1) Description of Assets: Approximately 325 square feet of office space located on the 1st Floor of the BWB Center, 201 West Third Street, Jamestown, New York as depicted within Exhibit A.
- (2) Appraisal annual rent value of the Subleased Premises (FMV): \$4,712.50
- (3) Kind and Amount of Benefit to the Public: The purpose of the Sublease and Amendment is to provide the Alliance with office space for its business operations. The public would benefit from the proposed Amendment as it will allow the co-location of the Agency and Alliance, which will facilitate greater collaboration between the Agency and Alliance and create a cohesive environment for shared projects and initiatives.
- (4) Value Received Compared to FMV:

Monetary value received by Agency:

Annual Rent:	\$2,400.00
Total Rent for Lease Term:	\$5,400.00

Total Appraised FMV:	Annual Rent:	\$4,712.50
	Total Rent for Lease Term:	\$10,603.13

- (5) Names of Parties to the Transaction and Value Received:



County of Chautauqua Industrial Development Agency


Landlord: County of Chautauqua Industrial Development Agency

Value Received by Landlord: (i) \$2,400.00 for grant of leasehold interest, (ii) community benefits associated with co-locating the Agency and Alliance.

Tenant: Chautauqua Lake and Watershed Management Alliance, Inc.

Value Received by Tenant: Approximately 325 square feet of office space with an appraised FMV of \$4,712.50

- (6) Names of Private Parties that have made an Offer, the Value of the Offer, and Purpose which the asset would have been used: None

By 
Chairman

Date 12/19/23



County of Chautauqua Industrial Development Agency

Board of Directors

Gary Henry
Owner
Fancher Chair Co., Inc.

Kevin Muldowney
PED Chair

Brad Walters
Executive Director -
Southern Tier Builders
Association

Steven Thorpe
President –
Sheet Metal Workers Local
Union No 112

Sagan Sheffield-Smith
Chief Financial Officer-
Double A Vineyards

Dan Heitzenrater
President & CEO
Chautauqua County
Chamber of Commerce

Daniel DeMarte
President –
Jamestown Community
College

Amy Harding
Vice President –
Lake Shore Savings Bank

**COUNTY OF CHAUTAUQUA
INDUSTRIAL DEVELOPMENT AGENCY
RESOLUTION 12-19-23-10**

A regular meeting of the County of Chautauqua Industrial Development Agency was convened on Tuesday, December 19, 2023, at 10:00 a.m.

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

**RESOLUTION 12-19-23-10 OF THE COUNTY OF CHAUTAUQUA
INDUSTRIAL DEVELOPMENT AGENCY (THE “AGENCY”) NEGOTIATE,
EXECUTE, AND DELIVER A FIRST AMENDMENT TO LEASE AGREEMENT
TO BE ENTERED INTO WITH THE COUNTY OF CHAUTAUQUA (THE
“COUNTY”)**

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 895-h of the 2019 Laws of the State of New York, as amended (collectively, the "Act"), the Agency was created with the authority and power, among other things to promote, develop, encourage and assist in the acquisition, construction, improvement, maintenance, equipping and furnishing of certain industrial, manufacturing, warehousing, commercial, research and recreation facilities as authorized by the Act in order to promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of the County of Chautauqua, New York and of the State of New York and to improve their standard of living; and

WHEREAS, pursuant to a certain Lease Agreement dated as of January 15, 2016 (the “Prime Lease”), the Agency is the lessee of certain real property and improvements located at 201 West Third Street, Jamestown, New York 14702, as more particularly described in the Prime Lease (the “Leased Premises”); and

WHEREAS, the Prime Lease has a termination date of March 31, 2026 (the “Termination Date”); and

WHEREAS, pursuant to a certain Lease Agreement dated as of January 1, 2023 (the “Sublease”) the Agency subleased a portion of the Leased Premises, consisting of 1,900+/- square feet located on the first floor of the Leased Premises, as more particularly described in the Sublease (the “Subleased Premises”), to the County for an annual rent payment of



County of Chautauqua Industrial Development Agency

\$12,000.00 per year; and

WHEREAS, the County has utilized the Subleased Premises as office space for the business operations of the Chautauqua County Department of Planning & Development (“CCDPD”) in collaboration with the Agency and the Agency’s powers and purposes; and

WHEREAS, the Agency and County desire to amend the Sublease for the purpose of extending the term of the Sublease to expire as of the Termination Date, and for such other purposes agreed to by the Agency and County (the “Amendment”); and

WHEREAS, on September 20, 2023, the Agency obtained an independent appraisal from KLW Appraisal Group, Inc. (the “Appraisal”) that determined the fair market rent value of the Subleased Premises to be \$27,550.00 per year; and

WHEREAS, in accordance with the provisions of the New York Public Authorities Law (“PAL”), and subject to such exceptions and/or requirements set forth in the PAL, the Agency may dispose of an interest in its property by sale, lease, exchange, transfer, for cash, credit or other property, with or without warranty, and upon such terms and conditions as are determined by the Agency to be appropriate and reasonable and consistent with the PAL; and

WHEREAS, pursuant to Section 2897(6)(c)(iv) of the PAL, the Agency is permitted to dispose of real property or an interest in real property by negotiation (without bidding or advertising) to a political subdivision of New York State, such as the County; and

WHEREAS, pursuant to Section 2897(7)(a)(i) and (ii) of the PAL, the Agency is permitted to lease the Subleased Premises to the County for less than the Subleased Premises’ fair market value, as (i) the terms and conditions of the Sublease prohibit assignment of the Sublease by the County, and (ii) the County’s use of the Subleased Premises as its office is within the purposes of the Agency to act in the public interest, as the co-location of the Agency and CCDPD will facilitate greater collaboration on shared projects and initiatives and create a cohesive environment for the Agency and CCDPD to collaborate; and

WHEREAS, pursuant to PAL Section 2897(7)(c), prior to the Agency leasing the Subleased Premises to the County, said disposition being undertaken for consideration in an amount less than the fair market value of the Subleased Premises, the Agency must consider certain information as set forth in PAL §2897(7)(b) including taking into consideration the description and purpose of the transaction, the description of the asset to be transferred, the kind and amount of benefit to the public, the value received compared to the fair market value, and its mission and purposes and related thereto, the required information with respect to the foregoing and with regard to the proposed below fair market value disposition of property is attached hereto as Exhibit A; and



County of Chautauqua Industrial Development Agency

WHEREAS, the information that was provided to the Agency as contained within Exhibit A has been simultaneously made available to the public; and

WHEREAS, in accordance with the requirements of the PAL, the Agency must make a determination that there is no reasonable alternative to the proposed below-market value transfer as described herein that would achieve the same purpose of such transfer; and

WHEREAS, in furtherance of the mission and purposes of the Agency, the Agency hereby desires to amend the Sublease and to authorize the execution and delivery of the Amendment for the purposes described herein.

NOW, THEREFORE, BE IT RESOLVED BY THE AGENCY AS FOLLOWS:

Section 1. The Agency has determined that approval of the proposed Amendment is within the purposes, mission and statutory authority of the Agency.

Section 2. As required under Article 8 of the New York State Environmental Conservation Law, and the regulations promulgated therein at 6 N.Y.C.R.R. Part 617 (collectively referred to as “SEQR”), the Agency has reviewed the Amendment the hereby determines that no further SEQR compliance is required pursuant to 6 N.Y.C.R.R. Section 617.5(c)(32) because the contemplated Amendment is a Type II Action and is considered a lease renewal where there will be no material change in conditions or the scope of permitted activities.

Section 3. In accordance with the findings set forth in Exhibit A, the Agency has determined that there is no reasonable alternative to the proposed below-market value transfer as described herein that would achieve the same purpose of such transfer being to act in the public interest by providing an interest in the Subleased Premises to the County for purposes of utilizing the Subleased Premises for the business operations of CCDPD.

Section 4. The Agency hereby approves of and authorizes the Amendment in accordance with the forgoing resolutions and authorizes the Chief Executive Officer (the “Authorized Officer”), on behalf of the Agency, to execute and deliver the Amendment and any other related documents, required to accomplish the purposes of this resolution, with such changes, variations, omissions and insertions as authorized by the Authorized Officer, in consultation with the Agency’s general counsel, the execution thereof by the Authorized Officer to constitute conclusive evidence of such approval.

Section 5. The Authorized Officer, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting,



County of Chautauqua Industrial Development Agency

desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 6. Any and all actions heretofore taken or authorized by the Agency and/or its officers, employees and agents with respect to the foregoing resolutions are hereby ratified, approved and confirmed in all aspects.

Section 7. These resolutions shall take effect immediately.

Dated: December 19, 2023

Exhibit A

Below Fair Market Value Conveyance Findings



County of Chautauqua Industrial Development Agency

Pursuant to and in accordance with Sections 2897(7)(b) and (c) of the Public Authorities Law (“PAL”), the County of Chautauqua Industrial Development Agency (the “Agency”) has prepared the following information for the Agency board and the public:

Transaction and Purpose: The Agency proposes to amend a certain Lease Agreement dated as of January 1, 2023 (the “Sublease”) by and between the Agency and County of Chautauqua (the “County”) for 1,900 square feet of office space on the 1st Floor of the BWB Center, 201 West Third Street, Jamestown, New York (the “Subleased Premises”)

- (1) Description of Assets: Approximately 1,900 square feet of office space located on the 1st Floor of the BWB Center, 201 West Third Street, Jamestown, New York as depicted within Exhibit A.
- (2) Appraisal annual rent value of the Subleased Premises (FMV): \$27,550.00
- (3) Kind and Amount of Benefit to the Public: The purpose of the Sublease and Amendment is to provide the County with office space for the Chautauqua County Department of Planning & Development (“CCDPD”). The public would benefit from the proposed Amendment as it will allow the co-location of the Agency and CCDPD, which will facilitates greater collaboration between the Agency and CCDPD and creates a cohesive environment for shared projects and initiatives.
- (4) Value Received Compared to FMV:

Monetary value received by Agency:

Annual Rent:	\$12,000.00
Total Rent for Lease Term:	\$27,000.00

Total Appraised FMV:

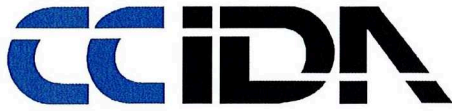
Annual Rent:	\$27,755.00
Total Rent for Lease Term:	\$62,448.76

- (5) Names of Parties to the Transaction and Value Received:

Landlord: County of Chautauqua Industrial Development Agency

Value Received by Landlord: (i) \$12,000.00 for grant of leasehold interest, (ii) community benefits associated with co-locating the Agency and CCDPD.


Tenant: County of Chautauqua



County of Chautauqua Industrial Development Agency

Value Received by Tenant: approximately 1,900 square feet of office space with an appraised FMV of \$27,755.00

(6) Names of Private Parties that have made an Offer, the Value of the Offer, and Purpose which the asset would have been used: None

By 
Chairman

Date 10/19/13



County of Chautauqua Industrial Development Agency

**RESOLUTION 12-19-23-11 OF THE MEMBERS OF THE
COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY
ACCEPTING EMPIRE STATE DEVELOPMENT FAST NY GRANT FUNDS FOR RIPLEY
INTERSTATE 90 SHOVEL-READY SITE DEVELOPMENT PROJECT**

December 19, 2022

Board of Directors

Gary Henry
Owner
Fancher Chair Co., Inc.

Kevin Muldowney
PED Chair

Brad Walters
Executive Director -
Southern Tier Builders
Association

Steven Thorpe
President -
Sheet Metal Workers Local
Union No 112

Sagan Sheffield-Smith
Chief Financial Officer-
Double A Vineyards

Dan Heitzenrater
President & CEO
Chautauqua County
Chamber of Commerce

Dan DeMarte
President -
Jamestown Community
College

Amy Harding
Vice President -
Lake Shore Savings Bank

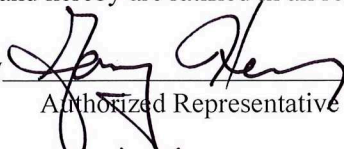
I, Gary Henry, Chairman of the County of Chautauqua Industrial Development Agency, a public benefit corporation ("CCIDA"), hereby certify that at a meeting of the Members of the CCIDA duly called and held at the CCIDA Board Room, 201 West Third Street, Jamestown, County of Chautauqua New York at 10:00 a.m. on the 19th day of December, 2023 at which a quorum was present, the following resolution was unanimously adopted:

WHEREAS, the CCIDA is working to develop an approximately 147-acre shovel-ready development site off Shortman Road in the Town of Ripley; and

WHEREAS, the CCIDA applied for and was awarded a \$5,250,000 FAST NY Tract C - Infrastructure Improvement Grant from Empire State Development; and

WHEREAS, the grant funding will support requisite site infrastructure improvements, including electric, gas, water, and sewer extensions, as well as creation of an access road;

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 the CCIDA, and that such actions be and hereby are ratified in all respects.

By 
Authorized Representative

Date 12/19/23

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on December 19, 2023, at 10:00 A.M., local time, at the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”).

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

PRESENT:

Gary Henry	Chairperson
Bradley Walters	Vice Chairperson
Sagan Sheffield-Smith	Treasurer
Dan Heitzenrater	Secretary
Steven Thorpe	Member
Kevin Muldowney	Member
Daniel DeMarte	Member
Amy Harding	Member

NOT PRESENT:

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
Lisa Cole	Counsel
Bob Murray	Harris Beach
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Kayla Strandburg	IDA Staff
Jeanette Lo Bello	IDA Staff
Jason Sample	IDA Staff
James Feldman	County Executive Staff
Greg Bacon	Jamestown Post Journal

The attached resolution no. 12-19-23-12 was offered by Kevin Muldowney, seconded by Sagan Sheffield-Smith:

RESOLUTION OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT
AGENCY PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT
ISSUING A NEGATIVE DECLARATION FOR MODIFICATIONS OF THE RIPLEY
INTERSTATE DEVELOPMENT SITE.

Project Name: Ripley Interstate Development Site
Location: Town of Ripley, Chautauqua County, NY

WHEREAS, the County of Chautauqua Industrial Development Agency (the "**Agency**") has been diligently working to develop the Ripley Interstate Development Site (the "**Project**") for over a decade as a "shovel ready" site for either large-scale warehouse and distribution uses or light industrial, manufacturing, and assembly uses on approximately 170 acres located in the vicinity of Route 20 and Shortman Road, in the Town of Ripley ("**Town**"), Chautauqua County, New York (as amended below, the "**Site**"), and

WHEREAS, 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-e 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 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, the Project involves completion of pre-construction activities including all necessary land use and environmental studies, obtaining the necessary zoning approvals, and planning for utility installations, including water and sewer service to the Site; and

WHEREAS, in 2010, the Agency, acting as Lead Agency conducting a coordinated environmental review, commenced preparation of a generic

environmental impact statement for the Project with a final scope being issued in May 2009 (“**Final Scope**”), and culminating with a Draft Generic Environmental Impact Statement being accepted as complete on October 20, 2009 (“**DGEIS**”) and a Final Generic Environmental Impact Statement (“**GEIS**”) being issued on December 15, 2009; and

WHEREAS, the Agency, as lead agency, issued a written Findings Statement (“**2010 Findings**”) on January 25, 2010 approving the Project and committing to undertake it; and

WHEREAS, the purposes of the GEIS was to identify and evaluate the potential significant adverse environmental impacts of the Project, compare the reasonable alternatives, and, where applicable, to identify reasonable mitigation measures to reduce the effect of those impacts to the maximum extent practicable, while weighing the substantial potential social and economic benefits of the Project; and

WHEREAS, the GEIS analyzed the impacts from full build out of the Project consisting of an approximately 1,000,000 sq. ft. manufacturing or warehousing facility wherein approximately 60-75 acres of the Site will become impervious developed surfaces including over 1,000,000 sq. ft. of building and parking for approximately 800 trucks and 500 cars, and the creation of an access road connecting the Site to Shortman Road, and certified that, consistent with social, economic and other essential considerations from among reasonable alternatives evaluated, the Project avoided or minimized adverse environmental impacts to the maximum extent practicable; and

WHEREAS on May 26, 2023, the Agency-considering certain modifications to the Project-circulated a notice of intent to re-establish itself as lead agency to all potentially Interested and Involved Agencies (“**Notice**”) pursuant to SEQR; and

WHEREAS, the Project modifications include (i) changes to the boundaries of the Site to reduce the overall footprint of the Site to approximately 146 acres by incorporating parcels to the west of the Site while also excluding certain parcels on the eastern side of the Site; and (ii) the addition of an access road to Shortman Road in a new location not previously studied (the “**Project Modifications**”); and

WHEREAS, no interested or involved agency objected within 30 days to the re-establishment of the Agency as lead agency and thus, the Agency has properly been re-established as the lead agency for the Project; and

WHEREAS, to aid the Agency in evaluating the significance of potential environmental impacts associated with the Project Modifications, the Agency has completed, received and/or reviewed:

- 1) the GEIS;
- 2) the Draft Generic Environmental Impact Statement, accepted on October 20, 2009 and incorporated in its entirety by reference into the GEIS;
- 3) a full Environmental Assessment Form Part I prepared by the Agency (“EAF”);
- 4) the Notice, and all attachments thereto, including: (i) SEQR Notice of Intent to Act as Lead Agency; (ii) list of potentially involved and interested agencies; (iii) the EAF, and; (iv) Acknowledgement of CCIDA to Act as Lead Agency form (collectively (i)-(iv), the “**Notice Attachments**”);
- 5) a Traffic Impact Study prepared by CPL dated May 2023 and updated in October 2023 (“**Updated TIS**”);
- 6) a letter from CPL to New York State Department of Transportation (“**NYS DOT**”), dated December 12, 2023 (“**Traffic Reply Letter**”);
- 7) a Phase I Environmental Site Assessment prepared by CPL dated March 2023, as amended March 27, 2023 (“**Phase I Environmental Assessment**”);
- 8) a Phase 1B Field Investigation Addendum prepared by Deuel Archaeology & CRM dated May 2023 (“**Phase 1B Addendum**”);
- 9) a Pre-development Geotechnical Assessment and Report prepared by Foundation Design, P.C. dated March 2, 2023 (“**Geotechnical Assessment**”);
- 10) a Habitat Assessment Report prepared by Earth Dimensions, Inc. (“**EDI**”) dated December 20, 2022 (“**Habitat Assessment**”);
- 11) an email from David S. Denk, New York State Department of Environmental Conservation (“**NYS DEC**”) Regional Permit Administrator, dated January 12, 2023 stating that the Project Modifications do not contain suitable winter raptor habitat (“**Winter Raptor Email**”);
- 12) A Wetland Delineation Report prepared by EDI, dated November 30, 2021 (“**Wetland Report**”);
- 13) a letter from the New York State Office of Parks, Recreation, and Historic Preservation (“**OPRHP**”) dated May 26, 2023 (“**OPRHP Letter**”); and
- 14) other relevant environmental information (collectively, 1-12, together with all analysis and supporting documentation referenced therein or relied upon thereby, are incorporated by reference herein in their entirety and shall be referred to as the “**Environmental Information**”); and

WHEREAS, while the Agency is not a “state agency” within the meaning of the Climate Leadership and Community Protection Act (“**CLCPA**”), the Agency has nevertheless evaluated potential environmental impacts on disadvantaged communities and air emissions as set forth more fully below; and

WHEREAS, a thorough analysis of the Environmental Information and potential environmental impacts reveals that it is appropriate that the Agency issue a negative declaration pursuant to 6 N.Y.C.R.R. § 617.10(d)(3) for the Project Modifications with respect to potential environmental impacts associated with the same; and

WHEREAS, a thorough analysis of the Environmental Information and potential environmental impacts reveals that the Project Modifications will not have any potentially significant adverse environmental impacts that were not addressed in the GEIS.

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

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

- (A) The Project remains a Type I Action;
- (B) The Agency, as Lead Agency for the Project, has undertaken a coordinated review of the Project Modifications in accordance with SEQR and the GEIS; and

Section 2. Based upon the Agency's review of the Environmental Information and investigations of the potential environmental impacts associated with the Project Modifications, considering both the magnitude and importance of such potential environmental impact, and upon the Agency's knowledge of the Site and surrounding area and such further investigations of the Project Modifications and its environmental effects as the Agency has deemed appropriate, the Agency has determined that, to the extent potential environmental impacts associated with the Project Modifications were not addressed or not fully addressed in the GEIS, the Environmental Information demonstrates that potential environmental impacts associated with the Project Modifications will not result in any potential significant adverse environmental impacts, and thus, issuance of a negative declaration pursuant to 6 N.Y.C.R.R. § 617.10(d)(3) with respect to such potential impacts is appropriate. The Agency bases this determination upon the following findings with respect to the Project Modifications:

A. Impact on Land:

The Project, as modified by the Project Modifications entails two phases of construction of approximately 1,000,000 sq. ft. manufacturing or warehousing facilities wherein approximately 60-75 acres of the Site will become impervious developed surfaces including over 1,000,000 sq. ft. of building and parking for approximately 800 trucks and 500 cars. The Project Modifications will reduce the overall footprint of the Project from the originally planned 170 acres, down to 146 acres, by utilizing parcels to the west of the original Site ("**Western Parcels**") and eliminating the use of certain parcels to the east ("**Eastern Parcels**") as detailed in the Environmental Information. The Western Parcels are comprised of vacant farmland whereas the Eastern Parcels are comprised of vacant farmland and a significant portion of wetlands. Stormwater runoff will be generated by the Project but all stormwater runoff will be managed onsite, consistent with the stormwater controls identified in the GEIS. The Site contains a majority of somewhat poorly drained soils and the Project Modifications do not involve construction on slopes greater than 10%.

The construction of the Project, as modified by the Project Modifications, will be completed in two phases. Phase I is the initial build of the Project entailing the development of approximately 50.7 acres, including the Western Parcels, resulting in the construction of up to approximately 400,000 sq. ft. of manufacturing or warehousing facilities, as mentioned above. Phase II involves an expansion that would develop an additional approximately 96.3 acres and add up to approximately 600,000 sq. ft. of manufacturing or warehousing facilities. As a result of the Project Modifications, the Eastern Parcels, containing a significant portion of wetlands, will no longer be developed.

Construction will be in controlled areas within the Site which is buffered from the surrounding residential communities by at least 500 feet to minimize disturbance. Construction will generally take place Monday to Friday from 7:00 a.m. to 5:00 p.m. At this time, there are no plans for weekend or holiday work to be undertaken.

Furthermore, the Project Modifications will not result in increased erosion. The Western Parcels are not located in a coastal erosion hazard area. In addition, all required soil and erosion control measures during construction will be implemented.

The Project Modifications do not include any new potentially significant adverse impacts to land resources or land use that were not analyzed in the GEIS. Overall, the Project Modifications will involve a significant amount of construction to an undeveloped portion of the Western Parcels and the Site. Regardless of this significant construction, the Project has been contemplated in GEIS to have a full build out of 170 acres. Here, the build out of the Project as modified by the Project Modifications results in an actual reduction of the Site to approximately 147 acres, far less than what is contemplated in the GEIS. Furthermore, construction on the Western Parcels will not have a significant environmental impact to land because it is contiguous to the existing parcels and is of the same quality, being vacant undeveloped farmland, as that which was analyzed by the

GEIS. Adjacent greenspace on the Eastern Parcels will remain as either undeveloped wetlands or farmland, and no increase in impervious surfaces is proposed. Based on these facts, the Project Modifications will not have any significant adverse impacts on land that were not analyzed in the GEIS.

B. Impact on Geological Features:

The Site does not contain, and is not adjacent to, any unique geologic features or National Natural Landmarks, nor will the additional construction contemplated as part of the Project Modifications pass through or near any unique geologic features or National Natural Landmarks off-Site. Accordingly, the Project Modifications are not anticipated to create any potentially significant adverse impacts to geological features that were not analyzed in the GEIS.

C. Impact on Surface Water:

The Western Parcels are host to two small non-jurisdictional wetlands, totaling approximately 0.2 acres in size. *See* Wetland Report at iv. The Project, as modified by the Project Modifications, will leave these wetlands intact and there will be no dredge or fill of the wetlands. By contrast, the Eastern Parcels, now eliminated from the Project, contained a significant portion of a 24.39 acre wetland which was incorporated into the footprint of the project but largely left intact. *See* DGEIS at Appendix F. The Project, as modified, will now retain less than 5 acres of wetlands due to the shift of the site off of the Eastern Parcels and onto the Western Parcels, resulting in a net loss of the total amount of wetlands contained on the Site of approximately 20 acres. The Project Modifications eliminate these 20 acres of wetlands from the footprint of the Site and will otherwise leave all jurisdictional wetlands present on the Site intact.

The Project, as originally designed, contemplated the construction of a single large impervious parking area and manufacturing/warehouse facility. This design, as discussed in the GEIS, would have required the filling of approximately 1.5 acres of wetlands and the relocation of a small intermittent stream. As modified by the Project Modifications, the new design breaks up parking and warehouse/manufacturing into several smaller areas and structures, while retaining pervious areas in between. As such, the filling of jurisdictional wetlands and relocation of the intermittent stream are no longer required to complete the Project.

The Project Modifications call for the addition of several small stormwater retention ponds. The previous iteration of the Project contemplated two retention ponds located on the Northeast corner of the Site, whereas the Project Modifications call for the addition of five retention ponds situated across the site. These additional retention ponds will be designed and built in conformance with best stormwater practices as outlined in the GEIS. Accordingly, the Project Modifications will not disturb any surface water

resources other than a small non-jurisdictional wetland required to complete the access road, and all stormwater discharge will be managed on-site consistent with the requirements of a NYSDEC General SPDES permit.

The Project Modifications do not include any new potentially significant adverse impacts to surface waters that were not analyzed in the GEIS. Overall, the GEIS has contemplated an impact to approximately 1.5 acres of low-medium quality wetlands across the Site and contemplated incorporating 25.79 acres of wetlands within the Site, which is far more than what is proposed compared to the Project Modifications. The filling of wetlands previously contemplated by the GEIS will not be increased and will be significantly reduced or eliminated as a result of the Project Modifications, and the Site will now encompass less than 5 acres of wetlands. Lastly, the GEIS contemplated the creation and management of stormwater retention ponds in accordance with stormwater management best practices and the discharge of stormwater consistent with the requirements of a NYSDEC General SPDES permit. The Project Modifications do not alter this plan except to add additional retention ponds to increase the efficacy of the Site's stormwater management. Based on these facts, the Project Modifications will not have any significant adverse impacts on surface water that were not previously considered in the GEIS.

D. Impact on Groundwater:

The Project Modifications will not expand on any impacts to groundwater not contemplated in the GEIS. The Geotechnical Assessment identified that the Site, including portions of the Western Parcels, has a shallow water table and shallow bedrock which will require management to permit construction of the Project. *See* Geotechnical Assessment at 4. This may include the digging of drainage swales to reduce the height of the water table and direct drainage of the Site. However, the Project modifications will not result in any increase in use of groundwater or discharge of wastewater into groundwater. Furthermore, the construction of the Project as modified shall follow the best management practices regarding stormwater runoff as laid out in the GEIS which contemplated the modification of Site drainage and groundwater infiltration patterns as part of the Project's stormwater management system. *See* DGEIS at 8. Accordingly, the Project Modifications will not result in any new potentially significant adverse impacts to ground water that were not analyzed in the GEIS.

E. Impact on Flooding:

The Site as modified to include the Western Parcels does not contain, and is not adjacent to, a designated flood zone. Accordingly, the Project Modifications are not anticipated to create any potentially significant adverse impacts to flooding that were not analyzed in the GEIS. Additionally, as outlined in the GEIS the Project will include a comprehensive stormwater management system in accordance with a SPDES permit and best practices to manage the increased runoff from the additional impervious surfaces proposed. Based

on these facts, the Project Modifications will not have any significant adverse impacts on flooding that were not analyzed in the GEIS.

F. Impact on Air:

The Project Modifications will not require any additional federal or state air emission permits, and will not create additional sources of pollutant or greenhouse gas emissions, not contemplated in the GEIS. While the previous iteration of the plan analyzed emissions resulting from the heating of one large warehousing/manufacturing building totaling 1,000,000 sq. ft., the Project Modifications call for several smaller buildings totaling 400,000 sq. ft. in phase 1 of the Project, with the potential to develop an additional approximately 600,000 sq. ft. of facilities in phase 2, resulting in potentially 1,000,000 sq. ft. as contemplated in the GEIS. Furthermore, as called for in the GEIS, the heating of these facilities will be regulated and subject to all applicable NYSDEC air pollution control and permitting requirements. Based on these facts, the Project Modifications will not have any significant adverse impacts on air that were not analyzed in the GEIS.

G. Impact on Plants and Animals

The Site as modified to include the Western Parcels is largely undeveloped farmland at this point in time. There are no significant natural habitats or natural communities. As detailed in the Habitat Assessment, the Site was identified as having the potential for the presence of the Federally Endangered Northern Long-eared Bat (*Myotis septentrionalis*) and Federal Candidate Species Monarch Butterfly (*Danaus plexippus*). Additionally, twelve (12) migratory birds as Birds of Conservation Concern (BCC) were identified as possibly being present on the Site. No federally listed significant habitats were identified. NYSDEC Natural Heritage identified no State listed species or significant habitats within the project area. The Site is not currently used for hunting, trapping, fishing, or shell fishing.

A detailed field investigation was conducted on December 14, 2022 to document existing site conditions and survey for listed species and/or habitats. Additionally, a detailed plant and wildlife inventory was conducted. No listed species or significant habitats were identified during the field investigation. Further, the Habitat Assessment concluded that the Site contains no potentially suitable habitat for the Federally listed Northern Long-eared Bat based on the absence of large, forested communities with suitable habitat trees over 3 inches in diameter. The existing hedgerow communities have scattered trees large enough to be suitable summer habitat, but the surrounding habitat is insufficient for bat usage. See Habitat Assessment at 1-2. The Habitat Assessment did determine that the Site does contain limited potentially suitable habitat for the Federal Candidate Monarch Butterfly based on the presence of flowering plants within the project area. However, the Habitat assessment concluded that the Project will not affect Monarch Butterfly populations because significantly more suitable habitat is present adjacent to the Site,

which would provide feeding and breeding habitat for this species. See Habitat Assessment at 14.

The twelve migratory birds identified as being potentially present on the Site as modified included: Bald Eagle (*Haliaeetus leucocephalus*), Belted Kingfisher (*Megaceryle alcyon*), Black-billed Cuckoo (*Coccyzus erythrophthalmus*), Blue-Winged Warbler (*Vermivora pinus*), Bobolink (*Dolichonyx oryzivorus*), Canada Warbler (*Cardellina canadensis*), Chimney Swift (*Chaetura pelagica*), Eastern Meadowlark (*Sturnella magna*), Evening Grosbeak (*Coccothraustes vespertinus*), Golden-winged Warbler (*Vermivora chrysoptera*), Red-headed Woodpecker (*Melanerpes erythrocephalus*), and Wood Thrush (*Hylocichla mustelina*). These birds are only protected under the Migratory Bird Treaty Act or Bald and Golden Eagle Protection Act. There are no Section 7 Endangered Species Act regulations for migratory birds not specifically listed as threatened or endangered.

The Habitat Assessment determined that based on the Site conditions being comprised of mostly vacant agricultural fields, the Site does not provide suitable habitat for Bald Eagles, Belted Kingfisher, Black-billed Cuckoo, Blue-winged Warbler, Canada Warbler, Chimney Swift, Evening Grosbeak, Golden-winged Warbler, Red-headed Woodpeckers, or Wood Thrush. See Habitat Assessment at 7-9. Additionally, as to the Eastern Meadowlark, the Habitat Assessment concluded that while there is a small amount of marginally suitable breeding habitat present in the western portion of the Site, the Project Modifications are “unlikely to affect Eastern Meadowlark populations based on the very small area of potentially suitable habitat and the likelihood that the species would easily relocate to a more suitable field.” See *Id.* at 9. Additionally, per the Winter Raptor Email, the NYSDEC has determined that the Site, as modified, does not contain suitable habitat for winter raptors.

Significantly, any potential habitat located on the Site, including the Western Parcels, is functionally identical to that which was studied under the GEIS. Specifically, the Site at the time the GEIS was drafted was described as being comprised largely of agricultural lands, including open fields, vineyards, and brush lands. See DGEIS at 3. Similarly, the Habitat Assessment describes the Site, as modified, as being “dominated by large areas of vineyard and several row crop fields.” See Habitat Assessment at 4. Therefore, the Project Modifications’ impacts on habitat are directly contemplated under the GEIS. Based on these facts, the Project Modifications will not have any significant adverse impacts on plants or animals not contemplated under the GEIS.

H. Impact on Agricultural Land Resources:

The Project Modifications will make use of an additional approximately 25 acres of agricultural land located on the Western Parcels in order to avoid wetland resources. This additional acreage is comprised of vineyards and vacant successional old field lands. The

local area and Town are part of the "Grape Belt" of Chautauqua County that has over 31,110 acres devoted to the grape industry. In Chautauqua County there are approximately 275,000 acres of land located within agricultural districts. Further, a significant portion of the Site is currently vacant farmland which is not being utilized for any agricultural purposes. Therefore, the loss of land that is engaged in actual farming and agricultural uses due to the Project accounts for only a minimal portion of the total farmable land within the local area

The GEIS contemplated that full development of the Site will result in a loss of agricultural use at the Site. The potential loss of future agriculture use of the Western Parcels represents .01% of the total crop land acres located in Chautauqua County. Here, the Project Modifications while involving development of agricultural lands, remain consistent with the development contemplated in the GEIS. Based on these facts, the Project Modifications will not have any significant adverse impacts on agricultural land resources that were not analyzed in the GEIS.

I. Impact on Aesthetic Resources:

The Project Modifications call for a maximum building height of 40 feet and a maximum length and width of 250 feet and 400 feet, respectively. All buildings at the Site will be located more than 500 feet from neighboring homes. While the development of the Western Parcels shifts the Site closer to Shortman Road, the Site will be positioned greater than 500 feet from Shortman Road, and a significant portion of the Site will be shielded from view by the Regal Trucking operation located on the western border of the Site, situated between the Site and Shortman Road. Furthermore, the Project will utilize landscape screening and berms, as called for in the GEIS, to provide a further visual buffer of the Site.

Similarly, the proposed structures under the Project Modifications remain consistent as to height as those contemplated under the GEIS and as required for the operation of the Project for manufacturing/warehousing uses. Additionally, the Site as it exists as undeveloped agricultural land, does not include scenic views known to be unique or rare in the community. Based on these facts, the Project Modifications will not have a significant adverse impact to aesthetics not analyzed by the GEIS.

J. Impact on Historic and Archeological Resources:

The Site, including the Western Parcels, has been farmed since as early as the mid-19th century and has not been developed with large structures. Accordingly, there are no State/National Register-eligible or State/National Register listed properties adjacent to, or within the viewshed of the Site. Therefore, the Project Modifications will not impact any historic resources.

In order to assess any impacts to archeological resources located on the Western Parcels, the Phase 1B Addendum was prepared during which a total of 185 shovel test pits were dug. As a result, the debris from a demolished building, built between 1954 and 1970 and demolished between 1970 and 1985, was discovered, including concrete, brick, sheet metal, wire, plastic drain pipe, and other miscellaneous architectural debris. No Indigenous or historic period archaeological sites were identified within the Western Parcels. The Phase 1B Addendum concluded that the architectural debris was not eligible for inclusion in the State or National Registers of Historic Places and due to the lack of Indigenous and historic period archaeological sites identified, the proposed construction activities associated with the Project Modifications will have no impact upon cultural resources. *See* Phase 1B Addendum at 6.

The Phase 1B Addendum was provided to OPRHP which responded in its OPRHP Letter, concurring with the Phase 1B Addendum conclusion that no archeological sites were identified and that no additional archeological work is necessary. Based on these facts, the Project Modifications will not have a significant adverse impact on historic or archeological resources.

K. Impact on Open Space and Recreation:

The Site, as modified by the Project Modifications, is not currently used by the community as open space or for recreation. The Site is privately owned and is not available for public use. As such, the Project Modifications will not have any impacts on open space or recreation.

L. Impact on Critical Environmental Areas:

There are no Critical Environmental Areas as described in subdivision 6 NYCRR 617.14(g) on the Site as modified by the Project Modifications or in proximity to the Site. Accordingly, the Project Modifications will not have a significant adverse impact upon Critical Environmental Areas.

M. Impact on Transportation:

The GEIS contemplated three possible site access locations: two along Route 20, and one along Shortman Road. All three were evaluated as un-signalized T-intersections. The Traffic Impact Study attached to the GEIS as Appendix J (“**GEIS TIS**”) anticipated the majority of trips generated by the Project would utilize Shortman Road due to its direct access to the New York State Thruway (“**Thruway**”). The GEIS TIS determined the Project would generate 802 and 768 trips during the morning and afternoon peak, respectively, if the Project was utilized for manufacturing; and would generate 426 and 403 trips during the morning and evening peak, respectively, if used for warehousing. *See* DGEIS at 63. These projections were determined by applying industry standard

metrics for the size of the proposed manufacturing or warehousing facility, 1,000,000 sq. ft. in total.

The projected trip generation figures were then used to determine the Project's impact on the capacity of the surrounding intersections, referred to as the level of service ("LOS"). The GEIS TIS concluded that the Project will only have minor effects on the LOS with the exception that manufacturing use of the Site would cause delays during the morning peak period for either the Route 20 access locations or the Shortman Road access location. No impacts to Thruway ramps were anticipated and the GEIS TIS determined that all proposed access locations had adequate sight distances. Ultimately, the GEIS TIS concluded that a traffic signal for the Shortman Road access would mitigate any LOS impacts caused by the project if used for manufacturing uses; and if the Project were utilized for warehouse uses, no impacts would result that would require mitigation. *See* DGEIS at 69-70.

The Project Modifications propose to utilize an access point along Shortman Road. The Project Modifications will not increase the total square footage of the proposed manufacturing or warehousing facilities on Site, nor is any more traffic intensive use proposed. Accordingly, the Project Modifications are within the scope of the proposed use of the Site as analyzed by the GEIS.

Furthermore, the Updated TIS specifically analyzed likely impacts to traffic from the Project Modifications and determined that the Project, as modified, will have a negligible impact on traffic. Specifically, the Updated TIS was able to accurately model the various possible uses of the several smaller proposed facilities as opposed to the single large one as initially contemplated in the GEIS. The Updated TIS determined that the maximum trips generated from the Project as modified would be 468 during the morning peak period and 350 during the evening peak period, well within the maximum projected trips contemplated under the GEIS.

The Updated TIS also analyzed LOS impacts to adjacent intersections as a result of the Project Modifications. The Updated TIS concluded that, at full build, the LOS will only be impacted by seven additional seconds of delay, less than that contemplated under the GEIS, and as a result, no traffic impact mitigation was recommended. *See* Updated TIS at 11, 16.

While the Updated TIS did not recommend mitigation measures due to the relatively low amount of vehicle trips generated by the Project, NYSDOT, after consultation, has recommended a left hand turning lane into the Site from the southbound lane of Shortman Road, and a right hand turning lane into the Site from the northbound lane of Shortman Road. The Agency has agreed to include a left hand turning lane while talks are ongoing regarding the necessity of a right hand turning lane due to updated analysis indicating that no right turn lane is needed because: (1) northbound traffic on Shortman

Road is reduced due to the slow turn speed required when turning on from Route 20; (2) there are adequate sight lines along the straight level road, and; (3) northbound trips on Shortman Road are projected to be low. *See* Traffic Reply Letter.

Accordingly, the Project, as modified by the Project Modifications, will utilize a Site access point which was almost identical to that proposed in the GEIS, and will not involve expansion of the Project beyond 1,000,000 sq. ft. of warehousing or manufacturing facilities and will utilize mitigation measures to mitigate any adverse traffic impacts as contemplated in the GEIS. As such, the Project as modified is well within the scope of that analyzed under the GEIS. Furthermore, the Updated TIS confirms that the Project Modifications will not have impacts to traffic greater, and will likely be substantially less, than that which was contemplated under the GEIS. Therefore, based on these facts, the Project Modifications will not result in significant adverse impacts to traffic not analyzed in the GEIS.

N. Impact on Energy and Utilities:

i. Energy

The GEIS concluded that the actual energy demand of the Project will vary widely depending on the actual ultimate use of the Project, but that energy demand was not expected to cause more than a 5% increase in energy use in the Town. The Project Modifications do not commit the Project to any specific use and do not propose any use not analyzed under the GEIS. Accordingly, the Project Modifications will not have significant adverse impacts upon energy that were not analyzed in the GEIS.

ii. Utilities

The Project Modifications do not propose any changes to utility service of the Project as contemplated in the GEIS, except that the location of the access to water, sewer, and gas lines has been changed to reflect the addition of the same along Shortman Road since the GEIS was accepted in 2009. Prior to the extension of these utility lines, various access locations had been contemplated along Route 20, including through wetlands located in the Eastern Parcels and through a location further west which would have required extension of public utility lines prior to entering the Site. All utility lines are now readily available along Shortman Road, and will be routed to the Site along the Site access location as proposed under the Project Modifications.

iii. Conclusion

The Project Modifications will not require an increase in energy demand beyond that contemplated by the GEIS. Materially, the Project Modifications are limited to shifting the Site westward and shifting the access location south approximately 150 feet. There is

no proposal to increase the size of the Project or the facilities built thereon, or to shift to a more energy intensive use. Furthermore, the Project Modifications do not propose any change in utility service beyond the access location of utility lines to reflect less intensive access routes to utility lines which have been installed since the acceptance of the GEIS. The new access location will not require lengthy extensions of public utility lines or the use of wetland areas to service the Site as contemplate under the GEIS. Accordingly, the Project Modifications will not have significant impacts on energy or utilities not contemplated under the GEIS.

O. Impact on Noise, Odor, and Light:

i. Noise

The GEIS determined that the Project would have a minor impact on noise. The construction of the Project would temporarily generate noise exceeding background levels and the operation of the Project for warehousing or manufacturing uses would generally increase noise generating from the Site. The GEIS explains that these impacts will necessarily be limited because the location of the Site sufficiently distances the Project from surrounding receptors along with the high background noise from the Thruway.

The Project Modifications largely retain the distance from nearby receptors, increasing the distance from residential receptors to the east and maintaining a 500 foot buffer to receptors to the South, due to the shifting of the Site onto the Western Parcels. While the Site will be closer to receptors on the western side of the Site, these receptors consist of non-residential uses including the Regal Trucking operation adjacent to the Western Parcels, and a Loves truck stop located on the western side of Shortman Road. Furthermore, the Project Modifications will not increase the size of the Project or increase the likelihood that the Project will be utilized for a use that will increase impacts to noise beyond that contemplated by the GEIS.

ii. Odor

The GEIS noted that there are no significant sources of odors in or near the Site and no significant odors are expected to be generated by the Project as a result of construction or operation of the facilities. The Project Modifications, which are limited to shifting the Site footprint onto the Western Parcels and shifting the site access south by 150 feet, do not propose any modifications to the Project which would increase the possibility of impacts from odors.

iii. Light

The GEIS does not address impacts from light, as the details on the size and configuration of the facilities have yet to be determined and will be addressed at such time the Project progresses past the conceptual stage. However, the Project Modifications do not propose

any additional sources of lighting that would impact surrounding receptors. Furthermore, the Site, being located at least 500 feet from all residential receptors and the utilization of vegetation and berm buffers, will adequately mitigate any significant impacts from light resulting from the Project at full build

iv. Conclusion

The Project Modifications do not include any proposed changes to the Project that would increase noise, odor or light generated by the Project. The utilization of the Western Parcels will only materially increase the Site's proximity to non-residential uses to the west, while maintaining or increasing buffers from residential properties to the south and east. Accordingly, the Project Modifications will not have a significant adverse impacts upon noise, odor, and light that were not analyzed in the GEIS.

P. Impact on Public Health:

The Project Modifications are limited to relatively minor shifts in the Site's footprint and access point. As such, the Project Modifications do not modify construction activities as contemplated in the GEIS, which could increase worker or public hazards; and do not interfere with compliance with Occupational Safety and Health Administration and New York Labor Law safety requirements.

The Project Modifications will not increase the number of visitors to the Site beyond that which is contemplated by the GEIS and therefore will not require increased need for public safety resources not analyzed by the GEIS. Furthermore, the Project Modifications do not propose any uses or operational activities not contemplated in the GEIS and therefore, do not increase the likelihood of exposure to contaminants or hazardous substances at the Site not contemplated and analyzed by the GEIS.

Finally, the Project Modifications do not propose any changes to the implementation of mitigation measures considered under the GEIS. Therefore, based on the above facts, the Project Modifications will not have an adverse impact on public health.

Q. Impact on Character and Community Plans:

The Site is currently zoned C-2 (Commercial (Rural)). Section 401.F of the Town of Ripley Zoning Law ("**Zoning Law**") states that the purpose of C-2 districts is "setting rural areas apart that can provide room for a growing community without disrupting the environment of the other districts . . . it is the intent to promote and protect commercial development." However, per the Zoning Law, most manufacturing and warehouse uses are not permitted in a C-2 district, and therefore, the Site will require rezoning to an M/I (Manufacturing/ Industrial) District.

The GEIS determined that the Project could result in significant impacts on community character because it is inconsistent with existing community characteristics with regards to surrounding land uses being majority agricultural and residential. However, the GEIS concluded that the Project's impacts on community character will be sufficiently mitigated by the economic growth resulting from the Project, as well as screening measures which will minimize visual impacts of the Project to the surrounding community. *See DGEIS at 80.*

The Project Modifications do not increase the conversion of agricultural and residential land beyond that contemplated by the GEIS. Conversely, the shift of the Site onto the Western Parcels consolidates the Site closer to commercial uses located along the Shortman Road corridor, while maintaining significant buffers from residential properties located to the south and east of the Site. Furthermore, the Town of Ripley Comprehensive Plan ("Comprehensive Plan") calls for increased development of non-agricultural and residential uses along Shortman Road. *See Comprehensive Plan at 1-10, 3-2.*

The GEIS extensively analyzed the development of the Project and potential impacts on surrounding communities. As the Project Modifications are otherwise entirely consistent with the thresholds and mitigation measures set forth in the GEIS, there are no inconsistent or significant impacts associated with the same that were not previously analyzed in the GEIS.

R. Impacts from Short Term Construction

Construction of the Project, as modified by the Project Modifications, will not change from that which is contemplated by the GEIS. The Project Modifications do not call for a change in the schedule of construction activities, which are anticipated to occur during daylight hours and weekdays. In general, most construction will occur within the perimeter of the Site, which remains well buffered from residential receptors under the Project Modifications. Any construction occurring within the right of way along Shortman Road will be coordinated with NYSDOT and the New York State Thruway Authority ("NYSTA") and activities will be administered through NYSDOT and NYSTA Temporary Occupancy/Use and Highway Work Permit Programs as contemplated under the GEIS. Based on these facts, the Project Modifications will not result in adverse impacts from short term construction beyond those contemplated under the GEIS.

S. Impact on Disadvantaged Communities

New York's Climate Justice Working Group ("CJWG") finalized its criteria and mapping of Disadvantaged Communities ("DACs") on March 27, 2023. The Site is not located in or adjacent to a DAC, and the closest DAC to the Site is approximately 10 miles to the northeast. Accordingly, the Project Modifications will not adversely impact DACs.

T. Irreversible and Irretrievable Commitments of Environmental Resources

The Project Modifications will not increase the irreversible loss of environmental resources analyzed under the GEIS. The GEIS contemplated the development of 170 acres of undeveloped agricultural lands with the creation of 60-75 acres of impermeable surface. Furthermore, the GEIS projected that the Project would significantly impact approximately 1.5 acres of wetlands and would require the relocation of an intermittent stream.

In contrast, the Project Modifications will not increase, but will decrease the project footprint, down to approximately 149 acres, and will not result in an increase in impermeable surfaces. Furthermore, the Project Modifications will not increase the impact to wetlands, and will likely result in less impacts to wetlands than originally contemplated under the GEIS. Additionally, the Western Parcels are private and not available for public use, and their development does not represent a loss of recreational or open space. The development of agricultural land such as that located on the Western Parcels is expressly contemplated by the GEIS, and the Project Modifications do not result in an increased loss of agricultural resources over that previously analyzed. Therefore, based on the above facts, the Project Modifications will not result in an increased irreversible loss of environmental resources.

U. Growth Inducing Impacts

The Project Modifications are limited to relatively minor modifications of the Site layout and location by shifting the Site west by approximately 600 feet, to include the Western Parcels and exclude the Eastern Parcels. The Project Modifications will not change the size or capacity of the Project or its proposed facilities or the proposed uses of the Site. Therefore, the Project Modifications will not have any growth inducing impacts not already analyzed under the GEIS.

V. Cumulative Impacts

As detailed above and below, the Project Modifications will not have adverse impacts beyond that which was already analyzed under the GEIS. Accordingly, the Project Modifications will not increase the likelihood of cumulative impacts resulting from the Project.

W. Impacts on Solid Waste Management

The Project Modifications do not increase or modify the creation or management of solid waste as it has been contemplated under the GEIS. The Project Modifications, being limited to minor adjustments to the physical layout of the Project, will maintain the

measures called for in the GEIS to adequately handle solid waste generated from the Project. Accordingly, the Project Modifications will not have a significant impact on solid waste management.

Section 3. Having considered the Environmental Information, and having considered the relevant environmental impacts associated with the Project Modifications, and having weighed and balanced the relevant impacts with social, economic and other considerations, the Agency certifies that:

- (i) The requirements of 6 N.Y.C.R.R. Part 617 have been met; and
- (ii) Consistent with the social, economic and other essential considerations from among the reasonable alternatives available, the Project Modifications avoid or minimize adverse environmental effects to the maximum extent practicable, and that adverse environmental impacts will be avoided or minimized to the maximum extent practicable by incorporating as conditions to the decision those mitigative measures which were identified as practicable in the GEIS.

Section 4. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

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

Section 6. For further information on this Determination of Significance/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

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

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Kevin Muldowney	AYE
Daniel DeMarte	AYE
Amy Harding	AYE

The foregoing resolution was thereupon declared duly adopted.

**Ripley Shovel-Ready Site -
SEQRA Determination Resolution**

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 December 19, 2023 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) there was a quorum of the members of the Agency present throughout said meeting; and (E) 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.

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 19th day of December, 2023.



[Assistant] Secretary



[Vice] Chairperson



County of Chautauqua Industrial Development Agency

Board of Directors

Gary Henry
Owner
Fancher Chair Co., Inc.

Kevin Muldowney
PED Chair

Brad Walters
Executive Director -
Southern Tier Builders
Association

Steven Thorpe
President -
Sheet Metal Workers Local
Union No 112

Sagan Sheffield-Smith
Chief Financial Officer-
Double A Vineyards

Dan Heitzenrater
President & CEO
Chautauqua County
Chamber of Commerce

Daniel DeMarte
President -
Jamestown Community
College

Amy Harding
Vice President -
Lake Shore Savings Bank

RESOLUTION 12-19-23-13 OF THE MEMBERS OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY TO SELL TO CONNECTGEN CHAUTAUQUA COUNTY LLC PROPERTY LOCATED ON NE SHERMAN ROAD IN THE TOWN OF RIPLEY, CHAUTAUQUA COUNTY, NEW YORK

I, Gary Henry, Chairperson of the County of Chautauqua Industrial Development Agency (“CCIDA”) hereby CERTIFY that at a meeting of the Board of Directors of said CCIDA, duly called and held at 201 West Third Street, Jamestown, NY 14701 on the 19th day of December, 2023, at which a quorum was present, the following resolutions were unanimously adopted:

WHEREAS, CCIDA acquired a parcel of land located on NE Sherman Road in the Town of Ripley, Chautauqua County, New York identified as SBL No. 6620-290.00-1-20 (the “Land”) from Chautauqua County for \$56,000;

WHEREAS, CCIDA has received an offer to enter into a Contract for Purchase and Sale of Land (the “Contract”) from ConnectGen Chautauqua County LLC (“Buyer”), to sell the Land for the sum of Fifty Six Thousand and 00/100 Dollars (\$56,000);

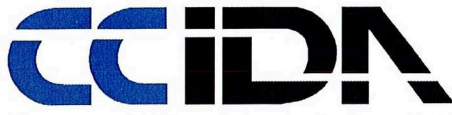
WHEREAS, CCIDA deems it in the best interest of CCIDA to sell the Land to Buyer above described under terms and conditions set forth in the form of Contract attached hereto and otherwise as acceptable to the Administrative Director;

NOW, THEREFORE, BE IT

RESOLVED, that CCIDA proceed to sell the Land to Buyer under terms and conditions set forth in the form of Contract attached hereto and otherwise as acceptable to the Administrative Director; and it is

FURTHER RESOLVED, that the Administrative Director, Chief Financial Officer or any officer of CCIDA be and hereby is authorized to execute and deliver any and all documents necessary to effectuate the foregoing resolutions, and that such actions be and hereby are ratified in all respects.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day of December, 2023.



County of Chautauqua Industrial Development Agency



Gary Henry, Chairperson



Board of Directors

Gary Henry
Owner
Fancher Chair Co., Inc.

Kevin Muldowney
PED Chair

Brad Walters
Executive Director -
Southern Tier Builders
Association

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Sheet Metal Workers Local
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Daniel DeMarte
President –
Jamestown Community
College

Amy Harding
Vice President –
Lake Shore Savings Bank

**COUNTY OF CHAUTAUQUA
INDUSTRIAL DEVELOPMENT AGENCY
RESOLUTION 12-19-23-14**

A regular meeting of the County of Chautauqua Industrial Development Agency was convened on Tuesday, December 19, 2023, at 10:00 a.m.

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

RESOLUTION 12-19-23-14 OF THE COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY (THE “AGENCY”) REGARDING DEPOSITS OF MONEY AND THE INVESTMENT OF FUNDS

WHEREAS, the Agency desires to adopt a resolution which will provide the necessary authority for the Agency to fully comply with the applicable provisions of Section 10 and Section 11 of the New York General Municipal Law, as applicable, with respect to deposits and investments of public money in the name of the Agency for use in normal business operations, in the furtherance of the corporate purposes of the Agency; and

WHEREAS, pursuant to Section F of the Agency’s Procurement Policy, the procurement of professional services is not subject to the solicitation procedures contained in Section B(1) of the Procurement Policy, and therefore no Request for Proposals or other public solicitations of bids was utilized; and

WHEREAS, after a diligent search, Agency staff recommends Cattaraugus County Bank (“CCB”) as a secondary bank, to provide banking, cash management, and investment services to the Agency; and

NOW, THEREFORE, BE IT RESOLVED BY THE AGENCY AS FOLLOWS:

Section 1. The Agency hereby affirms that it is authorized to open and close such bank and investment accounts and to maintain such banking relations as may be determined by the Chief Executive Officer (“CEO”), from time to time, to be necessary or appropriate for the transaction of the Agency’s business.

Section 2. Effective with the adoption of this resolution, the Agency hereby designates CCB (i) as the Agency’s official depository of funds and (ii) to provide cash management and investment services from time to time, subject to the approval of the Agency’s Audit &



County of Chautauqua Industrial Development Agency

Finance Committee.


Section 3. Each bank and investment account authorized by this resolution shall provide that no withdrawals shall be made from such accounts nor shall any checks be drawn thereon unless withdrawal slips or checks (as applicable) are signed by such individual or individuals as may be designated by both the Chair and the CEO.

Section 4. Each bank and investment account authorized by this resolution shall adhere to the current Investment and Deposit Policy as approved by the Agency.

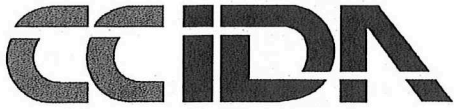
Section 5. Any and all actions heretofore taken or authorized by the Agency and/or its officers, employees and agents with respect to this resolution are hereby ratified, approved and confirmed in all aspects.

Section 6. This resolution shall take effect immediately.

Dated: December 19, 2023

By  _____
Chairman

Date 12/19/23 _____



County of Chautauqua Industrial Development Agency

RESOLUTION NUMBER 12-19-23-15

**COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY
BOARD OF DIRECTOR'S MEETING**

December 19, 2023

Authorizing a Contract for Mark R. Geise as Chief Executive Officer of County of Chautauqua Industrial Development Agency

WHEREAS, the County of Chautauqua Industrial Development Agency (CCIDA) wishes to contract with Mark R. Geise (hereafter employee) to serve as Chief Executive Officer of the CCIDA at an annual amount of \$54,301.00 payable in equal bi-weekly installments, plus a mileage allowance of \$1,000.00 per month and reimbursement for gasoline used while driving for work.

WHEREAS, the CCIDA and Employee are working together in an effort to promote economic development, and

WHEREAS, the CCIDA and Employee agree that the services will be performed during the period of January 1, 2024, to December 31, 2024, and

NOW THEREFORE, BE IT RESOLVED, that the Chairman is hereby authorized by the Board of Directors to sign any and all other documents necessary in order to effectuate the above.

By 
Chairman