

MINUTES OF THE
COUNTY OF CLINTON
INDUSTRIAL DEVELOPMENT AGENCY
ANNUAL MEETING
MONDAY, SEPTEMBER 9, 2019

The meeting was called to order by Trent Trahan, Chairperson, at 12:04 p.m., at the offices of the County of Clinton Industrial Development Agency, 137 Margaret Street, Suite 208, Plattsburgh, New York 12901.

MEMBERS PRESENT: Trent Trahan, Chairperson
Keith Defayette, Treasurer and Chief Financial Officer
Michael Zurlo, Secretary
Kim Murray, Assistant Secretary
Mark Leta, Member
John VanNatten, Member

EXCUSED: David Hoover, Vice Chairperson

STAFF PRESENT: Renee McFarlin, Executive Director
George Cregg, Esq., Agency Counsel
Christopher Canada, Esq., Agency Counsel
Toni Moffat, Executive Assistant

ALSO PRESENT: Richard Chun, Delaware River Solar – NY Plattsburgh I, LLC
Ryan Creel, Delaware River Solar – NY Plattsburgh I, LLC
Fred Wachtmeister, Board Member, Plattsburgh City School District
Jack Kelley, Director of Economic Development, Prime Companies

T. Trahan stated there was a *quorum* present.

T. Trahan waived the reading of the notice of the meeting published in the *Press Republican* on December 22, 2018.

Approval of the Minutes of the August 12, 2019 Meeting

T. Trahan asked if there were any questions regarding the draft minutes of the August 12, 2019 meeting of the County of Clinton Industrial Development Agency (CCIDA). There were none.

On a motion by J. VanNatten, and seconded by K. Defayette, it was unanimously carried to approve the minutes of the August 12, 2019 meeting of the CCIDA.

Presentation

Richard Chun and Ryan Creel of Delaware River Solar – NY Plattsburgh I, LLC presented their Route 22 Project to the Board. M. Zurlo inquired if there was a map of the site for reference. R. Chun did not have a map but stated the proposed project is in the Town of Plattsburgh and within the Beekmantown School District. M. Zurlo inquired on the distance to the nearby substation. Ryan Creel replied the substation is on the property next to the array; from the property line of the parcel (which the project will be built) to the substation, it is roughly 131 feet south of the array.

R. Chun stated this is a larger-sized project, it is a tranche five and it will receive less of a NYSEDA incentive due to their prior requests.

M. Zurlo left the meeting at 12:18 p.m.

R. McFarlin inquired on the PILOT request and its comparison to previous Mooers projects. R. Chun stated Mooers I-III was a tranche one with a \$9,600/mW request, Mooers IV was a tranche two with a \$6,000/mW request and this project is a tranche five with a \$4,800/mW request.

R. McFarlin inquired about the anticipated number of construction workers needed for this project. R. Chun stated the project will employ 50 temporary local construction workers.

R. McFarlin inquired about the total cost of the project as reviewed in the presentation (\$6,069,486). R. Chun replied yes.

R. McFarlin inquired about the estimated pay for labor. R. Chun stated if he recalled correctly, if employed for three months it is consistent with a \$60,000-\$70,000 annual salary.

R. Chun stated should the Board have further questions they can reach out to him via R. McFarlin.

The Delaware River Solar- NY Plattsburgh I, LLC presentation has been attached and made part of the minutes.

Public Comment

There was no public comment.

Treasurer's Report

K. Defayette reviewed the Treasurer's Report. There were no questions or concerns.

On a motion by K. Murray, seconded by J. VanNatten, it was unanimously RESOLVED to approve the Treasurer's Report as presented by K. Defayette.

Old Business

It was noted that there have been no changes to any of the current policies seeking approval and all members have had the opportunity to review the policies.

Annual Review and Approval of Policies

- Access to Agency Records (FOIA) Policy
- Assessment of Internal Controls Policy
- Bylaws
- Code of Ethics
- Compensation Policy
- Defense and Indemnification of Board Members Policy
- Discretionary Funds Policy
- Eligible Projects Policy
- Fee Policy
- Investment Policy

- Lease Policy
- Loan and Credit Policy (Prohibiting Extension of Credit to Board Members/Staff)
- Local Labor Policy
- Open Meetings Policy
- Organizational Chart
- Procurement Policy
- Real Property Acquisition Policy
- Real Property Disposition Policy
- Recapture Policy
- Retaliatory Action (Whistleblower Protection) Policy
- Time and Attendance Policy
- Travel Policy
- Uniform Tax Exemption Policy (UTEP)

With no further discussion, on a motion by J. VanNatten, and seconded by K. Murray, it was unanimously RESOLVED to approve all policies as noted.

Board Evaluations/Conflicts of Interest Statements

R. McFarlin asked the members to complete the board evaluation, conflict of interest and an acknowledgement of fiduciary duty forms that were given to the members and return them to staff.

Trustworthy, LLC

R. McFarlin stated there are two resolutions for the Board’s consideration. She reminded the Board that this is the hotel renovation and expansion on Route 3 and that Jack Kelley (who was in attendance) was representing Trustworthy, LLC. Additionally, she noted the Town of Plattsburgh declared a negative SEQR determination.

SEQR Resolution #09-19-01

The following resolution was offered by K. Murray, seconded by K. Defayette, to wit:

Resolution No. 09-19-01

RESOLUTION ACCEPTING THE DETERMINATION BY THE TOWN OF PLATTSBURGH PLANNING BOARD TO ACT AS LEAD AGENCY FOR THE ENVIRONMENTAL REVIEW OF THE TRUSTWORTHY LLC PROJECT AND ACKNOWLEDGING RECEIPT OF THE NEGATIVE DECLARATION ISSUED WITH RESPECT THERETO.

WHEREAS, County of Clinton Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws 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 225 of the 1971 Laws of New York, as amended, constituting Section 895-f 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 manufacturing, commercial and industrial 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 and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, on May 27, 2019, Trustworthy LLC, a New York State limited liability company (the “Company”), presented an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) the acquisition of an interest in an approximately 3.8 acre parcel of land located at 8 Everleth Drive in the Town of Plattsburgh, Clinton County, New York (tax map number 206.4-4-8) (the “Land”), together with an approximately 48,500 square foot building located thereon (the “Existing Facility”), (2) the renovation of the Existing Facility and the construction of an approximately 2,320 square foot addition to the Existing Facility (the “Addition”) (the Addition and the Existing Facility hereinafter collectively referred to as the “Facility”) and (3) the acquisition and installation therein and thereon of related furniture, fixtures and equipment (collectively, the “Equipment”) (the Land, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to constitute a hotel and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real property transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on June 10, 2019 (the “Public Hearing Resolution”), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Executive Director of the Agency (A) caused notice of a public hearing of the Agency (the “Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed or hand delivered on July 3, 2019 to the chief executive officers of the county and of each city, town, village and school district in which the Project is or is to be located; (B) caused notice of the Public Hearing to be posted on July 3, 2019 on a bulletin board located at 151 Banker Road in the Town of Plattsburgh, Clinton County, New York, and on July 2, 2019 on the Agency’s website; (C) caused notice of the Public Hearing to be published on July 5, 2019 in the Press Republican, a newspaper of general circulation available to the residents of the Town of Plattsburgh, Clinton County, New York; (D) conducted the Public Hearing on July 15, 2019 at 5:30 o’clock p.m., local time located at 151 Banker Road in the Town of Plattsburgh, Clinton County, New York; and (E) prepared a report of the Public Hearing (the “Hearing Report”) fairly summarizing the views presented at such Public Hearing and caused copies of said Hearing Report to be made available 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 (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), the Agency has been informed that (A) the Town of Plattsburgh Planning Board (the “Planning Board”) was designated to act as the “lead agency” with

respect to the Project and (B) on June 18, 2019 the Planning Board determined that that the Project is a “unlisted action” which will not have a “significant effect on the environment” and, therefore, that an “environmental impact statement” is not required to be prepared with respect to the Project and issued a negative declaration with respect thereto (the “Negative Declaration”); and

WHEREAS, at the time that the Planning Board determined itself to be the “lead agency” with respect to the Project, it was not known that the Agency was an “involved agency” with respect to the Project, and, now that the Agency has become an “involved agency” with respect to the Project, the Agency desires to concur in the designation of the Planning Board as “lead agency” with respect to the Project, to acknowledge receipt of a copy of the Negative Declaration and to indicate that the Agency has no information to suggest that the Planning Board was incorrect in determining that the Project will not have a “significant effect on the environment” pursuant to SEQRA;

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

Section 1. (A) The Agency has received copies of, and has reviewed, the Application, an environmental assessment form prepared by the Company and the Negative Declaration (collectively, the “Reviewed Documents”) and, based upon said Reviewed Documents and the representations made by the Company to the Agency at this meeting, the Agency hereby ratifies and concurs in the designation of the Planning Board as “lead agency” with respect to the Project (as such quoted term is defined in SEQRA).

(B) The Agency hereby determines that the Agency has no information to suggest that the Planning Board was incorrect in determining that the Project will not have a “significant effect on the environment” pursuant to SEQRA (as such quoted phrase is used in SEQRA).

Section 2. 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:

Trent Trahan	VOTING	<u>YES</u>
David Hoover	EXCUSED	<u>EXCUSED</u>
Michael E. Zurlo	VOTING	<u>EXCUSED</u>
Kim Murray	VOTING	<u>YES</u>
Keith Defayette	VOTING	<u>YES</u>
Mark Leta	VOTING	<u>YES</u>
John VanNatten	VOTING	<u>ABSTAIN</u>

The foregoing Resolution was thereupon declared duly adopted.

Approving Resolution #09-19-02

The following resolution was offered by K. Murray, seconded by K. Defayette to wit:

K. Defayette inquired of R. McFarlin to provide a brief synopsis of the Trustworthy, LLC Project and how it qualifies for funding.

R. McFarlin reported this project is for the Days Inn on Route 3. The owners want to make investments to renovate and make a small expansion to the property, and they have attested that they can't manage the finances without the IDA's assistance. The existing property will remain taxed at full value, they are seeking a PILOT for the improvements and expanded portion of the property. She noted all of the taxes that the jurisdictions are receiving, they will continue to receive. They will pay additional taxes under the PILOT for the renovations and expansion but at a Tier II. Then in 10 years, they will be assessed on the full value of the property.

Resolution No. 09-19-02

RESOLUTION AUTHORIZING EXECUTION OF DOCUMENTS IN CONNECTION WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR TRUSTWORTHY LLC (THE "COMPANY").

WHEREAS, County of Clinton Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws 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 225 of the 1971 Laws of New York, as amended, constituting Section 895-f 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 manufacturing, commercial and industrial 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 and install one or more "projects" (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, on May 27, 2019, Trustworthy LLC, a New York State limited liability company (the "Company"), presented an application (the "Application") to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the "Project") for the benefit of the Company, said Project consisting of the following: (A) the acquisition of an interest in an approximately 3.8 acre parcel of land located at 8 Everleth Drive in the Town of Plattsburgh, Clinton County, New York (tax map number 206.4-4-8) (the "Land"), together with an approximately 48,500 square foot building located thereon (the "Existing Facility"), (2) the renovation of the Existing Facility and the construction of an approximately 2,320 square foot addition to the Existing Facility (the "Addition") (the Addition and the Existing Facility hereinafter collectively referred to as the "Facility") and (3) the acquisition and installation therein and thereon of related furniture, fixtures and equipment (collectively, the "Equipment") (the Land, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to constitute a hotel and other directly and indirectly related activities; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real property transfer taxes and mortgage recording taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on June 10, 2019 (the "Public

Hearing Resolution”), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Executive Director of the Agency (A) caused notice of a public hearing of the Agency (the “Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed or hand delivered on July 3, 2019 to the chief executive officers of the county and of each city, town, village and school district in which the Project is or is to be located; (B) caused notice of the Public Hearing to be posted on July 3, 2019 on a bulletin board located at 151 Banker Road in the Town of Plattsburgh, Clinton County, New York, and on July 2, 2019 on the Agency’s website; (C) caused notice of the Public Hearing to be published on July 5, 2019 in the Press Republican, a newspaper of general circulation available to the residents of the Town of Plattsburgh, Clinton County, New York; (D) conducted the Public Hearing on July 15, 2019 at 5:30 o’clock p.m., local time located at 151 Banker Road in the Town of Plattsburgh, Clinton County, New York; and (E) prepared a report of the Public Hearing (the “Hearing Report”) fairly summarizing the views presented at such Public Hearing and caused copies of said Hearing Report to be made available 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 (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), by resolution adopted by the members of the Agency on September 9, 2019 (the “SEQR Resolution”), the Agency (A) concurred in the determination that the Town of Plattsburgh Planning Board (the “Planning Board”) is the “lead agency” with respect to SEQRA and (B) indicated that the Agency had no information to suggest that the Planning Board was incorrect in issuing a negative declaration on June 18, 2019 (the “Negative Declaration”) determining that the Project will not have a “significant effect on the environment” pursuant to SEQRA; and

WHEREAS, the Agency has given due consideration to the Application, and to representations by the Company that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Company to undertake the Project in Clinton County, New York and (B) the completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York; and

WHEREAS, the Agency desires to encourage the Company to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of Clinton County, New York by undertaking the Project in Clinton County, New York; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the “Agency Documents”): (A) a certain lease to agency (the “Lease to Agency” or the “Underlying Lease”) by and between the Company, as landlord, and the Agency, as tenant, pursuant to which the Company will lease to the Agency a portion of the Land and all improvements now or hereafter located on said portion of the Land (collectively, the “Leased Premises”); (B) a certain license agreement (the “License to Agency” or the “License Agreement”) by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company will grant to the Agency (1) a license to enter upon the balance of the Land (the “Licensed Premises”) for the purpose of undertaking and completing the Project and (2) in the event of an occurrence of an Event of Default by the Company, an additional license to enter upon the Licensed Premises for the purpose of pursuing its

remedies under the Lease Agreement (as hereinafter defined); (C) a lease agreement (and a memorandum thereof) (the "Lease Agreement") by and between the Agency and the Company, pursuant to which, among other things, the Company agrees to undertake the Project as agent of the Agency and the Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (D) a payment in lieu of tax agreement (the "Payment in Lieu of Tax Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; (E) a uniform project benefits agreement (the "Uniform Project Benefits Agreement") by and between the Agency and the Company regarding the granting of the financial assistance and the potential recapture of such assistance; (F) a certain recapture agreement (the "Section 875 GML Recapture Agreement") by and between the Company and the Agency, required by the Act, regarding the recovery or recapture of certain sales and use taxes; (G) a sales tax exemption letter (the "Sales Tax Exemption Letter") to ensure the granting of the sales tax exemption which forms a part of the Financial Assistance; (H) a New York State Department of Taxation and Finance form entitled "IDA Appointment of Project Operator or Agency for Sales Tax Purposes" (the form required to be filed pursuant to Section 874(9) of the Act) (the "Thirty-Day Sales Tax Report") and any additional report to the Commissioner of the State Department of Taxation and Finance concerning the amount of sales tax exemption benefit for the Project (the "Additional Thirty-Day Project Report"); (I) if the Company intends to finance the Project with borrowed money, a mortgage and any other security documents and related documents (collectively, the "Mortgage") from the Agency and the Company to the Company's lender with respect to the Project ("the "Lender"), which Mortgage will grant a lien on and security interest in the Project Facility to secure a loan from the Lender to the Company with respect to the Project (the "Loan"); and (J) various certificates relating to the Project (the "Closing Documents");

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

Section 1. All action taken by the Executive Director of the Agency with respect to the Public Hearing with respect to the Project is hereby ratified and confirmed.

Section 2. The law firm of Hodgson Russ LLP is hereby appointed Agency Counsel to the Agency with respect to all matters in connection with the Project. Agency Counsel for the Agency is hereby authorized, at the expense of the Company, to work with the Company, counsel to the Company, counsel to the Agency and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution. Agency Counsel has prepared and submitted an initial draft of the Agency Documents to staff of the Agency.

Section 3. The Agency hereby finds and determines that:

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

(B) The Project constitutes a "project," as such term is defined in the Act;

(C) The Project site is located entirely within the boundaries of Clinton County, New York;

(D) It is estimated at the present time that the costs of the planning, development, acquisition, construction, reconstruction and installation of the Project Facility (collectively, the "Project Costs") will be approximately \$8,600,000;

(E) The completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York;

(F) The Project is likely to attract a significant number of visitors from outside the North Country Economic Development Region, and therefore meets the definition of a “tourism destination” project within the meaning of Section 862(2)(a) of the Act. Accordingly, although facilities or projects that are primarily used in making retail sales of goods or services to customers who personally visit such facilities may constitute more than one-third of the costs of the Project, the Agency is authorized to provide financial assistance in respect of the Project pursuant to Section 862(2)(a) of the Act;

(G) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of Clinton County, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;

(H) The Agency has reviewed the Public Hearing Report and has fully considered all comments contained therein;

(I) The Project should receive the Financial Assistance in the form of exemptions based on the description of expected public benefits to occur as a result of this Project, as described on Exhibit A attached hereto and failure by the Company to meet the expected public benefits will result in a recapture event, as described on Exhibit B attached hereto; and

(J) It is desirable and in the public interest for the Agency to enter into the Agency Documents.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (A) accept the License Agreement; (B) lease the Project Facility to the Company pursuant to the Lease Agreement; (C) acquire, construct and install the Project Facility, or cause the Project Facility to be acquired, installed and constructed; (D) enter into the Payment in Lieu of Tax Agreement; (E) enter into the Uniform Project Benefits Agreement; (F) enter into the Section 875 GML Recapture Agreement; (G) secure the Loan by entering into the Mortgage; and (H) grant the Financial Assistance with respect to the Project.

Section 5. The Agency is hereby authorized (A) to acquire a license in the Licensed Premises pursuant to the License Agreement, (B) to acquire a leasehold interest in the Leased Premises pursuant to the Underlying Lease, (C) to acquire title to the Equipment pursuant to a bill of sale (the “Bill of Sale to Agency”) from the Company to the Agency, and (D) to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisitions are hereby approved, ratified and confirmed.

Section 6. The Agency is hereby authorized to acquire, construct and install the Project Facility as described in the Lease Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition, construction and installation are hereby ratified, confirmed and approved.

Section 7. The Chairperson (or Vice Chairperson) of the Agency, with the assistance of Agency Counsel and/or Special Counsel, is authorized to negotiate and approve the form and substance of

the Agency Documents.

Section 8. (A) The Chairperson (or Vice Chairperson) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agency Documents, 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, all in the forms thereof as the Chairperson (or Vice Chairperson) shall approve, the execution thereof by the Chairperson (or Vice Chairperson) to constitute conclusive evidence of such approval.

(B) The Chairperson (or Vice Chairperson) of the Agency is hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 9. 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 or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional 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 Resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 10. 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:

Trent Trahan	VOTING	<u>YES</u>
David Hoover	EXCUSED	<u>EXCUSED</u>
Michael E. Zurlo	VOTING	<u>EXCUSED</u>
Kim Murray	VOTING	<u>YES</u>
Keith Defayette	VOTING	<u>YES</u>
Mark Leta	VOTING	<u>YES</u>
John VanNatten	VOTING	<u>ABSTAIN</u>

The foregoing Resolution was thereupon declared duly adopted.

EXHIBIT A

DESCRIPTION OF THE EXPECTED PUBLIC BENEFITS

In the discussions had between the Project Beneficiary and the Agency with respect to the Project Beneficiary's request for Financial Assistance from the Agency with respect to the Project, the Project Beneficiary has represented to the Agency that the Project is expected to provide the following benefits to the Agency and/or to the residents of Clinton County, New York (the "Public Benefits"):

Description of Benefit		Applicable to Project (indicate Yes or NO)		Expected Benefit
1.	Retention of existing jobs	<input type="checkbox"/> Yes	<input type="checkbox"/> No	14 full time equivalent existing jobs at the Project Facility.
2.	Creation of new permanent jobs	<input type="checkbox"/> Yes	<input type="checkbox"/> No	8 full time equivalent new jobs at the Project Facility within 2 years of the date hereof.
3.	Creation of construction employment for local labor (i.e., labor resident in the area comprised of the North Country Economic Development Region)	<input type="checkbox"/> Yes	<input type="checkbox"/> No	Average of 40 full time equivalent construction jobs at the Project Facility for local labor during an estimated construction period of 7 months, commencing within 3 months of the date hereof.
4.	Private sector investment	<input type="checkbox"/> Yes	<input type="checkbox"/> No	\$6,376,471 at the Project Facility within 2 years of the date hereof.
5.	Attract customers from outside the Economic Development Region	<input type="checkbox"/> Yes	<input type="checkbox"/> No	Quantify by (% or number of customers, or % or amount of sales): 50% within 2 years of the date hereof.

EXHIBIT B

DESCRIPTION OF THE RECAPTURE EVENTS

In connection with the Project and the granting of the Financial Assistance, the Agency and the Project Beneficiary agree that the following shall constitute recapture events with respect to the Project and the granting of the Financial Assistance:

1.	Failure of the Project Beneficiary to document to the satisfaction of the Agency the commencement of the acquisition, construction, reconstruction, renovation, and/or installation of the Project Facility within 6 months of the date hereof.
2.	Failure of the Project Beneficiary to document to the satisfaction of the Agency the completion of the acquisition, construction, reconstruction, renovation, and/or installation of the Project Facility within 2 years of the date hereof.
3.	Failure by the Project Beneficiary to document to the satisfaction of the Agency the creation of at least [80%] of the average full time equivalent local labor construction jobs at the Project Facility listed on Exhibit A attached hereto during the construction period described on Exhibit A attached hereto.
4.	Failure by the Project Beneficiary to document to the satisfaction of the Agency the creation of at least [80%] of the full time equivalent new jobs at the Project Facility listed on Exhibit A attached hereto within 2 years of the date hereof.
5.	Failure by the Project Beneficiary to document to the satisfaction of the Agency that at least [80%] of the private sector investment described on Exhibit A attached hereto

	occurred with respect to the Project Facility within 2 years of the date hereof.
6.	Failure by the Project Beneficiary to document to the satisfaction of the Agency that the Project resulted in the attraction of at least [50%] of the % or number of customers (or the % or amount of sales) from outside the Economic Development Region as described on Exhibit A attached hereto within 2 years of the date hereof.
7.	Failure by the Project Beneficiary to document to the satisfaction of the Agency that the Project provided the other Public Benefits described on Exhibit A attached hereto within the time frames assigned to such benefits.
8.	Liquidation of substantially all of the Project Beneficiary's operating assets at the Project Facility and/or cessation of substantially all of the Project Beneficiary's operations at the Project Facility.
9.	Relocation of all or substantially all of Project Beneficiary's operations at the Project Facility to another site, or the sale, lease or other disposition of all or substantially all of the Project Facility.
10.	Failure by the Project Beneficiary to comply with the annual reporting requirements or to provide the Agency with requested information.
11.	Sublease or assignment of all or part of the Project Facility in violation of any Project Facility Agreement.
12.	A change in the use of the Project Facility, other than as described on Exhibit A and other directly and indirectly related uses, in violation of any Project Facility Agreement.

Delaware River Solar – NY Plattsburgh I, LLC

Public Hearing Resolution #09-19-03

The following resolution was offered by J. VanNatten, seconded by M. Leta, to wit:

Resolution No. 09-19-03

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OF COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY TO HOLD A PUBLIC HEARING REGARDING A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF NY PLATTSBURGH I, LLC.

WHEREAS, County of Clinton Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws 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 225 of the 1971 Laws of New York, as amended, constituting Section 895-f 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 manufacturing,

warehousing, research, commercial and industrial 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, NY Plattsburgh I, LLC, a New York State limited liability company (the “Company”), has presented an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in an approximately 24 acre portion of an approximately 182 acre parcel of land located on 6106 Route 22 (currently being a portion of tax map no. 193.-2-6) and 6195 Route 22 (currently being a portion of tax map no. 193.-1-14.1) in the Town of Plattsburgh, Clinton County, New York (collectively, the “Land”), (2) the construction on the Land of an up to 5 MWAC solar photovoltaic facility to include an interconnection line (collectively, the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Facility, and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to constitute a solar farm and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to Section 859-a of the Act, prior to the Agency providing any “financial assistance” (as defined in the Act) of more than \$100,000 to any project, the Agency, among other things, must hold a public hearing pursuant to Section 859-a of the Act with respect to said project; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 859-a of the Act with respect to the Project;

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

Section 1. The Agency hereby authorizes the Executive Director of the Agency, after consultation with the members of the Agency and Agency Counsel, (A) to establish the time, date and place for a public hearing of the Agency to hear all persons interested in the Project (the “Public Hearing”); (B) to cause the Public Hearing to be held in a city, town or village where the Project Facility is or is to be located, and to cause notice of such Public Hearing to be given to the public by publishing a notice or notices of such Public Hearing in a newspaper of general circulation available to the residents of the governmental units where the Project Facility is or is to be located, such notice or notices to comply with the requirements of Section 859-a of the Act; (C) to cause notice of the Public Hearing to be given to the chief executive officer of the county and of each city, town, village and school district in which the Project Facility is or is to be located to comply with the requirements of Section 859-a of the Act; (D) to conduct such Public Hearing; (E) to cause a report of the Public Hearing fairly summarizing the views presented at such Public Hearing (the “Report”) to be prepared; and (F) to cause a copy of the Report to

be made available to the members of the Agency.

Section 2. The Chairperson, Vice Chairperson and/or Executive Director of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 3. All action taken by the Executive Director of the Agency in connection with the Public Hearing with respect to the Project prior to the date of this Resolution is hereby ratified and confirmed.

Section 4. 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:

Trent Trahan	VOTING	<u>YES</u>
David Hoover	EXCUSED	<u>EXCUSED</u>
Michael E. Zurlo	VOTING	<u>EXCUSED</u>
Kim Murray	VOTING	<u>YES</u>
Keith Defayette	VOTING	<u>YES</u>
Mark Leta	VOTING	<u>YES</u>
John VanNatten	VOTING	<u>YES</u>

The foregoing Resolution was thereupon declared duly adopted.

Confirming SEQR Determination Resolution #09-19-04

The following resolution was offered by K. Defayette, seconded by J. Van Natten, to wit:

Resolution No. 09-19-04

RESOLUTION CONCURRING IN THE DETERMINATION BY THE TOWN OF PLATTSBURGH PLANNING BOARD, AS LEAD AGENCY FOR THE ENVIRONMENTAL REVIEW OF THE NY PLATTSBURGH I, LLC PROPOSED PROJECT.

WHEREAS, County of Clinton Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws 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 225 of the 1971 Laws of New York, as amended, constituting Section 895-f 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 manufacturing, warehousing, research, commercial and industrial 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, in August, 2019, NY Plattsburgh I, LLC, a New York State limited liability company (the “Company”), presented an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in an approximately 24 acre portion of an approximately 182 acre parcel of land located on 6106 Route 22 (currently being a portion of tax map no. 193.-2-6) and 6195 Route 22 (currently being a portion of tax map no. 193.-1-14.1) in the Town of Plattsburgh, Clinton County, New York (collectively, the “Land”), (2) the construction on the Land of an up to 5 MWAC solar photovoltaic facility to include an interconnection line (collectively, the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Facility, and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to constitute a solar farm and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real property transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by 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 (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), the Agency has been informed that (1) the Town of Plattsburgh Planning Board (the “Planning Board”) was designated to act as “lead agency” with respect to the Project, and (2) the Planning Board issued a Determination of Non Significance on July 16, 2019 (the “Negative Declaration”), attached hereto as Exhibit A, determining that the acquisition, construction and installation of the Project Facility will not have a “significant effect on the environment”; and

WHEREAS, the Agency is an “involved agency” with respect to the Project and the Agency now desires to concur in the determination by the Planning Board, as “lead agency” with respect to the Project, to acknowledge receipt of a copy of the Negative Declaration and to indicate whether the Agency has any information to suggest that the Planning Board was incorrect in determining that the Project will not have a “significant effect on the environment” pursuant to SEQRA and, therefore, that no environmental impact statement need be prepared with respect to the Project;

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

Section 1. The Agency has received copies of, and has reviewed, the Application, an environmental assessment form (the “EAF”) prepared by the Company and the Negative Declaration (collectively, the “Reviewed Documents”) and, based upon said Reviewed Documents, the Agency hereby ratifies and concurs in the designation of the Planning Board as “lead agency” with respect to the Project under SEQRA (as such quoted term is defined in SEQRA).

Section 2. The Agency hereby determines that the Agency has no information to suggest that the Planning Board was incorrect in determining that the Project will not have a “significant effect on the environment” pursuant to the SEQRA and, therefore, that environmental impact statement need not be

prepared with respect to the Project (as such quoted phrase is used in SEQRA).

Section 3. The members of the Agency are hereby directed to notify the Planning Board of the concurrence by the Agency that the Planning Board shall be the “lead agency” with respect to the Project, and to further indicate to the Planning Board that the Agency has no information to suggest that the Planning Board was incorrect in its determinations contained in the Negative Declaration.

Section 4. 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:

Trent Trahan	VOTING	<u>YES</u>
David Hoover	EXCUSED	<u>EXCUSED</u>
Michael E. Zurlo	VOTING	<u>EXCUSED</u>
Kim Murray	VOTING	<u>YES</u>
Keith Defayette	VOTING	<u>YES</u>
Mark Leta	VOTING	<u>YES</u>
John VanNatten	VOTING	<u>YES</u>

The foregoing Resolution was thereupon declared duly adopted.

EXHIBIT A

NEGATIVE DECLARATION

-SEE ATTACHED-

**TOWN OF PLATTSBURGH
PLANNING BOARD MEETING
JULY 16, 2019**

Resolution No. 19-49

Motioned by:

WHEREAS, the Town of Plattsburgh's Planning Board has before it a project known as the:

GIROUX SUBDIVISION 2019- Request for a 2 lot split/merge subdivision separating 2.14 acres of land from tax map parcel #193.2-2-6 and remaining lands to be merged with tax map parcel #193.1-14.1. Located on Route 22 with private water and private sewer; Zoned R2; Tax Map Parcel #193.1-14.1 & 193.2-2-6; Owner/Applicant: George Giroux & Marcel Giroux; Engineer: RMS SEQRA DETERMINATION and;

DELAWARE RIVER SOLAR SITE PLAN & SPECIAL USE PERMIT 2019- Request to develop a 28 acre community solar farm that will generate up to 5 megawatts of power. **SUBJECT TO TOWN OF PLATTSBURGH SOLAR LOCAL LAW.** Located on Route 22 with private water and private sewer; Zoned R2; Tax Map Parcel #193.1-14.1 & 193.-2-6; Owner/Applicant: Delaware River Solar; Engineer: RMS SEQRA DETERMINATION and;

WHEREAS, Part 617 of the Environmental Conservation Law - "State Environmental Quality Review Act", provides for the review of any "ACTION" to determine the effect of the action on the environment, along with any related administrative procedures for the implementation, authorization or approval of the action; and

WHEREAS, said Part 617 of the Environmental Conservation Law provides for an involved agency to review any action for the purpose of determining the effect of the action on the environment; and

WHEREAS, public comment opportunity was provided in consideration of this Project on July 16, 2019; and

WHEREAS, the Town's Planning Board received, considered, and placed on file the Site Plan/Subdivision applications, Project Summary, Solar Local Law, Maps, Plans, Storm Water Management Report, Decommissioning Plan; and

WHEREAS, the Town's Planning Board reviewed the information filed with the application for the Project, including but not limited to the EAF Part 1 and additional information provided to supplement and clarify the same; and

WHEREAS, the Town's Planning Board conducted a detailed and comprehensive environmental review of the Project to determine whether there was a significant impact which would require the preparation of a Draft Environmental Impact Statement (DEIS); now, therefore be it

RESOLVED, that the Town's Planning Board does hereby determine that the Giroux Subdivision 2019 (DRS) & Delaware River Solar Site Plan & Special Use Permit 2019 does constitute a "TYPE I ACTION" in accordance with said Environmental Review procedures and a coordinated review has been conducted; and, be it further

RESOLVED, that the Town's Planning Board acting as the "Lead Agency" in a SEQRA Review does hereby receive and place on file the X Subdivision and/or X Site Plan applications, maps, plans, completed EAF and other related material submitted; and, be it further.

RESOLVED, that the Town Planning Board has reviewed the Planning & Community Development Department's recommendations and findings herein and does determine that:

- a) The overall scope of the Project development is less than the scope of the development permitted by the town's zoning regulations; and
- b) The Project Summary and Decommissioning Plan were reviewed by the Town Planning Board and found acceptable; and
- c) The proposed impervious area in the Project Plan is significant, but will be mitigated with stormwater controls in accordance with the Town's Zoning Ordinance and NYSDEC regulations; and
- d) The erosion and sedimentation from the development and water quality during such development will be properly controlled as proposed by the storm water management plan submitted and accepted by the Town Planning & Community Development Department, and it is further

RESOLVED, that the Project does not:

- a) involve a substantial adverse change in existing air quality, ground or surface water quality, traffic or noise levels, solid waste production, potential for erosion, flooding or drainage problems;
- b) involve the removal or destruction of large quantities of vegetation or the interference with plant or animal life or impacts on a significant habitat area; substantial adverse impacts on a threatened or endangered species of plant or animal, or the habitat area of such species, or other significant adverse impacts to natural resources,
- c) conflict with the Town's current plans or goals for the area where the project is located

- d) impair the character or quality of the neighborhood;
- e) represent a major change in the use of energy;
- f) create any hazards to human health;
- g) represent a substantial change in the use of the land;
- h) increase the number of people who would come to the site absent such development in an undesirable/unmanaged manner; or
- i) impair the environmental characteristics of the area; and, it is further

RESOLVED, that the Town Planning Board of the Town of Plattsburgh after review of the said X Subdivision and/or X Site Plan application, maps, plan, completed EAF, and related materials does hereby determine as "Lead Agency" for the SEQRA Review process that the "Project" will NOT have a significant effect on the environment. Therefore, the preparation of a DEIS is NOT required; and, be it further

RESOLVED, that the Town Planning Board does hereby declare that the Project and environmental review process considered for the development does adequately and sufficiently satisfy the requirements of the State Environmental Quality Review Act for the Project; and be it further

RESOLVED, that a copy of this resolution be forwarded to other involved agencies who may be reviewing the Project for their records and files, and be it further

RESOLVED, that the Planning Board of the Town of Plattsburgh does hereby authorize and direct the Chairman of the Planning Board to have prepared and to execute a "Notice of No Significant Environmental Impact" (NEGATIVE DECLARATION) for this "Project"; and, be it further

RESOLVED, that the "Notice of No Significant Environmental Impact" (NEGATIVE DECLARATION) shall be disseminated to those involved Agencies and Governmental Units as required by said Environmental Conservation and all related material shall be maintained on file at the Town Hall Offices of the Planning Board and available for Public Inspection.

Seconded By:

Discussion (Not Verbatim):

Yes No

Roll Call:

Anne Brandell
 Jeff Wagner
 Tim Palmer, Chairperson

Terry Besaw
Terry Senecal
Maureen Fatcher
Debbie Blake (Alt.)
James Sherman (Alt.)

Carried:

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

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

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

Reasons Supporting This Determination:

To complete this section:

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

Question 1. - Impact on Land - The project will be constructed on approximately 28 acres of land. The project has received site plan and special permit review under the Town's Solar Energy Local Law and is in compliance with those regulations. Additionally a storm-water management plan has been submitted in compliance with the local law along with visual renderings of the project.

Question 8. - Impact on Agricultural Resources- The project will be located on Agricultural lands that are located within the Clinton County Agricultural District. The impact has been determined minimal because the installation of solar arrays will not permanently alter the soil composition or location. Additionally the project has submitted a decommissioning plan and will submit a financial security with the Town for restoration of the site to original condition should the operator fail to do so upon end of life of the facility.

Question 12. - Impact on Critical Environmental Areas - The project will be constructed adjacent to a large productive wetland. The project site is completely separated from the wetland by railroad tracks and no portion of the facility will impact the adjacent wetlands.

Determination of Significance - Type I and Unlisted Actions

SEQR Status: Type I Unlisted

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

Upon review of the information recorded on this EAF, as noted, plus this additional support information
Stormwater Management Report, Visual Renderings, Decommissioning Plan, Zoning Ordinance Article 8.6 project narrative response, 239 M County Planning Board Referral, Meeting comments & discussions

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

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

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

There will, therefore, be no significant adverse impacts from the project as conditioned, and, therefore, this conditioned negative declaration is issued. A conditioned negative declaration may be used only for UNLISTED actions (see 6 NYCRR 617.d).

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

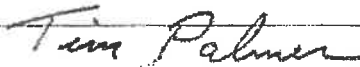
Name of Action: Delaware River Solar Site Plan & Special Use Permit (Local Law Review) 2019

Name of Lead Agency: Town of Plattsburgh Planning Board

Name of Responsible Officer in Lead Agency: Tim Palmer

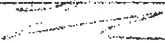
Title of Responsible Officer: Chairman

Signature of Responsible Officer in Lead Agency:



Date: 7-16-19

Signature of Preparer (if different from Responsible Officer)



Date: 7/17/2019

For Further Information:

Contact Person: Trevor Cole, AICP Sr. Planner

Address: 151 Banker Road Plattsburgh, NY 12901

Telephone Number: (518) 562 6850

E-mail: trevorc@townofplattsburgh.org

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

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

Other involved agencies (if any)

Applicant (if any)

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



**Department of
Environmental
Conservation**

ENB - Region 5 Notices 8/7/2019

Negative Declaration

Clinton County - The Town of Plattsburgh Planning Board, as lead agency, has determined that the proposed Delaware River Solar Site Plan and Special Use Permit 2019 will not have a significant adverse environmental impact. The action involves a request to develop a 28 acre community solar farm that will generate up to 5 megawatts of power. The project is located NYS Route 22 in the Town of Plattsburgh, New York.

Contact: Trevor Cole, Town of Plattsburgh, 151 Banker Road, Plattsburgh, NY 12901, Phone: (518) 562-6850, E-mail: Trevorc@townofplattsburgh.org.

Prime Plattsburgh, LLC

PILOT Deviation Update

R. McFarlin stated it is her understanding that the taxing jurisdictions have been discussing amongst themselves how to best accept or proceed forward with the Prime Plattsburgh, LLC PILOT deviation request. She has received notification that the taxing jurisdictions have not come to a level of comfort with what has been presented.

Additionally, she noted she did not have the minutes of the Prime Plattsburgh Companies, LLC public hearing but it will be available for the October meeting.

New Legislation Requiring the Livestreaming of IDA Meetings and Public Hearings

R. McFarlin stated in August 2019, Governor Andrew Cuomo signed into legislation that all IDA meetings and public hearings be livestreamed (with the caveat “to the extent practical”). She has been in touch with the Clinton County Information Technology Department and there is currently a camera available for such purposes, but the IDA will have to wait for guidance from the State in terms of storage and platform requirements. C. Canada stated the meetings will have to be stored for five years on the website.

At this point J. Kelley left the meeting.

Other Business as Required

R. McFarlin stated she understands that R. Chun spoke with Superintendent Dan Mannix, and that the Beekmantown Central School District might be interested in a Host Community Benefit Agreement so as not to have an impact on their tax cap. She stated she has heard from the school districts that the way PILOTS count against their tax cap doesn't make sense as they get hit on two ends when they put the levy together. She has been very concerned about this issue and has done research going back to 2011-2012 when the Governor introduced his tax cap legislation. She stated when jurisdictions calculate a tax levy, they subtract the PILOT payments received, then they subtract the PILOTs anticipated for the following year. R. McFarlin reported that the State Comptroller's explanation is that if you allow the full assessed value of the property that is currently under a PILOT to be counted in the full tax base growth factor to calculate the levy that the school districts can issue, the property paying PILOTs as opposed to their share of the taxes under that total property value, the full taxes on the assessed value would then be spread out amongst the rest of the tax paying constituency.

G. Cregg stated the problem with (as he understands) with PILOTs is if you build a new building, the tax cap can increase up to 2 percent and increases by the amount of the taxes on the new construction. He continued to note the school districts would receive approximately 55-65 percent of the tax levy, the County would receive 30-35 percent and the town would receive 5-10 percent. He reported the biggest stake holder in this discussion is the school district, and the good news is the tax cap only applies to PILOT dollars and tax dollars, and it doesn't apply to other revenue. Additionally, he continued to state that a Host Community Benefit Agreement might be a way for a school district or other taxing entity to receive more benefit for their dollar.

R. McFarlin stated if the projects are interested in discussing the Host Community Benefit Agreement with the taxing jurisdictions, the IDA may see more in the future.

M. Zurlo returned to the meeting.

Appointment of Chair Pro-tem

T. Trahan appointed J. VanNatten as Chair Pro-Tem to preside over the election of officers.

Election of Officers:

On a motion by J. VanNatten, and seconded by K. Murray, the nomination was made for the following Agency members to be elected officers of the County of Clinton Industrial Development Agency for the year 2019-2020:

- Trent Trahan – Chairperson
- David Hoover – Vice Chairperson
- Michael Zurlo – Secretary
- Kim Murray – Assistant Secretary
- Keith Defayette – Treasurer

The nominations were unanimously approved.

On a motion by J. VanNatten, and seconded by K. Defayette, the nomination was made for the following to be appointed staff of the County of Clinton Industrial Development Agency for the year 2019-2020:

- Renee McFarlin – Executive Director
- George W. Cregg, Jr. Esq. – Agency Counsel
- Christopher C. Canada, Esq. – Agency Counsel

The nominations were unanimously approved.

The nominated slate of officers and staff were duly elected.

J. VanNatten turned the meeting over to Chairperson T. Trahan.

Committee Appointments:

On motion by T. Trahan, and seconded by K. Murray, the following appointed Agency members will be reappointed to the committees of the County of Clinton Industrial Development Agency for the year 2019-2020:

- Audit Committee:
 - Keith Defayette - Chairperson
 - Mark Leta – Vice Chairperson
 - Trent Trahan - Member
 - Dave Hoover- Member
 - John VanNatten – Member

- Finance Committee:
 - Keith Defayette - Chairperson
 - Kim Murray – Vice Chairperson
 - Trent Trahan - Member

- Governance Committee:
 - Mike Zurlo – Chairperson
 - John VanNatten, Vice-Chairperson
 - Dave Hoover, Member

The nominations were unanimously approved.

New Business

Payment of Annual Membership Dues of \$207

R. McFarlin reported the Agency received a bill from the North Country Chamber of Commerce for the annual membership dues in the amount of \$207. The consensus of the members was to authorize payment of the annual dues, but they declined

to make a voluntary contribution for an economic development sponsorship. On a motion by M. Zurlo, and seconded by J. VanNatten, it was unanimously approved to pay the invoice at the base rate as discussed.

Other Business as Required

Management Team Reports

Project Status Updates

R. McFarlin stated the project monitoring lists are currently be updated to address potential deficiencies and possibly make some changes to the format. She noted there are three projects that are slated to terminate this year.

Executive Director's Report

R. McFarlin stated she received a FOIL request from Kevin Farrington of AES and discussed with the Board the response documents provided. She noted that some documents requested may be excepted under FOIL and IDA policy, so she is reviewing same and will provide them to Mr. Farrington in the time frame dictated by regulations and IDA policy.

R. McFarlin reported the ABO is reviewing the IDA's policies and compliance with State Regulations. She has provided responses to their requests.

R. McFarlin noted the bookkeeping contract with Jay Correl is expected to be executed soon, with a mid-October start date.

R. McFarlin stated the budget will be presented to the Board next month.

There being no further business to discuss, on a motion by M. Zurlo, and seconded by M. Leta, the meeting adjourned at 12:55 p.m.



Trent Trahan

David Hoover



Keith Defayette

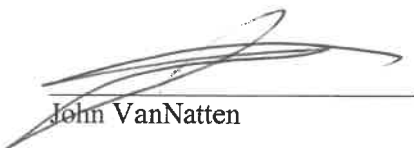


Michael Zurlo

Kim Murray



Mark Leta



John VanNatten



Renee McFarlin



Rt 22 Project, Plattsburgh PILOT/HCBA Presentation

AUGUST 27, 2019

Delaware River Solar (“DRS”) is a solar developer that builds, owns and operates solar projects solar projects in Upstate New York.

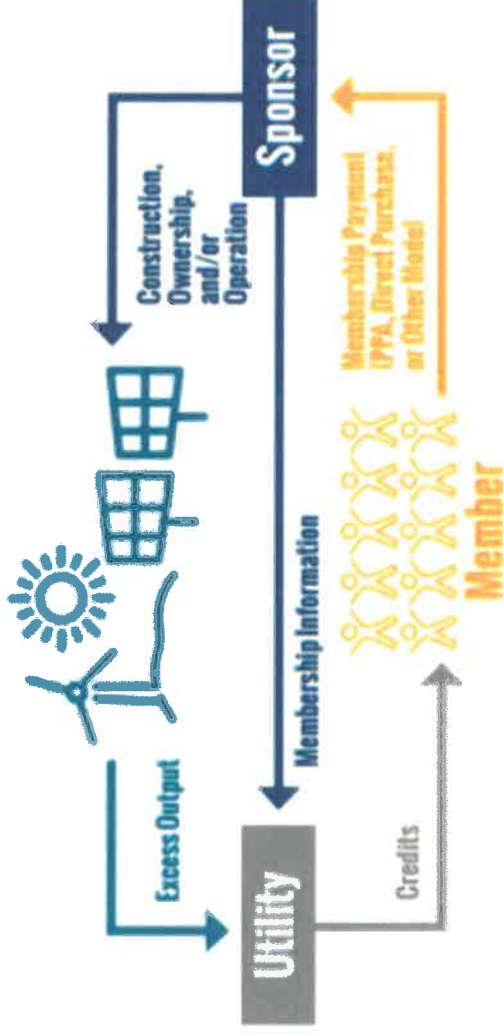
Since the inception of New York State’s community solar program in 2015, DRS has been developing projects throughout the New York State Electric & Gas (“NYSEG”) and Rochester Gas & Electric (“RGE”) service territories.

As part of the development process, DRS has sought to enter into PILOT or Host Community Benefit arrangements with local municipalities in order to gain greater certainty around the cost to operate solar projects over their expected life.

Since DRS began operating, the compensation system through which solar projects generate revenue has fundamentally changed. The result has been that DRS has seen a significant decrease in the expected value of a large subset of projects under development.

- DRS and its affiliate NY Plattsburgh I, LLC (“Project Owner”) plan to develop, install and operate a solar photovoltaic facility (“Solar Facility”), including a 15 kilovolt (kV) interconnection line (“Interconnection Line”) to interconnect the Solar Facility to the New York State Gas & Electric (“Utility”) electrical grid.
- The proposed Solar Facility and Interconnection Line are referred to collectively as the “Project”.
- The proposed site for the Solar Facility (“Project Site”) will be on approximately 24 acres of 10 undeveloped land located east of Route 22, approximately 1/2 mile north of the intersection of 11 Route 374 and Route 22, within the jurisdiction of the Town of Plattsburgh (“Town”).
- The Solar Facility will have a total generation capacity of, pursuant to Community Solar Guidelines, of not more than 5 MW AC. The final generation capacity will be determined based on final system design as approved by DRS and the Utility.
- Energy generated from the Solar Facility will be distributed to the Utility for daily use by the Utility’s customers and directly benefit customers enrolled in the Project Owner’s “Community Solar Program”. The objective of the “Community Solar Program” is to offer electricity at a 20 discount to Utility rates.
- The Project Owner will afford residences and businesses in the Town the opportunity to enroll in the Community Solar Program prior to opening enrollment to additional locations.

New York Community Solar Program



30

- The CDG program of New York State works in the following way:
 - Qualified residents and businesses in the same utility service territory (“customers”) can subscribe to a percentage of the solar facility
 - The customer then receives a monetary credit¹ on their utility bill equal to the kWh generated by the solar facility
 - The customer pays the solar facility owner for this credit, which is a discount (typically 10%) from the respective utility rates
- Community Solar facilities have several requirements that must be satisfied to qualify for the CDG program
 - Maximum size of 5MW_{ac}
 - Projects must have a minimum of 10 customers
 - Each customer must be allocated at least 1,000 kWh
 - Anchor customers, which have a demand-based load of more than 25 kW, can subscribe to no more than 40% of a solar facility’s generated output

1: Some facilities grandfathered in at the beginning of the program receive volumetric credits (i.e. a kWh reduction credit)

- **Solar Energy Compensation: From Net Metering to VDER**

Prior to 2017, the program in New York that provided for solar arrays to generate revenue by selling energy to customers was known as Net Metering (“NEM”). Under NEM, a solar array supplied energy into the grid and was given “kWh credits” by the utility. These credits were then sold to customers at a \$-per-kWh rate. Each kWh credit a customer purchased reduced the number of kWh’s that they were charged for on their utility bill by one.

During 2017, a new program known as “VDER” was introduced that replaced NEM. Under the new VDER program, when a solar array supplies energy into the grid it is no longer given kWh credits. In place of providing kWh credits, the utility uses a formula to calculate a dollar-valued credit given to the array. Customers purchase these credits at a discount to their face value and then use them to reduce their utility bill dollar for dollar.

- The value of the VDER credit is determined by a formula that adds together multiple “values” into a “value stack”. This “value stack” is the dollar value assigned to credits produced by the solar array.
- A full explanation of the “value stack” methodology would take its own presentation, but the “values” are meant to represent the benefits that are produced by the solar array.
- The “values” are meant to include the avoided cost of energy purchases by the utility, environmental benefits, and avoided investment cost for the utility. There has been much discussion and disagreement about how much these “values” are worth, and whether or not other identifiable “values” should be included.

Certainty is required in real property taxes in order for the projects to be profitable and financeable.

- **NY Real Property Tax Law (RPTL) §487** defines real property tax issues for solar facilities in NY
 - Provides a real property tax exemption on the value of any improvement on land from the installation of solar arrays (residential and commercial).
 - Provides a 15-year exemption on real property taxes for systems from the date of system completion.
 - Provides a “default in” statute. It applies to all taxing jurisdictions unless there is local opt out. It allows jurisdictions that offer the RPTL §487 exemption to negotiate PILOTs.
- **PILOTs (payment in-lieu of taxes) or HCBA (Host Community Benefit Agreements)** are sought when a taxing jurisdiction opts-out of the exemption, it means that the solar arrays are fully assessed for real property tax purposes.
 - Goal is to reduce the tax burden and tax rate uncertainty on the property and/or system owner, while preserving some of the forgone revenue that would have been paid in real property taxes.
 - Current unused land is not generating any significant tax revenue and a PILOT or HCBA would provide substantially more revenue to the Town, County and School District, as well as rent income to the landowner.
- **County Industrial Development Agencies (IDAs)**
 - Early in DRS’s development efforts the different taxing jurisdictions were not all in agreement on whether they wished to enter into a PILOT agreement, the PILOT amount, the allocation of the PILOT amount among the taxing jurisdiction and some had already opted-out of the RPTL §487 exemption (which meant such taxing jurisdiction would need to opt back in to the exemption to enter into any PILOT agreement).
 - DRS reaches out to the county IDAs to see if they would enter into PILOTs to streamline the process and get all jurisdictions on board.
 - In addition, DRS works with taxing jurisdictions to structure the payments (e.g., HCBA) in the most tax efficient manner.

DRS has successfully negotiated multiple real property tax agreements across several jurisdictions

Jurisdictions



Terms

Greater of $\$/MW_{ac}$ or 6% of gross electricity revenue
 Tranche 0/1 ("T0/1"): $\$10k/MW_{ac}$
 T2/3: $\$8/MW_{ac}$ & $\$6/MW_{ac}$



T0/1: $\$8k/MW_{ac}$ w/ 2% annual escalator

34



T0/1: $\$9.6k/MW_{ac}$; no annual escalator
 T2: $\$6k/MW_{ac}$; no annual escalator



T0/1: $\$8k/MW_{ac}$ w/ 2% escalator
 T2: $\$4.8k/MW_{ac}$ w/ 2% escalator



Town of Laurens

PILOT and HCBA⁽¹⁾ (only with Town): annual payment in an amount the greater of $\$7,500/MW_{ac}$ and 5% of gross revenue generated by the Project



HILTON
CENTRAL SCHOOL DISTRICT

PILOT: (only with SD): $\$3,000/MW_{ac}$ with 2% annual escalator



PILOT (with Town, County and SD): $\$4,000/MW_{ac}$ with 2% annual escalator

(1) Host community benefit agreement

Rt 22 - Project Economics

- With a \$4,800/MWac PILOT, the Rt 22 project produces a ~4.5% return

Project Return		4.69%			
Rt 22 - YR	CapEx	Revenue	Expenses w/ PILOT	Net Cash Flow	
0	(\$6,069,486)	\$0	\$0	(\$6,069,486)	
1	\$0	\$819,576	(\$100,539)	\$719,038	
2	\$0	\$736,403	(\$134,563)	\$601,839	
3	\$0	\$689,211	(\$135,921)	\$553,290	
4	\$0	\$484,873	(\$137,470)	\$347,402	
5	\$0	\$487,380	(\$139,263)	\$348,117	
6	\$0	\$491,240	(\$141,086)	\$350,154	
7	\$0	\$490,557	(\$142,938)	\$347,619	
8	\$0	\$498,825	(\$144,828)	\$353,997	
9	\$0	\$505,375	(\$146,736)	\$358,638	
10	\$0	\$510,347	(\$148,672)	\$361,676	
11	\$0	\$514,466	(\$150,627)	\$363,839	
12	\$0	\$517,465	(\$152,613)	\$364,853	
13	\$0	\$517,861	(\$154,627)	\$363,234	
14	\$0	\$523,806	(\$156,677)	\$367,129	
15	\$0	\$533,021	(\$158,747)	\$374,274	
16	\$0	\$537,911	(\$160,837)	\$377,073	
17	\$0	\$548,872	(\$162,954)	\$385,918	
18	\$0	\$556,121	(\$165,082)	\$391,039	
19	\$0	\$567,857	(\$167,229)	\$400,628	
20	\$0	\$578,221	(\$169,377)	\$408,845	
21	\$0	\$580,571	(\$171,533)	\$409,037	
22	\$0	\$583,004	(\$173,712)	\$409,292	
23	\$0	\$586,683	(\$175,911)	\$410,772	
24	\$0	\$589,807	(\$178,125)	\$411,682	
25	\$0	\$594,396	(\$180,354)	\$414,042	

35