

**Minutes of the
County of Clinton
Industrial Development Agency
December 9, 2024**

The meeting was called to order by Trent Trahan, Chairperson, at 12:07 p.m. at the County of Clinton Industrial Development Agency (CCIDA) office located at 137 Margaret Street, Suite 208, Plattsburgh, New York.

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

ABSENT: Joey Trombley, Member

STAFF PRESENT: Christopher Canada, Esq., Agency Counsel
Shannon Wagner, Esq., Agency Counsel
Molly Ryan, Executive Director
Toni Moffat, Executive Assistant
Dorothy Brunell, Administrative Assistant

OTHERS PRESENT: Jason Menghile, Vortex USA, Inc. (via teleconference)
Garry Douglas, North Country Chamber of Commerce
Mark Henry, Chairperson, Clinton County Legislature
Patty Waldron, Chairperson, Clinton County Economic Development Committee
Marie Agan, Local Representative, Bull Run Energy, LLC
Andrew Kosa, CPL Architecture, Engineering & Planning
Thomas Bock, CPL Architecture, Engineering & Planning
Maria Mazurek, CPL Architecture, Engineering & Planning
John-Francois Lafaille – Micro Bird, Inc. (via teleconference)
Eric Boule – Micro Bird, Inc. (via teleconference)

T. Trahan stated there was a quorum present.

Presentation: Micro Bird, Inc. – John-Francoise Lafaille and Eric Boule

M. Ryan introduced Eric Boule, the Chief Executive Officer of Micro Bird, Inc. E. Boule stated that John-Francoise Lafaille was also joining the meeting today and asked him to introduce himself. JF Lafaille stated that he is the Chief Financial Officer for Micro Bird, and has held that position for the past eight years. E. Boule explained that Micro Bird has purchased the Nova Bus facility, in a joint venture between Blue Bird Corporation and Girardin. Micro Bird is owned by the Blue Bird Corporation, which is based in the United States. Micro Bird's headquarters are located in Drummondville, Quebec. E. Boule stated that the purchase of the Nova Bus facility will allow Micro Bird to more than double its production capacity of small and midsize buses. Currently, 70% of Micro Bird's buses are exported to the United States. Micro Bird manufactures buses for schools, as well as commercial buses used for hotel shuttle services, airport shuttles, city transit buses, special needs buses, etc. E. Boule indicated that currently the United States market is primarily school buses and they anticipate significant growth potential in the commercial bus segment. Micro Bird expects to begin production at the Plattsburgh

facility the summer of 2025. E. Boule advised that they will create more than 350 full-time jobs over the next several years, and they have already begun interviewing skilled and experienced Nova Bus employees for these positions and they are working with Nova Bus to ensure a seamless transition. E. Boulet stated that over the next months, they will coordinate closely with Nova Bus as they ramp down production and Micro Bird ramps up. E. Boule advised that several months ago they met with the current Nova Bus workforce and gave them a presentation of Micro Bird projects. The response from the Nova Bus workforce has been very positive.

E. Boule stated the Project has received support from Empire State Development who provided nearly \$10 million in performance-based Excelsior Jobs Program tax credits and a \$2.5 million capital grant from the North Country Regional Economic Development Council. Micro Bird is requesting sales tax exemption, mortgage tax abatement and real property tax abatement (PILOT) from the CCIDA. M. Ryan stated the cost benefit being requested is a Category 3.

M. Zurlo asked E. Boule if the Project would go forward without the requested CCIDA benefits, and E. Boule advised that this Project represents a huge investment by Micro Bird and that CCIDA benefits are key to the Project.

Garry Douglas, the CEO and President of the North Country Chamber of Commerce, thanked Micro Bird for giving the current Nova Bus employees and the community a Merry Christmas. M. Ryan stated that this Project is a reflection of a very successful partnership between the North Country Chamber of Commerce, TDC, New York State, the CCIDA and Micro Bird. M. Ryan explained that the CCIDA is expediting the process and a Public Hearing is being scheduled for Monday, December 30th, and, if all goes well, the Approving Resolution will be voted on at the Monday, January 13, 2025 CCIDA Board Meeting.

Approval of the Minutes of the November 13, 2024

T. Trahan asked if there were any questions regarding the draft minutes of the November 13, 2024 meeting of the County of Clinton Industrial Development Agency (CCIDA). There were none.

On a motion by D. Hoover, and seconded by J. VanNatten, it was unanimously carried to approve the minutes of the November 13, 2024 CCIDA meeting as presented.

Public Comment

There was no public comment.

Reports

Treasurer's Report:

K. DeFayette reviewed the November 2024 Treasurer's Report. There were no questions or concerns.

On a motion by M. Zurlo, and seconded by D. Hoover, it was unanimously RESOLVED to approve the November 2024 Treasurer's Report as presented by K. Defayette.

Committee Reports

Audit Committee

K. DeFayette advised that the Audit Committee met and it is the Committee's recommendation that the Audit for 2024 be initiated.

On a motion by M. Leta, and seconded by J. VanNatten, it was unanimously carried to accept the Committee recommendation and approve to initiate the 2024 CCIDA audit.

Old Business

There was no old business to report.

New Business

Vortex USA, Inc. Project

The following resolution was offered by D. Hoover, seconded by J. VanNatten, to wit:

Resolution No. 12-24-01

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 VORTEX USA INC.

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, Vortex USA Inc., a corporation organized and existing under the laws of the State of Delaware (the "Company"), submitted 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 a leasehold interest in an approximately 6.35 acre parcel of land located at 31 Northern Avenue (Tax Map No.: 233.-5-25) in the Town of Plattsburgh, Clinton County, New York (the "Land")

together with an existing building located thereon (the "Existing Facility"), (2) the reconstruction and renovation of the Existing 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 Existing Facility, and the Equipment are hereinafter, collectively, referred to as the "Project Facility") all of the foregoing to be owned and operated by the Company, or an affiliate thereof, as an industrial, manufacturing and warehousing facility 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; (F) to cause a copy of the Report to be made available to the members of the Agency; and (G) to cause this resolution to be sent via certified mail, return receipt requested to the chief executive officer of the County and of each city, town, village and school district in which the Project Facility is to be located to comply with the requirements of Section 859-a of the Act.

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	YES
David Hoover	VOTING	YES
Michael E. Zurlo	VOTING	YES
Mark Leta	VOTING	YES
Keith Defayette	VOTING	YES
John VanNatten	VOTING	YES
Joey Trombley	VOTING	EXCUSED

The foregoing resolution was thereupon declared duly adopted.

Micro Bird, Inc. Project

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

Resolution No. 12-24-02

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 MICRO BIRD, INC.

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, Micro Bird, Inc., a Canadian corporation (the "Company"), submitted 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 a leasehold interest in three (3) parcels of land containing an aggregate of approximately 59.14 acres and located at 260 Banker Road and elsewhere on Banker Road (Tax Map Nos.: 205.-4-13; 205.-4-2; and 205.-2-5.2) in the Town of Plattsburgh, Clinton County, New York (the "Land") together with an existing manufacturing and warehouse facility (the "Existing Facility"), (2) the reconstruction and renovation of the Existing 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 Existing Facility, and the Equipment hereinafter, collectively, referred to as the "Project Facility") all of the foregoing to be owned and operated by the Company, or an affiliate thereof, as a manufacturing and warehousing facility for the manufacture and storage of shuttle buses 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; (F) to cause a copy of the Report to be made available to the members of the Agency; and (G) to cause this resolution to be sent via certified mail, return receipt requested to the chief executive officer of the County and of each city, town, village and school district in which the Project Facility is to be located to comply with the requirements of Section 859-a of the Act.

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	YES
David Hoover	VOTING	YES
Michael E. Zurlo	VOTING	YES
Mark Leta	VOTING	YES
Keith Defayette	VOTING	YES
John VanNatten	VOTING	YES
Joey Trombley	VOTING	EXCUSED

The foregoing resolution was thereupon declared duly adopted.

Great Chazy Solar, LLC Project

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

Resolution No. 12-24-03

RESOLUTION AUTHORIZING THE EXECUTION BY COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY OF A CERTAIN MODIFICATION AGREEMENT IN CONNECTION WITH THE GREAT CHAZY SOLAR, LLC PROJECT.

WHEREAS, County of Clinton Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of 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 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, renovating, 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, 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, pursuant to a closing on August 25, 2023 (the "Closing"), the Agency entered into a lease agreement dated as of August 1, 2023 (the "Lease Agreement") by and between the Agency and Great Chazy Solar, LLC (the "Company") in connection with a project (the "Project") consisting of the following: (A) (1) the acquisition of a leasehold interest in an approximately 35 acre portion of an approximately 56 acre parcel of land located on Mason Road (being a portion of Tax Map No. 49.-2-1.13 and 34.-1-38) in the Town of Champlain, Clinton County, New York (such portion being hereinafter referred to as the "Land"), (2) the construction on the Land of an approximate 5MW AC solar photovoltaic electricity generating facility comprised of solar modules, racking, inverters, a transformer, pads, a gravel access road, security fencing, wiring and other required improvements (collectively with the improvements, the

“Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery and equipment and other tangible personal property (collectively, the “Equipment”) all of the foregoing to constitute a solar energy generating facility to be owned and operated by the Company (the Land, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”); (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 sales and use taxes, real property transfer taxes, mortgage recording taxes and real estate taxes (collectively, the “Financial Assistance”); and (C) the lease of the Project Facility to the Company pursuant to Lease Agreement; and

WHEREAS, simultaneously with the execution and delivery of the Lease Agreement (the “Closing”), (A) the Company executed and delivered to the Agency a certain lease to agency dated as of August 1, 2023 (the “Lease to Agency”) by and between the Company, as landlord, and the Agency, as tenant, pursuant to which the Company leased 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) the Company and the Agency executed and delivered (1) a certain payment in lieu of tax agreement dated as of August 1, 2023 (the “Payment in Lieu of Tax Agreement”) by and between the Agency and the Company, pursuant to which the Company agreed to pay certain payments in lieu of taxes with respect to the Project Facility and (2) 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; (C) the Agency and the Company executed and delivered the uniform agency project agreement dated as of August 1, 2023 (the “Uniform Agency Project Agreement”) by and between the Agency and the Company relating to the terms of the granting by the Agency of the Financial Assistance to the Company; (D) the Agency filed with the assessor and mailed to the chief executive officer of each “affected tax jurisdiction” (within the meaning of such quoted term in Section 854(16) of the Act) a copy of a New York State Board of Real Property Services Form 412-a (the form required to be filed by the Agency in order for the Agency to obtain a real property tax exemption with respect to the Project Facility under Section 412-a of the Real Property Tax Law) (the “Real Property Tax Exemption Form”) relating to the Project Facility and the Payment in Lieu of Tax Agreement; (E) the Agency executed and delivered to the Company a sales tax exemption letter (the “Sales Tax Exemption Letter”) to ensure the granting of the sales tax exemption which formed a part of the Financial Assistance; and (F) the Agency filed with the New York State Department of Taxation and Finance the form entitled “IDA Appointment of Project Operator or Agent for Sales Tax Purposes” (the form required to be filed pursuant to Section 874(9) of the Act) (the “Thirty-Day Sales Tax Report”) (collectively, with the Lease Agreement and the “Basic Documents”); and

WHEREAS, subsequent to the Closing, as the Project is nearly complete, the Company was informed that the Project is slightly outside the original lease lines established by the Company and the landowner and between the Company and the Agency, therefore, pursuant to the request (the “Request”), attached hereto as Schedule A, the Company is requesting the Agency to modify the Basic Documents to revise the Exhibit “A” Land descriptions to correct the Land descriptions currently attached to the Basic Documents (the “Modification”); and

WHEREAS, in connection with the Modification, the Company has requested that the Agency enter into a certain modification agreement (the “Modification Agreement”), by and between the Company and the Agency, a corrected mortgage and any further documents to reflect the Modification (collectively, the “Modification Documents”); and

WHEREAS, pursuant to the Request, the Agency has been informed that the corrected land description does not vary significantly from the land description contained in the Basic Documents, therefore, the Modification is within the scope of the Project on which a public hearing was held and for which was the subject of the SEQRA (defined below) review; 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, being 6 NYCRR Part 617, as amended (the "Regulations" and collectively with the SEQR Act, "SEQRA"), it appears that the Modification constitutes a Type II action under SEQRA;

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

Section 1. Based upon an examination of the Modification, the Agency hereby determines that the actions to be taken by the Agency in compliance with the Modification constitute a "Type II action" pursuant to 6 NYCRR 617.5(23), and therefor that, pursuant to 6 NYCRR 617.6(a)(1)(i), the Agency has no further responsibilities under SEQRA with respect to the Modification.

Section 2. Pursuant to the Request, the Agency has determined that the Modification is within the scope of the Project on which a public hearing has been held and for which was the subject of the SEQRA determination.

Section 3. The Agency hereby consents to the Modification and subject to (A) approval of the form of the Modification Documents by Agency counsel and (B) receipt by the Agency of its administrative fee relating to the Modification and all fees and expenses incurred by the Agency with respect to the Modification, including the fees and expenses incurred by Agency counsel with respect thereto, the Agency hereby authorizes the execution by the Agency of the Modification Documents.

Section 4. Subject to the satisfaction of the conditions described in Section 3 hereof, the Chairperson (or Vice Chairperson) of the Agency is hereby authorized to execute and deliver the Modification Documents to the Company, 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 substantially the form thereof presented to this meeting, with such changes, variations, omissions and insertions as the Chairperson (or Vice Chairperson) shall approve, the execution thereof by the Chairperson (or Vice Chairperson) to constitute conclusive evidence of such approval.

Section 5. 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 Modification 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 Modification Documents binding upon the Agency.

Section 6. 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	YES
David Hoover	VOTING	YES
Michael E. Zurlo	VOTING	YES
Mark Leta	VOTING	YES
Keith Defayette	VOTING	YES
John VanNatten	VOTING	YES
Joey Trombley	VOTING	EXCUSED

The foregoing Resolution was thereupon declared duly adopted.

SCHEDULE A

REQUEST

- SEE ATTACHED -

COUCH WHITE^{LLP}

JOSHUA A. SABO, ESQ.

jsabo@coughwhite.com 518.320.3443 direct 518.426.0376 fax

December 2, 2024

Trent Tahan, Chairperson
County of Clinton Industrial Development Agency
137 Margaret Street, Suite 209
Plattsburgh, New York 12901

Re: Clinton County IDA – Great Chazy Solar, LLC

Dear Chair Tahan:

We are counsel to Great Chazy Solar and its upstream owners. The County of Clinton Industrial Development Agency (“CCIDA”) and Great Chazy Solar (“Company”) entered into a Lease/Leaseback agreement in August of 2023 relating to a leasehold interest in a portion of a certain parcel of land located on Mason Road in the Town of Champlain upon which a solar project would be constructed.

The solar project is nearly completely constructed. Unfortunately, the project, as-built, is slightly outside of the original lease lines established between the Company and the landowner and between the Company and CCIDA. The Company is seeking to amend the lease lines. The total area of the leased property is increasing from 34.21 to 37.22 acres.

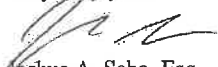
We are requesting CCIDA amend the Lease and Leaseback Agreements with the Company to include the enclosed metes and bounds description in place of the metes and bounds description used in 2023. The Company is also amending the leasehold mortgage to conform to the proposed metes and bounds description and the Company is requesting CCIDA execute the amended mortgage as well.

Please note that both the original lease area and the proposed amended lease area were the subject of the original SEQRA approvals for the solar project relied upon by CCIDA when it originally authorized the agreements with the Company and no additional SEQRA consideration is needed before responding to this request.

The Company is not seeking additional benefits from CCIDA and would not be entitled to additional benefits when these requests are approved. These requests, when granted, will have no impact on the Company’s existing PILOT obligations.

Please feel free to contact me with any questions or concerns about these requests.

Very truly yours,


Joshua A. Sabo, Esq.
Partner

Cc: Nadene Zeigler

ALBANY, NEW YORK CITY & SARATOGA SPRINGS, NY | HARTFORD, CT
540 Broadway | PO Box 22222 | Albany, NY 12201 | couchwhite.com



Ausfeld & Waldruff Land Surveyors LLP

323 Clinton Street, Schenectady, New York 12305
Phone: (518) 346-1595 Fax: (518) 770-1655
www.awslsp.com

LEGAL DESCRIPTION

Lease Area

ALL THAT TRACT OF PARCEL OF LAND, situate in the Town of Champlain, County of Clinton and State of New York, bounded and described as follows:

Commencing at a capped iron rod found located along the easterly line of Mason Road, said point being the intersection formed by said easterly line of Mason Road with the division line between the lands now or formerly of Elanor Reynolds Life Estate (Instr. 2012-249229) on the north and the lands now or formerly of Paul A. & Mary E. LaPierre (Instr. 2008-220820) on the south, said capped iron rod having a New York State Plane Coordinate (East Zone) of N: 2,233,881.06 and E: 773,589.26; thence from said point of commencement and through the aforesaid lands of Paul & Mary LaPierre, South 79°03'33" East, 581.38 feet to the point of beginning; thence from said point of beginning and through the aforesaid lands of LaPierre, the following fourteen courses: 1) North 87°56'54" East, 1541.08 feet to a point; 2) South 00°00'01" East, 232.68 feet to a point; 3) North 87°47'49" East, 460.28 feet to a point; 4) North 00°04'57" West, 231.45 feet to a point; 5) North 87°56'55" East, 591.11 feet to a point; 6) South 02°34'25" West, 698.21 feet to a point; 7) South 88°59'41" West, 2553.40 feet to a point; 8) North 00°32'13" West, 368.41 feet to a point; 9) South 41°41'55" East, 30.49 feet to a point; 10) North 87°55'44" East, 29.93 feet to a point; 11) North 00°32'13" West, 51.14 feet to a point; 12) along a curve to the right having a radius of 70.04 feet, an arc length of 33.21 and bearing a chord of North 54°23'27" West, 32.90 feet to a point; 13) North 41°38'12" West, 35.62 feet to a point and 14) North 00°32'08" West, 205.88 feet to the point or place of beginning.

Containing in all 37.22 acres being more or less

March 29, 2023

Vincent P. Ausfeld P.L.S

Z:\PROJECTS\2022\22-3284\Lease Area 37.22acres.doc

Preparation and Processing of 2024 PILOT Agreements Invoice

An invoice in the amount of \$4,000 from Clinton County for services related to the preparation and processing of 2024 PILOT agreements was presented to the Board for authorization of payment.

On a motion by D. Hoover, and seconded by M. Leta, it was unanimously carried to approve payment of the Clinton County invoice for services related to the preparation and processing of the 2024 PILOT agreements.

2025 Meeting Dates

The 2025 Meeting Dates of the CCIDA were reviewed.

On a motion by K. Defayette, and seconded by J. VanNatten, it was unanimously carried to approve the 2025 meeting dates as presented.

CPL – Clinton Community College Property Feasibility Study Kick-Off

M. Ryan introduced representatives from CPL and explained that CPL is the engineering and planning firm contracted to conduct the Clinton Community College property feasibility study. The CPL team includes Andrew Kosa, a Principal and civil engineer who has been with CPL since 2009. A. Kosa advised that prior to joining CPL, he worked in heavy highway engineering. At CPL he is involved in economic development, site design and land development throughout several counties in New York State. Also present from CPL were Thomas Bock, a civil engineer, who also specializes in site design, land development and economic development. Maria Mazurek, an architect, was also present from CPL. M. Mazurek will be working on the existing buildings portion of the study, including potential future uses, challenges, etc.

M. Ryan advised that she and the team would be touring the Clinton Community College property after the CCIDA meeting. A. Kosa advised that CPL is headquartered in Rochester, New York, and they have 24 offices throughout the eastern portion of the United States employing approximately 500 employees. A. Kosa explained he, Thomas and Maria represent only a portion of the team that will be working on the Clinton Community College property project. Other team members will focus on mechanical, electrical, plumbing and interiors. A. Kosa advised the steps involved in the process include information gathering and a review of drawings, environmental and utility information and they can then develop an existing conditions map. A. Kosa stated their final report will include a summary of their findings and recommendations for viable projects that the current population can support. A. Kosa advised that they will also identify grant and funding opportunities. A. Kosa advised that they wrote approximately 50 grants last year and they received grand funding from approximately 50 percent of those.

M. Ryan stated that although the CCIDA is paying for this study, the County owns the property and will therefore be making the final decisions regarding reuse of the property. However, the CCIDA and the County both share in the desire for this property to be redeveloped into something that will generate tax revenue for the County. M. Zurlo stated that this may involve several different projects and not just one. M. Leta advised that the property also has its own utilities, i.e., gas, electric and water, as well as backup generators.

M. Zurlo asked that the CPL team maintain an open dialog with the Board throughout the process. A. Kosa advised they would be happy to schedule standing meetings to provide updates and bounce ideas around. M. Ryan also indicated that it might be a good idea to consider some sort of open forum with the public to communicate potential ideas for the property once identified. A. Kosa advised that by mid-January they should have a project update available.

Clinton County Update

M. Zurlo advised all current projects are continuing to progress, including the sale of property at C-BIG for a housing project, and also Heart Aerospace. Additionally, the 2025 budget will be voted on at the December 11, 2024 Legislative session. M. Zurlo indicated the county tax levy will decrease for the fourth consecutive year, which is possible due to the continued strength in sales tax receipts.

Management Team Report

M. Ryan stated that in addition to the updates provided in her report, she anticipates that the two Catalyze Solar Farm Projects will close by year-end.

M. Ryan advised that the CCIDA and the County have been approached by New York State Electric and Gas (NYSEG) requesting letters of support for upgrading the electrical substation at Kent Falls. This is the power source for Schluter. The Public Service Commission is selecting a few sites around the state to enhance substations to 50 megawatts. The power currently available at Kent Falls will not be sufficient to satisfy Schluter's future expansion plans and power needs. M. Henry expressed his concern that the letter template provided appears to indicate that if the project is approved, it would be paid for upfront by the consumer. It was agreed that the CCIDA should submit a letter of support.

There being no further business to discuss, on a motion by M. Zurlo and seconded by D. Hoover, the meeting adjourned at 1:07 p.m.



Trent Frahan, Chairperson