

**Minutes of the
County of Clinton
Industrial Development Agency
February 10, 2025**

The meeting was called to order by Trent Trahan, Chairperson, at 12:09 p.m. at the Butcher Block Restaurant at 15 Booth Drive, Plattsburgh, New York.

MEMBERS PRESENT: Trent Trahan, Chairperson
David Hoover, Vice Chairperson
Mark Leta, Assistant Secretary
Michael Zurlo, Secretary
Joey Trombley, Member
John VanNatten, Member

MEMBERS ABSENT: Keith Defayette, Treasurer and Chief Financial Officer

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: Eli Schwartzberg, Vilas Home, LLC
Emily Schwartzberg, Vilas Home, LLC

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 13, 2024.

Presentation: None

Approval of the Minutes of the January 13, 2025 Meeting

T. Trahan asked if there were any questions regarding the draft minutes of the January 13, 2025 meeting of the County of Clinton Industrial Development Agency (CCIDA). There were none.

On a motion by J. VanNatten, and seconded by J. Trombley, it was unanimously carried to approve the minutes of the January 13, 2025 CCIDA meeting as presented.

Public Comment

There was no public comment.

Reports

Treasurer's Report:

M. Leta reviewed the January 2025 Treasurer's Report. There were no questions or concerns associated with the Treasurer's Report.

On a motion by M. Zurlo, and seconded by J. VanNatten, it was unanimously RESOLVED to approve the January 2025 Treasurer's Report as presented by M. Leta.

Old Business

There was no old business to report.

New Business

Vilas Home, LLC Sales Tax Exemption Extension

E. Schwartzberg explained that completion of the Project is taking longer than expected and the completion date for the Project is now August 2025. The current sales tax exemption expired on December 31, 2024 and E. Schwartzberg is requesting an extension of the sales tax exemption through December 31, 2025. C. Canada explained that this request is not for any additional financial benefits and is only a request for an extension of the current sales tax exemption. M. Zurlo asked E. Schwartzberg to provide an update on the Project. E. Schwartzberg stated the Project began in 2021. Phase I, which consists of 70 assisted living units, opened in April 2024. Phase II is currently underway and consists of renovating the historic Samuel F. Vilas building, as well as, an addition to that facility. The second and third floors of the historic building will be used for secured memory care and will consist of 54 rooms. The first floor will consist of common areas, as well as, an additional 10 assisted living units. E. Schwartzberg invited the CCIDA Board members to tour the Vilas Home facility and thanked the CCIDA for the support and benefits that have been provided.

The following resolution was offered by D. Hoover, seconded by M. Leta, to wit:

Resolution No. 02-25-02

RESOLUTION AUTHORIZING THE EXECUTION BY COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY OF A CERTAIN SECOND MODIFICATION AGREEMENT IN CONNECTION WITH THE VILAS HOME, LLC PROJECT.

WHEREAS, County of Clinton Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of 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 industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

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

WHEREAS, on August 27, 2021 (the “Closing”), the Agency granted certain financial assistance to Vilas Home, LLC (the “Company”), in connection with a project (the “Project”), said Project consisting of the following: (A)(1) the acquisition of an interest in an approximately 3.40 acre parcel of land located at 61 Beekman Street (Tax Map No. 207.18-6-38) in the City of Plattsburgh, Clinton County, New York (the “Land”), together with an existing 22,400 square foot building located thereon (the “Existing Facility”), (2) the reconstruction and renovation of the Existing Facility and the construction of a 60,000 square foot addition to the Existing Facility (the “Addition” and collectively with the Existing Facility, the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery 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 an adult home 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 property transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease of the Project Facility to the Company pursuant to the terms of an amended and restated lease agreement dated as of August 1, 2021 (the “Lease Agreement”) by and between the Company and the Agency; and

WHEREAS, simultaneously upon the execution and delivery of the Lease Agreement (the “Closing”), (A) the Company executed and delivered to the Agency (1) a certain amended and restated lease to agency dated as of August 1, 2021 (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”); (2) a certain amended and restated license agreement dated as of August 1, 2021 (the “License to Agency”) by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company granted to the Agency (a) a license entered upon the balance of the Land (the “Licensed Premises”) for the purpose of undertaking and completing the Project and (b) 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; and (3) a certain bill of sale dated as of August 1, 2021 (the “Bill of Sale to Agency”), which conveyed to the Agency all right, title and interest of the Company in the Equipment, (B) the Company and the Agency executed and delivered (1) a certain amended and restated payment in lieu of tax agreement dated as of August 1, 2021 (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, (2) a certain recapture agreement dated as of August 1, 2021 (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; and (3) a certain uniform agency project agreement dated as of August 1, 2021 (the “Uniform Agency Project Agreement”) related to the granted Financial Assistance by the Agency 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 “Original Sales Tax Exemption Letter”) to ensure the granting of the sales tax exemption which forms 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”) (together with the Lease Agreement, the above-enumerated documents being collectively referred to as the “Basic Documents”); and

WHEREAS, pursuant to the Lease Agreement, the Original Sales Tax Exemption Letter expired on December 31, 2022 (the “Completion Date”); and

WHEREAS, pursuant to the authorization contained in a resolution duly adopted by the members of the Agency on January 23, 2023 (the “First Modification Resolution”), the Agency, among other things, executed and delivered a revised sales tax exemption letter (the “First Amended Sales Tax Exemption Letter”) extending the Completion Date until December 31, 2024 (the “First Modification”); and

WHEREAS, the Company has made a supplemental request (the “2025 Request,” a copy of which is attached hereto as Exhibit A), which such 2025 Request (A) indicated that there have been additional delays in completing the Project and, therefore, (B) requested (1) that the Completion Date be further extended to December 31, 2025 and (2) to modify (if necessary) the terms of the Basic Documents in order to provide for the requested extension (collectively, the “Second Modification”); and

WHEREAS, the Agency has considered the 2025 Request and the reasons for the delay in completing the Project and now desires to authorize and approve the Second Modification; 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”), the Agency must satisfy the requirements contained in SEQRA prior to making a final determination whether to proceed with the approval of the Second Modification; and

WHEREAS, pursuant to SEQRA, the Agency has examined the Second Modification in order to make a determination as to whether the Second Modification is subject to SEQRA, and it appears that the Second 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 Second Modification, the Agency hereby determines that the Second Modification constitutes a “Type II action” pursuant to 6 NYCRR 617.5(c)(26), and therefor that, pursuant to 6 NYCRR 617.6(1)(i), the Agency has no further responsibilities under SEQRA with respect to the Second Modification.

Section 2. The Agency has reviewed the 2025 Request and, based upon the representations made to the Agency in the 2025 Request and/or at this meeting, the Agency hereby makes the following findings and determinations with respect to the Project:

(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 constituted a “project,” as such term is defined in the Act, and the consideration and approval by the Agency of the Modification constitutes a “project” under the Act;

(C) The Project does not differ from the Project approved by the Agency pursuant to the Approving Resolution (as defined in the Lease Agreement) and as described in the Basic Documents;

(D) As the Second Modification will not result in the Agency providing additional benefits in excess of \$100,000, there is no requirement for the Agency to hold a public hearing pursuant to Section 859-a of the Act with respect to the Second Modification;

(E) The approval of the Second Modification by the Agency 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; and

(F) It is desirable and in the public interest for the Agency to issue a revised sales tax exemption letter (the "Second Amended Sales Tax Exemption Letter") with an extended expiration date and, if necessary, execute and deliver various other related documents to complete the Second Modification (collectively, the "Second Modification Documents").

Section 3. The Agency hereby approves the Second Modification.

Section 4. In consequence of the foregoing, the Agency hereby consents to the Second Modification Documents and determines to execute and deliver the Second Modification Documents to the Company to reflect the extended Completion Date of December 31, 2025, subject to the following conditions: (A) the payment of the Agency's administrative fee, if any, as reviewed by the Chairperson, Vice Chairperson and/or Agency Counsel, (B) evidence satisfactory to the Agency and its staff that the Company is in compliance with the Agency's policies relating to the Project; (C) the payment of the fees and expenses of the Agency Counsel, (D) the execution and delivery of the Second Modification Documents by the Company, and (E) the following additional conditions: _____.

Section 5. Subject to the satisfaction of the conditions described in Section 4 hereof, the Chairperson, Vice Chairperson, and/or Executive Director of the Agency is hereby authorized to execute and deliver the Second 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, Vice Chairperson, and/or Executive Director shall approve, the execution thereof by the Chairperson, Vice Chairperson, and/or Executive Director to constitute conclusive evidence of such approval.

Section 6. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Second 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 Second Modification Documents binding upon the Agency.

Section 7. 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
Keith Defayette	VOTING	Excused
Mark Leta	VOTING	Yes
John VanNatten	VOTING	Yes
Joey Trombley	VOTING	Yes

The foregoing resolution was thereupon declared duly adopted.

[Remainder of page left blank intentionally]

EXHIBIT A
2025 REQUEST
- SEE ATTACHED -



2/4/2025

Re: Vilas Home LLC Sales Tax Exemption Extension

Dear Board Members,

On behalf of the Vilas Home LLC construction project, I am requesting that the sales tax exemption be extended since construction is not complete yet. I would request that the sales tax exemption go through the end of 2025 to give the project sufficient time to be fully complete.

Thank you for your consideration,

Eli Schwartzberg
Owner/Operator
Samuel F. Vilas Home

The Vilas Home – 61 Beekman St. Plattsburgh, NY 12901 – Tel. 518-563-4960 – Fax 518-563-5406

Northway Solar, LLC – Resolution Authorizing Modification of Basic Documents

M. Ryan advised that the Northway Solar, LLC Project, as-built, is slightly outside the lease lines originally established and the Project is seeking to amend the original lease lines. C. Canada stated the total area is increasing from 31.137 acres to 31.39 acres.

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

Resolution No. 02-25-03

RESOLUTION AUTHORIZING THE EXECUTION BY COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY OF A CERTAIN MODIFICATION AGREEMENT IN CONNECTION WITH THE NORTHWAY 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 October 22, 2022 (the “Closing”), the Agency entered into a lease agreement dated as of October 1, 2022 (the “Lease Agreement”) by and between the Agency and Northway 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 32 acre portion of an approximately 73.3 acre parcel of land located at 3832 County Route 22 (being a portion of Tax Map No. 257.-2-1.33) in the Town of Peru, Clinton County, New York (such portion being hereinafter referred to as the “Land”), (2) the construction on the Land of a 5MW AC solar photovoltaic electricity generating facility (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 October 1, 2022 (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 October 1, 2022 (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 October 1, 2022 (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, 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
Keith Defayette	VOTING	Excused
Mark Leta	VOTING	Yes
Joey Trombley	VOTING	Yes
John VanNatten	VOTING	Yes

The foregoing Resolution was thereupon declared duly adopted.

SCHEDULE A

REQUEST

- SEE ATTACHED -

COUCH WHITE^{LLP}

JOSHUA A. SABO, ESQ.

jsabo@couchwhite.com 518.320.3443 direct 518.426.0376 fax

February 3, 2025

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

Re: Clinton County IDA – Northway Solar, LLC

Dear Chair Tahan:

We are counsel to Northway Solar, LLC and its upstream owners. The County of Clinton Industrial Development Agency (“CCIDA”) and Northway Solar, LLC (“Company”) entered into a Lease/Leaseback agreement in October of 2022 relating to a leasehold interest in a portion of a certain parcel of land located at 3832 County Route 22 in the Town of Peru 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 31.137 acres to 31.39 acres.

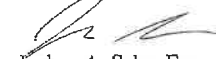
We are requesting CCIDA amend the Lease and Leaseback Agreements with the Company to include the enclosed metes and bounds description in place of the metes and bounds description used in 2022.

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.awslp.com

LEGAL DESCRIPTION

Lease Area Containing 31.39 Acres

All that Tract or parcel of land situate in the Town of Peru, County of Clinton and State of New York, being bounded and described as follows:

Commencing at a point located along the northerly line of the lands now or formerly of Lisa Pellerin (Instrument 20182-94087), (New York State Plane Coordinates: N-2,112,229.94, E-753,123.68), said point being the intersection formed by said northerly line of the lands now or formerly of Lisa Pellerin with the division line between the lands now or formerly of Chad & Stephanie Webb (Instrument 20082-17328) on the east and the lands now or formerly Robert & Cecile Moffat (Instrument No. 20061-91498) on the west; thence from said point of commencement, through said lands of Moffat, North $42^{\circ}35'24''$ West, 471.92 feet to the point of beginning; thence from said point of beginning, continuing through said lands of Moffat, the following twelve courses: 1) South $32^{\circ}35'53''$ West, 290.93 feet to a point; 2) South $84^{\circ}00'00''$ West, 1370.06 feet to a point; 3) North $48^{\circ}11'23''$ West, 135.72 feet to a point; 4) South $84^{\circ}01'54''$ West, 1163.72 feet to a point; 5) North $06^{\circ}00'00''$ West, 81.20 feet to a point; 6) North $39^{\circ}00'00''$ East, 85.11 feet to a point; 7) North $00^{\circ}00'00''$ East, 248.27 feet to a point; 8) North $84^{\circ}00'00''$ East, 979.72 feet to a point; 9) North $71^{\circ}26'29''$ East, 547.69 feet to a point; 10) North $84^{\circ}00'00''$ East, 1144.52 feet to a point; 11) South $00^{\circ}00'00''$ East, 153.10 feet to a point and 12) South $24^{\circ}41'42''$ East, 241.69 feet to the point or place of beginning

Containing in all 31.39 acres. of land being more or less.

February 19, 2023

Vincent P. Ausfeld P.L.S.

Vortex USA, Inc. Public Hearing Minutes

The Public Hearing for the Vortex USA, Inc. Project was held on February 5, 2025. M. Ryan reported that Garry Douglas, President and CEO of the North Country Chamber of Commerce, and Michael Cashman, Supervisor of the Town of Plattsburgh, attended the Public Hearing and expressed their support of the Project.

On a motion by D. Hoover, and seconded by J. VanNatten, it was unanimously carried to approve the minutes of the Vortex USA, Inc. Public Hearing held on February 5, 2025.

M. Ryan advised the Vortex Project is currently working to complete their SEQR Application and, therefore, the Project will not close by March 1, 2025 and the property will be on the Clinton County tax rolls in 2026. The PILOT for County taxes will not start until 2027. M. Ryan explained that the Project has leased the building and has moved some equipment to this location.

Micro Bird, Inc. PILOT Deviation

S. Wagner explained that according to the CCIDA's Uniform Tax Exemption Policy (UTEP), the tax abatement is determined based on improvements and additions to the existing facility. Since the Micro Bird, Inc. Project does not include any new construction but rather the installation and retrofitting of equipment, the Project's PILOT Agreement deviates from the CCIDA's UTEP and, therefore, the following PILOT Deviation Resolution is required. Written notice of the proposed PILOT deviation was provided to all affected tax jurisdictions on January 31, 2025.

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

Resolution No. 02-25-01

RESOLUTION AUTHORIZING A DEVIATION FROM THE AGENCY'S UNIFORM TAX EXEMPTION POLICY IN CONNECTION WITH THE PROPOSED PAYMENT IN LIEU OF TAX AGREEMENT TO BE ENTERED INTO BY THE AGENCY IN CONNECTION WITH THE MICRO BIRD, INC. 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, Corporation Micro Bird, Inc., a Canadian Corporation, (the "Applicant"), 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 (as

hereinafter defined), said Project to consist 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 (a) with respect to the Land and the Existing Facility (i) owned by Valiant Real Estate USA Inc., a business corporation organized and existing pursuant to the laws of the State of Delaware (the “Owner”), and (ii) leased to Micro Bird USA LLC, a limited liability company organized and existing pursuant to the laws of the State of Delaware (the “Operating Company,” and, collectively with the Applicant and the Owner, the “Company”), (b) with respect to the Equipment, owned by the Operating Company, and (c) operated by the Operating Company 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, by resolution adopted by the members of the Agency on December 9, 2024 (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. Pursuant to Section 859-a of the Act, the Executive Director of the Agency caused a copy of the certified Public Hearing Resolution to be sent via certified mail return, receipt requested on December 20, 2024 to the chief executive officers of the County and of each city, town, village and school district in which the Project Facility is to be located (collectively, the “Affected Tax Jurisdictions”); 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 on December 20, 2024 to the chief executive officers of the Affected Tax Jurisdictions, (B) caused notice of the Public Hearing to be posted on December 20, 2024 on a public bulletin board located at the Town of Plattsburgh Town Hall located at 151 Banker Road in the Town of Plattsburgh, Clinton County, New York and on the Agency’s website, (C) caused notice of the Public Hearing to be published on December 20, 2024 in the Press Republican, a newspaper of general circulation available to the residents of Clinton County, New York, (D) conducted the Public Hearing on December 30, 2024 at 9:30 o’clock a.m., local time at the Town of Plattsburgh Town Hall located at 151 Banker Road in the Town of Plattsburgh, Clinton County, New York, and (E) prepared a report of the Public Hearing (the “Public Hearing Report”) fairly summarizing the views presented at such Public Hearing and caused copies of said Public 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 January 13, 2025, the Agency determined (A) to conduct an uncoordinated review of the Project, (B) that the Project constitutes an “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 (C) as a consequence of the foregoing, to prepare a negative declaration with respect to the Project; and

WHEREAS, in connection with the Project, the Company has requested that the Agency deviate from its uniform tax exemption policy (the “Policy”) with respect to the terms of the proposed payment in lieu of tax

agreement (the “Payment in Lieu of Tax Agreement”) to be entered into by the Agency with respect to the Project Facility; and

WHEREAS, pursuant to Section 874(4) of the Act and the Policy, prior to taking final action on such request for a deviation from the Policy, the Agency must give the chief executive officers of the County and each city, town, village and school district in which the Project Facility is located (collectively, the “Affected Tax Jurisdictions”) written notice of the proposed deviation from the Policy and the reasons therefor prior to the meeting of the Agency at which the members of the Agency shall consider whether to approve such proposed deviation; and

WHEREAS, on January 31, 2025, the Executive Director of the Agency caused a letter (the “PILOT Deviation Notice Letter”) to be mailed to the chief executive officers of the Affected Tax Jurisdictions pursuant to Section 874(4) of the Act and the Policy, a copy of which PILOT Deviation Notice Letter is attached hereto as Exhibit A; and

WHEREAS, by the PILOT Deviation Notice Letter the Executive Director notified the chief executive officers of the Affected Tax Jurisdictions of the proposed deviation from the Policy and further notified said chief executive officers that the members of the Agency would consider whether to approve such proposed deviation at this meeting;

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

Section 1. The Agency hereby finds and determines as follows:

(A) The Agency has considered any and all responses from the Affected Tax Jurisdictions to the PILOT Deviation Notice Letter.

(B) The Agency has reviewed and responded to all written comments received from any Affected Tax Jurisdiction with respect to the proposed deviation.

(C) The Agency has given all representatives from an Affected Tax Jurisdictions in attendance at this meeting the opportunity to address the members of the Agency regarding the proposed deviation.

Section 2. Based upon (A) the findings and determinations in Section 1 above, (B) any comments received at the Public Hearing, (C) input received at this meeting from the Affected Tax Jurisdictions with respect to the proposed deviation, (D) the Agency’s knowledge of the Project, (E) the recommendations of Agency staff, and (F) such further investigation of the Project and the effect of the proposed deviation as the Agency has deemed appropriate, the Agency hereby determines to deviate from the Agency’s uniform tax exemption policy with respect to the terms of the proposed Payment in Lieu of Tax Agreement to be entered into by the Agency with respect to the Project Facility for the reasons set forth in the PILOT Deviation Notice Letter. Based upon the aforementioned, the Agency hereby approves a deviation from the Policy, the terms of the approved deviation to be as described in the attached PILOT Deviation Notice Letter.

Section 3. Upon preparation by counsel to the Agency of the Payment in Lieu of Tax Agreement with respect to the Project Facility reflecting the terms of this resolution, and approval of same by the Chairperson, Vice Chairperson, or Executive Director of the Agency, the Chairperson, Vice Chairperson, or Executive Director of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Payment in Lieu of Tax Agreement, and, where appropriate, the Secretary of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in such form as is approved by the Chairperson, Vice Chairperson, or

Executive Director, the execution thereof by the Chairperson, Vice Chairperson, or Executive Director to constitute conclusive evidence of such approval.

Section 4. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Payment in Lieu of Tax Agreement, 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 Payment in Lieu of Tax Agreement binding upon the Agency.

Section 5. 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	Excused
John VanNatten	VOTING	Yes
Joey Trombley	VOTING	Yes

The foregoing resolution was thereupon declared duly adopted.

[Remainder of page left blank intentionally]

EXHIBIT A
PILOT DEVIATION LETTER



Molly Ryan
Executive Director
137 Margaret Street, Suite 208
Plattsburgh, NY 12901
E molly.ryan@clintoncountygov.com
T 518.565.4627
F 518.593.3762
F 518.565.4616

January 31, 2025

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

The Honorable Mark R. Henry
County Legislative Chairperson
Clinton County
6 Church Street
Chazy, New York 12921

Michael E. Zurlo, County Administrator
Clinton County Government Center
137 Margaret Street, Suite 208
Plattsburgh, New York 12901

Michael S. Cashman, Town Supervisor
Town of Plattsburgh
151 Banker Road
Plattsburgh, New York 12901

Dustin Relation, Superintendent
Beekmantown Central School District
37 Eagle Way
West Chazy, New York 12992

Padraic Bean, Board President
Beekmantown Central School District
37 Eagle Way
West Chazy, New York 12992

Chelsea McDonald, District Clerk
Beekmantown Central School District
37 Eagle Way
West Chazy, New York 12992

**RE: Proposed Deviation from Uniform Tax Exemption Policy by
County of Clinton Industrial Development Agency
in connection with its Micro Bird, Inc. Project**

Ladies and Gentlemen:

This letter is delivered to you pursuant to Section 874(4)(c) of the General Municipal Law (the "Act") and Section 8 of the Uniform Tax Exemption Policy (the "Policy") of the County of Clinton Industrial Development Agency (the "Agency").

In December, 2024, the Agency received an application (the "Application") from Corporation Micro Bird, Inc., a Canadian Corporation, (the "Applicant"), which Application requested that the Agency consider undertaking a project (the "Project") for the benefit of the Company (as hereinafter defined), said Project to consist 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 (a) with respect to the Land and the Existing Facility (i) owned by Valiant Real Estate USA Inc., a business corporation organized and

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 Michael E. Zurlo, County Administrator
 Michael S. Cashman, Town Supervisor
 Dustin Relation, Superintendent
 Padraic Bean, Board of Education President
 Chelsea McDonald, District Clerk
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existing pursuant to the laws of the State of Delaware (the "Owner"), and (ii) leased to Micro Bird USA LLC, a limited liability company organized and existing pursuant to the laws of the State of Delaware (the "Operating Company," and, collectively with the Applicant and the Owner, the "Company"), (b) with respect to the Equipment, owned by the Operating Company, and (c) operated by the Operating Company 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.

In connection with the Application, the Company has made a request (the "PILOT Request") that the Agency enter into a payment in lieu of tax agreement (the "Proposed PILOT Agreement") which terms would deviate from the Policy. Capitalized terms not otherwise defined herein are defined in the Policy.

The Proposed PILOT Agreement would not provide any abatements for any special assessments levied on the Project Facility. The Proposed PILOT Agreement would be for a term of fifteen (15) years and would provide for an abatement of real property taxes as follows: (1) full abatement of real property taxes on the Land, the Existing Facility and any portion of the Equipment assessable as real property pursuant to the New York Real Property Tax Law (collectively, the "Improvements") in years one (1) through five (5) of the Proposed Pilot Agreement; (2) partial abatement of real property taxes on the Land, the Existing Facility and the Improvements in years six (6) through fifteen (15) of the Proposed PILOT Agreement with the Company making payments in each year (collectively referred to hereinafter as "PILOT Payments") as a payment to each affected tax jurisdiction (collectively, the "Affected Tax Jurisdictions") as follows:

Proposed PILOT Year	Percentage of Normal Taxes due on Land, Existing Facility, and Improvements
1-5	0%
6	50%
7	55%
8	60%
9	65%
10	70%
11	75%
12	80%
13	85%
14	90%
15	95%
16 and thereafter	100% (Normal Taxes)

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The Policy provides that, for a facility similar to the Project Facility, payments in lieu of taxes will normally be determined as follows: the Company would have the benefit of: (1) a one-hundred percent (100%) abatement of real property taxes on the Improvements and any additions to the Existing Facility in years one (1) through five (5) of the payment in lieu of tax agreement; and (2) a fifty percent (50%) abatement of real property taxes on the Improvements and any additions to the Existing Facility in year six (6) with a five percent per year increase over the term of the remaining ten years of the payment in lieu of tax agreement.

The purpose of this letter is to inform you of the PILOT Request and that the Agency is considering whether to grant the PILOT Request and to approve a Proposed PILOT Agreement conforming to the terms outlined above.

In connection with the Agency's review and consideration of the PILOT Request and its review of any comments received pursuant to this letter, *the actual amount of the PILOT Payments may be larger or smaller.*

The Agency expects to consider whether to approve the terms of the Proposed PILOT Agreement at its meeting scheduled for February 10, 2025 beginning at 11:00 a.m., local time at the Butcher Block restaurant located at 15 Booth Drive in the City of Plattsburgh, Clinton County, New York (the "Meeting"). This letter is forwarded to you for purposes of complying with Section 874 of the Act and Section 8 of the Policy, which require the Agency to deliver a written notice to the Affected Tax Jurisdictions prior to the Agency taking final action with respect to the Proposed PILOT Agreement (if said Proposed PILOT Agreement may deviate from the provisions of the Policy).

The Agency considered the following factors in considering the proposed deviation:

1. **The nature of the Project:** The Project involves (a) 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"), (b) the reconstruction and renovation of the Existing Facility, and (c) 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 (1) with respect to the Land and the Existing Facility (i) owned by Valiant Real Estate USA Inc., a business corporation organized and existing pursuant to the laws of the State of Delaware (the "Owner"), and (ii) leased to Micro Bird USA LLC, a limited liability company organized and existing pursuant to the laws of the State of Delaware (the "Operating Company," and, collectively with the Applicant and the Owner, the "Company"), (2) with respect to the Equipment, owned by the Operating Company, and (3) operated by the Operating Company as a manufacturing and warehousing facility for the manufacture and storage of shuttle buses and other directly and indirectly related activities.

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2. **The present use of the property:** The property is currently owned and occupied by an existing bus manufacturer. The existing operator has announced its intention to cease operations at the property which would leave the property vacant and underutilized.

3. **The economic condition of the area at the time of the request of the Company and the economic multiplying effect that the Project will have on the area:** At the time of filing the Application, the economic condition of the area in which the Project is located is generally average. However, upon cessation of operations by the existing operator of the property, the economic condition of the area would be expected to deteriorate due to the loss of so many full-time equivalent (FTE) employment positions.

4. **The extent to which the Project will create or retain permanent, private sector jobs and the number of jobs to be created or retained and the salary range of such jobs:** As indicated above, the property is currently owned and operated by an existing manufacturer. The existing operator employs approximately over three-hundred (300) employees. The termination of operations of the existing operator will result in the loss of all of those FTE positions. However, by undertaking the Project, the Company has estimated that it will employ approximately three-hundred fifty (350) FTE employees by year five (5) of the Project with a total annual payroll of approximately \$20 million.

5. **The estimated value of new tax exemptions to be provided:** The estimated values of new tax exemptions to be provided are as follows:

- a. Sales tax exemption is estimated at \$80,000;
- b. Real property tax exemption is estimated at \$1,600,000; and
- c. Mortgage recording tax exemption is estimated at \$100,000.

6. **The economic impact of the Proposed PILOT Agreement on Affected Tax Jurisdictions:** The economic impact of the Proposed PILOT Agreement is positive as the Project will result in the retention of valuable and necessary FTE employment opportunities in Clinton County, New York. Additionally, the undertaking of the Project will prevent the property from being left vacant and becoming blighted and underutilized.

7. **The impact of the Proposed PILOT Agreement on existing and proposed businesses and economic development projects in the vicinity:** The Project will result in approximately \$24,025,000 of private sector investment in the community along with approximately \$2,500,000 of state grant funding support. The undertaking of the Project will help maintain a strong employee and consumer base in the community which will continue to support local businesses and other areas.

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8. **The amount of private sector investment generated or likely to be generated by the Proposed PILOT Agreement:** The Company has estimated that the undertaking of the Project will result in approximately \$24,025,000 of private sector investment.

9. **The effect of the Proposed PILOT Agreement on the environment:** The majority of the Project improvements will be undertaken inside the Existing Facility. Therefore, the Project is intended to be minimally invasive and have small to no impacts on the environment and community.

10. **Project Timing:** The Project is due to start in February, 2025 and is expected to be completed in April, 2025.

11. **The extent to which the Proposed PILOT Agreement will require the provision of additional services including, but not limited to, additional educational, transportation, police, emergency medical or fire services:** None anticipated.

12. **Anticipated tax revenues:** Based on the PILOT Payment schedule, the Company is expected to pay approximately \$1,281,031 of PILOT Payments over a fifteen (15) year period on property which would be left vacant but-for the completion of the Project.

13. **Host Community Agreement:** The Company may enter into a host community agreement or agreements (each an "HCA") with any Affected Tax Jurisdiction, pursuant to which annual payments, in addition to or in lieu of PILOT Payments, would be made to such Affected Tax Jurisdiction.

14. **The extent to which the Proposed Pilot Agreement will provide a benefit (economic or otherwise) not otherwise available within the municipality in which the Project Facility is located:** The Project will reduce the potential burden on the Affected Tax Jurisdictions in the event the property was left vacant upon the termination of operations by the existing manufacturer. Additionally, as previously discussed, the project will maintain vital FTE employment positions in the community.

The Agency will consider the Proposed PILOT Agreement (and the proposed deviation from the Policy) at the Meeting. The Agency would welcome any written comments that you might have on this proposed deviation from the Policy. In accordance with Section 874(4)(c) of the Act, prior to taking final action at the Meeting, the Agency will review and respond to any written comments received from any Affected Tax Jurisdiction with respect to the proposed deviation. The Agency will also allow any representative of any affected tax jurisdiction present at the Meeting to address the Agency regarding the proposed deviation.

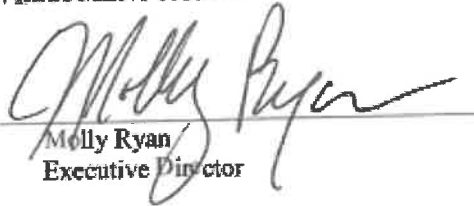
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If you have any questions or comments regarding the foregoing, please do not hesitate to contact me at the above telephone number.

Very truly yours,

COUNTY OF CLINTON INDUSTRIAL
DEVELOPMENT AGENCY

By:



Molly Ryan
Executive Director

Executive Session

On a motion by J. VanNatten, and seconded by D. Hoover, it was unanimously carried to convene into Executive Session at 12:33 p.m. to seek advice of counsel.

The regular session of the CCIDA Board Meeting reconvened at 12:51 p.m. T. Trahan advised no action was taken in Executive Session.

C. Canada reported that Micro Bird, Inc. will be requested to submit an updated Project Application and the CCIDA will revise the invoice for the CCIDA's administrative fee based on the revised Project Application.

Clinton County Update

M. Zurlo advised that he and several other members of the CCIDA board, as well as the CCIDA Executive Director, recently attended the State of the County, Town and City breakfast sponsored by the North Country Chamber of Commerce. M. Zurlo advised that Chairman Henry spoke at the event and in his remarks thanked the CCIDA board for their assistance and collaboration with the County on a number of Projects that have benefited the County.

M. Zurlo advised that the Clinton County Business Innovation Gateway (C-BIG) Project was recently awarded an American Public Works Association (APWA) Project of the Year Award.

Management Team Report

M. Ryan briefly reviewed her Executive Director's Report. M. Ryan suggested to the Board that it might be interested in touring several of the Projects that the CCIDA has benefited and she would be happy to setup these tours.

T. Trahan announced to the Board the recent promotion of Agency Counsel, Christopher Canada, Esq., to Practice Group Leader of Hodgson Russ' Public Finance Practice.

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



Trent Trahan, Chairperson