



County of Chautauqua Industrial Development Agency

Board of Directors

Gary Henry
Chairman
Owner
Fancher Chair Co., Inc.

Brad Walters
Vice Chairman
Executive Director -
Southern Tier Builders
Association

Sagan Sheffield Smith
Treasurer
Chief Financial Officer-
Double A Vineyards

Daniel Heitzenrater
Secretary
President & CEO
Chautauqua County
Chamber of Commerce

Jay Churchill
Member
Owner – Jamestown Electro
Plating

Steven Thorpe
Member
President –
Sheet Metal Workers Local
Union No 112

Rhonda Johnson
Member
President -
Weber Knapp

Kevin Muldowney
Member
PED Chair

RESOLUTION NUMBER 1-24-23-01
RESOLUTION OF THE MEMBERS OF THE
COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY
APPROVING FUNDING FOR JAMESTOWN AIRPORT DEVELOPMENT/MARKET
ANALYSIS STUDY

JANUARY 24, 2023

I, Gary Henry, Chairman of the County of Chautauqua Industrial Development Agency, a public benefit corporation (“CCIDA”) hereby certify that at a meeting of the Members of the CCIDA duly called and held via video conference at the CCIDA Board Room, 201 West Third Street, Jamestown, County of Chautauqua New York and at the SUNY Fredonia Tech Incubator, 214 Central Avenue, Dunkirk, County of Chautauqua at 10:00 a.m. on the 24th day of January, 2023 at which a quorum was present, the following resolutions were unanimously adopted:

WHEREAS, the Chautauqua County Jamestown Airport is designated as a national air transportation facility within the U.S. National Plan for Integrated Airport Systems (NPIAS); and

WHEREAS, the U.S. Department of Transportation, Office of the Secretary of Transportation, terminated an Essential Air Service Contract with Southern Airways Express thereby ending commercial air service to the Chautauqua County Jamestown Airport effective January 15, 2018, pursuant to Order No. 2017-12-2 dated December 29, 2017; and

WHEREAS, pursuant to Resolution 153-19, the Chautauqua County Legislature authorized the expenditure of \$72,000 per year for up to three years in direct financial underwriting and \$52,000 per year for in-kind services to partially fund operation of commercial air service under a proposed Essential Air Service Contract; and

WHEREAS, in September 2019, Chautauqua County and Boutique Air, Inc. submitted a joint proposal seeking to re-establish commercial air service between Jamestown and Pittsburgh International Airport and Baltimore-Washington International Airport; and

WHEREAS the U.S. Department of Transportation, by USDOT Order DOT-OST-2003-14950 dated December 31, 2020 denied the joint Chautauqua County and Boutique Air, Inc. proposal noting a lack of market research to support the business case offered in the proposal; and



County of Chautauqua Industrial Development Agency

WHEREAS, a solicitation of costs associated with conducting an independent air service development study/market analysis was undertaken by the County, and it was determined that \$75,000 will be sufficient to pay the costs of such an analysis; and

WHEREAS, the Airport Commission has considered and recommended that the County undertake an independent analysis of the economic/market viability for commercial air service at the County's Jamestown Airport; and

WHEREAS, President Biden signed into law the American Rescue Plan Act (ARPA) on March 11, 2021, and this legislation contains a wide array of stimulus and recovery funding designed to ensure the nation's swift economic and public health recovery from COVID-19; and

WHEREAS, Chautauqua County received an award of \$24,600,000 in ARPA funding, of which \$18,219,169 is available for general county spending based on the Treasury Department's revenue loss formula and other guidance, and the remaining \$6,380,831 in funding can only be spent on designated ARPA categories including premium pay, water, sewer, and broadband projects, and responding to the COVID-19 pandemic and its associated economic impacts; and

WHEREAS, an ARPA working group consisting of the County Executive, several legislators, and several department heads worked for many months to create an ARPA Spending Plan (Plan) consisting of priority projects to address the key strategic categories as defined by the U.S. Department of Treasury, to be sustainable, and to have a County-wide impact; and

WHEREAS, the Plan, consisting of the priority projects, was thoroughly reviewed by the ARPA working group, the County Executive, and the County Legislature and was adopted pursuant to County Legislature Resolution 202-21; and

WHEREAS, the Air Service Development Study project, identified as one of the priority projects recommended in Resolution 202-21, was not approved by the County Legislature for a number of reasons; and

WHEREAS, returning air service to the Jamestown Airport is an important economic development project; and

WHEREAS, the CCIDA would like to pledge support for this vital initiative in order to help defray the costs, and to demonstrate our commitment to having have air service return to Chautauqua County as the CCIDA represents the interests of the business community who have expressed a strong desire to have essential air service return to the County; and


WHEREAS, the CCIDA would like to contribute \$25,000 toward the study (1/3 of the cost), contingent upon the County Legislature approving the remaining \$50,000 (2/3) from its ARPA award at its February 2023 Legislature meeting; and



County of Chautauqua Industrial Development Agency

WHEREAS, the contemplated action is a Type II action under the State Environmental Quality Review Act and the regulations promulgated thereunder.

NOW, THEREFORE, BE IT RESOLVED, that the Administrative Director, Chief Financial Officer, Chairman, or any officer of CCIDA be and hereby is authorized to execute and deliver any and all documents and financial transactions necessary to effectuate the foregoing resolution, and that such actions be and hereby are ratified in all respects in connection with the Air Service Development Study project.

By 
Authorized Representative

Date 1/24/23

**Martin NY CSG, LLC -
Deviation Approval Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on January 24, 2023, at 10:00 A.M., local time, at (i) the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”), and was conducted by videoconferencing in compliance with Section 103-a of the New York State Public Officers Law.

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

PRESENT:

Gary Henry	Chairman	IDA Office
Brad Walters	Vice Chairman	IDA Office
Sagan Sheffield-Smith	Treasurer	IDA Office
Dan Heitzenrater	Secretary	IDA Office
Steven Thorpe	Member	IDA Office
Kevin Muldowney	Member	IDA Office
Rhonda Johnson	Member	IDA Office

NOT PRESENT:

Jay Churchill	Member
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THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Greg Peterson	Counsel
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Kayla Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Nate Aldrich	IDA Staff
Jason Toczydlowski	IDA Staff
Crystal Erhard	IDA Staff
Paul Wendel	County Executive
Tim Ahrens	Clean Energy Choice
Catherine Schepp	Clean Energy Choice
Rob Panasci	Martin NY CSG, LLC
Shannon Barnhart	Chautauqua County Department of Public Facilities
Brian Bates	Chautauqua County Department of Public Facilities

Bill Caldwell
Kevin Bacon

Ripley Central School District
Post Journal

The attached resolution no. 01-24-23-02 was offered by Rhonda Johnson, seconded by Kevin Muldowney:

Resolution No. 01-24-23-02

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

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

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

WHEREAS, MARTIN NY CSG, LLC, a limited liability company duly organized and existing under the laws of the State of Delaware and qualified to do business in the State of New York as a foreign limited liability company (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 29.49 acre portion of an approximately 65.10 acre parcel of land located at 5246 NY Route 76, Town of Ripley, Chautauqua County, New York (collectively, the “Land”), (2) the acquisition, construction, installation, and equipping on the Land of: (i) solar photovoltaic modules mounted on a 1-axis tracking steel structure, (ii) helix screws, switchgear, combiner boxes, inverters and transformers, (iii) underground and overhead electrical lines, (iv) fencing, and (v) a system of access roads, parking, landscaping and related improvements to the Land (collectively, the “Improvements”), and (3) the acquisition and installation of certain furniture, fixtures, machinery and equipment necessary for the completion thereof (the “Equipment” and together with the Land and the Improvements, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an approximately 5 megawatt A/C solar-powered electrical generation facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal

Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes and sales and use taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

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

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused letters dated January 12, 2023 (the “Pilot Deviation Notice Letters”) to be mailed to the chief executive officer of each affected tax jurisdiction, informing said individuals that the Agency would, at its meeting on December 20, 2022 (the “IDA Meeting”), consider a proposed deviation from the Tax Exemption Policy with respect to the payment in lieu of taxes agreement to be entered into by the Agency with respect to the Improvements; and (B) the members of the Agency conducted the IDA Meeting on the date hereof and reviewed any comments and correspondence received with respect to the proposed deviation from the Tax Exemption Policy; and

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

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

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

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

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

Section 4. The Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized and directed, acting individually or jointly, to distribute copies of this Resolution to the Applicant and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution. If the Agency hereafter adopts appropriate final approving resolutions with respect to the proposed straight-lease transaction with the Applicant (the “Transaction”), the Chairman, Vice Chairman, Administrative Director/CEO and Chief Financial Officer of the Agency are each hereby authorized and directed, acting individually or jointly, to cause the Agency to (A) enter into a Payment in Lieu of Taxes Agreement providing for, among other things, the making of payments in lieu of property taxes consistent with the Pilot Deviation Notice Letters, and (B) file an application for real property tax exemption with the appropriate assessor(s) with respect to the Improvements.

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

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

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Kevin Muldowney	AYE
Rhonda Johnson	AYE

The foregoing Resolution was thereupon declared duly adopted.

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

WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on January 24, 2023 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

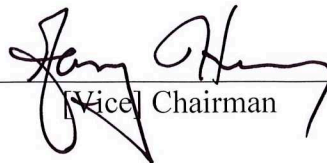
WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public at both locations at which members of the Agency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

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

IN WITNESS WHEREOF, we have hereunto set our hand this 24th day of January, 2023.



[Assistant] Secretary



[Vice] Chairman

EXHIBIT A

Pilot Deviation Notice Letters

See Attached



County of Chautauqua Industrial Development Agency

1/12/2023

CERTIFIED MAIL,
RETURN RECEIPT REQUESTED
AND FIRST CLASS MAIL

Doug Bowen, Town Supervisor
Town of Ripley
14 North State Street
Ripley, NY 14775

William Caldwell, Superintendent
Ripley Central School Dist.
12 North State Street
Ripley, NY 14775

Rebecca Rowe Caravallo, Town Clerk
Town of Ripley
14 North State Street
Ripley, NY 14775

Legal Notice, Observer
15 W. 2nd St.
Jamestown, NY 14701

Paul McCutcheon
School Board President
Ripley Central School Dist.
12 North State Street
Ripley, NY 14775

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

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

Ladies and Gentlemen:

Notice is hereby given that at a meeting of the County of Chautauqua Industrial Development Agency (the "Agency") to be held on January 24, 2022 at 10:00 a.m., local time, simultaneously at the offices of the Agency, 201 West Third Street, Jamestown, County of Chautauqua, New York, the Agency will consider whether to approve the application of MARTIN NY CSG, LLC, a limited liability company duly organized and existing under the laws of the State of Delaware and qualified to do business in the State of New York as a foreign limited liability company (the "Applicant"), for certain "financial assistance" which, if granted, would

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





County of Chautauqua Industrial Development Agency

deviate from the Agency's Uniform Tax Exemption Policy and Guidelines (the "Policy") with respect to the payment of real property taxes.

The Applicant submitted an application for financial assistance (the "Application") to the Agency requesting that the Agency consider undertaking a project (the "Project") consisting of the following: (A)(1) the acquisition of an interest in an approximately 29.49 acre portion of an approximately 65.10 acre parcel of land located at 5246 NY Route 76, Town of Ripley, Chautauqua County, New York (collectively, the "Land"), (2) the acquisition, construction, installation, and equipping on the Land of: (i) solar photovoltaic modules mounted on a 1-axis tracking steel structure, (ii) helix screws, switchgear, combiner boxes, inverters and transformers, (iii) underground and overhead electrical lines, (iv) fencing, and (v) a system of access roads, parking, landscaping and related improvements to the Land (collectively, the "Improvements"), and (3) the acquisition and installation of certain furniture, fixtures, machinery and equipment necessary for the completion thereof (the "Equipment" and together with the Land and the Improvements, collectively, the "Project Facility"), all of the foregoing for use by the Applicant and/or its affiliates as an approximately 5 megawatt A/C solar-powered electrical generation facility; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency.

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

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

PILOT Year	Annual PILOT Payment
1	\$4,500 per Megawatt A/C
2	Year 1 PILOT Payment increased by 2%
3	Year 2 PILOT Payment increased by 2%
4	Year 3 PILOT Payment increased by 2%
5	Year 4 PILOT Payment increased by 2%

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





County of Chautauqua Industrial Development Agency

6	Year 5 PILOT Payment increased by 2%
7	Year 6 PILOT Payment increased by 2%
8	Year 7 PILOT Payment increased by 2%
9	Year 8 PILOT Payment increased by 2%
10	Year 9 PILOT Payment increased by 2%
11	Year 10 PILOT Payment increased by 2%
12	Year 11 PILOT Payment increased by 2%
13	Year 12 PILOT Payment increased by 2%
14	Year 13 PILOT Payment increased by 2%
15	Year 14 PILOT Payment increased by 2%
16	Year 15 PILOT Payment increased by 2%
17	Year 16 PILOT Payment increased by 2%
18	Year 17 PILOT Payment increased by 2%
19	Year 18 PILOT Payment increased by 2%
20	Year 19 PILOT Payment increased by 2%
21	Year 20 PILOT Payment increased by 2%
22	Year 21 PILOT Payment increased by 2%
23	Year 22 PILOT Payment increased by 2%
24	Year 23 PILOT Payment increased by 2%
25	Year 24 PILOT Payment increased by 2%

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

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

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



County of Chautauqua Industrial Development Agency

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

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

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

COUNTY OF CHAUTAUQUA INDUSTRIAL
DEVELOPMENT AGENCY

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

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on January 24, 2023, at 10:00 A.M., local time, at (i) the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”), and was conducted by videoconferencing in compliance with Section 103-a of the New York State Public Officers Law.

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

PRESENT:

Gary Henry	Chairman	IDA Office
Brad Walters	Vice Chairman	IDA Office
Sagan Sheffield-Smith	Treasurer	IDA Office
Dan Heitzenrater	Secretary	IDA Office
Steven Thorpe	Member	IDA Office
Kevin Muldowney	Member	IDA Office
Rhonda Johnson	Member	IDA Office

NOT PRESENT:

Jay Churchill	Member
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THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Greg Peterson	Counsel
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Kayla Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Nate Aldrich	IDA Staff
Jason Toczydlowski	IDA Staff
Crystal Erhard	IDA Staff
Paul Wendel	County Executive
Tim Ahrens	Clean Energy Choice
Catherine Schepp	Clean Energy Choice
Rob Panasci	Martin NY CSG, LLC
Shannon Barnhart	Chautauqua County Department of Public Facilities
Brian Bates	Chautauqua County Department of Public Facilities

Bill Caldwell
Kevin Bacon

Ripley Central School District
Post Journal

The attached resolution no. 01-24-23-03 was offered by Rhonda Johnson, seconded by Kevin Muldowney:

Resolution No. 01-24-23-03

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

Name of Project: Martin NY CSG LLC

Location: 5246 Route 76, Town of Ripley, Chautauqua County, New York 14775
Route 60, Town of Pomfret, New York 14063 (SBL 276.00-1-7.1)

SEQR Status: Type I

**Determination
of Significance:** Negative Declaration

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

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

WHEREAS, MARTIN NY CSG, LLC, a limited liability company duly organized and existing under the laws of the State of Delaware and qualified to do business in the State of New York as a foreign limited liability company (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 29.49 acre portion of an approximately 65.10 acre parcel of land located at 5246 NY Route 76, Town of Ripley, Chautauqua County, New York (collectively, the “Land”), (2) the acquisition, construction, installation, and equipping on the

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

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

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

WHEREAS, pursuant to SEQRA, to aid the Agency in determining whether the Project may have a significant adverse impact upon the environment, the Agency has received and reviewed: (1) a Revised Part 1 of a Full Environmental Assessment Form dated March 4, 2022 (“EAF”); (2) NYSDEC’s Environmental Resource Mapper (“NYSDEC Mapper”); (3) the New York State Cultural Resource Information System (“CRIS”); (4) an Application for Financial Assistance (“PILOT Application”); (5) a Preliminary Stormwater Pollution Prevention Plan dated September 15, 2021 (“SWPPP”); (6) a Jurisdictional Determination from the United States Army Corp of Engineers dated January 14, 2022 (“USACE Jurisdictional Determination”); (7) a Notice of Intent Letter from the New York State Department of Agriculture and Markets (“NYSDAM NOI Letter”); (8) a Custom Soil Resource Report dated July 20, 2021 (“Soil Survey”); (9) an Operation and Management Plan Scope (“O&M Plan”); (10) a Species List from the U.S. Fish and Wildlife Service (“Species List”); (11) a Section 4(d) Consultation Letter from the United States Fish and Wildlife Service dated April 23, 2021 (“USFWS Consultation Letter”); (12) an Ecological Community and Bat Habitat Survey dated September 3, 2021 (“Habitat Survey”); (13) letter from the New York State Office of Parks, Recreation and Historic Preservation dated September 10, 2021 (“SHPO No Effect Letter”); (14) a Memorandum of Lease dated February 19, 2021 (“Lease”); (15) a Decommissioning Plan dated April 29, 2021 (“Decommissioning Plan”); (16) A Coordinated Electric Interconnection Review dated March 4,

2021 (“Interconnection Review”); (17) a Glare Analysis dated July 14, 2021 (“Glare Analysis”); (18) a U.S. Federal Aviation Administration Notice Criteria Tool submission (“Notice Criteria”); and (19) other relevant environmental information (collectively, 1-19 shall be referred to as the “Environmental Information”); and

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

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

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

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

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

- (A) The Project is a Type I Action pursuant to SEQRA, as the Project involves the physical alteration of more than 2.5 acres in an agricultural district;
- (B) The Town has undertaken a coordinated review of the Project in accordance with the requirements of SEQRA which did not include the Agency and as such, the Agency is not bound by the Town’s determination pursuant to SEQR but rather must issue its own determination; and
- (C) No potentially significant adverse impacts on the environment are noted in the Environmental Information and none are known to the Agency.

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

1. Impact on Land. The Project consists of the development of an approximately 30 acre portion of an approximately 65 acre parcel of land located at 5246 Route 76, Town of Ripley, Chautauqua County, New York (collectively, the “Land”) with the construction of a 5 megawatt alternative current ground mounted photovoltaic solar energy generating facility. The Site is zoned Rural/Agricultural (Rural), and as noted in the EAF, a Special Use Permit was issued for the Project. The Project is consistent with the Land’s existing zoning classification, and will not impact or deter existing or future adjacent land use. In addition, there will be minimal physical disturbance of land to install the solar arrays as the arrays do not have large physical footprints, and the Land is relatively level, without steep slopes. Although the average depth to the water table at the Site is over 0.5 to 1.5 feet, there will be very little disturbance to the land due to the installation of the solar arrays, and which would impact the water table or groundwater. Further, there are no bedrock outcroppings on the Site

The Project does not involve any excavation, mining or dredging and will be completed in a single phase. The Project will create only 0.1 acres of new impervious surfaces compared to the total parcel size of 65 acres, and the two equipment pads that will be new point sources will have a small footprint. Additionally, while there will be temporary runoff during construction, it will be discharged onsite and controlled by stormwater and sediment/erosion control best management practices. Further, the Project will comply with the requirements in the SWPPP. The O&M Plan states that vegetation management will be completed as needed and is estimated to take place only three times annually.

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

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

2. Impact on Geological Features. The Project does not contain and is not adjacent to any unique geologic features or National Natural Landmarks. Accordingly, the Project will not create any potentially significant adverse impacts to geological features.
3. Impact on Surface Water. The EAF notes that the Land contains approximately 8 acres of wetlands including a Class C stream. As demonstrated by the EAF and the USACE Jurisdictional Determination, the Project avoids stream and wetland impacts by keeping all work away from the wetland areas.

Further, as mentioned above, the EAF demonstrates that the Project will minimize new impervious surfaces, creating only 0.1 acres of such surfaces. Lastly, the EAF demonstrates that no additional water demand will be created by the Project. Accordingly, the Project will not create any significant adverse impacts on surface water.

4. Impact on Groundwater. The EAF also demonstrates that the Project will not create a new demand for water, generate or discharge liquid wastes, or involve bulk storage of

chemicals or production of hazardous waste or any other activities that would pose a threat to groundwater. Accordingly, the Project is not anticipated to create any significant adverse impacts to groundwater.

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

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

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

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

7. Impact on Plants and Animals. As noted in the EAF, the Project will result in a loss of approximately 25.2 acres of agricultural lands. The Project will, however, increase the Site's meadows, grasslands, brushlands or abandoned agricultural use land by approximately 25.2 acres.

The Species List identifies the northern long-eared bat as a threatened species that may be present at the site. A Habitat Survey was conducted to determine the ecological communities present at the Site and assess the suitability for habitat of the Northern long-eared bat and the Indiana bat, which has no known sightings in the area. As recommended by the Habitat Survey, the Project will avoid forested areas and will conduct any tree clearing during the June 1 to June 31 season to avoid impacts to the Northern long-eared bat. The USFWS Consultation Letter confirms that the Project is not likely to result in an unauthorized take of the Northern long-eared bat.

Although some impacts to flora and fauna will occur from the construction of the Project as a result of the conversion of forested and agricultural areas to a solar farm, the EAF notes, and the USFWS Consultation Letter confirms, that no threatened, endangered, rare, or special concern species will be impacted by the Project. Further, the Site does not contain a designated significant natural community.

As noted in the EAF, the predominant wildlife species that occupy or use the site include the white-tailed deer, cottontail rabbit and songbirds. The Project will not substantially

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

8. Impact on Agricultural Land Resources. The EAF notes that the Project is located in a designated agricultural district, CHAU001, and will result in the conversion of farmland to a solar farm. The EAF also notes that the Site consists of highly productive soils, with 20% of the Site being farmland of statewide importance and 80% being prime farmland if drained according to the Soil Survey. While NYSDAM considers the placement of solar panels on a property a permanent conversion of agricultural land, as indicated by the Lease and Decommissioning Plan, the Project will terminate at the end of the lease for the Land and no permanent impact to the agricultural soils will result from the Project. Further the Applicant will obtain a waiver from the NYSDAM Notice of Intent process with respect to the Project for the purposes of the Financial Assistance, while also working through the NOI process with NYSERDA as-needed.

The Project is not inconsistent with the Chautauqua County Farmland Protection Plan. The Town is presently working towards an Agricultural and Farmland Protection Plan but has not yet adopted one. The Project includes only a small fraction of the overall agricultural land located in the region and will not result in increased development pressure on farmland or significantly decreased agricultural land in the County. Accordingly, the Project will not create any significant adverse impacts to agricultural land.

9. Impact on Aesthetic Resources. The EAF notes that the Project is not within “fives [sic] miles” of any officially designated and publicly accessible federal, state or local scenic or aesthetic resources. Any resulting visual impacts will be minor in nature, since the Project does not have a large visual profile and is otherwise aesthetically unobtrusive. The nearby Great Lakes Seaway Trail, a Scenic Byway, is approximately 5 miles away from the Site. Further, existing mature trees will be retained to provide natural screening for the Project. Moreover, the Project will comply with the screening and setback requirements of the Town of Ripley Zoning Law. Accordingly, the Project is not anticipated to create any significant adverse impacts to aesthetic resources.
10. Impact on Historic and Archaeological Resources. Two nearby historic buildings were identified by CRIS and the EAF, the Sawyer-Swezey-Kehrli Farm Complex and the South Ripley Cemetery. The Project was submitted to the Division for Historic Preservation of the Office of Parks, Recreation and Historic Preservation through CRIS for review, and the SHPO No Effect Letter in response determined that no historic properties, including archaeological and/or historic resources would be affected by the Project. Further, the Site is not located in an area flagged as sensitive for archaeological resources, and the SHPO No Effect Letter confirms this finding. Accordingly, the Project will not create any significant impacts to historic or archeological resources.

11. Impact on Open Space and Recreation. While the Town of Ripley addresses open spaces and recreation throughout the Town of Ripley Zoning Law, the Town of Ripley has not adopted a municipal open space plan. Further, the Site is not used by members of the community for public recreation, and neither the Site nor any adjoining area is used for hunting, trapping, fishing or shell fishing. Accordingly, the Project will not create any significant impacts to open space or recreational resources.
12. Impact on Critical Environmental Areas. The Project is not located in or substantially contiguous to any Critical Environmental Areas. Accordingly, the Project will not create any significant impacts to Critical Environmental Areas.
13. Impact on Transportation. The Project does not involve the types of activities or operations that would be associated with an increased flow of traffic. Accordingly, the Project is not anticipated to create any significant adverse impacts on transportation.
14. Impact on Energy. Although the Interconnection Review indicates that some electrical system upgrades will be required, the Project will not generate any new or additional demand for energy. Rather, the Project will be a source of clean, renewable energy which will benefit the community and the environment. Accordingly, the Project will not create any significant adverse impacts on energy.
15. Impact on Noise, Odor and Light. The Project is not expected to appreciably create odors or excessive lighting. The Project is expected to increase noise levels during construction on Monday through Friday during the hours of 7:00 AM to 5:00 PM and during operations from dawn to dusk. However, any impacts to noise or odor from construction activities will be minor and temporary in nature. As shown by the Glare Analysis, the solar panels will be made of smooth glass with antireflective coating to minimize any light impacts. Accordingly, the Project will not create any significant adverse impacts on noise, odor or light.
16. Impact on Public Health. The Project does not involve the types of activities or operations that are associated with a significant potential for affecting public health, including the use, creation, disposal or storage of a hazardous or toxic substance. Further, any solid waste generated at the Site will be properly disposed of pursuant to Federal, State and local laws and regulations. Accordingly, the Project is not anticipated to create any significant adverse impact to public health.
17. Impact on Character of the Community and Community Plans. The Project will provide clean, renewable energy for the area. This use is consistent with the underlying goals behind section 620 of the Town of Ripley's Zoning Law which seeks "to promote and protect the use of solar and wind systems."

While the Project results in the conversion of agricultural land to a solar farm, the Project is not anticipated to result in secondary development effects or significant population growth. Additionally, section 620 of the Town Zoning Law imposes screening and

setback requirements to protect adjacent properties from impacts. Accordingly, the Project will not create any significant adverse impacts to the character of the community or community plans.

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

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

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

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

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

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

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Kevin Muldowney	AYE
Rhonda Johnson	AYE

The foregoing Resolution was thereupon declared duly adopted.

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

WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on January 24, 2023 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

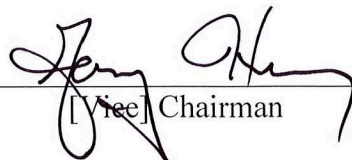
WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public at both locations at which members of the Agency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

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

IN WITNESS WHEREOF, we have hereunto set our hand this 24th day of January, 2023.



[Assistant] Secretary



[Vice] Chairman

**Martin NY CSG, LLC -
Approving Resolution**

A regular meeting of the County of Chautauqua Industrial Development Agency (the “Agency”) was convened in public session on January 24, 2023, at 10:00 A.M., local time, at (i) the offices of the Agency located at 201 West 3rd Street, Jamestown, County of Chautauqua, New York (the “IDA Office”), and was conducted by videoconferencing in compliance with Section 103-a of the New York State Public Officers Law.

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

PRESENT:

Gary Henry	Chairman	IDA Office
Brad Walters	Vice Chairman	IDA Office
Sagan Sheffield-Smith	Treasurer	IDA Office
Dan Heitzenrater	Secretary	IDA Office
Steven Thorpe	Member	IDA Office
Kevin Muldowney	Member	IDA Office
Rhonda Johnson	Member	IDA Office

NOT PRESENT:

Jay Churchill	Member
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THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Mark Geise	Administrative Director/CEO
Richard E. Dixon	Chief Financial Officer
Milan K. Tyler, Esq.	Counsel
Kristine Morabito	IDA Staff
Rosie Strandburg	IDA Staff
Kayla Strandburg	IDA Staff
Carol Rasmussen	IDA Staff
Nate Aldrich	IDA Staff
Jason Toczydlowski	IDA Staff
Crystal Erhard	IDA Staff
Paul Wendel	County Executive
Tim Ahrens	Clean Energy Choice
Catherine Schepp	Clean Energy Choice
Rob Panasci	Martin NY CSG, LLC
Shannon Barnhart	Chautauqua County Department of Public Facilities
Brian Bates	Chautauqua County Department of Public Facilities
Bill Caldwell	Ripley Central School District
Kevin Bacon	Post Journal

The attached resolution no. 01-24-23-04 was offered by Rhonda Johnson, seconded by Kevin Muldowney:

RESOLUTION TAKING OFFICIAL ACTION TOWARD AND APPROVING THE
STRAIGHT LEASE DOCUMENTS FOR A CERTAIN PROJECT FOR
MARTIN NY CSG, LLC AND/OR ITS AFFILIATES

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

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

WHEREAS, MARTIN NY CSG, LLC, a limited liability company duly organized and existing under the laws of the State of Delaware and qualified to do business in the State of New York as a foreign limited liability company (the “Applicant”), presented an application for financial assistance (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 29.49 acre portion of an approximately 65.10 acre parcel of land located at 5246 NY Route 76, Town of Ripley, Chautauqua County, New York (collectively, the “Land”), (2) the acquisition, construction, installation, and equipping on the Land of: (i) solar photovoltaic modules mounted on a 1-axis tracking steel structure, (ii) helix screws, switchgear, combiner boxes, inverters and transformers, (iii) underground and overhead electrical lines, (iv) fencing, and (v) a system of access roads, parking, landscaping and related improvements to the Land (collectively, the “Improvements”), and (3) the acquisition and installation of certain furniture, fixtures, machinery and equipment necessary for the completion thereof (the “Equipment” and together with the Land and the Improvements, collectively, the “Project Facility”), all of the foregoing for use by the Applicant and/or its affiliates as an approximately 5 megawatt A/C solar-powered electrical generation facility; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes and sales and use taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the

Applicant or such other entity(ies) as may be designated by the Applicant and agreed upon by the Agency; and

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

WHEREAS, the Administrative Director/CEO of the Agency (A) caused notice of a public hearing of the Agency pursuant to Section 859-a of the Act (the “Public Hearing”) to hear all persons interested in the Project and the Financial Assistance contemplated by the Agency with respect to the Project, to be mailed on October 27, 2022 to the chief executive officer of the County of Chautauqua (the “County”) and of each other affected tax jurisdiction within which the Project Facility is or is to be located, and posted a copy of the Application on the Agency’s website; (B) caused notice of the Public Hearing to be published on October 28, 2022 in *The Observer*, a newspaper of general circulation available to residents of the County; (C) caused the Public Hearing to be conducted on November 7, 2022, at 10:00 a.m., local time, at Ripley Town Hall, 14 North State Street, Ripley, Town of Ripley, County of Chautauqua, New York; (D) caused the Public Hearing to be streamed on the Agency’s website in real-time and a recording of the Public Hearing to be posted on the Agency’s website, all in accordance with Section 857 of the Act, as amended; and (E) caused a written report of the Public Hearing to be prepared which fairly summarizes the views presented at the Public Hearing and collected written comments from the public (collectively, the “Report”) and distributed the Report to the members of the Agency; and

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

WHEREAS, in accordance with Section 874(4) of the Act, (A) the Administrative Director/CEO of the Agency caused a letter dated January 12, 2023 (the “Pilot Deviation Notice Letter”) to be mailed to the chief executive officer of each affected tax jurisdiction, informing said individuals that the Agency would, at its meeting on January 24, 2023 (the “IDA Meeting”), consider a proposed deviation from the Agency’s Uniform Tax Exemption Policy and Guidelines

(the “Tax Exemption Policy”) with respect to the payment in lieu of taxes agreement to be entered into by the Agency with respect to the Improvements and pursuant to which the Agency would grant an exemption from real property taxes with respect to the Improvements only; and (B) the members of the Agency conducted the IDA Meeting on the date hereof, reviewed any comments and correspondence received with respect to the proposed deviation from the Tax Exemption Policy and approved the proposed deviation from the Tax Exemption Policy; and

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

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

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

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

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

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

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

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

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

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

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

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

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

Section 2. The Agency hereby ratifies, confirms and approves all actions heretofore taken by the Administrative Director/CEO, Chief Financial Officer and the staff of the Agency with respect to the Application, the Analysis and the Public Hearing, including, without limitation, (a) those actions required to ensure full compliance with the requirements of the Act, SEQRA and all other Applicable Laws that relate to the Project, and (b) the appointment of the law firm of Phillips Lytle LLP as Counsel to the Agency with respect to all matters in connection with the Project.

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

Section 4. Having considered fully all comments received at or in connection with the Public Hearing and the IDA Meeting, including correspondence received subsequent to the Public Hearing, the Agency hereby further determines to proceed with the Project and the granting of the Financial Assistance, subject to the terms hereof. The Agency hereby approves the granting of an exemption from real property taxes having an estimated value of \$529,318, and (b) an exemption from sales and use taxes in the maximum amount of \$100,000.

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

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

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

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

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

Section 9. The officers, employees and agents of the Agency are hereby authorized and directed, acting individually or jointly, for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Transaction Documents, to execute and deliver all such additional certificates, instruments, agreements and documents, to pay all such fees, charges and expenses, and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, convenient or appropriate to effect the purposes of this Resolution and to cause compliance with all of the terms, covenants and provisions of the Transaction Documents to which the Agency is a party or which are binding on the Agency.

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

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

Section 12. This Resolution shall take effect immediately.

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

Gary Henry	AYE
Bradley Walters	AYE
Sagan Sheffield-Smith	AYE
Dan Heitzenrater	AYE
Steven Thorpe	AYE
Kevin Muldowney	AYE
Rhonda Johnson	AYE

The foregoing Resolution was thereupon declared duly adopted.

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

WE, the undersigned officers of the County of Chautauqua Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on January 24, 2023 with the original thereof on file in our offices, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

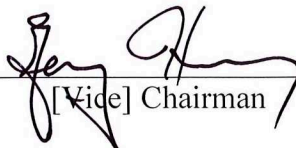
WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public at both locations at which members of the Agency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

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

IN WITNESS WHEREOF, we have hereunto set our hand this 24th day of January, 2023.



[Assistant] Secretary



[Vice] Chairman



County of Chautauqua Industrial Development Agency

Board of Directors

Gary Henry
Chairman
Owner
Fancher Chair Co., Inc.

Brad Walters
Vice Chairman
Executive Director -
Southern Tier Builders
Association

Sagan Sheffield Smith
Treasurer
Chief Financial Officer-
Double A Vineyards

Daniel Heitzenrater
Secretary
President & CEO
Chautauqua County
Chamber of Commerce

Jay Churchill
Member
Owner - Jamestown Electro
Plating

Steven Thorpe
Member
President -
Sheet Metal Workers Local
Union No 112

Rhonda Johnson
Member
President -
Weber Knapp

Kevin Muldowney
Member
PED Chair

RESOLUTION NUMBER 1-24-23-05
RESOLUTION OF THE MEMBERS OF THE
COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY
APPROVING ENTRY INTO VARIOUS GRANT AGREEMENTS WITH
CHAUTAUQUA COUNTY


January 24, 2023

I, Gary Henry, Chairman of the County of Chautauqua Industrial Development Agency, a public benefit corporation ("CCIDA") hereby certify that at a meeting of the Members of the CCIDA duly called and held at the CCIDA Board Room, 201 West Third Street, Jamestown, County of Chautauqua New York at 10:00 a.m. on the 24th day of January, 2023 at which a quorum was present, the following resolutions were unanimously adopted:

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

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

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

By 
Authorized Representative

Date 1/24/23