

**PILOT DEVIATION APPROVAL RESOLUTION
BRAWLER'S CORNER SOLAR, LLC PROJECT**

A regular meeting of Allegany County Industrial Development Agency (the "Agency") was convened in public session at the office of the Agency located at Crossroads Commerce & Conference Center located at 6087 State Route 19 North, Belmont, Allegany County, New York on July 11, 2024 at 10:00 o'clock a.m., local time.

The meeting was called to order by the (Vice) Chairperson and, upon roll being called, the following members of the Agency were:

PRESENT:

Judy Hopkins	Chairperson
Randy Shayler	Vice Chairperson
Richard Ewell	Secretary
Douglas Frank	Treasurer
John Ricci	Member

ABSENT: Douglas Frank Treasurer

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Craig R. Clark, P.E., Ph.D. Executive Director

The following resolution was offered by Rich Ewell, seconded by John Ricci, to wit:

Resolution No. 0724- 2

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 PROPOSED PROJECT FOR BRAWLER'S CORNER SOLAR, LLC

WHEREAS, Allegany County 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 99 of the 1973 Laws of New York, as amended, constituting Section 906-a 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 and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, Brawler’s Corner Solar, LLC, a State of Delaware limited liability company (the “Company”), submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in an approximately 25 acre portion of an approximately 42 acre parcel of land located on Hicks Hill Road (Tax Map No. 208.-1-3.111) in the Town of Wirt, Allegany County, New York (the “Land”), (2) the construction on the Land of a ground mounted photovoltaic 5.0-MW solar energy facility including panels, racking, inverters, electrical cables, grid interconnection, site preparation, access roads and any other required improvements (all said improvements being collectively referred to as the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other personal property (the “Equipment”), all of the foregoing to constitute a solar electric energy generating facility to be owned and operated by the Company (the Land, the Facility and the Equipment being 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 certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, pursuant to the authorization contained in a resolution adopted by the members of the Agency on June 13, 2024 (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, were mailed on June 17, 2024 to the chief executive officers of the county and of each town, village and school district in which the Project Facility is to be located, (B) caused notice of the Public Hearing to be posted on June 17, 2024 on the Agency’s website, and on June 18, 2024 on a public bulletin board located at the Town of Wirt Town Hall located at 210 Main Street in the Town of Wirt, Allegany County, New York (C) caused notice of the Public Hearing to be published on June 25, 2024 in The Olean Times Herald, a newspaper of general circulation available to the residents of Allegany County, New York, (D) conducted the Public Hearing on the 8th day of July, 2024 at 7:30 o’clock p.m., local time, at the Town of Wirt Town Hall located at 210 Main Street in the Town of Wirt, Allegany County, New York; (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 to the members of the Agency and (F) caused a copy of the Public Hearing Resolution to be sent via certified mail, return receipt requested on June 17, 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 to comply with the requirements of Section 859-a of the Act; 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 SEQR Act, “SEQRA”) by resolution adopted by the members of the Agency on June 13, 2024 (the “Preliminary SEQR Resolution”), the Agency determined (A) that the Agency will undertake a coordinated review process with interested and involved agencies and (B) that the Agency intended to serve as “lead agency” under the SEQRA process for the Project; and

WHEREAS, further pursuant to SEQRA, by resolution adopted by the members of the Agency on July 11, 2024 (the “Final SEQR Resolution”), the Agency as “lead agency” issued a negative declaration in which the Agency determined that the Project constitutes a “Type I Action” that will not have a “significant environmental impact” and accordingly, that an environmental impact statement is not required to be prepared with respect to the Project (as such quoted terms are defined in SEQRA); 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 to be entered into by the Agency with respect to the Project Facility, which proposed deviation is outlined in the letter dated July 2, 2024 (the “Pilot Deviation Letter”), a copy of which Pilot Deviation Letter is attached hereto as Exhibit A; and

WHEREAS, pursuant to Section 874(4) of the Act, prior to taking final action on such request for a deviation from the Agency’s uniform tax exemption policy, the Agency must give the chief executive officers of Allegany 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 July 2, 2024, the Executive Director of the Agency caused copy of the Pilot Deviation Letter to be sent to the Affected Tax Jurisdictions to notify the Affected Tax Jurisdictions of the proposed deviation from the Policy connection with the Project; and

WHEREAS, through the Pilot Deviation Letter, the Executive Director of the Agency 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 ALLEGANY COUNTY 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 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 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 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 Pilot Deviation Letter attached hereto as Exhibit A.

Section 3. Upon preparation by special counsel to the Agency of a payment in lieu of tax agreement with respect to the Project Facility reflecting the terms of this resolution (the "Payment in Lieu of Tax Agreement") and approval by the Chairperson, Vice Chairperson or Executive Director of the Agency of same, the Agency, the Chairperson, Vice Chairperson or Executive Director is hereby authorized, on behalf of the Agency, to execute and deliver the Payment in Lieu of Tax Agreement, 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 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. Any action taken by the Agency staff with respect to the Pilot Deviation Letter prior to the date of this resolution is hereby ratified and confirmed.

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:

Judy Hopkins	VOTING	<u>Aye</u>
Randy Shayler	VOTING	<u>Aye</u>
Richard Ewell	VOTING	<u>Aye</u>
Douglas Frank	VOTING	<u>Abstent</u>
John Ricci	VOTING	<u>No</u>

The foregoing resolution was thereupon declared duly adopted.

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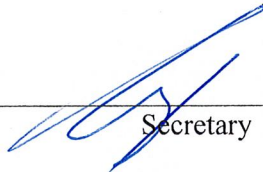
STATE OF NEW YORK)
) SS.:
COUNTY OF ALLEGANY)

I, the undersigned Secretary of Allegany County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on July 11, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I 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, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I 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, I have hereunto set my hand and affixed the seal of the Agency this 11th day of July, 2024.



Secretary

EXHIBIT A
PILOT DEVIATION LETTER

See attached.

ALLEGANY COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Crossroads Commerce & Conference Center
6087 State Route 19 North – Suite 100
Belmont, New York 14813
Phone: (585) 268-7445
Fax: (585) 268-7473

July 2, 2024

W. Brooke Harris, Chairman
Allegany County Board of Legislators
County Office Building
7 Court Street
Belmont, New York 14813

Judy L. May, Superintendent
Friendship Central School District
46 West Main Street
Friendship, New York 14739

Larry Bedow, Town Supervisor
Town of Wirt
210 Main Street
PO Box 243
Richburg, New York 14774

William “Scott” Ritchie, Board President
Friendship Central School District
46 West Main Street
Friendship, New York 14739

Constance Adkins, District Clerk
Friendship Central School District
46 West Main Street
Friendship, New York 14739

RE: Proposed Deviation from Uniform Tax Exemption Policy by
Allegany County Industrial Development Agency
in connection with its Proposed Brawler’s Corner Solar, LLC Project

Dear Ladies and Gentlemen:

This letter is delivered to you pursuant to Section 874(4)(c) of the General Municipal Law.

The Allegany County Industrial Development Agency (the “Agency”) received an application (the “Application”) from Brawler’s Corner Solar, LLC, a State of Delaware limited liability company (the “Company”), a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in an approximately 25 acre portion of an approximately 42 acre parcel of land located on Hicks Hill Road (Tax Map No. 208.-1-3.111) in the Town of Wirt, Allegany County, New York (the “Land”), (2) the construction on the Land of a ground mounted photovoltaic 5.0-MW solar energy facility including panels, racking, inverters, electrical cables, grid interconnection, site preparation, access roads and any other required improvements (all said improvements being collectively referred to as the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other personal property (the “Equipment”), all of the foregoing to constitute a solar electric energy generating facility to be owned and operated by the Company (the Land, the Facility and the Equipment being 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 certain sales and use taxes, real property taxes, real estate transfer

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W. Brooke Harris, Chairman
Larry Bedow, Town Supervisor
Judy L. May, Superintendent
William "Scott" Ritchie, Board President
Constance Adkins, District Clerk
July 2, 2024
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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 to the Agency (the "PILOT Request") to enter into a payment in lieu of tax agreement (the "Proposed PILOT Agreement") which terms would deviate from the Agency's Uniform Tax Exemption Policy (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 twenty-five (25) years with the following abatement schedule:

100% Abatement for 25 years
\$2500 per MW AC of installed solar capacity, increasing 2% per year.

The Policy provides that, for a facility similar to the Project Facility, payments in lieu of taxes would be the same as above, but for twenty (20) years, as opposed to the requested twenty-five (25) years.

The purpose of this letter is to inform you of such PILOT Request and that the Agency is considering whether to grant the PILOT Request and to approve the Proposed PILOT Agreement conforming to the terms of the PILOT Request. The Agency expects to consider whether to approve the terms of the Proposed PILOT Agreement at its meeting scheduled for July 11, 2024 at 10 o'clock a.m., local time at the offices of the Agency located at Crossroads Commerce & Conference Center, 6087 State Route 19 North – Suite 100, Belmont, New York 14813 (the "Meeting"). As described later in this letter, during the Meeting the Agency will review the terms of the PILOT Request and, based on the discussions during such Meeting, the terms of the PILOT Request may be modified.

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

1. **The nature of the Project:** Construction of a solar energy generating facility on the Land, including the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property.
2. **The present use of the property:** The property is currently vacant.
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:** The Project is located in the Town of Wirt. At the time of the filing of the Application, the economic condition of the area in which the Project Facility is located is generally average; mainly agricultural. The Project is expected to create construction jobs, and reduce carbon emissions. Additional benefits created by the Project are described in the Application. The Project will produce revenue over and above current taxes without loss of current taxes.

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W. Brooke Harris, Chairman
Larry Bedow, Town Supervisor
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July 2, 2024
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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.** The Project is expected to create approximately 20 construction jobs.

5. **The estimated value of new tax exemptions to be provided:** Sales tax exemption: \$990,000; real property tax exemption (net of PILOT and new Fire District taxes): \$903,730.10. Mortgage recording tax exemption is not requested.

6. **The economic impact of the Proposed PILOT Agreement on affected tax jurisdictions:** The development of the Project Facility will provide increased tax revenue on the land and PILOT payment revenue to the affected tax jurisdictions. Over the twenty-five year term of the Agreement payments of PILOT and Special District taxes are expected to be \$ 176,433.22. The land values are not exempted and therefore there is no loss of current revenue.

7. **The impact of the Proposed PILOT Agreement on existing and proposed businesses and economic development projects in the vicinity:** It is expected that the Project will have a positive effect on existing and proposed businesses and economic development projects in the vicinity of the Project as the Project will partially rely on local services and procure construction materials and labor locally.

8. **The amount of private sector investment generated or likely to be generated by the Proposed PILOT Agreement:** Estimated private sector equity: \$8,784,093.17.

9. **The effect of the Proposed PILOT Agreement on the environment:** The Agency has not yet made a determination, but similar projects have been found to not have any significant environmental impacts on the environment, and therefore the Agency issued a negative declaration pursuant to the State Environmental Quality Review Act.

10. **Project Timing:** Completion anticipated by December 31, 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:** It is not anticipated that any additional educational, transportation, police, emergency medical or fire services will be required as a result of the Project.

12. **Anticipated tax revenues/Host Community Benefit Agreements:** It is expected that revenues will increase due to the undertaking of the Project, including PILOT and Special District taxes noted above, and host payments the first 25 years to the Town.

13. **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 benefit is a positive one economically, in that the Project will promote the development of the Town of Wirt, and residents will benefit from reduced energy costs if they subscribe to the Project.

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July 2, 2024
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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 General Municipal Law, 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.

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

Sincerely yours,

/s/ Craig M. Clark

Craig M. Clark
Executive Director

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AFFIDAVIT OF MAILING OF
PILOT DEVIATION NOTICE LETTER

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

The undersigned hereby states:

That on July 2, 2024, I mailed to the following individuals a copy of a letter (the "Pilot Deviation Notice Letter") informing said individuals of (A) a proposed deviation (the "Deviation") by Allegany County Industrial Development Agency (the "Agency") from the Agency's Uniform Tax Exemption Policy relating to the proposed Brawler's Corner Solar, LLC Project to be undertaken by the Agency for the benefit of Brawler's Corner Solar, LLC (the "Company") and (B) the time and place of the meeting of the members of the Agency at which the question of whether to proceed with said Deviation is scheduled to be considered by the Agency:

W. Brooke Harris, Chairman
Allegany County Board of Legislators
County Office Building
7 Court Street
Belmont, New York 14813

9589 0710 5270 0855 0335 26

Larry Bedow, Town Supervisor
Town of Wirt
210 Main Street
PO Box 243
Richburg, New York 14774

9589 0710 5270 0855 0335 40

Judy L. May, Superintendent
Friendship Central School District
46 West Main Street
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9589 0710 5270 0855 0335 33

William "Scott" Ritchie, Board President
Friendship Central School District
46 West Main Street
Friendship, New York 14739

9589 0710 5270 0855 0335 57

Constance Adkins, District Clerk
Friendship Central School District
46 West Main Street
Friendship, New York 14739

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I have hereunto set my hand this 2nd day of July, 2024.


Nicole Brown-Bruette