

**AMENDED APPROVING RESOLUTION
ALLE-CAT WIND ENERGY LLC PROJECT**

A regular meeting of Allegany County Industrial Development Agency (the "Agency") was convened in public session in the office of the Agency located at Crossroads Commerce & Conference Center located at 6087 State Route 19 North, Belmont, Allegany County, New York on August 8, 2024 at 10:00 o'clock, a.m., local time.

The meeting was called to order by the (Vice) Chairperson of the Agency 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:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Craig R. Clark, P.E., Ph.D.	Executive Director
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The following resolution was offered by Richard Ewell, seconded by Judy Hopkins, to wit:

Resolution No. 0824- 01

RESOLUTION AMENDING A RESOLUTION ENTITLED "RESOLUTION AUTHORIZING EXECUTION OF DOCUMENTS IN CONNECTION WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR ALLE-CATT WIND ENERGY 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 commercial, manufacturing and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

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

WHEREAS, on August 13, 2020, the members of the Agency adopted a resolution (the “Approving Resolution”) entitled “Resolution Authorizing Execution of Documents in Connection with a Lease/Leaseback Transaction for a Project for Alle-Catt Wind Energy LLC”; and

WHEREAS, subsequent to the adoption of the Approving Resolution, the Agency was notified that the Project description changed, the Project cost increased, as well as the amount of benefits being requested by the Company;

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

Section 1. The Approving Resolution, is hereby amended to include the following recital clauses:

“WHEREAS, in July, 2024 the Agency received an amended application from the Company (the “Amended Application”) providing for certain amendments to the Application (the Application, as amended by the Amended Application, is hereinafter referred to as the “Amended Application”) with respect to the Project from the Company, which Amended Application contains revised Project costs, revised Project description and amounts of Financial Assistance resulting in the need for the Agency, pursuant to Section 859-a of the Act, to hold a second public hearing with respect to the Project and the amount of the Financial Assistance as described in the Amended Application; and

WHEREAS, pursuant to the Amended Application, the Project now consists of the following: (A) (1) the acquisition of an interest in multiple parcels of land located in the Towns of Centerville and Rushford, Allegany County, New York, together with various parcels of land scattered amongst approximately 15,000 leased acres located in the northwestern corner of the Town of Rushford and throughout the Town of Centerville, Allegany County, New York (collectively, the “Land”), (2) the construction and installation on the Land of approximately twenty-eight (28) wind turbine generators averaging 4.5 MW each, for a total of 126 MW (collectively, the “Facility”), (3) the construction of associated access roads and electrical interconnect infrastructure (collectively, the “Infrastructure”) and (4) the acquisition and installation of certain machinery and equipment therein and thereon (collectively, the “Equipment”), all of the foregoing to constitute a wind energy generating facility to be owned and operated by the Company (the Land, Facility, the Infrastructure 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 and real estate transfer 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 Amended Application, the members of the Agency adopted a public hearing resolution on July 11, 2024 (the “Second Public Hearing Resolution”) authorizing the Executive Director of the Agency to (A) cause notice of a

public hearing of the Agency (the “Second Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on July 15, 2024 to the chief executive officers of the county and of each city, town, village and school district in which the Project is or is to be located, (B) cause notice of the Second Public Hearing to be posted on July 18, 2024 on the Agency’s website and on July 19, 2024 on a public bulletin board in the Town of Rushford and on July 20, 2024 on a public bulletin board in the Town of Centerville, Allegany County, New York, (C) cause notice of the Second Public Hearing to be published on July 25, 2024 in The Hornell Evening Tribune, a newspaper of general circulation available to the residents of Allegany County, New York, (D) conduct the Second Public Hearings on August 7, 2024 at 7:00 o’clock p.m., local time at the Rushford Town Hall, 8999 Main Street, Town of Rushford, Allegany County, New York, and on August 6, 2024 at 7:00 o’clock p.m., local time at the Centerville Town Hall, 8902 County Road 3, Town of Centerville, Allegany County, New York, (E) prepare reports of the Second Public Hearing (collectively the “Second Hearing Report”) fairly summarizing the views presented at such Second Public Hearings and (F) mail a certified copy of the Public Hearing Resolution with respect to the Amended Application to the affected taxing jurisdictions; and”

Section 2. The Agency hereby amends Section 3(D) of the Approving Resolution to read as follows:

“(D) It is estimated at the present time that the costs of the planning, development, acquisition, construction, reconstruction, and installation of the Project Facility (collectively, the “Project Costs”) will be approximately \$414,128,070.62;”

Section 3. The members of the Agency have considered the comments received from the public pursuant to the Second Public Hearing.

Section 4. Exhibit A of the Approving Resolution is hereby amended as reflected in the attached Exhibit A to this Resolution.

Section 5. Except as amended by this Resolution, the Approving Resolution, including the Exhibits attached thereto, shall remain in full force and effect and the terms and conditions thereof are hereby confirmed.

Section 6. All action taken by the (Vice) Chairperson or the Executive Director of the Agency in connection with the Second Public Hearing with respect to the Project prior to the date of this Resolution is hereby ratified and confirmed.

Section 7. This Resolution shall take effect immediately.

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

Judy Hopkins	VOTING	<u>Aye</u>
Randy Shayler	VOTING	<u>Aye</u>
Richard Ewell	VOTING	<u>Aye</u>
Douglas Frank	VOTING	<u>Aye</u>
John Ricci	VOTING	<u>Aye</u>

The foregoing Resolution was thereupon declared duly adopted.

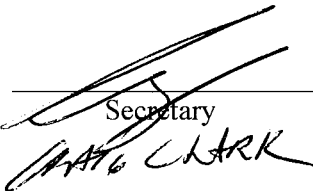
STATE OF NEW YORK)
) SS.:
COUNTY OF ALLEGANY)

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 August 8, 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 8th day of August, 2024.



Secretary

(SEAL)

EXHIBIT A
DESCRIPTION OF THE EXPECTED PUBLIC BENEFITS

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

Description of Benefit		Applicable to Project (indicate Yes or NO)		Expected Benefit
1.	Existing jobs on project site	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Property is primarily vacant farmland.
2.	Creation of new permanent jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	4.5 full time equivalent new jobs at the Project Facility within 2 years of the date hereof.
3.	Estimated value of tax exemptions	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	The estimated amount of the tax exemptions are described as follows: \$4,429,232,65 in form of Sales Tax Exemption, and \$3,964,276,59 in mortgage recording tax exemption and \$32,247,505 in real property tax exemptions.
4.	Private sector investment	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	\$414,128,070.62 of private investment.
5.	Likelihood of project being accomplished in a timely fashion	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	High likelihood of project being completed in a timely manner.
6.	Extent of new revenue provided to local taxing jurisdictions	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	It is expected that revenues will increase due to the undertaking of the Project, including PILOT/Host payments the first 20 years of this Project (1) direct payroll will total an estimated \$22,940,000 million, (2) \$550,000 in income tax revenue will be generated and (3) \$400,000 in sales tax revenue will be generated. Also lease payments will be \$26,929,217 over the 20 years.

7.	Any additional public benefits	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	This Project promotes the State's energy goals as expressed in the State Energy Plan and the Climate Leadership and Community Protection. At a value of the social cost carbon of \$40 per ton (less than the value used by the New York State Public Service Commission, the reduction of 175,199 tons per year CO2 is valued at \$4,007,960 annually.
8.	Local labor construction jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	The Project is expected to create construction jobs.
9.	Regional wealth creation (% of sales/customers outside of the County)	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Approximately 15% of the project costs will be local sourced materials.
10.	Located in a highly distressed census tract	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	At the time of filing of the Application, the economic condition of the area in which the Project Facility is located is generally average to poor.
11.	Alignment with local planning and development efforts	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	The Project is consistent with local planning and development efforts.
12.	Promotes walkable community areas	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	The Project site is not located in an urban setting with sidewalks.
13.	Elimination or reduction of blight	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	The Project site is not a blighted area, but the site is currently abandoned.
14.	Proximity/support of regional tourism attractions/facilities	<input type="checkbox"/> Yes	<input type="checkbox"/> No	N/A
15.	Local or County official support	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Yes.
16.	Building or site has historic designation	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	No buildings affected.
17.	Provides brownfield remediation	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	No brownfields present.