

**Resolution – Partial Release of Released
Parcel (NY Rome Old Oneida Solar LLC
Facility)**

Date: August 21, 2026

At a meeting of the Oneida County Industrial Development Agency (the “Agency”) held at 584 Phoenix Drive, Rome, New York 13441 on August 21, 2026, the following members of the Agency were:

Members Present: Steve Zogby, Aricca Lewis, James Genovese, Tim Reed, Kristen Martin, and Franca Armstrong.

EDGE Staff Present: Marc Barraco, Tim Fitzgerald, and Julie Daskiewich.

Others Present: Thomas Caputo; Sentinel, Laura Ruberto, Linda Romano, Bond Schoeneck & King, Angela Eicholtz; Pennrose, Aaron Tomczak, Amber Mathias; Bonacio Construction, Wade Abraham; Alder Creek, Dwight Vicks; Vicks Lithograph & Printing

Others Present Virtually: Mark Kaucher, Paul Goldman, Jenna Peppenelli, and Mark Levitt; Levitt & Gordon.

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to the release of certain lands (NY Rome Old Oneida Solar, LLC Facility).

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

Voting Aye

Steve Zogby
Aricca Lewis
James Genovese
Tim Reed
Kristen Martin
Franca Armstrong

Voting Nay

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE A PARTIAL
RELEASE OF LEASE, PARTIAL RELEASE OF LEASEBACK, AND RELATED
DOCUMENTS WITH RESPECT TO THE NY ROME OLD ONEIDA SOLAR LLC
FACILITY LOCATED AT 5792 OLD ONEIDA ROAD, CITY OF ROME, COUNTY
OF ONEIDA.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended and Chapter 372 of the Laws of 1970 of the State of New York (collectively, the "Act"), Oneida County Industrial Development Agency (the "Agency") was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, the United States of America acting by the through the Secretary of the Air Force conveyed various parcels of land to the Agency all in furtherance of the redevelopment of the former Griffiss Air Force Base; and

WHEREAS, NY Rome Old Oneida Solar, LLC (the "Company") requested the Agency assist in the construction of an approximately 4.2 megawatt AC ground mounted photovoltaic solar facility consisting of racking and foundations, inverters and transformers, necessary electrical interconnections and all improvements and connections required to transfer and deliver generation offsite, access road, security fencing and gating, safety signage and solar photo voltaic ("PV") panels (collectively, the "Improvements"), situated on a 20± acre portion of a 144± acre parcel of land located at 5792 Old Oneida Road, City of Rome, County of Oneida (the "Land"), all for the purpose of furthering the mission of New York State renewable energy goals by providing renewable energy for consumers in the region under the New York State Community Solar Program (the Land and the Improvements are referred to collectively as the "Facility" and the construction of the Improvements is referred to as the "Project"); and

WHEREAS, the Land is now vested of record in the Estate of James D. Elliott (the "Owner") and is leased to the Company pursuant to an Option and Lease Agreement dated June 2, 2022 (the "Ground Lease"); and

WHEREAS, the Company leases the Facility to the Agency pursuant to a Lease Agreement dated December 23, 2025 (the "Lease Agreement") and the Agency leases the Facility back to the Company for its operation pursuant to a Leaseback Agreement dated December 23, 2025 (the "Leaseback Agreement");

WHEREAS, the Agency and the Company are also party to various other documents relating to the Facility, collectively referred to in the Leaseback Agreement as the "Transaction Documents;" and

WHEREAS, the Owner, acting through its duly appointed representative(s), has conveyed or is conveying to Dianne Putaski and Donald J. Putaski, II (together with

their successors, assigns and mortgagees, the "Grantees") a 2.12± acre portion of the Facility (the "Released Parcel"); and

WHEREAS, the Company has represented to the Agency that the Released Parcel is not necessary, desirable or useful for the operation of the Facility; and

WHEREAS, the Company is now requesting the Agency authorize the release of the Released Parcel from the Transaction Documents to allow for the conveyance from the Owner to the Grantees; and

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Industrial Development Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1.

(a) Based on representations made by the Company, the Agency hereby determines that the Released Parcel is not necessary, desirable or useful for the Facility.

(b) The Agency hereby authorizes the release of the Released Parcel from the Transaction Documents.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) release the Released Parcel from the Transaction Documents and (ii) execute, deliver and perform a Partial Release of Lease Agreement and a Partial Release of Leaseback Agreement.

Section 3. The Agency is hereby authorized to release the Released Parcel and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 4. The form and substance of the Partial Release of Lease Agreement and the Partial Release of Leaseback Agreement (each in substantially the forms customary to the Agency and subject to counsel review) are hereby approved.

Section 5.

(a) The Chairman, Vice Chairman, Secretary or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Partial Release of Lease Agreement and the Partial Release of Leaseback Agreement, in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Secretary or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the

transactions contemplated by this resolution (hereinafter collectively called the "Closing Documents"). The execution thereof by the Chairman, Vice Chairman, or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, Vice Chairman, Secretary or any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency.

Section 6. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Closing Documents, and to execute and deliver all such additional certificates, instruments and documents, 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 Closing Documents binding upon the Agency.

Section 7. This resolution shall take effect immediately.

STATE OF NEW YORK)
) ss.:
COUNTY OF ONEIDA)

I, the undersigned Secretary of the Oneida County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Agency, including the resolutions contained therein, held on the 21st day of August 2026 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand to be effective this 21st day of August 2026.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: 
Tim Fitzgerald, Secretary