

**Supplemental Resolution
Pivot Solar NY 4 LLC
(Verona Solar) Facility**

Date: May 20, 2022

At a meeting of the Oneida County Industrial Development Agency (the "Agency") held at 584 Phoenix Drive, Rome, New York 13441 on May 20, 2022, the following members of the Agency were:

Members Present: David Grow, Michael Fitzgerald; Ferris Betrus, Kirk Hinman, Mary Faith Messenger, Gene Quadraro, Steve Zogby

EDGE Staff Present: Shawna Papale, Bill Van Shufflin, Maureen Carney, Tim Fitzgerald, Mark Kaucher (WebEx)

Other Attendees: Rome Mayor Jackie Izzo; Paul Goldman, Esq., Goldman Attorneys, PLLC; Linda Romano and Laura Ruberto, Bond, Schoeneck & King (call-in); Mark Levitt and Jenna Peppenelli (WebEx); Gordon Woodcock, Pivot Energy (WebEx); Kate Jarosh, Woodhaven Ventures, LLC (WebEx)

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 to amend the Inducement Resolution and Final Authorizing Resolution pertaining to proposed financial assistance to Pivot Solar NY 4 LLC (Verona Solar Project).

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

Voting Aye

David Grow
Michael Fitzgerald
Ferris Betrus
Kirk Hinman
Mary Faith Messenger
Gene Quadraro
Steve Zogby

Voting Nay

RESOLUTION SUPPLEMENTING AND AMENDING THE INDUCEMENT
RESOLUTION AND FINAL AUTHORIZING RESOLUTION WITH RESPECT TO THE
PIVOT SOLAR NY 4 LLC (VERONA SOLAR PROJECT) FACILITY LOCATED IN THE
TOWN OF VERONA, ONEIDA COUNTY.

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"), 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, Pivot Solar NY 4 LLC, on behalf of itself and/or the principals of Pivot Solar NY 4 LLC, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the Oneida County Industrial Development Agency (the "Agency") to enter into a transaction in which the Agency will assist in construction of an approximately 2.375 megawatt AC community solar energy facility consisting of silicon based photovoltaic (PV) panels installed on a low-profile racking system and associated support infrastructure (collectively, the "Improvements"), situated on an 11± acre portion of a 15± acre parcel of land located at 5718 Tilden Hill Road, Town of Verona, 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, by resolution duly adopted on March 25, 2022, (the "Inducement Resolution") the Agency decided to proceed under the provisions of the Act to lease the Facility and directed that a public hearing be held and enter into the Lease Agreement and Leaseback Agreement; and

WHEREAS, the Agency conducted a public hearing on April 21, 2022 and has received all comments submitted with respect to the nature and location of the Facility and the following contemplated financial assistance:

- Real property tax abatement \$243,129 (approximately)
- Mortgage recording tax exemption Not requested

WHEREAS, by resolution duly adopted on April 22, 2022, (the "Final Authorizing Resolution") the Agency approved the above-referenced financial assistance and the form and execution of related documents; and

WHEREAS, the Application for Financial Assistance submitted by the Company did, in fact, request the Agency grant mortgage recording tax exemption in an amount valued at \$22,208; and

WHEREAS, the Agency conducted a second public hearing on May 19, 2022 and has received all comments submitted with respect to the nature and location of the Facility and the following contemplated Financial Assistance:

- Real property tax abatement \$243,129 (approximately)
- Mortgage recording tax exemption \$22,208

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

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) The Facility constitutes a “project”, as such term is defined in the Act; and

(c) The construction and equipping of the Facility, the leasing of the Facility to the Company and the Agency’s Financial Assistance with respect thereto (inclusive of mortgage recording tax exemptions and reduction of real property taxes), will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Oneida County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(d) The SEQRA findings adopted by the Agency on March 25, 2022 encompassed the actions to be undertaken by this resolution and no changes have been made since that time to the proposed action that would create new or increased adverse environmental impacts.

Section 2. In consequence of the foregoing, the Agency hereby determines to: (i) provide the Financial Assistance to the Company in support of the Project, (inclusive of mortgage recording tax exemptions and reduction of real property taxes), (ii) amend the Inducement Resolution and the Inducement/Project Agreement to define the Financial Assistance to be inclusive of mortgage recording tax exemptions and reduction of real property taxes, and (iii) amend the Final Authorizing Resolution to define the Financial Assistance to be inclusive of mortgage recording tax exemptions and reduction of real property taxes.

Section 3. The Chairman of the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 4. 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 May 20, 2022 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.

IN WITNESS WHEREOF, I have hereunto set my hand as of May 20, 2022.

ONEIDA COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

By: 
Shawna M. Papale, Secretary