

**ALLEGANY COUNTY
INDUSTRIAL DEVELOPMENT AGENCY**

Crossroads Commerce Center
June 9, 2022
10:00 a.m.

https://www.youtube.com/channel/UCXJ1KZ_F90Z77-JQxeHzDXQ?

AGENDA

Approval of Minutes

- Special Board Minutes May 25, 2022

Treasurer's Report

- Abstract Report – Expenses June
- Banking & Financial Summary June

Building Maintenance Report

Executive Session- discussion of contractual/legal issue

Action Items

- Review and approval of 2021 financial audit
- Resolution to approve local labor requirement waiver for Hume Wiscoy 1&2
- Adoption of local labor recording form
- Resolution adopting agency meeting policy
- Resolution to accept financial assistance application for NY Alfred 1 Solar project
- Resolution to hold Public Hearing for financial Assistance for NY Alfred 1 Solar Project

Old Business

- Other Solar project updates
- Microenterprise Grant – next phase
- Update Crossroads engineering study
- Status small business grant CBDG CARES act program

New Business

Good of the Order

Next Meeting / Adjournment

OPEN ACUC MEETING

Allegany County Industrial Development Agency

May 25, 2022

Crossroads Conference Center, Belmont, New York 14813

ACIDA.org

OPENING REMARKS

Vice Chairman Hopkins called the Board meeting to order, in person, at 11:01 A.M.

➤ Present: Judith Hopkins, John Ricci, Ward "Skip" Wilday and Randy Shayler.

➤ Present by Telephone: None.

➤ Absent: Richard Ewell and Douglas Frank.

➤ Others present: Dr. Craig Clark, IDA Executive Director

Pamela Common, Recording Secretary

Live streaming on YouTube at: <https://www.youtube.com/watch?v=FeFy5x1akKA>

MINUTES

➤ **Minutes of the IDA Board Meeting of 05/12/2022-** A motion was made by S. Wilday and seconded by J. Ricci, to approve the May 12th IDA Board minutes. There was no discussion. All members present were in favor of the approval of the minutes, by a vote of 4-0, with no opposition.

➤ **Minutes of the Public Hearing for OYA Chenunda Creek, LLC project of 05-09-2022-**A motion was made by R. Shayler and seconded by J. Ricci, to approve the public hearing minutes. All members were in favor of approving the public hearing minutes, by a vote of 4-0.

C. Clark: I would like to go on the record and say, there were only three attendees and they were all board members, plus their lawyer. There were no questions and the Board, in Independence, endorses this project.

EXECUTIVE SESSION-None

ACTION ITEMS

- **Resolution for SEQR review-OYA Chenunda Creek, LLC Independence-** A motion was made by S. Wilday and seconded by J. Ricci, to approve the SEQR review resolution, by a vote of 4-0. There were no questions.

C. Clark: We got the approval, from the appropriate bodies and, we were the appropriate group to do the SEQR. There has been no discussion, as far as negative impacts. So, we are ready to move forward.

Roll Call vote, as follows:

R. Shayler **Aye**

S. Wilday **Aye**

J. Ricci **Aye**

J. Hopkins **Aye**

- **Approving resolution for financial assistance-OYA Chenunda Creek, LLC project-**A motion was made by R. Shayler and seconded by S. Wilday, to approve the resolution for financial assistance for the OYA Chenunda Creek, LLC solar project, by a vote of 4-0. There were no questions.

C. Clark: I want to go on public record, so everyone understands, Independence has negotiated a host agreement. They let me know they have approved that host agreement and have approved this project. We are ready to go forward with the PILOT.

J. Hopkins: Is there anything out of the ordinary about this host agreement?

C. Clark: No. This is their fourth one and it is the typical host agreement. I don't know what they negotiated but, usually, it is \$2,000.00 per megawatt, in that range.

Roll Call vote, as follows:

S. Wilday	Aye	R. Shayler	Aye	J. Ricci	Aye
J. Hopkins	Aye				

C. Clark: The next two resolutions are because we have approved Independence East and Independence Road. It has been so long, since we approved, that we will authorize and amend the documents so they can extend the fact, they will still have the sales tax benefit. Dates expire and we will be renewing the benefits we already gave them.

- **Resolution authorizing amendment to basic documents-OYA Independence East, LLC-**A motion was made by J. Ricci and seconded by S. Wilday, to approve the amendment to basic documents for the OYA Independence East, LLC project, by a vote of 4-0. There were no questions or further discussion.

Roll Call vote, as follows:

J. Hopkins	Aye	R. Shayler	Aye	J. Ricci	Aye
S. Wilday	Aye				

- **Resolution authorizing amendment to basic documents-OYA Independence Road, LLC-** A motion was made by S. Wilday and seconded by J. Ricci, to approve the resolution authorizing amendment to basic documents for the OYA Independence Road, LLC project, by a vote of 4-0. There were no questions or further discussion.

Roll Call vote, as follows:

J. Hopkins	Aye	R. Shayler	Aye	J. Ricci	Aye
S. Wilday	Aye				

NEW BUSINESS

C. Clark: I would like to mention, there is going to be another solar project, coming to the Board, at the next meeting. It will be the 5-megawatt project, in Alfred. They called me, yesterday and they said, they will, probably, have their financial application in by Friday. So, once I get that, I will get it to you. We have talked to the Town of Alfred but, I will confirm

where they are with their host agreement. We won't process it until they have the host agreement resolved.

Another thing, the potential K-Mart Plaza company is working on a financial application and we will get that in the near future. Then, we will know who is moving into the plaza. I know it is retail and that is all I have.

GOOD OF THE ORDER-NONE

CALENDAR

Next Meeting: June 9, 2022 @ 10:00 A.M.
The Crossroads Commerce Center, Belmont, NY

ADJOURNMENT

With no further business, at 11:11 am, a motion to adjourn was made by J. Ricci and, seconded S. Wilday, to close the special meeting.

Respectfully submitted,
Pamela Common, Recording Secretary.

6/3/2022

2022-June IDA Account Balances - As of 6/17/2022

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Account	6/17/2022 Balance
Bank Accounts	
Community Checking IDA	111,879.79
First Citizens-IDA	256,754.88
TOTAL Bank Accounts	368,634.67
Liability Accounts	
Crossroads Mortgage	-189,120.52
OFA Mortgage	-423,020.01
TOTAL Liability Accounts	-612,140.53
OVERALL TOTAL	-243,505.86

2022-June IDA Banking Summary - Year to Date

1/1/2022 through 6/3/2022

6/3/2022

Page 1

Category	1/1/2022- 6/3/2022
INCOME	
Crossroads-Income	
Conference Room Fees	1,925.00
Rental Income	
AC Area Foundation	3,150.00
AC DEV-PLN-TOURISM	13,980.00
AC EMS-EMT's	21,035.00
Audio Care	3,500.00
Venture Forthe	1,200.00
TOTAL Rental Income	42,865.00
TOTAL Crossroads-Income	44,790.00
IDA Income	
Microenterprise Grant Award	38,147.24
Park N Ride Parking Lot	10.00
PILOT Application fee payment	2,000.00
Refunds	21.68
Rental Income - PM Research Building	50,000.00
TOTAL IDA Income	90,178.92
IDA PILOT Fees	1,000.00
OFA - Income	
Rental Income	52,200.00
TOTAL OFA - Income	52,200.00
TOTAL INCOME	188,168.92

EXPENSES

ACUC - Expense	
Professional fees- Permits	110.00
Water Line Contractor Fees	78,722.14
Waterline Fees	
Utilities-Electric	1,190.99
Waterline Supplies	10,896.71
Waterline Water Usage	7,668.00
TOTAL Waterline Fees	19,755.70
TOTAL ACUC - Expense	98,587.84
Crossroads-Expense	
Annual Inspection	243.00

2022-June IDA Banking Summary - Year to Date

1/1/2022 through 6/3/2022

6/3/2022

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Category	1/1/2022- 6/3/2022
Cleaning	3,442.71
Supplies	659.32
TOTAL Cleaning	4,102.03
Insurance	
Property	1,824.36
TOTAL Insurance	1,824.36
Interest Expense	
Mortgage	3,499.92
TOTAL Interest Expense	3,499.92
Maintenance	4,487.50
Other	1,192.10
TOTAL Maintenance	5,679.60
Refuse	501.11
Utiities	
Electric	9,489.70
Heat	7,218.30
Water Machine	270.00
Water Maintenance Chlorine-Salt	1,172.50
Water Yr Equipment Maintenance	
Water Service Equipment replac...	74.75
TOTAL Water Yr Equipment Mai...	74.75
TOTAL Utiities	18,225.25
TOTAL Crossroads-Expense	34,075.27
IDA-Expense	
Advertising	831.18
Awards-Grants	3,134.74
Microenterprise Grant Draw #6	2,600.00
Microenterprise Grant Draw #8	35,012.50
TOTAL Awards-Grants	40,747.24
Insurance	
Directors & Officers	2,348.00
Truck Stop; Parking Lot; Friendship	5,312.57
TOTAL Insurance	7,660.57
Interest Expense	
Equity Loan #6	3,269.20
TOTAL Interest Expense	3,269.20
Office Supplies	61.94

2022-June IDA Banking Summary - Year to Date

1/1/2022 through 6/3/2022

6/3/2022

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Category	1/1/2022- 6/3/2022
Professional fees	
Accounting	15,621.68
Consulting	9,915.00
Legal	83,515.30
Permits	110.00
TOTAL Professional fees	109,161.98
Tax	
County & Town Taxes	33.74
Fire Protection Tax	496.62
TOTAL Tax	530.36
TOTAL IDA-Expense	162,262.47
OFA - Expense	
Annual Inspection	243.00
Cleaning	3,354.88
Supplies	853.77
TOTAL Cleaning	4,208.65
Insurance	907.50
Property	916.86
TOTAL Insurance	1,824.36
interest	
mortgage	7,003.27
TOTAL interest	7,003.27
Maintenance	2,087.50
Other	849.62
TOTAL Maintenance	2,937.12
Refuse	501.11
supplies	499.00
Utilities	
Heat	3,831.19
Late charges	0.00
Water Machine	270.00
Water Maintenance-Chlorine & Salt	1,172.50
TOTAL Utilities	5,273.69
TOTAL OFA - Expense	22,490.20
VOIDED CHECK	
Duplicate payment	0.00
Error on check	0.00

6/3/2022

2022-June IDA Banking Summary - Year to Date

1/1/2022 through 6/3/2022

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Category	1/1/2022- 6/3/2022
TOTAL VOIDED CHECK	0.00
TOTAL EXPENSES	317,415.78
TRANSFERS	
FROM Community Checking IDA	19,001.81
TO Crossroads Mortgage	-8,994.12
TO OFA Mortgage	-10,007.69
TOTAL TRANSFERS	0.00
OVERALL TOTAL	-129,246.86

2022-June IDA Abstract

5/17/2022 through 6/17/2022 (Accrual Basis)

6/3/2022

Page 1

Date	Account	Num	Category	Memo	Amount
INCOME					15,151.00
Allegany County Treasurer					14,501.00
5/25/2022	Comm...ACH		OFA - Income:Rental Income	OFA-VETS Lease - June 2022	8,700.00
6/8/2022	Comm...DEP		Crossroads-Income:Rental Income:AC DEV...	PLN/DEV/TOURISM Crossroads Lease - June 2022	2,796.00
6/8/2022	Comm...DEP			EMS.OES ACIDA Crossrds Lease June 2022	3,005.00
Ardent Solutions					150.00
5/23/2022	Comm...DEP		Crossroads-Income:Conference Room Fees	Conf rm fee-6/7/22 Inv#2022-05 ck#7638	150.00
AudioCare Inc					450.00
6/3/2022	Comm...DEP		Crossroads-Income:Rental Income:Audio C...	Lease June 2022-ck#5621	450.00
DAWANA Enterprises					50.00
5/23/2022	Comm...DEP		Crossroads-Income:Conference Room Fees	Conf Rm Fee-5/9/22 Inv#2022-04 ck#1301	50.00
EXPENSES					-26,266.08
Argentieri Brothers					-31.20
6/9/2022	Comm... 1984		Crossroads-Expense:Cleaning	Linens/Rugs Inv#558234/559604 May'22	-31.20
Austin Locksmithing & Security Inc					-178.50
6/9/2022	Comm... 1985		Crossroads-Expense:Maintenance:Other	Inv#85-Service Call-Repair broken key in lock/replacement ...	-178.50
CPL ARCHITECTURE ENGINEERING PLANNING					-21,285.00
6/9/2022	Comm... 1986		IDA-Expense:Professional fees:Consulting	Inv#82490-Hotel proj site development/maps/geotech	-21,285.00
F & F Electric, Inc					-140.00
6/9/2022	Comm... 1987		IDA-Expense:Maintenance:Belmont School ...	Inv#965 Mowing Belmont School lot 4/30 -5/23/22	-140.00
LaForge Disposal					-220.64
6/9/2022	Comm... 1992	...--Split--		Acct#951-Disposal Service-June 2022	-220.64
Pro Clean Solutions					-1,330.73
6/9/2022	Comm... 1993	...--Split--		Cleaning May'22	-1,330.73
RG&E					-1,514.06
6/9/2022	Comm...EFT		Crossroads-Expense:Utilities:Electric	Acct#2002-2506-867(4/24 to 5/23/22) Crossrds Electric	-1,514.06
Shorts Oil & Propane					-271.05
6/9/2022	Comm... 1988		OFA - Expense:Utilities:Heat	#123470 OFA propane April 2022	-271.05
Stephen Thorpe					-1,065.00
6/9/2022	Comm... 1989	...--Split--		Contractual Bldg Maint/Repairs:May 2022	-1,065.00
Wilkins Ultra Pure, LLC					-229.90
6/9/2022	Comm... 1990	...--Split--		Acct#951-Inv#26726-Filter replace/service/main May'22 Ma...	-139.90
6/9/2022	Comm... 1991	...--Split--		Acct#951-Inv#26756-Water Machine July'22 Mo Maintenanc	-90.00
OVERALL TOTAL					-11,115.08

6/3/2022

2022-June CRC Account Balance - As of 6/17/2022

Page 1

Account	6/17/2022 Balance
Bank Accounts	
CRC (Capital Resource Corp)	114,276.42
TOTAL Bank Accounts	114,276.42
OVERALL TOTAL	114,276.42

**LOCAL LABOR POLICY WAIVER APPROVAL RESOLUTION
HUME-WISCOY SOLAR I, LLC AND HUME-WISCOY SOLAR II, LLC PROJECTS**

A regular meeting of Allegany County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at Crossroads Commerce & Conference Center, 6087 State Route 19 North, Belmont, New York on June 9, 2022, at 10:00 o'clock a.m., local time.

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

PRESENT:

Richard Ewell	Chair
Judy Hopkins	Vice Chairperson
Randy Shayler	Secretary
Douglas Frank	Treasurer
John Ricci	Member
Ward "Skip" Wilday	Member

Each of the members present participated in the meeting either in person or remotely pursuant to New York Assembly Bill A09006C/Senate Bill S08006-C, Part WW, as signed into law on April 9, 2022.

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Craig R. Clark, P.E., Ph.D.	Executive Director
Pam Common	Recording Secretary

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. 0622-02

**RESOLUTION AUTHORIZING A WAIVER FROM THE AGENCY'S LOCAL LABOR
POLICY WAIVER IN CONNECTION WITH THE HUME-WISCOY SOLAR I, LLC
AND HUME-WISCOY SOLAR II, LLC PROJECTS**

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, in carrying out its responsibilities under the Act, the Agency is authorized and empowered to, and has adopted a local labor policy requiring a percentage of employees working on any project to be hired from the local counties, or else receive a waiver from the Agency; and

WHEREAS, Hume–Wiscoy Solar I and II, LLCs, two State of Delaware limited liability companies (the “Companies”) signed a Local Labor Workforce Certification on April 22, 2020 as part of an Application for Financial Assistance to the Agency, as part of applying for and receiving financial incentives from the Agency for two solar energy generating facilities in the Town of Hume (the “Projects”); and

WHEREAS, the Companies have reported to the Agency that it has not fulfilled the requirements of the local labor policy and therefore has requested a waiver from the policy; and

WHEREAS, the members of the Agency have considered the waiver, the goals of the policy, the efforts made to comply with the policy, the reasons for the failure to comply with the policy, and the impacts on the host community of the Town of Hume as a result of the failure to follow the policy.

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

Section 1. The Agency approves the waiver on the following conditions:

(A) Because the loss of the benefits of the local labor policy are most significantly felt within the Town of Hume, the Companies are to provide the Town of Hume additional upfront and annual Host Community Payments in a total amount of not less than \$571,000. Specifically, the Host Community Benefit Agreement (“HCBA”) between the Companies and the Town of Hume provides an additional \$571,000 in value, by means of an annual payment of \$3,500 per MWac escalating at 1% that shall be paid out in accordance with the HCBA.

(B) The Companies shall make a payment to the Agency of \$5000 to be used to further the goals of the Agency, in addition to any other fees due to and legal costs incurred by the Agency related to the Projects.

(C) If the conditions are not met, the Agency reserves the right to revoke the financial incentives granted to the Projects.

Section 2. 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:

Richard Ewell	VOTING	_____
Judy Hopkins	VOTING	_____
Randy Shayler	VOTING	_____
Douglas Frank	VOTING	_____
John Ricci	VOTING	_____
Ward “Skip” Wilday	VOTING	_____

The foregoing resolution was thereupon declared duly adopted.

[Remainder of page left blank intentionally]

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

I, the undersigned (Assistant) 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 June 9, 2022, 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"), except as modified by New York Assembly Bill A09006C/Senate Bill S08006-C, Part WW, as signed into law on April 9, 2022 (the "2022 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, either in-person or by conference call or similar service in accordance with the 2022 Law, throughout said meeting.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 9th day of June, 2022.

(Assistant) Secretary

**ALLEGANY COUNTY INDUSTRIAL DEVELOPMENT AGENCY
QUARTERLY LOCAL LABOR EMPLOYMENT REPORT**

COMPANY: _____

Quarter: _____

Year: _____

Project Name: _____

Project Owner and Address: _____

Project Purpose: _____

Project Expiration Date: _____

Benefited Project Amount \$ _____

Full Time Equivalent (FTE) Jobs Created and Retained

# FTE Employees at Project Location Prior to IDA Status	Original Estimate of Jobs to be Created	Original Estimate of Jobs to be Retained	# Current FTE Employees	# FTE Jobs Created Quarter	# FTE Jobs Retained Quarter	# FTE Construction Jobs Created During Quarter

Average estimated salary of jobs to be created: _____

Average estimated salary of jobs to be retained: _____

Number of jobs listed with workforce development agencies: _____

Cumulative Number of Construction Jobs _____

Cumulative Number of Construction Jobs From Local Labor Area _____

Officer's Certification

I, the Undersigned, duly elected and appointed _____ (Title) of _____ (Company) do hereby certify, pursuant to the requirements of PILOT and Project Agreements made on the ____ day of _____, 20__ by and between the Company and the Allegany County Industrial Development Agency, Allegany County, New York that all information provided on this form and attached materials are complete, true and accurate.

_____ (Officer's Signature)

_____ (Printed)

**ALLEGANY COUNTY INDUSTRIAL DEVELOPMENT AGENCY
ANNUAL LOCAL LABOR EMPLOYMENT REPORT
COMPANY: _____**

Year: _____

Project Name: _____

Project Owner and Address: _____

Project Purpose: _____

Project Expiration Date: _____

Benefited Project Amount \$ _____

Full Time Equivalent (FTE) Jobs Created and Retained

# FTE Employees at Project Location Prior to IDA Status	Original Estimate of Jobs to be Created	Original Estimate of Jobs to be Retained	# Current FTE Employees	# FTE Jobs Created This Year	# FTE Jobs Retained This Year	# FTE Construction Jobs Created During Year

Average estimated salary of jobs to be created: _____

Average estimated salary of jobs to be retained: _____

Number of jobs listed with workforce development agencies: _____

Officer's Certification

I, the Undersigned, duly elected and appointed _____ (*Title*) of _____ (*Company*) do hereby certify, pursuant to the requirements of PILOT and Project Agreements made on the _____ day of _____, 20__ by and between the Company and the Allegany County Industrial Development Agency, Allegany County, New York that all information provided on this form and attached materials are complete, true and accurate.

(Officer's Signature)

(Printed)

RESOLUTION
ADOPTING AGENCY MEETING POLICY

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, New York 14813, Allegany County, New York on June 9, 2022 at 10:00 o'clock a.m., local time.

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

PRESENT:

Richard Ewell	Chair
Judy Hopkins	Vice Chairperson
Randy Shayler	Secretary
Douglas Frank	Treasurer
John Ricci	Member
Ward "Skip" Wilday	Member

Each of the members present participated in the meeting either in person or remotely pursuant to New York Assembly Bill A09006C/Senate Bill S08006-C, Part WW, as signed into law on April 9, 2022.

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Craig R. Clark, P.E., Ph.D.	Executive Director
Pam Common	Recording Secretary
Daniel A. Spitzer, Esq.	Agency Counsel

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. 0622-04

RESOLUTION ADOPTING AN AGENCY MEETING POLICY.

WHEREAS, Article 7 of the Public Officers Law (the "Open Meetings Law") contains various provisions providing that, among other things, every meeting of a public body shall be open to the general public (the "Open Meetings"). Section 103-a of the Open Meetings Law (the "Remote Access Law") further provides that a public body may use videoconferencing to conduct an Open Meeting in certain limited circumstances to be outlined and governed by written procedures. The purpose of this Policy is to set forth procedures to implement the Remote Access Law as it applies to Open Meetings conducted by Allegany County Industrial Development Agency (the "Agency"); and

WHEREAS, the State Legislature has recently amended the Remote Access Law to increase the opportunity of the public to participate in meetings remotely and the Agency wishes to maximize those opportunities.

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

Section 1. The attached Agency Meeting Policy is hereby adopted, effective July 1, 2022.

Section 2. The policy shall be posted on the Agency website.

Section 10. 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:

Richard Ewell	VOTING	_____
Judy Hopkins	VOTING	_____
Randy Shayler	VOTING	_____
Douglas Frank	VOTING	_____
John Ricci	VOTING	_____
Ward "Skip" Wilday	VOTING	_____

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 June 9, 2022 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"), except as modified by New York Assembly Bill A09006C/Senate Bill S08006-C, Part WW, as signed into law on April 9, 2022 (the "2022 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, either in-person or by conference call or similar service in accordance with the 2022 Law, 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 _____ day of June, 2022.

Secretary

(SEAL)

AGENCY MEETING POLICY

SECTION 1. PURPOSE AND SCOPE. Article 7 of the Public Officers Law (the "Open Meetings Law") contains various provisions providing that, among other things, every meeting of a public body shall be open to the general public (the "Open Meetings"). Section 103-a of the Open Meetings Law (the "Remote Access Law") further provides that a public body may use videoconferencing to conduct an Open Meeting in certain limited circumstances to be outlined and governed by written procedures. The purpose of this Policy is to set forth procedures to implement the Remote Access Law as it applies to Open Meetings conducted by Allegany County Industrial Development Agency (the "Agency").

SECTION 2. DEFINITIONS. All words and terms used herein and not defined in the Open Meetings Law and the Remote Access Law shall have the meanings assigned to them in the Article 18-A of the General Municipal Law of the State of New York (the "Act"), unless otherwise defined herein or unless the context or use indicates another meaning or intent. The following words and terms used herein shall have the respective meanings set forth below, unless the context or use indicates another meaning or intent:

"Immediate Family Member" shall mean a spouse, parent, sibling, child, domestic partner, or individual for whom the member is the designated guardian.

"In-Person Meeting" shall mean any Open Meeting of the Agency which is not a Remote Access Meeting.

"Meeting Notice" shall mean the public notice required to be published by the Agency regarding any Open Meeting pursuant to Section 104 of the Open Meetings Law and Section 103-a(2)(f) of the Remote Access Law.

"Non-Public Location" shall mean any remote location from which a member of the Agency participates in a meeting that is (a) not open to the public; and (b) not required to be disclosed in the Meeting Notice.

"Open Meetings Law" shall mean the open meetings law, being Article 7 of the Public Officers Law.

"Public Location" shall mean (a) the Offices of the Agency located at Crossroads Commerce & Conference Center, 6087 State Route 19 North, Belmont, New York; or (b) any other physical location that is (1) open to the general public, and (2) identified on the Meeting Notice.

"Remote Access Law" shall mean Section 103-a of the Open Meetings Law.

“Remote Access Meeting” shall mean any Open Meeting of the Agency where a member of the Agency participates in the Open Meeting using videoconferencing from a Non-Public Location.

“Remote Connection” shall mean the process of connecting multiple Public Locations using videoconferencing.

“Sponsoring Municipality” shall mean the County of Allegany, the municipal entity for whose benefit the Agency was created.

SECTION 3. GENERAL RULE. (A) All meetings of the Agency, including public hearings held by the Agency, will be Open Meetings.

(B) Members of the Agency shall be physically present at the Public Location(s) identified in the Meeting Notice unless such member is unable to be physically present due to extraordinary circumstances as identified in Section 4 of this Policy.

(C) A majority of the whole number of the members of the Agency shall be physically present at the Public Location(s) identified in the Meeting Notice to establish a quorum. The Agency must satisfy this quorum requirement whether it conducts an In-Person Meeting or a Remote Access Meeting.

(D) Members of the public shall be permitted to attend, listen and observe all Open Meetings at the Physical Location(s) identified in the Meeting Notice unless the in-person participation requirement is suspended pursuant to Section 103-a(3) of the Remote Access Law.

(E) If the Agency conducts a Remote Access Meeting pursuant to this Policy, except in the case of executive sessions, members of the public shall be permitted to attend and observe the meeting using a videoconferencing service which permits the public to see, hear and identify the members of the Agency attending said meeting.

(F) If the Agency conducts a Remote Access Meeting pursuant to this Policy, the Agency shall use the videoconferencing technology to permit access by members of the public with disabilities consistent with the 1990 Americans with Disabilities Act (ADA) pursuant to Section 103-a(5) of the Remote Access Law.

(G) Nothing herein shall prohibit the Agency from holding meetings entirely by videoconference, with no in-person requirement, during a state of emergency declared by the Governor of the State of New York pursuant to Section 28 of the Executive Law or by the appropriate officials of the Sponsoring Municipality pursuant to Section 24 of the Executive Law if the Agency determines that the circumstances necessitating the emergency declaration would affect or impair the ability of the Agency to hold an In-Person Meeting.

SECTION 4. REMOTE ACCESS MEETINGS. (A) The Agency may, at its discretion, conduct a Remote Access Meeting and permit a member or member(s) to participate in the meeting from a Non-Public Location using videoconferencing provided that (a) a quorum of

members are present in the identified Physical Location(s); and (b) the member is unable to be physically present at such meeting due to extraordinary circumstances including, but not limited to:

- (1) disability;
- (2) illness, including but not limited to compliance with applicable quarantine requirements;
- (3) the death of an Immediate Family Member;
- (4) caregiving responsibilities for an Immediate Family Member;
- (5) any other significant or unexpected factor that may preclude physical attendance; and
- (6) other significant or unexpected factors or events which shall be identified by the Agency in subsequent amendments to this Policy.

(B) A member who wishes to participate in a meeting by videoconference must provide advance notice and justification for such member's absence to the extent possible to both the Chairperson and the Chief Executive Officer of the Agency. The Chairperson and the Chief Executive Officer of the Agency may require any member requesting to participate in a meeting by videoconference to provide documentation, to the extent possible, supporting such request and may publicly confirm that such documentation was received without publicly stating the contents of such documentation.

SECTION 5. PUBLIC PARTICIPATION. Members of the public shall only be permitted to participate in meetings of the Agency where (a) the Agency invites public comment, or (b) public comment is required by law. Where the public is permitted to participate, the Agency shall permit public comment pursuant to the operating rules on the attached Appendix A. If public participation is permitted at a Remote Access Meeting, the Agency shall ensure that members of the public have equal opportunity to participate in real time in such meetings whether attending in-person or remotely via videoconference.

SECTION 6. REMOTE ACCESS MEETING MINUTES. If the Agency conducts a Remote Access Meeting, the minutes of such meeting shall (a) include which, if any, members participated remotely, (b) be available to the public within two weeks from the date of such meeting, and (c) be posted on the Agency's website within two weeks from the date of such meeting. For purposes of this requirement, (I) unabridged video recordings or unabridged audio recordings or unabridged written transcripts may be deemed to be meeting minutes; and (II) this requirement shall not require the creation of minutes if the Agency (or committee) would not otherwise take them.

SECTION 7. MEETING NOTICE. The Agency shall give notice to the public and the news media of all meetings of the Agency pursuant to the requirements of Section 104 of the

Open Meetings Law and Section 103-a(2)(f) of the Remote Access Law. The Meeting Notice shall include the following information:

- (a) the date and time the meeting is scheduled;
- (b) the Public Location where the meeting will be held;
- (c) the Public Location(s) where members will be participating using Remote Connection;
- (d) whether any members will be participating using Remote Access;
- (e) where the public can view and/or participate in such meeting whether in-person or remotely; and
- (f) where required documents and records will be posted or available.

SECTION 8. MEETING RECORDS. The Agency shall ensure that (a) each meeting shall be streamed on its website in real time, (b) each meeting shall be recorded, (c) such recordings are posted or linked on the public website of the Agency within five business days following such meeting, and (d) such recordings remain so available for a minimum of five years thereafter, pursuant to Section 103-a(2)(g) of the Remote Access Law and Section 857 of the Act. The Agency shall further ensure that recordings of any Remote Access Meetings are transcribed upon request.

SECTION 9. POSTING. This Policy shall be conspicuously posted on the Agency's website.

APPENDIX A

PUBLIC COMMENT OPERATING PROCEDURES

[To Be Inserted When Completed]

**PUBLIC HEARING RESOLUTION
NY ALFRED I, 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, NY 14813, Allegany County, New York on June 9, 2022 at 10:00 o'clock a.m., local time.

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

PRESENT:

Richard Ewell	Chairman
Judy Hopkins	Vice Chairperson
Randy Shayler	Secretary
Douglas Frank	Treasurer
John Ricci	Member
Ward "Skip" Wilday	Member

Each of the members present participated in the meeting either in person or remotely pursuant to New York Assembly Bill A09006C/Senate Bill S08006-C, Part WW, as signed into law on April 9, 2022.

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Craig R. Clark, P.E., Ph.D.	Executive Director
Pam Common	Recording Secretary
Daniel A. Spitzer, Esq.	Agency Counsel

The following resolution was offered by _____, seconded by _____, to wit:

Resolution No. 0622-06

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OF ALLEGANY COUNTY INDUSTRIAL DEVELOPMENT AGENCY TO HOLD A PUBLIC HEARING REGARDING A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF NY ALFRED I, 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, 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, NY Alfred I, LLC, a New York State 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 30.9 acre portion of an approximately 162 acre parcel of land located at 5568 Jericho Hill Road (tax map number 164.-1-8.1) in the Town of Alfred, Allegany County, New York (the "Land"), (2) the construction on the Land of an approximately 5 MWAC solar energy generating facility, comprised of solar modules, racking, inverters, transformers, equipment pads, a gravel access road, security fencing, new electrical equipment and 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 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 Section 859-a of the Act, prior to the Agency providing any "financial assistance" (as defined in the Act) of more than \$100,000 to any project, the Agency, among other things, must hold a public hearing pursuant to Section 859-a of the Act with respect to said project; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 859-a of the Act with respect to the Project;

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

Section 1. The Agency hereby authorizes the Executive Director of the Agency, after consultation with the members of the Agency and Agency Counsel, (A) to establish the time, date and place for a public hearing of the Agency to hear all persons interested in the Project (the "Public Hearing"); (B) to cause the Public Hearing to be held in a city, town or village where the Project Facility is or is to be located, and to cause notice of such Public Hearing to be given to the public by publishing a notice or notices of such Public Hearing in a newspaper of general circulation available to the residents of the governmental units where the Project Facility is or is to be located, such notice or notices to comply with the requirements of Section 859-a of the Act; (C) to cause notice of the Public Hearing to be given to the chief executive officer of the county and of each city, town, village and school district in which the Project Facility is or is to be located to comply with the requirements of Section 859-a of the Act; (D) to conduct such Public Hearing; (E) to cause a report of the Public Hearing fairly summarizing the views presented at such Public

Hearing (the "Report") to be prepared; and (F) to cause a copy of the Report to be made available to the members of the Agency.

Section 2. The Chairman, Vice Chairperson and/or Executive Director of the Agency is hereby authorized and directed to distribute copies of this Resolution to the Company and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 3. All action taken by the Executive Director of the Agency in connection with the Public Hearing with respect to the Project prior to the date of this Resolution is hereby ratified and confirmed.

Section 4. 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:

Richard Ewell	VOTING	_____
Judy Hopkins	VOTING	_____
Randy Shayler	VOTING	_____
Douglas Frank	VOTING	_____
John Ricci	VOTING	_____
Ward "Skip" Wilday	VOTING	_____

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 June 9, 2022 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"), except as modified by New York Assembly Bill A09006C/Senate Bill S08006-C, Part WW, as signed into law on April 9, 2022 (the "2022 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, either in-person or by conference call or similar service in accordance with the 2022 Law, 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 9th day of June, 2022.

Secretary

(SEAL)