

**ALLEGANY COUNTY
INDUSTRIAL DEVELOPMENT AGENCY**

Crossroads Commerce Center
July 14, 2022
10:00 a.m.

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

AGENDA

Approval of Minutes

- Board Minutes June 9, 2022

Treasurer's Report

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

Building Maintenance Report

Executive Session- discussion of contractual/legal issue

Action Items

- Approve 2021 financial audit
- Resolution to approve financial Assistance for NY Alfred 1 Solar Project
- Resolution to accept financial assistance application for Runnings project, Wellsville
- Resolution for pilot deviation for Runnings project, Wellsville
- Resolution to hold Public Hearing for financial Assistance for Runnings project, Wellsville

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

June 9, 2022

Crossroads Conference Center, Belmont, New York 14813

ACIDA.org

OPENING REMARKS

Chairman Ewell called the Board meeting to order, in person, at 10:00 A.M. and asked the Board if there were any conflicts of interest. No conflicts were declared. The Chairman welcomed guest, Dave Ditanna, from BWB, our auditors for the IDA.

- Present: Richard Ewell, Judith Hopkins, John Ricci, Ward "Skip" Wilday and Douglas Frank.
- Absent: Randy Shayler
- Others present: Dr. Craig Clark, IDA Executive Director
Pamela Common, Recording Secretary
Dave Ditanna, CPA-Director at Buffamante, Whipple, Buttafaro, P.C.
Daniel Compitello-Project Developer-Delaware River Solar

Live streaming on YouTube at: <https://www.youtube.com/watch?v=chht4Hr7iF8>

Presentation I- Review and approval of the 2021 Preliminary Financial Audit report 2021

Dave Ditanna introduced himself to the IDA Board and presented the 2021 preliminary audit.

Dave Ditanna: There are a couple open items and there is one adjustment we will talk through. This will give you a good overview of the 2021 year. I will walk you through the highlights of the year. First, if you turn to the first and second page, there is our independent audit. I think most of you were on the Board last year and, if you were to pull out last year's audit and compare it to this year's audit, it looks a lot different than before. There was a major overhaul by the AICPA, the group that governs us. How this is reflected, the first, biggest change, is in the first paragraph. Our opinion, which used to be discussed towards the end, now, it is first because it is the most important. It is presented, first, on whether or not your financial statements are fairly presented, in accordance with generally accepted accounting principles & providing clean, unmodified opinions. So, it is the same, overall opinion in prior years, just with a movement to the top. There's more in the middle, in prior years.

What were the other changes, in responsibility for management? You'll notice the second paragraph talks about going concerns and the evaluation of whether or not we can continue a year past December 31, 2021. Years ago, there was a lot of consideration and we had to think through that that. There was, actually, footnotes within the financial statement, that described a little bit about the entity and what your plans were. Nothing has changed there but the values are in writing. The biggest area of change is, actually, the next section of the auditor's responsibility. The first paragraph talks about what assurance are we providing. It is reasonable assurance? It's not absolute. It is a high level of assurance but, not absolute. Part of that is descriptions of whether there was fraud or frauds that are harder to detect, during the course of a financial audit. It gets even harder if there's collusion among staff members. It goes on to talk a little bit about what some of our responsibilities are, to exercise professional judgement, identify risks of material statements so, risk assessment and where we should chart our course for the audit. The next page talks a little bit about internal controls. This isn't geared to be an internal control audit; however, we are required to understand your controls but, we don't provide an opinion on controls. We evaluate your accounting policies and principles. Lastly, we have a responsibility to evaluate going concerns. All those bullet points were in play, in prior years but, they are, now, just embedded.

Dave thinks it adds to value and gives a clearer picture of what the audit is all about.

renewable energy projects. Included, were the PILOTS we get a percentage of the PILOT administration dollars and the fee from Great Lakes Cheese, as well.

Expenditures, you can see the breakdown of the expenditure, most significantly, are the legal, professional fees. Those are attorney fees, the SEQR and geotechnical drilling related to Great Lakes Cheese. Last year, with the ACUC, if you look at the very bottom, we had a positive net position of eight thousand dollars because we received that grant from New York, we did the work and some of that was capitalized. This year is more of reflective of our operations. We had thirty-seven thousand dollars of income and ninety thousand in expenditures. So, we have a net loss, from operations, of about sixty thousand.

R. Ewell: Does it show the interest expense of the bond and how much of it is our mortgage. Is that broken out anywhere?

D. Ditanna: Yes. I will point them out. Any questions on the financial statements?

R. Ewell: We'll just remove the vehicles.

D. Ditanna: Yes. You have no vehicles.

On pages ten through thirteen, are notes of the financial statements. There is a lot of good information here. Turn to page twelve and thirteen and that gives you a good perspective of all the debt & maturities we currently have. It is detailed information. You've re-financed the debt over the years and this gives you what your current maturities look like. Page thirteen, you see a little bit on the operating leases, which is on the far-left top column. It talks about the buildings, leases that we have, our maturity schedule and we're anticipating what we have agreements for, for the next twenty years.

C. Clark: You were saying, in the future, those are going to change, right?

D. Ditanna: Yes. So, included in the management letter, we have a comment about the accounting for leases. It is a new standard, in effect, for next year, where the reporting of the leases will change, both on the lessor side, which would be us and the lessee side. In the past, operating leases, for instance, space, has been more on the income statement and, in the future, some of that will, actually, be shown, on the balance sheet. The sheet will show assets and liabilities. You will still have expenses related to that transitioning to that new standard. Any questions on that?

There were no questions or comments.

The next section, page fifteen, reflects our independent, audit report, on compliance and internal controls. As mentioned, we're not actually providing an opinion on your compliance with controls or your overall, internal controls. We are not giving you an opinion on your compliance but, during the course of the audit, if there is anything that we see that we believe, warrants a comment, it is included within these financial statements. We have a couple findings. There are four, starting on page 17, that I would like to go through. They are consistent with what we have had in the past. The first one being, adjusting entry disclosures and we play a role, helping you put this document together. Some of these disclosures are included. We make some journal entries, during the course of the audit and that is a comment we have made in the past that will continue in the future. There is nothing to be alarmed about that. On page 18, segregation of duties. Well, for a small entity, for the most part, Pam Common plays a major role in recording, receiving and doing the records. Although, the Board plays a role in oversight, as well as, Craig Clark plays a role, reviewing things. Ultimately, we have very few people doing the same operations. That is a risk and it is a tough one. You know, we are probably not going to overcome it. It will just be a continual thing that the Board has to be aware of. You play a higher role than an entity that's a large entity, with good segregation of duties.

R. Ewell: Pam, you have, in your file cabinet, every check you write, all the back up that goes with every, single check, just like a municipality would have, like a voucher system? Could we just have those available to us, even if it's one month after she pays those. Would that be better?

P. Common: No.

C. Clark: They have some people that can help.

D. Ditanna: We have some folks that can help and they have good training online, too.

C. Clark: Between the two, I think we can get up to speed and be better off in the long run.

D. Ditanna: The very last section, pages twenty-one and twenty-two, is our management letter. Some of these comments have been made in the past, like forecasting and recording in kind donations, such as your staff's time working on the IDA vs county. Page twenty-two, now, we have a new PILOT agreement, we will continue to look at what the conditions are, compare to what we receive. We will monitor that. The last two comments are, one, being the collateral of cash. Our cash level exceeds FDIC balance. As I have mentioned to Craig, a lot of banks provide additional collateral, some entities go that way. You can also split some of your cash, with different institutions. It is something to look at. Your cash balance is now at a level that you will have to look at that.

Lastly, we talked through leases. This gives you a little background on it, the standards and a little background, for next year. We will give you some material on it and go over some of the changes that will happen next year.

R. Ewell: What PILOT agreement were you talking about. Is that where it differs from the original PILOT?

D. Ditanna: The Alliance one.

C. Clark: Yes, that was the one where we got a large payment from, which transacted through us. It was a different PILOT and we got a percentage. They are all paid up to date, until next year when it will go through the county.

D. Ditanna: Annually, we will have to look at the agreements, to make sure it agrees with what has come in. Again, we will make that investment for resale and we need a couple of responses for comments we have. Then, we will be in a position to finalize it.

R. Ewell: So, can Doug and Craig work with you on those responses?

D. Ditanna: Yes.

C. Clark: We will get those taken care of.

D. Frank: I, normally, get a questionnaire on fraud and didn't get one. Will that be coming up, too?

D. Ditanna: We can certainly do that. Are there any other questions?

C. Clark: I will work with Doug and get those answers to you. We had discussed, on the phone but, hadn't talked to Pam, I would like to go to QuickBooks, in the near future so, she's doing that, this year, so, then, in January we can just drop Quicken. We're just not waiting until January and say, "Oh my, I'm starting a new system." We'll start now so she has a few months under her belt and do both systems. I think that makes more sense.

R. Ewell: We can talk about it under new business. Thank you, Dave, for coming in. You do a great job for us, as usual.

PRESENTATION II-Delaware River Solar project

Daniel Compitello: Good morning everyone. I am Dan Compitello with Delaware River Solar.

The Board members introduced themselves to Mr. Compitello.

C. Clark: So, you're on the agenda for Alfred solar but, I know you're doing more than that Alfred solar project.

D. Compitello: We do have a few other projects that we are working on now. I am not ready to present them yet. At Delaware River Solar, we previously developed the NY Rushford I solar project, which we name for the Town of Rushford project. It is great to be with the Board, today. I know, we didn't get a chance to meet, in person back then, because of Covid restrictions were just starting, at that point. We really

suitable for the right zoning district. We start looking at a lot of land but, not all makes it through to a project.

D. Frank: Where do you see solar energy, as a whole, going in Allegany County. Didn't Cattaraugus County have a stoppage response, as far as approving?

J. Ricci: Did they put a moratorium on it?

D. Compitello: Well, I think the utility lines, in Allegany County, definitely need some improvement. Right now, that is the main limitation to the capacity that's available on those lines now, in substations. Overall, the state sees solar as being just a component of the renewable energy in the state, over the next few years, approaching 10-15 % of the actual power, that is put onto the distribution grid, in the state. It won't be everywhere. Other things, like wind and hydro, will probably offering more power, more electrons, over time. I think that solar is definitely the cheapest form of energy today. It beats out any other energy, generating facility, for dollar per watt, in terms of developing and operating it. Over time, you may see more solar, as the grid gets improved.

R. Ewell: Where are the solar panels made? Are they made in the US or China?

D. Compitello: A good amount of them are made in Southeast Asia, countries like Malaysia, Cambodia. A lot of the panels that we're sourcing are Jinko solar panels, which are made, primarily, in Malaysia then, imported into the country. Right now, there is a big effort to get American made, utility-scale, solar panels. Most of the panels, that go on rooftops, in this county, are made here in U.S. There aren't enough manufacturers that can produce utility-scale solar panels. They are something like the size of this table, that is what our panels look like. On a house, that might be half the size of this table. The wattage is a little different but we, definitely, expect to see American made solar panels coming from Georgia and Arizona, probably, within the next year and a half.

D. Frank: What is the life on one of those panels and what happens to them after they die?

D. Compitello: So, the first panel ever built is still operating today and that was by NASA. It is in a museum and it's still producing electricity, as long as light hits the silicon, on the solar panel. They can, really, last forever, essentially. We expect to get, at least, twenty-five years out of all the panel that were purchased, before we consider replacing them, with an updated panel. They may last for thirty years but, over time, they do degrade a little bit. Just like a windshield on an old car, they get chips or wear and tear to it. The components are glass, silicone, an aluminum frame and some silver, run across the silicon, to conduct electricity that when someone gets the silica. They are really, incredible durable things. You can throw a baseball at these things; 100 mph and they'll last.

J. Hopkins: Are your panels rotating panels or are they stationary?

D. Compitello: These will be tracking systems so, they will rotate. They will be facing the sun, in the morning with motors that turn the panels so, they follow the sun throughout the day. That gets us, about, twelve percent more efficiency, out of the system. So, we are still producing five megawatts of power, producing more kilowatt hours, throughout the daytime. We can, actually, power more households, more customers, that way.

J. Hopkins: Going back to the power grid and everyone knows, the American power grid is on the edge, vulnerable to a lot of things that can happen to it, you mentioned, it needs to upgrade. Can you tell me, what the upgrades will need to be, from the power companies and are they will to do that? You know it is all over our states and, you know, a lot of it is ancient.

D. Compitello: A good amount of it is pretty old. Beginning with this project, we have to make line improvements, just for the line to be able to carry the power. That is something we provide to RG&E, to put that equipment on the lines to handle the power. That improves the line, overall. It isn't just for our project, actually, it adds some resiliency to that line so it can run against brown outs and blackouts, over time. For every solar project you see, those are improvements that the utility wouldn't have made otherwise. For some projects, we have, further down the line, there might be some improvements on the substations, other metering, fuses and transformers, all the way down the line, to the substation, itself. Starting locally, that is a good way that these projects have a good impact, on the local grid. Regionally, looking across the grid, itself, in New York State and connecting grids, we don't have as much of a role in this. The state and federal government are, now, requiring upgrades to your transmission grid. Particularly, in New York State,

- **Abstract Report-** June, 2022 expenses-A motion was made by J. Hopkins and, seconded by D. Frank, to approve the June, 2022 Abstract Report, by a vote of 5-0. There were no questions or discussion.
- **Banking & Financial Summary-** June, 2022-A motion was made by D. Frank and, seconded by J. Ricci, to approve the Banking and Financial Summary for June, 2022, by a vote of 5-0. There were no questions or discussion.

Building Maintenance Report-None

Executive Session

A 10:52 am, a motion was made by S. Wilday and, seconded by J. Hopkins to enter into Executive Session to discuss a contractual/legal issue.

At 11:32, a motion was made by S. Wilday and, seconded by J. Ricci to resume the IDA Board meeting. All members were in favor, by a vote of 5-0.

Action Items

- **Resolution to approve local labor requirement waiver-Hume Wiscoy I & II-**A motion was made by S. Wilday and, seconded by J. Ricci to approve the local labor requirement waiver for Hume Wiscoy I & II projects. All members were in favor by a vote of 5-0.
Roll Call, as follows:
J. Hopkins-Abstain D. Frank-Aye J. Ricci-Aye
S. Wilday-Aye R. Ewell-Aye
- **Resolution adopting agency meeting policy-**R. Ewell stated the reason for the policy, so that people can attend and vote remotely, under certain circumstances. We ask that you let C. Clark and me know so, we can approve it.
C. Clark: It is a change in the law that allows remote.
A motion was made by J. Hopkins and, seconded by D. Frank, to approve the agency meeting policy. There was no further discussion or questions. All members were in favor, by a vote of 5-0.
- **Resolution to accept the financial assistance application-NY Alfred I, LLC-**A motion was made by S. Wilday and, seconded by D. Frank to approve the financial assistance application for NY Alfred I, LLC. All members were in favor by a vote of 5-0, with no further discussion or comment.
- **Resolution to hold a public hearing for financial assistance-NY Alfred I, LLC-**A motion was made by J. Hopkins and, seconded by J. Ricci, to approve holding a public hearing for NY Alfred I, LLC. There was no further discussion.
Roll Call vote, as follows:
S. Wilday-Aye J. Ricci-Aye D. Frank-Aye
J. Hopkins-Aye R. Ewell-Aye

C. Clark: Long term, it will be easier for Pam, too, because it's gives better reports.

P. Common: It will be easier and Dave will work with us on all the categories we need.

R. Ewell: Could you let us know. Send an email, to the Board and let us know how much it is going to cost. Get the costs from BWB for the cost of training. Do you want to set up a limit so we don't have to hold this up for a month? Do we want to say we'll spend \$5,000.00 or up to \$5,000.00 or up to \$10,000.00?

C. Clark: Basically, we will get this in the near future so, at the end of the year, she has worked with the system.

P. Common: It will be a better, seamless system.

R. Ewell: Shall we say, not to exceed \$10,000.00?

C. Clark: It won't be that much.

R. Ewell: Do we need a vote? It can't hurt.

A motion was made by S. Wilday stating he supports whatever we need, up to \$5,000.00, for QuickBooks and, seconded by J. Ricci. All members were in favor by a vote of 5-0. There was no opposition or further discussion.

NEW BUSINESS-None

GOOD TO THE ORDER-None

CALENDAR

Next Meeting: July 14, 2022 @ 10:00 A.M.
The Crossroads Commerce Center, Belmont, NY

ADJOURNMENT

With no further business, at 11:43 am, a motion to adjourn was made by J. Hopkins and, seconded J. Ricci, to close the special meeting.

Respectfully submitted,
Pamela Common, Recording Secretary.

2022-07 July IDA Account Balances - As of 7/18/2022

7/11/2022

Account	7/18/2022 Balance
Bank Accounts	
Community Checking IDA	99,609.99
First Citizens-IDA	261,754.88
TOTAL Bank Accounts	361,364.87
Liability Accounts	
Crossroads Mortgage	-186,886.56
Equity loan	0.00
IDA Payables	0.00
none	0.00
OFA Mortgage	-416,329.98
TOTAL Liability Accounts	-603,216.54
OVERALL TOTAL	-241,851.67

2022-07 July IDA Banking Summary

1/1/2022 through 7/18/2022

7/11/2022

Category	1/1/2022- 7/18/2022
INCOME	
Crossroads-Income	
Conference Room Fees	2,075.00
Rental Income	
AC Area Foundation	3,150.00
AC DEV-PLN-TOURISM	16,776.00
AC EMS-EMT's	24,040.00
Audio Care	4,750.00
Venture Forthe	1,200.00
TOTAL Rental Income	49,916.00
TOTAL Crossroads-Income	51,991.00
IDA Income	
Microenterprise Grant Award	38,147.24
Park N Ride Parking Lot	10.00
PILOT Application fee payment	2,500.00
Project Waiver Fee	5,000.00
Refunds	9,461.91
Rental Income - PM Research Building	50,000.00
TOTAL IDA Income	105,119.15
IDA PILOT Fees	1,000.00
OFA - Income	
Rental Income	52,200.00
TOTAL OFA - Income	52,200.00
TOTAL INCOME	210,310.15
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	

2022-07 July IDA Banking Summary

1/1/2022 through 7/18/2022

7/11/2022

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Category	1/1/2022- 7/18/2022
Annual Inspection	243.00
Cleaning	4,815.95
Supplies	784.55
TOTAL Cleaning	5,600.50
Insurance	
Property	1,824.36
TOTAL Insurance	1,824.36
Interest Expense	
Mortgage	4,389.47
TOTAL Interest Expense	4,389.47
Maintenance	5,762.50
Other	1,692.30
TOTAL Maintenance	7,454.80
Refuse	721.75
Utilities	
Electric	11,003.76
Heat	7,218.30
Water Machine	429.95
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 Utilities	19,899.26
TOTAL Crossroads-Expense	40,133.14
IDA-Expense	
Advertising	1,006.92
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

2022-07 July IDA Banking Summary

1/1/2022 through 7/18/2022

7/11/2022

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Category	1/1/2022- 7/18/2022
Maintenance	
Belmont School Parking Lot	140.00
TOTAL Maintenance	140.00
Office Supplies	61.94
Professional fees	
Accounting	15,621.68
Consulting	43,160.00
Legal	83,515.30
Permits	110.00
TOTAL Professional fees	142,406.98
Tax	
County & Town Taxes	33.74
Fire Protection Tax	496.62
TOTAL Tax	530.36
TOTAL IDA-Expense	195,823.21
OFA - Expense	
Annual Inspection	243.00
Cleaning	4,717.80
Supplies	1,099.44
TOTAL Cleaning	5,817.24
Insurance	907.50
Property	916.86
TOTAL Insurance	1,824.36
interest	
mortgage	10,453.32
TOTAL interest	10,453.32
Maintenance	2,937.50
Other	1,359.78
TOTAL Maintenance	4,297.28
Refuse	721.75
supplies	559.00
Utilities	
Heat	4,106.31
Water Machine	429.95
Water Maintenance-Chlorine & Salt	1,172.50
TOTAL Utilities	5,708.76
TOTAL OFA - Expense	29,624.71

2022-07 July IDA Banking Summary

1/1/2022 through 7/18/2022

7/11/2022

Category	1/1/2022-7/18/2022
VOIDED CHECK	
Duplicate payment	0.00
Error on check	0.00
TOTAL VOIDED CHECK	0.00
TOTAL EXPENSES	364,168.90
TRANSFERS	
TO Crossroads Mortgage	-11,228.08
TO OFA Mortgage	-16,697.72
TOTAL TRANSFERS	-27,925.80
OVERALL TOTAL	-181,784.55

20220-07 July IDA Abstract

6/19/2022 through 7/18/2022 (Accrual Basis)

Date	Account	Num	Category	Memo	Amount
INCOME					
7/11/2022	AudioCare Inc				11,340.23
7/11/2022	Comm... DEP		Crossroads-Income:Rental Income:Audio ...	Lease July 2022-ck#5652	450.00
6/21/2022	Council Press, Inc				450.00
6/21/2022	Comm... DEP		IDA Income:Refunds	Refund #9124208-MarshacresVs Alleg Co record of proceedings	9,440.23
6/21/2022	Comm... DEP		IDA Income:PILOT Application fee payment	NY Alfred I, LLC project application fee ck#1536	9,440.23
7/11/2022	Comm... DEP		Crossroads-Income:Conference Room Fees	Conference Room Fees/DSS	500.00
6/21/2022	Comm... DEP		Crossroads-Income:Rental Income:Audio ...	Lease: June 2022 ck#112701	500.00
7/11/2022	Comm... DEP		Crossroads-Income:Rental Income:Audio ...	Lease: July 2022 ck#112750	150.00
EXPENSES					
7/14/2022	Comm... Print		IDA-Expense:Advertising	NY Alfred I, LLC PH notice 06-30-2022	150.00
7/14/2022	Comm... Print		Crossroads-Expense:Cleaning	Linens / Rugs June 2022#561089	150.00
7/14/2022	Comm... Print		Crossroads-Expense:Maintenance:Other	B302174-Acct#279 Crossrds maint spls thermostat	800.00
6/21/2022	Comm... EFT		...--Split--	OFAVETS Mtg #1012104218 June'22-due 06-21-2022	400.00
7/14/2022	Comm... Print		IDA-Expense:Professional fees:Consulting	Inv#83218-Hotel site development/Phase1/Survey/Map/Wetld/Tra...	400.00
7/14/2022	Comm... Print		...--Split--	Acct#951-Disposal Service-July 2022	-22,731.54
7/14/2022	Comm... Print		OFA - Expense:Maintenance:Other	Invoice#12043-OFA Air Conditioning & Capacitor	-72.20
7/14/2022	Comm... Print		...--Split--	Acct#105964 Ant Spraying 2 applications	-72.20
7/14/2022	Comm... Print		...--Split--	INV52695 Spls-May'22-Cleaning/spls June 2022	-43.50
6/23/2022	Comm... EFT		Crossroads-Expense:Utilities:Electric	Acct#2002-2506-867(4/24 to 5/23/22) Crossrds Electric	-43.50
7/14/2022	Comm... Print		OFA - Expense:Utilities:Heat	1039520 Finance Charge OFA Heating	-15.99
EXPENSES					
7/14/2022	Comm... Print		...--Split--	Acct#951-Disposal Service-July 2022	-5,070.04
7/14/2022	Comm... Print		OFA - Expense:Maintenance:Other	Invoice#12043-OFA Air Conditioning & Capacitor	-5,070.04
7/14/2022	Comm... Print		...--Split--	Acct#105964 Ant Spraying 2 applications	-11,960.00
7/14/2022	Comm... Print		...--Split--	INV52695 Spls-May'22-Cleaning/spls June 2022	-11,960.00
6/23/2022	Comm... EFT		Crossroads-Expense:Utilities:Electric	Acct#2002-2506-867(4/24 to 5/23/22) Crossrds Electric	-220.64
7/14/2022	Comm... Print		OFA - Expense:Utilities:Heat	1039520 Finance Charge OFA Heating	-220.64
EXPENSES					
7/14/2022	Comm... Print		...--Split--	Acct#951-Disposal Service-July 2022	-239.45
7/14/2022	Comm... Print		OFA - Expense:Maintenance:Other	Invoice#12043-OFA Air Conditioning & Capacitor	-239.45
7/14/2022	Comm... Print		...--Split--	Acct#105964 Ant Spraying 2 applications	-541.42
7/14/2022	Comm... Print		...--Split--	INV52695 Spls-May'22-Cleaning/spls June 2022	-541.42
6/23/2022	Comm... EFT		Crossroads-Expense:Utilities:Electric	Acct#2002-2506-867(4/24 to 5/23/22) Crossrds Electric	-1,701.63
7/14/2022	Comm... Print		OFA - Expense:Utilities:Heat	1039520 Finance Charge OFA Heating	-1,701.63
EXPENSES					
7/14/2022	Comm... Print		...--Split--	Acct#951-Disposal Service-July 2022	-1,514.06
7/14/2022	Comm... Print		OFA - Expense:Utilities:Heat	1039520 Finance Charge OFA Heating	-1,514.06
EXPENSES					
7/14/2022	Comm... Print		...--Split--	Acct#951-Disposal Service-July 2022	-4.07
7/14/2022	Comm... Print		OFA - Expense:Utilities:Heat	1039520 Finance Charge OFA Heating	-4.07
EXPENSES					
7/14/2022	Comm... Print		...--Split--	Acct#951-Disposal Service-July 2022	-103.54
7/14/2022	Comm... Print		OFA - Expense:Utilities:Heat	1039520 Finance Charge OFA Heating	-103.54

20220-07 July IDA Abstract

6/19/2022 through 7/18/2022 (Accrual Basis)

7/11/2022	Date	Account	Num	Category	Memo	Amount
	7/14/2022	Comm...	Print	IDA-Expense:Advertising	Public Hearing Notice NY Alfred I, LLC published 6-23-22	-103.54
	Stephen Thorpe					-1,155.00
	7/14/2022	Comm...	Print	...--Split--	Contractual Bldg Maint/Repairs:June'22 & spls	-1,155.00
	Wilkins Ultra Pure, LLC					-90.00
	7/14/2022	Comm...	Print	...--Split--	Acct#951-Inv#26904-Water Machine Aug'22 Mo Maintenanc	-90.00
					OVERALL TOTAL	-11,391.31

**APPROVING 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 in the Town of Amity, Allegany County, New York on July 14, 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
Douglas Frank	Treasurer
John Ricci	Member
Randy Shayler	Secretary
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:

Dr. Craig Clark	Executive Director
Pam Common	Chief Financial Officer

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

Resolution No. 0722-_____

**RESOLUTION AUTHORIZING EXECUTION OF DOCUMENTS IN CONNECTION
WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR NY ALFRED
I, LLC PROJECT**

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 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 the authorization contained in a resolution adopted by the members of the Agency on June 9, 2022 (the “Public Hearing Resolution”), the Chief Financial Officer 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 _____ 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 (i) _____ on a public bulletin board located at Crossroads Commerce & Conference Center, 6087 State Route 19 North, Belmont, Allegany County, New York and (ii) on _____ on the Agency’s website, (C) caused notice of the Public Hearing to be published on _____ in The Wellsville Spectator, a newspapers of general circulation available to the residents of the Town of Independence, Allegany County, New York, (D) conducted the Public Hearing on the 11th day of July 2022 at 6:00 o’clock p.m., local time, at the Alfred Town Hall located at 6340 Shaw Road in the Town of Alfred, Allegany County, New York, and (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

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 the SEQR Act, “SEQRA”), by resolution _____ (the “SEQR Resolution”), which SEQR Resolution is hereby renewed and ratified, the Agency determined (A) to act as “lead agency” with respect to the acquisition, reconstruction, renovation, construction and installation of the Project Facility, and (B) that the acquisition, reconstruction, renovation, construction and installation of the Project Facility would not have a “significant effect on the environment” and, therefore, that an “environmental impact statement” is not required to be prepared with respect to the acquisition, reconstruction, renovation and installation of the Project Facility; and

WHEREAS, the Agency has given due consideration to the Application, and to representations by the Company that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the Company to undertake the Project in Allegany County, New York and (B) the completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York; and

WHEREAS, the Agency desires to encourage the Company to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of Allegany County, New York by undertaking the Project in Allegany County, New York; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the "Agency Documents"): (A) a certain lease to agency (the "Lease to Agency" or the "Underlying Lease") by and between the Company, as landlord, and the Agency, as tenant, pursuant to which the Company will lease to the Agency a portion of the Land and all improvements now or hereafter located on said portion of the Land (collectively, the "Leased Premises"); (B) a certain license agreement (the "License to Agency" or the "License Agreement") by and between the Company, as licensor, and the Agency, as licensee, pursuant to which the Company will grant to the Agency (1) a license to enter upon the balance of the Land (the "Licensed Premises") for the purpose of undertaking and completing the Project and (2) in the event of an occurrence of an Event of Default by the Company, an additional license to enter upon the Licensed Premises for the purpose of pursuing its remedies under the Lease Agreement (as hereinafter defined); (C) a lease agreement (and a memorandum thereof) (the "Lease Agreement") by and between the Agency and the Company, pursuant to which, among other things, the Company agrees to undertake the Project as agent of the Agency and the Company further agrees to lease the Project Facility from the Agency and, as rental thereunder, to pay the Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (D) a payment in lieu of tax agreement (the "Payment in Lieu of Tax Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes with respect to the Project Facility; (E) a uniform agency project agreement (the "Uniform Agency Project Agreement") by and between the Agency and the Company regarding the granting of the financial assistance and the potential recapture of such assistance; (F) a certain recapture agreement (the "Section 875 GML Recapture Agreement") by and between the Company and the Agency, required by the Act, regarding the recovery or recapture of certain sales and use taxes; (G) a sales tax exemption letter (the "Sales Tax Exemption Letter") to ensure the granting of the sales tax exemption which forms a part of the Financial Assistance; (H) a New York State Department of Taxation and Finance form entitled "IDA Appointment of Project Operator or Agency for Sales Tax Purposes" (the form required to be filed pursuant to Section 874(9) of the Act) (the "Thirty-Day Sales Tax Report") and any additional report to the Commissioner of the State Department of Taxation and Finance concerning the amount of sales tax exemption benefit for the Project (the "Additional Thirty-Day Project Report"); (I) if the Company intends to finance the Project with borrowed money, a mortgage and any other security documents and related documents (collectively, the "Mortgage") from the Agency and the Company to the Company's lender with respect to the Project (the "Lender"), which Mortgage will grant a lien on and security interest in the Project Facility to secure a loan from the Lender to the Company with respect to the Project (the "Loan"); (J) various certificates relating to the Project (the "Closing Documents"); and (K) if the Company intends to request the Agency to appoint (1) the Company, as agent of the Agency and (2) a contractor or contractors, as agent(s) of the Agency prior to closing on the Project and the Lease Agreement, agency and indemnification agreements, interim Section 875 GML recapture agreements, interim sales tax exemption letters and interim thirty-day sales tax reports (collectively, the "Interim Documents");

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

Section 1. All action taken by the Executive Director with respect to the Public Hearing with respect to the Project is hereby ratified and confirmed.

Section 2. The law firm of Hodgson Russ LLP is hereby appointed Agency Counsel to the Agency with respect to all matters in connection with the Project. Agency Counsel is hereby authorized, at the expense of the Company, to work with the Company, counsel to the Company, counsel to the Agency and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this resolution. Agency Counsel has prepared and submitted an initial draft of the Agency Documents to staff of the Agency. The Agency acknowledges that Hodgson Russ LLP represents the Company and waives any conflict.

Section 3. The Agency hereby finds and determines that:

(A) The Agency hereby agrees to the designation of NY Alfred 1, LLC as the Company;

(B) 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;

(C) The Project constitutes a "project," as such term is defined in the Act;

(D) The Project site is located entirely within the boundaries of Allegany County, New York;

(E) 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 \$8,125,000.

(F) The completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York;

(G) The Project Facility does not constitute a project where facilities or property that are primarily used in making retail sales of goods and/or services to customers who personally visit such facilities constitute more than one third of the total cost of the Project Facility;

(H) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of Allegany County, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;

(I) The Agency has reviewed the Public Hearing Report and has fully considered all comments contained therein;

(J) The Project should receive the Financial Assistance in the form of exemptions

from sales tax and a real property tax abatement based on the description of expected public benefits to occur as a result of this Project as described on Exhibit A attached hereto; and

(K) It is desirable and in the public interest for the Agency to enter into the Agency Documents, except that for the Interim Documents, the following conditions shall be met prior to the Agency entering into the Interim Documents: (1) the term of the Interim Documents shall not exceed one hundred twenty (120) days, unless future extensions are consented to by the Agency in writing, (2) the Company shall have paid the Agency's administrative fee relating to the Interim Documents, (3) the Company and any contractors shall have delivered evidence of adequate insurance coverage protecting the Agency and (4) execution by the other parties thereto and delivery of same to the Agency of the Interim Documents.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (A) accept the License Agreement; (B) lease the Project Facility to the Company pursuant to the Lease Agreement; (C) acquire, construct and install the Project Facility, or cause the Project Facility to be acquired, constructed, and installed; (D) enter into the Payment in Lieu of Tax Agreement; (E) enter into the Section 875 GML Recapture Agreement; (F) enter into the Uniform Agency Project Agreement; (G) secure the Loan by entering into the Mortgage; (H) grant the Financial Assistance with respect to the Project; and (I) enter into the Interim Documents.

Section 5. The Agency is hereby authorized (A) to acquire a license in the Licensed Premises pursuant to the License Agreement, (B) to acquire a leasehold interest in the Leased Premises pursuant to the Underlying Lease, (C) to acquire title to the Equipment pursuant to a bill of sale (the "Bill of Sale to Agency") from the Company to the Agency, and (D) to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisitions are hereby approved, ratified and confirmed.

Section 6. The Agency is hereby authorized to acquire, construct and install the Project Facility as described in the Lease Agreement 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, construction and installation are hereby ratified, confirmed and approved.

Section 7. The Chairman (or Vice Chairman) of the Agency, with the assistance of Agency Counsel, is authorized to negotiate and approve the form and substance of the Agency Documents.

Section 8. (A) The Chairman (or Vice Chairman) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agency Documents, 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 the forms thereof as the Chairman (or Vice Chairman) shall approve, the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

(B) The Chairman (or Vice Chairman) of the Agency is hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 9. 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 Agency Documents, 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 Agency Documents binding upon the Agency.

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.

[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 July 14, 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"), 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 ____ day of July, 2022.

(Assistant) 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 currently vacant.
2.	Creation of new permanent jobs	x Yes	<input type="checkbox"/> No	4 part-time equivalent new jobs at the Project Facility, plus construction jobs
3.	Estimated value of tax exemptions	x Yes	<input type="checkbox"/> Nos	The estimated amount of the tax exemptions are described as follows: \$42,000 Mortgage Recording Tax exemptions and \$ 3,514,263.16 in form of Real Property Tax exemption (net of PILOT and additional special district taxes).
4.	Private sector investment	x Yes	<input type="checkbox"/> No	\$ 7,595,000 private investment.
5.	Likelihood of project being accomplished in a timely fashion	x 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	x Yes	<input type="checkbox"/> No	The Project involves further development in the Town of Alfred, so there will be new tax revenue generated by the Company and made available to the local taxing jurisdictions.
7.	Any additional public benefits	x Yes	<input type="checkbox"/> No	This Project creates 30-35 local construction jobs and promotes the State's energy goals as expressed in the State Energy Plan and the Climate Leadership and Community Protection Act.
8.	Local labor construction jobs	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	The Company has estimated that at least 90% of the construction jobs will be regional labor (Western NY).
9.	Regional wealth creation (% of sales/customers outside of the County)	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Approximately thirty percent of the project costs will be local sourced materials The facility's customers – consumers saving on energy costs – must be local in the same NYISO Zone
10.	Located in a highly	<input type="checkbox"/> Yes	x No	The Project is not located in a

	distressed census tract			highly distressed census tract, as defined in the IDA Statute.
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 vacant.
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	The site does not have historical significance.
17.	Provides brownfield remediation	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	No brownfields present.



APPLICATION FOR FINANCIAL ASSISTANCE

Allegany County Industrial Development Agency

Crossroads Commerce & Conference Center

6087 State Route 19N – Suite 100

Belmont, New York 14813

(585) 268-7445 tel

(800) 893-9484 tel

(585) 268-7473 fax

clarkcr@alleganyco.com

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

IDA Executive Director

A non-refundable application fee of \$500.00 must be submitted

at the time of application.

Please submit the original application and two (2) copies.

(For office use only)

Runnings

Name of Applicant

Number

Effective June 2017

I. Applicant Information

Company Name:		
Running Supply, Inc.		
Address:		
901 N Highway 59		
City / Town	State:	Zip:
Marshall, MN	MN	56256
Phone No.:	Fax No.:	
507-532-9566		
Email Address:	Fed. Id. No.:	
danherrmann@rs.com	41-1000882	

SIC Code (<https://www.osha.gov/pls/imis/sicsearch.html>): 452300

NAICS Code (<http://www.naics.com>): _____

Contact Person: Dan Herrmann

Principal Owners / Officers / Directors: (list owners with 15% or more in equity holdings with percentage ownership)

Dennis Reed Irrevocable Trust 16%

Name & Title

Adele Reed Irrevocable Trust 16%

Name & Title

Corporate Structure (attach schematic if Applicant is a subsidiary or otherwise affiliated with another entity)

Form of Entity: ☒ C Corp ☐ S Corp ☐ Partnership ☐ LLC
☐ LLP ☐ Sole Proprietorship ☐ Not for Profit

If a corporation, partnership, limited liability company/partnership or Not for Profit:

What is the date of the establishment 1973, Place of organization MN
 and, if a foreign organization, is the Applicant authorized to do business in the State of New York?

Applicant's Counsel: C.T. Wilson Law Firm, LLC		
Address:		
1726 Sutton Lane		
City / Town	State	Zip
St. Paul	MN	55118
Phone No.:	Fax No.:	
612-270-7533	N/A	

III. Project Employment Information

****Note:** Please use full time equivalents, approximately Two part time is equivalent to One full time. (Attach additional sheets as necessary)

E1) Current number of full time equivalent employees (prior to project): 0

E2) Estimate how many full time/ part-time jobs will be **retained** as a result of this Project over the next three years:___

0 Full Time (FT) _____ Part-Time (PT) _____ ** Total Full Time Equivalents (FTE)

*Please note retained jobs should be based upon the most recent NYS MN-45 quarterly report, a copy of which should be attached to this application.

E3) What is the average estimated (annual) salary range of jobs to be retained _____ to _____
(at current market rates)

Number of jobs	Job Title	Estimated salary/range	Hours per week
2	Management	\$45,000-\$60,000	40
6	Department Managers	\$15.00-\$17.00/hr	40
20	Sales Associates	\$14.00 - \$15.00/hr	40

E4) Estimate how many full time/ part-time jobs will be **created** as a result of this Project over the next three years:___

Full Time (FT) 18 Part-Time (PT) 20 ** Total Full Time Equivalents (FTE) 28

E5) What is the planned average hourly wage for the FTE jobs to be created \$ 15.00-17.00

E6) What is the average estimated annual salary range of FTE jobs to be created \$ _____ to \$ _____

E7) What is the planned average annual benefits paid in \$\$ per FTE job to be created \$ 2.50

E8) Is the Project Commercial in nature (Sales Tax Generating for Community)? YES or NO Yes

E9) If yes, what is the estimated annual total Sales Tax to be generated from this project at full build-out? \$ 714,000

E10) Expected commencement date for project (if any) July 2022 (mo / year)

E11) Expected timeframe for project to achieve completion? 6 (in months)

E12) Estimate of the number of residents of the Labor Market Area (as defined in N.Y. GML Sec. 859-a(4)(f)) to fill created jobs? 28

Employment Reports - The Applicant understands and agrees that, if the Project receives any Financial Assistance from the AGENCY, the Applicant agrees to file, or cause to be filed, with the AGENCY, on quarterly basis, copies of form NYS-45-MN Quarterly Combined Withholding, Wage Reporting, and Unemployment Insurance Returns filed with the Department of Labor applicable to the project site.

☒ ~~PA~~ Applicant's Initials

AGENCY Reports - The Applicant understands and agrees that, if the Project receives any Financial Assistance from the AGENCY, the Applicant agrees to file, or cause to be filed with the AGENCY, a certified Annual Project Report (to be mailed to the Applicant) due by the last day of February following applicable calendar year, for a period of time not to exceed 4 years post financial assistance.

☒ ~~PA~~ Applicant's Initials

Absence of Conflicts of Interest - The Applicant has received from the AGENCY a list of the members, officers, and employees of the AGENCY. No member, officers or employee of the AGENCY has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:

☒ ~~PA~~ Applicant's Initials

Recapture Provision/Uniform Tax Exemption Policy ("UTEP") - Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law, that any New York State and local sales and use tax exemption claimed by Applicant and approved by the Agency in connection with the Project may be subject to recapture by the Agency under such terms and conditions as will be set forth in the Agent Agreement to be entered into by and between the Agency and the Applicant. Recapture provisions would be invoked under Section 875(3) of the New York General Municipal Law if it is determined that: (i) the Company is not entitled to the Sales and Use Tax Exemption Benefits; (ii) the Sales and Use Tax Exemption Benefits are in excess of the amounts authorized by the Agency to be taken by the Company; (iii) the Sales and Use Tax Exemption Benefits are for property or services not authorized by the Agency as part of the Project; or (iv) the Sales and Use Tax Exemption Benefits are taken in cases where the Company fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project. The Applicant further represents and warrants that the information contained in this Application, including without limitation information regarding the amount of New York State and local sales and use tax exemption benefits, is true, accurate and complete. The Applicant further represents and warrants that the information contained in this Application, including without limitation information regarding the amount of New York State and local sales and use tax exemption benefits, is true, accurate and complete, to the best of the Applicant's knowledge. Applicant hereby further represents and warrants that it has reviewed the Agency's UTEP and understands and agrees that under such UTEP, the Agency has the right to recapture all or a portion of any financial assistance provided by the Agency to the Company, including, but not limited to, sales and mortgage tax exemptions and real property tax abatements upon the occurrence of certain events as set forth in the UTEP.

☒ ~~PA~~ Applicant's Initials

No Violation of Section 862(1) of the General Municipal Law - In accordance with Section 862(1) of the General Municipal Law, the applicant understands and agrees that the Project will not (a) result in the removal of an industrial or manufacturing plant of the Project occupant from one area of the state to another area of the state, or (b) result in the abandonment of one or more plant facilities of the Project occupant located within the state. If the Project will result in (a) or (b), the applicant agrees that the requested financial assistance is necessary to prevent the Project from relocating out of the state, or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry.

☒ ~~PA~~ Applicant's Initials

Financial Assistance Necessary - The applicant represents that the project would not likely occur without the financial assistance provided by the AGENCY.

☒ ~~PA~~ Applicant's Initials

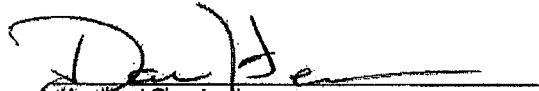
Compliance - The applicant receiving financial assistance is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.

☒ ~~PA~~ Applicant's Initials

VI. Hold Harmless Agreement

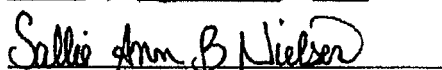
Applicant hereby releases Allegany County Industrial Development Agency and the members, officers, servants, agents and employees thereof (the "AGENCY") from, agrees that the AGENCY shall not be liable for and agrees to indemnify, defend and hold the AGENCY harmless from and against any and all liability arising from or expense incurred by (A) the AGENCY's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the Application or the Project described therein or the tax exemptions and other assistance requested therein are favorably acted upon by the AGENCY, (B) the AGENCY's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the AGENCY with respect to the Project; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the AGENCY or the Applicant are unable to reach final agreement with the respect to the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the AGENCY, its agents or assigns, all costs incurred by the AGENCY in the processing of the Application, including attorneys' fees, if any.

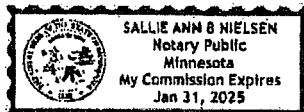
Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law, that any New York State and local sales and use tax exemption claimed by Applicant and approved by the Agency in connection with the Project may be subject to recapture by the Agency under such terms and conditions as will be set forth in the agreements to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation information regarding the amount of New York State and local sales and use tax exemption benefits, is true, accurate and complete.


(Applicant Signature)
Dan Herrmann
(Print Name)
COO
Title
Runnings
Company Name

Sworn to before me this

13 day of JUNE, 2022


Notary Public



Effective June 2017

Exhibit B

Type of Project: ☒ Attraction ☐ Expansion ☐ Retention
 ☐ Infrastructure ☐ Workforce
Offerings: ☐ SLB ☐ Bond ☐ Grant ☐ Consulting

Estimated Financial Assistance to be provided via AGENCY participation – subject to AGENCY Board Approval

*1) Estimated Sales Tax Exemption (8%)	\$ 100,000
2) Estimated Mortgage Tax Exemption (1.25%)	\$ 12,500
3) Estimated Property Tax Abatement	\$ _____
4) Estimated Total Tax Savings (1+2+3):	\$ 112,500
5) Estimated Tax-Exempt Interest Cost Savings (via Tax-Exempt Bond)	\$ _____
6) Grant	\$ _____
Type or name of grant (_____)	
7) Estimated total Company Savings (4+5+6):	\$ 112,500
8) Benefited Project Amount (the capital investment directly related to the benefits received)	\$ _____
9) Bond Amount	\$ _____
10) Mortgage Amount	\$ _____
11) Other Loan Fund	\$ _____
12) Loan Secured	\$ _____
Source of loan (_____)	
13) Total Amount Financed / Loan Funds Secured	\$ _____ (9+10+11+12)

Proposed PILOT structure:

* Estimated Value of Goods and Services to be exempt from sales and use tax as a result of the Agency's involvement in the Project. PLEASE NOTE: These amounts will be verified and there is a potential for a recapture of sales tax exemptions (see "Recapture Provision" on page 4).

\$ 1,200,000 (to be used on the NYS ST-60)

Exhibit C

617.20

Short Environmental Assessment Form

Instructions for Completing

Part 1 - Project Information. The applicant or project sponsor is responsible for the completion of Part 1. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part 1 based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information.

Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

Part 1 - Project and Sponsor Information							
Name of Action or Project: Runnings							
Project Location (describe, and attach a location map): Riverwalk Plaza Wellsville 16							
Brief Description of Proposed Action: Remodel and renovate vacant Kmart in Wellsville NY							
Name of Applicant or Sponsor: Runnings		Telephone: 507-532-9568					
		E-Mail: denh@runnings.com					
Address: 901 N Highway 59							
City/PO: Marshall		State: MN	Zip Code: 56258				
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.			<table border="1" style="width: 100%; text-align: center;"> <tr> <td>NO</td> <td>YES</td> </tr> <tr> <td>X</td> <td></td> </tr> </table>	NO	YES	X	
NO	YES						
X							
2. Does the proposed action require a permit, approval or funding from any other governmental Agency? If Yes, list agency(s) name and permit or approval: Building permit			<table border="1" style="width: 100%; text-align: center;"> <tr> <td>NO</td> <td>YES</td> </tr> <tr> <td></td> <td>X</td> </tr> </table>	NO	YES		X
NO	YES						
	X						
3.a. Total acreage of the site of the proposed action? 4.9 acres							
b. Total acreage to be physically disturbed? _____ acres c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? 4.9 acres							
4. Check all land uses that occur on, adjoining and near the proposed action. Urban <input type="checkbox"/> Rural (non-agriculture) <input type="checkbox"/> Industrial <input checked="" type="checkbox"/> Commercial <input type="checkbox"/> Residential (suburban) <input type="checkbox"/> Forest <input type="checkbox"/> Agriculture <input type="checkbox"/> Aquatic <input type="checkbox"/> Other (specify): _____ Parkland <input type="checkbox"/>							

18. Does the proposed action include construction or other activities that result in the impoundment of water or other liquids (e.g. retention pond, waste lagoon, dam)? If Yes, explain purpose and size: _____	NO X	YES
19. Has the site of the proposed action or an adjoining property been the location of an active or closed solid waste management facility? If Yes, describe: _____	NO X	YES
20. Has the site of the proposed action or an adjoining property been the subject of remediation (ongoing or completed) for hazardous waste? If Yes, describe: _____	NO X	YES
I AFFIRM THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE		
Applicant/sponsor name: <u>Dan Hermann</u> Date: <u>6/13/22</u> Signature: <u>[Signature]</u>		

Part 2 - Impact Assessment. The Lead Agency is responsible for the completion of Part 2. Answer all of the following questions in Part 2 using the information contained in Part 1 and other materials submitted by the project sponsor or otherwise available to the reviewer. When answering the questions the reviewer should be guided by the concept "Have my responses been reasonable considering the scale and context of the proposed action?"

	No, or small impact may occur	Moderate to large impact may occur
1. Will the proposed action create a material conflict with an adopted land use plan or zoning regulations?	X	
2. Will the proposed action result in a change in the use or intensity of use of land?	X	
3. Will the proposed action impair the character or quality of the existing community?	X	
4. Will the proposed action have an impact on the environmental characteristics that caused the establishment of a Critical Environmental Area (CEA)?	X	
5. Will the proposed action result in an adverse change in the existing level of traffic or affect existing infrastructure for mass transit, biking or walkway?	X	
6. Will the proposed action cause an increase in the use of energy and it fails to incorporate reasonably available energy conservation or renewable energy opportunities?	X	
7. Will the proposed action impact existing: a. public / private water supplies?	X	
b. public / private wastewater treatment utilities?	X	
8. Will the proposed action impair the character or quality of important historic, archaeological, architectural or aesthetic resources?	X	
9. Will the proposed action result in an adverse change to natural resources (e.g., wetlands, waterbodies, groundwater, air quality, flora and fauna)?	X	

**SEQR RESOLUTION
RUNNING SUPPLY, INC. 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 in the Town of Angelica, Allegany County, New York on July 14, 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

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Craig R. Clark, P.E., Ph.D.	Executive Director
Pam Common	Chief Finance Officer

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

Resolution No. 0722-

RESOLUTION DETERMINING THAT ACTION TO UNDERTAKE A PROJECT FOR THE BENEFIT OF RUNNING SUPPLY, INC. IS A "TYPE II ACTION" AND NO FURTHER ACTION IS REQUIRED UNDER SEQRA WITH RESPECT THERETO.

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, Running Supply, Inc., a State of Minnesota business corporation (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 7.20 acre parcel of land located at 121 Bolivar Road (tax map number 238.7-3-14.2) in the Town of Wellsville, Village of Wellsville, Allegany County, New York (the “Land”), together with an existing approximately 94,077 square foot building located thereon (the “Facility”), (2) the renovation and reconstruction of the Facility and other required improvements and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other personal property (the “Equipment”) (the Land, Facility and the Equipment being collectively referred to as the “Project Facility”) all of the foregoing to be owned and operated by the Company as a retail/commercial space and other directly and indirectly related activities; (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, by resolution adopted by the members of the Agency on July 14, 2022 (the “Public Hearing Resolution”), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; 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 the SEQR Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA and the Regulations prior to making a final determination whether to undertake the Project; and

WHEREAS, to aid the Agency in determining whether the Project may have a significant effect upon the environment, the Company has prepared and submitted to the Agency an environmental assessment form (the “EAF”) with respect to the Project, a copy of which EAF was presented to and reviewed by the Agency at this meeting and a copy of which is on file at the office of the Agency; and

WHEREAS, pursuant to SEQRA, the Agency has examined the EAF in order to make an determination as to the potential environmental significance of the Project; and

WHEREAS, the Project appears to constitute a “Type II action” (as said quoted term is defined in the Regulations), and therefore it appears that no further determination or procedure under SEQRA is required 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 has received copies of, and has reviewed, the Application and the EAF submitted to the Agency by the Company with respect thereto (collectively, the “Reviewed Documents”) and, based upon said Reviewed Documents and the representations made by the Company to the Agency

at this meeting, and based further upon the Agency's knowledge of the area surrounding the Project Facility and such further investigation of the Project and its environmental effects as the Agency has deemed appropriate, the Agency makes the following findings and determinations with respect to the Project:

(A) The project (the "Project") consists of the following: (A) (1) the acquisition of an interest in an approximately 7.20 acre parcel of land located at 121 Bolivar Road (tax map number 238.7-3-14.2) in the Town of Wellsville, Village of Wellsville, Allegany County, New York (the "Land"), together with an existing approximately 94,077 square foot building located thereon (the "Facility"), (2) the renovation and reconstruction of the Facility and other required improvements and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other personal property (the "Equipment") (the Land, Facility and the Equipment being collectively referred to as the "Project Facility") all of the foregoing to be owned and operated by the Company as a retail/commercial space and other directly and indirectly related activities; (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.

(B) The Project consists of the replacement, rehabilitation or reconstruction of a structure or facility, in kind, on the same site and the purchase of equipment.

Section 2. Based upon the foregoing, the Agency makes the following findings and determinations with respect to the Project:

(A) Pursuant to Sections 617.5(c)(2) and 617.5(c)(31) of the Regulations, the Project is a "Type II action" (as said quoted term is defined in the Regulations); and

(B) Therefore, the Agency hereby determines that no environmental impact statement or any other determination or procedure is required under the Regulations.

Section 3. The Executive Director of the Agency is hereby directed to file a copy of this Resolution with respect to the Project in the office of the Agency.

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 July 14, 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"), 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 _____ day of July, 2022.

Secretary

(SEAL)

**PUBLIC HEARING RESOLUTION
RUNNING SUPPLY, INC. 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 in the Town of Angelica, Allegany County, New York on July 14, 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

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Craig R. Clark, P.E., Ph.D.	Executive Director
Pam Common	Chief Finance Officer

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

Resolution No. 0722-

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 RUNNING SUPPLY, INC.

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, Running Supply, Inc., a State of Minnesota business corporation (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 7.20 acre parcel of land located at 121 Bolivar Road (tax map number 238.7-3-14.2) in the Town of Wellsville, Village of Wellsville, Allegany County, New York (the "Land"), together with an existing approximately 94,077 square foot building located thereon (the "Facility"), (2) the renovation and reconstruction of the Facility and other required improvements and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other personal property (the "Equipment") (the Land, Facility and the Equipment being collectively referred to as the "Project Facility") all of the foregoing to be owned and operated by the Company as a retail/commercial space and other directly and indirectly related activities; (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 July 14, 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"), 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 _____ day of July, 2022.

Secretary

(SEAL)