

ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
**APPROVING RESOLUTION**  
 BR PROJECT 1, LLC *Project Number 4001-23-07*  
 Resolution No. IDA-23-12-42  
*December 20, 2023*

A regular meeting of the St. Lawrence County Industrial Development Agency (the “SLCIDA”) was convened on December 20, 2023 at 1:00 P.M., local time, in the Main Conference Room of the Ernest J. LaBaff Industrial Building, 19 Commerce Lane, Canton, New York.

The meeting was called to order by Mr. LaBaff, and upon roll being called, the following members of the SLCIDA were:

MEMBER	PRESENT	ABSENT
Blevins, Lynn	X	
Hall, Mark C.	X	
LaBaff, Ernest	X	
McMahon, Andrew	X	
Morrill, Steven	X	
Reagen, James	X	
Staples, Brian W.		X

The following persons were ALSO PRESENT: IDA Staff (Patrick Kelly, Richard Williams, Kimberly Gilbert and Lori Sibley); IDA-LDC Staff (John Pinkerton)

After the meeting had been duly called to order, Mr. LaBaff announced that, among the purposes of the meeting, was to consider and take action on certain matters pertaining to proposed project for the benefit of BR PROJECT 1, LLC.

On motion duly made by Mr. Reagen and seconded by Mr. Hall the following resolution was placed before members of the St. Lawrence County Industrial Development Agency:

**A RESOLUTION (1) AUTHORIZING THE DEVELOPMENT OF A CERTAIN PROJECT (AS MORE FULLY DESCRIBED BELOW) BY BR PROJECT 1, LLC (THE “COMPANY”) A NEW YORK LIMITED LIABILITY COMPANY; (2) ADOPTING FINDINGS PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT IN RELATION TO THE PROJECT; (3) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY FOR THE PROJECT IN THE FORM OF (A) A PARTIAL EXEMPTION FROM MORTGAGE RECORDING TAX WITH RESPECT TO FINANCING THE CONSTRUCTION OF THE FACILITY;**

**AND (B) A REAL PROPERTY TAX ABATEMENT STRUCTURED THROUGH A PAYMENT-IN-LIEU-OF-TAX AGREEMENT (PILOT AGREEMENT”) IN ACCORDANCE WITH A DEVIATION FROM THE AGENCY’S UNIFORM TAX EXEMPTION POLICY MORE SPECIFICALLY DESCRIBED HEREIN; (4) AUTHORIZING ACCEPTANCE OF A LEASEHOLD INTEREST IN CERTAIN REAL PROPERTY AND THE IMPROVEMENTS THEREON IN RELATION TO UNDERTAKING THE PROJECT; AND (5) APPROVING THE FORM, SUBSTANCE AND EXECUTION OF RELATED DOCUMENTS.**

WHEREAS, Title 1 of Article 18-A of the General Municipal Law of the State of New York (the “**Enabling Act**”) was duly enacted into law as Chapter 1030 of the Laws of 1969 of the State of New York (“**State**”); and

WHEREAS, the Enabling Act authorizes and provides for the creation of industrial development agencies for the benefit of the several counties, cities, villages and towns in the State and empowers such agencies, among other things, to acquire, construct, reconstruct, lease, improve, maintain, equip and dispose of land and any building or other improvement, and all real and personal properties, including, but not limited to, machinery and equipment deemed necessary in connection therewith, whether or not now in existence or under construction which shall be suitable for manufacturing, warehousing, civic, commercial and research facilities, including recreation facilities, in order to advance job opportunities, health, general prosperity and economic welfare of the people of the State and to improve their standard of living; and

WHEREAS, the Agency was created, pursuant to and in accordance with the provisions of the Enabling Act, by Chapter 358 of the Laws of 1971 of the State, (collectively, with the Enabling Act, the “**Act**”), and is empowered under the Act to undertake the Project (as hereinafter defined) in order to so promote job opportunities, health, general prosperity and economic welfare of the people of the State and improve their standard of living; and

WHEREAS, the Company previously presented an application (the “**Application**”) to the Agency, a copy of which is on file at the office of the Agency, requesting that the Agency consider undertaking a project, as further described in **Exhibit A** (the “**Project**”) consisting of: (A) the acquisition of a sub-leasehold interest in parcel(s) of land consisting of up to 245 acres, but expected to be approximately 111.5 acres, being a portion of a 1,021.45+/- acre parcel of land known as Benson Mines, located at Route 3 and Route 60, Town of Clifton, St. Lawrence County, New York (the “**Land**”); (B) the construction on the Land of up to a 20 MWac ground-mounted photovoltaic solar energy system including panels, racking, inverters, electrical cables, grid interconnection, site preparation, access roads and any other required improvements (the “**Improvements**”); and (C) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “**Equipment**” and, together with the Land and Improvements, the “**Facility**”), and (D) the sub sub-lease of the Agency’s interest in the Facility back to the Company pursuant to a leaseback agreement; and

WHEREAS, Project is being undertaken as part of NYSERDA's Build-Ready Program (the "Program") authorized under New York State Public Authorities Law Section 1900, *et. seq.*; and

WHEREAS, pursuant to the Program, NYSERDA and the Company are working on pre-construction development activities for the Project. Upon completion of pre-construction development work, NYSERDA intends to transfer its rights in the Project, including its ownership interest in the Company, to a solar developer chosen through a competitive auction and selection process; and

WHEREAS, the Company further requested a deviation from the Agency's Uniform Tax Exemption Policy ("UTEP") in the form of a PILOT Agreement with a term of 20 years (the "**Deviation**"), which Deviation exceeds the Agency's standard 10-year period of abatement under the Agency's UTEP; and

WHEREAS, as required by the Agency's UTEP the consent of the Town of Clifton (the "**Town**"), and the Clifton-Fine Central School District (the "**School District**") was required prior to the Agency approval of the Deviation; and

WHEREAS, by a Resolution adopted November 13, 2023, the School District consented to the Deviation, and, by Resolution adopted November 8, 2023, the Town consented to the Deviation; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the "SEQR Act" or "SEQR"), the Agency constitutes a "State Agency"; and

WHEREAS, the construction and operating of the Facility is an "Action" under SEQR; and

WHEREAS, the Facility is a Type II Action under SEQR as the Facility is located in the Adirondack Park and is classified as a "Class A Regional Project"; and

WHEREAS, a public hearing (the "**Hearing**") was held on December 12, 2023, so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency or the location or nature of the Facility, could be heard; and

WHEREAS, notice of the Hearing was published in the North Country This Week on December 1, 2023, in the Watertown Daily Times on December 2, 2023, and in The Bargain Hunter on December 4 2023, and such notice (together with proof of publication), was substantially in the form annexed hereto as **Exhibit B**; and

WHEREAS, the report of the Hearing is annexed hereto as **Exhibit C**; and

WHEREAS, the Agency has been requested to enter into (a) a sublease agreement by and between the Company and the Agency whereby the Company will sublease the Facility to the Agency (the “**Lease Agreement**”) and (b) a leaseback agreement by and between the Agency and Company whereby the Agency sub subleases the Facility back to the Company (the “**Leaseback Agreement**”).

WHEREAS, contemporaneously or subsequent to the closing of the straight-lease transaction contemplated pursuant to this Resolution and as security for the Loan (as such term is defined in the Leaseback Agreement), the Agency and the Company will execute and deliver to one or more lenders to be determined (collectively, the “**Lender**”), one or more mortgages, each to be dated a date not yet determined, in an aggregate amount not to exceed \$26,020,000.00 (collectively, the “**Mortgage**”), and such other loan documents satisfactory to the Agency, upon advice of counsel, in both form and substance, as may be reasonably required by the Lender in connection with the financing of the acquisition, construction and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of acquiring, constructing and equipping of the Facility (collectively, the “**Loan Documents**”).

NOW, THEREFORE, BE IT RESOLVED by the St. Lawrence County Industrial Development Agency as follows:

Section 1. Based upon the EAF, the Planning Board, as Lead Agency under SEQRA, and coordinated review with Involved and Interested Agencies, determined that the Project, involving the construction, installation and equipping of the Facility, is a Type I action as contemplated by 6 NYCRR Section 617.5(c)(1), and that there will be not have a “significant effect” on the environment and, therefore, an environmental impact statement will not be prepared. This determination constitutes negative declaration for purposes of SEQRA, which is binding on the Agency.

Section 2. The Agency hereby finds and determines:

- a. By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and
- b. The Facility constitutes a “project”, as such term is defined in the Act; and
- c. The acquisition, construction, improvement and equipping of the Facility and the leasing of the Facility to the Company, will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of St. Lawrence County (the “**County**”), and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and
- d. Based upon representations of the Company and counsel to the Company, the Facility conforms with the local zoning laws and planning regulations and all regional and local land use plans for the area in which the Facility is located; and
- e. The project involves a “Type II Action” as said term is defined in SEQR and, therefore, no further action is required under SEQR; and

- f. It is desirable and in the public interest for the Agency to sublease the Facility back to the Company; and
- g. The Lease Agreement will be an effective instrument whereby the Agency leases the Facility from the Company; and
- h. The Leaseback Agreement will be an effective instrument whereby the Agency leases the Facility to the Company, and by which the Agency and the Company set forth the terms and conditions of their agreement regarding payments-in-lieu of taxes, the Company agrees to comply with all Environmental Laws (as defined therein) applicable to the Facility and will describe the circumstances in which the Agency may recapture some or all of the benefits granted to the Company; and
- i. The Facility is up to 245 acres, but expected to be approximately 111.5 acres, being a portion of a 1,021.45 acre parcel of land, where the Company will install up to a 20 MWac ground-mounted photovoltaic solar energy system including panels, racking, inverters, electrical cables, grid interconnection, site preparation, access roads and any other required improvements. The Facility, being located in the Town of Clifton; and
- j. The Deviation incentivizes the Company to complete the Project, which is expected to have a material positive impact on further economic development projects in the Town and the County; and
- k. Based upon the representations of the Company, the transactions contemplated by the Leaseback Agreement shall not result in the removal of a plant from one area of the State to another area of the State, and
- l. The Loan Documents to which the Agency is a party will be effective instruments whereby the Agency and the Company agree to secure the Loan made to the Company by the Lender.

Section 3. The Agency has assessed all material information included in connection with the application for financial assistance submitted by the Company, including but not limited to, the cost-benefit analysis prepared by the Agency and such information has provided the Agency a reasonable basis for its decision to provide the Financial Assistance to the Company.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (i) sublease the Land and the Improvements from the Company pursuant to the Lease Agreement, (ii) execute, deliver and perform the Lease Agreement, (iii) sub sublease the Facility to the Company pursuant to the Leaseback Agreement, (iv) execute, deliver and perform the Leaseback Agreement, (v) grant a mortgage on and security interests in and to the Facility pursuant to the Loan Documents, and (vi) execute, deliver and perform the Loan Documents to which the Agency is a party.

Section 5. The Agency is hereby authorized to acquire the real property and personal property described in the Leaseback 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 are hereby approved, ratified and confirmed.

Section 6. The Agency is hereby authorized to acquire the Facility and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed. The Agency is hereby further authorized to execute and deliver the Loan Documents in connection with the financing of the costs of acquiring, constructing and equipping the Facility and any future Loan Documents in connection with any future refinancing or permanent financing of such costs of acquiring, constructing and equipping of the Facility without the need for any further or future approvals of the Agency.

Section 7. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company in connection with the construction, improvement and equipping of the Facility in the form of (i) a partial mortgage recording tax exemption in an amount as indicated in Exhibit A (the "Mortgage Recording Tax Exemption") and (ii) the abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit D hereof), consistent with the policies of the Agency.

Section 8. The form and substance of the Agency Documents, as hereinafter defined, to which the Agency is a party (each in substantially the forms presented to or approved by the Agency and which, prior to the execution and delivery thereof, may be redated and renamed) are hereby approved.

Section 9.

- a. The Chairman, the Executive Director of the Agency or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Lease Agreement, the Leaseback Agreement the PILOT Agreement, and the Loan Documents to which the Agency is a party, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, the Director of the Agency or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Executive Director and counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "**Agency Documents**"). The execution thereof by the Chairman, the Executive Director of the Agency or any member of the Agency shall constitute conclusive evidence of such approval.
- b. The Chairman, the Executive Director of the Agency or any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Leaseback Agreement).

Section 10. 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, 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 11. Any expenses incurred by the Agency with respect to the Facility shall be paid by the Company. By acceptance hereof, the Company agrees to pay such expenses and further agrees to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the Facility.

Section 12. This Resolution shall take effect immediately.

<b>MEMBER</b>	<b>YEA</b>	<b>NAY</b>	<b>ABSTAIN</b>	<b>ABSENT</b>
Blevins, Lynn	X			
Hall, Mark C.	X			
LaBaff, Ernest	X			
McMahon, Andrew	X			
Morrill, Steven	X			
Reagen, James	X			
Staples, Brian W.				X

The Resolution was thereupon declared duly adopted.

STATE OF NEW YORK )

COUNTY OF ST. LAWRENCE ) ss.:

I, the undersigned Secretary of the St. Lawrence County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the St. Lawrence County Industrial Development Agency (the “Agency”), including the resolution contained therein, held on December 20, 2023, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the Directors 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 modified.

IN WITNESS WHEREOF, I have hereunto set my hand of said Agency as of December 20, 2023.

Original Signature on File  
Mr. Ernest LaBaff, Secretary

EXHIBIT A

1.	<b>Applicant Name/ Project Number:</b>	BR PROJECT 1, LLC Project #4001-23-07
2.	<b>Project Description:</b> BR PROJECT 1, LLC plans to undertake a project (the “ <b>Project</b> ”) consisting of (A) the acquisition of a sub-leasehold interest in parcel(s) of land consisting of up to 245 acres, but expected to be approximately 111.5 acres, being a portion of a 1,021.45+/- acre parcel of land known as Benson Mines, located at Route 3 and Route 60, Town of Clifton, St. Lawrence County, New York (the “ <b>Land</b> ”); (B) the construction on the Land of up to a 20 MWac ground-mounted photovoltaic solar energy system including panels, racking, inverters, electrical cables, grid interconnection, site preparation, access roads and any other required improvements (the “ <b>Improvements</b> ”); and (C) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “ <b>Equipment</b> ” and, together with the Land and Improvements, the “ <b>Facility</b> ”), and (D) the sub sub-lease of the Agency’s interest in the Facility back to the Company pursuant to a leaseback agreement.	
3.	<b>Type of Financial Assistance Requested:</b>	Partial Exemption from Mortgage Tax the undertaking of the “ <b>Project</b> ” as described above.  Partial Real Property Tax Abatement through a PILOT.
4.	<b>Total Amount of Project:</b>	\$ 27,984,000
5.	<b>Benefited Project Amount:</b>	\$ 27,984,000
6.	<b>Estimated value of NYS Sales &amp; local sales and use tax exemption to be provided to the Company for this Project:</b>	\$0
7.	<b>PILOT Structure and Estimated Net Exemption from PILOT</b>	20 Year PILOT
8.	<b>Mortgage Recording Tax Exemption</b>	\$195,150
9.	<b>Full-time Equivalent Jobs to be Retained as a Result of the Project:</b>	0
10.	<b>Full-Time Equivalent Jobs to be Created as a Result of the Project:</b>	0
11.	<b>Estimated Expiration of the Financial Assistance:</b>	2046

EXHIBIT B

**ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
NOTICE OF PUBLIC HEARING**

Notice is hereby given that a public hearing (the “Public Hearing”) pursuant to Section 859-a(2) of the General Municipal Law of the State of New York (the “Act”) will be held by the St. Lawrence County Industrial Development Agency (the “Agency”) on the 14<sup>th</sup> day of December, 2023 at 11:00 a.m., local time, in-person at the Cranberry Lake Fire Department, Community Room, 7115 State Route 3, Cranberry Lake, New York 12927 and via Zoom meeting. Members of the public may attend by viewing and commenting on the Project and the benefits to be granted to the Company (as defined below) by the Agency during the Public Hearing by logging into the Zoom meeting as follows:

Topic: 2023-1214 - BR Project 1, LLC - Public Hearing  
Time: Dec 14, 2023 11:00 AM Eastern Time (US and Canada)

Join Zoom Meeting

<https://us02web.zoom.us/j/83942327473?pwd=RVkwQ1ZwUXVIUmtIVlVlVFZ0p5cklzdz09>

Meeting ID: 839 4232 7473

Passcode: 031920

One tap mobile

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+16469313860,,83942327473#,,,,\*031920# US

Dial by your location

- +1 929 205 6099 US (New York)
- +1 646 931 3860 US
- +1 312 626 6799 US (Chicago)
- +1 301 715 8592 US (Washington DC)
- +1 305 224 1968 US

BR PROJECT 1 LLC, a New York limited liability company (the “Company”), which is wholly-owned by the New York Energy Research and Development Authority (“NYSERDA”), has submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) consisting of: (A) the acquisition of a sub-leasehold interest in parcel(s) of land consisting of up to 245 acres, but expected to be approximately 111.5 acres, being a portion of a 1,021.45+/- acre parcel of land known as Benson Mines, located at Route 3 and Route 60, Town of Clifton, St. Lawrence County, New York (the “Land”); (B) the construction on the Land of up to a 20 MWac ground-mounted photovoltaic solar energy system including panels, racking, inverters, electrical cables, grid interconnection, site preparation, access roads and any other required improvements (the “Improvements”); and (C) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the

“Equipment” and, together with the Land and Improvements, the “Facility”), and (D) the sub-lease of the Agency’s interest in the Facility back to the Company pursuant to a leaseback agreement;

The Company will own a leasehold interest in the Facility from the current owner through a long-term lease. The Agency will acquire a sub-leasehold interest in the Facility. The financial assistance contemplated by the Agency will consist generally of the exemption from taxation expected to be claimed by the Company as a result of the Agency taking an interest in the Facility, or of the Company acting as the agent of the Agency, consisting of (i) a partial exemption from mortgage recording tax with respect to financing the construction of the Facility and (ii) a partial exemption from general real property taxation with respect to the Facility, which exemption shall be offset, in whole or in part, by contractual payments in lieu of taxes (the “PILOT”) by the Company for the benefit of the affected tax jurisdictions

A representative of the Agency will be at the above stated place and time to hear all persons with views in favor of or opposed to either the location or nature of the Facility, or the proposed financial assistance being contemplated by the Agency. At the hearing, all persons will have the opportunity to review the application for financial assistance filed by the Company with the Agency and an analysis of the costs and benefits of the proposed Project. In addition, at, or prior to, such hearing, interested parties may submit to the Agency written materials pertaining to such matters. Such materials may be submitted to the Agency at 19 Commerce Lane, Suite 1, Canton, New York 13617, or at [rwilliams@slcida.com](mailto:rwilliams@slcida.com) and must be received no later than 11:00 a.m. on the day of the Public Hearing. Written statements provided to the Agency regarding the project will also become part of the record of public hearing. A transcript of the public hearing will be made available at a later date.

Please check the meeting information posted on the Agency website ([www.slcida.com](http://www.slcida.com)) to access instructions to join the meeting and to find copies of the application and the cost benefit analysis.

DATED: November 28, 2023

ST. LAWRENCE COUNTY  
INDUSTRIAL DEVELOPMENT AGENCY

EXHIBIT C

**REPORT OF PUBLIC HEARING  
MINUTES OF PUBLIC HEARING HELD ON DECEMBER 14, 2023  
ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
RE: BR PROJECT 1, LLC**

Patrick Kelly of the St. Lawrence County Industrial Development Agency called the public hearing to order at 11:02 AM, local time, in-person and via Zoom, and stated that the minutes of this public hearing would be recorded.

Zoom Meeting Link:

<https://us02web.zoom.us/j/83942327473?pwd=RVkwQ1ZwUXVIUmtIVlVlVFZ0p5cklzdz09>

Meeting ID: 839 4232 7473

Passcode: 031920

One tap mobile

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a public hearing at 11:00 AM local time, in-person at the Town of Clifton, Cranberry Lake Fire Department, Community Room, 7115 State Route 3, Cranberry Lake, New York 12927.

In Attendance: Gillian Black (NYSERDA Representative), Bob Ahlfeld (SLCIDA), Lori Sibley (SLCIDA), and other members of the public (see attached)

Mr. Kelly then read the following:

We are in-person and streaming live via zoom.

BR Project 1, LLC has submitted an application to the Agency, a copy of which has been posted to our website and is on file at the office of the Agency. The Application requests the Agency consider undertaking a project (the “Project”) for the benefit of the Company,

The Project consists of the (A) the acquisition of a sub-leasehold interest in parcel(s) of land consisting of up to 245 acres, but expected to be approximately 111.5 acres, being a portion of a 1,021.45+/- acre parcel of land known as Benson Mines, located at Route 3 and Route 60, Town of Clifton, St. Lawrence County, New York. The construction on the Land of approximately 111.5 acres a 20.0 MWac ground-mounted photovoltaic solar array including panels, racking, inverters, electrical cables, grid interconnection, site preparation, access roads and any other required improvements.

All of the foregoing to constitute a solar energy generating facility (B) the granting of certain “financial assistance” with respect to the foregoing, including potential exemptions from certain real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease 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.

The Agency is considering whether (A) to undertake the Project and (B) to provide certain exemptions from taxation, which may include (1) an exemption from state and local sales and use tax with respect to the construction and renovation (2) exemption from mortgage recording taxes, transfer taxes (3) potential exemption from real property taxes (but not including special assessments and special ad valorem levies), if any, subject to the obligation of the Company to make payments in lieu of taxes with.

The Project is not consistent with the Agency's uniform tax exemption policy, the Agency has followed procedures for deviation from such policy prior to granting such portion of the Financial Assistance.

The Agency has not yet made a determination pursuant to Article 8 of the Environmental Conservation Law (the "SEQR Act") regarding the potential environmental impact of the Project. This will be addressed at the next Board meeting of the Agency.

As this project is a deviation from the St. Lawrence County IDA's Uniform Tax Exemption Policy ("UTEP"), consent resolutions from the Town of Clifton and local School District were obtained.

Mr. Kelly then introduced Gillian Black, Director of NYSERDA's Build Ready program, who explains New York State's goals for decarbonizing and the objectives of the Build Ready program. Mr. Black mentions with NYSERDA's Build Ready program, a potential project is put out to market after all the necessary permits and surveys are in place, and a two-step auction process begins. This project was put out to bid last Fall, and 13 applications have been received to date, with about five or six of those applications under consideration pending a thorough review process.

Mr. Black shows a slide presentation which encompasses various project components such as site approval requirements, project benefits, location, permitting, and the potential for further site developments. He emphasizes that working with the communities is important, and NYSERDA seeks to identify other activities the project can do for the community by initiating a Host Community Benefit Package that will be administered by the IDA, essentially a \$200,000 micro-grant program. NYSERDA anticipates awarding the project and transferring the asset sometime in the summer of 2024.

#### Public Comments:

Paul Zimmer asks what is the expected life use of the panels. Mr. Gillian Black responds that solar modules will run for years at 80% of original capacity but are likely to be repowered 15- 20 years down the road using the existing racking systems.

Gerald Tanner asks if and how the panels are recycled. Mr. Gillian Black responds that the recycling industry in U.S. is just starting to develop. They will be sent to a recycling facility and there are different ways to extract the valuable materials for reutilization. Mr. Black notes that all projects will have a decommissioning plan and require to post a bond or similar

guarantee of payment for the decommissioning costs. The owner will need to pull everything out and put it back the way it was to clean up the property.

Gerald Tanner asks if there is a time limit relating to the operational status of the facility. Gillian Black notes that if the project is not operating (for some period, typically 12 months), the owner will need to either fix the issue or go into operation or decommission the project. These projects normally produce electricity with very little maintenance.

Gerald Tanner asks if there is battery storage as part of this project. Mr. Black states this project is not permitted for that. If that is something the owner wants, there would have to be another application process involving another environmental study and National Grid study and other permitting processes to get approval for a battery backup system.

Honorable Larry Denesha states the County Board of Legislators passed a resolution encouraging solar developers to use American made material and asks if NYSERDA has any requirements for American-made content. Gillian Black notes that there are Federal Government requirements through the IRA for domestic content and that NYSERDA has some content requirements as well, primarily related to American steel.

Honorable Larry Denesha states the land where this project will be located hasn't been productive for many years and that he is excited about this project. He is glad the project is not located on active farmland. There are solar arrays popping up in other parts of the County using tillable land. This site is the perfect opportunity for this project.

Martin Woods asks if the land will be sodded over to keep the dust down. Mr. Black states that not much grading work will need to be done and they do not anticipate this to be an issue. The DEC requires some moss or grass, and their goal is to keep the ground disturbance to a minimum. He cites projects at landfills which can use concrete blocks as ballast to avoid penetrating the surface membranes.

Heather Wilson states that the snowmobile clubs are pleased that the trail will be moved around the project but will not otherwise be impacted. She points out that there is an expectation that battery powered snowmobiles will soon be available and that charging stations may be a future opportunity. Gillian Black points out that while the infrastructure isn't there right now, and this project is not designed for EV charging stations, it could be a future opportunity.

With no further comments, Patrick Kelly summarizes the PILOT terms that the IDA is considering. It is a 20-year PILOT starting with a payment of \$5,000 per MW. With a 12 MW project, the first year PILOT payment would be \$60,000 and will increase by 2% each year for life of the PILOT. The approximately 1,000-acre property currently generates approximately \$27,000 in property taxes, the portion of the property where the project will be located is about a tenth of the parcel. In the first year, it is estimated that the PILOT will generate \$28,500 for the school, \$20,000 for Town of Clifton, \$1,000 for town charge backs. This means approximately \$1.5 million in payments over the life of the PILOT. Additionally, special district taxes would be made in addition to the PILOT as the IDA does not provide an

exemption from those taxes. At the end of the PILOT, the property would go on the tax roll. If the owner seeks a new PILOT, this process would have to begin again.

Gillian Black adds that the project is based on a 35-year lease, 20 years with three five-year extension options. At the end of 20 years, the owner will start paying taxes unless they request another PILOT with the process outlined by Mr. Kelly.

Hearing no other comments, the Public Hearing was closed at 11:48 AM.

By: Patrick Kelly

For: St. Lawrence County Industrial Development Agency

**PUBLIC HEARING**  
**St. Lawrence County Industrial Development Agency**  
**BR Project 1, LLC (Benson Mines Solar)**

**December 14, 2023 at 11:00 AM**  
**Town of Clifton, NY**  
**Cranberry Lake Fire Department, 7115 State Route 3**  
**Cranberry Lake, NY 12927**  
**SLCIDA [Project 4001-23-07]**

No.	Printed Name	Organization/Representation (Optional)
1.	Patrick Kelly	St. Lawrence County IDA
2.	Robert Ahlfeld	St. Lawrence County IDA
3.	Lori Sibley	St. Lawrence County IDA
4.	[REDACTED]	Town Board
5.	[REDACTED]	NYSIDA
6.	[REDACTED]	Cranberry Lake Mountaineers Snowmobile Club
7.	[REDACTED]	Windfall NY
8.	[REDACTED]	Resident
9.	[REDACTED]	Resident
10.	[REDACTED]	SLC
11.	[REDACTED]	Town of Clifton
12.	[REDACTED]	Clifton Fire CSD
13.	[REDACTED]	
14.	[REDACTED]	CLFD
15.		
16.		
17.		
18.		
19.		
20.		

EXHIBIT D

	Years	
\$ 60,000.00	1	2026
\$ 61,200.00	2	2027
\$ 62,424.00	3	2028
\$ 63,672.48	4	2029
\$ 64,945.93	5	2030
\$ 66,244.85	6	2031
\$ 67,569.75	7	2032
\$ 68,921.14	8	2033
\$ 70,299.56	9	2034
\$ 71,705.55	10	2035
\$ 73,139.67	11	2036
\$ 74,602.46	12	2037
\$ 76,094.51	13	2038
\$ 77,616.40	14	2039
\$ 79,168.73	15	2040
\$ 80,752.10	16	2041
\$ 82,367.14	17	2042
\$ 84,014.49	18	2043
\$ 85,694.77	19	2044
\$ 87,408.67	20	2045