

# THE AGENCY

B R O O M E C O U N T Y I D A / L D C

## BROOME COUNTY INDUSTRIAL DEVELOPMENT AGENCY

September 16, 2020 • 12:00 p.m. • The Agency Conference Room  
FIVE South College Drive, Suite 201, 2nd Floor  
Binghamton, New York 13905

### REVISED AGENDA

1. Call to Order J. Bernardo
2. Approve Transcript – August 19, 2020 Board Meeting J. Bernardo
3. Public Comment J. Bernardo
4. Executive Director's Report S. Duncan
  - Updates
  - Internal Financial Report – August 31, 2020
5. Loan Activity Reports as of August 31, 2020 T. Gray

### New Business

6. Resolution Approving a \$100,000.00 Loan Request from Integrated Wood Components, Inc., from the STEED Loan Fund Program as Set Forth in the Commitment Letter Attached Hereto as Exhibit "A" T. Gray
7. Resolution Authorizing The Agency, to Extend an Economic Development Services Agreement with the Village of Johnson City (The "Village") to Assist the Village with Economic Development Opportunities and Services as Set Forth on Exhibit "A" Attached Hereto for a Period of One Year Running from October 1, 2020 Through and Including September 30, 2021 S. Duncan
8. Resolution Approving an Amendment to the Sales and Use Tax Exemption Agreement for the Spark Broome, LLC Lease/Leaseback Project to Include an Extension of the Sales and Use Tax Exemption Agreement from October 16, 2020 Through, and Including October 16, 2021, as well as an Increase in the Sales and Use Tax Exemption in an Amount of \$385,000.00 for a Total Sales and Use Tax Exemption not to Exceed \$585,000.00 and Authorizing The Agency to Set and Conduct a Public Hearing with Respect Thereto S. Duncan
9. Resolution to Accept the Findings and Lead Agency's Decision on the GEIS for the Former BAE Site at the 600 Main Street Redevelopment S. Duncan
10. Resolution Accepting an Application from Upstate Hi-Tech Properties, LLC, Authorizing a Mortgage Tax Exemption in an Amount Not to Exceed \$11,000.00, Consistent with the Policies of The Agency in Connection with the Purchase and Construction of a 16,800 Square Foot Custom Building to be Located at 16 Beech S. Duncan

Street in the Town of Union, Broome County, New York, and a Sales and Use Tax Exemption in an Amount not to Exceed \$84,800.00, Consistent with the Policies of The Agency in Connection with the Acquisition of Machinery and Equipment in Connection Therewith

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| 11. | Resolution Accepting an Application from Ophthalmic Associates of the Southern Tier, P.C. and Binghamton ASC, LLC and Authorizing a Sales and Use Tax Exemption in an Amount not to Exceed \$79,549.00, Consistent with the Policies of The Agency in Connection with the Acquisition of Furniture, Fixtures and Equipment for Use at Offices to be Located at 530 Columbia Drive, in the Village of Johnson City, Town of Union, Broome County, New York   | S. Duncan |
| 12. | Resolution Accepting an Application from Bluestone Wind, LLC, or an Entity to be Later Named, for a Sale/Leaseback or a Lease/Leaseback Transaction to Facilitate the Financing of the Acquisition, Construction and Equipping of a Wind-Powered Electric Generating Facility Located in the Towns of Sanford and Windsor, Broome County, New York and Authorizing a Sales Tax Exemption in an Amount of \$8,807,628.00, a Mortgage Tax Exemption in an Amount of \$1,918,038.00, and the Setting and Conducting of a Public Hearing with Respect Thereto | S. Duncan |
| 13. | Executive Session: To Discuss the Sale of Real Property   | S. Duncan |

**Old Business**

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| 14. | Adjournment | J. Bernardo |
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BROOME COUNTY INDUSTRIAL DEVELOPMENT AGENCY

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IDA Board Meeting Transcript

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Held telephonically, August 19, 2020, commencing at  
12:02 p.m. Adjourned at 1:30 p.m.

[See attendees at end of Transcript.]

REPORTED BY:

Carrie Hornbeck, Executive Assistant

Broome County Industrial Development Agency

Chairman Bernardo: Okay. We have a full Board with us.

Ms. Duncan: We do.

Chairman Bernardo: Okay. I would like to call to order the meeting of the Broome County Industrial Development Agency of August 19th, 2020. Referencing the transcript from our July 15th Board meeting, are there any comments, questions, changes, suggested edits? If not, I look for a motion to approve those -- or accept those.

Mr. Rose: I'll move. Rose.

Chairman Bernardo: Thank you, Brian. Is there a second?

Mr. Peduto: Jim Peduto.

Chairman Bernardo: Thank you, Jim. All those in favor, say I.

Unknown: [I -- in unison.]

Chairman Bernardo: Anyone opposed? Motion carried.

We come to the part of our agenda where we have a Public Comment section. Anybody wishing to speak on any matter concerning the Industrial Development Agency, please state your name and address

for the record. Going once, and twice. We'll call the Public Comment section to a close.

Executive Director's Report. Stacey.

Ms. Duncan: Yes. Thank you, John. A few things I wanted to just update the Board on. We have a lot going on. So, I do apologize -- I -- the Chamber phone rings from time-to-time up here. So, the UHS Bond closing. Last month -- it seems like last month was a year ago -- but we did -- the Board -- the LDC approved that Bond issuance and just to update you, we are in the process of receiving all of the closing documents. Once this got started, it went very quickly -- which -- all the parties involved, I want to relay to the Board -- we are very appreciative of the Board's support and very appreciative of what a seamless process it was to work through the LDC, which I hopefully -- will set us up for future Bond issuance with UHS and others. Harris Beach, who serves as our Bond counsel does a fabulous job. Joe and I and Chris Andreucci -- we are still doing some weekly calls. The Bond offering went out at a total of just over \$257 million in Bond issuance. It's a public offering. Sorry. I do see my computer is freezing. So, yeah, so we will be closing that process in the

next few weeks. [Inaudible] documents [inaudible]  
Joe, for me to sign.

Our Site Inventory Analysis. That was one of the processes approved by the Board through some funds we set aside from our Investment Income. We are working with Elan Planning and Consulting on that -- and it is advancing nicely. I do apologize. I keep freezing here. That's advancing nicely. [Inaudible.] Just a reminder, Phase 1 is a master list of properties. It's not a lot of great detail -- it's sort of the first look at what key buildings and land do we want to identify as the priority sites throughout Broome County. The initial focus has been centered around the City of Binghamton, [inaudible] Johnson City and Endicott -- but as well, we're looking in Conklin, Kirkwood, Windsor and Whitney Point. We should have -- we did send a mass email and communication out to all of our municipal town supervisors, mayors, county legislators -- to let them know they may be contacted, and, also to encourage them to offer input on sites that they might be -- important in their communities. And, so, we anticipate that over the next couple of weeks, our master list will be refined to some of those priority

sites. We will have that list to the Board sometime -  
- we anticipate sometime in October timeframe -- the  
presentation by Elan -- and that's the first phase.  
So, from there, we would determine -- do any of these  
sites need any of the following Phase 1 Review, Phase  
2 Review -- how important do we see these, as  
development sites. So, that's moving along well.

The Southern Tier Regional Economic  
Development Council (STREDEC) process is beginning  
again. Actually, the first full council meeting is  
taking place right now. What they are doing --  
because the process of competitive grant funding has  
been on pause -- and I anticipate will be for at least  
the next year -- is they are asking the regions to  
create - similarly, a Regional Recovery Strategy. So,  
in that capacity, I serve as Co-Chair of the Advanced  
Manufacturing Workgroup and, sort of, a defacto third  
Co-Chair for the Greater Binghamton Innovation  
EcoSystem Workgroup and, not unlike New York State,  
they are giving us about three and a half to four  
weeks to get this completed. So, there will be a  
series of meetings throughout the region to identify  
key priorities for the Regional Council.

We are continuing to provide some professional development opportunities for staff. Brendan and Amy are participating virtually in the EDC's -- Economic Development Council's Economic Development 101. It's a great primer course -- I think we've all been through it. I know Natalie, Carrie and myself have all been through that. Brendan and Amy are doing that currently, virtually. It's a little different than in person, but it's a great opportunity to learn some of the fundamentals of the work we are doing on a day-to-day.

Closings. I've signed documents for 159 Washington Street. We are just waiting -- I think, on the return documents from them. Joe is working on paperwork to close . . .

Attorney Meagher: I spoke with Lillian this morning and she just got back from vacation and said she'll get her -- we've given them -- her -- all the documents. She'll get them back to us in the next few days.

Ms. Duncan: Okay -- and Joe is working on documents similarly, for the Lupo's expansion -- the new facility and expansion in Endicott. And, I did want to apprise the Board of an email that Joe

received and forwarded to me just this week from the counsel for Ideal. They had received last week firm commitment -- a firm commitment from HUD -- which was part of their requirements -- they had yet to receive that -- so, they can receive all of their final Department of Health approvals. So, that was a very important step for them -- they received that. The next step is [inaudible] with UHS and I think, they will then receive their final approvals from DOH. We don't have a complete timeline, but it is advancing. So, I don't know if there is [sic] any questions on any of those closings.

And, then, finally, I just wanted to update the Board -- we did have -- and John Stevens and I spoke recently -- we did have a maturity -- a security mature -- about 203,000. We had had a balance in our transition account of about 14,000. What we've done is taken that balance, plus the 203, and purchased a new security -- a U.S. Treasury Note -- that I think is a short-term -- John -- 2021 that will mature, correct?

Mr. Stevens: Correct. January.

Ms. Duncan: Okay. So, that's all I have for my report. If there's [sic] any questions, I will be happy to take them.

Mr. Stevens: I just piggy-back on that last comment. In my conversations with Brad, at NBT -- what they are going to do, going forward, is check that transition account about every two weeks and move money into something that's coming due short-term -- and then, it won't build up, like it's been building up.

Chairman Bernardo: Thank you, John. Does anybody have any questions for Stacey? Stacey, thank you.

Ms. Duncan: Um-hmm.

Chairman Bernardo: You've all had a chance to review the Internal Financial Report? Are there any questions relative to that?

Mr. Stevens: I have one. What's happening with 265 Industrial Park?

Ms. Duncan: Well, as far as our agreement goes, that's still in place through the end of the year. I have more -- some more details I can provide in Executive Session.

Mr. Stevens: Okay.

Chairman Bernardo: Thank you, Stacey.

Relative to -- Stacey and I talked about this yesterday -- the expense -- there is [sic] some expense variances that, sort of, stick out. Other than our very high legal fees -- no offense, Joe, just kidding.

[Laughs.]

Attorney Meagher: They are not high enough!

[Laughs.]

Chairman Bernardo: Is Theresa on the call with us?

Ms. Duncan: John, Theresa -- and I apologize -- I neglected to tell you yesterday when we spoke -- I briefly forgot -- she is on vacation this week and I did ask [her] to come on -- but I did -- I can address those . . .

Chairman Bernardo: Please.

Ms. Duncan: And, if there -- if I go through them -- the ones that we spoke of -- a few things to note: you will notice a variance -- if we stay under the income line -- ADEC mortgage -- I just wanted to remind the Board -- they did take us up on a deferment during COVID. So, a 90-day -- they are back and paying, as are all of our loan -- most all of our

loan clients. So, that's why you will see a variance in the amount of income we typically do receive from ADEC. But they are back in the monthly payment cycle -- and additionally, just a side note -- they also did pay-off the loan that they had with us. Tom, I don't recall the number -- I want to say it was around \$114,000.00. Please correct me if I am wrong.

Mr. Gray: One hundred and fourteen thousand and change, Stacey. It was for the second mortgage that we financed on the building in the corporate park.

Ms. Duncan: Let's see. The other variance under the expense line on salaries -- what we approved -- the 2020 budget -- we approved it based on the revised organizational chart with new positions and salaries we approved prior to this year. The one thing we did not anticipate, actually, was bringing Theresa Ryan back on, at full-time. So, that was not budgeted in 2020 -- as part of the 2020 budget. If you notice in our professional services line, we are significantly under that -- you know we had accommodated for her -- if you recall, we brought her on as -- at a professional service contract -- given, I think, her experience with accounting -- and given

the needs of the organization moving forward, and we felt it was -- and at the time, her interest in coming on full-time -- we had made that decision to bring her back on. So, that does show -- that is why the variance shows on the salaries line. And, then, lastly, the insurance. John had a question on insurance. If you look under expenses, section B, you will see that we do show a variance on that. I spoke with Tom today. Tom will -- deals with Pat Regan on all our insurance -- essentially, that expense was accounted for under our building expenses. So, section D, you will see a variance of about \$5,200.00. We had usually put that under there -- under our building expense. It has been moved into our overall insurance line item, so it's almost a wash. There is a variance of about, I think, what, \$2,000.00, there. Tom, I have that all correct, based on our conversation this morning. So, it's not quite a wash, but that's why that line creates it that way -- if you have any questions on that. John, was that all of the questions you had?

Chairman Bernardo: That was it. Thank you. Any other questions for Stacey? If not, we'll move on to Loan Activity. Tom.

Mr. Gray: The only addition -- and it's sort of, in addition to what Stacey had just indicated -- the 288,000 in the BDF fund will increase by the \$114,000.00 pay-off -- again, offsets the amount that Stacey contributed to the NY Forward Loan Program that Bob Sweet operates. So, we essentially back-filled that hundred and picked up fourteen thousand.

Chairman Bernardo: Good return. [Laughs.] Any questions for Tom on Loan Activity? Okay. Moving on to resolutions.

Resolution Approving a \$100,000.00 Emergency Loan Request from Odyssey Semiconductor Technologies, Inc. from the STEED Loan Fund Program as Set Forth in the Commitment Letter Attached Hereto as Exhibit "A." Tom.

Mr. Gray: This is a [sic] Emergency Loan that we partnered with Tompkins County Area Development, in Ithaca, as well as STREDEC in Corning, to provide financing to Odyssey Semiconductor to purchase equipment, that they had been using at Cornell University -- can no longer have access to it. This is a partnership with those two other organizations to provide that equipment, so that those

folks can retain the current 13 jobs they have and create 16 in the next three years.

Chairman Bernardo: Sounds like a great deal. Are there any questions for Tom on this particular resolution? This did not go through Governance, correct?

Mr. Gray: Correct.

Chairman Bernardo: Is there a motion?

Mr. Howard: I make the motion. That's Wayne.

Chairman Bernardo: Thank you, Wayne. Is there a second?

Mr. Stevens: I'll make it. John.

Chairman Bernardo: Thank you, John. All those in favor, say I.

Unknown: [I -- in unison.]

Chairman Bernardo: Any opposed? Motion carried.

Resolution Approving a \$10,000.00 Loan Request from Marshall McMurry D/B/A Bernice Brews from the STEED Loan Fund Program as Set Forth in the Commitment Letter Attached Hereto as Exhibit "A."  
Tom.

Mr. Gray: Yeah, and just a point of clarification -- the loans don't go through Governance, but they do go through John's loan committee prior to me submitting them to the Board. So, the loan committee has approved both these loans. The loan to Marshall McMurray has to do with a coffee shop on Washington Avenue in Endicott. Mr. Marshall purchased that building back in 2018 -- used his own money to renovate it and has had some up and downs, in terms of having to open and close it. Thought he was well on track, when COVID hit. So, he is asking for \$10,000.00 to assist him with some operating costs, so that he can reopen full-time, and become a productive business on Washington Avenue in Endicott. So, the loan committee and I are both recommending approval of that request.

Chairman Bernardo: Any questions for Tom on this particular resolution? Is there a motion?

Mr. Stevens: I'll move to approve. John.

Chairman Bernardo: Thank you, John. Is there a second?

Mr. Mirabito: Second. Joe, second.

Chairman Bernardo: Thank you, Joe. All those in favor, say I.

Unknown: [I -- in unison.]

Chairman Bernardo: Any opposed? Motion carried.

Mr. Gray: Thank you.

Ms. Duncan: John?

Chairman Bernardo: Thank you, Tom.

Resolution Accepting . . .

Ms. Duncan: John. May I interrupt? I'm sorry, John. Just while we are on the topic of the loans, I just wanted to point out we -- for the Board -- in the packet, we did provide you a list of the activity with regard to our loan program, and many thanks to Natalie and Tom for fielding all these inquiries. We've had about 68 inquiries since March. We've loaned out about \$462,000.00 through our Emergency Loan Program, and I did want to update the Board on the NY Forward Loan Program, of which we're a participant of. They are starting to a lot more activity with regard to this program, than they did when it first officially rolled out in June. So, that could be of great benefit to Broome County businesses; however, we are going to continue some marketing and do a webinar with Bob Sweet at NDC. We are looking at August 26<sup>th</sup> on that. And I just also wanted to point

out that one of the things they are looking at -- to make this money more accessible to businesses throughout the state, but certainly, Broome County -- is removing the restriction that if you've received a PPP or an EIDL, that right now, it prohibits you from applying for those monies. There's been some advocacy at the state level that many businesses are going to continue to need this type of, sort of, emergency loan funding. So, just wanted to update the Board on that program.

Chairman Bernardo: Thank you, Stacey. Will you send around an invitation on -- to the webinar, to the Board?

Ms. Duncan: Yeah. Yep. We were just working on -- Natalie and Amy are working with Bud's team at NDC on putting together all of the links and the webinar and all of that. So, we will get that right out.

Chairman Bernardo: Thank you very much.

Ms. Duncan: Um-humm.

Chairman Bernardo: Moving on to resolution number 8.

Resolution Accepting the FGEIS Regarding the Former BAE Site Located at 600 Main Street, Johnson

City, New York and Directing the Filing and Publication Thereof as Required by Law and Regulation. Stacey.

Ms. Duncan: Yes. This is the final step in our process to complete the State Environmental Quality Review. This is something we decided to pursue as part of our overall grant funding with the redevelopment of 600 Main. We've completed all the other steps, as far as posting public meetings and posting documents. Once approved, this will get posted on our website and be available for anyone looking to develop the site -- and it advances that step for them.

Chairman Bernardo: Any questions of Stacey on this resolution? Mayor, this came through Governance?

Mr. Bucci: It does. We move it forward, as a motion to approve.

Chairman Bernardo: Thank you, Mayor. Is there a second?

Mr. Stevens: This is John. I'll second.

Chairman Bernardo: Okay. All those in favor, say I.

Unknown: [I -- in unison.]

Chairman Bernardo: Any opposed? Motion carried. Thank you.

Resolution Authorizing The Agency to Enter into a Contract with Chmura Electronics & -- Economics -- excuse me -- & Analytics, LLC for a Strategic Workforce Plan for Broome County, New York, for a Period of Nineteen Weeks from the Kick-off Date. Stacey.

Ms. Duncan: Yes, and I know -- so, some of you came in after -- okay, I'm sorry -- I don't know why my computer is freezing so much here in the office -- so, for those Board members that jumped in the Governance late -- what we were discussing was the proposal included in your packet to engage with Chmura Analytics on a, sort of -- an updated strategic workforce development plan and targeted industry analysis. As I mentioned in the beginning, we worked on the -- we created a four-year plan back in 2017. We are in the process of, sort of -- if you will -- closing that out, but taking a look at what did we accomplish in that timeframe based against those strategic objectives -- and what would we consider, you know, still important objectives -- and how would we change our workforce needs, because of COVID. Some

of the deliverables would be the -- Chmura would do all of the data analysis and aggregation of our key performance indicators, our -- refresh our data on our targeted industry sectors. If you recall, we had six targeted industry sectors at the time. Those may change, especially given the impact of COVID on our service-sector businesses. We had not really included them, initially, in the first plan. They use traditional tools, such as Stakeholder Engagement, SWOT Analysis, Needs Assessment, etc. They would provide a list of recommendations for both short-term and long-term wins and they would also include staff training on analyzing data, while, as a series of quarterly documents based on those performance indicators, so that -- so, we would look at that template, if you will, to update the data points at certain periods of time. Their total process -- they anticipate would be a nineteen -- I'm sorry -- nineteen-week process to do this. This would be housed, if you will, in the -- a product of the Broome Talent Task Force. That has been recommended by the Recovery -- the Workforce Development Workgroup we created as part of our Recovery team. They had

recommended that we regroup with that group and look at developing a longer-term post-COVID plan.

Chairman Bernardo: Thank you, Stacey.

Mayor, I did come in on the tail end of the Governance meeting. Can you, kind of, give us a bit of background as to -- I know there's a split vote. So, tell us where the concern is, please.

Mr. Bucci: I think, first of all, I think there was a general consensus to the concept itself, is valid and there is a lot of merit to it. I think, speaking for myself -- I think there was just some concerns about the logistics of moving forward -- and, I'll try to sum up very quickly. In the proposal, we are talking about replacing the 2017-2020 Broome County Workforce Strategic Plan, and from my perspective, I would rather not replace that plan, but rather build on that plan -- or modify that plan. I think too often, in government, or in public sector, we are accused of having studies done and then putting them on a shelf, and I know that's true in a lot of -- you know, town halls, city halls, county buildings across the state. And so, that's why when I see replacing this -- it kind of sent up a little bit of a red flag. There's a lot of merit and good work in

that strategic plan, that remains viable going forward. So, if we want to look at -- document, you know -- the impact of COVID, obviously, that's critical. I want to do it under the context of the existing plan and see how we can modify or build on it. That was one -- I guess -- concern, or suggestion. And the other one was just, kind of, the timing. I just think we're talking about starting this data collection now, over the next nineteen weeks, and I'm just wondering if it's -- if we should wait a little longer, 'cause [sic] we are really, kind of, in a state of flux right now in regards to the potential of developing a vaccine, and the significant impact that will have on the workforce and on education. And that's going to change a lot of perception in a lot of different ways. And, I think there is, you know -- based on what we are hearing -- there is the potential that [there is a] vaccine being developed by the end of the year -- and even being -- start being distributed early next year. I think that is going to change a lot. And, secondly, just the fact that the flux of the disease itself -- talk about a second wave, potentially, combining with the flu. That may or may not happen, but I'm sure if that does

happen -- God forbid -- that's going to change perceptions, it's going to change -- you know, outlooks from employers and employees. So, I just think, in the near-term, there is [sic] a couple very significant variables that we should see, if they would let them play out a little bit and then start doing our data collection and our data analysis. So, I'm afraid if we start our data collection now, it may be irrelevant by the end of the year. That's it. I don't know if Cheryl had anything else she wanted to add to it.

Ms. Sacco: The question I asked was whether staff could do this, and they can. Stacey pointed out just that there would be a time lag. I confer that this is probably warranted. I voted no on this -- I want the entire Board to discuss this, because to me I know that just like the Mayor said, that there is a perception that public sector government agencies do one report after another. I think this information is important. I don't know -- and I would have the discussion with what's happening. Is it relevant now, or should we have a lag time, and can the staff get the training in that lag time and do it internally, in-house, and save us some money?

Chairman Bernardo: Valid points. Would any other Board member like to weigh in here? Wow. Silence. [Laughs.] I guess I'm going to throw this in -- Stacey, as most things end up in your lap -- so, let me throw this back at 'ya [sic]. The Mayor and Cheryl raised a couple of very, very valid points. One is -- is today the right day? Is it -- would it be better to wait? And, what's the down side, more importantly, to waiting? I guess, I got [sic] to look to you to answer that question in your opinion.

Ms. Duncan: Can we wait? Of course -- you know, we can always push this to . . .

Chairman Bernardo: Would it be better to wait. I'm sorry. I want to phrase that properly.

Ms. Duncan: I mean, you know, I guess -- I don't know. You know, it's what we were talking about earlier, is the timeline -- timeline of the disease, or the pandemic. We just don't know, that we know that. I agree, 100%. What we've noticed is that the scope of the in-demand occupations are [sic] changing substantially. The feedback -- you know -- the K-12 pipeline is changing substantially, because of the -- what we anticipate will be at least another school year of modifications, as to how kids are in school.

We know that -- you know -- how we approach getting people to fill the jobs -- there's been challenges with that regard. You know, I think there's a lot of things that are going -- we're going to need to make some pivots. You know, I think they're -- to Richs' point -- and I agree, whole-heartedly, that when we are -- and we are in the process of sort of, looking at our initial strategic plan and those objectives, and saying, okay -- and I would imagine most of them, like any, are going to be in-progress, or you know, on-going. What ones haven't really changed, and they will be the baseline for what we want to continue to do, and you know, what's changed will be outlined and framed for us in this next round, or the next strategy. Can we do it internally? I think we can -- I mean, you know -- I think one of the benefits that we saw on this was -- on an abbreviated timeline of understanding and analyzing the data aggregation -- we're certainly not as sophisticated as Chmura Analytics to that, but we can begin a process to, you know, learn that. I think -- you know, the 2017 process with data aggregation -- I think, we started -- you know, probably took us upwards of -- we started in March of 2017 and it was -- you know, not -- about

the end of the year when we released -- you know, the plan based on our data analysis and focus groups and things like that. So, you know, I won't say we can't do it -- but yeah, there will be a longer period of time. And, I can learn how to manipulate the data and understand it and -- you know, articulate that, most importantly, but . . .

Chairman Bernardo: And, as a -- following up on Cheryl's point -- is there a like version of this proposal -- meaning the bulk of the work is done by staff, but Chmura is helping us, in terms of guiding us in this? Or, no -- there's no in the middle?

Ms. Duncan: Oh, I think -- I mean I think we can have a conversation with them on -- you know, sort of, various roles of assistance once we -- we had asked them for basically, a plan to say -- a data aggregation, data analysis with a list of recommendations for how we navigate the new -- you know, sort of, post-COVID workforce. Stopping at the level of implementation, because they don't know the community. We know the community, so that was part of why there was a sense to bring back the Broome -- the Talent Task Force -- was, to house it in that group of

people -- because we, quite frankly, hadn't really pulled that group together in some time, and it was only when we learned through Natalie, through some conversations with the Workforce -- Recovery Workforce Group, that there was some interest in revisiting all of this. So, that's -- you know, that was the impetus for this request for proposals.

Chairman Bernardo: Okay.

Mr. Bucci: John, can I make a suggestion?

Chairman Bernardo: Yes. Please.

Mr. Bucci: You know, looking at the timeline, I might be off a little bit, but it looks like nineteen weeks out is like the end of December. And, I'm just wondering -- that based on some of the concerns about the timing -- if we don't let our staff start this process, let our staff start the data collection -- and then, if some of the, you know, major variables start to come into play -- like a vaccine, or a second wave -- they can adjust and then we can make a determination after the data collection, what role we want Chmura to play. Maybe, we keep them for some of the analysis. But, I think, maybe a good -- I don't know, a lack of a better compromise is -- let our staff start, but then if there's -- you know,

major shifts in events -- we don't lose anything, financially. Our staff gains some good skills. But then we can, you know, -- for us to -- we can, you know -- to shift won't be as significant, as if we pay \$45,000.00, and by the end of December, a lot of what we have accumulated, is not relevant.

Chairman Bernardo: Point. Is -- you know, we're -- using staff is a great thing, as long as it doesn't shut the organization down, obviously. If everybody is fully taxed -- and I don't know the -- you know, the work plan for everybody, but if everybody is fully taxed, then that will be a problem. Stacey, you're confident that we have the hours available to begin this process, if we were to take it in-house? Somewhat?

Ms. Duncan: Not 100% confident. I mean, we've got a lot going on -- you know, Brendan is working on the site inventory analysis -- the -- you know the time -- we -- staff has a lot of stuff on their plate. Can we begin to -- you know, part of that process will be to understand what the data we are looking at, too -- you know, what we are looking at, in a way that we can articulate how that impacts the community, which is where a consultant can

sometimes move that along quicker for us. But can -- you know, can we begin it? I think we can, yeah, I just -- you know, I think it's a question of where do we begin? You know, why -- in the past, we've used these types of consultants to kind of help the process get started, but if the consensus is that, you know, we be -- at least provide some kind of outline or framework, we can do that. I'm sure -- I know we can, you know, work on that, for sure.

Chairman Bernardo: Is there any Board member that feels strongly about having Stacey sign this document today, so that we can get on with this? Or, is everybody open-minded to at least exploring for the next week or two, doing some of this in-house, in light of our concerns about COVID and some of the things that may be on the horizon?

Mr. Rose: I don't have any concerns about what you just outlined, John, in terms of the -- you know, gathering a little bit more information about the capacity of the organization to do more of the work, internally. And, I also take the point, you always have, about -- you know, what's the right timing here -- in terms of the value added that we want the work to have -- whoever does it, right --

whether it's done in-house or done externally. What -  
- you know, what I would want to understand -- I don't  
know what the opportunity-lost cost is, right? You  
know, if we're doing it in-house, what aren't we doing  
instead -- and, you know, and what do we think of that  
-- and, you want to have some understanding of that.  
And the other piece that I don't really know -- if I  
have [inaudible] on, is the difference between short-  
term and long-term [inaudible]. If there's something  
to be learned that allows us to do something positive,  
from the standpoint of where [inaudible] -- mission --  
while we are still suffering the effects of the  
pandemic. You know, I hate to miss the opportunity,  
but maybe I'm inventing a benefit that isn't even a  
possibility, in terms of the nature of the work that  
would be done. But I would want to be sure about  
that, right? You know, and I don't want to be late to  
the party if there's a chance to [inaudible] use to  
the community on something that is, you know, sort of,  
COVID-dependent, if you will.

Chairman Bernardo: Great points, Brian.

Mr. Stevens: Well, likewise, I mean, can't  
they adjust -- if things change -- if conditions

change during the nineteen weeks' process -- I mean, won't they adjust according to those changes?

Chairman Bernardo: Yes, for another 45. . .

Mr. Stevens: [Inaudible] . . .draw a line in the sand and say these were the facts when you signed up with us and that's all we're going to look at.

Chairman Bernardo: They'll say yes, for another 45,000, we'd be happy to modify this plan, John. Guaranteed. Or something close to that.

Ms. Duncan: Yeah. Why don't -- then, I think -- would it make the most sense then, you know, as a staff, as a team -- we can sit down and review and see where -- based on, you know, this conversation -- what things we think we can accomplish in-house, and what things, you know -- as we did in 2017, for the years that, you know, we worked with Susan -- what things, you know, we may not have the ability to accomplish in-house, and see where we land?

Chairman Bernardo: With the concerns in mind, that -- will it shut down the organization -- or will it affect us in a big way -- right -- in other areas -- and is the time incredible? Is today of utmost importance versus next week?

Ms. Duncan: Sure. We can to that.

Chairman Bernardo: Okay. So, we will hold on that resolution. Fair enough? We won't even bring it forward.

Mr. Bucci: Okay.

Chairman Bernardo: If there is nothing else, I think we are looking for a motion to go into Executive Session, relative to the Sale of Real Property.

Mr. Howard: I make the motion. Wayne.

Chairman Bernardo: Thank you, Wayne. Is there a second?

Mr. Crocker: Dan. Second.

Chairman Bernardo: Who is that? I'm sorry.

Mr. Crocker: Dan.

Chairman Bernardo: Thank you, Dan. All those in favor, say I.

Unknown: [I -- in unison.]

Chairman Bernardo: Anybody opposed? We are moving into Executive Session. Natalie, you'll take care of that, right?

Ms. Abbadessa: John -- I think it stopped. Yeah, but I think he logged off, so give me one second. I'm going to stop recording.

[The Board Convened to Executive Session at 12:41  
p.m.]

[The Board Reconvened from Executive Session on a  
motion by Mr. Crocker, seconded by Mr. Howard.]

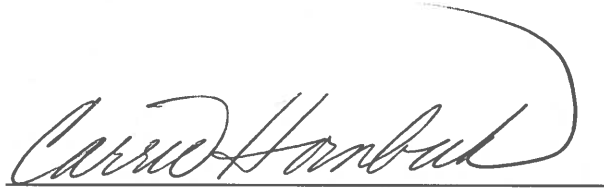
[The meeting was adjourned on a motion by Mr. Stevens,  
seconded by Mr. Mirabito at 1:30 p.m.]

[Attendees: John Bernardo, Rich Bucci, Brian Rose,  
Cheryl Sacco, Jim Peduto, Wayne Howard, Joe Mirabito,  
John Stevens, Dan Crocker, Stacey Duncan, Tom Gray,  
Natalie Abbadessa, Carrie Hornbeck, Brendan O'Bryan,  
Amy Williamson, Kevin Wu, Joe Meagher, Jeff Platsky.]

STATE OF NEW YORK :

COUNTY OF BROOME :

I, CARRIE HORNBECK, Executive Assistant,  
do certify that the foregoing is a true and accurate  
transcript of the Broome County Industrial Development  
Agency Board Meeting, held telephonically, on August  
19, 2020.

A handwritten signature in cursive script, reading "Carrie Hornbeck", is written over a horizontal line.

CARRIE HORNBECK

Executive Assistant

The Agency Broome County

Industrial Development Agency

FIVE South College Drive

Binghamton, NY 13905

**Broome County IDA**  
**Internal Financial Status Reports**  
**August 31, 2020**

**Broome County IDA**  
**Financial Statements vs. Budget**  
**Month Ended 8/31/20**

Month # -> 8

	2020 Approved Budget	Actual YTD thru 8/31/20	Budgeted YTD thru 8/31/20	Variance
<b><u>INCOME:</u></b>				
<b>A) Land/Building Income:</b>				
265 Industrial Park Drive	\$ 181,667	\$ -	\$ 121,111	\$ (121,111)
ADEC Mortgage	58,838	24,516	39,225	(14,709)
Airport Corporate Loan Hangar Lease	50,000	199,727	33,333	166,393
FIVE South College Drive Tenant Leases	87,600	62,200	58,400	3,800
Miscellaneous Income	10,000	27,135	6,667	20,468
Solar City	5,000	-	3,333	(3,333)
Save Around Parkway, LLC*	21,587	20,000	14,391	5,609
Subtotal	414,691	333,577	276,461	57,116
<b>B) BCIDA Fees:</b>				
IRB/Sale Leasback Fees	615,000	360,000	410,000	(50,000)
Loan Fund Administration	35,000	2,736	23,333	(20,597)
Subtotal	650,000	362,736	433,333	(70,597)
<b>C) Other Income:</b>				
Bank Interest	90,000	106,283	60,000	46,283
<b>TOTAL INCOME</b>	<b>\$ 1,154,691</b>	<b>\$ 802,596</b>	<b>\$ 769,794</b>	<b>\$ 32,802</b>
<b><u>EXPENSES:</u></b>				
<b>A) Administration:</b>				
Salaries	\$ 410,000	\$ 291,669	\$ 292,019	\$ 350
Benefits	189,000	124,495	126,000	1,505
Professional Service Contracts	50,000	21,505	33,333	11,828
Payroll Administration	2,000	1,526	1,333	(193)
Investment Management	18,000	13,350	12,000	(1,350)
Subtotal	669,000	452,545	464,686	12,141
<b>B) Office Expense:</b>				
Postage	2,000	951	1,333	382
Telephone/Internet Service	2,000	3,603	1,333	(2,269)
Equipment & Service/Repair Contracts	15,000	9,926	10,000	74
Supplies	7,000	5,406	4,667	(739)
Travel/Transportation	16,000	3,727	10,667	6,940
Meetings	17,000	4,121	11,333	7,212
Training/Professional Development	7,000	6,630	4,667	(1,963)
Membership/Dues/Subscriptions	7,000	6,142	4,667	(1,476)
Audit	15,000	7,920	10,000	2,080
Legal	70,000	48,065	46,667	(1,398)
Insurance (Agency, Director & Officers)	15,000	16,043	10,000	(6,043)
Contingency	5,000	11,303	3,333	(7,970)
Subtotal	178,000	123,837	118,667	(5,170)
<b>C) Business Development:</b>				
Advertising	40,000	34,348	26,667	(7,681)
Printing & Publishing	15,000	9,020	10,000	980
Public Relations Contract	40,000	26,257	26,667	409
Subtotal	95,000	69,625	63,333	(6,292)

**Broome County IDA  
Financial Statements vs. Budget  
Month Ended 8/31/20**

Month # -> 8

	<b>2020 Approved Budget</b>	<b>Actual YTD thru 8/31/20</b>	<b>Budgeted YTD thru 8/31/20</b>	<b>Variance</b>
<b>D) FIVE South College Drive Expenses</b>	87,600	62,835	58,400	(4,435)
<b>E) Building/Property Maintenance:</b>				
<b>Broome Corporate Park</b>				
Maintenance - Mowing/Snowplowing	5,000	5,423	3,333	(2,090)
<b>Deposit Community Center</b>				
Maintenance - Mowing/Snowplowing/Utilities	12,000	-	8,000	8,000
<b>600 Main Street</b>				
Maintenance - Mowing/Snowplowing	14,000	10,400	9,333	(1,067)
Subtotal	31,000	15,823	20,667	4,844
<b>TOTAL EXPENSES</b>	\$ 1,060,600	\$ 724,665	\$ 725,753	\$ 1,088
<b>OPERATING INCOME</b>	\$ 94,091	\$ 77,932	\$ 44,042	\$ 33,890

\*Represents Deposit On Charles Street Sale From Binghamton LDC. This replaced the potential sale to Save Around.

**Broome County IDA**  
**Summary of Bank Deposits and Investments**

	Account	Month End Balance	Statement Date	Rate
<b>Cash &amp; Bank Deposits</b>				
	Petty Cash	100.00	8/31/2020	
	NBT BCIDA Checking	230,565.65	8/31/2020	0.00%
	NBT BCIDA Money Market	555,035.14	8/31/2020	0.15%
	<b>Total Cash &amp; Bank Deposits</b>	<u>785,700.79</u>		
<b>Portfolio Investment Accounts</b>				
	Cash & Equivalents	-	8/31/2020	
	NBT Transition Account	17,471.29	8/31/2020	0.14%
	CDs & Time Deposits		8/31/2020	
	US Treasury Bonds & Notes	7,369,133.46	8/31/2020	2.00%
	<b>Total Portfolio Value</b>	<u>7,386,604.75</u>		
	<b>Total Cash, Bank Deposit Accounts &amp; Investments</b>	<u><u>8,172,305.54</u></u>		
<b>Loan Funds</b>				
<b>STEED</b>				
	Petty Cash	100.00	8/31/2020	
	NBT STEED Checking	5,409.39	8/31/2020	0.00%
	NBT STEED Money Market	27,940.78	8/31/2020	0.10%
	<b>Total STEED</b>	<u>33,450.17</u>		
<b>BDF</b>				
	NBT BDF Checking	567.96	8/31/2020	0.00%
	NBT BDF Money Market	405,105.46	8/31/2020	0.10%
	<b>Total BDF</b>	<u>405,673.42</u>		
	<b>Total Loan Funds</b>	<u><u>439,123.59</u></u>		
	<b>Total Combined Funds</b>	<u><u>8,611,429.13</u></u>		

**Broome County IDA**  
**Account Receivables**

BCIDA Notes Receivable	Beginning Balance	Interest Rate	Total Principal Payments as of 8/31/2020	Total Interest Payments 8/31/2020	Outstanding Balance as of 8/31/2020	Status	Comments
265 Industrial Park Drive 3/29/2017	3,325,776.00	3.0%	175,701.62	137,857.77	3,150,074.38	Forbearance	Building Sale Monthly Payment
ADEC 8/5/2015	710,000.00	3.0%	187,778.94	86,796.34	522,221.06	Current	Mortgage Agreement Monthly Payment \$4,903.13
Broome County - Airport Hangar 9/1/2016	241,067.88	3.0%	241,067.88	10,638.79	-	Current	Mortgage Agreement - Refinanced 1/1/19 Monthly Payment \$4,331.67
Broome County - Solar City 8/15/2016	100,000.00	0.0%	15,000.00	-	85,000.00	Current	Land Lease Annual Payment \$5,000
Precium Holdings - Charles St. 5/23/2017	80,000.00	3.0%	9,701.25	7,158.59	70,298.75	Current	Land Sale Monthly Payment \$443.68

**Steed Loan Status**

<b>BORROWER</b>	<b>Opening Balance 1/1/2020</b>	<b>Current Balance 8/31/2020</b>	<b>Maturity Date</b>	<b>Status 8/31/2020</b>
17 Kentucky Ave., LLC	206,040.89	200,647.80	1/1/2033	Current
20 Delaware Ave, LLC	107,895.88	99,558.12	1/1/2025	Current
Airport Inn Restaurant, LLC	-	35,000.00	6/1/2026	Current
Alice's Closet		25,000.00	7/1/2026	Current
AMT, Inc. #2	10,610.96	3,566.61	12/1/2020	Current
Bernice Brews, LLC (Marshall McMurray)	-	10,000.00	8/1/2026	Current
Better Offer Properties, LLC	37,130.08	33,731.92	3/1/2024	Current
Bryant Heating & Air	-	75,000.00	5/1/2026	Current
Concept Systems	60,703.61	52,122.89	10/1/2022	Current
DGC Jewelers, Inc.		15,000.00	6/1/2026	Current
Daniel Liburdi	-	17,000.00	6/1/2026	Current
Denise O'Donnell	-	10,000.00	6/1/2026	Current
F.A. Guernsey, Co., Inc.	118,273.72	118,273.72	6/1/2024	Bankruptcy
Fuller Holding Company, LLC	-	158,343.46	2/1/2035	Current
Matco Group (formerly VMR Corp)	7,449.73	-	7/1/2020	Current
Melissa Beers	-	25,000.00	5/1/2026	Current
Mountain Fresh Dairy	92,416.06	92,416.06	12/1/2021	Litigation
MS Machining	16,555.60	13,957.04	7/1/2022	Current
Odyssey Semiconductor Technology	-	100,000.00	8/1/2026	Current
Prepared Power	57,596.35	56,712.14	10/1/2033	Current
Paulus Development Company, LLC	-	244,480.77	6/1/2030	Current
Roberts Stone	51,313.86	36,134.53	7/1/2022	Current
Sirgany Eyecare	84,660.96	69,938.11	4/1/2022	Current
SpecOp Tactical Center	70,453.61	70,453.61	5/1/2024	Litigation
T-Squared Custom Millwork, Inc.	29,510.52	26,823.17	4/1/2024	Current
Triple Cities Metal Finishing	3,099.25	-	1/1/2020	Current
<b>TOTAL</b>	<b>953,711.08</b>	<b>1,589,159.95</b>		

**Business Development Fund Status**

<b>BORROWER</b>	<b>Opening Balance 1/1/2020</b>	<b>Current Balance 8/31/2020</b>	<b>Maturity Date</b>	<b>Status 8/31/2020</b>
17 Kentucky Ave., LLC	93,730.64	91,437.95	10/1/2033	Current
20 Delaware Ave., LLC	105,198.85	97,069.56	1/1/2025	Current
265 Main St, LLC	143,551.40	141,333.92	9/1/2033	Current
ADEC Solutions USA, Inc.	119,423.93	-	9/1/2025	Current
Matco Group (formerly VMR Corp)	2,483.08	-	7/1/2020	Current
Mechanical Specialties Co.	13,244.56	11,165.73	7/1/2022	Current
Roberts Stone	33,519.79	23,604.32	7/1/2022	Current
SpecOp Tactical Center	74,856.90	74,856.90	5/1/2024	Litigation
250 Main Street, LLC	49,589.67	48,896.61	10/1/2029	Current
Total	635,598.82	488,364.99		

**BR+E Loan Status**

<b>BORROWER</b>	<b>Opening Balance</b> 1/1/2020	<b>Current Balance</b> 8/31/2020	<b>Maturity Date</b>	<b>Status</b> 8/31/2020
265 Main St, LLC	47,850.52	47,111.37	9/1/2033	Current
Grow Hemp, LLC	43,145.93	41,521.67	11/1/2025	Current
Prepared Power	47,996.97	47,260.12	10/1/2033	Current
250 Main Street, LLC	49,589.67	48,896.61	10/1/2029	Current
Total	188,583.09	184,789.77		

## Loan Delinquency Status

### STEED

F. A. Guernsey  
Mountain Fresh Dairy  
SpecOp Tactical

Bankruptcy  
Litigation  
Litigation

### BDF

SpecOp Tactical

Litigation

**BROOME COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
LOAN FUNDS ACTIVITY AS OF  
August 31, 2020**

**STEED ACCOUNT BALANCE:** \$ 33,350.17

**Amount held at ARC in Washington, DC** \$ 177,719.60

**LOAN COMMITMENTS**

**Commitment Date    Expiration Date**

**Total STEED Loans Commitments** \$ -

**Available to Lend** \$ 211,069.77

---

**BDF ACCOUNT BALANCE:** \$ 405,673.42

**LOAN COMMITMENTS**

**Commitment Date    Expiration Date**

**Total BDF Loan Commitments** \$ -

**Available to Lend** \$ 405,673.42

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**BR+E** \$ 111,416.91

**LOAN COMMITMENTS**

**Commitment Date    Expiration Date**

**Total BRE Loan Commitments** \$ -

**Available to Lend** \$ 111,416.91

September 16, 2020

Mr. John Kamp  
Integrated Wood Components, Inc.  
791 Airport Rd.  
Deposit, NY 13754

Dear Mr. Kamp:

The Broome County Industrial Development Agency (BCIDA) has approved a \$100,000 STEED loan for use by your firm. The Borrower is Integrated Wood Components, Inc. The loan commitment is subject to the terms and conditions set forth below:

1. Proceeds of the STEED loan will be used solely and exclusively for working capital required as a result of the COVID-19 virus.
2. Terms of the Loan. The loan shall be for 6 years with year 1 having no principal and interest payments. Equal monthly loan repayments will consist of principal and interest.

The Borrower shall make adequate provisions to complete the proposed project, for which the loan is given, and make full advance within sixty (60) days from the date closing. If at the end of sixty (60) days following the date of closing of the loan agreement full advance of funds has not been made; the BCIDA may, but is not obliged to, notify the Borrower that his loan may be in default of the loan agreement as set forth in the closing documents.

Notwithstanding the foregoing, in addition the events of default which are otherwise applied to this loan, the documents evidencing the loan will provide that the unpaid principal balance of the loan, together with any and all accrued interest thereon and related costs, may, at the option of the BCIDA become immediately due and payable in the event: (a) Borrower applies the loan to any other purpose than that outlined in paragraph three above; (b) Borrower sells, agrees to sell, leases or agrees to lease to a third party all or substantially all of its assets; (c) Borrower assigns, transfers, or otherwise agrees to assign or transfer to a third party, the collateral which is the security for the loan; (d) Borrower terminates its business operations; (e) Control of the Borrower is transferred to or otherwise becomes vested in persons other than those in control of the date thereof; (f) Borrower defaults on any of the terms and conditions of the loan with the Borrower specified in paragraph one of the document.

3. Prepayment Privileges. Borrower shall have the privilege of prepaying the loan in whole or in part at any time without payment of premium or penalty. Partial prepayments will not alter the amount of the subsequent monthly payments, nor will it be construed as to permit the foregoing of a payment, but shall only shorten the term of the loan herein. This will be done by application of payment to the principal indebtedness in numerical payment order, as shown on the amortization schedule, which will be distributed following the closing, and which shall be maintained throughout the life of the loan.

4. Rate of Interest. The interest rate for the loan will be fixed at seventy-five percent (75%) of the lowest prime rate published in the Wall Street Journal on the day of closing, rounded up or down to the nearest quarter percent (.0025).
5. The Borrower will furnish or cause to be furnished the following at or prior to closing:
  - A. Proof of payment of current and past federal and state income taxes.
  - B. A copy of the Borrower's Certificate of Incorporation; and/or d.b.a. (if applicable).
  - C. A certified copy of the Resolution of the Board of Directors authorizing this loan (if applicable).
  - D. Insurance policies insuring against all risks of physical loss or damage to real and personal property securing the loan; business interruption/extra expense sufficient to reimburse the Borrower for any and all indirect loss, and flood insurance (where required by the existence of the hazard). Such policies of insurance shall name the BCICA as loss payee; Borrower shall also procure and maintain during the course of the loan Comprehensive General Liability insurance in an amount not less than \$1,000,000, each occurrence for Bodily Injury and Property Damage combined. All policies of insurance issued or maintained in conjunction with this agreement shall contain a clause to the effect that no cancellation, non-renewal, or material change may be made unless at least ten (10) days prior written notice be given to the BCIDA.
  - E. Borrower additionally agrees to provide any additional information/documentation or other items as may be requested or required by the BCIDA to close the loan.
6. Financial Statements. The Borrower shall provide to the BCIDA annual financial statements in satisfactory form and substance, and certified as accurate by the Borrower.
7. Annual Reporting. The Borrower shall provide the BCIDA with the number of full-time and part-time employees employed at Bryant Heating & Air Conditioning, Inc. total payroll figures, and property tax information. This report will be due at closing and on or before the first day of November of each year during the term of the loan, and certified as accurate by the Borrower.
8. All compensation, bonus, and/or indirect payment by the Borrower to any corporate officer or the Borrower may be limited by the BCIDA, if they are deemed to put the company in financial jeopardy or are currently in default.
9. The collateral security for the loan shall include those items checked below:
  - A. A shared second security position with the Delaware County IDA on all business assets including but not limited to accounts receivable, inventory, machinery and equipment and intangibles.
  - B. The personal guarantee of John Kamp.

10. The Borrower agrees to allow staff of the BCIDA access to the company facility, upon proper prior notice, for the purpose of inspection and verification of the loan proceeds use.
11. The Borrower agrees to comply with all federal and state requirements concerning civil rights, the environment, prevailing wage rates, flood protection insurance and access for the physically disabled.
12. Job Creation. The Borrower ( Integrated Wood Components, Inc.) agrees to retain 19 full-time employee positions within 36 months of the closing of the STEED loan.
13. Acceptance of Commitment. If the terms and conditions herein are satisfactory, please sign where indicated and return to the BCIDA within 30 days of the date of the letter.
14. Closing of the within noted loan may take place within 10 days of the date hereof. If this original commitment letter is not signed and returned to the BCIDA within thirty (30) days from the date hereof, and/or if the loan is not closed within 180 days following the receipt of this letter, then the BCIDA's commitment is automatically terminated, unless the Borrower is otherwise notified by the BCIDA in writing.
15. No Material Change. Prior to loan closing and/or disbursement of loan proceeds, BCIDA may request and be provided with satisfactory evidence that there has (have) been no material adverse change(s) in the financial condition or otherwise, since the date of original application or approval, of the Borrower or Guarantor(s) that, in the opinion of BCIDA, may impair the ability of the Borrower and/or Guarantor(s) to repay the loan. Facts or circumstances constituting adverse changes include, but are not limited to, substantial business losses and changes in the personal financial condition of the Guarantor(s).
16. Release of BCIDA. The Borrower recognizes that it is seeking a loan from a non-profit organization composed of volunteers seeking to improve the community. In consideration of BCIDA reviewing the loan application, the borrower hereby expressly releases, waives, and discharges BCIDA and its directors, officers, employees and agents from any and all claims arising out of or related to this loan application or any loan the borrower may or may not receive as well as any subsequent dealings which the borrower may have with BCIDA. The Borrower understands that, without this release, BCIDA would not close the loan offered by this document.

Sincerely,

Thomas M. Gray  
Senior Deputy Director of Operations

## ACCEPTANCE OF AGREEMENT

The \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_, the undersigned as Owner of  
Integrated Wood Components, Inc. \_\_\_\_\_, does hereby approve and accept the terms and  
conditions contained herein.

BY: \_\_\_\_\_  
John Kamp

## BOARD OF DIRECTORS

**AGENDA ITEM #3:** A \$100,000 loan request from Integrated Wood Components, Inc. from the STEED Loan Fund Program to assist the business with permanent working capital for use at its facility at 791 Airport Road Deposit, New York.

## INTRODUCTION

Mr. John Kamp, 100% owner of Integrated Wood Components, Inc., has applied for \$100,000 in financing to assist his business with operating expenses that include but are not limited to payroll, mortgage payments, as well as insurance and utility costs resulting from business interruption caused by the Covid pandemic. The request is part of a financing package with the Delaware County IDA that will not only address costs associated with Covid but also result in the retention of 19 full-time employees. Uses and sources are as follows:

## USES OF PROJECT FUNDS

Working Capital	\$	335,000	(100.0%)
<b>TOTAL PROJECT COST</b>	\$	335,000	(100.0%)

## SOURCES OF PROJECT FUNDS

BCIDA STEED	\$	100,000	( 29.9%)
SBA PPP	\$	175,000	( 52.3%)
SBA EIDL	\$	10,000	( 2.9%)
Delaware County IDA	\$	50,000	(14.9%)
<b>TOTAL PROJECT COST</b>	\$	335,000	(100.0%)

## COMPANY PROFILE

Indian Country began operations in November of 1973 by two brothers Frank and Henry Kamp. The original source of revenue was from cut to size operations of engineered wood products. The company operated out of a 35,000 square foot building in Deposit, NY. In 1988, the ownership of all the stock was transferred to a family trust for the benefit of the nine children of Frank Kamp.

During the management tenure of the trust, Indian Country went from \$2.5 million to \$16 million in annual sales. Services provided by the company were enhanced to include not only cut to size, but laminating, edge profiling and treatment, machining centers, routing and other wood processing services. A bluestone quarry that was purchased in 1984 went from \$200k to \$2.5 million in annual sales. In 2001, an existing plant location was expanded to 150,000 square feet to accommodate leaner manufacturing processes and increase sales as the previous facility had reached its production capacity.

After September 11, 2001, the company experienced a decline in annual sales of over 45%. Sales returned slowly but with the burdensome debt of the new facility, profits were compromised. In November of 2003, the company's loans were sold to an investment group from Minnesota. In January of 2005 the investment company became the sole owner of Indian Country stock.

The investment company, Stonehill Financial Group, was in the process of trying to liquidate the two divisions of Indian Country; the wood and stone divisions. There were 96 people employed at ICI and the company was one of the largest employers in Delaware County drawing revenue to the area from all around the country. John Kamp decided to reacquire the business in 2007.

The overall market for the Company is projected to be \$281 million for wood component customers. The market is defined as those states that can be serviced within ten hours of driving. This includes Massachusetts, Rhode Island, Connecticut, Vermont, New Hampshire, New York, Pennsylvania, New Jersey, Maryland, Delaware and Ohio.

The Company has several marketing strengths over its competition. The Deposit area has over a two-hundred-year history of wood related industries in the surrounding region which provides for a trained labor pool and ample raw materials. Being located just off route 17/86, with access to major highways such as Route 81, 390, 90, and 88, IWC can provide for rapid delivery of the company's products. The company is equipped with a wide variety of equipment, which in turn affords a multiple variety of services. Also, with the addition of the imported cabinet and furniture parts, IWC is a one-stop shop as the company will offer both in-house and imported. Very few competitors offer this dual service.

Integrated Wood Component's marketing strategy has always been to enhance, promote and support the fact that it can offer component parts that consist of high quality, on-time delivery and price points that fit within the customer's budget.

Currently the company has been hard hit by the Covid pandemic. It's largest customers, totaling about 40% of its sales, are located in the New York metropolitan area. New York City and the surrounding areas have essentially been closed for business since March 2020. IWC is in need of financing to retain its skilled workforce and to cover operating costs resulting from this temporary loss of business.

## **JOB CREATION**

The total current employment for Integrated Wood Components, Inc. is 19. All 19 full-time employees will be retained if the financing requested is approved.

## **ENVIRONMENTAL IMPACT**

The applicant believes the project will not have a negative impact on the environment.

## **CASH AVAILABLE TO SUPPORT EXISTING AND NEW DEBT SERVICE**

	FY19
Projected Interest Expense	\$ 151,000
Depreciation Expense	\$ 142,000
Projected Net Profit	<u>\$ 179,000</u>
<b>Total Cash Available for Debt Service</b>	<b>\$ 472,000</b>

## **DEBT SERVICE REQUIREMENTS OF THE PROPOSAL**

Existing Key Bank Annual Debt Service Payments	\$ 127,888
Existing Key Bank Annual Debt Service Payments	\$ 71,088
Existing Bank of the West Debt Service Payments	\$ 8,595
Existing Hanmi Bank Annual Debt Service Payments.	\$. 41,796
Existing Delaware County IDA Debt Service Payments.	\$. 33,144
Existing UDAG Annual Debt Service Payments.	\$. 7,566
Existing Delaware County Debt Service Payments.	\$. 85,500
New BCIDA STEED Annual Debt Service Payments	\$ 21,288
New Delaware County IDA Debt Service Payments.	<u>\$ 10,644</u>
<b>TOTAL ANNUAL DEBT SERVICE PAYMENTS</b>	<b>\$ 407,509</b>

## **RECOMMENDATION**

In 2007 Mr. John Kamp reacquired the assets of the wood component manufacturing company founded by his family 34 years earlier. Integrated Wood Components manufactures parts made of engineered wood products and provides

additional services such as assembly, packaging and blind shipments. IWC also offers imported real wood furniture and cabinet parts that may also ship in parts or be assembled. The company has been located at 791 Airport Road in Deposit, New York in a 150,000 square-foot manufacturing building with state of the art wood finishing equipment since 2001. Prior to Covid in March 2020 the company was increasing its sales and positioned for further growth. However, since a significant portion of the company's sales originate in the New York metropolitan area the business shut down in that area has produced little to no sales. As a result of this business interruption Integrated Wood Components, Inc. is requesting an emergency loan to cover operating costs until the economy is totally open. A recent credit report on John Kamp indicated a satisfactory credit history; Fair Isaac Score of 770. More importantly, with the new emergency financing request, the current 19 full-time employees will be retained within three years. Based on this and the information in the previous sections, the ALC and I would recommend a STEED financing commitment under the following terms and conditions.

Borrower: Integrated Wood Components, Inc.

Loan Amount and Fund: \$100,000 from the STEED Revolving Loan Fund

Term of the Loan: 6 years with year one principal and interest waived

Loan Interest Rate: 75% of the prime rate at the time of closing

Collateral and Security for the Loan: A shared second security position with the Delaware County IDA on all business assets including but not limited to all accounts receivable, machinery and equipment, inventory and intangibles. The personal guarantee of John Kamp.

## EXHIBIT "A"

### ECONOMIC DEVELOPMENT SERVICES TO BE RENDERED

The economic development services to be rendered by the Agency include, but are not limited to, the following: (1) coordination of Federal, State and Village resources in connection with economic development projects; (2) regular communication with the Village Mayor, members of the Village Board, and the heads of Village Departments regarding the status of ongoing economic development initiatives; (3) representation of Village interests and interaction with Federal, State and Village government officials and private industry; and (4) assistance with applications for obtaining and managing economic development grants.



September 11, 2020

Stacey M. Duncan, Executive Director  
Broome County Industrial Development Agency  
FIVE South College Drive, Suite 201  
Binghamton, NY 13905

Re: Extension and Increase of Sales and Use Tax Extension Agreement

Dear Stacey,

Spark Broome LLC is formally requesting an extension of the currently in place Sales and Use Tax Extension Agreement beyond the October 16, 2020 expiration date. The extension is necessary due to delays in the Project caused by the pandemic. Construction activities and improvements will be ongoing well past the current expiration date in order to complete the redevelopment of the Project, therefore we would like to request an extension thru October 16, 2021.

Also, due to the delay in the Project caused by the pandemic, along with changes in the construction funding, we are requesting an increase in the tax exemption amount for the Project. The Project makeup has also changed, with a significant portion of the Project shifting from Office use to a more expensive to build out Clinical use, therefore we would like to request an increase of the Sales and Use Tax Exemption amount to \$585,000.

Thanking you in advance for your consideration in this matter,

Sincerely,

A handwritten signature in blue ink, appearing to read "Douglas Matthews", is written over a large, stylized blue oval.

Douglas Matthews  
Partner

**RESOLUTION TO ACCEPT THE FINDINGS AND LEAD AGENCY'S DECISION  
ON THE GEIS FOR THE FORMER BAE SITE AT 600 MAIN STREET  
REDEVELOPMENT**

WHEREAS, on September 18, 2019, The Agency – Broome County IDA/LDC (“The Agency”) was designated to act as Lead Agency for this Type 1 Action under the 6 NYCRR Part 617 of the State Environmental Quality Review Act (“SEQRA”) to determine if the Former BAE Site at 600 Main Street Redevelopment (“Proposed Action”) would have any significant adverse environmental impacts; and

WHEREAS, on October 16, 2019, the Agency, as Lead Agency, determined that the Proposed Action may have a significant adverse impact on the environment and that a Generic Impact Statement (“GEIS”) would be prepared; and

WHEREAS, use of the GEIS format was deemed appropriate by the Lead Agency as the Proposed Action is “an entire program or plan having wide application or restricting the range of future alternative policies or projects, including new or significant changes to existing land use plans, development plans, zoning regulations or agency comprehensive resource management plans” (6 NYCRR § 617.10(a)(4)); and

WHEREAS, a Draft Scoping Document was prepared to identify the potentially significant adverse impacts related to the proposed action that are to be addressed in the draft GEIS (DGEIS) including the content and level of detail of the analysis, the range of alternatives, the mitigation measures needed and the identification of non-relevant issues; and

WHEREAS, a review period (October 17, 2019 to November 1, 2019) was established to provide an opportunity for involved and interested agencies, as well as the public, to comment on the Draft Scoping Document; and

WHEREAS, based on a review of substantive comments received during the review period, a Final Scoping Document was prepared and adopted by the Lead Agency on November 13, 2019; and

WHEREAS, a DGEIS dated November 2019 was prepared for consideration by The Agency, as SEQRA Lead Agency and the content of the DGEIS was consistent with the Final Scoping Document; and

WHEREAS, a summary document of the DGEIS outlining site history and selected areas of importance studied in the report was provided as a supplement to the full the DGEIS dated November 2019; and

WHEREAS, The Agency reviewed the DGEIS and the Final Scoping Document to determine whether to accept the DGEIS as adequate with respect to its scope and content for the purpose of commencing public review; and

WHEREAS, on December 18, 2019, The Agency accepted the DGEIS as complete and adequate for public review; and

WHEREAS, on May 18, 2020, The Agency prepared a notice of completion of the DGEIS to be filed and circulated and to provide notice of the public hearing as may be required by law and the SEQRA implementing regulations; and

WHEREAS, The Agency determined it would receive and consider public comments with respect to the DGEIS until July 4, 2020; and

WHEREAS, The Agency determined that a public hearing with respect to the DGEIS to be held on June 24, 2020 (5:30 PM) virtually and live streamed via The Agency's Facebook page; and

WHEREAS, a Final GEIS (FGEIS) was prepared, which incorporates the DGEIS by reference, as well as any revisions or supplements to the DGEIS, copies or a summary of the substantive comments received during the public comment period and their source (whether or not the comments were received in the context of a hearing), and the Lead Agency's responses to substantive comments; and

WHEREAS, on August 12, 2020, The Agency was presented with copies of the FGEIS dated August 2020; and

WHEREAS, The Agency reviewed the FGEIS to determine whether to accept the FGEIS as adequate with respect to its scope and content; and

WHEREAS, on August 19, 2020, The Agency accepted the FGEIS as complete and made it available to the public; and

WHEREAS, on August 20, 2020, The Agency prepared a notice of completion for the FGEIS to be filed with the New York State Department of Environmental Conservation and circulated as may be required by law and the SEQRA implementing regulations; and

WHEREAS, on August 26, 2020, The Agency prepared a Findings statement for the Proposed Action; and

WHEREAS, The Agency presented its Findings to the Involved Agencies, in order for the Involved Agencies to write their own Findings, or if they concurred with the Findings prepared by The Agency, adopt all or a portion of their Findings. Additionally, the Involved Agencies were directed by the Lead Agency that if a Findings statement or response to The Agency's findings was not provided to The Agency by September 9, 2020, that no response was confirmation of the acceptance of The Agency's Findings; and

WHEREAS, on September 9, 2020, none of the Involved Agencies provided responses to

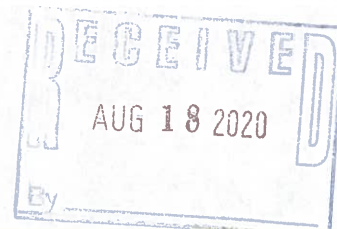
The Agency's findings, confirming their agency's full adoption of the Lead Agency's Findings.

NOW THEREFORE BE IT RESOLVED BY THE AGENCY, that the Findings for the Proposed Action are positive as it is approvable after consideration of the Final GEIS and is complete and accepted in accordance with the requirements 6 NYCRR Section 617.9. Additionally, copies of this Resolution and notice of completion and acceptance of the FGEIS shall be published on The Agency's website, <https://theagency-ny.com>, for the public and made available upon request to The Agency.

BE IT FURTHER RESOLVED, that The Agency decision on the proposed action is that it avoids and or minimizes adverse environmental impacts while weighing and balancing them with the social, economic, and other essential considerations, thus meeting the requirements outlined by SEQRA.

# THE AGENCY

BROOME COUNTY IDA / LDC



## SMALL BUSINESS INCENTIVE PROGRAM APPLICATION

The Small Business Incentive Program can provide eligible applicants any of the following: an eight percent (8%) NYS sales tax and one percent (1%) mortgage recording tax exemption (if applicable).

Applicants seeking assistance must complete this application and provide additional documentation if required. A **non-refundable** application fee of \$250.00 must be included with this application. Make check payable to The Agency Broome County IDA.

The Applicant requesting a sales tax exemption from the Agency/IDA must include in the application a realistic estimate of the value of the savings anticipated to be received. As per NYS 2013 Budget Law and the regulations expected to be enacted thereunder are expected to require that the Agency/IDA recapture any benefit that exceeds the amount listed in the application.

Please answer all questions. Use "None" or "Not Applicable" where necessary.

### APPLICANT

Name Upstate Hi-Tech Properties, LLC  
Address 12 Nadine Way  
City/State/Zip Johnson City, NY 13790  
Tax ID No. 85-2017807  
Contact Name Dave Jones  
Title Member  
Telephone (607) 343-2334  
E-Mail dave.jones@customsi.com

#### Owners of 20% or more of Applicant Company

Name	%	Corporate Title
<u>Dave Jones</u>	<u>100%</u>	<u>Member</u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

#### Benefits Requested (Check all that apply)

- ☒ Sales Tax Exemption  
☒ Mortgage Recording Tax Exemption

#### Description of project (check all that apply)

- ☒ New Construction  
☐ Existing Facility  
☐ Acquisition  
☐ Expansion  
☐ Renovation/Modernization  
☐ Acquisition of machinery/equipment  
☐ Other (specify) \_\_\_\_\_

## GENERAL DESCRIPTION OF THE PROJECT

(Attached additional sheets as necessary)

See attached project description.

## PROJECT TIMELINE

Fall 2020

Start Date

Summer 2021

End Date

16 Beech Street, Town of Union

Project Address

**Contractor(s) \*please refer to required Local Labor Policy**

**State Environmental Quality Review (SEQR) Act Compliance**

The Agency, in granting assistance to the Applicant, is required to comply with the New York State Environmental Quality Review Act (SEQR). This is applicable to projects that require the state or local municipality to issue a discretionary permit, license or other type of Approval for that project.

Does the proposed project require discretionary permit, license or other type of approval by the state or local municipality?

☒ YES – Include a copy of any SEQR or other documents related to this project including Environmental Assessment Form, Final Determination, Local Municipality Negative Declaration.

☐ NO

## LOCAL LABOR POLICY

It is the goal of the The Agency to maximize the use of local labor for each project that receives benefits from The Agency. This policy applies to general contractors, subcontractors, trade professionals, and their employees. The Agency's Local Labor Area consists of the following New York State counties: Broome, Chemung, Chenango, Cortland, Delaware, Otsego, Schuyler, Steuben, Tioga and Tompkins.

## APPLICANT PROJECT COSTS

- A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipping of the project by the APPLICANT.

### Building Construction or Renovation

- a. MATERIALS a. \$ 800,000  
b. LABOR b. \$ 200,000

### Site Work

- c. MATERIALS c. \$ 200,000  
d. LABOR d. \$ 100,000  
e. Non-Manufacturing Equipment e. \$ 0  
f. Furniture and Fixtures f. \$ 60,000  
g. LAND and/or BUILDING Purchase g. \$ 180,000  
h. Soft Costs (Legal, Architect, Engineering) h. \$ 40,000

- Other (specify) i. \_\_\_\_\_ i. \$ \_\_\_\_\_  
j. \_\_\_\_\_ j. \$ \_\_\_\_\_  
k. \_\_\_\_\_ k. \$ \_\_\_\_\_

**TOTAL PROJECT COSTS** \$ 1,580,000

- B. Sources of Funds for Project Costs:

- a. Bank Financing a. \$ 1,100,000  
b. Public Sources b. \$ \_\_\_\_\_

Identify each state and federal grant/credit

\_\_\_\_\_  
\$ \_\_\_\_\_  
\_\_\_\_\_  
\$ \_\_\_\_\_  
\_\_\_\_\_  
\$ \_\_\_\_\_  
\_\_\_\_\_  
\$ \_\_\_\_\_

- c. Equity \$ 480,000

**TOTAL SOURCES** \$ 1,580,000

- C. Has the applicant made any arrangements for the financing of this project?

☒ Yes ☐ No

If so, please specify bank, underwriter, etc.

Tioga State Bank or Visions

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

## VALUE OF INCENTIVES

### A. Sales Tax Exemption Benefit

Estimated value of goods that will be exempt from New York State and local sales tax (materials, non-manufacturing equipment, furniture and fixtures - **line a,c,e,f from Project Costs**) \$ 1,060,000.00

Estimated value of New York State and local sales tax exemption (8% of value of eligible goods) \$ 84,800.00

Estimated duration of sales tax exemption 12 months  
(The sales tax letter shall be valid for a period of twelve (12) months.)

### B. Mortgage Recording Tax Exemption Benefit

Estimated value of Mortgage Recording Tax Exemption (1% of value of mortgage) \$ 11,000.00

TOTAL SALES AND MORTGAGE RECORDING TAX EXEMPTION BENEFIT \$ 95,800.00

## PROJECTED EMPLOYMENT *CSI employment figures*

Will this investment result in the creation of new jobs? If so, how many? 4.00

Current number of full time employees: 18.00

Estimated annual salary range of jobs to be created:

Annual Salary range from: \$30,000 to 65,000

Estimated annual salary range of current jobs:

Annual Salary range from: \$33,000 to \$180,000

***\*Upon approval of this application, the business agrees to provide FTE and all construction job information, along with its NYS 45 in all years that a sales and/or mortgage recording tax benefit is claimed.***

## APPLICATION & ADMINISTRATIVE FEES

### A. Application Fee:

A non-refundable application fee of two hundred fifty dollars shall be charged to each applicant and accompany the completed application.

\$ 250.00

### B. Administrative Fee:

A non-refundable fee of **\$500.00** is due and payable prior to the issuance of a Sales Tax Letter or a Mortgage Tax Exemption Form if the benefit is **under \$100,000**. A non-refundable fee of **1% of the total project cost** is due and payable prior to the issuance of a Sales Tax Letter or a Mortgage Tax Exemption Form if the benefit is **over \$100,000**.

\$ 500.00

TOTAL TAX EXEMPTION FEES

\$ 750.00

***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 Agency reserves the right to terminate, modify, or recapture Agency benefits if :***

- (i) an applicant or its sub-agency (if any) authorized to make purchases for the benefit of the project is not entitled to the sales and use tax exemption benefits;***
- (ii) sales and use tax exemption benefits are in excess of the amounts authorized by the Agency to be taken by the applicant or its sub-agents;***
- (iii) sales and use tax exemption benefits are for property or services not authorized by the Agency as part of the project;***
- (iv) the applicant has made material, false, or misleading statements in its application for financial assistance;***
- (v) the applicant has committed a material violation of the terms and conditions of a Project Agreement.***

***(vi) As of the date of the Application this project is in substantial compliance with all provisions of GML Article 18-A, including but not limited to, the provisions of GML Section 859-a and GML Section 862(1) (the anti-raid provision) and if the project involves the removal or abandonment of a facility or plant within the state, notification by the IDA to the chief executive officer or officers of the municipality or municipalities in which the facility or plant was located.***

### APPLICANT COMPANY

Upstate Hi-Tech Properties, LLC

Signature

Title

Date

Sworn to before me this

13<sup>th</sup> day of August, 2020

Kimberly

(Notary Public)

**KIMBERLY A. POTTER**  
Notary Public - State of New York  
No. 01PO6131760  
Qualified in Broome County  
My Commission Expires August 16, 21

## LABOR POLICY

### Local General Contractor, Subcontractor, Trades and Labor Policy

It is the goal of the The Agency/**IDA** to maximize the use of local labor for each project that receives benefits from the Agency/**IDA**. This policy applies to general contractors, subcontractors, trade professionals, and their employees. The Agency/**IDA**'s Local Labor Area consists of the following New York State counties: Broome, Chemung, Chenango, Cortland, Delaware, Otsego, Schuyler, Steuben, Tioga and Tompkins.

Every applicant is obligated to provide written proof and data (see attached ... forms) to the Agency/**IDA** as to the physical location of all the contractors who will work on the project.

The Agency/**IDA** will review the data provided and determine, on a case-by-case basis and in a fully transparent manner, whether the Applicant has substantially conformed to the policy.

An Applicant **will not be deficient** if the proposed project requires specifically skilled labor that is unavailable in the Local Labor Area.

An Applicant **will not be deficient** if the proposed project utilizes parts and supplies assembled elsewhere because no such assembly is available in the Local Labor Area.

An Applicant **will be held non-compliant** with the Labor Policy if it imports labor from outside the Local Labor Area when equal labor that is ready, willing, cost competitive, etc. resides in the Local Labor Area.

***The Agency/**IDA** may determine on a case-by-case basis to waive any portion of this policy for a project or a portion of a project where consideration of warranty issues, necessity of specialized skills, significant cost differentials between local and non-local services, documented lack of workers meeting the Local Labor Requirement or if other compelling circumstances exist.***

In consideration of the extension of financial assistance by the Agency/**IDA** UPSTATE HI-TECH PROPERTIES, LLC (the Applicant) understands the Local Labor Policy and agrees to submit either or both a Local Labor Utilization Report or a Non Local Labor Utilization Report at the time that construction begins on the project to the Agency and as part of a request to extend the valid date of the Agency/**IDA**'s tax-exempt certificate for the 16 BEECH STREET (TOWN OF UNION) (the project).

The Applicant understands an Agency/**IDA** tax-exempt certificate is valid for 90 days effective the date of the project inducement and extended for 90 day periods thereafter-upon request by the Applicant.

The Applicant further understands any request for a waiver to this policy must be submitted in writing and approved by the Agency/**IDA** before a tax-exempt certificate is issued or extended.

The Applicant further understands that if the required forms are not submitted to the Agency/**IDA**, the Agency/**IDA** shall have the authority to immediately terminate any and all Financial Assistance being provided to the Project.

I agree to the conditions of this agreement and certify all information provided regarding the construction and employment activities for the Project as of AUGUST 12, 2020 (date).

APPLICANT: Upstate Hi-Tech Properties, LLC

REPRESENTATIVE FOR CONTRACT BIDS/AWARDS: Dave Jones

ADDRESS: 12 Nadine Way

CITY: Johnson City

STATE: NY

ZIP: 13790

PHONE: 607-343-2334

EMAIL: dave.jones@customsi.com

PROJECT ADDRESS: 16 Beech Street, Town of Union

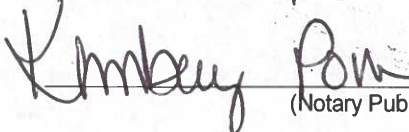
AUTHORIZED REPRESENTATIVE: Dave Jones

TITLE: Member

SIGNATURE: 

Sworn to before me this

13<sup>th</sup> day of Aug, 2020

  
(Notary Public)

**KIMBERLY A. POTTER**

Notary Public - State of New York

No. 01PO6131790

Qualified in Broome County

My Commission Expires August 15, 21

The following organizations must be solicited in writing for the purpose of meeting the requirements of this Agreement:

**\*\*Documentation of solicitation MUST be provided to the Agency.**

The Builders Exchange of the Southern Tier, Inc.  
15 Belden Street  
Binghamton, NY 13903  
brad@bxstier.com  
(607) 771-7000

Southern Tier Building Trades Council  
1200 Clemens Center Parkway  
Elmira, NY 14901  
ibew139ba@aol.com  
(607) 732-1237

Binghamton/Oneonta Building Trades Council  
11 Griswold Street  
Binghamton, NY 13904  
raikens@iuoe158.org  
(607) 723-9593

Dodge Reports  
<http://construction.com/dodge/submit-project.asp>  
830 Third Ave., 6th Floor  
New York, NY 10022  
support@construction.com

(877) 784-9556  
Tompkins-Cortland Building Trades Council  
622 West State Street  
Ithaca, NY 14850  
tbrueribew241@gmail.com  
(607) 272-3122

Building Trades  
Katie Fairbrother, Secretary  
kfairbrother@ualocal112.org  
607-723-9593

# LOCAL LABOR UTILIZATION REPORT

To be completed for all contractors residing within the Broome County IDA Local Labor Area

APPLICANT:

PROJECT ADDRESS:

CITY:

STATE:

ZIP:

EMAIL:

PHONE:

GENERAL CONTRACTOR/CONSTRUCTION MANAGER:

CONTACT:

ADDRESS:

CITY:

STATE:

ZIP:

EMAIL:

PHONE:

ITEM	CONTRACT/SUB	ADDRESS	EMAIL	PHONE	AMOUNT
Site/Demo					
Foundation/Footings					
Building					
Masonry					
Metals					
Wood/Casework					
Thermal/Moisture					
Doors, Windows & Glazing					
Finishes					
Electrical					
HVAC					
Plumbing					
Specialties					
M&E					
FF & E					
Utilities					
Paving/Landscaping					

CHECK IF CONSTRUCTION IS COMPLETE

☐

CHECK IF THIS IS YOUR FINAL REPORT

☐

I CERTIFY THAT THIS IS AN ACCURATE ACCOUNTING OF THE CONTRACTORS THAT ARE WORKING AT THE PROJECT SITE.

Company Representative

Date

**NON LOCAL LABOR UTILIZATION REPORT**

To be completed for all contractors not residing within the Broome County IDA  
Local Labor Area

APPLICANT:

PROJECT ADDRESS:

CITY:

STATE:

ZIP:

EMAIL:

PHONE:

GENERAL CONTRACTOR/CONSTRUCTION MANAGER:

CONTACT:

ADDRESS:

CITY:

STATE:

ZIP:

EMAIL:

PHONE:

ITEM	CONTRACT/SUB	ADDRESS	EMAIL	PHONE	AMOUNT
Site/Demo					
Foundation/Footings					
Building					
Masonry					
Metals					
Wood/Casework					
Thermal/Moisture					
Doors, Windows & Glazing					
Finishes					
Electrical					
HVAC					
Plumbing					
Specialties					
M& E					
FF & E					
Utilities					
Paving/Landscaping					

CHECK IF CONSTRUCTION IS COMPLETE

☐

CHECK IF THIS IS YOUR FINAL REPORT

☐

I CERTIFY THAT THIS IS AN ACCURATE ACCOUNTING OF THE CONTRACTORS  
THAT ARE WORKING AT THE PROJECT SITE.

\_\_\_\_\_  
Company Representative\_\_\_\_\_  
Date

# Short Environmental Assessment Form

## Part 1 - Project Information

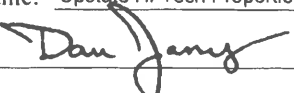
### Instructions for Completing

**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.

<b>Part 1 – Project and Sponsor Information</b>			
Upstate Hi-Tech Properties, LLC			
Name of Action or Project:			
16 Beech Street New Building Construction			
Project Location (describe, and attach a location map):			
16 Beech Street, Town of Union			
Brief Description of Proposed Action:			
Upstate Hi-Tech Properties, LLC (UHTP) is a real estate holding company that is purchasing a vacant parcel of land (3.64 acres) situate at 16 Beech Street in the Town of Union, where it will erect a 16,800 sf custom building that will house the New York operations of Custom Systems Integration, Inc. (CSI), an engineering and manufacturing company that has operated in Broome County for over 18 years.			
Name of Applicant or Sponsor:		Telephone: 607-343-2334	
Upstate Hi-Tech Properties, LLC		E-Mail: dave.jones@customsi.com	
Address:			
12 Nadine Way			
City/PO:		State:	Zip Code:
Johnson City		NY	13790
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation?			NO
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.			YES
			<input type="checkbox"/>
			<input checked="" type="checkbox"/>
2. Does the proposed action require a permit, approval or funding from any other government Agency?			NO
If Yes, list agency(s) name and permit or approval:			YES
Town of Union Planning Board Site Plan Approval and Broome County 239 Review			
			<input checked="" type="checkbox"/>
3. a. Total acreage of the site of the proposed action? <u>3.64</u> acres			
b. Total acreage to be physically disturbed? <u>1.5</u> acres			
c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? <u>3.64</u> acres			
4. Check all land uses that occur on, are adjoining or near the proposed action:			
5. <input type="checkbox"/> Urban <input type="checkbox"/> Rural (non-agriculture) <input type="checkbox"/> Industrial <input checked="" type="checkbox"/> Commercial <input checked="" type="checkbox"/> Residential (suburban)			
<input type="checkbox"/> Forest <input type="checkbox"/> Agriculture <input type="checkbox"/> Aquatic <input checked="" type="checkbox"/> Other(Specify): Hotel, golf course			
<input type="checkbox"/> Parkland			

5. Is the proposed action, a. A permitted use under the zoning regulations? b. Consistent with the adopted comprehensive plan?	NO  <input type="checkbox"/>  <input type="checkbox"/>	YES  <input type="checkbox"/>  <input type="checkbox"/>	N/A  <input checked="" type="checkbox"/>  <input checked="" type="checkbox"/>
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	NO  <input type="checkbox"/>	YES  <input checked="" type="checkbox"/>	
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area? If Yes, identify: _____	NO  <input checked="" type="checkbox"/>	YES  <input type="checkbox"/>	
8. a. Will the proposed action result in a substantial increase in traffic above present levels? b. Are public transportation services available at or near the site of the proposed action? c. Are any pedestrian accommodations or bicycle routes available on or near the site of the proposed action?	NO <input checked="" type="checkbox"/> <input checked="" type="checkbox"/> <input checked="" type="checkbox"/>	YES <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	
9. Does the proposed action meet or exceed the state energy code requirements? If the proposed action will exceed requirements, describe design features and technologies: _____ _____	NO  <input type="checkbox"/>	YES  <input checked="" type="checkbox"/>	
10. Will the proposed action connect to an existing public/private water supply? If No, describe method for providing potable water: _____ _____	NO  <input type="checkbox"/>	YES  <input checked="" type="checkbox"/>	
11. Will the proposed action connect to existing wastewater utilities? If No, describe method for providing wastewater treatment: _____ _____	NO  <input type="checkbox"/>	YES  <input checked="" type="checkbox"/>	
12. a. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places?  b. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory?	NO <input checked="" type="checkbox"/>  <input checked="" type="checkbox"/>	YES <input type="checkbox"/>  <input type="checkbox"/>	
13. a. Does any portion of the site of the proposed action, or lands adjoining the proposed action, contain wetlands or other waterbodies regulated by a federal, state or local agency? b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody? If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: _____ _____ _____	NO <input checked="" type="checkbox"/>  <input checked="" type="checkbox"/>	YES <input type="checkbox"/>  <input type="checkbox"/>	

14. Identify the typical habitat types that occur on, or are likely to be found on the project site. Check all that apply: <input type="checkbox"/> Shoreline <input type="checkbox"/> Forest <input type="checkbox"/> Agricultural/grasslands <input type="checkbox"/> Early mid-successional <input type="checkbox"/> Wetland <input type="checkbox"/> Urban <input checked="" type="checkbox"/> Suburban		
15. Does the site of the proposed action contain any species of animal, or associated habitats, listed by the State or Federal government as threatened or endangered?	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
16. Is the project site located in the 100-year flood plan?	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
17. Will the proposed action create storm water discharge, either from point or non-point sources? If Yes,	NO	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
a. Will storm water discharges flow to adjacent properties?	<input type="checkbox"/>	<input type="checkbox"/>
b. Will storm water discharges be directed to established conveyance systems (runoff and storm drains)? If Yes, briefly describe:	<input type="checkbox"/>	<input type="checkbox"/>
<hr/> <hr/>		
18. Does the proposed action include construction or other activities that would result in the impoundment of water or other liquids (e.g., retention pond, waste lagoon, dam)? If Yes, explain the purpose and size of the impoundment:	NO	YES
Town of of union code is requiring a retention pond, size is being determine now.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<hr/>		
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	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<hr/>		
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	YES
	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<hr/>		
<b>I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE</b>		
Applicant/sponsor/name: <u>Upstate Hi-Tech Properties, LLC / Dave Jones</u> Date: <u>August 12, 2020</u>		
Signature: <u></u> Title: <u>Member</u>		

**PRINT FORM**

# THE AGENCY

BROOME COUNTY IDA / LDC

## SMALL BUSINESS INCENTIVE PROGRAM APPLICATION

The Small Business Incentive Program can provide eligible applicants any of the following: an eight percent (8%) NYS sales tax and one percent (1%) mortgage recording tax exemption (if applicable).

Applicants seeking assistance must complete this application and provide additional documentation if required. A **non-refundable** application fee of \$250.00 must be included with this application. Make check payable to The Agency Broome County IDA.

The Applicant requesting a sales tax exemption from the Agency/IDA must include in the application a realistic estimate of the value of the savings anticipated to be received. As per NYS 2013 Budget Law and the regulations expected to be enacted thereunder are expected to require that the Agency/IDA recapture any benefit that exceeds the amount listed in the application.

Please answer all questions. Use "None" or "Not Applicable" where necessary.

### APPLICANT

**Name** Ophthalmic Associates of the Southern Tier, P.C.  
**Address** c/o 48 Harrison Street  
**City/State/Zip** Johnson City, NY 13790  
**Tax ID No.** Ophthalmic Associates (16-1013191)  
**Contact Name** Daniel L. Sambursky  
**Title** Ophthalmic Associates-President \*  
**Telephone** (917) 403-0999  
**E-Mail** dansambursky@gmail.com

#### Owners of 20% or more of Applicant Company

Name	%	Corporate Title
<u>Daniel L. Sambursky</u>	<u>100</u>	<u>President</u>
<u>Daniel L. Sambursky</u>	<u>100</u>	<u>Member</u>

#### Benefits Requested (Check all that apply)

- ☐ Sales Tax Exemption  
☐ Mortgage Recording Tax Exemption

#### Description of project (check all that apply)

- ☐ New Construction  
☐ Existing Facility  
    ☐ Acquisition  
    ☐ Expansion  
    ☐ Renovation/Modernization  
☐ Acquisition of machinery/equipment  
☐ Other (specify) \*\* see attached

**\*Applicant Section:**

**Name:**        and Binghamton ASC, LLC

**Tax ID No.**   Binghamton ASC (83-3672662)

**Title:**        Binghamton ASC – Member

**Description of project**

**Other:**   Ophthalmic Associates will be moving to new office space and purchasing additional equipment and furniture. Binghamton ASC is opening a new ambulatory surgery center for ophthalmology and is purchasing the necessary equipment and furniture.

## GENERAL DESCRIPTION OF THE PROJECT

(Attached additional sheets as necessary)

530 Columbia Drive, LLC is the owner of 530 Columbia Drive, Johnson City, NY. Daniel L. Sambursky owns 100% of said entity. The existing building is being completely renovated for a medical office and ambulatory surgery center and renovations are approximately \$5,100,000. 530 Columbia Drive will then lease a portion of the space to Ophthalmic Associates for its ophthalmology practice office and a portion of the space will be leased to Binghamton ASC for a new ambulatory surgery center for ophthalmology. This is the only ambulatory surgery center of ophthalmology in Broome County.

## PROJECT TIMELINE

July 2020

Start Date

December 2020 - January 2021 (Estimated)

End Date

530 Columbia Drive, Johnson City, NY 13790

Project Address

**Contractor(s) \*please refer to required Local Labor Policy**

**State Environmental Quality Review (SEQR) Act Compliance**

The Agency, in granting assistance to the Applicant, is required to comply with the New York State Environmental Quality Review Act (SEQR). This is applicable to projects that require the state or local municipality to issue a discretionary permit, license or other type of Approval for that project.

Does the proposed project require discretionary permit, license or other type of approval by the state or local municipality?

☐ YES – Include a copy of any SEQR or other documents related to this project including Environmental Assessment Form, Final Determination, Local Municipality Negative Declaration.

☐ NO\*\*

## LOCAL LABOR POLICY

It is the goal of the The Agency to maximize the use of local labor for each project that receives benefits from The Agency. This policy applies to general contractors, subcontractors, trade professionals, and their employees. The Agency's Local Labor Area consists of the following New York State counties: Broome, Chemung, Chenango, Cortland, Delaware, Otsego, Schuyler, Steuben, Tioga and Tompkins.

**\*Project Timeline**

**Does the proposed project require discretionary permit....**

**No      This application is for the operating entities not the construction project. NYS Department of Health issued a preliminary certificate of need for the Ambulatory Surgery Center and the conditions have been met. Applicant is just waiting on the final approval. 530 Columbia Drive applied for and received site plan approval and a building permit from the Village of Johnson City for the renovations of the existing building.**

## APPLICANT PROJECT COSTS

- A. Estimate the costs necessary for the construction, acquisition, rehabilitation, improvement and/or equipping of the project by the APPLICANT.

### Building Construction or Renovation

a. MATERIALS

a. \$ \_\_\_\_\_

b. LABOR

b. \$ \_\_\_\_\_

### Site Work

c. MATERIALS

c. \$ \_\_\_\_\_

d. LABOR

d. \$ \_\_\_\_\_

e. Non-Manufacturing Equipment

e. \$ 770,139

f. Furniture and Fixtures

f. \$ 224,222

g. LAND and/or BUILDING Purchase

g. \$ \_\_\_\_\_

h. Soft Costs (Legal, Architect, Engineering)

h. \$ \_\_\_\_\_

Other (specify) i. \_\_\_\_\_

i. \$ \_\_\_\_\_

j. \_\_\_\_\_

j. \$ \_\_\_\_\_

k. \_\_\_\_\_

k. \$ \_\_\_\_\_

### TOTAL PROJECT COSTS

\$ 994,361

- B. Sources of Funds for Project Costs:

a. Bank Financing

a. \$ 589,000

b. Public Sources

b. \$ \_\_\_\_\_

Identify each state and federal grant/credit

\_\_\_\_\_

\$ \_\_\_\_\_

\_\_\_\_\_

\$ \_\_\_\_\_

\_\_\_\_\_

\$ \_\_\_\_\_

\_\_\_\_\_

\$ \_\_\_\_\_

c. Equity

\$ 405,361

### TOTAL SOURCES

\$ 994,361

- C. Has the applicant made any arrangements for the financing of this project?

☐ Yes ☐ No

If so, please specify bank, underwriter, etc.

**\*\*See attached**

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Applicant Project Costs:**

- C. M&T Bank is providing a \$439,000 equipment term loan and \$150,000 working capital term loan to Binghamton ASC. Additional equipment financing may be provided.

## VALUE OF INCENTIVES

### A. Sales Tax Exemption Benefit

Estimated value of goods that will be exempt from New York State and local sales tax (materials, non-manufacturing equipment, furniture and fixtures - **line a,c,e,f from Project Costs**)

\$ 994,361.00

Estimated value of New York State and local sales tax exemption (8% of value of eligible goods)

\$ 79,549.00

Estimated duration of sales tax exemption

(The sales tax letter shall be valid for a period of twelve (12) months.

6 months (est)

Request up to 12 months

### B. Mortgage Recording Tax Exemption Benefit

Estimated value of Mortgage Recording Tax Exemption (1% of value of mortgage)

\$ 0.00

TOTAL SALES AND MORTGAGE RECORDING TAX EXEMPTION BENEFIT

\$ 79,549.00

## PROJECTED EMPLOYMENT

Will this investment result in the creation of new jobs? If so, how many?

yes / 6-9 (est.)

Current number of full time employees:

Ophthalmic 36

Estimated annual salary range of jobs to be created:

Binghamton ASC  
Annual Salary range from: \$35,000 to \$100,000

Estimated annual salary range of current jobs:

Ophthalmic  
Annual Salary range from: \$35,000 to \$250,000

I have hired 6 full time employees in the last six months in anticipation of the NEW office and ASC and I expect to hire three more.

**\*Upon approval of this application, the business agrees to provide FTE and all construction job information, along with its NYS 45 in all years that a sales and/or mortgage recording tax benefit is claimed.**

## APPLICATION & ADMINISTRATIVE FEES

### A. Application Fee:

A non-refundable application fee of one hundred fifty dollars shall be charged to each applicant and accompany the completed application.

\$ 250.00

### B. Administrative Fee:

A non-refundable fee of **\$500.00** is due and payable prior to the issuance of a Sales Tax Letter or a Mortgage Tax Exemption Form if the benefit is **under \$100,000**. A non-refundable fee of **1% of the total project cost** is due and payable prior to the issuance of a Sales Tax Letter or a Mortgage Tax Exemption Form if the benefit is **over \$100,000**.

\$ 500.00

TOTAL TAX EXEMPTION FEES

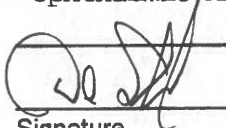
\$ 750.00

***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 Agency reserves the right to terminate, modify, or recapture Agency benefits if :***

- (i) an applicant or its sub-agency (if any) authorized to make purchases for the benefit of the project is not entitled to the sales and use tax exemption benefits;***
- (ii) sales and use tax exemption benefits are in excess of the amounts authorized by the Agency to be taken by the applicant or its sub-agents;***
- (iii) sales and use tax exemption benefits are for property or services not authorized by the Agency as part of the project;***
- (iv) the applicant has made material, false, or misleading statements in its application for financial assistance;***
- (v) the applicant has committed a material violation of the terms and conditions of a Project Agreement.***
- (vi) As of the date of the Application this project is in substantial compliance with all provisions of GML Article 18-A, including but not limited to, the provisions of GML Section 859-a and GML Section 862(1) (the anti-raid provision) and if the project involves the removal or abandonment of a facility or plant within the state, notification by the IDA to the chief executive officer or officers of the municipality or municipalities in which the facility or plant was located.***

**APPLICANT COMPANY** *Binghamton ASC, LLC*  
Ophthalmic Associates of the Southern Tier, P.C.

  
\_\_\_\_\_  
Signature, Title, Date  
Binghamton ASC, LLC, President, 8/29/20

**Sworn to before me this**

29 day of August, 20 20

\_\_\_\_\_  
(Notary Public)  
CARRIE A. WENBAN  
Notary Public, State of New York  
No. 02CO6122023  
Qualified in Broome County  
Commission Expires February 07, 2021

## LABOR POLICY

### Local General Contractor, Subcontractor, Trades and Labor Policy

It is the goal of the The Agency/**IDA** to maximize the use of local labor for each project that receives benefits from the Agency/**IDA**. This policy applies to general contractors, subcontractors, trade professionals, and their employees. The Agency/**IDA**'s Local Labor Area consists of the following New York State counties: Broome, Chemung, Chenango, Cortland, Delaware, Otsego, Schuyler, Steuben, Tioga and Tompkins.

Every applicant is obligated to provide written proof and data (see attached ... forms) to the Agency/**IDA** as to the physical location of all the contractors who worked on the project.

The Agency/**IDA** will review the data provided and determine, on a case-by-case basis and in a fully-transparent manner, whether the Applicant has substantially conformed to the policy.

An Applicant **will not be deficient** if the proposed project requires specifically skilled labor that is unavailable in the Local Labor Area.

An Applicant **will not be deficient** if the proposed project utilizes parts and supplies assembled elsewhere because no such assembly is available in the Local Labor Area.

An Applicant **will be held non-compliant** with the Labor Policy if it imports labor from outside the Local Labor Area when equal labor that is ready, willing, cost-competitive, etc. resides in the Local Labor Area.

***The Agency/**IDA** may determine on a case-by-case basis to waive any portion of this policy for a project or a portion of a project where consideration of warranty issues, necessity of specialized skills, significant cost differentials between local and non-local services, documented lack of workers meeting the Local Labor Requirement or if other compelling circumstances exist.***

In consideration of the extension of financial assistance by the Agency/**IDA** Ophthalmic Associates of the Southern Tier, P.C. and Binghamton ASC, (the Applicant) understands the Local Labor Policy and agrees to submit either or both a Local Labor Utilization Report or a Non Local Labor Utilization Report at the time that construction ends on the project to the Agency.

The Applicant understands an Agency/**IDA** tax-exempt certificate is valid for one year from the effective date of the project inducement. If an Applicant wishes to request an extension, a letter must be sent 30 days prior to the end date to the Executive Director, on company letterhead, explaining the necessity for the extension.

The Applicant further understands any request for a waiver to this policy must be submitted in writing and approved by the Agency/**IDA** before a tax-exempt certificate is issued or extended.

The Applicant further understands that if the required forms are not submitted to the Agency/**IDA**, the Agency/**IDA** shall have the authority to immediately terminate any and all Financial Assistance being provided to the Project.

I agree to the conditions of this agreement and certify all information provided regarding the construction and employment activities for the Project as of August 31, 2020 (Submission date).

APPLICANT: Ophthalmic Associates of the Southern Tier, P.C. and Binghamton ASC, LLC

REPRESENTATIVE FOR CONTRACT BIDS/AWARDS: Daniel L. Sambursky

ADDRESS: c/o 48 Harrison Street

CITY: Johnson City

STATE: NY

ZIP: 13790

PHONE: (917) 403-0999

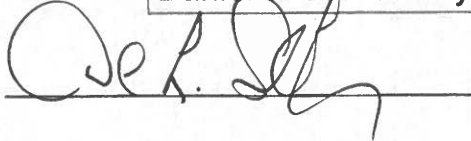
EMAIL: dansambursky@gmail.com

PROJECT ADDRESS: 530 Columbia Drive, Johnson City, NY 13790

AUTHORIZED REPRESENTATIVE: Daniel L. Sambursky

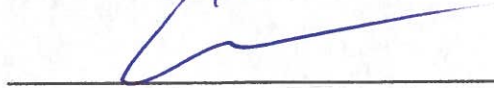
TITLE: President/Member

SIGNATURE:



Sworn to before me this

29 day of August, 2020.



(Notary Public)

CARRIE A. WENBAN  
Notary Public, State of New York  
No. 02CO6122023  
Qualified in Broome County  
Commission Expires February 07, 2021

The following organizations must be solicited in writing for the purpose of meeting the requirements of this Agreement:

**\*\*Documentation of solicitation MUST be provided to the Agency.**

The Builders Exchange of the Southern Tier, Inc.  
15 Belden Street  
Binghamton, NY 13903  
brad@bxstier.com  
(607) 771-7000

Southern Tier Building Trades Council  
1200 Clemens Center Parkway  
Elmira, NY 14901  
ibew139ba@aol.com  
(607) 732-1237

Binghamton/Oneonta Building Trades Council  
11 Griswold Street  
Binghamton, NY 13904  
raikens@iuoe158.org  
(607) 723-9593

Dodge Reports  
<http://construction.com/dodge/submit-project.asp>  
830 Third Ave., 6th Floor  
New York, NY 10022  
support@construction.com

(877) 784-9556  
Tompkins-Cortland Building Trades Council  
622 West State Street  
Ithaca, NY 14850  
tbrueribew241@gmail.com  
(607) 272-3122

Building Trades  
Katie Fairbrother, Secretary  
kfairbrother@ualocal112.org  
607-723-9593

# LOCAL LABOR UTILIZATION REPORT

To be completed for all contractors residing within the Broome County IDA Local Labor Area

APPLICANT:

PROJECT ADDRESS:

CITY:

STATE:

ZIP:

EMAIL:

PHONE:

GENERAL CONTRACTOR/CONSTRUCTION MANAGER:

CONTACT:

ADDRESS:

CITY:

STATE:

ZIP:

EMAIL:

PHONE:

ITEM	CONTRACT/SUB	ADDRESS	EMAIL	PHONE	AMOUNT
Site/Demo					
Foundation/Footings					
Building					
Masonry					
Metals					
Wood/Casework					
Thermal/Moisture					
Doors, Windows & Glazing					
Finishes					
Electrical					
HVAC					
Plumbing					
Specialties					
M&E					
FF & E					
Utilities					
Paving/Landscaping					

CHECK IF CONSTRUCTION IS COMPLETE

☐

CHECK IF THIS IS YOUR FINAL REPORT

☐

I CERTIFY THAT THIS IS AN ACCURATE ACCOUNTING OF THE CONTRACTORS THAT ARE WORKING AT THE PROJECT SITE.

\_\_\_\_\_  
Company Representative

\_\_\_\_\_  
Date

**NON LOCAL LABOR UTILIZATION REPORT**

To be completed for all contractors not residing within the Broome County IDA Local Labor Area

APPLICANT: PROJECT ADDRESS: CITY: STATE: ZIP: EMAIL: PHONE: GENERAL CONTRACTOR/CONSTRUCTION MANAGER: CONTACT: ADDRESS: CITY: STATE: ZIP: EMAIL: PHONE: 

ITEM	CONTRACT/SUB	ADDRESS	EMAIL	PHONE	AMOUNT
Site/Demo					
Foundation/Footings					
Building					
Masonry					
Metals					
Wood/Casework					
Thermal/Moisture					
Doors, Windows & Glazing					
Finishes					
Electrical					
HVAC					
Plumbing					
Specialties					
M&E					
FF & E					
Utilities					
Paving/Landscaping					

CHECK IF CONSTRUCTION IS COMPLETE ☐CHECK IF THIS IS YOUR FINAL REPORT ☐

I CERTIFY THAT THIS IS AN ACCURATE ACCOUNTING OF THE CONTRACTORS THAT ARE WORKING AT THE PROJECT SITE.

---

Company Representative

---

Date

# THE AGENCY

BROOME COUNTY IDA / LDC

## LOCAL LABOR EXEMPTION REQUEST FORM

PROJECT NAME: 530 Columbia PROJECT ADDRESS: 530 Columbia Drive, Johnson City, NY  
APPLICANT NAME: Ophthalmic Associates of the Southern Tier, P.C. and Binghamton ASC, LLC  
GENERAL CONTRACTOR: Applicants do not have a GC. Application is for FFE only.  
CONTACT: Building owner, 530 Columbia Drive, LLC, has retained Frank Jones of F.E. Jones to renovate the building.  
CONTACT: Daniel L. Sambursky  
PHONE: (917) 403-0999 EMAIL: clansambursky@gmail.com

### REASON FOR WAIVER REQUEST (COPY OF SCOPE OF WORK):

See attached letter

### LIST CONTRACTOR BIDS RECEIVED:

Contractor Bids: N/A  
FFE proposals from Surgery Center Services of America - Mesa, Arizona

Print Name: Daniel L. Sambursky Title: President / member  
Signature: [Signature] Date: 8/31/2020

Send Completed Form and Attachments to:  
Thomas Gray, Senior Deputy Director of Operations  
FIVE South College Drive, Suite 201, Binghamton, NY, 13905  
[tmg@theagency-ny.com](mailto:tmg@theagency-ny.com) (607) 584-9000

Office use only

\_\_\_\_ WAIVER APPROVED

\_\_\_\_ WAIVER DISAPPROVED

August 31, 2020

The Agency  
Five South College Drive, Suite 201  
Binghamton, New York 13905

RE: Application for Sales Tax Exemption

Dear Ms. Duncan,

Enclosed herewith is a Small Business Incentive Application for a sales tax exemption for Ophthalmic Associates of the Southern Tier, P.C. and Binghamton ASC, LLC. The sales tax exemption is for the purchase of furniture, trade fixtures and equipment (FF&E) and does not relate to labor, materials, building renovations or site work. Also, the FF&E being purchased are not permanent fixtures that will be owned by 530 Columbia Drive, LLC (the owner of the property). The Agency's local labor policies applies to general contractors, subcontractors, trade professionals and their employees. A solicitation to Trade Councils listed in the Application does not apply, as they do not provide the FF&E needed for the medical practice operated by Ophthalmic Associates or the ambulatory surgery center to be operated by Binghamton ASC. Ophthalmic Associates and Binghamton ASC will be ordering the FF&E from medical companies and vendors who provide medical FF&E, they are located outside of the Local Labor Area. For any furniture needs that can be fulfilled by Upstate Office Furniture, I will request a proposal from them for those items. I hereby request a waiver from these policies as part of the Application.

Please let me know if you need any further information. Thank you for your cooperation.

Very truly yours,

Ophthalmic Associates of the Southern Tier, P.C.

By: 

PRESIDENT

Daniel L. Sambursky, President

Binghamton ASC, LLC

By: 

MEMBER

Daniel L. Sambursky, Sole Member

## **Furnitue and Equipment for Binghamton ASC and Ophthalmic Associates**

### **FURNITURE**

<b>Item</b>	<b>Unit Price</b>	<b>Quantity</b>	<b>Total</b>
Waiting Room Chairs	\$810	96	\$77,760
Waiting Room Side Tables	\$835	16	\$13,360
Stools	225	56	\$12,600
Guest Chairs	350	63	\$22,050
Task Chairs	\$582	19	\$11,058
Desks	\$1,025	20	\$20,500
Desk Chairs	\$582	20	\$11,640
File Cabinets	\$300	2	\$600

**Total** **\$169,568**

### **Optical Furniture**

**\$54,654.38**

### **Equipment for ASC**

Stretchers and Stools	
Vital Monitors	\$40,731.46
Installed Equipment	\$88,728.49
Microscopes	\$180,580.36
Mobile Equipment	146,950
	85,268.34

**Total** **\$542,258.65**

### **Equipment for Ophthalmic Associates**

Exam Chairs	\$2,995	8	\$23,960
Slit Lamps	12,995	8	\$103,960
Digital Eye Charts	\$3,250	16	\$52,000
Instrument Stand	\$2,000	8	\$16,000
Phoropter	\$3,995	8	\$31,960
			\$227,880

**Total** **\$994,361.03**

**BROOME COUNTY INDUSTRIAL DEVELOPMENT AGENCY**  
**PROJECT REVIEW FORM**

<b>Company:</b> Bluestone Wind, LLC or its designee		<b>IDA Meeting Date:</b> 09/16/2020	
<b>Representative:</b> Chris Stanton		<b>IDA Public Hearing Date:</b> TBD	
<b>Type of Business:</b> Wind Power Project <b>Project Start Date:</b> 2020 <b>Project End Date:</b> TBD		<b>Company Address:</b> 30 St. Clair Ave. W 12th floor Toronto, Ontario M4V3A1	
<b>Employment:</b> <u>Full-Time Equivalent</u> Existing      0 1st year     2 2nd year     0 3rd year     0 <b>Total = 2</b>	<b>Total Yearly Payroll</b> 1st Year    \$ 172,000.00 2nd Year    _____ 3rd Year    _____ <b>Total:    \$ 172,000.00</b>	<b>Own / Lease:</b>  Lease	<b>SF / Acreage:</b>  N/A
<b>Construction Jobs:</b> 73-150		<b>Proposed Project Location:</b> Towns of Windsor and Sanford	
<b>Company Contact For Bid Documents &amp; Employment Opportunities:</b> Chris Stanton (512) 557-8843 chris.stanton@northlandpower.com		<b>Description:</b> *See Attached	
<b>PROJECT BUDGET</b>		<b>ASSESSMENT</b>	
Land Related Costs	\$ 1,500,000.00	Current Assessment	\$ 0.00
Building Related Costs	\$ 104,418,849.00	Asmt. At Completion (Est.)	\$ 0.00
M & E Costs	\$ 106,896,500.00	<b>EXEMPTION (Est.)</b>	
F F & E Costs		Sales Tax @ 8%	\$ 8,807,628.00
Professional Services/Development Cost	\$ 300,000.00	Mortgage Tax	\$ 1,918,038.00
Total Other Costs		Property Tax Exemption	20,911,734.00
Working Capital Costs			
Closing Costs			
Agency Fee	\$ 2,131,153.00	<b>TOTAL EXEMPTIONS:</b>	\$ 31,637,400.00
<b>TOTAL:</b>	\$ 215,246,502.00	<b>TOTAL PILOT PAYMENTS:</b>	\$ 9,388,266.00
<b>Project Type</b> <b>(Check all that apply)</b>  <input type="checkbox"/> Manufacturing, Warehousing, Distribution <input type="checkbox"/> Agricultural, Food Processing <input type="checkbox"/> Adaptive Reuse, Community Development <input type="checkbox"/> Housing Development <input type="checkbox"/> Retail* <input type="checkbox"/> Back Office, Data, Call Centers <input checked="" type="checkbox"/> Energy/Power		<b>Project Criteria Met</b> <b>(Check all that apply)</b>  <input checked="" type="checkbox"/> Project will create and /or retain permanent jobs <input checked="" type="checkbox"/> Project will be completed in a timely fashion <input checked="" type="checkbox"/> Project will create new revenue to local taxing jurisdictions <input checked="" type="checkbox"/> Project benefits outweigh costs <input checked="" type="checkbox"/> Other public benefits	
* Uniform Tax Policy does not typically provide tax exemptions for Retail Projects		*New York State Required Criteria	
<b>Pilot Type</b> <input type="checkbox"/> Standard      _____ year <input type="checkbox"/> <input checked="" type="checkbox"/> Deviated      30 year			
<b>Staff Comments:</b>   			

**Bluestone Wind, LLC**  
**Application for Financial Assistance to Broome County IDA**

**Exhibit A**  
**Project Data**

**1. Project Description**

The project covered by this Application (the “Project”) will consist of: (a)(1) the acquisition of an interest in the Company’s fee, leasehold, and easement interests in certain parcels of land located in the Towns of Sanford and Windsor, Broome County, New York (collectively, the “Land”), (2) the acquisition, construction, installation and equipping on or under the Land of: (i) a buried and overhead collection and transmission line system to carry electricity to the point of interconnection, (ii) one or more electrical substations and related switching, (iii) operations, maintenance and storage buildings, (iv) one or more meteorological and communication towers and devices, and (v) a system of gravel access roads, security fencing and gates, parking, landscaping and related improvements to the Land (collectively, the “Improvements”), and (3) the acquisition, installation and equipping therein and thereon of certain equipment, including wind turbine generators with a total combined rated capacity of up to 124<sup>1</sup> megawatts (“MW”), transformers, potential battery storage and related facilities, and furniture, fixtures, machinery and equipment (collectively, the “Equipment”), all of the foregoing for use by the Company as a wind-powered electric generating facility (collectively, the “Project Facility”), and (b) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing, including exemptions from mortgage recording taxes, sales and use taxes, and real property taxes for the Project Facility (but not including special assessments and ad valorem levies) (collectively, the “Financial Assistance”).

**2. Photo of the Site**

Attached is an April 2019 copy of the facility layout of the Project Facility submitted in connection with the application (“Article 10 Application”) of Bluestone Wind, LLC (the “Company”) for a Certificate of Environmental Compatibility and Public Need (“Certificate”) to the New York State Board on Electric Generation Siting and the Environment (the “Siting Board”) pursuant to Article 10 of the New York Public Service Law (“Article 10”) under Case No. 16-F-0559. The Siting Board granted a Certificate of Environmental Compatibility and Public Need with respect to the Project (the “Article 10 Certificate”) on December 16, 2019.

**3. Preliminary plans or sketches.**

See response to #2 above. The Article 10 Application contains information regarding the Project Facility and is available for inspection on the Project’s website (<https://www.northlandpower.com/What-We-Do/Development-Projects/Wind/Bluestone-Wind.aspx>) as well as on the New York Department of Public Service’s Document and Matter Management System (<http://documents.dps.ny.gov>).

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<sup>1</sup> Project’s Interconnection Request with NYISO limits capacity to 124.2 MW.

# **Bluestone** **Wind Project** Towns of Sanford and Windsor, Broome County, New York

**Figure 2-2: Facility  
 Layout**

- Wind Turbine
- ▲ Mill Tower
- Access Road
- - - Collection Line
- Batch Plant
- Collection Substation
- Laydown Area
- O&M Facility
- POI Substation
- Facility Site
- Parcel Boundary
- Town Boundary

Notes: 1. Summary: NYSDOT 2014  
 2. This is a color graphic. Reproduction in  
 grayscale may misrepresent the data.  
 3. This is a color graphic. Reproduction in  
 grayscale may misrepresent the data.



## Bluestone Wind PILOT Schedule

PILOT Payment Year	Payment Rate (\$ / MW)	Assumed Installed Capacity (MW)	PILOT Payment (\$)
1	1,900	121.8	231,420
2	1,938	121.8	236,048
3	1,977	121.8	240,769
4	2,016	121.8	245,585
5	2,057	121.8	250,496
6	2,098	121.8	255,506
7	2,140	121.8	260,617
8	2,183	121.8	265,829
9	2,226	121.8	271,145
10	2,271	121.8	276,568
11	2,316	121.8	282,100
12	2,362	121.8	287,742
13	2,410	121.8	293,497
14	2,458	121.8	299,366
15	2,507	121.8	305,354
16	2,557	121.8	311,461
17	2,608	121.8	317,690
18	2,660	121.8	324,044
19	2,714	121.8	330,525
20	2,768	121.8	337,135
21	2,823	121.8	343,878
22	2,880	121.8	350,756
23	2,937	121.8	357,771
24	2,996	121.8	364,926
25	3,056	121.8	372,225
26	3,117	121.8	379,669
27	3,179	121.8	387,262
28	3,243	121.8	395,008
29	3,308	121.8	402,908
30	3,374	121.8	410,966

**Total**

**\$ 9,388,266.00**

**Broome County Industrial Development Agency  
Cost Benefit Incentive Analysis**

Date: 9.08.2020  
Project Name/Address: Bluestone Wind, LLC  
Project Start Date: 2020  
Project Description: \*Please see Exhibit A

**BENEFIT**

Investment: Public/Private/Equity

Building Related Costs	\$ 104,418,849.00
Land Related Costs	\$ 1,500,000.00
M&E Costs	\$ 106,896,500.00
Professional Fees/ Development	\$ 300,000.00

TOTAL INVESTMENT	\$213,115,349.00	<u>\$213,115,349.00</u>
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New Mortgages	\$1,917,038.00
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Jobs

New	2
Retained	<u>0.0</u>

TOTAL JOBS	2
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Term # Years	30	years
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TOTAL PAYROLL	\$ 172,000.00	\$ 172,000.00
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PILOT PAYMENTS	\$ 9,388,266.00 (see Pilot Schedule)	\$ 9,388,266.00
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TOTAL BENEFIT	\$ 222,675,615.00	\$ 222,675,615.00
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**Real Property Tax Exemption**

The Company executed a Host Community Agreement ("HCA") with the involved tax jurisdictions, in March 2020, which calls for an annual PILOT payment of \$1,900 per MW of installed capacity for the Project, a PILOT agreement term of 30 payment years (the "Term"), which is the useful life of the Project and generally consistent with the term of the Company's leases with underlying landowners, and annual PILOT payment escalation of two percent (2%). Based on an anticipated installed capacity of 121.8 MW, the annual PILOT payment would be \$231,420. A schedule of anticipated PILOT payments is attached hereto.

A significant majority of the cost of the Project relates to equipment that constitutes movable machinery and equipment and should not be subject to real property taxation under New York law. Excluding those elements of the Project from the total Project cost and taking into account economic obsolescence, without Agency involvement the Company would anticipate a general ad valorem property tax burden of no more than \$1.01 million per year.<sup>2</sup>

Based on the proposed annual PILOT payment and the agreed annual HCA payment<sup>3</sup> combined total of \$1,157,100 per year, the Project will result in total initial new revenue to the involved tax jurisdictions that exceeds the otherwise anticipated property tax burden per year.

**Implications of Cost-Benefit Analysis**

In the context of a Project that would be eligible for a PILOT Agreement under the RPTL Section 487 exemption, but where the Project has offered to create a significant revenue opportunity for the involved tax jurisdictions through PILOT and HCA payments, it is difficult to evaluate the relative "benefits" to the Company and "costs" for the Agency of the requested Financial Assistance. Such payments would significantly exceed potential sales tax and mortgage recording tax exemptions on the Project and, as stated previously, would significantly exceed the potential exemption from the otherwise anticipated property tax burden on the Project (if the RPTL 487 exemption and anticipated physical depreciation are taken into account).

However, the Financial Assistance would support construction of the Project because it would:

(a) involve a longer PILOT term than is available for wind projects under RPTL Section 487, (b) secure necessary operating cost certainty for the Project over its useful life, and (c) create budgeting and revenue certainty for the host tax jurisdictions.

PROPERTY TAX ABATEMENT	\$ 20,911,734.00	
SALES TAX ABATEMENT	\$ 8,807,628.00	
MORTGAGE RECORDING TAX	\$ 1,918,038.00	
AGENCY FEE	\$ 2,131,153.00	
<b>TOTAL COST</b>	<b>\$ 33,768,553.00</b>	<b>\$ 33,768,553.00</b>

<b>NET BENEFIT/COST</b>		<b>\$ 188,907,062.00</b>
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<b>Benefit/Cost Ratio</b>	6.59 to 1
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Comments/Additional Revenue:

Any Additional Public Benefits:	The Towns of Windsor and Sanford will each receive \$925,680 in a yearly HCA payment.
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# THE AGENCY

BROOME COUNTY IDA / LDC

If you are using Google Chrome and would like to digitally fill out the form, please download and open in your desktop

## APPLICATION FOR BENEFITS / IDA

### INSTRUCTIONS

1. The Agency/IDA will not consider any application unless, in the judgment of the Agency/IDA, said application contains sufficient information upon which to base a decision whether to approve or tentatively approve an action.
2. Fill in all blanks, using "none" or "not applicable" or "N/A" where the question is not appropriate to the project which is the subject of this application (the Project).
3. If an estimate is given as the answer to a question, put "est." after the figure or answer, which is estimated.
4. If more space is needed to answer any specific question, attach a separate sheet.
5. When completed, return one (1) hard copy of this application and one (1) electronic copy to the Agency/IDA at the address indicated on the application.
6. The Agency/IDA will not give final approval to the application until it receives a completed environmental assessment form concerning the Project which is the subject of this application.
7. Please note that Article 6 of the Public Officers Law declares that all records in the possession of the Agency/IDA (with certain limited exceptions) are open to public inspection and copying. If the applicant feels that there are certain elements of the Project which are in the nature of trade secrets of information, the nature of which is such that if disclosed to the public or otherwise widely disseminated would cause substantial injury to the applicant's competitive position, the applicant may identify such elements in writing and request such elements be kept confidential in accordance with Article 6 of the Public Officers Law.
8. The Agency/IDA has established a non-refundable application fee of One Thousand (\$1,000) Dollars to cover the anticipated costs of processing this application. A check or money order payable to the Agency/IDA must accompany each application. THIS APPLICATION WILL NOT BE ACCEPTED BY THE AGENCY/IDA UNLESS ACCOMPANIED BY THE APPLICATION FEE.
9. The Agency/IDA has established a project fee for each project in which the Agency/IDA participates. THIS PROJECT FEE is 1% of the total Project Cost. THE APPLICANT IS REQUIRED TO PAY THE AGENCY/IDA FIVE THOUSAND (\$5,000) DOLLARS OF THE PROJECT FEE WITHIN 7 DAYS OF THE APPROVAL OF THE PROJECT. PLEASE NOTE THIS FEE IS NON-REFUNDABLE. THE REMAINING BALANCE OF THE PROJECT FEE IS DUE AT TIME OF CLOSING. Failure to close the Payment-in-Lieu of Taxes within six (6) months after approval will terminate the PILOT agreement. However, a six (6) month extension may be requested by the applicant, but must include an additional FIVE THOUSAND (\$5,000) non-refundable fee. Approval of the extension is at the discretion of The Agency's Executive Director. The additional FIVE THOUSAND (\$5,000) fee will be deducted from the Agency's Project Fee at the time of closing. The applicant will also be expected to pay to the Agency/IDA all actual costs incurred in connection with the application including all costs incurred by general counsel and bond counsel. In addition, any cost associated with a requested change, modification or alteration to the PILOT agreement during the term of the PILOT including, but not limited to refinancing, renaming, reassignment and PILOT termination shall be the responsibility of the applicant.
10. The Agency/IDA will charge annually an administrative fee of \$1,500 to cover ongoing compliance and oversight; the fee shall be payable January 1 of each year until all financing documents shall terminate and be discharged and satisfied.
11. Chapter 59 of the Laws of 2013 (Part J), effective March 28, 2013 (the "2013 Budget Law"), established new record keeping, reporting, and recapture requirements for industrial development agencies that receive sales tax exemptions. The new law requires the following: 1) to keep records of the amount of sales tax benefits provided to each Project and make those records available to the State upon request; 2) that within 30 days after providing financial assistance to a Project, the Agency/IDA must report the amount of sales tax benefits intended to be provided to a Project; and 3) a requirement that the Agency/IDA post on the internet and make available without charge copies of its resolutions and Project agreements.
12. The 2013 Budget Law also requires that the Agency/IDA recapture State sales tax benefits where: 1) the Project is not entitled to receive those benefits; 2) the exemptions exceed the amount authorized or claimed for unauthorized property or services; or 3) the Project operator failed to use property or services in a manner required by its agreement with the Agency/IDA.
13. The Applicant requesting a sales tax exemption from the Agency/IDA must include in the application a realistic estimate of the value of the savings anticipated to be received by the applicant. EACH APPLICANT IS HEREBY ADVISED TO PROVIDE REALISTIC SALES TAX ESTIMATES IN THE APPLICATION, as the 2013 Budget Law and the regulations expected to be enacted thereunder are expected to require that the Agency/IDA recapture any benefit that exceeds the amount listed in the application.
14. Project Applicants as a condition to receiving Financial Assistance (including a sales tax exemption, mortgage tax exemption, real property tax abatement, and/or bond proceeds) from the Agency/IDA will be required to utilize qualified local labor and/or contractors as defined in the Appendix A of the application, for all projects involving the construction, expansion, equipping, demolition and or/remediation of new, existing, expanded or renovated facilities (collectively, the "Project Site").

## APPLICATION FOR FINANCIAL ASSISTANCE

### APPLICANT

NAME: Bluestone Wind, LLC or its designee (the "Company")

APPLICANT'S STREET ADDRESS: 30 St. Clair Avenue W., 12th Floor

CITY: Toronto

STATE: ONT

ZIP: M4V 3A1

PHONE: (416) 962-6262

NAME OF PERSON(S) AUTHORIZED TO SPEAK FOR APPLICANT WITH RESPECT TO THIS APPLICATION:

Chris Stanton, Jeffrey Nemeth, Michelle Chislett

PHONE: (512) 557-8843

TITLE: Project Development Manager, Project Development Director, Managing Director

EMAIL:

chris.stanton@northlandpower.com, jeffrey.nemeth@northlandpower.com, Michelle.Chislett@Northlandpower.com

### APPLICANT'S COUNSEL

NAME: Daniel A. Spitzer

FIRM: Hodgson Russ

EMAIL: dspitzer@hodgsonruss.com

ADDRESS: 140 Pearl Street, Ste 100

CITY: Buffalo

STATE: NY

ZIP: 14202

PHONE: 716-472-4076

### APPLICANT'S ACCOUNTANT

NAME: Lily Chen

FIRM: Northland Power Inc.

EMAIL: lily.chen@northlandpower.com

ADDRESS: 30 St. Clair Ave. W

CITY: Toronto

STATE: ONT

ZIP: M4V 3A1

PHONE: 647-288-1825

**PLEASE OUTLINE ON A SEPARATE SHEET OF PAPER ANY OTHER PROFESSIONALS INVOLVED IN THE PROJECT (I.E. DESIGN PROFESSIONAL, GENERAL CONTRACTOR).**

## PROJECT SUMMARY

A: TYPE OF PROJECT: Select Project Type for all end users at project site (you may check more than one):

<input type="checkbox"/> Industrial	<input type="checkbox"/> Housing	<input type="checkbox"/> Multi-Tenant	<input type="checkbox"/> Back Office	<input type="checkbox"/> Mixed Use	<input type="checkbox"/> Civic Facility (not for profit)
<input type="checkbox"/> Acquisition of Existing Facility	<input type="checkbox"/> Equipment Purchase	<input type="checkbox"/> Commercial	<input type="checkbox"/> Retail	<input type="checkbox"/> Facility for Aging	<input checked="" type="checkbox"/> Other <u>Wind Project</u>

B: EMPLOYMENT IMPACT (BROOME COUNTY): EXISTING/RETAINED JOBS: 0 NEW JOBS WITHIN THREE YEARS: 4

C: PROJECT COST: \$ 213,115,349 D: TYPE OF FINANCING: ☐ TAX-EXEMPT ☐ TAXABLE ☒ STRAIGHT LEASE

E: AMOUNT OF BONDS REQUESTED: \$ N/A

F: AMOUNT OF NEW MORTGAGE(S) REQUIRED FOR PROJECT: \$ 191,803,814

G: PROJECT-RELATED COSTS SUBJECT TO SALES TAX: \$ 110,095,349

H: ESTIMATED VALUE OF TAX EXEMPTIONS:

NYS SALES AND COMPENSATING USE TAX \$ 8,807,628 MORTGAGE RECORDING TAXES \$ 1,918,038

REAL PROPERTY TAX EXEMPTIONS \$ 20,911,734 REQUESTED TERM OF PILOT: 30 years

OTHER (PLEASE SPECIFY)  \$

I: CURRENT PROPERTY TAX ASSESSMENT \$ N/A CURRENT PROPERTY TAXES \$ N/A

## APPLICANT INFORMATION

EMPLOYER'S FEDERAL ID NO. 30-0930234 NAICS CODE

1. INDICATE TYPE OF BUSINESS ORGANIZATION OF APPLICANT:

A. ☐ CORPORATION INCORPORATED IN WHAT COUNTRY  WHAT STATE

DATE INCORPORATED  TYPE OF CORPORATION

AUTHORIZED TO DO BUSINESS IN NEW YORK: ☐ YES ☐ NO

B. ☐ PARTNERSHIP TYPE OF PARTNERSHIP  # OF GENERAL PARTNERS  # OF LIMITED PARTNERS

C. ☐ SOLE PROPRIETORSHIP

D. ☒ LIMITED LIABILITY APPLICANT DATE CREATED 3/22/2016

2. IS THE APPLICANT A SUBSIDIARY OR DIRECT OR INDIRECT AFFILIATE OF ANY OTHER ORGANIZATION(S)? IF SO, NAME OF RELATED ORGANIZATION(S) AND RELATIONSHIP:

The Company is a wholly-owned subsidiary of Northland Power U.S. Projects Inc.

## MANAGEMENT OF APPLICANT

List all owners, directors and partners

NAME AND HOME ADDRESS	OFFICE HELD	OTHER PRINCIPAL BUSINESS
Mike Crawley 30 St. Clair Avenue W., 12th Floor Toronto, Ontario M4V 3A1	President and CEO	
David Povall 30 St. Clair Avenue W., 12th Floor Toronto, Ontario M4V 3A1	EVP, Development	
Pauline Alimchandani 30 St. Clair Avenue W., 12th Floor Toronto, Ontario M4V 3A1	Treasurer and CFO	
Michael Shadbolt 30 St. Clair Avenue W., 12th Floor Toronto, Ontario M4V 3A1	Secretary, VP and General Counsel	

WITHIN THE PAST FIVE YEARS HAS THE APPLICANT, ANY AFFILIATE, ANY PREDECESSOR COMPANY OR ENTITY, OWNER, DIRECTOR, OFFICER, PARTNER OR ANY CONTRACTOR AFFILIATED WITH THE PROPOSED PROJECT BEEN THE SUBJECT OF:

1. an indictment, judgment, conviction, or a grant of immunity, including pending actions, for any business-related conduct constituting a crime?

☐ YES ☒ NO

2. a government suspension or debarment, rejection of any bid or disapproval of any proposed contract, including pending actions, or for lack of responsibility?

☐ YES ☒ NO

3. any final governmental determination of a violation of any public works law or regulation, or labor law regulation?

☐ YES ☒ NO

4. a consent order with the NYS Dept. of Environmental Conservation?

☐ YES ☒ NO

5. an unsatisfied judgment, injunction or lien for any business-related conduct obtained by any federal, state or local government agency including, but not limited to, judgments based on taxes owed and fines and penalties assessed?

☐ YES ☒ NO

6. Has any person listed above or any concern with whom such person has been connected ever been in receivership or been adjudicated in a bankruptcy?

☐ YES ☒ NO

**IF THE ANSWER TO ANY QUESTION 1 THROUGH 6 ABOVE IS YES, PLEASE FURNISH DETAILS ON A SEPARATE ATTACHMENT.**

IS THE APPLICANT PUBLICLY HELD? ☐ YES ☒ NO

LIST EXCHANGES WHERE STOCK IS TRADED AND LIST ALL STOCKHOLDERS HAVING A 5% OR MORE INTEREST IN THE APPLICANT.

NAME	ADDRESS	PERCENTAGE OF HOLDING

**APPLICANT'S PRINCIPAL BANK(S) OF ACCOUNT**

HSBC

**PROJECT DATA**

1. Attach a complete narrative description of Project including location, proposed product lines and market projections, square feet by usage, type of construction, machinery for products, machinery for building, office and parking
2. Attach a photo of the site or existing facility to be improved.
3. Attach copies of preliminary plans or sketches of proposed construction or floor plan of existing facility.
4. Are utilities on site or must they be brought in? If so, which ones?

Project will connect directly to the NYSEG high-voltage transmission system. Station service power, when needed, will be brought in via the NYSEG system.

5. Who presently is legal owner of building or site?

See Exhibit A and Exhibit B.

6. Is there a purchase option in force or other legal or common control in the project?  
If so, furnish details in a separate attachment.

See Exhibit A ☒ YES ☐ NO

Is there an existing or proposed lease for all or a portion of the project?

See Exhibit A ☒ YES ☐ NO

7. If applicant will not occupy 100% of the building in a real estate related transaction, provide information on tenant(s) on a separate sheet including: name, present address, employer fed. ID no., percentage of project to be leased, type of business organization, relationship to applicant, date and term of lease.

8. Is owner or tenant(s) responsible for payment of real property taxes?

OWNER

See Exhibit A

TENANT

9. Zoning district in which Project is located

N/A

10. Are there any variances or special permits required? If yes, please explain:

☐ YES ☒ NO

See Exhibit A.

11. Will the completion of the Project result in the removal of a plant or facility of the Applicant or another proposed occupant of the project from one area of the State of New York to another area of the State? If yes, please explain:

☐ YES ☒ NO

12. Will the completion of the Project result in the abandonment/disposal of one or more plants or facilities of the Applicant located in New York state? If yes, please explain:

☐ YES ☒ NO

13. If the answer to question 11 or 12 is yes, indicate whether any of the following apply to the Project:

A. Is the Project reasonably necessary to preserve the competitive position of the Applicant or such Project Occupant? If yes, please explain: ☐ YES ☐ NO

B. Is the Project reasonably necessary to discourage the Applicant or such Project Occupant from relocating outside of New York state? If yes, please explain: ☐ YES ☐ NO

14. Does the Project include facilities or property that are primarily used in making retail sales of goods or services to customers who personally visit such facilities? If yes, please explain: ☐ YES ☒ NO

15. If the answer to question 14 is yes, what percentage of the cost of the Project will be expended on such facilities or property primarily used in making retail sales of goods or services to customers who personally visit the Project?  %

16. If the answer to question 14 is yes, and the answer to question 15 is more than 33.33%, indicate whether any of the following apply to the Project:

A. Will the Project be operated by a not-for-profit corporation? If yes, please explain ☐ YES ☐ NO

B. Will the Project likely attract a significant number of visitors from outside the economic development region in which the Project will be located? If yes, please explain: ☐ YES ☐ NO

C. Would the Project Occupant, but for the contemplated financial assistance from The Agency, locate the related jobs outside New York state? If yes, please explain: ☐ YES ☐ NO

D. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the city, town or village within which the Project will be located, because of a lack of reasonably accessible retail trade facilities offering such goods or services? If yes, please explain: ☐ YES ☐ NO

E. Will the Project be located in one of the following: 1) an area designed as an economic development zone pursuant to Article 18-B of the General Municipal Law; or 2) a census tract or block numbering area (or census tract or block numbering area contiguous thereto) which, according to the most Recent census data, has a poverty rate of at least 20% for the year in which the data relates, or at least 20% of households receiving public assistance; and 3) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates? If yes, please explain:

☐ YES ☐ NO

F. If the answers to any of subdivisions c. through e. of question 16 is yes, will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

☐ YES ☐ NO

17. Please indicate all other local agencies, boards, authorities, districts, commissions or governing bodies (including any federal, city, county and other political subdivision of the State of New York and all state departments, agencies, boards, public benefit corporations, public authorities or commissions) involved in approving or funding or directly undertaking action with respect to the Project. For example, do you need a municipal building permit to undertake the Project? State Historic Preservation? Do you need a zoning approval to undertake the Project? If so, you would list the appropriate municipal building department or planning or zoning commission which would give said approvals.

See Exhibit A.

18. Describe the nature of the involvement of the federal, state or local agencies described above:

See Exhibit A.

19. Has construction work on this project begun? If yes, please discuss in detail the approximate extent of construction and the extent of completion. Indicate in your answer whether such specific steps have been completed as site clearance and preparation, completion of foundations, installation of footings, etc.

☐ YES ☒ NO

20. Please indicate amount of funds expended on this Project by the Applicant in the past three (3) years and the purposes of such expenditures:

Please See Exhibit A.

21. Does the project utilize resource conservation, energy efficiency, green technologies, and alternative and renewable energy measures? Please explain:

Yes, the project is a utility-scale, wind generation project that will utilize up to 27 wind turbines to generate electricity for export to the power grid. The project will help New York State meets its renewable energy and carbon reduction targets.

## PROJECT BENEFITS/COSTS

1. NAME OF PROJECT BENEFICIARY ("APPLICANT"):

Bluestone Wind, LLC

2. ESTIMATED AMOUNT OF PROJECT BENEFITS SOUGHT:

A. Amount of Bonds Sought	\$ 0.00
B. Value of Sales Tax Exemption Sought	\$ 8,807,628.00
C. Value of Real Property Tax Exemption Sought	\$ 20,911,734.00
D. Value of Mortgage Recording Tax Exemption Sought	\$ 1,918,038.00
E. Interest Savings IRB Issue	\$ 0.00

3. SOURCES AND USES OF FUNDS:

Financing Sources	
Equity	\$
Local Banks	\$
TBD	\$ 213,115,349.00
	\$
	\$
	\$
TOTAL	\$ 213,115,349.00

Application of Funds	
Land	\$ 1,500,000.00
Building Acquisition/Construction	\$ 104,418,849.00
Expansion/Renovation	\$
Machinery & Equipment	\$ 106,896,500.00
Working Capital	\$
Other	\$ 300,000.00
TOTAL	\$ 213,115,349.00

Project Description:

See Exhibit A.

#### 4. PROJECTED PROJECT INVESTMENT:

##### A. Building and Land Related Costs

1. Land acquisition

\$ 1,500,000

2. Acquisition of existing structures

\$ 0.00

3. Renovation of existing structures

\$ 0.00

4. New construction

\$ 104,418,849.00

##### C. Machinery and Equipment Costs

\$ 106,896,500.00

##### D. Furniture and Fixture Costs

\$ 0.00

##### E. Working Capital Costs

\$ 0.00

##### F. Professional Services/Development Costs

1. Architecture and Engineering

\$ 200,000.00

2. Accounting/legal

\$ 100,000.00

3. Development Fee

\$ 0.00

4. Other service-related costs (describe)

\$ 0.00

##### G. Other Costs

\$ 0.00

##### H. Summary of Expenditures

1. Total Land-Related Costs

\$ 1,500,000.00

2. Total Building-Related Costs

\$ 104,418,849.00

3. Total Machinery and Equipment Costs

\$ 106,896,500.00

4. Total Furniture and Fixture Costs

\$ 0.00

5. Total Working Capital Costs

\$ 0.00

6. Total Professional Services/Development Costs

\$ 300,000.00

7. Total Other Costs

\$ 0.00

TOTAL PROJECT COST

\$ 213,115,349.00

AGENCY FEE 1%

\$ 2,131,153.00

(1% OF PROJECT COST)

See Exhibit G for Fee Details

TOTAL PROJECT EXPENDITURES

\$ 215,246,502.00

Have any of the above expenditures already been made by the applicant?  
If yes, please provide details:

☒ YES ☐ NO

The entirety of the expenditures to date have been made solely by the Applicant, under both the ownership of Calpine Wind Holdings LLC and Northland Power U.S. Projects Inc.

Please list any non-financial public benefits that the project will provide:

See Exhibit C.

## PROJECTED CONSTRUCTION EMPLOYMENT IMPACT

Please provide estimates of total construction jobs at the Project:

YEAR	CONSTRUCTION JOBS (Annual wages and benefits \$40,000 and under)	CONSTRUCTION JOBS (Annual wages and benefits over \$40,000)
CURRENT	0.00	0.00
YEAR 1		73.00 Peak of 150 jobs
YEAR 2		73.00 Peak of 150 jobs
YEAR 3		

Please provide estimates of total annual wages and benefits of total construction jobs at the project:

YEAR	TOTAL ANNUAL WAGES AND BENEFITS
CURRENT	\$
YEAR 1	\$ 2,750,000.00
YEAR 2	\$ 2,750,000.00
YEAR 3	\$

It is the policy of The Agency/IDA to require the Applicant to use local labor, contractors and suppliers in projects that The Agency/IDA is providing financial assistance for. Please refer to the Appendix A (page 16). Local labor, contractors and suppliers shall be defined as employees and companies residing in the following Counties: Broome, Chemung, Chenango, Cortland, Delaware, Otsego, Schuyler, Steuben, Tioga, and Tompkins.

## PROJECTED PERMANENT EMPLOYMENT IMPACT

PROJECTED EMPLOYMENT FIGURES - YEAR ONE	UNDER \$30,000	\$30,000 - \$50,000	\$50,000 - \$75,000	OVER \$75,000
Number of Full-Time Employees (FTE) earning				2
Number of Part-Time Employees earning				

Total Payroll For Full-Time Employees	\$			172,000.00
Total Payroll For Part-Time Employees	\$			
Total Payroll For All Employees	\$			172,000.00

PROJECTED EMPLOYMENT FIGURES - YEAR TWO	UNDER \$30,000	\$30,000 - \$50,000	\$50,000 - \$75,000	OVER \$75,000
Number of Full-Time Employees (FTE) earning				
Number of Part-Time Employees earning				

Total Payroll For Full-Time Employees	\$			
Total Payroll For Part-Time Employees	\$			
Total Payroll For All Employees	\$			

PROJECTED EMPLOYMENT FIGURES - YEAR THREE	UNDER \$30,000	\$30,000 - \$50,000	\$50,000 - \$75,000	OVER \$75,000
Number of Full-Time Employees (FTE) earning				
Number of Part-Time Employees earning				

Total Payroll For Full-Time Employees	\$			
Total Payroll For Part-Time Employees	\$			
Total Payroll For All Employees	\$			

## REPRESENTATIONS BY THE APPLICANT

The Applicant understands and agrees with the Agency/IDA as follows:

1. **STATEMENT OF NEED:** Applicant affirms that there is a likelihood that the project would not be undertaken but for the financial assistance provided by the Agency, or if not, the applicant will provide a statement indicating the reasons the project should be undertaken by the Agency.
2. **JOB LISTINGS:** Except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOC") and with the administrative entity (collectively with the DOC, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA") in which the Project is located.
3. **FIRST CONSIDERATION FOR EMPLOYMENT:** In accordance with Section 858-b(2) of the New York General Municipal Law, Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency/IDA, except as otherwise provided by collective bargaining agreements, where practicable, the Applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.
4. **ANNUAL SALES TAX FILINGS:** In accordance with Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency/IDA, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant.
5. **REGULATORY COMPLIANCE:** Applicant is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws and all provisions of article 18-a of the General Municipal Law.
6. **EMPLOYMENT:** The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency/IDA, the Applicant agrees to file, or cause to be filed, with the Agency/IDA, on an annual basis, reports regarding the number of people employed at the Project site. The Chief Executive Office shall submit to the Agency/IDA prior to February 1 of each year, a written certification setting forth
  - Number of full-time employees at the Project location in the preceding calendar year;
  - Number of part-time employees at the Project location in the preceding calendar year;
  - Gross payroll of all employees at the Project location in the preceding calendar year.
7. **RECAPTURE POLICY:** The Agency/IDA reserves the right to recapture all or part of any benefits provided to the applicant if any of the following occur:
  - a. The Project Facility as defined in the PILOT/Lease Agreement is sold or closed and the Applicant leaves or departs Broome County.
  - b. There is a significant change in the use of the Project Facility and/or business activities of the Applicant.
  - c. There is a significant reduction in the number of full/part-time jobs at the Project Facility in comparison to what was estimated in the Applicant's Project Application that are not reflective of the Applicant's normal business cycle or national economic conditions.
  - d. The Applicant fails to fully comply with all periodic and/or annual reporting requirements of the Agency/IDA, State or Federal government.
  - e. The Applicant failed to achieve any minimal new job creation figures specified by and within the time-frames specified by the Agency/IDA.
  - f. Failure of the applicant to make timely PILOT payments.
  - g. Failure to cooperate with Agency personnel in providing data of project progress.
  - h. The applicant has committed a material violation of the terms & conditions of a project agreement.
  - i. The applicant has committed a material violation of the terms & conditions of the sales and use tax exemption benefit.

**8. ABSENCE OF CONFLICTS OF INTEREST:** The Applicant has reviewed from the Agency/ **IDA** a list of the members, officers and employees, which is publicly viewable at [www.theagency-ny.com](http://www.theagency-ny.com). No member, officer or employee of the Agency/**IDA** has an interest, whether direct or indirect, in a transaction contemplated by this Application, except as hereinafter described:

Agency Board Member Cheryl Sacco's law firm represents some of the tax jurisdictions involved in the Project.

**9. APPARENT CONFLICTS:** Has the Applicant provided any personal gifts, loans or campaign contributions to any local or State political party or elected individual in the preceding 12 months?

☐

YES

☒

NO IF YES, PLEASE DESCRIBE:

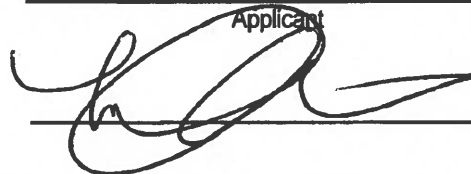
**10. FEES:** This Application must be submitted with a non-refundable \$1,000 application fee to the Agency/**IDA**.

The Agency/**IDA** has established a general Agency fee in the amount of 1% of the total cost of the project.

The Agency/**IDA** will charge annually an administrative fee of \$1,500 to cover ongoing compliance and oversight; the fee shall be payable January 1 of each year until all financing documents shall terminate and be discharged and satisfied.

**Bluestone Wind LLC**

By:

 Applicant

Title: **Michelle Chislett, Authorized Signatory**

## DOCUMENT LISTS

(A copy of this list should be provided to Applicant's legal counsel)

Please ensure that the following items are delivered with the application:

1. A \$1,000 Application Fee. \_\_\_\_\_ ☒ YES ☐ NO
2. An EAF (Environmental Assessment Form). \_\_\_\_\_ ☐ YES ☒ NO
3. Have financing arrangements been made \_\_\_\_\_ ☐ YES ☒ NO

Prior to the closing of this transaction, Applicant shall deliver the following documentation (where applicable to the project) to The Agency/IDA's legal counsel:

1. Insurance Certificate  
Certificate of Worker's Compensation Insurance (The Agency/IDA named as additional insured). \_\_\_\_\_ ☐ YES ☐ NO  
  
Certificate of General Liability Insurance (The Agency/IDA named as additional insured). Limits not less than \$1,000,000 per occurrence/accident and a blanket excess liability not less than \$3,000,000. \_\_\_\_\_ ☐ YES ☐ NO  
  
Certificate of insurance against loss/damage by fire, lightning or other casualties with a uniform standard extended coverage endorsement in an amount not less than the full replacement value of the Facility (The Agency/IDA named as additional insured). \_\_\_\_\_ ☐ YES ☐ NO
2. Certificate of Incorporation/Articles of Organization together with all amendments or restatements thereto. \_\_\_\_\_ ☐ YES ☐ NO
3. By-Laws/Operating Agreement together with any amendments thereto. \_\_\_\_\_ ☐ YES ☐ NO
4. Good Standing Certificate(s) issued by the State of Incorporation/Organization of the Applicant and NYS. \_\_\_\_\_ ☐ YES ☐ NO
5. Resolutions of the Board of Directors/Members of the Applicant approving the Project. \_\_\_\_\_ ☐ YES ☐ NO
6. List of all Material Pending Litigation of the Applicant. \_\_\_\_\_ ☐ YES ☐ NO
7. List of all Underground Storage Tanks containing Hazardous Materials at the Project. \_\_\_\_\_ ☐ YES ☐ NO
8. List of all Required Environmental Permits for the Project. \_\_\_\_\_ ☐ YES ☐ NO
9. Legal Description of the Project Premises. \_\_\_\_\_ ☐ YES ☐ NO
10. Name and title of person signing on behalf of the Applicant. \_\_\_\_\_ ☐ YES ☐ NO
11. Copy of the proposed Mortgage (if any). \_\_\_\_\_ ☐ YES ☐ NO
12. Applicant's Federal Tax ID Number (EIN). \_\_\_\_\_ ☐ YES ☐ NO
13. Tax Map Number of Parcel(s) comprising the Project. \_\_\_\_\_ ☐ YES ☐ NO
14. Copy of the Certificate of Occupancy (as soon as available) \_\_\_\_\_ ☐ YES ☐ NO

## CERTIFICATION

The information contained in this Application, including employment information, is true and correct. The Applicant is aware that any material misrepresentations made in this Application constitute an act of fraud, resulting in revocation of benefits.

The undersigned, on behalf of the Applicant, hereby certifies that the Applicant, and all parties which own a minimum of 20% of the Applicant are current and will remain current on all real property, federal, state, sales, income and withholding taxes throughout the term on any agreements made in connection with the Application.

As of the date of the Application this project is in substantial compliance with all provisions of GML Article 18-A, including but not limited to, the provisions of GML Section 859-a and GML Section 862(1) (the anti-raid provision) and if the project involves the removal or abandonment of a facility or plant within the state, notification by the IDA to the chief executive officer or officers of the municipality or municipalities in which the facility or plant was located.

Applicant has read and fully understands The Agency/IDA's Uniform Tax Exemption Policy.

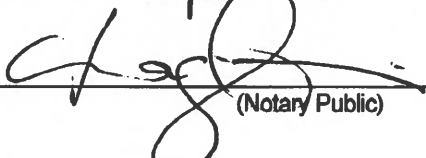
Applicant hereby releases The Agency/IDA and the members, officers, servants, agents and employees thereof (hereinafter collectively referred to as the "Agency/IDA") from, agrees that the Agency/IDA shall not be liable for and agrees to indemnify, defend and hold the Agency/IDA harmless from and against any and all liability arising from or expense incurred by: (i) the Agency/IDA'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 issue of bonds requested therein are favorably acted upon by the Agency/IDA; and (ii) the Agency/IDA's financing of the Project described therein, 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/IDA or the Applicant are unable to find buyers willing to purchase the total bond issue requested, then, and in that event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency/IDA, its agents or assigns, all actual costs incurred by the Agency/IDA in the processing of the Application, including attorneys' fees, if any.

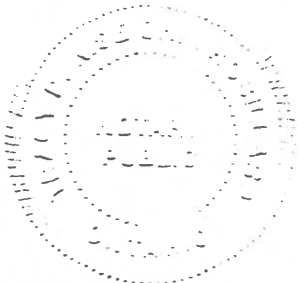
By:

  
(Applicant)

Sworn to before me this

9<sup>th</sup> day of Sept, 2020.

  
(Notary Public)



## APPENDIX A - ATTACHMENT TO APPLICATION FOR FINANCIAL ASSISTANCE

### Local General Contractor, Subcontractor, Trades and Labor Policy

It is the goal of the The Agency/IDA to maximize the use of local labor for each project that receives benefits from the Agency/IDA. This policy applies to general contractors, subcontractors, trade professionals, and their employees. The Agency/IDA's Local Labor Area consists of the following New York State counties: Broome, Chemung, Chenango, Cortland, Delaware, Otsego, Schuyler, Steuben, Tioga and Tompkins.

Every applicant is obligated to provide written proof and data (see attached ... forms) to the Agency/IDA as to the physical location of all the contractors who will work on the project.

The Agency/IDA will review the data provided and determine, on a case-by-case basis and in a fully transparent manner, whether the Applicant has substantially conformed to the policy.

An Applicant **will not be deficient** if the proposed project requires specifically skilled labor that is unavailable in the Local Labor Area.

An Applicant **will not be deficient** if the proposed project utilizes parts and supplies assembled elsewhere because no such assembly is available in the Local Labor Area.

An Applicant **will be held non-compliant** with the Labor Policy if it imports labor from outside the Local Labor Area when equal labor that is ready, willing, cost competitive, etc. resides in the Local Labor Area.

***The Agency/IDA may determine on a case-by-case basis to waive any portion of this policy for a project or a portion of a project where consideration of warranty issues, necessity of specialized skills, significant cost differentials between local and non-local services, documented lack of workers meeting the Local Labor Requirement or if other compelling circumstances exist.***

In consideration of the extension of financial assistance by the Agency/IDA Bluestone Wind, LLC (the Applicant) understands the Local Labor Policy and agrees to submit either or both a Local Labor Utilization Report or a Non Local Labor Utilization Report at the time that construction begins on the project to the Agency and as part of a request to extend the valid date of the Agency/IDA's tax-exempt certificate for the Bluestone Wind Farm Project (the project).

The Applicant understands an Agency/IDA tax-exempt certificate is valid for 90 days effective the date of the project inducement and extended for 90 day periods thereafter upon request by the Applicant.

The Applicant further understands any request for a waiver to this policy must be submitted in writing and approved by the Agency/IDA before a tax-exempt certificate is issued or extended.

The Applicant further understands that if the required forms are not submitted to the Agency/IDA, the Agency/IDA shall have the authority to immediately terminate any and all Financial Assistance being provided to the Project.

I agree to the conditions of this agreement and certify all information provided regarding the construction and employment activities for the Project as of September 9, 2020 (date).

APPLICANT: **Bluestone Wind, LLC**

REPRESENTATIVE FOR CONTRACT BIDS/AWARDS: **Chris Stanton**

ADDRESS: **30 St. Clair Ave W, 12th Floor**

CITY: **Toronto** STATE: **ONT** ZIP: **M4V 3A1** PHONE: **(512) 557-8843**

EMAIL: **chris.stanton@northlandpower.com**

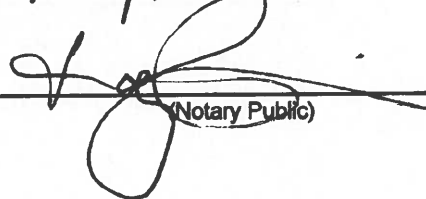
PROJECT ADDRESS: **Towns of Windsor and Sanford, Broome County, NY**

AUTHORIZED REPRESENTATIVE: **Michelle Chislett** TITLE: **Authorized Signatory**

SIGNATURE: 

Sworn to before me this

9<sup>th</sup> day of Sept. 2020.

  
(Notary Public)

The following organizations must be solicited in writing for the purpose of meeting the requirements of this Agreement:  
**\*\*Documentation of solicitation MUST be provided to the Agency**

The Builders Exchange of the Southern Tier, Inc. 15  
Belden Street  
Binghamton, NY 13903  
brad@bxstier.com  
(607) 771-7000

Binghamton/Oneonta Building Trades Council 11  
Griswold Street  
Binghamton, NY 13904  
raikens@iuoe158.org  
(607) 723-9593

Tompkins-Cortland Building Trades Council 622 West  
State Street  
Ithaca, NY 14850  
tbrueribew241@gmail.com  
(607) 272-3122

Southern Tier Building Trades Council  
1200 Clemens Center Parkway  
Elmira, NY 14901  
ibew139ba@aol.com  
(607) 732-1237

Dodge Reports  
<http://construction.com/dodge/submit-project.asp> 830  
Third Ave., 6th Floor  
New York, NY 10022  
support@construction.com  
(877) 784-9556

Building Trades  
Katie Fairbrother, Secretary  
kfairbrother@ualocal112.org  
607-723-9593

**LOCAL LABOR UTILIZATION REPORT**

To be completed for all contractors residing within the Broome County IDA Local Labor Area

APPLICANT:

PROJECT ADDRESS:

CITY:

STATE:

ZIP:

EMAIL:

PHONE:

GENERAL CONTRACTOR/CONSTRUCTION MANAGER:

CONTACT:

ADDRESS:

CITY:

STATE:

ZIP:

EMAIL:

PHONE:

ITEM	CONTRACT/SUB	ADDRESS	EMAIL	PHONE	AMOUNT
Site/Demo					
Foundation/Footings					
Building					
Masonry					
Metals					
Wood/Casework					
Thermal/Moisture					
Doors, Windows & Glazing					
Finishes					
Electrical					
HVAC					
Plumbing					
Specialties					
M&E					
FF & E					
Utilities					
Paving/Landscaping					

CHECK IF CONSTRUCTION IS COMPLETE

☐

CHECK IF THIS IS YOUR FINAL REPORT

☐

I CERTIFY THAT THIS IS AN ACCURATE ACCOUNTING OF THE CONTRACTORS THAT ARE WORKING AT THE PROJECT SITE.

\_\_\_\_\_  
Company Representative\_\_\_\_\_  
Date

**NON LOCAL LABOR UTILIZATION REPORT**

To be completed for all contractors not residing within the Broome County IDA Local Labor Area

APPLICANT:

PROJECT ADDRESS:

CITY:

STATE:

ZIP:

EMAIL:

PHONE:

GENERAL CONTRACTOR/CONSTRUCTION MANAGER:

CONTACT:

ADDRESS:

CITY:

STATE:

ZIP:

EMAIL:

PHONE:

ITEM	CONTRACT/SUB	ADDRESS	EMAIL	PHONE	AMOUNT
Site/Demo					
Foundation/Footings					
Building	104,418,849.00				
Masonry					
Metals					
Wood/Casework					
Thermal/Moisture					
Doors, Windows & Glazing					
Finishes					
Electrical					
HVAC					
Plumbing					
Specialties					
M&E					
FF & E					
Utilities					
Paving/Landscaping					

CHECK IF CONSTRUCTION IS COMPLETE

☐

CHECK IF THIS IS YOUR FINAL REPORT

☐

I CERTIFY THAT THIS IS AN ACCURATE ACCOUNTING OF THE CONTRACTORS THAT ARE WORKING AT THE PROJECT SITE.

\_\_\_\_\_  
Company Representative\_\_\_\_\_  
Date

## Bluestone Wind, LLC

### Application for Financial Assistance to Broome County IDA

#### **Exhibit A** **Project Data**

##### 1. Project Description

The project covered by this Application (the “Project”) will consist of: (a)(1) the acquisition of an interest in the Company’s fee, leasehold, and easement interests in certain parcels of land located in the Towns of Sanford and Windsor, Broome County, New York (collectively, the “Land”), (2) the acquisition, construction, installation and equipping on or under the Land of: (i) a buried and overhead collection and transmission line system to carry electricity to the point of interconnection, (ii) one or more electrical substations and related switching, (iii) operations, maintenance and storage buildings, (iv) one or more meteorological and communication towers and devices, and (v) a system of gravel access roads, security fencing and gates, parking, landscaping and related improvements to the Land (collectively, the “Improvements”), and (3) the acquisition, installation and equipping therein and thereon of certain equipment, including wind turbine generators with a total combined rated capacity of up to 124<sup>1</sup> megawatts (“MW”), transformers, potential battery storage and related facilities, and furniture, fixtures, machinery and equipment (collectively, the “Equipment”), all of the foregoing for use by the Company as a wind-powered electric generating facility (collectively, the “Project Facility”), and (b) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing, including exemptions from mortgage recording taxes, sales and use taxes, and real property taxes for the Project Facility (but not including special assessments and ad valorem levies) (collectively, the “Financial Assistance”).

##### 2. Photo of the Site

Attached is an April 2019 copy of the facility layout of the Project Facility submitted in connection with the application (“Article 10 Application”) of Bluestone Wind, LLC (the “Company”) for a Certificate of Environmental Compatibility and Public Need (“Certificate”) to the New York State Board on Electric Generation Siting and the Environment (the “Siting Board”) pursuant to Article 10 of the New York Public Service Law (“Article 10”) under Case No. 16-F-0559. The Siting Board granted a Certificate of Environmental Compatibility and Public Need with respect to the Project (the “Article 10 Certificate”) on December 16, 2019.

##### 3. Preliminary plans or sketches.

See response to #2 above. The Article 10 Application contains information regarding the Project Facility and is available for inspection on the Project’s website (<https://www.northlandpower.com/What-We-Do/Development-Projects/Wind/Bluestone-Wind.aspx>) as well as on the New York Department of Public Service’s Document and Matter Management System (<http://documents.dps.ny.gov>).

---

<sup>1</sup> Project’s Interconnection Request with NYISO limits capacity to 124.2 MW.

**Bluestone Wind, LLC**

**Application for Financial Assistance to Broome County IDA**

5. Present legal owner of site.

See Exhibit B. The Project area is owned by many landowners ("Underlying Landowners") with whom the Company has or is pursuing fee simple, lease, and/or easement agreements. The Company's interests in the Land may change due to the Article 10 Certificate or other siting considerations. A list of leasehold and easement interests and any fee simple interests owned by the Company will be provided to the Broome County IDA (the "Agency") prior to closing of the straight-lease transaction with respect to the Project.

6. Purchase option(s).

See response to #5 above regarding potential future acquisition of real property interests for the Project.

8. Responsibility for payment of property taxes.

The Underlying Landowners will remain obligated to pay property taxes owed with respect to their land and improvements. The Company will be responsible for any property taxes and PILOT payments owed with respect to the Project Facility.

10. Variances and Special Permits.

No local variances or special permits are required pursuant to Public Service Law ("PSL") Section 172.

17. Project Approval and Funding.

- Board on Electric Generation Siting and the Environment (the Siting Board)
- New York State Energy Research and Development Authority (NYSERDA)
- Town of Sanford
- Town of Windsor
- Broome County
- U.S. Army Corps of Engineers (USACOE)
- Federal Aviation Administration (FAA)
- State Historic Preservation Office (SHPO)
- U.S. Fish and Wildlife Service (USFWS)
- Public Service Commission

## **Bluestone Wind, LLC**

### **Application for Financial Assistance to Broome County IDA**

#### **18. Involvement of Federal, State and Local Agencies.**

##### *Federal*

The USACOE is charged with reviewing the Joint Application for Permit under Section 404 of the Clean Water Act, and issuing a permit under the Nationwide program if approved. The Project submitted a Joint Application to the USACOE and the Siting Board in March 2020 and has subsequently received detailed comments on the design of the facility. The Applicant expects to receive its permit from the USACOE by the end of 2020. The FAA must issue a Determination of No Hazard (DNH) for each turbine site prior to the start of construction. The FAA issued DNHs for the Project's turbine locations in July 2019. Finally, the Project will apply for an Incidental Take Permit from the US Fish & Wildlife Service.

##### *State*

As noted above, the Siting Board granted the Article 10 Certificate on December 16, 2019. NYSEERDA awarded a "Renewable Energy Credit" (REC) sale contract to the Project as part of NYSEERDA's 2017 Renewable Energy Standard Request for Proposals process. Coordination throughout the State permitting process with SHPO is also necessary to assess impacts on archaeological, cultural and historic resources and to propose mitigation for impact to these resources. Public Service Commission review is required under PSL Section 68 for the approval of the entity that will construct and operate the Project.

##### *Local*

The Company will work with the Town of Sanford and the Town of Windsor for review and compliance with the New York State electrical, building and fire codes. The Towns have signed a road use agreement and a host community agreement with the Applicant. Broome County also signed the host community agreement and road use agreement for the Project.

#### **19. Project Site Work and Construction.**

Physical work completed at the Project Site to date relates to installation of temporary meteorological towers to measure wind resource. In addition, geotechnical work has been completed to further understand site geography and inform design work. Design and environmental analysis to determine impact and disturbance was completed as part of the Article 10 Application and as part of the post-Certificate Compliance Filings. Engineering design updates are underway to further define required site clearance, preparation, and all construction work related to the Project Facility.

#### **20. Expenditure in past 3 years.**

In the past three years, the Company has expended millions of dollars on land rights acquisition, permitting, project development, and purchase of project equipment. Expenditure to date is in addition to the anticipated project cost of \$213 million.

**Bluestone Wind, LLC**

**Application for Financial Assistance to Broome County IDA**

April 2019 Layout of Project Facility

**Bluestone Wind, LLC**

**Application for Financial Assistance to Broome County IDA**

**Exhibit B**

**List of Real Property Interests**

[NOTE: The real property interests for the Project are being assembled as the Project progresses through development and permitting. A list of the real property interests will be provided to the Agency prior to closing of the straight-lease transaction with respect to the Project.]

**Bluestone Wind, LLC**  
**Application for Financial Assistance to Broome County IDA**

**Exhibit C**  
**Analysis of Financial Assistance**

**Current Property Taxes**

The land and improvements owned by the Underlying Landowners will remain subject to property taxation during the term of the straight-lease transaction with the Agency. The Agency's real property tax exemption associated with the Project will extend to the Project Facility only.

**Mortgage Recording Tax Exemption**

The Project may be financed with debt that may be secured by a mortgage. Based on an estimated total Project cost of approximately \$213 million and a mortgage recording tax rate of 1.0%, the estimated mortgage recording tax exemption would be up to \$1.92 million, since any debt financing would likely require an equity contribution of at least ten percent (10%) of the total Project cost.

**Sales Tax Exemption**

Based on an estimated total Project cost of approximately \$213.1 million and a sales tax rate of 8.0%, the total potential sales tax exemption would be up to \$17 million. However, a significant portion of Project expenditures would also qualify for the production exemption from sales tax under New York Tax Law Sections 1115(a)(12) and 1105-B, the capital improvement exclusion under Tax Law Section 1101(b)(9), or not be subject to sales and use tax. Accordingly, for cost-benefit calculation purposes, the "benefit" of the Agency's sales tax exemption to the Company (and the corresponding "cost" of the sales tax exemption for the Agency), is up to \$8.8 million (based on 8.0% of \$110 million).

**Real Property Tax Exemption**

The Company executed a Host Community Agreement ("HCA") with the involved tax jurisdictions, in March 2020, which calls for an annual PILOT payment of \$1,900 per MW of installed capacity for the Project, a PILOT agreement term of 30 payment years (the "Term"), which is the useful life of the Project and generally consistent with the term of the Company's leases with underlying landowners, and annual PILOT payment escalation of two percent (2%). Based on an anticipated installed capacity of 121.8 MW, the annual PILOT payment would be \$231,420. A schedule of anticipated PILOT payments is attached hereto.

A significant majority of the cost of the Project relates to equipment that constitutes movable machinery and equipment and should not be subject to real property taxation under New York

## **Bluestone Wind, LLC**

### **Application for Financial Assistance to Broome County IDA**

law. Excluding those elements of the Project from the total Project cost and taking into account economic obsolescence, without Agency involvement the Company would anticipate a general *ad valorem* property tax burden of no more than \$1.01 million per year.<sup>2</sup>

Based on the proposed annual PILOT payment and the agreed annual HCA payment<sup>3</sup> combined total of \$1,157,100 per year, the Project will result in total initial new revenue to the involved tax jurisdictions that exceeds the otherwise anticipated property tax burden per year.

#### Implications of Cost-Benefit Analysis

In the context of a Project that would be eligible for a PILOT Agreement under the RPTL Section 487 exemption, but where the Project has offered to create a significant revenue opportunity for the involved tax jurisdictions through PILOT and HCA payments, it is difficult to evaluate the relative “benefits” to the Company and “costs” for the Agency of the requested Financial Assistance. Such payments would significantly exceed potential sales tax and mortgage recording tax exemptions on the Project and, as stated previously, would significantly exceed the potential exemption from the otherwise anticipated property tax burden on the Project (if the RPTL 487 exemption and anticipated physical depreciation are taken into account).

However, the Financial Assistance would support construction of the Project because it would: (a) involve a longer PILOT term than is available for wind projects under RPTL Section 487, (b) secure necessary operating cost certainty for the Project over its useful life, and (c) create budgeting and revenue certainty for the host tax jurisdictions.

#### Non-financial Public Benefits of Project

The Project has and will create a long-term revenue stream for Underlying Landowners in the form of lease and easement agreement payments, while having minimal impact on pre-existing agricultural and forestry uses of involved land. Several public roads will be enhanced in the Project area per Road Use Agreements with the Town of Sanford, the Town of Windsor, and Broome County). While the host communities will benefit from significant new, stable and increasing HCA, PILOT, and fire district tax revenue from the Project, it will generate very little demand on municipal, school district, and fire district resources. In addition to construction and permanent jobs created by the Project, a sizeable portion of construction costs will be expended on local goods and services. Lastly, clean, renewable energy generated by the Project is

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<sup>2</sup> The anticipated property tax burden estimate is based on the assumptions that (a) Federal and State assistance would effectively fund 40% of the Project’s construction cost, resulting in a tangible asset value of \$127.8 million, and (b) at least 70% of that tangible asset value is attributable to non-taxable movable machinery and equipment, the “taxable value” of the Project is arguably \$38.36 million. Potential tax based on a \$38.36 million taxable value and the current combined effective full value tax rates for each anticipated turbine location would start at \$1.01 million and should decrease over the Term due to physical depreciation.

<sup>3</sup> The HCA payment is \$7,600 per MW of installed capacity for the Project. Based on an anticipated installed capacity of 121.8 MW, the annual HCA payment will be \$925,680.

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expected to off-set approximately 72,829 short tons of carbon dioxide (CO<sub>2</sub>) emissions annually from conventional power plants on an annual basis.<sup>4</sup>

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<sup>4</sup> See Exhibit 9 to the Article 10 Application.

**Bluestone Wind, LLC****Application for Financial Assistance to Broome County IDA****Illustrative PILOT Payment Schedule<sup>5</sup>**

PILOT Payment Year	Payment Rate (\$ / MW)	Assumed Installed Capacity (MW)	PILOT Payment (\$)
1	1,900	121.8	231,420
2	1,938	121.8	236,048
3	1,977	121.8	240,769
4	2,016	121.8	245,585
5	2,057	121.8	250,496
6	2,098	121.8	255,506
7	2,140	121.8	260,617
8	2,183	121.8	265,829
9	2,226	121.8	271,145
10	2,271	121.8	276,568
11	2,316	121.8	282,100
12	2,362	121.8	287,742
13	2,410	121.8	293,497
14	2,458	121.8	299,366
15	2,507	121.8	305,354
16	2,557	121.8	311,461
17	2,608	121.8	317,690
18	2,660	121.8	324,044
19	2,714	121.8	330,525
20	2,768	121.8	337,135
21	2,823	121.8	343,878
22	2,880	121.8	350,756
23	2,937	121.8	357,771
24	2,996	121.8	364,926
25	3,056	121.8	372,225
26	3,117	121.8	379,669
27	3,179	121.8	387,262
28	3,243	121.8	395,008
29	3,308	121.8	402,908
30	3,374	121.8	410,966

<sup>5</sup> This schedule is for purposes of illustration only and does not create a Company payment obligation. PILOT payments would commence when real property taxes would otherwise be owed with respect to the Project following commencement of commercial operation.

**Bluestone Wind, LLC**  
**Application for Financial Assistance to Broome County IDA**

**Exhibit D**  
**Miscellaneous**

Other Professionals

Environmental Design & Research,  
Landscape Architecture, Engineering & Environmental Services, D.P.C.  
41 State Street, Suite 401  
Albany, NY 12207

Fisher Associates  
Survey  
180 Charlotte Street  
Rochester, NY 14607

Westwood  
Civil Design and Engineering Services  
2740 North Dallas Parkway, #280  
Plano, TX 75093

Anticipated Employment

At the time of its submission to the Siting Board of the Article 10 Application, the Company estimated that construction of the Project would create up to one hundred fifty (150) construction jobs at the peak of the construction period, and that operation and maintenance of the Project Facility would create up to seven (7) permanent jobs. The Applicant anticipates the Facility creating at least 2 permanent jobs in the three years following commencement of commercial operations, in addition to employees of the turbine supplier. More information regarding anticipated direct job creation and jobs and economic activity induced by the Project is set forth in Exhibit E of this Application and in Exhibit 27 to and the accompanying Socioeconomic Benefit Report submitted with the Article 10 Application.

**Bluestone Wind, LLC**

**Application for Financial Assistance to Broome County IDA**

**Exhibit E**

**Projected Job Creation and Salary Information**

**Projected Construction Employment Benefits**

As part of its bid to NYSERDA, the Company estimated the Incremental Economic Benefits that would be created during construction of the Project Facility and through the first three years of its operation.

The Company does not currently employ construction workers. However, based on the NYSERDA bid analysis, construction of the Project Facility is anticipated to generate about sixty-eight (68) construction- and interconnection-related jobs on average, with a peak of up to one hundred fifty (150) jobs. It is anticipated that total compensation for these jobs will be up to \$5,000,000. Based on those estimates, the annualized average salary per construction job would be \$74,000. Details regarding the types of construction jobs on site, and compensation (below or above \$40,000) would be determined by the Engineering, Procurement and Construction contractor, and is not available to the Company at this time.

In addition, it is anticipated that construction of the Project Facility will create at minimum five (5), but is anticipate to create up to seven (7), engineering and professional services jobs, with anticipated total compensation of up to \$500,000. Thus, based on those estimates, the annualized average salary for those types of jobs would be approximately \$71,500.

**Projected Operations Employment Benefits**

During operations, it is anticipated that the Project will create a need for the equivalent of at least two (2) permanent full-time employees of Bluestone Wind LLC, with anticipated total compensation of up to \$172,000. Thus, based on those estimates, the annualized average salary of these permanent employees will be approximately \$86,000. The wind turbine supplier will have a need for additional full-time employees based at the project.

**Bluestone Wind, LLC**

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**Exhibit F**

**Code of Conduct Disclosure List**

Attached is a copy of the Code of Conduct Disclosure List submitted by the Company to the Siting Board in connection with the Article 10 Application.

**Bluestone Wind, LLC**

**Application for Financial Assistance to Broome County IDA**

**Exhibit G**

**Agency Fee Payment Schedule**

Applicant has agreed to the following payment schedule for the Agency Fee, as referenced in Section 4, Part H of the Application.

- \$100,000 due at transaction closing
- \$150,000 due prior to the start of construction, defined as the pouring of the first wind turbine foundation.
- 1% of the Project Cost, less \$250,000, paid in equal installments over 20 years. The first of these payments is due on the anniversary of the start of construction and paid annually thereafter.

# Disclosure List for Bluestone Wind, LLC

## Last Updated: August 8, 2019

Please take notice that a Municipal Officer or Relative of a Municipal Officer has a financial interest in a property identified for Wind Farm Development by Bluestone Wind, LLC ("Wind Company") with an address located at 717 Texas Avenue, Ste. 1000, Houston, Texas 77002, as set forth below:

#	Name of Party to Wind Agreement ("Property Owner")	Name of Municipal Officer	Name of Municipality and Position that Municipal Official Holds	The Relationship between the Municipal Officer and the Party to the Wind Agreement [self or spouse, child, step-child, parent or sibling]	Address of Party to Wind Agreement	Description of Property [Street Address; Town/City; Section/Block/Lot #]	Essential Terms of Agreement	Range of Projected Annual Compensation <sup>1</sup>	An abstract with more information concerning the transfer is available at:
1.	Ronald G. Harting	Ronald G. Harting	Self-Mayor, Village of Windsor; Spouse-Village Clerk-Treasurer, Village of Windsor	Self/Spouse	3 Pine Street, Windsor, NY 13865	338 Cresson Hill Road, Windsor, NY 13865 Tax ID Parcel # 167.00-1-41	Wind Energy Lease and Easement Agreement for a term of 7 – 42 years	\$2,500-\$30,000	Broome County Clerk, 60 Hawley St., Binghamton, NY 13902
2.	Patricia L. Harting	Ronald G. Harting	Self- Village Clerk-Treasurer, Village of Windsor; Spouse-Mayor,	Self/Spouse	3 Pine Street, Windsor, NY 13865	338 Cresson Hill Road, Windsor, NY 13865 Tax ID Parcel # 167.00-1-41	Wind Energy Lease and Easement Agreement for a term of 7 – 42 years	\$2,500-\$30,000	Broome County Clerk, 60 Hawley St., Binghamton, NY 13902

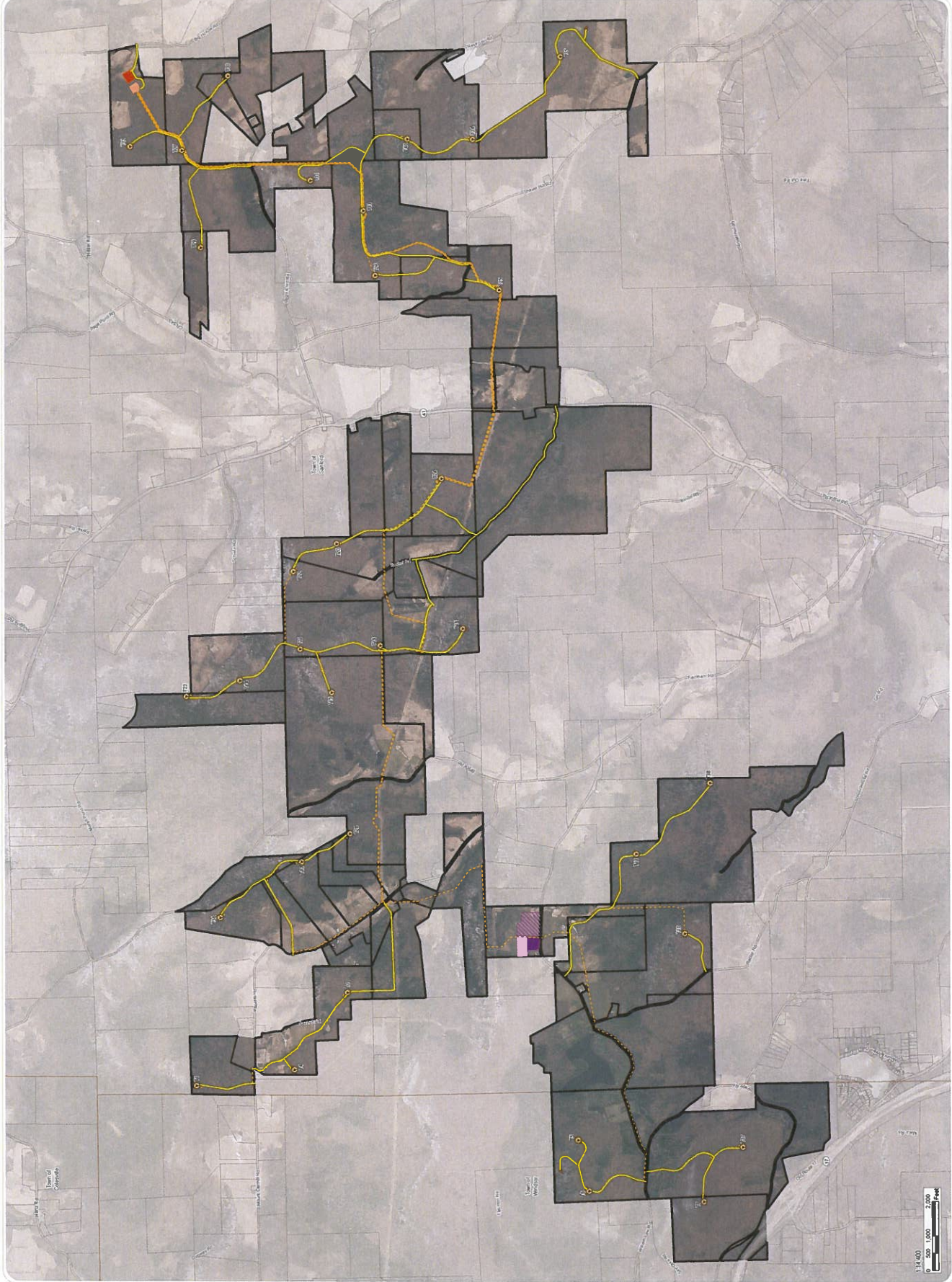
<sup>1</sup> The range of compensation provided is a reasonable estimate of future payments, based on the developer's past experience and the terms of the company's contract with each landowner. The actual amounts to be paid under any agreement may vary significantly, and will depend on the actual completion of development of the wind farm project, the model and size of turbine selected, the final layout and location of project components, the availability of wind resources, the market for wind energy, mechanical problems or improvements, government intervention or permitting requirements, and other factors both within and outside the control of the company.



# **Bluestone** **Wind Project** Towns of Sanford and Windsor, Broome County, New York **Figure 2-2: Facility** **Layout**

- Wind Turbine
- Met Tower
- Access Road
- Collection Line
- Batch Plant
- Collection Substation
- Laydown Area
- Old Facility
- POI Substation
- Facility Site
- Parcel Boundary
- Town Boundary

Notes: 1. Basemap: NYSOGP 2014  
 orthorectified map service. 2. This map was  
 prepared using GIS software. 3. This is a color graphic. Reproduction in  
 grayscale may misrepresent the data.



**Bluestone Wind, LLC**  
**Application for Financial Assistance to Broome County IDA**

**Exhibit A**  
**Project Data**

1. Project Description

The project covered by this Application (the “Project”) will consist of: (a)(1) the acquisition of an interest in the Company’s fee, leasehold, and easement interests in certain parcels of land located in the Towns of Sanford and Windsor, Broome County, New York (collectively, the “Land”), (2) the acquisition, construction, installation and equipping on or under the Land of: (i) a buried and overhead collection and transmission line system to carry electricity to the point of interconnection, (ii) one or more electrical substations and related switching, (iii) operations, maintenance and storage buildings, (iv) one or more meteorological and communication towers and devices, and (v) a system of gravel access roads, security fencing and gates, parking, landscaping and related improvements to the Land (collectively, the “Improvements”), and (3) the acquisition, installation and equipping therein and thereon of certain equipment, including wind turbine generators with a total combined rated capacity of up to 124<sup>1</sup> megawatts (“MW”), transformers, potential battery storage and related facilities, and furniture, fixtures, machinery and equipment (collectively, the “Equipment”), all of the foregoing for use by the Company as a wind-powered electric generating facility (collectively, the “Project Facility”), and (b) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing, including exemptions from mortgage recording taxes, sales and use taxes, and real property taxes for the Project Facility (but not including special assessments and ad valorem levies) (collectively, the “Financial Assistance”).

2. Photo of the Site

Attached is an April 2019 copy of the facility layout of the Project Facility submitted in connection with the application (“Article 10 Application”) of Bluestone Wind, LLC (the “Company”) for a Certificate of Environmental Compatibility and Public Need (“Certificate”) to the New York State Board on Electric Generation Siting and the Environment (the “Siting Board”) pursuant to Article 10 of the New York Public Service Law (“Article 10”) under Case No. 16-F-0559. The Siting Board granted a Certificate of Environmental Compatibility and Public Need with respect to the Project (the “Article 10 Certificate”) on December 16, 2019.

3. Preliminary plans or sketches.

See response to #2 above. The Article 10 Application contains information regarding the Project Facility and is available for inspection on the Project’s website (<https://www.northlandpower.com/What-We-Do/Development-Projects/Wind/Bluestone-Wind.aspx>) as well as on the New York Department of Public Service’s Document and Matter Management System (<http://documents.dps.ny.gov>).

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<sup>1</sup> Project’s Interconnection Request with NYISO limits capacity to 124.2 MW.