



BROOME COUNTY INDUSTRIAL DEVELOPMENT AGENCY

GOVERNANCE COMMITTEE MEETING

September 16, 2020 – 11:30 a.m.
The Agency Conference Room, 2nd Floor
FIVE South College Drive, Suite 201
Binghamton, NY 13901

REVISED AGENDA

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| 1. | Call to Order | R. Bucci |
| 2. | Accept the August 19, 2020 Governance Committee Meeting Transcript | R. Bucci |
| 3. | Public Comment | R. Bucci |
| 4. | Review/Discussion/Recommendation to Authorize 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 |
| 5. | Review/Discussion/Recommendation to Approve 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 |
| 6. | Review/Discussion/Recommendation to Accept the Findings and Lead Agency's Decision on the GEIS for the Former BAE Site Located at the 600 Main Street Redevelopment | S. Duncan |
| 7. | Review/Discussion/Recommendation to Accept 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 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 | S. Duncan |
| 8. | Review/Discussion/Recommendation to Accept 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 |
| 9. | Review/Discussion/Recommendation to Accept 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, | S. Duncan |

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

10. Adjournment

R. Bucci

BROOME COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Governance Committee Meeting Transcript

Held telephonically, August 19, 2020, commencing at
11:30 a.m. Adjourned at 12:01 p.m.

[See attendees at end of Transcript.]

REPORTED BY:

Carrie Hornbeck, Executive Assistant

Broome County Industrial Development Agency

Chairman Bucci: It is 11:30 a.m. We are ready to start. What we will do -- is we will take a roll call for Carrie. If everyone could introduce themselves: Rich Bucci, present.

Ms. Sacco: Cheryl Sacco, present.

Mr. Peduto: Jim Peduto, present.

Mr. Rose: Brian Rose, present.

Chairman Bucci: Okay. We have a quorum. We will call the meeting to order. First item on the agenda is the acceptance of the minutes from the July 15th, 2020 Governance Committee meeting. Those minutes were sent out to all committee members. If there were any revisions, deletions, or modifications, they were sent back to Carrie -- and, so those would have been made -- so, we will accept the minutes, as recorded.

Our next item on the agenda is Public Comment. If there is anyone listening on the call who would like to speak before the Governance Committee meeting at this time, please identify yourselves with your name and address, and we will give you the floor.

Seeing or hearing none, we will close that section of the meeting.

The first item on the agenda is to Review a Recommendation to Accept the FGEIS Regarding the Former BAE Site Located at 600 Main Street in Johnson City, Directing the Filing and Publication of that Report. I'll turn it over to Stacey.

Ms. Duncan: Yes. You would have an Executive Summary -- I think we sent separately -- the complete and final Generic Environmental Impact Statement for those that were -- are interested in reviewing that -- but you do have an Executive Summary. This measure today is the final step in the requirements to complete the State's Environmental Quality Review, or SEQR. It does provide, to a potential developer, one of the important development steps done for them. So, it does help us, as we continue to look to advance the redevelopment of that site -- having completed SEQR, certainly makes this site more attractive to future involvement. So, the final step here -- we've met all the requirements, as far as posting and Public Hearings. The final step here is for the Board to accept this document -- the

Final Generic Environmental Impact Statement -- and this is going to be posted, if not already -- Brendan, I think it already is up on our website.

Mr. O'Bryan: If I can add real quick, that it will be posted as soon as it is approved -- and then, it will be made available for the public to view and make any comment, for two weeks after approval.

Ms. Duncan: And then, similarly, not required -- not a requirement of the Final Generic Impact Statement -- we did also complete a [sic] Easement Agreement, with the Department of Environmental Conservation that has extended the DEC Easement essentially around -- if you can envision the site -- around the perimeter of the site, for access for flood levies and future needs that they might need. That process has been completed, as well. The Site Environmental Management Plan that was a requirement by the Air Force to complete, has also been completed, as well. So, essentially, every step in the process of getting this ready for redevelopment -- barring any site plan approvals -- are ready to go.

Chairman Bucci: Okay. Any questions -- or any questions for Stacey? Is there a motion to approve?

Mr. Peduto: Jim Peduto. So, moved.

Chairman Bucci: Second?

Ms. Sacco: Second. Sacco.

Chairman Bucci: All in favor?

Unknown: [I -- in unison.]

Chairman Bucci: Any opposed? Okay. The motion carries.

The next item on the agenda is a Review, Discussion and Recommendation to Authorize The Agency to Enter into a Contract with Chmura Economics & Analytics, LLC for a Strategic Workforce Plan for Broome County, for a Period of Nineteen Weeks from Kick-off Date. Stacey.

Ms. Duncan: Yes, thank you. So, we are currently in the process of closing our 2017 to 2020 Workforce Strategy Plan. It's hard to believe that that many years have gone by since we started that process. We are a staff with both The Agency and the

Chamber, working on creating a final progress report this fall, that will be released in -- this fall -- but one of the things that came up in the Workforce Recovery Workgroup that we created was the need to address -- you know, not only the immediate needs -- but also, looking outward to the next three to four years, and what a post-COVID Workforce is going to look like. So, what we've done is, we've sought proposals for a four-year strategy. We reached out to Chmura. I also reached out -- you know, we have a relationship with Susan Payne -- I apologize -- that's the Chamber phone that rings up here -- with Susan Payne. We are finalizing our contract with her this year and I don't anticipate moving forward with professional services in relation to [inaudible], as she's taken a role at Three Rivers Development Corp. Similarly, the I-86 corridor, which is Steuben, Schuyler and Chemung County, are doing essentially -- mirroring -- they are doing a post-COVID strategy -- and it was recommended that I reach out to Burning Glass, which we have talked with in the past -- and seeking -- and are awaiting a proposal from them, as well. However, the benefit of Chmura is that we already have a licensing agreement with them; we have

access to the software that we use -- really, on a daily basis. So, the proposal is to create a four-year strategy -- Workforce Development Strategy, post-COVID. Chmura will do all of the data aggregation and analysis of the key performing [inaudible] that were outlined by a steering committee; they will refresh all of our data analytics on our targeted industry sectors, they will engage in stakeholder groups, focus on the changing workforce needs directly because of COVID. They'll use traditional tools, such as SWOT Analysis, Needs Assessment, Gap Analysis and others. Then, we will -- they will provide recommendations for short-term and long-term wins in the realm of meeting our workforce development needs. The ultimate -- this, also, is a staff training, and one of the things we have talked about with our Leadership Alliance, was a series of documents, templates -- you know, almost publications coming out of this -- these two organizations on things like key economic and workforce indicators -- that would be something they will create for us, as well -- and the ultimate product will be a four-year strategy document that will be overseen essentially, by [inaudible] task force -- so, and Natalie, you wanted to just provide

some feedback from our Workforce Recovery Workgroup on how we came to where we are today, with that.

Ms. Abbadessa: Thank you. As Cheryl knows -- you know -- we both sat on the -- this Workforce Group -- and it was evident from this group, they really want the Task Force to come back -- they loved the effort. So, right now, all eyes are on us -- everybody is really looking for this data and Chmura has amazing set of data that I work very well with. I feel this is very, very, very important for the future of workforce and bringing everybody back together -- you know, working really well with Amy Shaw and Danielle Britton, from GEBOP -- and it just really makes sense to put this plan together, get it going, get the strategy and get it implemented, so, I'm really excited.

Ms. Duncan: Any questions?

Chairman Bucci: Any questions for Stacey? Well, I have a couple. The first one is we -- you mentioned the current Broome County Workforce and Talent Strategic Action Plan. That laid out a number of priorities and it laid out a number of strategic initiatives. Have all those been realized? Have we

met all the strategic objectives that were outlined in that report?

Ms. Duncan: Sure -- well that's what Amy, Danielle, Natalie, and our Amy here are working on -- is that final progress report to take a look at what were the key objectives -- and what didn't we reach -- and use that as the baseline for where -- you know -- and that will feed into where we begin a new strategy document. What things do we think have the ability to carry over, and what things have changed, so potentially -- you know, systemically -- because of COVID. I would say that, you know, certainly on building the network for a cohesive Workforce Group, through the Task Force, was one of the key gaps that we had in this community -- was the Task Force, and actually, that came through loudly, with the Workforce Group, was -- you know, we formed this group -- let's not let it go. So, I think that was a key success. Certainly, on some of the mechanisms for marketing job opportunities -- you know, through the Broome Is Good Work Page, creating opportunities to search for job openings, and on the marketing side, we've met some of those objectives. A number of them are on-going -- like any of them would be -- in the -- for the long-

term, you know, the training program and the cross-collaboration between, you know, the community colleges and the employers themselves -- so, we will have a better sense of that, when that final progress report is complete -- and we will share that with the Board.

Chairman Bucci: Yeah, so one of the thoughts I had is that -- you know, the priorities and the strategic objectives aren't going to really change -- you know, COVID or -- you know, post-COVID, or COVID. I think all of the gaps that we might have, or the needs that we might have to develop and maintain a strategic and stable workforce, are -- all of those are going to stay. There might be some modifications, or various directions because of COVID. So, my question would be rather than starting from scratch, why not take the existing report, and build on that, or modify that based on what we identify as post-COVID pandemic needs? I mean, you've got like a foundation stone here, and -- which was very comprehensive -- and rather than just kind of, like, putting it aside -- because, according to the overview, this is going to replace this report -- and my point is, there is a lot

in here that was very insightful, and I don't think that's going to change. So, my thought is -- use this as a foundation stone and build on it rather than starting from scratch. And, another thing that I am almost thinking -- that because we are still in a point of uncertainty -- I am wondering if we should wait a little longer to get a sense of where we are going in regards to COVID, before we jump in and start analyzing what post-COVID might look like, because we don't know if and when a vaccine is going to be developed -- we don't know if there is going to be a second wave and the impact of that -- and I am just wondering if it's premature to start an analysis until we are actually through the event we are trying to analyze, and the impact of that event, while it is still on-going. So, I throw that out there just as, you know, points of consideration.

Ms. Duncan: Well, in regard to replacing -- I mean, it's -- you know, we've sort of set this timeframe for this initial plan, and so I -- you know, replacing includes taking that which we did not yet accomplish, determining if we think it's still the way we want to go, and using that as our baseline data for

going into -- you know, the next organizational strategy document. So, there will be things -- you know, I essentially carried in from the previous, to the new plan, ultimately -- you know, the key -- some of the things that we will be taking a close look at are the changes relating to remote work and how that will change the workforce needs. How do you upscale -- you know, people who are -- who cannot be in a remote work setting -- making sure there is the training. What we are seeing now, from an actual job posting point of view, are that the majority of the jobs -- significantly, the majority of those jobs are front-line workers - include, you know -- so, gas station attendants, material handlers -- and they are really in the -- you know, lower-skilled -- lower-to-moderate-skilled workforce. So, do we have the wherewithal to create the programs -- and kind of re-address -- because, a lot of our program before focused on some higher-skilled, professional positions, that we currently aren't seeing the demand for. So, they will look at that demand analysis and say, do we still need these and, if so, how do we shift? So, I mean, one way or the other, we are going to need this data. You know, the benefit of this is,

they provide the analysis and the aggregation for us and we can create benchmarks of periods of time. So, six months from now, a year from now -- because I think -- you know, like me -- I'm hearing everything from -- you know, we'll be out of this in 2022, or 2023, or -- you know, so we can track this, as we go. Certainly, as a living document, if you will.

Chairman Bucci: Well, what's [inaudible] but for timeframes to start immediately, right? I mean, when -- if we -- I'm just wondering, because there's just so much uncertainty out there, if it's better to wait and see how the currents shift. For example, you talk about remote work. For right now, that is a major strategy for businesses, for universities, and so forth -- because of where we are, in regards to no vaccine, and so forth. That may change in a couple months -- and so, some of the -- I'm just thinking it may be premature for them to start doing in-depth analysis on things, let's say, like remote work, when maybe a year from now, remote work will no longer be the high-priority that it is today. So, I'm just wondering if we should let the dust settle on where we are with the pandemic -- you

know, where we are going to be in a few months, with regards to the possible vaccine, or of a possible second wave, or the combination thereof -- and then, you know, kind of sort out where we should go -- rather than starting now, when we are kind of in a point of really, uncertainty, and I [inaudible] an analysis done today may radically change in two months. That's my only thought. Other than that, is [sic] there any other questions or comments for Stacey?

Mr. Gray: Rich, if I might just weigh in on this -- you mentioned uncertainty. I think it's just -- everyone would agree the only thing we know for certain is that everything that has come before us is uncertain. Everything that is going forward is uncertain. I think what the benefit of this proposal is -- is that it begins the process of collecting data, which may, or probably won't change -- in terms of hard facts -- of which way different industry sectors are going. But I think it will give us foundation to be able to go left, right, up or down, depending on what occurs here in the next couple of months. I think, without it, the staff -- I think in particular, as well as other economic developers in

general -- are going to be, sort of, using gut reactions to: do we go left, do we go right? I think the benefit of this is to give us some hard data that will give us a higher level of confidence that where we go in the next couple of months, is at least based on something we can put our arms around. Short of that, I agree with you that there's uncertainty going forward, but I think it does give us something solid to be able -- for us to be able to adapt to whatever occurs in the next couple of months. I think we need hard data to do that.

Chairman Bucci: Yeah, no, I don't necessarily disagree with that.

Mr. Stevens: I'm not on this committee, but

. . . .

Chairman Bucci: I go back to that -- you collect data in the month of September, and then a vaccine is developed, that is going to change -- I'm sure, a lot of outlooks from employees and employers. So, the data collected in September, may, in essence, become irrelevant, because perceptions and comfort levels -- and things are going to change -- and my only point is, I think we are still in a very fluid

situation, and to start collecting data now, while everything is still very fluid, may make that data irrelevant and -- before we even codify it. That's one concern. And, my other concern is that -- you know, we have this major strategic action plan, and we don't know -- we outlined all these objectives, and we don't know how many of those objectives have been met. And, again, I don't think those objectives have changed -- or the strategic priorities have changed, COVID or non-COVID. And, so, I think we should be working to implement all the objectives and strategic initiatives that were outlined in that strategic plan. Just because it was dated through 2020 -- that -- those ideals and those concerns highlighted in that report, are still here, in regards to developing and maintaining a dynamic workforce. So, I think that that report should continue to move forward and the strategic initiatives in that report should be implemented, and then build on it -- certainly with -- depending on what is going on with COVID. I mean, the premise is not wrong, I'm just thinking about this -- the way we implement it, that's all.

Ms. Sacco: And, I'm not saying. . .

Mr. Stevens: Rich, I'm not on this committee, but you're not saying that you don't think we should do this; you're just saying maybe we shouldn't do it right now?

Chairman Bucci: Yeah. I'm . . .

Mr. Stevens: If that's the case, then when do you think we should do it?

Chairman Bucci: I think that -- I think what we ought -- well, a couple things. I think that we have this strategic plan -- and I think we should build on the strategic plan, with this premise of post-COVID implications. The premise is not wrong -- I don't disagree with Stacey about that -- so, but, we have an existing document that is very thorough, outlined a number of strategic initiatives that we needed to implement, and I don't think that changed because of the COVID pandemic. And I think we should continue to move forward with that -- I'm, yeah -- my timing is such -- I just think we are very fluid right now in regards to -- I think we ought to wait and see, over the next couple of months, to see: a) if a vaccine is developed, which is being predicted, and b) if there is a second wave. Because in the fall,

which a number of health professionals are predicting -- and the impact of that, combining with the flu -- those are variables that may or may not have huge impact, but they are variables. I think we should wait and see how this progresses, and then, move forward -- doing data collection. I just think we start collecting data now, it might be premature and maybe, not valid six weeks from now -- or eight weeks from now. So, I don't disagree with the premise -- I'm kind of disagreeing with, maybe, the process and the timing. That's all. The premise makes a lot of sense.

Ms. Duncan: I do want to . . .

Mr. Stevens: So, you want to wait until after the first of the year? 2021?

Chairman Bucci: Yeah, that could give us more -- I mean, obviously, I think the next several months are going to be critical in regards to flux. I think a lot is going to happen in the next few months. What -- good or bad.

Mr. Stevens: Okay.

Mr. Rose: Question. Stacey, or whoever would know: so, if we blessed this proposal today, and tomorrow -- started working tomorrow -- what kind of timeframe is there to get actual information? I'm asking that question with the following second question in mind, which is -- I understand the polling about long-term planning, and we've got, you know, some strategies and objectives that have already been identified -- and to take a snapshot in time, and think about your five to ten year vision differently, based upon a snapshot that may be operational -- is a challenge. The other timeframe, though, is -- you know, let's say this operational period is itself, two years long. Are we going to get information that allows us to develop stronger short-term strategies to at least protect from loss, based upon what they may provide us? I don't know and that's what my question is about.

Ms. Duncan: Alright, the timeline they are proposing in there is a nineteen-week timeline, in which -- and, I do want to make a distinction on one of the benefits of that -- is the data aggregation -- is sort of, a continuance of -- a continuing process, and we have the data. So, we have the licenses for

the software. I can -- I am freezing -- there, I froze for a sec [sic] -- we can go in and, sort of, try to pull out certain data, as we need. What we don't have, quite frankly, is an understanding from a community-based understanding of the key performance indicators that we can use to measure any -- you know, movement in the right, wrong, neutral direction, as a result of COVID -- as a result of some of our continuing -- and I agree with Rich, that a lot of our need, haven't [sic] necessarily changed substantially, but what did -- what this will help us find out is -- what did change substantially in our workforce -- and how do we address that, if we don't have the mechanism to do so? So, the data is sort of a living, breathing thing, 'cause [sic] we can access that. What we don't have access to, quite frankly, is sophistication of the process of the community, the engagement, the assessment, to create the strategy to move us forward -- and also, then, identify who -- you know, who's -- the implementation part of it. Who's responsible for what -- you know, over the course of -- you know, immediate short-term, long-term -- you know, needs. So, you know, that's part of what we did with the process earlier, was identifying those partners -- you

know, we'll look at how those partners change substantially, and, if so, who are the new partners, and how do their roles change? It's sort of -- it's just a kind of organic continuation of the initial strategy process, you know. I agree that there will be things that might be really relevant now, that may not be in a year from now, but you know, it's hard to know what those might be -- especially things like our K-12 pipeline, which was really one of the most robust things we were, I think, successful at building -- was a cohesive K-12 pipeline strategy, you know, and that came to an abrupt stop, because of COVID. So, we know for at least the next school year, what's our K-12 engagement going to look like, because that will be drastically different, because students will be -- you know, hybrid, remote, you know -- so, these are things we can look at as part of this process, but -- you know, it's the timing, I think -- you know, is up to you. . . you know, these conversations are going to be had.

Ms. Sacco: Stacey. . .

Ms. Duncan: Yep, Cheryl.

Ms. Sacco: Yep. Can I . . . so, we've been talking about timing and whether it's appropriate to even do this and its timing -- you know, is obviously -- we've been discussing that. Is there any opportunity for us to do this work, collect this data in-house, versus going out?

Ms. Duncan: You know, I mean, we did that -- and that was -- quite honestly -- was one of the benefits. And when Natalie and I did the call with -- a couple calls on this strategy -- was the ability for Chmura to sort of, gather and aggregate that data in a more time-efficient way. I mean, we have a level of training and sophistication with the Chmura tools, but I'll be honest -- there is a lot -- you know, we don't know how to manipulate and use -- and part of this process is training. So, when we come out of this, we identify those KPI's and we know where to go in and manipulate that data, in a better, more efficient manner. Can we? Yes. Is it more -- probably, time-consuming -- I would argue, yes.

Ms. Sacco: Thanks.

Ms. Duncan: Um-hum.

Chairman Bucci: Any other questions or comments? Is there a motion?

Mr. Rose: Just for clarification, the motion would be to do what?

Ms. Duncan: To engage with Chmura to begin the . . .

Mr. Rose: And this would then go to the full Board?

Ms. Duncan: Um-hum.

Mr. Rose: I'll make a motion.

Ms. Sacco: I'll second. Sacco. Second.

Chairman Bucci: All in favor?

Unknown: [I -- in unison.]

Chairman Bucci: Opposed?

Ms. Sacco: I'm opposed. I . . .

Chairman Bucci: I am opposed, also.

Ms. Sacco: Yeah. I think the Board needs to look at this and realize we are split.

Chairman Bucci: Again, I'm not -- I'm opposed on -- not the concept, but some of the

logistics of the process. So, what we can -- definitely worth throwing to the full Board for their input and discussion. So, we have two I's and two nays. Okay.

Mr. Stevens: Can I just ask a question? I'm not -- again, I'm not on the committee, but can you approve -- can the contract itself, be approved, but the implementation date -- the start date, be a to be determined?

Ms. Duncan: I would imagine so. Yeah, we -- you know, what we can do in -- based on this conversation -- you know, as I mentioned at the beginning, we're going through a -- creating/drafting a sort of, final, if you will, progress report for the original strategy. In which case -- if we feel there is any significant modifications -- you know, we were going to have this conversation on -- here's where we ended, if you will -- and here's where we -- what we think is still relevant. We can have conversations, certainly, with any vendor on just the -- you know, scope of this change -- scope of the work change, as a result of that.

Chairman Bucci: So, it's two approve, two oppose, so it goes to the full Board, without a recommendation.

Ms. Hornbeck: The second was -- Cheryl Sacco, correct? But then she opposed it.

Ms. Sacco: Yes.

Ms. Hornbeck: Okay.

Ms. Sacco: So, I can make the motion and so the motion is heard, but making a motion doesn't equal a yes.

Chairman Bucci: Alright.

Ms. Hornbeck: Thank you.

Chairman Bucci: Okay, that's all we have on the agenda, so I will entertain a motion to adjourn.

Mr. Rose: So, moved.

Chairman Bucci: Second?

Ms. Sacco: Second.

Chairman Bucci: Second from Cheryl. Okay.

We are adjourned.

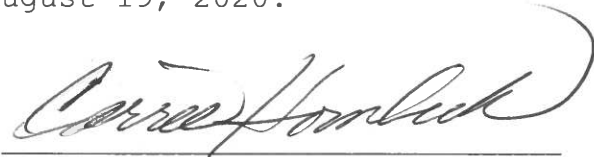
Meeting adjourned [at 12:01 p.m.].

[Attendees: Rich Bucci, Cheryl Sacco, Jim Peduto,
Brian Rose, Wayne Howard, John Stevens, Dan Crocker,
Joe Mirabito, John Bernardo, 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 Governance Committee 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

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 "DM", with a large, sweeping flourish extending upwards and to the right.

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

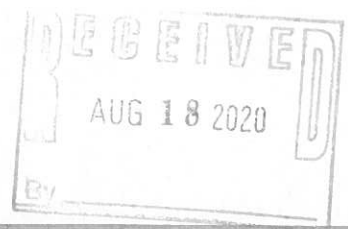
The Agency's findings, confirming their agency's full adoption of the Lead Agency's Findings.

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>
_____	_____	_____
_____	_____	_____
_____	_____	_____

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

13th day of August, 2020

Kimberly A. Potter

(Notary Public)

KIMBERLY A. POTTER
Notary Public - State of New York
No. 01PO6131780
Qualified in Broome County
My Commission Expires August 18, 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

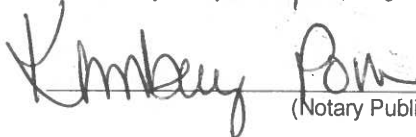
AUTHORIZED REPRESENTATIVE: Dave Jones

TITLE: Member

SIGNATURE: 

Sworn to before me this

13th 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

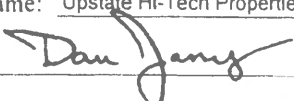
Instructions for Completing

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.

Part 1 – Project and Sponsor Information			
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: Upstate Hi-Tech Properties, LLC		Telephone: 607-343-2334	
		E-Mail: dave.jones@customsi.com	
Address: 12 Nadine Way			
City/PO: Johnson City		State: NY	Zip Code: 13790
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.			NO <input type="checkbox"/>
			YES <input checked="" type="checkbox"/>
2. Does the proposed action require a permit, approval or funding from any other government Agency? If Yes, list agency(s) name and permit or approval: Town of Union Planning Board Site Plan Approval and Broome County 239 Review			NO <input type="checkbox"/>
			YES <input checked="" type="checkbox"/>
3. a. Total acreage of the site of the proposed action? 3.64 acres b. Total acreage to be physically disturbed? 1.5 acres c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? 3.64 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,	NO	YES	N/A
a. A permitted use under the zoning regulations?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b. Consistent with the adopted comprehensive plan?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
6. Is the proposed action consistent with the predominant character of the existing built or natural landscape?	NO	YES	
	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
7. Is the site of the proposed action located in, or does it adjoin, a state listed Critical Environmental Area?	NO	YES	
If Yes, identify: _____	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
8. a. Will the proposed action result in a substantial increase in traffic above present levels?	NO	YES	
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
b. Are public transportation services available at or near the site of the proposed action?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
c. Are any pedestrian accommodations or bicycle routes available on or near the site of the proposed action?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
9. Does the proposed action meet or exceed the state energy code requirements?	NO	YES	
If the proposed action will exceed requirements, describe design features and technologies: _____ _____	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
10. Will the proposed action connect to an existing public/private water supply?	NO	YES	
If No, describe method for providing potable water: _____ _____	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
11. Will the proposed action connect to existing wastewater utilities?	NO	YES	
If No, describe method for providing wastewater treatment: _____ _____	<input type="checkbox"/>	<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?	NO	YES	
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
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?	<input checked="" 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?	NO	YES	
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
b. Would the proposed action physically alter, or encroach into, any existing wetland or waterbody?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
If Yes, identify the wetland or waterbody and extent of alterations in square feet or acres: _____ _____ _____			

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"/>
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 union code is requiring a retention pond, size is being determine now.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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"/>
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"/>
I CERTIFY THAT THE INFORMATION PROVIDED ABOVE IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE		
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>		

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 (Estimate)

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 fulltime 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

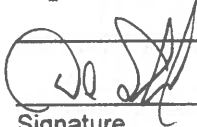
\$ 750.00

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 President Date 8/29/20
Binghamton ASC, LLC

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

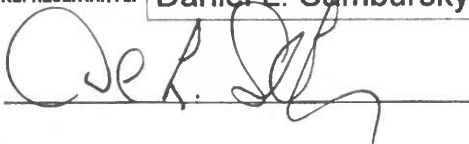
EMAIL: dansambursky@gmail.com

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 REPORTTo be completed for all contractors not residing within the Broome County IDA
Local Labor AreaAPPLICANT: 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.
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
tmig@theagency-nv.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

Item	Unit Price	Quantity	Total
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

Company: Bluestone Wind, LLC or its designee		IDA Meeting Date: 09/16/2020	
Representative: Chris Stanton		IDA Public Hearing Date: TBD	
Type of Business: Wind Power Project Project Start Date: 2020 Project End Date: TBD		Company Address: 30 St. Clair Ave. W 12th floor Toronto, Ontario M4V3A1	
Employment: <small>Full-Time Equivalent</small> Existing 0 1st year 2 2nd year 0 3rd year 0 Total = 2	Total Yearly Payroll 1st Year \$ 172,000.00 2nd Year _____ 3rd Year _____ Total: \$ 172,000.00	Own / Lease: Lease	SF / Acreage: N/A
Construction Jobs: 73-150		Proposed Project Location: Towns of Windsor and Sanford	
Company Contact For Bid Documents & Employment Opportunities: Chris Stanton (512) 557-8843 chris.stanton@northlandpower.com		Description: *See Attached	
PROJECT BUDGET		ASSESSMENT	
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	EXEMPTION (Est.)	
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	TOTAL EXEMPTIONS:	\$ 31,637,400.00
TOTAL:	\$ 215,246,502.00	TOTAL PILOT PAYMENTS:	\$ 9,388,266.00
Project Type (Check all that apply) <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		Project Criteria Met (Check all that apply) <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	
<small>*Uniform Tax Policy does not typically provide tax exemptions for Retail Projects</small>		<small>*New York State Required Criteria</small>	
Pilot Type <input type="checkbox"/> Standard _____ year <input type="checkbox"/> <input checked="" type="checkbox"/> Deviated 30 year			
Staff Comments: <div style="height: 100px;"></div>			

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 124¹ 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>).

¹ 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
- Mail Tower
- Access Road
- Collection Line
- Block Point
- Collection Substation
- Laydown Area
- Old Facility
- POI Substation
- Facility Site
- Parcel Boundary
- Town Boundary

Notes: 1. Surveying 10/2009 - 2014
2. This map was
generated in ArcMap on September 17, 2016
3. This map was generated using the latest
available data and represents the best
information available at the time of
preparation and does not represent the field.



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>
New Mortgages	\$1,917,038.00	
Jobs		
New	2	
Retained	<u>0.0</u>	
TOTAL JOBS	2	
Term # Years	30 years	
TOTAL PAYROLL	\$ 172,000.00	\$ 172,000.00
PILOT PAYMENTS	\$ 9,388,266.00 (see Pilot Schedule)	\$ 9,388,266.00
TOTAL BENEFIT	\$ 222,675,615.00	\$ 222,675,615.00

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.²

Based on the proposed annual PILOT payment and the agreed annual HCA payment³ 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	
TOTAL COST	\$ 33,768,553.00	\$ 33,768,553.00

NET BENEFIT/COST		\$ <u>188,907,062.00</u>
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Benefit/Cost Ratio	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):

- ☐ Industrial ☐ Housing ☐ Multi-Tenant ☐ Back Office ☐ Mixed Use ☐ Civic Facility (not for profit)
☐ Acquisition of Existing Facility ☐ Equipment Purchase ☐ Commercial ☐ Retail ☐ Facility for Aging ☒ Other Wind Project

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 meet 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		\$	1,500,000
1. Land acquisition		\$	0.00
2. Acquisition of existing structures		\$	0.00
3. Renovation of existing structures		\$	104,418,849.00
4. New construction		\$	
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
<hr/>		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	CONSTRUCTION JOBS
	(Annual wages and benefits \$40,000 and under)	(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. 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:

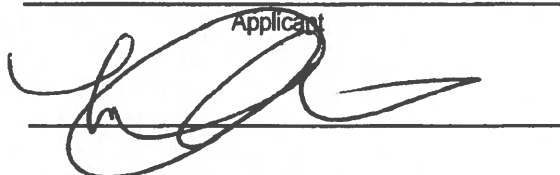
10. FEES: This Application must be submitted with a non-refundable \$1,000 application fee to the Agency/**IDA**.

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.

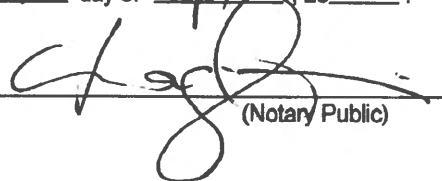
Applicant hereby releases The Agency/IDA and the members, officers, servants, agents and employees thereof (hereinafter collectively referred to as the "Agency/IDA") from, agrees that the Agency/IDA shall not be liable for and agrees to indemnify, defend and hold the Agency/IDA harmless from and against 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.

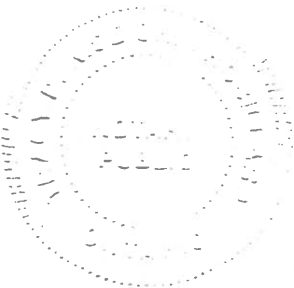
By:


(Applicant)

Sworn to before me this

9th 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**

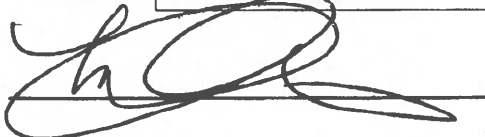
EMAIL: **chris.stanton@northlandpower.com**

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

AUTHORIZED REPRESENTATIVE: **Michelle Chislett**

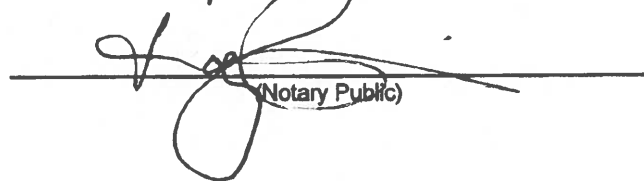
TITLE: **Authorized Signatory**

SIGNATURE:



Sworn to before me this

9th 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@bxtier.com
(607) 771-7000

Binghamton/Oneonta Building Trades Council 11
Griswold Street
Binghamton, NY 13904
raikens@juoe158.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 124¹ 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>).

¹ 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. NYSEDA awarded a "Renewable Energy Credit" (REC) sale contract to the Project as part of NYSEDA'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.²

Based on the proposed annual PILOT payment and the agreed annual HCA payment³ 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

² 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.

³ 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.

Bluestone Wind, LLC

Application for Financial Assistance to Broome County IDA

expected to off-set approximately 72,829 short tons of carbon dioxide (CO₂) emissions annually from conventional power plants on an annual basis.⁴

⁴ See Exhibit 9 to the Article 10 Application.

Bluestone Wind, LLC**Application for Financial Assistance to Broome County IDA****Illustrative PILOT Payment Schedule⁵**

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

⁵ 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

Application for Financial Assistance to Broome County IDA

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 ¹	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

¹ 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
- Mid Tower
- Access Road
- Collection Line
- Batch Point
- Collection Substation
- Laydown Area
- OSM Facility
- POI Substation
- Facility Site
- Parcel Boundary
- Town Boundary

Notes: 1. Base map: NYSOG 2014
2. This map was
created using the
3. This is a cadastral map
4. Gray areas may not represent 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 124¹ 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>).

¹ Project’s Interconnection Request with NYISO limits capacity to 124.2 MW.