

**COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY**

5 Warren Street, Suite 210

Glens Falls, New York 12801

Tel. (518) 792-1312

The September Board Meeting for Warren Washington Industrial Development Agency was held on Monday, September 19, 2022 at the Warren County Municipal Building and via Zoom at 4:00 pm. The following were:

PRESENT:

Dave O'Brien	Chair
Nick Caimano	Member
Craig Leggett	Vice Chair
Dan Bruno	Park Chair
Juan Gonzales	Member
Ginny Sullivan	Member
Mary King	Member

ABSENT:

Brian Campbell	Member
Mike Wild	Member
Tim Robinson	Member

The following were also present:

Kara Lais, Esq.	FitzGerald Morris Baker Firth, PC
Michael Ostrander	Executive Director
Carson Weinand	Sr. Business Developer, CVE Solar
Chuck Barton	CEO

Minutes were taken by:

Alie Weaver	Office Administrator
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Dave O'Brien called the meeting to order at 4:00 p.m. Attendance was taken by roll call and in-person quorum was confirmed.

July Minutes: Mr. Caimano made a motion to approve the August board meeting minutes and Mr. Gonzales seconded. All voted in favor by voice vote.

Accounts Payables and Financial Analysis: Mr. Bruno made a motion to approve the August payables and Mr. Caimano seconded. All voted in favor by roll call vote.

Mr. Barton reviewed the balance sheet and annual comparison income statement with the Board Members. There were no question or comments.

Executive Director Report: Mr. Ostrander stated the following:

- The 78-80 Main Street LLC project closed last week
- The SEQRA and Planning Board approval for Morcon was received last week
- Attended the Brookfield ribbon cutting with Mr. Barton and Mr. O'Brien
- Will be attending the North Warren Chamber of Commerce monthly meeting with Mr. Barton
- Will be attending a collaborative meeting with Warren County EDC on a potential project
- Continuous support for Mr. Barton in his new role as WWIDA CEO

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

CEO Report: Mr. Barton stated the following:

- Continuous training with IDA staff and Mr. O'Brien
- Various meetings with prospects throughout this month
- Continuous introductions with Supervisors and business leaders
- Attended the Telescope Centennial Celebration
- Continuous individual meetings with the IDA Board members
- Review of the IDA/CDC Policy and Procedures Manual for possible updates
- Researching solar policies in effort to form a WWIDA solar policy

ONGOING BUSINESS

Canalside Energy Park – Mr. Bruno stated that a meeting was held on September 14th with Mr. Guillet from LaBella proposing four options to supply the Canalside Energy Park with 100,000 gallons per day of sanitary sewer capacity. He noted that the DEC requires the Canalside Energy Park to mitigate 400,000 gallons of stormwater per rain event.

Mr. Bruno stated that the outcome of that meeting determined two out of the four options to be evaluated further by LaBella.

Mr. O'Brien stated that another meeting will be scheduled with LaBella to also discuss natural gas and electricity in addition to the water and sewer.

Mr. Bruno requested a spreadsheet of the various entities that have expressed interest of any degree in the Canalside Energy Park thus far.

Mr. O'Brien stated that transferring the Canalside road to the Town of Fort Edward is expected to be done by October 1st. He noted that this road runs from the Fort Edward Town line to the second gate in the Canalside Energy Park. The Town requested the IDA to purchase a minimum title policy of approximately \$40,000 in coverage. Ms. Lais stated that this policy would cost IDA approximately \$1,000.

Mr. Caimano made a motion to approve this purchase and Mr. Bruno seconded. All voted in favor by voice vote.

MISC – Mr. O'Brien stated that Washington County has agreed to be the Lead Agency on replacement of the bridge, which lowers the local match from 25% to 5% on the Marchiselli funds. He stated that the County will submit the paperwork and take the temporary bridge for use at the County level in the future.

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

Project Updates – Mr. O’Brien stated that Bucks County Biscotti has their foundation set and is waiting for their building to be delivered.

Mr. O’Brien stated that Hilltop Construction is still waiting for the final signoff on the approved jurisdictional determination from the Army Corps of Engineers.

Champlain Hudson Power Express Laydown Yards – Mr. O’Brien stated that the IDA should be receiving the CHPE contract, who plan to start leasing portions of the Canalside Energy Park in March or April.

Mr. O’Brien also stated that the appraisal of these areas should be received by next week.

New Leaf Energy – Mr. Barton stated that the revised Letter of Intent from New Leaf Energy was supplied in the meeting packets for review and discussion. He pointed out the increase of payments compared to the previous Letter of Intent. He noted that New Leaf Energy has the option to do testing and preliminary engineering work prior to signing the lease contract.

Mr. Bruno made a motion to approve the revised Letter of Intent and Mr. Caimano seconded with all voting in favor by voice vote.

CVE Solar – Mr. Barton stated that CVE Solar is looking to utilize 80 acres of land located south of the airport in Queensbury for a 5 mega-watt solar project. He noted that an application for assistance has been received for review.

Mr. Weinand stated that this project has received Queensbury Town Board approval, SEQRA negative declaration, site plan approval, special use permit, and local wetlands use permit. They are moving towards closing with their financial institution and are in the process of contractor selection with the hopes of breaking ground in early 2023.

He noted that National Grid confirmed that the substation has enough capacity for this project.

Mr. Leggett asked about land assessment values with solar system installations.

Mr. Weinand stated that the vacant land status gets reassessed as commercial use.

Mr. O’Brien stated that the IDA will be meeting with the Queensbury assessor to discuss valuation.

Mr. Bruno made a motion to accept the CVE Solar application and Mary King seconded. All voted in favor by voice vote. Motion carried.

Airport Industrial Park Lot Merge – Mr. Barton stated that a color-coded map was provided in the meeting packets that shows the lots suggested to be merged, the viable lots for salability, and the lots designated as wetlands. He stated that some of the wetland areas on the salable lots might be able to be traded to the wetland lots.

Mr. Barton also stated that he and Mr. O’Brien will be meeting with the Town Assessor to discuss possible fee consolidation and unviable lot assessments.

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

NEW BUSINESS

New Member Appointment – Mr. O'Brien stated that Mr. Robinson is now a board member of the IDA and CDC and will no longer hold the position of CFO.

Morcon Resolution – Mr. O'Brien presented a final resolution of the previous supplemental inducement resolution approving the Morcon application for assistance.

Ms. Lais stated that this final resolution affirms and ratifies the two previous resolution approvals and satisfies the two contingencies of the Town Board approval of the PILOT and the Town Planning Board issuing a negative declaration.

Mr. Leggett made a motion to approval this final resolution and Mrs. King seconded. All voted in favor by roll call vote.

Independent Auditor – Mrs. Weaver stated that the Independent Auditor Request for Proposals were sent to six companies with one response received at this point. She noted that the submittal deadline is October 15th.

MISC – Mr. Caimano suggested merging some operations between the Warren Washington County IDA with the Glens Falls IDA. Mr. Barton stated that a meeting will be coordinated soon to continue discussions with the Glens Falls IDA and EDC.

Adjournment – There being no further business to discuss, Mr. O'Brien adjourned the IDA September Board meeting at 5:15 pm.

09/14/22

WWIDA
Profit & Loss YTD Comparison
January through August 2022

	Jan - Aug 22	Jan - Aug 21	\$ Change
Ordinary Income/Expense			
Income			
Nonoperating revenue			
Donations - Land	10,500,000.00	469,882.00	10,030,118.00
Investment Earnings	109.81	580.96	-471.15
2675 · Lot Sales	81,164.00	0.00	81,164.00
Total Nonoperating revenue	10,581,273.81	470,462.96	10,110,810.85
Operating Revenue	333,245.67	258,580.31	74,665.36
Total Income	10,914,519.48	729,043.27	10,185,476.21
Gross Profit	10,914,519.48	729,043.27	10,185,476.21
Expense			
Nonoperating Expenses			
107 · Airport Industrial Park	13,237.34	8,937.18	4,300.16
Total Nonoperating Expenses	13,237.34	8,937.18	4,300.16
Operating Expenses			
Other operating expenses	31,903.73	19,228.27	12,675.46
Professional service contracts	120,607.31	17,870.81	102,736.50
Reimbursable Prof. Svc Contract	0.00	49,380.00	-49,380.00
6460.45 · Staff Payroll - WWIDA	66,872.32	27,628.83	39,243.49
6460.5 · Supplies and Materials	3,136.75	5,151.76	-2,015.01
9000 · Employee Benefits	7,524.21	2,684.26	4,839.95
Operating Expenses - Other	0.00	0.00	0.00
Total Operating Expenses	230,044.32	121,943.93	108,100.39
10000 · Dewatering Facility	54,705.44	145,175.00	-90,469.56
6460.47 · Staff Telephone Allowance	320.00	80.00	240.00
66900 · Reconciliation Discrepancies	11,872.57	0.01	11,872.56
Total Expense	310,179.67	276,136.12	34,043.55
Net Ordinary Income	10,604,339.81	452,907.15	10,151,432.66
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09/14/22

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Donations - Land	10,500,000.00	469,882.00	10,030,118.00
Investment Earnings	109.81	580.96	-471.15
2675 · Lot Sales	81,164.00	0.00	81,164.00
Total Nonoperating revenue	10,581,273.81	470,462.96	10,110,810.85
Operating Revenue			
Charges for Services	244,948.67	237,615.72	7,332.95
Grant Revenue - National Grid	86,597.00	0.00	86,597.00
Grant Revenue - USDA	0.00	12,627.25	-12,627.25
Other Operating Revenue	1,700.00	8,337.34	-6,637.34
Total Operating Revenue	333,245.67	258,580.31	74,665.36
Total Income	10,914,519.48	729,043.27	10,185,476.21
Gross Profit	10,914,519.48	729,043.27	10,185,476.21
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6460.5 · Supplies and Materials	3,136.75	5,151.76	-2,015.01
9000 · Employee Benefits	7,524.21	2,684.26	4,839.95
Operating Expenses - Other	0.00	0.00	0.00
Total Operating Expenses	230,044.32	121,943.93	108,100.39
10000 · Dewatering Facility			
10005 · Sales/Misc Income	-2,094.08	0.00	-2,094.08
10100 · Dewatering Expenses	56,757.97	145,175.00	-88,417.03
10000 · Dewatering Facility - Other	41.55	0.00	41.55
Total 10000 · Dewatering Facility	54,705.44	145,175.00	-90,469.56
6460.47 · Staff Telephone Allowance	320.00	80.00	240.00
66900 · Reconciliation Discrepancies	11,872.57	0.01	11,872.56
Total Expense	310,179.67	276,136.12	34,043.55
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09/14/22

WWIDA
Balance Sheet Prev Year Comparison
As of August 31, 2022

	Aug 31, 22	Aug 31, 21	\$ Change	% Change
ASSETS				
Current Assets				
Checking/Savings				
200 · Cash				
Checking - NOW-10459405	984,265.69	312,421.19	671,844.50	215.0%
Escrow - PILOTS 3528097	43.78	1,214.02	-1,170.24	-96.4%
Total 200 · Cash	984,309.47	313,635.21	670,674.26	213.8%
220 · Checking GFNB 0736	0.10	0.00	0.10	100.0%
250 · Certificates of Deposit				
251 · CD - GFNB - #842819	-25.79	100,688.00	-100,713.79	-100.0%
253 · CD - GFNB - #842821	-73.81	252,774.00	-252,847.81	-100.0%
Total 250 · Certificates of Deposit	-99.60	353,462.00	-353,561.60	-100.0%
Total Checking/Savings	984,209.97	667,097.21	317,112.76	47.5%
Accounts Receivable				
380A · Accounts Receivable	0.00	2,740.44	-2,740.44	-100.0%
380B · Accounts Receivable - PILOTS	0.01	-5,247.59	5,247.60	100.0%
Total Accounts Receivable	0.01	-2,507.15	2,507.16	100.0%
Other Current Assets				
210 · Petty Cash	55.10	143.10	-88.00	-61.5%
381 · Insurance Receivable	4,456.52	4,184.45	272.07	6.5%
480 · Prepaid Insurance	4,265.03	2,335.03	1,930.00	82.7%
Total Other Current Assets	8,776.65	6,662.58	2,114.07	31.7%
Total Current Assets	992,986.63	671,252.64	321,733.99	47.9%
Fixed Assets				
101 · Land	1,126,948.09	1,023,649.09	103,299.00	10.1%
102 · Land-Canalside Energy Park	10,500,000.00	0.00	10,500,000.00	100.0%
104 · Machinery and Equipment				
Furniture and Equipment	357.13	357.13	0.00	0.0%
Office Equipment	1,614.49	1,614.49	0.00	0.0%
Signs & Mailboxes	7,583.50	7,583.50	0.00	0.0%
104 · Machinery and Equipment - Other	-357.38	1,251.62	-1,609.00	-128.6%
Total 104 · Machinery and Equipment	9,197.74	10,806.74	-1,609.00	-14.9%
114 · Accumulated Depreciation	-9,197.99	-9,197.99	0.00	0.0%
Total Fixed Assets	11,626,947.84	1,025,257.84	10,601,690.00	1,034.1%
TOTAL ASSETS	12,619,934.47	1,696,510.48	10,923,423.99	643.9%
LIABILITIES & EQUITY				
Liabilities				
Current Liabilities				
Accounts Payable				
600 · Accounts Payable	-278.92	3,292.96	-3,571.88	-108.5%
Total Accounts Payable	-278.92	3,292.96	-3,571.88	-108.5%
Other Current Liabilities				
602 · Payroll Liabilities				
Federal W/H	671.19	787.04	-115.85	-14.7%
Medicare - Employee	123.83	284.40	-160.57	-56.5%
Social Security - Employee	644.03	470.21	173.82	37.0%
State W/H	460.26	921.88	-461.62	-50.1%
602 · Payroll Liabilities - Other	575.87	-316.13	892.00	282.2%
Total 602 · Payroll Liabilities	2,475.18	2,147.40	327.78	15.3%
615 · Customers' Deposit	0.00	17,404.89	-17,404.89	-100.0%
631 · Due to other governments	19,319.54	-10,391.56	29,711.10	285.9%
Total Other Current Liabilities	21,794.72	9,160.73	12,633.99	137.9%
Total Current Liabilities	21,515.80	12,453.69	9,062.11	72.8%
Total Liabilities	21,515.80	12,453.69	9,062.11	72.8%
Equity				
924 · Net Assets - Unrestricted	1,994,078.86	1,231,149.64	762,929.22	62.0%
Net Income	10,604,339.81	452,907.15	10,151,432.66	2,241.4%

09/14/22

WWIDA
Balance Sheet Prev Year Comparison
As of August 31, 2022

	Aug 31, 22	Aug 31, 21	\$ Change	% Change
Total Equity	12,598,418.67	1,684,056.79	10,914,361.88	648.1%
TOTAL LIABILITIES & EQUITY	12,619,934.47	1,696,510.48	10,923,423.99	643.9%

Lot Merger Goals

- ① Maximize saleable lots
- ② Minimize "wetland impact"
- ③ Establish "wetland lots" for solar



PLAN: INDEX

SCALE SEE GRAPHIC SCALE



DATE	REV #	ISSUED / REVISIONS
12/07/2021	1	REVISED WETLAND DELINEATION & LOST RESTRICTED AREAS
10/14/2021	2	UPDATED PERMITS COMMENTS
09/21/2021	3	NO CHANGES THIS DRAWING SHEET
08/21/2021	4	UPDATED PERMITS COMMENTS
08/29/2021	5	REMOVED WETLAND SURVEY CHART
	6	FOR REVIEW BY NOTES AND USACE
	7	REVISED DRAWING SHEET

JARRETT Engineers, PLLC
Civil & Environmental Engineering
12 EAST WASHINGTON STREET
PHONE: (516) 792-2207
GLEN FALLS, N.Y.

PHASE II USAGE WETLAND PERMITTING
WARREN-WASHINGTON COUNTIES INDUSTRIAL PARK
COUNTRY LINE & CASSY ROAD
MANSBURY, NEW YORK

DATE: OCTOBER 2020

PRO: #95-015

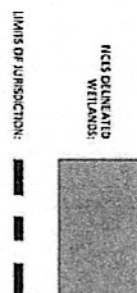
SHEET: 3 OF 12

PLOTED / REVISED: 12/20/21 11:54 AM

GENERAL NOTES:

6.1) UPDATED WETLAND DELINEATION ON CURRENTLY WORKING LOTS PREPARED BY NORTH COUNTY ECOLOGICAL SERVICES, INC., SEPTEMBER 2020 AND APRIL 2021.
6.2) WETLANDS ON PREVIOUSLY DEVELOPED AND PRIVATELY OWNED (COMMERCIAL/RECREATION) LOTS WERE NOT DELINEATED BY NORTH COUNTY ECOLOGICAL SERVICES, INC.

CURRENT WETLAND DELINEATION, 2020-2021





New Leaf Energy
22 Century Hill Drive, Suite 303
Latham, NY 12110

August 19, 2022

Washington County IDA
5 Warren St
Glens Falls NY 12801

Dear David and Daniel

Thank you for the opportunity to present to you a proposal to option and lease your property for a solar photovoltaic generating and storage facility. This letter serves as the proposed terms under which Lessee, a subsidiary of Borrego Solar, will option and lease your property. We will present you with an option and lease agreement within fifteen (15) business days from full execution of this Letter of Intent.

Property	The Property is located at 626 County Line Road, Kingsbury, NY 12804, (Tax ID 137.-2-1).
Leased Premises:	The Premises to be leased is approximately 18 acres located at the Property.
Preliminary Site Location:	A preliminary site location is attached here as Exhibit A. We are committed to working with you to determine the final site location during the Option Term.
Option Term:	540 days with the right to extend by Lessee for 2 additional periods of 365 days each.
Option Payment:	\$8,000.00 for the first 540 days. \$5,000.00 for each additional 365 days.
Lease Term:	25 years with the right to extend by Lessee for 4 additional 5-year periods.
Rent:	\$1,800.00 per acre per year, with 1% annual increases.
Rent Commencement:	Rent shall commence when the system reaches commercial operation.

Permitted Use:	Lessee will develop, construct and operate a solar photovoltaic generating and energy storage facility. Due diligence will be conducted during the Option Term.
Ownership of Energy:	All electricity, utility credits, and energy attributes generated by the facility shall be the property of Lessee.
Property Taxes:	Lessee will pay all increases to property taxes directly resulting from installation of the facility, plus any roll back taxes that may be incurred due to removal of a property tax exemption. Lessor will pay all base property taxes on the land and any regular increases thereon and all increased taxes resulting from removal of a tax exemption.
Costs:	Lessee will pay for all costs and perform all work related to the facility.
Removal of the Facility:	Lessee will remove the facility within 180 days of the end of the lease term at Lessee's sole cost.
Assignment:	Lessee will have the right to freely assign the lease to affiliates and for financing purposes.
Exclusivity:	For 100 days from the date this LOI is fully executed (the " <i>Exclusivity Period</i> "), neither you, nor any of your employees, representatives or agents, will solicit, engage in discussions or negotiations, enter into any arrangement, agreement or commitment regarding the installation or operation of a solar or energy storage facility for the specific property listed in Exhibit A with any party other than Borrego, its subsidiaries or agents.
Non-Interference:	During the Exclusivity Period, you agree that you will not interfere with Borrego's or its subsidiaries' or agents' efforts to secure other agreements, permits or authorizations to develop a solar photovoltaic generating and energy storage facility on your Property or any other property.
Confidentiality:	You shall keep the terms of this LOI and the transaction contemplated herein secret and confidential; provided, however, you may disclose this LOI and the transaction contemplated herein to your affiliates, attorneys, consultants or other agents or professional advisors, or as required by law.

Tests: Upon full execution of this LOI, you hereby grant us a license to enter the property to conduct tests, inspections, surveys and investigations ("*Tests*") that we deem necessary to evaluate the suitability of the Property for the Permitted Use. All such Tests shall be conducted at Lessee's sole cost and expense. Tests results will be provided to the Washington County IDA.

Non-Binding Terms: Other than the Exclusivity, Non-Interference and Confidentiality provisions above, which are binding upon the parties, this LOI is not intended to be a binding agreement, but rather, points for discussion and negotiation between the parties. A fully binding agreement shall become effective only when and if an option and lease agreement is executed by both parties and prior to such time we may terminate this LOI for any or no reason.

General Provisions: This LOI may be executed in counterparts, each of which shall be considered an original, and taken together shall constitute the same instrument. A copy of this LOI sent via facsimile or electronic mail in a portable document format ("*PDF*") will be considered an original

If you are in agreement with the terms above, please indicate by signing below and on the authorization letter attached as Exhibit B indicating you are working exclusively with us and return a copy of the signed Letter of Intent and authorization letter.

Very Truly Yours,

Terrence Nolan
Project Developer
22 Century Hill, Suite 302
Latham, NY 12110
Cell: 908-892-0841

Accepted and Agreed:
Washington County IDA
By:
Name: _____
Date

EXHIBIT A

Preliminary Site Location

**Please note that the below design is for discussion purposes only and does not represent the definitive final location and size of the project.*



APPENDIX H –

New York State Standardized Acknowledgment of Property Owner Consent Form

Interconnecting Utility: National Grid
Utility Project Number (if available): _

(Note: This Acknowledgment is to be signed by the owner of the property where the proposed distributed generation facility and interconnection will be placed, when the owner or operator of the proposed distributed generation facility is not also the owner of the property, and the property owner's electric facilities will not be involved in the interconnection of the distributed generation facility.)

This Acknowledgment is executed by _____ ,
(the "Property Owner"; as used herein the term shall include the Property Owner's successors in interest to the Property), as owner of the real property situated in the City/Town of Kingsbury, Washington County, New York, known as 626 County Line Road, Kingsbury, NY 12804, (Tax ID 137.-2-1) (the "Property"), at the request of 212 Solar Development, LLC (the "Developer"; as used herein the term shall include the Developer's successors and assigns).

This Acknowledgment does not grant or convey any interest in the Property to the Developer.

1. The Property Owner certifies as of the date indicated below that the Property Owner is working exclusively with the Developer on a proposal to install a distributed generation facility (the "Facility") on the Property.

OR

2. The Property Owner certifies as of the date indicated below that the Developer has executed with the Property Owner one of the following: a signed option agreement to lease or purchase the Property, an executed Property lease, or an executed purchase agreement for the Property granting the Developer a right to use the Property for purposes of installing the Facility.

Property Owner:
By:
Name:
Title:
Date:

Developer:
By:
Name:
Title:
Date:

EDWARD J GALLACHER, CCIM
Commercial Real Estate Appraiser
42 Genesee St, Suite #2
New Hartford, NY 13413
(315) 733-9310

September 9, 2022

David O'Brien, Chair
Warren-Washington County IDA
5 Warren St, Glens Falls, NY 12801

RE: Rental Comparable Study for Parcels Identified as follows:

Parcel 163.-2-20.1: 8 acres to be leased (out of 51 ± total acres)

Fronting on 470 Lock 8 Way, Ft Edward

Parcels: 137.-2-1; -1.33; -1.34; 1.35: 18 ± acres to be leased. Fronting on County Line Rd
and Furguson Ln, Kingsbury

Pursuant to your request, I am submitting a fee quote for Comparable Market Rate Rental Studies for the above captioned parcels. The reports will comply with the reporting options set forth in the Uniform Standards of Professional Appraisal Practice (USPAP).

Based on our discussions it is my understanding that you need a short report that includes comparable rental rates for each of the two properties. One property will be utilized for solar (Kingsbury); the other property (Ft Edward) will be used for equipment and material storage.

The proposed fee for each report is \$1200. The total proposed fee for both reports, if completed during the same time frame, is \$2,000. It is my understanding that you want comparable rental information for both properties.

Delivery of the completed preliminary reports will be approximately 7 business days following authorization to proceed.

RE: Rental Comparable Study for Parcels Identified as follows:

Parcel 163.-2-20.1: 8 acres to be leased (out of 51 ± total acres)

Fronting on 470 Lock 8 Way, Ft Edward

Parcels: 137.-2-1; -1.33; -1.34; 1.35: 18 ± acres to be leased. Fronting on County Line Rd
and Furguson Ln, Kingsbury

Upon your review and acceptance, please sign below and return the letter to me. A scanned or
faxed document will suffice.

If you have any questions, please give me a call.

Respectfully Submitted,



Edward J. Gallacher, CCIM

NYS Certified General Appraiser (ID # 46-21039)

Email: ccim@egall.net / Fax #: 315.292.1306 / Office #: 315.733.9310

Accepted

Warren-Washington County IDA

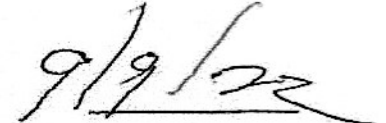
By:



Authorized Signature



Title



Date

Counties of Warren and Washington Industrial Development Agency

Resolution No. 22-_____
Adopted September 19, 2022

Introduced by _____
who moved its adoption.

Seconded by _____

RESOLUTION TAKING FINAL ACTION TOWARD UNDERTAKING A CERTAIN PROJECT, AS DEFINED HEREIN, APPOINTING MORCON, INC. (THE "COMPANY"), AS AGENT OF THE AGENCY FOR THE PURPOSE OF CONSTRUCTING AND EQUIPPING THE PROJECT FACILITY (AS DEFINED HEREIN) AND, ON CERTAIN CONDITIONS, AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGENT AGREEMENT AND CLOSING DOCUMENTS BY AND BETWEEN THE AGENCY AND THE COMPANY

WHEREAS, the Counties of Warren and Washington Industrial Development Agency (the "Agency") is a body corporate and politic duly organized and existing under Sections 856 and 890-c of the General Municipal Law ("GML") of the State of New York (the "State"), with its principal place of business at 5 Warren Street, Glens Falls, New York; and

WHEREAS, the Agency conducted a public hearing on August 11, 2022 pursuant to Article 18-A of the New York State General Municipal Law (the "Law") before taking official action relating to the Project, as defined herein; and

WHEREAS, on July 18, 2022 and August 15, 2022, the Agency adopted resolutions taking preliminary action toward undertaking a project a certain project and conditionally appointing Morcon, Inc., as agent of the Agency for the purposes of undertaking a certain project (the "Project") to consist of: (A)(1) the acquisition of an interest or interests in a parcel of land located at 62 Owl Kill Road, in the Town of Cambridge, Washington County, New York (the "Land"), together with the existing building located on the Land and known as the Morcon, Inc. Corporate Headquarters and Manufacturing Site (the "Facility"); (2) the reconstruction and renovation of the Facility in three phases including (a) the construction of an approximately 40,000 square foot expansion for material storage and distribution at the Facility (the "First Expansion"), (b) the construction of an approximately 15,000 square foot expansion for reshoring of paper production at the Facility (the "Second Expansion," and collectively with the First Expansion, the "Expansions"), and (c) the installation of an updated sprinkler system and water storage system to service the completed Facility and Expansions (the "Water System," and collectively with the Expansions, the "Additions"), and (3) the acquisition and installation thereon and therein of various machinery and equipment (the "Equipment") (the Land, the Facility, the Equipment and the Additions hereinafter collectively referred to as the "Project Facility"), all of the foregoing to constitute, when complete, a manufacturing facility containing approximately 70,000 square feet of space to be owned and operated by the Company for the purpose of converting towel, tissue, and napkin products and other directly or indirectly related

activities; (B) the granting of certain other “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including exemption from certain sales taxes, deed transfer taxes, mortgage recording taxes and real property taxes (collectively with the Obligations, the “Financial Assistance”); and (C) the entering into a lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company (the “Straight Lease Transaction”), all pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York, Chapter 862 of the Laws of 1971 of the State of New York (collectively, the “Act”), as amended; and

WHEREAS, under Article 18-A of the Act, the Legislature of the State of New York has granted the Agency the power and authority to undertake the Project, as the Act authorizes the Agency to promote, develop, encourage and assist projects such as this Project and to advance job opportunities, health general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency is a state agency under Section 8-0105 of the Environmental Conservation Law of the State of New York and the Project is an action under Article 8 of said law (Article 8 hereinafter being referred to as the “State Environmental Quality Review Act” or “SEQRA”) and under 6 NYCRR Part 617, §§ 617.2(b) and 617.3(g); and

WHEREAS, the approvals contained in the aforementioned resolutions were contingent upon a determination by the members of the Agency to proceed with the Project following satisfaction of all requirements of SEQRA that relate to the Project.

NOW, THEREFORE, BE IT RESOLVED:

SECTION 1. Findings. The Agency hereby ratifies and reaffirms the Findings made in its resolutions adopted on July 18, 2022 and August 15, 2022.

SECTION 2. Determinations. The Agency hereby determines to:

(A) enter into, execute and deliver a lease agreement from the Company or its permitted assigns to the Agency and the Lease Agreement with the Company or its permitted assigns for the Project Facility subject to the approval of said documents by the Chairman and counsel to the Agency; and

(B) execute and deliver all other certificates and documents subject to the review and approval of said documents by the Chairman and counsel to the Agency.

(C) ratify and reaffirm any other Determinations made in its resolutions adopted on July 18, 2022 and August 15, 2022.

SECTION 3. Company Appointed Agent of Agency.

(A) The Company or its permitted assign is hereby appointed the true and lawful

agents of the Agency to:

- (1) construct and install the Project Facility;
- (2) make, execute, acknowledge, and deliver all contracts, orders, receipts, instructions, and writings needed to complete the Project; and
- (3) do all other things requisite and proper for the completion of the Project.

SECTION 4. PILOT Approval. The Town Board of the Town of White Creek approved of the Payment in Lieu of Taxes Agreement (“PILOT Agreement”) on August 9, 2022.

SECTION 5. SEQRA Review. The Project is an “Unlisted Action” under SEQRA for which the Town of White Creek Planning Board (the “Planning Board”) has acted as lead agency. On or about September 7, 2022, the Planning Board reviewed the Project Site Plan Application submitted on behalf of the Company and approved said Site Plan, and issued its Negative Declaration finding that the Project will not have a significant impact on the environment; and (ii) the Agency has thoroughly reviewed the environmental assessment form, negative declaration and related supporting information presented to the Agency within the Company’s Application for Assistance in order to determine whether the Project might have any potential significant adverse impacts upon the environment. After conducting this review, the Agency has determined that the acquisition, construction and equipping of the Project Facility are consistent with social, economic and other essential considerations and will not result in any significant adverse impacts on the environment. The Agency hereby ratifies the findings and Negative Declaration of the Town of White Creek Planning Board. In doing so, the Agency satisfies the requirements of Part 617 of Title 6 of the New York Code of Rules and Regulations and no further SEQRA review is required for the Project.

SECTION 6. Ratification. Except as modified by this Resolution, the Agency hereby ratifies and confirms, in all respects, all terms, provisions and requirements stated and approved in the resolutions adopted on July 18, 2022 and August 15, 2022.

SECTION 7. Further Action. The Chairman of the Agency is authorized to take such further action as shall be necessary to give effect to and implement this resolution.

SECTION 8. Effective Date. This resolution shall take effect immediately.

The question of the adoption of the foregoing resolution was duly put to a vote by roll call and was thereupon declared duly adopted.

{Acknowledgement to Follow}

STATE OF NEW YORK)
) SS:
COUNTY OF WARREN)

This is to certify that I, Alie Weaver, Records Management Officer for the Counties of Warren and Washington Industrial Development Agency, do hereby certify that the foregoing is a true and correct copy and the whole thereof of a Resolution duly adopted by the Counties of Warren and Washington Industrial Development Agency, Glens Falls, New York on the ____ day of September, 2022.

In witness whereof, I have hereto set my hand and affixed the official seal of the Counties of Warren and Washington Industrial Development Agency on this ____ day of _____, 2022.

[SEAL]

Alie Weaver
Counties of Warren and Washington
Industrial Development Agency

TO: Washington County IDA

FROM: Paul Guillet

DATE: August 15, 2022

SUBJECT: Canalside Energy Park Combined Sewer Separation Project

Introduction

The Washington County Sewer District #2 is currently is under consent order from the NYS DEC due to having multiple combined sewer over flows throughout the plant and further upstream in the system. In order to allow the Canalside Energy project to connect into the WCSD#2, the treatment plant must reduce flows by 400,000 gallons per day (GPD). This is equivalent to 0.62 cubic feet per second (cfs). The below areas have been selected for evaluation to separate the sewers to reduce flows to the treatment plant. The stormwater will be separated from the sewer and discharged to a new location to reduce the flows by the required amount. Based upon the NYS DEC's discretion, a storm will be selected that produces the amount of water needed to be removed from the system. Refer to the table below for the areas of separation necessary to remove the stormwater flows from the system.

Storm Intensity	Precipitation (in)	Area needed (acres)
1 year	2.22	0.680
2 year	2.58	0.507
5 year	3.17	0.353
10 year	3.70	0.274
25 year	4.55	0.215
100 year	6.22	0.131

This table shows the minimum area required to achieve the removal of 400,000 GPD. All areas selected for evaluation are substantially greater than the minimum. The range is from 9 acres to 22 acres for candidate sites.

Frank and Chestnut Street

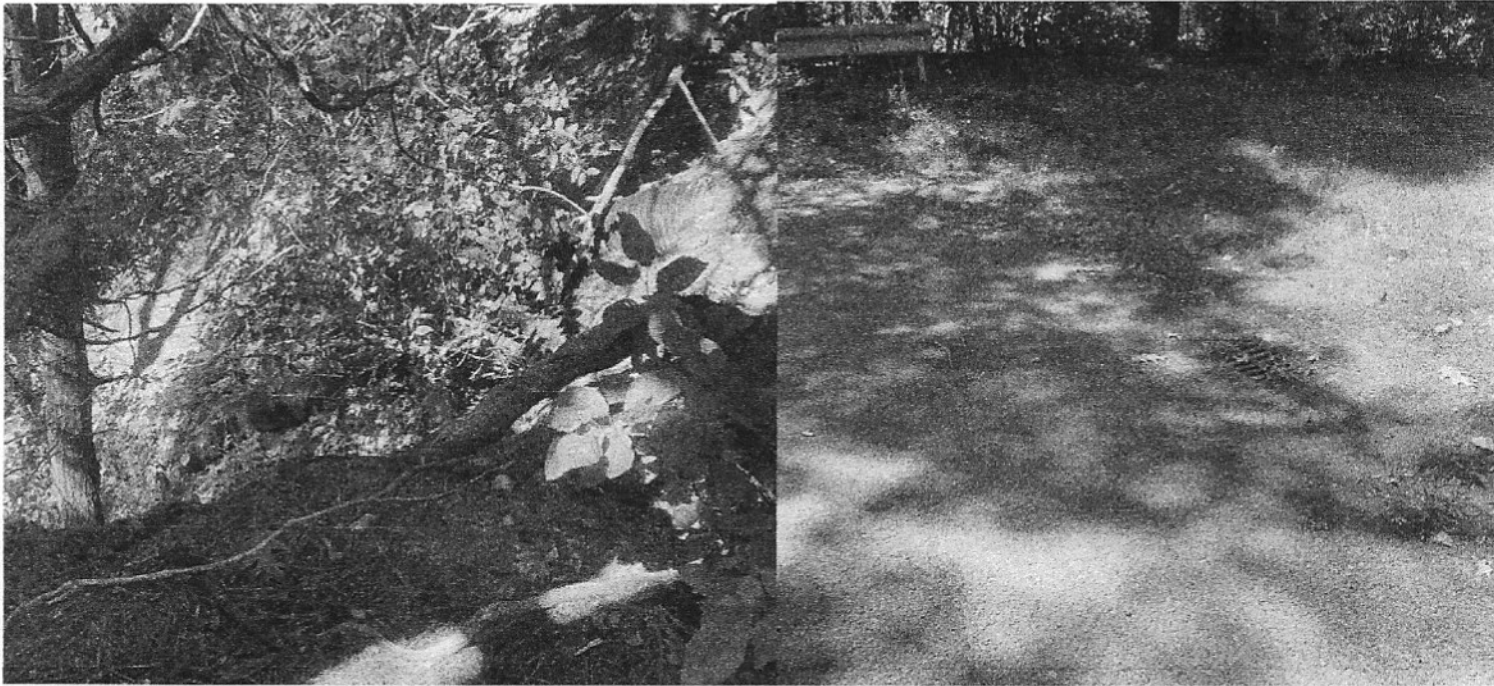
Existing Conditions: The existing conditions for this area contain the combined sewer for Frank and Chestnut Street. The sewer flows from the high point located in the middle of Frank Street to the 90-degree bend at Chestnut Street. Chestnut Street flows south to where the flows merge with Seminary Street. Stormwater catch basins exist on Frank and Chestnut Street as well as at the intersections of Seminary Street. These flows currently move east towards the Seminary Street and Valley Street intersection. This intersection serves as a connection point for both sides of Seminary Street.



Above: The existing combined sewer configuration in the Frank and Chestnut area.



Above: An existing conditions sewer map created for a previous project.



Left: An existing corrugated pipe found on the slope running down to the Hudson River from the end of Seminary Street.

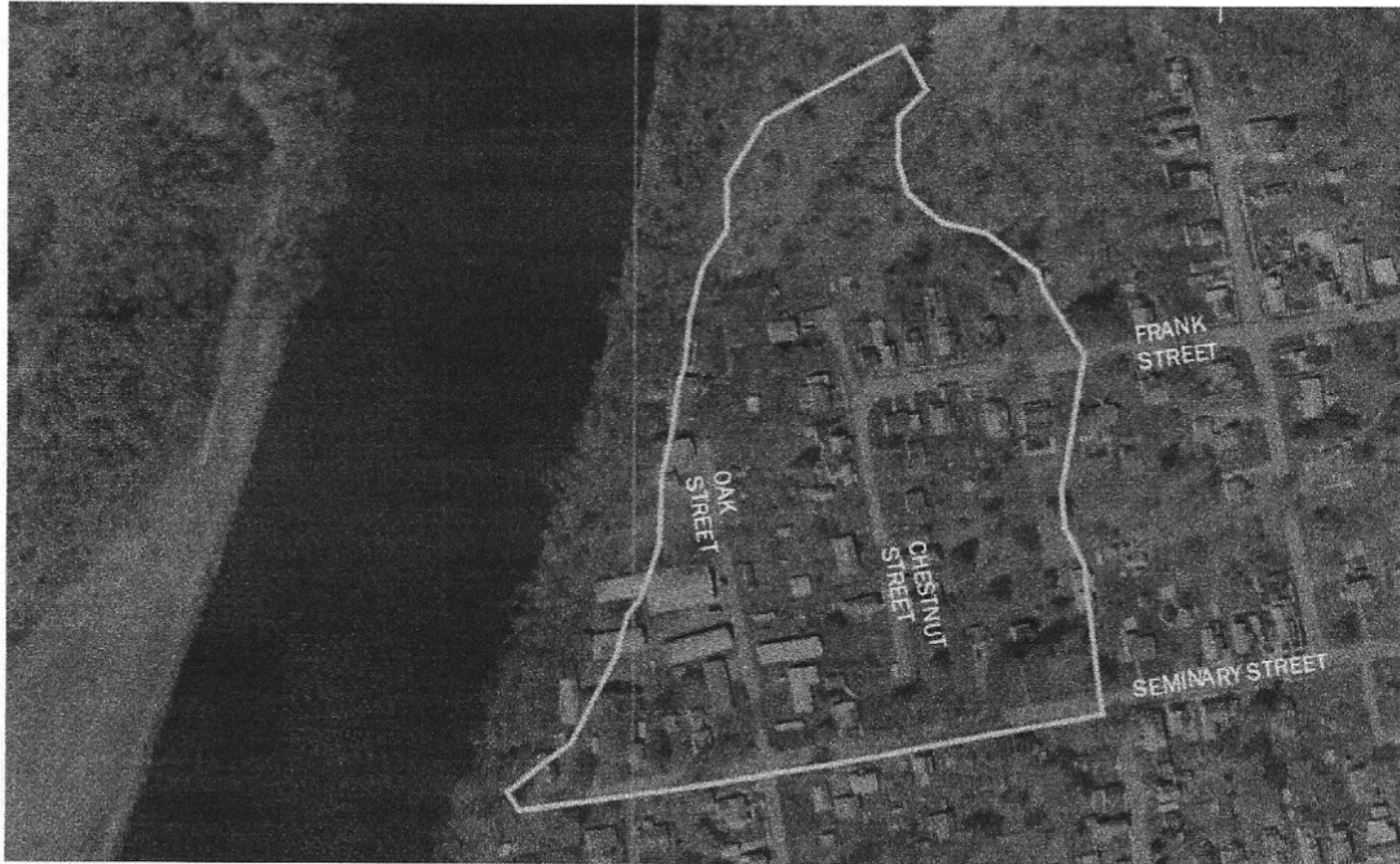
Right: The storm catch basin at the end of Seminary Street that is believed to attach to the corrugated pipe above.

Proposed Plan: The proposed plan is to separate the Frank and Chestnut combined sewer. The new system would begin at the high point of Frank Street and travel westward to the intersection with Chestnut Street. From here the flows will travel south to Seminary Street. Catch basins will be installed at the intersection of Chestnut and Seminary and will also be put in Chestnut Street. From the intersection the flows will travel westward towards Oak Street where more flows will be gathered from. The flows will continue towards the Hudson River where they will potentially combine with an existing storm catch basin that can be seen above.



Above: The proposed separated stormwater system in the Frank and Chestnut area.

Drainage Area: The Stormwater basin encompasses the high point of Frank Street down to Seminary Street. A small area to the North of Frank Street will also flow into the proposed separated stormwater area. Oak Street will also be incorporated into the system as it will flow into the catch basins proposed at the intersection of Seminary Street. The area of this stormwater boundary is approximately 13 acres.



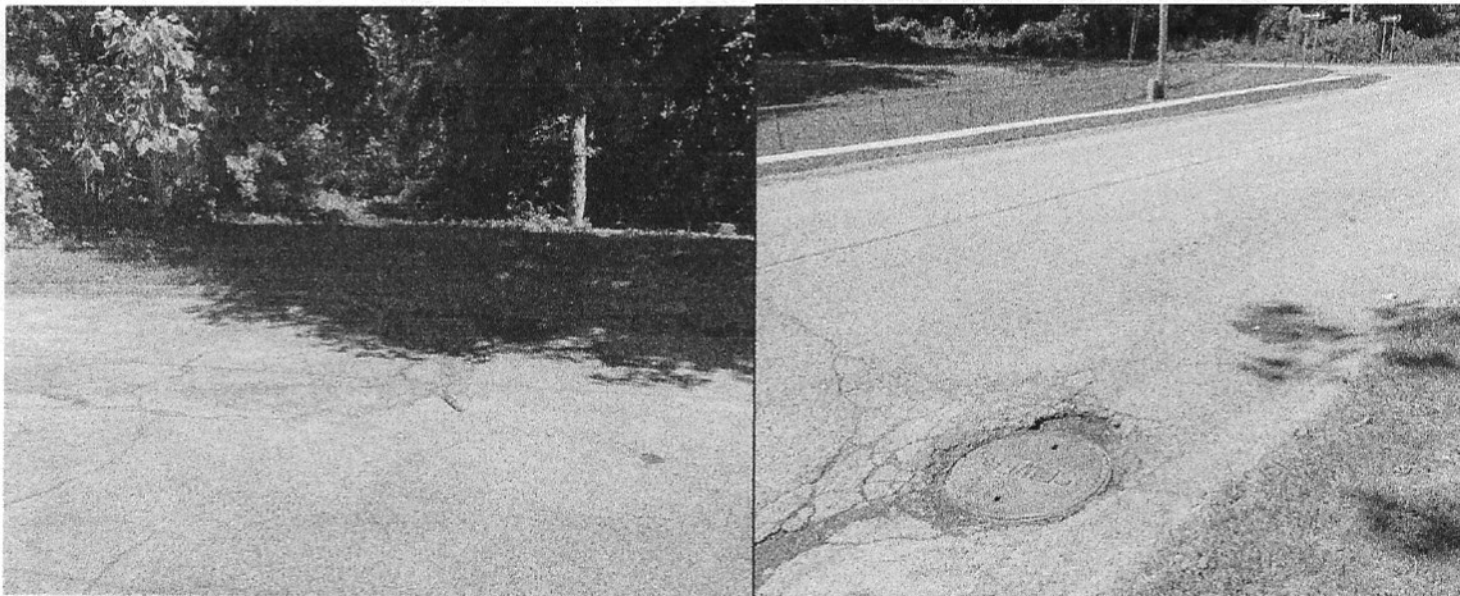
Above: The approximate stormwater drainage area

Cooper and Prospect

Existing Conditions: Cooper and Prospect are currently a combined sewer that drains towards Grave Street. The high point on Cooper and Prospect occurs roughly a third of the way down each street. Both sewer manholes and storm catch basins can be seen throughout the streets. At the southern end of Grove Street there is a catch basin that appears to drain down the hill toward McIntyre Street. At the bottom of the hill water can be heard flowing at the intersection of Case and McIntyre. It is believed that the Fort Edward Commons ties into the system at the furthest south manhole on the map. From here, it is unknown where the system continues further down the line. It appears that the existing sewer ties into the system on McIntyre and continues south.



Above: The existing combined sewer configuration in the Cooper and Prospect area.



Left: The existing catch basin at the intersection of Prospect and Grove Street. Right: A manhole on McIntyre Street that the combined sewer currently flows through.

Proposed System: The proposed sewer separation of Cooper, Prospect and Grove would begin at the Cooper and Prospect high points. Catch basins would be added along the side of the road to collect stormwater and into the system and transport it to the low point near the intersection of Prospect and Grove Street. The water would then be moved down the hill toward McIntyre and would pickup flows from the north as well. The water would then be piped underneath Case Street to the

Northern corner of the Village of Fort Edward recreation area. In this area, a cistern would be installed to collect the rainwater and then used for irrigation for the park. This would help to move the project along as it could also qualify as a green infrastructure project.



Above: The proposed separated stormwater system in the Frank and Chestnut area.

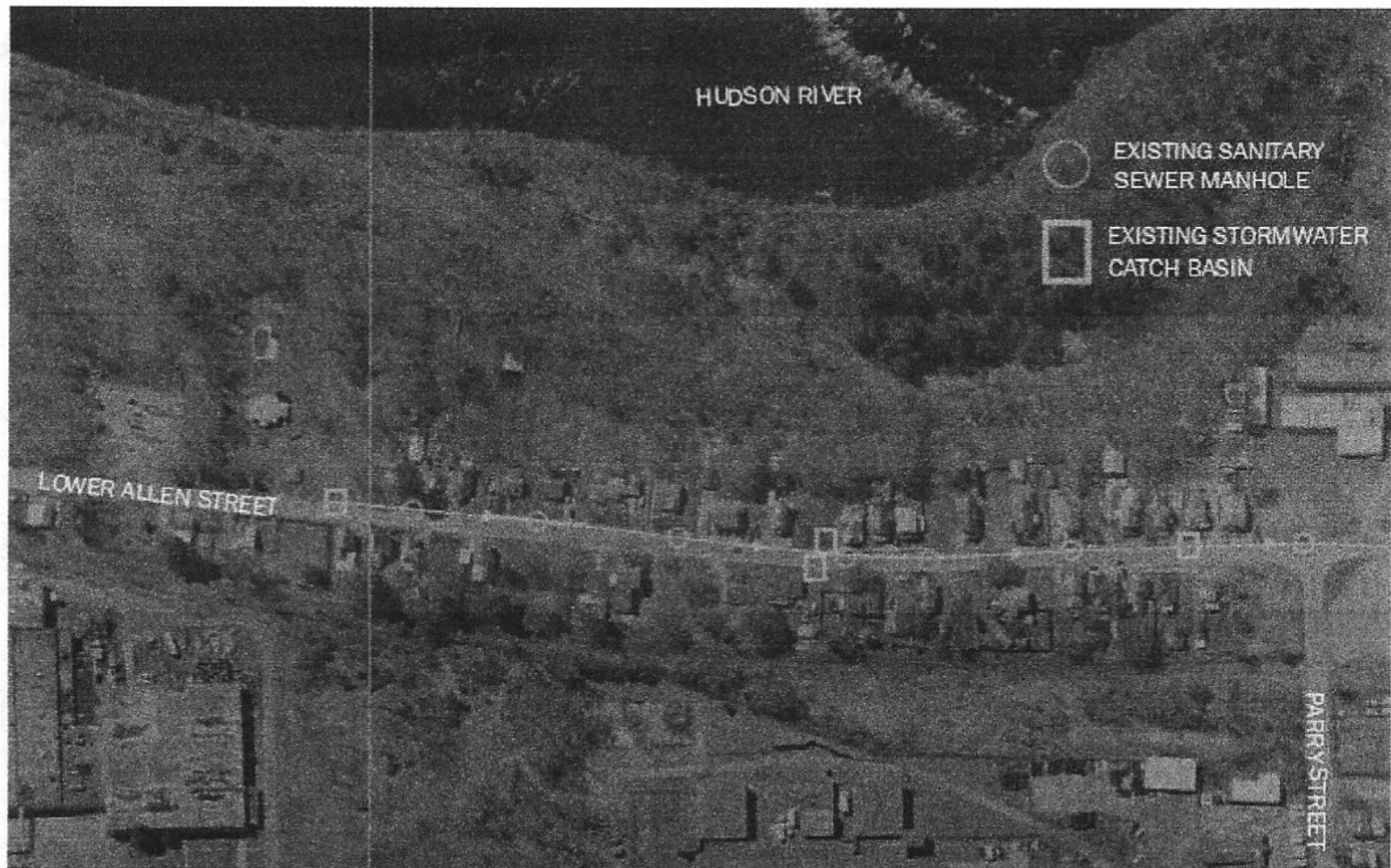
Drainage Area: The new drainage area will include the following areas seen below in blue. Cooper and Prospect will continue to drain East and down the hill. At the low point of McIntyre, catch basins will be installed to collect the runoff from the road prior to directing it towards the cistern. This larger area will make removing the required combined flows from the system very feasible. The total area is approximately 10 acres.



Above: The approximate stormwater drainage area for Cooper and Prospect.

Lower Allen

Existing Conditions: Lower Allen Street is currently a combined sewer that runs North towards Allen Street. This system combines with Parry Street at the intersection. Currently 6 manholes could be identified on Lower Allen, a number of the paved over however. The system appears to begin just to the North of the National Grid facility at the southern end of Lower Allen. A low point exists in roughly the middle of Lower Allen Street, 2 catch basins exist at the Low point of Lower Allen and are presumed to join the sewer system and continue northward. Another storm basin is found just before the intersection and is presumed to also join the system.

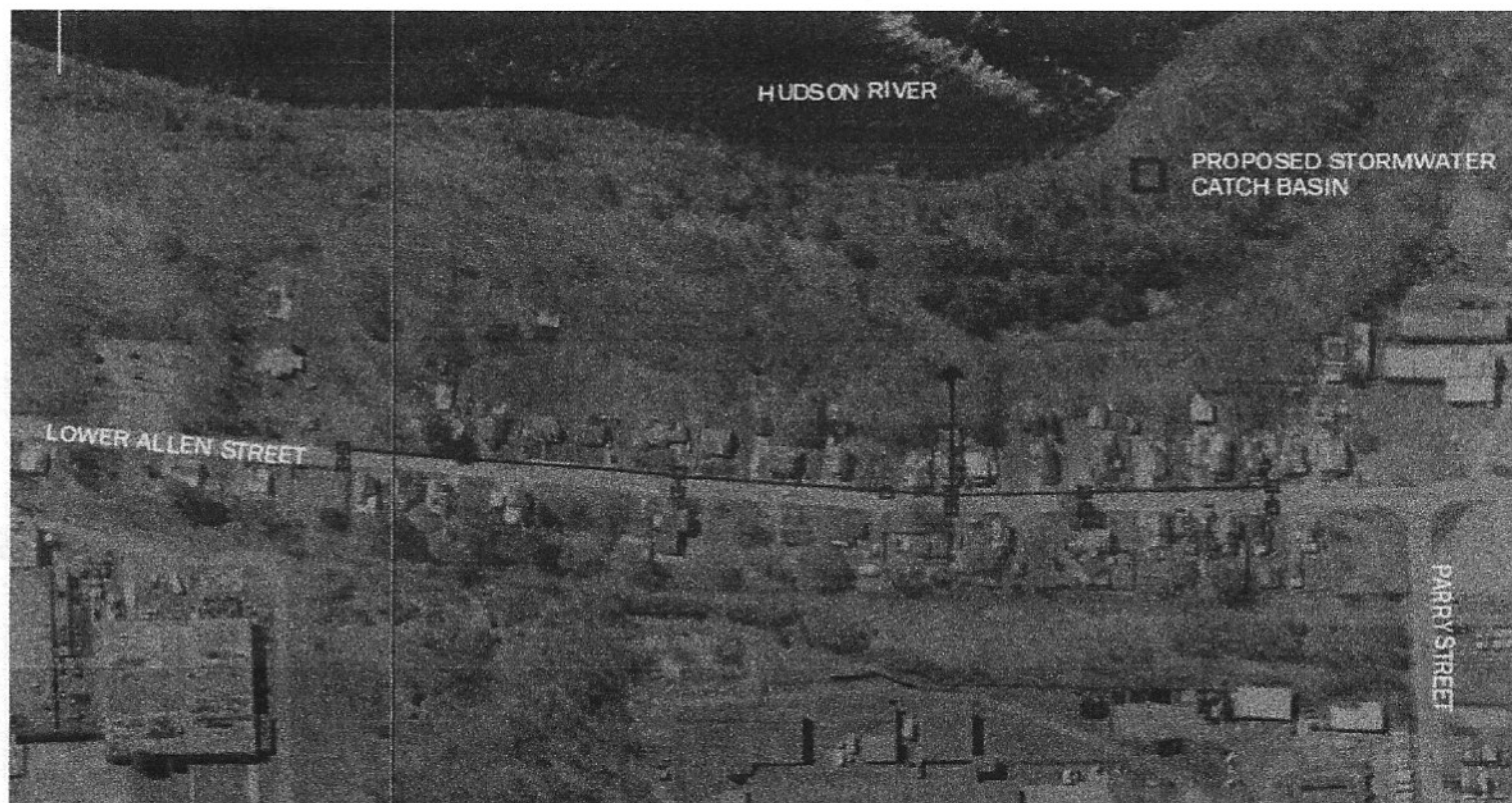


Above: The existing combined sewer configuration in the Lower Allen Area.



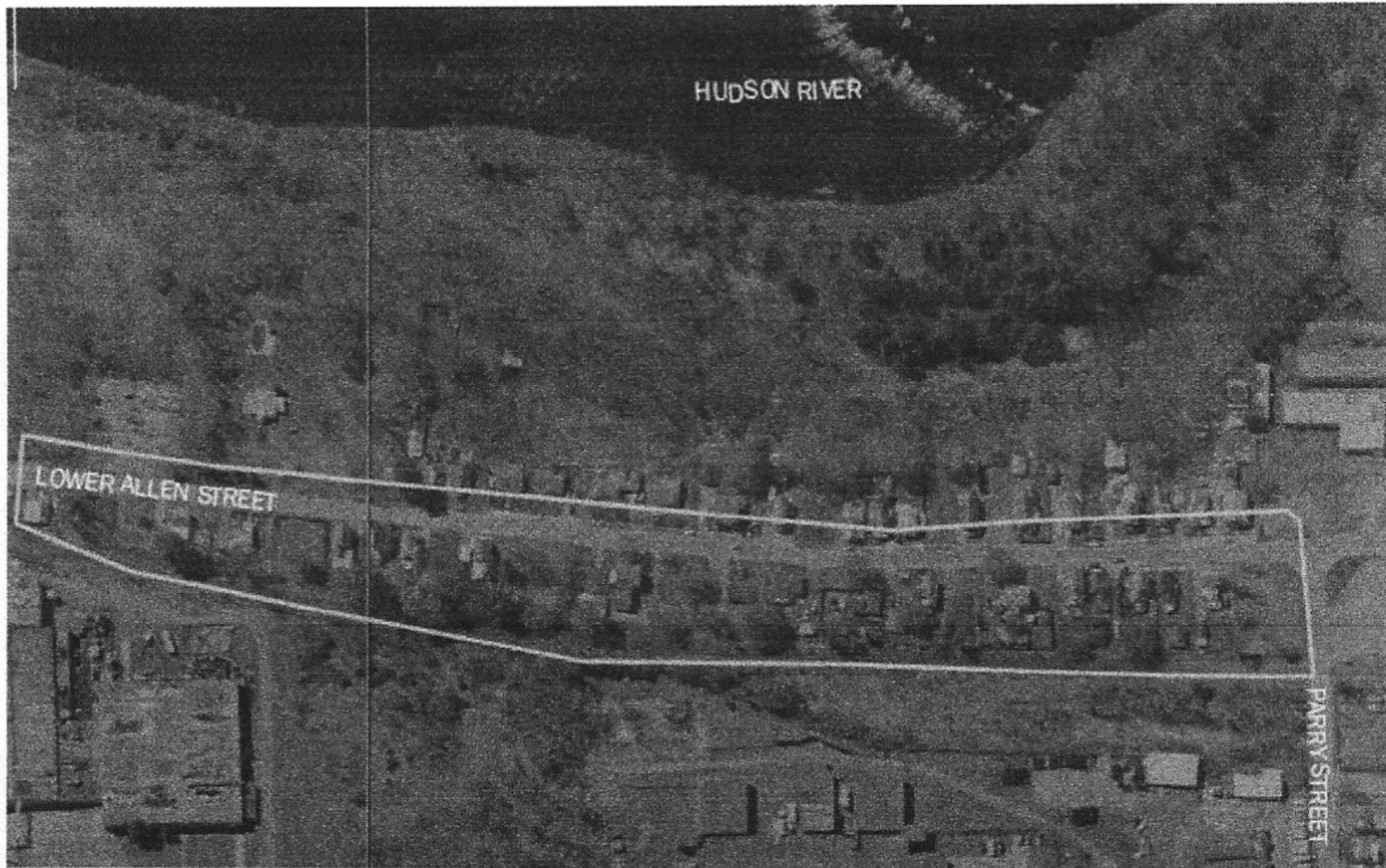
Left: A sanitary manhole partially paved over in the middle of Lower Allen Street
 Right: A catch basin at the low point of Lower Allen Street.

Proposed Plan: The proposed conditions would separate the existing storm basins from the sewer system. The plan would be to add storm catch basins along Lower Allen Street. On both sides of the road there will be incremental basins that connect to the main on the west side of the road. At the low point, stormwater would be collected and then piped slightly further North to the area adjacent to the open lot. Once there, the stormwater would be discharged to the Hudson River. Currently on the backside of the houses there is approximately an 80-foot cliff prior to the Hudson River. From here, manholes would be added down the slope in order to create a pipe network down to the Hudson River. Although this is a possible option, it should be noted that this is likely to be very expensive.



Above: Proposed Separated stormwater system for Lower Allen Street

Drainage Area: The drainage area would incorporate the high point just south of national grid and down Lower Allen Street to the low point. It is assumed that the fronts of the houses would also grade toward to the street. Further, a substantial area to the east drains to Lower Allen and would be incorporated and removed from the combined system as well. To the North, the intersection of Parry and Lower Allen would serve as a boundary for the drainage area. To the East, there is a set of raised train tracks that will likely serve as the boundary as the water would be collected against the edge of the tracks. The total area is approximately 9 acres.



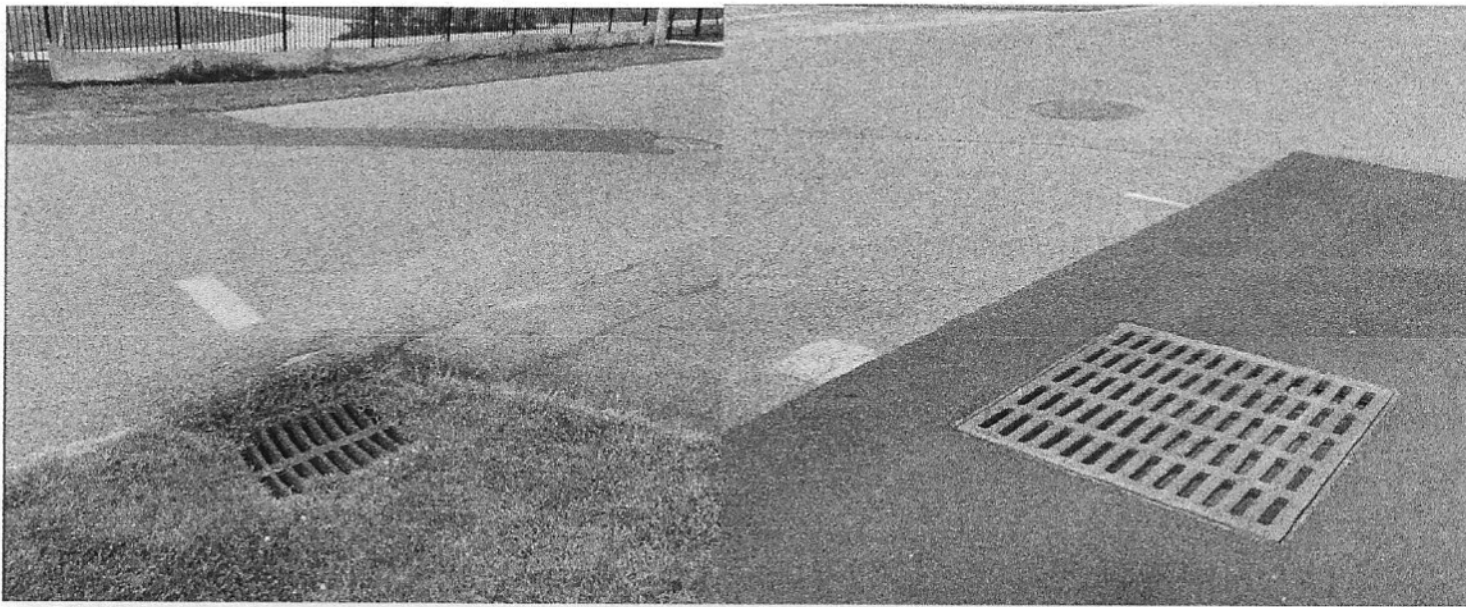
Above: The approximate stormwater drainage area for Lower Allen

Coleman and William

Existing Conditions: Coleman Street and William Street are currently combined sewer systems. At the intersection of Coleman and Preston Avenue there is a high point in the system. To the East of Preston Street there is a gravity sewer that flows to a main line within Route 37. To the West of the Preston Street High Point there is a sewer that flows westward to a pump station that pumps back to the line to the East of the Preston, Coleman intersection. On William Street the combined sewer flows from the intersection of Lincoln Street and William Street toward Route 37. Route 37 appears to be the main line and connection point for this area. Multiple new catch basins appear in this area. New catch basins appear to be connected into existing sewer.



Above: The existing combined sewer configuration for Coleman and William Street



Left: Two new stormwater catch basins that appear to connect into the sewer on William Street.

Right: A new stormwater catch basin on Coleman Street at the intersection of Coleman and Preston.

Proposed Plan: The most effective route would be separate the sewer to the east of the Preston Street and to the East of Lincoln Street. These areas both naturally drain to the East and could be sent towards Route 37. Once at Route 37 the flows would be moved North and then tied into the Canal in this area. The Sewer in this area would not need to be changed as the flows west of Preston would continue to go the pump station and the flows East could continue in the existing system. This

would also help to continue and preserve the newly improved Moran Derby Park infrastructure



Above: Proposed Separated stormwater system for Coleman and William Street

Drainage Area: The Coleman and William watershed boundary will contain areas to the east of Derby Park. As seen below, the total area of the watershed is approximately 22 acres.



