

Section I: Applicant Information

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

A) Applicant Information-company receiving benefit:

Applicant Name: ELP Stillwater Solar LLC
Applicant Address: 552 Massachusetts Avenue , Suite 201, Cambridge MA 02139
Phone: (646) 239-1102 Fax: _____
Website: www.eastlightpartners.com E-mail: wdewolf@eastlightpartners.com
Federal ID#: 83-1987540 NAICS: _____
State and Year of Incorporation/Organization: New York, 2018
List of stockholders, members, or partners of Applicant: East Light Capital Fund I LLC, East Light Partners PBC

Will a Real Estate Holding Company be utilized to own the Project property/facility? ☐ Yes or ☒ No

What is the name of the Real Estate Holding Company: _____

Federal ID# of Real Estate Holding Company: _____

State and Year of Incorporation/Organization: _____

List of stockholders, members, or partners of Real Estate Holding Company: _____

Agency assisting in application (SCPP or SEDC): SEDC

B) Individual Completing Application:

Name: Wendy De Wolf
Title: VP of the Manager, East Light Partners
Address: 552 Massachusetts Avenue, Suite 201, Cambridge MA 02139
Phone: (646) 239-1102 Fax: _____
E-Mail: wdewolf@eastlightpartners.com

C) Company Contact (if different from individual completing application):

Name: Wendy De Wolf
Title: VP of the Manager, East Light Partners
Address: 552 Massachusetts Avenue , Suite 201, Cambridge MA 02139
Phone: (646) 239-1102 Fax: _____
E-Mail: wdewolf@eastlightpartners.com

D) Company Counsel:

Name of Attorney: Zach Seder

Firm Name: Zach Seder Legal, PLLC

Address: 63 West 73rd Street, New York, NY 10023

Phone: (510) 367-7873

Fax: _____

E-mail: zach@zsllegal.com

E) Identify the assistance being requested of the Agency (select all that apply):

- | | |
|--|--|
| 1. Exemption from Sales Tax | <input checked="" type="checkbox"/> Yes or <input type="checkbox"/> No |
| 2. Exemption from Mortgage Recording Tax | <input checked="" type="checkbox"/> Yes or <input type="checkbox"/> No |
| 3. Exemption from Real Property Tax | <input checked="" type="checkbox"/> Yes or <input type="checkbox"/> No |
| 4. Tax Exempt Financing * | <input type="checkbox"/> Yes or <input checked="" type="checkbox"/> No |
- * (typically small qualified manufacturers)

F) Business Organization (check appropriate category):

S Corporation ☐

Corporation ☐

Public Corporation ☐

Sole Proprietorship ☐

Other (please specify) _____

Year Established: 2018

Partnership ☐

Joint Venture ☐

Limited Liability Company ☒

State in which Organization is established: New York

G) List all stockholders, members, or partners with % of ownership greater than 20%:

<u>Name</u>	<u>% of ownership</u>
<u>East Light Capital Fund I LLC</u>	<u>100%</u>
_____	_____
_____	_____

H) Applicant Business Description:

Describe in detail company background, products, customers, goods and services. Description is critical in determining eligibility: Company is engaged in the business of developing, constructing and owning a 20MWac solar generation facility. Upon completion, the facility will generate and deliver renewable electricity for use in New York State.

Estimated % of sales within Mechanicville or Stillwater: 0%

Estimated % of sales outside Mechanicville and Stillwater but within New York State: 100%

Estimated % of sales outside New York State but within the U.S.: 0%

Estimated % of sales outside the U.S. 0%

(*Percentage to equal 100%)

I) What percentage of your total annual supplies, raw materials and vendor services are purchased from firms in Mechanicville and/or Stillwater. Include list of vendors, raw material suppliers and percentages for each. Provide supporting documentation including estimated percentage of local purchases.

Section II: Project Description & Details

A) Project Location:

Municipality or Municipalities of current operations: Stillwater

Will the Proposed Project be located within the Municipality, or within a Municipality, identified above?

☒ Yes or ☐ No

If Yes, in which Municipality will the proposed project be located? Stillwater

If No, in which Municipality will the proposed project be located? _____

Provide the Property Address of the proposed Project:

0 Graves Road, Stillwater, NY 12118

SBL (Section, Block, Lot) # for Property upon which proposed Project will be located: See attachment

Acreage: 363.1

What are the current real estate taxes on the proposed Project Site? \$10,452

If amount of current taxes is not available, provide assessed value for each:

Land: \$686,800

Buildings(s): \$ _____

**** If available please include a copy of current tax bill.**

Are Real Property Taxes current? ☒ Yes or ☐ No. If no, please explain _____

Town/City/Village: Stillwater School District: Stillwater

Does the Applicant or any related entity currently hold fee title to the Project site? ☐ Yes or ☒ No

If No, indicate name of present owner of the Project Site: DA Collins Construction Co.

Does Applicant or related entity have an option/contract to purchase the Project site? ☐ Yes or ☒ No
Applicant has a long-term lease agreement

Describe the present use of the proposed Project site: 95% of the property is currently vacant and unused
5% of the property is used for agricultural purposes.

B) Please provide narrative of project, the purpose of the project (new build, renovations, and/or equipment purchases), and the type of project (educational, recreational, historic preservation, etc.). Identify specific uses occurring within the project. Describe any and all tenants and any/all end users: (This information is critical in determining project eligibility – Attach additional pages if necessary):

See attachment.

Describe the reasons why the Agency's financial assistance is necessary, and the effect the Project will have on the Applicant's business or operations. Focus on competitiveness issues, project shortfalls, etc... Your eligibility determination will be based in part on your answer (attach additional pages if necessary):

See attachment.

Application of ELP Stillwater Solar LLC For Financial Assistance: Supplemental Sheets

1. ***Response to Section II(A) (SBL (Section, Block, Lot) # for Property upon which proposed Project will be located): 252.-2-15.122; 252.-2-15.11; 252.-2-3.1***
2. ***Response to Section II(B) (Please provide narrative of project):***

The project is a 20MWac solar generation facility to be constructed on three adjacent parcels located between Graves Road and George Thompson Road. The facility to be constructed will be comprised of arrays of solar photovoltaic panels attached to a racking system. The DC power produced by the panels will be converted to AC power by inverters, stepped up by a transformer, and delivered to the existing transmission lines on site.

The purpose of the project is to generate renewable electricity for use locally and throughout New York State. In addition to delivering electrical energy, the project will also generate renewable energy credits that will be purchased by NYSERDA pursuant to a 20 year contract.

3. ***Response to Section II(B) (Describe the reasons why the Agency's financial assistance is necessary, and the effect the Project will have on the Applicant's business or operations):***

The availability of financing for solar generation projects relies on predictable expenses that can be supported by project revenues over an extended period. The financial assistance provided by the Agency will provide for a stable, manageable tax burden that will help attract construction and permanent financing for the project.

While the project has a 20 year fixed price contract from NYSERDA for the purchase of renewable energy credits generated by the project, the project will also rely on sales of electricity at prices that may vary based on local market conditions. The financial assistance provided by the Agency will help to offset the impact of this potential variability in revenues.

Please confirm by checking the box below if there is likelihood that the Project would not be undertaken but for the Financial Assistance provided by the Agency?

☒ Yes or ☐ No

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken by the Agency: _____

If the Applicant is unable to obtain Financial Assistance for the Project, what will be the impact on the Applicant and County/City/Town/Village? _____

If financial assistance is not provided, the project may not be able to attract financing required for construction of the project.

Lack of financing for the project would prevent the county and town from realizing the benefits of the project, including a significant increase in tax revenues.

C) Will Project include the leasing of any equipment? ☒ Yes or ☐ No

If Yes, please describe: Required equipment may be leased during construction. It is not anticipated that equipment will be leased following completion.

D) Site Characteristics:

Will the Project meet zoning/land use requirements at the proposed location? ☒ Yes or ☐ No

Describe the present zoning/land use: The project is located in an Alternative Energy Overlay District

Describe required zoning/land use, if different: _____

If a change in zoning/land use is required, please provide details/status/timeline of any request for change of zoning/land use requirements: _____

1. Utilities serving project site:

a. Water - Municipal: None

Other (Describe): _____

b. Sewer - Municipal: None

Other (Describe): _____

c. Electric – Utility: National Grid

Other (Describe): _____

d. Heat – Utility: None

Other (Describe): _____

e. Gas – Utility: None

Other (describe): _____

2. Are there public infrastructure improvements required or proposed? ☐ Yes ☒ No
If yes, please describe:

Is the proposed project located on a site where the known or potential presence of contaminants is complicating the development/use of the property? If yes, please explain: No

E) Has a Phase I Environmental Assessment been prepared or will one be prepared with respect to the proposed project site? ☐ Yes or ☒ No If yes, please provide a copy.

F) Have any other studies or assessments been undertaken with respect to the proposed project site that indicate the known or suspected presence of contamination that would complicate the site's development?

☐ Yes or ☒ No. If yes, please provide copies of the study

G) Provide any additional information or details: _____

H) Select Project Type for all end users at project site (you may check more than one):

** Please check any and all end users as identified below.

** Will customers personally visit the Project site for either of the following economic activities? If yes with respect to either economic activity indicated below, complete the Retail Questionnaire contained in Section IV of the Application.

Retail Sales: ☐ Yes or ☒ No

Services: ☐ Yes or ☒ No

For purposes of this question, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

Industrial
Acquisition of Existing Facility
Housing
Equipment Purchase
Multi-Tenant
Commercial

☐
☐
☐
☐
☐
☐

Back Office
Mixed Use
Facility for Aging
Other

☐
☐
☐
☒

I) Project Information:

Estimated costs in connection with Project:

- | | |
|---|-----------------------|
| 1. Land and/or Building Acquisition: | \$ <u>\$80,000/yr</u> |
| 363.1 acres square feet | |
| 2. New Building Construction: square feet | \$ _____ |
| 3. New Building Addition(s): square feet | \$ _____ |
| 4. Infrastructure Work | \$ <u>2,500,000</u> |
| 5. Reconstruction/Renovation: square feet | \$ _____ |
| 6. Manufacturing Equipment: | \$ _____ |
| 7. Non-Manufacturing Equipment (furniture, fixtures, etc.): | \$ <u>16,500,000</u> |
| 8. Soft Costs: (professional services, etc.): | \$ <u>5,000,000</u> |
| 9. Other, Specify: <u>Labor</u> | \$ <u>10,000,000</u> |

TOTAL Capital Costs: \$ 34,000,000

Project refinancing: estimated amount
(for refinancing of existing debt only)

\$ _____

Sources of Funds for Project Costs:

Bank Financing:	\$ 18,700,000
Equity (excluding equity that is attributed to grants/tax credits):	\$ 5,100,000
Tax-Exempt Bond Issuance (if applicable):	\$ _____
Taxable Bond Issuance (if applicable):	\$ _____
Public Sources (Include sum total of all state and federal grants and tax credits):	\$ 10,200,000

Identify each state and federal grant/credit:

30% Investment Tax Credit	\$ 10,200,000
_____	\$ _____
_____	\$ _____
_____	\$ _____
Other: _____	\$ _____

Total Sources of Funds for Project Costs:	\$ 34,000,000
Total Investment by applicant:	\$ 5,100,000
Total Amount being financed:	\$ 28,900,000
Percent of total costs be financed through the public sector	30 %
Percent of total costs be financed through the private sector	55 %

Have any of the above costs been paid or incurred as of the date of this Application? ☐ Yes or ☒ No

If Yes, describe particulars: _____

Mortgage Recording Tax Exemption Benefit: Amount of mortgage that would be subject to mortgage recording tax:

Mortgage Amount (include sum total of construction/permanent/bridge financing): \$ 18,700,000

Estimated Mortgage Recording Tax Exemption Benefit (product of mortgage amount as indicated above multiplied by .75% of current mortgage recording tax in Saratoga County):

\$ 140,250

Construction Cost Breakdown:

Total Cost of Construction (sum of 2,3,4,5, and/or 7 in Question I, above)	\$ 19,000,000
Cost for materials	\$ 16,500,00
% sourced in Mechanicville and/or Stillwater:	1 %
% sourced in New York State:	3 %
Cost for labor: *Includes labor and soft costs.	\$ 15,000,000

Sales and Use Tax: Gross amount of costs for goods and services that are subject to State and local Sales and Use tax - said amount to benefit from the Agency's Sales and Use Tax exemption benefit:

\$ 16,500,000

Estimated State and local Sales and Use Tax Benefit (product of ^{3%}~~7~~ % multiplied by the figure, above):

\$ 495,000

*** Note that the estimate provided above will be provided to the New York State Department of Taxation and Finance. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to undertake the total amount of investment as proposed within this Application, and that the estimate above represents the maximum amount of sales and use tax benefit that the Agency may authorize with respect to this Application. The Agency may utilize the estimate above as well as the proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered.*

Real Property Tax Benefit:

Identify and describe if the Project will utilize a real property tax exemption benefit OTHER THAN the Agency's PILOT benefit: no

IDA PILOT Benefit: Indicate the amount of PILOT Benefit based on estimated Project Costs as contained herein and anticipated tax rates and assessed valuation, including the annual PILOT Benefit abatement amount for each year of the PILOT benefit year and the sum total of PILOT Benefit abatement amount for the term of the PILOT as depicted in Section V of the Application.

Percentage of Project Costs financed from Public Sector sources: Calculate the percentage of Project Costs financed from Public Sector sources based upon Sources of Funds for Project Costs as depicted above in Section II(I) of the Application.

J) For the proposed facility, please indicate the square footage for each of the uses outlined below:

***If company is paying for FFE for tenants, please include in cost breakdown**

	Square Footage	Cost	% of Total Cost of Project
Manufacturing/Processing			
Warehouse			
Research & Development			
Commercial			
Retail (see section K)			
Office			
Specify Other	N/A		

K) What is your project timetable (Provide dates):

1. Start date: acquisition of equipment or construction of facilities: Spring 2020

2. Estimated completion date of project: Fall 2020

3. Project occupancy – estimated starting date of operations: Fall 2020

4. Have construction contracts been signed? ☐ Yes or ☒ No

5. Has financing been finalized? ☐ Yes or ☒ No

6. Indicate number of full-time construction jobs to be created by the project 32

**** If construction contracts have been signed, please provide copies of executed construction contracts and a complete project budget. The complete project budget should include all related construction costs totaling the amount of the new building construction, and/or new building addition(s), and/or renovation.**

L) Have site plans been submitted to the appropriate Planning Department?

☒ Yes or ☐ No

**** If yes, provide the Agency with a copy of the related State Environmental Quality Review Act ("SEQR") Environmental Assessment Form.**

Has the Project received site plan approval from the Local Planning Board? ☐ Yes or ☒ No.

If No, What is the anticipated approval date? October 2019

If Yes, provide the Agency with a copy of the Planning Board's approval resolution along with the related SEQR determination. [NOTE: SEQR Determination is required for final approval and sales tax agency appointment].

M) Is the project necessary to expand project employment: ☒ Yes or ☐ No

Is project necessary to retain existing employment: ☐ Yes or ☒ No

N) Employment Plan (Specific to the proposed project location): SEE ATTACHMENT "A"

Indicate number of construction jobs expected to be generated by the project and the expected duration of such jobs:

Number of Jobs 111 or 32 FTE Length of Employment 4 to 60 weeks

Salary and Fringe Benefits for Jobs to be Retained and Created:

Category of Jobs to be Retained and Created	Average Salary or Range of Salary	Average Fringe Benefits or Range of Fringe Benefits
Management		
Professional		
Administrative		
Production		
Independent Contractor		
Other		

Annual Payroll Current:	\$ 0
Annual Payroll, Yr. 1 (after project completion)	\$ 40,000
Annual Payroll, Yr. 2	\$ 40,000

Employment at other locations in Mechanicville and/or Stillwater: (provide address and number of employees at each location):

	Address	Address	Address
Full time			
Part Time			
Total			

O) Will any of the facilities described above be closed or subject to reduced activity? ☐ Yes or ☒ No

**** If any of the facilities described above are located within the State of New York, and you answered Yes to the question, above, you must complete Section IV of this Application.**

**** Please note that the Agency may utilize the foregoing employment projections, among other items, to determine the Financial Assistance that will be offered by the Agency to the Applicant. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to retain the number of jobs and create the number of jobs with respect to the Project as set forth in this Application.**

P) Is the project reasonably necessary to prevent the project occupant from moving out of New York State? ☐ Yes or ☒ No.

If yes, please explain and identify out-of-state locations investigated, type of assistance offered and provide supporting documentation if available: _____

Q) What competitive factors led you to inquire about sites outside of New York State? _____

R) Have you contacted or been contacted by other Local, State and/or Federal Economic Development Agencies? ☐ Yes or ☒ No.

If yes, please identify which agencies and what other Local, State and/or Federal assistance and the assistance sought and dollar amount that is anticipated to be received: _____

Section III Retail Questionnaire

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

Please answer the following:

- A. Will any portion of the project (including that portion of the cost to be financed from equity or other sources) consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

☐ Yes or ☒ No. If the answer is yes, please continue. If no, proceed to section V

For purposes of Question A, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- B. What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the project? _____%. If the answer is less than 33% do not complete the remainder of the retail determination and proceed to section V.

If the answer to A is Yes AND the answer to Question B is greater than 33.33%, indicate which of the following questions below apply to the project:

1. Is the Project location or facility likely to attract a significant number of visitors from outside the (8) county economic development region (Albany, Columbia, Greene, Rensselaer, Saratoga, Schenectady, Washington, Warren Counties) in which the project will be located?

☐ Yes or ☐ No

If yes, please provide a third party market analysis or other documentation supporting your response.

2. 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 municipality within which the proposed project would be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?

☐ Yes or ☐ No

If yes, please provide a third party market analysis or other documentation supporting your response.

3. 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 or ☐ No.

If yes, explain _____

4. Is the project located in a Highly Distressed Area? ☐ Yes or ☐

"Highly distressed area" -- As defined in NY General Municipal Law § 854 (18)

(a) a census tract or tracts or block numbering areas or areas or such census tract or block numbering area contiguous thereto which, according to the most recent census data available, has:

(i) a poverty rate of at least twenty percent for the year to which the data relates or at least twenty percent of households receiving public assistance; and

(ii) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relates; or

(b) a city, town, village or county within a city with a population of one million or more for which:

(i) the ratio of the full value property wealth, as determined by the comptroller for the year nineteen hundred ninety, per resident to the statewide average full value property wealth per resident; and

(ii) the ratio of the income per resident; as shown in the nineteen hundred ninety census to the statewide average income per resident; are each fifty-five percent or less of the statewide average; or

(c) an area which was designated an empire zone pursuant to article eighteen-B of this chapter

Section IV Inter-Municipal Move Determination

The Agency is required by state law to make a determination that, if completion of a Project benefiting from Agency Financial Assistance results in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, Agency Financial Assistance is required to prevent the project occupant from relocating out of the state, or is reasonably necessary to preserve the project occupant's competitive position in its respective industry.

Will the Project result in the removal of an industrial or manufacturing plant of the Project occupant from one area of the state to another area of the state?

☐ Yes or ☒ No

Will the Project result in the abandonment of one or more plants or facilities of the Project occupant located within the state?

☐ Yes or ☒ No

If Yes to either question, explain how, notwithstanding the aforementioned closing or activity reduction, the Agency's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry: ____

Does the Project involve relocation or consolidation of a project occupant from another municipality?

Within New York State

☐ Yes or ☒ No

Within Mechanicville or Stillwater

☐ Yes or ☒ No

If Yes to either question, please, explain: _____

Section V: Estimate of Real Property Tax Abatement Benefits*** and Percentage of Project Costs financed from Public Sector sources

**** Section V of this Application will be: (i) reviewed & verified by IDA staff based upon information contained within the Application, and (ii) provided to the Applicant for ultimate inclusion as part of this completed Application.**

PILOT Estimate Table Worksheet

Dollar Value of New Construction and Renovation Costs	Estimated New Assessed Value of Property Subject to IDA*	County Tax Rate/1000	Local Tax Rate(s) (Town/City/Village)/1000	School Tax Rate/1000
\$ 34,000,000	\$2,939,300	2.673643	3.342046	14.559975

Assessment not utilized for calculation purposes of PILOT Payment. The Solar PILOT calculator in NYSERDA's Solar Guidebook for Local Governments page 117 is utilized for the base year PILOT payment. PILOT payment escalates 1.5% each year thru PILOT term.

1	2	3	4	5	6	7	8
PILOT Year	% Payment	County PILOT Amount	Local PILOT Amount	School PILOT Amount	Total PILOT (3+4+5)	Full Tax Payment w/o PILOT	Net Exemption (7-6)
1st							
2nd		SEE		ATTACHED			
3rd							
4th							
5th			SEE		ATTACHED		
6th							
7th							
8th				SEE		ATTACHED	
9th							
10th							
TOTAL							

*** Estimates provided are based on current property tax rates and assessment value (current as of date of application submission) and will be reviewed and verified by IDA staff

Percentage of Project Costs financed from Public Sector Table Worksheet:

Total Project Cost	Estimated Value of Property Tax Exemptions	Estimated Value of Sales Tax Exemptions	Estimated Value of Mortgage Tax Exemptions	Total of Other Public Incentives (Tax Credits, Grants, ESD Incentives, etc.)
\$34,000,000	\$427,472	\$495,000	\$140,250	\$10,200,000

Percentage of Project Costs financed from Public Sector (Est. Property Tax + Est. Sales Tax+ Est. Mortgage Tax+ Other) / Total Project Cost): 33.12 %

Section VI Representations, Certifications and Indemnification

**** This Section of the Application can only be completed upon the Applicant receiving, and must be completed after the Applicant receives, IDA staff confirmation that Section I through Section V of the Application are complete.**

Wendy De Wolf (name of CEO or other authorized representative of Applicant) confirms and says that he/she is the VP of the Manager (title) of ELP Stillwater Solar LLC (name of corporation or other entity) named in the attached Application (the "Applicant"), that he/she has read the foregoing Application and knows the contents thereof, and hereby represents, understands, and otherwise agrees with the Agency and as follows:

- A. **Job Listings:** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, 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 "DOL") and with the administrative entity (collectively with the DOL, 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.
- B. **First Consideration for Employment:** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, 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.
- C. **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, 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. Copies of all filings shall be provided to the Agency.
- D. **Employment Reports:** The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, at least annually or as otherwise required by the Agency, reports regarding the number of people employed at the project site, salary levels, contractor utilization and such other information (collectively, "Employment Reports") that may be required from time to time on such appropriate forms as designated by the Agency. Failure to provide Employment Reports within 30 days of an Agency request shall be an Event of Default under the PILOT Agreement between the Agency and Applicant and, if applicable, an Event of Default under

the Agent Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Employment Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.

- E. The Applicant acknowledges that certain environmental representations will be required at closing. The Applicant shall provide with this Representation, Certification and Indemnification Form copies of any known environmental reports, including any existing Phase I Environmental Site Assessment Report(s) and/or Phase II Environmental Investigations. The Agency may require the Company and/or owner of the premises to prepare and submit an environmental assessment and audit report, including but not necessarily limited to, a Phase I Environmental Site Assessment Report and a Phase II Environmental Investigation, with respect to the Premises at the sole cost and expense of the owner and/or the Applicant. All environmental assessment and audit reports shall be completed in accordance with ASTM Standard Practice E1527-05, and shall be conformed over to the Agency so that the Agency is authorized to use and rely on the reports. The Agency, however, does not adopt, ratify, confirm or assume any representation made within reports required herein.
- F. The Applicant and/or the owner, and their successors and assigns, hereby release, defend and indemnify the Agency from any and all suits, causes of action, litigations, damages, losses, liabilities, obligations, penalties, claims, demands, judgments, costs, disbursements, fees or expenses of any kind or nature whatsoever (including, without limitation, attorneys', consultants' and experts' fees) which may at any time be imposed upon, incurred by or asserted or awarded against the Agency, resulting from or arising out of any inquiries and/or environmental assessments, investigations and audits performed on behalf of the Applicant and/or the owner pursuant hereto, including the scope, level of detail, contents or accuracy of any environmental assessment, audit, inspection or investigation report completed hereunder and/or the selection of the environmental consultant, engineer or other qualified person to perform such assessments, investigations, and audits.
- G. Hold Harmless Provision: The Applicant acknowledges and agrees that the Applicant shall be and is responsible for all costs of the Agency incurred in connection with any actions required to be taken by the Agency in furtherance of the Application including the Agency's costs of general counsel and/or the Agency's bond/transaction counsel whether or not the Application, the proposed Project it describes, the attendant negotiations, or the issue of bonds or other transaction or agreement are ultimately ever carried to successful conclusion and agrees that the Agency shall not be liable for and agrees to indemnify, defend, and hold the Agency harmless from and against any and all liability arising from or expense incurred by: (i) the Agency's examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application or the proposed Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (ii) the Agency's acquisition, construction and/or installation of the proposed Project described herein; and (iii) any further action taken by the Agency with respect to the proposed Project including, without limiting the generality of the foregoing, all causes of action and attorney's fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law and the policies of the Agency that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency, any mortgage recording tax exemption claimed by the Applicant and approved by the Agency, and/or any real property tax abatement claimed by the Applicant and approved by the Agency, in connection with the Project, may be subject to recapture and/or termination by the Agency under such terms and conditions as will be

established by the Agency and set forth in transaction documents to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation information regarding the amount of the New York State and local sales and use tax exemption benefit, the amount of the mortgage recording tax exemption benefit, and the amount of the real property tax abatement, if and as applicable, to the best of the Applicant's knowledge, is true, accurate and complete.

H. This obligation includes an obligation to submit an Agency Fee Payment to the Agency in accordance with the Agency Fee policy effective as of the date of this Application

I. By executing and submitting this Application, the Applicant covenants and agrees to pay the following fees to the Agency and the Agency's general counsel and/or the Agency's bond/transaction counsel, the same to be paid at the times indicated:

(i) a non-refundable \$ 750 application and publication fee (the "Application Fee");

(ii) unless otherwise agreed to by the Agency, an amount equal to _____ percent (_____ %) of the total project costs.

(iii) All fees, costs and expenses incurred by the Agency for (1) legal services, including but not limited to those provided by the Agency's general counsel and/or the Agency's bond/transaction counsel, thus note that the Applicant is entitled to receive a written estimate of fees and costs of the Agency's general counsel and the Agency's bond/transaction counsel; and (2) other consultants retained by the Agency in connection with the proposed project, with all such charges to be paid by the Applicant at the closing.

J. If the Applicant fails to conclude or consummate the 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 Applicant is unable to find buyers willing to purchase the bond issue requested, or if the Applicant is unable to facilitate the sale/leaseback or lease/leaseback transaction, then, upon the presentation of an invoice, Applicant shall pay to the Agency, its agents, or assigns all actual costs incurred by the Agency in furtherance of the Application, up to that date and time, including but not necessarily limited to, fees of the Agency's general counsel and/or the Agency's bond/transaction counsel.

K. The Applicant acknowledges and agrees that all payment liabilities to the Agency and the Agency's general counsel and/or the Agency's bond and/or transaction counsel as expressed in Sections H and I are obligations that are not dependent on final documentation of the transaction contemplated by this Application.

L. The cost incurred by the Agency and paid by the Applicant, the Agency's general counsel and/or bond/transaction counsel fees and the processing fees, may be considered as a cost of the Project and included in the financing of costs of the proposed Project, except as limited by the applicable provisions of the Internal Revenue Code with respect to tax-exempt bond financing.

M. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.

- N. The Applicant acknowledges that it has been provided with a copy of the Uniform Tax Exemption Policy, Attachment A, being the Uniform Modification of Real Property Tax Abatement AND Claw Back Penalty for Failure to Meet Employment Levels. The Applicant covenants and agrees that it fully understands that the Termination and Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Termination and Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
- O. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:
- § 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.
- P. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
- Q. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.
- R. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.
- S. The Applicant and the individual executing this Application on behalf of Applicant acknowledge that the Agency and its counsel will rely on the representations and covenants made in this Application when acting hereon and hereby represents that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

STATE OF NEW YORK)
COUNTY OF SARATOGA) ss.:

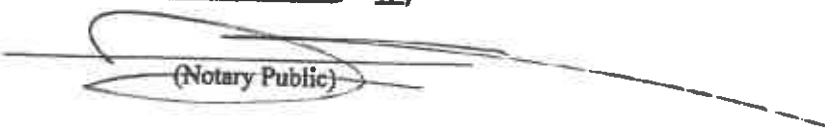
Wendy De Wolf

, being first duly sworn, deposes and says:

1. That I am the VP / Manager (Corporate Office) of ELP Stillwater Solar LLC (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.


(Signature of Officer)

Subscribed and affirmed to me under penalties of perjury
this 26th day of August, 2019


(Notary Public)

JAMES A. CARMINUCCI
Notary Public, State of New York
Reg. No. 4864025-Saratoga County
Commission Expires 6/9/2022

NOTE: THIS APPLICATION WILL NOT BE ACCEPTED BY THE AGENCY UNLESS THE FOLLOWING HOLD HARMLESS AGREEMENT IS SIGNED BY THE APPLICANT.

HOLD HARMLESS AGREEMENT

Applicant hereby releases the City of Mechanicville and Town of Stillwater Industrial Development Agency and the members, officers, servants, agents and employees thereof (hereinafter collectively referred to as the "Agency") from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (i) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the application or the Project described therein or the issue of bonds requested thereof are favorably acted upon by the Agency, and (ii) the Agency's financing of the Project described herein; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to find buyers willing to purchase the total bond issue requested, then, upon presentation of an invoice itemizing the same, Applicant shall pay to the Agency, its agents or assigns, all actual costs incurred by the Agency in the processing of the Application, including attorneys' fees.

ELP Stillwater Solar LLC

Applicant

By:

By:

Sworn to before me this

26th day of August, 2019

Notary Public

JAMES A. CARMINUCCI
Notary Public, State of New York
Reg. No. 4864025-Saratoga County
Commission Expires 6/9/2022

ATTACHMENT "A"

PROJECTED EMPLOYMENT PLAN

COMPANY: ELP Stillwater Solar LLC

ADDRESS: 552 Massachusetts Avenue, Suite 201, Cambridge, MA 02139

TYPE OF BUSINESS: Solar Generation Facility

CONTACT PERSON: Wendy De Wolf

TELEPHONE NUMBER: (646) 239-1102

Please complete the following chart describing your projected employment plan following receipt of financing.

Current and Planned Full Time Occupations in Company	Current Number Full Time Jobs Per Occupation	Estimated Number of FTE's After Completion of the Project		
		1 Year	2 Year	3 Year
Solar project technician	0			
Asset Manager/Electricity	0	.5	.5	.5
SchedUler		.5	.5	.5
Total	0	1	1	1

Please indicate the estimated hiring dates for new jobs shown above and any special recruitment or training that will be required.

Upon project completion in Fall 2020

Are the employees of your firm currently covered by a collective bargaining agreement? Yes ☐ No ☒

If Yes, provide Trade's Name and Local Number: _____

Prepared by: Wendy De Wolf

Title: VP of the Manger of ELP Stillwater Solar LLC

Signature: 

*** By statute, project the number of FTE jobs that would be retained and created if the request for Financial Assistance is granted. Project such jobs over the Three-Year time period following Project completion. Convert PTE jobs into FTE jobs by dividing the number of PTE jobs by two (2).

Note: Agency Staff will review and verify all projections.

"FTE" shall mean a full time employee that has a minimum of thirty-five (35) scheduled hours per week, or such other number of hours per week (but not less than twenty-five (25) hours) as established by existing written policies of the Company or Applicant, as applicable, and whose workplace location is the Project Facility.

ATTACHMENT "B"

ENVIRONMENTAL ASSESSMENT QUESTIONNAIRE

NAME OF APPLICANT: ELP Stillwater Solar LLC

Are approvals, consents, permits,
funding or other actions required
from any other governmental agency
(including municipal Planning Boards,
State agencies, etc.)

YES ☒ NO ☐

If "NO," skip the rest of this
form and request a "long form
environmental assessment form"
from the Agency.

If "YES," list below the names of
the other agency and the type of
action required.

<u>Name of Agency</u>	<u>Type of Action</u>
<u>Town of Stillwater Planning Board</u>	<u>Site Plan Review/SEQR</u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>

Attach copies of all Environmental Assessment Forms or Environmental Impact Statements submitted to any of the agencies you have listed.

ATTACHMENT "C"

EMPLOYMENT REPORTING AGREEMENT AND PLAN

In consideration of the extension of financial assistance by CITY OF MECHANICVILLE AND TOWN OF STILLWATER INDUSTRIAL DEVELOPMENT AGENCY, ELP Stillwater Solar LLC (Project
Beneficiary), agrees to cause any new employment opportunities created in connection with projects financed by the proceeds of such obligations to be listed with the New York State Department of Labor Community Services Division and with the Saratoga County Dept. of Employment & Training. ELP Stillwater Solar LLC (Project
Beneficiary) also agrees to report to the City of Mechanicville and Town of Stillwater Industrial Development Agency on or before January 10 of each year on the status of employment plans filed with the Department of Economic Development, including the number of new employment opportunities created, the number listed and the number filled. ELP Stillwater Solar LLC
(Project Beneficiary) further agrees, subject to the requirements of any existing collective bargaining agreement, to first consider for new employment opportunities those persons eligible for service under the Job Training Partnership Act. SEE ATTACHMENT "C-1" FOR FORM OF EMPLOYMENT PLAN STATUS REPORT.

DATED: _____

ELP Stillwater Solar LLC

Name of Applicant

By: _____

Its: VP of the Manager

(To Be Filed by January 1, of each year)

COMPANY NAME: _____

ADDRESS: _____

TYPE OF BUSINESS: _____

CONTACT PERSON: _____

TELEPHONE NUMBER: _____

[illegible]

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ATTACHMENT "D"

Report to Agency added 09/14/09
Abatement requires Cert. 05/14/12
Recapture language in bold 08/12/13

SALES TAX REPORTING AGREEMENT

Upon being designated as an agent of the City of Mechanicville and Town of Stillwater Industrial Development Agency in conjunction with the issuance of Industrial Revenue Bonds or the provision of other forms of financial assistance by the Agency, ELP Stillwater Solar LLC (Project Beneficiary) agrees to annually file a statement with the New York State Department of Taxation and Finance on a form and in such manner as is prescribed by the Commissioner, describing the value of all sales tax exemptions claimed by ELP Stillwater Solar LLC (Project Beneficiary) as agent for the City of Mechanicville and Town of Stillwater Industrial Development Agency, including but not limited to, consultants and subcontractors. The ELP Stillwater Solar LLC (Project Beneficiary) recognizes that failure to file such statement will result in its removal of authority to act as an agent of the Agency. ELP Stillwater Solar LLC (Project Beneficiary) further agrees that it will provide the Agency a report of all sales tax abated during any applicable calendar year. Such report shall include the name, city and state of any company providing materials or a service which was subject to New York State and local sales tax; a description of the materials purchased or service provided the cost of those materials or services and the amount of sales tax abated in each case. The report shall be submitted by the last day in February following the close of the calendar year in which sales tax abatement occurred. The Company acknowledges and agrees to the extent it (i) utilizes the exemption from New York State and local sales and use tax in a manner inconsistent with the intent of this application and/or (ii) attempts to obtain an exemption from New York State and/or local sales and/or use tax which exceeds the scope of the exemption provided in this application it will be subject to a recapture of such inconsistent or excessive exemption benefits by the Agency in accordance with the provisions of Section 875 of the General Municipal Law of the State, the provisions of which are hereby incorporated herein by reference. The Company agrees to cooperate with the efforts of the Agency to recapture such inconsistent or excessive exemption benefits and shall pay said amounts to the Agency or the State of New York as required and any failure to do so shall constitute an Event of Default.

Signature

Date

VP of the Manager
Title

NOTE: Abatement of NYS Sales Tax on eligible purchases of goods and services by approved companies is subject to the issuance of a valid sales tax exemption certificate by the Agency.

SOLAR FARM - 20 YEAR EXTENDED PILOT

YEAR	ESTIMATED TOTAL ASSESSMENT	FULL VALUE TAXES PAID	PILOT ASSESSMENT	PILOT PAYMENT	ESTIMATED TAX SAVINGS
1	\$2,949,300	\$60,684	Assessment not utilized for calculation purposes of PILOT Payment. The Solar PILOT calculator in NYSEDA's Solar Guidebook for Local Governments page 117 is utilized for the base year PILOT payment. PILOT payment escalates 1.5% each year thru PILOT term.	\$34,000	\$26,684
2	\$2,949,300	\$60,684		\$34,510	26,174
3	\$2,949,300	\$60,684		\$35,028	25,656
4	\$2,949,300	\$60,684		\$35,553	25,131
5	\$2,949,300	\$60,684		\$36,086	24,597
6	\$2,949,300	\$60,684		\$36,628	24,056
7	\$2,949,300	\$60,684		\$37,177	23,507
8	\$2,949,300	\$60,684		\$37,735	22,949
9	\$2,949,300	\$60,684		\$38,301	22,383
10	\$2,949,300	\$60,684		\$38,875	21,809
11	\$2,949,300	\$60,684		\$39,458	21,225
12	\$2,949,300	\$60,684		\$40,050	20,634
13	\$2,949,300	\$60,684		\$40,651	20,033
14	\$2,949,300	\$60,684		\$41,261	19,423
15	\$2,949,300	\$60,684		\$41,880	18,804
16	\$2,949,300	\$60,684		\$42,508	18,176
17	\$2,949,300	\$60,684		\$43,146	17,538
18	\$2,949,300	\$60,684		\$43,793	16,891
19	\$2,949,300	\$60,684		\$44,450	16,234
20	\$2,949,300	\$60,684		\$45,116	15,567
Totals	N/A	\$1,213,676	N/A	\$786,205	\$427,472

Total Pilot Paid
Total Abatement

\$786,205
\$427,472

Mort. Rec. Tax
Sales Tax
Property Tax

\$140,250
\$495,000
\$427,472

Total
Savings
\$1,062,722



Saratoga Economic
Development Corporation

ESTIMATE

Bottom Line
Savings

\$679,972

Total
Costs
\$182,750.00

Taxing Jurisdictions Breakdown						
Rates	2.6736	3.3420	14.5600			\$20.575684
% Pmt	County PILOT	Local PILOT	School PILOT	Other	Total PILOT	
1 90.32%	\$4,418	\$5,523	\$24,060	\$0	\$34,000	
2 90.32%	\$4,484	\$5,606	\$24,421	\$0	\$34,511	
3 90.32%	\$4,552	\$5,690	\$24,787	\$0	\$35,029	
4 90.32%	\$4,620	\$5,775	\$25,159	\$0	\$35,554	
5 90.32%	\$4,689	\$5,862	\$25,536	\$0	\$36,087	
6 90.32%	\$4,759	\$5,950	\$25,919	\$0	\$36,629	
7 90.32%	\$4,831	\$6,039	\$26,308	\$0	\$37,178	
8 90.32%	\$4,903	\$6,130	\$26,703	\$0	\$37,736	
9 90.32%	\$4,977	\$6,222	\$27,103	\$0	\$38,302	
10 90.32%	\$5,051	\$6,315	\$27,510	\$0	\$38,876	
11 90.32%	\$5,127	\$6,410	\$27,923	\$0	\$39,460	
12 90.32%	\$5,204	\$6,506	\$28,341	\$0	\$40,051	
13 90.32%	\$5,282	\$6,603	\$28,767	\$0	\$40,652	
14 90.32%	\$5,361	\$6,702	\$29,198	\$0	\$41,262	
15 90.32%	\$5,442	\$6,803	\$29,636	\$0	\$41,881	
16 90.32%	\$5,524	\$6,905	\$30,081	\$0	\$42,509	
17 90.32%	\$5,606	\$7,009	\$30,532	\$0	\$43,147	
18 90.32%	\$5,690	\$7,114	\$30,990	\$0	\$43,794	
19 90.32%	\$5,776	\$7,220	\$31,455	\$0	\$44,451	
20 90.32%	\$5,862	\$7,329	\$31,926	\$0	\$45,118	
	\$102,160	\$127,712	\$285,430		\$786,227	

SPACELINE RESINO, LLC.