



**GCEDC Board Meeting
Thursday, March 25, 2021
Location: Electronically
4:00 PM**

GCEDC MINUTES

Attendance

Board Members: C. Yunker, T. Bender, M. Clattenburg, P. Battaglia, P. Zelif, A. Vanderhoof, M. Gray

Staff: L. Farrell, M. Masse, L. Casey, J. Krencik, S. Hyde, C. Suozzi, P. Kennett

Guests: D. Cunningham (GGLDC Board Member), S. Noble-Moag (GGLDC Board Member), M. Wiater (GGLDC Board Member), R. Gaenzle (Harris Beach), T. Felton (GGLDC Board Member), G. Torrey (GGLDC Board Member), M. Landers (County Manager), Keddy Chandran (Excelsior Solar), Sam Laniado (Legal Council-Excelsior Solar), Genevieve Trigg (Barclay Damon, LLP)

Absent:

1.0 Call to Order

P. Zelif called the meeting to order at 4:04 p.m. via conference call / video conference.

Because of the Novel Coronavirus (COVID-19) Emergency and State and Federal bans on large meetings or gatherings and pursuant to Governor Cuomo's Executive Order 202.1 issued on March 12, 2020 suspending the Open Meetings Law, this Meeting is being held electronically via conference call / video conference instead of a public meeting open for the public to attend in person.

C. Yunker stated that he is a partner of CY Properties. CY Properties is under contract with Excelsior Solar. He stated that there is no direct conflict as a result of his relationship with Excelsior Solar, but to avoid the appearance of conflict he will recuse himself from potential discussions regarding the project. C. Yunker left the meeting at 4:05 p.m.

Presentation – Excelsior Solar – Keddy Chandran provided an overview of NEXTERA ENERGY and the Excelsior Solar Energy Center Project. Highlights of local benefits included:

1. 290 FTE construction jobs including laborers, electricians, equipment operators, construction managers and foremen
2. 3 FTE permanent Operations and Maintenance jobs
3. Support of four major farms through income and risk diversification
4. PILOT and Host Payments in year 1 totaling \$1.8M
5. Reduction in CO₂ emissions by over 205,000 tons in year 1

1.1 Enter Executive Session

M. Gray made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 4:23 p.m. for the following reasons:

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1. The medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation.

The motion was seconded by A. Vanderhoof and approved by all members present.

- C. Yunker rejoined the meeting at 4:23 p.m.
- J. Krencik left the meeting at 4:23 p.m.
- M. Landers joined the meeting at 4:33 p.m.

1.2 Enter Public Session

C. Yunker made a motion to enter back into public session at 4:46 p.m., seconded by P. Battaglia and approved by all members present.

2.0 Chairman's Report & Activities

2.1 Upcoming Meetings:

Next Scheduled Board Meeting: Thursday, May 6th at 4:00 p.m.

GLS State of Site Selection & the STAMP Mega Site Webinar: Wednesday, April 7th at 11:30 a.m.

Audit & Finance Committee Meeting: Tuesday, May 4th at 8:30 a.m.

STAMP Committee Meeting: Tuesday, May 4th at 10:30 a.m.

Governance & Nominating Committee Meeting: Thursday, May 6th at 3 p.m.

2.2 Agenda Additions / Deletions / Other Business- Nothing at this time.

2.3 Minutes: March 4, 2021

P. Battaglia made a motion to approve the March 4, 2021 minutes as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Yes	P. Zelif -	Yes
M. Clattenburg -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

The item was approved as presented.

3.0 Report of Management

C. Yunker stated that he is a partner of CY Properties. CY Properties is under contract with Excelsior Solar. He stated that there is no direct conflict but to avoid the appearance of a conflict he will recuse himself from potential discussions regarding Excelsior Solar. C. Yunker left the meeting at 4:49 p.m.

3.1 Excelsior Solar – Initial Resolution – We have received the initial application for IDA incentives from the Excelsior Energy Center LLC, a wholly owned, indirect subsidiary of NextEra Energy Inc. for IDA benefits as it relates to the 280MW Utility Scale Solar Excelsior Energy Center project to be constructed and located on some 1,616 acres (fenced area) in the Town of Byron, Genesee County.

This significant scale renewable energy (solar generation/storage) project, with a total capital investment noted of approximately \$345.55M, is seeking to implement a series of tax agreements utilizing an IDA PILOT and Host benefit agreement structure as suggested by NYSERDA guidance with a negotiated tax payment rate of \$6,500/MW with a 2% annual escalator.

Further information as it relates to the project including details as it relates to the estimated \$32,786,600 in incentives offered over the 20-year project horizon along with the economic impact analysis will be shared in advance of the board's final consideration to induce benefits to the project including a PILOT, Sales and potentially a Mortgage Tax Exemption. Final inducement will occur once the Article 10 process affirmatively issues a certificate of environmental compatibility and public need from the New York State Board on electric Generation Siting and the Environment in lieu of negative declaration required via the SEQRA process.

Resolution No. 03/2021 - 01

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE "AGENCY") (i) ACCEPTING AN APPLICATION WITH RESPECT TO A CERTAIN PROJECT, (ii) AUTHORIZING A PUBLIC HEARING WITH RESPECT TO THE PROJECT AND (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY WITH RESPECT TO THE PROJECT.

A. Vanderhoof made a motion to accept initial resolution #03/2021-01, accepting the application from Excelsior Solar and authorizing the scheduling of a public hearing; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Abstain
T. Bender -	Yes	P. Zeliff -	Yes
M. Clattenburg -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

The item was approved as presented.

C. Yunker rejoined the meeting at 4:55 p.m.

3.2 SL Pembroke, LLC #1 - Final Resolution - The company is planning a community solar farm project in the town of Pembroke. The project is a 4MW AC solar generation system that will be interconnected with National Grid.

The project will provide enhanced property tax payments via a 15-year PILOT that are significantly greater than the current agricultural-vacant land value of the project. The project will contribute \$5,500/MWAC + a 2% annual escalator, with the 4 MW AC solar farm generating in excess of \$380,000 in PILOT payments over the 15-year term. The project will also fund a community benefit agreement for workforce development and economic development projects in Genesee County.

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The project is aligned with New York's aggressive goals for renewable energy, energy efficiency and greenhouse gas reductions, and offer customers a 10% discount vs average market rates for the generated power.

In addition to these benefits, the project is supporting the continued viability of the agricultural economy in Genesee County.

A virtual public hearing regarding the proposed incentives for the project was held on Monday, March 22, 2021. No written or oral comments were received.

See the Statement of Compliance of Project Criteria Listed in the Uniform Tax Exemption Policy (UTEP), attached to the minutes for additional Project details.

Resolution No. 03/2021 -02

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE "AGENCY") (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON MARCH 22, 2021, WITH RESPECT TO THE SL PEMBROKE, LLC (THE "COMPANY") PROJECT – SOLAR ARRAY 1 (THE "PROJECT"); (ii) APPOINTING THE COMPANY AS AGENT OF THE AGENCY; (iii) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION, RECONSTRUCTION, RENOVATION AND EQUIPPING OF THE PROJECT AND (B) A REAL PROPERTY TAX ABATEMENT STRUCTURED THROUGH A TAX AGREEMENT; (iv) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF A PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT, TAX AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

P. Battaglia made a motion to accept final resolution #03/2021-02, authorizing incentives as presented; the motion was seconded by T. Bender. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Yes	P. Zeff -	Yes
M. Clattenburg -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

The item was approved as presented.

3.3 SL Pembroke, LLC #2 - Final Resolution - The company is planning a community solar farm project in the town of Pembroke. The project is a 5MW AC solar generation system that will be interconnected with National Grid.

The project will provide enhanced property tax payments via a 15-year PILOT that are significantly greater than the current agricultural-vacant land value of the project. The project will contribute \$5,500/MWAC + a 2% annual escalator, with the 5 MW AC solar farm generating in excess of \$475,000 in PILOT payments over the 15-year term. The project will also fund a community benefit agreement for workforce development and economic development projects in Genesee County.

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The project is aligned with New York's aggressive goals for renewable energy, energy efficiency and greenhouse gas reductions, and offer customers a 10% discount vs average market rates for the generated power.

In addition to these benefits, the project is supporting the continued viability of the agricultural economy in Genesee County.

A virtual public hearing regarding the proposed incentives for the project was held on Monday, March 22, 2021. No written or oral comments were received.

See the Statement of Compliance of Project Criteria Listed in the Uniform Tax Exemption Policy (UTEP), attached to the minutes for additional Project details.

Resolution No. 03/2021 - 03

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE "AGENCY") (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON MARCH 22, 2021, WITH RESPECT TO THE SL PEMBROKE, LLC (THE "COMPANY") PROJECT – SOLAR ARRAY 2 (THE "PROJECT"); (ii) APPOINTING THE COMPANY AS AGENT OF THE AGENCY; (iii) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION, RECONSTRUCTION, RENOVATION AND EQUIPPING OF THE PROJECT AND (B) A REAL PROPERTY TAX ABATEMENT STRUCTURED THROUGH A TAX AGREEMENT; (iv) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF A PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT, TAX AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

T. Bender made a motion to accept final resolution #03/2021-03, authorizing incentives as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Yes	P. Zeff -	Yes
M. Clattenburg -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

The item was approved as presented.

3.4 Plug Power Inc. – Final Resolution - The company is proposing a \$232 million project at the Western New York Science & Technology Advanced Manufacturing Park in the town of Alabama.

The operation will produce green hydrogen using an electrolysis process of water utilizing clean hydropower. The production facility will produce approximately 45 metric tons of liquid hydrogen that produces no pollution and creates essentially no waste. The hydrogen is sold to customers to replace fossil fuels in on-road applications such as heavy-duty freight and forklifts.

In addition, the company is investing \$55,000,000 for the electric 345/115 KV substation in partnership with NYPA/National Grid, which will enable future tenants' access to this 100% renewable energy power source.

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The project anticipates adding 68 full-time jobs at an average salary of around \$70,000 plus benefits.

A public hearing regarding the proposed incentives for the project was held on Monday, March 22, 2021. Concerns cited by Dave Bencic at the public hearing included: 1) the financial stability of Plug Power 2) the project's use of state/federal/county tax money and 3) the Town's exposure should Plug Power fail. John Volpe, Vice President of Save Our Environment Limited, in a letter dated March 25, 2021 stated opposition to the project due to safety and environmental issues created by hydrogen plants.

See the Statement of Compliance of Project Criteria Listed in the Uniform Tax Exemption Policy (UTEF), attached to the minutes for additional Project details.

Resolution No. 03/2021 - 04

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE "AGENCY") (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON MARCH 22, 2021, WITH RESPECT TO THE PLUG POWER INC. (THE "COMPANY") PROJECT (THE "PROJECT"); (ii) MAKING A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA; (iii) APPOINTING THE COMPANY AS AGENT OF THE AGENCY; (iv) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION, RECONSTRUCTION, RENOVATION AND EQUIPPING OF THE PROJECT AND (B) A REAL PROPERTY TAX ABATEMENT STRUCTURED THROUGH A TAX AGREEMENT; (v) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF A PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT, TAX AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

T. Bender made a motion to accept final resolution #03/2021-04, authorizing incentives as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Yes	P. Zelif -	Yes
M. Clattenburg -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

The item was approved as presented.

3.5 Batavia Special Needs Apartments – Initial Resolution - Batavia Special Needs Apartments, L.P., is proposing a \$3.75 million expansion project in the City of Batavia. The applicant currently owns and operates a 42 unit building of special needs housing, and will construct an additional 20 units for a total of 62 units. The addition will be comprised of two floors with a central elevator, which the existing building lacks, and laundry services and computer lounges will be available on each floor.

The company received assistance through the GCEDC for its original construction in the form of a 30-year PILOT approved March 1, 2009. DePaul seeks to amend the existing PILOT to account for the additional 20 units at the existing per unit PILOT rate. The additional units would be added to the existing PILOT schedule when they are placed in service, which is estimated to commence as of the due date for the April 1, 2023 City PILOT payment. The total annual PILOT payments would increase by

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approximately \$6,000 for the additional 20 units over the remainder of the additional PILOT. In addition, a sales tax exemption has been requested for the construction of the expansion.

Resolution No. 03/2021 - 05

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE "AGENCY") (i) ACCEPTING AN APPLICATION WITH RESPECT TO A CERTAIN PROJECT, (ii) AUTHORIZING A PUBLIC HEARING WITH RESPECT TO THE PROJECT AND (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY WITH RESPECT TO THE PROJECT.

T. Bender made a motion to accept initial resolution #03/2021-05, authorizing the scheduling of a public hearing; the motion was seconded by M. Gray. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Yes	P. Zelif -	Yes
M. Clattenburg -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

The item was approved as presented.

4.0 Audit & Finance Committee

4.1 12/31/20 Audit - David Brownell of Mostert, Manzanero & Scott, LLP reviewed the audit with the Audit and Finance Committee. The management letter states that no material weaknesses in internal controls were identified during the audit. It is their opinion that the audited financial statements present fairly, in all material respects, the financial position of the GCEDC as of December 31, 2020 in accordance with accounting principles generally accepted in the United States of America.

This was recommended for approval by the Committee.

M. Gray made a motion to approve the 12/31/2020 Audit; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Yes	P. Zelif -	Yes
M. Clattenburg -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

The item was approved as presented.

5.0 Governance & Nominating Committee – C. Yunker

5.1 Nothing at this time.

6.0 STAMP Committee – P. Zelif

6.1 Award of Contract for Force Main Part A & Part B – A total of two (2) bids were received for Contract A: Central Area, which consists of installing 15,500 LF of 20-inch force main via directional drilling method, along NYS Route 63 through the U.S. Fish and Wildlife Service Refuge. Due to regulatory agency requirements, this contract has very restrictive timelines. The work must be substantially complete within 70 days. No work may take place within the Refuge between April 1 and July 15. Work may only take place between Oak Orchard Creek and Fletcher Chapel Road (5,900 LF in Contract A) between August 15 and October 31.

The low bid for Contract A: Central Area was submitted by G. DeVincentis & Son Construction Co., Inc. of Binghamton, New York in the amount of \$9,777,000. We have reviewed their qualifications and have discussed their bid in detail. We feel the bid received is a true representation of the costs to complete this project and that the contractor is qualified to complete the contract.

A total of six (6) bids were received for Contract B: North Area, which consists of installing 18,300 LF of 18-inch and 20-inch force main via open cut (14,400 LF) and directional drilling (3,900 LF) methods, along NYS Route 63, from the northern Refuge boundary to the Oak Orchard discharge location north of Shelby Center. Due to regulatory agency requirements, this contract has restrictive timelines. The work must be substantially complete within 180 days. Work may only take place between Oak Orchard Creek and Fletcher Chapel Road (1,800 LF in Contract B) between August 15 and October 31.

The low bid for Contract B: North Area was submitted by Highlander Construction, Inc. of Memphis, New York in the amount of \$5,193,445.00. We have reviewed their qualifications and have discussed their bid in detail. We feel the bid received is a true representation of the costs to complete this project and that the contractor is qualified to complete the contract.

Fund commitment: Not to exceed \$9,777,000 covered under the \$33 million.

This was recommended for approval by the Committee.

P. Zelif made a motion to table Contract B until the May meeting and accept the bid received from G. DeVincentis & Son Construction Co., Inc not to exceed \$9,777,000 for Contract A, contingent upon 1) contract approval from NYS Empire State Development, and 2) engineering approval of the subcontractor for Contract A; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Yes	P. Zelif -	Yes
M. Clattenburg -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

The item was approved as presented.

6.2 CPL Contract for Construction Inspection of Force Main – The GCEDC has received a construction inspection and inspection proposal for the construction of a 20 inch force main transmission line along Route 77 through the USFWS refuge. The contract is broken down into three tasks, with project management at \$76,000, and contract administration of \$178,000 which will be billed as a lump sum percentage of completion. The third task, construction inspection services, will be billed on an hourly basis with a not to exceed amount of \$306,000.

Fund commitment: Not to exceed \$560,000 covered under the \$33 million.

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This was recommended for approval by the Committee.

C. Yunker made a motion to approve the Clark Patterson Lee Contract for the construction inspection of the force main as presented; the motion was seconded by T. Bender. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Yes	P. Zeff -	Yes
M. Clattenburg -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

The item was approved as presented.

6.3 CPL Contract for Final Engineering, Bidding & Construction Inspection for Roadway & Water Main Extension - The GCEDC has received a final engineering, bidding and construction inspection proposal for the extension of a 12-inch water main transmission line from Route 77 along STAMP Drive and Crosby Road, as well as the rebuild of a portion of Crosby Road from STAMP Drive south. This will be necessary infrastructure to support a project at STAMP.

Fund Commitment: Not to exceed \$75,000 covered under the \$33 million.

This was recommended for approval by the Committee.

C. Yunker made a motion to approve the final engineering, bidding and construction proposal from Clark Patterson Lee as presented; the motion was seconded by A. Vanderhoof. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Yes	P. Zeff -	Yes
M. Clattenburg -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

The item was approved as presented.

6.4 Partner Fee Agreement Renewal (Gary Homonai) - Gary Homonai, a Professional Business Development Consultant, would like to renew the agreement with the GCEDC to market the STAMP site. The terms and conditions have not changed. The GCEDC is currently working with Gary Homonai on a project.

This was recommended for approval by the Committee.

P. Zeff made a motion to approve the renewal of the partner fee agreement with Gary Homonai as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Yes	P. Zeff -	Yes
M. Clattenburg -	Yes	M. Gray -	Yes
A. Vanderhoof -	Yes		

The item was approved as presented.

7.0 Empoyment & Compensation – T. Bender

7.1 Nothing at this time.

8.0 Housing Committee – P. Battaglia

8.1 Nothing at this time.

9.0 Other Business

10.0 Adjournment

As there was no further business, P. Battaglia made a motion to adjourn at 5:27 p.m., which was seconded by A. Vanderhoof and passed unanimously.