



STAFF

JOHN J. PISECK, JR.
Chief Executive Officer

VICTORIA L. ADAMS
Operations Manager

JENNIFER L. YOUNG
Administrative Office
Assistant

ERIN E. SPINA
Marketing & Communications
Specialist

ALAINA VALERIANO
Community & Business
Development Specialist

BOARD OF DIRECTORS

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ANN GAWORECKI
Director

TIM DAY
Director

ALANA BASLOE
Director

COUNSEL

ANTHONY G. HALLAK, Esq.
Felt Evans, LLP

MINUTES

January 30, 2024

Herkimer County Industrial Development Agency Board of Directors Meeting

The Herkimer County Industrial Development Agency held a regular meeting of the Board of Directors on Tuesday, January 30, 2024 at 8:00 AM. The meeting was held electronically via zoom conference as well as a public meeting open for the public to attend in person. Members of the public were invited to join the meeting virtually by going to www.zoom.com or by dialing (929) 205-6099 and entering meeting ID: 875-6466-4800 and passcode: 402411. Members of the public were invited to attend the meeting in person in the Herkimer County Chamber of Commerce conference room at 420 E. German Street, Herkimer, NY 13350.

After the Pledge of Allegiance, Chairman Vincent (Jim) Bono called the meeting to order at 8:00 AM.

Mr. Bono introduced the Agency's newest staff member, Alaina Valeriano.

The following members were present in person and answered the roll call: Alana Basloe, Vincent (Jim) Bono, Cory Albrecht and Ann Gaworecki, Tim Day, Michael Werenczak (6) **Quorum present.** John Scarano entered at 8:05 AM.

Members Absent: None

Staff Present: John Piseck, Victoria Adams, Jennifer Young, Erin Spina, and Alaina Valeriano

Also Present in Person: Garet Livermore (Cornell Cooperative Extension)

Also Present Virtually: County Administrator, Jim Wallace; Herkimer County Legislators, Mark Gaworecki and Bill Weakly; Elaine Sperbeck (Little Falls Resident) and Shannon Wagner (Hodgson Russ LLP.)

Mission Statement: Ms. Erin Spina read the agency's mission statement.

Minutes:

December 21, 2023: The minutes of the December 21, 2023 annual meeting were offered for review. **Ann Gaworecki moved, seconded by Michael Werenczak to approve the minutes as presented. The motion carried with 7 ayes and 0 nays.**

Financial Reports: The following financial reports were offered for review and approval: December 2023 Financial Report, Balance Sheet, Check Register, RLF/Lease Balance with payment status, the SBP Mortgage and the PILOT report. Mr. Piseck stated that all loans are currently up to date at present time. Mr. Piseck also noted that the Agency received payment from National Grid for the grant application submitted in 2023 for the electrical installation at 186 Usyk Drive in the Schuyler Business Park in the amount of \$127,011.00. **Cory Albrecht moved, seconded by Alana Basloe to approve all financial reports as presented. The motion carried with 7 ayes and 0 nays.**

2024 Budget Amendment:

The board was presented with a budget amendment for an increase in the cost of Agency staff health insurance coverage in the amount of \$45,000.00 for 2024. Following review **Tim Day moved seconded by Cory Albrecht to approve the proposed amendment to the 2024 budget. The motion carried with 7 ayes and 0 nays.**

Resolution: 013024-01

Marketing Update:

Erin Spina updated the board on marketing projects completed in the past month. The quarterly newsletter was released last week and was presented to the board. Ms. Spina also shared photos taken during a phase 1 assessment at 210 and 212 Main Street in Herkimer. Ms. Spina also shared updates to the Agency's website to include the Herkimer Local Development Corporation and updated photos of the business parks to include winter photos.

Grant Updates:

Microenterprise: Agency staff is assisting several business owners with applications at this time. A full application has not yet been received for board approval.

Housing Study: Agency staff is currently creating an RFP to be reviewed by Empire State Development prior to sending out for bids to begin the project.

2023 Board Evaluation Survey: The results of the annual board evaluation were discussed. Mr. Piseck asked board members to reach out if they would like to discuss any of the items listed on the evaluation. Following review, **Ann Gaworecki moved, seconded by Alana Basloe to approve the 2023 Board Evaluation Summary as presented. The motion carried with 7 ayes and 0 nays.**

Resolution: 013024-02

Green Energy Manufacturers UTEP: Agency staff will be working with counsel to create a Green Energy Manufacturer UTEP in the coming weeks. This will be presented to the board at that time. This item was for discussion only.

Chips Supplier Chain UTEP: Agency staff will be working with counsel to create a Chips Supplier Chain UTEP in the coming weeks. This will be presented to the board at that time. This item was for discussion only.

Housing UTEP: Agency staff will be working with counsel to create a Housing UTEP in the coming weeks. This will be presented to the board at that time. This item was for discussion only.

Local Gas ADK, LLC:

Final Authorizing Resolution: The board was presented with the Final Authorizing Resolution for Local Gas ADK, LLC. After further review and discussion, **John Scarano made the following motion:**

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE ALL RELEVANT CLOSING DOCUMENTS WITH RESPECT TO THE ACQUISITION OF AN INTEREST IN THE REAL PROPERTY SITUATE IN THE TOWN OF SCHUYLER COUNTY OF HERKIMER AND STATE OF NEW YORK AND THE PERSONAL PROPERTY TO BE ACQUIRED AND LOCATED THEREAT (the "Facility") THROUGH LEASE AGREEMENT, LEASING SAID FACILITY BACK TO THE COMPANY THROUGH SALES AND MORTGAGE TAX EXEMPTIONS; TO ADDRESS ENVIRONMENTAL ISSUES AND TO PROVIDE FOR INDEMNIFICATION OF THE AGENCY ON SUCH ISSUES RELATING TO THE PROJECT THROUGH THE EXECUTION OF AN ENVIRONMENTAL COMPLIANCE AND INDEMNIFICATION AGREEMENT WITH THE COMPANY (the "ECIA"); TO ENTER INTO A RECAPTURE AGREEMENT; TO ENTER INTO A PAYMENT IN LIEU OF TAX AGREEMENT; AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

Seconded by Tim Day, the motion carried with 6 ayes, 0 nays and 1 abstention by Ann Gaworecki. The official resolution is attached to the original minutes.

Resolution: 013024-03

Newport School (ratify): The Agency requested to enter into an agreement with HRP Associates for environmental and engineering services in support of the demolition, disposal, and site restoration of the Newport School. Following review, **Ann Gaworecki moved, seconded by Alana Basloe to enter into an agreement with HRP Associates in the amount not to exceed \$8,000 for environmental and engineering services for the demolition, disposal, and site restoration of the Newport School. The motion carried with 7 ayes and 0 nays.**

Resolution: 013024-04

Actuarial Valuation: As part of the Agency's Annual Financial Audit, it is necessary to conduct an analysis of estimated costs for Other Post-Employment Benefits (OPEB). The Agency received a proposal from Risk Strategies to complete the report in accordance with generally accepted actuarial principles and practices. **Cory Albrecht moved, seconded by Alana Basloe to approve the Agency to enter into an agreement with Risk Strategies for the completion of a full valuation for fiscal year 2023 in the amount of \$2,500.00 and a roll forward calculation for the fiscal year 2024 in the amount of \$1,300 for a total amount not to exceed \$3,800.00 The motion carried with 7 ayes and 0 nays.**

Resolution: 013024-05

Genesis Group Sponsorship: The Agency received a request for sponsorship from the Genesis Group for a second year in the amount of \$5,000.00. Following discussion, **Ann Gaworecki moved, seconded by John Scarano authorize the Agency to sponsor the Genesis Group at a cost not to exceed \$5,000. The motion carried with 7 ayes and 0 nays.**

Resolution: 013024-06

Manheim Business Park Water Tank (ratify): The Agency requested to enter into agreement with engineering firm, Wright-Pierce, to continue and complete engineering work for the water tank at the Manheim Business Park. **Tim Day moved, seconded by Alana Basloe to ratify the contact in the amount of \$125,000.00 for engineering services necessary to complete the water tank project at the Manheim Business Park. The motion carried with 7 ayes and 0 nays.**

Resolution: 013024-07

Schuyler Business Park Easements: The board was presented with a copy of requested easements from National Grid for the relocation of 3 poles within the Schuyler Business Park to allow for an updated entrance requested by the Department of Transportation. Following review, **Cory Albrecht moved, seconded by John Scarano, to authorize the requested easements. The motion carried with 7 ayes and 0 nays.**

Resolution: 013024-08

Ames True Temper: Due to contract negotiations this item was moved to executive session.

IDA to administer LDC: Due to more information needed, this item was tabled at this time and will be presented to the board at a future meeting.

ELG Utica Alloys:

Final Authorizing Resolution: The board was presented with the Final Authorizing Resolution for ELG Utica Alloys, LLC. Following review and discussion, **Michael Werenczak made the following motion:**

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE ALL RELEVANT CLOSING DOCUMENTS WITH RESPECT TO THE CONVEYANCE OF AN INTEREST IN THE REAL PROPERTY SITUATE IN THE TOWN OF HERKIMER, COUNTY OF HERKIMER AND STATE OF NEW YORK, THE CONSTRUCTION OF CERTAIN IMPROVEMENTS THEREON, AND THE ACQUISITION OF PERSONAL PROPERTY TO BE ACQUIRED AND LOCATED THEREAT (COLLECTIVELY, THE "FACILITY"); TO ASSIST THE COMPANY WITH FINANCIAL ASSISTANCE, LEASING SAID FACILITY TO AGENCY THROUGH A LEASE AGREEMENT AND THROUGH SALES AND REAL PROPERTY TAX ABATEMENTS; TO ADDRESS ENVIRONMENTAL ISSUES AND TO PROVIDE FOR INDEMNIFICATION OF THE AGENCY ON SUCH ISSUES RELATING TO THE FACILITY THROUGH THE EXECUTION OF AN ENVIRONMENTAL COMPLIANCE AND INDEMNIFICATION AGREEMENT WITH THE COMPANY (THE "ECIA"); TO LEASEBACK SAID FACILITY TO THE COMPANY; TO PROVIDE FOR A RECAPTURE AGREEMENT RELATING TO THE

**CREATION OF JOBS AND MAKING CERTAIN FINDINGS AND
DETERMINATIONS WITH RESPECT TO THE PROJECT.**

Seconded by Alana Basloe, the motion carried with 7 ayes and 0 nays. The official resolution is attached to the original minutes.

Resolution: 013024-09

Mr. Bono welcomed comments from elected officials. No comments were made at this time.

Project Updates/ Other Business:

- ***Duofold Building***- Mr. Piseck continues to assist with potential business owners to fill the space.
- ***Commercial Insurance***- Agency staff reviewed quotes from outside insurance agencies but decided to stay with current carrier at this time.
- ***2024 Brownfield Summit***- This year's Brownfield Summit scheduled for April 23rd and 24th will have an honorable award presented in memory of Phill Clappin.
- ***REDC Conference***- Agency staff will be attending the event on February 13-14th in Albany. Board members were encouraged to sign up.
- ***Daneli Training***- Agency staff begins their 9 course professional development training with Daneli Partners today. The first session will be "My Strengths and the Team (Claim It)"
- ***Hansen Island Bridge in Little Falls*** – Agency staff offered assistance to the City of Little Falls for this project if needed.
- ***BCONE Sponsorship Connect & Elevate***- The Agency is sponsoring this event to be held in Syracuse on February 27, 2024. Board members were encouraged to attend.
- ***Anti- Harassment Training***- Agency staff is coordinating a group training with Center for Family Life and Recovery for the state required training. The one hour required training may take place during the February board meeting.
- ***Project Management Software***: Agency staff is looking at project management software to use in house to assist with the many projects that are currently being worked on and board members were encouraged to send their feedback on any software platforms they recommend.
- ***County-Wide BOA***- The Agency received the drafted work plan from the Dept. of State and will begin editing and send back for review in the coming week.
- ***Four Corners Business Park*** – The Town of Schuyler board meeting will be held on Wednesday, February 14th to vote on the zoning change request for Four Corners Business Park at 5:30 pm. Board members were encouraged to attend.
- ***Property in German Flatts*** – this project will not be moving forward at this time.

Ann Gaworecki moved, seconded by Alana Basloe to enter into executive session at 8:57 AM to discuss matters of contracts and properties. The motion carried with 7 ayes and 0 nays. All board members, John Piseck, Victoria Adams, Erin Spina, Alaina Valeriano, Anthony Hallak, and Shannon Wagner were invited to stay.

Cory Albrecht and Alaina Valeriano were excused from the meeting at 9:40 am.

Ann Gaworecki moved, seconded by Michael Werenczak to end executive session at 9:45AM. The motion carried with 7 ayes and 0 nays.

Being no other business, Alana Basloe moved, seconded by Michael Werenczak to adjourn at 9:46AM. The motion carried with 7 ayes and 0 nays.

Respectfully Submitted,



Jennifer Young
Administrative Assistant

AUTHORIZING RESOLUTION

At a meeting of the Herkimer County Industrial Development Agency, Herkimer County, New York (the “Agency”), held at 420 E. German Street, Herkimer, New York on the 30th day of January, 2024 at 8:00 a.m., the following members of the Agency were:

Present: Vincent J. Bono, Cory Albrecht, Ann Gaworecki, John Scarano,
Michael Werenczak, Timothy Day, Alana Basloe

Absent: None

Also Present: John Piseck, Victoria Adams, Erin Spina, Alaina Valeriano, and Jennifer Young

After the meeting had been duly called to order, the Chairman announced that the purpose of the meeting was to consider and take action on certain matters pertaining to Local Gas, LLC (the “Company”).

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

AYE

NAY

ABSTAINED

*ALL

*NONE

*GAWORECKI

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE ALL RELEVANT CLOSING DOCUMENTS WITH RESPECT TO THE ACQUISITION OF AN INTEREST IN THE REAL PROPERTY SITUATE IN THE TOWN OF SCHUYLER COUNTY OF HERKIMER AND STATE OF NEW YORK AND THE PERSONAL PROPERTY TO BE ACQUIRED AND LOCATED THEREAT (the “Facility”) THROUGH LEASE AGREEMENT, LEASING SAID FACILITY BACK TO THE COMPANY THROUGH SALES AND MORTGAGE TAX EXEMPTIONS; TO ADDRESS ENVIRONMENTAL ISSUES AND TO PROVIDE FOR INDEMNIFICATION OF THE AGENCY ON SUCH ISSUES RELATING TO THE PROJECT THROUGH THE EXECUTION OF AN ENVIRONMENTAL COMPLIANCE AND INDEMNIFICATION AGREEMENT WITH THE COMPANY (the “ECIA”); TO ENTER INTO A RECAPTURE AGREEMENT; TO ENTER INTO A PAYMENT IN LIEU OF TAX AGREEMENT; AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

WHEREAS, Local Gas, LLC, on behalf of itself and/or the principals of Local Gas, LLC (the "Company") has applied to the Herkimer County Industrial Development Agency (the "Agency") to enter into a transaction relating to the acquisition, construction and equipping of a complete truck stop/retail convenience outlet providing diesel fuel, gasoline, driver amenities, convenience store, restaurant, reserved parking, and office space on a parcel of land located at Drive In Road, Schuyler, New York, Herkimer County (the "Land"), and the acquisition and installation of equipment in the Improvements, all to be used by the Company in connection with providing a truck stop and retail convenience facility providing diesel fuel, gasoline, driver amenities in support of Local Gas, LLC (the Land, Improvements and Equipment) are referred to collectively as the "Facility" and the construction and equipping of the Improvements is referred to as (the "Project"); and

WHEREAS, the Company will lease the Facility to the Agency, pursuant to Article 18-A of the General Municipal Law of the State of New York, and Chapter 372 of the Laws of 1970 of the State of New York, as may be amended from time to time (collectively the "Act") and the Agency will lease the Facility back to the Company pursuant to a Leaseback Agreement (the "Leaseback Agreement"); and

WHEREAS, the Company will construct and equip the Project; and

WHEREAS, the Company will acquire, construct and equip a complete truck stop/retail convenience outlet providing diesel fuel, gasoline, driver amenities, convenience store, restaurant, reserved parking and office space; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency is authorized under its Uniform Tax Exemption Policy to provide for financial assistance to the Project; and

WHEREAS, representations made by the Company in its Application for Financial Assistance support the finding that the Project will promote employment opportunities and prevent economic deterioration in the area served by the Agency; and

WHEREAS, prior to the closing of a lease-leaseback transaction, and the granting of any tax benefits, a public hearing (the "Hearing") was held so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency, or the location or nature of the Facility, can be heard; and

WHEREAS, notice of the Hearing was given prior to the closing of a lease-leaseback transaction, and the granting of any tax benefits, and such notice (together with proof of publication) was in the form annexed hereto as **Exhibit A**; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as **Exhibit B**; and

WHEREAS, the Agency has given due consideration to the operation of retail components of the Project and the economic conditions of the area in which the Project is situated; and

WHEREAS, the Agency has given due consideration to the application of the Company and to representations by the Company that the proposed lease-leaseback transaction is either and inducement to the Company to maintain and expand the Facility in the County or is necessary to maintain the competitive position of the Company in its industry; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the “SEQR Act” or “SEQRA”), the Agency constitutes a “State Agency”; and

WHEREAS, to aid the Agency in determining whether the Facility may have a significant effect upon the environment, the Company has prepared and submitted to the Agency an Environmental Assessment Form and related documents (the “Questionnaire”) with respect to the Facility, a copy of which is on file as the office of the Agency; and

WHEREAS, prior to the granting of any tax benefits, the Agency will complete its environmental review and make determinations for purposes of SEQRA.

Section 1. The Agency hereby finds and determines:

- (a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes of the Act and to exercise all powers granted to it under the Act; and
- (b) The Facility constitutes a “project,” such as that term is defined in the Act; and
- (c) The acquisition, construction, equipping and financing of the Facility, and the leasing of the Facility to the Company will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Herkimer County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and
- (d) The facilities and/or property used in making retail sales of goods to customers who personally visit such facilities to obtain such goods and/or services will constitute more than one-third of the total Project cost; and
- (e) The predominant purpose of the Project will be to make available goods and services which but for the Project, be reasonably accessible to residents of the Town, occupants of the Business Park or the industries utilizing the facilities because of a lack of reasonably accessible facilities proximate to the Business Park and its occupants offering such goods and services. The Project will provide an invaluable service to the Schuyler Business Park; and

- (f) The Project will serve the public purposes of General Municipal Law Article 18 by increasing the overall number of permanent private sector jobs in the community; and
- (g) The Chief Executive Officer of the Town of Schuylers has confirmed, ratified, endorsed and supported proposed Agency action; and
- (h) The acquisition, construction and equipping of the Facility is reasonably necessary to induce the Company to maintain and expand its business operations in the State of New York; and
- (i) Based upon representations of the Company, the Facility conforms with the local zoning laws and planning regulations of Herkimer County and all regional and local use plans for the area in which the Facility is located; and
- (j) It is desirable and in the public interest for the Agency to acquire a leasehold interest in the Facility and lease the Facility back to the Company; and
- (k) The Lease is an effective instrument whereby the Company conveys a leasehold interest to the Agency; and
- (l) The Leaseback Agreement is an effective instrument whereby the Company leases the Facility from the Agency; and

Section 2. In consequence of the foregoing, the Agency hereby determines to acquire a leasehold interest in the Facility from the Company and to lease the Facility back to the Company and to execute and deliver the Amended and Restated Lease Agreement, the Amended and Restated Leaseback Agreement and memoranda thereof, the Environmental Compliance and Indemnification Agreement, the PILOT Agreement, the Mortgage, the Recapture Agreement and all related documents (collectively the Closing Documents).

Section 3. The form and substance of the Closing Documents (each in substantially the forms presented to the Agency and which, prior to the execution and delivery thereof, may be redated) are hereby approved.

Section 4.

- (a) The Chairman, Vice Chairman, Secretary or any member of the Agency and the Chief Executive Officer, John J. Piseck, are hereby authorized, on behalf of the Agency, to execute and deliver the Closing Documents, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Secretary, Chief Executive Officer or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or

appropriate to effect the transactions contemplated by this resolution. The execution thereof by the Chairman, Vice Chairman, Chief Executive Officer or any member of the Agency shall constitute conclusive evidence of such approval.

- (b) The Chairman, Vice Chairman, Secretary or member of the Agency and the Chief Executive Officer, John J. Piseck, are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 5. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Closing Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Closing Documents binding upon the Agency.

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

I, Victoria Adams, the undersigned Assistant Secretary of the Herkimer County Industrial Development Agency, DO HEREBY CERTIFY:

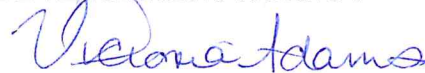
That I have compared the annexed extract of the minutes of the meeting of the Herkimer County Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on the 30th day of January, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the Closing Documents contained in this transcript of proceedings are each in substantially the substance presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of this 30th day of January, 2024.

HERKIMER COUNTY INDUSTRIAL
DEVELOPMENT AGENCY



Victoria Adams, Secretary

EXHIBIT A

LOCALiQ

Observer-Dispatch | Daily Messenger
Times Telegram | New Jersey Herald
Times Herald-Record

RECEIVED NOV 13 2023

PO Box 631202 Cincinnati, OH 45263-1202

PROOF OF PUBLICATION

Stacey Holleran
Herkimer Co Ind. Development/H
420 E. GERMAN ST. STE#101A
HERKIMER NY 13350-1049

STATE OF NEW YORK, COUNTY OF HERKIMER

The Times Telegram, a newspaper published in the City of Utica,
New York.

The text of the notice as published in said newspaper is as set
forth below, or in the annexed exhibit, was published in the issue
dated:

11/07/2023

and that the fees charged are legal.
Sworn to and subscribed before on 11/07/2023

Legal Clerk

Notary, State of WI, County of Brown

My commission expires

Publication Cost: \$90.08

Order No: 9494466

Customer No: 639140

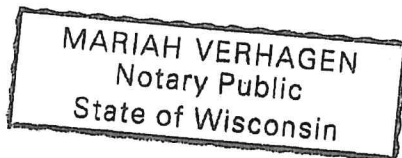
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1

THIS IS NOT AN INVOICE!

Please do not use this form for payment remittance.



NOTICE OF PUBLIC
HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the Herkimer County Industrial Development Agency (the "Agency") on the 17th day of November, 2023 at 8AM local time at the Schuyler Town Hall, 2090 State Route 5, Utica, NY 13502, Town of Schuyler, in connection with the following matter:

LOCAL GAS, LLC has presented an application (the "Application") to the Agency, a copy of which was presented at this meeting and copies of which are on file at the office of the Agency, requesting that the Agency consider undertaking; (i) to provide assistance through sales tax and mortgage tax incentives for the constructing, equipping, and financing of the above described project Facility and real property tax relief in the form of a Payment in Lieu of Tax Agreement (the "Assistance"), (ii) to acquire, construct, equip, and finance the Facility or to cause the Facility to be constructed, equipped, and financed; and (iii) to lease (with an obligation to purchase) or sell the Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency.

The facility will consist of the acquisition, construction, and equipping of a complete truck stop/retail convenience outlet providing diesel fuel, gasoline, driver amenities, convenience store, restaurant, truck wash, reserved parking and office space located at Drive In Road in the Town of Schuyler, Herkimer County, State of New York, known as part of Tax Map Parcel No. 105.3-2-7. The Project has an estimated cost of Three Million One Hundred Twenty Four Thousand Five Hundred and 00/100 Dollars (\$3,124,500.00) (the "Project Costs").

A representative of the Agency will be present at the above-stated time to review the Project Application, and hear comments and accept written statements from any persons with views in favor of or opposed to either the proposed Assistance to the Companies or the location or nature of the Facility.

A copy of the Application filed by the Company with the Agency with respect to the project facility, including an analysis of the costs and benefits of the Project, is available for public inspection during business hours at the offices of the Agency. A transcript or summary report of the hearing will be made available to the members of the Agency.

Additional information can be obtained from and written comments may be addressed to John J. Piseck, Jr., Chief Executive Officer, Herkimer County Industrial Development Agency, 420 E. German Street, Suite 101A, Herkimer, New York 13350; Telephone 315-866-3000.

HERKIMER COUNTY
INDUSTRIAL
DEVELOPMENT AGENCY
Name: Victoria Adams
Title: Operations Manager
November 7, 2023 9494466

EXHIBIT B



Herkimer County Industrial Development Agency

Public Hearing – Dialogue

November 17, 2023 @ 8:00 AM

Local Gas, LLC

Schuyler Town

2090 State Route 5, Utica, New York

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COUNSEL

ANTHONY G. HALLAK, Esq.
Felt Evans, LLP

Mr. Piseck introduced himself as the Chief Executive Officer of the Herkimer County Industrial Development Agency.

Mr. Piseck stated that on November 7th, 2023 a Public Hearing Notice was published in the legal section of the Times Telegram as well as being posted on the Agency website. The Agency also provided a copy to the CEO of all affected taxing jurisdictions. The following is the published notice:

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420 E. German Street, Box 1 Suite 101A, Herkimer, NY 13350 315-866-3000

"This institution is an equal opportunity provider, employer and lender."

in favor of or opposed to either the proposed Assistance to the Companies or the location or nature of the Facility.

A copy of the Application filed by the Company with the Agency with respect to the project facility, including an analysis of the costs and benefits of the Project, is available for public inspection during business hours at the offices of the Agency. A transcript or summary report of the hearing will be made available to the members of the Agency.

Additional information can be obtained from and written comments may be addressed to John J. Piseck, Jr., Chief Executive Officer, Herkimer County Industrial Development Agency, 420 E. German Street, Suite 101A, Herkimer, New York 13350; Telephone 315-866-3000.

Mr. Piseck invited public comments.

Being there were no comments, the public hearing was closed at 8:10 AM.

Respectfully submitted,



Victoria Adams
Operations Manager

Attachment: Sign in sheet

Local Gas, LLC
PUBLIC HEARING
NOVEMBER 17, 2023@ 8:00 AM
HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY
TOWN OF SCHUYLER, TOWN HALL
2090 STATE ROUTE 5, UTICA, NY

AUTHORIZING RESOLUTION

At a meeting of the Herkimer County Industrial Development Agency, Herkimer County, New York (the "Agency"), held at 420 E. German Street, Suite 101A, Herkimer, New York 13350 on the 30th day of January, 2024 at 8:00 a.m., the following members of the Agency were:

Present: Vincent J. Bono, Cory Albrecht, Michael Werenczak, John Scarano, Ann Gaworecki, Timothy Day and Alana Basloe

Absent: None

Also Present: John Piseck, Victoria Adams, Jennifer Young, Alaina Valeriano, Erin Spina

After the meeting had been duly called to order, the Chairman announced that the purpose of the meeting was to consider and take action on certain matters pertaining to ELG Utica Alloys Holding Corp. (the "Company").

The following resolution was duly moved, seconded, discussed and adopted with the following members voting:

AYE

NAY

ABSTAINED

*ALL

*NONE

*NONE

RESOLUTION AUTHORIZING THE AGENCY TO EXECUTE ALL RELEVANT CLOSING DOCUMENTS WITH RESPECT TO THE CONVEYANCE OF AN INTEREST IN THE REAL PROPERTY SITUATE IN THE TOWN OF HERKIMER, COUNTY OF HERKIMER AND STATE OF NEW YORK, THE CONSTRUCTION OF CERTAIN IMPROVEMENTS THEREON, AND THE ACQUISITION OF PERSONAL PROPERTY TO BE ACQUIRED AND LOCATED THEREAT (COLLECTIVELY, THE "FACILITY"); TO ASSIST THE COMPANY WITH FINANCIAL ASSISTANCE, LEASING SAID FACILITY TO AGENCY THROUGH A LEASE AGREEMENT AND THROUGH SALES AND REAL PROPERTY TAX ABATEMENTS; TO ADDRESS ENVIRONMENTAL ISSUES AND TO PROVIDE FOR INDEMNIFICATION OF THE AGENCY ON SUCH ISSUES RELATING TO THE FACILITY THROUGH THE EXECUTION OF AN ENVIRONMENTAL COMPLIANCE AND INDEMNIFICATION AGREEMENT WITH THE COMPANY (THE "ECIA"); TO LEASEBACK SAID FACILITY TO THE COMPANY; TO PROVIDE FOR A RECAPTURE AGREEMENT RELATING TO THE CREATION OF JOBS AND MAKING

CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT
TO THE PROJECT.

WHEREAS, ELG Utica Alloys Holding Corporation (the "Company") has requested that the Agency undertake a project (the "Project") consisting of the following: (A) (1) the acquisition of an interest in an approximately 39.86 acre parcel of land located in the Town of Herkimer, New York and more particularly described in **Exhibit A** attached hereto and made a part hereof (the "Land"), (2) the construction on, under and over the Land of an approximately 260,000± square foot addition to their manufacturing and distribution center (the "Improvements") and (3) the acquisition and installation of machinery, equipment and other personal property (the "Equipment") in, on, around, over and under the Improvements and the Land (the Land, the Improvements and the Equipment being collectively referred to as the "Facility"); (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing, including potential exemptions from sales taxes, real property transfer taxes and exemptions from real property taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) of the Facility to Agency and leaseback of the Facility to the Company or such other person as may be designated by the Company and agreed upon the Agency; and

WHEREAS, one or more of the Companies will lease the Facility to the Agency, pursuant to Article 18-A of the General Municipal Law of the State of New York, and Chapter 372 of the Laws of 1970 of the State of New York, as may be amended from time to time (collectively the "Act") and the Agency will lease the Facility back to one or more of the Companies pursuant to a Leaseback Agreement (the "Leaseback Agreement"); and

WHEREAS, the Company will construct and equip the Facility as agent of the Agency; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, representations made by the Company in their Application for Financial Assistance support the finding that the Project will promote employment opportunities in the area served by the Agency; and

WHEREAS, the Agency has requested the Company to provide satisfactory supplemental information to its Application for Financial Assistance demonstrating compliance with pre-existing employment obligations at the company's multiple locations; and

WHEREAS, in order to induce the Company to develop the Facility, the Agency is willing to take a leasehold interest in the Land, Improvements and Equipment pursuant to the terms and conditions contained in the Lease Agreement and to lease the Land, Improvements and Equipment back to the Company pursuant to the terms of the Leaseback Agreement; and

WHEREAS, prior to the closing of a lease-leaseback transaction, and the granting of any tax benefits, a public hearing (the "Hearing") was held so that all persons with views in favor of or opposed to either the Financial Assistance contemplated by the Agency, or the location or nature of the Facility, could be heard; and

WHEREAS, notice of the Hearing was given prior to the closing of a lease-leaseback transaction, and the granting of any tax benefits, and such notice (together with proof of publication) was in the form annexed hereto as Exhibit B; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as Exhibit C; and

WHEREAS, the Agency will provide the Financial Assistance to the Company including, exemptions from sales and use taxes, abatements from real property taxes and assisting in the procurement of grant money; and

WHEREAS, the Agency has given due consideration to the application of the Company and to representations by the Company that the proposed lease-leaseback transaction is an inducement to the Company to locate and construct the Facility in the County and is also necessary to maintain the competitive position of the Company in its industry; and

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Agency hereby finds and determines:

- (a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes of the Act and to exercise all powers granted to it under the Act; and
- (b) The Facility constitutes a "project," such as that term is defined in the Act; and
- (c) The acquisition, construction, equipping and financing of the Facility, and the leasing of the Facility to one or more of the Companies will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of Herkimer County and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and
- (d) The employment obligations and job opportunities, subject to verification prior to closing, are in the economic best interest of the Town of Herkimer and County of Herkimer; and
- (e) The acquisition, construction and equipping of the Facility is reasonably necessary to induce the Companies to maintain and expand its business operations in the State of New York; and

- (f) Based upon representations of the Companies, the Facility conforms with the local zoning laws and planning regulations of Herkimer County and all regional and local use plans for the area in which the Facility is located; and
- (g) It is desirable and in the public interest for the Agency to acquire a leasehold interest in the Facility and lease the Facility back to one or more of the Companies; and
- (h) The Lease is an effective instrument whereby one of more of the Companies conveys a leasehold interest to the Agency; and
- (i) The Leaseback Agreement is an effective instrument whereby one or more of the Companies leases the Facility from the Agency; and
- (j) Based upon the materials submitted by the Company and the Agency's knowledge of the Project, the Facility will result in no adverse environmental impacts.

Section 2. In consequence of the foregoing, the Agency hereby determines to acquire a leasehold interest in the Facility from ELG Utica Alloys Holding Corporation and to lease the Facility back to ELG Utica Alloys Holding Corporation and to execute and deliver the Lease Agreement, the Leaseback Agreement and memoranda thereof, the ECIA, the PILOT Agreement, the Mortgage and all related documents (collectively the Closing Documents).

Section 3. The form and substance of the Closing Documents (each in substantially the forms presented to the Agency and which, prior to the execution and delivery thereof, may be redated) are hereby approved.

Section 4.

- (a) The Chairman, Vice Chairman, Secretary or any member of the Agency and the Chief Executive Officer, John J. Piseck, Jr., are hereby authorized, on behalf of the Agency, to execute and deliver the Closing Documents, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, Secretary, Chief Executive Officer or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and Agency Counsel, necessary or appropriate to effect the transactions contemplated by this resolution. The execution thereof by the Chairman, Vice Chairman, Chief Executive Officer or any member of the Agency shall constitute conclusive evidence of such approval.
- (b) The Chairman, Vice Chairman, Secretary or member of the Agency and the Chief Executive Officer, John J. Piseck, Jr., are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 5. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Closing Documents, and to execute and deliver all such additional certificates, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Closing Documents binding upon the Agency.

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

I, Victoria Adams, the undersigned Assistant Secretary of the Herkimer County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Herkimer County Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on the 30th day of May, 2023 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

That the Closing Documents contained in this transcript of proceedings are each in substantially the substance presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of this 30th day of January 2024

**HERKIMER COUNTY INDUSTRIAL
DEVELOPMENT AGENCY**

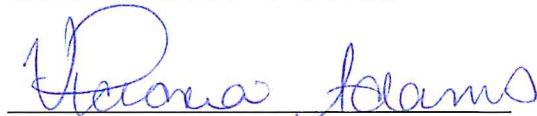

Victoria Adams, Assistant Secretary

EXHIBIT A

Legal Description

ALL THAT TRACT, PIECE OR PARCEL OF LAND situate within the Town of Herkimer, County of Herkimer and State of New York, as shown on the map entitled "Property Map Showing Lands to be Conveyed to EUA Holding Corp.", dated October 16, 2023, prepared by Emrich Land Surveying, PLLC; said parcel more particularly described as follows:

BEGINNING at a found iron pipe located on the westerly boundary of Gros Blvd. (C.R. 258) at its intersection with the division line between the herein described property on the south and the property of John and Judith Boniface (reputed owners) as described by deed L. 778 P. 694 on the north;

Thence South $13^{\circ} 59' 15''$ East, along said westerly boundary of Gros Blvd. (C.R. 258), a distance of 209.89 feet to a point; said point located at the intersection of the last mentioned course with the division line between the herein described property on the north and the property of ELG Utica Alloys, Inc. (reputed owner) as described by deed L. 1376 P. 411 on the south;

Thence South $76^{\circ} 10' 15''$ West, along the last mentioned division line, a distance of 122.55 feet to a point; said point located at the intersection of the last mentioned division line with the division line between the herein described property on the east and said property of ELG Utica Alloys, Inc. (L. 1376 P. 411) on the west;

Thence North $13^{\circ} 50' 00''$ West, along the last mentioned division line, a distance of 105.00 feet to a point; said point located at the intersection of the last mentioned division line with the division line between the herein described property on the north and said property of ELG Utica Alloys, Inc. (L. 1376 P. 411) on the south;

Thence South $76^{\circ} 10' 15''$ West, along the last mentioned division line, a distance of 175.00 feet to a point; said point located at the intersection of the last mentioned division line with the division line between the herein described property on the west and said property of ELG Utica Alloys, Inc. (L. 1376 P. 411) on the east;

Thence South $13^{\circ} 50' 00''$ East, along the last mentioned division line, a distance of 310.74 feet to a point; said point located at the intersection of the last mentioned division line with the division line between the herein described property on the north and said property of ELG Utica Alloys, Inc. (L. 1376 P. 411) on the south;

Thence South $75^{\circ} 50' 20''$ West, along the last mentioned division line, a distance of 251.60 feet to a point; said point located at the intersection of the last mentioned division line with the division line between the herein described property on the west and said property of ELG Utica Alloys, Inc. (L. 1376 P. 411) on the east;

Thence South $14^{\circ} 12' 40''$ East, along the last mentioned division line, a distance of 289.48 feet to a point; said point located at the intersection of the last mentioned division line with the division line between the herein described property on the south and said property of ELG Utica Alloys, Inc. (L. 1376 P. 411) on the north;

Thence North $75^{\circ} 41' 45''$ East, along the last mentioned division line, a distance of 797.43 feet to a point; said point located at the intersection of the last mentioned division line with the division line between the herein described property on the east and said property of ELG Utica Alloys, Inc. (L. 1376 P. 411) on the west;

Thence North $14^{\circ} 13' 00''$ West, along the last mentioned division line, a distance of 474.44 feet to an iron pin located on the southerly boundary of Gros Blvd. (C.R. 258);

Thence North $79^{\circ} 48' 30''$ East, along said boundary of Gros Blvd. (C.R. 258), a distance of 15.51 feet to an angle point;

Thence North $40^{\circ} 38' 25''$ East, along the southeasterly boundary of Gros Blvd. (C.R. 258), a distance of 354.00 feet to a point marked with a metal post; said post located at the intersection of the last mentioned course with the division line between the herein described property on the southwest and the property of James R. and Timothy D. Wells (reputed owners) as described by deed L. 803 P. 400 on the northeast;

Thence South $45^{\circ} 03' 45''$ East, along the last mentioned division line, a distance of 728.98 feet to a point; said point located at the intersection of the last mentioned division line with the division line between the herein described property on the northwest and the property of William M. Babinec and Elizabeth Babinec (reputed owners) as described by deed L. 905 P. 520 on the southeast;

Thence South $24^{\circ} 40' 20''$ West, along the last mentioned division line, a distance of 476.03 feet to an iron pin; said pin located at the intersection of the last mentioned division line with the division line between the herein described property on the south and said property of William M. Babinec and Elizabeth Babinec on the north;

Thence South $72^{\circ} 18' 55''$ East, along the last mentioned division line, a distance of 123.02 feet to a point; said point located at the intersection of the last mentioned division line with the division line between the herein described property on the northwest and property of Robert J. Mihevc And Sandra Mihevc (reputed owners) as described by deed L. 658 P. 730 on the

Thence South $32^{\circ} 42' 10''$ West, along the last mentioned division line and continuing along the northwesterly bounds of Brian Hollis (I.N. RP2020-2089) and Dale and Debra M. Keyser (L. 806 P. 627), a distance of 223.80 feet to an iron pipe; said pipe located at the intersection of the last mentioned division line with the division line between the herein described property on the southwest and said property of Keyser (reputed owners) on the northeast;

Thence South $53^{\circ} 42' 20''$ East, along the last mentioned division line, a distance of 309.58 feet to a point located on the centerline of Pine Grove Road (C.R. 106);

Thence South 36° 16' 40" West, along said the centerline of Pine Grove Road, a distance of 50.00 feet to a point; said point located at the intersection of the last mentioned course with the division line between the herein described property on the northeast and the property of Charlene Agne (reputed owner) as described by deed L. 576 P. 835 on the southwest;

Thence North 53° 43' 20" West, along the last mentioned division line, a distance of 166.52 feet to a point; said point located at the intersection of the last mentioned division line with the division line between the herein described property on the northwest and said property of Charlene Agne on the southeast;

Thence South 36° 16' 40" West, along the last mentioned division line and continuing along the northwesterly bounds of John R. and Sharon Ciko (reputed owners) as described by deed L. 823 P. 455, a distance of 159.87 feet to an iron pin; said pin located at the intersection of the last mentioned division line with the division line between the herein described property on the north and the property of Scott Yatarda (reputed owner) as described by deed L. 1327 P. 982 on the south;

Thence North 72° 54' 45" West, along the last mentioned division line and continuing along the northerly bounds of Jamey and Mary Zielinsky (reputed owners) as described by deed L. 1505 P. 36, a distance of 590.37 feet to a point; said point located at the intersection of the last mentioned division line with the division line between the herein described property on the east and the property of Brian and Samantha Maser (reputed owners) as described by deed as Instrument No. RP2022-584 on the west;

Thence North 13° 35' 10" West, along the last mentioned division line and continuing along the easterly terminus of Grace Avenue and the easterly bounds of Regina L. Carter (L. 1186 P. 90) and Jere J. and Lois Van Allen (L. 1568 P. 695), a distance of 249.15 feet to an iron pipe; said pipe located at the intersection of the last mentioned division line with the division line between the herein described property on the north and said property of Jere J. and Lois Van Allen (reputed owners) on the south;

Thence South 75° 24' 05" West, along the last mentioned division line, a distance of 157.10 feet to an iron pipe located on the easterly boundary of East Street;

Thence North 14° 34' 30" West, along said boundary of East Street, a distance of 157.15 feet to a point located on the northerly terminus of said East Street;

Thence South 75° 24' 05" West, along said northerly boundary of East Street, a distance of 50.00 feet to a point located on the westerly boundary of East Street;

Thence South 14° 34' 30" East, along said boundary of East Street, a distance of 157.15 feet to an iron pipe; said pipe located at the intersection of the last mentioned course with the division line between the herein described property on the north and the property of Tara Marsh (reputed owner) as described by deed as Instrument No. RP2021-3470 on the south;

Thence South 75° 24' 05" West, along the last mentioned division line, a distance of 162.00 feet to an iron pipe; said pipe located at the intersection of the last mentioned division line with the division line between the herein described property on the east and the property of Robert and Nancy Knapp (reputed owners) as described by deed as Instrument No. RP2022-5886 on the west;

Thence North 14° 35' 50" West, along the last mentioned division line, a distance of 50.00 feet to iron pipe; said pipe located at the intersection of the last mentioned division line with the division line between the herein described property on the north and said property of Robert and Nancy Knapp on the south;

Thence South 75° 24' 05" West, along the last mentioned division line, a distance of 162.00 feet to an iron pipe located on the easterly boundary of Palisade Street;

Thence North 14° 35' 55" West, along said boundary of Palisade Street, a distance of 107.00 feet to a point located on the northerly terminus of said Palisade Street;

Thence South 75° 24' 00" West, along said northerly boundary of Palisade Street, a distance of 50.00 feet to a point located on the westerly boundary of Palisade Street;

Thence South 14° 35' 55" East, along said boundary of Palisade Street, a distance of 107.00 feet to an iron pipe; said pipe located at the intersection of the last mentioned course with the division line between the herein described property on the north and the property of Robert and Arleta Lowell (reputed owners) as described by deed as Instrument No. RP2023-219 on the south;

Thence South 75° 23' 55" West, along the last mentioned division line and continuing along the northerly bounds of James P. and Joellen M. Mula (reputed owners) as described by deed L. 756 P. 043, a distance of 323.00 feet to a concrete monument located on the easterly boundary of West Street;

Thence North 14° 35' 55" West, along said boundary of West Street, a distance of 107.00 feet to an iron pin located on the northerly terminus of said West Street;

Thence South 75° 24' 00" West, along said northerly boundary of West Street, a distance of 50.00 feet to a point located on the westerly boundary of West Street;

Thence South 14° 35' 45" East, along said boundary of West Street, a distance of 7.00 feet to an iron pin; said pin located at the intersection of the last mentioned course with the division line between the herein described property on the north and the property of Craig Tangorra (reputed owner) as described by deed as Instrument No. RP2017-4602 on the south;

Thence South 75° 24' 00" West, along the last mentioned division line, a distance of 140.00 feet to an iron pin; said pin located at the intersection of the last mentioned division line with the division line between the herein described property on the west and said property of Craig Tangorra on the east;

Thence South 14° 36' 00" East, along the last mentioned division line, a distance of 149.10 feet to a point; said point located at the intersection of the last mentioned division line with the division line between the herein described property on the north and the property of Leona Scott (reputed owner) as described by deed L. 835 P. 003 on the south;

Thence South 77° 00' 05" West, along the last mentioned division line, a distance of 187.60 feet to an iron pin; said pin located at the intersection of the last mentioned division line with the division line between the herein described property on the east and the property of John and Judith Boniface (reputed owners) as described by deed L. 778 P. 694 on the west;

Thence North 14° 17' 25" West, along the last mentioned division line, a distance of 1011.40 feet to an iron pin; said pin located at the intersection of the last mentioned division line with the aforementioned division line between the herein described property on the south and said property of John and Judith Boniface on the north;

Thence North 78° 03' 20" East, along the last mentioned division line, a distance of 1289.78 feet to the **point of beginning**, containing 1,736,573 ± square feet or 39.86± acres, more or less;

Bearings are based on Grid North, North American Datum (NAD) 83, New York State Plane East Zone.

BEING all the same premises conveyed by Bargain and Sale Deed from Curtains and Fabrics Inc. to Herkimer Distribution LLC, dated November 27, 2002 and recorded on January 7, 2003 in the Herkimer County Clerk's Office in Book 918 of Deeds at Page 14.

EXHIBIT B

Notice of Public Hearing

Proof of Publication

LOCALiQ

Observer-Dispatch | Daily Messenger
Times Telegram | New Jersey Herald
Times Herald-Record

PO Box 631202 Cincinnati, OH 45263-1202

PROOF OF PUBLICATION

Victoria Adams
Herkimer Co Ind. Development/H
420 E. GERMAN ST. STE#101A
HERKIMER NY 13350-1049

RECEIVED DEC 13 2023

RECEIVED DEC 13 2023

STATE OF NEW YORK, COUNTY OF HERKIMER

The Times Telegram, a newspaper published in the City of Utica,
New York.

The text of the notice as published in said newspaper is as set
forth below, or in the annexed exhibit, was published in the issue
dated:

12/07/2023

and that the fees charged are legal.
Sworn to and subscribed before on 12/07/2023

[Signature]

Legal Clerk

[Signature]

Notary, State of WI, County of Brown

8.25.26

My commission expires

Publication Cost: \$102.31

Order No: 9601749

of Copies:

Customer No: 639140

1

PO #:

THIS IS NOT AN INVOICE!

Please do not use this form for payment remittance.

MARIAH VERHAGEN
Notary Public
State of Wisconsin

NOTICE OF
PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the Herkimer County Industrial Development Agency (the "Agency") on the 18th day of December, 2023 at 8AM local time at the Herkimer County IDA office, 420 East German Street, Suite 101A, Herkimer, NY 13350, Town of Herkimer, in connection with the following matter: ELG Utica Alloys Holding Corp has presented an application (the "Application") to the Agency, a copy of which was presented at this meeting and copies of which are on file at the office of the Agency, requesting that the Agency consider undertaking: (i) to provide assistance through sales tax and mortgage tax incentives for the constructing, equipping, and financing of the above described project Facility and real property tax relief in the form of a Payment in Lieu of Tax Agreement (the "Assistance"); (ii) to acquire, construct, equip, and finance the Facility or to cause the Facility to be constructed, equipped, and financed; and (iii) to lease (with an obligation to purchase) or sell the Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency.

The facility will consist of the acquisition of a 40 acre parcel of land situated in the Town of Herkimer, County of Herkimer (the "Additional Land"), assist in demolition and reconstruction of its existing (and addition) facility in Herkimer (the "Existing Land"), the addition of a 260,000 +/- square foot materials processing and storage center with loading docks, office space, restrooms, break-rooms, and meeting room, including manufacturing, construction of all infrastructure, driveways, sidewalks, parking lot and landscaping to service the same (collectively, the "Improvements") and the acquisition and installation of fixtures, furniture and equipment (collectively, the "Equipment") and together with the Additional and Existing Land and Improvements, the "facility" and the construction and equipping of the facility is the "Project". The project is located 378 Gras Boulevard in the Town of Herkimer, Herkimer County, State of New York, known a Tax Map No(s) 113.4-1-42.1 and 113.4-1-42.2. The Project has an estimated cost of Eight Million Thirty Seven Thousand and Two Hundred and 00/100 Dollars (\$8,037,200.00) the ("Project Costs").

A representative of the Agency will be present at the above-stated time to review the Project Application, and hear comments and accept written statements from any persons with views in favor of or opposed to either the proposed Assistance to the Companies or the location or nature of the Facility.

A copy of the Application filed by the Company with the Agency with respect to the project facility, including an analysis of the costs and benefits of the Project, is available for public inspection during business hours at the offices of the Agency. A transcript or summary report of the hearing will be made available to the members of the Agency.

Additional information can be obtained from and written comments may be addressed to John J. Piseck, Jr., Chief Executive Officer, Herkimer County Industrial Development Agency, 420 E. German Street, Suite 101A, Herkimer, New York 13350; Telephone 315-866-3000.

HERKIMER COUNTY
INDUSTRIAL
DEVELOPMENT AGENCY
By: s/Victoria Adams, Operations Manager
12/17/23 04:17:49

EXHIBIT C

Public Hearing Minutes



Herkimer County Industrial Development Agency

Monday, December 18, 2023 @ 8AM

ELG Utica Alloys

Herkimer County IDA Office

420 E German Street, Suite 101A

Herkimer, NY 13350

STAFF

JOHN J. PISECK, JR.
Chief Executive Officer

VICTORIA L. ADAMS
Operations Manager

JENNIFER L. YOUNG
Administrative Office
Assistant

ERIN E. SPINA
Marketing & Communications
Specialist

BOARD OF DIRECTORS

VINCENT J. BONO
Chairman

CORY ALBRECHT
Vice Chairman

JOHN SCARANO
Secretary

MICHAEL WERENCZAK
Treasurer

ANN GAWORECKI
Director

TIM DAY
Director

ALANA BASLOE
Director

COUNSEL

ANTHONY G. HALLAK, Esq.
Felt Evans, LLP

John J. Piseck, Jr. introduced himself as the Chief Operating Officer of the Herkimer County Industrial Development Agency and opened the public hearing at 8:00AM.

Mr. Piseck appointed Victoria Adams to record the minutes of the hearing.

Mr. Piseck also introduced Erin Spina of the Herkimer County IDA.

Mr. Piseck stated that on December 7, 2023 a public hearing Notice was published in the legal section of the Times Telegram as well as being posted on the Agency website. The agency also provided a copy to the CEO of all affected taxing jurisdictions. The following is the published notice:

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the Herkimer County Industrial Development Agency (the "Agency") on the 18th day of December, 2023 at 8AM local time at the Herkimer County IDA office, 420 East German Street, Suite 101A, Herkimer, NY 13350, Town of Herkimer, in connection with the following matter:

ELG Utica Alloys Holding Corp has presented an application (the "Application") to the Agency, a copy of which was presented at this meeting and copies of which are on file at the office of the Agency, requesting that the Agency consider undertaking; (i) to provide assistance through sales tax and mortgage tax incentives for the constructing, equipping, and financing of the above described project Facility and real property tax relief in the form of a Payment in Lieu of Tax Agreement (the "Assistance"), (ii) to acquire, construct, equip, and finance the Facility or to cause the Facility to be constructed, equipped, and financed; and (iii) to lease (with an obligation to purchase) or sell the Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency.

The facility will consist of the acquisition of a 40 acre parcel of land situated in the Town of Herkimer, County of Herkimer (the "Additional Land"), assist in demolition and reconstruction of its existing (and addition) facility in Herkimer (the "Existing Land"), the addition of a 260,000 +/- square foot

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materials processing and storage center with loading docks, office space, restrooms, breakrooms, and meeting room, including manufacturing, construction of all infrastructure, driveways, sidewalks, parking lot and landscaping to service the same (collectively, the "Improvements") and the acquisition and installation of fixtures, furniture and equipment (collectively, the "Equipment") and together with the Additional and Existing Land and Improvements, the "facility" and the construction and equipping of the facility is the "Project"). The project is located 378 Gros Boulevard in the Town of Herkimer, Herkimer County, State of New York, known a Tax Map No(s) 113.4-1-42.1 and 113.4-1-42.2. The Project has an estimated cost of Eight Million Thirty Seven Thousand and Two Hundred and 00/100 Dollars (\$8,037,200.00) the ("Project Costs").

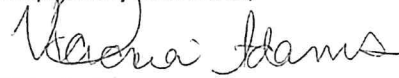
A representative of the Agency will be present at the above-stated time to review the Project Application, and hear comments and accept written statements from any persons with views in favor of or opposed to either the proposed Assistance to the Companies or the location or nature of the Facility.

A copy of the Application filed by the Company with the Agency with respect to the project facility, including an analysis of the costs and benefits of the Project, is available for public inspection during business hours at the offices of the Agency. A transcript or summary report of the hearing will be made available to the members of the Agency.

Additional information can be obtained from and written comments may be addressed to John J. Piseck, Jr., Chief Executive Officer, Herkimer County Industrial Development Agency, 420 E. German Street, Suite 101A, Herkimer, New York 13350; Telephone 315-866-3000.

Being there was no public participation, the public hearing was adjourned at 8:15AM.

Respectfully Submitted,

A handwritten signature in dark ink, appearing to read "Victoria Adams", written over a horizontal line.

Victoria Adams
Operations Manager

Attached: Sign in Sheet



Sign-In Sheet

Herkimer County Industrial Development Agency
ELG Utica Alloys
Public Hearing

Monday, December 18th, 2023 @ 8:00 AM
Herkimer County IDA Office
420 East German Street, Suite 101A, Herkimer, NY 13350

Name:

Organization:

Victoria Adams

HCIDA

John Piseck

HCIDA

Erin Spina

HCIDA