Herkimer County IDA
Industrial Development Agency

RECEIVED AUG 26 2021

APPLICATION TO HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY FOR FINANCIAL ASSISTANCE

I. APPLICANT INFORMATION:

Company Name: SunEast Grassy Knoll Solar LLC
Address: 110 Phoenixville Pike, Suite 100
Malvern, PA 19355
Product/Services: Utility Scale Solar Farm
Phone No.: 585.610.2165 **Fax No.:**
Email Address: mike.beckner@suneastpower.com
Fed ID No.: 84-4412388 **NAICS Code:** 221114
Contact Person/Title: Michael D. Beckner, Authorized Party

Principal Owners/Officers/Directors:
(list owners with 15% or more in equity holdings with percentage ownership)
SED NY Holdings LLC - 100% Ownership

Corporate Structure (attach schematic if Applicant is a subsidiary or otherwise affiliated with another entity)

Form of Entity:

☐ **Corporation**

☐ **Partnership (General_____ or Limited_____; number of general partners_____ and, if applicable, number of limited partners).**

☑ **Limited Liability Company/Partnership (number of members 1).**

☐ **Sole Proprietorship**

If a corporation, partnership, limited liability company/partnership:
Date of establishment 01-13-2020.
Place of organization Delaware.
If a foreign organization, is the Applicant authorized to do business in the State of New York? n/a.

APPLICANTS' COUNSEL

Name: James Muscato
Address: Young / Sommer LLC
Executive Woods, Five Palisades Drive, Albany, NY 12205
Phone No.: 518.438.9907 x 243
Telefax No.: 518.438.9914

II. PROJECT INFORMATION

A) Describe the proposed project, acquisition, construction or reconstruction in as much detail as possible, along with a timeline.

SunEast Grassy Knoll Solar LLC proposes the installation of a ground-mounted utility-scale solar energy generation system on leased property totaling approximately 195 acres. The Project site is located at Burell Road and Sabin Road in the Town of Manheim, Herkimer County, New York. The Project will be able to generate up to 20MWac of power and the Project will interconnect to the National Grid 115 kV Fairfield-Inghams Line #2.

B) Project Description (check all applicable)

- ☐ **Manufacturing**
- ☐ **Warehousing/Distribution**
- ☐ **Tourism Destination Facility**
- ☐ **Retail**
- ☑ **Other – Specify** Utility-Scale Solar Farm

C) Name of all sub-lessees or other occupants of the facility:

N/A

D) Principals of any sub-lessee or occupant.

N/A

III. COST BENEFIT ANALYSIS:

A) Project Cost (Estimates) (where applicable)

1. Land	$ 1,000,000.00
2. Building	$ 0.00
3. Renovation Costs	$ 0.00
4. Machinery and Equipment	$ 18,135,000.00
5. Soft Costs	$ 1,129,000.00
6. Legal Costs	$ 100,000.00
7. Other (specify)	$ 3,556,042.00
Total Estimated Project Amount	$ 23,920,042.00

B) FINANCING (Source of funds where applicable)

Bank	$ 13,110,000
Private Funds Invested	$ 17,245,200
Industrial Revenue Bond	$ 0.00
Other	$ (6,435,158.00)
Total (should equal III. A)	$ 23,920,042.00

C) Financial Assistance Requested (Proposed Benefit Estimates) (Please note n/a in any line where you are not seeking assistance)

Type of Financing: x Tax-Exempt ____ Taxable x Straight Lease

Amount of Bonds Requested:	$ n/a
Amount of New Mortgage (s) required for project:	$ 13,110,000
Project-Related Costs Subject to Sales Tax:	$ 18,135,000
Estimated Value of Tax Exemptions:	
1. NYS Sales and Compensating Use Tax (State 4% + Local 4.25% = Total 8.25%)	$ 1,496,138.50
2. Mortgage Recording Taxes (1% of total proposed mortgage amount)	$ 131,100.00
3. Real Property Tax Exemptions (the Agency will assist with this estimation at your request)	$
4. Estimated interest savings on Issuance by the Agency of Industrial Revenue Bonds	$ N/A
Total Estimated Value of Tax Exemptions	$ 1,627,237.50

D) Employment Information/Job Creation

The Agency recommends the following standard when reporting ***FTE – Full Time Equivalent*** *jobs: Full-time equivalent is a ratio that compares the number of hours worked during a pay period by an employee to the number of work hours during the pay period that equates to full time employment. For example, an employee who works hours equal to full time is 1.0 FTE. An employee who works half the hours of full time employment is 0.5 FTE, while an employee that works one-third the hours of full time employment would be considered .3 FTE. Please contact the Agency for assistance if needed.*

Please provide the *current number* of existing jobs.
FTE 0.0 **(please attach a list of current employees)**

Please provide an estimated number of jobs to be *retained* as a result of this project.
FTE 0.0

Please provide an estimated number of jobs that will be *created* as a result of this project.
FTE 1.0

Please provide the *total* number of jobs you anticipate upon completion of this project.
FTE 1.0

Please provide the *average estimated annual salary* of jobs to be *created* as a result of this project.
$76,000

Please provide the *annualized salary range* of jobs to be *created*. From $ 66,000 **To $** 86,000

Please provide the *average annual salary* of jobs to be *retained*. $0.00

Please note any proposed fringe benefits for jobs to be created by job title.
To be determined

E) Estimate number of construction jobs to be used for this Project: FTE 60

F) Other Public Benefits: Direct and indirect benefits, including but not limited to creation of jobs attributable to the Project, and increased expenditure in the local economy (e.g. in restaurants & hotels) during the construction phase of the Project.

IV. PROJECT LOCATION/UTILITIES/IMPACT

A) **Project Address:** Intersection of Sabin Road & Burrell Road
Town of Manheim, Herkimer County, NY

B) **Are Utilities on Site**
Water No (Private Well) **Electric** Yes
Gas Yes **Sanitary/Storm Sewer** NO

C) **Present legal owner of the site** David and Jenny Grasse (Parcels 115.1-1-10.1, 115.1-1-21.1, and 115.1-1-21.3); IRA Equity Trust Fund (Parcels 115.1-1-26 and 115.46-1-2)

D) **Zoning of Project Site: Current:** AG-120 **Proposed:** Special Use Permit.

E) **Are any variances needed:** YES - setback variance issued.

F) **Principal use of Project upon completion:** Generation of Electricity.

G) **Will the Project result in the removal of a plant or facility of the Applicant from one area of the State of New York to another?** NO.

H) **Will the Project result in the removal of a plant or facility of another proposed occupant of the Project from one area of the State of New York to another area of the State of New York?** NO.

I) **Will the Project result in the abandonment of one or more plants or facilities located in the State of New York?** NO.

If you answered yes to G-H or I please indicate whether the project is reasonably necessary for the company to maintain its competitive position in the industry. Please explain in detail. Attach supporting documentation.

N/A

V. REPRESENTATIONS BY THE APPLICANT

The Applicant understands and agrees with the Agency 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. The IDA encourages to the fullest extent possible, the hiring of local labor for all construction projects.

B.) 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. A copy of such form should be provided to the Agency annually upon submission to the State.

C.) Sales Tax Tracking. The Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance that they will submit to the Agency, a quarterly tracking form (form will be provided) listing all sales tax savings incurred to allow for the Agency to monitor and report to the State as required.

D.) Recapture of Benefits. The Applicant understands and agrees that the benefits received from tax abatements/exemptions shall be subject to recapture in accordance with the Agency's tax exemption policy. The Agency reserves the right to include in the transaction documents the recapturing of the total value of real property/sales tax exemptions approved for a Project if any of the following conditions arise:

a. The Project Facility as defined in the PILOT/Lease Agreement is sold or closed and the Applicant leaves or departs Herkimer County.
b. There is a significant change in the use of the Project Facility and/or business activities of the Applicant.
c. There is a significant reduction in the number of full/part-time jobs at the Project Facility in comparison to what was estimated in the Applicant's Project Application that are not reflective of the Applicant's normal business cycle or national economic conditions.
d. The Applicant fails to fully comply with all periodic and/or annual reporting requirements of the Agency, State or Federal government.
e. The Applicant failed to achieve any minimal new job creation figures specified by and within the time frames specified by the Agency

E.) Annual 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, on an annual basis, reports regarding the number of people employed at the project site in addition to any additional project information as may be required. The Chief Executive Office shall submit to the Agency prior to February 1st of each year, a written certification setting forth:

a. Number of full-time equivalent employees at the Project location as of the last date of the prior year
b. Number of construction jobs during the fiscal year as a result of the Project

F.) Absence of Conflicts of Interest. The Applicant has received from the Agency a list (see page 10) of the members, officers and employees of the Agency. No member, officers or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described:

_____

_____

VI. FINANCIAL INFORMATION (attach the following):

1. **Financial Statements for the last three fiscal years.**
2. **Proforma balance sheet as at start of operations at project site.**
3. **Projected profit and loss statements for first two years of operation at project site.**
4. **Projected "cash flow" statement, by quarters, for first year of operation at project site.**

The Applicant and the individual executing this Application on behalf of the applicant acknowledge that the Agency will rely on the representations made herein when acting on this application and hereby represent 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.

Applicant: SunEast Grassy Knoll Solar LLC

Date: 8-24-2021

Signature: Michael D. Beckner

Name: Michael D. Beckner

Title: Authorized Party

rec'd 8-27-21 SH

Submit this application with a general application fee of $500.00. If this application is for Market Rate Housing Benefits, please submit $1,500.00 which includes a non-refundable application fee of $500.00 and a commitment fee of $1,000.00 that will be applied at closing; if the project does not close the $1,000.00 is not refundable. Make check payable to: Herkimer County Industrial Development Agency, 420 E. German Street, Suite 101A, Herkimer, New York 13350, to the attention of John J. Piseck, Jr., Executive Director. The Agency will collect ½ (one-half) of its Project Fee at the time of the signing of an inducement agreement. The final half of the Agency fee will be payable at which time the HCIDA takes title to the Facility, or upon issuance of bonds. The applicant will also be responsible for all HCIDA legal fees related to this project. Should your company for any reason decide to withdraw this application for financial assistance after submission but prior to completion, you will be responsible for any legal fees involved to that point. In addition the Agency will assess a fee for services rendered and costs incurred.

Agency fees will be assessed at 1% of the total project cost.

The Agency will assess your company an annual administration fee in the form of rent under the Lease Agreement in the amount of $750.00.

Please call 315-866-3000 with any questions

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

HOLD HARMLESS AGREEMENT

Applicant hereby releases the Herkimer County Industrial Development Agency and the members, officers, servants, agents and employees thereof (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 expense incurred by (A) 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 tax exemptions and other Assistance requested therein are favorably acted upon by the Agency, (B) the Agency's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project; 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.

SunEast Grassy Knoll Solar LLC

(Applicant)

8-24-2021

(Date)

Michael D Baker Jr.

(Signature)

Michael D. Beckner

(Name)

Authorized Party

(Title)

STATE OF ~~NEW YORK~~ Connecticut **)**

)ss.: Essex

COUNTY OF Middlesex **)**

On the 24th **day of** August **, in the year 20**21**, before me, the undersigned a Notary Public in and for said State, personally appeared** Michael Becker **, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individuals, or the person or behalf of which the individuals acted, executed this instrument.**

Ann K. Thompson

Notary Public

ANN K. THOMPSON
NOTARY PUBLIC
MY COMMISSION EXPIRES JAN. 31, 2025

2020 BOARD MEMBERS & STAFF
HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY

CHAIRMAN — **Date Appointed**

Vincent J. Bono — **7/3/2002**

Current partner in Bono Brothers LLC Manufactured Housing community, Current Chairman of the Herkimer County Legislature.

VICE CHAIRMAN

David M. Chlus — **4/6/2011**

Financial Consultant at Morgan Stanley for 26 years.

SECRETARY

John Scarano — **4/24/2013**

Executive Director of the Herkimer County Chamber of Commerce (10 years); former VP Finance Curtains and Fabrics, manufacturer of lace curtains. (8 years)

TREASURER

Michael Werenczak — **10/26/2011**

Current Specialist with the Herkimer County Employment & Training Administration (13 years); former Production Foreman with Special Metals Corporation (12 years), Product Manager for AAR Corporation (5 years); Expeditor for Allied / Bendix Corporation. (5 years)

DIRECTOR

Cory Albrecht — **4/4/2018**

Director of the Advanced Institute for Manufacturing at Mohawk Valley Community College, previous Vice President/Business Development Manager at Mohawk Valley Applied Technology Corp. (10 years).

DIRECTOR

Catherine Ricci — **7/22/2015**

Employed for 40 years with family owned Ricci Farms, former member of Schuyler Planning Board serving one year as chairperson, former member of Herkimer County Dairy Promotion committee.

DIRECTOR

Ann Gaworecki — **8/07/2019**

Commercial Lending Officer at Adirondack Bank (15 years)

All Above Board Members are appointed by the Herkimer County Board of Legislators and serve at the pleasure of the board.

ASSISTANT SECRETARY/TREASURER
Stacey J. Holleran

IDA ATTORNEY
Anthony Hallak, Esq.

COMMITTEES

Revolving Loan Committee	**Ann Gaworecki, David Chlus, John Scarano**
Audit and Governance Committees	**Board as a Whole**
Marketing Committee	**David Chlus, John Scarano**
Finance Committee	**Board as a Whole**

Board Meetings held the last Tuesday of every month at 8:00 AM *(subject to change)*
At the Herkimer County Chamber of Commerce, Conference Room
420 E. German St., Herkimer, NY

STAFF

John J. Piseck, Jr., Executive Director

John joined the IDA in February 2018. His experience include: Sales Engineer for CTM Corporation (15 years); Herkimer County Legislator (4 years); past Chairman of the Board of Directors for the HCIDA; former member of Mohawk Valley Economic Development District; served on Board of Directors for the Creative Core.

Stacey Holleran, Office Manager

Stacey Holleran is a graduate of Mohawk Central High School and Central City Business Institute. Stacey joined the IDA in 2015 after 23 years of economic development experience at the Mohawk Valley Economic Development District and 13 years of purchasing experience at General Electric. Stacey performs all financial operations, human resource functions, and administrative tasks for the Agency under the direction of the Executive Director.

Victoria Adams, Administrative Assistant

Victoria Adams joined the IDA in March 2019. She comes from a financial background in accounting and banking. She assists Stacey and John in performing administrative duties for the Agency.