

**PILOT DEVIATION APPROVAL RESOLUTION
CHPE LLC PROJECT**

A special meeting of Albany County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located in Room 740 located at 112 State Street in the City of Albany, Albany County, New York on February 9, 2022 at 5:30 o'clock p.m., local time.

The meeting was called to order by the (Vice) Chairman of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

Honorable William M. Clay	Chairman
Michael Paparian	Treasurer
Marlene McTigue	Secretary
Anton Dreslin	Member
Travon T. Jackson	Member

Each of the members present participated in the meeting either in person or remotely pursuant to the signing into law on September 2, 2021 of Chapter 417 of the Laws of 2021, as amended on January 14, 2022.

ABSENT:

Paul M. Engel, Jr.	Member
Douglas Roether	Member

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

William Murphy	Chief Executive Officer
Leslie Butcher	Executive Assistant
Walter J. Forman, Esq.	Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by Anton Dreslin, seconded by Travon T. Jackson, to wit:

Resolution No. 0222-__

RESOLUTION AUTHORIZING A DEVIATION FROM THE AGENCY'S UNIFORM TAX EXEMPTION POLICY IN CONNECTION WITH THE PROPOSED PAYMENT IN LIEU OF TAX AGREEMENT TO BE ENTERED INTO BY THE AGENCY IN CONNECTION WITH THE PROPOSED PROJECT FOR CHPE LLC (THE "COMPANY").

WHEREAS, Albany County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 178 of the 1975 Laws of New York, as amended, constituting Section 903-b of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of commercial, manufacturing and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and

industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in April, 2021, CHPE LLC (the “Company”), a limited liability company duly organized and validly existing under the laws of the State of New York, presented an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Original Project”) for the benefit of the Company, said Project to include the following: (A) (1) the acquisition of an interest or interests in various parcels of land spanning across 24.2 miles of land located in the Towns of Guilderland, New Scotland, Bethlehem, and Coeymans, and the Villages of Voorheesville and Ravena, Albany County, New York (collectively, the “Land”), (2) the acquisition and installation of two five-inch diameter high-voltage direct current (“HVDC”) transmission cables and the acquisition and installation of inverters and related equipment for a potential converter station to be located in the Town of New Scotland (the “New Scotland Converter Station”) and associated substation and interconnection equipment (collectively, the “Equipment”), and (3) the construction, installation and equipping on or under the Land of a fully-buried, up to 1,250-megawatt (“MW”) HVDC electric transmission line and related infrastructure and the construction, installation and equipping on the Land of the New Scotland Converter Station and associated substation and interconnection facilities (collectively, the “Improvements”) (the Land, the Equipment and the Improvements hereinafter collectively referred to as the “Project Facility”), all of the foregoing to be used and operated by the Company as a portion of an electric power transmission line from the U.S.-Canada border to New York City; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real property transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on July 14, 2021 (the “Public Hearing Resolution”), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Chairman of the Agency (A) caused notice of a public hearing of the Agency (the “First Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on October 21, 2021 to the chief executive officers of the county and of each city, town, village and school district in which the Project is or is to be located, (B) caused notice of the Public Hearing to be posted on a bulletin board located in the Towns of Guilderland, New Scotland, Bethlehem, and Coeymans, and the Villages of Voorheesville and Ravena, Albany County, New York, (C) caused notice of the Public Hearing to be published in the Albany Times Union, a newspaper of general circulation available to the residents of the Towns of Guilderland, New Scotland, Bethlehem, and Coeymans, and the Villages of Voorheesville and Ravena, Albany County, New York, (D) conducted the Public Hearing on November 3, 2021 at 7:00 p.m., local time at the Town Halls located at the Towns of Guilderland, New Scotland, Bethlehem, and Coeymans, and (E) prepared a report of the Public Hearing (the “Hearing Report”) fairly summarizing the views presented at such Public Hearing and caused copies of said Hearing Report to be made available to the members of the Agency; and

WHEREAS, on November 3, 2021, the Agency conducted the First Public Hearing and subsequently considered whether to grant the Financial Assistance at a special meeting of the Agency on December 15, 2021 (the "First Consideration Meeting"); and

WHEREAS, following the First Public Hearing, the Agency received a letter dated November 10, 2021 requesting that the Agency delete the New Scotland Converter Station from the description of the Original Project; and

WHEREAS, the Original Project is now described as the follows (the "Project"): (A) (1) the acquisition of an interest or interests in various parcels of land spanning across 24.2 miles of land located in the Towns of Guilderland, New Scotland, Bethlehem, and Coeymans, and the Villages of Voorheesville and Ravena, Albany County, New York (collectively, the "Land"), (2) the acquisition and installation therein and thereon of two five-inch diameter high-voltage direct current ("HVDC") transmission cables (collectively, the "Equipment"), and (3) the construction, installation and equipping on or under the Land of a fully-buried, up to 1,250-megawatt ("MW") HVDC electric transmission line and related infrastructure (collectively, the "Improvements") (the Land, the Equipment and the Improvements hereinafter collectively referred to as the "Project Facility"), all of the foregoing to be used and operated by the Company as a portion of an electric power transmission line from the U.S.-Canada border to New York City; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real property transfer taxes and mortgage recording taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, following the First Consideration Meeting, the Agency received additional information from the Company relating to the Project (the "Additional Information"), which describes revised Project costs resulting in the need for the Agency, pursuant to Section 859-a of the Act, to hold a supplemental public hearing with respect to the Project and the amount of the Financial Assistance; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Chairman of the Agency (A) caused notice of a second public hearing of the Agency (the "Second Public Hearing," and collectively with the First Public Hearing, the "Public Hearings") pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on January 7, 2022 to the chief executive officers of the county and of each city, town, village and school district in which the Project is or is to be located, (B) caused notice of the Public Hearing to be posted on January 14, 2022 on a bulletin board located at Coeymans Town Hall located at 18 Russell Avenue in the Town of Coeymans, Albany County, New York and on the Agency's website, (C) caused notice of the Public Hearing to be published on January 13, 2022 in the Albany Times Union, a newspaper of general circulation available to the residents of the Towns of Guilderland, New Scotland, Bethlehem, and Coeymans, and the Villages of Voorheesville and Ravena, Albany County, New York, (D) conducted the Public Hearing on January 25, 2022 at 6:00 p.m., local time at the Town of Coeymans Town Hall located at 18 Russell Avenue in the Village of Ravena, Town of Coeymans, Albany County, New York, and (E) prepared a report of the Public Hearing (the "Hearing Report") fairly summarizing the views presented at such Public Hearing and caused copies of said Hearing Report to be made available to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act"), and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6 NYCRR Part 617, as amended (the "Regulations", and collectively with the SEQR Act, "SEQRA"), the Agency must

satisfy the requirements contained in SEQRA prior to making a final determination whether to undertake the Project; and

WHEREAS, Sections 617.5(a) and 617.5(c)(44) of the Regulations provide that actions requiring a certificate of environmental compatibility and public need under Article VII of the Public Service Law constitute “Type II” actions and are not subject to review under the Regulations, and Section 8-0111 of the SEQR Act further provides that the requirements of the SEQR Act do not apply to actions subject to the provisions requiring a certificate of environmental compatibility and public need in Article VII of the Public Service Law; and

WHEREAS, pursuant to the Regulations, the Agency has examined the Application, the Regulations, the SEQR Act, and other relevant materials, in order to classify the Project for purposes of SEQRA review; and

WHEREAS, the Application provides that the Project has been issued a Certificate of Environmental Compatibility and Public Need under Article VII of the Public Service Law by the Public Service Commission of the State of New York; and

WHEREAS, in connection with the Project, the Company has requested that the Agency deviate from its uniform tax exemption policy with respect to the terms of the proposed payment in lieu of tax agreement to be entered into by the Agency with respect to the Project Facility, which proposed deviation is outlined in (A) a letter dated October 15, 2021 (the “Initial Pilot Deviation Letter”), a copy of which Pilot Deviation Letter is attached hereto as Exhibit A, (B) a supplemental letter dated December 2, 2021 (the “Supplemental Pilot Deviation Letter”), a copy of which Supplemental Pilot Deviation Letter is attached hereto as Exhibit B, and (C) a second supplemental letter dated January 7, 2022 (the “Second Supplemental Pilot Deviation Letter”), a copy of which Second Supplemental Pilot Deviation Letter is attached hereto as Exhibit C (all of the foregoing collectively referred to as the “Pilot Deviation Letters”); and

WHEREAS, pursuant to Section 874(4) of the Act, prior to taking final action on such request for a deviation from the Agency’s uniform tax exemption policy, the Agency must give the chief executive officers of Albany County and each city, town, village and school district in which the Project Facility is located (collectively, the “Affected Tax Jurisdictions”) written notice of the proposed deviation from the Agency’s uniform tax exemption policy and the reasons therefor prior to the meeting of the Agency at which the members of the Agency shall consider whether to approve such proposed deviation; and

WHEREAS, on October 15, 2021, the Chairman of the Agency sent a copy of the Initial Pilot Deviation Letter to the Affected Tax Jurisdictions to notify the Affected Tax Jurisdictions of the proposed deviation from the Agency’s uniform tax exemption policy in connection with the Project; and

WHEREAS, on December 2, 2021, after receiving comments from representatives of the Town of Guilderland Industrial Development Agency and the Town of Bethlehem Industrial Development Agency (collectively, the “Town Agencies”), the Chairman of the Agency sent a copy of the Supplemental Pilot Deviation Letter to the Affected Tax Jurisdictions to notify the Affected Tax Jurisdictions of the comments received and the Agency’s response to such comments, which would be considered along with the proposed deviation from the Agency’s uniform tax exemption policy in connection with the Project; and

WHEREAS, on January 7, 2022, after receiving the Additional Information, the Chairman of the Agency sent a copy of the Second Supplemental Pilot Deviation Letter to the Affected Tax Jurisdictions to notify the Affected Tax Jurisdictions of the revised costs of the Project and the impact on the proposed deviation from the Agency’s uniform tax exemption policy in connection with the Project; and

WHEREAS, through the Pilot Deviation Letters, the Chairman of the Agency notified the chief executive officers of the Affected Tax Jurisdictions of the proposed deviation from the Agency's uniform tax exemption policy and further notified said chief executive officers that the members of the Agency would consider whether to approve such proposed deviation at this meeting;

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

Section 1. The Agency hereby finds and determines as follows:

(A) The Agency has considered any and all responses from the Affected Tax Jurisdictions to the Pilot Deviation Letters.

(B) The Agency has reviewed and responded to all written comments received from any Affected Tax Jurisdiction with respect to the proposed deviation.

(C) The Agency has given all representatives from an Affected Tax Jurisdictions in attendance at this meeting the opportunity to address the members of the Agency regarding the proposed deviation.

Section 2. Based upon (A) the findings and determinations in Section 1 above, (B) any comments received at the Public Hearings, (C) input received at this meeting from the Affected Tax Jurisdictions with respect to the proposed deviation, (D) the Agency's knowledge of the Project, (E) the recommendations of Agency staff, and (F) such further investigation of the Project and the effect of the proposed deviation as the Agency has deemed appropriate, the Agency hereby determines to deviate from the Agency's uniform tax exemption policy with respect to the terms of the proposed payment in lieu of tax agreement to be entered into by the Agency with respect to the Project Facility for the reasons set forth in the Pilot Deviation Letters. Based upon the aforementioned, the Agency hereby approves a deviation from the Agency's uniform tax exemption policy, the terms of the approved deviation to be as described in the Pilot Deviation Letters attached hereto as Exhibits A, B, and C.

Section 3. Upon preparation by special counsel to the Agency of a payment in lieu of tax agreement with respect to the Project Facility reflecting the terms of this resolution (the "Payment in Lieu of Tax Agreement") and approval of same by the Chairman (or Vice Chairman) of the Agency, the Chairman (or Vice Chairman) of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Payment in Lieu of Tax Agreement, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in such form as is approved by the Chairman (or Vice Chairman), the execution thereof by the Chairman (or Vice Chairman) to constitute conclusive evidence of such approval.

Section 4. 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 Payment in Lieu of Tax Agreement, and to execute and deliver all such additional certificates, instruments and documents, to 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 Payment in Lieu of Tax Agreement binding upon the Agency.

Section 5. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Honorable William M. Clay	VOTING	YES
Michael Paparian	VOTING	YES
Marlene McTigue	VOTING	YES
Anton Dreslin	VOTING	YES
Paul M. Engel, Jr.	VOTING	ABSENT
Travon T. Jackson	VOTING	YES
Douglas Roether	VOTING	ABSENT

The foregoing Resolution was thereupon declared duly adopted.

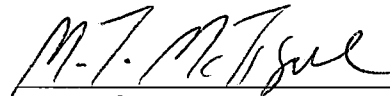
STATE OF NEW YORK)
) SS.:
COUNTY OF ALBANY)

I, the undersigned Secretary of Albany County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on February 9, 2022 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Issuer had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Chapter 417 of the Laws of 2021, as amended (the "2022 Laws"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given; and (D) there was a quorum of the members of the Issuer, either in person or attending remotely in accordance with the 2022 Laws, throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 28th day of February, 2022.


Secretary

(SEAL)

EXHIBIT A
PILOT DEVIATION LETTER

- SEE ATTACHED -

ALBANY COUNTY INDUSTRIAL DEVELOPMENT AGENCY
112 State Street
Albany, New York 12207
Tel: 518-447-7117

October 15, 2021

SEE ATTACHED SCHEDULE A OF
AFFECTED TAXING ENTITIES

RE: Proposed Deviation from Uniform Tax Exemption Policy by
Albany County Industrial Development Agency in connection with its Proposed
CHPE LLC Project

Dear Ladies and Gentlemen:

This letter is delivered to you pursuant to Section 874(4)(c) of the General Municipal Law.

Albany County Industrial Development Agency (the "Agency") received an application (the "Application") from CHPE LLC (the "Company"), which Application requested that the Agency consider undertaking a project (the "Project") for the benefit of the Company, said Project to consist of the following: (A) (1) the acquisition of an interest or interests in various parcels of land spanning across 24.2 miles of land located in the Towns of Guilderland, New Scotland, Bethlehem, and Coeymans, and the Villages of Voorheesville and Ravena, Albany County, New York (collectively, the "Land"), (2) the acquisition and installation of two five-inch diameter high-voltage direct current ("HVDC") transmission cables and the acquisition and installation of inverters and related equipment for a potential converter station to be located in the Town of New Scotland (the "New Scotland Converter Station") and associated substation and interconnection equipment (collectively, the "Equipment"), and (3) the construction, installation and equipping on or under the Land of a fully-buried, up to 1,250-megawatt ("MW") high voltage direct current HVDC electric transmission line and related infrastructure and the construction, installation and equipping on the Land of the New Scotland Converter Station and associated substation and interconnection facilities (collectively, the "Improvements") (the Land, the Equipment and the Improvements hereinafter collectively referred to as the "Project Facility"); all of the foregoing to be used and operated by the Company as a portion of an electric power transmission line from the U.S.-Canada border to New York City; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency.

In connection with the Application, the Company has made a request to the Agency enter into a payment in lieu of tax agreement (the "Proposed Pilot Agreement") which terms would deviate from the Agency's Uniform Tax Exemption Policy (the "Policy"). Capitalized terms not otherwise defined herein are defined in the Policy.

The Proposed Pilot Agreement would not provide any abatements for any special assessments levied on the Project Facility. The Proposed Pilot Agreement would be for a term of 30 years, with the Company making fixed payments in each year as a Pilot Payment to each Affected Tax Jurisdiction as follows:

Pilot Year	Potential Taxes	Abatement Percentage	Total Pilot Payment
Construction Period	0	0	0
1	\$4,434,893	40%	\$2,660,936
2	\$4,499,198	40%	\$2,699,519
3	\$4,564,437	40%	\$2,738,662
4	\$4,630,621	40%	\$2,778,373
5	\$4,697,765	35%	\$3,053,547
6	\$4,765,883	35%	\$3,097,824
7	\$4,834,988	35%	\$3,142,742
8	\$4,905,095	35%	\$3,188,312
9	\$4,976,219	30%	\$3,483,353
10	\$5,048,374	30%	\$3,533,862
11	\$5,121,576	30%	\$3,585,103
12	\$5,195,839	30%	\$3,637,087
13	\$5,271,178	25%	\$3,953,384
14	\$5,347,610	25%	\$4,010,708
15	\$5,425,151	25%	\$4,068,863
16	\$5,503,816	25%	\$4,127,862
17	\$5,583,621	20%	\$4,466,897
18	\$5,664,583	20%	\$4,531,667
19	\$5,746,720	20%	\$4,597,376
20	\$5,830,047	20%	\$4,664,038
21	\$5,914,583	15%	\$5,027,395
22	\$6,000,344	15%	\$5,100,293
23	\$6,087,349	15%	\$5,174,247
24	\$6,175,616	15%	\$5,249,274
25	\$6,265,162	10%	\$5,638,646
26	\$6,356,007	10%	\$5,720,406
27	\$6,448,169	10%	\$5,803,352
28	\$6,541,668	10%	\$5,887,501
29	\$6,636,522	5%	\$6,304,696
30	\$6,732,752	5%	\$6,396,114
Total			\$128,322,038

Each annual Pilot Payment will be allocated to the affected tax jurisdictions pro rata based on their respective tax rates.

The Policy provides that, for a facility similar to the Project Facility, payments in lieu of taxes will normally be determined as follows: the Company would have the benefit of a 50% abatement in real property taxes on the Facility and any portion of the Equipment assessable as real property pursuant to the New York Real Property Tax Law (collectively with the Facility, the "Improvements") in year one of the payment in lieu of tax agreement with a five percent per year increase over the term of the ten year payment in lieu of tax agreement.

In addition, under the Policy, the Agency requires project applicants to obtain the approval of any Proposed Pilot Agreement by each of the affected tax jurisdictions. In the case of the Project, that would require the Company to obtain the approval of approximately eleven governmental entities and school districts. The Project is part of a large, approximately 335 mile transmission line that starts in Clinton County at the Canadian border, travels along the eastern border of New York State and ends in New York City. Requiring the local approval of the Proposed Pilot Agreement would significantly impact the

timetable of the Project, and potentially impact the approvals the Company is seeking in the other New York counties. Accordingly, the Agency is considering whether to deviate from its Policy and not require the Company to obtain the consents of each of the affected tax jurisdictions to the Proposed Pilot Agreement.

In connection with the Project, the Agency is also considering a deviation from its general operating policy with respect to the undertaking of projects. Under such operating policy, the Agency generally defers to local industrial development agencies in Albany County if a project is located within the local industrial development agency's borders. For example, if a proposed project is located in the City of Cohoes, the Agency would not consider granting any "financial assistance" to such project and instead direct the project applicant to apply to the City of Cohoes Industrial Development Agency. In the case of the Project, portions of the Project are located in the Towns of Bethlehem and Guilderland, and such towns have their own industrial development agency. However, given that the Project spans Albany County for over 24 miles and is located in a number of towns and villages, the Agency has preliminarily determined that requiring the Company to divide the Project among three industrial development agencies would cause significant inefficiencies and time delays.

The purpose of this letter is to inform you of such Pilot Request and that the Agency is considering whether to (A) deviate from its Policy regarding the Pilot Request, (B) deviate from its general operating policy with respect to the Agency's consideration of the Project, and (C) grant the Pilot Request and to approve a Proposed Pilot Agreement conforming to the terms of the Pilot Request.

In connection with the Agency's review and consideration of the Pilot Request and its review of any comments received pursuant to this letter and the Public Hearing described in the next paragraph, the actual amount of the Pilot Payments may be larger or smaller.

The Agency plans on scheduling a public hearing (the "Public Hearing") pursuant to Section 859-a of the General Municipal Law to solicit public comments on the Project and the proposed Financial Assistance, including the Proposed Pilot Agreement. The Public Hearing is currently scheduled for November 3, 2021 at 7:00 p.m., local time, at a location to be determined. The Agency will send you a notice of the Public Hearing.

The Agency expects to consider whether to approve the terms of the Proposed Pilot Agreement at its meeting currently scheduled for November 17, 2021 at 5:30 p.m., local time at the offices of the Agency located Room 740 located at 112 State Street in the City of Albany, Albany County, New York (the "Meeting"). This letter is forwarded to you for purposes of complying with Section 874 of the General Municipal Law of the State of New York, which requires a thirty (30) day notice prior to the Agency taking final action with respect to the Proposed Pilot Agreement (if said Proposed Pilot Agreement may deviate from the provisions of the Agency's Uniform Tax Exemption Policy).

The Agency considered the following factors in considering the proposed deviation:

1. **The nature of the Project:** A buried underground electric power transmission line to be located in the Towns of Guilderland, New Scotland, Bethlehem, and Coeymans, and the Villages of Voorheesville and Ravena, Albany County, New York. The Project may include a converter station to be constructed in the Town of New Scotland.
2. **The present use of the property:** vacant land along the CSX railway and vacant land in the Town of New Scotland.

3. The economic condition of the area at the time of the request of the Company and the economic multiplying effect that the Project will have on the area: The majority of the Project is to be located in the CSX railroad right of way. The primary purpose of the Project is to assist New York State in achieving its Green Energy goals, including 70% renewable energy by 2030 and to reduce CO2 emissions by 40% in 2030 and 80% by 2050.

4. The extent to which the Project will create or retain permanent, private sector jobs and the number of jobs to be created or retained and the salary range of such jobs: The Company has estimate the following as the employment impact of the Project:

- More than 1,100 direct full-time jobs in New York State over the 4-year construction period
- Induce more than 800 long-term jobs in New York State once operational
- \$0.6 billion in wages during the approximately 4-year construction period
- \$5.6 billion in wages during the first 30 years of operations on a statewide basis

5. The estimated value of new tax exemptions to be provided: The estimated value of the tax exemptions is provided in the Application prepared by the Company.

6. The economic impact of the Proposed Pilot Agreement on affected tax jurisdictions: The economic impact of the Proposed Pilot Agreement is positive, since the underlying value of the parcels will likely be largely unaffected and additional revenue will be generated through the Proposed Pilot Agreement. Special district taxes will be paid in addition to Pilot payments.

7. The impact of the Proposed Pilot Agreement on existing and proposed businesses and economic development projects in the vicinity: Approximately \$254 million of new capital investment in Albany County. Substantial and sustained increase in revenue for involved tax jurisdictions which at a minimum would be approximately \$128 million in new revenue for involved Albany County tax jurisdictions during the first 30 years of operation.

8. The amount of private sector investment generated or likely to be generated by the Proposed Pilot Agreement: \$254 million. The Company has estimated that the undertaking of the transmission line portion of the Project will cost approximately \$173 million, and the undertaking of the converter station portion of the Project will cost approximately \$81 million.

9. The effect of the Proposed Pilot Agreement on the environment: The vast majority of the Project improvements are "invisible" due to installation of the transmission line underground in Albany County along the CSX railroad right of way. Therefore the Project is intended to be minimally invasive, with natural views are preserved, and a minimal, short-term impact on the environment and community during construction.

10. Project Timing: The Project is due to start construction in calendar year 2021 and be completed in 2025.

11. The extent to which the Proposed Pilot Agreement will require the provision of additional services including, but not limited to, additional educational, transportation, police, emergency medical or fire services: None anticipated.

12. **Anticipated tax revenues:** Based on the Pilot Payment schedule, the Company is expected to pay approximately \$128 million over a 30-year period on property that was not generating any significant tax revenues.

13. **The extent to which the Proposed Pilot Agreement will provide a benefit (economic or otherwise) not otherwise available within the municipality in which the Project Facility is located:** The Project will provide significant benefits to the municipalities in which the Project is located in the form of increased tax/Pilot revenues and the development of alternative energy alternatives in Albany County. Further, the Project will provide significant New York State benefits by contributing to New York State goals regarding the development of renewable energy and the reduction of CO2 emissions.

The Agency will consider the Proposed Pilot Agreement (and the proposed deviation from the Agency's Uniform Tax Exemption Policy) at the Meeting. The Agency would welcome any written comments that you might have on this proposed deviation from the Agency's Uniform Tax Exemption Policy. In accordance with Section 874(4)(c) of the General Municipal Law, prior to taking final action at the Meeting, the Agency will review and respond to any written comments received from any affected tax jurisdiction with respect to the proposed deviation. The Agency will also allow any representative of any affected tax jurisdiction present at the Meeting to address the Agency regarding the proposed deviation.

If you have any questions or comments regarding the foregoing, please do not hesitate to contact me at the above telephone number.

Sincerely yours,

/s/Hon. William Clay
Honorable William Clay
Chairman

cc: William N. Young, Jr., Esq., Chair, Town of Guilderland IDA (certified mail/return receipt)
Donald Csaposs, CEO, Town of Guilderland IDA (certified mail/return receipt)
Victoria Storrs, Chair, Town of Bethlehem IDA (certified mail/return receipt)
Thomas P. Connolly, Esq., Executive Director, Town of Bethlehem IDA (certified mail/return receipt)

SCHEDULE A
LIST OF AFFECTED TAXING ENTITIES

Albany County

Attention: Honorable Daniel P. McCoy,
Albany County Executive
112 State Street, Room 1200
Albany, New York 12207

Town of New Scotland

Attention: Douglas LaGrange, Supervisor
New Scotland Town Hall
2029 New Scotland Road
Slingerlands, New York 12159

Town of Coeymans

Attention: George D. McHugh, Supervisor
Coeymans Town Hall
18 Russell Avenue
Ravena, New York 12143

Town of Guilderland

Attention: Peter G. Barber, Supervisor
Guilderland Town Hall – 2nd Floor
5209 Western Turnpike
P.O. Box 339
Guilderland, New York 12084

Town of Bethlehem

Attention: David VanLuven, Supervisor
Bethlehem Town Hall
445 Delaware Avenue
Delmar, New York 12054

Village of Voorheesville

Attention: Richard Straut, Mayor
Village Hall
29 Voorheesville Avenue
Voorheesville, New York 12186

Village of Ravena

Attention: Honorable William J. Misuraca, Mayor
Village Hall
15 Mountain Road
Ravena, New York 12143

Voorheesville Central School District

Attention: Frank Macri, Superintendent
Voorheesville Central School District
432 New Salem Road
Voorheesville, New York 12186

Attention: Cynthia M. Monaghan, President
Voorheesville Central School District
432 New Salem Road
Voorheesville, New York 12186

Guilderland Central School District

Attention: Dr. Marie Wiles, Superintendent
Guilderland Central School District
8 School Road, P.O. Box 18
Guilderland Center, New York 12085-0018

Attention: Seema Rivera, President
Guilderland Central School District
8 School Road, P.O. Box 18
Guilderland Center, New York 12085-0018

Bethlehem Central School District

Attention: Jody Monroe, Superintendent
Bethlehem Central School District
700 Delaware Avenue
Delmar, New York 12054

Attention: Holly Dellenbaugh, President
Bethlehem Central School District
700 Delaware Avenue
Delmar, New York 12054

Ravena-Coeymans-Selkirk Central School District

Attention: Brian Bailey, Superintendent
Ravena-Coeymans-Selkirk Central School District
P.O. Box 100, 15 Mountain Road
Ravena, New York 12143

Attention: Edward Reville, President
Ravena-Coeymans-Selkirk Central School District
P.O. Box 100, 15 Mountain Road
Ravena, New York 12143

EXHIBIT B

SUPPLEMENTAL PILOT DEVIATION NOTICE LETTER

- SEE ATTACHED -

ALBANY COUNTY INDUSTRIAL DEVELOPMENT AGENCY
112 State Street
Albany, New York 12207
Tel: 518-447-7117

December 2, 2021

SEE ATTACHED SCHEDULE A OF
INDUSTRIAL DEVELOPMENT AGENCIES

RE: Proposed Deviation from Uniform Tax Exemption Policy by
Albany County Industrial Development Agency in connection with its Proposed
CHPE LLC Project

Dear Ladies and Gentlemen:

This letter is delivered to you as a follow-up to the letter sent to you and dated October 15, 2021 (the "Deviation Letter") and the public hearing held on November 3, 2021 (the "Public Hearing") by the Albany County Industrial Development Agency (the "Agency"), each with respect to the Proposed CHPE LLC Project. Any initial capitalized terms used herein shall have the meaning ascribed to such terms in the Deviation Letter (a copy of which is attached as Schedule B to this letter).

In connection with the sending of the Deviation Letter and the holding of the Public Hearing, the Agency received comments from representatives of the Town of Guilderland Industrial Development Agency and the Town of Bethlehem Industrial Development Agency (collectively, the "Town Agencies").

The comments focused on the Agency undertaking the Project in a local municipality which is served by a local industrial development agency. And, in particular, whether the Agency should consider sharing a portion of its administrative fee with the Town Agencies that the Agency will collect from the Company in connection with undertaking the Project.

The Agency has considered this comment from the Town Agencies and is willing to provide the Town Agencies with a portion of the administrative fee it is collecting with respect to the Project. The manner it will be calculated is described as follows (based on current Project cost estimates):

1. Determine the percentage of the Project located in the Town of Guilderland and the Town of Bethlehem, respectively.
2. Based on the percentage determined in #1 above, multiply that percentage times the total cost of the Project
3. Calculate the administrative fee for the Town Agencies by multiplying the cost of the Project located in the Town of Guilderland and the Town of Bethlehem, respectively, times a local administrative fee of 0.0025%.

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4. Calculation of the administrative fee for the Town Agencies:

	Total Project Mileage	Mileage in the Town	Percentage of Project in the Town	Total Project Cost	Project Cost in the Town
Town of Guilderland	24.24	6.751141	27.85%	\$173,000,000	\$48,180,500
Town of Bethlehem	24.24	6.511854	26.86%	\$173,000,000	\$46,467,800

	Amount of Town Agency Admin Fee
Town of Guilderland	\$120,451.25
Town of Bethlehem	\$116,169.50

The above calculation is an estimate and is provided to illustrate the Agency's proposal to the Town Agencies.

In the Deviation Letter, the Agency indicated that it would respond to comments received regarding the Proposed Project. The above information is the Agency's response.

The Agency now expects to consider whether to approve the terms of the Proposed Pilot Agreement at its meeting currently scheduled for December 15, 2021 at 5:30 p.m., local time at the offices of the Agency located Room 740 located at 112 State Street in the City of Albany, Albany County, New York (the "Meeting"). The Meeting will be conducted via remote access are permitted under New York law.

The Agency will consider the Proposed Pilot Agreement (and the proposed deviation from the Agency's Uniform Tax Exemption Policy) at the Meeting. The Agency would welcome any additional written comments that you might have on this proposed deviation from the Agency's Uniform Tax Exemption Policy. The Agency will review and respond to any written comments received from any affected tax jurisdiction with respect to the proposed deviation. The Agency will also allow any representative of any affected tax jurisdiction present at the Meeting to address the Agency regarding the proposed deviation.

If you have any questions or comments regarding the foregoing, please do not hesitate to contact me (518) _____.

Sincerely yours,

/s/Hon. William Clay
Honorable William Clay
Chairman

SCHEDULE A
LIST OF INDUSTRIAL DEVELOPMENT AGENCIES

cc:

William N. Young, Jr., Esq., Chair
Town of Guilderland IDA
5209 Western Turnpike
PO Box 339
Guilderland, NY 112084
(certified mail/return receipt).

Donald Csaposs, CEO
Town of Guilderland IDA
5209 Western Turnpike
PO Box 339
Guilderland, NY 112084
(certified mail/return receipt)

Victoria Storrs, Chair
Town of Bethlehem IDA
445 Delaware Avenue
Delmar, NY 12054
(certified mail/return receipt)

Thomas P. Connolly, Esq.
Executive Director
Town of Bethlehem IDA
445 Delaware Avenue
Delmar, NY 12054
(certified mail/return receipt)

SchA-1

012014.00044 Business 21795473v1

B-4

SCHEDULE B
ORIGINAL PILOT DEVIATION LETTER
- SEE ATTACHED -

SchB-1

012014.00044 Business 21795473v1

B-5

EXHIBIT C

**SECOND SUPPLEMENTAL
PILOT DEVIATION NOTICE LETTER**

- SEE ATTACHED -

ALBANY COUNTY INDUSTRIAL DEVELOPMENT AGENCY
112 State Street
Albany, New York 12207

January 7, 2022

SEE ATTACHED SCHEDULE A OF
AFFECTED TAXING ENTITIES

RE: Proposed Deviation from Uniform Tax Exemption Policy by
Albany County Industrial Development Agency in connection with the Proposed
CHPE LLC Project

Dear Ladies and Gentlemen:

This letter is delivered to you pursuant to Section 874(4)(c) of the General Municipal Law and as a follow-up to the letter sent to you and dated October 15, 2021 (the "Original Deviation Letter") by the Albany County Industrial Development Agency (the "Agency"), with respect to the Proposed CHPE LLC Project. Any initial capitalized terms used herein shall have the meaning ascribed to such terms in the Original Deviation Letter (a copy of which is attached as Schedule B to this letter).

The Agency is holding a second public hearing (the "Second Public Hearing") on Tuesday, January 25, 2022 at the Town Hall in the Town of Coeymans, New York with respect to the Project because the Agency has been advised by CHPE LLC (the "Company") that the costs of the Project have increased. A copy of the notice for the Second Public Hearing is attached hereto as Schedule C.

The original estimates submitted by the Company of the cost of the Project equaled \$172,724,749,000. The new estimate submitted by the Company of the cost of the Project is equal to \$228,623,520.

The impact of this increase in the cost of the Project is to increase the amount of payments in lieu of taxes (the "PILOT Payments") payable by the Company with respect to the Project.

Attached as Schedule D is a table describing the total amount of PILOT Payments payable by the Company over the term of the proposed payment in lieu of tax agreement (the "Proposed PILOT Agreement"). We have previously distributed a table showing the allocation of the PILOT Payments among the various taxing jurisdictions. The impact of the increase in the cost of the Project and the increase in the total amount of PILOT Payments is to increase the amount allocable to each taxing jurisdiction.

The Agency now expects to consider whether to approve the terms of the Proposed PILOT Agreement at its meeting currently scheduled for February 9, 2022 at 5:30 p.m., local time at the offices of the Agency located in Room 740 located at 112 State Street in the City of Albany, Albany County, New York (the "Meeting"). The Meeting will be conducted via remote access if permitted under New York law.

The Agency will consider the Proposed PILOT Agreement (and the proposed deviations from the Agency's Uniform Tax Exemption Policy described in the Original Deviation Letter (see attached Schedule B)) at the Meeting. The Agency would welcome any additional written comments that you might have on the Proposed PILOT Agreement and the proposed deviations from the Agency's Uniform Tax Exemption

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Policy. The Agency will review and respond to any written comments received from any affected tax jurisdiction with respect to the proposed deviation. The Agency will also allow any representative of any affected tax jurisdiction present at the Meeting to address the Agency regarding the proposed deviation.

If you have any questions or comments regarding the foregoing, please do not hesitate to contact me at (518) 447-4841.

Sincerely yours,

/s/Hon. William Clay
Chairman

cc: William N. Young, Jr., Esq., Chair, Town of Guilderland IDA (certified mail/return receipt)
Donald Csaposs, CEO, Town of Guilderland IDA (certified mail/return receipt)
Victoria Storrs, Chair, Town of Bethlehem IDA (certified mail/return receipt)
Catherine M. Hedgeman, Esq., Executive Director, Town of Bethlehem IDA (certified mail/return receipt)

- 2 -

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C-3

SCHEDULE A

LIST OF AFFECTED TAXING JURISDICTIONS

Albany County

Attention: Honorable Daniel P. McCoy,
Albany County Executive
112 State Street, Room 1200
Albany, New York 12207

Town of New Scotland

Attention: Douglas LaGrange, Supervisor
New Scotland Town Hall
2029 New Scotland Road
Slingerlands, New York 12159

Town of Coeymans

Attention: George D. McHugh, Supervisor
Coeymans Town Hall
18 Russell Avenue
Ravena, New York 12143

Town of Guilderland

Attention: Peter G. Barber, Supervisor
Guilderland Town Hall – 2nd Floor
5209 Western Turnpike
P.O. Box 339
Guilderland, New York 12084

Town of Bethlehem

Attention: David VanLuven, Supervisor
Bethlehem Town Hall
445 Delaware Avenue
Delmar, New York 12054

Village of Voorheesville

Attention: Richard Straut, Mayor
Village Hall
29 Voorheesville Avenue
Voorheesville, New York 12186

Village of Ravena

Attention: Honorable William J. Misuraca, Mayor
Village Hall
15 Mountain Road
Ravena, New York 12143

Voorheesville Central School District

Attention: Frank Macri, Superintendent
Voorheesville Central School District
432 New Salem Road
Voorheesville, New York 12186

Attention: Cynthia M. Monaghan, President

Voorheesville Central School District
432 New Salem Road
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Guilderland Central School District

Attention: Dr. Marie Wiles, Superintendent
Guilderland Central School District
8 School Road, P.O. Box 18
Guilderland Center, New York 12085-0018

Attention: Seema Rivera, President

Guilderland Central School District
8 School Road, P.O. Box 18
Guilderland Center, New York 12085-0018

Bethlehem Central School District

Attention: Jody Monroe, Superintendent
Bethlehem Central School District
700 Delaware Avenue
Delmar, New York 12054

Attention: Holly Dellenbaugh, President

Bethlehem Central School District
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Ravena-Coeymans-Selkirk Central School District

Attention: Brian Bailey, Superintendent
Ravena-Coeymans-Selkirk Central School District
P.O. Box 100, 15 Mountain Road
Ravena, New York 12143

Attention: Edward Reville, President

Ravena-Coeymans-Selkirk Central School District
P.O. Box 100, 15 Mountain Road
Ravena, New York 12143

SchA-1

012014.00044 Business 21967384v2

SCHEDULE B
ORIGINAL PILOT DEVIATION LETTER
- SEE ATTACHED -

SchB-1

012014.00044 Business 21967384v2

C-5

SCHEDULE C
NOTICE OF SECOND PUBLIC HEARING
- SEE ATTACHED -

SchC-1

012014.00044 Business 21967384v2

C-6

NOTICE OF PUBLIC HEARING
ON PROPOSED PROJECT
AND FINANCIAL ASSISTANCE
RELATING THERETO

SUPPLEMENTAL HEARING

Notice is hereby given by the Albany County Industrial Development Agency (the "Agency") that a public hearing (the "Public Hearing") pursuant to Section 859-a of the General Municipal Law of the State of New York will be held by the Agency on the 25th day of January, 2022 at 6:00 o'clock p.m., local time, at the Town of Coeymans Town Hall located at 18 Russell Avenue in the Village of Ravena, Town of Coeymans, New York in connection with the following matters:

On November 3, 2021, the Agency conducted a public hearing for the benefit of CHFE LLC, a New York State limited liability company (the "Company"), with respect to a project (the "Project") outlined in an application, as subsequently amended by the Company (the "Application") submitted to the Agency, a copy of which Application is on file at the office of the Agency, said Project currently consisting of the following: (A) (1) the acquisition of an interest or interests in various parcels of land spanning across 24.2 miles of land located in the Towns of Guilderland, New Scotland, Bethlehem, and Coeymans, and the Villages of Voorheesville and Ravena, Albany County, New York (collectively, the "Land"); (2) the acquisition and installation therein and thereon of two five-inch diameter high-voltage direct current ("HVDC") transmission cables (collectively, the "Equipment"), and (3) the construction, installation and equipping on or under the Land of a fully-buried, up to 1,250-megawatt ("MW") HVDC electric transmission line and related infrastructure (collectively, the "Improvements") (the Land, the Equipment and the Improvements hereinafter collectively referred to as the "Project Facility"), all of the foregoing to be used and operated by the Company as a portion of an electric power transmission line from the U.S.-Canada border to New York City; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency.

Subsequently, the Agency received additional information from the Company relating to the Project (the "Additional Information"), which describes revised Project costs resulting in the need for the Agency, pursuant to Section 859-a of the Act, to hold a supplemental public hearing with respect to the Project and the amount of the Financial Assistance.

The Agency is considering whether (A) to undertake the Project, and (B) to provide certain exemptions from taxation with respect to the Project, including (1) exemption from mortgage recording taxes with respect to any documents, if any, recorded by the Agency with respect to the Project in the office of the County Clerk of Albany County, New York or elsewhere, (2) exemption from transfer taxes on any real estate transfers, if any, with respect to the Project, (3) exemption from sales taxes relating to the acquisition, construction, equipping and installation of the Project Facility, and (4) in the event that the Project Facility would be subject to real property taxation if owned by the Company but shall be deemed exempt from real property taxation due to the involvement of the Agency therewith, exemption from real property taxes (but not including special assessments and special ad valorem levies), if any, with respect to the Project Facility, subject to the obligation of the Company to make payments in lieu of taxes with respect to the Project Facility. If any portion of the Financial Assistance to be granted by the Agency with respect to the Project is not consistent with the Agency's uniform tax exemption policy, the Agency will follow the procedures for deviation from such policy set forth in Section 874(4) of the Act prior to granting such portion of the Financial Assistance.

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SchC-2

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C-7

012014.00044 Business 22062030v2

If the Agency determines to proceed with the Project, the Project Facility will be acquired, constructed, equipped and installed by the Agency and will be leased by the Agency to the Company or its designee pursuant to a lease agreement requiring the Company or its designee to make certain payments to the Agency (the "Lease Agreement") and consistent with a project agreement (the "Project Agreement") regarding the terms of the granting by the Agency of the Financial Assistance to the Company.

The Agency has made a determination pursuant to Article 8 of the Environmental Conservation Law (the "SEQR Act") that the Project constitutes a "Type II" action within the meaning of the SEQR Act.

The Agency will at said time and place hear all persons with views on either the location and nature of the proposed Project, or the Financial Assistance being contemplated by the Agency in connection with the proposed Project. A copy of the Application filed by the Company with the Agency with respect to the Project, 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: Honorable William M. Clay, Chairman, Albany County Industrial Development Agency, 112 State Street, Albany, New York 12207; Telephone: 518-447-4841.

Dated: January 7, 2022.

ALBANY COUNTY INDUSTRIAL DEVELOPMENT
AGENCY

BY: s/Hon. William M. Clay
Chairman

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012014.00044 Business 21952617v2

SchC-3

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012014.00044 Business 22062030v2

SCHEDULE D

TOTAL PILOT PAYMENTS
BASED ON NEW PROJECT COSTS

- SEE ATTACHED -

012014.00044 Business 21967384v2

SchD-1

CONFIDENTIAL

December 13, 2021

**Exhibit B
PILOT Schedule**

<i>(S actuals, unless noted otherwise)</i>			
	Assumptions		
	Submarine	Underground	Total
Length in Albany County (miles)	0.0	24.2	24.2
Est. Avg Cost per Mile ⁽¹⁾			\$9,431,368
Est. Cost for Portion of Line in Albany County			\$228,623,520
Avg. Applicable Combined Tax Rate in Albany County ⁽²⁾			2.47%
Potential Initial Year Tax			\$5,658,335
Tax Payment Escalation ⁽³⁾			1.45%

(1) Current TDI estimate. Figure to be updated.

(2) Based on recent full value property tax rates for all involved tax jurisdictions. Figure is a weighted average and will be updated as tax jurisdiction level mileage is refined.

(3) Avg escalation in NY State for FY2016 through FY2020 (per NY State Comptroller).

PILOT Abatement Schedule				
PILOT Agreement Year ⁽¹⁾	Construction Years	Potential Annual Taxes	Abatement	PILOT Payment
		Otherwise Due ⁽²⁾		\$0
	1	\$5,658,335	40%	\$3,395,001
	2	\$5,740,381	40%	\$3,444,229
	3	\$5,823,617	40%	\$3,494,170
	4	\$5,908,059	40%	\$3,544,835
	5	\$5,993,726	35%	\$3,895,922
	6	\$6,080,635	35%	\$3,952,413
	7	\$6,168,804	35%	\$4,009,723
	8	\$6,258,252	35%	\$4,067,864
	9	\$6,348,996	30%	\$4,444,298
	10	\$6,441,057	30%	\$4,508,740
	11	\$6,534,452	30%	\$4,574,117
	12	\$6,629,202	30%	\$4,640,441
	13	\$6,725,325	25%	\$5,043,994
	14	\$6,822,842	25%	\$5,117,132
	15	\$6,921,774	25%	\$5,191,330
	16	\$7,022,139	25%	\$5,266,605
	17	\$7,123,960	20%	\$5,699,168
	18	\$7,227,258	20%	\$5,781,806
	19	\$7,332,053	20%	\$5,865,642
	20	\$7,438,368	20%	\$5,950,694
	21	\$7,546,224	15%	\$6,414,391
	22	\$7,655,644	15%	\$6,507,298
	23	\$7,766,651	15%	\$6,601,654
	24	\$7,879,268	15%	\$6,697,378
	25	\$7,993,517	10%	\$7,194,165
	26	\$8,109,423	10%	\$7,298,481
	27	\$8,227,010	10%	\$7,404,309
	28	\$8,346,301	10%	\$7,511,671
	29	\$8,467,323	5%	\$8,043,957
	30	\$8,590,099	5%	\$8,160,594
Total PILOT Payments - 30 Year Term				\$163,721,918

(1) 1st PILOT payment would be due in the 1st year of commercial operation for the Project (i.e., 2023). Construction currently estimated to take ~4 yrs. During this time, no use would be due.

(2) Does not account for any form of depreciation liability or over time, non-taxable elements of the project, or arguments regarding the taxability of project assets.

SchD-2