SUPPLEMENTAL RESOLUTION
(*Mecklenburg Solar, LLC Project*)

A regular meeting of the Tompkins County Industrial Development Agency was convened on Thursday, June 8, 2017 at [4:00] p.m.

The following resolution was duly offered and seconded, to wit:

Resolution No. [_____]

SUPPLEMENTAL RESOLUTION OF THE TOMPKINS COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") (i) SUPPLEMENTING THAT CERTAIN INDUCEMENT RESOLUTION ADOPTED ON MAY 11, 2017 ACCEPTING THE APPLICATION OF MECKLENBURG SOLAR, LLC AND AUTHORIZING THE AGENCY TO PROCEED WITH THE PROJECT AS DESCRIBED THEREIN AND HEREIN AND (ii) MAKING A DETERMINATION PURSUANT TO THE NEW YORK STATE ENVIRONMENTAL QUALITY REVIEW ACT

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended (the "GML"), and Chapter 535 of the Laws of 1971 of the State of New York (hereinafter collectively called the "Act"), the TOMPKINS COUNTY INDUSTRIAL DEVELOPMENT AGENCY (hereinafter called the "Agency") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping civic, industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, MECKLENBURG SOLAR, LLC (hereinafter called the "Company") desires to acquire, construct and equip upon approximately 13 acres of real property leased by the Company at 1732 Mecklenburg Road in the Town of Enfield, Tompkins County, New York (currently designated as Town of Enfield tax parcel number 4.-1-8.32) (the "Land") a 1.8-megawatt community solar array to be used to generate electricity that will allow residential subscribers to receive renewable energy that will offset traditional power sources for the equivalent of 200-300 homes (hereinafter called the "Project"); and

WHEREAS, pursuant to Section 859-a of the GML, at 10:00 a.m. on May 10, 2017 at the Enfield Community Building, located in the Town of Enfield at 182 Enfield Main Road, Enfield, New York, the Agency held a public hearing with respect to the Project and the proposed financial assistance (the "Financial Assistance") being contemplated by the Agency (the "Public Hearing") whereat interested parties were provided a reasonable opportunity, both orally and in writing, to present their views; and

WHEREAS, pursuant to the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and its implementing regulations adopted pursuant to at 6 N.Y.C.R.R. Part 617, as amended (collectively referred to as "SEQRA"), the Agency constitutes

a "State Agency" and it must therefore satisfy the applicable requirements set forth in SEQRA, as necessary, prior to making a final determination whether to undertake the Project; and

WHEREAS, the Town of Enfield Planning Board (the "Planning Board"), conducted an uncoordinated review of the Project pursuant to SEQRA, which resulted in the Planning Board classifying the Project as an "Unlisted Action" pursuant to SEQRA and the issuance of a negative declaration by the Planning Board dated July 6, 2016 (the "Negative Declaration"); and

WHEREAS, on May 11, 2017 the Agency adopted an inducement resolution (the "Initial Inducement Resolution") whereby the Agency, among other things, (i) consented to and affirmed the status of the Planning Board as Lead Agency within the meaning of, and for all purposes of complying with SEQRA, (ii) determined that the proceedings undertaken by the Planning Board as Lead Agency under SEQRA with respect to the Project satisfies the requirements of SEQRA, (iii) ratified and confirmed said proceedings and (iv) determined that all of the provisions of SEQRA that are required to be complied with as a condition precedent to the approval of the financial assistance contemplated by the Agency with respect to the Project and the participation by the Agency in undertaking the Project had been satisfied, among other things; and

WHEREAS, because the Planning Board conducted an "uncoordinated review" (as such quoted term is defined under SEQRA) of the Project pursuant to SEQRA, the Agency must conduct an "uncoordinated review" (as such quoted term is defined under SEQRA) of the Project and adopt independent findings pursuant to SEQRA; and

WHEREAS, the Agency wishes to supplement the Initial Inducement Resolution in order to include its "uncoordinated review" (as such quoted term is defined under SEQRA) of the Project pursuant to SEQRA and to adopt its independent findings pursuant to SEQRA.

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

Section 1. The Project involves an "Unlisted Action" (as such quoted term is defined under SEQRA). The Planning Board has issued a Negative Declaration with respect to the Project. The review is "uncoordinated" (as such quoted term is defined under SEQRA). The Agency, acting as an Involved Agency, having undertaken a thorough and comprehensive review of the Negative Declaration, Parts 2 and 3 of the Short Environmental Assessment Form, prepared by the Planning Board and dated July 7, 2016, and the materials presented by the Company, including, but not limited to, Part 1 of the Short Environmental Assessment Form, prepared by the Company and dated May 11, 2016, and related documents delivered by the Company to the Agency, as well as other representations made by the Company to the Agency in connection with the Project, (i) determines that the Project is an "unlisted action" (as such quoted term is defined under SEQRA), (ii) finds that the Project will result in no major impacts and, therefore, will not have a "significant effect on the environment" (as such quoted term is defined under SEQRA) and thus determines that no "environmental impact statement (as such quoted term is defined under SEQRA) need be prepared for this Unlisted Action and (iii) further determines that that all of the provisions of SEQRA that are required to be complied with as a condition precedent to the approval of the Financial Assistance contemplated by the Issuer with

respect to the Project have been satisfied. The Agency's determination constitutes a "negative declaration" (as such quoted term is defined under SEQRA) and the Agency hereby ratifies the Negative Declaration issued by the Planning Board.

Section 2. Unless amended by the terms hereof, the Agency ratifies, confirms, reaffirms, restates and incorporated herein by reference as if set forth herein in their entirety, the findings made in the Initial Inducement Resolution and hereby reapproves the Project and the Financial Assistance.

Section 3. 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 and to execute and deliver all such 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 resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 4. All actions heretofore undertaken by the Agency and the Company as agent of the Agency are ratified and approved and the Agency and the Company, as agent of the Agency, are hereby authorized to continue to undertake the Project.

Section 5. These Resolutions shall take effect immediately.

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

	Yea	*Nay*	*Abstain*	*Absent*
James P. Dennis	[X]	[ ]	[ ]	[ ]
Martha Robertson	[X]	[ ]	[ ]	[ ]
Svante L. Myrick	[X]	[ ]	[ ]	[ ]
Will Burbank	[X]	[ ]	[ ]	[ ]
Grace Chiang	[X]	[ ]	[ ]	[ ]
Jennifer Tavares	[ ]	[ ]	[ ]	[X]
Richard T. John	[X]	[ ]	[ ]	[ ]

The Resolutions were thereupon duly adopted.

STATE OF NEW YORK)
COUNTY OF TOMPKINS) SS:

I, the undersigned Assistant Secretary of the Tompkins County Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Tompkins County Industrial Development Agency (the "Agency"), including the resolution contained therein, held on June 8, 2017, 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 resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of the Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Agency present 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 modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 8 day of June, 2017.

Svante L. Myrick, Secretary