

## RESOLUTION

A special meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on January 21, 2026 at 9:30 a.m. local time at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

The meeting was called to order by Chairman Howard A. Siegel, and, upon the roll being called, the following members of the Agency were:

|                  | <u>PRESENT</u> | <u>ABSENT</u> |
|------------------|----------------|---------------|
| Howard A. Siegel | [ √ ]          | [   ]         |
| Kathleen Lara    | [ √ ]          | [   ]         |
| Philip Vallone   | [   ]          | [ √ ]         |
| Scott Smith      | [   ]          | [ √ ]         |
| Paul Guenther    | [   ]          | [ √ ]         |
| Sean Brooks      | [ √ ]          | [   ]         |
| Ira Steingart    | [ √ ]          | [   ]         |
| Joseph Perrello  | [   ]          | [ √ ]         |
| Edward T. Sykes  | [ √ ]          | [   ]         |

The following persons were also present:

Jennifer M. Flad, Executive Director  
Ira Steingart, Chief Executive Officer  
Julio Garaicoechea, Project Manager  
Walter F. Garigliano, Agency General Counsel

The following resolution was duly offered by Ira Steingart, and seconded by Sean Brooks, to wit:

### Resolution No. 03 - 26

#### *RESOLUTION AUTHORIZING THE AMENDMENT OF THE PAYMENT IN LIEU OF TAXATION AGREEMENT ("PILOT AGREEMENT") BETWEEN THE AGENCY AND NY THOMPSON III, LLC ("COMPANY") FOR THE PROJECT (HEREINAFTER DEFINED)*

*WHEREAS*, the Agency was created by Chapter 560 of the Laws of 1970 of the State of New York, as amended pursuant to Title I of Article 18-A of the General Municipal Law of the State of New York (collectively, the "Act") as a body corporate and politic and as a public benefit corporation of the State of New York; and

*WHEREAS*, on or about October 1, 2022, the Agency and the Company entered into that certain Payment in Lieu of Taxation Agreement ("Original PILOT Agreement") with respect to the Company's Project consisting of the construction of an approximately 4MW solar photovoltaic electricity generating facility to be interconnected to the New York State Electric and Gas

(“NYSEG”) electrical grid (“Project”) and constructed on a 41.24 acre parcel of real estate located at 1283 Old Route 17, Town of Thompson (“Town”), County of Sullivan, State of New York and identified on the Town tax map as Section 1, Block 1, Lot 3.2; and

*WHEREAS*, on or about May 30, 2023, the Company requested an amendment to the Original PILOT Agreement to reduce each annual PILOT Payment by fifty (50%) percent of the difference between the PILOT Payment set forth in the Original PILOT Agreement and the theoretical taxes as calculated using the discounted cash flow appraisal model published by the New York State Department of Taxation and Finance for assessing such CDG systems; and

*WHEREAS*, on or about September 19, 2023, the Company and the Agency entered into that certain First Amendment to Payment in Lieu of Taxation Agreement (“First Amendment to PILOT Agreement” and together with the Original PILOT Agreement, collectively, the “PILOT Agreement”) to reduce each annual PILOT Payment to the amount requested; and

*WHEREAS*, the PILOT Agreement contemplated that the Project would be complete and placed in service after March 1, 2023 and before March 1, 2024, and that the twenty-year PILOT Period would begin with the PILOT Payment due February 1, 2025; and

*WHEREAS*, the Project was interconnected to the NYSEG electrical grid on February 24, 2025; and

*WHEREAS*, the Town of Thompson Assessor did not add the Project value to the assessment roll governed by the March 1, 2025 taxable status date; and

*WHEREAS*, the Company received and has paid or will pay the 2025/26 school tax bill to the Liberty Central School District and the 2026 town and county tax bill to the Town; and

*WHEREAS*, given the circumstances and timing of the Project’s interconnection and completion date, the Company and the Agency wish to amend the PILOT Agreement to provide for the twenty-year PILOT Period to begin with the payment due February 1, 2027.

*NOW THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE AGENCY AS FOLLOWS:*

Section 1. The Agency hereby authorizes the amendment of the PILOT Agreement to provide for the twenty-year PILOT Period to begin with the payment due February 1, 2027, subject to all costs for preparation of the amendment to be paid for by the Company.

Section 2. It is hereby found and determined that all formal actions of the Agency concerning and relating to the adoption of this resolution were adopted in an open meeting of the Agency; and that all deliberations of the Agency and of any of its committees that resulted in such formal action were in meetings open to the public, in compliance with all legal requirements.

Section 3. The Executive Director or Counsel to the Agency is hereby authorized and directed

(i) to distribute copies of this resolution to the Company; and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 4. These Resolutions shall take effect immediately.

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

|                  |   |                             |  |                                  |
|------------------|---|-----------------------------|--|----------------------------------|
| Howard A. Siegel | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> Absent            | <input type="checkbox"/> Abstain |
| Kathleen Lara    | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> Absent            | <input type="checkbox"/> Abstain |
| Philip Vallone   | <input type="checkbox"/> Yes            | <input type="checkbox"/> No | <input checked="" type="checkbox"/> Absent | <input type="checkbox"/> Abstain |
| Scott Smith      | <input type="checkbox"/> Yes            | <input type="checkbox"/> No | <input checked="" type="checkbox"/> Absent | <input type="checkbox"/> Abstain |
| Paul Guenther    | <input type="checkbox"/> Yes            | <input type="checkbox"/> No | <input checked="" type="checkbox"/> Absent | <input type="checkbox"/> Abstain |
| Sean Brooks      | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> Absent            | <input type="checkbox"/> Abstain |
| Ira Steingart    | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> Absent            | <input type="checkbox"/> Abstain |
| Joseph Perrello  | <input type="checkbox"/> Yes            | <input type="checkbox"/> No | <input checked="" type="checkbox"/> Absent | <input type="checkbox"/> Abstain |
| Edward T. Sykes  | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> Absent            | <input type="checkbox"/> Abstain |

The resolutions were thereupon duly adopted.

STATE OF NEW YORK :  
:SS  
COUNTY OF SULLIVAN :

I, the undersigned Secretary of the Agency DO HEREBY CERTIFY THAT:

1. I have compared the foregoing copy of a resolution of the County of Sullivan Industrial Development Agency ("Agency") with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.
2. Such resolution was passed at a meeting of the Agency duly convened in public session on January 21, 2026 at 9:30 a.m. at the Sullivan County Government Center, 100 North Street, Village of Monticello, Sullivan County, New York, at which the following members were present:

|                  | <u>PRESENT</u>                          | <u>ABSENT</u>                           |
|------------------|---|---|
| Howard A. Siegel | [ <input checked="" type="checkbox"/> ] | [ ]                                     |
| Kathleen Lara    | [ <input checked="" type="checkbox"/> ] | [ ]                                     |
| Philip Vallone   | [ ]                                     | [ <input checked="" type="checkbox"/> ] |
| Scott Smith      | [ ]                                     | [ <input checked="" type="checkbox"/> ] |
| Paul Guenther    | [ ]                                     | [ <input checked="" type="checkbox"/> ] |
| Sean Brooks      | [ <input checked="" type="checkbox"/> ] | [ ]                                     |
| Ira Steingart    | [ <input checked="" type="checkbox"/> ] | [ ]                                     |
| Joseph Perrello  | [ ]                                     | [ <input checked="" type="checkbox"/> ] |
| Edward T. Sykes  | [ <input checked="" type="checkbox"/> ] | [ ]                                     |

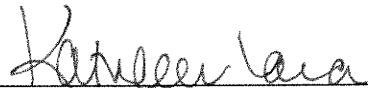
3. The question of the adoption of the foregoing resolution was duly put to a vote on roll call which resulted as follows:

|                  |   |        |  |             |
|------------------|---|--------|--|-------------|
| Howard A. Siegel | [ <input checked="" type="checkbox"/> ] Yes | [ ] No | [ ] Absent                                     | [ ] Abstain |
| Kathleen Lara    | [ <input checked="" type="checkbox"/> ] Yes | [ ] No | [ ] Absent                                     | [ ] Abstain |
| Philip Vallone   | [ ] Yes                                     | [ ] No | [ <input checked="" type="checkbox"/> ] Absent | [ ] Abstain |
| Scott Smith      | [ ] Yes                                     | [ ] No | [ <input checked="" type="checkbox"/> ] Absent | [ ] Abstain |
| Paul Guenther    | [ ] Yes                                     | [ ] No | [ <input checked="" type="checkbox"/> ] Absent | [ ] Abstain |
| Sean Brooks      | [ <input checked="" type="checkbox"/> ] Yes | [ ] No | [ ] Absent                                     | [ ] Abstain |
| Ira Steingart    | [ <input checked="" type="checkbox"/> ] Yes | [ ] No | [ ] Absent                                     | [ ] Abstain |
| Joseph Perrello  | [ ] Yes                                     | [ ] No | [ <input checked="" type="checkbox"/> ] Absent | [ ] Abstain |
| Edward T. Sykes  | [ <input checked="" type="checkbox"/> ] Yes | [ ] No | [ ] Absent                                     | [ ] Abstain |

and therefore, the resolution was declared duly adopted.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103(a) 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 103(a) and 104, (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 and seal on the 21<sup>st</sup> day of January, 2026.

  
\_\_\_\_\_  
Kathleen Lara, Secretary