

**RESOLUTION 20-29: RESOLUTION RATIFYING EXECUTION
OF DOCUMENTS RELATED TO SOLAR PROJECT FINANCING**

_____ proposed the following Resolution, which was seconded by _____. A formal reading of the Resolution is waived, as a copy will be appended to the minutes of the meeting and has been posted on the Town's website.

WHEREAS, the Town of Union Vale Town Board executed a Land Lease Agreement (herein, the "Agreement") and a Memorandum of Lease Agreement (herein, the "Memo") dated February 21, 2019 with ELP Union Vale Solar LLC for the lease of portions of real property identified as tax map parcels 135400-6660-00-544087-0000, 135400-6660-00-555048-0000, 135400-6660-00-638053-0000 and 135400-6660-00-655022-0000 known generally as 2006 Route 55 (herein, the "Property") for purposes of installation and maintenance of a two megawatt solar energy system (herein, the "Facility"), subject to ELP Union Vale Solar LLC obtaining all necessary approvals and permits; and

WHEREAS, the Agreement and the Memo provided that each document would be amended to add metes and bounds descriptions when such descriptions were ready and such descriptions have now been provided by ELP Union Vale Solar LLC; and

WHEREAS, ELP Union Vale Solar LLC is seeking financing from Vitol Solar I LLC, which is requiring an Estoppel Certificate from the Town of Union Vale as a condition to making such financing; and

WHEREAS, the following documents have been negotiated between these parties as to form and content, and copies of the documents are on file with the Town Clerk:

1. First Amendment to Land Lease;
2. Amended and Restated Memorandum of Land Lease; and
3. Estoppel Certificate; and

WHEREAS, the Town Board issued a Negative Declaration when approving the application for this Facility and no further environmental review was needed for the execution of the above referenced documents; and

WHEREAS, by Resolution #19-36, dated December 5, 2019, the Town Board approved the application for the Facility and authorized the Supervisor to execute any and all documents reasonably necessary to give effect to that approval Resolution; and

WHEREAS, pursuant to said approval Resolution, the Supervisor executed the First Amendment to Land Lease, Amended and Restated Memorandum of Land Lease and the Estoppel Certificate above referenced on July 6, 2020;

NOW, THEREFORE, BE IT RESOLVED that the Town of Union Vale Town Board hereby ratifies the execution of the First Amendment to Land Lease, Amended and Restated Memorandum of Land Lease and the Estoppel Certificate by the Supervisor, which occurred on July 6, 2020, and further authorizes the Supervisor to execute any and all other documents reasonably necessary to give effect to this Resolution.

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

Councilman Durland	_____
Councilman Frazier	_____
Councilman McGivney	_____
Councilman Welsh	_____
Supervisor Maas	_____

DATED: Union Vale, New York
July 16, 2020

Andrea Casey, TOWN CLERK