

NOTICE OF ADOPTION OF RESOLUTION

PLEASE TAKE NOTICE that the Town Board of the Town of Union Vale, Dutchess County, New York, has, on the 1<sup>st</sup> day of February, 2019, duly adopted a Resolution, subject to permissive referendum, an abstract of which follows:

WHEREAS, the Union Vale Town Board has negotiated a Land Lease with ELP Union Vale Solar LLC (herein "ELP") for lease of real property identified as tax map parcels 544087 (portion), 555048, 638053 and 655022, all on Route 55, for purposes of installation of a large-scale solar energy system, subject to ELP obtaining all necessary approvals; and

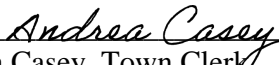
WHEREAS, a copy of the Land Lease between the Town of Union Vale and ELP is on file with the Town Clerk; and

WHEREAS, central terms of the Land Lease are as follows:

The Lease shall be effective as of the date of execution by both Parties. The initial term shall be for twenty (20) years from the Commercial Operation Date (as defined therein) and full rental payments shall commence on the Commercial Operation Date with the amount of such payments to be determined based upon contingencies defined in the Lease.

THE ACTION TAKEN WAS AS FOLLOWS: NOW, THEREFORE, BE IT RESOLVED as follows: (1) The Town Board approves the Land Lease Agreement and authorizes the Supervisor to execute it in the same or substantially the same form and (2) This Resolution is subject to permissive referendum and the Town Clerk is directed to publish the notice required by NYS Town Law Section 90.

Dated: Union Vale, New York  
February 4, 2019

  
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Andrea Casey, Town Clerk  
Town of Union Vale