

**Steuben County Industrial Development Agency
7234 Route 54 North
PO Box 393
Bath, NY 14810
August 24, 2023**

Regular Meeting Notice

The Steuben County Industrial Development Agency will hold a Regular Business Meeting at 12:00 pm on August 24, 2023. This meeting is open to the public and those wishing to view the meeting as it is held may do so by visiting:

<https://us02web.zoom.us/j/88441324805?pwd=WTFDendMcnJnZUdwNkUyVWlGNjRaUT09>

Sincerely,

Mark Alger
Board Chair

Steuben County Industrial Development Agency
Regular Meeting of the Board of Directors
Agenda
August 24, 2023, 12:00 pm

- | | | |
|----|---|------------------------------|
| 1. | Call to Order – Quorum Present | Alger |
| 2. | Secretary’s Report:
July 27, 2023 Minutes | Strobel |
| 3. | Treasurer’s Report:
July 2023 Financials | Russo |
| 4. | New Business:
a) Empire Long Distance/Empire Telephone Application
b) Clean Tech Corridor | Staats
Johnson |
| 5. | Old Business:
a) PPP Future Development, Inc. benefits extension
b) Momentum benefits extension
c) LP railroad upgrade | Johnson
Staats
Johnson |
| 6. | Project Updates | Johnson |
| 7. | Executive Session:
Public Officers Law, Article 7, Open Meetings Law
Section 105, Paragraph 1g, proposed acquisition of real property | Alger |
| 8. | Adjournment | Alger |

**Steuben County Industrial Development Agency
Board of Director's Meeting
Minutes of the Regular Meeting July 27, 2023**

- I. Call To Order:** The Regular Meeting of the Steuben County Industrial Development Agency (IDA) was called to order at 12:01 pm by Chairman Mark Alger. Chairman Alger confirmed that there was a quorum present.

Present:	Mark Alger	Chairman
	Scott VanEtten	Vice Chair
	Dean Strobel	Secretary
	Tony Russo	Treasurer
	Michelle Caulfield	Member
	Mike Davidson	Member
Absent:	Christine Sharkey	Member
Staff:	James Johnson	Executive Director
	Jill Staats	Deputy Director
	Russ Gaenzle	IDA Counsel (via Zoom)
Guests:	Kam Keeley	Three Rivers Development

- II. Secretary's Report:** A motion to approve the June 22, 2023 Regular Meeting Minutes of the IDA as presented in the board materials was made by Russo and seconded by Caulfield. All voted in favor and the motion passed.
- III. Treasurer's Report:** Russo provided an overview of the June 2023 financials. A motion to approve the financial statements as presented and included in the board materials was made by Davidson and seconded by Strobel. All voted in favor and the motion passed.
- IV. New Business:**
- a) Empire Long Distance Corporation Application:** This request was tabled for the month.
 - b) Private Activity Bond Allocation:** Johnson advised members of the state's annual bond allocation to IDAs, noting Steuben County IDA has not used this year's allocation. He forwarded Monroe County IDA's request to transfer this year's allocation to support a large project in Monroe County, also noting that the IDA would lose the allocation if not used and recommended the transfer. VanEtten motioned to transfer Steuben County IDA's allocation to Monroe County IDA, which was seconded by Russo. All voted in favor and the motion passed.

- c) **B&H Railroad/Urbana:** Johnson advised members that the Town of Urbana requested a Letter of Intent to support its development of the IDA-owned railroad path into a trail. The rail in this section outside of Hammondsport was removed years ago and the town has been planning to convert the path into a trail to connect the Pleasant Valley Wine area with downtown Hammondsport. Board members noted they were comfortable with the request.

V. Old Business:

- a) **ARC Railroad Upgrades:** Johnson advised members of the recent visit to the LP facility by members of Appalachian Regional Commission, who were in town to review ARC-funded projects. This led to his request to enter into a Memorandum of Understanding (MOU) with B&H Railroad to accept ARC funding for upgrades to the rail outside of the LP facility and the rail crossing at Route 415 in Bath. VanEtten motioned to allow Johnson to sign the MOU, and Strobel seconded. All voted in favor and the motion passed.
- b) **Facility Update:** Johnson provided updates on the paving of the parking lot and the improvements to be made to the office building per the building study. He also noted the vapor system installed on behalf of Signify due to the cleanup of the former Philips property.

- VI. Project Updates:** Johnson provided an update on the IDA information requested by Senator Skoufis per the Senate Investigations Committee. Johnson and Staats then provided updates on various projects in the county.

- VII. Executive Session: Public Officers Law, Article 7 Open Meetings Law – Section 105, Paragraph 1f - The employment history of a particular person. Public Officers Law, Article 7 Open Meetings Law – Section 105, Paragraph 1g - Proposed acquisition of real property.** The Board entered Executive Session at 12:56pm. The motion was made by VanEtten and seconded by Russo. All voted in favor and the motion passed.

The Board left Executive Session at 1:12pm. A motion to leave was made by Strobel and seconded by VanEtten. All voted in favor and the motion passed.

- VIII. Adjournment:** VanEtten made a motion to adjourn the meeting at 1:12pm, which was seconded by Strobel. All voted in favor and the motion passed.

Respectfully submitted,

Dean Strobel
Secretary

SCIDA
Balance Sheet
As of July 31, 2023

	Jul 31, 23
ASSETS	
Current Assets	
Checking/Savings	
200 · Five Star Bank checking	1,433,057.47
209 · Escrow Project Account	12,316.15
210 · Petty cash	100.00
213 · Five Star CD 225274906	612,700.71
215 · Chemung Canal Trust Company	1,469,943.31
218 · Five Star CD 225343789	1,009,500.00
Total Checking/Savings	4,537,617.64
Total Current Assets	4,537,617.64
Fixed Assets	
100 · Land - B&W Railroad	380,250.00
101 · B&H Railroad	102,653.00
102 · B&H Railroad Equipment	14,250.00
103 · Building - Office	161,544.00
104 · Engine House - Livonia	100,000.00
106 · Land - Railroad	39,979.00
107 · Office Equipment	33,968.35
108 · B&W Railroad	380,250.00
109 · Building Improvements	15,100.00
111 · B & H Railroad	922,522.80
112 · Accumulated Depreciation	-946,831.24
150 · Website Design	30,000.00
Total Fixed Assets	1,233,685.91
Other Assets	
151 · Accumulated Amortization	-30,000.00
180 · Pension Asset	72,419.00
199 · Deferred Outflows of Resources	164,578.00
Total Other Assets	206,997.00
TOTAL ASSETS	5,978,300.55
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
2100 · Payroll Liabilities	1,410.55
261 · Deferred Inflows of Resources	260,359.00
Total Other Current Liabilities	261,769.55
Total Current Liabilities	261,769.55
Total Liabilities	261,769.55
Equity	
1110 · Retained Earnings	5,400,119.74
1120 · Temp Restricted-Millennium	153,557.41
1125 · Temp. Restricted Infrastructure	12,316.27
Net Income	150,537.58
Total Equity	5,716,531.00
TOTAL LIABILITIES & EQUITY	5,978,300.55

SCIDA
Profit & Loss Budget Performance
July 2023

	Jul 23	Budget	Jan - Jul 23	YTD Budget	Annual Budget
Ordinary Income/Expense					
Income					
2140 · Administrative Income	0.00	130,886.25	418,125.00	916,203.75	1,570,635.00
2401 · Interest Income	115.78	708.33	11,003.05	4,958.35	8,500.00
2770 · Miscellaneous Income	0.00	166.67	1,867.25	1,166.69	2,000.00
2810 · Business Development Support	0.00	0.00	75,000.00	75,000.00	75,000.00
2813 · Grant Income Site Development	0.00	16,000.00	0.00	112,000.00	200,000.00
Total Income	115.78	147,761.25	505,995.30	1,109,328.79	1,856,135.00
Gross Profit	115.78	147,761.25	505,995.30	1,109,328.79	1,856,135.00
Expense					
6145 · Continuing Education	0.00	743.00	4,009.35	5,201.00	8,927.00
6160 · Dues and Subscriptions	1,350.68	766.00	8,055.96	5,362.00	9,200.00
6180 · Insurance					
6181 · Health Insurance	3,135.75	3,750.00	30,486.00	26,250.00	45,000.00
6182 · Dental Insurance	0.00	186.50	1,225.92	1,305.50	2,238.00
6183 · Allowances	975.50	975.50	6,340.75	6,828.50	11,706.00
6185 · Liability Insurance	5,737.59	833.33	8,082.48	5,833.31	10,000.00
6190 · Disability Insurance	0.00	141.66	1,459.60	991.62	1,700.00
6195 · Life Insurance	0.00	112.50	1,254.99	787.50	1,350.00
6196 · Workers' Compensation	0.00	145.83	2,961.00	1,020.81	1,750.00
Total 6180 · Insurance	9,848.84	6,145.32	51,810.74	43,017.24	73,744.00
6240 · Miscellaneous Office Expenses	0.00	250.00	333.23	1,750.00	3,000.00
6250 · Postage and Delivery	142.56	250.00	917.72	1,750.00	3,000.00
6270 · Professional Fees					
6650 · Accounting	0.00	0.00	9,500.00	9,500.00	9,500.00
6655 · Consulting	0.00	1,250.00	0.00	8,750.00	15,000.00
Total 6270 · Professional Fees	0.00	1,250.00	9,500.00	18,250.00	24,500.00

SCIDA
Profit & Loss Budget Performance
July 2023

	Jul 23	Budget	Jan - Jul 23	YTD Budget	Annual Budget
6276 · Infrastructure Development Fees	0.00		752.82		
6277 · Site Development	0.00	20,833.33	0.00	145,833.31	250,000.00
6340 · Telephone	293.77	312.50	2,231.23	2,187.50	3,750.00
6350 · Travel & Ent	597.38	666.66	958.91	4,666.62	8,000.00
6390 · Utilities	164.03	358.33	1,536.25	2,508.31	4,300.00
6465 · Community Engagement	0.00	541.66	0.00	3,791.62	6,500.00
6495 · Cleaning	230.00	250.00	1,610.00	1,750.00	3,000.00
6505 · Conferences	477.52	541.66	4,731.28	3,791.62	6,500.00
6515 · Copier	189.97	208.33	1,477.90	1,458.31	2,500.00
6535 · Internet access	60.00	65.00	420.00	455.00	780.00
6540 · Legal Services	0.00	375.00	4,000.00	2,625.00	4,500.00
6545 · Maintenance	600.00	4,166.66	24,595.83	29,166.62	50,000.00
6550 · Office Supplies	0.00	397.91	669.28	2,785.37	4,775.00
6560 · Payroll Expenses	36,868.44	27,466.66	206,865.33	192,266.70	329,600.00
6561 · Payroll Taxes	2,880.50	2,145.83	16,229.84	15,020.85	25,750.00
6576 · Project Costs	211.70	2,083.33	6,429.71	14,583.35	25,000.00
6590 · Refuse	36.00	36.00	258.50	257.00	437.00
6595 · Retirement	0.00	0.00	0.00	0.00	36,988.00
6625 · Technology upgrades	235.00	416.66	1,108.75	2,916.70	5,000.00
6645 · Marketing	0.00	2,083.33	6,307.75	14,583.35	25,000.00
6647 · Manufacturing Day Video & Event	0.00	679.41	0.00	4,755.95	8,153.00
6651 · Payroll Fees	398.23	223.16	2,275.95	1,562.20	2,678.00
Total Expense	54,584.62	73,255.74	357,086.33	522,295.62	925,582.00
Net Ordinary Income	-54,468.84	74,505.51	148,908.97	587,033.17	930,553.00
Net Income	-54,468.84	74,505.51	148,908.97	587,033.17	930,553.00

Project Summary Sheet

Empire Long Distance Corporation/Empire Telephone Corporation
August 2023

Project Description

Empire Long Distance Corporation and Empire Telephone Corporation (Empire), headquartered in Prattsburgh, are part of a fiber optic telecommunications company providing telephone, internet, alarm, and digital TV services to residential and commercial customers across the Southern Tier and Northern Pennsylvania. The company is best known for its Internet and cable TV services available through Empire Access.

Empire Telephone Corporation received IDA assistance in 2019 to renovate a building adjoining its headquarters office that now houses the company's state-of-the-art customer service and network operations center.

Due to the rapid growth of its services, Empire needs to expand an existing warehouse and storage facility site in Prattsburgh to house inventory, supplies, and service vehicles. The investment will support the purchase of adjoining land on which a 20,000 sq. ft. warehouse and 4,000 sq. ft. of administrative space will be built, along with associated infrastructure upgrades at the new and existing sites. The company will also be purchasing about \$2.5 million in new service trucks of various sizes. There are co-applicants because one entity owns the existing land and another will be used to purchase the new property.

Total Project Investment	\$4,390,000
Jobs Retained	46
Job Created	2
Benefit to Cost Ratio	5:1 (Retained jobs are not included in the analysis.)
Estimated PILOT Savings	\$112,654
Estimated Mortgage Tax Savings	\$0
Estimated Sales Tax Savings	\$316,000
Total Savings	\$428,654
Comments	The entire telecommunications company was sold to a foreign private equity firm in January 2023. While management has advised that the company's headquarters will remain in Prattsburgh, there are now other players influencing decisions.
Estimated Project Start Date	October 2023
Estimated Project Completion Date	November 2024

Evaluative Criteria for Manufacturing/Warehouse/Distribution:

1. Private Sector Investment – The project will result in a \$4.4 million investment into buildings and vehicles. The construction activity will induce direct and indirect financial benefits for Steuben County, while the purchase of trucks will require additional need for auto repair services.
2. Regional Wealth Creation – The company's constant expansion into markets outside the region and state has supported the investments into people, plant, and equipment in Prattsburgh we have seen over the past ten years.
3. Create or Retain Jobs – The company will be retaining 46 jobs at an average wage of \$53,880 with an additional \$20,000 in benefits. Two jobs will be created at a salary of \$52,500 with over \$18,000 worth of benefits.
4. Retention/Flight Risk – The possibility for company relocation outside the region has increased as a result of the company's sale to a private equity firm.



Application for Financial Assistance

Please complete the application and mail the *original, signed copy*, along with the **\$1,000 application fee**, to:

Steuben County IDA
PO Box 393
7234 State Route 54
Bath, NY 14810

Information in the application is subject to public review under the New York State Freedom of Information Law. Please contact the IDA with any questions at 607-776-3316.

Section 1: Applicant Information (company receiving benefit)

Applicant Name: Empire Long Distance Corporation/Empire Telephone Corporation

Applicant Address: 34 S. Main Street, Prattsburgh, NY 14873

Phone: (607) 522-3712

Federal Tax ID: 20-2384681/16-0594870

NAICS Code: 517111

Will a real estate holding company be used to own the property? Yes No

Name of real estate holding company: Type here to enter text

Federal Tax ID: Type here to enter text

Type of Entity: Privately-held Corporation

Year Established: 2/9/2005

State in which entity is established: New York

Stockholders, members, or partners with 20% or more in ownership:

Name	% Ownership
Endurance Parent, Inc.	100%
Type here to enter text.	Type here to enter text.
Type here to enter text.	Type here to enter text.

Is the Applicant or any of its owners involved in any lawsuits which could have a financial impact on the company?

Yes No

Has the Applicant or any of its owners ever been involved in a bankruptcy? Yes No

Are all owners noted above citizens of the United States? Yes No

Provide a brief history of the Applicant, including operations, operating performance, changes in operations, current size and locations, products and/or services, major accounts, principal competitors, and major events affecting sales/services.

Empire Long Distance and Empire Telephone Company are part of the Empire Access family of companies, a Fiber Optic Telecommunications provider that has been locally operated for over 100 years. We have over 185 employees in NY & PA, and have added 125 employees over the last 8 years. In January the company was acquired by Antin Infrastructure Partners, allowing us to grow even faster in the markets we serve in NY & PA.

Estimated % of sales (equal to 100%):

Within Steuben County: 16%

Outside Steuben County but in NY State: 75%

Outside New York but in U.S.: 100%

Outside U.S.: 0%

What % of annual supplies, raw materials, and vendor services are purchased from firms in Steuben County?

10%

Authorized Signatory Name: James E. Baase

Title: Chief Executive Officer

Phone: (607) 522-3712

Email: jbaase@etcnpt.com

Name of Corporate Contact (if different from Authorized Signatory): Russell E. Eliason

Title: Chief Financial Officer

Phone: (607) 522-4484

Email: russ.eliason@empireaccess.com

Name of Attorney: Thomas Anderson

Firm Name: Harter Secrest & Emery LLP

Phone: (585) 231-1106

Email: tanderson@hselaw.com

Section 2: Project Description and Details

Municipality(s) of current operations:

Prattsburgh, NY

Will the Project result in the abandonment of one or more plants/facilities of the Applicant located in New York?

Yes No

If Yes, explain how, notwithstanding the aforementioned closing or activity reduction, the IDA's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Applicant's competitive position in its respective industry.

Type here to enter text.

Property address(es) of Project location:
10631 County Rte. 74, Prattsburgh, NY 14873

Tax map number(s) of Project location:
Empire Long Distance: 047.0-01-095.000 / Empire Telephone Company: 048.05-01-018.120; 048.05-01-026.000;
048.05-01-021.000; 048.05-01-022.000;
048.05-01-024.000; 047.00-01-002.200

Town/Village/City taxes are paid to:
Prattsburgh, NY

School district taxes are paid to:
Prattsburgh Central School District

Are property tax payments current? Yes No

If no, please explain: Type here to enter text.

Does Applicant or any related party currently hold fee title to the Project property?

Yes No

If no, provide the name of the current owner: Steve J. Kula

If no, does Applicant or any related party have an option to purchase the Project property?

Yes No

What is the present use of the property? Agriculture on new parcel; Commercial warehouse and garage on existing parcels

What is the present zoning/land use? Agricultural on new parcel; no zoning on existing parcels

Description of the project: (check all that apply)

<input checked="" type="checkbox"/> New construction	<input type="checkbox"/> Acquisition of existing building
<input type="checkbox"/> Addition to existing building	<input type="checkbox"/> Purchase of machinery and/or equipment
<input type="checkbox"/> Renovation of existing building	<input type="checkbox"/> Other

Please provide a narrative description of the project, including specific uses and activities that will occur at the site, products to be made or services to be offered, as well as markets for the goods/services. Please include the impact of this project on Applicant in terms of operations and profitability, or other factors affecting operations.

The facility will be used as a warehouse for storing and distributing inventory to work crews, as well as for the storage and maintenance of work vehicles, all in order to accommodate our growth in New York State.

Select the project type for all end users at the site; you may check more than one box:

<input type="checkbox"/> Industrial	<input type="checkbox"/> Multi-tenant
<input checked="" type="checkbox"/> Commercial	<input type="checkbox"/> Not-for-profit
<input type="checkbox"/> Back Office	<input type="checkbox"/> Healthcare
<input type="checkbox"/> Retail	<input type="checkbox"/> Other: Type here to enter text.
<input type="checkbox"/> Housing	<input type="checkbox"/> Other: Type here to enter text.
<input type="checkbox"/> Mixed Use	<input type="checkbox"/> Other: Type here to enter text.

Has or will Applicant enter into any tenant leases for this Project? Yes No

If yes, please complete the chart below:

Tenant Name	Current Location	# sq. ft.	% of total sq. ft.	Business type
Name	Address	Type here to enter text.	Type here to enter text.	Type
Name	Address	Type here to enter text.	Type here to enter text.	Type
Name	Address	Type here to enter text.	Type here to enter text.	Type

What is the Project's start date when equipment will be ordered or construction begins?

10/1/23

What is the Project's estimated completion?

11/30/24

When will operations commence?

12/1/24

Have construction contracts been signed? Yes No

Has financing been finalized? Yes No

Is this part of a multi-phase project? Yes No

If Yes, please explain: Type here to enter text.

Have site plans been submitted to the appropriate planning board? Yes No

If Yes, has the Project received site plan approval? Yes No

If the Project has received site plan approval, please provide a copy of the Environmental Assessment Form including the Negative Declaration.

Please provide the IDA with the status of any other required approvals:

Type here to enter text.

Will customers personally visit the Project site for Retail Sales or Services? The terms refer to (a) sales by a registered vendor under Article 28 (Section 1101(b)(4)(i)) of the Tax Law of the State of New York primarily engaged in the retail sale of tangible personal property or (b) sales of a service to customers who personally visit the Project site.

Retail Sales Yes No

Services Yes No

If either question above is answered Yes, please complete the questions below. If not, please move on to the Financial Assistance and Project Budget section.

Retail/Service Industry-Only Questions

What percentage of the cost of the Project can be tied to the retail or service portion of the business?
Type here to enter text.

If the answer is less than 33%, do not complete the remainder of this section and move on to Section 3: Financial Assistance and Project Budget.

For Projects where 33% or more is tied to retail sales or service:

1. Will the Project be operated by a not-for-profit corporation?

Yes No

2. Is the Project location or facility likely to attract a significant number of visitors from outside the economic development region in which the project will be located?

Yes* No

3. Is the predominant purpose of the Project to make available goods or services which would not, but for the Project, be reasonably accessible to the residents of the municipality within

which the Project is to be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?

Yes* No

4. Will the Project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes No

5. Is the Project located in a highly distressed area, as defined by the US Census Bureau?

Yes No

*If the answer to question 2 or 3 is Yes, please provide a third-party market analysis or other documentation supporting the response.

Section 3: Financial Assistance and Project Budget

Choose the type of assistance being requested: (check all that apply)

Sales Tax Exemption Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Property Tax Exemption Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
Mortgage Tax Exemption Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Tax Exempt IR Bond Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

Describe the reasons why the IDA's assistance is necessary, and the effect the Project will have on Applicant's operations. Focus on competitiveness issues, Project shortfalls, etc.

Assistance from the IDA is necessary to make the project cost-competitive as compared with alternatives in surrounding counties or in Pennsylvania. It is our preference to make it cost-effective to do the project here in Steuben county rather than to pursue those alternatives, because it is far more efficient for us to continue to operate out of the existing location (new property for this project and the adjacent property that we already own).

Is there likelihood that the Project would not be undertaken but for the financial assistance provided by the IDA?

Yes No

If the Project could be undertaken without financial assistance provided by the IDA, explain below why the Project should be provided financial assistance.

Type here to enter text.

What would be the impact on the Applicant and the associated municipalities if the IDA does not provide financial assistance?

Without the assistance of the IDA, we would likely be forced to seek out other opportunities to locate the facility elsewhere, which would be less efficient for us and, depending on the alternate location, might lead to the loss of some jobs in the effected municipalities.

List below the Sources and Uses of funds for the Project:

<u>Use of Funds</u>	<u>Amount</u>
Land Acquisition:	\$180,000
Building Purchase:	\$0
Construction or Renovation – Labor:	\$260,000
Construction or Renovation – Materials:	\$350,000
Site Work/Infrastructure:	\$700,000
Machinery, Equipment, Fixtures – Taxable:	\$2,900,000
Machinery, Equipment, Fixtures – Non-Taxable:	\$0
Soft Costs, Professional Fees:	\$0
Refinance of existing debt:	\$0
Other: Type here to enter text.	\$0
Total Uses:	\$4,390,000
<u>Source of Funds</u>	<u>Amount</u>
Equity:	\$4,390,000
Financial Institution:	\$0
Public Sector Assistance:	\$0
Other: Type here to enter text.	\$0
Other: Type here to enter text.	\$0
Other: Type here to enter text.	\$0

Total Sources:	\$4,390,000
% Public Sources Used to Finance Project:	

Have any of the above costs been paid or incurred as of the date of this application? Yes No

If Yes, please describe:

If applying for a Mortgage Recording Tax Exemption, please list:

Mortgage Amount: \$0

Mortgage Recording Tax Exemption requested (multiply mortgage amount by 1.25%): \$0

If applying for a Sales Tax Exemption*, please list:

Total cost of goods and services that are subject to NY State and Local Sales Tax: \$3,950,000

Sales Tax Exemption requested (multiply total cost by 8%): \$316,000

*The estimated sales tax amount listed above will be provided to the New York State Department of Taxation and Finance. Applicant acknowledges that the transaction documents may include a covenant by the Applicant to undertake the total amount of investment as proposed within this Application, and that the estimate, above, represents the maximum amount of sales and use tax benefit that the IDA may authorize with respect to this Application. The IDA may utilize the estimate, above, as well as the proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered.

If applying for a Property Tax Exemption, IDA staff will use the information contained in this application to create an estimate of real property tax abatement, based on current property tax rates and assessed values, which will be provided to the Applicant and attached to this application.

Section 4: Project Employment

Is the Project necessary to retain existing employment? Yes No

Is the Project necessary to expand employment? Yes No

Please complete the following chart with new and retained jobs using the definitions below:

- A** – Retained Jobs are those that exist at the time of application.
- B** – Jobs Created are those that will be created as a result of the Project in the first year
- C** – Jobs Created are those that will be created as a result of the Project in the second year
- D** – Jobs Created are those that will be created as a result of the Project in the third year
- E** – The sum of jobs to be created during the first three years of the Project.
- F** – The average wage of those existing and created jobs for each Job Type.
- G** – The average cost of benefits offered for existing and created jobs for each Job Type.

Full Time – Any regularly-scheduled employee who works 30 hours or more each week.

Part Time – Any employee who works less than 30 hours per week or who is employed on a temporary basis.

Job Type	A Retained Jobs	B # Jobs Created Year 1	C # Jobs Created Year 2	D # Jobs Created Year 3	E Total New Jobs Created	F Average Annual Wage	G Average Annual Benefit Cost
Full Time							
Management	1	0	0	0	0	\$85,000	\$29,750
Professional	0	0	0	0	0	\$0	\$0
Administrative	2	0	0	0	0	\$68,000	\$23,800
Production	0	0	0	0	0	\$0	\$0
Independent Contractor	0	0	0	0	0	\$0	\$0
Other: Field Technicians	43	2	0	0	0	\$52,500	\$18,375
Total FT	46	2	0	0	0	\$2,583,500	\$904,225
Part Time							
Management	0	0	0	0	0	\$0	\$0

Professional	0	0	0	0	0	\$0	\$0
Administrative	0	0	0	0	0	\$0	\$0
Production	0	0	0	0	0	\$0	\$0
Independent Contractor	0	0	0	0	0	\$0	\$0
Other: Type here to enter text.	0	0	0	0	0	\$0	\$0
Total PT	0	0	0	0	0	\$0	\$0
Total FTE	46	2	0	0	0	\$2,583,500	\$904,225

How many of the new, FTE jobs to be created within three years will be filled by residents of the Labor Market Area that includes Steuben, Schuyler, Chemung, Yates, Allegany, and Livingston Counties?

All

The IDA may utilize the foregoing employment projections, among other items, to determine the Financial Assistance that will be offered by the IDA to the Applicant. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to retain the number of jobs and create the number of jobs with respect to the Project as set forth in this Application.

Please complete the chart below if Applicant provides employment at other sites in New York State:

	Address: 34 & 45 S. Main St., Prattsburgh	Address: 1325 College Ave., Elmira	Address: Type here to enter text.
Total FTEs	80	16	0

Section 5: Representations, Certifications, and Indemnification

Before completing this section, has IDA staff reviewed all previous sections of the Application and acknowledged that they are complete? Yes No

As an authorized representative of Applicant, **James E. Baase** confirms that he/she is the **CEO** of **Empire Long Distance Corporation** named in the Application, and that he/she has read the foregoing Application and knows the contents thereof, and hereby represents, understands, and otherwise agrees with the IDA, also known as the "Agency," and as follows:

1. **Job Listings:** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA") in which the Project is located.
2. **First Consideration for Employment:** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the Applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.
3. **Annual Sales Tax Filings:** In accordance with Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant. Copies of all filings shall be provided to the Agency.
4. **Employment Reports:** The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, at least annually or as otherwise required by the Agency, reports regarding the number of people employed at the project site, salary levels, contractor utilization and such other information (collectively, "Employment Reports") that may be required from time to time on such appropriate forms as designated by the Agency. Failure to provide Employment Reports within 30 days of an Agency request shall be an Event of Default under the PILOT Agreement between the Agency and Applicant and, if applicable, an Event of Default under the Agent Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Employment Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.
5. The Applicant acknowledges that certain environmental representations will be required at closing. The Applicant shall provide with this Representation, Certification, and Indemnification Form copies of any known environmental reports, including any existing Phase I Environmental Site Assessment Report(s) and/or Phase II Environmental Investigations. The Agency may require the Company and/or owner of the premises to prepare and submit an environmental assessment and audit report, including but not necessarily limited to, a Phase I Environmental Site Assessment Report and a Phase II Environmental Investigation, with respect to the Premises at the sole cost and expense of the owner and/or the Applicant. All environmental assessment and audit reports shall be completed in

accordance with ASTM Standard Practice E1527-05, and shall be conformed over to the Agency so that the Agency is authorized to use and rely on the reports. The Agency, however, does not adopt, ratify, confirm, or assume any representation made within reports required herein.

6. The Applicant and/or the owner, and their successors and assigns, hereby release, defend and indemnify the Agency from any and all suits, causes of action, litigations, damages, losses, liabilities, obligations, penalties, claims, demands, judgments, costs, disbursements, fees or expenses of any kind or nature whatsoever (including, without limitation, attorneys', consultants' and experts' fees) which may at any time be imposed upon, incurred by or asserted or awarded against the Agency, resulting from or arising out of any inquiries and/or environmental assessments, investigations and audits performed on behalf of the Applicant and/or the owner pursuant hereto, including the scope, level of detail, contents or accuracy of any environmental assessment, audit, inspection or investigation report completed hereunder and/or the selection of the environmental consultant, engineer or other qualified person to perform such assessments, investigations, and audits.
7. Hold Harmless Provision: The Applicant acknowledges and agrees that the Applicant shall be and is responsible for all costs of the Agency incurred in connection with any actions required to be taken by the Agency in furtherance of the Application including the Agency's costs of general counsel and/or the Agency's bond/transaction counsel whether or not the Application, the proposed Project it describes, the attendant negotiations, or the issue of bonds or other transaction or agreement are ultimately ever carried to successful conclusion and agrees that the Agency shall not be liable for and agrees to indemnify, defend, and hold the Agency harmless from and against any and all liability arising from or expense incurred by: (i) the Agency's examination and processing of, and action pursuant to or upon, the Application, regardless of whether or not the Application or the proposed Project described herein or the tax exemptions and other assistance requested herein are favorably acted upon by the Agency; (ii) the Agency's acquisition, construction and/or installation of the proposed Project described herein; and (iii) any further action taken by the Agency with respect to the proposed Project including, without limiting the generality of the foregoing, all causes of action and attorney's fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. Applicant hereby understands and agrees, in accordance with Section 875(3) of the New York General Municipal Law and the policies of the Agency that any New York State and local sales and use tax exemption claimed by the Applicant and approved by the Agency, any mortgage recording tax exemption claimed by the Applicant and approved by the Agency, and/or any real property tax abatement claimed by the Applicant and approved by the Agency, in connection with the Project, may be subject to recapture and/or termination by the Agency under such terms and conditions as will be established by the Agency and set forth in transaction documents to be entered into by and between the Agency and the Applicant. The Applicant further represents and warrants that the information contained in this Application, including without limitation information regarding the amount of the New York State and local sales and use tax exemption benefit, the amount of the mortgage recording tax exemption benefit, and the amount of the real property tax abatement, if and as applicable, to the best of the Applicant's knowledge, is true, accurate and complete.
8. This obligation includes an obligation to submit an Agency Fee Payment to the Agency in accordance with the Agency Fee policy effective as of the date of this Application.

9. By executing and submitting this Application, the Applicant covenants and agrees to pay the following fees to the Agency and the Agency's general counsel and/or the Agency's bond/transaction counsel, the same to be paid at the times indicated:
 - a. a non-refundable \$1,000 application and publication fee (the "Application Fee");
 - b. an amount equal to one percent (1%) of the total project costs, unless otherwise agreed to by the Agency; and
 - c. all fees, costs and expenses incurred by the Agency for (1) legal services, including but not limited to those provided by the Agency's general counsel and/or the Agency's bond/transaction counsel, thus note that the Applicant is entitled to receive a written estimate of fees and costs of the Agency's general counsel and the Agency's bond/transaction counsel; and (2) other consultants retained by the Agency in connection with the proposed project, with all such charges to be paid by the Applicant at the closing.
10. If the Applicant fails to conclude or consummate the necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable proper or requested action, or withdraws, abandons, cancels, or neglects the Application, or if the Applicant is unable to find buyers willing to purchase the bond issue requested, or if the Applicant is unable to facilitate the sale/leaseback or lease/leaseback transaction, then, upon the presentation of an invoice, Applicant shall pay to the Agency, its agents, or assigns all actual costs incurred by the Agency in furtherance of the Application, up to that date and time, including but not necessarily limited to, fees of the Agency's general counsel and/or the Agency's bond/transaction counsel.
11. The Applicant acknowledges and agrees that all payment liabilities to the Agency and the Agency's general counsel and/or the Agency's bond and/or transaction counsel as expressed in Sections 8 and 9 are obligations that are not dependent on final documentation of the transaction contemplated by this Application.
12. The cost incurred by the Agency and paid by the Applicant, the Agency's general counsel and/or bond/transaction counsel fees and the processing fees, may be considered as a cost of the Project and included in the financing of costs of the proposed Project, except as limited by the applicable provisions of the Internal Revenue Code with respect to tax-exempt bond financing.
13. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). **Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.**
14. The Applicant acknowledges that it has been provided a copy of the Agency's Policy for Termination of Agency Benefits and Recapture of Agency Benefits Previously Granted (the "Termination and Recapture Policy"). The Applicant covenants and agrees that it fully understands that the Termination and Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Termination and Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
15. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

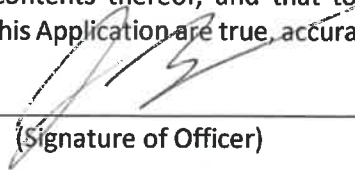
§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.

16. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
17. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project, as well as may lead to other possible enforcement actions.
18. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.
19. In the event that (a) the Company does not proceed to final IDA approval within six (6) months of the date of the initial resolution and/or (b) close with the IDA on the proposed Financial Assistance within twelve (12) months of the date of the initial resolution, the IDA reserves the right to rescind and cancel all approvals provided.
20. The Applicant and the individual executing this Application on behalf of Applicant acknowledge that the Agency and its counsel will rely on the representations and covenants made in this Application when acting hereon and hereby represents that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.
21. The Applicant and the individual executing this Application on behalf of Applicant acknowledge receipt of notice from the Agency pursuant to Section 224-a(8)(d) of the New York Labor Law that the estimated mortgage recording tax exemption benefit amount, the estimated sales and use tax exemption benefit amount, and the estimated real property tax abatement benefit amount as so identified within this Application are "public funds" and not otherwise excluded under Section 224-a(3) of the New York Labor Law. Applicant further acknowledges and understands that it has certain obligations as related thereto pursuant to Section 224-a(8)(a) of the New York Labor Law.

STATE OF NEW YORK)
COUNTY OF Steuben) ss.:

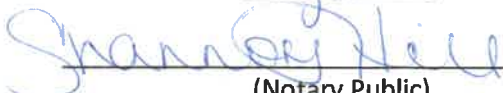
_____, being first duly sworn, deposes and says:

1. That I am the _____ (Corporate Office) of _____ (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.



(Signature of Officer)

Subscribed and affirmed to me under penalties of perjury
this 17th day of August, 2023.



(Notary Public)

SHANNON T HILL
NOTARY PUBLIC STATE OF NEW YORK
STEUBEN
LIC. #01HI6377272
COMM. EXP. 07/02/2022/6

Empire Telephone

Steuben County IDA PILOT - Proposed

	New Construction	Existing 6 Properties	
Assessment	\$850,000	\$282,900	
Prattsburgh Tax Rate/\$1,000	\$7.54	\$7.54	27.0%
County Tax Rate/\$1,000	\$7.78	\$7.78	27.9%
Prattsburgh School District Tax Rate/\$1,000	\$12.59	\$12.59	45.1%
Total Tax Rate/\$1000	\$27.91	\$27.91	
Town Tax Payment	\$6,409	\$2,133	
County Tax Payment	\$6,613	\$2,201	
School District Tax Payment	\$10,702	\$3,562	
Total Estimated Revenue	\$23,724	\$7,896	

Payment In Lieu of Tax Savings Over 10 Years **\$112,654**

Abatement Year	Taxes on Existing 6 Properties + 2%	Taxes on New w/o PILOT + 2%	Total Taxes w/o PILOT + 2%	Proposed PILOT with New and Existing	Town Portion PILOT	County Portion PILOT	School Portion PILOT	PILOT Savings
Year 1	\$7,896	\$23,724	\$31,619	\$10,268	\$2,774	\$2,862	\$4,632	\$21,351
Year 2	\$8,054	\$24,198	\$32,252	\$12,893	\$3,483	\$3,594	\$5,816	\$19,358
Year 3	\$8,215	\$24,682	\$32,897	\$15,619	\$4,220	\$4,354	\$7,046	\$17,277
Year 4	\$8,379	\$25,176	\$33,555	\$18,449	\$4,984	\$5,143	\$8,322	\$15,105
Year 5	\$8,547	\$25,679	\$34,226	\$21,386	\$5,778	\$5,961	\$9,647	\$12,840
Year 6	\$8,718	\$26,193	\$34,910	\$24,433	\$6,601	\$6,811	\$11,022	\$10,477
Year 7	\$8,892	\$26,717	\$35,608	\$27,593	\$7,454	\$7,692	\$12,447	\$8,015
Year 8	\$9,070	\$27,251	\$36,321	\$30,870	\$8,340	\$8,605	\$13,925	\$5,450
Year 9	\$9,251	\$27,796	\$37,047	\$34,267	\$9,257	\$9,552	\$15,458	\$2,780
Year 10	\$9,436	\$28,352	\$37,788	\$37,788	\$10,209	\$10,534	\$17,046	\$0
Total	\$86,456	\$259,766	\$346,222	\$233,568	\$63,099	\$65,108	\$105,361	\$112,654

Steuben County Industrial Development Agency

MRB Cost Benefit Calculator



Date August 1, 2023
 Project Title Empire Long Distance/Empire Telephone
 Project Location Prattsburgh

Economic Impacts

Summary of Economic Impacts over the Life of the PILOT

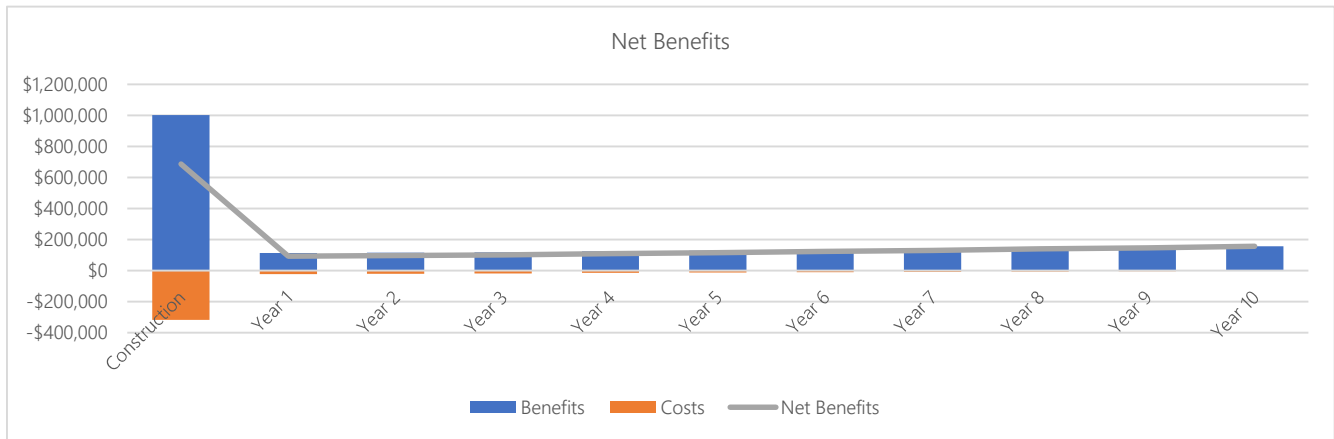
Project Total Investment
 \$4,390,000

		Temporary (Construction)		
		Direct	Indirect	Total
Jobs		14	3	17
Earnings		\$780,633	\$165,706	\$946,340
Local Spend		\$1,887,700	\$532,056	\$2,419,756

		Ongoing (Operations)		
		Direct	Indirect	Total
Jobs		2	0	2
Earnings		\$1,111,212	\$0	\$1,111,212

Aggregate over life of the PILOT

Figure 1



Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.

Figure 2

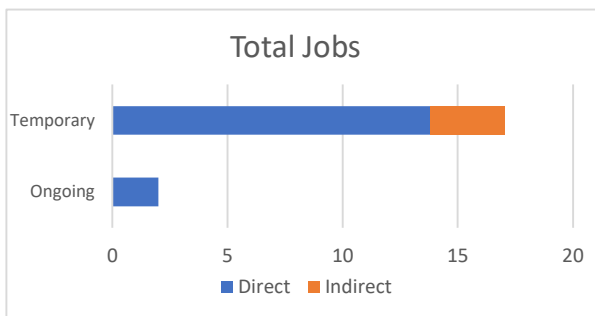
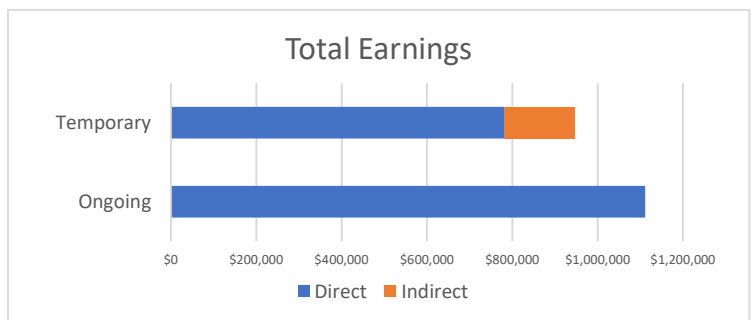


Figure 3



Ongoing earnings are all earnings over the life of the PILOT.

Fiscal Impacts



Cost-Benefit Analysis Tool powered by MRB Group

Estimated Costs of Exemptions

	Nominal Value	Discounted Value*
Property Tax Exemption	\$112,654	\$104,663
Sales Tax Exemption	\$316,000	\$316,000
Local Sales Tax Exemption	\$158,000	\$158,000
State Sales Tax Exemption	\$158,000	\$158,000
Mortgage Recording Tax Exemption	\$0	\$0
Local Mortgage Recording Tax Exemption	\$0	\$0
State Mortgage Recording Tax Exemption	\$0	\$0
Total Costs	\$428,654	\$420,663

State and Local Benefits

	Nominal Value	Discounted Value*
Local Benefits	\$2,219,066	\$2,083,267
To Private Individuals	\$2,057,551	\$1,941,754
Temporary Payroll	\$946,340	\$946,340
Ongoing Payroll	\$1,111,212	\$995,415
Other Payments to Private Individuals	\$0	\$0
To the Public	\$161,515	\$141,513
Increase in Property Tax Revenue	\$147,112	\$127,921
Temporary Jobs - Sales Tax Revenue	\$6,624	\$6,624
Ongoing Jobs - Sales Tax Revenue	\$7,778	\$6,968
Other Local Municipal Revenue	\$0	\$0
State Benefits	\$106,993	\$100,971
To the Public	\$106,993	\$100,971
Temporary Income Tax Revenue	\$42,585	\$42,585
Ongoing Income Tax Revenue	\$50,005	\$44,794
Temporary Jobs - Sales Tax Revenue	\$6,624	\$6,624
Ongoing Jobs - Sales Tax Revenue	\$7,778	\$6,968
Total Benefits to State & Region	\$2,326,059	\$2,184,239

Benefit to Cost Ratio

	Benefit*	Cost*	Ratio
Local	\$2,083,267	\$262,663	8:1
State	\$100,971	\$158,000	1:1
Grand Total	\$2,184,239	\$420,663	5:1

*Discounted at 2%

Additional Comments from IDA

In addition to the two jobs to be created, the company will be retaining 46 jobs at an average wage of \$53,880 plus \$20,000 in benefits.

Does the IDA believe that the project can be accomplished in a timely fashion? Yes

INITIAL RESOLUTION

(Empire Long Distance Corporation & Empire Telephone Corporation Project)

A regular meeting of the Steuben County Industrial Development Agency was convened on Thursday, August 24, 2023.

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

Resolution No. 08/2023 - _____

RESOLUTION OF THE STEUBEN COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") (i) ACCEPTING THE APPLICATION OF EMPIRE LONG DISTANCE CORPORATION AND EMPIRE TELEPHONE CORPORATION WITH RESPECT TO A CERTAIN PROJECT (AS MORE FULLY DESCRIBED BELOW), (ii) AUTHORIZING THE SCHEDULING OF A PUBLIC HEARING WITH RESPECT TO THE PROJECT, (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED WITH RESPECT TO THE PROJECT, AND (iv) AUTHORIZING THE NEGOTIATION OF CERTAIN AGREEMENTS RELATING TO THE PROJECT.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 178 of the Laws of 1972 of the State of New York, as amended (hereinafter collectively called the "Act"), the **STEUBEN COUNTY INDUSTRIAL DEVELOPMENT AGENCY** (hereinafter called "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 industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, **EMPIRE LONG DISTANCE CORPORATION AND EMPIRE TELEPHONE CORPORATION**, for themselves or on behalf of an entity formed or to be formed by it or on their behalf (collectively, the "Company"), has submitted an application (the "Application"), a copy of which is on file with the Agency, requesting the Agency's assistance with respect to a certain project (the "Project"), consisting of: (i) the acquisition by the Agency of a leasehold interest in approximately 7.4 acres located at County Route 74, State Route 53 and 10632 S. Main Street, Town of Prattsburgh, New York and all other lands where by license or easement or other agreement the Company or its designees are making improvements that benefit the Project (the "Land", being more particularly identified as all or portions of tax parcel numbers 048.05-01-018.120; 048.05-01-026.000; 048.05-01-021.000; 048.05-01-022.000; 048.05-01-024.000; 047.00-01-002.200 and 047.00-01-095.000) and the approximately 13,200 existing facility located thereon (the "Existing Improvements"); (ii) the planning, design, construction and operation on the Land of an approximately 24,000 square foot building consisting of approximately 20,000 square feet of warehouse space and approximately 4,000 square feet of administrative space, along with utility and site improvements, parking, access and egress improvements, signage, curbage, sidewalks, landscaping and stormwater improvements

(collectively, the "Improvements"); and (iii) the acquisition of and installation in and around the Land and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the "Equipment"; and, together with the Land, the Existing Improvements and the Improvements, the "Facility"); and

WHEREAS, pursuant to Article 18-A of the General Municipal Law the Agency desires to adopt a resolution describing the Project and the Financial Assistance (as defined below) that the Agency is contemplating with respect to the Project; and

WHEREAS, it is contemplated that the Agency will hold a public hearing and (i) negotiate and enter into a project agreement, pursuant to which the Agency will appoint the Company as its agent for the purpose of undertaking the Project (the "Project Agreement"), (ii) negotiate and enter into a lease agreement (the "Lease Agreement"), a leaseback agreement (the "Leaseback Agreement"), and a payment-in-lieu-of-tax agreement (the "Tax Agreement"), (iii) take a leasehold interest (or other interest) in the Land, the Existing Improvements and the Improvements and personal property constituting the Facility (once the Lease Agreement, the Leaseback Agreement and the Tax Agreement have been negotiated), and (iv) provide Financial Assistance to the Company in the form of (a) a sales and use tax exemption for purchases and rentals related to the acquisition, construction, and equipping of the Facility and (b) a partial real property tax abatement structured within the Tax Agreement (collectively, the "Financial Assistance").

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

Section 1. The Company has presented an Application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the Company's Application, the Agency hereby finds and determines that:

(A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(B) The Agency has the authority to take the actions contemplated herein under the Act; and

(C) The action to be taken by the Agency will induce the Company to develop the Project, thereby increasing employment opportunities in Steuben County, New York, and otherwise furthering the purposes of the Agency as set forth in the Act; and

(D) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (the "State") to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Company's application, to the extent occupants are relocating from one plant or facility to

another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries; and

Section 2. The Chairman, Vice Chairman and/or Executive Director of the Agency are hereby authorized, on behalf of the Agency, to (A) hold a public hearing in compliance with the Act, and (B) negotiate (1) the Project Agreement, pursuant to which the Agency appoints the Company as its agent to undertake the Project, (2) the Lease Agreement, pursuant to which the Company leases the Project to the Agency, (3) the related Leaseback Agreement, pursuant to which the Agency leases its interest in the Project back to the Company, (4) the Tax Agreement, pursuant to which the Company agrees to make certain payments in lieu of real property taxes for the benefit of affected tax jurisdictions, and (5) related documents; provided (i) the rental payments under the Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project; and (ii) the terms of the Tax Agreement are consistent with the Agency's Uniform Tax Exemption Policy or the procedures for deviation therefrom have been complied with.

Section 3. The Agency is hereby authorized to conduct a public hearing in compliance with the Act.

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 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 5. In the event that (a) the Company does not proceed to final Agency approval within six (6) months of the date hereof and/or (b) close with the Agency on the proposed Financial Assistance within twelve (12) months of the date hereof, the Agency reserves the right to rescind and cancel this resolution and all approvals made hereunder or under any other Agency resolution or action.

Section 6. These Resolutions shall take effect immediately.

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

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Mark R. Alger	[]	[]	[]	[]
Scott J. VanEtten	[]	[]	[]	[]
Anthony Russo	[]	[]	[]	[]
Dean Strobel	[]	[]	[]	[]
Mike Davidson	[]	[]	[]	[]
Christine Sharkey	[]	[]	[]	[]
Michelle Caulfield	[]	[]	[]	[]

The Resolutions were thereupon duly adopted.

SECRETARY'S CERTIFICATION
(Empire Long Distance Corporation Project)

STATE OF NEW YORK)
COUNTY OF STEUBEN) ss.:

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

That I have compared the annexed extract of minutes of the meeting of the Steuben County Industrial Development Agency (the "Agency"), including the resolution contained therein, held on August 24, 2023, with the original thereof on file in the office of the Agency, 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 related to the subject matters therein referred to.

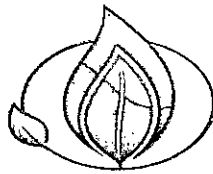
I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such 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 said Agency this ___ day of _____, 2023.

Secretary



P.P.P Future Development, Inc.

August 16, 2023

Steuben County IDA
7234 Route 54
PO Box 393
Bath, NY 14810

Re: Request for Extension

Dear Mr. Johnson,

PPP Future Development, Inc. is requesting an extension on PPP's application for financial assistance submitted on 8/4/2023. PPP has been working through all the requirements with various agencies to ensure this project can move forward. One of the major holdups has been figuring out a left-hand turn lane into the property. We feel we are very close to getting everything we need to get this design concept in front of the DOT for approval. If you need any further information from PPP to take action on this request, please let us know.

Sincerely,

Cragg Chaffee
Vice President
PPP Future Development, Inc.

PPP Future Development Inc., 9489 Alexander Road, Alexander, NY 14005
Office: (585) 344-1200 Fax: (585) 344-3283



Momentum of WNY, LLC
7244 NY-415
Bath, NY 14810

August 18, 2023

Steuben County IDA
7234 NY-54
Bath, NY 14810

Re: IDA Extension

Dear Board of Directors:

Momentum of WNY, LLC (Momentum) is seeking an extension to the IDA benefits that were approved in July 2022.

Momentum has been diligently working with both the Town of Bath, NY as well as the NYSDEC for an approved application for a 360 permitted facility associated with this project. At this time, we have received full approval from the Town of Bath and are currently waiting for a final acceptance of application from NYSDEC. Once accepted, Momentum will be able to request start of the project from NYSDEC and therefore close on IDA benefits for an official project start.

Please consider this a formal request for a six (6) month extension to January 28, 2024. We appreciate the IDA's ongoing support of the Momentum Project.

Should you have any additional questions, please feel free to contact me by the methods below.

Sincerely,
Momentum of WNY, LLC

Lauren Case
Lauren Case, CHMM
Executive Vice President