

**RESOLUTION CONFIRMING SEQR DETERMINATION
GREENIDGE GENERATION LLC PROJECT**

A regular meeting of Yates County Industrial Development Agency (the "Agency") was convened in public session in the offices of the Agency located at One Keuka Business Park in Penn Yan, Yates County, New York on August 17, 2016 at 7:30 o'clock a.m., local time.

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

PRESENT:

Gene Pierce	Chairman
Jerry Hiller	Vice Chairman
Mary Ann Zelazny	Assistant Secretary/Treasurer
Rita Gow	Member
Mark Morris	Member
Taylor Fitch	Member
James Willson	Member

ABSENT:

None

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Steve Griffin	Chief Executive Officer
Kari DeWick	Community Development Director
A. Joseph Scott, III	Agency Special Counsel

The following resolution was offered by Taylor Fitch, seconded by James Willson, to wit:

Resolution No. 0816-

RESOLUTION CONCURRING IN THE DETERMINATION BY THE NEW YORK STATE DEPARTMENT OF ENVIRONMENTAL CONSERVATION, AS LEAD AGENCY FOR THE ENVIRONMENTAL REVIEW OF THE GREENIDGE GENERATION LLC PROJECT.

WHEREAS, Yates County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 113 of the 1975 Laws of New York, as amended, constituting Section 893-b of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct and install one or more “ projects” (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, Greenidge Generation LLC, a New York limited liability company (the “Company”), has submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the Company, said Project consisting of the following: (A) (1) the acquisition of an interest in a parcel of land containing approximately 139.20 acres located at 590 Plant Road in the Town of Torrey, Yates County, New York (the “Land”), together with the existing buildings located thereon containing in the aggregate approximately 91,960 square feet of space (collectively, the “Existing Facility”), (2) the reconstruction and renovation of the Existing Facility, including the conversion of the Existing Facility to a natural gas-fired electric generating plant, and (3) the acquisition and installation therein and thereon of certain machinery and equipment (the “Equipment”) (the Land, the Existing Facility and the Equipment being collectively referred to as the “Project Facility”), all of the foregoing to be owned and operated by the Company as a natural gas-fired electric generating plant and other directly and indirectly related activities; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes, real property taxes, real estate transfer taxes and mortgage recording taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on November 18, 2015 (the “Public Hearing Resolution”), the Agency authorized a public hearing to be held pursuant to Section 859-a of the Act with respect to the Project; and

WHEREAS, pursuant to the authorization contained in the Public Hearing Resolution, the Chief Executive Officer of the Agency (A) caused notice of a public hearing of the Agency (the “First Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on July 5, 2016 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the First Public Hearing to be posted on July 5, 2016 on the Agency’s website and also on public bulletin boards located at (1) Yates County Courthouse, located at 415 Liberty Street in the Village of Dresden, Yates County, New York, (2) 137 Main Street in the Village of Penn Yan, Town of Milo, Yates County, New York and (3) 3 Firehouse Avenue in the Village of Dresden, Yates County, New York, (C) caused notice of the First Public Hearing to be published on July 6, 2016 in The Chronicle Express, a newspaper of general circulation available to the residents of the Towns of Milo and Torrey, Yates County, New York, (D) conducted the First Public Hearing on July 18, 2016 at 7:00 o’clock p.m., local time at the Dresden Firehouse located at 1 Firehouse Avenue in the Village of Dresden, Yates County, New York, and (E) prepared a report of the First Public Hearing (the “First Public Hearing Report”) fairly summarizing the views presented at such First Public Hearing and caused copies of said First Public Hearing Report to be made available to the members of the Agency; and

WHEREAS, further pursuant to the authorization contained in the Public Hearing Resolution, the Chief Executive Officer of the Agency (A) caused notice of a public hearing of the Agency (the “Second Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on July 5, 2016 to the chief executive officers of the county and of each city, town, village and school district in

which the Project Facility is to be located, (B) caused notice of the Second Public Hearing to be posted on July 5, 2016 on the Agency's website and also on public bulletin boards located at (1) Yates County Courthouse, located at 415 Liberty Street in the Village of Dresden, Yates County, New York, (2) 137 Main Street in the Village of Penn Yan, Town of Milo, Yates County, New York and (3) 3 Firehouse Avenue in the Village of Dresden, Yates County, New York, (C) caused notice of the Second Public Hearing to be published on July 6, 2016 in The Chronicle Express, a newspaper of general circulation available to the residents of the Towns of Milo and Torrey, Yates County, New York, (D) conducted the Second Public Hearing on July 19, 2016 at 7:00 o'clock p.m., local time at the Yates County Auditorium, 417 Liberty Street, Village of Penn Yan, Town of Milo, Yates County, New York, and (E) prepared a report of the Second Public Hearing (the "Second Public Hearing Report") fairly summarizing the views presented at such Second Public Hearing and caused copies of said Second Public Hearing Report to be made available to the members of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act") and the regulations (the "Regulations") adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, "SEQRA"), the Agency has been informed that (1) the New York State Department of Environmental Conservation (the "DEC") was designated to act as "lead agency" with respect to the Project, and (2) DEC determined that the Project is a Type I action that will not have a significant effect on the environment and issued a Negative Declaration on or about August 12, 2015, as amended by an Amended Negative Declaration on or about June 28, 2016 with respect thereto; and

WHEREAS, the Agency is an "involved agency" with respect to the Project and the Agency now desires to concur in the determination by the DEC, as "lead agency" with respect to the Project, to acknowledge receipt of a copy of the Negative Declaration and Amended Negative Declaration and to indicate whether the Agency has any information to suggest that the DEC was incorrect in determining that the Project will not have a "significant effect on the environment" pursuant to SEQRA and, therefore, that no environmental impact statement need be prepared with respect to the Project;

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

Section 1. The Agency has received copies of, and has reviewed, the Application, the environmental assessment form prepared by the Company, the Negative Declaration and Amended Negative Declaration (collectively, the "Reviewed Documents") and, based upon said Reviewed Documents, the Agency hereby ratifies and concurs in the designation of DEC as "lead agency" with respect to the Project under SEQRA (as such quoted term is defined in SEQRA).

Section 2. The Agency hereby determines that the Agency has no information to suggest that DEC was incorrect in determining that the Project will not have a "significant effect on the environment" pursuant to the SEQRA and, therefore, that environmental impact statement need be prepared with respect to the Project (as such quoted phrase is used in SEQRA).

Section 3. The members of the Agency are hereby directed to notify DEC of the concurrence by the Agency that DEC shall be the "lead agency" with respect to the Project, and to further indicate to DEC that the Agency has no information to suggest that DEC was incorrect in its determinations contained in the Negative Declaration and the amended Negative Declaration.

Section 4. This Resolution shall take effect immediately.

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

Gene Pierce	VOTING	<u>Yes</u>
Jerry Hiller	VOTING	<u>Yes</u>
Mary Ann Zelazny	VOTING	<u>Yes</u>
Rita Gow	VOTING	<u>Yes</u>
Mark Morris	VOTING	<u>Yes</u>
Taylor Fitch	VOTING	<u>Yes</u>
James Willson	VOTING	<u>Yes</u>

The foregoing Resolution was thereupon declared duly adopted.

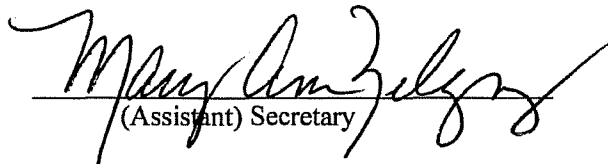
STATE OF NEW YORK)
) SS.:
COUNTY OF YATES)

I, the undersigned (Assistant) Secretary of Yates County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on August 17, 2016 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 17th day of August, 2016.



(Assistant) Secretary

(SEAL)