

**PILOT DEVIATION APPROVAL RESOLUTION
DG DISTRIBUTION NORTHEAST, LLC,
D/B/A DOLLAR GENERAL CORPORATION PROJECT**

A regular meeting of Montgomery County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at the Old County Courthouse, 9 Park Street, Fonda, New York on June 15, 2023 at 4:30 o'clock p.m., local time.

The meeting was called to order by the (Vice) Chairperson of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

Matthew Beck	Chairperson
Carol Shineman	Vice-Chairperson
Cheryl Reese	Treasurer
Brent E. Phetteplace	Member

ABSENT:

Laurie Weingart	Secretary
Amanda Auricchio, Esq.	Member
Mark Kowalczyk	Member

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Kenneth F. Rose	Chief Executive Officer
Sheila Snell	Chief Financial Officer
Vincenzo Nicosia	Dir. of Program Development
Stephanie Battisti	Ec. Dev. Specialist
Andrew Santillo	Staff Assistant
Christopher C. Canada, Esq.	Agency Counsel

The following resolution was offered by Matthew Beck, seconded by Carol Shineman, to wit:

Resolution No. 23-08

RESOLUTION AUTHORIZING A DEVIATION FROM THE AGENCY'S UNIFORM TAX EXEMPTION POLICY IN CONNECTION WITH THE PROPOSED PAYMENT IN LIEU OF TAX AGREEMENT TO BE ENTERED INTO BY THE AGENCY IN CONNECTION WITH THE PROPOSED DG DISTRIBUTION NORTHEAST, LLC, D/B/A DOLLAR GENERAL CORPORATION PROJECT.

WHEREAS, Montgomery 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 666 of the 1970 Laws of New York, as amended, constituting Section 895-d 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 commercial, manufacturing 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, reconstruct and install one or more “projects” (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in July, 2022, DG Distribution Northeast, LLC, d/b/a Dollar General Corporation, a Tennessee limited liability company (the “Company”), 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 an approximately 21 acre portion of a 54.4 acre parcel of land located at NYS Route 5S (Tax Map No. 54.-2-2.31), in the Town of Florida, Montgomery County, New York (the “Land”), (2) the construction of an approximately +/- 150,000 square foot facility on the Land (the “Facility”), and (3) the acquisition and installation of certain machinery and equipment therein and thereon (the “Equipment”) (the Land, the Facility and the Equipment hereinafter collectively referred to as the “Project Facility”), all of the foregoing to be owned and operated by the Company and used as a perishable goods warehousing and distribution space for the Company’s operations and any other directly or 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 and real property 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 July 14, 2022 (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 “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 January 18, 2023 to the chief executive officers of the county and of each city, town, village and school district in which the Project is or is to be located; (B) caused notice of the Public Hearing to be posted on January 18, 2023 on a bulletin board located at 9 Park Street, Fonda, New York 12068, and on the Agency’s website; (C) caused notice of the Public Hearing to be published on January 20, 2023 in The Recorder, a newspaper of general circulation available to the residents of the Town of Florida, New York; (D) conducted the Public Hearing on February 6, 2023 at 1:00 p.m., local time at the Florida Town Justice Court located at 214 Fort Hunter Road, in the Town of Florida, Montgomery County, New York; and (E) prepared a report of the Public Hearing (the “Hearing Report”) fairly summarizing the views presented at such Public Hearing and caused copies of said 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”), by resolution adopted by the members of the Agency on June 15, 2023 (the “SEQRA Resolution”), the Agency (A) concurred in the determination that the Town of Florida

Planning Board (the "Planning Board") is the "lead agency" with respect to SEQRA and (B) acknowledged receipt of a negative declaration from the Planning Board issued on January 9, 2023 (the "Negative Declaration"), in which the Planning Board determined that the Project was a "Type I action" for purposes of SEQRA which would not have a "significant impact on the environment" and therefore, that an environmental impact statement need not be prepared with respect to the Project (as such quoted terms are defined in SEQRA); and

WHEREAS, by further resolution adopted by the members of the Agency on June 15, 2023 (the "Approving Resolution"), the Agency determined to grant the Financial Assistance and to enter into a lease agreement between the Agency and the Company and certain other documents related thereto and to the Project, including a proposed payment in lieu of tax agreement (the "PILOT Agreement") relating to the Project Facility; and

WHEREAS, in connection with the Project, the Company has requested that the Agency deviate from its uniform tax exemption policy (the "Policy") with respect to the terms of the PILOT Agreement; and

WHEREAS, pursuant to Section 874(4) of the Act and the Policy, prior to taking final action on such request for a deviation from the Policy, the Agency must give the chief executive officers of the County and each city, town, village and school district in which the Project Facility is located (collectively, the "Affected Tax Jurisdictions") written notice of the proposed deviation from the Policy and the reasons therefor no fewer than thirty (30) days prior to the meeting of the Agency at which the members of the Agency shall consider whether to approve such proposed deviation; and

WHEREAS, by resolution adopted by the members of the Agency on September 8, 2022 (the "PILOT Deviation Notice Resolution"), the members of the Agency authorized the Chief Executive Officer to notify the Affected Tax Jurisdictions of the proposed deviation from the Policy in connection with the Project, which proposed deviation is outlined in the letter dated February 3, 2023 (the "PILOT Deviation Letter"), a copy of which PILOT Deviation Letter is attached hereto as Exhibit A; and

WHEREAS, pursuant to the PILOT Deviation Letter, the Chief Executive Officer notified the chief executive officers of the Affected Tax Jurisdictions of the proposed deviation from the Policy and further notified said chief executive officers that the members of the Agency would consider whether to approve such proposed deviation at this meeting;

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

Section 1. The Agency hereby finds and determines as follows:

(A) The Agency has considered any and all responses from the Affected Tax Jurisdictions to the PILOT Deviation Letter.

(B) The Agency has reviewed and responded to any and all written comments received from any Affected Tax Jurisdiction with respect to the proposed deviation.

(C) The Agency has given all representatives from an Affected Tax Jurisdictions in attendance at this meeting the opportunity to address the members of the Agency regarding the proposed deviation.

(D) For purposes of Section 858(15) of the Act, by resolution and/or certificate, the Agency has received written approval of the terms of the PILOT Agreement from each of the Affected Tax Jurisdictions (copies of which are attached hereto as Exhibit B, Exhibit C, and Exhibit D), and the Agency will enter into the PILOT Agreement in accordance with the terms thereof.

Section 2. Based upon (A) the findings and determinations in Section 1 above, (B) any comments received at the Public Hearing, (C) any input received at this meeting from the Affected Tax Jurisdictions with respect to the proposed deviation, (D) the Agency's knowledge of the Project, (E) the recommendations of Agency staff, and (F) such further investigation of the Project and the effect of the proposed deviation as the Agency has deemed appropriate, the Agency hereby determines to deviate from the Policy with respect to the terms of the PILOT Agreement for the reasons set forth in the PILOT Deviation Letter. Based upon the aforementioned, the Agency hereby approves a deviation from the Policy, the terms of the approved deviation to be as described in the attached PILOT Deviation Letter.

Section 3. Upon preparation by counsel to the Agency of the PILOT Agreement with respect to the Project Facility reflecting the terms of this resolution and approval of same by the Chairperson, Vice Chairperson and/or Chief Executive Officer of the Agency, the Chairperson, Vice Chairperson, and/or Chief Executive Officer of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the PILOT Agreement, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in such form as is approved by the Chairperson, Vice Chairperson, and/or Chief Executive Officer of the Agency, the execution thereof by the Chairperson, Vice Chairperson, and/or Chief Executive Officer of the Agency to constitute conclusive evidence of such approval.

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 or provided for by the provisions of the PILOT Agreement, and to execute and deliver all such additional 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 resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the PILOT Agreement binding upon the Agency.

Section 5. 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:

Matthew Beck	VOTING	YES
Carol Shineman	VOTING	YES
Mark Kowalczyk	VOTING	ABSENT
Amanda Auricchio	VOTING	ABSENT
Laurie Weingart	VOTING	ABSENT
Cheryl Reese	VOTING	YES
Brent E. Phetteplace	VOTING	YES

The foregoing resolution was thereupon declared duly adopted.

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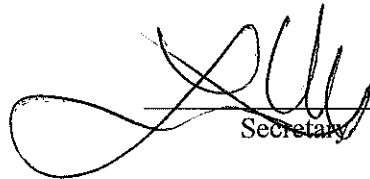
STATE OF NEW YORK)
) SS.:
COUNTY OF MONTGOMERY)

I, the undersigned Secretary of Montgomery 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 June 15, 2023 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 21st day of September, 2023.


Secretary

(SEAL)

EXHIBIT A
PILOT DEVIATION LETTER

-SEE ATTACHED-

MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY

9 Park Street
P.O. Box 1500
Fonda, New York 12068
TEL: 518-853-8834

February 3, 2023

Matthew L. Ossenfort, County Executive
Montgomery County
20 Park Street, PO Box 1500
Fonda, New York 12068-1500

Thomas Ciaccio, Superintendent
Fonda-Fultonville Central School District
112 Old Johnstown Road, P.O. Box 1501
Fonda, New York 12068-1501

Eric Mead, Supervisor
Town of Florida
214 Fort Hunter Road
Amsterdam, New York 12010

Matt Sullivan, School Board President
Fonda-Fultonville Central School District
112 Old Johnstown Road, P.O. Box 1501
Fonda, New York 12068-1501

RE: Proposed Deviation from Uniform Tax Exemption Policy by
Montgomery County Industrial Development Agency in connection with its
Proposed DG Distribution Northeast, LLC, d/b/a Dollar General Corporation Project

Dear Gentlemen:

This letter is delivered to you pursuant to Section 874(4)(c) of the General Municipal Law (the "Act").

Montgomery County Industrial Development Agency (the "Agency") received an application (the "Application") from DG Distribution Northeast, LLC, d/b/a Dollar General Corporation, a limited-liability company organized and existing under the laws of the State of Tennessee (the "Company"), a copy of which Application is on file at the office of the Agency, requesting 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 an approximately 21 acre portion of a 54.4 acre parcel of land located at NYS Route 5S (Tax Map No. 54.-2-2.31), in the Town of Florida, Montgomery County, New York (the "Land"), (2) the construction of an approximately +/- 150,000 square foot facility on the Land (the "Facility"), and (3) the acquisition and installation of certain machinery and equipment therein and thereon (the "Equipment") (the Land, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to be owned and operated by the Company and used as a perishable goods warehousing and distribution space for the Company's operations and any other directly or 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 and real property 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.

The Land is currently owned in fee title by the Agency. Prior to the execution and delivery by the Agency and the Company of certain documents relating to the Project, including but not limited to the Proposed PILOT Agreement (as defined herein), the Company will purchase the Land from the Agency pursuant to an agreement for purchase and sale by and between the Agency and the Company.

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In connection with the Application, the Company has made a request to the Agency (the "PILOT Request") to enter into a payment in lieu of tax agreement (the "Proposed PILOT Agreement") which terms would deviate from the Agency's Uniform Tax Exemption Policy (the "Policy"). Capitalized terms not otherwise defined herein are defined in the Policy.

The Proposed PILOT Agreement would not provide any abatements for any special assessments levied on the Project Facility. To ensure an equitable split of any payments in lieu of taxes received from the Company, Montgomery County, the Town of Florida and the Fonda-Fultonville Central School District (being collectively referred to as the "Affected Tax Jurisdictions") will each be asked to consider adopting resolutions approving the terms of the Proposed PILOT Agreement. The resolutions, if adopted by each of the Affected Tax Jurisdictions, would split any payments in lieu of taxes (the "PILOT Payments") received under the Proposed PILOT Agreement among the Affected Tax Jurisdictions as follows: Montgomery County would receive 40% of any payment in lieu of tax received under the Proposed PILOT Agreement; the Town of Florida would receive 4% of any payment in lieu of tax received under the Proposed PILOT Agreement; and the Fonda-Fultonville Central School District would receive 56% of any payment in lieu of tax received under the Proposed PILOT Agreement. The Proposed PILOT Agreement would be for a term of fifteen (15) years with the following abatement schedule:

<u>Year</u>	<u>Percentage of Real Property Tax Abatement</u>
1	75%
2	75%
3	75%
4	75%
5	75%
6	50%
7	50%
8	50%
9	50%
10	50%
11	25%
12	25%
13	25%
14	25%
15	25%

The Policy provides that PILOT Payments will be computed for each taxing entity in each year by multiplying the PILOT value (as defined in the Policy) by the applicable tax rate of such tax entity in such year. Further, Section 858(15) of the Act provides that, unless otherwise agreed by the affected tax jurisdictions (as defined in Section 854(16) of the Act), any PILOT agreements shall provide that PILOT payments "shall be allocated among affected tax jurisdictions in proportion to the amount of real property tax and other taxes which would have been received by each affected tax jurisdiction had the project not been tax exempt due to the status of the agency involved in the project."

The purpose of this letter is to inform you of such PILOT Request and that the Agency is considering whether to grant the PILOT Request and to approve the Proposed PILOT Agreement conforming to the terms of the PILOT Request. The Agency expects to consider whether to approve the terms of the Proposed PILOT Agreement at its meeting scheduled for March 9, 2023 at 4:30 o'clock p.m., local time at the offices of the Agency located at the Old County Courthouse, 9 Park Street, Fonda, New York (the "Meeting"). As described in this letter, during the Meeting the Agency will review the terms of

the PILOT Request and, based on the discussions during such Meeting, the terms of the PILOT Request may be modified.

The Agency considered the following factors in considering the proposed deviation:

1. **The nature of the Project.** The Project involves (a) the acquisition of an interest in an approximately 21 acre portion of a 54.4 acre parcel of land located at NYS Route 5S (Tax Map No. 54.-2-2.31), in the Town of Florida, Montgomery County, New York (the "Land"), (b) the construction of an approximately +/- 150,000 square foot facility on the Land (the "Facility"), and (c) the acquisition and installation of certain machinery and equipment therein and thereon (the "Equipment") (the Land, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to be owned and operated by the Company and used as a perishable goods warehousing and distribution space for the Company's operations and any other directly or indirectly related activities.

2. **The present use of the property:** The property is currently vacant field and crop lands owned by the Agency.

3. **The economic condition of the area at the time of the request of the Company and the economic multiplying effect that the Project will have on the area:** The Project is located in the Town of Florida and will create full-time equivalent jobs and generate increased tax and other revenues for the Affected Tax Jurisdictions and local businesses. Additional benefits created by the Project are described in the Application.

4. **The extent to which the Project will create or retain permanent, private sector jobs and the number of jobs to be created or retained and the salary range of such jobs:** The Project is expected to create full-time construction jobs in connection with the Project. After completion of the Project, it is expected that 150 full-time jobs will be created by the third year of operation of the Project.

5. **The estimated value of new tax exemptions to be provided:** Sales tax exemption of approximately \$2,500,000 and a real property tax exemption of approximately \$2,200,000.

6. **The economic impact of the Proposed Pilot Agreement on affected tax jurisdictions:** The development of the Project Facility will have an overall positive affect on the tax jurisdictions. The Proposed Pilot Agreement will provide definitive tax revenue for budgeting purposes for the affected tax jurisdictions in the form of fifteen years of PILOT and special district tax payments, but the main benefit will be the 150 full-time jobs expected to be created and the associated economic benefits created as a result.

7. **The impact of the Proposed Pilot Agreement on existing and proposed businesses and economic development projects in the vicinity:** The Project will have a positive impact on existing and proposed businesses and economic development projects in the vicinity of the Project, as the Project will rely on local services and procure construction materials locally.

8. **The amount of private sector investment generated or likely to be generated by the Proposed Pilot Agreement:** \$35,420,000.

9. **The effect of the Proposed Pilot Agreement on the environment:** It is likely that the Project will not have a significant effect on the environment.

10. **Project Timing:** It is anticipated that the Project will be accomplished in a timely fashion.

11. **The extent to which the Proposed Pilot Agreement will require the provision of additional services including, but not limited to, additional educational, transportation, police, emergency medical or fire services:** It is not anticipated that any additional educational, transportation, police, emergency medical or fire services will be required as a result of the Project.

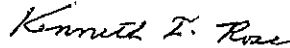
12. **Anticipated tax Revenues:** It is expected that sales tax, income tax, and real property tax revenues will increase due to the undertaking of the Project.

13. **The extent to which the Proposed PILOT Agreement will provide a benefit (economic or otherwise) not otherwise available within the municipality in which the Project Facility is located:** The benefit is a positive one economically, in that the Project will further promote the development of Montgomery County.

The Agency will consider the Proposed Pilot Agreement (and the proposed deviation from the Agency's Uniform Tax Exemption Policy) at the Meeting. The Agency would welcome any written comments that you might have on this proposed deviation from the Agency's Uniform Tax Exemption Policy. In accordance with Section 874(4)(c) of the General Municipal Law, prior to taking final action at the Meeting, the Agency will review and respond to any written comments received from any affected tax jurisdiction with respect to the proposed deviation. The Agency will also allow any representative of any affected tax jurisdiction present at the Meeting to address the Agency regarding the proposed deviation.

If you have any questions or comments regarding the foregoing, please do not hesitate to contact me at the above telephone number.

Sincerely yours,



Kenneth Rose
Chief Executive Officer

EXHIBIT B

MONTGOMERY COUNTY
APPROVING RESOLUTION

- SEE ATTACHED -



Office of Legislature

MONTGOMERY
COUNTY NY
Made of Something Stronger

Cheryl A. Reese
Clerk of the Legislature

STATE OF NEW YORK)
 SS
COUNTY OF MONTGOMERY)

I, Cheryl A. Reese, Clerk of the Montgomery County Legislature, Montgomery County, New York, DO HEREBY CERTIFY that I have compared the foregoing copy of Resolution Number 79 of 2023 with the original on file in my office and that the same is a true and complete copy thereof.

WITNESS my hand and official seal of the Montgomery County Legislature of Montgomery County, New York, this 31st day of March, 2023.

Cheryl A. Reese
Clerk of the Legislature
Montgomery County, New York



RESOLUTION APPROVING THE PAYMENT TERMS AND CONDITIONS OF A CERTAIN PILOT AGREEMENT TO BE ENTERED INTO BETWEEN MONTGOMERY COUNTY INDUSTRIAL DEVELOPMENT AGENCY AND DG DISTRIBUTION NORTHEAST, LLC D/B/A DOLLAR GENERAL CORPORATION IN CONNECTION WITH THE DG DISTRIBUTION NORTHEAST, LLC D/B/A DOLLAR GENERAL CORPORATION PROJECT

Resolution by Legislator: Pepe

Seconded by: Wilson

BE IT ENACTED by the County Legislature of Montgomery County, New York (the "Legislature"), as follows:

WHEREAS, pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended (the "Enabling Act") and Chapter 666 of the 1970 Laws of New York, as amended, constituting Section 895-d of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act"), the Legislature has heretofore appointed the Chairperson and members of Montgomery County Industrial Development Agency (the "Agency") and have duly caused to be filed in the office of the Secretary of State of the State of New York the certificates required by Section 856 of the Act; and

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

WHEREAS, DG Distribution Northeast, LLC, d/b/a Dollar General Corporation, a limited-liability company organized and existing under the laws of the State of Tennessee (the "Company"), 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 an approximately 21 acre portion of a 54.4 acre parcel of land located at NYS Route 5S (Tax Map No. 54.-2-2.31), in the Town of Florida, Montgomery County, New York (the "Land"), (2) the construction of an approximately +/- 150,000 square foot facility on the Land (the "Facility"), and (3) the acquisition and installation of certain machinery and equipment therein and thereon (the "Equipment") (the Land, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to be owned and operated by the Company and used as a perishable goods warehousing and distribution space for the Company's operations and any other directly or 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 and real property 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, in connection with the undertaking of the Project, the Company will execute and deliver a certain payment in lieu of tax agreement (the "PILOT Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes (the "PILOT Payments") with respect to the Project Facility; and

WHEREAS, Section 858(15) of the Act provides that, unless otherwise agreed by the affected tax jurisdictions (as defined in Section 854(16) of the Act), any PILOT Agreement shall provide that PILOT payments "shall be allocated among affected tax jurisdictions in proportion to the amount of real property tax and other taxes which would have been received by each affected tax jurisdiction had the project not been tax exempt due to the status of the agency involved in the project;" and

WHEREAS, under the terms of the PILOT Agreement, the Agency is proposing (the "PILOT Proposal") to distribute and allocate the PILOT Payments to the affected tax jurisdictions according to the terms of the following table:

AFFECTED TAX JURISDICTION	PERCENTAGE OF TOTAL PILOT PAYMENT RECEIVED
Montgomery County	40%
Fonda-Fultonville Central School	56%
Town of Florida	4%

WHEREAS, the PILOT Proposal identified above constitutes a diversion from the allocation among the affected tax jurisdictions which would have been received by each affected tax jurisdiction had the Agency not undertaken the Project; and

WHEREAS, the Agency desires that the County of Montgomery, New York (the "County"), through the Legislature, as one of the affected tax jurisdictions with respect to the Project, adopt a resolution indicating whether the Legislature agrees to the terms of the proposed PILOT Agreement;

NOW, THEREFORE, BE IT RESOLVED BY THE MONTGOMERY COUNTY LEGISLATURE, AS FOLLOWS:

Section 1

For the purpose of satisfying the requirements contained in the Agency's Uniform Tax Exemption Policy (the "UTEP") and Section 858(15) of the Act, the Legislature hereby (a) acknowledges notification of any deviation from the Agency's UTEP, (b) waives any formal notice from the Agency of any deviation from the Agency's UTEP, and (c) approves the payment terms to be contained in the PILOT Agreement, including, but not limited to, the terms of the PILOT Proposal referenced in the table above.

Section 2

The Chairperson of the Legislature (the "Chairperson") is hereby authorized, on behalf of the County, to execute and deliver a consent to the PILOT Agreement for the purpose of evidencing its approval to the proposed payment terms of the PILOT Agreement, said PILOT Agreement to contain the terms described in the table above, with such changes, variations, omissions and insertions as the Chairperson shall approve, the execution thereof by the Chairperson to constitute conclusive evidence of such approval.

Section 3

The officers, employees and agents of the County are hereby authorized and directed for and in the name and on behalf of the County to do all acts and things required or provided for by the applicable provisions of this resolution in order to ensure compliance with such provisions as they relate to the execution and delivery of the PILOT Agreement, and to execute and deliver all such additional certificates, instruments and documents, 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 resolution.

Section 4

This resolution shall take effect immediately.

RESOLUTION VOTE, passed with Aye(8). Legislator VACANT was absent. (3/28/2023)

Statement of Legislative and Financial Impact:

I. Nature of Request:

Resolution is necessary to approve PILOT agreement with DG Northeast.

II. Justification:

Required under General Municipal Law.

III. Legislative Impact:

Section 858(15) of the General Municipal Law ("GML") requires the Agency to obtain the written consent of the affected taxing jurisdictions when the Agency proposes to allocate and distribute PILOT Payments to affected tax jurisdictions in a manner that is different from the distribution and allocation of real property tax payments that would be in effect if the Agency was not involved in the Project and the Project Facility was not exempt from real property taxes;

IV. Financial Impact:

None. These are new tax revenues to the County and affected taxing jurisdictions.

cc: County Clerk
County Treasurer

Voting Record
Kelly (R) Yes

STATE OF NEW YORK County of Montgomery ss.:

Sweet (R) Yes
Allen (D) Yes
Headwell, Jr. (R) Yes
Wilson (R) Yes
VACANT (D) Absent
Pepe (R) Yes
Kowalczyk (D) Yes
Purfall (D) Yes

This is to certify that I, the Undersigned, Clerk Of The Montgomery County Legislature, have compared the foregoing copy of resolution with the original resolution now on file in the office, and which was passed by the Montgomery County Legislature on the 28th day of March, 2023, a majority of all the members elected to the Legislature voting in favor thereof, and that the same is a correct and true transcript of such original resolution and of the whole thereof.
IN WITNESS WHEREOF, I have set my hand and the official seal of the Montgomery County Legislature this 31st day of March, 2023

Totals: Aye: 8
Nay: 0
Abstained: 0
Absent: 1



This resolution was approved by the County Executive and was enacted on 3/30/2023

EXHIBIT C

TOWN OF FLORIDA
APPROVING RESOLUTION

- SEE ATTACHED -

**PILOT APPROVAL RESOLUTION
TOWN OF FLORIDA
DG DISTRIBUTION NORTHEAST, LLC
D/B/A DOLLAR GENERAL CORPORATION PROJECT**

Board Member Mark Quiri offered the following resolution, and moved its adoption:

RESOLUTION NO. 65

**RESOLUTION APPROVING THE PAYMENT TERMS AND
CONDITIONS OF A CERTAIN PILOT AGREEMENT TO BE
ENTERED INTO BETWEEN MONTGOMERY COUNTY
INDUSTRIAL DEVELOPMENT AGENCY AND DG
DISTRIBUTION NORTHEAST, LLC D/B/A DOLLAR GENERAL
CORPORATION IN CONNECTION WITH THE DG
DISTRIBUTION NORTHEAST, LLC D/B/A DOLLAR GENERAL
CORPORATION PROJECT.**

BE IT ENACTED by the Town Board of the Town of Florida, New York (the "Town Board"), as follows:

WHEREAS, pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended (the "Enabling Act") and Chapter 666 of the 1970 Laws of New York, as amended, constituting Section 895-d of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act"), the Montgomery County Legislature has heretofore appointed the Chairperson and members of Montgomery County Industrial Development Agency (the "Agency") and have duly caused to be filed in the office of the Secretary of State of the State of New York the certificates required by Section 856 of the Act; and

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

WHEREAS, DG Distribution Northeast, LLC, d/b/a Dollar General Corporation, a limited-liability company organized and existing under the laws of the State of Tennessee (the "Company"), 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 an approximately 21 acre portion of a 54.4 acre parcel of land located at NYS Route 5S (Tax Map No. 54.-2-2.31), in the Town of Florida, Montgomery County, New York (the "Land"), (2) the construction of an approximately +/- 150,000 square foot facility on the Land (the "Facility"), and (3) the acquisition and installation of certain machinery and equipment therein and thereon (the "Equipment") (the Land, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to be owned and operated by the Company and used as a perishable goods warehousing and distribution space for the Company's operations and any other directly or 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 and real property taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale

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Error! Unknown document property name.

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, in connection with the undertaking of the Project, the Company will execute and deliver a certain payment in lieu of tax agreement (the "PILOT Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes (the "PILOT Payments") with respect to the Project Facility; and

WHEREAS, Section 858(15) of the Act provides that, unless otherwise agreed by the affected tax jurisdictions (as defined in Section 854(16) of the Act), any PILOT Agreement shall provide that PILOT payments "shall be allocated among affected tax jurisdictions in proportion to the amount of real property tax and other taxes which would have been received by each affected tax jurisdiction had the project not been tax exempt due to the status of the agency involved in the project;" and

WHEREAS, under the terms of the PILOT Agreement, the Agency is proposing (the "PILOT Proposal") to distribute and allocate the PILOT Payments to the affected tax jurisdictions according to the terms of the following table:

<u>Affected Tax Jurisdiction</u>	<u>Percentage of Total PILOT Payment Received</u>
Montgomery County	40%
Fonda-Fultonville Central School District	56%
Town of Florida	4%

WHEREAS, the PILOT Proposal identified above constitutes a diversion from the allocation among the affected tax jurisdictions which would have been received by each affected tax jurisdiction had the Agency not undertaken the Project; and

WHEREAS, the Agency desires that the Town of Florida (the "Town"), through its Town Board, as one of the affected tax jurisdictions with respect to the Project, adopt a resolution indicating whether the Town Board agrees to the terms of the proposed PILOT Agreement;

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN BOARD OF THE TOWN OF FLORIDA, NEW YORK, AS FOLLOWS:

Section 1. For the purpose of satisfying the requirements contained in the Agency's Uniform Tax Exemption Policy (the "UTEP") and Section 858(15) of the Act, the Town Board hereby (a) acknowledges notification of any deviation from the Agency's UTEP, (b) waives any formal notice from the Agency of any deviation from the Agency's UTEP, and (c) approves the payment terms to be contained in the PILOT Agreement, including, but not limited to, the terms of the PILOT Proposal referenced in the table above.

Section 2. The Town Supervisor of the Town (the "Town Supervisor") is hereby authorized, on behalf of the Town, to execute and deliver a consent to the PILOT Agreement for the purpose of evidencing its approval to the proposed payment terms of the PILOT Agreement, said PILOT Agreement to contain the terms described in the table above, with such changes, variations, omissions and insertions as the Town Supervisor shall approve, the execution thereof by the Town Supervisor to constitute conclusive evidence of such approval.

Section 3. The officers, employees and agents of the Town are hereby authorized and directed for and in the name and on behalf of the Town to do all acts and things required or provided for by the applicable provisions of this resolution in order to ensure compliance with such provisions as they relate to the execution and delivery of the PILOT Agreement, and to execute and deliver all such additional certificates, instruments and documents, 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 resolution.

Section 4. This resolution shall take effect immediately.

The resolution was duly seconded by Board Member Steve Rackowski and the resolution was duly adopted by a vote on roll call.

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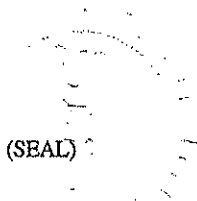
STATE OF NEW YORK)
)SS.:
COUNTY OF MONTGOMERY)

I, the undersigned (Deputy) Clerk of the Town Board of the Town of Florida (the "Town Board"), DO HEREBY CERTIFY that the preceding resolution was duly adopted by the Town Board at a regular meeting of the said Town Board duly called and held on April 17, 2023, that said resolution was entered in the minutes of said meeting; and that I have compared the foregoing copy with the original thereof now on file in my office and that the same is a true and correct transcript of said resolution and of the whole thereof.

I FURTHER CERTIFY that (A) all members of said Town Board 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 Town Board 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 Town of Florida, New York this 9th day of May, 2023.



BY: Emily Naly
(Deputy) Clerk of the Town Board of the
Town of Florida, New York

(SEAL)

EXHIBIT D

FONDA-FULTONVILLE CENTRAL SCHOOL DISTRICT
APPROVING RESOLUTION

- SEE ATTACHED -

**PILOT APPROVAL RESOLUTION
FONDA-FULTONVILLE CENTRAL SCHOOL DISTRICT
DG DISTRIBUTION NORTHEAST, LLC
D/B/A DOLLAR GENERAL CORPORATION PROJECT**

Board Member Michelle Tsabella offered the following resolution, and moved its adoption:

RESOLUTION NO. _____

**RESOLUTION APPROVING THE PAYMENT TERMS AND
CONDITIONS OF A CERTAIN PILOT AGREEMENT TO BE
ENTERED INTO BETWEEN MONTGOMERY COUNTY
INDUSTRIAL DEVELOPMENT AGENCY AND DG
DISTRIBUTION NORTHEAST, LLC D/B/A DOLLAR GENERAL
CORPORATION IN CONNECTION WITH THE DG
DISTRIBUTION NORTHEAST, LLC D/B/A DOLLAR GENERAL
CORPORATION PROJECT.**

BE IT ENACTED by the Board of Education of the Fonda-Fultonville Central School District, New York (the "Board of Education"), as follows:

WHEREAS, pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended (the "Enabling Act") and Chapter 666 of the 1970 Laws of New York, as amended, constituting Section 895-d of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act"), the Montgomery County Legislature has heretofore appointed the Chairperson and members of Montgomery County Industrial Development Agency (the "Agency") and have duly caused to be filed in the office of the Secretary of State of the State of New York the certificates required by Section 856 of the Act; and

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

WHEREAS, DG Distribution Northeast, LLC, d/b/a Dollar General Corporation, a limited-liability company organized and existing under the laws of the State of Tennessee (the "Company"), 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 an approximately 21 acre portion of a 54.4 acre parcel of land located at NYS Route 5S (Tax Map No. 54.-2-2.31), in the Town of Florida, Montgomery County, New York (the "Land"), (2) the construction of an approximately +/- 150,000 square foot facility on the Land (the "Facility"), and (3) the acquisition and installation of certain machinery and equipment therein and thereon (the "Equipment") (the Land, the Facility and the Equipment hereinafter collectively referred to as the "Project Facility"), all of the foregoing to be owned and operated by the Company and used as a perishable goods warehousing and distribution space for the Company's operations and any other directly or 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 and real property taxes (collectively, the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale

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Error! Unknown document property name.

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, in connection with the undertaking of the Project, the Company will execute and deliver a certain payment in lieu of tax agreement (the "PILOT Agreement") by and between the Agency and the Company, pursuant to which the Company will agree to pay certain payments in lieu of taxes (the "PILOT Payments") with respect to the Project Facility; and

WHEREAS, Section 858(15) of the Act provides that, unless otherwise agreed by the affected tax jurisdictions (as defined in Section 854(16) of the Act), any PILOT Agreement shall provide that PILOT payments "shall be allocated among affected tax jurisdictions in proportion to the amount of real property tax and other taxes which would have been received by each affected tax jurisdiction had the project not been tax exempt due to the status of the agency involved in the project;" and

WHEREAS, under the terms of the PILOT Agreement, the Agency is proposing (the "PILOT Proposal") to distribute and allocate the PILOT Payments to the affected tax jurisdictions according to the terms of the following table:

<u>Affected Tax Jurisdiction</u>	<u>Percentage of Total PILOT Payment Received</u>
Montgomery County	40%
Fonda-Fultonville Central School District	56%
Town of Florida	4%

WHEREAS, the PILOT Proposal identified above constitutes a diversion from the allocation among the affected tax jurisdictions which would have been received by each affected tax jurisdiction had the Agency not undertaken the Project; and

WHEREAS, the Agency desires that the Fonda-Fultonville Central School District (the "School District"), through its Board of Education, as one of the affected tax jurisdictions with respect to the Project, adopt a resolution indicating whether the Board of Education agrees to the terms of the proposed PILOT Agreement;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF EDUCATION OF THE FONDA-FULTONVILLE CENTRAL SCHOOL DISTRICT, AS FOLLOWS:

Section 1. For the purpose of satisfying the requirements contained in the Agency's Uniform Tax Exemption Policy (the "UTEP") and Section 858(15) of the Act, the Board of Education hereby (a) acknowledges notification of any deviation from the Agency's UTEP, (b) waives any formal notice from the Agency of any deviation from the Agency's UTEP, and (c) approves the payment terms to be contained in the PILOT Agreement, including, but not limited to, the terms of the PILOT Proposal referenced in the table above.

Section 2. The President of the Board of Education (the "President") is hereby authorized, on behalf of the School District, to execute and deliver a consent to the PILOT Agreement for the purpose of evidencing its approval to the proposed payment terms of the PILOT Agreement, said PILOT Agreement to contain the terms described in the table above, with such changes, variations, omissions and insertions as the President shall approve, the execution thereof by the President to constitute conclusive evidence of such approval.

Section 3. The officers, employees and agents of the School District are hereby authorized and directed for and in the name and on behalf of the School District to do all acts and things required or provided for by the applicable provisions of this resolution in order to ensure compliance with such provisions as they relate to the execution and delivery of the PILOT Agreement, and to execute and deliver all such additional certificates, instruments and documents, 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 resolution.

Section 4. This resolution shall take effect immediately.

The resolution was duly seconded by Board Member Dennis Egelston and the resolution was duly adopted by a vote on roll call.

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

I, the undersigned (Deputy) Clerk of the Board of Education of the Fonda-Fultonville Central School District (the "Board of Education"), DO HEREBY CERTIFY that the preceding resolution was duly adopted by the Board of Education at a regular meeting of the said Board of Education duly called and held on February 27, 2023, that said resolution was entered in the minutes of said meeting; and that I have compared the foregoing copy with the original thereof now on file in my office and that the same is a true and correct transcript of said resolution and of the whole thereof.

I FURTHER CERTIFY that (A) all members of said Board of Education 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 Board of Education 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 Fonda-Fultonville Central School District, New York this 1st day of March, 2023.

BY: Lori L. Maddes
(Deputy) Clerk of the Board of Education of the
Fonda-Fultonville Central School District

(SEAL)