

VERMONT ECONOMIC DEVELOPMENT AUTHORITY
LOAN COMMITTEE

Minutes

March 13, 2020

A telephonic meeting of the Vermont Economic Development Authority's Loan Committee originated at the offices of the Vermont Economic Development Authority, Montpelier, Vermont on March 13, 2020 beginning at 9:02 a.m. Those Committee Members present via phone were: T. Gallagher, Chair; T. Foster; L. Graves; D. Kurzman; R. Shippee; M. Tuttle; S. Voigt; A. Eastman (designee for A. Tebbetts) and E. Delhagen (designee for J. Tierney). Staff present in VEDA's Offices were: P. Samson, Chief Lending Officer; T. Porter, Director of Commercial Lending; J. Kimberly, Deputy Director of Agricultural Lending; S. Buckley, Senior Loan Officer; A. Wright, Executive Assistant and K. Kilpatrick, Administrative Assistant. C. Polhemus, Chief Executive Officer, participated via phone. Those Committee Members present constituted a quorum.

Minutes of February 14, 2020

On a motion by T. Foster, seconded by D. Kurzman, the minutes for the February 14, 2020 Loan Committee Meeting were approved by those Members of the Committee present by a vote of 8 to 0 with the Chair abstaining.

Dirt Rd Solar LLC – Poultney – Commercial Energy – \$556,000

S. Buckley explained Dirt Rd Solar LLC (DRS) of Poultney is requesting a \$556,000 Commercial Energy loan. The loan will be secured by a security interest in all of the borrower's project machinery and equipment, security interest in all other now owned or hereafter acquired business assets, collateral assignment of the Act 248 Certificate of Public Good, collateral assignment of the Group Net Metering Agreements with Thatcher Hill LLC and Craft Beer Guild Distributing of Vermont LLC (off-takers for the project), collateral assignment of the Engineering, Procurement and Construction Agreements, and all other contracts involved in constructing, operating, monitoring and maintaining the project facility, collateral assignment of borrower's rights under a 20-year land lease agreement with the John Milton Williams Trust, collateral assignment of the Interconnection Agreement with Green Mountain Power and the personal guarantees of Peter D. Giese and Thomas J. Hand (owners of DRS).

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At 9:13 a.m. B. Pearce called into the meeting.

After discussion regarding how assumptions and projections held up over the last few years, tax equity and concentration risk, on a motion by A. Eastman, seconded by T. Foster, the above loan request was approved by those Members of the Committee present by a vote of 9 to 0 with the Chair abstaining.

Elysian Fields, LLC and Hescock, Kathleen R., Joseph B. and Tirazah – Shoreham – Commercial Energy – \$330,000

J. Kimberly explained Elysian Fields, LLC (EF), et al., of Shoreham are requesting a \$330,000 Commercial Energy loan. The loan will be secured by a security interest in all of the borrower's now owned or hereafter acquired project machinery and equipment (solar array), including, but not limited to, all replacements, substitutions, accessories, accessions and parts and all products and proceeds thereof and insurance proceeds thereof, a mortgage lien on approximately 89± acres of land and the buildings thereon owned by Joseph B. and Kathleen R. Hescock and located in Shoreham Vermont, a mortgage lien on approximately 315.22± acres of land and the buildings thereon owned by Joseph B. and Kathleen R. Hescock and located in Shoreham, Vermont, collateral assignment of the Act 248 Certificate of Public Good, collateral assignment of the Interconnection Agreement with Green Mountain Power, collateral assignment of the Engineering, Procurement, and Construction Agreement with Catamount Solar, LLC, collateral assignment of the borrower's interest in all other Warranty and Operation and Maintenance Agreement with Catamount Solar, LLC and all other contracts involved in constructing, operating, monitoring, and maintaining the project facility including the system production guarantee, collateral assignment of the land and buildings lease between Joseph B. and Kathleen R. Hescock and EF, collateral assignment of the land and buildings lease between Elysian Fields Ag Land, LLC (an LLC created by the Hescocks) and EF and a security interest in borrower's milk and all products and proceeds thereof.

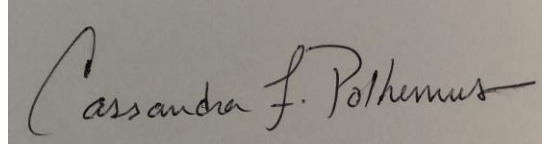
After discussion regarding interest rate, tax benefit, and the timing for this request, on a motion by B. Pearce, seconded by L. Graves, the above loan request was approved by those Members of the Committee present by a vote of 9 to 0 with the Chair abstaining.

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There being no other business to properly come before the Committee, on a motion by Beth Pearce, seconded by Leon Graves meeting adjourned at 9:29 a.m.

ATTEST:

Vermont Economic Development Authority

A rectangular box containing a handwritten signature in cursive script that reads "Cassandra F. Polhemus".

By: _____
Cassandra F. Polhemus, Chief Executive Officer