

TOWN BOARD  
TOWN OF GREENPORT  
COLUMBIA COUNTY, NEW YORK

RESOLUTION NO. <sup>35</sup> 2017 DATE: \_\_\_\_\_

INTRODUCED BY: Councilman Keith Martelolio  
SECONDED BY: Councilman Guy Apicella

WHEREAS, by Resolution #84-2015, the Town Board of the Town of Greenport adopted a SEQRA negative declaration and authorized the execution of two agreements with Solar City executed in December 2015, namely a Solar Power Purchase Agreement (the "PPA Agreement") and Performance Guarantee Agreement, for the installation and operation of solar panels on Town property located on Middle Road and State Route 23; and

WHEREAS, the PPA Agreement set an "Outside Commercial Operation Date," as defined in the PPA Agreement, of December 18, 2016; and

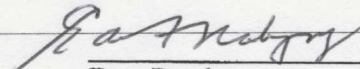
WHEREAS, Solar City expressed to the Town in February 2017 that it has been unable to timely perform its obligations under the agreements because of difficulty negotiating with the utility over the need for costly substation upgrades; and

WHEREAS, Solar City has proposed a First Amendment to the PPA Agreement, a copy of which is attached hereto, extending the "Outside Commercial Operation Date" to December 31, 2017 to give Solar City more time to complete its obligations under the PPA Agreement.

NOW, THEREFORE, BE IT RESOLVED that the Town Supervisor is authorized to sign the First Amendment to PPA Agreement; and

BE IT FURTHER RESOLVED that the First Amendment to the PPA Agreement is subject to a permissive referendum pursuant to Article 7 of the New York Town Law and the Town Clerk is authorized and directed to publish notice of adoption of this resolution as required by law.

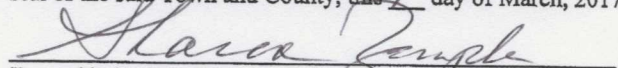
APPROVED:

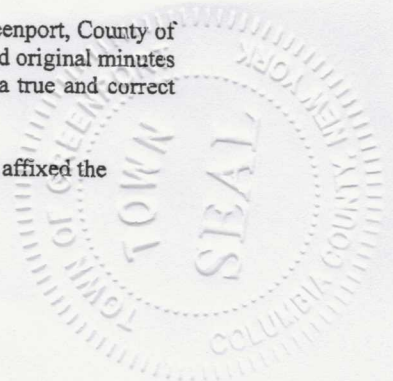
  
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Town Board

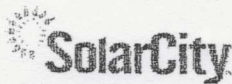
STATE OF NEW YORK )  
COUNTY OF COLUMBIA ) SS:

This is to certify that I, the undersigned Town Clerk of the Town of Greenport, County of Columbia, have compared the foregoing copy of resolution with the original and original minutes thereof, now remaining on file of records in my office, and that the same is a true and correct transcript therefrom and of the whole of such original.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of the said Town and County, this 1<sup>st</sup> day of March, 2017

  
Town Clerk of the Town of Greenport, Columbia County, NY





**First Amendment to  
Solar Power Purchase Agreement**

Middle Rd & Claverack Rd., Hudson, New York 12534

<b>Purchaser:</b>		<b>Seller:</b>	
Name and Address	Town of Greenport 600 Town Hall Drive Hudson, NY 12534 Attention: Edward F. Nabozny, Town Supervisor	Name and Address	SolarCity Corporation 3055 Clearview Way San Mateo, CA 94402 Attention: Legal Department
Phone	(518) 828-4656	Phone	(650) 638-1028
Fax		Fax	(650) 560-6460
E-mail	supervisor@townofgreenport.com	E-mail	contracts@solarcity.com
Project Name	Town of Greenport		

This First Amendment (the "First Amendment") is to that certain Solar Power Purchase Agreement dated December 18, 2015 (the "Agreement"), between SolarCity Corporation ("Seller") and Town of Greenport (the "Purchaser") is hereby amended, effective when executed by the Parties below, as follows:

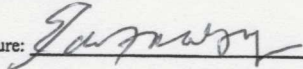
Section 8 "Outside Commercial Operation Date" is replaced as follows:

8. "Outside Commercial Operation Date" means December 31, 2017.

If a conflict or inconsistency arises between the provisions of this First Amendment and the Agreement, the provisions of this First Amendment shall prevail.

**Town of Greenport**

**SolarCity Corporation**

Signature: 

Signature: \_\_\_\_\_

Printed Name: Edward F. NABOZNY

Printed Name: \_\_\_\_\_

Title: Supervisor

Title: \_\_\_\_\_

Date: 3/3/17

Date: \_\_\_\_\_