

RESOLUTION NO. 2023-37

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF FOUNTAIN
COUNTY, INDIANA, APPROVING A ROAD USE AGREEMENT AND A
DECOMMISSIONING AGREEMENT WITH CROSSROADS SOLAR LLC
AND CERTAIN OTHER MATTERS IN CONNECTION THEREWITH**

WHEREAS, the Board of Commissioners of the Fountain County, Indiana (the "Board") desires to benefit the health and general welfare of the citizens of Fountain County, Indiana (the "County") and create opportunities for gainful employment and business opportunities within the County; and

WHEREAS, Crossroads Solar LLC (the "Company") is contemplating the development and construction of a solar-powered electric generating facility in the County, which will have a rated capacity of approximately two hundred (200) megawatts (the "Project"); and

WHEREAS, in the completion of the Project, the Company will invest approximately One Hundred Seventy-Five Million Dollars (\$175,000,000) in equipment and real estate improvements in the County and create approximately one (1) to four (4) permanent jobs; and

WHEREAS, the Company has requested assistance with the completion of certain road improvements, the approval of tax abatement, and other assistance from the County with respect to the Project; and

WHEREAS, to induce the Company to complete the Project, the Board approved the execution of an Economic Development Agreement, between the County and the Company, a form of which was presented to the Board on March 6, 2023 (the "Economic Development Agreement"), pursuant to which certain incentives will be provided to Company in exchange for its commitment to complete the Project, to make certain economic development payments, and to take certain other actions with respect to the Project; and

WHEREAS, as contemplated by the Economic Development Agreement, the Board desires to approve the execution of Road Use Agreement, between the County and the Company, a form of which has been presented to the Board on the date hereof (the "Road Use Agreement"), pursuant to which the County agrees to provide the use of certain roads to the Company and the Company agrees to repair and improve such roads and certain drainage improvements in the County; and

WHEREAS, as contemplated by the Economic Development Agreement, the Board desires to approve the execution of a Decommissioning Agreement, between the County and the Company, a form of which has been presented to the Board on the date hereof (the "Decommissioning Agreement"), pursuant to which the Company is required to formulate a decommissioning plan and to provide financial assurance for the decommissioning of the Project.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of Fountain County, Indiana, that:

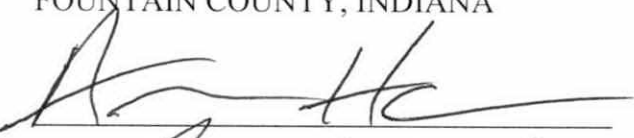
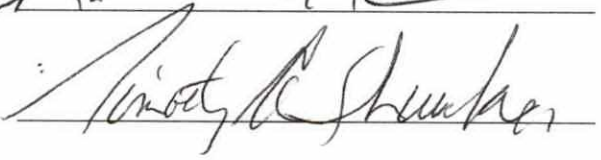
1. The Board hereby finds that the execution and delivery of each of the Road Use Agreement and the Decommissioning Agreement are in the best interests of the County and its citizens. The Board is authorized and directed to execute each of the Road Use Agreement and the Decommissioning Agreement, in the name and on behalf of the County, and the Auditor of the County is hereby authorized and directed to attest the execution of each of such agreements, with such changes and modifications as such persons or legal counsel to the County deem necessary or appropriate to effectuate this Resolution, said persons' execution thereof to be conclusive evidence of the approval of such changes.

2. The members of the Board, the County Council, the Auditor of the County, the legal counsel of the County, and other appropriate officers of the County are hereby authorized to take all such actions and execute all such instruments as are necessary or desirable to effectuate this Resolution.

3. This Resolution shall be in full force and effect from and after its adoption.

DULY ADOPTED on this 2nd day of October, 2023, by the Board of Commissioners of Fountain County, Indiana.

BOARD OF COMMISSIONERS OF
FOUNTAIN COUNTY, INDIANA

ATTEST:


Fountain County Auditor