

Martin County Solar Project, LLC  
Responses to Siting Board Staff's First Request for Information  
Case No. 2022-00362

Request No. 1:

Identify the company that will employ the individuals that are, or will be, responsible for ensuring compliance with the statements in the application and any conditions imposed by the Siting Board during construction and operation of the project. Include in the response whether the individuals responsible for ensuring compliance with the statements in the application are the same individuals performing the same functions as those in Martin County Solar. If not, then explain any differences.

Response No. 1:

Savion, LLC, is the corporate entity that will employ the individuals responsible for ensuring compliance with the statements made in the present application and all conditions imposed by the Siting Board during the construction and operation of both phases of the project.

Responding Witness: Erich Miarka

Martin County Solar Project, LLC  
Responses to Siting Board Staff's First Request for Information  
Case No. 2022-00362

Request No. 2:

Provide the current corporate structure of Savion, LLC (Savion), including its parent company.

Response No. 2:

While preparing these responses to the Siting Board's data request, the applicant discovered the application incorrectly identified the corporate entity of the proposed transferee. The application on page 1 incorrectly identified the transferee as "Martin County Solar Project II, LLC" (subsequently shortened to "Martin County Solar II"). The applicant hereby notifies the Board that the correct name of the proposed transferee corporate entity is Martin County II Solar Project, LLC. See attached certificate of authority for Martin County II Solar Project, LLC. The applicant respectfully requests that the Siting Board recognize the reference to Martin County Solar Project II, LLC on page 1 of the application as the correct entity name, Martin County II Solar Project, LLC. Henceforth, the applicant will refer to the proposed transferee as Martin County II Solar Project, LLC or "Martin County II." As described in Response No. 1, Savion, LLC is the parent company to both Martin County Solar Project, LLC, and Martin County II Solar Project, LLC. See attached corporate organization chart.

Responding Witness: Erich Miarka



COMMONWEALTH OF KENTUCKY
MICHAEL ADAMS, SECRETARY OF STATE

1123037.06

vmiller
ADD

Michael G. Adams
Kentucky Secretary of State
Received and Filed:
12/4/2020 12:58 PM
Fee Receipt: \$90.00

Division of Business Filings

P.O. Box 718
Frankfort, KY 40602
(502) 564-3490
www.sos.ky.gov

Certificate of Authority
(Foreign Business Entity)

FBE

Pursuant to the provisions of KRS 14A and KRS 271B, 273, 274, 275, 362 and 386 the undersigned hereby applies for authority to transact business in Kentucky on behalf of the entity named below and, for that purpose, submits the following statements:

- 1. The entity is a: [ ] profit corporation (KRS 271B) [ ] nonprofit corporation (KRS 273) [ ] professional service corporation (KRS 274)
[ ] business trust (KRS 386) [X] limited liability company (KRS 275) [ ] professional limited liability company (KRS 275)
[ ] limited partnership (KRS 362) [ ] ltd cooperative assn. (KRS) [ ] statutory trust
[ ] non-profit llc (KRS 275) [ ] cooperative assn. (KRS) [ ] unincorporated association

2. The name of the entity is Martin County II Solar Project, LLC
(The name must be identical to the name on record with the Secretary of State.)

3. The name of the entity to be used in Kentucky is (if applicable):
(Only provide if "real name" is unavailable for use; otherwise, leave blank.)

4. The state or country under whose law the entity is organized is Delaware

5. The date of organization is November 30, 2020 and the period of duration is
(if left blank, duration is considered perpetual.)

6. The mailing address of the entity's principal office is
422 Admiral Blvd Kansas City MO 64106
Street Address City State Zip Code

7. The street address of the entity's registered office in Kentucky is
421 West Main Street Frankfort KY 40601
Street Address (No P.O. Box Numbers) City State Zip Code

and the name of the registered agent at that office is Corporation Service Company

Table with 5 columns: Name, Street or P.O. Box, City, State, Zip Code. Row 1: Savion, LLC, 422 Admiral Blvd, Kansas City, MO, 64106. Row 2: (blank), (blank), (blank), (blank), (blank). Row 3: (blank), (blank), (blank), (blank), (blank).

9. If a professional service corporation, all the individual shareholders, not less than one half (1/2) of the directors, and all of the officers other than the secretary and treasurer are licensed in one or more states or territories of the United States or District of Columbia to render a professional service described in the statement of purposes of the corporation.

10. I certify that, as of the date of filing this application, the above-named entity validly exists under the laws of the jurisdiction of its formation.

11. If a limited partnership, it elects to be a limited liability limited partnership. Check the box if applicable: [ ]

12. If a limited liability company, check box if manager-managed: [ ]

13. This application will be effective upon filing, unless a delayed effective date and/or time is provided.

The effective date or the delayed effective date cannot be prior to the date the application is filed. The date and/or time is

Please indicate the Kentucky county in which your business operates:

County: Martin

To complete the following, please shade the box completely.

Please indicate the size of your business:

- [X] Small (Fewer than 50 employees)
[ ] Large (50 or more employees)

Please indicate whether any of the following make up more than fifty percent (50%) of your business ownership:

- [ ] Women-Owned [ ] Veteran Owned [ ] Minority Owned

Please indicate which of the following best describes your business:

- [ ] Agriculture [ ] Mining [ ] Services [ ] Construction
[ ] Wholesale Trade [ ] Retail Trade [ ] Manufacturing [ ] Finance, Insurance, Real Estate
[ ] Public Administration [ ] Transportation, Communications, Electric, Gas, Sanitary Services

DocuSigned by: Mark Alexander, orgy developer

Mark Alexander

Mark Alexander, Authorized Person 12/02/2020

04788E5CF427466... representative

Printed Name & Title

Date

I, Corporation Service Company, consent to serve as the registered agent on behalf of the business entity.

Type/Print Name of Registered Agent

By: Elizabeth Kitchen

Corporation Service Company

Assistant Secretary

12/03/2020

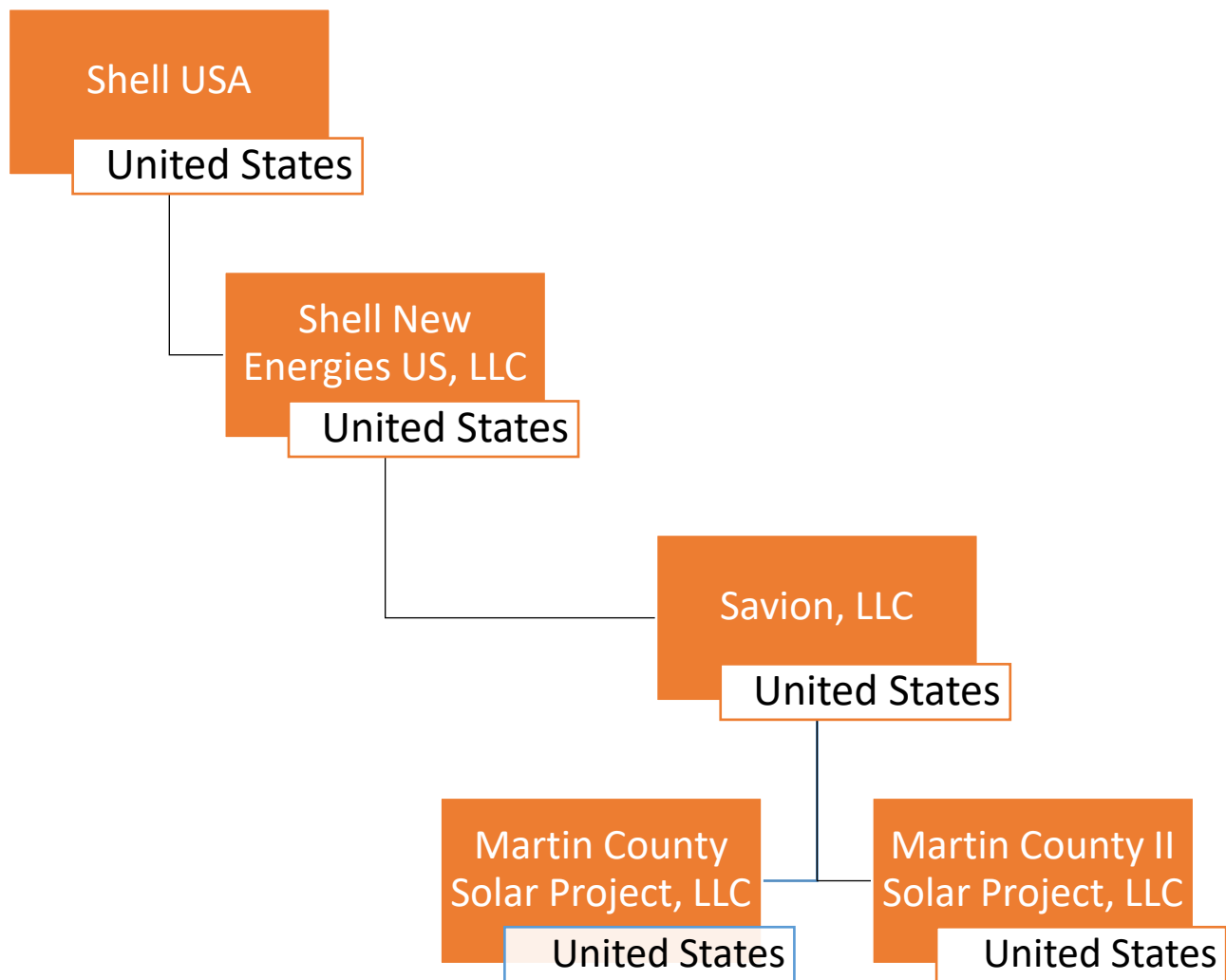
Signature of Registered Agent

Printed Name

Title

Date

## Corporate Hierarchy for Savion & Affiliates



Martin County Solar Project, LLC  
Responses to Siting Board Staff's First Request for Information  
Case No. 2022-00362

Request No. 3:

Provide the corporate structure of Savion, Martin County Solar, and Martin County Solar II, if the transfer is approved.

Response No. 3:

Savion, LLC is the parent company of both Martin County Solar Project, LLC, and Martin County II Solar Project, LLC, and will remain the parent company of Martin County Solar Project, LLC and Martin County II Solar Project, LLC if the Siting Board approves Martin County Solar Project, LLC's transfer request.

Responding Witness: Erich Miarka

Martin County Solar Project, LLC  
Responses to Siting Board Staff's First Request for Information  
Case No. 2022-00362

Request No. 4:

Provide the reasons, and support, for the division of the project into Martin County Solar and Martin County Solar II.

Response No. 4:

There are three reasons for the division of the project. First, the project's development and construction phases are lengthy, taking several years to complete the necessary environmental, permitting, and real estate due diligence necessary to prepare the site for construction activities. Former coal mines, like the project site here, present site-specific challenges that require additional time and study. Thus, some portions of the site require additional time and study before they are ready for construction activities to commence. In order to avoid delaying the start of construction, Savion, LLC has proposed to bifurcate the construction certificate so that construction can commence on the first phase of the project, while the remaining due diligence necessary for portions of the property that will make up the second phase is being completed. Additionally, although the power will all be injected into the AEP/PJM grid at the Inez substation, the Renewable Energy Credits (RECs) may be sold to different parties. This bifurcation of the Construction Certificate will allow for a more discrete project for each REC buyer. Finally, the project site is split between two landowners. Bifurcating the permit will result in a phased project with project boundaries aligning with landowner's property boundaries, which will create a more efficient real estate review process for this complicated site.

Responding Witness: Erich Miarka

Martin County Solar Project, LLC  
Responses to Siting Board Staff's First Request for Information  
Case No. 2022-00362

Request No. 5:

Provide the reasons why, if approved, Martin County Solar and Martin County Solar II cannot be developed at the same time.

Response No. 5:

The phases of the project that would be constructed by Martin County Solar Project, LLC and Martin County II Solar Project, LLC, respectively, are being developed simultaneously. However, as described above in Response No. 4, the project's unique siting context has caused delays with certain due diligence activities, resulting in a portion of the project falling behind its originally anticipated construction schedule.

Responding Witness: Erich Miarka

Martin County Solar Project, LLC  
Responses to Siting Board Staff's First Request for Information  
Case No. 2022-00362

Request No. 6:

Provide a project construction timeline with approximate in-service dates schedule for Martin County Solar and Martin County Solar II, if approved.

Response No. 6:

<b>Martin County Solar Project, LLC</b>	
<b><u>Activity</u></b>	<b><u>Approximate In-Service Date</u></b>
Issuance of Notice to Proceed to EPC Contractor	June 15, 2023
Site Clearing	July 15, 2023
Site Mobilization/Commence Civil Site Work	September 1, 2023
Commence Pile Driving/Racking Installation	December 15, 2023
Commence Solar Module Installation	January 15, 2024
Utility Backfeed Date/Commissioning	June 15, 2024
Mechanical Completion	June 3, 2024
Commercial Operation Date (Construction Complete)	September 30, 2024

<b>Martin County II Solar Project, LLC</b>	
<b><u>Activity</u></b>	<b><u>Approximate In-Service Date</u></b>
Issuance of Notice to Proceed to EPC contractor	June 1, 2024
Site Clearing	July 1, 2024
Site Mobilization/Commence Civil Site Work	August 1, 2024
Commence Pile Driving/Racking Installation	December 1, 2024
Commence Solar Module Installation	January 15, 2025
Utility Backfeed Date/Commissioning	June 15, 2024
Mechanical Completion	June 3, 2025
Commercial Operation Date (Construction Complete)	September 10, 2025

Responding Witness: Erich Miarka



Martin County Solar Project, LLC  
Responses to Siting Board Staff's First Request for Information  
Case No. 2022-00362

Request No. 7:

Refer to the Application, page 5. Explain the environmental compliance that is necessary for the project and the costs of that compliance.

Response No. 7:

The term "diligence" better describes the activities taken by the applicant related to environmental conditions than "compliance." The applicant undertook extensive environmental due diligence activities for the project. In addition to typical due diligence steps, the project conducted a thorough search and review of surface and subsurface permits/rights, an inquiry into the status of those surface and subsurface permits, and investigations into existing oil and gas operations on the site. Accurately determining the precise costs of the project's environmental due diligence activities is impossible because the environmental due diligence activities were bundled together with all the due diligence activities necessary to successfully permit the construction of the solar electric generation facility.

Responding Witness: Erich Miarka

Martin County Solar Project, LLC  
Responses to Siting Board Staff's First Request for Information  
Case No. 2022-00362

Request No. 8:

Refer to the Application, page 5. Explain how splitting the project into two parts, Martin County Solar, and Martin County Solar II, will affect the Industrial Revenue Bond (IRB) and Payment in Lieu of Taxes agreement (PILOT) with Martin County Fiscal Court. Include in the response whether Martin County Solar and Martin County Solar II have notified all appropriate authorities of the intention to bifurcate the ownership and all other aspects of the project and received permission to do so.

Response No. 8:

The applicant intends to request a separate, proportional IRB/PILOT from Martin County for Martin County II Solar Project, LLC, with identical terms as the terms applicable to the IRB/PILOT for Martin County Solar Project, LLC. As noted on page 5 of the application, the IRB/PILOT agreement contemplated development of the project into two or more phases, which is reasonable for a project under unique conditions such as a reclaimed coal mine. The separate IRB/PILOT agreement for Martin County II Solar Project, LLC, is for its applicable portion of the project in conjunction with Martin County Solar Project, LLC, and thus will not duplicate or otherwise alter the total funds pledged by either party to the original IRB/PILOT inducement. The applicant properly notified all appropriate authorities of its intent to bifurcate its construction certificate. Notice of the proposed bifurcation is required only for the Siting Board and Martin County Fiscal Court pursuant to mitigation measure 28 in Appendix A to the Siting Board's final order granting the applicant's construction certificate in Case No. 2021-00029 (the "facility certificate"). Pursuant to the Siting Board's December 20, 2022 Order, the applicant provided the Martin County Judge Executive and the Martin County Fiscal Court with notice of the applicant's application to bifurcate its facility certificate. The application was transmitted via FedEx and

Martin County Solar Project, LLC  
Responses to Siting Board Staff's First Request for Information  
Case No. 2022-00362

received by the Martin County Judge Executive and the Martin County Fiscal Court on January 9, 2023. The applicant provided the Siting Board with evidence of notice on January 9, 2023.

\*\*\*\*\*

Responding Witness: Erich Miarka

Martin County Solar Project, LLC  
Responses to Siting Board Staff's First Request for Information  
Case No. 2022-00362

Request No. 9:

Refer to the Application, page 5. Explain how splitting the project into two parts, Martin County Solar, and Martin County Solar II, will affect the financial agreement with the Kentucky Economic Development Finance Authority.

Response No. 9:

The project will be split proportionally by size and cost, with the majority of development occurring under Martin County Solar Project, LLC. Of the 200 megawatts (MW) proposed under the construction certificate granted to the applicant in Siting Board Case No. 2021-00029 (the "facility certificate"), Martin County Solar Project, LLC will develop generation capacity for approximately 111 MW, with Martin County II Solar Project, LLC developing the remaining 89 MW immediately thereafter. Thus, optimally, the effect of the project's bifurcation would result in the proportional division of the financial agreement with the Kentucky Economic Development Finance Authority (KEDFA) according to the power generated by each entity.

Responding Witness: Erich Miarka

Martin County Solar Project, LLC  
Responses to Siting Board Staff's First Request for Information  
Case No. 2022-00362

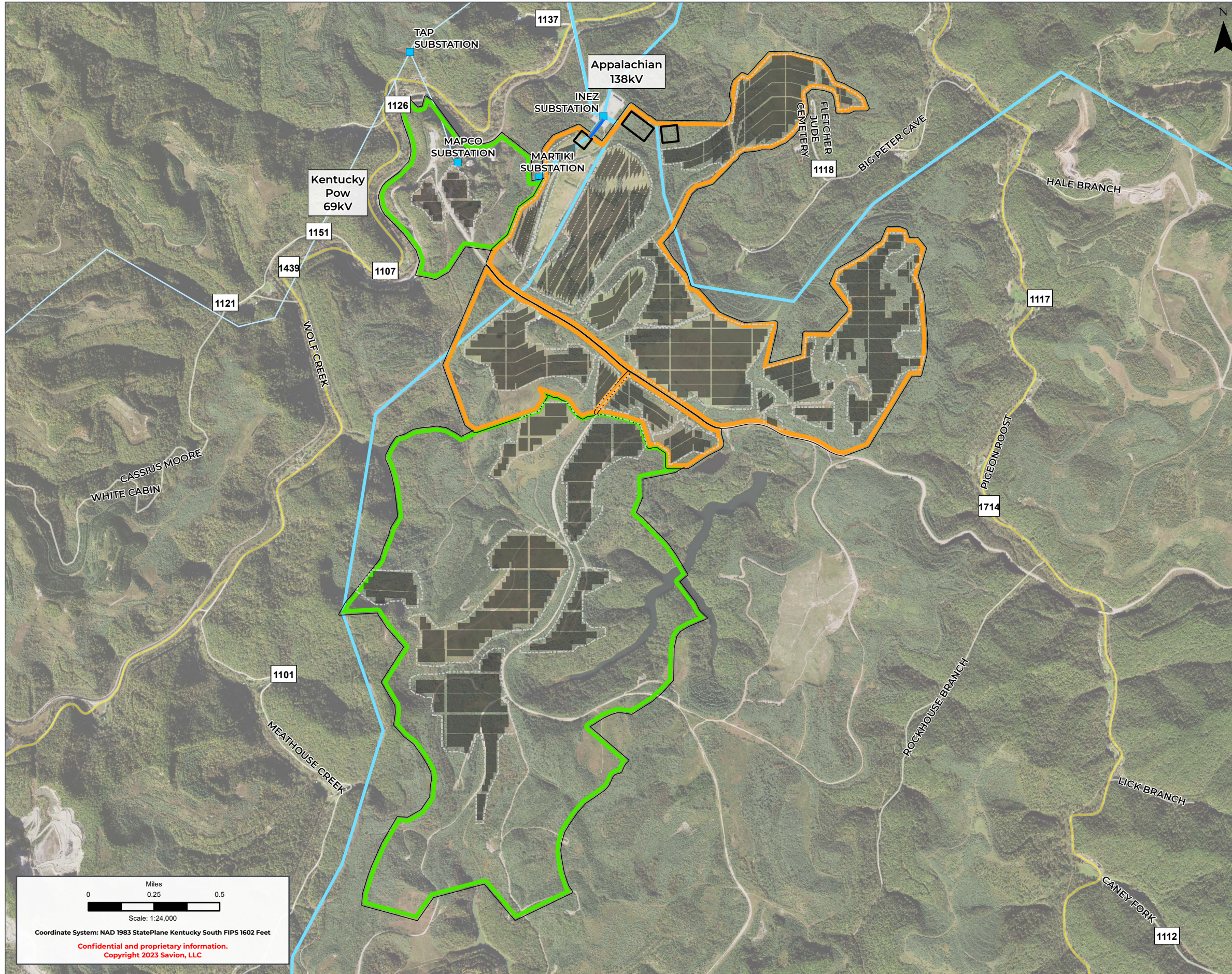
Request No. 10:

Provide an updated site development plan that details the changes that will occur if the transfer is permitted.

Response No. 10:

See attached.

Responding Witness: Erich Miarka



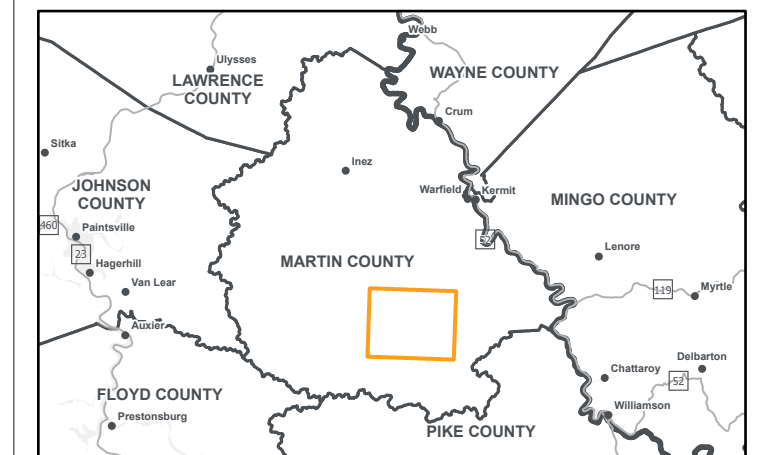
Martin County Solar Project, LLC  
 Martin County II Solar Project, LLC

**Transmission Lines**

**Voltage kV**

- 69
- 138

Substations  
 Panel  
 Facilities  
 Fence  
 Electrical  
 Project Gen-Tie



PRELIMINARY DESIGN – NOT FOR CONSTRUCTION

PROJECT: <b>MARTIN COUNTY</b>	
DEVELOPER: <b>SAVION, LLC</b>	ENGINEER: <b>JOSHUA CRUMPLER</b>
DATE: <b>2/20/2023</b>	SCALE: <b>1 INCH : 2,000 FEET</b>
NOTES:	
SHEET: <b>LAYOUT</b>	

Miles  
 0      0.25      0.5  
 Scale: 1:24,000  
 Coordinate System: NAD 1983 StatePlane Kentucky South FIPS 1602 Feet  
 Confidential and proprietary information.  
 Copyright 2023 Savion, LLC