

**MINUTES OF THE MEETING  
OF THE  
MEMBERSHIP OF THE  
ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
(ECIDA or AGENCY)**

- DATE AND PLACE:** December 16, 2020, held via telephone conference. Governor Cuomo’s Executive Order 202.1, as amended from time to time, issued in response to the Coronavirus (COVID-19) crisis, suspended Article 7 of the Public Officers Law to the extent necessary to permit any public body to take actions without permitting in public in-person access to such meetings and authorized such meetings to be held remotely by conference call or other similar service, provided the public has the ability to view or listen to such proceedings and that the meeting is recorded and transcribed.
- LIVE STREAMED:** This meeting is being live-streamed and made accessible on the ECIDA’s website at [www.ecidany.com](http://www.ecidany.com).
- PRESENT:** Denise Abbott, Rev. Mark E. Blue, Hon. Howard Johnson, Richard Lipsitz, Brenda W. McDuffie, Hon. Glenn R. Nellis, Hon. Mark C. Poloncarz, Hon. Darius G. Pridgen, Sister Denise Roche, Kenneth A. Schoetz and Paul Vukelic
- EXCUSED:** Hon. Diane Benczkowski, Hon. Bryon W. Brown, James Doherty, Hon. Joseph Emminger, Dottie Gallagher, Tyra Johnson, Hon. Brian Kulpa and Renee Wilson
- OTHERS PRESENT:** John Cappellino, President & CEO; Mollie Profic, Chief Financial Officer; Karen M. Fiala, Vice President/Secretary; Atiqah Abidi, Assistant Treasurer; Beth O’Keefe, Business Development Officer; Brian Krygier, Systems Analyst; Carrie Hocienec, Administrative Coordinator; Robbie Ann McPherson, and Robert G. Murray, Esq., General Counsel/Harris Beach PLLC
- GUESTS:** Andrew Federick, Erie County Senior Economic Development Specialist; Deputy County Executive Maria Whyte; Shannon Beiter on behalf of Zaepfel Development; Randy Bernick on behalf of Rosina Foods; Scott VeRost on behalf of Thermo Fisher; Legislator April Baskin and Lisa Hicks on behalf of the Office of Strategic Planning

There being a quorum present at 12:02 p.m., the Meeting of the Board of Directors of the Erie County Industrial Development Agency was called to order by Chair McDuffie. Ms. McDuffie welcomed new member Paul Vukelic to the meeting.

## MINUTES

The minutes of the November 18, 2020 meeting of the members were presented. Mr. Lipsitz moved and Mr. Nellis seconded, to approve of the minutes. Ms. McDuffie called for the vote and the minutes were unanimously approved.

At this point in time, Mr. Johnson joined the meeting.

## REPORTS/ACTION ITEMS/INFORMATION ITEMS

Approval of COVID-19 Disaster Emergency Grant Application. Mr. Cappellino reviewed applications for the ECIDA Disaster Emergency Grants, both those approved to date, and applications to be considered by the members today. Mr. Cappellino noted that the grant review committee has approved all applications for consideration for the members today. Mr. Poloncarz moved and Mr. Blue seconded to approve the sixteen (16) grant applications as listed below. Ms. McDuffie called for the vote and the following sixteen (16) grant applications were unanimously approved:

1. Burden, Hafner & Hansen, LLC
2. EPIC – Every Person Influences Children, Inc.
3. Erin L. Reukauf dba Lyfe Beauty & Mind
4. Gordon A. Kent, D.M.D., PC (Smile Center)
5. Manna Culinary Group
6. Neill & Strong
7. Rappold Family Dentistry, PC
8. Rec Room Holdings, LLC
9. Salon 716 NY, LLC
10. Sheridan Medical Group
11. SowFit Buffalo dba PBnJ Enterprises
12. Susan E. Bennett PT PC
13. Tammy Perison, DDS Family & Cosmetic Dental Care
14. The Igloo WNY LLC dba The Black Sheep Restaurant & Bar
15. The Intersection Café, Inc. dba The Intersection
16. Tremetris Nance dba Nance Nelson’s Enterprise

### Approval of UDAG Funding Contract for Water Tower project at Angola Ag Park Site.

Mr. Cappellino reviewed the contemplated ILDC-Town of Evans (the “Town”) water tower project to benefit both the Town and to provide water service to the ILDC Agri-Business Park. Specifically, Mr. Cappellino noted that the Agency is contemplating provided the ILDC with a grant from the Agency’s Urban Development Action Grant (“UDAG”) Fund, in the amount of \$1,250,000, said funds to be utilized by the ILDC to contribute to the construction of the Town water tower project, whereby the Town will construct a new water tower to provide water service to both the Town and the Agri-Business Park. Me. Poloncarz spoke in favor of the grant, the water tower project, and the establishment of the ILDC Agri-Business Park.

Sister Denise moved and Mr. Nellis seconded to approve the UDAG Funding Contract for Water Tower project at the Angola Ag Park site. Ms. McDuffie called for the vote and the following resolution was unanimously approved:

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (“AGENCY”): (i) TO ENTER INTO A FUNDING AGREEMENT FOR ECONOMIC DEVELOPMENT PURPOSES WITH THE BUFFALO AND ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORPORATION TO GRANT \$1,250,000 FROM THE AGENCY’S U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT URBAN DEVELOPMENT ACTION GRANT (“UDAG”) REFLOW FUND; AND (ii) MAKING A DETERMINATION PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT

### **INDUCEMENT RESOLUTION**

Life Technologies Corporation-West Expansion (subsidiary of Thermo Fisher Scientific, Inc.), 3175 Staley Road, Grand Island, New York

Ms. Fiala presented this proposed sales tax and real property tax abatement benefits project involving the expansion of the current facility which is approximately 300,000 sq. ft. and to increase the Company’s footprint by 50,000 sq. ft. The new facility will be utilized for the production of liquid animal origin free (AOF) products along with the purchase of approximately \$25M of manufacturing equipment.

As a condition precedent of receiving Financial Assistance, and as a material term or condition as approved by the Agency in connection with the Project, the Company covenants and agrees and understands that it must, subject to potential modification, termination and/or recapture of Financial Assistance for failure to meet and maintain the commitments and thresholds as described below, submit, on an annual basis or as otherwise indicated below through the termination of the PILOT Agreement, a certification, as so required by the Agency, confirming:

- (i) Investment Commitment - the total investment actually made with respect to the Project at the time of Project completion equals or exceeds \$76,500,000 (which represents the product of 85% multiplied by \$90,000,000, being the total project cost as stated in the Company’s application for Financial Assistance).
- (ii) Employment Commitment – that there are at least 818 existing full time equivalent (“FTE”) employees located at, or to be located at, the Facility as stated in the Company’s application for Financial Assistance (the “Baseline FTE”); and
  - the number of current FTE employees in the then current year at the Facility; and
  - that within two (2) years of Project completion, the Company has maintained and created FTE employment at the Facility equal to 869 FTE employees

[representing the sum of (i) 818 Baseline FTE and (ii) 51 FTE employees, being the product of 85% and 60 (representing the 60 new FTE employee positions proposed to be created by the Company as stated in its Application)]. In an effort to confirm and verify the Company's employment numbers, the Agency requires that, at a minimum, the Company provide employment data to the Agency on a quarterly basis, said information to be provided on the Agency's "Quarterly Employment Survey" form to be made available to the Company by the Agency.

- (iii) Local Labor Commitment - that the Company adheres to and complies with the Agency's Local Labor Workforce Certification Policy on a quarterly basis during the construction period.
- (iv) Equal Pay Commitment – that the Company adheres to and complies with the Agency's Pay Equity Policy.
- (v) Unpaid Real Property Tax Policy Commitment – that the Company is compliant with the Agency's Unpaid Real Property Tax Policy.

General discussion ensued. Mr. Blue moved and Mr. Johnson seconded to approve the Project. Ms. McDuffie then called for the vote and the following resolution was unanimously approved:

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY: (i) ACCEPTING THE APPLICATION OF LIFE TECHNOLOGIES CORPORATION, THERMO FISHER SCIENTIFIC INC., AND/OR INDIVIDUAL(S) OR AFFILIATE(S), SUBSIDIARY(IES), OR ENTITY(IES) FORMED OR TO BE FORMED ON ITS BEHALF (INDIVIDUALLY, AND/OR COLLECTIVELY, THE "COMPANY") IN CONNECTION WITH A CERTAIN PROJECT DESCRIBED BELOW; (ii) RATIFYING THE SCHEDULING, NOTICING, AND CONDUCTING OF A PUBLIC HEARING IN CONNECTION WITH THE PROJECT; (iii) MAKING A DETERMINATION PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT; (iv) APPOINTING THE COMPANY, OR ITS DESIGNEE, AS ITS AGENT TO UNDERTAKE THE PROJECT; (v) AUTHORIZING THE UNDERTAKING OF THE PROJECT TO PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES TAX EXEMPTION BENEFIT FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF THE PROJECT, AND (B) A PARTIAL ABATEMENT FROM REAL PROPERTY TAXES BENEFIT THROUGH THE PILOT AGREEMENT; AND (vi) AUTHORIZING THE NEGOTIATION AND EXECUTION OF A LEASE AGREEMENT, LEASEBACK AGREEMENT, A PAYMENT-IN-LIEU-OF-TAX AGREEMENT, AN AGENT AND FINANCIAL ASSISTANCE PROJECT AGREEMENT, AND RELATED DOCUMENTS

## **AMENDATORY INDUCEMENT RESOLUTION**

Rosina Foods-Protein Operation Expansion, 3100 Clinton Street, West Seneca, New York.

Ms. Fiala reviewed the proposed project amendment involving an increase in the mortgage recording tax exemption benefit as previously approved. Mr. Vukelic disclosed that an owner of the company also serves on an Advisory Board for the company that Mr. Vukelic works for. Mr. Murray and Mr. Vukelic generally discussed and Mr. Murray then confirmed there is no conflict and that Mr. Vukelic is thus otherwise not prevented from taking action on this item.

Mr. Poloncarz moved and Ms. Abbott seconded to approve the Project amendment. Ms. McDuffie then called for the vote and the following resolution was unanimously approved:

FIRST AMENDMENT TO INDUCEMENT RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE APPROVAL OF AN INCREASE IN THE MORTGAGE TAX EXEMPTION BENEFIT WITH RESPECT TO THE ROSINA FOOD PRODUCTS, INC. PROJECT

## **SPECIAL RESOLUTION**

Niagara Wind Power LLC and Erie Wind LLC, 2303 Hamburg Turnpike, Lackawanna, New York.

Ms. Fiala reviewed the project amendment to allow the Agency to execute mortgages being placed on the facilities for the two aforementioned projects for which the Agency is already providing a real property tax abatement benefit.

Mr. Lipsitz moved and Sister Denise seconded to authorize the Agency to execute the mortgages being placed on the facilities. Ms. McDuffie then called for the vote and the following resolution was unanimously approved:

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY: (I) AUTHORIZING THE NEGOTIATION AND EXECUTION OF A MORTGAGE TWEEN ERIE WIND, LLC, NIAGARA WIND POWER, LLC, THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AND THE TOWN OF HAMBURG INDUSTRIAL DEVELOPMENT AGENCY TO WELLS FARGO BANK, NATIONAL ASSOCIATION; AND (II) AUTHORIZING THE EXECUTION OF A PAYMENT-IN-LIEU-OF-TAX MORTGAGE AGREEMENT BY AND BETWEEN ERIE WIND LLC, NIAGARA WIND POWER, LLC AND THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AND RELATED DOCUMENTS

## COMPLIANCE

Zaepfel Development/Wythe Will Tzetzso, a portion of 779 Two Mile Creek Road, Tonawanda, New York.

Mr. Cappellino reviewed the current status of this previously approved project, noting that the tenant for the existing project no longer occupies the facility, and confirmed that the Company is attempting to find a new tenant to occupy the facility, thus allowing the Company to maintain the PILOT Agreement. Mr. Cappellino noted the new tenant will provide for less employment in comparison to the prior tenant, and as such, the existing PILOT Agreement abatement terms must be reduced commensurate with the lower employment figures. General discussion ensued.

Mr. Poloncarz moved and Mr. Pridgen seconded to approve of the PILOT Agreement amendment. Ms. McDuffie then called for the vote and the following resolution was unanimously approved:

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT  
AGENCY AUTHORIZING THE AMENDMENT TO A CERTAIN PILOT  
AGREEMENT ENTERED INTO WITH TONAWANDA PIRSON, LLC

## REPORTS/ACTION ITEMS/INFORMATION ITEMS

Financial Report. Ms. Profic presented the November 2020 financial report, noting that the balance sheet shows that the Agency finished the month with total assets of \$28.5 million, an increase from \$27.7 million at the end of October. This includes over \$7.6 million of unrestricted cash available for Agency operations. Net assets at the end of November remained over \$21 million. The monthly income statement shows net income from operations of \$318,000. Operating revenue of \$427,000 was above the monthly budget by \$180,000, due mainly to administrative fee receipts of \$364,000 in November. Operating expenses were \$199,000, under budget by \$32,000. After depreciation, there was net income of \$307,000 for the month. The year-to-date income statement showing operating revenue of \$2.4 million, \$166,000 below budget for the year and expenses of \$2.4 million, \$243,000 below budget. Specifically looking at administrative fees, the main driver of the Agency's budget, those fees are currently at 93% of year to date budget, 85% of annual budget. Looking at what has been collected so far in December, Ms. Profic noted that the Agency collections are at \$1.8 million, 96% of budget. Combined with special project grants, the operational side/top half of the income statement shows net income of \$93,000 through November. After factoring in strategic initiatives and depreciation, there is currently an overall net loss of \$1.3 million for the year. Ms. McDuffie directed that the report be received and filed.

2020 Tax Incentive Induced/Closing Schedule/Estimated Real Property Tax Impact. Ms. Fiala presented this report. Ms. McDuffie directed that the report be received and filed, and thanked Agency staff for their outstanding work during a most difficult and uncertain, challenging year.

Policy Committee Update. Mr. Lipsitz also thanked Agency staff for excellent work throughout the year. Ms. Whyte noted the Policy Committee met last week to continue MWBE policy considerations. Ms. McDuffie directed that the report be received and filed.

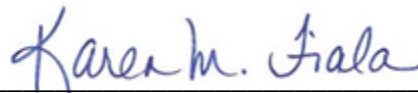
## **MANAGEMENT TEAM REPORT**

COVID-19 Response Update. Mr. Cappellino updated members on ECIDA/RDC COVID-19 response.

Mr. Cappellino congratulated Ms. McDuffie on being inducted into the Western New York Business Hall of Fame.

There being no further business to discuss, Ms. McDuffie adjourned the meeting of the Agency at 12:42 p.m.

Dated: December 16, 2020



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Karen M. Fiala, Secretary