

**MINUTES OF THE
MEETING OF THE BOARD OF DIRECTORS
OF THE
BUFFALO AND ERIE COUNTY REGIONAL
DEVELOPMENT CORPORATION
(RDC)**

- DATE AND PLACE:** August 26, 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 Board meeting is being live-streamed and made accessible on the Erie County Industrial Development Agency website at www.ecidany.com.
- PRESENT:** Hon. Diane Benczkowski, Rev. Mark E. Blue, Dottie Gallagher, Tyra Johnson, Hon. Brian J. Kulpa, Richard Lipsitz, Jr., Brenda W. McDuffie, Hon. Glenn R. Nellis, Hon. Mark C. Poloncarz, Sister Denise Roche, Kenneth A. Schoetz and Art Wingerter
- EXCUSED:** Denise Abbott, Hon. Bryon W. Brown, James Doherty, Hon. Joseph Emminger, Hon. Howard Johnson, Hon. Darius G. Pridgen and Renee Wilson
- OTHERS PRESENT:** John Cappellino, President & CEO; Mollie Profic, Chief Financial Officer; Atiqah Abidi, Assistant Treasurer; Karen M. Fiala, Assistant Treasurer/Secretary; Gerald Manhard, Chief Lending Officer; Dawn Boudreau, Director of Compliance; Beth O'Keefe, Business Development Officer; Grant Lesswing, Business Development Officer; Brian Krygier, Systems Analyst; Carrie Hocieniec, Administrative Assistant, Robbie Ann McPherson, Pat Smith and Robert G. Murray, Esq., General Counsel/Harris Beach PLLC
- GUESTS:** Deputy County Executive Maria Whyte and Andrew Federick, Erie County Senior Economic Development Specialist.

There being a quorum present at 12:47 p.m., the meeting of the RDC Board of Directors was called to order by its Chair, Ms. McDuffie.

MINUTES

The minutes of the April 22, 2020 meeting of the members were presented. Mr. Lipsitz moved and Mr. Poloncarz seconded, to approve of the minutes. Ms. McDuffie called for the vote, and the minutes were then unanimously approved.

REPORTS/ACTION ITEMS/INFORMATION ITEMS

Financial Report. Ms. Profic presented the July 2020 financial report, noting that the balance sheet shows that the RDC finished the month with total assets of \$17.2 million and net assets of \$17.0 million. The monthly income statement reflects a net loss of \$98,000 in July. Total revenues were above budget by \$8,000. Loan interest income was under budget by \$5,000. Total expenses were above budget due to a mid-year catch up adjustment to the management fee. The year-to-date income statement reflects \$221,000 of revenue, including just under \$200,000 for loan interest income. Total expenses of \$305,000 are mainly management fee costs and professional services for a net loss of \$83,000 through July. Ms. McDuffie directed that the report be received and filed.

Finance and Audit Committee Update. Mr. Szukala, Chair of the Finance & Audit Committee, gave a report to the members on the most recent meeting of the committee. He advised that the Finance and Audit Committee will meet again in September to review and recommend the draft budget. The draft will be presented at the next RDC meeting on September 23. Two virtual Q&A sessions for Board members will be scheduled in early October. If there are significant adjustments to the 2021 budget based on Board feedback, the Committee would then meet again and make an updated recommendation to the RDC. The final budget will be presented to the RDC at its October 28 meeting for approval. The final budget must then be submitted to the ABO by November 1st. Ms. Profic reviewed the 2021 budget, timetable and processes. Ms. McDuffie directed that the report be received and filed.

Approval of Resolution to Appoint Vice President. Mr. Cappellino reviewed the resolution appointing Karen M. Fiala and Mollie Profic as Vice Presidents of the RDC. Ms. Gallagher moved, and Mr. Poloncarz seconded to approve of the resolution. Ms. McDuffie called for the vote and the following resolution was then unanimously approved:

RESOLUTION OF THE BUFFALO AND ERIE COUNTY REGIONAL DEVELOPMENT CORPORATION (THE "RDC") APPOINTING KAREN M. FIALA AND MOLLIE PROFIC EACH AS VICE PRESIDENT OF THE RDC.

Approval of Resolution re CARES Act Supplemental U.S. Department of Commerce Economic Development Administration (EDA) Award for Revolving Loan Fund Grant Sub-Recipient. Mr. Manhard reviewed the proposed Grant Award. Mr. Kulpa moved, and Mr. Nellis seconded to approve of the resolution. Ms. McDuffie called for the vote and the following resolution was then unanimously approved:

RESOLUTION OF THE BUFFALO AND ERIE COUNTY REGIONAL DEVELOPMENT CORPORATION (THE "RDC") (i) AUTHORIZING ITS DESIGNATION AS THE SUB-RECIPIENT OF THE EDA GRANT (AS DEFINED BELOW) APPLIED FOR AND ACCEPTED BY THE ERIE

COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE “AGENCY”) UNDER THAT CERTAIN FINANCIAL ASSISTANCE AWARD AGREEMENT WITH THE U.S. DEPARTMENT OF COMMERCE ECONOMIC DEVELOPMENT ADMINISTRATION (THE “EDA”) TO FUND A NEW REVOLVING LOAN FUND TO HELP THE REGION SERVED BY THE AGENCY AND THE RDC TO RESPOND TO THE COVID-19 PANDEMIC AND (ii) ACCEPTING ALL REQUIRED AND NECESSARY OBLIGATIONS OF THE EDA GRANT IN THE RDC’S CAPACITY AS SUB-RECIPIENT.

RDC LENDING DEPARTMENT UPDATE

RDC Loan Status Report. Mr. Manhard presented this report. Ms. McDuffie directed that the report be received and filed.

Update on Current Loan Customers. Mr. Manhard informed members that all RDC lending customers have been contacted and certain relief has been provided to some customers to help during COVID-19 challenge.

Status of COVID-19 Emergency Relief Business Loan Program. Mr. Manhard gave a status update to members. Ms. McDuffie directed that the report be received and filed.

There being no further business to discuss, Ms. McDuffie adjourned the meeting of the Agency at 1:00 p.m.

Dated: August 26, 2020

Karen M. Fiala, Secretary