



Buffalo and Erie County Industrial Land Development Corporation
Meeting of the Board of Directors
January 26, 2022
@ 1:00 p.m.

Via Conference Call & Livestreaming

1.0 Call to Order

2.0 Approval of Minutes

2.1 Approval of the December 22, 2021 minutes of the Board of Directors (Action Item) (Pages 2-4)

3.0 Reports / Action Items / Information Items:

- 3.1 Finance & Audit Committee Update (Informational)
- 3.2 Governance Committee Update (Informational)
- 3.3 ILDC Loan Status Report (Informational) (Page 5)
- 3.4 Approval of Odell/Ridge Road Contract (Action Item) (Pages 6-8)
- 3.5 134 High Street, LLC/BNMC Tax Exempt Bond (Action Item) (Pages 9-30)

4.0 Management Team Report:

4.1

5.0 Adjournment - Next Meeting February 23, 2022 @ 12:30 p.m.

**MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS
OF THE
BUFFALO AND ERIE COUNTY
INDUSTRIAL LAND DEVELOPMENT CORPORATION
(ILDC)**

- DATE:** December 22, 2021
- 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:** Denise Abbott, Hon. Byron W. Brown, Richard Lipsitz, Jr., Hon. Mark C. Poloncarz and Hon. Maria Whyte
- EXCUSED:** Hon. April Baskin and Hon. Howard Johnson
- OTHERS PRESENT:** John Cappellino, President & CEO; Mollie Profic, Chief Financial Officer/Assistant Secretary; Beth O’Keefe, Vice President of Operations; Atiqa Abidi, Assistant Treasurer; Gerald Manhard, Chief Lending Officer/Assistant Secretary; Jamee Lanthier, Compliance Officer; Grant Lesswing, Business Development Officer; Andrew Federick, Business Development Officer; Brian Krygier, Director of Information Technology; Carrie Hocieniec, Operations Assistant; Robbie Ann McPherson, Director of Marketing & Communications; Sean Fallon, Project Manager; Christopher Andreucci, Bond Counsel/Harris Beach PLLC and Robert G. Murray, Esq., General Counsel/Harris Beach PLLC
- GUESTS:** Alex Carducci and Lisa Hicks on behalf of the City of Buffalo, Tuona Bachelor on behalf of Erie County and Patrick Kilcullen on behalf of 134 High Street/BNMC

There being a quorum present at 12:02 p.m., the Meeting of the Board of Directors of the Buffalo and Erie County Industrial Land Development Corporation was called to order by Vice Chair, Mr. Lipsitz, who presided over the meeting in the absence of Chair Poloncarz.

MINUTES

Mr. Brown moved and Ms. Whyte seconded to approve of the October 27, 2021 minutes. Mr. Lipsitz called for the vote and the minutes were unanimously approved.

REPORTS / ACTION ITEMS / INFORMATION ITEMS

134 High Street, LLC/BNMC Tax Exempt Bond. Mr. Cappellino reviewed the proposed issuance of ILDC tax exempt bonds in an amount up to \$20,000,000 to refinance originally issued ILDC 2010 tax exempt bonds proceeds of which were used to construct a parking facility for the Buffalo Niagara Medical Campus.

Mayor Brown commented on certain outstanding BNMC – City of Buffalo lease issues for a parking facility lease from the City of Buffalo, noting there were several outstanding issues related to the lease. In particular, Mayor Brown commented that various community benefit payments due under the City lease were in arrears. Ms. Whyte stated that ILDC Chair Poloncarz is prepared to table the item to allow time for this to be resolved.

At this point, Mr. Poloncarz then joined the meeting and stated he will table the item if the Mayor desires to do so.

Mr. Kilcullen then spoke on behalf of BNMC and noted that the 134 High Street entity is a separate entity from the one that is leasing the City parking lot as so referred to by the Mayor and commented that during COVID, the parking garage in dispute did not have resources to make payments to the City, but has since made significant payments of over \$200,000 to the City but the City has not cashed those checks, with respect to community benefit requirements.

Mayor Brown confirmed that the City has not cashed the checks, based on advice of counsel, until all outstanding items with BNMC are resolved and Mayor Brown then asked that this item be tabled.

The Chair then tabled the matter until next month to allow the City and the BNMC to resolve the issues.

Financial Report. Ms. Profic presented the November 2021 financial report. The balance sheet shows the month ended with total assets of \$17.8M and net assets of \$8.0M. Three loans under the County's Microloan program were closed during November, bringing the number of outstanding loans up to 19. The November income statement shows a net loss of \$371,000. This was due mainly to the recording of land sales during the month (cost of land sales + reimbursement to UDAG fund for 50% of sale). The year to date income statement shows total revenues of \$424,000 and total expenses of \$94,000. Special Project grants relate to funds in for Renaissance Commerce Park, the Angola Ag Park costs and also include the reimbursement to ECIDA's UDAG fund from the Renaissance Commerce Park land sale. Overall there is net income of \$970,000 through November. Mr. Poloncarz directed that the report be received and filed.

Renaissance Commerce Park (RCP) – Request for Proposals (RFP) for Parcels #2 and #3. Mr. Federick described the proposed Request for Proposals being developed by ILDC staff for RCP sites #2 and #3, for the ILDC to seek a preferred developer for these two sites and confirmed that the RFPs will be released in early January 2022.

Renaissance Commerce Park (RCP) – Entrance Signage. Mr. Cappellino updated members on entry signage status to be installed at the Route 5 and Dona Street intersection.

MANAGEMENT TEAM REPORT

Mr. Cappellino updated members on Uniland’s project at the RCP and the ILDC bid process for sewer and roadway design at RCP.

There being no further business to discuss, Mr. Poloncarz adjourned the meeting at 12:38 p.m.

Dated: December 22, 2021

Gerald Manhard, Assistant Secretary



**Loan Status Report
January 26, 2022**

<u>ILDC Loans Approved Since Last Meeting</u>	<u>Municipality</u>	<u>Amount</u>
Lake Shore Grooming, LLC	Angola	\$35,000
<u>RDC Loans Closed Since Last Meeting</u>	<u>Municipality</u>	<u>Amount</u>
8 Loans	Various	\$280,000
<u>Loans in Closing Process</u>	<u>Municipality</u>	<u>Amount</u>
Lake Shore Grooming, LLC	Angola	\$ 35,000
<u>Loans in the Pipeline</u>	<u>Municipality</u>	<u>Amount</u>
Total – 5	Various	\$175,000

<u>2021 - Loans Closed</u>	<u>YTD Loan Total</u>	<u>Jobs to be Created</u>	<u>Retained Jobs</u>
ILDC Loans – 22	\$760,000	17	39
MWBE Loans – 10	\$345,000	10	18

Loan Portfolio Performance

Past Due Loans:

<u>Loan</u>	<u>Outstanding Balance</u>	<u>Amount Past Due</u>	<u>Days Past Due</u>	<u>Comments</u>
NONE				

Portfolio Delinquency Rate (Past Due Outstanding Loan Balance *divided by* Portfolio Balance):

\$0 / \$760,000 0% Delinquency Rate (22 Loans)

RDC Funds Available to Lend: \$300,000



MEMORANDUM
January 26, 2022

To: Members of the Board of Directors of the Buffalo and Erie County Industrial Land Development Corporation

Re: Renaissance Commerce Park – Odell & Ridge Road Extension Design Services

Background:

The ILDC recently publicly issued an RFP to provide Engineering Documents (Engineer’s Report, Design Plans & Specifications) along with construction administration and resident engineer during construction of multiple new roadways extending from Ridge Road and/or Odell Street to the west and possibly running north-south with Renaissance Commerce Park depending on which road alignment is chosen as the ideal layout. These new roadways will provide vehicular and truck access for adjacent parcels.

The new roads shown as “Road C” and “Road D” on the Advanced Manufacturing Park – Infrastructure Master Plan (attached) will serve to provide truck and vehicle access to adjoining parcels including development site #4A, 6, 7, 8 and 9 as well as a future access point to acreage with potential to redevelop further West in the future.

The ILDC received multiple proposals which were evaluated by a review committee. As a result of the review process the committee is recommending that the board act to award the contract to Foit-Albert Associates. Funding for the work is being provided through the Buffalo Billion program from Empire State Development.

Requested Action:

Seeking approval to contract with Foit-Albert Associates for engineering, design services and resident engineer services for the construction of new roadways extending onsite from the existing Ridge Road and/or Odell Street, more fully described in the Request for Proposals publicly issued by the ILDC in compliance with the ILDC’s procurement policy for the amount not to exceed (N.T.E.) of \$287,400.00 and any appropriate change orders or scope additions as approved by the CEO in consultation with the ILDC board Chair.

Please note this N.T.E. value includes new Traffic Impact Studies (TIS) being required by the NYSDOT and the highest of three (3) proposed overall fees pending the results of the TIS and a Construction Feasibility Study centered around the proposed entrance off of Route 5 at Odell Street.

**BUFFALO AND ERIE COUNTY INDUSTRIAL LAND
DEVELOPMENT CORPORATION**

RESOLUTION

A regular meeting of the Buffalo and Erie County Industrial Land Development Corporation (“ILDC”) was convened on Wednesday, January 26, 2022 at 1:00 p.m.

The following resolution was duly offered and seconded, to wit:

**RESOLUTION OF THE BUFFALO AND ERIE COUNTY INDUSTRIAL
LAND DEVELOPMENT CORPORATION (“ILDC”) AUTHORIZING THE
ILDC TO ENTER INTO A CONTRACT WITH FOIT-ALBERT ASSOCIATES
TO PROVIDE ENGINEERING DESIGN SERVICES AND RESIDENT
ENGINEER SERVICES FOR THE CONSTRUCTION OF NEW ROADWAYS
EXTENDING ONSITE AT THE RENAISSANCE COMMERCE PARK FROM
THE EXISTING RIDGE ROAD AND/OR ODELL STREET**

WHEREAS, the ILDC is authorized and empowered by Section 1411 of the Not-for-Profit Corporation Law of the State of New York, as amended, to relieve and reduce unemployment, promote and provide for additional and maximum employment, better and maintain job opportunities in Erie County, and to lessen the burdens of government and act in the public interest; and

WHEREAS, the ILDC owns approximately 130 acres of real property located within the Renaissance Commerce Park (“RCP”) in Lackawanna, New York, and consistent with its mission, has established and is implementing its Advanced Manufacturing Park – Infrastructure Plan (the “Plan”) thereon for the benefit of the residents of Erie County; and

WHEREAS, the Plan calls for the installations of utilities, roadways and other infrastructure improvements to service the RCP occupants; and

WHEREAS, the ILDC desires to install new roadways within the RCP extending from Ridge Road and/or Odell Street to the west and possibly running north-south along and within the RCP, said new roads identified as “Road C” and Road D” (the Ridge Road and Odell Street Project” as so identified within the Plan) to permit truck and vehicle access to RCP sites #4A, 6, 7, 8 and 9 as well as a future access to other RCP acreage; and

WHEREAS, the ILDC, on September 16, 2021, issued a Request for Proposals (“RFP”) to provide Engineering Documents (Engineer’s Report, Design Plans & Specifications) along with construction administration and resident engineer services during construction for the Ridge Road and Odell Street Project; and

WHEREAS, the ILDC received multiple quality proposals in response to the RFP and ILDC staff established a review committee (the “Review Committee”) to analyze and consider said RFP responses; and

WHEREAS, the Review Committee is recommending that the ILDC retain the services of Foit-Albert Associates to undertake the Ridge Road and Odell Street Project.

NOW THEREFORE BE IT RESOLVED BY THE MEMBERS OF THE BUFFALO AND ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORPORATION AS FOLLOWS:

Section 1. Subject to the terms of this Resolution, the Chair, the Vice Chair, the President/Chief Executive Officer, the Vice President, the Chief Financial Officer/Treasurer and/or the Assistant Treasurer, are hereby authorized, on behalf of the ILDC, to negotiate and execute a contract with Foit-Albert Associates for consulting services for Engineering Documents (Engineer's Report, Design Plans & Specifications) along with construction administration and resident engineer services during construction for the Ridge Road and Odell Street Project, in an amount not to exceed \$287,400, and any appropriate change orders or scope additions as approved by the Chief Executive Officer, in consultation with the ILDC Board Chair.

Section 2. The officers, employees, and agents of the ILDC are hereby authorized and directed for and in the name and on behalf of the ILDC to do all acts and things required and to execute and deliver all such checks, certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent so acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the ILDC with all of the terms, covenants and provisions of the documents executed for and on behalf of the ILDC.

Section 3. Any and all prior actions taken by the ILDC with respect to the contents of this Resolution are hereby ratified and confirmed.

Section 4. These Resolutions shall take effect immediately.

Dated: January 26, 2022



95 Perry Street, Suite 403
Buffalo, New York 14203
www.ecidany.com

134 High Street, LLC an affiliate of Buffalo Niagara Medical Campus, Inc.
Briefing Memo
ILDC Tax Exempt and Taxable Bonding
640 Ellicott St, Buffalo, NY 14201

Buffalo Niagara Medical Campus formed in 1990 to facilitate collaboration amongst its member institutions including the surrounding communities, and plan, promote and manage portions of the 120 acre medical campus. The Medical Campus is known for its clinical care, research, and education – to support its mission of furthering economic growth, igniting urban revitalization, and building a strong, thriving community. 134 High Street, LLC (the “Company”) is a wholly owned affiliate of BNMC and was formed for the purpose of constructing a parking garage on the medical campus to serve the needs of employees and visitors.

Project:

The Company’s application requests that the Issuer consider undertaking a project (the "Project") for the benefit of the Company, consisting of the issuance of its Tax-Exempt and/or Taxable Revenue Refunding Bonds as qualified 501(c)(3) Bonds under Section 145 of the IRS Code (the “Bonds”) for the purpose of financing, as part of a plan of financing (i) in an aggregate maximum principal amount not to exceed \$20,000,000 for the purposes of refinancing of all of the outstanding Buffalo and Erie County Industrial Land Development Corporation Tax-Exempt Revenue Bonds (Buffalo Niagara Medical Campus, Inc. Project), Series 2010, issued in the original principal amount of \$24,050,000 (the "Series 2010 Bonds") and paying allocable costs of issuance and (ii) in an aggregate maximum principal amount not to exceed \$400,000 to finance equipment upgrades at the Company’s parking garage located 134 High Street in the City of Buffalo, County of Erie (the “New Equipment”) and paying allocable costs of issuance. The equipment to be installed is proprietary to the manufacturer who requires installation to be completed by its employees in order to maintain the warranty.

The proceeds of which Series 2010 Bonds were used to finance all or a portion of a certain project (the "Series 2010 Project") consisting of: (i) the acquisition of an interest in an improved parcel of real property located at 134 High Street in the City of Buffalo, County of Erie, ground leased to the Company by Kaleida Health, a New York not-for-profit corporation, and the demolition of certain improvements thereon (collectively, the "Land"); (ii) the construction and/or renovation, expansion, upgrading and equipping of an approximately 675,000 square foot multi-modal transportation structure to house a 2036 vehicle-capacity parking ramp located on the Land (the "Facility"); (iii) the acquisition of and installation in the Facility of various machinery, equipment and furnishings (the “2010



Equipment”); (iv) the financing of all or a portion of the costs of the foregoing by the issuance of the Series 2010 Bonds; and (v) the sale or lease (with an obligation to purchase) of the facilities financed with the Series 2010 Bonds to the Company.

The following bond is contemplated to be refinanced:

Original Bond	Par Amount	Interest Rate	Term Maturity
Buffalo & Erie County ILDC Series 2010	\$24,050,000	65% *(LIBOR + 2.400%)	7/1/2022

The Bonds will bear interest at a variable rate equal to 79% of the sum of SOFR plus 1.96%. The Company anticipates entering into an interest rate hedging agreement to synthetically fix in the interest rate on the Bonds. The Company will terminate the existing interest rate hedging agreements in place for the refunded bonds but not with bond proceeds and instead will use equity.

Over the initial 10 year term the applicant anticipates a savings of approximately \$900,000 in interest costs. The reduction in interest costs allows the garage operator to offer a competitive parking rate to employees and visitors to the medical campus.

Project Financing:

The total project financing is not to exceed \$20,400,000.

Sources of Funds ¹	Tax-Exempt Series 2021
Par Amount	\$20,000,000
TOTAL SOURCES OF FUNDS	\$20,000,000

Use of Funds	Tax-Exempt Series 2021
Refinancing of Outstanding Debt	\$19,300,000
Purchase of Equipment	300,000
Costs of Issuance	400,000
TOTAL USES OF FUNDS	\$20,000,000



Overview of the Refundings and Refinancings

Series 2021 Bonds Key Objectives

Series 2021 Bonds Key Features

- Security
 - Gross Revenues Pledge
 - Mortgage
 - Assignment of Leases and Rents
- Financial Covenants
 - Debt Service Coverage Ratio (1.1x)
 - Limitation on Additional Indebtedness

- Principal is paid annually, currently anticipated to be January 1 (or the next business day) each year
- Interest is paid semi-annually, currently anticipate to be January 1 and July 1 (or the next business day in the case of both) each year
- Optional Redemption, at any time (no pre-payment penalty)

Tentative Timing

ILDC Public TEFRA Hearing: December 10, 2021
Audit & Finance Committee Meeting: December 14, 2021
ILDC Board Meeting: December 22, 2021
Closing: December 22, 2021

VIRTUAL PUBLIC HEARING SCRIPT

134 High Street, LLC Project

Public Hearing to be held on December 10, 2021 at 10:00 a.m.
via Virtual Conference Software

ATTENDANCE

Patrick Kilcullen – 134 High Street, LLC/BNMC
John Cappellino – ECIDA
Beth O’Keefe – ECIDA
Carrie Hocieniec – ECIDA
Lynette Thompson – ECIDA
Andrew Federick – ECIDA
Brian Krygier – ECIDA

1. WELCOME: Call to Order and Identity of Hearing Officer.

Hearing Officer: Welcome. This public hearing is now open; it is 10:00 a.m. My name is Grant Lesswing I am Director of Business Development of the Erie County Industrial Development Agency, and I have been designated by the Agency to be the hearing officer to conduct this virtual public hearing. This public hearing is being live-streamed and made accessible on the Agency’s website at www.ecidanv.com. Pre-registration for anyone wishing to speak at today’s public hearing was required through our website. Today I am joined by Brian Krygier, ECIDA Systems Analyst who will be the Hearing Moderator and he will be managing the public comment portion of this hearing.

2. PURPOSE: Purpose of the Hearing.

Hearing Officer: Pursuant to and in accordance with Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), the Issuer is conducting this public hearing in connection with a certain proposed project, as more fully described below (the “Project”), to be undertaken by the Issuer for the benefit of 134 High Street, LLC (the “Company”).

The Issuer published a Notice of Public Hearing with respect to the Project in The Buffalo News on Thursday, December 2, 2021.

3. PROJECT SUMMARY: Description of Project and Contemplated Agency Benefits.

Hearing Officer: The proposed Project shall consist of: (i) the acquisition of an interest in an improved parcel of real property located at 134 High Street in the City of Buffalo, County of Erie, ground leased to the Company by Kaleida Health, a New York not-for-profit corporation, and the demolition of certain improvements thereon (collectively, the "Land"); (ii) the construction and/or renovation, expansion, upgrading and equipping of an approximately 675,000 square foot multi-modal transportation structure to house a 2036 vehicle-capacity parking

ramp located on the Land (the "Facility"); (iii) the acquisition of and installation in the Facility of various machinery, equipment and furnishings (the "2010 Equipment"); (iv) the financing of all or a portion of the costs of the foregoing by the issuance of the Series 2010 Bonds; and (v) the sale or lease (with an obligation to purchase) of the facilities financed with the Series 2010 Bonds to the Company. The initial legal owner or principal user of the Land, the Facility, the 2010 Equipment and the New Equipment will be the Company.

☒ 4. FORMAT OF HEARING: Review rules and manner in which the hearing will proceed.

Hearing Officer: All those who have joined this conference call were required to pre-register through our website (www.ecidany.com). Everyone who has pre-registered will be given an opportunity to make statements and/or comments on the Project.

If you have a written statement or comment to submit for the record, please submit it on the Agency's website or mail to the Agency at 95 Perry Street, Suite 403, Buffalo, New York 14203. The comment period closes on December 21, 2021. There are no limitations on written statements or comments.

☒ 5. PUBLIC COMMENT: Hearing Officer gives the Public an opportunity to speak.

Hearing Officer: Those interested in making a statement or comment will be called upon by Brian in the order that they registered for this meeting. Please begin by stating your name and address; if you are representing a company, please identify the company. I request that speakers keep statements and/or comments to 5 minutes, and if possible, 3 minutes.

The Hearing Moderator introduces each participant in the order they registered for this meeting.

Patrick Kilcullen - Chief Financial Officer for Buffalo Niagara Medical Campus Incorporated and its affiliates including the applicant 134 High Street, LLC. On behalf of the entire Medical Campus community, we'd like to thank the ILDC for assisting us in completing the project and look forward to the opportunity to continue to serve the medical campus and its visitors and employees. Thank you.

☒ 6. ADJOURNMENT:

As there were no further statements and/or comments, the Hearing Officer closed the public hearing at 10:05 a.m.

**SIGN IN SHEET
VIRTUAL PUBLIC HEARING**

Public Hearing to be held on December 10, 2021 at 10:00 a.m.
via Virtual Conference Software

**134 High Street, LLC and/or Individual(s) or Affiliate(s),
Subsidiary(ies), or Entity(ies) formed or to be formed on its behalf**

Project Location: 134 High Street, City of Buffalo, Erie County, New York

Name	Company and/or Address	X box to speak/ comment
Patrick Kilcullen	BNMC 134 High Street Buffalo, New York 14203	X
John Cappellino	ECIDA 95 Perry Street Buffalo, New York 14203	
Beth O'Keefe	ECIDA 95 Perry Street Buffalo, New York 14203	
Carrie Hocieniec	ECIDA 95 Perry Street Buffalo, New York 14203	
Lynette Thompson	ECIDA 95 Perry Street Buffalo, New York 14203	
Andrew Federick	ECIDA 95 Perry Street Buffalo, New York 14203	
Brian Krygier	ECIDA 95 Perry Street Buffalo, New York 14203	

BOND RESOLUTION
(134 High Street, LLC / BNMC Project)

A regular meeting of the Buffalo and Erie County Industrial Land Development Corporation was convened on Wednesday, January 26, 2022, at 1:00 p.m.

The following resolution was duly offered and seconded, to wit:

RESOLUTION AUTHORIZING THE ISSUANCE, EXECUTION, SALE AND DELIVERY OF THE BUFFALO AND ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORPORATION TAX-EXEMPT REVENUE REFUNDING BONDS (134 HIGH STREET, LLC PROJECT) IN ONE OR MORE SERIES AND IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$21,000,000, AND THE EXECUTION AND DELIVERY OF RELATED DOCUMENTS

WHEREAS, the **BUFFALO AND ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORPORATION** (the "Issuer") is authorized and empowered by Section 1411 of the Not-for-Profit Corporation Law of the State of New York (the "State"), as amended (the "NFP Law") and Resolution No. 218 of 2009 adopted by the Erie County Legislature (the "Legislature") on July 24, 2009, as amended by Resolution No. 295 of 2009, adopted by the Legislature on November 19, 2009, Resolution Intro 5-3 (2010) adopted by the Legislature on March 25, 2010, and Resolution No. 110 of 2011, adopted by the Legislature on June 20, 2011 (collectively the "County Resolutions"; and, together with the NFP Law, the "Enabling Act"), to relieve and reduce unemployment, promote and provide for additional and maximum employment, better and maintain job opportunities in Erie County (the "County") and lessen the burdens of government and act in the public interest; and

WHEREAS, **134 HIGH STREET, LLC** (the "Company"), a New York limited liability company and a wholly owned subsidiary of, and disregarded for federal income tax purposes of, Buffalo Niagara Medical Campus, Inc., a New York not-for-profit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), which is exempt from federal income taxation pursuant to Section 501(a) of the Code, has applied to the Issuer requesting that the Issuer issue its Tax-Exempt Revenue Refunding Bonds (134 High Street, LLC Project), Series 2022 (the "Bonds") in the aggregate principal amount not to exceed \$21,000,000, for the purpose of financing, as part of a plan of financing the refinancing of all of the outstanding Buffalo and Erie County Industrial Land Development Corporation Tax-Exempt Revenue Bonds (Buffalo Niagara Medical Campus, Inc. Project), Series 2010, issued in the original principal amount of \$24,050,000 (the "Series 2010 Bonds") and paying allocable costs of issuance; and

WHEREAS, the proceeds of which Series 2010 Bonds were used to finance all or a portion of a certain project consisting of: (i) the acquisition of an interest in an improved parcel of real property located at 134 High Street in the City of Buffalo, County of Erie, ground leased to the Company by Kaleida Health, a New York not-for-profit corporation, and the demolition of

certain improvements thereon (collectively, the "Land"); (ii) the construction and/or renovation, expansion, upgrading and equipping of an approximately 675,000 square foot multi-modal transportation structure to house a 2036 vehicle-capacity parking ramp located on the Land (the "Improvements"); (iii) the acquisition of and installation in the Facility of various machinery, equipment and furnishings (the "Equipment"; and, together with the Land and the Improvements, the "Facility"); (iv) the financing of all or a portion of the costs of the foregoing by the issuance of the Series 2010 Bonds; and (v) the sale or lease (with an obligation to purchase) of the facilities financed with the Series 2010 Bonds to the Company; and

WHEREAS, the Issuer is contemplating providing financial assistance to the Company with respect to the Project (collectively, the "Financial Assistance") in the form of: (i) the issuance of the Bonds in an amount not to exceed the lesser of the costs of the Project or \$21,000,000, and (ii) an exemption from all mortgage recording taxes with respect to any qualifying mortgage on the Facility to secure the Bonds; and

WHEREAS, in accordance with Section 147(f) the Code, the Issuer conducted a public hearing with respect to the issuance of the Bonds of December 10, 2021, at 95 Perry Street, Suite 403, Buffalo, New York 14203, following the publication on December 2, 2021, in *The Buffalo News* of a notice of said public hearing; and

WHEREAS, the Bonds are being purchased by Key Government Finance, Inc. (the "Bond Purchaser") pursuant to a certain Bond Purchase Agreement, to be dated January 1, 2022 (or other such appropriate date as agreed to by Chairman, Vice Chairman, Executive Vice President or Assistant Treasurer of the Issuer, each an "Authorized Officer") (the "Bond Purchase Agreement"), by and among the Bond Purchaser, the Issuer and the Company; and

WHEREAS, the Issuer will loan the net proceeds derived from the issuance of the Bonds to the Company pursuant to a certain Loan Agreement, dated as of January 1, 2022 (or other such appropriate date as agreed to by an Authorized Officer) (the "Loan Agreement"), by and between the Issuer and the Company, with the payments made by the Company thereunder being sufficient to pay the principal of premium, if any, purchase price and interest on the Bonds; and

WHEREAS, the Company may from time to time enter into one or more agreements and related documents in connection with fixing the interest rate on the Bonds (collectively, the "Hedging Contract") with the Bond Purchaser or one of its Affiliates;

WHEREAS, as security for the Bonds, (i) the Company will grant to the Issuer a mortgage lien on and security interest in the Mortgaged Property (as such term is defined in the hereinafter defined Mortgage) pursuant to that certain Leasehold Mortgage and Security Agreement, to be dated as of January 1, 2022 (or other such appropriate date as agreed to by an Authorized Officer) (the "Mortgage"), from the Company to the Issuer, which such Mortgage will be assigned by the Issuer to the Bond Purchaser pursuant to a certain Assignment of Mortgage, dated as if January 1, 2022 (or other such appropriate date as agreed to by an Authorized Officer) (the "Assignment of Mortgage"); and (ii) the Issuer will assign its rights (other than the Unassigned Rights, as defined in the Loan Agreement) under the Loan

Agreement to the Bond Purchaser pursuant to that certain Pledge and Assignment, dated as of January 1, 2022 (or other such appropriate date as agreed to by an Authorized Officer) (the "Pledge and Assignment") with acknowledgment of the Company; and

WHEREAS, to further secure the Bonds and the obligations of the Company with respect thereto, the Company and the Buffalo Niagara Medical Campus, Inc. (the "Corporation") have given a guaranty to the Bond Purchaser pursuant to a certain Guaranty Agreement, dated as of January 1, 2022 (or other such appropriate date as agreed to by an Authorized Officer), pursuant to which the Company and the Corporation guaranty the full payment and performance of the Obligations (as defined in the Guaranty) of the Issuer and the Company under the Bond Purchase Agreement, the Loan Agreement and the other Bond Documents; and

WHEREAS, the Issuer, the Company and the Corporation will enter into that certain Tax Compliance Agreement, dated the date of delivery of the Bonds (the "Tax Compliance Agreement"), pursuant to which the Issuer, the Company and the Corporation, will make certain representations and covenants, establish certain conditions and limitations and create certain expectations, relating to compliance with the requirements imposed by the Code and the Issuer will execute a completed Internal Revenue Service ("IRS") Form 8038 (Information Return for Private Activity Bonds) relating to the Bonds ("Form 8038"), pursuant to Section 149(e) of the Code and will cause the Form 8038 to be filed with the IRS; and

WHEREAS, the issuance of the Bonds constitutes a Type II action under SEQRA and does not require further SEQRA review by the Issuer; and

WHEREAS, in accordance with Section 2824(8) of the Public Authorities Law of the State of New York, the Finance Committee of the Issuer has reviewed information relating to the proposed issuance of the Bonds and recommends that the Issuer proceed with the issuance thereof.

NOW, THEREFORE, BE IT RESOLVED by the Buffalo and Erie County Industrial Land Development Corporation as follows:

Section 1. It is the policy of the State to promote the economic welfare, recreation opportunities and prosperity of its inhabitants and to actively promote, attract, encourage and develop recreation and economically sound commerce and industry for the purpose of preventing unemployment and economic deterioration.

Section 2. It is among the purposes of the Issuer to promote, develop, encourage and assist in the acquisition, construction, rehabilitation and improvement of facilities for not-for profit corporations and thereby relieve and reduce unemployment, better and maintain job opportunities and lessen the burdens of government.

Section 3. Based upon representations made by the Company to the Issuer, the Issuer makes the following findings and determinations:

- (a) the Project is in furtherance of the purposes of the Issuer; and
- (b) the issuance of the Bonds will be an inducement to the Company to continue its operations in the County; and
- (c) it is desirable and in the public interest for the Issuer to issue its Bonds to finance all or a portion of the costs of the Project, together with certain related costs and amounts, in an aggregate amount not to exceed \$21,000,000; and
- (d) the Project constitutes a "Type II action" pursuant to 6 NYCRR Part 617.5(c)(2) and therefore no further action is required of the Agency under SEQRA; and
- (e) the Company is not undertaking the Project in place of, on behalf of, for the benefit of, or at the request of the Issuer.

Section 4. In consequence of the foregoing, the Issuer hereby determines to:

- (a) execute the Loan Agreement as approved by an Authorized Officer; and
- (b) execute the Bond Purchase Agreement as approved by an Authorized Officer; and
- (c) issue and deliver the Bonds to the Bond Purchaser on or before December 31, 2022, subject however to the approval of the final terms for the Bonds and the terms and conditions of the Bond Purchase Agreement consistent with this Resolution, and the prior written approval of all terms contained therein, and of the terms of the Bonds, by an Authorized Officer of the Issuer and by the Company; and
- (d) accept the Mortgage from the Company; and
- (e) assign certain of its rights (excluding Unassigned Rights) under the Mortgage pursuant to the Assignment of Mortgage; and
- (f) assign certain of its rights (excluding Unassigned Rights) under the Loan Agreement to the Bond Purchaser pursuant to the Pledge and Assignment; and
- (g) use the proceeds of the Bonds to finance all or a portion of the Project in accordance with the Bond Purchase Agreement the Loan Agreement; and
- (h) execute the Tax Compliance Agreement and a completed Form 8038 and file Form 8038 with the Internal Revenue Service in connection with the issuance of the Bonds; and
- (i) execute and deliver all other certificates and documents required in connection with issuance and sale of the Bonds required to accomplish the Project, qualify the interest on the Bonds for tax-exempt status under Section 103 of the Code (collectively, the documents referred to in paragraphs (a) through (i) being

referred to herein as the "Financing Documents").

Section 5. The Issuer is hereby authorized to undertake the Project by the issuance of the Bonds and to grant the other Financial Assistance and all acts previously taken by the Issuer with respect to the undertaking of the Project, the granting of Financial Assistance with respect to the Project and the issuance of the Bonds are hereby approved, ratified and confirmed.

Section 6. Pursuant to receipt of the approval of the County Executive of Erie County (the "County Executive") of the issuance of the Bonds pursuant to, and solely for the purposes of, Section 147 of the Code, the Issuer is hereby authorized to issue, execute, sell and deliver the Bonds to the Bond Purchaser in accordance with the provisions of the and the terms authorized in this Resolution. Each of the Authorized Officers of the Issuer is hereby authorized, on behalf of the Issuer, to execute (by manual or facsimile signature) and deliver the Financing Documents, on such terms and conditions as shall be consistent with this Resolution and approved by an Authorized Officer, the execution thereof by such Authorized Officer constituting conclusive evidence of such approval.

Section 7. Pursuant to receipt of the approval of the County Executive of the issuance of the Bonds pursuant to, and solely for the purposes of, Section 147 of the Code and the other limitations contained herein, the Issuer, through an Authorized Officer, is hereby authorized to issue, execute, sell and deliver to the 2018 Trustee the Bonds in the aggregate principal amount of up to \$21,000,000, in the form heretofore approved in Section 4 of this Resolution, pursuant to the Act and in accordance with the Bond Purchase Agreement; provided that:

- (a) the Bonds authorized to be issued, executed, sold and delivered pursuant to this Section 7 (i) shall be issued, executed and delivered at such time as an Authorized Officer shall determine, (ii) shall be in such aggregate principal amount (not to exceed \$21,000,000) as is hereinafter approved by an Authorized Officer, (iii) shall bear interest at such rates as are set forth in the Bonds and the Bond Purchase Agreement or as are hereinafter approved by an Authorized Officer, and (iv) shall be subject to prepayment prior to maturity, and have such other provisions and be issued in such manner and on such conditions as are set forth in the Bonds and the Bond Purchase Agreement, all of which provisions are specifically incorporated herein with the same force and effect as if fully set forth in this Resolution; and
- (b) the Bonds shall be issued solely for the purpose of providing funds to assist the Company to finance the costs of the Project, the administrative, legal, financial, and other expenses of the Issuer in connection with such assistance and incidental to the issuance of the Bonds, as such costs are more specifically set forth in the Financing Documents; and
- (c) the Bonds and the interest thereon are not and shall never be a debt of the State of New York or Erie County, New York, and neither the State of New York nor Erie County, New York, shall be liable thereon; and

(d) the Bonds, together with interest payable thereon, shall be special obligations of the Issuer payable solely from the revenues and receipts derived from the payments made by the Company pursuant to the Loan Agreement or from the enforcement of the security provided by the Financing Documents.

Section 8. Notwithstanding any other provision of this Resolution, the Issuer covenants that it will make no use of the proceeds of the Bonds or of any other funds which, if such use had been reasonably expected on the date of issue of the Bonds, would cause the Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Code.

Section 9. An Authorized Officer of the Issuer is hereby authorized and directed for and in the name and on behalf of the Issuer to do all acts and things required or provided by the provisions of the Financing Documents, and to execute and deliver all such additional certificates, instruments and documents, including the Financing Documents and Form 8038, and to do all such further acts and things as may be necessary or in the opinion of an Authorized Officer acting on behalf of the Issuer, desirable and proper to effect the purposes of this Resolution and to cause compliance by the Issuer with all of the terms, covenants, and provisions of the Financing Documents binding upon the Issuer.

Section 10. It is hereby found and determined that all formal actions of the Issuer concerning and relating to the adoption of this Resolution were adopted in an open meeting of the Issuer; and that all deliberations of the Issuer and of any of its committees that resulted in such formal action were in meetings open to the public, in compliance with all legal requirements.

Section 11. Due to the complex nature of this transaction, the Issuer hereby authorizes its Authorized Officers to approve, execute and deliver such further agreements, documents and certificates as the Issuer may be advised by counsel to the Issuer and/or Bond Counsel to be necessary or desirable to effectuate the foregoing, such approval to be conclusively evidenced by the execution of any such agreements, documents or certificates by an Authorized Officer acting on behalf of the Issuer.

Section 12. This resolution shall take effect immediately and the Bonds are hereby ordered to be issued in accordance with this Resolution.

Dated: January 26, 2022

STATE OF NEW YORK)
COUNTY OF ERIE) SS:

I, the undersigned, Secretary of the Buffalo and Erie County Industrial Land Development Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Buffalo and Erie County Industrial Land Development Corporation (the "ILDC"), including the resolution contained therein, held on January 26, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the ILDC and of such resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY, that all Directors of the ILDC had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with Article 7.

I FURTHER CERTIFY, that there was a quorum of the Directors of the ILDC present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the ILDC on this ___ day of January, 2022.

Robert G. Murray
Secretary

Eligibility Questionnaire - Applicant Background Information

Answer all questions. Use "None" or "Not Applicable" where necessary.

Applicant Information-company receiving benefit:

Applicant Name: 134 High Street, LLC

Applicant Address: 640 Ellicott Street

City/Town: Buffalo State: NY Zip: 14203

Phone: 716-854-2662

Website: www.bnmc.org E-mail: pkilcullen@bnmc.org

Business Organization (check appropriate category):

Corporation Not for Profit 501c3 Public Corporation

Other (specify) _____

Year Established: 1990 State in which Organization is established: NY

Benefits Requested (select all that apply):

- 1. Tax Exempt Financing Yes or No
- 2. Exemption from Mortgage Tax Yes or No

Applicant Business Description:

Describe in detail applicant background, history and services provided: Buffalo Niagara Medical Campus, Inc. (BNMC) was formed in 1990 to facilitate collaboration amongst its member institutions, including the surrounding communities, and plan, promote and manage portions of the 120 acre Medical Campus. 134 High Street, LLC, a wholly owned affiliate of BNMC, was formed for the purpose of constructing a parking garage on the Medical Campus to serve the needs of employees and visitors.

What percentage of your total annual supplies, raw materials and vendor services are purchased from firms in Erie County 95%

Describe vendors within Erie County for major purchases: Maintenance services, property management, security services, operating supplies, marketing and communication, rent, legal and accounting services, insurance

Individual Completing Application:

Name: Patrick Kilcullen
Title: Chief Financial Officer
Address: 640 Ellicott Street
City/Town: Buffalo State: NY Zip: 14203
Phone: 716-218-7154 E-Mail: pkilcullen@bnmc.org

Company Contact (if different from individual completing application):

Name: _____
Title: _____
Address: _____
City/Town: _____ State: _____ Zip: _____
Phone: _____ E-Mail: _____

Company Counsel:

Name of Attorney: Terrence M. Gilbride
Firm Name: Hodgson Russ
Title: Partner
Address: The Guaranty Building, 140 Pearl Street
City/Town: Buffalo State: NY Zip: 14202
Phone: 716-848-1236 E-Mail: terry.gilbride@hodgsonruss.com

Eligibility Questionnaire - Project Description & Details

Address of Proposed Project Facility: 134 High Street

City/Town: Buffalo, NY School District: Buffalo

Current Address (if different): _____

City/Town: _____ State: _____ Zip: _____

Does the Applicant or any related entity currently hold fee title or have an option/contract to purchase the Project site? Yes or No If No, indicate name of present owner of the Project site:

The applicant leases the site from Kaleida Health under a long term ground lease

Describe the present use of the proposed Project site (vacant land, existing building, etc.):

The applicant has constructed a 2,000 space parking garage on the site to meet the needs of the Medical Campus

Provide narrative and purpose of the proposed project (new build, renovations) square footage of existing and new construction contemplated and/or equipment purchases. Identify specific uses occurring within the project. Describe any/all tenants and any/all end users:

The applicant is seeking assistance to refinance the 2010 Series bonds issued to construct the parking garage and to acquire equipment to replace existing aging equipment

If tax exempt or taxable bonds are being requested indicate what bonds will be used for:

The tax exempt bonds will be used to refinance the 2010 Series bonds issued to construct the parking garage and to acquire equipment to replace existing aging equipment.

Describe the reasons why the ILDC's financial assistance is necessary, and the effect the Project will have on the Applicant's operations. If refinancing an existing bond or loan indicate potential savings:

Over the initial ten year term of the tax exempt bonds the applicant anticipates a savings of approximately \$900,000 in interest cost. The reduction in interest cost allows the garage operator to offer a competitive parking rate to employees and visitors to the Medical Campus.

Site Characteristics:

Is your project located near public transportation? Yes or No. If yes describe if site is accessible by either metro or bus line (provide route number for bus lines): The Medical Campus is accessible via NFTA's Metro Rail and multiple bus routes

Has a project related site plan approval application been submitted to the appropriate planning department? Yes or No N/A

If Yes, include the applicable municipality's and/or planning department's approval resolution, the related State Environmental Quality Review Act ("SEQR") "negative declaration" resolution, if applicable, and the related Environmental Assessment Form (EAF), if applicable

If No, list the ILDC as an "Involved Agency" on the related EAF that will be submitted to the appropriate municipality and/or planning department for site plan approval.

Will the Project meet zoning/land use requirements at the proposed location? Yes or No

What is present zoning/land use: D-M What is required zoning/land use, if different: N/A

If a change in zoning/land use is required, provide details/status of any request for change of zoning/land use requirements: N/A

Is the proposed project located on a site where the known or potential presence of contaminants is complicating the development/use of the property? Yes or No If yes, explain:

Has a Phase I Environmental Assessment been prepared or will one be prepared with respect to the proposed project site? Yes or No If yes, provide a copy. N/A

Have any other studies or assessments been undertaken with respect to the proposed project site that indicate the known or suspected presence of contamination that would complicate the site's development?

Yes or No. If yes, provide copies of the study N/A

Select Project Type for all end users at project site (check any and all end users as identified below)

(You may check more than one)

- | | | | |
|----------------------------------|-------------------------------------|---------------------|--------------------------|
| Acquisition of Existing Facility | <input type="checkbox"/> | Market Rate Housing | <input type="checkbox"/> |
| Assisted Living | <input type="checkbox"/> | Mixed Use | <input type="checkbox"/> |
| Back Office | <input type="checkbox"/> | Multi-Tenant | <input type="checkbox"/> |
| Civic Facility (not for profit) | <input checked="" type="checkbox"/> | Senior Housing | <input type="checkbox"/> |
| Equipment Purchase | <input checked="" type="checkbox"/> | Other | <input type="checkbox"/> |
| Facility for Aging | <input type="checkbox"/> | | |

1. Start date: acquisition of equipment or construction of facilities: January 2022
2. Estimated completion date of project: March 2022
3. Project occupancy – estimated starting date of occupancy: Currently occupied. No interruptions in occupancy are anticipated

Estimated costs in connection with Project:

Costs are estimates for pedestrian connector to be constructed and equipment purchases:

- | | | |
|--|---------------------|--------------------------|
| 1. Land and/or Building Acquisition | | \$ _____ |
| _____ acres _____ square feet | | |
| 2. New Building Construction | _____ square feet | \$ _____ |
| 3. New Building Addition(s) | _____ square feet | \$ _____ |
| 4. Infrastructure Work | | \$ _____ |
| 5. Reconstruction/Renovation | _____ square feet | \$ _____ |
| 6. Non-Manufacturing Equipment (furniture, fixtures, etc.) | | \$ <u>300,000</u> |
| 7. Soft Costs: (Legal, architect, engineering, etc.) | | \$ <u>400,000</u> |
| 8. Other, Specify: _____ | | \$ _____ |
| | TOTAL Costs: | \$ <u>700,000</u> |

Project refinancing estimated amount, if applicable (for refinancing of existing debt only): \$19,312,000

Sources of Funds for Project:

- | | |
|--|-----------------------------|
| Bank Financing | \$ _____ |
| Equity (excluding equity that is attributed to grants/tax credits) | \$ _____ |
| Tax Exempt Bond Issuance (if applicable) | \$ <u>20,012,000</u> |
| Taxable Bond Issuance (if applicable) | \$ _____ |
| Public Sources (Include sum total of all state and federal grants and tax credits) | \$ _____ |
| Total Sources of Funds for Project Costs: | \$ <u>20,012,000</u> |

Have you secured financing for the project? Yes or No

If Yes, specify, Bank, underwriter, etc.
Key Bank through it's affiliate Key Government Finance

Mortgage Recording Tax Exemption Benefit: Amount of mortgage(s), if any that would be subject to mortgage recording tax:

Mortgage Amount (include sum total of construction/permanent/bridge financing): \$ 20,012,000

Estimated Mortgage Recording Tax Exemption Benefit (product of mortgage amount as indicated above 1% \$ 200,120)

ILDC encourages applicants to utilize MBE/WBE contractors for their projects. Describe your company's internal practices that promote MBE/WBE hiring and utilization: The applicant utilizes and promotes the utilization of MBE/WBE contractors, subcontractors and vendors, and has achieved compliance with requirements under NYS and Federal grants when awarded. The current project does not involve construction and the equipment to be purchased is available only through select vendors.

Is the project necessary to expand project employment? Yes or No

Is project necessary to retain existing employment? Yes or No

Employment Plan (Specific to the proposed project location): You must include a copy of the most recent NYS-45 Quarterly Combined Withholding, Wage Reporting and Unemployment Insurance Return.

Employees are on the payroll of applicant's contractor and form NYS-45 are not available to applicant

	Current # of jobs at proposed project location or to be relocated at project location	If financial assistance is granted – project the number of FT and PT jobs to be retained	If financial assistance is granted – project the number of FT and PT jobs to be created upon 24 months (2 years) after Project completion
Full time (FT)	2	2	
Part Time (PT)	3	3	
Total	5	5	

Salary and Fringe Benefits for Jobs to be Retained and Created:

Category of jobs to be retained and/or created	# of employees retained and/or created	Average salary for Full Time	Average fringe benefits for full time	Average salary for part time, if applicable	Average fringe benefits for part time, if applicable
Management					
Professional					
Administrative					
Production					
Independent Contractor	5	\$32,864	\$6,048	\$12,258	\$2,255
Other					

Payroll Information:

Annual Payroll at proposed project site upon project completion

\$102,500

Estimated average annual salary of jobs to be retained (full time)

\$32,864

Estimated average annual salary of jobs to be retained (part time)

\$12,258

Estimated average annual salary of jobs to be created (full time)

\$ NA

Estimated average annual salary of jobs to be created (part time)

\$ NA

Estimated salary range of jobs to be created

From (full time) NA \$ To (full time) \$

From (part time) NA \$ To (part time) \$

Environmental Questionnaire

INSTRUCTIONS: Complete the following questionnaire as completely as possible. If you need additional space to fully answer any question, attach additional page(s).

A). GENERAL BACKGROUND INFORMATION:

1. Address of Premises: 134 High Street, Buffalo, NY 14203
2. Name and Address of Owner of Premises: 134 High Street, LLC c/o Buffalo Niagara Medical Campus, Inc., 640 Ellicott Street, Buffalo, NY 14203
3. Describe the general features of the Premises (including terrain, location of wetlands, coastlines, rivers, streams, lakes, etc.). The property is located at the corner of Michigan Avenue and Goodrich Street in the City of Buffalo. The parcel is approximately 2 acres and is flat. There are no natural water sources near the site.
4. Describe the Premises (including the age and date of construction of any improvements) and each of the operations or processes carried on or intended to be carried on at the Premises. The parcel has been improved with a parking garage, opened in 2012, with approximately 2,000 parking spaces.
5. Describe all known former uses of the Premises. Medical Office Building
6. Does any person, firm or corporation other than the owner occupy the Premises or any part of it?
 Yes or No If yes, identify them and describe their use of the property. The parking ramp is utilized by employees and visitors to the medical campus
7. Have there been any spills, releases or unpermitted discharges of petroleum, hazardous substances, chemicals or hazardous wastes at or near the Premises? Yes or No If yes, describe and attach any incident reports and the results of any investigations. _____
8. Has the Premises or any part of it ever been the subject of any enforcement action by any federal, state or local government entity, or does the preparer of this questionnaire have knowledge of: a) any current federal, state or local enforcement actions; b) any areas of non-compliance with any federal, state or local laws, ordinances, rules or regulations associated with operations over the past 12 months. Yes or No If yes, state the results of the enforcement action (consent order, penalties, no action, etc.) and describe the circumstances. _____
9. Has there been any filing of a notice of citizen suit, or a civil complaint or other administrative or criminal procedure involving the Premises? Yes or No. If yes, describe in full detail. _____

B) SOLID AND HAZARDOUS WASTES AND HAZARDOUS SUBSTANCES:

1. Does any activity conducted or contemplated to be conducted at the Premises generate, treat or dispose of any petroleum, petroleum-related products, solid and hazardous wastes or hazardous substances?
 Yes or No. If yes, provide the Premises' applicable EPA (or State) identification number.

2. Have any federal, state or local permits been issued to the Premises for the use, generation and/or storage of solid and hazardous wastes? Yes or No. If yes, provide copies of the permits. Identify the transporter of any hazardous and/or solid wastes to or from the Premises.
3. Identify the solid and hazardous waste disposal or treatment facilities which have received wastes from the Premises for the past two (2) years. NA
4. Does or is it contemplated that there will occur at the Premises any accumulation or storage of any hazardous wastes on-site for disposal for longer than 90 days? Yes or No. If yes, identify the substance, the quantity and describe how it is stored. _____

C) DISCHARGE INTO WATERBODIES:

1. Briefly describe any current or contemplated industrial process discharges (including the approximate volume, source, type and number of discharge points). Provide copies of all permits for such discharges. None
2. Identify all sources of discharges of water, including discharges of waste water, process water, contact or noncontact cooling water, and storm water. Attach all permits relating to the same. Also identify any septic tanks on site. Rain water discharges to municipal system
3. Is any waste discharged into or near surface water or groundwaters? Yes or No. If yes, describe in detail the discharge including not only the receiving water's classification, but a description of the type and quantity of the waste.

D) AIR POLLUTION:

1. Are there or is it contemplated that there will be any air emission sources that emit contaminants from the Premises? Yes or No. If yes, describe each such source, including whether it is a stationary combustion installation, process source, exhaust or ventilation system, incinerator or other source.
2. Are any of the air emission sources permitted? NA Yes or No If yes, attach a copy of each permit.

E) STORAGE TANKS:

1. List and describe all above and underground storage tanks at the Premises used to store petroleum or gasoline products, or other chemicals or wastes, including the contents and capacity of each tank. Also provide copies of any registrations/permits for the tanks. None
2. Have there been any leaks, spills, releases or other discharges (including loss of inventory) associated with any of these tanks? NA Yes or No. If yes, provide all details regarding the event, including the response taken, all analytical results or reports developed through investigation (whether internal or external), and the agencies which were involved. _____

F) POLYCHLORINATED BIPHENYLS ("PCB" or "PCBs") AND ASBESTOS:

1. Provide any records in your possession or known to you to exist concerning any on-site PCBs or PCB equipment, whether used or stored, and whether produced as a byproduct of the manufacturing process or otherwise. None
2. Have there been any PCB spills, discharges or other accidents at the Premises? Yes or No If yes, relate all the circumstances. _____
3. Do the Premises have any asbestos containing materials? Yes or No. If yes, identify the materials.