

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

DATE AND PLACE: March 26, 2025, at the Erie County Industrial Development Agency, 95 Perry Street, 4th Floor Conference Room, Buffalo, New York 14203

PRESENT: Denise Abbott, Dr. LaVonne Ansari, Patrick Boyle, Thomas R. Emmerling, Hon. Joseph H. Emminger, Dottie Gallagher, Tyra Johnson, Richard Lipsitz, Jr., Brenda McDuffie, Hon. Glenn R. Nellis, Hon. Brian Nowak, Kenneth A. Schoetz and Hon. Taisha St. Jean Tard

EXCUSED: Rev. Mark Blue, Hon. Brian Kulpa, Hon. Mark C. Poloncarz, and Hon. Christopher P. Scanlon

OTHERS PRESENT: John Cappellino, President & CEO; Mollie Profic, Chief Financial Officer; Beth O’Keefe, Vice President of Operations; Jerry Manhard, Chief Lending Officer; Grant Lesswing, Director of Business Development; Carrie Ann Hocieniec, Operations Assistant/ Assistant Secretary; Soma Hawramee, Compliance Portfolio Manager, Brian Krygier, Director of Information Technology; Atiqah Abidi, Accounting Manager; Andrew Federick, Property and Business Development Officer; Robbie Ann McPherson, Director of Marketing & Communications and Robert G. Murray, Esq., General Counsel/Harris Beach Murtha

GUESTS: Zaque Evans, Daniel Castle and Michael Szukala on behalf of Erie County; Yessica Vasquez on behalf of City of Buffalo; Jonathan Epstein on behalf of the Buffalo News, Annie Patnaude on behalf of Deckorators, Inc. and Randy Bernick, Greg Setter and Mike Driscoll on behalf of Rosina

There being a quorum present at 12:06 p.m., the meeting of the members of the Erie County Industrial Development Agency (the “ECIDA” or “Agency”), was called to order by the Chair, Ms. McDuffie.

Ms. McDuffie introduced new ECIDA Board Member, Hon. Taisha St. Jean Tard, Chair of the Economic Development Committee of the Erie County Legislature.

At this point in time, Dr. Ansari and Mr. Nowak joined the meeting.

Ms. McDuffie also introduced Dr. LaVonne E. Ansari as a new ECIDA Board Member. Dr. Ansari is the new Chair of the Niagara Frontier Transportation Authority.

MINUTES

The minutes of the December 18, 2024, meeting of the members were presented. Mr. Lipsitz moved, and Ms. Gallagher seconded to approve of the minutes. Ms. McDuffie called for the vote and the minutes were unanimously approved.

Policy Committee Update. Mr. Lipsitz updated members on the most recent Policy Committee meeting in which the Committee recommended to the Board the approval of the two projects before the Board for its consideration at today's meeting.

INDUCEMENT RESOLUTIONS:

Rosina Foods Products, Inc., 3100 Clinton Street, West Seneca, New York. Ms. O'Keefe reviewed this proposed sales and use tax, mortgage recording tax and real property tax abatement benefits involving the 32,000 square-foot expansion of its existing 105,000 square-foot manufacturing facility. The expansion will allow Rosina to relocate out-of-state production from existing co-packers and to immediately produce up to 20 million pounds of product locally.

Ms. McDuffie and Ms. Gallagher both spoke in favor of the project.

Ms. St. Jean Tard queried as to where the company looks for employees.

Ms. McDuffie noted BOCES, St. Mary's High School, Erie County Community College, Niagara County Culinary College and Northland Training Center are all resources utilized by the Company for finding employees.

General discussion ensued. The Project's cost benefit ratio was reviewed, and the costs of incentives so applied for, the anticipated new tax revenues to be generated by the Project, as well as the Project's contemplated community benefits were discussed and considered.

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 \$25,500,000 (which represents the product of 85% multiplied by \$30,000,000, being the total project cost as stated in the Company's application for Financial Assistance).

- (ii) Employment Commitment – that there are at least 184 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 employment at the Facility equal to 229 FTE employees [representing the sum of (x) 184 Baseline FTE and (y) 45 FTE employees, being the product of 85% multiplied by 53, (being the 53 new FTE employee positions proposed to be created by the Company as stated in its Application)]. 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.

Mr. Emminger moved and Ms. St. Jean Tard seconded to approve the Project as proposed. 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 ROSINA FOOD PRODUCTS, 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, (B) A MORTGAGE RECORDING TAX EXEMPTION BENEFIT FOR FINANCING RELATED TO THE PROJECT, AND (C) 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

Deckorators, Inc., 300 Commerce Drive, Lackawanna, New York. Ms. O’Keefe reviewed this proposed sales and use tax and real property tax abatement benefits project involving the expansion of its manufacturing facilities on approximately 31 acres. The project consisting of the renovation of a 168,310 square-foot manufacturing space and a 19,000 square-foot addition for future manufacturing needs. A secondary 85,000 square-foot open wall space warehouse building will be considered for future development including additional capacity and growth opportunities.

Ms. Patnaude spoke on behalf of the Company. Ms. McDuffie spoke in favor of the project.

General discussion ensued. The Project’s cost benefit ratio was reviewed, and the costs of incentives so applied for, the anticipated new tax revenues to be generated by the Project, as well as the Project’s contemplated community benefits were discussed and considered.

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 \$65,641,695 (which represents the product of 85% multiplied by \$77,225,524, being the total project cost as stated in the Company’s application for Financial Assistance).
- (ii) Employment Commitment – that there are at least 42 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 42 FTE employees [being the product of 85% multiplied by 50 (being the 50 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.

Ms. Gallagher moved and Mr. Emmerling seconded to approve the Project as proposed. 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 DECKORATORS, 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

REPORTS / ACTION ITEMS / INFORMATION ITEMS

Financial Report. Ms. Profic presented the February financial reports. The balance sheet shows that the IDA finished the month with total assets of \$36.8M, including unrestricted cash of \$6.6M available for Agency operations, and net assets of \$19.8M. Overall assets and liabilities remained consistent from the prior month. The monthly income statement shows a net loss of \$96,000 in February. Operating revenue of \$203,000 was below the monthly budget by \$15,000, due mainly to lower administrative fees received than our monthly budget. Operating expenses of \$237,000 were \$31,000 under budget, with most of that variance in salaries and benefits. Strategic

initiatives included payments to ILDC for special district taxes on ILDC owned properties. After net non-operating revenue of \$39,000, there was a net loss of \$95,783 for the month. The year-to-date income statement shows operating revenues of \$278,000, including administrative fee revenue of \$137,000. Operating expenses of \$482,000 are \$52,000 below budget. Net special project grant income is \$34,000, and strategic initiatives year-to-date total \$100,000. After net non-operating revenue of \$78,000, there is currently a net loss of \$191,495 for the year. Ms. McDuffie directed that the report be received and filed.

Finance and Audit Committee Update. Ms. Profic introduced Mr. Szukala, Chair of the Finance & Audit Committee, to the Board. Ms. Profic provided members with an update on the most recent Finance & Audit Committee meeting. She advised that the Agency's auditors, Lumsden McCormick, presented a draft of the 2024 audited financial statements. Ms. Profic reviewed the three main points of the presentation were an unmodified (clean) opinion on the financial statements, there were no uncorrected audit adjustments, and there were no material weaknesses or significant deficiencies noted (no management letter comments). The Committee also reviewed and recommend the items listed under #2-#4 for approval or re-adoption: 2024 Public Authorities Report, 2024 Investment Reports, and Investment & Deposit Policy. The Committee also approved the Finance & Audit Committee Self-Evaluation and reviewed Management's Assessment of the Effectiveness of Internal Controls and Corporate Credit Card usage.

The Committee Self-Evaluation was provided in the Board package. Each year the Committee completes a self-evaluation, as required by the Committee Charter. In 2024, the Committee officially convened a total of five times and fulfilled its duties as documented. Ms. McDuffie directed that the report be received and filed.

Audited Financial Statements. Ms. Profic reviewed the draft 2024 audited financial statements, required communications, and management letter. Lumsden's required communications with those charged with governance, which documents the auditors' responsibility related to the financial statement audit, notes that there were no matters of concern that arose related to the significant risks identified, a summary of accounting estimates made within the financials, that there were no uncorrected audit adjustments, and no disagreements with management. Ms. Profic mentioned, an unmodified opinion was issued on the statements. Significant estimates for ECIDA include depreciation of capital assets, and valuation of leases receivable/payable and other assets. The management letter noting no significant deficiencies or material weaknesses. The Representation Letter will be signed once the audit is approved by the board. The draft financial statements were provided in the Board package. As a public authority, the Agency's financial statements are prepared based on Governmental Accounting Standards and include a Management's Discussion and Analysis section, which provides a condensed overview of the statements. The balance sheets show total assets of \$37.4M at December 31, 2024, an increase of \$1.2M from 2023. Most of the Agency's assets are current, with cash and investments being the largest portion at \$13.3M. There was a decrease in current assets of \$206,000 from 2023, which is due to decreases in cash and investments and affiliate receivables, offset by an increase in grants receivable. Ms. Profic also noted that the cash balance of \$6.8M is unrestricted. Non-current assets increased \$1.4M from 2023. Restricted cash and investments increased \$1.8M, which directly correlates to the increase in funds held on behalf of others under non-current

liabilities. The largest reason for the decrease in current liabilities is the unearned revenue as we recognize revenue related to grants awarded. Funds held on behalf of others at \$11.3M is an increase of about \$1.8M from 2023.

The Agency's net position is allocated into three categories: net investment in capital assets, restricted, and unrestricted. Total net position decreased from \$20.1M in 2023 to \$20.0M in 2024, due to a decrease in unrestricted net assets. The statements of revenues, expenses and changes in net position (income statements) shows how we arrived at the decrease in net position. 2024 Operating revenues were \$2.7M, due mostly to \$1.86M of administrative fee revenue. 2024 was the first year since 2021 that ECIDA surpassed our administrative fee budget. Operating expenses went up slightly in 2024, staying under \$3.1M. Salaries and benefits increased 10% overall as a result of a full complement of 18 employees for the whole year, salary increases and increased employee benefit costs. General and administrative expenses decreased \$183,000 (23%) due to project fees of \$175,000 refunded in 2023 that were not part of 2024's expenses. Before special project grants, there was an operating loss of \$407,000. Special project grants netted \$82,000 of expense in 2024, and non-operating revenue of \$375,000 reduced the decrease in net position to \$114,000. Taking the non-cash expenses out of the calculation would lead to net income of about \$149,586. The cash flow statement details the changes in cash from year to year. The large net decrease in cash is due to the Agency purchasing Treasury bill investments during the year of \$14.5M. The balance sheet and income statement are broken out between the general and UDAG funds. These drafts were reviewed and discussed in detail with the Finance & Audit Committee on March 20, and they recommended approval to the Board. Ms. McDuffie thanked staff for providing a clean audit.

Mr. Lipsitz moved and Mr. Nellis seconded to approve of the audited financial statements. Ms. McDuffie called for the vote and the audited financial statements were unanimously approved.

2024 Investment Report. Ms. Profic reviewed this report which is required by Public Authorities Law and includes ECIDA's investment guidelines, the results of the annual audit of these guidelines, and detail of investment income and fees for the year. The majority of cash and investment accounts are held on behalf of others and restricted for the purposes listed in the report. Interest income of \$829,000 was earned on these accounts during 2024, compared to \$591,000 in 2023, and no fees were paid. This report was reviewed by the Finance & Audit Committee at their March 20 meeting and recommended to the Board for approval.

Ms. Gallagher moved and Mr. Emminger seconded to approve of the 2024 Investment Report. Ms. McDuffie then called for the vote and the 2024 Investment Report was unanimously approved.

Governance Committee Update: Ms. McDuffie provided the Board members with an update on the most recent Governance Committee meeting and the self-evaluations of the Committee and the Board of Directors. Ms. McDuffie directed that the report be received and filed.

2024 Tax Incentives Induced/Closing Schedule. Mr. Cappellino provided this report to Board members. Ms. McDuffie directed that the report be received and filed.

5-Year Tax Incentive Project Report 2020-2024. Mr. Cappellino provided this report to Board members. Ms. McDuffie directed that the report be received and filed.

Approval of Board Certification of Loan Administration Plan-CARES Act RLF. Mr. Manhard reviewed this resolution with Board members. Mr. Emminger moved and Ms. St. Jean Tard seconded to approve of the Board Certification of Loan Administration Plan-CARES Act RLF as proposed. Ms. McDuffie then called for the vote and the following resolution was unanimously approved:

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE “RLF BOARD” OR “AGENCY”) IN CONNECTION WITH AN ANNUAL CERTIFICATION TO BE MADE UNDER THE STANDARD TERMS AND CONDITIONS AND ADMINISTRATIVE MANUAL REQUIREMENTS OF THE FEDERAL ECONOMIC DEVELOPMENT ADMINISTRATION

Compliance Assessment 2022-2023. Ms. Hawramee reviewed the 2022-2023 Compliance Assessment. Ms. McDuffie directed that the report be received and filed.

Tonawanda Towers Modification of Repayment Schedule. Mr. Cappellino reviewed the proposed modification of payment requested.

Mr. Emmerling moved and Ms. Gallagher seconded to approve of Tonawanda Towers modification of repayment schedule as proposed. Ms. McDuffie then called for the vote and the following resolution was unanimously approved:

RESOLUTION (A) APPROVING CERTAIN MODIFICATIONS RELATING TO THE MULTIFAMILY HOUSING REVENUE BONDS (OAHS TONAWANDA TC LLC PROJECT), SERES 2022A AND THE MULTIFAMILY HOUSING REVENUE BONDS (OAHS TONAWANDA TC LLC PROJECT), SERES 2022B PREVIOUSLY ISSUED BY ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE “ISSUER”), (B) THE EXECUTION AND DELIVERY BY THE ISSUER OF CERTAIN RELATED DOCUMENTS AND (C) MAKING A FINDING IN COMPLIANCE WITH THE NEW YORK STATE ENVIRONMENTAL QUALITY REVIEW ACT WITH RESPECT THERETO.

ANNUAL REPORTS & POLICIES

2024 Mission Statement, Performance Measures and Results. Ms. O’Keefe reviewed the 2024 Mission Statement, Performance Measures and Results. This statement and measures were reviewed by the Governance Committee at their meeting on March 19th and has been recommended to the Board for approval.

Ms. Johnson moved and Mr. Lipsitz seconded to approve of the 2024 Mission Statement, Performance Measures and Results. Ms. McDuffie called for the vote and the 2024 Mission Statement, Performance Measures and Results was unanimously approved.

2025 Mission Statement and Performance Measures. Ms. O’Keefe reviewed the 2025 Mission Statement and Performance Measures, This statement and performance measures were reviewed by the Governance Committee at their meeting on March 19th and has been recommended to the Board for approval.

Mr. Boyle moved and Ms. Abbott seconded to approve of the 2025 Mission Statement and Performance Measures. Ms. McDuffie called for the vote and the 2025 Mission Statement and Performance Measures was unanimously approved.

2024 Public Authorities Report. Ms. Profic reviewed the 2024 Public Authorities Report. Ms. Profic stated as a Public Authority of the State of New York, ECIDA and its affiliates are required to comply with the NYS Public Authorities Law and submit a comprehensive annual report including information on several topics. Several of the items are covered by other documents, like the operations and accomplishments and financial statements, which are note throughout the document. The third item, Mission Statement & Performance Measurements, is updated each year with actual results. Many of the items included are standard from year to year and are also approved or re-adopted by the Board annually and was updated for 2023 to update the work underway at ILDC-owned properties, the RDC’s lending activity, and the approval of the Economic Inclusion Policy. Attachments include outstanding bond information, salary & benefit information, projects undertaken by each entity, our Property Report, Board Member attendance, and the Procurement Reports for each entity. Once approved, the certification will be signed by Mr. Cappellino and Ms. Profic and the report will be posted to the website. This report was reviewed by the Governance Committee at their meeting on March 20th and the Finance & Audit Committee at their meeting on March 21st and has been recommended to the Board for approval.

Mr. Schoetz moved and Mr. Nellis seconded to approve of the 2024 Public Authorities Report. Ms. McDuffie called for the vote and the 2024 Public Authorities Report was unanimously approved.

RE-ADOPT POLICIES AND CHARTERS

Ms. Profic noted that Items 4(d)-4(i) on the agenda are either re-adoptions of policies or approvals, as required by law. Harris Beach Murtha has reviewed each of the items for any pertinent updates and have communicated to us minor updates for items: (d) Airborne Infectious Disease Policy, (e) FOIL Policy, (f) Investment and Deposit Policy, (g) Property Disposition Guidelines; (h) Record Retention and Disposition Policy, and (i) Sexual Harassment Policy. All of the policies were reviewed with either the Governance or Finance & Audit Committee and recommended to the Board for approval. Mr. Schoetz moved and Ms. St. Jean Tard seconded to approve of the various polices and charters as itemized below. Ms. McDuffie called for the vote and the following policies were then unanimously approved:

- Airborne Infectious Disease Policy
- Freedom of Information Law (FOIL)
- Investment and Deposit Policy

- Property Disposition Guidelines
- Record Retention and Disposition Policy
- Sexual Harassment Policy

MANAGEMENT TEAM REPORTS

2024 Year in Review. Mr. Cappellino reviewed the 2024 annual report and thanked the Agency staff for all their outstanding work to complete the annual reports.

RCP Brownfield Cleanup Program. Mr. Cappellino provided members with an update on the RCP Brownfield Cleanup Program extension and legislation updated. 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 1:18 p.m.

Dated: March 26, 2025



Elizabeth A. O'Keefe, Secretary