

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

**DATE AND PLACE:** December 21, 2016, at the Erie County Industrial Development Agency, 95 Perry Street, 5<sup>th</sup> Floor ESD Conference Room, Buffalo, New York 14203

**PRESENT:** Rev. Mark E. Blue, Hon. Byron W. Brown, James F. Doherty, Hon. Joseph H. Emminger, Dottie Gallagher-Cohen, Richard Lipsitz, Jr., David L. Lowrey, John J. Mudie, Hon. Glenn R. Nellis, Louis Panzica, Hon. Mark C. Poloncarz, and Hon. Edward A. Rath, III

**EXCUSED:** Hon. Diane Benczkowski, Brenda W. McDuffie, Hon. Darius G. Pridgen, Sister Denise Roche, Paul V. Vukelic and Hon. Barry A. Weinstein

**OTHERS PRESENT:** Steve Weathers, Chief Executive Officer; John Cappellino, Executive Vice President, Mollie Profic, Treasurer; Gerald Manhard, Chief Lending Officer; Michael Alexander, Assistant Loan Manager; Dawn Boudreau, Compliance Officer; and Robert G. Murray, Secretary

**GUESTS:** Maria Whyte, Erie County Deputy County Executive; Andrew Federick, Erie County Senior Economic Development Specialist;

There being a quorum present at 12:20 p.m., and in the absence of the presence of the Chair, Mr. Lipsitz called the meeting of the Buffalo and Erie County Regional Development Corporation Board of Directors to order.

**MINUTES**

Upon motion made by Mr. Poloncarz and seconded by Mr. Rath, the minutes of the October 26, 2016 Meeting of the Board of Directors of the RDC were unanimously approved.

**REPORTS/ACTION ITEMS/INFORMATION ITEMS:**

Financial Report. Ms. Profic presented the November 2016 financial report noting the balance sheet shows that the RDC ended the month with total assets of \$18.7 million and net assets of \$18.4 million. The monthly income statement shows net income of \$9,500, before non-recurring items. Non-recurring items in November were both a reduction of and addition to capital in relation to the recent EDA amendment to the loan fund. With those transactions considered, there was a net loss for the month of approximately \$2.4 million. The year-to-date income statement shows total operating revenue of \$409,000, which is \$14,000 below budget.

Interest income is behind budget for the year due to the unexpected payoff of several larger loans during 2016. Operating expenses for the year have been \$463,000, which are \$66,000 below budget. After the non-recurring items previously mentioned, there is a year-to-date net loss of \$2.4 million. There being no discussion, Mr. Lipsitz directed that the report be received and filed.

Board Annual Certification of the RDC Revolving Loan Fund (RLF). Ms. Profic presented this item stating that as a part of the RDC's annual report to the U.S. Department of Commerce, Economic Development Administration (EDA), and in connection with the operation of the RDC Revolving Loan Fund, the RDC must certify that the RLF is being operated in accordance with the policies and procedures contained in the RLF plan and the loan portfolio meets the standards contained herein. Ms. Profic stated that on a bi-annual basis, the RDC has retained a specialist to undertake a review of the portfolio to assess RLF operations and to be the basis upon which the RDC can make its required certification. Ms. Profic briefly reviewed the summary of the RLF and reviewed the proposed resolution.

Upon motion made by Mr. Doherty and seconded by Mr. Lowrey, the following resolution was unanimously approved:

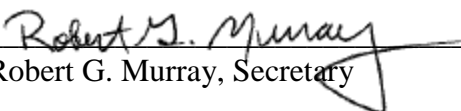
RESOLUTION OF THE BUFFALO AND ERIE COUNTY REGIONAL DEVELOPMENT CORPORATION (THE "RLF LOAN BOARD" OR "RDC") IN CONNECTION WITH AN ANNUAL CERTIFICATION TO BE MADE UNDER THE STANDARD TERMS AND CONDITIONS AND ADMINISTRATIVE MANUAL REQUIREMENTS OF THE ECONOMIC DEVELOPMENT ADMINISTRATION (THE "EDA")

2016 Loan State Report/Closing Schedule. Mr. Manhard reviewed the 2016 closing schedule. Mr. Lipsitz directed that the report be received and filed.

At this point in time, Mr. Poloncarz thanked Mr. Mesiah for his excellent service as a Board member of the Erie County Industrial Development Agency and the Buffalo and Erie County Regional Development Corporation. In addition, in recognition of Mr. Mesiah's resignation as President of the Buffalo Branch of the National Association for the Advancement of Colored People, Mr. Poloncarz thanked Mr. Mesiah for his service on behalf of the community and noted the community is better off because of his efforts.

There being no further business to discuss, the meeting was adjourned at 12:25 p.m.

Dated: December 21, 2016

  
Robert G. Murray, Secretary