

ANCIDA/NCDC/NADC BOARD MEETING

DATE: March 9, 2022

TIME: 9:00 a.m.

**PLACE: Niagara County Center for Economic Development
6311 Inducon Corporate Drive
Sanborn, NY 14132**

1.0 Meeting Called to Order

The annual meeting of the Niagara County Industrial Development Agency was called to order by Chairperson Onesi at 9:16 a.m.

2.0 Roll Call

Mark A. Onesi, Chairperson	Present
Jerald I. Wolfgang, 1 st Vice Chairperson	Present
Kevin McCabe, 2 nd Vice Chairperson	Present
William L. Ross, Secretary	Present
Scott Brydges, Assistant Secretary	Present
Robert B. Cliffe, Member	Present
Clifford Scott, Member	Present
Jason Krempa, Member	Present
Maria V. Lopez, Member	Present

3.0 Introductions

Guests Present:

CJ Martin, 13 W. Main LLC
Jim Fink, Business First
Tom Prohaska, Buffalo News

Staff Present:

Susan C. Langdon, Executive Director
Andrea Klyczek, Assistant Director
Michael S. Dudley, Finance Manager
Caroline Caruso, Accounting Associate
Susan Barone, Project Manager
Julie Lamoreaux, Administrative Assistant
Mark J. Gabriele, Agency Counsel

4.0 Pledge of Allegiance

Mr. Cliffe let the pledge of allegiance.

5.0 Approval of Meeting Minutes

5.1 Regular NCIDA/NCDC/NADC – February 9, 2022

Mr. Wolfgang motioned to approve the meeting minutes; Mr. Krempa seconded the motion. The motion passed.

6.0 Committee Reports

6.1 Finance & Audit Committee

6.1.1 2021 Audit Report

A representative from Lumsden & McCormick, Sara Dayton joined the Audit Committee meeting earlier in the day to give an overview, and summarization for the 2021 annual audits. The committee members were given copies of the presentation which summarized all of the Agency audits for FYE December 31, 2021.

Ms. Dayton summarized the audits, and stated that all were clean and with no findings or material weaknesses. There were no findings which means the audit was unmodified which reflects fiscal responsibility on part of the Agency.

Mr. McCabe made a motion to approve the 2021 Audit Report; Mr. Ross seconded the motion. The motion passed.

6.1.2 Agency Payables

Mr. McCabe stated that he reviewed the monthly payables and found them to be in order.

Mr. McCabe made a motion to approve the February 2022 agency payables; Mr. Ross seconded the motion. The motion passed.

6.1.3 Budget Variance Report

Mr. McCabe stated that he had reviewed all the budget variance reports and found them to be in order.

Mr. McCabe made a motion to approve the February 2022 budget variance; Mr. Brydges seconded the motion. The motion passed.

6.2 Governance Committee

6.2.1 Annual Board Evaluations

Mr. Gabriele explained that under the Public Authorizes Accountable Act (PAAA), the Board of Directors of the Agency is required annually to complete a self-evaluation. Questionnaires were sent to all Board members and then summarized. The Board Evaluations are filled out anonymously.

A summary of the evaluations was in the agenda packet for the Board Members' review. Mr. Gabriele stated that the Board needed to accept and approve the evaluations so they may be placed on our website.

Mr. Wolfgang motioned to approve the Summary of the Annual Board Evaluations; Mr. Cliffe seconded the motion. The motion passed.

Mr. Wolfgang and the Board agreed to place a moratorium on the acceptance of any solar projects that come into the Agency.

Mr. Cliffe motioned to place a 6 month moratorium on solar project applications; Mr. McCabe seconded the motion. The motion passed.

7.0 Annual Meetings of the NCIDA, NCDC, and NADC

7.1 Election of Chairperson

The Chairperson turned the meeting over to Mark Gabriele, Agency Counsel. Mr. Gabriele stated that at this time, the Agency would accept nominations for Chairperson of the NCIDA, NCDC, and NADC.

Mr. Ross nominated Mark Onesi, Mr. McCabe seconded the nomination. After asking for any additional nominations, hearing none, Mr. Gabriele closed the nominations. Mr. Gabriele then requested that the Secretary cast one vote for Mr. Onesi as the Chairperson.

Mr. Ross motioned to approve Mark Onesi as the Chairman of the Board; Mr. McCabe seconded the motion. The motion passed.

7.2 Election of Officers

At this time, Chairman Onesi set forth a proposed slate of officers for the NCIDA, NCDC, and the NADC as below:

7.2.1 First Vice Chairperson Jerald I. Wolfgang

7.2.2 Second Vice Chairperson Kevin McCabe

7.2.3 Secretary William L. Ross

7.2.4 Assistant Secretary Scott Bridges

7.2.5 Treasurer Susan Langdon

Hearing no other nominations, Mr. Onesi then requested that the Secretary cast one vote for each officer set forth above.

7.3 Appointment of Committee Members and Committee Chairpersons

Chairman Onesi then appointed the following Committee Members and Chairpersons.

7.3.1 Finance & Audit Committee

Chairperson Kevin McCabe
William L. Ross
Scott Brydges

7.3.2 Governance Committee

Chairperson Jerald Wolfgang
Clifford Scott
Robert B. Cliffe

7.3.3 NCDC Loan/Micro Grant Committee

Mark Onesi, NCIDA Board Chairman
Jason Krempa, NCIDA Board Member
Michael Taylor, Pursuit Lending
Vacancy, Accountant
Eric C. Tudor, Coldwell Bank Meridian
Kevin McMullen, Small Business Owner
Susan Langdon, NCIDA Executive Director

7.3.4 Cataract Tourism Fund Committee

Honorable Robert G. Ortt, NYS Senator – 62nd District
Honorable Angelo J. Morinello, NYS Assembly – 145th District
Mayor Robert Restaino, City of Niagara Falls
Mark Onesi, NCIDA Chairman
William L. Ross, NCIDA Board Member
Paul Brown, President, NC Building Trades Council
Susan C. Langdon, NCIDA Executive Director

7.4 Ratify Board Meeting Dates/Time

7.4.1 Second (2nd) Wednesday of the Month

Mr. Onesi stated the regular meeting day and time. Mr. Wolfgang made motion to accept the regular Board Meeting dates, seconded by Mr. Cliffe; the motion passed.

7.5 Reaffirm Committee Charters

7.5.1 Finance & Audit Committee Charter

Mr. Gabriele stated the Finance & Audit Committee has recommended the reaffirmation of the Finance & Audit Committee Charter.

Mr. Ross made a motion to accept the charter, Mr. McCabe seconded the motion. The motion passed.

7.5.2 Governance Committee Charter

Mr. Gabriele stated the Governance Committee has recommended the reaffirmation of the Governance Committee charter.

Mr. Wolfgang made a motion to accept the charter, Mr. Krempa seconded the motion. The motion passed.

7.6 Reaffirm Mission Statement

Mr. Gabriele stated the Mission Statement has not changed in the last year.

Mr. Krempa made a motion to reaffirm the Mission Statement; Mr. Scott seconded the motion. The motion passed.

7.7 Reaffirm Uniform Tax Exempt Policy

Mr. Gabriele explained the Board must annually reaffirm the Uniform Tax Exempt Policy.

Mr. Krempa made a motion to reaffirm the Uniform Tax Exempt Policy, Mr. Scott seconded the motion. The motion passed.

7.8 Niagara Industrial Incubator Associates (“NIIA”)

7.8.1 Appointment of Susan Langdon

Mr. Gabriele explained that this is an appointment by Chairman Onesi for the NIIA reappointment of Susan Langdon to represent the Agency’s interest as a partner with the NFTA.

7.9 Niagara Industrial Incubator Company (“NIIC”)

7.9.1 Appointment of Susan Langdon

Mr. Gabriele explained that this is an appointment by Chairman Onesi for the NIIC reappointment of Susan Langdon to represent the Agency’s interest as a partner with the NFTA for the property on Niagara Falls Boulevard.

7.10 Niagara Economic Development Fund (“NEDF”)

7.10.1 Appointment of Susan Langdon

Mr. Gabriele explained that this is an appointment by Chairman Onesi for the NEDF reappointment of Susan Langdon to which the Agency as the Administrator and Trustee of that Fund.

7.11 Risk Assessment and Risk Management Letter

Mr. Dudley advised that a Risk Assessment and Management letter was provided to the Board as an annual disclosure requirement with PARIS reporting.

Mr. Krempa made a motion to accept the Risk Assessment and Risk Management letter; Mr. McCabe seconded the motion. The motion passed.

7.12 NCIDA Real Property Assessment

Mr. Dudley advised that an NCIDA Real Property Assessment was provided to the Board as an annual disclosure requirement with PARIS reporting.

Mr. Wolfgang made a motion to accept the Real Property Assessment; Mr. Krempa seconded the motion. The motion passed.

7.13 Annual Investment Reports

Mr. Dudley stated that Annual Investment Reports for NCIDA, NCDC, and NADC were provided to the Board as an annual disclosure requirement with PARIS reporting.

Mr. Krempa made a motion to accept the Annual Investments Reports; Ms. Lopez seconded the motion. The motion passed.

7.14 Reaffirm Administrative Policies for 2022

Mr. Gabriele explained the Board must reaffirm the Administrative Policies as required by PAAA. No changes have been made to these policies since last year.

Mr. McCabe made a motion to reaffirm the Administrative Policies for 2021; Mr. Wolfgang seconded the motion. The motion passed.

7.15 2021 Annual Report Summaries

Mr. Gabriele noted the NCIDA, NCDC, and the NADC Annual Report Summaries for 2021 were included in the Board packet for review.

Motion to accept the annual report summaries was made by Mr. Wolfgang, seconded by Mr. Krempa. The motion passed.

7.16 2021 Annual Measurement Reports

Mr. Gabriele stated the NCIDA, NCDC, and NADC Annual Measurement Reports for 2021 were included in the Board packet for review.

Motion to accept the annual measurement reports was made by Mr. Ross, seconded by Mr. McCabe. The motion passed.

8.0 Unfinished Business

8.1 Moog Inc.

Ms. Langdon stated that a public hearing was held March 1, 2022 at 2:00 p.m. in the room at the Niagara County Center for Economic Development, located at 6311 Inducon Corporate Drive, Suite 1, Sanborn, NY 14132. There was one attendee, John Shoemaker from Niagara County Real Property Tax office. There were no comments at the public hearing.

8.1.1 Final Resolution

RESOLUTION OF THE NIAGARA COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) UNDERTAKE A CERTAIN PROJECT FOR THE BENEFIT OF MOOG, INC. AND/OR AN INDIVIDUAL(S) OR AFFILIATE, SUBSIDIARY, OR ENTITY FORMED OR TO BE FORMED ON ITS BEHALF (AS MORE FULLY DEFINED BELOW); (ii) PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF A SALES TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF THE PROJECT.

Mr. Ross made a motion to approve the Final Resolution; Mr. Cliffe seconded the motion.

Moog Inc. – (Continued)

The question of the approval of the Resolution as duly put to a vote on roll call, which resulted as follows:

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Jerald Wolfgang	x			
Kevin McCabe	x			
William Ross	x			
Maria V. Lopez	x			
Robert Cliffe	x			
Scott Brydges	x			
Clifford Scott	x			
Jason Krempa	x			
Mark Onesi	x			

The Resolution was thereupon duly adopted.

8.2 Plati Niagara Inc.

Mr. Gabriele stated that Plati Niagara Inc. is asking for an increase in the mortgage tax exemption benefit to better reflect their actual costs going forward.

8.2.1 Resolution

RESOLUTION AUTHORIZING THE CONSENT TO THE EXECUTION AND DELIVERY OF A MORTGAGE AND APPROVAL OF ADDITIONAL MORTGAGE TAX EXEMPTION BENEFITS, ALONG WITH OTHER DOCUMENTS WITH REGARD TO THE PLATI NIAGARA INC. PROJECT.

Mr. Brydges made a motion to approve the mortgage tax exemption benefit; Mr. Scott seconded the motion. The motion passed.

Plati Niagara Inc. – (Continued)

The question of the approval of the Resolution as duly put to a vote on roll call, which resulted as follows.

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Jerald Wolfgang	x			
Kevin McCabe	x			
William Ross	x			
Maria V. Lopez	x			
Robert Cliffe	x			
Scott Brydges	x			
Clifford Scott	x			
Jason Krempa	x			
Mark Onesi	x			

The Resolution was thereupon duly adopted.

8.3 Cerrone Estate Properties LLC

Mr. Gabriele stated that Cerrone Estate Properties LLC is asking for a 6 month inducement extension. They are planning on closing by the end of the month, this would be a safeguard in case the closing is delayed.

8.3.1 Inducement Extension

RESOLUTION AUTHORIZING THE NIAGARA COUNTY INDUSTRIAL DEVELOPMENT AGENCY TO EXTEND THE INDUCEMENT TERM FOR CERRONE ESTATE PROPERTIES LLC FOR A SIX-MONTH PERIOD WITH RESPECT TO A CERTAIN PROJECT (AS MORE FULLY DEFINED BELOW) TO BE UNDERTAKEN BY THE AGENCY FOR THE BENEFIT OF CERRONE ESTATE PROPERTIES LLC OR AN ENTITY FORMED OR TO BE FORMED.

Mr. Krempa made a motion to approve the Inducement Extension; Mr. Brydges seconded the motion. The motion passed.

Cerrone Estate Properties LLC – (Continued)

The question of the approval of the Resolution as duly put to a vote on roll call, which resulted as follows.

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Jerald Wolfgang	x			
Kevin McCabe	x			
William Ross	x			
Maria V. Lopez	x			
Robert Cliffe	x			
Scott Brydges	x			
Clifford Scott	x			
Jason Krempa	x			
Mark Onesi	x			

The Resolution was thereupon duly adopted.

9.0 New Business

9.1 13 W. Main LLC

Ms. Barone stated that the company will purchase and renovate a dilapidated abandoned 17,000 square foot building located at 13 W. Main Street in the City of Lockport. The building will serve as a brewery, restaurant and gaming attraction, and event center. There will also be four market rate apartments in the building. This mixed-use project is located within a distressed census tract in the City of Lockport. The project expects to bring 50 new jobs to the area.

CJ Martin stated that the project is updating a distressed building and re-introducing life into the downtown area of Lockport. The group that is putting this project together is really excited about helping the area.

Mr. McCabe asked Mr. Martin what was completed on the project to date. Mr. Martin said the asbestos abatement has been completed, and construction demolition is complete. He is waiting on construction drawings to be completed, and also waiting on approval from the City.

13 W. Main LLC – (Continued)

9.1.1 Preliminary Resolution

RESOLUTION OF THE NIAGARA COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) ACCEPTING THE APPLICATION OF 13 W. MAIN LLC WITH RESPECT TO A CERTAIN PROJECT (AS MORE FULLY DEFINED BELOW) TO BE UNDERTAKEN BY THE AGENCY FOR THE BENEFIT OF 13 W. MAIN LLC OR AN ENTITY FORMED OR TO BE FORMED; (ii) AUTHORIZING A PUBLIC HEARING WITH RESPECT TO THE PROJECT; (iii) AUTHORIZING THE EXECUTIVE DIRECTOR OF THE AGENCY TO TAKE CERTAIN ACTIONS UNDER ARTICLE 8 OF THE ENVIRONMENTAL CONSERVATION LAW IN CONNECTION WITH THE PROJECT; (iv) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY.

Mr. Scott made a motion to approve the preliminary resolution; Mr. Lopez seconded the motion.

The question of the approval of the Resolution as duly put to a vote on roll call, which resulted as follows.

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Jerald Wolfgang	x			
Kevin McCabe	x			
William Ross	x			
Maria V. Lopez	x			
Robert Cliffe	x			
Scott Brydges	x			
Clifford Scott	x			
Jason Krempa	x			
Mark Onesi	x			

The Resolution was thereupon duly adopted.

9.1.2 Authorize Public Hearing

Mr. Krempa made a motion to approve the Public Hearing; Mr. McCabe seconded the motion.

10.0 Agency Counsel

There were no comments from agency counsel at this time.

11.0 Information Items

There were no information items at this time.

12.0 Any Other Matters the Board Wishes to Discuss

There were no matters that the Board wished to discuss.

13.0 Next Regular NCIDA/NCDC/NADC Meeting:

DATE: April 13, 2021

TIME: ** 9:00 a.m. **

PLACE: Niagara County Center for Economic Development

14.0 Adjournment

Mr. Scott made a motion to adjourn; Mr. Brydges seconded the motion. He meeting adjourned at 9:40 p.m.

Respectfully Submitted:

Reviewed By:

Approved By:

Julie Lamoreaux
Administrative Assistant

Susan C. Langdon
Executive Director

William L. Ross
Secretary